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 from your computer, tablet or smartphone, visit:
https://zoom.us/j/99072051284?pwd=Y1NWL2FLWUhBSG41UzJPNE1OSWxoUT09
Meeting ID: 990 7205 1284
Passcode: 089929
To dial in using your phone:
(For supported devices, select the one tap number below to join instantly)
One tap mobile
tel+19292056099,,99072051284#,,,,,,0#,,089929#

Download and import the following iCalendar (.ics) files to your calendar system for the monthly meeting:
https://zoom.us/meeting/tJ0tcOiogzoEtD_8GsP5T4GQnfSNNyazC9u/ics?icsToken=98tyKuChrjwoGtGUShGDRox5Ao_Ca_TwmH5Bj7d5o0fCEBAGVlfRB-xEAZxRCdnK

ITEM 3: RECOGNITION

None

ITEM 4: BOARD MINUTES

*Approval of Board Meeting Minutes for March 30, 2021. (Pages 13-16)

ITEM 5: COMMITTEE REPORTS & RESOLUTIONS
**Customer Experience & Service Performance Committee**  
(Maintenance / Operations / Customer Care & Mobility Solutions)  
Chair: Mark Derrig

**Asset Protection & Development Committee**  
(Employee Engagement Center / Safety & Protection)  
Chair: Chuck Rector

**Planning / Marketing / Rail Committee**  
Chair: Donald Christian

**Finance & Audit Committee**  
Chair: Nicholas Fernandez

*Resolution 2021-09:* Authorizing the award of a contract for the purchase of a Network Switch Refresh. (Page 4)

*Resolution 2021-10:* Authorizing an amendment to the Board of Trustees’ Financial Policy. (Page 5)

**Governance Committee**  
Chair: Gary Spring

**Chairs Committee**  
Chair: Mark Derrig

**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 – May 25, 2021*
RESOLUTION 2021-09

A resolution authorizing the award of a contract for the purchase of a Network Switch Refresh.

WHEREAS, legal notices were twice duly advertised February 25 and March 4, 2021 in the Akron Beacon Journal, and February 25, 2021 in The Reporter; and

WHEREAS, METRO wishes to enter into a contract for a Network Switch Refresh, a firm-fixed contract; and

WHEREAS, such bids were due on March 25, 2021 with the following bids received; and

<table>
<thead>
<tr>
<th>Company</th>
<th>City/State</th>
<th>Total Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>Storm 7</td>
<td>Wadsworth, OH</td>
<td>$125,472.37</td>
</tr>
<tr>
<td>Connection</td>
<td>Merrimack, NH</td>
<td>$199,529.86</td>
</tr>
</tbody>
</table>

WHEREAS, the Board of Trustees wishes to award a single contract for this item.

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

1. A contract be awarded to Storm 7, Wadsworth.
2. The Chief Executive Officer/Secretary-Treasurer is authorized to execute all documents related to this resolution.
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: April 27, 2021

_______________________________       ________________________________
ROBERT DEJOURNETT,         DAWN DISTLER,
PRESIDENT      CHIEF EXECUTIVE OFFICER/
                  SECRETARY-TREASURER
RESOLUTION 2021-10

A resolution authorizing an amendment to the Board of Trustees’ Financial Policies.

WHEREAS, the financial policies were approved with Resolution 2009-40 and are periodically reviewed to ensure they are up-to-date and relevant; and

WHEREAS, approval of the amendments will assist the Board of Trustees and the management team in exercising their fiscal responsibility.

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

1. The amendments to the financial policy are approved effective March 1, 2021.
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: April 27, 2021

_______________________________       ____________________________________
ROBERT DEJOURNETT,                    DAWN DISTLER,
PRESIDENT  CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER
1.0 PURPOSE/SCOPE

1.1 The METRO Regional Transit Authority has the responsibility to carefully account for public funds, to manage finances wisely, and to plan and provide for the adequate funding of services desired by the public and as required by laws, rules, or regulations, including the provision and maintenance of public facilities and improvements. Sound financial policies are the cornerstone needed to achieve that level of responsibility.

The financial goals and policies set forth in this document are intended to be the foundation of guidance for the continued financial strength and stability of METRO and to meet METRO’s Mission Statement for financial resources.

1.2 The financial policy established herein covers the following areas:

   a. General Operating Fund
   b. Capital Projects Fund
   c. Investment of Authority Funds

2.0 LEGAL AUTHORITY

Ohio Revised Code, Chapter 306, Regional Transit Authority, as follows:

   306.31 Creation of Regional Transit Authority
   306.34 Board of Trustees to manage and conduct affairs
   306.35 Power and Duties

3.0 GENERAL OPERATING FUND POLICIES

3.1 The general operating fund will be used to pay the day-to-day obligations of the Authority. All funds received and disbursed by METRO will go through the general operating fund.

3.2 An annual appropriation (line item budget) will be presented annually to the Board of Trustees by the December regular Board meeting, earlier if at all possible.
If the Board of Trustees does not adopt a budget by December 31st of any year, a temporary appropriation will be required to allow METRO to incur expenditures after such date.

A permanent appropriation measure must be adopted before April 1st, of any succeeding year.

3.3 The annual appropriation shall be calculated to match METRO's Mission Statement and approved action plans as closely as possible.

Budgetary changes involving additions to the annual budget will require approval by the Board of Trustees. Budgetary changes between line items within a given department will require approval by the Chief Executive Officer.

3.4 Management shall provide the Board with consolidated monthly comparative reports of actual versus budget current year and month and prior year and other updates as requested.

4.0 CAPITAL IMPROVEMENT FUND POLICIES

4.1 The Capital Improvement Fund shall be used to account for the purchases of all fixed assets (land, construction, buses, equipment, etc.):

a. It shall include all Federal and State Capital Funds directly deposited, or transferred from the general operating fund, as well as local matching funds.

b. This fund will also be used to account for fixed assets purchased entirely with local funds.

4.2 A fixed asset is defined, for the purpose of this policy as an item having a useful life of more than one year and an acquisition cost equal to $5000.00 or more.

4.3 An amount equal to METRO's share of the local match to federal grants shall be allocated to the capital improvement fund annually via depreciation.

4.4 Capital improvement funds requirements shall be determined annually by the adoption of the program of projects, by the Board of Trustees and by the annual budget process to determine local fixed assets to be acquired.

4.5 METRO shall continue to take full advantage of all Federal and State grant programs.

4.6 METRO shall maintain, at all times, a four-year capital needs and replacement plan.
5.0 INVESTMENT OF AUTHORITY FUNDS

5.1 Policy Statement

The purpose of this investment policy, in conjunction with the Ohio Revised Code, as amended, will govern the investments and the investment activities of METRO.

5.2 Scope

This investment policy applies to the investment of all funds of METRO both short-term operating funds and longer-term funds.

5.3 Board Investment Committee

The Finance committee of the Board of Trustees will also act as the Investment Committee for METRO. The Finance Committee will periodically review METRO’s investment function and advise the Chief Executive Officer and Finance Director regarding such investments.

5.4 Investment Objectives

METRO’s investment portfolio is designed and managed in a manner responsive to the public trust and consistent with state and local statutes. Investments are made on the basis of the following list of objectives which are listed in the order of importance:

a. Safety and security of METRO funds and investments.

b. Preservation of capital and protection of principal.

c. Maintenance of sufficient liquidity to meet operating needs.

d. Diversification of investments to avoid unreasonable or avoidable risks.

e. Market rate of return on the portfolio within the above constraints.

METRO is generally restricted to investing in certificates of deposit, savings accounts, money market accounts, the State Treasury Asset Reserve (STAR Ohio), obligations of the State of Ohio, and obligations of the United States government or certain agencies thereof. METRO is authorized to invest in any instrument or security outlined in ORC 135.14, as amended. All investment transactions will be completed on a competitive basis, whenever possible.

Investments will be made with care and judgment which persons of prudence, discretion, and intelligence exercise in the management of their own affairs. Additionally, purchases will be executed, not for speculation, but for investment, considering the safety of the capital as well as the probable income to be derived.
5.5 Maturity Guidelines

To the extent possible, the investments will match the maturity dates with anticipated cash flow requirements to take best advantage of prevailing economic and market conditions. The maximum maturity of any eligible instrument is five years from the settlement date.

An investment may only be redeemed before maturity if:

a. METRO has had a drop in revenue below anticipated amounts that would prevent METRO from meeting its payroll obligation.
b. METRO has had unforeseen expenditures occur that could not be met with anticipated revenue to be received in the next three months.

5.6 Permissible Investments

METRO may invest in any instrument or security authorized by Ohio Revised Code Section 135.14, as amended. Permissible investments include:

a. United States Treasury bills, notes, bonds, or any other obligation or security issued by the United States Treasury or any other obligation guaranteed as to principal and interest by the United States. Stripped principal or interest obligations of such eligible obligations are strictly prohibited.
b. Bonds, notes, debentures, or any other obligations or securities issued by any federal government agency or instrumentality, including but not limited to, the Federal National Mortgage Association, Federal Home Loan Bank, Federal Farm Credit Bank, Federal Home Loan Mortgage Corporation, Government National Mortgage Association, and Student Loan Marketing Association. All federal agency or instrumentality securities must be direct issuances of the federal agency or instrumentality.
c. STAR Ohio is eligible as long as the fund maintains the highest letter rating provided by at least one nationally recognized standard rating service as outlined in Ohio Revised Code Section 135.45.
d. Bonds and other obligations of the State of Ohio.
e. Interim deposits (such as Certificates of Deposit) in the eligible institutions applying for interim moneys as provided in Ohio Revised Code Section 135.08.
f. No-load money market mutual funds consisting exclusively of obligations described in section VII A or B of this policy and expressly excluding derivatives in accordance with Ohio Revised Code Section 135.14.
h. Repurchase Agreements with eligible institutions.
5.7 Collateralization

All deposits will be collateralized pursuant to the requirements of the Ohio Revised Code. Eligible securities used for collateralizing deposits will be held by the depository and/or a third party bank or trust company, subject to security and custodial agreements.

The security agreement will provide that eligible securities are being pledged to secure METRO deposits together with agreed upon interest, if any, and any costs or expenses arising out of the collection of such deposits upon default. It shall also provide the conditions under which the securities may be sold, presented for payment, substituted, or released providing collateral values are maintained, and, the events which will enable METRO to exercise its rights against the pledged securities including failure to meet deposit repayment or collateral terms, or the deposit institution's insolvency. In the event that the securities are not registered or inscribed in the name of METRO, such securities will be delivered in a form suitable for transfer or with an assignment in blank to METRO or its custodial bank.

The custodial agreement will provide that securities held by the bank or trust company, as agent of and custodian for METRO, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities. The agreement will also describe how the custodian will confirm the receipt, substitution, or release of the securities. The agreement will provide for daily revaluation of eligible securities and for the substitution of securities when a change in the rating of a security may cause ineligibility. The agreement will provide that the custodian will exercise METRO's rights to the security or as instructed by METRO. Such agreement will include all provisions necessary to provide METRO with a perfected interest in the securities.

5.8 Pooling

The pooling of funds by subdivisions is prohibited except as provided in Ohio Revised Code Section 715.02 or Section. IV Article XVIII of the Ohio Constitution, and STAR Ohio.

5.9 Safekeeping and Custody

Any financial institution located within the State of Ohio as defined by ORC 135.03 is eligible to serve as an approved depository and/or investment provider. Only securities dealers and brokers that are members of the National Association of Securities Dealers (NASD) are eligible to be an investment provider. Investment advisors must be an eligible financial institution as defined by ORC 135.03, or an advisor that is registered with the Securities and Exchange Commission.
5.10 Delivery vs. Payment

All investment securities purchased by METRO or held as collateral on either deposits or investments will be held in third-party safekeeping at a financial institution (to be designated as the “Custodian”) qualified to act in this capacity. All securities held for METRO account will be held free and clear of any lien and all transactions will be conducted on a delivery-vs.-payment basis. The Custodian shall issue a safekeeping receipt to METRO listing the specific instrument, rate, maturity and other pertinent information. On a monthly basis, the custodian will also provide reports which list all securities held for METRO, the book value of holdings and the market value as of month-end.

5.11 Education Requirement

a. The Secretary-Treasurer shall attend annual continuing education training as provided by the Auditor of State.
b. The Chief Executive Officer shall also appoint, at a minimum, one other individual to attend the continuing education training.
c. Other training shall be provided on an ongoing basis to facilitate better investment strategy.

6.0 Reserve Policy

6.1 Operating Fund Balance

METRO should maintain adequate fund balances or reserves to handle unexpected decreases in revenues plus a reasonable level for extraordinary unbudgeted expenditures. METRO will maintain an Operating Fund Carry Over Balance policy of a minimum 10% of the previous year’s operating expense.

6.2 Capital Fund Balance

METRO should maintain adequate fund balances or reserves to handle capital purchases that require a local match for Federal and State grant funded projects, plus additional funding for projects that are funded by 100% local funds.
6.3 Trust Fund

METRO shall maintain a Trust Fund. This Trust Fund will be held in a separate account from all of METRO’s other operating and capital fund account and balances. Funds from the Trust Fund can only be distributed with an approved Board resolution.

During the annual budgeting process, METRO shall attempt to allocate funds to the Trust Fund to be deposited in January, or as the Board of Trustees directs, until such time as the Trust Fund is equal to six months of the previous years’ operating expense.

6.4 Service Expansion/Special Projects

METRO shall maintain a Service Expansion/Special Projects account for purchases that fall outside of the capital budget, and support the service expansion/growth of METRO.
CALL TO ORDER

Mr. DeJournett called the meeting to order at 9 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 February 23, 2021 meeting. Mr. Christian made a motion for approval, second by Ms. Greene. The minutes were unanimously approved.

COMMITTEE REPORTS & RESOLUTIONS

CUSTOMER EXPERIENCE & SERVICE PERFORMANCE COMMITTEE REPORT
Chair: Mark Derrig

Mr. Derrig reported the Committee reviewed the 3-in-1 construction project and KPIs. Mr. Hampshire briefed the Board on the construction project, which came in $95,000 under budget. Mr. Hampshire summarized a presentation on a new Maintenance and Operations Facility to the Board that was presented during the committee meeting.

ASSET PROTECTION & DEVELOPMENT COMMITTEE REPORT
Chair: Chuck Rector

Mr. Hunter provided the Committee Report on behalf of Mr. Rector. Mr. Hunter reviewed KPIs for the Safety & Protection Department and the Employee Engagement Center (EEC). Mr. Hunter reiterated that the EEC continues to monitor the rising health care costs and is analyzing its membership with the
PLANNING / MARKETING / RAIL COMMITTEE REPORT
Chair: Donald Christian

Mr. Christian reported the Committee met and has a Resolution to present to the Board for consideration. Mr. Christian asked Ms. Shea and Ms. Becker to provide a brief overview of their KPIs and department reports. In regards to Rail, Mr. Christian said the Committee responded to Mr. Brubaker via letter yesterday addressing his presentation that was given to the Committee.

Ms. Shea gave an overview on the Resolution being presented to the Board for approval.

Mr. Prentice requested the cost proposal from each company and the process the Selection Committee endured to select the company. Ms. Shea explained the process and provided the costs requested by Mr. Prentice. In response to a follow-up question by Mr. Prentice, Ms. Shea said the cost does not include on-site work; due to COVID-19 most of the analysis will be done through virtual workshops and, if needed, on-site work/in-person visits could be considered this summer as deemed necessary.

Resolution 2021-08: Approving the award of a Comprehensive Operational Analysis and Transit Development Plan services contract. Mr. Christian made a motion for approval, second by Mr. Derrig. All those present voted ‘yes’. Resolution 2021-08 was unanimously approved.

FINANCE & AUDIT COMMITTEE REPORT
Chair: Nicholas Fernandez

Mr. Prentice gave the Committee report on behalf of Mr. Fernandez. Resolution 2021-09 was presented to the Board for consideration.

Resolution 2021-09: Authorizing the transfer of $6,689,535 from METRO’s cash account into the Trust Fund account. Mr. Prentice made a motion for approval, second by Ms. Licata. All those present voted ‘yes’. Resolution 2021-09 was unanimously approved.

GOVERNANCE COMMITTEE REPORT
Chair: Gary Spring

No report.

CHAIRS COMMITTEE REPORT
Chair: Mark Derrig

No report.

OTHER BUSINESS

Ms. Neeley presented Resolution 2021-10 to the Board for consideration.

Resolution 2021-10: Supporting the Akron-Summit County Public Library tax renewal levy. Mr. Derrig made a motion for approval, second by Ms. Greene. All those present voted ‘yes’. Resolution 2021-10 was unanimously approved.

OFFICERS’ REPORT

President: Mr. DeJournett offered get well wishes to Mr. Rector, who is recovering from surgery. New Board Member Rupa Gurung, an appointee from the City of Akron, was introduced to the Board.
Ms. Gurung went through the onboard process last week and Ms. Distler led the orientation. Ms. Gurung is filling the expired term from Mr. Jack Hefner term which expires in September 2021. Mr. DeJournett gave his support to METRO’s efforts to provide free transportation for COVID-19 vaccinations and to the mass vaccination site at the Summit County Fairgrounds. At last month’s Board meeting, Mr. DeJournett put out a request for Committee Chair appointments and spoke to all individuals about their current appointment. Mr. DeJournett emphasized the need for more Board participation at committee meetings and encouraged members to serve on at least two committees. All Board members are invited to committee meetings, even if they are not part of the committee, and serve as a voting member if in attendance.

Chief Executive Officer: METRO celebrated Transit Employee Appreciation Day on March 18. Yard signs were posted at all METRO facilities and some bus stops and bus shelters, and snacks were provided for team members of all shifts. Ms. Distler said she and other state transit executives were asked to testify to the state’s Transportation Committee regarding the proposed cut in transit funding. Ms. Distler reported their lobbying efforts were successful; transit funding will stay in place, although not at the same level in last year’s proposal, and will help METRO get through some key projects. Ms. Distler and other state transit CEOs also had a virtual meeting with Congressman Sherrod Brown to discuss transit funding on the federal level. Ms. Distler said Congressman Brown is very supportive of transit and METRO, and looks forward to bringing more federal funding to Ohio to support transit projects. METRO projects that may be considered include Bus Rapid Transit (BRT), Transit Oriented Development, and a new Maintenance and Operations Facility. METRO was a recipient of a state grant to provide free rides to and from COVID-19 vaccine appointments. METRO will provide a shuttle from the Independence Transit Center that will take passengers coming from other fixed-routes to the mass vaccination site at the Fairgrounds. METRO will also partner with Summit County to help underserved areas in the community by providing direct trips to vaccine appointments from designated locations, including Joy Park, Summit Lake, and the House of the Lord. Ms. Distler said this service is a prime example of being a partner in the community. The group continues to move forward in investing in service, which started with MLK Day bus service. Ms. Distler said converting the holiday from a limited service to a regular service day was well received by the community. METRO will continue to analyze how bus service is provided on dates previously provided with limited service as well as holidays where service was suspended.

EXECUTIVE SESSION

Mr. DeJournett asked for a motion to go into Executive Session for the purpose of reviewing negotiations of bargaining sessions with public employees concerning their compensation or other term and conditions of their employment. Motion by Mr. Christian, second by Ms. Greene. Roll call was conducted, and Mr. DeJournett invited Ms. Distler and Attorney Helen Carroll to join the session. The Board entered Executive Session at 9:34 a.m.

Mr. DeJournett asked for a motion to exit Executive Session. Motion by Mr. Christian, second by Ms. Greene. Roll call was conducted. The Board exited Executive Session at 10:15 a.m.

Mr. Fernandez made a motion to recall the vote of the Fact-Finding report, second by Mr. Christian. Mr. DeJournett conducted a roll call and asked Board members if they accept or reject the Fact-Finding report. Board members who accepted the report were Mr. Prentice, Mr. Rubino, Ms. Greene, Mr. Christian, Mr. Derrig, Mr. Fernandez, and Mr. DeJournett. Mr. Spring rejected the report, and Ms. Gurung abstained. Ms. Licata was not present for the vote. Per the majority vote, the Fact-Finder report presented in December 2020 was accepted by the Board.

Mr. Prentice asked about the status of a court case between a METRO operator and METRO. Ms. Distler said the court upheld the arbitrator’s decision. Mr. Prentice asked if further action would be taken by METRO. Ms. Distler stated no. Mr. Prentice also asked about the status of the TWU contract. Ms. Distler said negotiations are still ongoing with TWU.

ADJOURNMENT
There being no other business to come before the Board, Mr. Christian made a motion to adjourn, second by Mr. Derrig. The motion to adjourn was unanimously approved, and the meeting adjourned at 10:22 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: March 30, 2021

ROBERT E. DEJOURNETT,                    DAWN S. DISTLER,
PRESIDENT                               CHIEF EXECUTIVE OFFicer/
                                         SECRETARY-TREASURER