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## Board of Director's Meeting Minutes

**Meeting Date/Time:** December 18, 2025 - 6:00pm – 8:30pm

**Location:** Ann Arbor District Library (4<sup>th</sup> Floor - Virtual via Zoom)

**Members Present :** Kathleen Mozak (Chair), Mike Allemang (Treasurer), Jesse Miller (Secretary), Simi Barr, Rich Chang, Julie Grand, Praveena Ramaswami, Georgia Valentine

**Members Absent:** Chris Allen (Excused), Susan Pollay (Excused)

Chairwoman Mozak called the meeting to order at 6:00 pm

Agenda Item
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<b>1. OPENING ITEMS</b>
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**1.1 Approve Agenda**

No additions or changes noted to the agenda.

Mr. Allemang motioned to approve the agenda, seconded by Mr. Chang.

No discussion on the motion.

All in favor of approving the agenda:

Mr. Mike Allemang: Yes

Mr. Simi Barr: Yes

Mr. Rich Chang: Yes

Ms. Julie Grand: Yes

Mr. Jesse Miller: Yes

Ms. Georgia Valentine: Yes

Chairwoman Kathleen Mozak: Yes

The motion to approve the agenda passed unanimously.

**1.2 Public Comment**

No public commenters.

**1.3 LAC Report**

Ms. Andrea Henry, LAC Chair, shared input from the perspective of LAC members on Ends policies.

**1.4 General Announcements**

No general announcements.

## 2. CONSENT AGENDA

### 2.1 Board Meeting Minutes: November 20, 2025

### 2.2 Board Retreat Minutes: December 4, 2025

### 2.3 Committee Meeting Summaries

### 2.4 Governance Consultant Contract Renewal

Mr. Chang motioned to accept the Consent Agenda, seconded by Mr. Barr.

No discussion on the motion.

All in favor of accepting the Consent Agenda:

Mr. Mike Allemang: Yes  
Mr. Simi Barr: Yes  
Mr. Rich Chang: Yes  
Ms. Julie Grand: Yes  
Mr. Jesse Miller: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The motion to accept the Consent Agenda passed unanimously.

## 3. OWNERSHIP LINKAGE

### 3.1 Ownership Linkage Task Force Updates

Mr. Chang provided Ownership Linkage Task Force updates – he is compiling a summary of discussions from recent meetings with several Ann Arbor City Council members and Ypsilanti Township. He is also coordinating a meeting with the City of Ypsilanti after the first of the year.

### 3.2 OLTF Task Force vs. Committee

Chairwoman Mozak opened for Board discussion the idea of moving the Ownership Linkage Task Force into a committee as the work of the OLTF has become long range. Board members briefly discussed and determined they would continue the discussions at the committee level before a final determination.

## 4. MONITORING / DEVELOPMENT

### 4.1 Ends Monitoring Report (1.0)

Mr. Carpenter presented the yearly Ends Monitoring Report to the Board, which are stated goals the Board puts forth for the organization. He highlighted that he has interpreted evidence as non-compliant for several policies but noted that the non-compliance is measured against standards that the organization is continuing to work toward achieving.

He fielded several questions and Board members engaged in discussion on his interpretations and evidence.

Mr. Miller motioned to accept the Ends (Policy 1.0) monitoring report as presented, seconded by Ms. Grand.

No discussion on the motion.

All in favor of accepting the Ends (Policy 1.0) monitoring report as presented:

Mr. Mike Allemang: Yes  
Mr. Simi Barr: Yes  
Mr. Rich Chang: Yes  
Ms. Julie Grand: Yes  
Mr. Jesse Miller: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The motion to accept the Ends (Policy 1.0) monitoring report as presented, passed unanimously.

## **5. POLICY**

### **5.1 Policy Language Discussion (if needed)**

No policy language discussion on the Ends monitoring report. Board members discussed the next steps with the Governance Consultant and the revised Ends policy guidance which will be reviewed by committees in January.

### **5.2 Executive Committee and Open Meeting Act**

Chairwoman Mozak shared that Policy 3.7.2 outlines the role of the Executive Committee and utilizes language that allows the committee to make time-sensitive decisions on behalf of the Board. After the committee was assembled this past summer, concerns were raised whether the committee was in violation of the Open Meetings Act. The policy be reviewed by the Governance Committee for language revisions before being presented for Board discussion and approval.

## **6. BOARD EDUCATION / DISCUSSION**

## **7. OPERATIONAL UPDATES**

### **7.1 FY2025 Q4 Service Report**

Mr. Brooks provided the FY2025 Q4 Service Report – fixed route service ridership continues a steady increase overall of 2%. Extensive road construction across the service area continued to pose challenges, yet performance was nearly 80% overall. Flex-ride service continues to grow with trip requests increasing 111% and late-night service increasing 125% during the past year. Committees discussed areas of improvement to Flex-ride services and staff are reviewing the input and received suggestions.

Mr. Brooks also shared that staff have received committee input for improving data within the quarterly Service Reports – updates are expected by the next quarterly Service Report.

## 7.2 Legislative Updates

Mr. Pfeifer shared state level updates – he is continuing to monitor information related to the state budget and transportation funding allocations. He noted that the Federal budget has a continuing resolution that will expire January 30<sup>th</sup> so budget discussions are still in progress. He is also monitoring impacts for reauthorization funding.

## 7.3 CEO Report

Mr. Carpenter shared highlights from the monthly CEO report – major capital projects are moving forward with the YTC and BTC projects. He noted that State Street recently reopened and now has a dedicated bus lane. He also said that the employee holiday luncheon had been a success and thanked several board members who had been able to attend.

## 8. EMERGENT ITEMS

### 8.1 Low-No Authorization

Mr. Carpenter provided an update on the allocation of the Low-No Grant funding which is currently indefinitely on hold by the FTA. Staff have been advised this may be due to language within the grant request which included the request for hydrogen fuel-cell technology which is no longer a priority for the current Administration. He requested approval from the Board to adjust language within the grant request (remove hydrogen fuel-cell technology and only request hybrid buses) and resubmit the grant request. The request for only hybrid buses is still part of the organization's overall plan toward sustainability and hydrogen fuel-cell technology will be considered for future funding grants.

Board members discussed and determined they would move forward with the CEO's recommendation.

Mr. Allemang motioned to authorize the CEO to 1) seek approval from the Department of Transportation (DOT) to shift funds in the 2024 Low-No grant award away from hydrogen fuel-cell technologies and to hybrid electric-diesel technologies, and 2) negotiate with the DOT to retain as much of the grant funding as feasible, seconded by Mr. Chang.

No discussion on the motion.

All in favor of authorizing the CEO to 1) seek approval from the Department of Transportation (DOT) to shift funds in the 2024 Low-No grant award away from hydrogen fuel-cell technologies and to hybrid electric-diesel technologies, and 2) negotiate with the DOT to retain as much of the grant funding as feasible:

Mr. Mike Allemang: Yes  
Mr. Simi Barr: Yes  
Mr. Rich Chang: Yes  
Ms. Julie Grand: Yes  
Mr. Jesse Miller: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The motion to 1) seek approval from the Department of Transportation (DOT) to shift funds in the 2024 Low-No grant award away from hydrogen fuel-cell technologies and to hybrid electric-diesel technologies, and 2) negotiate with the DOT to retain as much of the grant funding as feasible, passed unanimously.

## 9. CLOSING ITEMS

### 9.1 Action Item Recap

- Discuss OLTF Task Force vs. Committee at January committee meetings and then add to January Board agenda.
- Governance Committee will review Executive Committee & OMA and provide proposed policy language for the Board to review in January.
- Add detours (numbers & impact) on Service to future Service reports.

### 9.2 Topics for Next Meeting

Policy 3.3.3.3 policy language discussion

State Funding

Closed Session: Labor Negotiations

Future:

UM-2050 (January)

### 9.3 Public Comment

No public commenters.

### 9.4 Closed Session (Pursuant to 8(c) of OMA)

Chairwoman Mozak took a roll call vote to go into Closed Session pursuant to 8(c) of the Open Meetings Act, the closed session is for strategy connected with the negotiation of a collective bargaining agreement.

Vote to go into closed session (Yes/No response):

Mr. Mike Allemang: Yes

Mr. Simi Barr: Yes

Mr. Rich Chang: Yes

Ms. Julie Grand: Yes

Mr. Jesse Miller: Yes

Ms. Georgia Valentine: Yes

Chairwoman Kathleen Mozak: Yes

The Board unanimously voted to go into closed session at 7:17 pm.

*\*\* Ms. Ramaswami joined the meeting at 7:35 pm.*

Vote to go move out of closed session (Yes/No response):

Mr. Mike Allemang: Yes  
Mr. Simi Barr: Yes  
Mr. Rich Chang: Yes  
Ms. Julie Grand: Yes  
Mr. Jesse Miller: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The Board voted unanimously to move out of closed session at 8:27 pm.

### **9.5 Adjournment**

Mr. Barr motioned to adjourn the meeting, seconded by Mr. Miller.

There was no discussion on the motion.

All in favor of adjourning the meeting:

Mr. Mike Allemang: Yes  
Mr. Simi Barr: Yes  
Mr. Rich Chang: Yes  
Ms. Julie Grand: Yes  
Mr. Jesse Miller: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The motion to adjourn the meeting passed unanimously.

Chairwoman Mozak adjourned the meeting at 8:28 pm.

Respectfully Submitted by Deborah Holt