

BOARD OF DIRECTORS MEETING

Friday, January 27, 2023

MINUTES

1. CALL TO ORDER AND ROLL CALL

The Workshop Meeting of the Santa Clara Valley Transportation Authority's (VTA) Board of Directors (Board) was called to order by Chairperson Burt at 9:02 a.m. via video and teleconference.

Elaine Baltao, VTA Board Secretary, administered the Oath of Office to Alternate Board Member Kamei.

1.1. ROLL CALL

Attendee Name	Title	Status
Margaret Abe-Koga	Ex-Officio	Absent
Marie Blankley	Board Member	Present
Pat Burt	Chairperson	Present
Cindy Chavez	Vice Chairperson	Present
Dev Davis	Board Member	Absent
Omar Din	Board Member	Present
Pam Foley	Board Member	Present
Sudhanshu "Suds" Jain	Board Member	Present
Sergio Jimenez	Board Member	Present
Rosemary Kamei	Alternate Board Member	Present
Otto Lee	Board Member	Absent
Lynette Lee Eng	Alternate Board Member	Present
Sergio Lopez	Board Member	Present
Matt Mahan	Board Member	Present
Carmen Montano	Alternate Board Member	Present
Rob Rennie	Alternate Board Member	Present
Omar Torres	Board Member	Present
Mark Turner	Alternate Board Member	Absent

A quorum was present.

2. WORKSHOP/ORIENTATION ITEMS

Chairperson Burt indicated Items 2.1, Overview of VTA, and 2.2, presentation from VTA Divisions, will be heard together.

2.1. Overview of VTA and

2.2 Presentation from VTA Divisions

Carolyn M. Gonot, VTA General Manager/CEO, provided welcome remarks and an overview of VTA, including its history, roles, and responsibilities.

Jim Lawson, Chief External Affairs Officer, reviewed VTA's committee structure and the Board's workflow process. Mr. Lawson provided an overview of each of the standing committee's description and areas of responsibility.

Evelyn Tran, General Counsel, provided an overview of the role of the General Counsel. She also reviewed the Board Members' fiduciary responsibilities, VTA's Code of Ethics, and Government Code Section 84308.

Ms. Gonot briefly discussed the VTA organization and the make-up of VTA employees. She introduced the members of the VTA Executive Team. The following members of the Executive Team provided an overview of their division's roles and responsibilities:

- Greg Richardson, Assistant General Manager & Chief Financial Officer
- Derik Calhoun, Chief Operating Officer
- Casey Emoto, Chief Engineering & Program Delivery Officer
- Jim Lawson, Chief External Affairs Officer
- Sonya M. Morrison, Chief People Officer

The Board took a brief recess at 10:05 a.m. The Board resumed the workshop meeting at 10:15 a.m.

- Scott Haywood, Deputy Director, Transit Planning and Capital Development¹
- Jaye Bailey, Director of Policy & Compliance
- Aston Greene, Chief of System Safety & Security

Gary Griggs, Chief BART SV Program Officer, provided a brief overview on VTA's BART Silicon (BSV) Phase II Extension Project including the delivery organization, project status, contract package schedule, and upcoming board actions related to the project.

Public Comment

Tate Baugh, Interested Citizen, expressed support for the BSV Phase II Extension Project.

¹ Mr. Haywood presented on behalf of Deborah Dagang, Chief Planning & Programming Officer

Members of the Board expressed appreciation to staff for the presentation.

Upon inquiry, Ms. Gonot indicated Board Members can reach out to her, Ms. Tran, Mr. Lawson or any members of the Government Affairs team if they have VTA-related questions. Ms. Gonot offered the Members of the Board the opportunity to tour VTA facilities.

A brief discussion ensued about the Alternate Board Members' roles when a regular Board Member is present and absent.

Staff and Vice Chairperson Chavez encouraged Alternate Board Members to be engaged in VTA issues to ensure they are prepared in case they need to participate as a voting member.

Upon inquiry, Ms. Gonot indicated that like other transit properties, VTA has challenges related to regaining ridership. She noted the other areas of concern such as revenues, fiscal sustainability, and funding for operations. She reviewed some of the major initiatives for this year including the biennial budget, pursuing federal and state grants, capital improvement on fleet, strengthening core services and last/first mile connections, and culture change at VTA.

Vice Chairperson Chavez noted the importance of strategizing for regional priorities and partnerships, impacts of developments and projects at Diridon Station, and pursuing funding. She noted the importance of understanding VTA's funding and how to best position VTA.

A brief discussion ensued about meeting logistics after the state of declared emergency is lifted.

Chairperson Burt expressed strong support for the organization and culture change at VTA.

3. OTHER ITEMS

3.1. Announcements

Chairperson Burt announced the next regular meeting of the Board is scheduled for February 2, 2023, at 5:30 p.m. via Zoom.

4. ADJOURMENT

On order of Chairperson Burt and there being no objection, the meeting was adjourned at 11:22 a.m.

Respectfully submitted,

Elaine F. Baltao, Board Secretary
VTA Office of the Board Secretary