

<p style="text-align: center;">ACTIONS Board of Supervisors Meeting of October 2, 2019</p>		
		October 3, 2019
AGENDA ITEM/ACTION	ASSIGNMENT	VIDEO
<p>1. Call to Order.</p> <ul style="list-style-type: none"> Meeting was called to order at 1:00 p.m., by the Chair, Mr. Gallaway. All BOS members were. Also present were Jeff Richardson, Andy Herrick, Claudette Borgersen and Travis Morris. 		Link to Video
<p>4. Adoption of Final Agenda. Diantha McKeel:</p> <ul style="list-style-type: none"> Pulled Consent Agenda Item #8.3, Appropriation #2020023. By a vote of 6:0, ADOPTED the final agenda as amended. 		
<p>5. Brief Announcements by Board Members.</p> <p><u>Norman Dill:</u></p> <ul style="list-style-type: none"> Announced he would need to leave the meeting at the time of recess. <p><u>Rick Randolph:</u></p> <ul style="list-style-type: none"> Requested time at the end of the meeting to speak at the end of the meeting regarding seeking General Assembly approval for broadband authorities in counties and cities in Virginia to develop their own net neutrality rules, subject to the approval of their elected boards. Urged the Board to support discussing a resolution for the October 16 meeting expressing the Board's support for a fair and thorough investigation by the U.S. House of Representatives of the abuse of power by the President of the United States. <p><u>Ann Mallek:</u></p> <ul style="list-style-type: none"> Announced that the CTC5k, the annual fundraiser for the Crozet Trails Crew would take place October 12 at Claudius Crozet Park. Announced that on October 12 and 13, the 37th Annual Crozet Arts and Crafts Festival would take place. Announced that the White Hall Ruritan Club would begin selling apple butter starting on October 28 at 4:00 am at the corner of Browns Gap Turnpike and Garth Road. Mentioned that on October 1 the Charlottesville-Albemarle MPO and the Staunton-Augusta-Waynesboro MPO had their annual joint meeting at the Crozet Library. Mentioned that the Local Government Advisory Committee for the Chesapeake Bay program was hosting the Wandering Virginia's Waterways Bus Tour on October 24-25. <p><u>Diantha McKeel:</u></p> <ul style="list-style-type: none"> Mentioned that the NAACP had their annual dinner on November 27. Mentioned that a group of community members met and chose the design for the five hydrants for the Art on Fire project along Georgetown Road, Hydraulic, Whitewood, and Commonwealth. <p><u>Liz Palmer:</u></p>		

	<ul style="list-style-type: none"> Announced that the Batesville Apple Butter Days would be October 19-20 and the Cove Garden Apple Butter Festival would be November 2-3. Announced that the Great Pumpkin Smash would be November 2 at McIntire Recycling Center to compost leftover pumpkins. Announced that the signup for e-waste collection at Ivy was through October 1 at 8am and participants could check the RSWA website that day to see if any spots were available, or to e-mail the RSWA. 	
7.	<p>From the Public: Matters Not Listed for Public Hearing on the Agenda.</p> <p><u>Ms. Courtney Cacatian</u>, Charlottesville Albemarle Convention and Visitors Bureau (CACVB), introduced herself and said the CACVB was hiring three County positions.</p> <p><u>Ms. Marta Keane</u>, Jefferson Area Board for Aging (JABA), reminded the Board that the following week would mark the beginning of the Medicare Part D prescription signup and reminded the Board about JABA's Adult Care Center.</p> <p><u>Dr. Charles Battig</u>, Scottsville District, spoke towards Climate Change stating that he would try to provide reassurance with some facts.</p> <p><u>Mr. Sean Tubbs</u>, Piedmont Environmental Council, spoke towards the Planning and Coordination Council plan to meet on October 3 to vote itself out of existence and replaced with a closed-door meeting system that the public will have no access to until after those meetings have been held.</p>	
8.2	<p>FY 19 Appropriations.</p> <ul style="list-style-type: none"> ADOPTED Resolution to approve appropriations #2019098 and #2019099 for local government and school division projects. 	<u>Clerk:</u> Forward copy of signed resolution to OMB and County Attorney's office. (Attachment 1)
8.3	<p>FY 20 Appropriations.</p> <ul style="list-style-type: none"> ADOPTED Resolution to approve appropriations #2020024; #2020025; #2020026; #2020027; and #2020028 # for local government and school division projects. 	<u>Clerk:</u> Forward copy of signed resolution to OMB and County Attorney's office. (Attachment 2)
8.4	<p>Dominion Energy's Request for Easement - Parcel 093B0-01-0A-000D0.</p> <ul style="list-style-type: none"> SET public hearing to receive comments from the public regarding Dominion Energy's request for an underground easement on County owned property (TMP 093B0-01-0A-000D0). 	<u>Clerk:</u> Schedule on future agenda and advertise in Daily Progress.
8.5	<p>Dominion Energy's Request for Easement - Parcel 093A1-00-00-00200.</p> <ul style="list-style-type: none"> SET public hearing to receive comments from the public regarding Dominion Energy's request for an underground easement on County owned property (TMP 093A1-00-00-00200). 	<u>Clerk:</u> Schedule on future agenda and advertise in Daily Progress.
8.6	<p>Dominion Energy's Request for Easement - Parcel 031B0-00-00-000B0.</p> <ul style="list-style-type: none"> SET public hearing to receive comments from the public regarding Dominion Energy's request for an underground easement on County owned property (TMP 031B0-00-00-000B0). 	<u>Clerk:</u> Schedule on future agenda and advertise in Daily Progress.
8.3	FY 20 Appropriation #2020023 – Scope	

Adjustment.		
<ul style="list-style-type: none"> • DISCUSSED. • DEFERRED back to the School Board for reconsideration. 		
9. Joint Work Session with School Board: Annual Update on Employee Compensation, Health Insurance and Other Benefits.	<u>Human Resources:</u> Provide additional information as requested at a future meeting.	
<ul style="list-style-type: none"> • HELD. 		
Recess. At 3:39 p.m., the Board recessed and reconvened at 3:55 p.m.		
Note: Supervisor Dill left the meeting at 3:39 p.m.		
10. Transportation Planning Quarterly Report.		
<ul style="list-style-type: none"> • RECIEVED. 		
11. Virginia Department of Transportation (VDOT) Quarterly Report.	VDOT: Schedule R-cut presentation.	
<ul style="list-style-type: none"> • RECIEVED. 		
12. Closed Meeting.		
<ul style="list-style-type: none"> • At 4:47 p.m., the Board went into Closed Meeting pursuant to Section 2.2-3711(A) of the Code of Virginia: • Under Subsection (1) <ol style="list-style-type: none"> 1. To discuss and consider the annual performance of the County Executive, 2. To discuss and consider appointments to the Albemarle Conservation Easement Authority, and • Under Subsection (7), to consult with legal counsel and briefings by staff members pertaining to probable litigation regarding a decision of the Board of Zoning Appeals; and • Under Subsection (8), to consult with and be briefed by legal counsel and staff regarding specific legal matters requiring legal advice related to the historical artifacts on County-owned property. 		
13. Certify Closed Meeting.		
<ul style="list-style-type: none"> • At 6:00 p.m., the Board reconvened into open meeting and certified the closed meeting. 		
14. Boards and Commissions: Vacancies and Appointments.	<u>Clerk:</u> Prepare appointment/reappointment letter, update Boards and Commissions book, webpage, and notify appropriate person.	
<ul style="list-style-type: none"> • APPOINTED Mr. Brent C. Noll to the 5th and Avon Community Advisory Committee to fill an unexpired term ending September 30, 2020. 		
15. Proclamations and Recognitions.	<u>(Attachment 3)</u>	
<ol style="list-style-type: none"> a. Proclamation Recognizing October as Wine Month. <ul style="list-style-type: none"> • By a vote of 5:0 (Dill Absent), ADOPTED proclamation. 		
16. From the Public: Matters Not Listed for Public Hearing on the Agenda.		
<u>Dr. Charles Battig</u> , Scottsville District, spoke towards climate change.		
17. <u>Pb. Hrg.: SP201900004 Virginia Institute of Autism Adult Service Center.</u>	<u>Clerk:</u> Forward copy of signed resolution to Community Development and County Attorney's office. (Attachment 4)	
<ul style="list-style-type: none"> • By a vote of 5:0 (Dill Absent), ADOPTED resolution to approve the Special Use Permit for SP201900004 Virginia Institute of Autism Adult Service Center subject to the conditions. 		
18. <u>Pb. Hrg.: Approval of the SOCA/Fluvanna County EDA Private Activity Bond Proposal.</u>	<u>Clerk:</u> Forward copy of signed resolution to County Attorney's office. (Attachment 5)	
<ul style="list-style-type: none"> • By a vote of 5:0 (Dill Absent), adopted the 		

resolution approving the Fluvanna County EDA Inducement Resolution.		
19.	<p><u>Pb. Hrg.: Ordinance to Approve a Second Amended Agreement to Operate a Joint Charlottesville Albemarle Convention and Visitors Bureau.</u></p> <ul style="list-style-type: none"> By a vote of 4:1:1 (Palmer, Dill Absent), ADOPTED the ordinance to approve a second amended agreement to operate a joint Convention and Visitors Bureau. 	Clerk: Forward copy of signed resolution to Economic Development and County Attorney's office. (Attachment 6)
20.	<p>From the Board: Committee Reports and Matters Not Listed on the Agenda.</p> <p><u>Liz Palmer:</u></p> <ul style="list-style-type: none"> Mentioned that the Rivanna Solid Waste Authority meeting was held two weeks earlier and composting of sludge and food waste was discussed. She commented that she asked Bill Mawyer to come to the Board in two weeks to discuss this. <p><u>Rick Randolph:</u></p> <ul style="list-style-type: none"> Commented on the uncertainty at RWSA as to when the bond note used to pay the \$6.65 million for the purchase of the Buck Mountain Creek Reservoir was actually retired. Mentioned seeking General Assembly approval for broadband authorities in the Commonwealth to develop their own net neutrality rules, subject to Board of Supervisors or City Council approvals. Asked Mr. Kamptner if it was possible to work into the Boards legislative agenda adopting net neutrality rules on the October 16 meeting. Requested the Board consideration for a resolution of the Board expressing their support for fair and thorough investigation by the House of Representatives of the potential abuse of power by the President of the United States that could qualify as high crimes and misdemeanors. The Board did not concur. 	Clerk: Schedule on October 16 agenda.
21.	<p>From the County Executive: Report on Matters Not Listed on the Agenda.</p> <ul style="list-style-type: none"> There were none. 	
22.	<p>Adjourn to Adjourn to October 16, 2019, 1:00 p.m., Lane Auditorium.</p> <ul style="list-style-type: none"> The meeting was adjourned at 6:59 p.m. 	

ckb/tom

Attachment 1 – Resolution to Approve Additional FY 19 Appropriations

Attachment 2 – Resolution to Approve Additional FY 20 Appropriations

Attachment 3 – Virginia Wine Month Proclamation

Attachment 4 – Resolution to Approve SP 2019-04 Virginia Institute of Autism Adult Service Center

Attachment 5 – Resolution Approving Fluvanna County EDA Inducement Resolution

Attachment 6 – Ordinance to Approve a Second Amended Agreement to Operate a Joint Convention and Visitors' Bureau

**RESOLUTION TO APPROVE
ADDITIONAL FY 19 APPROPRIATIONS**

BE IT RESOLVED by the Albemarle County Board of Supervisors:

- 1) That Appropriations #2019098 and #2019099 are approved; and
- 2) That the appropriations referenced in Paragraph #1, above, are subject to the provisions set forth in the Annual Resolution of Appropriations of the County of Albemarle for the Fiscal Year ending June 30, 2019.

**RESOLUTION TO APPROVE
ADDITIONAL FY 2020 APPROPRIATIONS**

BE IT RESOLVED by the Albemarle County Board of Supervisors:

- 1) That Appropriations #2020024; #2020025; #2020026; #2020027; and #2020028 are approved; and
- 2) That the appropriations referenced in Paragraph #1, above, are subject to the provisions set forth in the Annual Resolution of Appropriations of the County of Albemarle for the Fiscal Year ending June 30, 2020.



***Proclamation
Virginia Wine Month***

- WHEREAS,** from modest beginnings in colonial times, Virginia has become a nationwide leader in the wine industry, now 6th in the nation in wine grape production, with 8,500 tons harvested and more than 2 million visits to Virginia wineries annually; and
- WHEREAS,** wines from the Commonwealth, including those from Albemarle County, are winning national and international awards and recognition for their elegant qualities, imparted by skilled vintners and Virginia's terroir; with King Family and Virginia Wineworks wineries being featured in the 2019 Governor's Case; and
- WHEREAS,** many of Albemarle's 36 vineyards, most with wineries on site, are run by families as strong agricultural enterprises that can be passed on to future generations, providing economic benefit for winery owners and employees and for other Albemarle ventures supported by the patronage and purchasing power of winery visitors, including farming of heritage and heirloom crops, restaurant cuisine committed to selling local where possible, and tourism focused on sustaining the land and the local culture; and
- WHEREAS,** Albemarle County values our wineries' stewardship, keeping their land producing and protected in agricultural uses, preserving scenic vistas, historic sites and other amenities which make Albemarle wineries ideal places of entertainment, culture, enjoyment and social engagement that enrich Albemarle County's quality of life and culture of hospitality.

NOW, THEREFORE, BE IT PROCLAIMED, that we, the Albemarle County Board of Supervisors, do hereby recognize Albemarle County wineries and their contribution to the Virginia wine industry's success and encourage County residents and visitors to visit a winery or purchase local wines through local restaurants and shops during October 2019, Virginia Wine Month.

Signed this 2nd day of October, 2019.

Norman G. Dill

Liz Palmer

Ann H. Mallek

Rick Randolph

Diantha H. McKeel

Ned L. Gallaway, Chair

**RESOLUTION TO APPROVE
SP 2019-04 VIRGINIA INSTITUTE OF AUTISM ADULT SERVICE CENTER**

WHEREAS, the Virginia Institute of Autism submitted an application for a special use permit to use an existing building on Tax Parcel 061W0-02-00-002A1, located at 419 Hillsdale Drive, for office and private school uses for the purpose of an Adult Service Center program to serve 52 adults with 69 staff members, and the application is identified as SP201900004 Virginia Institute of Autism Adult Service Center ("SP 2019-04"); and

WHEREAS, on August 20, 2019, after a duly noticed public hearing, the Albemarle County Planning Commission recommended approval of SP 2019-04 with staff-recommended conditions; and

WHEREAS, on October 2, 2019, the Albemarle County Board of Supervisors held a duly noticed public hearing on SP 2019-04.

NOW, THEREFORE, BE IT RESOLVED that, upon consideration of the foregoing, the staff report prepared for SP 2019-04 and all of its attachments, the information presented at the public hearing, any written comments received, and the factors relevant to a special use permit in Albemarle County Code §§ 18-18.2.2(5), 18-22.2.2(6), 18-33.39, and 18-33.40, the Albemarle County Board of Supervisors hereby approves SP 2019-04, subject to the conditions attached hereto.

* * *

**SP-2019-04 Virginia Institute of Autism Adult Service Center
Special Use Permit Conditions**

1. Development of the use shall be in general accord with the conceptual plan titled "Virginia Institute of Autism Adult Service Center" prepared by Timmons Group, with the latest revision date of August 6, 2019, as determined by the Director of Planning and the Zoning Administrator. To be in general accord with the Conceptual Plan, development shall reflect the following major elements within the development essential to the design of the development:

- Location of potential future outdoor recreation area as shown on the plan.

Minor modifications to the plan which do not conflict with the elements above may be made to ensure compliance with the Zoning Ordinance.

2. Maximum enrollment shall be 65 participants.
3. Normal hours of operation for the Center shall be from 7:30 a.m. to 6:00 p.m., Monday through Friday, with occasional evening and weekend activities.
4. Signage must be provided onsite, near the point of egress, notifying buses that only a left turn out is permitted.
5. Prior to converting a portion of the parking area to outdoor recreation space, silt fencing must be provided along the top of preserved steep slopes.

**VIRGINIA INSTITUTE
OF AUTISM
ADULT SERVICE CENTER**

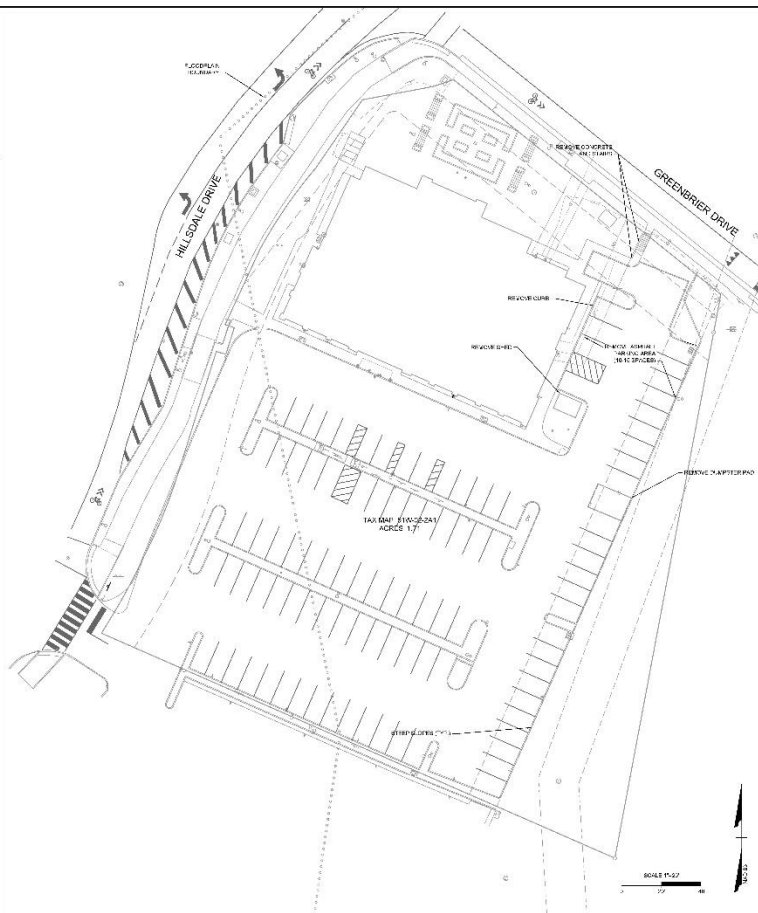
CONCEPTUAL PLAN
COUNTY OF ALBEMARLE, VIRGINIA
SPECIAL USE PERMIT SUP 2019-00004
4/15/2019



VICINITY MAP
1" = 300'

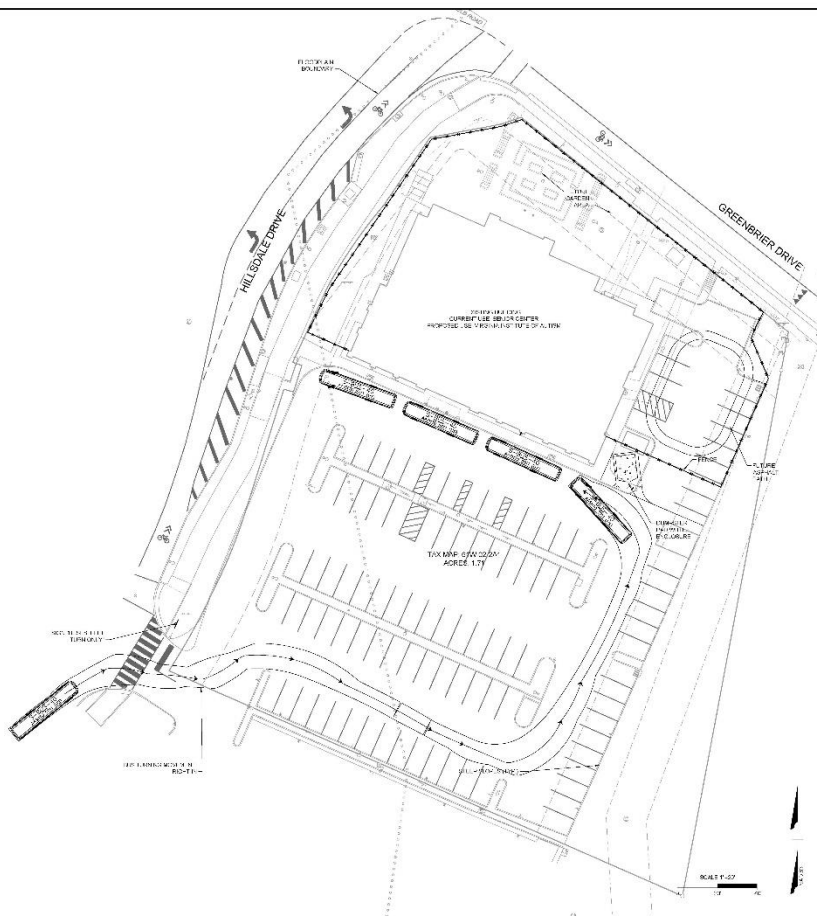
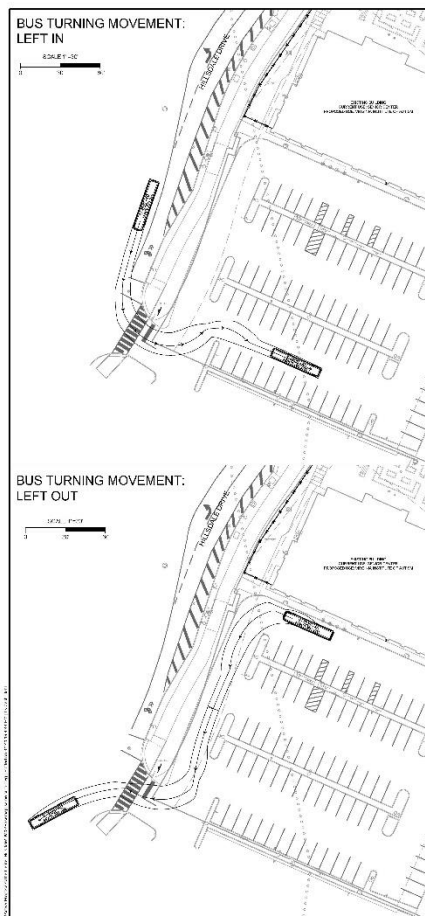
[illegible]

Sheet Index	
Sheet Number	Sheet Title
CS-5	PROLOGUE CONSTRUCTION
12-5	CONCEPTUAL PLAN



TIMMONS GROUP 

<p>VOLUME C 1070258 C 1070259 C 1070260 C 1070261</p> <p>DATE 11/11/11</p>	<p>VIRGINIA INSTITUTE OF AUTISM COURT OF CLERK OF SUPERIOR COURT JANUARY 11, 2012</p>
--	---

[illegible]

TIMMONS GROUP 

VIRGINIA INSTITUTE OF AUTISM COLLEGE PARK, MARYLAND	DESIGNED BY C. R. TIMMONS C. R. TIMMONS 1777-1778
--	--

1. NAME AND ADDRESS OF THE PARTY TO WHOM THE INFORMATION IS BEING FURNISHED 2. NAME AND ADDRESS OF THE PARTY FURNISHING THE INFORMATION 3. DATE OF INFORMATION 4. NAME AND ADDRESS OF THE PARTY TO WHOM THE INFORMATION IS BEING FURNISHED 5. NAME AND ADDRESS OF THE PARTY FURNISHING THE INFORMATION 6. DATE OF INFORMATION	7. NAME AND ADDRESS OF THE PARTY TO WHOM THE INFORMATION IS BEING FURNISHED 8. NAME AND ADDRESS OF THE PARTY FURNISHING THE INFORMATION 9. DATE OF INFORMATION 10. NAME AND ADDRESS OF THE PARTY TO WHOM THE INFORMATION IS BEING FURNISHED 11. NAME AND ADDRESS OF THE PARTY FURNISHING THE INFORMATION 12. DATE OF INFORMATION
--	---

RESOLUTION OF THE BOARD OF SUPERVISORS OF ALBEMARLE COUNTY, VIRGINIA, CONCURRING WITH AND APPROVING THE ISSUANCE BY THE ECONOMIC DEVELOPMENT AUTHORITY OF FLUVANNA COUNTY, VIRGINIA, OF ITS TAX-EXEMPT REVENUE BONDS IN AN AMOUNT NOT TO EXCEED \$3,750,000 FOR THE SOCCER ORGANIZATION OF CHARLOTTESVILLE AREA, INC. PROJECT

WHEREAS, there has been described to the Economic Development Authority of Fluvanna County, Virginia (the "Authority"), the plan of financing of Soccer Organization of Charlottesville Area, Inc., a Virginia nonstock, not-for-profit corporation (the "Borrower"), whose principal place of business is presently located at 1685 Polo Grounds Road, Charlottesville, Virginia 22911, for the issuance by the Authority of its tax-exempt revenue bonds in a maximum principal amount not to exceed \$3,750,000 (the "Series 2019 Bonds") to assist the Borrower in (1) financing or reimbursing the Borrower for the costs of the acquisition, construction, and equipping of a field house facility consisting of approximately 50,000 square feet, which will include a 60x40 (yard) indoor synthetic turf athletic field, headquarters office space for the Borrower and related supporting spaces including a fitness room, trainer's room, locker rooms, meeting spaces and a café, together with parking and related improvements, all of which facilities are to be located on a parcel or parcels of land consisting of approximately 1.688 acres, tax map parcel number 062A3-00-00-001A0 (Albemarle County), which property will be accessible from, and have a street address to be determined, on Belvedere Boulevard in Charlottesville, Virginia 22901 (collectively, the "Project"), and (2) financing certain costs of issuance of the Series 2019 Bonds; and

WHEREAS, the Project will be owned by the Borrower and used by the Borrower in the fulfillment of its charitable purposes; and

WHEREAS, a public hearing with respect to the Series 2019 Bonds as required by Section 15.2-4906 of the Code of Virginia of 1950, as amended (the "Virginia Code"), and the Internal Revenue Code of 1986, as amended (the "Code"), was held by (1) the Authority on September 12, 2019 (the "Fluvanna Public Hearing"), and (2) the Board of Supervisors (the "Board") of Albemarle County, Virginia ("Albemarle County") on October 2, 2019 (the "Albemarle Public Hearing"); and

WHEREAS, after the Fluvanna Public Hearing, the Authority adopted an inducement resolution with respect to the issuance of the Series 2019 Bonds, (the "Authority Resolution") with respect to the Series 2019 Bonds, in which it recommended that the Board of Albemarle County concur with such Authority Resolution and approve the issuance of the Series 2019 Bonds by the Authority; and

WHEREAS, Fluvanna County adopted a resolution on September 18, 2019, providing governing body approval of the issuance of the bonds by the Authority and acknowledging and consenting to the Authority's designation of the Bonds as "bank qualified" obligations; and

WHEREAS, Section 15.2-4905 of the Virginia Code provides that the Board of Albemarle County must concur with the adoption of the "Authority Resolution" prior to the issuance of the Series 2019 Bonds; and

WHEREAS, the Code also provides that the highest elected governmental officials of the governmental unit having jurisdiction over the area in which any facility financed with the proceeds of a private activity bond is located shall approve the issuance of such bond after a public hearing following reasonable public notice; and

WHEREAS, the Series 2019 Bonds constitute a "private activity bond" and will finance property located in Albemarle County, and the members of the Board constitute the highest elected governmental officials of Albemarle County; and

WHEREAS, the Board held a public hearing on the issuance of the Bonds by the Authority, following reasonable public notice, on October 2, 2019; and

WHEREAS, a copy of the "Authority Resolution," summary of the comments made at the Fluvanna Public Hearing, and a statement in the form prescribed by Section 15.2-4907 of the Virginia Code have been filed with the Clerk of the Board.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF ALBEMARLE COUNTY, VIRGINIA:

The Board concurs with the adoption of the "Authority Resolution" and approves the issuance of the Series 2019 Bonds by the Authority to the extent required by the Code and Sections 15.2-4905 and 15.2-4906 of the Virginia Code.

The concurrence with the "Authority Resolution" and the approval of the issuance of the Series 2019 Bonds, as required by the Code and Sections 15.2-4905 and 15.2-4906 of the Virginia Code, do not constitute an endorsement to a prospective purchaser of the Series 2019 Bonds of the creditworthiness of the Borrower or the project being financed and the Series 2019 Bonds shall provide that no political subdivision of the Commonwealth of Virginia, including Albemarle County, shall be obligated to pay the Series 2019 Bonds or the interest thereon or other costs incident thereto and neither the faith or credit nor the taxing power of the Commonwealth of Virginia or any political subdivision thereof, including Albemarle County, shall be pledged thereto.

Albemarle County, including its elected representatives, officers, employees and agents, shall not be liable and hereby disclaim all liability for any damage to the Borrower, direct or consequential, resulting from the Authority's failure to issue the Series 2019 Bonds for any reason.

This resolution shall take effect immediately upon its adoption.

**A RESOLUTION APPROVING THE ISSUANCE BY THE ECONOMIC
DEVELOPMENT AUTHORITY OF FLUVANNA COUNTY, VIRGINIA,
OF ITS TAX-EXEMPT REVENUE BOND IN AN AMOUNT NOT TO
EXCEED \$3,750,000 FOR THE
SOCCER ORGANIZATION OF CHARLOTTESVILLE AREA, INC.
PROJECT**

WHEREAS, there has been described to the Economic Development Authority of Fluvanna County, Virginia (the "Authority"), the plan of financing of Soccer Organization of Charlottesville Area, Inc., a Virginia nonstock, not-for-profit corporation (the "Borrower"), whose principal place of business is presently located at 1685 Polo Grounds Road, Charlottesville, Virginia 22911, for the issuance by the Authority of its tax-exempt revenue bonds in a maximum principal amount not to exceed \$3,750,000 (referred to as the "Series 2019 Bonds" or as the "Bonds") to assist the Borrower in (1) financing or reimbursing the Borrower for the costs of the acquisition, construction, and equipping of a field house facility consisting of approximately 50,000 square feet, which will include a 60x40 (yard) indoor synthetic turf athletic field, headquarters office space for the Borrower and related supporting spaces including a fitness room, trainer's room, locker rooms, meeting spaces and a café, together with parking and related improvements, all of which facilities are to be located on a parcel or parcels of land consisting of approximately 1.688 acres, tax map parcel number 062A3-00-00-001A0 (Albemarle County, Virginia), which property will be accessible from, and have a street address to be determined, on Belvedere Boulevard in Charlottesville, Virginia 22901 (collectively, the "Project"), and (2) financing certain costs of issuance of the Series 2019 Bonds; and

WHEREAS, the above facility and Project will be owned by the Borrower; and

WHEREAS, the Bonds constitute a 501(c)(3) bond not treated as a private activity bond under Section 265(b)(3) of the Code, and will finance property located in Albemarle County, Virginia ("Albemarle County"); and

WHEREAS, a public hearing with respect to the Bonds as required by Section 15.2-4906 of the Code of Virginia of 1950, as amended (the "Virginia Code"), and the Internal Revenue Code of 1986, as amended (the "Code"), was held by Authority on September 12, 2019; and

WHEREAS, the Authority after such public hearing with respect to the Bonds adopted a resolution (the "Authority Resolution") with respect to the Bonds; and

WHEREAS, the Authority has recommended in the Authority Resolution that the Board of Supervisors (the "Board") of Fluvanna County, Virginia (the "County") take the actions set forth in this resolution, and further recommended that the Board of Albemarle County take certain actions; and

WHEREAS, Section 15.2-4906 of the Virginia Code provides that the governing body of the locality on behalf of which the bonds of the Authority are to be issued must approve or disapprove the financing of the facility as recommended by the Authority, within sixty (60) days of the public hearing held by the Authority; and

WHEREAS, the members of the Board constitute the highest elected governmental officials of the County; and

WHEREAS, a copy of the Authority Resolution, summaries of the comments made at the public hearing held by the Authority and a statement in the form prescribed by Section 15.2-4907 of the Virginia Code have been filed with the Clerk of the Board;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF FLUVANNA, VIRGINIA:

1. The Board approves the issuance of the Bonds by the Authority to the extent required by the Code and Sections 15.2-4905 and 15.2-4906 of the Virginia Code, subject to the prior satisfaction by the Authority and the Board of Albemarle County of all applicable requirements of the Code and the Virginia Code.

2. The Board acknowledges and consents to the Authority's designation of the Bonds as "qualified tax-exempt obligations" of the Authority for calendar year 2019 within the meaning of the provisions of Section 265(b)(3) of the Code.

3. The approval of the issuance of the Bonds, as required by the Code and Sections 15.2-4905 and 15.2-4906 of the Virginia Code, does not constitute an endorsement to a prospective purchaser of the Bonds of the creditworthiness of the Borrower or the project being financed and the Bonds shall provide that no political subdivision of the Commonwealth of Virginia, including the County, shall be obligated to pay the Bonds or the interest thereon or other costs incident thereto and neither the faith and credit nor the taxing power of the Commonwealth of Virginia or any political subdivision thereof, including the County, shall be pledged thereto.

4. The County, including its elected representatives, officers, employees and agents, shall not be liable and all such parties hereby disclaim all liability for any damage to the Borrower, direct or consequential, resulting from the Authority's failure to issue the Bonds for any reason.

5. This resolution shall take effect immediately upon its adoption.

Adopted on September 18, 2019, by the following vote:

<u>Board Members</u>	<u>Vote</u>
John M. Sheridan, Chair	AYE
Tony O' Brien, Vice Chair	ABSTAIN
Mozell H. Booker	ABSENT
Patricia B. Eager	AYE
Donald L. Weaver	AYE

TESTE:

Caitlin Solis
Clerk, Board of Supervisors of
the County of Fluvanna, Virginia



ORDINANCE NO. 19-A()

**AN ORDINANCE TO APPROVE A SECOND AMENDED AGREEMENT
TO OPERATE A JOINT CONVENTION AND VISITORS' BUREAU
BETWEEN THE COUNTY OF ALBEMARLE, VIRGINIA AND
THE CITY OF CHARLOTTESVILLE, VIRGINIA FOR
THE JOINT FUNDING AND OPERATION OF
THE CHARLOTTESVILLE-ALBEMARLE
CONVENTION AND VISITORS' BUREAU**

WHEREAS, the County and the City are each enabled by Virginia Code § 15.2-940 to “expend funds from the locally derived revenues of the locality for the purpose of promoting the resources and advantages of the locality”; and

WHEREAS, the County and the City are each enabled by Virginia Code § 15.2-1300 to jointly exercise the authority granted to them pursuant to Virginia Code § 15.2-940; and

WHEREAS, the County and the City most recently entered into an agreement for the joint funding and operation of the Charlottesville-Albemarle Convention and Visitors Bureau (“CACVB”) to promote the resources and advantages of the County and the City, and that agreement became effective July 1, 2018 (the “Agreement”); and

WHEREAS, on January 16, 2019, the Board approved an Amended Agreement to authorize two members of the Board of Supervisors and two members of the City Council to serve on the CACVB’s Executive Board and to eliminate the CACVB’s advisory Board; and

WHEREAS, the County and the City desire to further amend the Agreement to authorize the President of the Chamber of Commerce to serve on the CACVB Executive Board without term limits, to remove the Executive Director of the CACVB as a member of the Executive Board, and to exempt the CACVB from the County’s Procurement and Purchasing regulations to allow the purchase of alcoholic beverages for tourism-related promotional activities with executive officer approval.

NOW, THEREFORE, BE IT ORDAINED THAT the Second Amended Agreement is hereby approved, and that the County Executive is hereby authorized to execute the Second Amended Agreement on behalf of the County of Albemarle after it is approved as to form by the County Attorney.

This ordinance shall be effective immediately.

SECOND AMENDED AGREEMENT TO OPERATE A JOINT CONVENTION AND VISITORS' BUREAU

THIS AGREEMENT is entered into this 2ND day of October, 2019, by and between the County of Albemarle, Virginia (the "County") and the City of Charlottesville, Virginia (the "City"). This agreement may be referred to as the "CACVB Agreement" and "this Agreement." The County and the City may be referred to collectively as the "Parties."

RECITALS

- R-1** The County and the City are each enabled by Virginia Code § 15.2-940 to "expend funds from the locally derived revenues of the locality for the purpose of promoting the resources and advantages of the locality"; and
- R-2** The County is enabled by Virginia Code § 58.1-3819 to expend Transient Occupancy Taxes collected by it (amounts in excess of two percent of the total five percent authorized to be collected) solely for tourism and travel, marketing of tourism or initiatives that, as determined after consultation with tourism industry organizations, including representatives of lodging properties located in Albemarle County, attract travelers to the County, increase occupancy at lodging properties, and generate tourism revenues within the County; and
- R-3** The County and the City are each enabled by Virginia Code § 15.2-1300 to jointly exercise the authority granted to them pursuant to Virginia Code § 15.2-940, and they desire to enter into an agreement with one another to continue to jointly fund and operate the local convention and visitors' bureau; and
- R-4** The County and the City desire to promote the resources and advantages of the County and the City, and to do so through the Charlottesville-Albemarle Convention and Visitors' Bureau as provided in this Agreement.

STATEMENT OF AGREEMENT

The County and the City agree to the following:

1. Convention and Visitors' Bureau Established and Authorized.

The Charlottesville-Albemarle Convention and Visitors Bureau (the "CACVB") is re-established and re-authorized.

2. Purpose of the CACVB.

The purpose of the CACVB is to promote the resources and advantages of the County, the City, and the region pursuant to the terms and conditions of this Agreement, including marketing of tourism, as well as marketing of initiatives that: attract travelers to the City and County, increase lodging at properties located within the City and County, and generate tourism revenues within the City and County.

3. Organization of the CACVB.

The CACVB shall be organized to have an Executive Board, an Executive Director, and staff serving the CACVB.

- A. Executive Board.** An Executive Board is hereby established, and its composition and powers and duties are as follows:

- 1. Composition.** The Executive Board shall be composed of the following fifteen voting members:
 - a.** Two members of the County Board of Supervisors.
 - b.** Two members of the Charlottesville City Council.
 - c.** The County Executive or his designee.

- d. The Charlottesville City Manager or his designee.
 - e. The County Director of Economic Development or his designee.
 - f. The City Director of Economic Development or his designee.
 - g. The Executive Vice President of the University of Virginia or his designee.
 - h. One tourism industry organization representative appointed by the County Board of Supervisors as provided in Section 3(A)(2)(b).
 - i. One tourism industry organization representative appointed by the Charlottesville City Council as provided in Section 3(A)(2)(b).
 - j. One representative of the arts community jointly appointed by designated members of the County Board of Supervisors and the Charlottesville City Council as provided in Section 3(A)(2)(c).
 - k. One representative of the recreation community jointly appointed by designated members of the County Board of Supervisors and the Charlottesville City Council as provided in Section 3(A)(2)(c).
 - l. The President or Chief Executive Officer of the Charlottesville Regional Chamber of Commerce or designee.
 - m. The President or Chief Executive Officer of the Thomas Jefferson Foundation or his designee.
2. **Appointments to the Executive Board.** Appointments to the Executive Board shall be made as follows:
- a. **Appointment of Members of the County Board of Supervisors and the Charlottesville City Council; Alternates.** The members of the County Board of Supervisors and the Charlottesville City Council who serve on the Executive Board shall be appointed by their respective governing bodies for terms determined by the respective governing bodies. The County Board of Supervisors and the Charlottesville City Council may appoint alternates to attend any meeting(s) that the regular appointees cannot attend. An alternate attending a meeting in place of the regular member may vote on behalf of the Board or Council at any such meeting.
 - b. **Appointment of Representatives of Tourism Industry Organizations; Term.** The tourism industry representatives identified in Sections 3(A)(1)(h) and (i) shall be appointed by a majority vote of the members of the County Board of Supervisors or the Charlottesville City Council, respectively, present and voting. Each appointment shall be for a two-year term; no person serving under this appointment may be appointed to more than four consecutive two-year terms, exclusive of time served in the unexpired term of another.
 - c. **Appointment of Representatives of the Arts and Recreation Communities; Term.** The arts and recreation community representatives identified in Sections 3(A)(1)(j) and (k) shall be made by a majority of the four members of the County Board of Supervisors and the Charlottesville City Council appointed to the Executive Board. Each appointment shall be for a two-year term; no person serving under this appointment may be appointed to more than four consecutive two-year terms, exclusive of time served in the unexpired term of another.
3. **Powers and Duties of the Executive Board.** The Executive Board shall:
- a. **Adopt a Strategic Plan.** Adopt a strategic plan for the CACVB that is consistent with the purposes of the CACVB.

- b. **Adopt By-laws.** Adopt by-laws, which shall include procedures and rules for electing a chair, a vice-chair, the conduct of its meetings, and regulating the business of the Executive Board.
 - c. **Adopt Policies and Plans.** Adopt any policies or plans consistent with the purposes of the CACVB and that may provide direction to the CACVB.
 - d. **Marketing Strategies, Performance Measures, and Indicators.** Approve general marketing strategies and programs, and establish performance measures and indicators.
 - e. **Hold Meetings; Quorum; Voting.** Hold a regular meeting at least once every two months. Each meeting shall be conducted in compliance with the Virginia Freedom of Information Act (Virginia Code § 2.2-3700 *et seq.*). Eight voting members of the Executive Board physically present at the meeting constitute a quorum. The Executive Board shall act only by a majority vote of those voting members present and voting at a lawfully held meeting.
 - f. **Adopt a Budget.** Adopt a budget for the CACVB's operations and activities each fiscal year.
 - g. **Contracts.** Acting through its Executive Director, arrange or contract for (in the name of the CACVB) the furnishing by any person or company, public or private, of goods, services, privileges, works or facilities for and in connection with the scope of Section 2 of this Agreement and the administrative operations of the CACVB and its offices. The contracts may include any contracts for consulting services related to tourism marketing and to promoting the County, the City, and the region.
 - h. **Appoint the Executive Director; Performance; Termination.** Appoint the Executive Director, who shall serve at the pleasure of the Executive Board, and evaluate the Executive Director's performance each year. If the CACVB does not have an Executive Director or an interim Executive Director on July 1, 2018, until the Executive Board appoints an interim or permanent Executive Director, the County shall provide an employee currently on its payroll to serve as an interim Executive Director for the CACVB, commencing July 1, 2018 and continuing only until such time as the newly constituted Executive Board has appointed an interim or permanent Executive Director.
 - i. **Offices.** Provide regular staffed visitor services at one location within the City of Charlottesville and one location within the County of Albemarle. Additional locations may be approved by the Executive Board. The Executive Board shall approve the location and terms and conditions for purchasing or leasing any CACVB office(s), and may, by recorded vote or resolution, authorize the Executive Director to execute any required instrument pertaining thereto.
 - j. **Official Seal.** Establish and maintain an official seal, which may be altered at will, and to use it, or a facsimile of it, by impressing or affixing it, or in any other manner reproducing it.
4. **Attendance.** Members of the Executive Board or their designees are expected to attend all regular meetings of the Executive Board. The Executive Board may request the County Board of Supervisors or the Charlottesville City Council, as the case may be, to replace any Executive Board Member appointed by that body, or the designated members thereof, to replace any Member who is absent, or whose designee is absent, from more than three regular meetings during a calendar year.
- B. **Executive Director.** The position of Executive Director is hereby established. The powers and duties of the Executive Director are as follows:
- 1. **Promotion.** Promote the resources and advantages of the County, the City, and the region pursuant to the terms and conditions of this Agreement, the Strategic Plan, and other policies

and plans adopted by the Executive Board within the scope of Section 2 of this Agreement, subject to the following:

- a. **Services Provided Until Executive Board Directs Otherwise.** Beginning July 1, 2018, and until the Executive Board directs otherwise, the Executive Director and the persons hired to provide services for the CACVB shall provide the services identified in **Attachment A**, incorporated by reference herein.
 - b. **Services Identified by the Executive Board to be Provided.** When the Executive Board identifies different or additional services to be provided by the CACVB, the Executive Director and the persons hired to provide services for the CACVB shall provide those services. The different or additional services may include, but are not limited to, expanding destination packages focusing on the arts, wineries, breweries, and distilleries; promoting heritage and cultural tourism and including this area's African-American heritage; promoting agritourism; promoting outdoor recreational tourism for activities such as hiking, bicycling, kayaking, and canoeing; and developing and promoting events and activities related to the arts, local resources, and local businesses.
2. **Budgeting.** Recommend an annual budget to the Executive Board.
 3. **Contracting.** Execute contracts on behalf of the CACVB; perform the duties of purchasing officer on behalf of the Executive Committee, subject to compliance with Albemarle County procurement ordinances and procedures. The Executive Director shall procure all goods and services in compliance with the County's procurement laws and procedures, or may delegate procurement responsibilities to the County's purchasing agent. As an exception to the County's procurement laws and procedures, the Executive Director or the County's purchasing agent, if delegated procurement responsibilities under this section, may contract for or purchase alcoholic beverages for tourism-related promotional and appreciation events and familiarization tours with the advance written approval of (i) the Executive Board or (ii) the County Executive or (iii) the County Director of Finance/Chief Financial Officer.
 4. **Reports.** The Executive Director shall provide to the Executive Board any reports required by this Agreement or requested by the Executive Board.
 5. **Distribute the Budget and Provide a Balance Sheet.** The Executive Director shall provide the CACVB's adopted annual budget to the County and the City and a balance sheet showing the CACVB's revenues and expenditures for the prior fiscal year and the fund balance, if any, from the prior fiscal year. The budget and the balance sheet shall be provided by December 31 each year.
 6. **Employees.** The Executive Director shall recruit, hire, and manage persons to be employed to perform services for the CACVB, subject to Section 8 of this Agreement.

4. **Funding the CACVB.**

The CACVB shall be funded as follows:

- A. **Funding Cycle.** The County and the City agree to fund the activities and responsibilities of the CACVB during each Fiscal Year (July 1 through June 30 of each calendar year) in which this Agreement remains in effect, beginning with the Parties' Fiscal Year 2019.
- B. **Funding Levels.** Subject to Subsection 4(F), the County and the City shall provide funding for the CACVB in each Fiscal Year in an amount equal to 30 percent of its Transient Occupancy Tax revenues collected by it in the most recent Fiscal Year ("Actuals"). This specified percentage and obligation is based on, and specifically limited to, a Transient Occupancy Tax of five percent in each locality. If either the County or the City enacts a Transient Occupancy Tax greater than five percent, that Party's funding obligation under the formula in this subsection is not changed by the increase in

the tax rate for the Transient Occupancy Tax.

- C. **Payments to the Fiscal Agent.** Annual funding provided pursuant to Subsection 4(B) shall be delivered by the Party that is not the Fiscal Agent to the Party that is the Fiscal Agent in equal quarterly payments, payable on July 1, October 1, January 1, and April 1 each year, due upon receipt of an invoice from the Fiscal Agent.
 - D. **Budget.** The budget prepared and recommended by the Executive Director shall be presented to the Executive Board, and the recommended budget shall use the Actuals provided by the County and the City and referenced in Subsection 4(B), and any other revenue sources. Following receipt of a recommended budget from the Executive Director, the Executive Board shall take action to approve an annual budget, no later than May 1 each calendar year.
 - E. **Documenting Costs.** All costs incurred and expenditures made by the CACVB in the performance of its obligations under this Agreement shall be supported by payrolls, time records, invoices, purchase orders, contracts, or vouchers, and other documentation satisfactory to the County and the City, evidencing in proper detail the nature and propriety of the costs. Records shall be maintained in accordance with Virginia law. Upon request by either the County or the City, the Executive Director shall allow City or County officials to inspect the documentation and records pertaining in whole or in part to this Agreement, or the Executive Director may, if acceptable to the requesting party, provide reports summarizing information within CACVB's records.
 - F. **Appropriations.** Notwithstanding any other provisions of this Agreement, the County's and the City's obligation to fund the CACVB is expressly contingent upon the availability of public funds derived from Transient Occupancy Tax revenues and the annual appropriations of those funds thereof by the Parties. The City's appropriations of funds for the promotion and advertisement of the City are and shall be further subject to the provisions of Section 21 of the City's Charter.
5. **Permitted and Prohibited Uses of Funds, Goods, and Services by the CACVB.**

The CACVB shall expend revenues and use its funds, goods, and services only as follows:

- A. **Purposes for Which Tax Revenues May be Spent.** Revenues appropriated by the County and the City to the CACVB shall be expended only for the purposes for which their respective Transient Occupancy Tax revenues may be spent, as may be governed by state enabling legislation, the City's charter, and local ordinances.
- B. **Prohibited Use of Funds, Goods, and Services for Political Purposes.** The CACVB shall not expend its funds, use its materials or property, or provide services, either directly or indirectly, for any partisan political activity, to further the election of, or to defeat, any candidate for public office.

6. **Duration of this Agreement; Termination.**

This Agreement shall be effective as of October 2, 2019, and remain in effect until it is terminated by the Parties, or either of them, as follows:

- A. **Termination by One Party.** Either the County or the City may terminate this Agreement by giving at least six months' written notice to the other Party.
- B. **Termination by Mutual Agreement.** The County and the City may mutually agree to terminate this Agreement under any terms and conditions they agree to.
- C. **Termination by Non-appropriation.** If either the County or the City fails to appropriate funds in the amount required to support its obligations under this Agreement for a subsequent fiscal year, then this Agreement shall automatically terminate at the end of the then-current fiscal year.

7. Performance.

The performance of the CACVB shall be measured as follows:

- A. **Until New Performance Measures and Performance Indicators are Adopted.** From July 1, 2018, until the Executive Board adopts new performance measures and performance indicators, the CACVB shall:
 - 1. **Return on Investment.** Meet a return on investment ratio of 7:1 annually that is based on seven dollars of total direct visitor expenditures for every one dollar of funding provided to the CACVB by the County and the City pursuant to the formula in Attachment A.
 - 2. **Performance Measures.** Measure performance using the specific measures in Attachment A.
 - 3. **Performance Indicators.** Track the performance indicators identified in Attachment A.
- B. **Adopted Performance Measures and Performance Indicators.** When the Executive Board adopts a new required return on investment, new performance measures, and new requirements to track performance indicators, the CACVB shall meet and perform those new measures and requirements.
- C. **Audits.** The County and the City may, at their option, request an independent audit of the CACVB's books and records. The cost of the audit shall be shared equally by the County and the City.

8. Fiscal Agent Designation; Services.

The County and the City will provide the following fiscal services for the CACVB:

- A. **Fiscal Agent.** The County shall serve as Fiscal Agent for the CACVB. The Fiscal Agent shall be entitled to a fee of two percent of the Actuals referenced in Section 4(B) as compensation for acting as Fiscal Agent. This fee may be deducted from the Fiscal Agent's funding contribution pursuant to Section 4 each year.
- B. **Insurance.** The County will provide liability insurance coverage to the CACVB.
- C. **Legal Services.** The County Attorney shall provide legal services to the CACVB, provided that representation does not create a conflict of interest under any rules of professional responsibility or other ethical rules of conduct. In the event any such conflict arises, the County Attorney shall so advise the Executive Board, so that the Executive Board may make necessary arrangements to obtain legal services.
- D. **Other Services.** The County shall act as the CACVB's accounting and disbursing office; provide personnel administration services; maintain personnel and payroll records; provide information technology services; provide procurement services and maintain purchasing accounts and monthly statements; and contract for annual audits. Personnel administration shall include the matters referenced in paragraph E, following below.
- E. **Personnel Administration.** The employment of the Executive Director and any other persons hired to perform services for the CACVB are subject to the following:
 - 1. **County Employees.** Any Executive Director or other person hired on or after July 1, 2018 to perform services for the CACVB shall be hired as an employee within the County's personnel and payroll systems.
 - a. **Transition of Employees Hired Prior to July 1, 2018.** Effective January 1, 2019, or as soon thereafter as the County and the City have created and funded an Employee Transition

Plan, any person who was hired prior to July 1, 2018 to perform services for the CACVB shall be transitioned to become an employee of the County and shall be classified within the County's pay system and shall be paid in accordance with the County's payroll system and policies and its personnel policies. Until January 1, 2019, all such employees shall remain within the City's personnel/payroll system.

- b. **Pay and Benefits for Transitioning Employees.** Within their Employee Transition Plan, the City and the County shall provide benefits and funding, as necessary to assure, to the fullest extent practicable, that no employee will lose pay or retirement benefits as a result of making the transition from City to County employment. With respect to retirement benefits, it is the intention of the Parties to keep each person transitioning from City to County employment whole, and to ensure that they neither lose retirement credit for time employed nor monetary contributions made to the City's retirement plan.

2. **Duty Owed to Both the County and the City.** The Executive Director and any other persons hired to perform services for the CACVB owe a duty of good faith and trust to the CACVB itself as well as to both the County and the City as the localities which provide public funding for the CACVB.

9. Disposition of Property Upon Termination or Partial Termination.

Upon the expiration or earlier termination of this Agreement, all personal property of the CACVB shall be and remain the joint property of the County and the City for disposition, and the proceeds of disposition shall be pro-rated between the County and the City in accordance with the ratio of the amounts provided by each of them to the CACVB: (i) as capital contributions since 1979; and (ii) as contributions of operating funds during the 10 years preceding the date of termination, as compared with the aggregated contributions of the County and the City during that same 10-year period.

10. Liability.

Any liability for damages to third parties arising out of or in connection with the operations and activities of the CACVB and any persons employed to provide services for the CACVB shall be shared jointly by the County and the City, to the extent that any liability is not covered by funding within the CACVB's budget or liability insurance proceeds, and only to the extent that the County and the City may be held liable for damages under the laws of the Commonwealth of Virginia.

11. Miscellaneous.

- A. **Ownership of Materials; Copyright; Use.** Any materials, in any format, produced in whole or in part pursuant to this Agreement are subject to the following:

1. **Ownership.** The materials are jointly owned by the County and the City.
2. **Copyright.** The materials are copyrightable only by the County and the City. Neither the CACVB, the Executive Board, nor any of its members, the Executive Director, any CACVB employee, nor any other person or entity, within the United States or elsewhere, may copyright any materials, in any format, produced in whole or in part pursuant to this Agreement.
3. **Use.** The County and the City shall have unrestricted authority to publish, disclose, distribute and otherwise use, in whole or in part, any reports, data or other materials prepared by or for the CACVB pursuant to this Agreement.

- B. **Amendments.** This Agreement may be amended in writing as mutually agreed by the County and

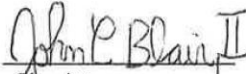
the City.

- C. **Assignment.** The CACVB shall not assign any interest in this Agreement and shall not transfer any interest in this Agreement, whether by assignment or novation, without the prior written consent of the County and the City.
- D. **Severability.** If any part of this Agreement is determined by a court of competent jurisdiction to be invalid or unenforceable, that determination shall not affect the validity or enforceability of any other part of this Agreement.
- E. **Entire Agreement.** This Agreement contains the entire agreement of the County and the City and supersedes any and all other prior or contemporaneous agreements or understandings, whether verbal or written, with respect to the matters that are the subject of this Agreement.
- F. **Applicable Law.** This Agreement shall be governed by and construed and enforced in accordance with the laws of the Commonwealth of Virginia.
- G. **Approval Required.** This Agreement shall not become effective or binding upon the County and the City until it is approved by ordinances of the Charlottesville City Council and the Albemarle County Board of Supervisors.

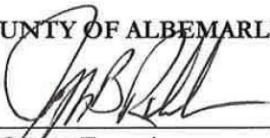
IN WITNESS WHEREOF, and as authorized by duly adopted ordinances of the Albemarle County Board of Supervisors and the Charlottesville City Council, the County and the City each hereby execute this Agreement as of the date first above written, by and through their respective authorized agents or officials:

CITY OF CHARLOTTESVILLE, VIRGINIA

By: 
City Manager

Approved as to Form: 
City Attorney

COUNTY OF ALBEMARLE, VIRGINIA

By: 
County Executive

Approved as to Form: 
County Attorney

Attachment A

A. Services

The CACVB shall perform the following services for the benefit of the County and the City in a satisfactory and proper manner, as they determine:

1. **Meeting Booking and Sales.** The CACVB shall respond to inquiries, provide information to the public, and as part of its convention marketing efforts, shall aggressively promote the bookings and sales of sites within the City and the County for regional, national, and international conventions, trade shows, and corporate meetings.
2. **Convention Services.** The CACVB shall provide customary convention services to those clients who have booked their convention or meeting through the CACVB. All other conventions or meetings will be serviced on an availability basis. The particular services to be provided depend upon the agreement between the CACVB and the meeting planner at the time of booking and other requests, which may be made in the course of servicing the convention or meeting. Customary convention services may include but are not limited to the following:
 - a. Assistance in promoting attendance.
 - b. Visitors guides and appropriate literature.
 - c. Shuttle bus coordination.
 - d. Attraction and itinerary scheduling.
 - e. Dining and restaurant scheduling.
 - f. Bonded registration.
 - g. Tourism information tables.
3. **Tourism.** The CACVB shall promote tourism within the County and the City. Strategies may include but are not limited to: visitor information services; attendance at industry and travel/trade, consumer, planner, hotel and attraction conferences and meetings; and responses to phone inquiries, advertising, public relations, promotions, and packaging. The CACVB will oversee the operation and maintenance of at least one visitor center within the City and at least one visitor center in the County.
4. **Reports.** The CACVB shall advise the County and the City advised of its activities and accomplishments, and shall deliver the following reports:
 - a. The CACVB shall provide to the Parties an annual marketing/operational plan ("Marketing Plan") submitted annually on or before December 31 each year, which includes at a minimum: situation analysis, measurable expected outcomes, data driven rationale for strategies, and budget reflecting strategies.
 - b. The CACVB shall provide to the Parties quarterly reports of the following: (i) program performance, including a comparison of the CACVB's performance during the quarter with the performance goals set forth in sections B, C and D; and (ii) tracking report of the performance measures listed in section C; and (iii) an expenditures report, accounting for dollars spent for marketing, promotion, publicity, and advertisement, shown by category. The quarterly performance reports shall be submitted to the Parties within 30 days after the end of each quarter that this Agreement is in effect.
 - c. On or before September 1 each year, the CACVB shall provide to the Parties an annual report of the outcome of the contract performance measures for the previous year. The Parties will review the annual

report no later than October 1 and determine compliance with the return on investment. The Parties will provide these findings to the CACVB.

- d. When requested by either or both Parties, the CACVB shall provide statements, records, reports, data, and any other information, pertaining to matters covered by this Agreement.

B. Calculating "Direct Visitor Expenditures"

The term "direct visitor expenditures" shall refer to the following sum:

Group room revenue

[(Group Room Nights Booked) x (ADR*)]

plus

[(# of delegates/visitors) x (# days spent in City/County) x (ADE**)]

\$ _____

Leisure inquiries (consumer and trade)

[(room nights generated) x (ADR*)]

plus

(# of visitors) x (# days spent in City/County) x (ADE**)]

\$ _____

Direct Visitor Expenditures

\$ _____

Off Season Adjustment

Add 20% to direct expenditures in off-season (off-season shall be November, December, January and February of each year).

\$ _____

Total Direct Visitor Expenditures

\$ _____

*ADR = Average Daily Rate (calculated annually by CACVB based on research)

**ADE = Average Daily Expenditure (excluding room rate) (calculated annually by CACVB, based on research, excluding room rate)

C. Performance Measures

Performance Measures shall be utilized to indicate the performance of the CACVB. These measures will be used to calculate the total economic expenditure for inclusion in the formula set forth within paragraph A, above:

Performance Measures	Tracking Mechanisms	Target
1. ROI (total direct expenditures ÷ \$ invested)	ROI Formula	7:1
2. Room nights booked for meeting groups	CACVB tracking, Through Sales Department Software programs	Determined by CACVB via marketing plan Supported by research/rationale
3. Group tour definite bookings	CACVB tracking	Determined by CACVB via marketing plan
4. Leisure inquiries converted (consumer and trade)	Conversion Analysis	
5. Destination awareness (trade and consumer)	Contract with outside resource	Supported by research/rationale
6. Coop Resources Raised (in kind, marketing, alliances)	CACVB tracking	Equal to 25% of total marketing budget
7. Media Coverage (scope, demographics, reach)	Clipping Service	Determined by CACVB

8. Overhead expenditures*	CACVB budget	Reduce by 5% annually toward goal of <30% of total budget
---------------------------	--------------	---

**calculations include Finance and Administrative divisions plus support costs for the Executive division*

D. Performance Indicators

CACVB will track certain performance indicators to monitor the performance of the local tourism industry, using the method described below.

Performance Indicators	Tracking Mechanisms
1. Economic Impact of Tourism (Annual basis)	Visitor Profile and VTC Statistics
2. Transient Occupancy Tax Collections	City and County Records
3. Occupancy	Smith Travel Research Reports
4. ADR	Smith Travel Research Reports
5. Length of Stay (Annual basis)	Visitor Profile
6. Per-Person expenditure (Annual basis)	Visitor Profile
7. Attraction Attendance	Compilation from Industry Records