

Board of Director's Meeting Minutes

Meeting Date/Time: December 19, 2024 - 6:30pm – 9:00pm

Location: Ann Arbor District Library (4th Floor)

Virtual attendance available via Zoom

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

Members Absent: Chris Allen (Excused), Susan Pollay (Excused), Kyra Sims (Excused)

Chairwoman Mozak called the meeting to order at 6:32pm

Agenda Item

1. OPENING ITEMS

1.1 Approve Agenda

Chairwoman Mozak amended the agenda with the following: 4.1 change to Carpenter and that for 6.1, Mr. Hess would be presenting for Mr. Yang. No other changes were noted.

Mr. Allemang motioned to approve the amended agenda, seconded by Mr. Chang.

All in favor of approving the amended agenda:

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

The motion to approve the amended agenda passed unanimously.

1.2 Public Comment

Mr. Robert Pawlowski shared his thoughts on upcoming system projects planned for 2025 – the RTA will be working on the mobility wallet project, and he noted broader participation would be beneficial for regional riders. He also expressed thanks for the positive community impact of the 104 Express.

1.3 General Announcements

No announcements.

2. CONSENT AGENDA

2.1 Board Meeting Minutes November 21, 2024

2.2 Committee Meeting Summaries

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

All in favor of accepting the Consent Agenda:

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

There was no discussion on the motion.

The motion to accept the Consent Agenda passed unanimously.

3. OWNERSHIP LINKAGE

3.1 Ownership Linkage Task Force Update

Mr. Chang shared that Mr. Carpenter and Mr. Pfeifer recently presented updates at the December 16th Ann Arbor City Council meeting. OLTF has a meeting scheduled in January with Ypsilanti Township leadership.

3.2 LAC Report

Ms. Andrea Henry, LAC (Local Advisory Committee) Chair, presented LAC's feedback after the committee had thoroughly reviewed several policies, within Ends and the Treatment of the Traveling Public. The committee focused on addressing accessibility issues for bus stops and sidewalks, and emphasized that improvements aid the disability community and the community as a whole.

LAC Member, Clark Charnetski also shared that the LAC suggests bus stop upgrades to ADA standards should be a high priority for the organization.

Board members thanked the LAC for feedback and their continued work.

4. MONITORING

4.1 Ends Monitoring Report

Mr. Carpenter presented the Ends Monitoring Report with a note of partial compliance with 1.1. The report is an annual report on how the Board feels the agency is meeting overall outcomes/goals established by the Board.

Board members rigorously discussed the interpretation of “full participating in society” for policy 1.1 in relation to polling accessibility within the community. They also reviewed other comments within the monitoring report survey.

Mr. Allemang motioned to table the Ends (Policy 1.0) monitoring report and send it to the committees for discussion, seconded by Ms. Grand.

All in favor of tabling the Ends (Policy 1.0) monitoring report and sending it to the committees for discussion:

Mr. Mike Allemang: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Ms. Julie Grand: Yes
Mr. Jesse Miller: No
Chairwoman Kathleen Mozak: Yes

Upon further discussion, Mr. Allemang withdrew the motion for clarification.

Mr. Allemang motioned to table 1.1, send to the committees for discussion, and vote on the remainder of the Ends (Policy 1.0) monitoring report.

No second to the motion.

The motion failed.

Mr. Chang motioned to table 1.1 and send it to committee for discussion, continue discussing the rest of the report but withhold voting until January after committee discussions.

No second to the motion.

The motion failed.

The Board further discussed the monitoring report and further explored the reasonableness of the CEO's interpretations of safety and if the perception of safety/security should also be included. Board members concluded that they will send the Ends (Policy 1.0) monitoring report back to committees for a more thorough review / discussion and vote on the report at the January Board meeting.

4.2 Reserve Policy Update (Policy 2.4.6)

Ms. Reed updated board members on recent changes to the reserve fund for fiscal year 2025. She provided the rationale for the recent decision to reduce the operating reserve target from 2.5 months to 2 months. The adjustment is based on the agency's current financial stability and the new millage for the next 5 years. The new reserve target will allow the agency to maintain liquidity and cushion against unexpected events while repurposing excess funds for operating needs. She noted that the new reserve target of 2 months is considered adequate based on revenue and expense projections and the agency has never dipped below the reserve target.

After answering questions, Board members expressed support of the decision and thanked Ms. Reed for her informational presentation.

5. POLICY DEVELOPMENT

5.1 Policy Language Discussion (if needed)

Policy language discussion for Ends (Policy 1.0) will take place in January.

6. BOARD EDUCATION / DISCUSSION

6.1 LRP Refresher & Updates

Mr. Hess provided Board members with a refresher presentation ([December 19, 2024 Board of Director's Meeting packet, pg. 74](#)) on The Ride2045 Long-Range Plan for transit which aims to increase service levels, accessibility, reliability and reduce greenhouse gas emissions.

The Board approved TheRide 2045 Long-Range Plan in July 2022 and staff will continue to periodically provide progress updates on ridership increases, various infrastructure plans and collaborations with regional partners.

7. OPERATIONAL UPDATES

7.1 Q4 Service Report

Mr. Brooks presented the Q4 Service Report – highlights included increased ridership and reduced customer complaints. He noted a recent change with the paratransit service provider and challenges that are being addressed. He also noted that trip denials continue to be an issue that is being worked on reducing. He stressed that operations is focused on improving the overall customer experience which includes cleanliness and timely responses to customer feedback. Delays over the summer with on-time fixed route services were linked to road construction / detours which have mostly concluded. He also discussed with board members the impact of ridership / service demand and the correlation to office occupancy rates in the area.

7.2 Low-No Update

Ms. Reed provided an update on the status of the Low-No Grant – staff are working diligently with the FTA to submit necessary application documents needed to obligate the grant. She emphasized the importance of submitting documentation and obligating the funds ahead of the incoming administration.

7.3 CEO Report

Mr. Carpenter shared highlights from the CEO report.

Mr. Pfeifer provided a legislative update and noted the potential for a government shutdown and ongoing challenges in Lansing. The agency continues to monitor the situation and are working to ensure the agency's interests are represented.

8. EMERGENT ITEMS

8.1 CEO Compensation

Chairwoman Mozak presented a resolution to adjust the CEO's compensation which included a 3.5% cost of living increase and a 4.5% merit increase. She cited the agency's excellent performance, Mr. Carpenter's positive performance appraisal, and securing the \$25 million Low-No grant.

Mr. Miller motioned to adopt the Resolution of Adjustment to Compensation of Chief Executive Officer, seconded by Mr. Chang.

All in favor of accepting the Resolution of Adjustment to Compensation of Chief Executive Officer:

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

There was no discussion on the motion.

The motion to adopt the Resolution of Adjustment to Compensation of Chief Executive Officer passed unanimously.

9. CLOSING ITEMS

9.1 Action Item Recap

- Email updated Ends survey with staff responses to board members
- Add Ends monitoring report and survey to committee agendas for the next month
- Add Ends monitoring report to January Board meeting agenda for vote

9.2 Topics for Next Meeting

Global Executive Limitations (2.0)
Ends Discussion / Vote
Board Disclosure Statements due
Board Annual Plan of Work
Procurement Manual Update Notification
Future: Training/Discussion on Reasonableness

9.3 Public Comment

No Public Commenters.

9.4 Adjournment

Mr. Chang motioned to adjourn the meeting seconded by Mr. Barr.

All in favor of adjourning the meeting:

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

There was no discussion on the motion.

The motion to adjourn the meeting passed unanimously.

Chairwoman Mozak adjourned the meeting at 9:15pm.

9.5 Gillig Bus Viewing (BTC)

Board members were invited to see the new Gillig Bus after the meeting.

Respectfully Submitted by Deborah Holt

ATTACHMENT 1

Resolution 05/2024

ADOPTION OF ADJUSTMENT TO COMPENSATION OF CHIEF EXECUTIVE OFFICER

WHEREAS, the Board of Directors of the Ann Arbor Area Transportation Authority has conducted and concluded a positive performance appraisal of the Chief Executive Officer, Matthew Carpenter, for the fiscal year of 2024 as of June 2024. And

WHEREAS, in light of that performance appraisal, the Board of Directors desires to adjust the total compensation of Mr. Carpenter, and

WHEREAS, the adjustment must be approved through the Board of Directors by a resolution;

NOW THEREFORE, BE IT RESOLVED that the Board of Directors hereby approves an adjustment to Mr. Carpenter's compensation for the fiscal year 2025, as follows:

- A 3.5% cost of living increase to his base salary
- A 4.5% merit increase to his base salary. Both increases are retroactive to October 1, 2024
- All other terms per Mr. Carpenter's employment agreement remain unchanged.



Kathleen M. Mozak, Chair

December 19, 2024



Jesse Miller, Secretary

December 19, 2024