The Virginia Passenger Rail Authority Personnel and Compensation Committee Board held a meeting using electronic means only (via Microsoft Teams) on November 30, 2022.

MEMBERS PRESENT and PARTICIPATING ELECTRONICALLY
The Chair Jennifer DeBruhl, Wick Moorman, Personnel and Compensation Committee Chairperson; Victor Cardwell, Personnel and Compensation Committee member; Sharon Bulova, Personnel and Compensation Committee member; Jay Fisette, Personnel and Compensation Committee member; Rod Hall, Personnel and Compensation Committee member

MEMBERS ABSENT
None

VIRGINIA PASSENGER RAIL AUTHORITY STAFF
DJ Stadtler, Joan Panik, Kim Coleman, MaryEstelle Douglas, Michael Westermann, Derrick Easter, Jason Cheeks

GUESTS/OTHERS PRESENT
None

CALL TO ORDER
Mr. Moorman called the meeting to order at 10:05 a.m.

MOTION TO APPROVE PREVIOUS MEETING MINUTES
A motion was made by Sharon Bulova and seconded by Victor Cardwell to approve the previous Personnel and Compensation meeting minutes from July 13, 2022. The motion was carried unanimously, with the vote in favor cast by Sharon Bulova, Wick Moorman, Victor Cardwell. Jay Fisette and Rod Hall abstained because neither attended the July 13 meeting.
ORGANIZATIONAL UPDATES  
*Presented by: Joan Panik, Chief Administrative Officer, Virginia Passenger Rail Authority*

Ms. Panik reviewed organizational updates including the external market and its impact at VPRA. VPRA works to ensure that people who come on are a fit for the culture being built at VPRA. VPRA is deliberately investing in the individual development of employees.

WORKPLACE DIVERSITY  
*Presented by: DJ Stadtler, Executive Director, Virginia Passenger Rail Authority*

Diversity is a critical part of building the VPRA team to ensure a large pool of information and backgrounds are available to draw from. VPRA’s Racial Diversity Goal was reviewed. Working to ensure the best fit is considered for all positions. Cardwell asked where we are seeking applicants from and how we are seeking them. He mentioned the HBCUs that are in the area. VPRA is reaching out to HBCUs, and we are making deliberate steps to find the right applicants. Mr. Fisette asked what differentiates short and long term. Mr. Stadtler responded that short term is over the next 12 months.

CULTURE  
*Presented by: Joan Panik, Chief Administrative Officer, Virginia Passenger Rail Authority*

Since initial role out of Culture work. One of our values in action was surrounding ensuring safety. We identified needed areas for improvement in an All-Staff meeting, and the improvement list is being worked through. We have also started “Coffee with DJ” to ensure our most senior person connects with all employees to hear ideas.

HR POLICIES AND BENEFITS  
*Presented by: Kim Coleman, Senior Manager of Human Resources, Virginia Passenger Rail Authority*

VPRA is updating the employee manual to include specific pre- and post-employment activities, performance management, religious compensatory time, parental leave, bereavement leave, and commuter reimbursement. Mr. Fisette asked about a stipend if a person bikes or walks to work. Joan noted that we will take that as an action item and investigate. Rating scale was updated in the Performance Management Rating Scale. DJ noted that VPRA wants to hold a high bar for employees.

SHORT TERM INCENTIVE (STI) PROGRAM  
*Presented by: DJ Stadtler, Executive Director, Virginia Passenger Rail Authority*

VPRA has established a short-term incentive program. We wanted to ensure there was a compensation program in place to reward employees in the entire organization. There are four (4) goals, and the payout is based on hitting those goals. VPRA employees were asked for their input on the STI goals. Mr. Moorman asked if there was a discretion to reduce anyone’s goal. If someone is low
performing, are not eligible for the bonus. The performance year is from Oct. 1 to Sept 30. Dates are in place to encourage reaching the goal. Mr. Moorman suggested that Mr. Fisette be walked through the compensation information. Joan noted it as an action item and will make plans to connect with Mr. Fisette.

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**FY23 STI GOALS**

*Presented by: DJ Stadtler, Executive Director, Virginia Passenger Rail Authority*

DJ reviewed the four (4) short term incentive goals and the dates they are due. Please reference the PowerPoint slide 16 to review the goals. Mrs. Bulova asked if the increase in ridership was Amtrak and DJ confirmed it is (state-supported). DJ noted that increasing ridership is the one we have the least control over but is the most important and why we are here. Progress is updated to all employees as this is a team approach and each team impacts the reaching of the goals.

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**CLOSED SESSION**

Mr. Moorman asked for a motion to move into a closed session.

Sharon Bulova made a motion to move into a closed session, and Victor Cardwell seconded it. The motion was carried unanimously, with the vote in favor cast by Sharon Bulova, Wick Moorman, Victor Cardwell, Jay Fisette, and Rod Hall.

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**RECONVENED IN OPEN SESSION**

The meeting was reconvened in open session, a roll call vote was taken, and each member responded in the affirmative that “to the best of my knowledge, during the Closed Meeting, the only matters heard, discussed, or considered were those matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and only those public business matters as were identified in the motion by which the Closed Meeting was convened.” Each member responding in the affirmative was Sharon Bulova, Wick Moorman, Victor Cardwell, Jay Fisette, and Rod Hall.

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**ADJOURNMENT**

Mr. Moorman adjourned the meeting at 11:51 a.m. All presentations to the Personnel and Compensation Committee and meeting video can be found at [Virginia Passenger Rail Authority - YouTube](#)