METRO REGIONAL TRANSIT AUTHORITY

Governance Committee

MARCH 19, 2026

CHAIR: MR. DONALD CHRISTIAN
VICE CHAIR: GARY SPRING

METRO RTA
GOVERNANCE COMMITTEE MEETING AGENDA
ROBERT K. PFAFF TRANSIT CENTER BOARD ROOM
THURSDAY, MARCH 19, 2026

ITEM 1: **<u>CALL TO ORDER</u>**

ITEM 2: **<u>APPROVAL OF MINUTES FROM THE MARCH 2025 MEETING</u>**

ITEM 3: **<u>DISCUSSION ITEMS | Gert Wilms</u>**

- Article III Meetings Sec. 2. Annual Meeting

There shall be held in March of each year an annual meeting for the purpose of the election of officers and such other business as the Board directs.

- Article II Officers Sec. 2. Terms of Office

The President and Vice President elected prior to adoption of these Bylaws shall continue to hold office until the next annual meeting of the Board and until their successors take office. The terms of the President and Vice President elected thereafter shall be two years and until their successors take office. Neither the President nor Vice President shall serve more than two consecutive two-year terms. The President and the Vice President may serve multiple non-consecutive terms but no more than four years consecutively. The President and Vice President shall be elected at the annual organizational meeting of the Board and shall take office on their election. If either the President or the Vice President ceases to be a member of the Board, then he or she shall also cease to be such officer.

- Nominations for election of officers:
  - President
  - Vice President

ITEM 4: **<u>RESOLUTIONS FOR CONSIDERATION:</u>**

ITEM 5: **<u>OTHER BUSINESS:</u>**

ITEM 6: **<u>CALL FOR ADJOURNMENT</u>**

METRO RTA
GOVERNANCE
COMMITTEE MEETING MINUTES
ROBERT K. PFAFF TRANSIT CENTER BOARD ROOM
THURSDAY, MARCH 20, 2025

Committee Members Present: Donald Christian, Bob Konstand and Renee Greene

Trustees Present: Mark Derrig, Dana LaGarde, Robert DeJournett, Gary Spring, Chuck Rector, and Christine Marshall

Trustees Excused: Dave Prentice

Trustees Absent: Renee Greene

METRO Team Members Present: Dawn Distler, Gert Wilms, Angie Neeley, Tatia Harris, Jay Hunter, Shawn Metcalf, DeHavilland McCall, Eric Scott, Molly Becker, Nathan Leppo, Jamie Saylor, Grace Doyle, Laura Adkins, Quentin Wyatt, Kyle Moeglin, Kyle Stewart, Deitra Goggins, Marshall Preston, Holly Sims, Jim Meduri and Brynn Overly-Nguyen

CALL TO ORDER

Mr. Bob Konstand called the meeting to order at 10:52 am.

APPROVAL OF MINUTES FROM THE MARCH 2024 MEETING

Mr. Robert DeJournett made a motion to approve minutes from March 2024.
Ms. Dana LaGarde 2nd the motion. The minutes were unanimously approved.

SUB-COMMITTEE REPORTS

Discussion Items | Gert Wilms

Ms. Gert Wilms provided recommendations for updates to the bylaws regarding Article 5 – Committees.

Ms. Dana LaGarde expressed concern regarding government scrutiny of certain terminology related to organizational culture. She suggested that using the term "planning" might be a softer approach. Ms. Gert Wilms mentioned there have been extensive internal discussions on this matter. She emphasized that while wording adjustments may be considered, they will not change the organization's mission, values, or level of service. Additionally, an email was received from the Department of Justice and the EEOC, indicating their focus on matters related to Diversity, Equity, and Inclusion. Some takeaways from the recent APTA Legislative Conference were the

guidance, making sure we look at job descriptions, our website, and follow the rules that are sent to us.
Ms. Gert Wilms provided recommendations on the public comment policy.
Mr. Mark Derrig presented recommendations for the Chairs and Vice Chairs of all the newly formed committees.

RESOLUTION FOR CONSIDERATION

OTHER BUSINESS

Mr. Donald Christian acknowledged the **Civility Policy**, which was adopted in 2020, emphasizing that it applies to the Board, employees, and the entire agency. He recognized that Ms. Dawn Distler, along with the organization, staff, and Board, communicate effectively and maintain a high level of professionalism. He encouraged everyone to revisit the policy, ensuring they fully understand their responsibilities. He also stressed the importance of treating everyone with respect and being mindful of communication to uphold a positive and professional environment.

CALL FOR ADJOURNMENT

Mr. Robert DeJournett made a motion to adjourn the meeting.

Adjourned at 11:13 am.

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DAWN S. DISTLER,
CHIEF EXECUTIVE OFFICER/
SECRETARY-TREASURER

________/_______/____________
Date (MM/DD/YYYY)