



MEETING: BOARD OF TRUSTEES

DATE: WEDNESDAY, JANUARY 31, 2023

TIME: 9:00 AM – 10:30 AM

LOCATION: COTA – WG PORTER BOARDROOM | 33 N HIGH ST., COLUMBUS, OH

MEETING MINUTES

1. CALL TO ORDER

Chair Moore called the January 31, 2024 meeting of the COTA Board of Trustees to order at 9:00 AM.

2. ROLL CALL

Board Members Present

Marlon Moore, Chair
Sean Mentel, Vice Chair
Trudy Bartley, Trustee
Lori Elmore, Trustee (9:05 AM)
Jennifer Gallagher, Trustee
Erika Clark Jones, Trustee
Doug McCullough, Trustee
Marc Reitter, Trustee
Shannon Tolliver, Trustee
Craig Treneff, Trustee
Kumi Walker, Trustee

Board Members Excused:

Julie Colley, Trustee

3. APPROVAL OF BOARD OF TRUSTEES MEETING MINUTES

- A. Trustee McCullough motioned to approve the December 13, 2023 Board of Trustees Meeting Minutes. Trustee Walker seconded the motion. Motion carries.

4. COMMENTS OR STATEMENTS FROM THE AUDIENCE

One member of the audience, Walter Hardy, addressed the board with various comments regarding COTA, the main topic being that he has difficulty making transfers. Chair Moore thanked Mr. Hardy for his comments.



5. PRESIDENT'S REPORT

President Pinkerton reflected on the success of union negotiations and the historic contract that would be coming before the board for a vote during this meeting.

President Pinkerton highlighted that 2024 marks COTA's 50th anniversary and how we are celebrating our past and our future and will be looking ahead to 100 years and making plans for that celebration.

President Pinkerton also gave a reminder that our next regular board meeting on March 20, 2024 will be held in the newly renovated and final phase of the McKinley Avenue facility transformation stating that we are very proud and excited to host the board for this meeting as well as the momentous ribbon cutting that will follow the meeting.

President Pinkerton shared that the McKinley Avenue project included a first of its kind workforce program engaging residents from the neighborhood, surrounding neighborhoods, high schools, and re-entry programs who were given opportunities to do on-the-job skills training on the project.

Lastly, President Pinkerton expressed her gratitude to all of Team COTA, and shared her feeling of confidence about the position COTA is in currently, how far we have come, and how well positioned we are for the future.

Trustee Bartley thanked COTA staff for being so committed to the central Ohio community.

6. GOVERNANCE COMMITTEE REPORT – MARLON MOORE, CHAIR

The Governance Committee met on Thursday, January 11, 2024 where Committee reports were given, and the resolutions being brought forth today were reviewed.

There was also an Executive Session to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee or official.

7. STRATEGIC AND OPERATIONAL PLANNING COMMITTEE REPORT – SEAN MENDEL, CHAIR

Chair Mendel reported that the Strategic and Operational Planning Committee met on Tuesday, January 9, 2024 and heard a LinkUS Update presentation by Kim Sharp, COTA's Senior Director of Development focusing on the Regional Infrastructure Accelerator (RIA) Grant.

Kim shared that the RIA Grant focuses on a transit agency project's ability to accelerate, build capacity, and generate funding. Kim shared the work done on the RIA Grant in 2023 and the LinkUS Inter-Agency Team Goals for 2024.



There was also an Executive Session for the purpose of preparing for, conducting, or reviewing negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment.

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

Chair Tolliver reported that the External Stakeholder Relations Committee met on Tuesday, January 9, 2024 and had two presentations before the committee.

Monica Jones, COTA’s Chief Equity Officer presented the Q3 Workforce Development Update. Monica’s presentation reviewed COTA’s demographics data through Q3 of 2023 describing the breakdown by gender, race overall, and also by position held.

Patrick Harris, COTA’s Vice President of External Relations presented the latest LinkUS Public Awareness Update. The LinkUS Awareness campaign has been in the market for just over six months and has yielded strong results across that period. In previous updates, Patrick shared the tactics being used – most familiar were the well-produced video segments that tell stories from user experience; and calculated explainer videos that tell the outcome-oriented goals of LinkUS. Those videos in total are closing in on 1.5 million views to date. Those concepts are also playing out across other channels, like out-of-home billboards, LinkUS newsletter, events, and paid social. These numbers tell that this campaign is working and will likely garner the request to the Board in March for additional resources to continue to support these efforts for 2024.

Also discussed were the COTA May Service Change and the success of the COTA Blood Drive and COTA Coat Drive.

9. PERFORMANCE MONITORING/AUDIT COMMITTEE REPORT – ERIN DELFFS, CHIEF FINANCIAL OFFICER

Erin Delffs reported that the Performance Monitoring/Audit Committee met on Thursday, January 11, 2024. He gave an unaudited financial update through December 2023. The Committee also received the 2023/2024 COTA Performance Incentive Compensation (PIC) presentation from Sophia Mohr, COTA’s Chief Innovation & Technology Officer, as well as two related resolutions. The Committee also was presented with nine other Resolutions for consideration and referral to the Governance Committee.

10. OTHER BUSINESS

No other business was brought before the Board.

11. CONSENT AGENDA:



Chair Moore asked for a motion to approve the Consent Agenda. Trustee McCullough motioned, and Trustee Tolliver seconded. Vice Chair Mentel abstained from voting on Resolution 2024-06. Motion carried to approve the following resolutions:

- A. RESOLUTION 2024-01 – APPROVING THE LEVEL OF COMPENSATION PAYOUT FOR THE 2023 PERFORMANCE INCENTIVE COMPENSATION (PIC) PROGRAM
- B. RESOLUTION 2024-02 – APPROVING THE 2024 PERFORMANCE GOALS FOR COTA’S PERFORMANCE INCENTIVE COMPENSATION (PIC) PROGRAM
- C. RESOLUTION 2024-03 – AUTHORIZING A CONTRACT WITH GOVCONNECTION INC. DBA CONNECTION PUBLIC SECTOR SOLUTIONS TO OBTAIN REMOTE DATA CENTER HOSTING SERVICES
- D. RESOLUTION 2024-04 – AUTHORIZING A CONTRACT WITH SQUIRE PATTON BOGGS FOR FEDERAL LOBBYING AND GOVERNMENT AFFAIRS CONSULTING SERVICES
- E. RESOLUTION 2024-05 – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH HICKS PARTNERS LLC FOR GRANTS CONSULTATION SERVICES
- F. RESOLUTION 2024-06 – AUTHORIZING EXPENDITURES FOR THE ENTERPRISE RESOURCE PLANNING SYSTEM LICENSING AND SUPPORT AGREEMENT WITH INFOR (US), INC.
- G. RESOLUTION 2024-07 – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH PFM FINANCIAL ADVISORS, LLC FOR FINANCIAL ADVISORY SERVICES
- H. RESOLUTION 2024-08 – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH INSIGHT GLOBAL, LLC FOR TEMPORARY INNOVATION AND IT PERSONNEL SERVICES
- I. RESOLUTION 2024-09 – AUTHORIZING ADDITIONAL EXPENDITURES FOR THE CONTRACT WITH NETSTEADY COMMUNICATIONS, LTD. FOR DATA CENTER, NETWORKING, DISASTER RECOVERY, AND SECURITY SERVICES
- J. RESOLUTION 2024-10 – AUTHORIZING EXPENDITURES FOR THE CONTRACT WITH BAKER & HOSTETLER, LLP FOR OUTSIDE LEGAL SERVICES
- K. RESOLUTION 2024-11 – COMMENDING JENNIFER GALLAGHER

12. 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 AND ORC 121.22(G)(4) PREPARING FOR,



CONDUCTING, OR REVIEWING NEGOTIATIONS OR BARGAINING SESSIONS WITH PUBLIC EMPLOYEES CONCERNING THEIR COMPENSATION OR OTHER TERMS AND CONDITIONS OF THEIR EMPLOYMENT

Trustee Colley made a motion to enter Executive Session for the purposes described above and Vice Chair Mentel seconded the motion. The board voted unanimously via roll call vote to enter Executive Session at 9:53 AM.

Executive Session ended at 10:53 AM.

13. NEW BUSINESS

Chair Moore asked for a motion to approve Resolution 2024-12. Trustee Treneff motioned, Trustee Tolliver seconded. Motion carried.

- A. RESOLUTION 2024-12 - AUTHORIZING COLLECTIVE BARGAINING AGREEMENT BETWEEN TRANSPORT WORKERS UNION OF AMERICA AND THE CENTRAL OHIO TRANSIT AUTHORITY

Chair Moore asked for a motion to amend Resolution 2024-13 to increase the amount to \$18,030. Trustee Walker motioned, Vice Chair Mentel seconded. Motion to amend carried.

Chair Moore asked for a motion to approve Resolution 2024-13. Chair Mentel motioned, Trustee Clark-Jones seconded. Motion carried.

- B. RESOLUTION 2024-13 - AUTHORIZING COMPENSATION FOR THE PRESIDENT/CEO OF THE CENTRAL OHIO TRANSIT AUTHORITY

14. MEETING SCHEDULE – MARCH 2024

- STRATEGIC & OPERATIONAL PLANNING COMMITTEE – TUESDAY, MARCH 5 | 10:00 AM
- EXTERNAL STAKEHOLDER RELATIONS COMMITTEE – TUESDAY, MARCH 5 | 3:00 PM
- PERFORMANCE MONITORING/AUDIT COMMITTEE – THURSDAY, MARCH 7 | 2:00 PM
- GOVERNANCE COMMITTEE – THURSDAY, MARCH 7 | 4:00 PM
- BOARD OF TRUSTEES – WEDNESDAY, MARCH 20 | 9:00 AM

15. ADJOURNMENT

Chair Moore asked for a motion to adjourn the meeting. Trustee Elmore motioned, Trustee Bartley seconded the motion and the meeting adjourned at 10:56 AM



Adopted: _____ March 20, 2024 _____

Signed: DocuSigned by:
Marlon Moore
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Chair, Board of Trustees

Attest: DocuSigned by:
Joanna M. Pinkerton
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President/CEO