

**Minutes
Windsor Town Council Meeting
Town Hall
January 10, 2023**

The Windsor Town Council met in a regular session on January 10, 2023 at 7:00 p.m. in the Council Chamber of the Windsor Town Hall, Windsor, Virginia. Mayor George Stubbs was present, and he called the meeting to order. He welcomed those who were present. Terry Whitehead, Town Clerk, recorded the minutes. William G. Saunders, IV, Town Manager, James Randolph, Planning & Zoning Administrator, and Cheryl McClanahan, Treasurer, were present.

Council members present: J. Randy Carr – Vice Mayor
David T. Adams
Walter Bernacki
Edward (Gibbie) Dowdy
Jake Redd

Councilman Redd led the Pledge of Allegiance.

Town Council Reorganization

Election of the Vice Mayor

Mayor Stubbs stated that with the resignation of Vice Mayor Willis effective December 31, 2022, election of a new Vice Mayor is required. He noted that Vice Mayor Willis resigned due to health issues.

Councilman Redd nominated Councilman Carr to serve as Vice Mayor. Councilman Dowdy seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #1.

Appointment of Councilmember to the Planning Commission

Mayor Stubbs said he has previously served as the Councilmember liaison to the Planning Commission. He explained that after being elected as Mayor, he has made the decision to step down from that position. Mayor Stubbs asked if a Councilmember would like to volunteer to fill the vacancy on the Planning Commission.

Councilmember Adams volunteered to serve as the Councilmember liaison to the Planning Commission. A vote was taken to appoint Councilman Adams to serve as the Councilmember liaison to the Planning Commission. Vice Mayor Carr seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #2.

Appointment of Councilmembers to the Windsor Town Center Advisory Board

Mayor Stubbs stated that the recent resignation of Vice Mayor Willis and Councilwoman Blankenship's term lapsing, have created two positions for the appointment of Councilmembers on the Windsor Town Center Advisory Board (WTCAB). He asked if any Councilmembers would like to volunteer to fill the two vacant seats on the WTCAB.

Councilman Adams and Councilman Dowdy volunteered to serve on the WTCAB. A vote was taken to appoint Councilman Adams and Councilman Dowdy to the WTCAB. Vice Mayor Carr seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #3.

Appointment to fill Vacancy on Town Council/Resolution for Petition of a Writ of Election

Mr. Saunders said certain actions are required following the resignation of a Councilmember.

Mr. Saunders said the resignation of Vice Mayor Willis has created a vacancy on the Town Council. He explained that Town Council is required to appoint a replacement within 45 days of the vacancy, which was December 31, 2022; a special election will be held at the general election in November 2023 to elect a candidate to fill the balance of the unexpired term. Mr. Saunders said this information is documented in the Town Charter and in the State Code as shown below:

Per § 3.10 of the Town Charter: ...A vacancy on the council shall be filled within 45 days by a majority vote of the remaining members. The person appointed by council shall hold office until the qualified voters fill the vacancy by special election pursuant to Article 6 (§ 24.2-225 et seq.) of Chapter 2 of Title 24.2 of the Code of Virginia (1950), and the person so elected has qualified.

Per § 24.2-228.A. of State Code: When a vacancy occurs in a local governing body or an elected school board, the remaining members of the body or board, respectively, within 45 days of the office becoming vacant, may appoint a qualified voter of the election district in which the vacancy occurred to fill the vacancy. If a majority of the remaining members of the body or board cannot agree, or do not act, the judges of the circuit court of the county or city may make the appointment. Notwithstanding any charter provisions to the contrary, the person so appointed shall hold office only until the qualified voters fill the vacancy by special election pursuant to § 24.2-682 and the person so elected has qualified. Any person so appointed shall hold office the same as an elected person and shall exercise all powers of the elected office.

Mr. Saunders added that the Town put out a call for cover letters and resumes for applicants who may be interested in filling the vacant position on Town Council. He said this will most likely be discussed later in closed session.

Mr. Saunders said due to the fact that the next scheduled general election is not in the last year of the unexpired term, the Town Council shall petition the circuit court for a special election. He said this special election should take place on the same date of the next general election, November 7th, 2023.

Mr. Saunders said that a resolution should be adopted to authorize the Town Attorney to petition the circuit court for a writ of election for the special election as shown in the State Code below:

Per § 24.2-226.A. of State Code: A vacancy in any elected local office, whether occurring when for any reason an officer-elect does not take office or occurring after an officer begins his term, shall be filled as provided by § 24.2-228 ... or unless provided

otherwise by statute or charter requiring special elections within the time limits provided in this title. The governing body ... shall, within 15 days of the occurrence of the vacancy, petition the circuit court to issue a writ of election to fill the vacancy as set forth in Article 5 (§ 24.2-681 et seq.) of Chapter 6. Either upon receipt of the petition or on its own motion, the court shall issue the writ ordering the election promptly and shall order the special election to be held on the date of the next general election in November ... However, if the governing body or the school board requests in its petition a different date for the election, the court shall order the special election be held on that date, so long as the date requested precedes the date of such next general election and complies with the provisions of § 24.2-682.

Mr. Saunders recommended that Town Council adopt the enclosed resolution for petition of special election.

Councilman Bernacki made a motion to adopt the resolution entitled: A Resolution to Authorize the Presentation of a Petition for Writ of Election to the Isle of Wight Circuit Court to Fill a Vacancy on the Windsor Town Council by Special Election on Nov.7, 2023. Councilman Dowdy seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #4.

Public Hearings

None

Delegations and Public Comments

None

Consent Agenda

Mayor Stubbs said the Consent Agenda consists of the minutes of the December 7, 2022 Council Work Session, minutes of the December 13, 2022 Council meeting, the Planning and Zoning report, and the Police Chief's report. He asked if there were any questions or comments regarding the Consent Agenda.

Mr. Saunders said it was noted by a Councilmember that the number of larcenies on the Windsor Police Department Monthly Incident Report Summary did not show on the service calls break-down page. He reported that it should show "1 Larceny from Vehicles" on the Windsor Calls for Service Break-Down Page report.

Vice Mayor Carr made a motion to adopt the Consent Agenda as amended. Councilman Redd seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #5.

Treasurer's Report

Ms. McClanahan reviewed the December 2022 Treasurer's report. She gave an update on collections for the month. She noted that reminder notices have been mailed out for personal property taxes.

Councilman Dowdy made a motion to approve the Treasurer's report. Councilman Adams seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #6.

Council Comments

Councilman Dowdy said he was approached by a citizen who would like to have the 25 MPH speed limit sign, located on Buckhorn Drive, moved back south closer to the curve for safety purposes. He explained that four new homes were built in that area, and motorists are not slowing down before they reach the new homes due to the location of the speed limit sign.

Mr. Saunders said he would reach out to VDOT regarding this issue.

Town Manager's Report

Capital Projects Update

Duke Street & Virginia Avenue Water Main Replacement

Mr. Saunders reported that the Duke Street and Virginia Avenue Water Main Replacement project was put out for rebid on January 4, 2023, with bids due by 2:00 pm on January 31, 2023, as directed by Council.

Council continued to discuss the rebid process and engineering matters.

Calendar of Events

Mr. Saunders stated that the January 2023 and February 2023 calendars are enclosed to include Town of Windsor and Isle of Wight County public meetings, as well as other pertinent information.

Mr. Saunders noted the Town Council work session scheduled for January 24, 2023 at 6:00 pm for the six month budget review.

2023 Town Council Meeting Schedule

Mr. Saunders reviewed the 2023 Town Council meeting schedule.

Purchasing Policy Review

Mr. Saunders stated that the Town of Windsor's purchasing policy is dated and in need of revision.

Mr. Saunders explained that while the Town of Windsor is exempt from many elements of the Virginia Public Procurement Act (VPPA) due to its population being under 3,500, it is still a framework that should be an aspirational goal. In that light, the VPPA was used as a guide, also used as reference were procurement policies from two other Virginia Towns with populations of 8,098 and 8,693.

Mr. Saunders said the current policy has become more restrictive over time due to increases in the Consumer Price Index, with the \$5,000 limit on administrative purchases at the time of its 1999 adoption, being comparable to over \$9,000 in today's dollars. Further, the current policy requires a formal Request for Proposals (RFP) or Invitation for Bid (IFB) at that same \$5,000 level.

Mr. Saunders said the current draft increases the administrative purchase level, but phases in administrative purchases with increased scrutiny as the purchase amounts increase; the highest levels requiring a Purchase Order, which must be signed off on by the Treasurer to ensure available funds in that line item and the Town Manager. He said the implementation of Purchase Orders is new to the Town of Windsor.

Mr. Saunders added that the proposed draft also increases the level of purchase requiring a formal RFP or IFB. He said the posting of RFPs and IFBs require much administration, which can be burdensome and costly for a small municipality; however, this increase does not preclude the initiation of a RFP or IFB for a smaller purchase if it would be advantageous to the Town.

Mr. Saunders said the draft purchasing policy and the current purchasing policy are enclosed for Council's review.

Mr. Saunders continued to review the Procurement Policy and Procedures. He said a vote will not be taken tonight, but he would like Council to review the document further, and let him know if there are any questions or comments that need addressing. He said with this being the first draft, Council may want to change some of the ranges and amounts.

Councilman Adams questioned if there is a particular form to fill out when a verbal quote is received.

Mr. Saunders said a form will be created.

Councilman Adams noted that the most recent Town purchases over \$5,000 were closer to \$8,000 and \$9,000. He asked how the \$20,000 spending limit was chosen.

Mr. Saunders explained that the \$20,000 limit was chosen because the \$5,000 limit in the current policy is comparable to \$10,000 in today's dollars. He said in this environment, he feels that \$10,000 is low.

Mr. Saunders added that Smithfield had a \$10,000 limit for decades and has recently revised their limit to \$20,000. He said if Council has concerns with the \$20,000 limit, he recommends reducing it to \$15,000.

Councilman Bernacki commented that he feels that the \$20,000 limit is justifiable in light of the emergency repairs needed to the well pump last year in the amount of approximately \$16,000.

Mr. Saunders added that the auditors recommended updating the purchasing policy.

Councilman Bernacki asked if we needed to include language in the revised purchasing policy that would allow the Town to address performance bonds.

Mr. Saunders said he would look into whether language is needed in the policy regarding performance bonds.

Draft FY2023-24 Budget Calendar

Mr. Saunders said as we start a new calendar year, we will begin the process of developing the Town's operating budget and CIP for the 2023-24 fiscal year. He noted that a draft budget calendar was attached.

Mr. Saunders said as you can see, there is a work session proposed for Tuesday, January 24, 2023 to review the 6 month budget report. He proposed a light meal at 5:30pm with presentations to begin at 6:00pm.

Mr. Saunders said to please let him know if there are any issues with the draft calendar, so he can provide a final calendar with the January 24, 2023 work session agenda packet.

Mr. Saunders reviewed the draft budget calendar.

Town Attorney's Report

None

Mayor's Report

None

Economic Development Authority (EDA)

None

Other Reports

None

Old or Unfinished Business

VML/VACO Finance Ordinance

Mr. Saunders reported that the Virginia Municipal League/Virginia Association of Counties (VML/VACO) Finance offers several financial services to local governments, which include investment pool funds, lease-purchase financing, as well as other financial and accounting services.

Mr. Saunders said as reviewed at prior meetings, the VML/VACO Finance investment pools (VIP) could be valuable to the Town of Windsor in the short and long terms with the recent increase in interest rates.

Mr. Saunders stated that in order to join the pool, an ordinance must be adopted by Town Council.

Mr. Saunders added that enclosed Council will find the VML/VACO Ordinance, the VIP Joinder Agreement, and the VIP Trust Agreement.

Mr. Saunders recommended that Council adopt the enclosed ordinance.

Councilman Adams asked if this ordinance would authorize the Town to participate in any of the investment options that were discussed by the VML/VACO investment advisor at the December 13, 2022 meeting.

Mr. Saunders said that entering into this agreement would allow the Town access to the VIP Stable NAV Liquidity Pool and the VIP 1-3 Year High Quality Bond Fund.

Councilman Bernacki made a motion to adopt the ordinance entitled: An Ordinance To Authorize Participation By The Town Of Windsor In The VACO/VML Virginia Investment Pool For The Purpose Of Investing In Accordance With Section 2.2-4501 *et seq.* And 15.2-1300 Of The Virginia Code. Vice Mayor Carr seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #7.

New Business

Budget Appropriation – digiTICKET System

Ms. McClanahan said on February 8, 2022, Town Council was briefed on the digiTICKET system. She said on April 12, 2022, Town Council approved a resolution appropriating \$29,449.16 from ARPA to fund the digiTICKET in FY22. Ms. McClanahan reported that in April 2022, a deposit of \$17,899.16 was paid towards the digiTICKET.

Ms. McClanahan stated that now, the balance of \$11,550.00 is to be paid as a second installment.

Ms. McClanahan recommended that Council adopt the enclosed resolution appropriating these funds.

After discussion, Vice Mayor Carr made a motion to adopt the resolution entitled: A Resolution Appropriating The Sum Of \$11,550.00 From The Unappropriated Fund Balance To The General Fund Operating Budget For Fiscal Year 2022-2023 For Police Technology Line Item. Councilman Dowdy seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #8.

Budget Appropriation –Christmas Drive Donations

Ms. McClanahan said as you are aware, each year our Police Department conducts a toy drive here in Windsor. She said the Police Department has received \$128.00 in donations to assist in this effort. As such, we must appropriate those donations so that they can be used to purchase toys for the toy drive.

Ms. McClanahan recommended that Council adopt the enclosed resolution appropriating these funds.

Councilman Adams made a motion to adopt the resolution entitled: A Resolution Appropriating The Sum Of \$128.00 In Funds Donated To The Town Of Windsor To The General Fund Of The Town Of Windsor's Operating Budget For Fiscal Year 2022-2023. Councilman Bernacki seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #9.

Quote in excess of \$5,000 – HVLS Ceiling Fan for Public Works Building

Mr. Saunders reported that nearing the end of the construction of the public works building, Councilman Bernacki recommended that we look into the installation of a high volume, low speed (HVLS) ceiling fan to decrease heating and cooling expenses and improve the comfort level in the shop.

Mr. Saunders said while researching costs, several electrical contractors have either not been interested in providing a quote for installation or have recommended that we use a manufacturer recommended installer. He said the two quotes enclosed are quoted with installation provided by contractors within the manufacturer's networks.

Mr. Saunders said he would be glad to explore other local installation options before using the manufacturer's installers, if they would be more favorable to the Town.

Mr. Saunders recommended that Council approve fan/installation and/or authorize the Town Manager to seek more favorable local installation.

Mr. Saunders stated that two quotes are enclosed for Council's review. He said there is a quote from AirMax, which is manufactured by Hunter. He reported that the AirMax fan is just under \$5,000 and \$3,300 for installation. He added that this fan can be delivered in approximately 10 days, and installation can be completed in approximately 3 weeks.

Mr. Saunders said the second quote is from MacroAir. He said this is the same manufacturer who installed the fans at Councilman Bernacki's fire station. He said this fan will cost \$4,800 and installation will be \$4,275.

Mr. Saunders said the fans can be purchased at the quoted price, and he can seek out installation that may be more advantageous to the Town by a local installer, which could be cheaper, if Council would like him to do so.

Councilman Bernacki explained to the new Council members that Council previously discussed having a high volume, low speed fan installed in the public works building before its completion. He said surplus funds from the project were earmarked for the purchase of the fan. He added that this fan will deliver a better comfort level for the employees; reducing the risk of heat exhaustion, and will save on energy costs over time. Councilman Bernacki said his fire house was built two years ago and two MacroAirs were installed, and they have already seen a significant reduction in heating and cooling costs.

Councilman Bernacki said Mr. Saunders has reached out to several local electricians regarding installation, and has not received any feedback.

Mr. Saunders said he was told by Airmax that the warranty would not be voided by going with a local installer, as questioned by Vice Mayor Carr. He said he's not sure about MacroAir's warranty, but they knew he was considering local installers.

After further discussion, Councilman Bernacki made a motion to purchase the MacroAir fan with installation provided by contractors within the manufacturer's network, unless the Town Manager finds a local mechanical contractor who can do the installation for

less. Councilman Redd seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #10.

Closed Session

Councilman Bernacki made a motion to go into closed session pursuant to Virginia Code Section 2.2-3711.A.1. Discussion and consideration of prospective candidates for appointment of specific public officers; 2.2.3711.A.3. Discussion or consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body; 2.2.3711.A.8. Consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel; and 2.2-3711.A.7. Consultation with legal counsel and briefings by staff members or consultants pertaining to actual or probable litigation, regarding the Windsor Police Department, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body. Councilman Adams seconded, and Council unanimously passed the motion as recorded on the attached chart as motion#11.

Councilman Bernacki made a motion pursuant to Virginia Code Section 2.2-3712, Subsection D, that Council discussed only public business matters lawfully exempted from open meeting requirements, and that Council heard, discussed, or considered only such business matters as were identified in the motion that Council passed to go into closed session. Councilman Dowdy seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #12.

Councilman Adams made a motion to appoint Marlin W. Sharp to Town Council. Councilman Bernacki seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #13.

Councilman Bernacki made a motion to adjourn. Councilman Dowdy seconded, and Council unanimously passed the motion as recorded on the attached chart as motion #14.

The meeting adjourned at 8:48 p.m.

George Stubbs, Mayor

Terry Whitehead, Town Clerk

TOWN OF WINDSOR
 RECORD OF
 COUNCIL VOTES

Council Meeting Date January 10, 2022

Motion #	Redd	Bernacki	Carr	Adams	Dowdy		Stubbs
1	Y	Y	Y	Y	Y		
2	Y	Y	Y	Y	Y		
3	Y	Y	Y	Y	Y		
4	X	Y	Y	Y	Y		
5	Y	Y	Y	Y	Y		
6	Y	Y	Y	Y	Y		
7	Y	Y	Y	Y	Y		
8	Y	Y	Y	Y	Y		
9	Y	Y	Y	Y	Y		
10	Y	Y	Y	Y	Y		
11	Y	Y	Y	Y	Y		
12	Y	Y	Y	Y	Y		
13	Y	X	Y	Y	Y		
14	Y	Y	Y	Y	Y		
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Jerry Whitehead, Clerk