

Board of Director's Meeting Minutes

Meeting Date/Time: January 19, 2023, 6:30 – 9:00pm

Members: Kathleen Mozak (Chair), Mike Allemang (Treasurer), Jesse Miller (Secretary), Chris Allen, Simi Barr, Rich Chang, Ryan Hunter, Susan Pollay,

Location: Ann Arbor District Library
Virtual attendance available via Zoom

Chairperson Mozak called the meeting to order at 6:32pm.

Agenda Item
1. OPENING ITEMS
1.1 Approve Agenda
Mr. Carpenter noted that Consent Agenda item 2.3 could be removed as it had been an action item the board had all recently completed.
Mr. Hunter moved to approve the agenda, seconded by Mr. Miller.
All in favor of the accepted agenda:
Mr. Mike Allemang: Yes (Attending Virtually)
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Ryan Hunter: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Chairperson Kathleen Mozak: Yes
The vote passed unanimously.
1.2 Public Comment
Mr. Robert Pawlowski addressed the board and noted that major projects were underway with the organization with strong community support. He also shared that TheRide is a leading agency with wages/benefits which attracts and will retain staff as expansion projects are underway. He wished retired board member, Eric Mahler, well and thanked him for his years of service.
1.3 General Announcements
Mr. Miller shared that TheRide had recently been awarded a \$7M federal appropriation – thanks to the efforts of Representative Debbie Dingell and Senators Debbie Stabenow and Gary Peters – for investment toward Ypsilant Transit Center.

Earlier in the week, Mr. Miller and Mr. Carpenter had met with Representative Dingell and Ypsilanti Mayor Brown at the YTC to discuss the expansion plans.

Mr. Carpenter shared information about an upcoming free transit tradeshow and noted that more details would be emailed to the board.

2. CONSENT AGENDA

2.1 Board Meeting Minutes December 15, 2022

2.2 Committee Meeting Summaries

~~2.3 Annual Board Disclosure Statement~~

2.4 Transportation Commission Delegates

Mr. Hunter motioned to approve the Consent Agenda, seconded by Mr. Barr.

All in favor of accepting the Consent Agenda items:

Mr. Mike Allemang: Yes (Attending Virtually)

Mr. Chris Allen: Yes

Mr. Simi Barr: Yes

Mr. Rich Chang: Yes

Mr. Ryan Hunter: Yes

Mr. Jesse Miller: Yes

Ms. Susan Pollay: Yes

Chairperson Kathleen Mozak: Yes

The Consent Agenda was accepted as presented.

3. POLICY MONITORING & DEVELOPMENT

3.1 Annual Plan of Work

After several months of discussion, the board finally has determined areas of focus for the annual plan of work. Mr. Miller motioned to accept the Annual Plan of Work, seconded by Mr. Hunter.

All in favor of accepting the Annual Plan of Work:

Mr. Mike Allemang: Yes (Attending Virtually)

Mr. Chris Allen: Yes

Mr. Simi Barr: Yes

Mr. Rich Chang: Yes

Mr. Ryan Hunter: Yes

Mr. Jesse Miller: Yes

Ms. Susan Pollay: Yes

Chairperson Kathleen Mozak: Yes

The Annual Plan of Work was accepted as presented.

3.2 Task Force Updates

3.2.1 Ownership Linkage (Verbal)

Mr. Chang shared that the Ownership Linkage Taskforce has determined legal owner contacts and the next step is drafting a communication to send out to those legal owners.

3.2.2 Monitoring

Mr. Allemang shared an overview of the work done by the Monitoring Task Force and that they are bringing forward to the board a proposed recommendation for the categories of monitoring report determination outlined on pg. 22 (board packet).

Mr. Chang motioned to approve the proposed monitoring motions, seconded by Mr. Miller.

All in favor of accepting the proposed monitoring motions:

Mr. Mike Allemang: Yes (Attending Virtually)
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Ryan Hunter: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Chairperson Kathleen Mozak: Yes

The proposed monitoring motions were accepted as presented.

The board then discussed the proposed summary of required follow-up spreadsheet and were in agreement that the task would fall under Board Secretary duties. The conversation also included a notation that the Governance Committee needed to review Secretary and Treasurer duties.

3.3 Policy 2.9 Updates

Mr. Miller and Ms. Mercier updated the board on revisions to language in Policy 2.9. The next steps will be for the Service Committee to provide a series of motions for the policy revisions which will be shared at the February board meeting.

3.4 Global Executive Limitations Monitoring Report

Mr. Carpenter presented an overview of the Global Executive Limitations Monitoring Report to the board. He shared the areas of compliance within the policies along with a historical timeline of compliance for reference. He noted that most policy items were A – in compliance, with several B – partial compliances and one D – cannot be determined.

The board discussed the interpreted compliance level, benefits of the integration of a compliance timeline into the monitoring report and the merits/rationale of the Global Executive Limitations monitoring report as a policy. Ms. Mercier additionally suggested this monitoring report might be reviewed biannually.

Mr. Miller put forth a motion to accept the policy as C – making reasonable progress towards compliance, seconded by Mr. Chang.

All in favor of accepting the Global Executive Limitations Monitoring Report as C – making reasonable progress towards compliance:

Mr. Mike Allemang: Yes (Attending Virtually)

Mr. Chris Allen: Yes

Mr. Simi Barr: Yes

Mr. Rich Chang: Yes

Mr. Ryan Hunter: Yes

Mr. Jesse Miller: Yes

Ms. Susan Pollay: Yes

Chairperson Kathleen Mozak: Yes

The motion to accept Global Executive Limitations Monitoring Report as C – making reasonable progress passed unanimously.

3.5 Ends Monitoring Report (Intro)

Mr. Carpenter introduced Ms. Njuki who provided a brief preview of the Ends Monitoring Report. Due to the size of the monitoring report, it was sent to the board early to give additional time for review. Upon discussion, it was requested that a time stamp be added to the policy survey – this would help in determining if the report should be divided into smaller sections for monitoring.

4. STRATEGY & OPERATIONAL UPDATES

4.1 Status Update: Long Range Plan Update (Verbal)

Mr. Carpenter introduced staff members Ken Anderson (Acting DCEO, Planning & Innovation), Gretchen Johnson (Senior Project Manager, Planning & Innovation) and Rosa-Maria Njuki (Corporate Strategy & Performance Officer) and they provided the board with an update presentation on LRP projects ([Board packet pg. 69](#)). Topics included updates on planning for TYC construction, service increase studies and project priorities. The board discussed funding options, staffing capabilities and thanked staff for their presentation. Mr. Carpenter noted that update presentations, such as the one given, would become a more regular part of board meetings to keep the board apprised of the status of ongoing projects and planning.

4.2 CEO Report

Mr. Carpenter shared with the board that the new Deputy CEO of Operations, George Brooks, would be starting February 13th. He noted the retirement of Mary Boonin, Manager of Community Relations, after 23 years of service. He also shared updates regarding BTC expansion and an MDOT study that is in conjunction with Reimagine Washtenaw projects.

5. EMERGENT ITEMS

Mr. Hunter shared with the board that he had recently applied for, nominated, and accepted a position as an Ypsilanti Township Board Trustee. As such, he would be stepping down from his position with TheRide Board due to a conflict of interest. He thanked the board for the opportunity to serve as a representative for Ypsilanti

Township and participate in the work of expanding public transportation for the larger community. Board members thanked him for his work on the board.

6. CLOSING ITEMS

6.1 Action Item Recap

Mr. Carpenter provided an overview of topics discussed on the meeting agenda.

6.2 Topics for Next Meetings

- Q1 Service Report
- Q1 Financial Report
- ZEB Propulsion Recommendation
- 2.5 Financial Conditions
- Ends Monitoring Report
- 4.0-4.4 Board Management Delegation Policies

6.3 Public Comment

Mr. Robert Pawlowski thanked Mr. Hunter for his work on the board. He noted that he was also pleased with the work by Congresswoman Debbie Dingell in securing funding for the YTC project. He encouraged the board and staff to continue to have conversations with neighboring transit agencies in Wayne County as a means of connecting both communities.

6.4 Adjournment

Chairperson Mozak adjourned the meeting at 9:27 pm.

Respectfully Submitted by Deborah Holt