

NASHVILLE METROPOLITAN TRANSIT AUTHORITY
Board of Directors Meeting

April 18, 2024

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, April 18, 2024.

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

Gail Carr Williams, Chair	Renuka Christoph, CCO
Janet Miller, Vice Chair	Ed Oliphant, CFO
Jessica Dauphin, Member	Vince Malone, COSA
Aron Thompson, Member	Eric Melcher, PIO
Margaret Behm, Board Secretary	
Stephen Bland, CEO	
Monica Howse, Sr. Exec. Asst. & Board Liaison	

A quorum was established, and Board Chair Carr Williams called the meeting to order at 2:33 p.m.

III. **Approval of Minutes:** Vice Chair Miller made a motion to approve the March 28, 2024, Nashville MTA Board minutes; Mr. Thompson seconded the motion, and the Board unanimously approved the minutes.

IV. **Public Comments:** Board 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 comments:

- Darius Knight

V. **Consent Agenda Items:**

a. **State WeGo Ride Contract Renewal (M-I-24-011):** Chief Financial Officer Ed Oliphant provided the following item for action:

Staff requested Board approval for the Nashville MTA to enter into a contract with TDOT for the WeGo Ride program at \$2.50 per ride, \$3.70 for WeGo Access per ride, and \$65 per month per rider on the vanpool services with a contract amount of \$1.75 million and a contract term of July 1, 2024, through June 30, 2025.

Ms. Dauphin made a motion to approve the State WeGo Ride Contract Renewal; Mr. Thompson seconded the motion, and the Board unanimously approved it.

VI. **Informational Items:** The following items were presented for the Board members' review:

- Monthly Financial Report Compared to Budget – No questions
- Monthly Operating Statistics – No questions
- Upcoming Procurement Projects List – No questions

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

a. **Annual Pension Overview (OF-D-24-005):** Chief Financial Officer Ed Oliphant presented the following items for discussion:

CFO Oliphant provided an update on the current financial status of the Annual Pension Plan and answered questions from the Board. This discussion item is in preparation for a separate action

item with an additional amendment to the plan for authorization to have the CEO sign the amendment for MTA as the guarantor.

Vice Chair Miller asked if there is a targeted level of funding and at what point you begin to worry. CFO Oliphant said the goal is always to be 100% funded but that minor changes in actuarial assumptions can change the funding level significantly from year to year. Each year, the actuaries project contributions are based on current conditions, and we have recently been able to make contributions in excess of this required amount. As such, he indicated that the plan is healthy. She also asked what the normal contribution is for transit agencies. CFO Oliphant said it really depends on the plan. CEO Bland said that the 8% is normal, but the defined benefit plans can be anywhere from 7-10%.

CFO Oliphant said the State Comptroller, along with two other entities, reviewed this plan to make sure that the plan was sound.

Board Chair Carr Williams asked if the auditors ever had questions or suggested changes to the pension plan. CFO Oliphant said no. However, the Comptroller's office is of the opinion that the plan should be subject to State oversight. The State sets the estimated return for pension plans overseen by the State. While WeGo's pension lawyers say that the plan is not subject to State oversight, the Pension Committee made the decision to still follow State guidance. This means the plan must stay within ½ percent of whatever the State sets as the expected rate of return. The State was at 7% for last year, and the plan was at 7.25%, so the plan was within 25 basis points of the State's rate and within the accepted range.

- b. **Pension Plan Amendments (M-A-24-008)**: Chief Financial Officer Ed Oliphant presented the following item for discussion and action:

In the previous discussion item, the MTA Board reviewed its role as guarantor of the Disability and Retirement Plan ("Plan") of Davidson Transit Organization (DTO) and Local 1235 of the Amalgamated Transit Union (ATU) and also received a positive financial stability update of the pension plan. The plan is amended from time to time for various reasons. The Pension Agreement was developed to ensure that the board is made aware of any amendments, with MTA as the guarantor.

There is one new amendment covering two areas of the plan being presented in this action item, as summarized below, which have no financial impact on the plan and have been reviewed by Margaret Behm, MTA's attorney.

The first area reflects current practice and is administrative in nature. The amendment clarifies Article 7.3 of the Plan regarding how a pension amount is calculated utilizing the best 5 out of 8 years of an employee's earnings. The amendment clarifies that the pension calculation uses calendar years as opposed to service years based on an employee's anniversary date. This is intended to maximize an employee's retirement using the most current and highest earnings, even if it is a partial year of earnings in the year of retirement.

The second area adds provisions to accept Qualified Domestic Relations Orders (QDROs). The amendment also allows the plan to assess any legal or actuarial fees to the employee for processing the QDRO. Consequently, there will not be any additional expense to the plan.

The Operations and Finance Committee made a recommendation to approve the Pension Plan Amendments; Ms. Miller seconded the motion, and the Board unanimously approved it.

- VIII. **New Initiative & Community Engagement Committee Report**: Committee Chair Miller introduced the following items for discussion and action:

- a. **WeGo Youth Action Team Year-End Report (NICE-D-24-002)**: Chief Communications Officer Renuka Christoph introduced the WeGo Youth Action Team representatives who presented the following 2023-2024 school year progress report:

WeGo Public Transit has partnered with the Oasis Center since 2013 to engage high school students in representing student riders and facilitating outreach with schools. Students are led under the supervision of Alyssa Vega, the Oasis Center Youth Action Team (YAT) Program Coordinator.

YAT is a group of eight high school students who meet weekly to participate in leadership development, team building skills, and:

- Meet with WeGo staff and tour transit facilities,
- Develop travel training for youth audiences,
- Experience WeGo through monthly excursions,
- Advocate for increased ridership and Metro funding,
- Assist with community outreach events and
- Speak to community stakeholders about transit challenges and opportunities.

Current YAT members represent Hume-Fogg Academic High School, Big Picture High School, Templeton Academy High School, Ensworth High School, MNPS Early College High School, Hillsboro High School, and Martin Luther King, Jr. Magnet High School.

Board Chair Carr Williams said the presentation was amazing and beneficial information. She said the team did an outstanding job, asking the right questions. Committee Chair Miller said she thought it was great that the team was comprised of students from different schools who worked well together.

Board Chair Carr Williams asked if the team had sent surveys to independent schools. The team said they did not include independent schools in their research, but during the process, they were able to educate people and make them aware of how to use the transit system.

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

1. On April 19th, Mayor O'Connell will roll out details of the "Choose How You Move" Nashville Transportation Improvement Program initiative. Over the past several months, CEO Bland said he has been pleased and proud, and a few of the staff have engaged in support roles to help Mayor O'Connell put this program together. In particular, and at the risk of leaving someone out, Felix Castrodad was the quarterback for us on this program, Lydia Benda contributed excellent expertise to the technical team, Katie Freudberg put together the service plan, and Renuka Christoph and Eric Melcher are serving on the communications team. Hats off to WeGo's procurement team for helping to quickly onboard HDR to support plan development and to the Maintenance Department for putting together a nice surprise for the Mayor's event. CEO Bland said he regrets that he won't be able to attend due to a family conflict, but he appreciates the staff and Board members who will attend the announcement.
2. Work continues to advance on three significant planning efforts:
 - a. Stantec has spent the past few months collecting data to support our Zero Emission Fleet Transition Plan, including a workshop on key issues with many of our staff. Later this spring, WeGo anticipates having Stantec present information to the Board on issues associated with the Zero emissions fleet so that the Board is better positioned to adopt informed policy direction after the effort.
 - b. Marine Tiger has been on site several times to conduct fieldwork associated with the System Security Plan. This is the first time WeGo has taken a comprehensive look at the security planning and systems through an outside consultant. CEO Bland thanked

Chief Drake and the Metro Nashville Police Department for actively participating in this process.

- c. WeGo received proposals for the next update to our comprehensive service development plan – the update to the nMotion Plan. Staff from WeGo, Metro Planning, and NDOT are reviewing these proposals and anticipate recommending a contract award at your next meeting. This process will be a collaboration among the four entities (including MTA and RTA) and will also include an update to the Major and Collector Street Plan for Metro Nashville.

- 3. CEO Bland said he participated in a panel discussion of transportation and mobility issues for a visiting delegation from Greensboro, NC. Like Nashville, people in Greensboro increasingly understand the importance of connecting land use issues with transit issues, particularly regarding affordable housing.

WeGo continues to meet with leadership from the Tennessee Titans, NDOT, MNP, and other stakeholders to discuss potential approaches to event management and promote greater use of transit to get to stadium events, both during construction and after completion of the new stadium.

- 4. Service changes went into effect as planned on March 31. These changes were much larger than usual, with significant service restructuring and a general service expansion. WeGo has been working through a few hiccups, but overall, the changes have gone smoothly, and anxious to see longer-term results.
- 5. Earlier this week, several WeGo staff and Board members had the opportunity to tour the Dr. Ernest Rip Patton Jr. North Nashville Transit Center construction site with Kia Lewis. Progress has been impressive, and all were blown away by the work of muralist WokeThree, who is working on the plaza walls—special thanks to Board Chair Gail Carr Williams and Jessica Dauphin for participating.
- 6. Last week, CEO Bland traveled to Washington, D.C., to participate in the Annual Legislative Conference and Committee meetings of the American Public Transportation Association. While there, he had the opportunity to visit with Senator Marsha Blackburn and Congressman John Rose to update them on various WeGo activities and staff members from Congressman Mark Greene's Office and Congressman Andy Ogle's Office. Overall, WeGo's messages were well received.
- 7. On the RTA side:

- a. CEO Bland met with Nicole Rowan to conduct an RTA Board Member orientation. Governor Lee recently appointed Ms. Rowan, the Sumner County Governors Appointee, to the RTA Board.
- b. WeGo continues to advance land acquisition toward a permanent park-and-ride location in Murfreesboro. At this point, WeGo is awaiting final approval of the property sale by the current owner and engaging in the environmental assessment of the property. The design will commence upon completion of the sale transaction.
- c. Hatch Consulting Group continues to advance the WeGo Star Future Vision Study. Following the review of the preliminary findings with the RTA Board last month, Hatch is working with rail operator RJ Corman to model the preferred scenarios in more detail.
- d. WeGo continues to work with the development team of HG Hill and Southeast Venture on a joint development project at Donelson Station. The team has arrived at a preferred layout for the property and transit center that would be co-located there, and the land is being surveyed to replat it to accommodate the preferred development pattern. WeGo's attorneys and real estate advisors also outline a joint development agreement that would

form the basis of the partnership and would have to be approved by the RTA Board and the Federal Transit Administration. Earlier today, CEO Bland and Felix Castrodad presented information about the project to the Board of Directors of the Nashville and Eastern Railroad Authority.

8. Lastly, CEO Bland announced and congratulated Patrick Hester, who was recently promoted to Deputy Chief Operating Officer for Assets & Infrastructure. Patrick will oversee all aspects of the fleet, facilities, transit centers, stops, and shelters in this position. Congratulations Patrick!

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

Board Chair Gail Carr Williams said she loved the hard-hat tour of the Dr. Ernest Rip Patton Jr. North Nashville Transit Center construction site. It was great to meet all of the architects and students from John Early, who also worked on the mural.

She congratulated the Oasis Team for an excellent presentation at the meeting and wished them a great rest of the school year.

Board Chair Carr Williams concluded by reminding the board of the Choose How You Move Board Workshop that would be scheduled in the upcoming weeks.

X. Other Business: There was no further business to come before this Board.

- IX. Adjournment:** With no further business, Jessica Dauphin made a motion to adjourn the meeting. Janet Miller seconded the motion, and the meeting was adjourned at 3:22 p.m.

Attested:

Gail Carr Williams
Chair

Margaret L. Behm
Secretary