

**MINUTES OF THE REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY  
HELD MARCH 13, 2018**

The regular meeting of the Board of Directors of the Richmond Metropolitan Transportation Authority was held on the 13th day of March, 2018, in the Riverfront Plaza East Tower Conference Room, 951 East Byrd Street, Richmond, Virginia, pursuant to due notice.

The following Directors were present and acting throughout the meeting: Directors Dabney, Gurley, Hardiman, Hinson, Johnson, Ramsey, Tart, Waller, West, Whirley, White, and Woodfin. Directors Brown, Hazelett, Holland, and Nelson were absent. Staff present were Ms. Dean, Ms. Johnson, Mr. Madison, Ms. Mehta, Ms. Simmons, Ms. Watson, and Mr. Wayne Taylor. Others present included Alexander Wright, a member of the general public, Mark Grossenbacher of HNTB and Mr. Ballou.

Mr. Johnson served as Chairman of the meeting, and Mr. Ballou as Secretary.

The Chairman called the meeting to order at 12:10 p.m. and introduced Mr. Alexander Wright, a member of the general public who was interested in transportation matters. Members of the Board welcomed Mr. Wright to the meeting. Following, upon motion duly made, seconded and unanimously carried by the affirmative votes of all of the Directors noted above as being present, the minutes of the Authority's meeting held on February 13, 2018 were approved as previously distributed.

The Chairman then introduced longtime RMTA employee, Wayne Taylor, as being in attendance, and observed that a resolution of appreciation was before the Board to recognize Mr. Taylor's many years of dedicated service to the Authority. After the Chairman read the resolution aloud, the Board adopted such resolution of appreciation by acclamation. Mr. Taylor

made brief remarks, including a humorous story of his experiences when he first joined the Authority.

After Mr. Taylor departed the meeting, Ms. West gave the report of the Compensation and Benefits Committee. She first commended Staff as to their great assistance in various employee benefit matters, especially health care. The Committee had met prior to the Board meeting and continued its previous discussions regarding employee benefit and compensation matters. Anthem had proposed an increase in health care premiums of approximately 21%. Staff and the health care consultant had been unable to negotiate this amount down, in light of current market conditions and given various loss factors related to the RMTA work force. After giving effect to an increase in the deductible amount for one of the plans, the net result to the Authority was an increase in benefits costs of approximately \$180,000. The Board considered the resolution entitled "*Resolution Approving Employee Benefit Plans for Fiscal Year 2019*", which was duly moved and seconded, and following a brief discussion, such resolution was unanimously approved by all members of the Board noted above as being present in the form attached to these minutes.

Continuing her report, Ms. West explained the resolution approved by the Committee entitled "*Resolution Approving RMTA Employee One-Time Award*," which was duly moved and seconded. As discussed at previous meetings, the purpose of this action was to recognize and reward the employee workforce for sustainability through the recent transition and continued exceptional performance of staff. The payment would be made on or about April 15 to employees as of April 1, 2017, with no adverse personnel actions. The Board discussed the proposed resolution, including as to the budget sufficiency for the payment to be made. Mr. Madison reported that the payments would aggregate approximately \$125,000, while the

Authority's personnel budget was currently estimated to end fiscal year 2018 approximately \$375,000 under budget. Mr. Johnson added that the Authority was also looking at a salary compensation study, which was a separate issue. It was further noted that this pay award was not, in fact, a bonus and employees should not expect to receive any similar payment in succeeding years. The Board then approved the resolution as presented and in the form attached to these minutes by the unanimous vote of all members noted above as being present.

Mr. Whirley gave the report of the Finance and Operations Committee, which had also met prior to the Board meeting, although no quorum was in attendance. The Committee meeting considered several matters, including an update on the VDOT salt sheds and major elements of both the capital and the operating budgets. The full budget is to be presented in April. Expressway revenues were expected to increase approximately 2% in fiscal year 2019, and E-ZPass expenses and road maintenance expenses were also expected to increase. Net operating revenues of approximately \$12,000,000 would be available for the Authority's capital budget. As the Authority's capital budget for fiscal year 2019 was approximately \$18,000,000, the difference would be paid from designated reserves established and currently funded for such purposes.

Continuing, he noted that the Authority apparently owned property along Forest Hill Avenue, at the intersection with Glyndon Lane. The property was conveyed to the Authority in the early 1970s in connection with the assembly of the right of way for the Powhite Parkway, and the original property owner, or family successor, had inquired if the Authority would convey the property, as it had not been used as part of the Expressway. The Authority's engineer had confirmed that the property was surplus to the needs of the Authority. Mr. Ballou gave a brief overview of the property, which consisted of three parcels aggregating approximately 0.9 acre.

Depending on the source, various records showed the City or the former property owner as the owner, and only a recent title search indicated that the Authority had not conveyed the property following the acquisition. The property owner had been paying City real estate taxes. Members of the Committee were comfortable that conveyance of the property as surplus was appropriate, and presented a resolution to this effect. The Board discussed the matter, with Mr. Hinson seeking more information on the future potential use of the property and potential effects that the conveyance would have on future Expressway operations. As the discussion concluded, Mr. Whirley withdrew the proposed resolution in order to provide Staff the opportunity to obtain information responsive to Mr. Hinson's questions.

The CEO began her comments by reporting that the General Assembly had approved House Bill 151, patroned by Del. Fowler, with regard to special conservators of the peace. As originally proposed, the legislation contained various restrictions as to SCOPs, including a prohibition on the use of the word "police" on SCOP uniforms and vehicles. The Authority's legislative team had proposed various amendments to the original bill to exempt the Authority from the reach of these provisions, and the General Assembly had generally accepted these provisions but also required that Authority SCOPs meet law enforcement officer training standards in order to qualify for the exemption.

Continuing, Ms. Dean reported that, following the earlier successful tour with Chesterfield County representatives, she had discussed with the Henrico County Manager a tour by the Authority's Board of the County with regard to transportation issues. It was contemplated this would occur in April or May following the budget preparation cycle.

She concluded her report by observing that the employee recognition luncheon had been very successful and the Chairman had attended. The Chairman applauded Staff for pulling the

event together and commented that it was of superior quality and strengthened the relationship of management, the Board, and the employees.

Ms. Simmons gave the Operations report, referring Board members to her written report in the agenda packet, as she reviewed the status of the deck rehabilitation, protective coatings, and miscellaneous repair contracts. With respect to the flexible asset management solicitation, five well-established firms had attended the pre-bid meeting. Bids were due in April, 2018, and she was hoping for good results. In response to a question from Mr. Tart, she stated that the contract was expected to cover non-major items, using the similar (and previous) VDOT procurement as a model.

Mr. Madison gave the Finance/Traffic report, also referring Board members to the written report and prefacing his remarks with the observation that February had not been a noteworthy month. Traffic decreased by approximately 0.02% versus February, 2017, primarily due to weather conditions. For the fiscal year to date, gross traffic was approximately 1.8% ahead of the previous year. Toll revenue for the fiscal year to date through February is approximately 0.6% ahead of budget, while expenses were within budget. Mr. Madison noted that over the past several years, annual traffic growth had averaged approximately 2%. Taking a conservative look at recent Expressway performance, as well as at the Jacobs report estimating traffic for fiscal year 2019, he advised Board members that traffic in future years may grow at a slower 1.0 – 1.5% rate.

At the request of the Chairman, the Board considered a motion to convene in Executive Session pursuant to Va. Code § 2.2-3711.A(1) of the Virginia Freedom of Information Act, as relates to personnel issues, for the purpose of discussing the evaluation process and performance

**RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY**

**RESOLUTION APPROVING EMPLOYEE BENEFIT PLANS FOR FISCAL YEAR 2019**

March 13, 2018

**WHEREAS**, the Richmond Metropolitan Transportation Authority (the “Authority”) desires to approve certain employee benefit plans for fiscal year 2019, to be included in the Authority’s annual budget for such period; and

**WHEREAS**, the Authority’s Compensation and Benefits Committee met on March 13, 2018 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. \$183,000 increase to annual premiums (RMTA will absorb the 21% increase); c. Continue Health Savings Account (HSA) contribution (\$1,000 Employee/\$1,500 Family), funded semi-annually (½ contribution July 2018; ½ contribution January 2019)	\$1,143,000
Dental	Extend coverage with Anthem Dental (0% increase to current)	\$70,495
FSA Administration	Renew with Discovery Benefits, to include the limited purpose FSA for those enrolled in HAS	\$5,340
Long-Term Disability	Extend current plan with Unum (12.2% 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 2019 budget.
3. This resolution shall take effect immediately.

**RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY**

**RESOLUTION APPROVING RMTA EMPLOYEE ONE-TIME AWARD**

March 13, 2018

**WHEREAS**, the Board of Directors (the "Board") of the Richmond Metropolitan Transportation Authority acknowledges that the Authority's workforce is one of its greatest strengths and wishes to recognize and reward talent for sustainability of the organization through the recent transition and continued exceptional performance of staff;

**WHEREAS**, the purpose of the Authority's employee compensation structure is to attract, retain and motivate employees to provide excellent service to its customers and stakeholders;

**WHEREAS**, Staff has advised the Board that the personnel component of the 2017-2018 fiscal year budget currently provides sufficient flexibility for the award to the workforce of a one-time payment of 3% (the "One-Time Award"), the details of which are set forth in the attached "RMTA Employee One-Time Award Proposal";

**WHEREAS**, the Board desires to approve the One-Time Award and express its appreciation to the workforce for their hard work and many contributions to the Authority's success in recent months, especially in connection with the transition to the new CEO;

**WHEREAS**, members of the Board's Compensation and Benefits Committee reviewed the RMTA Employee One-Time Award; and

**WHEREAS**, the Board, in exercising its independent judgment, has considered the One-Time Award and the availability of funds within the current year's budget for such purpose.

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

1. The One-Time Award is hereby approved and adopted as proposed on this date and as described in the attached "RMTA Employee One-Time Award Proposal". Staff of the Authority is hereby directed and authorized to do all things necessary or desirable to implement the RMTA Employee One-Time Award, provided that the aggregate amount authorized shall not exceed \$125,000.

2. This resolution shall take effect immediately.

## RMTA Employee One-Time Award Proposal

**Purpose:** The Board wishes to recognize and reward talent across the organization for: sustainability of the organization through the recent transition, and continued exceptional performance of staff.

### Confidential Financial Analysis

*\*Current forecast is ~\$375k under budget at fiscal year-end.*

Annual FT Base Wages

\$3,505,256

Annual PT Base Wages

\$211,494

Eligible FT Employees (1)	# EEs	Award \$	ER Tax (2)	Total
3%	87	\$ 105,158	\$ 8,045	\$ 113,202

Eligible PT Employees (1)	# EEs	Award \$	ER Tax (2)	Total
3%	18	\$ 6,345	\$ 485	\$ 6,830

TOTAL	# EEs	Award \$	ER Tax (2)	Total
3%	105	\$ 111,502	\$ 8,530	\$ 120,032

### Notes:

(1) Eligibility Criteria: a) Active employee (FT/PT) as of April 1, 2017; b) acceptable job performance/no current disciplinary action; c) award is based on current annualized salary


(2) ER Tax is the FICA amount to be paid by the employer (6.2% social security, 1.45% Medicare - 7.65%)



of a specific Authority employee, namely the Authority's CEO. Such motion was duly moved, seconded and approved by all Directors noted above as being present.

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 Director then 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 in a roll call vote by all Directors noted above as being present.

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

  
Secretary

APPROVED:

  
Chairman

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