

**A G E N D A**  
**JAMES CITY COUNTY ECONOMIC DEVELOPMENT AUTHORITY**  
**REGULAR MEETING**  
**April 20, 2021**  
**4:00 PM**

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**A. CALL TO ORDER**

1. The meeting will be held electronically pursuant to the Continuity of Government Ordinance adopted by the Board of Supervisors on April 14, 2020 and readopted on September 8, 2020. The meeting will have a live audio broadcast accessible through Zoom. Citizen comments may be submitted via email to EDA Secretary Christopher Johnson at Christopher.Johnson@jamescitycountyva.gov.
2. Join Zoom Meeting

**B. ROLL CALL**

1. Roll Call
2. Electronic Meeting Resolution

**C. APPROVAL OF MINUTES**

1. Minutes for Approval - March 16, 2021

**D. FINANCIAL REPORTS**

1. Financial Reports for Approval - March 2021

**E. CLOSED SESSION**

**F. NEW BUSINESS**

1. Bond Refinancing
2. Enterprise Zone Grants

**G. OLD BUSINESS**

1. Start Peninsula Update
2. LPGA Update
3. GWP Target Sector Industry Study Update

**H. LIAISON REPORTS**

**I. DIRECTOR'S REPORT**

1. Director's Report

**J. UPCOMING DATES OF INTEREST**

1. LPGA Pure Silk Championship - May 20-23, 2021

**K. ADJOURNMENT**

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Christopher Johnson- EDA Secretary

SUBJECT: Join Zoom Meeting

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Topic: James City County Economic Development Authority Meeting  
Time: Apr 20, 2021 04:00 PM Eastern Time (US and Canada)

Join Zoom Meeting  
<https://us02web.zoom.us/j/81247397182>

Meeting ID: 812 4739 7182

Dian-in audio (choose any):

+1 646 558 8656  
+1 301 715 8592  
+1 312 626 6799  
+1 669 900 9128  
+1 253 215 8782  
+1 346 248 7799

Meeting ID: 812 4739 7182

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 12:53 PM

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Christopher Johnson- EDA Secretary

SUBJECT: Electronic Meeting Resolution

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**ATTACHMENTS:**

	Description	Type
	Electronic Meeting Resolution	Resolution

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 12:54 PM

## RESOLUTION

### ECONOMIC DEVELOPMENT AUTHORITY ELECTRONIC MEETING HELD

APRIL 20, 2021

WHEREAS, on March 24, 2020 the James City County Board of Supervisors (the “Board”) adopted an emergency Ordinance to ensure the continuity of government in response to the coronavirus pandemic negatively affecting the health, safety, and welfare of the citizens of James City County (the “County”); and

WHEREAS, on April 14, 2020 and again on September 8, 2020, the Board readopted the continuity of government Ordinance (the “Ordinance”), which, under certain circumstances, permits the Board and its subordinate boards, committees, and commissions to conduct regularly scheduled, special, or emergency meetings solely by electronic or telephonic means without a quorum of members physically present (a “Virtual Meeting”); and

WHEREAS, the James City County Economic Development Authority is a subordinate board appointed by the Board and is therefore eligible to conduct a Virtual Meeting; and

WHEREAS, the James City County Economic Development Authority desires to conduct a Virtual Meeting on April 20, 2021 at which time those items listed on the agenda attached hereto (the “Agenda”) will be considered; and

WHEREAS, each of the members of the James City County Economic Development Authority have reviewed each the items listed on the Agenda and have determined that consideration of each is necessary to ensure the continuation of the essential functions of the government during the emergency described in the Ordinance.

NOW, THEREFORE, BE IT RESOLVED that the Economic Development Authority of James City County, Virginia, hereby finds and declares that immediate consideration of each of the items set forth in the Agenda is necessary to ensure the continuation of essential functions of the government during the emergency declared by the Board and further described in the Ordinance.

\_\_\_\_\_  
Vince Campana  
EDA Chairman

ATTEST:

\_\_\_\_\_  
Christopher Johnson  
EDA Secretary

	VOTES		
	<u>AYE</u>	<u>NAY</u>	<u>ABSTAIN</u>
CAMPANA	_____	_____	_____
MEREDITH	_____	_____	_____
NICE	_____	_____	_____
STANKO	_____	_____	_____
STOCKTON	_____	_____	_____
TINGLE	_____	_____	_____
TURNER	_____	_____	_____

Adopted by the Economic Development Authority of James City County, Virginia, this 20th day of April, 2021.

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Christopher Johnson- EDA Secretary

SUBJECT: Minutes for Approval - March 16, 2021

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**ATTACHMENTS:**

	Description	Type
	Minutes for Approval - March 16, 2021	Minutes

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 12:56 PM

**MINUTES**  
**JAMES CITY COUNTY ECONOMIC DEVELOPMENT AUTHORITY**  
**REGULAR MEETING**

**March 16, 2021**  
**4:00 PM**

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**THE MEETING WAS HELD ELECTRONICALLY PURSUANT TO THE CONTINUITY OF  
GOVERNMENT ORDINANCE ADOPTED ON APRIL 14, 2020, AND READOPTED ON  
SEPTEMBER 8, 2020, BY THE BOARD OF SUPERVISORS OF JAMES CITY COUNTY,  
VIRGINIA.**

**THE MEETING WAS CONDUCTED VIA ZOOM WITH PUBLIC ACCESS PROVIDED  
THROUGH INTERNET AUDIO AND VIDEO, AS WELL AS TELEPHONIC AUDIO.  
COMMENTS ON AGENDA ITEMS WERE ACCEPTED BY EMAIL SUBMISSION TO THE  
ECONOMIC DEVELOPMENT AUTHORITY (EDA) SECRETARY.**

**A. CALL TO ORDER**

Mr. Campana called the meeting to order at 4:00 p.m.

**B. ROLL CALL**

Vince Campana, Chair  
Lynn Meredith  
Brandon Nice  
Joe Stanko  
Carlton Stockton  
Tom Tingle  
William Turner-joined at 4:46 p.m.

Also Attending:

Sue Sadler, Board of Supervisors' Liaison to the EDA  
Christopher Johnson, EDA Secretary  
Jeff Wiggins, EDA Fiscal Agent  
Liz Parman, EDA Counsel  
Kate Sipes, Assistant Director, Economic Development  
Laura Messer, Tourism and Marketing Coordinator, Economic Development  
John Carnifax, Interim Assistant County Administrator  
Von Gilbreath, Executive Director, Greater Williamsburg Partnership (GWP)

**C. CONTINUATION OF THE ESSENTIAL FUNCTIONS OF GOVERNMENT**

Resolution Adoption - EDA Electronic Meeting, March 16, 2021

A motion to Approve the Resolution was made by Carlton Stockton; motion Passed.  
AYES: 6 NAYS: 0 ABSTAIN: 0 ABSENT: 1  
Ayes: Campana, Meredith, Nice, Stanko, Stockton, Tingle  
Absent: Turner

Mr. Campana referred to the resolution in the Agenda Packet addressing the fact that the meeting was being held in an electronic format pursuant to the Continuity of Government Ordinance adopted by the Board of Supervisors, due to social distancing guidelines issued in response to the COVID-19 outbreak.

**D. APPROVAL OF MINUTES**

1. Minutes Adoption - February 16, 2021

A motion to Approve was made by Lynn Meredith; motion Passed.

AYES: 6 NAYS: 0 ABSTAIN: 0 ABSENT: 1

Ayes: Campana, Meredith, Nice, Stanko, Stockton, Tingle

Absent: Turner

**E. FINANCIAL REPORTS**

1. February 2021 Financial Reports

A motion to Approve was made by Carlton Stockton; motion Passed.

AYES: 6 NAYS: 0 ABSTAIN: 0 ABSENT: 1

Ayes: Campana, Meredith, Nice, Stanko, Stockton, Tingle

Absent: Turner

Mr. Wiggins presented the revenue and expense reports for February 2021.

**F. NEW BUSINESS**

Mr. Johnson introduced Ms. Von Gilbreath, Executive Director of the GWP, who presented an update on GWP activities and introduced the Calendar Year 2020 GWP Annual Report. Ms. Gilbreath highlighted the three-pronged approach of GWP: Building Capacity, Building Strategic Partnerships, and Building Awareness.

Ms. Gilbreath invited members of the EDA to sign up to receive the quarterly newsletter from GWP and to attend the presentation, by Chmura Economics and Analytics, on March 31 of the Target Industry Update.

Ms. Sadler thanked Ms. Gilbreath for her efforts and work well done on behalf of James City County and the Greater Williamsburg region.

Multiple members of the EDA concurred with Ms. Sadler and thanked Ms. Gilbreath for the comprehensive overview of GWP's many efforts.

**G. CLOSED SESSION**

Enter Closed Session

A motion to enter Closed Session was made by Tom Tingle; motion Passed.

AYES: 5 NAYS: 0 ABSTAIN: 1 ABSENT: 1

Ayes: Meredith, Nice, Stanko, Stockton, Tingle

Abstain: Campana

Absent: Turner

Mr. Campana noted the next item on the agenda was the Closed Session and reminded the EDA of a previously-stated conflict. Mr. Campana asked Mr. Tingle, as Vice-Chair, to lead the Closed Session and was removed from the video discussion.

Mr. Tingle led the EDA into Closed Session in accordance with the Code of Virginia for the purposes of: (1) discussion or consideration of the disposition of publicly held real property located at 8295 Columbia Drive, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Authority pursuant to Virginia Code Section 2.2-3711(A)(3); and (2) consultation with legal counsel retained by the Authority regarding specific legal matters related to agreements and property owned by the Authority requiring the provision of legal advice by such counsel pursuant to Virginia Code Section 2.2-3711(A)(8).

Mr. Turner joined the meeting during Closed Session.

The EDA returned to Open Session and Mr. Campana rejoined the meeting.

#### Certify Closed Session

A motion to certify the Closed Session was made by Lynn Meredith; motion Passed.

AYES: 6 NAYS: 0 ABSTAIN: 1 ABSENT: 0

Ayes: Meredith, Nice, Stanko, Stockton, Tingle, Turner

Abstain: Campana

#### Resolution for Sale of Real Property

A motion to approve a resolution to sell real property located at 8925 Columbia Drive upon such terms and conditions as approved by the Real Estate Holdings Committee of the EDA was made by Brandon Nice. The resolution authorizes and grants the Secretary of the EDA the power to execute any and all documents necessary to execute such sale. The resolution was amended to clarify the sale pertained only to a portion of the parcel.

A motion to approve the resolution as amended was made by Brandon Nice; motion Passed.

AYES: 6 NAYS: 0 ABSTAIN: 1 ABSENT: 0

Ayes: Meredith, Nice, Stanko, Stockton, Tingle, Turner

Abstain: Campana

### **H. OLD BUSINESS**

There were no old business items.

### **I. LIAISON REPORTS**

Mr. Campana asked if any of the EDA Directors had a Liaison Report to offer. There were none.

### **J. DIRECTOR'S REPORT**

Mr. Johnson referred to the Director's Report in the packet and offered to answer any questions.

Mr. Turner asked if the James City County budget would have any impact on the EDA budget.

Mr. Johnson answered that it would not, as the EDA does not receive funding as part of the County General Fund.

Mr. Johnson introduced Mr. John Carnifax, Interim Assistant County Administrator, to the EDA, informing the EDA that Mr. Carnifax may be a guest at EDA meetings for the next several months.



**K. UPCOMING DATES OF INTEREST**

The dates for the LPGA Pure Silk Championship at Kingsmill Resort for 2021 are May 20-23.

**L. ADJOURNMENT**

1. Adjourn until April 20, 2021

A motion to Adjourn was made by Carlton Stockton; motion Passed.

AYES: 7 NAYS: 0 ABSTAIN: 0 ABSENT: 0

Ayes: Campana, Meredith, Nice, Stanko, Stockton, Tingle, Turner

At approximately 5:15 p.m., Mr. Campana adjourned the Authority.

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Christopher Johnson, Secretary  
Economic Development Authority

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Vince Campana, Chair  
Economic Development Authority

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Jeffrey Wiggins - EDA Fiscal Agent

SUBJECT: Financial Reports for Approval - March 2021

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**ATTACHMENTS:**

	Description	Type
☐	Revenue Report	Exhibit
☐	Expenditure Report	Exhibit

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 12:56 PM

**JAMES CITY COUNTY  
REVENUE- ALL FUNDS**

12-Apr-21

**James City County**

jccRev: Year ( 2021 ) Period ( 9 )

Ledger ID	Ledger Description	Revised Budget	MTD Realized	YTD Realized	Unrealized	Actual %
<b><u>(021) EDA</u></b>						
<b><u>(305) Use of Money &amp; Prop</u></b>						
021-305-3511	INTEREST REVENUE	\$3,500.00	\$693.40	\$3,191.98	\$308.02	91.20%
	<b>Subtotal (305) Use of Money &amp; Prop:</b>	\$3,500.00	\$693.40	\$3,191.98	\$308.02	91.20%
<b><u>(308) Charges for Services</u></b>						
021-308-3400	LEASE INCOME	\$14,725.00	\$0.00	\$14,725.00	\$0.00	100.00%
	<b>Subtotal (308) Charges for Services:</b>	\$14,725.00	\$0.00	\$14,725.00	\$0.00	100.00%
<b><u>(309) Miscellaneous</u></b>						
021-309-3972	BOND FEE REVENUE	\$15,000.00	\$8,568.75	\$14,006.25	\$993.75	93.38%
021-309-5915	MARINA PROPERTY	\$49,173.00	\$12,936.36	\$34,790.92	\$14,382.08	70.75%
	<b>Subtotal (309) Miscellaneous:</b>	\$64,173.00	\$21,505.11	\$48,797.17	\$15,375.83	76.04%
<b><u>(398) Carryforwards</u></b>						
021-398-3705	CARRYFORWARD ENCUMBRANCES	\$9,775.00	\$0.00	\$0.00	\$9,775.00	0.00%
	<b>Subtotal (398) Carryforwards:</b>	\$9,775.00	\$0.00	\$0.00	\$9,775.00	0.00%
<b><u>(399) Fund Balance</u></b>						
021-399-3100	FUND BALANCE	\$29,730.00	\$0.00	\$0.00	\$29,730.00	0.00%
	<b>Subtotal (399) Fund Balance:</b>	\$29,730.00	\$0.00	\$0.00	\$29,730.00	0.00%
	<b>Subtotal (021) EDA:</b>	\$121,903.00	\$22,198.51	\$66,714.15	\$55,188.85	54.73%

**JAMES CITY COUNTY**  
**EXPENDITURES- ALL FUNDS**

**James City County**

12-Apr-21

jccExp: Year ( 2021 ) Period ( 9 )

Ledger ID	Ledger Description	TOTAL BUDGET	MTD EXPENSES	ENCUMBRANCES	YTD EXPENSES	BALANCE	ACTUAL %
<b>(021) EDA</b>							
<b>(259) EDA Operating</b>							
021-259-0200	ADVERTISING	\$500.00	\$0.00	\$0.00	\$506.00	(\$6.00)	101.20%
021-259-0205	PROMOTION	\$45,701.00	\$0.00	\$0.00	\$6,700.90	\$39,000.10	14.66%
021-259-0220	TRAVEL AND TRAINING	\$1,000.00	\$0.00	\$0.00	\$150.00	\$850.00	15.00%
021-259-0222	LOCAL TRAVEL	\$500.00	\$0.00	\$0.00	\$0.00	\$500.00	0.00%
021-259-0235	ANNUAL AUDIT	\$10,726.00	\$0.00	\$0.00	\$10,581.00	\$145.00	98.65%
021-259-0319	OFFICE SUPPLIES	\$200.00	\$0.00	\$0.00	\$0.00	\$200.00	0.00%
021-259-0710	LEGAL SERVICES	\$6,000.00	\$500.00	\$0.00	\$4,500.00	\$1,500.00	75.00%
021-259-5900	REGIONAL ECON DEVEL SUPPORT	\$34,500.00	\$0.00	\$0.00	\$34,500.00	\$0.00	100.00%
021-259-5902	VA HIGH SPEED RAIL	\$1,000.00	\$0.00	\$0.00	\$0.00	\$1,000.00	0.00%
021-259-5903	JAMES RIVER COMMERCE CTR-OPS	\$21,575.00	\$0.00	\$9,775.00	\$9,369.30	\$2,430.70	88.73%
021-259-5904	MAINLAND FARM OPER EXPENSES	\$100.00	\$0.00	\$0.00	\$0.00	\$100.00	0.00%
021-259-5915	MARINA PROPERTY	\$101.00	\$0.00	\$0.00	\$0.00	\$101.00	0.00%
<b>Subtotal (259) EDA Operating:</b>		<b>\$121,903.00</b>	<b>\$500.00</b>	<b>\$9,775.00</b>	<b>\$66,307.20</b>	<b>\$45,820.80</b>	<b>62.41%</b>

**JAMES CITY COUNTY**  
**EXPENDITURES- ALL FUNDS**

12-Apr-21

**James City County**

jccExp: Year ( 2021 ) Period ( 9 )

Ledger ID	Ledger Description	TOTAL BUDGET	MTD EXPENSES	ENCUMBRANCES	YTD EXPENSES	BALANCE	ACTUAL %
	Subtotal (021) EDA:	\$121,903.00	\$500.00	\$9,775.00	\$66,307.20	\$45,820.80	62.41%

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Cheryl Cochet, Assistant Director of Financial & Management Services

SUBJECT: Bond Refinancing

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The County is proceeding with refinancing of a lease revenue bond issued in 2012 for the purposes of replacing Fire Station #1 and construction activity at James River Elementary School, Toano Middle School and Lafayette High School. The original bond amount was just over \$26 million. The County seeks to refinance approximately \$14 million, resulting in savings to the County.

**ATTACHMENTS:**

	Description	Type
▣	Memo	Cover Memo
▣	Preliminary Official Statement for the Series 2021 Issuance	Exhibit
▣	Second Supplemental Financing Agreement	Exhibit
▣	Third Supplemental Agreement of Trust	Exhibit
▣	Appendix C	Exhibit
▣	Resolution	Resolution

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 5:08 PM

**MEMORANDUM**

**TO:** Directors of the Economic  
Development Authority of James City  
County, Virginia

**DATE:** April 13, 2021

**FROM:** Christopher G. Kulp  
Martha A. Warthen

**FILE:** 022640.43

**Economic Development Authority of James City County, Virginia – Public Facility Revenue  
Refunding Bonds (County Government Projects), Series 2021**

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At its meeting on April 20, 2021, the directors of the Economic Development Authority of James City County, Virginia (the “Authority”), will be asked to consider a resolution authorizing the issuance of revenue bonds to benefit James City County, Virginia (the “County”). In our capacity as bond counsel, we have been asked to provide an overview of the proposed bond financing.

**Background**

The County is requesting the Authority to issue a series of revenue bonds (the “Series 2021 Bonds”) (1) to realize debt service savings by refunding all or a portion of the Authority’s outstanding Lease Revenue Bonds (County of James City, Virginia Capital Projects), Series 2012 (the “Refunded Bonds”), and (2) to pay related financing and issuance costs. The Authority is authorized under the terms of the Industrial Development and Revenue Bond Act (the “IDA Act”) to undertake financings to assist the County and has done so several times in the past (as exemplified by the Refunded Bonds and the recently issued Series 2018 Bonds).

The Refunded Bonds can be redeemed beginning June 15, 2021, and proceeds of the Series 2021 Bonds will be used to establish a short-term escrow to defease the Refunded Bonds until that date.

**Financing Structure**

In 2016, the Authority and the County established a master financing structure that allows the Authority, under the terms of a master Agreement of Trust, to issue from time to time revenue bonds for new money and refunding purposes as requested by the County. The proceeds of the bonds are loaned by the Authority to the County pursuant to the terms of a master Financing Agreement in return for which the County has agreed, subject to annual appropriation by the County Board of Supervisors, to repay such loan in amounts sufficient to pay the debt service due on such bonds.

The Series 2021 Bonds are proposed to be issued pursuant to the terms of a supplement to the master Agreement of Trust (in this case, the Third Supplemental Agreement of Trust) and a supplement to the Financing Agreement (in this case, a Second Supplemental Financing Agreement).

**Marketing and Disclosure**

The County’s financial advisor expects that the Series 2021 Bonds will be offered in a publicly offered bond issue through a competitive sale. The Series 2021 Bonds will be marketed to potential investors by use of the Preliminary Official Statement, which describes the financing structure and includes

economic, demographic and financial information about the County (as the ultimate source of repayment for the bonds).

**Limited Revenue Pledge; No Liability of Directors**

The resolution states that the Series 2021 Bonds will be secured solely by monies received from the County under the Financing Agreement. No other Authority monies are at risk. Further, consistent with the IDA Act, no Authority director or officer executing the Series 2021 Bonds will be held personally liable for repayment of such bonds.

All expenses for the financing will be paid from proceeds of the Series 2021 Bonds or other available funds of the County.



NEW ISSUE  
BOOK-ENTRY ONLY

Ratings: Moody's: \_\_\_\_  
Standard & Poor's: \_\_\_\_  
Fitch: \_\_\_\_  
(See "Ratings")

*In the opinion of Bond Counsel, under current law and subject to the conditions described in the section "TAX EXEMPTION," interest on the Series 2021 Bonds (1) will not be included in gross income for federal income tax purposes, (2) will not be an item of tax preference for purposes of the federal alternative minimum income tax and (3) will be exempt from income taxation by the Commonwealth of Virginia. A holder may be subject to other federal income tax consequences as described in the section "TAX EXEMPTION."*

§ \_\_\_\_\_<sup>\*</sup>  
**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA  
PUBLIC FACILITY REVENUE REFUNDING BONDS  
(COUNTY GOVERNMENT PROJECTS), SERIES 2021**

**Dated: Date of Issuance**

**Due: June 15, as shown on the inside cover**

This Official Statement has been prepared by James City County, Virginia (the "County"), on behalf of the Economic Development Authority of James City County, Virginia (the "Authority"), to provide information on the Series 2021 Bonds, the security therefor, the County, the use of the proceeds of the Series 2021 Bonds and other relevant information. Selected information is presented on this cover page for the convenience of the user. To make an informed decision regarding the Series 2021 Bonds, a prospective investor should read this Official Statement in its entirety.

**Security**

**THE SERIES 2021 BONDS WILL BE LIMITED OBLIGATIONS OF THE AUTHORITY, PAYABLE SOLELY FROM CERTAIN PAYMENTS TO BE MADE BY THE COUNTY PURSUANT TO A FINANCING AGREEMENT DATED AS OF JUNE 1, 2016, AS PREVIOUSLY SUPPLEMENTED AND AS FURTHER SUPPLEMENTED BY A SECOND SUPPLEMENTAL FINANCING AGREEMENT DATED AS OF \_\_\_\_\_, 2021 (TOGETHER, THE "FINANCING AGREEMENT"), BETWEEN THE COUNTY AND THE AUTHORITY; AND FROM CERTAIN FUNDS AND THE INVESTMENT INCOME THEREFROM HELD BY THE TRUSTEE. THE UNDERTAKING BY THE COUNTY TO MAKE PAYMENTS UNDER THE FINANCING AGREEMENT WILL BE SUBJECT TO APPROPRIATIONS BY THE COUNTY BOARD OF SUPERVISORS FROM TIME TO TIME OF SUFFICIENT FUNDS FOR SUCH PURPOSE. NEITHER THE SERIES 2021 BONDS NOR THE FINANCING AGREEMENT CONSTITUTES A DEBT OF THE COUNTY OR A PLEDGE OF THE FAITH AND CREDIT OR TAXING POWER OF THE COUNTY. THE SERIES 2021 BONDS AND THE PREMIUM, IF ANY, AND THE INTEREST ON THEM SHALL NOT BE DEEMED TO CONSTITUTE A DEBT OR A PLEDGE OF THE FAITH AND CREDIT OF THE COMMONWEALTH OF VIRGINIA OR ANY OF ITS POLITICAL SUBDIVISIONS, INCLUDING THE AUTHORITY AND THE COUNTY. NEITHER THE COMMONWEALTH OF VIRGINIA NOR ANY OF ITS POLITICAL SUBDIVISIONS, INCLUDING THE AUTHORITY AND THE COUNTY, SHALL BE OBLIGATED TO PAY THE PRINCIPAL OF AND PREMIUM, IF ANY, AND INTEREST ON THE SERIES 2021 BONDS OR OTHER COSTS INCIDENT TO THEM EXCEPT FROM THE REVENUES AND RECEIPTS PLEDGED FOR SUCH PURPOSE. THE AUTHORITY HAS NO TAXING POWER.**

**Issued Pursuant To**

The Series 2021 Bonds will be issued pursuant to an Agreement of Trust dated as of June 1, 2016, as previously supplemented and as further supplemented by a Third Supplemental Agreement of Trust dated as of \_\_\_\_\_, 2021, between the Authority and Wilmington Trust, National Association, as Trustee.

**Trustee**

Wilmington Trust, National Association

**Purpose**

The proceeds of the Series 2021 Bonds will be used to (a) refund the Refunded Bonds (as defined herein), and (b) finance the costs of issuing the Series 2021 Bonds and refunding the Refunded Bonds.

**Interest Payment Dates**

June 15 and December 15, commencing \_\_\_\_\_, \_\_\_\_

**Regular Record Dates**

June 1 and December 1

**Redemption**

The Series 2021 Bonds are subject to optional [and mandatory sinking fund] redemption as set forth herein.

**Denominations**

\$5,000 and integral multiples thereof.

**Closing/Delivery Date**

On or about \_\_\_\_\_, 2021.

**Registration**

Full book-entry only; The Depository Trust Company, New York, New York

**Bond Counsel**

Hunton Andrews Kurth LLP, Richmond, Virginia

**County Attorney**

Adam Kinsman, Esquire

**Authority Counsel**

Adam Kinsman, Esquire

Dated: \_\_\_\_\_, 2021

<sup>\*</sup> Preliminary subject to change.

\$ \_\_\_\_\_ \*

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

**PUBLIC FACILITY REVENUE REFUNDING BONDS  
(COUNTY GOVERNMENT PROJECTS), SERIES 2021**

<b>June 15*</b>	<b>Principal Amount*</b>	<b>Interest Rate</b>	<b>Yield</b>	<b>CUSIP**</b>
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\* Preliminary, subject to change.

\*\* Copyright 2013, American Bankers Association. CUSIP® is a registered trademark of the American Bankers Association. CUSIP data herein are provided by Standard & Poor's CUSIP Service Bureau, a division of the McGraw-Hill Companies, Inc. The CUSIP numbers listed above are being provided solely for the convenience of Bondholders only at the time of issuance of the Series 2021 Bonds, and the County makes no representation with respect to such numbers nor undertakes any responsibility for their accuracy now or at any time in the future. The CUSIP number for a specific maturity is subject to being changed after the issuance of the Series 2021 Bonds as a result of various subsequent actions including, but not limited to, a refunding in whole or in part of such maturity or as a result of the procurement of secondary market portfolio insurance or other similar enhancement by investors that is applicable to all or a portion of certain maturities of the Series 2021 Bonds.

The Series 2021 Bonds will be exempt from registration under the Securities Act of 1933, as amended. As obligations of a political subdivision of the Commonwealth of Virginia, the Series 2021 Bonds will also be exempt from registration under the securities laws of Virginia.

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this Official Statement, and, if given or made, such other information or representation should not be relied upon as having been authorized by the Authority or the County. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor will there be any sale of the Series 2021 Bonds by any person in any state in which it is unlawful for such person to make such offer, solicitation or sale.

All quotations from and summaries and explanations of provisions of law and documents herein do not purport to be complete, and reference is made to such laws and documents for full and complete statements of their provisions. Any statements made in this Official Statement involving estimates or matters of opinion, whether or not expressly so stated, are intended merely as estimates or opinion and not as representations of fact. This Official Statement speaks as of its date except where specifically noted otherwise and is subject to change without notice. Neither the delivery of this Official Statement, any sale made hereunder, nor any filing of this Official Statement shall under any circumstances create an implication that there has been no change in the affairs of the County or the Authority since the date of this Official Statement or imply that any information herein is accurate or complete as of any later date.

The Trustee has not reviewed or participated in the preparation of this Official Statement.

**Certain persons participating in this offering may engage in transactions that stabilize, maintain or otherwise affect the price of the Series 2021 Bonds, including transactions to (a) over allot in arranging the sales of the Series 2021 Bonds and (b) make purchases and sales of the Series 2021 Bonds, for long or short account, on a when-issued basis or otherwise, at such prices, in such amounts and in such manner as the underwriter may determine.**

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## OFFICIAL STATEMENT

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**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA  
PUBLIC FACILITY REVENUE REFUNDING BONDS  
(COUNTY GOVERNMENT PROJECTS) SERIES 2021**

### SECTION ONE: INTRODUCTION

The purpose of this Official Statement, which includes the cover page and appendices hereto, is to provide information in connection with the issuance by the Economic Development Authority of James City County, Virginia (the “Authority”), a political subdivision of the Commonwealth of Virginia (the “Commonwealth”), of its \$ \_\_\_\_\_ \* Public Facility Revenue Refunding Bonds (County Government Projects), Series 2021 (the “Series 2021 Bonds”). The following introductory material is qualified in its entirety by the detailed information and financial statements appearing elsewhere in this Official Statement, reference to which is hereby made for all purposes. Certain capitalized terms used in this Official Statement are defined in Appendix A - “Definitions of Certain Terms.”

The Series 2021 Bonds will be offered for sale through competitive bidding on \_\_\_\_\_, 2021. The Notice of Sale relating to the Series 2021 Bonds and describing the competitive bidding process is attached hereto as Appendix H.

#### **The Issuer**

The issuer of the Series 2021 Bonds is the Economic Development Authority of James City County, Virginia, a political subdivision of the Commonwealth of Virginia.

#### **The Series 2021 Bonds**

The proceeds of the Series 2021 Bonds will be used to (a) refund the Refunded Bonds (as defined herein), and (b) finance the costs of issuing the Series 2021 Bonds and refunding the Refunded Bonds.

The Series 2021 Bonds will consist of \$ \_\_\_\_\_ \* Public Facility Revenue Refunding Bonds (County Government Projects), Series 2021, dated the date of issuance and maturing on June 15 in the years and in the amounts set forth on the inside cover of this Official Statement. Interest on the Series 2021 Bonds will be payable on each June 15 and December 15, beginning \_\_\_\_\_, \_\_\_\_\_, until the earlier of maturity or redemption, at the rates set forth on the inside cover of this Official Statement.

The Series 2021 Bonds will be issued in accordance with the Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2, Code of Virginia of 1950, as amended (the “Act”), and pursuant to a bond resolution adopted by the Authority on \_\_\_\_\_, 2021, and an Agreement of Trust dated as of June 1, 2016, as previously supplemented (the “Master Trust Agreement”), and as further supplemented by a Third Supplemental Agreement of Trust dated as of \_\_\_\_\_, 2021 (the “Third Supplemental Trust Agreement” and, together with the Master Trust Agreement, the “Trust Agreement”), both between the Authority and Wilmington Trust, National Association, as trustee (the “Trustee”). Pursuant to the terms of the Trust Agreement, the Authority has determined to issue from time to time revenue bonds or notes and use the proceeds thereof to finance and refinance certain “authority facilities” (as defined in the Act), as requested by James City County, Virginia (the “County”). The Authority and the County have entered into a Financing Agreement dated as of June 1, 2016, as previously supplemented and as further supplemented by a Second Supplemental Financing Agreement dated as of \_\_\_\_\_, 2021 (together, the “Financing Agreement”), pursuant to which the County has requested the Authority to refund the Refunded Bonds with the proceeds of the Series 2021 Bonds, and the County has agreed, subject to appropriation by the Board of Supervisors of the County (the “County Board”), to support such requests by paying to or on behalf of the Authority

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\* Preliminary, subject to change.

amounts sufficient to pay the principal of and premium, if any, and interest due on the Series 2021 Bonds (the “Basic Payments”) and other amounts due under the Financing Agreement (the “Additional Payments”).

**The Series 2021 Bonds, the premium, if any, and the interest thereon will be limited obligations of the Authority payable solely from the revenues and receipts derived by the Authority under the Financing Agreement, which revenues and receipts have been pledged and assigned to secure payment thereof, and from certain funds established under the Trust Agreement, and the investment income therefrom. The Series 2021 Bonds, the premium, if any, and the interest thereon shall not be deemed to constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof, including the Authority and the County. Neither the Commonwealth nor any political subdivision thereof, including the Authority and the County, shall be obligated to pay the principal of or premium, if any, or interest on the Series 2021 Bonds or other costs incident thereto except from the revenues and receipts pledged and assigned therefor, and neither the faith and credit nor the taxing power of the Commonwealth or any political subdivision thereof, including the Authority and the County, is pledged to the payment of the principal of or premium, if any, or interest on the Series 2021 Bonds or other costs incident thereto.**

A more complete description of the Trust Agreement and the Financing Agreement is provided in Appendix B - “Summary of the Financing Documents.”

### **Redemption\***

The Series 2021 Bonds are subject to optional and [mandatory sinking fund] redemption as set forth in “THE SERIES 2021 BONDS - Redemption” in Section Two.

### **Delivery**

The Series 2021 Bonds are offered for delivery when, as and if issued, subject to the approval of validity by Hunton Andrews Kurth LLP, Richmond, Virginia, Bond Counsel, and to certain other exceptions referred to herein. Certain legal matters will be passed upon for the County and the Authority by the County Attorney.

### **Ratings**

The Series 2021 Bonds have been rated as shown on the cover page thereto by Fitch Ratings, One State Street Plaza, New York, New York 10004, Moody’s Investors Service, 99 Church Street, New York, New York 10007, and Standard & Poor’s Public Finance Ratings, 55 Water Street, New York, New York 10041. A more complete description of each rating is provided in the section “RATINGS” in Section Three.

### **Financial Advisor**

Davenport & Company LLC, Richmond, Virginia, is employed as Financial Advisor to the County in connection with the issuance of the Series 2021 Bonds. The Financial Advisor’s fee for services rendered with respect to the sale of the Series 2021 Bonds is contingent upon the issuance and delivery of the Series 2021 Bonds.

### **Continuing Disclosure**

For purposes of Rule 15c2-12 (the “Rule”) promulgated by the Securities and Exchange Commission (“SEC”), the County is an obligated person with respect to the Series 2021 Bonds. The County has agreed to execute a Continuing Disclosure Agreement at closing to assist the underwriter in complying with the provisions of the Rule as in effect on the date hereof, by providing annual financial information and certain event notices required by the Rule. See “CONTINUING DISCLOSURE” in Section Three.

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\* Preliminary, subject to change.

## **Additional Information**

Any questions concerning the content of this Official Statement should be directed to 101-D Mounts Bay Road, P.O. Box 8784, Williamsburg, Virginia 23187-8784 (Telephone No. 757-253-6805), or the County's Financial Advisor, Davenport & Company LLC (804-697-2900).

## **SECTION TWO: THE SERIES 2021 BONDS**

### **THE AUTHORITY**

The Authority is a political subdivision of the Commonwealth of Virginia created pursuant to the Act. The Act empowers the Authority to make loans to, among others, a county in furtherance of the purposes of the Act, to finance and refinance facilities for use by a county and to issue its revenue bonds from time to time for such purposes.

The Authority is not obligated to pay the principal of or premium, if any, or interest on the Series 2021 Bonds or other costs incident thereto except from amounts received therefor under the Financing Agreement. **The Authority has no taxing power.**

### **THE SERIES 2021 BONDS**

#### **General**

The Series 2021 Bonds will be dated the date of issuance, will bear interest from their date, payable semiannually on each June 15 and December 15, beginning \_\_\_\_\_, \_\_\_\_\_, at the rates, and will mature on June 15 in the years and amounts as set forth on the inside cover of this Official Statement. If such interest payment date is not a Business Day, such payment will be made on the next succeeding Business Day with the same effect as if made on the interest payment date and no additional interest will accrue. Interest on the Series 2021 Bonds will be payable by check or draft mailed to the registered owner at his address as it appears on the registration books kept by the Trustee as of the June 1 and December 1 preceding each respective payment date; provided, however, that at the option of a registered owner of at least \$1,000,000 of Series 2021 Bonds, payment will be made by wire transfer pursuant to the most recent wire instructions received by the Trustee from such registered owner.

The Series 2021 Bonds will be issued as fully registered bonds, in denominations of \$5,000 or integral multiples thereof, initially in book-entry form only in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York ("DTC"). Individual purchases of beneficial ownership in the Series 2021 Bonds will be made in principal amounts of \$5,000 and multiples of \$5,000. Individual purchasers of beneficial ownership in the Series 2021 Bonds (the "Beneficial Owners") will not receive physical delivery of bond certificates. Transfer of the Series 2021 Bonds and payment of principal of and premium, if any, and interest on the Series 2021 Bonds will be effected as described below in this section. If the book-entry system is discontinued, bond certificates will be delivered as described in the Trust Agreement, and Beneficial Owners will become registered owners of the Series 2021 Bonds. Registered owners of the Series 2021 Bonds, whether Cede & Co. or, if the book-entry system is discontinued, the Beneficial Owners, will be defined in this Official Statement as the "Bondholders." **So long as Cede & Co. is the sole Bondholder, as nominee for DTC, reference in this Official Statement to Bondholders means Cede & Co. and does not mean the Beneficial Owners.** See Appendix G - "Book-Entry Only System."

**The Series 2021 Bonds will be limited obligations of the Authority as described more fully in the section "SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2021 BONDS."**

#### **Redemption\***

**Optional Redemption.** The Series 2021 Bonds maturing on and before June 15, \_\_\_\_\_, will not be subject to redemption prior to maturity. The Series 2021 Bonds maturing on and after June 15, \_\_\_\_\_, will be subject to

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\* Preliminary, subject to change.

redemption prior to maturity, at the option of the Authority upon the direction of the County, on or after June 15, \_\_\_\_\_, in whole or in part (in \$5,000 integrals) at any time, upon payment of 100% of the principal amount to be redeemed, plus interest accrued to the date fixed for redemption.

***Selection of Bonds.*** If less than all of the Series 2021 Bonds are called for redemption, the Series 2021 Bonds (or principal portions thereof) to be redeemed shall be selected by the Authority (at the direction of the County). If less than all of the Series 2021 Bonds of a particular maturity are called for redemption, DTC or any successor securities depository will select the particular Series 2021 Bonds within each maturity to be redeemed pursuant to its rules and procedures or, if the book-entry system is discontinued, the Series 2021 Bonds to be redeemed will be selected by the Trustee (as hereinafter defined). In either case, each portion of the \$5,000 principal amount is counted as one Series 2021 Bond for such purpose.

***Mandatory Sinking Fund Redemption.*** The Final Official Statement will contain the provisions for any Series 2021 Bonds subject to mandatory sinking fund redemption.

***Notice of Redemption.*** Notice of redemption will be given by the Trustee by facsimile transmission, registered or certified mail or overnight express delivery not less than 30 nor more than 60 days before the redemption date to DTC, or, if DTC is no longer serving as securities depository for the Series 2021 Bonds, to the substitute securities depository, or, if none, to the respective registered owner of each Series 2021 Bond to be redeemed at the address shown on the registration books maintained by the Trustee. This notice of redemption will also be given to certain securities depositories and certain national information services which disseminate redemption notices. During the period that DTC or its nominee is the registered owner of the Series 2021 Bonds, the Trustee will not be responsible for mailing notices of redemption to the Beneficial Owners.

At the direction of the County, the Trustee may give a notice of redemption prior to a deposit of redemption moneys if such notice states that the redemption is to be funded with the proceeds of a refunding bond issue and is conditioned on the deposit of such proceeds. Provided that moneys are deposited on or before the redemption date, such notice will be effective when given. If such proceeds are not available on the redemption date, such Series 2021 Bonds will continue to bear interest until paid at the same rate they would have borne had they not been called for redemption and principal will continue to be payable as scheduled. On presentation and surrender of the Series 2021 Bonds called for redemption at the place or places of payment, such Series 2021 Bonds will be paid and redeemed.

***Effect of Redemption.*** On the date on which any Series 2021 Bonds have been called for redemption and sufficient funds for their payment on the redemption date are held by the Trustee, interest on such Series 2021 Bonds will cease to accrue and their registered owners will be entitled to receive payment only from the Trustee from funds available for that purpose.

## **Plan of Finance**

On \_\_\_\_\_, 2021, the County Board adopted a resolution approving the issuance of the Series 2021 Bonds to refund the Refunded Bonds and expressing its intent to appropriate sufficient funds for such purpose and to recommend to future County Boards to do likewise. The County expects to use proceeds of the Series 2021 Bonds to (a) currently refund and defease the Authority's outstanding Lease Revenue Bonds (County of James City, Virginia Capital Projects) Series 2012 (the "Series 2012 Bonds"); and (b) pay the costs incurred in connection with issuing the Series 2021 Bonds and refunding the Refunded Bonds. The maturity dates and principal amounts of the Series 2012 Bonds to be refunded (the "Refunded Bonds") are set forth below:

### **Refunded Bonds**

<b>Maturity (June 15)</b>	<b>Principal Amount</b>	<b>Redemption Date</b>
-------------------------------	-----------------------------	------------------------



A portion of the proceeds of the Series 2021 Bonds will be deposited as cash in the Bond Fund for the Series 2012 Bonds (the “2012 Bond Fund”) held by Regions Bank, as trustee for the Series 2012 Bonds, pursuant to an Indenture of Trust dated as of September 1, 2012, with the Authority. Such cash will be sufficient to pay principal of and interest on the Refunded Bonds on the Redemption Date. [\_\_\_\_\_] (the “Verification Agent”), has verified the arithmetic accuracy of the mathematical computations of the adequacy of the cash deposited to the 2012 Bond Fund to pay the Refunded Bonds through the Redemption Date. See “VERIFICATION OF MATHEMATICAL COMPUTATIONS.”]

### **Estimated Sources and Uses of Funds**

The proceeds received from the sale of the Series 2021 Bonds are expected to be applied as follows:

#### **Sources of Funds**

Principal Amount of Bonds	\$ _____
[Plus/Less [Net] Original Issue Premium/Discount]	( _____ )
Total Sources	\$ _____

#### **Uses of Funds**

Deposit to Series 2012 Bond Fund	\$ _____
Costs of Issuance (including underwriter’s discount)	_____
Total Uses	\$ _____

### **Estimated Debt Service Requirements**

The Final Official Statement will contain a table setting forth the estimated debt service requirements on the Series 2021 Bonds.

## **SECURITY AND SOURCES OF PAYMENT FOR THE SERIES 2021 BONDS**

The following is a summary of the sources of security and sources of payment for the Series 2021 Bonds. The references to the Series 2021 Bonds and the Financing Agreement are qualified in their entirety by reference to such documents.

### **Security for the Series 2021 Bonds**

The Series 2021 Bonds will be equally and ratably secured by (1) Basic Payments, which will be assigned by the Authority to the Trustee and will be applied to the payment of principal of, premium, if any, and interest on the Series 2021 Bonds as set forth in the Trust Agreement, without preference, priority or distinction of any Bond over any other Bond, and (2) certain funds established under the Trust Agreement and the investment income therefrom. The Series 2021 Bonds are equally and ratably secured under the Trust Agreement as to the pledge of Basic Payments with the Authority’s Public Facility Revenue Bonds (James City County School Project), Series 2016, originally issued in the principal amount of \$26,750,000 (the “Series 2016 Bonds”), the Authority’s Public Facility Revenue and Refunding Bonds (County Government Projects), Series 2018, originally issued in the principal amount of \$21,015,000, and any Additional Bonds that may hereafter be issued under the Trust Agreement; provided that any lease agreement or financing lease relating to a particular Series of Bonds will secure only such Bonds (unless otherwise provided in a Supplemental Trust Agreement), moneys in any account or subaccount of the Bond Fund relating to a particular Series of Bonds will secure only such Bonds, moneys in any account or subaccount of the Project Fund relating to a particular Series of Bonds will secure only such Bonds, and moneys in any account or subaccount of the Debt Service Reserve Fund relating to a particular Series of Bonds will secure only such Bonds (and may also secure any Additional Bonds issued to refund prior Bonds).

**The Series 2021 Bonds, the premium, if any, and the interest thereon will be limited obligations of the Authority payable solely from the revenues and receipts derived by the Authority under the Financing**

**Agreement, which revenues and receipts have been pledged and assigned to secure payment thereof, and from certain funds established under the Trust Agreement and the investment income therefrom. The undertaking by the County to make payments under the Financing Agreement is subject to appropriation by the County Board. The County Board has no legal obligation to make any such appropriations. See the section “BONDHOLDERS’ RISKS” in Section Three.**

**The Series 2021 Bonds, the premium, if any, and the interest thereon will not be deemed to constitute a debt or a pledge of the faith and credit of the Commonwealth or any political subdivision thereof, including the Authority and the County. Neither the Commonwealth nor any political subdivision thereof, including the Authority and the County, will be obligated to pay the principal of or premium, if any, or interest on the Series 2021 Bonds or other costs incident thereto except from the revenues and receipts pledged and assigned therefor, and neither the faith and credit nor the taxing power of the Commonwealth or any political subdivision thereof, including the Authority and the County, is pledged to the payment of the principal of or premium, if any, or interest on the Series 2021 Bonds or other costs incident thereto. The Authority has no taxing power.**

### **Financing Agreement**

The Authority is issuing the Series 2021 Bonds for the purpose of providing funds to (a) refund the Refunded Bonds, and (b) finance the costs of issuing the Series 2021 Bonds and refunding the Refunded Bonds. The Financing Agreement provides for the County to make payments on behalf of the Authority that will be sufficient to pay the principal of and premium, if any, and interest on the Bonds (currently consisting of the Series 2016 Bonds, the Series 2018 Bonds and the Series 2021 Bonds) as the same shall become due in accordance with their terms and provisions and the terms of the Trust Agreement. The undertaking by the County to make payments under the Financing Agreement will constitute a current expense of the County, subject to appropriation by the County Board from time to time of sufficient funds for such purpose. The County will not be liable for any such payments due under the Financing Agreement unless and until funds have been appropriated by the County Board for payment and then only to the extent of such appropriation.

The Financing Agreement provides for the County to pay to the Trustee, as assignee of the Authority, Basic Payments in amounts calculated to be sufficient to pay principal of and interest when due on the Series 2016 Bonds, the Series 2018 Bonds, the Series 2021 Bonds and any Additional Bonds issued under the Trust Agreement. Basic Payments will be due at least 14 calendar days prior to the respective principal or interest payment dates on the Series 2016 Bonds, the Series 2018 Bonds, the Series 2021 Bonds and any Additional Bonds. The Financing Agreement also provides for the County to pay certain Additional Payments, including any redemption premium that may be payable on the Series 2021 Bonds and any Additional Bonds.

Other provisions of the Financing Agreement are summarized in Appendix B - “Summary of the Financing Documents.”

The undertaking by the County to make payments under the Financing Agreement constitutes neither a debt of the County within the meaning of any constitutional or statutory limitation nor a liability of or a lien or charge upon funds or property of the County beyond any Fiscal Year for which the County has appropriated moneys to make such payments. Neither the Trustee nor the Authority shall have any obligation or liability to the Bondholders with respect to the County’s obligations to make payments under the Financing Agreement or with respect to the performance by the County of any other covenant contained therein.

### **No Series Debt Service Reserve Account Established for the Series 2021 Bonds**

The Trust Agreement provides for the establishment of a Debt Service Reserve Fund to be held by the Trustee and, if funded, a separate Series Debt Service Reserve Account for a particular Series of Bonds. No Series Debt Service Reserve Account will be established for the Series 2021 Bonds.

## **Bond Fund**

Under the Trust Agreement, the Authority pledges to the Trustee all right, title and interest to the Financing Agreement, including the Basic Payments and Additional Payments made by the County, but excluding certain rights to receive payment of the Authority's fees and expenses and to receive notices thereunder. Such payments under the Financing Agreement, along with funds on deposit in the Bond Fund, are pledged to the payment of principal of and premium, if any, and interest on the Bonds.

The Trust Agreement provides that the Trustee will deposit in the Bond Fund all Basic Payments received by the Trustee from the County under the Financing Agreement, together with any amounts transferred from the Series 2021 Cost of Issuance Account. From the amounts received by the Trustee from the County, the Trustee will deposit in the subaccount in the Interest Account an amount equal to the interest due and payable on the next interest payment date for the Series 2021 Bonds and will deposit in the subaccount established for the Series 2021 Bonds in the Principal Account an amount equal to the principal due and payable on the next principal payment date for the Series 2021 Bonds. If a redemption premium is payable on the Series 2021 Bonds, the Trustee will deposit in the subaccount in the Premium Account of the Bond Fund that portion of an Additional Payment representing the amount of the redemption premium due. For additional information concerning the Bond Fund, see Appendix B - "Summary of the Financing Documents – THE TRUST AGREEMENT."

## **Project Fund**

The Trust Agreement establishes within the Project Fund a Series 2021 Cost of Issuance Account into which the Trustee will deposit a portion of the proceeds of the Series 2021 Bonds. The Trustee will use money in the Series 2021 Cost of Issuance Account solely to pay costs of issuing the Series 2021 Bonds and refunding the Refunded Bonds. The Trustee will make payments from the Series 2021 Cost of Issuance Account upon receipt of requisitions signed on behalf of the County providing required information with respect to the use of the amounts being requisitioned. For additional information concerning the Project Fund, see Appendix B - "Summary of the Financing Documents – THE TRUST AGREEMENT."

## **Additional Bonds**

The Authority may issue from time to time Additional Bonds secured on an equal and ratable basis with the Series 2016 Bonds, the Series 2018 Bonds and the Series 2021 Bonds (a) to finance or refinance the Cost of a Project, (b) to refund any Bonds previously issued or (c) for a combination of such purposes. Any such Additional Bonds will be issued under a Supplemental Trust Agreement and an amendment to the Financing Agreement providing for modification of the amount of Basic Payments to provide for a new amount of Basic Payments sufficient to pay principal of and interest on all Bonds then Outstanding under the Trust Agreement.

## **SECTION THREE: MISCELLANEOUS**

### **JAMES CITY COUNTY**

Appendix C contains financial and demographic information concerning the County. The County's audited financial statements for the Fiscal Year ended June 30, 2020, are contained in Appendix D. The County's outside auditor has not been engaged to perform, and has not performed, since the date of its report included herein, any procedures on the financial statements addressed in that report. The County's outside auditor has not performed any procedures relating to this Official Statement.

### **BONDHOLDERS' RISKS**

The purchase of the Series 2021 Bonds involves a degree of risk; therefore, prospective purchasers of the Series 2021 Bonds should review this Official Statement in its entirety in order to identify risk factors and make an informed investment decision. A number of factors, including those set forth below, may affect the County's ability or willingness to make timely payments sufficient for the Trustee to pay debt service on the Series 2021 Bonds:

(1) Source of Payments. The Series 2021 Bonds are not general obligations of the Authority or the County but are payable only from revenues received by the Trustee on behalf of the Authority from payments made by the County under the Financing Agreement and other moneys held by the Trustee and pledged to the payment of the Series 2021 Bonds. The ability of the Authority to make timely payments of principal and premium, if any, and interest on the Series 2021 Bonds depends solely on the ability of the County to make timely payments under the Financing Agreement. The undertaking by the County to make payments under the Financing Agreement is subject to and dependent upon amounts being lawfully appropriated from time to time by the County Board for such purpose. The undertaking by the County to make payments under the Financing Agreement is not a debt of the County within the meaning of any constitutional or statutory limitation nor a pledge of the faith and credit or the taxing power of the County. **The County Board is not legally obligated to appropriate the funds necessary to meet the County's financial obligation under the Financing Agreement.**

(2) Non-Appropriation and Limited Remedies. The County Administrator or other officer charged with the responsibility for preparing the County's annual budget is required to include in the proposed County budget for each Fiscal Year as a single appropriation the amount of all Basic Payments and estimated Additional Payments coming due during such Fiscal Year. Throughout the term of the Financing Agreement, the County Administrator or other officer charged with the responsibility for preparing the County's annual budget is required to deliver to the Trustee and the Authority within 10 days after its adoption, but not later than 10 days after the beginning of each Fiscal Year, a copy of the County's adopted Annual Budget that includes an approval of funds sufficient to pay or be credited to the Basic Payments and estimated Additional Payments coming due for the relevant Fiscal Year. If any adopted annual budget does not include an appropriation of funds sufficient to pay both Basic Payments and estimated Additional Payments coming due for the relevant Fiscal Year, the County Administrator will request the County Board to take a roll call vote immediately after adoption of such annual budget acknowledging the impact of its failure to appropriate such funds. If, by 15 days after the beginning of the Fiscal Year, the County Board has not appropriated funds for the payment of both Basic Payments and estimated Additional Payments coming due for the then current Fiscal Year, the County Administrator or other officer charged with the responsibility for preparing the County's annual budget is required to give written notice to the County Board of the consequences of such failure to appropriate and to request the County Board to consider a supplemental appropriation for such purposes.

In the event of non-appropriation of funds by the County Board, neither the County nor the Authority may be held liable for the principal of and premium, if any, and interest payments on the Series 2021 Bonds following the last Fiscal Year in which funds to make payment under the Financing Agreement were appropriated by the County Board. In the event of non-appropriation, moneys already on deposit in the Bond Fund will be used for the payment of principal of and premium, if any, and interest payments on the Series 2021 Bonds but these moneys may not be sufficient to pay the Series 2021 Bonds in full.

Upon an Event of Default under the Trust Agreement, the Trustee has no right to accelerate the payment of the Series 2021 Bonds by declaring the entire principal of and interest on the Series 2021 Bonds to be due and payable. Similarly, upon an Event of Default under the Financing Agreement, the Authority has no right to accelerate the payment of Basic Payments by declaring the Basic Payments to be due and payable.

(3) Political Risk. The current County Board has evidenced in its resolution adopted in connection with the Series 2021 Bonds a present intent to make future appropriations of such funds as may be necessary to make payments due under the Financing Agreement as and when such payments become due. There can be no guarantee, however, that the County Board will retain its current constituency in the future, and there can be no guarantee that a future County Board will retain the current County Board's policy with respect to the Series 2021 Bonds.

(4) Limitation on Enforceability of Remedies. The realization of any rights upon a default will depend upon the exercise of various remedies specified in the Trust Agreement and the Financing Agreement. Any attempt by the Trustee to enforce such remedies may require judicial action, which is often subject to discretion and delay. Under existing law, certain of the legal and equitable remedies specified in the Trust Agreement and the Financing Agreement may not be readily available or may not be enforced to the extent such remedy may contravene public policy.

[(5) COVID-19. The outbreak of the novel coronavirus (“COVID-19”) is a significant event that has had and will have ongoing, material effects on the County’s finances and operations. See “Recent Developments” in the section “Introduction” in Appendix C for a discussion of the effects of COVID-19 on the County.]

## **RATINGS**

Fitch Ratings (“Fitch”), One State Street Plaza, New York, New York 10004, has assigned a rating of “\_\_” to the Series 2021 Bonds; Moody’s Investors Service (“Moody’s”), 7 World Trade Center, 250 Greenwich Street, New York, New York, has assigned a rating of “\_\_” to the Series 2021 Bonds; and Standard & Poor’s Ratings Services, a division of the McGraw-Hill Companies, Inc. (“Standard & Poor’s”), 55 Water Street, New York, New York, has assigned a rating of “\_\_” to the Series 2021 Bonds.

Such ratings reflect only the respective views of such organizations and any desired explanation of the significance of such ratings should be obtained from the rating agency furnishing the same. Generally, rating agencies base their ratings on such materials and information, as well as their own investigations, studies and assumptions. There is no assurance that the ratings will continue for any given period of time or that such ratings will not be revised, suspended or withdrawn if, in the judgment of Fitch, Moody’s or Standard & Poor’s, circumstances so warrant. A revision, suspension or withdrawal of a rating may have an adverse effect on the market price of the Series 2021 Bonds.

## **[VERIFICATION OF MATHEMATICAL COMPUTATIONS]**

[The arithmetical accuracy of certain computations included in the schedules provided by the Financial Advisor on behalf of the County relating to the adequacy of the cash deposited into the 2012 Bond Fund to make the forecasted payments of principal and interest on the Refunded Bonds on the Redemption Date, and supporting the conclusion of Bond Counsel that the Series 2021 Bonds do not constitute “arbitrage bonds” under Section 148 of the Internal Revenue Code of 1986, as amended, was examined by the Verification Agent. Such computations were based solely upon assumptions and information supplied by the Financial Advisor on behalf of the County. The Verification Agent has restricted its procedures to examining the arithmetical accuracy of certain computations and has not made any study or evaluation of the assumptions and information upon which the computations are based and, accordingly, has not expressed an opinion on the data used, the reasonableness of the assumptions, or the achievability of the forecasted outcome.]

## **BONDS ELIGIBLE FOR INVESTMENT AND SECURITY FOR PUBLIC DEPOSITS**

The Act provides that bonds issued pursuant thereto shall be legal and authorized investments for banks, savings banks, trust companies, building and loan associations, insurance companies, fiduciaries, trustees and guardians and for all public funds of the Commonwealth or other political corporations or subdivisions of the Commonwealth. No representation is made as to the eligibility of the Series 2021 Bonds for investment or any other purchase under any law of any other state. The Act also provides that bonds, such as the Series 2021 Bonds, issued pursuant thereto may properly and legally be deposited with and received by any state or municipal officer or any agency or political subdivision of the Commonwealth for any purpose for which the deposit of bonds or obligations of the Commonwealth is now or may hereafter be authorized by law.

## **LITIGATION**

To the best information, knowledge and belief of the Authority and the County, there is no litigation of any kind now pending or threatened to restrain or enjoin the issuance or delivery of the Series 2021 Bonds, in any manner questioning the proceedings and authority under which the Series 2021 Bonds are being issued, or affecting the power and authority of the Authority, the County or the County Board to execute or perform their obligations under the Financing Agreement or the Trust Agreement or to make payments due under the Financing Agreement. In addition, to the best information, knowledge and belief of the County, there is no litigation presently pending or threatened against the County that, in the event of an unfavorable decision, would have a material adverse effect upon the financial condition of the County.

## **LEGAL MATTERS**

Certain legal matters relating to the authorization and validity of the Series 2021 Bonds will be subject to the approving opinion of Hunton Andrews Kurth LLP, Richmond, Virginia, Bond Counsel, which will be furnished at the expense of the County upon delivery of the Series 2021 Bonds, in substantially the form set forth as Appendix E (the “Bond Opinion”). The Bond Opinion will be limited to matters relating to the authorization and validity of the Series 2021 Bonds and to the tax-exempt status of interest thereon as described in the section “TAX EXEMPTION.” The Bond Opinion will make no statement as to the financial resources of the County or the Authority or their ability to provide for payment of the Series 2021 Bonds or as to the accuracy or completeness of this Official Statement or any other information that may have been relied on by anyone in making the decision to purchase Bonds.

Certain legal matters will be passed upon for the Authority and the County by the County Attorney.

## **TAX EXEMPTION**

### **Opinion of Bond Counsel**

In the opinion of Bond Counsel, under current law, interest, including accrued original issue discount (“OID”), on the Series 2021 Bonds, (a) will not be included in gross income for federal income tax purposes, (b) will not be an item of tax preference for purposes of the federal alternative minimum income tax, and (c) will be exempt from income taxation by the Commonwealth of Virginia. Except as discussed below regarding OID, no other opinion will be expressed by Bond Counsel regarding the tax consequences of the ownership of or the receipt or accrual of interest on the Series 2021 Bonds. Further, no opinion will be expressed by Bond Counsel as to the treatment for federal income tax purposes of any interest paid on the Series 2021 Bonds in the event of non-appropriation or default by the County.

Bond Counsel’s opinion will be given in reliance upon certifications by representatives of the Authority and the County as to certain facts relevant to both the opinion and requirements of the Internal Revenue Code of 1986, as amended (the “Code”), and is subject to the condition that there is compliance subsequent to the issuance of the Series 2021 Bonds with all requirements of the Code that must be satisfied in order for interest thereon to remain excludable from gross income for federal income tax purposes. The Authority and the County have covenanted to comply with the current provisions of the Code regarding, among other matters, the use, expenditure and investment of the proceeds of the Series 2021 Bonds and the timely payment to the United States of any arbitrage rebate amounts with respect to the Series 2021 Bonds. Failure by the County or the Authority to comply with such covenants, among other things, could cause interest, including accrued OID, on the Series 2021 Bonds to be included in gross income for federal income tax purposes retroactively to their date of issue.

Customary practice in the giving of legal opinions includes not detailing in the opinion all of the assumptions, limitations and exclusions that are a part of the conclusions therein. See “Statement on the Role of Customary Practice in the Preparation and Understanding of Third-Party Legal Opinions,” 63 Bus. Law. 1277 (2008), and “Legal Opinion Principles,” 53 Bus. Law. 831 (May 1998). Purchasers of the Series 2021 Bonds should seek advice or counsel concerning such matters as they deem prudent in connection with their purchase of Series 2021 Bonds.

### **Original Issue Discount**

The initial public offering prices of the Series 2021 Bonds maturing in the years \_\_\_\_ through \_\_\_\_ (the “OID Bonds”) will be less than their stated principal amount. In the opinion of Bond Counsel, under current law, the difference between the stated principal amount and the initial offering price of the OID Bonds to the public (excluding bond houses and brokers) at which a substantial amount of such Series 2021 Bonds is sold will constitute OID. The offering prices set forth on the inside cover of this Official Statement for the OID Bonds are expected to be the initial offering prices to the public at which a substantial amount of such Series 2021 Bonds are sold.

Under the Code, for purposes of determining a Bondholder's adjusted basis in an OID Bond, OID treated as having accrued while the Bondholder holds the Series 2021 Bond will be added to the Bondholder's basis. OID will accrue on a constant yield-to-maturity method. The adjusted basis will be used to determine taxable gain or loss upon the sale or other disposition (including redemption or payment at maturity) of an OID Bond.

Prospective purchasers of OID Bonds should consult their own tax advisors as to the calculation of accrued OID and the state and local tax consequences of owning or disposing of OID Bonds.

### **Original Issue Premium**

Series 2021 Bonds purchased, whether upon issuance or otherwise, for an amount (excluding any amount attributable to accrued interest) in excess of their principal amount will be treated for federal income tax purposes as having amortizable bond premium. A holder's basis in such a Bond must be reduced by the amount of premium which accrues while such Bond is held by the holder. No deduction for such amount will be allowed, but it generally will offset interest on the Series 2021 Bonds while so held. Purchasers of such Bonds should consult their own tax advisors as to the calculation, accrual and treatment of amortizable bond premium and the state and local tax consequences of holding such Bonds.

### **Other Tax Matters**

In addition to the matters addressed above, prospective purchasers of the Series 2021 Bonds should be aware that the ownership of tax-exempt obligations may result in collateral federal income tax consequences to certain taxpayers, including without limitation financial institutions, property and casualty insurance companies, S corporations, foreign corporations subject to the branch profits tax, recipients of Social Security or Railroad Retirement benefits and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations. Prospective purchasers of the Series 2021 Bonds should consult their tax advisors as to the applicability and impact of such consequences.

Prospective purchasers of the Series 2021 Bonds should consult their own tax advisors with respect to the status of interest on the Series 2021 Bonds under the tax laws of any state other than Virginia.

The Internal Revenue Service (the "Service") has a program to audit state and local government obligations to determine whether the interest thereon is includable in gross income for federal income tax purposes. If the Service does audit the Series 2021 Bonds, under current Service procedures, the Service will treat the Authority as the taxpayer and the owners of the Series 2021 Bonds will have only limited rights, if any, to participate.

Bond Counsel's opinion represents its legal judgment based on part upon the representations and covenants referenced therein and its review of current law, but is not a guarantee of result or binding on the Service or the courts. Bond Counsel assumes no duty to update or supplement its opinion to reflect any facts or circumstances that may come to Bond Counsel's attention after the date of its opinion or to reflect any changes in law or the interpretation thereof that may occur or become effective after such date.

There are many events that could affect the value and liquidity or marketability of the Series 2021 Bonds after their issuance, including but not limited to public knowledge of an audit of the Series 2021 Bonds by the Service, a general change in interest rates for comparable securities, a change in federal or state income tax rates, federal or state legislative or regulatory proposals affecting state and local government securities and changes in judicial interpretation of existing law. In addition, certain tax considerations relevant to owners of Series 2021 Bonds who purchase Series 2021 Bonds after their issuance may be different from those relevant to purchasers upon issuance. Neither the opinion of Bond Counsel nor this Official Statement purports to address the likelihood or effect of any such potential events or such other tax considerations and purchasers of the Series 2021 Bonds should seek advice concerning such matters as they deem prudent in connection with their purchase of Series 2021 Bonds.

## **FINANCIAL ADVISOR**

Davenport & Company LLC, Richmond, Virginia, serves as financial advisor to the County and has no underwriting responsibility to the Authority or the County with respect to this transaction. As financial advisor, Davenport & Company LLC has advised the County in matters relating to the planning, structuring and issuance of the Series 2021 Bonds, assisted the County with the preparation of this Official Statement and provided to the County other advice with respect to the issuance and sale of the Series 2021 Bonds. The financial advisor's fee will be paid from proceeds of the Series 2021 Bonds. Although the Financial Advisor has assisted in the preparation of the Official Statement, the Financial Advisor is not obligated to undertake, and has not undertaken to make, an independent verification or assume responsibility for the accuracy, completeness or fairness of the information contained in this Official Statement.

## **SALE AT COMPETITIVE BIDDING**

The Series 2021 Bonds will be offered for sale at competitive bidding at \_\_\_ a.m., Eastern Time, on \_\_\_\_, 2021, unless changed pursuant to the terms of the Official Notice of Sale. A copy of the Official Notice of Sale is attached to this Preliminary Official Statement as Appendix H.

After the Series 2021 Bonds have been awarded to the winning bidder, the Authority will issue an Official Statement in final form. The Authority will deem the Official Statement final as of its date, and the Official Statement in final form will include, among other things, the identity of the winning bidder, the final principal amount as adjusted, the expected selling compensation to the winning bidder and other information on the interest rates and offering prices or yields, all as provided by the winning bidder.

## **CONTINUING DISCLOSURE**

To permit compliance by the underwriter with the continuing disclosure requirements of the Rule, the County will execute a Continuing Disclosure Agreement (the "CDA") at closing agreeing to provide certain annual financial information and certain event notices required by the Rule. Such information will be filed through the Electronic Municipal Market Access System maintained by the Municipal Securities Rulemaking Board and may be accessed through the Internet at [emma.msrbs.org](http://emma.msrbs.org). As described in Appendix F, the CDA requires the County to provide only limited information at specific times, and the information provided may not be all the information necessary to value the Series 2021 Bonds at any particular time. The County may from time to time disclose certain information and data in addition to that required by the CDA. If the County chooses to provide any additional information, the County will have no obligation to continue to update such information or to include it in any future disclosure filing. Failure by the County to comply with the CDA is not an event of default under the Series 2021 Bonds or the Bond Resolution. The sole remedy for a default under the CDA is to bring an action for specific performance of the County's covenants hereunder, and no assurance can be provided as to the outcome of any such proceeding.

Other than as disclosed in the following sentence, the County has never failed to comply in all material respects with any previous continuing disclosure undertakings under the Rule. Due to technical oversight in linking otherwise available information to the CUSIP numbers for the Series 2016 Bonds, the County did not file in a timely manner its financial information and operating data for the fiscal years ended June 30, 2016, and June 30, 2017, for such bonds. Such financial information and operating data has now been filed for the Series 2016 Bonds at [emma.msrbs.org](http://emma.msrbs.org), along with a notice of the failure to file such information in a timely manner.

## **MISCELLANEOUS**

Any statements in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not representations of fact. No representation is made that any of the estimates will be realized. Neither this Official Statement nor any statement that may have been made verbally or in writing is to be construed as a contract with the holder of the Series 2021 Bonds.

The attached Appendices are an integral part of this Official Statement and must be read together with the balance of this Official Statement.



The distribution of this Preliminary Official Statement has been duly authorized by the Authority and the County. The Authority has deemed this Preliminary Official Statement final as of its date within the meaning of the Rule, except for the omission of certain pricing and other information permitted to be omitted by the Rule.

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

By \_\_\_\_\_  
Chairman

**Approved:**

**JAMES CITY COUNTY, VIRGINIA**

By \_\_\_\_\_  
County Administrator

## **APPENDIX A**

### **DEFINITIONS OF CERTAIN TERMS**

## **APPENDIX B**

### **SUMMARY OF THE FINANCING DOCUMENTS**

## **APPENDIX C**

### **JAMES CITY COUNTY, VIRGINIA**

**[The inclusion of this information does not imply that James City County, Virginia, is legally obligated to make payments on any Bonds outstanding under the Trust Agreement, including the Series 2021 Bonds.]**

**APPENDIX D**

**AUDITED FINANCIAL STATEMENTS OF THE COUNTY  
FOR THE FISCAL YEAR ENDED JUNE 30, 2020**

**APPENDIX E**

**FORM OF BOND COUNSEL OPINION**

**APPENDIX F**

**FORM OF CONTINUING DISCLOSURE AGREEMENT**

## FORM OF CONTINUING DISCLOSURE AGREEMENT

This **CONTINUING DISCLOSURE AGREEMENT** dated as of \_\_\_\_\_, 2021 (the “Disclosure Agreement”), is executed and delivered by the Board of Supervisors of James City County, Virginia, on behalf of James City County, Virginia (the “County”), in connection with the issuance by the Economic Development Authority of James City County, Virginia (the “Issuer”), of its \$\_\_\_\_\_ Public Facility Revenue and Refunding Bonds (County Government Projects), Series 2021 (the “Series 2021 Bonds”). The County hereby covenants and agrees as follows:

**Section 1. Purpose.** This Disclosure Agreement is being executed and delivered by the County for the benefit of the holders of the Series 2021 Bonds and in order to assist the original purchasers of the Series 2021 Bonds in complying with the provisions of Section (b)(5)(i) of Rule 15c2-12 (the “Rule”) promulgated by the Securities and Exchange Commission (the “SEC”) by providing certain annual financial information and material event notices required by the Rule (collectively, the “Continuing Disclosure”).

**Section 2. Annual Disclosure.** (a) The County shall provide annually financial information and operating data in accordance with the provisions of Section (b)(5)(i) of the Rule as follows:

(i) audited financial statements of the County, prepared in accordance with generally accepted accounting principles; and

(ii) to the extent not included in (a)(i) above, certain operating data with respect to the County substantially of the type described in Appendix C of the Issuer’s Official Statement dated \_\_\_\_\_, 2021, under the subsection “FINANCIAL INFORMATION - Operating Data.”

If the financial statements filed pursuant to Section 2(a)(i) are not audited, the County shall file such statements as audited when available.

(b) The County shall file annually with the Municipal Securities Rulemaking Board (“MSRB”) the financial information and operating data described in subsection (a) above (collectively, the “Annual Disclosure”) within 240 days after the end of the Issuer’s fiscal year, commencing with the Issuer’s fiscal year ending June 30, 2021.

(c) Any Annual Disclosure may be included by specific reference to other documents previously provided to the MSRB or filed with the SEC; provided, however, that any final official statement incorporated by reference must be available from the MSRB.

(d) The County shall file with the MSRB in a timely manner the notice specifying any failure of the Issuer to provide the Annual Disclosure by the date specified.

**Section 3. Event Disclosure.** The County shall file with the MSRB in a timely manner not in excess of ten business days after the occurrence of the event, notice of the occurrence of any of the following events with respect to the Series 2021 Bonds:

- (a) principal and interest payment delinquencies;
- (b) non-payment related defaults, if material;
- (c) unscheduled draws on debt service reserves reflecting financial difficulties;
- (d) unscheduled draws on any credit enhancement reflecting financial difficulties;
- (e) substitution of credit or liquidity providers, or their failure to perform;



(f) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Series 2021 Bonds, or other material events affecting the tax status of the Series 2021 Bonds;

(g) modifications to rights of holders of the Series 2021 Bonds, if material;

(h) bond calls, if material, and tender offers;

(i) defeasances of all or any portion of the Series 2021 Bonds;

(j) release, substitution, or sale of property securing repayment of the Series 2021 Bonds, if material;

(k) rating changes;

(l) bankruptcy, insolvency, receivership or similar event of the County;

(m) the consummation of a merger, consolidation, or acquisition involving the County or the sale of all or substantially all of the assets of the County, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

(n) appointment of a successor or additional trustee or the change of name of a trustee, if material;

(o) incurrence of a financial obligation (hereinafter defined) of the County, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the County, any of which affect Bondholders, if material; and

(p) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the County, any of which reflect financial difficulties;

provided that nothing in this Section (3) shall require the County to maintain any debt service reserve, credit enhancement or credit or liquidity providers with respect to the Series 2021 Bonds or to pledge any property as security for repayment of the Series 2021 Bonds.

The term “financial obligation” means a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (iii) guarantee of (i) or (ii). The term “financial obligation” does not include municipal securities as to which a final official statement has been provided to the Municipal Securities Rulemaking Board consistent with the Rule.

**Section 4. Termination.** The obligation of the County hereunder will terminate upon the redemption, defeasance (within the meaning of the Rule) or payment in full of all the Series 2021 Bonds.

**Section 5. Amendment.** The County may modify its obligations hereunder without the consent of bondholders, provided that this Disclosure Agreement as so modified complies with the Rule as it exists at the time of modification. The County shall within a reasonable time thereafter file with the MSRB a description of such modification(s).

**Section 6. Defaults.** (a) If the County fails to comply with any covenant or obligation regarding Continuing Disclosure specified in this Disclosure Agreement, any holder (within the meaning of the Rule) of the Series 2021 Bonds then outstanding may, by notice to the County, proceed to protect and enforce its rights and the rights of the holders by an action for specific performance of the Issuer’s covenant to provide the Continuing Disclosure.

(b) Notwithstanding anything herein to the contrary, any failure of the County to comply with any obligation regarding Continuing Disclosure specified in this Disclosure Agreement (i) shall not be deemed to constitute an event of default under the Series 2021 Bonds or the resolution providing for the issuance of the Series 2021 Bonds and (ii) shall not give rise to any right or remedy other than that described in Section 6(a) above.

**Section 7. Filing Method.** Any filing required hereunder shall be made by transmitting such disclosure, notice or other information in electronic format to the MSRB through the MSRB's Electronic Municipal Market Access system pursuant to procedures promulgated by the MSRB.

**Section 8. Additional Disclosure.** The County may from time to time disclose certain information and data in addition to the Continuing Disclosure. Notwithstanding anything herein to the contrary, the Issuer shall not incur any obligation to continue to provide or to update such additional information or data.

**Section 9. Counterparts.** This Disclosure Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

**Section 10. Governing Law.** This Disclosure Agreement shall be construed and enforced in accordance with the laws of the Commonwealth of Virginia.

**BOARD OF SUPERVISORS OF  
JAMES CITY COUNTY, VIRGINIA, ON  
BEHALF OF JAMES CITY COUNTY, VIRGINIA**

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Chairman

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County Administrator

## **APPENDIX G**

### **BOOK ENTRY ONLY SYSTEM**

## **BOOK-ENTRY ONLY SYSTEM**

**The description which follows of the procedures and recordkeeping with respect to beneficial ownership interests in the Series 2021 Bonds, payments of principal of and premium, if any and interest on the Series 2021 Bonds to The Depository Trust Company, New York, New York (“DTC”), its nominee, Participants or Beneficial Owners (each as hereinafter defined), confirmation and transfer of beneficial ownership interests in the Series 2021 Bonds and other bond-related transactions by and between DTC, Participants and Beneficial Owners is based solely on information furnished by DTC.**

DTC will act as securities depository for the Series 2021 Bonds. The Series 2021 Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC’s partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Bond certificate will be issued for each maturity of the Series 2021 Bonds, each in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC, the world’s largest depository, is a limited-purpose trust company organized under the New York Banking Law, a “banking organization” within the meaning of the New York Banking Law, a member of the Federal Reserve System, a “clearing corporation” within the meaning of the New York Uniform Commercial Code, and a “clearing agency” registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC’s participants (the “Direct Participants”) deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants’ accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation (“DTCC”). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly (“Indirect Participants” and, together with the Direct Participants, the “Participants”). DTC has a Standard & Poor’s rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at [www.dtcc.com](http://www.dtcc.com).

Purchases of the Series 2021 Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Series 2021 Bonds on DTC’s records. The ownership interest of each actual purchaser of each Series 2021 Bond (the “Beneficial Owner”) is in turn to be recorded on the Direct and Indirect Participants’ records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners, however, are expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Series 2021 Bonds are to be accomplished by entries made on the books of the Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in the Series 2021 Bonds, except in the event that use of the book-entry system for the Series 2021 Bonds is discontinued.

To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC’s partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of the Series 2021 Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Series 2021 Bonds; DTC’s records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holding on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

Redemption notices shall be sent to DTC. If less than all of the Series 2021 Bonds are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Series 2021 Bonds unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Authority or the Trustee as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Series 2021 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Redemption proceeds, distributions, and dividend payments on the Series 2021 Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the Authority or the Registrar, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Authority or the Trustee subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Authority or the Trustee, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as securities depository with respect to the Series 2021 Bonds at any time by giving reasonable notice to the Authority or the Trustee. Under such circumstances, in the event that a successor securities depository is not obtained, Series 2021 Bond certificates will be printed and delivered.

The Authority, at the direction of the County, may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Series 2021 Bond certificates will be printed and delivered.

**The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Authority and the County believe to be reliable, but the Authority and the County take no responsibility for the accuracy thereof.**

**Neither the Authority, the County nor the Trustee has any responsibility or obligation to the Participants or the Beneficial Owners with respect to (a) the accuracy of any records maintained by DTC or any Participant; (b) the payment by any Participant of any amount due to any Beneficial Owner in respect of the principal of and premium, if any, and interest on the Series 2021 Bonds; (c) the delivery or timeliness of delivery by any Participant of any notice to any Beneficial Owner that is required or permitted under the terms of the Trust Agreement to be given to Bondholders; or (d) any other action taken by DTC, or its nominee, Cede & Co., as Bondholder, including the effectiveness of any action taken pursuant to an Omnibus Proxy.**

**So long as Cede & Co. is the registered owner of the Series 2021 Bonds, as nominee of DTC, references in this Official Statement to the Owners of the Series 2021 Bonds shall mean Cede & Co. and shall not mean the Beneficial Owners, and Cede & Co. will be treated as the only holder of Series 2021 Bonds for all purposes under the Trust Agreement.**

**The Authority may enter into amendments to the agreement with DTC or successor agreements with a successor securities depository, relating to the book-entry system to be maintained with respect to the Series 2021 Bonds without the consent of Beneficial Owners or Bondholders.**

**APPENDIX H**

**OFFICIAL NOTICE OF SALE**



**SECOND SUPPLEMENTAL FINANCING AGREEMENT**

**between**

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

**and**

**BOARD OF SUPERVISORS OF  
JAMES CITY COUNTY, VIRGINIA,  
on behalf of  
JAMES CITY COUNTY, VIRGINIA**

**Dated as of \_\_\_\_\_, 2021**

**NOTE: THIS SECOND SUPPLEMENTAL FINANCING AGREEMENT HAS BEEN ASSIGNED TO, AND IS SUBJECT TO A SECURITY INTEREST IN FAVOR OF, WILMINGTON TRUST, NATIONAL ASSOCIATION, AS TRUSTEE UNDER AN AGREEMENT OF TRUST DATED AS OF JUNE 1, 2016, AS PREVIOUSLY SUPPLEMENTED AND AS FURTHER SUPPLEMENTED BY A THIRD SUPPLEMENTAL AGREEMENT OF TRUST DATED AS OF \_\_\_\_\_, 2021, WITH THE ECONOMIC DEVELOPMENT AUTHORITY OF JAMES CITY COUNTY, VIRGINIA, AS FURTHER AMENDED OR SUPPLEMENTED FROM TIME TO TIME. INFORMATION CONCERNING SUCH SECURITY INTEREST MAY BE OBTAINED FROM THE TRUSTEE AT ITS DESIGNATED CORPORATE TRUST OFFICE.**



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THIS **SECOND SUPPLEMENTAL FINANCING AGREEMENT** dated as of \_\_\_\_\_, 2021, by and between the **ECONOMIC DEVELOPMENT AUTHORITY OF JAMES CITY COUNTY, VIRGINIA**, a political subdivision of the Commonwealth of Virginia (the “Authority”), and the **BOARD OF SUPERVISORS OF JAMES CITY COUNTY, VIRGINIA**, on behalf of **JAMES CITY COUNTY, VIRGINIA**, a political subdivision of the Commonwealth of Virginia (the “County”), provides:

**W I T N E S S E T H:**

**WHEREAS**, the Authority is a political subdivision of the Commonwealth of Virginia duly created under the Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2, Code of Virginia of 1950, as amended (the “Act”);

**WHEREAS**, the Authority is authorized to exercise all the powers set forth in the Act, which include, among other things, the powers to make loans to, among others, a county in furtherance of the Act, to finance or refinance and lease facilities for use by, among others, a county, to issue its revenue bonds, notes and other obligations from time to time for such purposes and to pledge all or any part of its revenues and receipts derived from payments received by the Authority in connection with its loans or from the leasing by the Authority of such facilities or from any source, as security for the payment of principal of and interest on any such obligations;

**WHEREAS**, the County desires to undertake a program of financing and refinancing the acquisition, construction and equipping of various public facilities that the County determines to undertake from time to time;

**WHEREAS**, in furtherance of the purposes of the Act, the County has requested the Authority to undertake one or more series of Projects (as defined in the Financing Agreement, as hereinafter defined), and the Authority has determined to issue from time to time pursuant to the terms of an Agreement of Trust dated as of June 1, 2016, between the Authority and Wilmington Trust, National Association, Richmond, Virginia, as trustee (the “Trustee”), as previously supplemented and as further supplemented by a Third Supplemental Agreement of Trust dated as of \_\_\_\_\_, 2021, between the Authority and the Trustee (collectively, the “Agreement of Trust”), its public facility revenue bonds and to loan the proceeds thereof to the County to finance and refinance costs incurred in connection with such Projects and costs of issuing such bonds;

**WHEREAS**, in furtherance of the purposes of the Act, the Authority and the County have entered into a Financing Agreement dated as of June 1, 2016 (the “Master Financing Agreement”), pursuant to which the Authority has agreed to loan from time to time such proceeds to the County and the County has agreed to repay such loans, subject to appropriation by the County Board of Supervisors from time to time of sufficient moneys for such purpose;

**WHEREAS**, within the limitations and in compliance with the Agreement of Trust, the County has requested the Authority to issue a series of Bonds in the aggregate principal amount of \$ \_\_\_\_\_ (the “Series 2021 Bonds”) and to loan such proceeds to the County (a) to refund the [outstanding principal balance] of the Series 2012 Bonds (as hereinafter defined), and (b) to pay the issuance and refunding costs related thereto, all pursuant to the terms of this Second Supplemental Financing Agreement; and

**WHEREAS**, all acts, conditions and things required by law to happen, exist and be performed precedent to and in connection with the execution of and entering into this Second Supplemental Financing Agreement have happened, exist and have been performed in regular and due time and in form and manner as required by law, and the parties hereto are now duly empowered to execute and enter into this Second Supplemental Financing Agreement;

**NOW, THEREFORE**, in consideration of the mutual covenants and agreements hereinafter contained and other valuable consideration, the parties hereto covenant and agree as follows:

## **ARTICLE I**

### **DEFINITIONS AND RULES OF CONSTRUCTION**

#### **Section 1.1 Definitions.**

Unless otherwise defined in this Second Supplemental Financing Agreement, all words used herein shall have the meanings assigned to such terms in the Agreement of Trust or the Master Financing Agreement. The following words as used in this Second Supplemental Financing Agreement shall have the following meanings unless a different meaning clearly appears from the context:

**“Agreement of Trust”** shall mean the Master Trust Agreement together with all supplemental agreements entered into by the Authority and the Trustee from time to time.

**“Basic Agreements”** shall mean the Agreement of Trust and the Financing Agreement.

**“Financing Agreement”** shall mean the Master Financing Agreement, as previously supplemented and as further supplemented by this Second Supplemental Financing Agreement.

**“Master Financing Agreement”** shall mean the Financing Agreement dated as of June 1, 2016, between the Authority and the County.

**“Master Trust Agreement”** shall mean the Agreement of Trust dated as of June 1, 2016, between the Authority and the Trustee.

**“Second Supplemental Financing Agreement”** shall mean this Second Supplemental Financing Agreement dated as of \_\_\_\_\_, 2021, between the Authority and the County, which supplements the Financing Agreement, including any supplements, amendments or modifications to this Second Supplemental Financing Agreement.

**“Series 2012 Bonds”** shall mean the Authority’s \$26,380,000 Lease Revenue Bonds (County of James City, Virginia Capital Projects), Series 2012.

**“Series 2021 Bonds”** shall mean the Authority’s \$\_\_\_\_\_ Public Facility Revenue Refunding Bonds (County Government Projects), Series 2021, authorized to be issued pursuant to the Third Supplemental Trust Agreement.

**“Third Supplemental Trust Agreement”** shall mean the Third Supplemental Agreement of Trust dated as of \_\_\_\_\_, 2021, between the Authority and the Trustee, which supplements the Agreement of Trust.

## **Section 1.2 Rules of Construction.**

The following rules shall apply to the construction of this Second Supplemental Financing Agreement unless the context otherwise requires:

(a) Words importing the singular number shall include the plural number and vice versa.

(b) Words importing the redemption or calling for redemption of Series 2021 Bonds shall not be deemed to refer to or connote the payment of Series 2021 Bonds at their stated maturity.

(c) Unless otherwise indicated, all references herein to particular Articles or Sections are references to Articles or Sections of this Second Supplemental Financing Agreement.

(d) The headings herein and the Table of Contents herein are solely for convenience of reference and shall not constitute a part of this Second Supplemental Financing Agreement and shall not affect its meaning, construction or effect.

(e) All references herein to payment of Series 2021 Bonds are references to payment of principal of and premium, if any, and interest on the Series 2021 Bonds.

## **ARTICLE II**

### **REPRESENTATIONS**

#### **Section 2.1 Representations by Authority.**

The Authority makes the following representations:

(a) The Authority is a political subdivision of the Commonwealth of Virginia duly created under the Act;

(b) Pursuant to the Act, the Authority has full power and authority to enter into the Basic Agreements and to perform the transactions contemplated thereby and to carry out its obligations thereunder and, by proper action, has duly authorized, executed and delivered the Basic Agreements;

(c) The execution, delivery and compliance by the Authority with the terms and conditions of the Basic Agreements will not conflict with or constitute or result in a default under or violation of (1) any existing law, rule or regulation applicable to the Authority or (2) any trust agreement, mortgage, deed of trust, lien, lease, contract, note, order, judgment, decree or other agreement, instrument or other restriction of any kind to which the Authority or any of its assets is subject;

(d) No further approval, consent or withholding of objection on the part of any regulatory body or any official, federal, state or local, is required in connection with the execution or delivery of or compliance by the Authority with the terms and conditions of the Basic Agreements, except that no representation is made as to the applicability of any federal or state securities laws; and

(e) There is no litigation at law or in equity or any proceeding before any governmental agency involving the Authority pending or, to the knowledge of the Authority, threatened with respect to (1) the creation and existence of the Authority, (2) its authority to execute and deliver the Basic Agreements, (3) the validity or enforceability of the Basic Agreements or the Authority's performance of its obligations thereunder, (4) the title of any officer of the Authority executing the Basic Agreements or (5) the ability of the Authority to issue and sell its bonds.

## **Section 2.2 Representations by County.**

The County makes the following representations:

(a) The County is a political subdivision of the Commonwealth of Virginia;

(b) The County has full power and authority to enter into the Basic Agreements to which it is a party and to perform the transactions contemplated thereby and to carry out its obligations thereunder and, by proper action, has duly authorized, executed and delivered the Basic Agreements;

(c) The County is not in default in the payment of the principal of or interest on any of its indebtedness for borrowed money and is not in default under any instrument under or subject to which any indebtedness for borrowed money has been incurred, and no event has occurred and is continuing that, with the lapse of time or the giving of notice, or both, would constitute or result in an event of default thereunder;

(d) The County is not in default under or in violation of, and the execution, delivery and compliance by the County with the terms and conditions of the Basic Agreements to which it is a party will not conflict with or constitute or result in a default under or violation of, (1) any existing law, rule or regulation applicable to the County or (2) any trust agreement, mortgage, deed of trust, lien, lease, contract, note, order, judgment, decree or other agreement, instrument or restriction of any kind to which the County or any of its assets is subject, and no event has occurred and is continuing that, with the lapse of time or the giving of notice, or both, would constitute or result in such a default or violation;

(e) No further approval, consent or withholding of objection on the part of any regulatory body or any official, federal, state or local, is required in connection with the execution or delivery of or compliance by the County with the terms and conditions of the Basic Agreements to which it is a party; and

(f) There is no litigation at law or in equity or any proceeding before any governmental agency involving the County pending or, to the knowledge of the County, threatened with respect to (1) the authority of the County to execute and deliver the Basic Agreements to which it is a party, (2) the validity or enforceability of the Basic Agreements or the County's performance of its obligations thereunder, (3) the title of any officer of the County

executing the Basic Agreements or (4) the ability of the County to undertake with the Authority to refund the [outstanding balance] of the Series 2012 Bonds.

### **ARTICLE III**

#### **AGREEMENT TO MAKE LOANS AND ISSUE BONDS**

##### **Section 3.1 Agreement to Make Loan to Refund Series 2012 Bonds.**

The Authority hereby agrees to make, but solely from the proceeds of the Series 2021 Bonds, and the County hereby agrees to accept, a loan to refund the [outstanding principal balance] of the Series 2012 Bonds. Subject to the limitation of Section 4.4 of the Master Financing Agreement, the County agrees to make all Basic Payments and Additional Payments when and as the same shall become due and payable to repay such loan.

##### **Section 3.2 Agreement to Issue Series 2021 Bonds.**

In order to provide funds for making the loan described in Section 3.1, the Authority shall contemporaneously with the execution and delivery hereof proceed with the issuance and sale of the Series 2021 Bonds bearing interest, maturing and having the other terms and provisions set forth in the Agreement of Trust.

### **ARTICLE IV**

#### **PAYMENT OBLIGATIONS**

##### **Section 4.1 Amounts Payable.**

The Financing Agreement is hereby amended to replace in its entirety the Exhibit A attached thereto with the new schedule of payments attached hereto as Exhibit A. Pursuant to Article IV of the Master Financing Agreement and subject specifically to the limitation of Section 4.4 thereof, the County shall pay to the Authority or its assignee, the Basic Payments specified in Exhibit A attached. The Basic Payments shall be payable without notice or demand at the designated corporate trust office of the Trustee.

### **ARTICLE V**

#### **PREPAYMENT AND REDEMPTION**

##### **Section 5.1 Prepayment and Redemption.**

The County shall have the option to prepay any Basic Payment at the times and in the amounts as necessary to exercise its option to cause the Series 2021 Bonds to be redeemed as set forth in such Series 2021 Bonds. Such prepayments of Basic Payments shall be made at the times and in the amounts as necessary to accomplish the optional redemption of the Series 2021 Bonds as set forth in Section 3.301 of the Third Supplemental Trust Agreement. The Series 2021 Bonds shall be prepaid or redeemed in the manner and at the times set forth in Article III of the Third Supplemental Trust Agreement. Upon the exercise of such option, the County shall also pay as Additional Payments, the amounts necessary to pay the premium, if any, due on such Series 2021 Bonds on the date or dates of their redemption.

The County shall give the Trustee notice of any redemption of such Series 2021 Bonds at least five days prior to the latest date that notice of redemption may be given pursuant to Section 402 of the Master Trust Agreement, such notice to the Trustee to specify the redemption date, the principal amount of Series 2021 Bonds to be redeemed, the premium, if any, and the section of the Agreement of Trust pursuant to which such redemption is to be made.

## **ARTICLE VI**

### **ARBITRAGE REBATE**

#### **Section 6.1 Rebate Requirement.**

Except with respect to earnings on funds and accounts qualifying for exceptions to the rebate requirement of Section 148 of the Code, the County shall calculate and pay the amount owed to the United States of America, as and when due, in accordance with Section 148(f) of the Code, and shall retain records of all such determinations until six years after payment of the Series 2021 Bonds.

#### **Section 6.2 Reports by Trustee.**

The Trustee shall provide the County within 30 days after each \_\_\_\_\_ and within 30 days after the final payment of the Series 2021 Bonds with such reports and information with respect to earnings of amounts held under the Agreement of Trust as may be reasonably requested by the County in order to comply with the provisions of this Article.

## **ARTICLE VII**

### **MISCELLANEOUS**

#### **Section 7.1 Severability.**

If any provision of this Second Supplemental Financing Agreement shall be held invalid by any court of competent jurisdiction, such holding shall not invalidate any other provision hereof.

#### **Section 7.2 Successors and Assigns.**

This Second Supplemental Financing Agreement shall be binding upon, inure to the benefit of and be enforceable by the parties and their respective successors and assigns.

#### **Section 7.3 Counterparts.**

This Second Supplemental Financing Agreement may be executed in any number of counterparts, each of which shall be an original and all of which together shall constitute but one and the same instrument.

#### **Section 7.4 Governing Law.**

This Second Supplemental Financing Agreement shall be governed by and construed in accordance with the laws of the Commonwealth of Virginia.



## **Section 7.5 Freedom Act Requirements.**

To help the government fight the funding of terrorism and money laundering activities, federal law requires all financial institutions to obtain, verify, and record information that identifies each person who opens an account. For a non-individual person such as a business entity, a charity, a trust, or other legal entity, the Trustee may ask for documentation to verify such non-individual person's formation and existence as a legal entity. The Trustee may also ask to see financial statements, licenses, identification and authorization documents from individuals claiming authority to represent the entity or other relevant documentation.

[Remainder of Page Intentionally Left Blank]

**IN WITNESS WHEREOF**, the parties have caused this Second Supplemental Financing Agreement to be duly executed as of the date first above written, by their duly authorized representatives.

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

By: \_\_\_\_\_  
Chair

**BOARD OF SUPERVISORS OF JAMES CITY  
COUNTY, VIRGINIA, ON BEHALF OF  
JAMES CITY COUNTY, VIRGINIA**

By: \_\_\_\_\_  
County Administrator

**Seen and agreed to:**

**WILMINGTON TRUST, NATIONAL ASSOCIATION,**  
as Trustee

By: \_\_\_\_\_  
Vice President

**RECEIPT OF TRUSTEE**

Receipt of the foregoing original counterpart of the Second Supplemental Financing Agreement dated as of \_\_\_\_\_, 2021, between the Economic Development Authority of James City County, Virginia, and the Board of Supervisors of James City County, Virginia, on behalf of James City County, Virginia, is hereby acknowledged.

**WILMINGTON TRUST,  
NATIONAL ASSOCIATION, as Trustee**

By: \_\_\_\_\_  
Vice President

**[TO BE UPDATED]****EXHIBIT A****Series 2016 Bonds**

<b>Payment Date</b>	<b>Principal Component</b>	<b>Interest Component</b>	<b>Total</b>
12/1/2016		\$ 473,406.22	\$ 473,406.22
06/1/2017	\$ 915,000	441,518.75	1,356,518.75
12/1/2017		427,793.75	427,793.75
06/1/2018	975,000	427,793.75	1,402,793.75
12/1/2018		413,168.75	413,168.75
06/1/2019	1,000,000	413,168.75	1,413,168.75
12/1/2019		398,168.75	398,168.75
06/1/2020	1,035,000	398,168.75	1,433,168.75
12/1/2020		382,643.75	382,643.75
06/1/2021	1,065,000	382,643.75	1,447,643.75
12/1/2021		356,018.75	356,018.75
06/1/2022	1,115,000	356,018.75	1,471,018.75
12/1/2022		328,143.75	328,143.75
06/1/2023	1,170,000	328,143.75	1,498,143.75
12/1/2023		310,593.75	310,593.75
06/1/2024	1,205,000	310,593.75	1,515,593.75
12/1/2024		280,468.75	280,468.75
06/1/2025	1,270,000	280,468.75	1,550,468.75
12/1/2025		248,718.75	248,718.75
06/1/2026	1,330,000	248,718.75	1,578,718.75
12/1/2026		215,468.75	215,468.75
06/1/2027	1,400,000	215,468.75	1,615,468.75
12/1/2027		201,468.75	201,468.75
06/1/2028	1,425,000	201,468.75	1,626,468.75
12/1/2028		187,218.75	187,218.75
06/1/2029	1,455,000	187,218.75	1,642,218.75
12/1/2029		170,850.00	170,850.00
06/1/2030	1,485,000	170,850.00	1,655,850.00
12/1/2030		148,575.00	148,575.00
06/1/2031	1,530,000	148,575.00	1,678,575.00
12/1/2031		125,625.00	125,625.00
06/1/2032	1,575,000	125,625.00	1,700,625.00
12/1/2032		102,000.00	102,000.00
06/1/2033	1,625,000	102,000.00	1,727,000.00
12/1/2033		77,625.00	77,625.00
06/1/2034	1,675,000	77,625.00	1,752,625.00
12/1/2034		52,500.00	52,500.00
06/1/2035	1,725,000	52,500.00	1,777,500.00
12/1/2035		26,625.00	26,625.00
06/1/2036	1,775,000	26,625.00	1,801,625.00
	<b>\$26,750,000</b>	<b>\$9,822,274.97</b>	<b>\$36,572,274.97</b>

**Series 2018 Bonds**

<b>Payment Date</b>	<b>Principal Component</b>	<b>Interest Component</b>	<b>Total</b>
06/1/2019		\$ 528,791.67	\$ 528,791.67
12/1/2019		485,625.00	485,625.00
06/1/2020	\$ 925,000	485,625.00	1,410,625.00
12/1/2020		462,500.00	462,500.00
06/1/2021	965,000	462,500.00	1,427,500.00
12/1/2021		438,375.00	438,375.00
06/1/2022	1,015,000	438,375.00	1,453,375.00
12/1/2022		413,000.00	413,000.00
06/1/2023	1,065,000	413,000.00	1,478,000.00
12/1/2023		386,375.00	386,375.00
06/1/2024	1,125,000	386,375.00	1,511,375.00
12/1/2024		358,250.00	358,250.00
06/1/2025	1,175,000	358,250.00	1,533,250.00
12/1/2025		328,875.00	328,875.00
06/1/2026	1,230,000	328,875.00	1,558,875.00
12/1/2026		298,125.00	298,125.00
06/1/2027	1,295,000	298,125.00	1,593,125.00
12/1/2027		265,750.00	265,750.00
06/1/2028	1,355,000	265,750.00	1,620,750.00
12/1/2028		231,875.00	231,875.00
06/1/2029	1,420,000	231,875.00	1,651,875.00
12/1/2029		196,375.00	196,375.00
06/1/2030	1,495,000	196,375.00	1,691,375.00
12/1/2030		159,000.00	159,000.00
06/1/2031	750,000	159,000.00	909,000.00
12/1/2031		144,000.00	144,000.00
06/1/2032	780,000	144,000.00	924,000.00
12/1/2032		128,400.00	128,400.00
06/1/2033	810,000	128,400.00	938,400.00
12/1/2033		112,200.00	112,200.00
06/1/2034	845,000	112,200.00	957,200.00
12/1/2034		95,300.00	95,300.00
06/1/2035	880,000	95,300.00	975,300.00
12/1/2035		77,700.00	77,700.00
06/1/2036	915,000	77,700.00	992,700.00
12/1/2036		59,400.00	59,400.00
06/1/2037	950,000	59,400.00	1,009,400.00
12/1/2037		40,400.00	40,400.00
06/1/2038	990,000	40,400.00	1,030,400.00
12/1/2038		20,600.00	20,600.00
06/1/2039	1,030,000	20,600.00	1,050,600.00
	<b>\$21,015,000</b>	<b>\$9,933,041.67</b>	<b>\$30,948,041.67</b>

**Total Debt Service – Series 2016 and 2018 Bonds**

<b>Payment Date</b>	<b>Total Principal</b>	<b>Total Interest</b>	<b>Total</b>
12/1/2016		\$ 473,406.22	\$ 473,406.22
06/1/2017	\$ 915,000	441,518.75	1,356,518.75
12/1/2017		427,793.75	427,793.75
06/1/2018	975,000	427,793.75	1,402,793.75
12/1/2018		413,168.75	413,168.75
06/1/2019	1,000,000	941,960.42	1,941,960.42
12/1/2019		883,793.75	883,793.75
06/1/2020	1,960,000	883,793.75	2,843,793.75
12/1/2020	0	845,143.75	845,143.75
06/1/2021	2,030,000	845,143.75	2,875,143.75
12/1/2021	0	794,393.75	794,393.75
06/1/2022	2,130,000	794,393.75	2,924,393.75
12/1/2022	0	741,143.75	741,143.75
06/1/2023	2,235,000	741,143.75	2,976,143.75
12/1/2023	0	696,968.75	696,968.75
06/1/2024	2,330,000	696,968.75	3,026,968.75
12/1/2024	0	638,718.75	638,718.75
06/1/2025	2,445,000	638,718.75	3,083,718.75
12/1/2025	0	577,593.75	577,593.75
06/1/2026	2,560,000	577,593.75	3,137,593.75
12/1/2026	0	513,593.75	513,593.75
06/1/2027	2,695,000	513,593.75	3,208,593.75
12/1/2027	0	467,218.75	467,218.75
06/1/2028	2,780,000	467,218.75	3,247,218.75
12/1/2028	0	419,093.75	419,093.75
06/1/2029	2,875,000	419,093.75	3,294,093.75
12/1/2029	0	367,225.00	367,225.00
06/1/2030	2,980,000	367,225.00	3,347,225.00
12/1/2030	0	307,575.00	307,575.00
06/1/2031	2,280,000	307,575.00	2,587,575.00
12/1/2031	0	269,625.00	269,625.00
06/1/2032	2,355,000	269,625.00	2,624,625.00
12/1/2032	0	230,400.00	230,400.00
06/1/2033	2,435,000	230,400.00	2,665,400.00
12/1/2033	0	189,825.00	189,825.00
06/1/2034	2,520,000	189,825.00	2,709,825.00
12/1/2034	0	147,800.00	147,800.00
06/1/2035	2,605,000	147,800.00	2,752,800.00
12/1/2035	0	104,325.00	104,325.00
06/1/2036	2,690,000	104,325.00	2,794,325.00
12/1/2037	0	59,400.00	59,400.00
06/1/2037	950,000	59,400.00	1,009,400.00
12/1/2038	0	40,400.00	40,400.00
06/1/2038	990,000	40,400.00	1,030,400.00
12/1/2039	0	20,600.00	20,600.00
06/1/2039	1,030,000	20,600.00	1,050,600.00
	<b>\$47,765,000</b>	<b>\$19,755,316.64</b>	<b>\$67,520,316.64</b>

**THIRD SUPPLEMENTAL AGREEMENT OF TRUST**

**between**

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

**and**

**WILMINGTON TRUST, NATIONAL ASSOCIATION,  
as Trustee**

**Dated as of \_\_\_\_\_, 2021**

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**THIS THIRD SUPPLEMENTAL AGREEMENT OF TRUST** dated as of \_\_\_\_\_, 2021, by and between the **ECONOMIC DEVELOPMENT AUTHORITY OF JAMES CITY COUNTY, VIRGINIA**, a political subdivision of the Commonwealth of Virginia (the “Authority”), and **WILMINGTON TRUST, NATIONAL ASSOCIATION**, a national banking association, having a corporate trust office in Richmond, Virginia, as trustee (in such capacity, together with any successor in such capacity, herein called the “Trustee”), provides:

**WHEREAS**, the Authority and the Trustee have entered into an Agreement of Trust dated as of June 1, 2016 (the “Master Agreement of Trust”), pursuant to which the Authority has agreed to issue from time to time public facility revenue bonds or notes and use the proceeds thereof to finance and refinance costs incurred in connection with certain Projects (as hereinafter defined) for the benefit of James City County, Virginia (the “County”); and

**WHEREAS**, in compliance with the Master Agreement of Trust and pursuant to the terms of a First Supplemental Agreement of Trust dated as of June 1, 2016 (the “First Supplemental Trust Agreement”), the County requested the Authority to issue a series of public facility revenue bonds in the aggregate principal amount of \$26,750,000 (the “Series 2016 Bonds”) to finance the costs of the Series 2016 Project (as defined in the First Supplemental Trust Agreement); and

**WHEREAS**, in compliance with the Master Agreement of Trust and pursuant to the terms of a Second Supplemental Agreement of Trust dated as of November 1, 2018 (the “Second Supplemental Trust Agreement”), the County requested the Authority to issue a series of public facility revenue bonds in the aggregate principal amount of \$21,015,000 (the “Series 2018 Bonds”) (a) to refund the outstanding principal balance of the Series 2009 Bonds (as defined in the Second Supplemental Trust Agreement), (b) to finance the Series 2018 Project (as defined in the Second Supplemental Trust Agreement) and (c) to pay the financing and issuance costs related thereto; and

**WHEREAS**, at the request of the County, the Authority has determined to issue an additional Series of Bonds under the Master Agreement of Trust in the original aggregate principal amount of \$\_\_\_\_\_ (as further described herein, the “Series 2021 Bonds”), the proceeds of which will be loaned to the County (a) to refund the [outstanding principal balance] of the Series 2012 Bonds (as defined herein) and (b) to pay the issuance and refunding costs related thereto; and

**WHEREAS**, the Authority has agreed to issue the Series 2021 Bonds, secured by a pledge of the revenues and receipts derived from a Financing Agreement dated as of June 1, 2016, as previously supplemented and as further supplemented by a Second Supplemental Financing Agreement dated as of \_\_\_\_\_, 2021 (collectively, the “Financing Agreement”), between the Authority and the County, and the County has undertaken, subject to the appropriation by the County Board of Supervisors from time to time of sufficient amounts for such purposes, to make basic payments that will be sufficient to pay the principal of and premium, if any, and interest on the Series 2016 Bonds, the Series 2018 Bonds and the Series 2021 Bonds, as the same shall become due; and

**WHEREAS**, the Authority has taken all necessary action to make the Series 2021 Bonds, when authenticated by the Trustee and issued by the Authority, valid and binding limited obligations of the Authority and to constitute this Third Supplemental Trust Agreement a valid and binding agreement authorizing and providing for the details of the Series 2021 Bonds;

**NOW THEREFORE**, in consideration of the premises and the mutual covenants and agreements hereinafter contained, the parties hereto agree as follows:

## **ARTICLE I**

### **THIRD SUPPLEMENTAL TRUST AGREEMENT**

#### **Section 3.101 Authorization of Third Supplemental Trust Agreement.**

This Third Supplemental Trust Agreement is authorized and executed by the Authority and delivered to the Trustee pursuant to and in accordance with Articles III and X of the Master Agreement of Trust. All terms, covenants, conditions and agreements of the Master Agreement of Trust shall apply with full force and effect to the Series 2021 Bonds and to the holders thereof, except as otherwise provided in this Third Supplemental Trust Agreement.

#### **Section 3.102 Definitions.**

Except as otherwise defined in this Third Supplemental Trust Agreement, words defined in the Master Agreement of Trust are used in this Third Supplemental Trust Agreement with the meanings assigned to them in the Master Agreement of Trust. In addition, the following words shall have the following meanings unless a different meaning clearly appears from the context:

**“2012 Bond Fund”** shall mean the Bond Fund created by the Indenture of Trust dated as of September 1, 2012, between the Authority and Regions Bank, as trustee.

**“2012 Trustee”** shall mean Regions Bank, as trustee for the Series 2012 Bonds pursuant to the terms of the Indenture of Trust dated as of September 1, 2012, with the Authority.

**“Closing Date”** shall mean \_\_\_\_\_, 2021.

**“First Supplemental Trust Agreement”** shall mean the First Supplemental Agreement of Trust dated as of June 1, 2016, between the Authority and the Trustee, which supplements and amends the Master Agreement of Trust, including any supplements, amendments or modifications to the First Supplemental Trust Agreement as the parties may undertake.

**“Letter of Representations”** shall mean the Blanket Letter of Representations dated May 29, 2013, from the Authority to the Securities Depository and any amendments thereto or successor agreements between the Authority and any successor Securities Depository with respect to the Series 2021 Bonds. Notwithstanding any provision of the Master Agreement of Trust, including Article X regarding amendments, the Trustee may enter into any such amendment or successor agreement without the consent of Bondholders.

**“Second Supplemental Trust Agreement”** shall mean the Second Supplemental Agreement of Trust between the Authority and the Trustee, which supplements and amends the Master Agreement of Trust, including any supplements, amendments or modifications to the Second Supplemental Trust Agreement as the parties may undertake.

**“Securities Depository”** shall mean The Depository Trust Company, a corporation organized and existing under the laws of the State of New York, and any other securities depository for the Series 2021 Bonds appointed pursuant to Section 3.204, and their successors.

**“Series 2012 Bonds”** shall mean the Authority’s \$26,380,000 Lease Revenue Bonds (County of James City, Virginia Capital Projects), Series 2012.

**“Series 2016 Bonds”** shall mean the Authority’s \$26,750,000 Public Facility Revenue Bonds (James City County School Project), Series 2016, authorized to be issued pursuant to the First Supplemental Trust Agreement.

**“Series 2018 Bonds”** shall mean the Authority’s \$21,015,000 Public Facility Revenue and Refunding Bonds (County Government Projects), Series 2018, authorized to be issued pursuant to the Second Supplemental Trust Agreement.

**“Series 2021 Bonds”** shall mean the Authority’s \$\_\_\_\_\_ Public Facility Revenue Refunding Bonds (County Government Projects), Series 2021, authorized to be issued pursuant to this Third Supplemental Trust Agreement.

**“Third Supplemental Trust Agreement”** shall mean this Third Supplemental Agreement of Trust between the Authority and the Trustee, which supplements and amends the Master Agreement of Trust, including any supplements, amendments or modifications to the Third Supplemental Trust Agreement as the parties may undertake.

### **Section 3.103 Rules of Construction.**

The following rules shall apply to the construction of this Third Supplemental Trust Agreement unless the context otherwise requires:

(a) Words importing the singular number shall include the plural number and vice versa.

(b) Words importing the redemption or calling for redemption of Series 2021 Bonds shall not be deemed to refer to or connote the payment of Series 2021 Bonds at their stated maturity.

(c) Unless otherwise indicated, all references herein to particular Articles or Sections are references to Articles or Sections of this Third Supplemental Trust Agreement.

(d) The headings herein and Table of Contents to this Third Supplemental Trust Agreement herein are solely for convenience of reference and shall not constitute a part of this Third Supplemental Trust Agreement nor shall they affect its meaning, construction or effect.

(e) All references herein to payment of Series 2021 Bonds are references to payment of principal of and premium, if any, and interest on the Series 2021 Bonds.

## **ARTICLE II**

### **AUTHORIZATION, DETAILS AND FORM OF SERIES 2021 BONDS**

#### **Section 3.201 Authorization of Series 2021 Bonds.**

There are hereby authorized to be issued the Series 2021 Bonds in an aggregate principal amount of \$\_\_\_\_\_ to (a) refund the [outstanding principal balance] of the Series 2012 Bonds and (b) pay issuance and refunding costs related thereto, in accordance with Article IV hereof.

#### **Section 3.202 Details of Series 2021 Bonds.**

(a) The Series 2021 Bonds shall be designated “Public Facility Revenue Refunding Bonds (County Government Projects), Series 2021,” shall be dated the Closing Date, shall be issuable only as fully registered bonds in denominations of \$5,000 and integral multiples thereof and shall be numbered R-1 upward. The Series 2021 Bonds shall bear interest at rates, payable semiannually on each June 15 and December 15, beginning \_\_\_\_\_, \_\_\_\_\_, and shall mature in installments on June 15 in years and amounts, as follows:

<b>Year</b>	<b>Amount</b>	<b>Rate</b>	<b>Year</b>	<b>Amount</b>	<b>Rate</b>
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(b) Each Series 2021 Bond shall bear interest (a) from its date, if such Series 2021 Bond is authenticated prior to the first interest payment date, or (b) otherwise from the interest payment date that is, or immediately precedes, the date on which such Series 2021 Bond is authenticated; provided, however, that if at the time of authentication of any Series 2021 Bond payment of interest is in default, such Series 2021 Bond shall bear interest from the date to which interest has been paid. Interest shall be calculated on the basis of a 360-day year of twelve 30-day months.

(c) Principal of the Series 2021 Bonds shall be payable to the registered holder(s) upon the surrender of Series 2021 Bonds at the designated corporate trust office of the Trustee in Richmond, Virginia, or such other office as the Trustee may designate in writing, from time to time. Interest on the Series 2021 Bonds shall be payable by check or draft mailed to the

registered owners at their addresses as they appear on the registration books kept by the Trustee on the first day of the month in which each interest payment date occurs; provided, however, if the Series 2021 Bonds are registered in the name of a Securities Depository or its nominee as registered holder or at the option of a registered holder(s) of at least \$1,000,000 of Series 2021 Bonds, payment shall be made by wire transfer pursuant to the wire instructions received by the Trustee from such registered holder(s). Principal and interest shall be payable in lawful money of the United States of America.

### **Section 3.203 Form of Series 2021 Bonds.**

The Series 2021 Bonds shall be in substantially the form set forth in **Exhibit A**, with such appropriate variations, omissions and insertions as are permitted or required by the Master Agreement of Trust and this Third Supplemental Trust Agreement.

### **Section 3.204 Securities Depository Provisions.**

Initially, one certificate for each maturity of the Series 2021 Bonds will be issued and registered to the Securities Depository, or its nominee. The Authority shall enter into a Letter of Representations relating to a book-entry system to be maintained by the Securities Depository with respect to the Series 2021 Bonds.

In the event that (a) the Securities Depository determines not to continue to act as a securities depository for the Series 2021 Bonds by giving notice to the Trustee and the Authority discharging its responsibilities hereunder or (b) the Authority, at the direction of the County, determines (1) that beneficial owners of Series 2021 Bonds shall be able to obtain certificated Series 2021 Bonds or (2) to select a new Securities Depository, then the Trustee shall, at the direction of the Authority, attempt to locate another qualified securities depository to serve as Securities Depository or authenticate and deliver certificated Series 2021 Bonds to the beneficial owners or to the Securities Depository participants on behalf of beneficial owners substantially in the form provided for in **Exhibit A**; provided, however, that such form shall provide for interest on the Series 2021 Bonds to be payable (i) from the Closing Date, if it is authenticated prior to \_\_\_\_\_, \_\_\_\_\_, or (ii) otherwise from the June 15 or December 15 that is, or immediately precedes, the date on which it is authenticated (unless payment of interest thereon is in default, in which case interest on such Series 2021 Bonds shall be payable from the date to which interest has been paid). In delivering certificated Series 2021 Bonds, the Trustee shall be entitled to rely conclusively on the records of the Securities Depository as to the beneficial owners or the records of the Securities Depository participants acting on behalf of beneficial owners. Such certificated Series 2021 Bonds will be registrable, transferable and exchangeable as set forth in Sections 204 and 205 of the Master Agreement of Trust.

So long as there is a Securities Depository for the Series 2021 Bonds (A) it or its nominee shall be the registered holder(s) of the Series 2021 Bonds, (B) notwithstanding anything to the contrary in this Agreement, determinations of persons entitled to payment of principal and interest, transfers of ownership and exchanges and receipt of notices shall be the responsibility of the Securities Depository and shall be effected pursuant to rules and procedures established by such Securities Depository, (C) the Authority and the Trustee shall not be responsible or liable for maintaining, supervising or reviewing the records maintained by the Securities Depository,

its participants or persons acting through such participants, (D) references in this Agreement to registered holder(s) of the Series 2021 Bonds shall mean such Securities Depository or its nominee and shall not mean the beneficial owners of the Series 2021 Bonds and (E) in the event of any inconsistency between the provisions of this Agreement, other than those set forth in this paragraph and the preceding paragraph, and the provisions of the Letter of Representations such provisions of the Letter of Representations shall control.

### **Section 3.205 Delivery of Series 2021 Bonds.**

The Trustee shall authenticate and deliver the Series 2021 Bonds when there have been filed with or delivered to it all items required by Section 303 of the Master Agreement of Trust.

## **ARTICLE III**

### **REDEMPTION OF SERIES 2021 BONDS**

#### **Section 3.301 Redemption Date and Price.**

The Series 2021 Bonds may not be called for redemption by the Authority except as follows:

(a) Optional Redemption. The Series 2021 Bonds maturing on and before June 15, \_\_\_\_, will not be subject to redemption prior to maturity. The Series 2021 Bonds maturing on and after June 15, \_\_\_\_, will be subject to redemption prior to maturity, at the option of the Authority upon the direction of the County, on or after June 15, \_\_\_\_, in whole or in part (in \$5,000 integrals) at any time, upon payment of 100% of the principal amount to be redeemed, plus interest accrued to the date fixed for redemption.

(b) [Mandatory Sinking Fund Redemption.]

#### **Section 3.302 Selection of Series 2021 Bonds for Redemption.**

If less than all of the Series 2021 Bonds are called for optional redemption, the maturities of the Series 2021 Bonds (or portions thereof) to be redeemed shall be selected by the County. If less than all of the Series 2021 Bonds of a maturity are called for optional redemption, the particular Series 2021 Bonds within each maturity to be redeemed shall be selected by the Securities Depository or any successor securities depository pursuant to its rules and procedures or, if the book-entry system is discontinued, shall be selected by the Trustee by lot in such manner as the Trustee in its discretion may determine. The portion of any Series 2021 Bond to be redeemed shall be in the principal amount of \$5,000 or some multiple thereof. In selecting Series 2021 Bonds for redemption, each Series 2021 Bond shall be considered as representing that number of Series 2021 Bonds which is obtained by dividing the principal amount of such Series 2021 Bond by \$5,000. If a portion of a Series 2021 Bond shall be called for redemption, a new Series 2021 Bond in principal amount equal to the unredeemed portion thereof shall be issued to the registered owner upon the surrender thereof.

### **Section 3.303 Notice of Redemption.**

Notice of redemption of Series 2021 Bonds shall be given in the manner set forth in Section 402 of the Master Agreement of Trust.

## **ARTICLE IV**

### **APPLICATION OF PROCEEDS OF SERIES 2021 BONDS**

#### **Section 3.401 Application of Proceeds of Series 2021 Bonds.**

The net proceeds of the Series 2021 Bonds (\$\_\_\_\_\_) shall be paid as follows: (a) \$\_\_\_\_\_ to the Trustee for deposit in the Series 2021 Cost of Issuance Account in the Project Fund and (b) \$\_\_\_\_\_ to the 2012 Trustee for deposit to the 2012 Bond Fund to refund and defease the [outstanding principal balance] of the Series 2012 Bonds.

## **ARTICLE V**

### **ESTABLISHMENT OF ACCOUNTS**

#### **Section 3.501 Series 2021 Cost of Issuance Account.**

There shall be established within the Project Fund a special account entitled “Series 2021 Cost of Issuance Account.” The portion of the proceeds of the Series 2021 Bonds specified in Section 3.401(a) shall be deposited in the Series 2021 Cost of Issuance Account. Money in the Series 2021 Cost of Issuance Account shall be used in accordance with the provisions of Section 503 of the Master Agreement of Trust to pay costs of issuing the Series 2021 Bonds and refunding the Series 2012 Bonds.

#### **Section 3.502 Debt Service Reserve Fund; No Series Account.**

No Series account shall be established in the Debt Service Reserve Fund in connection with the Series 2021 Bonds and no monies in the Debt Service Reserve Fund (if later funded in connection with the issuance of Additional Bonds) shall secure the Series 2021 Bonds.

## **ARTICLE VI**

### **SECURITY FOR SERIES 2021 BONDS**

#### **Section 3.601 Security for Series 2021 Bonds.**

The Series 2021 Bonds shall be equally and ratably secured under the Master Agreement of Trust with the outstanding principal balance of the Series 2016 Bonds, the Series 2018 Bonds and any other series issued pursuant to Article III of the Master Agreement of Trust, without preference, priority or distinction of any Bonds over any other Bonds, except as provided in the Master Agreement of Trust.



## **ARTICLE VII**

### **MISCELLANEOUS**

#### **Section 3.701 Limitations on Use of Proceeds.**

The Authority intends that interest on the Series 2021 Bonds shall be excluded from gross income for Federal income tax purposes. The Authority covenants with the holders of the Series 2021 Bonds not to take any action that would adversely affect, and to take all action within its power necessary to maintain, the exclusion of interest on all Series 2021 Bonds from gross income for Federal income taxation purposes.

#### **Section 3.702 Limitation of Rights.**

With the exception of rights herein expressly conferred, nothing expressed or mentioned in or to be implied from this Third Supplemental Trust Agreement or the Series 2021 Bonds is intended or shall be construed to give to any person other than the parties hereto and the holders of Series 2021 Bonds any legal or equitable right, remedy or claim under or in respect to this Third Supplemental Trust Agreement or any covenants, conditions and agreements herein contained since this Third Supplemental Trust Agreement and all of the covenants, conditions and agreements hereof are intended to be and are for the sole and exclusive benefit of the parties hereto and the holders of Bonds as herein provided.

#### **Section 3.703 Severability.**

If any provision of this Third Supplemental Trust Agreement shall be held invalid by any court of competent jurisdiction, such holding shall not invalidate any other provision hereof and this Third Supplemental Trust Agreement shall be construed and enforced as if such illegal provision had not been contained herein.

#### **Section 3.704 Successors and Assigns.**

This Third Supplemental Trust Agreement shall be binding upon, inure to the benefit of and be enforceable by the parties and their respective successors and assigns.

#### **Section 3.705 Applicable Law.**

This Third Supplemental Trust Agreement shall be governed by the applicable laws of the Commonwealth of Virginia.

#### **Section 3.706 Counterparts.**

This Third Supplemental Trust Agreement may be executed in several counterparts, each of which shall be an original and all of which together shall constitute but one and the same instrument.

**Section 3.707 Freedom Act Requirements.**

To help the government fight the funding of terrorism and money laundering activities, federal law requires all financial institutions to obtain, verify, and record information that identifies each person who opens an account. For a non-individual person such as a business entity, a charity, a trust, or other legal entity, the Trustee may ask for documentation to verify such non-individual person's formation and existence as a legal entity. The Trustee may also ask to see financial statements, licenses, identification and authorization documents from individuals claiming authority to represent the entity or other relevant documentation.

**IN WITNESS WHEREOF**, the Authority and the Trustee have caused this Third Supplemental Trust Agreement to be executed in their respective corporate names as of the date first above written.

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

By \_\_\_\_\_  
Chair

**WILMINGTON TRUST, NATIONAL ASSOCIATION,  
as Trustee**

By \_\_\_\_\_  
Vice President

Acknowledged and Consented To:

**BOARD OF SUPERVISORS OF  
JAMES CITY COUNTY, VIRGINIA,  
on behalf of JAMES CITY COUNTY,  
VIRGINIA**

By: \_\_\_\_\_  
County Administrator

**EXHIBIT A**

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC"), to the issuer or its agent for registration of transfer, exchange, or payment, and any certificate is registered in the name of Cede & Co., or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

**REGISTERED**

**REGISTERED**

**R-1**

**\$ \_\_\_\_\_**

**UNITED STATES OF AMERICA**

**COMMONWEALTH OF VIRGINIA**

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

**Public Facility Revenue Refunding Bond  
(County Government Projects),  
Series 2021**

<b>INTEREST RATE</b>	<b>MATURITY DATE</b>	<b>DATED DATE</b>	<b>CUSIP</b>
<b>_____%</b>	<b>June 15, ____</b>	<b>_____, 2021</b>	<b>47030F ____</b>

**REGISTERED OWNER: CEDE & CO.**

**PRINCIPAL AMOUNT: \_\_\_\_\_ DOLLARS**

The Economic Development Authority of James City County, Virginia, a political subdivision of the Commonwealth of Virginia (the "Authority"), for value received, hereby promises to pay upon surrender hereof at the designated corporate trust office of Wilmington Trust, National Association, Richmond, Virginia, as trustee, or its successor in trust (the "Trustee"), under the Agreement of Trust (as hereinafter defined) solely from the source and as hereinafter provided, to the registered owner hereof, or registered assigns or legal representative, the principal sum stated above on the maturity date stated above, subject to prior redemption as hereinafter provided, and to pay, solely from such source, interest hereon on each June 15 and December 15, beginning \_\_\_\_\_, \_\_\_\_\_, at the annual rate stated above, calculated on the basis of a 360-day year of twelve 30-day months. Interest is payable (a) from the Dated Date, if this bond is authenticated prior to \_\_\_\_\_, \_\_\_\_\_, or (b) otherwise from the June 15 or December 15 that is, or immediately precedes, the date on which this bond is authenticated (unless payment of interest hereon is in default, in which case this bond shall bear interest from the date to which

interest has been paid). Interest is payable by check or draft mailed to the registered owner hereof at its address as it appears on the 1<sup>st</sup> day of the month in which an interest payment date occurs on registration books kept by the Trustee; provided, however, that at the option of a registered owner of at least \$1,000,000 of Bonds (as hereinafter defined), payment will be made by wire transfer pursuant to the most recent wire instructions received by the Trustee from such registered owner. If such interest payment date is not a Business Day (as defined in the Agreement of Trust), such payment shall be made on the next succeeding Business Day with the same effect as if made on the day such payment was due and no interest shall accrue hereon. Principal and interest are payable in lawful money of the United States of America.

Notwithstanding any other provision hereof, this bond is subject to book-entry form maintained by The Depository Trust Company (“DTC”), and the payment of principal and interest, the providing of notices and other matters shall be made as described in the Authority’s Letter of Representations to DTC.

This bond is one of an issue of \$\_\_\_\_\_ Public Facility Revenue Refunding Bonds (County Government Projects), Series 2021 (the “2021 Bonds”), authorized and issued pursuant to the Virginia Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2, Code of Virginia of 1950, as amended. The 2021 Bonds are issued under and secured by an Agreement of Trust dated as of June 1, 2016, between the Authority and the Trustee, as previously supplemented and as further supplemented by a Third Supplemental Agreement of Trust dated as of \_\_\_\_\_, 2021 (collectively, the “Agreement of Trust”). The Series 2021 Bonds will be secured on a parity with the outstanding principal amount of the Authority’s \$26,750,000 Public Facility Revenue Bonds (James City County School Project), Series 2016, and its \$21,015,000 Public Facility Revenue and Refunding Bonds (County Government Projects), Series 2018 (collectively, the “Existing Parity Bonds”). The Agreement of Trust assigns to the Trustee, as security for the Existing Parity Bonds, the 2021 Bonds, and any additional bonds to be issued under the Agreement of Trust, (a) the revenues and receipts derived from a Financing Agreement dated as of June 1, 2016, as previously supplemented and as further supplemented by a Second Supplemental Financing Agreement dated as of \_\_\_\_\_, 2021 (together, the “Financing Agreement”), between the Authority and James City County, Virginia (the “County”), and (b) the Authority’s rights under the Financing Agreement (except for the Authority’s rights under the Financing Agreement to the payment of certain fees and expenses and the rights to notices).

Reference is hereby made to the Agreement of Trust for a description of the provisions, among others, with respect to the nature and extent of the security, the rights, duties and obligations of the Authority and the Trustee, the rights of the holders of the 2021 Bonds and the terms upon which the 2021 Bonds are issued and secured. Additional bonds secured by a pledge of revenues and receipts derived from the County under the Financing Agreement on a parity with the 2021 Bonds may be issued under the terms and conditions set forth in the Agreement of Trust. Terms not otherwise defined herein shall have the meaning assigned such terms in the Agreement of Trust.

The 2021 Bonds are issued to (a) refund the [outstanding principal balance] of the Authority’s \$26,380,000 Lease Revenue Bonds (County of James City, Virginia Capital Projects), Series 2012 (the “Refunded Bonds”) and (b) pay costs of issuing the 2021 Bonds and refunding the Refunded Bonds. Under the Financing Agreement, the County has agreed to make

payments that will be sufficient to pay the principal of and interest on the 2021 Bonds as the same shall become due in accordance with their terms and the provisions and the terms of the Agreement of Trust; provided, however, that the obligation of the County to make such payments constitutes a current expense of the County that is subject to appropriation by the County Board of Supervisors from time to time of sufficient monies for such purposes. The obligation of the County to make payments under the Financing Agreement does not constitute a debt of the County within the meaning of any constitutional or statutory limitation nor a liability of or a lien or charge upon funds or property of the County beyond any fiscal year for which the County has appropriated moneys to make such payments.

THE 2021 BONDS AND THE PREMIUM, IF ANY, AND THE INTEREST THEREON ARE LIMITED OBLIGATIONS OF THE AUTHORITY PAYABLE SOLELY FROM REVENUES AND RECEIPTS DERIVED FROM THE COUNTY RECEIVED BY THE AUTHORITY UNDER THE FINANCING AGREEMENT, AND FROM CERTAIN FUNDS, AND THE INVESTMENT INCOME THEREON, HELD UNDER THE AGREEMENT OF TRUST, WHICH REVENUES, RECEIPTS AND FUNDS HAVE BEEN PLEDGED AND ASSIGNED TO SECURE PAYMENT THEREOF. THE 2021 BONDS AND INTEREST THEREON SHALL NOT BE DEEMED TO CONSTITUTE A GENERAL OBLIGATION DEBT OR A PLEDGE OF THE FAITH AND CREDIT OF THE COMMONWEALTH OF VIRGINIA OR ANY POLITICAL SUBDIVISION THEREOF, INCLUDING THE AUTHORITY AND THE COUNTY. NEITHER THE COMMONWEALTH OF VIRGINIA NOR ANY POLITICAL SUBDIVISION THEREOF, INCLUDING THE AUTHORITY AND THE COUNTY, SHALL BE OBLIGATED TO PAY THE PRINCIPAL OF OR PREMIUM, IF ANY, OR INTEREST ON THE 2021 BONDS OR OTHER COSTS INCIDENT THERETO EXCEPT FROM THE REVENUES AND RECEIPTS PLEDGED AND ASSIGNED THEREFOR, AND NEITHER THE FAITH AND CREDIT NOR THE TAXING POWER OF THE COMMONWEALTH OF VIRGINIA, OR ANY POLITICAL SUBDIVISION THEREOF, INCLUDING THE AUTHORITY AND THE COUNTY, IS PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF OR PREMIUM, IF ANY, OR INTEREST ON THE 2021 BONDS OR OTHER COSTS INCIDENT THERETO. THE AUTHORITY HAS NO TAXING POWER.

No covenant, condition or agreement contained herein shall be deemed to be a covenant, agreement or obligation of any present or future director, officer, employee or agent of the Authority in his individual capacity, and neither the Chair of the Authority nor any officer thereof executing this bond shall be liable personally on the 2021 Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

The 2021 Bonds may not be called for redemption by the Authority except as provided herein and in the Agreement of Trust.

Optional Redemption. The 2021 Bonds maturing on and before June 15, \_\_\_\_, will not be subject to redemption prior to maturity. The 2021 Bonds maturing on and after June 15, \_\_\_\_, will be subject to redemption prior to maturity, at the option of the Authority upon the direction of the County, on or after June 15, \_\_\_\_, in whole or in part (in \$5,000 integrals) at any time, upon payment of 100% of the principal amount to be redeemed, plus interest accrued to the date fixed for redemption.

[Mandatory Sinking Fund Redemption.]

If less than all of the 2021 Bonds are called for optional redemption, the maturities of the 2021 Bonds (or portions thereof) to be redeemed shall be selected by the County. If less than all of the 2021 Bonds of a maturity are called for optional redemption, the particular 2021 Bonds within each maturity to be redeemed shall be selected by the Securities Depository or any successor securities depository pursuant to its rules and procedures or, if the book-entry system is discontinued, shall be selected by the Trustee by lot in such manner as the Trustee in its discretion may determine. The portion of any 2021 Bond to be redeemed shall be in the principal amount of \$5,000 or some integral multiple thereof. In selecting 2021 Bonds for redemption, each 2021 Bond shall be considered as representing that number of 2021 Bonds which is obtained by dividing the principal amount of such Bond by \$5,000.

If any of the 2021 Bonds or portions thereof are called for redemption, the Trustee shall send notice of the call for redemption, identifying the 2021 Bonds or portions thereof to be redeemed, not less than 30 nor more than 60 days prior to the redemption date, by facsimile, registered or certified mail or overnight express delivery, to the registered owner of the 2021 Bonds. Such notice may state that (1) it is conditioned upon the deposit of moneys, in an amount equal to the amount necessary to effect the redemption, with the Trustee no later than the redemption date or (2) the Authority retains the right to rescind such notice on or prior to the scheduled redemption date, and such notice and optional redemption shall be of no effect if such moneys are not so deposited or if the notice is rescinded. Provided funds for their redemption are on deposit at the place of payment on the redemption date, all Bonds or portions thereof so called for redemption shall cease to bear interest on such date, shall no longer be secured by the Agreement of Trust and shall not be deemed to be Outstanding under the provisions of the Agreement of Trust. If a portion of this bond shall be called for redemption, a new bond in principal amount equal to the unredeemed portion hereof will be issued to DTC or its nominee upon surrender hereof, or if the book-entry system is discontinued, to the registered owners of the 2021 Bonds.

The registered owner of this bond shall have no right to enforce the provisions of the Agreement of Trust or to institute action to enforce the covenants therein or to take any action with respect to any Event of Default under the Agreement of Trust or to institute, appear in or defend any suit or other proceedings with respect thereto, except as provided in the Agreement of Trust. Modifications or alterations of the Agreement of Trust or the Financing Agreement, or of any supplement thereto, may be made only to the extent and in the circumstances permitted by the Agreement of Trust.

The 2021 Bonds are issuable as registered bonds in the denomination of \$5,000 and integral multiples thereof. Upon surrender for transfer or exchange of this bond at the designated corporate trust office of the Trustee in [Richmond, Virginia], together with an assignment duly executed by the registered owner or its duly authorized attorney or legal representative in such form as shall be satisfactory to the Trustee, the Authority shall execute, and the Trustee shall authenticate and deliver in exchange, a new bond or bonds in the manner and subject to the limitations and conditions provided in the Agreement of Trust, having an equal aggregate principal amount, in authorized denominations, of the same series, form and maturity, bearing interest at the same rate and registered in the name or names as requested by the then registered

owner hereof or its duly authorized attorney or legal representative. Any such exchange shall be at the expense of the Authority, except that the Trustee may charge the person requesting such exchange the amount of any tax or other governmental charge required to be paid with respect thereto.

The Trustee shall treat the registered owner as the person exclusively entitled to payment of principal and interest and the exercise of all other rights and powers of the owner, except that interest payments shall be made to the person shown as holder on the first day of the month in which each interest payment date occurs.

All acts, conditions and things required to happen, exist or be performed precedent to and in the issuance of this bond have happened, exist and have been performed.

This bond shall not become obligatory for any purpose or be entitled to any security or benefit under the Agreement of Trust or be valid until the Trustee shall have executed the Certificate of Authentication appearing hereon and inserted the date of authentication hereon.

**IN WITNESS WHEREOF**, the Economic Development Authority of James City County, Virginia, has caused this bond to be signed by its Chair, its seal to be imprinted hereon and attested by its Secretary, and this bond to be dated the Dated Date.

**ECONOMIC DEVELOPMENT AUTHORITY  
OF JAMES CITY COUNTY, VIRGINIA**

(SEAL)

By \_\_\_\_\_  
Chair

Attest:

\_\_\_\_\_  
Secretary



**CERTIFICATE OF AUTHENTICATION**

Date Authenticated: \_\_\_\_\_

This bond is one of the 2021 Bonds described in the within mentioned Agreement of Trust.

**WILMINGTON TRUST, NATIONAL ASSOCIATION,**  
as Trustee

By \_\_\_\_\_  
Authorized Representative

## ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sell(s), assign(s) and transfer(s) unto

---

(please print or typewrite name and address, including zip code, of Transferee)

PLEASE INSERT SOCIAL SECURITY OR OTHER  
IDENTIFYING NUMBER OF TRANSFeree

\_\_\_\_\_  
:  
:  
:  
:  
:  
:  
\_\_\_\_\_

the within Bond and all rights thereunder, hereby irrevocably constituting and appointing

\_\_\_\_\_, Attorney, to transfer said Bond on the books kept for the registration thereof, with full power of substitution in the premises.

Dated: \_\_\_\_\_

Signature Guaranteed

\_\_\_\_\_  
NOTICE: Signature(s) must be guaranteed by an Eligible Guarantor Institution such as a Commercial Bank, Trust Company, Securities Broker/Dealer, Credit Union, or Savings Association who is a member of a medallion program approved by The Securities Transfer Association, Inc.

\_\_\_\_\_  
(Signature of Registered Owner

NOTICE: The signature above must correspond with the name of the registered owner as it appears on the front of this bond in every particular, without alteration or enlargement or any change whatsoever.

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## **INTRODUCTION**

James City County, Virginia (the “County”), is the site of Jamestown, which in 1607 became the first permanent English settlement in the New World. The United States Congress called Jamestown the birthplace of Virginia and American Government.

The County is conveniently located between the major metropolitan areas of Richmond and Norfolk. Adjacent to the County is the City of Williamsburg, Virginia (the “City”), home to historic Colonial Williamsburg and the College of William and Mary. During the 1970’s and 1980’s, tourism plus commercial and residential development expanded dramatically in the County and surrounding areas. As of July 1, 2020, the County is home to approximately 76,484 residents and encompasses 147 square miles, the largest land area on the Virginia peninsula. Services provided by the County include a transit system, law enforcement, fire protection, parks and a recreation center, public-private health center, and social services that promote self-sufficiency.

### **Government Services and Facilities**

The County provides a comprehensive range of local government services characteristic of its form of government under Virginia law. Although legally separate and independent, the City and the County are closely linked. The City is the County seat and the two jurisdictions share an elected Treasurer, Clerk of the Circuit Court, Commonwealth’s Attorney and Sheriff. The County and the City share a public school system and courts. The County is also a partner in many regional entities such as the jail, library system, transit authority, public health department and behavioral health system. Cooperative agreements exist for fire, emergency medical, social services and recreation.

### **Form and Organization of Government**

The County is governed by a five-member Board of Supervisors (the “Board”). Each member is elected by the voters in his or her district for a term of four years. Terms are staggered with representatives from two districts being elected one year and the other three representatives being elected two years later. At its annual organizational meeting, the Board elects a chairman and vice chairman from among the five supervisors. The Board passes all local ordinances and determines all local policies that govern the County. It appoints a County Administrator as well as most boards and commissions. It also appropriates funds for County operations and generally oversees all County functions.

The County Administrator is the chief administrative officer of the County and is responsible to the Board for executing policies established by the Board. The County Administrator acts as Clerk to the Board and handles the daily administrative operations of the County as well as its strategic planning.

In addition to the elected members of the Board, five constitutional officers are elected. These officers are the Commissioner of the Revenue, the Treasurer, the Clerk of the Circuit Court, the Commonwealth’s Attorney and the Sheriff. The Treasurer, the Clerk of Circuit Court, the Commonwealth’s Attorney and the Sheriff are elected jointly by the voters of the County and the City. The County and the City courts are part of the 9<sup>th</sup> Judicial District. The three judges serving the area represent Juvenile, District and Circuit Courts and are appointed by the General Assembly of Virginia. The Circuit Court Judge appoints the members of the County’s Board of Zoning Appeals and members of the County’s Electoral Board which, in turn, appoints the General Registrar.

The County’s schools are operated by the Williamsburg-James City County School Board, which consists of two at-large members appointed by the City and five members elected by the voters of the County. Each of the County members are elected by the voters in his or her district for a term of four years, and the terms are staggered with representatives from two districts being elected one year and the other three representatives being elected two years later.

## **Economic Development**

The Office of Economic Development's mission is to foster development and expansion of a diversified and sustainable base of primary business and industry that will better balance the tax base, increase job opportunities and contribute positively to both the quality and standard of living in the County. The department focuses on the retention and expansion of the County's existing primary businesses and industries as well as the diversification of the local economy through the recruitment of new businesses and industries.

The Economic Development Authority of James City County, Virginia (the "Economic Development Authority") assists and supports James City County and the Office of Economic Development in fostering its goals and objectives and performs required statutory roles. The Economic Development Authority works in collaboration with a variety of organizations to strengthen the economic base in the County through efforts supporting regional business attraction and entrepreneurship. The Economic Development Authority owns property in the James River Commerce Center (a 219 acre industrial park) and Stonehouse Commerce Park, and leases space to a business at the James City County Marina.

## **COVID-19 Impact and Response**

The outbreak of COVID-19, a respiratory disease caused by a new strain of coronavirus, has been declared a pandemic by the World Health Organization and resulted in the declaration of a state of emergency for the Commonwealth of Virginia on March 12, 2020, and a national emergency on March 13, 2020. The County Administrator declared a local emergency due to COVID-19 on March 13, 2020, which was confirmed by the Board on March 17, 2020.

The COVID-19 outbreak and measures implemented to contain its spread have altered, and continue to alter, business operations and citizens' behavior in a manner that is having negative effects on the global and local economies, including the County's. In recognition of this impact of the COVID-19 crisis, the County has taken steps to constrain expenditures. After the local emergency was declared, authorized expenses for the remainder of fiscal year 2020 were limited only to those deemed essential and were subject to additional review by the Director of Financial and Management Services and the County Administrator. The fiscal year 2021 adopted budget reflected adjustments for the continuing economic impacts of COVID-19. Revenue estimates were reduced in anticipation of lost revenue due to the effects of COVID-19. Specifically, the projections for sales taxes, meals tax, transient occupancy tax, business license, and charges for services were reduced for the fiscal year 2021 budget. Other revenue categories were very conservatively estimated. In addition, a hiring freeze was implemented through December 31, 2020 and capital improvement projects were put on hold to help conserve resources.

In response to the pandemic, safety measures were implemented in County offices to allow for a continuity of services while adhering to social distancing guidelines. These measures included enhanced disinfecting procedures, physical barriers, personal protective equipment, teleworking, and remote communication capabilities. The Williamsburg-James City County Public Schools Division implemented virtual learning schedules during the pandemic, and businesses and organizations throughout the County followed the Governor's Executive Orders with regard to their operations. These changes have resulted in various impacts to the County during fiscal years 2020 and 2021, including the loss of revenues and fluctuations in student enrollment and other trends.

Vaccination efforts, coordinated by the Virginia Department of Health, began in the County in January 2021 and are currently ongoing. It is difficult to predict the full impact of the COVID-19 outbreak on the County's economy and operations as vaccine distribution continues and restrictions on businesses and gatherings are lifted. The County has closely monitored revenues collected in fiscal year 2021, and sales tax and business license revenues have exceeded original expectations. Revenues for transient occupancy tax are running close to projections, and meals tax revenues and charges for services, such as parks and recreation fees, are still reflecting a negative impact from the COVID-19 outbreak. Based on an increase in fund balance recognized by the County in fiscal year 2020 as a result of curtailed spending and the use of relief funds to pay for expenditures related to the pandemic, the County was able to restore certain expenditures to departments' budgets and implement a 2% cost of living increase for employees in fiscal year 2021. Overall, the County expects to have a positive financial performance for fiscal year 2021, despite the economic impacts of COVID-19, as a result of efforts put in place to conserve resources and utilize relief funding received.

The County has received funds in the approximate amount of \$13.4 million from the Commonwealth that were part of the Commonwealth's allocation of Coronavirus Aid, Relief, and Economic Security (CARES) Act funds. These funds are not permitted to replace revenues and must be used for specific, pandemic-related costs. Most of the CARES Act funds utilized by the County so far were spent on public safety personnel costs, given that these employees were substantially dedicated to addressing the pandemic in their operations. Other CARES Act expenditures included funding to the Williamsburg-James City County Public Schools Division for remote learning equipment, relief to small businesses and non-profits, and public health measures to protect citizens and staff. The County fully intends to use the entire allotment of CARES Act funds by the December 31, 2021 deadline. Additional forms of funding have been received by the County to address both the health and economic impacts of COVID-19, including funds for municipal utility relief, housing assistance, broadband expansion, and the 2020 Presidential Election.

## ECONOMIC AND DEMOGRAPHIC FACTORS

### Population

According to estimates by the County, the County's 2020 population is approximately 76,484. The following table presents the population figures for selected years.

### POPULATION AND RATES OF CHANGE JAMES CITY COUNTY, THE COMMONWEALTH OF VIRGINIA AND THE UNITED STATES SELECTED YEARS

Year	County	Rate of Change	Commonwealth of Virginia	Rate of Change	United States	Rate of Change
1950	6,317	--	3,318,680	--	150,697,361	--
1960	11,539	82.67%	3,966,949	19.53%	178,464,236	18.43%
1970	17,853	54.72	4,651,448	17.26	203,211,926	13.87
1980	22,763	27.50	5,346,797	14.95	226,545,805	11.48
1990	34,859	53.14	6,187,358	15.72	248,709,873	9.78
2000	48,102	37.99	7,079,030	14.41	281,421,906	13.15
2010	67,009	39.31	8,001,024	13.02	308,745,538	9.71
2011	68,874	2.78	8,096,604	1.20	311,556,874	0.91
2012	69,546	0.98	8,185,867	1.10	313,830,990	0.73
2013	70,231	0.99	8,260,405	0.91	315,993,715	0.69
2014	71,140	1.29	8,326,289	0.80	318,301,008	0.73
2015	73,325	3.07	8,382,993	0.68	320,635,163	0.73
2016	73,615	0.40	8,411,808	0.34	322,941,311	0.72
2017	74,722	1.50	8,470,020	0.69	324,985,539	0.63
2018	75,837	1.50	8,517,685	0.56	326,687,501	0.52
2019	75,907	0.09	8,535,519	0.21	328,239,523	0.48
2020	76,484	0.76	8,586,967	0.60	-	-

*Sources:* 2011 through 2020 population figures for James City County and the Commonwealth of Virginia are from the Weldon Cooper Center; all other years are from the U.S. Department of Commerce, Bureau of the Census.

## Income

Presented below are comparative tables on per capita income and median household income for selected years.

### PER CAPITA INCOME

	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019 <sup>(2)</sup>
James City County <sup>(1)</sup>	\$51,544	\$54,233	\$56,012	\$55,711	\$57,676	\$60,391	\$62,039	\$63,359	\$64,466	\$66,306
Commonwealth of Virginia	45,495	47,771	49,586	48,858	50,761	52,742	53,792	55,631	57,964	59,657
United States	40,546	42,735	44,598	44,851	47,058	49,003	49,995	52,096	54,581	56,474

Source: U.S. Department of Commerce, Bureau of Economic Analysis.

<sup>(1)</sup> Numbers are for the County and the City of Williamsburg combined.

<sup>(2)</sup> Latest information available.

### MEDIAN HOUSEHOLD INCOME

	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019
James City County <sup>(1)</sup>	\$73,903	\$75,938	\$76,767	\$76,960	\$76,705	\$75,710	\$80,226	\$80,772	\$83,048	\$87,678
Commonwealth of Virginia	61,406	63,302	63,636	63,907	64,792	65,015	66,149	68,766	71,564	74,222
United States	51,914	52,762	53,045	53,046	53,482	53,889	55,322	57,652	60,293	62,843

Source: U.S. Census Bureau.

<sup>(1)</sup> Numbers are for the County alone; they do not include the City of Williamsburg.

## Housing, Construction, and Financial Activity

The data in the tables below are presented to illustrate various housing characteristics for the County. As of December 31, 2019, the total number of dwelling units in the County was estimated to be 34,135, an increase of approximately 14.6% from December 31, 2010.

### TOTAL DWELLING UNITS

Calendar Year	Total Unit Count
2010	29,797 <sup>(1)</sup>
2011	30,591
2012	30,918
2013	31,349
2014	31,781
2015	32,442
2016	32,855
2017	33,267
2018	33,731
2019	34,135

Source: U.S. Census Bureau.

<sup>(1)</sup> The number of dwelling units for calendar year 2010 was calibrated to account for official 2010 Census housing information.

Data was previously included on the total number of building permits issued and values of the related projects to illustrate the level of new construction in the County. That data is no longer presented because new software implemented in 2019 collects building permit data based on different metrics and does not allow for the presentation comparable information across fiscal years.

## Employment

The following table presents the employment and average weekly wages in the County for the second quarter of 2020.

### AVERAGE EMPLOYMENT AND AVERAGE WEEKLY WAGE Second Quarter 2020<sup>(1)</sup>

Industry Group	Average Employment For Quarter <sup>(1)</sup>	Percent of Total	Weekly Wage Per Employee
<b>Private</b>			
Health Care and Social Assistance	3,562	20.23%	\$ 922
Retail Trade	2,628	14.92	508
Accommodation and Food Services	1,925	10.93	469
Manufacturing	1,646	9.35	1,348
Construction	1,409	8.00	1,068
Professional, Scientific, and Technical Service	1,294	7.35	1,332
Administrative and Support and Waste Management	1,032	5.86	745
Management of Companies and Enterprises	809	4.59	1,578
Wholesale Trade	653	3.71	949
Arts, Entertainment, and Recreation	653	3.71	523
Real Estate and Rental and Leasing	598	3.40	750
Other Services (except Public Administration)	482	2.74	653
Finance and Insurance	476	2.70	1,792
Educational Services	251	1.43	541
Information	90	0.51	1,298
Unclassified	76	0.43	810
Agriculture, Forestry, Fishing and Hunting	28	0.16	383
	17,612	100.00%	
<b>Public</b>			
Local Government	3,038	72.59%	\$ 895
State Government	1,077	25.73	872
Federal Government	70	1.67	1,181
<b>Total Public</b>	4,185	100.00%	
<b>Total</b>	21,797		

Source: Virginia Employment Commission.

<sup>(1)</sup> Data excludes self-employed persons and non-disclosed data for the following industries: Mining, Quarrying and Oil and Gas Extraction; Transportation and Warehousing; and Utilities.

The average annual unemployment rates for the County, the Commonwealth and the United States for recent years are set forth in the following table.

### AVERAGE ANNUAL UNEMPLOYMENT RATES Calendar Year

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
James City County	6.1%	5.7%	5.3%	4.9%	4.3%	3.9%	3.5%	2.9%	2.7%*	-
Commonwealth of Virginia	6.6	5.9	5.6	5.1	4.4	4.0	3.7	2.9	2.7	6.2%
United States	8.9	8.1	7.4	6.2	5.3	4.9	4.4	3.9	3.7	8.1

Source: Virginia Employment Commission; Bureau of Labor Statistics, Local Area Unemployment Statistics.

\*Latest available data.



A variety of industrial and commercial service employers are located within the County. The table below presents data regarding the major employers in the County, including the products and services they provide and the approximate number of employees.

**MAJOR PRINCIPAL EMPLOYERS**  
**Fiscal Year Ended June 30, 2020**

<b>Firm</b>	<b>Type of Business</b>	<b>Approximate Number of Employees</b>
Williamsburg-James City County Public Schools	Educational Institution	1,000+
Busch Entertainment	Theme Parks	1,000+
Wal-Mart Distribution Center	Distribution	500-999
James City County	Local Government	500-999
Riverside Regional Medical Center	Healthcare	500-999
Easter State Hospital	Hospital	500-999
Anheuser-Busch Inbev	Manufacturing	500-999
Williamsburg Landing	Retirement Community/Assisted Living Facility	500-999
Owens & Minor/AVID	Healthcare Logistics	250-499
Jamestown-Yorktown Foundation	Educational Institution	250-499

*Source:* James City County Comprehensive Annual Financial Report.

The table presented below is a summary of recent County taxable retail sales.

**TAXABLE RETAIL SALES**

<b>Fiscal Year</b>	<b>Taxable Retail Sales</b>
2011	\$ 838,306,392
2012	900,327,488
2013	928,447,217
2014	950,407,956
2015	1,002,337,085
2016	993,784,681
2017	982,030,980
2018	963,154,495
2019	955,037,318
2020	792,798,958

*Source:* Virginia Department of Taxation.

**Tourism**

The tourism industry makes a substantial contribution to the County's and Virginia's economy. According to the Virginia Tourism Corporation, in 2019, Greater Williamsburg area visitors contributed approximately \$457 million to the James City County economy and almost \$1.3 billion to the economy of the Greater Williamsburg area. The current hotel room inventory in the Greater Williamsburg area is approximately 8,000 with an inventory of 2,300 in the County. In addition, there are multiple timeshare properties representing nearly 5,000 additional rooms in the region, with an inventory of approximately 2,000 in the County.

**HOTEL ROOMS TAX RECEIPTS**  
**Fiscal Year 2011 to Fiscal Year 2020**

<b>Fiscal Year</b>	<b>Total Hotel Room Tax Receipts</b>
2011	\$2,520,379
2012	2,753,408
2013	3,008,660
2014	3,149,512
2015	3,350,328
2016	3,472,440
2017	3,628,872
2018	3,748,977
2019	3,715,256
2020	2,761,831*

*Source:* James City County Department of Financial Management Services.

\*Reduction in fiscal year 2020 receipts relates to the impact of COVID-19 on the local economy and travel.

### **Health Care**

Located in upper York County is Sentara Williamsburg Regional Medical Center, a comprehensive medical center with an Emergency Department, all private patient rooms, and an array of inpatient and outpatient services. The hospital has a cardiac catheterization lab and advanced imaging services that feature a 32-slice Computed Tomography (CT) scanner. This five-story, approximately 339,000 square foot facility adjoins the existing Geddy Outpatient Center via an enclosed connector on the first and second floors.

Riverside Doctors Hospital opened in the City of Williamsburg in May of 2013. This two story, 100,000 square foot facility includes an emergency department and is certified as a primary stroke center.

The largest non-military medical provider on the peninsula is Riverside Regional Medical Center in the City of Newport News, Virginia. This 576-bed facility offers comprehensive medical care in 29 specialties, Level II trauma care, complete cardiac care, complete cancer treatment, laser surgeries, hospice, neonatal ICU, home care and health education programs.

Other hospitals located in the area are Sentara Hampton General Hospital, Mary Immaculate Hospital, Newport News General Hospital, Riverside Rehabilitation Institute, Veteran's Administration Medical Center, McDonald Army Hospital, Langley Air Force Base Hospital, Riverside Psychiatric Institute and Eastern State Hospital. For specialized needs, such as acute care for children, serious trauma or burns, peninsula area citizens can go to Norfolk to the Children's Hospital of the King's Daughters, devoted exclusively to children, and Sentara Norfolk General Hospital, which features a Level I trauma center and Nightingale helicopter service. The Medical College of Virginia in Richmond is located just an hour's drive northwest.

### **Education**

The Williamsburg-James City County Public Schools Division (the "Public Schools") was formed in 1954 as a joint venture of the City and County to provide quality public education to the children within the two localities. Local financing for its operating and capital budgets is governed by a contract between the two localities.

The Public Schools are managed by a School Board consisting of seven members. There are five County members who are elected by County voters for four year terms. There are two City members of the School Board who are appointed for three year terms by the City Council.

The School Board has the power and responsibility to set policy and ensure that the Public Schools follow state and federal guidelines. The School Board appoints the superintendent; establishes goals and adopts policies that become the basis for instructional programs in accordance with state regulations and local needs; sets student policies; manages school facilities and identifies additional facility requirements; and maintains public relations.

There are nine elementary schools, four middle schools and three high schools for the 2020-2021 school year. Summarized in the following tables are selected items of information concerning the total annual school membership (enrollment) and the percentage change.

#### PUBLIC SCHOOLS STUDENT POPULATION

School Year	Number of Students	Percent Change
2010-2011	10,549	0.4%
2011-2012	10,671	1.2
2012-2013	10,748	0.7
2013-2014	10,998	2.3
2014-2015	11,116	1.1
2015-2016	11,303	1.7
2016-2017	11,431	1.1
2017-2018	11,477	0.4
2018-2019	11,461	(0.1)
2019-2020	11,448	(0.1)
2020-2021	10,858*	(5.2)*

*Source:* Williamsburg – James City County Public Schools.

\*The decrease in enrollment for the 2020-2021 school year relate to the COVID-19 pandemic and resulting virtual learning environment.

#### Colleges and Universities

There are several colleges and universities within a short distance of the County.

The College of William and Mary was founded in the City over three hundred years ago. Current enrollment is approximately 8,939 students.

Hampton University, located approximately 40 miles from the County in the City of Hampton, was founded in 1868 and has an enrollment of approximately 3,516 students.

Christopher Newport University, located approximately 30 miles from the County in Newport News, has an enrollment of approximately 4,868 students.

Thomas Nelson Community College (“TNCC”) is a two-year public college with a campus in Hampton and a campus in the County (the “James City Campus”). The James City Campus is a state-of-the-art academic, administrative, physical plant and student and faculty support facility in a three-story, 120,000 square-foot building on the Historic Triangle campus located on 74 acres next to the Warhill High School in the County. TNCC has an enrollment of approximately 10,892 students. Students can transfer class credits earned at TNCC to most four year universities with no loss of credits.

#### Public Safety

*Police Department.* The Police Department is responsible for enforcing the law, preserving the peace, crime prevention services and animal control. The department has 107 sworn officers and annually responds to over 20,000 calls for service. The department is accredited by the Virginia Law Enforcement Professional Standards Commission, which rates agencies on over seven hundred different standards and criteria.

*Fire Department.* The Fire Department is responsible for providing protective action services to the citizens and visitors of James City County. Those protective services include fire protection, emergency medical services, open water and dive rescue, fire prevention, fire code enforcement, and public education. The Fire Department is also responsible for the Emergency Communications system that includes the 911 dispatch center, 800 MHz radio system. The third component of the Fire Department is Emergency Management, which is responsible for the planning, response, and mitigation of emergency situations including natural disasters, hazardous material incidents, any instances at the Surry Nuclear Power Plant, and for overseeing the citizen emergency notification systems. The Fire Department has a staff of 158 including 123 uniformed and 35 civilians.

## **Transportation**

Interstate 64 links the County with the Tidewater communities to the east and with Interstate 95 and the entire interstate corridor of the eastern seaboard to the west. The commercial and industrial areas in the County are within minutes of Interstate I-64 and within 45 minutes of Interstates I-95 and I-295.

Three international airports, all within 45 minutes of the County, provide air transportation and cargo facilities: Richmond International Airport to the west and Williamsburg/Newport News International and Norfolk International airports to the east. These airports handle international and domestic passenger flights and all-cargo flights daily. Williamsburg-Jamestown airport serves as a regional general aviation airport for turbo-prop and corporate aircraft.

The CSX rail line that passes through the County provides rail service to the County. Along with Interstate I-64, the rail line provides access to the Hampton Roads ports some 40 minutes to the east. Hampton Roads is the second largest commercial port area on the East Coast.

The Williamsburg Area Transit Authority (“WATA”) is a political subdivision of the Commonwealth of Virginia created in 2008. Members include James City County, York County, the City of Williamsburg, and the Colonial Williamsburg Foundation. WATA was created to provide transportation services to the citizens and visitors of the member jurisdictions and areas owned or operated by Colonial Williamsburg. Services include bus and trolley routes throughout the member jurisdictions.

## **Water and Wastewater Services**

The James City Service Authority (the “JCSA”) is a public body politic and corporate of the Commonwealth of Virginia. The JCSA was created in 1969 by the Board of Supervisors pursuant to the Virginia Water and Sewer Authorities Act (Code of Virginia, 1950, as amended). The JCSA was created to acquire, construct, operate and maintain, to the extent determined by the JCSA to be financially feasible, an integrated water system and an integrated sewer collection system in the County. The JCSA Board of Directors is appointed by the Board of Supervisors. Since 1976, the Board of Supervisors has appointed its own members as Directors of the JCSA to more fully coordinate JCSA activities with those of the County in the planning and development of utility systems. The JCSA’s General Manager serves as the Chief Executive Officer of JCSA and reports to the Board of Directors.

The Board of Supervisors has authorized water and sewer operations for the JCSA within the Primary Service Area (the “PSA”) in the County. With the approval of the County, the JCSA has extended services beyond the PSA to several public sites in the County, including three public schools, Freedom Park and two major planned communities, Greensprings West and Governor’s Land. The JCSA also provides water and/or sewer service to limited sections of York County and the City of Williamsburg with the concurrence of the appropriate governing bodies.

The JCSA’s water system includes the central water system and Five Forks Water Treatment Facility with ten water production facilities, and eight independent water production facilities that are located outside the PSA. There are approximately 416 miles of water transmission and distribution lines throughout the entire system. The water system facilities supply approximately 4.7 million gallons of water per day to approximately 23,300 water customers.

The JCSA's sewer system includes 77 pump stations with approximately 447 miles of sewer collection lines and 10,136 manholes. The sewer system facilities collect and move approximately 5.1 million gallons of sewage per day for approximately 25,060 sewer customers. The JCSA has no sewage treatment facilities. Sewage treatment for areas served by the JCSA, as well as for other Hampton Roads communities, is provided by the Hampton Roads Sanitation District.

Approximately 95% of customers are residential and 5% are commercial. Residential customers account for roughly 80% of billed consumption revenue for both water and sewer service.

The JCSA's operating funds are self-supporting, and the JCSA receives no share of any County tax levies. The JCSA's Board of Directors has the sole power to set water and sewer utility rates. The Board of Directors adopted an inverted block or inclining rate structure in 1996 for single-family residential customers which incorporates a unit charge that increases with increasing consumption. The primary objective of the inverted block structure is to promote water conservation, particularly from large volume residential customers.

As a result of a comprehensive water and sewer rate study in 2020, the number and volumes of the single-family residential tiers were updated in fiscal year 2021 to better reflect current usage patterns while promoting water conservation. The current structure contains four tiers sized as follows: Tier 1 (up to 4,000 gallons monthly), Tier 2 (4,001-8,000 gallons monthly), Tier 3 (8,001-12,000 gallons monthly), and Tier 4 (greater than 12,000 gallons monthly). Sewer collection charges are based on water meter readings billed at a per thousand gallon rate.

Water and sewer facility fees were also updated in fiscal year 2021 as a result of the 2020 comprehensive rate study. Facility fees are charged to new development in the JCSA's service area to cover the cost of system expansion. System facility fees are assessed for major backbone infrastructure and local facility fees are assessed for smaller water distribution and sewer collection mains. The system facility fee structure is based on meter size and the local facility fee structure is a flat charge.

JCSA's multi-year meter replacement project was completed in fiscal year 2020, which allows meter readings to be collected from a vehicle mounted mobile data collector that significantly reduces meter reading time. This operational efficiency resulted in a shift from quarterly billing to monthly billing, the benefits of which include more efficient household budgeting, more frequent and timely information on usage, and the ability to detect leaks sooner.

In fiscal year 2016, the Board of Directors adopted a new rate structure that included a fixed charge for water and sewer service and proposed incremental service rate increases in subsequent fiscal years to ensure the long-term financial stability of the JCSA. The goals of this initiative are to reduce revenue variability and adequately provide for both current water and wastewater operating needs and future capital infrastructure repairs, upgrades and expansion required by asset age and regulations. Fixed charges and service rates increased in fiscal year 2021 in accordance with the plan.

## **FINANCIAL INFORMATION**

### **Budgetary Process**

The Code of Virginia requires the County Administrator to submit, for informative and fiscal planning purposes, a balanced, proposed operating budget to the Board of Supervisors at least 90 days before the beginning of each fiscal year, which commences July 1. Inclusion of any item in the proposed budget does not constitute an obligation or commitment on the part of the Board of Supervisors to appropriate funds for such item or purpose.

The budget includes a two-year financial plan for operations and a five-year plan for capital projects. Public hearings are conducted to obtain citizen comments. Prior to June 30, only the first year of the financial plan is legally enacted through passage of an Appropriations Resolution. The Appropriations Resolution places legal restrictions on expenditures at the fund and function level. The appropriation for each fund and function can be revised only by the Board; however, the County Administrator may amend the budget within functions. The School Board is authorized to transfer budgeted amounts within the Public Schools' categories. Supplemental appropriations may be made without amending the budget.

Each department is required to review its performance versus budget on a monthly basis. In addition, a formal review of actual revenues and expenses versus budget is performed and reported to the Board of Supervisors at least quarterly on a County-wide basis.

All County general fund appropriations lapse June 30.

### **Current Operating Budget**

On June 9, 2020, the Board of Supervisors adopted a total budget for the fiscal year ending June 30, 2021.

The adopted budget for fiscal year 2021 includes decreases in revenues and expenses over the adopted budget for fiscal year 2020 as a result of the anticipated economic impacts of COVID-19. General fund revenues were projected to decrease by approximately 7.4% compared to the 2020 adopted budget due to losses anticipated in sales tax, meals tax, transient occupancy tax, and other revenues related to the pandemic.

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The following table shows the County's General Fund budgeted revenues and expenditures for fiscal years 2020 and 2021.

**GENERAL FUND OPERATING BUDGET  
REVENUES AND EXPENDITURES**

	<b>Fiscal Year 2020 Adopted</b>	<b>Fiscal Year 2021 Adopted</b>
<b>REVENUES:</b>		
General property taxes	\$137,075,000	\$138,280,000
Other local taxes	28,145,000	19,649,250
Licenses, Permits and Fees	9,427,000	6,276,000
Fines and Forfeitures	240,000	250,000
Use of Money and Property	200,000	200,000
Revenue from the Commonwealth	28,620,000	22,761,000
Revenue from the Federal Government	8,000	8,200
Charges for Current Services	7,850,000	6,794,000
Miscellaneous Revenues	260,000	209,550
Fund Balance	-	1,810,400
	<hr/>	<hr/>
Total Revenues	\$211,825,000	\$196,238,400
	<hr/>	<hr/>
<b>EXPENDITURES:</b>		
County Operations:		
General Administration	\$ 2,831,370	\$ 2,991,394
Court Services	4,212,442	4,302,740
Public Safety	28,944,704	27,666,426
Financial Administration	4,868,882	4,837,750
Information Resources Management	4,432,645	4,491,034
Community Development	3,072,790	2,969,635
General Services	13,029,865	11,815,667
Parks and Recreation	6,589,884	6,656,786
Other Operations	143,842,418	130,506,968
	<hr/>	<hr/>
Total Expenditures	\$211,825,000	\$196,238,400
	<hr/>	<hr/>

*Source:* James City County Department of Financial Management Services; Fiscal Year 2020 and 2021 Adopted Budgets.

**Five-Year Summary of Governmental Funds**

The financial data shown in the following table present a summary of revenues, expenditures and other sources and uses of the County's Governmental Funds for each of the five fiscal years through the period ended June 30, 2020. The Governmental Funds consist of the General Fund, the Capital Projects Fund, the Debt Service Fund and the Non-Governmental Funds.

This summary has been compiled from the basic financial statements of the County for Fiscal Years 2016 through 2020. Financial data for the Fiscal Year ended June 30, 2020, should be read in conjunction with the Basic Financial Statements and Notes thereto, submitted by Brown Edwards & Company L.L.P., Newport News, Virginia, and included herein as Appendix B. Brown Edwards & Company L.L.P. has not reviewed this Appendix or the Official Statement generally or any other matters related to the issuance of the Series 2021 Bonds.

**GOVERNMENTAL FUNDS**  
**REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES**  
**Fiscal Year End June 30, 2020**

	2016	2017	2018	2019	2020
<b>REVENUES:</b>					
General property taxes	\$124,363,595	\$128,094,252	\$130,402,106	\$134,744,837	\$138,724,196
Other local taxes	24,027,667	24,555,363	24,442,882	29,324,049	25,981,646
Licenses, permits, and fees	8,779,496	9,049,208	8,892,499	9,496,531	8,878,568
Fines and forfeitures	309,278	270,716	265,561	292,518	231,608
Use of money and property	263,745	402,544	382,080	795,865	966,252
Charges for services	6,623,273	6,471,404	6,656,889	6,586,341	6,291,204
Miscellaneous	1,932,580	2,924,978	3,065,493	2,779,596	1,493,215
Intergovernmental	34,635,171	35,092,799	35,731,814	36,733,787	44,338,305
Total Revenues	\$200,934,805	\$206,861,264	\$209,839,324	\$220,753,524	\$226,904,994
<b>EXPENDITURES:</b>					
General government	\$ 9,678,060	\$ 9,770,250	\$ 10,086,403	\$ 11,651,426	\$ 12,905,240
Judicial administration	5,463,744	5,870,569	5,856,353	5,908,750	5,954,875
Public works	27,878,252	28,443,672	28,728,800	31,127,333	31,102,285
Health and welfare	7,082,202	7,833,811	7,635,751	8,235,686	8,652,838
Education	7,234,052	7,350,896	7,584,697	8,259,078	9,383,160
Parks, recreation, and culture	79,825,974	84,299,207	85,395,004	91,070,061	92,286,710
Public safety	9,872,451	10,293,611	10,394,095	10,896,838	10,751,418
Community development	10,353,844	11,827,600	9,959,810	10,451,529	9,682,050
Nondepartmental	1,183,538	-	-	-	-
Debt service:					
Principal	17,122,377	16,206,234	16,284,125	14,343,182	14,282,841
Interest	6,188,222	6,841,056	6,195,080	5,848,486	5,447,279
Bond issuance costs	1,173,546	-	-	380,771	-
Capital outlay <sup>(1)</sup>	12,647,985	25,818,138	26,833,602	26,793,328	11,824,193
Total Expenditures	\$195,704,247	\$214,555,044	\$214,953,720	\$224,966,468	\$212,272,889
Excess (deficiency) of revenues over (under) expenditures	\$ 5,230,558	(\$ 7,693,780)	(\$ 5,114,396)	(\$ 4,212,944)	\$ 14,632,105
<b>Other financing sources:</b>					
Transfers in	\$ 40,956,217	\$ 40,745,506	\$ 40,309,261	\$ 46,365,441	\$ 36,233,275
Transfers out	(40,956,217)	(40,745,506)	(40,309,261)	(46,365,441)	(36,233,275)
Issuance of debt	91,665,000	-	-	14,195,000	-
Premiums on bonds issued	10,930,294	-	-	1,150,501	-
Capital lease	-	4,736,044	-	-	-
Payment to refunded bond escrow agent	(73,165,442)	-	-	-	-
Total other financing sources	\$ 29,429,852	\$ 4,736,044	-	\$ 15,345,501	-
Net change in fund balances	\$ 34,660,410	(\$ 2,957,736)	(\$ 5,114,396)	\$ 11,132,557	\$ 14,632,105
Fund balance, beginning of year	\$ 57,351,045	\$ 92,011,455	\$ 89,053,719	\$ 83,939,323	\$ 91,952,805
Fund balance, end of year	\$ 92,011,455	\$ 89,053,719	\$ 83,939,323	\$ 91,952,805	\$106,568,782
Debt service as a percentage of Noncapital expenditures <sup>(2)</sup>	12.56%	11.99%	11.74%	10.18%	9.79%

Source: James City County, Virginia, Comprehensive Annual Financial Report

<sup>(1)</sup> Including operating transfers to capital projects.

<sup>(2)</sup> Noncapital expenditures equals total expenditures less amounts for capitalized assets on the government-wide statement of net assets.



The following table shows the County's fiscal year 2020 revenues by source.

**GOVERNMENTAL FUNDS**  
**Fiscal Year 2020 Revenues by Source**

	<b>Amount</b>	<b>Percent of Total</b>	<b>Increase (Decrease) from 2019</b>
General Property Taxes	\$138,724,196	61.13%	2.95%
Other Local Taxes	25,981,646	11.45	(11.40)
Permits, privilege fees reg. licenses	8,878,568	3.91	(6.51)
Fines and Forfeitures	231,608	0.10	(20.82)
Use of Money and Property	966,252	0.43	21.41
Charges For Services	6,291,204	2.78	(4.48)
Miscellaneous	1,493,215	0.66	(46.28)
Intergovernmental	44,338,305	19.54	20.70
<b>Total Revenue</b>	<b>\$226,904,994</b>	<b>100.00%</b>	

*Source:* James City County Department of Financial Management Services.

**Fiscal Year 2021 Performance**

The Board of Supervisors adopted a fiscal year 2021 general fund budget of \$196,238,400. Based on unaudited fiscal year 2021 figures, the County anticipates realized revenues to be approximately \$210,200,000 and expenditures to be \$204,900,000, resulting in an increase to fund balance of approximately \$5,300,000. Such expected results are preliminary and subject to change. Actual audited figures may be different, and such differences may be significant.

## Operating Data

The following table sets forth the assessed value of all taxable property in the County for each of its ten most recent fiscal years.

### HISTORICAL ASSESSED VALUE Fiscal Year 2011 to Fiscal Year 2020

Year	Total Real Property	General Personal Property	Machinery and Tools	Mobile Homes	Total Personal Property	Public Service	Total Assessed Value
2011	\$11,172,929,700	\$621,471,862	\$137,178,668	\$10,101,067	\$ 768,751,597	\$210,802,200	\$12,152,483,497
2012	11,316,807,900	652,561,625	139,945,157	9,719,184	802,225,966	222,670,868	12,341,704,734
2013	10,921,180,200	687,058,440	141,877,157	9,209,475	838,145,072	232,588,225	11,991,913,497
2014	11,067,756,400	710,720,870	144,950,305	8,346,659	864,017,834	233,973,337	12,165,747,571
2015	11,148,405,300	783,249,672	144,694,099	7,901,856	935,845,627	336,370,602	12,420,621,529
2016	11,352,153,219	770,378,346	145,094,277	7,533,858	923,006,481	236,177,856	12,511,337,556
2017	11,608,801,433	809,023,687	147,942,350	7,008,284	963,974,321	245,349,999	12,818,125,753
2018	11,797,419,633	862,391,419	151,313,988	6,377,045	1,020,082,452	247,568,334	13,065,070,419
2019	12,089,303,067	898,095,969	150,923,619	6,628,640	1,055,648,228	262,267,902	13,407,219,197
2020	12,241,257,556	895,259,839	155,315,787	7,099,488	1,057,675,114	388,057,441	13,686,990,111

Source: Real Estate Assessments and Commissioner of the Revenue, James City County.

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The following table shows the County's property tax rates for each of its ten most recent fiscal years.

**PROPERTY TAX RATES<sup>(1)</sup>**

<b>Fiscal Year</b>	<b>Real Estate</b>	<b>Personal Property</b>
2011	\$0.770	\$4.00
2012	0.770	4.00
2013	0.770	4.00
2014	0.770	4.00
2015	0.770	4.00
2016	0.840	4.00
2017	0.840	4.00
2018	0.840	4.00
2019	0.840	4.00
2020	0.840	4.00

*Source:* James City County, Virginia, Comprehensive Annual Financial Report, Year Ended June 30, 2020.

<sup>(1)</sup> Per \$100 of assessed value.

The following table sets forth information concerning the County's general property tax collection rate for each of its ten most recent fiscal years.

**GENERAL PROPERTY TAX COLLECTION RATE**  
**Fiscal Year 2011 to Fiscal Year 2020**

<b>Fiscal Year</b>	<b><u>Collected within the Fiscal Year of the Levy</u></b>			<b><u>Collections in Subsequent Years<sup>(4)</sup></u></b>	<b><u>Total Collections to Date</u></b>	
	<b>Taxes Levied for the Fiscal Year</b>	<b>Amounts<sup>(1)</sup></b>	<b>Percentage of Levy</b>		<b>Amount</b>	<b>Percentage of Levy</b>
2011	\$117,215,610	\$100,889,563	86.07%	\$15,946,267	\$116,835,830	99.68%
2012	121,312,654	101,482,234	83.65	19,498,752	120,980,986	99.73
2013	117,414,914	98,431,581	83.83	18,747,396	117,178,977	99.80
2014	118,804,815	100,523,591	84.61	17,810,298	118,333,889	99.60
2015	116,313,370	101,071,578	86.90	13,981,851	115,053,429	98.92
2016	122,270,532	106,867,113	87.40	14,476,777	121,343,890	99.24
2017	125,345,126	109,436,232	87.31	15,895,512	125,331,744	99.99
2018	129,502,759	111,268,080	85.92	17,510,094	128,778,174	99.44
2019	133,720,786	114,672,068	85.75	16,894,911	131,566,979	98.39
2020	133,461,243	114,426,238	85.74	-	114,426,238	85.74

*Source:* Treasurer, James City County.

<sup>(1)</sup> Collections related to fiscal year levies include the Personal Property Tax Relief Act (the "PPTRA") reductions claimed by taxpayers.

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The following tables set forth the County's ten largest taxpayers of personal property taxes and real estate taxes. The aggregate assessed personal property taxes of the ten largest personal property taxpayers represent 20.67% of the County's total personal property tax levy for fiscal year 2020. The aggregate assessed real estate taxes of the ten largest real estate taxpayers represent 11.20% of the County's total real estate tax levy for fiscal year 2020.

**TEN LARGEST TAXPAYERS**  
**(Fiscal Year 2020)**

**Principal Personal Property Tax Payers**

<b>Name of Business</b>	<b>Property Taxes Assessed</b>	<b>% of Total Taxable Assessed Value</b>
Anheuser-Busch, Inc.	\$4,199,353	9.92%
Seaworld Parks, LLC	1,712,961	4.05
Ball Metal Container	734,996	1.74
Printpack, Inc.	471,985	1.12
Owens-Brockway Glass Container	455,147	1.08
Cox Communications of Hampton Roads	305,552	0.72
Wal-Mart, Inc.	298,591	0.71
Toyota Lease Trust	201,963	0.48
HVT, Inc.	194,978	0.46
Citizen Asset Finance, Inc.	164,385	0.39
	<b>\$8,739,911</b>	<b>20.67%</b>

**Principal Real Estate Tax Payers**

<b>Name of Business</b>	<b>Property Taxes Assessed</b>	<b>% of Total Taxable Assessed Value</b>
Virginia Electric & Power Company	\$ 3,598,920	3.39%
Premium Outlets of Williamsburg <sup>(1)</sup>	1,225,641	1.16
Anheuser-Busch, Inc.	1,181,700	1.11
Williamsburg Plantation Owners Association	1,089,777	1.03
Powhatan Plantation Owners Association	988,420	0.93
Wal-Mart, Inc.	946,427	0.89
Williamsburg Landing, Inc.	860,819	0.81
Riverside Healthcare Assoc.	704,106	0.66
Manor Club @ Ford's Colony	651,006	0.61
Virginia United Methodist Homes, Inc.	645,755	0.61
	<b>\$11,892,571</b>	<b>11.20%</b>

*Source:* Commissioner of Revenue, James City County.

<sup>(1)</sup> Premium Outlets includes two related parties, Williamsburg Outlets, LLC and Williamsburg Mazel, LLC. They are combined in this table to show the value of the shopping center.

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## Capital Improvements Program

As a part of the annual budgeting process, each year the County develops a Capital Improvements Program (“CIP”) for the following five fiscal years. Only the first year of the CIP is actually appropriated. The remaining four years are included for planning purposes and are subject to revision in future years.

On June 9, 2020, the Board approved the CIP for fiscal years 2021 through 2025. The following table summarizes anticipated capital expenditures for the next five fiscal years.

### SUMMARY OF ANTICIPATED CAPITAL EXPENDITURES FOR FISCAL YEARS ENDING JUNE 30

Description	2021	2022	2023	2024	2025	Total
Schools	\$ -	\$ 7,173,000	\$6,795,000	\$ 34,012,000	\$ 13,154,000	\$ 61,134,000
General Services	2,623,290	5,716,460	5,513,950	6,287,800	4,883,500	25,025,000
Other	-	450,000	690,000	100,000	-	1,240,000
Public Safety	3,800,000	2,414,000	605,000	400,000	1,325,000	8,544,000
Parks and Recreation	-	2,665,000	7,143,000	9,367,000	5,691,000	24,866,000
<b>Total Uses</b>	<b>\$6,423,290</b>	<b>\$18,418,460</b>	<b>\$20,746,950</b>	<b>\$50,166,800</b>	<b>\$25,053,500</b>	<b>\$120,809,000</b>

Source: James City County Department of Financial and Management Services.

The sources of funding for the capital improvement projects are shown in the following table:

Sources of Funds	2021	2022	2023	2024	2025	Total
General Fund	\$ -	\$ 3,702,010	\$ 3,813,000	\$ 3,927,000	\$ 4,045,000	\$ 15,487,010
1% Additional Sales Tax	1,523,290	4,700,000	4,750,000	4,800,000	4,850,000	20,623,290
Cigarette Tax	-	900,000	900,000	900,000	900,000	3,600,000
Prior Year General Fund	2,400,000	1,800,000	1,800,000	1,800,000	1,800,000	9,600,000
Prior Year School Fund	-	600,000	600,000	600,000	600,000	2,400,000
Fire Apparatus Grants	-	131,600	402,500	460,950	436,275	1,431,325
Bond Proceeds	2,500,000	5,859,850	7,756,450	36,953,850	11,697,225	64,767,375
From Tourism Fund	-	725,000	725,000	725,000	725,000	2,900,000
<b>Total</b>	<b>\$6,423,290</b>	<b>\$18,418,460</b>	<b>\$20,746,950</b>	<b>\$50,166,800</b>	<b>\$25,053,500</b>	<b>\$120,809,000</b>

Source: James City County Department of Financial and Management Services.

## Outstanding Bonded Debt and Debt Service

Pursuant to the Constitution of Virginia and the Public Finance Act of 1991 (Chapter 26, Title 15.2 of the Code of Virginia of 1950, as amended), a county in Virginia is authorized to issue general obligation bonds secured by a pledge of its full faith and credit. For the payment of such bonds, the governing body of the county is required to levy, if necessary, an annual ad valorem tax on all property in the county subject to local taxation. Although the amount of bonds issued by Virginia counties is not subject to statutory limitation, counties generally are prohibited from issuing general obligation bonds unless the issuance of such bonds has been approved by public referendum. This referendum requirement does not apply to bonds for capital projects for school purposes and sold to the Literary Fund, the Virginia Supplemental Retirement System or other state agencies prescribed by law, including the Virginia Public School Authority. The County’s undertakings to make rental payments under capital and operating leases are subject to annual appropriation and do not constitute general obligation debt under the Constitution of Virginia or the Public Finance Act of 1991.

Set forth below is a statement of long-term general obligation and major capital lease indebtedness of the County at June 30, 2020, and a schedule of debt service payments:

**STATEMENT OF LONG-TERM DEBT**

Total Long-Term Debt as of June 30, 2020	\$164,618,730
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## SCHEDULE OF GENERAL FUND LONG-TERM DEBT SERVICE REQUIREMENTS

[illegible]

*Source:* James City County Department of Financial Management Services.

*Note:* Includes the County's general obligation/refunding bonds: Series 1999A (\$\_\_ principal balance outstanding as of June 30, 2021), Series 1999B (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2011 (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2014 (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2015A (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2015B (\$\_\_ principal balance outstanding as of June 30, 2021). Also includes the County's lease payments (subject to annual appropriation) payable to the Authority in connection with its lease revenue/refunding bonds: Series 2009 (\$\_\_ principal balance outstanding as of June 30, 2021) (the "Refunded Bonds"), Series 2011 (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2012 (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2014 (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2015 (\$\_\_ principal balance outstanding as of June 30, 2021), Series 2016 (\$\_\_ principal balance outstanding as of June 30, 2021). Also includes the County's lease payment obligations under capital leases entered into in 2010 (\$\_\_ principal balance outstanding as of June 30, 2021) and 2017 (\$\_\_ principal balance outstanding as of June 30, 2021).

\* Totals may not foot due to rounding.

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The following table shows the County's ratio of net general bonded debt to assessed value of property and net bonded debt per capita for the last ten fiscal years.

**RATIO OF NET GENERAL BONDED DEBT TO  
ASSESSED VALUE AND NET BONDED DEBT PER CAPITA**

<b>Fiscal Year</b>	<b>Population<sup>(1)</sup></b>	<b>Assessed Value<sup>(2)</sup></b>	<b>Gross Bonded Debt<sup>(3) (4)</sup></b>	<b>Less Debt Service Monies Available<sup>(5)</sup></b>	<b>Net Bonded Debt</b>	<b>Ratio of Net General Obligation Debt to Assessed Value</b>	<b>Net Bonded Debt Per Capita</b>
2011	68,500	\$12,152,483,497	\$93,283,624	\$2,921,037	\$90,362,587	0.74%	\$1,319
2012	69,451	12,341,704,734	86,134,103	2,920,981	83,213,122	0.67	1,198
2013	70,376	11,991,913,497	80,004,294	2,920,583	77,083,756	0.64	1,095
2014	71,254	12,165,747,571	72,164,244	2,920,369	69,243,875	0.57	972
2015	72,682	12,420,621,529	65,458,589	1,219,616	64,238,973	0.52	884
2016	73,767	12,511,337,556	49,844,842	1,221,521	48,623,321	0.39	659
2017	74,795	12,818,125,753	44,155,482	1,222,024	42,933,458	0.33	574
2018	75,776	13,065,070,419	38,348,323	1,226,463	37,121,860	0.28	460
2019	76,211	13,407,219,197	33,966,163	-	33,966,163	0.25	446
2020	77,202	13,686,990,111	29,479,003	-	29,479,003	0.22	382

*Source:* James City County Comprehensive Annual Financial Report for June 30, 2020.

<sup>(1)</sup> From Table 13 of James City County Comprehensive Annual Financial Report for June 30, 2020; based on calendar year

<sup>(2)</sup> From Table 5 of James City County Comprehensive Annual Financial Report for June 30, 2020

<sup>(3)</sup> Includes all long-term general obligation bonded debt, bond anticipation notes, and literary fund loans

<sup>(4)</sup> Includes general obligation debt payable from enterprise revenues.

<sup>(5)</sup> Debt Service Reserve Funds held by a trustee.

### Other Indebtedness and Obligations

The County has no overlapping debt. The Williamsburg-James City County School Board, which is a component unit of the County according to the Government Accounting Standards Board, had no outstanding capitalized leases as of June 30, 2020.

The County closed its landfill in 1994. State and federal laws and regulations require the County to perform certain maintenance and monitoring functions at the site for 10 to 30 years after closure. The County's financial statements for the fiscal year ended June 30, 2020 show \$182,040 as landfill post-closure liability, which represents the liability estimated to monitor the landfill for an average monitoring period of 25 years. See note 10 of the County's audited financial statement in Appendix B for a more complete description of the County's landfill closure and post-closure care cost.

### Retirement Systems

The County, the James City Service Authority and the Williamsburg-James City County Public Schools contribute to the Virginia Retirement System ("VRS"), an agent multiple-employer defined benefit pension plan.

All full-time, salaried permanent employees of the County, the JCSA and the Public Schools must participate in the VRS. Plan members are required to contribute 5% of their annual salary to the VRS. In addition, the County, the JCSA and the Public Schools are required to contribute the remaining amounts necessary to fund their participation in the VRS using the actuarial basis specified by statute and approved by the VRS Board of Trustees. The employer contribution rates for the fiscal year ended June 30, 2020 were 10.11%, 5.67% and 3.54% of annual covered payroll for the County, the JCSA and the Public Schools, respectively, resulting in contributions of \$4,085,863, \$265,027 and \$172,427, respectively.

See note 11 of the County's audited financial statements in Appendix B for a more complete description of the County's defined pension benefit obligation as of June 30, 2020.



## **Post-Employment Benefits Other Than Pensions**

For the fiscal year ended June 30, 2009, the County and Public Schools adopted GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*. The Statement establishes standards for reporting the liability for the County's nonpension postemployment benefit, the health care plan for retirees.

The County, JCSA and Public Schools provide postemployment health care (OPEB) for qualifying retired employees who are not yet eligible for Medicare through a cost-sharing, multiple-employer (for the County and JCSA) and a single-employer (for the Public Schools) defined benefit plans. The benefits, benefit levels, employee contributions and employer contributions are governed by the County, JCSA and Public Schools and can be amended through their personnel manuals.

The County, JCSA and Public Schools have not established a trust to prefund this liability. The anticipated growth in the net OPEB obligation is based on contributions to the benefit plan on a pay-as-you-go cost basis. The data has been projected into the future based on the assumption the current active population remains constant. Retirees pay the full rate of coverage under the medical plan.

Currently, covered full-time active employees who retire directly from the County or JCSA and are at least 55 years of age with 15 years of service are eligible to receive post-employment health care benefits. Each year, retirees participating in the County or JCSA sponsored plans will be given the opportunity to change plans or drop coverage during an open enrollment period. Dental plans are available at the retiree's cost, and therefore, have no GASB 45 liability. There is no coverage for post-Medicare retirees. The County and JCSA do not contribute towards the retiree's health insurance premiums. Therefore, given that the retirees pay their health insurance premiums based on a blended rate, the County and JCSA have an implicit liability.

The Public Schools provides a single-employer defined benefit medical plan and a retiree health insurance premium contribution plan that covers retirees until they reach 65 years of age. There is no coverage for retirees or their spouses once they reach the age of 65 and are eligible for Medicare. Both plans were established under the authority of the Williamsburg-James City County School Board and any amendments to the plans must be approved by the School Board. The Schools' retiree health insurance premium contribution plan allows eligible retirees to receive a \$62.50 contribution monthly toward their health insurance premium. The retiring employee must have a minimum of twelve continuous years of service with Williamsburg-James City County Public Schools.

In 2020 a consulting firm conducted an actuarial valuation study using the entry age normal funding method. The actuarial assumptions included calculations based on a discount rate of 3.13% for the unfunded liability, rate of inflation of 2.5%, and payroll growth of 3.15% to 1.30% for general employees and 2.55% to 1.30% for public safety employees.

At June 30, 2020, the County and JCSA's proportionate shares of the County's retiree healthcare liability were approximately \$4,098,000 and \$381,000, respectively. The Public Schools' net retiree healthcare OPEB liability was approximately \$5,163,000 for fiscal year 2020.

The County, JCSA, and the Public Schools also participate in various cost-sharing and agent multiple-employer OPEB plans provided by VRS, including the Health Insurance Credit Program, Group Life Insurance Program, and Virginia Local Disability Program.

See note 12 of the County's audited financial statements in Appendix B for a more complete description of the County's other post-employment benefits as of June 30, 2020.

## **Published Financial Information**

The County issues and distributes a Comprehensive Annual Financial Report on its financial operations for each fiscal year. The report covers the fiscal year ending the prior June 30. Copies of the Annual Financial Report are available to the public upon request from the Department of Financial and Management Services, 101-F Mounts Bay Road, P.O. Box 8784, Williamsburg, Virginia 23187.

In addition to the Annual Financial Report, the County also annually publishes an Adopted Budget and a five-year Capital Improvements Program. These documents are available through the Department of Financial and Management Services, 101-F Mounts Bay Road, P.O. Box 8784, Williamsburg, Virginia 23187.

**RESOLUTION OF THE ECONOMIC DEVELOPMENT AUTHORITY OF  
JAMES CITY COUNTY, VIRGINIA, APPROVING A PLAN TO REFUND  
PUBLIC FACILITY OBLIGATIONS THROUGH THE ISSUANCE OF  
REVENUE REFUNDING BONDS IN AN AGGREGATE PRINCIPAL  
AMOUNT NOT TO EXCEED \$ \_\_\_\_\_**

**WHEREAS**, the Economic Development Authority of James City County, Virginia (the “Authority”), pursuant to the Industrial Development and Revenue Bond Act (the “Act”) under which it is created, is authorized to exercise all the powers set forth in the Act, which include, among other things, the power to make loans to, among others, a county in furtherance of the Act, to finance or refinance and lease facilities for use by, among others, a county, to issue its revenue bonds, notes and other obligations from time to time for such purposes and to pledge all or any part of its revenues and receipts derived from payments received by the Authority in connection with its loans or from the leasing by the Authority of such facilities or from any source, as security for the payment of principal of and interest on any such obligations; and

**WHEREAS**, the Authority has previously issued its \$26,380,000 Lease Revenue Bonds (County of James City, Virginia Capital Projects), Series 2012 (the “2012 Bonds”), the proceeds of which were loaned to James City County, Virginia (the “County”), to finance and refinance the costs of certain public facilities; and

**WHEREAS**, the Board of Supervisors of James City County, Virginia (the “Board of Supervisors”), desires to realize interest rate savings by requesting the Authority to issue its Public Facility Revenue Refunding Bonds (County Government Project), Series 2021 (the “Bonds”), and use the proceeds to (a) refund all or a portion of the 2012 Bonds (such portion to be refunded, the “Refunded Bonds”), and (b) pay the issuance and refunding costs related thereto; and

**WHEREAS**, the Bonds will be secured by payments appropriated from time to time by the Board of Supervisors and payable to the Authority in accordance with the terms of the Financing Agreement (as hereinafter defined); and

**WHEREAS**, the County administration has recommended that Hunton Andrews Kurth LLP, Richmond, Virginia, be approved as bond counsel; and

**WHEREAS**, there have been circulated prior to this meeting drafts of the following documents (collectively, the “Documents”), proposed in connection with the issuance and sale of the Bonds and the refunding of the Refunded Bonds:

- (a) Third Supplemental Agreement of Trust (including as an exhibit the form of the Bonds), supplementing the Agreement of Trust dated as of June 1, 2016, both between the Authority and Wilmington Trust, National Association, as trustee (the “Trustee”), as previously supplemented (collectively, the “Trust Agreement”), all between the Authority and the Trustee, pursuant to which the Bonds are to be issued and which is to be acknowledged and consented to by the County;

- (b) Second Supplemental Financing Agreement (the “Supplemental Financing Agreement”), supplementing a Financing Agreement dated as of June 1, 2016, as previously supplemented (together, the “Financing Agreement”), all between the Authority and the County, pursuant to which the Authority will loan the proceeds of the Bonds to the County and the County will undertake, subject to appropriation, to make payments to the Authority in amounts sufficient to pay the principal of and premium, if any, and interest on the Bonds and certain other related costs;
- (c) Preliminary Official Statement of the Authority relating to the public offering of the Bonds (the “Preliminary Official Statement”); and
- (d) Notice of Sale (attached as Appendix H to the Preliminary Official Statement) (the “Notice of Sale”) (applicable only if the Bonds are sold through a competitive sale);

**NOW, THEREFORE, BE IT RESOLVED BY THE ECONOMIC DEVELOPMENT AUTHORITY OF JAMES CITY COUNTY, VIRGINIA:**

1. The Authority hereby finds that the refunding of the Refunded Bonds will be in the best interests of the County and its citizens and hereby authorizes the Authority, in collaboration with the County, to undertake the following financing plan to accomplish the same. The Authority will issue the Bonds in an aggregate principal amount not to exceed \$14,000,000. The Authority will use the proceeds of the Bonds to refund the Refunded Bonds and to pay the issuance and refunding costs related thereto. Pursuant to the Financing Agreement, the County will undertake to make certain Basic Payments and Additional Payments (each as defined in the Financing Agreement) to the Authority in amounts sufficient to amortize the Bonds, to pay the fees or expenses of the Authority and the Trustee and to pay certain other related costs. The obligation of the Authority to pay principal of and premium, if any, and interest on the Bonds will be limited to Basic Payments and Additional Payments received from the County. The Bonds will be secured by an assignment of the Basic Payments and certain Additional Payments due under the Financing Agreement, all for the benefit of the holders of the Bonds. The undertaking by the County to make Basic Payments and Additional Payments will be subject to the appropriation by the Board of Supervisors from time to time of sufficient amounts for such purposes. The plan of refunding of the Refunded Bonds shall contain such additional requirements and provisions as may be approved by the Chairman or Vice Chairman of the Authority at the request of the County Administrator.

2. Subject to Section 3, the Authority hereby authorizes the issuance of the Bonds pursuant to the Trust Agreement; provided that (a) the principal amount shall not exceed \$14,000,000, (b) the true or “Canadian” interest cost of the Bonds shall not exceed \_\_\_\_% (taking into account any original issue discount or premium), (c) the Bonds shall mature in installments or be subject to mandatory sinking fund redemption installments ending not later than December 31, 20\_\_, (d) the Bonds shall be sold to the purchaser thereof at a price not less than 98% of the aggregate principal amount thereof (without taking into account any original issue discount or premium) and (e) the Bonds shall be subject to optional redemption, if at all, at a premium not to exceed 3.00% of their principal amount; provided, however, that the Bonds

shall produce an aggregate net present value debt service savings to the County of at least 3.0% of the principal amount of the particular Refunded Bonds. The Chairman and Vice-Chairman of the Authority, either of whom may act, are also authorized to approve, in collaboration with the County Administrator, a lesser principal amount for the Bonds, a maturity schedule (including serial maturities and term maturities for the Bonds) and redemption provisions of the Bonds, all as such officer shall determine to be in the best interest of the Authority and the County.

3. The Authority approves the following terms of the sale of the Bonds.

(a) The Bonds shall be sold through a competitive sale or a negotiated sale, as requested by the County Administrator.

(b) If the County Administrator determines that the Bonds shall be sold by competitive sale, the County Administrator is authorized, on behalf of the Authority, to receive bids for such Bonds and award such Bonds to the bidder providing the lowest “true” or “Canadian” interest cost, subject to the limitations set forth in Section 2. Following a competitive sale, the County Administrator shall file a certificate with the Authority and the Board of Supervisors setting forth the final terms of the Bonds. The actions of the County Administrator in selling the Bonds by competitive sale shall be conclusive, and no further action with respect to the sale and issuance of the Bonds shall be necessary on the part of the Authority.

(c) If the Bonds are sold by competitive bid, the County Administrator is authorized and directed, on behalf of the Authority and in collaboration with Davenport & Company LLC, the County’s financial advisor (the “Financial Advisor”), to take all proper steps to advertise the Bonds for sale substantially in accordance with the form of Notice of Sale, which is hereby approved; provided that the County Administrator, in collaboration with the Financial Advisor, may make such changes in the Notice of Sale not inconsistent with this Resolution as he may consider to be in the best interest of the County.

(d) If the County Administrator determines that the Bonds shall be sold by negotiated sale, the County Administrator is authorized, on behalf of the Authority and in collaboration with the Financial Advisor, to choose an investment bank or firm to serve as underwriter for the Bonds and to execute and deliver to the underwriter a bond purchase agreement (the “Bond Purchase Agreement”) substantially in the form approved by the County Administrator and the County Attorney, in consultation with the County’s bond counsel and Financial Advisor. The Chairman and Vice Chairman of the Authority, either of whom may act, are authorized to execute and deliver the final Bond Purchase Agreement reflecting such final pricing and other completions, omissions, insertions and changes as such officers shall agree to make. No further action with respect to the sale and issuance of the Bonds shall be necessary on the part of the Authority.

4. The Chairman and Vice Chairman of the Authority, either of whom may act, are hereby authorized and directed to execute the Documents (excluding the Preliminary Official Statement and the Notice of Sale), which shall be in substantially the forms circulated prior to this meeting, which are hereby approved, with such completions, omissions, insertions and

changes not inconsistent with this Resolution as may be approved by the officer executing them, his or her execution thereof to constitute conclusive evidence of such officer's approval of any such completions, omissions, insertions and changes.

5. The Authority authorizes the distribution of the Preliminary Official Statement in form deemed "near final" as of its date, within the meaning of Rule 15c2-12 of the Securities and Exchange Commission, to prospective purchasers of the Bonds, with such completions, omissions, insertions and changes as may be approved by the Chairman or Vice-Chairman of the Authority, in collaboration with the County and the Financial Advisor. Such distribution shall constitute conclusive evidence of the approval of the Chairman or Vice-Chairman as to any such completions, omissions, inserts and changes and that the Authority has deemed the Preliminary Official Statement to be near final as of its date.

6. The Chairman and Vice-Chairman of the Authority, either of whom may act, are hereby authorized and directed to approve such completions, omissions, insertions and other changes to the Preliminary Official Statement necessary to reflect the terms of the sale of the Bonds and the details thereof appropriate to complete it as an official statement in final form (the "Official Statement") and to execute and deliver the Official Statement when the same has been approved by the County. The County Administrator is hereby authorized on behalf of the Authority to distribute the Official Statement to the purchaser of the Bonds. Execution of the Official Statement by the Chairman or Vice-Chairman shall constitute conclusive evidence of his or her approval of any such completions, omissions, insertions and changes and that the Official Statement has been deemed final by the Authority as of its date within the meaning of Rule 15c2-12 of the Securities and Exchange Commission.

7. The Chairman and Vice-Chairman of the Authority, either of whom may act, are hereby authorized and directed to execute the Bonds by manual or facsimile signature, the Secretary and Assistant Secretary, either of whom may act, are hereby authorized and directed to affix the seal of the Authority to or print a facsimile thereof on the Bonds and attest the same by manual or facsimile signature, and the officers of the Authority are hereby authorized and directed to deliver the Bonds to the Trustee for authentication and delivery to the purchaser thereof upon payment therefor.

8. All costs and expenses in connection with the refunding of the Refunded Bonds and the issuance of the Bonds, including the Authority's fees and expenses and the fees and expenses of bond counsel, counsel for the Authority, and the Financial Advisor for the sale of the Bonds shall be paid from the proceeds of the Bonds or other legally available funds of the County. If for any reason the Bonds are not issued, it is understood that all such expenses shall be paid by the County from its legally available funds and that the Authority shall have no responsibility therefor.

9. The officers of the Authority are hereby authorized and directed to execute, deliver and file all certificates and documents and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Bonds and the refunding of the Refunded Bonds, including without limitation (a) execution and delivery of a certificate setting forth the expected use and investment of the proceeds of the Bonds to show that such expected use and investment will not violate the provisions of Section 148 of the

Internal Revenue Code of 1986, as amended, and regulations thereunder, applicable to “arbitrage bonds,” (b) making any elections, at the request of the County, that such officers deem desirable regarding any provision requiring rebate to the United States of “arbitrage profits” earned on investment of proceeds of the Bonds, (c) providing for the County to pay any such rebate amount, (d) filing Internal Revenue Service Form 8038-G, and (e) executing any documents necessary to effect the refunding of the Refunded Bonds and the termination or modification of any security interest granted in property in connection therewith and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Bonds and the refunding of the Refunded Bonds. The foregoing shall be subject to the advice, approval and direction of bond counsel.

10. The Authority consents to the recommendation by the County that Hunton Andrews Kurth LLP serve as bond counsel for the issuance and sale of the Bonds.

11. Any authorization herein to execute a document shall include authorization to deliver it to the other parties thereto and to record such document where appropriate.

12. All other acts of the officers of the Authority that are in conformity with the purposes and intent of this Resolution and in furtherance of the issuance and sale of the Bonds and the refunding of the Refunded Bonds are hereby approved and ratified.

13. This Resolution shall take effect immediately.

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Kate Sipes, Assistant Director, Office of Economic Development

SUBJECT: Enterprise Zone Grants

---

The Enterprise Zone program is an incentive program offered through the Virginia Department of Housing and Community Development. James City County was approved to participate in this program in 1996. The program consists of offering cash incentive payments to qualifying companies for qualifying investments for a period of five years. The County's eligibility for the state program expired in 2015; these grants represent the final grants remaining in the queue after the County transitioned out of the program.

With EDA approval, the County transfers funds in the amount of the total incentive, and checks are distributed to the qualifying companies from the EDA.

Staff recommends approval of the FY20 Enterprise Zone grant payments.

**ATTACHMENTS:**

	Description	Type
▣	Enterprise Zone memo	Exhibit

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 12:57 PM



## MEMORANDUM

Date: April 20, 2021

To: Economic Development Authority

From: Kate Sipes, Assistant Director, Economic Development

Subject: Approval for Economic Development Authority Grants- Enterprise Zone

In accordance with the Enterprise Zone program, the following companies qualify for the Economic Development Authority (EDA) Grant. Businesses that make a capital investment of \$500,000 qualify for the EDA Grant. The EDA Grant is a five-year declining grant based on the assessed value of improvements as follows:

### Real Estate

Year 1	0.45%
Year 2	0.36%
Year 3	0.27%
Year 4	0.18%
Year 5	0.09%

### Machinery & Tools

Year 1	0.5%
Year 2	0.4%
Year 3	0.3%
Year 4	0.2%
Year 5	0.1%

I am requesting that the EDA approve EDA grants as follows:

#### **Bryant Contracting (new warehouse) – Year 4**

- Real Estate \$797.58

#### **J14C/David Johnson Builder (236 Industrial Blvd, Building 2) – Year 4**

- Real Estate \$352.80

#### **MGSJ Property Firm, LLC – Year 4**

- Real Estate \$691.92

#### **Minor Enterprises, LLC – Year 4**

- Real Estate \$725.76

The total amount of the incentives equals \$2,568.06. Per the approved James City County Enterprise Zone Designation in 1996, the County allocates funds for these incentives during the annual budget process, and therefore sufficient funds are available. Approval of this memo encumbers funds from the EDA to be paid to the aforementioned businesses, with the understanding the County will transfer funds to the EDA in the amount of \$2,568.06. Staff has confirmed these investments are complete, final Certificates of Occupancy have been issued, and the assessments on the improvements are complete. Staff will confirm all tax payments to James City County are current prior to checks being issued.

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Laura Messer, Tourism and Marketing Coordinator

SUBJECT: Start Peninsula Update

---

**ATTACHMENTS:**

	Description	Type
	Start Peninsula Newsletter	Exhibit

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 12:57 PM

[Apply to pitch your business idea!](#)[View this email in your browser](#)

## Congratulations to the Micro Pitch #1 Winners!!!



Marouane Sadoq  
Founder, Green Light Auctions



Chris Rumper  
CEO, Pocket Properties App

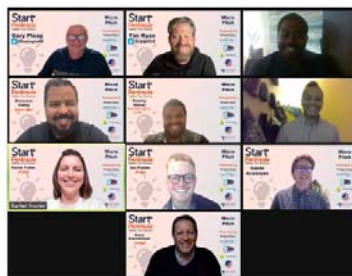


Eric Garrison  
Founder, 2E1B Lab

The first Micro Pitch event is in the books! The three finalists were C.A.S.S.I.E., Green Light and Pocket Properties App.

- [C.A.S.S.I.E.](#) (Clean Air System Smart Intelligent Environment) – C.A.S.S.I.E. is a patented, innovative air filter that uses IR (infrared radiation) technology to detect bioaerosol pollution and provide disinfection.
- [Green Light](#) – Green Light is a bidding platform that brings together people who want to trade their cars and dealers interested in buying those cars.
- [Pocket Properties App](#) – Pocket Properties App is a mobile-focused platform that allows users to buy and trade shares of income-based real estate for as low as \$10. Users can collect monthly rent dividends and browse/analyze potential property investments.

Each finalist will receive a \$500 prize and will be allowed to participate in the Wednesday, November 3 main pitch event where they will have a chance to win \$5,000 to support their business growth and they will also have free access to local resources.



Our winners, judges, and event coordinators

[Watch a replay of Micro Pitch #1](#)

**Pitch Perfect:**  
**March 31 at 6:00 - 8:00 pm**

# Pitch Perfect

Improve your pitch at this casual and informative workshop. Work alongside entrepreneurs as well as business and communication coaches. Pitch Perfect #2 will be led by Professional Communications Coach, [Gary Plaag](#), and Program Director and Serial Entrepreneur, [Tim Ryan](#). Pitch Perfect capacity is limited to 100 participants so get your free ticket today.

[Attend Pitch Perfect](#)

## Micro Pitch #2 – Wednesday, April 21 at 6:00 pm

**Applications open!**

A promotional poster for the Start Peninsula Micro Pitch Competition #2. The poster features the Start Peninsula logo at the top, followed by the event title and date. It includes three icons: a gear, a group of people, and a calendar. The text describes the event as a chance to pitch a business idea and win seed funding. The background shows a person at a podium in a workshop setting.

**Start Peninsula**  
Validate Your Business

**Micro Pitch Competition #2**  
Wednesday, April 21 (via Zoom)

Any start-up business and/or  
idea in Hampton Roads, VA

Wednesday, April 21 (via Zoom)  
6:00pm - 8:00pm

Apply to Pitch and for a chance  
to win \$5,000 in seed funding

APPLY TO PITCH AT: <https://bit.ly/StartPenMPApr21>

**All that stands between you and Start Peninsula's Final  
Event is a Micro Pitch.**

**Apply to Pitch**

**Attend Micro Pitch #2 - Free**

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We are thrilled to announce that [Patent Portfolio Builders](#), [StartWheel.org's](#) and [Start Peninsula's](#) trusted partner with IP and Patents, is offering free consultations to all Start Peninsula pitchers. [Patent Portfolio Builders](#) specializes in all areas of domestic and international intellectual property (IP), focusing on patent application preparation and prosecution, opinions and licensing matters. Start Peninsula's goal is to provide you with the tools you need to succeed.

If you are interested in learning more about Patent Portfolio Builders and taking advantage of this opportunity please contact Mike Loving at: [mike@ppblaw.com](mailto:mike@ppblaw.com) and tell him you're with Start Peninsula.

## Free Consulting Services

Compliments of the [Hampton Roads Small Business Development Center](#) and the [CrimDell Small Business Network](#), Start Peninsula is happy to announce that all Micro Pitch winners will receive free business consulting services. Winners can use the services in preparation for the final event or help jump-start their business.



## Micro Pitch #1 Winners



Pocket Properties App is a mobile focused trading platform aimed at democratizing real estate investing by allowing users to buy and trade shares of solar powered, income-based real estate for as low as \$10.

[Click Here to learn more about Pocket Properties.](#)

technology to provide enhanced disinfecting capabilities without needing to upgrade the full HVAC unit.

[Click here to learn more about 2E1B Lab.](#)



Green Light is a digital bidding platform that matches interested car buyers/dealers with those who are looking to sell their used cars.

[Click here to learn more about Green Light.](#)



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More info at the [Start Peninsula Website!](#)

Check out some previous years' event photos!



2016 Start Peninsula Winner, AnswersNow, closed \$1.8M in funding earlier this year.



2017 Start Peninsula Winner, Instant Teams, has helped employ 250+ military spouses globally.



Serial entrepreneur and Program Coordinator, Tim Ryan, recently finished his 10th Angel Investment in promising startup companies.



2017 Start Peninsula Keynote speaker and angel investor, Jason Calacanis, has invested in over 200 startups, seven of which have gone on to achieve valuations over a billion dollars.

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**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Christopher Johnson- EDA Secretary

SUBJECT: GWP Target Sector Industry Study Update

---

During the presentation last month by GWP, Executive Director Von Gilbreath noted the updated Target Industry Study would be available in the coming weeks. Attached please find the Executive Summary of the updated document.

**ATTACHMENTS:**

	Description	Type
▣	Target Sector Industry Study 2021 Executive Summary	Exhibit

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 12:59 PM



PREPARED FOR  
Greater Williamsburg Partnership



February 23, 2021

# Target Industry Sector Analysis Update Executive Summary

**Greater Williamsburg Partnership**

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## Executive Summary

The economy of the three localities in the Greater Williamsburg Partnership (GWP) region has been intertwined with tourism for decades, along with associated cycles of seasonal unemployment. In 2020, the global COVID-19 pandemic impacted all industries, but workers in hospitality and tourism and the communities in which they work were among the hardest hit. With that in mind, the GWP, three localities of Williamsburg, James City County, and York County, and GO Virginia aim to target industries which will help diversify the region's economy and advance higher-paying jobs for more workers.

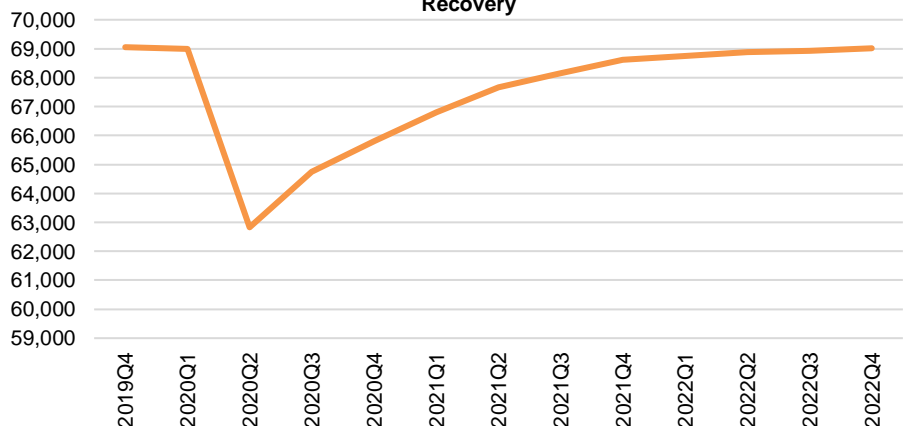
This report evaluates industries which have performed well in the region, are poised for expansion, and are forecast to continue growing in the post-COVID economy. The skills of the current and emerging workforce are critical to supporting industry expansion and attraction. Data have been supplemented with the knowledge of local stakeholders to evaluate the opportunities for diversification and ground recommendations in the unique assets of the GWP region.

### COVID-19 – Impact and Recovery

Though a long-term perspective is needed for economic development and workforce training, the COVID-19 pandemic has disrupted the growth of every industry and region in the nation. Firms deemed non-essential were told to close or require employees to work from home to reduce the spread and the number of deaths. Even as states have allowed businesses to reopen, demand for many products and services will remain below pre-COVID levels until therapeutics and vaccines are widely available to combat the virus.

Firms in the GWP region employed more than 69,000 workers in the first quarter of 2020. Based on national, state, and local information, Chmura Economics & Analytics (Chmura) estimates that firms in the region laid off 6,169 workers in the second quarter from April to June 2020, equivalent to 9.0% of the workforce. The sectors with the greatest employment losses are arts, entertainment, and recreation; accommodation and food services; and retail trade.

**Figure 1: Greater Williamsburg Partnership Regional Employment Recovery**



Source: Chmura

Based on the mix of industries in the region and its heavy reliance on tourism, the GWP region is expected to recover the job losses more slowly than the national average. The expected rebound path, shown in the chart above, projects that employment increased starting in the third quarter of 2020. Sectors with the most rapid return to pre-pandemic levels are manufacturing, construction, finance and insurance, and professional services. However, the hospitality, food service, and entertainment sectors are expected to show the slowest employment rebound.

By the fourth quarter of 2020, the region is projected to recover 47.7% of the jobs lost during the COVID-19 shutdown, increasing to 77.8% of lost jobs by mid-year 2021. Layoffs at Busch Gardens Williamsburg and Water County USA have been announced through the first quarter of 2021, which may delay the full recovery. With the development of a vaccine in late 2020 and distribution in early 2021, the region is poised to recover all the jobs lost during the pandemic by the fourth quarter of 2022 and begin to expand beyond pre-COVID levels.<sup>1</sup>

### Labor Shed – Regional Connectivity

The Greater Williamsburg Partnership (GWP) region, which includes the counties of James City and York, and the city of Williamsburg, covers more than 250-square-miles. It is in the northwest portion of the Virginia Beach-Norfolk-Newport News, VA-NC metropolitan statistical area (MSA) and is contiguous with the Richmond MSA. The region is well-connected to domestic and international markets through roads, trains, air, and the nearby Port of Virginia. A segment of the multi-year widening of I-64 on the peninsula is expected to be completed in late winter 2021 in York County that will improve regional connectivity. Completing I-64 widening between Richmond, Williamsburg, and Hampton Roads would further increase the potential labor pool of commuters and ease transportation of goods.

When assessing a region's workforce, it's important to consider the region's labor shed, which reflects the geographic area from which firms attract their workers and where residents commute out of the region for work. Commuting data show the GWP region draws workers from several of the surrounding areas, particularly Newport News and Hampton to the south and into the Richmond MSA to the west. For this report, the GWP labor shed is defined by the zip code tabulation areas (ZCTAs) within a 35-minute drivetime from the center of each of the three localities based on Chmura's analysis on commuting patterns.

### Demographics—Highly Educated, Growing Population

Population in the GWP region reached 159,757 in 2019 and is growing quickly. Population increased at an average annual rate of 1.0% over the past 10 years, faster than the average 0.7% growth in both the state and the nation. The population is highly educated-- 48% have a bachelor's degree or higher, and more than 10% have an associate degree, compared with the nation where 20.8% hold a bachelor's degree or higher and 9.1% have an associate degree. The GWP region has a high percentage of college students and retirees, but the region's prime-age (25-54) labor force participation rate is high at 84.4%, compared with the nation (81.8%). This

suggests more workers in this age group are working or looking for work due to a strong work ethic and effective job matching of workers to job openings in the region. (See Table 3.1 in the full report for a summary of demographic characteristics for the region, labor shed, state, and nation.)

Both the region and the labor shed also have a high percentage of veterans in the population and labor force due, in part, to the nearby military installations. Veterans are often a prime target for businesses looking for a reliable workforce with valuable transferrable skills in fields

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*The prime age labor participation rate is high at 84.4% compared with 81.8% in the nation. Participation is boosted by the high percentage of veterans in the labor force and effective matching of workforce skills with job openings.*

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such as production and skilled trades. The defense contractor community, employed civilians, and enlisted military in the GWP region also represent significant economic activity in the GWP region. In fiscal year (FY) 2018, defense contracts performed in the GWP region totaled more than \$249 million and supported more than 2,100 jobs.<sup>2</sup>

<sup>1</sup> For more information, see the related report *Economic Impact of COVID-19 on Greater Williamsburg Partnership Region*, prepared by Chmura Economics & Analytics, November 2020.

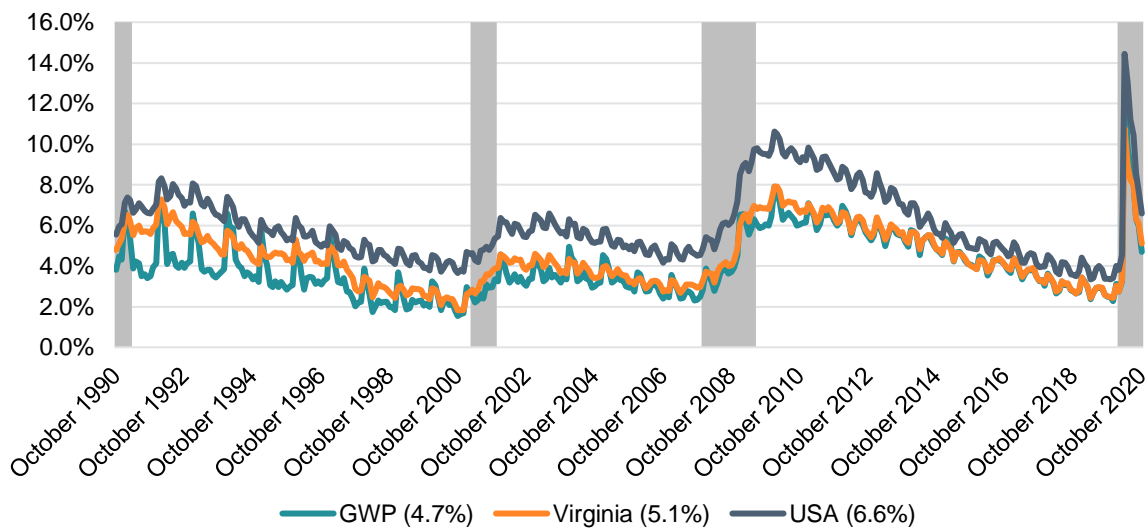
<sup>2</sup> DoD Contract Spending Impact: Virginia, <http://dod-vi.chmuraecon.com/Impact>

Looking ahead, JobsEQ projects population in the GWP region to grow an average 0.8% per year through 2030, adding more than 13,200 people. By comparison, population in Virginia and the nation is expected to increase an annual average 0.6% and 0.7%, respectively, over the same period. By age cohort, the fastest expected growth is in ages 35-44.

### Industry and Workforce – Diversification and Emerging Opportunities

The seasonality in the tourism industry has had less influence on economic indicators for the region over the past several years as growth in other industries has outpaced tourism growth. Over the five years ending with the first quarter of 2020, before the worst of the pandemic's effects, employment in the GWP region grew at an average annual rate of 1.0%, compared with 0.9% in the labor shed and 1.4% in Virginia. The seasonally unadjusted unemployment data reveal increasing industry diversity in the region over this time, as seasonal spikes in unemployment have fallen in line with the seasonal pattern in the state. Though COVID-19 caused employment to drop and unemployment to spike, the toll would have been even greater in the GWP region without that diversification of industries. As of the second quarter of 2020, employment in the GWP region totaled 67,911, while employment in the labor shed was 276,594.

**Figure 2: Unemployment Rate (Not Seasonally Adjusted)**



Source: BLS, JobsEQ by Chmura

The top three industries by employment size in the GWP region are accommodation and food services (accounting for more than 15% of the workforce), followed by retail trade and healthcare and social assistance. The two largest industries pay average wages lower than the regional average of \$41,134, but health care and social assistance pays above-average wages. The increased acceptance of telemedicine during the pandemic could be an opportunity for the GWP region to expand on these strengths. Other high-paying industries include finance and insurance, management of companies and enterprises, and utilities. With a location quotient (LQ) of 4.30, employment in the arts, entertainment, and recreation sector is more than 4 times as concentrated in the GWP region as it is nationally. Over the last five years, the fastest-growing sector was transportation, warehousing, and utilities, which grew at an average annual rate of 6.4%. In the labor shed, manufacturing employment grew at a 1.1% average annual pace over this period. Within these sectors, the GWP region also has a strong management, scientific, and consulting services industry. With a high concentration of the workforce (LQ=1.41), more than 1,100 workers, and an average annual growth rate of 9.1%, it is the fastest growing industry in the region with more than 500 workers and above-average wages.

Over the last five years, the occupation mix in the region and labor shed has diversified along with a more diverse industry mix. The top

*Transportation, warehousing, and utilities is the fastest growing industry over the past five years, at an average annual rate of 6.4%.*

*Information security analysts (the classification for most cybersecurity occupations) are 1.5 times as concentrated in the GWP region compared to the nation, and data scientists have seen average annual growth over 10% since 2015.*

three occupation groups in the GWP region are food preparation and serving related, sales and related, and office and administrative support. Average wages for each of these occupation groups are below the overall average for the GWP region. However, healthcare practitioners and technical occupations have experienced the fastest growth over this period, at an average annual rate of 3.8% in the region. The GWP region also experienced faster growth in high-paying business and financial occupations (3.2% average annual growth rate) and computer and mathematical occupations (2.7%). At the more detailed occupation level, information security analysts (the classification for most cybersecurity occupations) are about 1.5 times as concentrated in the GWP region when compared to the nation and employment grew at an average annual rate of 6.4% over the last five years. In the broader labor shed, data scientists and mathematical science occupations have seen average annual employment growth over 10% in the last five years.

### Training Pipeline

The pipeline of future workers as well as the training capacity to support industry demand includes the number of graduates from postsecondary programs in the region as well as unemployed workers. Further, in the COVID environment, dislocated workers in impacted industries may be looking to change careers, and regions with a lower cost of living and higher quality of life are poised to attract remote workers. Along these lines, the GWP could leverage the unemployed tourism workers through a marketing campaign that highlights their skills to promote business attraction. In addition, tourism assets in the region could be used to develop marketing materials for business attraction, particularly among workers who would enjoy living and working close to those attractions.

In the 2018-2019 academic year, institutions in the labor shed awarded more than 2,800 certificates and 2-year awards, nearly 3,900 4-year awards, and more than 1,300 postgraduate awards. At the secondary level, New Horizons Regional Education Centers provide education and industry-recognized credentials in career clusters such as engineering/manufacturing technology (including mechatronics and welding), health sciences, and automotive technology.

There is a strong link between the most needed skills in regional clusters and post-secondary training. Fast-growing programs since 2010 include mechanic and repair technologies/technicians (+128%); engineering technologies and engineering-related fields (+115%); computer and information sciences and support services (+83%); and personal and culinary services (+51%).

### Cluster Analysis—Shared Workforce and Suppliers

Preliminary data analysis and discussions with regional stakeholders identified eight current and potential clusters to explore in the region. Chmura evaluated these clusters through dual data collection methods—secondary data (labor and industry) combined with the voice of local stakeholders (primary data). A series of virtual focus groups and interviews conducted in October and November 2020 validated the secondary research and uncovered specific and general information on the state of the competitiveness of each industry.

Relative rankings are summarized for high, medium, and low scores in the table below. These rankings provide a high-level comparison of preliminary data combined with feedback from focus groups and interviews. More specific information on cluster trends, forecasts, and workforce is presented in the body of the report. All of the clusters are export-oriented, bringing wealth into the region, and almost all pay above-average wages. The national trends and recent presidential election support the outlook for high-tech sectors and green energy investments such as offshore wind, while drastic changes in the defense sector are not expected. The GWP region has a strong workforce and history of growth in professional services, food and beverage manufacturing, and transportation, warehousing, and logistics clusters, but is not as well-established in information and emerging technologies such as unmanned systems, offshore wind,

**Summary Table, Target Clusters Review**

	Professional Services	Transportation, Warehousing, and Logistics	Food and Beverage Manufacturing	Unmanned Systems	Offshore Wind	Data Centers	Defense	Tourism
Location/Infrastructure/Sites	▲	▲	■	▲	■	▲	▲	▲
National Trends	▲	▲	▲	▲	▲	▲	■	▼
Current Workforce Availability	▲	▲	■	■	■	▲	■	▲
Current Industry Mix	■	▲	■	▼	▼	▼	■	▲
Average Wages	▲	■	▲	▲	▲	▲	▲	▼
Export-Oriented	▲	▲	▲	▲	▲	▲	▲	▲



and data centers. GWP may find better opportunities within these industries by positioning the region within existing initiatives—such as the ongoing investment in establishing an offshore wind hub in the Hampton Roads area.

#### *Professional Services*

The GWP region's location in the metropolitan area of Hampton Roads and contiguous to the Richmond MSA makes it an attractive area for the professional services cluster because of the quality of life, attractions of the region, and the highly educated workforce. The professional services cluster includes jobs in fields which typically require higher education and training levels to provide services for clients in a range of industries. Within this cluster, back office functions in industries such as accounting, legal, human resources, and software support may be broken out as shared services. Building on the strengths of the large healthcare systems in and around the GWP region, there are also potential opportunities for professional services in healthcare such as customer service and telehealth. In a stress test of the regional workforce, the GWP region and labor shed have ample employment to offer a favorable candidate/opening ratio for all occupations. Looking ahead, professional services is expected to be a fast-growing cluster, projected to grow at an average annual rate of 0.9% over the next 10 years.

#### *Transportation, Warehousing, and Logistics*

The GWP's location and proximity to the Port of Virginia means a substantial amount of goods move through the region. The transportation, warehousing, and logistics cluster has experienced rapid growth since 2012, growing at an average annual rate of 5.9%. Logisticians, who analyze and coordinate acquisition, distribution, delivery, and disposal of resources for firms, is also one of the fastest growing high-wage occupations in the GWP region. Though the warehousing and storage industry pays below-average wages, overall, the cluster pays above-average wages. Stakeholders also report a need for refrigerated or climate-controlled warehousing and transportation (a higher-paying industry), which has grown at an annual average rate of 12.5% since 2015. In a stress test of the workforce, the region and labor shed demonstrate ample supply for all occupations, including more than 80 potential candidates for each heavy and tractor-trailer truck driver opening. The typically lower entry-level training requirements and soft skills required for some jobs could also provide opportunities for displaced hospitality workers as the region recovers from the COVID-19 pandemic. Looking ahead, the cluster is expected to continue to grow at an average annual rate of 0.5% over the next 10 years, on par with the average 0.5% growth across all industries in the region.

#### *Food and Beverage Manufacturing*

Food and beverage manufacturing has long been a strength of the GWP region, with prominent manufacturers including Anheuser-Busch, Ball Metal, Owens-Illinois, and Printpack. The cluster includes industries involved in the production and processing of food and beverage items and containers, and is closely tied to transportation, warehousing, and logistics in the GWP region. The growing number of breweries also contributes to the region's tourism and quality of life for residents. Workers in this cluster are highly productive, producing an estimated \$460,733 in economic output (sales) per worker, compared to \$439,361 on average in Virginia and \$425,778 in the nation. Industries benefit from a shared pool of workers and streamlined movement of input and outputs, and glass and glass product manufacturing is more than eight times as concentrated and beverage manufacturing is more than five and a half times as concentrated within the GWP region than in the nation. Training programs from local secondary and postsecondary institutions provide a talent pipeline of workers with skills suitable for manufacturing, including mechatronics, mechanic and repair technologies/technicians, and engineering technologies. In a stress test of the workforce, the GWP region and labor shed have more than ample supply of all occupations typically needed for this cluster. Looking ahead, employment growth in the cluster is expected to be stagnant in the long run, compared with forecast declines in manufacturing across the nation due to automation within the sector.

#### *Information and Emerging Technologies*

The GWP region has several opportunities in information and emerging technologies as an emerging cluster in the region. These include unmanned systems, offshore wind power, and data centers. Development of unmanned systems, including drones, is bolstered by the GO Virginia grant funds awarded for design and infrastructure plans for an unmanned systems facility in the GWP region. Drones may also be used to inspect and maintain offshore wind turbines, and this cluster is closely aligned with targets at the regional and state levels. The region has ample supply of software developers, industrial engineers, and aerospace engineers, and growth in this cluster may assist in retaining tech graduates from regional training programs to live and work in the GWP area.

Offshore wind is expanding rapidly nationwide and received an additional boost from the Biden administration's proposal to double offshore wind power generation by 2030. In Virginia, the Hampton Roads Alliance, Port of Virginia, and Dominion Energy are already investing in developing a hub for offshore wind. Competitive advantages in the race to develop offshore wind include the existing shipbuilding industry and maritime workforce, port infrastructure, geographic location, and projects already in progress. The GWP region has one site which could potentially host an offshore wind turbine, but the greater opportunity for the region is likely in maintenance and repair services, including a potential niche in manufacturing smaller components. Uncovering and taking advantage of these opportunities will be facilitated by a closer partnership with the Hampton Roads region's offshore wind efforts.

Data centers, which provide a dedicated space for storing, processing, or distributing large amounts of data, generate relatively fewer jobs but can generate substantial tax revenue through construction and operation. Close proximity to the transatlantic cables anchored in Virginia Beach provides an advantage for the GWP region, and as data security is increasingly important, the region has a competitive advantage in its cybersecurity workforce. The concentration of industry security analysts was previously noted, and regional training programs include cyber apprenticeships and Thomas Nelson Community College's cyber defense program. In a stress test of the labor force, the GWP region and labor shed would be moderately well-prepared for an expansion of unmanned systems and offshore wind, and very well-prepared for a data center expansion.

#### *Defense*

The military presence in the GWP region attracts defense contractors and provides a supply of talented veterans who exit the military into the region. The cluster generates significant economic activity through contracting, employed civilians, and enlisted military—in fiscal year (FY) 2018, contracts performed in the GWP region reached more than \$249 million and supported more than 2,100 jobs. The defense cluster can cross many different industries; to limit the scope for this analysis, Chmura focuses on defense subcontracts which are performed for prime contractors in the labor shed region. In FY2018, more than \$615.9 million in subcontracts were issued from prime contractors in the labor shed region, and 27.9% went to subcontractors also within the labor shed. Top subcontractor industries include architectural, engineering, and related services; electrical equipment manufacturing; machine shops; and other fabricated metal product manufacturing. There is also some overlap with industries in other clusters, such as unmanned systems, cybersecurity, and consulting services. In further developing the defense cluster in the region, GWP can align with national defense priorities and the needs of contractors to reduce foreign dependence, increase production capacity, diversify the defense industrial base (which may depend on one available supplier for key components) and reduce transportation costs with subcontractors closer to primes in the region. In a stress test of labor availability, the GWP region and labor shed have ample supply of workers for this cluster, including high-wage opportunities for electricians, plumbers, civil engineers, and machinists.

#### *Tourism*

Tourism remains an important cluster in the GWP region and is expected to continue to do so in the future. Williamsburg's tourism brand is strong, but stakeholders also emphasized the need for innovation within tourism, including training for restaurant management to grow the region's dining attractions, and sports tourism as a new market. The assets that make the region attractive for tourists should also be leveraged to market to workers in other target industries, such as professional services. Workers with strong soft skills in the hospitality industry who have lost jobs due to the pandemic may also be able to find opportunities in other clusters where those skills are valued. For example, computer user support specialists typically require short-term on-the-job training, and provide a pathway through local workforce development and training providers to build a career in information technology.

#### *Alignment with Partners*

These target clusters are also aligned with targets from other regional organizations and studies. Aligning GWP recommended targets with similar targets at partner organizations will allow the region to partner with these entities and share the success of investment in marketing, incentives, and workforce and education alignment, while preserving a niche for attraction and expansion in the GWP region. Note that in the previous study there was significant overlap in the definitions for food and beverage manufacturing and transportation, warehousing, and logistics; as well as between defense and advanced materials and components.



### Alignment of Targets with Other Regional Organizations and Studies

Greater Williamsburg Partnership	Virginia Economic Development Partnership	GO Virginia Region 5	Virginia Career Works Hampton Roads	Virginia Career Works Greater Peninsula	GWP 2016 Target Sectors Study
Professional Services	Corporate Services	N/A	Healthcare and Biotechnology	Business and Consulting Services	Professional and Technical Services
Transportation, Warehousing, and Logistics	Supply Chain Management	Logistics/Port Operations/Warehouse using	Transportation, Warehousing, and Distribution	Port Operations; Logistics and Warehousing	Food and Beverage
Food and Beverage Manufacturing	Food and Beverage Processing	Advanced Manufacturing	Manufacturing	Food and Beverage Manufacturing	Food and Beverage
Information and Emerging Technologies	Information Technology	Cybersecurity/Data Analytics/Model-Sim	Information Technology	Information Analytics and Security	Professional and Technical Services
Unmanned Systems	Unmanned Systems	Unmanned Systems and Aerospace	Information Technology	Information Analytics and Security	N/A
Offshore Wind	Manufacturing	Advanced Manufacturing	Information Technology	Information Analytics and Security	N/A
Data Centers	Data Centers	Cybersecurity/Data Analytics/Model-Sim	Information Technology	Information Analytics and Security	N/A
Defense	Advanced Materials; Unmanned Systems	Shipbuilding and Repair	Manufacturing	Ship Building and Repairing and Boat Building	Defense; Advanced Materials and Components
Tourism	N/A	N/A	Hospitality	Tourism and Recreation	Tourism

### Opportunities and Recommendations

To refine the opportunities within the target clusters, Chmura's climate-capabilities matrix compares the strengths and weaknesses of industries in the region with national trends. This data-driven approach compares the industries relative to each other to identify those with the greatest potential for growth given national and global trends (measured by the Climate Index) and given the strengths and specializations of the GWP region's industries (measured by the Capabilities Index).

The variables used in the External Climate Index represent the environment for growth in the nation and internationally. These include:

- Projected output growth in the next 10 years
- Export growth over the last 10 years
- Research and development (R&D) spending as a percent of total sales
- Venture capital investment
- Industry output (sales) multiplier

Export and output growth measure economic performance, while R&D and venture capital spending represent innovative potential of the industries. The output (sales) multiplier estimates how growth in these industries may ripple through the economy in terms of additional employment and sales in related industries.


The variables in the Greater Williamsburg Capabilities Index reflect the performance and potential of each industry within the GWP region. These include:


- Industry concentration (LQ) and change in LQ
- Employment growth
- Relative wages and wage growth
- R&D federal contract spending
- Patents
- Industry output (sales) multiplier
- VEDP site characterization score


The region's industry concentration, employment, and wages show economic performance as well as alignment to industry diversification goals and targets which pay above-average wages. R&D federal contract spending and patents indicate investments in innovation which may pay off in future growth and greater revenue due to competitive advantages. Site characterization scores were


provided for 13 sites within the GWP in a recent analysis conducted for the Virginia Economic Development Partnership (VEDP). The sites were scored in terms of suitability by broad sector (summary scores by site and sector are provided in the Appendix of the full report). Chmura translated these scores into the relevant North American Industry Classification System (NAICS) codes to score each industry in this index in terms of availability of suitable sites in the region.

Results of the index are summarized in Figure 3, where the size of the circles represents total employment.

 Industries in the top right quadrant of Figure 1 enjoy both favorable external climates and high capabilities in the GWP region, suggesting those industries are **poised for growth**. Four of the strongest industries in this quadrant are in the professional, scientific, and technical services sector, specifically computer systems design and related services; management, scientific, and technical consulting services; scientific research and development services; and architectural engineering, and related services. Manufacturing industries in this quadrant include aerospace product and parts; other electrical equipment and component; beverage; and navigational, measuring, electromedical, and control instruments. Specialized freight trucking is also in this quadrant, which is related to the transportation, warehousing, and logistics cluster.

 Industries in the top left quadrant have favorable external climates but low capabilities in the GWP region, representing potential **future growth industries with an opportunity to capture the favorable external climate but also likely increased competition nationally**. Data processing, hosting, and related services, the industry under which data centers are typically classified, is at the top of the quadrant, driven by a high national climate score. Other top industries include software publishers; animal food manufacturing; other food manufacturing; general freight trucking; and machine shops, turned product, and screw, nut, and bolt manufacturing.

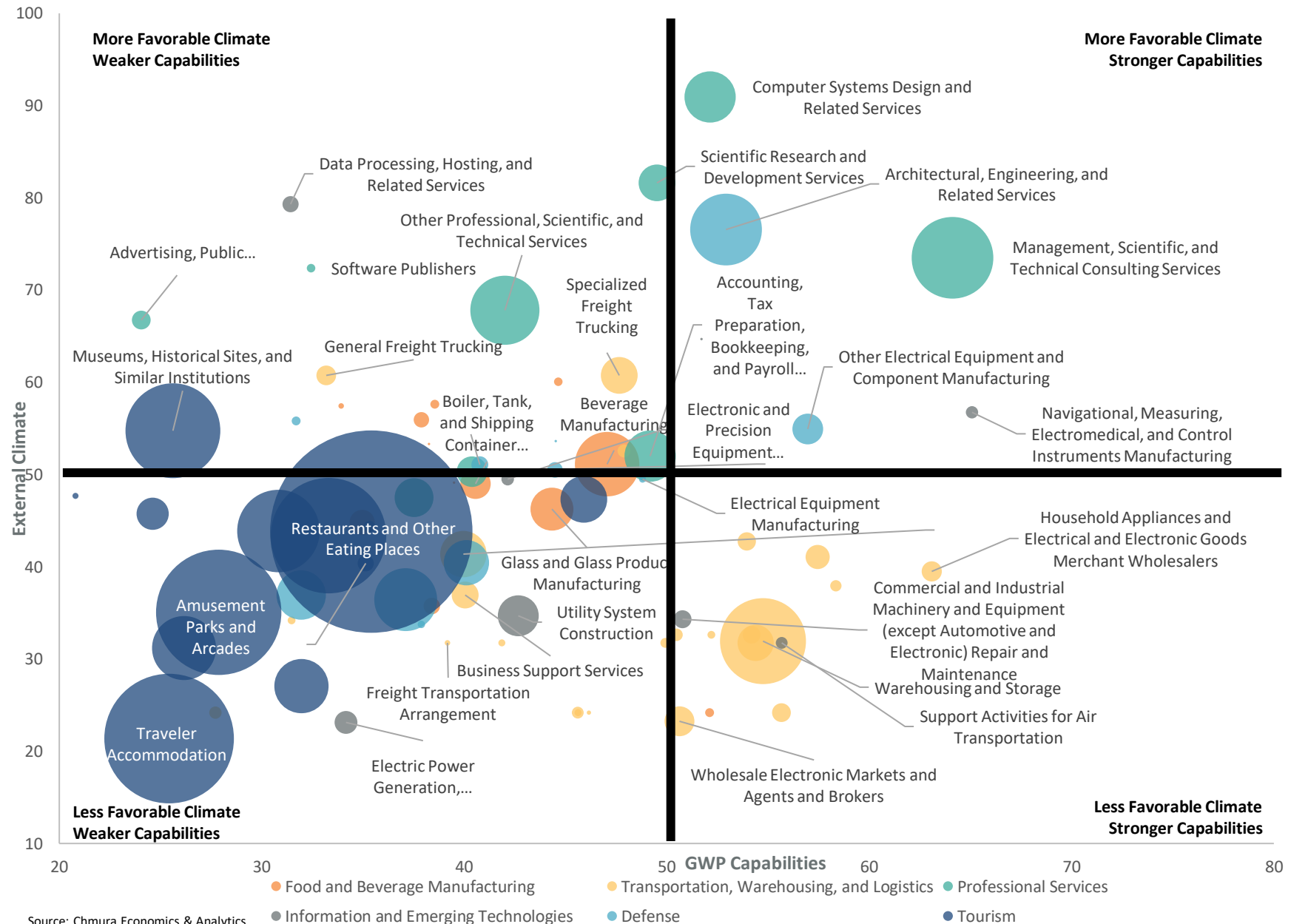
 The lower right quadrant contains industries with less favorable external climates but stronger capabilities in the GWP region. Industries in this quadrant might be expected to have a stronger incentive to diversify due to the less favorable external climate, and diversification efforts may focus on **increasing market share nationally and expanding current strong capabilities** into innovative new areas. Industries in this quadrant include machinery, equipment, and supplies merchant wholesalers; warehousing and storage; and support activities for air, road, and rail transportation.

 Finally, industries in the lower left quadrant have both less favorable external climates and lower capabilities in the GWP region, suggesting a **greater potential need for innovation and diversification assistance**. Most of the tourism-related industries fall into this quadrant, along with plastics product manufacturing, semiconductor and other electronic component manufacturing, freight transportation arrangement, business support services, and communications equipment manufacturing.<sup>3</sup>

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<sup>3</sup> This analysis necessarily excludes some additional factors which may affect the outlook for some industries. For example, semiconductor and other electronic component manufacturing is impacted by federal regulations on the production of sensitive supplies for defense products. The CHIPS for America Act, though not yet law, is expected to provide more than \$22.8 billion in aid to secure supply chains by supporting semiconductor manufacturing and R&D. Source: <https://www.reuters.com/article/us-usa-semiconductors/u-s-lawmakers-propose-22-8-billion-in-aid-to-semiconductor-industry-idUSKBN23H39M>

Figure 3: GWP Climate-Capabilities Matrix



Source: Chmura Economics & Analytics

**ITEM SUMMARY**

DATE: 4/20/2021

TO: The Economic Development Authority

FROM: Christopher Johnson- EDA Secretary

SUBJECT: Director's Report

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**ATTACHMENTS:**

	Description	Type
	Director's Report	Exhibit

**REVIEWERS:**

Department	Reviewer	Action	Date
Economic Development Authority Clerk	Sipes, Kate	Approved	4/13/2021 - 2:28 PM

## MEMORANDUM

DATE: April 20, 2021

TO: The Economic Development Authority

FROM: Christopher M. Johnson, Director of Economic Development

SUBJECT: Director's Report, March-April 2021

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**Greater Williamsburg Small Business Relief Fund** - Staff continues to support the Board of Supervisors' allocation to the Greater Williamsburg Small Business Relief Fund. The allocation has directly supported around 130 County businesses. Staff is engaged in discussions with Williamsburg Community Foundation and Virginia 30 Day Fund staff regarding updates to the program to utilize the remaining funds.

**Community Economic Development Award** - Staff won a Community Economic Development Award from the Virginia Economic Developers Association (VEDA) for its partnership with the Greater Williamsburg Partnership, Williamsburg Community Foundation, and Virginia 30 Day Fund.

**Greater Williamsburg Partnership (GWP)** - Staff participated in a webinar about the updated Greater Williamsburg Target Sector. Staff also participated in the monthly meeting with GWP and staff from the City of Williamsburg and York County.

**Existing Industry Visits** - Staff participated in a virtual meeting with Navien, Inc. and has been working with the Virginia Economic Development Partnership to schedule calls with several local industries.

**Fort Eustis Tour** - The Fort Eustis Civic Leaders Association (ECLA) hosted a tour for James City County (JCC) Administration. The purpose of the visit was to discuss future partnership opportunities between ECLA and JCC.

**James City County Budget Process** - The [proposed James City County FY2022 budget](#) has been released.

**James City County Marina** - Staff continues to support Parks & Recreation with projects at the James City County Marina and at Jamestown Beach Event Park.

**James River Commerce Center Site Readiness** - Staff continues to engage in meetings with prospects for the James River Commerce Center including an expedited review meeting with Community Development staff and the new owners of 1700 Endeavor Drive.

### **Regional Events/Initiatives:**

- Staff participated in the 2021 virtual VEDA Spring Conference.
- Staff participated in the first Start Peninsula Micro Pitch Competition on March 18.
- Staff participated in the Williamsburg Area Restaurant Association annual meeting.
- Staff participated in the one planning meeting for 2021 Home-Based Business events.
- Staff has participated in multiple conference calls and webinars including:
  - ImpactED sessions from the VEDA;
  - Small Business Development Center webinar on Restaurant Revitalization Fund;
  - U.S. Travel webinar: Consumer Attitudes, Priorities and Trends for the Year Ahead;
  - Virginia Peninsula Chamber of Commerce webinar: 757 Vision Series - Open for Business in the 757 - Hospitality & Restaurants;
  - Williamsburg Area Arts Commission Spring Forum
  - Webinar: Culinary Lens on Agritourism.

**News:**

- Billsburg Brewery received a [Tripadvisor accolade](#), "Travelers' Choice 2020."
- The Williamsburg Winery's 2019 Wessex Hundred Chardonnay received a [Gold Medal](#) in the San Francisco Chronicle Wine Competition.
- The first set of [finalists](#) for the 2021 Start Peninsula were announced following an online micro pitch competition held on March 18.
- The National Park Service at Colonial National Historical Park will close the Colonial Parkway to vehicle access between Highway 199/Kingspoint and Route 359 at Jamestown beginning at 7 a.m. on Friday, April 23 and ending at 8 p.m. on Sunday, April 25 for the [2021 Pedal the Parkway](#).

**Upcoming Dates:**

- **Start Peninsula Micro Pitch Event #2** on April 21 at 6 p.m.
- **Ribbon Cuttings:** Saving Grace Home Care on April 22 at 4 p.m.; Peek of Joy 3D Ultrasound and Spa on April 30 at 12 p.m.
- **Pure Silk Championship at Kingsmill** on May 20-23.

CMJ/md

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