Governance Committee Minutes

Thursday, May 14, 2026 at 4:00 PM

COTA-WG Porter Boardroom, 33 N High St, Columbus OH

1. Call to Order

Chair Sean Mentel called the May 14, 2026 Governance Committee meeting to order at 4 pm.

2. Roll Call

Board Members Present
Sean Mentel, Chair
Trudy Bartley, Vice Chair
Erika Clark Jones, Trustee
Amy Taylor, Trustee

3. Approval of Governance Committee Minutes

A. January 22, 2026 Governance Committee Minutes

Vice Chair Trudy Bartley moved to approve the January 22, 2026 Governance Committee meeting minutes, seconded by Trustee Amy Taylor. Motion carried.

4. Strategic and Operational Planning Committee Report-Trudy Bartley, Chair

Strategic and Operational Planning Committee Chair Trudy Bartley reported that the committee met on May 5, 2026, which included presentations on the COTA Scorecard, a LinkUS update, including public engagement efforts for the initiative. Two resolutions were presented to the committee for discussion; both were recommended for the May 27 Board of Trustees regular agenda.

A. Resolution 2026-XX Approving Ratings Request Submittal and Reasonable Financial Plan for the Northwest Corridor Bus Rapid Transit (BRT) Project

B. Resolution 2026-XX Authorizing the Sale of Dublin Park and Ride

5. External Stakeholder Relations Committee – Erika Clark Jones, Chair

External Stakeholder Relations Committee Chair Erika Clark Jones reported that the committee met on May 5, 2026, which included presentations on COTA's Customer Experience Strategy, and a LinkUS Public Engagement update.

6. Performance Monitoring/Audit Committee Report - Amy Taylor, Chair

Performance Audit/Monitoring Committee Chair Amy Taylor reported that the committee met on May 7, 2026, which included presentations on the unaudited financials ending March 31, 2026, and an operations performance report summary through March 2026. A total of nine resolutions were presented to the committee for discussion; two were recommended for the regular agenda and seven for the consent agenda.

A. Resolution 2026-XX Authorizing Additional Expenditures for the Contract with Enterprise Fleet Management for Maintenance and Repair Services for Non-Revenue Vehicles

B. Resolution 2026-XX Authorizing Additional Expenditures for the Contract with Gillig LLC for the Purchase of Compressed Natural Gas (CNG) Powered Heavy-Duty Transit Buses, Spare Parts, and Training

C. Resolution 2026-XX Authorizing a Contract with New Flyer of America Inc. for the Purchase of Compressed Natural Gas (CNG) Powered Sixty-Foot (60') Heavy Duty Transit Coaches, Spare Parts, and Training

D. Resolution 2026-XX Authorizing a Contract with WEX Bank for the Purchase of Regular Self-Service Unleaded Gasoline Utilizing Its Fleet Payment Solution and Related Services

E. Resolution 2026-XX Authorizing a Contract with Message Point Media of Alabama for On Screen Digital Displays and Licensing

F. Resolution 2026-XX Authorizing Additional Expenditures for the Contract with Hive+ Co (Formerly Level Di) for Temporary Innovation and Information Technology Personnel Services

G. Resolution 2026-XX Authorizing Additional Expenditures for the Contract with Insight Global, LLC for Temporary Innovation and Information Technology Personnel Services

H. Resolution 2026-XX Authorizing a Contract with CDW Government Inc. for the Purchase of Two Hundred Ten (210) Employee Computers

I. Resolution 2026-XX Authorizing Additional Expenditures for the Contract with Medical Mutual, Inc. for the Purchase of Life, Accidental Death and Dismemberment, Short-Term Disability, and Long-Term Disability Insurance

7. Other Business

A. Governance Guidelines Updates - Christina Wendell, COTA Chief Legal/ General Counsel

COTA Chief Legal/General Counsel Christina Wendell presented proposed changes to the Governance Guidelines, which included additional clarifying language, and that the Accessible Transportation Advisory Committee (ATAC) will report annually to the COTA Board of Trustees. The Mobility Advisory Board was eliminated. Additional language was added to the staff summary section to provide clarification and reflect process changes.

The accompanying resolution was recommended for the regular agenda.

Resolution 2026-XX Amending and Restating the Board Governance Guidelines

B. Executive Session for the following purpose: ORC 121.22(G)(1) to Consider the Appointment, Employment, Dismissal, Discipline, Promotion, Demotion or Compensation of a Public Employee or Official

Trustee Taylor moved to enter Executive Session for the purposes described above, seconded by Trustee Erika Clark Jones. Through roll call, the committee members unanimously voted to enter Executive Session at 4:13 pm.

Executive Session ended at 4:56 pm.

8. Adjournment

Trustee Clark Jones moved to adjourn the May 14, 2026 Governance Committee meeting, seconded by Vice Chair Trudy Bartley. Motion carried. The meeting adjourned at 4:57 pm.

Adopted: July 16, 2026

Signed: Signed by: [signature] 4E0CFE51E8D444D...
Chair, Governance Committee

Attest: Signed by: Monica Selby-Fowler 680309626B34D2...
President/CEO