

**Minutes
Windsor Town Council Work Session
Town Hall
March 30, 2021**

The Windsor Town Council met in a work session on March 30, 2021 at 6:00 p.m. by electronic participation and remotely. Mayor Willis called the meeting to order. Terry Whitehead, Town Clerk, recorded the minutes. William Saunders, IV, Town Manager, Cheryl McClanahan, Treasurer, and Fred Taylor, Town Attorney, participated electronically.

Council members present: Greg Willis
 Walter Bernacki
 Kelly Blankenship
 J. Randy Carr
 George Stubbs

Council member absent: Jake Redd

Mr. Saunders stated that this meeting is being held electronically and remotely pursuant to the declared state of emergency of the Commonwealth of Virginia, and the Town of Windsor, VA, in response to the COVID-19 pandemic, and to protect the public health, safety, and welfare of our Town Council members, Town staff and the general public.

Mr. Saunders added that this meeting is being held on the Zoom platform pursuant to Virginia Code section 2.2-3708.2(A)(3) and Windsor Town Code Section 9-1, and is necessary to continue the operations of government of the Town of Windsor, VA.

Notice of this meeting, its agenda, and supporting documents were posted for public review on the Town of Windsor, VA website.

Review/discuss Windsor Town Center Memorandum of Understanding

Mr. Saunders reported that for an extended period of time, the Windsor Town Center Memorandum of Understanding (MOU) has worked its way back and forth between Isle of Wight (IOW) County and Town of Windsor staff and the Windsor Town Center Advisory Board (WTCAB) with various iterations of the agreement developing over that time.

Mr. Saunders reviewed the two following primary differences between the latest iteration and the prior one:

1. Operations Costs (Utilities, supplies, and facility repairs and maintenance) The latest iteration of the MOU was amended by IOW County staff and primarily represents what is currently taking place in lieu of an agreement as it relates to the costs of operations, which is the Town carrying all operations costs; whereas, the previous one had the Town and County sharing operations costs 50/50. [The County currently contributes approximately \$50,000 annually to staffing the facility during the week and covering the activities of IOW Parks & Recreation.]

2. Capital Improvements The latest iteration of the MOU states that any capital improvement projects would be negotiated and agreed to in a separate agreement; whereas, the previous MOU stated that both parties would agree to the necessity of any capital improvement projects under that agreement.

Mr. Saunders explained that the WTCAB reviewed the previous version at their June 24, 2019 meeting and was agreeable to it. He said the latest iteration was reviewed by the WTCAB at their August 25, 2020 meeting, where there were several questions and concerns about what constituted a capital project. Primarily, would capital improvements only include improvements to the facility or would they include repairs and replacement of large systems such as a roof or HVAC system?

Mr. Saunders stated the latest MOU dated December 22, 2020 was enclosed for Council's review.

After reviewing the MOU, Council members expressed needing clarification on the following items:

- Define capital improvements and capital expenses/repairs, and specify what are shared expenses between the Town and the County.
- List and define specific operational costs that the Town is responsible for.
- Include statement to alleviate County staff booking events that would potentially allow for inequities between groups' fees between those booked by the Town and the County staff; further, where the Town may incur costs related to an individual booking that were not covered by those fees.
- Include language clarifying that Town staff will not be staffing Parks & Recreation events on weekends.
- Include language regarding County departments use of facility (Other than Parks & Recreation).

Mayor Willis said that he and Mr. Saunders plan to attend the Isle of Wight Board of Supervisors meeting scheduled for April 1, 2021 to discuss the items that Town Council would like to have clarified.

Windsor Town Center Roof Replacement Bids

Mr. Saunders reported that an Invitation for Bids for roof replacement at the Windsor Town Center (WTC) was posted on eVA, the Virginia Business Opportunities' website, and the Town of Windsor website on February 22, 2021. He said a non-mandatory pre-bid meeting was held at the Town Center on March 1, 2021, where four roofing contractors attended. Mr. Saunders stated that bids had a deadline of Noon on March 24, 2021, when a virtual, public bid opening was held via the Zoom platform.

Mr. Saunders said the bid opening was held at Noon on March 24, 2021 and five (5) bids were received for the roof work on the WTC. He said most came in lower than the engineer's estimate of \$300,000 and ranged from \$237,700 to \$333,701. Currently, research is being undertaken to determine if the lowest apparent bid is also the most responsive and responsible.

Mr. Saunders said the bid tabulation sheet and engineers estimate was attached for Council's review.

Joe Gilbert, Project Manager, reviewed the bids with Council and stated that Adelpia Contracting, Inc. was the lowest bidder, but it has not been determined at this time if they are the most responsive and responsible. He was asked to reach out to Adelpia Contracting, Inc. to determine why Allowance #1 - Repair Steel Deck with Steel Plates, \$50 SF, was significantly higher than the other bidders.

Mr. Taylor explained that the lump sum base bid determines the lowest bidder.

Councilwoman Blankenship requested that any costs that have already been incurred as part of the roof replacement project be presented to the Isle of Wight County Board of Supervisors as part of the cost sharing expenses.

Councilman Bernacki suggested that discussions take place regarding whether the Board would consider providing the funds for the project up front.

Mayor Willis said that he and Mr. Saunders will present the new project cost information to the Isle of Wight County Board of Supervisors at their April 1, 2021 meeting.

After further discussion, it was the consensus of Council to meet April 5, 2021 at 5:00 p.m., by Zoom format, to brief Council on the discussions that took place at the Isle of Wight County Board meeting regarding the Windsor Town Center Memorandum of Understanding and the Windsor Town Center roof replacement bids.

Councilman Stubbs made a motion to adjourn. Vice Mayor Greg Willis seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #1.

The meeting adjourned at 7:30 p.m.

Glyn Willis, Mayor

Terry Whitehead, Town Clerk

TOWN OF WINDSOR
 RECORD OF
 COUNCIL VOTES

Council Meeting Date March 30, 2021

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Jerry Whitehead, Clerk