



Northern Virginia Transportation Authority
The Authority for Transportation in Northern Virginia

GOVERNANCE AND PERSONNEL COMMITTEE

Thursday, July 8, 2021

5:30 PM

NVTA Offices

Meeting conducted in person and Live Streamed via YouTube

SUMMARY MINUTES

1. **Call to Order** Vice Chairman Snyder
 - ✓ Vice Chairman Snyder (who chaired on behalf of Chair Randall) called the meeting to order at 5:35pm.
 - ✓ Attendees:
 - Members: Vice Chairman Snyder; Chair Wheeler, Mayor Davis-Younger, Supervisor Alcorn (on behalf of Chairman McKay).
 - Staff: Monica Backmon (Executive Director); Michael Longhi (CFO); Erica Hawksworth (Communications & Public Affairs Manager); Margaret Duker (Executive Asst/Clerk).
 - Other Attendees: Rob Dickerson (Council of Counsel – Prince William County); MinhChau Corr (Council of Counsel – Arlington County).
 - Jurisdictional and agency staff as well as the public were able to view the meeting via the Authority's YouTube channel.

2. **Approval of the June 10, 2021 Meeting Summary**

Recommended Action: Approval of Meeting Summary, (with abstentions from those who were not present).

 - ✓ Chair Wheeler moved for the acceptance of the June 10, 2021 Meeting Minutes; seconded by Mayor Davis-Younger. Motion passed by 2-0-1 as Vice Chairman Snyder abstained since he was not part of the previous month's meeting.

Action Item

3. **Chief Executive Officer Position Description and Compensation Consulting Engagement** Mr. Longhi, CFO

Recommended Action: Committee Recommendation to the Authority of Consultant Selection

 - ✓ Mr. Longhi noted that the Governance and Personnel Committee (GPC) has been working on the Executive Director's annual performance review and related compensation for some months now.
 - ✓ He noted that after several efforts, over several months to come up with different options for the Chief Executive Officer (as the GPC requested the position be addressed in this

- process) position description and compensation study, the GPC requested at the June meeting that a Request for Proposals (RFP) be issued for an independent consultant to update the Chief Executive Officer position description and perform a compensation analysis.
- ✓ He noted that the GPC recognized the short timeframe to complete this effort prior to their September meeting, explaining that the RFP was issued on June 16, 2021, with a deadline of noon on June 28, 2021. The RFP was posted on eVA and NVTA websites as well as distributed to various firms with a request to forward to interested parties. Notice of the RFP was also sent directly to 11 executive search consulting firms via their online portals.
 - ✓ Mr. Longhi noted that three proposals were received by the due date.
 - ✓ Out of the three firms, two scored high enough to advance to the negotiation, best and final offer stage.
 - ✓ He noted the details of why one firm became the clear preferred choice through the evaluation process. As part of the description, he noted the pros and cons of the approaches of each firm. He stated that the cost for the recommended firm was \$5,000 above the initial estimate of \$20,000, while the second ranked firm, which was not recommended, was \$8,000 less.
 - ✓ He added that Board Member Cristol, after reviewing the proposal details contained in the staff report and noting the cost variance, emailed her strong support to move forward with the recommended firm. (Hardcopies of the emails were provided to the Committee.)
 - ✓ Supervisor Alcorn inquired how the consultant planned to do the market pricing analysis.
 - ✓ Mr. Longhi noted the consultants will use the position description revisions to determine compensation factors for the position.
 - ✓ Mr. Longhi also stated that the Consultant will take individual factors from the revised position description, put a market value on those points then develop a compensation analysis.
 - ✓ This is a method which is used when there are not comparable to positions or organizations with a similar size, type and scope.
 - ✓ Vice Chairman Snyder inquired as to whether any other organization or outside parties had reviewed the procurement.
 - ✓ Mr. Longhi responded no, noting the short turnaround time to have a report, however, this is the same process that has been used in the past for other NVTA procurements.
 - ✓ Vice Chairman Snyder inquired as to whether the Council of Counsel had reviewed the agreement.
 - ✓ Mr. Longhi replied they had not been asked to review as no legal questions had arisen. He noted the resolution could be modified with 'subject to review by the Council of Counsel'.
 - ✓ Supervisor Alcorn also noted that he would appreciate the Council of Counsel review the proposal.
 - ✓ Mr. Dickerson, Council of Counsel Member, (Prince William County) addressed the Committee noting a Council of Counsel review would only address the appropriateness of the procurement process, not qualitative aspects of the firm recommended.
 - ✓ Vice Chairman Snyder requested the motion be modified to include recommending Authority approval subject to review by the Council of Counsel.
 - ✓ Mr. Dickerson, affirmed that they will review the proposal for compliance with the Code of Virginia.

- ✓ Mayor Davis-Younger moved Governance and Personnel Committee recommendation of the attached agreement with the Millennium Group International LLC for Authority approval subject to review by the Council of Counsel; seconded by Chair Wheeler. Motion passed unanimously.
 - ✓ Vice Chairman Snyder asked whether there would be any General Assembly updates and how will it be known if an issue relevant to the Authority, arises.
 - ✓ Ms. Backmon responded that the General Assembly Special Session starts August 2, 2021, and the Authority will be kept updated of any developments through NVTA's legislative liaison, Ms. Baynard.
 - ✓ Vice Chairman Snyder thanked everyone and proposed to adjourning the meeting.
4. **Adjournment:** The meeting adjourned at 6:00pm.

Next Meeting: September 9, 2021 at 5:30 PM
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