

**Hampton Roads Transportation
Accountability Commission (HRTAC)**
Summary Minutes of the July 16, 2020 Regular Commission Meeting

The Hampton Roads Transportation Accountability Commission (HRTAC) Annual Organizational Meeting was called to order at 9:00 a.m. by conference call due to COVID-19, with the following in attendance by telephone:

HRTAC Members in Attendance:

Linda T. Johnson, Chair	Herbert Green (in for Eugene Hunt), PQ
Donnie Tuck, Vice Chair	Christopher Cornwell, SH
Rick West, CH	Thomas G. Shepperd, YK
Frank Rabil, FR	Robert Dyer, VB
William McCarty, IW	Delegate Clint Jenkins, VGA
Michael Hipple, JC	Delegate Joseph Lindsey, VGA
McKinley Price, NN	Senator Louise Lucas, VGA
Kenneth Alexander, NO	Senator Monty Mason, VGA
John Rowe, PO	Delegate Mike Mullin, VGA

HRTAC Executive Director

Kevin Page

HRTAC Ex-Officio Members in Attendance:

Stephen Brich, VDOT	Cathie Vick VPA*
Jennifer Mitchell, DRPT	

Other Participants:

Chris Price, CH	Patrick Roberts, SU
Amanda Jarratt, FR	Tom Leahy, VB
Mary Bunting, HA	Christopher Hall, VDOT
Chip Filer, NO	Andrew Trivette, WM
J. Randall Wheeler, PQ	Tom Inglima, Willcox & Savage
Michael Johnson, SH	

HRTAC Ex-Officio Members Absent:

John Malbon, CTB

* Denotes Late Arrival or Early Departure

Others Recorded Attending:

Eric Ballou (Kaufman and Canoles); Kathryn Reed (Veteran Reporters); Danetta Jankosky, Tiffany Smith, Sheila Wilson (HRPDC); Lynn Coen, Jennifer Hodnett (HRTAC); Bob Crum, Mike Kimbrel, John Mihaly (HRTPO)

Declaration re: Purpose of Meeting, Call to Order and Roll Call

Mr. Tom Inglima, HRTAC General Counsel, proceeded to read the following declaration for the Members:

In light of the Governor's Declared State of Emergency due to COVID-19, it is impracticable and unsafe for the Commission to assemble in a single location, so the meeting will be held electronically, by telephone, pursuant to the 2020 Appropriation Act. The purpose of the meeting is to discuss or transact the business statutorily required or necessary to continue operations of the Commission and the discharge of its lawful purposes, duties, and responsibilities. The public is welcome to use the number to attend the meeting electronically. The Commission will make available a recording or transcript of the meeting on its website in accordance with the timeframes established in Sections 2.2-3707 and 2.2-3707.1 of the Code of Virginia.

A roll call vote of all Members was taken in order to confirm a quorum:

Mayor Rick West: Present
Mayor Frank Rabil: Present
Mayor Donnie Tuck: Present
Mr. Michael McCarty: Present
Mr. Michael Hipple: Present
Mayor McKinley Price: Present
Mayor Kenneth Alexander: Present
Mr. Herbert Green: Present
Mayor John Rowe: Present
Mr. Christopher Cornwell: Present
Chair Linda Johnson: Present
Mayor Robert Dyer: Present
Mayor Doug Pons: Present
Mr. Thomas Shepperd: Present
Senator Louise Lucas: Present
Senator Monty Mason: Present
Delegate Clint Jenkins: Present
Delegate Joseph Lindsey: Present
Delegate Mike Mullin: Present
Mr. John Malbon: No Response
Mr. Stephen Brich: Present
Ms. Jennifer Mitchell: Present

The quorum was confirmed by Mr. John Mihaly.

Approval of Agenda

Mayor John Rowe Moved to approve the agenda, Mayor McKinley Price Seconded. A roll call vote of the voting Members was taken:

Mayor Rick West: Yes
Mayor Frank Rabil: Yes
Mayor Donnie Tuck: Yes
Mr. William McCarty: Yes
Mr. Michael Hipple: Yes
Mayor McKinley Price: Yes
Mayor Kenneth Alexander: Yes
Mr. Herbert Green: Yes
Mayor John Rowe: Yes
Mr. Christopher Cornwell: Yes
Chair Linda Johnson: Yes
Mayor Robert Dyer: Yes
Mayor Doug Pons: Yes
Mr. Thomas Shepperd: Yes
Senator Louise Lucas: Yes
Senator Monty Mason: Yes
Delegate Clint Jenkins: Yes
Delegate Joseph Lindsey: Yes
Delegate Mike Mullin: Yes

Mr. John Mihaly confirmed The Motion Carried.

Public Comment Period (limit 5 minutes per individual)
No one from the public requested to make a public comment.

Chair's Comments

HRTAC Chair, Linda T. Johnson, welcomed new HRTAC Members from the General Assembly and the City of Williamsburg.

Ms. Cathie Vick arrives.

Consent Items

A. Minutes of the June 18, 2020 Annual Organizational Meeting

Mr. Michael Hipple Moved to approve the consent agenda items; Seconded by Mayor Bobby Dyer. A roll call vote of the voting Members was taken:

Mayor Rick West: Yes
Mayor Frank Rabil: Yes
Mayor Donnie Tuck: Yes
Mr. William McCarty: Yes
Mr. Michael Hipple: Yes
Mayor McKinley Price: Yes
Mayor Kenneth Alexander: Yes
Mr. Herbert Green: Yes
Mayor John Rowe: Yes

Mr. Christopher Cornwell: Yes
Chair Linda Johnson: Yes
Mayor Robert Dyer: Yes
Mayor Doug Pons: Yes
Mr. Thomas Shepperd: Yes
Senator Louise Lucas: Yes
Senator Monty Mason: Yes
Delegate Clint Jenkins: Yes
Delegate Joseph Lindsey: Yes
Delegate Mike Mullin: Yes

Mr. John Mihaly confirmed The Motion Carried.

Action Item

A. Amended and Restated Bylaws, Second Reading

Mr. Kevin B. Page, HRTAC Executive Director, reminded the Commission that the Third Amended and Restated Bylaws of HRTAC were first read and presented to the Members at the June 18, 2020 Annual Organizational Meeting and stated that no comments had been received by HRTAC Staff.

Mr. Tom Inglima, HRTAC General Counsel, performed a second reading by reviewing the proposed amendments to the Bylaws with the Members.

Mayor John Rowe Moved the Commission adopt the Third Amended and Restated Bylaws; Seconded by Mayor Kenneth Alexander. A roll call vote of the Members was taken:

Mayor Rick West: Yes
Mayor Frank Rabil: Yes
Mayor Donnie Tuck: Yes
Mr. William McCarty: Yes
Mr. Michael Hipple: Yes
Mayor McKinley Price: Yes
Mayor Kenneth Alexander: Yes
Mr. Herbert Green: Yes
Mayor John Rowe: Yes
Mr. Christopher Cornwell: Yes
Chair Linda Johnson: Yes
Mayor Robert Dyer: Yes
Mayor Doug Pons: Yes
Mr. Thomas Shepperd: Yes
Senator Louise Lucas: Yes
Senator Monty Mason: Yes
Delegate Clint Jenkins: Yes
Delegate Joseph Lindsey: Yes
Delegate Mike Mullin: Yes

Mr. John Mihaly confirmed The Motion Carried.

B. Master Agreement for Development and Tolling of Hampton Roads Express Lanes Network (a/k/a Master Tolling Agreement) - Resolution Authorizing Finalization, Execution and Delivery

Mr. Kevin B. Page, explained the Master Tolling Agreement was a large undertaking occurring over several months and all teams involved worked in collaboration to come to the final terms of the agreement.

Mr. Tom Inglima, HRTAC General Counsel, reminded the Members of the PowerPoint presentation that he provided to the Members at the June 18 meeting, summarizing the material terms of the Master Tolling Agreement. Mr. Inglima noted that the PowerPoint has since been updated to reflect two open issues that were discussed during the June 18 meeting: (1) the Tolling Policy Committee; and (2) compensation for loss of toll revenue and/or increased tolling costs.

He first reviewed the changes for the Toll Policy Committee. To avoid the prospect of a deadlock, the Committee would serve in a purely advisory role. To ensure the Commissioner of Highways is able to evaluate the policies and their impact on safety and operations, the parties have agreed on a process whereby the Commissioner will be asked to issue either a "No Exception" notice indicating that the Commissioner has no objections, or an "Exception" notice. Importantly, the Commissioner may not take exception unless he or she is able to reasonably demonstrate that the proposed policies without modification are reasonably likely to have a material adverse effect on safety or operations. Specific tests are used to reduce the potential for disputes.

Mr. Inglima next explained the circumstances in which VDOT would compensate HRTAC for loss of toll revenue and/or increased tolling costs. He described the concept of a compensable maintenance event, which, for example, would be triggered if VDOT's maintenance activities result in an extended closure (i.e., more than 60 consecutive days or more than 1,080 hours in a 180-day period) of HOT lanes or general purposes lanes. Mr. Inglima noted that maintenance caused by negligence, misconduct of a third party, or an act of God would not trigger a compensable maintenance event.

Mr. Inglima summarized the exhibits to the Master Tolling Agreement, highlighting the form Standard Project Agreement, Electronic Toll Collection Agreement and Violation Processing Services Agreement.

The next steps were reviewed with the Members, which included the CTB approval of the Master Tolling Agreement, VDOT's issuance of a Notice to Proceed on the HRBT Project, and closing on HRTAC's bond sale.

Discussion ensued whereby the Members commended all parties involved with the Master Tolling Agreement on the positive progress made and highlighted the beneficial impact that the Project will have on the region.

Mr. Thomas Shepperd inquired whether sufficient funds would be available to proceed with the HRBT Project.

Mr. Inglima stated that the answer turned on the execution of the Master Tolling Agreement because at least \$345 million of the funding under the HRBT funding agreement would be supported by toll revenues.

Mr. Inglima also reminded the Members of the bond issuance that HRTAC has programmed and planned for August. He indicated that there are conditions to be fulfilled to sell the bonds: (1) execution of the Master Tolling Agreement; and (2) achievement of Notice to Proceed on the construction of the HRBT Project.

Mayor John Rowe Moved to approve Resolution 2020-02, Master Agreement for Development and Tolling of the Hampton Roads Express Lanes Network, also known as Master Tolling Agreement, approval of and authorization to execute and deliver Master Tolling Agreement for Development and Tolling of the Hampton Roads Express Lanes Network; Seconded by Mayor McKinley Price. A roll call vote of the voting Members was taken:

Mayor Rick West: Yes
Mayor Frank Rabil: Yes
Mayor Donnie Tuck: Yes
Mr. William McCarty: Yes
Mr. Michael Hipple: Yes
Mayor McKinley Price: Yes
Mayor Kenneth Alexander: Yes
Mr. Herbert Green: Yes
Mayor John Rowe: Yes
Mr. Christopher Cornwell: Yes
Chair Linda Johnson: Yes
Mayor Robert Dyer: Yes
Mayor Doug Pons: Yes
Mr. Thomas Shepperd: Yes
Senator Louise Lucas: Yes
Senator Monty Mason: Yes
Delegate Clint Jenkins: Yes
Delegate Joseph Lindsey: Yes
Delegate Mike Mullin: Yes

Mr. John Mihaly confirmed The Motion Carried.

C. Hampton Roads Regional Transit Fund Update

Mr. Kevin Page, HRTAC Executive Director, informed the Commission of the new Hampton Roads Regional Transit Program and Funds legislation from the 2020 General Assembly, pursuant to which the funds would be developed, distributed and managed by HRTAC. He

also mentioned the creation of a new HRTAC committee – the Hampton Roads Transit Funding Committee.

Mr. Page indicated that the Hampton Roads Regional Transit Funds (HRRRTF) and the Hampton Roads Transportation Fund (HRTF) would be independent funds; but that the administration and investment of the funds would be the same.

He referenced the future collaboration between HRTAC, the Department of Rail and Public Transportation (DRPT), Hampton Roads Transit (HRT), and the Hampton Roads Transportation Planning Organization (HRTPO).

Mr. Robert Crum, HRTPO Executive Director, explained that the new legislation required the HRTPO to implement a Regional Transit Advisory Panel. He noted the Panel's membership would include all relevant parties for a regionally coordinated transit system. Mr. Crum indicated that the HRTPO Board would be taking action on establishing that Panel at its July 16, 2020 meeting.

Mr. William Harrell, Hampton Roads Transit, briefed the Commission on the Strategic Planning efforts currently underway. He explained that the new legislation allowed HRT to work with partner organizations and cities to allow transit to complement the current investments in bridges, roads and tunnels in the region.

This item was a discussion item for the Commission, no action was taken.

Information Items

A. HRTAC Monthly Financial Report

Chair Johnson highlighted the Monthly Financial Report with the Commission.

B. VDOT/HRTAC Project Updates, HRBT/Other

Mr. Christopher Hall, VDOT District Administrator, indicated positive progress on and highlighted the milestones reached for a series of projects.

Mr. Steve Brich, VDOT Commissioner of Highways, stated significant progress had been made on the HRBT Project and stated that the Notice to Proceed date was going to be sometime in late July or early August. He indicated that the Project is ahead of schedule and VDOT has lessons learned from the Chesapeake Bay Bridge Tunnel Project.

D. Next HRTAC Regular Meeting – September 17, 2020, 12:30 p.m., (Meeting by Conference Call unless the Governor lifts the State of Emergency), if not adjusted by Action Item 6C

Adjournment

With no further business to come before the Hampton Roads Transportation Accountability Commission, the meeting adjourned at 9:58 a.m.

Linda T. Johnson
Linda T. Johnson
HRTAC Chair