



# NVTTC Commissioner Member Manual

2023

*Abbreviated printable orientation materials*

Full manual available at <https://novatransit.org/resources/member-manual/>



**novatransit.org**

2300 Wilson Boulevard, Suite 230 • Arlington, VA 22201 • (703) 524-3322

facebook.com/NoVaTransit twitter.com/NoVaTransit

NVTC advances a robust and reliable public transit network to support communities in Northern Virginia.

**\$300 million**

managed annually in federal, state and regional assistance for WMATA, VRE and five bus systems

**ONE OF A KIND**

institution for promoting regional transit cooperation and providing expertise

**1964**

established by the Virginia General Assembly



# WHAT WE DO FOR NORTHERN VIRGINIA



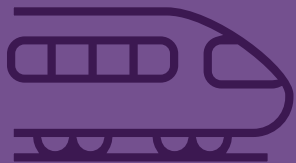
**SERVE AS A REGIONAL HUB FOR COORDINATION OF TRANSIT SERVICES**



**FUND & PROVIDE OVERSIGHT FOR WMATA & APPOINT BOARD MEMBERS**



**PROVIDE EXPERTISE ON TRANSIT SYSTEMS, RIDERSHIP & ADVANCED FARE COLLECTION**



**JOINTLY OWN VIRGINIA RAILWAY EXPRESS (VRE)**



**PROVIDE LEADERSHIP ON LEGISLATIVE AND POLICY ISSUES**

# OUR PROGRAMS & INITIATIVES

## FINANCIAL MANAGEMENT

NVTC manages \$300 million annually for WMATA, VRE and five bus systems. NVTC administers the regional motor fuels tax, totaling \$34.3 million in FY 2019. NVTC has awarded \$60 million to date through the Commuter Choice program.

## FINANCIAL & POLICY ANALYSIS

NVTC performs financial analyses, documents funding needs and works with the Commonwealth to develop new funding sources to sustain federal, state and local funding for high-quality, high-capacity public transit that serves Northern Virginia.

## WMATA POLICY & GOVERNANCE

NVTC serves as Virginia's voice on the WMATA Board of Directors and publishes an annual policy and data report on the performance and condition of WMATA.

## WMATA REGIONAL RESPONSE COORDINATION

NVTC brings together jurisdictions and transit agencies to coordinate responses and develop alternate transit plans for service disruptions such as Metrorail station closures.

## TRANSIT TECHNOLOGY

NVTC brings together regional partners and local transit agencies to explore and procure the latest technologies. NVTC is coordinating the maintenance enhancements to the regional fare-collection system that meets current needs and adapts to changing technologies.

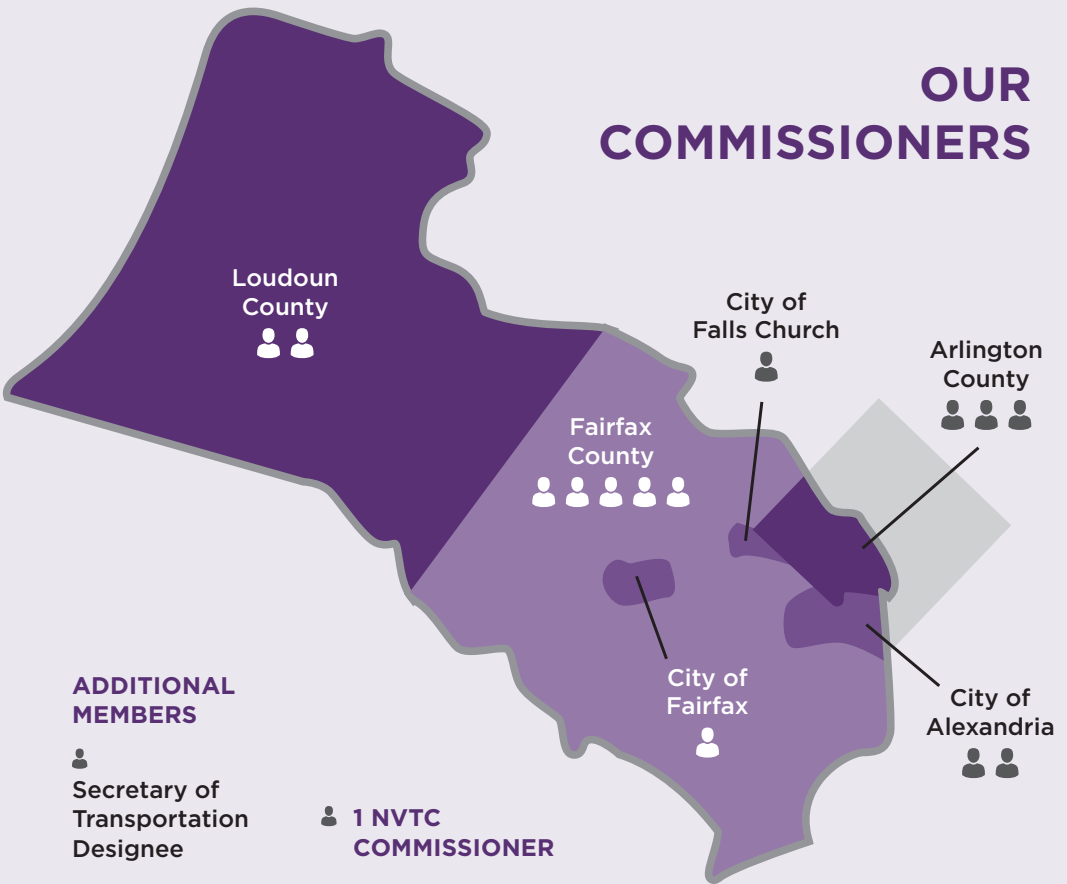
## TRANSIT RESOURCE CENTER

NVTC provides technical assistance to member jurisdictions, analyzes transit performance data from across NVTC jurisdictions, manages the Envision Route 7 Bus Rapid Transit project and collaborates on regional transit planning efforts.


## COMMUTER CHOICE


NVTC manages this innovative program that uses toll revenues from I-66 and I-395/95 to fund transit and roadway enhancement projects that move more people more efficiently.

# OUR COMMISSIONERS



## ADDITIONAL MEMBERS

 Secretary of Transportation Designee

 VA General Assembly

 1 NVTC COMMISSIONER

 NORTHERN VIRGINIA TRANSPORTATION DISTRICT



**846K jobs**  
are within 1/4 mile  
of transit in  
Northern Virginia



**>\$600 million**  
in state revenues  
generated yearly by jobs  
and households supported  
by Metrorail and VRE



**275K**  
Northern Virginians  
ride transit to work  
every day

**NoVaRides**



**ENVISION ROUTE 7**

2300 Wilson Blvd, Suite 230, Arlington, VA 22201

(703) 524-3322 | [novatransit.org](http://novatransit.org) | @NoVaTransit  

## NVTC Responsibilities

Financial/ Grants Management	Oversight & Reports	Program Administration	Public Engagement	Commission & Committee Management	NVTC Internal Operations
<ul style="list-style-type: none"> <li>• DRPT WMATA Grants</li> <li>• DRPT VRE Grants</li> <li>• DPRT NVTC Localities Grants</li> <li>• DPRT NVTC Grants</li> <li>• NVTA VRE Grants</li> <li>• Federal Grants</li> <li>• Regional Gas Tax Revenues</li> <li>• WMATA Capital Fund <sup>(1)</sup></li> <li>• I-66 and I-395/95 Toll Revenue Funds</li> <li>• VRE C-ROC Fund</li> <li>• DRPT Performance-Based Capital Grants <sup>(2)</sup></li> <li>• DRPT Performance-Based Operating Grants <sup>(2)</sup></li> </ul>	<ul style="list-style-type: none"> <li>• Report I-66 &amp; I-395/95 Annual Reports to CTB</li> <li>• NVTC Annual Report on Performance and Condition of WMATA</li> <li>• Annual Certification of Required WMATA Documents</li> <li>• Report on Use of WMATA Capital Funds</li> <li>• NVTC Annual</li> </ul>	<ul style="list-style-type: none"> <li>• Commuter Choice (I-66 &amp; I-395/95)</li> <li>• Zero-Emission Bus Strategic Plan</li> <li>• Transit Fare Policy Analysis &amp; Research</li> <li>• Envision Route 7 BRT</li> <li>• Regional Bus Analysis</li> <li>• NoVA Transit Data Dashboard</li> <li>• NVTC-WMATA Major Capital Shutdown Mitigation</li> <li>• Committee Materials, Staffing &amp; Support</li> </ul>	<ul style="list-style-type: none"> <li>• Annual Commuter Choice Program Outreach</li> <li>• Envision Route 7 BRT</li> <li>• WMATA Strategic Plan Public Hearing (every 3 years)</li> <li>• Joint Planning District 8 Public Meeting</li> <li>• Annual Joint NVTC-PRTC Legislative Forum</li> </ul>	<ul style="list-style-type: none"> <li>• Commission / Committee Meeting Materials, Administration &amp; Preparation</li> <li>• Commissioner Engagement</li> <li>• WMATA Board Member Support</li> <li>• Live-stream / Recording of Commission and Committee Meetings</li> <li>• NVTC Annual Report</li> </ul>	<ul style="list-style-type: none"> <li>• Human Resources</li> <li>• Information Technology</li> <li>• Legal Support</li> <li>• Legislative Support</li> <li>• Accounting and Internal Controls</li> <li>• NVTC Transit Fellow Program</li> </ul>

Notes: (1) These funds are administered directly to WMATA from DPRT; it is anticipated that NVTC will continue to support the analysis of the use of these funds as a component of Virginia WMATA funding. (2) As required by HB1539/SB856, DPRT funding is allocated under a new prioritization approach for applications.

## NVTC Chair

### Executive Committee

- Officers
- Immediate Past Chair
- Committee Chairs
- Senior GA Member
- ✓ Approves budget and work plan
- ✓ Deliberates on broad Commission issues
- ✓ Oversight of personnel matters, including ED annual review
- ✓ Serves as nominating and audit committees

### WMATA Committee

- Member from each jurisdiction + GA rep
- Governor's appointment
- ✓ Formalized in By-Laws
- ✓ Duties include review of WMATA budget and work plan, policy issues affecting Commission
- ✓ Meets monthly; aligned to WMATA decision points

### Legislative and Policy Committee

- Member from each jurisdiction + GA rep
- ✓ Formalized in By-Laws
- ✓ Approves annual Legislative and Policy agenda
- ✓ Reports to Commission on legislative activities
- ✓ Meets monthly from October – March; other times as necessary

### Program Advisory Committee

- Member from each jurisdiction + GA Rep
- ✓ Formalized in By-Laws
- ✓ Provides oversight and guidance on NVTC program areas, including
  - Commuter Choice (66 + 395)
  - Route 7
  - Regional Bus
  - Fare Collection
  - Emergency Preparedness
- ✓ Meets as necessary prior to key Commission decisions

## 2023 NVTC OFFICERS AND COMMISSIONERS

Dalia Palchik, Chair  
Matt de Ferranti, Vice-Chair  
David F. Snyder, Secretary-Treasurer

### Arlington County

Matt de Ferranti  
Libby Garvey  
Takis Karantonis

### City of Alexandria

Canek Aguirre  
Sarah Bagley  
Kirk McPike, alternate

### Fairfax County

Walter Alcorn  
John Foust  
Jeff McKay  
Dalia Palchik  
James Walkinshaw  
Daniel G. Storck, alternate

### City of Falls Church

David Snyder  
Phil Duncan, alternate

### Loudoun County

Matt Letourneau  
Michael Turner

### City of Fairfax

Catherine Read  
Jon Stehle, alternate

### General Assembly

Senate:  
John Bell  
Adam Ebbin

House of Delegates:  
Nick Clemente  
Aimee Gilroy  
M. David Skiles  
John C. Tuck III

### Commonwealth of Virginia

Paul Smedberg  
Jennifer DeBruhl (DRPT), alternate



# 2023 NVTC Committee and Board Appointments

## NVTC EXECUTIVE COMMITTEE

Chair, Dalia Palchik  
 Vice-Chair, Matt de Ferranti  
 Secretary-Treasurer, David Snyder  
 Legislative & Policy Committee Chair and  
 Immediate Past Chair, Canek Aguirre  
 Program Advisory Committee Chair, Sarah Bagley  
 WMATA Committee Chair, Walter Alcorn  
 General Assembly Member, Adam Ebbin  
*Non-Voting Members:*  
 WMATA Principal Member, Paul Smedberg  
 (Commonwealth Appointee)  
 WMATA Principal Member, Matt Letourneau  
 (NVTC Appointee)

## NVTC WMATA COMMITTEE

Chair, WMATA Alternate Member, Walter Alcorn  
 WMATA Principal Member, Matt Letourneau  
 WMATA Principal Member, Paul Smedberg  
 WMATA Alternate Member, Canek Aguirre  
 Commission Members:  
 (drawn from member jurisdictions in a representative manner)  
 Arlington County, Matt de Ferranti  
 City of Falls Church, David Snyder

## NVTC LEGISLATIVE AND POLICY COMMITTEE

Chair, Canek Aguirre  
 Commission Members:  
 (drawn from member jurisdictions in a representative manner)  
 Arlington County, Libby Garvey  
 City of Falls Church, David Snyder  
 Fairfax County, James Walkinshaw  
 City of Fairfax, Catherine Read  
 Loudoun County, Matt Letourneau  
*Non-Voting Member:*  
 General Assembly Member, Adam Ebbin

## NVTC PROGRAM ADVISORY COMMITTEE

Chair, Sarah Bagley  
 Commission Members:  
 (drawn from member jurisdictions in a representative manner)  
 Arlington County, Libby Garvey  
 City of Falls Church, David Snyder  
 Fairfax County, John Foust  
 Loudoun County, Michael Turner

## NVTC'S WMATA BOARD OF DIRECTORS

<b>Principals:</b>	<b>Alternates:</b>
Paul Smedberg (Commonwealth Appointee) Term expires 01-05-2026	Canek Aguirre Term expires 01-07-2025
Matt Letourneau (NVTC Appointee) Term expires 01-03-2027	Walter Alcorn Term expires 01-04-2024

## NVTC'S VIRGINIA RAILWAY EXPRESS OPERATIONS BOARD *(provided by localities)*

<b>Principals:</b>	<b>Alternates:</b>
<u>Fairfax County:</u> Walter Alcorn Daniel G. Storck James Walkinshaw	<u>Fairfax County:</u> Jeff McKay
<u>City of Alexandria:</u> Sarah Bagley	<u>City of Alexandria:</u> Canek Aguirre
<u>Arlington County:</u> Takis Karantonis	<u>Arlington County:</u> Libby Garvey

## NVTC'S VIRGINIA TRANSIT ASSOCIATION BOARD OF DIRECTORS

<b>Principals:</b>	<b>Alternates:</b>
David Snyder Kate Mattice	(vacant) Canek Aguirre



– Approved –

**NVTC Commission meetings start at 7:00 p.m. on the first Thursday of the month. Meetings are held in the First Floor Main Conference Room of the Navy League Building, 2300 Wilson Blvd, Arlington, Virginia, unless otherwise noted.\* The Executive Committee meets at 6:00 p.m. in Suite #230. Please check NVTC's [meeting website page](#) for updates.**

*\*If NVTC decides to change a meeting to an all-virtual meeting, NVTC will provide a new meeting notice in accordance with the provisions of the Freedom of Information Act, and will notify Commissioners, staff and public at least 72 hours in advance of the meeting. Updated meeting information will be on [NVTC's meeting website page](#).*

**January 5, 2023**

**February 2, 2023**

**March 2, 2023**

**April 6, 2023 - Canceled**

**May 4, 2023**

**June 1, 2023**

**July 6, 2023**

**August 2023 - No Commission Meeting**

**September 7, 2023**

**October 5, 2023**

**November 2, 2023**

**December 7, 2023 - Candidate for All-Virtual**

**Other NVTC Meetings:**

*May/June - Joint NVTC/NVTA/VRE/CTB Public Meeting - date/location TBD*

*December 4, 2023 - Joint NVTC-PRTC Legislative Briefing - Embassy Suites Hotel, Springfield*

## Commissioner Per Diem

Commissioners are compensated for attendance at NVTC, WMATA and VRE public meetings and for representing NVTC at functions and events. The amount of compensation and the procedures followed differ for General Assembly members and local elected officials.

### ▪ **General Assembly Members**

The per diem rate is \$300; however, Item 1#1c of the 2019 Appropriations Act (<https://budget.lis.virginia.gov/amendment/2019/1/HB1700/Introduced/CR/1/1c/>) includes the following budget amendment:

*"If the member attends two or more official meetings during the same day, and at least one of which occurs in the morning and one of which occurs in the afternoon, than the member shall be compensated at a rate of \$400 for the entire day, otherwise compensation is capped at the \$300 per day."*

Therefore, NVTC provides the meeting/event start and end times along with the names of those members attending NVTC meetings or representing NVTC at meetings/events to the Senate and House of Delegates, using a specified transmittal form. Since members receive payment through the Commonwealth's payroll system, NVTC does not determine the amount of per diem a member makes on a given day. Members are not compensated for NVTC meetings when the General Assembly is in Session (generally January, February and March). Members may be reimbursed by NVTC for mileage associated with their attendance or representation. If seeking mileage reimbursement, General Assembly members must provide the meeting date and mileage to NVTC's Comptroller Colethia Quarles at [colethiaquarles@novatransit.org](mailto:colethiaquarles@novatransit.org). Requests must be submitted after each meeting attended.

### ▪ **Local Elected Officials and Commonwealth Representative**

The per diem rate is \$50. Non-legislative Commissioners are limited to a single payment on any one day, regardless of the number of NVTC-related meetings or events attended. NVTC documents attendance at its public meetings and events and receives documentation of meeting attendance from WMATA and VRE. NVTC issues checks to Commissioners on a monthly basis (so there is a month-lag time) to their home address, unless another address is requested. Commissioners representing NVTC at any other meeting or event must notify NVTC's Comptroller Colethia Quarles ([colethiaquarles@novatransit.org](mailto:colethiaquarles@novatransit.org) / 571/483-3221). Local elected officials are not reimbursed for mileage. NVTC is not able to process direct deposit for per diems.

## Commissioner Bonding

The Virginia Code ([VA Code 33.2-1909](#)) and NVTC's [By-Laws \(Section 8.A.1-2\)](#) stipulate that Commissioners must be bonded. NVTC secures a public official bond – \$5,000 for each Commissioner and \$25,000 for the Secretary-Treasurer – for the faithful performance of duties. Bond premiums are paid by the Commission and filed with and preserved by the Department of the Treasury's Division of Risk Management. At the start of their service on NVTC, Commissioners will be asked to fill out a bond application.

## **2023 NVTC STAFF**

**Katherine A. Mattice**  
**Executive Director**

Scott Kalkwarf, Director of Finance and Administration  
Allan Fye, Director of Programs and Policy  
Becky Merriner, Director of Human Resources

Monique Blyther, Marketing and Engagement Manager

Genoveva Cutrell, Assistant to the Executive Director

Andrew D'Huyvetter, WMATA Senior Program Manager

Matt Friedman, Communications and Public Affairs Manager

Rhonda Gilchrest, Commission Secretary/Meetings and Events Manager/FOIA Officer

Adam Hager, Commuter Choice Senior Program Analyst

Xavier Harmony, Transit Resource Center Senior Program Manager

Ann McGrane, Transit Technology Senior Program Manager

Tenley O'Hara, Legislative and Administrative Assistant

Ben Owen, Commuter Choice Senior Program Manager

Colethia Quarles, Comptroller

Noman Sayed, Financial Analyst

Sophie Spiliotopoulos, Program Analyst

Brittany Sumpter, Grants Manager and DBE Liaison Officer

Melissa Walker, IT and Web Resources Manager

Ronnetta Zack-Williams, Program Analyst

Transit Fellows: Nathan Varnell and Rachel Inman

## Management Advisory Committee (MAC)

NVTC formed the Management Advisory Committee (MAC) in the early 1970's consisting of transportation staff and financial officials of its member jurisdictions. This group meets monthly on the third Tuesday at 1:30 P.M. at NVTC, chaired by NVTC's Director of Programs and Policy Allan Fye, to discuss regional transit issues; consider technical questions pertaining to NVTC's administration of transit aid funds; advise NVTC staff on jurisdictional positions and policies; review items for future NVTC Commission meetings; and serve as a liaison between NVTC staff and Commissioners representing the jurisdictions. Generally, members of the MAC staff their Commissioner(s) and are heavily involved in transit planning, funding and operations at their jurisdiction.

### City of Alexandria

Jennifer Monaco  
Chris Ziemann

### Arlington County

Lynn Rivers  
Rich Roisman

### City of Fairfax

Wendy Block Sanford  
Ryan Visci

### Fairfax County

Malcolm Watson  
Noelle Dominguez

### City of Falls Church

Cindy Mester  
Kerri Oddenino

### Loudoun County

Gladys Hurwitz  
Penny Newquist

### Many additional staff attend MAC meetings as needed, depending on the agenda:

NVTC: Kate Mattice ▪ Allan Fye ▪ Scott Kalkwarf ▪ Monique Blyther ▪ Genoveva Cutrell ▪ Andrew D'huyvetter ▪ Matt Friedman ▪ Rhonda Gilcrest ▪ Adam Hager ▪ Xavier Harmony ▪ Ann McGrane ▪ Colethia Quarles ▪ Tenley O'Hara ▪ Ben Owen ▪ Aimee Perron Seibert ▪ Sophie Spiliotopoulos ▪ Brittany Sumpter ▪ Melissa Walker ▪ Ronnetta Zack-Williams

VRE: Karen Finucan Clarkson ▪ Joe Swartz

WMATA: Greg Potts

DRPT: Todd Horsley ▪ Tim Roseboom ▪ Mike Mucha

PRTC: Bob Schneider ▪ Joe Stainsby

VDOT: Fatemah Allahdoust ▪ Heidi Mitter ▪ Michael Trinh

NVTA: Monica Backmon ▪ Ian Newman ▪ Mackenzie Love

COG: Kanti Srikanth ▪ Eric Randall ▪ Pierre Gaunard



**NVTC ELECTRONIC PARTICIPATION POLICY**  
**Approved July 7, 2022 to be effective September 1, 2022**

Occasions may arise when the Northern Virginia Transportation Commission (“NVTC”) determines it is necessary to hold an all-virtual public meeting or when a NVTC Commissioner is unable to be physically present at a public meeting. Under certain circumstances, the Virginia [Freedom of Information Act](#), Virginia Code Ann. §§ 2.2-3700 et seq., (the “Act”) permits a public body, such as NVTC and its duly appointed committees, to conduct all-virtual public meetings and also permits members of a public body to participate in meetings through electronic means such as telephone and video conferencing. The Act limits the instances in which this may occur and prescribes procedures that must be followed, including adoption of a policy governing electronic meetings. The NVTC Electronic Participation Policy (“Policy”), as hereafter set forth, identifies the instances when NVTC and its duly appointed committees and sub-committees may conduct all-virtual public meetings, including during a declared state of emergency, and when a commissioner may participate electronically in an in-person NVTC meeting, including NVTC appointed committee and subcommittee meetings, and the procedures that apply.<sup>1</sup>

**Nothing in this Policy should be construed to prohibit the use of audio or audio/visual means to increase public participation at meetings even if no NVTC Commission members are participating electronically. NVTC welcomes the use of electronic means to increase public access to its meetings.** The specific requirements and limitations on electronic participation described herein apply only to the members of NVTC holding a public meeting.

**Circumstances When Electronic Participation By a Member Is Permitted for In-Person Meetings**

A commissioner may participate in an in-person NVTC Commission or NVTC committee or subcommittee meeting through electronic communication means from a remote location that is not open to the public under the following circumstances:

- A. A commissioner who is unable to attend the meeting due to a **medical reason**:
  - 1) A commissioner’s temporary or permanent disability or other medical condition that prevents the commissioner’s physical attendance;
  - 2) A medical condition of a member of a commissioner’s family that requires the commissioner to provide care and prevents the commissioner’s physical attendance;

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<sup>1</sup> This Policy does not apply to the Virginia Railway Express Operations Board, which is a joint committee of NVTC and the Potomac and Rappahannock Transportation Commission (“PRTC”). A separate policy, approved by NVTC and PRTC, shall apply to the Operations Board.

- 3) The above subsections A.1 and 2 allows an unlimited number of times a commissioner can participate electronically due to disability, medical condition or care for a family member.
- B. A commissioner who is unable to attend the meeting due to a **personal reason** and identifies with specificity the nature of the personal matter. However, a commissioner may not use remote participation due to personal matters more than two meetings per calendar year or 25% of the meetings held per calendar year rounded up to the next whole number, whichever is greater.
- (Example: if NVTC holds 10 or 11 Commission meetings a year, a commissioner could participate electronically for a personal reason 2.5 or 2.75 times, rounded up to three (3) meetings a year. For NVTC committees and subcommittees that do not have an annual meeting schedule or that do not actually hold each meeting on the schedule, the number of times a commissioner may participate in a meeting remotely is not readily calculated and should be done only in consultation with the commission secretary).
- C. A commissioner whose **principal residence is more than 60 miles from the meeting location** identified in the required notice for such meeting.

#### **Procedural Requirements for Remote Participation By a Member in In-Person Meetings**

The term “remote participation” is defined by the Act to mean “participation by an individual member of a public body by electronic communication means in a public meeting where a quorum of the public body is otherwise physically assembled.”

Remote participation by a NVTC Commissioner as authorized above (by A-C) shall be only under the following conditions:

1. A quorum of NVTC Commissioners is physically assembled at the primary or central meeting location.
2. NVTC or its committee or subcommittee, as applicable, can make arrangements for the voice of the commissioner who is participating remotely to be heard by all persons at the primary or central meeting location.
3. A commissioner must notify the applicable chair (Commission chair or committee chair), with notification copied to the executive director and commission secretary, on or before the day of the meeting, not later than eight (8) hours prior to the start of the meeting, that such commissioner is unable to attend and identify the reason in A, B, or C above that prevents physical attendance. The request can be made verbally but should be followed up in writing as soon as possible.
4. The minutes must reflect that (1) the existence of a disability or medical condition (which need not be disclosed with specificity) of the commissioner, or of a family member who

requires the commissioner's care, prevents the commissioner's in-person attendance at the meeting; (2) a personal matter, described with specificity, prevents the commissioner's in-person attendance at the meeting; or (3) the commissioner's primary residence is 60 miles or more from the meeting location. The minutes must also reflect a general description of the remote location from which the commissioner is participating in the meeting electronically.

5. A commissioner's remote participation must be in accordance with this Policy. If the commissioner's participation from a remote location is disapproved because such participation would violate the provisions of this Policy or the Act, such disapproval shall be recorded in the minutes with specificity.

**NOTE:** As stated above, if a commissioner's remote participation is disapproved, the commissioner may still monitor the meeting by listening or watching by electronic communication means. However, the member cannot be counted as present and cannot participate. The minutes shall reflect the names of commissioners monitoring a meeting. In such a situation, as a matter of best practices, the chair should make a statement to inform the public and the other members, such as: *"Please observe that [member name] could not attend today's meeting but is [listening/watching] the meeting by [speakerphone, videoconferencing, or whatever electronic communications means is being utilized]. However, [member name] is only monitoring the meeting and is not counted as present, and cannot make motions, vote or otherwise participate."*

### **Guidelines for the NVTC Electronic Participation Policy for Remote Participation by a Member in In-Person Meetings**

The determination of whether requests by commissioners to participate in NVTC Commission meetings, as well as committee or subcommittee meetings, from remote locations complies with the NVTC Electronic Participation Policy ("Policy") shall be made by the NVTC chair or the appropriate committee or subcommittee chair, subject to final approval by the Commission or committee or subcommittee. The following guidelines shall be used by the chair and NVTC or committee or subcommittee in considering and acting upon requests:

1. This Policy applies to NVTC meetings, including Commission, committee and subcommittee meetings, provided the technology is available to accommodate remote participation.
2. This Policy shall be applied strictly and uniformly, without exception, to all commissioners and without regard to the identity of the commissioner requesting to participate remotely or the matters that will be considered or voted on at the meeting.
3. Notification of the request to participate electronically shall be provided by the commissioner seeking to participate remotely to the applicable chair (Commission chair or committee chair), with notification copied to the executive director and commission secretary, at the earliest practicable time, not later than eight (8) hours before the

meeting start time. The request can be made verbally but should be followed up in writing as soon as possible.

4. Individual participation from a remote location shall be approved unless such participation would violate this Policy or the provisions of the Act. If the Commission or committee or subcommittee votes to disapprove the member's remote participation because such participation would violate this Policy or the Act, such disapproval shall be recorded in the minutes with specificity.
5. The commissioner requesting to participate remotely shall provide sufficient specificity as to the nature of the matter as is necessary for the chair, and the Commission or committee or subcommittee, to determine whether the circumstances warrant remote participation.
6. For purposes of this Policy, a personal matter includes circumstances that prevent a member from physically attending a meeting including personal and business travel.
7. For purposes of this Policy, a temporary or permanent disability or a medical condition of either a commissioner or their family member who requires the commissioner's care that prevents physical attendance at the meeting should be evident based on the nature of the disability or the condition. Examples include temporary hospitalization or being confined to home, contagious illness or any disability that prevents travel to the meeting location.
8. Disclosure of specific medical conditions or disabilities, and medical verification of a medical condition or physical disability shall not be required.
9. More than one commissioner may participate electronically at the same meeting, as long as a physical quorum is present at the primary meeting location.
10. Commissioners participating remotely are allowed to fully participate in NVTC Commission or NVTC committee or subcommittee public meetings, which includes but is not limited to making motions and voting.
11. The commissioner may participate remotely in a NVTC Commission or NVTC committee or subcommittee public meeting, using all available electronic communication means including telephone and video conferencing. For the purposes of this Policy, "electronic communication" is defined to mean "the use of technology having electrical, digital, magnetic, wireless, optical, electromagnetic or similar capabilities to transmit or receive information." The definition is applicable to all types of electronic participation described in this Policy.
12. Remote participation shall be permitted only under circumstances where all attendees at the primary meeting location, including the public, can, at a minimum, hear the remote member. If the means used for participation in the meeting, or other circumstances at



the remote location, are disruptive to the meeting, the chair, subject to Commission or committee or subcommittee approval, may deny or withdraw the approval to participate remotely, including during the meeting. While not required, the commissioner participating remotely is encouraged to monitor the meeting via electronic means to the extent it is available.

13. NVTC's commission secretary shall be responsible for ensuring a commissioner does not participate electronically for personal reasons more than two times per calendar year or 25% of the meetings held per calendar year rounded up to the next whole number, whichever is greater.

### **NVTC All-Virtual Public Meetings**

An "all-virtual public meeting" is defined by the Act to mean "a public meeting conducted by a public body (i) using electronic communication means (ii) during which **all members of the public body who participate do so remotely rather than being assembled in one physical location** and (iii) to which public access is provided through electronic communication means."

The Act limits the number of times per calendar year NVTC and its committees and subcommittees can conduct all-virtual meetings. NVTC and each of its committees and subcommittees **shall not** conduct an all-virtual public meeting more than two times per calendar year or 25% of their respective meetings held per calendar year rounded up to the next whole number, whichever is greater, OR consecutively with another of their all-virtual public meeting.

Since there is a limited number of times the Commission and its committees and subcommittees can conduct all-virtual meetings during a calendar year, the Commission and its committees and subcommittees will be strategic in planning for these types of meetings, in order to respond to quorum issues or other factors that could influence being able to hold an in-person meeting (i.e. scheduling conflicts such as jurisdictional budget hearings or holidays close to regularly scheduled meetings, etc.). The Commission and its committees and subcommittees may include planned all-virtual meetings as part of its approved meeting schedule. Throughout the year, the Commission and its committees and subcommittees also reserve the right to change the type of meeting to an all-virtual meeting, as long as the required meeting notification procedures are followed.

NVTC staff, in consultation with the Commission chair or appropriate committee or subcommittee chair, will determine whether a public meeting will be all-virtual prior to posting the meeting agenda. NVTC staff will follow all meeting notice requirements required by the Act to inform commissioners and the public of any change in the type of meeting (in-person or all-virtual).

If a quorum is determined to be not achievable for a regularly scheduled in-person meeting, the executive director will consult with the chair to discuss if the meeting should be changed to an all-virtual meeting. If an all-virtual meeting is determined to be needed, staff will notify

commissioners and the public at least 72 hours in advance of the meeting. The agenda will be updated with the all-virtual meeting information and will be posted on NVTC's website.

The all-virtual meeting provisions of this Policy apply to all NVTC public meetings, including the Commission, committees and subcommittees.

### **Guidelines for All-Virtual Public Meetings**

The following guidelines shall be used by the Commission and committee and subcommittee chairs and NVTC staff in conducting all-virtual meetings:

1. The required meeting notice shall indicate whether the meeting will be an in-person or all-virtual public meeting along with a statement notifying the public that the method by which the Commission or its committee or subcommittee chooses to meet shall not be changed unless the Commission or its committee or subcommittee provides a new meeting notice in accordance with the provisions of the Act;
2. Public access to the all-virtual public meeting will be provided via electronic communication means;
3. The electronic communication means used will allow the public to hear all members of the Commission or its committee or subcommittee participating in the all-virtual public meeting and, when audio-visual technology is available, to see the members as well;
4. A phone number or other live contact information will be provided to alert the Commission or its committee or subcommittee if the audio or video transmission of the meeting fails; the Commission or its committee or subcommittee will monitor such designated means of communication during the meeting; and the Commission or its committee or subcommittee will take a recess until public access is restored if the transmission fails for the public;
5. A copy of the proposed agenda and all agenda packets and, unless exempt, all materials furnished to members of the Commission or its committee or subcommittee for a meeting will be made available to the public in electronic format at the same time that such materials are provided to members of the Commission or its committee or subcommittee;
6. The public is afforded the opportunity to comment through electronic means, including by way of written comments, at those public meetings when public comment is customarily received;
7. No more than two members of the Commission or its committee or subcommittee are together in any one remote location unless that remote location is open to the public to physically access it;

8. If a closed meeting is held during an all-virtual public meeting, transmission of the meeting to the public will resume before the Commission or its committee or subcommittee votes to certify the closed meeting as required by the Act;
9. The Commission or its committee or subcommittee will not convene an all-virtual public meeting (i) more than two times per calendar year or 25% of the meetings held per calendar year rounded up to the next whole number, whichever is greater, or (ii) consecutively with another all-virtual public meeting; and
10. Minutes of an all-virtual public meeting held by electronic communication means will be taken as required by the Act and include the fact that the meeting was held by electronic communication means and the type of electronic communication means by which the meeting was held. If a member's participation from a remote location pursuant to this subsection is disapproved because such participation would violate the Policy or the Act, such disapproval shall be recorded in the minutes with specificity.

### **NVTC Electronic Participation During a Declared State of Emergency**

The Act allows any public body to meet by electronic communication means without a quorum of the public body physically assembled at one location under certain circumstances. As part of its NVTC Electronic Participation Policy, the Commission and its committees and subcommittees will adhere to § 2.2-3708.2. which reads:

*Any public body, or any joint meeting thereof, may meet by electronic communication means without a quorum of the public body physically assembled at one location **when the Governor has declared a state of emergency pursuant to § 44-146.17 or the locality in which the public body is located has declared a local state of emergency pursuant to § 44-146.21, provided that:***

- (i) the catastrophic nature of the declared emergency makes it impracticable or unsafe to assemble a quorum in a single location; and*
- (ii) the purpose of the meeting is to provide for the continuity of operations of the public body or the discharge of its lawful purposes, duties and responsibilities.*

*The public body convening a meeting in accordance with this section shall:*

- 1. Give public notice using the best available method given the nature of the emergency, which notice shall be given contemporaneously with the notice provided members of the public body conducting the meeting;*
- 2. Make arrangements for public access to such meeting through electronic communication means, including videoconferencing if already used by the public body;*

3. *Provide the public with the opportunity to comment at those meetings of the public body when public comment is customarily received; and*
4. *Otherwise comply with the provisions of this section.*

*The nature of the emergency, the fact that the meeting was held by electronic communication means, and the type of electronic communication means by which the meeting was held shall be stated in the minutes.*

*The provisions of this section shall be applicable only for the duration of the emergency declared pursuant to § 44-146.17 or § 44-146.21.*

NVTC and its committees and subcommittees shall adopt a resolution at each meeting held by electronic means during a declared emergency finding that the need for the electronic meeting exists based on the nature of the emergency, and that the purposes of the meeting as set forth in the meeting agenda comply with the Act.



# **NVTC BY-LAWS**

# NORTHERN VIRGINIA TRANSPORTATION COMMISSION

## BY-LAWS

Adopted 3 Mar. 66  
Revised 4 Aug. 66  
Revised 9 Jan. 69  
Revised 5 Jun. 75  
Revised 6 May 81  
Revised 11 Jul. 85  
Revised 3 Oct. 85  
Revised 3 Jan. 90  
Revised 1 Mar. 90  
Revised 1 Jul. 04  
Revised 5 April 12  
Revised 7 July 16  
Revised 4 Oct. 18

### **1. PURPOSE**

The Northern Virginia Transportation Commission (NVTC) was created by the Virginia General Assembly in 1964. NVTC's mission is to serve the public by providing a forum for elected officials, focusing primarily on public transit; develop strategies; identify funding sources; advocate for additional funding; prioritize funding allocations; oversee transit systems such as the Virginia Railway Express (VRE) and the Washington Metropolitan Area Transit Authority (WMATA); and pursue new transit programs and innovations. NVTC works to improve mobility, safety, and transit customer service; reduce traffic congestion; protect the environment; and stimulate the regional economy; all by increasing the use of transit and ridesharing. The duties and powers of the Commission are set forth in the Transportation District Act of 1964, Sections 33.2-1900 through 33.2-1935 of the Virginia Code<sup>1</sup>.

### **2. PARTICIPATING GOVERNMENTS**

A. The following local governments comprising the Northern Virginia Transportation District (Section 33.2-1904 of the Virginia Code) are eligible to participate in the Northern Virginia Transportation Commission, with representatives from their respective governing bodies as noted:

- |     |                             |                            |
|-----|-----------------------------|----------------------------|
| (1) | Fairfax County              | --Five members             |
| (2) | Arlington County            | --Three members            |
| (3) | City of Alexandria          | --Two members              |
| (4) | City of Fairfax             | --One member               |
| (5) | City of Falls Church        | --One member               |
| (6) | Loudoun County <sup>2</sup> | --Two members <sup>3</sup> |

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<sup>1</sup> Previously located in Sections 15.2-4500 through 15.2-4534 of the Virginia Code.

<sup>2</sup> Loudoun County's membership is governed by the terms of an agreement dated December 14, 1989 between NVTC and the county.

<sup>3</sup> Chapter 117 of the 2016 Acts of Assembly amended Section 33.1-1904 of the Virginia Code to add a second Loudoun County member to NVTC.

- B. In addition, the chairman of the Commonwealth Transportation Board or his designee shall serve as an ex officio member of the Commission.
- C. The General Assembly of Virginia is represented by two senators, appointed by the Senate Committee on Rules, and four delegates or as otherwise designated by the Speaker of the House of Delegates<sup>4</sup>.
- D. Additional contiguous counties and cities may be added to the transportation district by agreement and shall appoint one representative.
- E. Local governments may appoint alternates from their respective governing bodies to vote in the absence of their principal members.

### **3. MEETINGS**

#### **A. Regular Public Meetings**

Regular public meetings will be held on the first Thursday night of each month unless two thirds of the members consent to an alternate date. If the meeting night occurs on a holiday, the Commission shall designate a substitute night as a matter of business during a prior meeting.

#### **B. Quorum and Action by Commission**

Section 33.2-1912 of the Virginia Code stipulates the requirements of a quorum and action by the Commission. A quorum requires 11 members including at least one member from each of four jurisdictions. The chairman of the Commonwealth Transportation Board or his designee shall be included for the purposes of constituting a quorum. However, while the General Assembly is in session, NVTC's General Assembly members shall not be counted in determining a quorum. General Assembly members on the Commission represent the Commonwealth of Virginia and not the jurisdictions from which they are elected. The presence of a quorum and a vote of the majority of the members necessary to constitute a quorum of all the members appointed to the Commission, including an affirmative vote from a majority of the members, shall be necessary to take any action.

Notwithstanding the provisions of Sections 2.2-3708 and 3708.1, members of the General Assembly may participate in the meetings of the Commission through electronic communications while the General Assembly is in session.

### **4. RULES OF PROCEDURE**

Robert's Rules, as amended, shall apply.

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<sup>4</sup> General Assembly budget amendment passed 2018 Session amended Section 33.2-1904 of the Virginia Code to allow the Speaker of House to appoint non-House members to NVTC.

## **5. OFFICERS**

- A. The officers of the Commission shall be elected from the membership of the Commission and shall serve terms of one year, or until their successors are elected, and may succeed themselves.
- B. The officers and their duties shall be as follows:
  - (1) **Chairman:** The chairman presides at meetings of the Commission, represents the Commission before the United States Congress, the Virginia General Assembly, and other commissions, and is the Commission's spokesman in matters of policy. The chairman shall not also be an appointee to the WMATA Board of Directors as a principal member.
  - (2) **Vice Chairman:** The vice chairman shall, in the absence or disability of the chairman, perform the duties and exercise the powers of the chairman.
  - (3) **Secretary-Treasurer:** The secretary-treasurer shall monitor the financial administration of the Commission including the investment of funds and securities of the Commission and monitor financial records and the issuance of such reports as required by law, i.e., annual audit and other financial statements as determined by the Commission. The secretary-treasurer shall direct staff to present monthly reports on the financial condition of the Commission, giving the status and basis for all investments and of all money and other valuable effects in the name or in the credit of the Commission.
- C. Election of the officers shall take place annually at the January meeting of the Commission, and the officers shall serve until their successors are duly elected. Notice of meeting must state that election of officers will be a matter of business at the meeting.

## **6. EMPLOYEES**

- A. The Commission shall employ an executive director who shall hire and direct such other employees as may be necessary to perform the functions of the Commission.
- B. The duties, qualifications, terms, compensation and related benefits of employees shall be prescribed in NVTC's Administrative Regulations as adopted and amended from time to time by the Commission and/or executive director.

## **7. ACCOUNTS AND RECORDS**

- A. The Virginia Code stipulates the types of records to be maintained by the Commission.
- B. The annual financial report of the Commission shall be for the fiscal year period.
- C. The official minutes of the Commission shall be in the custody of the executive director of the Commission who shall certify copies and abstracts of the minutes when required.



## **8. BONDING OF COMMISSIONERS AND EMPLOYEES**

A. The Commission shall secure a public official bond for the faithful performance of duties in the amount of:

- (1) \$5,000 for each member of the Commission except the secretary-treasurer:
- (2) \$25,000 for the secretary-treasurer.

The bonds shall be filed with and preserved by the Comptroller of the Commonwealth.

B. The Commission shall secure a fidelity bond for the faithful performance of duties in the amount of:

- (1) \$1,000,000 for the executive director; and
- (2) As directed, for other members of the Commission staff and officers where appropriate.

The executive director's and staff bonds will be held by the Commission.

## **9. FINANCES**

A. Fiscal Year

The fiscal year shall begin the first day of July in each year.

B. Budget

- (1) The executive director shall submit a proposed budget for the succeeding fiscal year to the Executive Committee for approval prior to the month of January.
- (2) The budget approved by the Executive Committee shall be submitted to the Commission by its January meeting. The notice of this meeting must state that the budget for the coming fiscal year is to be a matter of business at the meeting.
- (3) The administrative expenses of the Commission, to the extent funds for such expenses are not provided from other sources, shall be allocated among the component governments on the basis of the relative shares of state and federal transit aids allocated by the Commission among its component governments, as stated in the Virginia Code (Section 33.2-1915E).

C. Audit

The books of the Commission shall be audited by a certified public accountant or accountants, and the audit report shall be included in the annual financial report.

## 10. COMMITTEES

### A. General Provisions

- (1) The Commission shall, at its January annual organizational meeting, or thereafter, establish such committees as it deems appropriate. Such committees shall continue throughout the calendar year unless dissolved. The Commission shall designate the chairman and membership of each such committee unless expressly provided for elsewhere in these By-Laws.
- (2) Excluding the Executive Committee, the Commission chairman shall not also serve as the chairman of a committee unless determined otherwise by an affirmative vote that includes (a) not less than two-thirds of the Commission members present and voting and (b) Commission members from not less than two thirds of the member jurisdictions.
- (3) To encourage participation by all member jurisdictions, the Commission shall strive to distribute Commission leadership and committee leadership and membership among all members from the member jurisdictions.
- (4) All committees shall adhere to all open meeting requirements contained in the Virginia Code including those pertaining to notice, minutes, and public attendance. All members of NVTC are eligible to attend meetings of all NVTC's committees and subcommittees, including closed meetings, but only committee members shall be eligible to vote at committee meetings.

### B. Executive Committee

- (1) Membership: There shall be an Executive Committee consisting of the chairman, who shall chair the Executive Committee; the immediate past chairman, if still a member of the Commission; the vice chairman; the secretary-treasurer; the chairs of the WMATA Committee, the Legislative and Policy Committee, and the Program Advisory Committee; and one member of the General Assembly. The Chairman of the Commonwealth Transportation Board<sup>5</sup> or his designee appointed by the Commission as a principal member to the WMATA Board of Directors and the principal member appointed by the Commission to the WMATA Board of Directors shall serve as non-voting members of the Executive Committee.
- (2) The General Assembly member on the Executive Committee shall be nominated by the Executive Committee and be approved by the Commission as a part of the annual nomination process.
- (3) Charge: The Executive Committee shall:
  - (a) Review and approve the proposed annual budget and the work program of the Commission and oversee and provide direction to the executive director on activities within policies set by the Commission.

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<sup>5</sup> By statute, the Secretary of Transportation serves as the Chairman of the Commonwealth Transportation Board.

- (b) Identify and present to the Commission policy issues related to transportation improvements and the administration of NVTC.
  - (c) Review the current administration of the Commission including the expenditure and investment of Commission funds.
  - (d) Consider and make recommendations to the Commission on the substantive program areas for Commission activity and for the establishment and disestablishment of committees and subcommittees required for each activity.
  - (e) Regularly report its deliberations to the Commission.
  - (f) Regularly review the performance of the executive director at least annually, including establishing performance goals and recommending any changes in compensation to the full Commission.
  - (g) Function as an audit committee by reviewing periodic financial reports, responding to recommendations from the Commission's auditors and meeting with those auditors as needed.
  - (h) Serve as or establish the nominating committee for the Commission officers, board appointments, and all Commission committee chairs and members, unless expressly provided for elsewhere in these By-Laws.
- (4) Meetings: The Executive Committee shall meet immediately prior to each monthly meeting of the Commission and at such other times as the committee determines or the Commission directs.

C. WMATA Committee

- (1) Membership: There shall be a WMATA Committee consisting of the two alternate members appointed by the Commission to the WMATA Board of Directors, one of whom shall be the WMATA Committee chair; the Chairman of the Commonwealth Transportation Board or his designee appointed by the Commission as a principal member to the WMATA Board of Directors; the principal member appointed by the Commission to the WMATA Board of Directors; and Commission members drawn from other member jurisdictions not already represented by the foregoing members.
- (2) Charge: The WMATA Committee shall:
  - (a) Provide NVTC-wide regional guidance to the Virginia appointees to the WMATA Board of Directors and a framework for sharing institutional knowledge.
  - (b) Serve as a venue for discussion of WMATA issues directly affecting the NVTC region including but not limited to WMATA budget decisions that affect jurisdictional subsidies, service changes that affect Virginia riders, and actions that affect Northern Virginia transit providers.
  - (c) Ensure that member jurisdictions' issues are elevated to WMATA when appropriate.

- (d) Discuss and recommend to the Commission NVTC-wide regional positions on WMATA issues through consensus-based deliberations.
  - (e) Provide leadership and support to NVTC staff in the development of WMATA-related oversight objectives, policies, procedures, and agreements, including but not limited to NVTC's annual report to the General Assembly and Governor on the financial and operational performance of WMATA (§33.2-3403).
- (3) Meetings: The WMATA Committee shall meet as necessary to align with activities of and decisions coming before the WMATA Board of Directors.

D. Legislative and Policy Committee

- (1) Membership: There shall be a Legislative and Policy Committee consisting of a chairman and Commission members drawn from member jurisdictions in a representative manner. One Commission member from the General Assembly shall serve as a non-voting member of the Legislative and Policy Committee.
- (2) Charge: The Legislative and Policy Committee shall:
- (a) Develop the Commission's annual legislative and policy agenda.
  - (b) Serve as a venue for discussion of legislative and policy matters that directly affect the NVTC region and transit in Northern Virginia.
  - (c) Meet with appropriate state and federal entities, as needed.
- (3) Meetings: The Legislative and Policy Committee shall meet regularly from October through March and as necessary in other months and shall be available to meet on short notice during the state and federal legislative sessions.

E. Program Advisory Committee

- (1) Membership: There shall be a Program Advisory Committee consisting of a chairman and Commission members drawn from member jurisdictions in a representative manner.
- (2) Charge: The Program Advisory Committee shall:
- (a) Provide leadership and guidance in the development and implementation of Commission-administered programs including but not limited to the Commuter Choice program.
  - (b) Discuss and recommend to the Commission policies and the annual program for projects under the Commission's discretionary programs such as I-66 Commuter Choice and I-395/I-95 Commuter Choice.
- (3) Meetings: The Program Advisory Committee shall meet as necessary to align with the processes and decisions associated with the various policy and programs it oversees and Commission decisions related to them.

**11. AMENDMENT TO BY-LAWS**

- A. The By-Laws may be altered or amended by the presentation of such proposed alterations or amendments at one meeting with explanations of the proposed changes. Action on the proposed changes shall be taken at the following or subsequent meetings. Notice of proposed action to amend the By-Laws shall be included in the meeting notice.
- B. The enactment of a change of the By-Laws requires a majority vote of the full Commission.

**DELEGATION OF AUTHORITY FROM COMMISSIONS  
TO THE VRE OPERATIONS BOARD**

Effective July 1, 2008

*(Updated with CEO spending authority limits effective September 2020)*

- Full authority of spending, provided the amount is included in the annual budget and six-year financial plan
- Approval of fare changes (tariffs)
- All contractual agreements, provided funding is included in the approved budget, with the exception of any operation agreements (including CSX and NS) and Insurance Agreements.
- Responsibilities not delegated:
  - a. Amendments to the Master Agreement
  - b. Hiring and termination of the Chief Executive Officer
  - c. Statewide and federal grant applications
  - d. Approval of legislative agendas
  - e. Approval of strategic plan
  - f. Sale or purchase of real property and equipment in the Commissions' name
  - g. Other major policies such as terms for new entrants
  - h. Other actions reserved for the Commissions by the Master Agreement, such as approving annual budgets/six-year financial plans.

VRE Operations Board approved spending authority delegated to VRE CEO:

- VRE CEO's authorization limit to award contracts up to \$200,000 and procurement authorizations up to \$1,000,000 (effective September 2020)