



## Dinwiddie County Attorney's Office

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### MEMORANDUM

TO: Board of Supervisors

FROM: Tyler Southall, County Attorney

CC: W. Kevin Massengill, County Administrator  
Tammie J. Collins, Deputy County Administrator

DATE: July 20, 2021

SUBJECT: Formation of Dinwiddie County Broadband Authority

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### Background

Virginia law allows localities to create broadband authorities, which have extensive powers related to broadband. Creating a broadband authority would allow Dinwiddie to use this vehicle if ever needed or desired. Significant federal funding has come available to localities under the American Rescue Plan Act and more may come available under the proposed infrastructure act.

A broadband authority can be formed after a public hearing is held, a resolution passed to form a broadband authority and approve articles of incorporation for it, and approval by the State Corporation Commission. A notice must be given for the public hearing with the newspaper ad being published at least thirty (30) days prior to the public hearing. Approval by the State Corporation Commission may take additional time for approval.

A board of supervisors is responsible for appointing the board of directors for the broadband authority, which can consist solely of the five members of the board of supervisors. The broadband authority board is required to appoint a chair, secretary, and treasurer. The secretary and treasurer need not be members of the broadband authority board of directors.

A broadband authority would be a separate legal entity from the County of Dinwiddie and could enter into contracts, sue, and be sued in its own right.

If a broadband authority is created, if desired, provisions of the RiverStreet contract could be assigned to the broadband authority. The Comprehensive Agreement between Dinwiddie, Amelia, and the RiverStreet entities states that Dinwiddie "may assign any or all of [its] benefits, rights, or obligations pursuant to the [Comprehensive Agreement] to a regional or local broadband authority."

Notice of this action was run in the Richmond Times Dispatch on June 20, 2021, July 7, 2021, and July 14, 2021.

**Action**

Included herewith is a resolution, which includes a certificate of incorporation for a broadband authority.

**RESOLUTION OF THE BOARD OF SUPERVISORS OF DINWIDDIE COUNTY  
CREATING THE DINWIDDIE COUNTY BROADBAND AUTHORITY**

**WHEREAS**, the Board of Supervisors of Dinwiddie County, Virginia (the “Board”) finds that there is a need for increased access to affordable high speed data, internet, and telecommunications services, and believe that the private sector alone will not fulfill this need in the near future; and

**WHEREAS**, access to affordable high speed data, internet, and telecommunication services is vitally important for fostering economic development, improving educational opportunities, ensuring public safety, providing for telemedicine and remote work opportunities, and enhancing the overall quality of life of the citizens of Dinwiddie County; and

**WHEREAS**, the Board has determined that in order to facilitate the provision of affordable high speed data, internet, and telecommunications services, it is in the best interests of the general welfare of Dinwiddie County to form a Wireless Service Authority pursuant to the Virginia Wireless Service Authorities Act, Chapter 54.1 of Title 15.2 of the Code of Virginia, 1950, as amended, (which also allows for such an authority to provide for or assist in the provision of certain wireline internet solutions) and desires to form the Dinwiddie County Broadband Authority; and

**WHEREAS**, a public hearing on the formation of the Dinwiddie County Broadband Authority has been properly noticed and conducted by the Board in accordance with Virginia Code Section 15.2-5431.3:

**NOW, THEREFORE**, be it resolved by the Board of Supervisors of Dinwiddie County, Virginia, that:

1. The Dinwiddie County Broadband Authority is hereby created, with Dinwiddie County, Virginia as the creating jurisdiction.
2. The Articles of Incorporation, which are attached hereto as Exhibit A and incorporated herein, are hereby approved.
3. The applicable initial members of the Board of Directors of the Dinwiddie County Broadband Authority as set forth in the Articles of Incorporation are hereby appointed for the terms set forth therein.
4. The County Administrator and County Attorney are hereby authorized to cause to be prepared and/or executed all documents and take all other actions necessary or convenient to file or otherwise cause the Articles of Incorporation to become effective.
5. This Resolution is effective upon adoption.

This Resolution, along with a copy of the Articles of Incorporation, is hereby entered into the permanent minutes of the meetings of the Board of Supervisors of Dinwiddie County, Virginia.

Signed: \_\_\_\_\_  
Brenda Ebron-Bonner, Chair

A teste: \_\_\_\_\_  
W. Kevin Massengill, Clerk

## **EXHIBIT A**

### **ARTICLES OF INCORPORATION OF THE DINWIDDIE COUNTY BROADBAND AUTHORITY**

Dinwiddie County, Virginia, has by resolution adopted these Articles of Incorporation pursuant to the Wireless Service Authorities Act (the “Act”), Chapter 54.1 of Title 15.2 of the Code of Virginia, 1950, as amended. The Authority shall exist for a term of 50 years as a political subdivision, unless earlier dissolved in accordance with the Act.

#### **ARTICLE I NAME AND ADDRESS**

The name of the authority is the “Dinwiddie County Broadband Authority”, and it shall be referred to herein as the “Authority”. The address of the principal office of the Authority shall be the Dinwiddie County Government Center at 14010 Boydton Plank Road, Dinwiddie, VA 23841.

#### **ARTICLE II CREATING JURISDICTION**

The creating jurisdiction is Dinwiddie County, Virginia. Although the creating jurisdiction shall appoint members of the Authority Board of Directors pursuant to Article III of these Articles of Incorporation, the Authority shall have no “members” as that term is defined in the Virginia Non-Stock Corporation Act, Chapter 10 of Title 13.1 of the Code of Virginia, 1950, as amended.

#### **ARTICLE III BOARD OF DIRECTORS, TERMS OF OFFICE**

The powers of the Authority shall be exercised by a Board of five members to be appointed by the Board of Supervisors of Dinwiddie County, Virginia. Authority Board members may, but are not required to be members of the Board of Supervisors. There shall be one member of each voting district of Dinwiddie County.

The term of office of the members of the Board of the Authority shall be concurrent with the term of the Board of Supervisors member representing the voting district from which the member of the Board is appointed.

The names and addresses, and terms of office of the initial Board of the Authority are as follows:

Mr. Harrison A. Moody, 10876 Zilles Road, Blackstone, VA 23824

Dr. Mark E. Moore, 5501 Station Road, Sutherland, VA 23885

Mr. William D. Chavis, 17807 Malones Road, Carson, VA 23830

Mr. Daniel D. Lee, 15104 Scotts Road, DeWitt, VA 23840

Ms. Brenda K. Ebron-Bonner, 4610 Brickwood Meadow Terrace, North Dinwiddie, VA 23803

The terms of office of the initial members of the Board of the Authority shall begin on the date of the issuance of a certificate of incorporation or charter for the Authority by the State Corporation Commission. Initial and subsequent members of the Board of the Authority shall serve until their term expires or until a successor is appointed and qualified.

Vacancies on the Board of the Authority shall be filled for the unexpired term in the same manner as the appointment of the member vacating the Board of the Authority was made.

Each member of the Board of the Authority shall have one equal vote in all matters before the Authority. The Clerk of the Board of Supervisors shall also serve as Clerk of the Authority.

#### **ARTICLE IV PURPOSE**

The Authority's purpose is to provide qualifying communications services as authorized by the Act and Article 5.1 (Section 56-484.7:1 *et seq*) of Chapter 15 of Title 56 of the Code of Virginia, 1950, as amended.

#### **ARTICLE V POWERS**

The Authority is an instrumentality exercising public and essential government functions to provide for the public health and welfare. The Authority shall have all rights, duties, and powers provided under the Act, including but not limited to, the power to sue and be sued in its own name, adopt an official seal, adopt bylaws and rules to govern its affairs, issue notes and revenue bonds, enter into contracts, and fix and charge fees for services.

#### **ARTICLE VI DISSOLUTION**

The Authority may be dissolved in the manner set forth in Section 15.2-5431.9 of the Code of Virginia, 1950, as amended, upon a resolution by the Board of the Authority finding that the purposes for which it was created have been completed or are impractical or impossible and that all of its obligations have been paid or have been assumed by one or more of the creating jurisdictions or any authority created thereby or that cash or United States government securities have been deposited for their payment.

A copy teste:

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W. Kevin Massengill  
Clerk to the Board of Supervisors  
Dinwiddie County, Virginia