

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY
HELD DECEMBER 9, 2014**

A regular meeting of the Board of Directors of the Richmond Metropolitan Transportation Authority was held on the 9th day of December, 2014, in the Board Room, 24th Floor, SunTrust Building, 919 East Main Street, pursuant to due notice.

The following Directors were present and acting throughout the meeting: Directors Cannady, Hazelett, Hinson, Holland, Johnson, Jolly, Kornblau, Tart, West, Whirley, White, and Woodfin. Directors Brown, Cole, Homer and Nelson were absent. Also present were Ms. Gray, Ms. Johnson, Ms. Dean, Mr. Doughtie, Ms. Simmons, Ms. Barbara Smith, Principal Traffic Engineer of Chesterfield County's Transportation Department, members of the Authority's Stadium Operating Committee including Ms. Beverley Dew, Mr. Jack Berry and Mr. Pete Stith, Mr. Mike Murphy of the Richmond Flying Squirrels, and Mr. Ballou.

In the absence of the Chairman and the Vice-Chairman, the Board asked that Mr. Ballou serve as chairman *pro-tem* of the meeting.

The meeting was called to order at 4:00 p.m., and upon motion duly made, seconded and unanimously carried by the affirmative votes of all of the Directors noted above as being present, with the exception of Mr. Kornblau who abstained, the minutes of the Authority's Board and Retreat meeting held on November 2, 2014 were approved as previously distributed.

Mr. Ballou welcomed Ms. Smith, the Principal Traffic Engineer of Chesterfield County, to the meeting and also introduced representatives of the Stadium Operating Committee. He noted that the Authority's participation in the regional success story of The Diamond was coming to an end in connection with the upcoming conveyance of the stadium to the City and

asked that Ms. Gray explain to the Board the significance of the several special guests. Ms. Gray described the background of The Diamond, the Authority's Stadium Operating Committee and of course the well-known success of the Richmond Flying Squirrels. The Board then, upon motion duly made and seconded, approved by acclamation the "*Resolution of Appreciation and Commendation*" in the form attached to these minutes. Mr. Ballou read the resolution aloud and a special plaque was presented to members of the Stadium Operating Committee and the Flying Squirrels.

Ms. West gave the report of the Compensation and Benefits Committee, which had met on December 4, 2014 and engaged in an excellent and wide-ranging discussion regarding compensation and various comparability measures, especially as to upper echelon staff. The Compensation and Benefits Committee was still engaged in that discussion, and was considering a request for proposals with a not-to-exceed cost of \$15,000. The RFP's exact scope was still in development. She commended Staff for their help and support.

Ms. Gray began the General Manager's report by stating that the conveyance of The Diamond was slated to occur in the next week. She, Ms. Simmons and Mr. Ballou updated the Board on the status of the Trinity guardrail matter. The company had modified its guardrail ends in the mid-2000s, but this modification had not been approved by the various highway agencies, including VDOT. Various media accounts and plaintiff lawsuits called into question the safety of the re-design, and the re-designed guardrail end was currently undergoing testing. The Authority had surveyed its highway system, and identified nine of the re-designed guardrail ends. The approximate cost of replacing all of them was in the range of \$40,000. VDOT had devised a plan to evaluate the extent of the issue with regard to the Virginia highway system and replace the affected guardrail ends in an order of precedence. It appeared that VDOT or its

contractor had installed the re-designed guardrail ends on the Authority's highway system under the annual maintenance agreement with the Authority. The Board generally discussed the foregoing, including options and risks. Staff would continue bringing the matter to the Board's attention as further information developed.

Ms. Simmons gave the Operations report. The annual maintenance and repair contract was nearing completion but had been extended for several weeks. Remaining work included items such as crack sealing and asphalt patching. Winter weather preparations had been completed.

Mr. Doughtie gave the Traffic and Revenue report. There had been one less commuting day in November, and accounting for that, monthly traffic was approximately 1.5% ahead of the previous year, while year-to-date traffic was approximately 0.9% ahead of the previous year. The Expressway System was on track to meet the fiscal year 2015 budget. He called the Board's attention to page 4 of the written monthly financial report, which now contained a summary of the Authority's reserve balances.

Mr. Cannady and Ms. Jolly then resumed the discussion from November's Annual Retreat meeting of the Board, with Mr. Cannady distributing a summary of topics considered during the Retreat meeting. Among items that the Board now addressed were the strategic vision of the Authority's mission and the implementation of various governance principles, perhaps to be set forth in bylaw revisions to be undertaken by the Governance Committee. Such bylaws would not only serve the conventional purpose of detailing various procedural matters but also would embody various policy matters, such as rotation of meeting locations and of officers among jurisdictions, periodicity of meetings, conflicts of interest, etc.

The Board also discussed how to effect the relationship building initiative that was a key discussion item during November's Retreat, especially to solidify a collaborative relationship with the participating local governments and how best to identify and implement new projects or undertakings. It was the consensus of the Board's discussion that the Governance Committee take up the bylaw revisions in order to begin work on these matters, and various Board members identified items to consider for inclusion in the bylaws, such as rotation of officers, rotation of meetings, agenda format, written description of officers' duties and responsibilities, committee structure, conflicts of interest, financial policies, "who" speaks for the Board or the Authority and the like.

The Board also considered a communications and/or strategic planning committee or group that would assist in the details of furthering the regional relationship with the jurisdictions. The "branding" of the Authority would also be included in the purview of this group.

The meeting drew to a close with the understanding that the Governance Committee would consider the items on its agenda and report back to the Board on same.

There being no further business to come before the meeting, the same, upon motion duly made, seconded and unanimously carried, was adjourned at 4:55 p.m.



Secretary

**RICHMOND METROPOLITAN
TRANSPORTATION AUTHORITY**

**RESOLUTION OF APPRECIATION
AND COMMENDATION**

WHEREAS, the Richmond Metropolitan Transportation Authority, previously known as the Richmond Metropolitan Authority (the "Authority"), constructed The Diamond in 1984 and has owned and operated The Diamond since 1984, and The Diamond has served as a model for regional collaboration and cooperation;

WHEREAS, in connection with its ownership and operation of The Diamond, the Authority formed the Stadium Operating Committee to assist in the development of The Diamond and to advise on stadium operations;

WHEREAS, since 2010, the Richmond Flying Squirrels, a minor league baseball team affiliated with the San Francisco Giants, have called The Diamond their home field;

WHEREAS, the Flying Squirrels have thrilled hundreds of thousands of local and regional fans and have led the Eastern League in either average per game or overall attendance in each of the five seasons the team has played at The Diamond and most recently led the Eastern League in both during a successful 2014 season;

WHEREAS, the Richmond Flying Squirrels have also demonstrated excellence on the field, making the Eastern League playoffs in 2011 and again in 2014;

WHEREAS, members of the Richmond Flying Squirrels, along with their widely-recognized mascots "Nutzy," "Zinger" and "Parker," have made thousands of public service appearances before school and community groups throughout the region to emphasize the importance of education and public service, and in 2014 were nominated by the Eastern League for the 2014 John Henry Moss Community Service Award, which is bestowed upon a club that demonstrates an outstanding, on-going commitment to charitable service, support and leadership within its local community and within the baseball industry;

WHEREAS, in connection with its conveyance of The Diamond to the City of Richmond, the Authority desires to pay tribute to the Counties of Chesterfield and Henrico and the City of Richmond, and the many baseball fans throughout the Richmond region, in recognition of the regional cooperation evidenced through more than thirty years of regional ownership and operation of The Diamond for the benefit of the entire community;

WHEREAS, the Authority also wishes to acknowledge the talent, dedication, and contributions of the many members of the Stadium Operating Committee since 1984 who have devoted countless hours to assist and advise on the operations of The Diamond and to express and record permanently in the minutes of the meetings of this Board their admiration for such contributions and able leadership;

WHEREAS, the Authority also desires to recognize the management and players of the Richmond Flying Squirrels as a premier minor league baseball team imbued with the spirit of community service and excellence in operations both on and off the field, and to salute the able leadership of Todd "Parney" Parnell and Chuck Domino;

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the Richmond Metropolitan Transportation Authority that the Authority hereby commends to the Richmond metropolitan region the many benefits of regional cooperation as evidenced by the Authority's development, ownership and operation of The Diamond; and

RESOLVED FURTHER, that the Authority hereby records its gratitude and great appreciation and that of the Richmond metropolitan community to all past and present members of the Stadium Operating Committee for their outstanding contributions and many years of faithful and devoted public service to this community through distinguished service as members of the Stadium Operating Committee; and

RESOLVED FURTHER, that the Authority hereby commends and congratulates the Richmond Flying Squirrels on their excellence in operations, community spirit and impact, and exciting brand of baseball, and expresses its admiration for their achievements and best wishes for future success in the community, at the front office and on the field.