

**MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY
HELD AUGUST 10, 2021**

Pursuant to Article III, Section 4 of the By-laws of the Richmond Metropolitan Transportation Authority (“RMTA”), a special meeting of the Board of Directors of the RMTA was held on the 10th day of August 2021, 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 Brown, Dabney, DuFrane, Fountain, Hardiman, Hinson, Johnson, Ramsey, Tart, Whirley, and Williams.

Directors Elswick and Hawthorne were absent.

Director Nelson joined the meeting in progress, as noted below.

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 Daniel Papiernik of HNTB.

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

Chairwoman West called the meeting to order at 12:03 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 (“FOIA”); Article 3, Section 6 of the RMTA Bylaws; and Richmond, Virginia Ordinance 2021-181 (which assures the continuity of government during the disaster resulting from the COVID-19 pandemic by modifying the practices and procedures of public bodies to permit electronic meetings as authorized by Va. Code Section 15.2-1413 from June 30, 2021 to December 31, 2021), 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 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 Nelson 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.

Next, Chairwoman West held a moment of silence for the passing of board member William Woodfin and his contributions to the RMTA.

Next, Chairwoman West turned to the sole agenda item: the Toll System Update. 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.

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.


The Board considered a motion to adopt the Resolution Authorizing CEO to Execute Settlement Agreement and Release and to Terminate for Convenience the September 27, 2017

Agreement for Toll System and Services. 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.

Regarding new business, Chairwoman West acknowledged Board member Carlos Brown's appointment to the University of Virginia's Board of Visitors and congratulated him on his continued success.

Having no further business to come before the meeting, the board meeting was adjourned at 12:42 p.m.


Secretary

APPROVED:


Chairwoman