



Alexandria Transit Company Board of Directors Meeting



January 12, 2022 @ 5:30pm
Meeting Held Electronically
Livestream on ZOOM and Facebook Live

ITEM	DESCRIPTION	PAGE #	PRESENTER
#1	Public Meeting Call to Order, Welcome, and Public Comment	N/A	Mr. Kaplan
#2	Consideration of Approval Meeting Minutes a) ATC Board of Directors Meeting – December 8, 2022	2-5	All
#3	Board Member Announcements, Reports & Business Items a) Chair Report & Proposed Amendment to ATC By-Laws – Board Action b) T&ES Report c) WMATA Budget Letter in Support of the Reinstatement of 11Y Service to its Original Form d) Others	6-8	Mr. Kaplan Ms. Orr Ms. Orr All
#4	General Manager's Reports a) COVID-19 Operational Status Briefing b) Roadeo Event Information	9	Mr. Baker
#5	Financial Reports a) Financial Report b) Balance Sheet c) Summary Income Statement d) Budget vs. Actual	10-13	Mr. Ryder
#6	Planning Reports a) Ridership Update b) DRPT Grant Memo & Resolutions (2) – Board Action	14-17	Mr. Barna
#7	Next Meeting Date & Adjournment The next regular meeting of the Alexandria Transit Company Board of Directors is scheduled for Wednesday, February 9, 2022	18	All

ATC Board Agenda Detail

Item #: 2
Item Title: Meeting Minutes
Contact: Beth Reveles, Secretary to the Board
Board Action: Consideration of Approval



Alexandria Transit Company (ATC) BOARD OF DIRECTORS MEETING MINUTES December 8, 2021

A meeting of the Board of Directors of the Alexandria Transit Company was held on Wednesday, December 8, 2021, on Zoom due to the COVID-19 outbreak. The meeting was held pursuant to Virginia Code Section 2.2-3708.2(A)(3), the Continuity of Government ordinance adopted by the City Council on June 20, 2020, to undertake essential business. All the members of the Board and staff participated from remote locations through the Zoom meeting. A recording of the meeting was made and is available upon request.

Board members present: David Kaplan, Linda Bailey, Brandi Collins, Matt Harris, Jim Kapsis, Steve Klejst, Hillary Orr, Ajashu Thomas, Larry Chambers

Board member absent: Ian Greaves

Staff members attending: Josh Baker, Raymond Mui, Martin Barna, Joseph Quansah, Whitney Code, Kaitlyn Beisel, Beth Reveles, John Lanocha, James Owens, Swinda Carcamo, Edward Ryder, Mark Jinks, Corey Black, Sermaine McLean, Courtney Wynn

Other attendees: Bob Gronenberg, Ross Simons, Bonnie ODay, Stephanie Shipp, Francine Carrera

Board Meeting Agenda Item #1

#1 – Call to Order, Welcome and Public Comment

Chair Kaplan welcomed everyone and called the meeting to order. The meeting began with the electronic reading of the required public notice for virtual board meetings.

The Chair asked for the Calling of the Role.

The Chair asked if anyone had registered for public comment. Whitney Code, Marketing and Communications Manager, responded that there was one individual that submitted a comment but was not on the Zoom call. Ms. Code read aloud the following comment:

Awesome and refreshing service since the upgrade. Do hope it doesn't change but be as safe, constant, and reliable as it now stands. Great job!

Stephanie Shipp asked to be recognized and expressed the following:

Ms. Shipp stated that she is a regular DASH rider and receives a federal transportation subsidy every month via her Metro card. She asked how DASH's fare free policy is being financed and asked if there has since been an increase in ridership. She also asked if DASH could receive the federal subsidy she and others receive as a form of financial support.

Chair Kaplan responded that a ridership report would be presented at tonight's meeting. He continued that since the New DASH Network and Fare Free policy had taken effect, the ridership statistics have been very encouraging especially in the West End. He explained that Federal subsidies will no longer be a revenue source for DASH, but DASH will be receiving state funding via the Transportation Regional Incentive Program (TRIP) to help defray the

cost of operating fare free for the next few years.

The Chair then closed public comment as there were no other speakers.

Agenda Item #2 – Consideration of Approval of Meeting Minutes

#2a – ATC Board of Directors Meeting – November 10, 2021

The Chair called for a motion to approve the November minutes and asked if there were any corrections, revisions, or amendments. A motion was made by Matt Harris and seconded by Brandi Collins to approve the minutes. Larry Chambers abstained from voting as he was not present for the November meeting. There was no further discussion, and the motion was adopted.

Agenda Item #3 – Board Member Announcements, Reports & Business Items

#3a – Chair's Report & Special Staff Recognition

The Chair began by expressing special recognition to City Manager Mark Jinks upon his retirement and praising him for his distinguished forty-five-year career in state and local government. He read aloud a Proclamation of Appreciation which was included in the Board packet.

The Chair asked for a motion to adopt the proclamation. A motion was made by Steve Klejst and seconded by Jim Kapsis. There was no further discussion, and the motion carried unanimously.

The Chair announced a potential change to the Board's by-laws. He mentioned that a significant change was made to the by-laws in 2020, and the Stockholders, which is City Council, must approve any changes. He continued that he would like to make a change regarding the composition of the Board of Directors: rather than mandating that a citizen member have financial expertise, the wording would be changed to highly desirable. The Chair would like to ask City Council to vote on this proposed change during the February Stockholders' meeting. He stated that the Board would need to vote on the proposed amendment during the January Board meeting.

The Chair explained his reason for including follow-up actions regarding public complaints/issues in the Board packet under the general manager's report. He felt it would be beneficial for the Board to know how the complaint was handled/resolved in the event they come across the individual that made the complaint during the public comment portion of a Board meeting.

#3b – T&ES Report

Transportation Division Director Hillary Orr provided a review of her written report which was shared with the Board in advance of the meeting.

Ms. Orr stated that she would present a draft letter which would come from the Board to WMATA in support of the reinstatement of 11Y bus service to its original form.

#3c – Others

The Chair asked if there were any other announcements from the Board. Hearing none, he moved on to the General Manager's report.

Agenda Item #4 – General Manager's Report

#4a – Manager Updates

General Manager Josh Baker reviewed his report which was shared with the Board in advance of the meeting.

Mr. Baker announced that 93% of DASH staff has been vaccinated against COVID-19. The small portion of the

workforce that has not been vaccinated is either in the process of getting vaccinated or is complying with DASH's mandatory testing requirement.

#4b – Introduction of the New Director for Finance & Administration, Edward Ryder

The GM introduced Edward Ryder to the Board, and Mr. Ryder discussed his background and experience.

Agenda Item #5 – Financial Reports

#5a – Financial Report

The GM gave a brief review of the report which was shared with the Board in advance of the meeting.

#5b – Balance Sheet

The GM briefly reviewed this portion of the report which was shared with the Board in advance of the meeting.

#5c – Summary Income Statement

The GM briefly reviewed this portion of the report which was shared with the Board in advance of the meeting.

#5d – Budget vs. Actual

The GM reviewed this portion of the report which was shared with the Board in advance of the meeting.

Mr. Baker summarized that for the month of October, in FY 2022, DASH had shown a \$1.3 million deficit. He explained that the primary factor for the deficit was due to the timing of appropriations of grant reimbursements for the I-395 Commuter Choice program, which heavily funds Lines 35 and 36. Another factor for the deficit was that the month of October was a three-payroll month. In addition, the cost of fuel had risen significantly.

Mr. Baker announced that yesterday he had received confirmation from DRPT that DASH's request for TRIP funding for the recommended allocations had been fully approved. During the course of three years, the funding will amount to \$7.1 million.

Matt Harris asked if the TRIP funding was solely for operational funds. Mr. Baker responded in the affirmative.

Following several questions from the Board regarding the deficit, Mr. Baker assured the Board that a more in-depth explanation of DASH's financial position would be presented at the next Board meeting, in particular the Total Operations Personnel portion of the Budget vs. Actual report.

Agenda Item #6 – Planning Reports

#6a – DASH Ridership & Reliability Update

Director of Planning & Marketing Martin Barna reviewed this portion of his report which was shared with the Board in advance of the meeting.

The Chair asked Mr. Barna how frequently and in what form he would be presenting the ridership and reliability updates for future Board meetings. Mr. Barna explained that he is in the process of creating a Key Performance Indicator (KPI) report that would include ridership metrics and would be available on the new DASH website and would also be included in the Board monthly packet.

Agenda Item #7 – Executive Session

Consideration of Convening an Executive Session for the Purpose of Discussing Legal and Personnel Matters, pursuant to Section 2.2-3711 (A1) of the Code of Virginia

A motion was offered by Matt Harris and seconded by Larry Chambers to enter Executive Session pursuant to Section 2.2-3711 (A1) of the Code of Virginia. A vote was called, and the motion was approved unanimously.

At the conclusion of the Executive Session, a motion was offered by Matt Harris and seconded by Larry Chambers to reconvene the public meeting. A vote was called, and the motion was approved unanimously.

A motion was offered by Hillary Orr and seconded by Matt Harris to certify that what was discussed during the Executive Session was pursuant to Section 2.2-3711 (A1) of the Code of Virginia. A vote was called, and the motion was approved unanimously.

Agenda Item #8– Next Meeting Date & Adjournment

A final motion to adjourn the meeting was made by Matt Harris and seconded by Larry Chambers. A vote was called, and the motion was approved unanimously.

The next regular meeting of the Alexandria Transit Company Board of Directors is scheduled for January 12, 2022, at 5:30pm via Zoom/Facebook Live.

Minutes respectfully submitted by:
Beth Reveles
Secretary to the Board
Alexandria Transit Company

ATC Board Agenda Detail

Item #: 3a
Item Title: Chair Report & Proposed Amendment to ATC By-Laws
Contact: David Kaplan, Chair of the Board
Board Action: FYI, Consideration of Approval



As discussed during the December, 2021, Board of Directors meeting, a revision to the Alexandria Transit Company By-Laws is proposed for consideration by the Board. Once drafted, such proposed changes will be taken to the Stockholders at the February annual meeting for consideration of approval.

Draft Revisions are as follows:

ARTICLE 2, Section 1:

Directors need not be stockholders, and shall be comprised of the following:

- a. The City Manager or designee;
- b. The City's Chief Financial Officer or designee;
- c. The City's Transportation and Environmental Services (T&ES) Director or designee;
- d. A City resident with transportation experience;
- ~~e. A City resident with financial experience; and~~
- f. A minimum of five (5), maximum of seven (7) additional riders or City residents who are not employees of the City, Alexandria Transit Company, or any subsidiary thereof.

One member of the Board of Directors who is not a City of Alexandria employee shall also serve as a representative to the Alexandria Transportation Commission.

Current By-Laws are provided as Attachment 1 at the end of the Board Packet

ATC Board Agenda Detail

Item #: 3b
Item Title: T&ES Report
Contact: Hillary Orr, Deputy Director, Transportation
Board Action: FYI, Discussion



Duke Street in Motion

The summary report and data from this summer's Duke Street in Motion community outreach has been posted to the [project website](#). Some highlights from the community engagement are:

- 47% of all respondents said they would ride or would consider riding the bus more often if improved, safer, and more efficient options were provided.
- 68% of all respondents said bus stop improvements were "very" or "somewhat" important.
- 63% interested in seeing improved bus waiting areas.
- 65% interested in real-time arrival information at bus stops.
- 75% of respondents with incomes less than \$35,000 chose improved safety at intersections as a top priority.
- Renters were more likely to desire all types of bus-related improvements than homeowners and expressed more interest in:
 - Seeing dedicated bus lanes (41% renters vs 19% homeowners)
 - Improved bicycle and pedestrian access to stations (50% renters vs. 31% homeowners)
 - Real-time bus arrival information at bus stops (51% renters vs. 29% homeowners)

Based on the feedback, the team is developing draft Vision and Guiding Principle statements that, once finalized, will help inform concept planning for the corridor. The next phase will include working with the community to develop various concept alternatives. This spring, an Ad Hoc Advisory group will be formed to help guide this effort.

DOT Paratransit

Beginning January 1, 2022, all DOT trips within the City of Alexandria and to/from the Pentagon will be free. Fares will still be collected for trips starting or ending outside of Alexandria. Trips less than 5 miles outside of City limits will be \$4 each way and trips more than 5 miles outside of City limits will be \$6 each way. Riders of eligible trips who used DOT since DASH went fare free on September 5, 2021, will receive a refund.

DRPT State Aid Grants

On January 25, City Council will consider applications to the Virginia Department of Rail and Public Transit for state aid operating & capital assistance. The City submits these grants annually and is reimbursed for a percentage of costs spent on the operations of DASH and paratransit as well as costs spent to purchase buses. The funds go directly to the City's NVTC fund and are used to offset general fund dollars required for transit operational costs, such as WMATA.

WMATA Service and COVID response

Bus: As with the DASH service, due to COVID related staffing shortages, WMATA is shifting to a [Saturday supplemental schedule](#) on weekdays starting January 10th until further notice. This means that the 8W, 11C, 21C, and 22F, 28F will not be operating.

Rail: On December 23, Metro's General Manager and Chief Executive Officer Paul J. Wiedefeld paused the return of additional 7000-series railcars to passenger service, ordering a new regime of daily 7000-series inspections. As a result, Yellow and Blue Line service is continuing to run at 20-24 minute headways.

WMATA announced that weekly testing requirements will remain in place for unvaccinated employees as more frequent testing requirements are evaluated and test availability improves. Beginning Sunday, January 16, employees who have failed to comply with Metro's testing and vaccination policies will be placed on unpaid suspension until compliant. Employees will have 30 days to comply or be subject to termination of employment.

ATC Board Agenda Detail

Item #: 3c

Item Title: WMATA Budget Letter in Support of the Reinstatement of 11Y Service to its Original Form

Contact: Hillary Orr, Deputy Director, Transportation

Board Action: Discussion, Consideration of Approval



ALEXANDRIA TRANSIT COMPANY

January 12, 2022

Board of Directors
Washington Metropolitan Area Transit Authority
600 5th St., NW
Washington, DC 20001

Re: FY 2023 Budget and 11Y Service

Dear WMATA Board Members,

I am writing on behalf of the Alexandria Transit Company Board of Directors, which oversees DASH bus service in Alexandria, Virginia. Thank you for accepting our comments on the FY 2023 Budget.

As the board of a local transit operator, we are intimately aware of the challenges that this pandemic era has brought to the region and transit systems nationwide. We recognize that tradeoffs need to be made and that it is difficult to make changes and appease all customers. While generally we appreciate the focus on all-day, frequent service, we do think some exceptions are warranted.

Our main ask is that the 11Y be fully restored in FY23, particularly in light of the Yellow Line shutdown for several months and the WMATA-caused delay of Potomac Yard Metrorail Station opening. This service, if it provides a convenient one seat ride, has the ability to take hundreds of riders off the roads. Ridership is currently low on the 11C because it does not provide that one seat ride, rail service is sub-optimal due to the 7000 series issues, and the delay of return to work with the Omicron variant. We are confident that with the appropriate notification, riders will return to the 11Y by the summer/fall of 2022.

The funding for this service could partially come from the Yellow Line Bridge project budget. The DASH board is also not convinced that the Value-Add Bonus will have a significant impact on ridership and thus could be eliminated from the budget in order to provide some additional bus service in FY23 and savings to fill the budget gap in FY24.

We thank you again for the opportunity to provide input on the WMATA Budget.

Sincerely,

David Kaplan
Chair, Alexandria Transit Company

Cc: Mr. James Parajon, Alexandria City Manager
Mr. Josh Baker, DASH General Manager



ATC Board Agenda Detail

Item #: 4a
Item Title: COVID-19 Operational Status Briefing
Contact: Josh Baker, General Manager
Board Action: FYI



Effective Monday, January 3, 2022, and until further notice DASH is operating on an enhanced Saturday service schedule. This is due to absences attributable to COVID-19, vacations and regular absences. Service is reduced until staffing levels are recovered, which is being analyzed on a weekly basis.

A brief verbal update of the operating status of DASH will be provided during the Board Meeting.

ATC Board Agenda Detail

Item #: 4b
Item Title: Roadeo Event Information
Contact: Josh Baker, General Manager
Board Action: FYI



Alexandria Transit Company (DASH) will be hosting the 2022 Virginia State Bus Roadeo April 8—10, 2022. This will be the fourth time ATC will have hosted this event. The Roadeo is sponsored by the Department of Rail & Public Transportation (DRPT) and is designed to give operators and maintenance personnel an opportunity to display their professional bus driving and mechanic skills in a statewide competition. In addition, the first-place winner will represent their system and the Commonwealth of Virginia at the American Public Transit Association (APTA) International Bus Roadeo.

ATC Board Agenda Detail

Item #: 5a
Item Title: Financial Report
Contact: Edward Ryder, Director of Finance & Administration
Board Action: FYI, Discussion



Financial Results for the Month Ended November 31, 2021 & FY 2022 Projection

November 2021 Results

In November, ATC experienced a monthly deficit to date of (\$1,567,640). Some of this deficit can be addressed by the structure of the budget and timing of various line items which are annualized evenly across all twelve months of the budget. The timing of these line items anticipated a deficit in November, thusly greater attention should be paid to the year-end projection for accuracy.

Two I-395 Commuter Choice grant reimbursements were added into the budget beginning in December. These grants total \$4.3M and have now been appropriated by the City and funds for reimbursements for September-December should be recognized in the month of January. The grants are funding significant service expansions on Lines 35 and 36, as part of the New DASH Network launch. Significant portions of these reimbursements are applied to wages and fringe benefits for operations, areas that have reflected budget deficits attributable to the services provided.

Items of note for November and the rest of FY22 include:

- **Operations overtime** remains high. Overtime has remained high, primarily driven by a shortage of drivers. Our New DASH Network requires approximately 15 more drivers than we currently have. Challenges in attracting drivers has led to significant overtime for the drivers we have on staff. Until we have those positions filled, the need to maintain service level demands will lead to continued overtime.
- **Fuel & Lubricants** as with past months, this remains high and reflects continued higher diesel prices, a negative variance staff expect to continue through the year.
- **Advertising Revenue** has been slow to fully materialize. Some of this is tied to the straight-line nature of the budget projections. Prior to November, no true revenue had been recognized. Staff anticipates this to catch up during the future months.
- **Mark Center Revenue** to date this revenue has held steady to the monthly projections, but it is worth mentioning it has been removed from projections for future months, as it ended November 30th. This is reflected in the year end projections.

FY22 Outlook

In December, the Commonwealth Transportation Board (CTB) approved the recommended award of the grant funds from Virginia's Transit Ridership Incentive Program (TRIP). **This TRIP award fully resolves the projected FY22 deficit** and helps to fund DASH's fare-free structure in through FY24.

The nature of the TRIP award does require increased funding from the City each fiscal year, helping to ensure the longevity of the fare-free program. The total TRIP award is \$7.1 million from FY22 through FY24, broken out as follows:

- FY 2022: \$2.5 million
- FY 2023: \$2.4 million
- FY 2024: \$2.2 million

ATC Board Agenda Detail

Item #: 5b
Item Title: Balance Sheet
Contact: Edward Ryder, Director of Finance & Administration
Board Action: FYI, Discussion



ALEXANDRIA TRANSIT COMPANY
Balance Sheet as of November 30, 2021

ASSETS

Cash - City of Alexandria Pooled	\$ (1,535,325)
Cash - Payroll Account	141,588
Due from Other Governments	183,907
Receivables	356,786
Prepaid Expenditures	232,507
Parts and Supplies Inventory	849,047
Capital Assets	59,780,931
Less: Accumulated Depreciation	(26,242,025)
TOTAL ASSETS	\$ 33,767,416

LIABILITIES

Accounts Payable	\$ 43,085
Payroll Liabilities	47,418
Accrued Vacation	1,240,225
Deferred Revenue (CARES Act)	798,404
Total Liabilities	\$ 2,129,132

NET POSITION

Net Investment in Capital Assets	\$ 33,538,906
Unrestricted	(1,900,622)
Total Net Position	\$ 31,638,284

TOTAL LIABILITIES AND NET POSITION	\$ 33,767,416
---	----------------------

This statement is unaudited and prepared for the sole use of management and the Board of Directors of ATC.

ATC Board Agenda Detail**Item #:** 5c**Item Title:** Summary Income Statement**Contact:** Edward Ryder, Director of Finance & Administration**Board Action:** FYI, Discussion**ALEXANDRIA TRANSIT COMPANY****Summary Income Statement for the Month Ended November 30, 2021**

	Actual	Budget	Variance	FY2022 Projected	FY2022 Annual Budget
REVENUES:					
City Contribution - King Street Trolley	374,865	374,865	-	1,109,072	899,672
Passenger Revenue	485,211	234,165	251,046	485,211	562,000
102X Mark Center Charter	353,552	357,720	(4,168)	355,636	858,524
Other Charter Revenue	30,665	25,000	5,665	48,582	60,000
Advertising Revenue	11,276	75,000	(63,724)	180,000	180,000
Miscellaneous Revenue	6,119	22,915	(16,796)	34,279	55,000
Total Operating Revenue	1,261,688	1,089,665	172,023	2,212,780	2,615,196
Virginia TRIP Funding	-	-	-	2,500,000	2,500,000
CARES/CRRSAA Transit Funds	1,071,780	1,205,115	(133,335)	2,624,013	2,892,277
City Contribution - Regular Subsidy	7,565,202	7,398,540	166,662	17,756,497	17,756,497
Total Revenue	9,898,670	9,693,320	205,350	25,093,290	25,763,970
EXPENDITURES:					
Operations	7,279,315	5,706,310	(1,573,005)	14,210,072	13,695,250
Maintenance	2,315,615	2,189,345	(126,270)	5,949,677	5,254,380
Administration	1,842,858	1,917,085	74,227	4,750,860	4,600,977
Capital Outlay	28,522	91,055	62,533	28,522	218,522
Total Expenditures	11,466,310	9,903,795	(1,562,515)	24,939,131	23,769,129
Net Surplus (Deficit)	(1,567,640)	(210,475)	(1,357,165)	154,159	1,994,841

This statement is unaudited and prepared for the sole use of management and the Board of Directors of ATC.

ATC Board Agenda Detail

Item #: 5d

Item Title: Budget vs. Actual

Contact: Edward Ryder, Director of Finance & Administration

Board Action: FYI, Discussion



Budget vs. Actual Report for the Month Ended November 30, 2021

Description	CM Actual	CM Budget	Variance	YTD Actual	YTD Budget	Variance	FY2022 Projected	FY2022 Annual Budget	Projected Year End Variance
REVENUE									
City Contribution - King Street Trolley	74,973	74,973	-	374,865	374,865	-	1,109,072	899,672	209,400
Passenger Revenue	722	46,833	(46,111)	485,211	234,165	251,046	485,211	562,000	(76,789)
102X Mark Center Charter	71,544	71,544	-	353,552	357,720	(4,168)	355,636	858,524	(502,888)
Other Charter Revenue	6,223	5,000	1,223	30,665	25,000	5,665	48,582	60,000	(11,418)
Advertising Revenue	11,276	15,000	(3,724)	11,276	75,000	(63,724)	180,000	180,000	-
Miscellaneous Revenue	1,640	4,583	(2,943)	6,119	22,915	(16,796)	34,279	55,000	(20,721)
TOTAL OPERATING REVENUE	166,378	217,933	(51,555)	1,261,688	1,089,665	172,023	2,212,780	2,615,196	(402,416)
Virginia TRIP Program - Pending CTB Action									
CARES/CRRSSA Transit Funds	241,023	241,023	-	1,071,780	1,205,115	(133,335)	2,624,013	2,892,277	(268,264)
City Contribution - Regular Subsidy	1,513,040	1,479,708	33,332	7,565,202	7,398,540	166,662	17,756,497	17,756,497	-
TOTAL REVENUE	1,920,441	1,938,664	(18,223)	9,898,670	9,693,320	205,350	25,093,290	25,763,970	(670,680)
OPERATING EXPENDITURES									
OPERATIONS									
Wages - O	1,088,184	848,231	(239,953)	5,526,673	4,241,155	(1,285,518)	10,624,625	10,178,900	(445,725)
Fringe Benefits - O	177,269	158,091	(19,178)	862,361	790,455	(71,906)	1,865,898	1,897,100	31,202
Payroll Taxes - O	81,761	62,001	(19,760)	415,829	310,005	(105,824)	781,119	744,000	(37,119)
Retirement Contributions - O	86,499	62,917	(23,582)	434,674	314,585	(120,089)	818,893	755,000	(63,893)
Total Operations Personnel	1,433,713	1,131,240	(302,473)	7,239,537	5,656,200	(1,583,337)	14,090,535	13,575,000	(515,534)
Operating Materials and Supplies	4,265	3,167	(1,098)	11,172	15,835	4,663	38,000	38,000	-
Operator Training	1,505	2,916	1,411	11,842	14,580	2,738	35,000	35,000	-
Training and Travel - O	2,288	3,939	1,651	16,764	19,695	2,931	46,537	47,250	713
TOTAL OPERATIONS EXPENDITURES	1,441,771	1,141,262	(300,509)	7,279,315	5,706,310	(1,573,005)	14,210,072	13,695,250	(514,822)
MAINTENANCE									
Wages - M	166,612	188,468	21,856	917,299	942,340	25,041	2,519,779	2,261,600	(258,179)
Fringe Benefits - M	22,979	26,492	3,513	113,964	132,460	18,496	314,138	317,900	3,762
Payroll Taxes - M	12,577	14,242	1,665	69,262	71,210	1,948	183,279	170,900	(12,379)
Retirement Contributions - M	12,417	14,892	2,475	70,199	74,460	4,261	189,566	178,700	(10,866)
Total Maintenance Personnel	214,585	244,094	29,509	1,170,724	1,220,470	49,746	3,206,761	2,929,100	(277,661)
Fuel & Lubricants	110,241	93,500	(16,741)	612,384	467,500	(144,884)	1,458,371	1,122,000	(336,371)
Repair Parts & Supplies	12,462	57,461	44,999	270,611	287,305	16,694	697,585	689,525	(8,060)
Maintenance Services	16,375	14,706	(1,669)	79,679	73,530	(6,149)	216,164	176,469	(39,695)
Building Maintenance	35,295	27,024	(8,271)	180,973	135,120	(45,853)	358,296	324,286	(34,010)
Training and Travel - M	661	1,084	423	1,244	5,420	4,176	12,500	13,000	500
TOTAL MAINTENANCE EXPENDITURES	389,619	437,869	48,250	2,315,615	2,189,345	(126,270)	5,949,677	5,254,380	(695,297)
ADMINISTRATION									
Wages - A	136,824	146,141	9,317	670,053	730,705	60,652	1,874,322	1,753,700	(120,622)
Fringe Benefits - A	17,767	18,575	808	89,993	92,875	2,882	232,607	222,900	(9,707)
Payroll Taxes - A	9,456	11,192	1,736	49,573	55,960	6,387	137,276	134,300	(2,976)
Retirement Contributions - A	9,604	10,600	996	50,676	53,000	2,324	135,544	127,200	(8,344)
Total Administrative Personnel	173,651	186,508	12,857	860,295	932,540	72,245	2,379,749	2,238,100	(141,649)
Insurance	41,127	71,250	30,123	291,087	356,250	65,163	760,087	855,000	94,913
Professional Services	66,157	71,373	5,216	404,969	356,865	(48,104)	958,402	856,490	(101,912)
Utilities	29,003	20,292	(8,711)	108,717	101,460	(7,257)	263,517	243,500	(20,017)
Telecommunications	8,510	8,960	450	46,001	44,800	(1,201)	107,601	107,520	(81)
Printing & Advertising	3,306	5,875	2,569	57,565	29,375	(28,190)	70,500	70,500	-
Training, Travel, Events	3,295	4,750	1,455	12,144	23,750	11,606	27,000	57,000	30,000
Office Equipment and Supplies	16,805	5,375	(11,430)	55,351	26,875	(28,476)	65,026	64,467	(559)
Employee Recognition	-	1,667	1,667	579	8,335	7,756	20,111	20,000	(111)
Dues and Subscriptions	(2,814)	1,492	4,306	6,150	7,460	1,310	21,668	17,900	(3,768)
Grant Local Match	-	5,875	5,875	-	29,375	29,375	77,200	70,500	(6,700)
TOTAL ADMINISTRATIVE EXPENDITURES	339,040	383,417	44,377	1,842,858	1,917,085	74,227	4,750,860	4,600,977	(149,883)
CAPITAL OUTLAYS (non-CIP)									
Computer and Office Equipment	-	-	-	-	-	-	-	-	-
Maintenance Equipment	-	14,044	14,044	28,522	70,220	41,698	28,522	168,522	140,000
Other Equipment Investments	-	4,167	4,167	-	20,835	20,835	-	50,000	50,000
TOTAL CAPITAL OUTLAYS (non-CIP)	-	18,211	18,211	28,522	91,055	62,533	28,522	218,522	190,000
TOTAL OPERATING EXPENDITURES	2,170,430	1,980,759	(189,671)	11,466,310	9,903,795	(1,562,515)	24,939,131	23,769,129	(1,170,002)
NET SURPLUS (DEFICIT)	(249,989)	(42,095)	(207,894)	(1,567,640)	(210,475)	(1,357,165)	154,159	1,994,841	(1,840,682)

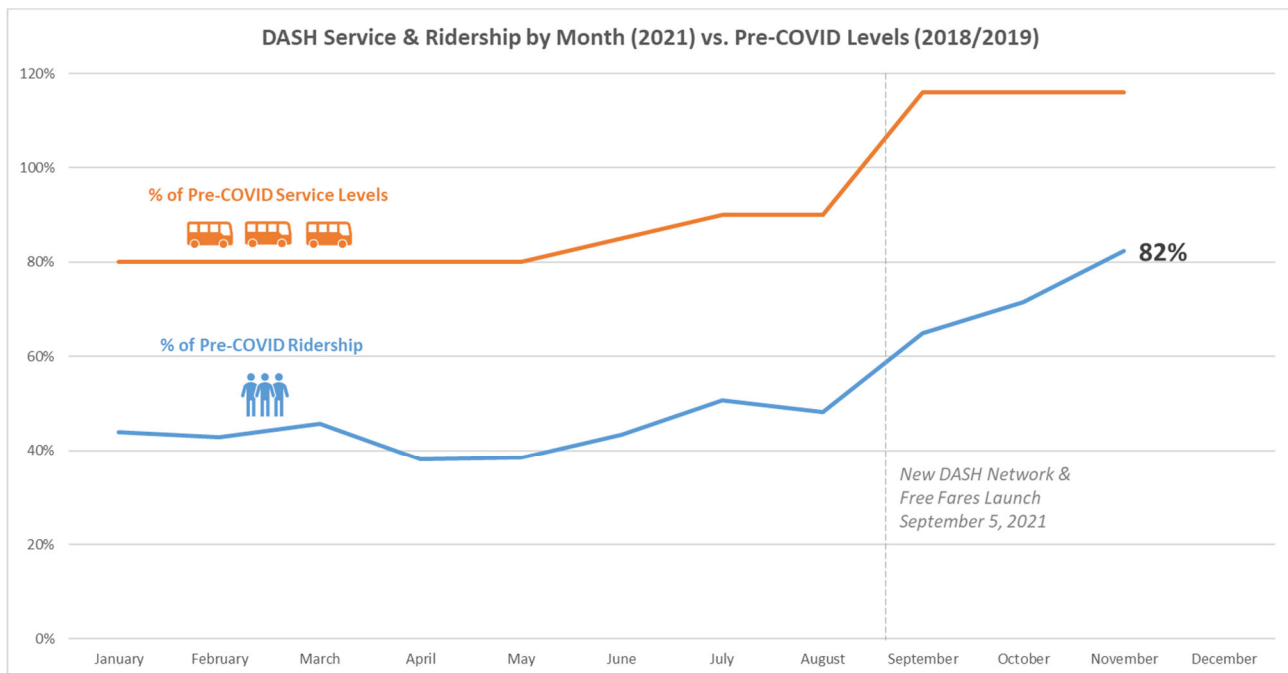
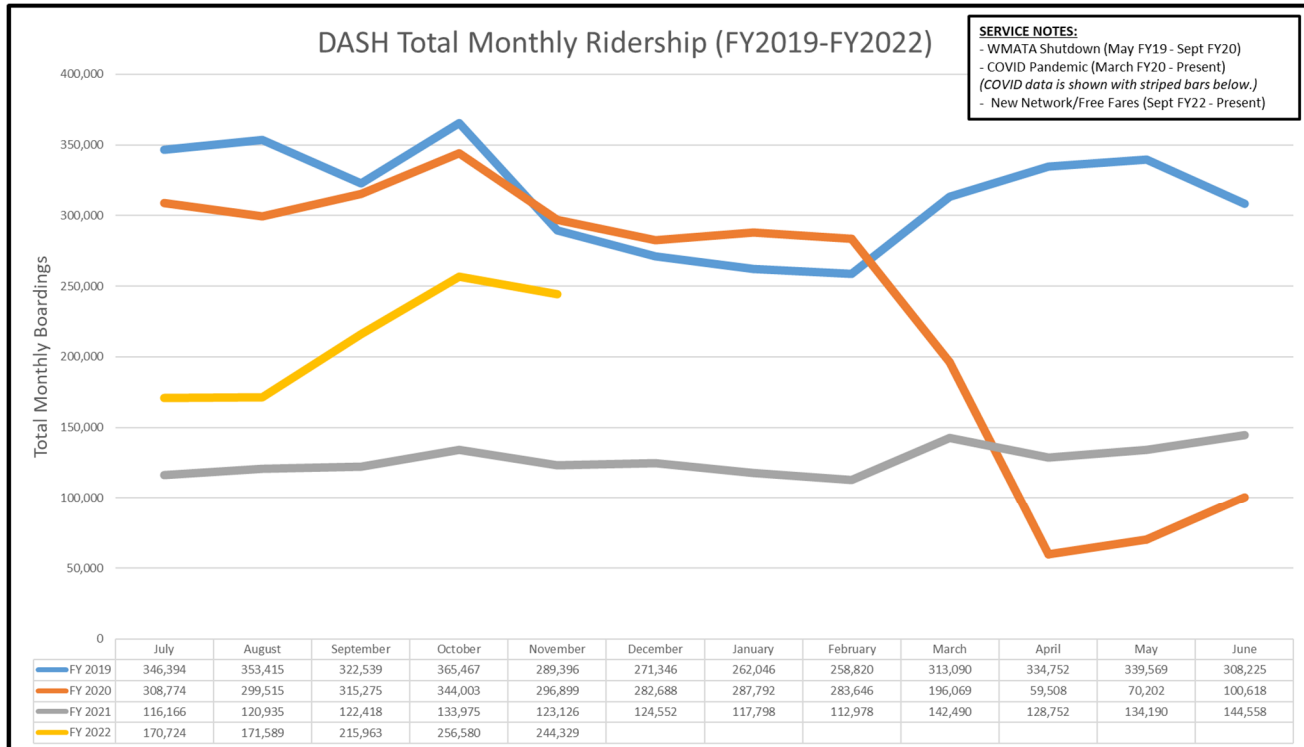
ATC Board Agenda Detail

Item #: 6a

Item Title: Ridership Update

Contact: Martin Barna, Director of Planning & Marketing

Board Action: FYI, Discussion



ATC Board Agenda Detail

Item #: 6b
Item Title: DRPT Grant Memo & Resolutions
Contact: Martin Barna, Director of Planning & Marketing
Board Action: FYI, Consideration of Approval



MEMORANDUM

DATE: January 7, 2022
TO: ATC Board of Directors
FROM: Martin Barna, Director of Planning and Marketing
SUBJECT: DASH FY23 DRPT Grant Applications

SUMMARY:

DASH is planning to submit two projects for consideration in the Virginia Department of Rail and Public Transit (DRPT) FY2023 grant cycle.

BOARD ACTION:

Staff is requesting the adoption of the two (2) attached board resolutions of support of the following FY 2023 DRPT grant applications:

1. Resolution #22-01 / Transit Recovery Marketing Grant (\$35,000)

The Transit Recovery Marketing Grant Program is part of a statewide effort by DRPT to encourage post-pandemic transit usage through promotional advertising. DRPT marketing staff provides generic "Return to Transit" promotional materials that can be tailored for specific agency needs. DASH has received funding through this program in the current fiscal year and is preparing a series of printed mailers and digital advertising buys. The funding that is requested for FY 2023 would be used for similar print and digital advertising costs.

This special program grant would cover 80 percent of the costs, while the other 20 percent (\$7,000) would be covered by a local match.

2. Resolution #22-02 / Public Transportation Intern Program (\$40,000)

DASH is requesting funding to continue its transit intern program, which allows college students and young professionals to gain valuable experience in the public transportation industry. This grant will allow DASH to continue funding one Planning Intern position through FY 2023 and requires a 20 percent local match (\$8,000).

LOCAL MATCH ALLOCATION:

DASH allocated \$75,000 in the Draft FY 2023 General Manager's Operating Budget for local matches to support DRPT grant applications. The total local match amount required to support these two applications is \$15,000:

Transit Recovery Marketing Grant Program	\$7,000
Public Transportation Intern Program	<u>\$8,000</u>
Total FY23 Local Match from ATC Budget:	\$15,000

The Final Proposed FY 23 General Manager's Operating Budget that will be presented to the Board in March will reflect these amounts required for local matching funds.



**Resolution Authorizing the Application for
State Aid to Public Transportation**

***RESOLUTION # 22-01
Transit Recovery Marketing Grant Program***

BE IT RESOLVED by the Alexandria Transit Company Board of Directors that Joshua Baker, General Manager/CEO is authorized, for and on behalf of the Alexandria Transit Company, hereafter referred to as the, **PUBLIC BODY**, to execute and file an application to the Department of Rail and Public Transportation, Commonwealth of Virginia, hereafter referred to as the, **DEPARTMENT**, for a grant of financial assistance in the amount of \$35,000 to defray the costs borne by the **PUBLIC BODY** for public transportation purposes and to accept from the **DEPARTMENT** grants in such amounts as may be awarded, and to authorize Joshua Baker, General Manager/CEO to furnish to the **DEPARTMENT** such documents and other information as may be required for processing the grant request.

The Alexandria Transit Company certifies that the funds shall be used in accordance with the requirements of Section 58.1-638.A.4 of the Code of Virginia, that the **PUBLIC BODY** will provide funds in the amount of \$7,000, which will be used to match the state funds in the ratio as required in such Act, that the records of receipts of expenditures of funds granted the **PUBLIC BODY** may be subject to audit by the **DEPARTMENT** and by the State Auditor of Public Accounts, and that funds granted to the **PUBLIC BODY** for defraying the expenses of the **PUBLIC BODY** shall be used only for such purposes as authorized in the Code of Virginia. The undersigned duly qualified and acting Chair of the **PUBLIC BODY** certifies that the foregoing is a true and correct copy of a Resolution, adopted at a legally convened meeting of the Alexandria Transit Company held on the Twelfth day of January 2022.

David Kaplan, Chair
Alexandria Transit Company

ATTEST:

Beth Reveles, Secretary of the Board
Alexandria Transit Company
01/12/2022



**Resolution Authorizing the Application for
State Aid to Public Transportation**

***RESOLUTION # 22-02
Transit Internship Program***

BE IT RESOLVED by the Alexandria Transit Company Board of Directors that Joshua Baker, General Manager/CEO is authorized, for and on behalf of the Alexandria Transit Company, hereafter referred to as the, **PUBLIC BODY**, to execute and file an application to the Department of Rail and Public Transportation, Commonwealth of Virginia, hereafter referred to as the, **DEPARTMENT**, for a grant of financial assistance in the amount of \$40,000 to defray the costs borne by the **PUBLIC BODY** for public transportation purposes and to accept from the **DEPARTMENT** grants in such amounts as may be awarded, and to authorize Joshua Baker, General Manager/CEO to furnish to the **DEPARTMENT** such documents and other information as may be required for processing the grant request.

The Alexandria Transit Company certifies that the funds shall be used in accordance with the requirements of Section 58.1-638.A.4 of the Code of Virginia, that the **PUBLIC BODY** will provide funds in the amount of \$8,000, which will be used to match the state funds in the ratio as required in such Act, that the records of receipts of expenditures of funds granted the **PUBLIC BODY** may be subject to audit by the **DEPARTMENT** and by the State Auditor of Public Accounts, and that funds granted to the **PUBLIC BODY** for defraying the expenses of the **PUBLIC BODY** shall be used only for such purposes as authorized in the Code of Virginia. The undersigned duly qualified and acting Chair of the **PUBLIC BODY** certifies that the foregoing is a true and correct copy of a Resolution, adopted at a legally convened meeting of the Alexandria Transit Company held on the Twelfth day of January 2022.

David Kaplan, Chair
Alexandria Transit Company

ATTEST:

Beth Reveles, Secretary of the Board
Alexandria Transit Company
01/12/2022

ATC Board Agenda Detail

Item #: 7
Item Title: Next Meeting Date & Adjournment
Board Action: Discussion/Approval



The next regular meeting is scheduled for Wednesday, February 9, 2022, at 5:30pm

Consider Adjournment



Alexandria Transit Company

Board of Directors Docket Attachments

Attachment:

1. Alexandria Transit Company By-Laws

ALEXANDRIA TRANSIT COMPANY BY-LAWS

As Amended and Approved by the Stockholders on February 11, 2020

CONTENTS

PREAMBLE – NATURE OF ALEXANDRIA TRANSIT COMPANY	2
ARTICLE I - STOCKHOLDERS’ MEETING.....	3
ARTICLE II – BOARD OF DIRECTORS	4
ARTICLE III – COMMITTEES	5
ARTICLE IV – OFFICERS	6
ARTICLE V – CERTIFICATES OF STOCK	7
ARTICLE VI – SEAL	7
ARTICLE VII – VOTING OF STOCK HELD.....	8
ARTICLE VIII – CHECKS, NOTES AND DRAFTS.....	8
ARTICLE IX – ROUTE AND FARE STRUCTURES; FINANCIAL PROVISIONS	9
ARTICLE X - AMENDMENTS.....	10

PREAMBLE – NATURE OF ALEXANDRIA TRANSIT COMPANY

The Alexandria Transit Company (ATC) is best characterized as a quasi-governmental entity.

It was initially created as a Virginia stock corporation to “provide mass transportation services as a public service corporation.” Article II of the Articles of Incorporation (“Articles”). It has characteristics of a nonprofit in that “no profit shall accrue to any stockholder.” Article V of Articles. Whether described as a stock corporation, a nonprofit entity or a public service corporation, it is a private entity, separate in its identity from the government. It is overseen by its own Board of Directors, a majority of whom are private citizens. The corporation has the authority to own property (real and personal), to hire, supervise and terminate its General Manager, and to contract for services, including a private company that employs drivers.

However, all shares of the corporation are owned by the City of Alexandria, a Virginia municipality. The corporation derives considerable funding from the City for capital projects and operations. Although a majority of the Board are private citizens, they are appointed by the Alexandria City Council. Some public employees of the City, also appointed by City Council, serve on the Board in their official capacity. The financial and accounting systems of the corporation are largely supervised and controlled by the City.

Given the dual, public and private nature of the corporation and the extent to which their relationship is intertwined, this corporation is deemed a quasi-governmental entity.

ARTICLE I - STOCKHOLDERS' MEETING

Section 1 - Annual Meeting. The annual meeting of the stockholders of the corporation shall be held in February of each year on a day determined by the Chairperson of the Board of Directors in consultation with the City Manager of the City of Alexandria. (Amended 1/8/85)

Section 2 – Other Meetings. Meetings of the stockholders shall be held at the times and places stated in the notice or waiver of notice of meeting. Meetings of the stockholders shall be held whenever called by the Chairperson, President or Secretary or by a majority of the Directors or stockholders.

Section 3 – Quorum and Voting. The holders of a majority of the outstanding shares of common stock entitled to vote shall constitute a quorum at any meeting of the stockholders. Each stockholder shall be entitled to one vote in person or by proxy for each share entitled to vote standing in their name on the books of the corporation.

Section 4 – Conduct of Meetings. The Chairperson shall preside over all meetings of the stockholders. If the Chairperson is not present, the Vice-Chairperson shall preside. If neither is present, a Chairperson shall be elected by a majority vote of Directors present at the meeting. The Secretary of the corporation shall act as Secretary of all the meetings if present. If not present, the Chairperson shall appoint a Secretary of the meeting. The Chairperson of the meeting may appoint one or more inspectors of the election to determine the qualifications of voters, the validity of proxies and the results of ballots.

ARTICLE II – BOARD OF DIRECTORS

Section 1 – Number, Election and Terms. The Board of Directors shall be elected at the annual meeting of the stockholders or at any special meeting held in lieu thereof. The number of the directors shall be a minimum of nine (9) and a maximum of eleven (11).

Directors need not be stockholders, and shall be comprised of the following:

- a. The City Manager or designee;
- b. The City's Chief Financial Officer or designee;
- c. The City's Transportation and Environmental Services (T&ES) Director or designee;
- d. A City resident with transportation experience;
- e. A City resident with financial experience; and
- f. A minimum of four (4), maximum of six (6) additional riders or City residents who are not employees of the City, Alexandria Transit Company, or any subsidiary thereof. One of which shall also serve as a representative to the Alexandria Transportation Commission.

Except as to those specially designated pursuant to subsections a-c above, the Board will nominate for Stockholder consideration its recommended applicants for Board positions in accordance with procedures adopted by the Board. (Appointments to the Board are exempt from the application of Article 2, Chapter 4 of the City Code.) Directors shall hold office until their successors are elected unless otherwise removed in accordance with the provisions of Section 2 of this Article. A majority of the Directors actually elected and serving at the time of a given meeting shall constitute a quorum. Less than a quorum may adjourn the meeting to a fixed time and place, of which action notice shall be given as provided in Section 3 of this Article.

Section 2 – Removal and Vacancies. The stockholders at any meeting, by a vote of the holders of a majority of all the shares of common stock at the time outstanding and having voting power, may remove any Director. Any vacancy will be filled pursuant to Section 1 above.

Section 3 – Meetings and Notices. Meetings of the Board of Directors shall be held at times fixed by resolution of the Board, or upon the call of the Chairperson, President or Secretary, or upon the call of a majority of the members of the Board. Notice of any meeting not held at a time fixed by a resolution of the Board shall be given to each Director at least 24 hours before the meeting at their residence or business address or by delivering such notice to the Director by telephone or electronic communication at least 24 hours before the meeting. Any such notice shall contain the time and place of the meeting but need not contain the purpose of any meeting. Meetings may be held

without notice if all of the Directors are present, or those not present waive notice before or after the meeting.

ARTICLE III – COMMITTEES

Section 1 – Nominating Committee. The Chairperson, after the election of Directors each year, shall appoint two or more of the Directors as a Nominating Committee, which shall present a slate of officers for election.

Section 2 – Committees to Conduct Public Hearings. The Chairperson is authorized to designate and appoint committees of the board or hearing officers to conduct public hearings for and on behalf of the Board of Directors.

ARTICLE IV – OFFICERS

Section 1 – Election and Removal. The Board of Directors, after its election in each year, shall elect a Chairperson and then promptly thereafter shall elect a Vice-Chairperson, a President and a Vice-President and shall also elect a Secretary, a Treasurer and may elect or appoint such other officers as it may deem proper. The Board shall also retain a General Counsel for purposes of rendering legal advice to the board. No officer votes unless also a member of the Board of Directors. Any officer may hold more than one office except that the same person shall not be President and Secretary. All officers shall serve for a term of one year and until their respective successors are elected, but any officer may be removed summarily with or without cause at any time by the vote of a majority of all the Directors. Vacancies among the officers shall be filled by the Directors.

Section 2 – Duties. The officers shall have the authority and perform the duties set forth below and shall have such other authority and duties as the Board of Directors may from time to-time prescribe.

- i. **Chairperson** – The Chairperson shall preside at meetings of the Board of Directors and Stockholders, represent the board before City Council and other public bodies, and be the principal spokesman for the board on matters of policy.
- ii. **Vice-Chairperson** – The Vice Chairperson shall act as Chairperson in the absence of the latter or when requested by the Chairperson to do so.
- iii. **President** – The President shall be the chief executive officer of the corporation; see that all orders and resolutions of the Board of Directors are carried into effect; administer the management contract, if there be one; provide liaison between the corporation and other transit agencies in the urban area and between the corporation and the administrative departments and agencies of the City of Alexandria government; and execute contracts and agreements on behalf of the corporation, except when the execution thereof is expressly delegated by the Board of Directors to some other officers of the corporation. Unless otherwise decided by the Board of Directors, the General Manager shall serve as President and CEO of the corporation.
- iv. **Vice-President** – The Vice-President shall assist the President in carrying out their duties, exercise such of the President's authority as they may delegate to them, and act as President in the absence of that officer.
- v. **Secretary** – The Secretary shall attend meetings of the Board of Directors and Stockholders and record the proceedings thereof, give notice in the manner prescribed in these By-Laws of

meetings of the Stockholders and special meetings of the Board of Directors, have custody of the seal of the corporation and affix and attest it when authorized to do so by the Board of Directors or the President, and perform such other duties as may be prescribed by the Board of Directors.

- vi. **Treasurer** – The Treasurer, under the direction of the President, shall have custody of all corporate funds and securities; keep a full and accurate record of receipts and disbursements in books belonging to the corporation; deposit all moneys received by them in the name of and to the credit of the corporation in such depositories as may be designated by the Board of Directors; keep a record of moneys deposited to the account of the corporation by the management company, if there be one; disburse the funds of the corporation as ordered by the Board of Directors or President; render such accounts of their transactions as the Board of Directors or President may require; and perform such other duties as may be prescribed by the Board of Directors. The Treasurer shall be bonded for the faithful performance of their duties in such sum and in such manner as may be approved by the Board of Directors and the cost of such bond shall be borne by the Corporation.
- vii. **General Counsel** – The General Counsel shall not be a voting officer; the General Counsel shall be the legal adviser to the Board of Directors, the General Manager and the officers of the corporation; defend suits or other legal actions brought against them; and, with the approval of the Board of directors, initiate and pursue such legal remedies on behalf of the corporation as may be appropriate.

ARTICLE V – CERTIFICATES OF STOCK

Section 1 – Form. Each stockholder shall be deemed to own an uncertificated share(s) of the corporation.

ARTICLE VI – SEAL

Section 1 – Seal. The seal of the Corporation shall be a flat-faced circular die (of which there may be any number of counterparts) with the word “SEAL” and the name of the Corporation engraved thereon.

ARTICLE VII – VOTING OF STOCK HELD

Section 1 – Voting. Unless otherwise provided by a vote of the Board of Directors, the President may either appoint attorneys to vote any stock of any other corporation owned by this Corporation or may attend any meeting of the holders of stock of such other corporation and vote such shares in person.

ARTICLE VIII – CHECKS, NOTES AND DRAFTS

Section 1 – Signatures. Checks, notes, drafts, and other orders for the payment of money shall be signed by such persons as the Board of Directors from time to time may authorize. The signature of any such person may be a facsimile when authorized by the Board of Directors.

ARTICLE IX – ROUTE AND FARE STRUCTURES; FINANCIAL PROVISIONS

Section 1 – Route Structure. The routes over which the revenue vehicles of the Corporation will operate in revenue service shall be determined by the Board of Directors. No route or change therein shall become effective unless it has been communicated to the stockholders at least 15 days in advance of the effective date determined by the Board of Directors, and the stockholders may, at any meeting thereof prior to such effective date, disapprove or modify the decision of the Board of Directors, provided that this requirement shall not apply to minor adjustments in routes within a transit corridor to meet patronage and operating requirements, to temporary detours, or to the provision of charter service.

Section 2 – Fare Structure. The fares to be charged revenue passengers shall be determined by the Board of Directors. No fare or change therein shall become effective unless it has been communicated to the stockholders at least 15 days in advance of the effective date determined by the Board of Directors, and the stockholders may, at any meeting thereof prior to such effective date, disapprove or modify the decision of the Board of Directors, provided that this requirement shall not apply to promotional fares that will be in effect for one consecutive week or less.

Section 3 – Initiation of Route and Fare Changes by the Stockholders. The stockholders may, at any meeting thereof, initiate and refer to the Board of Directors changes in the route and fare structures.

Section 4 – Budgets. The Board of Directors shall submit its capital and operating budgets annually to the City Manager of the City of Alexandria in such form and in such manner as may be prescribed. The annual budgets shall be balanced between estimated expenses and estimated revenues, including grants from the City of Alexandria and other sources.

Section 5 – Borrowing. The Corporation shall not borrow funds, except that funds may be borrowed in anticipation of revenues with the express approval of the stockholders in each instance.

Section 6 – Availability of Funds. The services to be provided by the Alexandria Transit Company are dependent upon the availability of capital and operating funds from fare box and other transit revenues and from grants from the City of Alexandria and other sources.

Section 7 – Audit. The stockholders shall at the annual meeting select an independent outside auditor to audit the books and accounts of the Corporation and of the management firm if one is engaged.

Section 8 – Additional Duties. The Board of Directors acknowledges that the Alexandria Transit Company is an important element of the City’s overall transit program and as such should periodically receive updates from and, in response, provide comment to City staff on transit-related matters, including but not limited to:

- a. BRT/Transitway operational policy and coordination with other jurisdictions and transit agencies;
- b. DOT Paratransit policy and fares;
- c. Metrobus fare and route changes; and
- d. Implementation of transit infrastructure within the City (excluding Metrorail).

ARTICLE X - AMENDMENTS

Section 1 – Amendments. These By-Laws may be amended at any annual or called meeting of the stockholders by a vote of the holders of a majority of shares at a meeting at which a quorum is present.