



Chair, LINDA T. JOHNSON • Vice-Chair, DONNIE R. TUCK

Executive Director, KEVIN B. PAGE

## AGENDA

### Hampton Roads Transportation Accountability Commission

#### Master Tolling Agreement Advisory Committee Meeting

#### Meeting by Conference Call\*

July 7, 2020

10:00 a.m.

Dial Toll Free Telephone Number to Attend: (855) 735-2639

*\*In light of the Governor's Declared State of Emergency due to COVID-19, it is impracticable and unsafe for the Committee to assemble in a single location, so the meeting will be held electronically, by telephone, pursuant to the 2020 Appropriation Act; the purpose of the meeting is to discuss or transact the business statutorily required or necessary to continue operations of the Commission and the Committee and the discharge of their lawful purposes, duties, and responsibilities. The public is welcome to use the number above to attend the meeting electronically. The Commission will make available a recording or transcript of the meeting on its website in accordance with the timeframes established in Sections 2.2-3707 and 2.2-3707.1 of the Code of Virginia.*

**1. Call to Order, Declaration re: Purpose of Meeting, and Roll Call**

**2. Approval of Agenda**

**3. Public Comment Period (3 Minute Limit)\*\***

**4. Consent Items**

- *Recommended Action: Approval*

**A. Minutes of the June 30, 2020 Meeting (Attachment 5A)**

**5. Action Items**

- *Recommended Action: Discussion/Endorsement/Recommendation/Direction*

**A. Review of Schedule and Update re: Negotiations and Open Issues Concerning the Proposed Master Tolling Agreement (the "MTA") - Closed Session as needed - Executive Director Page, Counselors Inglima, Wall, and Ballou, and PFM Financial Advisors**

**6. Adjournment**

\*\*Anyone wishing to make a public comment should contact Executive Director Page at [kpage@hrtac.org](mailto:kpage@hrtac.org) 24 hours in advance of the meeting to register. Please do so by 10:00 a.m. on Monday, July 6, 2020.

**Agenda Item 4A**  
**Consent Item**

**To: Chair Johnson and the Other Members of MTA Advisory Committee**

**From: Kevin B. Page, Executive Director**

**Date: July 7, 2020**

**Re: June 30, 2020 MTA Advisory Committee Meeting Minutes**

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**Recommendation:**

The MTA Advisory Committee is asked to approve the Commission's June 30, 2020 MTA Advisory Committee Meeting minutes.

**Background:**

The MTA Advisory Committee approves meeting minutes for the permanent record of the Commission.

**Fiscal Impact:**

There is no fiscal impact in relation to this Consent Item.

**Suggested Motion:**

Motion: The MTA Advisory Committee approves and adopts the minutes of the MTA Advisory Committee on June 30, 2020.

**Hampton Roads Transportation  
Accountability Commission (HRTAC)  
Master Tolling Agreement Advisory Committee  
Summary Minutes of the June 30, 2020 Meeting**

The meeting of the Hampton Roads Transportation Accountability Commission (HRTAC) Master Tolling Agreement Advisory Committee was held by conference call due to COVID-19 with the following in attendance:

**HRTAC Master Tolling Agreement Advisory Committee Members in Attendance:**

Linda T. Johnson, Chair	Donnie Tuck
Kenneth Alexander	Monty Mason
Michael Hipple	

**HRTAC Executive Director**

Kevin Page

**HRTAC Master Tolling Agreement Advisory Committee Members Absent:**

**Other Participants:**

Tom Inglima, Willcox Savage	Chuck Wall, Seyfarth Shaw
David Miller, PFM	Eric Ballou, Kaufman & Canoles
Liang Shan, PFM	

\* Denotes Late Arrival or Early Departure

**Others Recorded Attending:**

Carl Jackson (PO); Scott Detar, Jim Calpin (Bank of America/Merrill Lynch); Julie Cary (Veterans Reporters); Jennifer Hodnett (HRTAC)

**Call to Order**

Chair Linda T. Johnson called the HRTAC Master Tolling Agreement Advisory Committee to order at 10:00 a.m.

Mr. Tom Inglima, HRTAC Counsel, read the declaration and took a roll call confirming a quorum.

**Approval of Agenda**

Mr. Michael Hipple Moved to approve the agenda; Mr. Donnie Tuck seconded. A roll call vote was taken to confirm:

Ms. Linda Johnson: Yes  
Mr. Kenneth Alexander: Yes  
Mr. Michael Hipple: Yes  
Mr. Monty Mason: Yes  
Mr. Donnie Tuck: Yes  
Mr. Inglima verified The Motion Carried.

**Public Comment Period (limit 5 minutes per individual)**

No public comments were made or submitted to HRTAC Staff.

**Consent Items**

**4A. Minutes of the January 31, 2020 Meeting**

Mr. Hipple Moved to approve and adopt the minutes of the MTA Advisory Committee on January 31, 2020; Seconded by Mr. Donnie Tuck. A roll call vote was taken to confirm:

Ms. Linda Johnson: Yes

Mr. Kenneth Alexander: Yes

Mr. Michael Hipple: Yes

Mr. Monty Mason: Yes

Mr. Donnie Tuck: Yes

Mr. Inglima verified The Motion Carried.

**Action Items**

**5A. Review of Schedule and Update re: Negotiations and Open Issues Concerning the Proposed Master Tolling Agreement (the “MTA”) – Closed Session as needed,**

At 10:06 a.m., Mr. Michael Hipple Moved that a closed session be held for discussions regarding the proposed terms of the Master Tolling Agreement, including the provisions stating rights, obligations and risk allocation, 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; Seconded by Mr. Donnie Tuck. A roll call vote was taken to confirm:

Ms. Linda Johnson: Yes

Mr. Kenneth Alexander: Yes

Mr. Michael Hipple: Yes

Mr. Donnie Tuck: Yes

Mr. Monty Mason: Yes

Mr. Inglima verified The Motion Carried.

A Closed Session, limited to Committee Members, Staff and the Commission’s advisors, was convened.

At 11:17 a.m. the closed session concluded and the main meeting was reconvened. Mr. Inglima proceeded to read the following certification: The Master Tolling Agreement Advisory Committee of the Hampton Roads Transportation Accountability Commission hereby certifies that, to the best of each member’s knowledge: (i) only public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, and (ii) 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 for certification:

Mr. Monty Mason: Yes

Mr. Kenneth Alexander: Yes

Mr. Michael Hipple: Yes

Mr. Donnie Tuck: Yes

Mrs. Linda T. Johnson: Yes

### **Adjournment**

With no further business to come before the Hampton Roads Transportation Accountability Commission Master Tolling Agreement Advisory Committee, the meeting adjourned at 11:22 a.m.

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Linda T. Johnson  
Master Tolling Agreement Advisory Committee Chair

**Agenda Item 5A**  
**Action Item**

**To: Chair Johnson and the other members of HRBT Master Tolling Agreement  
Advisory Committee**

**From: Kevin B. Page, Executive Director**

**Date: July 7, 2020**

**Review of Schedule and Update re: Negotiations and Open Issues Concerning the  
Proposed Master Tolling Agreement (the "MTA") - Closed Session as needed**

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**Background:**

Commission staff, counsels, and financial advisors, will provide a review of schedule and update of activities since the MTA Advisory Committee's June 30, 2020 meeting re: negotiations and open issues concerning the proposed Master Tolling Agreement (the "MTA"). The Committee may use a closed session for certain of such subject matter.

**Fiscal Impact:**

There is no immediate fiscal impact in relation to this Action Item.

**Motion:**

The MTA Advisory Committee will provide Commission staff, counsels, and financial advisors direction on next steps relating to the development of the prospective Master Tolling Agreement.