

## Board of Director's Meeting Minutes

**Meeting Date/Time:** December 15, 2022, 6:30 – 9:00pm

**Members:** Kathleen Mozak (Chair), Jesse Miller (Secretary), Chris Allen, Simi Barr, Rich Chang, Ryan Hunter, Eric Mahler, Kyra Sims

**Location:** Ann Arbor District Library  
Virtual attendance available via Zoom

Chairperson Mozak called the meeting to order at 6:30 pm

Agenda Item
<b>1. OPENING ITEMS</b>
<b>1.1 Approve Agenda</b>
Mr. Hunter moved to approve the agenda, seconded by Mr. Chang.
All in favor of the accepted agenda:
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Ryan Hunter: Yes
Mr. Jesse Miller: Yes
Mr. Eric Mahler: Yes
Ms. Kyra Sims: Yes
Chairperson Kathleen Mozak: Yes
The vote passed unanimously.
<b>1.2 Public Comment</b>
Former board member, Jack Bernard, spoke of his time on the board with Mr. Mahler and thanked him for the work he has guided during his years of board service and considers him a community engagement model for citizens to follow.

### **1.3 General Announcements**

Mr. Carpenter introduced the new HR Manager, Monica Boote to the board.

Ms. Mozak followed up on Mr. Bernard's words and shared that Mr. Mahler would be stepping down from the board officially at the end of the month after 10 years of service and leadership. She noted his contributions during his tenure which have helped guide major advancements for the organization.

Ms. Sims, Mr. Miller, Mr. Hunter and Mr. Carpenter each spoke of their appreciation and positive experiences working alongside Mr. Mahler.

Ms. Mozak presented Mr. Mahler with a plaque as a token of appreciation.

Mr. Mahler addressed his fellow board members and thanked them for their kind words. He has high hopes for the future of TheRide and the continued work to be done for the community.

## **2. CONSENT AGENDA**

### **2.1 Board Meeting Minutes November 17, 2022**

### **2.2 Committee Meeting Summaries**

### **2.3 Annual Public Transit Agency Safety Plan**

Mr. Miller motioned to approve the Consent Agenda, seconded by Ms. Sims

All in favor of accepting the Consent Agenda items:

Mr. Chris Allen: Yes  
Mr. Simi Barr: Yes  
Mr. Rich Chang: Yes  
Mr. Ryan Hunter: Yes  
Mr. Jesse Miller: Yes  
Mr. Eric Mahler: Yes  
Ms. Kyra Sims: Yes  
Chairperson Kathleen Mozak: Yes

The Consent Agenda was accepted as presented.

## **3. POLICY MONITORING & DEVELOPMENT**

### **3.1 Board's Work Plan**

Ms. Mozak recapped suggested topics from November's board discussion which included sustainability, post pandemic transit and policy development. Mr. Barr expanded upon his ideas on sustainability measures and the benefits of creating policies that would support moving the organization into a more sustainable direction.

Ms. Mozak shared that the Governance Committee would be continuing to review the Board's Work Plan and would provide updates at the January board meeting.

### **3.2 Task Force Updates**

#### **3.2.1 Ownership Linkage (Verbal)**

Mr. Chang shared that the task force had met during the December Service Committee Meeting and will be working on their charter. Once that discussion has completed, they will be ready to move forward to their next steps. They will be meeting again in January.

#### **3.2.2 Monitoring (Verbal)**

Ms. Mozak provided an update (Mr. Allemang was not present) that the task force had met at the beginning of December. They are working on drafting language that better reflects degrees of compliance within the report and hope to present to the board in January.

### **3.3 Policy 2.9 Updates (Verbal)**

Mr. Miller shared with the board that the Service Committee has continued a review of Policy 2.9 and are looking at suggested language revisions made by Policy Governance consultant Rose Mercier.

Mr. Carpenter and Mr. Mahler discussed specific language change suggestions focused better on measurable outcomes with Policy 2.7.6.1.

### **3.4 Monitoring 2.1 Treatment of the Traveling Public**

Mr. Carpenter shared with the board an overview of the monitoring report and explained partial compliance for 2.1.1 and 2.1.3. The partial compliance was due to ongoing work to make most bus stops wheelchair accessible (not yet finished) and a malfunctioning real-time information screen at the Blake Transit Center which occurred during the cyber-attack last year. He shared the recommendation from the Service Committee that the monitoring report be accepted as B – partially compliant with those items noted.

Mr. Mahler put forth a motion to accept the report as B – partially compliant except for items noted (2.1.1 and 2.1.3). Mr. Hunter seconded the motion.

All in favor of accepting the report as B – partially compliant except for items noted (2.1.1 and 2.1.3):

Mr. Chris Allen: Yes  
Mr. Simi Barr: Yes  
Mr. Rich Chang: Yes  
Mr. Ryan Hunter: Yes  
Mr. Jesse Miller: Yes  
Mr. Eric Mahler: Yes  
Ms. Kyra Sims: Yes  
Chairperson Kathleen Mozak: Yes

The motion passed unanimously to accept the report as B – partially compliant except for items noted (2.1.1 and 2.1.3).

#### **4. STRATEGY & OPERATIONAL UPDATES**

##### **4.3 CEO Report**

Mr. Carpenter shared that the FTA Triennial Review audit was nearly complete and introduced Ms. Reed to inform the board of the status. Ms. Reed noted that there had been several corrective actions noted in the draft findings – they were corrected and submitted in November. There are 3 additional items under review – they are expected to be closed out as well. She is looking to receive the final report soon.

Mr. Carpenter shared an update on the Zero Emissions Bus public engagement process – the feedback and findings were made note of in the ZEB report. At this time, he doesn't believe he will have enough time to have discussions with local partners and complete the final report to present to the board in February for 2023 grant submission as had been tentatively planned. He is looking ahead to presenting for 2024.

Mr. Barr asked if submitting a smaller scope of work for a 2023 grant was feasible to start the process and Mr. Carpenter said he would investigate if that was a possibility.

#### **5. EMERGENT ITEMS**

No emergent items noted.

#### **6. CLOSING ITEMS**

##### **6.1 Action Item Recap**

Mr. Carpenter noted the following items in a brief recap of the meeting:

The PTASP would be submitted to the FTA the day after the board meeting (due at the end of the year). The Governance Committee will take the Annual Work Plan suggestions from the meeting and discuss at their next meeting. The OLTf will be meeting in January. The Monitoring Taskforce would be continuing their work at their next meeting in January. The Service Committee will be continuing work on Policy 2.9

**6.2 Topics for Next Meetings**

1.0 Ends  
CEO Evaluation  
2.0 Global Executive Limitation  
Annual Board Disclosure Statement

**6.3 Public Comment**

No public comment.

**6.4 Adjournment**

Chairperson Mozak adjourned at 7:31 pm.

Respectfully Submitted by Deborah Holt