

MINUTES

WORK SESSION OF THE BOARD OF DIRECTORS

METROPOLITAN ATLANTA RAPID TRANSIT AUTHORITY

January 10, 2019

12:10 p.m.

Board Members Present

Roberta Abdul-Salaam
Robert L. Ashe III
Robert F. Dallas
Frederick L. Daniels, Jr.
Jim Durrett
William 'Bill' Floyd
Ryan Carter Glover
Jerry Griffin
Freda B. Hardage
Alicia M. Ivey
Russell R. McMurry, P.E.*
John 'Al' Pond

Staff Members Present

Jeffrey A. Parker
Luz Borrero
Wanda Dunham
Gordon Hutchinson
Melissa Mullinax
Elizabeth O'Neill
David Springstead
LaShanda Dawkins
Virgil Fludd
Benjamin Limmer
James Siebert (Acting)
Kirk Talbott
Tom Young (Interim)
Paula Nash
Donna DeJesus
Colleen Kiernan
Rhonda Allen
John Cochran
Donna Dunn
Jonathan Hunt
Justin Kirnon

Also in attendance Robert Highsmith of Holland & Knight, LLP; Joe Beasley; Brent Brewer; Jeanette Brown of West End; Erik Burton of HNTB; Carletta Clarington; Susan Cobb of West End; Ila W. Collins of SLK; Tammy Drummonds of Drummonds Concrete Construction; John Evans; Stephan Gresham of Gresham Transit; Clarence Griggs; Scott Haggard of ATL; Linda Hamrick; Vincent Harris of GTS; Brenda Harrison of Clayton County Citizen; Sandra Holmes of Restore DeKalb; Leesa Kellam; Stan King of SLK; Edward Leidelmeyer of Fulton County; Gina Mangham of East DeKalb Community Coalition; Joscelyn O'Neil of DeKalb; Keith Parker of Clayton County; Joanne

* Russell R. McMurry, P.E. is Commissioner of GDOT and is therefore a non-voting member of the MARTA Board of Directors.

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Rhone of West End-NPU-T; Lisa Stines of NPU-T; Jessica St. Julien of SLK; David Wickert of *The AJC*. Others in attendance Ashanti Boothe, Tonya Gantt, Tyrene Huff, Keri Lee, Adrien Carter, Abebe Girmay, Courtney Middlebrooks, LaTonya Pope, Ed Bishop, Negesha Boyd and Stephany Fisher.

Chair's Report

Upcoming Meetings

Friday, January 25, 2019
- Audit Committee – 10:00am

Thursday, January 31, 2019
- Planning & External Relations Committee – 9:30am
- Operations & Safety Committee – (immediately following Planning)
- Business Management Committee – (immediately following Operations)

Thursday, February 14, 2019
- Work Session – 12:00noon
- Board – 1:30pm

Approval of the December 6, 2018 Work Session Minutes

On motion by Mr. Durrett seconded by Mr. Pond, the minutes were unanimously approved by a vote of 7 to 0, with 7 members present.

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As a reminder to the Board, Chair Hardage briefly reviewed MARTA's Board of Directors' Committee Structure noting that even though there are 'members' on each Committee, all Committees are *Committee of the Whole*; therefore, each Board member is encouraged to attend all meetings, when possible.

Chair Hardage reminded Board members of MARTA's yearly event, *State of MARTA* being held on Friday, January 11, 2019. Each MARTA Board member will act as host and be seated throughout the audience at the tables of MARTA's jurisdictional partners, electeds, business partners and others.

Chair Hardage called the Board's attention to a letter dated January 10, 2019. She explained that Holland & Knight have been providing services over ten years

as legislative advisor and more recently as General Counsel. The letter was read into the record as follows:

The firm of Holland and Knight, LLP has been providing professional services to MARTA for over ten years. It has led MARTA's Federal lobbying efforts during that time and has also been a part of the Authority's State lobbyist team.

After comprehensive procurement processes the firm was selected to serve as the Authority's bond counsel over four years ago and approximately three years ago was selected as one of the firms to provide outside counsel services for the Authority. At that time Robert Highsmith, Jr. was selected to serve as the Authority's General Counsel.

MARTA Board of Directors has discussed the various roles being performed by the firm and specific individuals in the firm and does not see any conflict of interest in the provision of those varied services.

Should there be a situation in the future which presents a potential conflict, or appearance of conflict, the Board will retain other external counsel to handle the matter in question.

On motion by Mr. Durrett seconded by Mr. Pond the letter was unanimously approved by a vote of 11 to 0, with 12* members present.

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General Manager/CEO Report

Resolution – Amendment to the Advertising Policy

Referencing a handout entitled: *Metropolitan Atlanta Rapid Transit Authority Advertising Policy and Regulations*, Ms. O'Neill briefed Board members.

The amendment MARTA is seeking to its advertising policy is contained in Item 1(3) (page 2). MARTA is seeking to add the following language – ... *advertising by a governmental entity for a specific government purpose, or advertising by a non-profit organization, provided that all such advertising clearly identifies the entity sponsoring the advertising and otherwise complies with this policy.*

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MARTA is seeking this amendment primarily because there have been instances where jurisdictional partners and other entities have sought to bring campaigns such as the Anti-Human Trafficking campaign that will be a primary focus during the Super Bowl and other public outreach/public education campaigns; and to pay for that advertising. In the past, MARTA have been restricted by not allowing such advertising because the prior language provided MARTA could only provide for community education or health and safety campaigns if they had been adopted by the Ad Council. This gets rid of that restriction and allows for advertising by other public outreach campaigns, as long as the advertising is paid for and as long as it complies with all the other restrictions contained in MARTA's policy – i.e., any advertising related to obscenity, sexuality and political.

This item appears on today's Board agenda: *Resolution of the Metropolitan Atlanta Rapid Transit Authority's Board of Directors Authorizing the Amendment of the Authority's Advertising Policy.*

Mr. Parker clarified: at the core of the issue is previously the advertiser had to have worked with the Ad Council. It is now open to a broader group of nonprofits, but the restrictions are unchanged.

Mr. Floyd asked about process and appeals process

Ms. O'Neill said currently, all ads are submitted to MARTA's Marketing department by Outdoor Advertising. They make the initial determination while also consulting with MARTA's Legal department. If the advertiser makes a formal appeal, then it is sent to Legal services.

Resolution to Adopt the 2019 Legislative Priorities

Mr. Fludd presented an overview of the 2019 legislative priorities. This item appears on today's Board agenda: *Resolution of the MARTA Board of Directors Adopting Legislative Guidelines for the 2019 Georgia General Assembly.*

MARTA has engaged a stellar lobbying team to help with this year's effort – most were on the team last year. The legislative priorities for 2019 are as follows:

- 1) Bond transaction flexibility – Allows MARTA to execute bond resolutions with prior Board approval

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- 2) Restore Motor Fuel Tax Exemption (eliminated by HB 170) – Previous legislation removed motor fuel exemption which has been impacting MARTA at \$3M+ per year
- 3) Disposition of MARTA assets below \$25K – this change will offer more flexibility in the sale of small real estate holdings
- 4) Access to \$55M in clean fuel funding from SRTA
- 5) Legislation authorizing no fare policies for off-duty police officers and other law enforcement officials to encourage them to ride transit

The first three items have been on MARTA's agenda for the last couple years. The new items:

- Item 4 will partner with SRTA and ATL through a lawsuit with Volkswagen. \$55M settlement has been made available. MARTA wants to work with SRTA and ATL to utilize funds for clean fuel buses
- Item 5 will allow police officers across the region to use MARTA buses and trains while in uniform

Mr. Parker said the thought is to formalize this process and make sure MARTA patrons are aware. A formal practice that becomes a part of the MARTA Act

Mr. Dallas referenced Item 4 and asked that the wording be amended to say 'to work with all the other transit agencies in Metro Atlanta to seek State funding for execution of our common goals'. He said the language should be more generic and participatory. He further noted his perception is to illustrate MARTA is cooperatively working with its partners.

Mr. Parker suggested striking though this item as a legislative item and instead employ a collaborative working relationship with others.

Mr. Dallas asked about an item that he asked to be added to the legislative agenda: preserve MARTA's autonomy in transit governance.

Mr. Fludd interjected that this would not be a legislative item, but rather a general statement that comes from the governance document.

Mr. Dallas pointed out there is a brand-new agency called the ATL. It is important for everyone to work together, i.e., let's work cooperatively with each other to achieve great things. It will be important to make that statement.

Mr. Durrett and Ms. Ivey stated that they agree with Mr. Dallas.

Mr. Daniels said he agrees that MARTA should be congenial, but if there is opportunity to bring funds into MARTA that's separate from the others, MARTA needs to ensure that it is being fiscally disciplined in that regard. The ATL is new. We are all learning as we go. We are all getting a feel for collective governance. But as it speaks to monies that MARTA has identified as an agency, (this is coming from staff) and it represents an opportunity for the Authority. Yes, we want to be cooperative with our partners and the ATL; but as a recommendation from staff, we should support it as it is written.

Mr. Durrett said he respects Mr. Daniel's comment, but having the statement as it stands now could be misinterpreted.

Mr. Ashe said he does not interpret this as anything other than MARTA struck a good compromise last year consistent with the principles that were unanimously adopted by the Board; and we think that the idea of promises made to the voters are important. Language that was inserted in the HB930 was important and that we continue to believe that. This is an affirmation of something that we have already said – not an attempt to unwind something that's already been done. As a City of Atlanta member saying City of Atlanta has entrusted this Authority with billions of dollars, City of Atlanta has an expectation that it will continue to have a material voice in how the funds are being expended. This is not anti-anything but rather an affirmation of MARTA's historic role and our responsibility. In terms of governance, we made a promise to voters decades ago.

Board members unanimously agreed that the statement would be changed to read as follows:

- *With any changes made to HB 930, preserve MARTA's autonomy consistent with the Transit Governance Principles adopted by the Board of Directors in 2018*

Update – Station Renaming Policy

Ms. Ivey presented an update on the work of the Ad Hoc Committee for Station Renaming.

State of Affairs for the Station Renaming Committee

There were two meetings in 2018. During those meetings, it was discovered that the policy for Station Renaming was outdated and needed revision and improvement. The Committee also realized there is a need to understand the financial commitments that was required for each station renaming and which stations needed to be renamed immediately, such as Civic Center, Dome, GWCC and Ft. McPherson.

Before the creation of the Station Renaming Committee, the Board had elected to rename West End Station in honor of Mrs. Juanita Jones Abernathy due to her significant civil rights contributions as well as being a long-standing member of the MARTA Board. Just as the renaming began, MARTA started getting significant push back from the West End community in the form of calls, correspondence, media inquiry and public attendance at Board meetings. Most importantly, as the renaming process began, we discovered there had been little, if any public outreach that was done before the vote to rename West. End. The West End community had not been properly apprised. This was a third attempt to rename West End station for the Abernathy's.

Ms. Ivey submitted that it is very important that MARTA listens to its constituency and citizens. Public outreach is very important. We serve at the pleasure of the taxpayers and the citizens. Under no circumstance should the Board pass any vote without public outreach. A memorandum was sent to the Board on November 20, 2018 outlining the important issues presented by the West End community members, along with recommendations.

Recommendations:

- Revisit MARTA's Station Renaming Policy and bring it up to date and in compliance
- Recruit three citizen ambassadors on the Station Renaming Committee, so that people are available to be a part of the entire process and feel involved in each step of the way
- Review procedures to the community for outreach in making sure there is outreach and public opinion for all station renaming

This is not an attempt to not highlight the achievements of Mrs. Abernathy. Mrs. Abernathy's achievements should be highlighted for her civil rights contributions and for her contributions for transportation. It is fundamental that we have public outreach and follow the procedures to be in full compliance.

Mr. Parker noted that staff will follow up in finalizing a new station naming policy with an emphasis on public outreach. There are several stations, due to changing circumstances, that have a need to change station names. Staff would like to do all of this at once.

Mrs. O'Neill reported that communication was received from individuals that they did not feel the resolution adopted by the Board last year in renaming the West End Station was properly noticed and they have communicated this to the Attorney General's office. Ms. O'Neill said the Authority has not received any communication from the Attorney General's office, but in an abundance of caution we will bring that resolution back to you as part of the overall recommendation on a station naming policy for you to consider at the same meeting that the other issues regarding station naming are brought forward.

Mr. Daniels asked if it has been communicated to the public that the Board will not take any action on the original resolution.

Mrs. O'Neill responded yes.

Mr. Daniels asked what was omitted that caused the Authority to not be in compliance.

Ms. Ivey stated that she was referencing the absence of public outreach.

Ms. Abdul-Salaam stated her concern for the appearance of stepping back; the recommendation was made and approved by the Board under existing Board policy. In terms of undoing what was already done, when it was done properly does not seem fair.

Chair Hardage said the Board is taking a step back to ensure that MARTA knows going forward how it will name any additional stations

Mr. Daniels asked for a listing of all stations under consideration for name changes.

Update – Status of New Rail Car Procurement

Mr. Springstead presented an update on the status of new rail car procurement.

Technology has come a long way since MARTA performed its last rail car rehab. MARTA wants state of the art vehicles and is looking at performance, cost and open architecture design. There has been in-depth dialogue with the vendor community as well as a strong list of qualified suppliers.

Timeline

- Board authorized advertisement and Industry Day
- Visited car-builder facilities
- Advertised RFP
- Received four very strong proposals
- Went through a series of oral presentations off-property
- Presently in the Best and Final Offer stage (BAFO)
- In the spring staff will come back to the Board with a recommendation
- Post Award of Contract
- Projecting delivery 2022-2027

Mr. Daniels asked how will the cars help in additional efficiency going forward.

Mr. Springstead said step one would be to design a good-looking, efficient car that is well received by the public. Staff is looking at technology changes for problems we have had in the past such as door issues, communication system – the cars will have ‘car health diagnostics’.

Mr. Parker added that MARTA is also focusing on sub-systems where we have had reliability issues.

Update – State of MARTA

Mr. Parker reminded Board members that the State of MARTA event will be held on Friday, January 11. He shared key issues in driving ridership and transforming the agency. Over the next several months and years, staff will provide updates to the Board as these programs are shaped. Customers will be asked about their experience. On the station enhancement program, Frank Rucker will join MARTA and will focus on making changes to the stations. More information will come to the Board.

Mr. Durrett stated that he would like to advance the AVIS overhaul and MARTA *On the Go* in 2019. This is a big part of the rider experience. He said he would like to see traction on these efforts.

Super Bowl LIII Update

Chief Dunham provided a report.

MARTA is ready. Rhonda Allen, Dave Springstead, Tom Young and MARTA Police are the champions of this effort.

We have been aggressively working towards the Super Bowl for several years, first visiting Houston, Texas and then Minneapolis, Minnesota for best Practices and Lessons Learned. We started a year ago meeting internally with every stakeholder.

Operational Readiness – There have plenty of opportunity for dry runs: July 4th had the Soccer All Star Game, parade, Dragoncon, SEC Championship and New Year's Eve – monitoring train movement, how can we move people better, etc. Employees have had First Observer Training, Transit Ambassador Training and Human Trafficking. Two table-top exercises were held with both internal and external partners. A NFL tabletop will be held January 16th. Additional parking has been secured. There are 620 work assignments to work the stations.

Ms. Abdul-Salaam instituted a 30-member Jr. Transit Ambassador program that will be on the system passing out *See Something Say Something* flyers, *MARTA on the Go*, etc. Several youth organizations will provide students for the program. State Rep. Dewey McClain and Chris Draft will be in partnership with MARTA and the Jr. Ambassadors.

Because of the crowds coming to Atlanta, MARTA will be the best way to move around town.

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On motion by Mr. Ashe seconded by Ms. Abdul-Salaam the Board unanimously agreed by a vote of 11 to 0, with 12* members present to go into Executive Session at 1:29 p.m. to discuss personnel and legal matters.

On motion by Mr. Ashe seconded by Mr. Daniels the Board unanimously agreed by a vote of 11 to 0, with 12* members present to adjourn the Executive Session at 2:18 p.m.

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Adjournment

The meeting of the MARTA Board of Directors adjourned at 2:18 p.m.