At a Special Meeting of the Board of Supervisors of Warren County held in the Warren County Government Center on January 8th, 2026, at 7:00 PM

Present – Warren County Board of Supervisors and County Staff: Tony F. Carter (Happy Creek District); John W. Stanmeyer, (Shenandoah District); Cheryl L. Cullers, (South River District); Hugh B. Henry, (Fork); Richard A. Jamieson, (North River District); also, Bradley N. Gotshall, County Administrator; Jason Ham, County Attorney; Chase Lenz, Zoning Administrator; Zach Henderson, Deputy Clerk to the Board of Supervisors.

Call to Order:

Mr. Gotshall called the meeting to order at 7:00 PM with an opening prayer from Randy DeSantis.

Election of Officers: (Chair and Vice Chair):

Mr. Gotshall called for nomination for the position of Chair; Mr. Henry nominated Ms. Cullers and Mr. Stanmeyer nominated Mr. Carter. With the following roll call, the Board of Supervisors appointed Ms. Cullers for the position of Chair.

Dr. Jamieson, Tony Carter; Mr. Stanmeyer, Tony Carter; Mr. Henry, Cheryl Cullers; Mr. Carter, Cheryl Cullers, Ms. Cullers, Cheryl Cullers.

Mr. Gotshall then called for nomination for the position of Vice Chair; Mr. Henry nominated Mr. Carter. There were no additional nominations. With the following roll call, the Board of Supervisors appointed Mr. Carter for the position of Vice-Chair.

Dr. Jamieson, Aye; Mr. Stanmeyer, Aye; Mr. Henry, Aye; Mr. Carter, Aye, Ms. Cullers, Aye.

Adoption of Agenda – Additions or Deletions:

Mr. Henry suggested flipping the Public Comment Period and the Adoption of the 2026 Policy and Procedures due to constituent correspondence wishing to speak on this item prior to its approval.

On a motion by Mr. Henry, seconded by Mr. Stanmeyer, and the following vote, the Board adopted the agenda as amended.

Dr. Jamieson, Aye; Mr. Henry, Aye; Ms. Cullers, Aye; Mr. Carter, Aye; Mr. Stanmeyer, Aye

Public Comment Period for Items on the Agenda:

1. **Aileen Dierig –** commended the community for their work and support in the community for Samuel's Public Library, and voiced her support for their programs and services, and called for the Board to disband the Library Board and negotiate a new Memorandum of Understanding with them.
2. **Lewis Moten –** commented on the authorization to advertise for the sale of county owned property and emphasized the hope that when the public hearing is held it includes clear and contextual information on the lot, its history, current conditions, and a valuation analysis based on current assessments with a public explanation that address how the valuation was determined.
3. **Amy Ratliff –** stated that she is proud that she was able to be part of the election process of the two new board members and emphasized that more work needed to be done for Samuel's Public library and called for the board to disband the library board and enter into new talks with the library itself.
4. **Colleen Snyder –** voiced her support to disband the Warren County Library Board and thanked everyone who support Samuel's Public Library over the past few years and further expressed a hope that the relationship between the County and the library can be repaired with the two new board members.
5. **John Cermak –** congratulated the board and expressed the hope that they would work together amicably and listen to the public and voiced his support for Samuel's Public Library.

6. **Clark Donley –** discussed some of the proposed changes to the meeting policy and procedures such as adopting Robert's Rules of order and the Clerk being the parliamentarian. He expressed his concerns by stating Robert's Rules would enable minority votes to obstruct majority action and would silence the voters who have elected the new majority due to the 2/3rds votes that rules require. He additionally stated that the issue of parliamentarian could compound the issue and stated that it was not appropriate for the administrator to fill that role.
7. **Edwin Wright –** expressed his concerns about the proposed road naming off Gooney Manor Loop regarding E-911 safety and ambiguity, emphasizing that it may be misleading for emergency services, deliveries, tourists being misdirected given similarly names locations close by.
8. **John Jenkins –** spoke critically of the Warren County Library Board and voiced his support for its disbanding and also called for the money that had been reallocated from the library to other departments be returned back to the library so they could have operational expenses for the next six months.
9. **Jim Barnes –** voiced his support for repealing the Warren County Library Board and emphasized a distrust for Dr. Jamieson and certain policies he may be advocating for.
10. **Crystal Cline –** introduced Major Frank Myrtle as the new second in command for the Warren County Sheriff's Office and highlighted his 26-year law enforcement career, most of which was for the City of Winchester.

Adoption of the Board of Supervisors Meeting Policy and Procedures:

Ms. Cullers stated that there are three sets of proposed changes that were supplied by Mr. Carter, Dr. Jamieson, and Mr. Ham.

Mr. Ham stated that the red line changes are the ones that he suggested and that included the changes suggested by Mr. Carter with the exception that it changes the January 3rd meeting to 7:00 PM rather than 6:00 PM for the reason that the public hearings for that meeting have already been advertised. Mr. Ham then clarified that these changes will be effective immediately and such changes as the public comment period no longer being split will take effect at the next Regular Meeting because the current meeting is a Special Meeting.

Dr. Jamieson suggested that each person who suggested a change would introduce them. He then commented on the adoption of Robert's Rules of Order suggesting an amendment to use a majority instead of a 2/3rds vote. The intention for Robert's Rules being implemented was because they are the gold standard and universally known rather than specially devised. The idea behind the parliamentarian being the Clerk of the Board is that many people in their own organizations are parliamentarians and use Robert's Rules of Order and does not believe that it is a necessity for an attorney to be the parliamentarian given the high cost of having an attorney present for that purpose and function. Regarding the amendment to County Ordinances or Comprehensive plans or regulations, Dr. Jamieson further emphasized the intent and importance that the people of the County see that ordinances and people suggesting laws come from the Board rather than staff or in some cases from the County Attorney and be sponsored by members of legislation. In the matter of considering whether the County Attorney would attend meetings on an as needed basis, Dr. Jamieson stated that in Warren County's case, the Attorney is on a contract basis and travels a fair distance and approximately $25,000 to $30,000 is spent to have him at these meetings and there is not a clear participation and it would be a simplification and a cost saving measure if the Clerk if the Board were the parliamentarian. Furthermore, Dr. Jamieson stated that he believes that all public meetings shall begin in the public meeting venue and a motion to move into a closed session should be read from the public meeting venue before moving into the closed meeting.

Mr. Carter agreed with the closed session motion being read in the public venue prior to going in and voiced his support for closed sessions taking place first to offer time limitations. Mr. Ham stated that what had typically been happening more recently under his suggestion was putting in a closed session if needed an hour before the meeting because there was a time when something had come up at the last minute when it was too late to notice for the Board to meet earlier.

Mr. Ham then commented on Robert's Rules of Order stating that it is not the gold standard and none of his clients use it, and that there are numerous things that are not consistent with Virginia law. He provided examples that are inconsistent with FOIA such as, one member can get anything voted on, closed meeting rules, electronic meeting rules, meetings in writing, and the ability to rescind by a majority vote but if it is called a reconsideration then there is a different rule. He emphasized that it is an ever-changing document, and his firm does not recommend the adoption of Robert's Rules, and the 14 pages of procedural rules are adequate. He then commented on the $25,000 to $30,000 for him to attend the meetings and stated that his firm does not charge for travel, charges $197.00 an hour for his time at these meetings, or if approximately 24 hours of meetings per year equating to about $5,000 per year, and that there have been numerous occasions where there has been lack a if clarity in a motion that might have been made and would consider that an "ounce of prevention versus a pound of cure."

Ms. Cullers stated for her clarification and the public's that when the packet is posted the closed session motion is clearly written so that everyone can see what we are going under closed session for and the section etc. and given the agenda publication dates on the Thursday prior to the meeting, anyone is able to reach out and ask for more detail and rationale.

Mr. Henry stated that if the Board knew a closed session would be lengthy then it would make sense to start it earlier, but in the few times a closed session was called when he served on the planning commission, they were approximately 5-10 minutes. Mr. Henry then commented on the order of the items, emphasizing that before his time on the Board it was easy to get lost in the agenda due to the public hearings causing the meeting to stop regardless of the item to accommodate the advertised start time for the hearings. He then suggested advertising the Public Hearings to start at the time of the meeting and that will give ample time for the Board to get through the first few items and have the public comment period not interrupted halfway through by the public hearings. Additionally, he suggested moving the Board reports toward the very end of the meeting, this helps him to focus on the public hearings and gives him the ability to address the public comments afterwards.

In regard to closed sessions, Mr. Stanmeyer stated that he does not believe it needs to be thought of in terms of what time, and the Board can do everything on the same time table and even have a closed session scheduled for 5:00 PM and then the regular meeting at 6:00 PM and still go into closed out in the Board Room public venue, and people have the ability to see the reading in and vote in person. Additionally, Mr. Stanmeyer stated that having someone on the Board sponsor any comprehensive plan change or text amendment to a County ordinance is a good idea, emphasizing that it does not mean that the administration and staff can't take the lead on coming up with ideas but they need to find at least one person on the Board who is in support of it and that will create some accountability and take lead on legislative matters.

Mr. Carter asked in regard to who can add items to the agenda what the current policy is regarding the general population. Dr. Jamieson stated that he is unsure of a policy that determines what can be added but what he is specifically referring to is sponsorship for if it's an ordinance, comprehensive plan regulation or anything that impacts every citizen.

Mr. Henry stated that he feels like it blocks the applicant and while a CUP is not a suggested item for Board sponsorship, a lot of CUP's have some details added to the general ordinance to allow that CUP and that is a text amendment and that applicant is paying the money to bring it up for the Board to vote on, and further expressed a concern that if a Board member has to sponsor it just to get it through, once it arrives at the Board, that member may not want to vote for it, and should not be obligated to.

Ms. Cullers commented on the fact that the Board gets a package with items and information that have gone through the planning process and the current process is a relationship between planning staff and the legal staff looking at the information to make sure they are correct and legal, and said that it makes her uncomfortable that she will be getting too "down in the weeds" and will have a personal bias if the Board is involved from the very beginning.

Mr. Carter asked if there is anything policy-wise regarding citizens wanting items added to the agenda. Mr. Ham stated that any two Board members can put anything on the agenda, otherwise the clerk in coordination with the chair sets the agenda. Dr. Jamieson stated that he is not referring to who can put something on the agenda, rather he stated that if the laws of the County are changed, then someone on the Board would sponsor that change.

Ms. Cullers stated that she will be going down the list of proposed changes so that everyone has an opportunity to comment on them and began with the approval of Robert's Rules of Order. She stated that she had googled how many counties in Virginia used it and per that search, it is not a general use. She then asked for comments regarding the Parliamentarian being the Clerk. Mr. Henry stated that he would feel more comfortable with legal present at any voting meeting and would rather lend to Mr. Ham's legal experience. Mr. Carter stated that he is unsure whether the Board has ever adopted Robert's Rules of Order but a lot of what the Board does is based on that and believes that the policies and procedures being discussed are changeable. Dr. Jamieson suggested, based on the conversation and Board consensus, to not adopt Robert's Rules of Order, not having the clerk as the parliamentarian, nor having legislative sponsors.

Mr. Carter stated that he believes everyone agrees that having one public comment period in the beginning of the meeting is more ideal than having them split into two portions, and for the meetings to start at 6:00 PM and have public comment soon after with the public hearings set to begin at 7:00 PM. Mr. Henry suggested swapping the start times for public comment and public hearings to prevent having to move through the agenda out of order should the public comment period not have many speakers. Mr. Gotshall then suggested having the Public Hearings advertised for 6:00 PM since the Board can start the hearings later than that time but not earlier.

Mr. Carter then commented that during previous Boards, a daytime meeting beginning at 9:00 AM was held that was meant to take care of "house cleaning" items and there were to be no public hearings, emphasizing that this will be beneficial for staff to give their reports so they do not have to stay here until odd hours and the main focus is to have reports from outside agencies such as DSS and VDOT. Additionally, the meeting would not start at 9:00 AM but would instead start at 1:00 PM and could possibly have work sessions after the fact. Mr. Henry voiced his support for day meetings, however, if the Board anticipated a large item for a public hearing, a special meeting should be called to accommodate that.

Dr. Jamieson stated that there is a change in the consideration of motions in Section 3-14, based on his understanding with the way it was written, the intention is to prevent whip sawing of resolutions or ordinances and create a stability factor. This language states that, "any motion resolution or ordinance or question that has been announced may be reconsidered only once per calendar year on the motion of any member that voted with the prevailing side," and later states, "a motion by a member of the non-prevailing side will not be considered for a period of one calendar year from the original vote.," and asked Mr. Ham the reason for this change.

Mr. Ham stated that he does understand the whipsaw effect and that when there are new board members who were neither on the prevailing side nor the non-prevailing side, they should have the opportunity to bring those items up again. He then emphasized that there has been a major political change primarily over one particular issue and can foresee this section being used to prevent any of the changes that have happened in the last year with respect to that issue. It has broadened who can reconsider motions to include new members, and was intended to stop people who voted against something from perpetually binging it up again.

Dr. Jamieson then asked in correlation to the reconsideration that is scheduled for this meeting, if this is a suggested change that has been made to other jurisdictions that you represent. Mr. Ham stated that he would always recommend that a new Board member not be prohibited from undoing things that they have been voted into office, and this would apply to everything, and emphasized that to have a procedural rule that would stop a newly elected public official from doing anything that the old Board did within a year does not feel democratic. Additionally, this will not be constrained to a calendar year but one year from the original vote.

Regarding the prevailing versus non-prevailing vote, Mr. Stanmeyer asked how votes are considered for members who abstained or were absent. Mr. Ham stated that this could be addressed in any way the Board wishes and could have it where an absent member is allowed to bring up items again, or not. Mr. Stanmeyer stated that he would think it would be the non-prevailing side; Mr. Carter and Mr. Henry agreed.

Mr. Ham stated that the overall motion would be to adopt the meeting policies and procedures as presented by the County Attorney with the following changes: Public Comment Period shall be item C, and followed by Public Hearings for night meetings as item D, Section 3-14 at the end would add an absent or abstaining member shall be deemed a member of the non-prevailing side, and the inclusion of Mr. Carters suggestions except for the timing of the January 20th meeting being at 7:00 PM due to the prior advertisement of those public hearings, and the change that there is no first regular meeting on the first Tuesday in July.

On a motion by Mr. Henry, seconded by Mr. Carter, and the following vote, the Board approved the meeting policy and procedures as amended.

Mr. Stanmeyer, Aye; Mr. Carter, Aye; Ms. Cullers, Aye; Mr. Henry, Aye; Dr. Jamieson, Aye

<u>Board Reports:</u>

- **Mr. Henry reported the following:**
  - Thanked everyone tonight for their hard work and for the audience's patience and further thanked the supporters he had for his election and expressed the hope to move forward productively.
- **Dr. Jamieson reported the following:**
  - Stated that to his knowledge, the bank reconciliations are ready for the auditors to meet their January 12th appointment.
- **Mr. Carter reported the following:**
  - Thanked his supporters during the election and expressed the hope that the Board can move forward and emphasized the amount of work that needed to be done.
  - Spoke to Mr. Gotshall about the possibility of a work session to discuss board goals and prioritization such as Economic Development, Capital improvement, the fiscal impact model etc.
  - Suggested inviting Ms. Oates to attend one of the meetings when the goals are discussed
- **Mr. Stanmeyer reported the following:**
  - Attended a Capital Improvement Plan meeting at the Airport and there was a list of projects such as box hangars, runway overhaul, taxiway overhaul etc. and emphasized the grants that have been approved but have expiration dates if not acted upon by the end of the fiscal year.
- **Ms. Cullers reported the following:**
  - Commended Sheriff Cline and her staff who put on a dinner for staff and retirees
  - Attended the Coffee and Conversations event where Mayor Cockrell was the guest speaker
  - Addressed social media comments regarding trash along the roadways and stated that one of the largest issues if the failure to secure the loads for travel and offered free cargo nets from a box that was brought to the meeting.
- **Mr. Gotshall reported the following:**

  - In regard to Mr. Carter's comments about Board goals, stated that there is a Board advance that is included in the upcoming administrative budget for that purpose, and has plans to hold a quarterly legislative round table which may include Delegate Oates and Senator French.
  - Meetings with department heads regarding their budget are continuing and had a meeting with Dr. Wright this morning regarding the budget process for the school's
  - Concluded interviews for the position of Planning & Zoning director and are currently in negotiations with a candidate.
  - CC asked Brad to have the department heads present to the BOS.
  - Read the NVD article about the audit and safer grant, needs to have a retraction because the info is incorrect.
- **Mr. Ham had no report**

Ms. Cullers stated that after speaking with some of the other supervisors, the Board would like the department heads to present their budgets to the Board for themselves so they may be able to have questions answered with them directly. Mr. Gotshall stated that he will amend the budget calendar based on their schedules and get the Board and update.

Additionally, Ms. Cullers stated that a retraction may be needed in a recent article from the Northern Virginia Daily, pertaining to the safer grant for Fire & Rescue and the Sheriff's Department that indicated that the safer grant was not given due to the issues with the audit. She emphasized that there is nothing that would indicate the audit having anything to do with the County not receiving the grant and asked for that correction to be made.

Mr. Gotshall stated that what he had written in that report had indicated that an inference had been made by a federal employee on Warren County's grant application and that employee believed that one potential reason for the County not receiving the Safer grant was due to the audit situation. His report did not say that was emphatically the reason, but it was an inference made by a federal employee.

Mr. Henry commented that per the language in the article and the way it was printed it seemed as if Mr. Gotshall had been quoted as having factual information and emphasized his support if there were actual tangible proof that the information is factual, and that it is "bad press" if that information is not there.

Mr. Gotshall read directly from his report by quoting, "though not officially stated by the Federal Government, County staff through casual conversations with some in the know, were told that we were not awarded the grant due to our outstanding audit delay. While this is anecdotal, it is worth reporting here." He further stated that he was not reporting any official government statement or grant denial letter, but rather a casual conversation.

Mr. Carter commented on the budget meeting schedule and asked for clarity on the dates of March 4th through 6th from 9:00 AM – 5:00 PM that currently state, "staff availability for independent Board of Supervisor review" and asked Mr. Gotshall what he envisioned for that.

Mr. Gotshall stated that during that time period, staff would basically block their calendars to allow for walk-in appointments with members of the Board of Supervisors to go through their budget proposal at their leisure. Additionally, Mr. Gotshall commented on a policy regarding a partner agency threshold of $25,000 dollars, anything less than that total the agency would simply make the request into the administrative proposal, whereas anything more than $25,000, those agencies would come in and present their proposal to the Board. The goal of this policy and budget process is an attempt to get the board to think about strategy and long-term plans and prerogatives.

Approval of Minutes - December 9th, 2025:

On a motion by Mr. Henry, seconded by Mr. Stanmeyer, and the following vote, the Board approved the minutes for December 9th, 2025, as presented.

Dr. Jamieson, Aye; Mr. Henry, Aye; Ms. Cullers, Aye; Mr. Carter, Abstain; Mr. Stanmeyer, Aye

__Unfinished Business:__

R2023-07-01 - Tax Map #12---------9, 12---------6, and 4--------41 - Rezoning from Agricultural (A) to Industrial (I) and Commercial (C):

Mr. Lenz stated that the Board of Supervisors held a public hearing for this rezoning request on Tuesday, December 9th, 2025, and the applicant had submitted a letter dated December 1st, requesting the public hearing be held on the 9th but for the Board's decision to be tabled until the first meeting of January for taxation purposes.

On a motion by Mr. Henry, seconded by Mr. Stanmeyer, and the following vote, the Board accepted the proffers dated December 9th, 2025 and approved the request to change the zoning map classification of tax map #12-6 and tax map #4-41 from Agricultural (A) to Industrial (I) and of tax map #12-9 from Agricultural (A) to Commercial (C).

Mr. Stanmeyer, Aye; Mr. Carter, Aye; Ms. Cullers, Aye; Mr. Henry, Aye; Dr. Jamieson, Aye

__New Business:__

Consent Agenda:

1. Citizen Reappointment - Robert Myers to the Warren County Planning Commission (Happy Creek)
2. Citizen Reappointment - Paul Barnhart to the Warren County Planning Commission (Fork)
3. **New Road Naming Request for properties accessed off of Gooney Manor Loop. (removed for discussion)**
4. Authorization to Advertise for Public Hearing - Sale of County-Owned Real Property
5. Authorization to Advertise - Ordinance Repealing Chapter 7 for the formation of a Warren County Library Board

Mr. Stanmeyer and Mr. Henry both stated that they would like item #3 "New Road Naming Request for properties accessed off of Gooney Manor Loop: removed for discussion.

On a motion by Mr. Henry, seconded by Mr. Stanmeyer, and the following vote, the Board approved the consent agenda as amended.

Dr. Jamieson, Aye; Mr. Henry, Aye; Ms. Cullers, Aye; Mr. Carter, Aye; Mr. Stanmeyer, Aye

New Road Naming Request for properties accessed off of Gooney Manor Loop.

Mr. Henry stated that the board had received an email from Mr. Edwin Writt expressing his concerns for E-911 responses and recommended that a new name is needed and suggested picking a name that will be less confusing due to similar names for nearby landmarks.

Mr. Stanmeyer agreed and further emphasized that the applicant seemed amenable to other options, then suggested tabling to allow Planning to take the appropriate steps.

On a motion by Mr. Stanmeyer, seconded by Mr. Henry, and the following vote, the Board tabled this item and sent it back to Planning.

Mr. Stanmeyer, Aye; Mr. Carter, Aye; Ms. Cullers, Aye; Mr. Henry, Aye; Dr. Jamieson, Aye

Reconsideration of Resolution — Legal Services Transparency and Review Policy:

Mr. Carter stated that he thought this was worth looking at again and emphasized that the Board always wants to be transparent and the Board needs to have as much discussion in public as possible and limit the number of closed sessions that are unnecessary. Regarding the specifics as far as going into a closed meeting, Mr. Carter stated that you can only be as specific as FOIA allows and gave two examples being personnel matters and negotiating with a prospective industry when incentives are being discussed and the possibility of non-disclosure agreements etc. Mr. Henry agreed and stated that the power is still with the vote, if a Board member is uncomfortable with going into a closed session, then they can vote not to and that a resolution is not needed to not go into closed.

Dr. Jamieson stated that the policy is three principal categories. The first is the idea of written work and that it's a right for citizens to know what the legal basis for our decisions are, and all of FOIA is orientated towards exposing the deliberation process and legal reasoning to the Board and citizens. He then provided an example of the text amendment regarding agrotourism regulation, and there was no legal basis or rationale to educate the Board about what the purpose of it was and why it was necessary. Anytime the Board needs to modify an ordinance, text amendment, or create a law, the FOIA Law is intended to have that deliberation take place in public with the very narrow exceptions offered by FOIA. Regarding the closed sessions, he had voted against them on two occasions, once for agrotourism, and once for a discussion on the well water ordinance and in both cases the specific legal matters clause was used, and where the statue itself allows for closed sessions for specific legal matters, it does not say what specific legal matters are. However, the FOIA counsel does specifically define transactions and disputes. He then emphasized that this is not binding and all that it is doing is putting what the FOIA Council has stated as part of what the board would consider before going into closed session. Additionally, if the Board spends hundreds of thousands of dollars on legal services, the policy will break down those categories and the board would start to understand what level of services are being received and the specifics on what the money is being spent on such as litigation, text amendments, contract reviews etc.

Mr. Carter asked about the dollar amount for legal services and what it encompassed, if it is inclusive of Mr. Ham's services as well as the paralegal that is on staff and CPMT's legal services. Dr. Jamieson stated that the idea of legal reporting on legal costs is not just the attorney, but it's what the county's legal costs are overall, and the numbers he used in comparisons were the line items for legal costs in the county budgets being looked at. Mr. Carter agreed with getting a breakdown and emphasized when Mr. Ham's firm sends the County a bill, it's according to hours spent and that is something that staff could provide on a quarterly basis.

Ms. Cullers stated that she visited the paralegal regarding the budget and what it includes and if she keeps a record of those expenditures and provided and invoice that goes from July 2021 to June 2022. The total for that period of time is $192,554 to do all of the legal work that has been done, November 2022 to November 2023 at $253,532.78, July 2022 to June 2023 at $202,356.06, and July 2023 to June 2024 at $302,635.31.

Ms. Cullers then read, with permission, a reply from Mr. Lewis Moten regarding an email that had been sent to him by Dr. Jamieson asking for his thoughts on this policy, that read

"Dr. Jamieson, since you asked for my thoughts on the legal services transparency and review policy recently adopted by the three to two vote, I'd like to share my response with the full board so that everyone has the same information and perspective. I'll address this separately from the questions you asked regarding my legal ledger research. I appreciate the intention to strengthen accountability and public confidence. My concern is not with the goal of transparency, but with the unintended legal and operational risks that this possible policy creates for

Warren County. For context, I write as a resident actively engaged in county governance as someone who worked closely with organizations significantly affected by county decisions. I also serve on a public body and have previously held public office, this is not legal advice, simply an informed observation. First, it is highly uncommon for a county to adopt a policy structure like this. Most local governments rely on existing state and FOIA statues. There is no established best practice framework in which written legal analysis is presumed to be public, unless challenged in which attorneys are routinely required to justify confidentiality or in which internal procedural obligations are imposed beyond statutory FOIA requirements. The policy and the way it's been framed in recent discussions places structural and political pressure on the County Attorney by effectively reversing the usual presumption of attorney-client privilege requiring extensive right of written legal analysis paired with an expectation that it should be disclosed unless actively protective elevates transparency above legal prudence, written legal memorandum substantially increases discovery risk, discourages candid legal guidance, and may weaken the county's position in future litigation. Additionally, requiring confidentiality to be justified beyond FOIA existing standards creates the impression that privacy itself is suspect. The attorney-client privilege exists to protect taxpayers and residents by enabling candid legal advice on sensitive matters, not to shield the government from scrutiny, but to ensure sound decision making. The 48-hour closed session requirement is also concerning. It limits the county's ability to respond promptly to urgent negotiations, litigation developments, personal matters, or emergence threats. If repeated emergency meetings become the workaround, the policy becomes symbolic rather than functional, while still exposing the county to unnecessary risk. The quarterly review of legal spending is a constructive concept when focused on financial oversight. However, characterizing or summarizing active legal matters, publicly risk unintentional disclosing strategies and creates public misunderstanding, publishing expenditures supports transparency. Publishing a legal posture creates vulnerability. There's also a financial reality requiring comprehensive written legal work for most policy action increases Attorney workload, slows responsiveness and inevitably increases and raises costs, potentially undermining fiscal responsibility. If the goal is stronger trust and accountability, there are safer and more effective options such as encouraging rigorous FOIA compliance and accurate documentation, clearly listing closed session participants and justification, briefly documenting when and why individuals exit closed sessions early, improving communication without disclosing privilege, legal strategy, maintaining physical oversight without comp, compromising legal posture. Transparency is essential, but it must be balanced with risk management, attorney-client privilege, and the duty to protect the county and its citizens. I hope the board will consider or refine this policy to build public trust without creating unintended vulnerabilities or operational strain. Thank you for inviting input, for your time and for your continued service to our community.

Respectfully, Lewis E. Moten"

Dr. Jamieson then read his response letter to Mr. Motten and the other supervisors, that read,

"Hello Lewis, thank you for taking the time to provide such detailed written feedback on the Legal Transparency and Review Policy. You're the first person to offer substantive feedback on the policy which provides me with a valuable opportunity to clarify what the policy actually does to address mischaracterizations that may confuse other supervisors and members of the public. I particularly appreciate that you put your concerns into writing, which stands in notable contrast to the absence of any written response from my fellow supervisors or from the County Attorney. I am including representatives of the local press in this reply and the same in the same principle that you replied to all supervisors, the wider distribution of information and dialogue, the better. The purpose of this response is not to dismiss your concerns, but to explain where I believe your characterization of the policy differs from what the policy actually requires. And to clarify the legal governance principles underlying it. Several of your objections appear to rest on fundamental misunderstandings about the relationship between transparency at current attorney-client privilege and the freedom of information act. I hope this response will be helpful not only to you, but to my colleagues on the board and to interested members of the public before addressing your specific

comments point by point. It is important to try to establish the big picture that underlies the policy and clarify what the policy actually requires."

Dr. Jamieson then stated to Mr. Moten that approximately a week later he replied to him with a point-by-point basis that Mr. Moten and the other supervisors now have. He then continued his response that stated,

The core driver of legislative transparency is that elected supervisors bear ultimate responsibility for policy decisions affecting the citizens being served. The board has a duty to understand the legal reasoning underlying our votes, and to be able to explain that reasoning to constituents who inquire. This duty is particularly important when the board is asked to adopt ordinances, amend the comprehensive plan, or make other significant regulatory decisions that become the law governing our community. When the board considers whether to adopt an ordinance, it is engaged in legislative deliberation, a fundamentally public process under Virginia law, the board must weigh multiple factors, fiscal impact, community needs, practical implementation and also legal considerations. The Virginia freedom of information act mandates that the public have access to the board's deliberative process and the factors in forming our decisions, except under highly specific circumstances defined by statute, the public has a right to understand why the board passes the laws that govern them. Legal analysis of proposed legislation as part of that public deliberation, not a confidential matter requiring protection from public scrutiny. The fundamental distinction is between legislative analysis and privileged advice. Your (Mr. Moten's) letter repeatedly expresses concern about attorney-client privilege. These concerns rest on a fundamental conflation of two distinct categories of legal communication. Category one is privileged legal advice, legal strategy pending actual disputes, pending litigation, contract negotiations, or specific legal transactions. This type of advice may be protected under FOIA attorney-client privilege exemptions. Category two, legislative legal analysis, legal analysis of proposed ordinances, statutory interpretation for policy development, assessment of regulatory approaches and general legal considerations informing legislative choices. This is public policy deliberation, not confidential legal strategy.

The policy addresses category two, FOIA already protects category one. The error running throughout the letter is treating all legal analysis as if it were privileged legal advice, it's not. When the County Attorney analyzes whether the board has a statutory authority to adopt a groundwater ordinance or explains the legal framework for regulating agritourism or compares alternative approaches to a zoning text amendment. He's providing legislative analysis to inform policy choices that will be made by members of the board. This is not privileged communication; it's part of the public deliberative process by which we make laws, FOIA already defines what's protected. Your (Mr. Moten's) *letter suggests that the policy somehow undermines or reverses attorney-client privilege. This fundamentally misunderstands how FOIA operates and what the policy requires. Virginia Code* 2.2-3700 *B establishes the foundational principle. The provisions of the chapter shall be liberally construed to promote an increased awareness by all persons of governmental activities and afford every opportunity to citizens to witness the operations of government. Any exemption from public access to records or meetings shall be narrowly construed under FOIA. The default is public access. Exemptions are narrow exceptions that must be specifically justified. The policy operates entirely within this statutory framework. Section 1D of the policy states that written legal work shall be publicly available except as specifically exempt under FOIA. and that product may be withheld from public disclosure when the County Attorney specifically cites an applicable FOIA exemption with explanation on how the exemption applies to the particular content.*

This does not reverse anything. It codifies exactly what FOIA already requires. Public access is the default, and any exemption must be specifically justified under statute. Moreover, the Virginia FOIA counsel has been explicit about the limitations on using legal matters, an exemption to close meetings. In advisory opinion AO 0107, which is from 2007, incidentally was a town of front royal closing session to talk about water and sewer policy. Moreover, the Virginia FOIA counsel has been explicit about using legal matters according to AO 0107, the counsel stated in a 1986 opinion, the attorney general stated that the legal matters exemption requires more than a desire to discuss *legal matters and may not therefore be used as a catchall exception to the FOIA acts open meeting requirement and does not justify the discussion of general policy matters in executive session absent an appropriate legal issue. The counsel further explained the legal matters exception applies only to discussions of specific legal transactions or disputes and may not be used to justify closed meetings involving more general issues. Even though those issues may eventually have legal consequences, this is critical. issues that may eventually have legal consequences did not qualify for closed session. Proposed ordinances are precisely such issues. They are policies with legal implications, not legal disputes requiring confidential strategy. The closed session procedures literally quote the FOIA advisory council guidance.*

I'm being criticized for codifying what the FOIA council has already told us is required. You write that the attorney-client privilege exists to protect taxpayers and residents by enabling candid legal advice on sensitive matters. not to shield the government from scrutiny, but to ensure sound decision making. I agree with the second part of the statement, but not the first attorney-client privilege exists to protect the county's legal position in actual disputes and transactions. It does not exist to enable candid advice on legislative matters by keeping that advice from public, the public whose laws are being written. You also write that the policy places structural and political pressure on the County Attorney. This characterization reveals a fundamental disagreement about institutional rules. The County Attorney serves the Board of Supervisors. His role is to provide us with legal information we need to fulfill our duties. The board, not the attorney, determines what information the board needs and what actions to protect the county's interests. Having the attorney follow an explicit formula for closed session motions sets a high bar in public FOIA narrowly construed and to document the legal analysis for significant matters is not pressure, it's reasonable process. If these basic professional requirements constitute pressure, then accountability itself is being framed as problematic. Nothing in the policy requires extensive written legal analysis, creates presumptive public disclosure of privileged advice or prevents use of closed sessions. The policy requires documentation for significant matters, basic fiscal oversight and explicit compliance with the FOIA advisory council's actual requirements pertaining to closed sessions. I do appreciate the letter that you sent. It was well thought out, and it offered an opportunity to reply, and I appreciate the opportunity to read it.

Mr. Stanmeyer stated that the resolution that was passed in December had three core components. The written work product, closed session procedures, and the quarterly review of expenses. Number one and three are pragmatic debates and there are pros and cons. Number 2, from his perspective, a non-negotiable given that it's a FOIA statue and the interpretation that the FOIA counsel has clarified and the legal matters exception. Additionally, the general vague threat of a lawsuit at some point if a certain policy is discussed is not a justification to go into a closed session and emphasized that the public does have a right to know what it being discussed with potential legislation. In terms of the written work product, there are pros and cons because some of the topics discussed are potentially policy related more than specific cases, it is still good to have that documented even if for the sake of future boards.

Mr. Carter commented that the policy resolution mirrors FOIA for the most part, therefore the County already has it in place. From his perspective with prior Boards over the last 4 years, it appeared there was never an issue with going into closed session for anything. He then stated that for an Ordinance, if an individual Board member or the collective group agreed to move forward with an Ordinance, it should go to planning and zoning and let them work it out and the Board can modify it when it gets to that level. Mr. Carter then suggested tabling this item and work on it more with the understanding of specific guidelines in the meantime and following the FOIA statues.

Mr. Henry stated that anything in the resolution can be easily done without the resolution, emphasizing the FOIA rules that are in place and that closed sessions have not been an issue in the past, and if a written legal description is desired, then it can always be asked for. Dr. Jamieson stated that anytime there is a policy, it is just for operationalization of something and a representation, so the public knows what the policy is. Mr. Henry responded by stating that he did not like a lot of policies and has his power in his vote.

Mr. Ham stated that he has spoken in prior meetings about his duty of confidentially to the board. And that is a written rule that he, as well as any lawyer that would work for Warren County has to comply with the Virginia Rules of Professional Conduct, with relation to this issue, a lawyer shall not reveal information protected by the attorney-client privilege or other information gained in the professional relationship. The disclosure of which would be embarrassing or would likely be detrimental to the client unless the client consents after consultation. With respect to the written work product, he emphasized that at any point if the board wishes him to draft something, he will draft it. He does minor projects for individual board members and if there was a large project he would check with the Chair or County Administrator. As a result of that, he did not draft what would have been a long memo and project on the well water ordinance but will if the board directs him to do so.

Mr. Henry stated that this policy blocks Mr. Ham's advice and if the board wants to have something policy wise, then it is a start over and pick out key points and targets. He then asked Mr. Ham, in relation to his years of service, if he or his firm has ever been in trouble with FOIA in any of the localities he has served. Mr. Ham said not in the 28 years he has served.

On a motion by Mr. Henry, seconded by Mr. Carter, and the following vote, the Board repealed the Resolution for Legal Service Transparency and Review Policy.

Dr. Jamieson, No; Mr. Henry, Aye; Ms. Cullers, Aye; Mr. Carter, Aye; Mr. Stanmeyer, No

Public Comment Period - General Comments:

1. **Vicky Cook –** added points in support of her request for a forensic audit of Warren County's financial systems, budgets, and internal controls. She emphasized the Fiscal Year 23-24 audit being delayed for the 4th time, which has also pushed the 24-25 audit by 6 months, the approximate $2.7 Million in unclear checks, Warren County's credit rating being withdrawn etc. she then invited the Board to provide a statement on oversight and transparency as the County completes the 23-24 audit and share its position on initiating a forensic audit.
2. **Chad Fikkert –** stated that for the last couple of weeks he has experienced a well water shortage commenting on the independent study done by the Board to look into water issues that concluded that Virginia had frequent and severe drought issues in recent years with declining underground recharge rates. He then expressed his concerns that the new development being proposed near High Top Road close to his home, the aquifer is not sustainable and will dry up with that many homes.
3. **Samantha Good –** congratulated Mr. Carter and Ms. Cullers for their appointments to Chair and Vice-Chair and thanked everyone in the community who supported the library and came out to vote, write letters, made calls etc. Then spoke critically of Dr. Jamieson's legal transparency and review policy, emphasizing the amount of closed sessions the board had regarding the library and the amount spent on legal fees pertaining to the library, and further spoke critically on the attempts to pass Robert's Rules of Order and appointing Mr. Gotshall as the parliamentarian.
4. **Kathleen Mancini –** spoke to the Board regarding Hight Top Road and the issue with wells running dry and the process of moving forward with 63 houses at the end of High-Top Road. She voiced her concerns with the only ingress and egress being that road and the conditions of it being a one-lane gravel road in some places and hilly on a mountain. If that many homes are added, then approximately 120 cars will be added to that flow of traffic on a single road that can be treacherous.
5. **Ben Webber –** spoke as a representative from Blue Ridge Care, formerly known as Blue Ridge Hospice, and announced a new division called "Pace" which is a program of all-inclusive care for the elderly which currently serves 20 residents in Warren County.
6. **Sandy Schaub –** voiced her support for Samuel's Public Library and stated that she was proud of the people who worked in their support and further emphasized that Front Royal will be hosting the State Little

League in July and implored the Board to be involved as much as possible and make the community inviting.

7. **Linda McDonough –** commented on the water issue with High Tip Road stating that it is not just those in rural areas, but town residents are impacted too, and that her well went dry overnight when another house was built across the street. She further commented on County builders and the health department being involved in the ongoing water issue and not caring and provided information from the Warren County website saying that a well has to be 100 feet apart.

Adjournment:

Prior to adjournment, Ms. Cullers thanked the board members and welcomed Mr. Carter and Mr. Henry and looks forward to working with everyone.

On a motion by Mr. Heny, the meeting adjourned at 10:40 PM with the following vote.

Mr. Stanmeyer, Aye; Mr. Carter, Aye; Ms. Cullers, Aye; Mr. Henry, Aye; Dr. Jamieson, Aye