

MINUTES
AUGUST 16, 2022
BOARD OF DIRECTORS
GRTC TRANSIT COMPANY

Members Present: Benjamin P. Campbell, Chair, City of Richmond
Eldridge F. Coles, Secretary/Treasurer, City of Richmond
Lincoln Saunders, City of Richmond
Gary Armstrong, Vice Chair, County of Chesterfield
Jim Ingle, County of Chesterfield
Daniel K. Smith, County of Chesterfield
Todd Eure, County of Henrico
Tyrone Nelson, County of Henrico
Daniel Schmitt, County of Henrico

Others Present: Andrew Gore, 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
Tony Byrd, Director of Maintenance
Anthony Carter, Director of Risk Management
Joe Dillard, Director of Equitable Innovation & Legislative Policy
Dexter Hurt, Acting Director of Information Systems
Ashley Mason, Manager of Organization Advancement
Mike Frontiero, Director of Communications
Sam Sink, Director of Planning & Schedules
Tonya Thompson, Director of Procurement
Von Tisdale, Executive Director of RideFinders
Raquel Aguirre, Bus Stop Amenities and Program Manager
Monica Carter, Safety and Service Compliance Manager
Jamel Harper, Procurement Specialist
Antionette Haynes, Procurement Services Administrator
Jean Lombos, ITS Project Implementation Manager
Dironna Clarke, City of Richmond
Ken Lantz, PlanRVA
Dan Motta, PlanRVA
Barb Smith, County of Chesterfield
Cari Tretina, County of Henrico

I. Call to Order & Introductions

This meeting of the Board of Directors of the GRTC Transit System, Old Dominion Transit Management Company (ODTMC), and RideFinders was called to order on August 16, 2022, by the Chair, Mr. Campbell at 8:00AM. The meeting was held at GRTC Transit System, Operators Lounge, 301 East Belt Boulevard, Richmond, Virginia. Video and audio of the meeting will be streamed live online and recorded for later viewing at the following web address: https://youtu.be/yyNX_shTkWc

II. Public Comments

The public notice, meeting agenda, and agenda attachments for this August 16, 2022, standing meeting of the Boards of GRTC, RideFinders, and Old Dominion Transit Management Company were posted at rideGRTC.com. Per the meeting notice, all written comments received via email by Mike Frontiero prior to 5:00PM on the day preceding a meeting were provided to all members of the Board the night before the meeting, are read during the Public Comment Period of the meeting by staff following the two-minute speaking limit and will be included in the minutes of the meeting.

This meeting, no public comments were received in writing.

III. Approval of July 19, 2022 Board Meeting Minutes

Mr. Smith motioned to approve the July 19, 2022 Board Meeting minutes, Mr. Armstrong seconded, and the motion carried unanimously.

IV. Consent Agenda

- A. Award of Contract to Purchase Remanufactured Engines for Paratransit Vans – Tony Byrd
 - B. Award of Contract for Diesel Fuel – Tonya Thompson
 - C. Resolution of Support for DRPT Smart Scale applications – Adrienne Torres
 - D. Adoption of Updated Essential Infrastructure Plan – Raquel Aguirre
 - E. Rescind Board Approval for COVID-related Emergency Procurement Methods and Purchasing Approval Process – Julie Timm
 - F. Review and Acceptance of Adopted Board Committee Policy – Julie Timm
 - G. Ratification of GRTC Personnel Ad Hoc Committee – Ben Campbell
 - H. Ratification of GRTC Finance Committee Members – Ben Campbell
- Mr. Armstrong motioned to approve the Consent Agenda, Mr. Smith seconded, and the motion carried unanimously.

V. Information Items

- A. Updated List of Recent and Upcoming Procurements – Tonya Thompson

VI. Staff Reports

Staff discussed Staff Reports provided in the Board Packet as follows with no significant changed conditions from the prior month to report and no new significant issues pending:

- A. Safety Performance – Tony Carter
- B. Service Report and Operator Staffing – Tim Barham
- C. Vehicle/Facility Report and Maintenance Staffing – Tony Byrd
- D. Ridership Report – Sam Sink
- E. Rider Comments – Monica Carter
- F. Financial Report – John Zinzarella

VII. Board Committee Reports

- A. Personal Search Committee Report – Ben Campbell
 - Nomination and Approval of Two Additional Committee Members – Tyrone Nelson
Mr. Ingle moved that Mr. Coles and Mr. Smith join the Personal Search Committee, Mr. Saunders seconded and the motion carried unanimously.
 - Award of Contract for Executive Search Services – Ben Campbell
Mr. Ingle moved that the Board direct the CEO to enter into a contract with KL2 Connects LLC for Executive Search Services at a fee of \$42,500 under a proposed timeline of 90 days, Mr. Smith seconded, and the motion carried unanimously.

- B. Finance Committee Report – Gary Armstrong
- Adoption of Contingency Fund Policy – Gary Armstrong
Mr. Armstrong moved that the Board approve and adopt the contingency funding policy as presented, Mr. Smith seconded and the motion carried unanimously.

VIII. Board Policy Items

- A. Board/Committee Meeting Attendance by Electronic Communications – Andrew Gore
Mr. Saunders motioned to adopt the policy for board member participation in meetings by electronic means, Mr. Nelson seconded and the motion carried unanimously.

The Board deferred the remaining Board Policy Items to the September Board Meeting.

- B. Adoption of Proposed Board Policy Board and Corporate Leadership Structure – Julie Timm
C. Adoption of Updated Bylaws and Articles of Incorporation for Old Dominion Transit Management Company – Julie Timm
D. Adoption of Updated Bylaws and Articles of Incorporation for RideFinders – Julie Timm
E. Adoption of RideFinders Advisory Board by GRTC Policy – Julie Timm

IX. Chief Executive Officer's Report – Julie Timm

- Ms. Timm requested that the Board members please remind the Board of Supervisors and Council Members that a letter will be sent out regarding the Annual Shareholders meeting, October 19. This meeting requires the Chair of GRTC, as well as the proxy for the City of Richmond and the proxy for Chesterfield to attend. Those proxies also need to bring nominees so that all representatives would be nominated and elected at the October 19 meeting.
- Reminder that the October Board meeting will be held October 25 at 8am and the election of officers will take place at that time.

X. Board Chair's Report – Ben Campbell

- The Nominating Committee will be selected at the September Board meeting.

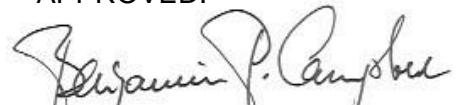
XI. Other Business

None.

XII. Adjourn

There being no further business, the meeting adjourned at 9:16AM

APPROVED:



Benjamin P. Campbell, Chair

September 20, 2022

Date