

NASHVILLE METROPOLITAN TRANSIT AUTHORITY
Board of Directors Meeting
August 25, 2022

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, Ste. 100, Nashville, TN 37228 on Thursday, August 25, 2022.

II. **Roll Call of Persons Present:** Gail Carr Williams, Chair; Mary Griffin, Member; Walter Searcy, Member; Jessica Dauphin, Member; Margaret Behm, Board Secretary; Chief Executive Officer Stephen Bland; Chief Operating Officer, Andy Burke; Chief Development Officer, Trey Walker; Chief Financial Officer, Ed Oliphant; Director of Maintenance, Carl Rokos; Deputy Chief Operating Officer-Operations Systems, Dan Freudberg; Director of Planning & Grants, Felix Castrodad; Director of Marketing & Communications, Renuka Christoph; Director of Procurement, Denise Richardson; Information Technology Manager, Rob McElhane; Scheduling & Planning Manager, Katie Freudberg; and Board Liaison Monica Howse.

A quorum was established, and Chair Gail Carr Williams called the meeting to order at 2:35 p.m.

III. **Approval of Minutes:** Walter Searcy made a motion to approve the *July 28th MTA Board* minutes; the motion was seconded by Jessica Dauphin and unanimously approved by the Board.

IV. **Public Comments:** Chair Gail Carr Williams opened the floor for public comments. The public was reminded that comments were limited to three minutes. The following members of the public had these comments:

Mr. Jeremiah Wooten

Mr. Wooten's submitted written comments that were distributed to the Members pertaining to the recent release of the East Bank Vision Plan by Metro Planning, the potential for Bus Rapid Transit on the East Bank and encouraging the Board to pursue Bus Rapid Transit in the Murfreesboro Pike Corridor.

V. **Informational Items:** The following items were presented for the board members' review. If any members had questions, they were asked to reach out to the staff for the specific item.

- Monthly Financial Report Compared to Budget
- Debt Obligation Notification
- Monthly Operating Statistics

VI. **Consent Agenda Items:** The following items were presented for action:

- Video Security System Contract Award
- Operations Enterprise Software System Support/Warranty Sole Source Contract

Walter Searcy made a motion to approve these items and the motion was seconded by Mary Griffin and unanimously approved by the Board without further discussion.

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

a. **Quarterly Route Performance Report (OF-D-22-019):** Scheduling & Planning Manager Katie Freudberg presented the Quarterly Route Performance Report for the months of April, May, and June and explained some of the trends underlying the report.

System ridership continues to increase across most routes, with total ridership now at almost 80% of pre-pandemic levels. Weekends continue to recover more quickly than weekdays, with ridership responding strongly to service increases: Saturday ridership is now only 5% below pre-pandemic numbers, and Sunday ridership exceeds pre-pandemic levels by almost 5%. Early ridership results starting July 1 show the increasing ridership trend continuing.

On-time performance system-wide continues to decline as traffic levels and ridership increase but remains slightly above pre-pandemic levels. Schedule adjustments are planned for several of the routes with the largest declines in on-time performance to account for current traffic conditions and passenger loads, effective with the fall service changes in October.

There were no questions or further discussion at this time.

- b. **Memorandum of Understanding with Nashville Fairgrounds for Stop Improvement (M-A-22-026)**: Chief Development Officer Trey Walker presented this item for discussion and action.

The Operations & Finance Committee recommended that the Board provide the Chief Executive Officer the authority to enter the proposed memorandum of understanding with The Fairgrounds Nashville for the improved outbound transit stop located on The Fairgrounds property and it was unanimously approved by the Board without further discussion.

- c. **Amendment to Capital Improvement Plan and Construction Contract Award for Rip Patton North Nashville Transit Center (M-A-22-027)**: This item was deferred to the September Board meeting to allow the staff time to respond to a bid protest that was received earlier this week.

- d. **On Call Capital Program Support Services (M-A-22-028)**: CDO Trey Walker presented the following item for discussion and action.

The Operations & Finance Committee recommended that the Board approve On Call Capital Program Support Services as presented in the recommended action item, and it was unanimously approved by the Board without further discussion.

- e. **Pension Overview (OF-D-22-020)**: CFO Ed Oliphant presented the following item for discussion:

Ed Oliphant discussed the proposed Agreement put together by General Counsel Margaret Behm and the pension attorneys explaining the process and steps to be taken when it is necessary to adopt an amendment to the Plan requiring the signature of the CEO of MTA. The Agreement also requires that no less than annually, the MTA Board be updated as to the financial status of the plan and any underlying unfunded liability that may be eligible for the guarantee. This discussion is in preparation for eventually bringing the attached Agreement to the Board for adoption.

Mr. Oliphant reminded the Board that, although the Board does not have a fiduciary responsibility for the Pension Plan or its members, the MTA does have the ultimate responsibility to assure the fiscal integrity of the plan and provide for full funding of plan obligations in the unlikely event that it was to become insolvent. This approach was initiated by the MTA Board in the 1990s in order to eliminate required contributions to the Pension Benefit Guaranty Corporation for private employers as mandated by ERISA regulations.

Ed Oliphant availed himself of questions regarding the financial status of the plan. There were no questions or further discussion at this time.

- f. **WeGO Central & Nestor Yard Management and Enhanced Vehicle Tracking (M-A-22-029)**: Deputy COO – Operation Systems Dan Freudberg provided a brief presentation on the proposed solution during the Operations and Finance Committee meeting:

The Operations & Finance Committee recommended the Board of Directors approve a Sole Source procurement with Trapeze/Vontas (Trapeze Group, Inc) for the provision, installation, and configuration of Yard Management and Enhanced Vehicle Tracking hardware for a fixed cost of \$1,845,632 plus \$124,368 for contingency and construction make-ready work, for a project total of \$2,000,000 and it was unanimously approved by the Board without further discussion.

As with any Sole Source procurement, an Independent Cost Estimate was conducted using a variety of sources, including historical pricing data and comparable quotes for similar solutions at other agencies, and the proposed cost was determined to be fair and reasonable. Funding for this project will be a combination of Federal, State, and Local sources, and the project is included in the approved FY2022-2023 MTA Capital Improvement Budget. Although Trapeze Group's cost proposal did not include any Disadvantaged Business Enterprise (DBE) firms, there may be opportunities for DBE participation in the make-ready work needed at Nestor and Central, and we will continue to explore opportunities with Trapeze for subcontracting work where practical to certified DBE firms.

Jessica Dauphin said that today's presentations have been full of intentional, strategic progress.

There was no further discussion at this time.

VIII. New Initiative & Community Engagement Committee Report: In the absence of Vice-Chair Janet, Miller Mary Griffin presented the following item for discussion and action:

a. Fall Service Changes & Title VI Analysis (M-A-22-030): Director of Planning & Grants Felix Castrodad presented the following item for discussion and action:

Over the past year, system service changes have focused on restoring bus service to pre-pandemic levels as ridership continues to build back up. At the same time, we have taken the opportunity to start implementation of strategic investments in the Better Bus Plan including extending hours of operation, improving frequency on major corridor routes, and establishing new services.

The Fall 2022 service changes include minor routing adjustments to several routes, particularly in the downtown area, to address on-time performance and improve overall reliability. The rest of the proposed changes for the fall relate directly to Better Bus as a continuation of implementing the next phase of the plan. While most fixed route bus service expansion is not scheduled for implementation until April 2023, the Fall changes would include a significant expansion of the WeGo Link 1st mile-last mile connector service including an expansion of the existing zone in Antioch, and new zones in South Nashville, Hermitage, and Goodlettsville.

Mr. Castrodad reported that the Title VI analysis revealed no disparate impacts on disadvantaged populations or neighborhoods.

The NICE Committee recommended that the Board approve the Fall Service Changes & Title VI Analysis action item and it was unanimously approved by the Board without further discussion.

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

1. WeGo Public Transit participated with Mayor Cooper, Metro Planning and a number of Council Members, and other Metro Departments in the public release of the Imagine East Bank Vision Plan. The plan is obviously receiving a great deal of attention and is currently receiving public comment. If realized, the vision plan would have several significant projects or initiatives that would involve the MTA, including potential dedicated lane bus rapid transit on a central north/south boulevard, a transit center on the East Bank, and possible long-term implications for the Nestor Operating facility if a future vision of another Cumberland River crossing south of the downtown core is realized. In conversations with the Chair, we think it's an important enough issue to have a planning workshop with this Board, and we are working with the Chair and Lucy Kempf, the Director of Metro Planning to schedule a workshop.
2. As reported in the Operations and Finance Committee, staff requested deferral of the construction bid award to allow time for staff to more thoroughly investigate a bid protest that was received earlier this week. In the interim, our design team and project staff continue to advance various permitting activities through the necessary departments at Metro.

3. We were pleased to be invited to join with Mayor Cooper and Council Member Freddie O'Connell to celebrate the completion of a recreation facility in Salemtown that Metro Water Services undertook in collaboration with Metro Parks and WeGo. The site is adjacent to a large infrastructure project Metro Water is completing in that neighborhood, and they have created a wonderful recreational facility for the neighborhood that also incorporates a passenger waiting shelter and safer street crossing for transit riders.
4. We were pleased to be invited by NDOT to participate in the design process for evolving the bike-share program in Nashville. With NDOT taking over responsibilities for bike-share, there will be opportunities to expand partnerships in this arena and make the availability of bike-share at our transit centers and other key stops more of a priority.
5. CEO Bland said that he was glad that everyone had the opportunity to hear from Katie Freudberg's report on our ridership trends. In looking at reporting out of the broader industry and talking to peers around the country as well as people in the consulting community, Nashville is certainly experiencing one of the faster returns to pre-pandemic ridership in the country. He said this is a credit to folks like Katie and others in our Planning and Operations Departments who initiated service changes throughout the pandemic to make WeGo more responsive to emerging rider needs. Focusing more resources on evening and weekend service improvement is an excellent example of how we've become more adaptive to our environment.
6. On the RTA side:
 - a. We continue to evaluate proposals for the Star Future Vision Study. We received 7 and they are all very detailed and comprehensive.
 - b. CEO Bland said he reported last month that we had received an unsolicited proposal for a joint development at the Donelson Station Property. In accordance with our procurement policies, we have published an intent to move forward in our normal procurement channels, inviting anyone who might be interested to let us know. This period closes on September 20.
 - c. CEO Bland said that we would be partnering with the Tennessee Titans once again this year to operate the Star to all home Titans games. Everyone can view schedules and purchase tickets on the WeGo Public Transit website.

CEO Bland availed himself of questions and there were none at this time.

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

Chair Carr Williams thanked CEO Bland for his leadership and the board members for the way that they are engaging with staff and fellow board members. She said Jessica Dauphin and Mary Griffin are new to this board, but their involvement makes it seem like they have been serving on this board for a long time.

Chair Carr Williams said that she was excited about the work that is being done and that we're taking the time to celebrate the accomplishments. She said that she was looking forward to the upcoming planning meeting with Lucy Kempf and other stakeholders regarding the East Bank Vision Plan.

In conclusion, Chair Carr Williams thanked the Board Members and staff for the kindness shown to her last month, when they honored her for her 20 years of serving on the MTA Board.

XI. Other Business:

XII. **Adjournment:** With no further business, Chair Carr Williams called for a motion to adjourn the meeting, a proper motion was made and seconded and the meeting was adjourned at 4:38 p.m.

Attested:

Gail Carr Williams
Chair

Margaret L. Behm
Secretary