



MEETING: GOVERNANCE COMMITTEE
DATE: WEDNESDAY, SEPTEMBER 18, 2019
TIME: 3:00 PM
LOCATION: CONFERENCE ROOMS 1034/1035, 1600 MCKINLEY AVENUE

MEETING MINUTES

1. CALL TO ORDER

Chair Bartley called the meeting at 3:03 PM

2. ROLL CALL

Board Members Present

Trudy Bartley, Chair
Craig Treneff
Michael Stevens

Board Members Absent

Marlon Moore

3. APPROVAL OF GOVERNANCE COMMITTEE MINUTES

Vice Chair Treneff motioned to approve the July 17, 2019 Governance Committee Minutes. Trustee Stevens seconded the motion. Motion carries

4. GOVERNANCE COMMITTEE REPORT – TRUDY BARTLEY, CHAIR

No report.

5. STRATEGIC AND OPERATIONAL PLANNING COMMITTEE REPORT - CRAIG TRENEFF, CHAIR

Vice Chair Treneff reported that the Strategic and Operational Planning committee met on September 4. They received an update on the Strategic Plan and how there were Ideation Sessions taking place that week to solicit ideas from 25% of COTA's workforce. The next step is for the Management Leadership Team to partake in two scoring workshops where they will review the ideas brought forth from the Ideation Sessions.

The committee also received an update on our Microtransit pilot in Grove City. There are continuing marketing outreach efforts in Grove City with businesses in the area.



Planning is underway for a second pilot where three possible locations are being considered.

6. EXTERNAL/STAKEHOLDER RELATIONS COMMITTEE REPORT - MARLON MOORE, CHAIR

Laura Koprowski, VP of Government Affairs and Communications, gave the committee update on behalf of Chair Moore.

The External Stakeholder/Relations Committee met on September 9 and also received a COTA Plus presentation specifically on Marketing efforts with targeted goals. They also heard from Sindy Mondesir, Chief People Officer, and Jana Davis, EEO Compliance Officer, for an update on the Veterans Employee Resource Group (VERG).

Chair Treneff asked if there was any involvement in the Census2020 Complete Count. Laura responded that Joanna is currently Chair of the Census Transportation Subcommittee and that the committee held its first meeting on September 11 with great community participation.

The Governance Committee discussed and recommended that the following resolutions be placed on the regular agenda at the September 25, 2019 Board of Trustees meeting:

- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH SQUIRE PATTON BOGGS FOR FEDERAL LOBBYING AND GOVERNMENT AFFAIRS CONSULTING SERVICES
- RESOLUTION 2019-XX – AUTHORIZING A FREE FARE DAY FOR VETERANS IN RECOGNITION OF VETERANS DAY
- RESOLUTION 2019-XX - AUTHORIZING A FREE FARE DAY ON ELECTION DAY, NOVEMBER 5, 2019

7. PERFORMANCE MONITORING/AUDIT COMMITTEE REPORT - MICHAEL STEVENS, CHAIR

Chair Stevens reported that the committee received a report from Clark Schaefer Hackett on the 2018 Fiscal Year Audit. The Performance Monitoring and Audit Committee recommended the auditors give a brief presentation at next week's Board Meeting.

The Governance Committee discussed and recommended the following resolutions be placed on the regular agenda at the September 25, 2019 Board of Trustees meeting:

- RESOLUTION 2019-XX – ACCEPTING THE AUDIT PERFORMED BY CLARK SCHAEFER HACKETT FOR FISCAL YEAR ENDING DECEMBER 31, 2018
- RESOLUTION 2019-XX – AUTHORIZING AN AMENDMENT TO RESOLUTION NO. 2019-24 TO REVISE APPROPRIATIONS FOR THE EXPENDITURES OF THE CENTRAL OHIO TRANSIT AUTHORITY FOR THE CALENDAR YEAR ENDING DECEMBER 31, 2019

The Governance Committee discussed and recommended the following resolutions be placed on the consent agenda at the September 25, 2019 Board of Trustees meeting:

- RESOLUTION 2019-XX – ADOPTION AND APPROVAL OF COTA'S JUNE 2016 – MAY 2019 TITLE VI PROGRAM AND TITLE VI POLICIES
- RESOLUTION 2019-XX – AUTHORIZING AN AMENDMENT TO RESOLUTION NO. 2019-03 ESTABLISHING THE PERFORMANCE INCENTIVE COMPENSATION (PIC) GOALS FOR CALENDAR YEAR ENDING DECEMBER 31, 2019
- RESOLUTION 2019-XX – AUTHORIZING THE FILING OF APPLICATIONS WITH THE OHIO DEPARTMENT OF TRANSPORTATION FOR GRANTS FOR FISCAL YEAR 2020
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH GRAYLINE GROUP FOR TECHNOLOGY STRATEGY & SUPPORT SERVICES
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH 3SGPLUS, LLC FOR A DOCUMENT/CONTENT MANAGEMENT SOLUTION
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH CDW GOVERNMENT LLC FOR THE PURCHASE OF SPLUNK LICENSES IN SUPPORT OF IT SECURITY EVENT INFORMATION AND MANAGER
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH CDW GOVERNMENT LLC FOR THE PURCHASE OF IT EQUIPMENT IN SUPPORT OF UPGRADES TO MCKINLEY TRAINING ROOMS
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH CDW GOVERNMENT LLC FOR THE PURCHASE OF SERVERS AND LICENSING IN SUPPORT OF DATACENTER MANAGEMENT AND AUTOMATION

- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH WW WILLIAMS FOR THE PURCHASE AND INSTALLATION OF FIVE (5) ENERGY STORAGE SYSTEMS (ESS) FOR HYBRID TRANSIT COACHES
- RESOLUTION 2019-XX – AUTHORIZING THE TRANSFER OF FEDERAL INTEREST AND TITLE TO SEVEN (7) 2007 GILLIG TRANSIT COACHES TO TRANSIT AUTHORITY OF RIVER CITY
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH XTEK PARTNERS INC FOR THE PURCHASE AND INSTALLATION OF SECURITY CAMERAS AND ELECTRICAL CABLES AT SIX (6) COTA FACILITIES
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH SECURITAS SECURITY SERVICES USA, INC. FOR SECURITY GUARD SERVICES
- RESOLUTION 2019-XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH JRED SERVICES LLC FOR TRASH COLLECTION SERVICE
- RESOLUTION 2019-XX – AUTHORIZING A CONTRACT WITH HDR ENGINEERING, INC. FOR TRANSIT PLANNING AND ENGINEERING SERVICES
- RESOLUTION 2019-XX – AUTHORIZING A CONTRIBUTION AGREEMENT WITH WENDY'S FOR THE REPAIR OF SHARED ACCESS ROAD AT WESTWOODS PARK AND RIDE

8. ADJOURNMENT

Vice Chair Treneff motioned to adjourn the Governance Committee meeting. Trustee Stevens seconded the motion. The meeting adjourned at 3:24 PM.

BOARD GOVERNANCE COMMITTEE:

Trudy Bartley, Chair
Marlon Moore
Michael Stevens
Craig Treneff

Adopted: October 16, 2019

Signed: 
Chair, Board of Trustees

Attest: 
President/CEO



RESOLUTION NO. 2019-XX

ELECTION OF OFFICERS FOR THE CENTRAL OHIO TRANSIT AUTHORITY

WHEREAS, the Board of Trustees of the Central Ohio Transit Authority passed Resolution No. 2019-34 electing officers for the Central Ohio Transit Authority; and

WHEREAS, staffing changes have required a modification to Resolution No. 2019-34.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Central Ohio Transit Authority.

Section 1. That the following individual be elected to serve as the officers of the Board of Trustees and the Central Ohio Transit Authority as indicated below until the next annual meeting of the Board of Trustees of the Authority and until their successors are elected:

Chair of the Board of Trustees – Trudy A. Bartley
Vice Chair of the Board of Trustees – Craig P. Treneff
Secretary-Treasurer – Angel Mumma
Assistant Secretary – Monica Cerrezuela

Section 2. That the foregoing officers shall have such authority and duties as provided by law and by the Board of Trustees of this Authority.

Section 3. That the President/CEO be, and hereby is, authorized to take such further action and execute and deliver such further documents as, acting on the advice of counsel, shall be deemed necessary to carry out the intent of this Resolution.

Section 4. That the Authority finds and determines that all formal deliberations and actions of the Authority concerning and relating to the adoption of this Resolution were taken in an open meeting of the Authority.

Section 5. That this Resolution shall become effective upon its adoption.

Adopted: _____ **October 23, 2019**

Signed: _____
Chair, Board of Trustees

Attest: _____
President/CEO