


## 2.9 External Relationships














**Monitoring period: (May 2021- April 2022)**

**Service Committee Meeting Date: September 7<sup>th</sup>, 2022**

**Board Meeting Date: September 28<sup>th</sup>, 2022**

<b>INFORMATION TYPE</b>
Decision
<b>RECOMMENDED ACTION(S):</b>
<ol style="list-style-type: none"> <li>1. The Service Committee recommends that the Board accept the Monitoring Report as A, Compliant.</li> <li>2. The Service Committee also recommends a review of policy language in further detail at the committee level.</li> </ol>
<b>BACKGROUND</b>
<p>Monitoring Reports are a key Policy Governance tool to assess organizational/CEO performance in achieving Ends (1.0) within Executive Limitations (2.0).</p>
<b>ISSUE SUMMARY:</b>
<p>This policy was scheduled for submission in May but submitted in the September Board Meeting.</p> <p>TheRide’s Board of Directors establish policies that define what methods are unacceptable to use to achieve expected results, called Executive Limitations. This monitoring report provides the CEO’s interpretations of those policies, evidence of achievement, and an assertion on compliance with the Board’s written goals. As with other monitoring reports, the Board decides whether the interpretations are reasonable, and the evidence is convincing.</p> <p>I certify that the information is true and complete, and I request that the Board accept this as indicating an acceptable level of compliance.</p> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div style="text-align: center;"> <p><b>CEO’s Signature</b></p>  </div> <div style="text-align: center;"> <p><b>Date</b></p> <p>8/22/2022</p> </div> </div>
<b>ATTACHMENTS:</b>
Monitoring report for Policy 2.9: External Relationships

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 Fully Compliant    
  Partially Compliant    
  Non-Compliant

**POLICY 2.9.** In order to facilitate the continued success of AAATA and its achievement of Ends, the CEO shall not operate without creating collaborative, strategic relationships with external stakeholders.\*<sup>1</sup>

**Degree of Compliance: Compliant**

**Interpretation**

This policy is fully interpreted in the sub-policies below.

**Evidence**

Evidence of compliance with sub policies below provides evidence of compliance with this policy.

**POLICY 2.9.1** The CEO shall not... Ignore opportunities for collaboration for the community benefit.\*

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when written, external requests for the AAATA's resources or support are given due consideration as to whether they advance the Ends and comply with Executive Limitations and Administrative policies, whether the potential benefits are worth the investment and risk, and whether better options exist.

This is reasonable because this policy pertains to external relations and implies the AAATA's reaction to outside proposals. To be clear the AAATA cannot reasonably be accountable to say yes to all requests or any benefit as that approach would quickly make the Ends and other politics irrelevant and make the organization reactive to outsiders demands. Therefore, the CEO must vet proposals. Key criteria is whether the proposal advances the AAATA's goals, has acceptable risks, or disrupts the AAATA's own strategies. Due diligence is reasonable as some proposed collaborations may be wasteful or damaging to the pursuit of the Ends. The AAATA's own approach to pro-active collaboration is covered under the Ends policies and other Executive Limitations policies. Verbal proposals are too numerous to track and often politically oriented.

<sup>1</sup> \*- See CEO notes.

Limiting the scope and definition of community is reasonable as it streamlines focus of operations and level of engagement with potential collaborators.

**Evidence**

**Source of data:** Internal documents

**Date of data collection:** 7/12/22 as verified by the CEO

**Data:** During the monitoring period the AAATA agreed to transfer federal funds to the City of Ypsilanti to facilitate sidewalk construction.

A serious request for collaboration was received to participate in the joint federal grant applications (RAISE) with outside parties. After consideration, the CEO declined to participate (due to concerns over scope, compatibility with the emerging LRP, financial risks, and roles) and instead the AAATA submitted its own RAISE grant application on April 14, 2022 (not successful). The CEO has since reengaged with the parties to identify other collaboration opportunities.

**POLICY 2.9.2** The CEO shall not...Ignore opportunities to promote multi-modal solutions, transit-supportive land development, or first mile/last mile considerations whether internally or to outside decision makers.\*

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when written requests for the AAATA’s support of, or funding for, other modes, land development policies, or short-distance travel options are given due consideration as to whether they advance the Ends and comply with Executive Limitations and Administrative policies, whether the potential benefits are worth the investment and risk, and whether better options exist.

This is reasonable because this policy pertains to external relations and implies the AAATA’s reaction to outside proposals. Verbal proposals are too numerous to track and can be politically oriented. The AAATA’s own approach to pro-active planning in these areas is covered under the Ends policies and other Executive Limitations policies. Also, due diligence is reasonable as some proposed collaborations may be wasteful or damaging to the pursuit of the Ends.

**Evidence**

**Source of data:** Planning records

**Date of data collection:** 7/12/22 as verified by the Deputy CEO, Planning

**Data:** During the monitoring period AAATA was not approached with any proposals regarding new modes or short-distance mobility options.

However, AAATA staff participated in the effecting of the Ann Arbor TC1 zoning transit corridor ordinance that was voted on July 6<sup>th</sup>, 2021. This ordinance promotes mixed-use development and public transit use.

**POLICY 2.9.3** The CEO shall not... Fail to develop relationships with community stakeholders, including elected officials, which contribute to community support for the AAATA.\*

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when no elected officials publicly call for the dissolution of the AAATA. This is reasonable because a call to dissolve the Authority would be a clear indicator of loss of community support. Otherwise, it is impossible to put a threshold on “relationships” and the CEO’s role requires him to sometimes not accede to political demands. Further, if we judge the success of the CEO or the AAATA on the popularity with elected officials, we will become reactive to outside demands.

**Evidence**

**Source of data:** Public records on community support for AAATA

**Date of data collection:** 7/12/22 as verified by the CEO

**Data:** The CEO is not aware of any public calls to dissolve the AAATA from anyone or any elected official. However, at least one member of the Ypsilanti Township Board of Trustees did publicly mention the possibility of the Township withdrawing from the AAATA due to a disagreement over the 2022 millage rate. As of August 19, 2022, the Board of Trustees has not seriously considered these suggestions, to the CEO’s knowledge. However, it is reasonable to ask whether some elected officials still support the AAATA, or if the CEO can reasonably be held accountable for their decisions and actions.

**POLICY 2.9.4** The CEO shall not... Fail to reasonably engage riders, residents, and stakeholders when considering material changes to services, programs, fares, or transit facilities.

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when the CEO ensures that appropriate opportunities exist for public involvement and feedback are provided *prior* to major final decisions regarding services, programs, fares, or transit facilities and in line with the AAATA’s *Public Input Policy for Service and Fare Changes (Board resolution 5/2012)*.

This is reasonable the PIP is compliant with federal regulation regarding public involvement and describes levels, types and timing of engagement needed in relation to the degree of change being considered i.e., major, minor, or adjustment.

**Evidence**

**Source of data:** Planning records

**Date of data collection:** 7/12/22 as verified by the Deputy CEO, Planning

**Data:**

During the monitoring period there was a major service change in August 2021 as TheRide purposed to restore services after the pandemic. The service change was to impact all fixed routes, along with A-Ride, GoldRide, FlexRide and Night/Holiday service. Virtual public meetings were held in March-April 2021 per the dates/ times below in order to allow for public feedback prior to the service being implemented in August of 2021.

- Monday, March 22, 12:00 PM
- Tuesday, March 23, 6:00 PM
- Thursday, March 24, 12:00 PM
- Tuesday, March 30, 6:00 PM
- Wednesday, March 31, 12:00 PM
- Thursday, April 1, 6:00 PM

**POLICY 2.9.5** The CEO shall not... Fail to operate in a publicly transparent manner.

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when the following information is freely available on the AAATA website:

- A. Board meeting agendas and packets are publicly available at least 18 hours before the meeting,
- B. Board meeting minutes are available on-line within two months,
- C. All draft Budgets when proposed, and final Budgets once approved,
- D. All audits, once accepted,
- E. Board members and senior executive staff are identified, and a contact method is provided,
- F. Contact information for Freedom of Information Act (FOIA) requests, and
- G. Contact information of all services as well as the main office.

This interpretation is reasonable because it complies with the Open Meetings Act and minimum transparency requirements, and adopts further standards derived from the now-defunct Sunshine.org group methodology for grading government transparency.

**Evidence**

**Source of data:** TheRide’s website data upload records.

**Date of data collection:** 7/12/22 as verified by the Executive Administrative Assistant

**Data:**

- A. Board meeting packets were uploaded on the website per the dates below.

	<b>Board meeting Date</b>	<b>Date of packet upload</b>	<b>On time?</b>
<b>May -21</b>	5/20/2021	5/14/2021	Yes
<b>Jun- 21</b>	6/17/2021	6/11/2021	Yes
<b>Jul-21</b>	7/22/2021	7/15/2021	Yes
<b>Aug-21</b>	8/19/2021	8/13/2021	Yes
<b>Sep-21</b>	9/23/2021	9/17/2021	Yes
<b>Oct-21</b>	10/21/2021	10/15/2021	Yes
<b>Nov-21</b>	11/18/2021	11/10/2021	Yes
<b>Dec-21</b>	12/16/2021	12/10/2021	Yes
<b>Jan-22</b>	1/20/2022 -meeting cancelled due to pandemic related concerns	1/11/2022	Yes
<b>Feb-22</b>	2/17/2022 -meeting cancelled due to weather	2/14/2022	Yes
<b>Feb-22</b>	2/24/2022:- rescheduled meeting	2/22/2022	Yes

Mar-22	3/17/2022	3/14/2022	Yes
Apr-22	4/21/2022	4/18/2022	Yes

Board meeting packets are available on the Ride’s website ([link here](#)).

- B. All Board minutes were available in the following month’s packet.
- C. The Draft FY2022 budget was posted on-line on Sept 10 2021. The final budget was approved on September 23, 2021; and posted on the website on Oct 1, 2021.
- D. All annual operating budgets and audits are available the Ride’s website ([link here](#)).
- E. The website has pages for [Board members](#) and [Executive Team](#).
- F. FOIA information is available on the website ([link here](#)).
- G. General contact info is available on the website ([link here](#)).

**POLICY 2.9.6** Endanger the organization's public image, credibility, or its ability to accomplish Ends by:

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when

- A. when there are no *legitimate* public accusations suggesting mismanagement of the AAATA due to a factor over which the CEO has control. A legitimate case of mismanagement would likely involve decisions that were unlawful, imprudent, or in violation of commonly accepted business practices or professional ethics (policy 2.0).
- B. compliance with policies 2.9.6.1 - 2.9.6.6 is achieved.

This is reasonable because, as a public body, the AAATA can always be a potential target for accusations of mismanagement by those who reject otherwise legitimate decisions. Limiting AAATA to only *popular* decisions would severely limit our ability to pursue Ends outcomes. Limiting the scope to legitimate mismanagement seems appropriate.

**Evidence**

**Source of data:** Legal records

**Date of data collection:** 6/24//22 by the CEO

**Data:**

- A. The CEO is not aware of any legitimate of accusations mismanagement at the AAATA.
- B. Compliance with the following policies further demonstrates compliance with this policy. Sources of data and date of data collection will be provided in respective policies.



**Policy 2.9.6.1** Operating the organization in a manner that jeopardizes grantor relationships.

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when AAATA meets expectations set forth by the Federal Transit Administration (FTA) and Michigan Department of Transportation (MDOT). This is reasonable because the FTA and MDOT are the two main grantors. Any other grantor expectations are relatively small. These rules generally cover broader federal and state laws, compliance with which is a requirement to be eligible for funding. The FTA’s every-three-year Triennial Review, and MDOT’s annual awarding and execution of grants (i.e., state formula funding) will demonstrate compliance.

**Evidence**

**Source of data:** Financial records

**Date of data collection:** 5/4/22 as verified by the Deputy CEO, Finance and Administration

**Data:**

**A. Federal Compliance:**

- a. AAATA’s FY2020 and FY 2021 audits assessed compliance with federal grant regulations and found that Ann Arbor Area Transportation Authority complied, in all material respects, with the types of compliance requirements that could have a direct and material effect on each of its major federal programs.
- b. In 2018 the FTA conducted a Triennial Review and found no problems with the AAATA’s internal control or business decisions that would jeopardize federal funding.
- c. The FY22 Triennial preliminary feedback found no deficiencies that jeopardized grantor relationships. As of August 19, 2022 a preliminary report has been submitted to the FTA and the AAATA is awaiting final conclusions.

**B. State Compliance:** Grant agreements from the Michigan Department of Transportation were fully awarded and executed during the monitoring period and for the current fiscal year. MDOT has not indicated any concern with the AAATA’s compliance with State grants; all state grants are intact and there are no known risks resulting from noncompliance for these grants.

**POLICY 2.9.6.2** Allowing third-party advertising that violates stated agency guidelines for community standards.

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when AAATA has, and consistently enforces, the administrative advertising policy below which restricts inappropriate third-party advertising in order to protect AAATA’s image and reputation.

**AAATA Advertising Policy, 2014**

*A. The AAATA, by permitting commercial advertising in or on its vehicles, shelters, informational material, buildings, and benches, does not thereby intend to create a public forum. Further, AAATA requires that such advertising comply with specified standards to further the purposes of providing revenue for AAATA, increasing ridership, and assuring that AAATA riders will be afforded a safe and pleasant environment. AAATA reserves the right to approve all advertising, exhibit material, announcements, or any other display and their manner of presentation.*

*B. In order to minimize the chances of abuse, the appearance of favoritism, and the risk of imposing upon a captive audience, advertising in or on AAATA vehicles, in AAATA shelters, buildings, benches or informational material which does any of the following shall be prohibited.*

- 1. Contains false, misleading, or deceptive material.*
- 2. Promotes an illegal activity.*
- 3. Advocates violence or crime.*
- 4. Infringes copyright, service mark, title, or slogan.*
- 5. Defames or is likely to hold up to scorn or ridicule a person or group of persons.*
- 6. States or implies the endorsement of a product or service by AAATA.*
- 7. Contains political or political campaign advertising\*\*.*
- 8. Contains advertising that is obscene or pornographic, or in advocacy of imminent lawlessness or violent action.*
- 9. Promotes alcohol or tobacco products.*

(\*\* Note: Recent court cases may force a reconsideration of the prohibition on political advertising.)

**Evidence**

**Source of data:** Community Relations Records

**Date of data collection:** 5/4/22 as verified by the Manager of Community Relations

**Data:** During the monitoring period AAATA operated and enforced the AAATA’s Advertising Policy, 2014. There were no violations to the policy.

**POLICY 2.9.6.3** Hiring a former Board member as an agency employee or supplier within one year of that member’s departure from the Board.

**& 2.9.6.4** Hiring a sitting elected official or former elected official that has not been out of office for at least one year from any jurisdiction that appoints members to the AAATA Board.

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with these policies will be demonstrated when

- A. The hiring manger confirms that during the monitoring period, AAATA did not hire a current or former Board member as an agency employee or supplier within one year of that member’s departure from the Board.
- B. Additionally, AAATA did not hire a sitting elected official or former elected official that has not been out of office for at least one year from any jurisdiction that appoints members to the AAATA Board.
- C. A review of current Board member Certificates of Disclosure of Financial and Personal Interest does not indicate employee or supplier relationships with AAATA.

This is reasonable because the hiring manager has access to all employment records. The Board is expected to sign Certificates of Disclosure every year where they note of any personal financial interest, business interest, or any other obligation or relationship they have that would create a potential conflict of interest assigned duties and responsibilities.

**Evidence**

**Source of data:** Hiring and Procurement Records

**Date of data collection:** 5/4/22 as verified by Manager of Human Resources and Manager of Procurement

**Data:** During the monitoring period

- A. AAATA did not hire a current or former board member, or current or former elected officials as staff, and there were no such people on staff.
- B. Nor did any current or former board members or elected officials own any of the suppliers we engaged for goods or services.
- C. Certificates of Disclosure provided by the Board members during the monitoring period did not show conflicts of interests that indicated any of them being employees or suppliers of goods and services to AAATA.

**POLICY 2.9.6.5.** Authorizing the use of vehicles and their operators to transport persons detained by law enforcement for participating in public demonstrations.

**Degree of Compliance: Compliant**

**Interpretation**

Compliance with this policy will be demonstrated when all vehicles used to operate TheRide’s services, and all personnel hired by the agency are not involved in providing transportation services to persons detained by law enforcement for participating in public demonstrations.

**Evidence**

**Source of data:** Internal operational records

**Date of data collection:** 5/4/22 as verified by the CEO

**Data:** During the monitoring period, the CEO did not authorize the use of vehicles or operators to transport persons detained by law enforcement for participating in public demonstrations. No such requests were made.

**POLICY 2.9.7.** Allow the organization to be without (advisory) committees required in legislation or permit those committees to operate inconsistently with requirements of the legislation.

**Degree of Compliance:**

**Interpretation**

Compliance with this policy will be demonstrated when

- A. The Local Advisory Council (LAC) meets at least once a year,
- B. And has at least three members including one appointed by the local Area Agency on Ageing,
- C. And provides feedback on the MDOT-required Vehicle Accessibility Plan.

This interpretation is reasonable because the LAC is the only advisory body required by legislation, and the above membership and feedback elements are the only requirements in the legislation.

**Evidence**

**Source of data:** LAC records

**Date of data collection:** 07/15/2022 as verified by Manager of Mobility Services

**Data:** During the monitoring period,

- A. LAC met monthly
- B. LAC has had 9 active members including one appointed by the local Area Agency on Ageing,
- C. On 12/7/2021, LAC met and provided feedback on the Vehicle Accessibility Plan before the plan was submitted to MDOT.

## Policy Trendline

Policies	FY 21	FY 22
2.9	3	3
2.9.1	3	3
2.9.2	3	3
2.9.3	3	3
2.9.4	3	3
2.9.5	3	3
2.9.6	3	3
2.9.6.1	3	3
2.9.6.2	3	3
2.9.6.3	3	3
2.9.6.4	3	3
2.9.6.5	3	3
2.9.6.6	3	3

Legend	
1	Policy is not compliant
2	Policy is partially compliant
3	Policy is fully compliant

The policy trends for this policy are as shown below. The trendline for FY 22 is not final and is dependent on the Board’s decision on Aug 18<sup>th</sup>, 2022

## CEO Notes

In past years I have noted that policies 2.9, 2.9.1, 2.9.2, and 2.9.3 (\*) are prescriptions as they dictate staff actions rather than proscribing unacceptable situations. Further, they open a door to criticism of many staff decisions based on the popularity of such decisions, not any clear business rationale. I have done my best to develop reasonable interpretations which I believe satisfy the guidance from the IPGA (below), but these are still unsatisfying.

I continue to believe these early policies are contrary to Policy Governance and constitute “backdoor means prescriptions.” I would ask the Board to consider rewording these policies or deleting them. One alternative would be to move 2.9.4 and 2.9.5 under 2.9.6 and delete everything else. The Board could also consult Rose Mercier.

I will also note that there is no “External Relationships” section in the stock Policy Governance template of policies. I believe this policy began as a continuation of the pre-Policy Governance Performance Monitoring and *External Relations* Committee.

## Board's Conclusion on Monitoring Report

### Guidance on Determining "Reasonableness" of CEO Interpretations

The International Policy Governance Association has developed the following guidance for Board members to use in deciding whether a CEO's interpretation is "reasonable":

*An interpretation is deemed to be reasonable when it provides an operational definition which includes defensible measures and standards against which policy achievement can be assessed...*

*Defensible measures and standards are those that:*

- *Are objectively verifiable (e.g., through research, testing, and/or credible confirmation of observable phenomena.)*
- *Are relevant and conceptually aligned with the policy criteria and the board's policy set.*
- *Represent an appropriate level of fulfillment within the scope of the policy.*

- "What makes an Interpretation Reasonable and What are the Expectations for the Operational Definition: Policy Governance Consistency Framework Report Number 2". International Policy Governance Association. June 11, 2016. Available on the IPGA website.

### Board's conclusion after monitoring the report.

Following the Board's review and discussion with the CEO, the Board finds that the CEO:

- A. Is in compliance.**
- B. Is in compliance, except for item(s) noted.
- C. Is making reasonable progress toward compliance.
- D. Is *not* in compliance or is *not* making reasonable progress toward compliance.
- E. Cannot be determined.

### Board's notes (where applicable)

**The Board found the CEO to be (A), in compliance.**