

MINUTES

MEETING OF THE BOARD OF DIRECTORS

METROPOLITAN ATLANTA RAPID TRANSIT AUTHORITY

December 6, 2018

The Board of Directors of the Metropolitan Atlanta Rapid Transit Authority held a meeting on December 6, 2018 at 2:20 p.m. in the Board Room on the 6th Floor of the MARTA Headquarters Building, 2424 Piedmont Road, Atlanta, Georgia.

Board Members Present

Roberta Abdul-Salaam
Robert L. Ashe III
Robert F. Dallas
Frederick L. Daniels, Jr.
Jim Durrett
Roderick E. Edmond
William "Bill" Floyd
Ryan Carter Glover
Jerry Griffin
Freda B. Hardage
Russell McMurry, P.E.*
John "Al" Pond
Christopher Sean Tomlinson*

MARTA officials in attendance were: General Manager/CEO Jeffrey A. Parker; C-Suite Team Members – Chief of System Safety, Security & Emergency Management Wanda Dunham, Chief of Staff Melissa Mullinax, Chief Counsel Elizabeth O'Neill; AGMs Elayne Berry, LaShanda Dawkins, Virgil Fludd, Benjamin Limmer, Patrick Minnucci (Acting), Kirk Talbott, Emil Tzanov and Tom Young (Interim); Chief Information Security Officer Dean Mallis, Executive Director Paula Nash (Interim); Sr. Directors Perfidia Collier (Acting), Donna DeJesus (Acting) and Coleen Kiernan; Director Rhonda Allen; Manager Roderick Lyles; Manager Executive Office Administration Tyrene Huff; Sr. Executive Administrator Board of Directors Tonya Gantt; Sr. Executive Administrator Executive Office Ashanti Boothe; Sr. Executive Administrator Finance Keri Lee; Sr. Executive Administrator Kenya Hammond. Others in attendance Tiara Allen, Steven Anderson-Ballard, Edward Bishop, Adrien Carter, Valerie Dawson, Nicole Dean, Bridgette Dzah, Belinda Edgerton, Sir David Everett, Terrence Gipson, Dena Hasty, Deonte Hudley, Tyrone Hurst, Francine Jackson, Lango

* Christopher Tomlinson is Executive Director of Georgia Regional Transportation Authority (GRTA); Russell R. McMurry, P.E. is GDOT Commissioner, and are therefore non-voting members of the MARTA Board of Directors

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Jaquena, Larry Johnson, Milton Lawrence, Stevie Manuel; Lacy McKinney, Courte Middlebrooks, Ann Penny; William Phinzy, Terry Ponder; LaTonya Pope, John Thomas, David Ward, Patrisha Washington, Robert Wooten; Wendy Wunderburks; Denny Wyatt.

Also in attendance were Robert Highsmith, Jr. and LaToya Brisbane of Holland & Knight LLP; Joe Beasley of Rainbow/PUSH; Senator Brandon Beech; Charles Bivins of Clayton County; Ricky Brown, Richard Byrd; Jonathan Crumoy; Altimese Dees of Come Home to Clayton; John Evans; Stefan L. Gresham of Gresham Transportation Services; Liz Hausmann of Fulton County; Michael Hightower of TCP; Dee Holland Marta Rider; Deidre Johnson of SRTA/GRTA; Delores Johnson; Paul Jones; Tammy Joyner of Clayton County; Maggie Lee of Saporta Report; Edward Leidelmayer of Fulton County; John Lende of Perimeter CID; Jerrel Leonard of VHB/MARTA Planning/AECOM; Billy Linville; Gina Mangham; Demetria McCaskill; Jocelyn O'Neil of Towers Community; Keith Parker of CCAG; Scheree Rawles of SRTA/GRTA; Jerome Russore of GTS; Dareke Setule; Lisa Stines of NPU-T; Ed Williams of DeKalb County; J. Williams of AECOM; Sherry B. Williams of GA Stand Up.

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Public Comment

Mr. Joe Beasley. I have every confidence that the Gresham issue will be resolved in favor of Mr. Gresham. A contract was let 2-1/2 years ago and it has never been implemented. Hopefully, this will be resolved soon.

Mr. John Evans. We hope this Board will support heavy rail on I20. We also ask that the MARTA Board sign the contract for Gresham Transportation Services. Please do not prolong the contract any further.

Ms. Joscelyn O'Neil. Spoke in support of Gresham Transportation. Additionally, having problems with ADA accessible ramp at MARTA station. Thankful for covered bus stops in DeKalb County. There needs to be rail on I20.

Ms. Sherry Williams. December is the celebration of the Montgomery Boycott. In February across the nation, National Transit Equity Week (February 11-16, 2019) will be celebrated. The event highlights the role Rosa Parks played in public transportation.

Mr. Rufus Silas. Vice President of ATU Local 732. Union employees are hurting emotionally, mentally and financially. We need compassion. There are people that cannot go to the restroom while on their shift. We are having bathroom wars with the public. We have not had an adequate raise in twenty years. We run unsustainable routes. The bad

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conduct of supervisors needs to be addressed. Station agents battle adverse weather conditions. We are disappointed with negotiations. Please address our concerns. We want to be treated fairly. It's been a year since we first talked and there has been no change. We are with you, but you must help us as well. Make the routes more livable, make restrooms more adequate, get station agents out of inclement weather, mechanics are understaffed. We are asking for your help.

Sir David Everett. (conceded time to Mr. Silas)

Mr. Steven-Anderson Ballard. (conceded time to Mr. Silas)

Mr. David Ward. Represent the workers that move the City of Atlanta – the ones that drives the buses, turn the wrenches and man the stations. We have a diversified work force, we have made strides in this area. But we must move in progression and earn wages comparable to the nation. We are \$4 under the living wage. We are tired of the assaults on our workers.

Ms. Kay Wallace. Someone from West End community have been here to speak to the MARTA Board for the last six Board meetings. We are here in opposition to changing the name of the West End Station to the Juanita Jones Abernathy and Ralph David Abernathy Station at West End. We are asking the Board to rescind the January 4, 2018 resolution to rename the station and we are asking you to permanently allow the West End Station to be named West End. This is your third attempt to change the name of our station. The community is in opposition to this and has always been. We will continue to show up until the Board rescinds the resolution to rename our station.

Ms. Tenel Belcher. Work for MARTA's Customer Service department. I am MARTA. I am MARTA when I am up against the most adverse conditions. I am MARTA in the cold and the hot. I am MARTA when I have friendly patrons and the unruliest patrons. I am MARTA when I sit in a station with two restrooms and I have the public and coworkers that use it and I must circumvent a line to get our drivers in and out of the restroom to get back to their bus. I am grateful to be hired by MARTA to serve. I love MARTA.

Dr. Ed Williams. I support the Union. I hope the Board was listening today. I also support Mr. Gresham and his contract. I am a 20-year resident of DeKalb County. Dr. Williams referenced the RTCA Contract noting there is an Amendment V and an Amendment XI that was never been signed by the City of Atlanta. There is an Amendment XIII that was signed by CEO Ellis who had not taken the Oath of Office at the time he signed the Amendment. There is also an Amendment XIV, which is a contract with Clayton County

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to run MARTA rail through Clayton County, however that Amendment did not require Clayton to pay any financials, recognizing they were not a part of MARTA from 1971 to 2014 – that is a violation of the Contract. Dekalb County, Fulton County and City of Atlanta have paid into the system from 1971 until present. To allow Clayton County and Gwinnet to become a part of the system; the contract terms are unfair.

Mr. Terrence Gibson. The Union wants to be treated fairly. When 85 burned down, the Union moved the people of Atlanta. They did not get credit. The Super Bowl is about to happen and the Union is not getting credit. The Union is not getting fair pay.

Ms. Lisa Stines. Represent NPU-T, West End. Ms. Stines asked if MARTA would go through with the name change. Asked that a MARTA representative sit in on the meeting for station improvement plans for West End. The West End parking is filled to capacity. She asked that Ashby parking be reopened to provide additional parking for West End patrons.

Ms. Donna Holland. Ms. Holland addressed dangerous issues with Routes #153 and #58. Senior citizens are having to walk over four lanes of traffic to get to the bus stop. She asked that MARTA reposition the bus stop to a safer area.

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Minutes of the November 1, 2018 Meeting of the MARTA Board of Directors

On motion by Mr. Dallas seconded by Mrs. Hardage, the minutes were unanimously approved by a vote of 11 to 0, with 13* members present.

Audit Committee Report

Mrs. Hardage reported that Audit Committee met on November 16, 2018 and received the following briefings:

- a) Results of MARTA's Annual External Audit
- b) Review of Audit Activity
 - Review of the Proposed Audit Committee Calendar and Standing Agenda for Calendar Year 2019
 - Staffing Update
 - New EMT Member Introduction
 - MARTA Information Technology and Cybersecurity Update

Planning & External Relations Committee Report

Mr. Griffin reported that the Planning & External Relations Committee met on November 28, 2018 and approved the following resolutions:

- a. Resolution Authorizing the Solicitation of Proposals for the Procurement of Transit and Digital Advertising, RFP P42916
- b. Resolution Authorizing the Solicitation of Proposals for the Procurement of Bus Stop Amenities Program
- c. Resolution Authorizing the Award of a Contractor for Clayton County Advertising Benches
- d. Resolution Authorizing the Approval of Service Modifications for December 8, 2018 on Routes 89 and 143
- e. Resolution Adopting a Locally Preferred Alternative for Clayton County Transit Initiative

On motion by Mr. Griffin seconded by Ms. Abdul-Salaam, the resolutions were unanimously approved by a vote of 11 to 0, with 13* members present. A copy of the resolutions, **AS APPROVED, ARE ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

The Committee received the following briefings:

- a) Clayton Locally Preferred Alternative Update
- b) Quality of Service Survey FY 2018 Annual Update
- c) Media Impressions

Chairman Ashe acknowledged Mr. Griffin and Ms. Abdul-Salaam for having stewarded a complicated and at times contentious process to fruition. He thanked them for their service.

Operations & Safety Committee Report

Dr. Edmond reported that the Operations & Safety Committee met on November 28, 2018 and received the following briefing:

- a) Fire/Life Safety Super Bowl Preparations

Business Management Committee Report

Mr. Daniels reported that the Business Management Committee met on November 28, 2018 and approved the following resolutions:

- a. Resolution Authorizing Renewal of MARTA's Excess Operating Property Insurance for 2019
- b. Resolution Authorizing Award of a Contract for the Procurement of Vending Services for MARTA Headquarters Building and Satellite Facilities, Request for Proposals Number P39863-A
- c. Resolution Authorizing Additional Funds for Professional Services for Labor Relations Under Agreement L39858

On motion by Mrs. Hardage seconded by Mr. Durrett, the resolutions were unanimously approved by a vote of 11 to 0, with 13* members present. A copy of the resolutions, **AS APPROVED, ARE ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

- d. Resolution Authorizing a One-Time Payment Pursuant to the Cost of Living Adjustment (COLA) Policy for the Retirees and Drop Participants of the MARTA Non-Represented Pension Plan

On motion by Mr. Floyd seconded by Mrs. Hardage, the resolution was approved by a vote of 10 to 0, with 13* members present. A copy of the resolution, **AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

Ms. Abdul-Salaam abstained.

The Committee received the following briefings:

- a) Record-Keeping Services for the Non-Represented 401(a) Defined Contribution Plan and MARTA Employee 457(b) Deferred Compensation Plan, RFP P40527
- b) FY2019 September Financials and Key Performance Indicators

Board Approval of the 2019 Schedule of Board Meetings & Standing Committee Meetings

On motion by Mr. Daniels seconded by Mr. Pond, the schedule was unanimously approved by a vote of 11 to 0, with 13* members present. A copy of the schedule, **AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

Report of the Nominating Committee

On behalf of the 2019 Nominating Committee Chair Alicia M. Ivey, Mr. Griffin presented the 2019 Slate of Officers:

- Robert L. Ashe III, Treasurer
- Roberta Abdul-Salaam, Secretary
- William F. Floyd, Vice Chair
- Freda B. Hardage, Chair

Mr. Pond motioned to accept the nominations from the Nominating Committee. Mr. Durrett seconded.

Mr. Griffin motioned to close the floor for further nominations. Mr. Glover seconded. The 2019 Slate of Officers was unanimously approved by a vote of 11 to 0, with 13* members present.

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Commissioner Hausmann thanked the Board for working to move people through the Atlanta region. She thanked Mr. Ashe for his years of service as Chairman of the Board, noting that he has moved MARTA forward in the right direction, setting the mark for expansion. She congratulated Mrs. Hardage in her new role as Chair of the MARTA Board saying she has stepped up, dug in, did her due diligence and made good decisions.

Senator Beach said transit is moving in the right direction in metro Atlanta and it did not happen by accident. He congratulated Mrs. Hardage on becoming Chair of the Board. Senator Beach thanked Mr. Ashe for the last five years noting there would be no Gwinnett referendum in March without Mr. Ashe's hard work and input, we would not have passed the ATL without Mr. Ashe's hard work and input, when the bridge was burning Mr. Ashe led the team along with Commissioner McMurry, Chris Tomlinson and Keith Parker to rebuild the bridge in six weeks. On behalf of the Senate and Chairman Tanner (HB930), Senator Beach thanked Mr. Ashe for his dedication, vision and leadership.

Addition to the Agenda

Resolution Authorizing a Settlement of Claims of Archer Western Contractors for the Design/Build of Brady Mobility Facility in the Amount of \$1,178,630.70

On motion by Ms. Abdul-Salaam seconded by Mr. Dallas the Board unanimously agreed by a vote of 11 to 0, with 13 members present to add the resolution to the Agenda.

On motion by Dr. Edmond seconded by Mr. Durrett, the resolution was unanimously approved by a vote of 11 to 0, with 13* members present. A copy of the resolution, **AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

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Mr. Daniels said having been the immediate past Chairman, he knows the challenges of the job. He congratulated Mr. Ashe on a herculean task over the past five years of leading MARTA and bringing Clayton County on board, MORE MARTA and setting MARTA up for success in Gwinnett County. It takes time and commitment to sit in the role of Chairman. He congratulated and thanked Mr. Ashe for his commitment, time and effort.

Ms. Abdul-Salaam stated that she is deeply humbled and grateful to serve with him; as she was with his mother, Representative Kathy Ashe in the Legislature. She said she has found Mr. Ashe to be a man that cares about our citizens and constituents. Had it not been for his vision and leadership, the Clayton County referendum may not have passed.

Dr. Edmond said he and Mr. Ashe came on the Board at the same time. Mr. Ashe has worked tirelessly as Chairman of the Board over the past five years. He expressed his love and respect and gratitude for what he has done.

Commentary – Mr. Ashe

To my colleagues on the Board. To the MARTA Family. To our thousands of hard working and caring employees who provide critical service day in and day out. Our Executive Team, Our stakeholders. Thank you. These last five years have been an incredible honor. I have worked hard to listen to you and to learn where we were ready to go together. And on the occasions where I was wrong and we weren't ready yet, or I headed off in the wrong direction or my heart led me to be too passionate, you let me know. And so, with

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a remarkable degree of anonymity and consensus, we have accomplished some incredible things together. We expanded the system for the first time with an innovative contract that was fair to us, to our existing stakeholders and to Clayton County and today with Jerry and Roberta's leadership we took an incredible and historic step forward in fulfilling the promise of that contract. The promise we made to those voters. Together we fought for and got the right to ask the voters at the core of our system for billions of dollars in additional investment and service, an investment that they made and that will bear fruit in the decades to come. Together, we have preserved the legacy of fiscal discipline and conservative management that Fred Daniels and Keith Parker installed and we have now strung together by hard work, discipline and a willingness to hold the line an unprecedented strength of consecutive years of operating the black, rebuilding our reserves and our fiscal position from perilous, from the insolvency that KPMG told us that we would be at; to as strong as they have ever been. At the same time, we have maintained our Budget bottom line we have opened new routes, increased service levels, invested in new technologies and improved the customer service experience. Externally, we have insisted that MARTA be treated with the respect that we've earned because while our focus has been on rebuilding our finances and enhancing our operations we have all along been aware that others like Clayton and Atlanta and now some other jurisdictions were watching to see how we were doing. Good responsible management has also been good PR and good politics. As a direct year, this year we negotiated and approved another expansion opportunity, what would be the biggest in our history, and again we did it together as a team. With an innovative contract that respects the unique opportunity and challenge that is Gwinnett County, as well as being fair to MARTA and respecting the historic investment of our existing members. And just this morning I met with Rockdale County Chairman Oz Nesbitt and County executives who want to know how to start the conversation about bringing MARTA to Rockdale and Rockdale into MARTA and I don't think that's the only conversation that is ongoing. Both MARTA as a name and the reality of MARTA have never been stronger. None of us could have done these things alone and all of us were able to accomplish them because we did them together. Before I close, let me say a few words about my friend Freda Hardage. Three years ago, when Noni left our Board, I asked Freda to consider being our Vice Chair. She looked at me a little sideways, but I had observed her incredible confidence her intelligence and her work ethic. I do not think that she's missed but maybe a handful of meetings in all the years she has been on this Board. She is modest in how she carries herself so you wouldn't know just how senior an executive she is with Northside and how many thousands of people rely on her leadership on a daily basis including some actual life and death issues. On her behalf, since she never would, let me just say, that unlike some of the rest of us, she is an actual big deal. Her executive experience will be invaluable. It already has been invaluable to us as she served as our Audit Committee

Chair as we at MARTA continue and improve our operations and administration and consolidate and deliver on the initial investments that voters have blessed us with. As our Vice Chair she and I have worked a lot of long hours together to try and navigate the political waters, including in some parts of the region that were frankly foreign to me. I'm not singling you out Johns Creek and Alpharetta, but I'm not, not singling you out either. Her relationships and commitment to public transit for the entire region are why she is here. They are also why, along with her lifetime of private sector excellence I was proud to nominate her and am so confident she will be a great Chairwoman for this Authority. We are all so proud of her and love her dearly.

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Adjournment

The meeting of the MARTA Board of Directors adjourned at 3:17 p.m.