

**MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY
HELD DECEMBER 1, 2020**

A special meeting of the Board of Directors of the Richmond Metropolitan Transportation Authority (“RMTA”) pursuant to By-laws of the Richmond Metropolitan Transportation Authority Article III, Section 4 was held on the 1st day of December 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 Dabney, duFrane, Hardiman, Hawthorne, Hinson, Ramsey, Whirley, and Williams.

Directors Brown (at 12:45 p.m.), Johnson (at 1:06 p.m.), Nelson (at 12:45 p.m.), and Tart (at 12:07 p.m.) joined the meeting in progress, as noted below. Directors Brown (at 1:58 p.m.) and Woodfin (at 1:46 p.m.) exited the meeting in progress, as noted below.

Directors Elswick and Fountain were 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 and Dan Papiernik of HNTB.

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 12:04 p.m.

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

Director Tart joined the meeting in progress.

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 (“FOIA”); 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 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 Executive Order Number 67 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.

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

Next, Chairwoman West turned to the Toll System Upgrade agenda item. 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(8) and (A)(29) of the Virginia Freedom of Information Act as it relates to legal and contract matters. Such motion was duly moved, seconded and approved by all Board members noted above as being present.

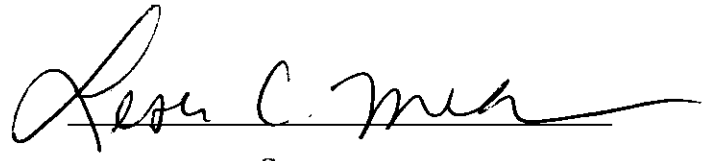
Ms. Mehta conducted a roll call to determine each member's agreement with the motion. All Board members present affirmatively agreed with the motion.

Directors Brown, Johnson, and Nelson entered the meeting in progress during executive session. Directors Brown 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.

Having no further business to come before the meeting, the special board meeting was adjourned at 2:04 p.m.

A handwritten signature in black ink, appearing to read "Rose C. Mear", written over a horizontal line.

Secretary

APPROVED:

A handwritten signature in black ink, appearing to read "Marilyn H. West", written over a horizontal line.

Chairwoman