



Meeting of the Transportation District Commission of Hampton Roads

Thursday, July 28, 2016 • 1:00 p.m.
2nd Floor Board Room • 509 E. 18th Street, Norfolk, VA

A meeting of the Transportation District Commission of Hampton Roads will be held on Thursday, July 28, 2016 at 1:00 p.m. in the 2nd Floor Board Room, at 509 E. 18th Street, Norfolk, VA.

The meeting is open to the public and in accordance with the Board's operating procedures and in compliance with the Virginia Freedom of Information Act, there will be an opportunity for public comment at the beginning of the meeting.

The agenda and supporting materials are included in this package for your review.



Meeting of the Transportation District Commission of Hampton Roads

Thursday, July 28, 2016 • 1:00 p.m.

2nd Floor Board Room • 509 E. 18th Street, Norfolk, VA

1. Call to Order & Roll Call
2. Public Comments
3. Approval of Minutes – June 23, 2016
4. Board Member Recognitions
5. President's Monthly Report - William Harrell
 - A. Board Updates
6. Committee Reports
 - A. June 2016 Financial Reports – B. Singleton, Chief Financial Officer
 - B. Operations & Oversight Committee - Commissioner Fuller
 - Contract No. 16-72028 Oil and Fluid Analysis Services

Recommending Commission Approval: Award of a contract to Ana Laboratories, Inc. to provide oil and fluid analysis services in the not-to-exceed amount of \$142,890.00 over a five (5) year period.
 - C. Planning and New Starts Development Committee – Chairman Wood
 - D. Paratransit Advisory Subcommittee – Ms. Linda Gurley, Chair
 - E. Transit Ridership Advisory Sub-Committee (TRAC) – Mr. Jamie Battle
7. Old and New Business
 - Resolution 04 – 2016 Title VI Equity Analyses for Proposed Major Service Changes in July 2016

8. Comments by Commission Members
9. Closed Session (as necessary)
10. Adjournment

**The next meeting will be held on Thursday, August 25, 2016 at 1:00 p.m.
in the 2nd Floor Board Room at 509 E 18th Street, Norfolk, VA**



Meeting Minutes of the Transportation District Commission of Hampton Roads

Thursday, June 23, 2016 • 1:00 p.m.
2nd Floor Board Room • 509 E. 18th Street, Norfolk, VA

Call to order

A quorum was attained and Acting Chairman Wood of Virginia Beach called the meeting to order at 1:00 p.m.

Commissioners in attendance:

Acting Chair Wood, Virginia Beach
Past Chairman Moffett, Hampton
Commissioner Sorey, Chesapeake
Commissioner Hennessee, VDRPT
Commissioner Barclay Winn, Norfolk
Commissioner Harper, Hampton
Commissioner West, Chesapeake
Commissioner Tanner, Newport News
Commissioner Woodbury, Newport News
Commissioner Patton, Portsmouth
Commissioner Wright, Portsmouth
Commissioner Raliski, Norfolk
Commissioner Hunter, Portsmouth
Commissioner Branch, Virginia Beach

Hampton Roads Transit Staff in attendance:

Kim Ackerman, Chief of Human Resources
Ray Amoruso, Chief Planning and Development Officer
Keisha Branch, Grants Administration Officer
Amy Braziel, Executive Assistant
David Burton, Williams Mullen
Gene Cavazos, Director of Marketing and Communications
William Harrell, President and CEO
Ron Hodges, Director of Business Development
Sonya Luther, Assistant Director of Procurement
Sibyl Pappas, Chief Engineering and Facilities Officer
Jim Price, Chief Transit Operations Officer
Luis R. Ramos, Executive Assistant/Commission Secretary
Dyanne Sampson, Director of Procurement
Brandon Singleton, Chief Financial Officer
Velvet Smiley, Interim Chief Safety & Security Officer

Robert Travers, Counsel
Erick Wilkes, DBE Program Manager

Others in attendance:

Judith Brown, HRPTA
Linda Gurley, Chair, Paratransit Advisory Committee
Judy Swystun, Hampton Roads Transportation, Inc.
Briana Pittman, Hampton, Citizen (CHR Essay Contest Winner)
Tracy Pittman, Hampton, Citizen
Mark Geduldig-Yatrofsky, Portsmouthcitywatch.org
Ina Kreps, Paratransit Customer
Jamie Battle, Chair, TRAC
Devilna George, Transit Rider

The June TDCHR meeting package was distributed electronically to all Commissioners and the media in advance of the meeting. The meeting package consisted of:

- Agenda
- June Meeting Minutes
- Monthly Management Report
- Committee Reports

Public Comment

Judith Brown, Citizen of the City of Norfolk, spoke regarding events that are being held that link transportation and health initiatives.

Judy Swystun, spoke on behalf of Hampton Roads Transportation Inc., regarding first and last mile trips and discussions being held regarding same.

Mark Geduldig-Yarofsky encouraged the Board to begin live streaming recording and posting Commission meetings on YouTube. Mr. Geduldig-Yarofsky stated that it is free and is a great service to the community.

Acting Chairman Wood stated that he liked the idea of live steaming the Commission Meeting and wants staff to look into it.

Commissioner Woodbury stated that the taxi companies have served HRT well in the past and wants to consider them for first and last mile initiatives.

A motion was made and properly seconded to close the Public Comment portion of the meeting. A roll call vote resulted as follows:

Ayes: Commissioners Wood, Moffett, West, Sorey, Hennessee, Harper, Woodbury, Winn, Raliski, Hunter, Wright and Branch

Nays: None

Abstain: None

The Board recognized Barclay Winn for his service as a Commissioner for the Transportation District Commission of Hampton Roads.

Approval of the May 26, 2016 TDCR Meeting Minutes

A motion to approve the May 26, 2016 TDCHR Meeting Minutes was made and properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Wood, Moffett, West, Sorey, Hennessee, Harper, Woodbury, Winn, Hunter, Wright, and Branch

Nays: None

Abstain: None

Presidents Monthly Report

William Harrell, President and CEO, welcomed everyone to the meeting.

Joe Dillard recognized winners of an essay contest that was held.

Mr. Harrell had Ms. Sibyl Pappas provided an update on the sale and demolition of 1500 Monticello sale and demolition.

Mr. Harrell provided additional updates to the Board regarding:

- The Naval Station Norfolk Study Report given to Norfolk City Council;
- The HRT-FTA FY 2016 Triennial Review- Final Report and noted significant progress relative to findings;
- The CTB adoption of the FY17-22 Six Year Improvement Program including two HRT projects;
- Exploring new partnerships for "First Mile Last Mile," and
- The Transit Means Business initiative.

Brian Smith mentioned the upcoming Transformational Transit Summit which will be held on June 27, 2016 at the Westin Hotel in Virginia Beach. Mr. Smith extended an invitation to the Board to attend the one day Summit.

Chandler Duncan gave a presentation on the Regional Transit Economics Impact and Benefits Study.

There was some discussion regarding how the information provided in the Regional Transit Economics Impact and Benefits Study was gathered and there was some discussion regarding the likely arguments that will be made by skeptics.

Commissioner Wright left the meeting at 1:34 p.m. and Commissioner Patton replaced him at the table.

COMMITTEE REPORTS

Audit and Budget

Mr. Brandon Singleton, Chief Financial Officer, presented the June 2016 Financial Report as enclosed in the Commission Package.

It was stated that there was an Audit and Budget meeting held before the Commission Meeting and the proposed budget was reviewed in detail.

There was discussion regarding the advertising revenue.

Operations and Oversight Committee

Ms. Dyanne Sampson presented the following items for approval:

- Contract 16-72023, Hampton Roads Transit Origin-Destination Study Service;
- Purchase Order 72042; and
- Contract 15-70284, Transportation Operator/Supervisor Uniforms.

A motion to approve Contract 16-72023 was made and properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Wood, Moffett, West, Sorey, Hennessee, Harper, Woodbury, Raliski, Hunter, Patton, and Branch

Nays: None

Abstain: None

A motion to approve Purchase Order 72042 and Contract 15-70284 was made and properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Wood, Moffett, West, Sorey, Hennessee, Harper, Woodbury, Raliski, Hunter, Patton, and Branch

Nays: None

Abstain: None

Contract 16-72023 was voted on separately due to a protest that was on that contract.

Planning and New Starts Development Committee

Vice Chair Wood stated that there was no Planning and New Starts Development Committee Meeting for the month of June.

Paratransit Advisory Sub-Committee

Ms. Gurley provided an update on the Paratransit Advisory Committee.

Transit Ridership Advisory Committee (TRAC)

Mr. Jamie Battle provided a brief update on the TRAC. Mr. Battle stated that there was no meeting this month but there will be one next month.

Old and New Business

A motion to approve the FY2017 Budget as submitted was made and properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Wood, Moffett, West, Sorey, Hennessee, Harper, Woodbury, Raliski, Hunter, Patton, and Branch

Nays: None

Abstain: None

Resolution 03-2016 Adopt VRS Employer Contribution Rate for Counties, Cities, Towns, School Division and Other Political Subdivision was read by David Burton, General Counsel.

Ms. Kim Ackerman, Chief Human Resources Officer, provided a brief explanation of Resolution 03-2016 VRS Employer Contribution Rate for Counties, Cities, Towns, School Division and Other Political Subdivision to the Board.

A motion to approve Resolution 03-2016 VRS Employer Contribution Rate for Counties, Cities, Towns, School Division and Other Political Subdivision was made and was properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Wood, Moffett, West, Sorey, Hennessee, Harper, Woodbury, Raliski, Hunter, Patton, and Branch

Nays: None

Abstain: None

Commissioner Branch, Chair of the Nominating Committee provided a recommendation for officers for the new fiscal year. They are as follows:

Commissioner Wood, Chair
Commissioner Woodbury, Vice Chair
Brandon Singleton, Treasurer
Luis Ramos, Secretary

A motion to approve the officers was made and properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Wood, Moffett, West, Sorey, Hennessee, Harper, Woodbury, Raliski, Hunter, Patton, and Branch

Nays: None

Abstain: None

Comments by Commissioners

Commissioner Wood mentioned the Transit Summit this coming Monday and also stated that there was a survey at each of the Commissioners chairs regarding the FY 2016/17 Commission Committees.

It was also stated that there will be a Transit Management Company meeting next month following the regular Commission Meeting.

Adjournment

The meeting adjourned at 2:21 p.m.

**TRANSPORTATION DISTRICT COMMISSION
OF HAMPTON ROADS**

**James L. Wood
Chairman**

ATTEST:

**Luis Ramos, Commission Secretary
July 28, 2016**



HAMPTON ROADS
TRANSIT

TDCHR Board Meeting

June 23, 2016

gohrt.com

Board Updates

Board Updates

- **1500 Monticello**
- **Naval Station Norfolk Transit Extension –
Report to Norfolk City Council**

Board Updates

- **CTB adoption of FY17-22 Six Year Improvement Program – HB2 and other funding for Hampton Roads**
- **Exploring new partnerships for “First-Mile Last-Mile”**

Board Updates

- **Transit Means Business Forum report**
- **June 27 – Transformational Transit Summit**
- **Regional Transit Econometric Study – Final Report**



President's Report

July 2016

PREPARING ONE GENERATION, ENLIGHTENING ANOTHER

Hampton Roads Transit wants to prepare the next generation of transit users to use transit independently. On August 1, HRT will launch the Student Freedom Pass to the public. This fare media provides youth 17 years old or younger with unlimited free rides on HRT's service to encourage them to start choosing transit at a young age.

Currently, less than 2% of our riders are minors. Under this program, children can ride for free with a fare-paying adult or ride alone with the Student Freedom Pass. Our goal with this new program is to boost our ridership numbers, while providing youth the knowledge of how to use public transportation so they will become our riders of the future. In the meantime, it will provide them better access to before and after school programs, educational opportunities, jobs, and recreational activities.

I would be remiss if I did not mention the success of our Connect Hampton Roads Transformational Transit Summit on June 27, 2016. More than 200 attended the event that brought together national experts and leaders to explore the impacts light rail transit has had on economically vibrant cities across the nation. The event focused on what is possible when regional transit improvements are made and how they can positively impact our economy and quality of life.

In addition to the summit, HRT released the "Economic and Societal Impact of Hampton Roads Transit," a first of its kind study completed by Economic Development Research Group of Boston that identifies the current economic impacts that HRT has on the region's economy. The complete study can be found at ConnectHamptonRoads.com.

I am happy to report The Tide's five-year anniversary is quickly approaching. On August 19, 2016 we will celebrate its five years of success with a weekend of exciting activities and a large gathering at MacArthur Square with the support of the City of Norfolk and our other partners. Looking at the ridership trends for the last four Julys and last five Augusts, the estimated passenger trips on The Tide will be approximately 7,803,391 on August 19. That's impressive. Also, Norfolk has welcomed \$538 million in commercial investments along The Tide alignment since it opened in 2011. Please plan to join us for this exciting celebration.

We have a lot to celebrate and an aggressive agenda in this new fiscal year as we collectively pursue our vision of being the most efficient and customer driven transit in the Commonwealth.

Sincerely,

William E. Harrell

President and CEO

Hampton Roads Transit



HAMPTON ROADS
TRANSIT

JUNE FY 2016 FINANCIAL REPORT

gohrt.com

Draft Financial Statement

REVENUE & RIDERSHIP KPI's

JUNE FY16

KPI	FISCAL YEAR-TO-DATE RESULTS		
	Target	Actual	Variance
Average Fare per Rider	\$1.00	\$1.07	\$0.07
Average Fare per GoPass365 Rider	\$0.99	\$1.06	\$0.07
Average Cost per Rider	\$5.05	\$6.21	(\$1.16)
Local Investment per Rider	\$1.78	\$2.23	(\$0.45)
Farebox Recovery Ratio	20%	17%	-3%

Average fare per rider is better than budget by 6.8%, and average fare per GoPass365 rider is better than budget by 6.6%.

Local investment per rider surpasses the budget by 25.4%, and average cost per rider exceeds projections by 22.9%.

The cost recovery ratio is total farebox revenue divided by operating expense and is currently under target by 3.1%.

OPERATING FINANCIAL STATEMENTS

JUNE FY16

Monthly				FISCAL YEAR 2016 Dollars in Thousands		Year to Date			
Current Year						Current Year			
Budget	Actual	Variance				Budget	Actual	Variance	
\$ 1,654.6	\$ 1,488.9	\$ (165.7)	-10.0%	Passenger Revenue	\$ 18,451.4	\$ 16,760.6	\$ (1,690.8)	-9.2%	
102.1	168.9	66.8	65.4%	Advertising Revenue	1,225.0	1,047.3	(177.7)	-14.5%	
183.2	179.1	(4.1)	-2.2%	Other Transportation Revenue	2,198.6	2,148.9	(49.7)	-2.3%	
16.7	10.9	(5.8)	N/A	Other Non-Transportation Revenue	200.0	291.3	91.3	N/A	
\$ 1,956.6	\$ 1,847.8	\$ (108.8)	-5.6%	TOTAL REVENUE	\$ 22,075.1	\$ 20,248.2	\$ (1,826.9)	-8.3%	
\$ 4,638.1	\$ 5,146.0	\$ (507.9)	-11.0%	Personnel Services	\$ 56,262.9	\$ 61,291.0	\$ (5,028.1)	-8.9%	
756.3	812.8	(56.5)	-7.5%	Services	9,342.3	7,106.4	2,235.9	23.9%	
1,049.6	1,093.0	(43.4)	-4.1%	Materials & Supplies	13,226.5	14,118.4	(891.9)	-6.7%	
112.1	107.0	5.1	4.6%	Utilities	1,337.9	1,210.1	127.8	9.6%	
431.2	411.9	19.3	4.5%	Casualties & Liabilities	5,174.3	5,002.2	172.1	3.3%	
665.6	737.3	(71.7)	-10.8%	Purchased Transportation	7,987.0	8,174.3	(187.3)	-2.3%	
252.9	469.9	(217.0)	-85.8%	Other Miscellaneous Expenses	3,233.9	2,415.7	818.1	25.3%	
\$ 7,905.8	\$ 8,777.8	\$ (872.1)	-11.0%	TOTAL EXPENSE	\$ 96,564.8	\$ 99,318.1	\$ (2,753.3)	-2.9%	
\$ 5,949.2	\$ 6,930.1	\$ (980.9)	-16.5%	SUBSIDY	\$ 74,489.7	\$ 79,069.9	\$ (4,580.2)	-6.1%	

For the month of June, operating revenues and expenses vary with projections by 5.6% and 11.0%, respectively.

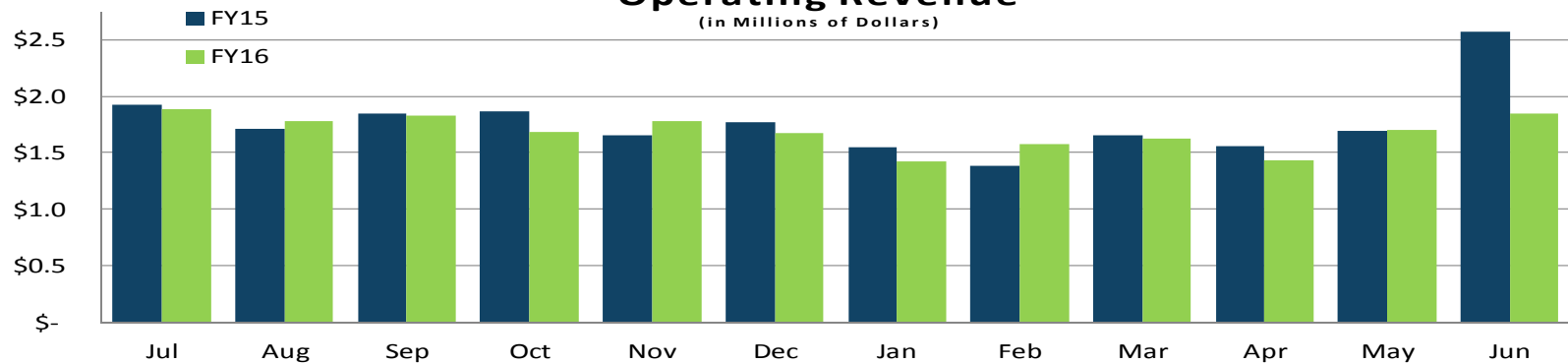
Fiscal year-to-date operating revenues fall below expectations by 8.3% and operating expenses are 2.9% over projections.

OPERATING FINANCIALS (cont.)

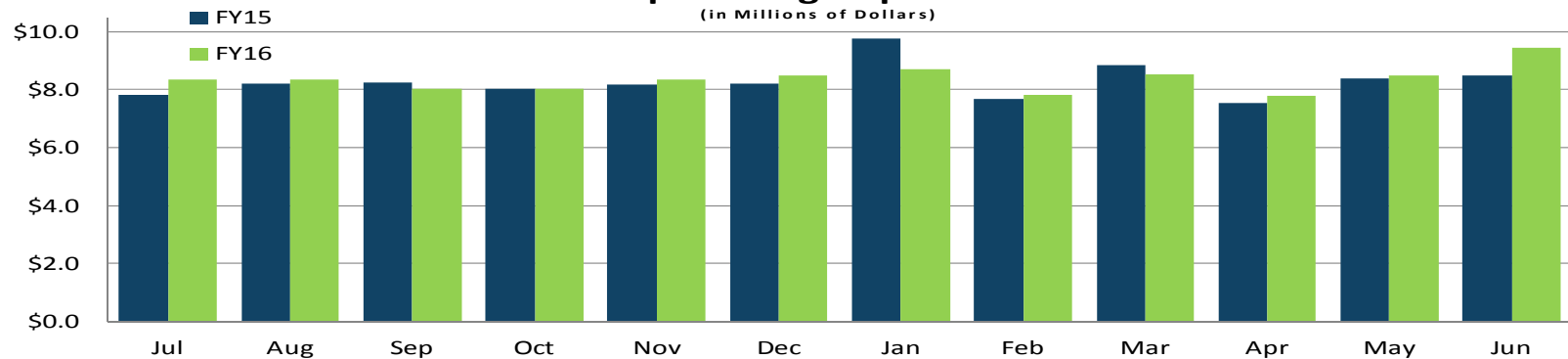
JUNE FY16

MONTHLY RESULTS				FISCAL YEAR 2016 Dollars in Thousands	YEAR-TO-DATE RESULTS			
June-FY16		Variance FY16			FY16		Variance FY16	
Budget	Actual	\$	%		Budget	Actual	\$	%
\$ 1,956.6	\$ 1,847.8	\$ (108.8)	-5.6%	REVENUE	\$ 22,075.1	\$ 20,248.2	\$ (1,826.9)	-8.3%
\$ 7,905.8	\$ 8,777.8	\$ (872.1)	-11.0%	EXPENSE	\$ 96,564.8	\$ 99,318.1	\$ (2,753.3)	-2.9%
\$ 5,949.2	\$ 6,930.1	\$ (980.9)	-16.5%	SUBSIDY	\$ 74,489.7	\$ 79,069.9	\$ (4,580.2)	-6.1%
20%	17%			FAREBOX RECOVERY	20%	17%		

Operating Revenue
(in Millions of Dollars)



Operating Expenses
(in Millions of Dollars)



RIDERSHIP STATS

JUNE FY16

MONTHLY RESULTS				YEAR TO DATE RESULTS		
June FY16				FY16		
Target	Actual	Variance	MODE	Target	Actual	Variance
1,264,536	1,124,109	(140,427)	BUS TRANSIT	15,174,432	13,241,512	(1,932,920)
130,196	122,774	(7,422)	LRT	1,562,353	1,330,375	(231,978)
28,252	44,917	16,665	FERRY	339,026	246,943	(92,083)
26,502	29,746	3,244	PARATRANSIT	318,025	351,654	33,629
1,449,486	1,321,546	(127,940)	SYSTEM TOTAL	17,393,836	15,170,484	(2,223,352)

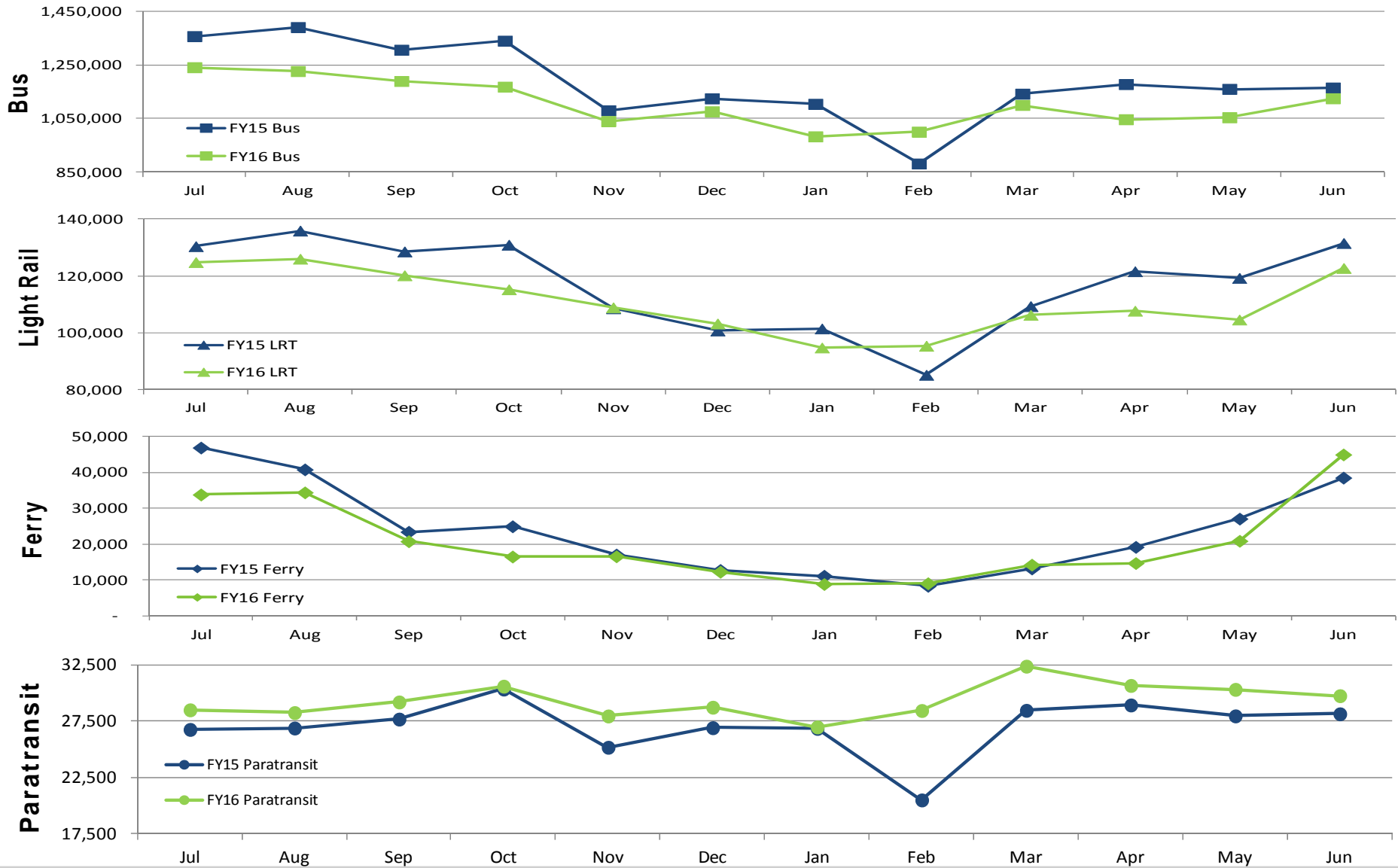
For the month of June, ridership came in 9.7% under target. FY 2016 ridership is 14.7% below target. However, Paratransit ridership is 9.6% over target for the year.

MONTHLY RESULTS				YEAR TO DATE RESULTS		
June-FY15	June-FY16			FY15	FY16	
Actual	Actual	Variance	MODE	Actual	Actual	Variance
1,164,027	1,124,109	(39,918)	BUS TRANSIT	14,217,879	13,241,512	(976,367)
131,566	122,774	(8,792)	LRT	1,403,976	1,330,375	(73,601)
38,461	44,917	6,456	FERRY	283,211	246,943	(36,268)
28,137	29,746	1,609	PARATRANSIT	324,510	351,654	27,144
1,362,191	1,321,546	(40,645)	SYSTEM TOTAL	16,229,576	15,170,484	(1,059,092)

June 2016 ridership is 3.1% below target. Ridership this time last year was 7.0% higher, overall.

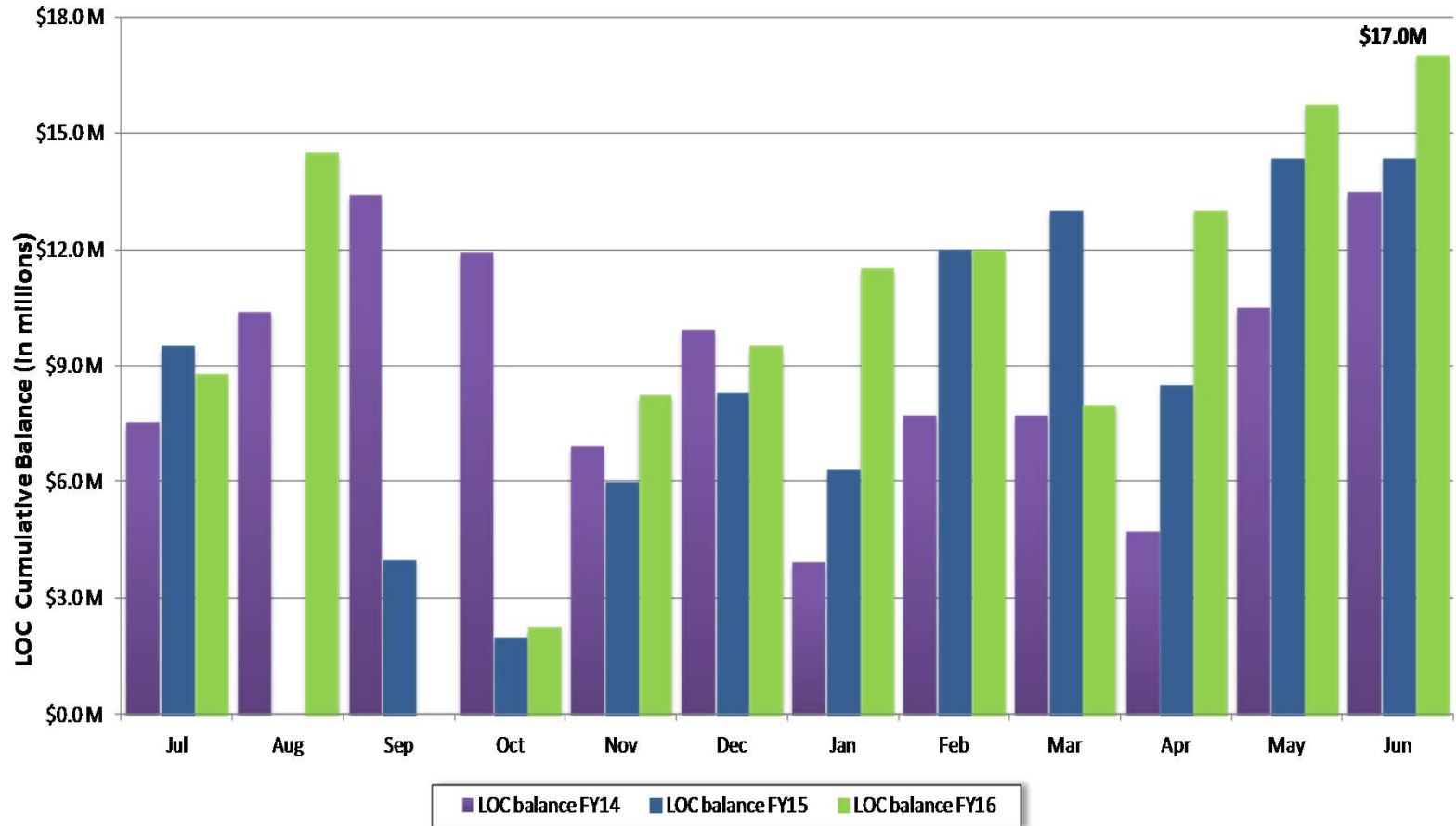
RIDERSHIP GRAPHS

JUNE FY16



LINE OF CREDIT

JUNE FY16



The line of credit balance as of June 30th is \$17.0M.

Contract No:	16-72028	Title:	Oil and Fluid Analysis Services	Price: Term:	\$142,890 1 Yr. w/4 1-yr Options
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Acquisition Description: Enter into a contract with a qualified Contractor to provide oil and fluid analysis services for engine and gear box oil, transmission fluid, coolant and fuel.

Background: Under the terms of this agreement, the Contractor is required to analyze oil and fluid samples provided by Hampton Roads Transit (HRT). Samples will be taken and sent to the Contractor for testing and analysis, when products to be used in engines, gear boxes, transmissions and other operating systems are delivered. Early detection of inferior products is critical to maintaining HRT's revenue and non-revenue vehicles efficiently and safely.

Contract Approach: An Invitation for Bids (IFB) was issued on May 17, 2016. Two (2) bids were received on June 22, 2016 from the following firms:

- Ana Laboratories, Inc. (Ana)
- Tribologik Corporation (Tribologik)

After review and evaluation of the bids received, HRT staff determined that Ana was the lowest, responsive (in compliance with submittal requirements) and responsible (capable to perform) bidder, and therefore eligible for award.

Ana's proposed rates are deemed fair and reasonable based on a price analysis performed using historical data, and the fact that pricing was obtained in a competitive environment. A contractor responsibility review performed confirmed that Ana is technically and financially capable to perform the work.

Ana, located in Bellmawr, NJ, has performed similar work for New Jersey Transit of Newark, NJ; Dallas Area Rapid Transit (DART) of Dallas, TX; Metro Transit of St. Paul, MN; and, Long Beach Transit of Long Beach, CA.

The period of performance for this contract is one (1) base year with four (4) additional one-year options.

No DBE Goal is assigned for this solicitation.

Cost/Funding: This contract will be funded from operating funds.

Project Managers: Michael Smith, Manager of Systems Maintenance

Contracting Officer: Fevrier Valmond, Contracts Manager

Recommendation: It is respectfully recommended that the Commission approve the award of a contract to Ana Laboratories, Inc. to provide oil and fluid analysis services in the not-to-exceed amount of \$142,890 over a five (5) year period.

Contract No:	16-72028	Title:	Oil and Fluid Analysis Services	Price:	\$142,890
				Term:	1 Yr. w/4 1-yr Options

ATTACHMENT A

SOLICITATION RESULTS

FIRM	TOTAL OFFER PRICE
Ana Laboratories, Inc.	\$142,890
Tribologik Corporation.	\$248,250

TRANSIT RIDERS ADVISORY COMMITTEE REPORT

FROM CHAIRMAN JAMIE BATTLE

JULY 2016

The first TRAC meeting for FY2017 took place on July 13, 2016 at Hampton. The committee was briefed on the following items:

- The two Connect Hampton Roads summits
 - Transit Means Business and Transformational Transit
- The new Student Freedom Pass for teenagers who wishes to ride transit
- The Peninsula Corridor Study
- On-Time Performance for bus routes

The chairman also noted about his visits to the Williamsburg Area Transit Authority's meetings for revising their bus services and fares as well as attending more transportation meetings, whenever possible.

The chairman briefed to the members that if there are any ideas on changing bus routing or scheduling, it should be discussed by the next TRAC meeting before the cities work on FY2018's budgets.

The next TRAC meeting will take place on September 7, 2016 at Norfolk.

LET'S CONNECT HAMPTON ROADS!

Jamie P. Battle
Chairman



Resolution 04 – 2016

Title VI Equity Analyses for Proposed Major Service Changes in August 2016

A Resolution of the Transportation District Commission of Hampton Roads approving the *Title VI Equity Analyses for Proposed Major Service Changes in August 2016*.

WHEREAS, the Transportation District Commission of Hampton Roads adopted the *Hampton Roads Transit (HRT) 2014 Title VI Program* through Resolution 01-2014 on the 24th day of January, 2014, in compliance with Federal Law and FTA Policy; and

WHEREAS, the adopted *HRT 2014 Title VI Program* requires that the Commission demonstrate the consideration, awareness, and approval of the Title VI Equity Analysis results for each proposed Major Service or Fare Change prior to approval or implementation of the proposed change; and

WHEREAS, Hampton Roads Transit has proposed Major Service Changes to Routes 108, 116, 427, and MAX Route 918; the addition of one new route in Chesapeake, the Route 55; and the addition of a six month pilot program of two MAX Routes, 968 and 969, for implementation in August 2016; and

WHEREAS, Hampton Roads Transit has received comments from Route 918 riders to express concern over the proposed discontinuation of the route serving Naval Support Activity; and

WHEREAS, Hampton Roads Transit has completed a Title VI Equity Analysis on the proposed changes and reported the results of the analyses to the Commission for full consideration; and

WHEREAS, the Title VI Equity Analyses included a full discussion of any potential Disparate or Disproportionate Impacts in regards to race, color, national origin, or income; and

WHEREAS, the Title VI Equity Analyses included a mitigation strategy that maintains limited MAX Route 918 service; and

WHEREAS, Hampton Roads Transit has shown a substantial legitimate justification for the proposed actions:

NOW, THEREFORE, BE IT RESOLVED that the Transportation District Commission of Hampton Roads has given full consideration of, is aware of, and approves the equity analyses for the proposed August 2016 Major Service Changes.

APPROVED by the Transportation District Commission of Hampton Roads at its meeting on the 28th day of July, 2016.

**TRANSPORTATION DISTRICT COMMISSION
OF HAMPTON ROADS**

**The Honorable James L. Wood
Chairman**

ATTEST:

**Luis R. Ramos
Commission Secretary**

TRANSIT MANAGEMENT COMPANY

Annual Meeting of Stockholders
&
Directors
of the
Transit Management Company

July 28, 2016

AGENDA

1. Call to Order
2. Approval of Minutes of June 25, 2015 Annual Meeting
3. President's Financial Report
4. Election of Directors
5. Election of Officers

Proposed Slate:	
President	William E. Harrell
Vice President	Kim Ackerman
Treasurer	Brandon Singleton
Secretary	Luis R. Ramos
6. Old Business
7. New Business
8. Adjournment

TRANSIT MANAGEMENT COMPANY

NOTICE OF ANNUAL MEETING

OF THE SHAREHOLDERS AND BOARD OF DIRECTORS OF TRANSIT MANAGEMENT COMPANY

Notice is hereby given that the annual meeting of the shareholders and directors of Transit Management Company, a Virginia corporation, will be held at Hampton Roads Transit, 3400 Victoria Boulevard, Hampton, Virginia on Thursday, July 28, 2016, immediately following the meeting of the stockholders of Transit Management Company for the purpose of electing directors, officers and transacting such other business as may properly come before the meeting.

Commission Secretary

Exhibit "A"

PROXY STATEMENT

The Transportation District Commission of Hampton Roads does hereby constitute and appoint any one of the following: Rick W. West, Kenneth I. Wright, Patricia P. Woodbury, Amelia Ross-Hammond, Jennifer Mitchell, Douglas W. Fuller, Carol Angela Davis, Charles B. Hunter, Will J. Moffett, James L. Wood, Robert Coleman, and Keith Parnell as its true and lawful attorneys, substitutes and proxies, for it in its name, place and stead to vote at the regular and special meetings of the shareholders of Transit Management Company, and at any adjournment or adjournments thereof.

A majority of the attorneys that may be present and act at the meeting or meetings, or at any adjournment of adjournments thereof in person or by substitute, shall exercise all the powers of the attorneys and agents hereunder; or if any one attorney shall be so present and act, then that one shall have and may exercise all the powers of the attorneys and agents hereunder.

IN WITNESS WHEREOF, Transportation District Commission of Hampton Roads has by its Chairman and Secretary hereunto subscribed its name and affixed it's duly attested seal this 28th day of July 2016.

**TRANSPORTATION DISTRICT COMMISSION
OF HAMPTON ROADS**

Chairman

ATTEST:

Secretary

**THE COMBINED ANNUAL MEETING
OF THE STOCKHOLDERS AND DIRECTORS OF
TRANSIT MANAGEMENT COMPANY**

Thursday, June 25, 2015

1:00 p.m.

2nd FLOOR BOARD ROOM

509 E. 18th Street

Norfolk, VA

MEETING MINUTES

Call to Order

The annual meeting of the Stockholders and Directors of Transit Management Company was called to order at 2:09 p.m.

David Burton, General Counsel, provided a brief history of the Transit Management Company and stated the purpose of the annual meeting.

Approval of Minutes

A motion to approve the July, 2014 Transit Management Company Meeting Minutes was made and properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Moffett, Toscano, Fuller, Openshaw, West, Tanner, Woodbury, Winn, Hunter, Wood, and Branch

Nays: None

Abstain: None

Financial Report

Brandon Singleton gave the FY2014-2015 Financial Report as enclosed in the meeting package.

Election of Officers

The following were recommended as officers for FY2015-2016:

President	William E. Harrell
Vice President	Kim Ackerman
Treasurer	Brandon Singleton
Secretary	Luis R. Ramos

A motion to approve the recommendations for officers was made and properly seconded. A roll call vote resulted as follows:

Ayes: Commissioners Moffett, Toscano, Fuller, Openshaw, West, Tanner, Woodbury, Winn, Hunter, Wood, and Branch

Nays: None

Abstain: None

Upon motion duly made, seconded, and by unanimous vote of all present, the following named persons were elected to serve as Directors of the Company for the ensuing year or until their successors be duly elected: Chairman James P. Toscano, Vice –Chair James L. Wood, Past-Chairman Will Moffett, Kenneth I. Wright, Linwood Branch, Robert Harper, Allen Tanner, Patricia P. Woodbury, and Alternate Commissioners Cheryl Openshaw, Steve Froncillo, Jeffrey Raliski, and Earl Sorey.

Upon motion duly made, seconded and by unanimous vote of all present, the following slate of officers was elected to serve for the ensuing year: William E. Harrell, President, Kim Ackerman, Human Resource/Organizational Development Officer, and Brandon Singleton, as Treasurer.

There was no old business to conduct.

No further business was presented, and upon motion, the meeting was adjourned at 2:30 p.m.

Old Business

No old business was discussed.

New Business

No new business was discussed.

Adjournment

No further business was presented, and upon motion, the meeting was adjourned at 2:15 p.m.

Secretary

APPROVED:

William E. Harrell
President and CEO

TRANSIT MANAGEMENT COMPANY
Statement of Revenues and Expenses
Fiscal Years Ending June 30, 2015 and 2016

REVENUES	<u>2016</u>	<u>2015</u>	<u>Change</u>
Funds Applied by TDCHR	\$38,033,117	\$20,255,528	\$17,777,589
 EXPENSES			
Wages and Salaries	\$25,778,051	\$13,703,598	\$12,074,453
Fringes:			
FICA	2,132,704	1,127,113	\$1,005,591
Pension Contribution	2,086,134	1,109,220	\$976,915
Medical & Other Insurance	4,380,797	2,419,442	\$1,961,355
Sick Pay	843,225	389,694	\$453,531
Holiday Pay	674,105	367,086	\$307,020
Vacation Pay	1,781,526	924,750	\$856,775
Other Paid Absences	51,124	61,580	(\$10,456)
Other Fringe Benefits	305,451	153,045	\$152,406
Total Fringe Benefits	<u>\$12,255,067</u>	<u>\$6,551,930</u>	<u>\$5,703,136</u>
Total Expenses	<u>\$38,033,117</u>	<u>\$20,255,528</u>	<u>\$17,777,589</u>
 NET INCOME	 <u>\$0</u>	 <u>\$0</u>	 <u>\$0</u>

The financial information as shown above is considered an accurate representation, to the best of my knowledge, of the financial transactions of the Transit Management Company for the year ended June 30, 2016.



Brandon K. Singleton
 Treasurer