



COMMONWEALTH of VIRGINIA

Virginia Passenger Rail Authority Board

Jennifer DeBruhl
Chairperson

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MINUTES

Meeting of the Board of the Virginia Passenger Rail Authority

Monday, May 23, 2022, · 10:00 am

VDOT Central Auditorium · 1221 East Broad Street · Richmond, Virginia 23219

The Virginia Passenger Rail Authority Board held a regular meeting using electronic and in-person communications means on May 23, 2022. The primary location was at the VDOT auditorium, 1221 Broad Street, Richmond, VA 23219.

MEMBERS PRESENT

The Chair Jennifer DeBruhl, Sharon Bulova, Rich Dalton, Patricia Doersch, Jay Fisette, Rod Hall, Bruno Maestri, James Spore

MEMBERS PARTICIPATING ELECTRONICALLY

Deborah Butler Painter, Wick Moorman, Cynthia Moses-Nedd, Victor Cardwell, Paul Nichols

MEMBERS ABSENT

None

VIRGINIA PASSENGER RAIL AUTHORITY STAFF

DJ Stadtler, Michael McLaughlin, Steve Pittard, Joan Panik, Michael Westermann, Jeremy Latimer, Ashwini Tamhane, Haley Glynn, Gerica Goodman, John Kostyniuk. Kate Youngbluth

DEPARTMENT OF RAIL AND PUBLIC TRANSPORTATION STAFF

Andrew Wright

GUESTS/OTHERS PRESENT

KPMG Representatives, Rob Case (Planner with Hampton Roads TPO), Chris Collins (HNTB).

CALL TO ORDER/ROLL CALL

Chairperson DeBruhl presided and called the meeting to order at 10:00 a.m. Ms. Douglas called roll and confirmed a quorum was present.

PUBLIC COMMENT

There were no public comments presented or received.

BOARD CHAIR WELCOME

Presented by: Jennifer DeBruhl, Board Chairperson

Ms. DeBruhl welcomed all in attendance in person and virtually and noted that she is looking forward to serving as VPRA Board Chair.

MOTION TO APPROVE PREVIOUS MEETING MINUTES

A motion was made by Sharon Bulova and seconded by Patricia Doersch to approve the previous board meeting minutes. The motion was carried unanimously, with the vote in favor cast by Sharon Bulova, Deb Butler Painter, Victor Cardwell, Patricia Doersch, Jay Fisette, Cynthia Moses-Nedd, and Jim Spore.

EXECUTIVE DIRECTOR'S REPORT

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

Mr. Stadtler presented the Executive Director's report to brief the board about administrative updates, Amtrak performance data, capital project updates, and financial updates for the previous month.

Mr. Fisette asked about train frequency and reliability and noted that due to these concerns many people don't take the train. He asked what we can do increase metrics for on-time performance. Discussion was held regarding the shared track with freight and its impact on schedules as well as other schedule concerns. Mr. Fisette asked for more information regarding work being done to pinpoint a consistent pattern of problems regarding this matter.

Joan Panik reviewed updates from a staffing perspective. Work has been done regarding VPRA's Mission, Vision, and Values. Ms. Doersch noted that VPRA is not a typical state agency. She asked what the process was that VPRA followed when coming up with the Mission, Vision, and Values. Ms. Panik noted that it was an all-authority collaboration and came from the employees. Mr. Fisette pointed out that teamwork and culture are important to how VPRA establishes itself. Ms. Bulova noted that she feels this is great work and that it shows ownership by the employees.

Mike McLaughlin provided an update on capital projects. All numbers presented are within scope for the budget of the project.

Steve Pittard reviewed financial updates for the month of April. Expenditure activity has been picking up as projects get up and running. Cost recovery percentages are at 81% compared to budget of 73%.

FY23 VPRA BUDGET

Presented by: Steve Pittard, Virginia Passenger Rail Authority

Steve Pittard reviewed the FY23 budget. He noted that CTB had approved the Capital Projects portion of the VPRA FY23 Budget on April 19, 2022. Ms. Butler Painter asked if there had been any developments on the supply chain side that would make it challenging to spend the money. Mr. Pittard noted that he did not anticipate any issues. Ms. Butler Painter noted that

she appreciates the effort not to come back for amended budgets.

MOTION TO APPROVE THE RECOMMENDED FY23 VPRA BUDGET

A motion was made by Sharon Bulova and seconded by Rod Hall to approve the FY23 VPRA Budget. The motion was carried unanimously with the vote in favor cast by Sharon Bulova, Deb Butler Painter, Victor Cardwell, Patty Doersch, Jay Fisette, Rod Hall, Cynthia Moses-Nedd, Paul Nichols, and Jim Spore.

FINANCIAL PLAN

Presented by: Steve Pittard, Virginia Passenger Rail Authority, and KPMG Consultants

KPMG has been working with VPRA to create a financial plan, based on what we know now, that gives more information on the funding plan for the capital projects. VPRA is actively looking forward to funding opportunities as progress is made through the phases of the projects. Ms. Doersch asked how we budget for the potential to get federal funds? Mr. Pittard noted that until the funds are awarded, he will not put them in the budget. VPRA has applied for federal funds to cover the following projects: New River Valley, Long Bridge Pedestrian and Bike bridge, and Newport News. Ms. Doersch asked what the money could be spent now, and Mr. McLaughlin noted it could be spent on design. Ms. Butler Painter complimented the group on the risk management part of the financial plan and asked how often the Board would be updated as the risk management portfolio evolves. Mr. Stadtler notes that the Board will be updated on a regular basis.

VPRA HR MANUAL

Presented by: Joan Panik, Virginia Passenger Rail Authority

Joan Panik reviewed the updated VPRA HR manual and highlighted changes. The initial review of the Employee Manual was in February 2021. There are 11 new policies, 24 updated policies, two deleted policies, and no substantive changes for 32 policies. Mr. Fisette asked about the status of aligning our policies with the Commonwealth. The intent is to remain as consistent as possible. Mr. Westermann notes that VPRA has some flexibility but closely aligns with the Commonwealth. Mr. Fisette agreed that it is good to align where possible and where there is no substantive reason to vary. Ms. Bulova asked about the Public Health Emergency leave and how it was updated to reflect the Governor's most recent update. Ms. Panik noted that those are items like mask mandates. Mr. Stadtler notes that VPRA does its best to attract quality employees. We complete risk management reviews monthly.

MOTION TO APPROVE MODIFICATIONS TO VPRA HR MANUAL

A motion was made by Sharon Bulova and seconded by Victor Cardwell to approve the modifications to the VPRA HR Manual. The motion was carried unanimously with the vote in favor cast by Sharon Bulova, Deb Butler Painter, Victor Cardwell, Patty Doersch, Jay Fisette, Rod Hall, Cynthia Moses-Nedd, and Jim Spore.

MOTION FOR CLOSED SESSION

Following the presentations, Sharon Bulova made the following motion:

"I move that the Board convene in a Closed Session pursuant to:

- a. Section 2.2-3711 (A)(1) of the Code of Virginia, for the purpose of discussing the performance of a specific public officer; and*
- b. Section 2.2-3711 (A)(8) of the Code of Virginia, for the purpose of consulting with legal counsel regarding the legal effect of proposed VPRA Procurement Rules.*

"Additionally, I move that:

- a. For the purposes of the motion based on Section 2.2-3711 (A)(1) of the Code of Virginia, legal counsel and the VPRA chief Administrative Officer attend the Closed Session, and*
- b. For the purposes of the motion based on Section 2.2-3711 (A)(8) of the Code of Virginia, staff and legal counsel attend the Closed Session,*

because, in each case, their presence is deemed necessary and will aid the board in its consideration of these matters."

The motion was seconded by Jay Fisette and carried unanimously with the vote in favor by Sharon Bulova, Deb Butler Painter, Victor Cardwell, Patricia Doersch, Jay Fisette, Rod Hall, and Cynthia Moses-Nedd, and Jim Spore.

The Board suspended the open session at 11:30 a.m. on May 23, 2022, to move into a closed session.

RECONVENE IN AN OPEN SESSION

The vice-chairperson reconvened the open session meeting at 1:30 p.m. on May 23, 2022. Upon reconvening the meeting, the vice-chairperson made the following statement:

"We are now going to take a roll call vote, and I ask that each member indicate their agreement with the following:

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."

The roll was then called, with all members indicating their agreement to the statement. Those indicating agreement were Sharon Bulova, Deb Butler Painter, Victor Cardwell, Jay Fisette, Rod Hall, Wick Moorman, and Jim Spore.

PROCUREMENT

Presented by: Michael Westermann and John Kostyniuk, Virginia Passenger Rail Authority

Mr. Kostyniuk reviewed the procurement rules. VPRA is exempt from the public procurement act but must develop its own rules that govern procurement procedures.

MOTION TO ADOPT RULES GOVERNING VPRA PROCUREMENT PROCEDURES

A motion was made by Sharon Bulova and seconded by Jim Spore to approve the adoption of the rules governing VPRA Procurement Procedures. The motion was carried unanimously, with the vote in favor cast by Sharon Bulova, Deb Butler Painter, Victor Cardwell, Patricia Doersch, Jay Fisette, Rod Hall, and Jim Spore.

COMMITTEE ASSIGNMENTS

Presented by: Michael Westermann, Virginia Passenger Rail Authority

Mr. Westermann reviewed committee assignments, and because the VPRA Board of Directors is waiting for two (2) additional members to be added, the recommendation is to dissolve the Executive Director search committee and create a Personnel and Compensation Committee while waiting for additional board members to be named.

APPROVE VPRA COMMITTEE ADJUSTMENTS AND ASSIGNMENTS

A motion was made by Sharon Bulova and seconded by Deb Butler Painter to approve dissolving the Executive Director search committee and creating a Personnel and Compensation Committee. The motion was carried unanimously with the vote in favor cast by Sharon Bulova, Deb Butler Painter, Victor Cardwell, Patricia Doersch, Jay Fisette, Rod Hall, Paul Nichols, and Jim Spore.

WESTERN RAIL INITIATIVE BRIEF

Presented by: Michael McLaughlin, Michael Westermann, and Katherine Youngbluth, Virginia Passenger Rail Authority

AMTRAK EQUIPMENT PROCUREMENT

Presented by: Jeremy Latimer, Virginia Passenger Rail Authority

ADJOURNMENT

Ms. Debruhl, the Chairperson, adjourned the meeting at 2:22 p.m. All presentations to the Board and meeting video can be found at <http://vpra.virginia.gov/about/board-meetings>.

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