

**MINUTES OF THE MEETING AND ANNUAL RETREAT
OF THE BOARD OF DIRECTORS OF THE
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY
HELD NOVEMBER 10, 2020**

A meeting and annual retreat of the Board of Directors of the Richmond Metropolitan Transportation Authority (“RMTA”) was held on the 10th day of November 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, Nelson, Ramsey, Whirley, Williams, and Woodfin.

Directors Brown (at 12:46 p.m.), Fountain (at 12:06 p.m.), and Tart (at 12:07 p.m.) joined the meeting in progress, as noted below. Director Johnson (at 2:00 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 Heidi Abbott of Hunton Andrews Kurth and Belinda Jones 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 12:03 p.m.

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

Directors Fountain and 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 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.

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 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 meeting held on October 13, 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.

Next, Ms. Simmons provided the Operations Report, referring Board Members to the written report in the agenda packet. She informed the Board that, although there had been slight delays due to inclement weather, the Authority is in the last stages of the Boulevard Bridge protective coatings contract. There are no more lane closures at this time.

Mr. Madison then provided the Traffic and Revenue Report as included in the agenda packet. Regarding traffic highlights, he noted that October 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 29.7% when compared to the prior year. Year to date traffic for fiscal year 2021 is approximately 29.4% behind the prior year. Fiscal year 2021 toll revenue of \$9.7 million is approximately 0.1% under the budget estimate through October 2020. Fiscal year to date expenses of \$4.0 million are 16.2% under budget expectations. Fiscal year 2021 revenue and expense amounts are projected to demonstrate compliance with required debt coverage ratios.

Next, Chairwoman West noted the significance of the day – Veteran’s Day. She asked that all veterans in the meeting announce themselves and she thanked them for their service.

Chairwoman West then turned to Ms. Dean for her CEO Comments. First, Ms. Dean provided a Central Virginia Transportation Authority (“CVTA”) update. She noted that the Technical Advisory Committee and the Finance Committee met. The Finance Committee approved the Operating Budget and agreed to send the same to the full Board. The Committee committed to working with VDOT with regard to funding. The Technical Advisory Committee prioritizes projects for the CVTA. The Committee anticipates completing its work by the end of the year and will report to the full Board in January.

Ms. Dean summarized the Employee Recognition Ceremony that occurred on November 5, 2020. Among those recognized for their years of service to the RMTA were Theresa Simmons (for her 10 years), Paula Watson (for her 25 years), and 3 Toll employees (for their 35 years).

Ms. Dean turned to the Toll System Update agenda item – which was the retreat portion of the board meeting. 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.

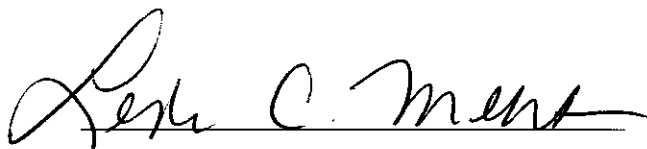
Director Brown joined the meeting in progress during the executive session.

Director Johnson exited the meeting in progress during the 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 board meeting was adjourned at 2:32 p.m.



Secretary

APPROVED:



Chairwoman