

Board of Director's Meeting Agenda

Meeting Date/Time: November 21, 2019, 6:30-9:00pm

Location: Ann Arbor District Library, 343 South Fifth Avenue, 4th Floor, Ann Arbor, MI 48104
Acting Meeting Chair: Roger Hewitt

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* M = Monitoring, D = Decision Preparation, O = Other

If additional policy development is desired:

Discuss in Board Agenda Item 3.0 Policy Monitoring and Development. It may be appropriate to assign a committee or task force to develop policy language options for board to consider at a later date.

Emergent Topics

Policy 3.13 places an emphasis on distinguishing Board and Staff roles, with the Board focusing on “long term impacts outside the organization, not on the administrative or programmatic means of attaining those effects.” Policy 3.1.3.1 specifies that that Board use a structured conversation before addressing a topic, to ensure that the discussion is appropriately framed:

1. What is the nature of the issue? Is the issue within the scope of the agency?
 2. What is the value [principle] that drives the concern?
 3. Whose issue is this? Is it the Board’s [Policy, 3.0 and 4.0] or the CEO’s [running the organization, 1.0 and 2.0]?
 4. Is there already a Board policy that adequately covers the issue? If so, what has the Board already said on this subject and how is this issue related? Does the Board wish to change what it has already said?
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Board of Directors Meeting Summary

Meeting Date/Time: October 17, 2019, 6:30-9:00pm

Location: Ann Arbor District Library, 343 South Fifth Avenue, 4th Floor, Ann Arbor, MI 48104

Board Member Attendees: Mike Allemang (remote), Raymond Hess, Eric Mahler (Chair), Jesse Miller, Kathleen Mozak-Betts, Kyra Sims, Sue Gott, Roger Hewitt (remote), Ryan Hunter

AAATA Staff Attendees: Matt Carpenter (CEO), Bryan Smith, John Metzinger, Tim Sanderson

Chairman Eric Mahler called the meeting to order at 6:31 p.m.

1. OPENING ITEMS
<p>1.1 Approve Agenda Approval of the agenda was moved by Ms. Sue Gott, supported by Ms. Kyra Sims. The agenda was approved unanimously.</p>
<p>1.2 Public Comment None</p>
<p>1.3 General Announcements Kyra Sims announced that she will be unable to attend November’s Board or Governance Committee meetings. Chairman Mahler announced that he will not be able to attend November’s Board meeting either.</p>
2. CONSENT AGENDA
<p>Approval of the consent agenda was moved by Mr. Raymond Hess, seconded by Ms. Sims. The motion carried.</p>
<p>2.1 Minutes</p>
3. POLICY MONITORING & DEVELOPMENT
<p>3.1 Committee Reports</p>
<p>3.1.1 Governance Committee Chairman Mahler highlighted the Governance Committee’s discussion of Board Education and the Annual Plan of Work. Mr. Allemang added that later in the meeting he will discuss reasonable interpretation. Chairman Mahler reported that Mayor Taylor is considering the three Board candidates, and he will reach out to Mayor Taylor for an update. Ms. Kathleen Mozak-Betts sought clarification regarding attendance at the Transportation Commission Meetings. Chairman Mahler explained that if a Board member would like to attend a meeting, she does not need to inform the Board to speak on behalf of themselves. CEO Carpenter explained the he is the only <i>AAATA staff member</i> permitted to attend <i>on behalf of</i> AAATA as he is the only staff member that has been approved by the Board, and he cannot delegate that to another staff member.</p>

3.1.1.1 Annual Work Plan

Chairman Mahler walked the Board through the Annual Work Plan.

It was announced that Ms. Gott and Stephen Dolen will present to the Board in December (rather than November). Chairman Mahler would like to have 6 speakers over the course of the annual work plan and invited Board members to offer suggestions for speakers and topics.

Ms. Gott would like to hear about innovative funding as a topic with nontraditional transit sources being of particular interest.

Chairman Mahler would like to repopulate the Resource Allocation Task Force and asked if anyone is interested in that, to please let him know. He also reviewed the task forces, committees, and their topics.

Mr. Mike Allemang asked for further information about Ms. Gott and Stephen Dolen's presentation. Ms. Gott explained they would give an update on information regarding land use and mobility within the UofM campus.

Mr. Allemang discussed the financial reporting presentation that Mr. Metzinger presented to the Finance Committee and expressed his wish to have it presented to the Board earlier in the year. Chairman Mahler suggested moving this to February or March of 2020. Mr. Metzinger agreed that was a good idea.

Ms. Gott mentioned that they used to avoid August as a month to avoid for Board and Committee meetings. Chairman Mahler discussed July and put it up for discussion to potentially not have the July 2020 meeting. CEO Carpenter expressed that he would like to get the draft budget to the Board in June, in which case skipping July may be fine.

Chairman Mahler asked to move up the Treasurers Role discussion to earlier in the calendar. He explained that topic will require updating the Articles of Incorporation, bylaws, and getting in front of all three of the legal owners. He might put that on the Governance Committee much sooner.

CEO Carpenter announced that he has identified two out-of-town conferences for the Board to attend that are Board member conferences via APTA and Governance Policy Association.

Mr. Ryan Hunter asked when the discussion of the Treasurer's Role would be revisited, and Chairman Mahler suggested Q2.

Ms. Sims suggested having fare policies discussed in both the Service and Finance Committees.

Jesse Miller agreed with Ms. Sims that the fares policies should perhaps be assigned to multiple committees or task forces. Chairman Mahler expressed that he would like to push the topics into Committees rather than task forces. He said he is happy with it going to Finance as well. Ms. Mozak-Betts expressed she has happily accepted the fares policy as a responsibility and the Service Committee has already begun some of the work. Mr. Roger Hewitt expressed feeling that the Service Committee can take care of the construction policy fairly quickly, in the next month or so. He is fine with keeping it within the Service Committee. Mr. Allemang voiced that the main focus of restructuring the fares is more of a service consideration than

a finance consideration. Ms. Gott expressed enjoying the launch and has no concerns about making the continued commitment. Mr. Miller expressed that his comfort level could be raised if he was more informed about the process, not just getting information when it is time to vote. Ms. Mozak-Betts mentioned that as long as quorums are taken into consideration, she would like to continue the effort of allowing all Board members to attend other Committee meetings.

3.1.2 Finance Committee

Mr. Allemang reported that the meeting mainly focused on the presentation given by John Metzinger with quite a bit of discussion after that. He debriefed the meeting discussion highlighted in the meeting summary. He pointed out that some other items that could be involved in the discussion would be internal reporting. He would like feedback from the Board to know on what topics they would like to have Mr. Metzinger to present.

Chairman Mahler asked Mr. Metzinger to recirculate his issue brief on how debt is able to be used legally.

3.1.3 Service Committee

Mr. Hewitt discussed the executive limitations concerning construction and described the concern about what could go wrong and what the process would be. He feels that all were able to voice their concerns with the assistance of Rose Mercier and informed the Board that these general areas of concern are described thoroughly in the Committee meeting summary.

3.2 Monitoring Report: 3.3 Board Member's Code of Conduct; 4.1 Unity of Control; 2.0 Global Executive Limitations

Chairman Mahler pointed out that the Board of Conduct feedback reflects that the Board feels they are conducting themselves well; Unity of Control feedback was positive as well.

Mr. Miller asked if there were disclosures for the 3.3 policy, and if they were presented to the Board. Mr. Metzinger described that this is on the Board's plan of work to collect those and present them in January. Mr. Miller sited that with further understanding he should have said he has nothing to report as a conflict and is therefore in compliance.

Regarding 2.0 Global Executive Limitations, Chairman Mahler expressed that the Board feels they are also doing well on that.

3.3 LAC Report

Larry Keeler provided highlights of the LAC meeting as outlined in the LAC meeting summary.

Ms. Mozak-Betts made a correction that the new Manager of Mobility Services is Michelle Willis' title, and she did not take over for Bill De Groot.

3.4 Ends Policies

3.4.1 Task Force Report

Mr. Allemang pointed out the following:

- The best items to focus on are on page 34 and 35 of the Board Meeting packet.
- There are a couple of comments where the task force didn't completely agree with what should be done.
- The vision statement at the very beginning using the term "globalized world" may be eliminated.
- Another item to take out may be 1.4, as it may be redundant and not needed.

Mr. Hewitt said on 1.4, he thinks an argument can be made either way to leave it or omit it. He feels it is a very broad statement.

CEO Carpenter pointed out the additional pamphlet that was given to the Board at their stations that includes strike throughs as well as comments.

Chairman Mahler asked if there is an alternative to the phrase “globalized world” or would it be eliminated altogether. Mr. Hewitt suggested it should say our “service area”.

CEO Carpenter pointed out that the vision statement is for more context for the Board, not to be reported on.

Mr. Miller expressed that “visitor and workers” were already addressed in 1.3. Ms. Mozak-Betts said that perhaps it should just say “ridership” instead of visitors and workers or residents.

Mr. Allemang pointed out that the Ends are hoped to be approved in November and impressed the importance of being able to do so.

Further detailed discussion ensued on the edits to the Ends Report.

CEO Carpenter would like more clarity on whether he should just be providing data, or should he be taking more of an advocacy role, speaking on behalf of the Board. Ms. Sims would be in favor of a more advocacy role. Mr. Miller and Mr. Hess both agreed with Ms. Sims. Ms. Mozak-Betts expressed concerns of revolving Ends around CEO Carpenter and not a CEO in general.

Mr. Allemang cautioned about not getting too close to a Means rather than an Ends. Ms. Gott expressed being thrilled that this discussion is being had. She suggested to think about what the Board means by advocacy and what has been discussed regarding leadership. She asked that definitions of words be thought through carefully.

Chairman Mahler suggested taking further look into 1.3.5, replacing it with ridership versus coverage. Mr. Miller expressed not wanting to express that ridership is over coverage.

Mr. Hess asked, “How do we define the word public transportation?” Chairman Mahler said that previous discussions pointed to the best umbrella statement of “public transportation”, and the use of the term was deliberate.

Ms. Mozak-Betts expressed wanting to keep 1.4 in the Ends. Mr. Hewitt agreed generally that it should be kept in and in a prominent location in the policy manual. Mr. Allemang expressed no one in the task force has a problem with leaving it in.

Chairman Mahler asks that this dialogue be taken back by the task force and deciphered, and to circulate some drafts before the next meeting, at least one more go-around before it is voted on in the November Board meeting. Mr. Allemang agreed with the suggestion.

3.4.2 LAC Input (Verbal)

Chairman Mahler confirmed that this topic will be moved to the November Board meeting agenda as per Cheryl Weber’s request.

3.4.3 Monitoring Report Mock-up (Attachment)

CEO Carpenter walked through the mock-up and a discussion of reasonable interpretations with an example presentation. He highlighted areas of the report allowing for compelling data and statistical measures that can be tracked specifically, such as benchmarking with neighboring communities along with a national peer average. He expressed trying to consolidate the length of the report and asked for feedback. The final report will show up formally in December.

Chairman Mahler provided his interpretation of the defensible measures and standards priorities.

Ms. Mozak-Betts expressed that she will be looking over the report again with the education of the document that CEO Carpenter provided.

Ms. Gotts voiced that she finds the report concise and measurable.

Mr. Hewitt offered that he is most impressed by the data and numbers being put on items and that using statistics rather than just a narrative is impressive.

Ms. Sims announced that she prefers the second interpretation on pages 6-9. On page 10 she discussed wrestling with what the Board means by equity. She expressed that “can” low income people use the public transportation is more compelling than “are they”.

CEO Carpenter expressed the challenge with data (lag time for example) and there are limits to how far he can go with it.

Ms. Mozak-Betts asked what the definition is of low-income citizens. CEO Carpenter discussed coming up with a threshold, which currently is “Do you have a Medicaid or Medicare card?” He asked if providing a fare discount is a reasonable interpretation.

Mr. Allemang complimented the level of thought CEO Carpenter put into the report. He said it exceeds what he would expect.

Mr. Hess asked if this is to be monitored annually. CEO Carpenter said it’s annual but can be more often. Mr. Hess expressed that there will be lags in the data, and perhaps the data set will be better reflected in a report every 3-5 years.

CEO Carpenter pointed out ridership per capita as a data point that can be updated every year (data that is entirely in TheRide’s control to monitor) and would be important to show the relevance of TheRide. He also pointed out that a lot of the report kept coming back to fixed route ridership and paratransit.

4. STRATEGY & OPERATIONAL UPDATES: CEO

4.1 State Budget Update (Verbal)

CEO Carpenter stated that the State budget is approved except for the parts that are being haggled over and suggested that there may be a political risk putting public transit funding against road maintenance funding.

He informed the Board that transit budgets are locked in for the year and initiation planning on the D2A2 has begun.

4.2 CEO Report

CEO Carpenter added one addition to the CEO report verbally: the recent struggle with a website crash. It revealed fundamental problems with the website. He apologized to the community for any inconveniences the outage on October 14th may have caused and assured them that the situation is being addressed.

5. EMERGENT BUSINESS

No emergent business.

6. CLOSING ITEMS

6.1 Topics for Next Meeting

- Ends Revisions
- Treatment of Staff
- Quarterly Reports

6.2 Public Comment

Jim Mogensen discussed the transit orient development and how transit funding works. He also discussed metrics, numbers, and the manipulation of both. He proclaimed that the main routes are always going to win the argument between ridership and coverage.

Michelle Barney wanted to ask about the A-ride electronic reservations. She asked that planners consider a way info can be recorded on the electronic service to note places that need to be made a priority for a timely pick-up considering they close at a certain time and send individuals out into the weather. She also discussed alternative transportation options for patients.

6.3 Adjournment

Ms. Gott moved to adjourn the meeting, seconded by Ms. Sims. Chairman Mahler adjourned the meeting at 9.07pm.

Respectfully Submitted by: Keith Everett Book

Governance Committee Meeting Summary

Meeting Date: October 28, 2019

Location: Blake Transit Center, 328 S. 5th Ave., Ann Arbor, MI 48104

Meeting Chair: Eric Mahler

Committee Meeting Attendees: Kyra Sims, Eric Mahler (remote), Roger Hewitt, Mike Allemang

AAATA Staff Attendees: Matt Carpenter, Bryan Smith, John Metzinger

Chairman Mahler called the meeting to order at 9:05am.

Discussion Items
1. OPENING ITEMS
<p>1.1 Agenda (Additions, Approval) CEO Matt Carpenter indicated that he would like to add a brief update on the Construction Policy during discussion of the Service Committee meeting agenda.</p>
<p>1.2 Communications None.</p>
2. POLICY MONITORING & DEVELOPMENT
<p>2.1 Ends Task Force Update Mr. Allemang reported that the task force hasn't met yet and sought assistance from Keith Book for scheduling a meeting.</p> <p>CEO Carpenter commented that the main issue is how the Board would like action in the way of advocacy versus land development.</p>
<p>2.2 Monitoring: Accountability of the CEO CEO Carpenter commented that all looks fairly standard on the CEO Expense Report, with a slight uptick for mileage and meals due to his position at the MPTA.</p> <p>Chairman Mahler commented that the 4.2 Monitoring report results were generally positive. The 4.2.2 Question seemed to be "tricky" for the Board to answer. Clarity was discussed around the definition of evaluation. Chairman Mahler expressed that this may be a policy the Board will want to consider rewording.</p> <p>Mr. Hewitt expressed that knowing where the line is on an informal evaluation is difficult.</p> <p>Chairman Mahler expressed that the Board does not want to do any formal sit-down critiques of staff and the whole second sentence of the policy could possibly be deleted. Ms. Sims suggested deleting the word "informal".</p> <p>CEO Carpenter explained that the informal evaluation may apply to questioning the outcome or policy, rather than the individual. Chairman Mahler voiced that he will create a new draft of 4.2.2 and present it to the Board for consideration.</p>

Discussion Items

2.3 Annual Plan of Work & Education

Chairman Mahler discussed populating the Board Education.

He reminded the Committee that Sue Gott and Stephen Dolen will discuss transit plans and operations for the University of Michigan in December. He also reminded them that Sue Gott would like funding experts to speak, and Mr. Hess would like to have someone speak on ridership determinants. He also mentioned elite projection.

Mr. Allemang suggested the topic of trends in the industry around the country / world in terms of transit. The politics of dedicated rights of way was expressed as an interest point for Mr. Hewitt.

CEO Carpenter asked for flexibility in timing of finding/booking speakers with these more challenging topics this year. Chairman Mahler expressed willingness to move items around as needed, solidifying sooner rather than later, when possible.

Treasurer Role: Chairman Mahler would like to start making some kind of effort to deal with the Treasurer role. He discussed taking a look at the Articles of Incorporation to eliminate the Treasurer Role and then reinserting it into the bylaws. He expressed that CEO Carpenter should let Mel Muskovitz know of the Board's intents and start the process. CEO Carpenter will circulate the existing documents to Mr. Muskovitz and copy the Committee Members on the e-mail for their review as well.

Mr. Hewitt expressed that he thinks the role should be eliminated. Mr. Allemang agreed that there seemed to be a consensus on eliminating it.

Mr. Allemang suggested speaking with the Mayor first in the process of addressing the municipalities.

2.3.1 Resource Allocation

CEO Carpenter explained that in January staff are going to start discussing the trimming of the TIP, the low performing routes. He asked if the rest of the Board could be briefed so that they know what is being dealt with. Mr. Hewitt felt it was information that the Board needs to know via Committees. Mr. Allemang agreed that it should be revisited at the Governance Committees, discussing the assumptions made and how the numbers were calculated.

Chairman Mahler expressed needing to revisit the data soon, determining how the Board would communicate this data, for what purpose, and when. CEO Carpenter suggested shooting for January, which was agreed upon.

2.3.2 Fare Policy (How to develop)

CEO Carpenter expressed that he was happy to see the enthusiasm at the Board meeting for participation in the fare policy discussion. He asked if adding Jesse Miller to the Committee is agreeable as fair. Ms. Sims expressed that she would just like the first serious discussion on fares not to come up at the Board meeting. Mr. Allemang agreed, as did Mr. Hewitt.

Mr. Hewitt felt that after the Service Committee gets to a certain point, that there should be a Board workshop on the fares. Chairman Mahler expressed that the

Discussion Items

workshop would need to be in a public meeting. Ms. Sims suggested having a member of the Service Committee present to the Finance Committee. Mr. Hewitt expressed appreciation of that idea.

CEO Carpenter described that the first discussions will be around principles, and the math would come later. He expressed agreement that a Board Workshop separate from a Board Meeting or even discussing in a Board Meeting are good ideas after the principle discussions are held in the Committees.

2.4 Committee Agendas

Finance Committee Meeting Agenda: Ends was added to the agenda and Year End Report was omitted as a duplicate of the Q4 Financial Report already on the agenda.

Service Committee Agenda: No changes.

Board Meeting Agenda: It was reminded that neither Chairman Mahler nor Ms. Sims will attend the November Board meeting. Mr. Hewitt agreed to Chair the November Board meeting and asked for a discussion with Chairman Mahler prior to the meeting for a refresher on the rules of order and any other topics needing discussion prior to the meeting. CEO Carpenter reported that he may update the Board on some public meetings being held in the community and that there may be a request for a closed session at the November Board Meeting regarding a legal matter of weapons on public transit. He also explained that the Branding Update on the agenda is regarding the paint job updates that are needed before the end of 2019. He would like the Board's feedback on that and is having Mary Boonin join the Board Meeting for that discussion.

2.5 Other Governance Issues (as assigned)

2.5.1 Board Candidates

Chairman Mahler reported on his feedback from the Mayor. He will wait for the Mayor to get back to him on how he would like to proceed with two other candidates that applied formally to the city. Chairman Mahler will attempt to reach back out to the Mayor this week as to what should or will be done.

2.5.2 Streamlining Opportunities

CEO Carpenter expressed that the Treatment of Staff policy monitoring report is his test as to streamlining, and he would welcome feedback on that monitoring report. He also mentioned that LAC focusing its verbal report will be a goal.

Mr. Allemang expressed that he approved of the monitoring report. Next month, CEO Carpenter will provide something a bit more focused.

2.5.3 Meeting Assessment (10/17)

Staff will double back on the results of the meeting assessments. Mr. Allemang and Mr. Hewitt expressed that they felt that the technology worked well.

3. STRATEGY & OPERATIONAL UPDATES: CEO

3.1 Various (See Board Agenda)

CEO Carpenter discussed the whistleblower policy that he is working on with Mel Muskovitz.

3.2 CEO Expense Report (Deferred from Oct.)

Discussion Items	
CEO Carpenter commented that all looks fairly standard on the CEO Expense Report, with a slight uptick for mileage and meals due to his position at the MPTA.	
4. CLOSING ITEMS	
4.1 Topics for Next Meeting	
4.1.1 Monitoring Delegation to CEO Addition: Ends Monitoring Report It was brought up by Mr. Allemang that the Nov. 22 nd Governance Committee meeting seems to be problematic. The Committee agreed to move the meeting to Nov. 25 th . Ms. Sims will not be available to attend. Mr. Hewitt will join via phone. Mr. Allemang and Chairman Mahler will be available.	
4.2 Adjournment Chairman Mahler adjourned the meeting at 10:29am.	

Respectfully submitted by: Keith Everett Book



FY 2020		Q1			Q2			Q3			Q4		
		OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP
Annual Budget Cycle													
Ends Review		Monitor ends											
Retreat					Retreat								
Strategic Business Plan								Strategic Business Plan					
Budget Development										Draft Budget			
Budget Approval												Approve budget	
Policy Development													
Item	Responsibility												
ENDS	Full Board	Mock up	Approval	Monitoring									
BOARD EDUCATION	Full Board				Innovative Transit Funding (non-traditional)	Finance Reports			Dedicated Right of Ways (How tos)	Policy Governance June 18-20 Texas	Ridership Determinants	APTA Conference August 1-4 Utah	Elite Projection
ANNUAL PLAN OF WORK	Ownership Linkage Taskforce				Ownership Linkage	Ownership Linkage	Ownership Linkage		PG Conference Fort Worth Texas				
	Governance Committee	Treasurer Role	Treasurer Role	Treasurer Role	Resource Allocation	Resource Allocation	Resource Allocation						
	Service Committee	Construction Policy	Construction Policy	Construction Policy Approval	Fare Policy	Fare Policy	Fare Policy	Fare Policy					
Misc	Full Board/Misc	Role of LAC	Role of LAC	Role of LAC	Role of LAC	Role of LAC	Role of LAC	Role of LAC					
				UM Presentation	Succession Planning	Succession Planning	Succession Planning	Need for New Bus Garage					
Oversight, Accountability and Monitoring													
Item	Responsibility												
POLICY GOVERNANCE	Full board	• 2.0 Global Executive Constraint		• 1.0 Ends	• Board member Disclosure Statements due (3.3.2.1)			• 2.11 Communication and Support					• 2.4 Financial Planning/Budgeting
	Governance Committee	• 3.3 Board Code of Conduct • 4.1 Unity of Control • CEO expense report	• 4.2 Accountability of the CEO	• 4.3 Delegation to the CEO	• 4.4 Monitoring CEO Performance • CEO expense report • CEO Evaluation	• 3.4 Agenda Planning • CEO Evaluation • CEO Compensation (odd years)	• 3.2 Board Job Description • CEO Evaluation	• 3.1 Governing Style • CEO expense report • CEO Evaluation process	• 3.6 Board Committee Principles • 3.7 Board Committee Structure	• 3.8 Costs of Governance • CEO pay (3.4.7)	• CEO expense report	• 3.5 Chief Governance Officer Role	• 3.0 Board Governance Process • 4.0 Board-Management Delegation
	Service Committee		• 2.2 Treatment of Staff • Q4 Service Report		• 2.2 Treatment of Traveling Public	• Q1 Service Report			• Q2 Service Report	• 2.10 External Relations	• Draft Budget Preview	• Q3 Service Report	
	Finance Committee		Report: • Q4 Financial Report • Year End Report	• 2.7 Ends Focus of Contracts		• 2.5 Financial Conditions (audit) • Q1 Financial Report	• 2.3 Compensations & Benefits • 2.8 Asset Protection	• 2.6 Cash & Investments	• Q2 Financial Report	• 2.9 Emergency Succession	• Draft Budget Preview	• Q3 Financial Report	
	Audit TaskForce		• Form Task Force	Field Work	Draft	Present							
CEO Strategy Updates													
Plan and Millage Process		Long Range Plan	Long Range Plan	Long Range Plan	Long Range Plan	Long Range Plan	Long Range Plan	Long Range Plan	Long Range Plan	Long Range Plan RTA Go/No Go Point	Long Range Plan	Long Range Plan Millage Prep	Long Range Plan Millage Prep
Misc													Officer elections (Byl II.2) Set meeting time (IV.1)

Finance Committee Meeting Summary

Meeting Date: November 14, 2019

Location: Blake Transit Center, 328 S. 5th Ave., Ann Arbor, MI 48104

Meeting Chair: Mike Allemang

Committee Meeting Attendees: Mike Allemang, Kyra Sims, Raymond Hess, Jesse Miller

AAATA Staff Attendees: Matt Carpenter, Bryan Smith, John Metzinger, LaTasha Thompson

Chairman Allemang called the meeting to order at 3:07 pm.

Discussion Items
1. OPENING ITEMS
1.1 Agenda (Additions, Approval) Mr. John Metzinger asked to add agenda item 2.3: Status of the Audit Task Force.
1.2 Communications None
2. STRATEGY & OPERATIONAL UPDATES: CEO
2.1 Q4 Financial Report Mr. Metzinger explained that this Q4 Financial Report should be considered a preliminary year end report. Still to be posted are depreciation and revenue received and unearned. Final reserves might be around 2.5 months rather than 2.76 reflected in the preliminary report, and the surplus likely would be lower than the preliminary \$2.4 million. He reminded the Committee that the final close and audited close will come to the Board in February 2020. There were discussions about presenting this preliminary financial year-end report at the Board meeting next week. One option was to include this preliminary report in the November Board packet and explain that the final audited results could be considerably different. Another option would be to not include this report for the November Board meeting, but instead present a new preliminary report at the December Board meeting. Although still preliminary, the financials in December should be much closer to the final results. After considerable discussions, the Finance Committee and staff agreed the second option was preferable for this fiscal year since presenting the current report could be confusing and misleading. Mr. Metzinger expressed that a year from now depreciation should be more clearly depicted. Before then, the Finance Committee and staff may decide that preliminary year-end results can be given to the Board in November since these results should be closer to final.

Discussion Items

2.2 Mini-Monitoring Report for Policy 2.6 (Cash and Investments)

Mr. Metzinger walked through the mini-monitoring report, pointing out that the full report will be presented to the Board in April 2020.

There were discussions about the format, summarizations and definitions in the mini-report. The committee believed that this quarterly reporting is worthwhile as long as it doesn't require too much staff time and that some revisions might be made in the future.

2.3 Audit Task Force

Mr. Metzinger requested that the Audit Task Force be reformed to oversee the Audit. It was confirmed that it should include those who selected the auditors: John Metzinger, Kyra Sims (Chair), and Mike Allemang.

LaTasha Thompson will speak with the auditors to see if they would like to meet with the Audit Task Force before the audit is completed.

Ms. Sims will e-mail Chairman Eric Mahler for his approval of herself and Mr. Allemang as Audit Task Force members, as well as have him ask for a third Board member to join the task force.

2.4 Detroit-to-Ann Arbor Update (Verbal)

CEO Carpenter expects that this service will be starting in January 2020 and will hopefully be a jumping off point for service between Detroit and other areas like Ypsilanti.

CEO Carpenter described AAATA's role as the operational management support of the service. As a subcontractor, AAATA will be overseeing the contract management of Indian Trails.

There were further discussion about the funding of this project, including the risk that funding may end after one year.

2.5 Ends Task Force Update

Mr. Allemang described the meeting that was held last week with Roger Hewitt, Jesse Miller and Matt Carpenter. This resulted in a recommended statement of Ends that considered the May retreat, input from Rose Mercier, and discussions at the October Board meeting. The recommendation includes two options for End 1.2.4 (transit supportive development).

Mr. Allemang hopes that the Ends can be finalized at the November Board Meeting.

3. CLOSING ITEMS

3.1 Topics for Next Meeting:

3.1.1 Ends Focus of Contracts

3.1.2 Q4 Financial Report

Discussion Items
3.1.3 Mr. Miller asked about “free fare days” for the 2020 elections. CEO Carpenter suggested that this discussion be included in the January discussion of the fare study, which was agreed to by Mr. Miller.
3.2 Adjournment Chairman Allemang adjourned the meeting at 4:44pm.

* M = Monitoring, D = Decision Preparation, O = Other

Respectfully submitted by: Keith Everett Book

Service Committee Meeting Summary

Meeting Date: November 7, 2019

Location: Blake Transit Center, 328 S. 5th Ave., Ann Arbor, MI 48104

Meeting Chair: Roger Hewitt

Board Member Attendees: Jesse Miller, Kathleen Mozak-Betts, Sue Gott, Roger Hewitt

AAATA Staff Attendees: Matt Carpenter (CEO), Bryan Smith, John Metzinger, Tim Sanderson, Rosa-Maria Njuki

Consultant Attendee: Rose Mercier

Chairman Hewitt called the meeting to order at 2:59pm.

Discussion Items
1. OPENING ITEMS
1.1 Agenda (Additions, Approval) The agenda was approved unanimously.
1.2 Communications None
2. POLICY MONITORING & DEVELOPMENT
2.1 Construction Policy Development Ms. Rose Mercier presented a detailed list of Executive Limitations for the policy on Capital Construction. The Committee walked through the document line by line. Ms. Mercier pointed out that there may be 5-7 monitoring report opportunities. Item 1.0 – Ms. Gott suggested that the policy be renamed to Capital Projects and Major Renovations (rather than just Capital Construction). Mr. John Metzinger mentioned that the federal government evaluates and determines what is considered a major renovation or a new construction. Ms. Mercier suggested it be titled “New Construction and Major Renovation”, which was agreed upon by the Committee. “Or of major public interest” was suggested by Ms. Gott to be added to the title. This was discussed. Ms. Gott thanked Ms. Mercier for her work on the Executive Limitations and expressed that the document was very thorough, as did Mr. Hewitt. Ms. Mercier explained the document flow, indicating that numbers 1.1 and 1.2 explain why the Board would not approve number 1.

Discussion Items

Ms. Gott suggested adding “program development” (preliminary or conceptual planning) under number 1. CEO Carpenter recommended that it not be included as such. Ms. Mercier suggested that the planning policies might be the best place for that language. Ms. Gott asked to remove the word “detailed” from “detailed architecture”.

Mr. Hewitt commented that if there is a line item in the budget for preliminary planning that the Board has approved, all should be covered.

Mr. Hewitt would like to keep the word “detailed” before architecture and Ms. Gott agreed with his further explanation of why.

Item 1.1 – Ms. Gott asked if operating costs would include new staff. CEO Carpenter confirmed that it would include new staff. Ms. Gott asked if maintenance is included in the operating costs. Mr. Hewitt suggested that maintenance be included in the phrase – “operating and maintenance costs”.

These italicized words were added: “Estimates of the capital and *ongoing* operating and *maintenance* costs associated with the project.”

Ms. Gott suggested referencing quality, some disclosure of the quality assumptions. She encouraged the group to think about the difference between the life cycle of a 20-year building to a 50- or 100-year building as this informs the budgeted maintenance costs.

Mr. Sanderson pointed out that the assumptions are based on the federal standard ranges of comparable facilities.

“And expected useful life” was suggested as a language add by Mr. Metzinger.

The new bullet became:
“Estimates of the capital and ongoing operating and maintenance costs and expected useful life associated with the project.”

Example of flow was discussed by the Committee:
Grant application: Do Items 1.1 and 1.2
Preliminary planning: Do Items 1.1 and 1.2 with more detail

Item 1.2 – Committee agreed it looked straightforward.

Item 2.0 – CEO Carpenter discussed the effects of resurrecting the BRT and garage studies, which aren’t in the current budget, but could he could potentially rearrange the budget to incorporate it within the approved budget. Mr. Hewitt and Ms. Gott agreed they are fine with the wording of 2.

Item 3.0 – There was discussion that the AIA (American Institute of Architects) construction and design contracts would be used. Wording was agreed upon.

Discussion Items

Item 4.0 – No comments on 4.0.

Item 5.0 – Ms. Gott led discussion on the definition of “qualified personnel”. CEO Carpenter explained that there could be language in his interpretation that would include personnel with expertise. Ms. Gott expressed that this policy component is written with integrity and is much appreciated.

Item 5.1 – No comments on 5.1.

Item 6.0 – Mr. Miller pointed out that this policy component is where reasonable interpretation becomes pertinent.

Ms. Gott pointed out that this could challenge the process.

Mr. Miller suggested that removing this part of the policy could be invite criticism for not considering this. Mr. Sanderson expressed that there is a cost involved in making these promises.

Mr. Miller expressed wanting to make sure that this conversation is happening up front and the public is updated along the way, and the Board has evidence as to why decisions were made.

Ms. Mercier pointed out that 6, 7, 8, and 9 need to flow throughout, and are not sequential.

Item 6.1 – CEO Carpenter expressed that 6.1 is redundant and is located in another Policy.

Item 6.2 – CEO Carpenter expressed concern that this could become a “he said, she said” situation. Ms. Gott expressed that complaints are inevitable, but it is important that the rationale is credible. Mr. Miller suggested removing “or their input had been ignored”. The Committee agreed with this suggested edit.

Item 7.0 – Ms. Mercier and CEO Carpenter expressed that this is no longer needed with the changes made to 1. The Committee agreed to remove it.

Item 8.0 – No comments.

Item 9.0 – Mr. Hewitt asked if 9 is redundant with 1. Ms. Mercier expressed that she suggested this be kept for when the point in a process comes that the Board no longer has to approve items but should be kept updated.

Mr. Hewitt suggested at the next meeting to review the edits, to see if there is any way to simplify this policy, before offering it to the Board.

Ms. Mercier expressed that keeping the current language makes it longer but also more precise.

Ms. Gott expressed that the policy is very strong and is also happy to look for tweaks.

Discussion Items

Ms. Mercier suggested that the timeline of monitoring reports would be dictated by when there is a project.

Ms. Mozak-Betts expressed that looking at the policy one more month might be best.

Mr. Hewitt confirmed that the next meeting will include further discussion of the policy, with plan to bring it to the Board in December.

2.2 LAC Update (Verbal)

Ms. Mozak-Betts reported that she asked the LAC to put their recommendations down for the Ends policies. She expressed that a better way of getting the information from the LAC to the Board is needed.

The minutes provided in the Board meeting may need to be reflective of the most recent LAC meeting rather than the previous month's approved minutes.

Mr. Miller expressed that the Ends Task Force plans to bring the Ends to the Board at the next meeting for their approval. He asked if the LAC would have difficulty with that.

Ms. Mozak-Betts asked for an email to be sent out to the LAC regarding the specific Ends upon which the LAC's feedback is needed.

2.3 Monitoring Report 2.2 – Treatment of Staff

CEO Carpenter described the monitoring report feedback as generally favorable and pointed out the new formatting which also includes a definition of what reasonable means. He described the report as more concise and expressed that feedback is welcome.

Ms. Mozak-Betts asked how many of the staff took the survey. Ms. Njuki reported that 35% of the workforce took the survey with over 200 comments.

3. STRATEGY & OPERATIONAL UPDATES: CEO (If time allows)

3.1 Q4 Service Report

Ms. Mozak-Betts asked if the Committee should be concerned about TheRide's ridership going down. Mr. Smith said it is something to watch but not panic about.

Ms. Gott asked what the contributors to the lower ridership are.

Mr. Smith suggested the cost of gas and on-time performance (which planning is continuing to monitor).

Mr. Smith and Mr. Sanderson agreed that Lyft and Uber contribute to diminished ridership but pointed out that delivery of groceries and meals also muddy up trending numbers. Mr. Sanderson discussed the spread of the market, with the mix of the Ann Arbor Area population. He expressed that the Long-Range Plan is how TheRide hopes to reflect what the community wants and uses.

CEO Carpenter discussed focusing on what we can control.

Ms. Mozak-Betts discussed that she was pleased to read the report and hear what Ms. Willis discussed at the LAC meeting. A lot of comments that come to her are

Discussion Items

complaints about paratransit. She looks forward to how TheRide can maximize the paratransit experience. She discussed potentially adding more rides to NightRide.

Discussion ensued about the Ann Arbor Carbon Neutrality Technical Advisory Committee in which TheRide has been invited to participate. That meeting will be held on November 13.

Ms. Gott asked if someone is on staff that could talk to people about how to ride the bus. Tracy Byrd and Mary Boonin's group were described. Ms. Gott will be in touch to make that connection.

3.2 Detroit-to-Ann Arbor Update (Verbal)

CEO Carpenter reported that his confidence is building in the new service starting as RTA and AAATA work through some of the details. He also reported that the bus procurement has been made, the Ann Arbor stop will be at the BTC, and the stop in Detroit is still to be determined.

4. CLOSING ITEMS

4.1 Topics for Next Meeting:

4.1.1 Construction Policy

4.1.2 Detroit to Ann Arbor Update

4.1.3 January: Ms. Gott suggested something on fares should be discussed. CEO Carpenter discussed using Ms. Mercier for fares discussion. It was decided to take the fare policy discussion back up in January.

4.2 Adjournment

Ms. Gott moved to adjourn the meeting. Chairman Hewitt adjourned the meeting at 5:35pm.

Respectfully submitted by: Keith Everett Book

ISSUE BRIEF: Policy Development for Construction Projects

Meeting: Board of Directors

Meeting Date: November 21, 2019

INFORMATION TYPE:
Decision Preparation
RECOMMENDED ACTION(S):
Consider development of new policies regarding construction project.
PRIOR RELEVANT BOARD ACTIONS & POLICIES
In September 2019, the Board directed the CEO to not take further contractual steps to implement the rebuilding of the Ypsilanti Transit Center until the Board had had an opportunity to consider the need for new Executive Limitations policies regarding construction projects. The work of assessing the need for these policies was assigned to the Service Committee.
ISSUE SUMMARY:
<p>The Board’s governance coach, Rose Mercier, has been engaged to help the Service Committee in this policy development discussion. She has outlined a three-step process:</p> <ul style="list-style-type: none"> • Part 1 (October 2nd Service Committee) - Have the committee members identify the decisions, actions and/or circumstances related to construction projects that would be unacceptable. If there is time, the committee can begin to identify which, if any, decisions the Board might put off-limits to the CEO (and if so, what criteria would need to be met to make the decision approvable). Rose will take this input and develop initial strawman policies for further consideration. • Part 2 (November 7 Service Committee) – Reviewing and writing draft policies for consideration by the full Board. Iterations may be necessary. Begin looking at the options for scheduling the monitoring of the policy or policy statements. • Part 3 - The Service Committee could have draft policies for the Board to consider by December.
ATTACHMENTS:
<ol style="list-style-type: none"> 1. Executive Limitation – New Construction and Major Renovations – Draft 2. Executive Limitation – New Construction and Major Renovations – Blackline Version Draft

EXECUTIVE LIMITATION – New Construction and Major Renovations

The CEO shall not allow construction of a new building or facility or major renovation that is inconsistent with industry standards and grantor expectations, environmentally irresponsible or aesthetically displeasing, risks financial jeopardy, or is not aligned with achievement of the board’s Ends.

Further, without limiting the scope of the above by the following list, the CEO shall not:

1. Proceed with grant applications, detailed architecture or engineering, procurement of construction services, or real-estate transactions for a construction or major renovation project.
 - 1.1. Request authorization to proceed with a project prior to providing information that demonstrates that such construction is fiscally responsible and aligned with achievement of the board’s Ends, and without providing data that supports an informed decision by the board – including but not limited to clearly articulated information about the following:
 - Definition of the project’s purpose and goals.
 - Definition of the project’s key elements and rationale for their inclusion.
 - Definition of the project’s strategic context, and contribution to advancing the board’s Ends or other policies.
 - Explanation of the project’s priority relative to other capital needs.
 - Estimates of the capital cost, ongoing operating and maintenance costs, and expected useful life associated with the project.
 - Explanation of anticipated funding sources and financing mechanisms.
 - Definition of risks associated with the project.
 - Project timeline.
 - Public involvement process.
 - 1.2. Request authorization to proceed with a project without incorporating it into an annual budget or a budget amendment.
2. Expend funds on a construction project prior to having confirmed funding for that stage.
3. Contract for architectural, engineering or construction services that do not include the following elements as part of the contractual agreements:
 - Clear identification of a defined scope of work and related terms and conditions.
 - Performance obligations.
 - Consistency with industry standards for nomenclature.
4. Proceed with construction without designs and/or schematic drawings sufficient to meet the following criteria:
 - Derived from the board-approved project elements and concept design.
 - Provide sufficiently comprehensive instructions that clarify roles and expectations, and mitigate against unnecessary cost overruns.
 - Incorporate the grantor’s required standards.
 - Do not jeopardize project funding.

5. Undertake capital construction projects without qualified personnel and documented policies and guidelines consistent with industry standard procedures that mitigate risks arising from unforeseen events such as, but not limited to:
 - Changes in staff or project personnel.
 - Schedule delays or cost overruns arising from natural disasters or unpreventable accidents.
- 5.1. Authorize contracts for a construction manager or general contractor that are inconsistent with industry standards, omit grantor requirements, lack clarity, or do not mitigate risk to the Authority.
6. Proceed with construction that does not minimize inconvenience to the travelling public and those businesses and residences directly impacted to the extent that is reasonably practicable.
 - 6.1. Proceed without providing timely and accurate information to the travelling public, residents and business owners.
 - 6.2. Proceed with construction project or changes to the project that could be foreseen to create significant resistance from the traveling public and external stakeholders because they had not had the opportunity for consultation.
7. Allow the board to be unaware of political, residents' and businesses' issues related to the proposed construction.
8. Allow the board to be without regular reports on the project's implementation, including but not limited to:
 - Changes to the anticipated cost of the project.
 - Changes to the elements/scope of the project.
 - Changes to scheduled completion, delays or impacts to timelines.
 - Timely notice of possible cost overruns and planned action to reduce impact.

EXECUTIVE LIMITATION – ~~Capital~~New Construction and Major Renovations

The CEO shall not allow ~~capital~~-construction of a new buildings~~building~~ or facilities~~facility or major renovation~~ that is inconsistent with industry standards and grantor expectations, environmentally irresponsible or aesthetically displeasing, risks financial jeopardy, or is not aligned with achievement of the board's Ends.

Further, without limiting the scope of the above by the following list, the CEO shall not:

1. Proceed with grant applications, detailed architecture or engineering, procurement of construction services, or real-estate transactions for a construction or major renovation project.
 - 1.1. Request authorization to proceed with a project prior to providing information that demonstrates that such construction is fiscally responsible and aligned with ~~successful~~ achievement of the board's Ends, and without providing data that supports an informed decision by the board – including but not limited to clearly articulated information about the following:
 - Definition of the project's purpose and goals.
 - Definition of the project's key elements and rationale for their inclusion.
 - Definition of the project's strategic context, and contribution to advancing the board's Ends or other policies.
 - Explanation of the project's priority relative to other capital needs.
 - Estimates of the capital ~~and cost, ongoing~~ operating and maintenance costs, and expected useful life associated with the project.
 - Explanation of anticipated funding sources and financing mechanisms.
 - Definition of risks associated with the project.
 - Project timeline.
 - Public involvement process.
 - 1.2. Request authorization to proceed with a project without incorporating it into an annual budget or a budget amendment.
2. Expend funds on a construction project prior to having confirmed funding for that stage.
3. Contract for architectural, engineering or construction services that do not include the following elements as part of the contractual agreements:
 - Clear identification of a defined scope of work and related terms and conditions.
 - Performance obligations.
 - Consistency with industry standards for nomenclature.
4. Proceed with construction without designs and/or schematic drawings sufficient to meet the following criteria:
 - Derived from the board-approved project elements and concept design.
 - Provide sufficiently comprehensive instructions that clarify roles and expectations, and mitigate against unnecessary cost overruns.
 - Incorporate the grantor's required standards.
 - Do not jeopardize project funding.

5. Undertake capital construction projects without qualified personnel and documented policies and guidelines consistent with industry standard procedures that mitigate risks arising from unforeseen events such as, but not limited to:
 - Changes in staff or project personnel.
 - Schedule delays or cost overruns arising from natural disasters or unpreventable accidents.
- 5.1. Authorize contracts for a construction manager or general contractor that are inconsistent with industry standards, omit grantor requirements, lack clarity, or do not mitigate risk to the Authority.
6. Proceed with construction that does not minimize inconvenience to the travelling public and those businesses and residences directly impacted to the extent that is reasonably practicable.
 - 6.1. Proceed without providing timely and accurate information to the travelling public, residents and business owners.
 - 6.2. Proceed with construction project or changes to the project that could be foreseen to create significant resistance from the traveling public and external stakeholders because they had not had the opportunity for consultation ~~or their input had been ignored.~~
- ~~7. Allow the board to be uninformed of the impact of the construction project on the Authority's future operations.~~
- ~~8.7.~~ Allow the board to be unaware of political, residents' and businesses' issues related to the proposed construction.
- ~~9.8.~~ Allow the board to be without regular reports on the project's implementation, including but not limited to:
 - Changes to the anticipated cost of the project.
 - Changes to the elements/scope of the project.
 - Changes to scheduled completion, delays or impacts to timelines.
 - Timely notice of possible cost overruns and planned action to reduce impact.

November 13, 2019

SUBJECT: Draft Executive Limitation Policy on Construction and Major Renovation

Because this policy is the first that AAATA Board has developed without a template as a starting point and is more extensive than any other Executive Limitations, I thought that it might be useful to provide some reference notes.

The policy generally follows the sequence of steps in a construction or major renovation project.

The policy puts off limits to the CEO the decisions identified in policy item #1. Rather than simply stating that the CEO cannot make the decision, the policy identifies the criteria which the AAATA Board will use in making the management decision that it has retained the authority to make. These criteria are stated in a lower level of the policy statement which states that the CEO cannot request the Board to make a decision without evidence that there is compliance with the board's criteria, reasonably interpreted. The criteria such as those listed in policy item #1.1 of the draft of the Executive Limitation on Construction and Major Renovation identify the unacceptable circumstances in which the board would not approve such a decision.

The benefits of writing an Executive Limitation policy in which the Board identifies in advance the criteria it should use in making the decision are that it mitigates against (a) the Board making a decision which is insufficiently thorough or rushed and (b) the potential for political influence of the decision-making process. The downside of this approach is that the policy is longer than current policies. Once the Board has used this policy, it should do a content review and consider if the further detail of lower level policy items is necessary.

A brief note on why none of the policy statements use the phrase "without board approval":

When a board elects to not delegate authority for a management decision, that decision automatically becomes the board's to make. It is tempting to reinforce this by adding "without prior board approval". However, if the board has put a decision off limits to the CEO, "without board approval" is an unnecessary qualifier; the action cannot proceed without the board's authorization.

The AAATA Board has put off limits to the CEO two other decisions: "Adjust transit passenger fares or tax rates assessed by the Authority" (Financial Conditions and Activities #2.5.9), and "Acquire, encumber, or dispose of real estate" (Financial Conditions and Activities #2.5.10). Neither of these policy statements have an added qualifier. Plain and simple, these are the board's decisions to make. [See the End Note about a suggestion for clarifying how the Board lists those decisions as part of its job.]

Once approved, the Board should include the new Executive Limitation policy in its schedule for monitoring. However, the schedule should identify that it is unnecessary to monitor the policy unless it is being applied, i.e. the Authority is considering/undertaking a construction or major renovation. At that time, the board can determine the time for, or points at which it wishes to monitor the implementation of its policy. Of course, the board can always monitor any policy, any policy item, i.e. a numbered policy statement, any part of any policy, or any application of a policy item at any time.

End Note:

While the Board's Governance Process policy on Board Job Description does delineate the decisions which the Board has put off limits in its Executive Limitations policies, better would be the addition of a higher level policy that makes explicit why these decisions are part of the Board's job. The policy might be revised as follows:

3.2.6 Operational decisions that the Board has prohibited the CEO from making by its Executive Limitations policies.

3.2.6.1 Decisions about rider fare increases and millage rates assessed by the Authority. [EL-2.5.9]

3.2.6.2 Decisions about real estate acquisition, encumbrance, or disposal. [EL-2.5.10]

3.2.6.3 Decisions about proceeding with construction or major renovation. [EL-2.X.1]

3.2.6.4 Decisions about proceeding with detailed architecture or engineering. [EL-2.X.1]

3.2.6.5 Decisions about procurement of construction services. [EL-2.X.1]

Local Advisory Council Meeting Summary

Meeting Date: October 1, 2019

Location: Dawn Gabay Operations Center, 2700 S. Industrial Highway, Ann Arbor, MI 48104

LAC Committee Member Attendees: Larry Keeler (Co-Chair), Debra Poster, Stephen McNutt, Mary Wells, Rebecca Burke, Clark Charnetski (Rep. A1B), Jody Slowins

LAC Committee Members not in attendance: Cheryl Weber (Chair), Janet Nutt, Andrea Henry (CIL)

LAC General Members: Liz Aldridge, Dana Greer

AAATA Board Liason: Kathleen Mozak-Betts

AAATA Staff Liaison: Bryan Smith (AAATA COO), Julia Roberts, Robert Williams, Michelle Willis

Guests: Darryl Johnson (RideCorp), Pedro Baez (RideCorp), Donald Stasie

1. CALL TO ORDER
<ul style="list-style-type: none"> Co-Chairperson Keeler called the meeting to order at 1:35 p.m.
2. REVIEW & APPROVAL OF AGENDA
<ul style="list-style-type: none"> Item B of section 6 was removed from the agenda. Co-Chairperson Keeler requested that the announcements section of the agenda be re-introduced.
3. REVIEW & APPROVAL OF MINUTES
<ul style="list-style-type: none"> The minutes were approved with no additions.
4. PUBLIC COMMENT
<ul style="list-style-type: none"> Mr. Charnetski mentioned the Transportation Commission Meeting will be at the Ann Arbor City Council Chambers on October 16th at 7:00pm. Ms. Aldridge asked Mr. Charnetski about SMART's FAST Bus service. Mr. McNutt mentioned that the voicemails for Paratransit IVR is unusually long. Mr. Stasie Mentioned the need for more frequent fixed route service on Carpenter road on Sundays. Mr. Stasie also mentioned recent issues w/ A-ride on-time performance.
5. OWNERSHIP AND OUTREACH ITEMS
<ul style="list-style-type: none"> Co-Chairperson Keeler spoke about the previous board meeting topics, including; New Coordinating staff, The FY 2020 Budget approval, and Officer re-elections. Mr. Charnetski suggested that some of the language in the Board Ends report Section 1.3 be changed, specifically regarding equality in labor and job access.
6. OPERATIONAL TOPICS
<ul style="list-style-type: none"> Ms. Willis spoke briefly about the Paratransit Study and stated that there would be more to report during the next meeting. Ms. Slowins asked if there were plans to increase A-ride vehicle and driver capacity soon, given the increase in senior and assisted living centers within the area. Ms. Roberts presented the results of a recent MCO and Maintenance survey on the Q-strait Quantam wheelchair restraints.

7. PUBLIC COMMENT TIME
<ul style="list-style-type: none">• Ms. Aldridge mentioned the unfavorable perception that she has noticed amongst some of her peers about A-ride.• Ms. Poster inquired if there was an increase in denials for requested trips.
8. FUTURE NEW BUSINESS TEAMS
<ul style="list-style-type: none">• Ends Policy Feedback• Long Range Plan (Tim Sanderson)• Paratransit Study Update
9. ADJOURNMENT
<ul style="list-style-type: none">• Co-Chairperson Keeler adjourned the meeting at 3:15 p.m

Respectfully Submitted by: Robert Williams, LAC Liaison / AAATA
Paratransit Supervisor

Local Advisory Council Meeting Summary

Meeting Date: November 5, 2019

Location: Dawn Gabay Operations Center, 2700 S. Industrial Highway, Ann Arbor, MI 48104

LAC Committee Member Attendees: Cheryl Weber (Chair), Larry Keeler (Co-Chair), Debra Poster, Mary Wells, Rebecca Burke, Clark Charnetski (Rep. A1B), Jody Slowins, Janet Nutt, Andrea Henry (CIL)

LAC Committee Members not in attendance: Stephen McNutt

LAC General Members not in attendance: Liz Aldridge, Dana Greer

AAATA Board Liason: Kathleen Mozak-Betts

AAATA Staff Liaison: Tim Sanderson (AAATA CIO), Robert Williams, Michelle Willis

Guests: Darryl Johnson (RideCorp), Pedro Baez (RideCorp), Fred Burm, Elnora Austell (Nelson/Nygaard)

1. CALL TO ORDER
<ul style="list-style-type: none"> • Chairperson Weber called the meeting to order at 1:35 p.m.
2. REVIEW & APPROVAL OF AGENDA
<ul style="list-style-type: none"> • Agenda was approved with no additions.
3. REVIEW & APPROVAL OF MINUTES
<ul style="list-style-type: none"> • Mrs. Slowins asked that the title of Ms. was changed to Mrs. next to her name.
4. PUBLIC COMMENT
<ul style="list-style-type: none"> • Mr. Charnetski mentioned the Transportation Commission Meeting will be at the Ann Arbor City Council Chambers on November 20th at 7:00pm. • Mr. Burm mentioned the difficulty he had acquiring same day rides recently • Mr. Stasie Mentioned that a friend had difficulty understanding the A-ride application process.
5. OWNERSHIP AND OUTREACH ITEMS
<ul style="list-style-type: none"> • Chairperson Weber asked if anyone on the executive committee had any comments about the Board Ends policies. • Mr. Charnetski mentioned that, in the previous meeting, he believed some of the language in the Board Ends report Section 1.3 be changed, specifically regarding equality in labor and job access. • Mr. Sanderson gave a brief presentation on AAATA's Long Range Plan
6. OPERATIONAL TOPICS
<ul style="list-style-type: none"> • Ms. Willis spoke briefly about the Paratransit Study. • Mr. Stasie commented on how there were rumors of A-ride being understaffed with drivers and wondered what the plans were to correct the problem. • Mrs. Austell gave a brief presentation on the RTA's Human Coordinated services project and wanted the LAC's assistance with reaching out to the local community organizations in the area to fill out upcoming surveys from the RTA.
7. PUBLIC COMMENT TIME

<ul style="list-style-type: none">• None
8. FUTURE NEW BUSINESS TEAMS
<ul style="list-style-type: none">• AAATA Project Updates• A-ride Report Card• Rider / Customer Concerns
9. ADJOURNMENT
<ul style="list-style-type: none">• Chairperson Weber adjourned the meeting at 3:15 p.m.

Respectfully Submitted by: Robert Williams, LAC Liaison / AAATA
Paratransit Supervisor

DRAFT

ISSUE BRIEF: Monitoring Report for Policy 2.2 Treatment of Staff

Meeting: Board of Directors









Service Committee Meeting Date: November 7, 2019

Board Meeting Date: November 21, 2019

INFORMATION TYPE:
Decision
RECOMMENDED ACTION(S):
Accept Monitoring Report Complete the survey before EOB Wednesday, October 30 th , 2019.
ISSUE SUMMARY:
In accordance with the Board’s Policy Manual; I present the Monitoring report on Executive Limitation Policy 2.2: Treatment of Staff. I certify that the information is true and complete, and I request that the Board accept this report as indicating an acceptable level of compliance.
BACKGROUND:
This monitoring report provides interpretation and evidence of the level of compliance of Policy 2.2 Treatment of staff within the monitoring period. Monitoring Reports are a key Policy Governance tool to assess organizational/CEO performance in achieving Ends (1.0) within Executive Limitations (2.0).
IMPACTS OF RECOMMENDED ACTION(S):
<ul style="list-style-type: none"> • Budgetary/Fiscal: NA • Social: NA • Environmental: NA • Governance: Monitoring reports facilitate transparency and accountability.
ATTACHMENTS:
<ol style="list-style-type: none"> 1. Monitoring Report for Policy 2.2 Treatment of Staff 2. Survey Results: Monitoring Report 2.2 Treatment of Staff

Monitoring Report for Policy 2.2 Treatment of Staff

Date of Report: October 24, 2019
 Service Committee Review Date: November 7, 2019
 Board Meeting Review Date: November 21, 2019

POLICY TITLE: TREATMENT OF STAFF:	Page #	Compliance
2.2 The CEO will not cause or allow employment conditions that are inconsistent, discriminatory, unfair, unsafe, unhealthy, undignified, disorganized, or unclear. Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:	3	
2.2.1. Operate in a manner that undermines the organization as a workplace of choice.	5	
2.2.1.1 Operate with a work environment that devalues the humanity, creativity and knowledgeable contribution of its workforce or inhibits the recruitment of highly qualified people.	7	
2.2.2. Operate without up-to-date, clear, available, written, and enforced personnel rules or contracts that clarify standards and expectations, provide for effective handling of grievances, and protect against wrongful conditions, such as nepotism and unfairly preferential treatment for personal reasons	8	
2.2.2.1 Fail to provide internal controls necessary to enforce such policies.	8	
2.2.3 Allow retaliation against any staff member for non-disruptive expression of dissent.	9	
2.2.4 Allow staff to be unprepared to deal with emergency situations.	10	
2.2.5 Operate without an adequate labor agreement covering unionized personnel.	11	

 Fully Compliant
  Partially Compliant
  Non-Compliant

Preliminary CEO Interpretations and Evidence

EXECUTIVE LIMITATIONS POLICY 2.2:

The CEO will not cause or allow employment conditions that are inconsistent, discriminatory, unfair, unsafe, unhealthy, undignified, disorganized, or unclear.

Degree of Compliance: Partially Compliant

EXECUTIVE LIMITATIONS POLICY 2.2: Interpretation

Compliance with this policy during the period will be demonstrated when:

1. Any formal charges of discrimination and harassment are infrequent and are addressed, a majority of staff report positively on questions of fairness, the FTA endorses our Equal Employment Opportunity (EEO) program,
2. There are no workplace fatalities, injury rates are within norms, and the agency has a robust workplace safety program
3. We are compliant with the sub-policies of this section (below).

Our specific metrics, targets and results for this period are outlined below.

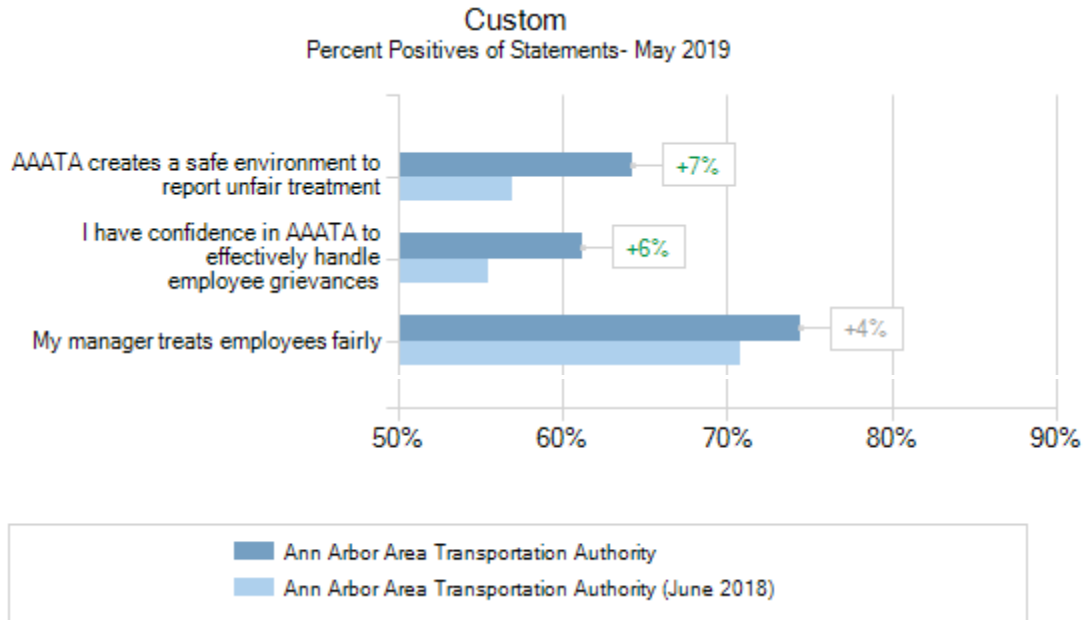
EXECUTIVE LIMITATIONS POLICY 2.2: Evidence

The following table illustrates compliance with many of the elements of the interpretation:

	FY 2018	FY 2019	Target
Valid Instances of Discrimination	0	0	0
Valid Instances of Harassment	0	0	0
Employee Fatalities	0	0	0
Lost Workdays/100,000 miles of service	11.7	2.7 YTD	TBD

EXECUTIVE LIMITATIONS POLICY 2.2: Evidence (continued)

The annual anonymous staff survey was conducted in May of 2019. The following graph illustrates staff survey responses to questions on fair treatment in 2018 and 2019. Our target for staff responses is incremental improvement over time. We met this target in 2019.



In September 2018, the Federal Transit Administration reviewed our employment practices and found no deficiencies for EEO requirements. The procedures are still in place today. This section of their report is reproduced below (FTA, p. 21, sec 13).

13. Equal Employment Opportunity

Basic Requirement: The recipient must ensure that no person in the United States shall on the grounds of race, color, religion, national origin, sex, age, or disability be excluded from participating in, or denied the benefits of, or be subject to discrimination in employment under any project, program, or activity receiving Federal financial assistance under the Federal transit laws. (Note: Equal Employment Opportunity Commission’s regulation only identifies/recognizes religion and not creed as one of the protected groups.)

Finding: During this Triennial Review of AAATA, no deficiencies were found with the FTA requirements for Equal Employment Opportunity.

EXECUTIVE LIMITATIONS POLICY 2.2.1:

...the CEO shall not... Operate in a manner that undermines the organization as a workplace of choice.

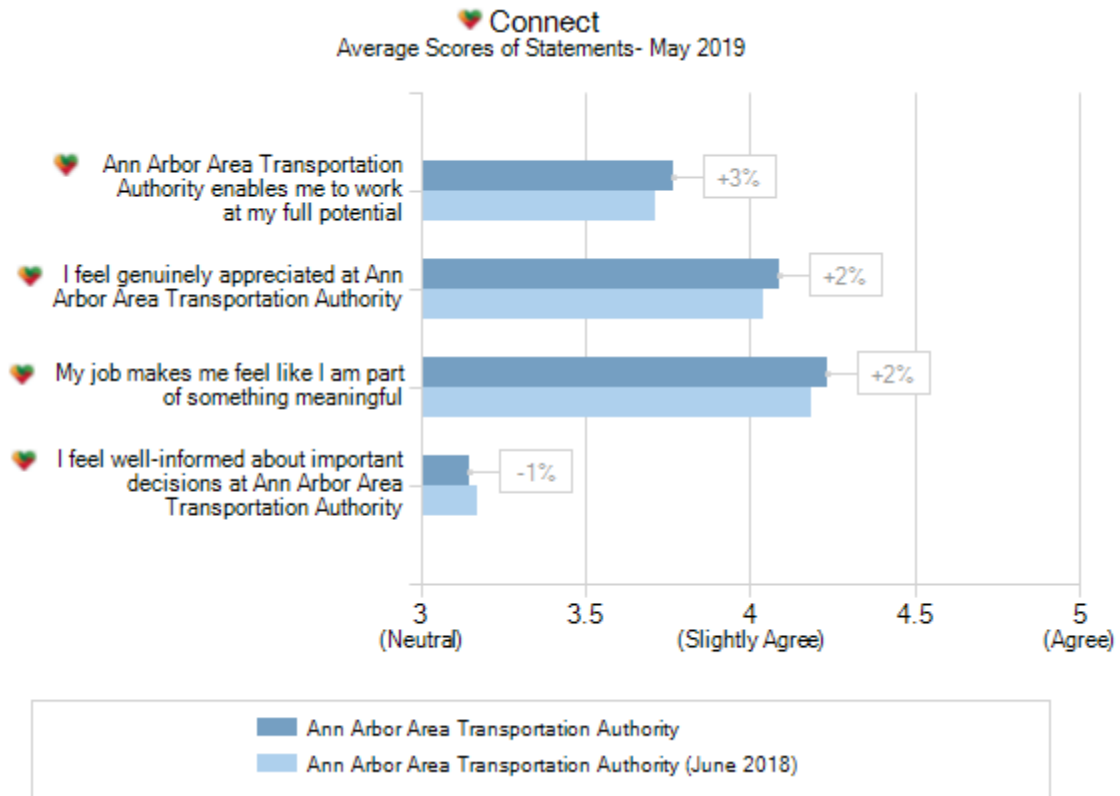
Degree of Compliance: Fully Compliant

EXECUTIVE LIMITATIONS POLICY 2.2.1: Interpretation

Compliance with this policy during the period will be demonstrated when overall annual staff survey results indicate that the majority of staff feel relatively satisfied with the intangible elements of our workplace culture. Our specific metrics, targets and results for this period are outlined below.

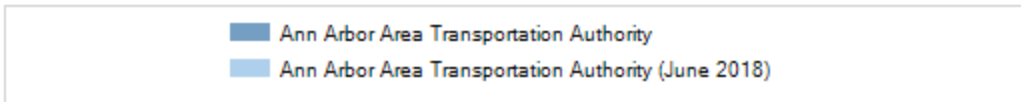
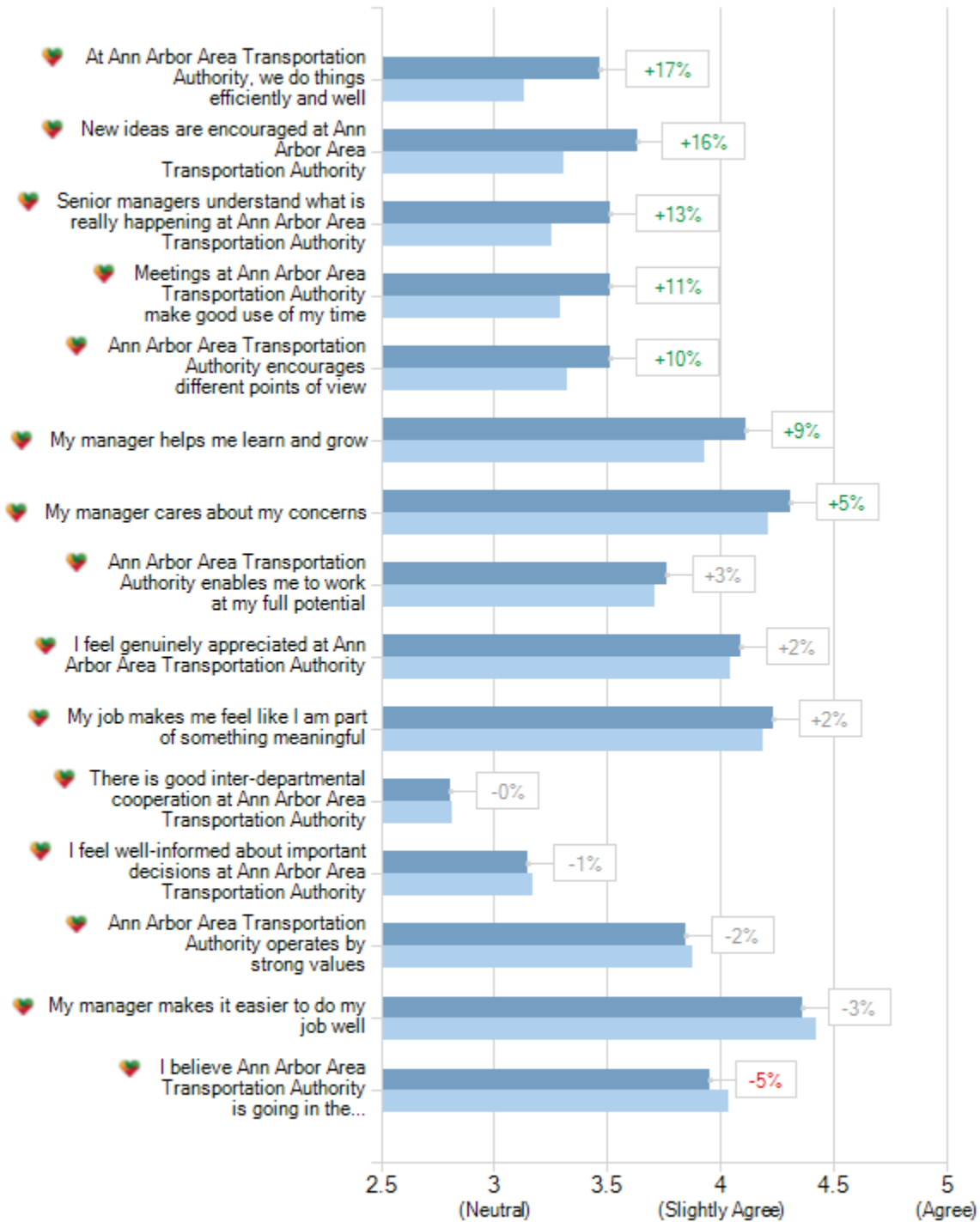
EXECUTIVE LIMITATIONS POLICY 2.2.1: Evidence

The two graphs below illustrate overall staff responses to various questions in 2018 and 2019. Our target for staff responses is incremental improvement over time. We met this target in 2019.



EXECUTIVE LIMITATIONS POLICY 2.2.1: Evidence (continued)

Culture Drivers
Average Scores of Statements- May 2019



EXECUTIVE LIMITATIONS POLICY 2.2.1.1:

The CEO shall not... Operate with a work environment that devalues the humanity, creativity and knowledgeable contribution of its workforce or inhibits the recruitment of highly qualified people.

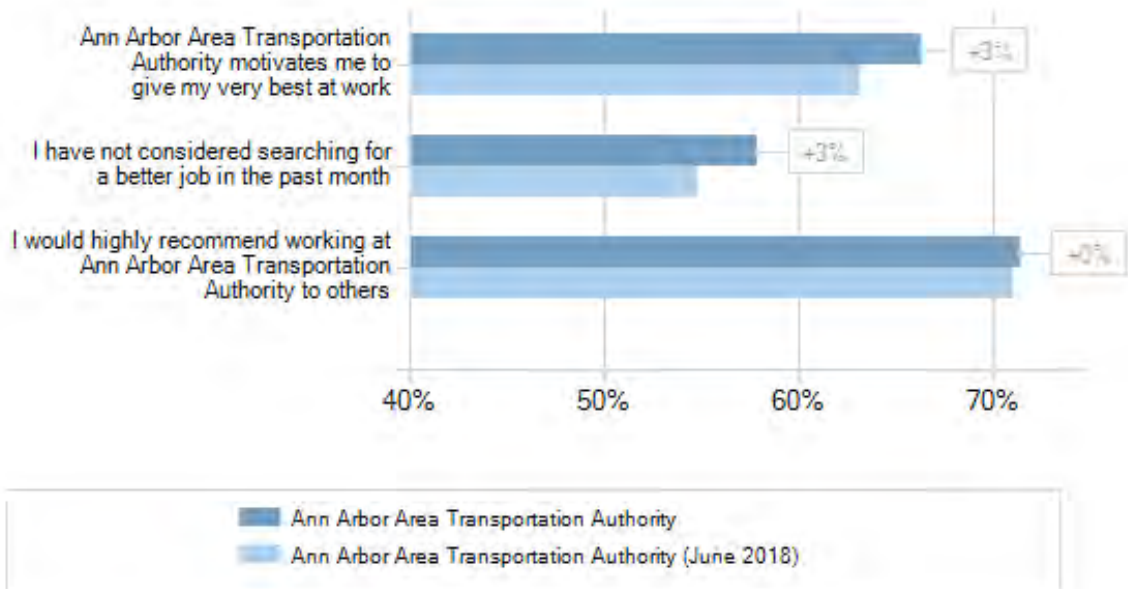
Degree of Compliance: Fully Compliant

EXECUTIVE LIMITATIONS POLICY 2.2.1.1: Interpretation

Compliance with this policy during the period will be demonstrated when annual staff survey results indicate that staff feel motivated and that the AAATA is a desirable place to work. Our specific metrics, targets and results for this period are outlined below.

EXECUTIVE LIMITATIONS POLICY 2.2.1.1: Evidence

The graph below shows changes in relevant staff responses in 2018 and 2019. Our target for staff responses is incremental improvement over time. We met this target for 2019.



EXECUTIVE LIMITATIONS POLICY 2.2.2:

The CEO shall not... Operate without up-to-date, clear, available, written, and enforced personnel rules or contracts that clarify standards and expectations, provide for effective handling of grievances, and protect against wrongful conditions, such as nepotism and unfairly preferential treatment for personal reasons

Degree of Compliance: Not Compliant

EXECUTIVE LIMITATIONS POLICY 2.2.2: Interpretation

Compliance with this policy during the period will be demonstrated when

1. There is a handbook for non-union staff meeting the expectations listed above, and
2. The above issues are addressed in an active labor contract with the union or being negotiated.

EXECUTIVE LIMITATIONS POLICY 2.2.2: Evidence

The current AAATA's handbook for non-union staff does not adequately address the elements of the Board's policy. Therefore, we are non-compliant with this policy.

A revised and updated handbook is about 95% complete and will be rolled out to staff before the end of 2019. We anticipate becoming fully compliant before June 2020.

EXECUTIVE LIMITATIONS POLICY 2.2.2.1:

The CEO shall not... Fail to provide internal controls necessary to enforce such policies.

Degree of Compliance: Fully Compliant

EXECUTIVE LIMITATIONS POLICY 2.2.2.1: Interpretation

Compliance with this policy during the period will be demonstrated when adequate mechanisms for holding staff accountable to expectations exist.

I further interpret this policy to mean that staff and management are held accountable for complying with personnel rules, and that all rules are applied in a consistent and timely manner. The AAATA must have mechanisms in place to monitor compliance, and correct noncompliant behavior, whether that be through coaching, training or disciplinary actions. Such internal controls should be written down and documented when used.

EXECUTIVE LIMITATIONS POLICY 2.2.2.1: Evidence

The staff handbook and union contract provide detailed disciplinary processes and procedures for coaching and if necessary, disciplining staff in a consistent and fair manner. Both the contract and the handbook are available for Board inspection upon request.

EXECUTIVE LIMITATIONS POLICY 2.2.3:

The CEO shall not... Allow retaliation against any staff member for non-disruptive expression of dissent.

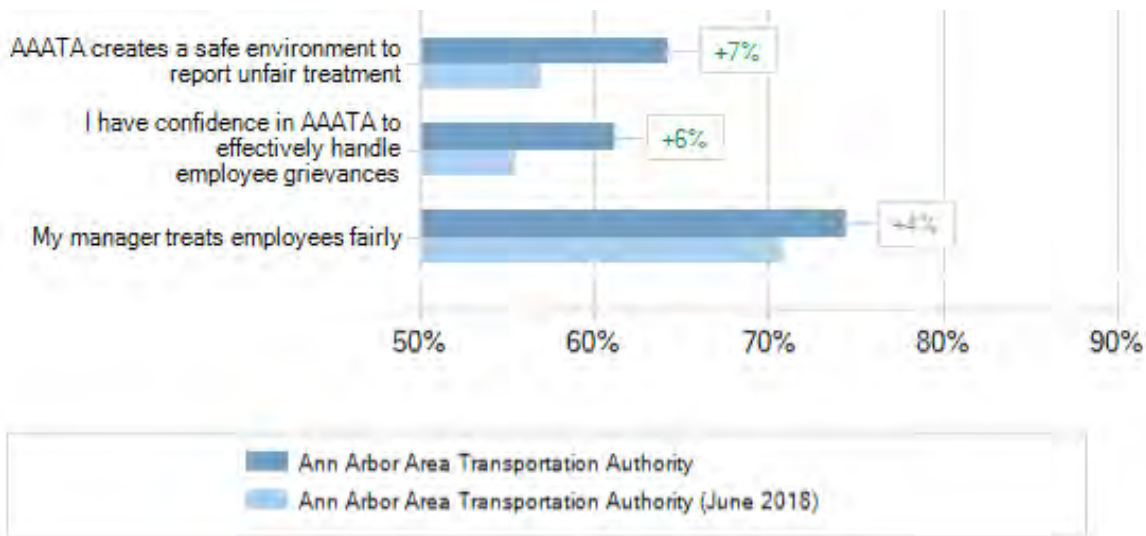
Degree of Compliance: Fully Compliant

EXECUTIVE LIMITATIONS POLICY 2.2.3: Interpretation

Compliance with this policy during the period will be demonstrated when responses to staff surveys indicate that a majority of staff feel that they are confident in how dissent is handles and that management treats staff fairly. Our specific metrics, targets and results for this period are outlined below.

EXECUTIVE LIMITATIONS POLICY 2.2.3: Evidence

The graph below shows changes in relevant staff responses in 2018 and 2019. Our target for staff responses is incremental improvement over time. We met this target for 2019.



EXECUTIVE LIMITATIONS POLICY 2.2.4:

The CEO shall not... Allow staff to be unprepared to deal with emergency situations.

Degree of Compliance: Partially Compliant

EXECUTIVE LIMITATIONS POLICY 2.2.4: Interpretation

Compliance with this policy during the period will be demonstrated when staff receive adequate training for emergency situations, and a majority of staff report perception of preparation in annual surveys. Our specific metrics, targets and results for this period are outlined below.

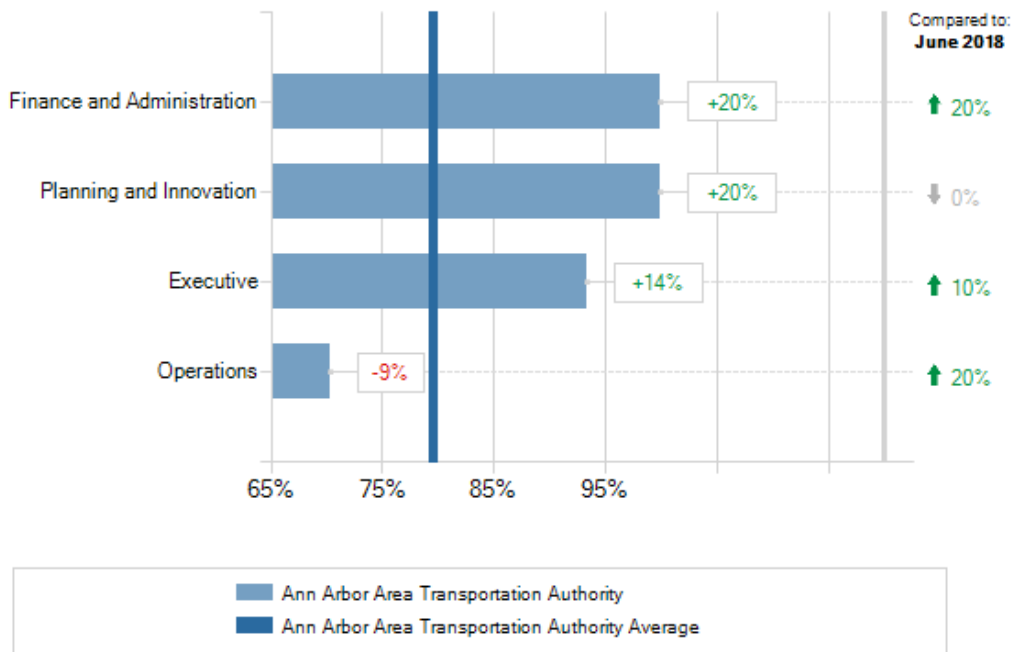
EXECUTIVE LIMITATIONS POLICY 2.2.4: Evidence

This table summarizes the emergency preparation conducted during the period as well as our targets.

	FY 2018	FY 2019	Target
Safety Orientation for New Hires	100%	100%	100% within the first week
Severe Weather Drills	100%	100%	Twice/Year
Active Shooter Training	100%	N/A	Each staff within 2 years
Fire Drills	100%	N/A	Twice/Year
Emergency Procedures for Bus Drivers when on-route	100%	100%	All new drivers. 100% of drivers once a year

The graph below illustrates the results of staff feedback regarding their perceptions of safety. Our target is incremental improvement and we met this target in most cases in 2019. However, while most staff report a perception of preparedness, there was a notable decline in perception of safety among bus drivers which **suggests a concern with on-road safety.** Management is currently working to address this.

AAATA has prepared employees for emergency situations
Percent Positives of Departments - May 2019



EXECUTIVE LIMITATIONS POLICY 2.2.5:

The CEO shall not... Operate without an adequate labor agreement covering unionized personnel.

Degree of Compliance: Fully Compliant

EXECUTIVE LIMITATIONS POLICY 2.2.5: Interpretation

Compliance with this policy will be demonstrated when the AAATA has a labor agreement in force during the monitoring period. I further interpret this policy to mean that operations are to continue even if a contract has lapsed or negotiations have reached an impasse.

EXECUTIVE LIMITATIONS POLICY 2.2.5: Evidence

In July 2017 TheRide agreed to a five-year contract with all unionized personnel. The contract will expire in March 2022.

CEO Notes

- The original Policy Government policy template includes another policy that has never been included at the AAATA. That policy states that the CEO shall not...
“Fail to acquaint staff with the CEO’s interpretation of their protections under this policy.”
The CEO would like to ask the Board whether they would consider adding this policy.

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:

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

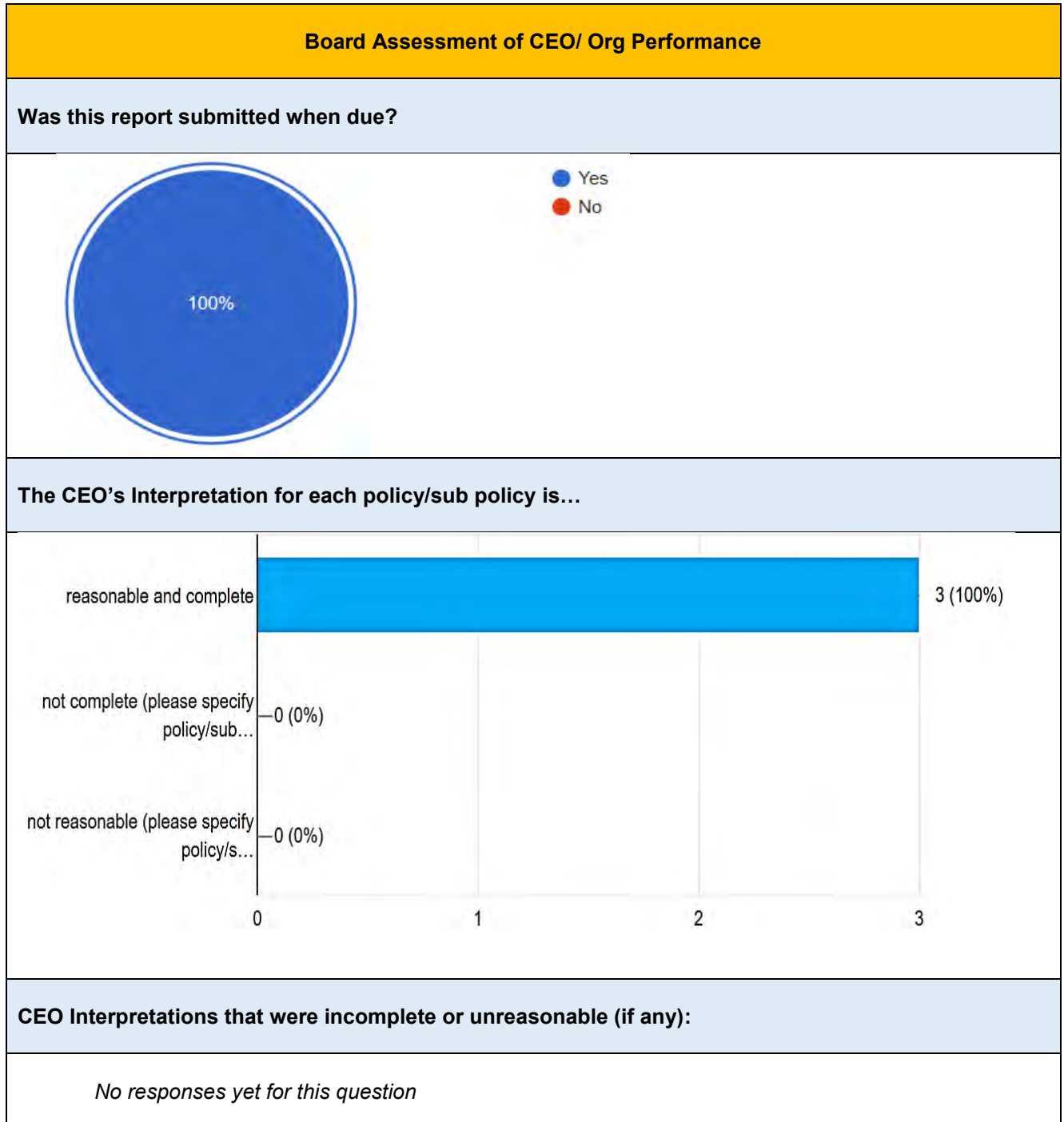
- *“What makes an Interpretation Reasonable and What are the Expectations for the Operational Definition: Policy Governance Consistency Framework Report Number 2”*. International Policy Governance Association. June 11, 2016. Available on the IPGA website.

SURVEY RESULTS: Monitoring Report 2.2 Treatment of Staff

Service Review Date: November 7, 2019

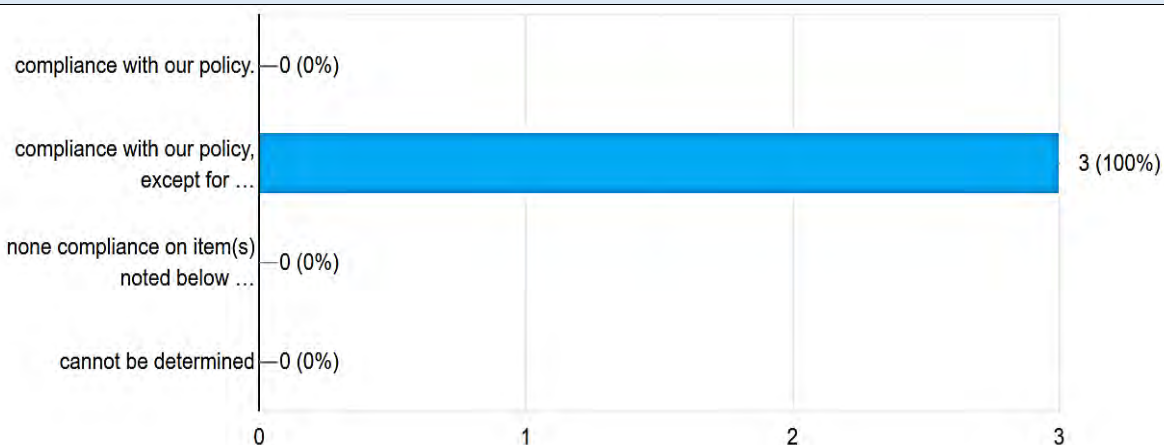
Board Meeting Review Date: November 21, 2019

Survey Participants: 3 Board Members



Board Assessment of CEO/ Org Performance

The CEO's evidence and data shows...



Items not in compliance (if any):

No responses yet for this question

Optional: Potential Policy Development

Is there any area associated with this policy that concerns you that is not clearly addressed in existing policy? What is the value that drives your concern?

1 response
No

What policy language would you like to see incorporated to address your worry?

No responses yet for this question

Optional: Comments for the CEO

Commendations on this topic:

The Ride generally seems like a fair and equitable place to work.

Comments on the report itself

The evidence seems adequate for the report and the format is very good.

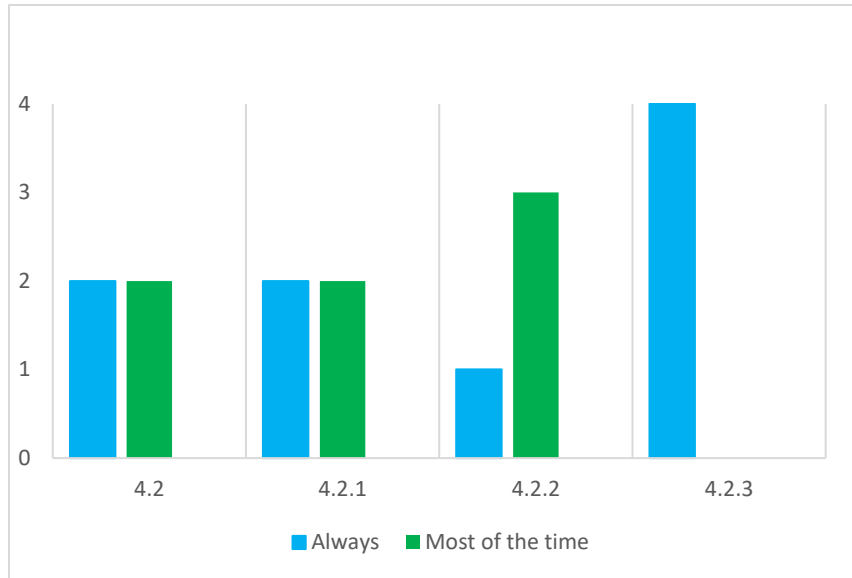
ISSUE BRIEF: Policy 4.2 Accountability of the CEO

Board Meeting Review Date: November 21, 2019

INFORMATION TYPE:
Decision
RECOMMENDED ACTION(S):
Review Governance Policy feedback
PRIOR RELEVANT BOARD ACTIONS & POLICIES
Board of directors has reviewed this governance policy and provided feedback on compliance.
ISSUE SUMMARY:
There were <i>four respondents</i> to this questionnaire with an overall favorable compliance response to the monitored governance policy.
IMPACTS OF RECOMMENDED ACTION(S):
Governance: Perform key Policy Governance process
ATTACHMENTS:
1. Compilation Report: Governance Policy 4.2 Accountability of the CEO

COMPILATION REPORT:

4.2 Accountability of the CEO



4 participants

COMMENTS	
Policy Number	Policy / Board Member Comments
4.2	<p>Policy: The CEO is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO.</p> <p>Board Member Comments:</p> <ul style="list-style-type: none"> • The Board only hears from the staff at the CEO's discretion. I am sure there have been instances where Board members have tried to bypass the CEO, but I generally believe the Board adheres to this policy. • During my time on the Board, we have only held the CEO accountable and understand that the CEO holds all authority and accountability of staff. • The CEO is entrusted with the operational achievement of the organization. However, the Board has chosen to monitor certain projects more closely – a recent example is the Board resolution pertaining to the Ypsi station.

COMMENTS	
Policy Number	Policy / Board Member Comments
4.2.1	<p>Policy: The Board will never give instructions to persons who report directly or indirectly to the CEO.</p> <p>Board Member Comments:</p> <ul style="list-style-type: none"> • There have likely been instances when this has been an issue, especially when policy governance was first adopted. I am not aware of any recent instances. • I believe we try our best to advise vs to instruct. • I'm not aware of any Board members giving staff orders.
4.2.2	<p>Policy: The Board will not evaluate, either formally or informally, any staff other than the CEO. Board members are not restricted from expressing any level of satisfaction in a confidential conversation with the CEO.</p> <p>Board Member Comments:</p> <ul style="list-style-type: none"> • This is a tricky provision to answer, because it could be interpreted that the Board is not allowed to publicly praise the staff, and not allowed to take issue with any staff efforts (both of which have certainly been done). It is all about how we interpret the word "evaluate." In my opinion, "evaluation" of staff has not been done. • So, this is a tricky one. For the most part we, as a Board, understand that evaluation of staff is for the CEO and respective managers and supervisors. However, we have publicly acknowledged and congratulated staff at Board meetings when staff have received awards. • Informal evaluation by the Board (such as offering praise for a job well done or concern if a target is missed) of department heads who may present to the Board seems unavoidable.
4.2.3	<p>Policy: The Board will view organizational performance as integral to CEO performance and shall consider Board stated Ends and avoidance of Board-proscribed executive limitations as a foundation of successful CEO performance.</p> <p>Board Member Comments:</p> <ul style="list-style-type: none"> • This is somewhat complicated by the CEO Evaluation tool that we use separately from the Ends and/or Executive Limitations. But organizational performance is certainly an important criterion for Board evaluation of CEO performance and Board members provide regular and thoughtful feedback to the CEO on Ends and Means. • We are headed into the CEO evaluation period and must keep this in mind as we evaluate the CEO's performance. • This is why the Board is anxious to formalize its Ends.



ISSUE BRIEF: Ends Task Force Report

Meeting: Board of Directors

Meeting Date: November 21, 2019

INFORMATION TYPE:
Decision Preparation
RECOMMENDED ACTION(S):
Receive for information and consider adoption of revised Ends policies.
ALTERNATIVE OPTION(S):
Defer approval, ask Task Force to do more work on policies, or seek further information.
PRIOR RELEVANT BOARD ACTIONS & POLICIES
Board last updated the Ends policies in November 2018.
ISSUE SUMMARY:
<p>The Board held a retreat in June 2019 where updates to the Ends policies were discussed. A full report from Rose Mercier was later circulated, which included suggested changes to Ends policies based on the retreat discussions. A Task Force was struck to consider the suggested edits to the Ends policies. The Task Force included Mike Allemang, Jesse Miller, and Roger Hewitt. The CEO also participated. The Task Force met in September 2019. Consensus on edits to the retreat's suggested Ends were achieved and sent to Ms. Mercier for further comment.</p> <p>Ideally, any changes to the Ends policies could be considered in October or November of 2019 to align with the draft Ends Monitoring Report being prepared by the CEO.</p>
IMPACTS OF RECOMMENDED ACTION(S):
<ul style="list-style-type: none"> • Budgetary/Fiscal: N/A • Social: Important to social outcomes. • Environmental: Important to environmental outcomes. • Governance: Ends policies are the Board's direction for outcomes to the organization.
ATTACHMENTS:
<ol style="list-style-type: none"> 1. Edited Ends Policy Draft 2. Edited Ends Policy Draft with comments from Task Force and Rose Mercier.

AAATA Proposed Ends Policies

The Board establishes its Ends policies within its Vision for public transportation:

A robust public transportation system that adapts to the area's evolving needs, environment, and quality of life.

Ends Policies

1. AAATA exists so that an increasing proportion of residents, workers and visitors in the Ann Arbor-Ypsilanti Area utilize public transportation options that contribute to the Area's social, environmental and economic vitality at a cost that demonstrates value and efficient stewardship of resources.
 - 1.1. Residents in the area have equitable access to public transportation services that enable them to participate fully in society.
 - 1.1.1. People with economic challenges have affordable public transportation options.
 - 1.1.2. People with disabilities or mobility impairments, seniors, minors, and non-English speakers have equitable access to opportunities and destinations in the area.
 - 1.2. Public transportation positively impacts our environment.
 - 1.2.1. Public transportation options are increasingly chosen over use of a personal car.
 - 1.2.2. Public transportation options minimize energy use and pollution, and conserve natural resources.
 - 1.2.3. Public transportation options produce conditions favorable to more compact and walkable land development.
 - 1.2.4. Land is developed in a transit supportive manner OR Relevant public policy is transit supportive
 - 1.3. Public transportation positively impacts the economic prosperity of the area.
 - 1.3.1. Public transportation facilitates labor mobility.
 - 1.3.2. Students can access education opportunities without need of a personal vehicle.
 - 1.3.3. Visitors use transit services in the area.
 - 1.3.4. Transit services connect the area to the Metro Detroit region.
 - 1.4. Passengers are highly satisfied with public transportation services.
 - 1.5. Residents of the area recognize the positive contributions of public transportation to the area's quality of life.

AAATA Proposed Ends Policies

The Board establishes its Ends policies within its Vision for public transportation:

A robust public transportation system that adapts to the area's evolving needs, ~~of a globalized world and positively impacts the area's~~ environment, and quality of life.

Ends Policies

1. AAATA exists so that an increasing proportion of residents, workers and visitors in the Ann Arbor-Ypsilanti Area utilize public transportation options that contribute to the Area's social, environmental and economic vitality at a cost that demonstrates value and efficient stewardship of resources.
 - 1.1. ~~Residents, workers and visitors~~ in the area have equitable access to public transportation services that enable them to participate fully in society.
 - 1.1.1. People with economic challenges have affordable public transportation options.
 - 1.1.2. People with disabilities or mobility impairments, seniors, minors, and non-English speakers have equitable access to opportunities and destinations in the area.
 - ~~1.1.3. People use public transportation options to access to destinations in the area where they want and need to go.~~
 - 1.2. Public transportation positively impacts our environment.
 - 1.2.1. Public transportation options are increasingly chosen over use of a personal car.
 - 1.2.2. Public transportation options minimize energy use and, pollution, and conserve natural resources.
 - 1.2.3. Public transportation options produce conditions favorable to more compact and walkable land development.
 - 1.2.4. ~~Community stakeholders and those who influence federal, state and municipal policy have compelling data about transit-oriented supportive land use development and its contribution to a more sustainable environment. Land is developed in a transit supportive manner OR Relevant public policy is transit supportive~~
 - 1.3. Public transportation positively impacts the economic prosperity of the area.
 - 1.3.1. Public transportation facilitates labor mobility.
 - 1.3.2. Workers and sStudents can access employment and education opportunities without need of a personal vehicle.
 - ~~1.3.3. Employers have access to a diverse labor pool.~~
 - ~~1.3.4.1.3.3.~~ Visitors use have access to transit services inwithin the area.
 - ~~1.3.5.1.3.4.~~ Transit services connect the area ~~The area is connected~~ to the Metro Detroit region.
 - ~~1.3.6. Residents of the area recognize the positive contributions that public transportation makes to the community economy. [OR as End #4 if you broaden the~~

Commented [MC1]: Mike suggested complete deletion.

Commented [MC2]: Kathleen suggested "Riders" instead of the three categories. I'd suggest keeping "Residents". Riders and residents are different – one is beneficiaries the other are owners/voters. There may be important differences to such a change.

Commented [MC3]: We anticipate the LAC having comments on this section.

Commented [MC4]: Unsure that this adds anything not addressed in other policies. Consider deletion.

Commented [RM5R4]: Agree

Commented [MC6]: Lots of discussion about the outcome intended. Should the AAATA merely provide data or more assertively advocate? Likely to increase our political visibility and risk, but may have pay offs.

Commented [MC7]: Suggested by Raymond 1.2.4. Public transportation advances transit supportive development and its contribution to a more sustainable environment.

Rationale: recenters the end back on what we control (pub trans) and removes reference to means (compelling data)

Commented [MC8]: As soon as students take a job, they are covered under 1.31., meanwhile education is a economic activity of value.

Some discussion about whether this should apply to only post-secondary or also to high schools, and would high schools be a economic or social outcome.

Commented [RM9R8]: Interesting question – it might be that high school students are captured by 1.1. However, the board could leave this to the CEO's reasonable interpretation

Commented [MC10]: Questions about high-schools can be addressed in Interpretation.

Commented [MC11]: Redundant with 1.3.1 re: labor mobility. Consider deletion.

Commented [RM12R11]: Agree

Commented [MC13]: Rose suggested "Transit services connect the area to the Metro Detroit region."

Commented [MC14]: Some discussion about how accountable the CEO of the AAATA can be for the rol (...)

Commented [RM15R14]: This is a good point – What about "Transit services connect the area to the Metro Detroit region"?

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~~statement as follows.] Residents of the area recognize the positive contributions of public transportation to the area's quality of life.~~

1.4. Passengers are highly satisfied with public transportation services.

~~1.4-1.5. Residents of the area recognize the positive contributions of public transportation to the area's quality of life.~~

Commented [MC16]: Preference for the 2nd statement. In this case, I would probably move this statement to 1.4.1

Commented [MC17]: Some uncertainty on this. Eric didn't see how it was economic and suggested replacing with more clear statement on ridership/coverage. There is also overlap with 2.10 and could be relocated to that Exec Limitation section.

Commented [MC18]: Board still conflicted about this one. Some strong feelings to keep it in place of prominence. CEO feels that it can stay without serious problems.

The CEO feels that 2.1 should have this...but I'm not sure why it couldn't be in both places.

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Commented [MC19]: Preference for the 2nd statement. In this case, I would probably move this statement to 1.4.1

ISSUE BRIEF: Bus Paint Scheme Update

Meeting: Board of Directors

Meeting Date: November 21, 2019

INFORMATION TYPE:
Other
RECOMMENDED ACTION(S):
Receive for Information and provide feedback prior to a decision by the CEO.
PRIOR RELEVANT BOARD ACTIONS & POLICIES
<ul style="list-style-type: none"> • 2.8 ASSET PROTECTION - The CEO will not cause, allow or fail to address circumstances in which corporate assets are to be unprotected, inadequately maintained, or unnecessarily risked... • 2.8.5 Endanger the organization's public image, credibility, or its ability to accomplish Ends... • 2.11.1.5 Let the Board be unaware of material internal changes...
ISSUE SUMMARY:
<p>As previously communicated, the CEO feels that TheRide has inadvertently fragmented its brand and image, leading to reduced recognition of the agency in the community. The CEO feels that the fragmentation must be undone by consolidating towards a single appearance with fewer logos. The first step is the introduction of a new paint scheme for the fixed-route buses that will be delivered in mid and late 2020.</p> <p>The CEO is seeking feedback from the Board, staff, and the public on four option for the new paint schemes. Designs have been developed using the parameters provided in Attachment 1. The CEO would value Board's feedback on the four designs provided in Attachment 2.</p>
BACKGROUND:
<p>In the early 1980s, TheRide's brand was consolidated with an encircled, chevron logo and standardized colors (red, white, dark blue). Around 2014, a new light-blue paint scheme was introduced, unintentionally duplicating the colors of another nearby transit agency, the WAVE.</p> <p>If we are to consolidate our image, using a refreshed version of our red-white-blue chevron look should be the easiest, cheapest and most effective approach. Many residents are already familiar with the chevron brand, and it captures the agency's strong reputation and history. TheRide's chevron logo and colors are still prominently used in many aspects of operations, including letterhead, uniforms, business cards, some buses, etc. Importantly, expensive exterior building signs can remain unchanged. There is no</p>

additional cost to incorporate an updated paint scheme on the new buses as initial painting is included in the purchase price.

Arrival of the first new-look buses will be in 2020. Older buses will not be repainted. The new look will be phased in until uniformity is achieved.

IMPACTS OF RECOMMENDED ACTION(S):

- Budgetary/Fiscal: Little additional costs
- Social: Increased public awareness of the contributions of TheRide.
- Environmental: N/A
- Governance: N/A

ATTACHMENTS:

1. Parameters for Bus Design Scheme
2. Four Bus Designs Options

Attachment 1 - Parameters for Bus Design Scheme

Designing the paint scheme for a bus fleet is not a purely subjective or aesthetic exercise. The fleet colors (i.e. livery) and paint scheme can impact safety, operations, and riders if not done thoughtfully. Therefore design parameters were developed to guide the development of paint-scheme options.

Overall, we want to maximize our positive public image. Our buses are the MOST visible fleet in the City and our most visible asset, and we want to leverage that in our favor to promote ourselves to the community at large, as well as maximize utility for riders.

Branding Guidance

- Return to a color scheme compatible with original logo (red, dark blue, white). This brand/history is strong. Use the same colors but be open to different ideas.
- Design should suggest speed or movement, and should be aesthetically pleasing.
 - Avoid only horizontal lines as this is considered a dated design theme ('70s)
 - Swooshes are a more recent design, but are also becoming dated
 - No "flames coming from the wheels" scheme
 - Examples from Canada, Europe, or the west coast are encouraged to inspire a more modern design
- Bus colors are a kind of way finding, allow riders to distinguish different agencies' buses. Colors must differentiate us from UM buses (blue and yellow), as well as WAVE (light blue) and Peoples Express (white with blue and red lettering). It is unacceptable to mimic colors/look used by others when the buses serve the same area. Private bus designs should also be avoided.
 - Colors should be reasonably different from DDOT, SMART and People Mover.
- Consider rider's perspective:
 - Riders need to be able to distinguish our bus when approaching at night. A lighter color on the front is encouraged. Riders need to see that 1) it is a bus from a distance, and 2) that it is not a UM bus.
 - Riders looking at the rear of the bus in a terminal (CCTC) should be able to quickly distinguish us from UM buses.
 - The rear of the bus should be highly visible to car drivers to reduce rear-end crashes.
 - Bike racks tend to obscure the front end most of the time. This can limit the use of this space. Design should assume bumpers and bike racks are present.
- Make sure all needed markings are clear and in high contrast colors. (e.g. bus numbers, safety messages, logos, URLs). An information portal (URL) is preferred.
- Paratransit buses and other vehicles should be taken into consideration.

Safety Guidance

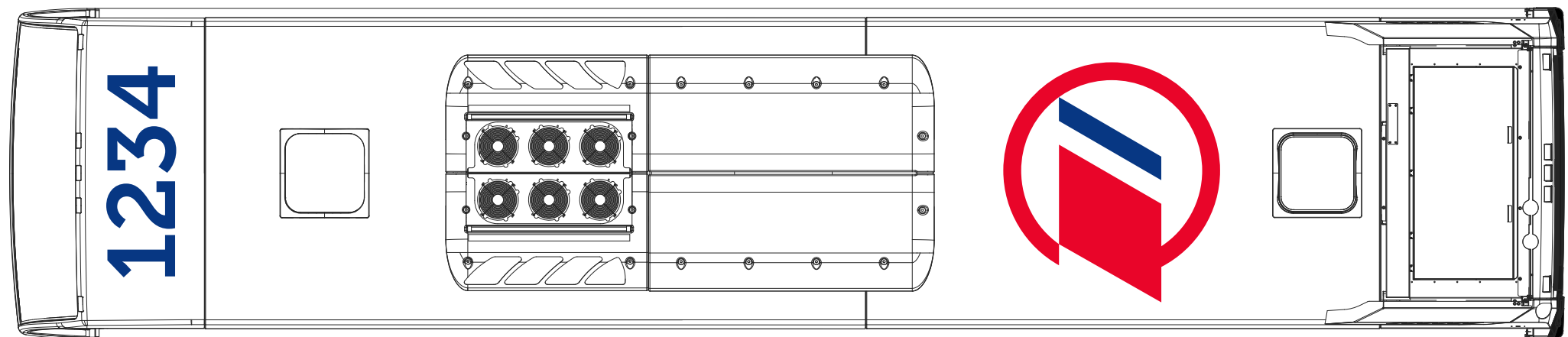
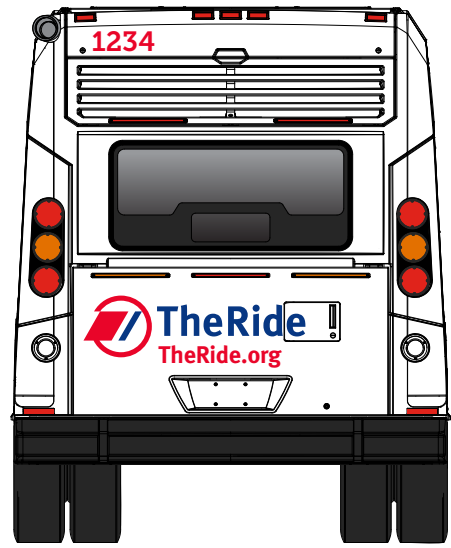
- Design cannot obscure the driver's view out of any window.
- Only slight obscuring of a passengers' view out of any window will be acceptable. Some designs may necessitate covering parts of windows. This is undesirable but can be considered if the design is remarkable. Windows are generally dark so light-colored lines could be used.
- Cannot obscure view out of glass doors to alighting surface (ground).
- Design should take into consideration that wheels can throw road dirt/grime on lower sides.

Maintenance Guidance

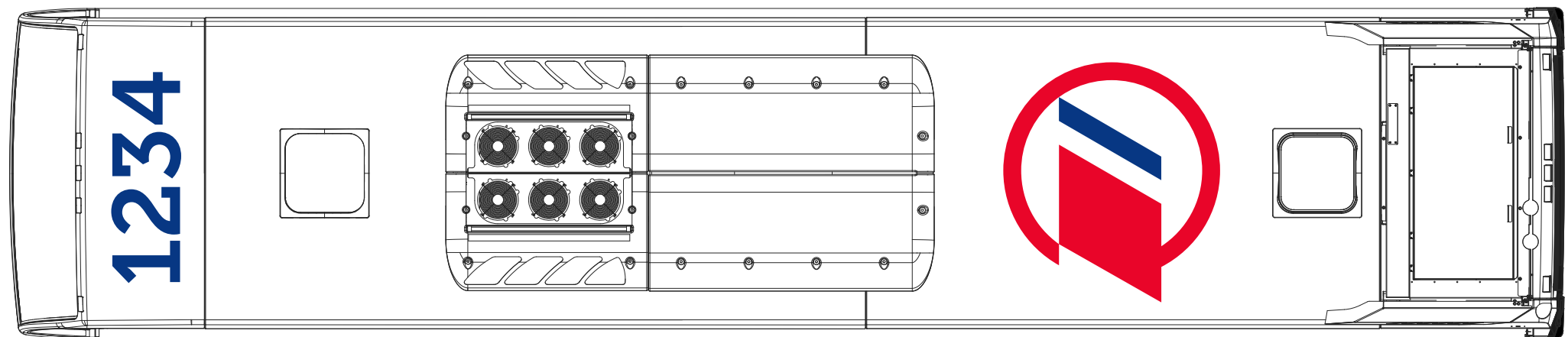
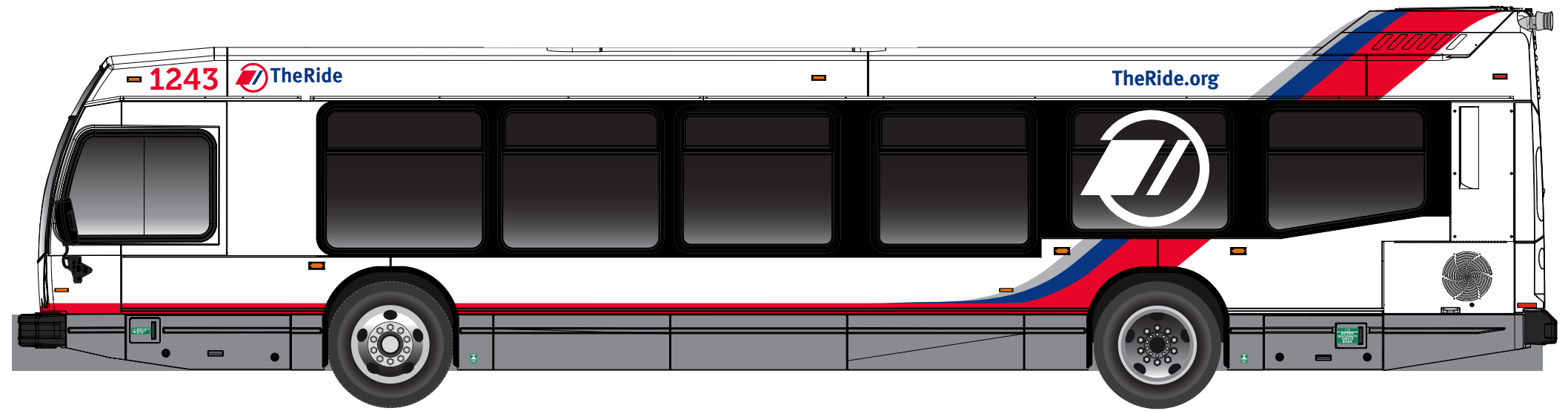
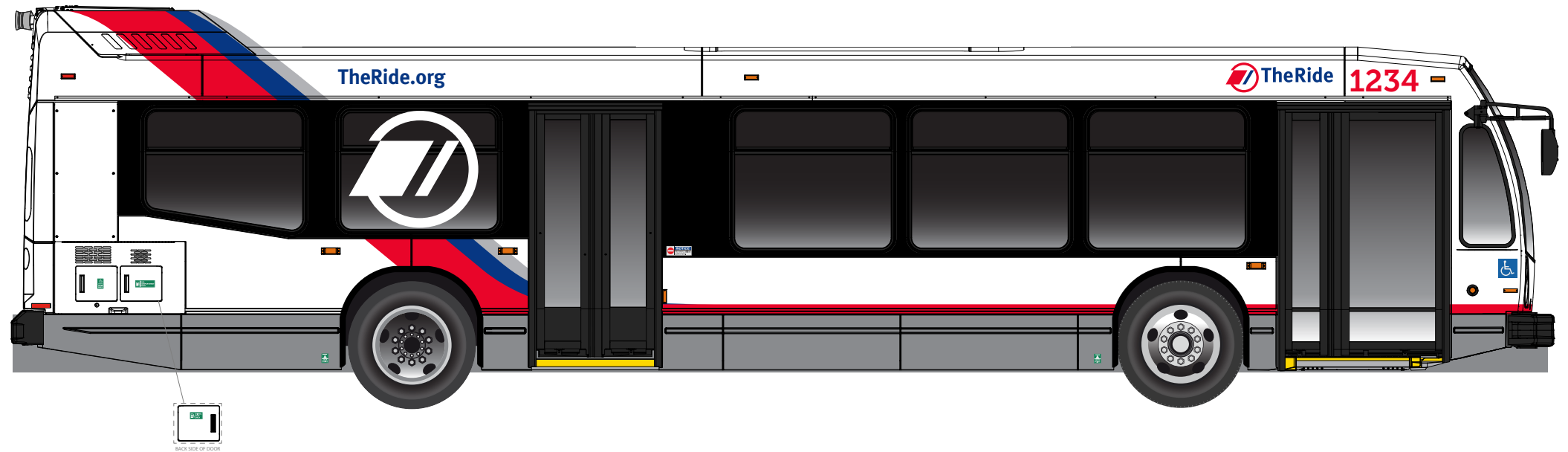
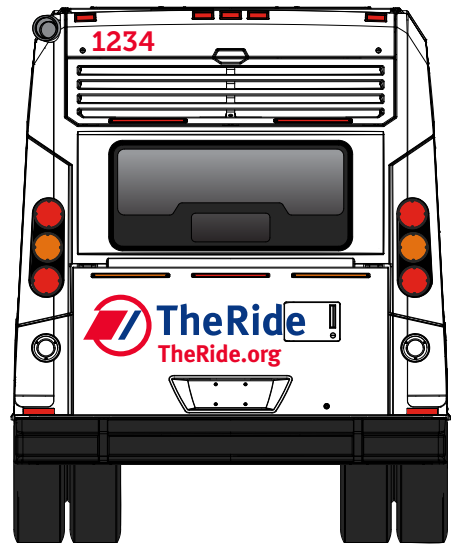
- Lower panels are frequently damaged and should be easy to replace without compromising the paint scheme.
- Accommodating for lower panels reduces design space and color options.

Advertising Guidance

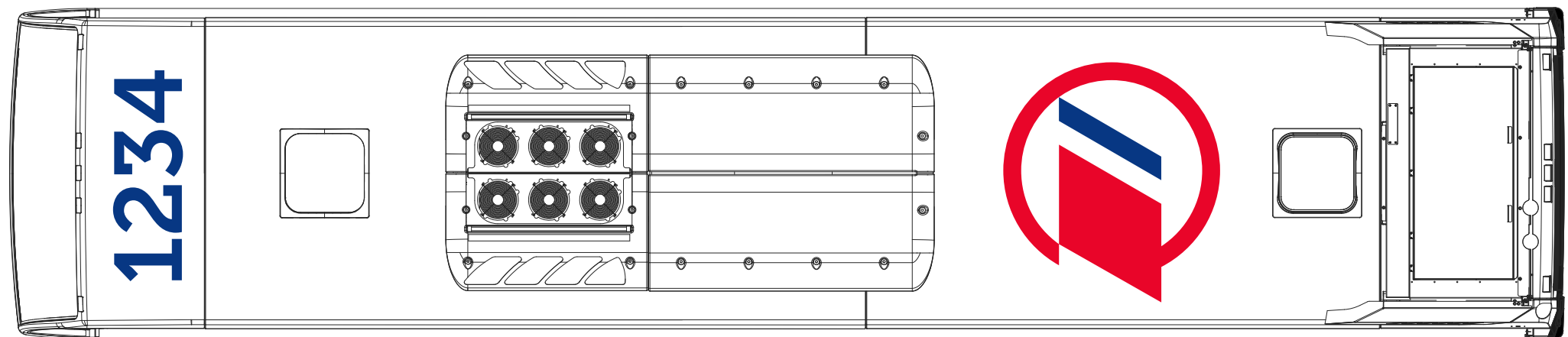
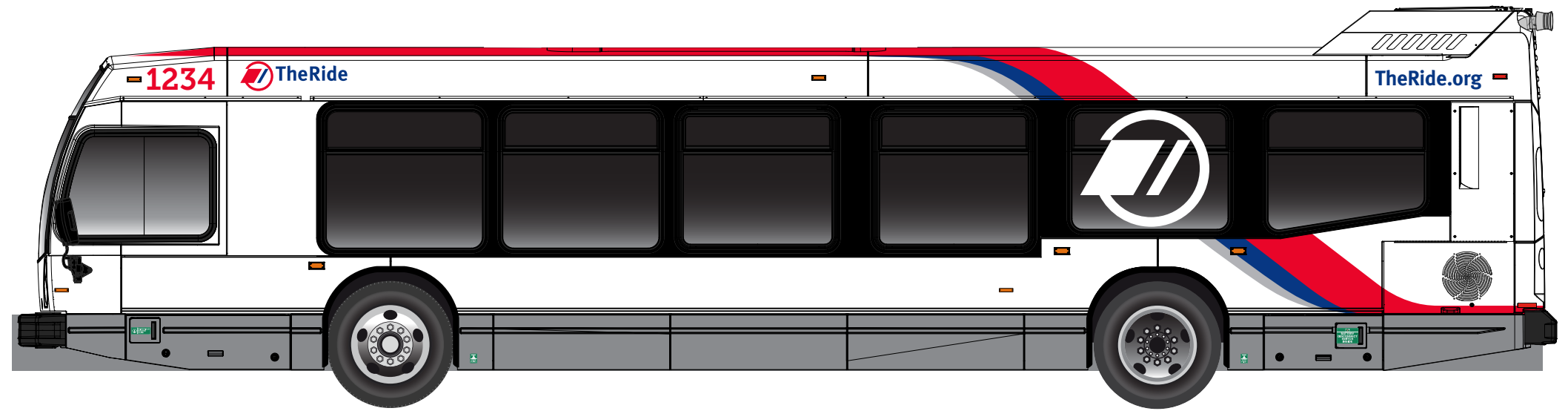
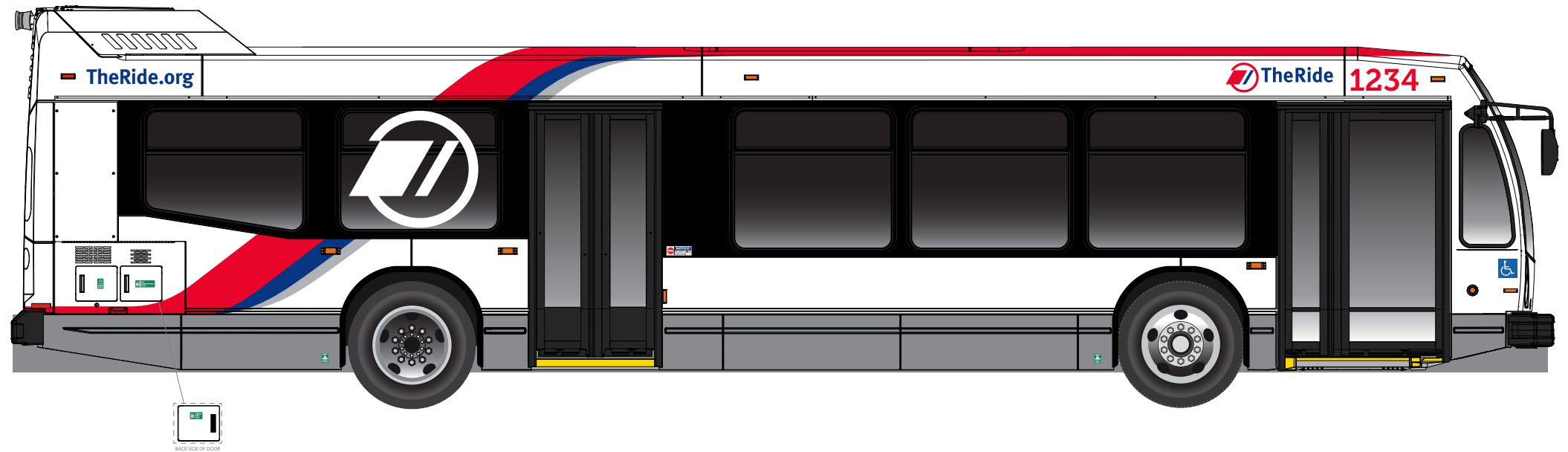
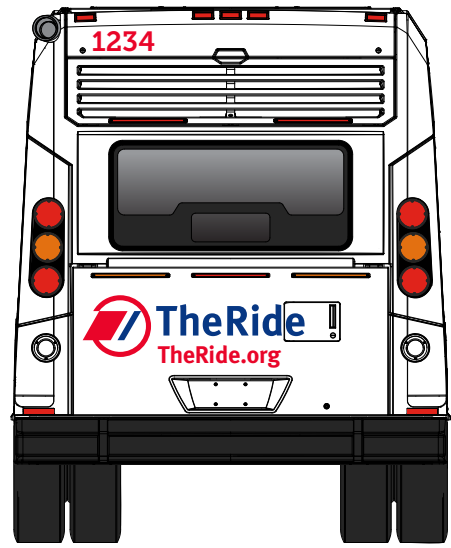
- TheRide brand is a priority while advertising space is secondary. We understand that changes and limitations to ad space may be necessary.



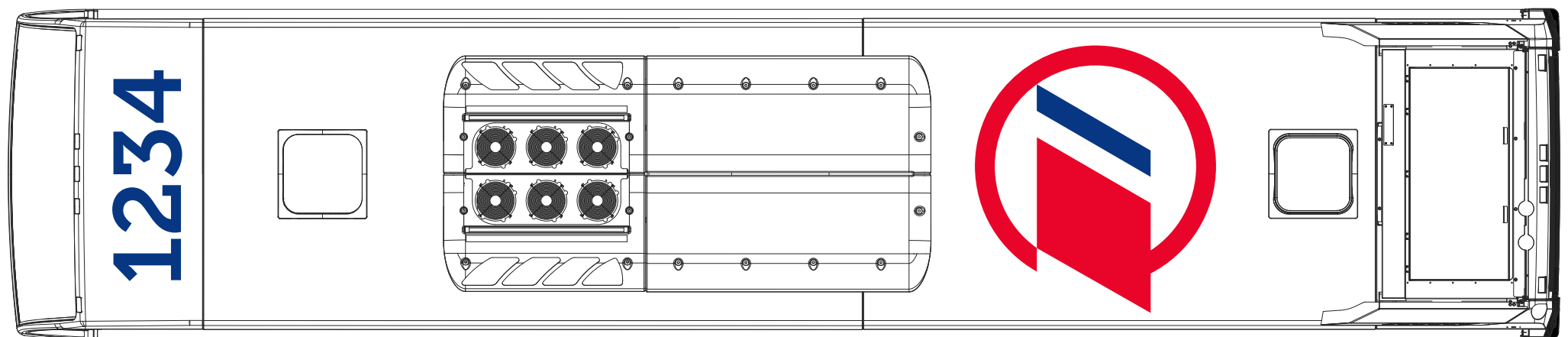
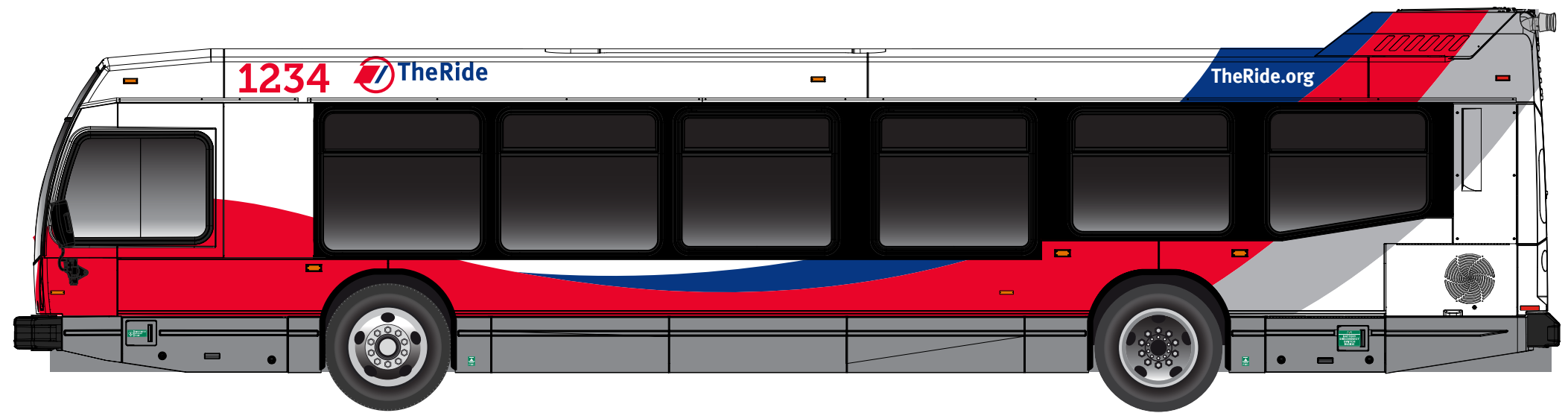
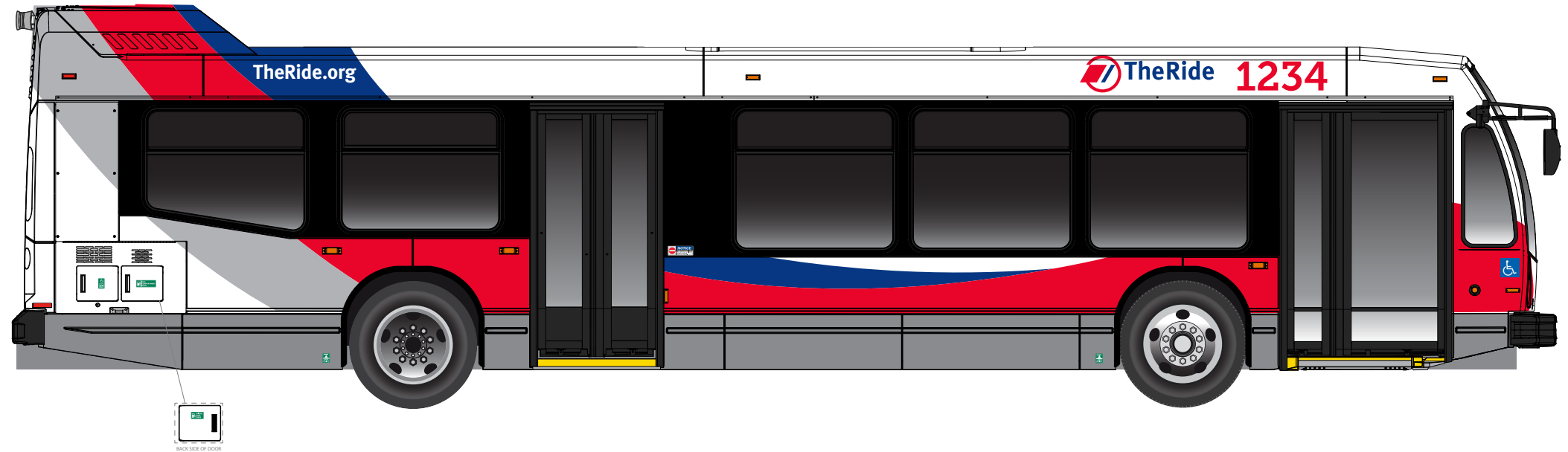
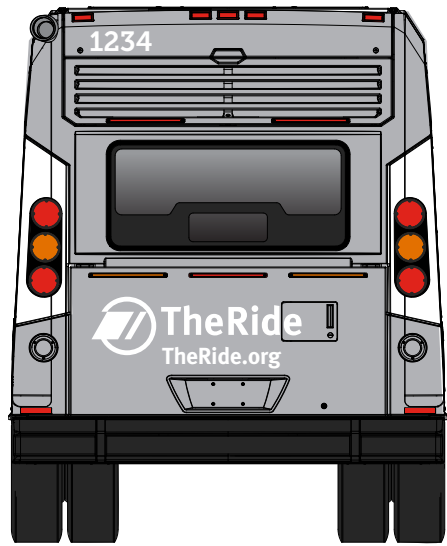
1A



3A



3B



6B

ISSUE BRIEF: 2019 Q4 Satisfaction and Service Report

Meeting: Board of Directors

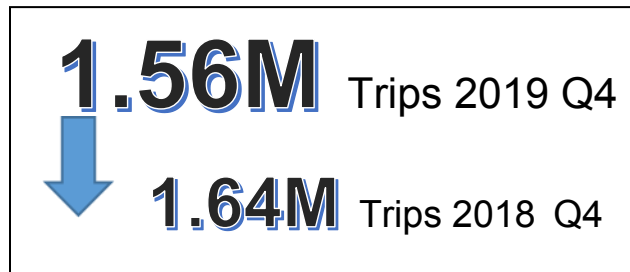
Meeting Date: November 21, 2019

RECOMMENDED ACTION(S):
Receive as CEO Operational Update.
PRIOR RELEVANT BOARD ACTIONS & POLICIES
<ul style="list-style-type: none"> 2.11.1.5 CEO shall not...Let the Board be unaware of...operational... [and] customer satisfaction metrics... Appendix A: Informational Reports schedule specifies quarterly Customer Satisfaction and Service Performance reports in Nov, Feb, May, Sept
ISSUE SUMMARY:
<p>Staff present the Quarterly Satisfaction and Service Report populated with currently available and reportable data/targets for Fixed Route, Paratransit, and Vanpool service. The format has changed slightly with the table look, but the information is still the same. One missing item is cost per revenue hour which is still being worked on with the year-end closing. Information is sorted into several Ends Policy categories. Staff will continue to work on defining and populating the remaining items for Fixed Route and for other services. Targets, when possible, will be set in Ends Policy Interpretations. A glossary of terms for currently tracked metrics is attached.</p>
ATTACHMENTS:
<ol style="list-style-type: none"> 1. Highlights Brief 2. FY 2019 Q4 Satisfaction and Service Report 3. Glossary of Terms

Service and Satisfaction Report Highlights

7/1/2019 to 9/30/2019

Fixed Route Ridership:



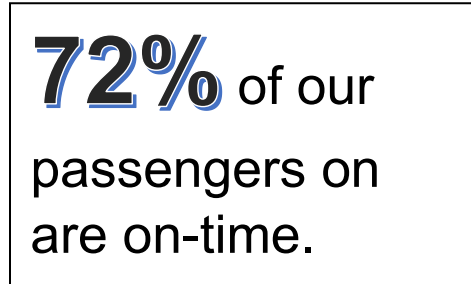
Ridership decreased 4.9% quarter to quarter. We are continuing to see a general trend downward in ridership in the last three quarters, which follows the national trend.

Safety

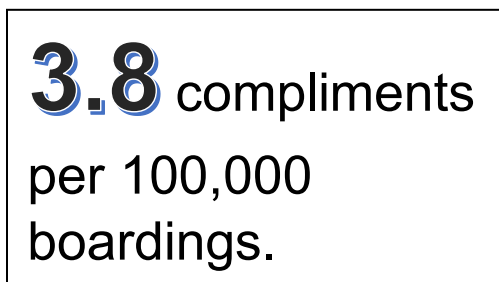
The quarter to quarter trend in preventable collisions and incidents is down to 1.88 per 100,000 miles. This is well below the target of 3.5, and we will continue to work to bring it down as low as possible.

Fixed Route: On-Time Performance

We continue to track the new metric focused on how many *passengers* are on a on-time bus. This factor is down 3% from last quarter, but even from the same quarter last year. Given the amount of construction within Ann Arbor during this period, staying even with last year is seen as a positive, although obviously still room for growth.



A more comprehensive set of solutions will be part of the outcome of the long-range plan, as presented by Planning and Innovation.



Fixed Route: Complaints & Compliments

Compliments per 100,000 boardings stayed steady with just a 0.1 drop. Complaints are down significantly this to 1.3 or a 33% drop, quarter to quarter. We investigate each complaint and take appropriate action with every one.

Fixed Route: Bus Condition & Road Calls

The bus condition statistic has improved from last quarter again. While the comparison to last year's number is positive, please remember we changed the definition during the 2019 fiscal year.

26,667 miles
between road calls

Paratransit: Ridership

Paratransit ridership totals were essentially flat Q4 2018 to Q4 2019. Our staff has examined the second quarter increase in denials for the period and found no pattern in the denials (time period, day of week, etc) upon which to take action. Michelle Willis, our new Manager of Mobility Services, is working with staff on implementing the recommendations in the paratransit study. We also had a significant increase in complaints which she is working with the contractor to rectify.

98.3

PMPG

(passenger miles
per gallon)

\$30.92

average monthly
fuel cost per user

Vanpool

Quarter to quarter, we have an increase of 11 van pools to a total of 118, or a 10% increase, and increased ridership of 64,679 trips.

FY 2019 Q4 Satisfaction and Service Report

Service: Fixed Route (Local + ExpressRide)		FY 2018	FY 2019				
End/Outcome	Measure	Q4	Q1	Q2	Q3	Q4	Q4-Q4
Ridership	Boardings	1,647,843	1,701,224	1,533,512	1,529,005	1,566,514	-4.9%
	Boardings per Capita in Service Area	7.2	7.4	6.7	5.9	6.1	-16.0%
Satisfaction	User Surveys (every 2 years)						
Safe	Preventable accidents + pass. Injuries/ 100,000 miles	1.91	2.10	1.65	2.00	1.88	-1.4%
Reliable	On-time Performance (within 0-5 min at timepoints)	82.8%	73.3%	78.0%	77.0%	74.0%	-10.6%
	% passengers on an on-time bus	72%	72%	76%	75%	72%	0.0%
	Miles between road calls	20,063	N/A	20,446	23,689	26,667	32.9%
	Average age of fleet		5	6.5	6.5	6.5	
Courteous	Complaints per 100,000 boardings	2.0	2.1	3.3	1.7	1.3	-33.1%
	Compliments per 100,000 boardings			3.7	3.9	3.8	
Comfortable	% of qualifying, possible bus stops with shelters	90%	90%	90%	90%	90%	0.0%
	Condition, cleanliness of bus: % buses scoring 80+/100	78%	80%	84%	87%	87%	11.5%
Eff. Stewardship	Boardings per Revenue Hour	23.6	24.0	22.0	21.3	23.6	0.0%
Service: Paratransit							
End/Outcome	Measure	2018 Q4	2019 Q1	2019 Q2	2019 Q3	2019 Q4	Q4-Q4
Access	ADA Service Denials/ ADA Boardings	0.07%	0.28%	0.28%	0.18%	0.08%	11.4%
Ridership	ADA Trips	29,815	29,327	29,760	35,837	29,003	-2.7%
	Senior Trips	2,604	3,159	3,386	2,649	2,885	10.8%
	Total ADA and Senior Trips	32,213	35,383	33,449	34,889	31,888	-1.0%
	ADA Boardings/Capita	0.13	0.13	0.13	0.16	0.11	-13.5%
Reliable	On-time Performance (% within 30 min Service Window)	97%	97%	96%	97%	96%	-1.3%
Courteous	% of Complaints/Boardings	0.03%	0.03%	0.05%	0.09%	0.07%	92.9%
Stewardship	Boardings per Revenue Hour	1.45	1.54	1.54	1.46	1.53	5.2%
	Cost/Boarding	\$ 35.84	\$ 33.92	\$ 37.37	\$ 37.58	\$ 39.09	9.1%

FY 2019 Q4 Satisfaction and Service Report (continued)

Service: Vanpool		FY 2018	FY 2019				
End/Outcome	Measure	2018 Q4	2019 Q1	2019 Q2	2019 Q3	2019 Q4	Q4-Q4
Ridership	# of vanpools (at end of Q)	107.0	104.7	103.3	105.3	118.0	10.3%
	# of rider trips taken	58,316	59,467	59,698	59,873	64,679	10.9%
Alt to Auto	Avg Monthly Fuel Cost to User	\$ 34.33	\$ 30.39	\$ 28.62	\$ 32.75	\$ 30.92	-9.9%
	Avg monthly passenger miles/traveller	1,099	1,102	1,124	1,117	1,117	1.6%
Stewardship	Subsidy per passenger trip (Federal)	\$ 3.17	\$ 2.97	\$ 2.92	\$ 2.92	\$ 2.66	-16.1%
	Passenger miles/gallon	92.0	90.8	90.4	89.7	98.3	6.8%

Prepared by BSmith@theride.org 11/1/2019

Page 2

Quarterly Satisfaction and Service Report: Glossary of Terms

Boardings (“Unlinked Passenger Trips,” a Transit industry standard metric)

The number of passengers who board public transportation vehicles. Passengers are counted each time they board a vehicle no matter how many vehicles they use to travel from their origin to their destination. Also reported to National Transit Database.

Per Capita in Service Area.

Population that lives in the AAATA service area, calculated using census tracts (retrospective measure). Also reported to National Transit Database.

Preventable accidents and Passenger Injuries.

Total number of accidents that have been judged to be preventable and any passenger injuries. Serious accidents and all injuries are reported to National Transit Database.

On-time performance.

Percentage of buses that leave scheduled timepoints within 0-5 minutes past the posted schedule. Transit industry standard metric.

Miles between Road Calls.

The average number of times a bus must be taken out of service because of equipment issues, divided by how many miles the fleet has run. Transit industry standard metric.

Complaints

A complaint is when a customer or non-customer communicates to AAATA that something is unsatisfactory or unacceptable. All complaints are looked into and referred to appropriate staff.

Bus Stops with Shelters

AAATA, based on the industry standard, puts shelters at stops that have an average of 50 or more riders per weekday. A bus stop is considered to meet these standards if there is

- An AAATA shelter
- An alternative shelter is in close proximity to the stop making an AAATA installation redundant.

Only shelters that *may* be possible are included in the metric. Not included are several 50+ rider/day bus stops where a stop is not currently possible because property owners have declined to grant an easement (3%) or there is insufficient space in dense, downtown areas (13%).

Condition of Vehicle

The image of the transit system, including the condition of the transit vehicles is an important factor in determining user satisfaction. The 100-point system is aligned with industry study: Climate Control (20), Interior Cleanliness (30), Exterior Cleanliness (10), Repair of Seats (20), Interior Lighting (10), General Repair (10).

ISSUE BRIEF: CEO Report

Meeting: Board of Directors

Meeting Date: November 21, 2019

INFORMATION TYPE:
Other
OPERATIONAL & PROJECT UPDATES
<ul style="list-style-type: none"> <li style="margin-bottom: 10px;"> <p>• LONG RANGE PLAN - PUBLIC ENGAGEMENT The Long-Range Plan public engagement period ended on November 11. We held three public meetings and X Pop-up sessions at the Blake and Ypsilanti Transit Centers. We will continue to reach out to stakeholders throughout the month of November. Once this is completed, we will begin the plan scenario development phase. More information is available at TheRide.org/TransitForTomorrow.</p> <li style="margin-bottom: 10px;"> <p>• DETROIT – ANN ARBOR EXPRESS BUS SERVICE The RTA and TheRide are working to implement this new service which has received funding from the State and federal governments. A contracted bus operator, Indian Trails, has been selected and detailed planning discussions are underway. We are hoping to launch this new inter-county service in January 2020.</p> <li style="margin-bottom: 10px;"> <p>• YPSILANTI TRANSIT CENTER GRANT The federal government recently announced winners for the BUILD grant and, unfortunately, TheRide was not successful. In fact, there were no BUILD grants awarded anywhere in Michigan. TheRide did submit a second grant application and is still awaiting the announcements of those awards. Staff will take steps to learn from unsuccessful applications to improve competitiveness in the future. On first glance, the successful projects appear to be predominantly rural and road-oriented.</p> <li style="margin-bottom: 10px;"> <p>• CARBON REDUCTION IN ANN ARBOR The City Council in Ann Arbor has passed a resolution calling for the City to become carbon neutral by 2030, a very ambitious target. TheRide has accepted an invitation to serve as a technical advisor and partner in this work. The goal is consistent with TheRide’s Board’s End policies on reducing emissions. At this time, it is unclear how the City’s objectives will be achieved or whether additional funding will be forthcoming. TheRide staff expects that this initiative will renew political pressure on TheRide to convert to electric propulsion in the near future.</p> <li style="margin-bottom: 10px;"> <p>• Y-LOT The CEO made a brief presentation to the Downtown Development Authority’s Partnership committee, clarifying TheRide’s interest in and hopes for the Y-Lot. The Committee included two city councilors and the City Administrator. The CEO explained the desire to create a bigger, improved transfer platform so that riders would have a better experience. The clarification seemed to be welcomed and perhaps updated some older</p>

perceptions about our interest in the property. The City's own planning process for the Y-Lot is becoming public in mid-November. TheRide is a partner in that work.

- **BUS OPERATIONS**

We are in the process of hiring a new class of Motor Coach Operators to begin this December, and to be ready for service by the end of January. The detour season has not ended with the summer, as Ann Arbor-Saline Road and Platt Road are being shut down, significantly affecting routing through both areas.

- **MOBILITY SERVICES**

We continue to work on implementing pieces of the paratransit study, including modernizing our existing software, planning for a software update later this fiscal year, and working on a plan to bring to LAC for what service could look like in the future.

- **FLEET SERVICES AND FACILITY SERVICES**

Fleet and Facilities employees finished their fall refresher training last month with topics ranging from safety updates, customer service tips, and even some time with Matt for an informal Q and A with the CEO. The DGOC Roof and HVAC project is wrapping up. PHOTOS to be included. In addition to hiring operators, we are looking to fill two diesel technician positions, so if you know of any good candidates, please send them our way.

- **WATS POLICY COMMITTEE UPDATE**

The committee did not meet in October.

- **TRANSPORTATION COMMISSION**

The Ann Arbor Transportation Commission met October 16th. A presentation was made regarding the City undertaking a sidewalk gap analysis as well as discussion on the Barton Drive Parking Removal resolution, which was approved by the Commission and forwarded to City Council.

- **BIKESHARE/ARBORBIKE**

We are waiting for final permitting agreement from the City of Ann Arbor to begin operations.

Board Self-Monitoring Questionnaire

Name:

Date of Board Meeting:

Instructions:

This form will be used to monitor our performance as a Board. Please respond to each question by selecting Yes or No and providing additional information where necessary.

Questions:

1. Were the issues covered in the Board meeting significant to AAATA? Yes or no? If no, please explain.

2. Did the materials you received prior to the meeting adequately prepare you to participate in the discussion? Yes or no? If no, please explain.

3. Did the board conduct oversight of management or policy? If yes, please indicate which management or policy matters were discussed. If no, please provide reasons for the lack of discussion on oversight of management or policy.

4. Overall, was the meeting worth your time? Yes or no? If no, please explain