

ROANOKE VALLEY BROADBAND AUTHORITY

P.O. Box 2569, Roanoke, VA 24010
www.highspeedroanoke.net

MEMBERS:

Kevin Boggess, City of Salem
Clay Goodman, Roanoke County
Kathleen Guzi, Botetourt County
Mike McEvoy, Citizen
Chris Morrill, City of Roanoke

Roanoke Valley Broadband Authority Meeting

Friday, February 21, 2014 at 8:30 a.m.
Roanoke Valley-Alleghany Regional Commission office (Top Floor Conference Room)
313 Luck Avenue, SW, Roanoke, VA

AGENDA

1. **Call to Order and Introductions** Chairman Boggess
2. **Roll Call/Determine if Quorum is Present** Secretary Strickland
3. **Approval of Minutes** Chairman Boggess
 - A. January 17, 2014 Roanoke Valley Broadband Authority Meeting, pp. 3-8
 - B. February 5, 2014 Roanoke Valley Broadband Authority Special Called Meeting, pp. 9-11
4. **Roanoke Valley Broadband Advisory Committee Discussion**, p. 12 Chairman Boggess
5. **Treasurer's Report**, p. 13 Olivia Dooley
6. **Request for Closed Meeting Pursuant to Virginia Code §2.2-3711** Chairman Boggess

Recess into a Closed Meeting in compliance with Section 2.2-3711(A)(29),
Code of Virginia (1950), As Amended, for the purpose of:

(A)(29) Discussion of the award of a public contract involving the expenditure of public funds, including interviews of bidders or offerors, and to discuss the terms or scope of such contract, where discussion in an open session would adversely affect the bargaining or negotiating strategy of the public body.
7. **End Closed Meeting and Reconvene Regular Authority Meeting** Chairman Boggess
8. **Adoption of Certification Resolution of Closed Meeting**, p. 14 Chairman Boggess
9. **Action(s) of Authority as a Result of the Closed Meeting** Chairman Boggess

10. Other Business

- Next Regularly Scheduled Meeting Date of the Roanoke Valley Broadband Authority is Friday, March 21, 2014 at 8:30 am, Roanoke Valley-Alleghany Regional Commission office

11. Adjournment

ROANOKE VALLEY BROADBAND AUTHORITY

P.O. Box 2569, Roanoke, VA 24010
www.highspeedroanoke.net

MEMBERS:

Kevin Boggess, City of Salem
Clay Goodman, Roanoke County
Kathleen Guzi, Botetourt County
Mike McEvoy, Citizen
Chris Morrill, City of Roanoke

MINUTES

The first official board meeting of the Roanoke Valley Broadband Authority was held on Friday, January 17, 2014 at 8:30 a.m. at the Roanoke Valley-Alleghany Regional Commission office, located at 313 Luck Avenue, SW, Roanoke, VA.

Board Members Present:

Kevin Boggess, City of Salem
Clay Goodman, Roanoke County
Kathleen Guzi, Botetourt County
Mike McEvoy, Citizen
Chris Morrill, City of Roanoke

Regional Commission Staff Present: Olivia Dooley, Matt Miller, Jackie Pace, Wayne Strickland

1. CALL TO ORDER

Wayne Strickland, Executive Director of the Roanoke Valley-Alleghany Regional Commission, called the meeting to order at 8:37 a.m.

2. DETERMINE THAT A QUORUM IS PRESENT

Mr. Strickland called the roll and it was determined that a quorum was present.

3. APPOINTMENT OF A TEMPORARY CHAIR/SECRETARY OF THE MEETING

Mr. Strickland stated that until the Bylaws are approved and a Chair is elected, the meeting will need to be presided over by a person appointed to serve as temporary Chair/Secretary of the meeting.

ACTION: Upon motion by Kevin Boggess, seconded by Mike McEvoy and carried, Wayne Strickland was appointed to serve as the temporary Chair/Secretary of the meeting until approval of the Bylaws and election of a Chair takes place.

4. ADOPTION OF THE ROANOKE VALLEY BROADBAND AUTHORITY BYLAWS

The draft Bylaws of the Roanoke Valley Broadband Authority were distributed earlier. Mr. Strickland asked if there were any additional changes/comments concerning the draft Bylaws.

- Mr. Morrill asked that the words “**or staff**” be added to Article VII, Section 7.4, #5 as follows “....interest which the Executive Director **or staff** may have in any firm providing...”.

- Mr. McEvoy noted that the next item on the agenda is Election of Officers. He further noted that Article VI, Section 6.2 of the Bylaws states that Officers are elected for two-year terms in even numbered years by the Board. The term is to run from July 1 [2014] of the first year through June 30 of the second year [2016] after initial incorporation terms. Mr. McEvoy asked for clarification -- if officers are elected at the January 17, 2014 meeting, would they be up for re-election again at the June 2014 meeting? Board members agreed that it would be best to keep on schedule, so election of officers would take place again at the June 2014 meeting.

ACTION: Upon motion by Mr. Morrill, seconded by Ms. Guzi and carried, the Bylaws of the Roanoke Valley Broadband Authority were adopted, as amended. Also, Board members unanimously agreed that the election of officers would take place again at the June 2014 meeting.

5. ELECTION OF OFFICERS

Chair and Vice Chair

Mr. Strickland opened the floor for nominations for Chair of the Broadband Authority. Mr. Morrill nominated Kevin Boggess to serve as Chair. No other nominations were voiced. Mr. Strickland then announced that the nominations were closed.

ACTION: Upon motion by Mr. Morrill, seconded by Mr. McEvoy and carried, Kevin Boggess was elected Chairman of the Roanoke Valley Broadband Authority.

Mr. Strickland opened the floor for nominations for Vice Chair of the Broadband Authority. Mr. Morrill nominated Mike McEvoy to serve as Vice Chair. No other nominations were voiced. Mr. Strickland then announced that the nominations were closed.

ACTION: Upon motion by Mr. Morrill, seconded by Ms. Guzi and carried, Mike McEvoy was elected Vice Chairman of the Roanoke Valley Broadband Authority.

Mr. Strickland then turned the meeting over to Chairman Boggess. Chairman Boggess stated that the Board would need to appoint a Secretary and Treasurer.

Appointment of Secretary and Treasurer

ACTION: Ms. Guzi moved that Wayne Strickland, Executive Director of the Roanoke Valley-Alleghany Regional Commission, be appointed to serve as Secretary. Motion was seconded by Mr. Goodman and carried.

ACTION: Mr. Morrill moved that Olivia Dooley, Finance Director of the Roanoke Valley-Alleghany Regional Commission, be appointed to serve as Treasurer. Motion was seconded by Ms. Guzi and carried.

6. AUTHORIZE THE ROANOKE VALLEY-ALLEGHANY REGIONAL COMMISSION TO ACT AS FISCAL AGENT

A Fiscal Agent Professional Services Agreement between the Roanoke Valley Broadband Authority and the Roanoke Valley-Alleghany Regional Commission was presented for review. The agreement outlined that the Regional Commission will perform services as fiscal agent for the Broadband Authority, with no fees at this time. Fees for services will be reviewed within 180 days after the effective date.

ACTION: Upon motion by Mr. Goodman, seconded by Mr. McEvoy and carried, the Board approved the Fiscal Agent Professional Services Agreement, as presented, between the Roanoke Valley Broadband Authority and the Roanoke Valley-Alleghany Regional Commission.

7. FINANCIAL PROCEDURES

Mr. Strickland reported that there is a funding need at this time to establish/open a bank account for the Broadband Authority (checks, stationery, supplies, possible credit card, etc.). The Regional Commission has prepared a promissory note for an interest-free, unsecured loan obtained for business purposes in the amount of \$5,000. For value received, the Board is to pay back to the Regional Commission the amount in a lump sum or through periodic payments. The entire \$5,000 is to be paid back within five years of date of signed note. The \$5,000 will be the initial deposit to open a bank account for the Broadband Authority.

ACTION: Upon motion by Mr. Morrill, seconded by Ms. Guzi and carried, the Board authorized the Chairman to enter into agreement with the Roanoke Valley-Alleghany Regional Commission to accept the \$5,000 as outlined in the promissory note to open a bank account on behalf of the Broadband Authority.

8. AUTHORIZE OFFICE SPACE AT THE ROANOKE VALLEY-ALLEGHANY REGIONAL COMMISSION

A Memorandum of Understanding - Provision of Office Space Agreement was presented. Mr. Strickland stated that the Regional Commission will provide to the Broadband Authority, at no charge, reasonable office space, staffing, equipment (phone, computer, modem, furniture, etc.) at their facility located at 313 Luck Avenue, SW, in downtown Roanoke. The Memorandum of Understanding will be effective February 3, 2014 between the Broadband Authority and the Regional Commission. The Board will pay no fees to the Regional Commission at this time. Fees for office space and other overhead will be reviewed within 180 days after the effective date.

ACTION: Upon motion by Mr. Goodman, seconded by Ms. Guzi and carried, the Board authorized the Chair to enter into agreement with the Regional Commission to serve in this capacity to provide office space, staffing and equipment at their facility located at 313 Luck Avenue, SW in downtown Roanoke.

9. AUTHORIZE PURCHASE OF INSURANCE FOR THE BOARD

Mr. Strickland stated that the Commission staff was asked to look into a liability coverage policy for the Broadband Authority. Mr. Strickland noted that two quotes were received: (1) VACORP with a total annual cost of \$1,485, and (2) VML Insurance Programs with a total annual premium of \$837. Information on both quotes was outlined in the January meeting agenda packet.

ACTION: Upon motion by Mr. McEvoy, seconded by Mr. Morrill and carried, the Board moved to accept the policy quote from VML Insurance Programs (Total Annual Premium Amount of \$837).

10. ESTABLISH REGULAR MEETING SCHEDULE FOR THE BOARD

Chairman Boggess stated that the Authority will need to set a regular meeting date. It was determined that the Broadband Authority would meet monthly on the third Friday at 8:30 a.m. at the Roanoke Valley-Alleghany Regional Commission office. Members also felt that it was important that the meeting dates be posted.

ACTION: Upon motion by Ms. Guzi, seconded by Mr. Goodman and carried, the third Friday of each month at 8:30 a.m. at the Regional Commission office was approved as the meeting schedule for the Broadband Authority.

11. DISCUSSION OF ADVISORY COMMITTEE

After discussion, the Board unanimously agreed to establish an advisory committee to assist them with technical issues. Members felt that it would be best to look for interested parties for the advisory committee engaged in broadband to help move the process forward (i.e., business leaders, local government IT staff, Virginia Tech officials, former broadband task force members, school system and public safety officials, etc.). The Board decided the number of members on the Advisory Committee should be between 7-14. Board members were asked to bring 2-3 names to the February meeting for discussion and consideration. Mr. Strickland was asked to prepare a scope of work entailing what would be expected of the advisory committee. A meeting schedule for the advisory committee will also be discussed at the February meeting (i.e., monthly meetings or periodic meetings).

12. WEBSITE ADDRESS

Matt Miller presented a listing of possible website addresses for consideration by the Broadband Authority. Mr. Miller stated that the initial website, used by the former Broadband Task Force, was highspeedroanoke.net. Board members felt that the highspeedroanoke.net would continue to be the website address used for the Broadband Authority at this time, but asked the Commission staff to retain the remainder of website addresses for possible future use.

ACTION: Board members unanimously agreed to continue using highspeedroanoke.net as the primary website for the Roanoke Valley Broadband Authority.

13. AUTHORIZE THE ROANOKE VALLEY-ALLEGHANY REGIONAL COMMISSION TO ACCEPT RFP PROPOSALS

The Regional Commission staff was asked to advertise a Request for Proposals for Roanoke Valley Broadband Consulting (i.e., professional services to develop a business plan and provide start-up support services for the Roanoke Valley Broadband Authority). Commission staff distributed the copies of the six proposals received, along with a scoring sheet. Board members were asked to review the proposals and send in their scoring sheet by Tuesday, January 28, 2014 to Matt Miller at the Regional Commission.

ACTION: Board members unanimously agreed to accept the six proposals distributed by the Commission staff.

14. DISCUSSION OF RFP TIMETABLE

Based on the scoring of the RFPs received, the Board directed the staff to set up interview appointments with the top two firms with the highest scores. It was agreed that the primary date for the Broadband Board members and Commission staff to meet and interview the two firms would be Wednesday, February 5, 2014 at 8:30 a.m. at the Regional Commission office. If firms are not available on that date, the alternate date of Tuesday, February 4, 2014 at 3:00 p.m. was agreed upon. The Board noted that they would like to have a consulting firm onboard by its next scheduled meeting on February 21, 2014.

15. DISCUSS BUDGET FOR FISCAL YEAR 2014

The Board agreed not to have a formal budget for the remainder of Fiscal Year 2014. Mr. Strickland stated that one of the work products of the RFP process is that the Consultant will develop a business plan (to begin July 1, 2014). The business plan involves preparing a draft budget. The Board stated, if possible, it would like to have the Consultant prepare a draft budget in March, and submit those figures to the member localities so they can put a “placeholder” in their current budget processes (for FY’15). Chairman Boggess stated that the work of the Board and RFP can get by with the commitments from the Cities of Roanoke and Salem who projected ahead and have monies in their FY’14 budgets (operating and/or capital funds).

16. OTHER BUSINESS

A. Conflict of Interest Matters

Concerning Conflict of Interest matters, Board members, with the exception of Mr. McEvoy, noted they had on file Financial Disclosure Statements through their respective jurisdictions. Board members were asked to send copies of their forms to Olivia Dooley. Mr. McEvoy noted he would look into the matter for himself and report back to the Regional Commission staff. **[NOTE: Copies of Mr. McEvoy’s signed Financial Disclosure Statement and Statement of Economic Interests were sent to the Regional Commission office on January 24, 2014.]**

B. Broadband Publicity

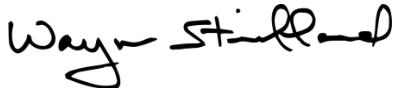
Mr. Strickland asked if a press release on the Authority’s first meeting should be forwarded to local media to let the public know that work on broadband is progressing. Board members concurred. Mr. Strickland stated that his staff would take care of preparing and sending a press release. Mr. Morrill and Mr. Goodman also mentioned the City’s and County’s public information shows on RVTv and suggested sharing an update on the formation of the Authority at some future date on both shows.

C. Chairman’s Concluding Remarks

Chairman Boggess stated that the formation of the Roanoke Valley Broadband Authority and the actions taken at the meeting are a great step forward. He thanked the board members of the Authority, as well as those who have participated in discussions about the issue of highspeed broadband over the last two years, such as William Fralin, Sam English, and

Wayne Bowers, the legal staffs and economic development departments of each respective locality, members of the former Broadband Task Force, and Wayne Strickland and Matt Miller with the Regional Commission. Chairman Boggess stated that board members would be available to talk to audience members at the conclusion of the meeting.

The meeting was adjourned at 9:20 a.m.

A handwritten signature in black ink that reads "Wayne Strickland". The signature is written in a cursive, flowing style.

Wayne Strickland
Secretary to the Roanoke Valley Broadband Authority

ROANOKE VALLEY BROADBAND AUTHORITY

P.O. Box 2569, Roanoke, VA 24010
www.highspeedroanoke.net

MEMBERS:

Kevin Boggess, City of Salem
Clay Goodman, Roanoke County
Kathleen Guzi, Botetourt County
Mike McEvoy, Citizen
Chris Morrill, City of Roanoke

SPECIAL CALLED MEETING Roanoke Valley Broadband Authority

Wednesday, February 5, 2014, 8:30 a.m.
Roanoke Valley-Alleghany Regional Commission Office,
313 Luck Avenue, SW, Roanoke, VA

MINUTES

1. CALL TO ORDER, ATTENDANCE, PURPOSE

In the absence of Chairman Boggess, Vice Chairman Mike McEvoy called the Special Called Meeting of the Roanoke Valley Broadband Authority to order at 8:33 a.m. Wayne Strickland, Secretary to the Broadband Authority, was asked to call the roll. A quorum was present.

Broadband Authority members attending were Clay Goodman, Roanoke County; Kathleen Guzi, Botetourt County; Mike McEvoy, Citizen; and Chris Morrill, City of Roanoke.

Roanoke Valley-Alleghany Regional Commission staff members attending were Olivia Dooley, Matt Miller, Jackie Pace and Wayne Strickland.

Others: Wayne Bowers, Roanoke City Department of Economic Development.

The purpose of the meeting was to interview the top two firms (with highest scores) who responded to the Broadband RFP for professional services to develop a business plan and provide start-up support services for the Roanoke Valley Broadband Authority.

2. REQUEST FOR CLOSED MEETING PURSUANT TO VIRGINIA CODE §2.2-3711

A motion was made by Ms. Guzi, seconded by Mr. Goodman to convene a closed meeting as authorized by Virginia Code §2.2-3711(A)(29) for the following purpose:

(A)(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.

The motion was adopted and carried by a vote of 4 to 0. The voting was recorded as follows: Clay Goodman - Aye, Kathleen Guzi - Aye, Mike McEvoy - Aye, and Chris Morrill – Aye.

The Roanoke Valley Broadband Authority went into a closed meeting at 8:36 a.m.

3. END CLOSED MEETING AND RECONVENE SPECIAL CALLED MEETING

Motion was made by Ms. Guzi and seconded by Mr. Goodman that the Broadband Authority end the Closed Meeting and return to its Special Called Meeting.

The motion was adopted and carried by a vote of 4 to 0. The voting was recorded as follows: Clay Goodman - Aye, Kathleen Guzi - Aye, Mike McEvoy - Aye, and Chris Morrill – Aye.

The Roanoke Valley Broadband Authority ended the closed meeting and returned to its Special Called Meeting at 10:10 a.m.

4. RESOLUTION OF CERTIFICATION OF CLOSED MEETING

A motion was made by Mr. Morrill, seconded by Ms. Guzi and carried, to adopt the following certification resolution:

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Roanoke Valley Broadband Authority has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by the Roanoke Valley Broadband Authority that such closed meeting was conducted in conformity with Virginia law.

NOW, THEREFORE, BE IT RESOLVED, that the Roanoke Valley Broadband Authority hereby certifies that, to the best of each member's knowledge: (1) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting which this certification resolution applies; and (2) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Roanoke Valley Broadband Authority.

The motion was adopted by a vote of 4 to 0 by roll call as follows:

Member & Vote

Mr. Boggess - Absent
Mr. Goodman - Aye
Ms. Guzi - Aye
Mr. McEvoy - Aye
Mr. Morrill - Aye

5. ACTION(S) OF THE AUTHORITY AS A RESULT OF THE CLOSED MEETING

Vice Chairman McEvoy asked Authority members if they were willing to make a decision to award a contract to either of the two consultants after hearing their presentations. Members felt that it was critical to verify the references provided by the two consultants. Members stated that they would contact the consultants' references and then discuss their findings, in a closed meeting, at the next regularly scheduled meeting of the Roanoke Valley Broadband Authority on Friday, February 21, 2014 at 8:30 am at the Regional Commission office.

6. AGENDA ITEMS FOR NEXT SCHEDULED MEETING OF THE BROADBAND AUTHORITY ON FEBRUARY 21, 2014

Mr. Strickland reminded Authority members to bring 2-3 nominees for consideration to serve on the proposed Roanoke Valley Broadband Advisory Committee. The nominees will be discussed at the next regularly scheduled meeting of the Roanoke Valley Broadband Authority on Friday, February 21, 2014 at 8:30 am at the Regional Commission.

Adjourned at 10:30 a.m.

Wayne Strickland
Secretary to the Roanoke Valley Broadband Authority

DRAFT

SCOPE OF WORK

Roanoke Valley Broadband Advisory Committee

According to Article 8.1 of the Roanoke Valley Broadband Authority Bylaws, the Authority Board can “*create and abolish committees from time to time committees consisting of two or more persons as the Board may deem appropriate to aid in the administration of the affairs of the Authority*”. (Article 8.1 Bylaws)

The Board desires to create an Advisory Committee consisting of 10-15 members whose key role and responsibilities would be to:

1. **Key Role:** Provide a regional, well informed and balanced view of broadband issues and opportunities to assist the Roanoke Valley Broadband Authority Board.
2. **Board Education and Guidance:** Provide education, guidance and recommendations to the Board or executive director on issues relating to broadband technology and policy
3. **Coordination:** Identify stakeholder collaboration opportunities and bring them to the attention of the board and executive director.
4. **Outreach:** Actively support broadband initiatives and outreach efforts as directed by the board or executive director.
5. **Forum:** serve as an open, honest and well-informed forum for broadband leadership to explore issues relating to the Roanoke Valley Broadband Authority.

EXPECTATIONS: The Advisory Committee should represent a cross-section of stakeholders including, but not limited to, business, higher education, government, education, and citizens. The Advisory Committee should meet at least four times a year and their agendas should be directed by the Authority Board. The Broadband Advisory Committee should report to the Authority Board at least quarterly, or more frequently if requested. The Advisory Committee will work at the discretion of the Broadband Authority Board, and will not speak for, nor represent the Broadband Authority Board, unless explicitly directed to do so.

ROANOKE VALLEY BROADBAND AUTHORITY

P.O. Box 2569, Roanoke, VA 24010
www.highspeedroanoke.net

MEMBERS:

Kevin Boggess, City of Salem
Clay Goodman, Roanoke County
Kathleen Guzi, Botetourt County
Mike McEvoy, Citizen
Chris Morrill, City of Roanoke

Roanoke Valley Broadband Authority

TREASURER'S REPORT January 17 – February 20, 2014

1. A "Business Value 200" bank account was opened with BB&T. This account may be accessed by logging onto www.bbt.comuser (ID and password are available). The \$5,000 check loaned to the Authority from the Regional Commission was deposited. A check was written from the new account to The Roanoke Times for the RFP ad in the amount of \$126.72, leaving a balance of \$ 4,873.28.
2. A credit card was applied for with BB&T and received, with a limit of \$2,500.00.
3. A DUNS number was applied for and received.
4. The Authority has been enrolled in SAM (System for Award Management). The Authority is now eligible for contracts, assistance awards and to do business with the federal government. If there are federal grants available, the Authority can apply.
5. As approved by the Board, insurance papers were signed and sent to the VML insurance program. A policy was received and an invoice in the amount of \$344 will be paid on February 21, 2014. A thank you letter was sent to VACO for their proposal.
6. The staff spoke with Margaret Sacks in the Governor's Office concerning the issue of Disclosure. It is her opinion that Mr. Strickland and Ms. Dooley are not required to file but may be required to file by the Authority Board. This is an excerpt of her response:
"Persons occupying such positions of trust appointed by governing bodies and persons occupying such positions of employment with governing bodies as may be designated to file by ordinance of the governing body shall file, as a condition to assuming office or employment, a disclosure statement of their personal interests and other information as is specified on the form set forth in § [2.2-3117](#) and thereafter shall file such a statement annually on or before January 15. "

If the Authority deems it necessary, both Mr. Strickland Ms. Dooley will file Statements of Economic Interests.
7. A contract for Broadband Consulting is being prepared by the Treasurer for signature by the Authority and the successful firm.
8. A "Financial Operations Manual" is being completed and will be presented at the March 21, 2014 board meeting.

Olivia Dooley, Treasurer
Roanoke Valley Broadband Authority

ROANOKE VALLEY BROADBAND AUTHORITY

P.O. Box 2569, Roanoke, VA 24010
www.highspeedroanoke.net

MEMBERS:

Kevin Boggess, City of Salem
Clay Goodman, Roanoke County
Kathleen Guzi, Botetourt County
Mike McEvoy, Citizen
Chris Morrill, City of Roanoke

**AT A REGULAR MEETING OF THE ROANOKE VALLEY BROADBAND AUTHORITY
HELD AT THE ROANOKE VALLEY-ALLEGHANY REGIONAL COMMISSION OFFICE ON
FRIDAY, FEBRUARY 21, 2014**

**RESOLUTION CERTIFYING THE CLOSED MEETING WAS HELD IN CONFORMITY
WITH THE CODE OF VIRGINIA**

WHEREAS, the Roanoke Valley Broadband Authority has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3712 of the Code of Virginia requires a certification by the Roanoke Valley Broadband Authority that such closed meeting was conducted in conformity with Virginia law.

NOW, THEREFORE, BE IT RESOLVED, that the Roanoke Valley Broadband Authority hereby certifies that, to the best of each member's knowledge:

1. Only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting which this certification resolution applies; and
2. Only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Roanoke Valley Broadband Authority.