



MEETING: COTA BOARD OF TRUSTEES

DATE: WEDNESDAY, AUGUST 26, 2020

TIME: 8:30 AM – 10:00 AM

LOCATION: VIA WEBEX

MEETING MINUTES

1. CALL TO ORDER

Chair Treneff called the August 26, 2020 Meeting of the COTA Board of Trustees to order at 8:31 AM.

2. ROLL CALL

Board Members Present
Craig Treneff, Chair
Marlon Moore, Vice Chair
Trudy Bartley
Cathy DeRosa
Jennifer Gallagher
Steven Gladman
Thomas Grote
Amy Landino
Timothy Skinner
Julie Sloat
Kumi Walker

Board Members Absent
Michael Stevens

3. APPROVAL OF BOARD OF TRUSTEES MEETING MINUTES

Vice Chair Moore motioned to approve the June 24, 2020 Annual Meeting of the Board of Trustees Meeting Minutes. Trustee Gladman seconded the motion. Motion carries.

Trustee Gladman motioned to approve the June 24, 2020 Regular Meeting of the Board of Trustees Meeting Minutes. Trustee Walker seconded the motion. Motion carries.

4. COMMENTS OR STATEMENTS FROM THE AUDIENCE

Mr. Walter Hardy, City of Columbus resident, addressed the COTA Board of Trustees. He stated that he has concerns with some of the resolutions before the Board of Trustees. Mr. Hardy stated



that he has sent a written version of his remarks to the Board Secretary and asks that they be distributed to the entire COTA Board of Trustees.

Chair Treneff thanked Mr. Hardy for his comments.

5. PRESIDENT'S REMARKS

Joanna M. Pinkerton, President/CEO, stated that her remarks this morning are more forward thinking. COTA is committed to change, even knowing that change does not happen overnight. The investments that we make today will pay off in the future. On the agenda today, you will see that we have expanded microtransit in Grove City, as well as launching in Westerville. Also on this morning's agenda is an investment into furthering the LinkUS Corridor Initiative. This month, all of our board members had the opportunity to learn more about our customers and who we are serving. Our community depends on us more than ever, and we are committed to making investments to make their lives easier. On Friday, it will be announced that COTA is once again the recipient of APTA's Outstanding Public Transit System Award. This is a tremendous honor and it is a testament to the work of our 1,150 employees.

6. STRATEGIC AND OPERATIONAL PLANNING COMMITTEE REPORT – MARLON MOORE, CHAIR

Vice Chair Moore stated that the Strategic and Operational Planning Committee met on Wednesday, August 5, 2020. The committee also heard the Customer Personas and Fare Modernization presentations that were shared at all committees.

The committee heard an update on the Strategic Plan from Sophia Mohr, Chief Innovation Officer, and how the work will be focused on the reinvention of the organization. The work will be focused on Sales and Marketing, Product Development, and Culture Transformation and the organization transforms into a mobility solutions provider.

The committee also heard from Kimberly Sharp, Senior Director of Development, on the LinkUS Corridor Initiative which seeks to provide mobility systems along key corridors. Partners include the City of Columbus, Franklin County, MORPC, and other public and private partners.

Lastly, the committee heard a presentation on COTA//Plus from Elliott Doza, Service Planning Project Manager, and Jason Yanni, Senior Director, Program Management and Innovation. They shared key performance indicators for the COTA//Plus program, as well as additional information on the City of Westerville launch on August 24, and the expansion of the zone in Grove City.

7. EXTERNAL/STAKEHOLDER RELATIONS COMMITTEE REPORT - AMY LANDINO, CHAIR

Trustee Landino stated that the External/Stakeholder Relations Committee met on Tuesday, August 11. The committee heard from Dr. Alexis Yamokoski, Chief Marketing & Experience Officer as she presented the Customer Personas presentation. The committee also heard the Fare Modernization Presentation from Angel Mumma, Chief Financial Officer. The overall message is that it was time to replace the current fare management system due to the need for an option to

provide more equitable access to safe and affordable transportation to the most vulnerable in our community. The committee also heard a presentation on Workforce Diversity and EEO from Jana Davis, Diversity & EEO Administrator and Quincy Howard, Contract/DBE Program Administrator.

8. PERFORMANCE MONITORING/AUDIT COMMITTEE REPORT – KUMI WALKER, CHAIR

Trustee Walker stated that the Performance Monitoring/Audit Committee met on Wednesday, August 19. Angel Mumma, Chief Financial Officer, provided a financial update to the Committee. COTA continues to be in a strong financial position with 19 months of working capital available. As expected, revenue continues to come in under budget – with no fares being in place since late March and sales tax declining as a result of the pandemic. However, these losses in revenue are offset by the CARES Act funding received by COTA. It is anticipated that this additional revenue will not only offset the losses in 2020, but also a portion of 2021. The team is also keeping a close eye on expenditures with spending through July reflecting a decrease of nearly 9.5% from the 2020 budget. Any amount saved this year will help also minimize the impact of reduced revenue from COVID into next year as well. Through July, operating revenues, due to the CARES Act funding exceeded operating expenses, thereby increasing COTA’s net position by \$44.5 million.

The committee then heard three presentations. The first was a presentation by COTA’s external auditor – Larry Weeks, from Clark Schaefer Hackett. Next, Alexis Yamokoski presented the Customer Persona Presentation and then finally, Angel presented on COTA’s fare modernization project,

The committee then reviewed 15 resolutions; five are recommended for the regular agenda while the remaining 10 are recommended to be placed on the consent agenda.

2019 Audit Presentation – Larry Weeks, Clark Schaefer Hackett

Larry Weeks with Clark Schaefer Hackett presented the findings from the 2019 Audit Report. His firm conducted the fiscal year 2019 audit of the organization’s financial statements. He stated that it was a clean audit. The government auditing standards report indicated no material weaknesses in internal control and no material instances of noncompliance to be reported. All financial materials have been uploaded to BoardPaq for the COTA Board of Trustees members to reference if they are seeking additional information.

Resolution 2020-70 - Accepting the Audit Performed by Clark Schaefer Hackett for Fiscal Year Ending December 31, 2019

Angel Mumma, Chief Financial Officer, stated that this resolution would accept the findings and report that were just presented by Clark Schaefer Hackett.

Trustee Sloat motioned to approve Resolution 2020-70 -Accepting the Audit Performed by Clark Schaefer Hackett for Fiscal Year Ending December 31, 2019. Trustee Walker seconded the motion. The motion carries with a vote of 12-0.

Resolution 2020-71 – Authorizing a Student Discount Pass Program

Angel presented Resolution 2020-71. This resolution would give the administration the ability to enter for this contracts with various schools, colleges and universities to offer a discount Pass Program to students. The cost of the discount Pass Program would be \$13.50 per student, per semester for the 2020 through 2021 academic year.

Trustee Gladman stated that he is not in support of this resolution at this time and would like to have a broader conversation about the ability to continue no fare before implementing additional discount programs. Angel stated that there are no plans to begin charging the groups that enroll in a discount pass program while we remain under no fares.

Trustee DeRosa asked if there was a discussion about types of fare rates for K-12. Trustee Bartley stated that there needs to be a separation between high education and K-12 given the fact that many high education institutions will pass along the fee to the student versus the school district paying for each student.

Trustee Landino motioned to approve Resolution 2020-71 – Authorizing a Student Discount Pass Program. Trustee Gallagher seconded the motion. The motion carries with a vote of 9-3 (Bartley, DeRosa, Gladman).

Resolution 2020-72 – Authorizing a School Faculty and Staff Discount Pass Program

Angel presented Resolution 2020-72. This resolution would establish a discount pass program for staff and faculty at K-12 and higher education institutions for the 2020-2021 school year. The discount would be 25% based on the assumption that the schools enroll a minimum of 10% of their faculty or staff. Therefore, a 31-day pass would be \$46.50.

Vice Chair Moore motioned to approve Resolution 2020-72 – Authorizing a School Faculty and Staff Discount Pass Program. Trustee Skinner seconded the motion. The motion carries with a vote of 11-1 (Gladman).

Resolution 2020-73 – Authorizing a Contract with AECOM Technical Services Inc. for East-West Corridor Planning

Angel presented Resolution 2020-73. This resolution authorizes a contract with AECOM Technical Services for East/West corridor planning. The total contract is for the period August 27, 2020 through August 26, 2022 at a cost not to exceed \$2 million. It includes two different tasks: alternatives analysis for the West Broad street downtown and East Broad and Main Street corridors, as well as a financial plan. Throughout the entire evaluation, public engagement and development of the community leadership taskforce to leverage partnerships in these neighborhoods.

Trustee Bartley asked if this assessment was similar to the Northwest Corridor assessment. Kim Sharp, Senior Director of Development, responded that yes, it is similar but also different. The

East-West Corridor is primarily a transit corridor plan, whereas the Northwest Corridor Plan included roadway improvements and trail connections.

Trustee Bartley asked what will be the strategies to diversify the outreach for this plan. Kim Sharp stated that there is a commitment to understanding the neighborhoods, the history, the champions, and the challenges before the technical engineering assessment begins. Terry Foegler, Chief Development Officer, also stated that there will be a companion effort by the City of Columbus to update the zoning code at the same time.

Trustee Bartley asked if AECOM is going to engage with diverse groups on the community engagement component. Kim Sharp responded and stated that Gayle Saunders and her team are leading the overall community engagement strategy. They have many sub consultants that will be working with them, as well.

Trustee Walker motioned to approve Resolution 2020-73 – Authorizing a Contract with AECOM Technical Services Inc. for East-West Corridor Planning. Trustee Bartley seconded the motion. The motion carries with a vote of 11-0 with Trustee Gallagher abstaining.

Resolution 2020-74 – Authorizing a Contract with Complete Coach Works for the Purchase and Installation of Operator Barriers

Angel presented Resolution 2020-74. This resolution will allow COTA to purchase operator barriers for our entire fleet. During the COVID-19 pandemic, operator health and safety has been our main concern. Our hopes is that every coach on our fleet will have the operator barrier installed by the end of 2020.

Trustee Skinner asked if operators were able to give feedback and input on the barriers. Matt Allison, Chief of Transit Operations, stated that there was a lot of feedback from operators. The team set up demos of the system at both McKinley and Fields and received outstanding feedback from operators.

Trustee Skinner motioned to approve Resolution 2020-74 – Authorizing a Contract with Complete Coach Works for the Purchase and Installation of Operator Barriers. Trustee Gladman seconded the motion. The motion carries with a vote of 12-0.

9. CONSENT AGENDA

Trustee Skinner motioned to approve the following resolutions on the consent agenda. Trustee Landino seconded the motion. Motion carries 12-0 with Trustee Gallagher abstaining from Resolution 2020-76 – Authorizing a Contribution Agreement with the City of Columbus for Transit Drive Reconstruction.

- **RESOLUTION 2020-75 - AUTHORIZING AN AGREEMENT WITH THE CITY OF GROVE CITY FOR COTA PLUS EXPANSION AND CONTINUATION OF THE COTA PLUS OPERATING ZONE**

- RESOLUTION 2020-76 - AUTHORIZING A CONTRIBUTION AGREEMENT WITH THE CITY OF COLUMBUS FOR TRANSIT DRIVE RECONSTRUCTION
- RESOLUTION 2020-77 - AUTHORIZING EXPENDITURES FOR ENTERPRISE RESOURCE PLANNING SYSTEM LICENSES AND SUPPORT WITH INFOR (US), INC.
- RESOLUTION 2020-78 - AUTHORIZING THE TRANSFER OF FEDERAL INTEREST AND TITLE TO THIRTY-SEVEN (37) GILLIG TRANSIT COACHES TO THE TOLEDO AREA REGIONAL TRANSIT AUTHORITY
- RESOLUTION 2020-79 - AUTHORIZING A CONTRACT FOR COMPREHENSIVE MARKET RESEARCH, MARKETING AND ADVERTISING SERVICES
- RESOLUTION 2020-80 - AUTHORIZING AN EXTENSION OF SERVICES FOR TEMPORARY PERSONNEL SERVICES CONTRACT WITH ACLOCHE AS A DIRECT RESULT OF COVID-19
- RESOLUTION 2020-81 - AUTHORIZING A CONTRACT WITH BATTERY DISTRIBUTION CENTER INC DBA PIQUA BATTERY FOR THE PURCHASE OF BUS STORAGE BATTERIES FOR TRANSIT COACHES
- RESOLUTION 2020-82 - AUTHORIZING AN EXTENDED WARRANTY AGREEMENT FOR ALL DIGITAL ON-BOARD MONITORING AND SURVEILLANCE SYSTEMS WITH SAFETY VISION, LLC
- RESOLUTION 2020-83 - AUTHORIZING EXPENDITURES FOR THE CONTRACT WITH JRED SERVICES, LLC FOR TRASH COLLECTION SERVICES FROM COTA'S TRANSIT STOPS
- RESOLUTION 2020-84 - AUTHORIZING EXPENDITURES FOR YEAR THREE OF THE FIVE-YEAR CONTRACT WITH NEW FLYER OF AMERICA FOR THE PURCHASE OF HEAVY DUTY TRANSIT COACHES

10. **EXECUTIVE SESSION FOR THE PURPOSE OF PREPARING FOR, CONDUCTING, OR REVIEWING NEGOTIATIONS OR BARGAINING SESSIONS WITH PUBLIC EMPLOYEES CONCERNING THEIR COMPENSATION OR OTHER TERMS AND CONDITIONS OF THEIR EMPLOYMENT AND TO CONSIDER THE APPOINTMENT, EMPLOYMENT, DISMISSAL, DISCIPLINE, PROMOTION, DEMOTION OR COMPENSATION OF A PUBLIC EMPLOYEE OR OFFICIAL**

Trustee Gladman motioned to enter into executive session pursuant to Ohio Revised Code 121.22 (G)(4) – for the purpose of preparing for, conducting, or reviewing negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment and pursuant to Ohio Revised Code 121.22(G)(1) to consider the appointment, employment, dismissal, discipline, promotion, demotion or compensation of a public employee. Trustee Sloat seconded the motion. The motion was approved by Chair Treneff, Vice Chair Moore, and Trustees Bartley, DeRosa, Gallagher, Gladman, Grote, Landino, Skinner, Sloat, and Walker via a roll call vote.

The Board of Trustees entered Executive Session at 9:51 AM.

The Board of Trustees exited Executive Session at 10:45 AM.

11. NEW BUSINESS

Trustee Landino motioned to amend the agenda to add Resolution 2020-85 Authorizing Compensation for the President/CEO of the Central Ohio Transit Authority. Trustee DeRosa seconded the motion. Motion carries.

Resolution 2020-85 – Authorizing Compensation for the President/CEO of the Central Ohio Transit Authority

Chair Treneff stated that Resolution 2020-85 would make the following changes to the President/CEO contract: increase the salary to \$330,000 retroactive to January 1, 2020 and be eligible for a bonus compensation of 15% of base salary upon achievement of organizational performance metrics based upon the four guiding principles of the strategic plan. Chair Treneff stated that President Pinkerton's compensation lagged behind other CEO's in our peer group agencies. The increase presented today will bring her in line with those benchmarks and bring a principal of equity to the position. COTA has maintained our position as a leader and is being nationally recognized again for Joanna's leadership and innovation.

Trustee Landino stated that there is no reason for President Pinkerton to lag behind her counterparts in the transit agency and encourages approval of the resolution.

Trustee Walker motioned to approve Resolution 2020-85 Authorizing Compensation for the President/CEO of the Central Ohio Transit Authority. Trustee Landino seconded the motion. Motion carries with a vote of 9-0.

12. MEETING CALENDAR

- STRATEGIC AND OPERATIONAL PLANNING COMMITTEE – OCTOBER 12, 2020 | 10:30 AM
- EXTERNAL STAKEHOLDER RELATIONS COMMITTEE – OCTOBER 13, 2020 | 3:00 PM
- PERFORMANCE MONITORING/AUDIT COMMITTEE – OCTOBER 19, 2020 | 2:00 PM
- GOVERNANCE COMMITTEE – OCTOBER 19, 2020 | 3:00 PM
- BOARD OF TRUSTEES – OCTOBER 28, 2020 | 8:30 AM

13. ADJOURNMENT

Trustee Gladman motioned to adjourn the COTA Board of Trustees Meeting. Trustee Landino seconded the motion. The meeting adjourned at 10:54 AM.



Adopted: October 28, 2020

Signed: *Craig P. Treneff*
Craig P. Treneff (Oct 28, 2020 10:32 EDT)

Chair, Board of Trustees

Attest: *Jon Fuchs*
President/CEO

