

**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF THE
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY
HELD SEPTEMBER 15, 2020**

A meeting of the Board of Directors of the Richmond Metropolitan Transportation Authority (“RMTA”) was held on the 15th day of September 2020, via electronic communication through the Zoom video conferencing platform as described below and pursuant to due notice.

The following Directors were present and acting throughout the meeting: Chairwoman West and Directors duFrane, Hawthorne, Hinson, Ramsey, Tart, Whirley, and Williams.

Directors Fountain (at 12:09 p.m.) and Nelson (at 12:32 p.m.) joined the meeting in progress, as noted below. Directors Dabney (at 1:50 p.m.), Johnson (at 12:35 p.m.), and Woodfin (at 2:04 p.m.) exited the meeting in progress, as noted below.

Director Elswick was absent.

Authority staff present were Ms. Dean, Ms. Johnson, Mr. Madison, Ms. Mehta, Ms. Simmons, and Ms. Watson. Also present were Belinda Jones and Henry Willett of Christian & Barton.

Chairwoman West presided over the meeting with Ms. Mehta acting as Secretary. There was a quorum present throughout the meeting.

The Chairwoman called the meeting to order at 12:00 p.m.

Ms. Mehta conducted a roll call of all participants on the electronic call.

Upon motion duly made, seconded and unanimously carried by the affirmative votes of all of the Board members present and pursuant to Virginia Code Section 2.2-3707 and 3708.2.A.3 of the Freedom of Information Act; Article 3, Section 6 of the RMTA Bylaws; and Governor Northam's adopted amendments to HB 29 and HB 30 concerning electronic meetings, the meeting was held electronically (via audio and/or video conference through Zoom, a remote conferencing service) and recorded in its entirety pursuant to Virginia Code Section 2.2-4707 and 3708.2A.3 of the Freedom of Information Act ("FOIA"); Article 3, Section 6 of the RMTA Bylaws; and Governor Northam's adopted amendments to HB 29 and HB 30 and maintained and the recording and minutes are to be made available to the public in accordance with FOIA rules and by the same method used to provide notice of the meeting. It was held electronically in accordance with Virginia Code Section 54.1-2345 and 44-146.17, and due to Governor Ralph Northam's declaration of a state of emergency on March 12, 2020 (Executive Order Number 51) and subsequent Stay At Home Order on March 30, 2020 (Executive Order Number 55) because of the novel coronavirus/COVID-19 disease pandemic which rendered meeting in person impracticable and unsafe to assemble a quorum in a single location. Members affirmed that the purpose of the remote meeting was to discuss or transact the business statutorily required or necessary to continue operations of the public body and the discharge of its lawful purposes, duties, and responsibilities during this time. As noted above, the electronic meeting was held through Zoom and public notice was given using the same methods as has been customary for other RMTA public body meetings. Moreover, the public notice was provided contemporaneously with the notice sent to members of the Authority and arrangements were made for public access to the meeting through the video conferencing platform Zoom. Additionally, members asserted that this meeting otherwise complied with FOIA rules.

Director Fountain joined the meeting in progress.

Ms. Mehta conducted a roll call of each board member's vote. All board members present for the motion voted to approve the motion.

Director Nelson joined the meeting in progress.

Next, Chairwoman West turned to the agenda item of the previous board minutes. Upon motion duly made, seconded and unanimously carried by the affirmative votes of all of the Board members present, the Board minutes of the Authority's meetings held on March 10, 2020; May 12, 2020; and June 9, 2020, were approved, as previously distributed.

Ms. Mehta conducted a roll call to determine each member's agreement with the motion. All Board members present affirmatively agreed with the motion.

Director Johnson exited the meeting in progress.

Next, Chairwoman West turned to the Board Committee Reports – starting with the Committee Report of the Compensation and Benefits Committee. As Chairman of the Committee, Director Hinson explained that the Committee met on September 14, 2020 and discussed Toll Collector staffing. He explained, that, due to COVID-19 staffing reconfigurations, there are more employees who seek to return to full time employment (of at least 32 hours weekly) than there are shift hours available at the Authority to work. Staff will review staffing options for those employees and return to the Committee with a proposal. Director Hinson then explained that there had been a discussion about the CEO Evaluation during the Committee meeting as well.

At that time and at the request of Chairwoman West, the Board considered a motion to convene in executive session pursuant to Virginia Code §2.2-3711.A(1), (A)(8) and (A)(29) of the

Virginia Freedom of Information Act as it relates to personnel matters for the remainder of the Compensation and Benefits Committee Board Report and for the Operations and Finance Committee Board Report from Operations and Finance Committee Chairman Hawthorne as it relates to legal advice and contractual matters. Such motion was duly moved, seconded and approved by all Board members noted above as being present.

Ms. Mehta conducted a roll call to determine each member's agreement with the motion. All Board members present affirmatively agreed with the motion.

Directors Dabney and Woodfin exited the meeting in progress during executive session.

The Board reconvened in open session and considered a motion pursuant to Virginia Code §2.2-3712(D) that, to the best knowledge of each Board member present, (i) only such public business matters lawfully exempted from open meeting requirements, and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered by the Board and that a statement to such effect would appear in the minutes of the meeting. Such motion was duly made, seconded and approved by all Board members present.

Ms. Mehta conducted a roll call to determine each member's agreement with the motion. All Board members present affirmatively agreed with the motion.

Next, Chairwoman West turned to Ms. Dean for her CEO Comments. Ms. Dean summarized the Authority's COVID-19 Response which has included mandatory use of gloves and face coverings, as appropriate; reconfiguration of field operations; teleworking for Main Office personnel; increased communications with employees; virtual board meetings; drafted workplace guidelines; and deep cleanings of high touch surfaces.

Ms. Dean also noted that she attended the inaugural meeting of the Central Virginia Transportation Authority (“CVTA”). In that meeting, the new Authority voted on the bylaws and elected Frank Thornton as Chair and Kevin Carroll as Vice Chair.

Ms. Simmons then provided the Operations Report, referring Board Members to the written report in the agenda packet.

Mr. Madison then provided the Traffic and Revenue Report as included in the agenda packet. Regarding traffic highlights, he noted that August 2020 had one less commuting day as compared to the prior year and the impact of the COVID-19 virus pandemic continues to be significant. Monthly gross traffic decreased by an estimated 1.7 million vehicles or 31.0% when compared to the prior year. Year to date traffic for fiscal year 2021 is approximately 29.9% behind the prior year. Fiscal year 2021 toll revenue of \$4.7 million is approximately 1.6% under budget expectations. Fiscal 2021 revenue and expense amounts continue to demonstrate compliance with required debt coverage ratios.

With regard to new business, the virtual board meeting retreat is scheduled for November 10, 2020.

Having no further business to come before the meeting, the board meeting was adjourned at 2:17 p.m.

Leslie C. Meht

Secretary

APPROVED:

Marilyn House West

Chairwoman