

# Nashville Metropolitan Transit Authority

## Board of Directors Meeting

September 25, 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, September 25, 2025.

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

Gail Carr Williams, Chair	Debbie Frank, DCEO of Growth & Development
Jessica Dauphin, Member	Amanda Vandegrift, DCEO of Finance & Admin.
Kathryn Hays, Member	Andy Burke, Chief Operating Officer
Jeff Haynes, Member	Vince Malone, Chief of Staff & Administration
Margaret Behm, Board Secretary	Nick Oldham, Chief Safety & Security Officer
Steve Bland, CEO	Patrick Hester, DCOO of Assets & Infrastructure
Monica Howse, Sr. Exec. Asst. & Bd. Liaison	Billy Higgins, Director of Grants Mgmt. & Compliance

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

III. **Approval of Minutes:** Ms. Hays made a motion to approve the minutes of the Nashville MTA Board meeting held on August 28, 2025. Mr. Haynes 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:

- Peter O'Connor
- James Bristow

V. **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 Procurements – No questions

VI. **Consent Agenda Items:**

a. **Resolution for FY2026 Annual Grant Applications (M-A-25-036):** Director of Grants Management and Compliance Bill Higgins reported the following:

The Nashville Metropolitan Transit Authority (Nashville MTA) is eligible to receive federal, state, and local funding for transportation projects, provided it complies with federal certifications and assurances.

Federal Transit Administration (FTA) Formula Funds – FY2025:

- 5307 Urbanized Area Funds: \$40,533,360 total with 10% State and 10% Local match.
- 5339 Bus and Bus Facilities Funds: \$1,959,134 total (80% Federal/10% State/10% Local).
- 5310 Enhanced Mobility of Seniors and Individuals with Disabilities (EMSID) Funds: \$1,274,865 Federal, with at least 55% for capital projects; 20% State/Local match for capital, 50% Local match for operating.

Tennessee Department of Transportation (TDOT) Funding – FY2025:

- State Operating Assistance: \$6,272,000.
- Match Assistance: 10% match for federally funded capital or planning projects.
- IMPROVE Act Assistance: Up to \$5 million per capital project (20% match). FY2025 Awards included:
  - Dickerson Pike Transit Center: \$5,000,000
  - Elizabeth Duff Transit Center canopies: \$902,080
  - Myatt training facility expansion: \$1,600,000
  - Elevator rehabilitation and vertical storage upgrades at Nestor, Myatt, and Elizabeth Duff Transit Centers: \$2,464,000

These funding sources support capital, operational, and accessibility improvements across Nashville MTA facilities and services.

Ms. Hays made a motion to approve the Resolution for FY2026 Annual Grant Applications action item. The motion was seconded by Mr. Haynes and unanimously approved by the board.

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

- a. **Annual Pension Overview (OF-D-25-006):** DCEO of Finance and Administration Amanda Vandegrift presented the following item for discussion:

On an annual basis, staff provides the MTA Board with an overview of the DTO/ATU Local 1235 Pension program. She indicated that, while the MTA and its Board hold no fiduciary responsibility for the plan, the MTA is the financial guarantor of the plan in the highly unlikely event that the plan were to be terminated, and there were any unfunded financial liabilities.

The Disability and Retirement Plan of the Davidson Transit Organization (DTO) and Local 1235 of the Amalgamated Transit Union (the Plan) were originally established in 1945 by Southern Coach Lines, Inc. and the Nashville Transit Company. In 1964, the Urban Mass Transportation Act (UMTA) required privately owned transit facilities and assets to be acquired and operated by public transit authorities. To secure federal funding and maintain collective bargaining rights in a state prohibiting public-sector unionization, a private managerial commission was created to operate the service, employ transit workers, manage labor relations, and negotiate collective bargaining agreements. The Plan was assumed by the new Nashville and Chattanooga transit authorities and the respective ATU Locals 1235 and 1212.

On August 1, 1989, Plan assets were divided between Nashville and Chattanooga under a Division Agreement executed by the four parties. Transportation Management of Tennessee Inc. (now DTO) assumed the Plan's rights, duties, and liabilities. Following decades of litigation, the Plan was recognized as a governmental plan by the Pension Benefits Guaranty Corporation in 1998, strengthening its long-term financial stability.

The Plan is a defined benefit plan requiring a combination of age and years of service (Rule of 84) to qualify. Full-time employees must join after 90 days, with a 7-year vesting period. Oversight is provided by a four-member Pension Committee, consisting of two ATU members and two DTO management employees (currently the Chief Administrative Officer and Deputy CEO for Finance & Administration). The Committee meets quarterly with the Plan trustee, currently Regions Bank's Division of Wealth Management, which makes investment decisions guided by the Committee's investment policy.

Ms. Hays inquired about who conducts the audit of the Plan. CEO Bland responded that the plan has its own auditors who report to the trustees, but that MTA's auditors review the representations of the plan as are pertinent to MTA's long-term role as guarantor as part of the

annual MTA financial audit. Ms. Behm went on to clarify that the Board holds no fiduciary responsibility for the pension plan; this item is presented primarily for informational purposes, so the Board is aware of the Plan's status. Ms. Hays also asked about funding shortfalls and whether MTA adjusts contributions accordingly. CEO Bland replied in the affirmative and indicated that annual employer contributions to the plan have historically met or exceeded the suggested annual contributions determined by the actuarial valuation of plan assets and liabilities. He added that Members can get a good snapshot of the plan in the monthly financial statements, where pension assets and liabilities and liabilities for other post-employment benefits (OPEB) are reported on the balance sheet.

There was no further discussion.

- b. Nestor Parking Lot Rehabilitation (M-A-25-037):** DCOO of Assets & Infrastructure Patrick Hester presented the following item for action:

The Nestor Facility serves as a critical operational hub for WeGo Public Transit. The parking lot rehabilitation project will upgrade the westside employee lot, visitor lot, and WeGo Access lot by addressing safety concerns, drainage issues, ADA compliance gaps, and inefficient traffic flow. Key improvements include full-depth pavement reconstruction, seal coating, ADA ramp upgrades, striping, curbing, enhanced lighting and security, concrete sidewalks, trench repairs, improved site access, and the addition of EV charging infrastructure. These enhancements will improve operational efficiency, safety, accessibility, and long-term resilience of the transit infrastructure.

The Invitation to Bid (ITB) was issued on May 16, 2025, via OpenGov and Transit Talent, circulated to select contractors, and distributed to over 60 S/M/WBE and DBE firms. A DBE participation goal of 16.6% was established. Two bids were received by the June 23, 2025, deadline, with BC Mason Group identified as the lowest responsive bidder, committing to the 16.6% DBE goal.

During the discussion, Ms. Hays inquired whether the proposed security and safety measures align with current standards. Mr. Hester confirmed that the new lighting, cameras, and security posts align with the security initiatives identified in prior agency assessments and the Marine Tiger initiatives. These upgrades will improve parking lot safety and support the Archangel contracted security staff at Nestor and other facilities, including new guard shacks and security structures.

Mr. Haynes inquired about underground work that might require the use of contingency funds. Mr. Hester explained that the Nestor site has poor subgrade conditions due to fill material, which may require excavation, compaction, and rebuilding, likely using some contingency funds. Additional infrastructure work for electrical, lighting, cameras, as well as grading issues and unsuitable surface conditions, could also present challenges.

There is a one-year warranty for the project and an annual maintenance plan to follow, though no recent prior work exists in this specific section. No known underground tanks or utilities are expected to interfere, though unexpected issues are always possible.

Staff recommended that the Board authorize the Chief Executive Officer to enter a contract with BC Mason Group for \$1,556,535 for the Nestor Parking Lot Rehabilitation Project. Due to the nature of this project, which involves potential unknowns related to subsurface conditions, staff also requests that the Board approve a 30% contingency (\$466,960), bringing the total project budget to \$2,023,500. This project is part of the capital plan under the State of Good Repair for Nestor Improvements, utilizing FTA 5307 and 5339 formula funds with state and local matching contributions.

Ms. Dauphin recused herself from both making a recommendation and voting on this item. Ms. Hays made a motion to approve the Nestor Parking Lot Rehabilitation action item. Mr. Haynes seconded the motion, and it was unanimously approved by the board.

- c. **Nestor Roof Rehabilitation (M-A-25-038)**: DCOO of Assets & Infrastructure Patrick Hester presented the following item for action:

The roof at the Nestor Facility has exceeded its service life and shows deterioration, including ponding, seam failure, and insulation damage. Rehabilitation is required to maintain structural integrity, protect building assets, and ensure a safe working environment. The project includes membrane replacement, insulation and decking repairs, new EPDM roofing, gutter and downspout installation, and upgrades to meet R-30 insulation and drainage standards.

Staff recommended the Board authorize the Chief Executive Officer to execute a contract with RSS Nashville, Inc. for the rehabilitation of the Nestor Roof in the amount of \$1,418,107.00. The agency also recommends acceptance of two contract alternates—\$420,645.00 for an additional roof section and \$256,532.00 for structural engineering services—totaling \$677,177.00. In addition, staff requests Board approval of a 20% contingency (\$419,000) to account for potential unforeseen conditions, establishing a total project budget of \$2,514,284.00.

This project is included in the capital plan as part of the State of Good Repair initiatives for Nestor facility improvements and will be funded using FEMA and FTA Sections 5307 and 5339 formula funds, with required state and local matching contributions.

During the discussion, Ms. Dauphin inquired about the potential impact of the future Nestor relocation, and Mr. Hayes asked about square footage and anticipated unforeseen conditions. Mr. Hester stated that few unforeseen conditions are expected.

Ms. Dauphin recused herself from both making a recommendation and voting on this item. Ms. Hays made a motion to approve the Nestor Roof Rehabilitation action item. Mr. Haynes seconded the motion, and it was unanimously approved by the board.

- d. **Myatt Lot Rehabilitation (M-A-25-0039)**: DCOO of Assets & Infrastructure Patrick Hester presented the following item for action:

The Myatt Employee Parking Lot at 430 Myatt Drive in Nashville requires rehabilitation due to aging pavement and routine wear. The project will improve safety and accessibility with pavement reconstruction, seal coating, ADA upgrades, erosion control, drainage improvements, and new pavement markings. These improvements support WeGo Public Transit's State of Good Repair objectives and ensure operational continuity at the Myatt Facility, a key operations, maintenance, and training site.

Staff requested that the Board authorize the Chief Executive Officer to enter a contract with Byrne and Jones Construction for \$359,990.00 to rehabilitate the Myatt Employee Lot. Due to the nature of this project, specifically with unknowns associated with subsurface conditions, staff also request that the Board authorize a contingency of 20% (\$71,998.00) for a total project budget of \$431,988.00. This project is part of the capital plan under the State of Good Repair for Myatt Improvements, utilizing FTA 5307 and 5339 formula funds with state and local matches.

Ms. Dauphin asked whether the Training Lot had been previously discussed. CEO Bland clarified that it was a separate project that had already been completed. She also inquired about the overall timeline for the rehabilitation projects. Mr. Hester responded that work would commence following Board approval, after a pre-construction meeting and scheduling process.

While some projects may overlap, the work will be phased to allow for proper staffing and coordination.

Ms. Dauphin recused herself from making a recommendation and from voting on this item. Ms. Hays motioned to approve the Myatt Employee Parking Lot Rehabilitation action item. The motion was seconded by Mr. Haynes and unanimously approved by the board.

- d. **Murfreesboro & Thompson Place Transit Stop Improvements (M-A-25-040)**: Director of Engineering, Construction, and Project Management, Lydia Benda, presented the following item for action:

The design for the Murfreesboro Pike and East Thompson Lane/Thompson Place Transit Stop Improvements is complete. The project upgrades three stops at the intersection and adds ADA-compliant sidewalks, pedestrian crossings, storm drainage improvements, and a new bus-only/shared right-turn lane with signal modifications.

Construction is expected to last 4–6 months. Bids were received on September 12, 2025, with BC Mason Group submitting the lowest responsive bid of \$1,229,879.12. With a 25% contingency, the total project cost is \$1,537,348.90, which is well below the engineer's estimate of \$2,059,533.60.

Ms. Hays asked Ms. Benda to confirm if the blue line shown on the chart indicates that there are no sidewalks. Ms. Benda confirmed this and explained that the sidewalks are being added to enhance safety.

Ms. Dauphin recused herself from making a recommendation and from voting on this item. Ms. Hays motioned to approve the Murfreesboro & Thompson Place Transit Stop Improvements action item. The motion was seconded by Mr. Haynes and unanimously approved by the board.

- f. **eVision CO1 Expanded Consulting Services (M-A-25-041)**: Director of Engineering, Construction, and Project Management, Lydia Benda, presented the following item for action:

In May 2024, the Board approved up to \$1.55 million for the implementation of the Oracle Unifier Project Controls system to centralize project data, enhance cost management, and support compliance reporting. By September 2025, the system was configured for production, with data uploads and integration with the Sage financial system in progress. eVision Partners has been providing critical support throughout the implementation.

As the project progressed, the scope significantly expanded—from 4 to 12 system interfaces, additional consulting needs, and increased complexity due to organizational changes. This led to a greater need for vendor coordination, user support, and staff training.

To address these demands, staff recommended Board approval of Change Order 1 with eVision Partners for \$24,000 (plus 5% contingency), funded partly through contingency reallocation. This extension will ensure successful integration, user readiness, and long-term sustainability of the system.

Staff also requested authorization from the CEO to approve the change order. Funding will come from FTA Section 5307 funds, with 10% State and 10% Local matching contributions.

The Operations & Finance Committee recommended a motion to approve the eVision CO1 Expanded Consulting Services action item. The motion was seconded by Ms. Hays and unanimously approved by the board.

- g. **MNPD Memorandum of Understanding (M-A-25-042)**: Chief Safety & Security Officer Nick Oldham presented the following item for action:

In 2017, DTO contracted with the Metropolitan Nashville Police Department (MNPDP) to provide security at the Elizabeth Duff Transit Center at WeGo Central. Ensuring a safe environment for customers and employees has remained a priority, with MNPDP serving as a key partner.

In June 2023, MNPDP's Secondary Employment Unit (SEU) announced a price increase for off-duty officers, leading to reduced participation and occasional gaps in coverage. To address this, DTO transitioned to a Memorandum of Understanding (MOU) in July 2023. Under the MOU, officers receive regular overtime pay (credited toward pensions) rather than a flat fee, which increased participation rates to nearly 80%.

The MOU now requires renewal for FY26, with projected costs of \$988,536 for officer hours, \$508,080 for Sergeant/Lieutenant hours, and \$131,400 for patrol vehicle hours—a total of \$1,628,016. This reflects an increase from the FY25 budget of \$1,374,464, driven by added coverage at the new North Nashville Transit Center (launched July 2025) and expanded shifts at the Elizabeth Duff Transit Center.

Staff requested that the Board give the Chief Executive Officer the authority to enter into an MOU with the Metropolitan Nashville Police Department's Secondary Employment Unit in an amount not to exceed \$1,628,016 to provide the added security of Metro Nashville Police Department police officers and patrol cars at the Elizabeth Duff Transit Center at WeGo Central and the Rip Patton North Nashville Transit Center.

Mr. Bland clarified that this recommended Memorandum of Understanding was consistent with prior year approaches toward the use of MNPDP's Secondary Employment Unit. MTA staff and General Counsel are currently working with MNPDP leadership and Metro Legal to develop a new Memorandum of Understanding that would govern the relationship of the two entities as the planned Transit Policing Unit is deployed.

The Operations & Finance Committee recommended a motion to approve the MNPDP Memorandum of Understanding action item. The motion was seconded by Ms. Hays and unanimously approved by the board.

**VIII. New Initiative & Community Engagement Committee Report:** In the absence of Committee Chair Aron Thompson, Chair Carr Williams introduced the following items for action:

**a. Title VI Program Adoption (M-A-25-043):** Director of Planning Felix Castrodad presented the following item for action:

Title VI of the Civil Rights Act of 1964 prohibits discrimination based on race, color, or national origin in programs receiving federal funding. The Federal Transit Administration (FTA) requires agencies like the MTA to update and submit a Title VI Program every three years. MTA's current Title VI Program was approved in December 2022, and the next update is due by the end of 2025.

The program outlines service standards, major service change policies, protections against disparate impacts and disproportionate burdens, oversight of sub-recipients, and includes a Language Assistance Plan (LAP) and Public Participation Plan (PPP). The PPP guides how MTA engages with minority and limited English proficiency communities and details how public input is gathered and considered.

The 2025 update reflects new census data and findings from a 2022 onboard passenger survey. A draft of the updated program was released for a 21-day public comment period from July 31 to August 18, 2025, with opportunities for public input via multiple channels, including public hearings and digital platforms.

Ms. Dauphin inquired whether the percentages referenced applied specifically to riders or to the overall Davidson County population. Mr. Castrodad clarified that the 35–46% figures were based on countywide census data, whereas rider-specific data from the Origin-Destination (OD) survey indicated an increase in minority and low-income ridership from 59% to 64%. Chair Carr Williams expressed her appreciation for the program's inclusivity and commended WeGo for going above and beyond the requirements.

The Operations & Finance Committee recommended a motion to approve the Title VI Program Adoption action item. The motion was seconded by Ms. Hays and unanimously approved by the board.

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

1. Following the successful launch of the first phase of service expansion under the Choose How You Move initiative in July; Planning and Service Development staff are now preparing for the next phase scheduled for January. Recommended changes will come before you in October and, given current fleet constraints, focus on off-peak improvements. These include extending Sunday service hours to align with Monday–Saturday, increasing midday frequency on routes 3 and 52, adding a 19th WeGo Link zone, and enhancing evening service on route 7. Staff have already hosted several in-person and virtual public meetings, with one final meeting on October 7. Public comments will be accepted through October 10, with final recommendations presented at the October meeting.
2. Work also continues on the Journey Pass program in partnership with the Mayor's Office and social service agencies. This initiative will provide free transit passes for income-eligible individuals and families with costs reimbursed through Choose How You Move. Public input is being gathered, and a Title VI analysis will be conducted before the program is presented for Board approval in October.
3. WeGo is excited to expand our Community Impact Partnership with the Tennessee Titans. In collaboration with NDOT and MNPD, WeGo buses now have access to dedicated lanes near Nissan Stadium on game days. As last year, the WeGo Star operates for all Titans home games, and the Titans are covering lost revenue so that public transportation across Davidson County is free on game days. New this year are suburban express routes from Bellevue and from Gallatin/Hendersonville in Sumner County. Early results are strong: WeGo Star averaged 1,090 trips per game; Bellevue Express, 180 trips; Sumner County Express, 285 trips; and overall, Sunday ridership increased 24% to about 4,000 additional trips.
4. In addition, WeGo is piloting dedicated bus lanes on 4th Avenue on Friday and Saturday evenings to address downtown congestion. Early lessons show significant promise for long-term customer benefits.
5. Last weekend, WeGo held its Annual Bus and Maintenance Rodeo, a popular family event showcasing operator and technician excellence. Winners included:
  - Bus Maintenance – 1<sup>st</sup>: Troy Willis, 2<sup>nd</sup>: Francis Winston, 3<sup>rd</sup>: Pedro Ochoa, 4<sup>th</sup>: Marteece Covington
  - Access Van – 1<sup>st</sup>: Scott Wallace, 2<sup>nd</sup>: Jerome Horton, 3<sup>rd</sup>: Joyce Banks
  - 40-foot Bus – 1<sup>st</sup>: Mark Johnson, 2<sup>nd</sup>: Scott Wallace, 3<sup>rd</sup>: Jerome Horton

Top finishers will advance to the TPTA statewide rodeo in Knoxville and, potentially, the international competition.

6. Development and Finance staff are finalizing Metro's capital spending plan submissions for the upcoming year. As with the operating budget, requests will include both base capital needs and expansion proposals supported by Choose How You Move funding.

7. Earlier this month, several of us attended the American Public Transportation Association's annual meeting in Boston. This is the largest U.S. gathering of transit professionals and provides valuable opportunities for information sharing and collaboration.
  8. On the RTA side,
    - o Design work is progressing on improvements to Donelson Station, which include a 6-bay transit center, roadway and utility relocations, a new traffic signal, and quiet zone improvements at two grade crossings. Designs are now at 60% completion, with the final design expected in early 2026 and construction bidding mid-year.
  9. In conclusion, CEO Bland expressed gratitude to Lydia Benda on her retirement. After seven years of outstanding service, Lydia established WeGo's Engineering function and leaves behind a strong legacy, including passenger stop and pedestrian safety improvements, as well as systems that will ensure projects continue to be delivered on time and within budget.
- X. **Chair's Report:** Chair Carr Williams expressed appreciation for the team's work on infrastructure and facility improvements, emphasizing that strong facilities are essential for good transit. She thought the pension discussion was good, highlighting its importance to the organization's culture of caring for its people. She also underscored the importance of safety and accessibility in transit. With humor, she acknowledged the Titans' partnership and encouraged continued community pride. Finally, she honored Lydia for her contributions, celebrating her impact on the city's infrastructure and wishing her joy in retirement with her family.
- XI. **Other Business:** Mr. Haynes mentioned the 30 acres east of Nestor that has gone on the market, and property that this board may want to look at as we continue to talk about the investments in the Nestor location.
- XII. **Adjournment:** With no further business, the meeting adjourned at 3:37 p.m.

**Attested:**

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**Gail Carr Williams**  
Chair

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**Margaret L. Behm**  
Board Secretary