

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY
HELD MARCH 12, 2019**

A regular meeting of the Board of Directors of the Richmond Metropolitan Transportation Authority was held on the 12th day of March, 2019, at the RMTA Main Office, 901 East Byrd Street, Suite 1120, Richmond, Virginia, pursuant to due notice.

The following Directors were present and acting throughout the meeting, except as noted below: Chairman Nelson and Directors Brown, Elswick, Hardiman, Hawthorne, Hinson, Johnson, Ramsey, Tart, Williams, and Woodfin. Directors Dabney, Gurley, West, and Whirley were absent. Authority staff present were Ms. Dean, Ms. Johnson, Mr. Madison, Ms. Mehta, Ms. Simmons, and Ms. Watson. Belinda Jones of Christian and Barton was present by telephone. Chairman Nelson presided over the meeting, and Ms. Mehta acted as Secretary. There was a quorum throughout the meeting.

The Chairman called the meeting to order at 12:11 p.m.

Upon motion duly made, seconded and unanimously carried by the affirmative votes of all of the Directors present, the board minutes of the Authority's meeting held on February 12, 2019, were approved, as previously distributed.

Next, Chairman Nelson turned to Mr. Brown who, in Ms. West's stead and assisted by Ms. Johnson, provided the report of the Compensation and Benefits Committee. Mr. Brown explained that two items were discussed at the committee meeting. The first was the issue of benefits. At the Compensation and Benefits Committee meeting, OneDigital (benefit consultants) provided their recommendation as it relates to benefits for the Authority. Staff agreed with the

recommendation. Mr. Brown noted that the committee recommended approving the recommendation as outlined by OneDigital and staff. Namely:

Medical:

- Extend coverage with Anthem under the Advantage One plans: Advantage One \$3,000/0% and Advantage One \$4,500/40%;
- 0% increase to annual premiums but increase from \$13.44 to \$20.00 premium for employees and premium increases from \$341.74 to \$375.90 for employee plus family;
- Realign contribution strategy to reflect greater employee cost sharing; and
- Continue Health Savings Account (HSA) contribution (\$1,000 Employee/\$1,500 Family), funded semi-annually (half contribution July 2019; half contribution January 2020)

Dental:

- Extend coverage with Anthem Dental and
- 3.2% increase to annual premiums

FSA Administration:

- Renew with Discovery Benefits, to include the limited purpose FSA for those enrolled in HSA

Long-term disability:

- Extend current plan with Unum (0% increase to current plan)

Upon motion duly made (there was no requirement to be seconded because it was approved by the Compensation and Benefits Committee in the committee meeting) and unanimously carried by the affirmative votes of all of the Directors present, the benefits recommendations as stated above were approved and adopted.

Second, assisted by Ms. Johnson, Mr. Brown discussed the recommendations arising out of the Compensation and Benefits Committee as it relates to the Compensation Study. Mr. Brown explained that the Compensation and Benefits Committee approved and adopted the following staff compensation recommendations:

- Accept the new salary scale as proposed by the PaypointHR Consultant;
- Effective the first payroll in April 2019, bring all employees to the market rate of at least \$12.79 per hour;
- Create a shift differential of an additional \$0.50 per hour for toll collectors working during the 11 pm to 7 am time period, to be implemented on July 1, 2019; and
- Allow for a merit increase of up to 3% for employees not receiving a market adjustment and who fully meet or exceed performance expectations in FY20

Upon motion duly made (there was no requirement to be seconded because it was approved by the Compensation and Benefits Committee in the committee meeting) and unanimously carried by the affirmative votes of all the Directors present, the compensation recommendations as stated above were approved and adopted.

Next, Mr. Brown provided an update on the Nominations and Governance Committee meeting. Mr. Brown stated that the Committee recommended a change to Article III, Section 2 of the bylaws to amend the board meeting schedule as follows:

- Six board meetings a year, with the flexibility to have additional meetings (1) as needed and recommended by staff and (2) approved by the Board Chairman or Acting Board Chairman;
- The six meetings would occur on the following schedule:
 - January
 - March
 - April
 - May
 - June
 - September or October

Mr. Brown noted that Article X of the Bylaws requires that “[t]he By-Laws may be altered, amended, repealed and new By-Laws may be adopted by a majority of the Board at any regular meeting, or at any special meeting, provided written notice of the proposed changes is

stated in the notice of the meeting.” Therefore, Mr. Brown concluded, the Board should provide notice of this amendment change for the next board meeting and vote on this amendment to the bylaws at the April 9, 2019 board meeting. Chairman Nelson and board members agreed.

Next, the Chairman turned to Ms. Dean for the CEO Comments. First, Ms. Dean provided a Main Street Station update. She explained that the 10th Amendment to the agreement between the City and the Authority for RMTA to manage Main Street Station ended in December 2018. Ms. Dean explained that the Authority is in receipt of a letter from the City that there will be an 11th Amendment that will extend the Authority’s contract to manage Main Street Station until June 30, 2019. Starting on July 1, 2019, the City’s Department of Public Works will manage Main Street Station.

Further, Ms. Dean discussed the Arthur Ashe Boulevard Signage. She explained that Ms. Simmons is initiating sign fabrication and installation. The Authority intends to have the revised signs ready for the City’s June 2019 Arthur Ashe Signage Event. Ms. Dean also explained that there had been no current plans to replace the signs presently because all signs were still in good condition.

Continuing with the CEO’s Comments, Ms. Dean provided a Boulevard Bridge follow-up. At the February 2019 board meeting, there was a discussion about the closure of the Boulevard Bridge. The board asked Ms. Dean to provide a follow-up concerning which entity decides Boulevard Bridge closures. At this meeting, Ms. Dean explained that the Richmond Police Department determines when to close the area leading to the Boulevard Bridge. It is Ms. Dean’s understanding that neither the Richmond Police Department nor the Department of Public Works has any specific written policy or directive for determining such closures.

Ms. Dean turned to Mr. Madison for the financial impact of closures on the Authority. He noted that on a weekday, a bridge closure leads to a 50-65% decrease in traffic, resulting in a loss of approximately \$2,500 per day. A weekend closure results in an approximate 25-30% decrease in traffic and results in a weekend loss of approximately \$1,000 per day.

Ms. Simmons provided the Operations Report, referring Board members to the written report in the agenda packet. She noted that blasting and painting operations continue on I-95 Ramps. The Authority plans to have steel retrofit repairs for 2019 in April. In response to a board member question, the response was that the Authority's MR-18 contractor purchases steel from an American company. Ms. Simmons will verify this and report back to the Board at the April 2019 board meeting. She also noted that the City continues to work on the Forest Hill widening project in the vicinity of the Authority's Forest Hill ramps and staff continues to work with the City to mitigate the impact to the ramps.

Mr. Madison provided the Traffic and Revenue report, also referring Board members to the written report in the agenda packet. Regarding traffic highlights, he noted that February 2019 had the same number of commuting days as compared to the prior year. Monthly gross traffic increased by an estimated 32,000 vehicles or 0.7% when compared to the prior year. Year to date fiscal year 2019 gross traffic is approximately 1.2% ahead of the prior year. Concerning revenue and expense highlights, Mr. Madison stated that fiscal year 2019 toll revenue of \$27.3 million is approximately 0.1% under the budget estimate through February 28, 2019. Fiscal year to date expenses of \$10.3 million are within budget expectations. Fiscal year 2019 revenue and expense amounts continue to demonstrate compliance with required debt coverage ratios.

Further, Mr. Madison referred board members to the FY2018 Annual Traffic and Toll Revenue Report by the Authority's consultant, Jacobs. Mr. Madison then presented analysis and

various charts documenting FY2018 traffic and revenue weekday, weekend, and daily averages for the Boulevard Bridge, Downtown Expressway, Powhite, and total system. Mr. Madison also presented information noting the payment type percentages of each facility. Finally, information was presented from FY2018 and FY2019 analyzing the impact of snow events on traffic and revenue during a weekday and weekend at the Boulevard Bridge, Downtown Expressway, Powhite, and the total system.

Director Brown began the New Business portion of the agenda by discussing the I-81 corridor. He explained that the bills for funding for the I-81 project to relieve traffic issues did not pass. He noted that the SMART SCALE Project Prioritization Process, a bill signed into law in 2014, directed the Commonwealth Transportation Board to develop and use a prioritization process to select transportation projects. Richmond received some funding, but more funding went to Hampton Roads and Northern Virginia. He explained that the Richmond region needs to continue to seek transportation funding for Richmond area projects.

Ms. Dean also noted with respect to New Business that the Operations and Finance Committee Budget Workshop is scheduled for March 19 at 9:30 a.m.

There being no further items of new business or any further business to come before the meeting, the board meeting was adjourned at 1:20 p.m.


Secretary

APPROVED:


Chairman



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RESOLUTION APPROVING EMPLOYEE BENEFIT PLANS FOR FISCAL YEAR 2020

(March 12, 2019)

WHEREAS, the Richmond Metropolitan Transportation Authority (the “Authority”) desires to approve certain employee benefit plans for fiscal year 2020, to be included in the Authority’s annual budget for such period; and

WHEREAS, the Authority’s Compensation and Benefits Committee met on March 12, 2019 to consider such employee benefit plans, and recommended the following:

Coverage	Recommendation	Annual Authority Contribution/Premium*
Medical	a. Extend coverage with Anthem under the Advantage One plans: Advantage One \$3,000/0% and Advantage One \$4500/40%; b. 0% increase to annual premiums c. Realign contribution strategy to reflect greater employee cost sharing; d. Continue Health Savings Account (HSA) contribution (\$1,000 Employee/\$1,500 Family), funded semi-annually (½ contribution July 2019; ½ contribution January 2020)	\$1,131,447
Dental	a. Extend coverage with Anthem Dental b. 3.2% increase to annual premiums	\$70,834
FSA Administration	Renew with Discovery Benefits, to include the limited purpose FSA for those enrolled in HSA;	\$5,340
Long-Term Disability	Extend current plan with Unum (0% increase to current)	\$9,826

*Approximate

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY THAT:

1. The extension and implementation, as appropriate, of the foregoing employee benefit plans and coverages are hereby authorized and approved, together with the payment by the Authority of the corresponding contribution levels, and the Chief Executive Office is authorized to take such action as is necessary to procure and implement such employee benefit coverage, including without limitation, execution of all necessary documentation and payment of related premiums and amounts on behalf of the Authority and plan participants.
2. Staff and the Operations & Finance Committee shall include the foregoing rates and premiums in the development of the fiscal year 2020 budget.
3. This resolution shall take effect immediately.



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RESOLUTION APPROVING COMPENSATION PLAN FOR FISCAL YEAR 2020

(March 12, 2019)

WHEREAS, the Richmond Metropolitan Transportation Authority (the “Authority”) contracted an external consultant, PaypointHR (the “Consultant”), to conduct a comprehensive compensation study to evaluate the Authority’s pay practices for competitiveness with the external market; and

WHEREAS, the Authority desires to approve a market adjustment to the pay of employees whose salary is below \$12.79 for the remainder of fiscal year 2019, and to be included in the Authority’s annual budget for fiscal year 2020; and

WHEREAS, the Authority desires to approve performance-based awards for fiscal year 2020, to be included in the Authority’s annual budget for such period; and

WHEREAS, the Authority’s Compensation and Benefits Committee met on March 12, 2019 to consider the findings of the compensation study, propose performance based awards, and recommend the following:

1. Accept the new salary scale as proposed by the Consultant;
2. Effective the first payroll in April 2019, bring all employees to the market rate of at least \$12.79;
3. A merit increase of up to 3% for employees not receiving a market adjustment and who fully meet or exceed performance expectations in FY20;
4. The overall impact to the FY20 budget is approximately \$195,089 (3.4% increase to the FY19 budget).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY THAT:

1. The Authority will institute a new salary scale;
2. Employees will receive an adjustment to the market rate of at least \$12.79 as defined by the Consultant in the Compensation Study;
3. Employees not receiving a market adjustment and who fully meet or exceed performance expectations in FY20 will be eligible for a merit increase of up to 3%;
4. Staff and the Operations & Finance Committee shall include the foregoing increases in the development of the fiscal year 2020 budget;
5. This resolution shall take effect immediately.