**GOVERNANCE AND PERSONNEL COMMITTEE**

**Thursday, October 10, 2019**

**5:30 PM**

**3040 Williams Drive, Suite 200**

**Fairfax, VA 22031**

**MEETING SUMMARY**

1. **Call to Order** Chair Randall
* Chair Randall called the meeting to order at 5:55 PM without a quorum.
* Attendees:
* Members: Chair Randall; Board Member Cristol; Mr. Minchew (Arrived 6:01 PM); Mayor Meyer (Arrived 6:29 PM)
* Authority Members: Mayor Parrish, Mayor Rishell; Chairman Nohe (Arrived 5:56 PM) and Mayor Wood (Arrived 5:56 PM).
	+ With no quorum present at 5:58 PM, Chairman Nohe appointed Mayor Wood to the Governance and Personnel Committee for the meeting.
	+ With a quorum established, Chair Randall took up the Action Items on the meeting agenda.
* Staff: Monica Backmon (Executive Director); Michael Longhi (CFO); Richard Stavros (Investment & Debt Manager); Peggy Teal (Assistant Finance Officer); Dev Priya Sen (Financial Analyst); Erica Hawksworth (Communications & Public Affairs Manager)
* Other Attendees: Tracy Baynard (McGuireWoods Consulting LLC); Bob Brown (Loudoun County); Paolo Belita (Prince William County); Rich Roisman (Arlington County); Ellen Posner (Council of Counsels – Fairfax County Department of Transportation); Rob Dickerson(Council of Counsels – Prince William County); Joe Schwartz (VRE), Brent Riddle (Fairfax County), Kate Mattice (Northern Virginia Transportation Commission).
1. **Approval of Meeting Summary**
* Motion to approve the minutes of the January 10, 2019, meeting of the GPC was made by Board Member Cristol, seconded by Chair Randall, with abstentions from Mayor Wood as he was not at the last meeting. Motion passed.

**Action Item**

1. **Governance and Personnel Meeting Schedule:**

Ms. Sen, Financial Analyst

* + Chair Randall introduced Dev Priya Sen (Dev) as the new Financial Analyst at NVTA.
	+ Dev introduced herself to the Committee and further reviewed the proposed GPC meeting schedule for the next 12 months.
	+ Chair Randall confirmed with Ms. Baynard that the March 12, 2020 meeting will be after Sine Die.
	+ Board Member Cristol informed the Committee that she would not be available for the November 14, 2019, GPC meeting as she needs to attend the Northern Virginia Transportation Commission meeting.

Motion to approve the proposed GPC Meeting Schedule for 2019/20, made by Chair Randall, seconded by Board Member Cristol, with abstention from Mayor Wood.

1. **2020 General Assembly Session Update**  Ms. Backmon, Executive Director

 Ms. Baynard, Legislative Liaison

Ms. Baynard reviewed the draft 2020 Legislative Program with the Committee and discussed the two 2020 legisltive priorities, noting:

* Restoration of Long-Term NVTA Funding:
* Ms. Baynard noted that the 2019 General Assembly session brought a small recovery through SB1716/HB2718.
	+ Chair Randall asked how much was restored to the Authority for which Ms. Backmon responded $9.7 million for FY2020, $13.8 million for FY2021, and just under $20 million for FY2022 and beyond.
* Chair Randall discussed the potential use of stronger language regarding the use of statewide funding and to restore NVTA’s revenues. Board Member Cristol discussed that the use of statewide funding would limit the additional burden on the taxpayers already paying for multi-modal transportation.
* Board Member Cristol asked if the funding of $20 million was part of a regional revenue source. Ms. Backmon and Ms. Baynard confirmed it was part of a statewide funding source.
* Mayor Wood asked if the I-95 Cooridor Study is part of the statewide funding, to which Ms. Baynard responded that a part of the money is dedicated to the I-95 Study.
* Ms. Baynard reviewed the second priority item about the amendment of the Virginia Investment of Public Funds Act to include Fitch Ratings, to which Mr. Longhi noted the following:
	+ Current Virginia Code recognizes two rating agencies – Standard & Poor’s and Moody’s Investors Service. There is a proposal to add Fitch Ratings as a third agency.
	+ Adding Fitch Ratings will enable public funds investors to use two out of three instead of only two rating agencies.
	+ Post-recession, the ratings AA and AAA have plunged, which brought in a scarcity of AA rated instruments in the market. With the Fitch rating agency included, more inventory of highly rated instruments will be available for purchase.
	+ Including Fitch as the third agency is part of Northern Virginia investment managers request. Most NVTA localities participate in the NVTA sponsored ‘Regional Investment Conversation’. This group is asking their individual localities to add support for these changes.
	+ The Virginia Treasurer’s Association will move a bill forward related to this.
* Discussing other updates to the proposed Legislative Program, Ms. Baynard reviewed and discussed the State Funding section on page 2:
	+ Under the State of Good Repair, there should be no reduction in road maintenance funds given to those localities that handle their road maintenance.
	+ Ms. Baynard further added, Commonwealth Transportation Board (CTB) and Virginia Department of Transportation (VDOT) are responsible for the maintenance of primary and secondary roads and are undergoing a relook at the maintenance program, changing performance measures and funding sources.
	+ Chair Randall and Ms. Baynard discussed the road maintenance funds and its effects on localities.
	+ Chairman Nohe suggested that population should be considered as a factor for road maintence funding.
	+ Ms. Baynard responded that reduction of road maintenance funds is not a part of the General Assembly’s discussions, and the focus is primarily to use the funds for scheduled maintenance for pavements and bridges.
	+ Chair Randall and Ms. Backmon further discussed the ongoing maintenance of bridges and tunnels, whereas Northern Virginia has less bridges than other populated areas of the Commonwealth.
* Ms. Baynard discussed the importance of the Revenue Sharing Program as the funding source for the region and further added, the funds should not decrease below $100 million.
* Ms. Baynard referred to page 3 and 4 of the State section in the draft legislative program and reviewed the Washington Metropolitan Area Transit Authority (WMATA) section.
	+ Board Member Cristol inquired as to why the Sustainable Governance, Operating, and Funding Reforms under WMATA is included in the draft 2020 legislative program if the General Assembly adopted the reforms in 2018.
	+ Board Member Cristol futher added that there is an ongoing representation of these reforms through NVTC and adding this reform in the Authority’s Legislative Program would indicate that more reforms are still needed.
	+ Ms. Baynard responded while reforms were adopted in 2018, WMATA’s sustainable governance, operating, and funding reforms is still relatively new noting that WMATA will still be under scrutiny, specifically since there is dedicated state funding.
	+ Board Member Cristol further inquired if the Authority’s legislative program should support the role that NVTC is playing regarding WMATA’s accountability and governance. Chair Randall recommended including WMATA reforms in the NVTC legislative package.
	+ Chair Randall concluded by saying as the WMATA reforms were implemented only a year ago by the General Assembly,these reforms should continue to be part of the Authority’s 2020 Legislative Program.
* Ms. Baynard asked if there should be a specific statement regarding SmartScale and discussed with the Committee members noting;
	+ The analysis should emphasize multimodal projects that mitigate traffic congestion.
	+ Ms. Backmon added, that NVTA staff is looking into Northern Virginia’s overall perfroamce before and after the implementation of SmartScale.
	+ Chair Randall added, that SmartScale be conducted based on non-biased, non-partisan, and by the performance metrics.
	+ Chairman Nohe concurred with Chair Randall about the importance of the SmartScale analysis being objective rather than being subjective.
	+ Mr. Minchew added that congestion mitigation costs are quantitively measured and subjective categories like Land Use Planning and its quality being measured in context with Smart Scale. Board Member Cristol added, that Land Use could be quantified by tracking usage of funds.
	+ Chair Randall stressed the importance of transparency regarding the allocation of SmartScale funding.
	+ Ms. Backmon added that SmartScale is continuing to evolve and discussed the changes to how land use is evaluated. Ms. Backmon referred to Mr. Bob Brown for more information on the land use changes.
	+ Mr. Brown mentioned, that Loudoun County submitted technical comments that the Land Use planning is currently set up and formulated to measure walkability (non-business uses). Mr. Brown further added, it should include accessibility and all modes of transportation and not just limits based on walkability.
	+ Chair Randall concluded by saying it is supposed to be measured on objective metrics.
* Ms. Baynard reviewed the Virginia Railway Express section and discussed how the 2040 plan has been funded through SmartScale and the DC2RVA projects.
* Ms. Baynard proposed to the committee that *Pedestrian and Transit Safety,* be removed from the Legislative Program as some bills were passed addressing those issues. The Committee members concurred.
* Additional changes were to delete the 2012 reference in *Land Use Planning*,

*In-Kind and Cash Proffers.*

* Ms. Baynard discussed the Authority’s draft Federal Legislative Program noting;
	+ - * The WMATA section was updated to reference some of the elements in the federal bills proposed in legislation before the U.S. Congress.
			* Virginia Railway Express section under the draft Federal Legislative Program has the same information as the draft State Legislative Program.
			* Ms. Baynard and Ms. Backmon discussed the MATOC Program. Ms. Backmon added, Councilmember Snyder is a strong advocate of emergency preparedness.
			* Ms. Baynard discussed localities and regional bodies to maintain

the perimeter rule at Reagan Washington National Airport.

* + - * Mayor Wood asked who carries out the Federal Legislative Program, Ms. Backmon responded the Authority sends it to Northern Virginia Congressmen and Senators, but the Authority does not actively lobby the federal government.
1. **Discussion of Executive Director 2019 Performance Evaluation** Chair Randall
* Chair Randall reminded the Committee that the GPC brings the Executive Director’s Annual Review to the Authority for discussion and finalization. She referred to the process outline contained in the staff report.
* Chair Randall noted that Mr. Minchew and herself led the annual review subcommittee last year and proposed that they continue for the current year as well, to which Mr. Minchew agreed.
* Chair Randall asked if Mr. Longhi would continue to be the NVTA staff member for this year to execute the instructions of the Committee, to which Mr. Longhi agreed.
1. **Adjournment: 6:43 PM**

**Next Meeting: November 14, 2019 at 5:30 PM**