

**CONCURRENT RESOLUTION CREATING  
THE MIDDLE PENINSULA BROADBAND AUTHORITY**

**WHEREAS**, the Counties of Essex, King and Queen, King William, Mathews, and Middlesex have jointly completed an extensive broadband needs assessment and a broadband implementation plan with the assistance of a technical consulting firm partially funded through a Virginia Department of Housing and Community Development grant; and

**WHEREAS**, these assessment and planning efforts have shown that access to affordable high speed data and Internet service (“broadband”) is unavailable to businesses and citizens in the vast majority of the Middle Peninsula region, and that the private sector alone will not fulfill this community need in the near future; and

**WHEREAS**, access to affordable broadband is important for fostering economic development, improving educational opportunities, ensuring public safety, and enhancing the overall quality of life of the citizens of the region; and

**WHEREAS**, these five counties, in conjunction with Gloucester County and the four counties that are members of the Northern Neck Planning District Commission, jointly submitted an application for federal stimulus funds in August, 2009, seeking funds to help implement a region-wide broadband infrastructure project; and

**WHEREAS**, the Counties of Essex, Gloucester, King William, and Mathews have made a determination that in order to facilitate the provision of affordable broadband service to businesses, governmental agencies, and the general public, it is in the best interests of the general welfare of the citizens of each county to form a regional broadband authority.

**NOW, THEREFORE** the undersigned political subdivisions of the Commonwealth of Virginia hereby adopt this concurrent resolution and hereby **RESOLVE** to create the Middle Peninsula Broadband Authority (the “Authority”) pursuant to the Virginia Wireless Service Authorities Act, Chapter 54.1 of Title 15.2 of the Code of Virginia (the “Act”) as a body politic and corporate, and as an instrumentality exercising public and essential governmental functions to provide for the public health and welfare as authorized under the Act, and set forth herein the Articles of Incorporation of such Authority as follows:

**ARTICLES OF INCORPORATION OF THE  
MIDDLE PENINSULA BROADBAND AUTHORITY**

**I. Authority Name**

The name of the authority is “Middle Peninsula Broadband Authority” (the “Authority”).

## **II. Parties to the Middle Peninsula Broadband Authority**

The initial members of the Authority shall be the Counties of Essex, Gloucester, King William, and Mathews, Virginia, each of which is a political subdivision of the Commonwealth of Virginia, authorized by the Act to participate in this Authority, collectively constituting the "Member Localities".

## **III. Principal Address**

The address of the Authority's principal office is the Middle Peninsula Planning District Commission office, which is located at 125 Bowden St., P.O. Box 286, Saluda, VA 23149.

## **IV. Authority Board**

The Board of Directors of the Middle Peninsula Broadband Authority shall consist of four members. One member shall be appointed by each Member Locality ("appointed members"). The term of any appointed member who is also the county administrator for a Member Locality, shall be coterminous with his or her employment as county administrator; however no single term shall exceed four years. There is no maximum number of consecutive terms an appointed member may serve. The initial appointed members shall be the four county administrators from the Member Jurisdictions. The Board of Directors of the Authority shall exercise the powers of the Authority, and members of the Board of Directors shall be appointed, serve and be governed by the provisions of the Act. All members of the Board of Directors shall have full voting rights and privileges. The names and addresses of the initial members of the Authority Board of Directors are as follows:

| <u>Name of initial members</u>                    | <u>Address</u>                                 |
|---|--|
| David S. Whitlow<br>Essex County appointment      | Post Office Box 1079<br>Tappahannock, VA 22560 |
| Brenda G. Garton<br>Gloucester County appointment | Post Office Box 329<br>Gloucester, VA 23061    |
| Frank Pleva<br>King William County appointment    | Post Office Box 215<br>King William, VA 23086  |
| Stephen K. Whiteway<br>Mathews County appointment | Post Office Box 839<br>Mathews, VA 23109       |

**V. Authority Purpose**

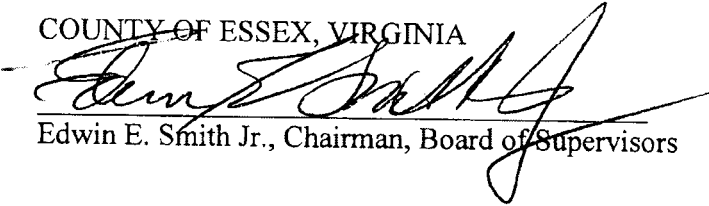
The Authority's purpose is to provide qualifying communications services as authorized by the Virginia Wireless Service Authorities Act and Article 5.1 (§56-484.7:1 et seq.) of Chapter 15 of Title 56 of the Code of Virginia.

**VI. Powers of the Authority**

The Authority is an instrumentality exercising public and essential governmental 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.

**IN WITNESS WHEREOF**, the governing bodies of the Counties of Essex, Gloucester, King William, and Mathews have authorized and caused this Resolution to be approved after public hearings in each locality, property advertised and conducted in conformity with the Act, and their respective seals to be affixed hereto and attested by their respective clerks commencing this 14<sup>th</sup> day of May, 2010.

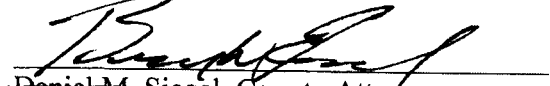
COUNTY OF ESSEX, VIRGINIA

  
Edwin E. Smith Jr., Chairman, Board of Supervisors

ATTEST:

  
David S. Whitlow, Clerk to the Board

APPROVED AS TO FORM:

  
Daniel M. Siegel, County Attorney  
**BENJAMIN N. EMERSON**

COUNTY OF GLOUCESTER, VIRGINIA

Louise D. Theberge  
Louise Theberge, Chair, Board of Supervisors

ATTEST:

Brenda G. Garton  
Brenda G. Garton, Clerk to the Board

APPROVED AS TO FORM:

Edwin Wilmot  
Edwin Wilmot, County Attorney

COUNTY OF KING WILLIAM, VIRGINIA

Thomas G. Smiley  
Thomas G. Smiley, Chairman, Board of Supervisors

ATTEST:

Frank Pleva  
Frank Pleva, Clerk to the Board

APPROVED AS TO FORM:

William H. Hefty  
William H. Hefty, County Attorney

COUNTY OF MATHEWS, VIRGINIA

Charles E. Ingram  
Charles E. Ingram, Chairman, Board of Supervisors

ATTEST:

Stephen K. Whiteway  
Stephen K. Whiteway, Clerk to the Board

APPROVED AS TO FORM:

Richard H. Harfst  
Richard H. Harfst, County Attorney

**AT A REGULAR MEETING OF THE GLOUCESTER COUNTY BOARD OF SUPERVISORS, HELD ON WEDNESDAY, NOVEMBER 6, 2013, AT 7:00 P.M., IN THE COLONIAL COURTHOUSE, 6504 MAIN STREET, GLOUCESTER, VIRGINIA: ON A MOTION DULY MADE BY MR. CHRISCOE, AND SECONDED BY MR. ORTH, THE FOLLOWING RESOLUTION WAS ADOPTED BY THE FOLLOWING VOTE:**

Carter M. Borden, yes;  
Ashley C. Chriscoe, yes;  
Christopher A. Hutson, yes;  
Andrew James, Jr., absent;  
John H. Northstein, yes;  
Robert J. Orth, yes;  
Louise D. Theberge, yes;

**CONCURRENT RESOLUTION AMENDING THE MIDDLE PENINSULA BROADBAND AUTHORITY TO INCLUDE THE COUNTY OF MIDDLESEX, VIRGINIA**

**WHEREAS**, the Middle Peninsula Broadband Authority (the "Authority") was established on May 14, 2010 by concurrent resolution of the counties of Essex, Gloucester, King William, and Mathews to facilitate the provision of affordable broadband service to businesses, governmental agencies, and the general public, in the best interests of the general welfare of the citizens of each county; and

**WHEREAS**, the County of Middlesex has taken action, by Resolution adopted by its Board of Supervisors on **December 18, 2012** to join the Authority as a Member Locality; and

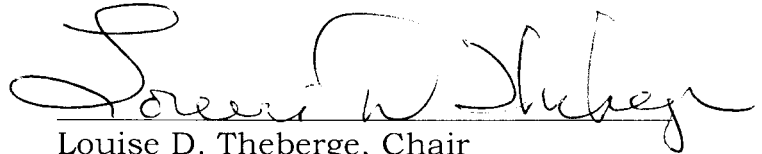
**WHEREAS**, the Authority, in accordance with §15.2-5431.10 A. of the Code of Virginia, is prepared to amend Article 2, Authority Board, of its by-laws to increase the size of its Board from four members to five members;

**NOW, THEREFORE BE IT RESOLVED**, the undersigned political subdivisions of the Commonwealth of Virginia hereby authorize their respective members of the Authority to take appropriate actions to include the County of Middlesex, a political subdivision of the Commonwealth of Virginia, as a Member Locality of the Authority.

**IN WITNESS WHEREOF**, the governing bodies of the Counties of Essex, Gloucester, King William, Mathews, and Middlesex have authorized this amendment to the Middle Peninsula Broadband Authority, in conformity with the Virginia Wireless Service Authorities Act (§15.2-5431.1 et seq.) and Article 5.1 (§ 56-484.7:1 et seq.) of Chapter 15 of Title 56 of the Code of Virginia, and

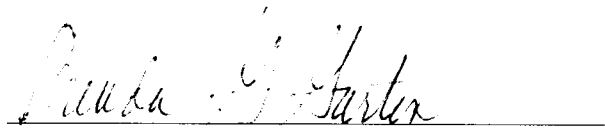
their respective seals to be affixed hereto and attested by their respective clerks commencing this 6<sup>th</sup> day of November, 2013.

COUNTY OF GLOUCESTER, VIRGINIA

A handwritten signature in cursive script, appearing to read "Louise D. Theberge", written over a horizontal line.

Louise D. Theberge, Chair  
Board of Supervisors

ATTEST:

A handwritten signature in cursive script, appearing to read "Brenda G. Garton", written over a horizontal line.

Brenda G. Garton, Clerk to the Board