



Northern Virginia Transportation Authority
The Authority for Transportation in Northern Virginia

GOVERNANCE AND PERSONNEL COMMITTEE

Thursday, May 12, 2016

6:00 pm

3040 Williams Drive, Suite 200

Fairfax, Virginia 22031

AGENDA

- I. Call to Order/Welcome** Chairman Silverthorne

Discussion/Information

- II. Electronic Meeting Participation** Ms. Backmon, Executive Director
- III. Draft Revision to FY2017 Program Drawdown Policy** Mr. Longhi, CFO
- IV. NVTA Update** Ms. Backmon, Executive Director

Adjournment

- V. Adjournment**

Next Meeting: To be Determined

NORTHERN VIRGINIA TRANSPORTATION AUTHORITY

MEMORANDUM

TO: Chairman Silverthorne and the Members of the Governance and Personnel Committee

FROM: Monica Backmon, Executive Director

SUBJECT: Draft Policy on Electronic Participation in NVTA Meetings

DATE: May 10, 2016

1. **Purpose.** To develop a policy addressing electronic participation in meetings of the Northern Virginia Transportation Authority (NVTA).
2. **Background.**
 - a. Under certain circumstances, § 2.2-3708.1 Va. Code Ann. allows for the provision of electronic participation in the meetings of state governing bodies under the Freedom of Information Act. The Authority has three members of the General Assembly that are usually unable to attend NVTA meetings from January through March due to the General Assembly being in session. Also, there may be extenuating circumstances in which an Authority member may not be able to physically attend an Authority meeting, but would like to call in to be abreast of issues on the agenda.
 - b. The NVTA Bylaws state that “ in the event the Authority adopts a written policy permitting a member to participate in meetings through electronic means in accordance with § 2.2-3708.1 Va. Code Ann., members may be allowed to participate in meetings through electronic means from remote locations in accordance with the Authority’s policy and all applicable laws.”
3. **Next Steps.** Upon review and recommended adoption of an electronic participation policy by this Committee, final draft revisions will be presented to the Authority for consideration and adoption.

Attachment:

Draft Electronic Participation Policy for NVTA Meetings

NVTA POLICY GOVERNING ELECTRONIC PARTICIPATION IN MEETINGS

Occasions may arise when a member of the Authority is unable to be physically present at the meeting. Under certain circumstances, Virginia law permits members to participate in meetings through electronic means such as telephone and video conferencing. The law limits the instances in which this may occur, prescribes procedures that must be followed when a member participates in a meeting through electronic means, and requires that a written policy governing such participation be adopted. This Policy, as hereafter set forth, sets forth the instances when a member may participate in a meeting electronically and the procedures that apply.

Circumstances When Electronic Participation Is Permitted

An NVTA member may participate in a meeting through electronic means from a remote location not open to the public under the following circumstances:

1. a. A member shall notify the chair on or before the day of the meeting that such member is unable to attend the meeting due to an emergency or personal matter, and shall identify with specificity the nature of the emergency or personal matter. The Authority shall record in its minutes the specific nature of the emergency or personal matter and the remote location from which the member participated. If the member's participation from a remote location is disapproved because such participation would violate the provisions of this Policy, such disapproval shall be recorded in the minutes.
- b. Such participation by the member shall be limited each calendar year to two meetings or 25 percent of the meetings of the Authority, whichever is fewer.
2. A member may notify the chair that such member is unable to attend a meeting due to a temporary or permanent disability or other medical condition that prevents the member's physical attendance. The Authority shall record this fact and the remote location from which the member participated in its minutes.

Procedural Requirements

Participation by a member of the Authority as authorized above shall be only under the following conditions:

1. A quorum of the Authority is physically assembled at the primary or central meeting location.
2. The Authority makes arrangements for the voice of the member who is participating remotely to be heard by all persons at the primary or central meeting location.
3. This Policy shall be applied strictly and uniformly, without exception, to all members and without regard to the identity of the member requesting to participate remotely or the matters that will be considered or voted on at the meeting.

NORTHERN VIRGINIA TRANSPORTATION AUTHORITY

MEMORANDUM

TO: Chairman Silverthorne and Members of the Governance and Personnel Committee

FROM: Michael Longhi, CFO

SUBJECT: Draft Revisions to the FY2017 Program Drawdown Policy (Policy 17)

DATE: May 9, 2016

- 1. Purpose.** The Northern Virginia Transportation Authority commits financial resources from the Regional Revenue Fund upon project approval. The purpose of Policy 17 – FY2017 Program First Drawdown Commitment, is to provide a mechanism for the Authority to remove financial (funding) commitments for projects in the FY 2017 Program that are not advancing. These funds would be returned to the Regional Revenue Fund for assignment to future projects.

Policy 17 – FY2017 Program First Drawdown Commitment, currently measures project progress based on the timing of an initial request of a drawdown of project costs. The proposed policy modifications intend to further clarify that a project must be active and progressing in accord with the project description approved by the Authority and incorporated in the Standard Project Agreement (SPA).

2. Background.

- a. The Authority assigns funding to a project with the clear expectation of progress as outlined in the Project Description/Scope of Work. The SPA provides details of expected utilization of the already obligated funds, specifically the cash flow summary detailed in SPA Appendix B.
- b. For the FY2017 Program, projects will be approved based in part, on a commitment of project readiness.
- c. If a project sponsor is unable to complete project activation or make progress – either due to circumstances within or outside of their control – the best interest of the Authority may be served by cancelling the project and de-obligating the funds.
- d. This policy specifically addresses FY2017 projects that are not advancing in accordance with the approved SPA.
- e. The NVTA funds made available from actions taken under this policy will be returned to the Regional Revenue Fund for future allocation by the Authority.

3. Policy Revisions.

- a. The draft revisions are aimed at ensuring that a project sponsor be able to document project activation/progression within six months of an executed SPA.
- b. Project activation/progression will be documented through monthly reports submitted by project sponsors and reported in the Executive Director's monthly report to the Authority.
- c. The existing Policy 17 language calling for a close dialog between the NVTa and the project sponsor to ensure an understanding of any project delays remains unchanged.

4. Next Steps.

- a. In addition to this presentation to the Governance and Personnel Committee for discussion, the draft revisions are currently or will be reviewed by the NVTa Finance Committee, Planning and Programming Committee, Regional Jurisdiction and Agency Coordinating Committee and the Council of Counsels.
- b. Comments and suggestions will be consolidated and additional committee reviews undertaken as necessary.
- c. Final draft revisions will be presented to the Authority for consideration and adoption.

Attachment:

Policy Number 17 – FY2017 Program First Drawdown Commitment (with draft markups)

NORTHERN VIRGINIA TRANSPORTATION AUTHORITY

Policy Number 17 – FY2017 Program First Drawdown/Project Activation-Commitment

- I. **Purpose.** The Authority appropriates current and projected financial resources from the Regional Revenue Fund upon project approval. The purpose of this policy is to provide a mechanism for the Authority to remove appropriations for approved FY2017 Program projects that do not submit a first drawdown request by June 30, 2019, or are unable to document project activation/progression within six months of an executed Standard Project Agreement (SPA). These appropriations will be returned to the Regional Revenue Fund for assignment to future projects.
- II. **General.**
- A. This policy will be in effect for all projects approved with FY2017 Regional Revenue Funds.
 - B. The Authority assigns funding to a project with the clear expectation of progress as outlined in the Project Description/Scope of Work. Project funding is appropriated at the point that the Authority approves the project. The SPA (covered in Policy 12) provides details of expected utilization and timing of the appropriated funds, specifically the cash flow summary included in Appendix B.
 - C. For the FY2017 Program, projects will be approved based, in part, on project readiness. For the FY2017 Program, project readiness is assessed in part on:
 - 1. ~~the~~The first drawdown (initial reimbursement request) being made during FY2017, FY2018, or FY2019, regardless of when the SPA is executed.
 - ~~2.~~ Documented project activation/progression starting within the first six months of an executed SPA.
 - D. If a project sponsor is unable to submit an initial reimbursement request by the end of FY2019 – either due to circumstances within or outside of their control – the best interest of the Authority may be served by cancelling the project and the appropriation. This policy specifically addresses projects approved for the FY2017 Program that are not advancing in accordance with their approved SPAs. This includes FY2017 Program projects with approved SPAs that experience delays due to procurement, funding, unforeseen construction-related events, or other issues.
 - E. Any project that is unable to meet the commitment to submit the initial reimbursement request to NVT A by June 30, 2019, ~~regardless of when the SPA is executed, is subject to cancellation.~~ and unable to document project activation/progression within the first six months of an executed SPA.
 - F. Requests for extension of time must be made to the Executive Director. The Executive Director may request additional information prior to submitting a recommendation to the Finance Committee.
 - G. In all cases, agreement will be sought with the implementing jurisdiction or agency. If agreement is not forthcoming, the Executive Director may take a project cancellation recommendation to the Finance Committee prior to referral to the Authority for action.
 - H. Upon action by the Authority to remove funding all NVT A funds made available from actions taken under this policy will be returned to the Regional Revenue Fund for future allocation by the Authority.

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III. Responsibilities.

A. Project sponsoring jurisdiction or agency

1. Submittal of first drawdown request by June 30, 2019.
2. Document project activation/progression through monthly updates submitted to NVTa and reported in the Executive Director's monthly report to the Authority.
3. Request cancellation of any projects for which the jurisdiction determines the submittal of first drawdown request by June 30, 2019, or project activation/progression within the first six months of an executed SPA is not possible, or request an extension of the deadline. Any request for an extension must include:
 - a. Basis for current delay.
 - b. Action needed to resolve delay.
 - c. Schedule for completion of actions to resolve delay.
 - d. Revised SPA Appendix B.

B. NVTa Executive Director

1. Monitor project progress through requests for reimbursements, submission of project activation/progress reports by project sponsors.
2. Include a report of project status in the Executive Director's monthly report to the Authority. Status reports will be consistent with project progress documented by project sponsors unless otherwise noted.
3. Accept requests for project cancellation and forward with recommendation to the Finance Committee prior to referral to Authority with recommendation to accept or reject the request.
4. Receive notice from project sponsors of possible delays in submitting first drawdown request or activating/progressing the project by the deadline.
5. If no submittal of first drawdown is requested by deadline or no notice of delay received, request information from project sponsor as to reason.
6. Request additional information, when required to evaluate project sponsor notice of delay or response to request for information on delay.
7. Evaluate requests for extension of time or other accommodation requested by project sponsor.
8. Make recommendation to the Finance Committee on action to be referred to the Authority.

Approved by Northern Virginia Transportation Authority: December 10, 2015 (Add Revision Notation)