

**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS OF THE
RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY
HELD OCTOBER 17, 2023**

A meeting of the Board of Directors was held on the 17th day of October 2023, at the RMTA Main Office, 901 East Byrd St., Ste. 1120, Richmond, Virginia, with access available electronically as well, pursuant to due notice.

The following Directors were present and acting throughout the meeting in person unless otherwise noted: Chairman Tart and Directors Clarke (entered at 12:06 p.m.), Dabney (entered at 12:06 p.m.), Hardiman (exited at 12:44 p.m.), Hawthorne, Lynch, Millikan, Mulroy, Nelson (entered at 12:08 p.m.), Ramsey, Story, West, and Williams. Board members duFrane and Fountain were absent.

Authority staff present were Mr. Burke, Ms. Dean, Ms. M. Johnson, Ms. S. Johnson, Ms. Mehta, Mr. Owen, Ms. Simmons, and Ms. Watson. Also present were Belinda Jones of Christian and Barton; Cherie Gibson (via electronic communication) and Dan Papiernik of HNTB; Robert LaGatta of Atkins Realis; Heidi Abbott of Hunton Andrews Kurth (via electronic communication); and Phil Eshelman of Stantec (via electronic communication).

Chairman Tart presided over the meeting with Ms. Mehta acting as Secretary. There was a quorum throughout the meeting.

Chairman Tart called the meeting to order at 12:03 p.m.

First, he 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 June 13, 2023, were approved, as previously distributed.

After the minutes motion, Chairman Tart turned to Committee Chair Hardiman for the Regional Projects, Outreach, and Transportation Leadership Committee report. Committee Chairman Hardiman noted that the committee meeting was held on August 28. In that meeting, Chesterfield County Administrator Joe Casey and his team discussed the Powhite extension. They explained that, due to the Lego Group project in Meadowville and the significant influx of people moving to Chesterfield County, there is a need for a Powhite Parkway extension. They noted that the current plan is to complete the project in two phases: Phase 1 is expected to consist of upgrading the existing facility and extending to Woolridge. Phase 2 of the project is expected to be a buildout of the corridor to Route 360. Chesterfield County expects to update RMTA as the county continues to analyze the project.

Next, Mr. Hardiman reported on the previous Audit Committee meeting held on September 21. He noted that Mr. Churchman (of Cherry Bekaert) provided a presentation of the FY22 Audit – RMTA's basic financial statements as of and for the year ending June 30, 2022. Mr. Churchman expected to issue an unmodified ("clean") opinion on the basic financial statements and the Authority's compliance based on *Governmental Auditing Standards*. Mr. Churchman noted that there were no corrected or uncorrected misstatements found during the Audit. He noted that the Authority implemented a new accounting policy, GASB 87, Leases, and noted no inappropriate policies or practices. In summary, it was noted the auditors encountered no significant difficulties in dealing with management in performing and completing the audit; that they are pleased to report that no disagreements arose with management during the course of the audit; and there were no difficult or contentious matters for which Auditors consulted with others outside of the engagement

team. Mr. Churchman noted that Cherry Bekaert will issue a letter regarding two internal controls: (1) Material weakness – internal control over financial reporting – proper review and authorization of journal entries prior to posting to the General Ledger and (2) Significant Deficiency – Internal Control over Financial Reporting – proper review of monthly revenue reconciliations. Management noted that both issues will be resolved with the hiring of additional staff and the re-implementation of the existing controls.

As a result, the Chairman called for a motion to approve the Resolution to Accept the Comprehensive Annual Financial Report for the Fiscal Year ending June 30, 2022 (attached hereto). Upon the motion being seconded and unanimously carried by the affirmative votes of all the Board members present, the Resolution to Accept the Comprehensive Annual Financial Report for the Fiscal Year ending June 30, 2022 was approved.

Next, Chairman Tart turned to Ms. Dean for her CEO Comments. Ms. Dean began with the Authority's Toll Adjustment update (in which the mainline plaza tolls were increased from \$0.70 for all customers to \$0.90 for Virginia E-ZPass and \$1.00 for out-of-state E-Z Pass and cash customers while the tolls at Douglasdale, Second Street, Eleventh Street, and Boulevard Bridge increased from \$0.35 for all customers to \$0.45 for Virginia E-ZPass customers and \$0.50 for out-of-state E-ZPass and cash customers). She turned to Mr. Eshelman for his RMTA September 2024 Transaction and Revenue Forecast Performance power point slides (attached hereto). Ms. Dean also discussed RMTA's outreach to the community to inform them of the toll system upgrade. The outreach included media ad buys, including a focus on social media as well as print media including the Richmond Times Dispatch. She noted that staff received only approximately two dozen complaints over all platforms regarding the toll adjustment. Board member Millikan also noted that message boards were effective in notifying the public about the toll adjustment. Next,

Ms. Dean reminded board members that the next board meeting will be the board retreat on November 29 from 8:30 a.m. to 4:00 p.m. at the Henrico Sports and Events Center. Staff anticipates providing an outline, project plan, and timeline for AET. By way of a Central Virginia Transportation Authority (“CVTA”) update, Ms. Dean noted that Mayor Stoney is the new Chair of CVTA and its executive director is Chet Parsons. Finally, Ms. Dean noted that staff attended the IBTTA Annual meeting in Seattle, Washington. She noted that Ms. Watson is on the Loss Revenue Taskforce; Ms. Simmons is on the Engineering and Maintenance Taskforce; Ms. S. Johnson is on the DEI Taskforce; and that Ms. Dean herself is the Chair of the DEI Taskforce. She also noted that Ms. Dean was elected Second Vice President of IBTTA and is slated to become president of the organization in 2026.

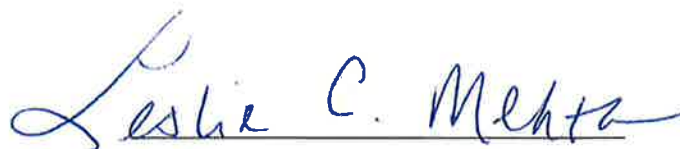
Ms. Dean also introduced Maria Johnson – RMTA’s new Deputy Director of Operations.

Next, Chairman Tart turned to Ms. Simmons for her Operations Report. Ms. Simmons referred Board Members to the written report in the agenda packet. She specifically noted that, regarding protective coatings, the Contractor continues work on the James River Bridge in both the southbound and northbound directions. The project remains on schedule. She also noted that snow season begins on November 1. She noted that RMTA has a new contractor for snow removal and that the contractor and RMTA are prepared for the season.

Next, Mr. Owen provided the Finance Report, referring Board Members to the written report in the agenda packet. Regarding traffic highlights, year-to-date FY2024 traffic volumes system wide are 11.5% over the previous fiscal year YTD totals at the end of August. Year-to-date revenue is 15.4% of the annual projected budget at the end of August. Fiscal year 2024 toll revenue of \$6.3 million is just over 7.1% of the projected year-to-date toll revenue. Fiscal year-to-date expenses are slightly over budget expectations. Fiscal year 2024 revenue and expense amounts

demonstrate compliance with debt coverage ratios. Cumulative YTD, through August, E-ZPass usage decreased from 76.5% in FY2023 to 74.5% in FY2024.

Having no further business, the board meeting was adjourned at 1:08 p.m.

A handwritten signature in blue ink that reads "Leslie C. Mehta". The signature is written in a cursive style and is positioned above a horizontal line.

Secretary

APPROVED:

A handwritten signature in black ink that reads "Mai R. Jadhav". The signature is written in a cursive style and is positioned above a horizontal line.

Chairman



901 East Byrd Street, Suite 1120, Richmond, Virginia 23219
Telephone 804-523-3300 – www.rmtaonline.org – Fax 804-523-3335

**RESOLUTION TO ACCEPT THE COMPREHENSIVE ANNUAL
FINANCIAL REPORT FOR THE FISCAL YEAR ENDING JUNE 30, 2022**

(October 17, 2023)

WHEREAS, the Richmond Metropolitan Transportation Authority (the “Authority”) has prepared a Comprehensive Annual Financial Report (“ACFR”) for the fiscal year ended June 30, 2022; and

WHEREAS, the Authority’s staff provided a draft of the ACFR on September 21, 2023 to the Board of Directors, to allow an opportunity for questions or comments prior to finalizing the ACFR; and

WHEREAS, the Authority’s Audit Committee met on September 21, 2023 with staff and the Authority’s Independent Audit firm Cherry Bekaert (the “Auditor”) to allow an opportunity to discuss questions or comments about the draft ACFR and the audit prior to finalizing the report; and

WHEREAS, it is the Auditor’s responsibility to express opinions on the financial statements and on internal control over financial reporting and on compliance and other matters based on an audit of financial statements; and

WHEREAS, in the opinion of the Report of the Independent Auditor, the financial statements included in the ACFR present fairly, in all material respects, the financial position of the Authority in conformity with generally accepted accounting principles; and

WHEREAS, members of the Authority’s Audit Committee reviewed a draft resolution to accept the Comprehensive Annual Financial Report for FY21 and moved to accept the recommendations of the Audit.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE RICHMOND METROPOLITAN TRANSPORTATION AUTHORITY that the ACFR for the fiscal year ended June 30, 2022 hereby be accepted.

