



MEETING: GOVERNANCE COMMITTEE

DATE: THURSDAY, JANUARY 11, 2024

TIME: 4:00 PM – 5:00 PM

LOCATION: COTA WG PORTER BOARD ROOM | 33 N HIGH ST | COLUMBUS OH 43215

MEETING MINUTES

1. CALL TO ORDER

Chair Moore called the January 11, 2024 meeting of the Governance Committee to order at 4:01 PM.

2. ROLL CALL

Board Members Present

Marlon Moore, Chair

Sean Mentel, Vice Chair

Julie Colley, Trustee

Shannon Tolliver, Trustee

3. APPROVAL OF GOVERNANCE COMMITTEE MINUTES

Trustee Colley motioned to approve the December 7, 2023 Governance Committee Meeting Minutes, Trustee Tolliver seconded the motion. Motion carries.

4. STRATEGIC AND OPERATIONAL PLANNING COMMITTEE REPORT – SEAN MENTEL, CHAIR

Chair Mentel gave an update that the Strategic and Operational Planning Committee met on January 9, 2024 and heard one presentation giving a LinkUS Update by Senior Director of Development, Kim Sharp, focusing on the Regional Infrastructure Accelerator (or RIA) grant that COTA was awarded from the federal government. Kim also discussed the continuation of the corridor development work with a focus on traffic modeling in collaboration with ODOT to incorporate multi-modal design.

The Committee also held an Executive Session for the purpose of receiving an update on labor negotiations.

5. EXTERNAL STAKEHOLDER RELATIONS COMMITTEE REPORT – SHANNON TOLLIVER, CHAIR



Chair Tolliver gave an update that the External Stakeholder Relations Committee met on January 9, 2024, which included two presentations.

Monica Jones, COTA Chief Equity Officer, presented the Q3 Workforce Development Update reviewing COTA's demographic data for Q3 of 2023 describing breakdown by gender, race overall, and by position held.

Monica also shared that COTA is a member of the Mobility Pledge XX, joining hundreds of organizations committed to increasing the percentage of women in the transportation workforce by 10% in 10 years. It was suggested by the Committee that COTA's ERG "Women for Inspiration, Strength and Excellence" (WISE) could hold a panel discussion highlighting our female leadership.

Patrick Harris, Vice President of COTA External Relations, presented the latest LinkUS Public Awareness Update. Patrick shared that in just the six months that the LinkUS Awareness campaign has been in the market, it has yielded strong results via video segments, billboards, LinkUS newsletter, events, and paid social media.

Patrick also spoke on the overall LinkUS outcomes and targets for 2024. New content will include things like explainer videos focused on Equitable Transit Oriented Development (eTOD) and Bus Rapid Transit (BRT). More personal narrative videos will also be released sharing stories of government officials such as Columbus City Council President, Shannon Hardin, and Columbus City Council Transportation Chair, Lourdes Barrosso De Padilla.

6. PERFORMANCE MONITORING/AUDIT COMMITTEE REPORT – JULIE COLLEY, CHAIR

Chair Colley provided an update from the January 11, 2024, Performance Monitoring/Audit Committee meeting, which included an update from COTA Chief Financial Officer, Erin Delffs on the unaudited financials and ridership data updates through November 2023.

The Committee also shared that COTA continues to focus on workforce training of transit operators and has partnered with "Creating Central Ohio Futures" (CCOHF) to develop a program specifically focused on training operators at COTA to provide pre-training and soft skills development. Students will complete a 4-week training course through CCOHF before continuing to the traditional 9-week operator training at COTA.

Team COTA will be holding our Spring bus operator hiring event on Wednesday, April 24, 2024.

The Performance Monitoring/Audit Committee presented the following eleven (11) resolutions before the Governance Committee and recommended they be placed on the January 31, 2024 Board of Trustees Consent Agenda.

- A. RESOLUTION 2024-XX – APPROVING THE LEVEL OF COMPENSATION PAYOUT FOR THE 2023 PERFORMANCE INCENTIVE COMPENSATION (PIC) PROGRAM



- B. RESOLUTION 2024-XX – APPROVING THE 2024 PERFORMANCE GOALS FOR COTA’S PERFORMANCE INCENTIVE COMPENSATION (PIC) PROGRAM
- C. RESOLUTION 2024-XX – AUTHORIZING A CONTRACT WITH GOVCONNECTION INC. DBA CONNECTION PUBLIC SECTOR SOLUTIONS TO OBTAIN REMOTE DATA CENTER HOSTING SERVICES
- D. RESOLUTION 2024-XX – AUTHORIZING A CONTRACT WITH SQUIRE PATTON BOGGS FOR FEDERAL LOBBYING AND GOVERNMENT AFFAIRS CONSULTING SERVICES
- E. RESOLUTION 2024-XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH HICKS PARTNERS LLC FOR GRANTS CONSULTATION SERVICES
- F. RESOLUTION 2024-XX – AUTHORIZING EXPENDITURES FOR THE ENTERPRISE RESOURCE PLANNING SYSTEM LICENSING AND SUPPORT AGREEMENT WITH INFOR (US), INC.
- G. RESOLUTION 2024-XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH PFM FINANCIAL ADVISORS, LLC FOR FINANCIAL ADVISORY SERVICES
- H. RESOLUTION 2024-XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH INSIGHT GLOBAL, LLC FOR TEMPORARY INNOVATION AND IT PERSONNEL SERVICES
- I. RESOLUTION 2024-XX – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH NETSTEADY COMMUNICATIONS, LTD. FOR DATA CENTER, NETWORKING, DISASTER RECOVERY, AND SECURITY SERVICES
- J. RESOLUTION 2024-XX – AUTHORIZING EXPENDITURES FOR THE CONTRACT WITH BAKER & HOSTETLER, LLP FOR OUTSIDE LEGAL SERVICES
- K. RESOLUTION 2024-XX – COMMENDING JENNIFER GALLAGHER

7. **OTHER BUSINESS** – No other business was presented.

8. **EXECUTIVE SESSION FOR THE FOLLOWING PURPOSES: ORC 121.22(G)(1) TO CONSIDER THE APPOINTMENT, EMPLOYMENT, DISMISSAL, DISCIPLINE, PROMOTION, DEMOTION OR COMPENSATION OF A PUBLIC EMPLOYEE OR OFFICIAL.**

Trustee Colley made a motion to enter Executive Session for the purposes described above and Trustee Tolliver seconded the motion. The board voted unanimously via roll call vote to enter Executive Session at 4:36 PM.

Executive Session ended at 5:18 PM.



9. ADJOURNMENT

Upon a motion given by Vice Chair Mentel and seconded by Trustee Tolliver, the meeting ended at 5:19 PM.

The next Governance Committee meeting is Thursday, March 7, 2024 at 4:00 PM.

Adopted: _____ March 7, 2024

Signed: DocuSigned by:
Marlon Moore
9581BD404F924B3... _____
Chair, Governance Committee

Attest: DocuSigned by:
Monica Selby-Fowler
C680309626B34D2... _____
President/CEO

Prepared by GCS

GOVERNANCE COMMITTEE MEMBERS

- Marlon Moore, Chair
- Sean Mentel
- Shannon Tolliver
- Julie Colley