

Board of Director's Meeting Minutes

Meeting Date/Time: November 16, 2023 - 6:30 – 9:00pm

Members: Kathleen Mozak (Chair), Mike Allemang (Treasurer), Jesse Miller (Secretary), Chris Allen, Simi Barr, Rich Chang, Susan Pollay, Kyra Sims

Location: Ann Arbor District Library (4th Floor)
Virtual attendance available via Zoom

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

Agenda Item
1. OPENING ITEMS
1.1 Approve Agenda <p>Mr. Chang motioned to accept the agenda, seconded by Ms. Sims.</p> <p>All in favor of approving the agenda:</p> <p>Mr. Mike Allemang: Yes Mr. Chris Allen: Yes Mr. Simi Barr: Yes Mr. Rich Chang: Yes Mr. Jesse Miller: Yes Ms. Susan Pollay: Yes Ms. Kyra Sims: Yes Chairwoman Kathleen Mozak: Yes</p> <p>The approval of the agenda passed unanimously.</p>
1.2 Public Comment <p>Jim Mogensen shared his thoughts on the recent creation of a climate executive limitation and how it might conflict with executive limitations related to financial responsibility. He encouraged the organization to consider the impact of those executive limitations and issues that might arise in the future.</p> <p>Charles Griffith, of the Ecology Center and former Board member, shared his thoughts on the CEO's ZEB recommendation and encouraged the Board to continue to research battery electric technology.</p> <p>Elizabeth Kurtz, a local advocate for the unhoused community, shared her experiences riding public transportation and had concerns about a lack of space/design for adequate space on buses for luggage or belongings. She encouraged the Board to investigate this further.</p>
1.3 General Announcements <p>Chairwoman Mozak shared that the annual Audit Task Force is being assembled and 3-4 Board members are needed. The first meeting is planned to be in early December.</p>

2. CONSENT AGENDA

2.1 Board Meeting Minutes October 19, 2023

2.2 Committee Meeting Summaries

2.3 Annual Public Transit Agency Safety Plan (2023)

Mr. Miller motioned for a wording amendment to the October 19, 2023 Board Meeting Minutes to include an update to the past paragraph of Item 4.1, seconded by Ms. Sims.

Amend wording to:

After the vote Mr. Allemang also shared that at the October task force meeting discussed the proposal of Governance Coach, Rose Mercier, that policy 2.8 CEO Succession be incorporated into 2.4 Financial Planning and Budgeting and that policy 2.4 be broadened to include all planning. The task force concluded that these two policies not be revised at this time. Instead, it recommended that these policies be considered by the Governance Committee, along with other policies, when they determine which 2-3 policies should receive a full review each year. This recommendation will be discussed at the next Governance Committee meeting along with the suggestion that the task force be concluded after 3 years of work.

All in favor of approving the wording amendment to the October 19, 2023 Board Meeting Minutes:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Ms. Kyra Sims: Yes
Chairwoman Kathleen Mozak: Yes

The approval of the wording amendment passed unanimously.

Ms. Pollay motioned to make a 2nd wording amendment to the October 19, 2023 Board Meeting Minutes to revise a question listed under item 7.1, seconded by Mr. Miller.

Amend wording to:

"Has the organization looked at issuing bonds?"

All in favor of approving the 2nd wording amendment to the October 16, 2023 Board Meeting Minutes:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Ms. Kyra Sims: Yes
Chairwoman Kathleen Mozak: Yes

The approval of the 2nd wording amendment passed unanimously.

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

All in favor of approving the Consent Agenda:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Ms. Kyra Sims: Yes
Chairwoman Kathleen Mozak: Yes

The approval of the Consent Agenda passed unanimously.

3. OWNERSHIP LINKAGE

3.1 Open Dialogue Task Force Updates

Mr. Chang updated the Board on progress being made by the ODTF and meetings with local government. He is currently working on scheduling a meeting with Ypsilanti Mayor Brown. He also shared that he would be joining Mr. Carpenter in December at the Ann Arbor City Council meeting for a bi-monthly update.

4. MONITORING

4.1 Treatment of the Traveling Public (2.1)

Mr. Carpenter introduced the monitoring report for Treatment of the Traveling Public (Policy 2.1) – six board members had positively responded to the monitoring report survey. The Service Committee reviewed the report and survey findings at their November meeting and recommended that the Board accept the monitoring report as (A) Compliant.

Mr. Miller motioned to accept Treatment of the Traveling Public (2.1) as (A) Compliant, seconded by Mr. Chang.

All in favor of accepting Treatment of the Traveling Public (2.1) as (A) Compliant:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Ms. Kyra Sims: Yes
Chairwoman Kathleen Mozak: Yes

The motion to accept Treatment of the Traveling Public (2.1) as (A) Compliant, passed unanimously.

4.2 Compensation & Benefits (2.3)

Mr. Carpenter introduced the monitoring report for Compensation & Benefits (Policy 2.3) – five board members had favorably responded to the monitoring report survey. The Finance Committee reviewed the report and survey findings at their November meeting and recommended that the Board accept the monitoring report as (A) Compliant.

Mr. Allemang motioned to accept Compensation & Benefits (2.3) as (A) Compliant, seconded by Mr. Allen.

All in favor of accepting Compensation & Benefits (2.3) as (A) Compliant:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Ms. Kyra Sims: Yes
Chairwoman Kathleen Mozak: Yes

The motion to accept Compensation & Benefits (2.3) as (A) Compliant, passed unanimously.

5. POLICY

5.1 Policy Development / Public Safety

Mr. Miller shared that after Ypsilanti citizens raised concerns regarding public safety and policing at the August Board meeting, he wanted to explore how riders perceive safety on buses and at transit facilities. While there are policies that address ridership safety, he recommended the board look at the questions/issues surrounding the topic to determine if those policies need to be addressed more thoroughly. After Board discussion, it was determined that the Service Committee would begin the work of policy development for this matter starting at their December meeting.

6. BOARD EDUCATION/DISCUSSION

7. OPERATIONAL UPDATES

7.1 FY23 Q4 Finance Report

Ms. Reed provided the Board with the FY2023 Q4 Preliminary Finance Report. Highlights for Q4 initial close of the yearly budget included expenses being approximately 1.5% below budget – once final adjustments are made, the surplus will be added to the capital reserve. Approximately \$6.8 million of federal pandemic relief funds remain and will be spent in FY24. Operating capital insurance and insurance reserves are being maintained and investments remain stable. The financial statement review with the audit task force and final financial statements will be shared with the Board in February/March once the audit has been completed.

7.2 Zero-Emissions Bus Discussion

Mr. Carpenter presented to the Board his initial ZEB recommendation presentation in October and had staff compile questions from the meeting that required more in-depth information. He provided a presentation ([Board packet, pg. 127](#)) that responded to Board member questions ([October 19, 2023 Board Minutes, pg. 3](#)) that had been raised in October. He shared that there had been robust discussion at the committee level, and he continues to receive public comments on his ZEB recommendation.

Upon concluding his presentation, Mr. Carpenter fielded various questions / comments / insight from Board members.

Questions to be answered in more detail for December Board meeting:

- Has the increased weight of ZEB buses been considered? What are the impacts to roads?
- Will investing in the Long-Range Plan do more to decrease the overall carbon footprint than investing in a pilot project?
- What is the risk of not doing the pilot project?
- Are we able to see examples of grant proposals?
- Can we contact agencies that have been awarded grants to receive details on their grant submissions?
- What are other emission reduction options?
- What are the metrics for gauging success on the pilot project?
- Can we sell the buses if the pilot project isn't successful?
- Would changing smaller fleet vehicles to EV be a quicker/ more visible commitment to the community and federal government?
- Is there an EV transition plan for smaller vehicles?
- How are battery chargers evolving / improving (range)
- Are high-speed charging stations being created for larger vehicles?
- Is the policy impacts chart understandable / helpful to non-PG stakeholders?
- Could CEO create a chart w/ broader categories for hydrogen vs. battery - rank in order of most important
- Could this decision be delayed a year to gather more information and reduce risks with changing technologies?
- Like FTA grants, will ZEB Grants require 12 yrs. of bus usage? What are the grant requirements?
- Are there any transit agencies that are in a similar climate that have transitioned to battery or hydrogen?

Discussions will continue at the December Board meeting.

7.3 CEO Report

Mr. Yang provided an update on the 2024 service improvement public engagement meetings that are taking place virtually, in-person around the community and with staff. Comments and input are being gathered with schedules and maps planned to be finalized by spring. He also shared that a consultant team had been hired for the Ypsilanti Transit Center project planning.

Mr. Carpenter shared of a recent meeting with the University of Michigan planning group to discuss their campus master plan and will be scheduling another upcoming meeting. He also shared of recent discussions at the AA Transportation Commission and other continued opportunities to advocate for transit.

Several Board members discussed their perspectives and methods related to expanding local advocacy for transit and Ms. Pollay suggested the Board develop a resolution or statement in support of prioritization for local initiatives that support public transportation as other community advocates have done. After a discussion, Chairwoman Mozak determined that the Governance Committee would explore the idea and bring it back before the Board in December or January.

8. EMERGENT ITEMS

8.1 Alternative Board Meeting Locations

Mr. Carpenter shared that Board members had raised the idea of having the Board meetings occasionally at an alternative location Ypsilanti or Ypsilanti Township. Staff explored locations and determined the Riverside Arts Center in Ypsilanti would be an amenable meeting space and had availability to reserve in one of the first 3 months of the new year. The Governance Committee will add to their agenda to discuss the alternative meeting location and planning details to be shared with the Board in December.

9. CLOSING ITEMS

9.1 Action Item Recap

Safety policy development will go before the Service Committee, zero-emission bus questions will be noted (from the meeting) and answered by Mr. Carpenter and staff as the discussion continues in December, Governance Committee will discuss alternative meeting location planning.

9.2 Topics for Next Meetings

Ends (1.0)
FY23 Q4 Service Report
Zero-Emission Bus
Long-Range Plan Update

9.3 Public Comment

Elisabeth Kurtz encouraged the Board to keep in mind the needs of the local unhoused population and find ways to be inclusive of marginalized riders as they plan and expand services.

9.4 Adjournment

Ms. Pollay motioned to adjourn the meeting, seconded by Mr. Barr.

All in favor of adjourning the meeting:

Mr. Mike Allemang: Yes
Mr. Chris Allen: Yes
Mr. Simi Barr: Yes
Mr. Rich Chang: Yes
Mr. Jesse Miller: Yes
Ms. Susan Pollay: Yes
Ms. Kyra Sims: Yes
Chairwoman Kathleen Mozak: Yes

Chairwoman Mozak adjourned the meeting at 9:46pm.

Respectfully Submitted by Deborah Holt