

MINUTES
BERRYVILLE TOWN COUNCIL
Berryville-Clarke County Government Center
Regular Meeting
June 14, 2022
7:00 p.m.

Town Council: Present—Harry Lee Arnold, Jr., Mayor; Donna McDonald; Diane Harrison; Grant Mazzarino; Kara Rodriguez. Absent—Erecka Gibson, Recorder

Staff: Present--Keith Dalton, Town Manager; Christy Dunkle, Community Development Director; Cynthia Poulin, Treasurer; Paul Culp, Town Clerk; Chief Neal White, Berryville Police Department

Press: Mickey Powell, *The Winchester Star*

Also present: Chairman David Weiss and Matt Bass, Clarke County Board of Supervisors.

1. Call to Order

Mayor Arnold called the meeting to order at 7:00 p.m.

2. Pledge of Allegiance

3. Approval of Agenda

Ms. Harrison moved to approve the agenda as presented. The motion passed by unanimous voice vote.

4. Presentations/Awards/Recognitions

Mayor Arnold asked the clerk to read the **attached** resolution honoring the life of Viola Brown, who until her recent death had been Berryville's oldest resident for many years.

Ms. McDonald moved to approve the resolution. The motion passed by unanimous voice vote.

5. Public Hearings

The hearing was for review of preliminary spot blight determinations and spot blight abatement plans submitted by the Town Manager in accordance with §5-5 of the Berryville Code for the following properties: 12 First St., 112 Josephine St., 114 Josephine St., and 225 Josephine St. Mr. Dalton enumerated the steps taken in this regard since January 2021.

Mayor Arnold called the public hearing to order at 7:06 p.m., asking that speakers confine their remarks to the topic of blight and refrain from discussing personality matters.

Matt Bass cited the historical value of Josephine Street and synopsised the blight abatement process thus far. He asked the Council to heed the recommendations of the Planning Commission and Architectural Review Board, which he said had emphasized the need to give property owners a more reasonable amount of time in which to comply with the Town's determinations.

Donna Richardson, owner of 112 Josephine Street, said she had not been given fair notice of the Town's determinations nor opportunity for conversation. She warned of personal biases inimical to the Constitution, and recommended the establishment of a liaison group to deal with officials excluding the town manager.

Dorothy Davis, a member of the board of the Josephine School Community Museum, asked the Town to reconsider the destruction of historic structures and distributed a written history of the properties under discussion.

Kenneth Liggins claimed that the Town owed him for water and sewer charges, and criticized the practice of imposing liens on property for remedial work or demolition.

Daniel Nelson said the properties on Josephine Street should receive the same respect as other historic landmarks considered important. He said Josephine Street needs help and support and that families there had been bullied in the recent past.

Susan French said she is a former civil rights lawyer from Winchester and that she has been involved with the current blight abatement process for five months. She said it has been toxic and asked the Council to rectify this. She said the property owners on Josephine Street should be given additional time because of complications created by land-title problems, that Josephine Street had not been treated equally with other areas in terms of public works projects, and that the number of blight notices sent to black property owners was excessive and a possible violation of civil rights legislation.

Robert Stieg said land-title problems created a need for additional time and that the Town had been negligent with regard to the historical value of the Josephine Street properties and the need for expert consultation in such matters.

James Costello said he is a long-time builder and contractor and that drainage problems had contributed to the condition of the property at 12 First Street and that there would be little point in pursuing remedial measures without those problems first being addressed by the Town.

In the absence of further comments, Mayor Arnold closed the public hearing at 7:32 p.m.

6. Discussion of Public Hearing Items

The Council engaged in no further discussion of the matter.

7. Citizens' Forum

No one spoke.

8. Consent Agenda

The consent agenda comprised the minutes of the May 10 Town Council regular meeting and the May 23 meeting of the Community Development Committee.

Ms. McDonald moved to adopt the consent agenda as presented. The motion passed by unanimous voice vote.

9. Unfinished Business

None.

10. New Business

None.

11. Council Member Reports

Mayor Arnold said he had enjoyed speaking at a recent gathering in honor of the late Mrs. Brown. The other Council members had nothing to report.

12. Staff Reports

Public Works

Nothing was added to the written report.

Public Utilities

Nothing was added to the written report.

Police

Nothing was added to the written report.

Community Development

Ms. Dunkle said the Berryville Area Development Authority in its May meeting had approved a site plan for two warehouses on Jack Enders Boulevard and that construction would require the setting of public improvement and erosion and sediment control bonds in the amounts of \$1,764,620.00 and \$124,218.00 respectively.

Ms. Rodriguez moved that the Council of the Town of Berryville approve the public improvement and erosion and settlement control bonds in the amounts of \$1,764,620.00 and \$124,218.00 respectively. The motion passed by unanimous voice vote.

Ms. Dunkle said the Town had applied for two SMART Scale grants in 2018 for sidewalk extensions on East Main Street and that the 2022 application was due on August 1 and would require a resolution from the Council.

Ms. Harrison moved that the Council of the Town of Berryville adopt the attached resolution in support of two SMART Scale applications for sidewalk on the north side of East Main Street from the Norfolk Southern Railroad tracks to Jack Enders Boulevard and from Jack Enders Boulevard to Battletown Drive. The motion passed by unanimous voice vote.

Ms. Dunkle said the Town had earmarked \$150,000 for wayfinding signage as discussed in previous meetings, with funding via the Town's American Rescue Plan Act (ARPA) Implementation Plan, and that the request for proposals from prospective vendors to provide project planning assistance required Council approval.

Mr. Mazzarino moved that the Council of the Town of Berryville adopt the attached RFP and direct Town staff to issue the offering. The motion passed by unanimous voice vote.

Ms. Dunkle said multiple discussions of street trees had led to the Streets and Utilities Committee deciding in its May 23 meeting on a recommendation that all street trees be removed except for two trees adjacent to the Bank of Clarke County parking lot.

Ms. Harrison, as chair of the committee, noted that some of the street trees were down already. She said she is fond of trees but that having fewer trees would enhance the visibility of businesses, open up more walking space, and eliminate problems arising from delivery trucks contacting trees.

Ms. Dunkle said that staff required direction from the full Council. Mr. Dalton said that action at the present stage would be for removal of trees and storage of the grates.

Ms. Rodriguez moved that the Council of the Town of Berryville direct Town staff to remove all street trees with the exception of the two in front of the Bank of Clarke County parking lot and to cause the concrete sidewalk to be repaired in accordance with Virginia Department of Transportation standards. The motion passed by unanimous voice vote.

Administration and Finance

Ms. Poulin had nothing to add to her report beyond directing the Council's attention to the **attached** motion for approval of the Fiscal Year 2023 budget and appropriation of funds, which passed unanimously on a motion by Ms. Harrison.

Town Manager

New Organization Chart

Mr. Dalton directed the Council's attention to the sample organization charts included in the agenda packet, with particular reference to the duties associated with the new deputy town manager position agreed upon in previous meetings. The Council discussed the various options and whether the new deputy manager should begin with oversight of Public Works, Utilities, and Planning, with subsequent reorganization for a broader range of duties, or with a more general approach from the outset. The mayor noted that an organization chart could be changed at any time as circumstances warrant. Mr. Mazzarino said rigid fidelity to any particular option would not be mandatory.

Ms. Rodriguez moved that the Council of the Town of Berryville adopt option three (attached**) of the organization charts to be the official organization chart of the Town of Berryville. The motion passed by unanimous voice vote. The motion passed, with Ms. McDonald voting nay and all other members aye.**

13. Committee Updates

Budget and Finance

Recorder Gibson, chair of the committee, was absent, and Ms. McDonald had nothing to add.

Community Development

Ms. Rodriguez said the committee would meet on July 25 at 9:00 a.m.

Personnel

Mayor Arnold said two members of the Planning Commission and one member of the Architectural Review Board had agreed to serve additional terms after the impending expiry of their current terms.

Ms. McDonald moved that the Council of the Town of Berryville reappoint Kim Kemp to the Berryville Planning Commission for a term of four years which expires on August 31, 2026. The motion passed by unanimous voice vote.

Ms. McDonald moved that the Council of the Town of Berryville reappoint Gwen Malone to the Berryville Planning Commission for a term of four years which expires on August 31, 2026. The motion passed by unanimous voice vote.

Ms. McDonald moved that the Council of the Town of Berryville reappoint Susan Godfrey to the Architectural Review Board for a term of four years which expires on August 31, 2026. The motion passed by unanimous voice vote.

Public Safety

Ms. McDonald had nothing to add.

Streets and Utilities

Ms. Harrison said the committee would next meet on June 27 at 10:00.

Mr. Dalton directed the Council's attention to the portion of the agenda packet devoted to a presentation on options for a sewer system inflow and infiltration study that had been discussed by the Streets and Utilities Committee and by the full Council in its May meeting.

Mr. Dalton said he preferred the least expensive of the available options, which would cost approximately \$125,000, to be funded via ARPA. He said the more expensive options would provide for acoustic inspection of sewer lines and would cost an additional \$175,000, likely to be taken from sewer fund reserves.

Ms. Harrison said she was willing to support the least expensive version, which would provide the Town with the needed baseline. Ms. Rodriguez and Mayor Arnold concurred.

Ms. Harrison moved that the Council of the Town of Berryville direct the town manager to finalize the agreement for the infiltration and inflow study and direct the town manager to agree to completion of Option A and direct the manager to utilize funds from the American Rescue Plan Act of 2021 to pay for this work. The motion passed by unanimous voice vote.

Mr. Dalton said he would confer with the engineer regarding timing, as the study must include rain events of a certain magnitude.

14. Closed Session

No closed session occurred.

15. Other

None.

16. Adjourn

The Council adjourned by consensus on a motion by Ms. McDonald at 8:00 p.m.

Erecka L. Gibson, Recorder

Paul Culp, Town Clerk

Berryville – Clarke County
Government Center
101 Chalmers Court, Suite A
Berryville, VA 22611



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BERRYVILLE
EST. 1798 *Genuine* VIRGINIA

RESOLUTION OF SUPPORT
Town of Berryville SMART Scale Applications

WHEREAS, the Town of Berryville is applying for two SMART Scale grants in order to construct pedestrian improvements and other infrastructure upgrades on East Main Street between the Norfolk Southern Railroad tracks and Jack Enders Boulevard and between Jack Enders Boulevard and Battletown Drive; and

WHEREAS, the Berryville Town Council adopted a Resolution establishing an Urban Development Area (UDA) at their June 12, 2018 meeting followed by a Resolution of Support at their June 22, 2018 meeting; and

WHEREAS, pedestrian accommodations are needed in this area to address safety concerns due to increased traffic volumes and to enable access to the Downtown Berryville business district; and

WHEREAS, these improvements will enhance economic development efforts in the community by improving access to businesses; and

WHEREAS, additional residential units are anticipated in this area within the next five years; and

WHEREAS, upgrades to storm water management infrastructure will allow for additional private investment on properties located in the project area; and

THEREFORE, BE IT RESOLVED, that the Council of the Town of Berryville supports and endorses the SMART Scale applications submitted for pedestrian improvements on East Main Street.

Adopted this 14th day of June, 2022.

Harry Lee Arnold, Jr., Mayor

Erecka L. Gibson, Recorder

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Mayor

Erecka L. Gibson
Recorder

Council Members

Donna Marie McDonald
Ward 1

Diane Harrison
Ward 2

Grant Mazzarino
Ward 3

Kara C. Rodriguez
Ward 4

Keith R. Dalton
Town Manager

TOWN COUNCIL SIGN-UP SHEET

Public Hearing

Tuesday, June 14, 2022

7:00 p.m.

The Town Council will review preliminary spot blight determinations and spot blight abatement plans submitted by the Town Manager in accordance with §5-5 of the Berryville Code for the following properties: 12 First St., 112 Josephine St., 114 Josephine St., and 225 Josephine St.

Name: _____ **Town of Berryville Resident?**

MATT BASS Yes No

~~Sandra Richardson~~ Yes No

~~Susan French~~ Susan French Yes No

Dorothy Davis JSCM Yes No

Jenneth Duggins Yes No

Daniel Nelson Yes No

Susan French Yes No

Robert Feig Yes No

Jamer Costello Yes No

Yes No

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WHEREAS, these improvements will enhance economic development efforts in the community by improving access to businesses; and

WHEREAS, additional residential units are anticipated in this area within the next five years; and

WHEREAS, upgrades to storm water management infrastructure will allow for additional private investment on properties located in the project area; and

THEREFORE, BE IT RESOLVED, that the Council of the Town of Berryville supports and endorses the SMART Scale applications submitted for pedestrian improvements on East Main Street.

Adopted this 14th day of June, 2022.

Harry Lee Arnold, Jr., Mayor

Erecka L. Gibson, Recorder

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Mayor

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Council Members

Donna Marie McDonald
Ward 1

Diane Harrison
Ward 2

Grant Mazzarino
Ward 3

Kara C. Rodriguez
Ward 4

Keith R. Dalton
Town Manager



**TOWN OF BERRYVILLE, VIRGINIA
REQUEST FOR PROPOSAL
PROFESSIONAL SERVICES - WAYFINDING SIGNS
RFP # 2022-02 DRAFT**

RFP ISSUE DATE: June 30, 2022

QUESTIONS DUE: July 15, 2022, 12:00 p.m. ET

ANSWERS POSTED BY: July 29, 2022, 12:00 p.m. ET

SUBMISSION DUE DATE: August 19, 2022, 5:00 p.m. ET

SUBMISSION DELIVERY ADDRESS: Cynthia Poulin
Director of Finance/Treasurer Town of Berryville
101 Chalmers Court, Suite A
Berryville, VA 22611

Berryville, Virginia Town Council is soliciting proposals from qualified firms to develop a program for the development and implementation of wayfinding signage. Because the primary roads in Berryville are maintained by the Virginia Department of Transportation ("VDOT"), the process must comply with the VDOT guidelines and requirements as established in the most recent update of the *VDOT Community Wayfinding Sign Manual*.

Community Overview

Berryville is the County seat and economic center of Clarke County ("County"). With just under 5,000 residents, Berryville is located within the Washington, D.C. Metropolitan Statistical Area. The County and Town of Berryville ("Town") have been recognized nationally for their combined efforts to maintain the rural and agricultural nature of the community while creating a commercial and residential base in Berryville.

Scope of Services

The Town of Berryville is seeking a professional firm or consultant to develop a wayfinding sign package to include, but not be limited to, the following:

- Assistance with formulating a local Task Group to ensure the appropriate stakeholders are identified.
- Identifying a list of criteria to locate specific signage to include field work to identify travel

- routes and existing signs, and destinations.
- Develop schematic designs with the new Town brand.
- Conduct meetings and presentations with local Task Group, elected officials, VDOT officials, and others to be determined.
- Prepare submittals to the VDOT Wayfinding Sign Program Administrator (WSPA) as required.
- Development of sign system program and cost estimates for engineering, survey work, legal documents, fabrication, installation, and maintenance of wayfinding signage.
- Prepare Construction Intent Documents (CID) after final comments are approved by VDOT including specifications and details for all proposed signs.

Procedures

All proposals shall convey the following information in the following order:

1. Firm history and organization.
2. Firm experience providing examples of branding, marketing, and graphic design projects to include work samples, description of services provided, and client contact information.
3. Firm experience working with the design and implementation of wayfinding signage packages and with VDOT.
4. Firm resumes of key project staff and other outside firms who may be used by the firm.
5. Outline of firm’s approach to providing services and proposed project timeline.
6. Cost estimates for services identified above and firm’s fee schedule.

Review and Award

To be considered for selection, respondents must submit a complete response to this Request for Proposal. Failure to do so may result in the rejection of the proposal. An authorized representative of the firm must sign the proposal.

Please submit responses via mail or deliver a physical copy to:

Cynthia Poulin
 Town of Berryville
 101 Chalmers Court, Suite A
 Berryville, VA 22611

Please submit responses via email to treasurer@berryvilleva.gov.

All responses must be received by the Town of Berryville no later than 5:00 p.m. on Friday, August 19, 2022.

Term of Contract

The Town reserves the right to extend this contract for related services upon mutual agreement between the Town and the selected firm.

The Town reserves the right to negotiate terms with the selected firm for goods/services other than those specifically stated in this informal Request for Proposal (“RFP”) in the best interest of the Town and agreed to by the firm.

Applicants are encouraged to provide additional information not specifically identified as a requirement if that additional information is applicable to this RFP.

All work produced by the selected firm shall be the property of the Town and shall be deemed to have assigned any copyrights and any other rights exclusively to the Town.

This RFP does not commit the Town to enter into an agreement with any firm and is not a guarantee for contract. At its own discretion, the Town may reject any and all proposals, and may modify or terminate the application or selection processes without prior notice. The offeror certifies that the information contained in the submittal is true and correct to the best of their knowledge. The Town is not responsible for damage or loss of materials submitted. Failure to comply with all requirements of this RFP will result in a rejected proposal.

Timeline and Submissions

Proposals due:	Friday, August 19, 2022 by 5:00 p.m.
Selected firm notified:	By Friday, September 16, 2022 by 5:00 p.m.
Anticipated project completion:	On or before Friday, September 1, 2023 by 5:00 p.m.

Physical copies will be accepted at the Town of Berryville Business Office at the address above. Email submissions must be sent to treasurer@berryvilleva.gov by no later than 5:00 p.m. EDT on Monday, August 19, 2022. No facsimile submissions will be accepted. The Town of Berryville is not responsible for delays in the delivery of the proposal.

All applicants shall abide by all applicable state and federal laws. The Town does not discriminate against small and minority businesses or faith-based organizations.

Any questions or comments concerning this Request for Proposal shall be directed in writing to: Christy Dunkle, Community Development Director
planner@berryvilleva.gov

The Town of Berryville has the ability to amend the offering as required.

Please see attached General Terms and Conditions for Requests for Proposals.

Town of Berryville

General Terms and Conditions – Requests for Proposals

These General Terms and Conditions are required for use in written solicitations issued by the Town of Berryville, Virginia herein after referred to as "Town" for procurements.

APPLICABLE LAWS AND COURTS: This solicitation and any resulting contract shall be governed in all respects by the laws of the Commonwealth of Virginia and any litigation with respect thereto shall be brought in the courts of the Commonwealth. The contractor shall comply with all applicable federal, state and local laws, rules and regulations.

ANTI-DISCRIMINATION: By submitting their proposals, offerors certify to the Town that they will conform to the provisions of the Federal Civil Rights Act of 1964, as amended, as well as the Virginia Fair Employment Contracting Act of 1975, as amended, where applicable, the Virginians With Disabilities Act, the Americans With Disabilities Act and § 2.2-4311 of the Virginia Public Procurement Act (VPPA).

EMPLOYMENT DISCRIMINATION PROHIBITED: Employment discrimination by contractor prohibited; required contract provisions. All public bodies shall include in every contract of more than \$10,000 the following provisions:

During the performance of this contract, the contractor agrees as follows:

- A) The contractor will not discriminate against any employee or applicant for employment because of race, religion, color, sex, national origin, age, disability, or other basis prohibited by state law relating to discrimination in employment, except where there is a bona fide occupational qualification reasonably necessary to the normal operation of the contractor. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices setting forth the provisions of this nondiscrimination clause.
- B) The contractor, in all solicitations or advertisements for employees placed by or on behalf of the contractor, will state that such contractor is an equal opportunity employer.
- C) Notices, advertisements and solicitations placed in accordance with federal law, rule or regulation shall be deemed sufficient for the purpose of meeting the requirements of this section.

The contractor will include the provisions of the foregoing paragraphs a, b and c in every subcontract or purchase order of over \$10,000, so that the provisions will be binding upon each subcontractor or vendor.

ETHICS IN PUBLIC CONTRACTING: By submitting their proposals, offerors certify that their proposals are made without collusion or fraud and that they have not offered or received any kickbacks or inducements from any other offeror, supplier, manufacturer or subcontractor in connection with their proposal, and that they have not conferred on any public employee having official responsibility for this procurement transaction any payment, loan, subscription, advance, deposit of money, services or anything of more than nominal value, present or promised, unless consideration of substantially equal or greater value was exchanged.

IMMIGRATION REFORM AND CONTROL ACT OF 1986: By submitting their proposals, offerors certify that they do not and will not during the performance of this contract employ illegal alien workers or otherwise violate the provisions of the federal Immigration Reform and Control Act of 1986.

DEBARMENT STATUS: By submitting their proposals, offerors certify that they are not currently debarred by the Town from submitting proposals on contracts for the type of goods and/or services covered by this solicitation, nor are they an agent of any person or entity that is currently so debarred.

MANDATORY USE OF TOWN TERMS AND CONDITIONS FOR RFPs: Modification of or additions to the General Terms and Conditions of the solicitation may be cause for rejection of the proposal; however, the Town reserves the right to decide, on a case by case basis, in its sole discretion, whether to reject such a proposal.

BILL PAYMENT POLICY: The Town Treasurer shall make payment in full (unless an alternate payment plan has been agreed upon) for all goods delivered or services rendered within thirty days of receipt of the bill.

No goods or services shall be deemed received until such goods are completely delivered and found acceptable by the Department Head. For purposes of determining whether or not payment was made in accordance with this policy, payment in full shall be considered to be made on the date the check for payment was mailed or otherwise transmitted.

When a bill submitted to the Town is incorrect or when there is a defect or impropriety in a bill submitted, the respective Department Head shall notify the creditor in writing prior to the date on which payment in full is due. The notice shall contain a description of the defect or impropriety and any other additional information to enable the creditor to correct the bill. Upon receiving a corrected bill, the Town shall make payment in full on or before the thirtieth calendar day after receipt of the corrected bill.

SUBCONTRACTORS: All offerors shall include a list of all subcontractors with their proposal. The Town reserves the right to reject the contractor's selection of subcontractors for good cause. If a subcontractor is rejected, the offeror may replace that subcontractor with another subcontractor subject to the approval of the Town. Any such replacement shall be at no additional expense to the Town nor shall it result in an extension of time without the Town's approval.

To Subcontractors: A contractor awarded a contract under this solicitation is hereby obligated:

To pay the subcontractor(s) within seven (7) days of the contractor's receipt of payment from the Town for the proportionate share of the payment received for work performed by the subcontractor(s) under the contract; or

To notify the Town and the subcontractor(s), in writing, of the contractor's intention to withhold payment and the reason.

PRECEDENCE OF TERMS: In the event there is a conflict between any of the other General Terms and Conditions and any Special Terms and Conditions in this solicitation, the Special Terms and Conditions shall apply.

QUALIFICATIONS OF OFFERORS: The Town may make such reasonable investigations as deemed proper and necessary to determine the ability of the offeror to perform the services/furnish the goods and the offeror shall furnish to the Town all such information and data for this purpose as may be requested. The Town reserves the right to inspect offeror's physical facilities prior to award to satisfy questions regarding the offeror's capabilities. The Town further reserves the right to reject any proposal if the evidence submitted by, or investigations of, such offeror fails to satisfy the Town that such offeror is properly qualified to

carry out the obligations of the contract and to provide the services and/or furnish the goods contemplated therein.

TESTING AND INSPECTION: The Town reserves the right to conduct any test/inspection it may deem advisable to assure goods and services conform to the specifications.

ASSIGNMENT OF CONTRACT: A contract shall not be assignable by the contractor in whole or in part without the written consent of the Town.

CHANGES TO THE CONTRACT: Changes can be made to the contract in any of the following ways:

The parties may agree in writing to modify the scope of the contract. An increase or decrease in the price of the contract resulting from such modification shall be agreed to by the parties as a part of their written agreement to modify the scope of the contract.

The Town may order changes within the general scope of the contract at any time by written notice to the contractor. Changes within the scope of the contract include, but are not limited to, things such as services to be performed, the method of packing or shipment, and the place of delivery or installation. The contractor shall comply with the notice upon receipt. The contractor shall be compensated for any additional costs incurred as the result of such order and shall give the Town a credit for any savings. Said compensation shall be determined by one of the following methods:

1. By mutual agreement between the parties in writing; or
2. By agreeing upon a unit price or using a unit price set forth in the contract, if the work to be done can be expressed in units, and the contractor accounts for the number of units of work performed, subject to the Town's right to audit the contractor's records and/or to determine the correct number of units independently; or
3. By ordering the contractor to proceed with the work and keep a record of all costs incurred and savings realized. A markup for overhead and profit may be allowed if provided by the contract. The same markup shall be used for determining a decrease in price as the result of savings realized. The contractor shall present the Town with all vouchers and records of expenses incurred and savings realized. The Town shall have the right to audit the records of the contractor as it deems necessary to determine costs or savings. Any claim for an adjustment in price under this provision must be asserted by written notice to the Town within thirty (30) days from the date of receipt of the written order from the Town. If the parties fail to agree on an amount of adjustment, the question of an increase or decrease in the contract price or time for performance shall be resolved in accordance with the procedures for resolving disputes provided by the Disputes Clause of this contract. Neither the existence of a claim nor a dispute resolution process, litigation or any other provision of this contract shall excuse the contractor from promptly complying with the changes ordered by the Town or with the performance of the contract generally.

DEFAULT: In case of failure to deliver goods or services in accordance with the contract terms and conditions, the Town, after due oral or written notice, may procure them from other sources and hold the contractor responsible for any resulting additional purchase and administrative costs. This remedy shall be in addition to any other remedies which the Town may have.

TAXES: Sales to the Town are normally exempt from State sales tax. State sales and use tax certificates of exemption will be issued upon request. (NOT NORMALLY REQUIRED FOR SERVICE CONTRACTS)

INSURANCE: By signing and submitting a proposal under this solicitation, the offeror certifies that if awarded the contract, it will have the following insurance coverage at the time the contract is awarded as well as any other insurance requirements laid out in the request for proposal. The Town requires minimum insurance amounts as recommended by the Virginia Risk Sharing Association. For construction contracts, if any subcontractors are involved, the subcontractor will have workers' compensation insurance in accordance with §§ 2.2-4332 and 65.2-800 et seq. of the Code of Virginia. The offeror further certifies that the contractor and any subcontractors will maintain these insurance coverages during the entire term of the contract and that all insurance coverage will be provided by insurance companies authorized to sell insurance in Virginia by the Virginia State Corporation Commission. The Town Manager is authorized to amend coverages and limits as required. Such amendments shall be provided in writing and specifically state that established coverages and limits differ from those provided in the Town's General Terms and Conditions.

MINIMUM INSURANCE COVERAGES AND LIMITS REQUIRED FOR MOST CONTRACTS:

General services contracts or leases:

Commercial General Liability

- \$1 million Each Occurrence (Bodily Injury and Property Damage)
- \$3 million General Aggregate that applies on a per project basis
- \$3 million Products/Completed Operations Aggregate
- \$1 million Per Person or Organization (Personal and Advertising Injury)

Owned and/or Non-Owned Automobile Liability-\$1,000,000 each accident

Workers Compensation Insurance -\$100,000 Bodily Injury each accident/\$100,000 Bodily Injury Disease Each Employee /\$500,000 Bodily Injury Disease policy limit (unless sole proprietor)

Excess Liability-\$1,000,000 each (CGL/AL/EL) occurrence/\$3,000,000 Annual Policy Aggregate

Minor Construction Contracts (\$99,999.99 or less):

Commercial General Liability

- \$1 million Each Occurrence (Bodily Injury and Property Damage)
- \$3 million General Aggregate that applies on a per project basis
- \$3 million Products/Completed Operations Aggregate
- \$1 million Per Person or Organization (Personal and Advertising Injury)

Owned and/or Non-Owned Automobile Liability-\$1,000,000 each accident

Employers Liability-\$100,000 Bodily Injury each accident/\$100,000 Bodily Injury Disease Each Employee /\$500,000 Bodily Injury Disease policy limit

Professional Liability (Errors and Omissions)-\$2,000,000 each wrongful act/\$3,000,000 annual policy claims aggregate (effective date same as contract date with one-three year extended reporting period (only if consulting or designing is involved).

Excess Liability-\$3,000,000 each (CGL/AL/EL) occurrence/\$3,000,000 Annual Policy Aggregate

Major Construction (more than \$100,000) or Hazardous contracts:

Commercial General Liability

- \$1 million Each Occurrence (Bodily Injury and Property Damage)
- \$3 million General Aggregate that applies on a per project basis
- \$3 million Products/Completed Operations Aggregate
- \$1 million Per Person or Organization (Personal and Advertising Injury)

Owned and/or Non-Owned Automobile Liability-\$1,000,000 each accident
Employers Liability-\$100,000 Bodily Injury each accident/\$100,000 Bodily Injury Disease
Each Employee /\$500,000 Bodily Injury Disease policy limit
Professional Liability (Errors and Omissions)-Refer to Risk Manager-\$2,000,000 each
wrongful act/\$3,000,000 annual policy claims aggregate (effective date same as contract
date with one-three year extended reporting period. Important if designing or consulting is
performed).
Excess Liability- Refer to Risk Manager-\$5,000,000 each (CGL/AL/EL)
occurrence/\$5,000,000
Annual Policy Aggregate

Professional services contracts:

Commercial General Liability

- \$1 million Each Occurrence (Bodily Injury and Property Damage)
- \$3 million General Aggregate that applies on a per project basis
- \$3 million Products/Completed Operations Aggregate
- \$1 million Per Person or Organization (Personal and Advertising Injury)

Owned and/or Non-Owned Automobile Liability-\$1,000,000 each accident
Employers Liability-\$100,000 Bodily Injury each accident/\$100,000 Bodily Injury Disease
Each Employee /\$500,000 Bodily Injury Disease policy limit
Professional Liability (Errors and Omissions)-\$2,000,000 each wrongful act/\$3,000,000
annual policy claims aggregate (effective date same as contract date with one-three year
extended reporting period.
Cyber or Identity Breach liability-\$1,000,000 each identity breach
Excess Liability-\$2,000,000 each (CGL/AL/EL) occurrence/\$3,000,000 Annual Policy
Aggregate

Design Professional Services and Surveyors contracts:

Commercial General Liability

- \$1 million Each Occurrence (Bodily Injury and Property Damage)
- \$3 million General Aggregate that applies on a per project basis
- \$3 million Products/Completed Operations Aggregate
- \$1 million Per Person or Organization (Personal and Advertising Injury)

Owned and/or Non-Owned Automobile Liability-\$1,000,000 each accident
Employers Liability-\$100,000 Bodily Injury each accident/\$100,000 Bodily Injury Disease
Each Employee /\$500,000 Bodily Injury Disease policy limit
Professional Liability (Errors and Omissions)-\$2,000,000 each wrongful act/\$3,000,000
annual policy claims aggregate (effective date same as contract date with one-three year
extended reporting period.
Excess Liability-\$2,000,000 each (CGL/AL/EL) occurrence/\$3,000,000 Annual Policy
Aggregate

The Town shall be named as an additional insured on any policy obtained by Contractor/
Subcontractor/Vendor/Lessee pursuant to this paragraph. Contractor shall furnish the Town
with all Certificates of Insurance that indicate(s) adequate insurance coverage has been
obtained. Contractor shall furnish the Town with an additional insured endorsement.

HOLD HARMLESS AGREEMENT: Contractor shall attach to each liability insurance policy, with
the exception of Worker's Compensation, the following endorsement: "Contractor and all
subcontractors shall save Town harmless from any and all claims, damages, liabilities, expenses
of litigation, including attorney's fees, and losses arising out of injury to, or death of, any of
Contractor's employees or any other person while on or about Town's premises or job site in
connection with any matters relating to or arising out of the performance of this Contract. It is
understood and agreed that the Contractor is at all times acting as an independent contractor."

ADDITIONAL REQUIREMENTS: During the performance of the Work described in the Contract Documents, the Contractor agrees to:

- A) Employment discrimination by contractor prohibited; required contract provisions (see § 2.2-4311 of the Code of Virginia)
- B) Compliance with federal, state, and local laws and federal immigration law; required contract provisions (see § 2.2-4311.1 of the Code of Virginia)
- C) Compliance with state law; foreign and domestic businesses authorized to transact business in the Commonwealth (see § 2.2-4311.2 of the Code of Virginia)
- D) Drug-free workplace to be maintained by contractor; required contract provisions (see § 2.2-4312 of the Code of Virginia)
- E) Post in conspicuous places, available to employees and applicants for employment, a statement notifying employees that the unlawful manufacture, sale, distribution, dispensation, possession, or use of a controlled substance or marijuana is prohibited in the Contractor's workplace and specifying the actions that will be taken against employees for violations of such prohibition
- F) Include the provisions of the foregoing clauses in every subcontract or purchase order of over \$10,000, so that the provisions will be binding upon each subcontractor or vendor.

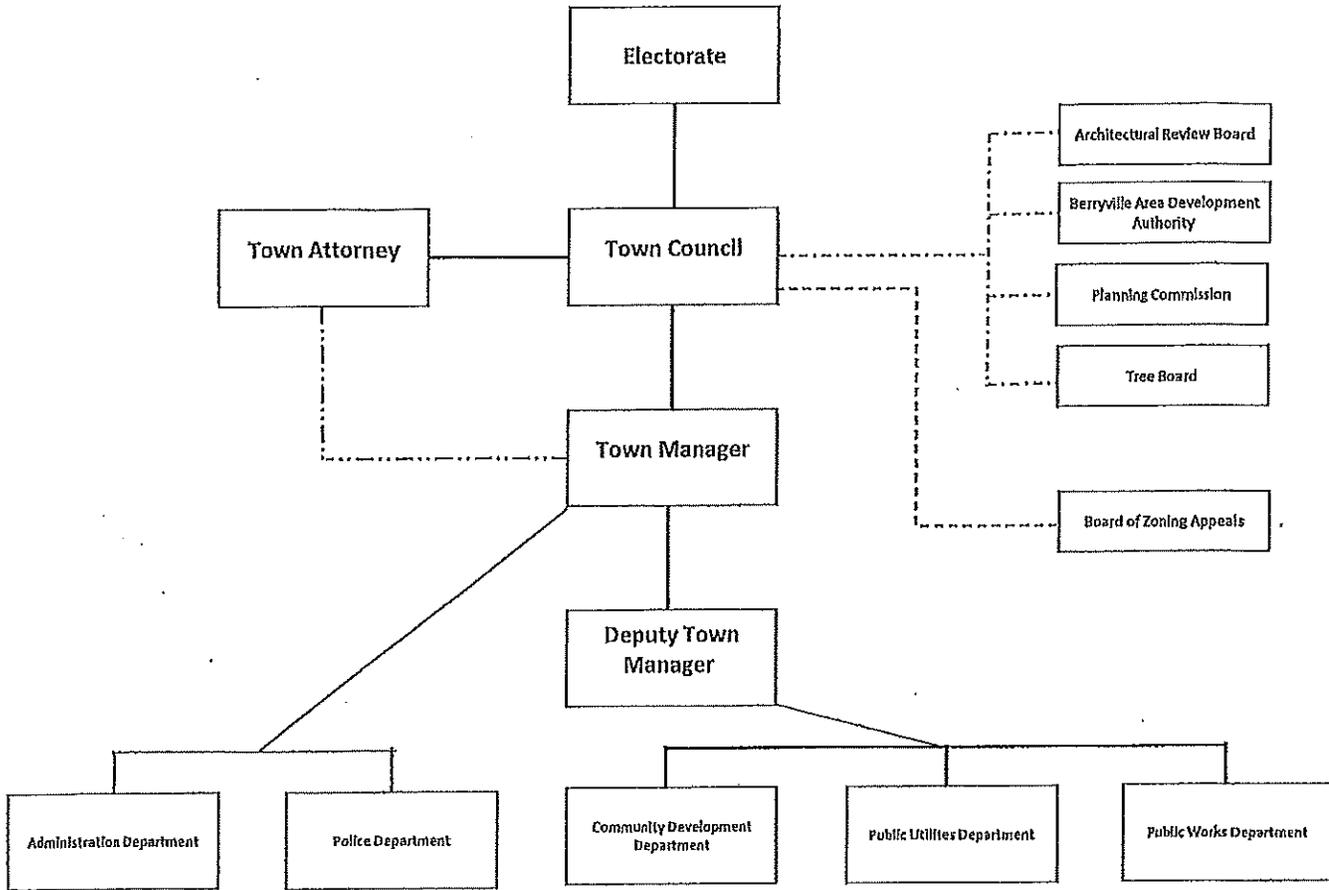
OPTION 3



TOWN OF BERRYVILLE

Virginia

Town of Berryville Organizational Chart



BERRYVILLE TOWN COUNCIL STREETS AND UTILITIES COMMITTEE
Berryville-Clarke County Government Center
MINUTES
June 27, 2022

A meeting of the Berryville Town Council Streets and Utilities Committee was held on Monday, June 27, 2022 at 10:00 a.m. in the Berryville-Clarke County Government Center, located at 101 Chalmers Court in Berryville, Virginia.

Members of the committee present: Diane Harrison, Chair; Kara Rodriguez

Other Council member present: Mayor Jay Arnold

Staff present: Keith Dalton, Town Manager; Paul Culp, Town Clerk; Christy Dunkle, Community Development Director

1. Call to Order

Ms. Harrison called the meeting to order at 10:00 a.m.

2. Approval of Agenda

The agenda was approved by consensus on a motion by Ms. Rodriguez.

3. Unfinished Business

Sidewalk and Street Maintenance

Mr. Dalton briefly summarized a memorandum he had sent to the committee members. He explained that Ms. Harrison had requested a briefing on the status of FY2022 reimbursement funds. He said he believed the Town still was \$90,000 under the reimbursement limit and that VDOT had granted an extension through October for expenditure of the funds. He said he would be conferring with Public Works Director Rick Boor and that he believed it might be possible to complete concrete work under an already-existing contract.

Mr. Dalton said sidewalk repair is needed on Walnut and Crow Streets, and paving on Crown Street and multiple cul-de-sacs north of Mosby Boulevard. He and Ms. Harrison discussed the sidewalk on the lower section of Page Street, and Mr. Dalton said it would be considered.

American Rescue Plan Act of 2021 Project Update

Mr. Dalton said he and the Town engineer had completed a final review of the plans for Virginia Avenue and Josephine, Osborne, Bundy, and North Church Streets and that he expected to have revised plans and bid documents on hand soon. He said he also was working on obtaining several easements and that he hoped to have an offering out by mid-August.

4. New Business

Parades

Mr. Dalton said the long-established custom of beginning parades at Station Road and ending them at Lincoln Avenue had drawn complaints and expressions of concern in recent years regarding parade traffic and staging on the property at 351 Station Road, and that steel storage and transfer activities along that street had increased considerably. He said it would be worthwhile to consider a shorter route that would not involve traversing or staging on private property, and that neither the County nor the school system opposed a route beginning at Johnson-Williams Middle School and ending at the Government Center. He said discussions with Mayor Arnold had prompted him to clarify that such a parade would actually end at the intersection of Main Street and Chalmers Court, with the Government Center being available for persons needing to load or unload passengers.

Mr. Dalton also said the Committee members had expressed to him a desire to discuss the possibility of limiting parking along the parade route in order to enhance spectator safety.

There was a discussion of Main and Chalmers as the terminus of the parade route, and of the high volume of emergency calls at the senior housing units nearby.

Ms. Rodriguez said she was particularly concerned about parking along the parade route, and suggested timely and thorough pre-event communication if such a prohibition came about. There was a discussion of where parking should be restricted.

Mayor Arnold said a parking ban would create logistical difficulties, such as whether violators would be towed and by whom, the need for vacating parking spaces early enough for the police to close the street several hours before the event, and the troubles that would arise for elderly people accustomed to using handicapped parking slots as observation points.

There was a discussion of the greater crowd density, hence the greater danger, if the crowd is compressed by a reduction in the length of the parade route.

Ms. Rodriguez suggested a parking ban on one side of the street only. Ms. Harrison said Berryville is growing and that some sort of restrictions would be necessary sooner or later. The Committee agreed on prohibiting parking on the south side of Main Street between Buckmarsh and Church Streets and between Church Street and 23 East Main Street.

Mr. Dalton requested guidance on the matter by the full Council in its July 12 meeting, saying that this would give staff time to prepare for the permit application for the Clarke County High School homecoming parade in the fall.

Additional Fines for Speeding: Northeast Collector

Mr. Dalton explained that in 2008 VDOT had granted the Town's request for increased fines on Jackson Drive, Josephine and Liberty Streets, Mosby and Hermitage Boulevards, and South Church Street from Swan Avenue to South Buckmarsh Street, and that because of the Town's assumption of responsibility for maintenance of secondary streets in 2012, in combination with a 2021 decision by the Commissioner of Highways permitting installation of signs indicating an additional \$200 speeding fine, the Town Council may decide whether such a measure is appropriate. He said a resident had requested that this be considered, and that if the Committee so desired he could draw up criteria compatible with the **attached** VDOT criteria.

The Committee agreed that such increased fines probably would not be feasible because of an insufficient number of violators by VDOT standards and owing to the impossibility of a constant police presence in the affected areas. Discussion resulted in an agreement to discuss the matter further in October in order to establish criteria.

Advisory Sign Regarding Tractor-Trailers on Church Street

Mr. Dalton explained that Ms. Harrison had asked staff to consider the feasibility of signs warning drivers that Church Street is not suitable for tractor-trailers other than those whose destinations are on that street. Mr. Dalton said VDOT had indicated its willingness to cooperate with the Town on this. There was a discussion of the precise location of the signs. Ms. Harrison suggested that Ed Carter of VDOT be consulted about the best location for signs.

5. Other

The Committee agreed to meet again on October 24 at 10:00 a.m.

6. Closed Session

None.

7. Adjournment

The meeting adjourned at 10:58 a.m. on a motion by Ms. Rodriguez.

CRITERIA FOR INSTALLATION OF SIGNS

To qualify for the signs, a street must meet the following criteria:

1. Be in the statewide system of highways maintained by VDOT.
2. Meet the definition of a "Local Residential Street" as defined above.
3. Have a properly and legally posted speed limit of 45 mph or less established in accordance with §§ 46.2-870 through 46.2-878, the Commissioner of Highways January 25, 2017 "Delegation of Authority – Speed Limits on State-Controlled Roads" and VDOT's IIM-TE-365.0, Speed Limit Change Process.

NOTE: Streets where the speed limit is not posted should have the speed limit signs installed for a reasonable time (at least 30 days or more) prior to making a determination if criteria # 4 (below) is met.

4. Have a documented speeding problem. A speed study is conducted that includes speed data collected at one or more points along the street as appropriate demonstrating that the 85th percentile speed of vehicles in at least one travel direction exceeds the posted speed limit by 10 mph or more. Other VDOT programs such as the traffic calming program utilize a similar threshold.