

Informational Agenda for the next meeting of BVU Authority Board

The meeting will start at 11:00 a.m. on December 7, 2017 at the following location:

BVU Administrative Building
Designated Conference Room
15022 Lee Highway
Bristol, Virginia 24202

The BVU Authority Board of Directors will hold a meeting at the above time and place to consider the proposed matters listed below and any other matter added. A meal will be provided to official attendees. The public is invited to attend.

1. The Chair will call the meeting to order and determine a quorum is present.
2. The Chair will lead the meeting in opening ceremonies:
 - a. Moment of Reflection
 - b. Pledge of Allegiance to the United States of America
3. The Chair will recognize members of the public that wish to address the board. (There is a three minute time limit that may be extended with consent of the Chair).
- *4. The Chair will request a motion to adopt a meeting agenda:
 - a. The Chair will ask members and/or CEO if they have any motions to add, delete, or revise items on the informational agenda.
 - *b. The Chair will conduct a separate roll call vote to formally adopt or reject each motion.
 - *c. The Chair will conduct a roll call vote to formally adopt the proposed agenda to include any approved motions to add, delete, or revise.
5. The CEO will review upcoming events/calendar.
- *6. The Chair will ask for a motion to approve the following minutes:
 - *a. October 26, 2017 regular board meeting.
7. Conflict of Interest Training.
 - a. The General Counsel will provide annual training to board members and management team on the State and Local Government Conflicts of Interest Act (Virginia Code §15.2-7205.C).
 - b. The CEO, General Counsel, and Board Secretary will review the annual conflict of interest form and filing requirements.

8. The CEO will provide an update on wastewater system.
- *9. The CEO will review a proposed contract amendment to the 2006 TVA Power Contract. The amendment grants authority to TVA to regulate rules and rates related to Utility Pole Attachments. The Chair will ask for a motion to approve the amendment. If moved, the Chair will conduct a roll call vote.
10. The General Counsel and CEO will provide an update on Sunset Transaction.
11. Closed Meeting. The Chair will request a motion and conduct a roll call vote to go into closed meeting. In order to have a closed meeting, a majority of the Board members present must determine that a closed meeting is authorized under Virginia Code.
 - a. The subject of the closed meeting is to discuss:
 - i. Proposed Terms of Local Cable Television Retransmission Agreements (Draft)
 - ii. Proposed Terms of Tobacco Commission Claw-back Agreement (Draft)
 - iii. Proposed Terms of EDA Claw-back Agreement (Draft)
 - iv. Proposed Master Service Agreement, Transition Services Agreement, and Essential Services License Agreement, and Lease Agreement related to Sunset Transaction (Draft)
 - v. CablePlus Litigation Update
 - b. The closed meeting is authorized for this subject under Virginia Code §2.2-3711.

“A. Public Bodies may hold closed meetings only for the following purposes:

7. Consultation with legal counsel and briefings by staff members or consultants pertaining to actual or **probable litigation**, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body; and consultation with legal counsel employed or **retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel**. For the purposes of this subdivision, “probable litigation” means litigation that has been specifically threatened or on which the public body or its legal counsel has a reasonable basis to believe will be commenced by or against a known party. Nothing in this subdivision shall be construed to permit the closure of a meeting merely because an attorney representing the public body is in attendance or is consulted on a matter.

29. Discussion of the award of a public contract involving the expenditure of public funds, including interviews of bidders or offerors, and discussion of the terms or scope of such contract, where

discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body.

c. If the board votes for a closed meeting, it will begin after non-attendees have left the conference room.

d. The board will return to an open meeting after the public has been invited to return to the conference room.

12. Upon return to the open meeting, the Chair will state that he believes the Board has complied with the closed meeting requirements of Virginia Code §2.2-3711 and 3712 and that no additional subjects were discussed. He will then read the following closed meeting certification statement:

Virginia Code §2.2-3712.D. The members:

certifying that to the best of each member's knowledge (i) only public business matters lawfully exempted from open meeting requirements under this chapter and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting by the public body.”

Any member of the public body who believes that there was a departure from the requirements of clauses (i) and (ii), shall so state prior to the vote, indicating the substance of the departure that, in his judgment, has taken place. The statement shall be recorded in the minutes of the public body.”

*13. The Chair will request a motion and conduct a roll call vote on the closed meeting certification required under Virginia Code §2.2-3712.D.

*14. The Chair will request a motion and conduct a roll call vote to authorize a cable rate increase effective February 1, 2018.

15. The Chair will adjourn the meeting for the Holiday Meal and Employee Service Awards. This is notice of attendance that two or more board members will attend the employee holiday meal. No formal board action will take place during the meal.

*Board Vote Required

The next board meeting is scheduled for 12:00 p.m. on January 25, 2018. For more information, please contact Donna Biggs, BVU Board's secretary, at (276) 669-4112. Please note that BVU attempts to either record or videotape all open sessions of BVU board meetings. The videotapes are uploaded to www.youtube.com and are available for members of the public to view.