

RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY  
MINUTES OF THE NOMINATIONS & GOVERNANCE COMMITTEE  
OCTOBER 14, 2015

A meeting of the Nominations & Governance Committee of the Board of Directors of the Richmond Metropolitan Transportation Authority was held on October 14, 2015 at the RMTA Central Office, 919 East Main Street, Richmond VA at 2:00pm. Mr. Dale Cannady and Ms. Marilyn West were present from the Nominations & Governance Committee. Also in attendance were Ms. Angela Gray, Ms. Joi Taylor Dean, and Mr. Gonzalo Aida.

The meeting was called to order at 2:00pm.

Mr. Cannady began the meeting by stating that there were no clear goals as set out by the bylaws for the Nominations and Governance committee. Ms. Gray stated that goals were being addressed by all committees and she also noted that the committee is tasked with creating the overall mission statement for the RMTA.

Mr. Cannady drafted some initial proposals for a strategic plan on his own in advance of the meeting. Mr. Cannady indicated that the governance committee should take a traditional role amongst the other committees. The committee should have a minimum of three directors, appoint a chair, nominate a slate of candidates on an annual basis, provide orientation for new Board members, and review Board policies and bylaws. Mr. Cannady then elaborated on his initial ideas for goals and strategic plans. Mr. Cannady shared the goals of developing a Board survey and reviewing and administering the new Board member orientation, and overseeing the Board meeting rotation process.

Mr. Cannady asked Ms. West for feedback based upon her experience serving on a variety of boards. Ms. West suggested that the goals and plans should be objective. Ms. West suggested the development of a profile of Board members to determine each Board members skills in order to objectively place them on committees. Mr. Cannady agreed and proposed a survey/analysis of the directors. Ms. West added that a typical governance committee traditionally does a self assessment of the board. This self assessment would include an assessment of the Board's overall goals and responsibilities and each individual Board member's self assessment of their role and responsibility. Ms. West indicated that she would share some assessment tools with Mr. Cannady.

Mr. Cannady agreed that skills analysis and a board assessment should be committee goal. Mr. Cannady adds that having the monthly board meetings in the different jurisdictions should be a goal of the committee.

Ms. West questioned if the annual retreat would fall under the purview of the committee or possibly the operations committee. Ms. Gray indicated that the Operations committee is more focused on the operation of the RMTA's facilities. Ms. West proposed that the Nominations and Governance committee ensure that the Board has an annual retreat and help to facilitate that retreat as one of their goals. It was also suggested that the Nominations & Governance committee look into the possibility of future need for a facilitator.

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Ms. Gray went into greater detail regarding the current structure for the Board retreat. She referenced the draft Board retreat agenda that was presented at the October Board meeting. This included: committee presentations of goals and objectives, and the drafting of a new RMTA mission statement.

Mr. Cannady and Ms. West indicated their desire for the retreat to be meaningful and forward thinking. Ms. West suggested that the legislation gives the RMTA a great deal of flexibility regarding the mission statement and the potential RMTA regional projects.

The four goals that were discussed for the Nominations and Governance Committee were to : (1) Develop a Board survey/assessment and Board members Skills Assessment; (2) Review and Administer the new Board member Orientation; (3) Oversee the Board meeting rotation process; and (4) Ensure that the Board has an annual retreat and facilitate the annual retreat.

Mr. Cannady ended the meeting by indicating that he would send goals and plan to staff and other committee members in advance of the retreat.

The committee adjourned at 3:00pm.

APPROVED:

  
Chairman

  
Secretary