

Nashville Metropolitan Transit Authority

Board of Directors Meeting

January 23, 2025

- I. **Call to Order:** The regular meeting of the Nashville Metropolitan Transit Authority (Nashville MTA) Board of Directors was held at the Tennessee Bankers Association located at 211 Athens Way, Nashville, TN 37228, on Thursday, January 23, 2025.

II. **Roll Call of Persons Present:**

Gail Carr Williams, Chair	Debbie Frank, Deputy CEO of Growth & Dev
Jessica Dauphin, Member	Amanda Vandegrift, Deputy CEO of Finance & Admin
Aron Thompson, Member	Andy Burke, Chief Operating Officer
Kathryn Sasser, Member	Vince Malone, Chief of Staff & Administration
Margaret Behm, Board Secretary	Nick Oldham, Chief Safety & Security Officer
Stephen Bland CEO	Nick Pecenka, Director of Operations
Monica Howse, Sr. Exec. Asst. & Bd. Liaison	

A quorum was established, and Board Chair Carr Williams called the meeting to order at 2:30 p.m.

- III. **Approval of Minutes:** Ms. Jessica Dauphin made a motion to approve the December 19 Nashville MTA Board minutes. Mr. Thompson seconded the motion, and the Board unanimously approved the minutes.

- IV. **Public Comments:** Chair Carr Williams opened the floor for public comments. The public was reminded that comments were limited to two minutes. The following members of the public gave public remarks:

- Chanelle Matthews
- Peter O'Connor
- John Bull

- V. **Informational Items:** The following items were presented for the board members' review:

- **Monthly Financial Report Compared to Budget** – Mr. Thompson asked about any trends to consider as we approach the next fiscal year. Ms. Vandegrift responded that she would return in the coming months to discuss the operating revenue impacts from various programs, such as community impact partnerships, passenger fare revenue, and operating revenue, which were influenced by policy decisions made by the board. Additional discussions on these topics will take place later in the NICE Committee meeting.
- **Annual Risk Assessment** – No questions or discussion
- **Annual Conflict of Interest** – No questions or discussion
- **Monthly Operating Statistics** – Ms. Dauphin asked Mr. Burke for more details on the Operating Statistics report, specifically regarding the award of a two million dollars USDOT Smart Grant. Mr. Burke explained that the funds will be used to enhance technology efforts focused on managing corridor congestion and headway management, specifically in the Murfreesboro Pike corridor.
- **Upcoming Procurement Projects List** – Ms. Dauphin expressed her satisfaction with the release of RFPs, particularly for the CHYM Transportation Improvement program.

VI. Consent Agenda Items:

- a. **Approval for Retrofitting Driver Protective Barriers (M-A 25-001):** The Federal Transit Administration (FTA) issued General Directive 24-1 in September 2024, requiring transit agencies to assess and mitigate the safety risks of assaults on transit workers. In response, WeGo's Safety and Security Departments propose retrofitting 93 buses with Arrow Max driver protective barriers to enhance operator safety.

To comply with FTA requirements, staff request approval to proceed with the retrofits, which will be funded through the FY 2024 Capital Plan. The total project cost is \$726,379, covering barrier purchases and installation. Upon board approval, the Procurement Department will amend the Gillig contract for the barriers and award the installation contract to Coach Crafters for \$102,300.

Staff recommended that the Board authorize the Chief Executive Officer to purchase barrier retrofits for 93 buses at a not-to-exceed price of \$726,379. This project was part of the FY 2024 Capital Plan and will utilize Federal 5307 formula funding with a 10% State and 10% local match.

Ms. Dauphin motioned to approve the Consent Agenda action item; Ms. Kathryn Hays Sasser seconded the motion, and the Board unanimously approved it.

VII. Operations & Finance Committee Report: Committee Chair Jessica Dauphin presented the following items for discussion and action:

- a. **Operations 2024 Special Events Review (OF-D-25-001):** Director of Operations Nick Pecenka provided the following overview:

In 2024, WeGo Public Transit successfully organized and participated in various special events to enhance community engagement, promote sustainable transportation, and increase awareness of fixed-route services. Key initiatives included:

New Year's Eve Service – Ridership increased by 36%, with 7,000 passengers using transit after 6 p.m. and 2,200 after midnight (a 58% increase). The service operated with zero accidents.

Tennessee Titans Partnership – An estimated 6,000 fans utilized free transit to home games, with WeGo buses receiving priority access near Nissan Stadium for the first time.

Choose How You Move Campaign – WeGo supported the mayor's initiative by providing bus services and staff at 35 events to educate the public on transportation options.

Building on 2024's success, WeGo aims to enhance community event services in 2025. Director of Operations Nick Pecenka will provide an overview of these initiatives and future plans.

Ms. Dauphin thanked Mr. Pecenka for an excellent report. She loved seeing the increase in ridership for those special events. She said she looked forward to seeing more info in 2025

Chair Carr Williams said she thought the system worked well.

Mr. Thompson inquired whether ridership from outside counties is being tracked. Mr. Pecenka pointed out that the 1,200 figure includes 6,000, and the 10% figure represents system-wide ridership.

- b. **MTA Code of Conduct Revisions (M-A-25-004)**: Chief of Staff & Administration Vince Malone presented the following item for action:

WeGo Public Transit has updated its Code of Conduct, originally established in 2008, to reflect branding changes and broaden its scope as the transit system grows. While the substance remains unchanged, key updates include:

Renaming from "MTA Code of Conduct" to "WeGo Code of Conduct" to align with WeGo branding.

Terminology updates: References to "MTA" are replaced with "WeGo" and "Music City Central" with "MTA Property."

Clarifications and additions, such as requiring a valid fare to be on MTA property, prohibiting private services without consent, banning e-scooters/e-bicycles on MTA property, and reinforcing the requirement for individuals to cooperate with WeGo personnel and law enforcement, were also made. The WeGo staff recommended that the Board approve the revisions to the Code of Conduct.

The WeGo staff recommended the Board to approve the revisions to the Code of Conduct.

A general discussion took place, during which edits were made to the document.

The Operations & Finance Committee made a motion to approve the MTA Code of Conduct Revisions action item, incorporating the edits made during the meeting. Ms. Hays Sasser seconded the motion, and the Board unanimously approved the minutes.

Chair Carr Williams requested that a solid communication plan be established once the document is finalized.

- c. **WeGo Facility Use Agreement for MTA Properties (M-A-25-005)**: Chief of Staff & Administration Vince Malone presented the following item for action:

WeGo Public Transit is requesting Board approval to lease space within and around MTA transit facilities for commercial and non-commercial events that do not interfere with transit operations or violate the Code of Conduct. These events help foster community engagement, enhance security perceptions, and improve public perception of transit spaces.

To manage this process, WeGo has collaborated with MTA's General Counsel and insurance consultants to establish proper risk assessments and coverage. A facility use agreement will outline terms, expectations, and liability protections for MTA.

Similar to RTA's existing leasing model, event fees will range from \$500 to \$2,000 per event based on duration and staffing needs. Utilizing transit spaces for non-transit purposes is expected to positively contribute to community-building and the overall image of MTA properties.

The WeGo staff recommended that the MTA Board give the Chief Executive Officer the authority to enter into subsequent facility use agreements with outside parties for the use of MTA transit facilities that involve activities and events on MTA properties for non-transit-related purposes that don't conflict with transit business operations.

The Operations & Finance Committee made a motion to approve the MTA Code of Conduct Revisions action item. Ms. Hays Sasser seconded the motion, and the Board unanimously approved the minutes.

VIII. New Initiative & Community Engagement Committee Report: Committee Chair Aron Thompson presented the following item for discussion:

- a. **FY2025-2026 MTA Budget Proposal to Metro Finance (NICE-D-25-001):** Deputy CEO of Finance & Administration Amanda Vandegrift, along with CEO Steve Bland and Deputy CEO of Growth & Development Debbie Frank, presented key financial trends and initiatives for the FY2026 budget season. The goal was to equip the Board with relevant insights for the upcoming Metro Nashville budget submission and to identify strategic priorities for developing the FY2025-26 operating budget, which will be adopted in June.

Ms. Hays Sasser said that she appreciated the clarity and thoroughness of the report.

Ms. Dauphin asked whether the investment appropriations request would total \$88,665,900 plus \$93,300,000 as the new operating budget request. Ms. Vandegrift clarified that \$46,200,000 would be added to the existing FY2024-25 budget of \$77,365,900, and \$47,100,000 would be added to the FY2025-26 baseline request of \$88,665,900. Ms. Dauphin also commended the team for an excellent report.

Chair Carr Williams congratulated Ms. Vandegrift and the staff on an excellent report. She acknowledged the importance of having these funds and expressed gratitude to the team for being responsible stewards of pandemic-related funding. She praised the report as insightful and well-prepared.

IX. CEO's Report: CEO Bland provided the following report:

1. On January 13, Chancellor Martin of the Chancery Court of Davidson County ruled in favor of the Metropolitan Government in a lawsuit challenging the legality of the recent Choose How You Move Transit Referendum. Her decision clears the way for collection of the ½ cent sales tax beginning on February 1. Funds received will be held in a separate account by Metro Finance to be applied toward the project and service initiatives contained in the Choose How You Move Transit Improvement program. WeGo continues to work with the Mayor's Office, NDOT, Metro Planning, and Metro Finance as specific approaches to obligating those funds are developed. In the meantime, WeGo will advance project and service initiatives under its purview in a parallel fashion through the traditional Metro operating budget and capital funding mechanisms, as well as the specific Choose How You Move program implementation approach.
2. WeGo has been actively working on the FY2025-26 Metro Operating Budget proposal. CEO Bland acknowledged and thanked Amanda Vandegrift, Shelly McElhaney, and the entire team for their efforts. The proposals will be submitted by the February 7 Metro Finance deadline.
3. Kudos to Nick Pecenka and the operations and customer care teams for their outstanding response during last week's winter storm. Despite the storm's initial severity forecasts, WeGo successfully maintained safe and reliable service without any accidents. CEO Bland also thanked Director Alarcon and NDOT for their efforts in keeping primary roadways clear.
4. WeGo is actively pursuing several key projects under the *Choose How You Move* initiative and Capital Plan, including a Request for Information (RFI) from consultants for the Murfreesboro Pike All Access Corridor. This will help shape a comprehensive Request for Proposals (RFP) later this year and solicit capital project management firms to support WeGo's engineering and planning staff in managing an expanded capital project portfolio.
5. On January 15, WeGo joined Mayor O'Connell and Robert Hampshire, Chief Science Officer for the United States Department of Transportation, to announce WeGo's receipt of a \$1.9 million USDOT SMART Grant to apply advanced technology toward initiatives intended to improve service reliability in the Murfreesboro Pike Corridor. The project will entail the

deployment of technologies such as Computer Aided Dispatch/Automated Vehicle Location systems, headway-conditional Transit Signal Priority, traffic-adaptive signals, machine vision, and Artificial Intelligence/Machine Learning with an overall goal of stabilizing the spacing between buses in the corridor. The project entails partnerships with NDOT and TDOT, as well as university partners at Vanderbilt and Penn State and several private sector partners. Congratulations to Deputy COO Dan Freudberg and our Capitol Grants Administrator Billy Higgins for putting together a successful application package. He thanked Board Chair Gail Carr Williams and Board Member Jessica Dauphin for attending the announcement event. On January 15, WeGo joined Mayor O'Connell and Robert Hampshire from the U.S. Department of Transportation to announce a \$1.9 million USDOT SMART Grant. The grant will fund advanced technology improvements in the Murfreesboro Pike Corridor, including Computer-Aided Dispatch/Automated Vehicle Location systems, Transit Signal Priority and traffic-adaptive signals, Machine vision, and AI/Machine Learning to stabilize bus spacing. WeGo is partnering with NDOT, TDOT, Vanderbilt, Penn State, and private sector partners for this initiative. Special recognition to Deputy COO Dan Freudberg and Capitol Grants Administrator Billy Higgins for their work on the application.

6. Advance work continues with consultants on updating the nMotion Strategic Service Plan. The initial phase includes system assessments and market analysis to establish a baseline for further planning. More updates will follow as progress is made.
7. Deputy CEO of Growth and Development Debbie Frank and her team are advancing three new transit center projects in partnership with Metro Nashville (Antioch), HG Hill and Southeast Ventures (Donelson), and Holladay Properties (Upper Skyline). These projects are moving from federal environmental reviews into design and transactional activities, with significant progress expected in 2025.
8. CEO Bland publicly thanked former Board Member Janet Miller for her years of service, highlighting her contributions to rebranding, real estate initiatives, capital program expansion, and the *Choose How You Move* ballot measure. She has been a fantastic source of encouragement, advice, and consolation over the years. He wished her all the best in her future endeavors, and he told her that she would not be going away so quietly!
9. CEO Bland said he learned earlier today that WeGo's Training Coordinator, Felicia Ransom, will be leaving at the end of February to become the Safety and Training Manager for the Clarksville Transit System. He congratulated her on the new opportunity and expressed confidence in WeGo's strong Training Department.
10. On the RTA side:
 - a. WeGo continues to engage with TDOT on the State's Choice Lane initiative along I-24 between Nashville and Murfreesboro. Under the Transportation Modernization Act, public transit vehicles will have free access to these lanes, improving service efficiency and reliability.
 - b. At their January meeting, the RTA Board re-elected its prior officers. Wilson County Mayor Randall Hutto was re-elected as Chair, Gallatin Mayor Paige Brown as Vice Chair, and Davidson County Governor's Appointee Ed Cole as Secretary.

X. Chair's Report: Board Chair Carr Williams presented the following report:

Chair Carr Williams described the meeting as highly productive and effective.

She congratulated Felicia Ransom on her new job opportunity and expressed her best wishes.

She also shared that she recently came across a social media clip of Andy Burke leading a Lunch-N-Learn session with WeGo staff. She appreciated seeing the team engaged in learning while having fun, emphasizing that teamwork truly pays off—especially in collaborative efforts like budgeting and utilizing facilities to connect with the community. She noted that sometimes, while casually scrolling through social media, you come across something that genuinely makes you smile.

In closing, Chair Carr Williams wished everyone a Happy New Year.

- XI. **Other Business:** There was no further business to come before this Board.
- XII. **Adjournment:** With no further business, the meeting adjourned at 4:04 p.m.

Attested:

Gail Carr Williams
Chair

Margaret L. Behm
Secretary