

**MINUTES
APRIL 20, 2021
BOARD OF DIRECTORS
GRTC TRANSIT SYSTEM**

Members Present: Benjamin P. Campbell, Chair
Gary Armstrong, Vice Chair
Eldridge Coles, Secretary/Treasurer
George P. Braxton
Ian Millikan
Daniel K. Smith

Others: Bonnie Ashley, General Counsel
Julie Timm, Chief Executive Officer
Sheryl Adams, Chief of Staff
Adrienne Torres, Chief Development Officer
John Zinzarella, Chief Financial and Administrative Officer
Tim Barham, Chief of Transit Operations
Anthony Carter, Director of Risk Management
Carrie Rose Pace, Director of Communications
Rob Taggart, Director of Information Technology
Tonya Thompson, Director of Procurement
Cherika Ruffin, Program Manager, RideFinders
Stephanie Amoaning-Yankson, AECOM

The meeting of the Board of Directors of the GRTC Transit System, Old Dominion Transit Management Company (ODTMC), and RideFinders was called to order at 8AM, April 20, 2021, by the Chair, Mr. Campbell. To protect the safety of meeting attendees, this meeting was conducted through electronic communication means pursuant to and in compliance with City of Richmond Ordinance No. 2020-093, adopted April 9, 2020. This meeting was open to participation through electronic communication means by the public and closed to in-person participation by the public. Necessary GRTC Administrative Staff and presenters assembled electronically for this meeting, and all GRTC Board of Directors participated by videoconference via RingCentral. A quorum was present.

Public Comments - For the benefit of all attendees, Ms. Carrie Rose Pace explained how to participate in public comment at Board Meetings.

Video and audio of Board Meetings are streamed live online and recorded for later viewing at GRTC's YouTube channel at youtube.com/user/ridegrtc. Board Meeting notices, agendas and packets are available at GRTC's website ridegrtc.com by clicking on Stats & Reports in the top navigation bar and selecting the first option in the drop-down menu, Board Reports. Citizens are welcome to provide their comments in writing in advance to carrie.rosepace@ridegrtc.com. The person responsible for receiving comments in writing is Carrie Rose Pace, Director of Communications. All written comments received via email prior to 5:00 p.m. on the day preceding a meeting will be provided to all members of the Board the night before the meeting and will be included in the minutes of the meeting. During the Public Comments portion of the agenda, Carrie Rose Pace will read all comments received by the submission deadline, following the two-minute speaking time limit normally observed in Board Meetings.

FROM: Beth and Matt Fuchs, 1416 Grove Avenue

My name is Beth Fuchs, and my husband, children and I reside at 1416 Grove Avenue. We are writing to thank you for the time and effort you dedicate to our community by serving on this important Board - we know several of you personally and appreciate all of your contributions to improve the lives of Richmonders. We are also writing to respectfully request that you re-evaluate the efficacy of Bus Route 77.

While we make this request on behalf of our own family, many residents who also live along the residential corridor of the Grove Avenue bus line are upset that it was reinstated without community input/involvement. Others have concerns about the fact there is extremely limited ridership and an unclear/undocumented need. Many have noted - as I would like to highlight - the fact that Grove Avenue bears the bus route burden exclusively for both the east and west-bound routes. This creates a high frequency of passes for one avenue, which translates into concerns for traffic, noise, pollution, increased danger to bikers and pedestrians, etc. These are major concerns for a residential area with many families, young children and elderly residents. We have witnessed and have been part of some near misses ourselves.

While the Fan is part of a thriving city and public transportation is essential to that success, tax payers and residents can agree that a demonstrated need should exist prior to the implementation of a high-frequency bus route. That logic aside and assuming less residential routes are not a viable option for some reason (e.g., Broad, Cary, Main or other commercial corridors), a logical compromise would be to share the route with other avenues - perhaps an east-bound bus on Grove and a west-bound bus on Hanover (or vice versa) - which would mitigate the burden/frequency of passes on Grove.

As this bus route seems to have (literally) landed on our doorsteps without an opportunity for the impacted community to vet these above options - or even notice to our active neighborhood association, the FDA - many residents have contacted you directly to voice their concerns. One such letter written last fall outlines the history and details other issues regarding the route; it is attached for your convenience. However, several stock letters in support of the bus have come from those who do not live on Grove (or even within the city limits). While many Grove residents like our family also support public transportation, this outside effort is distorting the viewpoint and reasonable concerns of those most directly affected on a daily, hourly basis by this particular route.

We believe there is a way to achieve an effective solution/compromise that can address both the public transportation needs of our community while also attending to the concerns of residents, making the route more efficient and effective while limiting the negative impact to residents.

Thank you for all you do to oversee this important aspect of our community - we look forward to your thoughtful consideration on how we can partner together to make our community stronger!

FROM: Faith Walker (audio file to play provided – transcript below)

Good morning, my name is Faith Walker. I am a resident of Henrico County, and I am the Director of Community Engagement with RVA Rapid Transit. RVA Rapid Transit is a nonprofit dedicated to educating and advocating for frequent, far-reaching public transit in our region, and we first wanted to thank you all for the hard work and dedication of everyone at GRTC during

the pandemic. These are hard times and you all have been providing an essential service day in and day out.

On behalf of RVA Rapid Transit, I also want to express our strong support for GRTC to continue its zero-fare policy for at least another fiscal year (through June 30, 2022). We support this continuation of zero-fare for two reasons. First, it would afford critical, continued financial relief for core bus riders, who have been hit incredibly hard by the pandemic. Second, it would give our region a key opportunity to pilot and examine the benefits, costs, and long-term prospects of a zero-fare policy in non-pandemic times.

Through potential state support from the Department of Rail and Public Transportation for just such a project to new federal stimulus support, we believe this is a unique key time to press forward this pilot.

I would like to share a comment collected from our Rider's Voice Campaign.

"During the pandemic, I lost access to the car I had been driving and my work stopped paying for my bus pass, so it's been great to still be able to use the bus to get groceries, make it to doctor's appointments, and access parks outside of my neighborhood so I can get some fresh air and exercise. "

We appreciate your consideration on this front, and we are happy to help in whatever way we can.

Approval of Concurrent Minutes – Mr. Braxton motioned to approve the March 16, 2021 Board meeting minutes, Mr. Armstrong seconded, and the motion carried unanimously.

Approval of GRTC Special Meeting Minutes – Mr. Armstrong motioned to approve the March 22, 2021 Special Board meeting minutes, Mr. Smith seconded, and the motion carried unanimously.

Draft FY2022 Regional Public Transportation Plan – Adrienne Torres

- Core Design meeting was held on March 15 and 16 to discuss the concepts of ridership vs. coverage and to draft a recommended expansion network.
- A Special Board meeting was held March 22 to review the ridership vs. coverage concepts and to discuss the expansion network. The Board adopted an expansion priority of 85% ridership and 15% coverage.
- A TPO Transportation Working Group meeting was held, and we reviewed the expansion priorities to develop a list for future implementation once the dollars and resources become available in future years.
- There have also been individual jurisdictional meetings to discuss Priority 1 of maintaining existing service levels, as well as to discuss expansion priorities for the future.

Ms. Torres gave a presentation on the 4 Priorities and below are highlights:

Priority 1 – During the Pandemic it has been apparent how essential the GRTC network is with the services that we offer. GRTC is a regional system already and an essential service that needs to be maintained. Priority 1 is to maintain existing service; looking at projections for our budget for FY22, GRTC projects a need of spending \$20M of the CVTA dollars. GRTC will most likely continue the reduced service schedule that is in place at least through some of FY22.

Priority 2 – Conduct a Micro Mobility Study to explore services that would complement our fixed route system. This service could operate as first/mile last/mile for areas that do not have the density of demand to support fixed route, such as in rural jurisdictions. The CVTA funding estimate for FY 22 is approximately \$200,000.

Priority 3 Capital Projects – Dedicate a percent of the local match for GRTC grants. Reserve other dollars for large capital projects, such as fleet replacement for expansion, neighborhood transfer centers (23rd and Franklin, Southside Plaza, Willow Lawn, Chamberlayne and Wilmer), and the Downtown Transit Center.

Priority 4 – Prioritize expansion from the list developed with the Core Design Group. Expansion will depend on Operators, vehicles, COVID recovery, and CVTA funds. We expect minimal expansion, if any, in FY22; however, we will work with jurisdictions to prioritize the identified expansion needs. Available FY22 CVTA funds for expansion and Micro Mobility is \$6M - \$7M.

Ms. Torres presented a list of those expansion priorities and explained the timeline and tasks that have been completed so far.

Transit Governance Study – Stephanie Amoaning-Yankson (AECOM)

Under the Central Virginia Transportation Authority (CVTA) legislation enacted in 2020, CVTA is required to “evaluate the governance structure of transit services in the Richmond region” and to “report the results of such evaluation to the Governor and the General Assembly.” The current deadline for that report is July 1, 2021. The CVTA contracted with AECOM to perform the study under the oversight and direction of the CVTA Technical Advisory Committee.

Ms. Amoaning-Yankson stated that with the implementation in 2020, the jurisdictions in Planning District 15 have a new regional tax that was imposed (the .7% sales and use tax and a wholesale gas tax of which a 15% portion goes to transit). Because of the 15% amount that goes to transit, this study reviews the current effectiveness of the policies at GRTC and ensures there can be proper accountability for those allocated funds. For this project, the main objective is to review the existing structure and make any recommendations for changes, if needed, and evaluate the creation of a Transportation District.

The study approach has four steps:

1. Review existing service conditions at GRTC.
2. Review existing GRTC governance structure and identify strengths and opportunities.
3. Review GRTC peers to identify range of possibilities for transit governance and make informed recommendations for transit governance options and benchmarking for CVTA.

4. Review the establishment of the Transportation District to see what kind of options there may be - if it is combined with the existing GRTC structure and/or CVTA with a District. Stakeholder Outreach – have talked to 40 representatives from 13 different stakeholder groups and conducted 17 interviews. The most recent interview with DRPT discussed the study and received recommendations. With all the information collected, we will move forward with finishing up the next task in this study.

We are working with the Steering Committee at the CVTA, and they are serving as the liaison to all the representatives. Currently, we are finishing up Phase 1 of this study and we are about 95% complete. In Phase 2 we will review the Transportation District; Phase 3 is the core of this project of the Governance Strategies that we would recommend for GRTC; and Phase 4 will be the draft report with a final report by the end of June.

Communitas Award for RideFinders Clean Air Campaign – Cherika Ruffin

Communitas Awards is an International Recognition Program that recognizes exceptional entities whose programs and services benefit their communities, especially if their business model has changed. RideFinders is the recipient of the 2021 Communitas Leadership Award in the Community Service and Corporate Social Responsibility Category for the “Celebrate Earth Day, Every Day” Clean Air Campaign. This campaign not only focused on clean air but included other activities such as sustainability initiatives, education awareness of and encouragement of implementation of “green” commuting and “green” environmental actions such as recycling and waste management. The varied social media platforms showcased RideFinders’ staff executing the green strategies, two (2) signature series such as “*Visits with Von*” and “*We Read Wednesdays*,” a successful telework campaign that resulted in a monetary donation of \$500 to Feed More from our software developer on behalf of RideFinders, some beneficial new partnerships, and impressive statistics on Facebook, Twitter and Instagram.

Proposed June 2020 Service Changes – Emily DelRoss

Ms. DelRoss gave a detailed presentation on the proposed June 2020 Service Changes; the highlights are below. The next schedule change for GRTC will be June 20 and will include the following:

- Implementation of Changes from the Union Contract
- Continuation of Reduced COVID Schedule
 - Routes 28x and 39 Temporarily Discontinued.
 - Routes 23x, 26x, and 27x Operated by SpecTran at a Reduced Schedule.
 - Routes 4A, 4B, 29x, 50, 64x, 82x, 76, 77 Operating at a Reduced Schedule.
- Added Service – One Mile Extension on Route 111 to Greenleigh Mobile Homes (minor change).
 - No additional operator or vehicle resources.

The next steps include continuing to refine schedules addressing on-time performance, outreach for the new stop on Route 111, and coordination with Chesterfield County on Infrastructure Improvements for the End of the Line on Route 111.

Temporary Downtown Transfer Site Design Services – Adrienne Torres

GRTC currently occupies the right of way adjacent to the Public Safety Building on 9th Street between Marshall and Leigh Streets as the Temporary Transfer Site. This property was recently sold by the City of Richmond and is anticipated to be demolished and developed beginning within the next six months. Demo may begin as soon as September 2021. In coordination with the City of Richmond, GRTC is planning to relocate the Temporary Transfer Site to the parking lot at 8th and Clay. GRTC is seeking to contract professional services for Site Layout, Design, and Procurement and Construction Support Services for the relocated site. The City of Richmond completed a Phase 1 feasibility assessment for the site.

The design preferences are: 12 Bays, Sawtooth Design, Operator Restrooms, Amenities, Lighting, Supervisor Parking, Signage, and Pedestrian Accessibility/ADA.

Below are the highlights:

- GRTC provided scope and request for proposals from two consultants under the DRPT General Transit Planning consultant contract.
- GRTC received one proposal back from Kimley Horn. After review of the proposal, Kimley Horn was determined to be responsive and satisfied the scope with their approach.
- Total expenditures for these services to not exceed \$205,000 plus contingency of 10% for a total of \$225,500 (80% federal - 16% state - 4% local).
- Federal funding source: Federal Award VA95-X090. These are federal funds that GRTC has available for a downtown transfer site. The total available funds from source are \$2,195,152.

Staff is requesting that the Board authorize the CEO to contract with Kimley Horn for professional services for Site Layout, Design, and Procurement and Construction Support Services for a Temporary Transfer Site at 8th and Clay in an amount not to exceed \$225,500. After discussions, Mr. Armstrong motioned to grant staff's request, Mr. Smith seconded, and the motion passed with one abstention.

Ms. Torres introduced the new Capital Improvement Program Manager, McGregor Shepard, to the Board.

Operating Performance – Tim Barham

- The on-time performance for the month of March is 67% for fixed route and 93% for specialized transportation.
- Lost trips for March were 1,624, which equates to 97% of our service that was operated. It is better than February; however, there are still challenges with manpower. Absenteeism rate is a little over 15% and there are several factors contributing to that; for example, higher number of planned vacations, positive COVID cases, contact tracing, and quarantining. We are encouraging employees to get the vaccine and the second dose can cause side effects; staff are allowed to take off and recover. Also, by adjusting to the rule changes in the new labor agreement we hold Operators more accountable; this has resulted in taking disciplinary actions, such as suspensions and even terminations.
- Compared to last year, ridership is down at 17.25% due to COVID.

- We have 261 full-time Operators and 19 part-time Operators, which is about 30 less than the budgeted number. We have a class that just graduated with five operators, and three started on April 5. We are continuing with different recruiting efforts and a new initiative with Marketing. We are reaching out to colleges and posting to Facebook jobs.

Safety Performance – Tony Carter

- There were 12 passenger incidents during the month of March.
- There were 33 vehicular accidents during the month of March.
- There were 7 accidents with damage to outside mirrors of the bus and 7 accidents of buses being rear ended.
- Continuing to have Operators review videos with the training staff and the feedback from Operators has been good. The training staff reminds the Operators of safety techniques and how to avoid accidents in the future.
- Continuing with the virtual learning platforms, including a company-wide training with an Active Shooting and Fire Preparedness videos. We have another learning platform coming soon for the Operators featuring safety techniques while operating a commercial vehicle.
- Our training staff and supervisors continue to monitor operations to ensure everyone is being as safe as possible.

Quarterly Performance – Adrienne Torres/Emily DelRoss/Tim Barham

Productivity Quarterly Performance - Adrienne Torres

The quarterly report includes trend analysis of performance compared to Quarter 1 and Quarter 2. This tool plays a key role in identifying routes that are underperforming and may need schedule adjustments, as well as highlighting routes that are high performance. For the BRT, there was an increase in ridership the first and second quarter; however, the third quarter there was a decrease. In the Arterial category, Ms. Torres included ridership, hours, and miles and totaled the ridership at about 1M, representing most of the local route system. There is a decrease in Quarter 2 to Quarter 3 for ridership, hours, and miles.

On-Time Performance / Scheduling Review - Emily DelRoss

On-time performance is defined as a bus leaving a predetermined bus stop along its route within a time period that is no more than one minute earlier and no more than five minutes later than a published schedule time. Currently, we are at 66% for on-time performance. In August 2017, before the Transit Network Plan we were at 72% system-wide so it has been a decline since then. During this fiscal year, we have been holding steady at 66%. Our goal is to improve the on-time performance.

The Scheduling Department has reviewed the following to address the issues with on-time performance:

- Analyzed runtimes to determine how Operators were performing in comparison to the schedule.
- Identified trends where Operators were consistently early or late between timepoints.

- Adjusted scheduled runtimes to accurately match what was happening on the street.
- Identified inconsistencies in Operator performance and working with Transportation to gather more information to better address the cause.

On-Time Performance / Active Management - Tim Barham

Mr. Barham continues to do the following to help with on-time performance:

- Generate report of each Operator's OTP.
- Perform trial checks to gauge each Operator's performance.
- Review Clever to conduct real-time adjustments.
- Distributed memo with recommendations to adjust running time.
- Speak with Operators and request feedback.

The on-time performance for the BRT is 76%. BRT is handled slightly different than the other routes in that it is much more headway-based, so we do not provide public timetables with every scheduled time point. Customers are aware the frequency is every 10-15 minutes.

Transportation is utilizing active management now on this route and making sure to maintain that headway rather than necessarily focusing on the specific scheduled time. Ms. DelRoss reviewed how the arterial routes, community radials, circulators, and Expresses all relate to on-time performance.

Staff will continue to monitor overall productivity and performance and continue to address on-time performance at the route level.

Onboard Video and Audio Camera Equipment – Rob Taggart

In October of 2020, the Board approved the purchase of 35 additional vehicles for our paratransit operations. Part of that order is expected to be delivered in May. Staff will need to install both audio and visual recording devices on vehicles for safety purposes and now we need to procure the equipment and the installation services for those first 15 vehicles arriving. This purchase will be funded with federal, local, and state funds. The system includes the recorder, cameras, and installation and will have three years of extended warranty. The installations will be performed by the vendor and be completed by the end of June. Staff is requesting that the Board authorize the CEO to issue a purchase order to Luminator (Apollo Video Technology) for the purchase of cameras, DVR recorders, hard drives, and associated equipment for 15 wheelchair accessible vans at a cost of \$118,855. Mr. Smith motioned to grant staff's request, Mr. Braxton seconded, and the motion carried unanimously.

February Financial Report – John Zinzarella

Source of Funds – This item details GRTC self-generated funds and optional subsidies (local, state, and federal). Revenues are unfavorable versus budget by \$1.01M or 2.5% because of timing of spending and submission of expenses for federal reimbursement versus budget assumptions \$2.15M. There are favorable operating contributions from the State and higher than anticipated advertising revenue.

Operating Expenses – Operating expenses are favorable to budget by \$3.17M or 8.11% because of:

- Favorable labor expenses of \$1.30M because of favorable headcount versus budget in transportation, equipment, and facility maintenance groups, and higher than budgeted vacancy factor in the general and administrative groups.
- Favorable purchased transportation services of \$1.81M because of less demand for services due to COVID.
- Favorable purchased services of \$1.15M because of zero fares (fare collection and security) and timing of building maintenance versus budget calendarization.
- Offset by unfavorable \$1.21M in materials and supplies due to higher cleaning and sanitizing expenses due to COVID. These expenses are covered by the funds received from the CARES Act.

Upcoming and Recent Procurements – Tonya Thompson

There were two procurements within the \$50,000 - \$250,000 during the month of March:

- Portable Toilet \$100,140
- BRT Station Modification Assessment \$ 60,000

There were three new procurements projects added to this month's list of upcoming procurements:

Tire Lease - The three-year base term for our current tire lease program for the provision and maintenance of fixed route and specialized transportation vehicles will end at the end of May. We will be requesting approval from the Board to exercise two one-year options with an estimated value of \$850,000.

Snow Removal - Virginia has an average of four snow events each year so it is necessary to make sure that transit stops, and stations are kept clear of snow and ice to keep service running smoothly. We have estimated a five-year contract for approximately \$195,000.

Power Washing Services – There is a solicitation on the street for power washing services to keep all our transit stops clean and clear. We are estimating the cost of a five-year contract to be approximately \$370,000.

Federal Stimulus Funding Spend Plan – Julie Timm

In 2020, GRTC received two rounds of Federal COVID relief dollars to support transit operations impacted by the COVID pandemic. A third round of relief funding was approved on March 12, 2021. The Board did provide approval to use a portion of that money for the vaccine van program but also asked that staff and the CEO report back to the Board with a detailed plan about the use and budgeting of the relief funds.

Ms. Timm provided a detailed summary of the Federal COVID relief allocated to GRTC, including budgeted uses in FY20 and FY21, and preliminary proposed uses in FY22 through FY24.

GRTC is still assessing the ongoing budgetary impacts of COVID, as well as the economic stability of CVTA dedicated funding. GRTC is looking to expand service while constrained with an operator and mechanic shortage. Capital support from the State for FY22 is constrained. Plans for projects requiring state matching dollars may be delayed, including infrastructure for expansion priorities that would increase mobility services and connectivity with underserved communities most impacted by the COVID pandemic.

These unpredictable pandemic-related factors have significant impacts on the speed and magnitude of future roll out of transit policy and budgetary projections. GRTC Leadership is looking to advance a conservative and flexible strategy to allocate funds in fiscally sustainable phases.

Whereas the GRTC Board of Directors recognizes:

- The significant unfunded needs to continue to protect our riders and our community from the COVID pandemic;
- The need to accelerate system expansion to connect our regional essential workforce and commuters with jobs, health care, and essential resources; and
- The considerable unknown economic variables still facing GRTC as the region is still suffering under the COVID pandemic which has contributed to significant shifts in levels and timing of local, regional, state, and federal funding as well as self-generated revenues including fares and advertising;

Staff recommends that the Board adopt a measured process for budgeting and allocating federal relief dollars as follows:

That the Board authorize the CEO to spend unbudgeted CARES Act funding for an FY2021 Essential Employee Appreciation Pay and Vaccine Incentive Bonus not to exceed \$2.5M. The Essential Employee Appreciation Pay will be based on hours worked from July 1, 2020 through June 30, 2021 for active employees of GRTC on June 30, 2021 to be distributed in July 2021. The Vaccine Incentive Bonus will be based on evidence of full vaccination of an approved COVID vaccine by June 15, 2021.

That the Board authorize the CEO to allocate \$1.0M of the CRRSA Federal Relief funds to support aggressive recruitment campaign and incentive programs to hire and retain new Operators and Mechanics.

That the Board direct the CEO to adjust the FY2022 draft operational budget to reflect a policy to maintain Zero Fare operations for the entirety of FY2022 by removing non-payroll expenses and by allocating \$5.6M of ARPA funds to account for Net Fare Revenue. Such amended Budget shall be considered by the Board at the May meeting and adopted no later than the June meeting.

That the Board direct the CEO to allocate \$3.9M of the ARP Act Federal Relief funds to support the transition of GRTC revenue allocations towards Maintenance of Existing Service through CVTA funding.

And further that the GRTC Board of Directors consider the prioritization of the remaining proposed needs after additional detail is developed and presented by staff to include ongoing programs for recruitment and retention of qualified operators and mechanics; a multi-year Zero-Fare Pilot and Study in collaboration with Federal, State, and Regional Partners; advancement

of on-board and stop-level communications technology; development of GRTC Employee Health Incentive Programs to better manage health care and associated costs; expansion of facility and fleet cleaning and disinfecting technology and initiatives; and launching of local mobility pilots for micro-transit, MAAS, and on-demand connections to connect to the GRTC regional mass transit system.

Mr. Braxton motioned to grant staff's request for FY21 Essential Employee Appreciation Pay \$2.5M; FY22 Employee Recruitment Program \$1M; FY22 COVID-related Zero Fare \$5.6M; and FY22 CVTA Maintenance of Service Transition Support \$3.9M; Mr. Smith seconded, and the motion carried unanimously.

CVTA / GRTC Financial MOA – John Zinzarella

The Central Virginia Transportation Authority (CVTA), established by the 2020 General Assembly of Virginia, is a regional authority in central Virginia that provides dedicated funding for priority transportation investments across the region.

The Central Virginia Transportation Authority comprises the counties and cities located in Planning District 15. The Authority will administer transportation funding generated through the imposition of an additional regional 0.7 percent sales and use tax (revenue collection began October 2020) and a wholesale gas tax of 7.6 cents per gallon of gasoline and 7.7 cents per gallon of diesel fuel (revenue collection began July 2020). The gas tax rates would be indexed for inflation. Fifteen percent of collected funds shall be distributed from the CVTA to the Greater Richmond Transit Company (GRTC) to provide transit and mobility services in Planning District 15.

CVTA and GRTC staff and legal counsel developed an MOA to govern the distribution, use, and reporting of the 15% funds. The draft MOA has been reviewed by the CVTA Finance Committee as well as legal and finance review from CVTA member jurisdictions. During its April 14, 2021 meeting, the CVTA Finance committee voted to recommend that the CVTA Board approve the MOA as attached to this GRTC Board Action Item.

The MOA includes specific requirements associated with the budgeting, use, and reporting of CVTA funds as well as implications on consequences for violations of the agreement. Key items in the MOA include: CVTA Management of Funds; CVTA Administrative Expenses; Establishment and Maintenance of Separate Account by GRTC; CVTA's Distributions of 15% Funds to GRTC; GRTC's Use of 15% Funds; GRTC Quarterly Reports and Annual Certification; Regional Public Transportation Plan; Failure to Comply with Memorandum of Agreement; and Restitution.

Staff is requesting that the Board of Directors authorize the GRTC Chief Executive Officer to sign the MOA with CVTA on behalf of GRTC regarding the distribution and use of CVTA Dedicated Regional Transit Funds. After discussions, Mr. Smith motioned to grant staff's request, Mr. Coles seconded, the motion was approved with one abstention.

ODTMC Retirement Plan Resolution – John Zinzarella

The Company has retained employee benefit legal counsel to review the Old Dominion Transit Management Company Employee Retirement Plan and Trust (401(a) Retirement Plan) and the

Old Dominion Transit Management Company Employee Deferred Compensation Plan (457(b) Deferral Plan) to ensure compliance with applicable law and to ensure continued qualification of both plans and the exemption of the applicable Trusts under sections 401(a) and 501(a) of the Internal Revenue Code.

Following that completion of that review, authorization is being sought for the restatement of the Retirement Plan and the renaming of the Retirement Plan to be the GRTC Transit System Salaried Employee Retirement Plan and restatement of the Deferral Plan and the renaming of the Deferral Plan to be the GRTC Transit System Employee Deferred Compensation Plan and that GRTC's Chief Executive Officer and Chief Financial Officer are authorized to take any actions necessary or required to fully implement and effectuate the foregoing resolutions, including the adoption of the amended and restated Plan.

Staff is requesting that the Board authorize the GRTC Chief Executive Officer and Chief Financial Officer of the GRTC Transit System to make such additional amendments and take appropriate action necessary to maintain the qualification of the Plans and the exemption of the applicable Trusts under sections 401(a) and 501(a) of the Internal Revenue Code of 1986, as amended, and to make such additional amendments as such officers deem necessary or desirable, all without further approval of the Board of Directors except as to any matter that counsel for GRTC and such officers deem to constitute a substantive and material change in the provisions of the Plans approved above or that will have a substantial impact of the cost of funding or administering the Plans. Mr. Smith motioned to grant staff's request, Mr. Armstrong seconded, and the motion carried unanimously.

Chief Executive Officer Report

- COVID – Continue to have employees test positive for COVID, although the rate has dropped dramatically; COVID is still out there, and we still need to maintain quarantining and contact tracing. We continue to get vaccinations and we report about 30% of staff have been vaccinated. Staff reported they were concerned about getting sick with the vaccine and they did not have sick time and would miss work; we are now allowing them a sick day for the vaccine to reduce barriers to getting the vaccine and to hopefully prevent the need for several weeks of recovering from COVID. This is paid by the Family First COVID Response Act.
- As previously mentioned, there is a delay in the FY22 budget. The delay is so we can adopt these measures or amend the budget as discussed, and we will bring that to the Board in May.
- Ms. Timm is having ongoing discussions with the Counties, City Administrators, Board Members and Designees for the CVTA. At the last CVTA Board meeting, there was a significant number of members who expressed a desire to have more engagement on the transportation plan and a higher level of discussion about how transit could support their specific jurisdictions. Ms. Timm is reaching out to have those conversations about what transit means to the region, the priorities of each jurisdiction, and how GRTC should or should not be part of that local and regional planning.
- Ms. Timm said that she continues to be proud to serve GRTC. This year continues to be challenging but the team is amazing; they continue to be present and improve on our service and look for opportunities to make it better for our staff and for our riders.

Chairman Report

Mr. Campbell stated that there is an article in the paper this morning regarding Henrico's desire to be a part of the GRTC Board and he believes that process will go through the CVTA and be resolved. The GRTC Board exists to assist in the effective management of a very good company. There is plenty of opportunity and monetary contributions by the jurisdictions and CVTA to ensure proper political and community demands and needs are expressed, but it is very important that their citizens carefully assist and monitor the staff and management of GRTC.

GRTC CEO Compensation and Contract Extension – Resolution

Mr. Armstrong presented a Resolution on the CEO's compensation and contract extension. Ms. Timm's employment contract in 2019 the Board determined a base salary and benefits package based on Ms. Timm's experience to date and the GRTC Board's need to witness Ms. Timm's competency as a first time CEO before considering a salary level and benefits more commensurate for a proven CEO for a transit agency of GRTC's size and scope.

Ms. Timm has met and greatly exceeded certain expectations in her role as CEO of GRTC in a very difficult and trying first 12 months, and since, Mr. Armstrong is recommending the following alterations to Ms. Timm's salary and employment contract terms:

1. To increase her base salary 10% to \$228,800 effective as of her 1st year anniversary date of September 23, 2020. There will be a one-time payment reflecting the retroactive pay due Ms. Timm for the time between her anniversary date and the date that her new salary level becomes effective on the GRTC payroll system. The calculation of this one-time retroactive pay amount will deduct the effect of the 3% merit increase Ms. Timm earned at her anniversary date. The salary increase and payment of retroactive pay should occur on the next payroll date following the date of Board approval.
2. The amount of severance paid to Ms. Timm if Ms. Timm's position as CEO is terminated without cause as described in her employment contract will increase to an amount equal to 12 months of salary based on her salary level at the time of termination.
3. The term of Ms. Timm's employment contract will be extended two years from September 22, 2022 to September 22, 2024 including all existing terms and as amended above in this motion.

Mr. Armstrong moved that the GRTC Board approve the above terms to Ms. Timm's salary and contract terms, Mr. Smith seconded, and the motion carried unanimously.

Mr. Campbell stated that the Board is very grateful for Ms. Timm's service and for the leadership that she has exhibited in what has been a very challenging beginning to a term and what we hope will be a long term as the CEO of GRTC.

Mr. Braxton stated that he welcomes the participation from appointed Henrico Board members who will come on to serve in a fiduciary capacity for GRTC and very open to that.

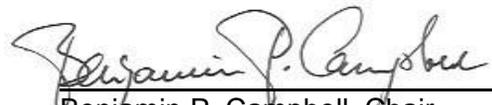
Ms. Timm expressed her appreciation to the Board for the Contract Amendment and thanked the Board for their confidence in her and confidence in GRTC.

Mr. Campbell stated that we should all say that no leadership works without a team and it is really an incredible team that is assembled here at GRTC both at the management level and at the operational level. Mr. Smith stated that while Ms. Timm has done an extremely good and effective job, she has a team that supports her and knows how to address the issues. Mr. Braxton applauded Ms. Timm for the mentoring and empowering of women within this organization and GRTC has been recognized for this.

Other Business

There being no further business, the meeting adjourned at 11:35 a.m.

APPROVED:


Benjamin P. Campbell, Chair

May 18, 2021
Date