ITEM 1: CALL TO ORDER

ITEM 2: APPROVAL OF MINUTES FROM NOVEMBER MEETING

ITEM 3: SUB-COMMITTEE REPORTS

Construction Report | Jarrod Hampshire

Maintenance Report | Jarrod Hampshire

Operations Report | Jamie Saylor

Customer Care Report | Bambi Miller

ITEM 4: RESOLUTIONS FOR CONSIDERATION

Resolution 2021-02: A resolution authorizing a contract between the Downtown Akron Partnership (DAP) and METRO for the cleaning, provision of safety patrols, and other services along Main Street and the Robert K. Pfaff (RKP) Transit Center. (Page 4)

ITEM 5: OTHER BUSINESS

ITEM 6: CALL FOR ADJOURNMENT
Customer Experience and Service Performance – Key Performance Indicators

Vehicle Cleaning Performance - Quantity of Vehicle Scrubs

Miles Between Service Interruption

On-Time Performance - Fixed Route

On-Time Performance - Demand Response
RESOLUTION 2021-02

A resolution authorizing a contract between the Downtown Akron Partnership (DAP) and METRO for the cleaning, provision of safety patrols, and other services along Main Street and the Robert K. Pfaff (RKP) Transit Center.

WHEREAS, METRO is a member of the Downtown Akron Partnership; and

WHEREAS, this partnership includes METRO participating with DAP in costs incurred by DAP to perform bus stop cleaning and beautification; power washing; graffiti removal; escorts of METRO customers; safety tours; DASH tours; cleaning of the area along Main Street and the RKP Transit Center; and for providing safety patrols, snow removal, and various initiatives.

WHEREAS, the term of this contract will be for 18 months, January 1, 2021 to June 30, 2022.

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

1. A contract will be awarded to Downtown Akron Partnership in the amount not to exceed $199,500.
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: January 26, 2021

_______________________________       ________________________________
ROBERT DEJOURNETT,                  DAWN DISTLER,
PRESIDENT                           CHIEF EXECUTIVE OFFICER/
                                      SECRETARY-TREASURER
Robert DeJournett  
METRO RTA President, Board of Directors  
416 Kenmore Blvd.  
Akron, Ohio 44301  

1/11/2021  

Dear President DeJournett:  

We at DAP are grateful for the relationship we have developed over the years with METRO. I can say with complete honesty that I’ve never been more confident in our ability to make progress in Akron together. I believe that our relationship has matured significantly under METRO’s new leadership, and, with the engagement and encouragement of Dawn Distler, I see tremendous opportunity to grow stronger through transit as a downtown for all people. Since 1996, Downtown Akron has elected to support a Special Improvement District (SID) with our non-profit, Downtown Akron Partnership (DAP), charged to utilize SID resources to best serve the needs of the district. In 2008, METRO’s decision to support the SID as a significant business member set our path for providing a clean, safe and welcoming environment not just at the new RKP Transit Center, but for the entire downtown area.  

Our service to METRO RTA presents itself in a number of ways. We provide direct services to riders and staff as well as a wide array of strategic and indirect benefits that help to ensure a strong connection between transit and downtown. The attached document summarizes DAP direct, indirect and strategic efforts provided to METRO during the last year, and, where possible, attributes a dollar value to those initiatives to communicate financial value.  

Direct services include the work of clean and safe ambassadors, marketing efforts, events and programming. DAP recognizes METRO as a critical strategic partner in building a better downtown Akron and has advocated for METRO inclusion in Akron Civic Commons and Elevate Greater Akron when and wherever DAP has a voice. Additionally, the voice and influence of METRO is represented in every DAP endeavor through the participation of Dawn Distler on the Executive Committee of the DAP Board of Directors.  

I appreciate the opportunity to continue our partnership and your consideration of a renewal of our contract with an extension to reset our renewal timing to align with our fiscal year. Feel free to contact me with any questions or suggestions for improvement. I look forward to our bright and collaborative future.  

Sincerely,  

[Signature]  

Suzie Graham, President  
Greystone Hall • 103 S. High St., 4th floor • Akron, OH 44308 • Office 330-374-7676 • Fax 330-374-7620  
info@downtownakron.com • downtownakron.com  
Promoting and building a vibrant and valuable Downtown
## Direct Services provided by the Ambassador Program

Direct Services estimates do not include overhead or depreciation costs for vehicles and equipment

<table>
<thead>
<tr>
<th>SERVICE</th>
<th>ITEM DESCRIPTION</th>
<th># OF VISITS</th>
<th>TIME (MINS)</th>
<th>VALUE</th>
<th>NOTES</th>
</tr>
</thead>
<tbody>
<tr>
<td>Transit stops/cleaning</td>
<td>12 shelters (20 min)</td>
<td>3,531</td>
<td>70,620</td>
<td>$24,634.61</td>
<td>Estimate - number of shelters fluctuated with Main St. Construction</td>
</tr>
<tr>
<td></td>
<td>16 stops (10 min)</td>
<td>4,696</td>
<td>46,962</td>
<td>$16,382.02</td>
<td>Estimate - number of stops fluctuated with Main St. Construction</td>
</tr>
<tr>
<td>COVID-specific disinfecting stops/shelters</td>
<td></td>
<td>2,912</td>
<td>14,560</td>
<td>$5,079.01</td>
<td></td>
</tr>
<tr>
<td>Beautification - maintenance</td>
<td>11 boxes</td>
<td>153</td>
<td>9,823</td>
<td>$3,426.59</td>
<td></td>
</tr>
<tr>
<td>Beautification - supplies</td>
<td></td>
<td></td>
<td></td>
<td>$660.00</td>
<td></td>
</tr>
<tr>
<td>Power Washing</td>
<td>May</td>
<td></td>
<td></td>
<td>$1,796.84</td>
<td>Measured using gallons = 5,151</td>
</tr>
<tr>
<td></td>
<td>June</td>
<td></td>
<td></td>
<td>$128.72</td>
<td>Measured using gallons = 369</td>
</tr>
<tr>
<td></td>
<td>August</td>
<td></td>
<td></td>
<td>$636.62</td>
<td>Measured using gallons = 1,825</td>
</tr>
<tr>
<td></td>
<td>September</td>
<td></td>
<td></td>
<td>$767.43</td>
<td>Measured using gallons = 2,200</td>
</tr>
<tr>
<td>Persons of Interest Interactions</td>
<td></td>
<td>47</td>
<td>1,399</td>
<td>$487.88</td>
<td>Connecting people in need to social services, etc.</td>
</tr>
<tr>
<td>METRO Assistance</td>
<td></td>
<td>162</td>
<td>1,620</td>
<td>$565.11</td>
<td>Providing information or support to riders</td>
</tr>
<tr>
<td>Graffiti Removal</td>
<td></td>
<td>212</td>
<td>3,186</td>
<td>$1,111.38</td>
<td>Removal from shelters and routes</td>
</tr>
<tr>
<td>METRO Escorts</td>
<td></td>
<td>43</td>
<td>1,290</td>
<td>$450.00</td>
<td>Providing walking escorts to riders</td>
</tr>
<tr>
<td>Safety Tours - METRO</td>
<td></td>
<td>312</td>
<td>28,080</td>
<td>$8,835.84</td>
<td>Ambassador routes to/from Transit Center</td>
</tr>
<tr>
<td>Safety Tours - Major Bus Routes</td>
<td></td>
<td>1,248</td>
<td>74,880</td>
<td>$23,562.24</td>
<td>Ambassador routes along bus routes</td>
</tr>
<tr>
<td>Overnight Patrol Tour through RKP</td>
<td></td>
<td>51</td>
<td>765</td>
<td>$240.72</td>
<td>Added overnight drive through patrol during shutdown</td>
</tr>
<tr>
<td>DASH Tours / Brochure Replacement</td>
<td></td>
<td>52</td>
<td>104</td>
<td>$2,176.72</td>
<td>Riding DASH and replenishing collateral, first quarter through COVID pause of service</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td></td>
<td><strong>421,545</strong></td>
<td></td>
<td><strong>$90,941.73</strong></td>
<td></td>
</tr>
<tr>
<td>SERVICE</td>
<td>SERVICE DESCRIPTION</td>
<td>VALUE</td>
<td>NOTES</td>
<td></td>
<td></td>
</tr>
<tr>
<td>------------------------------</td>
<td>--------------------------------</td>
<td>---------</td>
<td>---------------------------------------------------------------------------------------------------------------------------------------</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Marketing</td>
<td>2020 Downtown Akron Guide</td>
<td>$2,000.00</td>
<td>1/2 page editorial content - Inserted into the August 2020 Akron Life Magazine (15K subscribers), 5K additional copies distributed through 6/2020.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>2020 DAP Quarterly Reports</td>
<td>$631.00</td>
<td>3 reports sent in 2020. 1/2 page news / updates in Transportation and Development section - 3,177 email subscribers, 22% open rate, 18% click through. Includes staff hours.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>2020 DAP Do Downtown emails</td>
<td>$1,218.50</td>
<td>18 emails sent in 2020. Dedicated sidebar - 16,575 subscribers, 22% open rate, 10% click through rate. Includes staff hours.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>DAP Website</td>
<td>$487.00</td>
<td>Posted 12 METRO RTA Press Releases with 563 page views. Includes staff hours.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Twitter</td>
<td>$630.00</td>
<td>15 posts, 18,000 impressions not including retweets ($3.50/CPM)</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Facebook</td>
<td>$845.97</td>
<td>14 posts, 11,766 impressions ($7.19/CPM)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Marketing/Events</td>
<td>Ohio Loves Transit Day Promotion</td>
<td>$1,005.00</td>
<td>Transit Day promotion with local businesses</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Public Art/Public Realm</td>
<td>We Are Public Art Installation</td>
<td>$9,528.00</td>
<td>Integration of Bus Shelters into a public art installation in the public realm to include Street Pole banners, art installation in Lock 3, Augmented Reality experience and bus shelters</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Public Realm</td>
<td>Snow Removal - &quot;Love the Wall&quot; corridor</td>
<td>$285.00</td>
<td>Maintenance of sidewalk between RKP and SID district</td>
<td></td>
<td></td>
</tr>
<tr>
<td>TOTAL</td>
<td></td>
<td>$16,630.47</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Planning & Strategy

<table>
<thead>
<tr>
<th>SERVICE</th>
<th>SERVICE DESCRIPTION</th>
<th>NOTES</th>
</tr>
</thead>
<tbody>
<tr>
<td>Strategic Partnerships</td>
<td>Advocacy for inclusion of METRO in Elevate Greater Akron - BRE</td>
<td>Inclusion of METRO to encourage thoughtful, transit-oriented approach to development</td>
</tr>
<tr>
<td></td>
<td>Advocacy for METRO inclusion in Reimagining the Civic Commons</td>
<td>Introduction of transit as a key component to improving civic assets for all people</td>
</tr>
<tr>
<td></td>
<td>DAP Board of Directors</td>
<td>Inclusion of METRO on DAP Board of Directors</td>
</tr>
</tbody>
</table>

### Indirect Services

This figure represents shared services that provide benefit to METRO passengers in the neighborhood. This figure does not reflect DAP general operations expenses or DAP investments in cycle track maintenance, general programming, business relations or development or residential engagement.

<table>
<thead>
<tr>
<th>SERVICE</th>
<th>SERVICE DESCRIPTION</th>
<th>VALUE</th>
<th>NOTES</th>
</tr>
</thead>
<tbody>
<tr>
<td>District Ambassador Contract</td>
<td></td>
<td>$309,818.27</td>
<td>Balance of Block by Block Ambassador contract less direct services</td>
</tr>
<tr>
<td>Evening APD Off duty officer patrol</td>
<td></td>
<td>$30,564.00</td>
<td>Late night district security Thurs-Sat/Sun nights</td>
</tr>
<tr>
<td>District Beautification</td>
<td></td>
<td>$19,678.00</td>
<td>Balance of full program investment</td>
</tr>
<tr>
<td>District Marketing/Promotional Efforts</td>
<td></td>
<td>$47,601.00</td>
<td>District marketing efforts</td>
</tr>
<tr>
<td>District Public Realm Investment (signage, lighting)</td>
<td></td>
<td>$392,640.00</td>
<td>Investments in infrastructure and public realm improvements</td>
</tr>
</tbody>
</table>

**Total Indirect Services**  
$800,301.27

**Total Direct Services**  
$107,572.20

**Total Direct and Indirect Services**  
$907,873.47

**Proposed Annual METRO Contract**  
$133,000.00
DOWNTOWN AKRON PARTNERSHIP BUSINESS MEMBERSHIP AGREEMENT

THIS BUSINESS MEMBERSHIP AGREEMENT ("Agreement") is entered as of this ___ day of ________, 2021, by and between DOWNTOWN AKRON PARTNERSHIP, INC., an Ohio nonprofit corporation ("DAP"), and METRO Regional Transit Authority, an Ohio corporation (the "Business Member"), under the following circumstances:

RECITALS

WHEREAS, consistent with the terms of this Agreement, DAP and the Business Member agree that the Business Member shall become a Business Member of the DAP in accord with the following terms and provisions of the Agreement;

NOW, THEREFORE, in consideration of the terms and conditions provided below, the parties hereto agree as follows:

1. **Fee.** The Business Member shall pay a non-refundable monthly fee based on services provided by Downtown Akron Partnership. The annual fee will be paid by the 30th of each month. The membership fee is subject to change, cancellation, or renewal as of June 30, 2022 and is non-refundable. The Business Member is responsible for the monthly fee for the complete agreement regardless of whether or not the Business Member occupies the assessed property for the entire membership term.

2. **Business Member.** The Business Member’s identification is necessary for membership purposes and is as follows:

   (a) **Owner Name:** METRO Regional Transit Authority

   (b) **Property Address:** 631 South Broadway Street, Akron, Ohio 44311

   (c) **Parcel Number:** 6762798

   (d) **Monthly Fee:** $11,083.00

   (e) **Billing Address:** 416 Kenmore Boulevard, Akron, Ohio 44301

3. **Term.** The Business Membership shall become retroactively effective on January 1, 2020 (the “Commencement Date”) and shall continue until June 30, 2022. At the end of the current term, the Business Member will be reevaluated. A new Agreement will be signed at the commencement of a new term and the Business Member is subject to review and a new assessment fee based on service delivery.

4. **Services Plan.** Business members will receive an individualized services plan (the “ISP”) based on the needs of the member and the resources of DAP. The ISP is included in this Agreement as Schedule B.
5. **Membership Rights.** All of the Business Member’s voting and membership rights are included in Article II of the Amended and Restated Code of Regulations of the Downtown Akron Partnership, Inc. This is included in this Agreement as Schedule C.

6. **Miscellaneous.** This Agreement is binding upon and shall inure to the benefit of the parties hereto and their respective successors, assigns and transferees. This Agreement may be amended only by a writing signed by the parties hereto. This Agreement in no way guarantees that the Business Member will be eligible for any outside programs, initiatives, or incentives provided by third parties.

7. **Assignment.** Except as otherwise contemplated herein, this Agreement shall not be assigned by any of the parties hereto without the written consent of the other parties. Nothing contained in this Agreement, express or implied, is intended to confer upon any person or entity, other than the parties hereto and their permitted successors, assigns and transferees any rights or remedies under or by reason of this Agreement.

8. **Termination.** DAP has the right to terminate this Agreement at any time by providing ninety (90) days notice to the Business Member.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

DOWNTOWN AKRON PARTNERSHIP, INC.

By: __________________________
Title: _________________________

______________________________

By: __________________________
Title: _________________________
SCHEDULE A
SERVICES SITE PLAN

See attached

SCHEDULE B
INDIVIDUALIZED DOWNTOWN AKRON PARTNERSHIP
SERVICES PLAN

See attached

SCHEDULE C
AMENDED AND RESTATED CODE OF REGULATIONS OF THE
DOWNTOWN AKRON PARTNERSHIP, INC.

See Attached
SCHEDULE B

Scope of Services - Cleaning

Block By Block will provide the following Environmental Maintenance Services in the Service Area.

The Clean Team will serve primarily as a custodial service with a secondary role as a public information resource to district visitors, workers, shoppers and residents. Unless otherwise specified, areas of responsibility for the staff include all pedestrian public rights of way, the sidewalks from the building line to the curb and alleys adjoining benefiting properties of the District Area from the building line to the opposing building line. Activities of the Ambassador staff may include:

- **Manual Removal of Litter And Debris** - Removal of litter, trash, and debris, and extending a distance of 18 inches beyond the curb into the street or alley, by mechanical or manual means, including: all types of paper, cigarette packages and butts, leaves, gravel or rocks, cans, cardboard, boxes, plastic refuse, bottles, broken glass, beverage spills, urine, feces, vomit, and any dead animals.

- **Weed Control** - Killing and removal of weeds and grass. Contractor shall spray weeds as needed with appropriate chemicals.

- **Handbill Removal** - Removal of handbills, stickers, posters and similar items from utility poles, mail boxes, courier boxes, newspaper or magazine boxes and kiosks, public telephones, parking meters and other fixtures.

- **Graffiti Removal** - Remove or cover graffiti from the first floor of buildings facing or visible from public rights of way, and from utility poles, mail boxes, courier boxes, newspaper or magazine boxes and kiosks, public telephones, parking meters and other fixtures, within 24 hours after the graffiti appears (subject to any delay necessary to obtain consent of the owner of any private property), using the least intrusive means available and approved by the property owner. Contractor will not perform graffiti removal on private property until the consent of the owner has been obtained. The District will aid Contractor in securing any necessary consent from the owner of any private property affected.

- **Power Washing** – utilizing a high pressure, hot water power washing unit specified district sidewalks will be power washed on a frequency as determined by DAP and Block by Block. In addition to scheduled power washing Block by Block will make attempts to remove isolated stains and grease spots from sidewalks.

- **Special Projects** - Carry out a wide variety of special projects mutually agreed upon and deemed to be reasonable by both DAP and Block by Block. Such special projects may include:
  - Painting (fixtures, benches, light posts, parking lots, etc.)
  - Landscaping (planting, watering, mulching, etc.)
  - Setting up/break down of special event venues
  - Minor repair of fixtures not requiring technical expertise
Scope of Services - Safety

Block By Block will provide the following Safety related services within the boundaries of the service district.

- **Walking Patrols** - Ambassadors will be deployed to their assigned zones to patrol the area as a deterrent for unwanted activity, we well as to interact with businesses, residents and visitors. Ambassadors on walking patrol will be responsible for making Public Relations (PR) checks at various businesses each day to make a personal contact and to gather and share safety related information.

- **Bicycle/Scooter Patrols** - Based on the deployment plan some Ambassadors will be assigned to patrol their area on bicycle or scooter. Bicycle patrols will allow Ambassadors to be cover more ground and provide extra visibility, without losing the ability to interact with the public or be disconnected from the environment. Ambassadors will use bicycles to patrol sidewalks, alleys and the many surface parking lots of the service district to deter unwanted activity and offer assistance.

- **Public Relations Checks** - Ambassadors stop in to visit businesses during their shift as part of their patrols. The duration of each public relations check should be no more than five minutes per business, which should be spent speaking with the manager or staff of the business to gather and share security related information and concerns.

- **Addressing Quality of Life Behaviors** – Ambassadors will be responsible for interacting with persons demonstrating anti-social behaviors of public concern, to advise them of available services and make connections to those service providers and/or advising them of local ordinances and requesting compliance. All Ambassadors are trained in situational protocol to appropriately handle situations in a firm, yet courteous, manner.

- **After Hours Escorts** - This service would allow district workers to request this service by calling the on-duty Team Leader on the publicized cellular phone number to have an Ambassador meet them at their place of business or residence and walk them to their destination.

- **Information Sharing** – Working with the local Police Department and private security companies, the Ambassadors will share information to educate stakeholders on safety/security related issues.

- **Reporting** - Ambassadors will be responsible for completing reports through their SMARY System via mobile device and submitting them to DAP as specified. These statistics are available to the customer upon request.

- **Hospitality Services** – Ambassadors perform a multitude of tasks during their patrols to respond to the needs of the district. These patrols provide opportunity to interact with people in order to be friendly, helpful and accessible good-will representatives of the service district to share information and improve the downtown experience.
AMENDED AND RESTATED CODE OF REGULATIONS
OF
DOWNTOWN AKRON PARTNERSHIP, INC.

REVISED 2019
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AMENDED AND RESTATED CODE OF REGULATIONS
OF
DOWNTOWN AKRON PARTNERSHIP, INC.

ARTICLE I.
OFFICES

Section I.1 Business Offices. The principal office of the corporation shall be located in Akron, Ohio. The corporation may have such other offices, either within or outside Akron, as the board of Directors may designate or as the affairs of the corporation may require from time to time.

ARTICLE II.
MEMBERS

Section II.1 Classification, Qualification and Election of Members. The corporation shall have one class of voting members. Membership shall be open to the general public. Any individual, partnership, firm or corporation desiring to promote the common purpose and goals of the corporation and its members may apply for membership in the corporation. New members may be elected to membership at any time by the board of Directors or in such manner as the board of Directors may determine. Members shall be elected without regard to race, creed, religion, sex or national origin.

Section II.2 Dues. The board of Directors may establish such membership initiation fees, periodic dues, and other assessments, and such rules and procedures for the manner and method of payment, the collection of delinquent dues and assessments, and the proration or refund of dues and assessments in appropriate cases as the board of Directors shall deem necessary or appropriate.

Section II.3 Transfer of Membership. Membership in the corporation is nontransferable; however, membership of any corporation or other entity shall continue without regard to changes in the leadership or other personnel of that member. Members shall have no ownership rights or beneficial interests of any kind in the assets of the corporation.

Section II.4 Annual Meeting of Members. An annual meeting of the members shall be held annually at the date, time and place, either within or outside Ohio, determined by the board of Directors, for the election of Directors, and the transaction of such business as may come before the meeting.

Section II.5 Special Meetings. Special meetings of the members for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President or the board of Directors, and shall be called by the President at the request of members having at least 10 percent of the votes entitled to be cast at such meetings.
Section II.6 Place of Meeting. Each meeting of the members shall be held at such place, either within or outside Ohio, as may be designated in the notice of meeting, or, if no place is designated in the notice, at the principal office of the corporation in Ohio.

Section II.7 Notice of Meeting. Except as otherwise prescribed by statute, written notice of each meeting of the members stating the place, day and hour of the meeting, and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than five nor more than thirty days before the date of the meeting, either personally or by regular U.S. mail, by or at the direction of the President, or the Secretary, to each member entitled to attend such meeting. If mailed, such notice shall be deemed delivered when deposited in the United States mail, addressed to each member at such member's address as it appears in the records of the corporation, with postage thereon prepaid. Any member may waive notice of any meeting before, at or after such meeting. The attendance in person or by proxy of a member at a meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section II.8 Proxies. At each meeting of the members, a member entitled to vote thereat may vote by proxy executed in writing by the member or by such member's duly authorized attorney in fact. Such proxy shall be filed with the Secretary of the corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

Section II.9 Quorum. Except as otherwise required by the laws of Ohio or the articles of incorporation, one-tenth of the members entitled to vote shall constitute a quorum at each meeting of the members, and the affirmative vote of a majority of the members represented at a meeting at which a quorum is present and entitled to vote on the subject matter shall be the act of the members. If less than a quorum of the members are represented at a meeting, a majority of the members so represented may adjourn the meeting from time to time for a period not to exceed sixty days at any one adjournment without further notice other than an announcement at the meeting. At such adjourned meeting, at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified.

Section II.10 Voting.

(a) Each voting member is entitled to one vote on each matter submitted to a vote of the members entitled to vote thereon.

(b) Members may vote by mail, but only in connection with the election of Directors, for or against a proposed amendment to the articles of incorporation and for or against a proposed plan of merger, consolidation or liquidation. However, any action by mail vote shall require at least a majority of the votes which members are entitled to cast in such election.

Section II.11 Action Without a Meeting. Any action required or permitted to be taken at a meeting of the members or any committee thereof may be taken without a meeting if a consent in
writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof. Such consent (which may be signed in counterparts) shall have the same force and effect as a unanimous vote of the members entitled to vote thereon.

Section II.12. Special Business Members. Special business members shall have all the rights of members under Article II. The specific terms of membership for special business members are to be determined and agreed upon by each individual special business member and the executive committee of the corporation.

ARTICLE III.
BOARD OF Directors

Section III.1 Composition of Board of Directors; Term. The business and affairs of the corporation shall be managed by its board of Directors. The members of the corporation shall elect not more than forty-five (45) Directors from persons nominated in accordance with Section 5.2, and representing, to the extent possible, persons or entities with an interest in Downtown Akron. All of the Directors shall be full voting members of the board of Directors. Except as provided in Section III.2, each Director shall serve a three (3) year term or until the Director’s earlier death, resignation or removal. No person shall serve more than three (3) consecutive three year terms except after an absence of service for one year. If a person is nominated and elected as an officer of the corporation at a time when such person would have completed three (3) successive three year terms, such person’s term may be extended in order to permit such person to serve in the office to which elected. Notwithstanding the foregoing and in order to prevent current Directors from terming out under the three (3) term limitation all in the same year, each Director currently serving a remaining term of less than three (3) years as of the effective date of this Amended Code of Regulations shall be considered as having been elected to a first three (3) year term commencing as of their next re-election to a three (3) year term.

Section III.2 Classification and Election of Directors. At the first annual meeting of the membership, classification of the Directors shall be made by dividing them into three classes, each class to be as nearly equal in number as possible. The term of office of the Directors of the first class shall expire at the first annual meeting of the board of Directors held after such classification; the term of office of the Directors of the second class shall expire at the second annual meeting thereafter; and the term of office of the Directors of the third class shall expire at the third annual meeting thereafter. At each annual meeting of the membership after such classification, the number of Directors equal to the number of the class whose term expires at the time of such meeting shall be elected by the membership to hold office until the third succeeding annual meeting. Directors shall be removable by a vote of two-thirds of the Directors in office.

Section III.3 Vacancies. Any Director may resign at any time by giving written notice to the Chairman, to the President, or to the Secretary of the corporation. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any vacancy occurring in the board of Directors shall be filled in the manner by which the predecessor was elected, appointed or otherwise designated.
Section III.4 Regular Meetings. A regular annual meeting of the board of Directors shall be held during the month of February at the time and place, either within or outside Ohio, determined by the board, for the election of the corporation's officers, and the transaction of such business as may come before the meeting. The board of Directors may provide by resolution the time and place, either within or outside Ohio, for the holding of additional regular meetings.

Section III.5 Special Meetings. Special meetings of the board of Directors may be called by or at the request of the Chairman, the President or any five Directors. The person or persons authorized to call special meetings of the board of Directors may fix any place as the place, either within or outside Ohio, for holding any special meeting of the board called by them.

Section III.6 Notice. Notice of each meeting of the board of Directors stating the place, day and hour of the meeting shall be given to each Director at the Director's business address, or other address designated by such Director in writing, at least five days prior thereto by the mailing of written notice by first class, certified, or registered mail, or at least two days prior thereto by personal delivery of written notice or by telephonic, telegraphic, telex or facsimile notice (and the method of notice need not be the same as to each Director). If mailed, such notice shall be deemed to be given when deposited in the United States mail, with postage thereon prepaid. If transmitted by telex or facsimile, such notice shall be deemed to be given when the transmission is completed. Any Director may waive notice of any meeting before, at or after such meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any meeting of the board of Directors need be specified in the notice or waiver of notice of such meeting unless otherwise required by statute.

Section III.7 Presumption of Assent. A Director of the corporation who is present at a meeting of the board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless such Director's dissent shall be entered in the minutes of the meeting or unless the Director shall file a written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward such dissent by certified mail to the Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

Section III.8 Quorum and Voting. A majority of the Directors shall constitute a quorum for the transaction of business at any meeting of the board of Directors, and the vote of a majority of the Directors present in person at a meeting at which a quorum is present shall be the act of the board of Directors. If less than a quorum is present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice other than an announcement at the meeting, until a quorum shall be present. No Director may vote or act by proxy at any meeting of Directors.

Section III.9 Compensation. Directors shall not receive compensation for their services as such, although the reasonable expenses of Directors of attendance at board meetings may be paid or reimbursed by the corporation. Directors shall not be disqualified to receive reasonable
compensation for services rendered to or for the benefit of the corporation in any other capacity.

Section III.10 Meetings by Telephone. Members of the board of Directors or any committee thereof may participate in a meeting of the board or committee by means of conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting.

Section III.11 Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Directors or any committee thereof may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors or committee members entitled to vote with respect to the subject matter thereof. Such consent (which may be signed in counterparts) shall have the same force and effect as a unanimous vote of the Directors or committee members.

Section III.12 Ex-Officio Directors. In addition to the persons elected or appointed to the board of Directors pursuant to Section 3.1, each member of the board of Directors of Downtown Akron Special Improvement District, Inc., shall serve as an ex-officio Director of the corporation. The ex-officio Directors shall be given notice of and may attend all regular and special meetings of the board of Directors of the corporation, but shall have no vote at any such meeting. Ex-officio Directors shall not be counted in determining whether a quorum exists at any meeting of the board of Directors.

ARTICLE IIIA

EMERITUS Directors

SECTION IIIA.1 Eligibility. Any person who by reason of distinguished service to the corporation as an officer, Director, member or committee member shall be eligible for nomination and election as an Emeritus Director.

SECTION IIIA.2 Number of Emeritus Directors. Any number of persons may be elected as Emeritus Directors, all of whom shall serve until resignation or until removed. Reasons for removal shall be the same as those applied to elected Directors (Article III, Section III.2).

SECTION IIIA.3 Voting and Quorum. Emeritus Directors shall have all the privileges of Directors, except that Emeritus Directors shall not be counted for purposes of determining a quorum and shall have no right to vote on any matter coming before the board of Directors.

ARTICLE IV.

OFFICERS AND AGENTS

Section IV.1 Number and Qualifications. The elected officers of the corporation shall be a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. The board of Directors may also appoint or provide for the appointment of such other officers, assistant officers and agents, including one or
more Vice-Presidents, a controller, assistant secretaries and assistant Treasurers, as it may consider necessary. One person may hold more than one office at a time, except that no person may simultaneously hold the offices of President and Secretary.

Section IV.2 Election and Term of Office. The elected officers of the corporation shall be elected by the board of Directors at each regular annual meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon as convenient thereafter. Each officer shall hold office until the officer’s successor shall have been duly elected and shall have qualified, or until the officer’s earlier death, resignation or removal.

Section IV.3 Compensation. Except for the President, the officers of the corporation shall not receive compensation for their services as such, but may be reimbursed for the reasonable expenses incurred by them in connection with the performance of their office. The officers shall not be disqualified to receive reasonable compensation for services rendered to or for the benefit of the corporation in any other capacity. The compensation of the President, if any, shall be as fixed from time to time by the board of Directors, and he or she shall not be prevented from receiving a salary by reason of the fact that he or she is also a Director of the corporation.

Section IV.4 Removal. Any officer or agent may be removed by the board of Directors whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not in itself create contract rights.

Section IV.5 Vacancies. Any officer may resign at any time, subject to any rights or obligations under any existing contracts between the officer and the corporation, by giving written notice to the Chairman, the President or to the board of Directors. An officer’s resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A vacancy in any office, however occurring, may be filled by the board of Directors for the unexpired portion of the term.

Section IV.6 Authority and Duties of Officers. The officers of the corporation shall have the authority and shall exercise the powers and perform the duties specified below and as may be additionally specified by the Chairman, the President, the board of Directors or this code of regulations, except that in any event each officer shall exercise such powers and perform such duties as may be required by law.

(a) Chairman. The Chairman shall (i) preside at all meetings of the board of Directors, and at all meetings of the Executive Committee; (ii) create ad hoc committees of the board of Directors, in addition to the committees established under Article V, as the Chairman deems appropriate from time to time, and appoint the members and chairman of each such committee, (iii) act as a representative of the corporation in community affairs and promote the corporation’s purposes in the community, (iv) see that all orders and resolutions of the board of Directors are carried into effect; and (v) perform all other duties incident to the office of Chairman and as from time to time may be assigned to the Chairman by the board of Directors.

(b) President. The President shall, subject to the direction and supervision of the
Chairman and the board of Directors, (i) be the chief executive officer of the corporation and have general and active control of its affairs and business and general supervision of its officers, agents and employees; (ii) see that all orders and resolutions of the board of Directors are carried into effect; (iii) attend all meetings of the board of Directors and Executive Committee (save when the Chairman elects to meet in executive session without the President), and (iv) perform all other duties incident to the office of President and as from time to time may be assigned to the President by the Chairman or the board of Directors.

(c) Vice Chairman. The Vice Chairman shall preside at Executive Committee meetings in the absence of the Chairman, and shall assist the Chairman as necessary or in the absence of the Chairman.

(d) Secretary. The Secretary shall (i) keep the minutes of the proceedings of the board of Directors and any committees of the board; (ii) see that all notices are duly given in accordance with the provisions of this code of regulations or as required by law; (iii) be custodian of the corporate records and of the seal of the corporation; and (iv) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the President or the board of Directors. Assistant secretaries, if any, shall have the same duties and powers, subject to supervision by the Secretary.

(e) Treasurer. The Treasurer shall oversee the care and custody of the corporation funds, the methods and systems of accounting, maintenance of the books and records of account, and the preparation of tax returns and related documents, and perform all other duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Chairman or the board of Directors. The Treasurer shall, upon request of the board, prescribe and maintain a system of internal audit, present to the Chairman and the board of Directors statements of account showing the financial position of the corporation and the results of its operations, and make such reports to it as may be required at any time. Assistant Treasurers, if any, shall have the same powers and duties, subject to supervision by the Treasurer.

(f) Vice-Presidents. The Vice-President or Vice-Presidents, if any, shall assist the President and shall perform such duties as may be assigned to them by the President. The Vice-President (or if there is more than one, then the Vice-President designated by the board of Directors, or if there be no such designation, then the Vice-Presidents in order of their election) shall, at the request of the President, or in the President's absence or inability or refusal to act, perform the duties of the President and when so acting shall have all the powers of and be subject to all the restrictions on the President.

Section IV.7 Surety Bonds. The board of Directors may require any officer or agent of the corporation to execute to the corporation a bond in such sums and with such sureties as shall be satisfactory to the board, conditioned upon the faithful performance of such person's duties and for the restoration to the corporation of all books, papers, vouchers, money and other property of whatever kind in such person's possession or under such person's control belonging to the corporation.
ARTICLE V.
COMMITTEES

Section V.1 Executive Committee.

(a) The Chairman shall, within thirty (30) days following the annual meeting of the members of the corporation, appoint an executive committee which shall consist of the following persons: (i) the Chairman; (ii) the Vice Chairman; (iii) the Secretary; (iv) the Treasurer; (v) the chairman of each committee created by the board of Directors under Section 5.3 or by the Chairman under Section 4.6(a)(ii), and (vi) such additional persons appointed by the Chairman as shall make the total number of persons appointed under this subsection 5.1(a) equal to fifteen. The President shall serve as an ex-officio non-voting member of the Executive Committee. All members of the executive committee, other than ex-officio non-voting members, must be Directors.

(b) The executive committee shall advise and aid administration of the corporation in all matters affecting the business and interests of the corporation, and when the board of Directors is not in session, the executive committee shall have and may exercise all the powers of the board of Directors, except as specifically reserved by resolution of the board of Directors.

(c) Meetings of the executive committee may be held without written call or notice at such times and places as the executive committee may from time to time fix. At any meeting of the executive committee, a majority of the members thereof shall constitute a quorum.

(d) Any action of the executive committee, to be effective, must be authorized by an affirmative vote of a majority of the committee members present. Minutes shall be kept of the executive committee meetings and they shall be presented to the board of Directors from time to time for its information. The board of Directors shall have the authority to rescind or disaffirm any action taken by the executive committee; provided, however, that any action taken pursuant to prior authorization by the board of Directors shall not thereby be rendered invalid.

Section V.2 Nominating Committee. The Chairman shall, not later than thirty 30 days prior to the annual meeting of the corporation, appoint a nominating committee comprised of members of the board of Directors. Such nominating committee shall recommend and nominate persons for election to fill vacancies resulting from expiring terms on the board of the Directors. The names of the persons so nominated by the nominating committee shall be submitted to the members at the annual meeting of the members of the corporation or at a special meeting of the members of the corporation to be held within thirty (30) days following the regular annual meeting of the corporation. No nominations may be made at the meeting other than those submitted by the nominating committee.

Section V.3 Other Committees. The board of Directors may also determine the need for and appoint such other committees on an ad hoc basis as they may deem proper. The Chairman shall appoint the members and chairman of each such committee.

ARTICLE VI.
INDEMNIFICATION

Section VI.1 Authorized Indemnification. The corporation shall indemnify each person who is or was a Director, officer, or employee of the corporation, or of any other corporation which he served as such at the request of the corporation, against any and all liability and expense and from any claim, action, suit, or proceeding, civil or criminal, or in connection with an appeal relating thereto, in which he may become involved, as a party or otherwise, by reason of his being or having been a Director, officer or employee of the corporation or of such other corporation, or by reason of any past or future action taken or not taken in his capacity as such Director, or officer, or employee, whether or not he continues to be such at the time such liability or expense is incurred, provided such person acted in good faith, in or not opposed to what he reasonably believed to be the best interests of the corporation or such other corporation, as the case may be; and in addition, in any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful, or in any action or suit brought by or in the right of the corporation, has not been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation. As used in this Section, the terms "liability" and "expense" shall include, but shall not be limited to, attorney's fees and disbursements and amounts of judgments, fines, or penalties against, and amounts actually and reasonably paid in settlement by such Director, officer, or employee, other than amounts paid to the corporation itself or to such other corporation served at the corporation's request. The termination of any claim, action, suit, or proceeding, civil or criminal, by judgment, settlement (whether with or without court approval), or conviction or upon a plea of guilty or of nolo contendere, or its equivalent, shall not create a presumption that a Director, officer, or employee, did not meet the standards of conduct set forth in the first sentence of this Article. Any such Director, officer or employee referred to in this Article who has been successful, on the merits or otherwise, with respect to any claim, action, suit, or proceeding of the character described herein shall be entitled to indemnification as of right to the extent successful.

Section VI.2 Advancement of Expenses. Expense incurred with respect to any such claim, action, suit, or proceeding shall be advanced by the corporation prior to the final disposition thereof upon receipt of an undertaking by or on behalf of the recipient to repay such amount if it shall ultimately be determined that he is not entitled to indemnification under this Article.

Section VI.3 Savings Clause; Limitation. If this Article VI or any Section or provision hereof shall be invalidated by any court or on any ground, then the corporation shall nevertheless indemnify each party otherwise entitled to indemnification hereunder to the fullest extent permitted by law or any applicable provision of this Article that shall not have been invalidated. Notwithstanding any other provision of this code of regulations, the corporation shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with the qualification of the corporation as an organization described in Section 501(c)(3) of the Internal Revenue Code, or that would result in the imposition of any liability under section 4941 of the Internal Revenue Code.

ARTICLE VII.
MISCELLANEOUS
Section VII.1 Account Books, Minutes, Etc. The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its board of Directors and committees. All books and records of the corporation may be inspected by any Director, or that Director's authorized agent or attorney, for any proper purpose at any reasonable time.

Section VII.2 Fiscal Year. The fiscal year of the corporation shall be as established by the board of Directors.

Section VII.3 Conveyances and Encumbrances. Property of the corporation may be assigned, conveyed or encumbered by such officers of the corporation as may be authorized to do so by the board of Directors, and such authorized persons shall have power to execute and deliver any and all instruments of assignment, conveyance and encumbrance; however, the sale, exchange, lease or other disposition of all or substantially all of the property and assets of the corporation shall be authorized only in the manner prescribed by applicable statute.

Section VII.4 Designated Contributions. The corporation may accept any designated contribution, grant, bequest or devise consistent with its general tax-exempt purposes, as set forth in the Articles of Incorporation. As so limited, donor-designated contributions will be accepted for special funds, purposes, or uses, and such designations generally will be honored. However, the corporation shall reserve all right, title and interest in and to and control of such contributions, as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any such special fund, purpose, or use. Further, the corporation shall acquire and retain sufficient control over all donated funds (including designated contributions) to assure that such funds will be used to carry out the corporation's tax-exempt purposes.

Section VII.5 Conflicts of Interest. If any person who is a Director or officer of the corporation is aware that the corporation is about to enter into any business transaction directly or indirectly with such person, any member of that person’s family, or any entity in which that person has any legal, equitable or fiduciary interest or position, including without limitation as a Director, officer, shareholder, partner, beneficiary or Director, such person shall (a) immediately inform those charged with approving the transaction on behalf of the corporation of such person’s interest or position, (b) aid the persons charged with making the decision by disclosing any material facts within such person's knowledge that bear on the advisability of such transaction from the standpoint of the corporation, and (c) not be entitled to vote on the decision to enter into such transaction.

Section VII.6 Loans to Directors and Officers Prohibited. No loans shall be made by the corporation to any of its Directors or officers. Any Director or officer who assents to or participates in the making of any such loan shall be liable to the corporation for the amount of such loan until it is repaid.

Section VII.7 Amendments. The power to alter, amend or repeal this code of regulations and adopt a new code of regulations shall be vested in the board of Directors.

Section VII.8 Severability. The invalidity of any provision of this code of regulations shall not affect the other provisions hereof, and in such event this code of regulations shall be construed
all respects as if such invalid provision were omitted.
ITEM 1: CALL TO ORDER

Attendees: Mark Derrig, Chuck Rector, Vincent Rubino, Robert DeJournett, Dawn Distler, Jarrod Hampshire, DeHavilland McCall, Jamie Saylor, Bambi Miller, Angela Neeley, Molly Becker, and METRO team members.

Mr. Mark Derrig called the meeting to order at 8:30 a.m.

ITEM 2: APPROVAL OF MINUTES FROM OCTOBER MEETING

Motion to approve minutes by Mr. Chuck Rector. Second by Mr. Vincent Rubino.

ITEM 3: SUB-COMMITTEE REPORTS

Construction Report | Jarrod Hampshire
• On budget for the North Barn and Independence Transit Center projects. There’s a slight delay at the Transit Center due to a material delay that turned to a labor delay. Looking at Friday, December 11 as the completion date; however, the team will be able to access the building next week to prepare for the start of service.

Maintenance Report | Jarrod Hampshire
• Reviewed KPIs

Operations Report | Jamie Saylor
• Reviewed KPIs
• The third group of SSO operators are currently training for their CDL

Customer Care Report | Bambi Miller
• Reviewed KPIs

ITEM 4: RESOLUTIONS FOR CONSIDERATION

Resolution 2020-23: A resolution authorizing the Chief Executive Officer/Secretary-Treasurer to award a one (1) year contract for the purchase of Ultra Low Sulfur Diesel Fuel and Gasoline for 2021. (Page 4)
Resolution 2020-24: A resolution authorizing the award of a one (1) year contract for the purchase of oils and other fluids specified for use in METRO vehicles. (Page 5)

Resolution 2020-25: A resolution authorizing the award of a contract for the purchase of two (2) fully electric-powered 40 ft. buses from Gillig, LLC. (Page 6)

ITEM 5: OTHER BUSINESS

ITEM 6: CALL FOR ADJOURNMENT

Adjourned at 8:50 a.m.