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MEETING: GOVERNANCE COMMITTEE

DATE: FRIDAY, APRIL 10, 2020

TIME: 9:00 AM

LOCATION: VIA TELECONFERENCE

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### MEETING MINUTES

#### 1. CALL TO ORDER

Chair Bartley called the Governance Committee meeting to order at 9:02 AM

#### 2. ROLL CALL

##### **Board Members Present**

Trudy Bartley, Chair  
Craig Treneff, Vice Chair  
Marlon Moore  
Michael Stevens

#### 3. APPROVAL OF GOVERNANCE COMMITTEE MINUTES

Vice Chair Treneff motioned to approve the February 19, 2020 and March 20, 2020 Governance Committee Minutes. Trustee Moore seconded the motion. Motion carries.

#### 4. NEW BUSINESS

##### **2020 Annual Meeting**

Chair Bartley stated that due to the ever-changing situation surrounding the COVID-19 pandemic, she proposes that the Board of Trustees postpones the Annual Meeting of the Board of Trustees. It is important to try and maintain consistency during this time frame. Chair Bartley proposes that when the Governor ends the state of emergency, then we will then convene for the Annual Meeting.

After discussion, the Governance Committee is in agreement to postpone the 2020 Annual Meeting until a later date.

##### **Financial Update – Angel Mumma**

Angel Mumma, Chief Financial Officer, presented to the Governance Committee on COTA's financial in relation to the COVID-19 pandemic. Angel reviewed the ridership numbers from March 1, its impact on service delivery, and the preliminary financial impact.



**5. STRATEGIC AND OPERATIONAL PLANNING COMMITTEE REPORT - CRAIG TRENEFF, CHAIR**

The Strategic and Operational Planning Committee met on Wednesday, April 1. The agenda for the committee was kept short. Kim Sharp, Senior Director of Development, presented the Short Range/Long Range Transit Plans. The short range will need to be updated in light of what has taken place in the nation around COVID-19. MORPC will adopt their MTP at their May board meeting. COTA will update our internal timeline on the Short Range/Long Range Transit Plans and will adjust accordingly. Kim presented the components of each plan. For more information, please see the presentation in Strategic and Operational Planning Committee meeting in BoardPaq.

**6. EXTERNAL/STAKEHOLDER RELATIONS COMMITTEE REPORT - MARLON MOORE, CHAIR**

The External/Stakeholder Relations Committee plans to meet on Monday, April 13 at 9:00 AM.

**7. PERFORMANCE MONITORING/AUDIT COMMITTEE REPORT - MICHAEL STEVENS, CHAIR**

The Performance Monitoring/Audit Committee plans to meet on Wednesday, April 15 at 2:00 PM.

**8. OTHER BUSINESS**

No other business before the Governance Committee.

**9. EXECUTIVE SESSION FOR THE PURPOSE TO CONSIDER THE APPOINTMENT, EMPLOYMENT, DISMISSAL, DISCIPLINE, PROMOTION, DEMOTION OR COMPENSATION OF A PUBLIC EMPLOYEE OR OFFICIAL**

Trustee Stevens motioned to enter into executive session pursuant to Ohio Revised Code Section 121.22(G)(1) to consider the appointment, employment, dismissal, discipline, promotion, demotion or compensation of a public employee or official. Vice Chair Treneff seconded the motion. The motion was approved by Chair Bartley, Vice Chair Treneff, and Trustees Moore Stevens via a roll call vote.

The Governance Committee entered Executive Session at 9:26 AM

The Governance Committee exited Executive Session at 10:34 AM

**10. ADJOURNMENT**

Chair Bartley motioned to adjourn the Governance Committee. Trustee Stevens seconded the motion. The Governance Committee adjourned at 10:36 AM



Adopted: June 17, 2020

Signed:  (June 15, 2020 14:39 EDT)

Chair, Board of Trustees

Attest: 

President/CEO

