
Board of Director's Meeting Summary

Meeting Date: March 19, 2020

Location: Remote

Board Member Attendees (all remote): Raymond Hess, Jesse Miller, Kyra Sims, Roger Hewitt, Kathleen Mozak-Betts, Richard Chang, Mike Allemang, Sue Gott, Eric Mahler (Chair)

AAATA Staff Attendees: Matt Carpenter (CEO), Bryan Smith, John Metzinger (remote), Mike Blackstone, Rosa-Maria Njuki (remote)

Chairman Eric Mahler called the meeting to order at 6:31pm.

1. OPENING ITEMS

1.1 Approve Agenda

Mr. Roger Hewitt moved to approve the agenda, seconded by Ms. Kyra Sims.

Mr. Mike Allemang moved to defer the Annual Ends Report to possibly April's Board meeting, seconded by Ms. Sims. Chairman Mahler conducted a roll call vote.

In support of the motion:

Mr. Allemang: Yes

Mr. Rich Chang: Yes

Ms. Sue Gott: No vote received

Mr. Raymond Hess: Yes

Mr. Hewitt: Yes

Mr. Jesse Miller: Yes

Ms. Kathleen Mozak-Betts: Yes

Ms. Sims: Yes

Chairman Mahler: Yes

The motion carried.

CEO Matt Carpenter suggested deferring discussions of Ron Copeland's retirement, the Board Retreat, the Construction Policy, and Regional Transit. Mr. Hewitt agreed with the Construction Policy delay. Chairman Mahler expressed that he would like to discuss the Board retreat just briefly to get an idea of a month.

Mr. Hewitt motioned to defer the Construction Policy, seconded by Ms. Gott, Ms. Mozak-Bett's and Mr. Chang. Mr. Allemang motioned to also defer Ron Copeland's Retirement to next month. Chairman Mahler conducted a roll call vote.

In support of the motion:

Mr. Allemang: Yes

Mr. Chang: Yes

Ms. Gott: Yes

Mr. Hess: Yes

Mr. Hewitt: Yes

Mr. Miller: Yes

Ms. Mozak-Betts: Yes

Ms. Sims: Yes

Chairman Mahler: Yes

The motion carried. Discussions of the Annual Ends Report, Ron Copeland's Retirement, and the Construction Policy were deferred.

1.2 Public Comment

Mr. Jim Mogensen asked that Michelle Barney's comments be read to the Board once received and thanked Ron Copeland for his years of service.

Mr. Mogensen asked if information / materials on potential August service changes or fare changes be made available on the website. He also spoke about the old YMCA site and the accommodations that should be considered for Uber, Lyft, food service, Amazon, AirRide, and the bike lane. Lastly, he addressed the YTC project and suggested an equity divide between Ann Arbor and Ypsilanti.

1.3 General Announcements
None

2. CONSENT AGENDA

2.1 Minutes

Ms. Sims moved to approve the minutes, seconded by Ms. Mozak-Betts. Chairman Mahler conducted a roll call vote.

In support of the motion:

Mr. Allemang: Yes

Mr. Chang: Yes

Ms. Gott: Yes

Mr. Hess: Yes

Mr. Hewitt: Yes

Mr. Miller: Yes

Ms. Mozak-Betts: Yes

Ms. Sims: Yes

Chairman Mahler: Yes

The motion carried and the minutes were moved into the record.

3. EMERGENT BUSINESS

3.1 Coronavirus Update

CEO Carpenter, Mr. Bryan Smith, and Mr. John Metzinger provided an update on the Coronavirus and AAATA's response to that.

CEO Carpenter complimented and thanked the staff, the community, and the Board. He described the current status of terminals being shuttered, fares being dropped, and start of reduced fixed route services. He stated that AAATA is committed to serving the community as long as they are able to do so. He described many uncertainties and mentioned possibilities of new legislation and federal assistance in the future.

He stated that the new definition of success going forward looks like maintaining skeletal fixed route and paratransit services throughout the duration of the pandemic. He also suggested that the community may need to prepare themselves that bus services like AAATA may need to cease operations for a period of time, though AAATA is aiming to be as resilient as possible. He pointed out that there are budget implications and probably a recession ahead. He described the current state of reaction that may also have a rebound, for which the community and AAATA will want to position themselves.

Mr. Smith reported continuing on the national trend, with about a 74% decline in ridership. He emphasized that leaves 26% of ridership that still need to get somewhere. He expressed the intent to serve the community for as long as possible

and complimented the staff's commitment. He reported that buses are being cleaned nightly, extra supplies are on back order, and discussions are being had between operations and planning as to what a much-reduced service would look like.

Mr. Metzinger provided a brief summary of the financial situation, highlighting a loss of fare revenue for the next 6 months of the year, which could be about \$2.8M dollars in fare revenue. He also described the challenge of growing costs affiliated with the Coronavirus. Currently, AAATA is looking at more than \$3M impact on the budget. He compared this to other parts of the country, like New York City's MTA, which is looking for a \$4B bail out. He described the good news that the reserve appears to be adequate and cash sufficient to meet needs for most of the remaining fiscal year. He reported that AAATA accounting is systematically tabulating costs affiliated with the Coronavirus in order to seek assistance for those costs in the future. He also shared that the August service change discussions with the public currently scheduled for April will still move forward in a safe environment such as online forums.

CEO Carpenter reported on the staff's meaningful interactions with the bus operators and a 70-year-old rider able to reach and care for her 90-year-old mother because of the AAATA buses during this difficult time.

Chairman Mahler and Ms. Gott gave thanks to the staff. Ms. Gott asked what Board members can do to be helpful. CEO Carpenter thanked the Board for the efficiency of their policy governance. He asked the Board to continue to look at their policies and ensure that they hold up during times of a pandemic.

3.2 Audit Task Force Update / Audit Presentation

Ms. Sims reported that the audit went well and overall was a very clean audit. Marlene Beach and Michael Santicchia of UHY presented on the audit.

4. POLICY MONITORING & DEVELOPMENT

4.1 Committee Reports

4.1.1 Governance Committee

Chairman Mahler highlighted discussion of the committee agendas and the Board retreat.

4.1.1.1 Board Retreat

Chairman Mahler expressed he was original aiming for a Board retreat in May or June. Considering the current situation, he suggested that the topic be revisited next month. Mr. Allemang expressed he would like to defer until next month. Mr. Hewitt, Ms. Gott, and Ms. Mozak-Betts agreed. Chairman Mahler will save the main body of the discussion for next month, to be addressed then if timely.

4.1.2 Finance Committee

Mr. Allemang reported that the majority of the meeting was taken up by the audit task force. He emphasized that the auditors were extremely complimentary of LaTasha Thompson, Mr. Metzinger, and the accounting staff, and that it was a positive audit.

He reported that Mr. Smith led discussion on potential changes to the paratransit service and CEO Carpenter gave an update on RTA.

4.1.3 Service Committee

Mr. Hewitt reported that the Service Committee spent almost the whole meeting discussing the Construction Policy, which he feels the Board has wisely decided to defer. Otherwise, the same updates were given by Mr. Smith and CEO Carpenter as were given to the Finance Committee.

4.2 LAC Report

Ms. Cheryl Weber reported on identifying people that were interested in the paratransit vehicles that are being purchased. Michelle Willis set up a meeting for this, but then the pandemic hit, so that meeting has been delayed. She shared that Mr. Smith spoke with the LAC regarding some of the recommendations from the paratransit study. She mentioned the RTA approval, which the LAC is happy about. She reported that LAC also discussed issues about the inline buses, how people are fastened in, and different problems with how people are dropped off. Lastly, Ms. Weber indicated that there was discussion of FlexRide changes at the meeting as well.

4.3 Monitoring Reports

4.3.1 Ends Report

CEO Carpenter reported that the only difference in the report to be reviewed at next month's Board meeting are indications of whether each policy was considered compliant or otherwise in the previous review. He looks forward to a discussion next month and hopes the Board will be able to acceptance it.

5. STRATEGY & OPERATIONAL UPDATES: CEO

5.1 Authorization of Grant Application

Mr. Metzinger walked the Board through the application and resolution, asked for the Board's acceptance of the resolution, and took questions from the Board.

Mr. Allemang asked if submitting the application will commit AAATA in any way, if the Board would have the ability to decline a full or partial award. Mr. Metzinger said yes, AAATA can step back, though there are risks associated with that – it could make it challenging for FTA to award future projects if a previous one has been stepped back from.

Ms. Gott commented that it could consider scaling back the project if there is a partial award; it's possible that AAATA could design and construct to the scale of the award.

Ms. Mozak-Betts asked if Mr. Metzinger feels that AAATA has been able to make the necessary tweaks to get the application through the next hoop. Mr. Metzinger expressed feeling they will be able to have a good shot with the improvements made.

Mr. Hess asked Mr. Metzinger what a typical local share tends to be on these projects. Mr. Metzinger responded that both reviewers said bringing more money to the table does make a grant application more competitive. He reported that there are grants that were funded at the typical 80/20 split. He pointed out that at this particular time, there isn't any further local funds to offer. Mr. Hess suggested getting congressional support. Mr. Metzinger reported that AAATA has reached out for congressional support letters and has a meeting with Susan Weber of the FTA, hoping that will help with the application.

Chairman Mahler conducted a roll call vote on the resolution.

In support of the resolution:

Mr. Allemang: Yes

Mr. Chang: Yes

Ms. Gott: Enthusiastically Yes
Mr. Hess: Yes
Mr. Hewitt: Yes
Mr. Miller: No vote response
Ms. Mozak-Betts: Yes
Ms. Sims: Yes
Chairman Mahler: Yes

The resolution was passed unanimously.

5.2 Regional Transit

CEO Carpenter reported that the attempt to use the Municipal Partnership Act stalled in the State legislature, seeming to flounder on broad anti-tax sentiment across the state, and a plan to amend the RTA's enabling legislation floundered as well. He highlighted that these attempts have brought AAATA and the community together, particularly AAATA and members of Washtenaw County and the RTA. He reported that the meeting to continue working on the plan for Washtenaw County has been pushed out to later in the month.

He also reported that the Detroit to Ann Arbor bus service launched on Monday, March 16th.

Mr. Allemang asked about the D2A2 service, if ridership is poor, who would make the decision to suspend the service. CEO Carpenter responded that he and the CEO of RTA would make a collaborative decision. He described their desire to power through at the moment, a decision to be re-evaluated as needed.

Ms. Mozak-Betts expressed that the color scheme is very similar to the WAVE. CEO Carpenter explained that the WAVE and D2A2's service areas don't overlap much, and it was a challenge to more importantly separate the color schemes from those of DDOT and SMART.

5.3 CEO Report

At Chairman Mahler's request, CEO Carpenter and Mr. Smith provided a recap of some of the efforts being made to protect the public during this time and what service is currently running. Mr. Smith reported an upped amount of cleaning and also scheduling a second round of Clorox 360 this week. He shared the suspension of fares reduces the amount of interaction between the driver and passengers, as well as the ability to board now at both ends of the bus to improve social distancing. Mr. Smith reported that the reduced service began today, about 100 hours less a day, which ran successfully today. He asked the public to stay 4-6 feet apart on the bus when possible, only approach the driver when necessary, and there is still a full complement of call takers for questions.

CEO Carpenter reported that the San Francisco Bay is very much requiring people to stay in their homes, but their public transit is still running, with challenges. He shared that AAATA is working on the assumption that they will need to be present through the duration of the event.

Mr. Hess asked about the drivers' health and mindsets. CEO Carpenter described the staff as of one of AAATA's greatest assets and at the same time one of the points of vulnerability. He expressed at some point they are expecting confirmation of infection within or near the workforce which would lead to staff attrition, perhaps sapping AAATA's strength to put service out.

Mr. Smith reported at this time they still have good staff attendance and are providing bag lunches for all the operators and staff there on Friday as a thank you. He noted that they are also distributing hand sanitizers to all staff, making use of it a standard procedure. He expressed being proud to work with the entire staff.

CEO Carpenter reported that all this week office staff has been instructed to work from home that could. He also mentioned that face masks are being allowed if the drivers want to wear their own masks. Generally, he described that staff as holding up fairly well.

Mr. Allemang asked how the planning and discussions of potential service changes scheduled for August will be affected. CEO Carpenter expressed that it creates a challenge, especially the public involvement piece, but he would like to try and continue forward with having these necessary budgetary discussions remotely via technology, or in person with small groups, if warranted and possible. He noted that meetings have already been held with the City of Ann Arbor and CIL, but others have had to be delayed this week with the DDA, City of Ypsilanti, and Ypsilanti Township simply because of the pandemic.

Mr. Allemang expressed not wanting to sound negative, but under these unsure circumstances and probable financial challenges, AAATA needs to be very careful about making commitments that they may not be able to fulfill, particularly on the financial side, but also on the operational side. He wanted to emphasize how critical that is to the future service of this great agency. He went on to thank CEO Carpenter for his leadership and the staff for all their efforts, expressing they make him proud to be a Board member.

CEO Carpenter expressed that it is definitely a team effort.

6. CLOSING ITEMS

6.1 Topics for Next Meeting:
Communication & Support (Policy 2.11);
Financial Conditions (Policy 2.5);
Compensation & Benefits (Policy 2.3);
Governing Style (Policy 3.1);
Board Job Description (Policy 3.2)
Ends Report
Construction Policy
Ron Copeland's Retirement
Board Retreat

6.2 Public Comment

Mr. Mogensen discussed technology, how many don't have access with the closing of libraries. He asked for printer ready documents on the Website.

He suggested checking in on facilities with people in them that may need access to GroceryRide.

He pointed out that we need to keep track of what is happening around the transit centers, which have been understandably shut down, to make sure public health is being maintained.

He also mentioned pointing to the public transit associations for what is happening state-wide and beyond.

Ms. Cheryl Weber suggested making a community connection by doing an electronic town hall which she will check on. She also mentioned that the BTC was engineered to have an opening from the back.

Michelle Barney's comments below, sent via e-mail, were read to the Board:

"I couldn't get to connect, but I have two issues.

First, thanks for all you're doing to keep riders and workers safe!

Closing YTC & BTC is very difficult. It means no warmth or shelter from cold or rain. Also, no bathroom in the area, with library and everything else shut down. This is hard on pregnant women, seniors, etc. Can that part of the Centers be made available only?

We're supposed to enter and leave buses by back door. Makes sense, but riders with walkers and wheelchairs can't do that. What do we do, stop using buses?"

6.3 Board Assessment of Meeting

Ms. Gott requested that forms needing to be filled out by the Board be put into online forms for easier completion during this time.

6.4 Adjournment

Mr. Hewitt moved to adjourn the meeting, seconded by Ms. Mozak-Betts. Chairman Mahler conducted a roll call vote for adjournment.

In support of adjournment:

Mr. Allemang: Yes

Mr. Chang: Yes

Ms. Gott: Yes

Mr. Hess: Yes

Mr. Hewitt: Yes

Mr. Miller: Yes

Ms. Mozak-Betts: Yes

Ms. Sims: Yes

Chairman Mahler: Yes.

Chairman Mahler adjourned the meeting at 8:13pm.

Respectfully submitted by: Keith Everett Book

Approved April 16, 2020