

**Hampton Roads Transportation
Accountability Commission (HRTAC)**
**Summary Minutes of the September 21, 2023 Regular Commission
Meeting**

The Hampton Roads Transportation Accountability Commission (HRTAC) Regular Meeting was called to order at 12:34 p.m. with the following in attendance:

HRTAC Members in Attendance:

Mayor Richard "Rick" West, Chair	Mayor Bobby Dyer, VB
Council Member Chris Bowman, HA (in for Mayor Donnie Tuck)	Supervisor Thomas G. Shepperd, YK*
Supervisor William McCarty, IW	Mayor Doug Pons, WM
Supervisor Michael Hipple, JC	Delegate Amanda Batten, VGA
Council Member Cleon Long, NN (in for Phillip Jones)	Delegate Anne Ferrell Tata, VGA
Mayor Shannon Glover, PO	Delegate Barry Knight, VGA
Council Member Charles Southall, PQ (in for Mayor Gordon Helsel)	Senator Monty Mason, VGA
Mayor Michael Duman, SU	Senator Louise Lucas, VGA

HRTAC Executive Director

Kevin Page

HRTAC Ex-Officio Members in Attendance:

Board Member Frederick T. Stant III, CTB	Officer Barb Nelson, VPA
Commissioner Stephen Brich, VDOT	

Other Participants:

Chris Price, CH	Patrick Duhaney, VB
Jason Mitchell, HA	Andrew Trivette, WM
Scott Stevens, JC	Wayne Coleman, CTB
John Stevenson, NO	William Harrell, HRT
J. Randall Wheeler, PQ	District Engineer Chris Hall, VDOT
Brian Swets, PO	Thelma Drake, VIPRA
Brian Thrower, SH	Tom Inglima, Willcox & Savage
Al Moor, SU	

HRTAC Voting Members Absent:

Mayor Robert Cutchins, FR	Supervisor Christopher Cornwell, SH
Mayor Kenneth Alexander, NO	

HRTAC Ex-Officio Members Absent:

Director Jennifer Debruhl, DRPT

* Denotes Late Arrival or Early Departure

Others Recorded Attending:

David Westcott Jr. (CH); Jerri Wilson (NN); Jessica Dennis (NO); Andrew Damon (VB); Will Smith (Senator L. Louise Lucas's Office); Jim Calpin (Bank of America); Noelle Pinkard (HRT); Ashlynn Herring (POV); Ed Reed (Two Capitols Consulting VB/HPT); Diane Kaufman (U.S. Senator Tim Kaine's Office); Todd Halacy (VDOT); Colleen Gregory-Gettel (Veterans Reporters); Mark Burns (Wells Fargo); Courtney Whelan (Willcox & Savage); Rob Cofield, Danetta Jankosky, Andrew Margason, Twanesha Murray, Joe Turner, Chris Vaigneur, Sheila Wilson (HRPDC); Lynn Coen, Jennifer Hodnett (HRTAC); Bob Crum, John Mihaly, Pavithra Parthasarathi (HRTPO)

Call to Order and Roll Call

Chair Richard West called the meeting to order at 12:34 p.m. and a roll call of all Members was taken in order to confirm a quorum:

Chair Rick West: Present
Mayor Robert Cutchins : No Response
Council Member Chris Bowman: Present
Supervisor William McCarty: Present
Supervisor Michael Hipple: Present
Council Member Cleon Long: Present
Mayor Kenneth Alexander: No Response
Council Member Charles Southall: Present
Mayor Shannon Glover: Present
Supervisor Christopher Cornwell: No Response
Mayor Michael Duman: Present
Mayor Robert Dyer: Present
Mayor Doug Pons: Present
Supervisor Thomas Shepperd: Present
Senator Louise Lucas: Present
Senator Monty Mason: Present
Delegate Barry Knight: Present
Delegate Amanda Batten: Present
Delegate Anne Ferrell Tata: Present
CTB Board Member Frederick Stant: Present
VDOT Commissioner Stephen Brich: Present
Director Jennifer Debruhl: No Response
Ms. Barb Nelson: Present

The quorum was confirmed by Mr. John Mihaly.

Approval of Agenda

Supervisor Michael Hipple Moved to approve the agenda; Seconded by Supervisor William McCarty. 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

Chair West stated that he and several other Mayors and business leaders had the opportunity to travel to Germany for a workforce mission.

Mr. Doug Smith, CEO of Hampton Roads Alliance, explained that the trip was to learn about Germany's development and preparation of its workforce. He indicated that the group was presented with a model of the boring machine used for the Hampton Roads Bridge-Tunnel expansion. The boring machine was built near Stuttgart, Germany. A model of the machine was displayed and Mr. Smith gave a synopsis of how Herrenknecht, the manufacturer, started and the different industries in which they are involved and looking to get involved.

Consent Items

- A. Minutes of the June 15, 2023 Annual Organizational Meeting
- B. Fiscal Year 2023 Annual Report to the Joint Commission on Transportation Accountability Relating to the Hampton Roads Transportation Fund
- C. HRTAC Investment Policy – Update re: Verification of Deposits
- D. I-64/Denbigh Boulevard Interchange Project, Phase 2 Preliminary Engineering and Right of Way (UPC 123656) Standard Project Agreement
- E. I-64/I-464 Interchange, Exit 291 Flyover Ramp Improvements, UPCs 120375 and 123222 Standard Project Agreement
- F. Bowers Hill Interchange Study, UPC 111427 Standard Project Agreement Second Amendment

Supervisor Hipple Moved to approve the consent agenda items; Seconded by Mayor Bobby Dyer. The Motion Carried.

Action Items

A. Fiscal Year 2023 Audited Financial and Compliance Report

Kevin Page, HRTAC Executive Director, explained that the Commission is audited annually by the Auditor of Public Accounts (APA) in accordance with HRTAC's enabling legislation. He stated that PBMares is an outside auditing firm that was engaged by the APA to conduct this independent audit. Executive Director Page indicated that the Finance Committee received a full report at their September 21, 2023 meeting.

HRTAC Finance Committee Chair Michael Hipple stated that the Finance Committee had a detailed discussion and that following discussion the Finance Committee recommended approval of the FY2023 Draft Audited and Financial Compliance Report for HRTAC.

Mayor Shannon Glover Moved that the Commission (i) approves the draft Fiscal Year 2023 Audited Financial and Compliance Report for HRTAC and (ii) authorizes the Executive Director to work with the Auditor of Public Accounts to finalize and provide its distribution; Seconded by Mayor Michael Duman. The Motion Carried.

B. 2023 HRTF Backed TIFIA Loan and Associated Bond Anticipation Note Authorizations - HRELN Segment 4C, Resolution 2023-02

Executive Director Page reviewed the proposed action with the Commission, noting that the two-prong financing structure, comprised of Bond Anticipation Notes and a TIFIA Loan, had been used by HRTAC in previous financings.

Ms. Liang Shan, PFM, reminded the Commission that this is the third time this funding approach has been utilized and that based on the current markets, the Commission may achieve favorable economic benefits again.

Mr. Eric Ballou, Kaufman and Canoles, HRTAC Bond Counsel, reviewed HRTAC Resolution 2023-02 with the Commission. He summarized the three major areas of the Resolution, which included (1) approval of borrowing/transaction, (2) approval of financing documentation associated with the transaction, and (3) the delegation of power to the Commission Chair and Executive Director to finalize the transaction. He noted that the delegation of power had certain parameters.

HRTAC Finance Committee Chair Michael Hipple stated that the Finance Committee had detailed discussions and recommends Commission adoption of Resolution 2023-02.

Commission discussion ensued regarding the proposed transaction.

Mr. Ballou summarized the parameters set out in Resolution 2023-02 regarding the interest rate, TIFIA Loan amount and maturity date. He also explained the limitations on the delegation of authority to the Chair and the Executive Director.

Mayor Dyer Moved that the Commission adopt Resolution 2023-02; Seconded by Supervisor Hipple. The Motion Carried.

C. Amended and Restated Project Agreement for Funding and Administration for the I-64 Hampton Roads Bridge-Tunnel Expansion Project – Actions in Support of VDOT's Efforts Re: Project Issues – To Be Addressed in Resolution 2023-03 – Closed Session

Supervisor Hipple Moved that a closed session be held for discussions regarding the Hampton Roads Bridge-Tunnel Expansion Project and the agreements related to the construction and funding of the Project, in accordance with Virginia Code Section 2.2-3711(A)(8) for the purpose of consulting with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel, which communications with counsel will be covered by attorney-client privilege and the common interest doctrine; Seconded by Senator Monty Mason. The Motion Carried.

Supervisor Thomas Shepperd Leaves

Closed session began at 12:56 p.m. and ended at 1:25 p.m.

Mr. Tom Inglima, HRTAC Counsel, read the following certification:

The Hampton Roads Transportation Accountability Commission hereby certifies that to the best of each member's knowledge, only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act and only such public business matters as were identified in the motion by which the closed meeting was convened, were heard, discussed, or considered in the closed meeting just concluded. A roll call vote was taken:

Chair Rick West: Yes
Mayor Robert Cutchins : No Response
Council Member Chris Bowman: Yes
Supervisor William McCarty: Yes
Supervisor Michael Hipple: Yes
Council Member Cleon Long: Yes
Mayor Kenneth Alexander: No Response
Council Member Charles Southall: Yes
Mayor Shannon Glover: Yes
Supervisor Christopher Cornwell: No Response
Mayor Michael Duman: Yes
Mayor Robert Dyer: Yes
Mayor Doug Pons: Yes
Supervisor Thomas Shepperd: No Response
Senator Louise Lucas: Yes
Senator Monty Mason: Yes
Delegate Barry Knight: Yes
Delegate Amanda Batten: Yes
Delegate Anne Ferrell Tata: Yes
CTB Board Member Frederick Stant: Yes

VDOT Commissioner Stephen Brich: Yes
Director Jennifer Debruhl: No Response
Officer Barb Nelson: Yes

Supervisor McCarty Moved that the Commission approves and adopts Resolution 2023-03; Seconded by Supervisor Hipple. The Motion Carried.

Information Items

A. HRTAC Monthly Financial Report

Executive Director Page reviewed the Monthly Financial Report with the Commission.

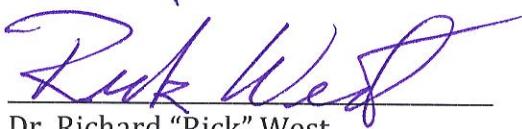
B. VDOT Project Updates

Executive Director Page noted that the VDOT project updates were included in the agenda package.

C. HRTAC Regular Meeting – December 14, 2023

Adjournment

With no further business to come before the Hampton Roads Transportation Accountability Commission, the meeting adjourned at 1:29 p.m.



Dr. Richard "Rick" West,
HRTAC Chair