

MEETING: GOVERNANCE COMMITTEE

DATE: WEDNESDAY, MAY 19, 2021

TIME: 3:00 PM – 4:00 PM

LOCATION: VIA WEBEX

MEETING MINUTES

1. CALL TO ORDER

Chair Treneff called the Governance Committee meeting to order at 3:00 PM.

2. ROLL CALL

Board Members Present

Craig Treneff, Chair
Marlon Moore, Vice Chair
Amy Landino

Board Members Absent

Julie Sloat

3. APPROVAL OF GOVERNANCE COMMITTEE MINUTES

Vice Chair Moore motioned to approve the March 24, 2021 Governance Committee Minutes. Trustee Landino seconded the motion. Motion carries.

4. NEW BUSINESS

A. 2021 ANNUAL MEETING OF THE COTA BOARD OF TRUSTEES

Chair Treneff stated that the 2021 Annual Meeting of the COTA Board of Trustees is set to take place next Wednesday, May 26 at 8:30 AM. The regular board meeting will take place immediately after.

Review of Board Governance Documents

Chair Treneff stated that as part of the Annual Review, the current Board Governance Documents are uploaded into BoardPaaS for reference. The Governance Committee discussed and reviewed the documents and there are no recommended changes to the Board Governance documents at this time.

The Governance Committee reviewed and discussed the below resolution and recommended it be placed on the Consent Agenda at the May 26 Board of Trustees Meeting:

- A. RESOLUTION 2021-XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR COMPREHENSIVE MARKET RESEARCH

7. PERFORMANCE MONITORING/AUDIT COMMITTEE REPORT – JULIE SLOAT, CHAIR

Due to Trustee Sloat’s absence, Angel Mumma, Chief Financial Officer gave the Performance Monitoring/Audit Committee report on her behalf. The committee heard a Financial Update through April. COTA remains in a strong financial position with revenues exceeding expenditures through April by approximately \$46.8 million. This is due to COTA receiving an additional \$51.6 million in 2021 CARES Act funding. Angel also provided an update on ridership, which reflected 2.6 million boardings through April, a 45% decrease over the same time period last year. However, this level of ridership is above what was expected through April, with an increase of 5.3% or approximately 134,000 additional boardings. The committee also reviewed and discussed the resolutions in detail.

The Governance Committee reviewed and discussed the following resolution and recommended it be placed on the Regular Agenda at the May 26 Board of Trustees Meeting:

- A. RESOLUTION 2021-XX - AUTHORIZING A CONTRACT WITH MARKER, INC. FOR CONSTRUCTION MANAGER AT RISK SERVICES FOR THE RENOVATION OF THE MCKINLEY AVENUE FACILITY

The Governance Committee reviewed and discussed the below resolutions and recommended they be placed on the Consent Agenda at the May 26 Board of Trustees Meeting:

- B. RESOLUTION 2021-XX - AUTHORIZATION TO ADOPT A TAX BUDGET FOR THE FISCAL YEAR ENDING DECEMBER 31, 2022 AND TO SUBMIT THE 2022 TAX BUDGET TO THE FRANKLIN COUNTY AUDITOR
- C. RESOLUTION 2021-XX - AUTHORIZING A CONTRACT WITH GENFARE FOR THE RENEWAL OF SAAS SERVICES FOR GENFARE LINK MODULES FOR 2021-2022
- D. RESOLUTION 2021-XX – AUTHORIZING A CONTRACT WITH ORIGAMI RISK LLC FOR A SOFTWARE SUBSCRIPTION FOR A RISK MANAGEMENT INFORMATION SYSTEM
- E. RESOLUTION 2021-XX - AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH VERNOVIS, LTD. FOR CYBERSECURITY ENGINEER CONSULTING SERVICES
- F. RESOLUTION 2021-XX - AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH REVEL IT FOR TEMPORARY INNOVATION PERSONNEL SERVICES

Adopted: September 16, 2021

Signed: 
Chair, Board of Trustees

Attest: 
President/CEO