TOWN OF MIDDLEBURG
HISTORIC DISTRICT REVIEW COMMITTEE
REGULAR MEETING MINUTES

Thursday, October 1, 2026
PENDING APPROVAL

The regular meeting of the Historic District Review Committee was held on Thursday, October 1, 2026, in the Town Hall Council Chambers. Chair Clites called the meeting to order at 5:30 p.m. Town Clerk North called the roll.

PRESENT: Tim Clites, Chair
Punkin Lee, Vice Chair
Virginia Jenkins
Margaret Littleton
Steve Simons
Linda Wright
Cindy C. Pearson, Council Representative

STAFF: William M. Moore, Deputy Town Manager
Amy Rogers, Planner
Rhonda S. North, MMC, Town Clerk

ABSENT: William Anderson (excused)

Approval of Meeting Minutes

Chair Clites moved, seconded by Vice Chair Lee, that the Historic District Review Committee approve the August 5, 2026 Regular Meeting Minutes as submitted.

Vote: Yes – Committee Members Lee, Jenkins, Littleton, Simons, and Wright and Councilmember Pearson
No – N/A
Abstain – N/A
Absent – Committee Member Anderson
(Chair Clites only votes in the case of a tie.)

New Business

COA 26-25: Fence – Meter Mounting Wall – 10 N. Pendleton Street – MainStreet Bank

Planner Rogers reported that the request was for a plywood wall for the mounting of additional electrical meters at 10 North Pendleton Street. She advised that the wall would be located outside of the garage doors, next to the existing transformer. Ms. Rogers noted that the electric meters would face the building. She explained that the proposal was to construct the wall using 4x4-inch pressure treated posts, which would be painted to match the stucco. She advised that one of the trees would be removed in order to construct the wall in that location.

Alger Stoneburner, of Master Craft Electrical Services, appeared before the Committee representing the applicant. He distributed a photo depicting a similar project they did elsewhere. Mr. Stoneburner advised that he would not use plywood, as it tended to fall apart when electrical systems were mounted on it, and would instead use 2x6-inch boards. He noted that the posts would be capped with copper. Mr. Stoneburner advised that there was already an electric meter on the wall of the building. He explained that Dominion Power wanted the bush removed for their high voltage lines; however, MainStreet Bank intended to re-plant it or plant a new one. In response to inquiries from the Committee, he advised that he would be happy to install another layer of planks so it would look like a solid wall in order to provide a fence wall effect facing the street. Mr. Stoneburner confirmed the proposal met Dominion Energy's specifications. He advised that he would leave it to the Committee as to whether the pressure-treated wood should be stained or painted. Mr. Stoneburner advised that the applicant was happy to accommodate whatever the Committee desired. He opined that the wall would disappear because the bush would be replanted. Mr. Stoneburner explained that Dominion's policy was now to never place more than one meter on a building and advised that they wanted a wall that was three or four feet away from an existing meter to hold the new meters. He noted that his original intent was to install the new meters on either side of the existing one. Mr. Stoneburner explained that the purpose of the new meters was to put the three buildings on separate meters. He advised that the only digging that would be done would be from the transformer to the building, which would be about eight feet, to bring in the new feeder lines.

The Committee agreed with the idea of installing a facing so the poles would be covered. They suggested the wall be stained to match the dark color of the garage door trim so it would disappear more. It was suggested that the landscaping in front of the wall be improved.

Mr. Stoneburner suggested the Committee provide some idea of what it would like to see. He advised that his wife, who was an architect, would draw it up and return it to the Committee for their approval.

The Committee held some discussion as to whether stone or signage should be added to the wall. It was noted that the signage would become a part of the signage limit for the property. They suggested the use of vertical boards on the street side of the wall and the elimination of the top to make it square. They noted that they liked the idea of a copper cap. The Committee agreed with the need for some bushes.

Mr. Stoneburner reiterated that the applicant's goal was to try to save the existing bush, depending on whether this could be coordinated with Dominion.

In response to an inquiry from the Committee, Planner Rogers advised that this was on private property. She agreed the Streetscape Committee could suggest some types of bushes to help the applicant.

Chair Clites summarized that the Committee's comments were to use vertical planks so they would look more like a fence and that they should be stained a dark color. He further summarized that there should be a continuous cap on the top. Mr. Clites noted that it did not need to be a copper cap and could just be a pitched wood, with everything being stained the same color.

Mr. Stoneburner expressed concern that the cap would collect water if it was not metal and would likely rot. He noted that snow would also build up on it during the winter. Mr. Stoneburner opined that for longevity purposes, it would be better to leave it open.

Committee Member Simons agreed.

After some discussion as to whether the application should return because of the changes that were being proposed, Planner Rogers suggested the Committee issue a conditional approval of what they described in order to give the electrician the ability to install the back side, while the Committee continued to work on the design of the front that would be seen from the street. She noted that this way, the Committee would know exactly what it would be approving.

Mr. Stoneburner agreed and noted that this would allow the project to move.

Chair Clites suggested that since vertical boards would be used, they should be 1x6-inches, as opposed to 2x6-inches so they would look more like fence boards.

Mr. Stoneburner suggested that he cap it the full length with pressure treated wood and face the wall with 1x6-inch boards. He advised that it would be simple to install a copper cap or something similar on top. Mr. Stoneburner expressed a preference for copper caps on the top of the posts to give the wall some detail. He advised that he would run the 2x4 boards horizontal where the power would be connected on the backside. Mr. Stoneburner further advised that he would add a couple of 2x4-inch boards inside of the 6x6-inch ones and then run the vertical fence boards up on that side so it appeared to be a fence. He confirmed he would use a solid pigment stain in a dark green to match the garage door color.

Chair Clites moved, seconded by Councilmember Pearson, that the Historic District Review Committee approve COA 26-25, a request of MainStreet Bank for a meter mounting wall system, with the following conditions: the side of the wall that faces the street be one-by-six vertical fence boards; the posts have a copper cap; it all be either solid stained or painted the color of the garage door; the post would be the same height or within an inch of the height of the fence boards; and, if the shrubbery does not survive, that any new shrubbery would be run by the Streetscape Committee.

Vote: Yes – Committee Members Lee, Jenkins, Littleton, Simons and Wright and Councilmember Pearson
No – N/A
Abstain – N/A
Absent – Committee Member Anderson
(Chair Clites only votes in the case of a tie.)

Discussion Items

JARB Awards

Chair Clites reported that he, Committee Member Simons, and Planner Rogers attended the JARB Awards Ceremony, held at Morven Park, last week. He advised that it was a nice event and there was a lot of positive feedback. Mr. Clites noted that Mr. Simons received a plaque for one of his projects and advised that he asked him to bring it to the Committee, as they have talked about the potential for developing a small, discrete plaque system for Middleburg.

Sample Historic District Plaque

Committee Member Simons noted that he owned property just outside of Upperville that included a house that was part of the original Howardsville community. He explained that he contacted the County seeking to have it placed on their historic register, which they agreed to do. Mr. Simons further explained that as a part of that designation, he received a nice plaque to post on the house. He noted that the Committee had discussed a plaque program for Middleburg on a few occasions and suggested there were a lot of historic properties in the Middleburg Historic District and surrounding areas where plaques could be installed. Mr. Simons noted that what he received was a high-quality plaque and advised that Loudoun County covered the cost through their permit fees.

Chair Clites thanked Mr. Simons for displaying his plaque. He asked that this be placed on a future agenda for discussion when the Committee did not have a lot of other items to discuss.

Appointed Officials Training

Town Clerk North provided appointed officials training related to the Virginia Freedom of Information Act (FOIA), the Virginia Public Records Act, the Virginia Conflicts of Interest Act (COIA), the Town's Handbook for Advisory Committees, the Town's Code of Ethics & Standards of Conduct Policy, the Town's Attendance Policy, and the Town's Acceptance of Gifts Policy to the members of the Committee.

Quorum for November Meeting

Chair Clites asked the members to let the Town Clerk know if they were unable to attend the November 5th meeting.

There being no further business, the meeting was adjourned at 6:21 p.m.

RESPECTFULLY SUBMITTED:

_____ _____
Rhonda S. North, MMC, Town Clerk

Attachment: October 1, 2026 Transcript of Meeting

HDRC Meeting Transcript – October 1, 2026

(Note: This is a transcript prepared by a Town contractor based on the video of the meeting. It may not be entirely accurate. For greater accuracy, we encourage you to review the video of the meeting that is on the Town's website – www.middleburgva.gov)

Tim Clites: Welcome, everyone to the Middleburg Historic District Review Committee's October 1, 2026, meeting. The first order of business is roll call.

Rhonda North: Chair Clites.

Tim Clites: Present.

Rhonda North: Vice Chair Lee.

Punkin Lee: Here.

Rhonda North: Committee Member Anderson is absent. Committee Member Jenkins.

Virginia Jenkins: Here.

Rhonda North: Committee Member Littleton.

Margaret Littleton: Here.

Rhonda North: Committee Member Simons.

Steve Simons: Here.

Rhonda North: Committee Member Wright.

Linda Wright: Here.

Rhonda North: Council Member Pearson.

Cindy Pearson: Here.

Tim Clites: Thank you. Next is public comments. If you're here for something on our agenda, we'll get to you during the agenda. It looks like you're here for something on the agenda. So, if there's no other public here, we'll close public comments and we'll look at the approval of the meeting minutes from the September 3, 2026, Regular Meeting. Are there any comments or corrections to the meeting minutes? Seeing none, I move we approve as submitted.

Punkin Lee: Second.

Tim Clites: All those in favor?

All of Committee: Aye.

Tim Clites: Any opposed? Any abstain? Thank you. Next is action item new business COA 26-25. Request of Main Street Bank for a meter mounting wall at 10 North Pendleton Street. Miss Rogers.

Amy Rogers: Thank you, Chairman Clites, Members of the Committee. The applicant is requesting a plywood wall to mount additional electric meters at 10 North Pendleton Street. This would be located outside the garage doors next to the existing transformer. This does not. [off mic] Look in this area of the building as shown on the screen. So, the wall would, the electrochromic would face the building, and the wall would face the street. It is going to be constructed of 4x4 pressure treated posts mounted on each side and painted to match the stucco. Here's kind of a picture of what it would look like on the inside. Up on the screen facing the building, it would have the panels mounted and that would be facing the building. Again, pictures of the location of the proposed panels right outside the doors. The one tree will come out to put the panels in the panel in. And here's kind of a rendering of what they were thinking. It would just be a panel. Again, the amount of equipment on it. I'd be happy to answer any questions. Alger Stoneburner, did I get that right? Yes, ma'am. Is here on behalf of the bank to discuss the project.

Tim Clites: Thank you. You're welcome to come to the podium and add any comments if you'd like to. If you do come to the podium, if you could state your name and address or business for the record, please.

Alger Stoneburner: My name is Alger Stoneburner. My address is 10880 Allens Fresh Road, Charlotte Hall, Maryland. And I'm with Mastercraft Electrical Service, and we do a goodly amount of work for Main Street Bank on design builds. And what I did to kind of help things along didn't make quite so quite enough but.

Tim Clites: Thank you.

Alger Stoneburner: Now, this is a similar project that we did for a gentleman's hunting cabin. So, everything as described by Main Street Bank to you folks the four by fours, we don't use plywood. Plywood tends to fall apart with electrical systems mounted on it. So, these are two by sixes. And you know, we cap the post with copper. I don't care if it's a hunting cabin or anything else, but, you know, we're after a particular esthetic. Now this is sort of what it would look like if it were facing the street and your situation. There's already a meter on the wall, on the building itself. And so, this would be turned around facing the wall. Basically, you have a kind of a metering area right there but unseen from the street. Now, currently there's a bush that Dominion Power once removed so that they can do their high voltage lines, but Main Street Bank intends on either putting the same one back or putting a new one in. And if you look on the second page, which I believe that Miss Rogers kind of pointed out with her with the, when you hit the drawings, the orange highlighted areas is where it's going in front of the electric room on the second page of what I prepared.

Tim Clites: Thank you. Appreciate that. I have a quick question before I go to the Committee. If we look at this image and we see the two by planks butted one to the other on the other side of the 4x4 post, would there be another layer of two by planks so that it looks like a solid wall?

Alger Stoneburner: That one doesn't happen, but I was already thinking about doing that because that way you get that fence wall effect facing out toward the street. So, we're happy to do so. Yes.

Tim Clites: That's just a question. I'll start with Cindy, please.

Cindy Pearson: Well, you answered the question because I was concerned about plywood not holding up.

Alger Stoneburner: No. Well, we I won't put an electrical system on plywood, you know, aside from the esthetics.

Cindy Pearson: So. No, I don't have any other questions.

Tim Clites: Thank you. Steve.

Steve Simons: So, I presume that the design meets the Dominion Energy's Blue Book specifications on that.

Alger Stoneburner: Yes.

Steve Simons: And are you going to treat that pressure-treated material with anything, is that going to receive a stain or any kind of paint?

Alger Stoneburner: That would be that's your call. Main Street Bank is happy to accommodate anything you guys come up with if you wanted painted, stained, whatever. But when the bushes go in, the only thing that I'll say, it'll probably disappear on its own because the bushes are going back. Right now, you can't see any part of the existing that portion of even the building, much less the meter on the wall. Now, what drove this wall here? If you're kind of wondering if there's already a meter Dominion Power's policy is to never put more than one meter on a building. I've done hundreds of jobs for them. That is not the case. There's meters, meters, meters, meters all the way down a building. So, I'm not really sure where this came from as far as we need, you know, we want a wall 3 or 4ft away from an existing meter to hold the meters. Our original intent, the existing meters here, we would have one to the left, one to the right, and nothing would really change. So, this is actually the whole thing is a Dominion Power scenario. This is what they're requesting.

Tim Clites: Thank you.

Steve Simons: Just out of curiosity, what is what is the need for the power upgrade?

Alger Stoneburner: Excuse me.

Steve Simons: What's the need for the power upgrade?

Alger Stoneburner: It's not additional power so much as it is distribution and metering. There's actually three separate buildings there, but they're all metered under one meter inside that electric current. So, the idea is to give the other two buildings their own meters and then rearrange the cabling and feeder system within the electric current. So, the only digging or anything that will

be done is from that transformer, which is about eight feet from that wall, you know, from the wall we're building just so Dominion Power can bring in new feeders to, you know, to that wall, to those two meters, and then everything else will be handled, you know, internally through the electric room. Okay.

Tim Clites: Thank you. Virginia.

Virginia Jenkins: It all seemed well, anyway, it's fine with me, but I do like the idea of putting a facing on them, so the poles are covered.

Tim Clites: Thank you. Linda.

Linda Wright: Yeah, I would agree with that as well. And I think if you're going to stain it, I would do it the dark color of the trim on the door, so it disappears some more rather than the stucco color.

Tim Clites: Thank you. Punkin.

Punkin Lee: I think since Dominion is going to require the tree to come out, maybe the landscaping in front of the completed Board could be improved. So, it just didn't look like it's a Board stuck behind a tree, once the tree gets bigger.

Alger Stoneburner: That's fine. If you

Punkin Lee: I'm just throwing. I mean, just to.

Alger Stoneburner: If you folks want to give the bank an idea of what you'd like to see my wife's an architect. She'll draw it all up, then we'll send it to you. You can approve it, and they're happy to do whatever you want.

Punkin Lee: I think just that big blank boards, even though if you double face it, it's still kind of you have the nice stone behind it and then you're just. I think it could be more creative.

Alger Stoneburner: Well, the.

Punkin Lee: Either make it a sign board for the building, whatever the building complex is called, that would be a way to give it a different presentation than just a board, would be my suggestion.

Alger Stoneburner: The only thing about any kind of stonework on the wall itself is there's. Yeah, you're thinking stones like architectural stones.

Punkin Lee: The stone facing right by the garage door is stone. So, you're putting this board thing in front of it. So why not enhance the board, because you're covering up the stone, which is much more attractive than the board? Does that make sense? Yes.

Cindy Pearson: But they couldn't use it for a sign.

Tim Clites: What does that suggest [multiple speakers]?

Cindy Pearson: Oh, sorry.

Tim Clites: I'm sorry.

Punkin Lee: I just think you could do something creative on the face. The street facing of that board, rather than just having that big piece of board there.

Cindy Pearson: But they couldn't use it for a sign board because that would become part of their sign limit.

Punkin Lee: Probably. Yeah, but I mean, maybe something else. I mean, frame it, or do something that just gives it a little more presence than double faced board. Punkin.

Tim Clites: Thank you, Punkin. Let's go to Margaret.

Margaret Littleton: My idea would be to do vertical boards on the street side and get rid of the top.

Alger Stoneburner: But okay, so just make it flush, make it square.

Margaret Littleton: Yeah, I like your copper. That's still good. And paint it dark. Dark, definitely. And I worry about the bushes. It definitely needs some bushes.

Alger Stoneburner: Oh, the bushes are an absolute. They're going to try and save the one that's there.

Margaret Littleton: Yeah. Well so is Dominion going to dig them up because they will kill them.

Alger Stoneburner: Main Street's going to dig them up. Okay. And then depending on and we're going to try and coordinate that with how quickly Dominion gets their work done and then put it back. That's the overall plan right now.

Margaret Littleton: Oh, I had Dominion all week and, on my property, and they took a chainsaw to my fence. So, you got to watch them.

Tim Clites: She's been chafed. [laughter] I think I appreciate the landscape input is that I'm going to ask a question I should know the answer to, but I don't. Is that something Streetscape could comment on or is it on private property and not part of Streetscape?

Amy Rogers: It's on private property. But again, Streetscape could suggest bushes if they wanted to, to help if the applicant is planning on putting in bushes so they could suggest some types of bushes that would look nice there.

Tim Clites: Okay. I guess I'll add my comments then and probably more as a way of summarizing. I like the vertical plank because it will look more like a fence. Thank you for that suggestion. I like the dark color, for those of you that made that suggestion, and if it's just vertical boards, no cap along the top, or do we want like, do we want it to just look like a fence?

And the boards are just all the same height? Or do we want a cap or how simple do you want to keep it?

Margaret Littleton: I think you need a cap, so they won't rot. Number one.

Tim Clites: Yeah. So, a continuous like.

Margaret Littleton: Frame?

Tim Clites: Cap.

Alger Stoneburner: Do you want a full-length copper cap with a little bit of overhang?

Tim Clites: I don't think.

Alger Stoneburner: It has to overhang.

Tim Clites: It doesn't have to be copper. I think it could just be the wood something pitched and then stained all the same color.

Alger Stoneburner: Okay.

Tim Clites: I think I'll go to Steve and ask what he thinks.

Alger Stoneburner: Cap to the top, that the cap is going to collect water if it's not metal, and that'll likely rot first. It also will build up with snow in the wintertime, and that could create. I think it would. I think it's tall enough that you're not going to be able to perceive that there's a hole in the top of it, and I think leaving it open with being two sided is probably better for longevity of it.

Steve Simons: Better Service.

Tim Clites: Okay. Great. Any other comments from anyone? We only have one project to make a motion on tonight, and so I cannot steal everyone's thunder, so I'm going to ask somebody else to do it.

Punkin Lee: Will they have to come back if they go to the vertical boards and change? I mean we've changed up everything they've presented. So, will they come back for approval? Just to check before we.

Tim Clites: Before you make a motion.

Virginia Jenkins: Can't we just suggest that it be done and you agree to it and just go forward instead of having to come back?

Punkin Lee: Yeah.

Amy Rogers: I suggest that you possibly conditionally approve what you've described. I think that will give them the ability to at least put in the back side of it and get working on the

electrical while we're working on the front design that you're going to see from the street. So that way you can, you'll know exactly what you're approving.

Alger Stoneburner: Fair enough. That keeps the project moving as well. So.

Tim Clites: Yeah. And I guess if we're doing vertical boards instead of two by six, they'd probably be like a one by six plank, right? So, it looked more like a fence board. Might as well.

Tim Clites: Go ahead, says Punkin.

Alger Stoneburner: And if I capped it full length with treated wood like count on doing that to keep the electrical side going that's how it'll be built. And then the face will be the one by six all the way to the, you know, an inch above ground something like that. And then if you want it copper capped or something like that, right on the top, it's very simple to do.

Tim Clites: Yeah. I think Steve's suggestion was maybe not to cap it and just have it be like a fence. So, the boards are sticking up.

Alger Stoneburner: Yeah, I think I would just I'd leave the top of the post with the copper caps on. It gives it some detail. Run the two by fours horizontal across the side where you're going to connect the power to the backside. Just add a couple of two by fours inside of the six by sixes, presuming you're using six by sixes for that, and then just run fence board vertical fence boards up on that side. So, it appears to be a fence.

Tim Clites: All right. And paint or stain you could use a heavy body stain the whole thing a dark color to match the garage doors.

Steve Simons: Yeah. A solid pigment stain.

Alger Stoneburner: All right. So, a mahogany or something like that.

Tim Clites: I think it's a dark green.

Amy Rogers: Yeah. The garage doors are a dark green. I think it's the same as the door color going into the garage.

Alger Stoneburner: Okay.

Tim Clites: Yeah. I move that we approve COA 26-25 Request Main Street Bank for a meter mounted mounting wall system with the following conditions that the side of the wall that faces the street be one by six vertical fence boards and that the posts have a copper cap and that it all be either solid stained or painted the color of the adjacent garage door.

Steve Simons: Second.

Tim Clites: Yeah, the post would be the same height or within an inch of the height of the fence boards.

Steve Simons: I think within inches.

Tim Clites: Within an inch. You got a little cap to put over it, right? Yeah.

Alger Stoneburner: So, you want just a little bit of space between the top of the fence board and the copper cap to give it the look instead of just looking like it's setting on it.

Tim Clites: Yeah, yeah.

Alger Stoneburner: Yeah, I agree.

Cindy Pearson: Do you need to add anything about the bushes? What did you say?

Tim Clites: I did not add anything about the bushes. Would you like to add something about that?

Cindy Pearson: Well, we were talking about taking it to Streetscape for suggestions if his bushes do not survive.

Tim Clites: Yeah, and if the shrubbery doesn't survive that any new shrubbery could be run by Streetscape. Does that feel like a clean motion to the staff? Great.

Cindy Pearson: Second.

Tim Clites: Oh. Thank you. I was over here hanging all by myself. All right. All those in favor? [laughter]

All of Committee: Aye.

Tim Clites: Any opposed? Any abstain? Thank you. Thanks for coming tonight. We appreciate it.

Alger Stoneburner: I appreciate the opportunity. Appreciate you guys taking all your time to do just this. Thank you. Have a great night.

Tim Clites: Thank you. You too. All right. We're going to go to discussion items. It's so great. We have such a short little agenda. And now we have all this fun stuff. Should we? Do you want to talk about that? That's great. Yeah. So, we're going to do some FOIA training. Can I jump in front of that just for a half a minute, Rhonda? We did go to the, just the public service announcement. We did go to the JARB Awards, Steve, and I last week and it was really wonderful. They had it up at Morven Park. It's a nice turnout.

Steve Simons: Amy came to.

Tim Clites: And Amy, I'm sorry. Yeah, but Amy you got to shout like. Yeah. Amy came too, thank you. Staff was busy, but we appreciate it was a nice turnout. I thought it was a nice event, like it always is. And a lot of positive feedback for everyone. Steve did get a plaque while he was there for a project that he's associated with, and I asked him to bring it tonight just for a quick visual look because we have talked about potentially having some kind of a small discrete plaque system for our town. So, I'm not asking you to look at this like this is the solution, but just to

look at it for what other people are doing. And Steve's going to leave the dais, and he is going to present formally now. [laughter]

Steve Simons: Steve Simons. So, we own a piece of property over off of Green Garden Road, which has a Bluemont address just outside of Upperville. And the house has some history to it. It was part of the original Howardsville community over there. And as such we contacted Loudoun County and asked that if we could put it on their historic register, which they agreed to. And as part of that designation, they give you these nice little plaques to be able to post on the house. So, we thought, as Tim and I were talking about this at the JARB the other night, we thought, you know, what a nice idea to have here in town. And I think it's been discussed a few times, and there's a lot of historic properties here within the Middleburg Historic District and the surrounding areas, frankly. So, this is a great example. It's high quality and Loudoun County somehow absorbs the cost of that through your permit fee, if you will. But that was what I wanted to share with you. If you have any questions, I'm happy to answer any questions.

Tim Clites: Thank you Steve. Thanks for bringing that in. So, I don't know, that's not an urgent thing, but it's something maybe we could just have on our agenda at another meeting where we don't have a bunch of discussion items, we could make that a discussion item. That's okay. Thank you. And thank you, Amy, for keeping track of that for us until we have time. All right, so now we're on to the excitement of the night. Appointed officials training Town Clerk Rhonda North. Take it away.

Rhonda North: Thank you, Mr. Chairman. This is a recording. Yes. So back in 2018, the Council adopted good governance as one of their strategic initiatives. And as a part of that, they ask that we do newly appointed officials training, but that we also train the Committees each year on the various documents associated with your service. So, we're going to do that this evening. The documents that we are going to go over are the appointed the handbook for appointed officials FOIA and the Public Records Act, the Code of Ethics and Standards of Conduct policy that the Town has the ordinance on acceptance of gifts and the attendance policy. So, I'm going to start with FOIA, which is the Virginia Freedom of Information Act, and that ensures that people in the Commonwealth of Virginia have open access to meetings and access to public records, and that occurs unless an exemption applies. All meetings have to be open to the public, and all records have to be available for public inspection. So, what is a public meeting under FOIA? Three people who are present regardless of location and they're conducting public business. So that is a public meeting. When you have a public meeting, the law requires that the date, time, and location be given at least three days in advance of a meeting. So, what happens if you're out? Three of you have to be out socializing somewhere. Somebody comes up and they ask you a question about HDRC business. You need to stop them because that meeting's not been noticed. So, you need to stop. You need to say, I'm sorry we can't discuss public business because that would be a meeting and that would be a violation of FOIA. So, what's not a public meeting under FOIA? Two Members gathering, even if you're discussing public business, is not a violation of FOIA unless two happens to become a quorum. If you're at a social function, as long as public business is not discussed, it doesn't matter if the whole Committee is there. It's not a public meeting. And then public candidates forums are not considered to be public meetings. Other provisions of FOIA are that minutes are required to be taken of the meeting. You cannot have secret or written votes. Everything has to be transparent and in the open. Now members can be polled. You know, sometimes you all will poll on a color or something like that. But action has to be taken in a meeting after the polling. You can't do a poll in lieu of a meeting. So, meeting agendas, some of this is old hat. But we do have some new changes to the state code that

took effect on July 1st. So, a copy of the agenda must be available for public inspection at the time it's distributed to the Committee. That's been a regulation for years and the staff takes care of that. The agendas also have to be posted on the town's website. Again, been in place for years that's something the town staff takes care of. What is new is that the General Assembly adopted legislation that took effect July 1st that says no final action can be taken on items that are added to the agenda after the meeting commences, unless they're time sensitive or they're the subject of a properly called closed session. There's a definition in the state code of final action. It's not just a vote. It's a, you know, just some action that completes the matter. So, it can be reaching a consensus, you know, whatever the case may be. Now, what is not considered final action is referring it to a subcommittee, referring it to a future meeting, or referring it to the staff for further information. So, the question I had, because you all were, you know, quite often have someone come before you with an item on the agenda and they'll say, oh, I forgot to put lights in my application. Is that the addition of an item to the agenda? The answer is we don't know yet. The courts have not decided. I've even checked with the FOIA Council. I got essentially the same response from them. Until the courts decide we're really not going to know. So, our county attorney's recommendation and mine as well is if someone tries to add something after the meeting starts, unless it is time sensitive, you really should defer it to the next meeting to take action just to be on the safe side until somebody else has challenged it and gone into court and we have a definitive ruling. Closed meetings under FOIA. So, you're only allowed to go into a closed meeting if there is an exemption that lets you go into closed session and to go into closed session, you have to first do a motion that states the purpose, the subject and the state code section that allows you to go into closed session. So again, you have to state the state code section. You have to state the reason, and you have to state the purpose. Most of the time, what you all are going to be going into closed session for is going to be if you have a vacancy on the Committee and you're discussing or interviewing a candidate for it. So, in that case, you would state the state code section 2.2-3711 A1. The reason would be for discussion consideration interviews of prospective candidates, and the purpose would be an appointment to the HDRC. So, we've given you three motions here that folks sometimes use. Which of the three motions do you think would be the correct motion? One says I go into closed session to discuss an appointment. One says I go into closed session under Virginia Code section pertaining to the discussion or interviews. And the third one gives the state code section the reason and the purpose. Three, that would be it.

Cindy Pearson: Okay. We're done.

Rhonda North: So once the closed session is over with, you have to certify the closed session. You have to certify that only the matters that you went into closed session were discussed, and that those matters are matters which are allowed under closed session. Now, if there is any deviation when you go to certify the closed session, you have to raise the deviation as a part of the certification process and say, yes, we actually discussed this too. If you do not disclose the deviation during the certification process and later it comes out that you deviated, there are some substantial court fines for not stating the deviation during the certification process. So, there's a specific motion. Usually, we just have the chair read the motion and each of the members agree to you know yes that was true or if not no it's not. And this is why it's not. Or someone can make the motion second it and vote the easy way is to just have the Chair read it. But if you all ever have to go into closed session, the staff will help you by providing you with the motion to go into as well as to certify the closed session. Anybody have any questions about FOIA? Okay. Participating in meetings electronically. So, you all have a policy. You have adopted a policy that allows the Committee-to-Committee members to participate in meetings electronically. You

have to have a quorum physically seated in the meeting in order for members to participate electronically. If it's a personal reason, if someone is participating for a medical reason then their participation electronically actually counts as if they're physically seated in the room. So, they kind of changed all of that a little bit. You have to have the chairs approval in advance of the meeting to participate electronically. You can do it for personal reasons only twice a year or 25% of the meeting times. If it's a medical reason, disability, you're a caregiver for somebody who's disabled, you can do it for an unlimited number of times. If you do participate electronically at the start of the meeting, you have to announce that you're participating electronically, the reason that you're participating electronically and the location that you are participating electronically from. If you are doing so for personal reasons, if you're doing so for a medical reason, you just have to state that you're participating electronically. If for some reason the, and all of that gets recorded in the meeting minutes. If for some reason the chairman denies your request to participate electronically, that gets recorded in the meeting minutes as well. And all of that is state code provisions, not something that we have any authority to deviate from. Does anybody have any questions about participating electronically? Okay. So, emails and meetings. Yes.

Steve Simons: Is there a particular vehicle that we would use for our meetings if we were doing electronic Zoom or Teams or?

Rhonda North: So, yes, what we'll do is you know, once the Chairman has approved it, I will send you a team's link. Because our system is set up so that the team link feeds into this meeting room so everyone can hear you, you can hear everyone. And it also feeds into the video system as well. So yes, once the Chair approves it then I'll send you a team's link for the meeting. Yep. Yeah. Emails and meetings. So, the Supreme Court has held that emails can constitute a meeting if there's between 3 or 4 members and they're simultaneous, but they never defined what simultaneous means. So, to avoid accidentally creating a meeting situation, we recommend and you will notice that when we, the staff, send you emails, that we send them to you as blind copies that way you cannot accidentally hit Reply All and create an accidental meeting situation. So, we strongly recommend that if you have to send out an email related to public business, that you do it as a blind carbon copy so that folks don't accidentally reply all and start a meeting. So now we're going to move on to the Public Records Act. So, the definition of a public record has actually changed slightly. But it is essentially any recorded information that documents a transaction or activity by any public officer, which you all are public officers, agencies, or employee. It doesn't matter what the physical form is. It doesn't matter what the characteristic is, it is what matters is that it is done in connection with the transaction of public business. So, the medium that it's in has no bearing whatsoever on whether it's a public record. So, what is not a public record? Any records that are preserved solely for reference use exhibit exhibition use is not a public record. Extra copies of a document are not a public record. So, for you all, for instance, the agendas I have the original record of the agenda I created that I have the original record. What you all, all have are copies. So those are not public records. You don't have to worry about retaining those. Also, and this is, this is a little different than it used to be because for those of you who've been here a while, you'll know always preached, if you take notes during a meeting to have a notebook that you keep them in. So, if somebody ever FOIA'd them that you could produce that. Well, there's been a change. So, if you prepare notes for a meeting, as long as you do not share them with anyone else, they're just meeting just notes for yourself during the meeting. They are no longer considered to be a public record. So, you don't have to worry about those anymore. Yeah. Nice. So, all public records have to be open to the public for inspection unless an exemption applies. So, what we recommend is that if you have any correspondence, emails, etc. that you're sending that you also copy myself, Amy, Will and let us serve as the

archivist for those records. And again, any notes from the meeting are no longer are public records. So, I need to update my last bullet there. So public records, the public Records Act makes the Library of Virginia responsible for identifying the retention schedules. There are lots of retention schedules and they're voluminous, you know, they're probably about this thick if I printed them all out probably for the most case, most of your all's records, the retention period would be about three years. So, if you do have any public records, you'd have to retain them for that period. There is a process for destroying public records. There is a form you would have to go through me as the records officer, and I would have to approve and help you do the form. So hopefully you don't have any public records, particularly now that meeting notes don't count and the staff can handle all of those. Emails and social media posts, if they are related to public business, are public records. It doesn't matter if it's your personal email address. It doesn't matter if it's your personal social media account. If you use those for conducting public business, you can be creating a public record. Particularly for social media we recommend you not do that. The town has social media. We recommend if there's anything you feel needs to be posted on social media that you let us know and we can use the town's social media to do so. Because one of the things is if you post on your account and somebody comments one of your friends comments, their post then becomes a public record. If they later decide to delete that post and somebody makes a FOIA request, you've got a problem because you can't produce that public record anymore. So please don't do that. You know, let us let our social media serve in that function because we actually have a program that archives our social media. So, if we ever have a FOIA request for it, it searches for it and produces it quickly and we can easily respond. Okay, so I'm going to move on to the Handbook for Committees unless anybody has any questions. Okay. So, you all are in an interesting position in that you are both a regulatory Committee and that you all take actions on your own, and you're also an Advisory Committee. Mostly you're a regulatory Committee. But like your last meeting, I think it was you recommended to Council some changes to the Historic District guidelines. So, in that case, you were also an Advisory Committee. So, the function of Advisory Committee is to increase community input for the Council and the staff, so that everyone can focus more clearly on the community's needs. So Advisory Committees recommend new programs or revisions to existing ones, identify policy decisions that need to be made as Members you all provide your expertise. You encourage communication between the town and the residents, and you help us provide creative ideas. Advisory Committees elect a chair and officers each year. You make an annual report to the Council each year. You have to adhere to state and local rules and regulations, and any advisory recommendations are subject to the approval of the Council. Again, you're appointed to be part of a group that advises the Council with regard to your advisory roles. So, members are asked to know the reason you know that the Committee exists. Be aware of the commitment, the time that it takes to notify, in this case, me if you can't attend to complete any tasks that are assigned to vote unless you have a conflict of interest, which we'll talk about conflict of interest later, to know your legal obligations to operate within those, and to work in the spirit of cooperation to reach a consensus. So, each appointed Committee has a Council representative and a staff liaison. In this case you've got Cindy as your Council Representative, and you actually have two staff liaisons. You have Amy and Will. So, the Chair and line of communications the Chair works with the staff on setting up the meetings, any correspondence or follow-up on items? If you have any questions regarding town or state policy or legislative matters you should consult with me as the town clerk if you have any questions with regard to Council position on matters, you would consult with the Town Manager. And if the media should ever contact you, which I don't think that's ever happened since I've been here, you're asked to refer them to the Town Manager for any official statements involving town policy. So, you can contact Council at any time to discuss a Committee issue. We do suggest you start with your Council liaison, because

they're going to be the person who's going to be most appropriately to answer your question. And if you feel you need legal advice, then you just let Will know and then he can contact the Town Attorney. So now I'm going to move into the Conflict-of-Interest Act unless anyone has any questions on the handbook. Okay, so the Virginia Conflict of Interest Act applies to service here on the town. I'll use Tim as an example. Sometimes Tim has a client, and the client has to get a certificate of appropriateness from the HDRC, and he will step down. And Punkin will take over. So, if you have a financial interest in an item before you, then you're going to have a conflict of interest. We do have a conflict-of-interest form that we do encourage you to fill out and submit to me, and that is intended to protect you should someone later on complain that you have a conflict of interest, and we can say, yes, they advised us. They filled out the form. They filed it. Sometimes you can have a conflict of interest and still vote, but probably most of the time before this Committee, if you have a conflict of interest, you're going to be precluded from voting. So, the Town Council developed a code of ethics and standards of conduct policy that it wants all of its Committee members to follow. They felt that the citizens deserve fair, ethical, and accountable local government. So, to that end, they adopted the Standards of Conduct and Code of Ethics policy. So, it essentially says you're going to uphold all of the laws and regulations that you're going to display high moral principles to the people of Middleburg above loyalty to individuals, that you'll expose any corruption or misconduct, that you'll give full dedication to the positions of trust that you've been appointed to. That you will most effectively and efficiently accomplish your tasks on the Committee, and that you'll support the rights of the citizens who appear before you. You're asked to provide a positive environment for the staff, the citizens, and the businesses who come before you to come prepared for each meeting and be open minded and patient and concise to avoid using abusive or threatening languages to respect the rights of your colleagues, to have different opinions to be courteous and considerate towards everyone and to adhere to the attendance policy. So, attendance policy. So, under that, if you have three consecutive unexcused absences and the Chair determines whether your absence is excused or unexcused, if you have three then I have to send you a letter automatically rescinding your appointment to the Committee. And usually what we do is if you get to two, then Tim, or I'll let you know and just remind you of the policy. If you miss more than half the meetings in a 12-month period, it doesn't matter whether they choose or not. Again, I have to send you out the letter rescinding your appointment. There is if that does happen, there is a process for you to appeal to the Town Council. We've had that happen. Sometimes people do appeal, sometimes they do not appeal. But, you know, the whole goal is to make sure folks are here and that we can conduct business because at one point we were having so many people miss and we were having applicants and the staff sitting here, we didn't know if we weren't going to have a quorum. And, you know, it's not an effective way to do business. And it's a little embarrassing.

Tim Clites: That's also one of the reasons why I think we all supported the remote involvement, because there are times where some of us can't be here for a period of time, so.

Rhonda North: Yes, and for many years, the state did not allow electronic participation in meetings. I think if there's anything good that came out of Covid, if you can say, you know, anything good came out of Covid, it is that people realize that you can actually meet electronically and, you know, still be transparent in doing so. And, you know, still involve people so, that's sort of the good part of it. And each year, you know, and of course, we have to adopt the remote participation policy annually under the state code. And that's because they tweak it each year because I think, you know, they're letting go, you know, a little more, a little more, a little further out each year as, as people become more comfortable meeting electronically. So, acceptance of gifts and donations. So, you are prohibited from soliciting or

accepting gifts for yourself or members of your family due to your position here with the town. Now we do understand that, you know, people are friends. They exchange birthday gifts; they exchange Christmas gifts that's not the kind of thing we're talking about. Now, I know earlier in the year we did have a situation where we had an individual who appeared before you all. You acted on part of her application. She was going to return the following meeting. And after you acted, she came up and she gave everyone, you know, these little gift bags. And I know a lot of folks were uncomfortable. Nobody wanted to kind of call her out and embarrass her. But we did hear about it later on. And it did actually become a topic of discussion during Council's strategic retreat because they heard about it as well. So, I know a number of you returned the bags to me after the meeting ended and we returned them back to her. I think next time the staff's just going to have to embarrass the individual and say, I'm sorry, we can't accept those. But, you know, just a reminder, you know, we cannot accept gifts, even ones that seem so innocent. And, you know, I know she wasn't trying to bribe anyone or anything like that. But we have to be cautious because there are folks out there in video world who world who are watching. And we don't want to give the appearance of any type of bias. So, acceptance of donations to the town, only the Town Council can accept donations to the town. It doesn't matter whether it's cash, personal property or services. So, if anybody wants to donate anything for any reason we take it to the Town Council. If it's cash it has to be earmarked for a specific project, otherwise, it just goes into the general fund, and all donations are public information have to be acknowledged publicly. We don't allow anonymous donors. We're transparent. So that's it. We're done. Any questions?

Steve Simons: Nice job. [applause]

Cindy Pearson: For how many years? Just one year or is it every two we have to do this?

Rhonda North: We're supposed to do this every year. You know, some years we get it in, some years we don't. But in this particular year, you know, Steve's, you know, fairly new. He's not had the training. And particularly when we have changes in the state code that you all need to be aware of, then I try to, you know, push, and make sure we have this training just to, to make sure that we don't accidentally violate anything. So, thank you, I appreciate it.

Tim Clites: Well, thank you. I think this is a good reminder for all of us. So, we appreciate it. Quorum for the next meeting. Let the staff know if you can't make it. Is there anything else on anyone's mind? No. Meeting adjourned.