

## Board of Director's Meeting Agenda

**Meeting Date/Time:** April 16, 2026 - 6:00pm – 8:30pm

**Location:** Riverside Arts Center (4<sup>th</sup> Floor) - Virtual via [Zoom](#) Passcode: 983308

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

| Agenda Item  | Info Type | Start Time | Details   | Page # |
|--|-----------|------------|---|--------|
| <b>1. OPENING ITEMS</b>  |           |            |   |        |
| 1.1 Approve Agenda   | D         | 6:00       | Mozak   |        |
| 1.2 Public Comment   | O         | 6:05       |   |        |
| 1.3 General Announcements  | O         | 6:15       |   |        |
| <b>2. CONSENT AGENDA</b>   |           |            |   |        |
| 2.1 Board Meeting Minutes: March 19, 2026  | D         |            |   | 3      |
| 2.2 Committee Meeting Summaries  | D         |            |   | 11     |
| <b>3. EMERGENT ITEMS</b>   |           |            |   |        |
| 3.1 Closed Session (Pursuant to 8(c) of OMA)   |           | 6:20       |   |        |
| <b>4. OWNERSHIP LINKAGE</b>  |           |            |   |        |
| 4.1 Ownership Linkage Task Force Updates   | O         | 6:55       | Chang   | Verbal |
| 4.2 Ownership Linkage: TF or Committee   | D         | 7:00       | Mozak   | 19     |
| <b>5. MONITORING / DEVELOPMENT</b>   |           |            |   |        |
| 5.1 Annual Plan of Work  | D         | 7:10       | Mozak   | 21     |
| 5.2 Monitoring: Board Management Delegation (4.0-4.4)                                | M         | 7:30       | Mozak   | 24     |
| 5.3 Monitoring: Environmental Sustainability Policy (2.11)                           | M         | 7:40       | Kamau   | 34     |
| 5.4 Environmental Sustainability: Exec Limitation or End                             | D         | 7:50       | Barr/Chang  | 52     |
| <b>6. POLICY</b>   |           |            |   |        |
| 6.1 Policy Language Discussion (if needed)   | D         |            | Mozak   |        |
| <b>7. BOARD EDUCATION / DISCUSSION</b>   |           |            |   |        |
| <b>8. OPERATIONAL UPDATES</b>  |           |            |   |        |
| 8.1 BTC Relocation Update  | O         | 8:10       | Yang  | Verbal |
| 8.2 Legislative Updates  | O         | 8:20       | Pfeifer   | Verbal |
| 8.3 CEO Report   | O         | 8:25       | Carpenter   | 55     |
| <b>9. CLOSING ITEMS</b>  |           |            |   |        |
| 9.1 Action Item Recap  | O         | 8:25       | Holt  |        |
| 9.2 Topics for Next Meeting<br>Budget Intro<br>Governance Process Policies (3.5-3.9) |           |            | May 21, 2026<br>6:00-8:30pm<br><br><i>Ann Arbor<br/>District<br/>Library<br/>(downtown)</i> |        |
| 9.3 Public Comment   | O         | 8:25       |   |        |
| 9.4 Adjournment  |           | 8:30       |   |        |

\* M = Monitoring, D = Decision Preparation, O = Other

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***If additional policy development is desired:***

Discuss in Board Agenda Item 3.0 Policy Monitoring and Development. It may be appropriate to assign a committee or task force to develop policy language options for board to consider at a later date.

**Emergent Topics**

Policy 3.1.3 places an emphasis on distinguishing Board and Staff roles, with the Board focusing on “long term impacts outside the organization, not on the administrative or programmatic means of attaining those effects.” Policy 3.1.3.1 specifies that that Board use a structured conversation before addressing a topic, to ensure that the discussion is appropriately framed:

1. What is the nature of the issue? Is the issue within the scope of the agency?
2. What is the value [principle] that drives the concern?
3. Whose issue is this? Is it the Board’s [Policy, 3.0 and 4.0] or the CEO’s [running the organization, 1.0 and 2.0]?
4. Is there already a Board policy that adequately covers the issue? If so, what has the Board already said on this subject and how is this issue related?  
Does the Board wish to change what it has already said?

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## Board of Director's Meeting Minutes

**Meeting Date/Time:** March 19, 2026 - 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, Susan Pollay, Praveena Ramaswami, Georgia Valentine

**Members Absent:** Chris Allen (Excused)

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

### 1. OPENING ITEMS

#### 1.1 Approve Agenda

No additions or changes noted to the agenda.

Ms. Pollay motioned to approve the agenda, seconded by Ms. Grand.

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. Susan Pollay: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The motion to approve the agenda passed unanimously.

#### 1.2 Public Comment

Don Redding – Discussed transit challenges for local unhoused population staying at warming shelters. He is asking TheRide to investigate providing free tokens for shelters to distribute and/or work with Washtenaw Shelter Association and other organizations to create a process where other financial support may be able to offset the costs.

Adriana B. – Supports the continued need for fixed route service on Route 30.

Guarav Kulkarni – Spoke in support of the continued need for fixed route service on Route 30. He expressed concerns with the upcoming BTC relocation during long-term construction and the need for collaboration to ensure riders can navigate the disruptions.

Sarah Bassiouni – Local transit rider who is requesting more headway, more fixed service routes, and increased frequency of overall services.

Jennifer Janssen – Local transit rider with concerns about Scio Township no longer paying for Route 30 services and is requesting TheRide continue fixed route services along that route.

Kristina Fullerton – Scio Township resident concerned about losing access to fixed route services on Route 30. She also shared that public transportation is vital for undocumented residents and the negative impact if services are diminished.

Rick Stahler-Sholk – Member of the Washtenaw Bus Rider Advocates – he expressed concerns for the safety and well-being of the immigrant community and other vulnerable populations who rely on public transportation.

Ann Judge – Scio Township resident concerned about losing access to fixed route services on Route 30 and negative impacts it would place on her family as members are depended on the service to/from their job.

Cathy Chow – Transit dependent local resident – shared her positive experiences with accessibility with transit services and expressed concerns about potentially losing fixed route services along Route 30.

Shannon Lau – Transit dependent local resident – shared positive experiences using public transportation and would like to see increases to service frequency and would like to see continued fixed route service on Route 30.

Devin Judge Lord – Local resident who depends on transit services to/from work – especially concerned with the negative impacts to residents if fixed route service on Route 30 are longer be available.

Sharon Ongaro – Local resident who depends on the fixed route services on Route 30 – expressed concerns for residents who depend on public transportation services throughout the community.

Chai Montgomery – MCO and member of Washtenaw Bus Rider Advocates – thanked Board members and staff for continued open dialogue about the safety of local immigrant community. He expressed concerns about potentially losing fixed route services along Route 30 and the need to continue service to support residents of Scio Township.

Jean Marie Mink – Local resident who depends on public transportation – expressed gratitude for the easy availability of public transportation as a senior citizen.

Kristin Howard - Ypsilanti Township resident – expressed concerns that she her taxes pay for Flex Ride service but she is unable to access as she lives outside of the service boundary.

Joel Devonshire – Scio Township resident who is dependent on public transit services - concerned about losing fixed route service on Route 30.

Owen Dobrowsky – University of Michigan student and public transit rider – shared concerns that many of the bus stops do not have shelters / seating. Additional shelters and benches would improve rider experience and protect against inclement weather.

### **1.3 General Announcements**

Mr. Carpenter thanked public commenters and noted that many of the matters raised are being addressed. He and staff have been meeting with various members of the community to continue to address and resolve concerns.

Ms. Reed shared that the FTA notified them that TheRide has been cleared to move forward with the Low-No Grant application.

## **2. CONSENT AGENDA**

### **2.1 Board Meeting Minutes: February 19, 2026**

### **2.2 Committee Meeting Summaries**

### **2.3 Cash & Investments (2.6)**

### **2.4 Executive Committee & OMA**

Mr. Miller 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. Susan Pollay: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The motion to accept the Consent Agenda passed unanimously.

## **3. EMERGENT ITEMS**

### **3.1 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. Susan Pollay: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The Board unanimously voted to go into closed session at 6:55 pm.

Vote to 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. Susan Pollay: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The Board unanimously voted to move out of closed session at 7:48 pm.

#### **4. OWNERSHIP LINKAGE**

##### **4.1 Ownership Linkage Task Force Updates**

Mr. Chang shared feedback received from meetings with local government entities. He noted that the feedback included areas of focus such as frequency vs coverage, immigration, and how to maximize the service needs for older residents and other vulnerable populations.

##### **4.2 OLTF Committee or Task Force**

Mr. Miller motioned to postpone the discussion to the April Board meeting, seconded by Ms. Pollay.

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

The motion to postpone the discussion to the April Board meeting passed unanimously.

## 5. MONITORING / DEVELOPMENT

### 5.1 Annual Plan of Work

Mr. Barr and Mr. Allemang shared input from the Service and Finance Committee meetings related to prioritized topics for the Annual Plan of Work.

#### Policy Topics / Decisions

Ownership Value? Affordability & Property

#### Education Topics

Funding (local)

Post Pandemic Ridership Trends

Transit Service & Land Use Plan

Artificial Intelligence

Fare Study Scope Presentation

Use of Millage Funds – Service Change Metrics

Library of General Education Topics on Website

| <b>Service Committee Priority Recommendations</b> |
|---|
| 1. Fare Study Scope Presentation                  |
| 2. Post Pandemic Ridership Trends                 |
| 3. Artificial Intelligence                        |

| <b>Finance Committee Education Recommendations</b> |
|--|
| Fare Study Scope Presentation                      |
| Post Pandemic Ridership Trends                     |
| Transit Service / Land Use Plan                    |
| Funding (local)                                    |

The Governance Committee will review and take the suggested prioritization recommendations into consideration for committee review/discussion.

### 5.2 Communication & Support to the Board (2.9)

Mr. Carpenter provided an overview of the Communication & Support to the Board (Policy 2.9) monitoring report noting continued challenges with providing the monitoring reports on time. He also shared that he had noted policy 2.9.2.3 had been non-compliant as the whistleblower policy had not been implemented until December 2025 which was halfway through the monitoring period. There was no additional Board discussion on the monitoring report.

Mr. Allemang motioned to accept Communication & Support to the Board (Policy 2.9) monitoring report as B, *a reasonable interpretation for all policy items and that the evidence demonstrates compliance with the interpretations, except for the CEO's stated non-compliance with item(s) 2.9.1, 2.9.1.1, 2.9.2 and 2.9.2.3, which the Board acknowledges and accepts the proposed dates for compliance*, seconded by Mr. Chang.

No discussion on the motion.

All in favor of accepting the Communication & Support to the Board (Policy 2.9) monitoring report as B:

Mr. Mike Allemang: Yes

Mr. Simi Barr: Yes

Mr. Rich Chang: Yes

Ms. Julie Grand: Yes  
Mr. Jesse Miller: Yes  
Ms. Susan Pollay: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

The motion to accept the Communication & Support to the Board (Policy 2.9) monitoring report as B, passed unanimously.

## 6. POLICY

### 6.1 Policy Language Discussion (if needed)

No Board discussion.

### 6.2 Policy 2.5 Consultant Guidance

Mr. Allemang shared that the Finance Committee reviewed policy language guidance for policy 2.5 after concerns were raised that the word “enumeration” might contradict CEO interpretation scope. After discussion, the Finance Committee recommends removing “*Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not*” and replacing with “*This includes but is not limited to:*”

Mr. Allemang motioned to accept the proposed policy language revision for policy 2.5, seconded by Ms. Valentine.

Board members discussed revising all policies to say “This includes but is not limited to.”

All in favor of accepting the proposed policy language revision for policy 2.5:

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

The motion to accept the proposed policy language revision for policy 2.5 passed unanimously.

Staff will update the board policy manual to reflect the approved revisions. Mr. Chang noted that he would review policies and create a list of those that may need to be updated to the revised language of 2.5.

## 7. BOARD EDUCATION / DISCUSSION

No Board Education / Discussion.

## 8. OPERATIONAL UPDATES

### 8.1 BTC Relocation Update

Ms. Gretchen Johnson presented the Board with an overview of the upcoming temporary

relocation of downtown services from the Blake Transit Center to Fifth and Washington. ([Board packet, pg. 91](#)) This relocation will last until mid-November during an extended construction period at and around the BTC. The relocation will have boarding areas, shelters and other amenities and some routes may be suspended or have new boarding points. Board members discussed concerns and Mr. Pfeifer outlined the communication plans for signage, bus cards, flyers and a dedicated website to ensure the public is properly notified.

## 8.2 FY2026 Q1 Service Report

Mr. Brooks presented the quarterly service report and highlighted a 5.7% year over decrease in ridership – contributing factors include increased detours, construction and reduced office workers. The report included improvements in on-time performance and cost per revenue. Staff will be reviewing which routes were most impacted by the ridership reduction.

## 8.3 Legislative Updates

Mr. Pfeifer provided updates on state and federal legislative efforts. At the state level, an increase in LBO funding is being advocated for and staff are monitoring the Infrastructure Projects Authority Fund for potential project funding opportunities. He also shared that the APTA Legislative Conference will be taking place in Washington, DC April 12-14.

## 8.3 CEO Report

Mr. Carpenter shared highlights from the CEO Report – he congratulated Mr. Pfeifer and the PACE team for winning an APTA award for their ridership campaign.

# 9. CLOSING ITEMS

## 9.1 Action Item Recap

- OLTF Committee or Task Force (agenda item 4.2) was deferred to the April Board meeting
- Annual Plan of Work priorities sent back to committees for discussion
- Staff will update Annual Plan of Work priorities for Governance Committee
- Mr. Chang will perform a search and keywords to get to Service Committee next week — 'foregoing enumeration' (Governance)

## 9.2 Topics for Next Meeting

Environmental Sustainability (2.11)  
Governance Process Policies (3.5-3.9)  
Board Management Delegation (4.0-4.4)

## 9.3 Public Comment

No public comment.

## 9.4 Adjournment

Ms. Ramaswami motioned to adjourn the meeting, seconded by Ms. Valentine.

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. Susan Pollay: Yes  
Ms. Praveena Ramaswami: Yes  
Ms. Georgia Valentine: Yes  
Chairwoman Kathleen Mozak: Yes

Chairwoman Mozak adjourned the meeting at 9:11 pm.

*Respectfully Submitted by Kevin Zelazny / Deborah Holt*

DRAFT

## Governance Committee Meeting Notes

**Meeting Date/Time:** Thursday, March 26, 2026, 3:00pm – 5:00pm

**Members:** Kathleen Mozak (Chair), Mike Allemang, Rich Chang

**Staff:** Matt Carpenter, Forest Yang, Jeff Pfeifer, Rosa-Maria Kamau, Deb Holt

**Location:** REMOTE – Via Zoom

Chairwoman Mozak called the meeting to order at 3:02 pm

### 1. OPENING ITEMS

#### 1.1 Agenda (Additions, Approval)

Due to time constraints, the committee decided to reorder several agenda items:

Order under 4.0:

- 4.1
- 4.5
- 4.2
- 4.3
- 4.4

Move 3.2 after 6.1

#### 1.2 Communications

No new communications.

### 2. BOARD DEVELOPMENT

#### 2.1 Recruitment / Training / Attendance

Chairwoman Mozak shared that PG Bootcamp is in May in Ann Arbor. Board attendance will be looked at in April. She also provided an update on Board member recruitment.

#### 2.2 OLTF

Mr. Chang provided a brief update on OLTF – he is considering a strategy for outreach and engagement with moral owners.

### 3. POLICY MONITORING & DEVELOPMENT

#### 3.1 Board Annual Plan of Work

| Policy Topics or Decisions                  | Status      |
|---|-------------|
| 1. Sustainability: Exec Limit or Ends?      | In progress |
| 2.  |             |
| 3.  |             |
| 4. (FYI: Millage decision likely in FY2027) |             |

| <b>Education Topics</b>  |
|--|
| 1. Local Funding: How it Works   |
| 2. <i>Millage Decision Prep</i> <ul style="list-style-type: none"> <li>○ <i>CEO Context (Timeline, LRP, recommendation)</i></li> <li>○ <i>Post Pandemic Ridership Trends &amp; Utilization of Services</i></li> <li>○ <i>Owner Preferences: Taxes &amp; Additional Services</i></li> </ul> |
| 3. Fare Study Scope Presentation   |
| 4. Artificial Intelligence   |
| 5. Transit Service & Land Use Plan   |
| 6. Library of General Education Topics on Website  |
| 7. <i>CEO's new Ends Interpretations</i>   |
| 8.   |
| 9.   |

\*Rough priority. Actual sequence may vary.

*Italics* are CEO's suggestions for consolidations, groupings, and upcoming issues.

The committee reviewed and discussed the policy and education topics – the committee noted that there was room for additional policy topics/decisions. The discussion will go back to Service & Finance Committees before fully discussion at the April Board meeting.

**3.2 Policy Manual Mock-Up** *Moved to 4.7*

**3.3 3.2 Extent of "... not limited to ..." language**

Mr. Chang reviewed the policy manual for instances when policies noted "extent of / not limited to" language. He found 6 policies (2.1, 2.2, 2.4, 2.5, 2.6, 2.9) – the committee discussed whether the wording should be updated for uniformity. He will contact the Governance consultant for guidance on if the policy wording should be updated. The topic will be discussed at the next Governance committee meeting.

**4. STRATEGY & OPERATIONAL UPDATES: CEO**

**4.1 Bandwidth Challenges**

Mr. Carpenter shared updates on staff bandwidth challenges with additional urgent/emergent priorities that have occurred.

**4.5 4.2 General Financial Discussion**

Mr. Carpenter discussed resource allocation and the challenges posed by serving local municipalities in a regional area with a formal boundary. He recommended providing educational information related to this topic at May committee meetings. The committee agreed with the recommendation.

**4.2 4.3 Low-No Updates**

Mr. Carpenter provided a brief update on the status of the Low-No Grant.

### **4.3 4.4 Legislative Updates / DC**

Mr. Pfeifer shared updates on 2 Board members who will be attending the APTA Legislative Conference in April – he is working to schedule meetings with legislators while in DC. No new updates at the state level. He noted that he is monitoring local elections and will provide updates.

### **4.4 4.5 Negotiations Updates**

Mr. Carpenter shared updates on the on-going contract negotiations process.

## **5. EMERGENT ITEMS**

None.

## **6. CLOSING ITEMS**

### **6.1 Committee Agendas**

Service Committee – No changes or additions noted – Mr. Chang will contact the Governance consultant to invite her to the meeting.

Finance Committee – Add Annual Plan of Work discussion, no other changes noted.

Board Meeting – No additions or changes noted. Staff will update “BTC Relocation Updates” to a more clarifying agenda title

### **3.2 4.6 Policy Manual Mock-Up**

The committee reviewed and provided input on a draft policy manual mock-up that staff have created. The committee will further review the Governance consultant’s recommendations and discuss again at the next Governance committee meeting.

### **6.2 6.1 Action Item Recap**

- Extent of “... not limited to ...” language will be discussed at next Governance committee meeting – staff will send link to Board meeting to Mr. Chang
- Add General Financial Discussion to May Governance committee discussions
- Mr. Chang will contact governance consultant to invite to Service Committee
- Add Annual Plan of work to Finance Committee agenda
- BTC Relocation Updates – rename as an agenda item

### **6.3 6.2 Topics for Next Meeting**

CEO Expense Report  
Governance Process Policies (3.5-3.9)  
BTC Relocation Updates  
Extent of “... not limited to ...” language  
Policy Manual Mock-Up

Future:  
Ownership Linkage Education,  
Governance Training Options, Vice Chair  
Succession Planning (Summer)

#### **6.4 6.3 Adjournment**

Chairwoman Mozak thanked the committee and staff and adjourned the meeting at 4:28pm.

*Respectfully Submitted by Deborah Holt*

DRAFT

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## Service Committee Meeting Notes

**Meeting Date/Time:** Tuesday, March 31, 2026, 3:30pm – 5:00pm

**Members Present:** Simi Barr (Chair), Rich Chang, Jesse Miller

**Members Absent:** Susan Pollay (Excused), Praveena Ramaswami (Excused)

**Staff:** Dina Reed, Forest Yang, George Brooks, Jeff Pfeifer, Rosa-Maria Kamau, Deb Holt

**Location:** REMOTE – Via Zoom

Mr. Barr called the meeting to order at 3:32 pm

### 1. OPENING ITEMS

#### 1.1 Agenda (Additions, Approval)

No additions to the agenda, but reorder under Policy Monitoring & Development to 2.3, 2.2, 2.1.

#### 1.2 Communications

No new communications

### 2. POLICY MONITORING & DEVELOPMENT

#### 2.1 2-3 Environmental (2.11) Monitoring Report

The committee reviewed and discussed the survey responses within the monitoring report. Staff addressed several comments within the report related to reporting direct and indirect emissions and how that impacts overall carbon neutrality. The committee discussed how policy interpretations might impact potential policy changes. The committee also discussed whether utility performance might be included within the report and what values they are trying to be informed about.

The committee will recommend the Board accept the report as (A) as the explanations are reasonable as the report's metrics and goals are still being developed.

#### 2.2 Environmental Policies – Executive Limitations or Ends?

Governance consultant Sue Radwan guided a discussion on reviewing several Executive Limitation policies related to environmental sustainability. The committee discussed how the policy had initially been presented as an Ends policy, but after later guidance, the policy was moved under Executive Limitations and if the revised Ends policies may be redundant. They discussed further defining the Ends wording of “positively impact the environment.” The committee will provide an overview of the discussion to the Board but agreed to table the discussion of any policy language revisions.

### **2.3 ~~2.4~~ Annual Plan of Work**

The committee reviewed the recent draft of the 2026 Work Plan and had no additional feedback. They discussed the broad scope of Artificial Intelligence (under Board Education topics) and what specific areas the Board would like to be educated on.

## **3. STRATEGY & OPERATIONAL UPDATES: CEO**

### **3.1 Low-No Update**

Ms. Reed provided a brief update on the Low-No grant process. Staff are updating the application for obligation through the FTA.

### **3.2 Negotiations Update**

Mr. Brooks provided a brief update on the status of negotiations which are continuing through April.

### **3.3 Legislative Update**

Mr. Pfeifer shared updates on break for State House & Senate. H is currently working with MPTA on developing budget requests for LBO funding and the new Infrastructure Projects Fund. He and staff are preparing for the April APTA Legislative Conference. Several earmark requests have been submitted and when updates are received, they will be shared with the Board.

## **4. EMERGENT ITEMS**

None.

## **5. CLOSING ITEMS**

### **5.1 Action Item Recap**

- The committee will recommend accepting the Environmental Sustainability monitoring report as (A).
- No additional feedback on the Annual Plan of Work but would like the Board to better clarify what area(s) of Artificial Intelligence might be explored.

### **5.2 Topics for the Next Meeting**

Low-No Update  
Negotiation Update  
Legislative Update  
BTC Construction Updates

### **5.3 Adjournment**

Mr. Barr thanked the committee and staff and adjourned the meeting at 4:57pm.

*Respectfully Submitted by Deborah Holt*

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## Finance Committee Meeting Notes

**Meeting Date/Time:** Tuesday, April 7, 2026, 3:00pm – 5:00pm

**Members Present:** Mike Allemang (Chair/Treasurer), Chris Allen, Julie Grand, Georgia Valentine

**Staff:** Dina Reed, Forest Yang, Jeff Pfeifer, Rosa-Maria Kamau, Deb Holt

**Location:** REMOTE – Via Zoom

Mr. Allemang called the meeting to order at 3:01 pm

### 1. OPENING ITEMS

#### 1.1 Agenda (Additions, Approval)

Mr. Allemang noted that 2.1 would follow the Strategy & Operational Updates.

#### 1.2 Communications

No new communications

### 2. POLICY MONITORING & DEVELOPMENT

#### 2.1 Annual Plan of Work

The committee reviewed the proposed Annual Plan of Work and made the following suggestions for Board discussion and consideration:

Work Plan

Move Millage Decision Prep (CEO Context / Owner Preferences)  
Add OLTF (?)

Education Topics

Post Pandemic Ridership Trends & Utilization of Services (separate from under Millage Decision Prep which is moved to Policy Topics/Decisions)  
Fare Study  
Transit Service/Land Use Plan  
Artificial Intelligence

### 3. STRATEGY & OPERATIONAL UPDATES: CEO

#### 3.1 Low-No Update

Ms. Reed provided updates on the status of FTA funding obligations for the Low-No Grant.

### 3.2 BTC Updates

Mr. Yang shared updates on the long-term BTC closure during while several construction projects occur downtown– staff are finalizing preparations and plans for re-routing services and bus staging. He shared details about the temporary relocation to the former Comerica Bank.

### 3.3 Negotiation Updates

Ms. Reed provided a brief update on the status of negotiations which are continuing into April.

### 3.4 Legislative Updates

Mr. Pfeifer details about the upcoming APTA Legislative Conference in Washington, DC. He shared that meetings are planned w/ the offices of Representatives Dingell & Barrett and Senators Slotkin and Peters.

## 4. EMERGENT ITEMS

None.

## 5. CLOSING ITEMS

### 5.1 Action Item Recap

- Recommend moving Millage Decision Prep (CEO Context / Owner Preferences) and OLTF to Work Plan
- Keep Post Pandemic Ridership Trends & Utilization of Services, Fare Study, Transit Service/Land Use Plan, Artificial Intelligence under Education Topics

### 5.2 Topics for Next Meeting

BTC Relocation Updates  
Q2 Financial Report  
Budget Plan Intro  
General Financial Update

Future Meeting:  
~~Gas Tax information update~~

### 5.3 Adjournment

Mr. Allemang thanked the committee and staff and adjourned the meeting at 3:44 pm.

*Respectfully Submitted by Deborah Holt*

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## OLTF: Task Force or Committee

**Meeting: Board of Director's**

**Meeting Date: April 16, 2026**

### INFORMATION TYPE

Discussion and preparation for decision.

### RECOMMENDED ACTION(S)

That the Board consider changing the OLTF to a standing Task Force, a committee or assign Ownership Linkage directly to the Service Committee.

### ISSUE SUMMARY

What is being brought forward?

### BACKGROUND

The Board currently has an Ownership Linkage Task Force that was formed in 2024 to begin the work of connecting the Board to both the Legal and Moral Owners of the AAATA. The OLTF has done a fine job in connecting with and creating a regular cadence with the Legal Owners and will be continuing it's work to assess how best to connect with the Moral Owners. Under Board Policy 3.7 *Unless otherwise stated, a committee ceases to exist as soon as its task is complete*. The OLTF is not part of the permanent committee structure listed in Policy 3.7 which are as follows: Governance Committee, Service Committee, Finance Committee, Executive Committee and Audit Task Force. The importance of Board Linkage with Owners cannot be overstated. Understanding the needs of the people and the communities we serve is paramount to aiding the Board in matters involving our current and future policy decisions. The Chair is concerned that by not having a permanent Ownership Linkage Task Force or Committee, this important work may potentially be left unattended in the future.

### PRIOR RELEVANT BOARD ACTIONS & POLICIES

**3.0 GLOBAL GOVERNANCE PROCESS:** The purpose of the Board, on behalf of the residents and workers of the member jurisdictions and government jurisdictions with whom we have service agreements (Ownership), and as stewards of the future, is to see to it that the Ann Arbor Area Transportation Authority (AAATA) (a) achieves appropriate results for appropriate persons at an appropriate cost, and (b) avoids unacceptable actions and situations.

**3.1 GOVERNING STYLE:** The Board will govern lawfully, observing the principles of the policy governance, with an emphasis on (a) the best interests of the entirety of the ownership and stewardship of the agency, (b) outward vision rather than an internal preoccupation, (c) encouragement of diversity in viewpoints, (d) strategic leadership more

than administrative detail, (e) clear distinction of Board and chief executive roles, (f) collective rather than individual decisions, (g) future rather than past or present, and (h) proactivity rather than reactivity.

**3.2 BOARD JOB DESCRIPTION:** Specific job outputs of the Board, as an informed agent of the ownership, are those that ensure appropriate organizational performance. Accordingly, the Board has direct responsibility for: 3.2.1 The authoritative linkage between the ownership and the operational organization. 3.2.1.1 Members shall maintain effective ambassadorship and coordinated advocacy with member municipalities.

**3.7 BOARD COMMITTEE STRUCTURE** Committees are intended to expedite work of the Board so that monthly meetings can be efficient and as advisory bodies. The full Board retains all decision-making powers. Committees are, therefore, empowered to: • Conduct detailed reviews of monitoring reports, and recommend acceptance or rejection to the full Board, • Conduct reviews of policy language and make recommendations for changes to the full Board, • Receive preliminary Strategy Updates from the CEO, • Discuss Ends policies, and • Advise the Board. Standing committees are arranged by function and have formal responsibility for monitoring certain policies which have been grouped by theme (governance, financial, service) so the committees can emphasize those subjects.

Unless otherwise stated, a committee ceases to exist as soon as its task is complete.

#### **IMPACTS OF RECOMMENDED ACTION(S)**

- Budgetary/Fiscal: N/A or other
- Social: N/A or other
- Environmental: N/A or other
- Governance: Ensure that the task of Ownership Linkage continues to remain at the forefront of the Board's work.

#### **ATTACHMENTS**

None

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## **Board's Annual Work Plan**

**Meeting: Board of Directors**

**Meeting Date: April 16, 2026**

### **INFORMATION TYPE**

Decision Preparation

### **RECOMMENDED ACTION(S)**

Approve final FY2026 Plan of Work and Education Topics for Board.

### **ISSUE SUMMARY**

The Board sets the future of the organization through policies. At the beginning of every fiscal year the Board decides what proactive issues it wants to spend time on, which may lead to the development of new policy. Attachment 1 describes the process.

After discussions, a proposed annual plan of work is presented in Attachment 2 for the Board's consideration.

### **BACKGROUND**

The Board's annual work plan is an inherent part of Policy Governance. This is a key mechanism for ensuring that the Board is driving its own agenda and not merely reacting to staff or outside issues. Policy 3.4 outlines how the board sets its agenda (Attachment 1).

### **PRIOR RELEVANT BOARD ACTIONS & POLICIES**

Board has approved annual plans of work and education topics each year.

### **IMPACTS OF RECOMMENDED ACTION(S)**

- Governance: The annual work plan is how the Board sets the direction for the organization.

### **ATTACHMENTS**

1. Excerpt Policy 3.4 – Agenda Planning Policy
2. Proposed FY2026 Work Plan & Education Topics
3. Service & Finance Committee Education Recommendations

## Attachment 1: Board Policy 3.4: Agenda Planning

(Emphasis added)

### 3.4 AGENDA PLANNING

*To accomplish its job products with a governance style consistent with Board policies, the Board will follow an annual agenda cycle which:*

- (a) completes a re-exploration of Ends Policies annually,*
- (b) continually improves Board performance through Board education and enriched input and deliberation, and*
- (c) re-examines for relevance the underlying values that support existing policy.*

*3.4.1 The cycle will conclude each year so that administrative planning, strategic planning, and budgeting can be based on accomplishing a one-year segment of the Board's most recent statement of long-term Ends.*

*3.4.2 The cycle will start with the Board's development of its agenda for the next year.*

*A. Consultations with selected groups in the ownership, or other methods of gaining ownership input will be determined and arranged in the first quarter, to be held during the balance of the year.*

*B. Governance education, and education related to Ends determination, (e.g., presentations by researchers, demographers, advocacy groups, staff, etc.) will be arranged in the first quarter, to be held during the balance of the year...*

**Attachment 2: Proposed FY2026 Work Plan & Education Topics**

**2026 Work Plan**

| <b>Policy Topics or Decisions</b>                  | <b>Status</b> |
|--|---------------|
| 1. Sustainability: Exec Limit or Ends?             | In progress   |
| 2.   |               |
| 3.   |               |
| 4. <i>(FYI: Millage decision likely in FY2027)</i> |               |

**Topics of Board Education**

| <b>Education Topics</b>  |
|--|
| 1. Local Funding: How it Works   |
| 2. <i>Millage Decision Prep</i> <ul style="list-style-type: none"> <li>○ <i>CEO Context (Timeline, LRP, recommendation)</i></li> <li>○ <i>Post Pandemic Ridership Trends &amp; Utilization of Services</i></li> <li>○ <i>Owner Preferences: Taxes &amp; Additional Services</i></li> </ul> |
| 3. Fare Study Scope Presentation   |
| 4. Artificial Intelligence   |
| 5. Transit Service & Land Use Plan   |
| 6. Library of General Education Topics on Website  |
| 7. <i>CEO's new Ends Interpretations</i>   |
| 8.   |
| 9.   |

\*Rough priority. Actual sequence may vary.

*Italics* are CEO's suggestions for consolidations, groupings, and upcoming issues.

**Attachment 3: Service & Finance Committee Education Recommendations (April)**

| <b>Service Committee Priority Recommendations</b>              |
|--|
| 1. Fare Study Scope Presentation                               |
| 2. Post Pandemic Ridership Trends                              |
| 3. Artificial Intelligence <i>(What specific areas of AI?)</i> |

| <b>Finance Committee Education Recommendations</b>       |
|--|
| Fare Study Scope Presentation                            |
| Post Pandemic Ridership Trends / Utilization of Services |
| Transit Service / Land Use Plan                          |
| Artificial Intelligence                                  |

| <b>Finance Committee Work Plan Recommendations</b>  |
|---|
| Millage Decision Prep <ul style="list-style-type: none"> <li>○ CEO Context (Timeline, LRP, recommendation)</li> <li>○ Owner Preferences: Taxes &amp; Additional Services</li> </ul> |
| <i>*Move from Education Topics</i>  |
| Add - OLTF (?)  |

---

## Board Self-Monitoring: Board-Management Delegation

**Meeting: Board of Directors**

**Meeting Date: April 16, 2026**

|                         |
|-------------------------|
| <b>INFORMATION TYPE</b> |
|-------------------------|

Monitoring

|                              |
|------------------------------|
| <b>RECOMMENDED ACTION(S)</b> |
|------------------------------|

Discuss

|                      |
|----------------------|
| <b>ISSUE SUMMARY</b> |
|----------------------|

Every year the Board monitors its own behaviors and compliance with policies pertaining to Board-Management Delegation.

The Board's self-assessment is presented in the attachment.

|   |
|---|
| <b>IMPACTS OF RECOMMENDED ACTION(S)</b> |
|---|

- Governance: Board self-monitoring is an important practice.

|                    |
|--------------------|
| <b>ATTACHMENTS</b> |
|--------------------|

1. Board-Management Delegation Policies 4.0-4.4
2. Worksheet Results for policies 4.0-4.4

## Attachment 1:

### 4: BOARD-MANAGEMENT DELEGATION

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*These policies define how the Board will delegate to its CEO AAATA's accomplishment of Ends and operation within the Executive Limitations boundaries.*

#### **4.0 GLOBAL BOARD-MANAGEMENT DELEGATION**

The Board's sole official connection to the operational organization, its achievements and conduct will be through a Chief Executive Officer (CEO).

#### **4.1 UNITY OF CONTROL**

Only officially passed motions of the Board are binding on the CEO.  
Accordingly:

- 4.1.1 Decisions or instructions of individual Board members, officers, or committees are not binding on the CEO except in rare instances when the Board has specifically authorized such exercise of authority.
- 4.1.2 In the case of Board members or committees requesting information or assistance without Board authorization, the CEO can defer or refuse such requests that require, in the CEO's opinion, a material amount of staff time or funds or is disruptive.

#### **4.2 ACCOUNTABILITY OF THE CEO**

The CEO is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO.

Accordingly:

- 4.2.1 The Board will never give instructions to persons who report directly or indirectly to the CEO.
- 4.2.2 The Board will not evaluate, either formally or informally, any staff other than the CEO. Board members are not restricted from expressing any level of satisfaction in a confidential conversation with the CEO.
- 4.2.3 The Board will view organizational performance as integral to CEO performance and shall consider Board stated Ends and avoidance of Board-proscribed executive limitations as a foundation of successful CEO performance.

### 4.3 DELEGATION TO THE CEO

The Board will instruct the CEO through officially passed motions of the Board or written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, allowing the CEO to use any reasonable interpretation of these policies.

Accordingly:

- 4.3.1 The Board will develop policies instructing the CEO to achieve certain results, for certain recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies.
- 4.3.2 The Board will develop policies which limit the latitude the CEO may exercise in choosing the organizational means. These limiting policies will describe those practices, active, decisions, and circumstances that would be unacceptable to the Board even if they were effective. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies. The Board will never prescribe organizational means delegated to the CEO.
- 4.3.3 As long as the CEO uses *any reasonable interpretation* of the Board's Ends and Executive Limitations policies, the CEO is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.
- 4.3.4 The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and CEO domains. By doing so, the Board changes the latitude of choice given to the CEO. But as long as any particular delegation is in place, the Board will respect and support the CEO's choices with the boundaries described herein.

#### **4.4 MONITORING CEO PERFORMANCE**

Organizational accomplishment of Board policies on Ends and organizational operation within the boundaries established in Board policies on Executive Limitations shall be evaluated rigorously by the Board and its appointed committees.

Accordingly:

- 4.4.1 Monitoring is simply to determine the degree to which Board policies are being met. Data which do not do this will not be considered to be monitoring data.
- 4.4.2 The Board will acquire monitoring data by one or more of three methods: (a) by internal report, in which the CEO discloses compliance information to the Board, (b) by external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies, and (c) by direct Board inspection, in which a designated member or members of the Board assess compliance with the appropriate policy criteria.
- 4.4.3 In every case, the Board will judge the reasonableness of the CEO's interpretation and whether data demonstrate accomplishment of the interpretation
- 4.4.4 The standard for compliance shall be any reasonable CEO interpretation of the Board policy being monitored. The Board is the final arbiter of reasonableness, but will always judge with a "reasonable person" test rather than with an interpretation favored by Board members or by the Board as a whole.
- 4.4.5 All policies which instruct the CEO will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule (Appendix A).

## WORKSHEET RESULTS

### Board Management Delegation (Policies 4.0 - 4.4)

**Participants: (9) Board Members**

Mike Allemang, Chris Allen, Simi Barr, Rich Chang, Julie Grand,  
Jesse Miller, Kathleen Mozak, Susan Pollay, Georgia Valentine

|   |
|---|
| <b>Performance on reasonable interpretation and verifiable evidence</b> |
|---|

**Policy 4.0 Global Board-Management Delegation**

The Board's sole official connection to the operational organization, its achievements and conduct will be through a Chief Executive Officer (CEO).

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.1 Unity of Control**

Only officially passed motions of the Board are binding on the CEO.

Accordingly:

|   |   |
|---|---|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 7<br>No instances this reporting period – 1<br><br>Yes - 1 |
|---|---|

*If you indicated YES, please provide examples: N/A*

**Policy 4.1.1**

Decisions or instructions of individual Board members, officers, or committees are not binding on the CEO except in rare instances when the Board has specifically authorized such exercise of authority.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.1.2**

In the case of Board members or committees requesting information or assistance without Board authorization, the CEO can defer or refuse such requests that require, in the CEO's opinion, a material amount of staff time or funds or is disruptive.

|   |   |
|---|---|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | <p style="text-align: center;">No – 8</p> <p style="text-align: center;">No instances this reporting period - 1</p> |
|---|---|

*If you indicated YES, please provide examples: N/A*

**Policy 4.2 Accountability of the CEO**

The CEO is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO.

|   |   |
|---|---|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | <p style="text-align: center;">No – 8</p> <p style="text-align: center;">No instances this reporting period - 1</p> |
|---|---|

*If you indicated YES, please provide examples: N/A*

**Policy 4.2.1**

The Board will never give instructions to persons who report directly or indirectly to the CEO.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | <p style="text-align: center;">No – 7</p> <p style="text-align: center;">No instances this reporting period – 1</p> <p style="text-align: center;">Yes - 1</p> |
|---|--|

*If you indicated YES, please provide examples:*

- We have directly requested info from D-CEOs. I recommend we modify the wording of this policy.

**Policy 4.2.2**

The Board will not evaluate, either formally or informally, any staff other than the CEO. Board members are not restricted from expressing any level of satisfaction in a confidential conversation with the CEO.

|   |   |
|---|---|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | <p style="text-align: center;">No – 8</p> <p style="text-align: center;">No instances this reporting period - 1</p> |
|---|---|

*If you indicated YES, please provide examples: N/A*

**Policy 4.2.3**

The Board will view organizational performance as integral to CEO performance and shall consider Board stated Ends and avoidance of Board-proscribed executive limitations as a foundation of successful CEO performance.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.3 Delegation to the CEO**

The Board will instruct the CEO through officially passed motions of the Board or written policies which prescribe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided, allowing the CEO to use any reasonable interpretation of these policies.

Accordingly:

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.3.1**

The Board will develop policies instructing the CEO to achieve certain results, for certain recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.3.2**

The Board will develop policies which limit the latitude the CEO may exercise in choosing the organizational means. These limiting policies will describe those practices, active, decisions, and circumstances that would be unacceptable to the Board even if they were effective. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies. The Board will never prescribe organizational means delegated to the CEO.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.3.3**

As long as the CEO uses *any reasonable interpretation* of the Board's Ends and Executive Limitations policies, the CEO is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.3.4**

The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and CEO domains. By doing so, the Board changes the latitude of choice given to the CEO. But as long as any particular delegation is in place, the Board will respect and support the CEO's choices with the boundaries described herein.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.4 Monitoring CEO Performance**

Organizational accomplishment of Board policies on Ends and organizational operation within the boundaries established in Board policies on Executive Limitations shall be evaluated rigorously by the Board and its appointed committees.

Accordingly:

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.4.1**

Monitoring is simply to determine the degree to which Board policies are being met. Data which do not do this will not be considered to be monitoring data.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples:*

- Probably should consider rewriting this one, or we need to at least define what "data" is.

**Policy 4.4.2**

The Board will acquire monitoring data by one or more of three methods: (a) by internal report, in which the CEO discloses compliance information to the Board, (b) by external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies, and (c) by direct Board inspection, in which a designated member or members of the Board assess compliance with the appropriate policy criteria.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.4.3**

In every case, the Board will judge the reasonableness of the CEO’s interpretation and whether data demonstrate accomplishment of the interpretation

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

**Policy 4.4.4**

The standard for compliance shall be any reasonable CEO interpretation of the Board policy being monitored. The Board is the final arbiter of reasonableness but will always judge with a “reasonable person” test rather than with an interpretation favored by Board members or by the Board as a whole.

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples:*

- We should probably reword this one since we have had debates on what is 'reasonable'

**Policy 4.4.5**

All policies which instruct the CEO will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule (Appendix A).

|   |  |
|---|--|
| Are you aware of any instances during this period when the Board did not adhere to this policy? | No – 8<br>No instances this reporting period - 1 |
|---|--|

*If you indicated YES, please provide examples: N/A*

## Additional context questions

### 1. Additional context on overall policy (optional)

- It's redundant to have "no instances this reporting period" on a number of questions since some questions also say this.
- I think we should consider modifying these:

4.2.1 The Board will never give instructions to persons who report directly or indirectly to the CEO.

I think this might be better worded as: "The Board will never give instructions to persons who report directly or indirectly to the CEO unless permission is given by the CEO."

4.4.1 Monitoring is simply to determine the degree to which Board policies are being met. Data which do not do this will not be considered to be monitoring data.

Probably should consider rewriting this one, or we need to at least define what is acceptable as "data". There are some policies where numerical data (which I assume as the definition of "data") is not possible.

4.4.4 The standard for compliance shall be any reasonable CEO interpretation of the Board policy being monitored. The Board is the final arbiter of reasonableness but will always judge with a "reasonable person" test rather than with an interpretation favored by Board members or by the Board as a whole.

We should probably reword this one since we have had debates on what is 'reasonable'. Also, the "... by the Board as a whole" is a bit conflicting for me. We operate as a whole, so if we all determine we have a particular interpretation that may or not be considered "reasonable", I think that should still be allowed.

### 2. Approximately how many minutes did it take you to fill out this form?

10, 15, 20, 10, 10, 15, 20, 30, 30

---

**Monitoring Report:  
Environmental Sustainability (Policy 2.11)  
Monitoring Period: Jan 2025- Dec 2025.**

**Service Committee Meeting Review Date: March 31<sup>st</sup>, 2026  
Board of Directors Meeting Review Date: April 16<sup>th</sup>, 2026**

**INFORMATION TYPE**

Monitoring

**RECOMMENDED ACTION(S)**

The Service Committee reviewed this monitoring report and recommends the Board consider accepting it as (A).

- (A) a reasonable interpretation for all policy items and that the evidence demonstrates compliance with the interpretations.**
- (B) a reasonable interpretation for all policy items and that the evidence demonstrates compliance with the interpretations, except for the CEO's stated non-compliance with item(s) x .x, which the Board acknowledges and accepts the proposed dates for compliance.
- (C) 1. For policy items x.x.x – there is evidence of compliance with a reasonable interpretation  
2. For policy items x.x.x – the interpretation is not reasonable  
3. For policy items x.x.x – the interpretation is reasonable, but the evidence does not demonstrate compliance  
4. For policy items x.x.x – the Board acknowledges and accepts the CEO's stated non-compliance and the proposed dates for compliance

**PRIOR RELEVANT BOARD ACTIONS & POLICIES**

Monitoring Reports are a key Policy Governance tool to assess organizational/CEO performance in achieving Ends (1.0) within Executive Limitations (2.0). A Policy-Governance-consistent Monitoring Process is:

- 1. CEO sends Monitoring Report to all board members
- 2. At Board meeting, board accepts Monitoring Report through majority vote (or if not acceptable, determines next steps)

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## ISSUE SUMMARY

TheRide’s Board of Directors establish policies that define what methods are unacceptable to use to achieve expected results, called Executive Limitations. This monitoring report provides the CEO’s interpretations of those policies, evidence of achievement, and an assertion on compliance with the Board’s written goals. As with other monitoring reports, the Board decides whether the interpretations are reasonable, and the evidence is convincing.

Per Appendix A of the Board Policy Manual, this report was scheduled for monitoring in April and was submitted in April.

I certify that the information is true and complete, and I request that the Board accept this as indicating an acceptable level of compliance.

**CEO’s Signature**



---






**Date**




3/20/2026

## ATTACHMENTS

1. Monitoring report for Environmental Sustainability (Policy 2.11)

## Table of Contents

| POLICY TITLE: ENVIRONMENTAL SUSTAINABILITY   | Page# | Compliance  |
|--|-------|---|
| 2.11 The CEO will not cause or allow organizational practices or activities that are inconsistent with achieving environmental sustainability. |       |   |
| Further, without limiting the scope of the above statement by the following list, the CEO shall not:   | 4     |    |
| 2.11.1. Operate without measures to minimize, reduce, and eliminate emissions including greenhouse gasses and air pollutants.                  | 5     |    |
| 2.11.2. Allow organizational operations that are inconsistent with the achievement of carbon neutrality.                                       | 8     |    |
| 2.11.3. Operate without processes that minimize material and energy consumption and provide for proper disposal of waste.                      | 11    |    |
| 2.11.4. Allow operations which do not minimize harmful local ecological impact.  | 13    |  |

 Fully Compliant    
  Partially Compliant    
  Not Compliant

## Preliminary CEO Interpretations and Evidence

### **POLICY 2.11**

The CEO will not cause or allow organizational practices or activities that are inconsistent with achieving environmental sustainability.

### **Degree of Compliance**

 Compliant

### **Interpretation**

#### Operational Definition

I interpret this policy to mean that the agency will work towards reducing overall emissions, their carbon footprint, pollution and conserve resources to the extent possible without jeopardizing the fiscal health of the organization.

#### Measure/Standards & Achievement

The Board has fully defined sustainability in the policies below. Therefore, compliance with this policy will be achieved when all lower-level policies are compliant.

#### Rationale

This is reasonable because lower-level policies address all areas of environmental sustainability as follows:

- Policy 2.11.1 and 2.11.2 addresses the reduction of emissions and carbon footprint respectively,
- Policy 2.11.3 addresses the conservation of resources and proper disposal of waste and
- Policy 2.11.4 addresses minimizing of pollution.

### **Evidence**

**Source of Data:** Lower-level policies

**Date of Data Review:** 3/10/2026

**Data:** All lower-level policies were compliant.

**POLICY 2.11.1**

The CEO shall not...Operate without measures to minimize, reduce, and eliminate emissions including greenhouse gasses and air pollutants.

**Degree of Compliance**

 **Compliant**

**Interpretation**

Operational definition

I interpret this policy to mean that the agency will establish interim targets and timelines to reduce and eventually eliminate greenhouse gases that are *directly* created by agency operations *by 2050*. This policy will focus on methane and nitrogen oxides. Carbon dioxide emissions will be addressed in policy 2.11.2

Measure/Standards & Achievement

Compliance will be demonstrated when the following milestones are achieved

| Timeline* | Major milestones  |
|-----------|---|
| FY 2023   | <ul style="list-style-type: none"> <li>Complete zero-low emissions fleet propulsion study.</li> </ul>   |
| FY 2024   | <ul style="list-style-type: none"> <li>Develop a reliable way of measuring emissions. Establish baseline.</li> <li><b>Bus Fleet:</b> Develop interim targets &amp; timeline for reducing emissions from the large bus fleet. Preceded by technical studies.</li> </ul>                    |
| FY 2025   | <ul style="list-style-type: none"> <li><b>Fleet:</b> Achieve set emission targets</li> </ul>  |
| FY 2026   | <ul style="list-style-type: none"> <li><b>Facilities:</b> Establish interim targets &amp; timelines for reducing emissions from facilities. Preceded by technical studies.</li> <li><b>Fleet:</b> Achieve set emission targets</li> </ul>   |
| FY 2027   | <ul style="list-style-type: none"> <li><b>Paratransit:</b> Establish interim targets &amp; timelines for reducing emissions from paratransit buses and all other vehicles. Preceded by technical studies.</li> <li><b>Fleet &amp; Facilities:</b> Achieve set emission targets</li> </ul> |
| FY 2050   | Eliminate GHG emissions (methane and nitrogen oxides) produced by fleet, facilities and paratransit   |

\*Timeline is dependent on adequate funding, staff capacity and timely technological advancement.

Rationale

These milestones and targets are reasonable because:

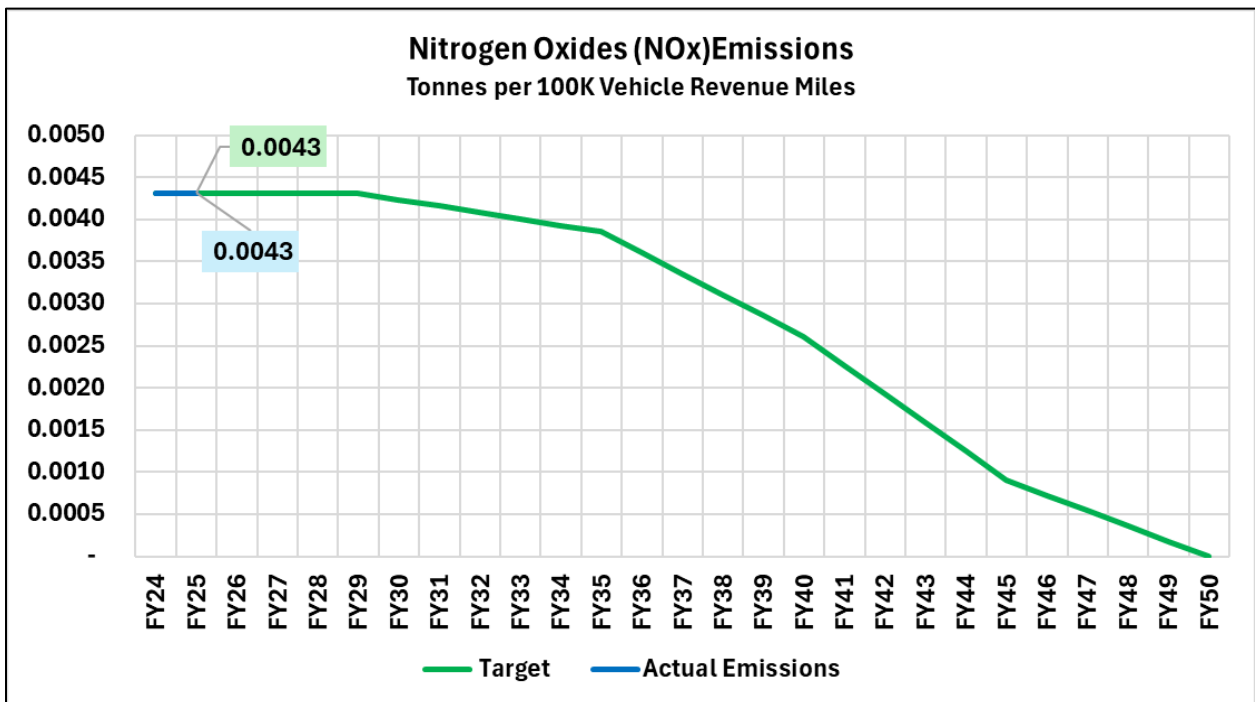
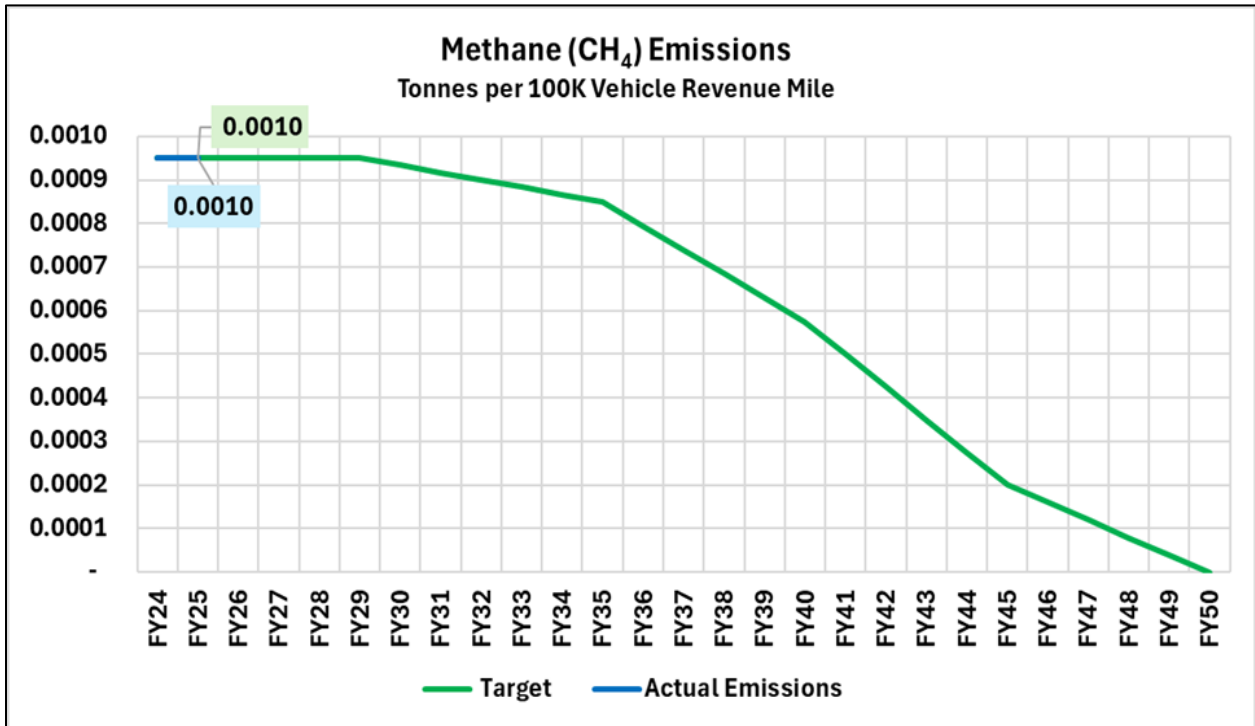
- A. Eliminating emissions is a long-term exercise with considerable risks and opportunity costs. It is reasonable to conduct technical studies that will help establish aggressive but realistic targets and timelines. Without such technical review, targets could become politically driven rather than policy driven. We are intentionally focusing on the outcome (emissions) as a means to demonstrate progress rather than staff activities.
- B. Establishing targets for the bus fleet first is reasonable as they are likely the largest source of emissions.
- C. Having separate plans for each functional area is reasonable because they are technologically distinct and will require different solutions and likely different funding solutions. Having interim targets is reasonable because it will take many years to fully eliminate emissions, and progress will need to be demonstrated in the intervening period. Staggering the planning work over a few years is necessary due to staff capacity limits.
- D. *The target for total emission elimination has been adjusted from 2045 to 2050.* Due to a current lack of dedicated zero-emissions funding, which is expected to persist for the next three years, the agency is prioritizing low-emissions technology in the interim. We anticipate that emissions will hold steady at the current baseline for the next five years before resuming the originally projected emission reduction path, ultimately reaching our goal by 2050.
- E. Tracking emissions per 100,000 revenue miles mile allows us to account for planned service growth; tracking absolute emissions alone would incorrectly suggest a decline in performance whenever mileage increases (service grows). By committing to reach zero emissions per 100,000 vehicle revenue miles by 2050, we demonstrate a clear path toward total operational efficiency. This ensures that our sustainability goals remain ambitious and measurable, regardless of how much we expand our service footprint.
- F. The agency tracks methane, nitrogen oxides, and carbon dioxide (policy 2.11.2). This is reasonable because these three gases make up 97% of all greenhouse emissions. Other greenhouse gases make up a smaller amount of overall emissions and are harder to track as they are based on more complex situations. For example, particulate emissions result from incomplete combustion, while hydrofluorocarbon (HFC) emissions stem from leaking refrigerants. Tracking these emissions would be cost-prohibitive and offer minimal benefit.

#### Evidence

**Source of Data:** Fuel consumption and EPA emission factors

**Date of Data Review:** 2/25/2026 by the Corporate Strategy and Performance Officer and Manager of Fleet

**Data:** Methane and Nitrogen oxide emissions remained consistent at 0.0010 tonnes per 100k revenue miles. This may be attributed to the consistent fuel technology. As fuel technology advances, we expect to begin seeing a drop. See below for details.



**POLICY 2.11.2.**

The CEO shall not...Allow organizational operations that are inconsistent with the achievement of carbon neutrality.

**Degree of Compliance**

 Compliant

**Interpretation**

Operational definition

I interpret this policy to mean that the agency will establish interim targets and timelines to reduce and eventually eliminate carbon emissions *directly* created by agency operations by 2050.

Measure/Standards & Achievement

Compliance will be demonstrated when the following milestones are met in the following timelines:

| Timeline* | Major milestones**  |
|-----------|---|
| FY 2023   | <ul style="list-style-type: none"> <li>Complete zero-low emissions fleet propulsion study.</li> </ul>   |
| FY 2024   | <ul style="list-style-type: none"> <li>Develop a reliable way of measuring carbon emissions. Establish baseline.</li> <li><b>Bus Fleet:</b> Develop interim targets &amp; timeline for reducing emissions from the large bus fleet. Preceded by technical studies.</li> </ul>             |
| FY 2025   | <ul style="list-style-type: none"> <li><b>Fleet:</b> Achieve set emission targets</li> </ul>  |
| FY 2026   | <ul style="list-style-type: none"> <li><b>Facilities:</b> Establish interim targets &amp; timelines for reducing emissions from facilities. Preceded by technical studies.</li> <li><b>Fleet:</b> Achieve set emission targets</li> </ul>   |
| FY 2027   | <ul style="list-style-type: none"> <li><b>Paratransit:</b> Establish interim targets &amp; timelines for reducing emissions from paratransit buses and all other vehicles. Preceded by technical studies.</li> <li><b>Fleet &amp; Facilities:</b> Achieve set emission targets</li> </ul> |
| FY 2050   | Eliminate carbon emissions produced by fleet, facilities and paratransit  |

\*Timeline is dependent on adequate funding, staff capacity and timely technological advancement.

\*\* Once studies are complete and targets are established, compliance will be determined by using quantitative data to determine progress

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## Rationale

These definitions and interim milestones are reasonable because:

- A. Eliminating emissions is a long-term exercise with considerable risks and opportunity costs. It is reasonable to conduct technical studies that will help establish aggressive but realistic targets and timelines. Without such technical review, targets could become politically driven rather than policy driven. We are intentionally focusing on the outcome (emissions) as a means to demonstrate progress rather than staff activities.
- B. Establishing targets for the bus fleet first is reasonable as they are likely the largest source of emissions.
- C. Having separate plans for each functional area is reasonable because they are technologically distinct and will require different solutions and likely different funding solutions. Having interim targets is reasonable because it will take many years to fully eliminate emissions, and progress will need to be demonstrated in the intervening period. Staggering the planning work over a few years is necessary due to staff capacity limits.
- D. *The target for total emission elimination has been adjusted from 2045 to 2050.* Due to a current lack of dedicated zero-emissions funding, which is expected to persist for the next three years, the agency is prioritizing low-emissions technology in the interim. We anticipate that emissions will hold steady at the current baseline for the next five years before resuming the originally projected emission reduction path, ultimately reaching our goal by 2050.
- E. Tracking emissions per 100,000 revenue miles allows us to account for planned service growth; tracking absolute emissions alone would incorrectly suggest a decline in performance whenever mileage increases (service grows). By committing to reach zero emissions per 100,000 vehicle revenue miles by 2050, we demonstrate a clear path toward total operational efficiency. This ensures that our sustainability goals remain ambitious and measurable, regardless of how much we expand our service footprint.

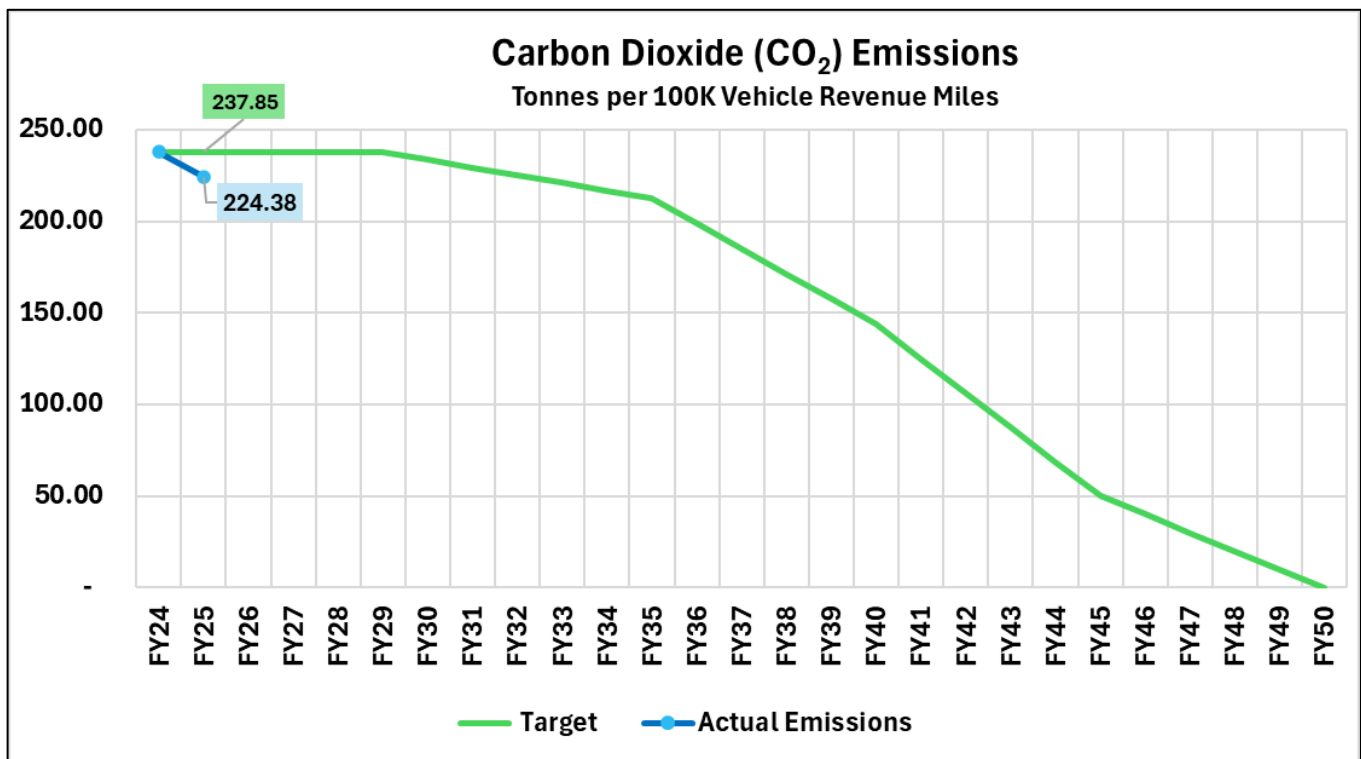
## Evidence

**Source of Data:** Fuel consumption data, EPA emission factors.

**Date of data review:** 3/4/2026 as verified by the Corporate Strategy & Performance Officer, Manager of Fleet and Manager of Facilities.

### Data

Since carbon emissions are a direct byproduct of fuel combustion, a **6% increase in fuel efficiency (MPG)** allows the fleet to travel the same distance using **6% less fuel**. By reducing the total volume of fuel burned, the agency achieves a proportional decrease in its overall carbon footprint.



**POLICY 2.11.3.**

The CEO shall not... Operate without processes that minimize material and energy consumption and provide for proper disposal of waste.

**Degree of Compliance**

 **Compliant**

**Interpretation**

Operational definition

I interpret this policy to mean that the agency will 1) reduce material use and disposal to the lowest practical levels, 2) ensure material is disposed of according to relevant environmental regulations, and 3) energy use is reduced to the lowest practical level.

Measure/Standards, Achievement.

Compliance will be demonstrated when

- A. Waste is disposed of in accordance with city guidelines, and
- B. The following targets are met in the timeline below.

| Monitoring Year | Targets  |
|-----------------|--|
| FY 2027         | <ul style="list-style-type: none"> <li>• <b>Energy consumption</b> Establish interim targets, optimum operating thresholds &amp; timelines for reducing energy consumption. Preceded by technical studies.</li> </ul>  |
| FY 2028         | <ul style="list-style-type: none"> <li>• <b>Waste and material:</b> Establish interim targets, optimum operating thresholds &amp; timelines for reducing waste and material. Preceded by technical studies.</li> </ul> |
| FY2029-50       | Reduce waste, material, energy consumption in line with projections until a minimum operating threshold is achieved  |

Rationale

- A. Relying on city standards for disposal is reasonable as the city has protocols by which all kinds of waste (physical, biological, recyclable etc.,) should be properly disposed. Complying with those standards represents policy compliance.
- B. The agency will *always* need to consume some amount material and energy in order to deliver its mission. These consumables can be reduced to a minimum (defined by technology and affordability) beyond which further reductions will impact the organization’s ability to deliver its mission. We expect to see initial

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reductions and then a plateau where additional reductions become cost-prohibitive until new technologies emerge, or additional resources appear. They will never reach zero. For example, we have already replaced most older light builds with LEDs, but those still require electricity. Establishing baseline consumption data and targets for future reductions will demonstrate progress toward the goal of the policy. Studies to help quantify current baselines and realistic targets. Given the complexity and resources required, these studies are staggered.

### **Evidence**

**Source of Data:** Waste management records

**Date of data review:** 3/4/2026 by Manager of Facilities

#### **Data**

During the monitoring period there were no records indicating that any guidelines for waste disposal were violated. Disposal was done in-line with regulations and guidelines.

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**POLICY 2.11.4**

The CEO shall not...Allow operations which do not minimize harmful local ecological impact.

**Degree of Compliance**

 Compliant

**Interpretation**

Operational Definition

I interpret this policy to mean that agency operations will be conducted in a way that maintains biodiversity of the immediate non-human environment near transit operations. More specifically, to ensure that water runs off and fluid discharges are contained and cleaned up per legal requirements.

Measure/Standards & Achievement

Compliance with this policy will be demonstrated when:

- A) A review of records by the State (occurs every five years) finds zero unresolved violations of the Storm Water Pollution Prevention Plan.
- B) Annual reviews of monthly, quarterly, and annual inspection records for the underground tank systems demonstrate that there are no signs of leaks, and that any issues are resolved, and sufficient to pass periodic State inspections with no unresolved violation.
- C) Construction activities include appropriate steps to minimize fluid impacts and comply with relevant laws. Outside approvals for planned new facilities confirm that 1) the plans conform to all existing environmental laws particularly regarding water runoff, and 2) cost/benefit assessments are made for additional mitigations (decisions are made on a case-by-case basis and depending on affordability).
- D) Procedures, training, and equipment are in place to respond to any fluid leak from a vehicle, whether in the garage or on the road.

Rationale:

- A) The focus on water and fluid discharges is reasonable because these are the primary ways in which facilities and vehicles could harm the immediate environment. Highest risk. Gaseous emissions are addressed in policies 2.11.1 and 2.11.2. Absence of unresolved violations of the Storm Water Pollution Prevention Plan is a reasonable measure because it covers proper management of all surface fluid runoff and discharges (gas, diesel, and water) at the garage property (2700 S Industrial Hwy). The Plan and its contents are required by State law because the facility has a retention pond. State agencies conduct periodic

inspections against engineering standards. The three-year period is reasonable because the garage facility does not change much, and inspectors review records since the previous inspection so violations can be retroactive. All other facilities are hooked up to sewer systems and are addressed by leaks from bus fuel tanks.

- B) Inspection of records of underground tanks is reasonable because these are engineering standards required by State law which are periodically checked by State agents. The records include daily monitoring of sensors that continuously monitor the tanks for signs of leaks.
- C) Construction activities require additional measures that are outlined in codes.
- D) Being prepared allows the agency to respond accordingly should any leak happen. Fuel tanks, like any other mechanism, can fail unexpectedly

### **Evidence**

**Source of Data:** State review feedback, storm water plans, agency inspection records, YTC records, compliance with building codes

**Date of data review:** 03/4/2026 as verified by the Facilities Manager and the DCEO, Planning

### **Data**

- A. The last Storm Water Pollution Prevention Plan state review was conducted in Feb 2022 and there were no records of unresolved violations.
- B. A review of facility inspections indicates leak free underground tanks that were in compliance with State guidelines .
- C. Plans for the new YTC building included a review of environmental factors.
- D. Staff was trained and adequate equipment was available to respond to any potential vehicle leakages.

## Guidance on Determining “Reasonableness” of CEO Interpretations

### **Are the interpretations reasonable?**

An interpretation is reasonable if the following are provided,

1. a measure or standard,
2. a defensible rationale for the measure or standard,
3. a level of achievement necessary to achieve compliance and
4. a rationale for the level of achievement.

### **Is evidence verifiable?**

Evidence is verifiable if there is.

1. actual measurement/data,
2. the source of data and
3. the date when data was collected is provided.

## Board’s Conclusion on Monitoring Report

### **Board’s conclusion after monitoring the report.**

Following the Board’s review and discussion with the CEO, the Board finds that the CEO:

- (A) a reasonable interpretation for **all** policy items and that the evidence demonstrates compliance with the interpretations.
- (B) a reasonable interpretation for all policy items and that the evidence demonstrates compliance with the interpretations, except for the CEO’s stated non-compliance with item(s) x .x, which the Board acknowledges and accepts the proposed dates for compliance.
- (C)
  1. For policy items x.x.x – there is evidence of compliance with a reasonable interpretation
  2. For policy items x.x.x – the interpretation is not reasonable
  3. For policy items x.x.x – the interpretation is reasonable, but the evidence does not demonstrate compliance
  4. For policy items x.x.x – the Board acknowledges and accepts the CEO’s stated non-compliance and the proposed dates for compliance

### **Board Notes: (If Applicable)**

## WORKSHEET RESULTS

### Environmental Sustainability (Policy 2.11)

**Participants: 8 Board Members**

Mike Allemang, Chris Allen, Simi Barr, Rich Chang, Jesse Miller, Kathleen Mozak,  
Praveena Ramaswami, Georgia Valentine

|   |
|---|
| <b>Performance on reasonable interpretation and verifiable evidence</b> |
|---|

**Policy 2.11**

The CEO will not cause or allow organizational practices or activities that are inconsistent with achieving environmental sustainability. Further, without limiting the scope of the above statement by the following list, the CEO shall not:

|  |             |
|--|-------------|
| Percent of Board members that find the interpretation reasonable | <b>100%</b> |
| Percent of Board members that find the evidence verifiable       | <b>88%</b>  |

*If you stated NO, kindly provide additional context:*

- See sub-policies.

**Policy 2.11.1**

Operate without measures to minimize, reduce, and eliminate emissions including greenhouse Gasses

|  |            |
|--|------------|
| Percent of Board members that find the interpretation reasonable | <b>88%</b> |
| Percent of Board members that find the evidence verifiable       | <b>88%</b> |

*If you stated NO, kindly provide additional context:*

- Only methane and nitrogen charts are presented are given. nothing is mentioned about targets or other compliance milestones such as zero emissions fleet study.
- We are directly creating greenhouse gasses when we burn natural gas at the DGOC in furnaces and water heaters. Also, the indirect emissions of the electricity used at our facilities should be included as well.

The CEOs original interpretation of this policy from 2024 included indirect emissions, why has that changed?

**Policy 2.11.2**

Allow organizational operations that are inconsistent with the achievement of carbon neutrality

|  |            |
|--|------------|
| Percent of Board members that find the interpretation reasonable | <b>88%</b> |
| Percent of Board members that find the evidence verifiable       | <b>88%</b> |

*If you stated NO, kindly provide additional context:*

- Similar comment as 2.11.1.
- What does the CEO mean by "directly"? Indirect emissions from electricity use in facilities should be included in this report and interpretation. This report doesn't indicate anything about electricity usage in our facilities, or the associated impact of that, and is therefore not consistent with achieving carbon neutrality.

Achieving carbon neutrality requires the elimination of Scope 1 and Scope 2 emissions. Scope 2 can be known as indirect emissions, which contradicts the CEOs interpretation.

- For level-setting/comparison sake, I'm curious what the baseline CO2 emissions per 100,000 miles a regular ICE car or truck emits.

**Policy 2.11.3**

Operate without processes that minimize material and energy consumption and provide for proper disposal of waste

|  |            |
|--|------------|
| Percent of Board members that find the interpretation reasonable | <b>88%</b> |
| Percent of Board members that find the evidence verifiable       | <b>88%</b> |

*If you stated NO, kindly provide additional context:*

- Targets are in future, so the evidence doesn't seem to apply. I believe a statement regarding progress toward future goals would be appropriate.
- I think there's probably more going on at AAATA that could be discussed here regarding minimizing waste. Any types of recycling or reuse initiatives should be highlighted here. This reads to me like we follow the law and are therefore in compliance. We should aim higher.

**Policy 2.11.4**

Allow operations which do not minimize harmful local ecological impact.

|  |             |
|--|-------------|
| Percent of Board members that find the interpretation reasonable | <b>100%</b> |
| Percent of Board members that find the evidence verifiable       | <b>88%</b>  |

*If you stated NO, kindly provide additional context: N/A*

## Additional context questions

**1. Is there any reason to doubt the integrity of the information presented?**

NO – (8)

If you stated YES, kindly provide additional context: N/A

**2. If the CEO has indicated NON-COMPLIANCE with any aspect of this policy, is there a commitment as to when the Board can expect to see compliance and is the proposed time-frame acceptable?**

N/A – (7)

YES – (1)

If you stated NO, kindly provide additional context: N/A

**3. Having reviewed the monitoring report, does anything you have learned make you consider whether the POLICY ITSELF should be amended? (Policy amendment is not monitoring but should be addressed as a board decision.)**

NO – (7)

- Maybe next year – if evidence problems cited above cannot be addressed.

YES – (1)

If you stated YES, kindly provide additional context: N/A

**4. Approximately how many minutes did it take you to fill out this form?**

20, 30, 7, 20, 35, 18, 10, 5

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## Environmental Sustainability – Executive Limitations

**Meeting: Board of Directors**

**Meeting Date: April 16, 2026**

### INFORMATION TYPE

Decision

### RECOMMENDED ACTION(S)

Receive for discussion.

### ISSUE SUMMARY

The Service Committee has been tasked with reviewing residual Executive Limitation policies pertaining to environmental sustainability.

At the March 31, 2026 Service Committee meeting, Governance consultant Sue Radwan guided discussion on reviewing several Executive Limitation policies related to environmental sustainability. The committee discussed how the policy had initially been presented as an Ends policy, but after later guidance, the policy was moved under Executive Limitations and if the revised Ends policies may be redundant. They discussed further defining the Ends wording of “Positively impact the environment.” The committee will provide an overview of the discussion to the Board but agreed to table the discussion of any policy language revisions.

### BACKGROUND

In January 2026, the Board approved new Ends and they address environmental sustainability:

*1.4. The Ride positively impacts the environment and carbon emissions are reduced*

The Board has tasked the Service Committee to review Environmental Sustainability (Policy 2.11) and determine if the policy is necessary under Executive Limitations. Governance consultant, Sue Radwan, was contacted for guidance.

### PRIOR RELEVANT BOARD ACTIONS & POLICIES

Adoption of new Ends – January 22, 2026.

Adoption of Executive Limitations regarding Environmental Sustainability – August 17, 2023

### IMPACTS OF RECOMMENDED ACTION(S)

- Budgetary/Fiscal: N/A
- Social: N/A
- Environmental: TBD
- Governance: Clarify policy expectations

### ATTACHMENTS

1. Consultant Comments re: Environmental Sustainability Executive Limitation Policy

## Attachment 1: Consultant Comments re: Environmental Sustainability Executive Limitation Policy

February 25, 2026

TO: Rich Chang, AAATA Board Member and Service Committee Member

FROM: Sue Radwan, Policy Governance Consultant

RE: Consultant Comments re: Environmental Sustainability Executive Limitation Policy

Rich and Service Committee Members:

In light of the new End focused on environmental impact, the question of whether you need an EL policy on Environmental Sustainability is relevant.

**New End:** 1.4 TheRide positively impacts the environment and carbon emissions are reduced.

Because you now have this End, you have delegated the approach to address the issue to the CEO who now needs to develop a plan to achieve the End. Then the question is whether the CEO interpretation offers ANY reasonable interpretation, including projections of results. In general, the board should not create Executive Limitations regarding programs and services. Such policy is considered micro-management of a delegated function. The ELs that focus on finance, asset protection, and communication and support to the board all apply to Matt's interpretation of this End. All of the ELs apply to management decisions on Ends.

I also recognize that your committee has concerns about Environmental Sustainability. So in thinking about those concerns, the big question is what are you worried about that should limit the unilateral authority of your CEO on this issue? If you identified your concerns, then looked at existing ELs to determine if those concerns are covered, you might find that no further EL on Environmental Sustainability is necessary.

For sure, Matt has heard your concerns about Environmental Sustainability. Because Matt is an excellent CEO, I'm fairly certain he will likely cover those expressed concerns in his approach to achieve the new End. For example, because he will need to track data and project results, it is inherent in the process that he would create measures related to the environment. (Currently in 2.11.1) The EL policy 2.11.2 addresses carbon neutrality, but the End is about reducing carbon emissions – so there may be a conflict between the two statements. Additionally, all of these lower level policies are backdoor management prescriptions. The problem here is that they don't express a shared value, but rather things to do. This equates to management prescriptions.

IF board members hold a shared value about limits of unilateral authority on the issue of environmental sustainability, then you may need an EL, but instructing the CEO on management decisions is not appropriate.

With the new End in play, I recommend the Board delete this policy.

#### Current Policy 2.11 ENVIRONMENTAL SUSTAINABILITY

The CEO will not cause or allow organizational practices or activities that are inconsistent with achieving environmental sustainability.

Further, without limiting the scope of the above statement by the following list, the CEO shall not:

2.11.1 Operate without measures to minimize, reduce, and eliminate emissions including greenhouse gasses and air pollutants.

2.11.2 Allow organizational operations that are inconsistent with the achievement of carbon neutrality.

2.11.3 Operate without processes that minimize material and energy consumption and provide for proper disposal of waste.

2.11.4 Allow operations which do not minimize harmful local ecological impact.

*This policy is the End. No need for it here.*

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## CEO Report

**Meeting: Board of Director's**

**Meeting Date: April 16, 2026**

### INFORMATION TYPE

Other

### LONG-RANGE PLAN STATUS UPDATES

#### **YPSILANTI TRANSIT CENTER PLANNING**

Staff continue to make progress on detailed design, site plan, land acquisition, and procuring a Construction Manager. The construction timeline and costs will become clearer as the work progresses. Staff hope to finalize procurement of a construction manager in May, as well as begin our review of the first round of design development documents.

#### **BLAKE TRANSIT CENTER RELOCATION & EXPANSION**

TheRide continues to work with the Ann Arbor Housing Commission (AAHC) and their codeveloper (Related Midwest) on the joint development of the old Y-Lot site adjacent to the BTC (350 S. Fifth). The team is still tentatively preparing for construction of the housing tower to start in late spring or early summer 2026. Modifications to TheRide's existing BTC platform will be necessary to accommodate the housing development and approved concept of the new platform. The site plan for the existing platform and planned expansion will be submitted later this year, and an environmental review is underway. The transit elements of the development will not be under construction until Q3/4 FY2027 or FY 2028.

The Fourth Ave design team hired Fonson Company for construction. Construction on Fourth Ave will begin on May 4th, but DTE utility replacement work on Fourth Ave south of William St and north of Liberty St will begin in April.

Together, these projects will close Fourth Ave and affect the Fifth Ave bus stands. BTC and Fourth Ave will be fully closed to the public and bus operations for the duration of construction, which is ideally scheduled to end in November 2026. Due to the nature of construction and the project's complexity, customers and employees should anticipate delays.

Staff are working earnestly across departments and with various partners to set up a temporary transfer area at 5th & Washington that will allow us to maintain a high-quality transit service in 2026. The move will occur on May 3, the date scheduled for our spring bid.

## **OPERATIONAL UPDATES**

### **LOW-NO REQUEST TIMELINE**

AAATA has received official approval and notification from the DOT regarding the \$25 million grant.

### **OPERATOR COUNT/MCO CLASSES**

AAATA's current operator count is 196. The next MCO class is set to begin on April 28<sup>th</sup>.

### **LOCAL ADVISORY COMMITTEE (LAC)**

The LAC met on March 10<sup>th</sup> and discussed service updates and received a presentation from CEO Matt Carpenter on the new Ends, and Planning and PACE provided an update on the 4<sup>th</sup> Ave project.

### **ANN ARBOR CITY COUNCIL**

AAATA will be presenting to City Council on April 20<sup>th</sup>. AAATA has been asked to provide updates on ridership and TheRide approach to immigration enforcement.

### **TRANSPORTATION COMMISSION (ANN ARBOR)**

The Commission met, sent a recommendation to City Council that they endorse MDOT's proposed bus lane on Washtenaw Avenue (S. University – Stadium), and received other updates.

### **WATS POLICY COMMITTEE UPDATE**

The March WATS policy committee meeting was cancelled.

## **LEGISLATIVE UPDATES**

AAATA staff will provide a legislative update at the board meeting.

## **EMPLOYEE ANNIVERSARIES AND COMMUNITY ENGAGEMENT**

### **EMPLOYEE ANNIVERSARIES**

AAATA recently celebrated the 10-year anniversaries of MCO's: Stacey Kelley, Te Fang Pao, and Charles Kimball. All three drivers took part in a fun social media video:

<https://www.facebook.com/reel/1906795339956511/>

AAATA will be presenting to the Ann Arbor Commission on Disability Issues (CODI) on Wednesday, April 15<sup>th</sup>.

## **EXECUTION OF CONTRACTS OVER \$250K (Policy 2.9.1.5.D)**

No contracts to report.