

AGENDA
Hampton Roads Transportation Accountability Commission (HRTAC)
Regular Meeting – October 15, 2015

12:30 PM

The Regional Board Room, 723 Woodlake Drive, Chesapeake, VA 23320

- 1. Call to Order**
 - 2. Approval of Agenda**
 - *Recommended Action: Approval*
 - 3. Public Comment Period**
 - *Limit 5 minutes per individual*
 - 4. Chair's Comments**
 - 5. Consent Item**
 - *Recommended Action: Approval*
 - A. Minutes of the September 17, 2015 HRTAC Regular Meeting (Attachment 5A)**
 - 6. Action Items**
 - *Recommended Action: Discussion/Approval*
 - A. Reading of Amended and Restated Bylaws (Attachment 6A)**
 - B. FY2015 Budget Amendment (Attachment 6B)**
 - C. Policy Relating to Procurement of Goods and Services, Including Procedures for Certain Small Purchases (Attachment 6C)**
 - D. Interim Policies for Management of Cash, Bank Accounts and Credit and Debit Cards**
 - E. Engagement of Bond Counsel**
 - 7. Information Items**
 - A. HRTF Financial Report (Attachment 7A)**
 - B. Technical Advisory Committee – Committee Chair Crawford**
 - C. HRTPO Report of Activities – Bob Crum HRTPO**
 - 8. Items for Next HRTAC Regular Meeting – November 19, 2015 – 12:30 p.m.**
- Adjournment**



Agenda Item 5-A
Consent Item

To: Chair Sessoms and the other members of HRTAC

From: Kevin B. Page, Executive Director

Date: October 15, 2015

Re: September 17, 2015 Meeting Minutes

Recommendation:

The Commission is asked to approve the September 17, 2015 regular meeting minutes.

Background:

The Commission approves meeting minutes for the permanent record of the Commission.

Fiscal Impact:

There is no fiscal impact in relation to this Consent Item.

Suggested Motion:

Motion is to approve the minutes of the regular Commission meeting on September 17, 2015.



**Hampton Roads Transportation
Accountability Commission (HRTAC)
Summary Minutes of the September 17, 2015 Regular Meeting**

The Hampton Roads Transportation Accountability Commission (HRTAC) Regular Meeting was called to order at 12:35 p.m. in the Regional Board Room, 723 Woodlake Drive, Chesapeake, Virginia, with the following in attendance:

HRTAC Voting Members in Attendance:

William Sessoms, Jr., Chair	Dallas Jones
Clyde Haulman, Vice Chair	Alan Krasnoff
Rex Alphin	McKinley Price
Paul Fraim	Senator Frank Wagner*
Michael Hipple	George Wallace
Linda Johnson	Kenneth Wright
Delegate Chris Jones	Delegate David Yancey

HRTAC Nonvoting Members in Attendance:

John Malbon	John Reinhart
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HRTAC Executive Director:

Kevin Page

HRTPO Executive Director:

Robert Crum

Other Participants:

Tom Inghima	James Utterback
Mike Kimbrel	

HRTAC Voting Members Absent:

Senator Kenneth Alexander	Raystine Johnson-Ashburn
W. Eugene Hunt, Jr.	Tom Shepperd, Jr.
Delegate Johnny Joannou	

HRTAC Nonvoting Members Absent:

Charlie Kilpatrick
Jennifer Mitchell

* Denotes Late Arrival or Early Departure

Others Recorded Attending:

Bill Cashman, Casey Funk, Martha Mclees, Frank Papcin, Donna Sayegh (Citizens); James Baker, Kelly Lackey, Earl Sorey (CH); Randy Martin (FR); Brian DeProfio (HA); Paul Holt (JC); Rob Brown, Thelma Drake, Brittany Forman, Marcus Jones, Jeffrey Raliski, David Ricks, Ron Williams (NO); Britta Ayers, Bryan Stilley (NN); Sherri Neil, Lydia Pettis Patton (PO);

Randy Wheeler (PQ); L.J. Hanson, Patrick Roberts (SU); Brian Solis, Jim Spore (VB); Shannon Moody (Allan Myers); Hollis Ellis (CAE, Inc.); John Herzke (Clarke Nexsen); J. Elias O'Neal (Daily Press Newspaper); Scott Forehand, Don Quisenberry (eScribeSolutions); Dean McClain (Hampton Roads Chamber of Commerce); Rick Antonucci (HNTB); Bert Ramsay (Lane Construction); Tracy Baynard (McGuire Woods Consulting, LLC); Karen McPherson (McPherson Consulting); Bert Ramsay (Michael Baker International); Deborah Brown, Barbara Reese (Parsons Brinkerhoff); James Webb Jones (Poole Mahoney, PC); Mark Geduldig-Yatrofsky (Portsmouthcitywatch.org); Dennis Heuer (RK&K Engineers); Kevin Rotty (PFM); Mindy Hughes (Seventh Point Transportation PR); Dianna Howard (TLP, VBTA, VBTP); Michael King (US Navy); James W. Long, III, Paula Miller (VDOT); Kirsten Tynch (VHB); Amber Randolph (Willcox & Savage); Phil Lohr (WRA); Andrea Gayer, Danetta Jankosky, Randy Keaton, Mike Long, Chris Vaigneur (HRPDC); Robert Case, Kathlene Grauberger, Keith Nichols, Camelia Ravanbakht (HRTPO)

Call to Order

Chair William Sessoms, Jr. called the meeting to order at 12:35 p.m.

Approval of Agenda

Chair Sessoms asked for approval of the agenda.

Mr. Michael Hipple Moved to approve the agenda; seconded by Vice Chair Clyde Haulman. Chair Sessoms held a voice vote to approve the motion, and The Motion Carried Unanimously.

Public Comment Period (limit 5 minutes per individual)

Mr. Frank Papcin spoke on the future demands of citizens, their choices of locations, and modes of transportation. He expressed the need for improved roads.

Ms. Donna Sayegh recounted Principle of Liberty 24: Free people will not survive unless they stay strong. She addressed the loss of a free market economy, government regulations, and government redistribution of wealth.

Ms. Dianna Howard spoke about Bylaws proposals from the Hampton Roads Tea Party, the Virginia Beach Taxpayer Alliance, and the Tidewater Libertarian Party. She noted that two members of the Bylaws Committee met and determined not to recommend inclusion of any of the citizen recommendations. She requested that the committee reconsider and incorporate some of their suggestions into the Bylaws.

Chair's Comments

Chair Sessoms commented on the work being done by the Technical Advisory Committee and its consultant, PFM, to establish a financing plan. He also noted that an RFP has been issued relating to the engagement of bond counsel and that Executive Director Page has been issuing weekly updates on those matters and the Commission's ongoing initiatives.

Consent Item

A. Minutes of the August 20, 2015 HRTAC Regular Meeting

Mayor Price Moved to accept the minutes of the August 20, 2015 HRTAC Regular Meeting, Joined by the HRTAC Technical Advisory Committee; seconded by Ms. Linda Johnson. Chair Sessoms held a voice vote to approve the motion, and The Motion Carried Unanimously.

Action Item

1. Endorsement of HRTPO HB2 Project Application—Mike Kimbrel, HRTPO and Neal Crawford, HRTAC TAC Committee Chair

Mr. Page introduced Mr. Mike Kimbrel from HRTPO to explain the HB2 scoring process, funding under HB 1887, and VTtrans2040 as the screening process.

Mr. Kimbrel explained the funding process:

- Transportation funding goes to the state
- Some special programs are funded before the remainder flows through the HB 1887 framework, which special programs include:
 - Programs addressing congestion mitigation;
 - Programs addressing quality improvement;
 - Highway Safety Improvement Programs; and
 - Transportation Alternatives Program.

The remaining money goes through the HB 1887 formula as follows:

- 45 % to State of Good Repair;
- 27.5 % to the Statewide High Priority Projects Program; and
- 27.5 % to Construction District Grants Program.

Under the Construction District Grants Program, about \$120 million is allocated for Hampton Roads for the six-year period.

Mr. Kimbrel continued with a review of aspects of the HB2 scoring process. Eligible applicants include the following:

- Regional entities, MPO's, Planning Districts, Northern Virginia Transportation Authority, and HRTPO, with HRTPO applying in connection with Corridors of Statewide Significance;
- Localities, but they may not meet requirements in connection with Corridors of Statewide Significance, and would require a Resolution of Support from the regional entity;
- Transit agencies, which would also require a Resolution of Support; and
- The CTB, which may submit up to two projects for each cycle.

Mr. Kimbrel reviewed the following additional information:

- Resolutions of Support - To receive a Resolution of Support, the project needs to be consistent with the Fiscally Constrained Long-Range Transportation Plan and the Transportation Improvement Plan.
- Thus far, the HRTPO has received requests for Resolutions of Support from the following localities:

- Three from Chesapeake;
 - Four from Gloucester County;
 - Three from James City County;
 - Three from Norfolk;
 - Five from Suffolk;
 - One from Virginia Beach; and
 - One combined request from York County and Poquoson.
- The following four requests for Resolutions of Support are not eligible:
 - Norfolk—I-64 Northampton Blvd. Interchange modification;
 - Suffolk—Kings Highway Bridge;
 - York and Poquoson—Victory Boulevard widening; and
 - Virginia Beach—widening Virginia Beach Boulevard from Military Highway to Newtown Road.

Localities can still apply stating they are meeting a regional need and would not need a Resolution of Support.

HB2 Applications will be judged on the following merits:

- Whether they are detailed in scope;
- If they have a good and realistic schedule for preliminary engineering, Right-of-Way acquisition, and construction; and
- If they present good and realistic costs.

When making its application, the HRTPO must prioritize the projects.

Mr. Kimbrel relayed that the Hampton Roads Third Crossing project was not ready for the HB2 application process this year and the Richmond-to -Hampton Roads High Speed Rail EIS is not eligible for HB2 scoring since only complete projects, not stand-alone studies, can be scored by HB2.

The projects selected for submission include:

1. I-64 Peninsula widening (Segments 1,2,3);
2. I-64/I-264 Interchange; and
3. I-64 Southside widening including High Rise Bridge replacement.

Mr. Kimbrel reminded the Commission of the HB2 factors and weighting framework applicable to the HRTPO, including the following factors, weighted as indicated:

- Congestion mitigation—45%;
- Economic development—5 %;
- Accessibility—15%;
- Safety—5 %;
- Environmental quality—10 %; and
- Land use coordination—20%.

Mr. Kimbrel noted that, for the I-64 Peninsula widening project, they hoped to apply for and receive \$289.8 million in state and federal funding through the HB2 process. He explained the anticipated costs of choices numbers two and three. He noted that any money received through HB2 is good because it will make HRTF money available for other projects.

Mr. Kimbrel shared the following scheduling items:

- September 30, 2015—HB2 applications due;
- October 2015—CTB discusses options to submit two of its own additional projects;
- November 2015—CTB discusses projects for top priority;
- January 16, 2016—CTB releases HB2 project scores to public.

Chair Sessoms called for any further questions and asked Mr. Inglima to explain the results if the Commission takes action, in light of the current lack of a set financial plan for the High Rise Bridge. Mr. Inglima noted the suggested motion is an endorsement of what the HRTPO recommends, but that the Plan of Finance is merely a sample plan and does not constitute an approval of additional allocations to the projects from the Hampton Roads Transportation Fund at this time.

Mr. Michael Hipple made a Motion to endorse the HB2 application that the Hampton Roads Transportation Planning Organization approved at its September 17, 2015 meeting regarding the following three HRTAC candidate projects: (1) the I-64 Peninsula Widening, Segments 1, 2 and 3, (2) I-64 Southside Widening, including the High Rise Bridge, and (3) the I-64/I-264 Interchange Improvements, with the clarification that (a) the plan of finance reflected in the application is merely a sample plan and has not been adopted as the plan that the Commission will use, (b) the Commission will have to develop and approve a definitive plan of finance during the HB2 application evaluation process, which plan may include assumptions regarding the availability of HB2 funding and may be specific as to each candidate project, and (c) this endorsement does not constitute the approval of additional allocations to the projects from the Hampton Roads Transportation Fund.; Mr. Clyde Haulman seconded. Chair Sessoms held a voice vote and The Motion Carried Unanimously.

Information Items

HRTF Financial Report

Senator Frank Wagner, Chair of the Finance Committee, reported the following:

- A total balance of \$322,192,821; and
- A public hearing on an amendment to the FY2015 operating budget will be held at 3 p.m. on October 2, 2015, immediately followed by a Finance Committee meeting.

Bylaws Committee Report

Mr. Paul Fraim, Chair of the committee, asked Mr. Inglima to review the amendments to be voted on at the next HRTAC regular meeting. The following are summaries of recommended Bylaws changes:

1. Gender neutrality - Chair, Vice Chair;
2. Terms of officers - Two consecutive one-year terms;
3. Schedule of regular meetings - Not less than quarterly, with scheduled meetings on the third Thursday;
4. Special meetings - Seven voting members or the Chair may call for special meetings; if seven voting members call a special meeting, the meeting date cannot be earlier than the third business day after the Chair receives the request; at least 48-hours' notice of special meetings;
5. Regular meeting agenda publication - The Chair should endeavor to provide the agenda at least seven days in advance;
6. Financial policy - Financial policies recommended by the Finance Committee may include policies relating to debit/credit cards, direct debit, and small purchases;
7. Committee Staff support - Committee Chairs may request support from HRTAC personnel or VDOT or other jurisdictional or agency staff;
8. Technical Advisory Committee - Change name to "Funding Strategies Advisory Committee";
9. Eligibility for service on the Funding Strategies Advisory Committee - Unless an employee is also a member of the Commission, no employee of a county or city will be eligible to serve;
10. Responsibility for annual review of Executive Director - If there is no Personnel Committee, the Finance Committee will fulfill the responsibility;
11. Dual signatures on checks - Chair or Vice Chair may sign checks and Vice Chair, Executive Director or person authorized by Commission may countersign checks, noting that if the Vice Chair is the countersignature, he cannot be the primary signature as well;
12. Authority to reallocate funds within budget - The Executive Director may make intra-budget line-item transfers, provided there is no increase to the total budget; and
13. Annual meeting - Change from July to June.

Chair Fraim entertained questions from the members. Mr. George Wallace expressed concern regarding the restrictive eligibility of membership on the Technical Advisory Committee (Funding Strategies Advisory Committee). Chair Fraim responded that the rationale was the potential raising of questions of impartiality if only certain jurisdictions had staff on the committee. Mr. Wallace stated that he did not feel that an individual could unduly influence a committee.

Mr. Kenny Wright questioned the lack of a Personnel Committee. Chair Sessoms responded that there is difficulty getting people to serve on the committees and that he needed to staff other committees first. Mr. Wright additionally asked why the group was not memorializing the rotation format of the Chair into the Bylaws. Chair Sessoms noted that in other comparable organizations, it has been done as a matter of practice and HRTAC is following that model.

Mr. Krasnoff expressed concern over the lack of continuity in HRTAC membership because of the manner in which counties select chairs, and Chair Sessoms noted that legislative members are listening to such comments. Mr. Fraim spoke about the need for a Personnel Committee.

Technical Advisory Committee Report

Chair Sessoms called for the report of the committee, and in Mr. Neal Crawford's absence, HRTAC Executive Director Page shared the progress. He noted that the committee is developing a Plan of Finance with three different scenarios and that the plan is posted on the HRTAC website. Funding mechanisms will include HRTF, public bonding efforts, bonds backed by the Commonwealth, and HB2 for the High Rise Bridge. He explained that as soon as bond counsel is selected, they can work with a schedule for bonding using HRTF, a 17-month endeavor, or the toll financing bond scenario, a 23-month endeavor.

Mr. Fraim questioned VDOT's financial share of I-64 widening. Mr. James Utterback explained that there was no commitment to funding currently from the state on Segment 3, but with HB2 there is an opportunity to do so. He noted that the state put in \$100 million on the Segment 1 and there is no money yet on Segment 2, so the I-64 Widening Project Segments 2 and 3 could be beneficiaries of HB2.

Mr. Wallace asked if there was a way to improve the timing on the bond funding. Mr. Page explained that it is the relative reality of public financing and reiterated the need to be in sync with VDOT's schedule. Mr. Utterback added that decisions on the manner of funding dictate the movement of the process and that VDOT will proceed as soon as funding is determined.

Mr. Wright asked if the Richmond region is submitting the continuation of I-64 to I-295 as one of their priorities. Mr. Utterback and Mr. Page concurred that it is being considered and is a high priority for the Governor. Mr. John Malbon indicated that he had heard mention of it and that Richmond may need a regional body like HRTAC.

Mr. Page clarified that Segments 1 and 2 of the I-64 Peninsula Widening Project are fully funded. Mr. Page pointed out that the HB2 application is asking for funding for Segment 3. Mr. Hipple and Chair Sessoms applauded the Governor's support for the continuation of I-64 Widening to Richmond.

HRTPO Report of Activities

Mr. Robert Crum, Executive Director of HRTPO, suggested that if Richmond does not submit the remainder of I-64 widening to I-295 as a project for HB2 scoring, HRTAC and HRTPO could request the CTB to consider submitting it as one of their two potential projects.

Mr. Crum delivered a presentation depicting the complementary, but distinct, roles of HRTAC and the HRTPO. He affirmed that HRTPO is working closely with Mr. Page and that

they both feel the necessity for close integration between HRTAC and HRTPO. Mr. Crum welcomed suggestions of how they could improve their messaging.

Mr. Fraim asked if HRTAC is or should be a Cooperating Agency with the Hampton Roads Crossing study. Mr. Page agreed it should, but is not being treated as a Cooperating Agency. Mr. Utterack offered that there is no reason HRTAC is not and that he can follow up with it. Mr. Fraim noted that if they were going to be a Cooperating Agency, they should be kept in the loop regarding progress.

Next HRTAC Regular Meeting

The next HRTAC Regular meeting will be held on October 15, 2015 at 12:30 p.m. in the HRTPO Boardroom.

With no further business to come before the Hampton Roads Transportation Accountability Commission, the meeting adjourned at 1:50 p.m.

William D. Sessoms, Jr.
HRTAC Chair

Agenda Item 6-A
Action Item

To: Chair Sessoms and the other members of HRTAC

From: Kevin B. Page, Executive Director

Date: October 15, 2015

Re: Amended and Restated Bylaws

Recommendation:

The Commission is asked to adopt the Amended and Restated Bylaws of Hampton Roads Transportation Accountability Commission.

Background:

At its September 10, 2015 meeting, the Bylaws Committee heard public comments and further considered proposed amendments to the existing Bylaws. At its September 17th meeting, Counsel briefed the Commission on the proposed amendments to the existing Bylaws. Those amendments are highlighted in the blacklined copy of the draft Amended and Restated Bylaws included in the Agenda package for the Commission's October 15th meeting.

Below is a summary of the material changes:

1. Gender neutrality (e.g., "Chairman" is now "Chair") (throughout);
2. Limit the terms that the Commission's officers (Chair and Vice Chair) may serve - two consecutive one-year terms (see Article III, Section B);
3. Provide for regular meetings not less frequently than once per quarter (see Article IV, Section B);
4. Establish the third Thursday of the scheduled month as the standing day for regular meetings (see Article IV, Section B);
5. Change the month for the organizational meeting from July to June; this will allow for budget approval prior to the fiscal year (see Article IV, Section B);
6. Allow the Chair to call a special meeting, and clarify that if members join together to request a special meeting, there must be at least seven voting members (see Article IV, Section C);
7. Provide that if seven voting members request a special meeting, the meeting date cannot be earlier than the third business day after the Chair receives the request (see Article IV, Section C);
8. Provide that notices of special meetings must be given at least 48 hours in advance (or



- 24 hours if called for exigent circumstances) (see Article IV, Section C);
9. Provide that the Chair should endeavor to provide the agenda for regular meetings at least seven days in advance (see Article IV, Section M);
 10. Specify that financial policies recommended by the Finance Committee may involve policies relating to debit and credit cards, direct debit, and small purchases (see Article V, Section B.1.b);
 11. Change the name of the Technical Advisory Committee to the Funding Strategies Advisory Committee, and provide that no employee of an HRTAC jurisdiction may serve on this committee (except for employees who are also Members of the Commission) (see Article V, Section C);
 12. Provide that the chair of the Finance Committee and the chair of the Funding Strategies Advisory Committee may request support from HRTAC personnel or VDOT or other jurisdictional or agency staff (see Article V, Sections B.4 and C.4);
 13. Include in the list of exemplary ad hoc committees a “personnel committee”; if a personnel committee is not appointed, the Finance Committee is given responsibility to conduct the Executive Director’s annual review and to review general employee compensation (see Article V, Section E); and
 14. Authorize the Executive Director to administer the Commission’s approved administrative budget and make intra-budget line-item transfers (provided the Executive Director does not increase the total budget) (see Article VII, Section C)

Suggested Resolution:

Motion is to approve and adopt the Amended and Restated Bylaws of Hampton Roads Transportation Accountability Commission.



[PROPOSED]
AMENDED AND RESTATED BYLAWS
OF
HAMPTON ROADS
TRANSPORTATION ACCOUNTABILITY COMMISSION

Approved: ~~July 2, 2014~~

ARTICLE I

POWERS AND DUTIES

The Hampton Roads Transportation Accountability Commission (the “Commission”) shall have all of the rights, powers and duties, and shall be subject to the limitations and restrictions, set forth in Chapter ~~1926~~ of Title ~~33-1~~33.2 of the Code of Virginia of 1950, as amended (the “Virginia Code”), as such may be amended from time to time (the “Act”).

ARTICLE II

MEMBERSHIP

A. Commission Members. The Commission consists of twenty-three (23) members (“Members” or “Member”) as follows:

1. The chief elected officer of the governing body of each of the 14 counties and cities embraced by the Commission.
2. Three members of the House of Delegates who reside in different counties or cities embraced by the Commission. The House members shall be appointed to the Commission by the Speaker of the House.
3. Two members of the Senate who reside in different counties or cities embraced by the Commission. The Senate members shall be appointed to the Commission by the Senate Committee on Rules.
4. A member of the Commonwealth Transportation Board who resides in a locality embraced by the Commission and appointed by the Governor, who shall serve as a nonvoting ex officio member of the Commission.
5. The Director of the Virginia Department of Rail and Public Transportation, or his or her designee, who shall serve as a nonvoting ex officio member of the Commission.

6. The Commonwealth Transportation Commissioner of Highways, or his or her designee, who shall be a nonvoting ex officio member of the Commission.
7. The Executive Director of the Virginia Port Authority, or his or her designee, who shall serve as a nonvoting ex officio member of the Commission.

ARTICLE III

OFFICERS AND DUTIES

A. **Officers.** The Commission shall annually elect from its voting Members a ~~Chairman~~Chair and a Vice-~~Chairman~~Chair. The Commission may further elect such other subordinate officers from among its Members as it may from time to time deem appropriate. The election of officers shall be conducted in accordance with the voting procedures set forth in Article IV, section K.

B. **Terms of Office.** Officers of the Commission shall be elected at the annual organizational meeting of the Commission, to serve for a term of one (1) year or until a successor is elected, unless sooner removed by the Commission, ~~or until a successor is elected or the person ceases to be a Member of the Commission~~. All officers shall be eligible for ~~re-election~~ reelection; provided, however, no officer may serve more than two (2) consecutive one (1) year terms in succession. Any officer who serves a partial term shall not be considered as serving a full term for purposes of this limitation. Any vacancy occurring in an office will be filled for the unexpired term by the Commission at the next regular meeting (or at an earlier special meeting called for that purpose) following the occurrence of such vacancy.

C. **Appointment.** At a regular meeting held preceding the annual organizational meeting at which the election of officers will be held, the ~~Chairman~~Chair shall appoint a nominating committee. At the annual organizational meeting, the nominating committee shall submit the name or names of one or more persons for each office to be filled. Further nominations may be made by any Member at the annual meeting.

D. **~~Chairman~~Chair.** The ~~Chairman~~Chair shall preside over all meetings of the Commission at which he or she is present, and shall vote as any other Member. The ~~Chairman~~Chair shall be responsible for the implementation of the actions taken and policies established by the Commission, shall have all of the powers and duties customarily pertaining to the office of ~~Chairman~~Chair, and shall perform such other duties as may from time to time be established by the Commission.

E. **Vice ~~Chairman~~Chair.** In the event of the absence of the ~~Chairman~~Chair, or the inability of the ~~Chairman~~Chair to perform any of the duties of the office or to exercise any of the powers thereof, the Vice ~~Chairman~~Chair shall perform such duties and possess such powers as are conferred on the ~~Chairman~~Chair, and shall perform such other duties as may from time to time be assigned to the Vice ~~Chairman~~Chair by the ~~Chairman~~Chair or be established by the Commission.

ARTICLE IV

MEETINGS

A. **Annual Organizational Meeting.** The annual organizational meeting of the Commission shall be ~~the first meeting~~ held by the Commission in the month of ~~July~~June for the purpose of electing officers and transacting such other business as may come before the meeting.

B. **Regular Meetings.** Regular meetings of the Commission shall be held on a periodic basis as determined by resolution of the Commission, but not less frequently than once per quarter, on the third Thursday of the scheduled month at a place to be determined by the Chair, or at such time and place as the Commission may determine ~~by resolution~~. If no meeting is held in January, February or March of a year, then, for purposes of the quarterly meeting requirement in the preceding sentence, a meeting held in April of that year shall be deemed held during the first quarter. The regular meeting for the month of June shall serve as the annual organizational meeting.

C. **Special Meetings.** Special meetings ~~shall be held when requested by seven or more Members. Such~~ may be called by the Chair, in his or her discretion, or by request in writing of at least seven voting Members. Any request ~~shall be~~ in writing, by seven or more voting members shall be addressed to the ~~Chairman~~Chair and shall specify the time and place of meeting and the matters to be considered at the meeting. ~~Upon receipt of such request, the Chairman, which time shall not be earlier than the third business day after the day that the Chair receives the request. If the Chair elects to call a special meeting or receives a request in writing from the requisite number of Members, the Chair~~ shall ~~ensure the necessary coordination for a~~ take appropriate action to coordinate the meeting site and time and shall cause notice to be provided to each Member of the Commission to attend the special meeting at the applicable time and place ~~mentioned in the request~~. Such notice shall specify the matters to be considered at the meeting, and shall be sent by electronic (e.g. email) or telephonic means at least forty-eight [48] hours (twenty-four [24] hours if the meeting is called by the Chair in exigent circumstances) in advance of the date of the meeting. Formal notice to any person is not required provided all Members are present or those not present have waived notice in writing, filed with the records of the meeting, either before or after the meeting.

D. **Adjourned Meetings.** Any regular or special meeting may be adjourned to a date and time certain.

E. **Public Notice.** All meetings of the Commission shall be preceded by public notice given in accordance with the provisions of Section 2.2-3707 of the Virginia Code. Notice of all meetings shall be published on the Commission's website and available in the offices of the Commission.

F. **Public Hearing.** Public hearings may be held at the direction of the Commission and shall, unless otherwise specified by the Commission or these Bylaws, be upon notice published on the Commission's website and in a newspaper or newspapers having general circulation in the geographic area encompassed by the Commission.

G. Open Meetings. All Commission meetings shall be open to the public in accordance with the Virginia Freedom of Information Act (Virginia Code §2.2-3700 et seq.), provided that the Commission may meet in closed session for those purposes authorized by, and held in accordance with the requirements of the Virginia Freedom of Information Act, to include requirements for public notice.

H. Quorum. A majority of the Commission (both voting and nonvoting), which shall include at least a majority of the chief elected officers of the counties and cities embraced by the Commission, shall constitute a quorum.

I. Temporary Absence. No action shall be voted upon by the Commission unless a quorum is present; provided, however, that the temporary absence from the meeting room of Members required to constitute a quorum shall not be deemed to prevent presentations or deliberations regarding any matter that may be submitted to a vote. The ~~Chairman~~[Chair](#) or any other Member may note the absence of a quorum during presentations or deliberations, but a failure to note the absence of a quorum during that period shall not affect the requirement that a quorum exist when any vote is taken.

J. Decisions of the Commission. The Commission shall act in one of the following ways:

1. Resolution – The Commission may act upon adoption of a resolution. Resolutions shall be in writing and a copy of any proposed resolution shall be provided to all Members of the Commission before the resolution is proposed for adoption. To the extent possible, such copy shall be provided twenty-four (24) hours in advance.
2. Motion – The Commission may act on oral motion made by a voting Member of the Commission.

K. Voting.

1. Votes – Votes shall be taken only upon motions made and seconded. Each voting Member of the Commission shall be entitled to one (1) vote in all matters requiring action by the Commission. Decisions of the Commission shall require the affirmative vote of two-thirds of the voting Members present and voting, and two-thirds of the chief elected Officers of the counties and cities embraced by Planning District 23 who are present and voting and whose counties and cities include at least two-thirds of the population embraced by the Commission. However, no vote to fund a specific facility or service shall fail because of the aforesaid population criterion if such facility or service is not located or to be located, or provided or to be provided, within the county or city whose representative's sole negative vote caused the facility or service to fail to meet the population criterion. For purposes of the foregoing, the population of the counties and cities embraced by the Commission shall be determined in accordance with the Act.

2. Methods of Voting – All voting shall be taken by voice or by roll call if requested by any voting Member.
3. Restating the Question – The ~~Chairman~~Chair shall restate the question prior to the taking of a vote, provided, however, that at the request of the ~~Chairman~~Chair, a Member may restate the question if it is the opinion of the ~~Chairman~~Chair that such procedure will expedite the decision of the question.
4. Reconsideration – Action on a resolution or motion that has been approved may be reconsidered only upon motion of a Member voting with the prevailing side on the original vote, which motion must be made at the same regular meeting. A motion to reconsider may be seconded by any Member. Any resolution or motion that failed as a result of a tie vote may be reconsidered upon motion by any Member who voted against it, which motion must be made at the same meeting or the next regularly scheduled meeting.

L. Commencement of Meetings. At the times specified for the commencement of regular meetings, and at the hour specified for adjourned or special meetings, the ~~Chairman~~Chair shall call the meeting to order, and shall ensure that the presence or absence of Members is noted. A quorum shall be required for the commencement of any meeting.

M. Agenda. The ~~Chairman~~Chair shall prepare an agenda for each meeting. Any Member having matters to be considered by the Commission shall submit them to the ~~Chairman~~Chair for inclusion on an appropriate agenda. The agenda for an upcoming meeting shall be sent to the Members prior to the meeting date (for regular meetings, the Chair should endeavor to provide the agenda at least seven (7) days in advance).

N. Minutes. Minutes of the meetings of the Commission, except closed sessions, shall be kept and be a public record. Copies of the minutes shall be provided to each Member prior to the meeting at which the minutes are to be presented for approval by the Commission.

O. Closed Sessions. If a closed session is required at a meeting, consistent with purposes permitted by Virginia law, the agenda shall specify a time or position on the agenda, generally after all public business has concluded, for such a closed session properly called and conducted in accordance with Virginia law. When so requested, the ~~Chairman~~Chair may permit a closed session at any other time prior to consideration of any agenda item provided that the purpose of the closed session and the procedure used to go into closed session are in accordance with Virginia law.

P. Order in Conduct of Business.

1. Persons Addressing the Commission – Prior to public comment and public hearings, the Commission will provide guidelines for length of presentation by individuals and group representatives. Persons speaking at a meeting or public hearing shall confine their remarks to the subject of the meeting or public hearing. At the discretion of the ~~Chairman~~Chair, the conduct of business by the Commission may be reordered to allow earlier consideration of matters

about which a substantial number of persons desire to address the Commission. Persons addressing the Commission may furnish the ~~Chairman~~[Chair](#) and Members with a written copy of their remarks, at or before the meeting.

2. Recognition – Recognition shall be given only by the ~~Chairman~~[Chair](#). No person shall address the Commission without first having been recognized.
3. Questions – Questions by Members shall be reserved insofar as possible for the end of a presentation to avoid interrupting the speaker, disrupting the time-keeping process, and duplicating ground the speaker may cover.
4. Commission Discussion – Discussion and debate by the Commission shall be conducted following the presentation of the item of business pending. Members shall not speak to the item until recognized by the ~~Chairman~~[Chair](#).

Q. Decorum.

1. Commission Members – Decorum of Members shall be maintained in order to expedite disposition of the business before the Commission. Questions and remarks shall be limited to those relevant to the pending business. Members shall address all remarks to the ~~Chairman~~[Chair](#).
2. Others – Decorum of persons other than Members shall be maintained by the ~~Chairman~~[Chair](#), who may request such assistance as may appear necessary. Persons addressing the Commission shall first be recognized by the ~~Chairman~~[Chair](#) and shall audibly state their name and address, and, if applicable, who they represent. Speakers shall limit their remarks to those relevant to the pending items and to answering questions. They shall address the Commission as a whole unless answering an individual Member's questions. Persons whose allotted time to speak has expired shall be warned by the ~~Chairman~~[Chair](#) to conclude after which such person shall leave, unless he or she is asked to remain to answer questions from the Commission. The ~~Chairman~~[Chair](#) shall call the speaker to order if out-of-order remarks are made or other indecorous conduct occurs. If such persists, the ~~Chairman~~[Chair](#) shall rule the speaker out-of-order and direct the speaker to leave. Groups or a person in the audience creating an atmosphere detrimental or disturbing to the conduct of the meeting will be asked to leave by the ~~Chairman~~[Chair](#).

ARTICLE V

COMMITTEES

A. Open Meeting Requirement. Commission appointed committees and subcommittees shall comply with the open meeting requirements of the Virginia Freedom of Information Act.

B. Finance Committee.

1. Charge. This committee shall be responsible for advising the Commission on all financial matters and overseeing financial activities undertaken by the Commission, including:
 - a. Reviewing, commenting on, and recommending the annual budget and adjustments to the budget,
 - b. Recommending the Commission's financial policies (e.g., bond, investment, procurement, risk management, debit and credit card, direct debit, and small purchases) and making recommendations,
 - c. Monitoring the Commission's compliance with policies and procedures,
 - d. Reviewing financial statements, and
 - e. Working with the Auditor of Public Accounts in performing the annual audit.
2. Membership. The Committee shall consist of five (5) Members of the Commission appointed by the ~~Chairman~~Chair for staggered two year terms.
3. Chairman~~Chair~~. The ~~chairman~~chair and the vice ~~chairman~~chair of the Committee shall be appointed by the ~~Chairman~~Chair of the Commission.
4. Staff Support. Staff support ~~will be provided by VDOT staff. As may be requested by the committee chairman, additional support may be provided by~~chair from HRTAC personnel or VDOT, jurisdictional or other agency staff.
5. Quorum and Voting. A quorum shall consist of a majority (3) of the committee members. Approval of recommendations ~~or actions~~ shall require an affirmative vote of a majority of the members present.

C. ~~Technical~~Funding Strategies Advisory Committee.

1. Charge. This committee of individuals shall be responsible for recommending funding strategies to build a program of projects identified by the HRTPO and the Commission.
2. Membership. The Committee shall consist of nine (9) individuals. The ~~Chairman~~Chair shall appoint six (6) members who reside or are employed in counties and cities embraced by the Commission and who have experience in transportation planning, finance, engineering, construction, or management. Initially, half the members appointed by the ~~Chairman~~Chair will serve a one year term. The other half will serve two year terms. Subsequently, members will serve three year terms. The ~~Chairman~~Chair of the Commonwealth Transportation Board will appoint three (3) members of the ~~technical~~funding strategies advisory

committee and each of them will serve a three year term. Committee members appointed by the ~~Chairman~~Chair may be removed by the ~~Chairman~~Chair if the member fails to attend three consecutive meetings or no longer resides or is employed in a jurisdiction embraced by the Commission, or if the ~~Chairman~~Chair receives a request for removal from the chief elected officer of the jurisdiction embraced by the Commission in which the member resides or is employed. Except for an employee who is also a Member of the Commission, no employee of any county or city embraced by the Commission shall be eligible to serve on this Committee.

3. ~~Chairman~~Chair. The ~~chairman~~chair and the vice ~~chairman~~chair of the Committee shall be appointed by the ~~Chairman~~Chair of the Commission.
4. Staff Support. Staff support ~~will be provided by VDOT staff. As may be requested by the committee chairman, additional support may be provided by~~chair from HRTAC personnel or VDOT, jurisdictional or other agency staff.
5. Quorum and Voting. A quorum shall consist of a majority (5) of the committee members. Approval of recommendations or actions shall require an affirmative vote of a majority of the members present, which shall include at least three of the members appointed by the ~~Chairman~~Chair.

D. Additional Committees. The Commission may, in its discretion, form such additional advisory committees as it may deem appropriate.

E. Ad Hoc Committees. As needed, the ~~Chairman~~Chair of the Commission may appoint ad hoc committees to pursue specific tasks (e.g., nominating committee); personnel committee. In the absence of an appointed personnel committee, the Finance Committee shall be responsible for conducting the Executive Director's annual review, reviewing employee compensation and recommending adjustments thereto.

ARTICLE VI

ADMINISTRATION

A. Executive Director. The Commission shall employ or contract with an Executive Director who shall have direct authority for the employment, retention, and supervision of all of the other employees of the Commission. The Executive Director shall have direct control, subject to the oversight and authority of the Commission, of the management of the day-to-day administrative affairs of the Commission. The Executive Director shall propose activities to the Commission and shall carry out policies, programs and projects approved by the Commission, and shall be responsible for preparing and presenting the annual budget. The Executive Director may not contemporaneously serve as a member of the Commission.

B. Staff. The Commission may employ or contract for such staff of qualified professional and other persons as the Commission determines to be necessary to carry out its duties and

responsibilities. Staff of the Commission may not contemporaneously serve as a member of the Commission.

C. Execution of Instruments. The Executive Director, on specific authorization by the Commission, shall have the power to sign or countersign in its behalf any agreement or other instrument to be executed by the Commission including checks and vouchers in payment of obligations of the Commission.

ARTICLE VII

FINANCES

A. Finances and Payments. The monies of the Commission shall be deposited in a separate bank account or accounts in such banks or trust companies as the Commission designates, and all payments (with the exception of those from petty cash) shall be made in the most practicable manner as determined by the Commission. Checks and drafts shall be signed and countersigned by the ~~Chairman~~Chair (or, in the ~~Chairman~~Chair's absence, the Vice ~~Chairman~~Chair), and the Executive Director (or, in the Executive Director's absence, the Vice Chair or those authorized from time to time by vote of the Commission).

B. Audits. At least once each year, the Commission shall work with the Auditor of Public Accounts (APA) to have an audit to be made by an independent certified public accountant or by APA of all funds of the Commission.

C. Budget and Fiscal Year. After a duly convened public hearing held in accordance with the requirements of Virginia Code § 33.1-470(A), the Commission shall adopt an annual budget for each fiscal year which budget shall provide for all of the revenues and the operating, capital, and administrative expenses of the Commission for the fiscal year. The fiscal year of the Commission will commence on July 1st each year and will terminate on the following June 30th. The annual budget for a fiscal year shall, except in the case of the Commission's first fiscal year, be adopted before such fiscal year begins. The Executive Director is authorized to administer the administrative budget approved by the Commission and may, in the exercise of that authority, implement adjustments to the amounts allocated to line items within the administrative budget, provided that, after giving effect to those adjustments, the aggregate amount of the administrative budget is equal to or less than the then applicable Commission-approved administrative budget.

D. Per Diem Payments. The Commission may pay its Members for their services to the Commission a per diem in either: (1) the amount provided in the general appropriations act for members of the General Assembly engaged in legislative business between sessions, or (2) a lesser amount determined by the Commission.

E. Bond of Officers and Others. The officers of the Commission and such employees as the Commission so designates, may, prior to taking office or starting contract or employment, respectively, be required by the Commission to give bond payable to the Commission conditioned upon the faithful discharge of that officer, contract employee or employee's duties, in

such amount as the Commission may require. The premium for each such bond shall be paid by the Commission and the bond(s) shall be filed with the Commission.

ARTICLE VIII

AMENDMENTS

Any proposed amendment, repeal or alteration, in whole or in part, of these Bylaws shall be presented in writing and read for a first time at a regular meeting of the Commission. Such proposal may be considered and amended at such meeting, but shall not be acted on by the Commission until a subsequent regular meeting or a special meeting called for the purpose. At such subsequent meeting, such proposal shall be read a second time, shall be subject to further consideration and amendment germane to the section or sections affected by such proposal, and shall thereafter be acted on in accordance with the voting requirements of these Bylaws.

ARTICLE IX

PROCEDURES

Parliamentary Procedure. In all matters of parliamentary procedure not specifically governed by these Bylaws or otherwise required by law, the current edition of *Robert's Rules of Order, newly revised*, shall apply.

Document comparison by Workshare Compare on Friday, September 11, 2015
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Document 2 ID	interwovenSite://wsdms/I/1298551/7
Description	#1298551v7<I> - Amended and Restated HRTAC Bylaws
Rendering set	Wilsav-Standard

Legend:	
<u>Insertion</u>	
Deletion	
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Format change	
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Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
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Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	182

Agenda Item 6-B
Action Item

To: Chair Sessoms and the other members of HRTAC

From: Kevin B. Page, Executive Director

Date: October 15, 2015

Re: Approval of the FY2015 Budget Amendment

Recommendation:

The Commission is asked to approve adjustments of line items within the Commission's approved FY2015 Annual Budget.

Background:

At its August 20, 2015 Regular Meeting, the Commission authorized the Finance Committee to conduct a public hearing for the proposed adjustments of line items within the Commission's approved FY2015 Annual Budget. During the operation of the approved FY2015 operating budget year, the Commission was more reliant on the services of the HRTPO Support Staff and legal assistance than anticipated. This was in part attributed to the absence of an Executive Director and the initial startup of HRTAC. As the FY2015 year has come to a close, transfer adjustments must be made to align the budget with expenses within its line items of the existing approved budget.

The Finance Committee conducted an FY2015 Budget Amendment Public Hearing on Friday, October 2, 2015. Two public comments were made at the hearing and one written comment was received. At the Finance Committee's meeting on Tuesday, October 6, 2015, the Committee was briefed on the public hearing and the Committee then took action to recommend to the Commission adoption of the proposed FY2015 Budget Amendment.

Fiscal Impact:

There is no fiscal impact in relation to this Action Item.

Suggested Motion:

Motion is to approve the FY2015 Operating Budget changes and to re-adopt the HRTAC FY2015 Budget that reflects the following line-item transfers within the Budget's accounts (A) an increase to the accounts established for HRTPO Support Staff and legal expense by \$91,700 and \$139,300, respectively (\$231,000 in the aggregate), and (B) a decrease in the HRTAC Staff account, which is available and unused, by \$231,000.



Agenda Item 6B– Attachment

FY2015 Budget Amendment Background Information and Proposed Budget Provided at the Public Hearing and Posted on the HRTAC Web Site

At its August 20, 2015 meeting, the Hampton Roads Transportation Accountability Commission (HRTAC) authorized a public hearing for the consideration of an amendment to the HRTAC FY 2015 Budget that reflects certain line-item transfers within the budget's accounts.

Background:

During the operation of the approved FY2015 operating budget year, HRTAC was more reliant on the services of the Hampton Roads Transportation Planning Organization (HRTPO) Support Staff and legal assistance than anticipated. This was in part attributed to the absence of an Executive Director and the initial startup of HRTAC. As the FY2015 year has come to a close, transfer adjustments must be made to align the budget with expenses within its line items of the existing approved budget.

Fiscal Impact:

There is no fiscal impact in relation to this FY2015 Budget Amendment.

Proposed Changes:

Amendment to the HRTAC FY 2015 Budget to reflect the following line-item transfers within the Budget's accounts: (i) an increase to the accounts established for HRTPO Support Staff by \$91,700 and legal expense by \$139,300 (collectively, a \$231,000 increase to accounts), and (ii) a decrease in the HRTAC Staff account, which is available and unused, by \$231,000. The total amount of the Budget will not be amended, and will remain at \$1,088,363.



Hampton Roads Transportation Accountability Commission FY2015 Operating Budget Amendment

	Approved	Proposed	Proposed
Income:	Budget	Changes	Budget
Income/HRTF Reimbursement	\$ 0	\$ 0	\$ -
Total Income	0	0	-
	Approved	Proposed	Proposed
Expenditures:	Budget	Changes	Expenditures
<u>Personnel Expenditures</u>			
Reimbursement - HRTPO/HRPDC Support Staff	\$ 72,431	\$ 91,700	\$ 164,131
HRTAC Staff	520,932	(231,000)	289,932
Personnel Subtotal	593,363	(139,300)	454,063
<u>Professional Services:</u>			
Audit Services	40,000	-	40,000
Bank Fees	3,500	-	3,500
Legal (non-project services)	140,000	139,300	279,300
Financial Advisors	200,000	-	200,000
Insurance (Officers & Directors, Liability)	15,000	-	15,000
Executive Director Search Consultant	25,000	-	25,000
Recruiting	-	-	-
Professional Subtotal	423,500	139,300	562,800
<u>Technology/Communication</u>			
Computer hardware and peripherals/maintenance	10,000	-	10,000
Website Consultant (Development & Hosting)	10,000	-	10,000
Technology/Communication Subtotal	20,000	-	20,000
<u>Administrative Expenses</u>			
Public Notices/Advertising	12,000	-	12,000
Office Space	TBD	-	-
Office Supplies	2,000	-	2,000
Furniture	10,000	-	10,000
Printing/Copying	10,000	-	10,000
Dues/Subscriptions	2,000	-	2,000
Travel	8,000	-	8,000
Meeting Expenses	3,500	-	3,500
Postage Delivery	1,000	-	1,000
Professional Development	3,000	-	3,000
Administrative Expenses Subtotal	51,500	-	51,500
Total Expenditures	\$ 1,088,363	\$ -	\$ 1,088,363
Budget Balance	\$ 1,088,363	\$ -	\$ 1,088,363



Agenda Item 6-C
Action Item

To: Chair Sessoms and the other members of HRTAC

From: Kevin B. Page, Executive Director

Date: October 15, 2015

**Re: Approval of the Policy Relating to Procurement of Goods and Services,
Including Procedures for Certain Small Purchases**

Recommendation:

The Commission is asked to adopt the proposed Policy Relating to Procurement of Goods and Services, Including Procedures for Certain Small Purchases.

Background:

As a part of standing up the Commission, the Commission has charged the Finance Committee with creating and recommending the adoption of certain policies and procedures to guide the Commission's operations and business practices. HRTAC Counsel and staff have worked with the Executive Director to develop the proposed, "Policy Relating to Procurement of Goods and Services, Including Procedures for Certain Small Purchases." This draft policy is contemplated by Section 2.2-4303(G) of the Virginia Public Procurement Act (VPPA), and sets out the guidelines and procedures in a stepped protocol matrix for HRTAC small purchases from \$1 up to \$25,000. The upper limit is materially less than the limits that may be established under the VPPA. At its October 6, 2015 meeting, Counsel briefed the Finance Committee on the proposed Policy Relating to Procurement of Goods and Services, Including Procedures for Certain Small Purchases. Following this presentation and discussion, the Finance Committee endorsed the proposed policy and recommended the policy to the Commission for approval and adoption.

Fiscal Impact:

There is no fiscal impact in relation to this Action Item.

Suggested Motion:

Motion is to approve and adopt the Policy Relating to Procurement of Goods and Services, Including Procedures for Certain Small Purchases.



HAMPTON ROADS TRANSPORTATION ACCOUNTABILITY COMMISSION

POLICY RELATING TO PROCUREMENT OF GOODS AND SERVICES, INCLUDING PROCEDURES FOR CERTAIN SMALL PURCHASES

(Adopted October __, 2015)

(1) General

The Virginia Public Procurement Act (“VPPA”) covers contracts made by the Hampton Roads Transportation Accountability Commission (the “Commission” or “HRTAC”) with nongovernmental contractors for the purchase or lease of goods, or for the purchase of services, insurance, or construction (as those terms are defined in the VPPA). The VPPA seeks, among other things, to enable public bodies in the Commonwealth to obtain high quality goods and services at reasonable costs. This Policy, including its small purchases procedures, is adopted to provide the Commission’s members, officers and employees with direction regarding the VPPA and its implementation.

Under the VPPA, covered contracts must be awarded after competitive sealed bidding, or competitive negotiation, as provided in the VPPA, unless otherwise authorized by law.

(2) Exemptions

Without limiting the exemptions under the VPPA that may be applicable from time to time, neither the competitive sealed bidding nor competitive negotiation procedures apply to:

- (a) Contracts negotiated and awarded to a source that is determined in writing to be the sole source available for that which is to be procured; in order to use this exemption under Section 2.2-4303(E) of the VPPA, all requirements of the exemption, including the written determination and public notice requirements, must be observed; the written determination may be made by the Commission’s Executive Director or Chief Financial Officer if funds for the applicable contract are available under the Commission’s then-applicable operating budget, but copies of such determinations must be given to the Finance Committee within five (5) business days after being made.
- (b) Contracts awarded in case of emergency; however, such procurement shall be made with such competition as is practicable under the circumstances; in order to use this exemption under Section 2.2-4303(F) of the VPPA, all requirements of the exemption, including the written determination and public notice requirements must be observed; the written determination may be made by the Commission’s Executive Director or Chief Financial Officer if funds for the applicable contract are available under the Commission’s then-applicable operating budget, but copies of such determinations must be given to the Finance Committee within five (5) business days after being made.
- (c) Purchases made from another public body’s contract, even if the Commission did not participate in the request for proposal or invitation to bid, if the request for proposal or



invitation to bid specified that the procurement was a cooperative procurement being conducted on behalf of other public bodies; however, this exemption under Section 2.2-4304 of the VPPA is subject to the limitations set forth therein.

- (d) Single or term contracts for goods and services that fit within the dollar limitations and other parameters set forth in Section 2.2-4303(G) of the VPPA if they are entered into pursuant to small purchases procedures that have been adopted by the Commission in writing; the Commission's small purchases procedures are set forth in the chart below; these procedures may not be used for single or term contracts for transportation-related construction.

<u>Estimated Cost of Small Purchase</u>	<u>Procedure with Small Purchase</u>
When the aggregate or the sum of all phases is expected to be <u>less than</u> \$500	<p>Purchase may be made upon receipt of one (1) or more written or telephone quotes.</p> <p>As applicable, complete either (a) a Purchase Approval Form (attached hereto as <u>Exhibit A</u>) or (b) a Credit Card Form (attached hereto as <u>Exhibit B</u>), and submit such form to the Executive Director for approval. Once approval is granted, instruct vendor to invoice HRTAC for payment or charge to HRTAC credit card, as applicable.</p>
When the aggregate or the sum of all phases is expected to be <u>between</u> \$500 and \$1,499	<p>Requires at least three (3) attempted telephone, catalog, eVA Quick Quote, or electronic/written quotes to be obtained. Efforts should be made to obtain one or more of those quotes from vendors listed in the Department of Small Business and Supplier Diversity database as being SWaM (Small, Women-owned and Minority-owned Business) certified or DBE (Disadvantaged Business Enterprise) certified.</p> <p>Complete a Purchase Approval Form, attach quotes and submit to the Executive Director for approval. The form will then be submitted to the Chief Financial Officer ("CFO") and Executive Director for budgetary and final approvals respectively. After CFO and Executive Director approvals have been obtained, order and have vendor invoice directly.</p>

When the aggregate or the sum of all phases is expected to be <u>between</u> \$1,500 and \$4,999	<p>Requires at least three (3) attempted written (which may be electronic) quotes, including eVA Quick Quotes, to be obtained. Efforts should be made to obtain one or more of those quotes from vendors listed in the Department of Small Business and Supplier Diversity database as being SWaM certified or DBE certified.</p> <p>Complete a Purchase Approval Form, attach quotes and forward to the Executive Director for approval. It will then be submitted to the CFO and Executive Director for budgetary and final approvals respectively. After CFO and Executive Director approvals have been obtained, order and have vendor invoice directly.</p>
When the aggregate or the sum of all phases is expected to be <u>between</u> \$5,000 and \$25,000	<p>Requires at least four (4) attempted written (which may be electronic) quotes, including eVA Quick Quotes, to be obtained. Efforts should be made to obtain one or more of those quotes from vendors listed in the Department of Small Business and Supplier Diversity database as being SWaM certified or DBE certified.</p> <p>Complete a Purchase Approval Form and a Requisition Form (attached hereto as <u>Exhibit C</u>), attach quotes, and forward to the Executive Director for approval. It will then be submitted [to the Computer Network Manager (if applicable) and on] to the CFO and Executive Director for budgetary and final approvals respectively. After the CFO and Executive Director have approved the Requisition, it and all attachments (quotes, Purchase Approval Form, etc.) will be submitted to the Procurement Officer who will create a Purchase Order ("PO"), submit the PO to the vendor, send a copy of the PO to appropriate employees involved, and establish the PO in the Quick Books system.</p>

NOTE: Re-quotes may be required should none of the research produce prices, quality or quantities desired. Should re-quotes be required, approval by the Executive Director must be obtained before contacting vendors. ALL responding vendors must be contacted for the opportunity to re-quote.

EXHIBIT A

Purchase Approval Form

EXHIBIT B

Credit Card Form

Agenda Item 6-D
Action Item

To: Chair Sessoms and the other members of HRTAC

From: Kevin B. Page, Executive Director

Date: October 15, 2015

Re: Interim Policies for Management of Cash, Bank Accounts and Credit and Debit Cards

Recommendation:

The Commission is asked to adopt the proposed Interim Policies for Management of Cash, Bank Accounts and Credit and Debit Cards.

Background:

As a part of standing up the Commission, the Commission has charged the Finance Committee with creating and recommending the adoption of certain policies and procedures to guide the Commission's operations and business practices. HRTAC Counsel and staff have worked with the Executive Director to develop the proposed, "Interim Policies for Management of Cash, Bank Accounts and Credit and Debit Cards." This draft policy was developed with the input of the Finance Committee given at its October 6, 2015 meeting. At its October 13, 2015 meeting, Counsel briefed the Finance Committee on the proposed Interim Policies for Management of Cash, Bank Accounts and Credit and Debit Cards. Following this presentation and discussion, the Finance Committee endorsed the proposed policy and recommended the policy to the Commission for approval and adoption.

Fiscal Impact:

There is no fiscal impact in relation to this Action Item.

Suggested Motion:

Motion is to approve and adopt the Interim Policies for Management of Cash, Bank Accounts and Credit and Debit Cards.



INTERIM POLICIES FOR MANAGEMENT OF CASH, BANK ACCOUNTS, AND CREDIT AND DEBIT CARDS

Purpose of Policies

The Hampton Roads Transportation Accountability Commission (the “Commission” or “HRTAC”) recognizes that as its operations develop it will engage in an increasing number of business transactions that will necessitate payments to and from the Commission’s bank accounts or against credit or debit cards. These policies are adopted on an interim basis to ensure that those transactions are processed within a framework of internal controls, proper accounting and transparency.

A. Policies Regarding Transactions Effected Against Commission Bank Accounts

1. Bank accounts and relationships with investment institutions must be authorized and established pursuant to resolutions adopted from time to time by the Commission.
2. All cash, checks and other payments received by the Commission shall be recorded in the Commission’s books and records and deposited into a Commission bank account, which deposit in the case of cash or checks should be made within 24 business hours of receipt.
3. Transfers between Commission bank accounts or from an operating account into an investment account must be effected by the CFO or his or her designee, provided that (a) the Chair of the Finance Committee and the Executive Director shall be given prior notice, and (b) investments shall be effected in accordance with the Commission’s investment policies.
4. No cash withdrawals are permitted from any Commission bank account.
5. No Commission check may be made payable to “cash” or “bearer.”
6. Commission checks must be kept in a secure location and executed in accordance with the Commission’s Bylaws and applicable resolutions, which presently require dual signatures. When made, checks shall be copied and recorded in the Commission’s books and records, including its check ledger.
7. Wire transfers from Commission accounts must be effected by the CFO or his or her designee, provided that such person is acting in accordance with written instructions (which may be given electronically) from the Chair (or Vice Chair) of the Finance Committee and the Executive Director. Each authorized person shall keep his or her authorization codes in a secure location.
8. Electronic funds transfers, using the Automated Clearing House (“ACH”) network, such as direct debit payments, may be made from the Commission’s bank accounts, subject to the following:
 - (a) ACH transfers/direct debit payments shall be used solely for the following:

- Employee payroll
- Treasury payments of payroll-related taxes
- Employee expense reimbursements which have been duly approved
- Recurring monthly payment obligations of the Commission, such as rent and utilities, that are contemplated by the Commission's operating budget.

For the avoidance of doubt, an ACH transfer/direct debit shall not under any circumstance be used to pay any personal charge of any employee.

- (b) All ACH transfers/direct debit payments must be implemented/effectuated by the CFO or his or her designee, provided that such person is acting in accordance with written instructions (which may be given electronically) from the Chair (or Vice Chair) of the Finance Committee and the Executive Director.
- (c) All ACH transfers/direct debit payments will be tracked through the monthly bank statements and reconciled to the Quick Books transactions.

B. Purchase Card Policy

1. This Policy applies to any and all debit cards and credit cards (each, a "Purchase Card") issued in respect of the Commission or its accounts and is adopted to provide the Commission's members, officers and employees direction regarding the authorized uses of such Purchase Cards and the steps that must be followed to issue and monitor them.
2. The Executive Director shall be authorized to obtain one credit card in the name of the Commission, which credit card shall have an aggregate monthly transaction limit of \$15,000, and a single purchase limit of \$4,000. The purpose of obtaining a credit card is to facilitate transactions effected on behalf of the Commission, not to utilize a line of credit.
3. The Executive Director is also authorized to obtain debit cards, provided that there shall not be more than three debit cards issued and outstanding from time to time and the maximum available funds under each such card shall be \$1,000.
4. Purchase Cards (credit and debit) shall be used by authorized Commission officers or employees solely to pay for small purchases made in accordance with the Commission's small purchases procedures. At no time may any Purchase Card be used for any type of personal charge. See below for illustrative "Authorized Uses" and "Unauthorized Uses."
5. Illustrative authorized uses of Purchase Card(s) include the following:
 - (a) Travel costs:
 - Airfare
 - Lodging
 - Shuttle service
 - Rental vehicles
 - Gasoline for rental vehicles

- Gasoline for personal vehicles when used and documented usage is for official Commission business.

(b) Purchases:

- Meals
- Office supplies
- Express mail service and freight service

6. Illustrative unauthorized uses of Purchase Card(s) include the following:

- Personal meals
- Personal telephone usage and movie rentals included in lodging bills associated with official business purposes
- Cash advances
- Purchases by persons who are not officers, members or employees of the Commission
- Purchases prohibited by the Virginia Public Procurement Act or applicable Commission policies
- Purchases in which one or more users of a Purchase Card break a purchase of the same or related goods or services into multiple purchases to circumvent the usage limits or other limitations described herein or any other applicable Commission policy

7. All charges will be billed directly to the Commission, reconciled and paid, or disputed, monthly. Purchase logs must be maintained as each purchase is made. A new purchase log must be established at the beginning of each new billing cycle. The cardholder is responsible for retaining documentation of purchases and returns and reconciling them, with the aid of the purchasing log, to the monthly charge card statement. At the end of the billing cycle, the cardholder shall deliver the documentation to the CFO together with a written certification that the goods and services identified therein were purchased in accordance with this policy.

8. Prior to issuance and usage of a Purchase Card, each authorized person shall be required to read and sign the statement below regarding the use of a Purchase Card:

The use of Commission issued debit/credit cards (a “Purchase Card”) is an important privilege that is intended to facilitate business by the Commission. Adherence to the Commission’s Purchase Card Policy is vital in ensuring not only the continuation of this privilege, but also in ensuring that neither you nor the Commission is subjected to financial hardship or public criticism.

I, (Name of Certifying Person), have read and understand the Commission’s Purchase Card Policy. I agree to abide by all provisions of the Purchase Card Policy, and understand that violations of the Policy could result in legal or disciplinary actions, including termination.

Signature

Date

HAMPTON ROADS TRANSPORTATION FUND

FINANCIAL REPORT

FY2014 – FY2016

VDOT provides the HRTPO and HRTAC staff with monthly financial reports relating to the HRTF including the following information:

- Revenue from sources as detailed by the collecting agency
- Interest earnings
- Expenditures reflecting both the program total as well as project totals
- The current cash position/balance in the HRTF as well as forecasted cash position/balance

Attached are the August 2015 financial reports. Based on the financial reports received to date from VDOT, the HRTPO staff has analyzed the data and prepared the attached reports and summaries:

Revenues

Total Gross Revenues (as of August 31, 2015): \$337,741,994

- State Sales and Use Tax : \$253,124,865
- Local Fuels Tax : \$83,034,814
- Interest : \$1,582,315

Expenditures

Total Expenditures: \$2,142,715

- I-64 Peninsula Widening – Segment 1: \$1,544,502
- Total Dept. of Tax Administrative Fees: \$499,518
- Total DMV Administrative Fees: \$98,695

Cash Balance

Ending Cash Balance: \$335,599,279

Encumbered Balance

Balance of Encumbered: \$350,711,990

- Allocation: \$352,256,492
- Less Construction Expenditures: \$1,544,502

Net Available Cash

Ending Available Cash Balance: \$-15,112,711

Hampton Roads Transportation Fund (HRTF)
Total of Sales & Use and Fuels Taxes
Summary

	Gross Revenue				Expenditures				Cumulative Balance 7/1/13 - 8/31/15
	Sales & Use Tax	Fuel Tax	Interest	Total	Construction	Dept of Tax Admin Fee	DMV Admin Fee	Total	
July 2013 - August 2014	\$ 128,926,565	\$ 45,815,971	\$ 363,855	\$ 175,106,391	\$ 1,329,119	\$	98,695	\$ 1,899,766	173,206,625
September 2014	10,869,389	4,353,336	-	15,222,725	60,089	12,510	-	72,599	188,356,751
October 2014	10,082,755	3,950,834	284,421	14,318,010	91,205	593	-	91,798	202,582,963
November 2014	9,933,770	3,590,415	-	13,524,185	39,547	11,377	-	50,924	216,056,224
December 2014	9,964,325	2,947,347	-	12,911,672	16,049	7,055	-	23,104	228,944,792
January 2015	11,849,200	3,561,879	391,282	15,802,361	23,415	-	-	23,415	244,723,738
February 2015	8,667,143	2,657,036	-	11,324,179	(14,922)	(3,969)	-	(18,891)	256,066,808
March 2015	8,463,030	2,347,171	-	10,810,201	-	-	-	-	266,877,008
April 2015	10,608,274	2,249,595	405,386	13,263,255	-	-	-	-	280,140,263
May 2015	10,889,809	2,287,393	-	13,177,202	-	-	-	-	293,317,465
June 2015	17,587,265	4,519,545	137,371	22,244,181	-	-	-	-	315,561,646
July 2015	4,412,902	1,513,488	-	5,926,390	-	-	-	-	321,488,037
August 2015	10,870,438	3,240,804	-	14,111,242	-	-	-	-	335,599,279
Total 12 Months	\$ 124,198,300	\$ 37,218,843	\$ 1,218,460	\$ 162,635,604	\$ 215,383	\$ 27,567	\$ -	\$ 242,949	335,599,279
Grand Totals	\$ 253,124,865	\$ 83,034,814	\$ 1,582,315	\$ 337,741,994	\$ 1,544,502	\$ 499,518	\$ 98,695	\$ 2,142,715	\$ (350,711,990)
Less Balance of Encumbered									
Total Net Available									(15,112,711)

HRTF Revenue

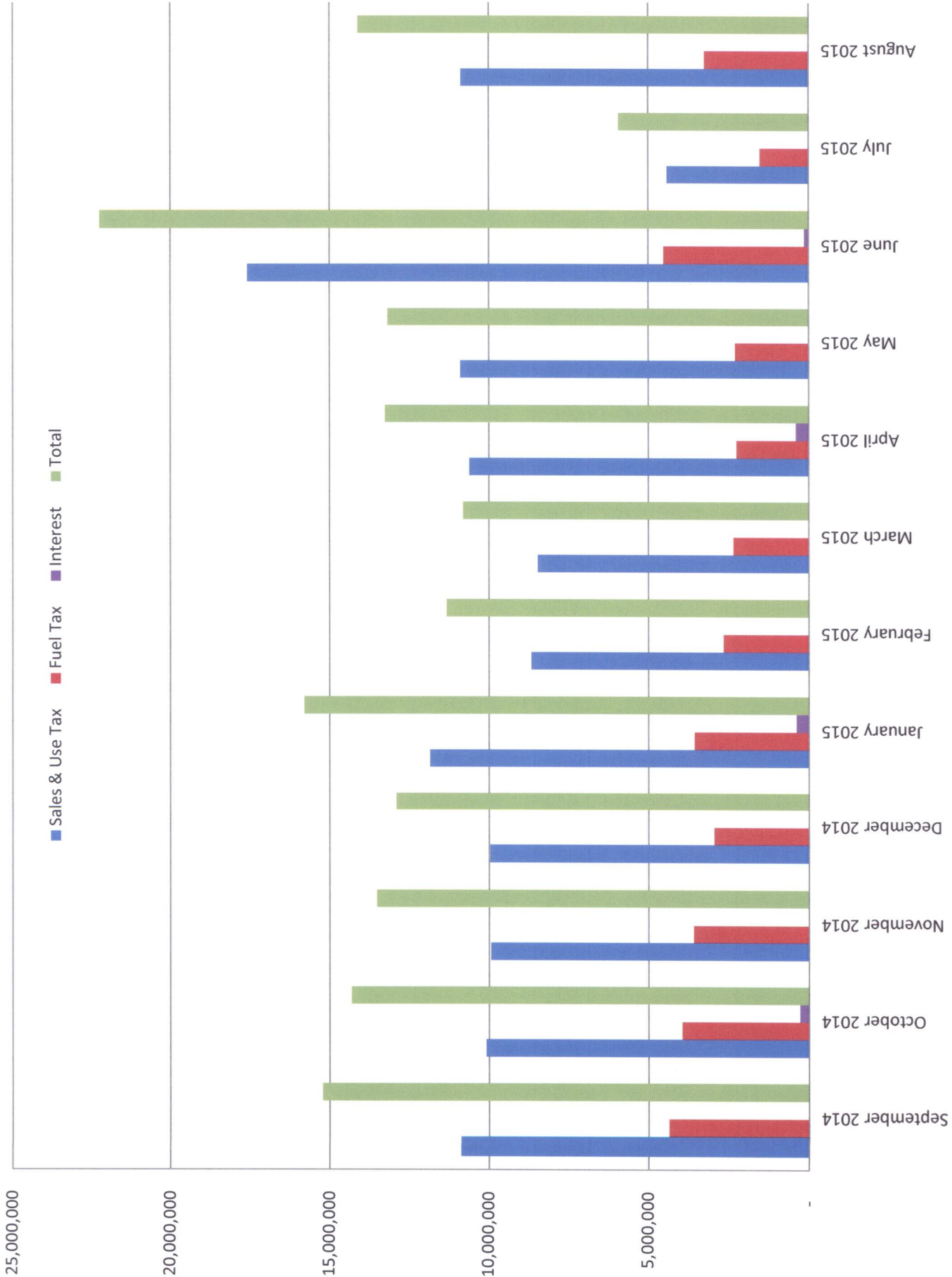


Table 1 - Total HRTF Revenues

Hampton Roads Transportation Fund (HRTF)

Total of Sales & Use and Fuels Taxes

Fiscal Year 2016

Locality	Total FY2014 & FY 2015	Previous FY2016	August 2015	Total YTD FY2016	Total
Chesapeake	\$ 57,563,089	\$ 1,003,413	\$ 2,512,149	\$ 3,515,562	\$ 61,078,651
Franklin	2,865,973	32,652	109,341	141,993	3,007,966
Hampton	23,542,897	416,932	998,554	1,415,486	24,958,383
Isle of Wight	5,282,253	108,788	196,385	305,173	5,587,426
James City	14,177,964	307,909	674,932	982,841	15,160,805
Newport News	33,547,498	588,164	1,430,900	2,019,064	35,566,562
Norfolk	43,822,384	791,947	1,864,546	2,656,493	46,478,877
Poquoson	850,501	14,538	38,756	53,294	903,795
Portsmouth	11,236,094	261,043	494,164	755,207	11,991,301
Southampton	1,597,572	30,788	61,068	91,856	1,689,428
Suffolk	14,942,594	286,171	614,057	900,228	15,842,822
Virginia Beach	85,034,171	1,658,198	4,101,105	5,759,303	90,793,474
Williamsburg	7,022,217	135,770	328,603	464,373	7,486,590
York	14,636,839	290,077	686,683	976,760	15,613,599
Total	\$ 316,122,046	\$ 5,926,390	\$ 14,111,242	\$ 20,037,632	\$ 336,159,679
Interest	1,582,315	-	-	-	1,582,315
Total Revenues	\$ 317,704,361	\$ 5,926,390	\$ 14,111,242	\$ 20,037,632	\$ 337,741,994
Construction	(1,544,502)	-	-	-	(1,544,502)
Dept of Tax Admin Fees	(499,518)	-	-	-	(499,518)
DMV Admin Fees	(98,695)	-	-	-	(98,695)
Cash Balance	\$ 315,561,646	\$ 5,926,390	\$ 14,111,242	\$ 20,037,632	\$ 335,599,279
Less Balance of Encumbered					(350,711,990)
Net Available Cash					\$ (15,112,711)
Forecast	331,869,992	6,298,748	15,088,383	21,387,131	353,257,123
Total Revenue - Forecast (under)/over	(14,165,631)	(372,358)	(977,141)	(1,349,499)	(15,515,129)

Table 1A - State Sales & Use Tax

Hampton Roads Transportation Fund (HRTF)

State Sales & Use Tax

Fiscal Year 2016

Locality	Total FY2014 & FY 2015	Previous FY2016	August 2015	Total YTD FY2016	Total
Chesapeake	\$ 42,602,215	\$ 730,938	\$ 1,879,363	\$ 2,610,301	\$ 45,212,516
Franklin	1,855,105	28,406	73,616	102,023	1,957,128
Hampton	17,539,754	292,302	752,605	1,044,907	18,584,661
Isle of Wight	2,663,976	56,514	114,683	171,197	2,835,173
James City	12,098,166	241,828	581,904	823,732	12,921,898
Newport News	25,985,257	427,581	1,085,842	1,513,423	27,498,680
Norfolk	35,121,631	606,912	1,490,060	2,096,972	37,218,603
Poquoson	558,003	12,550	23,620	36,170	594,173
Portsmouth	7,793,823	175,698	347,403	523,102	8,316,925
Southampton	617,250	15,548	22,943	38,491	655,741
Suffolk	9,516,894	206,911	406,490	613,401	10,130,295
Virginia Beach	65,279,448	1,296,951	3,290,474	4,587,425	69,866,873
Williamsburg	5,391,622	95,570	270,066	365,636	5,757,258
York	10,818,381	225,192	531,367	756,559	11,574,940
Total	\$ 237,841,525	\$ 4,412,902	\$ 10,870,438	\$ 15,283,340	\$ 253,124,865
Updated Forecast	236,871,040	6,019,163	10,637,062	16,656,225	253,527,265
Diff(under)/over	970,485	(1,606,261)	233,376	(1,372,885)	(402,400)

Table 1B - Local Fuels Tax

Hampton Roads Transportation Fund (HRTF)
Local Fuels Tax
Fiscal Year 2016

Locality	Total FY2014 & FY 2015	Previous FY2016	August 2015	Total YTD FY2016	Total
Chesapeake	\$ 14,960,876	\$ 272,475	\$ 632,786	\$ 905,261	\$ 15,866,137
Franklin	1,010,868	4,245	35,724	39,969	1,050,837
Hampton	6,003,145	124,631	245,949	370,579	6,373,724
Isle of Wight	2,618,275	52,274	81,702	133,976	2,752,251
James City	2,079,798	66,081	93,028	159,109	2,238,907
Newport News	7,562,240	160,583	345,058	505,641	8,067,881
Norfolk	8,700,754	185,035	374,487	559,522	9,260,276
Poquoson	292,497	1,989	15,136	17,124	309,621
Portsmouth	3,442,272	85,344	146,761	232,105	3,674,377
Southampton	980,321	15,240	38,125	53,365	1,033,686
Suffolk	5,425,699	79,260	207,567	286,827	5,712,526
Virginia Beach	19,754,723	361,247	810,630	1,171,877	20,926,600
Williamsburg	1,630,595	40,200	58,536	98,736	1,729,331
York	3,818,458	64,885	155,316	220,201	4,038,659
Total	78,280,521	\$ 1,513,488	\$ 3,240,804	\$ 4,754,292	\$ 83,034,812
Updated Forecast	94,200,002	279,585	4,451,321	4,730,906	98,930,908
Diff(under)/over	(15,919,481)	1,233,903	(1,210,517)	23,386	(15,896,096)

Table 2A - Dept of Tax Administrative Fee

Hampton Roads Transportation Fund (HRTF)
Administrative Fee
Fiscal Year 2016

Locality	Total FY2014 & FY 2015	Previous FY2016	August 2015	Total YTD FY2016	Total
Chesapeake	\$ 88,870	\$ -	\$ -	-	\$ 88,870
Franklin	3,817	-	-	-	3,817
Hampton	36,711	-	-	-	36,711
Isle of Wight	5,729	-	-	-	5,729
James City	27,205	-	-	-	27,205
Newport News	54,648	-	-	-	54,648
Norfolk	74,054	-	-	-	74,054
Poquoson	1,120	-	-	-	1,120
Portsmouth	15,747	-	-	-	15,747
Southampton	1,366	-	-	-	1,366
Suffolk	19,302	-	-	-	19,302
Virginia Beach	136,884	-	-	-	136,884
Williamsburg	11,448	-	-	-	11,448
York	22,617	-	-	-	22,617
Total	\$ 499,518	\$ -	\$ -	\$ -	\$ 499,518
% of Sales & Use Tax Revenue	0.21%	0.00%	0.00%	0.00%	0.20%

Table 2B - DMV Administrative Fee

Hampton Roads Transportation Fund (HRTF)

Administrative Fee

Fiscal Year 2016

Locality	Total FY2014 & FY 2015	Previous FY2016	August 2015	Total YTD FY2016	Total
Chesapeake	18,260	\$ -	\$ -	-	\$ 18,260
Franklin	1,255	-	-	-	1,255
Hampton	7,781	-	-	-	7,781
Isle of Wight	3,305	-	-	-	3,305
James City	2,869	-	-	-	2,869
Newport News	9,844	-	-	-	9,844
Norfolk	10,866	-	-	-	10,866
Poquoson	275	-	-	-	275
Portsmouth	4,957	-	-	-	4,957
Southampton	1,212	-	-	-	1,212
Suffolk	7,249	-	-	-	7,249
Virginia Beach	24,312	-	-	-	24,312
Williamsburg	1,616	-	-	-	1,616
York	4,895	-	-	-	4,895
Total	<u>98,695</u>	<u>\$ -</u>	<u>\$ -</u>	<u>-</u>	<u>\$ 98,695</u>
% of Fuel Tax Revenues	<u>0.13%</u>	<u>0.00%</u>	<u>0.00%</u>	<u>0.00%</u>	<u>0.12%</u>

Table 3 - Allocations

Hampton Roads Transportation Fund (HRTF)

Allocations

Fiscal Year 2016

Project	Total FY2014 & FY 2015	Previous FY2016	August 2015	Total YTD FY2016	Total
I-64 Peninsula Widening - UPC 104905 (Segment 1) -Construction - UPC 106665 (Segment 2) - PE & Construction	\$ 44,000,000	\$ -	\$ -	-	\$ 44,000,000
	6,000,000	-	207,592,853	207,592,853	213,592,853
I-64/264 Interchange Improvement - UPC 17630 - PE/ROW - UPC 57048 - PE/ROW	54,592,576	-	-	-	54,592,576
	15,071,063	-	-	-	15,071,063
	5,000,000	-	-	-	5,000,000
Third Crossing - UPC 106724 - SEIS	20,000,000	-	-	-	20,000,000
I-64 Southside/High-Rise Bridge - UPC 106692 - PE					
Total					\$ 352,256,492

Table 4 - Expenditures

Hampton Roads Transportation Fund (HRTF)
Expenditures
Fiscal Year 2016

Project	Total FY2014 & FY 2015	Previous FY2016	August 2015	Total YTD FY2016	Total
I-64 Peninsula Widening - UPC 104905 (Segment 1) -Construction	\$ 1,544,502	\$ -	\$ -	-	\$ 1,544,502
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
Total	\$ 1,544,502	\$ -	\$ -	\$ -	\$ 1,544,502