



**RAPIDAN SERVICE AUTHORITY
BOARD OF MEMBERS AGENDA
16-Apr-26**

	<u>PAGE</u>
1 CALL TO ORDER BY CHAIRMAN, MARK JOHNSON	
2 PLEDGE OF ALLEGIANCE	
3 ADOPTION OF AGENDA	
4 APPROVAL OF MINUTES - March 19, 2026	1-3
5 OLD BUSINESS	
6 NEW BUSINESS	
A. PUBLIC COMMENT	
B. CUSTOMER REQUESTS	
C. COMMENTS FROM THE BOARD	
D. PPEA POLICY	4-13
E. TERM CONTRACTS FOR ENGINEERING SERVICES	14
F. GENERAL MANAGER REPORT	15
G. ATTORNEY REPORT	
H. CLOSED SESSION	

**NOTE: MEETING TO BE HELD AT THE MADISON COUNTY ADMINISTRATION AT 2:00 PM.
414 N. MAIN STREET, MADISON, VA 22727**

TO VIEW THE MEETING VIRTUALLY, VISIT

<https://www.youtube.com/live/BMXdmQEzbD4>

A regular meeting of the Board of Members of Rapidan Service Authority was held on March 19, 2026, at the Orange County Public Safety Building, Orange, VA.

A quorum was present, and the meeting was called to order at 2:00 p.m., followed by the Pledge of Allegiance.

Present:	Members:	Coppage, Davies, Elliott, Johnson, Marshall
	Staff:	G.M. Clemons, Asst. G.M. Jarrell, MFAS. Franchuck, Nolan Carney
	Attorney:	Stefan Calos
	Guests:	None

The agenda for the meeting was adopted on a motion by Coppage, seconded by Marshall, and passed on a unanimous voice vote.

In preparation for ratifying the minutes from the February 19, 2026 Board meeting and the March 3 Board retreat, G.M. Clemons indicated that Mr. Nicol's name was misspelled in the draft copy of the March 3 minutes and the error would be corrected. Both sets of minutes were then approved on a motion by Coppage, seconded by Davies, and passed unanimously on a voice vote.

There was no old business, public comment, customer requests, or Board comment.

G.M. Clemons then presented a resolution to add Natalya Franchuck, Manager of Financial and Administrative Services, and David Jarrell, Assistant General Manager, to the current list of Timothy Clemons, General Manager, and Cindy Breeden, as Accountant, of those authorized to open accounts with financial institutions and perform financial transactions on RSA's behalf. On a motion by Elliott, seconded by Coppage, the proposal passed unanimously on a roll call vote.

On a motion by Davies, seconded by Marshall, the Board then adopted the attached Schedule of Proposed Rates as the preliminary schedule of rates to be applied if and when the Town of Gordonsville sewer customers become RSA directly billed customers. The preliminary schedule will be presented at a public hearing and will be put into effect either as originally presented or as amended should the Town of Gordonsville sewer customers become customers of RSA. G.M. Clemons suggested that the proposed schedule should be appropriate for the first year and that the Board could revisit the issue if in the future if necessary. The motion passed unanimously on a roll call vote.

G.M. Clemons then presented a proposal to reduce the wholesale water rate for sales from RSA to the Town of Gordonsville from \$8.28 to \$8.03 per 1000 gallons for FY 2026. The amount of the reduction is the same that RSA is receiving from the Town of Orange. The Chair pointed out that, in some years, the rate adjustment between RSA and the Town of Gordonsville may not necessarily parallel the rate adjustment between the Town of Orange and RSA. On a motion by Davies, seconded by Coppage, the proposal passed on a unanimous voice vote.

G.M. Clemons noted that RSA had once again been presented with a certificate for Excellence in Financial Reporting for its annual comprehensive financial report for 2024. He indicated that this was the 41st consecutive year that RSA had been recognized in this manner.

G.M. Clemons informed the Board that at the end of the first quarter of 2026 all RSA sites were in compliance with disinfection by-products regulations.

G.M. Clemons then gave his report. RSA is actively recruiting for the public information officer and capital projects manager positions. Two individuals were recently interviewed for the latter position, and RSA is still evaluating whether it has found the right person. Eight firms recently submitted proposals in response to RSA's RFP for Engineering Term Contracts. All of them look like viable possibilities. Staff are currently evaluating the proposals and anticipate bringing a recommendation to the Board at the next meeting. G.M. Clemons mentioned that RSA's Articles of Incorporation are currently in a somewhat piecemeal format and that he is having Attorney Calos look at the possibility of putting them into a single cohesive document. He also informed the Board that the on-site portion of the annual audit has been completed, and he anticipates its presentation to the Board at an upcoming board meeting but not later than June 2026. He then announced that RSA now has four water plant operators with Class 1 licenses (the highest) at the Locust Grove plant and is in better shape in this regard than it has been in a long time. G.M. Clemons closed his report with a brief commentary on RSA's finances, which are where expected for this time of the year. It was suggested that perhaps RSA might include financial information from previous years with its financial sheet to give Board members a better understanding of RSA's financial position each month.

Attorney Calos did not have any additional information to present.

The Board then went into closed session at 2:19 p.m. after unanimously passing on a voice vote a motion made by Coppage, seconded by Marshall, to go into closed session to discuss candidates for General Manager, possible litigation and specific legal matters related to these items. (motion attached)

Upon leaving the closed session at 3:30, Coppage, Davies, Elliot, and Johnson certified that only permissible topics had been discussed during the closed session. Board member Marshall had to leave prior to the certification.

With no further business to discuss, on a motion by Coppage the Board voted unanimously to adjourn at 3:31.

Chairman

Rapidan Service Authority
Public-Private Education Facilities and Infrastructure Act of 2002
Guidelines
DRAFT

1.0 Purpose and Need

This policy is adopted to encourage competition and guide the Rapidan Service Authority's (Authority) procurement and selection of projects under the Public-Private Education Facilities and Infrastructure Act of 2002, Virginia Code § 56-575.1 *et seq.*, as amended (the "PPEA"). The provisions of the PPEA, as amended, are incorporated into this policy by reference, as if set forth herein verbatim. A copy of the PPEA can be accessed at:

<https://law.lis.virginia.gov/vacodefull/title56/chapter22.1/>.

The Board of Members (Board) of the Authority adopts this policy, and the procedures and guidelines contained herein, to comply with the requirements of the PPEA. In the event of a conflict between this policy and any provision of the PPEA, the PPEA provision shall govern, and the policy shall be interpreted and applied in a manner that will conform to the requirements of the PPEA.

The Virginia Public Procurement Act, Virginia Code § 2.2-4300 *et seq.* ("VPPA") does not apply to proposals and agreements under the PPEA. *However*, the PPEA requires that Proposals be evaluated in a manner consistent with certain competitive selection procedures referenced within the VPPA. *See* Virginia Code § 56-575.16. This policy has incorporated the PPEA's requirements for implementation of competitive selection procedures.

2.0 Definitions

As used in this policy, unless otherwise defined herein, all terms shall have the meanings as defined in the PPEA.

2.1 The "Authority" means the Rapidan Service Authority created under the provisions of Virginia Code § 15.2-5102 of the Virginia Water and Waste Authorities Act (Virginia Code § 15.2-5100 *et seq.*).

2.2 "Proposal" means either an unsolicited proposal, a competing proposal, or a solicited proposal submitted to the Authority under the PPEA and this policy, as the context requires.

2.3 "VFOIA" means the Virginia Freedom of Information Act. *See* Virginia Code § 2.2-3700 *et seq.*

3.0 Procedures

3.1. Unsolicited proposals.

A private entity may initiate a PPEA process by submitting an unsolicited proposal for a qualifying project to the Authority for consideration.

The General Manager is the Authority official to whom PPEA inquiries and unsolicited proposals must be directed.

3.1.1. **Application, Review, and Evaluation Fees.**

The Authority shall seek an analysis of the proposal from appropriate internal staff or outside advisors or consultants with relevant experience in determining whether to enter into an agreement with the private entity.

The Authority will charge a fee to the private entity to cover the costs of processing, reviewing, and evaluating any Unsolicited Proposal or competing Unsolicited Proposal, submitted under the PPEA. Also if the solicitation so indicates, the Authority may require payment of a review fee by any private entities submitting Solicited Proposals. The fee shall not be greater than the direct costs associated with the evaluating the proposed qualifying project.

“**Direct costs**” include (i) the cost of staff time required to process, evaluate, review and respond to the proposal and (ii) the out-of-pocket costs of any outside advisors or consultants, including, but not limited to, attorneys, and financial advisors.

Proposals solicited by the Authority that are not in response to an Unsolicited Proposal will not be subject to proposal review fees unless so indicated in the solicitation. The Authority may determine at its discretion whether to require Proposers to pay review fees for Solicited Proposals and if so, the amount of such fees if different than set forth below.

The fee will be administered as follows:

1. Initial Fee. The initial fee shall be one half of one percent (0.5%) of the reasonably anticipated total cost of the project, but shall be no less than \$5,000 regardless of the anticipated cost. Additional fees may be charged as set forth below. Payment of the initial fee in certified funds must accompany the proposal in order for the Authority to proceed with its review. However, the Board reserves the right to specify a different initial fee amount in a solicitation issued under Section II of these Guidelines or for an Unsolicited Proposal and competing Unsolicited Proposals under Section III thereof.
2. Additional Fees. Additional fees over and above the initial fee shall be imposed on and paid by the private entity throughout the processing, review and evaluation of the Proposal if the Authority incurs costs in excess of the initial fee. The Authority will notify the private entity of the amount of such additional fees as it incurs such costs. Prompt payment of the additional fees is required before the Authority will continue to process, review and evaluate the Proposal
3. Return of initial fee if Proposal not accepted for consideration. If the Authority does not accept the Proposal for consideration pursuant to subsection C of Va. Code § 56-575.3, the Authority will return the Proposal, together with all fees and accompanying documentation, to the private entity. However, once the Authority accepts the Proposal for consideration, even if it is thereafter rejected at any subsequent time, the initial fee and all additional fees become non-refundable and will not be returned to the private entity.

3.1.2. **Contents; format.**

Every unsolicited proposal shall be accompanied by the materials and information required by Virginia Code § 56-575.4(A)(1) through (9), unless specifically waived by the Authority as unnecessary for consideration of whether to accept the unsolicited proposal for initial evaluation or additional

consideration. The private entity shall also provide such additional material and information as the Authority may reasonably request related to the qualifying project.

3.1.3. Acceptance or Rejection.

Upon receipt by the Authority of an unsolicited proposal, the Authority will determine whether or not to accept the proposal for further consideration. The Authority will consider only those unsolicited proposals which: (i) comply with requirements of the PPEA and this policy, (ii) contain sufficient information for a meaningful evaluation of the public need for the qualifying project and public benefits, financial and non-financial, and (iii) are provided in an appropriate format.

The Authority may reject any unsolicited proposal at any time. If the Authority rejects an unsolicited proposal that purports to develop specific cost savings, it will specify the basis for the rejection. If the unsolicited proposal is rejected by the Authority before the Authority posts the unsolicited proposal pursuant to section 3.1.4.1, the Authority shall return the unsolicited proposal together with all fees and accompanying documentation to the private entity.

Following the initial review stage, if an unsolicited proposal is accepted by the Authority for additional evaluation and competition, public notice of the proposal and a request for competing proposals shall be given as provided below. Approval of the Board is required prior to accepting an unsolicited proposal and inviting competing proposals where the total value of the resulting agreement(s) is projected to exceed \$200,000.

3.1.4. Public Notice of an Unsolicited Proposal.

3.1.4.1. Notice of Receipt

Within ten (10) working days after acceptance of an unsolicited proposal for additional evaluation and competition, the Authority will post a copy of the unsolicited proposal so that it is available for public inspection in accordance with the posting requirements of Virginia Code § 56-575.17(A), which shall include, without limitation, posting on the Commonwealth of Virginia's electronic procurement website. Records and information exempt from VFOIA requirements shall not be required to be posted or otherwise made available for public inspection.

3.1.4.2. Solicitation of Competing Proposals

Contemporaneous with an accepted unsolicited proposal being posted for public inspection, the Authority will also post notice, in a manner consistent with Virginia Code § 56-575.17(A), that the Authority will receive competing proposals. The period of time during which competing proposals may be submitted will be specified in the notice and established, in the Authority's sole discretion, to encourage competition and public-private partnerships in accordance with the goals of the PPEA. The period of time for submission of competing proposals will be no fewer than forty-five (45) days from the date of posting the solicitation.

The solicitation notice shall set forth a description of the unsolicited proposal in sufficient detail to encourage the submission of competitive proposals and identify how interested proposers may view or obtain a copy of the unsolicited proposal and other information relevant to the submission of competing proposals and the evaluation protocols established under Section 3.1.5 of this policy.

3.1.5. Evaluation Process: Unsolicited and Competing Proposals.

The Authority will evaluate an accepted unsolicited proposal, and any competing proposals, for approval using one of the following evaluation procedures:

3.1.5.1. *Competitive negotiation process*

The Authority may utilize the competitive negotiation process described in this policy to evaluate the proposals upon a written determination that such process would be advantageous to the Authority and the public based on (i) the probable scope, complexity, or priority of the project; (ii) risk sharing including guaranteed cost or completion guarantees, added value or debt or equity investments proposed by the private entity; or (iii) an increase in funding, dedicated revenue source or other economic benefit that would not otherwise be available.

If the Authority proceeds with competitive negotiations, the process shall be consistent with the procurement of “nonprofessional services” by competitive negotiation as set forth in the VPPA at Virginia Code § 2.2-4302.2 and § 2.2-4310(B). The written protocol shall include elements and evaluation factors best suited to the type of project that is the subject of the accepted unsolicited proposal.

When using the process described in this subsection, the Authority shall not be required to select the proposal with the lowest price offer but may consider price as one factor in evaluating the proposals received. Other factors that may be considered include (i) the proposed cost of the qualifying facility; (ii) the general reputation, industry experience, and financial capacity of the private entity; (iii) the proposed design of the qualifying project; (iv) the eligibility of the facility for accelerated selection, review, and documentation timelines under the Authority’s guidelines; (v) local citizen, ratepayer, and government comments; (vi) benefits to the public, localities, and ratepayers; (vii) the private entity's compliance with a minority business enterprise participation plan or good faith effort to comply with the goals of such plan; (viii) the private entity's plans to employ local contractors and residents; and (ix) other criteria that the Authority deems appropriate.

Prior to the posting of public notices as referenced above, a written protocol for evaluating proposals received must be approved by the General Manager as being consistent with the statutory provisions referenced in this subsection.

3.1.5.2. *Competitive sealed bidding*

Unless proceeding pursuant to a competitive negotiation process, the Authority will utilize a competitive bidding process, consistent with the procedures for competitive sealed bidding, as set forth in Virginia Code § 2.2-4302.1 and § 2.2-4310(B). Prior to the posting of public notices as referenced above, a written protocol for the competitive bid process shall be established, including such elements and evaluation factors as may be best suited for the type of project that is the subject of the unsolicited proposal and must be approved by the General Manager as being consistent with the statutory provisions referenced in this subsection.

3.2. Solicited Proposals

Following approval by the Board in accordance with the Procurement Policy, the Authority may initiate a PPEA process by requesting proposals or inviting bids from private entities for the development or operation of qualifying projects. Within its solicitation, the Authority shall specify reasonable selection

criteria established consistent with Section 3.3 and the evaluation and selection protocol established under Section 3.2.1.

3.2.1. Evaluation Process: Solicited Proposals.

When soliciting and evaluating proposals, the Authority may utilize procurement protocols that are consistent with the procedures in Section 3.1.5 of this policy and informed by the procedures of the VPPA. Unless proceeding under a protocol as described in Section 3.1.5(b), the Authority shall make a written determination that such other process would be advantageous to the Authority and the public based on (i) the probable scope, complexity, or priority of the project; (ii) risk sharing including guaranteed cost or completion guarantees, added value or debt or equity investments proposed by the private entity; or (iii) an increase in funding, dedicated revenue source or other economic benefit that would not otherwise be available. Prior to the posting of public notice of the solicitation as referenced below, a written protocol for evaluating proposals received must be approved by the General Manager as being consistent with this policy and the PPEA.

3.2.2. Notice of Solicitation.

The Authority will post notice of its PPEA solicitation in a manner consistent with Virginia Code § 56-575.17(A). The Authority may provide any additional notice that it deems appropriate to encourage competition and the purposes of the PPEA.

3.3. Evaluation and Approval of Proposals.

3.3.1. Evaluation.

The Board finds that analysis of proposals, including the specifics, advantages, disadvantages, and the long- and short-term costs of such proposals shall be performed by employees of the Authority. To the extent deemed necessary or beneficial by the General Manager, or designee, the Authority is authorized to engage the services of qualified professionals, which may include an architect, professional engineer, or certified public accountant, not otherwise employed by the Authority, to provide independent analysis regarding the specifics, advantages, disadvantages, and the long- and short-term costs of proposals. The General Manager may deem it necessary to form an evaluation Committee. The membership of the Committee, if formed, shall include any qualified professionals engaged pursuant to this Section 3.3.1. and Authority employees as deemed appropriate by the General Manager.

Any protocol established in accordance with Section 3.1.5 or 3.2.1 of this policy shall include reasonable project-specific criteria for choosing among competing proposals. Project-specific criteria shall be appropriate to the framework selected by the Authority for evaluation of proposals (competitive negotiation or competitive bidding).

The Authority may reject any proposal or cancel a PPEA solicitation at any time.

Timelines for evaluation, selection, and approval of proposals will depend on many factors, including complexity of the qualifying project, the number of proposals received, staff workload, and Board meeting schedules.

Following the required public hearing, and upon completion of the Committee's review and evaluation of the proposals consistent with the protocol established under this policy, the Committee, if one has been

formed, shall prepare final recommendations on selection and approval for the General Manager's consideration. If no Committee was formed, the General Manager shall consult with such staff and qualified professionals as he deems appropriate to prepare final recommendations on selection and approval for the Board's consideration

3.3.2. Approval.

The Authority will approve one or more proposals if it determines that the project serves the public purpose of the PPEA. The public purpose is served if:

- a. There is a public need for, and benefit derived from, the qualifying project;
- b. The estimated cost of the qualifying project is reasonable in relation to similar facilities; and
- c. The private entity's plans will result in the timely development or operation of the qualifying project.

In evaluating any proposal, the Authority may rely upon internal staff reports prepared by personnel familiar with the operation of similar facilities or the advice of outside advisors or consultants having relevant experience.

3.3.3. Selection.

The Authority shall select the private entity which, in its opinion, has made the best proposal and provides the best value, and shall begin negotiation of an interim or comprehensive agreement with that private entity. Upon approval of a proposal, the Authority shall establish a date for the commencement of activities related to the qualifying project which may be extended from time to time.

Approval of any proposal shall be subject to the private entity entering into an interim agreement (if appropriate) and a comprehensive agreement with the Authority pursuant to the PPEA and this policy.

3.4. Interim and Comprehensive Agreements.

3.4.1 General.

Prior to developing or operating the qualifying project, the selected private entity shall enter into a comprehensive agreement with the Authority. Prior to entering a comprehensive agreement, an interim agreement may be entered into that permits a private entity to perform compensable activities related to the project. Any interim or comprehensive agreement shall define the rights and obligations of the Authority and the private entity with regard to the project. The interim and comprehensive agreements and any amendments thereto must be reviewed and approved by the Board.

3.4.2. Interim Agreement Terms.

Prior to or in connection with the negotiation of the comprehensive agreement, the Authority may enter into an interim agreement with the private entity proposing the development or operation of the qualifying project. The scope of an interim agreement may include, but is not limited to:

1. Project planning and development;

2. Design and engineering;
3. Environmental analysis and mitigation;
4. Survey;
5. Ascertaining the availability of financing for the proposed facility through financial and revenue analysis;
6. Establishing a process and timing of the negotiation of the comprehensive agreement; and
7. Any other provisions related to any aspect of the development or operation of a qualifying project that the parties may deem appropriate prior to the execution of a comprehensive agreement.

3.4.3. **Comprehensive Agreement Terms.**

Prior to developing or operating the qualifying project, the selected private entity shall enter into a comprehensive agreement with the Authority. The comprehensive agreement shall define the rights and obligations of the Authority and the private entity with regard to the project.

As provided by the PPEA, the terms of the comprehensive agreement shall include, but not be limited to:

1. The delivery of maintenance, performance, and payment bonds or letters of credit in connection with any acquisition, design, construction, improvement, renovation, expansion, equipping, maintenance, or operation of the qualifying project, in the forms and amounts satisfactory to the Authority and in compliance with Virginia Code § 2.2-4337 for those components of the qualifying project that involve construction;
2. The review and approval of plans and specifications for the qualifying project by the Authority;
3. The rights of the Authority to inspect the qualifying project to ensure compliance with the comprehensive agreement;
4. The maintenance of a policy or policies of liability insurance or self-insurance reasonably sufficient to ensure coverage of the project and the tort liability to the public and employees and to enable the continued operation of the qualifying project;
5. The monitoring of the practices of the private entity by the Authority to ensure proper maintenance, safety, use, and management of the qualifying project;
6. The terms under which the private entity will reimburse the Authority for services provided;
7. The terms under which the private entity will file appropriate financial statements on a periodic basis;
8. The policy and procedures that will govern the rights and responsibilities of the Authority and the private entity in the event that the comprehensive agreement is terminated or there is a material default by the private entity including the conditions governing assumption of the duties and

responsibilities of the private entity by the Authority and the transfer or purchase of property or other interests of the private entity by the Authority;

9. The mechanism by which user fees, lease payments, or service payments, if any, may be established from time to time upon agreement of the parties. Any payments or fees shall be the same for persons using the facility under like conditions and that will not materially discourage use of the qualifying project;
 - a. A copy of any service contract shall be filed with the Authority;
 - b. A schedule of the current user fees or lease payments shall be made available by the private entity to any member of the public upon request;
 - c. Classifications according to reasonable categories for assessment of user fees may be made.
10. The terms and conditions under which the Authority will contribute financial resources, if any, for the qualifying project;
11. The terms and conditions under which existing site conditions will be assessed and addressed, including identification of the responsible party for conducting the assessment and taking necessary remedial action;
12. The terms and conditions under which the Authority will be required to pay money to the private entity and the amount of any such payments for the project;
13. The terms and conditions under which the qualifying project may be developed or operated in phases or segments;
14. Other requirements of the PPEA or other applicable law; and
15. Such other terms and conditions as the Authority determines serve the public purpose of the PPEA.

3.5. Notice and Posting Requirements.

3.5.1. Notice to Affected Jurisdictions.

If a private entity requests approval from, or submits a proposal to, the Authority under the authority in Virginia Code § 56-575.4 and this policy, then the private entity must provide each affected local jurisdiction with a copy of its request or proposal. If the Authority has requested proposals or invited bids for qualifying projects pursuant to Virginia Code § 56-575.4(B) and policy Section 3.2, then the Authority may elect to provide each affected jurisdiction with copies of the submitted proposals on behalf of private entities, which election shall be identified in the solicitation. Each affected jurisdiction will have 60 days from the receipt of the proposal to submit written comments to the Authority and to indicate whether the proposed qualifying project is compatible with (i) its Comprehensive Plan, (ii) its infrastructure development plans, or (iii) its capital improvements budget or other government spending plan. Comments received within the 60-day period shall be given consideration by the Authority; however, no negative inference shall be drawn from the absence of comment by an affected jurisdiction.

3.5.2. Notice to Stakeholders.

In its sole discretion, the Authority may require proposers to provide notice, or a copy, of its request or proposal to stakeholders that the Authority believes may have an interest in or be affected by the proposed qualifying project. Such requirement, and the relevant stakeholders, will be identified by the Authority in the solicitation for proposals or competing proposals.

3.5.3. Posting of Conceptual Proposals.

If accepted by the Authority, conceptual proposals submitted in accordance with this policy and subsection A or B of Virginia Code § 56-575.4 shall be posted on the Authority's website or on the Virginia Department of General Services' central electronic procurement website within 10 working days after acceptance. At least one copy of accepted proposals shall be made available for public inspection by the Authority. Nothing in this policy shall be construed to prohibit the posting of the conceptual proposals by additional means deemed appropriate by the Authority so as to provide maximum notice to the public of the opportunity to inspect the proposals.

3.5.4. Notice of Public Hearing on Proposals.

In addition to the posting requirements of Virginia Code § 56-575.17(A)(2), if the Authority determines that any proposals received warrant further consideration, the Authority shall advertise for a public hearing to discuss proposals it has received during the proposal review process. Such hearing shall be held at least 30 days prior to entering into an interim or comprehensive agreement and may occur at a regularly scheduled meeting of the Board. Such notice shall be advertised at least 7 calendar days prior to the public hearing. Public comments may be submitted to the Authority at any time during the notice period and prior to the public hearing. After the public hearing and the end of the public comment period, no additional posting shall be required based on any public comment received.

3.5.5. Notice of Proposed Agreement.

Once the negotiation phase for the development of an interim or a comprehensive agreement is complete and a decision to award has been made, the proposed agreement shall be posted in the following manner:

1. On the Authority website prior to the execution of the agreement.
2. In addition to the posting requirements, a copy of the proposals shall be made available for public inspection. Trade secrets, financial records, or other records of the private entity excluded from disclosure under the provisions of subdivision 11 of Virginia Code § 2.2-3705.6 shall not be required to be posted, except as otherwise agreed to by the Authority and the private entity.
3. Any studies and analyses considered by the Authority in its review of a proposal shall be disclosed prior to the execution of an interim or comprehensive agreement.

3.5.6. **Availability of Procurement Records.**

Once an interim agreement or a comprehensive agreement has been entered into, the Authority shall make procurement records available for public inspection, upon request.

1. Such procurement records shall include documents protected from disclosure during the negotiation phase on the basis that the release of such documents would have an adverse effect on the financial interest or bargaining position of the Authority or the private entity in accordance.
2. Such procurement records shall not include:
 - a. trade secrets of the private entity as defined in the Uniform Trade Secrets Act (Virginia Code § 59.1-336 *et seq.*) or
 - b. financial records, including balance sheets or financial statements of the private entity that are not generally available to the public through regulatory disclosure or otherwise.

4.0 **Responsibility and Authority.**

The General Manager is authorized to act as the Board's agent for administration and interpretation of this policy. If the policy does not expressly require an action to be taken by the Board, then any action specified to be taken by the Authority may be taken by the General Manager or any person(s) to whom he delegates responsibility for such action in writing.

The General Manager shall be responsible for overall development, management, and implementation of this policy on behalf of the Board.

The General Manager is authorized to establish a standing working group of Authority employees, to be responsible for evaluating proposals, negotiating terms and conditions for any interim or comprehensive agreement, and for making recommendations to the General Manager on those matters.

The Board retains the sole authority to (i) accept unsolicited PPEA proposals and invite competing proposals where the total value of the resulting agreement(s) is projected to exceed \$200,000, (ii) approve the solicitation of PPEA proposals for a qualifying project, and (iii) review and approve any proposed interim agreement or comprehensive agreement, and amendments thereto, prior to execution.



Memorandum

To: RSA Board of Members
From: David Jarrell, Assistant General Manager
Date: April 14, 2026
Re: Term Contracts for Engineering Services

RSA received eight responses to its Request for Proposal 2026-02-001: "Term Contract for Water/Wastewater Engineering Services." Upon review of the proposals, the Evaluation Committee identified seven respondents as "finalists" eligible for further consideration. Between April 2nd and 8th, staff conducted in-person interviews with representatives of the finalist firms.

Each firm offers a unique portfolio of talent and experience from which RSA would benefit. Six firms have been identified as aligning most closely with RSA's current and near-future needs. Staff is requesting that the Board authorize the General Manager to execute contracts with the following firms for one-year initial terms and up to three one-year renewal periods.

- Hazen and Sawyer
- Hurt & Proffitt
- Mangrum Consulting & Design LLC
- Rinker Design Associates
- Short Elliott Hendrickson Inc.
- Wade Trim Inc.

RAPIDAN SERVICE AUTHORITY
March-2026

Operating Income	PTD Act	PTD Bud	Variance	YTD Act	YTD Bud	Variance
Water & Sewer Revenue - Madison Co.	59,908	62,788	(2,880)	177,474	188,365	(10,890)
Water & Sewer Revenue - Orange Co.	811,665	824,773	(13,108)	2,385,082	2,474,320	(89,238)
Sale of Materials & Supplies	398	1,417	(1,019)	1,017	4,250	(3,233)
Engr & Maint Revenue	1,380	1,250	130	1,380	3,750	(2,370)
Service Fees	-	417	(417)	-	1,250	(1,250)
Misc. Income	18,909	30,724	(11,815)	58,200	92,171	(33,970)
Service Installations Revenue	25,500	13,667	11,833	32,700	41,000	(8,300)
Total Operating Income	917,760	935,035	(17,275)	2,655,854	2,805,105	(149,252)

Operating Expenses	PTD Act	PTD Bud	Variance	YTD Act	YTD Bud	Variance
Purchased Water	52,182	58,772	6,590	169,676	176,315	6,639
Operating Labor	153,818	219,076	65,259	657,998	657,229	(769)
New Service Installations	9,137	7,500	(1,637)	15,810	22,500	6,690
Locations-Miss Utility	5,919	7,833	1,914	15,544	23,500	7,956
Engineering & Maintenance	157,123	154,429	(2,694)	492,931	463,287	(29,645)
Water Treatment Supp.	67,207	67,467	259	193,063	202,400	9,337
Utilities	97,872	82,417	(15,455)	284,045	247,250	(36,795)
Vehicle Expense	21,492	13,192	(8,301)	57,361	39,575	(17,786)
Testing	10,304	9,500	(804)	21,358	28,500	7,142
Biosolids Waste Mgmt	-	3,042	3,042	8,155	9,125	970
Miscellaneous	-	-	-	-	-	-
Total Operating Expenses	575,055	623,227	48,172	1,915,942	1,869,681	(46,261)

Gross Margin	342,705	311,808	30,897	739,911	935,424	(195,513)
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General & Admin Expenses	PTD Act	PTD Bud	Variance	YTD Act	YTD Bud	Variance
Billing & Collection Exp	5,663	11,658	5,995	23,458	34,975	11,517
G & A Labor	102,641	101,732	(909)	273,603	305,196	31,593
Comp. Board of Members	596	667	71	1,787	2,000	213
Insurance Premiums	40,989	13,700	(27,289)	51,928	41,100	(10,828)
Bank & Credit Card Fees	759	858	99	2,372	2,575	203
Offices Expenses	14,682	21,296	6,614	88,293	63,888	(24,406)
Legal/Bond Fees	38,587	11,125	(27,462)	77,730	33,375	(44,355)
Water Regulatory Fees	-	3,875	3,875	4,578	11,625	7,047
Audit & Other Consulting	-	3,500	3,500	12,650	10,500	(2,150)
Total General & Admin Expenses	203,916	168,411	(35,505)	536,398	505,233	(31,165)

Net Operating Income	138,789	143,397	(4,608)	203,513	430,191	(226,678)
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Non-Operating Income	PTD Act	PTD Bud	Variance	YTD Act	YTD Bud	Variance
Avail. - Water & Sewer - Madison Co.	-	-	-	-	-	-
Avail. - Water & Sewer - Orange Co.	340,000	-	340,000	700,000	-	700,000
Interest Earned	(1,351)	33,333	(34,685)	57,051	100,000	(42,949)
Gain Loss on Disposals of Property	-	-	-	-	-	-
Non Operating Revenue Cap Contr.	-	-	-	-	-	-
Insurance Recoveries	-	-	-	19,106	-	19,106
Total Non-Operating Income	338,649	33,333	305,315	776,157	100,000	676,157

Net Income Before Debt Service	477,438	176,730	300,707	979,670	530,191	449,479
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Debt Service	PTD Act	PTD Bud	Variance	YTD Act	YTD Bud	Variance
Debt Service	-	33,709	33,709	-	101,127	101,127

Net Income	477,438	143,022	334,416	979,670	429,065	550,605
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Operating Income	Mar-25	Mar-26	Fav (Unfav)
Water & Sewer Revenue - Madison Co.	56,890	59,908	3,018
Water & Sewer Revenue - Orange Co.	743,646	811,665	68,020