

MINUTES

BERRYVILLE TOWN COUNCIL

Special Meeting

April 29, 2026

4:00 p.m.

A meeting of the Berryville Town Council was held on Tuesday, April 29, 2026, at 4:00 p.m. at the Berryville-Clarke County Government Center in Berryville.

Town Council

Present: Harry Lee Arnold, Jr., Mayor; Erecka L. Gibson, Vice Mayor; William Steinmetz; Paul Perez; Grant Mazzarino; Ryan Tibbens.

Absent:

Staff

Present: Keith Dalton, Town Manager; Jean Petti, Deputy Town Manager; Brandel Kelsey, Town Clerk; Cindy Poulin, Director of Finance; Chief Jason Winner, Berryville Police Department

Press

None

Others

Thomas Stanton, President, Water Membranes Systems, LLC
David Frank, PLA, Office Director, Pennoni
Martin Crim, Attorney, Sands Anderson PC (by phone)

1. Call to Order

Mayor Harry Lee Arnold, Jr. called the meeting to order at 4:05 p.m.

2. Approval of Agenda

Vice Mayor Erecka Gibson moved to approve the agenda as presented. The motion passed by voice vote.

3. Unfinished Business

None.

4. New Business

Presentation/Discussion: Acquisition of a water treatment membrane system

Town Manager Keith Dalton introduced an opportunity for the Town of Berryville to acquire a used water treatment membrane system from Giles County and then have it refurbished by Water Membrane Systems, LLC. He introduced Thomas Stanton, David Frank, and Martin Crim, who attended telephonically.

Mr. Stanton presented an overview of membrane water treatment generally, and the opportunity to purchase a used membrane system for refurbishment particularly (slides **attached**). Following this presentation, he welcomed questions from staff and Town Council.

Mr. Dalton asked Mr. Stanton and Mr. Frank to attest that the refurbished system would satisfy the demand and water quality design parameters of the planned water plant expansion. They both responded affirmatively, and Mr. Frank added that it would be an upgrade from the current treatment system. Mr. Dalton then requested confirmation that the refurbished membranes were consistent with the design approved by Virginia Department of Health (approved PER). Mr. Stanton confirmed this, as did Mr. Frank, who added that that the membrane system could meet demand of one million gallons per day, which exceeds both current demand and anticipated demand based on Town growth predictions. Mr. Dalton noted that the expanded plant floor plan also left room for treatment units to be added, if necessary, in the future, and asked Mr. Stanton to address Build America Buy America (BABA) compliance. Mr. Stanton responded by confirming that the refurbished unit would be compliant and that the records of parts used during the refurbishment would be provided to the Town as documentation of said compliance.

Mr. Dalton next asked Mr. Stanton to outline the process of acquiring and refurbishment. Mr. Stanton described the transport of the units, refurbishment process, and protections for the Town against loss or the finished units' failure to perform as expected.

Ryan Tibbens asked Mr. Stanton to compare the warranty terms, and Mr. Stanton noted that the warranty provided by his company met or exceeded typical manufacturer's warranties. Mr. Stanton noted that his team would be onsite for equipment start-up and testing and would provide training support to Town employees. Mr. Tibbens asked for clarification on who would be responsible for inspecting/confirming that the units met performance standards and Mr. Dalton replied that it would be engineers from Pennoni, on behalf of the Town, and representatives from Virginia Department of Health.

Grant Mazzarino enquired if Mr. Stanton's company was the only one available to fulfill the warranty and provide service/parts for the equipment. Mr. Stanton responded that parts and service are available from larger companies as well. Any warranty provided by his company would be a legal obligation and would be fulfilled by the purchaser of his company if he decided to retire.

5. Closed Session

The Council of the Town of Berryville will conduct a closed session in accordance with §2.2-3711.A.29 of the Code of Virginia to discuss the award of a public contract involving the expenditure of public funds, where discussion in open session would adversely affect the bargaining position or negotiating strategy of the Town. Specifically, the Council will discuss its approach to the acquisition of a water treatment membrane system.

Motion to enter Closed Session at 5:28 p.m.

William Steinmetz moved that the Council of the Town of Berryville enter closed session in accordance with Code of Virginia §2.2-3711.A.29 of the Code of Virginia to discuss the award of a public contract involving

the expenditure of public funds, where discussion in open session would adversely affect the bargaining position or negotiating strategy of the Town. Specifically, the Council will discuss its approach to the acquisition of a water treatment membrane system. Motion passed by voice vote.

The Council returned to open session at 6:10 p.m.

Certification Motion

Vice Mayor Gibson moved that the Council of the Town of Berryville adopt the following resolution certifying it has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act:

Resolution

WHEREAS, Section 2.2-3712.D of the Code of Virginia requires a certification by this Council that such closed meeting was conducted in conformity with Virginia law,

NOW, THEREFORE, BE IT RESOLVED that the Council hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Council.

Vote by roll call:

Mr. Steinmetz	Aye
Mr. Perez	Aye
Mr. Mazzarino	Aye
Mr. Tibbens	Aye
Ms. Gibson	Aye
Mr. Arnold	Aye

6. New Business

Discussion: Acquisition of a water treatment membrane system

Mr. Tibbens moved that the Council of the Town of Berryville authorize the town manager to negotiate the terms of the purchase of two rehabilitated water treatment membrane units on a sole source basis and execute required documents to finalize such a purchase; provided that the terms of purchase from Giles County Virginia and/or Water Membrane System LLC; including price, conform to the limitations outlined by the Council during its closed session on this matter. Motion passed by voice vote.

7. Adjourn

The Council adjourned at 6:13 p.m. on a motion by Mr. Mazzarino.

Erecka L. Gibson, Vice Mayor

Brandel Kelsey, Town Clerk



Water Processing

MEMBRANE FILTRATION

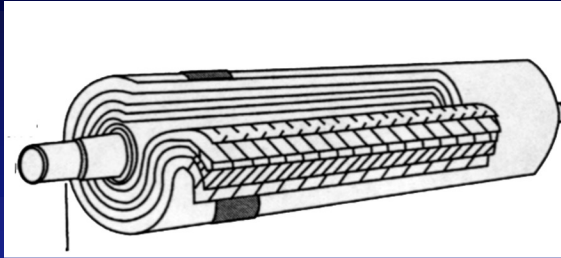
Refurbished AP-4 System Presentation
For the Town of Berryville, Virginia

Thomas Stanton

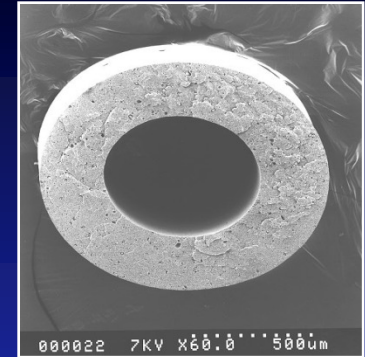
Water Membranes Systems, LLC

804-833-6870

What is a Membrane Filter?



Membrane Filter



A filter which removes solids entirely at its surface, rather than trapping them within the depth of the medium.

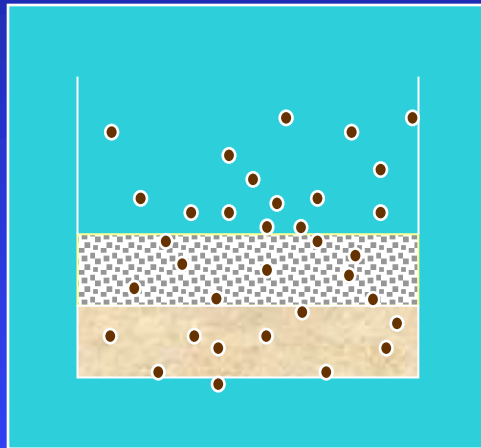
Opposite is a depth filter, e.g. conventional filter.



Depth vs. Membrane Filters

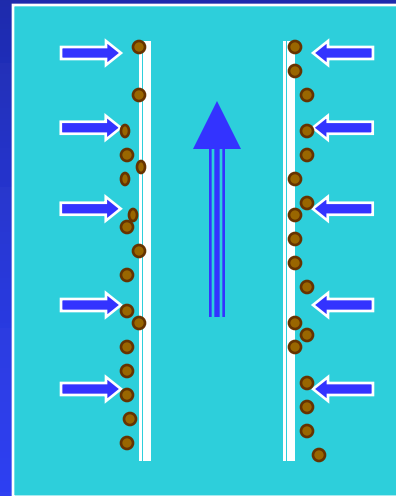
- **Granular / Mixed Media**

- **Irregular Pore Size Distribution**
(50 -70 micron between grains)
- **Probable Filtration**



- **Membrane Media**

- **Controlled Pore Size Distribution**
(1 micron or smaller)
- **Absolute Filtration**

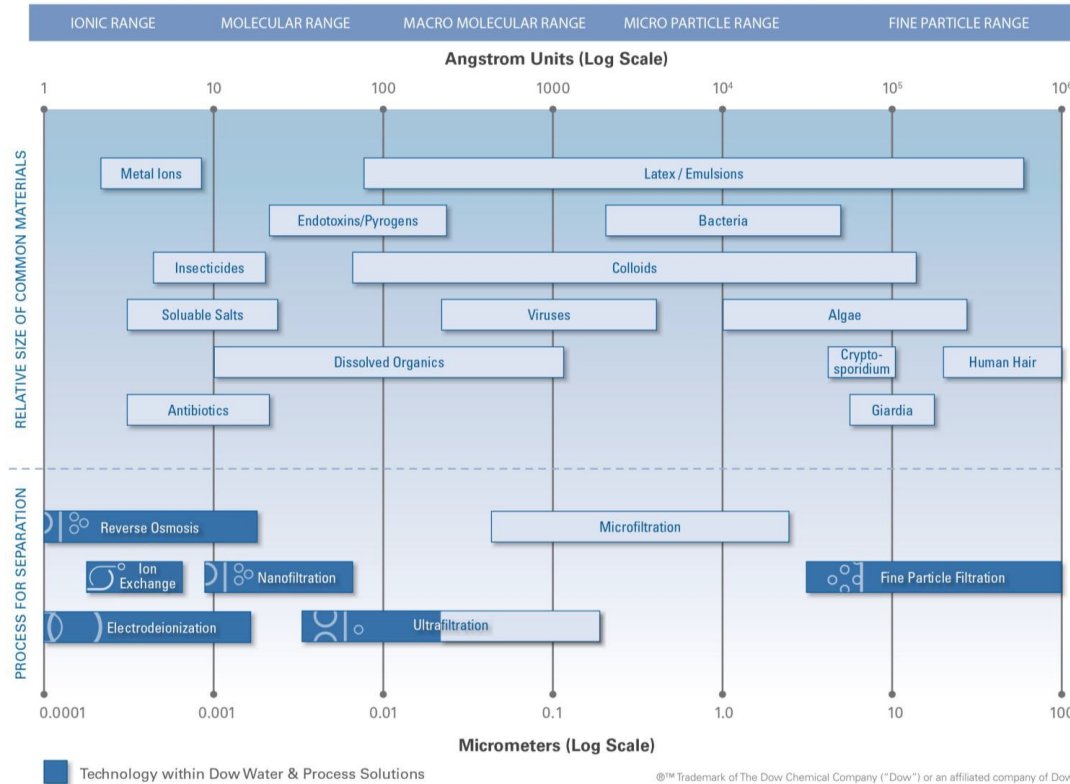


The Benefit of Membrane Filtration vs. Conventional

- **Lower footprint and weight.**
 - **Less sensitive to feed water quality upsets.**
- **Higher and more consistent filtrate quality** (e.g. turbidity, SDI, LRV).
- **Lower chemical use** (polymer, coagulant, pH adjustment,...) and associated costs for disposal.
- Possibility to do on-line **Membrane Integrity Check** (plus membranes can be individually isolated)
- **Integrated UF+RO System** (single source of responsibility).



Filtration Spectrum



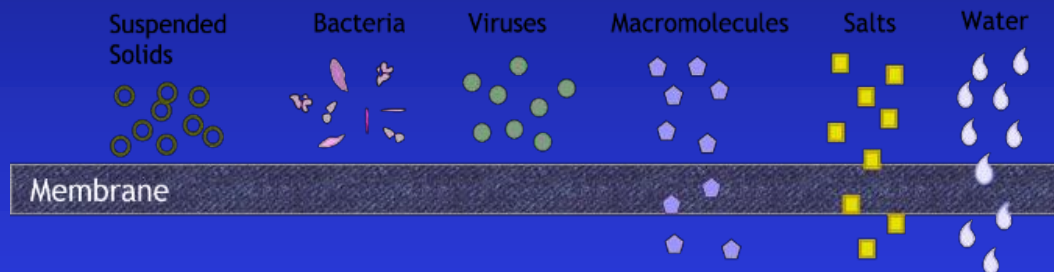
WATER & PROCESS SOLUTIONS



Water Processing

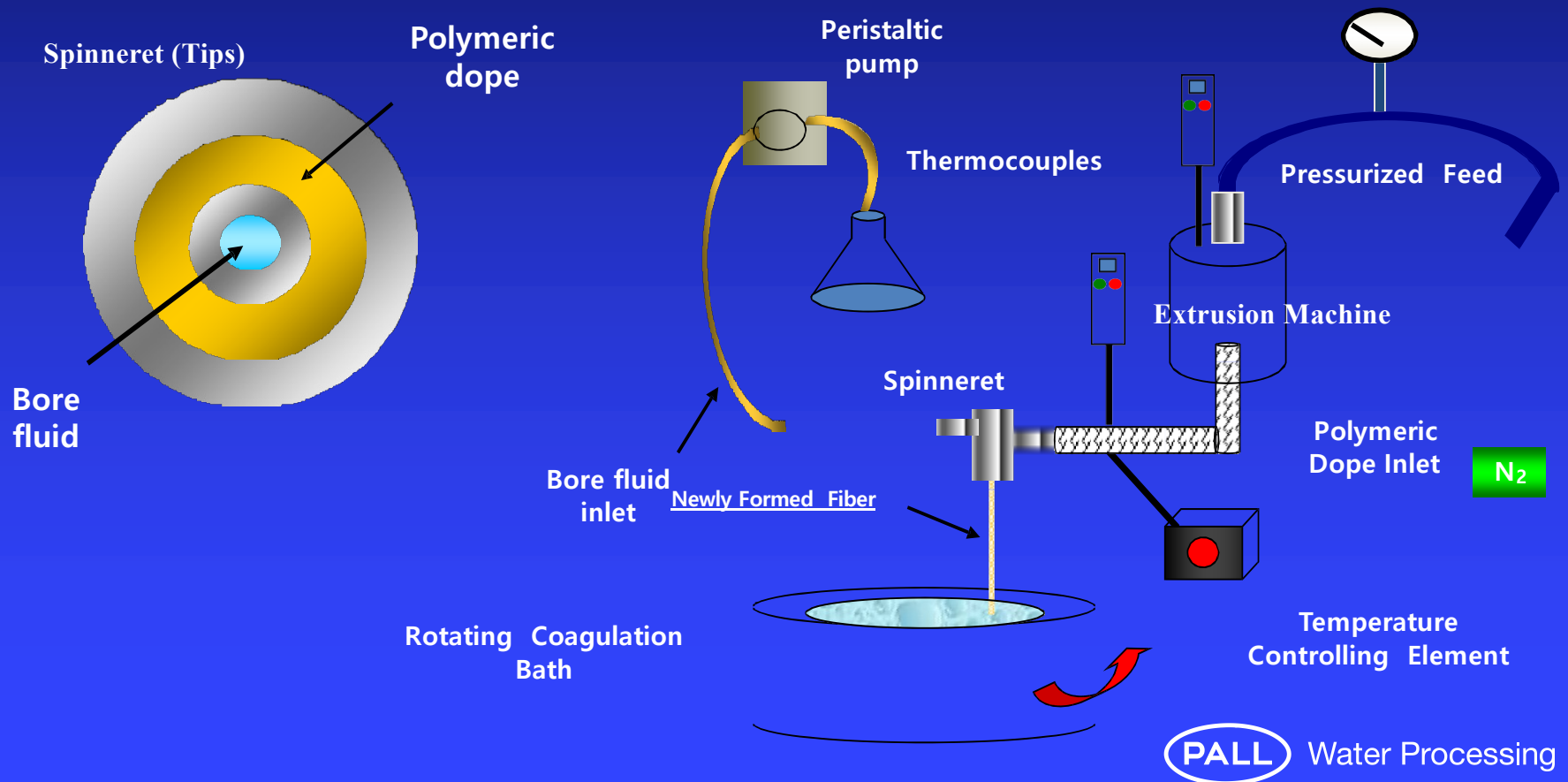
UF fundamentals

- Ultrafiltration is size exclusion membrane processes that rejects particles, pathogens, high molecular weight species, and ultimately lower turbidity

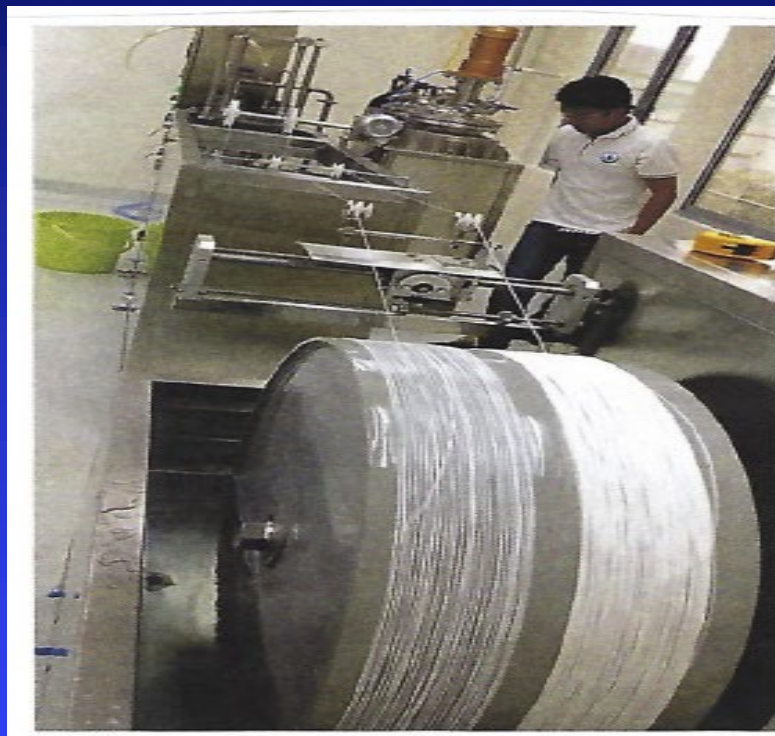


- However, UF do not reject any dissolved salts, dissolved organics, or other species like true color, taste & odor, etc.

HOLLOW FIBER PRODUCTION



HOLLOW FIBER PRODUCTION



Fibers Collected on a Chill Roll (L) and a Quench Bath ®

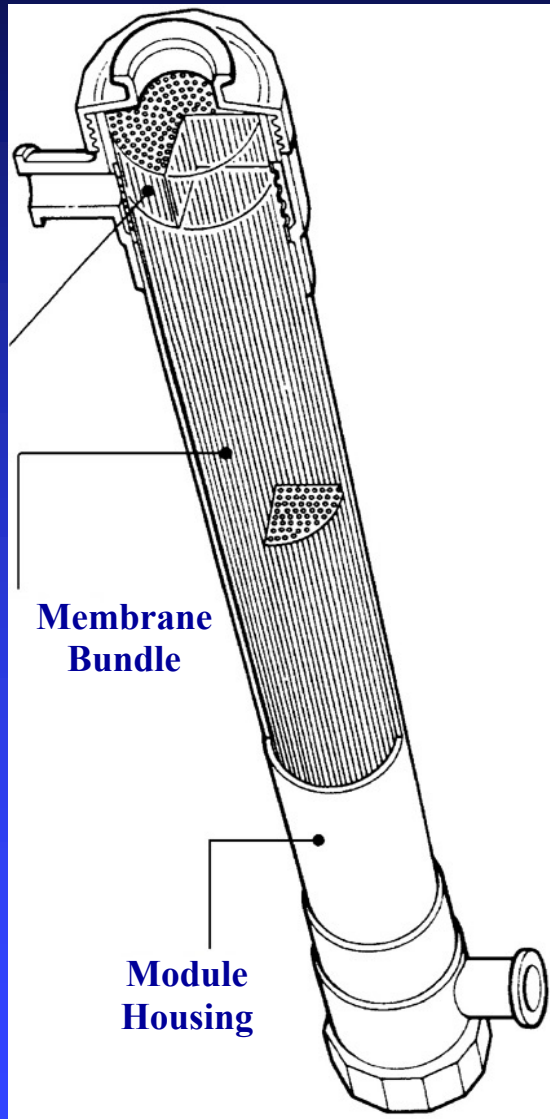
Hollow Fiber Membrane Module Assembly



Bundled Fibers Assembled into a Membrane Module

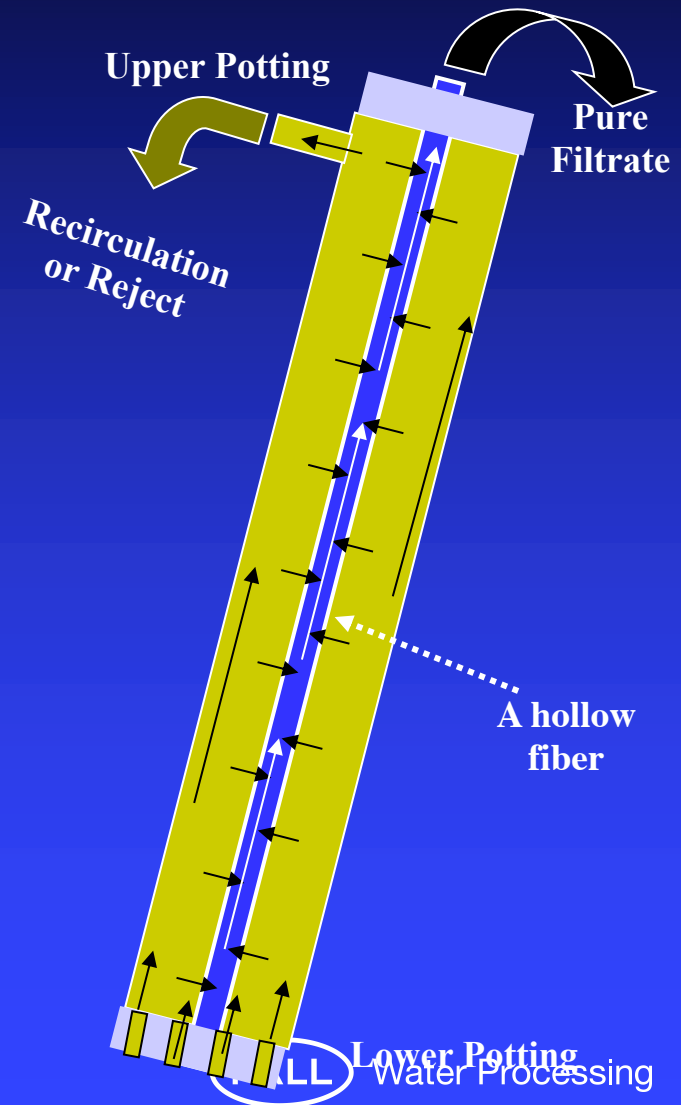
Asahi Microza™ Hollow Fiber Module Feed End

Upper
Bonded
Section



Membrane
Bundle

Module
Housing



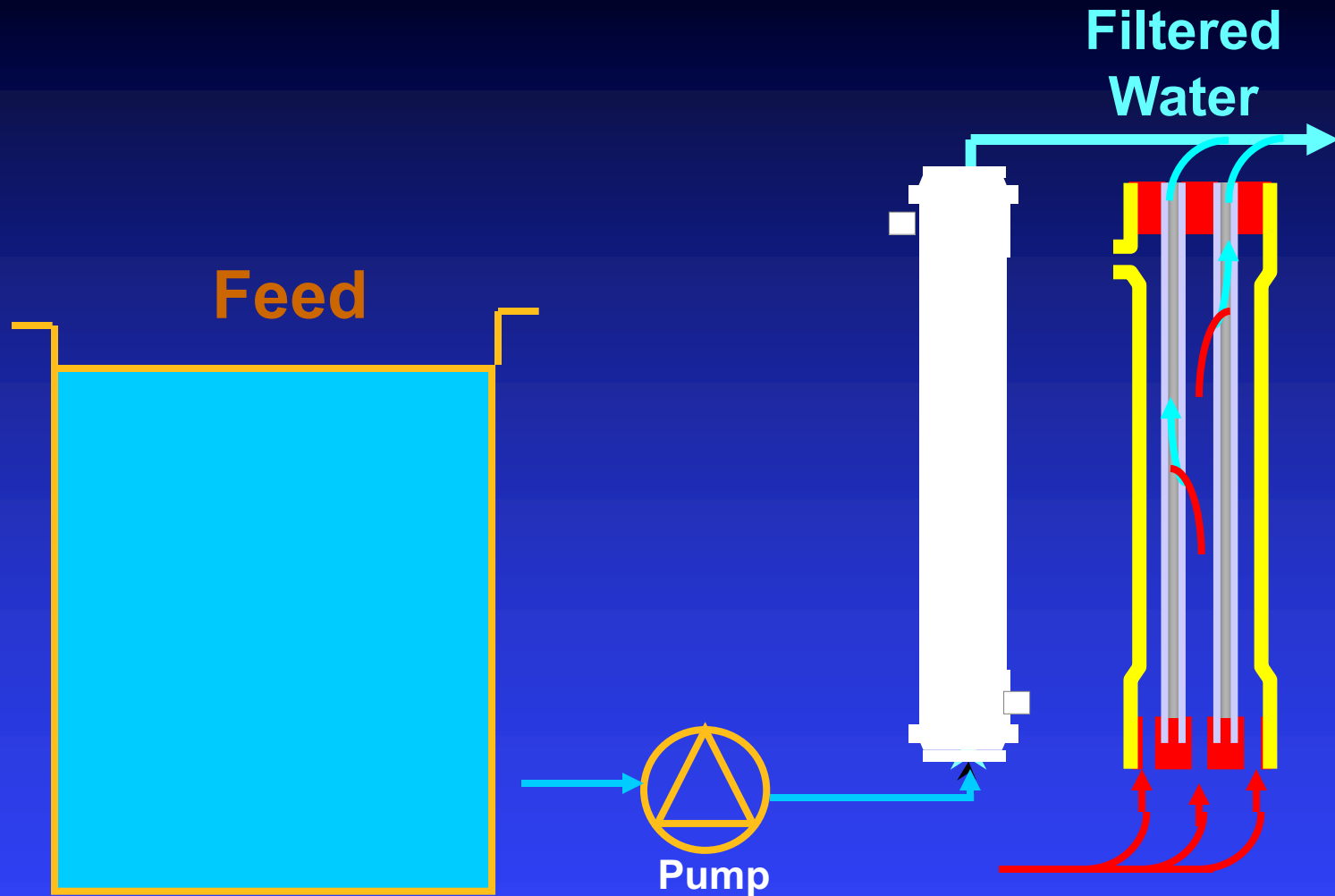
Pure
Filtrate

Recirculation
or Reject

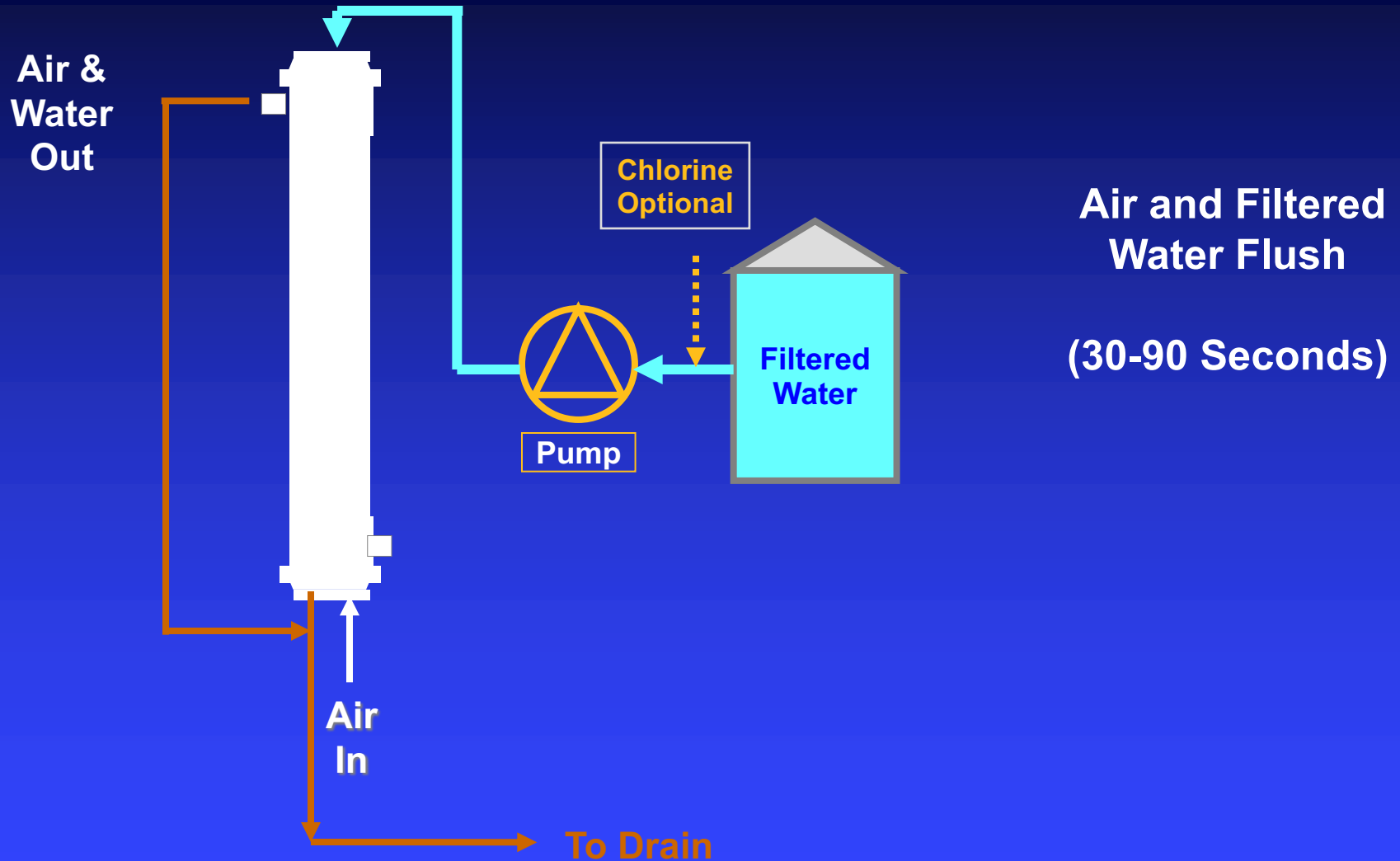
A hollow
fiber

Lower Potting
Water Processing

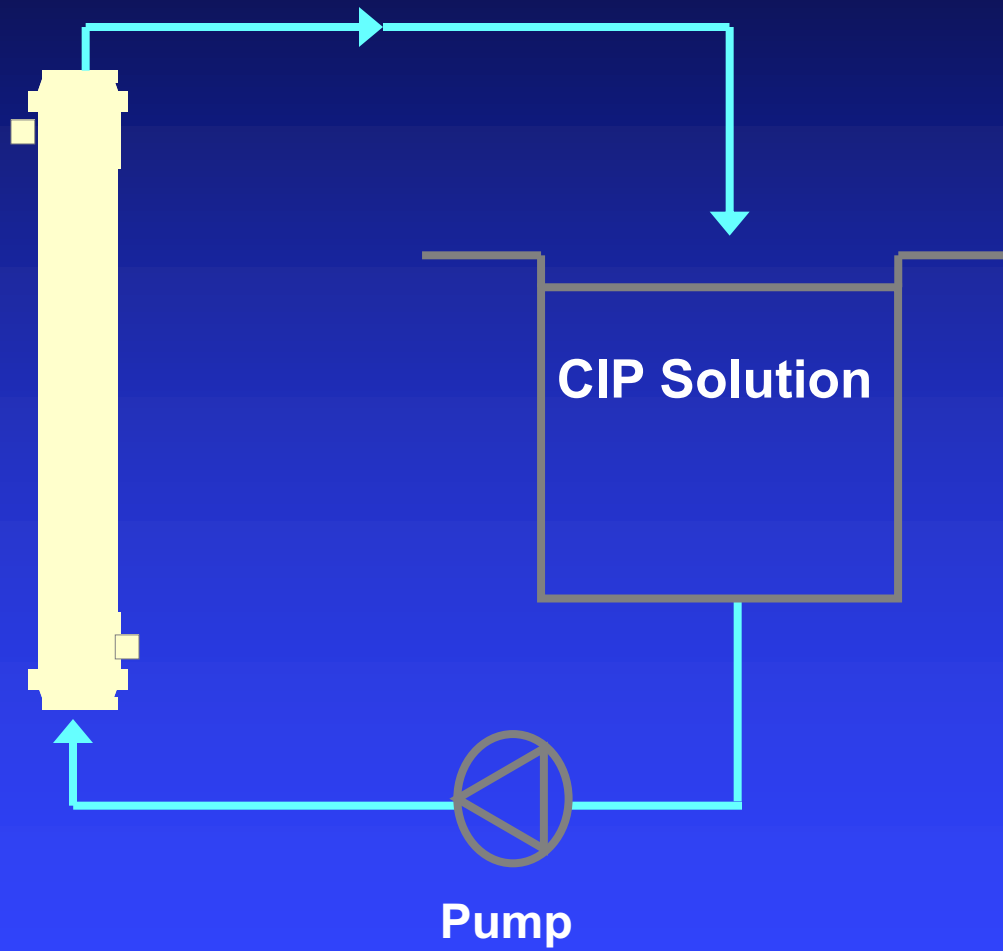
Water Production Filtration



Hydraulic Cleaning



Chemical Cleaning-- CIP



Cleaning Steps

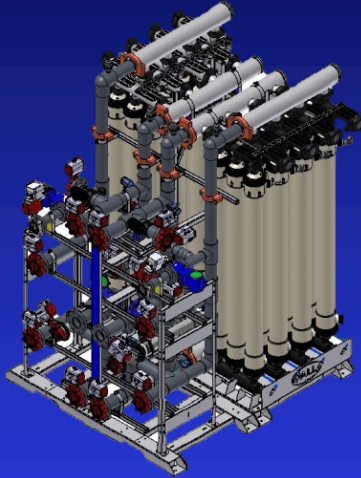
1. Caustic/Chlorine
2. Citric

Steps may be reversed
No proprietary chemicals!!

Cleans one rack at a time
while the other racks
remain in operation
producing water

PALL ARIA™ PRODUCT LINE

ARIA AP & ARIA FIT (Packaged Plants)



Aria FLEX (ARIA Custom - Transverse)



Aria Flex (ARIA Custom - Quad)



Pall ARIA FAST- Mobile/Container PAM T / PAM C



ARIA AP SERIES

Pre-engineered Small Water Microfiltration Systems

ARIA AP SERIES

Model Number	Maximum Number of Modules	Filtered Water Capacity GPM (m ³ /hr)	Dimensions Shipped Ft (m)	Dimensions Installed* Ft (m)
AP-1	2	3-25 (1-7)		6 x 2.8 x 9.7 (1.85 x 0.86 x 3)
AP-2	8	10-50 (2.3-12)	8 x 2.8 x 6.5 (2.4 x 0.9 x 2.0)	8 x 4.1 x 9.9 (2.5 x 1.25 x 3)
AP-3	10	25-175 (6-40)	10x 4.5 x 7.5 (3 x 1.4 x 2.3)	10 x 6.9 x 10.3 (3.1 x 2.1 x 3.2)
AP-3x	20	25-175 (6-40)	10 x 4.5 x 7.5 (3 x 1.4 x 2.3)	22.9 x 5.7 x 10.8 (7 x 1.75 x 3.3)
AP-4	36	65-350 (15-80)	10 x 5.5 x 7.5 (3 x 1.7 x 2.3)	24 x 6.8 x 10.8 (7.4 x 2.1 x 3.3)
AP-6	60	200-700 (45-150)	10 x 6 x 7.5 (3 x 2 x 2.3)	27 x 17 x 10.8 (8.31 x 5.2 x 3.3)

AP-4 System – Rye Valley Utilities, Cherry Grove Virginia



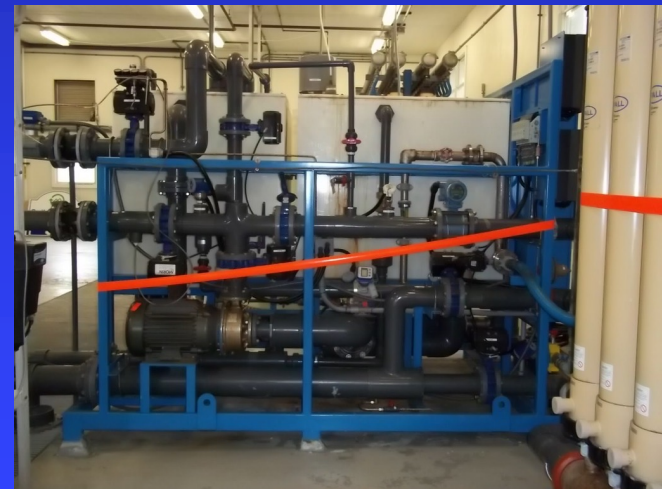
AP Control Skid



AP-4 Control Skid



New Control Skid Assembly



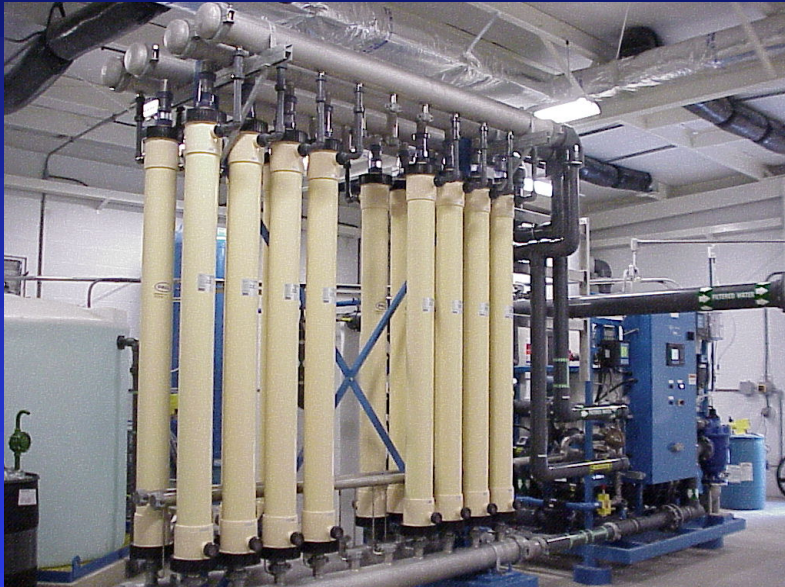
The Control Skid will have new Sensors and Monitors

AP-4 Control Skid



Control Skid will be Refurbished as needed

Membrane Rack Assembly



New Membrane Rack Assembly



AP-4 Membrane Rack Assembly

Membrane Rack And Membranes



Membrane Rack Piping Replaced
With HDPE Piping



All Membranes Will be New
Asahi UF UNA-620ADA

CIP Skid and Tank



CIP Skid will be Refurbished as needed

Compressors and Receiver Tank



Compressors



Receiver Tank

Atlas Copco will not warrant the used compressors.
WMS will supply new Compressors. The Receiver Tank will be Used.

Loading the AP-4 Units



Under Tank Support will be Replaced



Frame Aging Comparison



AP-4 Supplied in 2014



AP-3 Supplied in 2003

3-AP Units The Outer 2 are the AP-4's (2014)
The Middle Unit is An AP-3 (2003)



Fabrications Facility Systems Build



Fabrications Facility - Refurbishment



Questions?

Town of Berryville
Town Council
MOTION TO ENTER CLOSED SESSION

Date: April 29, 2026

MOTION BY:

I move that the Council of the Town of Berryville will conduct a closed session in accordance with §2.2-3711.A.29 of the Code of Virginia to discuss the award of a public contract involving the expenditure of public funds, where discussion in open session would adversely affect the bargaining position or negotiating strategy of the Town. Specifically, the Council will discuss its approach to the acquisition of a water treatment membrane system.

VOTE:

Aye:

Nay:

Absent:

Abstain:

ATTEST

Erecka Gibson, Vice Mayor

Town Council
Motion
CLOSED SESSION RESOLUTION

DATE: April 29, 2026

MOTION BY:

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VOTE:

AYE:

NAY:

ABSENT:

ABSTAIN:

ATTEST:

Erecka Gibson, Vice Mayor