

Board of Director's Meeting Minutes

Meeting Date/Time: June 20, 2024 - 6:30pm – 9:00pm

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

Members Absent: Kyra Sims (Excused), Monica Ross-Williams

Location: Ann Arbor District Library (4th Floor)
Virtual attendance available via Zoom

Chairwoman Mozak called the meeting to order at 6:30pm.

Agenda Item
1. OPENING ITEMS
1.1 Approve Agenda <p>Chairwoman Mozak requested the agenda be amended to add 6.1 Policy Development and adjust the agenda items under 6.0 accordingly.</p> <p>Mr. Chang motioned to approve the amended agenda, seconded by Mr. Barr.</p> <p>All in favor of approving the amended agenda:</p> <p>Mr. Mike Allemang: Yes Mr. Chris Allen: Yes Mr. Simi Barr: Yes Mr. Rich Chang: Yes Ms. Julie Grand: Yes Mr. Jesse Miller: Yes Ms. Susan Pollay: Yes Chairwoman Kathleen Mozak: Yes</p> <p>The motion to approve the amended agenda passed unanimously.</p>
1.2 Public Comment <p>Robert Pawlowski noted state budget discussions were in negotiations, potential challenges with transit funding increases and overall funding concerns if organizations and communities aren't actively advocating for transit.</p>
1.3 General Announcements <p>Ms. Dina Reed introduced the new Finance Manager – Andy Huber.</p> <p>Chairwoman Mozak shared that Mr. Simi Barr and Mr. Rich Chang had had been reappointed in May by the City of Ann Arbor for 5-year board terms (each).</p>

Chairwoman Mozak also recognized the significance of Juneteenth and TheRide's commitment to honoring the day for both employees and the community that is served.

2. CONSENT AGENDA

2.1 Board Meeting Minutes May 16, 2024

2.2 Committee Meeting Summaries

2.3 Investment Account Access

2.4 Contract Award Authorization

Mr. Miller motioned to accept the Consent Agenda, seconded by Mr. Allemang.

All in favor of approving the Consent Agenda:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Ms. Julie Grand: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Chairwoman Kathleen Mozak: Yes

The motion to accept the Consent Agenda passed unanimously.

3. EMERGENT ITEMS

Chairwoman Mozak shared that the July Board meeting coincides with the start of the annual Art Festival and the Governance Committee is asking if the Board would like to still hold the meeting at the library, hold it at 2700 S. Industrial (main office) or at the Riverside Arts Center in Ypsilanti.

Mr. Chang motioned to move the July Board Meeting location to the Riverside Arts Center in Ypsilanti, seconded by Mr. Allen.

All in favor of moving the July Board Meeting location to the Riverside Arts Center in Ypsilanti:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Ms. Julie Grand: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Chairwoman Kathleen Mozak: Yes

The motion to approve moving the July Board Meeting location to the Riverside Arts Center in Ypsilanti passed unanimously.

4. OWNERSHIP LINKAGE

4.1 Open Dialogue Task Force Updates

Mr. Chang provided Board members with an update on a recent ODTF meeting. He noted the meeting was productive and the group is continuing to work toward developing a clear purpose, future millages and local impact. They also discussed how the Board Ends cover those topics with further discussion continuing at the next meeting.

Board members also discussed the role of Board advocacy with local moral / legal owners. It was noted that with a new Governance consultant, the topic of ownership might be revisited for better clarity.

5. MONITORING

5.1 Governance Process Policies (3.5-3.8)

Chairwoman Mozak shared an overview of the survey for the monitoring of the Board's Governance Process Policies (3.5-3.8). She noted overall survey comments provided high marks in most areas for the Board. Board members did note that training (for prospective/new and current members) continues to need to be enhanced and the Governance Committee is continuing to look at ways to offer continuing educational/training opportunities.

6. POLICY

6.1 Policy Development (Governance Process Policies (3.5-3.8))

Board members shared the challenge of evaluating board compliance of Governance Process Policies (3.5-3.8) using the current survey format of "always/most of the time/some of the time/never" as response answers. Chairwoman Mozak noted that the Governance Committee is testing new response answers which the Board will reevaluate along with the survey results at the July Board meeting.

~~6.1~~ 6.2 Safety Policy

Mr. Miller shared that the Service Committee had been tasked with developing policy to address concerns about the topic of public safety. After several months of Service Committee discussions and with guidance from the Governance Consultant, he shared suggested draft language for a new Ends policy.

Board members considered the suggested use of "riders" or if "traveling public" was a more encompassing term. After a discussion it was determined that Board members agreed that the policy belonged under the Ends policies. The topic will return to the Service Committee regarding language of "rider" or "traveling public" to determine which creates less policy language ambiguity.

~~6.2~~ 6.3 3.2 Board Job Description – wording

Chairwoman Mozak outlined that at the May Board meeting, Mr. Chang had raised concerns with language used in policy 3.2 as it relates to the Board's job description. The Governance Committee reviewed and brought forth suggested wording changes.

Mr. Barr motioned to approve the language change for policy 3.2 to "Accordingly, the Board has direct responsibility *for*," seconded by Mr. Allemang.

All in favor of approving the language change for policy 3.2 to “Accordingly, the Board has direct responsibility *for*.”

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Ms. Julie Grand: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Chairwoman Kathleen Mozak: Yes

The motion to approve the language change for policy 3.2 to “Accordingly, the Board has direct responsibility *for*” passed unanimously.

6.3 6.4 3.7.2b Executive Committee – wording

As the Governance Committee was reviewing policy 3.2, they also determined that policy 3.7.2 (A)(b) might need language revision as it was in contradiction to the bylaws. The suggested policy wording change is the removal of “Task force appointments.”

Mr. Chang motion to approve the elimination of policy 3.7.2(A)(b) language “Task force appointments,” seconded by Mr. Miller.

All in favor of approving the elimination of policy 3.7.2(A)(b) language “Task force appointments”:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Ms. Julie Grand: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Chairwoman Kathleen Mozak: Yes

The motion to approve the elimination of policy 3.7.2(A)(b) language “Task force appointments,” passed unanimously.

Updates to the policy manual will be made.

7. BOARD EDUCATION / DISCUSSION

8. OPERATIONAL UPDATES

8.1 Business Plan

Mr. Carpenter and Ms. Kamau presented ([pg. 92](#)) an introduction of the FY25 Draft Corporate Business Plan ([pg. 37](#)). The annual plan provides information on both short and long-term priorities / projects to help shape the budget.

Staff answered questions related to a Fare Strategy Review, Bus Network Review, overall project sequencing, D2A2 and RTA,. Board members thanked staff for the work in putting together the plan.

Board members were asked to submit feedback by July 10th and Board member questions would be responded to directly.

8.2 Budget Process Updates

Ms. Reed provided a budget process update presentation ([pg. 116](#)) that included an informational timeline for the FY25 budget process. The budget preview shows a preliminary balanced budget with a small surplus. She shared the key assumptions in the budget process include: operating full service levels, new millage funding will be received, Pandemic Relief Funds will be fully expended, no anticipated fare changes, no major increase in ridership and reliance on capital funding for operations has been eliminated.

At the conclusion of her presentation, Treasurer Mike Allemang encouraged Board participation beyond the Finance Committee in asking questions / making suggestions during the budget process.

8.3 Advocacy Agenda

Mr. Pfeifer, presented ([pg. 132](#)) a draft Advocacy Agenda which summarizes a broad strategic plan for the influence of policy decisions to help the organization reach its goals. He spoke of four areas of focus - funding, major projects / policy initiatives, transit-supportive outside policies and deregulation – and the continued need to build and maintain positive community relationships.

Mr. Pfeifer and Mr. Carpenter fielded Board questions/comments related to advocacy for future millages, parking near transit corridors, advocacy groups, and the role of Board members. Board members thanked staff for the work and questions/feedback can be submitted until July 10th.

8.4 FY24 Q2 Service Report

Mr. Brooks shared the FY24 Q2 Service report. Highlights included a 14% improvement in average miles between road calls, on time performance increased to 80%, boarding from FY23 Q2 to FY24 Q2 saw an increase of 50k rides and Gold-Ride denials are continuing to decrease.

8.5 CEO Report & ZEB Updates

Mr. Carpenter shared that TheRide committed to purchasing a Throne bathroom system with the City of Ann Arbor (who have installed several around Ann Arbor) and it is being installed in Ypsilanti.

Mr. Yang provided an update on ridership for the Washtenaw Express route – 350 daily riders are using the new service.

9. CLOSING ITEMS

9.1 Action Item Recap

July Board Meeting will be held at the Riverside Arts Center in Ypsilanti, Governance Committee will discuss increased focus on training / orientation for board members, Safety Policy will go back to the Service Committee for continued discussion, two updates to the Board Policy Manual (3.2 and 3.7.2(b)), Corporate Business Plan and Advocacy Agenda feedback to be submitted by July 10th.

9.2 Topics for Next Meetings

Business Plan
Draft Budget Review
Governance Process Policies (3.0-3.4)
Asset Protection (2.7)
Environmental Sustainability (2.11)
Falls on Buses

9.3 Public Comment

Robert Pawlowski encouraged the organization to partner with / meet with other transit committees to discuss advocacy training and opportunities. He thanked staff for the work promoting the Washtenaw Express route as it is a positive enhancement for those who travel along the Washtenaw corridor.

9.4 Adjournment

Mr. Miller motioned to adjourn the meeting, seconded by Ms. Pollay.

All in favor of adjourning the meeting:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Ms. Julie Grand: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Chairwoman Kathleen Mozak: Yes

The motion to adjourn the meeting passed unanimously.

Chairwoman Mozak adjourned the meeting at 9:30 pm.

Respectfully Submitted by Deborah Holt