



# **CITY OF EMPORIA**

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**AGENDA**  
**EMPORIA CITY COUNCIL**  
*Regular Meeting*  
**TUESDAY, AUGUST 2, 2016 - 6:30 P.M.**

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**OPENING PRAYER**

**ROLL CALL**

**APPROVAL OF MINUTES**

July 19, 2016 ~ Regular Meeting

**APPROVAL OF AGENDA**

**AWARDS AND RECOGNITIONS**

**UNFINISHED BUSINESS**

16-34. Boards and Commission - Various Term Expirations

**NEW BUSINESS**

16-40. Police Station and City Hall Architectural and Engineering Evaluation

**PUBLIC COMMENT**

**CLOSED SESSION**

**MINUTES  
EMPORIA CITY COUNCIL  
CITY OF EMPORIA MUNICIPAL BUILDING  
July 19, 2016**

*Note to Reader: Although the printed agenda document for this City Council meeting is not part of these minutes, the agenda document provides background information on the items discussed by City Council during the meeting. A copy of the agenda document for this meeting may be obtained by contacting the Office of the City Clerk.*

Emporia City Council held a regular meeting on Tuesday, July 19, 2016 at 6:30 p.m. in the Council Chambers of the Municipal Building, located at 201 South Main Street, Emporia, Virginia. Mayor Mary L. Person presided over the meeting with Carolyn Carey, Council Member offering the invocation.

**ROLL CALL**

The following City Council members were present:

Councilman F. Woodrow Harris  
Councilman James E. Ewing, III  
Councilwoman Carolyn S. Carey  
Councilwoman L. Dale Temple  
Councilwoman Carol Mercer  
Councilwoman Doris T. White  
Councilwoman Deborah D. Lynch

Others present:

Mary L. Person, Mayor  
C. Butler Barrett, City Attorney  
Brian S. Thrower, City Manager  
Dr. Edwin C. Daley, Assistant City Manager  
Tessie S. Wilkins, City Clerk  
Joyce E. Prince, Commissioner of the Revenue  
Ken Ryals, Emergency Service Coordinator  
Ricky Pinksaw, Chief of Police

Absent:

**MINUTES APPROVAL**

Councilwoman Temple moved to approve the minutes from the Tuesday, June 21, 2016 Public Hearing and Regular meeting minutes as presented, seconded by Councilwoman Carey, which passed as follows:

Councilman F. Woodrow Harris                      aye

Councilman James E. Ewing	aye
Councilwoman Carolyn S. Carey	aye
Councilwoman Carol Mercer	aye
Councilwoman L. Dale Temple	aye
Councilwoman Doris T. White	aye
Councilwoman Deborah D. Lynch	aye

**APPROVAL OF BILLS**

A listing of the July 19, 2016 bills was presented to City Council members.

General Fund	\$	536,673.87
Utility Fund	\$	146,946.26

Councilwoman Carey moved to approve the July 19, 2016 bills as presented, seconded by Councilwoman Temple, which passed as follows:

Councilman F. Woodrow Harris	aye
Councilman James E. Ewing	aye
Councilwoman Carolyn S. Carey	aye
Councilwoman Carol Mercer	aye
Councilwoman L. Dale Temple	aye
Councilwoman Doris T. White	aye
Councilwoman Deborah D. Lynch	aye

**FINANCIAL AND TAX REPORTS**

Honorable W. S. Harris, Jr., City Treasurer provided his report to City Council members. There were no questions regarding his report.

Councilman Harris moved to approve that the names of all individuals owing delinquent taxes be submitted by the treasurer to the local newspaper for publishing with the understanding that those individuals who pay, prior to publishing, will have their names stricken from the list prior to submission. Councilwoman Temple seconded the motion, which passed as follows:

Councilman F. Woodrow Harris	aye
Councilman James E. Ewing	aye
Councilwoman Carolyn S. Carey	aye
Councilwoman Carol Mercer	aye
Councilwoman L. Dale Temple	aye
Councilwoman Doris T. White	aye
Councilwoman Deborah D. Lynch	aye

**COMMISSIONER OF THE REVENUE REPORT**

Honorable Joyce E. Prince, Commissioner of the Revenue provided her report to City Council members. There were no questions regarding her report.

**PERMIT AND INSPECTION REPORT**

Randy C. Pearce, Building/Fire Official provided his report to City Council members. There were no questions concerning his report.

**POLICE REPORT**

Ricky Pinksaw, Chief of Police provided his report to City Council members. There were no questions concerning his report.

**CITY SHERIFF REPORT**

Sam C. Brown, Sheriff provided his report to City Council members. There were no questions concerning his report.

**CITY ATTORNEY REPORT**

C. Butler Barrett, City Attorney had no matters to report to City Council members.

**AGENDA APPROVAL**

Councilwoman Temple moved to approve the agenda as presented, seconded by Councilwoman Mercer, which passed as follows:

Councilman F. Woodrow Harris	aye
Councilman James E. Ewing	aye
Councilwoman Carolyn S. Carey	aye
Councilwoman Carol Mercer	aye
Councilwoman L. Dale Temple	aye
Councilwoman Doris T. White	aye
Councilwoman Deborah D. Lynch	aye

**AWARDS AND RECOGNITIONS**

Mr. Thrower recognized two new City of Emporia employees Andrew Connell, Police Officer and Corey Phipps, Street Maintenance Worker to Council.

Mayor Person thanked Pastors Barbour, B. Allen, D. Allen and Threatt for the prayer vigil done for the community.

**UNFINISHED BUSINESS**

***16-34. Boards and Commission – Various Term Expirations***

Mayor Person asked if anyone wished to make a nomination concerning the Southside Virginia Education Center Board of Directors.

Mayor Person stated that with no nominations at this time, this item would be carried over to the August 2, 2016, Council meeting.

**NEW BUSINESS**

***16-36. Police Station and City Hall Architectural and Engineering Evaluation – Request to Prepare Construction Plan and Seek Bids***

Mr. Thrower stated that Baxter Bailey, representing Baxter Bailey & Associates, is in attendance to provide Council with an overview of the Police Station and City Hall Architectural and Engineering Evaluation. He also stated that the total estimated cost of building a new Police Station (option C) and a new City Hall (option C1) is approximately \$6,752,000.00. He further stated that the Police Station was estimated to cost \$2,252,000.00, and that the City Hall was estimated to cost \$4,500,000.00.

Mr. Thrower stated that the majority of the annual debt service needed to finance the construction of these buildings are already included in the approved FY17 Operating Budget and Capital Improvement Plan. He also stated that the staff anticipated utilizing USDA Rural Development to finance the improvements, should the City move forward. He further stated that Rural Development offered a 40-year term. He reported that the current interest rate was 2.75%. He also reported that the interest-only payments can be made for two years during the construction period.

He recommended that Council authorize him to prepare construction drawings for a new Police Station (option C) and City Hall (option C1) and to seek construction bids for both buildings. He stated that should Council authorize moving forward, that he anticipated having the bids back for consideration in spring/summer of 2017. He also stated that the construction of both buildings is estimated to take 18-24 months.

Mr. Baxter Bailey stated that the Emporia City Hall housed its administration functions in 10,871 sf presently, and needs to grow to 13,334 sf, for a growth factor of 23% in designated work spaces, in order to maintain an efficient level of service to the public. He also stated that the staff has been conservative in their administrative space and storage. He further stated that the facility which was built in 1975/1976 remains a comfortable and well maintained facility, but it can no longer meet its current and future needs.

Mr. Bailey stated that the deficiencies would only increase with time, thus planning/preparing for a timely enlargement/enhancement of these facilities will prove to be a good long-term strategy for the city.

Mr. Bailey reported that as he looked at the options provided in the Concept Studies and Budget/Task 3, there were several that addressed additions and renovations, and several that spoke to new construction on a new site. He also reported that of the options for renovations/additions; all three would require extensive renovations to the existing building with difficult and complicated additions to either the east or west side of the building. He further reported that each approach, in turn, raises questions of utility relocation (at great expense) on the east or flood plain proximity to the east. He stated that both approaches would affect the original appearance to the building, and either solution will leave the primary parking lot on a lower grade, limiting ADA accessibility if major site modifications are not undertaken. He also stated that the relative costs for the three options do not contrast favorably, with the projected cost of any new construction on a new site. He further stated that of the options that addresses new construction on a new site; found that the City has an ideal site for a governmental structure, namely a new City Hall, on the parcel which is directly across the street from the existing City Hall, known as the old Elementary School site. He stated that this site is on higher ground with

only a small portion within the flood plane. He also stated that this was now a City-owned property.

Mr. Bailey reported that the basic concept for new construction at this site has four variations. He also reported that using Option C/1 – the new structure would have approximately 14,000 sf of required administrative space, as well as a full basement and attic space for storage, mechanical, and growth, for a total of approximately 25,000 sf. He further reported that for Option C/2 – the building would be limited to the 14,000 sf of required administrative space. He stated that both option's C/1 and C/2 would permit the old Elementary School Auditorium to remain for possible future development and rehabilitation.

Mr. Bailey reported that a third Option C/3 is similar to option C/1 with 14,000 sf of required space and to the added advantage of a basement and attic; however, this option shows the old auditorium removed, and parking added on the south portion of the site. He also reported that the final Option C/4 is similar to C/2, limiting the new construction to 14,000 sf and without the advantage of a basement or attic. He further reported that this option also showed the old auditorium removed in the same manner.

Mr. Bailey stated that in general terms, the option for renovations is between \$1,900,000 to \$2,000,000.00 and the options for new construction on a new site run in the general range of \$3,400,000 to \$4,500,000. He also stated that if the City was to renovate, it would have a single structure of approximately 15,000 sf to 16,000 sf as the end product at the current site. He further stated that if the City were to build new, it would have an all new City Hall of 14,000 sf of structure and 10,000 sf, available for repurposing.

Mr. Bailey stated that considering all factors laid out in this report the team suggested Option C/1 as the best long-term solution, and value, for the City and citizens. He also stated that in taking Option C/1, the City would have an all new City Hall on east Main Street, thereby enhancing the main downtown/courthouse district; and, building a new City Hall that would serve long-term growth needs, well into the future at the same time, it could maintain the option to restore and rehabilitate the old-school auditorium. He further recommended Option C/1 as the first choice.

Mr. Bailey stated that in the same context, the Emporia Police Station was currently housed in some 8,115 sf with a determined need of 10,970 sf. indicating a growth factor of 35%. He also stated that the staff have been conservative in their requests. He further stated that the present facility in addition to being too small, is handicapped with various deficiencies throughout.

Mr. Bailey reported that the site was constrained with limited parking and poor vehicular circulation that raised safety issues; the second floor is not accessible from an ADA standpoint; the first floor and site have similar limitations; circulation and general layout within the building is poor, with all these factors affecting day to day operations. He also reported that the Police Station was in significant need of upgrade and enhancement, in order to maintain its effective operations and sprit-de-corps.

Mr. Bailey stated that the enhancement of the Police Station has been approached from tow vantage points, those being Option A – Renovations/Additions to the existing, coupled with the need for additional land acquisitions; alternatively, the prospect of building an all new facility (Option B and Option C) on City owned parcel known as the Belfield/Chamber Site. He

also stated that Option B and Option C were essentially the same, except that there are two variations having to do with site configuration, and location of the new building.

Mr. Bailey reported that from the onset, the team had not been in support of Option A – Renovations/Additions because of the need to expand the site; and the subsequent demolition of tax paying private property. He also reported that the availability of property, and unknown land cost, is a major concern. He further reported that when coupled with the difficulties of renovation of the existing first floor and the decommissioning of the second floor, all this collided to make for a very low ranking of this approach. He stated that the cost projection for Option A at \$1,960,000 compares with Option B at \$2,100,000 and Option C at \$2,250,000 very competitively. He also stated that Option A would provide a less than desirable solution and is at/near the cost of any new facility.

Mr. Bailey reported that both Options B and C, propose building a new facility on the City owned parcel; the only difference between the two is the configuration of the site and the placement of the building along Atlantic Street. He also reported that by selecting Option C, the site is greatly enhanced by the inclusion/purchase of the “Habitat” site which puts the full front orientation of the building directly on Atlantic Street, rather than Reese Street. He further reported that in supporting Option C, the City would have an all new state-of-the- arts Police Station on an east/west primary traffic corridor. He stated that this approach would use existing City owned land; enhance the adjacent general business district; leave a surplus lot for resale or future use; and it would do so at an overall cost competitive with the renovation costs anticipated for Option A.

Mr. Bailey reported that the Design Team supported Option C as the best long-term investment for the City and taxpayers.

Councilman Harris stated that he would like to have more discussion on the space needed and the cost break down before committing to nearly \$7 million. He also stated that the study should be discussed more to let the public know that the City is being diligent with the taxpayers’ dollars.

Mr. Ewing stated that he do agree that the upgrades needs to be done but it should be done carefully so citizens could be assured that it is being done in the right way. He also stated that Council needed to make sure that they are spending the money wisely and not rushing to make a decision. He further stated that more discussion is needed because everyone did not a have chance to review the comprehensive plans before voting.

Councilwoman Temple made a motion to approve the City Manager to prepare construction drawings for a new Police Station (option C) and City Hall (option C1) and to seek construction bids for both building, seconded by Councilwoman Carey which passed as follows:

Councilman F. Woodrow Harris	nay
Councilman James E. Ewing	nay
Councilwoman Carolyn S. Carey	aye
Councilwoman Carol Mercer	aye
Councilwoman L. Dale Temple	aye
Councilwoman Doris T. White	aye
Councilwoman Deborah D. Lynch	aye

It was the consensus of Council to further discuss the Police Station and City Hall Architectural in details at the August 2, 2016 Council meeting.

***16-37. Citizens United to Preserve the Training School (CUPTS) – Request by Council Member Harris***

Mr. Thrower stated that a representation from CUPTS was in attendance to update Council on the progress of this initiative.

Ms. Marva Dunn stated that Sadler & Whitehead Architects, PLC was preparing the construction design plans pro-bono. She also stated that it was scheduled to be ready by July 19, 2016, Mr. Whitehead informed them that he was running behind, and it will not be completed until the second week in August. She further stated that this service was being provided as a result of a referral from Storefront Design.

Ms. Dunn reported that the first direct mail campaign went out three weeks ago and to date pledges and contributions are \$14,365.00. She stated that CUPTS next fundraising was Gospel Concert scheduled for September 10, 2016 and a second direct mail. She also stated that CUPTS recruited two new member, Mrs. Ann Wrenn and Ms. Beverly Coleman to assist with fundraising.

Ms. Dunn reported that Mr. Frank Batts has agreed to do the brick work, paving and building of the outdoor stage for the park/garden venue. She also reported that his estimate to complete this work is \$150,000.00. He further reported that he had agreed to begin phase one of the projects as soon as CUPTS raises \$30,000.00.

Ms. Dunn reported that the second project would be to restore the small buildings that were bathrooms. She also reported that the building in the back of the brick structure is being converted into the park/garden area. She further reported that the building would be used to display historical artifacts, host cultural, educational and fun activities.

Ms. Dunn stated that the completion of the project will not only improve the appearance of the neighborhood, it will help to preserve history and attract people from outside the area to visit and use the facility for outdoor functions, bringing in revenue to the city.

***16-38. Architectural Compatibility Review – 137 E. Atlantic Street***

Mr. Thrower stated that Acres of Virginia, Inc., on behalf of Alleghany East Conference Corporation Seventh-Day Adventists, seeks architectural compatibility review approval to construct a 4,100 square foot church on the vacant lot located at 137 E. Atlantic Street (corner of E. Atlantic and Halifax Streets). He also stated that according to the plans, the church will have a brick veneer façade with a metal roof.

Mr. Thrower reported that Section 90-80 (k) of the City's Zoning Code requires the Planning Commission to review the proposal for architectural compatibility and forward its recommendation to City Council. He also reported that City Council was vested with final decision-making authority.

He recommended that Council approve the request. He stated that at its July 12, 2016, meeting the Planning Commission also voted (6 to 0) to recommend approval of the request.

Mr. Thomas Brook, Acres of Virginia stated that he was in attendance tonight to ask for an Architectural Compatibility Review for 137 E. Atlantic Street to construct a new church sanctuary.

Councilman Harris made a motion to approve the Architectural Compatibility Review at 137 E. Atlantic Street, seconded by Councilwoman Mercer, which passed as follows:

Councilman F. Woodrow Harris	aye
Councilman James E. Ewing	aye
Councilwoman Carolyn S. Carey	aye
Councilwoman Carol Mercer	aye
Councilwoman L. Dale Temple	aye
Councilwoman Doris T. White	aye
Councilwoman Deborah D. Lynch	aye

***16-39. VPI Extension Office – Introduction of Interns***

Mr. Thrower stated that Drexel Pierce and Nikki Norton with the Extension Office are in attendance to introduce you to their interns.

Mr. Drexel Pierce introduced 4-H interns Brittany Powell and Marissa Eastep to Council.

**PUBLIC COMMENT**

Mayor Person asked if anyone wished to bring a matter before City Council members adhering to the three-minute time limitation.

*Mrs. Annette Field, 610 Clay Street*, addressed Council asking why does the Postal Office have only one handicapped parking spot.

Mayor Person stated that she needed to contact the Postal office concerning this matter.

With there being no further comments to come before City Council, Mayor Person closed the public comment portion of the meeting.

**\*\*\*CLOSED SESSION\*\*\***

Councilman Ewing moved that Closed Session be entered for the purpose of discussing Virginia Code Sections § 2.2 3711 (A) (3) **A matter involving the acquisition of real property for public purposes because discussion in an open session would adversely affect our bargaining position and (A) (7) Legal matter requiring the advice of counsel and briefings by staff pertaining to City/County contractual issues**, seconded by Councilwoman Temple, which passed as follows:

Councilman F. Woodrow Harris	aye
Councilman James E. Ewing	aye
Councilwoman Carolyn S. Carey	aye
Councilwoman Carol Mercer	aye
Councilwoman L. Dale Temple	aye

Councilwoman Doris T. White            aye  
Councilwoman Deborah D. Lynch        aye

**\*\*\*Regular Session\*\*\***

Councilwoman Mercer moved that the meeting be returned to Regular Session. Councilwoman Temple seconded the motion, which passed as follows:

Councilman F. Woodrow Harris        aye  
Councilman James E. Ewing            aye  
Councilwoman Carolyn S. Carey       aye  
Councilwoman Carol Mercer           aye  
Councilwoman L. Dale Temple        aye  
Councilwoman Doris T. White        aye  
Councilwoman Deborah D. Lynch      aye

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**CERTIFICATION**

Councilwoman Mercer moved to certify the following:

1. only public business matters are lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act were discussed in the Closed Session to which this certification applies, and
2. only such public business matter as were identified in the motion by which the Closed Session was convened were heard, discussed, or considered by City Council.

Councilman F. Woodrow Harris        aye  
Councilman James E. Ewing            aye  
Councilwoman Carolyn S. Carey       aye  
Councilwoman Carol Mercer           aye  
Councilwoman L. Dale Temple        aye  
Councilwoman Doris T. White        aye  
Councilwoman Deborah D. Lynch      aye

**ADJOURNMENT**

With no further business to come before City Council, Mayor Person adjourned the meeting.

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Mary L. Person, Mayor

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Tessie S. Wilkins, CMC  
City Clerk



# CITY OF EMPORIA

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## MEMORANDUM

June 17, 2016

**TO:** The Honorable Mayor and City Council  
**FROM:** Brian S. Thrower, City Manager  
**SUBJECT:** Boards and Commission – Various Term Expirations  
**ITEM:** 16-34

The City of Emporia has several members on its Boards and Commissions whose terms will expire soon. As such, they are as follows:

*District 19 Community Services Board* - On June 30, 2016 Mrs. Sherry Saunders' three (3) year term on the District 19 Community Services Board will expire. Mrs. Saunders has indicated that she does wish to be considered for reappointment.

*Planning Commission* - On June 30, 2016 Mr. William C. Slate's four (4) year term on the Planning Commission will expire. Mr. Slate has indicated that he does wish to be considered for reappointment.

*Southside Virginia Education Center Board of Directors* - On July 1, 2016 Ms. Linda Stainback's four (4) year term on the Southside Virginia Education Center Board of Directors will expire. Ms. Stainback has indicated that she does not wish to be considered for reappointment.

**Recommendation:**

This information is provided to City Council for consideration.

**Attachment:**

*Bylaws*  
*Current Roster*

*BST/tsw*

SOUTHSIDE VIRGINIA EDUCATION CENTER  
BOARD OF DIRECTORS

**Term of Office: 4 Years**

*Board Created in 2006. Appointments/Change should be sent to Natalie Slate, Deputy County Administrator, County of Greensville, 1781 Greensville County Circle, Emporia, Virginia 23847*

Linda Stainback  
502 Meherrin Street  
Emporia, Virginia 23847  
(H) 434/634-3347

Business/Industry

07/01/2016

Peggy Jones  
321 Oak Hill Drive  
Emporia, Virginia 23847  
(H) 434/634-2639

Business/Industry

07/01/2019

L. Dale Temple  
615 Temple Avenue  
Emporia, Virginia 23847  
(C) 434/634-2804

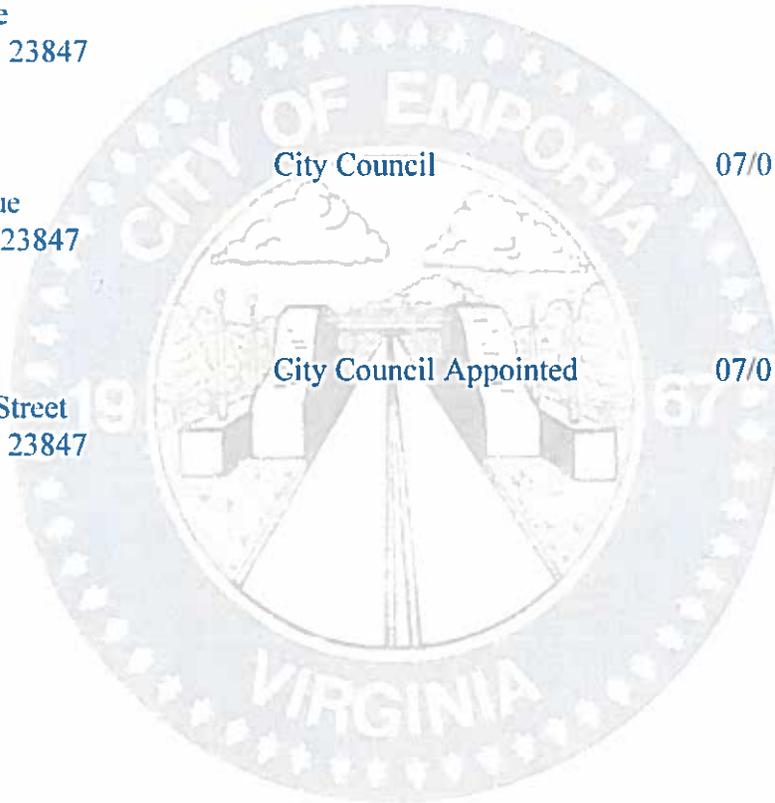
City Council

07/01/2019

Mary L. Person  
304 South Turner Street  
Emporia, Virginia 23847  
(H) 434/634-0380  
(W) 434/949-7820

City Council Appointed

07/01/2017



**AMENDED AND RESTATED BYLAWS OF  
SOUTHSIDE VIRGINIA EDUCATION CENTER**

ARTICLE I - NAME

The name of the corporation is Southside Virginia Education Center, and it is chartered under the laws of the Commonwealth of Virginia. The principal business office of the corporation shall be located at 1750 East Atlantic Street, Emporia, Virginia 23847, located in Greensville County, Virginia (“Greensville”).

ARTICLE II - CORPORATE SEAL

The corporation is not required to have a seal. Should the secretary of the corporation determine that a seal is desirable, the corporate seal of the corporation shall be circular and shall have the name of the corporation inscribed thereon, within and around the circumference. In the center shall be the word “SEAL.”

ARTICLE III - FISCAL YEAR

The fiscal year of the corporation shall be determined by the Board of Directors in its discretion, but in the absence of any such determination it shall be the calendar year. Greensville will be the fiscal agent of the corporation.

ARTICLE IV - DIRECTORS

Section 1. Duties - All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

Section 2. Qualification and Number – The Board of Directors shall consist of sixteen (16) individuals, who shall be appointed as hereinafter provided. Two (2) Directors shall currently be employed by Southside Virginia Community College, and shall be appointed by the President of Southside Virginia Community College. One of these two Directors shall be the Dean of Offcampus Instruction for Southside Virginia Community College. The other Director

shall be an administrator of Southside Virginia Community College and may be its President. One (1) Director shall currently be employed with the Virginia Employment Commission, and shall be appointed by the Manager of the local office of the Virginia Employment Commission for the region in which Greenville is located. One (1) Director shall be the person serving as the Regional Adult Education Program Planner for the Virginia Department of Education's Southside Programs for Adult and Continuing Education (SPACE). One (1) Director shall be a member of the Board of Supervisors of Greenville County, Virginia (the "Greenville Board of Supervisors") or an employee of Greenville, who shall be appointed by the Greenville Board of Supervisors. \*One (1) Director shall be a member of the City Council for the City of Emporia, Virginia (the "Emporia City Council") or an employee of the City of Emporia, Virginia ("Emporia"), who shall be appointed by the Mayor of Emporia with the advice and consent of the Emporia City Council. One (1) Director shall be a member of the Board of Supervisors of Sussex County, Virginia (the "Sussex Board of Supervisors") or an employee of Sussex County, Virginia ("Sussex"), who shall be appointed by the Sussex Board of Supervisors. One (1) Director shall be a member of the Board of Supervisors of Brunswick County, Virginia (the "Brunswick Board of Supervisors") or an employee of Brunswick County, Virginia ("Brunswick"), who shall be appointed by the Brunswick Board of Supervisors. Three (3) Directors shall be representatives of separate businesses or industries located in Greenville, Emporia, Sussex or Brunswick and shall be appointed by the Greenville Board of Supervisors. Three (3) Directors shall be representatives of separate businesses or industries located in Greenville, Emporia, Sussex or Brunswick and shall be appointed by the Mayor of Emporia with the advice and consent of the Emporia City Council. One (1) Director shall be an individual appointed by the School Board of Greenville County, Virginia. One (1) Director shall currently be employed by Longwood University, and shall be appointed by the President of Longwood University. No individual shall be named or elected as a Director without his or her prior consent. At the time a Director no longer meets the qualification requirements outlined above, such Director shall automatically vacate his or her position as a Director.

Section 3. Appointment of Directors - The initial Board of Directors shall be appointed as follows: three (3) Directors for a one-year term, including the representative of the Virginia Employment Commission, the Director of the Virginia Department of Education's SPACE

program, and the Dean of Offcampus Instruction for Southside Virginia Community College; four (4) Directors for a two-year term, including the other Southside Virginia Community College Administrator appointed by its president, two business and industry representatives appointed by the Mayor of Emporia and one business and industry representative appointed by the Greensville Board of Supervisors; three (3) Directors for a three-year term, including one business and industry representative appointed by the Mayor of Emporia and two business and industry representatives appointed by the Greensville Board of Supervisors; and four (4) Directors for a four-year term, including the Director who is either a member of the Greensville Board of Supervisors or an employee of Greensville and is appointed by the Greensville Board of Supervisors, the Director who is either a member of the Emporia City Council or an employee of Emporia and is appointed by the Mayor of Emporia, the Director who is either a member of the Sussex Board of Supervisors or an employee of Sussex and is appointed by the Sussex Board of Supervisors, and the Director who is either a member of the Brunswick Board of Supervisors or an employee of Brunswick and is appointed by the Brunswick Board of Supervisors. The members of the Board of Directors shall thereafter serve staggered four-year terms with no more than four (4) Directors' terms expiring in one year, with any Director serving on the Board of Directors, nevertheless, being removable at any time from the Board by the person, entity or body that appointed that Director, as noted in Article IV, Section 2 of these Bylaws. There is no limit to the number of terms a Director can serve. Appointments to the succeeding four-year terms will be made as noted in Article IV, Section 2, of these Bylaws.

Section 4. Vacancies - If a vacancy occurs on the Board of Directors, it shall be filled in the manner and by the entity noted for that seat of the Board of Directors in Article IV, Section 2 of these Bylaws, and the individual appointed shall serve for the remainder of the unexpired term.

Section 5. Compensation - The members of the Board of Directors of the corporation shall receive no compensation for their services as such but may be reimbursed for all expenses incurred by Directors on behalf of the corporation.

## ARTICLE V - DIRECTORS MEETINGS

Section 1. Meetings - Regular meetings of the Board of Directors shall be held as the board shall fix at the first meeting held after July 1 of each year, with that meeting being designated the Annual Meeting for the purpose of electing officers and conducting other business as may properly come before such meeting. Special meetings of the Board of Directors may be called by the Chairman of the Board of Directors or by any four Directors.

Any or all Directors may participate in a regular or special meeting, or conduct the meeting through the use of, any means of communication permitted by law. A Director participating in the meeting by any such permitted means of communication is deemed to be present in person at the meeting.

Section 2. Action Without Meeting - Action required or permitted to be taken at a Board of Directors meeting may be taken without a meeting, when permitted by the laws of the Commonwealth of Virginia, if the action is taken by all members of the Board of Directors. The action shall be evidenced by one or more written consents stating the action taken and signed by each Director and included in the minutes or filed with the corporate records reflecting the action taken. Action taken is effective when the last Director signs the consent unless the consent specifies a different effective date, in which event the action taken is effective as of the date specified therein provided the consent states the date of execution by each Director. A consent so signed has the effect of a meeting vote and may be described as such in any document.

Section 3. Notice - Regular meetings of the Board of Directors shall be held upon notice of the date, time and place of the meeting, which shall be mailed to each Director at least three days, or telecopied at least two days, prior to the date of the meeting.

Special meetings of the Board of Directors shall be held upon notice of the date, time, place and purpose or purposes of the meeting being given at least 24 hours before the time fixed for the meeting.

Section 4. Waiver of Notice - A Director may waive any required notice before or after the date and time stated in the notice, and such waiver shall be the equivalent to the giving

of such notice. The waiver shall be in writing, signed by the Director entitled to the notice, and filed with the minutes or corporate records.

A Director's attendance at or participation in a meeting waives any required notice to him or her of the meeting unless the Director at the beginning of the meeting or promptly upon his or her arrival objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Section 5. Quorum and Voting - A quorum of the Board of Directors consists of one-third (1/3) of the Directors. If a quorum is present when a vote is taken, the affirmative vote of a majority of the Directors present is the act of the Board of Directors.

Section 6. Attendance - If a member of the Board of Directors misses more than three (3) consecutive meetings without providing a justification for his continued absence to the Chairman of the Board of Directors, the Board may declare that seat on the Board vacant, which shall then be filled, as provided in Article IV, Section 4 of these Bylaws.

Section 7. Committees - The Board of Directors may create one or more committees and appoint members of the Board of Directors to serve on them. Any such committee may exercise all corporate authority delegated to it by the Board of Directors except as limited by law.

## ARTICLE VI - OFFICERS

Section 1. Required Officers - The corporation shall have a President and Chief Executive Officer, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. If the President elected by the Board of Directors is a member of the Board of Directors, he shall also be Chairman of the Board of Directors. If the President is not a member of the Board of Directors, then the Board of Directors shall elect one of its members as Chairman of the Board of Directors. If there is a vacancy in the Chairmanship of the Board of Directors and the President is not a member of the Board of Directors, the Board of Directors shall meet as soon as reasonably possible and elect a new Chairman. The Board of Directors may elect such other officers with such duties and responsibilities as it may deem proper. The

Secretary shall have responsibility for preparing and maintaining custody of minutes of the Board of Directors meetings and for authenticating records of the corporation. The same individual may simultaneously hold more than one office.

Section 2. Removal - The Board of Directors may remove any officer at any time with or without cause.

Section 3. Bonds - The Board of Directors may require that any or all officers, agents, and employees of the corporation give bond to the corporation, with sufficient sureties, conditioned on the faithful performance of the duties of their respective offices or positions, and that they comply with such other conditions as from time to time may be required by the Board of Directors.

ARTICLE VII - AMENDMENTS

Section 1. Amendment of Bylaws by Directors - These bylaws may be amended by the Board of Directors, except as otherwise provided by law.

Section 2. Legislative Amendment - In the event that any portion of these bylaws is subsequently rendered invalid by an act of the General Assembly of Virginia, those portions hereof which are not affected by such legislation shall remain in full force and effect until and unless altered or repealed in accordance with the terms hereof.

ARTICLE VIII - EFFECTIVE DATE

These bylaws shall become effective upon their adoption at a meeting of the Board of Directors called for such purpose.

*Effective:* \_\_\_\_\_, 2012



# **CITY OF EMPORIA**

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## **Memorandum**

July 29, 2016

**TO:** The Honorable Mayor and City Council

**FROM:** Brian S. Thrower, City Manager *BST*

**SUBJECT:** Police Station and City Hall Architectural and Engineering Evaluation

**ITEM #:** 16-40

Per your request, Baxter Bailey is in attendance to further discuss the Police Station and City Hall Architectural and Engineering Evaluation. At your July 19, 2016 meeting you authorized staff to prepare construction drawings for a new Police Station (option C) and City Hall (option C1) and to seek construction bids for both buildings. I anticipate having bids back for your consideration in spring/summer of 2017. Construction of both buildings is estimated to take 18-24 months.