FAIRFAX COUNTY
BOARD OF SUPERVISORS
December 3, 2019

AGENDA

9:30	Presentations
10:00	Presentation of the Environmental Quality Advisory Council (EQAC) Annual Report
10:00	Board Adoption of the 2020 Legislative Program for the Virginia General Assembly, Approval of the County's 116th Congress Federal Legislative Strategy and Principles
10:10	Items Presented by the County Executive

ADMINISTRATIVE ITEMS

1	Streets into the Secondary System (Providence District)
2	Appointment of Private Provider Member to the Fairfax-Falls Church Community Policy and Management Team
3	Approval of Traffic Calming Measures as Part of the Residential Traffic Administration Program (Dranesville District)
4	Authorization to Advertise a Public Hearing to Convey Board-Owned Properties on Fair Ridge Drive to the Fairfax County Redevelopment and Housing Authority (Sully District)
5	Supplemental Appropriation Resolution AS 20120 for Fairfax County Department of Transportation to Accept Transportation Demand Management Grant Funding from the Virginia Department of Rail and Public Transportation
6	Streets into the Secondary System (Dranesville District)
7	Authorization for the Fairfax County Police Department to Apply for and Accept Grant Funding from the U.S. Department of Justice, Office of Justice Programs, Edward Byrne Memorial Justice Assistance Grant
8	Authorization for the Fairfax-Falls Church Community Services Board to Apply for and Accept Funding from the Department of Behavioral Health and Developmental Services to Support Expansion of Crisis Intervention Team (CIT) Training Assessment Site Program

FAIRFAX COUNTY
BOARD OF SUPERVISORS
December 3, 2019

ACTION ITEMS

1	Approval of the Sale of General Obligation Public Improvement Bonds and Public Improvement Refunding Bonds
2	Authorization of Economic Opportunity Reserve Funding to the Town of Vienna for Economic Development Strategy and Market Study (Hunter Mill District)
3	Authorization of Economic Opportunity Reserve Funding to the Tysons Partnership for a Branding Campaign (Providence, Hunter Mill, and Dranesville Districts)
4	Approval of Resolution Endorsing Projects Being Submitted for FY 2026 Regional Surface Transportation Program and Congestion Mitigation and Air Quality Federal Funding Through the Northern Virginia Transportation Authority
5	Approval of a Construction Administration Agreement between Fairfax County and the Town of Herndon for the Herndon Metrorail Station Access Management Study Projects (Dranesville District)
6	Approval of Fairfax Connector January 2020 Service Changes (Dranesville, Providence, Hunter Mill, Lee, Mason, Mount Vernon, Braddock, and Springfield Districts)
7	Approval of an FY 2020 - 2025 Transportation Priorities Plan
8	Approval of Revisions to Procedural Memorandum No. 11-01, Exempt Service, to Align with Recent Amendments to Chapter 3, County Employees, Personnel Administration, Definitions and Chapter 3, County Employees, Personnel Administration, Appointing Authorities

CONSIDERATION ITEMS

1	Amendments to the Fairfax County History Commission Authorizing Resolution and Bylaws to Add a City of Fairfax Representative to the Commission

INFORMATION ITEMS

1	Presentation of the Fiscal Year (FY) 2019 Comprehensive Annual Financial Report (CAFR) and Popular Annual Financial Report (PAFR)

FAIRFAX COUNTY
BOARD OF SUPERVISORS
December 3, 2019

INFORMATION ITEMS (continued)

2	Contract Award - Clinical Consultation Services
3	Contract Award - Government Relations Consulting Services
10:20	Matters Presented by Board Members
11:10	Closed Session

PUBLIC HEARING ITEMS

3:30	Public Hearing on AF 2019-DR-002 (Charles J. DiBona) (Dranesville District)
4:00	Public Hearing on Proposed Amendments to Chapter 112 (Zoning Ordinance) of the Code of the County of Fairfax, Virginia (County Code) Re: Article 11 - Regional Mall Parking Rates
4:00	Public Hearing on Proposed Plan Amendment 2017-CW-2CP, Green Building – Energy Policy Plan Update
4:00	Public Hearing to Consider an Ordinance to Amend and Readopt Fairfax County Code Section 7-2-13 and Relocate the Polling Place for the McLean Precinct in the Dranesville District
4:00	Public Hearing on the Sale of Board-Owned Property on West Drive to the City of Fairfax
4:30	Public Hearing to Revise Deed Restriction in Deed of Conveyance for Clermont Park (Lee District)
4:30	Public Comment
5:00	Recognition of Outgoing Board of Supervisors Members

Fairfax County, Virginia

BOARD OF SUPERVISORS AGENDA

Tuesday
December 3, 2019

9:30 a.m.

RECOGNITION OF BEST WORKPLACES FOR COMMUTERS

- Recognition of Fairfax County employers selected as "Best Workplaces for Commuters" by the Fairfax County Department of Transportation and the National Center for Transit Research at the University of South Florida. Requested by Chairman Bulova.

PRESENTATIONS

- CERTIFICATE — To recognize the Park Authority for receiving the 2019 Gold Medal Award for Excellence in Park and Recreation Management. Requested by Chairman Bulova.

- RESOLUTION — To recognize Chief John Morrison of the Vienna Volunteer Fire Department for being named Fire Chief of the Year by the International Association of Fire Chiefs. Requested by Supervisor Hudgins.

- CERTIFICATE — To recognize the McLean High School journalism students for winning five Trophy Class designations at the Virginia High School League Media Championship competition. Requested by Supervisor Foust.

- CERTIFICATE — To recognize the Langley High School Boys Golf Team for winning the Virginia High School League Golf Championship. Requested by Supervisor Foust.

— more —

- CERTIFICATE — To recognize John Monsul and the crew of "Communicating Today" — a Fairfax Public Access Channel 10 television show — for 30 years of broadcasting. Requested by Supervisor Foust.

- CERTIFICATE — To recognize Danielle Wynne and Craig Carinci of the Department of Public Works and Environmental Services and their partners for winning a Virginia Association of Counties Achievement Award for its Stream Critter Cube Lab. Requested by Supervisor Gross.

REPORT FROM THE RACIAL EQUITY STAKEHOLDER COUNCIL

- The council will report to the Board of Supervisors on its work to date. Requested by Chairman Bulova.

FAIRFAX COUNTY PUBLIC LIBRARY ANNUAL REPORT

- Fairfax County Public Library Director Jessica Hudson will present the library FY2019 Annual Report to the Board of Supervisors. Requested by Supervisor Hudgins.

FAIRFAX COUNTY ELECTORAL BOARD REPORT

- Kate Hanley, member of the Electoral Board, will report on the recent elections. Requested by Chairman Bulova.

STAFF:
Tony Castrilli, Director, Office of Public Affairs
Bill Miller, Office of Public Affairs
Austin Hendrick, Office of Public Affairs

Board Agenda Item
December 3, 2019

10:00 a.m.

Presentation of the Environmental Quality Advisory Council (EQAC) Annual Report

ENCLOSED DOCUMENTS:
The Environmental Quality Advisory Council Annual Report is available online at:
https://www.fairfaxcounty.gov/planning-development/environmental-quality-advisory-council/annual-report-environment

PRESENTED BY:
Dr. Larry J. Zaragoza, Vice Chairman, Environmental Quality Advisory Council

Board Agenda Item
December 3, 2019

10:00 a.m.

Board Adoption of the 2020 Legislative Program for the Virginia General Assembly, Approval of the County's 116th Congress Federal Legislative Strategy and Principles

ISSUE:
Board adoption of a legislative program for the 2020 Session of the Virginia General Assembly and Board approval of federal legislative strategy and principles for the 116th Congress. An issue paper on human services needs is included as an addendum to the state legislative program.

TIMING:
Immediate. On November 19, 2019, the Board of Supervisors held a public hearing on the 2020 Legislative Program. This program will be presented at the Board's work session with the members of the Fairfax County Delegation to the Virginia General Assembly on December 10, 2019. The General Assembly will convene January 8, 2020, and is scheduled to adjourn on March 7, 2020.

Board action is also requested at this time in order to formally adopt the County's federal strategy for action during the 116th Congress. County staff will also apply for federal grants based on the criteria adopted by the Board.

BACKGROUND:
The draft state legislative program has been developed over the past several months by the Legislative Committee of the Board. The program contains the Committee's recommended legislative positions for the County at the 2020 Session of the Virginia General Assembly; an issue paper on human services needs is included as an addendum to this program. After adoption by the Board, final versions of these documents will be available under "Board Reports" at https://www.fairfaxcounty.gov/boardofsupervisors/. In preparing this package, the Committee has considered the County's legislative needs and opportunities and has endeavored to maintain a program of priority requests. The Legislative Committee will continue to meet, generally on a weekly basis, throughout the Session to monitor legislation and recommend positions for adoption at regular Board meetings.

Draft federal strategy and principles were also developed as part of the Legislative Committee process. Discussion took place at the October 22, 2019, and November 26, 2019, meetings. Staff recommendations presented to the Committee focused on areas determined to be of strategic importance to the County, including the federal budget, funding for transportation, federal agency relocation and consolidation, human services, and public safety. Specifics on budget items, as well as federal funding opportunities, will be reported periodically to the Board. The federal strategies and principles contain the Legislative Committee's recommended positions for the County during the 116th Congressional session.

ENCLOSED DOCUMENTS:
Attachment 1 - Draft Fairfax County Legislative Program for the 2020 Virginia General Assembly
Attachment 2 – 2020 Draft Human Services Issue Paper
Attachment 3 – Draft 116th Congress Federal Legislative Strategy and Principles

Attachments 1, 2 and 3 will be available online under "Board Reports" by close of business December 2, 2019, at: https://www.fairfaxcounty.gov/boardofsupervisors/.

STAFF:
Bryan J. Hill, County Executive
Claudia Arko, Legislative Director
Tom Biesiadny, Director, Department of Transportation

Board Agenda Item
December 3, 2019

10:10 a.m.

Items Presented by the County Executive

Board Agenda Item
December 3, 2019

ADMINISTRATIVE - 1

Streets into the Secondary System (Providence District)

ISSUE:
Board approval of streets to be accepted into the State Secondary System.

RECOMMENDATION:
The County Executive recommends that the street(s) listed below be added to the State Secondary System:

Subdivision	**District**	**Street**
Acredale Lot 30 (Five Oaks Road)	Providence	Five Oaks Road

TIMING:
Routine.

BACKGROUND:
Inspection has been made of these streets, and they are recommended for acceptance into the State Secondary System.

FISCAL IMPACT:
None.

ENCLOSED DOCUMENTS:
Attachment 1 – Street Acceptance Form

STAFF:
Rachel Flynn, Deputy County Executive
William D. Hicks, P.E., Director, Land Development Services

Attachment 1

Print Form

Street Acceptance Form For Board Of Supervisors Resolution - June 2005

FAIRFAX COUNTY BOARD OF SUPERVISORS FAIRFAX, VA	VIRGINIA DEPARTMENT OF TRANSPORTATION - OFFICE OF THE ENGINEERING MANAGER, FAIRFAX, VIRGINIA
Pursuant to the request to inspect certain streets in the subdivisions as described, the Virginia Department of Transportation has made inspections, and recommends that same be included in the secondary system.	REQUEST TO THE ENGINEERING MANAGER, FOR INCLUSION OF CERTAIN SUBDIVISION STREETS INTO THE STATE OF VIRGINIA SECONDARY ROAD SYSTEM.
	PLAN NUMBER: 917-PI-001
	SUBDIVISION PLAT NAME: Acredale Lot 30 (Five Oaks Road)
	COUNTY MAGISTERIAL DISTRICT: Providence
ENGINEERING MANAGER: Houda A. Ali, PMP	**FOR OFFICIAL USE ONLY**
BY: Nadia Alphonse	**DATE OF VDOT INSPECTION APPROVAL:** 09/18/2019

STREET NAME	LOCATION		LENGTH MILE
	FROM	TO	
Five Oaks Road	Existing Five Oaks Road (Route 701) - 2,406' NW CL Chain Bridge Road (Route 123)	823' NW to End of Turnaround	0.16
NOTES:		TOTALS:	0.16

Board Agenda Item
December 3, 2019

ADMINISTRATIVE - 2

Appointment of Private Provider Member to the Fairfax-Falls Church Community Policy and Management Team

ISSUE:
In order to fulfill Virginia Code requirements, Fairfax-Falls Church Community Policy and Management Team (CPMT) Bylaws provide for two representatives of private organizations or associations of providers for children's or family services, to be approved by the CPMT and the Board of Supervisors for terms of up to two years. Re-appointments may be made for additional consecutive terms upon approval of the CPMT and the Board of Supervisors.

RECOMMENDATION:
The County Executive recommends that the Board re-appoint Deborah Evans of For Children's Sake in Fairfax for a term to expire on June 30, 2021, as a provider representative member of the CPMT.

TIMING:
Board action is requested on December 3, 2019.

BACKGROUND:
As required under the Virginia Children's Services Act (CSA), the Fairfax County Board of Supervisors and the Fairfax and Falls Church City Councils established a joint Community Policy and Management Team and appointed original members in October 1992. Members include the Deputy County Executive for Human Services, one representative each from the Cities of Fairfax and Falls Church, the Directors of the Community Services Board, Juvenile and Domestic Relations District Court, Department of Health, Family Services, Neighborhood and Community Services, three representatives of the Fairfax County Public Schools, one representative of the Falls Church City Public Schools, two representatives of private providers of children's and family's services, and five parent representatives. Private provider representatives are recommended to the CPMT by NOVACO, the private provider association in Northern Virginia.

On October 25, 2019, the CPMT nominated to the Board of Supervisors Deborah Evans, CEO of For Children's Sake, for re-appointment as a CPMT provider representative. It is requested that Ms. Evans' term expire on June 30, 2021.

Deborah Evans has worked for more than 20 years serving a number of populations affected, either directly or indirectly, by the Children's Services Act. She has served on or attended a myriad of committees, associations and meetings regarding funding and service provision issues. She is a member of NOVACO, the private provider coalition in Northern Virginia, and has served as their president for two years. Ms. Evans recently acquired non-profit status for NOVACO to assist with the many programs they are involved with. She was also a member of the work group tasked to review the state mandatory uniform assessment, the Child and Adolescent Needs and Strengths (CANS) tool. Furthermore Ms. Evans served on the Fairfax County Casey Foundation Breakthrough Series team as their community representative. She is currently serving on the National Foster Family Treatment Association Trauma/ACES workgroup. As the CEO of For Children's Sake of Virginia, Ms. Evans strives to ensure organization and individual staff members serve on associations, teams and/or committees in an effort to gain professional knowledge of CSA, the local community and service issues as well as gain experience in serving as private provider representatives.

FISCAL IMPACT:
None.

ENCLOSED DOCUMENTS:
None.

STAFF:
Tisha Deeghan, Deputy County Executive
Michael Becketts, Director, Department of Family Services
Janet Bessmer, Program Manager, Children's Services Act

Board Agenda Item
December 3, 2019

ADMINISTRATIVE - 3

Approval of Traffic Calming Measures as Part of the Residential Traffic Administration Program (Dranesville District)

ISSUE:
Board endorsement of Traffic Calming measures as part of the Residential Traffic Administration Program (RTAP).

RECOMMENDATION:
The County Executive recommends that the Board endorse the traffic calming plan for Griffith Road (Attachment I) consisting of the following:

- One Speed Hump on Griffith Road (Dranesville District)

In addition, the County Executive recommends that the Fairfax County Department of Transportation (FCDOT) be requested to schedule the installation of the approved traffic calming measures as soon as possible.

TIMING:
Board action is requested on December 3, 2019.

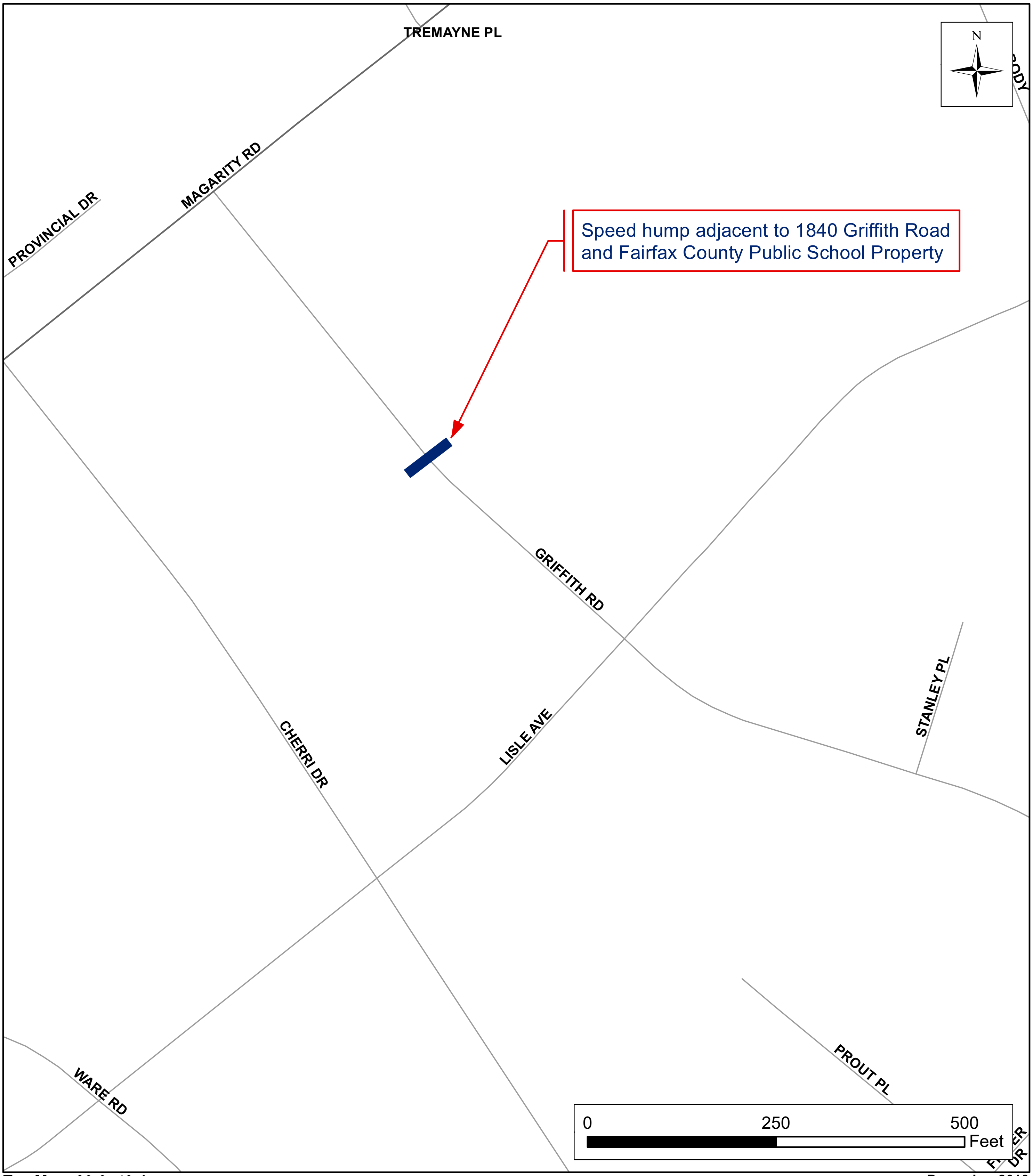
BACKGROUND:
As part of RTAP, roads are reviewed for traffic calming when requested by a Board member on behalf of a homeowners or civic association. Traffic calming employs the use of physical devices such as speed humps, speed tables, raised pedestrian crosswalks, chokers, or median islands to reduce the speed of traffic on a residential street. Staff performed engineering studies documenting the attainment of qualifying criteria. Staff worked with the local Supervisor's office and community to determine the viability of the requested traffic calming measure to reduce the speed of traffic. Once the plan for the road under review is approved and adopted by staff, that plan is then submitted for approval to the residents within the ballot area in the adjacent community.

On October 9, 2019, FCDOT received verification from the Dranesville District Supervisor's office confirming community support for the Griffith Road traffic calming plan.

FISCAL IMPACT:
Funding in the amount of $8,000 for the traffic calming measure associated with this traffic calming project is available in Fund 2G25-076-000, General Fund, under Job Number 40TTCP.

ENCLOSED DOCUMENTS:
Attachment I: Traffic Calming Plan for Griffith Road
Attachment II: Traffic Calming Resolution for Griffith Road

STAFF:
Rachel Flynn, Deputy County Executive
Tom Biesiadny, Director, Fairfax County Department of Transportation (FCDOT)
Eric Teitelman, Chief, Capital Projects and Traffic Engineering Division, FCDOT
Neil Freschman, Chief, Traffic Engineering Section, FCDOT
Steven K. Knudsen, Transportation Planner, Traffic Engineering Section, FCDOT
David Loss, Transportation Planner, Traffic Engineering Section, FCDOT



Tax Map: 30-3, 40-1

December 2019

Fairfax County Department of Transportation
Residential Traffic Administration Program
Traffic Calming Plan
Griffith Road
Dranesville District

Attachment II

RESOLUTION

FAIRFAX COUNTY DEPARTMENT OF TRANSPORTATION
RESIDENTIAL TRAFFIC ADMINISTRATION PROGRAM (RTAP)
TRAFFIC CALMING MEASURES
GRIFFITH ROAD
DRANESVILLE DISTRICT

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia, held in the Board Auditorium of the Government Center in Fairfax, Virginia, on Tuesday, December 3, 2019, at which a quorum was present and voting, the following resolution was adopted:

WHEREAS, the residents in the vicinity of Griffith Road have requested the Dranesville District Supervisor's Office of Fairfax County to consider remedial measures to reduce the speed of traffic on Griffith Road; and

WHEREAS, an engineering study by the Fairfax County Department of Transportation (FCDOT) for Griffith Road indicates that all basic traffic calming criteria are met pertaining to functional classification of the roadways, identification of a significant speeding concern, and proof of community support; and

WHEREAS, the proposed Traffic Calming Plan was properly presented to the community in the affected survey for their review and consideration; and

WHEREAS, the Traffic Calming Plan was subsequently approved by greater than 50 percent of the occupied residences within the appropriate surveyed area; and

WHEREAS, the intended source of funding for the Traffic Calming Plan is Fairfax County.

NOW THEREFORE BE IT RESOLVED, that the Board of Supervisors endorses the proposed Traffic Calming Plan and requests that the Virginia Department of Transportation review and approve the feasibility of implementing traffic calming measures on Griffith Road as part of FCDOT's Residential Traffic Administration Program.

ADOPTED this 3rd day of December, 2019.

A Copy Teste:

____
Jill G. Cooper
Clerk for the Board of Supervisors

Board Agenda Item
December 3, 2019

ADMINISTRATIVE - 4

Authorization to Advertise a Public Hearing to Convey Board-Owned Properties on Fair Ridge Drive to the Fairfax County Redevelopment and Housing Authority (Sully District)

ISSUE:
Authorization of the Board of Supervisors to advertise a public hearing regarding the conveyance of Board-owned properties located on Fair Ridge Drive to the Fairfax County Redevelopment and Housing Authority (FCRHA).

RECOMMENDATION:
The County Executive recommends that the Board authorize a public hearing regarding the proposed conveyance of Board-owned properties to the FCRHA.

TIMING:
Board action is requested on December 3, 2019 to provide sufficient time to advertise the proposed public hearing on January 14, 2020 at 4:00 PM.

BACKGROUND:
The Board of Supervisors is the owner of three parcels located near the intersection of Lee-Jackson Memorial Highway (Route 50) and Fair Ridge Drive and identified by Tax Map Parcel Nos. 0463 01 0008, 0009 and 0009A (Fair Ridge Properties). The vacant parcels, totaling approximately one acre, are the residue of the land incorporated into the West Ox Road/Route 50 interchange.

The FCRHA is evaluating the possibility of partnering with a private developer pursuant to the terms of the Public-Private Education Facilities and Infrastructure Act of 2002 (PPEA), or through other development means, to construct affordable housing units on the Property. The creation of a new housing development for individuals with low to moderate incomes (the Project) anticipates a rezoning approval. The rezoning applications would be reviewed at public hearings by both the Planning Commission and the Board. The public will be afforded several opportunities to comment on the design of the Project and its possible impacts on the surrounding communities. Initial public outreach efforts are expected to begin as soon as the developer selection process is completed.

Staff recommends that the conveyance of the Fair Ridge Properties to FCRHA be subject to the condition that the parcels must be used in connection with the Project. In the event the FCHRA no longer pursues the Project, the Authority will transfer ownership of the properties back to the Board. Staff recommends that any public utilities located on the property that are owned and maintained by County agencies, such as sanitary sewers and stormwater management facilities and structures, continue to be owned and maintained by the County.

Because Virginia Code Ann. § 15.2-1800 requires a locality to hold a public hearing before it may dispose of any real property, staff recommends that the Board authorize staff to advertise a public hearing to convey the Fair Ridge Properties to the FCRHA.

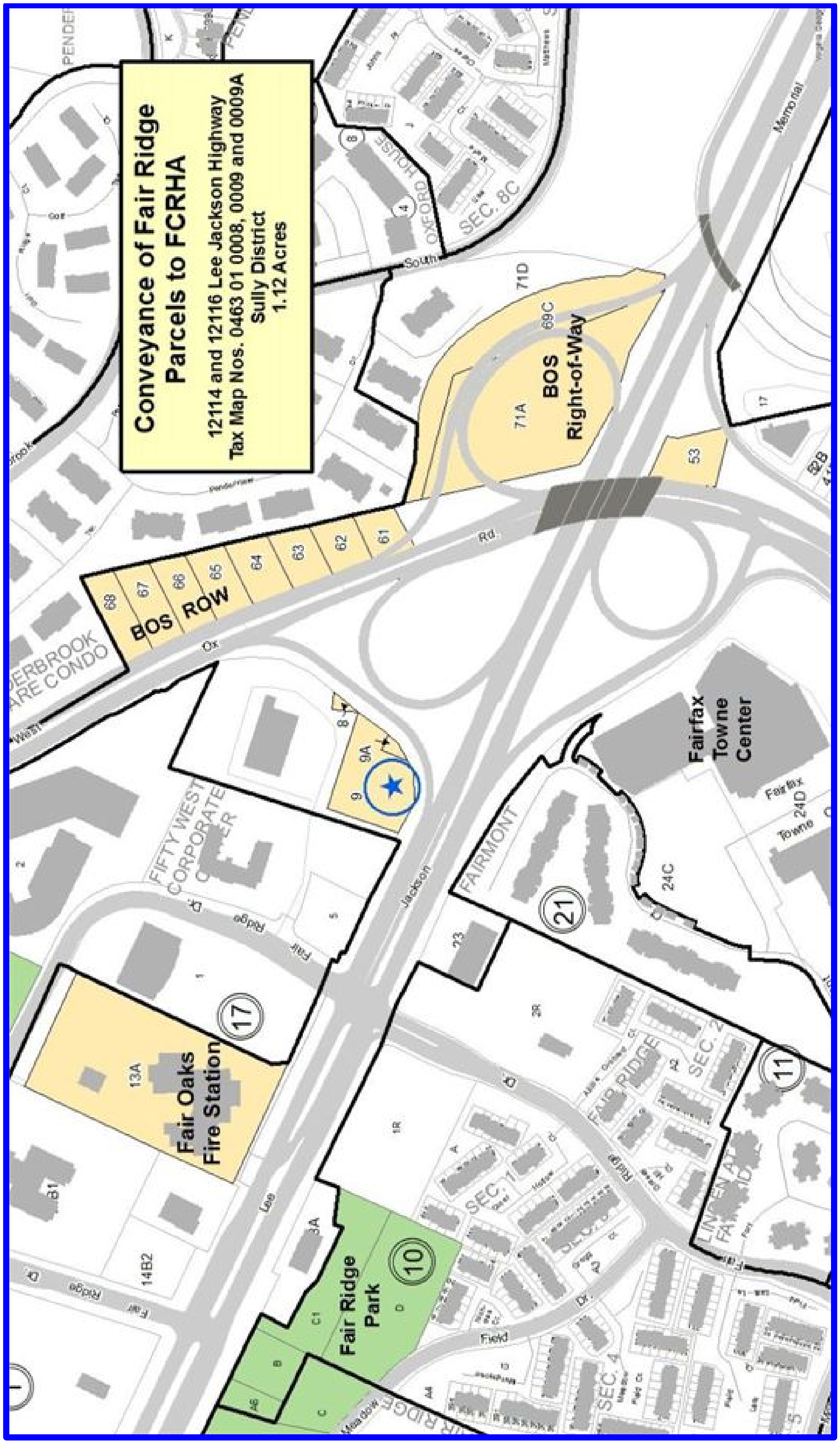
FISCAL IMPACT:
None.

ENCLOSED DOCUMENTS:
Attachment 1 – Location Map

STAFF:
Joseph M. Mondoro, Chief Financial Officer
Tisha Deeghan, Deputy County Executive
Thomas E. Fleetwood, Director, Housing and Community Development
José A. Comayagua, Director, Facilities Management Department
Mike Lambert, Assistant Director, Facilities Management Department

ASSIGNED COUNSEL:
Alan M. Weiss, Assistant County Attorney

ATTACHMENT 1



Board Agenda Item
December 3, 2019

ADMINISTRATIVE – 5

Supplemental Appropriation Resolution AS 20120 for Fairfax County Department of Transportation to Accept Transportation Demand Management Grant Funding from the Virginia Department of Rail and Public Transportation

ISSUE:
Board approval of Supplemental Appropriation Resolution AS 20120 for the Department of Transportation to accept grant funding from the Virginia Department of Rail and Public Transportation (DRPT) in the amount of $144,000, including $28,800 in Local Cash Match. Funding will be used to market transportation demand management (TDM) services to employers. The grant period is July 1, 2019, to June 30, 2020.

RECOMMENDATION:
The County Executive recommends that the Board approve Supplemental Appropriation Resolution AS 20120 for the Department of Transportation to accept grant funding from DRPT. Funding in the amount of $144,000, including $28,800 in Local Cash Match will be used to market TDM programs to employers.

TIMING:
Board action is requested on December 3, 2019, to allow the grant agreement to be executed as quickly as possible.

BACKGROUND:
The TDM Marketing and Ridesharing Program has received state grant support since 1984. This grant will support regularly engagement with large and mid-size employers to establish SmartBenefits programs for employees using transit and vanpooling to commute to work, implementation of other employee commute assistance incentives and programs, and surveying employees about commute patterns. Outreach will include meetings with employer decision makers, one-on-one customer engagement, on-site commuter workshops and events.

FISCAL IMPACT:
Grant funding in the amount of $144,000, including $28,800 in Local Cash Match is available from DRPT. These funds will be used to market TDM programs to employers. This action does not increase the expenditure level of the Federal-State Grant Fund, as

funds are held in reserve for unanticipated awards. A Local Cash Match of $28,800 is required. Recovery of Indirect Costs is not allowed.

CREATION OF POSITIONS:
There are no new grant positions associated with this award.

ENCLOSED DOCUMENTS:
Attachment 1 - Supplemental Appropriation Resolution AS 20120
Attachment 2 – Grant Award Letter

STAFF:
Rachel Flynn, Deputy County Executive
Tom Biesiadny, Director, Department of Transportation
Anna Nissinen, Chief, Communication, Marketing & TDM, Department of Transportation
Walter E. Daniel, Jr., Department of Transportation
Todd Wigglesworth, Department of Transportation
Michael R. Lake, Department of Transportation

Attachment 1

SUPPLEMENTAL APPROPRIATION RESOLUTION AS 20120

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia, held in the Board Auditorium in the Government Center at 12000 Government Center Parkway, Fairfax Virginia on December 3, 2019, at which a quorum was present and voting, the following resolution was adopted:

BE IT RESOLVED by the Board of Supervisors of Fairfax County, Virginia, that in addition to appropriations made previously for FY 2020, the following supplemental appropriation is authorized and the Fiscal Planning Resolution is amended accordingly:

Appropriate to:

Fund: 500-C50000, Federal-State Grant Fund

Agency:	G4040, Department of Transportation	$144,000
Grant:	14000153-2020, Transportation Demand Management	

Source of Funds:

Virginia Department of Rail and Public Transportation	$115,200
Local Cash Match	$ 28,800

A Copy - Teste:

Jill G. Cooper
Clerk for the Board of Supervisors

Project Agreement for Use of
Commonwealth Transportation Funds
Fiscal Year 2020
Six Year Improvement Program Approved Project
Grant Number 71420-13

This Project Agreement ("Agreement"), effective July 1, 2019, by and between the Commonwealth of Virginia Department of Rail and Public Transportation ("Department") and Fairfax County ("Grantee") (collectively, the "Parties"), is for the provision of funding the Fairfax County Employer Services Program ("Project").

WHEREAS, on March 6, 2019, the Grantee submitted an application to the Department for funding for the Project in the Fiscal Year 2020 Six Year Improvement Program from the Mobility Programs grant program;

WHEREAS, on June 19, 2019, the Commonwealth Transportation Board ("CTB") allocated funding for the Project; and

WHEREAS, the Parties wish to define the extent of the Project, the responsibilities of each Party, the manner of performing the necessary work, the method and time of payment, and to set out additional conditions associated with the Project.

NOW, THEREFORE, in consideration of the covenants and agreements set forth, and other good and valuable consideration, the sufficiency of which is acknowledged, the Parties agree as follows:

ARTICLE 1. SCOPE OF WORK, TERM AND BUDGET

1. Under the terms of this Agreement, the Grantee shall:

   a. Execute work for the Project in accordance with the scope of work and budget items contained in Appendix 1, which is attached and made part of this Agreement.

2. The Department agrees to provide funding as detailed below:

   a. State grant funding in the amount of $115,200 for the Project approved in the Fiscal Year 2020 Six Year Improvement Program. Details concerning this funding are contained in Appendix 2, which is attached and made a part of this Agreement.

3. The Agreement may be amended only prior to the Project Expiration Date identified in Appendix 2 and upon written agreement of the Parties.

4. The Grantee acknowledges that state grant funding for this grant is subject to appropriation by the General Assembly of Virginia and allocation by the CTB.

ARTICLE 2. INCORPORATION OF MASTER AGREEMENT FOR USE OF COMMONWEALTH FUNDS

The Parties agree to incorporate the Master Agreement for Use of Commonwealth Transportation Funds, dated May 30, 2012, as if set out in full herein.

This space intentionally left blank

IN TESTIMONY THEREOF, the Department and the Grantee have caused this Agreement to be executed, each by their duly authorized officers, all as of the day, month, and year first written.

DEPARTMENT OF RAIL AND PUBLIC TRANSPORTATION

By: ______________________
Director

Date Signed: ______________________

COUNTY OF FAIRFAX, VIRGINIA

By: ______________________

Title: Director, Department of Transportation

Date Signed: 9/12/19

Appendix 1

FAIRFAX COUNTY

FY2020 MOBILITY PROGRAMS – EMPLOYER OUTREACH

SCOPE OF WORK AND BUDGET DETAIL

Project Number: 71420-13

GRANT RECIPIENT	
Fairfax County	
PROGRAM/PROJECT CONTACT	
Project Manager:	Walter Daniel
Contact Title:	Grant Manager TDM Programs
Contact Email:	walter.daniel@fairfaxcounty.gov
Contact Phone Number:	703-877-5603
Program/Project Name:	Fairfax County Commuter Services (FCCS)

PERFORMANCE MEASURES

Goals for This Grant

1. Increase the number of Commuter Connections Employer Services Participation Level 3 and 4 employers to result in a reduction of single occupant vehicle trips.

2. Increase the number of Commuter Connections Employer Services Participation Level 1 and 2 employers to result in a reduction of single occupant vehicle trips.

Measurement of Results

Goal 1 – Use the ACT Employer Outreach database to obtain end of Fiscal Year 2019 Level 3 and Level 4 employer numbers and compare with Fiscal Year 2020 results. Provide ACT report to the Department. The Department will use the trip reduction calculation methodology established by the Metropolitan Washington Council of Governments ("MWCOG") to calculate reduction of auto trips.

Goal 2 – Use the ACT Employer Outreach database to obtain end of Fiscal Year 2019 Level 1 and Level 2 employer numbers and compare with Fiscal Year 2020 results. Provide ACT report to the Department. The Department will use the trip reduction calculation methodology established by MWCOG to calculate reduction of auto trips.

WORK TASKS

Direct Employer Outreach

Regularly contact and meet with large and mid-size employers to establish SmartBenefits programs for employees using transit and vanpooling to commute to work, implement other employee commute assistance incentives and programs, and conduce employee commute surveys. Outreach will include meetings with employer decision makers, one-on-one customer engagement, on-site commuter workshops and events. All activity and results will be documented in the Commuter Connections ACT Employer Outreach system and reported to the Department.

Employee Assistance

Work directly with employees to provide commute options information and to encourage use of transit, vanpool and carpool.

SmartBenefits Plu$50 Incentive Program

FCCS' SmartBenefits Plu$50 program provides a $50 SmarTrip card to an employee if their employer enrolls in Washington Metropolitan Area Transit Authority's (WMATA) SmartBenefits program. Once the $50 is expended, the employer is encouraged to continue offering a transit benefit to employees.

The distribution of SmarTrip cards will be documented and include, but not limited to: Date of distribution; name of employee; home and work address and contact information of employees receiving the SmarTrip card; an agreement describing the terms and conditions of receiving the incentive (including that it is nontransferable) signed by the employee when receiving the incentive; how the employee was chosen; commute mode before receiving the SmarTrip card; how often the employee used transit with the SmarTrip card; and commute mode and transit use after the SmarTrip card value has been used.

Best Workplace for Commuters ("BWC") Program

BWC designations will be used to encourage other employers to implement commuter assistance programs at their worksites and become eligible for BWC designation. The number of BWC applications and BWC designations will be reported to the Department.

Telework Efforts

Promote telework and Telework!VA to employers and meet with decision makers to encourage employers to establish new or expand existing telework programs for their employees. Collaborate with the Department's Telework!VA staff on work with employers, including technical assistance, telework policy and employee agreements, position assessments, management/supervisor training, employee surveying, evaluation and trip reduction measurement and use of the $10,000 incentive for the I-66 and I-395 Transportation Management Plans.

The Local Match for this grant will be provided by cash contributions from:

Fairfax County General Fund

BUDGET CATEGORY AND DETAIL

Additional Funding

Virginia Department of Transportation
Funding Amount: $332,294

Budget Expenses

Salaries & Wages
Sharon Crane, Communications Specialist (CS II): 50% to the TDM Operating grant and 50% Mobility Programs Employer Outreach grant
Marcus Moore, Senior Employer Outreach Specialist (TP II): 50% to the Mobility Programs Employer Outreach grant and 50% the Virginia Department of Transportation (VDOT) grant
(Currently vacant), Senior Employer Outreach Specialist (TP II): 100% to the VDOT grant
Nicholas Robb, Employer Outreach Specialist (TP I): 100% to the VDOT grant
Budget Amount: $234,000

Fringe Benefits
Healthcare and dental insurance.
Budget Amount: $119,000

Education and Training
Registration fees for a Grant Writing course, the Association for Commuter Transportation ("ACT") conference, and the Virginia Transit Association ("VTA") conference.
Budget Amount: $2,500

Supplies and Materials
General office supplies.
Budget Amount: $700

Travel
Travel expenses associated with attending meetings, promotions the and ACT and VTA conferences.
NOTE: All conference and overnight travel require a pre-check from the Department.
Budget Amount: $1,000

Printing and Reproduction
Printing and production of marketing materials.
Budget Amount: $5,000

Advertising & Promotional Media
Media buys for advertising.
Budget Amount: $17,094

Dues & Subscriptions
Membership dues for ACT, Reston Chamber of Commerce and membership fee for BWC Awardees.
Budget Amount: $2,500

Professional Services
This funding goes to the Dulles Area Transportation Association for employer outreach in their service area.
Budget Amount: $80,000

Promotional Items
Purchase of promotional items with a unit cost of $5.00 or less.
Budget Amount: $2,500

Incentives for Transit
SmarTrip cards loaded with $50 and SmartTrip cards with no value for new transit riders through the SmartBenefitsPlu$50 program.
Budget Amount: $10,000

Incentives for Carpool
SmarTrip cards loaded with $50 for parking at Metrorail station lots for new transit riders.
Budget Amount: $2,000

Appendix 2

Grantee: Fairfax County

Project: Fairfax County Employer Services Program

Mobility Program Agreement

Project Number: 71420-13
Project Start Date: July 1, 2019
Project Expiration Date: June 30, 2020

Fund Code		Item Amount
477	Grant Amount (State share of Project cost - 24%)	$115,200
1200	Federal & Other Funds (Share of Project cost-70%)	$332,294
1400	Local expense (share of Project cost - 6%)	$ 28,800
	Total Project Expense	$476,294

In no event shall this grant exceed $115,200.

Board Agenda Item
December 3, 2019

ADMINISTRATIVE – 6

Streets into the Secondary System (Dranesville District)

ISSUE:
Board approval of streets to be accepted into the State Secondary System.

RECOMMENDATION:
The County Executive recommends that the street(s) listed below be added to the State Secondary System:

Subdivision	**District**	**Street**
River Chase	Dranesville	River Chase Way

TIMING:
Routine.

BACKGROUND:
Inspection has been made of these streets, and they are recommended for acceptance into the State Secondary System.

FISCAL IMPACT:
None.

ENCLOSED DOCUMENTS:
Attachment 1 – Street Acceptance Forms

STAFF:
Rachel Flynn, Deputy County Executive
William D. Hicks, P.E., Director, Land Development Services

Attachment 1

Print Form

Street Acceptance Form For Board Of Supervisors Resolution - June 2005

FAIRFAX COUNTY BOARD OF SUPERVISORS FAIRFAX, VA	VIRGINIA DEPARTMENT OF TRANSPORTATION - OFFICE OF THE ENGINEERING MANAGER, FAIRFAX, VIRGINIA
Pursuant to the request to inspect certain streets in the subdivisions as described, the Virginia Department of Transportation has made inspections, and recommends that same be included in the secondary system.	REQUEST TO THE ENGINEERING MANAGER, FOR INCLUSION OF CERTAIN SUBDIVISION STREETS INTO THE STATE OF VIRGINIA SECONDARY ROAD SYSTEM. **PLAN NUMBER:** 736-SD-01 **SUBDIVISION PLAT NAME:** River Chase **COUNTY MAGISTERIAL DISTRICT:** Dranesville
ENGINEERING MANAGER: Houda A. Ali, PMP **BY:** Nadia Alphonse	**FOR OFFICIAL USE ONLY** **DATE OF VDOT INSPECTION APPROVAL:** 10/03/2019

STREET NAME	LOCATION FROM	LOCATION TO	LENGTH MILE
River Chase Way	Existing River Chase Way (Route 8689) - 290' E CL Blackmore Vale Way (Route 8687)	268' E to End of Cul-de-Sac	0.05
NOTES:		**TOTALS:**	0.05

Board Agenda Item
December 3, 2019

ADMINISTRATIVE – 7

Authorization for the Fairfax County Police Department to Apply for and Accept Grant Funding from the U.S. Department of Justice, Office of Justice Programs, Edward Byrne Memorial Justice Assistance Grant

ISSUE:
Board of Supervisors authorization is requested for the Fairfax County Police Department (FCPD) to apply for and accept funding, if received, from the U.S. Department of Justice, Office of Justice Programs, Edward Byrne Memorial Justice Assistance Grant in the amount of $125,644. Funding will be used to purchase 11 White Phosphorous Night Vison Goggle Systems (NVGS) for the Canine Unit in order to better enable movement and threat identification in very low light situations. The grant period for this award is October 1, 2019 to September 30, 2022. No Local Cash Match is required. This grant is an ongoing award that the Police Department receives annually and is included in the FY 2020 Adopted Budget Plan; however, a Board item is required in order to meet grantor requirements. If the actual award received is significantly different from the application amount, another item will be submitted to the Board requesting appropriation of grant funds. Otherwise, staff will process the award administratively per Board policy. Board authorization is also requested for the Chairman of the Board of Supervisors, the County Executive and/or a designee appointed by the County Executive to enter into the grant agreement and any related agreements, including but not limited to Federal Subaward Agreements, on behalf of the County.

RECOMMENDATION:
The County Executive recommends that the Board authorize the Police Department to apply for and accept funding, if received, from the U.S. Department of Justice, Office of Justice Programs, Edward Byrne Memorial Justice Assistance Grant in the amount of $125,644. Funding will be used to purchase 11 White Phosphorous Night Vison Goggle Systems for the Canine Unit in order to better enable movement and threat identification in very low light situations. No new positions will be created with this grant and no Local Cash Match is required. The County Executive also recommends the Board authorize the Chairman of the Board of Supervisors, the County Executive and/or a designee appointed by the County Executive to enter into the grant agreement and any related agreements, including but not limited to Federal Subaward Agreements, on behalf of the County.

TIMING:
Board action is requested on December 3, 2019.

BACKGROUND:
The U.S. Department of Justice, Office of Justice Programs, Edward Byrne Memorial Justice Assistance Grant provides awards of federal funding to support a range of local program areas, including law enforcement equipment, technology improvements, and crime prevention programs. The NVGS will better enable movement and threat identification in very low light situations, adding an element of safety that could not be accomplished utilizing the naked eye or white light. Currently, Canine handlers use a generation three NVGS monocle which allows for enhanced vision in only one eye, a great safety concern for the County's Canine handlers. The NVGS currently in use projects an image of varying hues of green and black. They are inherently prone to creating shadowed images in order to differentiate between lighter and darker areas, such as wooded environments. Although the technology greatly enhances what the operator can see in low light situations, the technology is outdated and has its limitations.

Approximately four years ago, the Helicopter Division upgraded their generation three NVGS to White Phosphorus NVGS. This was specifically requested by the pilots assigned to the unit, three of which had multiple combat deployments while flying for the United States Military. The White Phosphorus NVGS dramatically increased the ability of the pilots to see contrast in low light situations, providing more natural black and white images that make it easier for the human eye to see greater detail. Essentially, what was previously hidden in the shadows with the third generation NVGS, came to light with the White Phosphorus NVGS. This dramatically increased the safety of the Helicopter Division's operations.

The EoTech PVS-31 is the ruggedized version of the White Phosphorus NVGS currently being utilized by the Helicopter Division and is the appropriate model for the Canine Section.

The FCPD applies for and receives this award annually; however, as part of the grant application process and in accordance with the special conditions of the Justice Assistance Grant program, the grant application must be made available for review by the governing body of the local government during a scheduled meeting open to the public. The application must also be made available to provide an opportunity for citizens to comment. The grant will be made available to the public at the Board meeting as part of this administrative item to comply with the above requirement. This process has satisfied the Department of Justice's requirements in previous grant application cycles. The funding associated with this application will continue to support FCPD equipment needs and initiatives.

FISCAL IMPACT:
Grant funding in the amount of $125,644 is being requested to purchase 11 White Phosphorous Night Vision Goggle Systems for the Canine Unit in order to better enable movement and threat identification in very low light situations. No Local Cash Match is required. This action does not increase the expenditure level of the Federal-State Grant Fund, as funds are held in reserve for anticipated grant awards in FY 2020. This grant does not allow the recovery of indirect costs.

CREATION OF NEW POSITIONS:
No positions will be created by this grant award.

ENCLOSED DOCUMENTS:
Attachment 1 – Program Narrative of the Grant Application

STAFF:
David M. Rohrer, Deputy County Executive for Public Safety
Colonel Edwin C. Roessler Jr., Chief of Police

ABSTRACT PROPOSAL

White Phosophorous Night Vision Goggle System for Canine Unit

The Fairfax County Police Department (FCPD) requests grant funding for $125,644 to purchase elven (11) White Phosphorous Night Vision Goggle Systems for the Canine Unit in order to better enable movement and threat identification in very low light situations.

Officers assigned to the Canine Unit often find themselves conducting operations at night. Currently, the Canine handlers are outfitted with generation three Night Vision Goggle Systems (NVGS). NVGS better enable movement and threat identification in very low light situations, adding an element of safety that could not be accomplished utilizing the naked eye or white light. Currently, Canine handlers use a generation three NVGS monocle which allows for enhanced vision in only one eye, a great safety concern for our Canine handlers.

The NVGS currently in use projects an image of varying hues of green and black. They are inherently prone to creating shadowed images in order to differentiate between lighter and darker areas, such as wooded environments. Although the technology greatly enhances what the operator can see in low light situations, the technology is outdated and has its limitations.

Approximately four years ago, the Helicopter Division upgraded their generation three NVGS to White Phosphorus NVGS. This was specifically requested by the pilots assigned to the unit, three of which had multiple combat deployments while flying for the United States Military. The White Phosphorus NVGS dramatically increased the ability of the pilots to see contrast in low light situations, providing more natural black and white images that make it easier for the human eye to see greater detail. Essentially, what was previously hidden in the shadows with the third generation NVGS, came to light with the White Phosphorus NVGS. This dramatically increased the safety of the Helicopter Division's operations.

The EoTech PVS-31 is the ruggedized version of the White Phosphorus NVGS currently being utilized by the Helicopter Division and is appropriate model for the Canine Section.

Board Agenda Item
December 3, 2019

ADMINISTRATIVE – 8

Authorization for the Fairfax-Falls Church Community Services Board to Apply for and Accept Funding from the Department of Behavioral Health and Developmental Services to Support Expansion of Crisis Intervention Team (CIT) Training Assessment Site Program

ISSUE:
Board of Supervisors authorization is requested for the Fairfax-Falls Church Community Services Board (CSB) to apply for and accept funding, if received, from the Department of Behavioral Health and Developmental Services (DBHDS) to Support Expansion of Crisis Intervention Team (CIT) Training Assessment Site Program. If awarded, grant funding of $685,744 will support an on-site ambulatory Medical Assessment Program (MAP) at the Merrifield Center. The Medical Assessment Program will be available during high volume times, Monday through Friday, 1:00pm to 9:00pm, for individuals requiring medical assessment. The Medical Assessment Program will be operated under contract with Neighborhood Health, a Federally Qualified Health Center. Funding will also support 3/3.0 FTE new positions (1/1.0 FTE grant Peer Support Specialist position, 1/1.0 FTE merit Police Officer II position and 1/1.0 FTE merit Sheriff Deputy II position). The grant period is December 1, 2019 to June 30, 2020. It is anticipated that following the grant period, these funds will be ongoing and included in the CSB's State Performance Contract with DBHDS. If the actual award received is significantly different from the application amount, another item will be submitted to the Board requesting appropriation of grant funds. Otherwise, staff will process the award administratively per Board policy. Board authorization is also requested for the Chairman of the Board of Supervisors, the County Executive and/or a designee appointed by the County Executive to enter into the grant agreement and any related agreements, including but not limited to Federal Subaward Agreements, on behalf of the County.

RECOMMENDATION:
The County Executive recommends that the Board authorize the CSB to apply for and accept funding, if received, from DBHDS for expansion of the CIT Assessment Site at the Merrifield Center. State funding of $685,744 will support contracted medical services with Neighborhood Health as well as 3/3.0 FTE new positions to manage, enhance and support the medical assessment process. No Local Cash Match is required. The County Executive also recommends the Board authorize the Chairman of the Board of Supervisors, the County Executive and/or a designee appointed by the

County Executive to enter into the grant agreement and any related agreements, including but not limited to Federal Subaward Agreements, on behalf of the County.

TIMING:
Board action is requested on December 3, 2019. Due to the grant application deadline of October 28, 2019, the application was submitted pending Board approval. This Board item is being presented at the earliest subsequent Board meeting. If the Board does not approve this request, the application will be immediately withdrawn. The CSB Board approved the application on November 20, 2019.

BACKGROUND:
DBHDS is accepting applications to expand services for the operation of existing CIT Assessment Sites. The funds to be issued as a result of this announcement include one-time funds to be issued during FY 2020 and ongoing funds to begin in FY 2021. The Fairfax-Falls Church Community Services Board operates the Merrifield Crisis Response Center (MCRC) which provides 24-hour a day comprehensive walk-in psychiatric emergency services to the community. This includes a Crisis Intervention Team Assessment Center that aims to reduce the number of individuals in jails and divert them to more appropriate treatment services in the community. Individuals in psychiatric distress are brought to the MCRC for evaluation under law enforcement custody, voluntarily accompanied by law enforcement, or own their own accord as walk-ins for assessment and evaluation. If psychiatric hospitalization is required, MCRC staff must arrange for a medical assessment. Medical assessment includes: a physical exam, EKG, complete blood count including (Tylenol and aspirin level), blood alcohol level, urinalysis and a drug screening; and is used to assess physical medical conditions that can cause psychiatric symptoms or that may require treatment in addition to the presenting psychiatric illness. Medical assessment can take from 2 hours to 9 hours in local Emergency Departments depending on the volume of individuals waiting to be seen and is billed at $3,400 per assessment.

Individuals under a temporary detention order that are being involuntarily hospitalized are often handcuffed, lying on hospital gurneys in the hallways of Emergency Departments due to lack of available rooms. This is not an ideal location for someone in crisis and does not respect his/her privacy or human dignity. In addition, this is a difficult location for law enforcement to maintain these individuals' safety and security. Most of the injuries to clients and law enforcement occur during transport to the Emergency Department or admitting psychiatric facility. Law enforcement spends hours waiting with individuals in the Emergency Department for these individuals to be medically cleared and are not available for patrol in the community. The MCRC Crisis Intervention Team officers often transport individuals for medical assessment from the

MCRC which makes them unavailable to receive additional individuals at the MCRC that are brought in under an emergency custody order. In FY 2019, law enforcement spent over 3,198 hours with an average of 4.37 hours in Emergency Departments with individuals requiring medical assessment.

CSB is requesting funds to develop an on-site ambulatory Medical Assessment Program by contracting with Neighborhood Health, a Federal Qualified Health Center that is accredited by the Joint Commission, providing high quality primary medical, behavioral, and dental care to more than 22,500 patients at 13 clinics in Northern Virginia. This onsite medical assessment will be provided at the existing CIT facility during the high-volume times of 1:00pm to 9:00pm Monday through Friday for individuals requiring medical assessment. Two additional law enforcement personnel were also requested to transfer custody for individuals brought in under ECO to the MCRC for medical assessment and evaluation. A Peer Support Specialist will assist in providing peer support services to individuals brought in for medical assessment. Peer Support services will provide a calming presence for these individuals, information, education, and support throughout the process. The goals of this program are to: (a) Reduce patient and law enforcement time spent in Emergency Departments; (b) Increase the number of transfers of custody at the MCRC CIT assessment center; (c) Reduce the number of injuries to the client and law enforcement; (d) Increase number of individuals connected to follow up primary care services; (e) Reduce costs for medical assessment in an outpatient ambulatory setting versus an inpatient Emergency Department.

<u>FISCAL IMPACT</u>:
Grant funding in the amount of $685,744 is being requested from the Department of Behavioral Health and Developmental Services for an on-site ambulatory Medical Assessment Program at the Merrifield Center. No Local Cash Match is required. While this grant does allow for the recovery of indirect costs, CSB did not request grant funding for indirect costs as the program is highly competitive. This action does not increase the expenditure level in the Federal-State Grant Fund, as funds are held in reserve for unanticipated grant awards in FY 2020.

<u>CREATION OF NEW POSITIONS</u>:
Funding will support 3/3.0 FTE new positions (1/1.0 FTE grant Peer Support Specialist position in CSB, 1/1.0 FTE merit Police Officer II position in the Police Department and 1/1.0 FTE merit Sheriff Deputy II position in the Office of the Sheriff). The County is under no obligation to continue funding the Peer Support Specialist position when the grant funding expires. It is intended that the two public safety positions will continue should grant funding expire; however, it is anticipated that this funding will be ongoing

and included in the CSB's State Performance Contract with DBHDS. If funding is not included in the State Performance Contract, additional funding will need to be identified in order to continue these two positions.

ENCLOSED DOCUMENTS:
Attachment 1: Summary of Grant Proposal

STAFF:
Tisha Deeghan, Deputy County Executive
Dave Rohrer, Deputy County Executive
Daryl Washington, Executive Director, Fairfax-Falls Church Community Services Board

Expansion of Crisis Intervention Team Assessment Site
SUMMARY OF GRANT PROPOSAL

Grant Title: Expansion of Crisis Intervention Team (CIT) Assessment Site Program

Funding Agency: Commonwealth of Virginia Department of Behavioral Health and Developmental Services (DBHDS)

Applicant: Fairfax-Falls Church Community Services Board

Partner: Neighborhood Health (a Federally Qualified Health Center), Fairfax County Police Department, Office of the Sheriff

Purpose of Grant: This grant will fund a program to provide medical assessment onsite at the Merrifield Crisis Response Center (MCRC) for individuals brought in under Emergency Custody Order (ECO), individuals in need of involuntary or voluntary admission to inpatient psychiatric facilities or admission to crisis stabilization facilities.

Funding Amount: Funding in the amount of $685,744. There is no Local Cash Match requirement.

Proposed Use of Funds: Funding is a combination of one-time start-up costs, a contract with Neighborhood Health and County personnel services. The specific breakdown is as follows:

- $100,00 in one-time funding for IT, equipment and supplies, and personnel recruitment costs
- $281,460 ongoing medical assessment budget for personnel, education and training, supplies, and contractual services
- $304,284 MCRC budget for personnel including 1/1.0 FTE grant Peer Support Specialist position, 1/1.0 FTE merit Police Officer II position and 1/1.0 FTE merit Sheriff Deputy II position

Target Population: Individuals of all ages with mental health, substance use, or developmental disabilities that need medical assessment prior to an involuntary or voluntary admission to an inpatient psychiatric facility or crisis stabilization program.

Performance Measures: The success of this project will be based on five outcomes:

1) Reduce client and law enforcement time spent in Emergency Departments,
2) Increase the number of transfers of custody at the MCRC CIT Assessment Center,
3) Reduce the number of injuries to the client and law enforcement,
4) Increase the number of clients connected to primary care services, and

5) Reduce costs for medical assessment in an outpatient ambulatory setting versus an inpatient Emergency Department.

Grant Period: December 1, 2019 – June 30, 2020. It is anticipated that ongoing funding will be included in the CSB's State Performance Contract with DBHDS beginning in FY 2021.

Board Agenda Item
December 3, 2019

ACTION - 1

Approval of the Sale of General Obligation Public Improvement Bonds and Public Improvement Refunding Bonds

ISSUE:
Board approval of a resolution (Attachment 1) to authorize the sale of General Obligation Public Improvement and Public Improvement Refunding Bonds on or about January 28, 2020.

RECOMMENDATION:
The County Executive recommends approval of the sale of General Obligation Public Improvement Bonds that will generate $267.7 million to fund construction of capital facilities and infrastructure as previously approved by the Board. The County Executive also recommends approval of the sale of Public Improvement Refunding Bonds.

County staff recommends the Board take the following action:

> Approve the resolution authorizing the issuance of the General Obligation Public Improvement Bonds and Public Improvement Refunding Bonds, which also authorizes the execution and delivery of a Continuing Disclosure Agreement and other documents necessary for sale. This resolution delegates to the County Executive or Chief Financial Officer authority to award the bonds, on specified criteria, through either a competitive or negotiated sale. Bond Counsel has advised that this form of authorization is acceptable and provides flexibility for changing market conditions. This resolution also approves the form of the notice of sale and the Official Statement for the Public Improvement Bonds, and authorizes the Chairman, Vice Chairman, County Executive or Chief Financial Officer to sign the Official Statement for the Public Improvement Bonds.

TIMING:
Board action is requested on December 3, 2019.

BACKGROUND:
The Proposed Bond Sale Schedule of Events (Attachment 2) indicates a new money bond sale on or about January 28, 2020. Accompanying this Board Item are the necessary documents to proceed with the new money bond sale to meet FY 2020 capital funding requirements for on-going projects. There are many potential market

events that could affect the bond sale in the next few months and this sale date is therefore subject to market conditions. The closing date for the bonds is currently scheduled for the week of February 10, 2020. The County staff, along with the County's Financial Advisor, however, will revisit and adjust the sale date, if needed.

The resolution also lists several outstanding series of bonds that may become future candidates to refund using a combination of tax-exempt and taxable refundings if interest rates remain favorable. As with new money bond sales, the refunding candidates may be impacted by future actions taken by the Federal Reserve with respect to interest rates.

New Money Sale
The General Obligation Bond sale totals $267.7 million. Of that amount, the Fairfax County Public Schools will receive $180 million. In addition, $40 million will be allocated to the Washington Metropolitan Area Transit Authority (WMATA) as the County's share of WMATA's FY 2020 Adopted Capital Improvement Program, and $8 million will fund on-going Board of Supervisors' approved transportation projects such as roadway, pedestrian and bike/trail improvement projects. Public Safety funding of $5 million will provide for courtroom renovations and the construction of the Jefferson Fire Station. Funding of $25 million will be provided for the Fairfax County Park Authority and the Northern Virginia Regional Park Authority will receive $3 million to cover the County's annual capital contribution. Funding of $1.7 million will support construction and close-out costs for County libraries. Lastly, funding of $5 million will be provided for human services and community development facilities that include four shelters and two community centers.

The Schedule of Bond Purposes notes the remaining balance of voter-approved authorized but unissued bond funds by category and is included as Attachment 3. The School Board resolution requesting the sale of bonds on behalf of the School system was approved by the School Board at its November 18, 2019 meeting and is included as Attachment 4.

Staff has structured the size of this sale to the level necessary to support the capital construction program for the current fiscal year without altering any of the schedules of the projects in progress and previously approved by the Board of Supervisors. This bond sale of $267.7 million is within the adjusted total maximum sale allowed in the *Ten Principles of Sound Financial Management*. The FY 2020 Adopted Budget Plan states that the maximum annual sale of bonds will be $300 million or $1.5 billion over a five-year period, with a technical limit not to exceed $325 million in a single year. Consistent with previous bond sales, the County's resolution (Attachment 1) delegates to the County Executive or Chief Financial Officer the authority to award the bonds, on specified criteria, through either a competitive or negotiated sale. Bond Counsel has advised that this form of authorization is acceptable and provides flexibility for changing market conditions.

The maximum true interest cost rate permitted on the bonds, as established in the Bond Resolution, is 5.25 percent for tax-exempt bonds and 5.5 percent for taxable bonds. In addition, for a competitive sale, staff will use the electronic bidding system to receive bids and participate in providing on-line access to the Notice of Sale (Attachments 5 & 6) and the Preliminary Official Statement (Attachment 7).

Attachments 2 through 7 may be subject to minor changes to satisfy final legal review and to provide the most current information possible for bidders. Any material changes will be noted and forwarded to the Board of Supervisors.

Refunding of General Obligation Bonds
The County's Financial Advisor has conducted a refunding analysis of existing General Obligation bonds. Assuming market conditions as of November 1, 2019, a tax-exempt current refunding of the Series 2012A would generate savings exceeding the County's minimum savings threshold. The refunding would generate net present value savings of approximately $12.6 million or 10.5 percent of the refunded par amount. Actual savings will be dependent upon bond market conditions at the time of the sale.

In addition, the federal tax reform plan that became effective January 1, 2018 eliminated the ability to sell tax-exempt advance refunding bonds, which had allowed the County to refinance debt for savings by issuing tax-exempt bonds prior to their respective call dates. The County can continue to refund bonds prior to these call dates, but the bonds must be issued on a taxable basis, which may reduce the savings potential compared to a traditional tax-exempt advance refunding alternative. To allow for flexibility, at this time, staff recommends the authorization to pursue a taxable refunding bond sale that includes select maturities of the following bond series: 2013A, 2013B, 2014A, 2014B, 2015A, 2015B, 2016A, 2017A, and 2018A. Market conditions will determine the viability of a taxable refunding and the amount of savings.

FISCAL IMPACT:
The estimated debt service budget requirement for the new money bond sale, based on a conservative 4.0 percent True Interest Cost estimate, is $16.5 million for School purposes and $8.1 million for County purposes, beginning in FY 2021.

The County issued General Obligation bonds as a new money bond sale in the amount of $247.4 million on January 29, 2019. The bonds were sold to Citigroup Global Markets Inc. at a true interest cost of 2.90 percent.

The reception of Fairfax County bonds in the market continues to compare favorably both nationally and locally. The County has held a Aaa rating from Moody's since 1975, a AAA rating from Standard and Poor's since 1978, and a AAA rating from Fitch Ratings since 1997. As of January 2019, 13 states, 47 counties, and 33 cities have a Triple-A bond rating from all three major rating agencies. As a result of the County's excellent Triple-A bond rating, the County has saved an estimated $879.3 million from County bond and refunding sales.

ENCLOSED DOCUMENTS:
Attachment 1: 2020 County Public Improvement Bond Resolution
Attachment 2: 2020 Bond Sale Schedule of Events
Attachment 3: 2020 Schedule of Bond Purposes
Attachment 4: School Board Resolution Requesting Sale of Bonds (School Board Approved on November 18, 2019)
Attachment 5: Notice of Sale, Series 2020A
Attachment 6: Notice of Sale, Series 2020B
Attachment 7: Draft of the Preliminary Official Statement, Series 2020

STAFF:
Joseph Mondoro, Chief Financial Officer
Christina Jackson, Director, Department of Management and Budget
Joseph LaHait, Debt Manager, Department of Management and Budget

ASSIGNED COUNSEL:
Patricia Moody McCay, Senior Assistant County Attorney

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia, held in the Board auditorium in the Government Center at 12000 Government Center Parkway, Fairfax, Virginia, on December 3, 2019, at which meeting a quorum was present and voting, the following resolution was adopted:

A RESOLUTION AUTHORIZING THE ISSUANCE, IN ONE OR MORE SERIES, OF PUBLIC IMPROVEMENT BONDS AND REFUNDING BONDS, OF FAIRFAX COUNTY, VIRGINIA, PROVIDING FOR THE SALE OF SUCH BONDS AND DELEGATING TO THE COUNTY EXECUTIVE OR THE CHIEF FINANCIAL OFFICER AUTHORITY TO DETERMINE CERTAIN DETAILS OF SUCH BONDS AND ACCEPT OFFERS FOR THE PURCHASE OF SUCH BONDS

BE IT RESOLVED by the Board of Supervisors of Fairfax County, Virginia:

Section 1(a). Public Improvement Bonds. The Board of Supervisors of Fairfax County, Virginia (the "Board of Supervisors"), has found and determined and does hereby declare that:

(i) **School improvements – $180,000,000.** At an election duly called and held on November 3, 2015, a majority of the qualified voters of Fairfax County, Virginia (the "County"), voting on the question approved contracting a debt, borrowing money and issuing school bonds of the County, in the aggregate principal amount of $310,000,000.

The purpose of the school bonds stated in the election was to provide funds, in addition to funds from school bonds previously authorized, to finance, including reimbursement to the County for temporary financing for, the costs of school improvements, including acquiring, building, expanding and renovating properties, including new sites, new buildings or additions, renovations and improvements to existing buildings, and furnishings and equipment, for the Fairfax County public school system.

The Circuit Court of Fairfax County, Virginia (the "Circuit Court"), has duly entered its Final Order authorizing the Board of Supervisors to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County, in the aggregate principal amount of $310,000,000 for such purpose.

The Board of Supervisors, at the request of the School Board of Fairfax County, Virginia (the "School Board"), has heretofore issued $171,949,000 of the school bonds authorized at the election duly called and held on November 3, 2015.

The Board of Supervisors deems it advisable to authorize the issuance of up to $138,051,000 of school bonds authorized at the November 3, 2015, election and to sell the bonds.

At an election duly called and held on November 7, 2017, a majority of the qualified voters of the County voting on the question approved contracting a debt, borrowing money and issuing school bonds of the County, in the aggregate principal amount of $315,000,000.

The purpose of the school bonds stated in the election was to provide funds, in addition to funds from school bonds previously authorized, to finance, including reimbursement to the County for temporary financing for, the costs of school improvements, including acquiring, building, expanding and renovating properties, including new sites, new buildings or additions, renovations and improvements to existing buildings, and furnishings and equipment, for the Fairfax County public school system.

The Circuit Court has duly entered its Final Order authorizing the Board of Supervisors to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County, in the aggregate principal amount of $315,000,000 for such purpose.

The Board of Supervisors at the request of the School Board of Fairfax County, Virginia (the "School Board"), has heretofore issued none of the school bonds authorized at the election duly called and held on November 7, 2017.

The Board of Supervisors deems it advisable to authorize the issuance of up to $41,949,000 of school bonds authorized at the November 7, 2017, election and to sell the bonds.

The issuance of such school bonds is contingent upon the adoption by the School Board of a resolution, in a form acceptable to the County's bond counsel, requesting the issuance of such school bonds.

(ii) **Transportation improvements and facilities – $48,000,000.** At an election duly called and held on November 4, 2014, a majority of the qualified voters of the County voting on the question approved contracting a debt, borrowing money and issuing bonds of the County, in addition to the bonds previously authorized for transportation improvements and facilities, in the maximum aggregate principal amount of $100,000,000 for the purpose of providing funds to finance the cost of constructing, reconstructing, improving and acquiring transportation facilities, including improvements to primary and secondary State highways, improvements related to transit, improvements for pedestrians and bicycles, and ancillary related improvements and facilities.

The Circuit Court has duly entered its Final Order authorizing the Board of Supervisors, to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County, in the aggregate principal amount of $100,000,000 for such purpose.

The Board of Supervisors has heretofore issued $23,960,000 transportation improvements and facilities bonds authorized at the election duly called and held on November 4, 2014.

The Board of Supervisors deems it advisable to authorize the issuance of up to $8,000,000 of transportation improvements and facilities bonds authorized at the November 4, 2014, election and to sell the bonds.

At an election duly called and held on November 8, 2016, a majority of the qualified voters of the County voting on the question approved contracting a debt, borrowing money and issuing bonds of the County in addition to bonds previously authorized for transportation improvements and facilities, in the maximum aggregate principal amount of $120,000,000 to finance Fairfax County's share, under the Washington Metropolitan Area Transit Authority Compact, of the cost of constructing, reconstructing, improving and acquiring transportation improvements and facilities, including capital costs of land, transit facilities, rolling stock and equipment in the Washington metropolitan area, and to finance improvements to primary and secondary State highways and ancillary related improvements and facilities.

The Circuit Court has duly entered its Final Order authorizing the Board of Supervisors, to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County, in the aggregate principal amount of $120,000,000 for such purpose.

The Board of Supervisors has heretofore issued $68,400,000 transportation improvement and facilities bonds authorized at the election duly called and held on November 8, 2016.

The Board of Supervisors deems it advisable to authorize the issuance of up to $40,000,000 of transportation improvement and facilities bonds authorized at the November 8, 2016, election and to sell the bonds.

(iii) **Parks and park facilities – $28,000,000.** At an election duly called and held on November 8, 2016, a majority of the qualified voters of the County voting on the question approved contracting a debt, borrowing money and issuing bonds of the County in addition to bonds previously authorized for parks and park facilities, in the maximum aggregate principal amount of $107,000,000: (i) $94,700,000 principal amount to finance the Fairfax County Park Authority's cost to acquire, construct, develop and equip additional parks and park facilities, to preserve open-space land, and to develop and improve existing parks and park facilities; and (ii) $12,300,000 principal amount for Fairfax County's contribution to the Northern Virginia Regional Park Authority to acquire, construct, develop and equip parks and park facilities.

The Circuit Court has duly entered its Final Order authorizing the Board of Supervisors, to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County, in the aggregate principal amount of $107,000,000 for such purpose.

The Board of Supervisors has heretofore issued $280,000 of the $94,700,000 parks and park facilities bonds for the Fairfax County Park Authority authorized at the election duly called and held on November 8, 2016, and has heretofore authorized the issuance of and has issued $9,300,000 parks and park facilities bonds for the Northern Virginia Regional Park Authority authorized at the election duly called and held on November 8, 2016.

The Board of Supervisors deems it advisable to authorize the issuance of up to (i) $3,000,000 parks and park facilities bonds for the Northern Virginia Regional Park Authority and (ii) $25,000,000 parks and park facilities bonds for the Fairfax County Park Authority, each authorized at the November 8, 2016, election and to sell the bonds.

(iv) **Public Library Facilities – $1,664,000.** At an election duly called and held on November 6, 2012, a majority of the qualified voters of the County, voting on the question approved contracting a debt, borrowing money and issuing bonds of the County, in addition to the public library facilities bonds previously authorized, in the maximum aggregate principal amount of $25,000,000 for the purpose of providing funds, with any other available funds, to finance the cost of providing additional public library facilities, the reconstruction, enlargement, and equipment of existing library facilities, and the acquisition of necessary land.

The Circuit Court has duly entered its Final Order authorizing the Board of Supervisors to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County, in the aggregate principal amount of $25,000,000 for such purpose.

The Board of Supervisors has heretofore issued $13,336,000 public library facilities bonds authorized at the election duly called and held on November 6, 2012.

The Board of Supervisors deems it advisable to authorize the issuance of up to $1,664,000 of public library facilities bonds authorized at the November 6, 2012, election and to sell the bonds.

(v) **Public safety facilities – $5,000,000.** At an election duly called and held on November 6, 2012, a majority of the qualified voters of the County voting on the question approved contracting a debt, borrowing money and issuing bonds of the County, in addition to the public safety facilities bonds previously authorized, in the maximum aggregate principal amount of $55,000,000, for the purpose of providing funds, with any other available funds, to finance the cost of providing public safety facilities, including the construction, reconstruction, enlargement, renovation and equipment of civil and criminal justice facilities, police training facilities and stations, fire and rescue training facilities and stations, including fire and rescue stations owned by volunteer organizations, and the acquisition of necessary land.

The Circuit Court has duly entered its Final Order authorizing the Board of Supervisors to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County in the aggregate principal amount of $55,000,000 for such purpose.

The Board of Supervisors has heretofore issued $32,490,000 public safety facilities bonds authorized at the election duly called and held on November 6, 2012.

The Board of Supervisors deems it advisable to authorize the issuance of up to $5,000,000 of public safety facilities bonds authorized at the November 6, 2012, election and to sell the bonds.

(vi) **Human services facilities and community development facilities – $5,000,000.** At an election duly called and held on November 8, 2016, a majority of the qualified voters of the County voting on the question approved contracting a debt, borrowing money and issuing bonds of the County in the maximum aggregate principal amount of $85,000,000 to provide funds to finance the cost of human services facilities and community development facilities, including the construction and reconstruction of community centers and shelters and the acquisition of land and equipment or interest therein.

The Circuit Court has duly entered its Final Order authorizing the Board of Supervisors to proceed to carry out the wishes of the voters of the County as expressed at such election and to contract a debt, borrow money and issue bonds of the County, in the aggregate principal amount of $85,000,000 for such purpose.

The Board of Supervisors has heretofore issued $4,400,000 of the human services facilities and community development facilities bonds authorized at the election duly called and held on November 8, 2016.

The Board of Supervisors deems it advisable to authorize the issuance of up to $5,000,000 of human services facilities and community development facilities bonds authorized at the November 8, 2016, election and to sell the bonds.

Section 1(b). Prior bond issues. The Board of Supervisors has been advised that certain bonds of certain series of its outstanding public improvement bonds and public improvement and refunding bonds, in certain favorable market conditions, may be refunded to achieve substantial present value debt service savings.

The Board of Supervisors deems it advisable to authorize the issuance of public improvement refunding bonds, pursuant to a tax-exempt or taxable bond sale, to achieve such savings, if available.

The Board of Supervisors has further found and determined and does hereby declare that:

(i) **Series 2012A Bonds.** For purposes of providing funds, with other available funds, for school improvements, transportation improvements and facilities, parks and park facilities, public safety facilities, human services facilities and public library facilities the Board of Supervisors duly issued bonds of the County in the aggregate principal amount of $217,655,000, designated "Public Improvement Bonds, Series 2012A" (the "Series 2012A Bonds"), dated February 2, 2012.

The Series 2012A Bonds that mature on or before April 1, 2020, are not subject to optional redemption before their maturity. The Series 2012A Bonds that mature after April 1, 2020, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than April 1, 2020, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(ii) **Series 2013A Bonds**. For purposes of providing funds, with other available funds, for school improvements, transportation improvements and facilities, public safety facilities, parks and park facilities, commercial and redevelopment area improvements and public library facilities the Board of Supervisors duly issued bonds of the County in the aggregate principal amount of $206,335,000, designated "Public Improvement Bonds, Series 2013A" (the "Series 2013A Bonds"), dated January 24, 2013.

The Series 2013A Bonds that mature on or before October 1, 2021, are not subject to optional redemption before their maturity. The Series 2013A Bonds that mature after October 1, 2021, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than October 1, 2021, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(iii) **Series 2013B Bonds**. For purposes of providing funds, with other available funds, to refund certain outstanding bonds of the County, the Board of Supervisors duly issued bonds of the County in the aggregate principal amount of $128,000,000, designated "Public Improvement Refunding Bonds, Series 2013B" (the "Series 2013B Bonds"), dated January 24, 2013.

The Series 2013B Bonds that mature on or before October 1, 2023, are not subject to optional redemption before their maturity. The Series 2013B Bonds that mature after October 1, 2023, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than April 1, 2023, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(iv) **Series 2014A Bonds.** For purposes of providing funds, with other available funds, for school improvements, transportation improvements and facilities, public safety facilities, parks and park facilities and public library facilities and to refund certain Series 2004 A, Series 2004 B and Series 2005 A outstanding bonds of the County, the Board of Supervisors duly issued bonds of the County in the aggregate principal amount of $316,310,000, designated "Public Improvement and Refunding Bonds, Series 2014A" (the "Series 2014A Bonds"), dated February 6, 2014.

The Series 2014A Bonds that mature on or before October 1, 2023, are not subject to optional redemption before their maturity. The Series 2014A Bonds that mature after October 1, 2023, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than October 1, 2023, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(v) **Series 2014B Bonds**. For purposes of providing funds, with other available funds, to refund certain outstanding bonds of the County, the Board of Supervisors duly issued bonds of the County in the aggregate principal amount of $202,190,000, designated "Public Improvement Refunding Bonds, Series 2014B" (the "Series 2014B Bonds"), dated November 4, 2014.

The Series 2014B Bonds that mature on or before October 1, 2024, are not subject to optional redemption before their maturity. The Series 2014B Bonds that mature after October 1, 2024, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than October 1, 2024, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(vi) **Series 2015A Bonds.** For purposes of providing funds, with other available funds, for school improvements, transportation improvements and facilities, parks and park facilities, public safety facilities, and storm drainage improvements, the Board of Supervisors, duly issued bonds of the County in the aggregate principal amount of $227,340,000, designated "Public Improvement Bonds, Series 2015A" (the "Series 2015A Bonds"), dated March 4, 2015.

The Series 2015A Bonds that mature on or before October 1, 2024, are not subject to optional redemption before their maturity. The Series 2015A Bonds that mature after October 1, 2024, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than October 1, 2024, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(vii) **Series 2015B Bonds**. For purposes of providing funds, with other available funds, to refund certain outstanding bonds of the County, the Board of Supervisors duly issued bonds of the County in the aggregate principal amount of $57,070,000, designated "Public Improvement Refunding Bonds, Series 2015B" (the "Series 2015B Bonds"), dated March 11, 2015.

The Series 2015B Bonds that mature on or before October 1, 2024, are not subject to optional redemption before their maturity. The Series 2015B Bonds that mature after October 1, 2024, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date on or after April 1, 2025 and prior to October 1, 2025, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of 101% of the principal amount of the Series 2015B Bonds to be redeemed, and on or after October 1, 2025, at 100% of the principal amount of the Series 2015B Bonds to be redeemed, plus, in each case, accrued interest to the redemption date.

(viii) **Series 2016A Bonds.** For purposes of providing funds, with other available funds, for school improvements, transportation improvements and facilities, parks and park facilities, public safety facilities, public library facilities and storm drainage improvements and to refund certain Series 2008 A Bonds, Series 2009 A Bonds, Series 2011A Bonds, Series 2012A Bonds and Series 2013A Bonds the Board of Supervisors duly issued bonds of the County in the aggregate principal amount of $335,980,000, designated "Public Improvement and Refunding Bonds, Series 2016A" (the "Series 2016A Bonds"), dated February 9, 2016.

The Series 2016A Bonds that mature on or before October 1, 2025, are not subject to optional redemption before their maturity. The Series 2016A Bonds that mature after October 1, 2025, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than April 1, 2026, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(ix) **Series 2017A Bonds.** For the purposes of providing funds, with other available funds, for school improvements, transportation improvements and facilities, parks and park facilities, public safety facilities, storm drainage improvements and public library facilities duly issued bonds of the County in the aggregate principal amount of $228,375,000, designated "Public Improvement Bonds, Series 2017A" (the "Series 2017A Bonds"), dated February 7, 2017.

The Series 2017A Bonds that mature on or before October 1, 2026, are not subject to optional redemption before their maturity. The Series 2017A Bonds that mature after October 1, 2026, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than April 1, 2027, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(x) **Series 2018A Bonds.** For the purposes of providing funds, with other available funds, for school improvements, transportation improvements and facilities, parks and park facilities, public safety facilities, storm drainage improvements, public library facilities, human services facilities, and community development facilities duly issued bonds of the County in the aggregate principal amount of $219,640,000, designated "Public Improvement Bonds, Series 2018A" (the "Series 2018A Bonds"), dated January 24, 2018.

The Series 2018A Bonds that mature on or before October 1, 2027, are not subject to optional redemption before their maturity. The Series 2018A Bonds that mature after October 1, 2027, may be redeemed, at the option of the County, before their respective maturities, on not more than 60 nor less than 30 days' notice mailed to the registered owners, on any date not earlier than April 1, 2028, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.

(xi) The Board of Supervisors has determined to provide for the issuance of refunding bonds of Fairfax County, Virginia, for the purpose of providing funds, with other available funds, to refund all or a portion of all or any of the following outstanding bonds of Fairfax County, Virginia (collectively, the "Refunding Candidates"), all as hereinafter provided:

Series 2012A Bonds that are first subject to, and shall be called for redemption on April 1, 2020, and

Series 2013A Bonds that are first subject to, and shall be called for redemption on October 1, 2021, and

Series 2013B Bonds that are first subject to, and shall be called for redemption on April 1, 2023, and

Series 2014A Bonds that are first subject to, and shall be called for redemption on October 1, 2023, and

Series 2014B Bonds that are first subject to, and shall be called for redemption on October 1, 2024, and

Series 2015A Bonds that are first subject to, and shall be called for redemption on October 1, 2024, and

Series 2015B Bonds that are first subject to, and shall be called for redemption on or after April 1, 2025, and

Series 2016A Bonds that are first subject to, and shall be called for redemption on April 1, 2026, and

Series 2017A Bonds that are first subject to, and shall be called for redemption on April 1, 2027, and

Series 2018A Bonds that are first subject to, and shall be called for redemption on April 1, 2028, and

Any maturity of any of the foregoing series of bonds that mature prior to the first optional redemption date for such series of bonds.

Any such refunding bonds issued to refund the Refunding Candidates shall not exceed the aggregate principal amount of $450,000,000.

Section 2. Authorization of bonds. The Board of Supervisors has determined that it is in the best interests of the County to consolidate for the purposes of the sale the bond authorizations mentioned above into one or more series of public improvement and/or refunding bonds of the County. The bonds shall be designated as appropriate "[Taxable] Public Improvement [and/or] Refunding Bonds, Series 2020[A], [B]." The bonds shall be dated, shall be stated to mature in certain amounts on such dates, subject to the right of prior redemption, and shall bear interest until their payment at a rate or rates and on such dates as shall hereafter be determined by the Board of Supervisors by resolution or by the County Executive or Chief Financial Officer pursuant to the delegation to each of them contained in this Resolution. The first interest payment date of such bonds shall be no later than thirteen months after the issuance of such bonds. The bonds shall be issuable in fully registered form in the denomination of $5,000 or any integral multiple thereof and shall be appropriately numbered all as hereinafter provided.

The Board of Supervisors deems it advisable at this time to authorize the sale of such bonds pursuant to the terms of this Resolution.

The bonds issued for the purpose of providing funds for school improvements, transportation improvements and facilities, public safety facilities, parks and park facilities, and storm drainage improvements shall have an aggregate principal amount not to exceed the sum of the amount required to provide $267,664,000 for such purposes.

The bonds issued for the purpose of providing funds, with other available funds, to refund all or a portion of all or any of the Refunding Candidates (the Refunding Candidates so refunded, the "Refunded Bonds") shall have such principal amounts as shall hereafter be determined by the Board of Supervisors by resolution or by the County Executive or Chief Financial Officer pursuant to the delegation to each of them contained in this resolution, to produce overall present value debt service savings for the County. The aggregate principal amount of such bonds issued to refund the Refunded Bonds shall not exceed $450,000,000, and such bonds may be sold on a tax-exempt or taxable basis.

If none of the proceeds of the bonds as authorized should be used for refunding any of the Refunding Candidates, then the bonds shall be designated as appropriate "Public Improvement Bonds, Series 2020, [A], [B]." If a series of bonds is issued and none of the proceeds is used for providing funds for public improvement purposes, then the bonds shall be designated "[Taxable] Public Improvement Refunding Bonds, Series 2020 [A], [B]."

The Board of Supervisors hereby determines that in the event that financial market conditions dictate, and it is determined by the County Executive or Chief Financial Officer to be in the best interests of the County, bond anticipation notes may be issued in anticipation of the issuance of the bonds. Any such bond anticipation notes shall have a first interest payment date no later than July 1, 2021, and a final maturity no later than July 1, 2023. All other provisions in this Resolution setting forth the terms and details of bonds as well as delegations provided shall apply to such bond anticipation notes if the context requires.

Each bond shall bear interest from the interest payment date next preceding the date on which it is authenticated unless it is (a) authenticated upon an interest payment date in which case it shall bear interest from such interest payment date or (b) authenticated prior to the first interest payment date in which case it shall bear interest from its date; provided, however, that if at the time of authentication interest on any bond is in default, such bond shall bear interest from the date to which interest has been paid.

The principal of and the interest and any redemption premium on the bonds shall be payable in any coin or currency of the United States of America which is legal tender for the payment of public and private debts on the respective dates of payment thereof. The principal of and any redemption premium on each bond shall be payable to the registered owner thereof or his registered assigns or legal representative at the office of the Bond Registrar mentioned hereinafter upon the presentation and surrender thereof as the same shall become due and payable. Payment of the interest on each bond shall be made by the Bond Registrar on each interest payment date to the person appearing (hereafter provided) on the registration books of the County as the registered owner of such bond (or the previous bond or bonds evidencing the same debt as that evidenced by such bond) at the close of business on the record date for such interest, which, unless otherwise determined pursuant to the delegation of authority contained in this resolution, shall be the 15th day (whether or not a business day) of the calendar month next preceding such interest payment date, by check mailed or by wire transfer to such person at his address as it appears on such registration books.

The bonds initially issued will be in fully registered form and registered in the name of Cede & Co., a nominee of The Depository Trust Company, New York, New York ("DTC"), and immobilized in the custody of DTC. One fully registered bond for the original principal amount of each maturity will be registered to Cede & Co. Beneficial owners will not receive physical delivery of bonds. Individual purchases of bonds may be made in book-entry form only in original principal amounts of $5,000 and integral multiples of $5,000. Payments of the principal of and premium, if any, and interest on the bonds will be made to DTC or its nominee as registered owner of the bonds on the applicable payment date.

So long as Cede & Co., or its successor, as nominee of DTC, is the registered owner of the bonds, references in this resolution to the holders of the bonds mean Cede & Co. and do not mean the beneficial owners of the bonds.

Replacement bonds (the "Replacement Bonds") will be issued directly to beneficial owners of bonds rather than to DTC, or its nominee, but only in the event that:

(1) DTC determines not to continue to act as securities depository for the bonds;

(2) The County has advised DTC of its determination that DTC is incapable of discharging its duties; or

(3) The County has determined that it is in the best interests of the beneficial owners of the bonds not to continue the book-entry system of transfer.

Upon occurrence of the events described in clause (1) or (2), the County will attempt to locate another qualified securities depository. If DTC makes the determination described in clause (1) and the County fails to select another qualified securities depository to replace DTC, the County will execute and the Bond Registrar will authenticate and deliver to the participants in DTC ("Participants") the Replacement Bonds to which the Participants are entitled. In the event the County makes the determination described in clause (2) or (3) (the County undertakes no obligation to make any investigation to determine the occurrence of any events that would permit the County to make any such determination) and, in the case of the determination under clause (2), the County has failed to designate another qualified securities depository and has made provisions to notify the beneficial owners of the bonds by mailing an appropriate notice to DTC, the County will execute and the Bond Registrar will authenticate and deliver to the Participants the appropriate Replacement Bonds to which the Participants are entitled. The Bond Registrar is entitled to rely on the records provided by DTC as to the Participants entitled to receive Replacement Bonds.

Section 3. Sale of Bonds. Pursuant to the delegation set forth within this Resolution, bonds (which includes any bond anticipation notes) to be issued may be sold in a competitive sale pursuant to bids received electronically via the BiDCOMP/Parity Competitive Bidding System or similar electronic based competitive bidding system or through a negotiated sale to one or more underwriters or financial institutions chosen in compliance with County guidelines and regulations. Bonds sold through a negotiated sale may be sold in a public sale or in a private placement. Bonds authorized to be issued under this Resolution may be sold in one or more series and on one or more dates on any date on or before December 31, 2020. The authorization and approvals of the documents set forth in this Resolution (as long as the documents used in such sale are authorized herein) shall apply to each bond sale.

Section 4. Notice of Sale; Bids. If bonds (or bond anticipation notes) are determined to be sold in a competitive sale, the Clerk for the Board of Supervisors is hereby authorized, if recommended by the Financial Advisor of the County to be beneficial for the sale of the bonds, to cause one or more notices calling for bids for the purchase of the bonds, to be published. Such notices shall be substantially in the form of the Notice of Sale(s) annexed to this resolution (the "Notice of Sale(s)"). Alternatively, the Clerk may cause to be published a summary of the principal terms of the notices. Bids shall be received electronically via the BiDCOMP/Parity Competitive Bidding System or similar electronic based competitive bidding system.

Section 5. Official Statement. The draft of the Preliminary Official Statement of the County (the "Preliminary Official Statement(s)") relating to the public improvement and refunding bonds presented at the meeting at which this resolution is adopted, and the circulation thereof, the completion thereof with the results of the sale and the printing and delivery to the winning bidder(s) in a competitive sale or the underwriter(s) in a negotiated sale of a reasonable number of copies thereof as so completed (the "final Official Statement(s)") are hereby approved and authorized, and the Chairman, Vice Chairman of the Board of Supervisors, County Executive or the Chief Financial Officer is hereby authorized and directed to deem final the Preliminary Official Statement(s) for purposes of Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended, and to execute and deliver the final Official Statement(s), both the Preliminary Official Statement(s) and the final Official Statement(s) to be in substantially the form of the related draft Preliminary Official Statement presented at this meeting with the changes contemplated hereby and such other changes as the Chairman, Vice Chairman of the Board of Supervisors, County Executive or the Chief Financial Officer may approve, his or her signature on the final Official Statement to be conclusive evidence of the signer's approval thereof. The Preliminary Official Statement(s) and the final Official Statement(s) may be disseminated or otherwise made available through electronic means.

Section 6. Delegation and Standard. (a) *Competitive Sale Delegation* – The Board of Supervisors has determined that there may be unplanned occasions when it is not possible for some of the members of the Board of Supervisors to attend a special meeting for the purpose of receiving bids for the purchase of bonds of the County offered for sale at competitive bidding and that the accepted practice of the bond markets dictates that the lowest bid be speedily determined and the bonds be promptly awarded or that all bids be rejected.

The Board of Supervisors delegates to each of the County Executive and the Chief Financial Officer (each a "delegate"), the authority to accept the lowest bid (determined in accordance with the Notice of Sale) for the bonds (or any bond anticipation notes), being offered for sale by the Board of Supervisors at competitive bidding on a date(s) not later than December 31, 2020, subject to the following conditions: (i) a delegate shall have determined that the bid conforms in all material respects to the requirements of the Notice of Sale, (ii) a delegate shall have determined that the bid to be accepted is the lowest bid conforming to the terms of the Notice of Sale, (iii) the Financial Advisor to Fairfax County shall have recommended that the lowest conforming bid be accepted, (iv) the true interest cost of such bid shall not exceed 5.25% for bonds issued on a tax-exempt basis and 5.50% for bonds issued on a taxable basis, and (v) the Board of Supervisors shall not then be in special session called for the purpose of accepting bids (the Board not to be deemed in special session if less than a quorum is present and voting).

(b) *Negotiated Sale Delegation* – The Board of Supervisors delegates to each of the County Executive and the Chief Financial Officer, the authority to sell the bonds (or any bond anticipation notes) in a negotiated sale to one or more underwriters or financial institutions on a date not later than December 31, 2020, subject to the following conditions: (i) the Financial Advisor to Fairfax County shall have recommended that due to financial market conditions such a negotiated sale best serves the interest of the County, (ii) the true interest cost of such bonds shall not exceed 5.25% for bonds issued on a tax-exempt basis and 5.50% for bonds issued on a taxable basis and (iii) the underwriter(s) or other financial institutions(s) of the bonds shall have been chosen pursuant to County guidelines and regulations.

In the event of a negotiated sale, the Chairman or Vice Chairman of the Board of Supervisors, the County Executive and the Chief Financial Officer, or such other officer or officers of the County as may be designated by any one of them, is hereby authorized and directed to execute a bond purchase agreement, setting forth the terms of the sale of the bonds. Such bond purchase agreement shall only be executed (i) if such agreement does not contain any terms contradictory to the terms of this Resolution and (ii) the Financial Advisor to the County shall recommend to the County the execution of such agreement.

(c) *Additional Delegation* – The Board of Supervisors hereby further delegates to each of the County Executive and the Chief Financial Officer, subject to the limitations contained herein, powers and duties to determine the following, such delegation to be effective only if the Board of Supervisors shall not then be in session (the Board not to be deemed in session if less than a quorum is present and voting):

(1) The series designations of such bonds;

(2) The aggregate principal amount of the bonds issued for public improvement purposes, such amount not to exceed the sum of the amount required to provide $267,664,000 for such public improvement purposes;

(3) The aggregate principal amount of bonds issued for refunding of the Refunded Bonds; provided, however, that the present value of the debt service savings to be obtained from the refunding of the Refunded Bonds is not less than 3.0% of the principal amount of the Refunded Bonds;

(4) To determine to use additional County funds, in addition to the proceeds of any bonds issued, to refund the Refunded Bonds;

(5) The determination of the bonds as serial or term bonds;

(6) The respective annual maturity dates and any mandatory redemption dates of the bonds, and the respective principal amounts of the bonds to mature or be redeemed on such dates, provided that the first maturity date of bonds for public improvement purposes shall occur no later than December 1, 2021, and the final maturity date shall not be later than December 1, 2040;

(7) The dated date of the bonds provided, however, the bonds shall be dated their date of issue or as of a customary date preceding their date of issue;

(8) The interest payment dates, for the bonds and the record date for the bonds;

(9) The redemption provisions, if any, of the bonds as further set forth in Section 8 of this resolution; and

(10) If necessary, upon the refunding of the Refunded Bonds, (i) to approve and execute an escrow agreement, with an escrow agent or letter of instructions (such escrow agreement or letter of instructions to be executed only if such document does not contain any terms contradictory to the terms of this Resolution and only upon the recommendation of Bond Counsel to Fairfax County and the Financial Advisor to Fairfax County), (ii) to appoint a verification agent and an escrow agent and (iii) to determine the particular escrow securities and the form thereof and the terms of any related agreement (including a forward purchase agreement for the delivery of open-market escrow securities), with respect thereto that in his judgment, upon the recommendation of the County's Financial Advisor, will improve the efficiency of the escrow securities in defeasing the Refunded Bonds.

The Board of Supervisors hereby further delegates to each of the County Executive and the Chief Financial Officer authority to allocate any premium received upon the sale of the bonds to (i) fund interest payments on the bonds which relate to projects financed that are under construction through a time period no later than December 1, 2020, (ii) pay costs of issuance of the bonds or (iii) as to any or all of the public improvement bonds, taking into account, among other things, the reoffering prices for the various maturities of the bonds, reduce the principal amount of the bonds to which such allocation is made to produce proceeds approximately equal to the respective amounts authorized to be issued for such purposes by Section 1(a) and paragraph (c)(2) of this Section 6.

Section 7. Forms of bonds. The bonds shall bear the facsimile signatures of the Chairman or Vice Chairman and the Clerk for the Board of Supervisors and a facsimile of the official seal of the Board shall be imprinted on the bonds. The certificate of authentication of the Bond Registrar to be endorsed on all bonds shall be executed as provided hereinafter.

In case any officer of Fairfax County whose facsimile signature shall appear on any bonds shall cease to be such officer before the delivery of such bonds, such facsimile signature shall nevertheless be valid and sufficient for all purposes the same as if she or he had remained in office until such delivery, and any bond may bear the facsimile signatures of such persons at the actual time of the execution of such bond shall be the proper officers to sign such bond although at the date of such bond such persons may not have been such officers.

No bond shall be valid or become obligatory for any purpose or be entitled to any benefit or security under this resolution until it shall have been authenticated by the execution by the Bond Registrar of the certificate of authentication endorsed thereon.

The bonds and the endorsement thereon shall be substantially in the following form:

[Depository Legend]

(Face of Bond)

No. ____ **$_____**

United States of America
Commonwealth of Virginia

FAIRFAX COUNTY
[Taxable] Public Improvement [and/or Refunding] Bond, Series 2020 [A], [B]

Maturity Date	**Interest Rate**	**Dated Date**	**CUSIP**
[_______]	________%	______, 2020	_____ __

Fairfax County, Virginia, is justly indebted and for value received hereby promises to pay to

____

or registered assigns or legal representative on the date specified above (or earlier as hereinafter referred to), upon the presentation and surrender hereof, at the office of the Director of the Department of Finance of Fairfax County, Virginia (the "Bond Registrar"), in Fairfax County, Virginia, the principal sum of

_____________________ **DOLLARS**

and to pay interest on such principal sum from the date hereof or from the [_____ 1 or _____ 1] next preceding the date of authentication to which interest shall have been paid, unless such date of authentication is an [_____ 1 or a _____ 1] to which interest shall have been paid, in which case from such date, such interest to the maturity hereof being payable on the 1st days of ________ and ________ in each year, the first interest payment date being _____, 20__, at the rate per annum specified above, until payment of such principal sum. The interest so payable on any such interest payment date will be paid to the person in whose name this bond (or the previous bond or bonds evidencing the same debt as that evidenced by this bond) is registered at the close of business on the record date for such interest, which shall be the 15th day (whether or not a business day) of the calendar month next preceding such interest payment date, by wire transfer, at the discretion of the County, or check mailed to such person at his address as it appears on the bond registration books of the County. Both the principal of and the interest on this bond shall be payable in any coin or currency of the United States of America which is legal tender for the payment of public and private debts on the respective dates of payment thereof. For the prompt payment hereof, both principal and interest as the same shall become due, the full faith and credit of the County are hereby irrevocably pledged.

This bond and the bonds of the series of which it is one are issued under and pursuant to a resolution duly adopted by the Board of Supervisors of Fairfax County, Virginia, on December ___, 2019 (the "Resolution"), for [(i) the purpose of providing funds, with other available funds, for school improvements, transportation improvements and facilities, parks and park facilities, storm drainage improvements, public safety facilities, public library facilities and human services facilities and community development facilities [and/or (ii) refunding portions of [ ] outstanding series of bonds of Fairfax County, Virginia, designated [ ]]].

The bonds of this series that mature on or before _____, 20__, are not subject to redemption before maturity. Bonds that mature after _______ 1, 20__, may be redeemed, at the option of the County, before their respective maturities on any date not earlier than _____ 1, 20__, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price of par plus accrued interest to the redemption date.]

[Insert make-whole or cost-of-funds call provisions, if applicable]

Term bonds of this series purchased or redeemed pursuant to a partial optional redemption by the County may be credited against the amortization requirements therefor as the County in its sole discretion may determine.

If less than all of the bonds of any one maturity shall be called for redemption, the particular bonds or portions of bonds of such maturity to be redeemed shall be selected by lot by the County in such manner as the County in its discretion may determine; provided, however, that the portion of any bond to be redeemed shall be in the principal amount of $5,000 or some multiple thereof and that, in selecting bonds for redemption, the County shall treat each bond as representing that number of bonds which is obtained by dividing the principal amount of such bond by $5,000.

Bonds may be redeemed only in increments of $5,000 or whole multiples thereof. If a portion of a Bond is called for redemption, a new Bond in a principal amount equal to the unredeemed portion thereof will be issued to the bondholder upon the surrender thereof.

Not more than sixty (60) nor less than thirty (30) days before the redemption date of any bonds to be redeemed, whether such redemption be in whole or in part, the County shall cause a notice of such redemption to be filed with the Bond Registrar and to be mailed, postage prepaid, to the registered owner of each bond to be redeemed in whole or in part at his address appearing upon the registration books of the County, but failure to mail such notice or any defect therein shall not affect the validity of the redemption. If a portion of this bond shall be called for redemption, a new bond or bonds in principal amount equal to the unredeemed portion hereof will be issued to the registered owner hereof or his legal representative upon the surrender hereof.

Any notice of optional redemption of the bonds may state that it is conditioned upon there being available an amount of money sufficient to pay the redemption price plus interest accrued and unpaid to the redemption date, and any conditional notice so given may be rescinded at any time before the payment of the redemption price of any such condition so specified is not satisfied. If a redemption does not occur after a conditional notice is given due to an insufficient amount of funds on deposit by the County, the corresponding notice of redemption shall be deemed to be revoked.

If the County gives an unconditional notice of redemption, then on the redemption date the Bonds called for redemption will become due and payable. If the County gives a conditional notice of redemption, and the amount of money to pay the redemption price of the affected Bonds shall have been set aside with the Trustee or a depositary (either, a “depositary”) for the purpose of paying such bonds, then on the redemption date the bonds will become due and payable. In either case, if on the redemption date the County holds money to pay the bonds called for redemption, thereafter no interest will accrue on those bonds, and a bondholder's only right will be to receive payment of the redemption price upon surrender of those bonds.

The County shall give notice as contemplated by Securities Exchange Act of 1934 Release No. 34-23856, dated December 3, 1986, including the requirement that notice be given to all organizations registered with the Securities and Exchange Commission as securities depositories, and to one or more information services of national recognition which disseminate redemption information with respect to municipal securities.

The bonds are issuable in fully registered form in the denomination of $5,000 or any multiple thereof. At the office of the Bond Registrar, in the manner and subject to the conditions provided in the Resolution, bonds may be exchanged for an equal aggregate principal amount of bonds of the same series and maturity, of authorized denominations and bearing interest at the same rate.

The Bond Registrar shall keep at its office the books of the County for the registration of transfer of bonds. The transfer of this bond may be registered only upon such books and as otherwise provided in the Resolution upon the surrender hereof to the Bond Registrar together with an assignment duly executed by the registered owner hereof or his attorney or legal representative in such form as shall be satisfactory to the Bond Registrar. Upon any such registration of transfer, the Bond Registrar shall deliver in exchange for this bond a new bond or bonds, registered in the name of the transferee, of authorized denominations, in an aggregate principal amount equal to the unredeemed principal amount of this bond, of the same series and maturity and bearing interest at the same rate.

The Bond Registrar shall not be required to exchange or register the transfer of any bond called for redemption in whole or in part pursuant to the Resolution.

This bond is one of a series issued under the authority of and in full compliance with the Constitution and laws of Virginia, particularly the Public Finance Act of 1991, Chapter 26, Title 15.2, Code of Virginia, 1950, as amended, and pursuant to votes of a majority of the qualified voters of Fairfax County, Virginia, voting at elections duly called and held under the provisions of the Code of Virginia, 1950, as amended, and under orders of the Circuit Court of Fairfax County, Virginia, authorizing the Board of Supervisors of the County to proceed to carry out the wishes of the voters as expressed at such elections, and pursuant to resolutions duly adopted by the Board of Supervisors and the School Board of the County.

It is hereby certified and recited that all acts, conditions and things required by the Constitution and laws of Virginia to happen, exist and be performed precedent to and in the issuance of this bond have happened, exist and have been performed in due time, form and manner as so required, that the total indebtedness of Fairfax County, Virginia, including this bond, does not exceed any constitutional or statutory limitation thereon, and that provision has been made for the levy and collection of an annual ad valorem tax upon all taxable property in the County subject to local taxation sufficient in amount to provide for the payment of the principal of and the interest on this bond as the same shall become due which tax shall be without limitation as to rate or amount and shall be in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purpose.

This bond shall not be valid or become obligatory for any purpose or be entitled to any benefit or security under the resolution mentioned hereinafter until this bond shall have been authenticated by the execution by the Bond Registrar of the certificate of authentication endorsed hereon.

IN WITNESS WHEREOF, the Board of Supervisors of Fairfax County, Virginia, has caused this bond to be issued in the name of Fairfax County, Virginia, and the Board has caused this bond to bear the facsimile signatures of its Chairman and Clerk and a facsimile of the official seal of the Board to be imprinted hereon, all as of the ____ day of ________, 2020.

(Facsimile signature)	(Facsimile signature)
____________________________	____________________________
Clerk, Board of Supervisors of Fairfax County, Virginia	**Chairman, Board of Supervisors of Fairfax County, Virginia**

(Facsimile seal)

CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds of the series designated herein and described in the within mentioned Resolution.

Director of the Department of Finance of
Fairfax County, Virginia, as Bond Registrar

By__________________________________
Authorized Signature

Date of authentication: ________ __, 2020

(Form of Assignment)

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned registered owner hereby sells, assigns and transfers unto

Please insert social security or
other identifying number of assignee

____

____

(Please Print or Typewrite Name and Address of Transferee)

the within bond, and all rights thereunder, and hereby irrevocably constitutes and appoints ________________________________ attorney to register the transfer of the within bond on the books kept for registration thereof, with full power of substitution in the premises.
Dated:_________________________ _________________________

NOTICE: The signature to this assignment must correspond with the name as it appears upon the face of the within bond in every particular, without alteration or enlargement or any change whatever.

Signature Guaranteed* by:____

*Signature(s) must be guaranteed by an "eligible guarantor institution" meeting the requirements of the Trustee which requirements will include membership or participation in STAMP or such other "signature guarantee program" as may be determined by the Trustee in addition to, or in substitution for, STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Section 8(a). Optional redemption. The Board of Supervisors hereby delegates to each of the County Executive and the Chief Financial Officer the authority, subject to the limitations contained herein, to determine the optional redemption provisions of any bonds pursuant to the delegation set forth in Section 6(c)(9). The first optional call date for the bonds must be no earlier than 5 years and no later than 10.5 years after the date of issue of such bonds. The maximum redemption price for the bonds may not exceed 102% of the principal amount of the bonds to be redeemed, plus accrued interest to the date of redemption. Bonds of a different series may contain different optional redemption provisions. Such delegation shall be effective only if the Board of Supervisors shall not then be in session (the Board of Supervisors not to be deemed in session if less than a quorum is present and voting). The bonds which are subject to optional redemption may be redeemed, at the option of Fairfax County, Virginia, before their respective maturities on any date not earlier than the optional redemption date, determined as set forth above, in whole or in part (in integral multiples of $5,000), upon payment of the redemption price, determined as set forth above, plus accrued interest to the redemption date. The County Executive or the Chief Financial Officer, upon the recommendation of the Financial Advisor to the County, may determine that the public improvement refunding bonds issued as taxable bonds shall not be subject to optional redemption prior to their maturity or upon the recommendation of the Financial Advisor to the County, notwithstanding the maximum redemption price referred to above, a make-whole or cost-of-funds premium shall be permitted for such taxable public improvement refunding bonds.

Section 8(b). Mandatory redemption. The term bonds, if any, shall be called for redemption, in part, in the principal amounts equal to the respective amortization requirements for the term bonds of such series (less the principal amount of any term bond of such series retired by purchase or optional redemption) at a price of par plus accrued interest thereon to the date fixed for redemption on a date specified pursuant to the delegation of authority contained in this resolution, preceding their maturity for which there is an amortization requirement.

In the event of a partial optional redemption or purchase of any such term bonds, the County will credit the principal amount of such term bonds so purchased or redeemed against the amortization requirements for the remaining term bonds outstanding in such amount and in such years as it in its sole discretion shall determine.

Section 8(c). Redemption provisions in general. If less than all of the bonds of any one maturity shall be called for redemption, the particular bonds or portions of bonds of such maturity to be redeemed shall be selected by lot by the County in such manner as the County in its discretion may determine; provided, however, that the portion of any bond to be redeemed shall be in the principal amount of the minimum authorized denomination or some multiple thereof and that, in selecting bonds for redemption, the County shall treat each bond as representing that number of bonds which is obtained by dividing the principal amount of such bond by such minimum authorized denomination.

In the case of redemptions of bonds at the option of the County, the County will select the maturities of the bonds to be redeemed.

The Board of Supervisors hereby delegates to each of the County Executive and the Chief Financial Officer the authority to modify the redemption provisions relating to the bonds based upon the recommendation of the County's Financial Advisor of current financial market considerations.

Not more than sixty (60) nor less than thirty (30) days before the redemption date of any bonds to be redeemed, whether such redemption be in whole or in part, the County shall cause a notice of such redemption to be filed with the Bond Registrar and to be mailed, postage prepaid, to the registered owner of each bond to be redeemed in whole or in part at his address appearing upon the registration books of the County, but failure to mail such notice or any defect therein shall not affect the validity of the redemption. Each such notice shall set forth the date designated for redemption, the redemption price to be paid, the maturities of the bonds to be redeemed and, if less than all of the bonds of any one maturity then outstanding shall be called for redemption, the distinctive numbers and letters, if any, of such bonds to be redeemed and, in the case of any bond to be redeemed in part only, the portion of the principal amount thereof to be redeemed. If any bond is to be redeemed in part only, the notice of redemption shall state also that on or after the redemption date, upon surrender of such bond, a new bond or bonds in principal amount equal to the unredeemed portion of such bond will be issued.

Any notice of optional redemption of the Bonds may state that it is conditioned upon there being available an amount of money sufficient to pay the redemption price plus interest accrued and unpaid to the redemption date, and any conditional notice so given may be rescinded at any time before the payment of the redemption price of any such condition so specified is not satisfied. If a redemption does not occur after a conditional notice is given due to an insufficient amount of funds on deposit by the County, the corresponding notice of redemption shall be deemed to be revoked.

If the County gives an unconditional notice of redemption, then on the redemption date the Bonds called for redemption will become due and payable. If the County gives a conditional notice of redemption, and the amount of money to pay the redemption price of the affected Bonds shall have been set aside with the escrow agent or a depositary (either, a "depositary") for the purpose of paying such Bonds, then on the redemption date the Bonds will become due and payable. In either case, if on the redemption date the County holds money to pay the Bonds called for redemption, thereafter no interest will accrue on those Bonds, and a bondholder's only right will be to receive payment of the redemption price upon surrender of those Bonds.

The County shall give notice as contemplated by Securities Exchange Act of 1934 Release No. 34-23856, dated December 3, 1986, including the requirement that notice be given to all organizations registered with the Securities and Exchange Commission as securities depositories, and to one or more information services of national recognition which disseminate redemption information with respect to municipal securities.

On or before the date fixed for redemption, moneys shall be deposited with the Bond Registrar to pay the principal of and the redemption premium, if any, on the bonds or portions thereof called for redemption as well as the interest accruing thereon to the redemption date thereof.

If a portion of a bond shall be called for redemption, the registered owner thereof or his attorney or legal representative shall present and surrender such bond to the Bond Registrar for payment of the principal amount thereof so called for redemption and the redemption premium, if any, on such principal amount, and the Bond Registrar shall authenticate and deliver to or upon the order of such registered owner or his legal representative, without charge therefor, for the unredeemed portion of the principal amount of the bond so surrendered, a bond or bonds of the same series and maturity, of any denomination or denominations authorized by this resolution and bearing interest at the same rate.

Section 9. Exchange; registration of transfer; Bond Registrar. Bonds, upon surrender thereof at the office of the Bond Registrar together with an assignment duly executed by the registered owner or his attorney or legal representative in such form as shall be satisfactory to the Bond Registrar, may, at the option of the registered owner thereof, be exchanged for an equal aggregate principal amount of bonds of the same series and maturity, of any denomination or denominations authorized by this resolution and bearing interest at the same rate.

The transfer of any bond may be registered only upon the registration books of the County upon the surrender thereof to the Bond Registrar together with an assignment duly executed by the registered owner or his attorney or legal representative in such form as shall be satisfactory to the Bond Registrar. Upon any such registration of transfer, the Bond Registrar shall authenticate and deliver in exchange for such bond a new bond or bonds, registered in the name of the transferee, of any denomination or denominations authorized by this resolution, in an aggregate principal amount equal to the unredeemed principal amount of such bond so surrendered, of the same series and maturity and bearing interest at the same rate.

In all cases in which bonds shall be exchanged or the transfer of bonds shall be registered hereunder, the Bond Registrar shall authenticate and deliver at the earliest practicable time bonds in accordance with the provisions of this resolution. All bonds surrendered in any such exchange or registration of transfer shall forthwith be cancelled by the Bond Registrar. The County or the Bond Registrar may make a charge for any governmental charge required to be paid with respect to such exchange or registration of transfer, but no other charge shall be made for exchanging or registering the transfer of bonds under this resolution. The Bond Registrar shall not be required to exchange or register the transfer of any bond called for redemption in whole or in part pursuant to Section 8 of this resolution.

As to any bond, the person in whose name the same shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of or on account of the principal or redemption price of any such bond and the interest on any such bond shall be made only to or upon the order of the registered owner thereof or his legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such bond, including the redemption premium, if any, and the interest thereon, to the extent of the sum or sums so paid.

The County shall appoint such registrars, transfer agents, depositaries or other agents as may be necessary for the registration, registration of transfer and exchange of bonds within a reasonable time according to then current commercial standards and for the timely payment of principal, interest and any redemption premium with respect to the bonds. The Director of the Department of Finance of Fairfax County, Virginia, is hereby appointed the registrar, transfer agent and paying agent for the bonds (collectively the “Bond Registrar”), subject to the right of the Board of Supervisors of the County to appoint another Bond Registrar, and as such shall keep at his office the books of the County for the registration, registration of transfer, exchange and payment of the bonds as provided in this resolution.

Section 10. Full faith and credit pledged. For the prompt payment of the principal of and the interest on the bonds authorized by this resolution as the same shall become due, the full faith and credit of Fairfax County, Virginia, are hereby irrevocably pledged, and each year while any of the bonds shall be outstanding, to the extent other funds of the County are not lawfully available and appropriated for such purpose, there shall be levied and collected in accordance with law an annual ad valorem tax upon all taxable property in the County subject to local taxation sufficient in amount to provide for the payment of the principal of and the interest on the bonds as such principal and interest shall become due, which tax shall be without limitation and in addition to all other taxes authorized to be levied in the County.

Section 11. Continuing Disclosure Agreement. The Chairman or Vice Chairman of the Board of Supervisors, the County Executive and the Chief Financial Officer, or such officer or officers of the County as may be designated, is hereby authorized and directed to execute a Continuing Disclosure Agreement, in the form contained in the draft Preliminary Official Statement presented at this meeting, setting forth the reports and notices to be filed by the County and containing such covenants as may be necessary in order to show compliance with the provisions of Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended.

Section 12. Tax covenant. The County covenants to take all action, and to refrain from taking any action, necessary under the Internal Revenue Code of 1986, as amended, to ensure that interest on any tax-exempt bonds will remain not includable in gross income for federal income tax purposes to the same extent as it is not includable on the date of closing on such bonds.

Section 13. Certificate concerning delegation. The County Executive or the Chief Financial Officer shall execute a Certificate or Certificates evidencing determinations or other actions taken pursuant to the authority granted in this resolution, and any such Certificate shall be conclusive evidence of the action or determination of such County Executive or the Chief Financial Officer as stated therein. The delegations of authority in this resolution to the County Executive and the Chief Financial Officer are to each of them severally, and any action taken by either the County Executive or the Chief Financial Officer pursuant to such delegations of authority is sufficient for all purposes of this resolution.

Section 14. Authority of officers. The officers and agents of the County are hereby authorized and directed to do all the acts and things required of them by the bonds and by this resolution for the full, punctual and complete performance of all of the terms, covenants, provisions and agreements contained in the bonds and in this resolution.

Section 15. **Certification and filing.** The Clerk for the Board of Supervisors is hereby authorized and directed to file a certified copy of this resolution and a certified copy of the resolution of the School Board of the County with the Circuit Court of Fairfax County, Virginia.

A Copy – Teste:

____

Jill G. Cooper
Clerk for the Board of Supervisors

Attachment 2

DRAFT Critical Path Events
Fairfax County, Virginia
General Obligation Public Improvement and Refunding Bonds, Series 2020

October 2019

S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

November 2019

S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

December 2019

S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

January 2020

S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

February 2020

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29

Week of	Activity & Event	Responsible Party
Oct 7th	First draft of County & School Board Resolutions, POS, & NOS, collectively "Bond Documents" distributed	NRF
Oct 14th	*Mon, Oct 14th – Columbus Day (Markets Closed)*	--
	Comments due on Bond Documents	All
	NLT Fri, Oct 18th – Draft CAFR data needed for PFM to prep for credit assessment	**FX**
Oct 21st	Revised draft of Bond Documents distributed	NRF
	Date TBD – Send Resolution to School Board staff	**FX**
Oct 28th	**Friday, Nov 1st – Board Title Due**	**FX**
	Comments due on Bond Documents	All
Nov 4th	*Tues, November 5th – Election Day*	--
	Tues, November 5th – Board Item due	**FX**
	Revised draft of Bond Documents distributed	--
	Date TBD – Meeting with Barbara Byron to discuss Economic Development	**FX, PFM**
Nov 11th	**Date TBD – School Board Meeting to consider Resolution**	FX
	Draft Ratings Presentation distributed	PFM
	Comments due on POS/NOS	All
Nov 18th	**Wed, Nov 20th – Credit Assessment Meeting**	**FX, PFM**
	Comments on Ratings Presentation	FX
Nov 25th	**Tues, Nov 26th – County/School Board Joint Meeting**	**FX**
	Thurs, Nov 28th – Thanksgiving Day (Markets Closed)	--
	Date TBD – Ratings Prep & Rehearsal Meeting #1	**FX, PFM**
	Revised draft POS/NOS distributed	NRF
	Revised Ratings Presentation distributed	PFM
Dec 2nd	**Tues, Dec 3rd – Board considers Bond Documents, FY19 CAFR Published**	**FX**
	Date TBD – Ratings Prep & Rehearsal Meeting #2 (as needed)	**FX, PFM**
	Finalize Ratings Presentation	PFM
	Draft POS & other info sent to Rating Agencies	PFM
Dec 9th	**Potential week for Rating Meetings in NYC**	FX, PFM

**Request to Fitch to receive affirmation of rating for the TIFIA Loan NLT to meet USDOT requirements NLT January 31st.*

Legend:
FX = Fairfax County
PFM = PFM Financial Advisors LLC, Financial Advisor
NRF = Norton Rose Fulbright, Bond Counsel

11/7/2019

Attachment 2

DRAFT Critical Path Events
Fairfax County, Virginia
General Obligation Public Improvement and Refunding Bonds, Series 2020

October 2019						
S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

November 2019						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

December 2019						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

January 2020						
S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

February 2020						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29

Week of	Activity & Event	Responsible Party
Dec 16th	**Potential week for Rating Meetings in NYC**	FX, PFM
Dec 23rd	*Wed, Dec 25th – Christmas Holiday (Markets Closed)*	--
Dec 30th	*Wed, Jan 1st – New Year's Day (Markets Closed)*	--
Jan 6th	Circulate draft of POS/NOS POS Review Call Finalize POS/NOS	NRF FX, NRF, PFM All
Jan 13th	NLT Thursday, January 16th – Ratings Received Friday, January 17th – POS & NOS Posted Friday, January 17th – Apply for CUSIPs	-- NRF PFM
Jan 20th	*Mon, Jan 20th – Martin Luther King Jr. Day (Markets Closed)* Pre-marketing calls to Underwriters	-- PFM
Jan 27th	**Tues, Jan 28th – Competitive Sale** Circulate draft of Closing Documents	FX, PFM NRF
Feb 3rd	NLT Thurs, Feb 6th -- Finalize & Mail OS Comments on Closing Documents	NRF FX, PFM
Feb 10th	Finalize Closing Documents **Tues, Feb 11th – Closing**	NRF **All**
Feb 17th	[County Exec Presents FY2021 Proposed Budget]	FX

**Request to Fitch to receive affirmation of rating for the TIFIA Loan NLT to meet USDOT requirements NLT January 31st.*

Legend:
FX = Fairfax County
PFM = PFM Financial Advisors LLC, Financial Advisor
NRF = Norton Rose Fulbright, Bond Counsel

11/7/2019

Schedule of Bond Purposes
FY 2020 Bond Sale - Series 2020A (New Money)

Fund	Category	Referendum Date	BEGIN Authorized But Unissued Balance	FY 2020 Bond Sale Projection	END Authorized But Unissued Balance
County					
300-C30030	Library Facilities	11/6/12	11,664,000	1,664,000	10,000,000
300-C30010	NVRPA	11/8/16	3,000,000	3,000,000	-
300-C30050	Road Bond Construction	11/4/14	76,040,000	8,000,000	68,040,000
300-C30000	Transportation Facilities (Metro)	11/8/16	51,600,000	40,000,000	11,600,000
300-C30070	Public Safety Facilities	11/6/12	22,510,000	5,000,000	17,510,000
	Public Safety Facilities	11/3/15	151,000,000	-	151,000,000
	Public Safety Facilities	11/6/18	182,000,000	-	182,000,000
300-C30400	Park Authority	11/8/16	94,420,000	25,000,000	69,420,000
300-C30010	Human Services Facilities	11/8/16	80,600,000	5,000,000	75,600,000
200-C20000	Debt Service COI (Includes UW Discount)				
Subtotal County			**$672,834,000**	**$87,664,000**	**$585,170,000**
Schools					
300-S31600		11/3/15	138,051,000	138,051,000	-
300-S31600		11/7/17	315,000,000	41,949,000	**273,051,000**
Subtotal Schools			**$453,051,000**	**$180,000,000**	**$273,051,000**
TOTAL COUNTY AND SCHOOLS			**$1,125,885,000**	**$267,664,000**	**$858,221,000**

A RESOLUTION REQUESTING THE BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA, TO ISSUE AND SELL SCHOOL BONDS OF FAIRFAX COUNTY, VIRGINIA, TOTALING $180,000,000 AND APPROVING THE FORM OF A TAX CERTIFICATE AND AUTHORIZING THE EXECUTION THEREOF

WHEREAS, at an election duly called and held on November 3, 2015, a majority of the qualified voters of Fairfax County, Virginia (the "County"), voting on the question approved contracting a debt, borrowing money and issuing school bonds of the County, in the aggregate principal amount of $310,000,000 (the "2015 Referendum"); and

WHEREAS, the stated purpose of the school bonds authorized in the 2015 Referendum was to provide funds, in addition to funds from school bonds previously authorized, to finance, including reimbursement to the County for temporary financing for, the costs of school improvements, including acquiring, building, expanding and renovating properties, including new sites, new buildings or additions, renovations and improvements to existing buildings, and furnishings and equipment, for the Fairfax County public school system; and

WHEREAS, the Board of Supervisors of Fairfax County (the "Board of Supervisors") has heretofore issued $171,949,000 of the bonds authorized by the 2015 Referendum, leaving a balance of $138,051,000 authorized but unissued bonds; and

WHEREAS, at an election duly called and held on November 7, 2017, a majority of the qualified voters of the County voting on the question approved contracting a debt, borrowing money and issuing school bonds of the County, in the aggregate principal amount of $315,000,000 (the "2017 Referendum"); and

WHEREAS, the stated purpose of the school bonds authorized in the 2017 Referendum was to provide funds, in addition to funds from school bonds previously authorized, to finance, including reimbursement to the County for temporary financing for, the costs of school improvements, including acquiring, building, expanding and renovating properties, including new sites, new buildings or additions, renovations and improvements to existing buildings, and furnishings and equipment, for the Fairfax County public school system; and

WHEREAS, the Board of Supervisors has heretofore issued none of the bonds authorized by the 2017 Referendum, leaving a balance of $315,000,000 authorized but unissued bonds; and

WHEREAS, the School Board of Fairfax County, Virginia (the "School Board") deems it advisable for the Board of Supervisors to (i) issue school bonds authorized in the 2015 Referendum in an aggregate principal amount not to exceed $138,051,000, and issue school bonds authorized in the 2017 Referendum in an aggregate principal amount not to exceed $41,949,000 (collectively, the "School Bonds"), (ii) determine certain pricing and sale details of the School Bonds, and (iii) determine whether to refund any prior public improvement bonds of the County that were issued for school improvements (the "Board of Supervisors Actions"); and

WHEREAS, the School Board recognizes that it will be necessary for it to make certain certifications regarding the use of the proceeds of the School Bonds and any refunding bonds for federal income tax purposes;

NOW, THEREFORE, BE IT RESOLVED by the School Board of Fairfax County, Virginia:

Section 1. For the purpose of providing funds, in addition to funds from school bonds previously authorized and any other available funds, to finance, including reimbursement to the County for temporary financing for, the costs of school improvements, including acquiring, building, expanding and renovating properties, including new sites, new buildings or additions, renovations and improvements to existing buildings, and furnishings and equipment, for the Fairfax County public school system, the Board of Supervisors is hereby requested to issue the School Bonds, subject to the Board of Supervisors Actions, in an aggregate principal amount not to exceed $180,000,000 and provide for the sale of such bonds and any refunding bonds at this time.

Section 2. The form of a certificate attached to this resolution as Appendix A (the "School Board Tax Certificate") to be executed by the School Board in connection with the issuance of the School Bonds and any refunding bonds is approved in all respects and the Chairman, Vice Chairman or any other member or officer of the School Board designated in writing by the Chairman of the School Board is hereby authorized and directed to approve, by execution and delivery, the School Board Tax Certificate in substantially the form presented to this meeting together with such changes, modifications, insertions and deletions as the Chairman, Vice Chairman or such designated member or officer, with the advice of counsel, may deem necessary and appropriate; such execution and delivery shall be conclusive evidence of the approval and authorization thereof by the School Board.

Section 3. The Clerk of the School Board is hereby authorized and directed to file two certified copies of this resolution with the Board of Supervisors.

CERTIFICATE OF THE SCHOOL BOARD

This certificate is provided to Fairfax County, Virginia (the “County”), by the School Board of Fairfax County, Virginia (the “School Board”), in connection with the issuance by the County of its [$___,___,000 Public Improvement Bonds, Series 2020 [_] [_] and $________ Public Improvement Refunding Bonds, Series 2020 [__] [__] (collectively, the “Bonds”)], the proceeds of which will be used to finance the cost of constructing, furnishing, acquiring and equipping school improvements (the “[New] School Projects”) [and to refinance school projects that were financed with the proceeds of the County’s __________ Bonds and ______ Bonds (the “Refunded School Projects” and together with the New School Projects, the “School Projects”)], ____
____
____

The School Board recognizes that some of the representations made by the County in its Tax Certificate, dated _____ __, 2020, and executed in connection with the issuance of the Bonds (the “Tax Certificate”) must be based on the representations and certifications of the School Board and that the exclusion from gross income of the interest on the Bonds for federal income tax purposes depends on the use of proceeds of the Bonds.

Accordingly, the School Board certifies that it has reviewed the representations set forth in [Section 1 of Part B of the Tax Certificate] to which this certificate is attached regarding the use of proceeds of the Bonds and the School Projects and that such representations, to the extent they relate to the School Projects, are true and correct, except as follows: [(i) with respect to paragraph (d) (“Definition of Private Use”), in the second paragraph, fourth line, after (“General Public Use”), there shall be deemed to be inserted “or other than as is excepted as private use by U.S. Treasury Regulations,” and (ii) with respect to paragraph (e) (“Management and Service Contracts”), the references to Management Contract Safe Harbors shall be deemed to include “or other applicable law.” Furthermore, such representations are hereby incorporated by reference in this certificate and shall be treated as representations made by the School Board with respect to the School Projects as if set forth herein. The School Board shall not take any action that is inconsistent with such representations.]

The School Board further covenants that:

(a) it shall not sell or otherwise dispose of the School Projects prior to the final maturity date of the Bonds of [____ 1, 20__], except as shall be permitted in the opinion of an attorney or firm of attorneys, acceptable to the County, nationally recognized as experienced with respect to matters pertaining to the exclusion of interest on obligations of states and political subdivisions from gross income for federal income tax purposes; and

(b) it shall not knowingly take any action which will, or fail to take any action which failure will, cause the interest on the Bonds to become includable in the gross income of the owners of the Bonds for federal income tax purposes pursuant to the provisions of the Internal Revenue Code of 1986, as amended (the “Code”), and the regulations promulgated thereunder in effect on the date of original issuance of the Bonds and for purposes of assuring compliance with Section 141 of the Code.

School Board of Fairfax County, Virginia

By: ______________________________
Name:
Title:

Date: ______, 2020

* * * * * * * * * * * * *

I hereby certify the above is a true and correct copy of a resolution adopted by the School Board of Fairfax County, Virginia, at a regular meeting held on _________ _, 2019, at _________, _____, Virginia.

____
Date

____
Ilene D. Muhlberg, Clerk
School Board of
Fairfax County, Virginia

98672080.1

NOTICE OF SALE

$__________*

FAIRFAX COUNTY, VIRGINIA

Public Improvement Bonds, Series 2020A

Electronic Bids, BiDCOMP/Parity Competitive Bidding System ("BiDCOMP/Parity") only, will be received by the Board of Supervisors of Fairfax County, Virginia (the "County"), until 10:45 a.m., Fairfax, Virginia Time, on

January __, 2020*

for the purchase of all, but not less than all, of the $__________* Public Improvement Bonds, Series 2020A of Fairfax County, Virginia (the "Bonds"), dated the date of their delivery and maturing, subject to the right of prior redemption as hereinafter set forth, on the 1st day of [October] in the following years and in the following amounts, respectively:

Initial Maturity Schedule for the Bonds*

Year of Maturity	Principal Amount*	Year of Maturity	Principal Amount*
2020	$	2030	$
2021		2031	
2022		2032	
2023		2033	
2024		2034	
2025		2035	
2026		2036	
2027		2037	
2028		2038	
2029		2039	

* Preliminary, subject to change.

The County reserves the right to change the date for receipt of bids (the "Scheduled Bid Date") in accordance with the section of this Notice of Sale entitled "Change of Bid Date and Closing Date; Other Changes to Notice of Sale."

BID PARAMETERS TABLE FOR THE BONDS*

INTEREST		PROCEDURAL	
Dated Date:	Date of Delivery	Sale Date and Time:	Bids due January __, 2020, at 10:45 a.m. Local Time
Anticipated Delivery/Closing Date:	February __, 2020	Bid Submission:	Electronic bids through BiDCOMP/PARITY Only
Interest Payments Dates:	[April 1 and October 1]	All or None?	Yes
First Interest Payment Date:	[October 1, 2020]	Bid Award Method:	Lowest TIC
Coupon Multiples:	1/8 or 1/20 of 1%	Good Faith Deposit:	1% of the Bid Maturity Schedule, as more fully described on page VIII-6, under "Good Faith Deposit"
Zero Coupons:	Not Permitted	Max TIC	5.25%
Split Coupons:	Not Permitted		
PRINCIPAL		**PRICING**	
Optional Redemption:	[Due on and after October 1, 2030, callable on April 1, 2030, and thereafter at par]	Max. Aggregate Bid Price:	115%
Post-bid Principal Increases in Aggregate:	10%	Min. Aggregate Bid Price:	109%
Post-bid Principal Reductions in Aggregate:	10%	Max. Price per Maturity:	No Limit
Term Bonds:	Any two or more consecutive maturities may be designated as Term Bonds	Min. Price per Maturity:	No Limit
		High Coupon per Maturity:	Not to exceed 5%
		Low Coupon per Maturity:	10/1/2020 – 10/1/2029 No Limit 10/1/2030 – 10/1/2039 5%

* Subject to the detailed provisions of this Notice of Sale.

Changes to Initial Maturity Schedule for the Bonds

The Initial Maturity Schedule for the Bonds (the "Initial Maturity Schedule") set forth on page 1 represents an estimate of the principal amount of Bonds to be sold. The County hereby reserves the right to change the Initial Maturity Schedule, based on market conditions prior to the sale, by announcing any such change not later than 30 minutes prior to the announced time and date for receipt of bids via TM3 (www.tm3.com). The resulting schedule of maturities will become the "Bid Maturity Schedule" for the Bonds. If no such change is announced, the Initial Maturity Schedule will become the Bid Maturity Schedule for the Bonds.

Changes to Bid Maturity Schedule

The County hereby further reserves the right to change the Bid Maturity Schedule after the determination of the winning bidder, by increasing or decreasing the aggregate principal amount of the Bonds, subject to the limitation of no more than a 10% increase or decrease in the aggregate principal amount.

THE SUCCESSFUL BIDDER MAY NOT WITHDRAW ITS BID OR CHANGE THE INTEREST RATES BID OR THE INITIAL REOFFERING TERMS (AS HEREAFTER DEFINED) AS A RESULT OF ANY CHANGES MADE TO THE PRINCIPAL AMOUNTS WITHIN THESE LIMITS. The dollar amount bid by the successful bidder will be adjusted to reflect any adjustments in the final aggregate principal amount of the Bonds. Such adjusted bid price will reflect changes in the dollar amount of the underwriters' discount and original issue discount/premium, if any, but will not change the selling compensation per $1,000 of par amount of the Bonds from the selling compensation that would have been received based on the purchase price in the winning bid and the Initial Reoffering Terms. The interest rates specified by the successful bidder for the various maturities at the Initial Reoffering Terms will not change. The County anticipates that the final annual principal amounts and the final aggregate principal amount of the Bonds will be communicated to the successful bidder within twenty-four hours of the County's receipt of the initial public offering prices and yields of the Bonds (the "Initial Reoffering Terms").

Book-Entry System

The Bonds will be issued by means of a book-entry system with no physical distribution of bond certificates made to the public. One bond certificate for each maturity of the Bonds will be issued to The Depository Trust Company, New York, New York ("DTC"), and immobilized in its custody. The book-entry system will evidence beneficial ownership interests of the Bonds in the principal amount of $5,000 and any multiple thereof, with transfers of beneficial ownership interests effected on the records of DTC participants and, if necessary, in turn by DTC pursuant to rules and procedures established by DTC and its participants. The successful bidder, as a condition to delivery of the Bonds, shall be required to deposit the bond certificates with DTC, registered in the name of Cede & Co., nominee of DTC. Interest on the Bonds will be payable on each [April 1 and October 1], the first interest payment date being [October 1, 2020,] and principal of and any redemption premium on the Bonds will be payable at maturity or upon prior redemption, to DTC or its nominee as registered owner of the Bonds. Transfer of principal, interest and any redemption payments to participants of DTC will be the responsibility of DTC, and transfer of principal, interest and any redemption payments to beneficial owners of the Bonds by participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The County will not be responsible or liable for such transfers of payments or for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants.

If (a) DTC determines not to continue to act as securities depository for the Bonds or (b) the County determines that continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect the interests of the beneficial owners of the Bonds, the County will discontinue the book-entry system with DTC. If the County fails to select another qualified securities depository to replace DTC, the County will deliver replacement Bonds in the form of fully registered certificates.

The Bonds

The Bonds will be general obligations of Fairfax County, Virginia, and all taxable property therein will be subject to the levy of an annual ad valorem tax sufficient in amount to provide for the payment of the principal of and the interest on the Bonds as the same become due, which tax will be without limitation as to rate or amount and will be in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purposes.

The Bonds are being issued as a series of bonds authorized for the purpose of providing funds, with other available funds, for School Improvements ($______), Transportation Improvements and Facilities ($________), Parks and Park Facilities ($________), Public Library Facilities ($________), Public Safety Facilities ($________), and Human Services and Community Development Facilities ($_________). Proceeds of the Bonds may, depending on market conditions, be used to refund certain prior obligations of the County.

Term Bonds and Mandatory Redemption

The successful bidder of the Bonds may designate two or more of the consecutive serial maturities to be a term bond maturity equal in aggregate principal amount, and with sinking fund requirements corresponding, to such designated serial maturities.

Optional Redemption

The Bonds maturing on or after [October 1, 2030*,] are subject to redemption prior to maturity, at the option of the County, from any money available for such purpose on any date on or after [April 1, 2030*,] as a whole or in part (in integral multiples of $5,000) at any time, at a redemption price equal to the principal amount thereof, together with the interest accrued to the redemption date on the principal amount to be redeemed.

Electronic Bidding and Bidding Procedures

Registration to Bid

All prospective bidders must be contracted customers of i-Deal LLC's BiDCOMP/Parity Competitive Bidding System. If you do not have a contract with BiDCOMP/Parity, call (212) 404-8102 to inquire about becoming a customer. By submitting a bid for the Bonds, a prospective bidder represents and warrants to the County that such bidder's bid for the purchase of the Bonds (if a bid is submitted in connection with the sale) is submitted for and on behalf of

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* Preliminary, subject to change.

such prospective bidder by an officer or agent who is duly authorized to bind the prospective bidder to a legal, valid and enforceable contract for the purchase of the Bonds. By contracting with BiDCOMP/Parity, a prospective bidder is not obligated to submit a bid in connection with the sale.

IF ANY PROVISIONS OF THIS NOTICE OF SALE SHALL CONFLICT WITH INFORMATION PROVIDED BY BiDCOMP/Parity AS APPROVED PROVIDER OF ELECTRONIC BIDDING SERVICES, THIS NOTICE OF SALE, AS IT MAY BE AMENDED BY THE COUNTY AS DESCRIBED WITHIN, SHALL CONTROL. Further information about BiDCOMP/Parity, including any fee charged, may be obtained from BiDCOMP/Parity at (212) 404-8102.

Disclaimer

Each prospective bidder shall be solely responsible to register to bid via BiDCOMP/Parity. Each qualified prospective bidder shall be solely responsible to make necessary arrangements to access BiDCOMP/Parity for purposes of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the County nor BiDCOMP/Parity shall have any duty or obligation to undertake such registration to bid for any prospective bidder or to provide or assure such access to any qualified prospective bidder, and neither the County nor BiDCOMP/Parity shall be responsible for a bidder's failure to register to bid or for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by, BiDCOMP/Parity. The County is using BiDCOMP/Parity as a communication mechanism, and not as the County's agent, to conduct the electronic bidding for the Bonds. The County is not bound by any advice and determination of BiDCOMP/Parity to the effect that any particular bid complies with the terms of this Notice of Sale and in particular the "Bid Specifications" hereinafter set forth. All costs and expenses incurred by prospective bidders in connection with their registration and submission of bids via BiDCOMP/Parity are the sole responsibility of the bidders, and the County is not responsible, directly or indirectly, for any of such costs or expenses. If a prospective bidder encounters any difficulty in registering to bid or submitting, modifying or withdrawing a bid for the Bonds, it should telephone BiDCOMP/Parity and notify PFM Financial Advisors LLC, the County's financial advisor, by telephone at (703) 741-0175. After receipt of bids is closed, the County through BiDCOMP/Parity will indicate the apparent successful bidder. Such message is a courtesy only for viewers and does not constitute the award of the Bonds. Each bid will remain subject to review by the County to determine its true interest cost rate and compliance with the terms of this Notice of Sale.

Bidding Procedures

Bids must be submitted electronically for the purchase of all, but not less than all, of the Bonds by means of the Fairfax County, Virginia AON (all or none) Bid Form (the "Bid Form") via BiDCOMP/Parity. Bids must be communicated electronically to BiDCOMP/Parity by 10:45 a.m., Fairfax, Virginia Time on the Scheduled Bid Date unless postponed as described herein (see "Change of Bid Date and Closing Date; Other Changes to Notice of Sale"). Prior to that time, a prospective bidder may input and save the proposed terms of its bid in BiDCOMP/Parity. Once the final bid has been saved in BiDCOMP/Parity, the bidder may select the final bid button in BiDCOMP/Parity to submit the bid to BiDCOMP/Parity. Once the bids are released electronically via BiDCOMP/Parity to the County, each bid will constitute an **IRREVOCABLE** offer to purchase the Bonds on the terms therein provided. For purposes of the electronic bidding process, the time as maintained on BiDCOMP/Parity shall constitute the official Fairfax, Virginia Time. For information purposes only, bidders are requested to state in their bids the true interest cost to the County, as described under "Award of Bonds" below, represented by the rate or rates of interest and the bid price specified in their respective bids.

REVOCABLE BIDS ARE NOT PERMITTED.

By submitting a bid for the Bonds, each underwriter certifies it has an established industry reputation for underwriting new issuances of municipal bonds. The County will not accept bids from firms without an established industry reputation for underwriting new issuances of municipal bonds.

No bids will be accepted in written form, by facsimile transmission or in any other medium or on any system other than by means of the Bid Form via BiDCOMP/Parity. No bid will be received after the time for receiving such bids specified above.

Good Faith Deposit

After receipt of bids is closed and prior to the award, the apparent successful bidder indicated on BidCOMP/Parity must submit a good faith deposit (the "Deposit") for 1% of the aggregate par amount set forth in Bid Maturity Schedule to the County by wire transfer. The award to the apparent successful bidder is contingent upon receipt of the Deposit, and the Bonds will not be awarded to such bidder until the County has confirmation of receipt of the Deposit.

Bank Name: Bank of America VA/Rich
ABA: 026 009 593
Account Name: County of Fairfax, Deposit Account
Account Number: 0000 7902 5799
Attention: Tammy Kennedy-Nichols, 410-547-4320

Reference your company, company contact, phone number or other helpful identification.

Award or rejection of bids will be made by or on behalf of the Board of Supervisors of Fairfax County, Virginia, on the date above stated for the receipt of bids. The proceeds of the Deposit will be held as security for the performance of the successful bidder's bid and applied to the purchase price of the Bonds, but, in the event the successful bidder shall fail to comply with the terms of its bid, the Deposit will be retained as and for full liquidated damages. No interest will be allowed thereon.

Award of Bonds

Award or rejection of bids will be made by the County prior to 5:00 p.m., Fairfax, Virginia Time on the date of receipt of bids. ALL BIDS SHALL REMAIN FIRM UNTIL 5:00 P.M., FAIRFAX, VIRGINIA TIME, ON THE DATE OF RECEIPT OF BIDS. An award of the

Bonds, if made, will be made by the County within such six and one-quarter hour period of time (10:45 a.m. – 5:00 p.m.).

The Bonds will be awarded to the bidder offering to purchase the Bonds at the lowest "True or Canadian" interest cost ("TIC"), such cost to be calculated by determining the annual interest rate (compounded semiannually) at which the sum of the payments of the principal of and the interest on the Bonds discounted from their payment dates to the dated date of the Bonds equals the aggregate price bid of the Bonds. If two or more bidders offer to purchase the Bonds at the same lowest TIC, the successful bidder will be selected by the County by lot from among all such bidders.

Initial Reoffering Terms

The apparent successful bidder shall provide the initial public offering prices to the public (the "Initial Public Offering Prices") and yields of each maturity of the Bonds (collectively the "Initial Reoffering Terms") within 30 minutes of receipt of notice that it is the apparent winning bidder.

Right of Rejection

The County expressly reserves the right (i) to waive any informalities, (ii) to reject all bids, any incomplete bid or any bid not fully complying with all of the requirements set forth herein, and (iii) to solicit new bids or proposals for the sale of the Bonds or otherwise provide for the public sale of the Bonds if all bids are rejected or the winning bidder defaults, including, without limitation, sale of the Bonds to one or more of the losing or rejected bidders without regard to their original bid or its relationship to any other bid.

Change of Bid Date and Closing Date; Other Changes to Notice of Sale

The County reserves the right to postpone, from time to time, the date and time established for the receipt of bids and will undertake to announce any such change via TM3 (www.tm3.com).

Any postponement of the bid date will be announced via TM3 not later than one hour prior to the announced time for receipt of the bids. An alternative bid date and time will be announced via TM3 at least 18 hours prior to such alternative bid date.

On such alternative bid date and time, the County will accept bids for the purchase of the Bonds, such bids to conform in all respects to the provisions of this Notice of Sale, except for the changes in the date and time for bidding and any other changes announced via TM3 at the time the bid date and time are announced.

The County may change the scheduled delivery date for the Bonds by notice given in the same manner as set forth for a change in the date for the receipt of bids.

The County reserves the right to otherwise change this Notice of Sale. The County anticipates that it would communicate any such changes via TM3 by 4:00 p.m., Fairfax, Virginia

Time on the date prior to the scheduled date for receipt of bids but no later than 30 minutes prior to the scheduled time and date for receipt of bids.

Conflict Waiver

Norton Rose Fulbright US LLP is serving as Bond Counsel in connection with the issuance and sale of the Bonds. By placing a bid, each bidder represents that it understands that Norton Rose Fulbright US LLP, in its capacity as Bond Counsel, represents the County, and the successful bidder waives any conflict of interest that Norton Rose Fulbright US LLP's involvement in connection with the issuance and sale of the Bonds to such successful bidder presents.

Establishment of Issue Price

The successful bidder shall assist the County in establishing the issue price of the Bonds and shall execute and deliver to the County prior to the Closing Date a certificate acceptable to Bond Counsel setting forth the reasonably expected Initial Public Offering Price, or the sales price or prices of the Bonds, together with the supporting pricing wires or equivalent communications, substantially in the form attached hereto as Exhibit A, with such modifications as may be appropriate or necessary in the reasonable judgment of the successful bidder, the County or Bond Counsel.

The County intends that the provisions of Treasury Regulation Section 1.148-1(f)(3)(i) (defining "competitive sale" for purposes of establishing the issue price of the Bonds) will apply to the initial sale of the Bonds (the "competitive sale requirements") because:

(1) the County shall disseminate this Notice of Sale to potential underwriters in a manner that is reasonably designed to reach potential underwriters;

(2) all bidders shall have an equal opportunity to bid;

(3) the County may receive bids from at least three underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and

(4) the County anticipates awarding the sale of the Bonds to the bidder who submits a firm offer to purchase the Bonds at the highest price (or lowest interest cost), as set forth in this Notice of Sale.

If the County receives less than three bids that conform to the parameters contained herein such that the competitive sale requirements are not satisfied, the County intends to treat the Initial Public Offering Price of each maturity of the Bonds as the issue price of that maturity (the "hold-the-offering-price rule"). Consequently, each bidder should assume for purposes of making its bid that for each maturity of the Bonds, the County will treat the Initial Public Offering Prices as of the Sale Date of the Bonds as the issue price of the Bonds. The County will advise the apparent winning bidder within one hour of receipt of bids if the hold-the-offering-price rule will apply. Attached as Exhibit B is a form of the issue price certificate to be provided by the successful bidder to the County prior to the Closing Date if the competitive sale requirements are not satisfied and the hold-the-offering-price rule is applied. Exhibit B is provided in form only and may be modified as may be appropriate or necessary in the reasonable judgment of the successful bidder, the County or Bond Counsel.

By submitting a bid, the successful bidder shall, on behalf of the underwriters participating in the purchase of the Bonds, (i) confirm that the underwriters have offered or will offer each maturity of the Bonds to the public on or before the date that the Bonds are awarded by the County to the successful bidder ("Sale Date") at the Initial Public Offering Prices set forth in the bid submitted by the winning bidder, and (ii) agree, on behalf of the underwriters participating in the purchase of the Bonds, that the underwriters will neither offer nor sell any maturity of the Bonds to any person at a price that is higher than the Initial Public Offering Price for such maturity during the period starting on the Sale Date and ending on the earlier of the following:

(1) the close of the fifth business day after the Sale Date; and

(2) the date on which the underwriters have sold at least 10% of that maturity of the Bonds to the public at a price that is no higher than the Initial Public Offering Price for such maturity.

The winning bidder shall promptly advise the County when the underwriters have sold 10% of that maturity of the Bonds to the public at a price that is no higher than the Initial Public Offering Price if that occurs prior to the close of the fifth (5th) business day after the Sale Date.

The County acknowledges that, in making the representation set forth above, the successful bidder will rely on (i) the agreement of each underwriter to comply with the hold-the-offering-price rule, as set forth in an agreement among underwriters and the related pricing wires, (ii) in the event a selling group has been created in connection with the initial sale of the Bonds to the public, the agreement of each dealer who is a member of the selling group to comply with the hold-the-offering-price rule, as set forth in a selling group agreement and the related pricing wires, and (iii) in the event that an underwriter is a party to a retail distribution agreement that was employed in connection with the initial sale of the Bonds to the public, the agreement of each broker-dealer that is a party to such agreement to comply with the hold-the-offering-price rule, as set forth in the retail distribution agreement and the related pricing wires. The County further acknowledges that each underwriter shall be solely liable for its failure to comply with its agreement regarding the hold-the-offering-price rule and that no underwriter shall be liable for the failure of any other underwriter, or of any dealer who is a member of a selling group, or of any broker-dealer that is a party to a retail distribution agreement to comply with its corresponding agreement regarding the hold-the-offering-price rule as applicable to the Bonds.

By submitting a bid, each bidder confirms that:

(i) any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which the bidder is a party) relating to the sale of the Bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such retail distribution agreement, as applicable, to

> (A) report the prices at which it sells to the public the Bonds of each maturity allotted to it until it is notified by the successful bidder that either the 10% test has been satisfied as to the Bonds of that maturity or all Bonds of that maturity have been sold to the public, and
>
> (B) comply with the hold-the-offering-price rule, if and for so long as directed by the successful bidder and in the related pricing wires, and

(ii) any agreement among underwriters relating to the sale of the Bonds to the public, together with the related pricing wires, contains or will contain language obligating each underwriter that is a party to a retail distribution agreement to be employed in connection with the initial sale of the Bonds to the public to require each broker-dealer that is a party to such retail distribution agreement:

> (A) report the prices at which it sells to the public the unsold Bonds of each maturity allotted to it until it is notified by the successful bidder or such underwriter that either the 10% test has been satisfied as to the Bonds of that maturity or all Bonds of that maturity have been sold to the public, and
>
> (B) comply with the hold-the-offering-price rule, if and for so long as directed by the successful bidder or such underwriter and as set forth in the related pricing wires.

Sales of any Bonds to any person that is a related party to an underwriter shall not constitute sales to the public for purposes of this Notice of Sale. Further, for purposes of this Notice of Sale:

(i) "public" means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an underwriter or a related party,

(ii) "underwriter" means (A) any person that agrees pursuant to a written contract with the County (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the Bonds to the public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the public), and

(iii) a purchaser of any of the Bonds is a "related party" to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to (i) at least 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other).

Undertakings of the Successful Bidder

The successful bidder shall make a bona fide public offering of all of the Bonds to the general public (excluding bond houses, brokers, or similar persons acting in the capacity of underwriters or wholesalers who are not purchasing for their own account as ultimate purchasers without a view to resell) and will, within 30 minutes after being notified of the award of the Bonds, advise the County in writing (via facsimile transmission) of the Initial Reoffering Terms. Prior to the delivery of the Bonds, the successful bidder will furnish a certificate acceptable to Bond Counsel as to the "issue price" of the Bonds within the meaning of Section 1273 of the Internal Revenue Code of 1986, as amended. It will be the responsibility of the successful bidder to institute such syndicate reporting requirements, to make such investigation, or otherwise to ascertain the facts necessary to enable it to make such certification with reasonable certainty.

Delivery

The Bonds will be delivered on or about February __, 2020, in New York, New York, at DTC against payment of the purchase price therefor (less the amount of the Deposit) in Federal Reserve funds.

The approving opinion of Norton Rose Fulbright US LLP, Washington, D.C., in substantially the form appearing in the Preliminary Official Statement, will be furnished without cost to the successful bidder. There will also be furnished the usual closing papers, including certifications as to the Official Statement and no-litigation.

CUSIP Numbers

Application for CUSIP numbers with respect to the Bonds will be made by the County's financial advisor, but neither the failure to print CUSIP numbers on the Bonds nor any improperly printed CUSIP numbers shall constitute cause for failure or refusal by the successful bidder to accept delivery or make payment for the Bonds. The CUSIP Service Bureau's charge for the assignment of numbers shall be paid by the successful bidder.

Official Statements

Copies of the Preliminary Official Statement may be obtained without cost via the Internet at www.i-dealprospectus.com. The Preliminary Official Statement at its date is "deemed final" by the County for purposes of the Securities and Exchange Commission Rule 15c2-12 adopted under the Securities Exchange Act of 1934, as amended (the "Rule"), but is subject to revision, amendment and completion.

After the award of the Bonds, the County will prepare copies of the Official Statement (no more than 300) and will include therein such additional information concerning the reoffering of the Bonds as the successful bidder may reasonably request; provided, however, that the County will not include in the Official Statement a "NRO" ("not reoffered") designation with respect to any maturity of the Bonds. The successful bidder will be responsible to the County in all respects for the accuracy and completeness of information provided by such successful bidder with respect to such reoffering. The County expects the successful bidder to deliver copies of such Official Statement to persons to whom such bidder initially sells the Bonds and to The Electronic Municipal Market Access System ("EMMA") administered by the Municipal Securities Rulemaking Board. The successful bidder will be required to acknowledge receipt of such Official Statement, to certify that it has made delivery of the Official Statement to EMMA and to acknowledge that the County expects the successful bidder to deliver copies of such Official Statement to persons to whom such bidder initially sells the Bonds and to certify that the Bonds will only be offered pursuant to such Official Statement and only in states where the offer is legal. The successful bidder will be responsible to the County in all respects for the accuracy and completeness of information provided by such successful bidder with respect to such reoffering.

In general, the Rule prohibits an underwriter from purchasing or selling municipal securities, such as the Bonds, unless it has determined that the issuer of such securities has committed to provide annually certain information, including audited financial information, and notice of various events described in the Rule, if material. The County will provide to EMMA annual information respecting the County, including audited financial statements. In addition, the County will provide to EMMA the required notice of the occurrence of any events described in the Rule.

Official Statements will be provided within seven (7) business days after the date of the award of the Bonds in such quantities as may be necessary for the successful bidder's regulatory compliance.

Further information will be furnished upon application to PFM Financial Advisors LLC (703) 741-0175.

Reservation of Rights

The right to reject any or all bids and to waive any irregularity or informality in any bid is reserved.

BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA

By: Jill G. Cooper, Clerk

Exhibit A

FAIRFAX COUNTY, VIRGINIA

**$[PRINCIPAL AMOUNT]
PUBLIC IMPROVEMENT BONDS, SERIES 2020A**

**ISSUE PRICE CERTIFICATE
(for Competitive Sales to be modified if Hold-the-Offering-Price Rule applies)**

The undersigned, on behalf of [NAME OF UNDERWRITER] ("[SHORT NAME OF UNDERWRITER]"), hereby certifies as set forth below with respect to the sale of the above-captioned obligations (the "Bonds") of Fairfax County, Virginia (the "Issuer").

1. Reasonably Expected Initial Offering Price.

(a) As of the Sale Date, the reasonably expected initial offering prices of the Bonds to the Public by [SHORT NAME OF UNDERWRITER] are the prices listed in Schedule A (the "Expected Offering Prices"). The Expected Offering Prices are the prices for the Maturities of the Bonds used by [SHORT NAME OF UNDERWRITER] in formulating its bid to purchase the Bonds. Attached as Schedule B is a true and correct copy of the bid provided by [SHORT NAME OF UNDERWRITER] to purchase the Bonds.

(b) [SHORT NAME OF UNDERWRITER] was not given the opportunity to review other bids prior to submitting its bid.

(c) The bid submitted by [SHORT NAME OF UNDERWRITER] constituted a firm offer to purchase the Bonds.

2. Defined Terms.

(a) *Maturity* means Bonds with the same credit and payment terms. Bonds with different maturity dates, or Bonds with the same maturity date but different stated interest rates, are treated as separate Maturities.

(b) *Public* means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. The term "related party" for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.

(c) *Sale Date* means the first day on which there is a binding contract in writing for the sale of a Maturity of the Bonds. The Sale Date of the Bonds is [DATE].

(d) *Underwriter* means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents [SHORT NAME OF UNDERWRITER]'s interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax Certificate with respect to the Bonds and with respect to compliance with the federal income tax rules affecting the Bonds, and by Norton Rose Fulbright US LLP in connection with rendering its opinion that the interest on the Bonds is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Bonds.

[NAME OF UNDERWRITER]

By: ________________________________

Name: ________________________________

Title: ________________________________

Dated: ______________________

Attachment 5

SCHEDULE A TO ISSUE PRICE CERTIFICATE

EXPECTED OFFERING PRICES

(*Attached*)

SCHEDULE B TO ISSUE PRICE CERTIFICATE

[Copy of Bid Submitted by Underwriter]

Exhibit B

FAIRFAX COUNTY, VIRGINIA

$[PRINCIPAL AMOUNT]
PUBLIC IMPROVEMENT BONDS, SERIES 2020A

ISSUE PRICE CERTIFICATE
(if Hold-the-Offering-Price Rule applies)

The undersigned, on behalf of [NAME OF UNDERWRITER] ("[SHORT NAME OF UNDERWRITER]") [and the other members of the underwriting syndicate (together, the "Underwriting Group")], hereby certifies as set forth below with respect to the sale and issuance of the above-captioned obligations (the "Bonds") of Fairfax County, Virginia (the "Issuer").

1. ***Initial Offering Price of the Hold-the-Offering-Price Maturities***.

(a) [SHORT NAME OF UNDERWRITER][The Underwriting Group] offered the Hold-the-Offering-Price Maturities to the Public for purchase at the respective initial offering prices listed in Schedule A (the "Initial Offering Prices") on or before the Sale Date. A copy of the pricing wire or equivalent communication for the Bonds is attached to this certificate as Schedule B.

(b) As set forth in the [Bond Purchase Agreement][Notice of Sale and bid award], [SHORT NAME OF UNDERWRITER][The Underwriting Group] agreed in writing on or prior to the Sale Date that, (i) for each Maturity of the Hold-the-Offering-Price Maturities, [it][they] would neither offer nor sell any of the Bonds of such Maturity to any person at a price that is higher than the Initial Offering Price for such Maturity during the Holding Period for such Maturity (the "hold-the-offering-price rule"), and (ii) any selling group agreement shall contain the agreement of each dealer who is a member of the selling group, and any retail distribution agreement shall contain the agreement of each broker-dealer who is a party to the retail distribution agreement, to comply with the hold-the-offering-price rule. Pursuant to such agreement, no Underwriter (as defined below) offered or sold any Maturity of the Hold-the-Offering-Price Maturities at a price that is higher than the respective Initial Offering Price for that Maturity of the Bonds during the Holding Period.

2. ***Defined Terms***.

(a) *Hold-the-Offering-Price Maturities* means those Maturities of the Bonds listed in Schedule A hereto as the "Hold-the-Offering-Price Maturities."

(b) *Holding Period* means, with respect to a Hold-the-Offering-Price Maturity, the period starting on the Sale Date and ending on the earlier of (i) the close of the fifth business day after the Sale Date, or (ii) the date on which [SHORT NAME OF UNDERWRITER][The Underwriting Group] sold at least 10% of such Hold-the-Offering-Price Maturity to the Public at prices that are no higher than the Initial Offering Price for such Hold-the-Offering-Price Maturity.

(c) *Maturity* means Bonds with the same credit and payment terms. Bonds with different maturity dates, or Bonds with the same maturity date but different stated interest rates, are treated as separate maturities.

(d) *Public* means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. The term "related party" for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.

(e) *Sale Date* means the first day on which there is a binding contract in writing for the sale of a Maturity of the Bonds. The Sale Date of the Bonds is [date of award].

(f) *Underwriter* means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Bonds to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents [SHORT NAME OF UNDERWRITER]'s interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax Certificate with respect to the Bonds and with respect to compliance with the federal income tax rules affecting the Bonds, and by Norton Rose Fulbright US LLP in connection with rendering its opinion that the interest on the Bonds is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Bonds.

[NAME OF UNDERWRITER]

By: ________________________________

Name: ________________________________

Title: ________________________________

Dated: ____________________

Attachment 5

SCHEDULE A

INITIAL OFFERING PRICES OF THE HOLD-THE-OFFERING-PRICE MATURITIES

(*Attached*)

SCHEDULE B

PRICING WIRE OR EQUIVALENT COMMUNICATION

(*Attached*)

NOTICE OF SALE

$__________*

FAIRFAX COUNTY, VIRGINIA

Taxable Public Improvement Refunding Bonds, Series 2020B

Electronic Bids, BiDCOMP/Parity Competitive Bidding System ("BiDCOMP/Parity") only, will be received by the Board of Supervisors of Fairfax County, Virginia (the "County"), until 11:00 a.m., Fairfax, Virginia Time, on

January __, 2020*

for the purchase of all, but not less than all, of the $__________* Taxable Public Improvement Refunding Bonds, Series 2020B of Fairfax County, Virginia (the "Bonds"), dated the date of their delivery and maturing, subject to the right of prior redemption as hereinafter set forth, on the 1st day of [October] in the following years and in the following amounts, respectively:

Initial Maturity Schedule for the Bonds*

Year of Maturity	Principal Amount*	Year of Maturity	Principal Amount*
2020	$	2030	$
2021		2031	
2022		2032	
2023		2033	
2024		2034	
2025		2035	
2026		2036	
2027		2037	
2028		2038	
2029		2039	

* Preliminary, subject to 2030change.

The County reserves the right to change the date for receipt of bids (the "Scheduled Bid Date") in accordance with the section of this Notice of Sale entitled "Change of Bid Date and Closing Date; Other Changes to Notice of Sale."

BID PARAMETERS TABLE FOR THE BONDS*

INTEREST		**PROCEDURAL**	
Dated Date:	Date of Delivery	Sale Date and Time:	Bids due January __, 2020, at 11 a.m. Local Time
Anticipated Delivery/Closing Date:	February __, 2020	Bid Submission:	Electronic bids through BiDCOMP/PARITY Only
Interest Payments Dates:	[April 1 and October 1]	All or None?	Yes
First Interest Payment Date:	[October 1, 2020]	Bid Award Method:	Lowest TIC
Coupon Multiples:	1/8 or 1/20 of 1%	Good Faith Deposit:	1% of the Bid Maturity Schedule, as more fully described on page IX-7, under "Good Faith Deposit"
Zero Coupons:	Not Permitted	Max TIC	5.50%
Split Coupons:	Not Permitted		
PRINCIPAL		**PRICING**	
Optional Redemption:	Due on and after [October 1, 2030, callable on April 1, 2030], and thereafter at par	Max. Aggregate Bid Price:	No limit
Post-bid Principal Increases in Aggregate:	10%	Min. Aggregate Bid Price:	99.5%
Post-bid Principal Reductions in Aggregate:	10%	Max. Price per Maturity:	No Limit
Term Bonds:	Serial Bonds only	Min. Price per Maturity:	No Limit
		High Coupon per Maturity:	No limit
		Low Coupon per Maturity:	No limit

* Subject to the detailed provisions of this Notice of Sale.

Changes to Initial Maturity Schedule for the Bonds

The Initial Maturity Schedule for the Bonds (the "Initial Maturity Schedule") set forth on page 1 represents an estimate of the principal amount of Bonds to be sold. The County hereby reserves the right to change the Initial Maturity Schedule, based on market conditions prior to the sale, by announcing any such change not later than 30 minutes prior to the announced time and date for receipt of bids via TM3 (www.tm3.com). The resulting schedule of maturities will become the "Bid Maturity Schedule" for the Bonds. If no such change is announced, the Initial Maturity Schedule will become the Bid Maturity Schedule for the Bonds.

Changes to Bid Maturity Schedule

The County hereby further reserves the right to change the Bid Maturity Schedule after the determination of the winning bidder, by increasing or decreasing the aggregate principal amount of the Bonds, subject to the limitation of no more than a 10% increase or decrease in the aggregate principal amount.

THE SUCCESSFUL BIDDER MAY NOT WITHDRAW ITS BID OR CHANGE THE INTEREST RATES BID OR THE INITIAL REOFFERING TERMS (AS HEREAFTER DEFINED) AS A RESULT OF ANY CHANGES MADE TO THE PRINCIPAL AMOUNTS WITHIN THESE LIMITS. The dollar amount bid by the successful bidder will be adjusted to reflect any adjustments in the final aggregate principal amount of the Bonds. Such adjusted bid price will reflect changes in the dollar amount of the underwriters' discount and original issue discount/premium, if any, but will not change the selling compensation per $1,000 of par amount of the Bonds from the selling compensation that would have been received based on the purchase price in the winning bid and the Initial Reoffering Terms. The interest rates specified by the successful bidder for the various maturities at the Initial Reoffering Terms will not change. The County anticipates that the final annual principal amounts and the final aggregate principal amount of the Bonds will be communicated to the successful bidder within twenty-four hours of the County's receipt of the initial public offering prices and yields of the Bonds (the "Initial Reoffering Terms").

Book-Entry System

The Bonds will be issued by means of a book-entry system with no physical distribution of bond certificates made to the public. One bond certificate for each maturity of the Bonds will be issued to The Depository Trust Company, New York, New York ("DTC"), and immobilized in its custody. The book-entry system will evidence beneficial ownership interests of the Bonds in the principal amount of $5,000 and any multiple thereof, with transfers of beneficial ownership interests effected on the records of DTC participants and, if necessary, in turn by DTC pursuant to rules and procedures established by DTC and its participants. The successful bidder, as a condition to delivery of the Bonds, shall be required to deposit the bond certificates with DTC, registered in the name of Cede & Co., nominee of DTC. Interest on the Bonds will be payable on each [April 1 and October 1], the first interest payment date being [October 1, 2020], and principal of and any redemption premium on the Bonds will be payable at maturity or upon prior redemption, to DTC or its nominee as registered owner of the Bonds. Transfer of principal, interest and any redemption payments to participants of DTC will be the responsibility of DTC, and transfer of principal, interest and any redemption payments to beneficial owners of the Bonds by participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The County will not be responsible or liable for such transfers of payments or for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants.

If (a) DTC determines not to continue to act as securities depository for the Bonds or (b) the County determines that continuation of the book-entry system of evidence and transfer of ownership of the Bonds would adversely affect the interests of the beneficial owners of the Bonds, the County will discontinue the book-entry system with DTC. If the County fails to select another qualified securities depository to replace DTC, the County will deliver replacement Bonds in the form of fully registered certificates.

The Bonds

The Bonds will be general obligations of Fairfax County, Virginia, and all taxable property therein will be subject to the levy of an annual ad valorem tax sufficient in amount to provide for the payment of the principal of and the interest on the Bonds as the same become due, which tax will be without limitation as to rate or amount and will be in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purposes.

The Bonds are being issued to refund certain prior obligations of the County.

Optional Redemption

The Bonds maturing on or after [October 1, 2030*,] are subject to redemption prior to maturity, at the option of the County, from any money available for such purpose on any date on or after [April 1, 2030*,] as a whole or in part (in integral multiples of $5,000) at any time, at a redemption price equal to the principal amount thereof, together with the interest accrued to the redemption date on the principal amount to be redeemed.

Make-Whole Optional Redemption

"Make-Whole" Optional Redemption. The Bonds maturing on or prior to [April 1, 2030*,] are subject to redemption at the option of the County, in whole or in part, at any time, at the Make-Whole Redemption Price (as defined herein). The "Make-Whole Redemption Price" is the greater of (i) 100% of the principal amount of the Bonds to be redeemed and (ii) the sum of the present value of the remaining scheduled payments of principal and interest on the Bonds to be redeemed, not including any portion of those payments of interest accrued and unpaid as of the date on which the Bonds are to be redeemed, discounted to the date on which the Bonds are to be redeemed on a semi-annual basis, assuming a 360-day year consisting of twelve 30-day months, at the Treasury Rate (defined below) plus __%; plus in each case, accrued and unpaid interest on the Bonds to be redeemed on the redemption date.

For purpose of determining the Make-Whole Redemption Price, the following definitions apply:

"Treasury Rate" means, with respect to any redemption date for any particular Bond, the greater of:

(i) the yield to maturity as of such redemption date of the United States Treasury securities with a constant maturity (as compiled and published in the most recent Federal Reserve Statistical Release H.15 (519) that has become publicly available at least two business days prior to the redemption date (excluding inflation indexed securities) (or, if such Statistical Release is no longer published, any publicly available source of similar market data)) most

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* Preliminary, subject to change.

nearly equal to the period from the redemption date to maturity; provided, however, that if the period from the redemption date to maturity is less than one year, the weekly average yield on actually traded United States Treasury securities adjusted to a constant maturity of one year will be used; all as will be determined by an independent accounting firm, investment banking firm or financial advisor retained by the County at the County's expense and such determination shall be conclusive and binding on the owners of the Bonds, and

(ii) the rate per annum, expressed as a percentage of the principal amount, equal to the semiannual equivalent yield to maturity or interpolated maturity of the Comparable Treasury Issue (defined below), assuming that the Comparable Treasury Issue is purchased on the redemption date for a price equal to the Comparable Treasury Price (defined below), as calculated by the Designated Investment Banker (defined below).

"Comparable Treasury Issue" means, with respect to any redemption date for a particular Bond, the United States Treasury security or securities selected by the Designated Investment Banker that has an actual or interpolated maturity comparable to the remaining average life of the Bond to be redeemed.

"Comparable Treasury Price" means, with respect to any redemption date for a particular Bond, (i) if the Designated Investment Banker receives at least four Reference Treasury Dealer Quotations (defined below), the average of such quotations for such redemption date, after excluding the highest and lowest Reference Treasury Dealer Quotations, or (ii) if the Designated Investment Banker obtains fewer than four Reference Treasury Dealer Quotations, the average of all such quotations.

"Designated Investment Banker" means one of the Reference Treasury Dealers appointed by the County.

"Reference Treasury Dealer" means each of the four firms, specified by the County, from time to time, that are primary United States government securities dealers in the City of New York, New York (each a "Primary Treasury Dealer"); provided, however, that if any of them ceases to be a Primary Treasury Dealer, the County will substitute another Primary Treasury Dealer.

"Reference Treasury Dealer Quotations" means, with respect to each Reference Treasury Dealer and any redemption date for a particular Bond, the average, as determined by the Designated Investment Banker, of the bid and asked prices for the Comparable Treasury Issue (expressed in each case as a percentage of its principal amount) quoted in writing to the Designated Investment Banker by such Reference Treasury Dealer at 3:30 P.M., New York City time, on the third Business Day preceding such redemption date.

Any Make-Whole Redemption Price of Bonds to be redeemed pursuant to the provisions described under this section will be determined by an independent accounting firm, investment banking firm or financial advisor retained by the County to calculate such redemption price. The County may conclusively rely on the determination of such redemption price by such independent accounting firm, investment banking firm or financial advisor and will not be liable for such reliance.

Electronic Bidding and Bidding Procedures

Registration to Bid

All prospective bidders must be contracted customers of i-Deal LLC's BiDCOMP/Parity Competitive Bidding System. If you do not have a contract with BiDCOMP/Parity, call (212) 404-8102 to inquire about becoming a customer. By submitting a bid for the Bonds, a prospective bidder represents and warrants to the County that such bidder's bid for the purchase of the Bonds (if a bid is submitted in connection with the sale) is submitted for and on behalf of such prospective bidder by an officer or agent who is duly authorized to bind the prospective bidder to a legal, valid and enforceable contract for the purchase of the Bonds. By contracting with BiDCOMP/Parity, a prospective bidder is not obligated to submit a bid in connection with the sale.

IF ANY PROVISIONS OF THIS NOTICE OF SALE SHALL CONFLICT WITH INFORMATION PROVIDED BY BiDCOMP/Parity AS APPROVED PROVIDER OF ELECTRONIC BIDDING SERVICES, THIS NOTICE OF SALE, AS IT MAY BE AMENDED BY THE COUNTY AS DESCRIBED WITHIN, SHALL CONTROL. Further information about BiDCOMP/Parity, including any fee charged, may be obtained from BiDCOMP/Parity at (212) 404-8102.

Disclaimer

Each prospective bidder shall be solely responsible to register to bid via BiDCOMP/Parity. Each qualified prospective bidder shall be solely responsible to make necessary arrangements to access BiDCOMP/Parity for purposes of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the County nor BiDCOMP/Parity shall have any duty or obligation to undertake such registration to bid for any prospective bidder or to provide or assure such access to any qualified prospective bidder, and neither the County nor BiDCOMP/Parity shall be responsible for a bidder's failure to register to bid or for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by, BiDCOMP/Parity. The County is using BiDCOMP/Parity as a communication mechanism, and not as the County's agent, to conduct the electronic bidding for the Bonds. The County is not bound by any advice and determination of BiDCOMP/Parity to the effect that any particular bid complies with the terms of this Notice of Sale and in particular the "Bid Specifications" hereinafter set forth. All costs and expenses incurred by prospective bidders in connection with their registration and submission of bids via BiDCOMP/Parity are the sole responsibility of the bidders, and the County is not responsible, directly or indirectly, for any of such costs or expenses. If a prospective bidder encounters any difficulty in registering to bid or submitting, modifying or withdrawing a bid for the Bonds, it should telephone BiDCOMP/Parity and notify PFM Financial Advisors LLC, the County's financial advisor, by telephone at (703) 741-0175. After receipt of bids is closed, the County through BiDCOMP/Parity will indicate the apparent successful bidder. Such message is a courtesy only for viewers and does not constitute the award of the Bonds. Each bid will remain subject to review by the County to determine its true interest cost rate and compliance with the terms of this Notice of Sale.

Bidding Procedures

Bids must be submitted electronically for the purchase of all, but not less than all, of the Bonds by means of the Fairfax County, Virginia AON (all or none) Bid Form (the "Bid Form") via BiDCOMP/Parity. Bids must be communicated electronically to BiDCOMP/Parity by 11:00 a.m., Fairfax, Virginia Time on the Scheduled Bid Date unless postponed as described herein (see "Change of Bid Date and Closing Date; Other Changes to Notice of Sale"). Prior to that time, a prospective bidder may input and save the proposed terms of its bid in BiDCOMP/Parity. Once the final bid has been saved in BiDCOMP/Parity, the bidder may select the final bid button in BiDCOMP/Parity to submit the bid to BiDCOMP/Parity. Once the bids are released electronically via BiDCOMP/Parity to the County, each bid will constitute an **IRREVOCABLE** offer to purchase the Bonds on the terms therein provided. For purposes of the electronic bidding process, the time as maintained on BiDCOMP/Parity shall constitute the official Fairfax, Virginia Time. For information purposes only, bidders are requested to state in their bids the true interest cost to the County, as described under "Award of Bonds" below, represented by the rate or rates of interest and the bid price specified in their respective bids.

REVOCABLE BIDS ARE NOT PERMITTED.

By submitting a bid for the Bonds, each underwriter certifies it has an established industry reputation for underwriting new issuances of municipal bonds. The County will not accept bids from firms without an established industry reputation for underwriting new issuances of municipal bonds.

No bids will be accepted in written form, by facsimile transmission or in any other medium or on any system other than by means of the Bid Form via BiDCOMP/Parity. No bid will be received after the time for receiving such bids specified above.

Good Faith Deposit

After receipt of bids is closed and prior to the award, the apparent successful bidder indicated on BidCOMP/Parity must submit a good faith deposit (the "Deposit") for 1% of the aggregate par amount set forth in Bid Maturity Schedule to the County by wire transfer. The award to the apparent successful bidder is contingent upon receipt of the Deposit, and the Bonds will not be awarded to such bidder until the County has confirmation of receipt of the Deposit.

Bank Name: Bank of America VA/Rich
ABA: 026 009 593
Account Name: County of Fairfax, Deposit Account
Account Number: 0000 7902 5799
Attention: Tammy Kennedy-Nichols, 410-547-4320

Reference your company, company contact, phone number or other helpful identification.

Award or rejection of bids will be made by or on behalf of the Board of Supervisors of Fairfax County, Virginia, on the date above stated for the receipt of bids. The proceeds of the Deposit will be held as security for the performance of the successful bidder's bid and applied to the purchase price of the Bonds, but, in the event the successful bidder shall fail to comply with the terms of its bid, the Deposit will be retained as and for full liquidated damages. No interest will be allowed thereon.

Award of Bonds

Award or rejection of bids will be made by the County prior to 5:00 p.m., Fairfax, Virginia Time on the date of receipt of bids. ALL BIDS SHALL REMAIN FIRM UNTIL 5:00 P.M., FAIRFAX, VIRGINIA TIME, ON THE DATE OF RECEIPT OF BIDS. An award of the Bonds, if made, will be made by the County within such six-hour period of time (11:00 a.m. – 5:00 p.m.).

The Bonds will be awarded to the bidder offering to purchase the Bonds at the lowest "True or Canadian" interest cost ("TIC"), such cost to be calculated by determining the annual interest rate (compounded semiannually) at which the sum of the payments of the principal of and the interest on the Bonds discounted from their payment dates to the dated date of the Bonds equals the aggregate price bid of the Bonds. If two or more bidders offer to purchase the Bonds at the same lowest TIC, the successful bidder will be selected by the County by lot from among all such bidders.

Initial Reoffering Terms

The apparent successful bidder shall provide the initial public offering prices to the public (the "Initial Public Offering Prices") and yields of each maturity of the Bonds (collectively the "Initial Reoffering Terms") within 30 minutes of receipt of notice that it is the apparent winning bidder.

Right of Rejection

The County expressly reserves the right (i) to waive any informalities, (ii) to reject all bids, any incomplete bid or any bid not fully complying with all of the requirements set forth herein, and (iii) to solicit new bids or proposals for the sale of the Bonds or otherwise provide for the public sale of the Bonds if all bids are rejected or the winning bidder defaults, including, without limitation, sale of the Bonds to one or more of the losing or rejected bidders without regard to their original bid or its relationship to any other bid.

Change of Bid Date and Closing Date; Other Changes to Notice of Sale

The County reserves the right to postpone, from time to time, the date and time established for the receipt of bids and will undertake to announce any such change via TM3 (www.tm3.com).

Any postponement of the bid date will be announced via TM3 not later than one hour prior to the announced time for receipt of the bids. An alternative bid date and time will be announced via TM3 at least 18 hours prior to such alternative bid date.

On such alternative bid date and time, the County will accept bids for the purchase of the Bonds, such bids to conform in all respects to the provisions of this Notice of Sale, except for the changes in the date and time for bidding and any other changes announced via TM3 at the time the bid date and time are announced.

The County may change the scheduled delivery date for the Bonds by notice given in the same manner as set forth for a change in the date for the receipt of bids.

The County reserves the right to otherwise change this Notice of Sale. The County anticipates that it would communicate any such changes via TM3 by 4:00 p.m., Fairfax, Virginia Time on the date prior to the scheduled date for receipt of bids but no later than 30 minutes prior to the scheduled time and date for receipt of bids.

Conflict Waiver

Norton Rose Fulbright US LLP is serving as Bond Counsel in connection with the issuance and sale of the Bonds. By placing a bid, each bidder represents that it understands that Norton Rose Fulbright US LLP, in its capacity as Bond Counsel, represents the County, and the successful bidder waives any conflict of interest that Norton Rose Fulbright US LLP's involvement in connection with the issuance and sale of the Bonds to such successful bidder presents.

Undertakings of the Successful Bidder

The successful bidder shall make a bona fide public offering of all of the Bonds to the general public (excluding bond houses, brokers, or similar persons acting in the capacity of underwriters or wholesalers who are not purchasing for their own account as ultimate purchasers without a view to resell) and will, within 30 minutes after being notified of the award of the Bonds, advise the County in writing (via facsimile transmission) of the Initial Reoffering Terms.

Delivery

The Bonds will be delivered on or about February __, 2020, in New York, New York, at DTC against payment of the purchase price therefor (less the amount of the Deposit) in Federal Reserve funds.

The approving opinion of Norton Rose Fulbright US LLP, Washington, D.C., in substantially the form appearing in the Preliminary Official Statement, will be furnished without cost to the successful bidder. There will also be furnished the usual closing papers, including certifications as to the Official Statement and no-litigation.

CUSIP Numbers

Application for CUSIP numbers with respect to the Bonds will be made by the County's financial advisor, but neither the failure to print CUSIP numbers on the Bonds nor any improperly printed CUSIP numbers shall constitute cause for failure or refusal by the successful bidder to accept delivery or make payment for the Bonds. The CUSIP Service Bureau's charge for the assignment of numbers shall be paid by the successful bidder.

Official Statements

Copies of the Preliminary Official Statement may be obtained without cost via the Internet at www.i-dealprospectus.com. The Preliminary Official Statement at its date is "deemed final" by the County for purposes of the Securities and Exchange Commission Rule 15c2-12 adopted under the Securities Exchange Act of 1934, as amended (the "Rule"), but is subject to revision, amendment and completion.

After the award of the Bonds, the County will prepare copies of the Official Statement (no more than 300) and will include therein such additional information concerning the reoffering of the Bonds as the successful bidder may reasonably request; provided, however, that the County will not include in the Official Statement a "NRO" ("not reoffered") designation with respect to any maturity of the Bonds. The successful bidder will be responsible to the County in all respects for the accuracy and completeness of information provided by such successful bidder with respect to such reoffering. The County expects the successful bidder to deliver copies of such Official Statement to persons to whom such bidder initially sells the Bonds and to The Electronic Municipal Market Access System ("EMMA") administered by the Municipal Securities Rulemaking Board. The successful bidder will be required to acknowledge receipt of such Official Statement, to certify that it has made delivery of the Official Statement to EMMA and to acknowledge that the County expects the successful bidder to deliver copies of such Official Statement to persons to whom such bidder initially sells the Bonds and to certify that the Bonds will only be offered pursuant to such Official Statement and only in states where the offer is legal. The successful bidder will be responsible to the County in all respects for the accuracy and completeness of information provided by such successful bidder with respect to such reoffering.

In general, the Rule prohibits an underwriter from purchasing or selling municipal securities, such as the Bonds, unless it has determined that the issuer of such securities has committed to provide annually certain information, including audited financial information, and notice of various events described in the Rule, if material. The County will provide to EMMA annual information respecting the County, including audited financial statements. In addition, the County will provide to EMMA the required notice of the occurrence of any events described in the Rule.

Official Statements will be provided within seven (7) business days after the date of the award of the Bonds in such quantities as may be necessary for the successful bidder's regulatory compliance.

Further information will be furnished upon application to PFM Financial Advisors LLC (703) 741-0175.

Reservation of Rights

The right to reject any or all bids and to waive any irregularity or informality in any bid is reserved.

BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA
By: Jill G. Cooper, Clerk

PRELIMINARY OFFICIAL STATEMENT DATED JANUARY __, 2020

NEW ISSUE – Full Book Entry

RATINGS:
Fitch: "____"
Moody's: "____"
S&P: "____"
(See "RATINGS" herein)

In the opinion of Bond Counsel, under current law and assuming continuing compliance with certain tax covenants and requirements of the Internal Revenue Code of 1986, as amended (the "Code"), as described herein, interest on the Series 2020A Bonds will not be includable in the gross income of the owners thereof for federal income tax purposes. Under existing law, the interest on the Series 2020A Bonds is excluded from Virginia taxable income for purposes of the individual income tax and the income taxation of corporations by the Commonwealth of Virginia under Sections 58.1-322 and 58.1-402 of the Code of Virginia of 1950, as amended, to the extent that such interest is excludable from gross income for federal income tax purposes. See "TAX MATTERS – SERIES 2020A BONDS" herein for further information. Under current law, interest on the Series 2020B Bonds will be includable gross income of the owners thereof for federal income tax purposes. See "TAX MATTERS – SERIES 2020B BONDS" herein for further information.

$_______________*
FAIRFAX COUNTY, VIRGINIA
PUBLIC IMPROVEMENT BONDS, SERIES 2020A

AND

$___________*
FAIRFAX COUNTY, VIRGINIA
TAXABLE PUBLIC IMPROVEMENT REFUNDING BONDS, SERIES 2020B

Dated: Date of Delivery **Due: October 1, as shown on the inside cover page**

Interest on the Bonds will be payable on each April 1 and October 1, commencing October 1, 2020.

A portion of the Series 2020A Bonds are being issued for the purpose of financing various public improvements. Subject to favorable market conditions, the Series 2020B Bonds and a portion of the Series 2020A Bonds are being issued to refund certain outstanding bonds of the County.

The Series 2020A Bonds and the Series 2020B Bonds maturing on and after October 1, 2030*, are subject to redemption prior to maturity as a whole or in part at any time on or after April 1, 2030*, at a redemption price of par plus accrued interest. The Series 2020B Bonds maturing on or prior to April 1, 2030*, are subject to make-whole optional redemption prior to maturity as a whole or in part at any time as described herein. See "THE BONDS – Make-Whole Optional Redemption – Series 2020B Bonds" herein.

The Bonds will be general obligations of Fairfax County, Virginia (the "County"), for the payment of which the Board of Supervisors of the County is unconditionally obligated to levy and collect an annual ad valorem tax, unlimited as to rate or amount, upon all property in the County subject to local taxation.

This page and the inside cover page contain certain information for quick reference only. They are not a summary of this issue. Investors must read this entire Official Statement to obtain information essential to making an informed investment decision.

The Bonds are offered for delivery when, as, and if issued, subject to the approving opinion of Norton Rose Fulbright US LLP, Washington, D.C., Bond Counsel. The Bonds will be available for delivery in New York, New York, through the facilities of DTC on or about February __, 2020.

January __, 2020

* Preliminary, subject to change.

FAIRFAX COUNTY, VIRGINIA

MATURITY DATES, PRINCIPAL AMOUNTS, INTEREST RATES AND PRICES/YIELDS
Base CUSIP† Number 30382A

$__________* PUBLIC IMPROVEMENT BONDS, SERIES 2020A BONDS

Maturity Date October 1	Principal Amount	Interest Rate	Price or Yield	CUSIP† Suffix
2020	$	%	%	
2021				
2022				
2023				
2024				
2025				
2026				
2027				
2028				
2029				
2030				
2031				
2032				
2033				
2034				
2035				
2036				
2037				
2038				
2039				

† CUSIP® is a registered trademark of the American Bankers Association. The CUSIP numbers listed above are being provided solely for the convenience of bondholders only, and Fairfax County, Virginia, does not make any representation with respect to such numbers or undertake any responsibility for their accuracy. The CUSIP numbers are subject to change after the issuance of the Bonds.

* Preliminary, subject to change.

FAIRFAX COUNTY, VIRGINIA

MATURITY DATES, PRINCIPAL AMOUNTS, INTEREST RATES AND PRICES/YIELDS
Base CUSIP† Number 30382A

$___________* TAXABLE PUBLIC IMPROVEMENT REFUNDING BONDS, SERIES 2020B BONDS

Maturity Date October 1	Principal Amount	Interest Rate	Price or Yield	CUSIP† Suffix
2020	$	%	%	
2021				
2022				
2023				
2024				
2025				
2026				
2027				
2028				
2029				
2030				
2031				
2032				
2033				
2034				
2035				
2036				
2037				
2038				

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* Preliminary, subject to change.

Fairfax County, Virginia

BOARD OF SUPERVISORS
Sharon Bulova, *Chairman*
Penelope A. Gross*, Vice Chairman*
John C. Cook
John W. Foust
Patrick S. Herrity
Catherine M. Hudgins
Jeffrey C. McKay
Kathy L. Smith
Linda Q. Smyth
Daniel G. Storck

COUNTY OFFICIALS
Bryan J. Hill, *County Executive*
Tisha Deeghan, *Deputy County Executive*
Rachel O'Dwyer Flynn, Deputy County Executive
David M. Rohrer, *Deputy County Executive*
Joseph M. Mondoro, *Chief Financial Officer*
Christina C. Jackson, *Director, Department of Management and Budget*
Christopher J. Pietsch, *Director, Department of Finance*

COUNTY ATTORNEY
Elizabeth D. Teare, Esquire

PAYING AGENT
Fairfax County Director of Finance
1200 Government Center Parkway, Suite 214
Fairfax, Virginia 22035-0074
(703) 324-3120

FINANCIAL ADVISOR
PFM Financial Advisors LLC
4350 North Fairfax Drive, Suite 580
Arlington, Virginia 22203-1547
(703) 741-0175

BOND COUNSEL
Norton Rose Fulbright US LLP
799 9th Street NW, Suite 1000
Washington, D.C. 20001-4501
(202) 662-4760

For information relating to this Official Statement please contact:
Joseph M. Mondoro, Chief Financial Officer
Fairfax County, Virginia
12000 Government Center Parkway, Suite 561
Fairfax, Virginia 22035-0074
(703) 324-2391

No person has been authorized by Fairfax County, Virginia (the "County"), to give any information or to make any representations with respect to the County or the Bonds other than those contained in this Official Statement, and, if given or made, such other information or representations may not be relied upon as having been authorized by the County. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such offer, solicitation, or sale. The information herein is subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the County since the date hereof. This Official Statement is not to be construed as a contract or agreement between the County and the purchasers or owners of any of the Bonds. Any electronic reproduction of this Official Statement may contain computer generated errors or other deviations from the printed Official Statement. In any such case, the printed version controls.

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FAIRFAX COUNTY, VIRGINIA

Regarding

$___________* Public Improvement Bonds, Series 2020A

and

$___________* Taxable Public Improvement Refunding Bonds, Series 2020B

INTRODUCTION

The purpose of this Official Statement, which includes the cover page, the inside cover pages and the appendices hereto, is to furnish information in connection with the sale by Fairfax County, Virginia (the "County"), of its $___________* Public Improvement Bonds, Series 2020A (the "Series 2020A Bonds"), and $___________* Taxable Public Improvement Refunding Bonds, Series 2020B (the "Series 2020B Bonds" and together with the Series 2020A Bonds, the "Bonds").

THE BONDS

Authorization And Purposes; Refunding Plan

The Bonds will be issued under a resolution (the "Resolution") adopted by the Board of Supervisors of Fairfax County (the "Board of Supervisors") on December 3, 2019, pursuant to Article VII, Section 10(b) of the Constitution of Virginia and the Public Finance Act of 1991, Chapter 26, Title 15.2, Code of Virginia of 1950, as amended (the "Act").

A portion of the Series 2020A Bonds will be issued to provide funds† in the following amounts* for the following purposes (collectively, the "Public Improvements"):

School Improvements	$180,000,000
Transportation Improvements and Facilities...............................	48,000,000
Parks and Park Facilities..	28,000,000
Public Library Facilities..	1,664,000
Public Safety Facilities	5,000,000
Human Services and Community Development Facilities	5,000,000
Total	$267,664,000

The Series 2020B Bonds and a portion of the Series 2020A Bonds are authorized to be issued to provide funds, with other available funds, to refund and to redeem prior to their respective maturities certain outstanding bonds, including all or a portion of the following outstanding bonds of the County referred to hereafter as the "2012A Refunding Candidates," the "2013A Refunding Candidates," the "2013B Refunding Candidates," the "2014A Refunding Candidates," the "2014B Refunding Candidates," the "2015A Refunding Candidates," the "2015B Refunding Candidates," the "2016A Refunding Candidates," the "2017A Refunding Candidates," and the "2018A Refunding Candidates," and collectively as the "Refunding Candidates:"*

* Preliminary, subject to change.

† For purposes of this Preliminary Official Statement, it is assumed that proceeds of the Bonds will include a net bond premium in order to fund the purposes described above.

Series of Refunded Bonds*	Principal Amount*	Maturities*	Redemption Date	Redemption Price	CUSIP Nos. 303820†
2012A	$		April 1, 2020	100%	
2013A			October 1, 2021	100	
2013B			April 1, 2023	100	
2014A			October 1, 2023	100	
2014B			October 1 2024	100	
2015A			October 1, 2024	100	
2015B			[April 1, 2025]	[101]	
2016A			April 1, 2026	100	
2017A			April 1, 2027	100	
2018A			April 1, 2028	100	

* Preliminary, subject to change.
†The County shall not be responsible for the accuracy of the CUSIP numbers provided above. The CUSIP numbers are provided solely for the convenience of bondholders and the County does not make any representation with respect to such numbers or undertake any responsibility for their accuracy. The CUSIP numbers are subject to being changed after the issuance of the Bonds.

The purpose of the refunding is to achieve present value debt service savings. The County's decision whether to refund any given Refunding Candidates is subject to prevailing market conditions at the time of the sale of the Bonds. The County may refund only certain Refunding Candidates if refunding such Refunding Candidates permits the County to meet certain savings targets. The Refunding Candidates, if any, that are refunded with proceeds of the Bonds are referred to as the "Refunded Bonds." The final Refunded Bonds will be described in the final Official Statement.

Upon delivery and issuance of the Bonds by the County, proceeds thereof will be used to provide for the payment and redemption of the Refunded Bonds by depositing with U.S. Bank National Association, pursuant to an escrow deposit agreement, cash and non-callable, direct obligations of the United States of America the maturing principal of and interest on which, together with such cash, will be sufficient to pay all principal, applicable redemption premiums, and interest on the Refunded Bonds to their respective redemption dates. The arithmetical computations of the sufficiency of the cash and securities deposited with U.S. Bank National Association, to pay the principal of and interest on the Refunded Bonds will be verified by Robert Thomas CPA, LLC, Shawnee Mission, Kansas.

Sources

Par amount of the Series 2020A Bonds...........	$
Par amount of the Series 2020B Bonds...........	
Net offering premium......................................	
Total Sources..	$

Uses

Public Improvements.......................................	$
Deposit for payment of Refunding Bonds........	
Underwriters' discount....................................	
Other issuance expenses..................................	
Total Uses..	$

Description

The Series 2020A Bonds will be dated the date of their delivery, will bear interest from their delivery date, payable on each April 1 and October 1, commencing October 1, 2020, and the Series 2020A Bonds will mature in amounts on October 1 in each of the years 2020* through 2039*, inclusive, at rates as set forth on the inside cover page of this Official Statement.

The Series 2020B Bonds will be dated the date of their delivery, will bear interest from their delivery date, payable on each April 1 and October 1, commencing October 1, 2020, and the Series 2020B Bonds will mature in amounts on October 1 in each of the years 2020* through 20__*, inclusive, at rates as set forth on the inside cover page of this Official Statement.

Interest on the Bonds is calculated based on a 360-day year consisting of twelve thirty-day months. The Bonds will be issued in denominations of $5,000 and integral multiples thereof under the book-entry system of the Depository Trust Company ("DTC"), and principal and interest on the Bonds will be payable in the manner described in Appendix V, "BOOK-ENTRY ONLY SYSTEM."

Optional Redemption

The Series 2020A Bonds and the Series 2020B Bonds maturing on or after October 1, 2030*, are subject to redemption prior to maturity, at the option of the County, from any money available for such purpose on any date on or after April 1, 2030*, as a whole or in part (in integral multiples of $5,000) at any time, at a redemption price equal to the principal amount thereof, together with the interest accrued to the redemption date on the principal amount to be redeemed.

Make-Whole Optional Redemption – Series 2020B Bonds

"Make-Whole" Optional Redemption. The Series 2020B Bonds maturing on or prior to April 1, 2030*, are subject to redemption at the option of the County, in whole or in part, at any time, at the Make-Whole Redemption Price (as defined herein). The "Make-Whole Redemption Price" is the greater of (i) 100% of the principal amount of the Series 2020B Bonds to be redeemed and (ii) the sum of the present value of the remaining scheduled payments of principal and interest on the Series 2020B Bonds to be redeemed, not including any portion of those payments of interest accrued and unpaid as of the date on

*Preliminary, subject to change.

which the Series 2020B Bonds are to be redeemed, discounted to the date on which the Series 2020B Bonds are to be redeemed on a semi-annual basis, assuming a 360-day year consisting of twelve 30-day months, at the Treasury Rate (defined below) plus __%; plus in each case, accrued and unpaid interest on the Series 2020B Bonds to be redeemed on the redemption date.

For purpose of determining the Make-Whole Redemption Price, the following definitions apply:

"Treasury Rate" means, with respect to any redemption date for any particular Series 2020B Bond, the greater of:

(i) the yield to maturity as of such redemption date of the United States Treasury securities with a constant maturity (as compiled and published in the most recent Federal Reserve Statistical Release H.15 (519) that has become publicly available at least two business days prior to the redemption date (excluding inflation indexed securities) (or, if such Statistical Release is no longer published, any publicly available source of similar market data)) most nearly equal to the period from the redemption date to maturity; provided, however, that if the period from the redemption date to maturity is less than one year, the weekly average yield on actually traded United States Treasury securities adjusted to a constant maturity of one year will be used; all as will be determined by an independent accounting firm, investment banking firm or financial advisor retained by the County at the County's expense and such determination shall be conclusive and binding on the owners of the Series 2020B Bonds, and

(ii) the rate per annum, expressed as a percentage of the principal amount, equal to the semiannual equivalent yield to maturity or interpolated maturity of the Comparable Treasury Issue (defined below), assuming that the Comparable Treasury Issue is purchased on the redemption date for a price equal to the Comparable Treasury Price (defined below), as calculated by the Designated Investment Banker (defined below).

"Comparable Treasury Issue" means, with respect to any redemption date for a particular Series 2020B Bond, the United States Treasury security or securities selected by the Designated Investment Banker that has an actual or interpolated maturity comparable to the remaining average life of the Series 2020B Bond to be redeemed.

"Comparable Treasury Price" means, with respect to any redemption date for a particular Series 2020B Bond, (i) if the Designated Investment Banker receives at least four Reference Treasury Dealer Quotations (defined below), the average of such quotations for such redemption date, after excluding the highest and lowest Reference Treasury Dealer Quotations, or (ii) if the Designated Investment Banker obtains fewer than four Reference Treasury Dealer Quotations, the average of all such quotations.

"Designated Investment Banker" means one of the Reference Treasury Dealers appointed by the County.

"Reference Treasury Dealer" means each of the four firms, specified by the County, from time to time, that are primary United States government securities dealers in the City of New York, New York (each a "Primary Treasury Dealer"); provided, however, that if any of them ceases to be a Primary Treasury Dealer, the County will substitute another Primary Treasury Dealer.

"Reference Treasury Dealer Quotations" means, with respect to each Reference Treasury Dealer and any redemption date for a particular Series 2020B Bond, the average, as determined by the Designated Investment Banker, of the bid and asked prices for the Comparable Treasury Issue (expressed in each case as a percentage of its principal amount) quoted in writing to the Designated Investment

Banker by such Reference Treasury Dealer at 3:30 P.M., New York City time, on the third Business Day preceding such redemption date.

Any Make-Whole Redemption Price of Series 2020B Bonds to be redeemed pursuant to the provisions described under this section will be determined by an independent accounting firm, investment banking firm or financial advisor retained by the County to calculate such redemption price. The County may conclusively rely on the determination of such redemption price by such independent accounting firm, investment banking firm or financial advisor and will not be liable for such reliance.

Selection of Series 2020B Bonds for Redemption

Series 2020B Bonds may be redeemed only in increments of $5,000 or whole multiples thereof. If less than all the Series 2020B Bonds are called for redemption the Series 2020B Bonds or portions thereof will be redeemed in a pro-rata manner for each maturity of Series 2020B Bonds, each $5,000 increment being counted as one Series 2020B Bond for such purpose. If a portion of a Series 2020B Bond is called for redemption, a new Series 2020B Bond in a principal amount equal to the unredeemed portion thereof will be issued to the bondholder upon the surrender thereof.

Defeasance of Series 2020B Bonds

Persons considering the purchase of a Series 2020B Bond should be aware that a defeasance of a Series 2020B Bond by the County prior to maturity could result in the realization of gain or loss by the beneficial owner of the Series 2020B Bond for federal income tax purposes, without any corresponding receipt of money by the beneficial owner. Such gain or loss generally would be subject to recognition for the tax year in which such realization occurs, as in the case of a sale or exchange. Owners are advised to consult their own tax advisers with respect to the tax consequences resulting from such events. See "TAX MATTERS – SERIES 2020B BONDS – Defeasance of Series 2020B Bonds" herein.

Mandatory Sinking Fund Redemption*

[*This caption and one or more of the following paragraphs will be included in the final Official Statement only if the successful bidder for the Series 2020A Bonds elects to combine, in accordance with the related Notice of Sale, two or more consecutive serial maturities into any number of term bonds.*]

The Series 2020A Bonds maturing October 1, 20__, and October 1, 20__, are subject to mandatory redemption in part, on a pro rata basis, on October 1 in the years shown below, at a redemption price equal to the principal amount thereof, plus accrued interest, if any, to the date of redemption in an amount equal to the sinking fund installments for such Series 2020A Bond for such date:

Series 2020A Term Bonds Maturing October 1, 20__

Years	Sinking Fund Installments
20__	$
20__	
20__†	

† Final Maturity

* Preliminary, subject to change.

Series 2020A Term Bonds Maturing October 1, 20__

Years	Sinking Fund Installments
20__	$
20__	
20__†	

† Final Maturity

Selection of Bonds for Redemption

Bonds may be redeemed only in increments of $5,000 or whole multiples thereof. If less than all of the Bonds of a maturity of a series are called for redemption, the Bonds or portions thereof to be redeemed will be selected by the paying agent and bond registrar in such manner as the paying agent and bond registrar in its sole discretion may determine, each $5,000 increment being counted as one Bond for such purpose. If a portion of a Bond is called for redemption, a new Bond in a principal amount equal to the unredeemed portion thereof will be issued to the bondholder upon the surrender thereof.

In the case of redemptions of Bonds at the option of the County, the County will select the maturities of the bonds to be redeemed.

Notice of Redemption

Not more than sixty (60) nor less than thirty (30) days before the redemption date of any Bonds to be redeemed, whether such redemption be in whole or in part, the County will cause a notice of such redemption to be filed with the bond registrar and to be mailed, postage prepaid, to the registered owner of each Bond to be redeemed in whole or in part at his or her address appearing upon the registration books of the County, but failure to mail such notice or any defect therein will not affect the validity of the redemption. Each such notice shall set forth the date designated for redemption, the redemption price to be paid, and the maturities of the Bonds to be redeemed and, if less than all of the Bonds of any one maturity of a series then outstanding shall be called for redemption, the distinctive numbers and letters, if any, of such Bonds to be redeemed and, in the case of any Bond to be redeemed in part only, the portion of the principal amount thereof to be redeemed. If any Bond is to be redeemed in part only, the notice of redemption will state also that on or after the redemption date, upon surrender of such Bond, a new Bond or Bonds in principal amount equal to the unredeemed portion of such Bond will be issued.

Any notice of optional redemption of the Bonds may state that it is conditioned upon there being available an amount of money sufficient to pay the redemption price plus interest accrued and unpaid to the redemption date, and any conditional notice so given may be rescinded at any time before the payment of the redemption price if any such condition so specified is not satisfied. If a redemption does not occur after a conditional notice is given due to an insufficient amount of funds on deposit by the County, the corresponding notice of redemption will be deemed to be revoked.

Security

The Bonds are general obligations of the County for which its full faith and credit are irrevocably pledged. The Act requires that the Board of Supervisors shall, in each year while any of the Bonds shall be outstanding, levy and collect an ad valorem tax, unlimited as to rate or amount, upon all property in the County subject to local taxation sufficient to pay the principal of and the interest on the Bonds as the same shall become due, which tax shall be in addition to all other taxes authorized to be levied in the County.

State Aid Intercept

The provisions of Section 15.2-2659 of the Act, in substance, direct the Governor of Virginia, upon satisfactory proof of default by the County in the payment of principal of or interest on the Bonds, immediately to order the Comptroller of Virginia to withhold all further payment to the County of all funds, or any part thereof, appropriated and payable by the Commonwealth of Virginia (the "Commonwealth" or "State") to the County for any and all purposes until such default is remedied. For as long as the default continues, the law directs the Governor to require the Comptroller to pay to the holders of such Bonds or the paying agent therefor all of the withheld funds or as much as are necessary to cure, or to cure insofar as possible, the default on such Bonds. The Governor shall, as soon as practicable, give notice of such default and of the availability of funds with the paying agent or with the Comptroller by publication one time in a daily newspaper of general circulation in the City of Richmond, Virginia, and by mail to the registered owners of such Bonds. Although the provisions of Section 15.2-2659 have never been tested in a Virginia court, the Attorney General of Virginia has opined that appropriated funds can be withheld pursuant to its provisions.

Remedies

The Bonds do not specifically provide any remedies that would be available to a bondholder if the County defaults in the payment of principal of or interest on the Bonds, nor do they contain a provision for the appointment of a trustee to protect and enforce the interests of the bondholders upon the occurrence of such default. If a bondholder does not receive payment of principal or interest when due, the holder could seek to obtain a writ of mandamus from a court of competent jurisdiction requiring the Board of Supervisors to levy and collect an ad valorem tax, unlimited as to rate or amount, upon all property in the County subject to local taxation sufficient to pay the principal of and the interest on the Bonds as the same shall become due. The mandamus remedy, however, may be impracticable and difficult to enforce. The enforceability of rights or remedies with respect to the Bonds (but not the validity of the Bonds) may be limited by bankruptcy, insolvency, or other State or federal laws, heretofore or hereafter enacted, and equitable principles affecting the enforcement of creditors' rights.

No Litigation Respecting the Bonds

No litigation is pending or, to the best of the County's knowledge, threatened (a) to restrain or enjoin the issuance, sale, or delivery of any of the Bonds, the application of the proceeds thereof, or the pledge of tax revenues for payment of the Bonds, (b) in any way contesting or affecting any authority for the issuance or validity of the Bonds, (c) in any way contesting the existence or powers of the County or (d) that, if determined adversely against the County, would have a material adverse effect on the County. See "CONTINGENT LIABILITIES AND CLAIMS" for a description of litigation affecting the County.

FAIRFAX COUNTY

GENERAL DESCRIPTION

Overview

The County is located in the northeastern corner of the Commonwealth of Virginia (the "Commonwealth") and encompasses a net land area of 407 square miles. Its current estimated population exceeds one million. The County is part of the Washington, D.C., metropolitan area, which includes jurisdictions in Maryland, the District of Columbia and Northern Virginia.

The Fairfax County government is organized under the Urban County Executive form of government (as defined under Virginia law). The governing body of Fairfax County is the Board of Supervisors, which makes policies for the administration of the County. The Board of Supervisors is comprised of ten members: the Chairman, elected at large for a four-year term, and one member from each of nine districts, each elected for a four-year term by the voters of the district in which the member resides. The Board of Supervisors appoints a County Executive to act as the administrative head of the County. The County Executive serves at the pleasure of the Board of Supervisors, carries out the policies established by the Board of Supervisors, directs business and administrative procedures, and recommends officers and personnel to be appointed by the Board of Supervisors. (See Appendix I.)

In Virginia, cities and counties are discrete units of government and do not overlap. Fairfax County completely surrounds the City of Fairfax and is adjacent to the City of Falls Church and the City of Alexandria. (See Appendix II.) Property within these cities is not subject to taxation by Fairfax County, and the County generally is not required to provide governmental services to their residents. The County does, however, provide certain services to the residents of certain of these cities pursuant to agreements with such cities.

In Fairfax County there are three incorporated towns, Clifton, Herndon and Vienna, which are underlying units of government within the County, and the ordinances and regulations of the County are, with certain limitations prescribed by Virginia law, generally effective in them. (See Appendix III.) Property in these towns is subject to County taxation, and the County provides certain services to their residents. These towns may incur general obligation bonded indebtedness without the prior approval of the County (more fully discussed in "DEBT ADMINISTRATION – Underlying Bonded Indebtedness").

Population

Fairfax County's estimated 2017 population is 1,142,888. In 1980, Fairfax County was the third most populous jurisdiction in the Washington, D.C., primary metropolitan statistical area, as defined by the U.S. Bureau of the Census. By 1990, Fairfax County, with 818,584 residents, had become the most populous jurisdiction in the Washington, D.C. area, having added an average of 22,168 people per year in the 1980s. Population growth during the 1990s and 2000s slowed; on average, the County gained about 10,286 people per year during 2008-2017.

Fairfax County Population

Calendar Year	Population
1940	40,929
1950	98,557
1960	248,897
1970	454,275
1980	596,901
1990	818,584
2000	969,749
2001	984,366
2002	1,004,435
2003	1,012,090
2004	1,022,298
2005	1,033,646
2006	1,037,311
2007	1,041,507
2008	1,050,315
2009	1,074,227
2010	1,081,726
2011	1,100,692
2012	1,118,602
2013	1,130,924
2014	1,137,538
2015	1,142,234
2016	1,138,652
2017	1,142,888

Sources: U.S. Bureau of the Census (1940-2000, 2010) and 2010 Decennial Censuses; FY 2011-2018 Fairfax County Comprehensive Annual Financial Report

The following table reflects the population age distribution of County residents, based on the U.S. Census Bureau's 2010 Decennial Census. The survey estimated the County's total population in 2010 at 1,081,726.

Household Population Age Distribution
Fairfax County

	2010	
Age Group	**Number**	**Percent (%)**
Under 20 years	285,405	26.4
20 – 34	218,781	20.2
35 – 54	339,757	31.4
55 – 64	131,493	12.2
65 and Over	106,290	9.8
Total	1,081,726	100.0

Sources: U.S. Bureau of the Census, 2010 Decennial Census and Virginia Employment Commission

Based on the latest data released by the U.S. Census Bureau, Fairfax County's median household income was $117,515 and median family income was $135,791 in 2017. Approximately 37.2% of the County's households and 44.6% of families had annual incomes of $150,000 or more. The following table shows the 2017 household and family income distribution in the County.

2017 Household and Family Income Distribution (by Percentage)[1]

Income Level	Household	Family
Under $25,000	7.2%	5.2%
$25,000 – 49,999	9.8%	8.7%
$50,000 – 74,999	12.3%	10.1%
$75,000 – 99,999	12.1%	10.6%
$100,000 – 149,999	21.4%	20.8%
$150,000 or more	37.2%	44.6%
Median Income	$117,515	$135,791

Source: U.S. Census Bureau, 2013-2017 American Community Survey 5-Year Estimates

[1] Household Income is defined as that income which is available to all residents of a housing unit, regardless of relationship. Income is from all sources, before taxes and deductions, and includes wages, business, retirement, SSI, alimony, child support, interest, etc. Family Income is derived by including only those households containing two or more persons related by blood, marriage or adoption. Percentages may add to more than 100% due to rounding.

Certain County Administrative and Financial Staff Members

Bryan J. Hill, County Executive, was appointed as County Executive by the Fairfax County Board of Supervisors effective January 2, 2018. He was previously the Chief Administrative Officer and Clerk to the Board for James City County from 2014 to 2017; he previously spent seven years with Beaufort County, S.C. as deputy county administrator. At James City County, Hill was responsible for oversight of staff, major infrastructure projects, economic development, transportation initiatives and the development and implementation of that county's first strategic plan. He recently led the realignment of James City County's debt portfolio, which resulted in AAA ratings from each of the three major bond rating agencies. Hill also has served as the vice chancellor for finance and operations at the University of South Carolina's Beaufort/Bluffton Campus, and as the director of finance for the University of Maryland's Office of Information and Technology as well as director of administration for the Department of Aerospace Engineering. He has a bachelor's degree in public administration from Alfred University and a master's degree in public administration from the University of Southern California.

Tisha Deeghan, Deputy County Executive, was appointed in December 2017 as Deputy County Executive for Health and Human Services, which comprises ten agencies serving residents of Fairfax County and the Cities of Fairfax and Falls Church. Ms. Deeghan first joined Fairfax County in September 2014 as the Executive Director of the Fairfax-Falls Church Community Services Board (CSB). Prior to coming to Virginia, Ms. Deeghan worked for thirteen years as the Senior Vice President/Chief Operating Officer for Genesee Health System (GHS) in Flint, Michigan. Ms. Deeghan had responsibility for the agency's behavioral health and managed care operations, as well as integrated health programs, including a directly operated Federally Qualified Health Center, endeavoring to address the often-poor health status of the people served by GHS each year. She has worked in the field of mental health and substance use disorder treatment and prevention for 36 years, more than 30 of them in leadership roles, including 18 years as an accreditation surveyor for CARF and national healthcare consultant in both the public and private sectors. Ms. Deeghan has presented on related topics at numerous state and national conferences, including the American Public Health Association, National Council for Behavioral Health, and NIMH. Ms. Deeghan received her Bachelor of Science in Psychology from the Honors College, Michigan State University, and Master of Social Work from Michigan State University. She received her Master of Health Services Administration/Public Health from the Department of Health Management & Policy, University of Michigan School of Public Health.

Rachel O'Dwyer Flynn, Deputy County Executive, was appointed on January 22, 2019, by the Board of Supervisors. Ms. Flynn oversees the Department of Public Works and Environmental Services, the Department of Transportation, the Park Authority, the Department of Code Compliance, Land Development Services and a future agency that will combine the Department of Planning and Zoning and the Office of Community Revitalization. Ms. Flynn has 35 years of experience in both private and public organizations as an architect, urban planner, director of planning/building/economic development and real estate development executive. Before her appointment as Deputy County Executive, Ms. Flynn was the director of design management, planning and entitlements at Google, and from 2016-18, she was the vice president of FivePoint Communities. Previously, Ms. Flynn served as the director of the Department of Planning and Building for the City of Oakland, California, from 2013-16; the director of planning for Otak International in Abu Dhabi from 2011-12; the director for the Department of Community Development for the City of Richmond from 2006-11; and the director of the Department of Community Planning and Development for the City of Lynchburg from 1998-2006. Ms. Flynn has led efforts to develop award-winning master plans and city-wide general plans throughout her career. She has been honored with numerous awards from civic and professional organizations for implementing successful and complex plans, progressive environmental initiatives and innovative GIS/technology programs. Ms. Flynn holds a bachelor's in architecture and a master's in engineering management from Catholic University and a master's in public administration from Harvard University. Ms. Flynn is a licensed architect and a member of the American Institute of Architects.

David M. Rohrer, Deputy County Executive, has worked with the Fairfax County Police Department for almost 32 years and was appointed chief in 2004. In addition, Mr. Rohrer has also served as deputy chief for investigations and operations support; Patrol Bureau commander; Special Operations Division and district commander; SWAT first-line supervisor; and first-line patrol supervisor. Mr. Rohrer has served two terms as chairman of the Metropolitan Washington Council of Governments Police Chiefs' Committee, and he is a member of numerous organizations, including the International Association of Chiefs of Police; the Major Cities Chiefs' Association; the Police Executive Research Forum; and the Virginia Association of Chiefs of Police. Mr. Rohrer holds a bachelor's degree in administration of justice from George Mason University.

Elizabeth D. Teare was appointed County Attorney by the Fairfax County Board of Supervisors effective July 1, 2016. Prior to her appointment, Ms. Teare served as the Deputy County Attorney for the Land Use and Environmental Law Section of the Fairfax County Attorney's Office from 2012 through 2016. From 2009 through 2012, she served as a Senior Assistant County Attorney and from 2000 to 2008 as an Assistant County Attorney. Prior to her tenure with the Fairfax County Attorney's Office, Ms. Teare was an associate attorney with a law firm known at that time as Surovell, Jackson, Colten & Dugan, P.C., in Fairfax, Virginia, from 1992 to 2000. She also worked as an Assistant Attorney General in Richmond, Virginia, in a temporary position from 1991 to 1992. Ms. Teare clerked for the Honorable Rosemarie Annunziata, who was then a Fairfax County Circuit Court Judge, from 1990 to 1991. Ms. Teare has been appointed by the Supreme Court of Virginia to serve on the faculty of the Virginia State Bar's Harry L. Carrico Professionalism Course. In addition, she has lectured on land use and environmental law related issues for the Fairfax County Bar Association and the Local Government Attorneys of Virginia. Ms. Teare received a Bachelor of Arts degree from Sweet Briar College, *magna cum laude* with high honors in English, in 1986. In 1990, Ms. Teare received her juris doctorate degree, *cum laude*, from the Washington and Lee University School of Law and was admitted to the Virginia State Bar later that year.

Joseph M. Mondoro has been the Chief Financial Officer of the County since September 2015. From 2015 until July 2019 he was also the Director of the Department of Management and Budget. From February 2004 until his appointment as Chief Financial Officer/Director of Management and Budget of the County, Mr. Mondoro served as Deputy Director of the Department of Management and Budget. Mr. Mondoro received his Bachelor's Degree in History and Government and a Masters of Public Policy from the College of William and Mary. Mr. Mondoro worked as an analyst in the Financial Planning Bureau of the City of Norfolk, Virginia from 1993 to 1995. He joined the Fairfax County Department of Management and Budget in July 1995 as a budget analyst.

Christina C. Jackson was appointed Director of the Department of Management and Budget of the County effective July 20, 2019. Prior to assuming the duties of Director, Ms. Jackson served as Deputy Director from November 2015. Ms. Jackson received her bachelor's degree in Public Policy Studies and Political Science from Duke University and a Master of Public Affairs degree from the University of North Carolina at Greensboro. Ms. Jackson joined the Fairfax County Department of Management and Budget in December 2003 as a budget analyst.

Christopher J. Pietsch was appointed Director of Finance for Fairfax County effective December 30, 2013. From 2003 until his appointment as Director of Finance, Mr. Pietsch served as the Director of the Fairfax County Internal Audit Office. Prior to that, Mr. Pietsch spent 16 years working in bank auditing as well as governmental auditing with the Commonwealth. Mr. Pietsch is a graduate of James Madison University, Harrisonburg, Virginia, with a degree in Finance. In addition, he is a Certified Public Finance Officer, Certified Internal Auditor and a Certified Bank Auditor.

County Employees

As of July 2019, the School Board of Fairfax County, Virginia (the "School Board"), supported 24,165 full time equivalent positions. The County supported 11,577 full time equivalent positions in activities funded directly or supported by the General Fund and 1,274 full time equivalent positions employed in activities not supported by the General Fund, principally the County's Integrated Sewer System (the "Integrated Sewer System"). Fairfax County employees are not represented by unions. Fairfax County public school employees have, however, organized the Fairfax Education Association and the Fairfax County Federation of Teachers to represent the interests of its members at public hearings and meetings before the School Board and the Board of Supervisors. General County employees' interests are represented at these types of meetings by the Employees Advisory Council and other groups such as police, fire, and sheriff employee organizations. None of these organizations is empowered to serve as negotiating agent for its members for collective bargaining purposes. Collective bargaining by public employees in Virginia is prohibited by law, a restriction upheld by the Supreme Court of Virginia.

GOVERNMENT SERVICES

Reflecting its urban character, Fairfax County provides a comprehensive range of public services characteristic of its form of government under Virginia law and its integral position within the Washington metropolitan area. The following subsections describe principal governmental services and services performed in conjunction with other governmental entities.

General Government Administration

The County government center complex is located in the Fairfax Center area and is accessible by U.S. Routes 50 and 29, near Interstate Highway 66. The 675,000 square foot government center houses core County services and agencies. Three adjacent County office buildings provide an additional 760,000 square feet of space and house primarily human services, community development and public safety agencies and departments of the County. The County also occupies a 135,000 square foot governmental center for delivery of County services in the southeast part of the County, and has six remote governmental centers throughout the County. The centers provide office space for members of the Board of Supervisors, personnel, police, and building inspectors, and provide meeting rooms for community activities.

In July 2018, the International City/County Management Association (ICMA) announced that it had awarded its Certificate of Excellence to Fairfax County for the ninth consecutive year. The County is among only 29 jurisdictions across the nation being recognized for their superior efforts and results in performance measurement and management with this award – the organization's highest level of recognition – from the ICMA Center for Performance Measurement™ (CPM). The Certificate of Excellence is the highest of CPM's three levels of recognition, and pays special tribute to the County's efforts in identifying and reporting to the public key outcome measures and surveying of residents and employees, as well as the pervasiveness of performance measurement in the County's culture.

Fairfax County's Comprehensive Annual Financial Report for the fiscal year ended June 30, 2018, received the Certificate of Achievement for Excellence in Financial Reporting for the 41st year from the Government Finance Officers Association (GFOA). Fairfax County has also earned GFOA's Distinguished Budget Presentation Award for the past 34 years. This award represents the highest form of recognition in governmental budgeting and reflects the commitment of the governing body and staff to meet the highest principles of public budgeting. The Association of Public Treasurers of the United States and Canada ("APT") has awarded the County certification for its investment policy every year since 1998, confirming that the County meets the high public investment standards set forth by the Association. Written investment policies submitted to the APT received vigorous peer team review for conformity with principles of sound investment management, careful public stewardship, and adoption of the profession's best practices.

Public Schools

Fairfax County Public Schools ("FCPS") is the largest educational system in the Commonwealth of Virginia and the tenth largest school system nationwide, ranked by enrollment. The system is directed by a twelve-person School Board elected by County residents to serve four-year terms. A student representative with a one-year term participates in the School Board's discussions but does not vote. Because the School Board is not empowered to levy taxes or to incur indebtedness, the operating costs of FCPS are provided by transfers to the School Board from the General Fund of the County and the federal and Commonwealth governments (see the "FINANCIAL INFORMATION – General Fund Summary" herein). Capital construction funding for public school facilities is provided primarily by the sale of general obligation bonds of the County.

The FCPS system is a high quality system offering a variety of programs. There is a strong academic program for college-bound students. More than 89% of FCPS graduates self-reported plans to enroll in post-secondary educational programs. In addition to the traditional academic curriculum, the Thomas Jefferson High School for Science and Technology provides a four-year college preparatory program for students who have a strong interest and high aptitude in mathematics, science, computer science, engineering, or related professional fields. The school is designated as one of the Governor's magnet schools for science and technology, and students from other Northern Virginia counties are admitted on a tuition-paying basis.

FCPS also offers an extensive program for students pursuing opportunities in technical careers, with courses in business, health occupations, industrial technology, marketing, trade and industrial, and family and consumer sciences studies. In addition, there are special programs offered for gifted children and for students with disabilities spanning ages 2 through 21. FCPS also provides an extensive adult education program offering basic education courses and general education, vocational, and enrichment programs.

As of FY 2020, the School Board operates 191 schools and 7 special education centers:

Fairfax County Public Schools

Type of School	Number of Public Schools
Elementary School	141
Middle School	23
High School	22
Secondary Schools[1]	3
Alternative High Schools	2
Special Education Centers	7
Total	198

Source: Fairfax County Public Schools FY 2020 Approved Budget
[1] Grades 7-12.

The number of students attending Fairfax County Public Schools increased overall between FY 2011 and FY 2019. Enrollment for FY 2019 was 187,521, an increase of 12,588 students over the FY 2011 enrollment. FY 2020 approved enrollment is 188,414 students.

Fairfax County Public Schools Enrollment

Fiscal Year	Number of Public School Students	% Change
2011	174,933	-
2012	177,918	1.71
2013	181,259	1.88
2014	183,895	1.45
2015	185,914	1.10
2016	185,979	0.03
2017	186,842	0.46
2018	188,403	0.84
2019	187,521	(0.47)
2020	188,414	0.48

Source: Fairfax County Public Schools FY 2020 Approved Budget

The average per pupil expenditures based on FY 2020 proposed budget operating costs for several Washington metropolitan area jurisdictions are as follows:

Washington Metropolitan Area Per Pupil Expenditures

Jurisdiction	Per Pupil Expenditures
Arlington County	$19,348
Falls Church City	18,544
Alexandria City	17,606
Montgomery County (Md.)	16,281
Fairfax County	15,293
Loudoun County	14,260
Prince George's County (Md.)	14,093
Manassas City	12,855
Prince William County	11,633
Manassas Park	11,113

Sources: FY 2019 Washington Area Boards of Education Guide; FCPS FY 2020 Approved Budget

Of the Advanced Placement (AP) tests taken by FCPS students in 2017, 74% rated a score of 3 or above (on a grading scale of 1 to 5). In 2017, 38,599 AP test were given, an increase of 13.6% from 2011. Students who score a 3 or above on at least three AP exams are recognized by the College Board as AP Scholars; the total number of FCPS students recognized as AP Scholars rose from 5,176 in 2011 to 6,428 in 2017.

For the 2017-2018 school year, FCPS' average SAT score was 1212, compared with the Virginia average of 1110 and the national average of 1049.

Public Works

The Department of Public Works and Environmental Services (DPWES) provides essential management, professional engineering, design, and construction services in support of the construction of roads, sidewalks, trails, storm drainage, sewers, street lights, bus shelters and public facilities (except schools, housing, and parks). DPWES is also responsible for the acquisition of land for, and timely construction of, public facilities projects contained in bond referenda questions approved by the voters of Fairfax County. See "DEBT ADMINISTRATION – Bond Referenda Authorization" herein.

Wastewater generated in the County is treated at one County-owned treatment facility (Noman M. Cole, Jr. Pollution Control Plant), four inter-jurisdictional treatment facilities (District of Columbia Water and Sewer Authority's Blue Plains Facility, and plants operated by the Upper Occoquan Sewage Authority, Arlington County, and the Alexandria Renew Enterprises), and one private treatment facility (Harbor View Wastewater Treatment Plant). The County's treatment capacity in the six facilities totals approximately 157 million gallons per day ("mgd"). In addition, the County has purchased 1.0 mgd from the Loudoun County Sanitation Authority and 0.1 mgd of capacity from the Prince William County Service Authority for future flow needs in the southern portion of the County.

DPWES manages and operates the I-95 Sanitary Landfill located on approximately 500 acres in the southern portion of the County. This facility is operated on a "special fund" basis, which utilizes tipping fees to pay for the operation and capital expenditures of the landfill. Since January 1, 1996, the landfill has been dedicated to the disposal of ash generated primarily by the incineration of municipal solid waste at the Arlington/Alexandria Energy-from-Waste Facility and the I-95 Energy/Resource Recovery Facility ("E/RRF") located in Fairfax County. On older portions of the landfill, the County has initiated closure activities, which involve placing a synthetic or low permeability soil cap over the closed section of the landfill along with installation of landfill gas extraction wells and leachate collection systems. Capping activity has been completed on approximately 260 acres of the site. The closure project is a multi-phase construction project to continue through the remaining life of the facility. The County has established reserves for this purpose and has met the financial assurance requirements established by the Virginia Department of Environmental Quality regarding closure and post-closure care. Additional landfill requirements, whether debris or municipal solid waste, are met through separate contracts.

The E/RRF, which is operated by Covanta Fairfax, Inc., burns solid waste delivered to the facility from the County, other local governments, and merchants. The facility has a dependable electric capacity rating of 63 megawatts for sale to Dominion Virginia Power, although it has the ability to generate over 80 megawatts. Fairfax County and the Fairfax County Solid Waste Authority, which was created by the County, entered into a service contract in August 1987 with Ogden Martin Systems of Fairfax (now Covanta Fairfax, Inc.), under which Covanta Fairfax, Inc., was obligated to design, construct, operate, and maintain a 3,000 ton per day resource recovery facility at the I-95 Landfill Site. On April 11, 2014, the County and Covanta Fairfax, Inc. entered into a Waste Disposal Agreement (WDA) that became effective on February 2, 2016, and has an initial five-year term. Under the WDA, the County's delivery commitment is 650,000 tons (as may be adjusted under the terms of the WDA).

On February 2, 2017, a fire occurred at the E/RRF and caused significant damage to the facility. As a result, the County diverted all of its waste deliveries from the E/RRF from the time of the fire through the end of 2017. The facility reopened on January 1, 2018. During FY 2018, the E/RRF processed 359,466 tons of material.

Transportation

General

Fairfax County is served by various highway, rail, and air transportation facilities. The Capital Beltway (Interstate Highways 95 and 495), Interstate Highways 395 and 66 and the Dulles Toll Road provide access to all parts of the Washington metropolitan area and major surface transportation corridors along the eastern seaboard. The Washington Metropolitan Area Transit Authority ("WMATA") Metrorail system provides area residents with one of the largest and most modern regional transit systems in the world.

Two major airports serve the County with daily national and international service. Washington Dulles International Airport ("Dulles Airport"), located along the County's western boundary, is also the site of a designated Foreign Trade Zone. Ronald Reagan Washington National Airport, located a few miles east of the County, is accessible by Interstate Highways 66 and 395. In 1987, control of these facilities was transferred by a 50-year lease from the federal government to the Metropolitan Washington Airports Authority ("MWAA"), a public authority created by inter-jurisdictional compact between the Commonwealth and the District of Columbia. In June 2003, the lease was extended to 2067.

Ground transportation receives significant attention from the County, primarily in an effort to relieve traffic congestion along the major arterials leading to Washington, D.C. and also to facilitate cross-County movement, connecting established and developing centers of commerce and industry. Recent efforts have included increased local funding for highway improvements, establishment of transportation improvement districts, creation of County transit systems, continued participation in WMATA, and other improvements which encourage increased use of Metrorail, bus services, and carpooling. The County also participates in a regional commuter rail system to expand transportation services available to County residents. In Virginia, the Commonwealth is generally responsible for highway construction and maintenance. However, highway improvement needs in Fairfax County far exceed the highway revenues available from the Commonwealth.

Since 1993, funding for County transportation projects has been received from Commonwealth bond financing, Federal Highway Reimbursement Anticipation Notes, Commonwealth general funds, fuel tax collections, County bond financing, Northern Virginia Transportation Authority tax collections and other revenue sources. A few of the many projects supported by these funding sources have included the Fairfax County Parkway, the County's share of capital costs for the WMATA's Metrorail system, the Dulles Toll Road, and improvements to U.S. Route 1, U.S. Route 29, I-66, I-95, I-495, the Fairfax County Parkway, State Route 7 and State Route 28.

Metro Transit System

Since 1970, Fairfax County and the other major political subdivisions in the Washington, D.C., metropolitan area have contracted with WMATA to finance, construct and operate a 103-mile Metrorail subway and surface rail transit system. Funding for the construction of the Metrorail system has come from direct Congressional appropriations and by direct local contributions. Five Interim Capital Contributions Agreements between WMATA and the participating political jurisdictions were executed to fully fund and complete the 103-mile adopted regional system. By 2020, 23 additional miles are expected to be added to the system with completion of the Silver Line, with new tracks connecting downtown Washington, D.C., to Washington Dulles International Airport. In July 2014, 11.7 miles of the Silver Line were completed and began operation.

WMATA's Board of Directors periodically adopts a Capital Improvement Plan ("CIP"), which prioritizes and maintains the existing capital plant and rolling stock of the Metrobus and Metrorail systems. The regional counter-parties to WMATA periodically agree to updated funding agreements regarding their portion of capital priorities and infrastructure renewal projects. The County issues bonds as the primary source of the County's share of WMATA's CIP.

In 2018, the Virginia General Assembly adopted legislation to provide annual dedicated funding sources to Metro to address long-term capital needs. Revenue sources previously dedicated to the Northern Virginia Transportation Authority for the Transient Occupancy Tax and Grantor's Tax, in addition to redirecting two statewide revenue sources (state recordation tax currently used to pay bonds from the Northern Virginia Transportation District Fund and motor vehicle rental tax revenues), have been redirected to Metro. Also, a price floor on the regional gas tax was established to provide further dedicated funds to Metro.

The County's operating assistance to WMATA is funded from the General Fund, gasoline tax receipts, and State aid. Fairfax County's share of the bus and rail operating subsidies for FY 2011-FY 2020 are shown in the following table:

Fairfax County WMATA Operating Subsidies
(Millions of Dollars)

Fiscal Year	Bus Operations[1,2]	Rail Operations[1]	ADA Para-transit[1]	Less State Aid[3]	Less Gas Tax Receipts[4]	Adjustments and Interest Applied	Net General Fund
2011	$45.387	$15.598	$11.347	$44.745	$21.838	$0.300	$5.449
2012	47.458	19.481	12.410	46.252	26.163	2.259	4.675
2013	48.829	26.209	12.424	49.734	28.568	0.056	9.104
2014	52.118	34.952	13.351	63.893	23.274	4.119	9.135
2015	53.349	39.271	13.367	69.971	24.501	1.974	9.541
2016	57.820	46.666	13.661	91.867	17.262	0.168	8.850
2017	63.200	42.186	13.262	91.247	15.841	0.701	10.859
2018	63.732	58.237	13.417	106.977	16.631	0.874	10.904
2019	66.739	66.179	19.384	111.231	16.300	0.300	24.471
2020	71.707	68.589	15.588	100.384	20.000	0.000	35.500

Sources: Fairfax County Department of Transportation and Department of Management and Budget
[1] The amounts shown for operating subsidies represent actual disbursements in those years. Adjustments based on final WMATA annual audited figures are incorporated in the fiscal year in which the credit for an overpayment was applied or a debited amount was paid rather than the fiscal year in which the credit or debit was earned. Fiscal Years 2011-2018 are actual amounts, FY 2019 is the revised budget amount, and FY 2020 is an estimate.
[2] Includes other service enhancements.
[3] Virginia law permits the use of State aid for transportation to fund transit program operating costs in addition to transit program capital costs.
[4] A 2% retail gasoline tax is dedicated to mass transit costs in those Northern Virginia jurisdictions covered by the Northern Virgina Transportation Commission ("NVTC"). The receipts from this tax are paid to NVTC, which then allocates these funds to participating jurisdictions for payment of transit operating, capital and debt service costs.

Tax Districts

Transportation improvement districts provide another source of funding for transportation improvements in the County. The County, together with Loudoun County, a neighboring jurisdiction, formed the Route 28 Highway Transportation Improvement District (the "Route 28 District") in 1987 to accelerate highway improvements proposed by the Commonwealth to State Route 28. State Route 28 runs approximately parallel to the County's western border and connects State Route 7 in eastern Loudoun County to U.S. Route 50 and Interstate Highway 66 in western Fairfax County. The initial improvements, which consisted of expanding State Route 28 from two to six lanes, with additional turning lanes, are now complete. State Route 28 provides access to Washington Dulles International Airport, as do the Dulles Access Road and the Dulles Toll Road, both of which connect the Capital Beltway to Dulles Airport. Such improvements were financed from proceeds of a special improvements tax (the "Route 28 Special Improvements Tax") collected from owners of real property zoned for commercial and industrial use in the Route 28 District and bonds issued by the Fairfax County Economic Development Authority (the "EDA") secured by the Route 28 Special Improvements Tax collections.

In 2001, the Virginia General Assembly enacted legislation permitting the creation of one or more special transportation taxing districts located between the West Falls Church Metrorail station and the Dulles Airport area to provide a means of financing an extension of rail service in the Dulles Corridor. The structure of any such district is modeled after the existing Route 28 District. In February 2004, pursuant to a petition submitted by landowners representing a majority of the assessed value of property zoned for commercial or industrial use in the Tysons and Reston commercial districts, the Board of Supervisors formed the Phase I Dulles Rail Transportation Improvement District (the "Phase I District") to provide funds to support the County's share of Phase I of a proposed expansion of the Metrorail system to Dulles Airport and beyond ("Phase I"). Funds for financing the County's $400 million share of the Phase I expansion of the Metrorail system are provided from a real estate tax levy on all property zoned for commercial and industrial use in the Phase I District (the "Phase I Special Improvements Tax"). In December 2013, the County provided to MWAA its required $400 million share for the Phase I Project from the proceeds of the Phase I Special Improvements Tax and from bonds issued by the EDA secured by the Phase I Special Improvements Tax collections. Metrorail service for Phase I began in July 2014.

Phase II of the proposed expansion of the Metrorail system ("Phase II") will complete the 23-mile line to Dulles Airport and beyond into Loudoun County. In October 2009, the County received a valid petition to form another special tax district comprised of the Reston-Herndon-Dulles commercial districts to provide $330 million toward the County's portion of the Phase II financing. The Phase II tax district was approved by the Herndon Town Council on November 11, 2009, and by the Fairfax County Board of Supervisors on December 7, 2009. On May 9, 2014, the United States Department of Transportation ("USDOT") approved an application of the County to receive loans in the aggregate principal amount of up to $403,274,894 plus capitalized interest to fund County obligated Phase II project costs (the "TIFIA Loan"). The TIFIA Loan closed on December 17, 2014. As of June 30, 2019, the outstanding balance on the TIFIA Loan, including accrued interest, is $426,712,237.

County Transit Systems

Within the County, the Fairfax Connector System provides feeder bus service to Metrorail Stations. The Fairfax Connector operates 84 routes to 13 Metrorail Stations which include the Dunn Loring, Crystal City, Franconia-Springfield, Huntington, McLean, Pentagon, Pentagon City, Spring Hill, Tysons Corner, Van Dorn Street, Vienna, West Falls Church, and Wiehle-Reston East stations. Private contractors operate and maintain the service and have the responsibility to employ and supervise all transit personnel, while the Board of Supervisors maintains control and approves all policies for bus service such as routes and service levels, fare structures, and funding assistance. The Fairfax Connector System is supported from General Fund and fare box revenues. FY 2019 preliminary actual results also include support of $6.7 million from State aid. The Fairfax Connector carried approximately 8.3 million passengers in FY 2018, and FY 2019 ridership is projected to be approximately 8.9 million. Fairfax Connector System expenditures totaled approximately $92.3 million in FY 2018, and are projected to be $106.0 million in FY 2019, including capital expenditures. The County runs three permanent maintenance and garage facilities for the Fairfax Connector System, with bus operations management provided by a third-party contractor.

Commuter Rail

Fairfax County is a member of the Northern Virginia Transportation Commission and, in cooperation with the Potomac and Rappahannock Transportation Commission, is a participating jurisdiction in the operation of the Virginia Railway Express ("VRE") commuter rail service. As of December 2018, the service consisted of eight peak period trips from south of the County in the Spotsylvania County to north of the County in the District of Columbia and six peak trips that run from west of the County in the City of Manassas to north of the County in the District of Columbia. Under a Master Agreement among VRE's participating jurisdictions, the County is to contribute to capital, operating, and debt service costs of the VRE on a pro rata basis according to its share of ridership. The County's share of the FY 2020 commuter rail operating and capital budget is $6.3 million.

Parks, Recreation and Libraries

Fairfax County provides a variety of recreational, educational, and cultural activities and services. In FY 2018, the Fairfax County Public Library system (the "Library System") made more than 11.1

million loans and recorded more than 4.5 million visits to its 23 branches, and reported more than 3.2 million user visits to its web site. The Library System offers free events and activities, including puppet shows for toddlers, story time for school-aged children, book discussion groups for teens, author visits for adults, and English conversation classes for English for Speakers of other Languages customers (or new arrivals). The Library System also makes library services available and accessible to people who have disabilities or are homebound.

The Department of Community and Recreation Services provides a variety of recreational, community, and human services for County residents. These services include senior adult programs and centers, therapeutic recreation services for individuals with disabilities, a variety of youth programs including recreational activities at youth centers, community-based recreational opportunities, support for Fairfax County's various volunteer sports councils and leagues, and a variety of volunteer opportunities.

Fairfax County also operates an extensive park system that provides a variety of recreational activities and facilities. Under the direction of a 12-member Park Authority Board appointed by the Board of Supervisors, the Fairfax County Park Authority ("FCPA") works with constituents, government leaders and appointees to implement Park Authority Board policies, preserve and protect natural and cultural resources, and facilitate the development of park and recreation programs and facilities. FCPA oversees operation and management of a 23,512-acre County park system with 427 parks, nine recreation centers, eight golf courses, an ice skating rink, 209 playgrounds, 668 public garden plots, five nature centers, three equestrian facilities, 417 FCPS athletic fields, 42 synthetic turf fields, 262 Park Authority-owned athletic fields, 82 historic sites, two waterparks, a horticultural center, and more than 327 miles of trails. In FY 2018, FCPA welcomed almost 16.3 million visitors to parks, groomed fields for more than 200 youth and adult sports organizations, improved its trail system, and worked to control non-native invasive plants, promote native species and preserve woodlands and green open spaces.

FCPA charges fees for the use of certain park facilities including the recreation and fitness centers, classes, camps, programs and golf courses, which are operated on a cost recovery basis, and represent approximately 65% of FCPA's funding. The remaining operating funds are appropriated by the Board of Supervisors from the County's combined general fund, providing the main operating funds for natural and cultural preservation and protection, administrative tasks, general access parks, planning and development, and park maintenance and operations. User fees do not cover the cost of new development of facilities, land acquisition, or the major renovation of existing facilities. These improvements are funded primarily through revenue bonds and general obligation bonds. General obligation bonds are primarily used for the renovation of existing facilities.

The Northern Virginia Regional Park Authority ("NVRPA"), an independent entity in which the County participates, operates 31 parks covering approximately 12,000 acres throughout Northern Virginia including the County. NVRPA is continually in the process of completing, acquiring, developing, or expanding its regional park facilities.

Community Development

The Fairfax County Redevelopment and Housing Authority ("FCRHA") was established in 1966 to meet low and moderate income family housing needs. It owns or administers housing developments in Fairfax County with staff and funding provided from County, federal, Commonwealth, and private sources. As of June 2018, the FCRHA owns or operates 82 properties, which are comprised of over 3,800 apartments, townhouses, senior retirement homes, assisted living facilities and specialized housing units. The FCRHA also owns other specialized housing such as mobile home pads and beds in group homes. The FCRHA also administers 4,795 federal Housing Choice Vouchers and Project Based Voucher-Rental Assistance Demonstration (PBV-RAD) vouchers. In FY 2018, 18,096 people were served through the FCRHA's major affordable housing programs: the HCV and PBV-RAD programs and the Fairfax County Rental Program (FCRP). In FY 2018, the average income of households served in these programs plus the local Bridging Affordability tenant subsidy program was approximately $26,100, or 25% of Area Median Income for a family of three (the average size of the households served). This meets the U.S. Department of Housing and Urban Development's (HUD) definition of "extremely low income."

The FCRHA has provided various financing resources to developers to help create or preserve privately owned multifamily developments. Such developers have used FCRHA's financing along with low-income housing tax credits to create or preserve a total of 2,218 units for lower income tenants. Fairfax County's Workforce Housing policy, adopted by the Board of Supervisors in 2007, is a proffer-based incentive system designed to encourage the voluntary development of new housing affordable to a range of moderate-income workers in Fairfax County's high-rise and high-density areas. The County's Comprehensive Plan provides for a density bonus of up to one unit for every workforce unit provided by a developer, with the expectation that at least 12% of units, and up to 20% depending on location, in new developments be affordable or workforce housing.

In April 2004, the Board of Supervisors adopted its Affordable Housing Preservation Initiative to preserve affordable housing units. The centerpiece of the Initiative was the creation of the "Penny for Affordable Housing Fund." Beginning in FY 2006, the County's budget each year included the equivalent of one penny on the County's real estate tax rate for the preservation and production of affordable housing in the County. In FY 2010, the Penny Fund was reduced to the equivalent of half of one penny. In FY 2020, this funding equates to $12,400,000 for affordable housing.

Other County services include efforts to increase local employment opportunities by encouraging and retaining business and industrial development through the County's Economic Development Authority. On July 1, 2007, the County established an Office of Community Revitalization and Reinvestment ("OCR"). The mission of the OCR is to facilitate strategic redevelopment and investments within targeted commercial areas of the County that align with the community vision, and improve the economic viability, appearance and function of those areas. Among other initiatives, the OCR is charged with working with property owners and the community to facilitate interest and participation in commercial development activities, and to develop public/private partnerships that further the County's revitalization, redevelopment, and reinvestment efforts. As part of the FY 2020 Adopted Budget Plan, OCR and the Department of Planning and Zoning were merged into the newly created Department of Planning and Development.

Health and Welfare

The County provides services designed to protect, promote, and improve the health and welfare of Fairfax County citizens through a decentralized human services program. Based on individual needs, County human service centers define a comprehensive assistance plan that utilizes the services provided by all County departments. The County operates human service centers in locations convenient to residents to provide financial, medical, vocational, and social services. The Fairfax-Falls Church Community Services Board ("CSB") is responsible for planning, organizing, and providing services to individuals who have a mental illness, intellectual disability, or a substance use disorder. The CSB provides state mandated services to assist, improve, and maximize the potential of individuals affected by these conditions and strengthen their capacity for living self-determined, productive, and valued lives. The CSB is part of the Fairfax County Human Services System providing its services at many sites throughout the County, including seven community mental health centers, several outpatient sites, a detoxification center, group homes, consumer-operated drop in centers, and several specialized residential treatment sites.

The County also provides subsidized day care programs for older adults and children of low-income families, two special needs centers that serve emotionally disturbed or physically challenged children, and group homes for youth with serious emotional disturbances. Residential treatment services are also offered in the areas of substance abuse as well as substance abuse outpatient and specialized day treatment programs. Vocational and residential programs are also available for adults with intellectual disabilities and serious mental illness.

Financial assistance and social services are available to eligible residents. For low-income families and individuals, the Department of Family Services ("DFS") administers federal, Commonwealth, and local programs, such as public assistance, employment and training, and subsidized child care, as well as programs targeted to at-risk children, such as child abuse prevention, Child Protective Services, Foster Care and Adoption, and services purchased under the Comprehensive Services Act. For older adults, DFS also administers programs that include federal funds granted to localities, Commonwealth funds and additional support from the County. The federal and state governments partially reimburse DFS for the cost of administering the programs based on an annual allocation to the County as well as program costs. DFS operates the County's School-Age Child Care ("SACC") program in 139 centers located in 136 Fairfax County Public Schools ("FCPS"), one FCPS community building, one County recreation center, and one County community center. Approximately 11,000 children participate in before-and-after-school SACC programs during the school year and in full-day programs in the summer and during school vacations. Since FY 1986, the County has provided a comprehensive County transportation service, Fastran, for qualified elderly, disabled, and low-income persons. Transportation is provided by bus, van, or cab on a door-to-door basis to County programs, medical care, grocery stores, and other destinations.

Judicial Administration

Fairfax County's court system is one of the most sophisticated systems in Virginia in its use of advanced case management techniques and rehabilitation programs. The County uses automated systems to support case docketing and record retrieval, electronic filing and imaging in the land recordation process, juror selection, service of notices and subpoenas, and the processing of criminal and traffic warrants and collecting delinquent tax obligations.

The County has undertaken rehabilitation efforts through the Juvenile and Domestic Relations District Court and the Office of the Sheriff. These efforts include work training programs and counseling services for both adult and juvenile offenders. Additionally, residential treatment services are provided for juvenile offenders, and a work release program is provided for offenders confined in the County's Adult Detention Center.

Public Safety

A number of agencies share responsibility for public safety in Fairfax County. The Police Department, which is responsible for law enforcement, will have an authorized strength of 1,488 police officers, 32 animal control officers, and 325 civilian personnel, with 8 positions supported by grant funding, effective July 1, 2019. The agency is accredited by the Virginia Law Enforcement Professional Standards Commission, which signifies the Department's compliance with standards that are specific to Virginia law enforcement operations and administration. The commanders of the eight police district stations located throughout the County have considerable latitude to tailor their operations to provide police services in ways most responsive to the needs of their respective communities, including community policing endeavors. The department has specialized units that operate as both standing (staffed full time) and non-standing units (staffed as needed), including the Helicopter Division, which operates two helicopters to provide support to general police operations, traffic monitoring, emergency medical evacuation, and rescue support; the Criminal Intelligence Unit, which provides an effective response to organized criminal activity including terrorist-related, gang, and bias crimes; the Gang Unit, which provides regional leadership directed at combating gang crime through prevention and enforcement initiatives; and the Language Skills Support Unit, which serves to bridge the gap in the diverse cultures in the community by providing language support for the successful resolution of major criminal investigations.

Over the past 10 years, the County has maintained one of the lowest rates of serious crimes among jurisdictions in the Washington, D.C., metropolitan area and among comparable suburban jurisdictions throughout the United States. Additionally, the Police Department has continually attained a clearance rate for violent crimes such as murder, rape, and robbery far above the national averages for such offenses. At the same time, Fairfax County has maintained one of the lowest per capita costs for police services of all the local jurisdictions in the Washington metropolitan area.

Fire and rescue services are provided by 1,407 paid uniformed personnel, 187 paid civilian support personnel, and approximately 300 operational volunteers as of July 1, 2019. The County operates 38 fire and rescue stations. The department operates various specialty units, including paramedic engine companies, a hazardous materials response unit, a technical rescue operations team, an arson canine unit, and a water rescue team whose members are certified in swift water rescue. The department also supports regional, national, and international emergency response operations through maintaining and supporting the Urban Search and Rescue Team ("US&R"). US&R operates under the auspices of the Department of Homeland Security for domestic responses and is sponsored by the United States Agency for International Development/Office of Foreign Disaster Assistance for international deployments. In addition to emergency response, the department provides various non-emergency services.

In May 2004, the Office of Emergency Management was established as a separate agency serving as the County's focal point for emergency preparedness and internal and external coordination to respond to natural, technological, and terrorist-related emergencies. Employees provided emergency management services for Fairfax County, including the Towns of Clifton, Herndon and Vienna. The major areas of focus include emergency management planning and policy, the County-wide emergency training and exercise program, public preparedness and education, and enhancement of response and recovery capabilities.

Water Supply Service

Fairfax Water ("FW") provides retail water service to residents of Fairfax County and the cities of Fairfax and Falls Church. In addition, FW supplies water for resale, principally in the City of Alexandria, Loudoun County, Prince William County, Fort Belvoir, Towns of Vienna and Herndon. The average total retail and wholesale population served by FW is estimated at 2,000,000 persons. FW, which operates the largest water system in the Commonwealth of Virginia, was established by the Board of Supervisors in 1957 to develop a comprehensive, County-wide water supply system through the acquisition of existing systems and the construction of new facilities. FW is an independent body administered by a ten-member board appointed by the Fairfax County Board of Supervisors. FW finances its capital improvements through the issuance of revenue bonds that are not backed by the full faith and credit of the County but principally repaid by revenues derived from charges for services rendered. Effective April 1, 2019, FW's basic retail water charge was set at $3.07 per 1,000 gallons, plus a quarterly service charge (currently $12.20 for most single-family homes and townhouses). To pay for treatment and pumping capacity which is used only during periods of high demand, FW also levies a peak use charge of an additional $3.80 per 1,000 gallons on customers who exceed their winter quarter consumption by 6,000 gallons or 30%, whichever is greater. There also are fees for initial connection to the system and for opening, closing, or transferring an account.

FW uses three sources of water supply (Occoquan and Potomac Rivers and the Washington Aqueduct), operates associated treatment, transmission, storage, and distribution facilities, and provides service to approximately 281,000 retail accounts in Fairfax County, with an average daily consumption of about 171 million gallons per day ("mgd"). The combined maximum daily capacity of the supply and treatment facilities is 376 mgd, which is sufficient to meet current demand.

Under an agreement with the Board of Supervisors, FW annually submits a 10-year capital improvement program which is reviewed and approved by the Board of Supervisors as part of the County's total capital improvement program. FW's 10-year Capital Improvement Program for FY 2019-2028 includes projects totaling $813,004,000.

ECONOMIC FACTORS

Economic Development

Economic development activities of the County are carried out through the Fairfax County Economic Development Authority ("EDA"), whose seven commissioners are appointed by the Board of Supervisors. EDA promotes Fairfax County as a premier location for business start-up, relocation and expansion, and capital investment. It works with new and existing businesses to help identify their facility and site needs, and assist in resolving County-related issues and provide other business assistance. Pursuant to its enabling legislation, EDA encourages investment in the County with tax-exempt conduit revenue bond financing.

The total inventory of office space in the County was estimated at 117.3 million square feet as of mid-year 2018. At that time, construction activity totaled over 2.9 million square feet. The direct vacancy rate for the office market was 15.5 percent as of mid-year 2018. Including sublet space, the office vacancy rate was 16.1 percent.

The base of technology-oriented companies, particularly in computer software development, computer systems integration, telecommunications, and Internet-related services, has served as a magnet for the expansion and attraction of business and professional services. Government contractors, as well as diversified business and financial services, have added to the demand for prime office space in a number of key employment centers throughout the County.

Federal civilian employment in the County makes up 4.0 percent of the total jobs in the County. Federal jobs increased slightly in 2017 and continued to increase through the middle of 2018. Overall employment rose 1.1 percent in 2017 after increasing 1.4 percent in 2016 and 1.3 percent in 2015. The positive trend continued during 2018. During the first half of 2018, total employment in the County was 608,666, an increase of 1.7 percent compared to the same period of 2017. Employment in the Professional and Business Services sector also increased by 3.1 percent during this time. Federal procurement spending in the County increased 0.5 percent to $24.2 million in FY 2017, after increasing 4.8 percent in FY 2016. County General Fund revenue rose 2.2 percent in FY 2018. Real estate tax receipts rose by 1.9 percent while current personal property tax receipts rose 1.6 percent. Business Professional and Occupational License (BPOL) revenue increased 4.4 percent. The combined Consultant and Business Service Occupations categories, which represent 42.2 percent of total BPOL receipts and include federal contractors, increased 5.5 percent over the FY 2017 level. The remaining categories rose a combined 3.7 percent. Sales Tax receipts rose 3.1 percent in FY 2018.

There are over 120 hotels in the County, totaling over 19,500 hotel rooms. A 160-room hotel opened in 2016 in the Seven Corners area of the County, and another was delivered in the Tysons area. Hotel development parallels commercial construction in terms of diversity of concept and design with a variety of product and service mixes (all-suites, business meeting facilities, and leisure facilities) in the marketplace.

Improvements to the County's transportation system, including increased service levels at Washington Dulles International Airport, helped increase corporate activities dependent on immediate access to travel throughout the region, country, and world. The Metrorail service extension (the Silver Line) from the East Falls Church station, through Tysons through Dulles Airport, to Route 772 in Loudoun County will continue to help foster economic growth.

The Board of Supervisors and the County actively support revitalization and redevelopment throughout the County, particularly in its more mature business areas. Many enhancements have been made to the residential and commercial neighborhoods in Annandale, Bailey Crossroads/Seven Corners, the Lake Anne section of Reston, the Springfield and McLean central business districts, Merrifield, and the Richmond Highway corridor in the southeastern portion of the County. A number of capital improvement projects and other construction in process or already completed have improved the appearance and quality of life of these communities.

The most notable area of redevelopment in the County, Tysons—Fairfax County's "downtown"—is undergoing a transformative land-use replanning effort. Spurred by the Metrorail expansion project, the County is working to set the stage for Tysons's evolution into a more urban-scale, pedestrian-friendly environment, with more housing, recreation and open space in addition to more-dense office and retail development. Tysons currently has over 36.6 million square feet of office, retail, and other commercial space and is behind only downtown Washington's Central Business District and the East End submarkets in the entire Washington D.C. metropolitan area in total office inventory, and has 13.9 million square feet of residential space. Now that Phase I of the Metrorail expansion has been completed, it is expected that Tysons will continue to have significant growth in population, employment and commercial, retail and residential space over the next several decades. County staff continues to evaluate potential arrangements for financing the public share of Tysons infrastructure improvements and to facilitate co-operative funding agreements with the private sector. County staff, in cooperation with private participants, created a 501(c)(6) membership organization known as the Tysons Partnership in January 2011. The Tysons Partnership provides a comprehensive approach to tasks that include marketing and branding, transportation, urban design/planning, public facilities and community amenities and finance. On January 8, 2013, the Board of Supervisors established, by ordinance, the Tysons Transportation Service District No. 1 (the "Tysons Service District") to provide transportation infrastructure and transit services within Tysons. As the governing board of the Tysons Service District, the Board of Supervisors is empowered to levy and collect a tax on any property within Tysons Service District's boundaries to finance the transportation infrastructure and transit services projects. The tax rate of $0.04 per $100 of assessed value was adopted by the Board of Supervisors as part of the FY 2014 Adopted Budget Plan, and this rate remained unchanged as part of the FY 2015 Adopted Budget. However, in the FY 2016 Adopted Budget, the tax rate increased one cent from $0.04 to $0.05 per $100 of assessed value. The tax rate remained unchanged at $0.05 per $100 of assessed value in the FY 2017, FY 2018, FY 2019, and FY 2020 Adopted Budget Plans.

Employment

As of the third quarter of 2018, there were more than 36,000 payroll business establishments (units) including global, corporate and regional headquarters, technology firms, sales and marketing offices, and business services located in Fairfax County, employing over 613,000. Local businesses create employment in diversified areas like computer software development and systems integration, technical services, management consulting, government contracting, Internet-related services, wholesale and retail trade, and financial services. The following table presents data on the average number of payroll establishments and employment by major industry classification in Fairfax County as of the third quarter of 2018.

Businesses and Employment by Industry
Fairfax County, Virginia[1]

Industrial Classification	Number of Establishments	Average Payroll Employment for Quarter
Agriculture, Forestry, Fishing and Hunting	15	93
Mining, quarrying, and oil and gas extraction[2]	7	Confidential
Utilities	35	1,219
Construction	2,293	24,715
Manufacturing	447	5,716
Wholesale Trade	1,109	14,139
Retail Trade	2,594	53,528
Transportation and Warehousing	414	7,109
Information	831	19,489
Finance and Insurance	1,679	28,396
Real Estate and Rental and Leasing	1,602	9,912
Professional and Technical Services[3]	9,978	159,691
Management of Companies and Enterprises	339	17,847
Administrative and Waste Services	1,953	43,357
Educational Services	685	11,949
Health Care and Social Assistance	3,850	58,252
Arts, Entertainment, and Recreation	407	10,713
Accommodation and Food Services	2,236	45,963
Other Services except Public Administration	5,122	21,251
Unclassified	784	1,477
Federal Government, all industries	138	24,601
State Government, all industries	32	9,708
Local Government, all industries	89	44,318
Total	36,639	613,443

Source: Virginia Employment Commission, Quarterly Census of Employment and Wages, Fairfax County, third quarter of 2018
[1] Excludes self-employed business owners.
[2] This represents non-disclosable data.
[3] The Services category includes professional and technical services, health care and social assistance, management services, educational services, accommodation and food services, arts, entertainment and recreation, administrative and waste services, and membership organizations and trade associations.

The following is a list of the largest private, base sector (non-retail) employers as of March 2019. Companies are alphabetized in their size category.

Largest Private Employers in Fairfax County

5,000-10,000+ Employees

Company Name	Type of Business
Booz Allen Hamilton*	Professional, Scientific and Technical Services
Capital One*	Finance and Insurance
Freddie Mac*	Finance and Insurance
Inova Health System*	Health Care and Social Assistance
SAIC*	Professional, Scientific and Technical Services

1,000-4,999 Employees

Company Name	Type of Business
Accenture	Professional, Scientific and Technical Services
ADP	Administrative and Support Services
AECOM	Professional, Scientific and Technical Services
Amazon	Information/Transportation and Warehousing
AT&T	Information
BAE Systems	Professional, Scientific and Technical Services
Boeing	Professional, Scientific and Technical Services
CACI International	Professional, Scientific and Technical Services
Catholic Diocese of Arlington	Educational Services/Other Services
CGI	Professional, Scientific and Technical Services
Constellis*	Administrative and Support Services
Deloitte	Professional, Scientific and Technical Services
DXC Technology*	Professional, Scientific and Technical Services
Erickson Living	Health Care and Social Assistance
EY (Ernst & Young)	Professional, Scientific and Technical Services
General Dynamics*	Professional, Scientific and Technical Services
Guidehouse*	Professional, Scientific and Technical Services
HCA Virginia	Health Care and Social Assistance
Hilton Worldwide*	Accommodation and Food Services
IBM	Professional, Scientific and Technical Services
ICF*	Professional, Scientific and Technical Services
Insperity	Administrative and Support Services
Kaiser Permanente	Health Care and Social Assistance
KPMG	Professional, Scientific and Technical Services
Leidos*	Professional, Scientific and Technical Services
ManTech International*	Professional, Scientific and Technical Services
The MITRE Corporation*	Professional, Scientific and Technical Services
Navy Federal Credit Union*	Finance and Insurance
Northrop Grumman*	Professional, Scientific and Technical Services
Oracle	Professional, Scientific and Technical Services
Perspecta*	Professional, Scientific and Technical Services
Quest Diagnostics	Health Care and Social Assistance
Securitas USA	Administrative and Support Services
Sprint	Information
Sunrise Senior Living*	Health Care and Social Assistance
United Parcel Service	Transportation and Warehousing
WGL Holdings	Utilities

500-999 Employees

Company Name	Type of Business
Admiral Security Services	Administrative and Support Services
Appian*	Professional, Scientific and Technical Services
The Aerospace Corporation	Professional, Scientific and Technical Services
Associated Building Maintenance	Administrative and Support Services
Avenel Pool Service	Administrative and Support Services
Branch Banking and Trust	Finance and Insurance
Bechtel*	Professional, Scientific and Technical Services
Capgemini	Professional, Scientific and Technical Services
CARFAX*	Information
Carahsoft*	Wholesale Trade
CarePeople Home Health*	Health Care and Social Assistance
Chenega	Professional, Scientific and Technical Services
The College Board*	Educational Services
Command Security*	Administrative and Support Services

ComScore*	Professional, Scientific and Technical Services
Crothall Healthcare	Health Care and Social Assistance
CustomInk*	Wholesale Trade
Cvent*	Professional, Scientific and Technical Services
Dell Technologies	Professional, Scientific and Technical Services
Deltek*	Professional, Scientific and Technical Services
Fairfax Radiological Consultants*	Health Care and Social Assistance
Gannett*	Information
Hexaware Technologies	Professional, Scientific and Technical Services
HITT Contracting*	Construction
Huntington Ingalls Industries	Professional, Scientific and Technical Services
Intelsat	Information
Jacobs Engineering	Professional, Scientific and Technical Services
K12*	Educational Services
KinderCare Learning Centers	Educational Services
Laboratory Corporation of America	Health Care and Social Assistance
Life Time Fitness	Arts, Entertainment, and Recreation
LMI*	Professional, Scientific and Technical Services
Lockheed Martin	Professional, Scientific and Technical Services
Marriott International	Accommodation and Food Services
MAXIMUS*	Professional, Scientific and Technical Services
Metropolitan Health Care Services*	Health Care and Social Assistance
Microsoft	Professional, Scientific and Technical Services
MicroStrategy*	Professional, Scientific and Technical Services
Mount Vernon Ladies' Association	Other Services
MV Transportation	Health Care and Social Assistance
NTT Group	Professional, Scientific and Technical Services
NVPools*	Administrative and Support Services
Parallon	Professional, Scientific and Technical Services
Parsons*	Professional, Scientific and Technical Services
Paychex	Administrative and Support Services
Raytheon	Professional, Scientific and Technical Services
Salesforce	Professional, Scientific and Technical Services
Salient CGRT	Professional, Scientific and Technical Services
Shirley Contracting Company*	Construction
Sodexho USA	Accommodation and Food Services
Unisys	Professional, Scientific and Technical Services
US Fitness Holdings*	Arts, Entertainment, and Recreation
The Washington Post	Information
US Security Associates	Administrative and Support Services
VeriSign*	Professional, Scientific and Technical Services
Volkswagen Group of America	Management of Companies and Enterprises
Wells Fargo	Finance and Insurance
William A. Hazel*	Construction

Source: Fairfax County Economic Development Authority, List of Largest Employers March 2019. Excludes public-sector and retail entities. Employment figures are for company facilities in Fairfax County only. Additionally, these numbers include employees, not independent contractors. Type of Business description for each firm is based on two-digit North American Industry Classification System (NAICS) codes. Companies may have business activities in other two-digit NAICS sectors.
*Company with headquarters in Fairfax County.

A list of the top ten new or expanded office projects within the County announced in the fourth quarter of 2018 is shown below:

New or Expanded Commercial Projects

Name of Company	Type of Business	Projected New/Additional Employment
KPMG, LLP (Netherlands)	Financial Services/Banking	173
Securitas (Sweden)	Security	80
1901 Group, LLC	Information technology	75
PSI International, Inc. (Korea)	Information technology	50
WholePoint Systems, LLC	Employment placement services	45
Lifecare Medical Transports	Bio/health sciences/healthcare	40
IDEMIA	Cybersecurity	30
Zantech	Information technology	30
California University of Management and Sciences – Virginia Campus	Education	29
Electrify America (Germany)	Energy	27

Source: Fairfax County Economic Development Authority

Unemployment in the County has historically been, and continues to be, well below the national average, even in challenging economic times. The average unemployment rate in Fairfax County in 2019 through March was 2.6%. The average Virginia and U.S. unemployment rates during the same period were 3.1% and 4.1%, respectively. Reflecting a global recession, Fairfax County's average annual unemployment rate rose to a high of 5.1% in 2010, but has since declined, reflecting an overall leveling out of the economic downturn. The following table shows the average annual unemployment rate in Fairfax County as compared to Virginia and national averages over the past decade.

Average Annual Unemployment Rates

Calendar Year	Fairfax County	Virginia	United States
2010	5.1%	7.2%	9.6%
2011	4.8	6.6	9.0
2012	4.5	6.0	8.1
2013	4.4	5.7	7.4
2014	4.2	5.2	6.2
2015	3.6	4.4	5.3
2016	3.2	4.0	4.9
2017	3.0	3.8	4.4
2018	2.5	3.0	3.9
2019[1]	2.6	3.1	4.1

Sources: U.S. Bureau of Labor Statistics; data are not seasonally adjusted. Virginia Employment Commission
[1] Through March 2019.

According to the Bureau of Labor Statistics, the average total number of jobs in the County was 619,796 in the second quarter of 2018. Self-employed persons are not included in these counts. The following table presents total covered employment in recent years:

Covered Employment[1]

Second Quarter	Covered Employment in Fairfax County	% Change
2012	597,533	-
2013	595,638	(0.32%)
2014	588,507	(1.20)
2015	596,878	1.42
2016	603,348	1.08
2017	610,318	1.16
2018	619,796	1.55

Source: U.S. Department of Labor, Bureau of Labor Statistics, Quarterly Census of Employment Wages
[1] Covered employment means employees covered by state and federal unemployment laws.

Construction Activity

The following table includes data for residential and commercial construction activity in the County:

	Building Permits				Estimated Housing Units Started
	Residential Properties		Industrial and Commercial Properties		
Fiscal Year	Number	Estimated Value (000s)	Number	Estimated Value (000s)	Number
2009	8,780[1]	327,454	4,361[1]	413,719	1,361
2010	8,977	428,941	3,946	375,126	1,150
2011	9,371	480,268	4,595	397,435	1,797
2012	9,454	538,307	4,308	602,444	3,023
2013	10,610	509,957	3,907	710,488	1,930
2014	10,469	895,638	5,054	660,063	4,154
2015	10,320	529,104	4,714	475,241	2,580
2016	10,268	616,151	4,844	496,006	2,961
2017	10,885	800,375	4,609	710,078	3,872
2018	11,243	659,928	4,836	743,057	3,982

Sources: Building permits provided by Fairfax County Department of Public Works and Environmental Services, and estimated housing units started provided by the Weldon Cooper Center for Public Service, University of Virginia.
[1] Includes new and alteration/repair permits issued. Does not include trade permits issued.

Housing

As reported in January 2018, single-family detached housing units represented 46.8% of the total housing units within Fairfax County. Single-family attached housing accounted for 24.1%, and multi-family housing made up the remaining 29.1%. In 2018, the median market value of all owned housing units, including condominiums, in Fairfax County was estimated by the Department of Management and Budget to be $519,560.

Housing Units by Type of Structure

	1990 No.	1990 %	2000 No.	2000 %	2010 No.	2010 %	2018 No.	2018 %
Single-Family:								
Detached[1]	163,029	53.9	181,591	50.6	191,873	48.4	195,738	46.8
Attached[2]	67,306	22.3	87,171	24.3	98,972	25.0	100,771	24.1
Multi-Family[3]	72,129	23.8	90,198	25.1	105,541	26.6	121,741	29.1
Total	302,464	100.0	358,960	100.0	396,386	100.0	418,250	100.0

Sources: U.S. Bureau of the Census, U.S. Census of Housing (1990-2000) and 2010 and 2018 data form Fairfax County Department of Management and Budget

[1] Single-Family detached includes all single-family homes and mobile homes.

[2] Single-Family attached includes duplexes, townhouses, and multiplex units.

[3] Multi-Family includes condominiums, apartments and other units in structures with a common entryway.

The average sale price of housing units within the County comparing March 2019 to March 2018 is listed below:

Average Sale Price Housing Units

Type of Structure	May 2019	May 2018	% change
All Homes	$611,109	$601,674	1.6
Detached Homes	779,442	796,931	(2.2)
Attached Homes	415,848	402,414	3.3

Source: Fairfax County Department of Management and Budget Economic Indicators –June 2019

Colleges and Universities

Sixteen institutions of higher education are located in Fairfax County: George Mason University, ITT Technical Institute, Marymount University, Missouri State University (Department of Defense Studies), Northern Virginia Community College, Potomac College, Stratford University, Strayer University, University of Fairfax, University of North America, University of Phoenix, University of Virginia-Northern Virginia Center, Virginia International University, Virginia Polytechnic Institute, Washington Bible College – Capital Bible Seminary, and Westwood College. Two campuses of the University of Virginia (both Virginia Tech and the Falls Church campus) are located in the Northern Virginia Graduate Center in Fairfax County. George Mason University, with an enrollment of more than 33,000 students, offers over 200 degree and certificate programs. The Northern Virginia Community College serves more than 76,000 students in credit courses and non-credit workforce and professional development programs at six campuses and two centers throughout Northern Virginia. American University, George Washington University, Catholic University, and Virginia Commonwealth University also operate programs in the County's secondary schools and on military installations within the County.

Cultural Amenities

Wolf Trap Farm Park for the Performing Arts, a cultural facility internationally renowned for its ballet, symphony, concert, and opera offerings, and the only national park for the performing arts in the U.S., is located in north-central Fairfax County. Nearly 300 cultural organizations – theater and opera companies, music and dance groups, community arts centers, festivals, and other activities – are based in and around the County. The County also assists in supporting the Fairfax Symphony, an internationally recognized orchestra that provides a variety of musical programs and outreach services to County residents. Other well-known attractions in the County include Mount Vernon, the home of George Washington; Woodlawn Plantation, George Washington's wedding gift to his nephew; and Gunston Hall, home of George Mason, author of the U.S. Bill of Rights and the first Constitution of Virginia. The region also boasts professional baseball, basketball, football, ice hockey and soccer.

DEBT ADMINISTRATION

Statement of Bonded Indebtedness

Pursuant to the Constitution of Virginia and the Act, 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 Board of Supervisors of the County is required to levy, if necessary, an annual ad valorem tax on all property in the County subject to local taxation.

As of June 30, 2018, the County had outstanding the following amounts of general obligation bonds:

Purpose	Total General Obligation Bonds
School	$1,403,790,000
General Government	847,125,000
Total General Obligation Bonded Indebtedness[1]	$2,250,915,000

Source: Fairfax County Comprehensive Annual Financial Report FY 2018
[1] See "Debt Administration – Debt Service on Tax Supported Debt Obligations" herein for outstanding debt service as of January __, 2020.

The County does not rely upon short-term borrowings to fund operating requirements. The County has never defaulted in the payment of either principal or interest on any general obligation indebtedness.

Limits on Indebtedness

There is no legal limit on the amount of general obligation bonded indebtedness that Fairfax County can at any time incur or have outstanding. However, all such indebtedness must be approved by voter referendum prior to issuance. Since 1975, the Board of Supervisors has established as a financial guideline a self-imposed limit on the average annual amount of bond sales. In May 2018, the Board of Supervisors increased the bond sale target to $1.5 billion over a 5-year period, or an average of $300 million annually, with the flexibility to expand to a maximum of $325 million based on market conditions and/or priority needs in any given year. The actual amount of bond sales will be determined by construction funding requirements and municipal bond market conditions.

The Board of Supervisors also has imposed limits which provide that the County's long-term debt should not exceed 3% of the total market value of taxable real and personal property in the County. The limits also provide that annual debt service should not exceed 10% of annual General Fund disbursements. These limits may be changed by the Board of Supervisors, and they are not binding on future Boards of Supervisors of the County.

Bond Referenda Authorization

The following chart presents by purpose Fairfax County's authorized but unissued general obligation bond indebtedness as of January __, 2020:

Authorized Purpose	**Principal Amount Authorized but Unissued as of January __, 2020**
School Improvements	$453,051,000
Public Safety Facilities	355,510,000
Transportation Improvements and Facilities	127,640,000
Parks and Park Facilities	97,420,000
Human Services Facilities	80,600,000
Library Facilities	11,664,000
Total	$1,125,885,000

Source: Fairfax County Department of Management and Budget

Other Tax Supported Debt Obligations

The Board of Supervisors of the County directly or indirectly appoints all or a portion of the governing body of several legally independent local and regional authorities that provide services to the County and its constituents. Such authorities include those that issue revenue bonds that are not general obligations of the County and issue debt supported directly or contingently by appropriations of tax revenues by the County. The full faith and credit of the County are not pledged to secure such bonds.

In March 1994, the Fairfax County Economic Development Authority ("EDA") issued $116,965,000 of lease revenue bonds to finance the County's acquisition of two office buildings occupied by County agencies and departments. In October 2003, EDA issued $85,650,000 of lease revenue refunding bonds to refund $88,405,000 of the 1994 lease revenue bonds. The County is obligated by the terms of a lease agreement with EDA to pay amounts equal to debt service on EDA's bonds. The County's obligation to make such payments was subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The bonds and the lease agreement were retired on November 15, 2018.

Beginning in 1996, the Fairfax County Redevelopment and Housing Authority ("FCRHA") has issued $42,460,000 of revenue bonds in seven series to finance the construction or renovation of five community center buildings, two adult day health care centers, one Head Start facility and one senior center. The County was obligated by the terms of triple net lease agreements or payment agreements with FCRHA to pay amounts equal to debt service on FCRHA's bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of funds for such purpose. The coincidental terms of the various bonds, lease agreements and payment agreements extend to May 1, 2029. On March 10, 2010, EDA issued $43,390,000 revenue bonds (Six Public Facilities Projects) (the "2010 Bonds") and provided a portion of the proceeds of the 2010 Bonds to the County to enable the County pursuant to its lease agreements with FCRHA to purchase five facilities financed from FCRHA bond issuances in 1996, 1998, 1999 and 2004. FCRHA used the funds provided by the County to redeem or defease the four series of bonds that financed the applicable facilities. On September 13, 2017, the original series issued by FCRHA in 2003 financing a head start facility was fully redeemed.

In July 2000, the Fairfax County Board of Supervisors entered into a Master Development Agreement with a private developer to finance and construct a 135,000 square foot government center in the southeastern region of the County. In November 2000, $29,000,000 of Certificates of Participation ("Certificates" or "COPs") were issued, secured by a triple net lease on the property between the developer and the County. The County was obligated by the terms of the lease agreement to pay an amount equal to the debt service on the Certificates. The County accepted the government center as substantially complete in February 2002. A portion of the proceeds of EDA's 2010 Bonds were provided to the County to enable the County to exercise an option to purchase the government center (the "South County Government Center Purchase"). The purchase price provided by the County was used to defease the COPs. The County is obligated by the terms of a contract with the EDA to pay amounts equal to debt service on the EDA's 2010 Bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. In April 2019, the EDA issued Refunding Revenue Bonds, Series 2019 for debt service savings. The Series 2019 Bonds and the related contract extend to April 2032, which is no change from the Series 2010 Bonds.

In June 2003, EDA issued $70,830,000 of revenue bonds (Laurel Hill Public Facilities Project), backed by a contract with the County. Approximately $55,300,000 of the bonds were allocable to the financing of a new public secondary school in the southern part of the County and $15,530,000 of the bonds were allocable to the financing of a new 18-hole public golf course in the southern part of the County. The County is obligated by the terms of a contract with EDA to pay amounts equal to debt service on EDA's bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the bonds and the contract extend to June 2033. In April 2012, EDA issued its $47,745,000 Revenue Refunding Bonds (Laurel Hill Public Facilities Projects) to refund a portion of the bonds issued in 2003.

On January 27, 2005, EDA issued $60,690,000 of revenue bonds (School Board Central Administration Building Project Phase I) (the "School Board Building Bonds"), backed by a contract with the County. The bonds were issued to finance the purchase of certain property, including an existing office building thereon, the purchase of certain land adjacent thereto and the improvement of the existing building for use by the School Board as an administration building. The County is obligated by a contract with EDA to pay amounts equal to debt service on the School Board Building Bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the School Board Building Bonds and the contract extend to April 2035. In June, 2014, EDA issued $170,690,000 Fairfax County Facilities Revenue and Refunding Bonds Series 2014 A (County Facilities Projects) to refund a portion of the School Board Building Bonds.

On December 27, 2005, the Fairfax County Park Authority ("FCPA") issued two promissory notes in the aggregate amount of $12,900,000 for the purpose of providing a portion of the purchase price of a conservation easement for preservation purposes on an approximately 41-acre parcel of land, and options to purchase certain land. This land is known as "Salona," a historic site within the County. The County is obligated by the terms of a contract with FCPA to pay amounts sufficient to pay the principal and interest installments on the promissory notes when due. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the promissory notes and contract extend to December 2025.

On February 16, 2006, FCRHA issued a $40,600,000 Bond Anticipation Note (Affordable Housing Acquisition) Series 2006 (the "Series 2006 Note"). The Series 2006 Note was issued for the purpose of providing a portion of the funds required for the purchase of a multi-family rental housing complex, known as Crescent Apartments, to further FCRHA's goal of preserving existing affordable housing in Fairfax County. In 2007, 2008, 2011 and 2013 FCRHA issued bond anticipation notes, each time to refinance previous bond anticipation notes issued for the financing or refinancing of the Crescent Apartments project that were not paid from County money set aside to promote affordable housing. In February, 2015 the County and FCRHA entered into a direct loan agreement with Bank of America, N.A. (the "Crescent Apartments Loan Agreement"), in a principal amount of $18,260,000, which together with other County funds refinanced the 2013A Notes. The County is obligated by a contract with FCRHA to make payments equal to the debt service on the Crescent Apartments Loan Agreement. The County's obligation to make such payments is subject to annual appropriation. In February 2018, FCRHA issued its Revenue Bonds (Crescent Affordable Housing Acquisition), Series 2018A (Federally Taxable) (the "Series 2018 Bonds") in the aggregate amount of $11,175,000 with a five-year amortization to refinance the loan payment. The County is obligated by the terms of a payment agreement with FCRHA, subject to the appropriation of funds for the purpose, to pay amounts equal to the interest on and the principal of the Series 2018 Bonds. The coincidental terms of the Series 2018 Bonds and the related payment agreement extend to October 2022.

On November 28, 2007, FCRHA issued $105,485,000 Bond Anticipation Notes (Affordable Housing Acquisition) Series 2007B (the "Series 2007B Notes"). The Series 2007B Notes were issued for the purpose of providing a portion of the funds required for the purchase of a multi-family rental housing complex located in Annandale, Virginia. In 2008, FCRHA issued bond anticipation notes to refinance the Series 2007B Notes. On August 20, 2009, FCRHA issued its Revenue Bonds (Affordable Housing Acquisition) Series 2009 in the aggregate amount of $94,950,000 (the "Series 2009 Bonds") to pay a portion of the principal amount of the 2008 outstanding bond anticipation notes. A portion of the principal amount of the 2008 bond anticipation notes, and the interest due on such notes, was paid from money set aside to promote affordable housing. On August 13, 2019, FCRHA issued its Revenue Refunding Bonds (Wedgewood Affordable Housing Acquisition) Series 2019 in the aggregate amount of $61,795,000 (the "Series 2019 Bonds") to refund a portion of the principal amount of the Series 2009 Bonds outstanding. The County is obligated by the terms of a payment agreement with FCRHA, subject to the appropriation of funds for the purpose, to pay amounts equal to the interest on and the principal of the Series 2019 Bonds. The coincidental terms of the Series 2009 Bonds and the related payment agreement extend to October 2039.

In July 2011, EDA issued $99,430,000 of Revenue Bonds (Wiehle Avenue Metrorail Station Parking Project) (the "2011 Wiehle Bonds.") The bonds were issued to finance a portion of the costs of construction of a public parking facility to serve the Wiehle Avenue Metrorail Station that was constructed as part of the extension of Washington Metropolitan Area Transit Authority's Metrorail System in the Dulles Corridor. The County is obligated by contract with EDA to pay amounts equal to debt service on the 2011 Wiehle Bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the bonds and the contract extend to August 2034. On September 10, 2019, EDA and the County entered into a forward delivery bond purchase agreement with certain underwriters for the delivery on or about May 5, 2020, subject to certain conditions set forth therein, of EDA's Revenue Refunding Bonds (Wiehle Avenue Metrorail Station Parking Project), Series 2020, to refund for debt service savings all of the 2011 Wiehle Bonds maturing on or after August 1, 2021.

In May 2012, EDA issued $65,965,000 of Revenue Bonds (Community Services Facilities Projects) (the "2012 EDA Bonds") backed by a contract between the County and EDA. The bonds were issued to finance the improvement of certain properties to be used by the County as a mental health facility and as a neighborhood community center. The County is obligated by a contract with EDA to pay amounts equal to debt service on such bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the bonds and the contract extend to March 2042. In August 2017, EDA issued its

2017B County Facilities Projects Refunding Bonds (hereinafter defined) to refund certain outstanding maturities of the 2012 EDA Bonds.

In November 2013, the County issued an $11,085,000 special subfund revenue bond (the "2013 VRA Bond") to Virginia Resources Authority ("VRA"). In return for issuing the 2013 VRA Bond, VRA provided the County with a portion of the proceeds realized from its autumn 2013 pooled financing bond transaction. The 2013 VRA Bond was issued to finance renovations to a complex that serves as a senior housing and assisted living facility, a senior center and an adult day health care center in the County. The County is obligated by a contract with VRA to pay amounts equal to the debt service on the 2013 VRA Bond. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the 2013 VRA Bond and the contract extend to October 2033.

In December 2013, EDA and the County entered into a loan agreement with T.D. Bank, N.A. (the "T.D. Loan Agreement"), pursuant to which the proceeds of the loan in the amount of $25,000,000 are made available to the County to provide financing for the costs of the planned replacement of County-owned building subsystems such as roofs, electrical systems, HVAC, plumbing systems, carpet replacement, parking lot and garage repairs, fire alarm replacement and emergency generator replacement that have reached the end of their useful life (collectively, "County Building Improvements"). The County is obligated by a contract with EDA to pay amounts equal to the debt service on the loan. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. In March 2015, the County obtained an additional $10,000,000 pursuant to the T.D. Loan Agreement to finance additional County Building Improvements. The $25,000,000 loan was retired in January, 2019, and the $10,000,000 loan extends to January, 2020.

In June 2014, EDA issued $170,690,000 of Fairfax County Facilities Revenue and Refunding Bonds Series 2014 A (County Facilities Projects) (the "2014A County Facilities Projects Bonds"). The 2014A County Facilities Projects Bonds were issued to provide funds to finance the costs of the construction of a building to serve as a public safety facility for the County and the construction of a related parking garage, to refund and redeem prior to their respective maturities certain outstanding School Board Building Bonds and to capitalize interest on a portion of the Series 2014A County Facilities Projects Bonds up to and including the October 1, 2016, interest payment date. The County is obligated by a contract with EDA to pay amounts equal to debt service on such bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the Series 2014A County Facilities Projects Bonds and the contract extend to October 2034.

In June 2014, EDA issued $30,175,000 of Fairfax County Facilities Revenue Bonds Series 2014 B (Federally Taxable) (County Facilities Projects) (the "2014B County Facilities Projects Bonds, and together with the 2014A County Facilities Projects Bonds, the "2014 County Facilities Projects Bonds") to provide funds to permanently finance the leasehold acquisition from LAF, LLC, of the Workhouse Arts Center located in the southeastern corner of the County, for a price sufficient to enable the lessee to retire all of its indebtedness relating to the Workhouse Arts Center. The County leased the 55-acre site and existing historic structures of the Lorton Correctional Complex to the lessee in 2006, and the lessee incurred over $50 million in debt through EDA to finance improvements to convert the Complex into a center for visual and performing arts. The County plans to provide for the continuation of the existing educational and cultural programs at the Center, while the County conducts a study of the optimum uses of and develops plans for further improvements to the Center. The County is obligated by a contract with EDA to pay amounts equal to debt service on such bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the 2014B County Facilities Projects Bonds and the contract extend to October 2033.

On December 17, 2014, EDA entered into a loan agreement with the United States Department of Transportation and obtained a Transportation Infrastructure Financing and Innovation Act (TIFIA) loan in the principal amount up to $403,274,894 (plus capitalized interest). Proceeds from the TIFIA loan are being used to finance the County's share of Phase II of the Silver Line Metrorail expansion. The County is obligated by a contract with the EDA to pay amounts equal to debt service on the TIFIA loan. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The terms of the TIFIA loan provide for repayment to begin October 1, 2023, and end April 1, 2046. As of June 30, 2019, the outstanding balance on the TIFIA Loan, including accrued interest, is $426,712,237.

In August 2017, EDA issued $19,060,000 of Fairfax County Facilities Revenue Bonds Series 2017 A (County Facilities Projects) (Federally Taxable) (the "2017A County Facilities Projects Bonds") and $31,150,000 of Fairfax County Facilities Revenue Refunding Bonds Series 2017 B (County Facilities Projects) (the "2017B County Facilities Projects Refunding Bonds" and together with the 2017A County Facilities Projects Bonds, the "2017 County Facilities Projects Bonds"). The 2017A County Facilities Projects Bonds were issued to finance the costs of the construction and improvement of certain property to be used by the County as an adult day care facility, child day care centers and a senior center or for other County approved purposes. The 2017B County Facilities Projects Refunding Bonds were issued to refund certain outstanding maturities of the 2012 EDA Bonds. The County is obligated by a contract with EDA to pay amounts equal to debt service on the 2017 County Facilities Projects Bonds. The County's obligation to make such payments is subject to the annual appropriation by the Board of Supervisors of sufficient funds for such purpose. The coincidental terms of the 2017 County Facilities Projects Bonds and the contract extend to October 2037.

Lease Commitments and Contractual Obligations

The County leases certain real estate, equipment, and sewer facilities under various long-term lease agreements. In addition, pursuant to contracts with Arlington County, the Alexandria Sanitation Authority, the District of Columbia, and the Upper Occoquan Sewage Authority, the County is obligated to share the capital costs and associated debt service of certain facilities.

In February 1990, the Northern Virginia Transportation Commission ("NVTC") issued $79.4 million of bonds to finance certain costs associated with the establishment of commuter rail services (the Virginia Railway Express) in the area of Northern Virginia bordering Washington, D.C. Fairfax County has joined with other jurisdictions through a Master Agreement to bear certain costs associated with operating and insuring the rail service as well as servicing the debt issued by NVTC. The Master Agreement requires that the County's governmental officers charged with preparing its annual budget include an amount equal to its share of the costs of the Virginia Railway Express. Each jurisdiction's share is determined by a formula set out in the Master Agreement. Fairfax County's share of this cost was $5.4 million in FY 2018. An additional $23 million in NVTC commuter rail revenue bonds were issued in early 1997 to purchase new rail coaches. Debt service on these bonds is being funded predominantly by Commonwealth and federal funds and VRE revenues.

On October 29, 2003, EDA issued $33,375,000 transportation contract revenue bonds to provide $30,000,000 to the Commonwealth Transportation Board (CTB) for construction of certain interchanges on Route 28 in the Route 28 Highway Transportation District, which is partly in Fairfax County and partly in Loudoun County. On August 26, 2004, EDA issued $57,410,000 transportation contract revenue bonds to provide an additional $60 million for construction of additional interchanges. The bonds issued in 2003 and 2004 financed the construction of six interchanges. In March 2007, EDA issued $41,505,000 transportation contract revenue bonds to finance a portion of the costs of constructing an additional four interchanges in the Route 28 Highway Transportation District. In July 2008, EDA issued $51,505,000 transportation contract revenue bonds (the "2008 Bonds") to finance additional costs of constructing the additional four interchanges on Route 28. See also the discussion of taxes levied by the County in the Route 28 Highway Transportation Improvement District, located partly in the County, to pay debt service on CTB and EDA bonds in "GOVERNMENT SERVICES – Transportation – Tax Districts" herein. In May, 2012, EDA issued bonds to refund a portion of the bonds issued in 2003 and 2004 and in August 2016 EDA issued bonds to refund all of the outstanding bonds issued in March 2007 and a portion of the outstanding bonds issued in July 2008. The 2008 Bonds were redeemed on April 1, 2018.

On May 26, 2011, EDA issued $205,705,000 Transportation District Improvement Revenue Bonds (Silver Line Phase I Project) Series 2011 which provided $220 million to provide a portion of the financing for the expansion of Metrorail of approximately 11.5 miles of rail line through the County's primary urban center, Tysons to Reston. On October 10, 2012, EDA issued an additional $42,390,000 Transportation District Improvement Revenue Bonds (Silver Line Phase I Project) Series 2012 to provide $48,400,000 for this purpose. Debt service on the bonds is paid from a special improvements tax levied by the County on commercial and industrial use property located in the Phase I Dulles Rail Transportation Improvement District within the County. On March 16, 2016, EDA issued $173,960,000 Transportation District Improvement Revenue Refunding Bonds (Silver Line Phase I Project) Series 2016 which refunded a portion of the outstanding bonds issued in 2011 and 2012.

On June 9, 2011, the Mosaic District Community Development Authority (the "CDA") issued $46,980,000 Revenue Bonds, Series 2011A, and the CDA issued in July, 2011 an additional $18,670,000 Revenue Bonds, Taxable Series 2011A-T (collectively, the "CDA Bonds"). Proceeds from the CDA Bonds were used to finance certain public infrastructure improvements within the Mosaic District Community Development Authority District (the "Mosaic District") to support a mixed-use development to be constructed within the Mosaic District. The CDA Bonds are payable primarily from certain incremental real estate tax revenues collected by the County in the District and certain special assessments imposed and collected by the County within the Mosaic District. The payment of incremental real estate tax revenues and special assessments, as applicable, by the County to the CDA to be used for debt service payments on the CDA Bonds is subject to appropriation by the County.

On March 8, 2017, EDA issued $69,645,000 Fairfax County Metrorail Parking System Project Revenue Bonds Series 2017 ("Parking System Revenue Bonds") to provide funds to finance the construction of parking facilities to be owned and operated by the County, that will be located adjacent to WMATA's Herndon and Innovation Center Metrorail Stations to be constructed as part of Phase II of the Silver Line extension of Metrorail. Debt service on the Parking System Revenue Bonds is payable from the proceeds of net parking revenues collected from customers of parking facilities controlled by the County at certain WMATA Metrorail stations in the County and from certain surcharge revenues collected from customers of certain parking facilities controlled by WMATA.

Debt Service on Tax Supported Debt Obligations

Total principal and interest payments on the County's outstanding tax supported debt obligations, including general obligation bonds and other tax supported debt obligations, are presented in the following table as of January __, 2020:

Fiscal Year Ending June 30	General Obligation Bonds[1] Principal	Interest[2]	Other Tax Supported Debt Obligations Principal	Interest	Total[3]
2020	$	$	$	$	$
2021					
2022					
2023					
2024					
2025					
2026					
2027					
2028					
2029					
2030					
2031					
2032					
2033					
2034					
2035					
2036					
2037					
2038					
2039					
2040-2050					
Total[3]	$,000	$___	$,000	$000	$000

Source: Fairfax County Department of Management and Budget
[1] Does not include debt service on the Bonds.
[2] Does not reflect anticipated payments by the United States Treasury with respect to the County's Public Improvement Bonds Series 2009E (Federally Taxable - Build America Bonds).
[3] Totals may not add due to rounding.

Sewer Revenue Bonds

Beginning in 1986, the County has issued several series of bonds under the General Bond Resolution for the benefit of the County's sewage collection, treatment and disposal systems (the "System"), including $104,000,000 Sewer Revenue Bonds, Series 1996 (the "1996 Bonds") issued to provide funds for paying a portion of the costs of certain additions, extensions and improvements to the System. The County also issued $94,005,000 Sewer Revenue Refunding Bonds, Series 2004 (the "2004 Bonds") on October 14, 2004, to provide funds, with other available funds, to refund the $91,430,000 of the County's outstanding 1996 Bonds that were scheduled to mature on and after July 15, 2007. On June 17, 2009, the County issued $152,255,000 Sewer Revenue Bonds, Series 2009 (the "2009 Bonds") to provide funds to finance capital improvements for the benefit of the System as well as for the purchase of additional wastewater capacity for the benefit of the County. On August 8, 2012, the County issued $90,710,000 Sewer Revenue Bonds, Series 2012 (the "2012 Bonds") to provide funds to pay a portion of capital improvement costs allocable to the County at certain wastewater treatment facilities that are owned by, or that provide service to, the County which were required by the Commonwealth's Department of Environmental Quality to reduce the total nitrogen discharge to newly required limits, the purchase of additional capacity at certain wastewater treatment facilities for the benefit of the County and the costs of certain additions, extensions and improvements to the County's sewage collection, treatment and disposal systems. On April 16, 2014, the County issued $61,755,000 Sewer Revenue Refunding

Bonds, Series 2014 to refund the outstanding 2004 Bonds. In addition, on May 16, 2016, the County issued $164,450,000 Sewer Revenue Refunding Bonds, Series 2016A to refund the outstanding 2009 Bonds that were scheduled to mature on and after July 15, 2019, and a portion of the outstanding 2012 Bonds that were scheduled to mature on and after July 15, 2021. On June 28, 2017, the County issued $85,785,000 Sewer Revenue Bonds to provide funds to pay the costs of certain additions, extensions and improvements to the County's sewage collection, treatment and disposal systems, paying capital improvement costs allocable to the County at certain wastewater treatment facilities that provide service to the County and, if necessary purchasing additional capacity at certain wastewater treatment facilities for the benefit of the County.

Wastewater treatment capacity and services are also provided to the Integrated Sewer System pursuant to contracts with Arlington County, the Alexandria Renew Enterprises ("ARE"), the District of Columbia, and the Upper Occoquan Sewage Authority ("UOSA"), whereby the County is obligated to share the capital costs and associated debt service of certain facilities. The County's obligations to such entities are payable solely from the revenues of the Integrated Sewer System on a basis, under the General Bond Resolution, subordinate to its sewer revenue bonds, and are not general obligations of the County.

The County has entered into a service agreement with ARE that obligates the County for 60% of the cost of capacity of the ARE wastewater treatment plant and a joint use system, including debt service on ARE bonds issued for ARE system improvements where the County does not otherwise provide for its share of the capital cost of such improvements. The County's share of previous upgrades was $200 million. The County's share of additional upgrades, as estimated by ARE, is approximately $80 million. The County obtained permanent funding from the Virginia Water Facilities Revolving Fund in FY 2001 and again in FY 2002 for a portion of its share of the initial costs from the proceeds of two loans aggregating $90 million. In evidence of its obligation to repay the loans, the County issued to the Virginia Water Facilities Revolving Fund the County's $40 million subordinated sewer revenue bonds, which now bear interest at the rate of 0.95% per annum, and $50 million subordinated sewer revenue bonds, which now bear interest at the rate of 0.95% per annum. The County expects to provide the balance of its share of the costs of ARE's improvement project from other borrowings and available Integrated Sewer System funds.

UOSA issued regional sewer system revenue refunding bonds in November 2013, May 2013, February 2007, and November 2004 to refund certain of its outstanding bonds. In 2010 and 2007, UOSA issued $85.2 million and $119.7 million of Regional Sewer System Revenue Bonds, of which the County's share of the par amount of such debt is $34.1 million and $53.9 million, respectively, to finance the cost of certain capital improvements. In fiscal year 2012, UOSA entered into two loans to fund costs related to an energy service project and phase 1 of a nutrient compliance improvement project, respectively. In fiscal years 2014, 2015 and 2016, UOSA refinanced bonds issued in 2007. As of June 30, 2018, the County's share of UOSA's outstanding debt is $231.8 million.

The debt service on the County's outstanding sewer revenue bonds, its subordinated sewer revenue bonds payable to the Virginia Water Facilities Revolving Fund evidencing loans for a portion of the County's costs associated with the ARE improvement project, and its subordinated obligations payable for capacity under its contract with UOSA, as of June 30, 2019, is reflected in the following table:

Fiscal Year Ending June 30	Sewer Revenue Bonds Principal	Sewer Revenue Bonds Interest	Other Sewer Debt Service Obligations SRF/VRA[1]	Other Sewer Debt Service Obligations UOSA[2]	Total[3]
2020	$	$	$	$	$
2021					
2022					
2023					
2024					
2025					
2026					
2027					
2028					
2029					
2030					
2031					
2032					
2033					
2034					
2035					
2036					
2037					
2038					
2039-2049	000	000	-	000	000
Total[3]	$,000	$000	$000	$000	$000

Source: Fairfax County Department of Public Works and Environmental Services
[1] Debt service on the County's subordinated sewer revenue bonds issued to the Virginia Water Facilities Revolving Fund evidencing the County's obligation to repay $90 million in loans made to the County by Virginia Resources Authority from the Fund.
[2] Based on the County's share of scheduled UOSA debt service. Does not reflect any anticipated payments by the United States Treasury on outstanding UOSA Build America Bonds.
[3] Totals may not add due to rounding.

Debt Ratios

The following data show trends in the relationship of the general obligation bond indebtedness of the County to the estimated market value of taxable property in the County and to its estimated population and the trend of general obligation debt service requirements as a percentage of General Fund disbursements.

Trend of Debt as a Percentage of Estimated Market Value of Taxable Property (in 000s)

Fiscal Year Ended June 30	Bonded Indebtedness[1]	Estimated Market Value[2]	Percentage
2011	$2,554,051	$204,324,080	1.25%
2012	2,734,135	210,318,077	1.30
2013	2,514,452	211,298,487	1.19
2014	2,766,717	224,369,644	1.23
2015	2,770,822	236,403,666	1.17
2016	2,750,573	244,397,085	1.13
2017	2,766,149	251,724,115	1.10
2018	2,768,103	256,260,725	1.08
2019[3]	2,922,384	262,158,107	1.11
2020[3]	3,078,764	271,193,370	1.14

Sources: Fairfax County Comprehensive Annual Financial Report FY 2011-2018 and Department of Finance

[1] Bonded Indebtedness beginning with Fiscal Year 2013 included herein differs from the data shown in Tables 3.1, 3.2 and 3.4 of the Statistical Section of the County's Comprehensive Annual Financial Report based on the treatment of bond premium and discounts. In the Comprehensive Annual Financial Report, beginning with Fiscal Year 2013, Bonded Indebtedness represents principal outstanding plus unamortized premium (minus unamortized discount). In the table above, Bonded Indebtedness is based on outstanding principal without adjustment for unamortized premium or discount. The total includes General Obligation Bonds and other tax supported debt payable from the General Fund including the County's obligation to make payments with respect to "– Other Tax Supported Debt Obligations."

[2] Estimated market value is based on recorded values as of January 1 of the prior fiscal year, and reflects the original book value and does not reflect any adjustments made during the fiscal year.

[3] Estimates per the FY 2020 Adopted Budget Plan per the Fairfax County Department of Management and Budget.

Estimated Debt Per Capita

Fiscal Year Ended June 30	Bonded Indebtedness (in 000s)[1]	Estimated Population (in 000s)[2]	Bonded Indebtedness Per Capita	Fairfax County Per Capita Income[3]	Estimated Debt Per Capita as Percentage of Per Capita Income
2011	$2,554,051	1,101	$2,320	$64,637	3.59%
2012	2,734,135	1,119	2,443	68,847	3.55
2013	2,514,452	1,131	2,223	71,607	3.10
2014	2,766,717	1,138	2,431	71,752	3.39
2015	2,770,822	1,142	2,426	75,007	3.23
2016	2,750,573	1,139	2,415	74,923	3.22
2017	2,766,149	1,143	2,420	75,978	3.19
2018[4]	2,768,103	1,143	2,422	75,978	3.19
2019[4]	2,992,384	1,143	2,618	75,978	3.44
2020[4]	3,078,764	1,143	2,694	75,978	3.55

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

[1] Bonded Indebtedness beginning with Fiscal Year 2013 included herein differs from the data shown in Tables 3.1, 3.2 and 3.4 of the Statistical Section of the County's Comprehensive Annual Financial Report based on the treatment of bond premium and discounts. In the Comprehensive Annual Financial Report, beginning with Fiscal Year 2013, Bonded Indebtedness represents principal outstanding plus unamortized premium (minus unamortized discount). In the table above, Bonded Indebtedness is based on outstanding principal without adjustment for unamortized premium or discount. The total includes General Obligation Bonds and other tax supported debt payable from the General Fund including the County's obligation to make payments with respect to "– Other Tax Supported Debt Obligations."

[2] U.S. Census Bureau, 2010 Decennial Censuses, U. S. Census Bureau Annual Estimates of the Resident Population: April 1, 2010, to July 1, 2015. 2018, 2019 and 2020 estimates not yet available.

[3] Source: Bureau of Economic Analysis (BEA), U.S. Department of Commerce, and Fairfax County Department of Management and Budget 2011-2020 Estimates. The Cities of Fairfax and Falls Church were not included.

[4] Estimates per the FY 2020 Adopted Budget Plan per the Fairfax County Department of Management and Budget.

Debt Service Requirements as a Percentage of General Fund Disbursements (in 000s)

Fiscal Year Ended June 30	Debt Service Requirements[1]	General Fund Disbursements	Percentage
2011	$285,551	$3,343,689	8.54%
2012	288,302	3,419,953	8.43
2013	289,714	3,533,098	8.20
2014	295,451	3,637,841	8.12
2015	313,969	3,729,625	8.42
2016	323,859	3,860,655	8.39
2017	313,389	4,005,845	7.82
2018	337,077	4,112,554	8.20
2019[2]	375,832	4,398,873	8.54
2020[2]	351,862	4,449,430	7.91

Sources: Fairfax County Comprehensive Annual Financial Report FY 2018 and Department of Finance

[1] The Debt Service Requirements include total principal and interest payments on the County's outstanding tax supported debt obligations, including all debt listed under the heading "– Other Tax Supported Debt Obligations."

[2] Estimates per the FY 2020 Adopted Budget Plan per Fairfax County Department of Management and Budget. Fiscal year property taxes are levied on prior year assessments.

Underlying Bonded Indebtedness

The following table shows the underlying bonded indebtedness of towns within the boundaries of Fairfax County as of June 30, 2018:

Town of Vienna[1]	General Obligation Bonds and Capital Leases	$29,119,429
Town of Herndon[1]	General Obligation and Public Improvement Notes	11,712,500
Total Underlying Bonded Indebtedness		$40,831,929

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

[1] Underlying Bonded Indebtedness for Fiscal Year 2018 included herein differs from the data shown in Tables 3.1, 3.2 and 3.4 of the Statistical Section of the County's Comprehensive Annual Financial Report based on the treatment of bond premium and discounts. In the Comprehensive Annual Financial Report, beginning with FY 2013, Bonded Indebtedness represents principal outstanding plus unamortized premium (minus unamortized discount). In the table above, Bonded Indebtedness is based on outstanding principal without adjustment for unamortized premium or discount.

This underlying bonded indebtedness are obligations of the respective towns only and are not obligations of Fairfax County.

The bonds, notes and other obligations of Fairfax Water, the Fairfax County Park Authority, the Fairfax County Industrial Development Authority, the Fairfax County Economic Development Authority, the Fairfax County Redevelopment and Housing Authority, the Northern Virginia Health Center Commission, the Northern Virginia Transportation Commission, and the Mosaic District Community Development Authority are not obligations of the County.

TAX BASE DATA

Fairfax County annually reassesses over 360,000 parcels of real property employing a computer assisted mass reassessment program for both residential and non-residential properties. The County uses a statistic called the coefficient of dispersion (the "Coefficient of Dispersion") which measures the uniformity of assessment to sale ratios among properties. The lower the coefficient of dispersion, the more uniform the assessment. The overall Coefficient of Dispersion in Fairfax County for tax year 2017 (FY 2018) was 3.4%, and the assessment to sales price ratio was 0.948. A Coefficient of Dispersion of 15% is considered good by professional assessing standards. The County falls into the excellent category, indicating a high degree of assessment uniformity and equity.

The assessed value for FY 2020 of the real estate tax base, as reported for calendar year 2019 assessments in the main tax book for Fairfax County, increased by 3.6% in value from the prior year.

The data in the following five tables are presented to illustrate trends and characteristics of the assessed value of real and personal property which are major sources of County-derived revenue.

Assessed Value of All Taxable Property[1]

Fiscal Year	Real Property	Personal Property	Total
2011	$185,755,271,151	$14,767,968,334	$200,523,239,485
2012	192,062,068,734	15,265,499,862	207,327,568,596
2013	198,178,754,789	16,053,881,534	214,232,636,323
2014	205,045,008,994	16,420,356,751	221,465,365,745
2015	216,832,912,747	16,518,808,610	233,351,721,357
2016	224,411,716,328	16,895,179,934	241,306,896,262
2017	231,350,805,374	17,451,767,407	248,802,572,781
2018	235,919,724,142	17,592,325,499	253,512,049,641
2019[2]	244,130,871,357	18,027,235,740	262,158,107,097
2020[2]	252,923,563,580	18,269,806,386	271,193,369,966

Sources: Fairfax County Department of Tax Administration and Department of Management and Budget. All years included figures for the Public Service Corporation. All Public Service Corporation real property assessments are required under Virginia law to be made at 100% of estimated market value annually by the State Corporation Commission.

[1]Figures are net of exonerated assessments and tax relief for the elderly and disabled.

[2]Estimates per the FY 2020 Adopted Budget Plan per Fairfax County Department of Management and Budget. Fiscal year property taxes are levied on prior year assessments.

Tax Rates per $100 Assessed Value
(Fiscal Year)

Tax Category	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Real Estate – Regular and Public Service	$1.09	$1.07	$1.075	$1.085	$1.09	$1.09	$1.13	$1.13	$1.15	$1.15
Personal Property – Regular	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57
Personal Property – Public Service	1.09	1.07	1.075	1.085	1.09	1.09	1.13	1.13	1.15	1.15
Personal Property – Machinery and Tools	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57
Personal Property – Development	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57	4.57
Personal Property – Mobile Homes	1.09	1.07	1.075	1.085	1.09	1.09	1.13	1.13	1.15	1.15
Personal Property – Special[1]	0.01	0.01	0.01	0.01	0.01	0.01	0.01	0.01	0.01	0.01

Sources: Fairfax County Adopted Budget Plans, FY 2011-FY 2020

[1] Includes vehicles specially equipped for the handicapped, privately owned vans used for van pools, vehicles belonging to volunteer fire and rescue squad members, vehicles owned by auxiliary police and reserve deputy sheriffs, certain property of homeowners associations, antique cars, aircraft, including flight simulators, and motor vehicles owned by qualified elderly or disabled individuals, and boats.

Commercial-Industrial Percentage of the
Total Assessed Value of Real Property[1]

Fiscal Year[2]	Percent (%)[3]
2011	19.70
2012	19.64
2013	20.77
2014	19.96
2015	19.01
2016	18.67
2017	18.89
2018	19.12
2019	19.43
2020	19.66

Source: Fairfax County Department of Tax Administration

[1] Assessed values are reported by State of Virginia Land Use Codes. Vacant land is defined according to zoning classification.

[2] Fiscal year property taxes are levied on prior year assessments.

[3] Includes the Towns of Vienna, Herndon and Clifton.

The following data show the assessed value of real property of the 25 largest holders of real property in the County as of January 1, 2019.

Top 25
Holders of Real Property in Fairfax County
As of January 1, 2019

Rank	Property Owner	Property Type	Total Assessment[1]
1	Tysons Corner Property Holdings LLC	Tysons Corner Regional Shopping Mall	$1,662,804,320
2	Capital One Bank	Office	744,638,540
3	PR Springfield Town Center LLC	Springfield Town Center	476,869,560
4	Fairfax Company of Virginia LLC	Fair Oaks Mall	462,003,510
5	Ps Business Parks LP	Industrial Parks	404,361,100
6	US Bank National Association	Office	381,499,850
7	Camden Summit Partnership LP	Apartments	370,830,000
8	Reston Town Center Property LLC	Commercial & Retail	369,226,590
9	Tysons Galleria LLC	Commercial & Retail	364,988,930
10	Federal Home Loan Mortgage Corporation	Office	353,567,330
11	Coresite Real Estate 12100	Office	351,792,190
12	Washington Gas Light Company	Public Utility	339,850,653
13	South of Market LLC	Office	329,125,600
14	Tysons Corner Office I LLC	Office	278,686,550
15	Tamares 7950 Owner LLC	Office	262,668,240
16	Exxonmobil Foundation	Office	262,337,160
17	Hyundai Able Patriots Park LLC	Commercial & Industrial	257,780,190
18	Home Properties Mount Vernon LLC	Apartments and Office	242,639,740
19	WashReit Riverside Apartments LLC	Apartments	232,310,930
20	Writ LP	Commercial & Industrial	223,752,290
21	Eskridge (E&A) LLC	Commercial & Retail	209,087,360
22	One Freedom Square LLC	Office	206,617,640
23	Mitre Corporation	Office	205,581,890
24	Dunn Loring Development Company LLC	Commercial & Retail	203,385,630
25	Boro I Office The LLC	Office	202,398,210
Total			**$9,398,804,003**

Source: Fairfax County Department of Tax Administration, January 1, 2019, tax rolls

[1] As of January 1, 2019, the assessed value of the real property of the 25 largest holders of real property in the County represented 3.72% of the total assessed value of all real property in Fairfax County, excluding tax-exempt properties. January 1, 2019, assessments generate tax revenue in FY 2020.

Real and Personal Property
Tax Levies and Tax Collections

Fiscal Year	Total Levy[1]	Current Collections[2]	% of Total Levy Collected[3]	Collection of Delinquent Taxes	Total Current & Delinquent Taxes[4]	% of Total Levy & Delinquent Taxes
2011	$2,529,322,489	$2,519,767,097	99.62	$22,696,208	$2,542,463,305	100.52
2012	2,578,579,112	2,563,131,721	99.40	22,034,282	2,585,166,003	100.26
2013	2,685,186,192	2,679,668,935	99.79	18,659,978	2,698,328,913	100.49
2014	2,789,010,004	2,776,199,493	99.54	21,735,390	2,797,934,883	100.32
2015	2,932,029,373	2,926,228,317	99.80	23,425,378	2,949,653,695	100.60
2016	3,027,718,274	3,019,636,276	99.73	21,161,598	3,040,797,874	100.43
2017	3,218,263,071	3,206,288,719	99.63	25,396,075	3,231,684,794	100.42
2018	3,274,550,619	3,266,018,208	99.74	25,377,255	3,291,395,463	100.51
2019	3,428,377,740	3,412,497,712	99.54	24,201,494	3,436,699,206	100.24
2020	3,538,815,898	3,522,460,109	99.54	24,201,494	3,546,661,603	100.22

Sources: Fairfax County Department of Management and Budget and Department of Tax Administration

[1] The total levy is the levy for General Fund real and personal property taxes and does not include the property tax levy for Special Revenue Funds, e.g. for refuse collection and community centers.

[2] Current collections do not include tax collections for the Special Revenue Funds or payments in lieu of taxes. As a result of revised accounting procedures, the collection of penalty and interest payments for late payments of current taxes is included in the collection of current taxes rather than under the collection of back taxes.

[3] The percentage of levy is not the collection rate since current collections also include penalty and interest payments for late payments of current taxes.

[4] FY 2011 through FY 2018 from Fairfax County Comprehensive Annual Financial Reports; FY 2019 and FY 2020 are estimates per the FY 2020 Adopted Budget Plan via the Department of Management and Budget and Department of Tax Administration.

Section 58.1-3916 of the Code of Virginia authorizes Fairfax County, pursuant to Section 4-10-1 of the County Code, to impose a penalty of 10% for failure to pay taxes when due, with interest to be due on such taxes and penalty following the day such taxes are due at the rate of 10% per annum the first year and at the greater of 10% per annum and the rate established pursuant to Section 6621 of the Internal Revenue Code for the second and subsequent years of delinquency.

FINANCIAL INFORMATION

Five-Year Summary of Revenues, Expenditures and Fund Balances for the General Fund

The financial data shown in the following table represent a summary for the five fiscal years ended June 30, 2018, of the revenues, expenditures, and fund balances accounted for in the County's General Fund.

	Fiscal Years Ended June 30				
	2014	2015	2016	2017	2018
REVENUES					
Taxes	$3,091,497,604	$3,233,977,029	$3,327,545,952	$3,516,899,229	$3,589,886,690
Permits, fees, and licenses	39,351,756	45,545,990	48,443,054	52,201,079	52,723,373
Intergovernmental	345,208,093	344,894,850	352,320,212	356,846,491	355,433,536
Charges for services	69,207,776	71,273,201	79,086,734	81,264,762	82,679,276
Fines and forfeitures	16,669,844	16,298,999	14,566,333	15,947,672	15,227,392
Developers' contributions	14,906	5,757	225,101	-	-
Use of money and property	15,033,510	15,701,691	22,679,412	31,325,447	47,076,323
Recovered costs	9,426,879	11,655,234	9,423,456	8,960,041	9,234,813
Gifts, donations, and contributions	771,379	916,287	969,583	890,976	1,221,172
Total revenues	$3,587,181,747	$3,740,269,038	$3,855,259,837	$4,064,335,697	$4,153,482,575
EXPENDITURES					
Current:					
General government administration	$163,828,478	$162,063,387	$159,574,082	$158,210,278	$154,169,910
Judicial administration	49,302,583	52,120,422	54,237,643	56,018,395	57,378,283
Public safety	620,073,326	634,174,750	646,258,835	673,290,385	683,701,748
Public works	86,012,739	84,038,207	88,201,178	90,215,133	93,472,087
Health and welfare	352,430,786	362,016,707	381,760,426	391,618,833	398,899,103
Community development	55,705,696	57,331,723	60,981,469	62,174,038	64,198,596
Parks, recreation, and cultural	35,409,661	34,297,699	36,311,287	36,528,547	38,349,375
Intergovernmental:					
Community development	10,382,091	10,492,636	10,746,095	10,988,449	11,360,629
Parks, recreation, and cultural	31,427,759	31,114,997	31,502,197	33,129,930	34,155,180
Education - for Public Schools	1,717,128,761	1,768,588,028	1,838,341,763	1,926,706,345	1,980,106,487
Capital outlay:					
General government admin.	9,073,520	11,071,093	13,020,325	11,545,792	14,037,641
Judicial administration	54,113	225,921	40,493	5,720	295,988
Public safety	675,118	1,388,288	7,726,916	1,851,101	2,055,229
Public works	106,271	128,823	265,695	247,960	31,250
Health and welfare	213,352	319,412	136,984	483,077	864,435
Community development	27,670	7,318	44,570	7,495	95,076
Parks, recreation, and cultural	3,919,566	4,275,727	4,878,597	3,676,970	4,063,338
Debt service:					
Principal retirement	362,258	314,660	228,213	857,156	866,604
Interest and other charges	38,166	22,987	9,767	68,367	58,919
Total expenditures	$3,136,171,914	$3,213,992,785	$3,334,266,535	$3,457,623,971	$3,538,159,878
Revenues over (under) expenditures	$451,009,833	$526,276,253	$520,993,302	$606,711,726	$615,322,697
OTHER FINANCING SOURCES (USES)					
Transfers in	$24,195,595	$12,473,516	$14,363,192	$21,572,105	16,440,411
Transfers out	(501,669,578)	(515,632,051)	(526,388,805)	(548,220,839)	(574,394,290)
Capital Leases	-	-	6,502,955	-	-
Total other financing sources (uses)	$(477,473,983)	$(503,158,535)	$(505,522,658)	$(526,648,734)	$(557,953,879)
Net change in fund balances	(26,464,150)	23,117,718	15,470,644	80,062,992	57,368,818
Beginning Fund Balance	329,268,249	302,804,099	325,921,817	341,392,461	421,455,453
Ending Fund Balance	$302,804,099	$325,921,817	$341,392,461	$421,455,453	$478,824,271

Source: Fairfax County Comprehensive Annual Financial Reports for the fiscal years ended June 30, 2014-2018, Exhibit A-3 - Statement of Revenues, Expenditures, and Changes in Fund Balances for Governmental Funds.

Financial Policies

The Board of Supervisors has been guided by long-standing financial policies and guidelines in the conduct of financial management. The governing statement of financial policy is contained within the Ten Principles of Sound Financial Management ("Ten Principles"). Adopted by the Board of Supervisors in 1975 and amended as needed to address changing economic conditions and management practices, the Ten Principles have been reaffirmed and have guided each succeeding Board of Supervisors to establish strong fiscal management tools and practices. The Ten Principles provide for the integration of land use planning with capital and operating budgets; establish guidelines for the development of annual balanced budgets; stress the importance of maintaining positive cash balances; establish firm not to exceed limits to debt ratios; provide guidance on cash management, internal controls, and performance measurement; provide guidelines restricting the proliferation of underlying debt and use of moral obligation financing; and encourage the development of a diversified economy within the County.

In 1982, the Board of Supervisors adopted a financial policy requiring maintenance of a "managed reserve" in the General Fund beginning on July 1, 1982, at a level not less than 2% of General Fund disbursements. This reserve has been incorporated in the budget each fiscal year. This reserve was implemented to provide for temporary financing of unforeseen needs of an emergency nature and to permit orderly adjustment to changes resulting from termination of revenue sources through actions of other governmental bodies. In 1985, the Board of Supervisors adopted a policy on appropriations during quarterly budget reviews, which provides that non-recurring revenues should be used for either capital expenditures or other non-recurring expenditures and that quarterly review adjustments are not to exceed 2% of the General Fund disbursements. In addition, on September 13, 1999, the Board of Supervisors established a Revenue Stabilization Fund with a goal of reaching 3% of General Fund disbursements. As of the FY 2006 Third Quarter Review, the Revenue Stabilization Fund was fully funded at 3% of General Fund disbursements. This reserve is designed to address ongoing requirements in years of significant economic downturn. Criteria for withdrawals from the Revenue Stabilization Fund include (1) projected revenues must reflect a decrease of greater than 1.5% from the current fiscal year estimate, (2) withdrawals must not exceed one-half of the fund balance in any fiscal year, and (3) withdrawals must be used in combination with spending cuts or other measures.

From time to time the Board of Supervisors has amended the Ten Principles in order to address changing economic conditions and management practices. Changes adopted on April 21, 2015, reflect the Board's commitment to increasing the County's reserve policies and to continue to strengthen the County's financial position. The Managed Reserve target was increased from 2% to 4% of General Fund disbursements and the Revenue Stabilization Fund target was increased from 3% to 5% of General Fund Receipts. In addition, an Economic Opportunity Reserve was established to stimulate economic growth and will provide for strategic investment opportunities that are identified as priorities by the Board of Supervisors. When fully funded, this reserve will equal 1% of total General Fund disbursements in any given fiscal year. Funding for this reserve would only occur after the Managed Reserve and the Revenue Stabilization Fund are fully funded at their new levels of 4% and 5%, respectively. Funding of this increase will begin immediately; however, it will take several years to fully fund the new target level. Preliminary financial results as of June 30, 2019, indicate that the Managed Reserve was funded at $168 million, and the Revenue Stabilization Fund was fully funded at $220.6 million.

Other policies and tools that have been designed to enhance the impact of the Ten Principles include annual adoption of budgetary guidelines, formal establishment of various expenditure, revenue, and special purpose reserves, capital improvement planning guidelines, policies for risk management, guidelines for acceptance of grant awards, and planning for information technology. Various tools in active use by the County include the annual budget, the Capital Improvement Program, revenue and financial forecasts, and management initiatives such as a performance measurement program, a pay-for-performance management system, workforce planning, and various information technology initiatives.

Certain Financial Procedures

Description of Funds

The County's annual audited financial statements include the funds administered by the Board of Supervisors and the School Board. The accounts of the County are organized on the basis of funds, each of which is considered to be a separate accounting entity. The transactions in each fund are accounted for by providing a separate set of self-balancing accounts which comprise its assets, liabilities, fund balance, revenues, and expenditures.

Annual Financial Statements

The County has no legal authority to borrow in anticipation of future years' revenues, except by the issuance of bonds or bond anticipation notes.

Prior to the beginning of each fiscal year, the Board of Supervisors adopts a budget plan consisting of contemplated expenditures and estimated revenues for such fiscal year. On the basis of the adopted budget plan, the Board of Supervisors appropriates funds for the expenditures, and establishes tax rates sufficient to produce the revenues, contemplated in the budget plan.

The annual budgeting process for a fiscal year begins in the first quarter of the previous fiscal year with the submission by agency directors of budget requests to the Department of Management and Budget. During the second quarter, budget requests are reviewed and meetings between the County Executive, Deputy County Executives, and agency directors are held to discuss agency requests. Upon receipt of the preliminary budget of the School Board in the third quarter, the County Executive prepares an initial budget for submission to the Board of Supervisors and proposes tax rates sufficient to produce revenues needed to meet expenditures contemplated in the initial budget. After work sessions with the Board of Supervisors and public hearings on the proposed budget, changes are made and the final budget is adopted. Tax rates are established prior to the beginning of the fiscal year for which the budget is prepared.

During the fiscal year, quarterly reviews of revenue and expenditures are undertaken by the County Department of Management and Budget. On the basis of these reviews, the Board of Supervisors revises appropriations as needed or desired.

In 1982, the Board of Supervisors adopted a financial policy requiring maintenance of a "managed reserve" in the General Fund beginning on July 1, 1982, at a level not less than 2% of General Fund disbursements. This reserve has been incorporated in the budget each fiscal year. This reserve was implemented to provide for temporary financing of unforeseen needs of an emergency nature and to permit orderly adjustment to changes resulting from termination of revenue sources through actions of other governmental bodies. In 1985, the Board of Supervisors adopted a policy on appropriations during quarterly budget reviews, which provides that non-recurring revenues should be used for either capital expenditures or other non-recurring expenditures and that quarterly review adjustments are not to exceed 2% of the General Fund disbursements. In addition, on September 13, 1999, the Board of Supervisors established a Revenue Stabilization Fund with a goal of reaching 3% of General Fund disbursements. As part of the adoption of the FY 2016 Adopted Budget Plan, the Board of Supervisors updated the County's *Ten Principles of Sound Financial Management* to increase the reserve targets for both the Revenue Stabilization Reserve and the Managed Reserve. The target level of the Revenue Stabilization Reserve was increased from 3% to 5% of General Fund disbursements, and the target level of the Managed Reserve was increased from 2% to 4% of General Fund disbursements. The Revenue Stabilization Fund is fully funded and currently totals $206.7 million. This reserve is designed to address ongoing requirements in years of significant economic downturn. Criteria for withdrawals from the Revenue Stabilization Fund include (1) projected revenues must reflect a decrease of greater than 1.5% from the current fiscal year estimate, (2) withdrawals must not exceed one-half of the fund balance in any fiscal year, and (3) withdrawals must be used in combination with spending cuts or other measures.

Investment Management Policy

The County's Division of Investments and Cash Management operates under the direction of the Investment Committee comprised of the Chief Financial Officer/Director of the Department of Management and Budget, the Director of the Department of Finance, the Director of the Department of Tax Administration, and the Deputy Director of the Department of Finance. Guided by a formal investment policy, the Committee continually reviews the County's investment policies and strategies and monitors daily investment activity.

During FY 2018, the County's average portfolio size (which includes investments in the General Fund, Special Revenue Funds, and Enterprise Funds) was approximately $3.4 billion. The funds are invested in U.S. Treasury obligations, obligations of the Federal Home Loan Mortgage Corporation, Federal Home Loan Banks, Federal Farm Credit Bank, and Fannie Mae, bankers' acceptances, commercial paper (rated A1/P1 or higher), negotiable and non-negotiable and insured certificates of deposit, money market mutual funds limited to government obligations, corporate notes, bank notes, and other investments permitted under Virginia law for these purposes.

The County's investment policy, which governs the pooled cash, and general obligation bond proceeds, portfolios prohibits investment in instruments generally referred to as derivatives, and the County does not employ leverage in its investments.

The Association of Public Treasurers of the United States and Canada has awarded the County a certification for its investment policy each year since 1998. To achieve certification, an investment policy must establish standards recognized in the profession as fostering prudent management of public funds.

General Fund Revenues, Expenditures, Transfers and Beginning Fund Balance

The General Fund is maintained by the County to account for revenue derived from Countywide ad valorem taxes, other local taxes, licenses, fees, permits, charges for services, certain revenue from federal and State governments, and interest earned on invested cash balances of the General Fund and Capital Project Funds. General Fund expenditures and transfers include the costs of general County government, transfers to the School Operating Fund to pay the local share of operating Fairfax County public schools, and transfers to the Debt Service and Capital Projects Funds to pay debt service on County general obligation bonds and for certain capital improvement projects.

General Fund Summary

Shown below are the County's revenues, expenditures, transfers, and beginning fund balance of the General Fund for FY 2014 through FY 2018.

General Fund Revenues, Transfers In, and Beginning Fund Balance

	2014	2015	2016	2017	2018
General Property Taxes	$2,576,653,463	$2,727,409,751	$2,818,183,929	$3,003,139,306	$3,062,962,780
Other Local Taxes	514,844,141	506,567,278	509,362,021	513,759,924	526,923,910
Permits, fees, and licenses	39,351,756	45,545,990	48,443,054	52,201,079	52,723,373
Intergovernmental	345,208,093	344,894,850	352,320,212	356,846,491	355,433,536
Charges for Services and Recovered Costs	78,634,655	82,928,435	88,510,190	90,224,803	91,914,089
Fines and Forfeitures	16,669,844	16,298,999	14,566,333	15,947,672	15,227,392
Use of money and property	15,033,510	15,701,691	22,679,412	31,325,447	47,076,323
Miscellaneous	786,285	922,044	1,194,684	890,976	1,221,172
Transfers In	24,195,595	12,473,516	14,363,192	21,572,105	16,440,411
Beginning Fund Balance	329,268,249	302,804,099	325,921,817	341,392,461	421,455,453
Total	$3,940,645,591	$4,055,546,653	$4,195,544,844	$4,427,300,263	$4,591,378,439

Source: Fairfax County Comprehensive Annual Financial Reports for FY 2014-2018

General Fund Expenditures and Transfers Out

	2014	2015	2016	2017	2018
Transfer to School Operating Fund	$1,717,128,761	$1,768,588,028	$1,838,341,763	$1,926,618,902[1]	$1,980,019,600
Costs of General County Government	1,529,124,187	1,557,590,972	1,612,168,270	1,657,082,620	1,688,569,596
Transfer to Debt Service Funds	291,165,641	310,883,333	314,950,773	326,622,753	335,166,178
Transfer to Capital Project Funds	27,636,497	37,682,606	42,315,124	37,065,093	50,689,799
Transfer to Metro Construction and Operations Fund	11,298,296	11,298,296	11,298,296	13,557,955	13,557,955
Other Transfers	61,488,110	43,581,601	41,581,114	44,897,487	44,551,040
Total	$3,637,841,492	$3,729,624,836	$3,860,655,340	$4,005,844,810	$4,112,554,168

Source: Fairfax County Comprehensive Annual Financial Reports for FY 2014-2018
[1] Excludes the operating contribution of $87,443 to Northern Virginia Community College.

Revenues

The following is a discussion of the General Fund revenue structure.

General Property Taxes – An annual ad valorem tax is levied by the County on the assessed value of real and tangible personal property located within the County as of January 1 preceding the fiscal year in which such tax is due. The personal property tax on motor vehicles that acquire situs within the County or have title transferred on or after January 2 is prorated on a monthly basis. Real property and personal property are assessed at 100% of fair market value. Real property taxes are due on July 28 and December 5 of the fiscal year in which they are levied. The payment date for personal property taxes is October 5. The penalty for late payment is 10% of the amount due, and interest on delinquent taxes and penalties accrues at a rate of 1% per annum for real estate taxes and 5% per annum for personal property taxes. In cases of property on which delinquent taxes are not paid within three years, the County may sell the property at public auction to pay the amounts due. There is no legal limit at the present time on the property tax rates that may be established by the County. Property taxes (including delinquent payments, penalties, and interest) accounted for 73.7% of total General Fund revenues in FY 2018. However, this percentage does not include the reimbursement from the Commonwealth of Virginia for a portion of the personal property tax. Including the reimbursement reflected in Intergovernmental revenue, the percentage of revenue from property taxes in FY 2018 was 78.9%. A description of the Commonwealth's plan to reduce personal property taxes follows.

During its 1998 Special Session, the General Assembly of Virginia enacted legislation to reduce personal property taxes applicable to individually owned motor vehicles. The reduction, which applies to the first $20,000 in assessed value, was scheduled to be phased in over a five year period. The legislation states that the Commonwealth will reimburse local governments for the revenue lost from the reduction in personal property tax collections. In fiscal years subsequent to the legislation personal property taxes paid by citizens steadily reduced until such reduction equaled 70% in 2002. Due to Commonwealth budget constraints, the 2003 Virginia General Assembly temporarily froze the tax reduction at 70%. The 2005 General Assembly revised this measure further to limit its tax relief payments to all localities to a total of $950 million per tax year beginning with 2006 (fiscal year 2007). The County's fixed share of the $950 million is $211,313,944, as determined by its share of the total payments made to all localities by the Commonwealth during calendar years 2004 and 2005 for tax year 2004 (fiscal year 2005). The County's total personal property tax collections for FY 2018 were $622.4 million, comprised of $411.1 million paid by taxpayers and $211.3 million reimbursed by the Commonwealth of Virginia as Intergovernmental Revenue.

Other Local Taxes – The County levies various other local taxes, including a 1% local sales tax (collected by the Commonwealth and remitted to the County), a tax on consumer utility bills based on consumption for gas and electric services and a 5% communications sales tax which is imposed on the charge for or sale of communications services. Also included in this category are a cigarette tax of $0.30 per pack, property recordation taxes, an automobile license tax, and various businesses, professional, and occupational licenses taxes. These taxes accounted for 12.7% of total General Fund revenues in FY 2018.

Permits, Privilege Fees, and Licenses – The County requires that licenses or permits be obtained in order to perform certain activities in the County and that fees be paid for services provided by certain County departments. These revenues represented 1.3% of total General Fund revenues for FY 2018.

Fines and Forfeitures – The sources of revenue in this category include court fines and penalties from the Circuit Court and the General District Court and court fines, costs from the Juvenile and Domestic Relations District Court and fines for traffic violations, misdemeanors, and felonies. In addition, the County receives revenues from parking violations as authorized under the County Code. Revenues in this category represented 0.4% of General Fund revenues in FY 2018.

Use of Money and Property – The principal sources of revenue to the General Fund from the use of money and property are interest on General Fund and Capital Project Fund investments and minor amounts of revenue from the sale and lease of County equipment and property. These revenues represented 1.1% of General Fund revenues in FY 2018.

Charges for Services and Recovered Costs – The principal sources of revenue to the General Fund from charges for services are County Clerk fees, school age child care fees, recreation fees, publication sales and various other services for which the County charges a fee. Revenues in this category represented 2.2% of General Fund revenues in FY 2018.

Intergovernmental Revenue – Intergovernmental revenue is comprised of revenue from the Commonwealth, revenue from the federal government, and revenue from local government. Revenues in this category represented 8.6% of General Fund revenues in FY 2018. This percentage includes the revenue that the County receives from the Commonwealth as reimbursement for the County's personal property tax. Each revenue source within intergovernmental revenue is described below.

Revenue from the Commonwealth – The County is reimbursed by the Commonwealth of Virginia for a portion of shared expenses, including certain expenditures for social services, the sheriff's office, courts, the Office of the Commonwealth Attorney, and other constitutional offices. Additionally, the County receives a share of the net profits from the State Alcoholic Beverage Control Board's liquor sales and state contributions to assist in meeting law enforcement expenditures. As mentioned in the section concerning General Property Taxes, the Commonwealth also reimburses the County for a portion of its personal property tax on vehicles. Including the reimbursement for the County's personal property tax, revenues from this category represented 7.4% of total General Fund revenues in the fiscal year ended June 30, 2018. Excluding this reimbursement, revenue from this category represented 2.3% of General Fund revenue in FY 2018. The County receives a significant amount of additional State aid in support of public school operations. These revenues are credited directly to the School Operating and School Lunch Funds, however, and are not reflected in the General Fund.

Revenue from the Federal Government – The principal sources of categorical federal aid to the General Fund are federal grant money supporting human service programs such as supplemental nutrition, temporary assistance for needy families, foster care, adoption assistance, and medical assistance for clients of the Department of Family Services. This revenue category represented 1.0% of General Fund revenues in FY 2018.

Revenue from Local Government – The principal sources of local government revenues are reimbursement from the Public Schools System for school nurses and reimbursement from the Park Authority for the debt service. This revenue category represented 0.1% of General Fund revenues in FY 2018.

Miscellaneous Revenues – The sources of revenue in this category include the sale of land and buildings, contract rebates, and other miscellaneous sources. These revenue sources accounted for 0.03% of General Fund revenue in FY 2018.

Expenditures and Transfers

The following is a discussion of the major classifications of General Fund expenditures and transfers.

Transfer to School Operating Fund – The County transfers money from the General Fund to the School Operating Fund to pay the County's share of the costs of operating public schools in Fairfax County. This transfer represented approximately 48.1% of total disbursements from the General Fund in the fiscal year ended June 30, 2018. The transfer to the School Operating Fund was approximately 72.3% of total receipts of the School Operating Fund. Other revenues credited directly to the School Operating and School Lunch Funds include revenue from the Federal Government, the Commonwealth of Virginia, the City of Fairfax (representing tuition of students residing in the City of Fairfax who attend Fairfax County schools), and other revenue derived locally from sale of textbooks, school lunches, etc.

Costs of General County Government – The County pays the costs of general County government from the General Fund. These costs include expenditures for general government administration, judicial administration, public safety, public works, health and welfare, parks, recreational and cultural programs, and community development. This classification was approximately 41.1% of total General Fund disbursements in FY 2018.

Transfer to Debt Service Fund – The County transfers from the General Fund to the Debt Service Fund amounts sufficient to pay principal and interest on outstanding County and School debt including general obligation bonds and EDA and FCRHA revenue bonds. Transfers to the Debt Service Fund represented 8.1% of total General Fund disbursements in FY 2018. Effective FY 2006, Fairfax County Public Schools (FCPS) transfers from its operating fund to the County's Debt Service Fund an amount sufficient to pay principal and interest on the applicable portion of the 2014A County Facilities Projects Bonds.

Transfer to Capital Project Funds – The County transfers money from the General Fund to the Capital Project Funds to pay the cost of certain capital improvements. The General Fund transfer to the Capital Project Funds (except for the General Fund transfer for Fairfax County's obligations to WMATA, which is discussed below) represented 1.2% of total General Fund disbursements in FY 2018.

Transfer to Metro Construction and Operations Fund – The County is a member jurisdiction of WMATA and as such has agreed to make certain capital contributions in support of the construction by WMATA of a rail transit system to serve the Washington metropolitan area (which includes the County) and to pay a portion of the deficit incurred by WMATA in the operation of its bus system and rail system. The County generally has used bond proceeds to fund its capital contributions to WMATA and has transferred money from the General Fund to pay its share of the bus and rail operating subsidies. The General Fund transfer to the Metro Construction and Operations Fund to pay the County's share of the system's operating subsidies represented 0.3% of total General Fund disbursements in FY 2018. See the subsection herein entitled "GOVERNMENT SERVICES – Transportation" for a more complete discussion of the County's obligations with respect to WMATA.

Other Transfers – The County transfers money from the General Fund to other funds for a variety of purposes. The General Fund transfer to other funds includes transfers to the County Transit Systems, Information Technology, Aging Grants and Programs, Community-Based Funding Pool, Housing Programs for the Elderly, Health Benefits Trust, and Equipment Management and Transportation Agency. Transfers to other funds were 1.1% of total General Fund disbursements in FY 2018.

Transfer to Revenue Stabilization Fund – Beginning in FY 2000, the County began setting aside money in the General Fund for a Revenue Stabilization Fund to address significant revenue reductions during severe, prolonged economic downturns. The Revenue Stabilization Fund represented 43.2% of the total fund balance in the General Fund as of June 30, 2018.

FY 2019 Budget

On May 1, 2018, the Fairfax County Board of Supervisors voted to approve the FY 2019 Adopted Budget Plan. This budget is based on General Fund revenue increasing 4 percent over the FY 2018 Revised Budget Plan. The real estate tax rate of $1.15 per $100 of assessed value reflects a two-cent increase over the FY 2018 Adopted Budget Plan. General Fund disbursements total $4.28 billion, which is an increase of 1.6 percent or $68.8 million from the FY 2018 Revised Budget Plan. The County transfer to support the operations and debt service requirements for the Fairfax County Public Schools is $2.2 billion, or 52.4 percent of total County disbursements, and is also an increase of 4.1 percent or $89 million from the FY 2018 Revised Budget Plan. Additionally, funding is provided for employee compensation as well as additional funding toward the County retirement plans.

On July 30, 2019, the County Executive presented the FY 2019 Carryover Budget Package to the Board of Supervisors. Preliminary financial results for FY 2019 indicate revenues were $16.3 million (0.4 percent) higher than the FY 2019 Revised Budget Plan, and expenditures were $82.6 million (1.9 percent) lower than the FY 2019 Revised Budget Plan. This ending balance is recommended to cover outstanding encumbered obligations, additional funding towards reserves, and other one-time project funding requirements. The Board of Supervisors is scheduled to vote on the FY 2019 Carryover Budget Package as part of its September 24, 2019 Board meeting.

FY 2020 Budget

On May 7, 2019, the Fairfax County Board of Supervisors voted to approve the FY 2020 Adopted Budget Plan. The FY 2020 budget is based on revenue growth of 3.1 percent over the FY 2019 Revised Budget Plan. The real estate tax rate of $1.15 per $100 of assessed value remains level over the FY 2019 Adopted Budget Plan. FY 2020 General Fund Disbursements total $4.45 billion, which is a 1.2 percent increase above the FY 2019 Revised Budget Plan. County support to Fairfax County Public Schools totals $2.35 billion, which is a 3.8 percent increase over the FY 2019 Adopted Budget Plan, and 52.8 percent of total FY 2020 Disbursements. Also, funding is provided for employee compensation and additional funds toward reserves and the County retirement plans.

CAPITAL IMPROVEMENT PROGRAM

In connection with the County's adopted comprehensive land use plan, the Fairfax County Planning Commission annually prepares and submits to the Board of Supervisors a capital improvement program ("CIP") for the ensuing five-year period. The CIP is designed to balance the need for public facilities as expressed by the County's land use plan with the fiscal capability of the County to provide for those needs.

The CIP is an integral element of the County's budgeting process. The five-year document serves as a general planning guide for the construction of general purpose, school and public utility projects in the County. The CIP is updated and approved by the Board of Supervisors each year. This annual review process prompts careful attention to the development of reliable capital expenditure and revenue estimates and the timely scheduling of bond referenda.

In connection with the CIP process, the Board of Supervisors has adopted certain policy guidelines for the development and financing of the CIP. These guidelines include self-imposed restrictions on the issuance of general obligation bonds designed to keep General Fund supported debt service expenditures less than 10% of total Combined General Fund disbursements, and to maintain the ratio of bonded indebtedness to the market value of taxable property in the County at a level less than 3.0%.

The Board of Supervisors continues to review the County's debt program in light of current fiscal conditions and capital needs. Currently, general obligation bond sales for new money projects are limited to an average of $300 million per year with a maximum limit of $325 million in a single year. The CIP for fiscal years 2020-2024 (along with estimates for fiscal years 2025 to 2029) was approved by the Board of Supervisors on May 7, 2019. The County program includes new construction, renovation and renewal of school facilities, parks, housing development, revitalization, storm water management, public safety and courts, libraries, human services, solid waste, sewers, and transportation. Significant capital construction activity from FY 2019-2028 totaling $9.6 billion is anticipated for the County, in addition to $0.9 billion in regional parks and water supply projects that are undertaken within the County to benefit County residents, but is not managed or funded directly by the County. The total capital construction activity to be financed by the County totals $10.5 billion from FY 2020-2029.

RETIREMENT SYSTEMS

Fairfax County administers four separate public employee retirement systems that provide pension benefits for various classes of County employees: Fairfax County Employees' Retirement System (ERS), Fairfax County Police Officers Retirement System (PORS), Fairfax County Uniformed Retirement System (URS), and the Educational Employees' Supplemental Retirement System of Fairfax County (ERFC). In addition, professional employees of the Fairfax County Public Schools participate in a plan sponsored and administered by the Virginia Retirement System (VRS).

The Fairfax County retirement systems investments are managed by independent professional investment managers. Investments in derivatives are not made for speculative purposes but may be used by investment managers to gain access to markets, to reduce risk, or to reduce transaction costs.

In fiscal year 2015, the County implemented GASB No. 68, *Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No. 27*. GASB Statement No. 68 establishes the standards for accounting and reporting employee pension plans including the recognition and measurement of liabilities, deferred inflows and outflows, expenses and expenditures. The tables below are presented in conformity with GASB Statement No. 68.

Membership in the reporting entity's plans consisted of the following:

Description	Primary Government			Component Unit – Public Schools
	ERS	PORS	URS	ERFC
Retirees and beneficiaries receiving benefits	8,603	1,082	1,309	11,729
Terminated employees entitled to, but not yet receiving, benefits	2,207	63	76	4,759
Deferred Retirement Option Plan participants	745	57	115	N/A
Active employees	13,986	1,329	1,975	21,841
Total number of plan members	**25,541**	**2,531**	**3,475**	**38,329**

Source: Fairfax County Comprehensive Annual Financial Report for FY 2018

Fairfax County Employees' Retirement System (ERS)

Plan Description

The Fairfax County Employees' Retirement System (ERS) is a legally separate single-employer defined benefit pension plan established under the Code of Virginia which covers only employees of the reporting entity. The plan covers full-time and certain part-time employees of the reporting entity who are not covered by other plans of the reporting entity or the VRS. This is the only plan that provides pension benefits to both the primary government and component units. The balances have been allocated in the financial statements as follows: County 67.2 percent including business type activities, FCPS 27.1 percent, EDA 0.5 percent, FCRHA 1.7 percent, FCPA 3.5 percent of all totals.

Benefit provisions are established and may be amended by County ordinances. All benefits vest at five years of creditable service. To be eligible for normal retirement, an individual must meet the following criteria: (a) attain the age of 65 with five years of creditable service, or (b) attain the age of 50 with age plus years of creditable service being greater than or equal to 80. The normal retirement benefit is calculated using average final compensation (i.e., the highest 78 consecutive two week pay periods or the highest 36 consecutive monthly pay periods) and years (or partial years) of creditable service at date of termination. In addition, if normal retirement occurs before Social Security benefits are scheduled to begin, an additional monthly benefit is paid to retirees. The plan provides that unused sick leave credit may be used in the calculation of average final compensation by projecting the final salary during the unused sick leave period. The benefit for early retirement is actuarially reduced and payable at early termination.

Funding Policy

All contribution requirements for ERS are established and may be amended by County ordinances, including member contribution rates. Plan A and Plan C require member contributions of 4.0 percent of compensation up to the maximum Social Security wage base and 5.33 percent of compensation in excess of the wage base. Plan B and Plan D require member contributions of 5.33 percent of compensation.

The County is required to contribute at an actuarially determined rate; the rate for the year ended June 30, 2018, was 25.29 percent. Since the ERS's adjusted funded ratio (the ratio of the sum of the actuarial value of assets and commitments already made to fund changes to the actuarial accrued liability) fell below 90 percent, the contribution rate includes a margin to amortize this shortfall back to the 90 percent level. For fiscal year 2018 the amortization target was increased to 98 percent. Per the County's pension funding policy as approved by the Board of Supervisors as part of the FY 2018 Adopted Budget Plan and incorporated in the Fairfax County Code, the County will continue increasing the amortization target so that, at or before fiscal year 2020, 100 percent of the unfunded actuarial accrued liability is amortized and included in the contribution rate. The employer contribution made during the measurement period of the liability was $167,311,608. The 2018 employer contribution totaled $188,578,414.

Schedule of Changes in Net Pension Liability and Related Ratios (Dollar amounts in thousands)

CAFR Reporting Year Measurement Date June 30 of prior year	2018
Total Pension Liability	
Service cost	$93,128
Interest	367,586
Changes in benefit terms	582
Differences between expected and actual experience	74,948
Changes of assumptions	-
Benefit payments, including refunds of member contributions	(284,929)
Net change in total pension liability	251,315
Total pension liability – beginning	5,116,417
Total pension liability – ending	$5,367,732
Plan Fiduciary Net Position	
Contributions – employer	$167,312
Contributions – member	35,476
Net investment income	243,496
Benefit payments, including refunds of member contributions	(284,931)
Administrative expense	(2,050)
Net change in plan fiduciary net position	159,303
Plan fiduciary net position – beginning	3,590,082
Plan fiduciary net position – ending	$3,749,385
Net pension liability – ending	$1,618,347
Plan fiduciary net position as a percentage of the total pension liability	69.9%
Covered employee payroll	$730,618
Net pension liability as a percentage of covered employee payroll	221.5%

Source: Fairfax County Comprehensive Annual Financial Report for FY 2018

Administration

There are ten members of the ERS Board of Trustees. Four members are appointed by the Board of Supervisors. Three members are elected representing the following groups: County employees, Schools employees, and retired employees. The Fairfax County Director of Human Resources and the Director of Finance serve as ex-officio members of the board, along with an appointee from the Fairfax County Public Schools system.

Professional Services

An independent auditor and actuary are hired to provide service to the fund.

Fairfax County Police Officers Retirement Systems (PORS)

Plan Description

The Fairfax County Police Officers Retirement System (PORS) is a legally separate single-employer defined benefit pension plan established under the Code of Virginia. The plan covers County police officers who are not covered by other plans of the reporting entity or the VRS and former Park Police officers who elected to transfer to the PORS from the Uniformed Retirement System effective January 22, 1983.

Benefit provisions are established and may be amended by County ordinances. All benefits vest at five years of creditable service. To be eligible for normal retirement, an individual must meet the following criteria: (a) if employed before July 1, 1981, attain the age of 55 or have completed 20 years of creditable service, or (b) if employed on or after July 1, 1981, attain the age of 55 or have completed 25 years of creditable service. The normal retirement benefit is calculated using average final compensation and years (or partial years) of creditable service at date of termination. The plan provides that unused sick leave credit may be used in the calculation of average final compensation by projecting the final salary during the unused sick leave period. To be eligible for early retirement, the employee must have 20 years of creditable service (does not apply if hired before July 1, 1981). The benefit for early retirement is actuarially reduced and payable at early termination.

Funding Policy

All contribution requirements for PORS are established and may be amended by County ordinances, including member contribution rates. Member contributions were based on 8.65 percent of compensation at June 30, 2017.

The County is required to contribute at an actuarially determined rate; the rate for the year ended June 30, 2018, was 27.64 percent of annual covered payroll. The decision was made to commit additional funding and a rate of 38.98 percent was adopted for fiscal year 2018. Since the PORS's adjusted funded ratio (the ratio of the sum of the actuarial value of assets and commitments already made to fund changes to the actuarial accrued liability) fell below 90 percent, the contribution rate includes a margin to amortize this shortfall back to the 90 percent level. For fiscal year 2018, the amortization target was set to a 98 percent level. Per the County's pension funding policy as approved by the Board of Supervisors as part of the FY 2018 Adopted Budget Plan and incorporated in the Fairfax County Code, the County will continue increasing the amortization target so that, at or before fiscal year 2020, 100 percent of the unfunded actuarial accrued liability is amortized and included in the contribution rate. The employer contribution made for the measurement period of the liability was $43,381,151. The 2018 employer contribution totaled $44,504,675.

Schedule of Changes in Net Pension Liability and Related Ratios (Dollar amounts in thousands)

CAFR Reporting Year Measurement Date June 30 of prior year	2018
Total Pension Liability	
Service cost	$29,052
Interest	112,638
Differences between expected and actual experience	11,638
Changes in assumptions	-
Benefit payments, including refunds of member contributions	(73,175)
Net change in total pension liability	80,153
Total pension liability – beginning	1,560,516
Total pension liability – ending	$1,640,669
Plan Fiduciary Net Position	
Contributions – employer	$43,381
Contributions – member	9,632
Net investment income	116,099
Benefit payments, including refunds of member contributions	(73,176)
Administrative expense	(481)
Net change in plan fiduciary net position	95,455
Plan fiduciary net position – beginning	1,270,389
Plan fiduciary net position – ending	$1,365,844
Net pension liability – ending	$274,825
Plan fiduciary net position as a percentage of the total pension liability	83.2%
Covered employee payroll	$111,291
Net pension liability as a percentage of covered employee payroll	246.9%

Source: Fairfax County Comprehensive Annual Financial Report for FY 2018

Administration

There are seven members of the PORS Board of Trustees. Three members are appointed by the Board of Supervisors. Two members are active employee elected representatives, and one member is a retiree elected representative. The Fairfax County Director of Finance serves as an ex-officio member of the board.

Professional Services

Independent auditor, actuary and investment consultants are hired to provide service to the fund.

Fairfax County Uniformed Retirement System (URS)

Plan Description

The Fairfax County Uniformed Retirement System (URS) is a legally separate single-employer defined benefit pension plan. The plan covers uniformed employees including non-clerical employees of the Fire and Rescue Department and Office of Sheriff, Park Police, Helicopter Pilots, Animal Wardens and Game Wardens who are not covered by other plans of the reporting entity or the VRS.

Benefit provisions are established and may be amended by County ordinances. All benefits vest at five years of creditable service. To be eligible for normal retirement an individual must meet the following criteria: (a) attain the age of 55 with six years of creditable service, or (b) complete 25 years of creditable service. The normal retirement benefit is calculated using average final compensation and years (or partial years) of creditable service at date of termination. Annual cost of-living adjustments are provided to retirees and beneficiaries equal to the lesser of 4.0 percent and the percentage increase in the Consumer Price Index for the Washington Consolidated Metropolitan Statistical Area. The plan provides that unused sick leave credit may be used in the calculation of average final compensation by projecting the final salary during the unused sick leave period. Those who commenced employment on or after January 1, 2013, may not use more than 2,080 hours of accrued sick leave toward service credit for retirement or DROP entry. To be eligible for early retirement, employees must have 20 years of creditable service. The benefit for early retirement is actuarially reduced and payable at early termination.

Funding Policy

All contribution requirements for URS are established and may be amended by County ordinances, including member contribution rates. Employees hired before July 1, 1981, were enrolled in Plan A. Plan A members were given the opportunity to enroll in Plan B as of July 1, 1981, and to enroll in Plan C as of April 1, 1997. From July 1, 1981, through March 31, 1997, all new hires were enrolled in Plan B. Plan B members were given the opportunity to enroll in Plan D as of April 1, 1997. From April 1, 1997, through December 31, 2012, all new hires were enrolled in Plan D. From January 1, 2013, forward all new hires are enrolled in Plan E. Plan A requires member contributions of 4.0 percent of compensation up to the Social Security wage base and 5.75 percent of compensation in excess of the wage base. Plan B requires member contributions of 7.08 percent of compensation up to the Social Security wage base and 8.83 percent of compensation in excess of the wage base. Plan C requires member contributions of 4.0 percent of compensation. Plan D and Plan E require contributions of 7.08 percent of compensation.

The County is required to contribute at an actuarially determined rate; the rate for the year ended June 30, 2018, was 30.35 percent of annual covered payroll. The decision was made to commit additional funding and a rate of 38.83 percent was adopted for fiscal year 2018. Since the URS's adjusted funded ratio (the ratio of the sum of the actuarial value of assets and commitments already made to fund changes to the actuarial accrued liability) fell below 90 percent, the contribution rate includes a margin to amortize this shortfall back to the 90 percent level. For fiscal year 2018, the amortization target was increased to a 98 percent level. Per the County's pension funding policy as approved by the Board of Supervisors as part of the FY 2018 Adopted Budget Plan and incorporated in the Fairfax County Code, the County will continue increasing the amortization target so that, at or before fiscal year 2020, 100 percent of the unfunded actuarial accrued liability is amortized and included in the contribution rate. The employer contribution made for the measurement period of the liability was $67,410,252. The 2018 employer contribution totaled $67,895,377.

Schedule of Changes in Net Pension Liability and Related Ratios (Dollar amounts in thousands)

CAFR Reporting Year Measurement Date June 30 of prior year	2018
Total Pension Liability	
Service cost	$39,668
Interest	140,286
Changes in benefit terms	839
Differences between expected and actual experience	6,048
Changes in assumptions	-
Benefit payments, including refunds of member contributions	(93,609)
Net change in total pension liability	93,232
Total pension liability – beginning	1,940,457
Total pension liability – ending	$2,033,689
Plan Fiduciary Net Position	
Contributions – employer	$67,410
Contributions – member	12,223
Net investment income	161,014
Benefit payments, including refunds of member contributions	(93,609
Administrative expense	(477)
Net change in plan fiduciary net position	146,561
Plan fiduciary net position – beginning	1,498,702
Plan fiduciary net position – ending	$1,645,263
Net pension liability – ending	$388,426
Plan fiduciary net position as a percentage of the total pension liability	80.9%
Covered employee payroll	$173,604
Net pension liability as a percentage of covered employee payroll	223.7%

Source: Fairfax County Comprehensive Annual Financial Report for FY 2018

Administration

There are eight members of the URS Board of Trustees. Three members are appointed by the Board of Supervisors. Three members are employee elected representatives comprised of two members from the Fire and Rescue Department, and one member from the Sheriff's Department. The Fairfax County Director of Finance and Director of Human Resources serve as ex-officio members of the board.

Professional Services

An independent auditor and actuary are hired to provide service to the fund.

Educational Employees' Supplementary Retirement System of Fairfax County (ERFC)

Plan Description

Benefit provisions for ERFC and ERFC 2001 are established and may be amended by ERFC's Board of Trustees (ERFC Board) subject to approval by the School Board. All members are vested for benefits after five years of service. The ERFC benefit formula was revised effective July 1, 1988, following changes to VRS, which ERFC has historically supplemented. The benefit structure is designed to supplement VRS and Social Security benefits to provide a level retirement benefit throughout retirement.

ERFC 2001 has a stand-alone structure. Member contributions for ERFC and ERFC 2001 are made through an arrangement that results in a deferral of taxes on the contributions. Further details of member contributions may be found in Article III of the ERFC and ERFC 2001 Plan Documents.

ERFC and ERFC 2001 provide for a variety of benefit payment types. ERFC's payment types include Service Retirement, Reduced Service, Disability, Death-in-Service, and Deferred Retirement. ERFC 2001's payment types include Service Retirement, Death-in-Service, and Deferred Retirement. ERFC's minimum eligibility requirements for receipt of full benefits range from members attaining the age of 55 with 25 years of service to completing five years of service prior to age 65. The minimum eligibility requirements for full benefits for ERFC 2001 members are age 60 with five years of service or any age with 30 years of service. Annual post-retirement cost-of-living increases of 3 percent are effective each March 31. Participants in their first full year of retirement receive a 1.49 percent increase. Participants who retire on or after January 1 receive no cost-of-living increase that first March. Additional details regarding benefit payment types can be found in the actuarial valuation and the Plan Documents.

Funding Policy

All contribution requirements for ERFC plans are established and may be amended by the ERFC Board with the approval of the School Board. The requirements are based upon a fundamental financial objective of having rates of contribution that remain relatively level from generation to generation of employees. To determine the appropriate employer contribution rates and to assess the extent to which the fundamental financial objective is being achieved, ERFC has actuarial valuations prepared annually. The contribution requirements of members and the employer are established and may be amended by the ERFC Board, subject to School Board approval. Members are required to contribute 3 percent of annual salary. The employer is required to contribute at an actuarially determined rate which was 6.24 percent for FY 2018. Employer contributions to the pension plan were $91,702,271 and $80,145,997 for the years ended June 30, 2018, and June 30, 2017, respectively.

Schedule of Changes in Net Pension Liability and Related Ratios (Dollar amounts in thousands)

CAFR Reporting Year Measurement Date June 30 of prior year	2018
Total Pension Liability	
Service cost	$78,926
Interest	209,516
Changes of Benefit Terms	(1,039)
Differences between expected and actual experience	19,857
Changes of assumptions	23,334
Benefit payments, including refunds of member contributions	(173,386)
Net change in total pension liability	157,208
Total pension liability – beginning	2,937,101
Total pension liability – ending	$3,094,309
Plan Fiduciary Net Position	
Contributions – employer	$80,094
Contributions – member	43,063
Net investment income	250,982
Benefit payments, including refunds of member contributions	(173,386)
Administrative expense	(4,060)
Net change in plan fiduciary net position	196,693
Plan fiduciary net position – beginning	2,107,588
Plan fiduciary net position – ending	$2,304,281
Net pension liability – ending	$790,028
Plan fiduciary net position as a percentage of the total pension liability	74.47%
Covered employee payroll	$1,430,260
Net pension liability as a percentage of covered employee payroll	55.24%

Source: Fairfax County Comprehensive Annual Financial Report for FY 2018

Administration

The Board is composed of seven members: three are appointed by the School Board, and three are elected by active ERFC members. The six combined Board members recommend someone who is not affiliated with FCPS for the seventh position, which is subject to approval by the School Board.

Professional Services

An independent auditor and actuary are hired to provide service to the fund.

Virginia Retirement Systems (VRS)

Plan Description

FCPS contributes to VRS on behalf of its covered professional employees. VRS is a cost-sharing, multiple-employer retirement system, which administers two defined benefit plans and a hybrid plan that combines the features of a defined benefit plan and a defined contribution plan. These plans are administered by the State and provide coverage for State employees, public school board employees, employees of participating political subdivisions, and other qualifying employees. All full-time, salaried, permanent employees of VRS-participating employers are automatically covered under VRS. All employees hired after January 1, 2014, are automatically enrolled in the Hybrid Plan. Contributions made by members and participating VRS employers are invested to provide future retirement and disability benefits, annual cost of living adjustments, and death benefits to plan members and beneficiaries.

Funding Policy

The contribution requirement for active employees is governed by Section 51.1-145 of the Code of Virginia 1950, as amended, but may be affected by funding provided to school divisions by the Virginia General Assembly. Employees are required to contribute 5.0 percent of their compensation toward their retirement. Prior to July 1, 2012, all or part of the 5.0 percent member contribution may have been assumed by the employer. Beginning July 1, 2012, new employees were required to pay the 5.0 percent member contribution. In addition, for existing employees, employers were required to begin making the employee pay the 5.0 percent member contribution. This could be phased in over a period of up to 5 years and the employer is required to provide a salary increase equal to the amount of the increase in the employee-paid member contribution. Each school division's contractually required contribution rate for the year ended June 30, 2018, was 16.32 percent of covered employee compensation. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2015. The actuarial rate for the Teacher Retirement Plan was 16.32 percent. The actuarially determined rate, when combined with employee contributions, was expected to finance the costs of benefits earned by employee during the year, with an additional amount to finance any unfunded accrued liability. Based on the provisions of Section 51.1-145 of the Code, as amended, the contributions were funded at 89.84 percent of the actuarial rate for the year ended June 30, 2017. Employer contributions to the pension plan were $240,020,797 and $209,938,736 for the years ended June 30, 2018, and June 30, 2017, respectively.

Fairfax County Retirement Systems – Plan Revisions from the Board of Supervisors

As directed by the Board of Supervisors, the Fairfax County Department of Human Resources contracted with a benefits consultant to conduct a comprehensive retirement study. Based on the results of this study, the Board of Supervisors, as part of their mark-up of the FY 2013 Adopted Budget Plan on April 24, 2012, reaffirmed the County's commitment to a defined benefit plan model for current employees and for new hires. The Board also directed staff to prepare revisions to the Fairfax County Code to incorporate several modifications to the retirement systems, to apply only to new employees who are hired after January 1, 2013. These changes included increasing the minimum retirement age from 50 to 55 in the Employees' system, increasing the rule of 80 to the rule of 85 in the Employees' system, removing the pre-Social Security Supplement from DROP accounts in the Employees' system and the Uniformed system, and placing a cap on the use of sick leave for retirement purposes at 2,080 hours for all three retirement systems.

During 2017 and 2018, the Board of Supervisors again directed County staff to review its retirement plans. A retirement workgroup was established consisting of Board members and employee group representatives that included presentations and group discussions on retirement demographics, trends, potential benefit changes. Following a public hearing on December 4, 2018, the Board of Supervisors approved changes for new employees hired on or after July 1, 2019. These changes included the elimination of the Pre-Social Security supplement for the Employees' and Uniformed systems, and the elimination of a prior provision that increased the annual annuity calculation by 3 percent for the Employees, Uniformed, and Police Retirement plans.

Fairfax County - Other Post-Employment Benefits (OPEB)

Plan Description and Administration

The Fairfax County OPEB Plan (the Plan) is a single-employer defined benefit plan administered by Fairfax County. The Plan provides the opportunity to continue participation in medical/dental, vision, and life insurance benefits for eligible retirees and their spouses. The plan benefits correspond with benefits available to active employees. The benefit provisions are established and may be amended by the Board. Fiduciary oversight is provided by the members of the Local Finance Board for OPEB and deferred compensation. The members of this finance board are the CFO/Director of Management and Budget, Director of Finance, Director of Human Resources, and the Executive Director of the Retirement Agency. The Plan does not issue a stand-alone financial report.

Beginning in fiscal year 2006 the amount of monthly medical subsidy provided by the County is based on years of service and ranges from $30 per month to $220 per month. Employees who retired prior to July 1, 2003, are eligible for the greater of the amount based on the current subsidy structure and an amount calculated based on the subsidy structure in place prior to July 2003. In addition, the Board has established a program to subsidize the continuation of term life insurance at reduced coverage amounts, for retirees. Retirees generally pay for 50 percent of their coverage amounts at age-banded premium rates, with the County incurring the balance of the cost. In order to receive these subsidies, retirees must be 55 or older and have a minimum of five years of service credit. If participation in any of the benefit areas is discontinued, eligibility is lost and a retiree may not re-enroll into the Plan benefit. Consequently, all inactive employees are considered to be receiving benefits.

Participant data for the current fiscal year and prior year is as follows:

Membership	**FY 2017**	**FY 2018**
Medical Members		
Number of Active Members	13,410	13,520
Average Age	45	45
Average Service	12	12
<u>Number of Inactive Members</u>		
Retirees and Spouses	5,118	4,819
Average Age	67	68
Life Insurance Members		
Number of Active Members	13,410	13,520
Average Age	45	45
Average Service	12	12
<u>Number of Inactive Members</u>		
Retirees and Spouses	5,315	5,502
Average Age	67	68

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

Statement of Changes in Net Position for the Fiscal Year ended June 30, 2018 – OPEB Trust Fund

ADDITIONS:	**2018**
Contributions:	
Employer	$23,909,023
Other	458,128
Total Contributions	24,367,151
Investment Income from Investment Activities:	
Net (appreciation) in fair value of investments	26,274,549
Interest	86,016
Total Income from Investment Activities	26,360,565
Less Investment Activities Expenses:	
Management Fees	200,787
Other	75
Total Investment Activities Expenses	201,162
Net Income from Investment Activities	26,159,403
Net investment income	26,159,403
Total Additions	**50,526,554**
DEDUCTIONS:	
Benefits	21,670,001
Administrative Expenses	122,532
Total Deductions	**21,792,533**
Net Increase	**28,734,021**
Net Position - July 1, 2017	279,564,002
Net Position - June 30, 2018	**$308,298,023**

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

Net OPEB Liability for the Plan

The Plan's net OPEB liability was measured as of June 30, 2018, and the total OPEB liability used to calculate the net OPEB liability was determined by an actuarial valuation as of that date. The components of the net OPEB liability for the Plan are as follows:

Total OPEB Liability	$400,568,000
Plan Fiduciary Net Position (Market Value of Assets)	(308,298,023)
Net OPEB Liability	$92,269,977
Plan Fiduciary Net Position as % of Total OPEB Liability	76.97%

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

Fairfax County Public Schools - Other Post-Employment Benefits (OPEB)

Plan Description and Administration

The Fairfax County Public Schools OPEB Trust Fund is a single-employer defined benefit plan administered by the Fairfax County Public Schools (Public Schools). Public Schools' plan provides health benefits to eligible retirees and their spouses. The plan benefits correspond with benefits available to active employees. Benefit provisions are established and may be amended by the School Board. Fiduciary oversight is provided by the members of the Local Finance Board for OPEB. The Plan does not issue a stand-alone financial report.

A retiree and/or spouse who is at least 55 of years of age and participates in a Public Schools administered health insurance plan will receive an explicit subsidy ranging from $15 to $175 per month, based on years of service and the retirement plan in which the retiree is covered. In addition, Public Schools provides an implicit subsidy by allowing retirees to participate in the health insurance plans at the group premium rates calculated on the entire universe of active and retired employees. This subsidy occurs because, on an actuarial basis, the current and future claims of the retiree participants are expected to result in higher per person costs to the insurance plans than will be the experience for active employees.

Participant data for the current fiscal year and prior year is as follows:

Membership	**FY 2017**	**FY 2018**
Medical Members		
Number of Active Members	19,834	20,309
Average Age	46	46
Average Service	11	11
<u>Number of Inactive Members</u>		
Retirees and Spouses	9,485	10,037
Average Age	71	72
Life Insurance Members		
Number of Active Members	4,727	4,705
Average Age	52	52
Average Service	11	12
<u>Number of Inactive Members</u>		
Retirees and Spouses	2,312	2,546
Average Age	71	71

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

Statement of Changes in Net Position for the Fiscal Year ended June 30, 2018 – OPEB Trust Fund

ADDITIONS:	**2018**
Contributions:	
Employer	$59,806,266
Total Contributions	**59,806,266**
Investment Income from Investment Activities:	
Net increase in fair value of investments	11,564,600
Total Income from Investment Activities	11,564,600
Total Additions	**71,370,866**
DEDUCTIONS:	
Benefits payments / refunds	54,806,266
Administrative Expenses	86,550
Total Deductions	**54,892,816**
Net Increase	**16,478,050**
Net Position - July 1, 2017	118,697,379
Net Position - June 30, 2018	**$135,175,429**

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

Net OPEB Liability for the Plan

The Public Schools' net OPEB liability was measured as of June 30, 2018, and the total OPEB liability used to calculate the net OPEB liability was determined by an actuarial valuation as of that date. The components of the net OPEB liability for the Plan are as follows:

Total OPEB Liability	$254,269,197
Plan Fiduciary Net Position (Market Value of Assets)	(135,175,429)
Net OPEB Liability	$119,093,768
Plan Fiduciary Net Position as % of Total OPEB Liability	53.16%

Source: Fairfax County Comprehensive Annual Financial Report FY 2018

For further information regarding the County's retirement systems, see "Basic Financial Statements – Notes to Financial Statements – Notes G and H" in Appendix IV.

CONTINGENT LIABILITIES AND CLAIMS

The County is contingently liable with respect to lawsuits and other claims that arise in the ordinary course of its operations. See Note L in the County's Financial Statements in Appendix IV to this Official Statement for details as of the end of fiscal year 2019.

APPROVAL OF LEGAL PROCEEDINGS

Legal matters incident to the authorization and issuance of the Bonds are subject to the approval of Norton Rose Fulbright US LLP, Washington, D.C., Bond Counsel, the proposed form of whose opinion is included herein as Appendix VI.

TAX MATTERS – SERIES 2020A BONDS

Opinion of Bond Counsel

In the opinion of Norton Rose Fulbright US LLP, Bond Counsel, under current law, and subject to the provisions of this section, interest on the Series 2020A Bonds will not be includable in gross income of the owners of the Series 2020A Bonds for federal income tax purposes. Interest on the Series 2020A Bonds will be includable in the gross income of the owners thereof retroactive to the date of issue of the Series 2020A Bonds in the event of a failure by the County or the School Board of the County to comply with applicable requirements of the Internal Revenue Code of 1986, as amended (the "Code"), and their respective covenants regarding use, expenditure, and investment of the proceeds of the Series 2020A Bonds and timely payment of certain investment earnings to the United States Treasury. No opinion is rendered by Bond Counsel as to the effect on the exclusion from gross income of the interest on the Series 2020A Bonds for federal income tax purposes of any action taken or not taken without the approval of Bond Counsel or upon the advice or approval of counsel other than Bond Counsel.

Interest on the Series 2020A Bonds will not be an item of tax preference for purposes of the federal alternative minimum tax under the Code.

Original Issue Discount

The excess, if any, of the amount payable at maturity of any maturity of the Series 2020A Bonds purchased as part of the initial public offering over the issue price thereof constitutes original issue discount. The amount of original issue discount that has accrued and is properly allocable to an owner of any maturity of the Bonds with original issue discount (a "Discount Bond") will be excluded from gross income for federal income tax purposes to the same extent as interest on the Series 2020A Bonds. In general, the issue price of a maturity of the Series 2020A Bonds is the first price at which a substantial amount of Series 2020A Bonds of that maturity was sold (excluding sales to bond houses, brokers, or similar persons or organizations acting in the capacity of underwriters, placement agents, or wholesalers), which may differ from the price shown on the inside cover page of this Official Statement, and the amount of original issue discount accrues in accordance with a constant yield method based on the compounding of interest. A purchaser's adjusted basis in a Discount Bond is to be increased by the amount of such accruing discount for purposes of determining taxable gain or loss on the sale or other disposition of such Discount Bonds for federal income tax purposes.

Original issue discount that accrues in each year to an owner of a Discount Bond is included in the calculation of the distribution requirements of certain regulated investment companies and may result in some of the collateral federal income tax consequences discussed herein. Consequently, an owner of a Discount Bond should be aware that the accrual of original issue discount in each year may result in additional distribution requirements or other collateral federal income tax consequences although the owner of such Discount Bond has not received cash attributable to such original issue discount in such year.

The accrual of original issue discount and its effect on the redemption, sale, or other disposition of a Discount Bond that is not purchased in the initial offering at the first price at which a substantial amount of such Bonds is sold to the public may be determined according to rules that differ from those described above. An owners of a Discount Bond should consult his tax advisors with respect to the determination for federal income tax purposes of the amount of original issue discount with respect to such Discount Bond and with respect to state and local tax consequences of owning and disposing of such Discount Bond.

Bond Premium

The excess, if any, of the tax basis of Series 2020A Bonds purchased as part of the initial public offering to a purchaser (other than a purchaser who holds such Series 2020A Bonds as inventory, stock in trade, or for sale to customers in the ordinary course of business) over the amount payable at maturity is "Bond Premium." Bond Premium is amortized over the term of such Series 2020A Bonds for federal income tax purposes (or, in the case of a bond with bond premium callable prior to its stated maturity, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in the lowest yield on such bond). No deduction is allowed for such amortization of Bond Premium; however, Bond Premium is treated as an offset to qualified stated interest received on the Series 2020A Bonds. An owner of such Series 2020A Bonds is required to decrease his adjusted basis in such Series 2020A Bonds by the amount of amortizable Bond Premium attributable to each taxable year such Series 2020A Bonds are held. An owner of such Series 2020A Bonds should consult his tax advisors with respect to the precise determination for federal income tax purposes of the treatment of Bond Premium upon sale, redemption or other disposition of such Series 2020A Bonds and with respect to state and local income tax consequences of owning and disposing of such Series 2020A Bonds.

Backup Withholding

Interest paid on the Series 2020A Bonds is subject to information reporting in a manner similar to interest paid on taxable obligations. While this reporting requirement does not by itself, affect the excludability of interest on the Series 2020A Bonds from gross income for federal income tax purposes, the reporting requirement causes the payment of interest on the Series 2020A Bonds to be subject to backup withholding if such interest is paid to beneficial owners who (i) are not "exempt recipients," and (ii) either fail to provide certain identifying information (such as the beneficial owner's taxpayer identification number) in the required manner or have been identified by the Internal Revenue Service as having failed to report all interest and dividends required to be shown on their income tax returns. Generally, individuals are not exempt recipients, whereas corporations and certain other entities generally are exempt recipients. Amounts withheld under the backup withholding rules from a payment to a beneficial owner would be allowed as a refund or a credit against such beneficial owner's federal income tax liability provided the required information is furnished to the Internal Revenue Service.

Other Tax Consequences

Under existing law, the interest on the Series 2020A Bonds is excluded from Virginia taxable income for purposes of the individual income tax and the income taxation of corporations by the Commonwealth of Virginia under Sections 58.1-322 and 58.1-402 of the Code of Virginia of 1950, as amended (the "Virginia Code"), to the extent that such interest is excludable from gross income for federal income tax purposes.

The Code and the Virginia Code contain other provisions (some of which are noted below) that could result in tax consequences, upon which Bond Counsel expresses no opinion, as a result of ownership of the Series 2020A Bonds or the inclusion in certain computations of interest on the Series 2020A Bonds that is excluded from gross income for purposes of federal income taxation.

PROSPECTIVE PURCHASERS OF THE SERIES 2020A BONDS SHOULD CONSULT THEIR TAX ADVISORS AS TO THE APPLICABILITY AND IMPACT OF ANY SUCH COLLATERAL TAX CONSEQUENCES.

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, certain foreign corporations doing business in the United States, certain S Corporations with excess passive income, individual recipients of Social Security or Railroad Retirement benefits, taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry tax-exempt obligations and taxpayers who may be eligible for the earned income tax credit.

Future Tax Developments

Future or pending legislative proposals, if enacted, regulations, rulings or court decisions may cause interest on the Series 2020A Bonds to be subject, directly or indirectly, to federal income taxation or to state or local income taxation, or may otherwise prevent beneficial owners from realizing the full current benefit of the tax status of such interest. Legislation or regulatory actions and future or pending proposals may also affect the economic value of the federal or state tax exemption or the market value of the Series 2020A Bonds. Prospective purchasers of the Series 2020A Bonds should consult their tax advisors regarding any future**,** pending or proposed federal or state tax legislation, regulations, rulings or litigation as to which Bond Counsel expresses no opinion.

TAX MATTERS – SERIES 2020B BONDS

In General

Interest on the Series 2020B Bonds will be includable in the gross income of the owners thereof for purposes of federal income taxation See "– Certain U.S. Federal Income Tax Considerations" below.

Certain U.S. Federal Income Tax Considerations

The following summary of certain United States federal income tax consequences of the purchase, ownership and disposition of the Series 2020B Bonds is based upon laws, regulations, rulings and decisions now in effect, all of which are subject to change (including changes in effective dates), which change may be retroactive, or possible differing interpretations. No assurance can be given that future changes in the law will not alter the consequences described herein. It deals only with the Series 2020B Bonds held as capital assets and does not purport to deal with persons in special tax situations, including but not limited to financial institutions, insurance companies, regulated investment companies, dealers in securities or currencies, persons holding the Series 2020B Bonds as a hedge against currency risks or as a position in a "straddle" for tax purposes, or persons whose functional currency is not the U.S. dollar. It also does not deal with holders other than investors who purchase Series 2020B Bonds in the initial offering at the first price at which a substantial amount of such substantially identical bonds are sold to the general public (except where otherwise specifically noted). Persons considering the purchase of the Series 2020B Bonds should consult their own tax advisors concerning the application of U.S. federal income tax laws to their particular situations as well as any consequences of the purchase, ownership and disposition of the Series 2020B Bonds arising under the laws of any other taxing jurisdiction.

As used herein, the term "U.S. Holder" means a beneficial owner of a Series 2020B Bond that is for U.S. federal income tax purposes (i) a citizen or resident of the United States, (ii) a corporation (including an entity treated as a corporation for U.S. federal income tax purposes) created or organized in or under the laws of the United States, any state thereof or the District of Columbia, (iii) an estate, the income of which is subject to U.S. federal income taxation regardless of its source, or (iv) a trust if (a) a court within the United States is able to exercise primary supervision over the administration of the trust and one or more United States persons have the authority to control all substantial decisions of the trust, or (b) the trust was in existence on August 20, 1996, and properly elected to continue to be treated as a United States person. Moreover, as used herein, the term "U.S. Holder" includes any holder of a Series 2020B Bond whose income or gain in respect of its investment in a Series 2020B Bond is effectively connected with the U.S. trade or business. As used herein, the term "Non-U.S. Holder" means a beneficial Owner of a Series 2020B Bond (other than an entity that is classified as a partnership) that is not a U.S. Holder.

If a partnership (including for this purpose any entity treated as a partnership for United States federal income tax purposes) is the beneficial owner of any Series 2020B Bond, the treatment of a partner in that partnership will generally depend upon the status of such partner and the activities of such partnership. A partnership and any partner in a partnership holding Series 2020B Bonds should consult its own tax advisor.

Payments of Interest

Payments of interest on a Series 2020B Bond generally will be taxable to a U.S. Holder as ordinary interest income at the time such payments are accrued or are received (in accordance with the U.S. Holder's regular method of tax accounting), provided such interest is "qualified stated interest," as defined below.

Original Issue Discount

The following summary is a general discussion of the U.S. federal income tax consequences to U.S. Holders of the purchase, ownership and disposition of Series 2020B Bonds issued with original issue discount ("OID Bonds"), if any. The following summary is based upon final Treasury regulations (the "OID Regulations") released by the Internal Revenue Service ("IRS") under the original issue discount provisions of the Code.

For U.S. federal income tax purposes, original issue discount is the excess of the stated redemption price at maturity of a bond over its issue price, if such excess equals or exceeds a *de minimis* amount (generally $^{1}/_{4}$ of 1% of the bond's stated redemption price at maturity multiplied by the number of complete years to its maturity from its issue date or, in the case of a bond providing for the payment of any amount other than qualified stated interest (as defined below) prior to maturity, multiplied by the weighted average maturity of such bond). The issue price of each maturity of substantially identical Series 2020B Bonds equals the first price at which a substantial amount of such maturity of Series 2020B Bonds has been sold (ignoring sales to bond houses, brokers or similar persons or organizations acting in the capacity of underwriters, placement agents or wholesalers), which may not be the same as the prices shown on the inside cover of this official statement. The stated redemption price at maturity of a Series 2020B Bond is the sum of all payments provided by the Series 2020B Bond other than "qualified stated interest" payments. The term "qualified stated interest" generally means stated interest that is unconditionally payable in cash or property (other than debt instruments of the issuer) at least annually at a single fixed rate. Payments of qualified stated interest on a Series 2020B Bond are generally taxable to a U.S. Holder as ordinary interest income at the time such payments are accrued or are received (in accordance with the U.S. Holder's regular method of tax accounting).

A U.S. Holder of an OID Bond must include original issue discount in income as ordinary interest income for U.S. federal income tax purposes as it accrues under a constant yield method in advance of receipt of the cash payments attributable to such income, regardless of such U.S. Holder's regular method of tax accounting. In general, the amount of original issue discount included in income by the initial U.S. Holder of an OID Bond is the sum of the daily portions of original issue discount with respect to such OID Bond for each day during the taxable year (or portion of the taxable year) on which such U.S. Holder held such OID Bond. The "daily portion" of original issue discount on any OID Bond is determined by allocating to each day in any accrual period a ratable portion of the original issue discount allocable to that accrual period. An "accrual period" may be of any length and the accrual periods may vary in length over the term of the OID Bond, provided that each accrual period is no longer than one year and each scheduled payment of principal or interest occurs either on the final day of an accrual period or on the first day of an accrual period. The amount of original issue discount allocable to each accrual period is generally equal to the difference between (i) the product of the OID Bond's adjusted issue price at the beginning of such accrual period and its yield to maturity (determined on the basis of compounding at the close of each accrual period and appropriately adjusted to take into account the length of the particular accrual period) and (ii) the amount of any qualified stated interest payments allocable to such accrual period. The "adjusted issue price" of an OID Bond at the beginning of any accrual period is the sum of the issue price of the OID Bond plus the amount of original issue discount allocable to all prior accrual periods minus the amount of any prior payments on the OID Bond that were not qualified stated interest payments. Under these rules, U.S. Holders generally will have to include in income increasingly greater amounts of original issue discount in successive accrual periods.

A U.S. Holder who purchases an OID Bond for an amount that is greater than its adjusted issue price as of the purchase date and less than or equal to the sum of all amounts payable on the OID Bond after the purchase date, other than payments of qualified stated interest, will be considered to have purchased the OID Bond at an "acquisition premium." Under the acquisition premium rules, the amount of original issue discount which such U.S. Holder must include in its gross income with respect to such OID Bond for any taxable year (or portion thereof in which the U.S. Holder holds the OID Bond) will be reduced (but not below zero) by the portion of the acquisition premium properly allocable to the period.

U.S. Holders may generally, upon election, include in income all interest (including stated interest, acquisition discount, original issue discount, de minimis original issue discount, market discount, de minimis market discount, and unstated interest, as adjusted by any amortizable bond premium or acquisition premium) that accrues on a debt instrument by using the constant yield method applicable to original issue discount, subject to certain limitations and exceptions. This election will generally apply only to the debt instrument with respect to which it is made and may be revoked only with the consent of the IRS.

Market Discount

If a U.S. Holder purchases a Series 2020B Bond, other than an OID Bond, for an amount that is less than its issue price (or, in the case of a subsequent purchaser, its stated redemption price at maturity) or, in the case of an OID Bond, for an amount that is less than its adjusted issue price as of the purchase date, such U.S. Holder will be treated as having purchased such Series 2020B Bond at a "market discount," unless the amount of such market discount is less than a specified de minimis amount.

Under the market discount rules, a U.S. Holder will be required to treat any partial principal payment (or, in the case of an OID Bond, any payment that does not constitute qualified stated interest) on, or any gain realized on the sale, exchange, retirement or other disposition of, a Series 2020B Bond as ordinary income to the extent of the lesser of (i) the amount of such payment or realized gain or (ii) the market discount which has not previously been included in gross income and is treated as having accrued on such Series 2020B Bonds at the time of such payment or disposition. Market discount will be considered to accrue ratably during the period from the date of acquisition to the maturity date of the

Series 2020B Bonds, unless the U.S. Holder elects to accrue market discount on the basis of semiannual compounding.

A U.S. Holder may be required to defer the deduction of all or a portion of the interest paid or accrued on any indebtedness incurred or maintained to purchase or carry a Series 2020B Bond with market discount until the maturity of such Series 2020B Bond or certain earlier dispositions, because a current deduction is only allowed to the extent the interest expense exceeds an allocable portion of market discount. A U.S. Holder may elect to include market discount in income currently as it accrues (on either a ratable or semiannual compounding basis), in which case the rules described above regarding the treatment as ordinary income or gain upon the disposition of the Series 2020B Bond and upon the receipt of certain cash payments and regarding the deferral of interest deductions will not apply. Generally, such currently included market discount is treated as ordinary interest for U.S. federal income tax purposes. Such an election will apply to all debt instruments acquired by the U.S. Holder on or after the first day of the first taxable year to which such election applies and may be revoked only with the consent of the IRS.

Premium

If a U.S. Holder purchases a Series 2020B Bond for an amount that is greater than the sum of all amounts payable on the Series 2020B Bond after the purchase date, other than payments of qualified stated interest, such U.S. Holder will be considered to have purchased the Series 2020B Bond with "amortizable bond premium" equal in amount to such excess. A U.S. Holder may elect to amortize such premium using a constant yield method over the remaining term of the Series 2020B Bond and may offset interest otherwise required to be included in respect of the Series 2020B Bond during any taxable year by the amortized amount of such excess for the taxable year. Bond premium on a Series 2020B Bond held by a U.S. Holder that does not make such an election will decrease the amount of gain or increase the amount of loss otherwise recognized on the sale, exchange, redemption or retirement of a Series 2020B Bond. However, if the Series 2020B Bond may be optionally redeemed after the U.S. Holder acquires it at a price in excess of its stated redemption price at maturity, special rules would apply which could result in a deferral of the amortization of some bond premium until later in the term of the Series 2020B Bond (as discussed in more detail below). Any election to amortize bond premium applies to all taxable debt instruments held by the U.S. Holder on or after the first day of the first taxable year to which such election applies and may be revoked only with the consent of the IRS.

The following rules apply to any Series 2020B Bond that may be optionally redeemed after the U.S. Holder acquires it at a price in excess of its stated redemption price at maturity. The amount of amortizable bond premium attributable to such Series 2020B Bond is equal to the lesser of (1) the difference between (A) such U.S. Holder's tax basis in the Series 2020B Bond and (B) the sum of all amounts payable on such Series 2020B Bond after the purchase date, other than payments of qualified stated interest and (2) the difference between (X) such U.S. Holder's tax basis in such Series 2020B Bond and (Y) the sum of all amounts payable on such Series 2020B Bond after the purchase date due on or before the early call date, other than payments of qualified stated interest. If a Series 2020B Bond may be redeemed on more than one date prior to maturity, the early call date and amount payable on the early call date that produces the lowest amount of amortizable bond premium, is the early call date and amount payable that is initially used for purposes of calculating the amount pursuant to clause (2) of the previous sentence. If an early call date is not taken into account in computing premium amortization and the early call is in fact exercised, a U.S. Holder will be allowed a deduction for the excess of the U.S. Holder's tax basis in the Series 2020B Bond over the amount realized pursuant to the redemption. If an early call date is taken into account in computing premium amortization and the early call is not exercised, the Series 2020B Bond will be treated as "reissued" on such early call date for the call price. Following the deemed reissuance, the amount of amortizable bond premium is recalculated pursuant to the rules of this section "Premium." The rules relating to Series 2020B Bonds that may be optionally redeemed are complex and, accordingly, prospective purchasers are urged to consult their own tax advisors regarding the application of the amortizable bond premium rules to their particular situation.

Disposition of a Series 2020B Bond

Except as discussed above, upon the sale, exchange or retirement of a Series 2020B Bond, a U.S. Holder generally will recognize taxable gain or loss equal to the difference between the amount realized on the sale, exchange or retirement (other than amounts representing accrued and unpaid interest) and such U.S. Holder's adjusted tax basis in the Series 2020B Bond. A U.S. Holder's adjusted tax basis in a Series 2020B Bond generally will equal such U.S. Holder's initial investment in the Series 2020B Bond increased by any original issue discount included in income (and accrued market discount, if any, if the U.S. Holder has included such market discount in income) and decreased by the amount of any payments, other than qualified stated interest payments, received and amortizable bond premium taken with respect to such Series 2020B Bond. Such gain or loss generally will be long-term capital gain or loss if the Series 2020B Bond has been held by the U.S. Holder at the time of disposition for more than one year. If the U.S. Holder is an individual, long-term capital gain will be subject to reduced rates of taxation. The deductibility of capital losses is subject to certain limitations.

Defeasance of Series 2020B Bonds

Persons considering the purchase of a Series 2020B Bond should be aware that a defeasance of a Series 2020B Bond by the County prior to maturity could result in the realization of gain or loss by the beneficial owner of the Series 2020B Bond for federal income tax purposes, without any corresponding receipts of money by the beneficial owner. Such gain or loss generally would be subject to recognition for the tax year in which such realization occurs, as in the case of a sale or exchange. Owners are advised to consult their own tax advisers with respect to the tax consequences resulting from such events. See "THE BONDS – Make-Whole Optional Redemption – Series 2020B Bonds – *Defeasance of Series 2020B Bonds*" herein.

Medicare Tax

For taxable years beginning after December 31, 2012, an additional 3.8% tax has been imposed on the net investment income (which includes interest, original issue discount and net gains from a disposition of a Series 2020B Bond) of certain individuals, trust and estates. Prospective investors in the Series 2020B Bonds should consult their tax advisors regarding the possible applicability of this tax to an investment in the Series 2020B Bonds.

Backup Withholding

A beneficial owner of the Series 2020B Bonds who is a U.S. Holder may, under certain circumstances, be subject to "backup withholding" (currently at a rate of 24%) on current or accrued interest on the Series 2020B Bonds or with respect to proceeds received from a disposition of the Series 2020B Bonds. This withholding applies if such beneficial owner of Series 2020B Bonds: (i) fails to furnish to the payor such beneficial owner's social security number or other taxpayer identification number ("TIN"); (ii) furnishes the payor an incorrect TIN; (iii) fails to report interest properly; or (iv) under certain circumstances, fails to provide the payor or such beneficial owner's broker with a certified statement, signed under penalty of perjury, that the TIN provided to the payor or broker is correct and that such beneficial owner is not subject to backup withholding. To establish status as an exempt person, a beneficial owner will generally be required to provide certification on IRS Form W-9 (or substitute form).

Backup withholding will not apply, however, if the beneficial owner is a corporation or falls within certain tax-exempt categories and, when required, demonstrates such fact. BENEFICIAL OWNERS OF THE SERIES 2020B BONDS SHOULD CONSULT THEIR TAX ADVISORS REGARDING THEIR QUALIFICATION FOR EXEMPTION FROM BACKUP WITHHOLDING AND THE PROCEDURE FOR OBTAINING SUCH EXEMPTION, IF APPLICABLE. The backup withholding tax is not an additional tax and taxpayers may use amounts withheld as a credit against their federal income tax liability or may claim a refund as long as they timely provide certain information to the IRS.

Withholding on Payments to Nonresident Alien Individuals and Foreign Corporations

Nonresident alien individuals and foreign corporations are generally subject to withholding of U.S. federal income tax by the payor at the rate of 30% on periodic income items arising from sources within the United States, provided such income is not effectively connected with the conduct of a United States trade or business. Assuming the interest income of such a beneficial owner of the Series 2020B Bonds is not treated as effectively connected income within the meaning of Section 864 of the Code, such interest will be subject to 30% withholding, or any lower rate specified in an income tax treaty, unless such income is treated as "portfolio interest." Interest will be treated as portfolio interest if (i) the beneficial owner provides a statement to the payor certifying, under penalties of perjury, that such beneficial owner is a Non-U.S. Holder and providing the name and address of such beneficial owner, (ii) such interest is treated as not effectively connected with the beneficial owner's United States trade or business, (iii) interest payments are not made to a person within a foreign country which the IRS has included on a list of countries having provisions inadequate to prevent United States tax evasion, (iv) interest payable with respect to the Series 2020B Bonds is not deemed contingent interest within the meaning of the portfolio debt provision, (v) such beneficial owner is not a controlled foreign corporation within the meaning of Section 957 of the Code and (vi) such beneficial owner is not a bank receiving interest on the Series 2020B Bonds pursuant to a loan agreement entered into in the ordinary course of the bank's trade or business.

Assuming payments on the Series 2020B Bonds are treated as portfolio interest within the meaning of Sections 871 and 881 of the Code, then no withholding under Section 1441 and 1442 of the Code, and no backup withholding under Section 3406 of the Code is required with respect to beneficial owners or intermediaries who have furnished Form W-8 BEN, Form W-8 BEN-E, Form W-8 EXP, or Form W-8 IMY, as applicable, provided the payor has no actual knowledge or reason to know that such person is a U.S. Holder.

A non-U.S. Holder whose income with respect to its investment in a Series 2020B Bond is effectively connected with the conduct of a U.S. trade or business would generally be taxed as if the holder was a U.S. person provided the holder provides to the Withholding Agent an IRS Form W-8ECI.

Generally, a non-U.S. Holder will not be subject to United States federal income taxes on any amount which constitutes capital gain upon retirement or disposition of a Series 2020B Bond, unless such non-U.S. Holder is an individual who is present in the United States for 183 days or more in the taxable year of the disposition and such gain is derived from sources within the United States. Certain other exceptions may be applicable, and a non-U.S. Holder should consult its tax advisor in this regard.

The Series 2020B Bonds will not be includable in the estate of a non-U.S. Holder unless, at the time of such individual's death, payments in respect of the Series 2020B Bonds would have been effectively connected with the conduct by such individual of a trade or business in the United States.

Foreign Account Tax Compliance Act

Sections 1471 through 1474 of the Code impose a 30% withholding tax on certain types of payments made to a foreign financial institution, unless the foreign financial institution enters into an agreement with the U.S. Treasury to, among other things, undertake to identify accounts held by certain U.S. persons or U.S.-owned entities, annually report certain information about such accounts, and withhold 30% on payments to account holders whose actions prevent it from complying with these and other reporting requirements, or unless the foreign financial institution is otherwise exempt from those requirements. In addition, the Foreign Account Tax Compliance Act ("FATCA") imposes a 30% withholding tax on the same types of payments to a non-financial foreign entity unless the entity certifies that it does not have any substantial U.S. owners or the entity furnishes identifying information regarding each substantial U.S. owner. Failure to comply with the additional certification, information reporting and other specified requirements imposed under FATCA could result in the 30% withholding tax being imposed on payments of interest and principal under the Series 2020B Bonds and sales proceeds of Series 2020B Bonds held by or through a foreign entity. In general, withholding under FATCA currently applies to payments of U.S. source interest (including original issue discount) and will apply to (i) gross proceeds from the sale, exchange or retirement of debt obligations paid after December 31, 2018, and (ii) certain "pass-thru" payments no earlier than January 1, 2019. Prospective investors should consult their own tax advisors regarding FATCA and its effect on them.

ERISA Considerations

The Employee Retirement Income Security Act of 1974, as amended ("ERISA"), and section 4975 of the Code generally prohibit certain transactions between employee benefit plans under ERISA or tax qualified retirement plans and individual retirement accounts under the Code (collectively, the "Plans") and persons who, with respect to a Plan, are fiduciaries or other "parties in interest" within the meaning of ERISA or "disqualified persons" within the meaning of the Code. In addition, each fiduciary of a Plan ("Plan Fiduciary") must give appropriate consideration to the facts and circumstances that are relevant to an investment in the Series 2020B Bonds, including the role that such an investment in the Series 2020B Bonds would play in the Plan's overall investment portfolio. Each Plan Fiduciary, before deciding to invest in the Series 2020B Bonds, must be satisfied that such investment in the Series 2020B Bonds is a prudent investment for the Plan, that the investments of the Plan, including the investment in the Series 2020B Bonds, are diversified so as to minimize the risk of large losses and that an investment in the Series 2020B Bonds complies with the documents of the Plan and related trust, to the extent that such documents are consistent with ERISA. All Plan Fiduciaries, in consultation with their advisors, should carefully consider the impact of ERISA and the Code on an investment in any Series 2020B Bonds.

FINANCIAL ADVISOR

The County has retained PFM Financial Advisors LLC, Arlington, Virginia, as financial advisor (the "Financial Advisor") in connection with the issuance of the Bonds. Although the Financial Advisor assisted in the preparation and review of this Official Statement, the Financial Advisor is not obligated to undertake, and has not undertaken to make, an independent verification or to assume responsibility for the accuracy, completeness, or fairness of the information contained in this Official Statement. The Financial Advisor is not engaged in the business of underwriting municipal securities.

VERIFICATION OF CERTAIN MATHEMATICAL COMPUTATIONS

The accuracy of the arithmetical computations of the maturing principal and interest earned on the federal securities in the escrow account established in the escrow agreement relating to the Refunded

Bonds to pay when due or at their respective redemption dates, the principal of, premium, if any, and interest on the Refunded Bonds, has been verified by Robert Thomas CPA, LLC, Shawnee Mission, Kansas. Such verification has been based upon information supplied by the Financial Advisor.

RATINGS

The Bonds have been rated "___" by Fitch Ratings ("Fitch"), "___" by Moody's Investors Service, Inc. ("Moody's"), and "___" by S&P Global Ratings, a division of Standard & Poor's Financial Services LLC ("S&P"). The County requested that the Bonds be rated and furnished certain information to Fitch, Moody's, and Standard & Poor's, including certain information that is not included in this Official Statement.

These ratings are not a recommendation to buy, sell, or hold the Bonds. Generally, rating agencies base their ratings on such materials and information provided by the County, as well as investigations, studies, and assumptions of the rating agencies. Such ratings may be changed at any time and no assurance can be given that they will not be revised downward or withdrawn entirely by any or all of such rating agencies, if, in the judgment of any or all, circumstances so warrant. Such circumstances may include, without limitation, change in or unavailability of information relating to the County. Any such downward revision or withdrawal of any of such ratings may have an adverse effect on the market price of the Bonds.

SALE AT COMPETITIVE BIDDING

The Bonds of each Series will be offered for sale at competitive bidding on a date determined pursuant to the provisions of the separate Notice of Sale relating to each Series of Bonds (See "Appendix VIII – Notice of Sale – Series 2020A Bonds" and "Appendix IX – Notice of Sale – Series 2020B Bonds"). After the Bonds have been awarded, the County will issue an Official Statement in final form to be dated the date of the award. The County will deem the Official Statement in final form as of its date, and the Official Statement in final form will be a "Final Official Statement" within the meaning of Rule 15c2-12 under the Securities Exchange Act of 1934, as amended. The Official Statement in final form will include, among other matters, the identity of the winning bidder (the "Underwriters"), the expected selling compensation to the Underwriters and other information on the interest rates and offering prices or yields of the Bonds, all as supplied by the Underwriters.

CERTIFICATE CONCERNING OFFICIAL STATEMENT

Concurrently with the delivery of the Bonds, the Chairman of the Board of Supervisors and the County Executive of the County will certify that, to the best of their knowledge, the Official Statement did not as of its date, and does not as of the date of delivery of the Bonds, contain any untrue statement of a material fact or omit to state a material fact that should be included therein for the purpose for which the Official Statement is to be used, or that is necessary in order to make the statements contained therein, in the light of the circumstances under which they were made, not misleading. Such certificate will also state, however, that the Chairman of the Board of Supervisors and the County Executive of the County did not independently verify the information indicated in this Official Statement as having been obtained or derived from sources other than the County and its officers but that they have no reason to believe that such information is not accurate.

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 as representations of fact. No representation is made that any of the estimates will be realized.

FUTURE FINANCIAL INFORMATION

The Securities and Exchange Commission has adopted Rule 15c2-12 under the Securities Exchange Act of 1934, as amended (the "Rule"). In general, the Rule prohibits an underwriter from purchasing or selling municipal securities such as the Bonds, unless it has determined that the issuer of such securities and/or other persons deemed to be material "obligated persons" have committed to provide to The Electronic Municipal Market Access ("EMMA") system administered by the Municipal Securities Rulemaking Board (i) on an annual basis, certain financial information and operating data ("Annual Reports"), and, if available, audited financial statements, and (ii) notice of various events described in the Rule, if material ("Event Notices").

The County will covenant in the Continuing Disclosure Agreement (the form of which appears in Appendix VII), to be dated the date of delivery of the Bonds, for the benefit of the holders of the Bonds, to provide to EMMA, annually, not later than March 31 of each year, commencing March 31, 2021, Annual Reports with respect to itself, as issuer. Similarly, the County will provide Event Notices with respect to the Bonds to EMMA. The County has updated its procedures relating to compliance with its undertakings under the Rule to reflect the recent amendments to the Rule.

On January 23, 2019, S&P upgraded its rating from "AA" to "AA+" on several series of the Fairfax County Economic Development Authority's Silver Line Phase I Bonds payable from certain revenues of the County, subject to appropriation by the County's Board of Supervisors. Although the rating upgrade was reflected in the EMMA database for such Bonds, the County did not file a timely Event Notice with EMMA with respect to this rating upgrade. The County has updated its procedures to ensure the timely filing of Event Notices in the future.

In addition, pursuant to the continuing disclosure undertakings relating to certain sewer revenue bonds defeased on May 12, 2016 (the "Sewer Bonds Defeasance"), the County agreed to provide timely notice of the Sewer Bonds Defeasance. Pursuant to the escrow deposit agreement, dated May 12, 2016, between Fairfax County and its Escrow Agent, the Escrow Agent agreed to provide notice to EMMA of the Sewer Bonds Defeasance within two days of the date of the agreement. The Escrow Agent did not provide this notice within the two-day period. After inquiry from the County, the Escrow Agent did provide such notice, but not within the time periods required by the relevant sewer undertakings. The County has strengthened its procedures to ensure that event notices to be provided by outside entities on the County's behalf are done within the required time periods.

Except as described under this caption, in the five years preceding the date of this Official Statement, the County has materially complied with its undertakings under the Rule.

PRELIMINARY OFFICIAL STATEMENT DEEMED FINAL

The distribution of this Preliminary Official Statement has been duly authorized by the Board of Supervisors of the County. The County deems this Preliminary Official Statement final as of its date within the meaning of Rule 15c2-12 of the Securities and Exchange Commission except for the omission of certain pricing and other information permitted to be omitted by Rule 15c2-12.

BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA

By: , Chairman

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Appendix I

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Attachment 7

Appendix II

[Insert Regional map here]

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Attachment 7

Appendix III

[Insert County Map here]

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FAIRFAX COUNTY, VIRGINIA

MANAGEMENT'S DISCUSSION AND ANALYSIS AND BASIC FINANCIAL STATEMENTS
(Fiscal Year Ended June 30, 2019)[(1)]

[1] This Appendix comprises the District's Comprehensive Annual Financial Report for the Fiscal Year Ended June 30, 2019. In order to preserve cross-references within such pages, this Appendix has not been repaginated and, accordingly, retains the original pagination.

BOOK-ENTRY ONLY SYSTEM

The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The 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 principal amount of Bonds of a Series and maturity bearing interest at a specified interest rate, each in the aggregate principal amount of such quantity of Bonds, 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 issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("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"). 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 and www.dtc.org.

Purchases of the Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of the Bonds ("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 are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interest in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive bond certificates representing their ownership interests in the Bonds, except in the event that use of the book entry system for the 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 Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the 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 holdings 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. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults, and proposed amendments to the Bond documents. For example, Beneficial Owners of the Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Bonds unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the County 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 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal, premium, if any, and interest payments on the 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 detailed information from the County, on a 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 or the County, 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 County, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the County. Under such circumstances, in the event that a successor depository is not obtained, certificates for the Bonds are required to be printed and delivered.

The County may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, certificates for the Bonds 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 County believes to be reliable, but the County takes no responsibility for the accuracy thereof.

February __, 2020

Board of Supervisors of Fairfax County, Virginia
Fairfax, Virginia

As bond counsel to Fairfax County, Virginia (the "County"), we have examined certified copies of the legal proceedings, including the election proceedings and other proofs submitted, relative to the issuance and sale of

$___________
Fairfax County, Virginia
Public Improvement Bonds, Series 2020A (the "Series 2020A Bonds")

and

$___________
Fairfax County, Virginia
Taxable Public Improvement Refunding Bonds, Series 2020B (the "Series 2020B Bonds" and together with the Series 2020A Bonds, the "Bonds")

The Series 2020A Bonds are dated the date of their delivery, mature in annual installments on October 1 in each of the years 2020 to 2039, inclusive, and bear interest, payable on the 1st days of April and October in each year, commencing October 1, 2020. The Series 2020B Bonds are dated the date of their delivery, mature in annual installments on October 1 in each of the years 2020 to 20__, inclusive, and bear interest, payable on the 1st days of April and October in each year, commencing October 1, 2020. The Bonds are subject to redemption prior to their respective maturities in the manner and upon the terms and conditions set forth in the resolution authorizing the issuance of the Bonds adopted by the Board of Supervisors of Fairfax County on December 3, 2019.

From such examination, we are of the opinion that:

(1) Such proceedings and proofs show lawful authority for the issuance and sale of the Bonds pursuant to the Constitution and laws of Virginia, and the Bonds constitute valid and binding general obligations of the County, for the payment of which the full faith and credit of the County are pledged, and all taxable property in the County is subject to the levy of an ad valorem tax, without limitation as to rate or amount, for the payment of the Bonds and the interest thereon, which tax shall be in addition to all other taxes authorized to be levied in the County to the extent other funds of the County are not lawfully available and appropriated for such purpose.

(2) Except as provided in the following sentence, interest on the Series 2020A Bonds is not includable in the gross income of the owners thereof for federal income tax purposes under current law. Interest on the Series 2020A Bonds will be includable in the gross income of the owners thereof retroactive to the date of issue of the Series 2020A Bonds in the event of a failure by the County or the school board of the County to comply with applicable requirements of the Internal Revenue Code of 1986, as amended (the "Code"), and their respective covenants regarding use, expenditure, and investment of the proceeds of the Series 2020A Bonds and the timely payment of certain investment earnings to the United States Treasury, and we render no opinion as to the effect on the exclusion from gross income of the interest on the Series 2020A Bonds for federal income tax purposes of any action taken or not taken without our approval or upon the advice or approval of counsel other than us.

(3) Interest on the Series 2020A Bonds is not an item of tax preference for purposes of the federal alternative minimum tax.

The Code contains other provisions that could result in tax consequences, as to which we render no opinion, as a result of ownership of the Series 2020A Bonds or the inclusion in certain computations of interest that is excluded from gross income.

Respectfully submitted,

Appendix VII

CONTINUING DISCLOSURE AGREEMENT

This Continuing Disclosure Agreement (this "Disclosure Agreement") is executed and delivered by Fairfax County, Virginia (the "County"), in connection with the issuance by the County of $___________ aggregate principal amount of its Public Improvement Bonds, Series 2020A (the "Series 2020A Bonds") and $___________ aggregate principal amount of its Taxable Public Improvement Refunding Bonds, (the "Series 2020B Bonds" and together with the Series 2020A Bonds, the "Bonds") pursuant to the provisions of a resolution (the "Resolution") adopted on December 3, 2019, by the Board of Supervisors of the County. The proceeds of the Bonds are being used by the County to finance and refinance various public improvements in the County. The County hereby covenants and agrees as follows:

SECTION 1. Purpose of the Disclosure Agreement. This Disclosure Agreement is being executed and delivered by the County for the benefit of the holders of the Bonds and in order to assist the Participating Underwriters (defined below) in complying with the Rule (defined below). The County acknowledges that it is undertaking primary responsibility for any reports, notices, or disclosures that may be required under this Disclosure Agreement.

SECTION 2. Definitions. In addition to the definitions set forth in the Resolution, which apply to any capitalized term used in this Disclosure Agreement unless otherwise defined in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any Annual Report provided by the County pursuant to, and as described in, Sections 3 and 4 of this Disclosure Agreement.

"Dissemination Agent" shall mean the County, acting in its capacity as Dissemination Agent hereunder, or any successor Dissemination Agent designated in writing by the County and which has filed with the County a written acceptance of such designation.

"Filing Date" shall have the meaning given to such term in Section 3(a) hereof.

"Financial Obligation" means a (a) debt obligation; (b) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (c) guarantee of a debt obligation or any such derivative instrument; provided that "financial obligation" shall not include municipal securities (as defined in the Securities Exchange Act of 1934, as amended) as to which a final official statement (as defined in the Rule) has been provided to the MSRB consistent with the Rule.

"Fiscal Year" shall mean the twelve month period at the end of which financial position and results of operations are determined. Currently, the County's Fiscal Year begins July 1 and continues through June 30 of the next calendar year.

"Holder" or "holder" shall mean, for purposes of this Disclosure Agreement, any person who is a record owner or beneficial owner of a Bond.

"Listed Events" shall mean any of the events listed in subsection (b)(5)(i)(C) of the Rule, which are as follows:

(1) principal and interest payment delinquencies;

(2) non-payment related defaults; if material;

(3) unscheduled draws on debt service reserves reflecting financial difficulties;

(4) unscheduled draws on credit enhancements reflecting financial difficulties;

(5) substitution of credit or liquidity providers, or their failure to perform;

(6) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 570-TEB) or other material notices or determinations with respect to or events affecting the tax status of the Bonds;

(7) modifications to rights of holders, if material;

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

(9) defeasances;

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

(11) rating changes;

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

(13) 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 any such actions, other than pursuant to its terms, if material;

(14) appointment of a successor or additional paying agent or the change of name of a paying agent, if material;

(15) incurrence of a Financial Obligation 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 security holders, if material; and

(16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a Financial Obligation of the County, any of which reflect financial difficulties.

"MSRB" means the Municipal Securities Rulemaking Board.

"Participating Underwriter" shall mean any of the original underwriters of the County's Bonds required to comply with the Rule in connection with the offering of such Bonds.

"Repository" shall mean The Electronic Municipal Market Access ("EMMA") system administered by the MSRB. EMMA is recognized as a National Repository for purposes of the Rule.

"Rule" shall mean Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

For these purposes, (a) any event described in the immediately preceding paragraph (12) is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent, or similar officer for the County in a proceeding under the United States Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the County or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers of the County in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement, or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the County, and (b) the County intends the words used in the immediately preceding paragraphs (15) and (16) and the definition of Financial Obligation in this Section 2 to have the same meanings as when they are used in the Rule, as evidenced by SEC Release No. 34-83885, dated August 20, 2018.

SECTION 3. Provision of Annual Reports.

A. The County shall, or shall cause the Dissemination Agent to, provide to the Repository an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Agreement. Such Annual Report shall be filed on a date (the "Filing Date") that is not later than March 31 after the end of any Fiscal Year (commencing with its Fiscal Year ending June 30, 2020). Not later than ten (10) days prior to the Filing Date, the County shall provide the Annual Report to the Dissemination Agent (if the County is not acting as Dissemination Agent at such time.) In such case, the Annual Report (i) may be submitted as a single document or as separate documents comprising a package, (ii) may cross-reference other information as provided in Section 4 of this Disclosure Agreement, and (iii) shall include the County's audited financial statements or, if audited financial statements are not available, such unaudited financial statements as may be required by the Rule. In any event, audited financial statements of the County must be submitted, if and when available, together with or separately from the Annual Report.

B. The annual financial statements of the County shall be prepared on the basis of generally accepted accounting principles and will be audited. Copies of the audited annual financial statements, which may be filed separately from the Annual Report, will be filed with the Repository when they become publicly available.

C. If the County fails to provide an Annual Report to the Repository by the date required in subsection (A) above or to file its audited annual financial statements with the Repository when they become publicly available, the County shall, in a timely manner, send a notice to the Repository in substantially the form attached hereto as Exhibit B.

SECTION 4. Content of Annual Reports. Except as otherwise agreed, any Annual Report required to be filed hereunder shall contain or incorporate by reference, at a minimum, the following: (i) audited annual financial statements of the County, and (ii) updated operating data, as described in Exhibit A, all with a view toward assisting Participating Underwriters in complying with the Rule.

Any or all of such information may be incorporated by reference from other documents, including official statements of securities issues with respect to which the County is an "obligated person" (within the meaning of the Rule), which have been filed with the Repository or the Securities and Exchange Commission. If the document incorporated by reference is a final official statement, it must be available from the MSRB. The County shall clearly identify each such other document so incorporated by reference.

SECTION 5. Reporting of Listed Events. The County will provide within 10 business days to the Repository notice of any of the Listed Events.

SECTION 6. Termination of Reporting Obligation. The County's obligations under this Disclosure Agreement shall terminate upon the earlier to occur of the legal defeasance or final retirement of all the Bonds.

SECTION 7. Dissemination Agent. The County may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Agreement and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent. If at any time there is not any other designated Dissemination Agent, the County shall be the Dissemination Agent.

SECTION 8. Amendment. Notwithstanding any other provision of this Disclosure Agreement, the County may amend this Disclosure Agreement, if such amendment is supported by an opinion of independent counsel with expertise in federal securities laws, to the effect that such amendment is permitted or required by the Rule.

SECTION 9. Additional Information. Nothing in this Disclosure Agreement shall be deemed to prevent the County from disseminating any other information, using the means of dissemination set forth in this Disclosure Agreement or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Agreement. If the County chooses to include any information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is specifically required by this Disclosure Agreement, the County shall have no obligation under this Disclosure Agreement to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event.

SECTION 10. Default. Any person referred to in Section 11 (other than the County) may take such action as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the County to file its Annual Report or to give notice of a Listed Event. The holders of not less than a majority in aggregate principal amount of Bonds outstanding may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to challenge the adequacy of any information provided pursuant to this Disclosure Agreement, or to enforce any other obligation of the County hereunder. A default under this Disclosure Agreement shall not be deemed an event of default under the Resolution or the Bond, and the sole remedy under this Disclosure Agreement in the event of any failure of the County to comply herewith shall be an action to compel performance. Nothing in this provision shall be deemed to restrict the rights or remedies of any holder pursuant to the Securities Exchange Act of 1934, the rules and regulations promulgated thereunder, or other applicable laws.

SECTION 11. Beneficiaries. This Disclosure Agreement shall inure solely to the benefit of the County, the Participating Underwriters, and holders from time to time of the County's Bonds, and shall create no rights in any other person or entity.

Date: February __, 2020

FAIRFAX COUNTY, VIRGINIA

By: ________________________________

Joseph M. Mondoro
Chief Financial Officer

EXHIBIT A

CONTENT OF ANNUAL REPORT

(a) amended financial statements of the County;

(b) **Financial Information**. Updated information concerning General Fund revenues, expenditures, categories of expenditures, fund balances, assessed value of taxable property, tax rates, major taxpayers, and tax levies and collections.

(c) **Debt Information**. Updated information concerning general obligation bond indebtedness, including bonds authorized and unissued, bonds outstanding, the ratios of debt to the market value of taxable property, debt per capita, and debt service as a percentage of General Fund disbursements.

(d) **Demographic Information**. Updated demographic information respecting the County such as its population, public school enrollment, and per pupil expenditures.

(e) **Economic Information**. Updated economic information respecting the County such as income, employment, unemployment, building permits, and taxable sales data.

(f) **Retirement Plans**. Updated information respecting pension and retirement plans for County employees, including a summary of membership, revenues, expenses, and actuarial valuation(s) of such plans.

(g) **Contingent Liabilities**. A summary of material litigation and other material contingent liabilities pending against the County.

In general, the foregoing will include information as of the end of the most recent fiscal year or as of the most recent practicable date. Where information for the fiscal year just ended is provided, it may be preliminary and unaudited. Where information has historically been provided for more than a single period, comparable information will in general be provided for the same number of periods where valid and available. Where comparative demographic or economic information for the County and the United States as a whole is contemporaneously available and, in the judgment of the County, informative, such information may be included. Where, in the judgment of the County, an accompanying narrative is required to make data presented not misleading, such narrative will be provided.

EXHIBIT B

NOTICE OF FAILURE TO FILE ANNUAL REPORT
[AUDITED ANNUAL FINANCIAL STATEMENTS]

Re: FAIRFAX COUNTY VIRGINIA
PUBLIC IMPROVEMENT BONDS,
SERIES 2020A

And

TAXABLE PUBLIC IMPROVEMENT REFUNDING BONDS,
SERIES 2020B

CUSIP NOS.:

Dated: _____________ __, 20__

NOTICE IS HEREBY GIVEN that Fairfax County, Virginia has not provided an Annual Report [Audited Annual Financial Statements] as required by Section 3 of the Continuing Disclosure Agreement, which was entered into in connection with the above-named bonds issued pursuant to that certain Resolution, adopted on December __, 2019, by the Board of Supervisors of the County, the proceeds of which were used to finance and refinance various public improvements in the County. [The County anticipates that the Annual Report [Audited Annual Financial Statements] will be filed by ___________.]

Dated: ________________

FAIRFAX COUNTY, VIRGINIA

By: ___________________________

Title:

Appendix VIII

NOTICE OF SALE – SERIES 2020A BONDS

Appendix IX

NOTICE OF SALE – SERIES 2020B BONDS

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Board Agenda Item
December 3, 2019

ACTION - 2

Authorization of Economic Opportunity Reserve Funding to the Town of Vienna for Economic Development Strategy and Market Study (Hunter Mill District)

ISSUE:
Board of Supervisors' authorization to allocate $50,000 from the Economic Opportunity Reserve (EOR) to assist the Town of Vienna's implementation of an Economic Development Strategy and Market Study.

RECOMMENDATION:
The County Executive recommends that the Board authorize use of the EOR funds for this purpose.

TIMING:
Board action is requested on December 3, 2019, which will be matched by funding previously allocated by the Town of Vienna (Town) for this purpose.

BACKGROUND:
The Town of Vienna contains approximately 3.5 million square feet of commercial and industrial uses, with several aging retail shopping centers that inhibit the Town's revitalization and other community objectives. During the Town's 2018-2019 Strategic Plan development, economic development was identified as an area to focus on to address commercial and retail vacancies. The Maple Avenue corridor contained 68 vacant properties, as of October 2018.

The Town is requesting $50,000 from the EOR to match funds allocated by the Town in their FY 2020 budget. The funds would be used to create an economic development strategy to give the Town guidance on how to revitalize Maple Avenue, and other areas, with office, commercial, and industrial space. In addition, a market study would be done to assist the Town in targeting businesses to fill unmet market needs and aid in utilization of existing vacant properties. The specific task elements are described in the Project Proposal (Attachment 1).

At the June 25, 2019, meeting of the Board of Supervisors, the Board authorized the evaluation of the use of EOR funds to support the Town of Vienna efforts. On September 17, 2019, the project was presented to the Board at its Budget Committee and subsequently encumbered these monies as part of a Board matter at the September 24, 2019 Board meeting (Attachment 2).

The proposed project is an opportunity to support revitalization of the Town's Maple Avenue corridor and improve property tax revenues for the County and Town. In addition, the Town has created an Economic Development Manager position to oversee these studies and implement recommendations.

FISCAL IMPACT:
This item will result in the expenditure of $50,000 from Fund 10015, Economic Opportunity Reserve.

ENCLOSED DOCUMENTS:
Attachment 1 – Town of Vienna Project Proposal
Attachment 2 – Initial Project Evaluation Presentation

STAFF:
Rachel Flynn, Deputy County Executive
Joseph Mondoro, Chief Financial Officer
Christina Jackson, Director, Department of Management and Budget
Rebecca Moudry, Director, Department of Economic Initiatives
Joe LaHait, Debt Manager, Department of Management and Budget
Scott Sizer, P3/Joint-Ventures Policy Coordinator, Department of Economic Initiatives

ASSIGNED COUNSEL:
Cynthia Bailey, Deputy County Attorney

Attachment 1

FAIRFAX COUNTY

ECONOMIC DEVELOPMENT SUPPORT FUND

PROJECT PROPOSAL

TOWN OF VIENNA since 1890

Town of Vienna

Economic Development Strategy and Market Study

January, 2019

TABLE OF CONTENTS

1. Summary

The Town of Vienna is requesting $50,000 from Fairfax County's Economic Development Support Fund (EDSF), or half the total cost of $100,000 to retain a consultant or consultants to assist us in developing an economic development strategy, and perform a market study. We want to conduct a comprehensive real estate market analysis of the Town's commercial districts and other areas of Town designated as mixed use, office, and industrial employment centers on the Town's Comprehensive Plan - Future Land Use Map. We estimate the total cost to perform these studies will be $100,000, to begin in fiscal year 2020. The Town will set aside its portion in their 2020 budget. This project meets the requirements of a "programming support" type of project.

2. Introduction

The Town of Vienna is an incorporated town located in the northeastern portion of Fairfax County. It encompasses 4.4 square miles and, according to the 2015 estimate,[1] has a population of 16,522. The median household income, in 2016 dollars, is $143,276.[2] Vienna is located in close proximity to several regional employment centers, with Tysons situated immediately to its east, Fairfax County's Mosaic district to the south and Oakton and Reston to the west and north. Residential uses make up a majority of land uses (71%), not including rights-of-way; commercial and industrial uses only account for 10% of land uses in the Town. Additionally, assessed real estate values break down to 81% residential and 19% commercial as of January 1, 2018.

Roughly 60% of the 3.5 million square feet of commercial and industrial uses are comprised of professional and office space, 30% is retail space with the remaining 10% being industrial uses. Office buildings are primarily concentrated in the western half of Maple Avenue and in the CMP (Industrial Park) zoning district along Follin Lane and Electric Avenue. Retail uses are scattered along Maple Avenue and Church Street, as well as parts of Dominion Road and Mill Street, NE, and at the corner of Cedar Lane and Park Street.

3. Documented Need

Twenty years ago, the Town completed a vision project for the Church Street corridor, adjacent to Maple Avenue (Route 123), the main commercial corridor in Vienna. The

[1] U.S. Census Bureau
[1] Ibid.

guidelines adopted drove development of new, attractive restaurants and businesses. Located one block to the north of Maple Avenue, with the W&OD trail running across the district, retail and restaurants locations have been established and are succeeding.

To further the goals of the Town's comprehensive plan, the Town passed a voluntary zoning ordinance for Maple Avenue in 2014. Maple Avenue retail largely consists of 1950's and 1960's era strip shopping centers, which are not representative of modern retail concepts and discourage the walkable town we want to promote. The length of the corridor and the busy, 5-lane (including the middle turn lane) arterial roadway that serves it adds to the difficulties of revitalizing the area. The Maple Avenue Corridor (MAC) voluntary zoning ordinance increases building height, allows a fourth story to buildings and requires a number of beautification features, such as setbacks, building details, open space, green space, protection of existing neighborhoods and wide, landscaped sidewalks to attract pedestrian traffic.

As of October, 2018 there were 68 vacant properties ranging from office suites to retail sites on Maple Avenue. In total there were 138 vacant spaces for the commercial and industrial properties in Town, approximately a 13% vacancy rate. During the Town's 2018-19 Strategic Plan development, economic development was identified as an area that requires further attention and which may help address commercial and office vacancies. However, the first step is to determine our needs. Creation of an economic development strategy would give the Town direction to utilize its resources to help revitalize Maple Avenue and other areas with office, commercial and industrial space. A market study would help us target what types of businesses would fill unmet needs and would allow us to aid utilization for vacant properties.

4. Project Goal

The goal of the project is for the Town to understand how to assist businesses in locating and thriving in Vienna, to assist and support existing local businesses, to fill vacant properties, and to improve the "place" that is the town of Vienna. This can be achieved by the creation of an economic development strategy and a marketing study. Since the Town staff does not have the expertise to perform this study, a consultant will need to be hired.

5. Scope of Work

The Town of Vienna is requesting grant support to retain a consultant to develop an overarching economic development strategy. As a part of this strategy, we will need a comprehensive market study of the commercial corridor and other areas of Town designated as mixed use, office, industrial and employment centers on the Town's Comprehensive Plan - Future Land Use Map.

1. ECONOMIC DEVELOPMENT STRATEGY

Economic Development Strategy will include the following elements:

- Create a situational analysis including opportunities and challenges based on the environment that currently exists within the Town.
- Review and analyze existing demographic and socio-economic data, labor force characteristics and other key economic data.
- Undertake a Business Retention and Expansion study to assist existing small businesses.
- Undertake a Business Investment and Attraction study to understand what new businesses are available and / or desirable.
- Prepare key demographic trends and forecasts, social factors, economic factors and financial indicators.
- Identify the Town's assets and competitive advantages, with proposed activities and programs. This task should include a strengths, weaknesses, opportunities and threats (SWOT) analysis of the Town.
- Review and analyze local policies, processes and regulations to provide recommendation on making adjustments, where necessary and appropriate, to support sustainable economic growth and diversification.

Economic Development Strategy Final Report will include the following deliverables:

- Executive summary.
- Understanding of the dynamics of the trade area, including its customers and competition.
- Address specific relevant issues such as business mix, vacancies, intense competition from nearby communities, etc.
- Demonstrate and respond to the economic importance of the Town to the County's economy.
- Strategies to support business expansion and recruitment efforts.
- Strategies to support and assist existing small businesses.
- Identify grants or other programs that could assist the Town to develop the strategy.
- Identify niche markets.
- Fiscal analysis of potential Town and County tax revenue impacts of improvements.
- Define components of catalyst projects.
- Determine location of potential commercial catalyst projects.
- Contain an action plan to implement objectives and goals set forth in the Strategy as well as performance measures with timelines to evaluate whether, and to what extent, plan goals and objectives have been or are being met.

2. MARKET STUDY

Market Study, which is a component of the economic development strategy will include the following elements:

- Assessment of the Town's current economic market and climate.
- Review and analysis of existing business inventory addressing retail, dining, entertainment, personal and professional services, offices and tourism (i.e., supply).
- Identification of key industries, types of services, amenities, and/or leasing space that is lacking in Town to service the demographic profile.
- Projection of the Town's future development potential to include square footage by sector/type (i.e., retail, professional, commercial, industrial, etc.) that the Town could absorb within the next five to ten years (i.e., demand).
- Identification of alternatives for reasonably expected changes in market conditions.
- Identification of housing types as a component of mixed-use projects. The analysis should include a projected number of owner-occupied versus rental, achievable rents and/or price per square foot, and identification of target users (i.e., demand).
- Location requirements and/or preferences for the targeted market.
- Districting and place-making strategies.
- Action plan for implementation of the report findings, including identification of potential sources of funding.

Market Study Final Report will include the following deliverables:

- Executive summary.
- Location analysis.
- Supply and demand analysis.
- Districting and placemaking strategy.
- Action plan for implementation of report findings, including identification of potential sources of funding.

The processes for both studies should involve:

- Scoping with Town staff, including an in-person tour of the Town.
- Outreach to elected officials, staff and other stakeholders including developers, business owners and other interested civic groups.

Proposed timeline:

- Secure funding: April, 2019
- Procurement process to hire consultant: May – June, 2019
- Estimated six to nine month time frame to complete economic development study and market study: July – December 2019/March 2020.

6. Budget

The following is the proposed breakdown of shared $100,000 budget and sources of funding.

	Town of Vienna	Fairfax County Economic Development Support Fund
FY 2020	$50,000	$50,000
	TOTAL PROJECT COST	**$100,000**

7. Key Personnel

The following are the key personnel who will be responsible for completion of the project, as well as other personnel involved in the project.

Project Client	Mercury Payton, Town Manager, Town of Vienna
Sponsor	Supervisor Cathy Hudgins, Fairfax County Board of Supervisors, Hunter Mill District
Project Manager	Mercury Payton, Town Manager, Town of Vienna, assisted by Marion Serfass, Director of Finance and Cindy Petkac, Director of Planning and Zoning
Project Team	Staff from Departments of Planning and Zoning, Finance and Public Information Office
Consultant	

8. Evaluation

As stated earlier, as of October, 2018 there were 138 vacant properties ranging from office suites to retail sites in Town. An economic development strategy, along with a market study, will help the Town better deal with these vacancies and any potential downturns in the office and commercial areas. The Town will be able to better attract the types of businesses it desires and create more robust commercial corridors. An additional end product would be methods to assist existing small businesses, which are an integral part of the Town's development.

9. Meet Objectives of Fairfax County Board of Supervisors

This project will satisfy the following objectives expressed by the Fairfax County Board of Supervisors:

- **Create places where people want to be.** An effective economic development strategy and market study will direct the Town to help revitalize the commercial areas. Vienna is uniquely located – close to Washington, DC, metro, the W&OD trail, so that the possibility of vibrant redevelopment is well within reason.

- **Achieve economic success.** Revitalized commercial areas with a vision and roadmap will lead to increase commercial real estate values for both the Town and the County, helping to diversify the economy and increase both the Town's and County's tax base.

10. Expected Pay-Back Period

Commercial redevelopment generating an increased assessed value of approximately $4.3 million at the current County real estate tax rate would cover the County's investment of $50,000 for this project. This would be a less than a 0.5% increase in the Town's current commercial assessed value, which is generally less than one year's increase in assessed value.

The project length for the economic development strategy is approximately 6 months, projected to begin in May, 2019. The project length for the market study is also 6 months, to begin in FY 2020 after the completion of the economic development strategy.

The County could expect a full pay back of its investment plus more in one to two years after the completion of the project.

Attachment 2

Town of Vienna

Economic Development Strategy and Market Study

Initial Project Evaluation

Scott Sizer, P3/Joint-Ventures Policy Coordinator, Department of Economic Initiatives
Joe LaHait, Debt Manager, Department of Management and Budget

September 17, 2019 - REVISED

Requested Investment

- $50,000 to cover a portion of economic development strategy development and market strategy

- Staff directed to review proposal for Initial Project Evaluation of Economic Opportunity Reserve funding on June 25, 2019

FAIRFAX COUNTY

ECONOMIC DEVELOPMENT SUPPORT FUND

PROJECT PROPOSAL

TOWN OF
VIENNA
since 1890

Town of Vienna

Economic Development Strategy and Market Study

Requested Investment by Fairfax County

- Requested a funding commitment of $50,000
  - Total estimated project cost of $100,000
  - Town created an Economic Development Manager in FY20
    - Currently recruiting for position

- Proposed study would address:
  - High amount of vacant space (138 vacant spaces, 68 on Maple Avenue)
  - Strategy to revitalize Maple Avenue
  - More efficient use of resources to address retail vacancies
  - Market study to provide information to aid business recruitment, economic development implementation and place making strategies

Staff Recommendation

- **Staff <u>Recommends</u> Investment:**
  - Maximum of 50% contribution of County funds, one-time expenditure
  - Modest increase in the Town's current commercial assessed value would generate a return on investment (via County real estate tax)
  - No overlap in duties with FCEDA
  - Relevant study results will be shared with Fairfax County

Board Agenda Item
December 3, 2019

ACTION - 3

Authorization of Economic Opportunity Reserve Funding to the Tysons Partnership for a Branding Campaign (Providence, Hunter Mill, and Dranesville Districts)

ISSUE:
Board of Supervisors' authorization to allocate $1,000,000 from the Economic Opportunity Reserve (EOR) to the Tysons Partnership for a Branding Campaign.

RECOMMENDATION:
The County Executive recommends that the Board authorize use of the EOR funds for this purpose.

TIMING:
Board action is requested on December 3, 2019.

BACKGROUND:

The Tysons Partnership was established 2012 as the Implementation Entity for the County's Comprehensive Plan for Tysons. It is a 501 (c) (4) public-private partnership whose membership includes employers, retailers, residential communities, landowners, investors, and visitors.

At the September 17, 2019, Budget Committee, staff provided an overview of a request from the Tysons Partnership (Attachment 1) requesting funding from the Fairfax County Economic Opportunity Reserve (EOR). Funding was subsequently encumbered as part of a Board matter at the September 24, 2019, Board meeting.

The Tysons Partnership requested up to $1,000,000 from the County's EOR as they seek to launch a multi-phase branding campaign for Tysons. In addition, they are exploring potential modifications to the underlying business and financial model to ensure they are properly positioned and financially sustainable for the long term. To this end, the Partnership contracted with a global design firm to develop the branding strategy for Tysons. The final report is anticipated to be completed by the end of calendar year 2019. County EOR funding could be allocated to the following programming areas: placemaking events and activations, media outreach, branding efforts, sponsorship, and marketing.

Staff recommends the $1,000,000 allocation from the EOR for the Tysons Partnership subject to the following conditions. First, the final report prepared by the global design firm be shared with the County. Second, none of the duties or recommendations from the final report overlap with the Fairfax County Economic Development Authority (EDA). Third, the Tysons Partnership consider funding options as part of a new business model that provide long term sustainability, such as a Business Improvement District, as the EOR funding is a one-time allocation.

Lastly, EOR funding will result in an equal match from the Tysons Partnership, who are fundraising their allocation from their membership. The County will request from the Tysons Partnership at the end of each financial quarter a summary of their fundraising amounts. The County will then provide an equivalent EOR allocation to the Tysons Partnership. This process will continue following successive quarterly reviews up to a maximum County contribution of $1,000,000.

FISCAL IMPACT:
This item will result in the expenditure of $1,000,000 from Fund 10015, Economic Opportunity Reserve.

ENCLOSED DOCUMENTS:
Attachment 1 – Initial Project Evaluation Presentation

STAFF:
Rachel Flynn, Deputy County Executive
Joseph Mondoro, Chief Financial Officer
Christina Jackson, Director, Department of Management and Budget
Joseph LaHait, Debt Manager, Department of Management and Budget
Rebecca Moudry, Director, Department of Economic Initiatives
Scott Sizer, P3/Joint-Ventures Policy Coordinator, Department of Economic Initiatives

ASSIGNED COUNSEL:
Cynthia Bailey, Deputy County Attorney

FAIRFAX COUNTY
VIRGINIA

Attachment 1

Tysons Partnership – Branding Campaign

Initial Project Evaluation

Scott Sizer, P3/Joint-Ventures Policy Coordinator, Department of Economic Initiatives
Joe LaHait, Debt Manager, Department of Management and Budget

September 17, 2019

Tysons Partnership Background

- Established in 2012 as the "Implementation Entity" for the County's Comp Plan for Tysons
- Tysons Partnership is a 501 (c) (4) public-private partnership
- Represents Tysons stakeholders: employers, retailers, residential communities, landowners, investors, and visitors
- Currently have over 130 total organizational members
- Established a variety of placemaking efforts:
  - Arts & Outdoor Activation
  - Community Engagement Programs
  - Charity Campaigns
  - Tysons Luxury Lilies Mural at Greensboro Metro
  - "Imagine Arts Here" with Tysons Tiles (cooperation with Arts Council of Fairfax County)

Requested Investment

- Requesting up to $1 million from the County's Economic Opportunity Reserve (EOR)
- Looking to launch a multiphase branding campaign for Tysons
- Exploring ways the underlying business and financial model can be modified to expand resources and sustain capacity in the long term

Funding Usage & Expected Outcomes

- Tysons Partnership has engaged a global design firm at a ceiling amount of $250,000 to help develop a place-branding strategy for Tysons
- County funds would be utilized to match fundraising only from the Tysons Partnership towards activation/launch of the recommended place-branding strategy
- Funding could be allocated to
  - Placemaking events & activations
  - Media Outreach (includes social media)
  - Branding Efforts
  - Sponsorship and Marketing

Staff Recommendation

- Staff **Recommends** an Investment of $1 million
  - Will be an equal match from the Tysons Partnership of $1 million
  - *Consistent with EOR project criteria to leverage private sector investment*
- Funding options could also result in a new business model to provide long term sustainability (e.g. Business Improvement District)
- No overlap in duties with FCEDA
- Relevant study results will be shared with Fairfax County

Board Agenda Item
December 3, 2019

ACTION - 4

Approval of Resolution Endorsing Projects Being Submitted for FY 2026 Regional Surface Transportation Program and Congestion Mitigation and Air Quality Federal Funding Through the Northern Virginia Transportation Authority

ISSUE:
Board approval of a resolution (Attachment 1) authorizing the Fairfax County Department of Transportation (FCDOT) to apply for federal Congestion Mitigation Air Quality (CMAQ) and Regional Surface Transportation Program (RSTP) funding for FY 2026. Applications for federal funding will be submitted through the Northern Virginia Transportation Authority (NVTA). These projects are included in the Transportation Priorities Plan (TPP) adopted by the Board of Supervisors on January 28, 2014.

RECOMMENDATION:
The County Executive recommends that the Board of Supervisors approve Attachment 1 endorsing Fairfax County projects for submission for NVTA's regional and federal CMAQ/RSTP funding programs.

TIMING:
Board of Supervisors' approval is requested on December 3, 2019, to meet the NVTA submission deadline of December 13, 2019. The Commonwealth Transportation Board (CTB) will subsequently consider the NVTA-approved list of projects for CMAQ and RSTP funding in June 2020, as part of its Six-Year Improvement Program (SYIP).

BACKGROUND:
The CMAQ Program provides federal funds for regions that are determined to be in non-attainment for air quality to assist them in complying with Clean Air Act requirements. The RSTP Program provides federal formula funds to the region to assist with the implementation of transportation capital projects.

The Board last endorsed CMAQ and RSTP applications for FY 2025 funds in December 2018. The Commonwealth's current SYIP, adopted by the CTB in June 2019, included CMAQ and RSTP funding through FY 2025.

For the purposes of preparing its recommended project lists, NVTA currently estimates that $58.8 million in the RSTP Program will be available in Northern Virginia for distribution, and approximately $23.3 million will be available in the CMAQ Program.

Staff recommends submitting the following projects for funding consideration (Attachment 2). The project requests for FY 2026 funding are a continuation of funding for projects included in the TPP. No new projects are being recommended.

Table 1– List of Proposed Projects for CMAQ/RSTP Funding

Project Title	Proposed Funding Request	Priority
Richmond Highway Widening (Mt Vernon Memorial Highway to Sherwood Hall Lane)	$20.0	1
Richmond Highway Bus Rapid Transit	$10.0	2
Soapstone Drive Extension (Dulles Toll Road (DTR) Overpass)	$18.0	3
Fairfax County Parkway (Route 286) Widening (Nomes Court to Route 29)/Popes Head Interchange	$10.0	4
Seven Corners Ring Road (Phase 1A/Segment 1A)	$9.0	5
Countywide Transit Stores	$0.69	6
Total CMAQ/RSTP Requested	**$67.69**	

FISCAL IMPACT:
Requests for regional and federal (CMAQ and RSTP) funding are shown by project in the table above. There is no Local Cash Match associated with either the CMAQ or RSTP funding and no impact to the General Fund. If the County is awarded funding, staff will submit Board items, as needed, to accept the awards and execute the Project Administration Agreements with VDOT and DRPT.

CREATION OF POSITIONS:
No positions will be created through this action.

ENCLOSED DOCUMENTS:
Attachment 1 – Resolution of Endorsement of Projects Being Submitted for Regional and Federal Funding through the Northern Virginia Transportation Authority
Attachment 2 – List of Projects with Brief Descriptions

STAFF:
Rachel Flynn, Deputy County Executive
Tom Biesiadny, Director, Fairfax County Department of Transportation (FCDOT)
Todd Wigglesworth, Chief, Coordination and Funding Division, FCDOT
Lisa Witt, Acting Section Chief, Administrative Section, FCDOT
Brent Riddle, Transportation Planner IV, Coordination and Funding, FCDOT
Ray Johnson, Funding Section Chief, FCDOT
Noelle Dominguez, Coordination Section Chief, FCDOT

Attachment 1

Fairfax County Board of Supervisors Resolution

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia, held in the Board Auditorium in the Fairfax County Government Center of Fairfax, Virginia, on Tuesday, December 3, 2019, at which meeting a quorum was present and voting, the following resolution was adopted:

RESOLUTION

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of Fairfax County, Virginia, hereby approves submission to the Northern Virginia Transportation Authority (NVTA) requests for funding from the federal Congestion Mitigation and Air Quality and Regional Surface Transportation Programs for FY 2026 for the following projects:

- Richmond Highway Widening (Mount Vernon Highway to Sherwood Hall Lane)
- Richmond Highway Bus Rapid Transit
- Soapstone Drive Extension (Dulles Toll Road (DTR) Overpass)
- Fairfax County Parkway Widening (Nomes Court to Lee Highway), and Fairfax County Parkway/Popes Head Road Interchange Improvement
- Seven Corners Ring Road (Phase 1A/Segment 1A)
- Countywide Transit Stores

Adopted this 3rd day of December 2019, Fairfax, Virginia

ATTEST ______________________
Jill G. Cooper
Clerk for the Board of Supervisors

List of Recommended Projects for Congestion Mitigation Air Quality/Regional Surface Transportation Program (CMAQ/RSTP) Consideration (FY2026)

Project	Project Description	Funding Request in Millions	Priority
Richmond Highway Widening (Mt Vernon Memorial Highway to Napper Road)	The Richmond Highway widening project is 2.9 miles in length and is located between Mt. Vernon Memorial Highway (south) and Sherwood Hall Lane. This project will provide a six-lane facility and complements the recently completed Richmond Highway project from Telegraph Road to Mt. Vernon Memorial Highway. This project includes both pedestrian and bicycle facilities and provision for future bus rapid transit.	$20.0	1
Richmond Highway Bus Rapid Transit (BRT), Huntington Metrorail Station to Fort Belvoir)	The project includes median running BRT from the Huntington Metrorail Station to Fort Belvoir. The project will include: new transit stations, facilities for bicycle, pedestrian and vehicle travel modes.	$10.0	2
Soapstone Drive Extension (Dulles Toll Road (DTR) Overpass)	The Soapstone Drive Extension is a new roadway, approximately one-half mile long between Sunrise Valley Drive and Sunset Hills Road. The project will include a new bridge crossing over the Dulles Toll Road. This project includes both pedestrian and bicycle facilities. It supports development around the Wiehle-Reston East Metrorail Station.	$18.0	3
Fairfax County Parkway (Route 286) Widening (Nomes Court to Route 29) / Popes Head Road Interchange Improvement	The project includes the widening of Route 286 from approximately 2,000 feet north of Route 29 to approximately 500 feet south of Nomes Court from four lanes (divided) to six lanes (divided). The project will improve portions of the existing shared use path where impacted by the improvements. The addition of the fifth and sixth lane will be added to the existing grass median.	$10.0	4
Seven Corners Ring Road (Phase 1A/Segment 1A)	This project will design the first phase of the new interchange. This phase consists of a new road connecting Route 7, on the western side of the existing Seven Corners Interchange, with a bridge over Route 50, around the interchange to Sleepy Hollow Road, back to Route 7 on the eastern side of the interchange and terminating with a bridge that goes over Route 50. Project will also include new signalized crosswalks with VDOT Wilson Boulevard replacement bridge. The entire project includes bicycle and pedestrian accommodations.	$9.0	5
Countywide Transit Stores	Six transit stores provide transit information, trip planning, fare media, and ridesharing information to area residents and visitors seeking alternatives to driving alone. From FY 2002 through FY 2025, CMAQ funding has been allocated to the operation of the countywide transit stores.	$0.69	6

Board Agenda Item
December 3, 2019

ACTION - 5

Approval of a Construction Administration Agreement between Fairfax County and the Town of Herndon for the Herndon Metrorail Station Access Management Study Projects (Dranesville District)

ISSUE:
Board of Supervisors' approval of, and authorization for the Director of the Fairfax County Department of Transportation (FCDOT) to execute a Herndon Metrorail Station Access Management Study (HMSAMS) Project Construction and Administration Agreement with the Town of Herndon.

RECOMMENDATION:
The County Executive recommends that the Board authorize the Director of the Fairfax County Department of Transportation to execute a Project Construction and Administration Agreement, substantially in the form of Attachment 1, between the County and the Town of Herndon.

TIMING:
The Board of Supervisors should act on this item on December 3, 2019, so that the Town of Herndon can begin the implementation of multimodal transportation improvement projects. The Agreement facilitates the implementation of two bicycle and pedestrian projects in the Town of Herndon.

BACKGROUND:
The Metrorail Silver Line Phase II will connect the region's traditional core to key activity centers along the Dulles corridor, including Reston, Herndon, Washington-Dulles International Airport, and eastern Loudoun County.

In April 2012, in preparation for the opening of Phase II of the Silver Line, the Board directed FCDOT to establish a 16 member HMSAMS Advisory Group, with representatives from the magisterial districts within proximity of the two future Herndon area Metrorail stations (Innovation Center and Herndon), to create a plan that identifies and prioritizes multimodal access challenges and solutions for the areas around these stations. This effort included three public workshops, as well as an interactive, online survey. The effort culminated in the production of Station Access Management Plans for each station.

In January 2014, the Board approved a Transportation Priorities Program (TPP), including $1.4 billion in funding for transportation projects over six years. This TPP included approximately $21 million dedicated to HMSAMS projects.

The HMSAMS Final Report was completed in September 2014. These recommended priorities were used, along with many other tools, by FCDOT staff to select projects for funding.

On December 8, 2015, the Board approved the list of HMSAMS pedestrian and bicycle transportation projects to be funded as part of the County's TPP.

On April 4, 2017, the Board authorized the Director of the Department of Transportation to execute three agreements with the Town of Herndon:

- To construct signalized crosswalks at the intersection of Van Buren Street at Worldgate Drive and the mid-block crossing on Herndon Parkway at the Herndon Metrorail Station Entrance North.
- To develop a cost estimate for multimodal transportation improvement projects at Herndon Parkway from Washington and Old Dominion (W&OD) Trail to Fairbrook Drive and Van Buren Street from the W&OD Trail to the Monroe Street Bridge.
- To design the Chandon Park shared-use path from Dulles Glen Apartments located on Elden Street to Worldgate Drive.

The Agreement currently under consideration will implement the following:

- Construction of bicycle and pedestrian improvements connecting the W&OD Trail to the area of Fairbrook Drive along Herndon Parkway and a proposed two-way cycle track and sidewalk along Herndon Parkway. Cost: $3,639,000
- The reconstruction of Van Buren Street with bicycle and pedestrian improvements from Herndon Parkway to Spring Street. Cost: $2,200,000

<u>FISCAL IMPACT</u>:
Upon execution of the attached Agreement, a total of $5,839,000 will be transferred to Herndon for implementation of these projects. Funding for this Agreement is provided in Fund 40010 (County and Regional Transportation Projects, Project number 2G40-086), and is consistent with the TPP. There is no impact to the General Fund.

<u>ENCLOSED DOCUMENTS</u>:
Attachment 1: Project Construction and Administration Agreement between Fairfax County and the Town of Herndon for Bicycle and Pedestrian Improvements along Herndon Parkway and the reconstruction of Van Buren Street.

Board Agenda Item
December 3, 2019

STAFF:
Rachel Flynn, Deputy County Executive
Tom Biesiadny, Director, Fairfax County Department of Transportation (FCDOT)
Todd Wigglesworth, Chief, Coordination and Funding Division, FCDOT
Chris Wells, Transportation Program Manager, FCDOT
Lauren Delmare, Pedestrian Program Manager, FCDOT
Noelle Dominguez, Chief Coordination Section, FCDOT
Malcolm Watson, Transportation Planner, FCDOT

ASSIGNED COUNSEL:
Joanna Faust, Assistant County Attorney

PROJECT CONSTRUCTION AND ADMINISTRATION AGREEMENT

BETWEEN FAIRFAX COUNTY and the TOWN OF HERNDON

for the construction of bicycle and pedestrian improvements connecting the Washington and Old Dominion Trail (W&OD) to the area of Fairbrook Drive along Herndon Parkway and the reconstruction of Van Buren Street with bicycle and pedestrian improvements from Herndon Parkway to Spring ("the Project").

THIS AGREEMENT, made and executed in duplicate on this the day of_, 201_________, ("Effective Date") between the COUNTY OF FAIRFAX, VIRGINIA (the "COUNTY"), and the TOWN OF HERNDON, VIRGINIA (the "TOWN").

WITNESSETH

WHEREAS, the COUNTY'S Transportation Priorities Plan ("TPP"), approved on January 28, 2014, includes funding for the design, construction, and implementation transportation multimodal improvements on the Projects, located in the TOWN and the COUNTY; as further described herein;

WHEREAS, the Fairfax County Board of Supervisors, approved on December 8, 2015, the list of Herndon Metrorail Station Access Management Study ("HMSAMS") pedestrian and bicycle transportation projects, to be funded out of the County'sFiscal Years (FY) 2015 – FY 2020 TPP, as approved by the Board on January 28, 2014; and

WHEREAS, the COUNTY and TOWN have agreed that the TOWN will perform, or will engage third parties for the necessary land acquisition and construction of transportation multi modal improvements on the Project, substantially in accordance with the narrative scope, cost and design shown in Appendices A1 and A2 ("Project Budgets and Design"); and

WHEREAS, the COUNTY and the TOWN enter into this Agreement to set forth their respective obligations regarding the Projects; and

Whereas, the COUNTY and the TOWN have agreed that the Project will be constructed in accordance with all applicable federal, state and local laws and regulations and pursuant to the narrative scope, cost and design shown in Appendices A1 and A2; and

WHEREAS, funds in the amount of $5,839,000 as shown in Appendices A1 and A2 have been allocated by the COUNTY to finance the Projects and constitute the maximum amount the COUNTY will contribute to the Projects ("the COUNTY Contribution"); and

WHEREAS, the COUNTY Contribution will supplement existing funds currently allocated to a larger comprehensive projects that will implement a series of multimodal transportation improvements in theTOWNand the COUNTY's Contribution will fund certain projects within said TOWN comprehensive projects as herein after described; and

WHEREAS, the location of the bicycle and pedestrian improvements connecting the Washington and Old Dominion Trail (W&OD) to the area of Fairbrook Drive along Herndon Parkway, is substantially depicted on the Fairfax County Real Property Identification Map as Tax Map No. 16-4, in Appendix B1 and the design of the facility is substantially depicted on the schematic layout in Appendix B2; and

WHEREAS, the location of the reconstruction of Van Buren Street with bicycle andpedestrian improvements from Herndon Parkway to Spring Street, is substantially depicted on theFairfax County Real Property Identification Map as Tax Map No. 16-2, in Appendix C1, and the design ofthe facility is substantially depicted on the schematic layout in Appendix C2; and

WHEREAS, the TOWN'S governing body, by resolution or documents as evinced by the entity's clerk's minutes, which is attached hereto as Appendix D, authorized it's respective designees to execute this Agreement; and

WHEREAS, Section 15.2-1108 and Section 15.2-1202 of the Code of Virginia authorizes both the COUNTY and the TOWN to enter into this agreement;

NOW THEREFORE, in consideration of the promises and mutual covenants and agreements contained herein, the parties hereto agree as follows:

A. The TOWN shall:

1. Complete the work identified in Appendices A1 and A2. All work shall be completed in accordance to scheduled activities established by both parties, and all applicable federal, state, and local laws and regulations, including but not limited to the Virginia Public Procurement Act. Upon notice to the COUNTY, the TOWN may adjust the agreed upon schedule for any delays in the schedule due to unforeseen circumstances.

2. Provide to the COUNTY a copy of the final design plans for the Project, including cost estimates.

3. Work with the COUNTY in good faith to resolve any design-related feasibility issues identified by the COUNTY and provide any information that may be necessary for the Project.

4. Agree to monthly or, as needed, meetings with the designated COUNTY project manager to discuss design, Project implementation issues and progress.

5. Commence with the bidding, award, and administration of the construction contracts for the Project following both parties' concurrence with the construction plans for the Project.

6. Obtain COUNTY approval before modifying the scope of the Project which is described in Appendices A1 and A2. Prior to approval for such modification, the TOWN understands that if the TOWN takes any steps to deviate from the approved scope described in Appendices A1 and A2, the COUNTY may withdraw from the Project and will notify the TOWN of the COUNTY's decision to withdraw. Within 30 days after the COUNTY'S written notification of withdrawal, the

TOWN shall reimburse to the COUNTY all monies provided to the Project by the COUNTY with interest from the date of payment by the COUNTY.

7. Provide to the COUNTY quarterly reimbursement requests for payment consistent with Appendix A, containing detailed summaries of actual PROJECT costs incurred with supporting documentation as determined by the COUNTY and that certify all such costs were incurred in the performance of work for the PROJECT, as authorized by this Agreement. Each payment requisition shall be in substantially the same form as set forth in Appendix E of this Agreement. If approved by the COUNTY, the TOWN can expect to receive payment within twenty (20) business days upon receipt by the COUNTY. Approved payments may be made by means of electronic transfer of funds from the COUNTY to or for the account of the TOWN.

8. Shall be responsible for all invoice tracking and budgeting tasks and will work with COUNTY staff per the following:

a. COUNTY staff will review all consultant and contractor invoices, and make payments.
b. TOWN shall submit to the COUNTY invoice documents in formats that follow established COUNTY invoicing procedures
c. Once the TOWN has received any Project invoices, the TOWN will have 7 days to review, approve and submit to the COUNTY; after which the COUNTY will also have 7 days to review, approve and make payment to the TOWN in accordance with paragraph 7 above.

9. Provide the following during the construction phase of the Project and all activities associated with the task set forth in Appendices A1 and A2: project management, budgetary controls, any further preliminary engineering, survey and field engineering, acquisition of land, utilities relocation, construction, contract administration, and inspection activities for the Project as required by law.

10. Provide a quarterly summary report of progress and Project expenditures to the COUNTY in a format agreeable to both parties.

11. The COUNTY reserves the right to request that the TOWN provide to the COUNTY additional information and/or documentation to substantiate the quarterly summary and any payments to be made by the COUNTY for the Project.

12. Be responsible for all Project cost overruns that exceed the COUNTY Contribution of $5,839,000 for the Project. The TOWN, in its sole discretion, may expend more than the COUNTY'S Contribution for the Project, but the TOWN is responsible for all expenses above the COUNTY Contribution for the Project, whether such additional expenses are the result of cost overruns or TOWN enhancements or modifications.

13. Prior to incurring any amount in excess of the COUNTY Contribution, notify the COUNTY of additional Project expenses, whether resulting from unanticipated circumstances or other causes, and provide the COUNTY with detailed estimates of the additional costs.

14. Provide the COUNTY with 45 days' prior notice of the TOWN's intent to enter into a contract for construction of the Project; and before the TOWN's letting of the construction contract for the Project forward the proposed contract to the COUNTY for review.

15. Perform, or engage third parties to perform and remit all payments for, all work associated with the Project, to include administration cost and inspection services and activities for the Project as required.

16. Submit quarterly summaries as referenced in Section A, Paragraph 10. Failure to submit a quarterly summary for six consecutive months shall evince the TOWN'S abandonment of its obligations under this Agreement. Upon notification by the COUNTY to the TOWN of such failure to provide the required summaries, the TOWN shall have 5 days to provide the required documents. Should the required summaries and or other supporting documentation not be provided by the TOWN, the TOWN will immediately return any amount of the COUNTY Contribution not expended, with interest, in accordance with this Agreement and concurrently transmit all invoices and records of payments related to the Project to the COUNTY.

17. Retain all invoices and all records of payments for any and all materials and services rendered for the Project for 3 years, and any related expenses for completion of the Project, and provide copies of any such invoices and records of payments to the COUNTY within ten business days after such request.

18. All the TOWN's contractors shall name the COUNTY as an additional insured on any insurance policy issued for the work to be performed for the Project by or on behalf of the TOWN for the Project and present the COUNTY with satisfactory evidence thereof before any work on the Project commences or continues.

19. Ensure compliance with the provisions of Title VI of the Civil Rights Act of 1964, regulations of the United States Department of Transportation (USDOT), Presidential Executive Order and the Code of Virginia relative to nondiscrimination.

20. Provide certification to the COUNTY, that upon final payment to all contractors for the Project, the TOWN will use the Project for its intended purposes for the duration of the Project's useful life.

21. Comply with all requirements of the Virginia Public Procurement Act and other applicable Virginia Code provisions, or local ordinances which govern the letting of public contracts.

22. Upon completion of the Project, the TOWN or its designee will provide, or have others provide, maintenance of the Project.

B. The COUNTY shall:

1. Provide to the TOWN the necessary funding for the Project in accordance with paragraph (A) 7, above and in the amount of $5,839,000 as shown in Appendices A1 and A2 for engineering, including all environmental work, all right-of-way acquisition, inspection services, testing services, construction, and or capital asset acquisition(s) on a reimbursement basis as set forth in this Agreement and as specified in Appendices A1 and A2 or the most updated amendment thereto.

2. Review plans and cost estimates and provide comments to the TOWN within 15 business days after the receipt of the plans and cost estimates.

3. If the COUNTY determines that the Project may not be feasible as a result of the current design, the COUNTY will meet with the TOWN and confer and consider alternatives that would move the Project to the next stage.

4. Participate in monthly, or as needed, meetings with the designated TOWN project manager to discuss project progress.

C. Both parties shall:

1. Maintain all records for the Project for a period of not less than three years from Project completion. All such records shall be subject to audit by either party upon request.

2. Work cooperatively to complete the Project in a timely and expeditious manner.

3. Upon notification of discovery of any hazardous substances in or on the property, immediately confer to determine the scope of any investigation and requisite response action

4. Meet and confer to resolve any dispute that may arise between the parties. Nothing herein limits the rights of either party to resolve disputes by means not described or provided for in this agreement.

D. All requirements for funds to be borne by the COUNTY shall be subject to annual appropriations by the Fairfax County Board of Supervisors

E. Either party may terminate this Agreement by way of advance written notice no less than 45 days prior to awarding the contract to construct the Project. Any portion of the COUNTY Contribution not spent or incurred as a debt to a third party prior to termination shall be returned to the COUNTY within 90 days of termination.

F. THIS AGREEMENT shall not be construed as a waiver of the sovereign immunity of Fairfax County or the Town of Herndon.

G. All notices under this Agreement shall be sent via U.S. Mail, postage prepaid, and email for

Fairfax County to:

Tom Biesiadny
Director
Department of Transportation
4050 Legato Road, Suite 400
Fairfax, VA 22033-2895
Tom.Biesiadny@fairfaxcounty.gov

____
Transportation Planner
Department of Transportation
4050 Legato Road, Suite 400
Fairfax, VA 22033-2895

The Town of________________________to

____

____

____

____

____

____

H. THIS AGREEMENT, when properly executed, shall be binding upon both parties, their successors and assigns.

I. THIS AGREEMENT may be modified in writing upon mutual agreement of both parties.

J. THIS AGREEMENT shall not be construed as creating any personal liability on the part of any officer, employee, agent of the parties, nor shall it be construed as giving any rights or benefits to anyone other than the parties hereto.

K. All provisions of this agreement shall be construed in accordance with the laws of Virginia.

IN WITNESS WHEREOF, each party hereto has caused this Agreement to be executed as of the day, month, and year first herein written.

COUNTY OF FAIRFAX, VIRGINIA:

______________________________________ ______________
Date

______________________________________ ______________
Typed or Printed Name of Signatory **Date**

______________________________________ ______________
Title

TOWN OF________________________, VIRGINIA

______________________________________ ______________
Date

______________________________________ ______________
Typed or Printed Name of Signatory **Date**

______________________________________ ______________
Title

Project Narrative Scope: Pedestrian Improvements at Van Buren Street and Worldgate Drive

Construction of bicycle and pedestrian improvements connecting the Washington and Old Dominion Trail (W&OD) to the area of Fairbrook Drive along Herndon Parkway consisting of an improved access trail at the W&OD connection to Herndon Parkway and a proposed two-way cycletrack with sidewalk along Herndon Parkway.

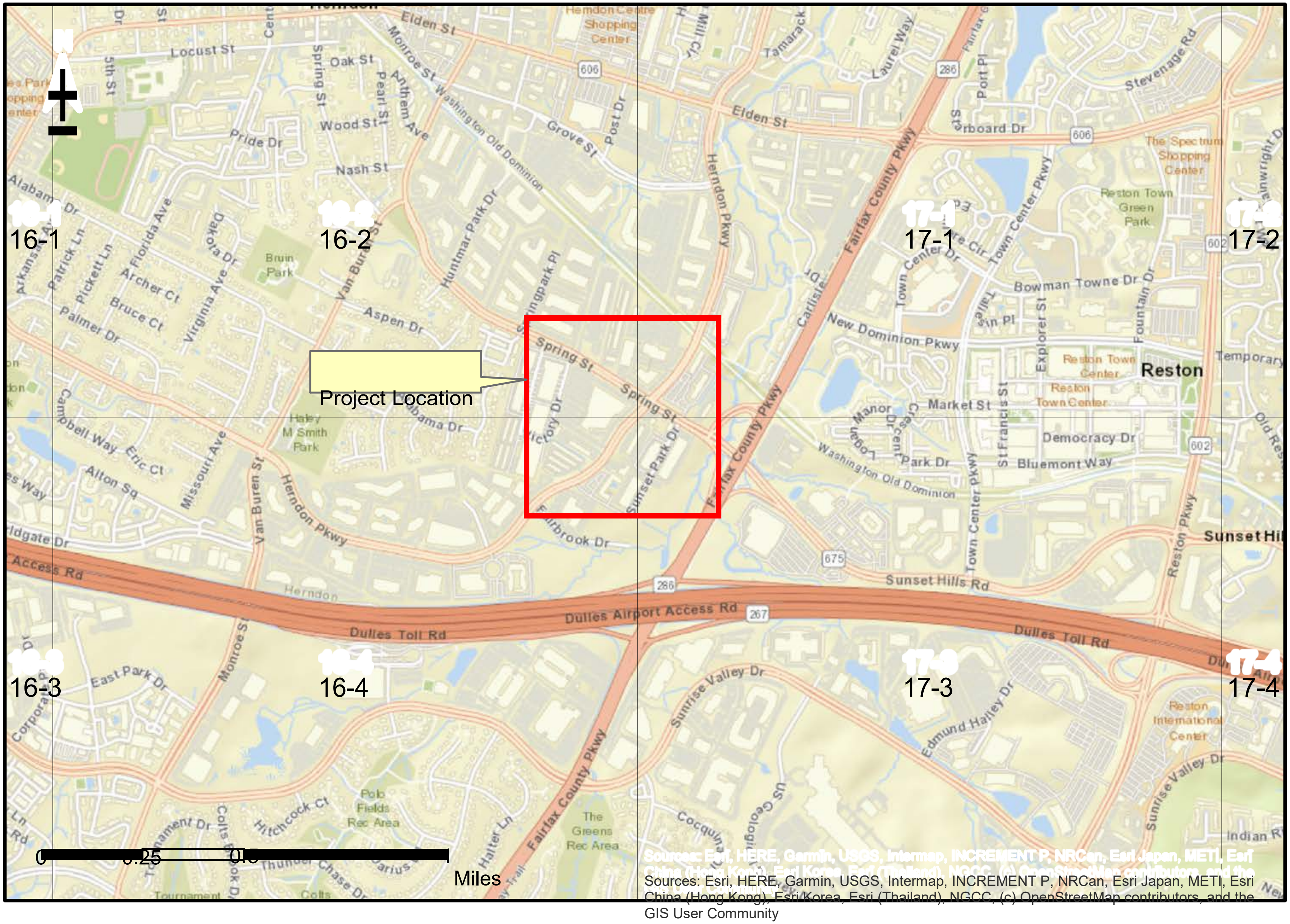
Project Budget = $3,639,000

ATTACHMENT 1
Appendix A2

Project Narrative Scope

Reconstruction of Van Buren Street with bicycle and pedestrian improvements from Herndon Parkway to Spring Street consisting of on-road bike lanes, sidewalks(s), and associated closed-drainage system consistent with multimodal complete streets urban streetscape:

Project Budget = $2,200,000



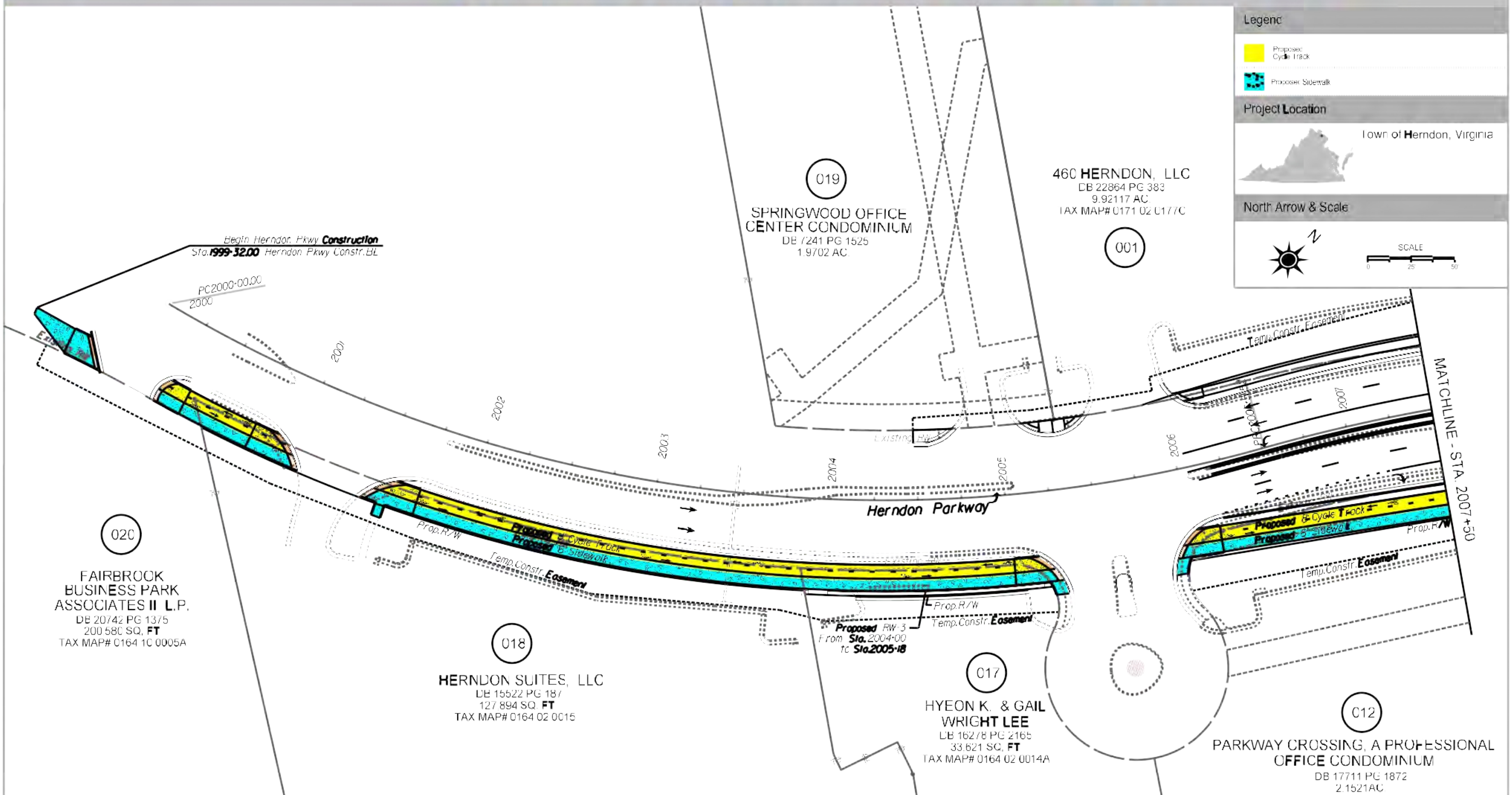
Herndon Parkway from W&OD Trail to Fairbrook Drive
Tax Map 16-4, 17-1, 17-3

ATTACHMENT 1

VDOT Virginia Department of Transportation

Cycle Track and Sidewalk Facility
East Side of Herndon Parkway

Route 675 - East Spring Street Widening and Improvements



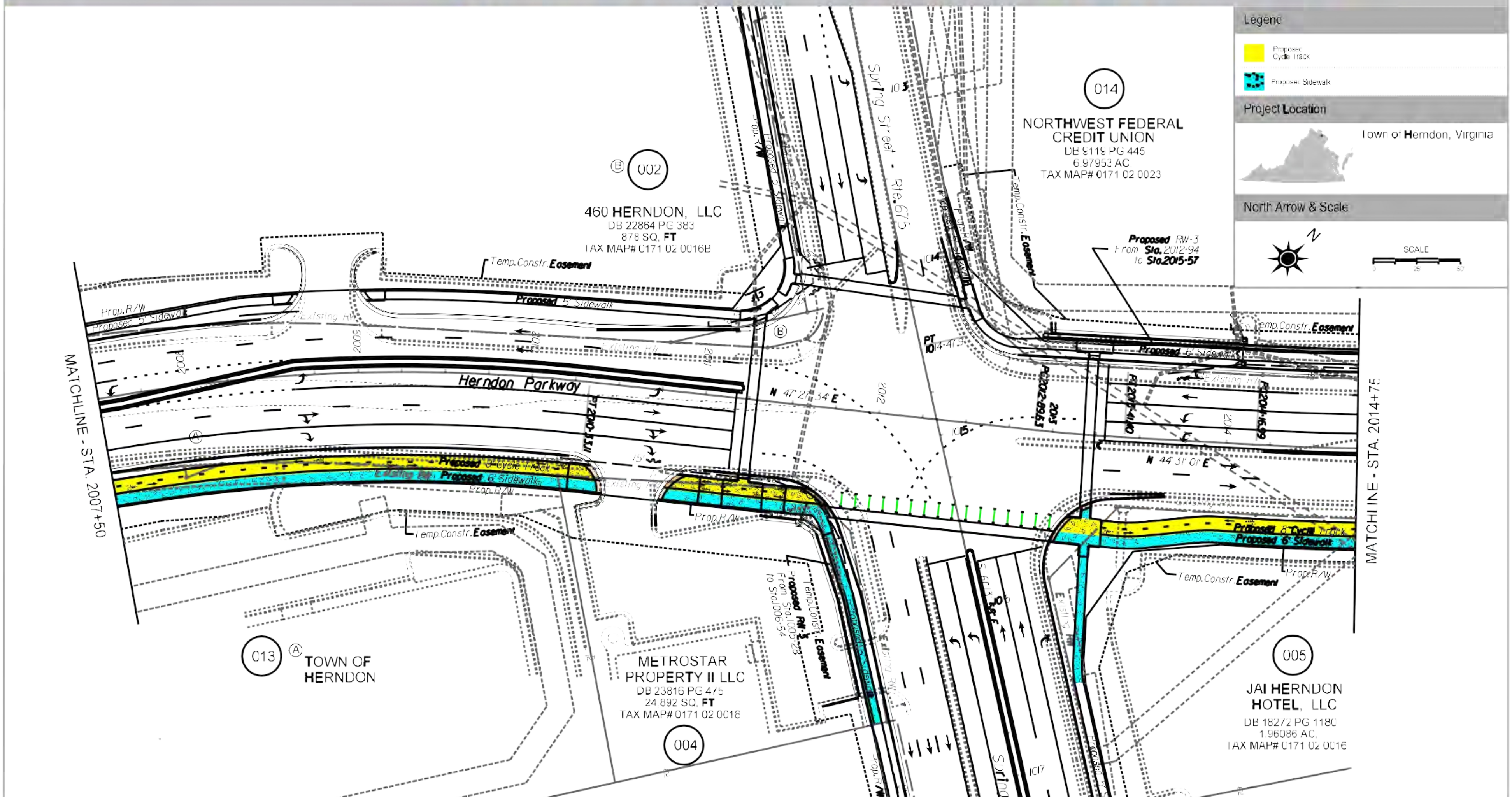
Design Public Hearing (UPC 105521)

Route 675 / East Spring Street Widening and Improvements • Town of Herndon, Virginia - State Project U000-235-354, P101, RW201, C501 (UPC 105521), STP-5A01(748)
These plans are unfinished and unapproved and are not to be used for any type of construction or the acquisition of Right of Way. Additional Easements may be required beyond the proposed right-of-way shown on these plans.
Imagery Courtesy of the Commonwealth of Virginia copyright 2017

ATTACHMENT 1

VDOT Virginia Department of Transportation

Cycle Track and Sidewalk Facility
East Side of Herndon Parkway
Route 675 - East Spring Street Widening and Improvements



Design Public Hearing (UPC 105521)

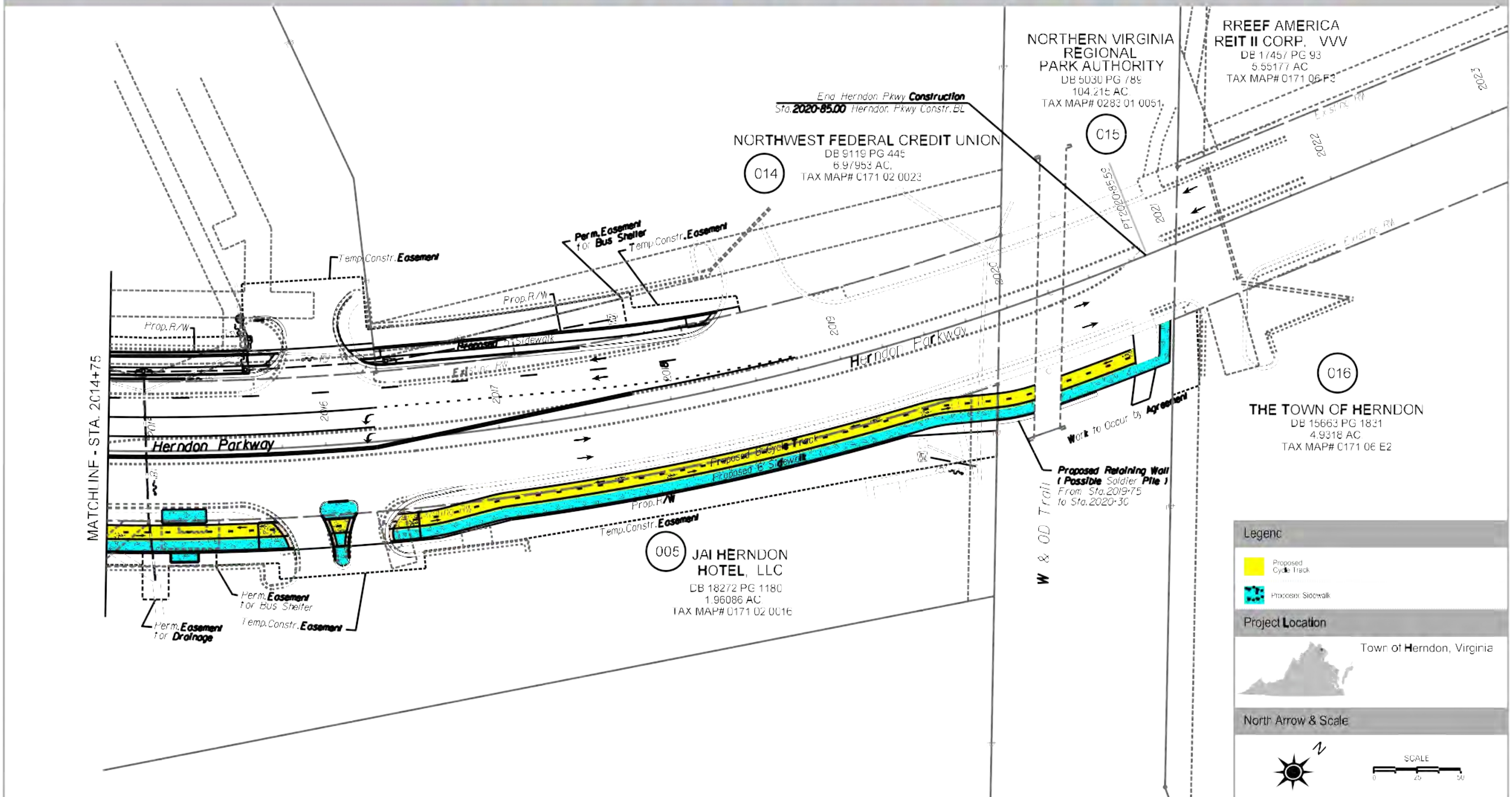
Route 675 / East Spring Street Widening and Improvements • Town of Herndon, Virginia - State Project 0000-235-354, P101, RW201, C501 (UPC 105521), STP-5A01(748)
These plans are unfinished and unapproved and are not to be used for any type of construction or the acquisition of Right of Way. Additional Easements may be required beyond the proposed right-of-way shown on these plans.
Imagery Courtesy of the Commonwealth of Virginia copyright 2017

ATTACHMENT 1

VDOT Virginia Department of Transportation

Cycle Track and Sidewalk Facility East Side of Herndon Parkway

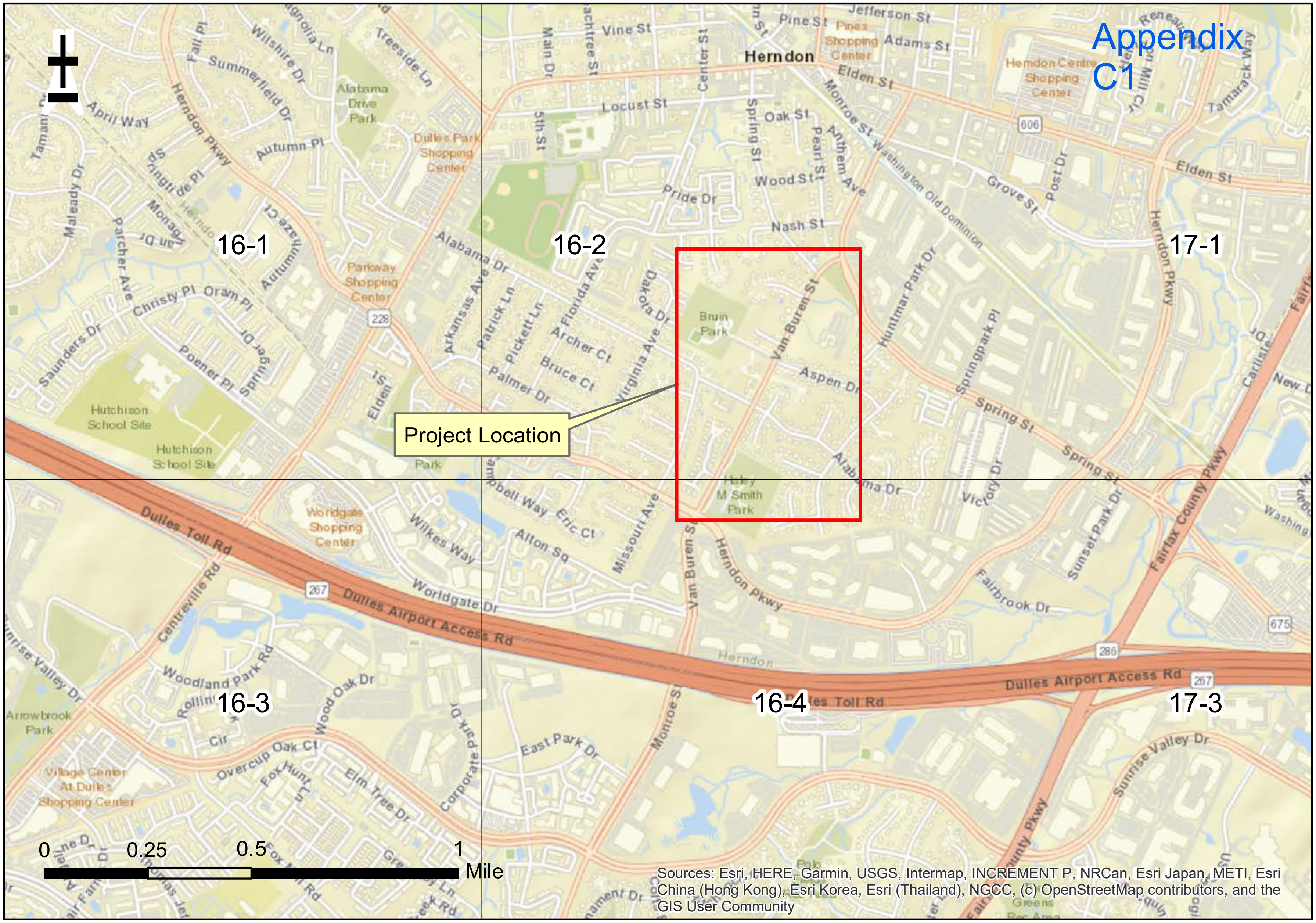
Route 675 - East Spring Street Widening and Improvements



Design Public Hearing (UPC 105521)

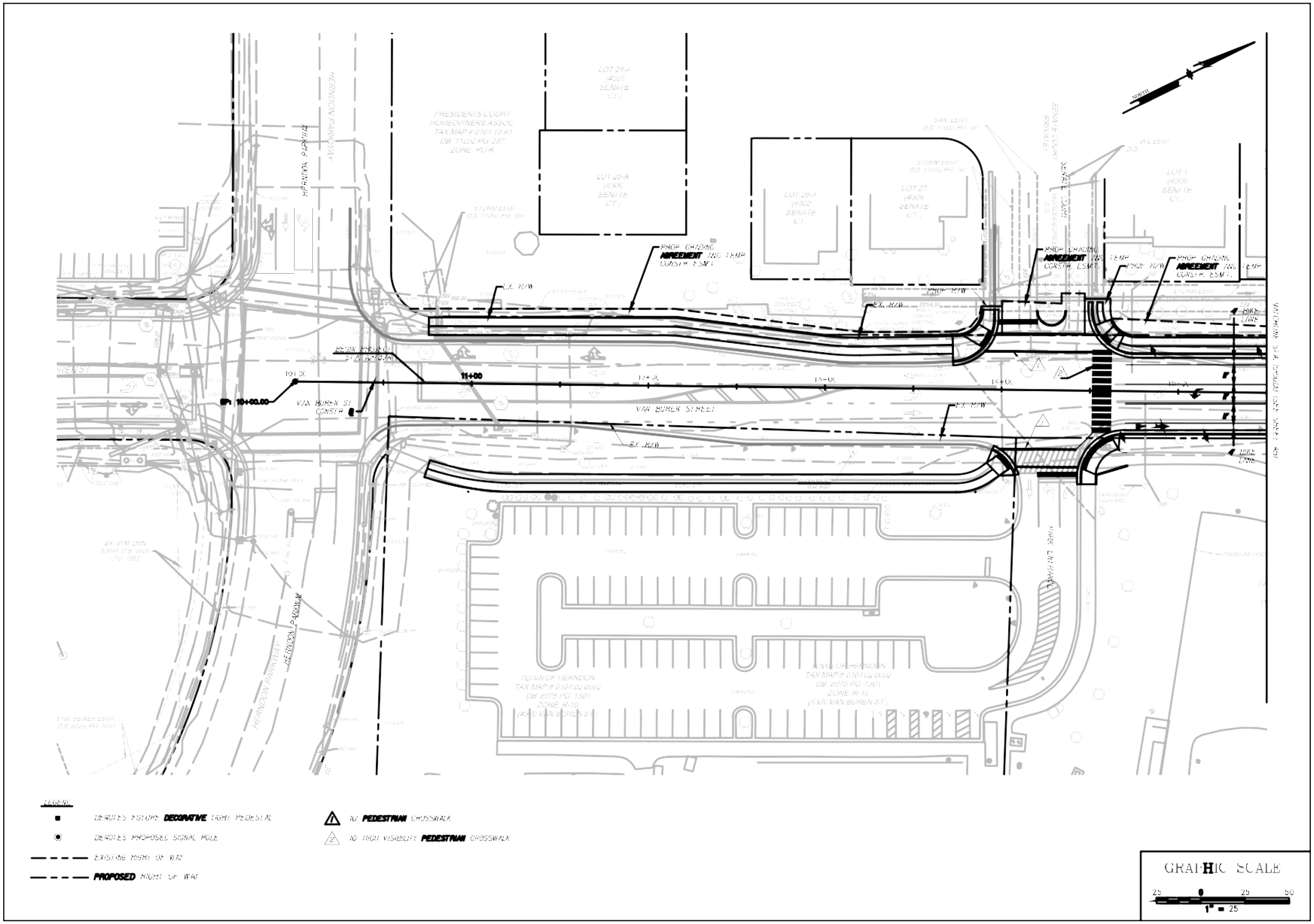
Route 675 / East Spring Street Widening and Improvements • Town of Herndon, Virginia - State Project 0000-235-354, P101, RW201, C501 (UPC 105521), STP-5A01(748)
These plans are unfinished and unapproved and are not to be used for any type of construction or the acquisition of Right of Way. Additional Easements may be required beyond the proposed right-of-way shown on these plans.
Imagery Courtesy of the Commonwealth of Virginia copyright 2017

ATTACHMENT 1



Van Buren Street North Phase
Tax Map 16-2, 16-4

ATTACHMENT 1



RK&K

Rummel, Klepper, & Kahl, LLP

Engineers • Construction Managers Planners • Scientists

12600 Fair Lakes Circle, Suite 300
Fairfax, VA 22033 - 703.246.0028

DATE	NO.	REVISIONS	BY

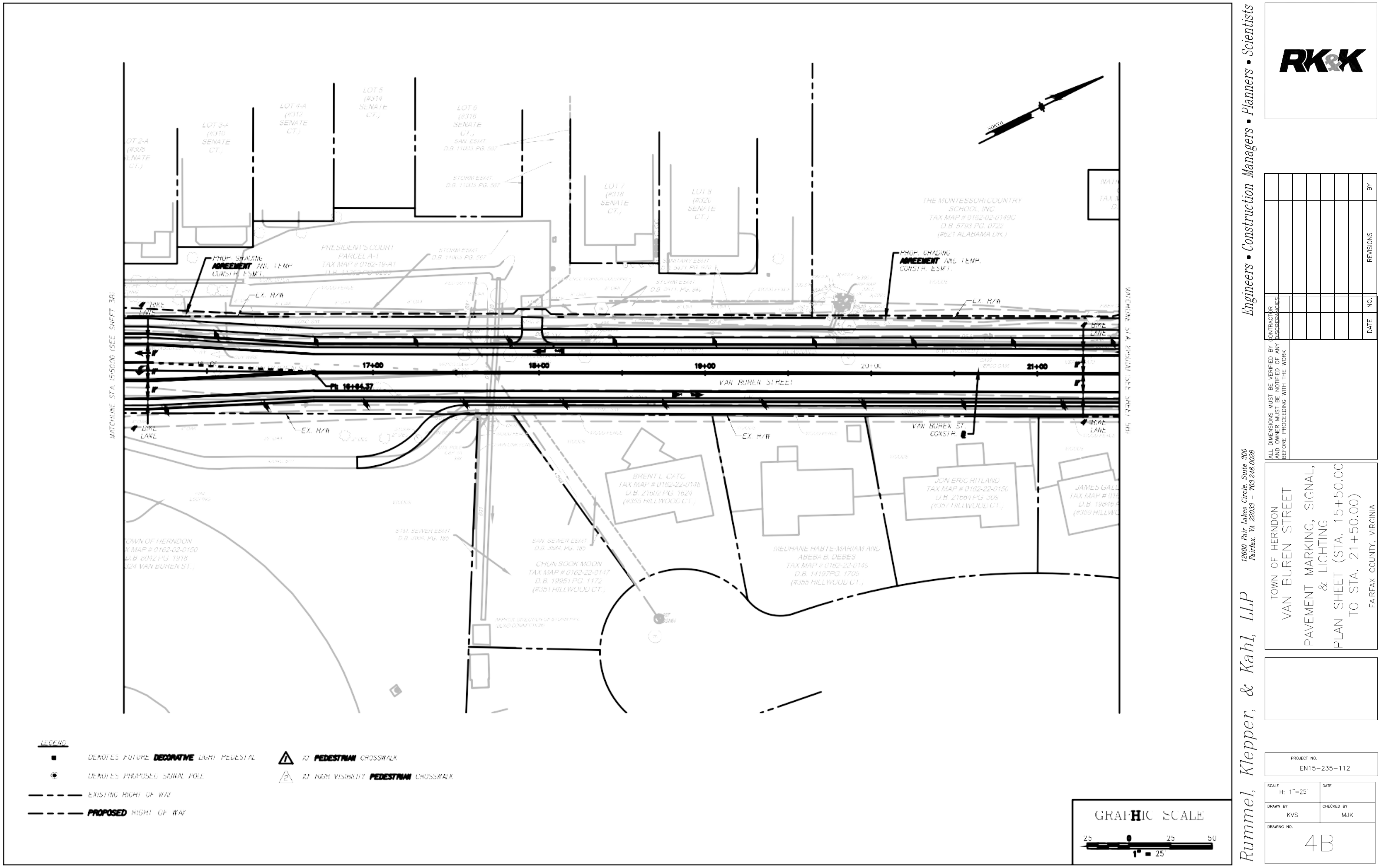
ALL DIMENSIONS MUST BE VERIFIED BY CONTRACTOR AND OWNER MUST BE NOTIFIED OF ANY DISCREPANCIES BEFORE PROCEEDING WITH THE WORK

TOWN OF HERNDON
VAN BUREN STREET
PAVEMENT MARKING, SIGNAL, & LIGHTING
PLAN SHEET (STA. 10+00.00 TO STA. 15+50.00)
FAIRFAX COUNTY, VIRGINIA

PROJECT NO. EN15-235-112

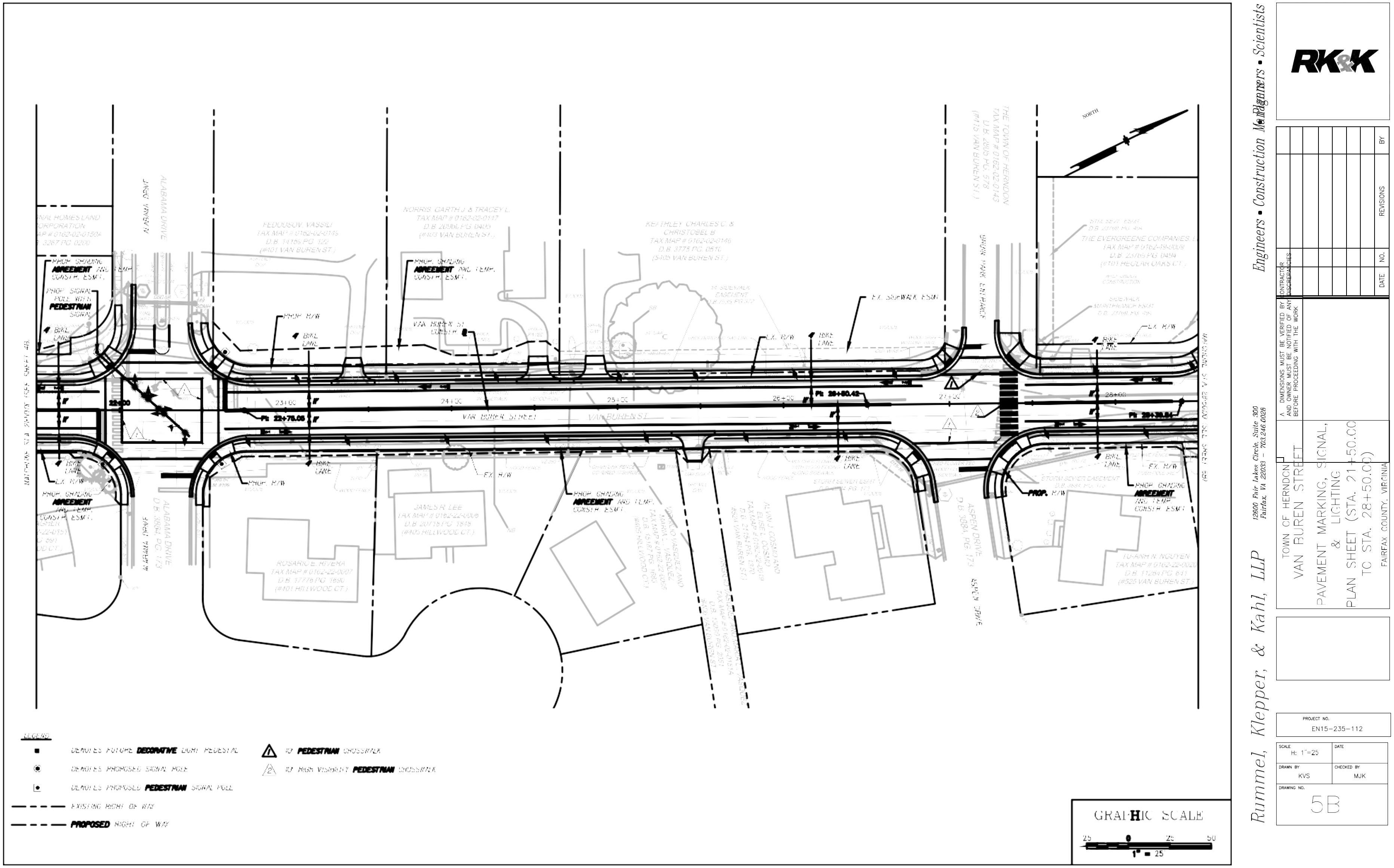
SCALE H: 1"=25
DATE
DRAWN BY KVS
CHECKED BY MJK
DRAWING NO. 3B

ATTACHMENT 1

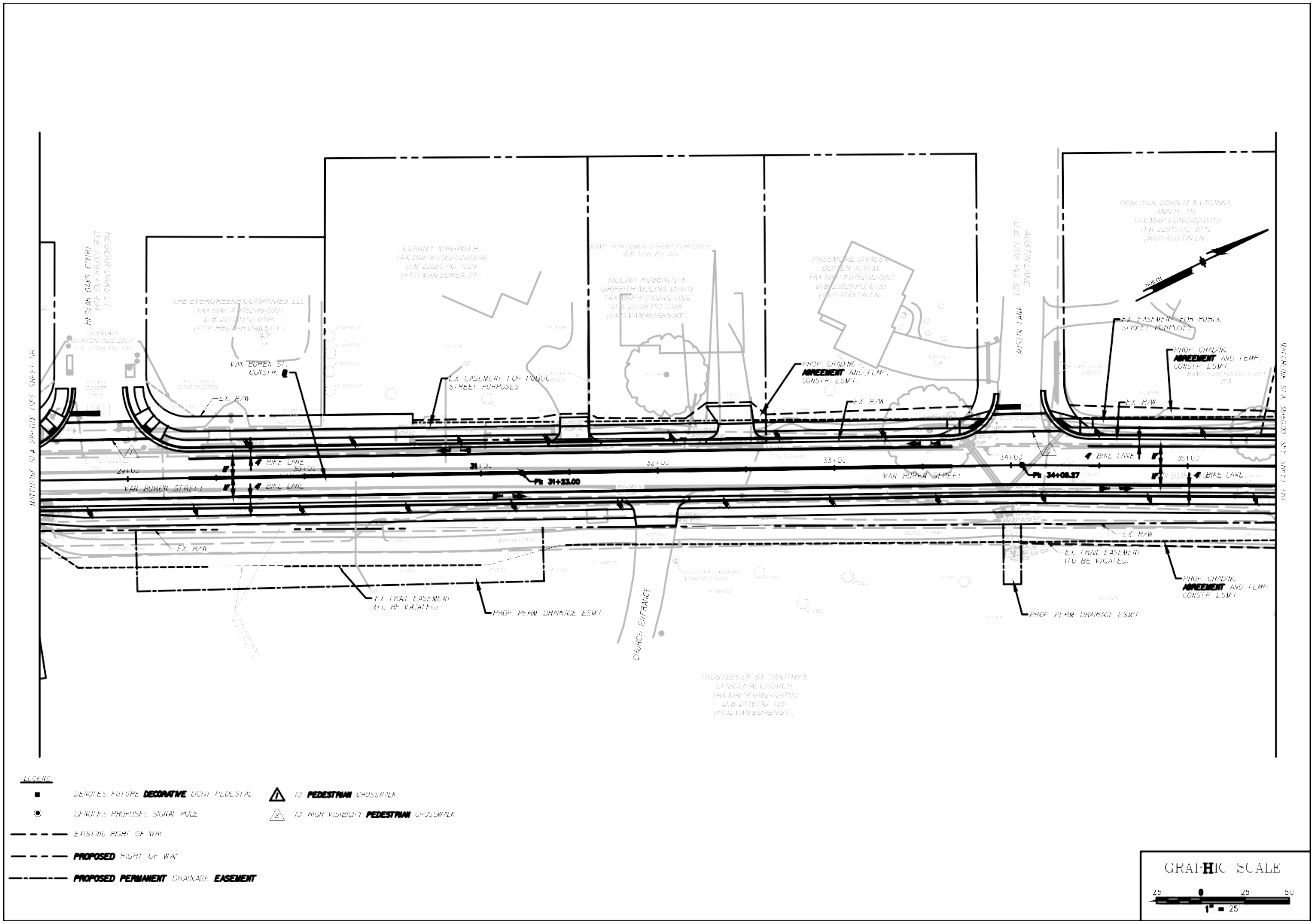


ATTACHMENT 1

Appendix C2 (continued)



ATTACHMENT 1



RK&K

Rummel, Klepper, & Kahl, LLP

12600 Fair Lakes Circle, Suite 300
Fairfax, VA 22033 – 703.246.0028

Engineers • Construction Managers • Planners • Scientists

ALL DIMENSIONS MUST BE VERIFIED BY CONTRACTOR AND OWNER MUST BE NOTIFIED OF ANY DISCREPANCIES BEFORE PROCEEDING WITH THE WORK

DATE	NO.	REVISIONS	BY

TOWN OF HERNDON
VAN BUREN STREET
PAVEMENT MARKING, SIGNAL, & LIGHTING
PLAN SHEET (STA. 28+50.00 TO STA. 35+50.00)
FAIRFAX COUNTY, VIRGINIA

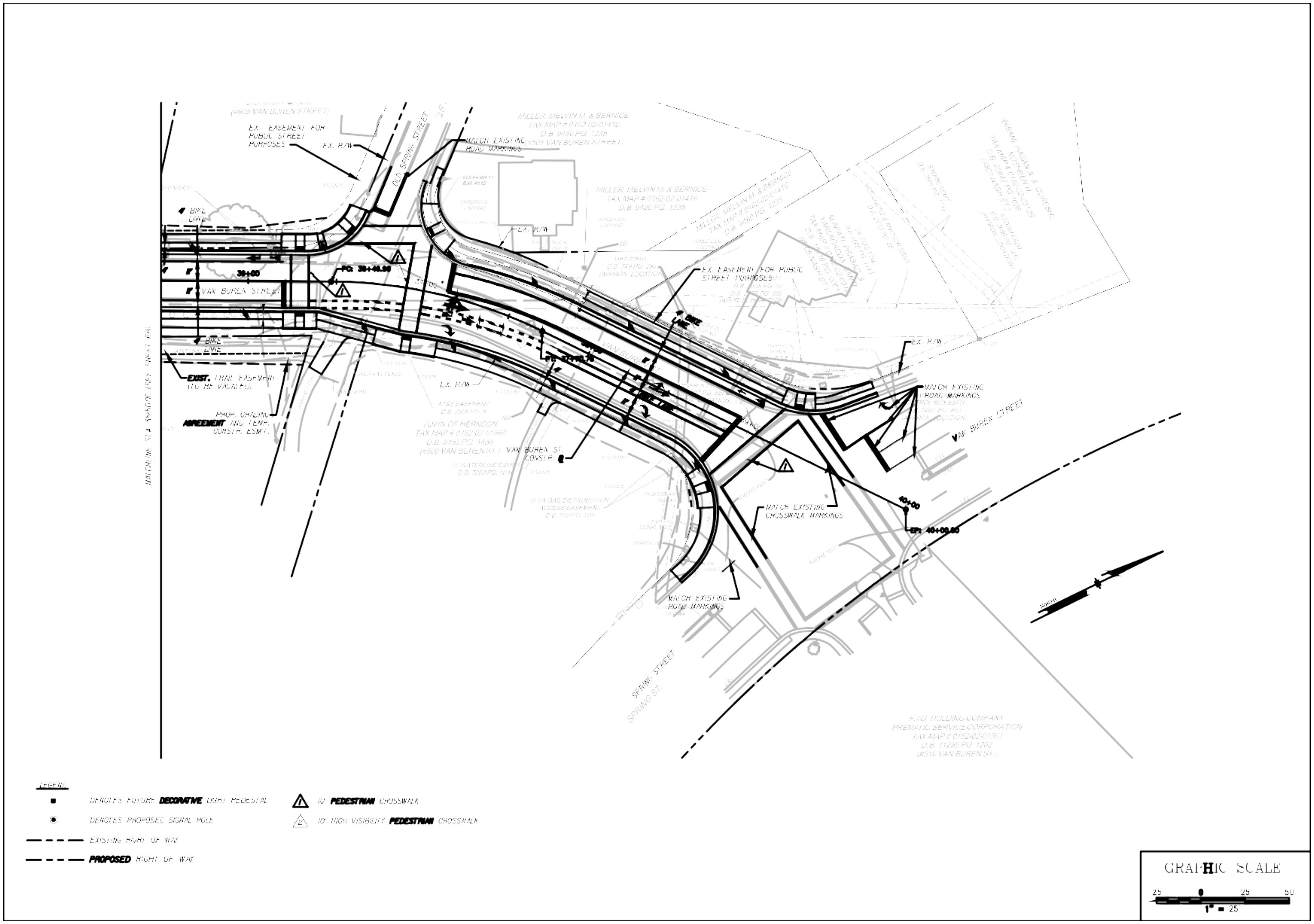
PROJECT NO. EN15-235-112

SCALE H: 1"=25 | DATE

DRAWN BY KVS | CHECKED BY MJK

DRAWING NO. 6B

ATTACHMENT 1



RK&K

Engineers • Construction Managers • Planners • Scientists

DATE	NO.	REVISIONS	BY

ALL DIMENSIONS MUST BE VERIFIED BY CONTRACTOR AND OWNER MUST BE NOTIFIED OF ANY DISCREPANCIES BEFORE PROCEEDING WITH THE WORK

Rummel, Klepper, & Kahl, LLP

12600 Fair Lakes Circle, Suite 300
Fairfax, VA 22033 – 703.246.0028

TOWN OF HERNDON
VAN BUREN STREET
PAVEMENT MARKING, SIGNAL, & LIGHTING
PLAN SHEET (STA. 35+50.00 TO STA. 39+26.67)
FAIRFAX COUNTY, VIRGINIA

PROJECT NO. EN15-235-112

SCALE H: 1"=25

DRAWN BY KVS

CHECKED BY MJK

DRAWING NO. 7B

ATTACHMENT 1

Appendix D

Town of Herndon Resolution

ATTACHMENT 1

APPENDIX E

REIMBURSEMENT REQUEST

Project Number: ______________________________

Project Title: ____

Draw Request Number: ____________________

Date:___________________, 20 __

Fairfax County Department of Transportation
4050 Legato Road, Suite 400
Fairfax, Virginia 22033

This requisition is submitted in connection with the Project Agreement for Funding and Administration dated________________________, 20 (the "Agreement") between the Fairfax County Department of Transportation ("the Department") and the town of Herndon (the "Recipient Entity"). The Recipient Entity hereby requests $_________________________of the Department, to pay the costs of the design for the pedestrian enhancement improvements (Project) set forth in the attached detailed Reimbursement Request form and in accordance with the Agreement.

The undersigned certifies (i) the amounts included within this requisition will be applied solely and exclusively for the payment or the reimbursement of the Recipient Entity's approved costs of the Project, (ii) the Recipient Entity is responsible for payment to vendors/contractors, (iii) the representations and warranties made by the Recipient Entity in the Agreement are true and correct as of the date of this Requisition and (iv) to the knowledge of the Recipient Entity, no condition exists under the Agreement that would allow the Department to withhold the requested advance.

RECIPIENT ENTITY

By:_________________

Name:_______________

Title:

ATTACHMENT 1

Appendix E1

REIMBURSEMENT REQUEST

Project Number ____________________ Request Number ____________
Project Title: ____________________ Request Date ____________
Recipient Entity: ____________________ Request Amount ____________

Table 1, SUMMARY

Project Type	Total Funds	Previous Amount Requested to Date*	Amount of This Request	Total Requested to Date	Balance FCDOT Funds
Design	$ -	$ -	$ -	**$ -**	**$ -**
Right of Way	-	-	-	-	-
Construction	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
TOTALS	$ -	$ -	$ -	**$ -**	**$ -**

* Enter amounts from "Total Requested to Date' column from the previous reimbursement request.

Table 2, LISTING OF ATTACHED INVOICES AND PROOF OF PAYMENT

Vendor/Contractor	Invoice Number	Item Number	Project Type	Invoice Total	FCDOT Funding Request
				$ -	$ -
				-	-
				-	-
				-	-
				-	-
				-	-
				-	-
				-	-
				-	-
				-	-
				-	-
				-	-
Total				$ -	$ -

Board Agenda Item
December 3, 2019

ACTION - 6

Approval of Fairfax Connector January 2020 Service Changes (Dranesville, Providence, Hunter Mill, Lee, Mason, Mount Vernon, Braddock, and Springfield Districts)

ISSUE:
Board of Supervisors' approval of Fairfax Connector's January 2020 service changes to implement routing and/or running time adjustments to Routes 306, 395, and 950, as well as implement the new Route 396.

RECOMMENDATION:
The County Executive recommends the Board approve the Fairfax Connector's January 2020 service change proposals outlined below.

TIMING:
Board approval is requested on December 3, 2019, to allow for implementation on January 25, 2020.

BACKGROUND:
Fairfax Connector staff proposes service changes for implementation on January 25, 2020, to improve the customer experience and increase ridership through improved on-time performance, service reliability, and effectiveness. Routes 640 and 650 were originally proposed for service changes, but were removed after public input and additional assessment by staff. Staff has retained the public input on Routes 640 and 650 in Attachment IV. The proposed service changes for Routes 306, 395, 396, and 950 are described below. Additional background information and proposal details are provided in Attachment III.

PROPOSAL DETAILS:
Route 306: George Mason University – Pentagon
To improve on-time performance, staff recommends the following service adjustments to Route 306:

- Rebalance the route by shifting recovery time to running time.
- Add running time to the route.

- The estimated annual increase in revenue hours is 80.
- The estimated annual increase in operating cost is $9,600.

Route 395: Gambrill Park-and-Ride Lot – Pentagon
To improve level of service and increase capacity, staff recommends the following service adjustment to Route 395:

- Realign the route to provide express service from the Gambrill Park-and-Ride Lot only.
- There will be no increase in the annual revenue hours.
- There will be no impact on the overall annual operating cost.
- Implementation is planned for January 2020, based upon Northern Virginia Transportation Commission (NVTC) I-95 / I-395 Commuter Choice grant funding for Route 396.
- A map of Route 395 is included in Attachment II.

Route 396: Backlick North Park-and-Ride Lot – Pentagon
To improve level of service and increase capacity on the existing Route 395, staff recommends implementing the new Route 396:

- Provide new express service from the Backlick North Park-and-Ride Lot.
- The estimated annual revenue hours are 7,100.
- The estimated annual operating cost is $852,000. Funding will be provided by a NVTC I-95 / I-395 Commuter Choice grant.
- Implementation is planned for January 2020, based upon grant funding and fleet availability.
- A map of Route 396 is included in Attachment II.

Route 950: Herndon – Reston
To improve on-time performance and service operations, staff recommends the following service adjustments to Route 950:

- Rebalance the route by shifting recovery time to running time.
- Add running time to Saturday trips between 11 A.M. and 5 P.M.
- The estimated annual reduction in revenue hours is 115.
- The estimated annual savings in operating cost is $13,800.

Public Involvement
To inform the public of the service changes and receive feedback from passengers, staff posted detailed information on the Fairfax Connector website and social media accounts, conducted an on-line survey, distributed flyers on all buses, hosted one public meeting and several pop-up events to directly engage the public, and reviewed /

responded to public comments and questions. The public comments were incorporated into the proposal, where feasible. A total of 18 comments were received. A summary of the public feedback and responses are included as Attachment IV.

TITLE VI:
The service changes to Routes 306, 395, 396, and 950, proposed for implementation in January 2020, were reviewed as mandated by the Federal Transit Administration (FTA) in *Circular C4702.1B: Title VI Requirements and Guidelines for Federal Transit Administration Recipients*. The analysis showed the proposed service adjustments to Routes 306, 395, and 950 will not create a negative disparate impact on minority riders or a disproportionate burden on low-income riders. Instead, they will result in an overall service improvement for Fairfax Connector riders and the communities served. The new Route 396 did meet the threshold for a major service change; however, this route will not create either a disparate impact on minority households or disproportionate burden on low-income households. As a result, no Title VI impacts were found for any of the January 2020 service changes. The Title VI analysis is included as Attachment V.

FISCAL IMPACT:
The service changes to Routes 306, 395, and 950 will constitute adjustments in total system revenue hours, which will be absorbed within the existing FY 2020 Fairfax Connector budget (Funding 40000 – County Transit System). The net cost of these service changes will be budget neutral on the FY 2020 budget. The new Route 396 will be funded through the NVTC Commuter Choice Program using tolls from high-occupancy toll lanes on I-66 inside the Beltway. The estimated annual cost is $852,000. Therefore, there will be no fiscal impact to the General Fund.

ENCLOSED DOCUMENTS:
Attachment I - News Release
Attachment II - Route Maps
Attachment III - Background Information and Proposal Details
Attachment IV - Public Comments Summary
Attachment V - Service Equity (Title VI) Analysis

STAFF:
Rachel Flynn, Deputy County Executive
Tom Biesiadny, Director, Fairfax County Department of Transportation (FCDOT)
Dwayne Pelfrey, Division Chief, Transit Services Division, FCDOT
Michael Felschow, Planning Section Chief, Transit Services Division, FCDOT

Attachment I

NEWS RELEASE

Public Feedback Sought on Proposed Improvements to Fairfax Connector Service

Public Input Sought on Proposed Fairfax Connector January 2020 Service Changes

FOR IMMEDIATE RELEASE
Sept. 6, 2019
#T31_19

Fairfax County Department of Transportation (FCDOT) will hold a community input meeting on proposed service changes to Fairfax Connector bus service that aims to enhance customer experience. Changes to five (5) existing **Fairfax Connector routes (306, 395, 640, 650, and 950)** include minor schedule adjustments to improve on-time performance and provide customers with more dependable service. A new express service to the Pentagon (Route 396) from Springfield is also being proposed for implementation. The community meeting will be held on **Thursday, Sept. 19, 2019, at 7 p.m., at Eagle View Elementary School cafeteria, 4500 Dixie Hill Road, Fairfax**. The meeting location is accessible by Fairfax Connector Routes 605, 621/623 and Metrobus 1C.

- View the Sept. 19, 2019, Community Meeting Presentation (PDF)

In addition to the community meeting, Fairfax Connector staff will be meeting with current passengers, in person, on routes that would be affected by the proposed service changes throughout September. **Public comments will be accepted until Tuesday, Oct. 1, 2019, at 5 p.m.** There are four easy ways to provide comments:

1. Complete an online survey. Completa la encuesta.
2. E-mail fairfaxconnector@fairfaxcounty.gov.
3. Reach out to us on Twitter or Facebook.
4. Call 703-339-7200, TTY 703-339-1608 (Mon-Fri, 5 a.m.-10 p.m.; Sat-Sun, 7 a.m.- 9 p.m.)

After receiving and reviewing public feedback, FCDOT staff will present the final proposed changes to the Fairfax County Board of Supervisors in the fall of 2019. If approved, the changes will go into effect in January 2020.

Proposal Highlights

- **Proposed **NEW SERVICE** – Route 396 – Backlick North Park and Ride to the Pentagon** – This new service would provide express bus service in the I-95/395 corridor previously provided by Route 395. The service will provide a shorter trip by removing the stop at the Gambrill Park and Ride. Route 396 service will have 12 inbound morning and 13 outbound afternoon trips. Route 396 implementation is subject to funding through the NVTC Commuter Choice Grant Program.

- **Route 306 – GMU - Pentagon** – Minor schedule adjustments to improve on-time performance to ensure more accurate arrival times.

- **Route 395 – Gambrill – Pentagon Express** – Discontinue service to the Backlick North Park and Ride which would be served by the new Route 396.

- **Route 640 – Stone Road – Westfields Boulevard** – Modify the 4:30 PM weekday trip leaving the Vienna Metrorail station and the corresponding return trip from Stone Road Park and Ride. Bus service at these locations is also provided on Routes 632 and 642. This adjustment will improve on-time performance and dependability.

- **Route 650 – Chantilly** – Service to Sullyfield Circle will be realigned while Route 651 will continue to provide service to Sullyfield Circle during morning and afternoon rush hour. Passengers traveling outside of rush hour can access service at Walney Road. This adjustment will improve on-time performance.

- **Route 950 – Herndon/Reston** – Minor schedule adjustments to improve on-time performance on Saturdays between 3-7 p.m. due to traffic on Elden Street.

Stay Connected with Fairfax Connector

- Visit www.fairfaxconnector.com
- Call 703-339-7200, TTY 703-339-1608 (Mon.-Fri., 5 a.m. - 10 p.m.; Sat.-Sun., 7 a.m.- 9 p.m.)
- Follow us on Twitter & Facebook
- Visit a Connector Transit Store

###

Fairfax County Transportation News and Information
Sign-up for alerts at www.fairfaxcounty.gov/alerts
Follow FCDOT on Facebook or visit www.fairfaxcounty.gov/transportation
Follow Fairfax Connector on Twitter or Facebook or visit www.fairfaxcounty.gov/connector

Media Relations
Robin P. Geiger, Head of Communications, Fairfax County Department of Transportation, via e-mail
Call 703-877-5602, TTY 711 (direct) I 703-826-6457 (cell) I 703-268-8953 (after hours)

Accessibility
Fairfax County Department of Transportation (FCDOT) ensures nondiscrimination in all programs and activities in accordance with Title VI of the Civil Rights Act of 1964 and the Americans with Disabilities Act (ADA).
If you need this information in an alternate format or would like to request reasonable accommodations for persons with disabilities or limited English proficiency for events, contact FCDOT at 703-877-5600, TTY 711.
Requests for assistance must be received at least 7 business days in advance of an event.

Attachment II

Attachment III

Background Information and Proposal Details

Service Changes

Route 306: George Mason University – Pentagon

Route 306 operates with 60-minute headways during weekday off-peak hours, linking George Mason University with the Pentagon by way of Braddock Road, Little River Turnpike, and I-395. The route has an overall poor on-time performance of 60%.

To improve on-time performance, staff recommends the following service adjustments to Route 306:

- Rebalance the route by shifting recovery time to running time.
- Add running time due to buses arriving later at the Pentagon in the afternoon.
- Title VI populations will not be impacted.
- The estimated annual increase in revenue hours is 80.
- The estimated annual increase in operating cost is $9,600.

Route 395: Gambrill Park-and-Ride Lot – Pentagon

Route 395 operates during weekday peak hours between the Gambrill and Backlick North Park-and-Ride Lots and Pentagon. The route has very high demand, causing many passengers to stand for the length of their trips. To increase capacity and improve running time, staff recommends splitting Route 395 into two routes. Route 395 will service only the Gambrill Park-and-Ride Lot, while the new Route 396 will service the Backlick North Park-and-Ride Lot. The proposed service change would also reduce travel time for passengers to and from the Gambrill Park-and-Ride Lot.

To improve level of service and increase capacity, staff recommends the following service adjustment to Route 395:

- Realign the route to provide express service from the Gambrill Park-and-Ride Lot only.
- Title VI populations will not be impacted.
- There will be no increase in the annual revenue hours.
- There will be no impact on the overall annual operating cost.
- Implementation is planned for January 2020, based upon Northern Virginia Transportation Commission (NVTC) I-95 / I-395 Commuter Choice grant funding for Route 396.

Route 396: Backlick North Park-and-Ride Lot – Pentagon

Currently, Route 395 operates during weekday peak hours between the Gambrill and Backlick North Park-and-Ride Lots and Pentagon. The route has very high demand, causing many passengers to stand for the length of their trips. To increase capacity and improve running time, staff recommends splitting Route 395 into two routes. Route 395 will service only the Gambrill Park-and-Ride Lot, while the new Route 396 will serve the Backlick North Park-and-Ride Lot.

To improve level of service and increase capacity on the existing Route 395, while also improving service for passengers using the Backlick North Park-and-Ride Lot, staff recommends implementing the new Route 396:

- Provide new express service from the Backlick North Park-and-Ride Lot.
- Title VI populations will not be impacted.
- The estimated annual revenue hours are 7,100.
- The estimated annual operating cost is $852,000. Funding will be provided by a NVTC I-95 / I-395 Commuter Choice grant using tolls from high-occupancy toll lanes.
- Implementation is planned for January 2020, based upon grant funding and fleet availability.

Route 950: Herndon – Reston
Route 950 operates all day on weekdays and weekends, linking the Herndon-Reston area to the Herndon-Monroe Park-and-Ride Lot, Reston Town Center, and Wiehle-Reston East Metrorail Station. On weekdays, the route operates with 20-minute headways during peak hours and 30-minute headways during off-peak hours. On weekends, the route operates with 30-minute headways during peak hours and 60-minute headways during off-peak hours. While the route has high on-time performance during weekdays, the route has schedule reliability issues between 11 A.M. and 5 P.M. on Saturdays. Staff recommends reducing the daily running time on early morning and late evening trips, as actual running times are less than the scheduled running times, and shifting these hours to Saturdays.

To improve on-time performance and service operations, staff recommends the following service adjustments to Route 950:

- Rebalance the route by shifting recovery time to running time.
- Add running time to Saturday trips between 11 A.M. and 5 P.M. (during shopping hours).
- Title VI populations will not be impacted.
- The estimated annual reduction in revenue hours is 115.
- The estimated annual savings in operating cost is $13,800.

Attachment IV

Public Comments Summary

The following is a summary of the public comments received regarding the January 2020 service change proposal, including comments received at public meetings and pop-up events, as well as via social media.

- Public meeting: September 19, 2019, at Eagle View Elementary
- Pop-up events:
    - September 10, 2019, at Gambrill Road Park-and-Ride Lot: 235 interactions with public
    - September 10, 2019, at Backlick North Park-and-Ride Lot: 170 interactions with public
    - September 13, 2019, at Stone Road Park-and-Ride Lot: 30 interactions with public
    - September 21, 2019, at Reston Town Center: 70 interactions with public
- Posters highlighting proposed changes and engagement opportunities posted in Fairfax Connector buses
- Written, telephone or social media comments

Route(s)	Comment	Summary Response
306	This does not seem to be on the agenda for public hearing regarding January 2020 service changes, but perhaps a good time to ask. Have you considered adding another 306 run northbound in the morning? Due to Metro changes in 2017, the last departure on 17G from GMU is 7:43. Then, the first 306 departure is not until 9:50, followed by 10:50, 11:50, etc. Perhaps consider an 8:50 A.M. departure? That splits the current two-hour gap between services from GMU to the Pentagon. Just a helpful thought. Thanks.	The proposed adjustments to the running times on Route 306 would allow for better schedule adherence and on-time performance. While additional trips are not included in this service change, the planning staff is evaluating the route as part of a larger review of Fairfax Connector transit service and may consider additional service improvements on this route in the future.
306	I (and others near where I live) would like to know why the last 306 departure from the Pentagon is at 1:50 P.M. There is a very consistent bus schedule between the Metro 17G bus and 306 throughout the day except for a two-hour gap between 1:50 P.M. (last 306 bus) and the first 17G Metrobus at 3:55 P.M. It would seem to make sense to have the final 306 bus be 2:50 P.M. to eliminate that only gap in the daily bus schedule.	The proposed adjustments to the running times on Route 306 would allow for better schedule adherence and on-time performance. While additional trips are not included in this service change, the planning staff is evaluating the route as part of a larger review of Fairfax Connector transit service and may consider additional service improvements on this route in the future.

306	The 306 has needed additional running time for many years, since the diversion to Landmark Mall was removed. Currently, the operators drive at high rates of speed along Braddock Road and still fall behind schedule. While not part of the proposed January 2020 service changes, a 2:55 P.M. departure from the Pentagon is greatly needed on the 306 to fill the void of the 17A being discontinued two years ago. Even a short trip as far as Heathwood Court (that could deadhead back to the Pentagon, etc.) would be greatly appreciated and well patronized.	The proposed adjustments to the running times on Route 306 would allow for better schedule adherence and on-time performance. While additional trips are not included in this service change, the planning staff is evaluating the route as part of a larger review of Fairfax Connector transit service and may consider additional service improvements on this route in the future.
306	We would like the continuation of the Fairfax Connector bus 306 to continue working the same routes as currently (Ashbourn Drive, Peppercorn Drive, etc. all on Burke Road). The seniors work very hard and pay taxes as everyone else does. Now that I am older, it is great that the County provides the seniors the benefits of using public transportation (cheaper than a taxi) for doctor's appointments, going to rehab facilities, the mall, etc. Also, not everyone could afford the cost of a taxi.	The proposed adjustments to the running times on Route 306 would improve on-time performance. All destinations currently served by Route 306 will continue to be served.
393 / 394 / 395	There are several folks from Burke-Springfield region who travel to other park-and-ride locations due to lack of morning buses at 8.45 A.M., which has been removed for 393 and 394 buses in the last couple of months. Even the Metro shutdown is impacting our commute to D.C. from Gambrill Road. It does not make sense running empty 393 buses to the Pentagon. Hope you can add a stop at Gambrill and help the commuters for the 8:43 A.M. bus, or start or end 393 / 394 buses from Gambrill Road like a circulation. As they all go on Fairfax County Road, it should be good.	The proposed adjustments to Route 395 will include an inbound morning trip leaving Gambrill Road Park-and-Ride Lot at 8:50 A.M.
394 / 395 / 396	I wanted to provide feedback on the proposed 396 bus route from Backlick North to the Pentagon. I use the 395 or 394 every day. It would be great to have a dedicated route. I know a lot of folks who drive to Backlick North to use that route from locations further south. I think it is a great idea. You may be able to cut	The proposed adjustments to Route 395 would preserve travel time options for the current Route 395 riders traveling to and from the Backlick Road Park-and-Ride Lot. The adjustments to Route 395 would increase the number of trips serving the Gambrill Road Park-

	out a stop on the 394 and dedicate the 395 to Gambrill. My concern is options. I take the bus at several times: the northbound 5:37 to 7:35 A.M. buses and the 5:05 to 7:15 P.M. buses. I do not want to get stuck without options.	and-Ride Lot from 13 to 14 trips during both the morning and afternoon.
395	I would like to ask if you would consider adding some buses from the Pentagon to Gambrill that leave before 3 P.M. (currently the earliest departure from the Pentagon). Many people need to leave early for medical appointments or other personal reasons, and with the current buses, we are stuck at the Pentagon till 3 P.M. Providing a few earlier buses (maybe one at 12:30 P.M. and one at 2 P.M.) would benefit many employees and probably increase your business as many now slug (Sydenstricker lot) or use the Metro at Springfield-Franconia because of the lack of flexibility and absence of buses with 395 outside rush hours. Thank you.	While mid-day service on Route 395 is not included in the proposed service changes for January 2020, mid-day service to the Gambrill Park-and-Ride Lot will be evaluated by the planning staff as part of the ongoing Franconia-Springfield route optimization study.
395 / 396	Love the idea. Separate routes for Gambrill and Backlick make complete sense. The current 395 going sometimes to both and sometimes to just one is very confusing. Thanks.	
395 / 396	I received a flyer this morning regarding proposed route changes, including the addition of a Route 396 which would provide service exclusively between Backlick Park-and-Ride and the Pentagon. While Route 395 would provide service exclusively between Gambrill Road Park-and-Ride and the Pentagon. I fully support the proposed changes and would welcome the ability to use the new Route 396.	
395 / 396	I support a dedicated 395 bus service.	
395 / 396	I strongly encourage that Fairfax Connector replace bus 395 with 396 (proposed) at the Backlick Road Park-and-Ride. This proposal will reduce stress on commuters due to the lack of available seats and the bus drivers who are very concerned with overcrowded buses. Safety considerations are a huge	

	passenger and bus driver concern, and 396 will enhance safety and expand passenger usage. Thanks.	
395 / 396	I support the addition of line 396 with one caveat: that this does not significantly impact the number of buses and their frequency of departure (mornings and afternoons) running between the Gambrill Park-and-Ride and the Pentagon. Currently, I am pleased with the service between the Pentagon and Gambrill (my primary stop), but I would not want this service to lessen. Thank you.	The proposed adjustments to Route 395 would increase the number of trips serving the Gambrill Road Park-and-Ride Lot from 13 to 14 trips during both the morning and afternoon. This would increase travel options for the current Route 395 riders.
395 / 396	I received a handout regarding proposed service changes to Routes 395 and an additional line 396. I am a regular rider of Route 395 and would love a dedicated route from Backlick Park-and-Ride to the Pentagon. My hesitation is the times that are offered for the bus. Federal workers operate on 30-minute work increments, meaning we typically start at 6:30, 7:00, 7:30, etc. The current bus arrival and departure times are not conducive to this. Additionally, I would hope a higher concentration of buses exists during the peak commuting hours for the Pentagon. Multiple buses after 8:30 seems wasteful. With these comments in mind, I look forward to supporting bus 396.	The planning staff will consider this comment as the proposed bus schedules are refined.
395 / 396	I moved to Fairfax County in December 2018 and have been mostly riding the 395 buses that leave Gambrill at 6:30 A.M. (no stop at Backlick) in the morning and the 3:00 P.M., 3:45 P.M., or 4:05 P.M. 395 buses from the Pentagon to Gambrill in the afternoon. I am less picky about the afternoon bus because they go to Gambrill before Backlick. I generally ride Tuesdays, Wednesdays, and Thursdays, so my concerns about crowding only apply to those days. I imagine there are fewer riders on Mondays and Fridays. I have two issues that I think should be addressed by the proposed service changes: 1) More express bus service to the Pentagon from both Gambrill and	The proposed service change will create two express routes. Route 395 will provide express service between the Gambrill Road Park-and-Ride Lot and the Pentagon. Route 396 will provide express service between the Backlick North Park-and-Ride Lot and the Pentagon. The number of trips from the Gambrill Park-and-Ride Lot would increase from 13 to 14 in the morning and evening. Express service between the Saratoga Park-and-Ride Lot and the Pentagon is provided by Routes 393 and 394, which utilize the tolled express lanes and the I-395 HOV lanes to provide consistent travel times for riders.

	Backlick. Having ridden the 395 bus from Gambrill to the Pentagon for the past ten months, it seems like there are few riders interested in taking the 395 buses that stop at both Gambrill and Backlick unless you are going to/from the stop that is getting non-stop express service. I see on the Fairfax Connector website that you are proposing a 396 route that provides express service to/from Backlick and the Pentagon. In conjunction with this new express route, all 395 buses to/from the Pentagon and Gambrill should bypass Backlick entirely. To summarize, the 396 should only go to/from Backlick and the Pentagon and 395 should only go to/from Gambrill and the Pentagon. 2) Overcrowding at the Gambrill and Backlick lots and on the 395 bus. The Gambrill Park-and-Ride lot fills up completely relatively early in the morning. I frequently see people getting parking tickets in the lot for trying to make parking spaces out of areas that are not parking spaces. I had to adjust my work schedule when I started using Gambrill just to be in the lot early enough to get a parking spot. I am less familiar with Backlick, but when I have seen it in the morning it appears similarly crowded. I know that the Saratoga Park-and-Ride lot is significantly larger than Backlick and Gambrill, and I have heard that it is much less crowded. In addition to the Gambrill and Backlick lots filling up, the 395 buses (at least the ones I ride) are always very crowded. There are people forced to stand almost every day, which seems like a safety issue to me given the speed at which the bus travels. I considered driving farther to Saratoga so I could go to work later and avoid the crowded 395 bus, but there is no express service from Saratoga to the Pentagon. I think you could attract drivers from Gambrill and Backlick to Saratoga if Saratoga had express service to the Pentagon. This would address overcrowding at the smaller park-and-ride lots and on the 395 bus.	

	Thank you for the opportunity to provide input.	
640	At the September 13, 2019, pop-up event at Vienna Metrorail Station and Stone Road Park-and-Ride, Route 640 riders expressed their opposition to the proposed elimination of the Route 640 trips. They cited the crowding on the other available trips, plus the lack of transportation options in the Chantilly and Fair Lakes areas, that would result from the loss of the return trip.	Route 640 was originally proposed for service changes, but was removed after public input and additional assessment by the planning staff.
650	Please look into providing bus service to Fairfax County Department of Housing and Community development when looking at a route that goes to Vienna Metro Station along Route 50 to Route 66. If you would go to Waples Mills, then to Pender Drive to the end where there is a cul-de-sac for bus turn around, then back to Route 50 or to Route 66 east to Vienna Metro Station. If you add this stop to one of your existing routes, it would be a great resource for Fairfax County residents. There are so many businesses and residents between Route 50 and Waples Mills to the Pender Drive cul-de-sac. It would be a great resource for ridership for the community, workers, and residents.	The planning staff will be undertaking a route optimization analysis of the Vienna-Centreville area in 2020. Bus service to the area you discussed will be evaluated as part of this effort.
650 / 652	Enjoyed tonight’s discussion (September 19, 2019). Please consider extending the current route one to two miles northwest to the business parks along Lafayette Center Drive, Pleasant Valley Road, and Dulles Court. There are many new tenants in the office park and additional area close by. Please also consider connecting service to the Silver Line extension when it is complete.	The planning staff will be undertaking a route optimization analysis of the Vienna-Centreville area in 2020. Bus service to the area you discussed will be evaluated as part of this effort. Planning is examining the feasibility of implementing a new Route 901 that will operate from Chantilly to Reston to fill this gap in the transit network.
950	What are the changes proposed for Route 950?	Route 950 experiences poor on-time performance on Saturdays because the actual running time on the Elden Street portion of the route exceeds the scheduled running time. To address this issue, it is proposed that running time (from one to five minutes per trip) be added to this portion of the route. The number of

		trips will not change, nor will the scheduled start times at the Wiehle-Reston or Reston Town Center ends of the route.

Attachment V

Title VI Service Equity Analysis
Proposed January 2020 Fairfax Connector Service Changes

Summary of Analysis Results
The action item service changes proposed for implementation in January 2020 were reviewed as mandated by the Federal Transit Administration (FTA) in *Circular C-4702.1B, Title VI Requirements and Guidelines for Federal Transit Administration Recipients*. Routes 306, 395, 396, and 950 are included in these changes. Of those four routes, only Route 396 qualified as experiencing a major service change, thereby requiring further analysis to investigate disparate impacts on minority riders or disproportionate burdens on low-income riders associated with that route's proposed changes. The proposed service changes to the four routes are expected to have a positive impact on Fairfax Connector riders, including the communities along the routes.

Relevant Fairfax County Title VI Program Elements
A service equity analysis may require the evaluation of as many as four items depending on the route's nature, proposed changes, and served environment. The policies listed in this section are contained in the County's Title VI Program, as approved by the Board of Supervisors on July 25, 2017.

A major service change is defined as either an increase or decrease of 25 percent or more in either daily revenue service hours, revenue service miles, or both for the individual route being modified.

A disparate impact occurs when the difference between minority riders and non-minority riders affected by a proposed service change or fare change is 10 percent or greater.

A disproportionate burden occurs when the difference between low-income riders and non-low-income riders affected by a proposed service change or fare change is 10 percent or greater.

An adverse effect occurs when the proposed service change meets any of the following criteria for minority or low-income populations:

- *New or additional service:* if other service was eliminated to release resources
- *Headway change:* if headway increased by at least 20 percent
- *Alignment change:* if at least 15 percent of the alignment is eliminated or modified
- *Span of service change:* if the span of service decreases by at least 10 percent
- *Elimination of entire route*

Circular C-4702.1B provides the following guidance related to proposed service changes vis-à-vis a finding of a potential disparate impact:
"If a transit provider chooses not to alter the proposed service changes despite the potential disparate impact on minority populations, or if the transit provider finds, even after the revisions, that minority riders will continue to bear a disproportionate share of

the proposed service change, the transit provider may implement the service change *only* if:

- "the transit provider has a substantial legitimate justification for the proposed service change; **and**
- "the transit provider can show that there are no alternatives that would have a less disparate impact on minority riders but would still accomplish the transit provider's legitimate program goals." (*Circular C-4702.1B*, page IV-16; emphasis in original.)

FCDOT measured the minority population living within the service area of the affected route alignment and compared the percentage of minority population within that area to the percentage of non-minorities living in that area to determine whether the service change would cause a disparate impact. Additionally, the percentage of low-income households within the service area of the affected route alignment is measured and compared to the percentage of non-low-income households in that area to determine whether a service change would cause a disproportionate burden.

<u>Overview</u>
The January 2020 service changes include Routes 306, 395, 396, and 950.

Route 306: George Mason University – Pentagon

- Adjust running time to improve on-time performance.

Route 395: Gambrill Park-and-Ride Lot – Pentagon

- Adjust routing to bypass the Backlick North Park-and-Ride Lot, thereby reducing travel time between the Gambrill Park-and-Ride Lot and Pentagon, and providing one additional A.M. northbound and P.M. southbound trips.
- Figure 1 shows the existing and proposed routings for Route 395.

Route 396: Backlick North Park-and-Ride Lot – Pentagon

- Initiate express service between the Backlick North Park-and-Ride Lot and Pentagon.
- Figure 2 shows the proposed routing for Route 396.

Route 950: Herndon – Reston

- Adjust running time to improve on-time performance.

Figure 1: Existing and Proposed Routings – Route 395

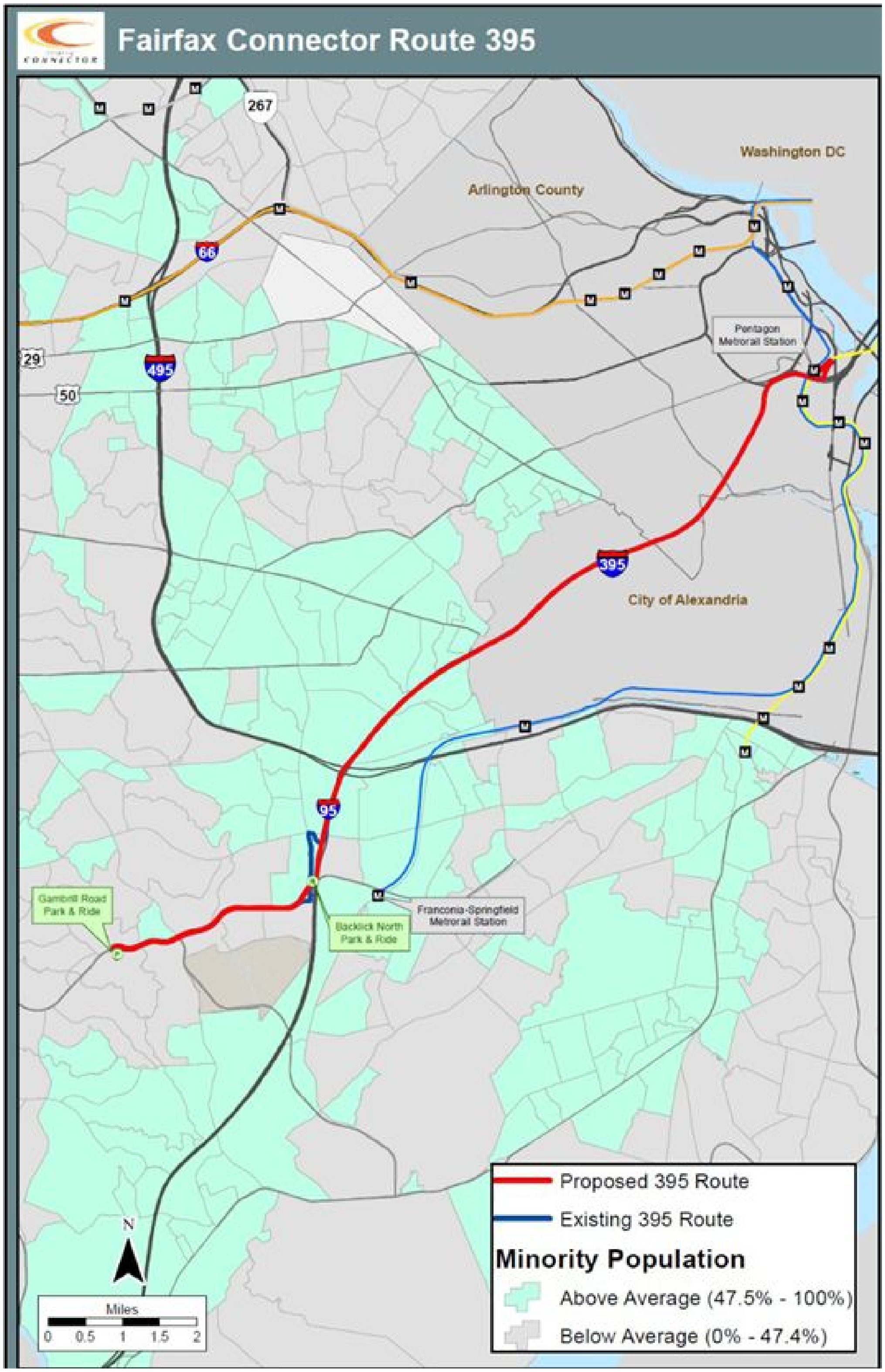
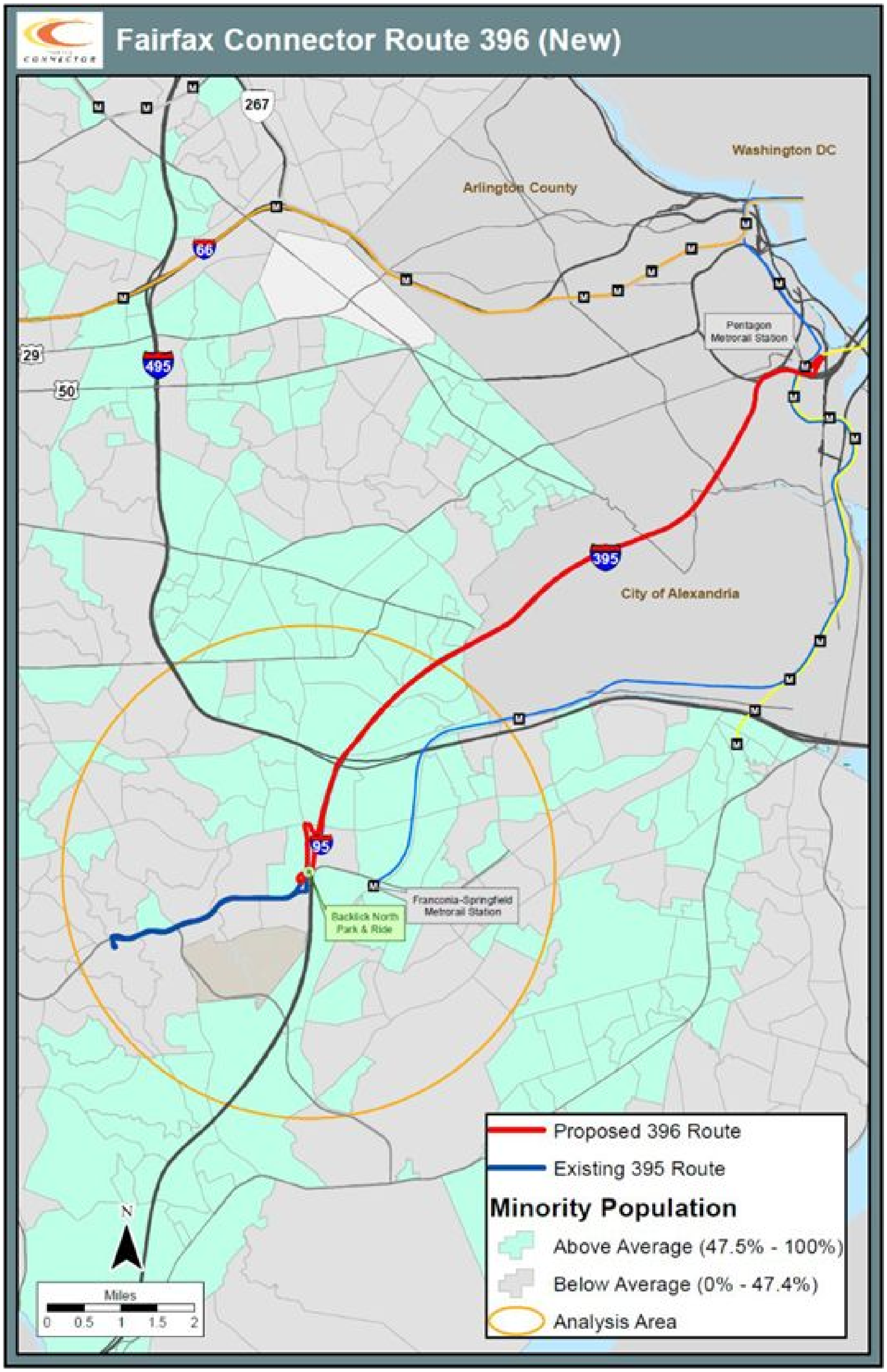


Figure 2: Proposed Routing – Route 396



Major Service Change Evaluation

Each of the four routes included in the service changes was first evaluated against the major service change threshold defined in the County's Title VI Program. Table 1 shows that three of the routes tested (Routes 306, 395, and 950) did not meet the major service change threshold. Therefore, further analysis to investigate disparate impacts on minority riders or disproportionate burdens on low-income riders associated with these proposed changes was not required. However, since Route 396 met the major service change threshold, the disparate impact and disproportionate burden analyses were performed for that route.

Table 1: Proposed Service Changes

Route	Proposed Service Changes	Percent Change in Revenue Hours			Percent Change in Revenue Miles		
		Weekday	Sat.	Sun.	Weekday	Sat.	Sun.
306	Adjust running time to improve on-time performance	+1.10%	n/a	n/a	0.00%	n/a	n/a
395	Adjust routing to bypass Backlick North Park-and-Ride, thereby reducing travel time between Gambrill Park-and-Ride and the Pentagon	-9.41%	n/a	n/a	-20.60%	n/a	n/a
396	Initiate express service between Backlick North Park-and-Ride and the Pentagon	+100%	n/a	n/a	+100%	n/a	n/a
950	Adjust running time to improve on-time performance	-0.42%	-0.29%	-0.29%	+0.02%	0%	0%

Route 396: Backlick North Park-and-Ride Lot – Pentagon

FCDOT plans to add new service between the Backlick North Park-and-Ride Lot and Pentagon. Route 396 was examined to determine whether the new route would create a disparate impact and/or disproportionate burden. If such an impact was identified, then further justification for the service change would be needed.

Disparate Impact: The minority population living within the Fairfax County service area[1] of Route 396 is 46.4 percent, and the non-minority population living in that area is 53.6 percent (see Table 2). The difference between the minority population and non-minority population affected by the proposed service change is negative 7.2 percent, which does not exceed the disparate impact threshold of positive 10 percent. Therefore, implementing this proposed new route will not create a disparate impact on minority households. Figure 3 shows the proposed route alignment in relation to predominantly minority census block groups.

[1] The service area straight-line buffer distance is 3.35 miles, based on the Fairfax County Park-and-Ride Market Analysis Report.

Table 2: Route 396 Disparate Impact

Route	Total Route Households	Minority Households	Non-Minority Households	Percent Minority	Percent Non-Minority	Difference	Disparate Impact
396	48,795	22,641	26,155	46.4%	53.6%	-7.2%	No

Disproportionate Burden: The percentage of low-income households living within the Fairfax County service area of Route 396 is 15.6 percent. This is 68.8 percent below the percentage of non-low-income households (see Table 3). The difference between the low-income households and non-low-income households does not exceed the disproportionate burden threshold of positive 10 percent. Therefore, implementing the proposed new route will not create a disproportionate burden on low-income households. Figure 4 shows the proposed route alignment in relation to predominantly low-income census block groups.

Table 3: Route 396 Disproportionate Burden

Route	Total Route Households	Low-Income Households	Non-Low-Income Households	Percent Low-Income	Percent Non-Low-Income	Difference	Disproportionate Burden
396	48,795	7,592	41,203	15.6%	84.4%	-68.8%	No

Figure 3: Route 396 Minority Population

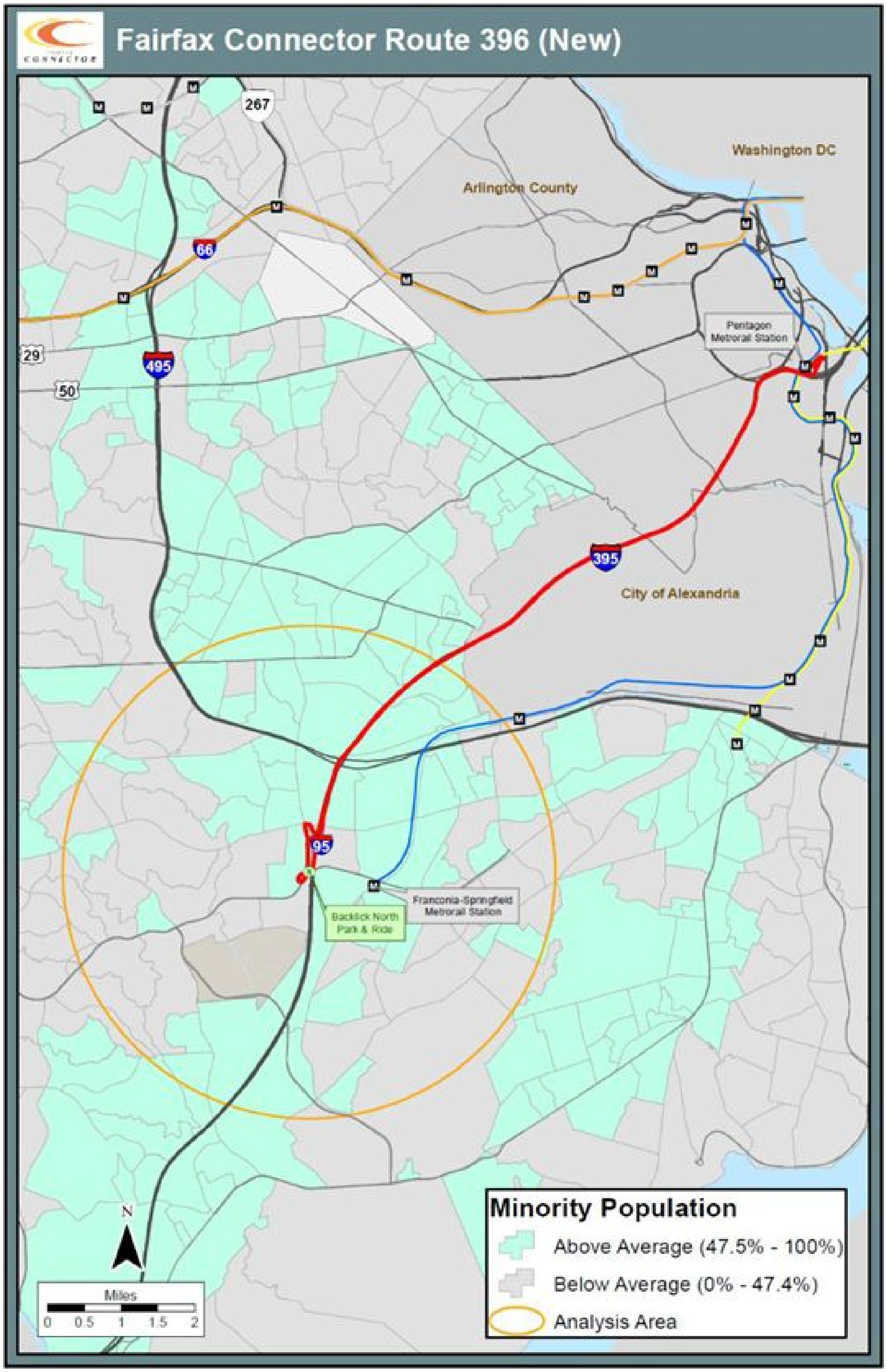
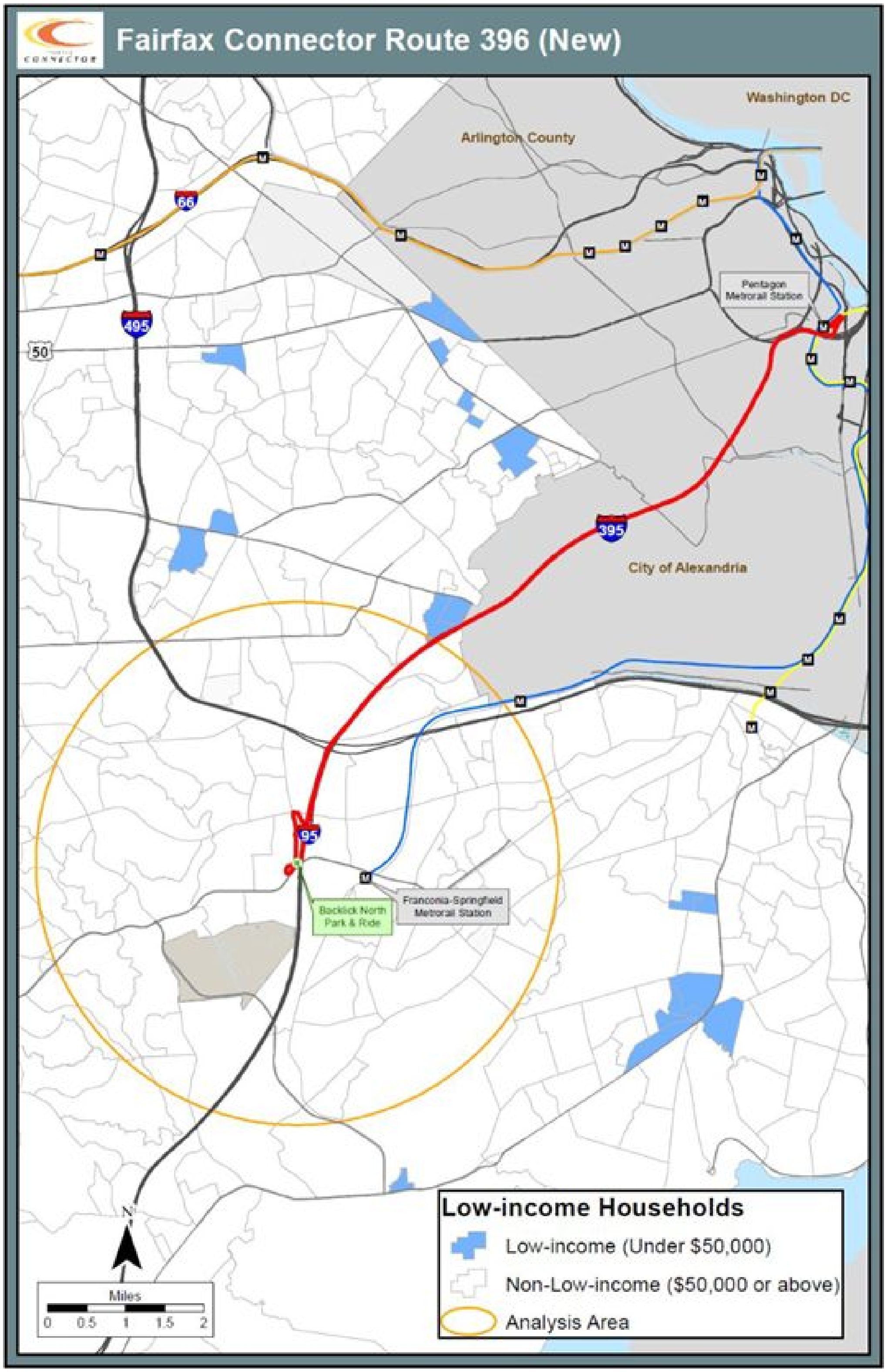


Figure 4: Route 396 Low-Income Population



Conclusion
The service changes proposed for implementation in January 2020 were reviewed as mandated by the Federal Transit Administration (FTA) in *Circular C-4702.1B, Title VI Requirements and Guidelines for Federal Transit Administration Recipients*. The Title VI analysis showed that the proposed service changes to Routes 306, 395, and 950 will not meet the major service change threshold, thereby requiring no disparate impact or disproportionate burden analysis. Additionally, the Title VI analysis showed that the proposed Route 396, while meeting the major service change threshold, will not create either a disparate impact on minority households or a disproportionate burden on low-income households. The January 2020 proposed service changes are expected to improve overall transit service for Fairfax Connector riders.

Board Agenda Item
December 3, 2019

ACTION - 7

Approval of an FY 2020 - 2025 Transportation Priorities Plan

ISSUE:
Board approval is requested for an FY 2020 – 2025 Transportation Priorities Plan (TPP). The TPP will provide direction and the County's priorities for transportation projects through FY 2025.

RECOMMENDATION:
The County Executive recommends that the Board approve the proposed FY 2020 – 2025 TPP outlined in Attachment 1. This action will establish the County's transportation project priorities through FY 2025.

TIMING:
The Board should act on this item on December 3, 2019, so staff can continue with implementation of transportation projects and defer projects that cannot be funded with existing transportation revenues until after FY 2025.

BACKGROUND:
On January 28, 2014, the Board approved over $1.4 billion in funding for the FY 2015 – 2020 TPP. This plan, which established transportation priorities for six years, was the product of a dialogue that began at the Board's retreat in February 2012. Following the Board's retreat, there was a two-year effort, titled the *"Countywide Dialogue on Transportation"* (CDOT), which consisted of a project prioritization process that included a Benefit-Cost Analysis (BCA) for proposed projects, along with extensive public outreach and community input. During this time, the Virginia General Assembly also adopted the Governor's Transportation Bill (HB 2313), which was expected to annually provide approximately $300 million to Northern Virginia for regional and local transportation needs. The legislation also provided that each locality's long-term benefit from these revenues should be approximately equal to the proportion of those revenues generated by or attributable to that locality.

In Fall 2016, County staff initiated the process for updating the Board's TPP to include FY 2018-2023. There were several factors taken into consideration for the update which included:

- Providing updated costs and timelines for projects in the approved TPP.

- When possible, fully funding projects that were only partially funded in the original TPP.
- Ensuring the update was a continuation of the County's transportation priorities (e.g. implementation of the County's Comprehensive Plan, congestion reduction, multimodal solutions, the County's Economic Success Strategic Plan, etc.).
- Evaluating potential new projects based on several selection criteria, including BCA, support for major activity centers, schools, parks and disadvantaged populations; and public input.
- Noting all potential revenues sources when determining what was available to meet the needs of these projects. This provides for a more inclusive, comprehensive plan for transportation.

The end result was expected to be an updated package that would assist the Board in selecting transportation priorities from FY 2018-2023.

County staff met with individual Board members and provided a presentation to the Board Transportation Committee in Summer 2017. This dialogue included a discussion of available funding for new projects, proposed projects for the updated TPP, and a strategy for public outreach for Fall 2017. At the time, it was estimated that $600 million in new revenues (FY 2021-2023) would be needed to fully fund existing projects and $170 million would be available for new projects and a contingency/reserve.

In December 2017, Virginia Governor McAuliffe released a proposal to address funding needs for the Washington Metropolitan Area Transit Authority (WMATA) by redirecting substantial regional funding from the Northern Virginia Transportation Authority (NVTA). County staff delayed presenting the proposed FY 2018-2023 TPP recommendations pending the outcome of the 2018 General Assembly session. In Spring 2018, the General Assembly adopted HB 1539 (Hugo)/SB 856 (Saslaw), which included $154 million per year for WMATA to address state of good repair needs. Of this amount, $102 million was diverted annually from existing local and regional sources. Due to the long-term benefit provision in HB 2313, the financial impact of this legislation on the proposed TPP was estimated to be $45-$50 million per year, or approximately $300 million over six years. In July 2018, the Board Transportation Committee (BTC) was notified that there would be no available revenue for new projects and schedules for some previously approved projects would likely be adjusted.

At the same time that the available regional funding was reduced, project costs have also increased. According to the Virginia Department of Transportation (VDOT), project costs have been rising for various reasons, including:

- Numerous large-scale projects underway in the National Capital Region (e.g. I-66 Inside and Outside the Beltway, Silver Line Phase 2, Route 7 Widening, the Purple Line in Maryland, etc.) causing shortages of labor and materials.
- Economic factors such as tariffs and right-of-way costs.

- Across the board increase on project contingencies required by VDOT.

On July 9, 2019, staff returned to the BTC to discuss impacts of the WMATA funding bill, and significant increases in project costs. Due to the combination of these factors, County staff informed the Board that there would be no funding available for new projects. Additionally, schedules for some existing TPP projects would need to be extended, many beyond FY 2025. However, no previously approved projects were being cancelled, unless otherwise discussed with the Board.

Staff met with members of the Board in October and November 2019 to discuss the proposed FY 2020-2025 TPP and the list of projects staff was proposing to continue, as well as a list of projects staff is recommending be deferred, and secured Board feedback. The proposed TPP includes approximately $3.04 billion in available funding through FY 2025. The tables below include the various sources of revenues and proposed allocations by project category. A comprehensive list of proposed projects for the FY 2020-2025 TPP by category and cost estimates is provided as Attachment 1. A list of projects that are proposed for deferral is provided as Attachment 2.

Revenues	**Total (in millions)**
Previous Allocations (Local, State, Federal, Regional)	$519.4
Local	$952.3
Federal	$314.0
Private	$181.5
Regional	$738.2
State	$330.6
Total Available	**$3,036.0**

Project Categories	Total (in Millions)
Major Roadway Capital (e.g. widenings*, extensions, interchanges)	$1,626.9
Spot/Intersection Improvements	$180.9
Bicycle and Pedestrian Projects	$219.5
Transit Capital and Operating	$837.2
Debt Service	$78.5
Project Support Needs	$68.3
Other Transportation Needs (e.g. studies and planning, traffic calming, etc.)	$9.8
Reserve/Contingency	$14.8
Total Expenses	**$3,036.0**
Balance	***$0***

* Road widening projects typically include bicycle, pedestrian, and transit facilities.
Note: summary does not add due to rounding.

Revenues noted in the table above include all sources, and growth rate calculations (where applicable) are conservative. Unlike the TPP the Board approved in January 2014, the FY 2020-2025 TPP is also more inclusive of transportation projects implemented in Fairfax County. It accounts for most revenues dedicated to transportation capital projects, whereas the FY 2015-2020 TPP accounted only for available revenues (not previously approved for other projects). The significant increase in overall funding also reflects the incorporation of the Tysons and Reston transportation Funding Plans, which have been adopted since January 2014. In addition, the I-66 Express Lanes project and various concession fee projects were also initiated after January 2014.

While a higher capital reserve is preferred, staff is recommending a reserve of approximately $14.8 million at a minimum. Given significant increases in project estimates resulting from increased demand for construction services and material costs, particularly over the past several years, an adequate reserve is necessary to address project cost increases and to prevent further project deferrals.

Additionally, during the creation of the FY 2015-2020 TPP, County staff had assumed NVTA would sell bonds to partially finance its FY 2018-2023 Program. However, NVTA has chosen to fund its FY 2018-2023 Program on a pay-as-you-go basis. There are no assumptions of NVTA selling bonds in the revenue sources for the FY 2020-2025 TPP. Local revenue in the table does include a future Fairfax County General Obligation bond referendum in the amount of $100 million for non-Metro transportation projects. This is exclusive of General Obligation bonds for Metro capital funding which are scheduled for a Fall 2020 referendum.

It is envisioned that the TPP will be revisited on a recurring basis, resulting in a rolling six-year plan for transportation. These updates will reflect future actions of the Commonwealth Transportation Board, NVTA, and other funding agencies, as well as the adoption of a Fairfax County Strategic Plan. It is also anticipated that various revenue and project cost estimates will change. As the TPP will be subject to revisions, projects that are not being proposed for funding at this time may be able to advance in future years. In addition, the Board may choose to modify project priorities in the future.

Since the Board's adoption of the TPP on January 28, 2014, 71 projects have been completed. These projects are not shown in this document unless some funding is still required to close out projects.

FISCAL IMPACT:
The current estimate of revenues for transportation capital projects in Fairfax County through FY 2025 is $3.04 billion. There are multiple sources of revenues considered over the next six years, including General Obligation bonds not yet approved by the Board and voters. Debt services costs, however, have been included in the County's long-term debt ratio projections and the FY 2020 – 2024 Adopted Capital Improvement Program (With Future Fiscal Years to 2029). Except for the debt service associated with these bonds, there is no impact to the General Fund. Revenue estimates are based on projections of existing revenue sources. Grant applications will still be required for most regional, state and federal funding sources. Revenue and expenditures associated with implementing the TPP will be appropriated through future budget processes.

ENCLOSED DOCUMENTS:
Attachment 1: Proposed FY 2020-2025 Transportation Priorities Plan Projects
Attachment 2: Previously Approved Projects Proposed for Deferral

STAFF:
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Joe LaHait, Debt Manager, Department of Management and Budget

Attachment I(a): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
Interchange Projects				
1	**Fairfax County Parkway/Popes Head Road Interchange**	Springfield	**$81.50**	**-Fully funded.** -Construct a grade-separated interchange at the intersection of the Fairfax County Parkway and Popes Head Road, with bicycles and pedestrian facilities. Provide for future connection to Shirley Gate Road to the east. Completes signal free corridor between Burke Centre Parkway and Route 50.
9	**Seven Corners Interchange**	Mason/Providence	**$1.89**	**-Funding for phasing and feasbility studies.** -Improvements to existing interchange at Seven Corners to reduce congestion on Route 7, improve access between Seven Corners/Falls Church/Bailey's Crossroads, and facilitate redevelopment of the area. Improve safety, navigation of vehicles, bicycles and pedestrians in and through the area. This project also accommodates future bus rapid transit.
216	**Route 7/123 Interchange**	Providence/Hunter Mill	**$2.53**	**-Feasibility study completion only. Reserve for final billings**.
TBD	**Fairfax County Parkway at Sunrise Valley Drive (Interim)**	Hunter Mill	**$0.50**	**-Partial funding includes preliminary engineering/design**. -Convert westbound through-left lane to an exclusive through lane, adding an additional westbound turn lane, and converting the northbound right lane to a shared through-right lane, and bike/pedestrian facility enhancements. Included in Reston Funding Plan.
			$86.42	

Extension Projects (New Connections)				
12	**Davis Drive (Rock Hill) Extension/DTR Overpass**	Dranesville	**$20.50**	**-Partial funding includes preliminary engineering and right-of-way.** -VDOT has initiated preliminary engineering.
14	**Town Center Parkway Extension/DTR Underpass**	Hunter Mill	**$4.64**	**-Final payment for complete rail support underpinning project, and funding for alternatives analysis being conducted by VDOT.** -Final project would provide a divided roadway under the Dulles Toll Road from Sunrise Valley Drive to Sunset Hills Road.
15	**Soapstone Drive Extension/DTR Overpass**	Hunter Mill	**$179.94**	**-Fully funded.** -Project will provide a roadway over the Dulles Toll Road from Sunrise Valley Drive to Sunset Hills Road, that includes pedestrian, bicycle, and transit facilities.
16	**Frontier Drive Extension**	Lee	**$32.00**	**-Partial funding includes preliminary engineering and right-of-way.** -Extend Frontier Drive from Franconia-Springfield Parkway to Loisdale Road, including access to Franconia-Springfield Metrorail Station and braided ramps to and from the Parkway. Provide on-street parking along Frontier Drive as well as pedestrian and bicycle facilities.
18	**Shirley Gate Road Extension**	Braddock/Springfield	**$14.62**	**-Partial funding for preliminary engineering, and right-of-way.** -Extend 4-lane divided Shirley Gate Road from Braddock Road to the Fairfax County Parkway, north of Popes Head Road. The project would include pedestrian and bicycle facilities. Provides access to Patriot Park East.
269	**Jones Branch Connector**	Providence	**$21.54**	**-Fully funded, construction nearly complete.** -Included in the Tysons Funding Plan.

Attachment I(a): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
314	**Lincoln Street**	Providence	$18.93	**-Funding for preliminary engineering and partial right-of-way.** -New connection between Old Meadow Road and Magarity Road as a two-lane local roadway with multimodal accommodations. Included in the Tysons Funding Plan, Grid of Streets.
TBD	**Broad Street**	Providence	$1.50	**-Funding for feasibility study.** -New collector roadway running parallel to Route 7. Included in the Tysons Funding Plan, Grid of Streets.
TBD	**Center Street**	Providence	$0.23	**-Funding for feasibility study.** -Included in the Tysons Funding Plan, Grid of Streets.
TBD	**Dulles Toll Road Ramp to Greensboro Dr Extension**	Providence	$1.00	**-Funding for feasibility study.** -Included in the Tysons Funding Plan.
TBD	**Eskridge Road Extension**	Providence	$0.58	**-Project complete. Reserve for final billings.**
TBD	**Giles Run Park Access Roadway**	Mount Vernon	$2.57	-Southern section only. Includes roadway improvements to the existing park access road (Snowden Ashford Road) and will construct a multi-use trail between Lorton Road and the Laurel Hill Adaptive Reuse Development.
TBD	**Laurel Hills Adaptive Reuse Infrastructure Imps**	Mount Vernon	$2.51	
TBD	**State Street Land Acq**	Providence	$16.60	**-Funding for land acquisition.** -New connection between Greensboro Drive and Route 7, and approximately midway between Spring Hill Road and Westpark Drive. Included in the Tysons Funding Plan.
TBD	**Tysons West Park Transit Center Ramp to DTR**	Providence	$0.50	**-Funding for feasibility study.** -New connection between Tysons west and the Dulles Toll Road. Included in the Tysons Funding Plan.
			$317.66	

Widening Projects				
51	**Fairfax County Parkway Widening (South of Popes Head to Route 29)**	Springfield	$108.00	**-Fully funded.** - The project includes the widening of Route 286 from approximately 2,000 feet north of Route 29 to approximately 500 feet south of Nomes Court from four to six lanes. Bicycle and pedestrian improvements will be included.
57	**Pohick Road Widening (Richmond Hwy to I-95)**	Mount Vernon	$1.50	**-Funding for the pedestrian improvement only.**
58	**Rolling Road Widening (Old Keene Mill Rd to Franconia Springfield Pkwy)**	Springfield	$78.97	**-Fully funded.** -Widen Rolling Road from two to four lanes, including parking lanes in each direction for some sections of the roadway. The project will include bicycle and pedestrian facilities.
60	**Richmond Highway Widening (Mount Vernon Highway to Sherwood Hall Road)**	Mount Vernon/Lee	$346.56	**-Funded through FY25.** -Widen US Route 1 from four to six lanes from Mount Vernon Memorial Highway (VA 235) to Sherwood Hall Road. This project would include bicycle and pedestrian facilities.

Attachment I(a): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
62	**Route 28 Widening (PWC to Route 29)**	Sully/Springfield	**$88.35**	**-Fully funded.** Widen Route 28 (Centreville Road) from four to six lanes from Old Centreville Road to Prince William County Line, including intersection improvements and pedestrian and bicycle facilities.
66	**Route 29 Widening Phase II**	Sully/Springfield	**$85.92**	**-Fully funded.** -Widen Route 29 from Union Mill Road to Buckleys Gate Drive, with bicycle and pedestrian improvements.
220	**Jefferson Manor**	Lee	**$2.75**	**-Fully funded.** -Infrastructure reconstruction on Albemarle Drive in Jefferson Manor.
271	**Route 7 Widening (Jarrett Valley to Reston Avenue)**	Hunter Mill/Dranesville	**$306.59**	**-Fully funded.** -Widen Route 7 from four to six from Jarrett Valley Drive(Dulles Toll Road) to Reston Avenue, with intersection, bicycle and pedestrian, and bus stop improvements.
59,61	**Richmond Hwy Widening (Pohick to Occoquan)**	Mount Vernon	**$1.84**	**-Feasibility study completion only. Reserve for final billings.**
TBD	**I-66 Median Widening (Route 29 to Route 28)**	Sully	**$57.50**	**-Fully funded partially with I-66 Concession Fee Funds.** -Provide a wider median on I-66 in Centreville from west of Route 28 through the Route 29 interchange, for the planned future rail station location. Provides for improvements on Route 29 as well.
TBD	**Jermantown Road Bridge over I-66**	Providence	**$9.50**	**-Fully funded with I-66 Concession Fee Funds.** -Widen to four lane bridge.
TBD	**Lorton Road Widening (Route 123 to Silverbrook Road)**	Mount Vernon	**$0.05**	**-Project complete. Reserve for final billings.**
TBD	**Poplar Tree Road Bridge**	Sully	**$2.60**	**-Fully funded with I-66 Concession Fee Funds.** -Bridge construction from two to four lanes.
TBD	**Route 123 Superstreets (DTR to I-495)**	Providence	**$2.90**	**Feasibility study completion only. Reserve for final billings.**
TBD	**Route 123 Widening (Old Courthouse Road to Route 7)**	Providence/Hunter Mill	**$27.99**	**-Fully funded.** -Included in the Tysons Funding Plan.
TBD	**Route 123 Widening (Route 7 to I-495)**	Providence	**$52.42**	**-Partially funding for design, right of way, and some construction.** -Included in the Tysons Funding Plan.
TBD	**Route 29 Widening (Legato Road to Shirley Gate Road)**	Braddock/Springfield	**$7.26**	**-Project complete. Reserve for final billings. Balance will go to project reserve.** -Widen Route 29 from four to six lanes, and includes bicycle improvements.
TBD	**Route 7 Widening (I-495 to I-66)**	Providence	**$10.50**	**-Funding for preliminary engineering and partial right-of-way.** -The project will include the widening of Route 7 from I-495 (Capital Beltway) between Alexandria and Tysons to I-66, with bicycle/pedestrian facilities, and accommodations for Bus Rapid Transit. Included in the Tysons Funding Plan.
TBD	**Route 7 Widening (Route 123 to I-495)**	Providence	**$27.94**	**-Fully funded.** -Included in the Tysons Funding Plan.
TBD	**Stringfellow Road Widening - 2007**	Sully/Springfield	**$0.72**	**-Project complete. Reserve for final billings.**
TBD	**Telegraph Road Widening at Hayfield Road**	Lee	**$3.00**	**-Fully funded.** -The project will provide an additional northbound through lane on Telegraph Road through the signalized intersection with Hayfield Road to reduce congestion and improve safety.

Attachment I(a): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
			$1,222.86	
Spot Improvement Projects				**Unless stated otherwise, all projects are fully funded.**
21	**Backlick Road and Industrial Road**	Mason/Lee	$5.42	-Construct a left turn lane on northbound Backlick Road. This project would include sidewalk along the west side of Backlick Road, upgraded pedestrian signal, and drainage improvements. Includes previous Backlick Road sidewalk project #91.
22	**Balls Hill Road/Old Dominion Intersection**	Dranesville	$13.52	**-Full funding for design and right of way. Partial funding for construction.**
23	**Burke Road from Aplomado Drive to Parakeet Drive**	Springfield	$7.93	-Remove the sharp curve on Burke Road to improve safety. Raise profile and provide new stream crossing. Modify Heritage Square Drive alignment, and provide adequate sight distance. Includes bike and pedestrian facilities.
27.03	**Terminal Road (left turn lane) at Fairfax County Parkway**	Mount Vernon/Lee	$2.23	-Addition of left turn lane on eastbound Terminal Road at the intersection of Fairfax County Parkway.
31	**Georgetown Pike and Route 123 (Dolley Madison Blvd.)**	Dranesville	$1.05	**-Project is now primarily a pedestrian project.** -Add right turn lane on Georgetown Pike in eastbound direction. This project would include signalization improvements as well as pedestrian facilities.
34	**Lewinsville Road and Spring Hill Road Study**	Dranesville	$0.05	**-Funded for study; study in progress. Completion anticipated mid 2020.** -Construct roundabouts to improve traffic flow. This project would include pedestrian crosswalks.
35	**Old Courthouse Rd/Besley Road Realign**	Hunter Mill	$11.74	-Improve alignment of Old Courthouse Road S-curve at Besley Road. The project would include raising the road elevation to improve drainage and limit flooding. Includes bicycle/pedestrian facility.
38	**Route 123/Great Falls/Lewinsville Intersection Neighborhood Study**	Dranesville	$6.90	**-Partial funding.** -Interim improvements ahead of potential grade separation per Tysons Neighborhood Study.
40	**Silverbrook Road and Lorton Road**	Mount Vernon	$0.07	**-Near completion.** -Construct an additional (triple) left turn lane from southbound Silverbrook Road onto eastbound Lorton Road. The project would include a new traffic signal and replacement of sidewalk on the west side of Silverbrook Road.
270	**North Kings Highway/Shields Avenue**	Lee	$4.19	**-Partially funding.** -To be completed as part of the Richmond Highway BRT.
190.07	**Centreville Road/Dulles Toll Road Eastbound on/off Ramps**	Dranesville	$1.50	**-Included in the Reston Funding Plan**
217	**Route 50 and Waples Mill Road Intersection**	Braddock/Providence	$2.00	-The project will add a westbound left turn lane from Route 50 to Waples Mill Road. Funded with I-66 Concession Payments.
317	**Braddock Road/Roberts Road Northbound (right turn lane)**	Braddock	$1.17	-Add a Northbound Right Turn lane on Roberts Road at Braddock Road, including a sidewalk connection from Tapestry Drive to Braddock Road.
320	**North Chambliss Street/Beaurgard Street**	Mason	$1.75	-Extend island at slip lane and construct approximately 1000 LF of 5-ft sidewalk from Meeting House Way to Lincolnia Senior Center entrance.

Attachment I(a): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
326	**Silverbrook Road/Southrun Road Eastbound (left turn lane)**	Mount Vernon	**$1.48**	-Add eastbound left turn lane on Silverbrook Road at Southrun Road.
45,46	**Braddock Road Improvements Phase I & II Design**	Braddock	**$5.40**	**-Funding for alternative analysis, preliminary design and plan development.** -Multimodal improvements on Braddock from Humphries Drive to Ravensworth Road to include preliminary design and plan development.
45,46	**Braddock Road Improvements Phase I**	Braddock	**$86.28**	**-Full implementation of Braddock Road Phase I improvements.** -Sopt intersection and pedestrian improvements.
TBD	**Fair Lakes Lighting Project**	Springfield	**$0.03**	**-Reserve for final billings.**
TBD	**2014 Bond Spot Program Management**	Countywide	**$0.10**	-2014 general obligation bond funded Spot Program/Project management.
TBD	**Spot Improvements Fairfax County Parkway/Route 29 - 2007**	Springfield	**$0.10**	**-Reserve for final billings.**
TBD	**Spot Planning & Coordination**	Countywide	**$0.10**	**-General Spot Program/Project management.**
TBD	**Reston Parkway at Baron Cameron Ave**	Hunter Mill	**$0.50**	-The project will include a second left turn lane on westbound Baron Cameron Avenue to southbound Reston Parkway. -Included in the Reston Funding Plan.
TBD	**Traffic Signal Program**	Countywide	**$1.20**	-Priority signal projects throughout the County.
TBD	**Route 123/Jermantown Road**	Providence	**$1.83**	-Add right turn lanes on northbound and southbound Route 123, including drainage improvements.
TBD	**Hunter Mill Road at Sunset Hills Road**	Hunter Mill	**$2.37**	**-Partially funded for preliminary design.** -Intersection improvement included in the Reston Funding Plan.
TBD	**Centreville Road at Sunrise Valley Drive**	Hunter Mill/Dranesville	**$10.00**	-Intersection improvement included in the Reston Funding Plan.
TBD	**Richmond Highway/CSX Underpass**	Mount Vernon	**$12.00**	**-Fully funded through local, and state sources.** -Rail (track) and roadway (tunnel wideining) improvements at underpass. Subset of projects 59 and 61.
			$180.91	

Attachment I(a): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
Transit Projects				
188	**RHPTI Match (FTA) Sidewalks**	Mount Vernon/Lee	**$0.16**	-Local cash match requirement for Improvements related to the Richmond Highway Public Transportation Initiative (RHPTI).
188	**RHPTI Public Transportation FTA (LCM)**	Mount Vernon/Lee	**$0.02**	-Local cash match requirement for Improvements related to the Richmond Highway Public Transportation Initiative (RHPTI).
358	**Rolling Road VRE Partial Parking Expansion**	Braddock/Springfield	**$2.98**	**-Fully funded.** -Surface parking lot expansion.
TBD	**Fairfax Corner Parking Garage**	Braddock/Springfield	**$38.51**	**-Fully funded.** -Construction of a parking structure at Fairfax Corner which will serve as a park-and-ride lot for the I-66 Outside the Belway Project. Funded with I-66 Concession Revenues.
TBD	**Bus Stop Program Projects**	Countywide	**$7.64**	**-Funding through FY25.** -Bus stop/shelter improvements throughout the County.
TBD	**Countywide Transit Stores**	Countywide	**$3.23**	**-Funding through FY25.** -Operations funding of the Fairfax Connector Stores.
TBD	**Fairfax Connector Operating Subsidies**	Countywide	**$234.68**	**-Partial funding through FY25.** -Fairfax Connector bus service operations. Funds service that relieves congestion.
TBD	**Metro Capital**	Countywide	**$84.00**	**-Funding through FY25.** -$14M/year for Metro capital funding.
TBD	**Transit Projects (2007 Bond Funded)**	Countywide	**$1.30**	-Transit projects approved in the 2007 General Obilgation Bond referendum. -Used for the continuation of the Bus Stop Program.
TBD	**Innovation Center Metrorail Parking Garage**	Dranesville	**$5.32**	**-Funding for continued design. Reserve for final billings.**
TBD	**Herndon Metrorail Parking Garage**	Hunter Mill	**$2.82**	**-Funding for continued design. Reserve for final billings.**
TBD	**Wiehle Avenue Metrorail Parking Garage**	Hunter Mill	**$0.09**	-Infrastructure improvements around the Wiehle parking garage recommended by the federal Record of Decision (ROD).
TBD	**Wiehle Avenue Parking Garage**	Hunter Mill	**$0.31**	**-Partial Funding for Opertating, and maintenance of the Wiehle parking garage.**
TBD	**Herndon Bus Facility Renovations**	Hunter Mill/Dranesville	**$0.75**	**-Project complete. Reserve for final billings.**
TBD	**Springfield Parking Garage**	Lee	**$60.87**	**-Fully funded.** -Vertical structure parking garage in Springfield on Old Keene Mill Road. Total spaces to be built are 1,000.
TBD	**Huntington Bus Garage Maintenance Bays**	Mount Vernon	**$0.99**	**-Project complete. Reserve for final billings.**
TBD	**Lorton VRE Park and Ride Expansion**	Mount Vernon	**$0.30**	**-Project complete. Reserve for final billings.**
TBD	**Richmond Highway Bus Rapid Transit (BRT)**	Mount Vernon/Lee	**$387.82**	**-Funded through FY25.** -Provides for approximately 8.6 miles of bus rapid transit operating on dedicated right of way along Richmond Highway /North Kings Highway from Fort Belvoir to the Huntington Metrorail Station including BRT stations.
TBD	**Richmond Highway Federal Transit Administration (FTA) Local Cash Match (LCM)**	Mount Vernon/Lee	**$0.93**	-Local cash match requirement for Improvements related to the Richmond Highway Public Transportation Initiative (RHPTI).

Attachment I(a): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
TBD	**Richmond Highway Transit Oriented Development (TOD) Grant (LCM)**	Mount Vernon/Lee	$0.20	-Local cash match requirement for the Richmond Highway TOD Grant.
TBD	**West Ox Bus Facility Parking Expansion Phase II - Design**	Springfield	$0.47	**-Project complete. Reserve for final billings.**
TBD	**West Ox Bus Garage Phase II - Construction**	Springfield	$3.29	**-Project complete. Reserve for final billings.**
TBD	**Stringfellow Road Parkand Ride Expansion**	Sully/Springfield	$0.50	**-Project complete. Reserve for final billings.**
			$837.18	

Project Support & Studies				
N/A	**Tysons Funding Plan Reserve**	Providence	$0.05	-Tysons capital reserve for Tysons Funding Plan projects.
TBD	**Traffic Calming Program**	Countywide	$0.48	-Funding set-aside for Countywide traffic calming needs.
TBD	**BOS Discretionary Transportation Projects**	Countywide	$1.00	-Funding for qualifying, district specific needs.
TBD	**Baileys Crossroads/Columbia Pike/Seminary Road Land Acqusition**	Mason	$0.95	-Funding for demolition work at site.
TBD	**Studies/Planning**	Countywide	$7.30	-Funding for studies identified over the six year TPP.
TBD	**Consultant Project Support/Staff/Lease/Software**	Countywide	$68.33	-Funding for general transportation project/program support.
TBD	**Debt Service**	Hunter Mill	$78.51	-Funding for debt service assicoated with TIFIA, Wiehle, EDA.
N/A	**Reserve/Contingency**	Countywide	$14.80	-Capital reserve to address overruns, cost increases, unforeseen needs.
		Subtotal	$171.42	
			$2,816.45	

Bicycle and Pedestrian Projects (Attachment I(b))	Subtotal Bike-Ped	$219.53	
		$3,036.0	

Attachment I(b): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
Bicycle and Pedestrian Projects				
87.01	**Route 50 Walkway (Blake Lane to Stonehurst Drive)**	Providence	**$0.83**	Construct asphalt trail with wayfinding signs.
87.02	**Route 50 Walkway (Lindenwood Lane to Nutley Street)**	Providence	**$0.72**	Construct walkway along north side of Route 50 with signalized crosswalks and wayfinding signs.
87.03	**Route 50 Walkway (Bear Branch Ped Bridge)**	Providence	**$0.81**	Construct walkway and a pedestrian bridge on the south side of Route 50 .
87.04	**Route 50 Walkway (Cedar Lane to Prosperity Avenue)**	Providence	**$1.68**	Construct walkway on the north side of Route 50 with bus stop accessibility improvements.
87.05	**Route 50 Walkway (Chichester Lane to Cedar Lane)**	Providence	**$0.87**	Construct concrete sidewalk on the south side of Route 50 frontage road.
87.06	**Route 50 Walkway (Ellenwood to Chichester Lane)**	Providence	**$0.15**	
90	**Backlick Road SW - Kandel-Cindy Lane**	Mason	**$1.19**	Construct walkway on east side of Backlick Road from Kandel Court to Cindy Lane.
94	**Baron Road Walkway**	Dranesville	**$0.05**	Construct walkway on the north side of Baron Road from Dead Run Park trailhead to Douglass Drive. Project complete. Reserve for final billings.
95	**Braddock Walkway (Calbern to Curbside Lane)**	Sully	**$0.60**	Construct walkway on the south side of Braddock Road from Calbern Drive to Clubside Lane.
100	**Center Road Walkway - (West Springfield High School to Garden Road)**	Springfield	**$0.76**	Construct walkway on south side of Center Road from West Springfield High School to Garden Road.

Attachment I(b): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
102	**Chain Bridge Road Walkway (Courthouse to Sutton)**	Providence	**$1.53**	Construct walkway on south side of Chain Bridge Road (Route 123) from Courthouse Road to Sutton Road.
103	**Chain Bridge Road Walkway (Horseshoe to Niblick)**	Providence	**$0.93**	Construct walkway on south side of Chain Bridge Road (Route 123) from Horse Shoe Drive (north intersection) to Niblick Drive.
107	**Chesterbrook Road Walkway (Chesterbrook Vale Court to North Albemarle Street)**	Dranesville	**$1.25**	Construct walkway on south side of Chesterbrook Road from Chesterbrook Vale Court to North Albemarle Street.
108.01	**Chichester Lane Walk (Cherry to Day Lilly)**	Providence	**$0.06**	Construct walkway on west side of Chichester Lane from existing sidewalk at Cherry Drive to existing Day Lilly Court Connecting Trail with new direct connection to Fairhill Elementary School Entrance near south entrance. Project complete. Reserve for final billings.
108.02	**Chichester Lane (Linsmore at Fairhill Elementary School)**	Providence	**$0.07**	Construct walkway from Lismore Lane to existing sidewalk on east side of Chichester Lane at Fairhill Elementary School. Project complete. Reserve for final billings.
109	**Cinder Bed Bikeway**	Lee	**$6.20**	Provide approximately three miles of bikeway, extending from Fairfax County Parkway near Telegraph Road to the south side of the Franconia-Springfield Metrorail Station. The southern segment could include an on-road facility on Cinder

Attachment I(b): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
111	**Compton Road Walkway (Mt. Olive Road to Cub Run Stream Valley Trail)**	Sully	**$3.71**	Construct walkway on east side of Compton Road from Mt. Olive Road to Cub Run Stream Valley Trail.
113	**Edsall Road Walk (Timber Forest to Edsall Road)**	Mason	**$0.35**	Construct walkway on north side of Edsall Road from Timber Forest Drive to Edsall Gardens
116	**Fair Lakes Blvd Walk (Stringfellow to Retail)**	Sully/Springfield	**$0.93**	Construct walkway on south side of Fair Lakes Boulevard from Stringfellow Road to retail center.
117	**Fairfax County Parkway Bicycle Wayfinding**	Countywide	**$0.04**	Install bicycle way finding signs along the Fairfax County Parkway and Franconia-Springfield Parkway.
119	**Fleet Drive Walk (Yadkin to Franconia)**	Lee	**$1.55**	Construct walkway on east side of Fleet Drive from Yadkin Court to existing walkway south of Franconia Road.
121	**Fox Mill Road Walk (Fairfax County Parkway to Reston Parkway Phase II)**	Hunter Mill	**$4.02**	Construct walkway on north side of Fox Mill Road from Fairfax County Parkway to Reston Parkway.
122	**Franconia Road Median Refuge**	Lee	**$0.08**	Construct pedestrian median refuge area on Franconia Road at Westchester Street and Rose Hill Shopping Center.
123	**Franconia-Springfield Metro/ VRE Bicycle Parking**	Lee	**$0.01**	Install covered bicycle parking to accommodate at least 30 bicycles. Improvements to the access Driveway pavement and lighting and security may also be provided.
125	**Georgetown Pike Walkway**	Dranesville	**$0.68**	Construct walkway on north side of Georgetown Pike from Seneca Shopping Center to Falls Bridge Lane.

Attachment I(b): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
126	**Glade Drive Walkway (Middle Creek Lane to Glade Bank Way)**	Hunter Mill	**$0.04**	Construct walkway on north side of Glade Drive from Middle Creek Lane to Glade Bank Way.
127	**Glade Drive Walkway (Colts Neck Road to Reston Parkway)**	Hunter Mill	**$0.46**	Construct walkway on north side of Glade Drive from Colts Neck Road to Reston Parkway.
128	**Glen Forest Drive Walkway (Route 7 to Glen Forest Elementary School)**	Mason	**$0.57**	Construct walkway on south side of Glen Forest Drive from retail center on Route 7 to Glen Forest Elementary School.
131	**Gunston Cove Road Walkway - Cranford Street to Amsterdam Street**	Hunter Mill	**$0.21**	Construct walkway on north side of Gunston Cove Road from Cranford Street to Amsterdam Street.
134	**Hunter Village Drive Walkway (Wentworth Place to Flax Street)**	Springfield	**$0.38**	Construct walkway on north side of Hunter Village Drive from existing walkway east of Wentworth Place to Flax Street.
136	**Idylwood Road Walkway (Norwalk Street to existing walkway two properties to the south)**	Dranesville	**$0.09**	Construct walkway on east side of Idylwood Road from Norwalk Street to existing walkway two properties to the south.
137	**Idylwood Road Walkway (Hillside to Idylwood)**	Dranesville	**$0.81**	Construct walkway on west side of Idylwood Road from Hillside Drive to Idylwood Court.
140	**Kirby Road Walkway (Chesterbrook Elementary School to Halsey)**	Dranesville	**$0.82**	Construct walkway on south side of Kirby Road from Chesterbrook Elementary School to Halsey
141	**Kirby Road Walkway (Halsey to Franklin)**	Dranesville	**$1.26**	Construct walkway on south side of Kirby Road from Halsey Road to Franklin Avenue.
142	**Kirby Road North (Ivy Hill to Corliss)**	Dranesville	**$1.30**	Construct walkway on north side of Kirby Road from Ivy Hill Drive to Corliss Court.

Attachment I(b): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
143	**Kirby Road North (Chesterfield to Ivy Hill)**	Dranesville	**$1.35**	Construct walkway on north side of Kirby Road from Chesterfield Avenue to Ivy Hill Drive.
144	**Lee Chapel Road Walk (Britford to Burke Lake)**	Springfield	**$2.81**	Construct walkway on the west side of Lee Chapel Road from Britford Drive to Burke Lake Road.
145	**Route 29 (Lee Highway) Ped Improvements**	Providence	**$2.08**	Construct walkway on south side of Lee Highway (Route 29) from Circle Towers to Nutley Street.
147	**Lisle Avenue Walkway (Griffith to Sportsman)**	Dranesville	**$0.58**	Construct walkway on the south side of Lisle Avenue from Griffith Road to Sportsman Drive.
150	**Magarity Road Walkway (Lusby Place to Peabody Drive)**	Dranesville	**$3.06**	Construct walkway on south side of Magarity Road from Lusby Place to Peabody Drive near Westgate Elementary School.
151	**Medford Drive Walk (Annandale High School to Davian)**	Mason	**$0.36**	Construct walkway on east side of Medford Road Drive from Annandale High School to Davian Drive.
154	**Mount Vernon Memorial Highway (Potomac Heritage National Scenic Trail)**	Mount Vernon	**$5.15**	Project will complete missing segments of the trail from southeast of Route 1 (Richmond Hwy) in the vicinity of the Washington's Mill Historic State Park to Grist Mill Park (southeast of Old Mill Road). Includes bridge over Dogue Creek.
155	**North Shore Drive Walkway (North Shore Ct. to Sycamore Valley Ct)**	Hunter Mill	**$1.52**	Construct walkway on south side of North Shore Drive from east of North Shore Court to Sycamore Valley Court.
157	**Old Dominion Drive Walkway**	Dranesville	**$0.25**	Northside of Old Dominion Drive from northeast corner at Spring Hill Road to existing walkway at Duchess Drive.

Attachment I(b): Revised Recommended Priority Project List for Funding
FY 2020 - FY 2025

TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
161	**Peace Valley Lane Walkway (Peace Valley/Justice)**	Mason	**$1.23**	Construct walkway on north side of Peace Valley Lane along Justice High School.
162	**Pleasant Valley Road Walkway (Elklick to Dominion Power)**	Sully	**$2.95**	Construct walkway on east side of Pleasant Valley Road from north of Elklick Run to Dominion Virginia Power lines.
163	**Post Forest Drive Walkway (Legato to West)**	Springfield	**$0.10**	Construct walkway on south side of Post Forest Drive from Legato Road west to existing walkway.
164	**Post Forest Drive Walkway (Legato to - Government Center Parkway)**	Braddock	**$0.02**	Construct walkway on south side of Post Forest Drive from Legato Road to Government Center Parkway.
165	**Quander Avenue Walkway (West Potomac High School to Quander Elementary School)**	Mount Vernon	**$2.25**	Construct walkway on west side of Quander Avenue from southern West Potomac High School frontage
167	**Rolling Road Walkway (Roxbury to Tuttle)**	Braddock	**$2.17**	Construct walkway on east side of Rolling Road from Roxbury Avenue to Tuttle Road.
169	**Seminary Road Walkway (Magnolia to Colfax)**	Mason	**$0.65**	Construct walkway on Seminary Road from north of Magnolia Lane to Colfax Avenue.
172	**Sleepy Hollow Road Walkway (Columbia Pi to Rt 7)**	Mason	**$5.51**	Complete missing links on Sleepy Hollow Road from Columbia Pike to Route 7.
175	**South Lakes Drive Walkway (Greens to Sunrise Valley)**	Hunter Mill	**$1.89**	Complete missing links on South Lakes Drive from Greenkeepers Court to Sunrise Valley Drive.
176	**Sunrise Valley Drive Walkway (Hitchcock to Colts Brook)**	Hunter Mill	**$0.78**	Construct walkway on north side of Sunrise Valley Drive from Hitchcock Drive to Colts Brook Drive.

Attachment I(b): Revised Recommended Priority Project List for Funding
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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
177	**Sunset Hills Road Walkway (Old Reston Avenue to Reston Parkway)**	Hunter Mill	**$0.29**	Construct walkway on north side of Sunset Hills Road from Old Reston Avenue to Reston Parkway.
180.01	**Telegraph Road Walkway (RoseHill to Huntington)**	Lee	**$0.99**	Install sidewalk to fill in missing links, including crosswalks and curb ramps.
180.03	**Telegraph Road Walkway (Wilton to Farmington)**	Lee	**$0.57**	Install sidewalk to fill in missing links, including crosswalks and curb ramps.
182	**Van Dorn Street Ped and Bike Imps (Oakwood Road to Alexandra Drive)**	Lee	**$4.55**	Existing trail extending from Oakwood Road (ramp underpass) to the Alexandria City Line will be improved to current geometric standards including those segments under the Capital Beltway (I-95) and the railroad. Lighting and way finding signage included.
183	**Vienna Metro Bicycle Connectivity**	Providence	**$1.00**	Enhance bike access to the Vienna Metrorail and Metro West Town Center; Vaden Drive Bridge, Five Oaks Road from Vaden Drive to Blake Lane, and Virginia Centre Boulevard through lane and road dieting. Includes bike wayfinding signage and shared lane markings.
186	**Westmoreland Street Walkway**	Dranesville	**$1.80**	From Kirby Road to Lemon Road.
187	**Westmoreland Bike North of Rosemont**	Dranesville	**$0.39**	Widen east side of Westmoreland Street north of Rosemont Drive to accommodate proposed bike lanes.
188	**Richmond Highway Public Transportation Reserve**	Mount Vernon/Lee	**$0.37**	Install bus shelters.

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
188.01	**Route 1 - Fairhaven Avenue/Quander**	Mount Vernon/Lee	**$0.10**	Install crosswalk, pedestrian signals, and missing sidewalk segments to improve pedestrian facilities at intersection.
188.08	**Route 1 - Fordson**	Mount Vernon/Lee	**$0.08**	Complete. Reserve for final billings.
188.09	**Route 1 Sidewalk Northbound (Sherwood to Kings)**	Mount Vernon/Lee	**$0.13**	Complete. Reserve for final billings.
189	**2014 Bond RMAG PHII Program Management**	Hunter Mill	**$0.06**	Reston Metrorail Access Group
189	**Reston Bike Share**	Hunter Mill	**$0.90**	
189	**Reston Fire Station Water Line Relocation**	Hunter Mill	**$0.17**	
189	**RMAG Phase II Program Management**	Hunter Mill	**$0.11**	Reston Metrorail Access Group
189.04	**Sunrise Valley (Reston Parkway to Soapstone/North Shore)**	Hunter Mill	**$8.78**	Install separated bike lanes and a pedestrian facility on the north side of Sunrise Valley Drive.
189.06	**Sunset Hills Road (Discovery Street to Pedestrian Bridge Exit)**	Hunter Mill	**$0.01**	Provide crosswalk on the east leg of the intersection.
189.07	**Reston Parkway Dulles Toll Road westbound On ramp**	Hunter Mill	**$0.36**	Intersection pedestrian improvements, including sidewalks, trails, and bike facility upgrades.
189.08	**Reston Parkway- Dulles Toll Road Eastbound On/Off ramp**	Hunter Mill	**$0.48**	Intersection pedestrian improvements, including sidewalks, trails, and bike facility upgrades.
189.10	**Sunset Hills at Fairfax County Parkway**	Hunter Mill	**$0.33**	Provide a crosswalk at the on-ramp to Sunset Hills Road from the Fairfax County Parkway and extend the shared-use path.
189.11	**Bluemont Way (Discovery Street Ped Bridge to Reston Parkway)**	Hunter Mill	**$0.47**	Construct asphalt shared-use path along the south side of Bluemont Way.

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
189.13	**New Dominion Parkway Bike (Reston Parkway to Fairfax County Parkway)**	Hunter Mill	**$1.76**	Reconstruct New Dominion Parkway with cycle track, reduced median width, and reduced lane widths from Fairfax County Parkway to Reston Parkway.
189.14	**Town Center Parkway at W&OD Trail**	Hunter Mill	**$0.01**	Construct shared-use path from the existing sidewalk along Town Center Parkway to the existing Washington and Old Dominion Trail.
189.15	**Town Center Parkway Bike Lane (Sunset Hills to Baron Cameron)**	Hunter Mill	**$1.63**	Reconstruct with cycle track, reduce median width, and restripe with narrow lane widths.
189.16	**Sunrise Valley Bike Lane (Fairfax County Parkway to Reston Parkway)**	Hunter Mill	**$1.50**	Narrow median between Reston Pkwy and Fairfax County Pkwy to provide cycle track in each direction from Glade Drive to Edmund Halley Drive.
189.17	**Sunrise Valley Drive - Reston Association Entrance**	Hunter Mill	**$0.01**	Provide pedestrian crosswalk on the east leg of the intersection.
190.07	**Dulles Toll Road at Centreville Road**	Hunter Mill	**$0.01**	Install signalized pedestrian crosswalk.
189.09	**Fairfax County Parkway Trail Crossing at Dulles Toll Road On Ramp**	Hunter Mill	**$0.80**	At grade crossing of trail at Dulles Toll Road on ramp.
190	**Herndon Implemented**	Dranesville	**$8.44**	Town of Herndon (TOH) implemented HMSAMS
190	**HMSAMS Program Management**	Dranesville	**$0.07**	Improve signalized crosswalks.
190.01	**Sunrise Valley at Monroe Street**	Dranesville	**$0.10**	TOH Completing as part of #190
190.02	**Van Buren at Worldgate**	Dranesville	**$0.00**	TOH Completing as part of #190. Install signalized crosswalk.
190.03	**Herndon Parkway at Herndon Metro North**	Dranesville	**$0.00**	TOH Completing as part of #190. Install mid-block signalized crosswalk.

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
190.06	**Innovation Center at Arrowbrook**	Dranesville	**$0.93**	Construct multi-purpose, lighted trail from the Arrowbrook Development to Sunrise Valley Drive. HAWK Signal installation across Sunrise Valley Drive.
190.08	**Herndon Parkway (W&OD to Fairbrook)**	Dranesville	**$0.00**	TOH is Completing as part of #190. Provide a cycle track on south side of Herndon Parkway.
190.09	**Chandon Park to Worldgate Drive**	Dranesville	**$0.00**	TOH Completing as part of #190. Install a shared-use path and lighting from Dulles Glen Apartments to Worldgate Drive.
190.11	**Innovation to Rock Hill**	Dranesville	**$0.38**	Construct concrete sidewalk on east side of Innovation Avenue from Innovation Metrorail Station to Dulles Green Boulevard.
190.12	**Van Buren Street (W&OD to Monroe Manor)**	Dranesville	**$0.00**	TOH Completing as part of #190
190.13	**Monroe Street (Dulles Toll Road to Monroe Manor Drive)**	Dranesville	**$2.88**	Provide walkway on east side of Monroe Street to complete missing links.
190.14	**Sunrise Valley (Fairfax County Parkway to Innovation Street)**	Hunter Mill/Dranesville	**$5.79**	Reconstruct Sunrise Valley Drive from Innovation Station to Fairfax County Parkway to provide cycle track by narrowing median and travel lane widths.
190.15	**Innovation Station North**	Dranesville	**$8.81**	Add shared-use path and lighting.
191	**Old Mt Vernon Road Walkway (Mt Vernon Highway to Westgate)**	Mount Vernon	**$1.04**	Construct walkway on the west side of Old Mount Vernon Road from Mount Vernon Highway to Westgate Drive.
195	**Crestview Drive Walkway**	Dranesville	**$0.30**	From Eldridge Lane to Builders Road.
196	**Crestview Drive Walkway**	Dranesville	**$0.40**	From Ferris Avenue to Builders Road.
201	**Great Falls Street Walkway**	Dranesville	**$0.40**	From Grande Lane to Haycock Road.

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
202	**Great Falls Street Walkway (I-66 to Northwest Street)**	Dranesville	**$2.83**	Construct walkway on Great Falls Street from I-66 Bridge to North West Street.
204	**Ingleside Avenue Walkway**	Dranesville	**$0.95**	From McLean Community Center to Churchill Road.
205	**Little River Turnpike Walkway to Roberts Avenue**	Mason	**$3.91**	Construct walkway on the north side of Little River Turnpike both west of and east of Roberts Avenue.
206	**Mason Neck Trail (Gunston Road Walkway) North Segment**	Mason	**$4.01**	Construct missing links of walkway on Gunston Road from Richmond Highway (Route 1) to existing trail.
208	**Redd Road Walkway**	Dranesville	**$0.10**	Walkway and bridge connecting Redd Road (Idylwood Road Side) to Redd Road (Pimmit Drive Side).
TBD	**Scotts Run Trail (Lighting)**	Providence	**$0.21**	Funding for lighting as part of the Scotts Run Trail.
211	**Rock Hill Road Walkway (Sterling to Astoria)**	Dranesville	**$1.74**	Construct walkway on the east side of Rock Hill Road from Sterling Road to Astoria Circle.
228	**Franconia-Springfield Parkway Trail Connection**	Lee	**$0.61**	Extend shared use path from Spring Village Drive to Ridgeway Drive. Access to Metrorail station.
229	**Little River Turnpike Corridor Bike Improvements**	Mason	**$7.50**	Add bike facilities and shared use path to complete network gaps.
231	**Creek Crossing Pedestrian Enhancements (Vienna Agreement)**	Hunter Mill	**$2.50**	Upgrade existing pedestrian facility on east side of Creek Crossing from Fairway Drive to Old Courthouse Road administered by the Town of Vienna.
232	**Old Courthouse Road Pedestrian Enhancements**	Hunter Mill	**$2.70**	Upgrade existing trail on northwest side of Old Courthouse Road From Freedom Hill Park to Westbriar Drive

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
234	**Little River Turnpike (Hillbrook to Little River Run)**	Mason	**$6.32**	South side from Hillbrook Drive to Little River Run Drive
235	**Little River Turnpike Walkway (Columbia Road to - Mayhunt)**	Mason	**$0.98**	South side from Columbia Road to Mayhunt Court.
238	**Kirby Road Walkway (Mori to Chesterbrook)**	Dranesville	**$1.98**	Eastside (Mori to Chesterbrook)
239	**Chesterbrook Road Walkway (North Albemarle to Forest)**	Dranesville	**$1.40**	Southside (N Albemarle to Forest)
240	**Chesterbrook Road Walkway (Forest to North 41st)**	Dranesville	**$1.25**	Southside (Forest to N 41st)
305	**Chesterbrook Road South (Chesterford Road to Chesterbrook Vale)**	Dranesville	**$1.98**	Construct concrete sidewalk on the Southside of Chesterbrook Road.
307	**Old Courthouse Road**	Hunter Mill	**$1.60**	Construct concrete sidewalk along Old Courthouse Road.
330	**Lake Pointe Drive at Guinea Road**	Braddock	**$0.25**	Construct sidewalk, including curb and gutter, pedestrian crosswalks, and curb ramps on north and east legs of intersection.
334	**Columbia Pike at John Marr Drive Intersection**	Mason	**$0.15**	Intersection improvements
336	**Pohick Road Southrun Road Intersection**	Springfield	**$0.96**	Construct sidewalk along southeast side of Southrun Road from Rushing Creek Road to Pohick Road and signalized pedestrian crossings at Pohick Road.
337	**Hooes Road at Newington Forest Avenue Intersection**	Springfield	**$0.43**	Construct concrete sidewalk along the south side of Newington Forest Avenue from Treasure Tree Court to Hooes Road, including pedestrian signals and crosswalk.

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
341	**Old Keene Mill Road Walkway to Carrleigh west**	Braddock	**$0.10**	Construct concrete sidewalk and curb and gutter west of Carrleigh Parkway and extend the right turn lane.
343	**Wakefield Chapel Road Bike at NVCC**	Braddock	**$1.62**	Construct bike lanes on Wakefield Chapel Road from Pulley Court to NVCC Campus, including minor widening and section of new 5-foot sidewalk.
346	**Burke VRE Connector Ph IV**	Braddock	**$2.54**	Connect VRE station to surrounding neighborhoods to the west via shared-use path, sidewalk, and sharrows.
347.01	**Dolley Madison Southwest at Chain Bridge Road**	Dranesville	**$0.01**	Construct sidewalk on south side of Dolley Madison Boulevard from Chain Bridge Road to bus stop just north of Kurtz Road.
348	**Dolley Madison Southwest/Old Dominion/Beverly Avenue**	Dranesville	**$0.04**	Install sidewalk on south side of Dolley Madison Boulevard.
350	**Northwest Street Walkway (Great Falls to Brilyn)**	Dranesville	**$0.88**	Construct 260 LF of sidewalk along north side of North West Street .
351	**Sunrise Valley Walkway (River Birch to Legacy Court)**	Dranesville	**$0.01**	Construct concrete sidewalk along the north side of Sunrise Valley Drive from River Birch Road to Legacy Circle.
353	**South Van Dorn at Franconia Road Walkway**	Lee	**$0.19**	Construct sidewalk along the west side of South Van Dorn Street and south of Franconia Road, including new bus stop pad and curb ramps.
354	**Silverbrook Road Walkway (Hooes to -South County High School; Monachan Road Walkway)**	Mount Vernon	**$0.07**	Construct sidewalk south of Monacan Road, including connections to existing trails, pedestrian crosswalk, signage, and pavement markings.

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
356	**West Ox Road Trail (Penderbrook to Route 50)**	Braddock	**$0.73**	Install concrete walkway along southbound West Ox Road from Ox Hill Road to Route 50.
357	**Route 50 Trail**	Braddock	**$0.94**	Construct concrete sidewalk on south side of Route 50, up off ramp to West Ox Road, and terminating in Fairfax Town Center parking lot.
657	**Memorial Street at Donora Drive Ped Xing**	Lee	**$0.18**	Construct crosswalk with median refuge on west leg of Memorial Street, curb bulb out and, crosswalk on Donora Drive.
TBD	**Bike/Ped Management**	Countywide	**$0.35**	2014 Bond funded, and C&I funded.
TBD	**Ashgrove Trail**	Hunter Mill	**$1.20**	Construct asphalt trail from Ashgrove Plantation Trail to Westwood Center Drive.
TBD	**Beuhlah Road Phase 2**	Hunter Mill	**$0.50**	Clark Crossing Road missing segment.
TBD	**Bike Facilities Program (Operating)**	Countywide	**$0.37**	
TBD	**Birch Street Sidewalk**	Dranesville	**$0.53**	Construct concrete sidewalk on west side of Birch Street from Grove Avenue to existing Falls Church City sidewalk
TBD	**Braddock Road/Walney Road Shared Use Path**	Sully	**$4.15**	
TBD	**Cinder Bed Road Improvements**	Lee	**$0.01**	2007 Bond funded.
TBD	**Flint Hill Road Improvements**	Hunter Mill	**$0.10**	Provide a raised crosswalk, rapid flashing beacons, and upgrade curb ramps.
TBD	**Georgetown Pike Trail Phase III**	Dranesville	**$0.20**	Construct trail along the north side of Georgetown Pike.
TBD	**Graham Road Improvements**	Mason	**$0.10**	Provide a refuge island and upgrade ramps.
TBD	**Hunter Mill Road/Sunrise Valley Drive**	Hunter Mill	**$0.73**	Install signalized pedestrian crosswalks, concrete sidewalk, refuge islands, curb gutter, and trail .

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
TBD	**Hunter Village Drive**	Springfield	**$0.21**	Shoulder and pedestrian improvements on Hunter Village Drive.
TBD	**I-495 Overpass (Old Meadow Road to Tysons Corner Center)**	Providence	**$10.50**	Shared use path from the intersection of Route 123 and Old Meadow Road east of I-495 to Tysons Corner Center.
TBD	**I-66 Trail**	Countywide	**$10.00**	
TBD	**Lorton Arts Access Road**	Mount Vernon	**$0.95**	Provide direct access from Lorton Arts to Workhouse Road south of existing entrance near Route 123.
TBD	**McLean Streetscape**	Dranesville	**$0.06**	Chain Bridge Road from Laughlin Street to Corner Lane; Shell Drive to Center Street.
TBD	**Monument Drive Pedestrian Bridge**	Braddock	**$3.81**	I-66 Concession Payment Project
TBD	**Pedestrian Lighting Projects**	Countywide	**$0.20**	
TBD	**Planning and Coordination**	Countywide	**$0.01**	
TBD	**Providence Bike Share**	Providence	**$0.60**	
TBD	**Route 7 at Lewinsville**	Dranesville	**$0.55**	Construct a shared use path and Brook Road walkway.
TBD	**Route 7 Walkway (Rio Drive to Glenmore Drive)**	Mason	**$0.07**	Construct walkway on east side of Route 7 from Rio Drive to Waters Edge Condos and on west side from Nevius Street to Glenmore Drive.
TBD	**Sully Civil War Cycle Tour**	Sully	**$0.01**	Install wayfinding signs and interpretive markers at historic sites.
TBD	**Telegraph Road Walkway - South Van Dorn to Lee District Park)**	Lee	**$5.44**	Pedestrian improvements and bike lane along east side of Telegraph Road from South Kings Highway to Lee District Park.

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TPP ID #	Project Name	District	6-Year Funding Recomm. ($M)	Remarks/Scope
TBD	**TMSAMS-RMAG Scoping**	Hunter Mill/ Providence	**$0.05**	
TBD	**Wolf Trap Elementary**	Hunter Mill	**$0.20**	Safe Routes to Schools
TBD	**Wolf Trap Elementary**	Hunter Mill	**$0.04**	Safe Routes to Schools - Local Cash Match
			$219.53	

Attachment II(a): Revised Projects Not Recommended for the Priority Project List
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TPP ID #	Project Name	District	Est Cost ($M)	Remarks/Scope
Project Funding Recommendation - Interchanges				
4	**I-95 and Fairfax County Parkway/NB Flyover**	Mt. Vernon	$83.00	-Construct a flyover ramp to carry traffic exiting northbound I-95 to westbound Fairfax County Parkway. The project would include construction of left turns at the Fairfax County Parkway off-ramp and Loisdale Road intersection. Reduces congestion on Fairfax County Parkway at Loisdale Road, and provides better access to the EPG area.
9	**Seven Corners Interchange Improvements**	Mason, Providence	TBD	-Partial funding for feasibility/phasing study. -Further implementation deferred.
10	**South Van Dorn St. and Franconia Road**	Lee	$139.50	- The study recommended constructing a grade-separated interchange at the intersection of South Van Dorn Street and Franconia Road. The project would include pedestrian and bicycle facilities.
215	**Cleveland Ramp**	Dranesville	TBD	-Partial Funding for federal approvals/planning and preliminary design. -Further implementation deferred.
216	**Route 7/Route 123 Rebuild**	Providence	TBD	-Partial funding for preliminary design. -Further implementation deferred.

Project Funding Recommendation - Roadway Extensions				
13	**Dulles Toll Road - South Lakes Drive Overpass**	Hunter Mill	$82.25	-Construct 4-lane roadway over the Dulles Toll Road from Sunrise Valley Drive to Sunset Hills Road. The project would include pedestrian and bicycle facilities. Identified in the Reston Comp Plan Amendment to be considered by the BOS on 1/28/14.
14	**Dulles Toll Road - Town Center Parkway Underpass**	Hunter Mill	$157.00	-Implementation beyond alternatives analysis is deferred. -Construct 4-lane divided roadway under the Dulles Toll Road from Sunrise Valley Drive to Sunset Hills Road. Identified in Reston Comp Plan Amendment to be considered by the BOS on 1/28/14.

Attachment II(a): Revised Projects Not Recommended for the Priority Project List
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TPP ID #	Project Name	District	Est Cost ($M)	Remarks/Scope
19	**Stone Road Overpass over I-66 from Route 29 to Route 28**	Sully	$81.55	-Between Stone Road at Route 29 and New Braddock Road. Construct a bridge over I-66 and another bridge over Big Rocky Run. Re-stripe westbound New Braddock Road to provide 2 through travel lanes. Provides alternative route other than VA 28 between Centreville and Westfields area. Reduces congestion at I-66/VA 28 and I-66/Rte. 29 Interchanges. Future Metrorail station on Comp Plan near this location.

Project Funding Recommendation - Spot Improvements				
26	**Electric Avenue and Cedar Lane NB Left Turn Lane**	Providence	$1.61	-Add 250' of left turn lane on northbound Cedar Lane at Electric Avenue. The project would include curb and gutter and drainage improvements on the east side of Cedar Lane, sidewalk, crosswalks, and a new mast-arm signal.
27	**Fairfax County Parkway from I-95 to Telegraph Road**	Lee, Mt. Vernon	$19.25	**-Split into multiple projects, some deferred.**
30	**Fort Hunt Road and Collingwood Road**	Mt. Vernon	$2.22	-Construct left turn lanes on both northbound and southbound Fort Hunt Road at Collingwood Road. The project would include a new traffic signal, pedestrian signals, and walkways on both sides of Fort Hunt Road.
32	**Hunter Mill Road and Lawyers Road**	Hunter Mill, Sully	$15.50	-Replace intersection with roundabout, provide a shared-used path and adequate pedestrian crossings throughout the roundabout, and relocate overhead utilities.
33	**Kirby Road and Old Dominion Road**	Dranesville	$10.70	-Improve intersection safety and geometry, which may include adding or extending turn lanes. The project would include pedestrian facilities.
TBD	**Route 7/Georgetown Pike Lighting Project**	Dranesville	$0.25	-Funding for lighting to be built as part of the intersection improvement.

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TPP ID #	Project Name	District	Est Cost ($M)	Remarks/Scope
Project Funding Recommendation - Roadway Widenings				
49, 50, 51, 52, 53	**Fairfax County Parkway Improvements** **- Lee Chapel to Rolling Rd - 4 to 6 Lanes** **- 123 to Lee Chapel - 4 to 6 Lanes** **- US 29 to VA 123 - 4 to 6 Lanes** **- Dulles Toll Rd to West Ox Rd - 4 to 6 Lanes** **- West Ox Rd to Rugby Rd - 4 to 6 Lanes**	Braddock, Dranesville, Hunter Mill, Springfield, Sully	$396.10	Proposed for deferral: - Lee Chapel to Rolling Rd - 4 to 6 Lanes - Route 123 to Lee Chapel - 4 to 6 Lanes - Route 123 to Ladues End Lane - 4 to 6 lanes and interchange improvements - Dulles Toll Rd to West Ox Rd - 4 to 6 Lanes - West Ox Rd to Rugby Rd - 4 to 6 Lanes
54	**Frying Pan Road - VA 28 to Centreville Road - 2 or 4 to 6 Lanes**	Dranesville, Hunter Mill	$54.30	-Widen Frying Pan Road from 2 and 4 lanes to 6 lanes from Route 28 to Centerville Road. The project would include intersection improvements such as a turn lanes and signalization as well as pedestrian and bicycle facilities. Improves access to future Silver Line Metrorail Station and Dulles Airport. Provides relief to Centreville Road. Completes "missing" segments between existing sections of roadway already widened by development.
55	**Hooes Road - Fairfax County Parkway to Silverbrook Rd 2 to 4 Lanes**	Mt. Vernon, Springfield	$20.55	-Widen Hooes Road from 2 to 4 lanes from Fairfax County Parkway to Silverbrook Road. The project would include pedestrian signals at Newington Forest Avenue, and pedestrian and bicycle facilities.
57	**Pohick Rd - US 1 (Richmond Hwy) to I-95 - 2 to 4 Lanes**	Mt. Vernon	$29.25	**-Only pedestrian Improvements are advancing.** -Widen Pohick Road from 2 to 4 Lanes from Route 1 (Richmond Highway) to I-95.
59	**US 1 (Richmond Hwy) - Occoquan River to CSX Overpass - 4 to 6 Lanes**	Mt. Vernon	$85.20	-Partial funding for study and environmental analysis. Complements project #60, and #61. Eliminates bottleneck at CSX RR underpass. **Work beyond Preliminary Engineering is deferred.** -Widen Route 1 from 4 to 6 lanes from the CSX Railroad Underpass to the Occoquan River bridge. This project would include reconstruction of the CSX Railroad Underpass, and pedestrian and bicycle facilities. Provides improved access and reduces congestion between Prince William County (points south) to Ft. Belvoir.

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TPP ID #	Project Name	District	Est Cost ($M)	Remarks/Scope
61	**US 1 (Richmond Hwy) - Armistead Road to CSX Overpass - 4 to 6 Lanes**	Mt. Vernon	$84.75	-Complements project #60, and #61. Eliminates bottleneck at CSX RR underpass. **Work beyond Preliminary Engineering is deferred.** -Widen Route 1 (Richmond Highway) from 4 to 6 lanes from Armistead Road to I-95 Ramps. The project would include a raised median, intersection signalization improvements, and pedestrian and bicycle facilities. Provides improved access and reduces congestion between Prince William County (points south) to Ft. Belvoir. With projects #60 and #61, completes widening of Rte. 1 to six lanes across entire County.
69	**US 50 (Arlington Blvd) Inside Beltway - Cedar Hill to Annandale Road - 4 to 6 Lanes**	Mason/Providence	$47.50	**-On hold while VDOT finishes STARS study.** -Widen Route 50 (Arlington Boulevard) inside the Beltway from 4 to 6 lanes from Cedar Hill Road to Annandale Road. The project would include intersection improvements, including signalization improvements, and pedestrian and bicycle facilities. Reduces significant congestion on Route 50 inside the beltway. Provides improved access to Seven Corners area, and facilitates economic development.
221	**Route 236/Little River Turnpike - I-495 to John Marr - 4 to 6 Lanes w/Streetscape**	Braddock, Mason	TBD	- Improves access to Annandale and facilitates economic redevelopment

Project Funding Recommendation - Transit				
75	**Braddock Rd P&R Lot**	Braddock	$10.00	**-Project was discontinued.** -Project supports both transit and future HOV operation along Braddock Road between Burke Lake Road and I-495. -Construct commuter parking lot with approximately 500 spaces adjacent to Braddock Road near Kings Park West.

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TPP ID #	Project Name	District	Est Cost ($M)	Remarks/Scope
81	**Fairfax County Parkway (Rt 286) Enhanced Bus Service**	Braddock, Hunter Mill, Lee, Mt. Vernon, Springfield, Sully	$47.00	**-Bus service deferred.** -Includes further study needed to identify sites and costs for potential transit stations and park-and-ride lots, and route-level planning. -Implement enhanced bus service in FY-20 between Herndon-Monroe Park-and-Ride and Fort Belvoir via Fairfax County Parkway. Provides significant missing cross-county transit link.

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TPP ID #	Project Name	District	Est Cost ($M)	Remarks/Scope
Project Funding Recommendation - Bicycle and Pedestrian				
88	**Arlington Boulevard (Route 50) Walkway**	Providence	$0.70	Southside from 8301 Arlington Boulevard to Gallows Road.
89	**Backlick Road Walkway**	Lee	$1.00	Westside of Backlick Road south of Barta Road. Reallocated to multiple projects.
97	**Browne Academy Paved Trail**	Lee	$0.40	From Edgehill Court to Dewey Drive.
104	**Chain Bridge Road (Route 123) Walkway**	Providence	$6.00	Eastside of Chain Bridge Road over I-66 from White Granite Drive to Eaton Place. Study only. Incorporated into I-66 Express Lanes project.
110	**Compton Road Walkway**	Sully	$1.40	Northside of Compton Road from east of pumping station to Route 28.
129	**Government Center Area Bicycle Demonstration Project**	Braddock	$0.18	To be completed with future VDOT repaving.
132	**Hooes Road Walkway**	Mount Vernon	$0.40	Northside of Hooes Road from Ox Road to Furnace Road.
133	**Hunter Village Drive Bicycle Parking**	Springfield	$0.08	North end of Hunter Village Drive in the vicinity of Old Keene Mill Road.
158	**Old Keene Mill Road Bike Shoulders**	Springfield	$9.10	From Lee Chapel Road to Spring Road.
159	**Olney Road Walkway**	Dranesville	$0.50	South side from Magarity Road to Lisle Avenue.
160	**Peabody Drive Walkway**	Dranesville	$0.40	From Magarity Road to Lisle Avenue
180	**Telegraph Road Walkways**	Lee	$2.10	From Huntington Avenue to Rose Hill Drive. Split into multiple projects. (180.1, 180.2, 180.3). Two are proceeding, 180.2 is on hold.
189.03	**Reston Metrorail Access Group (RMAG) Study Recommendations (Phase II) Explorer St - New Dominion Parkway- RMAG**	Hunter Mill	$0.10	Implementation by developer.

Attachment II(b): Revised Projects Not Recommended for the Priority Project List
FY 2020 - FY 2025

TPP ID #	Project Name	District	Est Cost ($M)	Remarks/Scope
190.10	**Herndon Metrorail Station Access Management Study (HMSAMS) (Coppermine to Merrybrook)**	Dranesville, Hunter Mill	$0.00	Improve FCPA fair-weather crossing to pedestrian bridge.
197	**Georgetown Pike (Route 193) Crosswalk**	Dranesville	$0.10	Construct unsignalized crosswalk at Linganore Drive/Helga Place.
199	**Georgetown Pike (Route 193) Walkway**	Dranesville	$1.00	Construct Cross County Trail underneath Georgetown Pike at Difficult Run in Great Falls National Park. Partial funding for study. Study completed by National Park Service.
203	**Idylwood Road Walkway**	Dranesville	$0.30	From Friendship Lane to Stephanie Marie Drive. To be completed by developer
206	**Mason Neck Trail (Gunston Road Walkway) South Segment**	Mount Vernon	$5.10	Construct missing links of walkway on Gunston Road from Elizabeth Hartwell Mason Neck National Wildlife Refuge to High Point Road.
207	**Monroe Street Walkway**	Hunter Mill	$0.20	From the Dulles Toll Road Bridge to East Park Drive. To be completed by developer.
209	**Scotts Run Stream Valley Trail (I-495 Georgetown Pike West Side)**	Dranesville	$5.50	Construct trail on west side of I-495 from Georgetown Pike to the Scotts Run Stream Valley. To Be Completed by I-495 NEXT.
226	**Rolling Valley Connector Trail**	Mount Vernon	$1.40	Construct new shared use path from Rolling Valley Park & Ride to Pohick Stream Valley Park.
227	**Belle View Blvd at George Washington Parkway**	Mount Vernon	$0.10	Funding for study only. Study is underway by National Park Service.
230	**Holmes Run Stream Valley Trail**	Mason	$1.50	Pavement upgrade.
237	**Dolley Madison Walkway**	Dranesville	$4.00	Buchanan to Potomac School Rd/Georgetown Pike.

Board Agenda Item
December 3, 2019

ACTION - 8

Approval of Revisions to Procedural Memorandum No. 11-01, Exempt Service, to Align with Recent Amendments to Chapter 3, County Employees, Personnel Administration, Definitions and Chapter 3, County Employees, Personnel Administration, Appointing Authorities

ISSUE:
Revisions to Fairfax County Procedural Memorandum No. 11-01, Exempt Service are proposed to ensure alignment with amendments to Chapter 3 of the County Code approved by the Board on November 19, 2019. The changes to Chapter 3 were requested to facilitate more timely hiring of senior positions by allowing the County Executive to appoint most department/agency heads, as authorized by Va. Code Ann. § 15.2-807, after consulting with the Board of Supervisors on all such appointments.

RECOMMENDATION:
The County Executive recommends the Board of Supervisors approve the proposed revisions to Procedural Memorandum No. 11-01, Exempt Service, as specified below.

TIMING:
Board action is requested on December 3, 2019, so that the changes to Procedural Memorandum No. 11-01, Exempt Service will take effect immediately.

BACKGROUND:
Following an advertised public hearing held on November 19, 2019, the Board of Supervisors approved amendments to Chapter 3, County Employees, Article 1, Personnel Administration, of the Code of the County of Fairfax. With these amendments, the Board has delegated the authority to the County Executive to appoint most department/agency head positions as allowed by state statute and set forth in the amended ordinance. Amendments are therefore needed to Procedural Memorandum No. 11-01 so that it reflects the recent amendments to Chapter 3. Additionally, Appendix 1 has been updated to reflect changes made to the names of County departments/agencies and Appendix 2 has been updated to reflect the Fairfax County Code sections, Fairfax County Personnel Regulations, and Procedural Memoranda that apply to the exempt service.

FISCAL IMPACT:
None.

ENCLOSED DOCUMENTS:
Attachment 1: Proposed changes to Procedural Memorandum No. 11-01, Exempt Service

STAFF:
Catherine Spage, Director, Department of Human Resources

ASSIGNED COUNSEL:
Karen Gibbons, Deputy County Attorney

Fairfax County, Virginia	PROCEDURAL MEMORANDUM No. 11-01
TO: DEPARTMENT HEADS	DATE: ~~July 30, 2013~~December 3, 2019
INITIATED BY: DEPARTMENT OF HUMAN RESOURCES	COUNTY EXECUTIVE APPROVAL:
SUBJECT: EXEMPT SERVICE	

I. PURPOSE.

Procedural Memorandum No. 11-01 establishes the personnel policies and procedures governing the administration of the exempt service for the County.

II. AUTHORITY AND SCOPE.

A. This procedural memorandum is issued by the County Executive with the approval of the Board of Supervisors pursuant to Fairfax County Code § 3-1-2(c).

B. This procedural memorandum supersedes Procedural Memorandum No. 11-01 dated ~~October 17, 2005~~July 30, 2013. The Board of Supervisors and County Executive expressly reserve the right to alter or amend any or all of the provisions of this procedural memorandum at any time.

C. Any provision of this procedural memorandum that conflicts with any current or future section of the Code of Virginia, the Merit System Ordinance, or Personnel Regulations is without effect. The ineffectiveness of any conflicting provision shall in no way affect or impair the effectiveness of all other provisions of this procedural memorandum.

III. DEFINITIONS.

A. ***APPOINTING AUTHORITY*** means the officer, board, commission, person, or group of persons having the power by virtue of state law or County ordinance to make personnel appointments. The appointing authority is generally responsible for personnel administration within a given department or personnel area. As used in this procedural memorandum, the term "appointing authority" is synonymous with the term "department head."

B. ***BOARD OF SUPERVISORS*** means the Fairfax County Board of Supervisors.

C. ***CLASS*** means a group of positions, which are sufficiently alike in general duties and responsibilities to warrant the use of the same title, specification and pay range.

D. ***COMPETITIVE SERVICE*** means all officers and positions in the service of the County as defined in the Merit System Ordinance.

E. ***CONSTITUTIONAL OFFICERS*** mean the Commonwealth's Attorney for Fairfax County, the Sheriff for Fairfax County, and the Clerk of the Circuit Court for Fairfax County.

F. ***COUNTY*** means Fairfax County, Virginia.

G. ***COUNTY EMPLOYEE BENEFITS*** means the benefits provided or offered by the County to merit employees, including, but not limited to the following:

Health, dental and vision insurance;

Flexible spending accounts ("FSA");

Group term life insurance;

Long-term disability insurance;

Retirement Plan;

Deferred compensation plan;

Paid annual and sick leave;

Paid holidays

H. ***COUNTY CODE*** means the Fairfax County Code.

I. ***DEPARTMENT HEAD*** means an employee appointed by the Board of Supervisors or the County Executive to oversee, direct or manage a major functional division (personnel area) of County government, whether formally known as a department or not, under the general direction of the County Executive, and to act as the appointing authority for the positions assigned to that organization. As used in this procedural memorandum, the term "department head" is synonymous with the term "appointing authority."

J. ***ELECTED AND APPOINTED OFFICIALS*** mean members of the Board of Supervisors, constitutional officers and the General Registrar for the County.

K. ***EXEMPT ATTACHED EMPLOYEE*** means a person employed by a non-County public agency attached to the County for payroll purposes only pursuant to an agreement made in accordance with County Code §§ 3-1-1-(c) and 3-1-2(b)(4).

L. ***EXEMPT BENEFITS ELIGIBLE EMPLOYEE*** (non-merit benefits eligible), means an exempt employee who serves in an exempt benefits eligible position.

M. ***EXEMPT BENEFITS ELIGIBLE POSITION*** (non-merit benefits eligible), means a position with scheduled work hours between 1,040 and 1,560 per calendar year.

N. ***EXEMPT EMPLOYEE*** means an employee appointed to a position in the exempt service.

O. ***EXEMPT SERVICE*** means positions specifically designated exempt under the Merit System Ordinance and Personnel Regulations.

P. ***EXEMPT TEMPORARY EMPLOYEE*** means an exempt employee who serves in an exempt temporary position.

Q. ***EXEMPT TEMPORARY POSITION*** means a position with scheduled work hours not exceeding 900 hours per calendar year.

R. ***MERIT EMPLOYEE*** means an employee who serves in a merit position.

S. ***MERIT POSITION*** means a position in the competitive service.

T. ***MERIT SYSTEM*** means the system of personnel administration applicable to the competitive service. It is governed by the Merit System Ordinance, any applicable provisions of other County ordinances, Personnel Regulations, and all applicable and lawful personnel management directives of the Board of Supervisors, the County Executive, and Department of Human Resources Director.

U. ***MERIT SYSTEM ORDINANCE*** means Article 1, Chapter 3, of the County Code.

V. ***PERSONNEL REGULATIONS*** mean the Fairfax County Personnel Regulations.

W. ***SENIOR MANAGERS*** mean all of the officials listed in appendix 1 to this procedural memorandum, unless stated otherwise herein.

X. ***EMPLOYEES OF APPOINTED AND ELECTED OFFICIALS*** means all office staff of members of the Board of Supervisors, employees of constitutional officers subject to any agreements made in accordance with County Code §§ 3-1-1-(c) and 3-1-2(b)(4), including but not limited to assistant registrars.

Y. ***VETERAN*** means any person who has received an honorable discharge and has (i) provided more than 180 consecutive days of full-time, active duty service in the armed forces of the United States or reserve components thereof, including the National Guard, or (ii) has a service-connected disability rating fixed by the United States Department of Veterans Affairs.

IV. CODES FOR POSITIONS IN THE EXEMPT SERVICE.

The Department of Human Resources shall assign the following Status Codes (Employee Groups) to the different categories of positions in the exempt service to facilitate processing of administrative matters relating to exempt employees:

Exempt Position Category	Status Code/Employee Group
Exempt Attached	D
Exempt Benefits Eligible	E
Exempt Temporary	G
Senior Managers	A, B
Employees of Appointed and Elected Officials	Varies

(The Department of Human Resources assigns merit employees to Status Code/Employee Group C.)

V. POLICIES FOR THE EXEMPT SERVICE.

A. Scope of Exempt Employee Rights and Benefits.

1. Rules governing merit system employees set forth in the County Code, Personnel Regulations, procedural memoranda, and other authorities are inapplicable to exempt service employees, unless one or more of the following provides otherwise:

    a. This procedural memorandum;

    b. An agreement made in accordance with County Code §§ 3-1-1-(c) and 3-1-(b)(4);

    c. An employment contract;

    d. An appointment resolution passed by the Board of Supervisors;

    e. State law; or

    f. The County Code.

2. Pursuant to County Code § 3-1-1(e)(3) and 3-1-1(c), the County Code sections, provisions of the Personnel Regulations, and procedural memoranda listed in appendix 2 to this procedural memorandum are applicable to exempt employees.

3. Senior managers have the same rights and benefits as merit employees, unless otherwise provided herein or by an employment contract or appointment resolution passed by the Board of Supervisors.

4. An exempt employee temporarily filling a merit position has only the rights and benefits due an exempt employee of his or her particular category.

B. Classification of Exempt Service Positions.

1. The Department of Human Resources shall classify all positions in the exempt service in the same manner it classifies positions in the competitive service under Chapter 3 of the Personnel Regulations.

2. When an exempt service position is reclassified, the incumbent exempt employee's class and grade are changed accordingly, and the exempt employee's salary in the new grade is determined by the rules that apply to merit employees when their positions are reclassified.

C. Appointment of Exempt Employees.

1. All appointments of exempt employees shall be based on the ability, training, and experience of the appointees, which are relevant to the work they are to perform.

   a. The determination of the fitness of an exempt appointee is the responsibility of the appointing authority, as is ensuring that the process of filling positions in the exempt service under his or her authority conforms to all applicable laws, including but not limited to those requiring equal employment opportunities.

   b. At the request of the appointing authority and with the concurrence of the Human Resources Director, the Department of Human Resources shall advertise, accept applications for, and assist the appointing authority in the screening and selection process when filling an exempt position.

2. Discrimination against applicants for positions in the exempt service based on race, color, creed, religion, national origin, sex, age, marital status, disability, or genetic information is prohibited.

3. An appointing authority shall take into consideration or give preference to the status of an applicant for a position in the exempt service as an honorably discharged veteran of the armed forces of the United States, provided such veteran meets all of the knowledge, skills, and eligibility requirements for the available position. Additional consideration shall be given to veterans who have a service-connected disability rating fixed by the United States Department of Veterans Affairs.

4. A retired merit employee may be hired as an exempt employee, subject to the applicable provisions of the County Code, Personnel Regulations, procedural memoranda, and Department of Human Resources policies.

D. Management of Exempt Employees.

1. An appointing authority is responsible for management of exempt employees subject to his or her authority, unless provided otherwise in this procedural memorandum.

2. Discrimination against exempt employees based on race, color, creed, religion, national origin, sex, age, marital status, disability, or genetic information is prohibited.

3. Exempt employees serve solely at the pleasure of their appointing authority. Accordingly, they have no right to participate in the grievance procedure provided by the Personnel Regulations.

4. Upon appointment, the salary for an exempt employee is determined by the appointing authority. The exempt employee's pay subsequently may be adjusted at the discretion of the appointing authority.

5. Exempt employees may be transferred from one position or class to another by their appointing authority.

E. Exempt Employees' Pay and Benefits.

1. An exempt benefits eligible employee is eligible for the following County employee benefits and compensation:

   a. Health, dental and vision insurance, and flexible spending accounts;

   b. Overtime or compensatory time, call back pay, on-call and consecutive shift pay in accordance with Chapter 4 of the Personnel Regulations, and administrative leave when serving as an election worker; and

   c. Administrative leave, as outlined in Chapter 10, at the discretion of his or her appointing authority.

2. An exempt temporary employee is eligible for the following County compensation:

   a. Overtime or compensatory time, call back pay, on-call and consecutive shift pay in accordance with Chapter 4 of the Personnel Regulations, administrative leave when serving as an election worker; and

   b. Administrative leave, as outlined in Chapter 10, at the discretion of his or her appointing authority.

3. A senior manager is eligible for the same County employee benefits as merit employees, except as provided herein, or in an employment contract or appointment resolution passed by the Board of Supervisors.

    a. A senior manager is ineligible to earn or accrue compensatory leave.

    b. A senior manager shall accrue 26 days (208 hours) of annual leave and 13 days (104 hours) of sick leave each year, regardless of the length of his or her County service.

        i. This annual and sick leave shall be added to the senior manager's annual and sick leave balances respectively at the beginning of each calendar year.

        ii. A newly appointed senior manager shall receive prorated leave balances based upon the number of pay periods remaining in the calendar year of his or her appointment.

    c. A senior manager is not required to record his or her time and attendance on an incremental basis, with the exception of leave for absences of one workday or more.

4. An employee of an elected or appointed official, is eligible for the same County benefits as merit employees, except as provided herein, or in an agreement made in accordance with County Code §§ 3-1-1-(c) and 3-1-2(b)(4) or by the employee's employment arrangement with the official who is his or her appointing authority.

    a. The employee may receive shift differential pay, holiday leave, overtime or compensatory time, or call back pay at the discretion of the elected official.

    b. The employee has the option of participating in the appropriate retirement system.

F. <u>Eligibility for the Competitive Service.</u>

1. An exempt employee only can become a member of the competitive service when appointed to a merit position as a result of the competitive selection process provided for the merit system set forth in the Personnel Regulations. This rule applies even when an exempt employee is in an exempt position converted to a merit position.

2. Exempt employees may apply for positions in the competitive service listed as promotional opportunities open only to County employees.

3. If an exempt employee competes for and is appointed to a position in the competitive service, his or her initial grade and salary in the merit position shall be determined as specified in Chapter 4 of the Personnel Regulations.

   a. The employee's appointment date shall be the date of merit appointment.

   b. Exempt service is not counted in computing seniority under the procedures for effecting a reduction-in-force under Chapter Nine (9) of the Personnel Regulations.

G. Holding Multiple Positions (Concurrent Employment).

1. An employee may hold up to three positions with the County concurrently, provided the following conditions are met:

   a. A current County employee who wants to serve simultaneously in multiple positions, may do so only if he or she receives approval from his or her current supervisor(s), and complies with the outside employment requirements outlined in Chapter 4 of the Personnel Regulations.

   b. The positions held must be of the same Fair Labor Standards Act (FLSA) eligibility status, either FLSA exempt or FLSA non-exempt.

   c. The positions held must have like work periods – either 7-day, 14-day or 28-day.

2. Employees holding multiple exempt positions must also abide by the following limitations on the number of hours worked in a calendar year.

   a. Employees holding multiple exempt benefits eligible positions must work a combined total of no less than 1,040 hours and no more than 1,560 hours. Once the maximum hours threshold is reached, the employee will not be eligible to work again in an exempt benefits eligible or exempt temporary position until the beginning of the next calendar year, and must be terminated in FOCUS.

   b. Employees holding multiple exempt temporary positions may work a combined total of no more than 900 hours. Once the maximum hours threshold is reached, the employee will not be eligible to work again in an exempt benefits eligible or exempt temporary position until the beginning of the next calendar year, and must be terminated in FOCUS.

   c. Employees holding a combination of exempt temporary and exempt benefits eligible positions must work a combined total of no less than 1,040 hours and no more than 1,560 hours. Once the maximum hours threshold is reached, the employee will not be eligible to work again in an exempt benefits eligible or exempt temporary position until the beginning of the next calendar year, and must be terminated in FOCUS.

APPENDIX 1
Senior Managers

Directors of the following agencies, departments, or offices (personnel areas):

~~Administration for Human Services~~ Animal Sheltering
Cable ~~Communication~~ and Consumer ~~Protection~~ Services
Clerk Services
Code Compliance
Economic Initiatives
Emergency Management
Environmental & Energy Coordination
Facilities Management
Family Services
Fire and Rescue
Finance
~~Government Relations~~
Health
Housing and Community Development
Human Resources
Human Rights and Equity Programs
Information Technology
Internal Audit
Juvenile and Domestic Relations District Court Services Unit
Land Development Services
Library~~ies~~
Management and Budget
Neighborhood and Community Services
~~Community Reinvestment and Revitalization~~
~~Emergency Management~~
~~Women's' Services~~
One Fairfax
Prevent and End Homelessness
Park Authority
Planning and ~~Zoning~~Development
Police
Independent Police Auditor
Procurement and Material Management
Public Affairs
~~Public and Private Partnerships~~
Public Works and Environmental Services
Public Safety Communications ~~and Transportation Operations Center~~
~~Purchasing and Supply Management~~
Strategy Management
Tax Administration
Transportation
Vehicle Services

Directors of the following authorities, functions, or entities:

Economic Development Authority
Financial and Programs Auditor
Public Safety and Transportation Operations Center (General Manager)

Executive Directors to the following boards, commissions, and organizations:

Civil Service Commission
Fairfax-Falls Church Community Services Board
McLean Community Center
Planning Commission
Reston Community Center
Retirement Boards

Additional appointed officials:

Assistant County Executive
Chief Financial Officer
County Attorney
Clerk for~~to~~ the Board of Supervisors
County Executive
Deputy County Executive
Executive Assistant to the County Executive
General Registrar

APPENDIX 2
Fairfax County Code, Personnel Regulations
And Procedural Memoranda Applicable to Exempt Service

The application of the following Fairfax County Code sections, and Fairfax County Government Personnel Regulations and Procedural Memoranda varies according to an exempt employee's status/group (attached, benefits eligible, temporary, senior manager, or employee of an elected or appointed official). Specific application is itemized in the following four charts. Eligible exempt employees are subject to the specific terms, conditions and requirements outlined in the code, regulation or procedural memoranda based on job function and classification, and FLSA status.

A. Fairfax County Code Sections Pertaining to Employment

Section(s)	Subject(s)	Exempt Status/ Employee Group
3-1-19	Protection of Legitimate Political Activity of Employees	All
3-1-21	Prohibited Practices	All
3-1-22 (b-c)	Penalties for Violation of Article and Personnel Regulations	All
3-1-23 (a-d)	Criminal History Record Check and Fingerprinting; Appointment to Sensitive Positions	All
3-1-24	Right of Employees to Contact Elected Officials	All
3-5-2.1 (b-c)	Disclosure of Financial Interest	All
3-9-1 to 3-9-4	Restrictions on Activities of Former Officers and Employees	All

B. Fairfax County Personnel Regulations

Provision	Subject	Exempt Status/ Employee Group
§§ 1.2-2 and 1.2-3	Scope of Fairfax County Merit System Ordinance and Personnel Regulations	All
Ch. 2	Definitions	All
§ 4.15	Overtime, Compensatory Time, Call-Back Time, Consecutive Shift Time	All (based on FLSA status and job classification; at the discretion of the appointing authority for BOS staff)
§ 4.16-4	Outside Employment and Conflict of Interest	All
§ 5.5	Investigations and Fingerprinting	All

§ 5.6	Medical Examinations	All (based on job classification)
§ 7.7	Appointment of Family Members	All
§ 9.4-2 and 5	Lay-Offs	Benefits eligible and temporary
§ 10.5	Unauthorized Absence	All
§ 10.22	Family and Medical Leave[1]Under	All
§ 10.26	Compensatory Leave	Attached, Benefits Eligible, Temporary, and Employees of Elected and Appointed Officials, and for BOS staff, at the discretion of the appointing authority
§ 10.29 (except 10.29-2); 10.37	Military Leave, Administrative Leave	All
Chapter 10	Annual leave, sick leave, extraordinary sick leave, parental leave, leave for injury in line of duty, bereavement leave, volunteer activity leave, education leave, leave without pay, civil leave, holiday leave	Exempt employees of Elected and Appointed Officials and Senior Managers
§ 14.5	Employee Medical Records	All
Add. No. 1 to Ch. 16	Standards of Conduct	All
Add.No. 2 to Ch. 16	Code of Ethics for the Merit Service of Fairfax County, Virginia	All

[1] Leave use options for an employee in the exempt service under FMLA are limited to such leave as is available to the employee, based on his/her current employment status.

C. Fairfax County Procedural Memoranda

Number	Subject	Exempt Status/ Employee Group
~~02-03~~	~~Policy and Procedure on Sexual Harassment~~	~~All~~
~~02-07~~	~~Policy and Procedure on Harassment~~	~~All~~
02-08	Fairfax County's Language Access Policy	All
02-09	HIPPA Compliance	All
06-01	Workplace Violence Procedural Guidelines	All
11-01	Exempt Service	All
11-02	Financial Disclosure	All
70-04	Use of County Electronic Communications Services (Internet, Electronic Mail, Phonemail, and FAX, PDA)	All
02-02	Telework Program	All
02-10	Alternative Dispute Resolution	All
08-04	Alcoholic Beverages	All
25-27	Smoking Policy	All
08-03	Holiday Decorations	All
06-03	Travel Policies and Procedures	All
06-04	Use of Cellular Phones and Other Communication Equipment While Operating County Vehicles	All
06-05	Identity Theft Prevention Program Policies and Procedures	All
~~70-04~~	~~Use of County Electronic Communications Services~~	All
70-05	Information Security	All
02-04	Fraud Policy	All
12-16	Online procurement of Office Supplies	All
10-04	Motor Pool	All
12-14	Separation of Duties	All
13-03	Endorsements or Recommendation of Products and Services by County Officials or Employees	All
12-09	Procedures for Using Small Purchase Orders	All
~~39-01~~	~~Policy and Procedure of Sexual Harassment~~	All
39-02	Employment Policies Relating to Pregnancy and Childbirth	All
39-03	Policy and Procedure for the Religious Accommodation Process in Employment	All
39-04	Policy and Procedure for Reasonable Accommodation Process in Employment	All
39-05	Policy and Procedure for Reasonable Accommodation of Services and Devices	All
39-06	Policy and Procedure on Harassment	All
39-07	Equal Employment Opportunity Reporting Requirements	All

D. Fairfax County Personnel/Payroll Administration Policies and Procedures

Number	Subject	Exempt Status/ Employee Group
3	Advanced/Extraordinary Sick Leave	All (except Benefits Eligible and Temporary employees)
4	Underfill Assignments and Related Personnel Actions (non-public safety)	All
4A	Underfill Assignments and Related Personnel Actions (public safety)	All
8	Time and Attendance System and Controls	All
12	Medical Donor Program	All
13	Time and Attendance Reporting for All Employees Except 24-Hour Shift Fire Protection Personnel and Law Enforcement Personnel	All
14A	Time and Attendance Reporting for 24-House Shift Fire Protection Personnel as Defined in Personnel Regulations 2.28a	All
14B	Time and Attendance Reporting for Law Enforcement Personnel as Defined in Personnel Regulation 2.30a	All
15	Employee Identification Card	All
17	Military Leave	All
23	Injury Leave	All (with Benefits Eligible and Temporary employees subject to §3.3.5)
28	Dealing with Impaired Employees Suspected of Alcohol/Drug Use	All
29	Employee Eligibility Verification	All
30	Assisting Employees with Serious Chronic Illnesses	All
31	Leave for Inclement Weather or Other Emergencies	All (subject to conditions therein)
33	Employee Clearance Record	All
35	Commercial Motor Vehicle Safety Act of 1986	All
36	Leave Transfer	All (except Benefits Eligible and Temporary employees; transferred leave for military duty applies to merit employees only)
37	Employee Civic Activities and Responsibilities	All (rules governing

		leave do not apply to Benefits Eligible and Temporary employees)
41	Applicant/Employee Medical Examinations – Non Public Safety	All
42	Procedures for -Applicant Background Investigations	All (subject to conditions therein)
43A	Family and Medical Leave[1,2]	All
43B	Military Family and Medical Leave (MFML)[1]	All
48	Reemployed Annuitants	All
49	On-Call Compensation	Attached, Benefits Eligible, Temporary, and Employees of Elected or Appointed Officials
50	Computer Usage	All
51	Overtime Compensation	Attached, Benefits Eligible, Temporary, and Employees of Elected or Appointed Officials
52	Foreign Language Skills Compensation	All
53	Fitness for Duty Examinations	All
56	Credit Check Requirements for Positions of Trust	All (subject to conditions therein)

[1] Leave use options for an employee in the exempt service under FMLA are limited to such leave as is available to the employee, based on his/her current employment status.

[2] For purposes of FMLA administration, "key employees" include all directors of agencies, departments, and offices, as outlined in appendix 1 of this memorandum. Under some circumstances, key employees are not guaranteed reinstatement provided to other employees under the Act.

Board Agenda Item
December 3, 2019

CONSIDERATION - 1

Amendments to the Fairfax County History Commission Authorizing Resolution and Bylaws to Add a City of Fairfax Representative to the Commission

ISSUE:
Approval of the authorizing Resolution for the Fairfax County History Commission as amended and approval of the Bylaws for the Fairfax County History Commission as amended, to allow for the addition of a City of Fairfax member to the History Commission.

TIMING:
Board consideration is requested on December 3, 2019.

BACKGROUND:
At the June 25, 2019, Board of Supervisors meeting, the Board requested that staff investigate changes to the History Commission bylaws and resolution required to add a member to represent the City of Fairfax. Fairfax City shares a common history with the County; City representation on the History Commission will allow for the City to have the opportunity to participate in the County's historic education and preservation efforts.

Staff determined that both the History Commission authorizing Resolution and bylaws must be revised in order to provide the City of Fairfax a dedicated, voting seat on the Commission and to expand the History Commission's membership from 20 to 21 voting members.

The History Commission has been provided with a copy of the draft revised bylaws; as of October 30, 2019, the History Commission has not yet taken action on the revisions.

FISCAL IMPACT:
None.

ENCLOSED DOCUMENTS:
Attachment 1: Resolution Restating the Purposes, Membership, and Procedures of the Fairfax County History Commission
Attachment 2 - Resolution Restating the Purposes, Membership, and Procedures of the Fairfax County History Commission - strikethrough
Attachment 3: Fairfax County History Commission Bylaws - strikethrough

STAFF:
Barbara Byron, Director, Department of Planning and Development (DPD)
Leanna H. O'Donnell, Acting Director, Planning Division, DPD
Denice Dressel, Heritage Resources Planner, DPD

ASSIGNED COUNSEL:
Martin R. Desjardins, Assistant County Attorney

RESOLUTION

RESTATING THE PURPOSES, MEMBERSHIP, AND PROCEDURES OF THE FAIRFAX COUNTY HISTORY COMMISSION

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia ("Board"), held in the Board Auditorium of the Fairfax County Government Center at 12000 Government Center Parkway in Fairfax, Virginia, on December 3, 2019, at which meeting a quorum was present and voting, the following resolution was adopted:

WHEREAS, on February 5, 1969, the Board adopted a resolution that reestablished the former Fairfax Historical Landmarks Preservation Commission as the Fairfax County History Commission, and

WHEREAS, from time to time, the Board has made changes to the History Commission, and

WHEREAS, the History Commission performs an important service to the Board and to the community, and

WHEREAS, it now is appropriate for the Board to adopt a new resolution restating the purposes, membership and procedures of the History Commission,

NOW THEREFORE BE IT RESOLVED that the Fairfax County History Commission is authorized to continue and to function under the following provisions:

§ 1. PURPOSES. The purposes of the History Commission shall be to advise the County Government and generally to promote public interest in all matters bearing on the history of Fairfax County. In pursuance of these purposes, the Commission shall:

(A) Prepare for publication a classified survey list of sites, areas and structures having historic, archaeological and architectural value in Fairfax County.

(B) Advise the Board and appropriate agencies of County Government in the carrying out of existing projects and the maintenance of existing County-operated sites and buildings that are important in the history of the County. The Commission may proffer its advice to County agencies without request by such agencies; and County agencies are hereby instructed to seek the Commission's advice when appropriate and to consider the Commission's advice whenever it is submitted.

(C) Promote the establishment of volunteer citizen special-interest groups, including especially the creation of trusts or endowments which will preserve and restore historic sites and buildings, as well as seek to provide for historic preservation using tax incentives and other legal instruments.

(D) Encourage activities at all education levels which will stimulate interest in the archaeological and historic background of Fairfax County.

(E) Provide liaison with public and private historic agencies in the County and on the State and National level.

§ 2. MEMBERSHIP. The membership of the History Commission shall consist of three membership categories:

(A) There shall be 21 regular members who shall have the power to vote and who shall be appointed by the Board for three-year terms. The membership of the Commission shall include at least one member who is a resident from each supervisor election district of the Board. The membership of the Commission shall include at least one member of a racial minority group. The membership of the Commission shall include at least one member who is a professional historian, at least one member who is a professional archaeologist, and at least on member who is a professional architect with competence in historic architecture. The membership of the Commission shall include one City of Fairfax nominee, subject to appointment by the Board for three-year terms. Except for the City of Fairfax regular member, all regular members shall be residents of Fairfax County. Any vacancies shall be filled by the Board for the balance of the unexpired term with due regard for the membership requirements stated herein.

(B) Nonvoting advisory members, who shall serve without compensation, may be appointed by the Commission for a term of one calendar year. They shall be experts in such field as the Commission's work requires. Advisory members need not be residents of Fairfax County.

(C) The Board may appoint nonvoting, honorary members who shall serve without compensation. Honorary members need not be residents of Fairfax County.

§ 3. PROCEDURES. The members of the History Commission shall determine their own rules of procedure subject to the following guidelines:

(A) The time and place of all regular meetings of the Commission shall be announced to the public and to all Regular Members in advance. All meetings shall be open to the public except for executive sessions.

(B) Written minutes of every Commission meeting shall be kept.

(C) All records of the Commission shall be deposited and preserved by the Fairfax County Public Library.

GIVEN under my hand this _____ day of _________, 2019.

____
Jill G. Cooper
Clerk for the Board of Supervisors

RESOLUTION

RESTATING THE PURPOSES, MEMBERSHIP, AND PROCEDURES OF THE FAIRFAX COUNTY HISTORY COMMISSION

[Redline of Proposed Changes]

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(B) Nonvoting advisory members, who shall serve without compensation, may be appointed by the Commission for a term of one calendar year. They shall be experts in such field as the Commission's work requires. Advisory members need not be residents of Fairfax County.

(C) The Board may appoint nonvoting, honorary members who shall serve without compensation. Honorary members need not be residents of Fairfax County.

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GIVEN under my hand this _____ day of _________, 2019.

____
Jill G. Cooper
Clerk for the Board of Supervisors

FAIRFAX COUNTY
HISTORY COMMISSION
BYLAWS

ARTICLE I: NAME

The name of this commission shall be the Fairfax County History Commission, hereinafter referred to as “Commission.”

ARTICLE II: PURPOSE

The purpose of the Commission shall be to advise the County Government and to promote and encourage public interest in all matters bearing on the history of Fairfax County.

ARTICLE III: MEMBERSHIP

The membership of the Commission shall consist of three categories:

A. Regular Members

There shall be ~~20~~ 21 regular members, including one member from each Supervisor’s election district. Regular members shall have the power to vote and shall be appointed by the Board of Supervisors, herein referred to as the “Board,” for three years. ~~All members shall be residents of Fairfax County.~~ In the event a member cannot serve or resigns from office, then the chairman or the corresponding secretary, or the County staff coordinator shall advise the Clerk to the Board of Supervisors of the vacancy in writing and the Board shall fill any vacancies for the balance of the term. In the event a member completes his or her term of office, remains qualified to serve as a member, and the Board of Supervisors has not reappointed that member to another term or appointed a successor member, then that person may continue to serve as a member until such time as the member is reappointed or a successor member is appointed. One regular member of the Commission should be a professional historian, one regular member a professional archaeologist, and one regular member a professional architect with competence in historic architecture. The membership of the Commission shall include one City of Fairfax nominee, subject to appointment by the Board for three-year terms. Except for the City of Fairfax regular member, all regular members shall be residents of Fairfax County.

B. Advisory Members

Nonvoting advisory members may be appointed by the Commission or by the Board, and shall serve without compensation for a term of one calendar year. They shall be experts in such fields, as the Commission’s work requires. They need not be residents of Fairfax County.

C. Honorary Members

Nonvoting honorary members may be appointed by the Board and shall serve without compensation. They need not be residents of Fairfax County.

ARTICLE IV: OFFICERS

The officers of the Commission shall be the Chairman, the Vice-Chairman, Recording Secretary, Corresponding Secretary, and Treasurer. They shall be elected annually at the last meeting of the calendar year by majority vote of the Commission present and serve a term of one year, beginning the following January. No officer shall serve more than three consecutive terms in the same office. The duties of the officers shall be:

Chairman: The Chairman shall preside at all meetings, and be responsible for the promotion and implementation of the Commission's purpose. The Chairman shall set an agenda for each meeting and shall serve as an ex-officio member of all committees except the Nominating Committee and the Audit Committee.

Vice-Chairman: The Vice-Chairman shall perform all the duties of the Chairman in the absence of the Chairman and shall serve as Chairman if necessary until the annual election of officers.

Corresponding Secretary: The Corresponding Secretary shall handle outgoing correspondence at the direction of the Commission, and Chairman and maintain the records of the History Commission, with the exception of those records maintained by the Treasurer. The records shall include, but not be limited to, rosters, correspondence, committee minutes, draft meeting minutes, approved meeting minutes, and any additional materials require by the Virginia Freedom of Information Act. Ensure that the original approved copy of the minutes is deposited in the official repository in the Virginia Room. The Corresponding Secretary shall assume the duties of the Recording Secretary as needed and be responsible for maintaining the Standing Operating Procedures of the Commission.

Recording Secretary: The Recording Secretary shall take minutes and maintain records of the Commission meetings. The Recording Secretary shall record accurately all motions made and voted upon, and have the minutes printed and distributed by regular mail or email to members of the Commission no later than one week prior to the next meeting. If a clerk has been hired to record, print and distribute the minutes to the Commission member, the Office of the Recording Secretary may remain vacant.

Treasurer: The Treasurer shall oversee all monies of the Commission. The Treasurer shall have custody of the financial records, and shall report on the financial status of the Commission at each meeting. The Treasurer shall make the records available for an annual review by an audit committee composed of Commission members.

ARTICLE V: MEETINGS

A. Regular Meetings

1) The date, time and place of regular meetings shall be announced to the Commission members and the public one-month in advance. All meetings of the Commission shall be open to the public.
2) The names of Commission members who are absent for three consecutive meetings without good cause shall be transmitted to the Office of the Clerk of the Board.
3) Written minutes of every regular meeting shall be recorded. One copy of the Minutes shall be deposited and preserved as a permanent record by the Fairfax County Public Library.

B. Regular, Closed or Committee Meetings
Regular, Closed or Committee meetings of the full Commission shall be in accordance with the Virginia Freedom of Information Act, Virginia Code, Section 2.2-3700, et al.

ARTICLE VI: COMMITTEES

The Chairman shall appoint all Standing Committees, except the Nominating Committee. Standing Committees shall be made up of members of the History Commission.

The Standing Committees shall include, but not be limited, to those set forth here.

A. Budget Committee
At the close of the fiscal year, the Budget Committee shall prepare and present an operational budget for the coming fiscal year.

B. Nominating Committee
The Nominating Committee shall meet in November of each year to nominate a slate of officers in preparation for the December election. The Chair shall call for three members of the History Commission to volunteer each year at the October Meeting to serve on the Nominating Committee.

C. Bylaws Committee
The Bylaws Committee shall ensure that the Bylaws are current and shall recommend amendments when changes are appropriate.

D. Audit Committee
The Audit Committee shall meet with the Treasurer to conduct an annual review of the financial records and submit a report to the Commission within two months of the close of the fiscal year, which is June 30th. The Audit Committee shall consist of four regular members of the Commission, excluding the Chairman, Vice-Chairman, Corresponding Secretary, Recording Secretary and Treasurer.

E. Executive Committee
The Executive Committee shall be composed of the officers of the Commission. The immediate past Chairman shall be a non-voting member of the Executive Committee for the period of one year. If the immediate past Chair is not a member of the Commission, then he/she will be a non-voting Advisory Member. The Executive Committee shall

recommend to the Commission organizational and operating procedures, annual goals and objectives for adoption. The Executive Committee shall meet as necessary.

ARTICLE VII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern the Commission in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws and any special rules of order the Commission may adopt.

ARTICLE VIII: AMENDMENTS

The Bylaws may be amended at any regular meeting of the Commission by a two-thirds majority vote by those members present and voting, provided notice of the proposed amendment has been given to members at the previous regular meeting or has been mailed to members at least ten days prior to the meeting. Upon approval of any Bylaw amendments by the Commission, the Bylaws shall be submitted to the Board of Supervisors for their approval. Any such amendments shall become effective upon approval by the Board.

ARTICLE IX: DISSOLUTION

In the event of dissolution of this Commission, all remaining assets derived from County funding after payment of all obligations shall be returned to Fairfax County Government. No funds shall inure to the benefit of any individual member of the Commission.

~~Amended 1 June 2016 by the Fairfax County History Commission~~

~~Approved 20 September 2016 by the Fairfax County Board of Supervisors~~

Amended and approved 3 December 2019 by the Fairfax County Board of Supervisors

Board Agenda Item
December 3, 2019

INFORMATION - 1

Presentation of the Fiscal Year (FY) 2019 Comprehensive Annual Financial Report (CAFR) and Popular Annual Financial Report (PAFR)

Annually, pursuant to the *Code of Virginia* (Code), Section 15.2-2511, as amended, Fairfax County's financial statements are audited by an independent certified public accountant. This audit is conducted in accordance with auditing standards generally accepted in the United States; the standards applicable to financial audits contained in the Government Auditing Standards issued by the Comptroller General of the United States; and the Specifications for Audits of Counties, Cities, and Towns issued by the Auditor of Public Accounts of the Commonwealth of Virginia. The Code also requires that an independent certified public accountant present a detailed written report to the local governing body at a public session by December 31. The County's financial statements for FY 2019 have been audited by Cherry Bekaert LLP, and Cherry Bekaert's unmodified opinion, with respect thereto, is presented on page 1 of the Financial Section of the County's CAFR (Attachment 1). A representative from Cherry Bekaert is with us today.

In addition to meeting the requirements of the Code, the audit was designed to meet federal regulations as outlined in the Code of Federal Regulations, Title 2 of the Code of Federal Regulation, Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards. Known as the Single Audit, this is a special type of compliance audit applicable to federal grant programs. The requirements of the Single Audit are established by federal legislation and regulation and are very stringent. Attachment 2 is Cherry Bekaert's report related specifically to this audit activity.

Auditing standards generally accepted in the United States require that the auditors communicate, in writing, to those charged with governance all significant deficiencies, including material weaknesses. In response to the Board's request, Attachment 3 is a memorandum summarizing the audit findings and management responses to those findings.

The CAFR presented today will be submitted for rigorous peer review by the Government Finance Officers Association of the United States and Canada (GFOA). The FY 2018 CAFR for the County was awarded the GFOA's Certificate of Achievement for Excellence in Financial Reporting, the highest honor conferred by the GFOA, for the 41st time.

Attachment 4 is the FY 2019 Popular Annual Financial Report (PAFR). To meet the varied needs of our citizens, legislative and oversight bodies, financial managers, investors and others, the CAFR presents a large and complex volume of financial information presented at an extremely detailed level. Conversely, the PAFR is designed to offer those with a general interest in the County's financial activities a less detailed glimpse at selected data from the CAFR, presented in a highly readable format. Hard copies of the PAFR will be sent to each Board members' office on or before December 30, 2019.

The GFOA PAFR award program annually recognizes high quality reports that meet the GFOA's criteria for reader appeal, understandability, dissemination and other related requirements. We were extremely pleased to have received the award for Popular Annual Financial Reporting for the FY 2018 PAFR and will be submitting to the GFOA our FY 2019 report for peer review and award consideration.

ENCLOSED DOCUMENTS:
Attachment 1 – The FY 2019 Comprehensive Annual Financial Report (CAFR) can be found online at:
https://www.fairfaxcounty.gov/finance/sites/finance/files/assets/documents/pdf/cafr1/fy2019cafr.pdf
Attachment 2 – Cherry Bekaert's required communications document titled "Fairfax County Board of Supervisors Reports"
Attachment 3 – Memorandum summarizing the audit findings and management responses
Attachment 4 – The FY 2019 Popular Annual Financial Report (PAFR) can be found online at:
https://www.fairfaxcounty.gov/finance/sites/finance/files/assets/documents/pdf/pafr/pafr2019.pdf

STAFF:
Joseph M. Mondoro, Chief Financial Officer
Christopher J. Pietsch, Director, Department of Finance
Deirdre M. Finneran, Deputy Director, Department of Finance
Richard M. Modie Jr., Chief, Financial Reporting Division, Department of Finance
Tanya D. Burrell, Chief, Financial Operations Division, Department of Finance

FAIRFAX COUNTY
BOARD OF SUPERVISORS REPORTS

For the Fiscal Year Ended June 30, 2019

Cherry Bekaert LLP
CPAs & Advisors

FAIRFAX COUNTY
BOARD OF SUPERVISORS REPORTS
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YEAR ENDED JUNE 30, 2019

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To the Board of Supervisors
County of Fairfax, Virginia
Fairfax, Virginia

We have audited the financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of County of Fairfax, Virginia (the "County"), as of and for the year ended June 30, 2019. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, *Government Auditing Standards* and the Uniform Guidance, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated April 9, 2019. Professional standards also require that we communicate to you the following information related to our audit.

SIGNIFICANT AUDIT FINDINGS

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the County are described in Note 1 to the financial statements. During 2019, the County implemented Government Accounting Standards Board ("GASB") Statement No. 83, *Certain Asset Retirement Obligations,* GASB Statement No. 88, *Certain Disclosures Related to Debt* and GASB Statement No. 90*, Majority Equity Interests – an amendment of GASB Statements No. 14 and No. 61.* The application of existing policies was not changed during 2019. We noted no transactions entered into by the County during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimates affecting the County's financial statements were:

- Allowance for doubtful accounts – based on management's conclusion that specific accounts are at significant risk of collection or are no longer considered collectible
- Useful lives of property and equipment – based on management's analysis of the assets life expectancy
- Pension and Other Postemployment Benefits (OPEB) liabilities – based on management's inputs and actuarial determination
- Self-insurance and Health Benefits Liabilities – based on management's inputs and actuarial determination
- Landfill closure and Post-closure obligations – based on certified engineering report and management's assumptions
- Net asset value of certain not readily marketable securities for the fiduciary funds
- Accruals for unbilled accounts receivable and unreceived invoices for accounts payable in the Integrated Sewer System fund – based on management's assumptions

We evaluated the key factors and assumptions used to develop these estimates in determining that they are reasonable in relation to the financial statements taken as a whole.

The financial statement disclosures are neutral, consistent, and clear.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management.

There were two corrected misstatements affecting the governmental activities:

- Assets totaling $9.1 million were transferred from construction in progress to depreciable capital assets.
- Bond premiums of $6 million associated with refunded debt were adjusted to the deferred gain on refunding.

There were two immaterial misstatements:

- Net position of the governmental activities as of July 1, 2018 was understated and expenses for the year ended June 30, 2019 were overstated by $20.4 million due to OPEB-related deferred inflows and outflows reported in error at June 30, 2018; the balance has been corrected as of June 30, 2019.
- Liabilities and net position of the governmental activities as of July 1, 2018 were understated by $9.2 million and expenses for the year ended June 30, 2019 were understated by $700,000, resulting in an understatement of liabilities and net position as of June 30, 2019 of $9.9 million due to the exclusion of fringe benefits from the compensated absences calculation.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor's report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated November 20, 2019.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the County's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Significant Issues Discussed with Management Prior to Retention

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the County's auditor. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Audit Findings or Issues

We identified deficiencies in internal control that we consider to be material weaknesses described in the Schedule of Findings and Questioned Costs as items 2019-001 through 2019-002. We also identified a deficiency in internal control that we consider to be a significant deficiency described in the Schedule of Findings and Questioned Costs as item 2019-003. Our tests also disclosed an instance of noncompliance that is required to be reported under the *Specifications for Audits of Counties, Cities, and Towns* and which is described in the Report of Independent Auditor on Compliance with Commonwealth of Virginia's Laws, Regulations, Contracts, and Grants as item 2019-004. In addition, we have issued a management comment letter with two recommendations to strengthen internal controls.

Other Matters

We applied certain limited procedures to the required supplementary information ("RSI") that supplements the basic financial statements. Our procedures consisted of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We did not audit the RSI and do not express an opinion or provide any assurance on the RSI.

We were engaged to report on the other supplementary information, which accompanies the financial statements but which is not RSI. With respect to this other supplementary information, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with accounting principles generally accepted in the United States of America, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

We were not engaged to report on the introductory and statistical sections, which accompany the financial statements but are not RSI. We did not audit or perform other procedures on this other information and we do not express an opinion or provide any assurance on it.

Restriction on Use

This information is intended solely for the use of the Board of Supervisors and management of the County and is not intended to be, and should not be, used by anyone other than these specified parties.

Cherry Bekaert LLP

Tysons Corner, Virginia
November 20, 2019

Cherry Bekaert LLP
CPAs & Advisors

April 9, 2019

Mr. Christopher J. Pietsch, Director
Department of Finance

Ms. Cathy A. Muse, Director
Department of Procurement and Material Management

County of Fairfax, Virginia
12000 Government Center Parkway
Fairfax, Virginia 22035

Dear Mr. Pietsch and Ms. Muse:

This engagement letter between County of Fairfax, Virginia and related component units (e.g. Discrete {Fairfax County Redevelopment and Housing Authority, Fairfax County Economic Development Authority, Fairfax County Park Authority, Fairfax County Public Schools} and blended {Solid Waste Authority of Fairfax County, Small District One, Small District Five, Dulles Rail Phase I Transportation Improvement District, Dulles Rail Phase II Transportation Improvement District, and Mosaic District Community Development Authority}) (hereafter referred to as the "County" or "you" or "your" or "management") and Cherry Bekaert LLP (the "Firm" or "Cherry Bekaert" or "we" or "us" or "our") sets forth the nature and scope of the services we will provide, the County's required involvement and assistance in support of our services, the related fee arrangements and other Terms and Conditions, which are attached hereto and incorporated by reference, designed to facilitate the performance of our professional services and to achieve the mutually agreed-upon objectives of the County.

SUMMARY OF SERVICES

We will provide the following services to the County as of and for the year ended June 30, 2019:

Audit and attestation services

1. We will audit the basic financial statements of the County as of and for the year ended June 30, 2019 including the governmental activities, the business type activities, the discretely presented component units, each major fund and the aggregate remaining fund information.
2. We will audit the Other Supplementary Information combining fund statements, per the Comprehensive Annual Financial Report's Table of Contents; the Other Supplementary Information, per the Table of Contents, for the Fairfax County Uniformed Retirement System, Fairfax County Employees' Retirement System, Fairfax County Police Retirement System and the Educational Employees' Supplementary Retirement System of Fairfax County; and the Schedule of Expenditures of Federal Awards, as presented in the separately issued Single Audit reporting package. As part of our engagement we will apply certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America.
3. We will apply limited procedures to the Required Supplementary Information (e.g., management's discussion and analysis, budgetary comparison schedules, pension and other postemployment schedules) which will consist of inquiries of County's management

about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the financial statements.

4. The Introductory and Statistical sections accompanying the financial statements will not be subjected to the auditing procedures applied to our audit of the financial statements and our auditor's report will not provide an opinion or any assurance on that information.

We will issue written reports in accordance with auditing standards generally accepted in the United States of America, *Government Auditing Standards*, and the Commonwealth of Virginia's Auditor of Public Accounts' (the "APA") *Specifications for Audits of Counties, Cities and Towns* or *Specifications for Audits of Authorities, Boards and Commissions* (the "Specifications"), as applicable, on the results of our audit procedures for the following entities:

- Fairfax County Redevelopment and Housing Authority
- Fairfax County Economic Development Authority
- Fairfax County Park Authority
- Fairfax County Public Schools
- Fairfax County Integrated Sewer System (enterprise fund of the County)
- Fairfax County Uniformed Retirement System
- Fairfax County Employees' Retirement System
- Fairfax County Police Retirement System
- Educational Employees' Supplementary Retirement System
- State Route 28 Highway Transportation District

We will also issue the following reports:

- Report of Independent Auditor for use with Official Statements ("Liftable")
- Management Letter detailing any operational observations noted (if applicable)

Nonattest accounting and other services

We will provide the following additional services:

1. Assist in the preparation of the financial statements and footnotes for the Fairfax County Redevelopment and Housing Authority from the trial balances and supporting information that you will provide.

2. Complete the appropriate sections of and sign the Data Collection Form.

All agreed upon procedures and examination reports under contract #4400006639 will be covered under a separate engagement letter.

YOUR EXPECTATIONS

Our services plan, which includes our audit plan, is designed to provide a foundation for an effective, efficient, and quality-focused approach to accomplish the engagement objectives and meet or exceed the County's expectations. Our service plan will be reviewed with you periodically and will serve as a benchmark against which you will be able to measure our performance. Any additional services that you may request, and that we agree to provide, will be the subject of separate written arrangements.

The County recognizes that our professional standards require that we be independent from the County in our audit of the County's financial statements and our accompanying report in order to ensure that our objectivity and professional skepticism have not been compromised. As a result, we cannot enter into a fiduciary relationship with the County and the County should not expect that we will act only with due regard to the County's interest in the performance of this audit and the County should not impose on us special confidence that we will conduct this audit with only the County's interest in mind. Because of our obligation to be independent of the County, no fiduciary relationship will be created by this engagement or audit of the County's financial statements.

The engagement will be led by John Gilberto and Rob Churchman, who will be responsible for assuring the overall quality, value, and timeliness of the services provided to you.

AUDIT AND ATTESTATION SERVICES

The objective of our audit is the expression of opinions as to whether the County's basic financial statements are fairly presented, in all material respects, in conformity with U.S. generally accepted accounting principles and to report on the fairness of the additional information referred to in the Summary of Services section when considered in relation to the basic financial statements taken as a whole. The objective also includes reporting on:

- Internal control over financial reporting and compliance with the provisions of applicable laws, regulations, contracts, and grant agreements, noncompliance with which could have a material effect on the financial statements in accordance with *Government Auditing Standards.*

- Internal control over compliance related to major programs and an opinion (or disclaimer of opinion) on compliance with laws, regulations and the provisions of contracts or grant agreements that could have a direct and material effect on each major program in accordance with the Single Audit Act Amendments of 1996 and *Title 2 U.S. Code of Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* ("Uniform Guidance").

The *Government Auditing* Standards report on internal control over financial reporting and on compliance and other matters will include a paragraph that states that (1) the purpose of the report is solely to describe the scope of testing of internal control and compliance and the result of that testing, and not to provide an opinion on the effectiveness of the County's internal control or on compliance, and (2) the report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. The Uniform Guidance report on internal control over compliance will include a paragraph that states that the purpose of the report on internal control over compliance is solely to describe the scope of testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Both reports will state that the report is not suitable for any other purpose.

Our audit will be conducted in accordance with auditing standards generally accepted in the United States of America; and the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the provisions of Uniform Guidance; the Single Audit Act Amendments of 1996 and OMB *Guidance for Grants and Agreements* (2 CFR 200), and will include tests of accounting records, a determination of major programs in accordance with Uniform Guidance, and other procedures as deemed necessary to enable us to express such opinions. We will also issue written reports upon completion of our Single Audit. We cannot provide assurance that an unmodified opinion will be expressed. Circumstances may arise in which it is necessary for us to modify our opinion or add emphasis-of-matter or other-matter paragraphs. If our opinion is other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed an opinion, we may decline to express opinions or issue reports, or may withdraw from this engagement.

NONATTEST ACCOUNTING AND OTHER SERVICES

The accounting and other services described in this section are nonaudit services, which do not constitute audit services under *Government Auditing Standards* and such services will not be conducted in accordance with *Government Auditing Standards*. We will perform the services in accordance with applicable professional standards. We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming County's management responsibilities.

Accounting services

We will advise County's management about the application of appropriate accounting principles, and may propose adjusting journal entries to the County's financial statements. The County's management is responsible for reviewing the entries and understanding the nature of any proposed entries and the impact they have on the County's financial statements. If, while reviewing the journal entries, the County's management determines that a journal entry is inappropriate, it will be the County's management's responsibility to contact us to correct it.

Financial statement preparation

We will assist in the preparation of the financial statements and related notes for the Fairfax County Redevelopment and Housing Authority from the trial balances and supporting information that you will provide. However, the responsibility for the County's financial statements and notes remains with the County's management. This responsibility includes establishing and maintaining adequate records and effective internal controls over financial reporting, the selection and application of accounting principles, the safeguarding of assets, and adjusting the financial statements for any material misstatements as well as reviewing and approving for publication the draft financial statements prepared with our assistance.

Data Collection Form

We will complete the appropriate sections of and sign the Data Collection Form that summarizes our audit findings. We will provide copies of our reports to the County; however, it is the County's management's responsibility to submit the reporting package (including financial statements, schedule of expenditures of federal awards, summary schedule of prior audit findings, auditors' reports, and corrective action plan) along with the Data Collection Form to the designated federal audit clearinghouse and, if appropriate, to pass-through entities. The Data Collection Form and the reporting package must be submitted within the earlier of 30 days after receipt of the auditors' reports or nine months after the end of the audit period.

County's management responsibilities related to accounting and other services

For all nonattest services we perform in connection with the engagement, you are responsible for designating a competent employee to oversee the services, make any management decisions, perform any management functions related to the services, evaluate the adequacy of the services, and accept overall responsibility for the results of the services.

Prior to the release of the report, the County's management will need to sign a representation letter acknowledging its responsibility for the results of these services.

COUNTY'S MANAGEMENT RESPONSIBILITIES RELATED TO THE AUDIT

The County's management is responsible for (1) designing, implementing, and maintaining effective internal controls, including internal controls over federal awards, and for evaluating and monitoring ongoing activities to help ensure that appropriate goals and objectives are met; (2) following laws and regulations; (3) ensuring that there is reasonable assurance that government programs are administered in compliance with compliance requirements; and (4) ensuring that the County's management and financial information is reliable and properly reported. The County's management is also responsible for implementing systems designed to achieve compliance with applicable laws, regulations, contracts, and grant agreements. You are also responsible for the selection and application of accounting principles; for the preparation and fair presentation of the financial statements, schedule of expenditures of federal awards and all accompanying information in conformity with U.S. generally accepted accounting principles; and for compliance with applicable laws and regulations (including federal statutes) and the provisions of contracts and grant agreements (including award agreements). Your responsibilities also include identifying significant contractor relationship in which the contractor has responsibility for program compliance and for the accuracy and completeness of that information.

The County's management is responsible for making all financial records and related information available to us and for the accuracy and completeness of that information. You are also responsible for providing us with (1) access to all information of which it is aware that is relevant to the preparation and fair presentation of the financial statements, (2) access to personnel, accounts, books, records, supporting documentation, and other information as needed to perform an audit under the Uniform Guidance, (3) additional information that we may request for the purpose of the audit and (4) unrestricted access to persons within the County from whom we determine it necessary to obtain audit evidence.

Your responsibilities include adjusting the financial statements to correct material misstatements and for confirming to us in the written representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the County involving (1) the County's management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the County received in communications from employees, former employees, grantors, regulators, or other. In addition, you are responsible for identifying and ensuring that the County complies with applicable laws, regulations contracts, agreements, and grants and for taking timely and appropriate steps to remedy fraud and noncompliance with provisions of laws, regulations, contracts or grant agreements, or abuse that we report. Additionally, as required by the Uniform Guidance, it is the County's management's responsibility to evaluate and monitor noncompliance with federal statutes, regulations, and the terms and conditions of federal awards; take prompt action when instances of noncompliance are identified including noncompliance identified in audit findings; promptly follow up and take corrective action on reported audit findings; and prepare a summary schedule of prior audit findings and a separate corrective action plan.

The County's management is responsible for identifying all federal awards received and understanding and complying with the compliance requirements and for the preparation of the schedule of expenditures of federal awards (including notes and noncash assistance received) in conformity with the Uniform Guidance. You agree to include our report on the schedule of expenditures of federal awards in any document that contains and indicates that we have reported on the schedule of expenditures of federal awards. You also agree to include the audited financial statements with any presentation of the schedule of expenditures of federal awards that includes our report thereon or make the audited financial statements readily available to intended users of the schedule of expenditures of federal awards no later than the date the schedule of expenditures of federal awards is issued with our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for presentation of the schedule of expenditures of federal awards in accordance with the Uniform Guidance; (2) you believe the schedule of expenditures of federal awards, including its form and content, is stated fairly in accordance with the Uniform Guidance; (3) the methods of measurement or presentation have not changed from those used in the prior period or, if they have changed, the reasons for such changes); and (4) the County has disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the schedule of expenditures of federal awards.

You are responsible for the preparation of the supplementary information, which we have been engaged to report on, in conformity with U.S. generally accepted accounting principles. You agree to include our report on the supplementary information in any document that contains and indicates that we have reported on the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for presentation of the supplementary information in accordance with GAAP; (2) you believe the supplementary information, including its form and content, is fairly presented in accordance with GAAP; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

The County's management is responsible for establishing and maintaining a process for tracking the status of audit findings and recommendations. The County's management is also responsible for identifying and providing report copies of previous financial audits, attestation engagements, performance audits or other studies related to the objectives discussed in the Audit Objectives section of this letter. This responsibility includes relaying to us corrective actions taken to address significant findings and recommendations resulting from those audits, attestation engagements, performance audits, or other studies. You are also responsible for providing County's management views on our current findings, conclusions, and recommendations, as well as your planned corrective actions, for the report, and for the timing and format for providing that information.

The County's management agrees to assume all management responsibilities relating to the financial statements, schedule of expenditures of federal awards, and related notes and any other nonaudit services we provide. You will be required to acknowledge in the management representation letter our assistance with preparation of the financial statements, schedule of expenditures of federal awards, and related notes and that you have reviewed and approved the financial statements, schedule of expenditures of federal awards, and related notes prior to their issuance and have accepted responsibility for them. Further, you agree to oversee the nonaudit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them.

The Firm will rely on the County's management providing these representations to us, both in the planning and performance of the audit, and in considering the fees that we will charge to perform the audit.

FEES

As detailed in our letter dated January 8, 2016, the County and Cherry Bekaert have agreed that the increase in audit fee and Rate Per Hour for additional services for fiscal year 2017 and each subsequent fiscal year will be determined as provided for within section 12.1 of the Request for Proposal, which utilizes the Bureau of Labor Statistics, Consumer Price Index (CPI-U), Table 10, U.S. City Averages for the South Atlantic region. And, as further defined in May 2017, we will use the percent change to the most recent December from the December prior for Table 10 for this and all future billing years.

As further defined in May 2018, due to unavailability of Table 10 referenced above, the County and Cherry Bekaert have agreed to utilize the percent change from the most recent January from the January prior of the Bureau of Labor Statistics Consumer Price Index for All Urban Consumers (CPI-U) for the Washington-Arlington-Alexandra, DC-VA-MD-WV area.

As such, the percentage rate increase is 0.8%, which makes the FY19 base audit fee: $1,326,866.72. The fees will be billed periodically. Invoices are due on a Net 30 basis.

If the foregoing is in accordance with your understanding, please sign a copy of this letter in the space provided and return it to us. If you have any questions, please call John Gilberto at (813) 470-4568 or Rob Churchman at (804) 673-5733.

Sincerely,

CHERRY BEKAERT LLP

Cherry Bekaert LLP

ATTACHMENT – Engagement Letter Terms and Conditions

County of Fairfax, Virginia

ACCEPTED BY:

TITLE: Director of Finance

DATE: 4/10/19

ACCEPTED BY: Patricia Innocenti

TITLE: Director, Department of Procurement and Material Management

DATE: 4-11-2019

Cherry Bekaert LLP
Engagement Letter Terms and Conditions

The following terms and conditions are an integral part of the attached engagement letter and should be read in their entirety in conjunction with your review of the letter.

LIMITATIONS OF THE AUDIT REPORT

Should the County wish to include or incorporate by reference these financial statements and our report thereon into *any* other document at some future date, we will consider granting permission to include our report into another such document at the time of the request. However, we may be required by generally accepted auditing standards ("GAAS") to perform certain procedures before we can give our permission to include our report in another document such as an annual report, private placement, regulator filing, official statement, offering of debt securities, etc. You agree that the County will not include or incorporate by reference these financial statements and our report thereon, or our report into any other document without our prior written permission. In addition, to avoid unnecessary delay or misunderstandings, it is important to provide us with timely notice of your intention to issue any such document.

LIMITATIONS OF THE AUDIT PROCESS

In conducting the audit, we will perform tests of the accounting records and such other procedures as we consider necessary in the circumstances to provide a reasonable basis for our opinion on the financial statements. We also will assess the accounting principles used and significant estimates made by the County's management, as well as evaluate the overall financial statement presentation.

Our audit will include procedures designed to obtain reasonable assurance of detecting misstatements due to errors or fraud that are material to the financial statements. Absolute assurance is not attainable because of the nature of audit evidence and the characteristics of fraud. For example, audits performed in accordance with GAAS are based on the concept of selective testing of the data being examined and are, therefore, subject to the limitation that material misstatements due to errors or fraud, if they exist, may not be detected. Also, an audit is not designed to detect matters that are immaterial to the financial statements. In addition, an audit conducted in accordance with GAAS does not include procedures specifically designed to detect illegal acts having an indirect effect (e.g., violations of fraud and abuse statutes that result in fines or penalties being imposed on the County) on the financial statements.

Similarly, in performing our audit we will be aware of the possibility that illegal acts may have occurred. However, it should be recognized that our audit provides no assurance that illegal acts generally will be detected, and only reasonable assurance that illegal acts having a direct and material effect on the determination of financial statement amounts will be detected. We will inform you with respect to errors and fraud, or illegal acts that come to our attention during the course of our audit unless clearly inconsequential. In the event that we have to consult with the County's counsel or counsel of our choosing regarding any illegal acts we identify, additional fees incurred may be billed to the County. You agree that the County will cooperate fully with any procedures we deem necessary to perform with respect to these matters.

We will issue a written report upon completion of our audit of the County's financial statements. If, for any reason, we are unable to complete the audit, or are unable to form, or have not formed an opinion on the financial statements, we may decline to express an opinion or decline to issue a report as a result of the engagement. We will notify the appropriate party within your organization of our decision and discuss the reasons supporting our position.

AUDIT PROCEDURES – GENERAL

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; therefore, our audit will involve professional judgment about the number of transactions to be examined and the areas to be tested. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by the County's management, as well as evaluating the overall presentation of the financial statements. We will plan and perform the audit to obtain reasonable rather than absolute assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the County or to acts by the County's management or employees acting on behalf of the County. Because the determination of abuse is subjective, *Government Auditing Standards* do not expect auditors to provide reasonable assurance of detecting abuse.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is a risk that material misstatements or noncompliance may exist and not be detected by us, even though the audit is properly planned and performed in accordance with U.S. generally accepted auditing standards and *Government Auditing Standards*. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements or major programs. However, we will inform the appropriate level of the County's management of any material errors and fraud, or illegal acts that come to our attention during the course of our audit. We will also inform you of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential. Our responsibility as auditor is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditor.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, and may include tests of the physical existence of inventories, and direct confirmation of receivables and certain other assets and liabilities by correspondence with selected individuals, funding sources, creditors and financial institutions. We will request written representations from your attorneys as part of the engagement, and they may bill you for responding to this inquiry. At the conclusion of our audit, we will require certain written representations from you about your responsibilities for the financial statements; schedule of expenditures of federal awards; federal award programs; compliance with laws, regulations, contracts, and grant agreements; and other responsibilities required by generally accepted auditing standards.

AUDIT PROCEDURES – INTERNAL CONTROLS

Our audit will include obtaining an understanding of the County and its environment, including internal controls, sufficient to assess the risks of material misstatement of the financial statements and to design the nature, timing and extent of further audit procedures. Tests of controls may be performed to test the effectiveness of certain controls that we consider relevant to preventing and detecting errors and fraud that are material to the financial statements and to preventing and detecting misstatements resulting from illegal acts and other noncompliance matters that have a direct and material effect on the financial statements. Our tests, if performed, will be less in scope than would be necessary to render an opinion on internal control, including cybersecurity, and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to *Government Auditing Standards.*

As required by the Uniform Guidance, we will perform tests of controls over compliance to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance with compliance requirements applicable to each major federal award program. However, our tests will be less in scope than would be necessary to render an opinion on those controls and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to the Uniform Guidance.

An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. However, during the audit, we will communicate to the County's management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards, *Government Auditing Standards*, and the Uniform Guidance.

AUDIT PROCEDURES - COMPLIANCE

As part of obtaining reasonable assurance about whether the basic financial statements are free of material misstatement, we will perform tests of the County's compliance with provisions of applicable laws and regulations, contracts and agreements, including grant agreements. However, the objective of those procedures will not be to provide an opinion on overall compliance and we will not express such an opinion in our report on compliance issued pursuant to *Government Auditing Standards*.

The Uniform Guidance requires that we also plan and perform the audit to obtain reasonable assurance about whether the auditee has complied with federal statutes, regulations, and the terms and conditions of federal awards applicable to major programs. Our procedures will consist of tests of transactions and other applicable procedures described in the *OMB Compliance Supplement* for the types of compliance requirements that could have a direct and material effect on each of the County's major programs. The purpose of these procedures will be to express an opinion on the County's compliance with requirements applicable to each of its major programs in our report on compliance issued pursuant to the Uniform Guidance.

NONATTEST SERVICES (IF APPLICABLE)

All nonattest services to be provided in the attached engagement letter (if applicable) shall be provided pursuant to the AICPA Code of Professional Conduct. The AICPA Code of Professional Conduct requires that we establish objectives of the engagement and the services to be performed, which are described under nonattest services in the attached letter.

You agree that the County's designated individual will assume all the County's management responsibilities for the nonattest services we provide; oversee the services by designating an individual, with suitable skill, knowledge, or experience; evaluate the adequacy and results of the services; and accept responsibility for them. In order to ensure we provide such services in compliance with all professional standards, the designated individual is responsible for-

- Making all financial records and related information available to us.
- Ensuring that all material information is disclosed to us.
- Granting unrestricted access to persons within the entity from whom we determine it necessary to obtain audit evidence.
- Identifying and ensuring that such nonattest complies with the laws and regulations.

The accuracy and appropriateness of such nonattest services shall be limited by the accuracy and sufficiency of the information provided by the County's designated individual. In the course of providing such nonattest services, we may provide professional advice and guidance based on knowledge of accounting, tax and other compliance, and of the facts and circumstances as provided by the County's designated individual. Such advice and guidance shall be limited as permitted under the Code of Professional Conduct.

COMMUNICATIONS

At the conclusion of the audit engagement, we may provide the County's management and those charged with governance a letter stating any significant deficiencies or material weaknesses which may have been identified by us during the audit and our recommendations designed to help the County make improvements in its internal control structure and operations related to the identified matters discovered in the financial statement audit. As part of this engagement we will ensure that certain additional matters are communicated to the appropriate members of the County. Such matters include (1) our responsibility under GAAS; (2) the initial selection of and changes in significant accounting policies and their application; (3) our independence with respect to the County; (4) the process used by County's management in formulating particularly sensitive accounting estimates and the basis for our conclusion regarding the reasonableness of those estimates; (5) audit adjustments, if any, that could, in our judgment, either individually or in the aggregate be significant to the financial statements or our report; (6) any disagreements with the County's management concerning a financial accounting, reporting or auditing matter that could be significant to the financial statements; (7) our views about matters that were the subject of the County's management's consultation with other accountants about auditing and accounting matters; (8) major issues that were discussed with the County's management in connection with the retention of our services, including, among other matters, any discussions regarding the application of accounting principles and auditing standards; and (9) serious difficulties that we encountered in dealing with the County's management related to the performance of the audit.

OTHER MATTERS

Access to working papers

The working papers and related documentation for the engagement are the property of the Firm and constitute confidential information. We have a responsibility to retain the documentation for a period of time to satisfy legal or regulatory requirements for records retention. It is our policy to retain all workpapers and client information for seven years from the date of issuance of the report. It is our policy to retain emails and attachments to emails for a period of 12 months, except as required by any governmental regulation. Except as discussed below, any requests for access to our working papers will be discussed with you prior to making them available to requesting parties. Any parties seeking access to our working papers must agree to sign our standard access letter.

We may be requested to make certain documentation available to regulators, governmental agencies (e.g., SEC, PCAOB, HUD, DOL, etc.) or their representatives ("Regulators") pursuant to law or regulations. If requested, access to the documentation will be provided to the Regulators. The Regulators may intend to distribute to others, including other governmental agencies, our working papers and related documentation without our knowledge or express permission. You hereby acknowledge and authorize us to allow Regulators access to and copies of documentation as requested. In addition, our Firm, as well as all other major accounting firms, participates in a "peer review" program covering our audit and accounting practices as required by the American Institute of Certified Public Accountants. This program requires that once every three years we subject our quality assurance practices to an examination by another accounting firm. As part of the process, the other firm will review a sample of our work. It is possible that the work we perform for the County may be selected by the other firm for their review. If it is, they are bound by professional standards to keep all information confidential. If you object to having the work we do for you reviewed by our peer reviewer, please notify us in writing.

Electronic transmittals

During the course of our engagement, we may need to electronically transmit confidential information to each other, within the Firm, and to other entities engaged by either party. Although email is an efficient way to communicate, it is not always a secure means of communication and thus, confidentiality may be compromised. As an alternative, we recommend using our Client Portal ("Portal") to transmit documents.

Portal allows the County, us, and other involved entities to upload and download documents in a secure location. You agree to the use of email, Portal, and other electronic methods to transmit and receive information, including confidential information between the Firm, the County, and other third party providers utilized by either party in connection with the engagement.

Subpoenas

In the event we are requested or authorized by the County, or required by government regulation, subpoena, or other legal process to produce our working papers or our personnel as witnesses with respect to our engagement for the County, the County will, so long as we are not a party to the proceeding in which the information is sought, reimburse us for our professional time and expense, as well as the fees and expenses of our counsel, incurred in responding to such a request at standard billing rates.

Independent Contractor

Each Party is an independent contractor with respect to the other and shall not be construed as having a trustee, joint venture, agency or fiduciary relationship.

No Third-Party Beneficiaries

The Parties do not intend to benefit any third party by entering into this Agreement, and nothing contained in this Agreement confers any right or benefit upon any person or entity who or which is not a signatory of this Agreement.

TERMS AND CONDITIONS SUPPORTING FEE

The estimated fees set forth in the attached engagement letter are based on anticipated full cooperation from the County's personnel, timely delivery of requested audit schedules and supporting information, timely communication of all significant accounting and financial reporting matters, the assumption that unexpected circumstances will not be encountered during the audit, as well as working space and clerical assistance as mutually agreed upon and as is normal and reasonable in the circumstances. We strive to ensure that we have the right professionals scheduled on each engagement. As a result, sudden County requested scheduling changes or scheduling changes necessitated by the agreed information not being ready on the agreed upon dates can result in expensive downtime for our professionals. Any last minute schedule changes that result in downtime for our professionals could result in additional fees. Our estimated fee does not include assistance in bookkeeping or other accounting services not previously described. If for any reason the County is unable to provide such schedules, information and assistance, the Firm and the County will mutually revise the fee to reflect additional services, if any, required of us to achieve these objectives.

The estimated fees contemplate that the County will provide adequate documentation of its systems and controls related to significant transaction cycles and audit areas.

In providing our services, we will consult with the County with respect to matters of accounting, financial reporting or other significant business issues as permitted by professional standards. Accordingly, time necessary to affect a reasonable amount of such consultation is reflected in our fee. However, should a matter require research, consultation or audit work beyond that amount, the Firm and the County will agree to an appropriate revision in our fee.

The estimated fees are based on auditing and accounting standards effective as of the date of this engagement letter and known to apply to the County at this time, but do not include any time related to the application of new auditing or accounting standards that impact the County for the first time. If new auditing or accounting standards are issued subsequent to the date of this letter and are effective for the period under audit, we will estimate the impact of any such standard on the nature, timing and extent of our planned audit procedures and will communicate with the County concerning the scope of the additional procedures and the estimated fees, which are subject to Section 25.1 of the Special Provisions of the Request for Proposal.

The County agrees to pay all fees incurred subject to Section 3.2 of the Request for Proposal and the Cost Proposal.

This engagement letter, along with the Request for Proposal, our Proposal, our Cost Proposal and the Acceptance Agreement #4400006639 (herein referred collectively as the "Contract Documents") sets forth the entire understanding between the County and the Firm regarding the services described herein. Any subsequent changes to the terms of this letter, including additional billings, will be rendered in writing and shall be executed by both parties. Should any portion of this engagement letter be ruled invalid, it is agreed that such invalidity will not affect any of the remaining portions. To the extent that this Engagement Letter (including the Terms & Conditions attached thereto) is inconsistent with the Contract Documents, the Contract Documents shall control.

Cherry Bekaert LLP
CPAs & Advisors

April 9, 2019

Mr. Christopher J. Pietsch, Director
Department of Finance

Ms. Cathy A. Muse, Director
Department of Procurement and Material Management

County of Fairfax, Virginia
12000 Government Center Parkway
Fairfax, Virginia 22035

Dear Mr. Pietsch and Ms. Muse:

This letter of arrangement between the County of Fairfax, Virginia (the "County" or "you" or "your") and Cherry Bekaert LLP (the "Firm" or "Cherry Bekaert" or "we" or "our" or "us") sets forth the nature and scope of the services we will provide, the County's required involvement and assistance in support of our services, the related fee arrangements and other terms and conditions designed to assure that our professional services are performed to achieve the mutually agreed-upon objectives of the County.

SUMMARY OF SERVICES

We will apply the agreed-upon procedures, which specified parties described below in the Summary of Services section have specified, listed below, to subject matters (described below in the Summary of Services section) of the County for the period ending June 30, 2019. This engagement is solely to assist specified parties described below in the Summary of Services section in determining the County's compliance.

Our engagement to apply agreed-upon procedures will be conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of the procedures is solely the responsibility of those parties specified in the report and we will require an acknowledgment in writing of that responsibility. Consequently, we make no representation regarding the sufficiency of the procedures described in the attached schedule either for the purpose for which this report has been requested or for any other purpose. If, for any reason, we are unable to complete the procedures, we will describe any restrictions on the performance of the procedures in our report, or will not issue a report as a result of this engagement.

Because the agreed-upon procedures listed in the attached schedule do not constitute an examination or review, we will not express an opinion on subject matters described in the Summary of Services section. In addition, we have no obligation to perform any procedures beyond those listed in the attached schedule.

We will issue a report upon completion of our engagement listing the procedures performed and our findings. If for any reason, we are unable to complete any of the procedures, we will describe in our report any restrictions on the performance of the procedures, or not issue a report and withdraw from the engagement. The report is intended solely for the use of specified parties described below in the Summary of Services section, and should not be used by anyone other than these specified parties. Our report will contain a paragraph indicating that had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

An agreed-upon procedures engagement is not designed to detect instances of fraud or noncompliance with laws or regulations; however, we will communicate to you any known and suspected fraud and noncompliance with laws and regulations affecting the subject matters (described below in the summary of services section) that come to our attention. In addition, if in connection with this engagement, matters come to our attention that contradict the subject matters (described below in the summary of services section), we will disclose those matters in our report. Such disclosures, if any, may not necessarily include all matters that might have come to our attention had we performed additional procedures or an examination or review.

The procedures include:

APA Comparative Report Transmittal

We will apply the agreed-upon procedures, which the Auditor of Public Accounts of the Commonwealth of Virginia (the "APA") and the County have specified, as listed below. This engagement is solely to assist the County in evaluating management's assertion about whether the Comparative Report Transmittal Forms comply with the requirements of the *Uniformed Financial Reporting Manual* (the "Manual") for the fiscal year ended June 30, 2019.

1. We will read the requirements for the completion of the forms as set forth in the Manual and identify differences between the County's accounting policies and the requirements of the Manual.
2. We will compare the information contained on Form 050 to the County's basic financial statements and will determine whether any reconciling items are compliant with the requirements of the Manual.
3. We will read any comments made by the APA during the desk review of the County's forms submitted in the prior year and determine whether the current year forms incorporate these comments.
4. We will read the Verify Report and the Edits Report to determine whether the APA's automated forms identified any exceptions.
5. We will compare current and prior year forms to determine whether there are any differences or changes.
6. We will read joint activity forms (Forms 110A, 110B, 310A) prepared by other local governments, authorities or auditors and compared Forms 110A, 110B and 310A to information submitted by the other governments, authorities, or auditors.

Landfill and Solid Waste Transfer Facility

We will apply the agreed-upon procedures for landfill closure of the County based upon the mandates of the Environmental Protection Agency and the Virginia Department of Environmental Quality, as listed below, for the fiscal year ended June 30, 2019. This engagement is solely to assist the County with respect to demonstrating compliance with the local government financial test as required to meet the financial assurance requirements, in accordance with Section 20-70-210 of the *Financial Assurance Regulations for Solid Waste Disposal, Transfer and Treatment Facilities*, relating to the closure, post-closure care and corrective action costs of owning and operating a municipal solid waste landfill facility. We understand that the landfill closure will be presented in conformity with GAAP. Specifically, we will perform the following:

1. We will compare the data and statements contained in the letter from the Solid Waste Management Program, and the data and statements contained in the County's comprehensive annual financial report, as of and for the fiscal year ended June 30, 2019, specifically the total financial assurance liability, and determine whether they agree.

2. We will recompute totals and percentages used in calculating the conditions of the test for the fiscal year ended June 30, 2019.

Sheriff's Internal Controls

We will apply the agreed-upon procedures which were agreed to by the County, and the APA, solely to assist the County in evaluating its assertion that the Sheriff's office has maintained effective internal controls over compliance adequate for complying with the *Virginia Sheriffs' Accounting Manual* ("Manual") and the *Code of Virginia*, Section 15.2-1609 through 15.2-1625 for the fiscal year ended June 30, 2019, in accordance with the Specifications. This engagement is solely to assist the Sheriff and the County in complying with the requirements the Manual and the *Code of Virginia*, Section 15.2-1609 through 15.2-1625. Specifically, we plan to perform the following:

1. Select a sample of 2 monthly bank reconciliations for the Commissary, Telephone Commissions, Fees, Seized Asset and Inmate Trust Fund accounts and determine whether the bank statement was reconciled to the general ledger and that a review of the reconciliation was performed.

2. Count the petty cash on hand plus reimbursable receipts to determine if it agrees to the established petty cash balance.

3. Select a sample of the lesser of 25 or 10% of all inmate receipts and determine whether the
    a. receipt agrees to supporting documentation
    b. receipt agrees to the posting in the inmate account
    c. daily deposit agrees to the bank statement and was made the next business day following receipt

4. Select a sample of the lesser of 25 or 10% of inmate disbursements and determine whether the
    a. disbursement agrees to supporting documentation
    b. disbursement agrees to the posting in the inmate account
    c. payee and amount per the check stub agrees to the supporting documentation
    d. request for funds form was signed by the inmate and staff member

5. Select a sample of 4 reimbursements for housing of prisoners and determine whether the
    a. billing rate agrees to the contract
    b. amount billed agrees to the amount received by the Treasurer
    c. amount received agrees to the general ledger posting

6. Select a sample of 5 weekly credit card reconciliations and determine whether the
   a. amount per the bank transactions report agrees to the receipts and supporting documentation
   b. general ledger posting agrees to the reconciliation

7. Select a sample of the lesser of 25 or 10% of Sheriff sales and determine whether
   a. a writ of fieri facias was issued by the Fairfax County General District Court
   b. a Sheriff sales form was signed by the Sheriff or Deputy Sheriff
   c. a Sheriff sales notice was issued
   d. the total proceeds from the sale less 10% Sheriff fee was paid to the plaintiff

Activity of Inmate Canteen and Other Auxiliary Funds

We will apply the following agreed-upon procedures, which the APA and the County have specified in Section 2-7 of the Specifications and the *Code of Virginia*, Section 53.1-127.1, solely to assist the County in evaluating its assertion that the County has maintained effective internal control over compliance adequate for complying with the *Virginia Sheriff's Accounting Manual* (the "Manual") and the *Code of Virginia*, Sections 15.2-1609 through 15.2-1625 (the "Code"), for the year ended June 30, 2019.

1. We will compare the revenue and expense amounts from the fiscal year 2019 Jail Cost Template for Reporting Jail Canteen and Other Revenue and expense Information to the general ledger.

2. Select a sample of the lesser of 25 or 10% of other inmate fees (work release and home electronic monitoring) and determine whether
   a. a community release agreement is signed by the inmate and sergeant Deputy and inmate financial plan is signed by the inmate.
   b. the fee was for the appropriate amount and agrees to the posting in the individual inmate account.
   c. for the EIP program, fax was sent by the Alternative Incarceration Branch (AIB) to the Finance Department, notifying that the inmate has applied and qualified to be in the program.

3. Select a sample of 2 months of other inmate fees and determine whether the funds were paid to the County Treasurer and that the amount and payee per the check stub agrees to the accounting records.

4. Select a sample of 25 medical charges and determine whether
   a. The charge agrees to the professional services charge sheet signed by the inmate and medical professional.
   b. The charge agrees to the posting to the inmate account.
   c. The charge agrees to the fee schedule.

5. Select a sample of the lesser of 25 or 10% of disbursements from the commissary account and the lesser of 25 or 10% of disbursements from the telephone account and determine whether
   a. The disbursement was approved by signature on the invoice or check request form.
   b. The disbursement was supported by invoice or other supporting document.
   c. The disbursement is an allowable purchase for the benefit of inmates.

6. Select a sample of the lesser of 25 or 10% of commissary sales transactions and determine whether
   a. The sale was supported by a signed receipt.
   b. The sale was deducted from the proper inmate account in the proper amount.

State Route 28 Highway Transportation Improvement District (District)

We will apply the agreed-upon procedures which were agreed to by the County, and the APA, solely to assist you in evaluating the County's compliance with Section 3-14 of the Specifications by performing the specific testing steps outlined therein for the fiscal year ended June 30, 2019. This engagement is solely to assist the County in the requirements, as required by the APA, by performing the following procedures:

1. We will determine that the District Advisory Board (the "Board") presented its annual report to the District Commission on the transportation needs of the District and on the activities of the Board for the fiscal year.
2. We will determine that the County and the District approved amendments made to the local contract during the fiscal year.
3. We will obtain the District's Commission's request to the Board for the levy of the special improvements tax and determine that:
   a) the District Commission's request for the levy and collection of the special improvements tax was made by April 1 of the prior fiscal year;
   b) the special assessment tax rate was sufficient to meet the District's obligation for the fiscal year as set forth in Section 401 of the District contract, and
   c) there were no zoning changes during the fiscal year that affected the classification of property within the primary Highway Transportation Improvement District.
4. We will obtain a listing of taxable real estate subject to the special improvements tax and the special improvements tax rate for the fiscal year and:
   a) make a recalculation of the original levy by multiplying the assessed value of property and leasehold interests by the related special improvements tax rate and computed the net levy by adjusting the original levy for supplemental assessments, if applicable;
   b) determine that the special improvements rate was levied at or below the maximum rate permissible, set at $0.20 per $100 of assessed fair market value, as applicable under District Contract Section 401 (f);
   c) determine that the special assessments tax rate was assessed at below the maximum rate, ensured the conditions set forth in the District Contract Section 401 (b) have been met, and
   d) select a sample of 25 property and leasehold interests within the primary District and determine that the special improvements tax levy was properly assessed and collected.

5. In testing the activity in the Authority Revenue Stabilization Fund (ARSF), we will determine:
   a) that the ARSF has been established and is held by the Authority bond trustee;
   b) that excess revenues (amounts exceeding required debt service payments) were paid to the fund after the required debt service payments in a fiscal year, and
   c) that the fund was fully funded, and the excess revenues for the fiscal year have been applied to the District Project Completion Fund.
6. We will determine that the County separately accounted for the proceeds from the special improvements tax levy.
7. We will determine that the proceeds from the special improvements tax were paid to US Bank, the County's Fiscal Agent, by the first day of each month.
8. We will obtain the two financial reports from US Bank for the fiscal year and agree the amount of Special Tax Revenue presented on the reports to the County's general ledger.
9. We will obtain the County prepared schedule disclosing unremitted special tax revenue at July 1, 2018, collections, transfers to US Bank, and the unremitted balance at June 30, 2019 and determine that the amounts agreed to the County's general ledger.
10. We will obtain a list of all properties within the District for which the County has changed zoning classifications from commercial or industrial use to residential use during the fiscal year and determine that the lump-sum payments were computed and collected as prescribed in the District Contract.

U.S. Department of Housing and Urban Development, Real Estate Assessment Center (HUD, REAC)

We will apply the agreed-upon procedures which the U.S Department of Housing and Urban Development, Real Estate Assessment Center, has specified, as listed below, to the electronic submission and related hard copy documents listed below of the County, as of and for the fiscal year ended June 30, 2019.

1. Compare the electronic submission of the items listed in the "UFRS Rule Information" column with the corresponding printed documents listed in the "Hard Copy Document(s)" column as shown in the chart below.

Procedure	UFRS Rule Information	Hard Copy Document(s)
1	Balance Sheet and Revenue and Expense (data line items 111 to 13901)	Financial Data Schedule, All CFDAs, If applicable
2	Footnotes (data element G5000-010)	Footnotes to audited basic financial statements
3	Type of Opinion on FDS (data element G3100-040)	Auditor's supplemental report on FDS
4	Audit findings narrative (data element (G5200-010)	Schedule of Findings and Questioned Costs
5	General information (data element series G2000, G2100, G2200, G9000, G9100)	OMB Data Collection Form
6	Financial statement report information (data element G3000-010 to G3000-050)	Schedule of Findings and Questioned Costs, Part 1 and OMB Data Collection Form
7	Federal program report information (data element G4000-020 to G4000-040)	Schedule of Findings and Questioned Costs, Part 1 and OMB Data Collection Form
8	Type of Compliance Requirement (G4200-020 & G4000-030)	OMB Data Collection Form
9	Basic financial statements and auditor reports required to be submitted electronically	Basic financial statements (inclusive of auditor reports)

Clerk of the Fairfax Circuit Court

We will apply the agreed-upon procedures which were agreed to by the County of Fairfax, Virginia (the "County"), and the Commonwealth of Virginia's Auditor of Public Accounts (the "APA"), solely to assist the Clerk of the Fairfax Circuit Court (the "Clerk"), the Compensation Board of the Commonwealth of Virginia, and the APA in evaluating the County's compliance with the requirements of Chapter 6, Audit of Circuit Court Clerks specified in the APA's *Specifications for Audits of Counties, Cities, and Towns*, for the fiscal year ended June 30, 2019. Our procedures are as follows:

1. Develop an understanding of the Internal Control procedures as they relate to all daily, weekly, and monthly required financial procedures based on interviews with management and by performing walkthroughs over the procedures.

2. Scan the *General Ledger Report (BR29)* for the period end date of June 30, 2019 and identify new account codes or negative ending balances.

3. Determine that the Clerk's office uses Full Court Enterprise (FCE) as its main automated system used for financial, case management, imaging, recording, and indexing. Determine that FCE does not interface with the Commonwealth of Virginia's (the "Commonwealth") reporting system, Financial Management System (FMS), which requires a manual interface and batch updates to process information from FCE to

FMS. Determine that access to FMS is provided by the Supreme Court of Virginia and that employee access to FCE is requested and provided on an as-needed basis. Determine that access to both of these systems are password protected by selecting a sample of one (1) for each system to test the control over password protected access.

4. Per the Specifications, "Test the *Interface Reports (IN05 and INJ5)*, specifically the 'Interface Case Not Found' and 'DMV Interface Exceptions' sections. Review these report sections for the end of the month in which the audit period ends and determine whether the Clerk is properly monitoring them and taking corrective action as needed." We will inquire of management that there is no interface between the Clerk's system, FCE, and the Commonwealth's system, FMS.

5. Per the Specifications, "Test the Missed Payments Section of the *Individual Account Status Report (BU06)*. For those Clerks without the optional Time to Pay (TTP) default feature, select a sample of cases from report for the end of the month in which the audit period ends and determine if the Clerk is properly monitoring the report and taking corrective action." As such, the accountant will discuss with management that the Clerk's accounting department uses FCE for case management, and will determine that a similar feature (Overdue Process) exists within FCE, which notifies management of when a defendant's TTP date has passed.

6. Per the Specifications, "Using the *Concluded Cases without FMS Receivable Report (CR32)*, test the guilty cases without corresponding FMS receivable accounts. Select a sample of cases concentrating on cases other than those identified as master or sub-accounts. Review the reason the FMS case does not have a corresponding receivable account in FMS and determine the propriety." As such, the accountant will obtain management's representation that since the Clerk's accounting department uses FCE for case management, the CR32 report does not exist and a similar report is not available in FCE.

7. Per the Specifications, "Determine that the Clerk is using the Department of Taxation's Integrated Revenue Management System (IRMS) for Setoff Debt Collections. All certified staff should be able to log on with an active password and there should be financial activity in FMS Account 405 (TSO Collections). Request the Clerk provide the year-to-date statistical report for the audit period. Determine the propriety of any defaults noted." As such, the accountant will select a sample of one (1) for each system to test the control over password protected access. In addition, the accountant will obtain the "Statistical Year to Date 30 Day Delinquent Report for fiscal year 2019", prepared by management, and select a sample of ten (10) accounts to determine the propriety of the default account by scanning the payments made to date and the total amount of the delinquent report.

8. Per the Specifications, "Determine the method of collection for delinquent accounts (Section §19.2-349 of the *Code of Virginia*). If the Virginia Department of Taxation or Commonwealth's Attorney in-house collection is used, no further work is necessary."

9. Per the Specifications, "Identify all banks used by the Clerk and determine if they are listed on the most recent qualified depository listing maintained by the Virginia Department of the Treasury pursuant to The Virginia Security for Public Deposits Act (Section §2.2-1815 of the *Code of Virginia*)."

10. Per the Specifications, "Ensure all of the Clerk's checking accounts are properly reconciled as of the audit end date. Test the reconciliation for accuracy and

completeness." As such, the accountant will obtain the bank reconciliations for the Civil, Criminal, Condemnation Trust, Infant Settlement Trust and Special Trust accounts for the month of June 2019 noting all accounts were accurately reconciled.

11. Per the Specifications, "Perform an unscheduled cash count of the Clerk's change fund."

12. Per the Specifications, "Select a sample of ten (10) days to test as follows:

    a. Agree the computed revenue amount per the Cash Reconciliation Worksheet section of the *Daily Report (BR02)* to the deposit per the bank statement noting the deposit was intact and timely (next business day). (Section §17.1-271 of the *Code of Virginia*)
    b. Verify whether the Clerk and/or other assigned supervisory personnel signed the *Cover Sheet –Daily Report (BR02)*.
    c. For any days with differences between the original amount and the deposit amount, determine if the correcting journal voucher(s) was supported by proper documentation, performed correctly, and properly recorded on the Cash Reconciliation Worksheet section of the *BR02*.
    d. If the difference is the result of a voided receipt, ensure all copies of the receipt were retained.
    e. If the Clerk uses a separate financial system to receipt taxes and fees: the secondary receipting system receipts for the day's collections have been entered into FAS."

13. Per the Specifications, "Using the month-end journal voucher summary reports (*Journal Voucher Report BR40*), select a sample of ten (10) voided receipts and test as follows:
    a. Agree the computed revenue amount per the Cash Reconciliation Worksheet section of the *Daily Report (BR02)* to the deposit per the bank statement noting the deposit was intact and timely (next business day). (Section §17.1-271 of the *Code of Virginia*)
    b. Verify whether the Clerk and/or other assigned supervisory personnel signed the *Cover Sheet- Daily Report (BR02)*.
    c. Determine if the journal voucher was supported by proper documentation, performed correctly, and properly recorded on the Cash Reconciliation Worksheet section of the *BR02*.
    d. All copies of the receipt were retained."

14. Per the Specifications, "Review the *General Ledger Fiscal Year-to-Date Report (BR29)* for the audit period noting if activity existed in the Account 411 Cash Over/Short. Based on the activity and any trends noted in the account, determine whether selecting a sample of transactions is necessary. If needed, select a sample and test individual transactions for propriety." As such, the accountant will select a sample of five (5) transactions and obtain support to determine whether the transactions were accurate and properly classified.

15. Per the Specifications, "Using the month-end *Disbursement Register Report (BR41)*, select a sample of ten (10) disbursements and test as follows:
    a. The disbursement is coded to the proper account.
    b. The disbursement is supported by proper documentation and appropriate procedures (case papers, transmittal).

   c. If Clerk uses a manual check-writing system, the disbursement was recorded in FMS timely (next business day)."
   d. Also, "Determine the Court's non-reverting funds and review disbursements made from these accounts. Determine propriety in accordance with Section §17.1-276 of the *Code of Virginia*."

16. Per the Specifications, "Evaluate the overall security and use of manual receipts to include:
   a. Determine the adequacy of security over the unused manual receipts.
   b. Determine the adequacy of supervisory review of manual receipts.

   As such, the accountant will obtain the Manual Receipts procedure manual for civil and criminal transactions and determine that unused manual receipts are maintained by the supervisor/manager in the respective department.

   Select a sample of up to ten (10) manual receipts and test as follows:
   c. Trace to subsequent entry in FMS and ensure entry agrees to the manual receipt (Section §19.2-360 of the *Code of Virginia*).
   d. Ensure receipt is entered no later than the next business day."

17. Per the Specifications, "Select a sample of ten (10) civil cases filed during the audit period and determine whether:
   a. State taxes and fees were properly assessed and collected as required by Sections §58.1-1727 through 1729 of the *Code of Virginia*.
   b. Clerk's fees were properly assessed and collected as required by Sections §17.1-275A.13 and 13a of the *Code of Virginia*.
   c. Specific fund and local fees were properly assessed and collected."

18. Per the Specifications, "Select a sample of ten (10) criminal cases concluded with dispositions of guilty during the audit period and test each case as follows:
   a. Fines and costs were properly assessed and entered into FMS.
   b. Unpaid amounts were entered into the Judgment Docket. (Section §8.01-446 of the *Code of Virginia*)
   c. For cases paid in full, a satisfied judgment was entered into the Judgment Docket (Section §8.01-446 of the *Code of Virginia*)
   d. The due date was properly calculated. (Section §19.2-354 of the Code of Virginia)
   e. If a partial payment plan was set up, all applicable fields were properly completed in FMS (e.g. TTP Start, Term, Amount, and Incarcerated status).

   Select a sample of ten (10) local cases from the *Court Appointed/Public Defender Report (CR42)* and test as follows.
   f. Locality was billed for the cost (Section §19.2-163 of the *Code of Virginia*).
   g. Defendant was properly assessed for the Attorney fees.
   h. Fine was properly assessed. (Section §19.2-340 of the *Code of Virginia*)."

19. Per the Specifications, "Select a sample of ten (10) deeds/land records recorded during the audit period and test that the:
   a. Instrument recorded is not taxable or is exempt from taxes (Section §58.1-811 of the *Code of Virginia*).
   b. State taxes have been properly assessed and collected based on the consideration paid of the property conveyed (Section §58.1-801 of the *Code of Virginia*).

   c. Local taxes (where applicable) have been properly assessed and collected in an amount equal to one-third of the amount of state recordation tax (Section §58.1-814 of the *Code of Virginia*).
   d. Additional tax has been properly assessed and collected on deeds of conveyance based on consideration (Section §58.1-802 of the Code of Virginia).
   e. Clerk's fees for recording, indexing, and plat fees were properly charged and collected (Section §17.1-275A (2) of the *Code of Virginia*).
   f. Fees for transferring land to one person or persons before charged to another were properly assessed and collected (Section §58.1-3314(3) of the *Code of Virginia*)."

20. Per the Specifications, "Select a sample of ten (10 wills/administrations recorded during the audit period and test as follows:
    a. State tax was assessed and collected based on the value of the estate (Section §58.1-1712 of the *Code of Virginia*).
    b. Local tax (where applicable) was assessed and collected based on the value of the estate (Section §58.1-1718 of the *Code of Virginia*).
    c. Clerk's fees were assessed and collected for recording and indexing in the Will Book based on the number of pages recorded (Section §17.1-275A (2) of the *Code of Virginia*).
    d. Clerk's fees were assessed and collected for appointing and qualifying any personal representative, committee or other fiduciary (Section §17.1-275A (3) of the *Code of Virginia*). No one shall be permitted to qualify and act as an executor or administrator until the tax imposed by Section §58.1-1712 of the *Code of Virginia* has been paid (Section §58.1-1715 of the *Code of Virginia*). Ensure that fees were receipted at the time of qualification, not after.
    e. Fees for transferring land were assessed and collected (Section §58.1-3314(3) of the *Code of Virginia*).
    f. Additional tax was properly calculated, billed, and receipted on final inventories (Section §58.1-1717 of the *Code of Virginia*).
    g. If the Clerk uses a separate financial system to receipt taxes and fees on wills: determine whether the assessment was properly recorded in FMS."

21. Per the Specifications, "Determine if the balances of state and local revenues on hand at audit end date were properly disbursed to the State and Local Treasurers. (Sections §16.1-69.48 (A) and (B) and 17.1-286 of the *Code of Virginia*)."

22. Per the Specifications, "Using the audit period end date (June 30, 2019) Liabilities Index (BR008) report, select a sample of ten (10) from the 5XX series (excluding Account 511 Trust Funds). Determine the status of the account and whether the Clerk is justified holding the funds based on approved court orders, established retention requirements, pending case (future court date assigned), or other special circumstances. For any of the above funds the Clerk has invested, select a sample of these accounts for the audit period end date; trace and agree to the applicable bank statement."

23. Per the Specifications, "Using the audit period end date Individual Account Status Report (BU06), investigate the reason for any accounts listed as credit balances, sum uncertain restitution, or accounts under review. Determine whether the Clerk is properly monitoring the report and taking corrective action as needed."

24. Per the Specifications, "Review three (3) monthly remittances of Sheriff's fees to the local Treasurer and determine if the fees are remitted within the first ten days of the month. (Section § 15.2-1609.3 of the *Code of Virginia*)."

25. Using the June 30th "Property Unclaimed Over One Year Report (BR16) and the Clerk's corresponding Unclaimed Property Report, select those accounts from the BR16, which were not reported to the Division of Unclaimed Property. Determine whether the Clerk is justified in holding these accounts based on court order, established retention requirements, pending case (future court date assigned) or other special circumstances."

26. Per the Specifications, "Using the June 30th Property Unclaimed Over One Year Report (BR16), the Liabilities Index (BR08) and Individual Account Status (BU06) reports and the Clerk's corresponding Unclaimed Restitution Report, determine that all appropriate restitution accounts have been properly escheated to the Criminal Injuries Compensation Fund (Section §19.2-305.1 (F) of the *Code of Virginia*)."

27. Per the Specifications, "Determine the following for the Trust Fund Annual Report filed during the audit period:
    a. Ensure Annual Report is available to the public via hardcopy Trust Fund Order Book or digital format. (Section §8.01-600(G) and §17.1-125 of the *Code of Virginia*).
    b. Determine the Clerk filed the Annual Report with the Chief Judge by the Oct 1st deadline (Section §8.01-600 (G) of the *Code of Virginia*).
    c. Agree the Annual Report balance to the FMS 9XX accounts where the funds are recorded and Account 511 Trust Funds balance. Investigate any negative ending balances in any of the 9XX series accounts.
    d. Agree the Annual Report ending balance to applicable bank statement balance(s). If this does not agree, then select a sample of individual accounts from the Annual Report and agree the system balance to the bank balance.
    e. Determine whether the Annual Report conforms to Section §8.01-600 (G) of the *Code of Virginia*.
    f. Determine propriety of inactivity in individual accounts – i.e. a lack of interest postings."

28. Per the Specifications, "Using the Annual Report, select a sample of ten (10) new accounts. Determine whether:
    a. The receipt contained all pertinent information.
    b. The receipt amount agreed to the court order.
    c. The court order is included in the Order Book (hardcopy or electronic) and does not contain confidential information.
    d. Appropriate Clerk's fees were deducted.
    e. Funds were invested within 60 days of receipt (Section §8.01-600 (F) of the *Code of Virginia*).
    f. The Clerk is justified in holding the account and if the account is being held pursuant to Section §8.01-600 of the *Code of Virginia*."

29. Per the Specifications, "Select a sample of ten (10) interest posting journal vouchers. Determine whether:
    a. The journal voucher was supported by proper documentation (bank statement, interest notification or other official bank documentation).
    b. Interest was posted promptly (within the following month).

c. The correct amount of interest was posted to the account. (If the Clerk consolidates funds, re-calculate the interest allocation.)
d. If the Clerk assesses Clerk's fees, appropriate fees were deducted.
e. The Clerk is justified in holding the account and if the account is being held pursuant to Section §8.01-600 of the *Code of Virginia*."

30. Per the Specifications, "Select a sample of ten (10) disbursements. Determine whether:
    a. The disbursement agrees to the court Order.
    b. The check was posted to the proper subsidiary trust fund account.
    c. Appropriate Clerk's fees were deducted.
    d. Deducted fees agree to the journal voucher recording the deduction.
    e. Funds were paid out within 60 days of the court order (Section §8.01-600(F) of the *Code of Virginia*.)
    f. Disbursement was recorded promptly (next business day) in FMS."

YOUR EXPECTATIONS

The County recognizes that our professional standards require that we be independent from you in our agreed-upon procedures and our accompanying report in order to ensure that our objectivity and professional skepticism have not been compromised. As a result, we cannot enter into a fiduciary relationship with you and you should not expect that we will act only with due regard to your interest in the performance of the agreed-upon procedures and you should not impose on us special confidence that we will conduct the agreed-upon procedures with only your interest in mind. Because of our obligation to be independent of you, no fiduciary relationship will be created by this engagement or agreed-upon procedures.

The engagement will be led by John Gilberto and Rob Churchman, who will be responsible for assuring the overall quality, value, and timeliness of our services to you.

MANAGEMENT'S RESPONSIBILITIES RELATED TO AGREED-UPON PROCEDURES

You are responsible for the presentation of subject matters described above in the Summary of Services section in accordance with criteria's described above in the Summary of Services section; and for selecting the criteria and determining that such criteria are appropriate for your purposes. You are also responsible for, and agree to provide us with, a written assertion about subject matters described above in the Summary of Services section. In addition, you are responsible for providing us with (1) access to all information of which you are aware is relevant to the performance of the agreed-upon procedures on the subject matter, (2) additional information that we may request for the purpose of performing the agreed-upon procedures, and (3) unrestricted access to persons within the entity from whom we determine it necessary to obtain evidence relating to performing those procedures.

At the conclusion of the engagement, the County's management will provide to us a representation letter that, among other things, (1) addresses management's responsibilities related to the engagement and confirms certain representations made during the engagement, including management's acknowledgement of its responsibility for the selection and presentation of the subject matters in accordance with the criteria as described above in the Summary of Services section in accordance with criteria's described above in the Summary of Services section; (2) management's knowledge of fraud or suspected fraud affecting the entity involving management, employees who have a significant roles in internal control or others where fraud could have a material effect on the subject matter; and (3) management's knowledge of any allegations of fraud or suspected fraud affecting the entity, received in communications from employees or others. Cherry Bekaert LLP will rely on the County's management providing these representations to us, both in the planning and performance of the engagement, and in considering the fees that we will charge to perform the engagement.

CONDITIONS SUPPORTING FEE

As a result of our preliminary discussions, the County and the Firm have agreed to a fee (see County audit Engagement Letter for fees), subject to the fact that the fee contemplates only the services described in the Summary of Services section of this letter. If Management requests additional services not listed above, we will provide an estimate of those fees prior to commencing additional work.

If the foregoing is in accordance with your understanding, please sign a copy of this letter in the space provided and return it to us. If you have any questions, please call John Gilberto at (813) 470-4568 or Rob Churchman at (804) 673-5733.

Sincerely,

CHERRY BEKAERT LLP

Cherry Bekaert LLP

County of Fairfax, Virginia

ACCEPTED BY: Chris Pietsch

TITLE: Director of Finance DATE: 4/10/19

ACCEPTED BY: Patricia Innocenti

TITLE: Director, Department of Procurement and Material Management DATE: 4-11-2019

Cherry Bekaert LLP
Engagement Letter Terms and Conditions

The following terms and conditions are an integral part of the attached engagement letter and should be read in their entirety in conjunction with your review of the letter.

LIMITATIONS OF THE AGREED-UPON PROCEDURES REPORT

Should the County wish to include or incorporate by reference the agreed-upon procedures performed and our report thereon into any other document at some future date, we will consider granting permission to include our report or incorporate our report by reference in such document at the time of the request. However, we may be required by professional standards to perform certain procedures before we can give our permission to include our report or incorporate our report by reference in another document such as an annual report, private placement, regulatory filing, etc. You agree that you will not include or incorporate by reference the agreed-upon procedures performed and our report thereon, or our report into any other document without our prior written permission. In addition, to avoid unnecessary delay or misunderstandings, it is important to provide us with timely notice of your intention to issue any such document.

With regard to the electronic dissemination of the report, including reports published electronically on your Internet website, you understand that electronic sites are a means of distributing information and, therefore, we are not required to read the information contained in those sites or to consider the consistency of other information in the electronic site with the original document.

RESPONSIBILITIES OF CHERRY BEKAERT LLP

In performing our agreed-upon procedures we will be aware of the possibility that illegal acts may have occurred. However, it should be recognized that our agreed-upon procedures will not include a detailed test of every transaction and provides no assurance that illegal acts generally will be detected, and only reasonable assurance that illegal acts having a direct and material effect on the determination of financial statement amounts will be detected. We will inform you with respect to errors and fraud, or illegal acts that come to our attention during the course of our agreed-upon procedures unless clearly inconsequential. In the event that we have to consult with the County's counsel or counsel of our choosing regarding any illegal acts we identify, additional fees incurred may be billed to the County. You agree to cooperate fully with any procedures we deem necessary to perform with respect to these matters.

Our agreed-upon procedures are designed to only provide negative assurance that the individual items selected for testing are in conformity with the criteria described above.

If, for any reason, we are unable to complete the agreed-upon procedures, we may decline to issue a report as a result of the engagement. Circumstances may arise in which it is necessary for us to modify our report or withdraw from the engagement. We will notify the appropriate party within your organization of our decision and discuss the reasons supporting our position.

OTHER MATTERS

Access to working papers

The working papers and related documentation for the engagement are the property of the Firm and constitute confidential information. We have a responsibility to retain the documentation for a period of time to satisfy legal or regulatory requirements for records retention. It is our policy to retain all workpapers and client information for seven years from the date of issuance of the report. It is our policy to retain emails and attachments to emails for a period of 12 months, except as required by any governmental regulation. Except as discussed below, any requests for access to our working papers will be discussed with you prior to making them available to requesting parties other than the County. Any parties seeking access to our working papers must agree to sign our standard access letter.

We may be requested to make certain documentation available to regulators, governmental agencies (e.g., SEC, PCAOB, HUD, DOL, etc.) or their representatives ("Regulators") pursuant to law or regulations. If requested, access to the documentation will be provided to the Regulators. The Regulators may intend to distribute to others, including other governmental agencies, our working papers and related documentation without our knowledge or express permission. You hereby acknowledge and authorize us to allow Regulators access to and copies of documentation as requested. In addition, our Firm, as well as all other major accounting firms, participates in a "peer review" program covering our agreed-upon procedures engagement and accounting practices as required by the American Institute of Certified Public Accountants. This program requires that once every three years we subject our quality assurance practices to an examination by another accounting firm. As part of the process, the other firm will review a sample of our work. It is possible that the work we perform for you may be selected by the other firm for their review. If it is, they are bound by professional standards to keep all information confidential. If you object to having the work we do for you reviewed by our peer reviewer, please notify us in writing.

Electronic transmittals

During the course of our engagement, we may need to electronically transmit confidential information to each other, within the Firm, and to other entities engaged by either party. Although email is an efficient way to communicate, it is not always a secure means of communication and thus, confidentiality may be compromised. You agree to the use of email and other electronic methods to transmit and receive information, including confidential information between the Firm, the County and other third party providers utilized by either party in connection with the engagement.

Subpoenas

In the event we are requested or authorized by you or required by government regulation, subpoena, or other legal process to produce our working papers or our personnel as witnesses with respect to our engagement for you, you will, so long as we are not a party to the proceeding in which the information is sought, reimburse us for our professional time and expense, as well as the fees and expenses of our counsel, incurred in responding to such a request at mutually agreed-upon rates by both parties.

Independent Contractor

Each Party is an independent contractor with respect to the other and shall not be construed as having a trustee, joint venture, agency or fiduciary relationship.

No Third-Party Beneficiaries

The Parties do not intend to benefit any third party by entering into this Agreement, and nothing contained in this Agreement confers any right or benefit upon any person or entity who or which is not a signatory of this Agreement.

TERMS AND CONDITIONS SUPPORTING FEE

The estimated fees set forth in the attached engagement letter are based on anticipated full cooperation from your personnel, timely delivery of requested examination schedules and supporting information, timely communication of all significant information, the assumption that unexpected circumstances will not be encountered during the engagement, as well as working space and clerical assistance as mutually agreed upon and as is normal and reasonable in the circumstances. We strive to ensure that we have the right professionals scheduled on each engagement. As a result, sudden County requested scheduling changes or scheduling changes necessitated by the agreed information not being ready on the agreed-upon dates can result in expensive downtime for our professionals. Any last minute schedule changes that result in downtime for our professionals could result in additional fees. Our estimated fee does not include assistance in bookkeeping or other accounting services not previously described. If for any reason the County is unable to provide such schedules, information and assistance, the Firm and the County will mutually revise the fee to reflect additional services, if any, required of us to achieve these objectives.

The estimated fees are based on attestation standards effective as of the date of this engagement letter and known to apply to the County at this time, but do not include any time related to the application of new attestation standards that impact the County for the first time. If new attestation standards are issued subsequent to the date of this letter and are effective for the period under the engagement, we will estimate the impact of any such standard on the nature, timing and extent of our planned engagement procedures and will communicate with you concerning the scope of the additional procedures and the estimated fees, which are subject to Section 25.1 of the Special Provisions of the Request for Proposal.

The County agrees to pay all fees incurred subject to Section 3.2 of the Request for Proposal and the Cost Proposal.

This engagement letter, along with the Request for Proposal, our Proposal, our Cost Proposal and the Acceptance Agreement #4400006639 (hereinafter referred to collectively as the "Contract Documents") sets forth the entire understanding between the County and the Firm regarding the services described herein and supersedes any previous proposals, correspondence, and understandings whether written or oral. Any subsequent changes to the terms of this letter, including additional billings, will be rendered in writing and shall be executed by both parties. Should any portion of this engagement letter be ruled invalid, it is agreed that such invalidity will not affect any of the remaining portions. To the extent that this Engagement Letter (including the Terms & Conditions attached thereto) is inconsistent with the Contract Documents, the Contract Documents shall control.

April 9, 2019

Mr. Christopher J. Pietsch, Director
Department of Finance

Ms. Cathy A. Muse, Director
Department of Procurement and Material Management

County of Fairfax, Virginia
12000 Government Center Parkway
Fairfax, Virginia 22035

This engagement letter between County of Fairfax, Virginia and Fairfax County Public Schools (hereafter referred to as the "County" or "you" or "your") and Cherry Bekaert LLP (the "Firm" or "Cherry Bekaert" or "we" or "our" or "us") sets forth the nature and scope of the services we will provide, the County's required involvement and assistance in support of our services, the related fee arrangements and other Terms and Conditions, which are attached hereto and incorporated by reference, designed to facilitate the performance of our professional services and to achieve the mutually agreed-upon objectives of the County.

SUMMARY OF SERVICES

We will examine management's assertion that the census data reported to the Virginia Retirement System ("VRS") by the County was complete and accurate for the year ended June 30, 2019. The objectives of our examination are to (1) obtain reasonable assurance about whether the criteria or assertion below is free from material misstatement based on the criteria and (2) to express an opinion as to whether management's assertion is fairly stated in all material respects.

Criteria or Assertion

The criteria against which management's assertion will be examined is as set forth by the VRS and the Board of Trustees' plan provisions as mandated by the *Code of Virginia* in Section 51.1-136.

Our examination will be conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Accordingly, it will include examining, on a test basis, your records and other procedures to obtain evidence necessary to enable us to express our opinion. We will issue a written report upon completion of our examination. We cannot provide assurance that an unmodified opinion will be expressed. Circumstances may arise in which it is necessary for us to modify our opinion. If our opinion is other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the examination or are unable to form or have not formed an opinion, we may decline to express an opinion or may withdraw from the engagement.

Because of the inherent limitations of an examination engagement, together with the inherent limitations of internal control, an unavoidable risk exists that some material misstatements may not be detected, even though the examination is properly planned and performed in accordance with attestation standards.

We will plan and perform an examination to obtain reasonable assurance about whether the census data is free from material misstatement based on the criteria as set forth by the VRS and the Board of Trustees' plan provisions as mandated by the *Code of Virginia* in Section 51.1-136. Our engagement will not include a detailed inspection of every item supporting the assertion (or subject matter) and cannot be relied upon to disclose all material errors, or known and suspected fraud or noncompliance with laws or regulations, or internal control deficiencies, that may exist. However, we will inform you of any known or suspected fraud and noncompliance with the laws and regulations, internal control deficiencies identified during the engagement and uncorrected misstatements that come to our attention unless clearly trivial.

We understand that you provide us with the information required for our examination and that you are responsible for the accuracy and completeness of that information. We may advise you about appropriate criteria, but the responsibility for the subject matter remains with you.

The report we intend to issue is intended solely for the information and use of the County and APA and is not intended to be and should not be used by anyone other than these specified parties.

You are responsible for the completeness and accuracy of the census data reported to the VRS by the County in accordance with the criteria or assertion described above; and for selecting the criteria and determining that such criteria are appropriate for your purposes. You are also responsible for, and agree to provide us with, a written assertion about whether the census data is presented as set forth by the VRS and the Board of Trustees' plan provisions as mandated by the *Code of Virginia* in Section 51.1-136. Failure to provide such an assertion will result in our withdrawal from the engagement.

You are also responsible for making all management decisions and performing all management functions; for designating an individual who possesses suitable skill, knowledge, or experience to oversee the services we provide; and for evaluating the adequacy and results of those services and accepting responsibility for them.

YOUR EXPECTATIONS

The County recognizes that our professional standards require that we be independent from you in our examination and our accompanying report in order to ensure that our objectivity and professional skepticism have not been compromised. As a result, we cannot enter into a fiduciary relationship with you and you should not expect that we will act only with due regard to your interest in the performance of this examination and you should not impose on us special confidence that we will conduct this examination with only your interest in mind. Because of our obligation to be independent of you, no fiduciary relationship will be created by this engagement or examination.

The engagement will be led by Rob Churchman, who will be responsible for assuring the overall quality, value, and timeliness of the services provided to you.

COUNTY'S MANAGEMENT'S RESPONSIBILITIES RELATED TO THE EXAMINATION

The County's management is responsible for:

- Providing us with the basic information required for our examination and for the accuracy and completeness of that information.

- If applicable, the fair presentation of the financial information included in the report in conformity with the acceptable financial framework or the criteria or assertion described on page one of the engagement letter.
- If applicable, the selection and application of accounting principles and the consistent application of those principles.
- Making all financial or other applicable records and related information available to us.
- Ensuring that all material information is disclosed to us.
- Granting unrestricted access to persons within the entity from whom we determine it necessary to obtain sufficient evidence to complete our examination.
- Identifying and ensuring that the County complies with the laws and regulations applicable to the criteria or assertion described on page one of the engagement letter.

The County's management is responsible for informing us of its views regarding the risk of fraud impacting the report at the County. The County's management must inform us of their knowledge of any allegations of fraud or suspected fraud affecting the County received in communications from employees, former employees, regulators, or others and for informing us about all known or suspected fraud affecting the County involving (a) Management, (b) employees who have significant roles in internal control, and (c) others where the fraud could have a material effect on the report.

The County's management is responsible for the design, implementation and maintenance of programs and controls over the report and to prevent and detect fraud. Appropriate supervisory review procedures are necessary to provide reasonable assurance that adopted policies and prescribed procedures are adhered to and to identify errors and fraud or illegal acts.

At the conclusion of the engagement, the County's management will provide to us a representation letter that, among other things, addresses (1) the County's management's responsibilities related to the examination and confirms certain representations made to us during the examination, including, the County's management's acknowledgement of its responsibility for the design and implementation of programs and controls to prevent and detect fraud; (2) the County's management's responsibilities related to the monitoring of internal control over financial reporting; and (3) the County's management's knowledge, directly or from allegations by others, of fraud or suspected fraud affecting the County. The Firm will rely on the County's management providing these representations to us, both in the planning and performance of the examination, and in considering the fees that we will charge to perform the examination.

CONDITIONS SUPPORTING FEE

As a result of our preliminary discussions, the County and the Firm have agreed to a fee (see County audit Engagement Letter for fees), subject to the following conditions:

The estimated fee contemplates only the services described in the Summary of Services section of this letter. If Management requests additional services not listed above, we will provide an estimate of those fees prior to commencing additional work.

If the foregoing is in accordance with your understanding, please sign a copy of this letter in the space provided and return it to us. If you have any questions, please call Rob Churchman at (804) 673-5733.

Sincerely,

CHERRY BEKAERT LLP

Cherry Bekaert LLP

ATTACHMENT – Engagement Letter Terms and Conditions

County of Fairfax, Virginia

ACCEPTED BY: ______________________

TITLE: Director of Finance

DATE: 4/10/19

ACCEPTED BY: Patricia Innocenti

TITLE: Director, Department of Procurement and Material Management

DATE: 4-11-2019

Cherry Bekaert LLP
Engagement Letter Terms and Conditions

The following terms and conditions are an integral part of the attached engagement letter and should be read in their entirety in conjunction with your review of the letter.

RESPONSIBILITIES OF CHERRY BEKAERT LLP

In performing our examination we will be aware of the possibility that illegal acts may have occurred. However, it should be recognized that our examination will not include a detailed test of every item supporting the assertion or subject matter and provides no assurance that illegal acts generally will be detected, and only reasonable assurance that illegal acts having a direct and material effect on the assertion (or subject matter) will be detected. We will inform you with respect to errors and fraud, or illegal acts that come to our attention during the course of our examination unless clearly inconsequential. In the event that we have to consult with the County's counsel or counsel of our choosing regarding any illegal acts we identify, additional fees incurred may be billed to the County. You agree to cooperate fully with any procedures we deem necessary to perform with respect to these matters.

Our examination will include procedures designed to obtain reasonable assurance that the assertion is in conformity with the criteria described above. Absolute assurance is not attainable because of the nature of evidence and the characteristics of fraud. For example, examinations performed in accordance with attestation standards are based on the concept of selective testing of the data being examined and are, therefore, subject to the limitation that errors or fraud, if they exist, may not be detected.

OTHER MATTERS

Access to working papers

The working papers and related documentation for the engagement are the property of the Firm and constitute confidential information. We have a responsibility to retain the documentation for a period of time to satisfy legal or regulatory requirements for records retention. It is our policy to retain all workpapers and client information for seven years from the date of issuance of the report. It is our policy to retain emails and attachments to emails for a period of 12 months, except as required by any governmental regulation. Except as discussed below, any requests for access to our working papers will be discussed with you prior to making them available to requesting parties.

We may be requested to make certain documentation available to regulators, governmental agencies (e.g., SEC, PCAOB, HUD, DOL, etc.) or their representatives ("Regulators") pursuant to law or regulations. If requested, access to the documentation will be provided to the Regulators. The Regulators may intend to distribute to others, including other governmental agencies, our working papers and related documentation without our knowledge or express permission. You hereby acknowledge and authorize us to allow Regulators access to and copies of documentation as requested. In addition, our Firm, as well as all other major accounting firms, participates in a "peer review" program covering our examination and accounting practices as required by the American Institute of Certified Public Accountants. This program requires that once every three years we subject our quality assurance practices to an examination by another accounting firm. As part of the process, the other firm will review a sample of our work. It is possible that the work we perform for you may be selected by the other firm for their review. If it is, they are bound by professional standards to keep all information confidential. If you object to having the work we do for you reviewed by our peer reviewer, please notify us in writing.

Electronic transmittals

During the course of our engagement, we may need to electronically transmit confidential information to each other, within the Firm, and to other entities engaged by either party. Although email is an efficient way to communicate, it is not always a secure means of communication and thus, confidentiality may be compromised. You agree to the use of email and other electronic methods to transmit and receive information, including confidential information between the Firm, the County and other third party providers utilized by either party in connection with the engagement.

Subpoenas

In the event we are requested or authorized by you or required by government regulation, subpoena, or other legal process to produce our working papers or our personnel as witnesses with respect to our engagement for you, you will, so long as we are not a party to the proceeding in which the information is sought, reimburse us for our professional time and expense, as well as the fees and expenses of our counsel, incurred in responding to such a request at standard billing rates.

Independent Contractor

Each Party is an independent contractor with respect to the other and shall not be construed as having a trustee, joint venture, agency or fiduciary relationship.

No Third-Party Beneficiaries

The Parties do not intend to benefit any third party by entering into this Agreement, and nothing contained in this Agreement confers any right or benefit upon any person or entity who or which is not a signatory of this Agreement.

TERMS AND CONDITIONS SUPPORTING FEE

The estimated fees set forth in the attached engagement letter are based on anticipated full cooperation from your personnel, timely delivery of requested examination schedules and supporting information, timely communication of all significant information, the assumption that unexpected circumstances will not be encountered during the examination, as well as working space and clerical assistance as mutually agreed upon and as is normal and reasonable in the circumstances. We strive to ensure that we have the right professionals scheduled on each engagement. As a result, sudden County requested scheduling changes or scheduling changes necessitated by the agreed information not being ready on the agreed-upon dates can result in expensive downtime for our professionals. Any last minute schedule changes that result in downtime for our professionals could result in additional fees. Our estimated fee does not include assistance in bookkeeping or other accounting services not previously described. If for any reason the County is unable to provide such schedules, information and assistance, the Firm and the County will mutually revise the fee to reflect additional services, if any, required of us to achieve these objectives.

The estimated fees are based on attestation standards effective as of the date of this engagement letter and known to apply to the County at this time, but do not include any time related to the application of new attestation standards that impact the County for the first time. If new attestation standards are issued subsequent to the date of this letter and are effective for the period under examination, we will estimate the impact of any such standard on the nature, timing and extent of our planned examination procedures and will communicate with you concerning the scope of the additional procedures and the estimated fees, which are subject to Section 25.1 of the Special Provisions of the Request for Proposal.

The County agrees to pay all fees incurred subject to Section 3.2 of the Request for Proposal and the Cost Proposal.

This engagement letter, along with the Request for Proposal, our Proposal, our Cost Proposal and the Acceptance Agreement #4400006639 (hereinafter referred to collectively as the "Contract Documents") sets forth the entire understanding between the County and the Firm regarding the services described herein and supersedes any previous proposals, correspondence, and understandings whether written or oral. Any subsequent changes to the terms of this letter, other than additional billings, will be rendered in writing and shall be executed by both parties. Should any portion of this engagement letter be ruled invalid, it is agreed that such invalidity will not affect any of the remaining portions. To the extent that this Engagement Letter (including the Terms & Conditions attached thereto) is inconsistent with the Contract Documents, the Contract Documents shall control.

EisnerAmper LLP
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System Review Report

January 10, 2017

To the Partners of Cherry Bekaert LLP
And the National Peer Review Committee

We have reviewed the system of quality control for the accounting and auditing practice of Cherry Bekaert LLP (the firm), applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended April 30, 2016. Our peer review was conducted in accordance with the Standards for Performing and Reporting on Peer Reviews established by the Peer Review Board of the American Institute of Certified Public Accountants. As a part of our peer review, we considered reviews by regulatory entities, if applicable, in determining the nature and extent of our procedures. The firm is responsible for designing a system of quality control and complying with it to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Our responsibility is to express an opinion on the design of the system of quality control and the firm's compliance therewith based on our review. The nature, objectives, scope, limitations of, and the procedures performed in a System Review are described in the standards at www.aicpa.org/prsummary.

As required by the standards, engagements selected for review included engagements performed under *Government Auditing Standards*; audits of employee benefit plans, audits performed under FDICIA, and examinations of service organizations [Service Organizations Control (SOC) 1 and SOC 2 engagements].

In our opinion, the system of quality control for the accounting and auditing practice of Cherry Bekaert LLP, applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended April 30, 2016, has been suitably designed and complied with to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Firms can receive a rating of *pass*, *pass with deficiency(ies)* or *fail*. Cherry Bekaert LLP has received a peer review rating of *pass*.

EisnerAmper LLP
EisnerAmper LLP
Iselin, NJ

November 20, 2019

Cherry Bekaert LLP
1850 Towers Crescent Plaza, Suite 200
Tysons Corner, Virginia 22182

This representation letter is provided in connection with your audit of the financial statements of the County of Fairfax, Virginia (the "County"), which comprise the respective financial position of the governmental activities, business-type activities, aggregate discretely presented component units, each major fund, and the aggregate remaining fund information as of June 30, 2019, and the respective changes in financial position and, where applicable, cash flows for the year then ended, and the related notes to the financial statements, for the purpose of expressing opinions as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

We confirm, to the best of our knowledge and belief, as of the date of this letter, the following representations made to you during your audit.

Financial Statements

1) We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated April 9, 2019, including our responsibility for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP and for preparation of the supplementary information in accordance with the applicable criteria.
2) The financial statements referred to above are fairly presented in conformity with U.S. GAAP and include all properly classified funds and other financial information of the primary government and all component units required by generally accepted accounting principles to be included in the financial reporting entity.
3) We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
4) We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
5) Significant assumptions we used in making accounting estimates, including those measured at fair value, are reasonable.
6) We take responsibility and agree with the assumptions used by our actuaries.

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12000 Government Center Parkway, Suite 214
Fairfax, Virginia 22035
703-324-3120, TTY 711
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7) Related party relationships and transactions, including revenues, expenditures/expenses, loans, transfers, leasing arrangements, and guarantees, and amounts receivable from or payable to related parties have been appropriately accounted for and disclosed in accordance with U.S. GAAP.

8) Adjustments or disclosures have been made for all events, including instances of noncompliance, subsequent to the date of the financial statements that would require adjustment to or disclosure in the financial statements or in the schedule of findings and questioned costs.

9) The effects of uncorrected misstatements are immaterial, both individually and in the aggregate, to the financial statements as a whole for each opinion unit. A list of the uncorrected misstatements is attached to the representation letter.

10) The effects of all known actual or possible litigation, claims, and assessments have been accounted for and disclosed in accordance with U.S. GAAP.

11) Guarantees, whether written or oral, under which the County is contingently liable, if any, have been properly recorded or disclosed.

Information Provided

12) We have provided you with:

    a) Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters and all audit or relevant monitoring reports, if any, received from funding sources.

    b) Additional information that you have requested from us for the purpose of the audit.

    c) Unrestricted access to persons within the County from whom you determined it necessary to obtain audit evidence.

    d) Minutes of the meetings of Board of Supervisors or summaries of actions of recent meetings for which minutes have not yet been prepared.

13) All material transactions have been recorded in the accounting records and are reflected in the financial statements and the schedule of expenditures of federal awards.

14) We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.

15) We have no knowledge of any fraud or suspected fraud that affects the County and involves—

    - Management,
    - Employees who have significant roles in internal control, or
    - Others where the fraud could have a material effect on the financial statements.

16) We have no knowledge of any allegations of fraud or suspected fraud affecting the County's financial statements communicated by employees, former employees, regulators, or others.

17) We have no knowledge of instances of noncompliance or suspected noncompliance with provisions of laws, regulations, contracts, or grant agreements, or abuse, whose effects should be considered when preparing financial statements.

18) We have disclosed to you all known actual or possible litigation, claims, and assessments whose effects should be considered when preparing the financial statements.

19) We have disclosed to you the identity of the County's related parties and all the related party relationships and transactions of which we are aware.

20) Except as disclosed to you in writing, there have been no:

    a) Circumstances that have resulted in communications from the County's external legal counsel to the County reporting evidence of a material violation of securities law or breach of fiduciary duty or similar violation by the County or any agent thereof.

    b) Communications from regulatory agencies, governmental representatives, employees, or others concerning investigations or allegations of noncompliance with laws and regulations in any jurisdiction, deficiencies in financial reporting practices, or other matters that could have a material adverse effect on the financial statements.

    c) False statements affecting the County's financial statements made to the County's internal auditors, or other auditors whose work you may be relying in connection with your audits.

21) We take responsibility for all documents provided by you, and will retain copies based on our needs and document retention policies. We are responsible for maintaining internal controls over our books and records, including business continuity and disaster recovery alternatives. We have retained anything we have uploaded to a Cherry Bekaert portal and are responsible for downloading and retaining anything you have uploaded in a timely manner. We have maintained control over our accounting systems to include the licensing of applications and the hosting of said applications and data.

Government-specific

22) There have been no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.

23) We have a process to track the status of audit findings and recommendations.

24) We have identified to you any previous audits, attestation engagements, and other studies related to the audit objectives and whether related recommendations have been implemented.

25) We have provided our views on reported findings, conclusions, and recommendations, as well as our planned corrective actions, for the report.

26) The County has no plans or intentions that may materially affect the carrying value or classification of assets, liabilities, or equity.

Department of Finance
12000 Government Center Parkway, Suite 214
Fairfax, Virginia 22035
703-324-3120, TTY 711
www.fairfaxcounty.gov/finance

27) We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us, including tax or debt limits and debt contracts, and legal and contractual provisions for reporting specific activities in separate funds.

28) We are responsible for compliance with the requirements identified in the *Specifications for Audits of Counties, Cities and Towns*, issued by the Auditor of Public Accounts of the Commonwealth of Virginia.

29) We have identified and disclosed to you all instances that have occurred or are likely to have occurred, of fraud and noncompliance with provisions of laws and regulations that we believe have a material effect on the financial statements or other financial data significant to the audit objectives, and any other instances that warrant the attention of those charged with governance.

30) We have identified and disclosed to you all instances, which have occurred or are likely to have occurred, of noncompliance with provisions of contracts and grant agreements that we believe have a material effect on the determination of financial statement amounts or other financial data significant to the audit objectives.

31) We have identified and disclosed to you all instances that have occurred or are likely to have occurred, of abuse that could be quantitatively or qualitatively material to the financial statements or other financial data significant to the audit objectives.

32) There are no violations or possible violations of budget ordinances, laws and regulations (including those pertaining to adopting, approving, and amending budgets), provisions of contracts and grant agreements, tax or debt limits, and any related debt covenants whose effects should be considered for disclosure in the financial statements, or as a basis for recording a loss contingency, or for reporting on noncompliance.

33) The County has no plans or intentions that may materially affect the carrying value or classification of assets, deferred outflows of resources, liabilities and deferred inflows of resources.

34) The County has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral.

35) The County has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.

36) The financial statements include all component units as well as joint ventures with an equity interest, and properly disclose all other joint ventures and other related organizations.

37) All known actual or possible litigation and claims have been accounted for and disclosed in accordance with GASB Statement No. 62, paragraphs 96-113.

38) The financial statements properly classify all funds and activities in accordance with GASB Statement No. 34.

Department of Finance
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39) All funds that meet the quantitative criteria in GASB Nos. 34 and 37 for presentation as major are identified and presented as such and all other funds that are presented as major are particularly important to financial statement users.

40) Components of net position (net investment in capital assets; restricted; and unrestricted) and classifications of fund balance (nonspendable, restricted, committed, assigned, and unassigned) are properly classified and, if applicable, approved.

41) The County has complied with all tax and debt limits and with all debt covenants.

42) Investments and derivative instruments are properly valued.

43) The County has identified and properly reported all of its derivative instruments in accordance with Government Accounting Standard Board (GASB) Statement No. 53, Accounting and Financial Reporting for Derivative Instruments. The System has complied with the requirements of GASB Statement No. 53 related to the determination of derivative instruments used for investment purposes. Further the County has disclosed all material information about its derivative instruments in accordance with GASB Statement No. 53.

44) The following information about financial instruments with off-balance-sheet risk and financial instruments with concentrations of credit risk have been properly disclosed in the financial statements:

   a) The extent, nature, and terms of financial instruments with off-balance-sheet risk;

   b) The amount of credit risk of financial instruments with off-balance-sheet credit risk, and information about the collateral supporting such financial instruments.

45) Provisions for uncollectible receivables have been properly identified and recorded.

46) Expenses have been appropriately classified in or allocated to functions and programs in the statement of activities, and allocations have been made on a reasonable basis.

47) Revenues are appropriately classified in the statement of activities within program revenues, general revenues, contributions to term or permanent endowments, or contributions to permanent fund principal.

48) Interfund, internal, and intra-entity activity and balances have been appropriately classified and reported.

49) The County has identified and properly accounted for all nonexchange transactions.

50) Deposits and investment securities and derivative instruments are properly classified as to risk and are properly disclosed.

51) Capital assets, including infrastructure and intangible assets, are properly capitalized, reported, and, if applicable, depreciated.

Department of Finance
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Fairfax, Virginia 22035
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www.fairfaxcounty.gov/finance

52) The County has properly applied GASB Statement No. 72, *Fair Value Measurement and Application*, *effective for financial statements for periods beginning after June 15, 2015,* including the following:

   a) The valuation techniques are appropriate under the circumstances and for which sufficient data are available to measure fair value.

   b) Information about the fair value measurements, the level of fair value hierarchy, and valuation techniques have been disclosed.

   c) The required additional disclosures regarding investments in certain entities that calculate net asset value per share (or its equivalent) have been disclosed.

   d) The identification of any transactions that are not orderly.

53) The County has properly applied GASB Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans.*

54) The County has determined that the provisions of GASB Statement No. 77, *Tax Abatement Disclosures* are not applicable.

55) We have appropriately disclosed the County's policy regarding whether to first apply restricted or unrestricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available and have determined that net position is properly recognized under the policy.

56) We are following our established accounting policy regarding which resources (that is, restricted, committed, assigned, or unassigned) are considered to be spent first for expenditures for which more than one resource classification is available. That policy determines the fund balance classifications for financial reporting purposes.

57) We believe the actuarial assumptions and methods used to measure financial statement liabilities and costs associated with other post-employment benefits and to determine information related to the County's funding progress related to such benefits for financial reporting purposes are appropriate in the County's circumstances and the related actuarial valuation was prepared in conformity with U.S. GAAP.

58) For each single-employer and cost-sharing multiple-employer defined benefit pension plan:

   a) The net pension liability has been properly measured and disclosed in accordance with the provisions of GASB Statement No. 67, *Financial Reporting for Pension Plans.*

   b) All relevant plan provisions in force as of the plan's year end have been properly reflected in the measurement of the net pension liability.

   c) We believe the actuarial assumptions and methods used to measure the net pension liability are appropriate in the circumstances and the related actuarial valuation was prepared in conformity with U.S. GAAP.

   d) The participants' data provided to the actuary for purpose of determining the net pension liability is accurate and complete.

59) For each defined benefit pension plan in which the County is a participating employer:

   a) The net pension liability, related deferred outflows of resources, deferred inflows of resources, and pension expense has been properly measured and recorded as of the measurement date in accordance with the provisions of GASB Statement No. 68, *Accounting and Financial Reporting for Pensions.*

   b) All relevant plan provisions in force as of the measurement date have been properly reflected in the measurement of the net pension liability and pension expense.

   c) We believe the actuarial assumptions and methods used to measure the net pension liability and pension expense are appropriate in the circumstances and the related actuarial valuation was prepared in conformity with U.S. GAAP.

   d) The participants' data provided to the actuary for purpose of determining the net pension liability and pension expense is accurate and complete.

   e) The basis for our proportion of the collective pension amounts is appropriate and consistent with the manner in which contributions to the pension plan are determined.

   f) The net pension liability, deferred outflows of resources, deferred inflows of resources, and pension expense have been properly allocated to proprietary and fiduciary funds based on each fund's direct and indirect (for example, through a fringe benefit cost recovery rate) payment of employer contributions relative to total employer contributions of the County as a whole.

60) The County has no pollution remediation obligations required to be reported under GASB Statement No. 49, Accounting and Financial Reporting for Pollution Remediation Obligations.

61) The County has identified and properly accounted for and presented all deferred outflows of resources and deferred inflows of resources.

62) We have disclosed to you all accounting policies and practices we have adopted that, if applied to significant items or transactions, would not be in accordance with U.S. GAAP. We have evaluated the impact of the application of each such policy and practice, both individually and in the aggregate, on the County's current period financial statements and our assessment of internal control over financial reporting, and the expected impact of each such policy and practice on future periods' financial reporting. We believe the effect of these policies and practices on the financial statements and our assessment of internal control over financial reporting is not material. Furthermore, we do not believe the impact of the application of these policies and practices will be material to the financial statements in future periods.

63) We agree with the findings of specialists in evaluating the insurance and benefit claims payable and have adequately considered the qualifications of the specialist in determining the amounts and disclosures used in the financial statements and underlying accounting records. We did not give or

cause any instructions to be given to specialists with respect to the values or amounts derived in an attempt to bias their work, and we are not otherwise aware of any matters that have had an impact on the independence or objectivity of the specialists.

64) We acknowledge our responsibility for the required supplementary information (RSI). The RSI is measured and presented within prescribed guidelines and the methods of measurement and presentation have not changed from those used in the prior period. We have disclosed to you any significant assumptions and interpretations underlying the measurement and presentation of the RSI.

65) With respect to the supplementary information on which an in-relation-to opinion is issued' we acknowledge our responsibility for presenting the supplementary information in accordance with U.S. GAAP, and we believe the supplementary information, including its form and content, is fairly presented in accordance with U.S. GAAP. The methods of measurement and presentation of the supplementary information have not changed from those used in the prior period, and we have disclosed to you any significant assumptions or interpretations underlying the measurement and presentation of the supplementary information.

66) In accordance with Government Auditing Standards, we have identified to you all previous audits, attestation engagements, and other studies that relate to the objectives of this audit, including whether related recommendations have been implemented.

67) In regards to the implementation of Governmental Accounting Standards Board Statement No. 75, A*ccounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, we confirm the following:

   a) We are responsible for the accurate and complete implementation of this standard.

   b) The data provided to the actuary for the related valuation was complete and accurate.

   c) The discount rate used by the actuary in the related valuation is reasonable.

   d) The healthcare cost trend rate used by the actuary in the related valuation is reasonable.

68) We believe that the actuarial assumptions and methods used to measure pension and OPEB liabilities, costs and related deferred inflows and outflows of resources for financial accounting purposes are appropriate in the circumstances.

69) We have properly early adopted and implemented Government Accounting Standards Board Statement No. 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*.

70) With respect to federal award programs:

   a) We are responsible for understanding and complying with and have complied with the requirements of Title 2 U.S. *Code of Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance), including requirements relating to preparation of the schedule of expenditures of federal awards.

   b) We acknowledge our responsibility for presenting the schedule of expenditures of federal awards (SEFA) and related notes in accordance with the requirements of the Uniform Guidance, and we believe the SEFA, including its form and content, is fairly presented in accordance with the Uniform Guidance. The methods of measurement or presentation of the SEFA have not changed from those used in the prior period and we have disclosed to you any significant assumptions and interpretations underlying the measurement or presentation of the SEFA.

c) If the SEFA is not presented with the audited financial statements, we will make the audited financial statements readily available to the intended users of the SEFA no later than the date we issue the SEFA and the auditor's report thereon.

d) We have identified and disclosed to you all of our government programs and related activities subject to the Uniform Guidance compliance audit, and have included in the SEFA, expenditures made during the audit period for all awards provided by federal agencies in the form of federal awards, federal cost-reimbursement contracts, loans, loan guarantees, property (including donated surplus property), cooperative agreements, interest subsidies, insurance, food commodities, direct appropriations, and other direct assistance.

e) We are responsible for understanding and complying with, and have complied with, the requirements of federal statutes, regulations, and the terms and conditions of federal awards related to each of our federal programs and have identified and disclosed to you the requirements of federal statutes, regulations, and the terms and conditions of federal awards that are considered to have a direct and material effect on each major program.

f) We are responsible for establishing and maintaining, and have established and maintained, effective internal control over compliance for federal programs that provides reasonable assurance that we are managing our federal awards in compliance with federal statutes, regulations, and the terms and conditions of federal awards that could have a material effect on our federal programs. We believe the internal control system is adequate and is functioning as intended.

g) We have made available to you all federal awards (including amendments, if any) and any other correspondence with federal agencies or pass-through entities relevant to federal programs and related activities.

h) We have received no requests from a federal agency to audit one or more specific programs as a major program.

i) We have complied with the direct and material compliance requirements (except for noncompliance disclosed to you), including when applicable, those set forth in the *OMB Compliance Supplement*, relating to federal awards and confirm that there were no amounts questioned and no known noncompliance with the direct and material compliance requirements of federal awards.

j) We have disclosed any communications from federal awarding agencies and pass-through entities concerning possible noncompliance with the direct and material compliance requirements, including communications received from the end of the period covered by the compliance audit to the date of the auditor's report.

k) We have disclosed to you the findings received and related corrective actions taken for previous audits, attestation engagements, and internal or external monitoring that directly relate to the objectives of the compliance audit, including findings received and corrective actions taken from the end of the period covered by the compliance audit to the date of the auditor's report.

l) Amounts claimed or used for matching were determined in accordance with relevant guidelines in OMB's Uniform Guidance (2 CFR part 200, subpart E).

m) We have disclosed to you our interpretation of compliance requirements that may have varying interpretations.

n) We have made available to you all documentation related to compliance with the direct and material compliance requirements, including information related to federal program financial reports and claims for advances and reimbursements.

o) We have disclosed to you the nature of any subsequent events that provide additional evidence about conditions that existed at the end of the reporting period affecting noncompliance during the reporting period.

p) There are no such known instances of noncompliance with direct and material compliance requirements that occurred subsequent to the period covered by the auditor's report.

q) No changes have been made in internal control over compliance or other factors that might significantly affect internal control, including any corrective action we have taken regarding significant deficiencies or material weaknesses in internal control over compliance, subsequent to the period covered by the auditor's report.

r) Federal program financial reports and claims for advances and reimbursements are supported by the books and records from which the financial statements have been prepared.

s) The copies of federal program financial reports provided you are true copies of the reports submitted, or electronically transmitted, to the respective federal agency or pass-through entity, as applicable.

t) We have monitored subrecipients, as necessary, to determine that they have expended subawards in compliance with federal statutes, regulations, and the terms and conditions of the subaward and have met the other pass-through entity requirements of the Uniform Guidance.

u) We have issued management decisions for audit findings that relate to federal awards made to subrecipients and such management decisions have been issued within six months of acceptance of the audit report by the Federal Audit Clearinghouse. Additionally, we have followed-up ensuring that the subrecipient has taken timely and appropriate action on all deficiencies detected through audits, on-site reviews, and other means that pertain to the federal award provided to the subrecipient.

v) We have considered the results of subrecipient audits and have made any necessary adjustments to our books and records.

w) We have charged costs to federal awards in accordance with applicable cost principles.

x) We are responsible for and have accurately prepared the summary schedule of prior audit findings to include all findings required to be included by the Uniform Guidance, and we have provided you with all information on the status of the follow-up on prior audit findings by federal awarding agencies and pass-through entities, including all management decisions.

y) We are responsible for and have ensured the reporting package does not contain protected personally identifiable information.

z) We are responsible for and have accurately prepared the auditee section of the Data Collection Form as required by the Uniform Guidance.

aa) We are responsible for taking corrective action on each audit finding of the compliance audit and have developed a corrective action plan that meets the requirements of the Uniform Guidance.

bb) We have disclosed to you all contracts or other agreements with service organizations, and we have disclosed to you all communications from the service organizations relating to noncompliance at the service organizations.

Sincerely,

Bryan J. Hill	Joseph M. Mondoro	Christopher J. Pietsch
County Executive	Chief Financial Officer	Director of Finance

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Index 9200.00

ALG-CX-12.2: Audit Difference Evaluation Form

Governmental Unit: Fairfax County

Financial Statement Date: 6/30/2019

Completed by: ET

10/24/19

Opinion Unit: Governmental activities

A Listing of Known Audit Differences Over: 3,300,000.00

Instructions: This form may be used to accumulate audit differences (AD) greater than the amount considered trivial (documented at Step 5 of ALG-CX-2.1). This form should *not* include normal closing entries. At the end of the audit, evaluate all uncorrected audit differences, individually and in the aggregate, in the context of individual opinion units and conclude on whether they materially misstate the financial statements of an opinion unit taken as a whole. Thus, a separate "Audit Difference Evaluation Form" should be prepared for each opinion unit. Before evaluating the effect of uncorrected misstatements, reassess whether materiality is still appropriate based on the entity's actual financial results. The n otes following the table provide explanations and a listing of qualitative considerations in evaluating materiality. The form allows for quantifying the effect of misstatements, using both the rollover and iron curtain methods, as appropriate. You need to be familiar with the guidance in section 1010 before completing this form.

Description (Nature) of Audit Difference (AD)	Factual (F), Judgmental (J), or Projected (P)	Cause	Work-paper Ref.	Financial Statement Effect—Amount of Over- (Under-) statement of: Total Assets	Total Liabilities	Beginning Net Position	Revenues	Expenses	Change in Net Position
Deferred inflows and outflows related to OPEB improperly stated in prior year	F	Incorrect balances per the actuarial report were used when preparing the OPEB entries	5310.06	0	0	-20,444,452	0	20,444,452	20,444,452
Understatement of compensated absences	F	Exclusion of fringe benefits from compensated absences calculation	5310.06	0	-9,929,999	9,245,596	0	-684,403	-684,403
Total				0	-9,929,999	-11,198,856	0	19,760,049	19,760,049
Less audit adjustments subsequently booked									
Net unadjusted AD—current year (iron curtain method)				0	-9,929,999	-11,198,856	0	19,760,049	19,760,049
Effect of unadjusted AD—prior years									
Combined current year and prior year AD (rollover method)				0	-9,929,999	-11,198,856	0	19,760,049	19,760,049
Financial statement caption totals				9,552,468,507	9,901,958,450	-517,844,843	5,068,848,613	4,900,493,713	168,354,900
Current year AD as % of F/S captions (iron curtain method)				0.00%	-0.10%	2.16%	0.00%	0.40%	11.74%
Current and prior year AD as % of F/S captions (rollover method)				0.00%	-0.10%	2.16%	0.00%	0.40%	11.74%

COUNTY OF FAIRFAX, VIRGINIA

COMPLIANCE AUDIT PURSUANT TO 2 CFR PART 200 (SINGLE AUDIT REPORT)

For the Fiscal Year Ended June 30, 2019

(With Reports of Independent Auditor Thereon)

Cherry Bekaert LLP
CPAs & Advisors

FAIRFAX COUNTY
SINGLE AUDIT REPORT
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Cherry Bekaert LLP
CPAs & Advisors

Report of Independent Auditor on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*

To the Board of Supervisors
County of Fairfax, Virginia

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County of Fairfax, Virginia (the "County") as of and for the year ended June 30, 2019, and the related notes to the financial statements, which collectively comprise the County's basic financial statements, and have issued our report thereon dated November 20, 2019.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered County's internal control over financial reporting ("internal control") to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the County's internal control. Accordingly, we do not express an opinion on the effectiveness of the County's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and, therefore, material weaknesses or significant deficiencies may exist that have not been identified. However, as described in the accompanying schedule of findings and questioned costs, we did identify certain deficiencies in internal control that we consider to be material weaknesses and a significant deficiency.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. We consider the deficiencies described in the accompanying schedule of findings and questioned costs as items 2019-001 and 2019-002 to be material weaknesses.

A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance. We consider the deficiency described in the accompany schedule of findings and questioned costs as item 2019-003 to be a significant deficiency.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the County's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

County's Response to Findings

The County's responses to the findings identified in our audit are described in the accompanying schedule of findings and questioned costs. The County's responses were not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on them.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Cherry Bekaert LLP

Tysons Corner, Virginia
November 20, 2019

Cherry Bekaert LLP
CPAs & Advisors

Report of Independent Auditor on Compliance for Each Major Program and on Internal Control over Compliance Required by the Uniform Guidance

To the Board of Supervisors
County of Fairfax, Virginia

Report on Compliance for Each Major Federal Program

We have audited the County of Fairfax, Virginia's (the "County") compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that could have direct and material effect on each of the County's major federal programs for the year ended June 30, 2019. The County's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of the County's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 *U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the County's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of the County's compliance.

Opinion on Each Major Federal Program

In our opinion, the County complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs for the year ended June 30, 2019.

Report on Internal Control over Compliance

Management of the County is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the County's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the County's internal control over compliance.

A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on Schedule of Expenditures of Federal Awards Required by the Uniform Guidance

We have audited the financial statements of the governmental activities, business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the County, as of and for the year ended June 30, 2019, and the related notes to the financial statements, which collectively comprise the County's basic financial statements. We issued our report thereon dated November 20, 2019, which contained unmodified opinions on those financial statements. Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the basic financial statements. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the Uniform Guidance and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Cherry Bekaert LLP

Tysons Corner, Virginia
November 20, 2019

COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	Expenditures	Total Cluster	Total Program	Passed Through to Subrecipients
Department of Agriculture								
Direct Awards:								
National School Lunch Program	10.555 [1]	Child Nutrition Cluster			$ 4,537,896			
State Administrative Matching Grants for the Supplemental Nutrition Assistance Program	10.561 [2]	SNAP Cluster			145,635			
Passed Through Commonwealth of Virginia:								
Department of Agriculture and Consumer Services								
Non-Cash Assistance: National School Lunch Program	10.555 [1]	Child Nutrition Cluster	04 754		4,136			
Department of Education								
School Breakfast Program	10.553	Child Nutrition Cluster	17901-40253		7,694,330			
National School Lunch Program	10.555 [1]	Child Nutrition Cluster	17901-40254		26,096,503			
Child and Adult Care Food Program	10.558 [3]		4172		139,092			
Fresh Fruit and Vegetable Program	10.582		N/A		272,500			
Department of Health								
Special Supplemental Nutrition Program for Women, Infants, and Children	10.557		409WIC2018		3,505,868			
			409WIC2019					
			707AT-BP-FFX2019					
			707BN-BF-FFX2020					
Child and Adult Care Food Program	10.558 [3]		10450		5,953,997			
			10450C					
			58870					
Summer Food Service Program for Children	10.559 [4]	Child Nutrition Cluster	10010		938,131			
Department of Social Services								
State Administrative Matching Grants for the Supplemental Nutrition Assistance Program	10.561 [2]	SNAP Cluster	84322-90212		11,372,613			
			84403-90304					
			84404-90303					
			84903-92103					
			84904-92104					
			85503-91103					
			85504-91104					
			85803-91403					
			85804-91404					
Passed Through Capital Area Food Bank:								
Non-Cash Assistance: Child and Adult Care Food Program	10.558 [3]		N/A		132,557			
Non-Cash Assistance: Summer Food Service Program for Children	10.559 [4]	Child Nutrition Cluster	N/A		13,789			
Passed Through Local Environmental Agriculture Project Inc.:								
Food Insecurity Nutrition Incentive Grants Program	10.331		FINI-2018-01		15,178			

The accompanying notes to the Schedule of Expenditures of Federal Awards are an integral part of this schedule. Total by cluster and individual program may be found at the end of each federal grantor section.

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
Total for Child Nutrition Cluster (10.553, 10.555, 10.559)						$ 39,284,785		
Total for SNAP Cluster (10.561)						11,518,248		
1 - Total National School Lunch Program (10.555)							$ 30,638,535	
2 - Total State Administrative Matching Grants for the Supplemental Nutrition Assistance Program (10.561)							11,518,248	
3 - Total Child and Adult Care Food Program (10.558)							6,225,646	
4 - Total Summer Food Service Program for Children (10.559)							951,920	
Department of Commerce								
Passed Through Chesapeake Bay Trust:								
Chesapeake Bay Studies	11.457		NA12NMF4540218		**6,375**			
Department of Defense								
Direct Awards:								
Junior ROTC	12.000				**568,887**			
Army Youth Programs in Your Neighborhood	12.003				**96,149**			
Competitive Grants: Promoting K-12 Student Achievement at Military-Connected Schools	12.556				**820,721**			
Invitational Grants for Military-Connected Schools	12.557				**139,087**			
Language Grant Program	12.900				**3,720**			
Department of Housing and Urban Development								
Direct Awards:								
Little River Glen Loans:								
Loans Beginning Balance	14.000			$ 3,160,000	**3,160,000**			
Community Development Block Grants/Entitlement Grants	14.218 [5]	CDBG - Entitlement Grants Cluster			**3,695,905**			
Community Development Block Grants/Entitlement Grants - Loans:								
Loans Beginning Balance	14.218 [5]	CDBG - Entitlement Grants Cluster		19,366,912				
New Loans	14.218 [5]	CDBG - Entitlement Grants Cluster		3,163,662	**22,530,574**			
Emergency Solutions Grant Program	14.231				**484,130**			
Home Investment Partnerships Program	14.239 [6]				**819,792**			
Home Investment Partnerships Program - Loans:	14.239 [6]							
Loans Beginning Balance	14.239 [6]			9,222,294				
New Loans	14.239 [6]			1,490,128	**10,712,422**			
Continuum of Care Program	14.267				**1,957,890**			$ 1,833,764
Fair Housing Assistance Program State and Local	14.401				**50,567**			
Resident Opportunity and Supportive Services - Service Coordinators VA019RPS078A015	14.870				**101,785**			
Section 8 Housing Choice Vouchers	14.871	Housing Voucher Cluster			**7,644,485**			
Moving to Work Demonstration Program	14.881				**51,378,893**			
Family Self-Sufficiency Program	14.896				**158,747**			

The accompanying notes to the Schedule of Expenditures of Federal Awards are an integral part of this schedule. Total by cluster and individual program may be found at the end of each federal grantor section.

COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
Total for CDBG - Entitlement Grants Cluster (14.218)						26,226,479		
Total for Housing Voucher Cluster (14.871)						7,644,485		
5 - Total Community Development Block Grants/Entitlement Grants (14.218)							26,226,479	
6 - Total Home Investment Partnerships Program (14.239)							11,532,214	
Department of the Interior								
Direct Awards:								
Payments in Lieu of Taxes	15.226				**6,585**			
National Wildlife Refuge Fund	15.659				**41,639**			
Passed Through Alice Ferguson Foundation, Inc.:								
Natural Resource Stewardship	15.944		P15AC00001		**1,500**			
Department of Justice								
Direct Awards:								
Drug Court Discretionary Grant Program	16.585				**102,739**			
Grants to Encourage Arrest Policies and Enforcement of Protection Orders Program	16.590				**257,245**			112,154
State Criminal Alien Assistance Program	16.606				**1,018,346**			
Edward Byrne Memorial Justice Assistance Grant Program	16.738 [7]				**133,526**			
Harold Rogers Prescription Drug Monitoring Program	16.754				**7,131**			
Equitable Sharing Program	16.922				**125,874**			
Passed Through Commonwealth of Virginia:								
<u>Department of Criminal Justice Services</u>								
Juvenile Justice and Delinquency Prevention_Allocation to States	16.540		18-B3400JJ13		**14,502**			
Crime Victim Assistance	16.575 [8]		18-B4118VW16		**761,005**			
			18-S3445SA16					
			19-T3445SA17					
			19-W9279VG17					
Violence Against Women Formula Grants	16.588		18-U9836VA17		**42,081**			
			19-V9836VA18					
			19-W9333VA18					
Edward Byrne Memorial Justice Assistance Grant Program	16.738 [7]		18-A4347AD12		**143,038**			
			18-B4036AD15					
			19-A4668AD16					
<u>Department of Social Services</u>								
Crime Victim Assistance	16.575 [8]		CVS-15-011-09		**(13,121)**			
7 - Edward Byrne Memorial Justice Assistance Grant Program (16.738)							276,564	
8 - Crime Victim Assistance (16.575)							747,884	

The accompanying notes to the Schedule of Expenditures of Federal Awards are an integral part of this schedule. Total by cluster and individual program may be found at the end of each federal grantor section.

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
Department of Labor								
Passed Through Commonwealth of Virginia:								
Virginia Community College System								
WIOA Adult Program	17.258	WIOA Cluster	LWDA 11-18-02		**940,383**			940,383
WIOA Youth Activities	17.259	WIOA Cluster	LWA 11-17		**1,051,030**			793,104
			LWDA 11-18-01					
WIOA Dislocated Worker Formula Grants	17.278	WIOA Cluster	LWD 11-17-02		**1,370,238**			945,864
			LWDA 11-18-02					
			LWDA-11-17-01 VCW					
Total for WIOA Cluster (17.218, 17.278, 17.279)						3,361,651		
Department of Transportation								
Direct Awards:								
Transportation Infrastructure Finance and Innovation Act (TIFIA) Program - Loans:								
Loans Beginning Balance	20.223 [9]			339,023,513				
New Loans	20.223 [9]			84,854,921	**423,878,434**			
Federal Transit_Capital Investment Grants	20.500	Federal Transit Cluster			**690,596**			
Job Access And Reverse Commute Program	20.516	Transit Services Programs Cluster			**487,515**			
Passed Through Commonwealth of Virginia:								
Department of Motor Vehicles								
State and Community Highway Safety	20.600	Highway Safety Cluster	FPS-2018-58330-8330		**37,436**			
			FPS-2019-59224-9224					
			FSC-2019-59181-9181					
			SC-2018-58329-8329					
Alcohol Open Container Requirements	20.607		154AL-2018-58152-8152		**996,894**			
			154AL-2018-58331-8331					
			154AL-2019-59377-9377					
National Priority Safety Programs	20.616	Highway Safety Cluster	M6OT-2019-59183-9183		**17,248**			
Department of Rail and Public Transportation								
Highway Planning and Construction	20.205 [10]	Highway Planning and Construction Cluster	UPC T207, 47018-05		**429,305**			
			UPC T207, 47019-04					

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COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
Department of Transportation								
Highway Planning and Construction	20.205 [10]	Highway Planning and Construction Cluster	UPC 50111		**6,657,868**			
			UPC 52041					
			UPC 58601					
			UPC 93146					
			UPC 94286					
			UPC 94287					
			UPC 99054					
			UPC 103262					
			UPC 103265					
			UPC 103276					
			UPC 103280					
			UPC 103281					
			UPC 103282					
			UPC 103283					
			UPC 103284					
			UPC 103285					
			UPC 104293					
			UPC 104294					
			UPC 105286					
			UPC 105288					
			UPC 105990					
			UPC 106143					
			UPC 106274					
			UPC 106474					
			UPC 106927					
			UPC 106928					
			UPC 106929					
			UPC 106933					
			UPC 106936					
			UPC 106937					
			UPC 106945					
			UPC 107436					
			UPC 107437					
			UPC 107438					
			UPC 107439					
			UPC 108493					
			UPC 108494					
			UPC 108495					
			UPC 108496					
			UPC 108497					
			UPC 108498					
			UPC 108499					
			UPC 108500					

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Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
			UPC 108501 UPC 108502 UPC 108720 UPC 109607 UPC 110477 UPC 114128					
Passed Through Metropolitan Washington Council of Governments:								
Enhanced Mobility of Seniors and Individuals with Disabilities	20.513	Transit Services Programs Cluster	16-048 19-062		**54,916**			
Total for Highway Planning and Construction Cluster (20.205)						7,087,173		
Total for Federal Transit Cluster (20.500)						690,596		
Total for Transit Services Programs Cluster (20.513, 20.516)						542,431		
Total for Highway Safety Cluster (20.600, 20.616)						54,684		
9 - Total Transportation Infrastructure Finance and Innovation Act (TIFIA) Program (20.223)							423,878,434	
10 - Total Highway Planning and Construction (20.205)							7,087,173	
National Aeronautics and Space Administration								
Passed Through FIRST:								
Science	43.001		NNG06GA51A		**22,000**			
Department of Education								
Direct Awards:								
Impact Aid	84.041				**5,033,185**			
Passed Through Commonwealth of Virginia:								
Department of Behavioral Health and Developmental Services								
Special Education-Grants for Infants and Families	84.181		720-4515-14 720-4515-2019		**2,123,006**			
Department of Education								
Adult Education - Basic Grants to States	84.002		V002A160047 V002A170047 V002A180047		**2,101,082**			1,071,967
Title I Grants to Local Educational Agencies	84.010		S010A160046 S010A170046 S010A180046		**20,639,138**			
Title I State Agency Program for Neglected and Delinquent Children and Youth	84.013		S013A160046 S013A170046 S013A180046		**154,130**			

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COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	Expenditures	Total Cluster	Total Program	Passed Through to Subrecipients
Special Education_Grants to States	84.027	Special Education Cluster (IDEA)	H027A150107		**40,437,428**			
			H027A160107					
			H027A170107					
			H027A180107					
Career and Technical Education -- Basic Grants to States	84.048		V048A160046		**2,427,237**			
			V048A170046					
			V048A180046					
Special Education_Preschool Grants	84.173	Special Education Cluster (IDEA)	H173A160112		**803,357**			
			H173A170112					
			H173A180112					
Education for Homeless Children and Youth	84.196		S196A170048		**105,290**			
			S196A180048					
Twenty-First Century Community Learning Centers	84.287		S287C150047		**306,026**			
			S287C160047					
			S287C170047					
			S287C180047					
English Language Acquisition State Grants	84.365		S365A150046		**4,055,461**			
			S365A160046					
			S365A170046					
			S365A180046					
Supporting Effective Instruction State Grants (formerly Improving Teacher Quality State Grants)	84.367		S367A150044		**3,119,284**			
			S367A160044					
			S367A170044					
			S367A180044					
Preschool Development Grants	84.419		S419B150010		**1,506,902**			
Student Support and Academic Enrichment Program	84.424		S424A170048		**1,507,856**			
Total for Special Education Cluster (IDEA) (84.027, 84.173)						41,240,785		
Department of Health and Human Services								
Direct Awards:								
Substance Abuse and Mental Health Services Projects of Regional and National Significance	93.243 [11]				**616,038**			
Head Start	93.600				**9,725,439**			1,647,169
Passed Through Commonwealth of Virginia:								
Department for Aging and Rehabilitative Services								
Special Programs for the Aging,Title VII, Chapter 3, Programs for Prevention of Elder Abuse, Neglect, and Exploitation	93.041		MOU-16-118		**8,037**			

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COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	Expenditures	Total Cluster	Total Program	Passed Through to Subrecipients
Special Programs for the Aging,Title VII, Chapter 2, Long Term Care Ombudsman Services for Older Individuals	93.042		MOU-16-118		**63,203**			
Special Programs for the Aging,Title III, Part D, Disease Prevention and Health Promotion Services	93.043		MOU-16-118 VICAP 15-181		**2,066**			
Special Programs for the Aging,Title III, Part B, Grants for Supportive Services and Senior Centers	93.044	Aging Cluster	MOU-16-118 VICAP 15-181		**758,397**			
Special Programs for the Aging,Title III, Part C, Nutrition Services	93.045	Aging Cluster	MOU-16-118		**1,033,420**			
Special Programs for the Aging, Title IV, and Title II, Discretionary Projects	93.048		MOU-16-118 VICAP 15-181		**2,106**			
National Family Caregiver Support, Title III, Part E	93.052		MOU-16-118		**233,623**			
Nutrition Services Incentive Program	93.053	Aging Cluster	MOU-16-118		**308,649**			
Medicare Enrollment Assistance Program	93.071		MOU-16-118 VICAP 15-181		**65,749**			
State Health Insurance Assistance Program	93.324		MOU-16-118 VICAP 15-181		**26,884**			
Medical Assistance Program	93.778 [12]	Medicaid Cluster	MOU-16-118		**15,361**			
Department of Behavioral Health and Developmental Services								
Comprehensive Community Mental Health Services for Children with Serious Emotional Disturbances (SED)	93.104		720-4544		**329,864**			308,634
Projects for Assistance in Transition from Homelessness (PATH)	93.150		FY2018 DBHDS SPC 827 FY2019 DBHDS SPC 827		**171,592**			
Opioid STR	93.788		FY2018 DBHDS SPC 825 FY2019 DBHDS SPC 825		**148,846**			
Block Grants for Community Mental Health Services	93.958		FY2018 DBHDS SPC 824 FY2018 DBHDS SPC 871 FY2019 DBHDS SPC 871		**1,648,791**			
Block Grants for Prevention and Treatment of Substance Abuse	93.959		FY2018 DBHDS SPC 818 FY2018 DBHDS SPC 872 FY2019 DBHDS SPC 872		**3,129,872**			
Department of Education								
Substance Abuse and Mental Health Services Projects of Regional and National Significance	93.243 [11]		1H79SM061897		**388,907**			89,864

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Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
Department of Health								
Hospital Preparedness Program (HPP) and Public Health Emergency Preparedness (PHEP) Aligned Cooperative Agreements	93.074		409-775004		**216,997**			
			EP&R 2017-2022					
Project Grants and Cooperative Agreements for Tuberculosis Control Programs	93.116		409TB603GY18		**199,422**			
			409TB603GY19					
Immunization Cooperative Agreements	93.268		5NH23IP000763-05-00		**73,460**			
			FXCIAP607GY19					
			FXCIPI607GY19					
PPHF 2018: Office of Smoking and Health-National State-Based Tobacco Control Programs-Financed in part by 2018 Prevention and Public Health Funds (PPHF)	93.305		409CI532395		**80,239**			
Public Health Emergency Response: Cooperative Agreement for Emergency Response: Public Health Crisis Response	93.354		6NU90TP921982-01-03		**9,190**			
PPHF Capacity Building Assistance to Strengthen Public Health Immunization Infrastructure and Performance financed in part by Prevention and Public Health Funds	93.539		409IAP607GY17		**(149)**			
Maternal, Infant and Early Childhood Home Visiting Grant Program	93.870	Maternal, Infant, and Early Childhood Home Visiting Cluster	705BJ632557		**502,985**			
HIV Prevention Activities Health Department Based	93.940		409HIV611GY18		**2,132**			
			409HIV611GY19					
Preventive Health Services Sexually Transmitted Diseases Control Grants	93.977		FRXDIS611GY18		**35,257**			
			FRXDIS611GY19					
Maternal and Child Health Services Block Grant to the States	93.994		705M-MCH2018		**275,800**			
			705P-MCH2019					

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COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	Expenditures	Total Cluster	Total Program	Passed Through to Subrecipients
Department of Social Services								
Promoting Safe and Stable Families	93.556		84929-92129		**39,495**			
			85529-91129					
			86601-90359					
			86602-90360					
			86605-90361					
			86608-90393					
Temporary Assistance for Needy Families	93.558 [13]	TANF Cluster	80801-90603		**5,395,994**			233,796
			84909-92109					
			84910-92110					
			84911-92111					
			84912-92112					
			84927-92127					
			85509-91109					
			85510-91110					
			85511-91111					
			85512-91112					
			85527-91127					
			86701-90621					
			87201-90365					
			87202-90366					
			87204-90367					
			87207-90377					
			87210-90364					
			87212-90391					
			BEN-16-047-07					
			CVS-16-056-13					
			CVS-18-210-09					
Refugee and Entrant Assistance State/Replacement Designee Administered Programs	93.566		81901-90623		**38,626**			
			84913-92113					
			85513-91113					
Low-Income Home Energy Assistance	93.568		84914-92114		**465,115**			
			85514-91114					
Community Services Block Grant	93.569		CVS-18-210-09		**593,379**			593,379
Child Care and Development Block Grant	93.575 [14]	CCDF Cluster	88801-90564		**746,992**			
			OECD-16-043-03					
Child Care Mandatory and Matching Funds of the Child Care and Development Fund	93.596	CCDF Cluster	84916-92116		**624,761**			
			84917-92117					
			84918-92118					
			85516-91116					
			85517-91117					
			85518-91118					
			88901-90566					

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Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	Expenditures	Total Cluster	Total Program	Passed Through to Subrecipients
Chafee Education and Training Vouchers Program (ETV)	93.599		86101-90353		**53,710**			
Adoption and Legal Guardianship Incentive Payments	93.603		82001-90651		**1,023**			
Stephanie Tubbs Jones Child Welfare Services Program	93.645		84931-92131		**2,904**			
			85531-91131					
Foster Care Title IV-E	93.658		81107-90636		**5,157,393**			
			81108-90637					
			81110-90639					
			81112-90657					
			81113-90658					
			81401-90638					
			81402-90640					
			81403-90635					
			81404-90656					
			81405-90655					
			84319-90209					
			84905-92105					
			84906-92106					
			84907-92107					
			84928-92128					
			84933-92133					
			84938-92138					
			84947-92147					
			85505-91105					
			85506-91106					
			85507-91107					
			85528-91128					
			85533-91133					
			85538-91138					
			85547-91147					
			85805-91405					
			85806-91406					
			85807-91407					
			85833-91433					
			85838-91438					
			85847-91447					
			87301-90047					
			87302-90368					
			87303-90369					
			87502-90082					

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Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
Adoption Assistance	93.659		81201-90606		**3,436,546**			
			81202-90627					
			81203-90607					
			84324-90214					
			84908-92108					
			85508-91108					
			85808-91408					
Social Services Block Grant	93.667 [15]		81701-90648		**2,982,317**			
			82904-90357					
			83304-90340					
			84920-92120					
			84922-92122					
			84923-92123					
			84924-92124					
			84925-92125					
			84926-92126					
			84942-92142					
			85520-91120					
			85522-91122					
			85523-91123					
			85524-91124					
			85525-91125					
			85526-91126					
			85542-91142					
			86401-90351					
			89501-90379					
Family Violence Prevention and Services/Domestic Violence Shelter and Supportive Services	93.671		CVS-16-056-13		**9,996**			
Chafee Foster Care Independence Program	93.674		84934-92134		**58,700**			
			85534-91134					
			86201-90356					
Children's Health Insurance Program	93.767		84902-92102		**287,440**			
			85002-90161					
			85502-91102					
			85802-91402					

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Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	Expenditures	Total Cluster	Total Program	Passed Through to Subrecipients
Medical Assistance Program	93.778 [12]	Medicaid Cluster	84323-90213		12,811,940			
			84901-92101					
			84946-92146					
			84950-92150					
			85001-90160					
			85501-91101					
			85546-91146					
			85550-91150					
			85801-91401					
			85846-91446					
			85850-91450					
Office of Children's Services								
Social Services Block Grant	93.667 [15]		1300		405,752			
Passed Through Association of Food and Drug Officials:								
Food and Drug Administration Research	93.103 [16]		G-T-1709-05673		2,297			
			G-SP-1709-05372					
Passed Through Child Development Resources:								
Child Care and Development Block Grant	93.575 [14]	CCDF Cluster	ITSN-NOR-12		428,121			
			ITSN-NOR-17					
Passed Through National Association of County and City Health Officials:								
Medical Reserve Corps Small Grant Program	93.008		MRC 15-0169		4,317			
			MRC 16 - 0169C					
			MRC 17 - 0169					
Food and Drug Administration Research	93.103 [16]		2017-120803		15,113			
			2019-022205					
Passed Through The SkillSource Group, Inc.:								
Healthy Marriage Promotion and Responsible Fatherhood Grants	93.086		90FM0077-01-00		(2,788)			
Passed Through Virginia Early Childhood Foundation:								
Every Student Succeeds Act/Preschool Development Grants	93.434		PDG B-5		47,000			
Temporary Assistance for Needy Families	93.558 [13]	TANF Cluster	1801 VATANF		12,000			
			1901 VATANF					
PPHF: Early Childcare and Education Obesity Prevention Program - Obesity Prevention in Young Children - financed solely by Public Prevention and Health Funds	93.742		65U58DP004102-05-02		1,093			

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COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	Expenditures	Total Cluster	Total Program	Passed Through to Subrecipients
Total for Aging Cluster (93.044, 93.045, 93.053)						2,100,466		
Total for TANF Cluster (93.558)						5,407,994		
Total for CCDF Cluster (93.575, 93.596)						1,799,874		
Total for Medicaid Cluster (93.778)						12,827,301		
Total for Maternal, Infant, and Early Childhood Home Visiting Cluster (93.870)						502,985		
11 - Total Substance Abuse and Mental Health Services Projects of Regional and National Significance (93.243)							1,004,945	
12 - Total Medical Assistance Program (93.778)							12,827,301	
13 - Total Temporary Assistance for Needy Families (93.558)							5,407,994	
14 - Total Child Care and Development Block Grant (93.575)							1,175,113	
15 - Total Social Services Block Grant (93.667)							3,388,069	
16 - Total Food and Drug Administration Research (93.103)							17,410	
Corporation for National & Community Service								
Passed Through Social Finance, Inc.:								
Non-Cash Assistance: Social Innovation Fund Pay for Success	94.024		16PS188309		**108,926**			
Executive Office of the President								
Passed Through George Mason University:								
Research and Data Analysis	95.007		G1899ONDCP06A		**23,437**			
Passed Through Washington/Baltimore HIDTA:								
High Intensity Drug Trafficking Areas Program	95.001		I-2018TXFAIRFAX I-2019TXFAIRFAX		**440,991**			
Department of Homeland Security								
Direct Awards:								
National Urban Search and Rescue (US&R) Response System	97.025				**2,051,247**			
Assistance to Firefighters Grant	97.044				**502,752**			
Passed Through Commonwealth of Virginia:								
<u>Department of Emergency Management</u>								
Disaster Grants - Public Assistance (Presidentially Declared Disasters)	97.036		PA-03-VA-4262		**28,353**			
Emergency Management Performance Grants	97.042		7456 7662 7774		**133,457**			
Homeland Security Grant Program	97.067 [17]		SHSP 2017 SHSP 2017 7586 SHSP 2018 7843		**236,270**			
Passed Through Montgomery County:								
<u>Montgomery County Fire and Rescue</u>								
Non-Cash Assistance: Homeland Security Grant Program	97.067 [17]		4FAUA6		**1,450,872**			
Passed Through District of Columbia:								

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Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
Homeland Security and Emergency Management								
Homeland Security Grant Program	97.067 [17]		15UASI529-01		**9,117,512**			
			15UASI529-05					
			16UASI529-01					
			16UASI529-02					
			16UASI529-03					
			16UASI529-05					
			16UASI530-01					
			16UASI531-03					
			16UASI531-05					
			16UASI583-01					
			16UASI583-02					
			16UASI583-03					
			17UASI529-01					
			17UASI529-02					
			17UASI529-03					
			17UASI529-04					
			17UASI530-01					
			17UASI531-01					
			17UASI531-02					
			17UASI531-03					
			17UASI531-04					
			17UASI531-05					
			17UASI531-06					
			17UASI533-01					
			17UASI533-02					
			17UASI583-01					
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			17UASI583-03					
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			18UASI531-03					
			18UASI531-04					
			18UASI531-05					
			18UASI533-01					
			18UASI533-02					
			18UASI583-01					
			18UASI583-02					
			18UASI583-03					
			18UASI583-04					
			18UASI583-05					

The accompanying notes to the Schedule of Expenditures of Federal Awards are an integral part of this schedule. Total by cluster and individual program may be found at the end of each federal grantor section.

COUNTY OF FAIRFAX, VIRGINIA
Schedule of Expenditures of Federal Awards
Fiscal year ended June 30, 2019

Federal Grantor/Pass-Through Entity/Program Title	CFDA Number	Cluster Name	Pass-Through Entity Identifying Number	Loans	**Expenditures**	Total Cluster	Total Program	Passed Through to Subrecipients
			SHSP 2018 7954					
17 - Total Homeland Security Grant Program (97.067)							10,804,654	
Agency for International Development								
Direct Awards:								
USAID Foreign Assistance for Programs Overseas	98.001				**2,599,955**			
					$ 759,132,874			$ 8,570,078

The accompanying notes to the Schedule of Expenditures of Federal Awards are an integral part of this schedule. Total by cluster and individual program may be found at the end of each federal grantor section.

(1) Basis of Presentation

The accompanying Schedule of Expenditures of Federal Awards (“Schedule”) includes all federal grant activity of the County of Fairfax, Virginia (“County”) and its component units. The County’s reporting entity is defined in Note A, Part 1 of the County’s basic financial statements.

The information in this Schedule is presented in accordance with the requirements of Title 2 *U.S. Code of Federal Regulations Part 200*, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Therefore, some amounts presented in this Schedule may differ from amounts presented in, or used in, the preparation of the basic financial statements.

(2) Summary of Significant Accounting Policies

Except for the beginning loan balances, expenditures reported on the accompanying Schedule are reported on the modified accrual basis of accounting as defined in Note A, Part 3 of the County’s basic financial statements. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited for reimbursement.

The County has not elected to use the 10% de minimis indirect cost rate allowed under the Uniform Guidance.

(3) Non-Cash and Other Programs

The Commonwealth of Virginia Department of Agriculture and Consumer Services, Food Distribution Program, administers the United States Department of Agriculture (“USDA”) donated food program within the Commonwealth of Virginia. USDA provides values for all donated food. For CFDA #10.555, National School Lunch Program, the County received donated food for the fiscal year ended June 30, 2019. The value of the donated food is included on the accompanying Schedule.

The Capital Area Food Bank donated food to the County for the fiscal year ended June 30, 2019 under Child and Adult Care Food Program (CFDA #10.558) and Summer Food Service Program for Children (CFDA #10.559). The value of the donated food is included on the accompanying Schedule.

Social Finance, Inc. donated services to the County during the fiscal year ended June 30, 2019 under the Social Innovation Fund Pay for Success (CFDA #94.024) program. This program is to provide technical assistance services to governmental and nonprofit service recipients with developing outcomes rate cards. The rate cards can then be used in the procurement process to select multiple service providers to launch performance–based projects to achieve the defined outcomes. The value of these services is included on the accompanying Schedule.

The Homeland Security Grant Program (CFDA #97.067) is granted by the U.S. Department of Homeland Security to enhance the ability of state and local governments to prepare, prevent, respond to, and recover from terrorist attacks and other disasters. Several Washington, DC metropolitan jurisdictions receive funding under this program. For the fiscal year ended June 30, 2019, the County received donated equipment from Montgomery County, Maryland Fire and Rescue. The value of the donated equipment is included on the accompanying Schedule.

(4) Loans

The U.S. Department of Housing and Urban Development has insured certain mortgage loan borrowings made by the County through the Fairfax County Redevelopment and Housing Authority (the "Authority") in connection with certain low income housing projects. The loan program under CFDA #14.248, Community Development Block Grant Section 108 Loan Guarantees, had an outstanding principal balance of $8,245,000 at June 30, 2019. This loan does not have any continuing compliance requirements; therefore, it is not reported on the accompanying Schedule.

The Authority provides loans to qualified low income borrowers through CFDA #14.239, Home Investment Partnerships Program ("HOME"), to promote home ownership and provide assistance with down payments and closing costs. The outstanding principal balance of the HOME loans was $10,424,547 at June 30, 2019. In FY 2019, loans made in prior years to partnership entities that are believed to be uncollectable were added to the Authority's loan tracking software and the County's financial system. Since there is no expectation of collecting these loans, a 100% allowance is reflected, and the value of $7,545,190 is not included in the ending principal balance.

The Authority also provides loans to qualified low income homeowners or homeowners living in areas targeted for improvement, resulting in the elimination of health or safety code violations, through CFDA #14.218, Community Development Block Grants/Entitlement Grants ("CDBG"). The outstanding principal balance of the CDBG loans was $18,285,887 at June 30, 2019. In FY 2019, loans made in prior years to partnership entities that are believed to be uncollectable were added to the Authority's loan tracking software and the County's financial system. Since there is no expectation of collecting these loans, a 100% allowance is reflected, and the value of $2,553,420 is not included in the ending principal balance.

In addition, the Authority held Federal Housing Administration - insured mortgage revenue bonds secured by land, buildings, and equipment of $2,890,000 at June 30, 2019. This is reported under CFDA #14.000.

On December 17, 2014, the Economic Development Authority and the County entered into a Transportation Infrastructure Finance and Innovation Act ("TIFIA") loan agreement under CFDA #20.223 with the United States Department of Transportation. The TIFIA loan is for the aggregate principal amount of up to $403.3 million. This loan is to fund the County's obligated project costs for the construction of Phase Two of the Metrorail Silver Line extension. The outstanding balance of the TIFIA loan was $423,878,434 at June 30, 2019, which includes principal and capitalized interest. The maximum principal available on the loan was reached during FY 2019; therefore, no additional draws will be made against the loan. Under the terms of the loan agreement, the County will begin repayment on October 1, 2023.

(5) Transportation Grants

The County's transportation grants are typically multi-year projects with flexible funding sources that result in funding allocation changes throughout the life of the project. Accordingly, due to the inherent nature of these transportation grants, the County prepares the accompanying Schedule using the best information available at the time of reporting. In cases where it is difficult to identify the mix of federal and state money under the federal transportation program, the expenditure is reported on the accompanying Schedule.

(6) Disaster Grants – Public Assistance (Presidentially Declared Disasters)

After a presidentially declared disaster, FEMA provides assistance under the federal program, Disaster Grants – Public Assistance (Presidentially Declared Disasters) (CFDA #97.036), to reimburse eligible costs associated with debris removal, emergency protective measures and the repair, restoration, reconstruction, or replacement of public facilities or infrastructure damaged or destroyed as a result of the federally declared disaster or emergency. The federal government makes reimbursements in the form of cost-shared grants that require state matching funds. For the fiscal year ended June 30, 2019, FEMA approved $28,353 in eligible expenditures that were incurred in prior fiscal years for the County.

COUNTY OF FAIRFAX, VIRGINIA

Schedule of Findings and Questioned Costs

Fiscal year ended June 30, 2019

(1) Summary of Auditor's Results

Basic Financial Statements

A. Type of report issued on the financial statements: **Unmodified**

B. Internal control over financial reporting:

Significant deficiencies identified that are not considered a material weakness? **Yes**
Material weakness identified? **Yes**

C. Noncompliance material to financial statements noted? **None Reported**

Federal Awards

D. Significant deficiencies in internal control over major programs noted? **None reported**

E. Material weaknesses in internal control over major programs noted? **No**

F. Type of report issued on compliance for major programs:

Major Program	CFDA Number	Type of Report Issued
Special Supplemental Nutrition Program for Women, Infants, and Children (WIC)	10.557	Unmodified
CDBG – Entitlement Grants Cluster	14.218	Unmodified
Home Investment Partnerships Program	14.239	Unmodified
WIOA Cluster	17.258, 17.259, 17.278	Unmodified
Transportation Infrastructure Finance and Innovation Act (TIFIA) Program	20.223	Unmodified
Special Education Cluster	84.027, 84.173	Unmodified
Impact Aid	84.041	Unmodified
Head Start	93.600	Unmodified
Adoption Assistance	93.659	Unmodified
Homeland Security Grant Program	97.067	Unmodified

G. Any findings which are required to be reported under Section 200.516(a) of Uniform Guidance? **No**

H. Major programs are as follows:

- Special Supplemental Nutrition Program for Women, Infants, and Children (WIC) (#10.557)
- CDBG – Entitlement Grants Cluster (#14.218)
- Home Investment Partnerships Program (#14.239)
- WIOA Cluster (#17.258, #17.259, #17.278)
- Transportation Infrastructure Finance and Innovation Act (TIFIA) Program (#20.223)
- Special Education Cluster (#84.027, #84.173)
- Impact Aid (#84.041)
- Head Start (#93.600)
- Adoption Assistance (#93.659)
- Homeland Security Grant Program (#97.067)

I. Dollar threshold used to distinguish between Type A and Type B programs: **$3,000,000**

J. Auditee qualified as low-risk auditee? **No**

(2) Findings Related to the Financial Statements Reported in Accordance with *Government Auditing Standards*

Finding: 2019-001 **–** Material Weakness in Internal Control **– Financial Reporting**

Criteria: The Code of Virginia requires the County to file annual financial statements prepared in all material respects in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans* establishes standards for recognizing and measuring liabilities, deferred outflows of resources, deferred inflows of resources, and expense/expenditures.

Condition: Subsequent to the issuance of the financial statements for the year ended June 30, 2018, the County determined the reporting entity's postemployment benefits other than pensions ("OPEB") related deferred inflows and outflows of resources were overstated.

Cause: Internal controls over financial close and reporting process were not operating effectively to ensure the financial statements were prepared in all material respects in accordance with U.S. GAAP.

Effect: The reporting entity's net position was understated by $22.4 million as of July 1, 2018 and expenses for the year ended June 30, 2019 were understated by the same amount.

Recommendation: We recommend internal controls over the financial close and reporting process related to the accounting and reporting of the OPEB balances be strengthened to ensure the financial statements are prepared in all material respects with U.S. GAAP.

Management's Response: Management agrees with the observations noted as they apply to the fiscal year 2018 reported balances. We note that this was the first year of implementation for this pronouncement, which involved establishing balances for classifications not previously reported. Although we began working with the actuarial vendor on the process, which included obtaining a pro-forma version of the reports to be provided and county staff developed pro-forma versions of the tables and the disclosures necessary to be in compliance with the statement requirements, unanticipated delays were encountered prior to receiving the final actuarial reports, which created reporting challenges.

As a result, subsequent to the issuance of the financial reports for fiscal year 2018, the County improved the process with the actuarial vendor. Through these efforts, along with having an additional year's worth of data, we identified factors that resulted in the misclassification of certain items reported in the fiscal year 2018 financial report and determined the adjustments necessary to correct the balances.

The financial reporting control process has continued to improve in this area for fiscal year 2019. We worked closely with our actuarial vendor to obtain needed information in a timely manner. This allowed for additional staff analysis of the data received and helped to ensure the supporting documentation included all information necessary to perform an effective review of the amounts prepared for reporting within the Financial Statements.

Finding: 2019-002 **–** Material Weakness in Internal Control **– Park Authority (discretely presented component unit) Charges for Services and Unearned Revenues**

Criteria: In order to prepare financial statements in accordance with accounting principles generally accepted in the Unites States of America, revenue should be recognized in the period that the service has been provided to the customer.

Condition: Internal control processes in place did not ensure the accuracy of unearned revenues and charges for services balances related to summer classes, camps and programs, which were not properly recorded within the correct fiscal period's financial statements. This resulted in an understatement of the unearned revenue liability, an overstatement of charges for services revenue and an overstatement of beginning fund balance and net positon in the Park Revenue and Operating Fund and the Government-Wide statements of the Park Authority for the fiscal year ended June 30, 2019.

Cause: Internal controls were not properly designed to ensure the accuracy of the unearned revenue and charges for services revenue for financial reporting purposes in the proper fiscal period.

Effect: These items resulted in a restatement of the net position of the government-wide activities and the fund balance of the Park Revenue and Operating Fund of the Park Authority as of June 30, 2018 of $5,070,285 and the reduction of revenues for the year ended June 30, 2019 of $712,200, resulting in unearned revenues of $5,782,485 as of June 30, 2019.

Recommendation: We recommend that the internal controls for managing unearned revenues and charges for services be strengthened to ensure that unearned revenues related to summer classes, camps and programs are properly recorded in the financial statements in the correct time period.

Management's Response: The Park Authority agrees with this recommendation and has established a process and controls to recognize the revenues from class fees in the appropriate accounting period.

The account treatment decisions associated with the process that was previously in place (which recognized the revenue when the payment was received), may have been appropriate when implemented, but are no longer supported as changes in accounting practices have evolved. Increases in class and program offerings since the prior accounting treatment was instituted have increased the amount of the associated fees collected at year-end. The resulting increases in revenues collected during this period, along with new software system capabilities now in place can begin to capture and immediately recognize these collections and support the recommended change in accounting treatment.

Finding: 2019-003 **–** Significant Deficiency in Internal Control **– Construction in Progress**

Criteria: Costs associated with capital projects should be recorded as construction in progress ("CIP") until completion, at which point the asset should be placed into service and depreciated over its useful life.

Condition: For a sample of nine (9) CIP projects totaling $75.5 million at June 30, 2019, we noted four (4) with a total balance of $9.1 million which had been completed in prior years and not placed into service. Upon further analysis, we identified additional CIP projects totaling $30.5 million without activity in the prior three (3) years.

Cause: Project managers did not timely notify the Department of Finance to place assets into service upon completion of capital projects.

Effect: At June 30, 2019, prior to our proposed audit adjustment recorded by the County, construction in progress was overstated and depreciable capital assets were understated by $9.1 million.

Recommendation: We recommend the County implement a policy to ensure all capital projects are properly monitored so that they are timely placed into service and depreciated upon completion.

Management's Response: Management concurs with the observations noted in this finding. The process to transition the CIP costs to a depreciable asset is done centrally, however, it is initiated by the decentralized agencies that oversee the projects. The decentralized process varies by agency and can involve multiple sections within those agencies. The Department of Finance, capital assets team (DOF) and the Department of Purchasing and Materials Management in conjunction with the Department of Management and Budget, FOCUS business support group, utilize a variety of methods to train and educate the decentralized staff involved in this process. DOF also does targeted outreach to agencies for projects identified as completed in project status reports or that appear to be complete based on spending activity. We have recognized there are still challenges in this area and are currently developing additional formalized training associated with capital assets and are developing an updated Financial Policy Statement on the topic. As part of DOF's oversight process, efforts will include working with agencies to ensure that project managers provide comprehensive updated to the agency level financial staff.

(3) Findings and Questioned Costs for Federal Awards

None reported.

COUNTY OF FAIRFAX, VIRGINIA

Status of Prior Audit Findings

Fiscal year ended June 30, 2019

Status of Prior Year Findings and Questioned Costs Relating to *Government Auditing Standards*

Finding 2018-001 – Significant Deficiency in Internal Control over Financial Reporting – Transactions with Component Units

Status: Corrective action was taken. Finding not repeated in current year.

Finding 2018-002 – Significant Deficiency in Internal Control over Financial Reporting – Prepaid Supplies Reconciliation

Status: Corrective action was taken. Finding not repeated in current year.

Finding 2018-003 – Significant Deficiency in Internal Control over Financial Reporting – Construction in Progress

Status: Corrective action was taken. Finding not repeated in current year.

Finding 2018-004 – Significant Deficiency in Internal Control over Financial Reporting – Purchase Orders

Status: Corrective action was taken. Finding not repeated in current year.

Status of Prior Year Findings and Questioned Costs Relating to Federal Awards

Finding 2018-005 – Eligibility for Medicaid Cluster (CFDA #93.778)

Status: Corrective action was taken. Finding not repeated in current year.

Finding 2018-006 – Housing Quality Standards (HQS) Enforcement Special Test for Housing Choice Voucher (CFDA #14.871)

Status: Corrective action was taken. Finding not repeated in current year.

County of Fairfax, Virginia

MEMORANDUM

DATE: November 26, 2019

TO: Board of Supervisors

FROM: Joseph M. Mondoro, Chief Financial Officer

SUBJECT: Fiscal Year 2019 Audit Findings

This memorandum is being provided to give the Board a consolidated, detailed listing of findings noted by the County's external auditors, Cherry Bekaert LLP, during the fiscal year 2019 (FY19) audit, along with management's response for each item. Each finding is referenced to the page where it is found within Cherry Bekaert's Fairfax County Board of Supervisors Reports document. In addition, we have included background information regarding audit requirements, along with an overview of the types of audit opinions and findings issued.

BACKGROUND

Annually, the County is required to produce an audited Comprehensive Annual Financial Report (CAFR), and is also required to have various areas audited in accordance with requirements of the Virginia Auditor of Public Accounts (APA). Further, federal grants are subject to a Uniform Guidance single audit of programs and expenditures (Single Audit). These audits are performed by the County's external auditor Cherry Bekaert.

The Code of Virginia requires that the CAFR be produced and submitted to the APA no later than November 30 each year. In addition, the results of the annual audit are required to be presented to the Board of Supervisors by December 31. Both the CAFR and the Board of Supervisors Reports were delivered electronically to the Board in advance of the December 3, 2019, Board Meeting.

The Department of Finance produces the annual CAFR, which is compiled in accordance with generally accepted accounting principles (GAAP) as promulgated by the Governmental Accounting Standards Board (GASB). The County has received a Certificate of Achievement from the Government Finance Officers Association (GFOA) of the United States and Canada each year since 1977. The award recognizes the CAFR as being easily readable and efficiently organized, while satisfying GAAP and applicable legal requirements.

The separate Board of Supervisors Reports document is produced by Cherry Bekaert and includes their audit opinion for the CAFR, results of the Single Audit, findings noted during the

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audit, along with documentation of required communications, engagement, and management representation letters. Below we have provided Cherry Bekaert's overall audit opinion for the FY19 audit, the audit findings identified, and management's response for each finding. It is our intention in future audits to provide the Board with this synopsis of audit findings, in this format, in conjunction with the CAFR and the external auditor's Board of Supervisors Reports.

AUDIT OPINION

Under Government Auditing Standards, an organization's external auditors are required to denote the overall audit opinion of the financial statements (CAFR). Categories of opinion are:

- **Unmodified Opinion** - financial statements of a given entity are presented fairly, in all material respects, in accordance with generally accepted accounting principles

- **Modified Opinion** – when an auditor has either a *qualified opinion, adverse opinion, or disclaimer of opinion.*

For the FY19, the County's CAFR received an **Unmodified Opinion** from Cherry Bekaert, who noted that the financial statements presented fairly, in all material respects, the respective financial position, and changes in financial position and cash flows were in accordance with generally accepted accounting principles.

During the annual audit, Cherry Bekaert performs tests of internal control over financial reporting and compliance, and other matters. This covers not only the CAFR, but internal controls and compliance over major grant programs as required by Uniform Guidance (grant auditing requirements). For the Single Audit, 10 major grant programs were reviewed and each received an **Unmodified Opinion**.

AUDIT FINDINGS

While the overall CAFR received an Unmodified Opinion, as noted above, there were areas where the external auditors had findings relating to internal controls and compliance. Audit standards require that reportable findings be classified under one of the following two categories in ascending order of significance/severity:

- **Significant Deficiency** - is a deficiency, or a combination of deficiencies, in internal control over financial reporting or compliance with federal program requirements, that is less severe than a material weakness, yet important enough to merit attention by those

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responsible for oversight of the organization's financial reporting.

- **Material Weakness** - is a deficiency, or a combination of deficiencies, in internal control over financial reporting or compliance with federal program requirements, where there is a reasonable possibility that a material misstatement of the organization's financial statements will not be prevented or detected on a timely basis.

There were three reportable findings received during the FY19 audit. One finding was a significant deficiency while the other two were material weaknesses. As part of the report, management is required to respond to each finding. This can be found in the "Management's Response" section of each finding. The findings are as follows:

1. **Description:** Timely capitalization of completed construction projects
Agency: Department of Transportation, Department of Public Works and Environmental Services
Classification: Significant Deficiency
Reference to BOS Reports: Page 83

Auditor's Finding & Recommendation: Costs associated with capital projects should be recorded as construction in progress ("CIP") until completion, at which point the asset should be placed into service and depreciated over its useful life. For a sample of nine (9) CIP projects totaling $75.5 million at June 30, 2019, we noted four (4) with a total balance of $9.1 million which had been completed in prior years and not placed into service.

Project managers did not timely notify the Department of Finance to place assets into service upon completion of capital projects. At June 30, 2019, prior to our proposed audit adjustment recorded by the County, construction in progress was overstated and depreciable capital assets were understated by $9.1 million.

We recommend the County implement a policy to ensure all capital projects are properly monitored so that they are timely placed into service and depreciated upon completion.

Management's Response: Management concurs with the observations noted in this finding. The process to transition the CIP costs to a depreciable asset is done centrally, however, it is initiated by the decentralized agencies that oversee the projects. The decentralized process varies by agency and can involve multiple sections within those agencies. The Department of Finance, capital assets team (DOF) and the Department of Purchasing and Materials Management in conjunction with the Department of Management and Budget, FOCUS business support group, utilize a variety of methods to train and educate the decentralized staff involved in this process. DOF also does targeted outreach to agencies for projects identified as completed in project status reports or that appear to be complete based on

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spending activity. We have recognized there are still challenges in this area and are currently developing additional formalized training associated with capital assets and are developing an updated Financial Policy Statement on the topic. As part of DOF's oversight process, efforts will include working with agencies to ensure that project managers provide comprehensive updated to the agency level financial staff.

2. **Description:** Accounting for revenue in the correct service period
Agency: Fairfax County Park Authority
Classification: Material Weakness
Reference to BOS Reports: Page 82

Auditor's Finding & Recommendation: In order to prepare financial statements in accordance with accounting principles generally accepted in the United States of America, revenue should be recognized in the period that the service has been provided to the customer. Internal control processes in place did not ensure the accuracy of unearned revenues and charges for services balances related to summer classes, camps and programs, which were not recorded within the desired fiscal period's financial statements. This resulted in an understatement of the unearned revenue liability, an overstatement of charges for services revenue and an overstatement of beginning fund balance and net position in the Park Revenue and Operating Fund and the Government-Wide statements for the fiscal year ended June 30, 2019.

Internal controls were not properly designed to ensure the accuracy of the unearned revenue and charges for services revenue for financial reporting purposes in the proper fiscal period. These items resulted in a restatement of the net position of the government-wide activities and the fund balance of the Park Revenue and Operating Fund as of June 30, 2018 of $5,070,285 and the recordation of unearned revenues of $5,782,485 as of June 30, 2019.

We recommend that the internal controls for managing unearned revenues and charges for services be strengthened to ensure that unearned revenues related to summer classes, camps and programs are properly recorded in the financial statements in the correct time period.

Management's Response: The Park Authority agrees with this recommendation and has established a process and controls to recognize the revenues from class fees in the appropriate accounting period.

The account treatment decisions associated with the process that was previously in place (which recognized the revenue when the payment was received), may have been appropriate when implemented, but are no longer supported as changes in accounting practices have evolved. Increases in class and program offerings since the prior accounting treatment was instituted have increased the amount of the associated fees collected at year-end. The

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resulting increases in revenues collected during this period, along with new software system capabilities now in place can begin to capture and immediately recognize these collections and support the recommended change in accounting treatment.

3. **Description:** Other Postemployment Benefits (OPEB) financial reporting process
Agency: Department of Finance
Classification: Material Weakness
Reference to BOS Reports: Page 81

Auditor's Finding & Recommendation: The Code of Virginia requires the County to file annual financial statements prepared in all material respects in accordance with accounting principles generally accepted in the United States of America ("GAAP"). Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans* establishes standards for recognizing and measuring liabilities, deferred outflows of resources, deferred inflows of resources, and expense/expenditures. Subsequent to the issuance of the financial statements for the year ended June 30, 2018, the County determined that the reporting entity's postemployment benefits other than pensions ('OPEB")-related deferred inflows and outflows of resources were overstated by $22.8 million and $0.4 million, respectively, as of June 30, 2018 and OPEB expense was overstated by $22.4 million for the year ended June 30, 2018.

Internal controls over financial close and reporting process were not operating effectively to ensure the financial statements were prepared in all material respects in accordance with GAAP. As of and for the year ended June 30, 2018, the reporting entity's OPEB related balances were misstated as described above in the Condition.

We recommend that internal controls over the financial close and reporting process related to the accounting and reporting of the OPEB balances be strengthened to ensure the financial statements are prepared in all material respects with GAAP.

Management's Response: Management agrees with the observations noted as they apply to the fiscal year 2018 reported balances. We note that this was the first year of implementation for this pronouncement, which involved establishing balances for classifications not previously reported. Although we began working with the actuarial vendor on the process, which included obtaining a pro-forma version of the reports to be provided and county staff developed pro-forma versions of the tables and the disclosures necessary to be in compliance with the statement requirements, unanticipated delays were encountered prior to receiving the final actuarial reports, which created reporting challenges.

As a result, subsequent to the issuance of the financial reports for fiscal year 2018, the County improved the process with the actuarial vendor. Through these efforts, along with

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having an additional year's worth of data, we identified factors that resulted in the misclassification of certain items reported in the fiscal year 2018 financial report and determined the adjustments necessary to correct the balances.

The financial reporting control process has continued to improve in this area for fiscal year 2019. We worked closely with our actuarial vendor to obtain needed information in a timely manner. This allowed for additional staff analysis of the data received and helped to ensure the supporting documentation included all information necessary to perform an effective review of the amounts prepared for reporting within the Financial Statements.

For questions, please contact Chris Pietsch, Director, Department of Finance at 703-324-3126.

cc: Bryan J. Hill, County Executive
Christopher J. Pietsch, Director, Department of Finance
Thomas P. Biesiadny, Director, Department of Transportation
Randy Bartlett, Director, Department of Public Works and Environmental Services
Kirk W. Kincannon, Executive Director, Fairfax County Park Authority

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Board Agenda Item
December 3, 2019

INFORMATION - 2

Contract Award - Clinical Consultation Services

The Department of Purchasing and Supply Management issued a Request for Proposal (RFP2000002860) soliciting qualified sources to provide Clinical Consultation Services in the Juvenile and Domestic Relations District Court (JDRDC) for its Residential Programs (Foundations, Stepping Stones, and Shelter Care) and the Family Counseling Unit and Community Based Services. Clinical Consultation Services are vital to the continued operations of these programs.

RFP2000002860 was issued in accordance with the Fairfax County Purchasing Resolution. Two (2) offerors submitted a response by the closing date. The Selection Advisory Committee (SAC), approved by the County Purchasing Agent, evaluated the proposals in accordance with the criteria established in the RFP. Upon completion of the final evaluation of the proposals, the SAC negotiated with the two offerors and unanimously recommended to award contracts to both Neil Makstein, Ph.D. and Trauma and Hope. Multiple awards are recommended to ensure that each program's needs are met.

The Department of Tax Administration has verified that Neil Makstein, Ph.D. and Trauma and Hope possess the appropriate Fairfax County Business, Professional and Occupational License.

Unless otherwise directed by the Board of Supervisors, the Purchasing Agent will proceed to award these contracts to Neil Makstein, Ph. D and Trauma and Hope. The Purchasing Agent may amend the contract in response to a change in conditions in accordance with the Fairfax County Purchasing Resolution.

FISCAL IMPACT:
The contract will begin on the date of award. The annual fiscal impact to the JDRDC is approximately $50,000 per year.

Over the five-year term of the contract, the fiscal impact is estimated to be $250,000. These funds are available in the JDRDC baseline budget.

Board Agenda Item
December 3, 2019

ENCLOSED DOCUMENTS:
Attachment 1 – List of Offerors

STAFF:
Joseph Mondoro, Chief Financial Officer
Cathy A. Muse, Director, Department of Procurement and Material Management
Robert A. Bermingham, Director, of Juvenile and Domestic Relations District Court

List of Offerors

Name	SWAM Status
Neil Makstein, Ph.D	Small Business
Trauma and Hope	Small Business; Woman Owned

Board Agenda Item
December 3, 2019

INFORMATION - 3

Contract Award - Government Relations Consulting Services

BACKGROUND:
On August 1, 2019, the Department of Procurement and Material Management issued a Request for Proposal (RFP2000002853), on behalf of the Office of the County Executive, to establish a federal government relations consulting contract to provide the services of a lobbyist to represent the County with the U.S. Congress and federal agencies on a variety of funding and policy issues.

The RFP was publicly advertised in accordance with the Fairfax County Purchasing Resolution. In response, the County received three proposals that were evaluated by a Selection Advisory Committee (SAC) appointed by the County Purchasing Agent. The SAC scored the proposals in accordance with the award criteria established in the RFP. The SAC negotiated with the two top ranked offerors and subsequently recommended award to The Ferguson Group for the provision of these services.

The SAC found that The Ferguson Group demonstrated a high level of professionalism as well as extensive experience and expertise in securing key legislation and grant funding for local government clients, particularly on issues of importance to the County such as transportation, military-related issues and federal appropriations.

The Department of Tax Administration has verified that the selected offeror is not required to have a Fairfax County Professional and Occupational License (BPOL).

Unless otherwise directed by the Board of Supervisors, the Purchasing Agent will proceed to award this contract to The Ferguson Group. The contract will begin on January 1, 2020, and terminate on December 31, 2023, with three one-year renewal options. The total estimated amount of this contract for the initial three-year term is $400,545.

FISCAL IMPACT:
The fiscal impact will be $133,515 annually and $400,545 over the duration of the initial three-year term. Funding for this contract shall come from the Office of the County Executive.

ENCLOSED DOCUMENT:
Attachment 1 – List of Offerors

STAFF:
Joseph Mondoro, Chief Financial Officer
Cathy A. Muse, Director, Department of Procurement and Material Management
Claudia Arko, Legislative Director

ATTACHMENT 1

RFP2000002853 – List of Offerors

Name	SWAM Status
Alcalde and Fay	Small Business, Minority-Owned
The Ferguson Group	Small Business
Van Scoyoc Associates	Large Business

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10:20 a.m.

Matters Presented by Board Members

11:10 a.m.

CLOSED SESSION:

(a) Discussion or consideration of personnel matters pursuant to Virginia Code § 2.2-3711(A) (1).

(b) Discussion or consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body, pursuant to Virginia Code § 2.2-3711(A) (3).

(c) Consultation with legal counsel and briefings by staff members or consultants pertaining to actual or probable litigation, and consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel pursuant to Virginia Code § 2.2-3711(A) (7).

1. Claim of Eric Powers and Elizabeth McDonald, 1653 Quail Hollow Court, McLean, from a rain event on July 8, 2019 (Dranesville District)

2. *Carlos Francisco Cordon Rivas, Sr. v. Fairfax County Department of Family Services*; Record No. 190608; *Nely Margarita Bonillas de Cordon v. Fairfax County Department of Family Services*; Record No. 190730 (Va. Sup. Ct.)

3. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Harry F. Kendall, III, and Laura P. Kendall*, Case No. CL-2008-0003244 (Fx. Co. Cir. Ct.) (Braddock District)

4. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Kyle Marble*, Case No. GV19-025601 (Fx. Co. Gen. Dist. Ct.) (Hunter Mill District)

5. *Elizabeth Perry, Property Maintenance Code Official for Fairfax County, Virginia, and Leslie B. Johnson, Fairfax County Zoning Administrator v. Robert Dunn and Phyllis Dunn*, Case No. CL-2018-0013755 (Fx. Co. Cir. Ct.) (Lee District)

6. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Satish Amin*, Case No. GV19-021295 (Fx. Co. Gen. Dist. Ct.) (Lee District)

7. *Eileen M. McLane, Fairfax County Zoning Administrator, and Michael R. Congleton, Property Maintenance Code Official for Fairfax County, Virginia v. Melba B. Clarke*, Case No. CL-2009-0016978 (Fx. Co. Cir. Ct.) (Mason District)

8. *Board of Supervisors of Fairfax County and William Hicks, Director of the Fairfax County Department of Land Development Services v. AAAACO LLP, Northern Virginia Auto Recycling LLC, and Northern Virginia Auto Real Estate Holdings LLC*, Case No. CL-2018-0013191 (Fx. Co. Cir. Ct.) (Mount Vernon District)

9. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Mahlon C. Hawker*, Case No. CL-2019-0015198 (Fx. Co. Cir. Ct.) (Mount Vernon District)

10. *Leslie B. Johnson, Fairfax County Zoning Administrator, and Elizabeth Perry, Property Maintenance Code Official for Fairfax County, Virginia v. Hongbing Li*, Case No. CL-2019-0015353 (Fx. Co. Cir. Ct.) (Mount Vernon District)

11. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Bill H. Waller*, Case No. GV19-025602 (Fx. Co. Gen. Dist. Ct.) (Mount Vernon District)

12. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Ingrid Teasdale*, Case No. CL-2019-0011634 (Fx. Co. Cir. Ct.) (Providence District)

13. In re: May 1, 2019, Decision of the Board of Zoning Appeals of Fairfax County, Virginia; *Nagla A. Abdelhalim v. Board of Supervisors of the County of Fairfax, Virginia*, Case No. CL-2019-0007529 (Fx. Co. Cir. Ct.) (Providence District)

14. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Nagla A. Abdelhalim*, Case No. CL-2019-0009486 (Fx. Co. Cir. Ct.) (Providence District)

15. *Elizabeth Perry, Property Maintenance Code Official for Fairfax County, Virginia v. Roger M. Firestone*, Case No. CL-2017-0012653 (Fx. Co. Cir. Ct.) (Providence District)

16. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Vanessa E. Garcilazo and Wendy L. Ventura Espinozo*, Case No. CL-2019-0002725 (Fx. Co. Cir. Ct.) (Springfield District)

17. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Arnold A. Souders, Jr.*, Case No. GV19-025604 (Fx. Co. Gen. Dist. Ct.) (Springfield District)

18. *Elizabeth Perry, Property Maintenance Code Official for Fairfax County, Virginia v. Arnold A. Souders, Jr.*, Case No. GV19-025603 (Fx. Co. Gen. Dist. Ct.) (Springfield District)

19. *Leslie B. Johnson, Fairfax County Zoning Administrator v. Quoc K. Troung*, Case No. GV19-026356 (Fx. Co. Gen. Dist. Ct.) (Sully District)

Board Agenda Item
December 3, 2019

3:30 p.m.

Public Hearing on AF 2019-DR-002 (Charles J. DiBona) to Permit an Establishment of an Agricultural and Forestal District, Located on Approximately 50.22 Acres of Land Zoned R-E (Dranesville District)

This property is located at 9306 Georgetown Pike and 644 River Bend Rd., Great Falls, 22066. Tax Map 13-2 ((1)) 7D, 7E and 9H.

PLANNING COMMISSION RECOMMENDATION:
On November 13, 2019, the Planning Commission voted 10-0 (Commissioners Clarke and Tanner were absent from the meeting) to recommend to the Board of Supervisors approval of AF 2019-DR-002 to amend Appendix F of the Fairfax County Code to establish the DiBona Local Agricultural and Forestal District, subject to proposed ordinance provisions found in Appendix 1 of the Staff Report dated October 29, 2019.

ENCLOSED DOCUMENTS:
Planning Commission Verbatim Excerpt and Staff Report available online at:
https://www.fairfaxcounty.gov/planning-development/board-packages

STAFF:
Tracy Strunk, Director, Zoning Evaluation Division, Department of Planning and Development (DPD)
Ellen Alster, Planner, DPD

Board Agenda Item
December 3, 2019

4:00 p.m.

Public Hearing on Proposed Amendments to Chapter 112 (Zoning Ordinance) of the Code of the County of Fairfax, Virginia (County Code) Re: Article 11 - Regional Mall Parking Rates

ISSUE:
The proposed amendments will revise the minimum parking requirements for a regional shopping center/mall with a gross floor area (gfa) of 800,000 square feet or more from the current requirement of 4.0 spaces per 1,000 square feet of gfa to a rate within the range of 2.5 and 3.0 spaces per 1,000 square feet of gfa.

PLANNING COMMISSION RECOMMENDATION:
On November 20, 2019, the Planning Commission voted 10-0-1 (Commissioner Clarke abstained from the vote and Commissioner Niedzielski-Eichner was absent from the meeting) to recommend to the Board of Supervisors approval of the Zoning Ordinance Amendment Re: Article 11, Regional Mall Parking Rates, as outlined in the Staff Report dated October 15th, 2019 and adopting a rate of 2.5 spaces per 1000 square feet of gross floor area for shopping centers with 800,000 square feet of gross floor area or more.

The Planning Commission further recommended the following:

- The Board direct staff to prioritize the review of the parking rates for retail and mixed-use centers during phase ii of the zoning ordinance modernization program and include a projected timeline as part of the zoning ordinance amendment work program which will be reviewed in the spring of 2020; and that this review include a study of how to reference and incorporate the PTC, Planned Tysons Corner, parking rates in this update.

- The Board direct staff in Land Development Services to provide notification that the applicable District Supervisor and Planning Commissioner, when a parking reduction or other type of administrative approval request is submitted to reduce parking for those retail centers in excess of 800,000 square feet.

- The review of any comprehensive plan amendment and subsequent zoning application for Fair Oaks Mall place particular emphasis on the provision of interconnected green spaces, tree canopy, landscaping, multimodal connections, and stormwater low impact development techniques, as well as the integration of affordable housing in any residential component of redevelopment at the center.

RECOMMENDATION:
The County Executive supports the Planning Commission recommendation to approve the proposed amendment as set forth in the Staff Report and adopt a rate of 2.5 spaces per 1000 square feet of gross floor area for shopping centers of 800,000 square feet of gross floor area or more.

TIMING:
Board's authorization to advertise – October 15, 2019; Planning Commission public hearing – November 13, 2019; Planning Commission decision –November 20, 2019; Board's public hearing – December 3, 2019

BACKGROUND:
The proposed parking rate change is in response to a request by the Board for staff to review the current parking requirement for large regional shopping centers/malls in excess of 800,000 square feet of gfa. Fairfax County has four such regional malls – Fair Oaks, Tysons Corner Center, Springfield Town Center, and the Tysons Galleria. The proposed amendment was added to the 2019 Priority 1 List of the Zoning Ordinance Amendment Work Program. To expedite the review and analysis of the parking rates, staff engaged Nelson/Nygaard, part of the Clarion team assisting the County with the zMOD initiative, to conduct an independent review and analysis of parking rates and parking demand at large regional shopping centers/malls. The review and analysis included a review of available industry and jurisdictional parking data, as well as a review of the parking utilization counts performed by the Taubman Company at Fair Oaks Mall. In addition, Nelson/Nygaard conducted a parking count at the Springfield Town Center to further analyze the parking demand for these types of large regional shopping centers.

This analysis is detailed in the attached Staff Report (Attachment 1) and a copy of the Nelson/Nygaard study is presented as an Attachment to the Staff Report. In summary, the consultant found that less than 65 percent of the available spaces on each of the analyzed mall sites were occupied during peak occupancy, which typically occurs during the holiday season. The analysis by Nelson/Nygaard recommended that a range between 2.5 and 3.0 parking spaces per 1,000 square feet of gfa for a regional mall with 800,000 square feet or more of gfa be considered. This is a more realistic parking requirement and, if implemented, would continue to provide an oversupply of parking at peak demand on weekdays and weekends during all times of the year.

The proposed amendment will revise the parking rate in Article 11 of the Zoning Ordinance for shopping centers from the current 4.0 spaces per 1,000 square feet of gfa for shopping centers with more than 800,000 square feet of gfa to a rate within a range of 2.5 and 3.0 spaces per 1000 square feet of gfa. The amendment will be advertised to allow consideration of any rate between 2.5 and the current rate of 4.0 spaces per 1,000 square feet of gfa. Staff is recommending that the Board consider a rate of 2.8 spaces per 1,000 square feet of gfa with continued review of shopping center/mall rates expected during the zMOD process.

The amendment will also reduce the threshold of gross floor area applicable to this new parking rate from 1 million square feet down to 800,000 square feet of gfa. The revision from 1 million square feet to 800,000 square feet would align the County's large commercial shopping center size categories with industry standards. This modification accounts for converting from a gross leasable area measure often used by the retail industry to the gfa standard as defined in the Ordinance. Overall, the changes will provide Fairfax County's largest commercial retail centers additional flexibility to react to a changing retail marketplace.

The proposed amendment was presented to the Board's Development Process Committee on September 10, 2019. It was also discussed with stakeholders at the zMOD citizen and land use attorney working groups. In addition, the Nelson/Nygaard report was presented to all four mall property owners for their review and input.

REGULATORY IMPACT:
No new regulatory requirements are proposed. The lowering of parking rates for a regional mall is a lessening of current regulatory requirements.

FISCAL IMPACT:
There is no fiscal impact to the County. The proposed amendments will not require any additional staff to implement. Staff time will be reduced because of reduced processing time for some parking reduction requests.

ENCLOSED DOCUMENTS:
The Planning Commission verbatim is available online at:
https://www.fairfaxcounty.gov/planningcommission/sites/planningcommission/files/assets/documents/pdf/2019%20verbatims/verbatim112019zoacodeamendmentparkingratesatregionalmallsdeconly.pdf

Board Agenda Item
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The Staff Report dated October 15, 2019, has been previously furnished and is available online at: https://www.fairfaxcounty.gov/planning-development/sites/planning-development/files/assets/documents/zoning%20ordinance/proposed%20amendments/reginalmallparkingratesandmemo.pdf

STAFF:
Rachel Flynn, Deputy County Executive
Barbara A. Byron, Director, Department of Planning and Development
William D. Hicks, P.E., Director, Land Development Services
Leslie B. Johnson, Zoning Administrator
Michael A. Davis, Parking Program Manager, Land Development Services

ASSIGNED COUNSEL:
F. Hayden Codding, Assistant County Attorney
T. David Stoner, Deputy County Attorney

Board Agenda Item
December 3, 2019

4:00 p.m.

Public Hearing on Proposed Plan Amendment 2017-CW-2CP, Green Building – Energy Policy Plan Update

ISSUE:
Plan Amendment (PA) 2017-CW-2CP proposes to amend the Environment element of the Policy Plan to provide an increased emphasis on energy efficiency and conservation efforts as applied to green building certification for nonresidential and multifamily residential proposals. The Policy Plan does not currently provide an increased emphasis on any particular green building evaluation category. Evaluation categories, in addition to those related to energy efficiency and conservation, may include categories related to location, transportation, site development, water efficiency, materials and resources, indoor environmental quality, innovation, and regional priorities.

PLANNING COMMISSION RECOMMENDATION:
On November 20, 2019, the Planning Commission voted 10-0-1 (Commissioner Strandlie abstained from the vote and Commissioner Niedzielski-Eichner was absent from the meeting) to recommend to the Board of Supervisors the adoption of the staff recommendation for Plan Amendment 2017-CW-2CP, as contained in the staff report dated October 16, 2019.

The Planning Commission also recommended two follow-on motions to the Board of Supervisors by a vote of 9-0-2 (Commissioners Strandlie and Hurley abstained from the vote and Commissioner Niedzielski-Eichner was absent from the meeting) to support county actions to meet climate action, adaptation, and resiliency goals, which are summarized as follows:

1. That staff be directed to initiate the following actions with appropriate assignments to the Commission for review and recommendation:
    - First, the development and implementation of a climate adaptation and resilience plan to reduce the adverse impacts of extreme weather events and other climate change effects, including flooding and power outages on local residents, businesses, and critical infrastructure; to include an analysis of the effects of temperature and or precipitation changes and vulnerability to sea level rise; and
    - A review of the county's green building policy to include consideration of moving to a higher LEED standard and/or consideration for a net zero energy standard; and

2. That the Board of Supervisors consider policies to facilitate the attainment of climate action, adaptation, and resiliency goals, consistent with State Executive Order 24, increasing Virginia's resilience to sea level rise and natural hazards.

RECOMMENDATION:
The County Executive recommends that the Board of Supervisors adopt the Planning Commission recommendation.

TIMING:
Planning Commission public hearing – November 6, 2019
Planning Commission decision only – November 20, 2019
Board of Supervisors' public hearing – December 3, 2019

BACKGROUND:
On June 20, 2017 the Board of Supervisors authorized the consideration of a Policy Plan amendment for an increased emphasis on energy efficiency and conservation efforts as applied to green building certification for nonresidential and multifamily residential proposals. The Policy Plan does not currently provide an increased emphasis on any particular green building evaluation category.

The development and consideration of a Policy Plan amendment for an increased emphasis on energy efficiency was based on a recommendation from the Planning Commission to the Board of Supervisors as a follow-up to the Planning Commission's review and recommendations of a report from the MITRE Corporation entitled "Building energy technology recommendations to Fairfax County" (dated March 15, 2013).

On February 27, 2019, the Planning Commission approved the transmittal of the proposed revision to the Board of Supervisors as its recommendation in response to the Board's request for the commission's review and recommendation.

FISCAL IMPACT:
None.

ENCLOSED DOCUMENTS:
The Planning Commission verbatim excerpt is available online at:
https://www.fairfaxcounty.gov/planningcommission/sites/planningcommission/files/assets/documents/pdf/2019%20verbatims/verbatim112019pa2017-cw-2cpgreenbuildingenergypolicydeconly.pdf

Board Agenda Item
December 3, 2019

The Staff Report for PA 2017-CW-2CP has been previously furnished and is available online at: https://www.fairfaxcounty.gov/planning-development/sites/planning-development/files/assets/documents/compplanamend/greenbuilding/2017-cw-2cp-staff-report.pdf.

STAFF:
Barbara A. Byron, Director, Department of Planning and Development (DPD)
Leanna H. O'Donnell, Acting Director, Planning Division (PD), DPD
Denise M. James, Branch Chief, Environment and Development Review Branch (EDRB), PD, DPD
Joseph C. Gorney, Senior Environmental Planner, EDRB, PD, DPD

Board Agenda Item
December 3, 2019

4:00 p.m.

Public Hearing to Consider an Ordinance to Amend and Readopt Fairfax County Code Section 7-2-13 and Relocate the Polling Place for the McLean Precinct in the Dranesville District

ISSUE:
Public Hearing to consider an ordinance that proposes to amend and readopt Fairfax County Code Section 7-2-13, relating to election precincts and polling places, to move the polling place for the McLean precinct.

RECOMMENDATION:
The County Executive recommends adoption of the proposed ordinance.

TIMING:
On October 29, 2019, the Board authorized a public hearing to be held on December 3, 2019, at 4:00 p.m. to consider this ordinance. Board action on December 3, 2019, will allow adequate time to notify voters who are affected by this change in advance of the next election, which is expected to be the March 3, 2020, Presidential Primary Election.

BACKGROUND:
The Virginia Code permits the governing body of each county and city to establish by ordinance as many precincts as it deems necessary with one polling place for each precinct. The Board of Supervisors is authorized to change polling place locations subject to the requirements of Virginia Code Sections 24.2-307, 24.2-310, and 24.2-310.1. If approved, the proposed ordinance will make the following change:

In Dranesville District, staff recommends moving the polling place for the McLean precinct from the Lewinsville Presbyterian Church located at 1724 Chain Bridge Road, McLean to the Lewinsville Senior Center, 1613 Great Falls Street, McLean. Lewinsville Presbyterian Church kindly offered the use of their fellowship hall as a temporary polling place while the Lewinsville Senior Center underwent expansion and renovation.

The Electoral Board voted unanimously to support this change at its October 31, 2019, meeting.

FISCAL IMPACT:
Insignificant. Funding for precinct and polling place change notifications is provided in the agency's FY 2020 Adopted Budget.

ENCLOSED DOCUMENTS:
Attachment 1: Virginia Code Pertaining to Election Precincts and Polling Places
Attachment 2: Summary of Proposed Change
Attachment 3: Descriptions and Map of Proposed Change
Attachment 4: Proposed Ordinance

STAFF:
Gary D. Scott, General Registrar and Director of Elections
Beth Dixon Methfessel, Clerk to the Fairfax County Electoral Board

ASSIGNED COUNSEL:
Martin R. Desjardins, Assistant County Attorney

§ 24.2-307. Requirements for county and city precincts.

The governing body of each county and city shall establish by ordinance as many precincts as it deems necessary. Each governing body is authorized to increase or decrease the number of precincts and alter precinct boundaries subject to the requirements of this chapter.

At the time any precinct is established, it shall have no more than 5,000 registered voters. The general registrar shall notify the governing body whenever the number of voters who voted in a precinct in an election for President of the United States exceeds 4,000. Within six months of receiving the notice, the governing body shall proceed to revise the precinct boundaries, and any newly established or redrawn precinct shall have no more than 5,000 registered voters.

At the time any precinct is established, each precinct in a county shall have no fewer than 100 registered voters and each precinct in a city shall have no fewer than 500 registered voters.

Each precinct shall be wholly contained within any election district used for the election of one or more members of the governing body or school board for the county or city.

The governing body shall establish by ordinance one polling place for each precinct.

(Code 1950, §§ 24-45, 24-46; 1954, c. 375; 1956, c. 378; 1962, cc. 185, 536; 1970, c. 462, §§ 24.1-36, 24.1-37; 1971, Ex. Sess., c. 119; 1976, c. 616; 1977, c. 30; 1978, c. 778; 1980, c. 639; 1992, c. 445; 1993, c. 641; 1999, c. 515.)

§ 24.2-309.2. Election precincts; prohibiting precinct changes for specified period of time.

No county, city, or town shall create, divide, abolish, or consolidate any precincts, or otherwise change the boundaries of any precinct, effective during the period from February 1, 2019, to May 15, 2021, except as (i) provided by law upon a change in the boundaries of the county, city, or town, (ii) the result of a court order, (iii) the result of a change in the form of government, or (iv) the result of an increase or decrease in the number of local election districts other than at-large districts. Any ordinance required to comply with the requirements of § 24.2-307 shall be adopted on or before February 1, 2019.

If a change in the boundaries of a precinct is required pursuant to clause (i), (ii), (iii), or (iv), the county, city, or town shall comply with the applicable requirements of law, including §§ 24.2-304.3 and 30-264, and send copies of the ordered or enacted changes to the State Board of Elections and the Division of Legislative Services.

This section shall not prohibit any county, city, or town from adopting an ordinance revising precinct boundaries after January 1, 2021. However, no revisions in precinct boundaries shall be implemented in the conduct of elections prior to May 15, 2021.

2008, c. 112; 2018, cc. 778, 779.

§ 24.2-310. Requirements for polling places.

A. The polling place for each precinct shall be located within the county or city and either within the precinct or within one mile of the precinct boundary. The polling place for a county precinct may be located within a city (i) if the city is wholly contained within the county election district served by the precinct or (ii) if the city is wholly contained within the county and the polling place is located on property owned by the county. The polling place for a town precinct may be located within one mile of the precinct and town boundary. For town elections held in November, the town shall use the polling places established by the county for its elections.

B. The governing body of each county, city, and town shall provide funds to enable the general registrar to provide adequate facilities at each polling place for the conduct of elections. Each polling place shall be located in a public building whenever practicable. If more than one polling place is located in the same building, each polling place shall be located in a separate room or separate and defined space.

C. Polling places shall be accessible to qualified voters as required by the provisions of the Virginians with Disabilities Act (§ 51.5-1 et seq.), the Voting Accessibility for the Elderly and Handicapped Act (52 U.S.C. § 20101 et seq.), and the Americans with Disabilities Act relating to public services (42 U.S.C. § 12131 et seq.). The State Board shall provide instructions to the local electoral boards and general registrars to assist the localities in complying with the requirements of the Acts.

D. If an emergency makes a polling place unusable or inaccessible, the electoral board or the general registrar shall provide an alternative polling place and give notice of the change in polling place, including to all candidates, or such candidate's campaign, appearing on the ballot to be voted at the alternative polling place, subject to the prior approval of the State Board. The general registrar shall provide notice to the voters appropriate to the circumstances of the emergency. For the purposes of this subsection, an "emergency" means a rare and unforeseen combination of circumstances, or the resulting state, that calls for immediate action.

E. It shall be permissible to distribute campaign materials on the election day on the property on which a polling place is located and outside of the building containing the room where the election is conducted except as specifically prohibited by law including, without limitation, the prohibitions of § 24.2-604 and the establishment of the "Prohibited Area" within 40 feet of any entrance to the polling place. However, and notwithstanding the provisions of clause (i) of subsection A of § 24.2-604, and upon the approval of the local electoral board, campaign materials may be distributed outside the polling place and inside the structure where the election is conducted, provided that the "Prohibited Area" (i) includes the area within the structure that is beyond 40 feet of any entrance to the polling place and the area within the structure that is within 40 feet of any entrance to the room where the election is conducted and (ii) is maintained and enforced as provided in § 24.2-604. The local electoral board may approve campaigning activities inside the building where the election is conducted when an entrance to the building is from an adjoining building, or if establishing the 40-foot prohibited area outside the polling place would hinder or delay a qualified voter from entering or leaving the building.

F. Any local government, local electoral board, or the State Board may make monetary grants to any non-governmental entity furnishing facilities under the provisions of § 24.2-307 or 24.2-308 for use as a polling place. Such grants shall be made for the sole purpose of meeting the accessibility requirements of this section. Nothing in this subsection shall be construed to obligate any local government, local electoral board, or the State Board to appropriate funds to any non-governmental entity.

Code 1950, §§ 24-45, 24-46, 24-171, 24-179 through 24-181; 1954, c. 375; 1956, c. 378; 1962, cc. 185, 536; 1970, c. 462, §§ 24.1-36, 24.1-37, 24.1-92, 24.1-97; 1971, Ex. Sess., c. 119; 1976, c. 616; 1977, c. 30; 1978, c. 778; 1980, c. 639; 1981, c. 425; 1984, c. 217; 1985, c. 197; 1986, c. 558; 1992, c. 445; 1993, cc. 546, 641; 1994, c. 307; 2003, c. 1015; 2004, c. 25; 2005, c. 340; 2008, cc. 113, 394; 2010, cc. 639, 707; 2012, cc. 488, 759; 2016, cc. 18, 492.

§ 24.2-310.1. Polling places; additional requirement.

The requirement stated in this section shall be in addition to requirements stated in §§ 24.2-307, 24.2-308, and 24.2-310, including the requirement that polling places be located in public buildings whenever practical. No polling place shall be located in a building which serves primarily as the headquarters, office, or assembly building for any private organization, other than an organization of a civic, educational, religious, charitable, historical, patriotic, cultural, or similar nature, unless the State Board has approved the use of the building because no other building meeting the accessibility requirements of this title is available.

(1993, c. 904, § 24.1-37.1; 1993, c. 641.)

Attachment 2: Summary of Proposed Change

December 2019 SUMMARY OF PRECINCT AND POLLING PLACE CHANGE							
SUPERVISOR DISTRICT	**OLD PRECINCT(S)**	**REGISTERED VOTERS***	**OLD POLLING PLACE(S)**	**NEW PRECINCT(S)**	**PROJECTED REGISTERED VOTERS**	**NEW POLLING PLACE(S)**	**NOTES ON CHANGES**
DRANESVILLE	314 MCLEAN	2,775	Lewinsville Presbyterian Church	314 MCLEAN	2,775	Lewinsville Senior Center	Move polling place back to original polling location

***** VERIS registered voters as of 102519_Reports Library_Statistics_Registrant_Counts_By_Locality

Commonwealth of Virginia

COUNTY OF FAIRFAX

DRANESVILLE DISTRICT

DESCRIPTION:
Beginning at the intersection of the Loudoun County/Fairfax County Line and the Maryland/Virginia State Line (Potomac River), thence with the Maryland/Virginia State Line in a generally southeasterly direction to its intersection with the Arlington County/Fairfax County Line, thence with the Arlington County/Fairfax County Line in a southwesterly direction to its intersection with the north corporate boundary of the City of Falls Church, thence with the corporate boundary of the City of Falls Church in a westerly, then southwesterly direction to its intersection with the Leesburg Pike (Route 7), thence with Leesburg Pike in a northwesterly direction to its intersection with Magarity Road, thence with Magarity Road in a northeasterly direction to its intersection with the Washington Dulles Access and Toll Road, thence with the Washington Dulles Access and Toll Road in a generally northwesterly direction to its intersection with Beulah Road, thence with Beulah Road in a generally northerly, then northeasterly direction to its intersection with Leesburg Pike, thence with Leesburg Pike in a northwesterly direction to its intersection with Sugarland Road, thence with Sugarland Road in a southwesterly direction to its intersection with Shaker Woods Road, thence with Shaker Woods Road in a southeasterly, westerly, then southwesterly, direction to its intersection with Rosiers Branch (stream) at the Fairfax County Parkway, thence with the meanders of Rosiers Branch in a westerly direction to its intersection with Sugarland Run (stream), thence with the meanders of Sugarland Run in a northwesterly, then southerly direction to its intersection with the east corporate boundary of the Town of Herndon, thence with the corporate boundary of the Town of Herndon in a southerly, then westerly direction to its intersection with Monroe Street, thence with Monroe Street in a southerly direction to its intersection with the Virginia Power Easement, thence with the Virginia Power Easement in a southwesterly direction to its intersection with Sunrise Valley Drive, thence with Sunrise Valley Drive in a generally westerly direction to its intersection with Centreville Road, thence with Centreville Road in a southwesterly direction to its intersection with Frying Pan Road, thence with Frying Pan Road in a westerly direction to its intersection with Frying Pan Branch (stream), thence with the meanders of Frying Pan Branch in a westerly direction to its intersection with Horsepen Run (stream), thence with the meanders of Horsepen Run in a northwesterly direction to its intersection with the Loudoun County/Fairfax County Line, thence with the Loudoun County/Fairfax County Line in a northeasterly direction to its intersection with the Maryland/Virginia State Line, point of beginning.

As adopted by the Board of Supervisors on June 11, 2001

Section 7-2-6. Dranesville District

The Dranesville District shall consist of these election precincts: Chain Bridge, Chesterbrook, Churchill, Clearview, Colvin, Cooper, El Nido, Forestville, Great Falls, Haycock, Herndon No. 1, Herndon No. 2, Herndon No. 3, Hickory, Hutchison, Kenmore, Kirby, Langley, Longfellow, McLean, Pimmit, Salona, Seneca, Shouse, Sugarland, Westhampton, and Westmoreland.

As recodifed and readopted by the Board of Supervisors on March 24, 2003

Section 7-2-6. Dranesville District

The Dranesville District shall consist of these election precincts: Chain Bridge, Chesterbrook, Churchill, Clearview, Colvin, Cooper, El Nido, Forestville, Great Falls, Haycock, Herndon No. 1, Herndon No. 2, Herndon No. 3, Hickory, Hutchison, Kenmore, Kirby, Langley, Longfellow, McLean, Pimmit, Salona, Seneca, Shouse, Sugarland, Westhampton, and Westmoreland.

NOTES: On March 24, 2003, revised and updated descriptions of the precincts were formally adopted to remove antiquated and unnecessary language, to update changes in the names of roads and other features, and to create a uniform format and appearance. No voters were affected by these changes.

As amended by the Board of Supervisors on March 8, 2004

NOTES: On March 8, 2004, the descriptions of Herndon #1 and Herndon #2 precincts were amended to adjust the boundary between Herndon #1 and Herndon #2 precincts in order to distribute the registered voters more evenly and to allow for growth in the region. The polling place for Shouse precinct was moved to the new Colvin Run Elementary School.

As amended by the Board of Supervisors on December 6, 2004

NOTES: On December 6, 2004, the Board affirmed the decision of the Electoral Board to temporarily move the polling place for the Colvin precinct to the Colvin Run Elementary School and then to return the polling place to the Capital Church effective April 1, 2005.

As amended by the Board of Supervisors on March 21, 2005

NOTES: On March 21, 2005, the use of a temporary polling place for Colvin precinct was extended due to construction delays at the Capital Church. The date of the return to the Capital Church was extended to October 1, 2005.

As amended and readopted by the Board of Supervisors on September 10, 2007

Section 7-2-6. Dranesville District

The Dranesville District shall consist of these election precincts: Chain Bridge, Chesterbrook, Churchill, Clearview, Colvin, Cooper, El Nido, Forestville, Great Falls, Haycock, Herndon No. 1, Herndon No. 2, Herndon No. 3, Hickory, Hutchison, Kenmore, Kirby, Langley, Longfellow, McLean, Pimmit, Salona, Seneca, Shouse, Spring Hill, Sugarland, Westhampton, and Westmoreland.

NOTES: On September 10, 2007, the Cooper precinct was divided to form Spring Hill precinct. The Cooper precinct polling place was moved to Cooper Middle School. The Spring Hill precinct polling place was established at Spring Hill Elementary School.

As amended and readopted by the Board of Supervisors on April 26, 2011

Section 7-2-6. Dranesville District

The Dranesville District shall consist of these election precincts: Chain Bridge, Chesterbrook, Churchill, Clearview, Coates, Cooper, El Nido, Forestville, Great Falls, Haycock, Herndon No. 1, Herndon No. 2, Herndon No. 3, Hickory, Hutchison, Kenmore, Kirby, Langley, Longfellow, McLean, Pimmit, Salona, Seneca, Shouse, Spring Hill, Sugarland, Westhampton, and Westmoreland.

REDISTRICTING NOTES: On April 26, 2011, the Board adopted their redistricting plan that moved the Coates precinct from Hunter Mill District to Dranesville District and moved the Colvin precinct from Dranesville District to Hunter Mill District.

As amended and readopted by the Board of Supervisors on July 26, 2011

Section 7-2-6. Dranesville District

The Dranesville District shall consist of these election precincts: Chain Bridge, Chesterbrook, Churchill, Clearview, Coates, Cooper, El Nido, Forestville, Great Falls, Haycock, Herndon No. 1, Herndon No. 2, Herndon No. 3, Hickory, Hutchison, Kenmore, Kirby, Langley, Longfellow, McLean, Pimmit, Salona No. 1, Salona No. 2, Seneca, Shouse, Spring Hill, Sugarland, Westhampton, and Westmoreland.

REDISTRICTIN NOTES: On July 26, 2011, the Board divided Salona precinct to create Salona No. 1 and Salona No. 2. The polling place for both precincts is the Franklin Sherman Elementary School.

As amended by the Board of Supervisors on November 18, 2014

NOTES: On November 18, 2014, the Board amended the description of Westhampton to conform to the new boundary between Fairfax County and the City of Falls Church.

As amended by the Board of Supervisors on June 23, 2015

NOTES: On June 23, 2015, the Board moved the polling place for Chesterbrook precinct to the Arleigh Burke Pavilion and adjusted the boundary between Clearview and Sugarland precincts.

As amended by the Board of Supervisors on December 8, 2015

NOTES: On December 8, 2015, the Board temporarily moved the polling place for McLean precinct to the Lewinsville Presbyterian Church and readopted the description for McLean and Kirby precincts to clarify the boundary.

As amended by the Board of Supervisors on July 12, 2016

NOTES: On July 12, 2016, the Board moved the polling place for Chesterbrook precinct to Vinson Hall.

As amended by the Board of Supervisors on July 11, 2017

NOTES: On July 11, 2017, the Board changed the name and address of the Chesterbrook precinct to Community Room at Vinson Hall, 1735 Kirby Road, McLean.

As amended by the Board of Supervisors on December 3, 2019

NOTES: On December 3, 2019, the Board moved the polling place for McLean precinct back to the Lewinsville Senior Center. The polling place was temporarily relocated in December 2015.

Commonwealth of Virginia

COUNTY OF FAIRFAX

Dranesville District

PRECINCT 314: MCLEAN

CONGRESSIONAL DISTRICT: **TENTH**
VIRGINIA SENATORIAL DISTRICT: **THIRTY-SECOND**
HOUSE OF DELEGATES DISTRICT: **FORTY-EIGHTH**

DESCRIPTION:
Beginning at the intersection of the Capital Beltway (I-495) and Old Dominion Drive, thence with Old Dominion Drive in a southeasterly direction to its intersection with Chain Bridge Road, thence with Chain Bridge Road in a southwesterly, then westerly direction to its intersection with Evers Drive, thence with Evers Drive (including an unpaved portion of Evers Drive) in a southeasterly direction to its intersection with an unimproved drainage area (behind the houses fronting on Davis Court), thence with the unimproved drainage area in a southwesterly direction to its intersection with Great Falls Street, thence with Great Falls Street in a southeasterly direction to its intersection with Magarity Road, thence with Magarity Road in a southwesterly direction to its intersection with the Washington Dulles Access and Toll Road, thence with the Washington Dulles Access and Toll Road in a northwesterly direction to its intersection with the Capital Beltway, thence with the Capital Beltway in a northeasterly direction to its intersection with Old Dominion Drive, point of beginning.

POLLING PLACE: Lewinsville ~~Presbyterian Church~~ Senior Center
~~1724 Chain Bridge Road~~ 1613 Great Falls Street, McLean

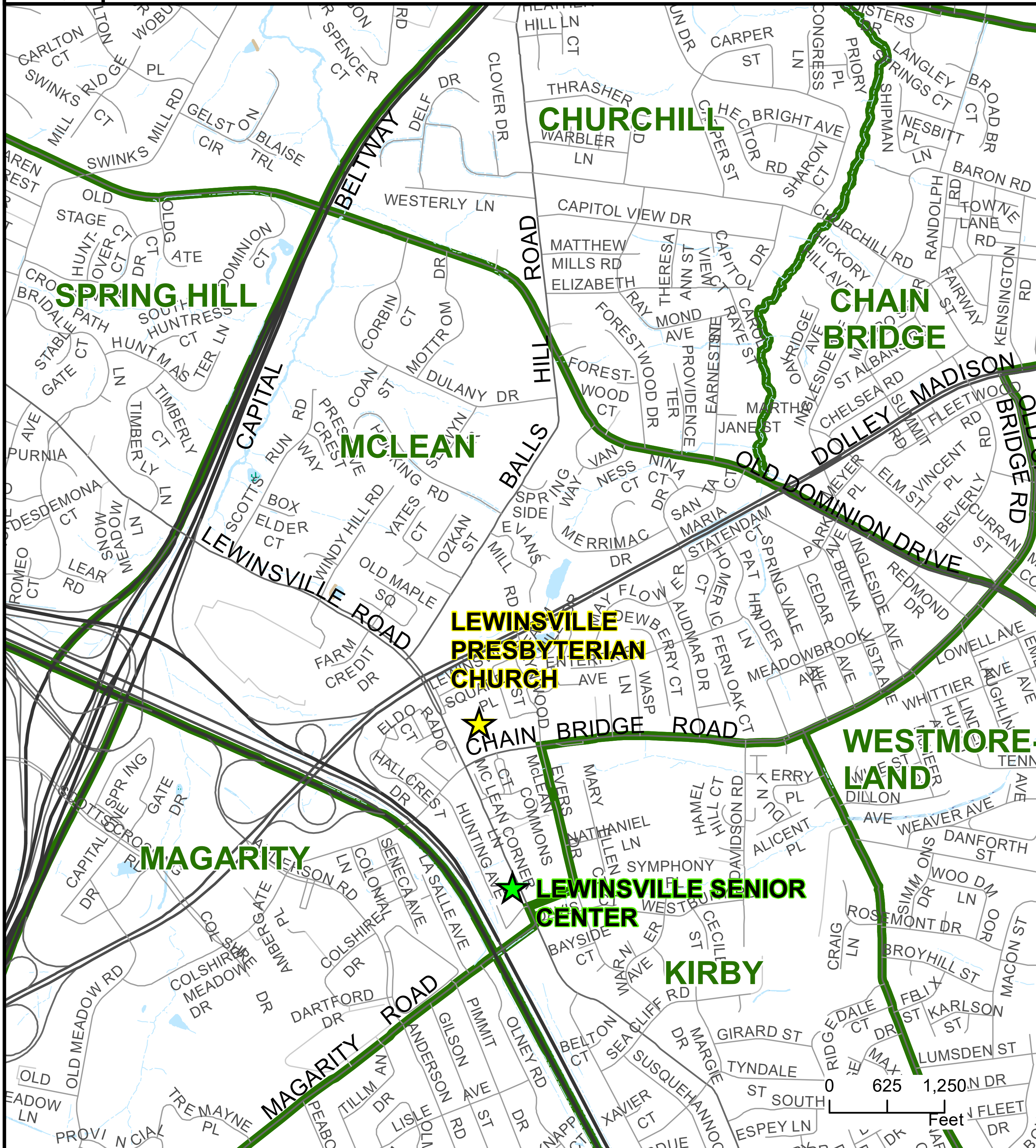
MAP GRIDS: 21-3, 29-2, 30-1, 30-2, 30-3, 30-4

NOTES: Established June 1955
Precinct description revised and readopted – March 2003
Delegate District changed from 53rd to 48th - July 2011
Polling Place moved temporarily – December 2015
Precinct description corrected and readopted – December 2015
Polling Place moved – December 2019

Commonwealth of Virginia

County of Fairfax

Dranesville District



Proposed Polling Place Change for: 314 MCLEAN

September 2019

Current name & address: *Lewinsville Presbyterian Church, 1724 Chain Bridge Rd*

Proposed name & address: *Lewinsville Senior Center, 1613 Great Falls St*

PROPOSED ORDINANCE TO AMEND AND READOPT FAIRFAX COUNTY CODE SECTION 7-2-13 AND RELOCATE THE POLLING LOCATION FOR THE MCLEAN PRECINCT IN THE DRANESVILLE DISTRICT.

~~Draft of October 29, 2019~~ As Adopted on December 3, 2019

AN ORDINANCE to amend and readopt Fairfax County Code Section 7-2-13 and relocate the polling location for the McLean precinct in the Dranesville District.

Be it ordained that the Board of Supervisors of Fairfax County:

1. **That Section 7-2-13 of the Fairfax County Code is amended and readopted:**

Section 7-2-13. - General provisions.

All references to election precincts shall refer to those precincts, together with the descriptions and maps of the boundaries and polling places for each of those precincts, which were adopted by the Board of Supervisors on March 24, 2003, as amended on March 8, 2004, March 21, 2005, March 27, 2006, March 26, 2007, September 10, 2007, March 10, 2008, January 12, 2009, March 9, 2010, July 27, 2010, April 26, 2011, July 26, 2011, January 10, 2012, July 10, 2012, March 19, 2013, July 9, 2013, November 18, 2014, June 23, 2015, December 8, 2015, July 12, 2016, July 11, 2017, March 20, 2018, April 9, 2019, December 4, 2018, and December 3, 2019, and kept on file with the clerk to the Board of Supervisors. Whenever a road, a stream, or other physical feature describes the boundary of a precinct, the center of such road, stream, or physical feature shall be the dividing line between that precinct and any adjoining precinct.

2. **That the election polling place for the following existing precinct is established at:**

Supervisor District	Precinct	Polling Place
Dranesville District	McLean (polling place relocated)	From: Lewinsville Presbyterian Church 1724 Chain Bridge Road McLean, VA 22101 To: Lewinsville Senior Center 1613 Great Falls Street McLean, VA 22101

3. That this ordinance shall become effective upon adoption.

4. That the Clerk for the Board of Supervisors shall send a certified copy of this ordinance, with maps and boundary descriptions, to the Fairfax County Electoral Board, the State Board of Elections, and the Division of Legislative Services, as required under Va. Code § 24.2-306(C).

GIVEN under my hand this _____ day of ____________, 2019.

____

Jill G. Cooper

Clerk for the Board of Supervisors

Board Agenda Item
December 3, 2019

4:00 p.m.

Public Hearing on the Sale of Board-Owned Property on West Drive to the City of Fairfax

ISSUE:
Public hearing regarding the sale of Board-owned property on West Drive to the City of Fairfax.

RECOMMENDATION:
The County Executive recommends that the Board approve the proposed sale of Board-owned property located at 10635 and 10637 West Drive to the City of Fairfax.

TIMING:
On October 29, 2019, the Board authorized the advertisement of a public hearing on the proposed sale of Board-owned property on West Drive to the City of Fairfax.

BACKGROUND:
The Board of Supervisors is the owner of 4.24 acres located at 10635 and 10637 West Drive, in the City of Fairfax (two adjacent parcels). The properties are currently improved with approximately 25,000 square feet of industrial/office buildings with approximately 175 surface parking spaces. The site is currently the location of Fairfax County's Maintenance and Stormwater Management Division (MSMD) facilities and provides office space and work quarters for MSMD personnel. The facility most closely resembles light industrial uses, and is surrounded to the north, east and west by single family and townhome residences, and to the south by Providence Park. The West Drive properties have been under County ownership since 1955. Due to the site's location, age, size, and condition it no longer meets the operational needs of the County.

In July 2016, the County entered into a Contract for Purchase and Sale to acquire 9 acres of land adjacent to the 14-acre Fairfax County Wastewater Collection Division site at Freds Oak Drive. The purpose of the acquisition was to provide land adjacent to the existing public works facility to co-locate stormwater and wastewater operations, supporting greater efficiency between the shared missions of these programs. The acquisition was funded from the Stormwater Service District fund, which acts as an enterprise fund with the proviso that the money be reimbursed from the eventual sale of the West Drive property. Conceptual plans were presented to the community and an application for 2232 review was approved by the Planning Commission on February 22, 2018, prior to the purchase of the property. The County settled on the purchase shortly afterward.

The Stormwater Consolidation project is currently in the design phase. The new facility will co-locate stormwater staff that are currently located at the Government Center (design and engineering staff) and at West Drive (operations) with Wastewater operations staff located at the Freds Oak complex. The project is scheduled to start construction by early 2021, with an approximately three-year construction duration.

In July of 2018, staff from Fairfax County and the City of Fairfax entered into discussions regarding the sale of the West Drive properties to the City of Fairfax after the City expressed an interest in acquiring the properties. The Board of Supervisors and the City Council then authorized staff to proceed with negotiations resulting in a Draft Purchase and Sale Agreement for the West Drive properties to transfer the properties once construction is completed for the Stormwater Consolidation facility and the West Drive properties are vacant. The terms of the sale of the properties to the City of Fairfax are as follows:

- The initial purchase price is $4 million for both parcels;

- The settlement date for the purchase is upon completion and occupancy of the Stormwater Consolidation facility or 72 months, whichever occurs first;

- If settlement occurs on or before the projected settlement date per the agreement, then the purchase price will be adjusted to reflect market conditions at the time of settlement. In no event will the final purchase price be lower than the initial purchase price.

- The County has the right to extend closing up to 24 months of additional time if the County is not yet able to occupy the new facility under construction.

- A deed restriction will be placed on the properties in their entirety, to allow public uses only, for a period of 50 years following closing. If the City chooses to sell or otherwise use the properties for non-public purposes, then the City must reimburse the County for the difference in value between the initial purchase price and the subsequent market value of the land resulting from the non-public use.

- The City will pay a deposit of $400,000 that is non-refundable after the expiration of the due-diligence period except in certain circumstances.

- If the County completes the Stormwater Consolidation facility and then opts not to sell to the City, then the City will receive the return of the deposit, reimbursement of reasonable expenses up to $150,000, and a right of first refusal to purchase the properties for a period of 15 years.

FISCAL IMPACT:
The sale of the West Drive properties to the City of Fairfax would result in a minimum reimbursement of $4 million to Fund 40100, Stormwater Services.

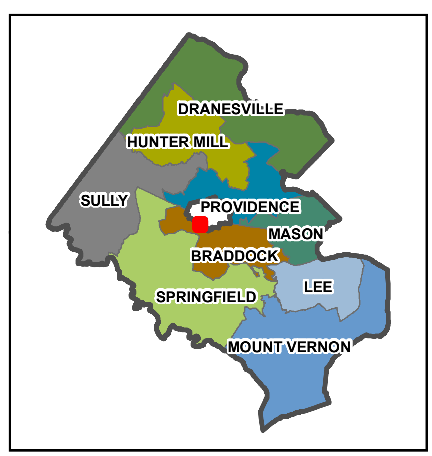
ENCLOSED DOCUMENTS:
Attachment 1 – Location Map
Attachment 2 – Resolution
Attachment 3 -- Draft Purchase and Sale Agreement

STAFF:
Rachel Flynn, Deputy County Executive
F. Hayden Codding, Assistant County Attorney, Office of the County Attorney
Jose A. Comayagua, Director, Facilities Management Department
Michael P. Lambert, Assistant Director, Facilities Management Department
Randolph W. Bartlett, Director, Department of Public Works and Environmental Services (DPWES)
Ronald N. Kirkpatrick, Deputy Director, DPWES, Capital Facilities
Carey F. Needham, Director, DPWES, Building Design and Construction Division
Julie B. Cline, Director, DPWES, Land Acquisition Division

ATTACHMENT 1

N

Sale of 10635 and 10637 West Drive



Properties To Be Sold:

0 0.0425 0.085 0.17
Miles

ATTACHMENT 2

RESOLUTION

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia, held in the Board Auditorium in the Fairfax County Government Center at Fairfax, Virginia, on Tuesday, December 3, 2019, at which a quorum was present and voting, the following resolution was adopted:

WHEREAS, the Board of Supervisors owns approximately 4.24 acres of land located at 10635 and 10637 West Drive, City of Fairfax Tax map numbers 057-3-02-012 and 057-3- 02-013, in the City of Fairfax (the West Drive Property),

WHEREAS, the City of Fairfax, Virginia has requested the Board of Supervisors to sell the West Drive property to the City of Fairfax in accordance with the terms and conditions of the proposed Contract for Purchase and Sale negotiated between the two parties,

WHEREAS, the Board has no planned use for the West Drive Property once the construction of the Stormwater Consolidation Facility has been completed and the West Drive property is vacant,

WHEREAS, the Board finds that it would be in the best interest of the residents of Fairfax County to sell the real property as described above to the City of Fairfax.

NOW, THEREFORE, upon public hearing duly advertised according to law, it is **RESOLVED** that the County Executive is hereby authorized to execute all necessary documents to convey the real property described above to the City of Fairfax.

A Copy Teste:

____

Jill G. Cooper
Clerk for the Board of Supervisors

ATTACHMENT 3

PURCHASE AND SALE AGREEMENT

10635 and 10637 West Drive, Fairfax, VA 22030

by and between

BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA

and

CITY OF FAIRFAX, VIRGINIA

DRAFT

DRAFT
PURCHASE AND SALE AGREEMENT

THIS PURCHASE AND SALE AGREEMENT (the "***Agreement***") is made this ______ day of _______________, 2019, (the "***Effective Date***"), by and between the **BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA**, a political subdivision of the Commonwealth of Virginia in its proprietary capacity, and not in its governmental or regulatory capacity (the "***County***") and the **CITY OF FAIRFAX, VIRGINIA,** a Virginia municipal corporation (the "***City***").

RECITALS:

R-1 The County is the owner, in fee simple absolute, of certain land containing approximately 4.24 acres located at 10635 and 10637 West Drive, Fairfax, Virginia 22030, Tax Map No. 57-3-02-013 and 57-3-02-012, as legally described on the attached **Exhibit A** (the "***Real Property***"). The County and the City agree that the legal description may be updated following the City's receipt of the Title Commitment (as hereinafter defined) and such updated legal description shall be substituted in the place and stead of any **Exhibit A** attached hereto.

R-2 Approximately 25,000 square feet of Industrial/Office Buildings, an accessory maintenance yard, and facilities (the "***Buildings***") are located on the Real Property as of the Effective Date.

R-3 The County desires to sell and the City desires to purchase from the County, the Real Property and the Buildings, along with certain related personal and intangible property, subject to the terms and conditions of this Agreement.

NOW, THEREFORE, in consideration of the Recitals, which are incorporated into this Agreement by reference, the mutual covenants and agreements contained in this Agreement, and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the parties agree as follows:

1. Land Conveyance.

(a) Subject to the terms and conditions of this Agreement and as more fully set forth in the Conveyance Documents (as defined in 1(c), below), the County will convey to the City the Real Property at Closing, together with:

(1) Any site improvements, facilities, and fixtures located and remaining on the Real Property after Closing (as hereinafter defined), including the Buildings (collectively, the "***Improvements***");

(2) Any tangible and intangible personal property owned by the County located and remaining on the Real Property after Closing (collectively, the "***Personal Property***");

(3) Any and all easements, access rights, and development rights, if any, benefitting the Real Property, including without limitation, all right, title, and interest of the County in and to any roads, streets and ways, public or private, serving the Real Property and all right, title and interest of the County in and to any land lying in the bed of any street, road, avenue, lane or right-of-way in front of, adjoining or adjacent to the Real Property, all mineral, oil and gas rights and profits, water rights, and subterranean rights, and all sewer and utility rights allocated to the Real Property (collectively, the "***Easements***"); and

(4) All consents, authorizations, variances or waivers, licenses, certificates of occupancy, air rights, development credits, permits and approvals from any governmental or quasi-governmental agency, department, board, commission, bureau or other entity or instrumentality with respect to the Real Property, which are assignable and remain valid or in effect as of Closing (collectively, the "***Rights***").

The Real Property, Improvements, Personal Property, Easements, and Rights may be referred to collectively as the "***Property***."

(b) At Closing, the County will convey title to the Property to the City, by a special warranty deed in a form to be agreed to by the parties (the "***Deed***"), subject to: (i) matters of record as of the Effective Date; (ii) any matters of record, not caused by the City or others acting on the City's behalf, arising after the Effective Date that are not objected to by the City or otherwise acceptable to the City, as provided in this Agreement; and (iii) any other easements, covenants, proffers, or other documents, in each case pertaining to the Property, to be executed and recorded in connection with this Agreement.

(c) The term Conveyance Documents means the following: (1) the Deed referenced in 1(b), above; (2) an assignment and assumption agreement with regard to the Improvements, Personal Property, Easements, and Rights to be conveyed from the County to the City; and (3) any other documents reasonably necessary, in the opinion of the County, the City and/or the Closing and Title Agent (as hereinafter defined) to consummate the sale of the Property from the County to the City (collectively, all of the foregoing are the "***Conveyance Documents***"). The City and the County will not unreasonably withhold their approval to the form of the Conveyance Documents.

2. Purchase Price. The purchase price for the Property (the "***Initial Purchase Price***") is $4,000,000.00, subject to adjustment as provided in this Agreement (the Initial Purchase Price as finally adjusted pursuant to the provisions of this Agreement is hereinafter referred to as the "***Purchase Price***"). The City will tender the Purchase Price to Stewart Title and Escrow, Inc. (the "***Closing and Title Agent***"), in immediately available funds, on or before 12:00 p.m., Eastern Time, on the date of Closing.

a. If Closing occurs on or prior to the Initial Outside Closing Date (as defined in 4, below), then the Purchase Price shall be calculated by multiplying the Initial Purchase Price by a factor, obtained by calculating the most recently published 6 month USD Libor rate (or, if the USD Libor rate is no longer published within 12 months prior to Closing, then the parties shall agree on an alternative measure, such as an appropriate average of the Secured Overnight Finance Rate (SOFR) as published by the Federal Reserve Bank of New York). Alternatively, if either party desires, or if no alternative measure is available or agreeable to both parties, acting reasonably, the City and the County will each obtain an independent appraisal of the Property to determine value as of the earlier to occur of the actual date of Closing or the Initial Closing Date. If the appraisal option is chosen, the Purchase Price shall be the average of the appraisals, provided they are within 10% of each other. If the two appraised values are not within 10% of each other, the two selected appraisers will, within 15 days after their determinations of value, mutually agree upon a third appraiser and the third appraiser will provide an appraised value within 30 days after appointment. The Purchase Price will then be equal to the average of the third appraised value and whichever of the prior appraised values is closest to the third appraised value. Using either calculation, the Purchase Price will be the greater of: (i) the Initial Purchase Price, or (ii) the resultant calculation(s) pursuant to this subsection.

b. If Closing occurs on the date that is after the Initial Outside Closing Date (due to the permitted extension as provided in 4, below, or otherwise due to delay attributable solely to acts or omissions by the County), then the Purchase Price shall be fixed as of the 72 month date as calculated in 2(a), above.

c. In no event shall the Purchase Price be lower than the Initial Purchase Price, except if the County, or others acting on the County's behalf, cause the value of the Property to be lower than the Initial Purchase Price.

3. Deposit; Material Default:

a. The City shall tender the sum of $400,000.00, in cash or immediately available funds, to serve as a deposit hereunder (the "***Deposit***"). The Deposit shall be deposited with Closing and Title Agent within 5 business days following the last date that either party executes this Agreement (the "***Effective Date***"). The Closing and Title Agent shall serve as title, escrow and closing agent for this transaction. The Deposit shall be placed in an interest bearing account, with any interest to become part of the Deposit for all purposes.

b. The Deposit shall be fully refundable to the City through the expiration of the Due Diligence Period (as defined in 5, below). The Deposit is nonrefundable thereafter (except if the parties mutually agree, or in the event of a Material County Default as set forth in 3(c), below) but shall continue to be held in escrow until Closing (so that interest can continue to accrue on the Deposit amount).

c. Failure by the County to materially comply with the terms of the Purchase and Sale Agreement, following written notice tendered by the City and a 30 day opportunity to cure (a "***Material County Default***"), shall provide a termination right to the City, exercisable in the City's sole discretion, and result in the return of the Deposit (if the City chooses to exercise the termination right). In addition to the foregoing, if the County proceeds to construct the necessary improvements to establish a new MSMD facility at Tax Map No. 0773 01 0011 and 0773 01 0013 (the "***New MSMD Facility***") and, following substantial completion of the same, decides, for whatever reason, that it no longer wishes to sell the Property to the City, then, the County shall, within 10 days following the County making such decision, notify the City and Closing and Title Agent in writing. In such event, the City shall be entitled to the return of the Deposit within 5 days following the County tendering such notice. In addition, the County shall also tender to the City a reimbursement of the City's actual and reasonably incurred expenses incurred in connection with the transaction, up to a maximum of $150,000.00. Such payment by the County to the City shall be made within 30 calendar days following the City's tendering of a demand, with appropriate backup documentation, for such incurred expenses. Further, in such event, the County shall grant to the City a right of first refusal and/or a right of first offer, as applicable, for a period of 15 years following the date of such election by the County, with regard to any sale, lease or other transfer of all or any portion of the Property, whether initiated by the County or via a solicited or unsolicited proposal to sell, purchase, lease or otherwise transfer ownership of all or any portion of the Property. The form of such right of first refusal and/or right of first offer shall be agreed to between the parties and recorded against the Property within 45 calendar days following the date of the County's written notice to the City of its desire to no longer sell the Property to the City as set forth above. Any conveyance of the Property by the County in contravention of this section shall be void *ab initio*, and the City shall have the right to pursue legal action to enforce its rights hereunder. The provisions of this section shall survive termination of this Agreement.

4. Closing:

a. Closing of the transactions contemplated by this Agreement ("***Closing***") shall occur on a date selected by the County, and reasonably acceptable to the City, designated in writing by the County to the City (the "***Closing Date Notice***"). Closing shall occur at the office of Closing and Title Agent, or at such other location as the parties may mutually agree. The date of Closing set forth in the Closing Date Notice shall, in no event (unless waived by the City in writing), be fewer than 180 calendar days following the date that the City receives the Closing Date Notice. Further, the date designated in the Closing Date Notice shall in no event be later than the earlier to occur of: (i) the date that is 6 months following the issuance of the last Non-Residential Use Permit for the occupancy of the New MSMD Facility, or (ii) the date that is 72 months following the Effective Date (the "***Initial Outside Closing Date***"), subject to extension as provided in this Agreement or as otherwise agreed to between the parties.

b. Subject to 4(c), below, the County shall have a one-time right, in its sole discretion, to extend the Initial Outside Closing Date for up to an additional 24 months following the Initial Outside Closing Date, by providing written notice to the City of such extension at least 90 days prior to the Initial Outside Closing Date.

c. For all purposes under this Agreement, the County shall utilize its best efforts to ensure that Closing occurs as early as possible (understanding that the County MSMD is relocating to a new facility that will be constructed) and, further, that the only acceptable reason for delaying the Initial Outside Closing Date shall be if the County reasonably determines that it is not yet able to occupy the New MSMD Facility. The County shall provide regular updates to the City when asked of the progress of completion of the New MSMD Facility on at most a quarterly basis including making periodic updates available as to estimates for substantial completion of the same (and actual notice to the City in writing once substantial completion has been achieved).

5. Restriction on Use; Sale or Conversion of Property: The Deed conveying the Property to the City shall contain a restriction limiting the use of the Property in its entirety, for a period of 50 years following Closing (the "***Restriction Period***"), to public uses (as such phrase is generally understood at the time any determination of "public uses" is to be made during the Restriction Period). If the City desires, during the Restriction Period, to sell or lease the Property to an unaffiliated third party for non-public uses, then the City shall remit to the County the difference in value (if any) between (a) the gross sales price at closing under such sales transaction or the value of the property with such a lease (as determined by the appraisal method set forth in this paragraph below) and (b) the Adjusted Property Value (as hereinafter defined). Said remittance shall occur at closing in the case of the sale of the property, or upon execution of the lease document. If the City desires, during the Restriction Period, to itself convert the Property to non-public uses from public uses, then the City shall cause an independent appraisal of the Property to be conducted (with appropriate assumptions as agreed to by the City and County relating to the proposed non-public use or uses), and a copy provided to the County, prior to irrevocably committing to such action. If the County fails to object in writing to the City's appraisal hereunder within 90 days following the County's receipt of the same, the valuation contained therein shall be conclusive. If the County timely objects in writing to

the City's appraisal, then the County shall obtain its own independent appraisal of the Property (utilizing the same assumptions, agreed to by both parties as referenced above, and subsequently incorporated in the City's appraisal) within 90 days following the date the County objects. Reconciliation of the two appraisals, in such event, shall be in accordance with the procedure set forth in 2(a), above, and such value shall be conclusive. For all purposes hereunder, the phrase "***Adjusted Property Value***" shall refer to the number obtained by increasing (or decreasing) the Purchase Price each year following Closing by the annual average increase (or decrease) in City residential property assessments, each year through the date of closing of the sale to an unaffiliated third party, or the date of the City's appraisal obtained in the event the City chooses to itself convert or to lease the Property for non-public uses, as applicable.

6. Due Diligence Period; Updates Prior to Closing: The City shall have a period of 90 days following the Effective Date to conduct such tests and inspections of the Property as it determines in its sole discretion (the "***Due Diligence Period***"). The City shall also obtain a title commitment and, if it desires, a survey of the Property. This Agreement contains provisions set forth below regarding access to the Property, protections from damage or injury during inspections, and title and survey objections. The County shall provide the City, within 5 business days following the Effective Date, the County Property Documents (as hereinafter defined), as well as copies of any title reports, surveys, environmental reports, notices of violation and similar materials in its possession and relating to the Property, and such other documents in the County's possession relating to the Property that the City may reasonably request. Following the expiration of the Due Diligence Period, the sale of the Property shall be "as-is." Notwithstanding the foregoing, and in contemplation of the period of time that will elapse from and after the expiration of the Due Diligence Period until Closing and the County's continued operation at the Property, the City shall have the right, prior to Closing, to secure updates to any title commitment, survey, and/or environmental reports obtained during the Due Diligence Period to examine whether there have been any material changes to the condition of the Property since the expiration of the Due Diligence Period. If such updates disclose any new matters not included in the original reports obtained during the Due Diligence Period, then the City may object to any or all such matters within 10 days following the receipt of the last update to the title, survey and/or environmental reports, and the County shall utilize its best efforts to resolve the same, at its sole cost and expense, prior to Closing. Closing may be delayed for up to 30 days if the County commences to cure any such matter(s) prior to Closing and, despite diligently pursuing the same, is unable to cause such matter(s) to be cured. Also notwithstanding the foregoing, the County shall be responsible for causing any monetary liens against the Property to be removed at (or prior to) Closing.

7. Property Title, Survey and Other Investigations.

(a) The City shall obtain a title commitment for an extended coverage policy of Title Insurance from a reputable and qualified title insurance company, which may be the Closing and Title Agent, pertaining to the Property (the "***Title Commitment***"). During the Due Diligence Period, the City will have the right, at its own risk, cost and expense, to examine title to the Property and obtain an ALTA Survey ("***Survey***") of the Property. The City will provide to the County copies of the Title Commitment and the Survey (and updates to each) as they become available. If the Survey, Title Commitment or the City's examination of the Property reveals facts which render title unmarketable or otherwise reasonably unacceptable to the City ("***Defects***"), the City will report such Defects to the County in writing prior to the expiration of the Due Diligence Period. All title and survey matters to which the City does not object prior to expiration of the Due Diligence Period will be deemed waived by the City (subject to updates to the title and survey as provided in 6, above).

(b) During the Due Diligence Period, the City and its agents will have access to the Property, accompanied by the County's designated representative, if requested, subject to the rights of occupants in the Buildings, in order to make the desired investigations, studies, inspections, and surveys (the "***Inspections***"). The County will give the City and its agents access to the Property and the Buildings within 2 business days after the City's request. The County will provide the City with copies of any non-proprietary investigations, plans, reports, studies, surveys, and other documents related to the Property, including, but not limited to, any Buildings asbestos abatement findings and Buildings plans and specifications, that are in the County's possession ("***County Property Documents***"). All Inspections conducted by or on behalf of the City will be at the City's sole cost and expense. The County will have the right to approve any Inspections that may cause damage to the Property, such approval not to be unreasonably withheld, conditioned or delayed. The City will repair and restore any damage to the Property, caused by the City's activities. If the Inspections or the County Property Documents reveal any Defects, the City will report such Defects to the County in writing (with a copy of the applicable report or document) prior to the expiration of the Due Diligence Period. All Defects revealed in the Inspections or the County Property Documents to which the City does not object prior to expiration of the Due Diligence Period will be deemed waived by the City.

(c) After receipt of written notice of any Defect, the County will have 10 business days to notify the City whether the County will attempt to correct the Defect. The County's notice of intent to cure the alleged Defect will not obligate the County to incur expenses or complete a cure of the alleged Defect or prevent the County from subsequently advising the City it will decline to cure the alleged Defect. If the County elects to cure any alleged Defect, the County will have 60 days following the expiration of the Due Diligence Period to attempt to correct the Defect. If the County declines, or is unable, despite using commercially reasonable efforts, to correct the Defect, or does not respond within the 10 business day period, the City may elect to terminate this Agreement by written notice to the County given within 5 business days of such occurrence, as applicable. Conversely, the City may elect to waive the Defect by written notice to the County and proceed to purchase the Property in accordance with the remaining terms and provisions of this Agreement. The City will be deemed to have elected to waive any Defect if the City does not send written notice of termination in accordance with this Section, at which time the Defect will be considered a permitted exception to title or an acceptable Property condition, as applicable.

8. Instruments of Conveyance.

(a) At Closing, the County will deliver to the Closing and Title Agent the following:

(1) the Deed, in a form to be agreed to by the parties, which will convey all of the County's rights, title and interest in and to the Property to the City;

(2) an assignment and assumption of intangible personal property and approvals, in a form to be agreed to by the parties (the "***Assignment***"), assigning and transferring to the City all of the County's right, title and interest, from and after the Closing, in and to the intangible personal property and the Rights (to the extent assignable) and to the tangible personal property located on the Real Property.

(3) 2 counterpart signature pages of the settlement sheet executed by the County (the "***Settlement Sheet***");

(4) an affidavit, signed by the County stating the County's United States taxpayer identification number and that the County is not (i) a foreign person as defined by the IRS Code, Paragraph 1445(0)(3), or (ii) a non-resident payee under the laws of the Commonwealth of Virginia (the "***FIRPTA Affidavit***");

(5) an affidavit and Form 1099-S containing all information required for compliance with IRS Code Paragraph 6405 in the form required by the Internal Revenue Service for filing thereunder (the "***Form 1099-S***");

(6) An "owner's affidavit," in form reasonably acceptable to the Closing and Title Agent and sufficient for the Closing and Title Agent to delete any exceptions for (i) mechanics' or materialmen's liens arising from work at the Property that is the responsibility of the County hereunder, (ii) parties in possession, and, (iii) matters not shown in the public records; and

(7) such other documents as are required under this Agreement and those reasonably required by the Closing and Title Agent.

(b) At Closing, the City will deliver to the Closing and Title Agent the following:

(1) 2 counterpart signature pages of the Settlement Sheet executed by the City;

(2) the Assignment, assuming all of the County's right, title, interest and obligations, from and after the Closing, in and to the intangible personal property and the Rights (to the extent assignable); and

(4) such other documents as are required under this Agreement and those reasonably required by the Closing and Title Agent.

9. Representations and Warranties.

EACH OF THE COUNTY AND THE CITY EXPRESSLY ACKNOWLEDGES AND AGREES THAT AT CLOSING, THE PROPERTY IS BEING CONVEYED FROM THE COUNTY TO THE CITY IN ITS "AS IS, WHERE IS" CONDITION, WITHOUT ANY REPRESENTATIONS OR WARRANTIES WHATSOEVER, EXPRESS OR IMPLIED, EXCEPT FOR THOSE REPRESENTATIONS AND WARRANTIES WHICH ARE EXPRESSLY SET FORTH IN THIS AGREEMENT, THE DEED, OR OTHER DOCUMENTS DELIVERED AT CLOSING.

The County and the City each represent and warrants to the other that all of the following are true and correct with respect to itself on the Effective Date and will be true and correct on, and restated as of, Closing:

(a) The County and the City each has the full and unrestricted power and authority to execute and deliver this Agreement and all other Conveyance Documents required or contemplated by the terms of this Agreement and to consummate the transactions contemplated by this Agreement after approval by the County's Board of Supervisors following a public hearing pursuant to Va. Code § 15.2-1800 (2019), and applicable approval(s) by the City Council of the City, to include any necessary appropriation and/or borrowing action by the City Council of the City. Other than those approvals, all requisite action has been taken by the parties to authorize their respective agents or representatives, as applicable, to execute and deliver the Conveyance Documents. Upon either party's request, the other will within 5 days deliver to the requesting party applicable resolutions authorizing it to enter into and perform this Agreement.

(b) The execution and delivery of the Conveyance Documents and compliance with the provisions of such documents by either party will not violate the provisions of (1) either party's respective governing documents or any other such similar document or rule regarding each of the County and the City, or (2) any agreement to which either party is subject or by which either party or the Property is bound.

(c) To the best of the County's and the City's actual knowledge, the execution, delivery and performance of this Agreement will not violate any provision of any applicable statute, regulation, rule, court order or judgment or other legal requirements applicable to such party or the Property.

(d) To the best of the County's actual knowledge, there are no lawsuits or legal proceedings pending or threatened regarding or resulting from encumbrances on, or the ownership, use, possession or development of, the Property.

(e) To the best of the County's actual knowledge, there are no notices, suits or judgments pending relating to violations of any governmental regulations, ordinances or requirements affecting or which may affect the Property that have not been corrected. If the County receives a written notice of violation, the County will immediately take all actions reasonably required to comply with the terms thereof, and the Property will be free and clear of all such violations prior to Closing.

(f) To the best of the County's actual knowledge, except for this Agreement, there are no Agreements of sale, options to purchase, reversionary rights, rights of first refusal or similar rights of any kind which are or will be binding upon the Property or which will become binding upon the County or the Property at or subsequent to the Closing.

The County and the City will notify the other party immediately of any facts that would constitute a material breach of or render inaccurate any of the foregoing representations and warranties immediately after becoming aware of such facts, and will reconfirm in writing at Closing the representations and warranties by execution of a certificate of reconfirmation of representations and warranties in all material respects. Each party is entitled to rely upon the representations and warranties of the other, and the representations and warranties will survive Closing and delivery of the Deed for a period of 1 year following Closing, and thereafter will be merged into the Deed, except as otherwise provided in this Agreement.

10. Costs; Apportionments.

(a) The City and County are exempt from all taxes in connection with this transaction, including but not limited to the Virginia Grantor's Tax, Regional Congestion Relief Fee and any grantee's tax(es). The City will pay all title commitment and survey charges. The County and the City will each pay one-half of the closing and escrow charges.

(b) Real estate taxes and any assessments are to be computed and apportioned, as of the day preceding the Closing.

11. Maintenance; Repair. Until Closing, the County will maintain the Property and Improvements in their present condition, subject to acts of nature and reasonable wear and tear. The County shall not make any changes to the Property of a structural nature without the prior written consent of the City, which consent shall be in the City's reasonable discretion (although this restriction shall not be applicable to temporary structures placed on the Property that are removed prior to Closing, or ordinary repairs or maintenance of a structural nature of existing structures on the Property as of the Effective Date).

12. Brokers. Each party represents to the other that no brokers were involved in this Agreement. This Section will survive Closing.

13. Defaults and Remedies.

(a) If the City defaults under this Agreement on its obligation to proceed to Closing and the County is willing and able to proceed, and the default continues for a period of ten (10) business days after written notice from the County, then the County will be entitled to terminate this Agreement. The County will have no right to seek damages for the City's failure to close other than to retain the Deposit.

(b) If the County defaults under this Agreement and the default continues for a period of 10 business days after written notice from the City, then the City will be entitled to (i) terminate this Agreement, or (ii) in the alternative, pursue an action for specific performance of the Agreement. The City will have no right to seek damages for the County's failure to close other than as set forth in this Agreement.

14. Notices. Any notices, requests, and other communications under this Agreement must be in writing and sent by hand-delivery or next-business-day delivery mail service, with receipt therefor, addressed as follows:

If to the County:

Board of Supervisors of Fairfax County, Virginia
12000 Government Center Parkway, Suite 552
Fairfax, Virginia 22035
Attention: County Executive

With a copy to:

Office of the County Attorney
Attention: County Attorney
12000 Government Center Parkway, Suite 549
Fairfax, Virginia 22035-0064

If to the City:

City of Fairfax, Virginia
10455 Armstrong Street, Suite 316
Fairfax, Virginia 22030
Attention: City Manager

With a copy to:

City of Fairfax, Virginia
10455 Armstrong Street, Suite 316
Fairfax, Virginia 22030
Attention: City Attorney

If to Closing and Title Agent:

Stewart Title and Escrow, Inc.
10505 Judicial Drive, Suite 300
Fairfax, Virginia 22030
Attention: Mark Fitzgerald, Senior Vice President

or in each case to such other address as either party may from time to time designate. Regarding the effective dates of notices under this Agreement, if notice is received on or before 5:00 PM local time, then notice will be deemed to have been given on that same day. If notice is received after 5:00 PM local time, then notice will be deemed to have been given on the next business day.

15. Casualty. Risk of all loss, destruction or damage to the Property, from any and all causes whatsoever until consummation of the Closing, will be borne by the County. If a substantial portion of the Property is materially damaged by casualty, the County will immediately notify the City in writing (the "***Casualty Notice***"). In such event, the City, at its option, may terminate this Agreement by written notice to the County 10 days after receipt of the Casualty Notice or Closing, whichever occurs first. If the City does not terminate this Agreement under the sentence above, then the Closing will take place as provided in this Agreement without any adjustment to the Purchase Price.

16. Miscellaneous Provisions.

(a) Binding Effect. This Agreement is binding upon and inures to the benefit of the County and purchaser, and their successors and permitted assigns, provided, however, that neither party may voluntarily assign its rights or delegate its obligations under this Agreement without the express written express of the other party.

(b) Waiver, Modification. Failure by either party to insist upon or enforce any of its rights under this Agreement will not constitute a waiver of its rights, except where non-action is expressly described as a waiver. This Agreement may not be modified, amended, or altered except by a written agreement signed by the County and the City.

(c) Governing Law. This Agreement is governed by and will be construed under the laws of the Commonwealth of Virginia without regard to its conflict of laws statutes.

(d) Headings. The section headings in this Agreement are used for convenience of reference only and may not be deemed to vary the content of this Agreement.

(e) Counterparts. If this Agreement is executed in two or more counterpart originals, each counterpart original will be for all purposes considered an original.

(f) Partial Invalidity. If any provision of this Agreement is determined to be void by any court of competent jurisdiction, then such determination will not affect any other provision of the Agreement, all of which other provisions will remain in full force and effect. If any provision of this Agreement is capable of two constructions, one of which would render the provision void and the other of which would render the provision valid, then the provision will have the meaning which renders it valid.

(g) Survival. Except as otherwise specifically provided, the provisions of this Agreement will not survive Closing.

(h) Time. With respect to all time periods contained in this Agreement, it is expressly understood that time will be of the essence.

(i) Holidays, etc. Whenever the last day for the performance of any act required by either party under this Agreement falls on a Saturday, Sunday, or legal holiday recognized by the County or the City, the date for the performance of any such act will be extended to the next succeeding business day which is not a Saturday, Sunday or legal holiday.

(j) Appropriations. To the extent so required by the laws of the Commonwealth of Virginia, both the County's and the City's respective financial obligations under this Agreement are subject to appropriations by the Fairfax County Board of Supervisors and the City Council of the City.

(k) Waiver of Jury Trial. Each party knowingly waives trial by jury in any action, proceeding, claim, or counterclaim brought by either party in connection with any matter arising out of or in any way connected with this Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK;
SIGNATURE PAGES FOLLOW]

DRAFT

IN WITNESS WHEREOF, the parties hereto have executed this Agreement under seal as of the day and year first above written.

PURCHASER:

CITY OF FAIRFAX, VIRGINIA, a Virginia municipal corporation

Date: __________________ By: ____________________________

Robert A. Stalzer
City Manager

APPROVED AS TO FORM:

____
CITY ATTORNEY

APPROVED AS TO FORM:

____
ASST. COUNTY ATTORNEY

SELLER:

BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA, acting in its proprietary capacity and not its governmental or regulatory capacity.

Date: __________________ By: _________________________________

Bryan J. Hill
County Executive

DRAFT

EXHIBIT A

[LEGAL DESCRIPTION TO BE INSERTED PRIOR TO SETTLEMENT]

Board Agenda Item
December 3, 2019

4:30 p.m.

Public Hearing to Revise Deed Restriction in Deed of Conveyance for Clermont Park (Lee District)

ISSUE:
Public hearing to revise the deed restriction in the deed of conveyance for Clermont Park.

RECOMMENDATION:
Board approval of proposed revisions to the deed restriction in the deed of conveyance for Clermont Park.

TIMING:
On November 19, 2019, the Board authorized the advertisement of a public hearing to revise the deed restriction in the deed of conveyance for Clermont Park.

BACKGROUND:
Clermont Park, a 40.61-acre local park located at 4100 Franconia Road (Tax Map No. 0822 01 0003B), is bordered by single-family detached homes and townhomes to the east and west and Loftridge Park to the north. The property was originally slated for the construction of an elementary school but was master planned in 1975 as an interim park use and was later developed with athletic fields for use by the surrounding communities. Fairfax County Public Schools (FCPS) transferred ownership of the property to the Board in 1985 with the interim park facilities in place.

In the late 1990's, the developer of the nearby Kingstowne subdivision proffered to construct a park with athletic fields within the development. Due to wetland issues with the initial proposed park site in Kingstowne, the developer submitted a Proffer Condition Amendment (PCA) in 1999 to remove the planned athletic fields from the proffered park in Kingstowne and redevelop Clermont Park to increase the number of athletic fields at the park. The approved PCA required the developer to construct three (3) sixty-foot diamond fields and one (1) ninety-foot diamond field at the site as well as expand the parking lot to accommodate parking for 140 vehicles.

In 2000, a community task force was formed to work with Fairfax County Park Authority (FCPA) staff and the developer to refine the park plan for the recreational amenities at the park. Based on the recommendations of the task force, the final park plan precluded the installation of athletic field and site lighting, permanent loudspeakers and/or a permanent concession stand at the site. The task force also requested that these restrictions be included in any future deed of conveyance from the Board to the FCPA. The Board subsequently transferred ownership of the entire parcel to the FCPA in 2007 with these deed restrictions in place as well as a 30-acre restrictive conservation covenant preventing development of the forested areas of the parcel.

Community athletic groups in the Franconia area have expressed a need for additional playing time on the diamond field facilities. Given the scarcity of land available to construct new athletic facilities in the district, the most effective way to increase playing time is by extending the hours of use in the evenings through the installation of lighting at existing athletic fields. At Clermont Park, the athletic groups have proposed the lighting of the ninety-foot diamond field, one of the sixty-foot diamond fields and the parking area to allow for expanded field usage. The proposed deed restriction revision would only allow for the lighting of these two fields and the parking lot. All other deed restrictions, including the conservation covenant, would remain intact.

FCPA staff, working with the Lee District Supervisor's Office, held several informal public information meetings with the surrounding communities in the fall of 2018 to discuss the lighting proposal and share information on the latest athletic field lighting technology. FCPA initiated the master plan revision process to obtain community input on the field lighting proposal. The first informational meeting was conducted on July 25, 2019. FCPA has continued to seek community input and the Lee District Supervisor's Office convened a task force to further discuss the field lighting proposal and seek a common position between various community groups and local residents.

Based on the public involvement process, it is proposed that the deed restrictions be revised to allow for:

1. Athletic lighting installation and operation at Fields 3 and 4 until 9 PM during baseball/softball seasons scheduled by the Department of Neighborhood and Community Services

2. Lighting installation and operation in the parking lot until 9:30 PM during baseball/softball seasons scheduled by the Department of Neighborhood and Community Services

It is recommended that the Board authorize staff to execute all necessary documents to revise the deed restrictions in the deed of conveyance for Clermont Park as proposed above.

<u>FISCAL IMPACT</u>:
None.

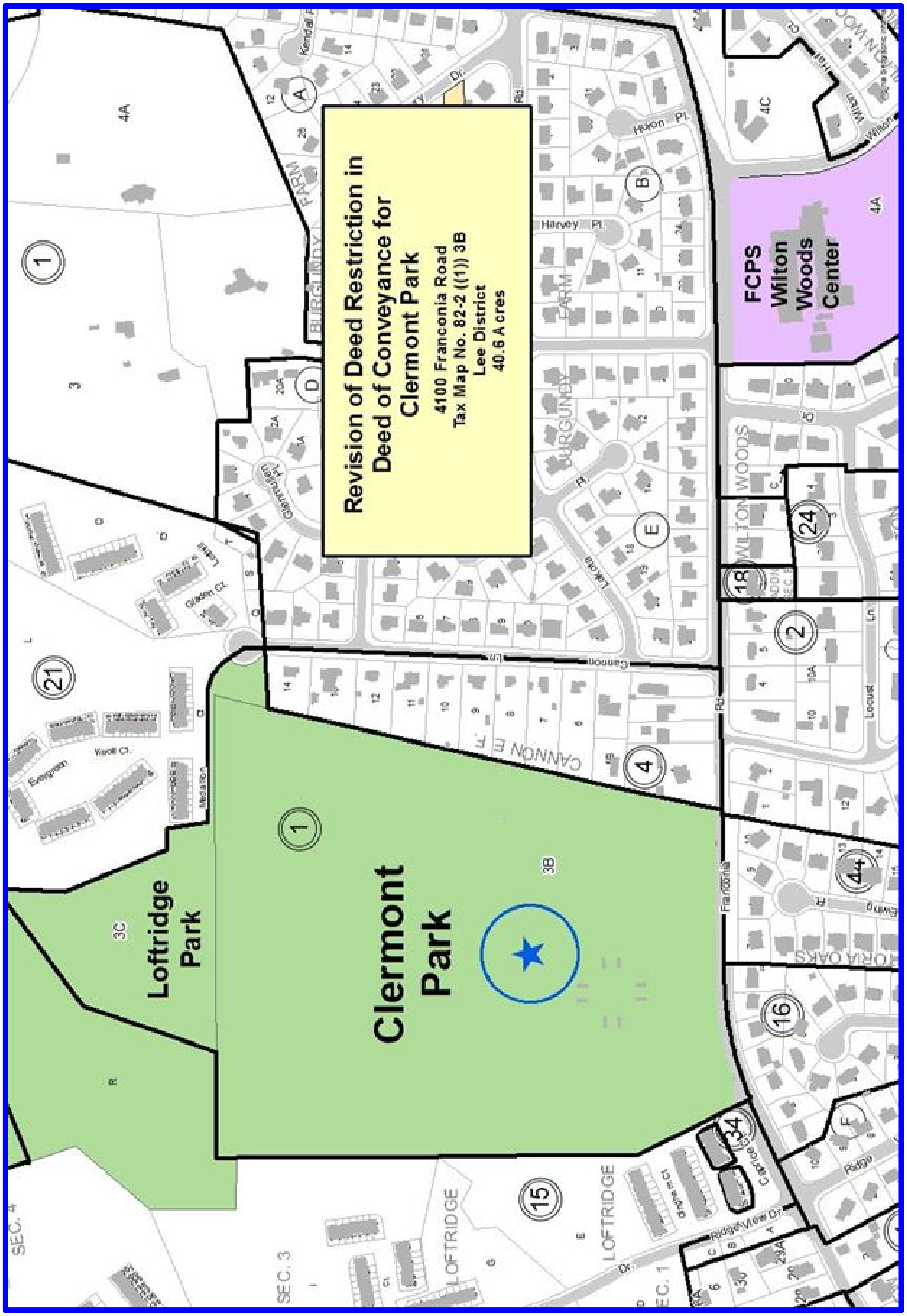
Board Agenda Item
December 3, 2019

ENCLOSED DOCUMENTS:
Attachment 1 – Location Map
Attachment 2 – Field Location Map
Attachment 3 – Resolution

STAFF:
Joseph M. Mondoro, Chief Financial Officer
Rachel Flynn, Deputy County Executive
Kirk Kincannon, Director, Fairfax County Park Authority
Jose A. Comayagua, Director, Facilities Management Department
David Bowden, Director, Planning and Development Division, Fairfax County Park Authority
Mike Lambert, Assistant Director, Facilities Management Department
Paul M. Shirey, Manager, Project Management Branch, Fairfax County Park Authority

ASSIGNED COUNSEL:
Pamela K. Pelto, Assistant County Attorney

ATTACHMENT 1



Attachment 2 – Field Location Map

RESOLUTION

At a regular meeting of the Board of Supervisors of Fairfax County, Virginia, held in the Board Auditorium in the Fairfax County Government Center at Fairfax, Virginia, on Tuesday, December 3, 2019, at which a quorum was present and voting, the following resolution was adopted:

WHEREAS, Clermont Park, a 40.61-acre local park located at 4100 Franconia Road (Tax Map No. 0822 01 0003B) in the Lee District was conveyed by the Board of Supervisors to the Fairfax County Park Authority in 2007 by Quitclaim Deed;

WHEREAS, one of the deed restrictions on the property established at the conveyance precludes the installation of lighting at Clermont Park;

WHEREAS, the Board of Supervisors finds that it would be in the best interest of the residents of Fairfax County to revise the deed restriction in the deed of conveyance for Clermont Park to allow for:

1. Athletic lighting installation and operation at Fields 3 and 4 until 9 PM during baseball/softball seasons scheduled by the Department of Neighborhood and Community Services; and

2. Lighting installation and operation in the parking lot until 9:30 PM during baseball/softball seasons scheduled by the Department of Neighborhood and Community Services.

NOW, THEREFORE, upon public hearing duly advertised according to law, it is **RESOLVED** that the County Executive or Deputy County Executive is hereby authorized to execute all necessary documents to revise the deed restriction in the deed of conveyance to the Park Authority as described above.

A Copy Teste:

____

Jill G. Cooper
Clerk for the Board of Supervisors

Board Agenda Item
December 3, 2019

4:30 p.m.

Public Comment from Fairfax County Citizens and Businesses on Issues of Concern

Board Agenda Item
December 3, 2019

5:00 p.m.

Recognition of Outgoing Board of Supervisors Members