

METRO REGIONAL TRANSIT AUTHORITY

Board of Trustees



AUGUST 25, 2020

PRESIDENT: MR. ROBERT DEJOURNETT
VICE PRESIDENT: MR. NICHOLAS FERNANDEZ



**METRO RTA
MONTHLY BOARD MEETING AGENDA
ROBERT K. PFAFF TRANSIT CENTER BOARD ROOM
VIRTUAL MEETING VIA GOTOMEETING
TUESDAY, AUGUST 25, 2020
9:00 A.M.**

ITEM 1: CALL TO ORDER

ITEM 2: AUDIENCE PARTICIPATION

In keeping with Governor DeWine's order of social distancing due to the COVID-19 pandemic, audience participation is suspended for this meeting. All comments may be directed to the Chief Executive Officer via email to Dawn.Distler@akronmetro.org or by phone (330) 564-2211, and must be received by the Friday prior to the meeting. METRO's Board Meetings are held the last Tuesday of the month as stated within Resolution 2016-28, unless otherwise noted.

To remotely observe and listen to this meeting, follow these instructions.

To join the meeting from your computer, tablet or smartphone:

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ITEM 3: RECOGNITION

Virtual Safe Driving Awards

- John Anderson, 20 years Safe Driving
- Sylvester Brown, 30 years Safe Driving
- Tara Brooks, 20 years Safe Driving
- Crystal Kelker, 20 years Safe Driving
- NeShaun Lockett, 20 years Safe Driving
- Stan McCartney, 25 years Safe Driving
- Eugene Mitchell, 25 years Safe Driving
- Charles Preer, 25 years Safe Driving
- Tonya Ripplinger, 20 years Safe Driving
- Romale Shelton, 20 years Safe Driving
- Carlisa Shepherd, 20 years Safe Driving

ITEM 4: BOARD MINUTES

*Approval of Board Meeting Minutes for July 28, 2020.

ITEM 5: COMMITTEE REPORTS & RESOLUTIONS

Asset Protection & Development Committee

(Employee Engagement Center / Safety & Protection)

Chair: Chuck Rector

Customer Experience & Service Performance Committee

(Maintenance / Operations / Customer Care & Mobility Solutions)

Chair: Mark Derrig

***Resolution 2020-14:** A resolution authorizing the purchase of Hybrid Electric Bus Replacement Battery Packs

***Resolution 2020-15:** A resolution authorizing the purchase of up to four (4) replacement 40ft. CNG buses

***Resolution 2020-16:** A resolution authorizing the purchase of paratransit buses from American Bus & Accessories, Inc. (Cincinnati, OH)

Planning / Marketing / Rail Committee

Chair: Donald Christian

***Resolution 2020-17:** A resolution authorizing the award of a task order-based contract for rail architecture and engineering services

Finance & Audit Committee

Chair: Nicholas Fernandez

Governance Committee

Chair: Gary Spring

***Resolution 2020-18:** A resolution in support of retaining Dawn Distler in the position of Chief Executive Officer for another year pursuant to the contractual option

***Resolution 2020-19:** A resolution adopting a Civility Statement as part of the Governing Principles of the METRO RTA Board of Trustees

ITEM 6: OTHER BUSINESS

ITEM 7: OFFICERS' REPORT

- Board President
- Chief Executive Officer

ITEM 8: EXECUTIVE SESSION

ITEM 9: CALL FOR ADJOURNMENT

***Denotes items that need Board approval**

Next Scheduled Meeting – September 29, 2020

**COMMITTEE ASSIGNMENT:
CUSTOMER EXPERIENCE AND SERVICE PERFORMANCE**

RESOLUTION 2020-14

A resolution authorizing the purchase of Hybrid Electric Bus Battery Packs

WHEREAS, METRO owns four (4) 40ft. Gillig Hybrid Electric Battery Buses equipped with battery packs that have reached the end of their useful life, and

WHEREAS, replacement of these battery packs will allow these buses to maintain current fuel efficiency as well as meet and potentially exceed their listed useful life, and

WHEREAS, METRO has obtained grant funding from the ODOT OTP grant program to fund this purchase, and

WHEREAS, legal notices were twice duly advertised July 9, 2020 and July 16, 2020 in the Akron Beacon Journal and MassTransit Magazine, and

WHEREAS, such bids were received on August 6, 2020 with the following bids received from:

Gillig LLC – Livermore, CA
W.W. Williams – Brunswick, OH

WHEREAS, METRO has deemed W.W. Williams the lowest, responsive bidder

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of METRO Regional Transit Authority that:

1. The Board hereby consents to the purchase of up to 4 hybrid bus battery packs not to exceed a total cost of \$191,158.08.
2. All formal actions of this Board of Trustees related to this Resolution and all deliberations of the Board of Trustees and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Revised Code.

DATE ADOPTED: August 25, 2020

**ROBERT DEJOURNETT,
PRESIDENT**

**DAWN DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER**

**COMMITTEE ASSIGNMENT:
CUSTOMER EXPERIENCE AND SERVICE PERFORMANCE**

RESOLUTION 2020-15

WHEREAS, per Resolution 2019-18, METRO has an existing five (5) year contract with GILLIG LLC for the purchase of up to 91 line service buses

WHEREAS, based on the manufacturers current lead time for vehicle delivery, our 2021 bus order is now due, and

WHEREAS, the current agreement with GILLIG LLC allocates for four (4) 40ft. CNG buses to be purchased in 2021

WHEREAS, the Transit Improvement Program as well as METRO's Transit Asset Management Plan calls for four (4) existing diesel powered buses that have reached the end of their useful lives to be replaced in 2021

WHEREAS, METRO has funding from the Federal Transit Agency for the purchase of these four (4) buses under the Congestion Mitigation & Air Quality program and funding from the State Ohio Transit Partnership Program (OTP2).

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of METRO Regional Transit Authority that:

1. The Chief Executive Officer/Secretary-Treasurer is hereby authorized to execute said contract.
2. The Chief Executive Officer/Secretary-Treasurer is hereby authorized to purchase up to four (4) Compressed Natural Gas buses not to exceed \$2,142,196.00
3. The Chief Executive Officer/Secretary-Treasurer is authorized up to a 3% contingency should changes to the order be necessary
4. All formal actions of this Board of Trustees related to this Resolution and all deliberations of the Board of Trustees and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Revised Code.

DATE ADOPTED: August 25, 2020

**ROBERT E. DEJOURNETT,
PRESIDENT**

**DAWN S. DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER**

**COMMITTEE ASSIGNMENT:
CUSTOMER EXPERIENCE AND SERVICE PERFORMANCE**

RESOLUTION 2020-16

A resolution authorizing the purchase of paratransit buses from American Bus & Accessories, Inc. (Cincinnati, OH)

WHEREAS, The State of Ohio maintains a Statewide Purchasing Agreement that METRO is permitted to use, and

WHEREAS, METRO has a subset of the paratransit fleet that has reached the end of its useful life, and seeks to replace up to 38 of these vehicles.

WHEREAS, METRO has obtained grant funding from the Federal Transit Administration to fund this purchase, and

WHEREAS, Grant funding will provide up to 80% of the cost of the vehicles with the rest being matched with Local Capital funding

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of METRO Regional Transit Authority that:

1. The Chief Executive Officer is authorized to purchase up to thirty-eight (38) paratransit buses not to exceed a total cost of \$3,444,691.
2. The Chief Executive Officer is authorized to execute all documents with American Bus & Accessories
3. The Chief Executive Officer is authorized up to a 5% contingency should change orders be necessary
4. All formal actions of this Board of Trustees related to this Resolution and all deliberations of the Board of Trustees and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Revised Code.

DATE ADOPTED: August 25, 2020

**ROBERT DEJOURNETT,
PRESIDENT**

**DAWN DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER**

**COMMITTEE ASSIGNMENT:
PLANNING / MARKETING / RAIL**

RESOLUTION 2020-17

A resolution authorizing the award of a task order based contract for rail architecture and engineering services.

WHEREAS, METRO requires rail architecture and engineering services to continue the management and rehabilitation of their rail assets in order to maintain necessary operating conditions, and

WHEREAS, this contract is for a one year period, with an optional four, one year extensions, and

WHEREAS, legal notices were twice duly advertised June 18, 2020 and June 25, 2020; in the Akron Beacon Journal, and once in The Reporter June 18, 2020 and

WHEREAS, such proposals were received on July 16, 2020 with the following bids received from:

EMH&T (Columbus, OH)
Urban Engineers (Warrendale, PA)
Bergmann (Buffalo, NY)

WHEREAS, METRO is recommending that Bergmann be awarded the task order based contract for rail architecture and engineering services.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of METRO Regional Transit Authority that:

1. The Chief Executive Officer is hereby authorized to execute the contract with Bergmann.
2. All formal actions of this Board of Trustees related to this Resolution and all deliberations of the Board of Trustees and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Revised Code.

DATE ADOPTED: August 25, 2020

**ROBERT DEJOURNETT,
PRESIDENT**

**DAWN DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER**

**COMMITTEE ASSIGNMENT:
GOVERNANCE**

RESOLUTION 2020-18

A resolution in support of retaining Dawn Distler in the position of Chief Executive Officer for another year pursuant to the contractual option.

WHEREAS, the METRO RTA Board of Trustees wishes to continue the employment contract currently in place with Chief Executive Officer Dawn Distler.

WHEREAS, current contract terms will remain in effect through a period of one year commencing on September 24, 2020.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of METRO Regional Transit Authority that:

1. The Board President retain Mrs. Dawn Distler in the position of Chief Executive Officer/Secretary-Treasurer CEO for another year pursuant to the contractual option in the current employment agreement.
2. All formal actions of this Board of Trustees related to this Resolution and all deliberations of the Board of Trustees and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Revised Code.

DATE ADOPTED: August 25, 2020

**ROBERT DEJOURNETT,
PRESIDENT**

**DAWN DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER**

**COMMITTEE ASSIGNMENT:
GOVERNANCE**

RESOLUTION 2020-19

A resolution adopting a Civility Statement as part of the Governing Principles of the METRO RTA Board of Trustees.

WHEREAS, the METRO RTA Board of Trustees recognizes that civility, common courtesy, and respect are cornerstones of human interaction, integral to the operation of METRO RTA.

WHEREAS, the METRO RTA organization is one where respect for each other is demonstrated, individual differences are accepted, and opportunities provided for everyone to maximize their potential.

WHEREAS, all those involved with and/or utilizing the services of METRO RTA will be held accountable for creating a welcoming, safe and civil place for all.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of METRO Regional Transit Authority that:

1. The attached Civility Statement be adopted.
2. The Chief Executive Officer/Secretary-Treasurer is hereby authorized to reference this statement in ensuring METRO Board of Trustees, employees, and customers are treated with respect and common courtesy.
3. All formal actions of this Board of Trustees related to this Resolution and all deliberations of the Board of Trustees and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Revised Code.

DATE ADOPTED: August 25, 2020

**ROBERT DEJOURNETT,
PRESIDENT**

**DAWN DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER**

CIVILITY: GUIDING PRINCIPLE STATEMENT

The METRO RTA Board of Trustees recognizes that civility, common courtesy and respect are cornerstones of human interaction, integral to the operation of Metro and essential for the conduct of all employees when at work.

METRO is an environment in which all people behave in a manner that engenders mutual respect, treating each other with courtesy and civility regardless of position or status within the company. ***Rude and disrespectful behavior by METRO board members, team members, visitors, contractors and/or passengers is unwelcome and will not be tolerated.***

Our organization is one where we demonstrate respect for each other; we accept our individual differences; and we provide opportunities for everyone to maximize his or her potential. ***Every team member of METRO RTA will be held accountable for creating a welcoming, safe and civil workplace for all.***

Purpose & Expectations

It is the intent of the Board to promote mutual respect, civility, and orderly conduct of employees, contracted personnel, those serving in an official capacity, passengers, and the public, while protecting the right to freedom of expression. It is expected that each of these treat each other with courtesy, civility, and respect.

Examples

Civil conduct includes:

- Treating others with dignity, courtesy, respect, politeness and consideration
- Speaking in tones of voice that are appropriate for the circumstances
- Being respectful of others' right to express their views, even if you disagree
- Managing conflict with others in a respectful way rather than a confrontational way
- *Uncivil conduct and behaviors contributing to an uncivil environment include but are not limited to the following:*
 - Shouting, slamming doors, or throwing objects
 - Insults and name-calling
 - Abusive and/or aggressive social media posts
 - Profanity, abusive, aggressive or violent language or gestures directed at an individual or individuals
 - Using props suggestive of violence
 - Humiliating, degrading, demeaning, belittling, insulting, frightening or intimidating another person

- Distributing comments about an individual, whether verbally, in writing, or via any electronic means that are likely to have a negative impact on the individual
- Telling inappropriate jokes
- Disallowing divergent points of view from being heard

It is the intent of the Board to establish a culture and practice of civility in all settings, communications, and operations. Informed debate, healthy dialogue, disagreements, and informed public opinion are to be expected and are accepted forms of interaction. Disruptive, volatile, hostile, and maligning communications or aggressive, mean spirited actions are not accepted.

This guideline does not apply to concerns of discrimination or discriminatory harassment that are covered under the EEO Policy and Non-Harassment Policy.

Concern, Grievance, or Complaint

Individuals, who believe they may have been treated with disrespect or in an uncivil manner, may discuss their concerns confidentially and informally with their supervisor, manager, or member of the Employee Engagement Center. The reporting process helps the organization to record and evaluate these occurrences for climate assessment and planning and corrective purposes.

This policy is not intended to deprive any person of their right to freedom of expression, but only to maintain a safe, harassment-free workplace. The company seeks public cooperation with this endeavor.

**METRO RTA
BOARD MINUTES
ROBERT K. PFAFF TRANSIT CENTER BOARD ROOM
TUESDAY, JULY 28, 2020
9:00 A.M.**

Trustees Present: (all via teleconference) Robert DeJournett, Don Christian, Mark Derrig, Gary Spring, Vincent Rubino, Renee Greene, Heather Heslop Licata, David Prentice, Louise Gissendaner, Chuck Rector

Trustees Absent: Nick Fernandez

Staff Present: Dawn Distler, Jay Hunter, Angela Neeley, Bambi Miller, Molly Becker, Valerie Shea, Jarrod Hampshire, Jamie Saylor, and METRO team members

Guests Present: None

CALL TO ORDER

Mr. DeJournett called the meeting to order at 9:34 a.m.

AUDIENCE PARTICIPATION

In keeping with Governor DeWine's order of social distancing due to the COVID-19 pandemic, audience participation is suspended for this meeting. No comments had been conveyed to the CEO by the Friday prior to this meeting.

RECOGNITION

None

APPROVAL OF MINUTES

Mr. DeJournett asked for a motion to approve the minutes of the May 26, 2020 meeting. Mr. Christian made a motion for approval, second by Ms. Gissendaner. The minutes were unanimously approved.

COMMITTEE REPORTS & RESOLUTIONS

ASSET PROTECTION & DEVELOPMENT COMMITTEE REPORT

Chair: Chuck Rector

Mr. Rector reported the committee met and gave an overview of the meeting.

CUSTOMER EXPERIENCE & SERVICE PERFORMANCE COMMITTEE REPORT

Chair: Mark Derrig

Mr. Derrig reported the committee did meet. Construction projects are on time and on budget. Interviews for Vehicle Detailers were set to begin in the days following the committee meeting and Mr. Hampshire reported METRO is in the hiring process now.

Resolution 2020-06: A resolution authorizing the award of a task order based contract for general architecture and engineering services. Mr. Derrig made a motion for approval, second by Ms. Gissendaner. All those present voted 'yes.' Resolution 2020-06 was approved by the Board.

PLANNING / MARKETING / RAIL COMMITTEE REPORT

Chair: Donald Christian

Mr. Christian reported the committee did meet and the committee has four resolutions for consideration.

Resolution 2020-07: Recognizing the Title VI Service Monitoring Requirement and Major Service Change Policy. Mr. Christian made a motion for approval, second by Ms. Greene. All those present voted 'yes.' Resolution 2020-07 was approved by the Board.

Resolution 2020-08: Recognizing METRO RTA Service and Fare Equity Analysis Policy and authorizes its submittal to FTA. Mr. Christian made a motion for approval, second by Mr. Prentice. All those present voted 'yes.' Resolution 2020-08 was approved by the Board.

Resolution 2020-09: Recognizing the METRO RTA public engagement policy and authorizes its submittal to the FTA. Mr. Christian made a motion for approval, second by Ms. Heslop Licata. All those present voted 'yes.' Resolution 2020-07 was approved by the Board.

Resolution 2020-10: Adoption of the 2016-2019 Title VI Report and authorizes its submittal to the FTA. Mr. Christian made a motion for approval, second by Ms. Gissendaner. All those present voted 'yes.' Resolution 2020-10 was approved by the Board.

FINANCE & AUDIT COMMITTEE REPORT

Chair: Nicholas Fernandez

Ms. Heslop Licata reported the committee met and the committee has two resolutions for consideration.

Resolution 2020-11: Establishing a Disadvantaged Business Enterprise goal of 1.0% for 2021-2023 Federal Fiscal Years. Ms. Neeley explained the formula used to establish a DBE goal and noted METRO will continue to strive to exceed that goal. Ms. Heslop Licata made a motion for approval, second by Mr. Christian. All those present voted 'yes.' Resolution 2020-11 was approved by the Board.

Resolution 2020-12: Renewal of Avail agreement for one year. Ms. Heslop Licata made a motion for approval, second by Ms. Gissendaner. All those present voted 'yes.' Resolution 2020-12 was approved by the Board.

GOVERNANCE COMMITTEE REPORT

Chair: Gary Spring

Mr. Spring reported that the committee did not meet in June, but will schedule a meeting in August to discuss the CEO's contract.

OTHER BUSINESS

Resolution 2020-13: Support of a tax levy benefiting the Akron Zoo. Ms. Heslop Licata made a motion for approval, second by Mr. Prentice. All those present voted 'yes.' Resolution 2020-13 was approved by the board.

OFFICERS' REPORT

President: No report.

Executive Director: Ms. Distler reported the METRO team continues to work through obstacles presented in light of the COVID-19 pandemic. The organization will restore about 81-percent of service with the Fall Sign-Up at the end of August. The 2019 Annual Report is complete and will be mailed out to the Board and appointing authorities in the coming weeks.

The Board asked how remote learning at schools and universities might impact METRO's revenues in the future. Ms. Distler said the organization could see a deficit in the next 18-24 months.

ADJOURNMENT

There being no other business to come before the Board, Ms. Gissendaner made a motion to adjourn, seconded by Mr. Prentice. The motion to adjourn was unanimously approved, and the meeting adjourned at 10:09 a.m.

CERTIFICATE OF COMPLIANCE

Pursuant to Section III, Article 3.2 of the Rules & Regulations of the METRO Regional Transit Authority, METRO has complied with the Notice and Notification to the public and news media.

DATE APPROVED: August 25, 2020

**ROBERT E. DEJOURNETT,
PRESIDENT**

**DAWN S. DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER**