

VIRGINIA:

At a joint recessed meeting of the Washington County Board of Supervisors and Abingdon Town Council held Monday, April 14, 2008, at 5:30 p.m., at the County Administration Building in Abingdon, Virginia the following were present:

PRESENT:**Board of Supervisors:**

Kenneth O. Reynolds, Chairman
Phillip B. McCall
Dulcie M. Mumpower
Odell Owens
Thomas G. Taylor

Mark K. Reeter, County Administrator
Christianne E. "Christy" Parker, Assistant County Administrator
Lucy E. Phillips, County Attorney
Naoma A. Norris, Recording Clerk

Abingdon Town Council:

Lois H. Humphreys, Mayor
Robert M. Howard, Vice Mayor
Dr. F. H. "French" Moore, Jr.
Edward B. Morgan
Cathy Castle Lowe

Greg Kelly, Town Manager
Debbie Icenhour, Assistant Town Attorney
Chris Johnson, Recreation Manager
Cecile M. Rosenbaum, Town Clerk

Others Present:

Dan Matthews, Chairman, Joint County/Town Sports Complex Steering Committee
Keith Owens, Vice Chairman, Joint County/Town Sports Complex Steering Committee
Eddie Icenhour, Member, Joint County/Town Sports Complex Steering Committee
Scott Wilson, Parent Representative

ABSENT:**Board of Supervisors:**

Jack R. McCrady, Jr., Vice Chairman
Paul O. Price

1. Call to Order

Board of Supervisors:

The meeting was called to order by Mr. Kenneth Reynolds, Chairman of the Board.

Abingdon Town Council:

Mayor Lois Humphreys called the Abingdon Town Council to order.

Ms. Humphreys stated that Mr. Gary Kimbrell, President, Main Street Program Board of Directors, was in attendance and would like to introduce the new director for the Main Street Program.

Mr. Kimbrell introduced Ms. Elizabeth Eskra, the new director for the Abingdon Main Street Program. Ms. Eskra commented that she was delighted to be selected for the position and looks forward to beginning the job.

Ms. Humphreys commented that this is an exciting time for the Town and County with the common goal being the children. She added that the concerns and decisions of both bodies should be directed to the children for now and into the future.

Mr. Reynolds commented it is anticipated that both bodies will make sound decisions and move forward in a positive direction with this project. He welcomed those in attendance that have worked on the joint sports complex project.

2. Approval of Agenda

Board of Supervisors:

Mr. Reeter noted that Jack McCrady is unable to attend the meeting. He explained that a memo from Mr. McCrady expressing his sentiments concerning the Joint Town/County Sports Complex project discussions has been provided to Council and Board members. Mr. Reeter added that the Board will adjourn this meeting.

On motion of Mr. Owens, second by Mrs. Mumpower, it was resolved to approve the agenda as presented.

The vote on this motion was as follows: (5-0)

<i>Mr. McCall</i>	<i>Aye</i>
<i>Mrs. Mumpower</i>	<i>Aye</i>
<i>Mr. Owens</i>	<i>Aye</i>
<i>Mr. Reynolds</i>	<i>Aye</i>
<i>Mr. Taylor</i>	<i>Aye</i>

Abingdon Town Council:

On motion of Ms. Lowe, second by Dr. Moore, it was resolved to approve the agenda as presented.

The roll call vote by the Town Council was:

<i>Mr. Morgan</i>	<i>Aye</i>
<i>Mrs. Lowe</i>	<i>Aye</i>
<i>Dr. Moore</i>	<i>Aye</i>
<i>Mayor Humphreys</i>	<i>Aye</i>
<i>Mr. Howard</i>	<i>Aye</i>

3. Review of Site for Joint County/Town Sports & Recreation Park Project:

a. Site Overview

Mr. Scott Wilson provided an overview of the site for the joint County/Town Sports Complex. Mr. Wilson explained that as a member of the parent volunteer group that he put together a preliminary sketch to determine the number of fields that could be created on the site. The preliminary sketch shows seven ballfields (200' foul line) and six soccer fields (300' foul lines). He added that the site work is not shown on the sketch at this time, but estimates approximately 200,000 cubic yards of earth will need to be removed.

Mr. Wilson noted that the sketch is preliminary and the actual layout of the sports complex does not have to look like the sketch. Once a design firm has been hired they can work to design a plan to optimize the site. He discussed the land swap issue explaining that property can be swapped with the adjacent land owner, Mac Clifton, if it is determined that portions of Mr. Clifton's property is more suitable for ballfields.

Discussions ensued.

b. Review of Site Environmental Assessment

Mr. Randy McQueen with Barge Waggoner Sumner & Cannon, Inc., presented the environmental assessment report conducted on the proposed County/Town Sports Complex site. Mr. McQueen reported the site was reviewed for potential problems with things such as waste disposal sites or underground storage sites. No issues were identified that are believed to be problematic. He explained however that within one mile of the site there is an industry classified as a hazardous material generator. Mr. McQueen added that copies of the environmental assessment report have been provided to the County Administrator.

Discussions ensued among the group. Mr. Morgan inquired about the archeological study and expressed concerns that a full archeological study was not completed. Mr. McQueen explained that the archeological study completed on the site was a cursory review. He further explained that two price quotes were received in regards to the archeological study, one for a cursory review and the second for a full phase archeological study, which is fairly expensive. Mr. McQueen added that it was his understanding at this phase of the project the cursory review archeological study was sought after. He stated that the archeological work completed was included in the environmental assessment report with a map that shows areas of the site that has the highest potential for an archeological find. Mr. Taylor agreed with Mr. Morgan and believes that a full archeological study should be completed. Mr. McQueen

explained that he would obtain cost estimates for a full archeological study and report back to both groups.

c. Review of Site Purchase-Sales Agreement

Ms. Phillips reviewed the site Purchase-Sales Agreement. She emphasized that this is a Purchase-Sales Agreement as opposed to an Option Agreement. The following is an overview of the highlights of the Purchase-Sales Agreement.

The Agreement states that the Town of Abingdon and Washington County have agreed to jointly acquire the property on a basis of equal ownership, subject to the final determination of apportionment of financial obligations between the jurisdictions. Ms. Phillips added that both jurisdictions adopted a joint Resolution that established and directed the Joint Town/County Sports Complex Steering Committee to come up with a recommendation concerning the apportionment of costs.

Paragraph 3 – Closing and Settlement. The Closing is scheduled for November 3, 2008, subject to any extensions as may arise by the terms of the Agreement or by subsequent written agreement between the parties. Ms. Phillips explained that the bulk of the planning should be completed by that date, as well as a decision on the apportionment of costs by both jurisdictions.

Paragraph 4 – Seller Expenses. The Seller has agreed to prepare a survey plat to identify the boundary of the property. Ms. Phillips stated this is significant because of the multiple parcels involved in the land purchase and the possible property exchange. She added that Mac Clifton has agreed to do an acre for acre land swap in order to maximize the space for the sports complex. This issue should be decided prior to the closing date.

Paragraph 7 - Default. In the event of a default by the Seller or Purchasers in the terms of this Agreement, the non-defaulting party shall have all remedies available to such a party, in law or in equity.

Paragraph 11 – Assignment. The Purchasers shall have the right to assign the rights and benefits of this Agreement to any party prior to Closing but no such right shall relieve the Purchasers of their obligations. Ms. Phillips explained that should both jurisdictions agree to establish an authority to oversee the property, the rights and benefits of this Agreement could be assigned to that authority.

Ms. Phillips explained that the remainder of the Agreement speaks to issues involving the existing leases of the hay field and the residential property located on the site. The Agreement further allows both jurisdictions access to the property for inspections of the property as long as the inspections do not interfere with the hay field and residences. Paragraph 20 speaks to the property exchange.

In conclusion of her review, Ms. Phillips explained that the Purchase-Sales Agreement includes contingencies. She explained that the Agreement states that an environmental inspection of the property was to be completed by the end of February. She added that the environmental assessment was completed and was satisfactory.

Ms. Phillips explained that the Resolution adopted by both jurisdictions outlines the responsibilities of the Joint Town/County Sports Complex Steering Committee, which include planning the scope, development, management, financing and apportionment of costs between the two jurisdictions and report to the governing bodies no later than August 31, 2008.

Discussions ensued among the group. Mr. Taylor inquired if the Agreement made mention to property being set aside for future road access. Ms. Phillips replied that it did not. Further discussions ensued

about this issue. Mr. Kelly explained that Johnston Memorial Hospital has interest in property being reserved for a future access road and may be willing to participate financially if all parties are in agreement to setting aside property that may be used by the hospital as an access road. Mr. Taylor commented that it would be beneficial to include property for an access road.

d. Review of October 24, 2007 Joint Resolution

Mr. Reeter briefly reviewed the joint Resolution adopted by both governing bodies on October 24, 2007. He explained that the Resolution established the Joint Town/County Sports Complex Steering Committee of which appointments have been made by both the Town and County. Mr. Dan Matthews was appointed to Chair the Committee and Mr. Keith Owens was appointed as Vice-Chair. Mr. Reeter further explained that the Resolution directs the Committee to undertake the planning the scope, management, financing and apportionment of costs between the two jurisdictions and report to the governing bodies no later than August 31, 2008. He added that at this point the August 31, 2008, deadline for the Committee making a report to both governing bodies may not be realistic.

Mr. Reeter explained that the Committee would like the Town and County to assist them with establishing parameters for their scope of work. They are primarily looking for assistance with issues pertaining to development of the sports complex and with the apportionment of costs. The Committee would like to have the input of the Town and County on the apportionment of costs.

Mr. Reeter explained that the Committee has issued a Request for Proposals for planning and design services for the sports complex. A mandatory pre-proposal submission conference is scheduled for 2:00 PM on Wednesday, April 16, 2008, in Conference Room 1 of the County Administration Building. He added that the Committee will meet on April 29, at which time they will receive copies of the proposals that were submitted and begin the review process and selection of a firm.

Discussions ensued.

4. Consideration and Discussion of Project-related Issues between Board of Supervisors and Town Council:
 - a. General Project Parameters
 - b. Ultimate Ownership and Management of Completed project
 - c. Financing of Site Acquisition Costs

Mr. Reeter reviewed the issues of the Board of Supervisors. They include project financing, the apportionment of costs and the management of the sports complex.

Mr. Kelly commented that the Boards issues are crucial issues. However, he does not believe that Town Council is ready to make decisions on these matters without first having the opportunity to discuss the issues among themselves now that they get a sense of the direction of the County. Mr. Kelly added that the ownership and management of the sports complex seems to be the two biggest issues that need to be resolved as soon as possible in order to move forward with the project.

Substantial discussions ensued among the group.

Mr. Morgan commented that an issue to be decided in the near future is which locality will pay for the design and planning services for the sports complex.

Mr. Reynolds proposed discussions on the cost sharing and financing for the purchase of the land.

Mr. Reeter explained that he has had discussions with Mr. Kelly about the Town borrowing the money for the County's portion of the purchase of the property on a multi-year obligation with the County making annual debt payments to the Town. This was proposed mainly because the Town has more flexibility with financing options. He added that this option seems to be the most expedient way to settle the issue of how to finance the purchase of the property. Financing issues pertaining to the development of the sports complex could be considered by the Steering Committee.

Mr. Reeter further explained that he discussed with Mr. Kelly the formation of a joint county/town park authority, which is permitted by State statute, to be legally charged with the ownership and operation of the sports complex facility. The proposed park authority would be comprised of appointments from the Town and County and would have authority to issue bonds for financing the development of the sports complex. Both the Town and County through debt service agreements or moral obligations would pledge to provide the authority with funding to pay the debt. If the Town borrows the money for the purchase of the property, this bond debt could be transferred to the proposed authority with possible consideration given to refinancing this debt with the debt for the development costs.

Mr. Kelly commented that there is a history in joint development projects giving the example of the Virginia Highlands Small Business Incubator. The Town facilitated the financing for this project, and the County through moral obligation pledged to pay their portion of the debt. He added that he believes the formation of a joint town/county park authority is a viable alternative. However, to get to the point of studying more thoroughly the formation of an authority, the issues of ownership and management need to be determined. Mr. Kelly explained if an authority is established to manage the sports complex, a decision would need to be made as to whether the Town or County would provide employees to the authority.

Mr. Kelly stated that he does not see the financing of the project being a big issue if there is an agreement between both governing bodies on the other aspects.

Mr. Reynolds inquired as to how soon a decision would need to be made about the formation of a joint town/county park authority. Mr. Reeter explained this is something that the Steering Committee could discuss. He added that before proceeding with development of the sports complex, the management and ownership structure needs to be established.

Mr. McCall commented that the Steering Committee would like to know if the Town wishes to have fields designated wholly for Abingdon Little League. Mr. Kelly explained that this decision should be made by the entity that is decided upon to manage the sports complex. He added that management should be able to handle the scheduling of the fields within the sports complex, and if Abingdon Little League needs additional fields the management could handle the request.

Mr. Owens explained that the management of the sports complex is very important particularly in the scheduling of games, umpires and other decisions that are necessary for an efficient operation. He further explained that if an authority were established and a manager hired to oversee the sports complex, that person could do a lot to assure that the operations are ran efficiently and to reduce any conflicts that might arise. Mr. Owens added that he does not think the sports complex can function efficiently without a good manager to handle scheduling issues.

Ms. Humphreys explained that the Town and County cannot handle the management of the sports complex. She added that there needs to be a manager to oversee the programs and handle the scheduling.

Discussions ensued among the group concerning the management of the sports complex facility. County Recreation Manager Keith Owens commented about the operations of the Washington County Recreation Department in regards to coordinating programs and scheduling fields.

Ms. Lowe inquired about the number of fields in the County, specifically in the Glade Spring and Damascus areas. She also inquired if softball was being played in Glade Spring. Discussions ensued concerning Ms. Lowe's inquiries. Mr. Keith Owens explained that various organizations are using fields in Glade Spring for softball. Church groups are allowed to use the fields for practice. Mr. Owens provided an overview of a small recreational park being developed in Damascus (Beaver Dam Park).

Mrs. Mumpower stated that a concept of the intent of the sports complex needs to be determined. She explained that citizens from her district want to know how the facility will be used (i.e. can an organization schedule tournaments) and when can the fields be used. Mrs. Mumpower added that she needs a better understanding of the concept of the facility in order to provide a better explanation to her constituents.

Lengthy discussions ensued among the group concerning the purpose of the sports complex and the use of the facility to host tournaments in order to generate revenue to help pay for the facility.

Ms. Lowe commented that after the discussions pertaining to the number of playing fields existing in the County that the sports complex does not seem large enough to accommodate all the needs.

Mrs. Mumpower explained that when the proposal was first made for the creation of a sports complex facility it was proposed out of the need for additional soccer fields. At that time, it was envisioned that the sports complex would be used to host tournaments.

Ms. Lowe expressed concerns about environmental issues and the archeological study. She commented the Town and County need to avoid a situation from occurring like what happened with the Barter Green Project in regards to an archeological study. Ms. Lowe added that both governing bodies need to make sure the property is suitable for the development of a sports complex.

Mr. Morgan read from Paragraph 5 of the Purchase Sales Agreement, which is the out clause and speaks to the completion of the environmental and archeological study. He explained that both governing bodies need to make sure everything is in order before the property is purchased. Mr. Morgan added that conducting a full archeological study should be a priority, and the other issues could be determined by the Steering Committee with a recommendation back to the Town and County.

Discussions ensued about a more in depth archeological study of the site.

Mr. Reeter explained that the Phase I assessment is an indicator in determining if a more in depth archeological study is needed. He further explained that the Phase I study makes no suggestions that a deeper study would be needed. This does not mean that both governing bodies should not proceed with a deeper archeological study. He added that he could start the process by obtaining cost estimates.

Mr. Taylor commented about the economic benefits the Town would receive from tournaments because of their meals and lodging taxes. In regards to the financing of the project, he added that the Town has more borrowing authority than the County.

Mr. Owens commented that the Town and County need to agree soon on the ownership and financial participation before the project goes much further.

Ms. Lowe referenced the memo provided by Supervisor Jack McCrady wherein it proposes the financial arrangement between the Town and the County should be 60% County and 40% Town. She asked if this is what the Board of Supervisors is ready to propose to the Town Council. It was consensus of the Board that this was not their proposal. Mrs. Mumpower explained that the figures suggested by Mr. McCrady were provided as an example. She added that the financial agreement between the Town and County should have already been established.

Mr. Morgan commented about Mr. McCrady's issue about fields for Abingdon Little League. He explained that if it is determined that the facility is primarily to be used for tournaments this would remove the issue of home field advantage for Abingdon Little League.

Mrs. Mumpower explained that from her conversations with Mr. McCrady, he would like Abingdon Little League to have fields developed separate from the fields within the sports complex. She added that the sports complex will have to generate revenue to help pay for the facility. This is an issue for the Steering Committee to consider. Mrs. Mumpower further commented that the financial arrangement between the Town and County needs to be resolved as soon as possible.

Mr. Owens explained that once the financial participation issues are resolved then the issue of establishing a joint town/county park authority needs to be resolved so the authority can proceed with hiring a manager. The manager could begin promoting the sports complex. He further explained that a good manager could sell the project and raise capital to pay for the complex. Mr. Owens added that most parks in the region have their fields or pools named after an individual or business that contributed to the costs of development. Also, the authority could decide how many fields that Abingdon Little League would have.

Ms. Humphreys stated that the Town and County need to make decisions on the financing and apportionment of costs and leave the other issues up to the management of the facility. She explained that the Town will recess this meeting and go directly into a worksession at Town Hall wherein issues and concerns that have arisen from this meeting will be discussed. Ms. Humphreys added that Mr. Kelly could possibly have the Town's recommendations ready to provide to the Board of Supervisors prior to their next meeting.

Further discussions ensued about the archeological study, the apportionment of costs and management issues.

Dr. Moore explained that as he recalls when the sports complex issue began the Abingdon Little League was running out of space and heard the County had funds to appropriate to build ball fields. When the Town approached the County for money, the County requested that that the Town and County join together to develop a sports complex. He commented that citizens of the Town of Abingdon are also citizens of Washington County. Dr. Moore talked about apportionment of the costs for the project and management issues. He added that the Town Recreation Department has staff that could certainly manage the sports complex and does not see why they could not be hired to manage the facility. Dr. Moore stated however that he is not against establishing a joint town/county park authority. He explained that girl's softball issues have not been discussed. Dr. Moore further explained that he knows people that are taking their girls over to Russell County to participate in softball.

Dr. Moore asked Town Recreation Manager Chris Johnson to provide remarks on how he foresees the sports complex to being managed.

Mr. Johnson explained that the Town of Abingdon built the Coomes Center. However, 66% of its patrons are County residents. All patrons whether they are Town or County residents have equal access to the facilities at the Coomes Center. He added that he foresees all organizations having equal access to the

sports complex at the appropriate time, and three fields should be set aside for tournament play. Mr. Johnson said he believes the operation of the sports complex facility would be simple if operated with the right spirit giving all organizations equal access.

Mrs. Mumpower commented that the County has not participated 100% in developing fields for other recreational programs in the County. She added that in conversations with Mr. McCrady, he has stated that the County should participate with providing money to build fields for Abingdon Little League. Mrs. Mumpower explained that the sports complex project is too large for the County to own its own.

Mr. Moore stated that both governing bodies are too far into the project not to finish, and further that costs to complete a full archeological study would be justified. He asked Mr. Wilson for an estimate on the costs for a full scale study. Mr. Wilson commented that it should not be very expensive.

After further discussions, Ms. Humphreys explained that she understands there are two main issues the Board would like to receive a recommendation on from the Town, which are a decision about a full phase archeological study and a recommendation on the percentage of financial participation.

d. Contracting of Professional Services for Project

Discussions ensued about which governing body would contract for professional services for the project. Mr. Kelly explained that Town Council would discuss this issue and send a recommendation to Mr. Reeter.

e. Other issues of Interest to Board or Council

Ms. Lowe asked the Steering Committee members present if there were other issues that need to be addressed by the Board of Supervisors and Town Council. Mr. Keith Owens expressed concern as to how much both governing bodies would be willing to pay for the development the sports complex.

Mr. Odell Owens inquired if the Steering Committee would make a recommendation on the property exchange. Mr. Reeter explained that the land exchange would be driven in part by the design of the land.

Further discussions ensued. It was decided that Mr. Kelly would communicate with Mr. Reeter to determine when another joint meeting needs to be scheduled.

5. Adjourn or Recess –Board of Supervisors

On motion of Mr. Owens, second by Mrs. Mumpower, it was resolved adjourn the meeting.

The vote on this motion was as follows: (5-0)

<i>Mr. McCall</i>	<i>Aye</i>
<i>Mrs. Mumpower</i>	<i>Aye</i>
<i>Mr. Owens</i>	<i>Aye</i>
<i>Mr. Reynolds</i>	<i>Aye</i>
<i>Mr. Taylor</i>	<i>Aye</i>

Adjourn or Recess – Abingdon Town Council

On motion of Mr. Howard, second by Ms. Lowe, it was resolved to recess the meeting and reconvene at the Abingdon Town Hall.

The vote on this motion was as follows: (5-0)

<i>Mr. Morgan</i>	<i>Aye</i>
<i>Mrs. Lowe</i>	<i>Aye</i>
<i>Dr. Moore</i>	<i>Aye</i>
<i>Mrs. Humphreys</i>	<i>Aye</i>
<i>Mr. Howard</i>	<i>Aye</i>

Prepared by:

Naoma A. Norris, Recording Clerk

Approved by the Washington County Board of Supervisors:

Kenneth O. Reynolds, Chairman