



MEETING: GOVERNANCE COMMITTEE

DATE: WEDNESDAY, MARCH 24, 2021

TIME: 3:00 PM – 4:00 PM

LOCATION: VIA WEBEX

MEETING MINUTES

1. CALL TO ORDER

Chair Treneff called the meeting to order at 3:00 PM

2. ROLL CALL

Board Members Present

Craig Treneff, Chair
Amy Landino
Kumi Walker

Board Members Absent

Marlon Moore, Vice Chair

3. APPROVAL OF GOVERNANCE COMMITTEE MINUTES

Trustee Walker motioned to approve the January 20, 2021 Governance Committee Meeting Minutes. Trustee Landino seconded the motion. Motion carries.

Trustee Landino motioned to approve the February 17, 2021 Special Governance Committee Meeting Minutes. Trustee Walker seconded the motion. Motion carries.

4. NEW BUSINESS

Chair Treneff stated that there is one item of business for the Governance Committee's consideration. Back in 2018, when the Board of Trustees hired President Pinkerton as President and CEO, the Board also took action to authorize the President and CEO to enter into an employment agreement with Emille Williams as Deputy CEO. That employment agreement – like Joanna's original employment agreement – was for three years and is set to expire in May of 2021. The resolution for consideration would allow the President and CEO to enter into an employment agreement with Emille Williams.

The Governance Committee reviewed and discussed the below resolution and recommended it be placed on the Regular Agenda during the March 31, 2021 Board of Trustees Meeting:

RESOLUTION 2021-XX –AUTHORIZING AN EXTENSION OF THE EMPLOYMENT AGREEMENT WITH EMILLE WILLIAMS





5. STRATEGIC AND OPERATIONAL PLANNING COMMITTEE REPORT – MARLON MOORE, CHAIR

Kim Sharp, Senior Director of Development, gave the Strategic and Operational Planning Committee Report on behalf of Vice Chair Moore. The Strategic and Operational Planning Committee met on Wednesday, March 10. The only agenda item and presentation was a LinkUS Update. The presentation included a Northwest Corridor Update, East-West Corridor Update, and work plan for 2021.

6. EXTERNAL/STAKEHOLDER RELATIONS COMMITTEE REPORT - AMY LANDINO, CHAIR

Trustee Landino stated that the External Relations Committee met on Tuesday, March 16. There were a total of five presentations. The first was from Jeff Pullin, Public Relations Manager, on Traditional Media Metrics. COTA enjoyed a 82% increase in news coverage from 2019-2020, including significant national media coverage. Elle Paige-Sack, Marketing Consultant, presented on Earned and Paid Media Metrics, highlighting the various ways the COTA is now communicating with customers. Kim Sharp, Senior Director, Development, presented on the Columbus City School partnership, which allows 8,000 8-12th grade students to have access to COTA's transit system until August 25, 2021. This is provided as a supplement to the CCS transportation service. Aslyne Rodriguez, Director of Government Affairs, also gave a high-level update on what is happening at the local, state, and federal levels. Lastly, Dr. Alexis Yamokoski, Chief Marketing & Experience Officer, gave a presentation on COTA's Brand Health. She highlighted the significant customer and community research conducted last year, and how that will continue into 2021.

7. PERFORMANCE MONITORING/AUDIT COMMITTEE REPORT – KUMI WALKER, CHAIR

Trustee Walker stated that the Performance Monitoring/Audit Committee met earlier that day. Angel Mumma, Chief Financial Officer, provided a financial update through February. COTA is receiving an additional \$51.6 million in 2021 CARES Act funding, bringing total funding from the federal government to over \$101 million to cover operating expenses. Operating expenses are about 2.5% below budget and with the combination of more revenue than planned and less expenses, our net operating position increased \$52 million in February. The committee also reviewed in detail the resolutions.

The Governance Committee reviewed the below resolutions and recommended they be placed on the Consent Agenda at the March 31, 2021 Board of Trustees Meeting:

- A. RESOLUTION 2021 XX – APPROVING THE REVISED LEVEL OF COMPENSATION PAYOUT FOR THE 2020 PIC PROGRAM
- B. RESOLUTION 2021 XX – AUTHORIZING AN AMENDMENT TO RESOLUTION NO. 2020-111 TO REVISE APPROPRIATIONS FOR THE EXPENDITURES OF THE CENTRAL OHIO TRANSIT AUTHORITY FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2021
- C. RESOLUTION 2021 XX – AUTHORIZING THE FILING OF APPLICATIONS WITH THE OHIO DEPARTMENT OF TRANSPORTATION FOR GRANTS FOR STATE FISCAL YEAR 2022





- D. RESOLUTION 2021 XX – AUTHORIZING THE DESIGNATION OF SELF-INSURANCE AND CAPITAL GRANT MATCHING FUNDS
- E. RESOLUTION 2021 XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR FINDLEY, INC. FOR EMPLOYEE MEDICAL BENEFIT CONSULTING SERVICES
- F. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH MEEDER PUBLIC FUNDS FOR INVESTMENT ADVISORY SERVICES
- G. RESOLUTION 2021 XX – AUTHORIZING ADDITIONAL EXPENDITURES WITH THE SPARK CREATIVE FOR THE RENEWAL OF STRATEGIC PLAN AND EXECUTION SUPPORT SERVICES
- H. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH CDW GOVERNMENT LLC FOR THE PURCHASE OF SPLUNK 200GB ENTERPRISE TERM LICENSES
- I. RESOLUTION 2021-XX - AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH KELLY SERVICES FOR TEMPORARY PERSONNEL SERVICES
- J. RESOLUTION 2021 XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH ACLOCHE LLC FOR TEMPORARY PERSONNEL SERVICES
- K. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH INGENESIS, INC. FOR TEMPORARY PERSONNEL SERVICES
- L. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH SAFETY-KLEEN SYSTEMS, INC. FOR THE SERVICING OF PARTS CLEANING TANKS
- M. RESOLUTION 2021 XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH JRED SERVICES, LLC FOR COTA TRANSIT PASSENGER SHELTER CLEANING SERVICES
- N. RESOLUTION 2021 XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH JRED SERVICES, LLC FOR COTA BRT TRANSIT PASSENGER SHELTER CLEANING SERVICES
- O. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH QUALAWASH HOLDINGS, LLC FOR THE REMOVAL AND DISPOSAL OF SLUDGE AND WATER FROM COTA PREMISES
- P. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH NEW FLYER OF AMERICA FOR THE PURCHASE OF SPECIALIZED TOOLS REQUIRED FOR SERVICES ON NEW FLYER EXCELSIOR TRANSIT VEHICLES
- Q. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH GILLIG, LLC FOR THE PURCHASE OF MISCELLANEOUS PARTS FOR TRANSIT VEHICLES





- R. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH CBM US INC FOR THE PURCHASE OF MISCELLANEOUS CUMMINS PARTS FOR TRANSIT COACHES
- S. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH KIRKS AUTOMOTIVE, INC. FOR THE PURCHASE OF MISCELLANEOUS CUMMINS PARTS FOR TRANSIT VEHICLES
- T. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH CUMMINS SALES AND SERVICE FOR THE PURCHASE OF MISCELLANEOUS CUMMINS PARTS FOR TRANSIT COACHES
- U. RESOLUTION 2021 XX – AUTHORIZING A CAPITAL LEASE AGREEMENT WITH ENTERPRISE FLEET MANAGEMENT INC. FOR NON-REVENUE VEHICLES
- V. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH GRAYLINE GROUP RESEARCH FOR EXECUTION OF PUBLIC TRANSPORTATION COVID-19 RESEARCH DEMONSTRATION RESEARCH GRANT PROGRAM
- W. RESOLUTION 2021 XX – AUTHORIZING A CONTRACT WITH TURING RESEARCH FOR THE EXECUTION OF THE PUBLIC TRANSPORTATION COVID-19 RESEARCH DEMONSTRATION GRANT PROGRAM

8. ADJOURNMENT

Trustee Landino motioned to adjourn the March 24, 2021 Governance Committee Meeting. Trustee Walker seconded the motion. The Governance Committee adjourned at 3:23 PM.

Adopted: _____ **May 19, 2021**

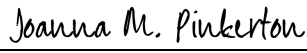
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Chair, Board of Trustees

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President/CEO

