

**CHATTANOOGA AREA REGIONAL TRANSPORTATION AUTHORITY
AND
THE CHATTANOOGA PARKING AUTHORITY
BOARD MEETING AGENDA**

September 21, 2023

CALL TO ORDER

QUORUM CALL

INVOCATION

ADOPTION OF MINUTES

OPERATING REPORTS:

Finance and compliance Committee Report: Patricia McKoy

- Financial Report: Sonja Sparks
- Statistical Report: Philip Pugliese

HR and Workforce Relations Committee Report: Charita Allen

- Staffing Updates: Jeff Smith

Revenue Committee Report: Corey Evatt

- On-street parking meter rate

Compensation Committee Report: Arcie Reeves

Operations Committee Report: Johan de Nysschen

- CARTA's Title VI Program presentation: Phil Pugliese

Procurement Committee Report: Jenny Park

Action needed:

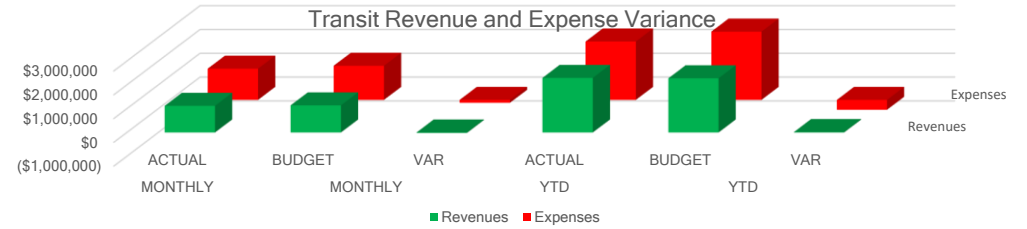
- Update the gendered language in the CARTA by-laws.
- Increasing the on-street parking meter rate.
- Resolution #599 verifying review and approval of the CARTA Title VI Program.
- Resolution #600 verifying consideration, awareness, and approval of the results of the CARTA Title VI monitoring program for 2023 update.

CARTA
Variance Report
For the Two Months Ending Thursday, August 31, 2023

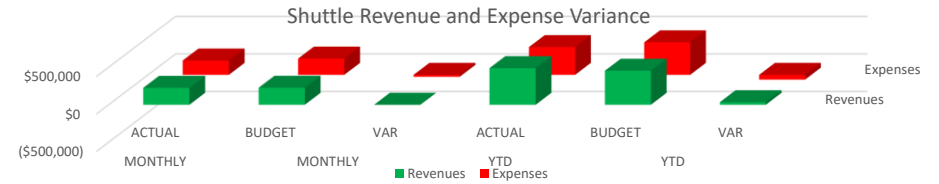
	<u>MONTHLY ACTUAL</u>	<u>MONTHLY BUDGET</u>	<u>VARIANCE</u>	<u>YTD ACTUAL</u>	<u>YTD BUDGET</u>	<u>VARIANCE</u>
TRANSIT						
Revenues	\$1,119,397	\$1,138,932	(\$19,535)	\$2,294,589	\$2,277,863	\$16,725
Expenses	<u>1,312,424</u>	<u>1,434,111</u>	<u>(121,687)</u>	<u>2,452,334</u>	<u>2,868,222</u>	<u>(415,888)</u>
NET	(193,027)	(295,179)	102,152	(157,745)	(590,358)	432,613
SHUTTLE						
Revenues	\$225,623	\$226,935	(\$1,312)	\$488,434	\$453,871	\$34,563
Expenses	<u>190,946</u>	<u>216,931</u>	<u>(25,985)</u>	<u>370,199</u>	<u>433,862</u>	<u>(63,663)</u>
NET	34,677	10,004	24,673	118,235	20,009	98,226
INCLINE						
Revenues	\$353,726	\$340,173	\$13,553	\$770,087	\$755,346	\$14,741
Expenses	<u>248,166</u>	<u>213,314</u>	<u>34,852</u>	<u>454,500</u>	<u>426,628</u>	<u>27,872</u>
NET	105,559	126,859	(21,300)	315,587	328,718	(13,131)
CARE-A- VAN						
Revenues	\$85,806	\$80,849	\$4,958	\$165,656	\$161,697	\$3,959
Expenses	<u>256,836</u>	<u>211,797</u>	<u>45,039</u>	<u>489,268</u>	<u>423,594</u>	<u>65,675</u>
NET	(171,030)	(130,948)	(40,082)	(323,612)	(261,897)	(61,716)
PARKING						
Revenues	\$322,445	\$299,558	\$22,887	\$664,154	\$599,116	\$65,038
Expenses	<u>194,282</u>	<u>202,944</u>	<u>(8,662)</u>	<u>372,246</u>	<u>405,888</u>	<u>(33,642)</u>
NET	128,164	96,614	31,550	291,908	193,228	98,680
CARTA - Total						
Revenues	\$2,106,997	\$2,086,446	\$20,550	\$4,382,919	\$4,247,893	\$135,026
Expenses	<u>2,202,654</u>	<u>2,279,096</u>	<u>(76,442)</u>	<u>4,138,546</u>	<u>4,558,193</u>	<u>(419,646)</u>
NET	(95,658)	(192,650)	96,992	244,372	(310,300)	554,672

CARTA
Variance Report
For the Two Months Ending Thursday, August 31, 2023

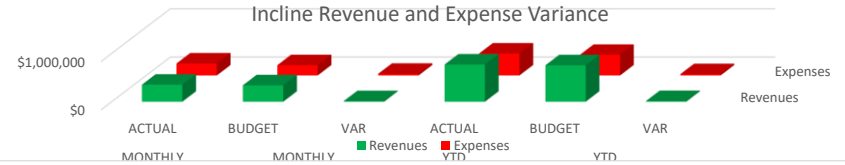
	MONTHLY ACTUAL	MONTHLY BUDGET	VAR	VAR(%)	YTD ACTUAL	YTD BUDGET	VAR	VAR(%)
TRANSIT								
Revenues	\$1,119,397	\$1,138,932	(\$19,535)	-1.7%	\$2,294,589	\$2,277,863	\$16,726	0.7%
Expenses	1,312,424	1,434,111	(\$121,687)	-9.3%	2,452,334	2,868,222	(\$415,888)	-17.0%
NET	(193,027)	(295,179)	\$102,152		(157,745)	(590,359)	\$432,614	



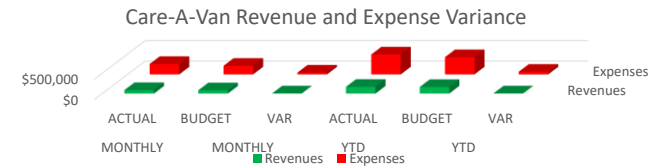
SHUTTLE								
Revenues	\$225,623	\$226,935	(\$1,312)	-0.6%	\$488,434	\$453,871	\$34,563	7.1%
Expenses	190,946	216,931	(\$25,985)	-13.6%	370,199	433,862	(\$63,663)	-17.2%
NET	34,677	10,004	\$24,673		118,235	20,009	\$98,226	



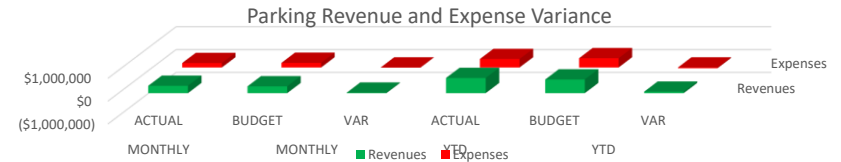
INCLINE								
Revenues	\$353,726	\$340,173	\$13,553	3.8%	\$770,087	\$755,346	\$14,741	1.9%
Expenses	248,166	213,314	\$34,852	14.0%	454,500	426,628	\$27,872	6.1%
NET	105,560	126,859	(\$21,299)		315,587	328,718	(\$13,131)	



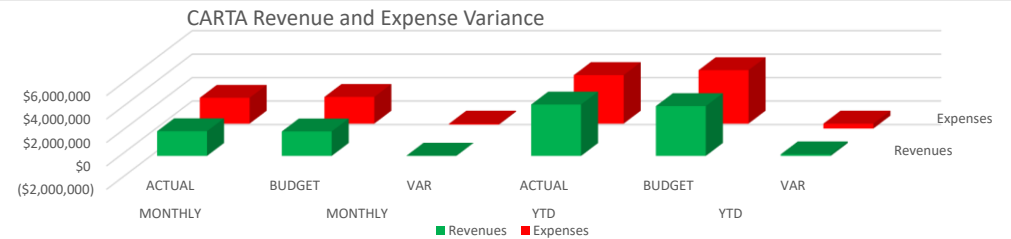
CARE-A-VAN								
Revenues	\$85,806	\$80,849	\$4,957	5.8%	\$165,656	\$161,697	\$3,959	2.4%
Expenses	256,836	211,797	\$45,039	17.5%	489,268	423,594	\$65,674	13.4%
NET	(171,030)	(130,948)	(\$40,082)		(323,612)	(261,897)	(\$61,715)	



PARKING								
Revenues	\$322,445	\$299,558	\$22,887	7.1%	\$664,154	\$599,116	\$65,038	9.8%
Expenses	194,282	202,944	(\$8,662)	-4.5%	372,246	405,888	(\$33,642)	-9.0%
NET	128,163	96,614	\$31,549		291,908	193,228	\$98,680	



CARTA - Total								
Revenues	\$2,106,997	\$2,086,446	\$20,551	1.0%	\$4,382,919	\$4,247,893	\$135,026	3.1%
Expenses	2,202,654	2,279,096	(\$76,442)	-3.5%	4,138,546	4,558,193	(\$419,647)	-10.1%
NET	(95,657)	(192,650)	\$96,993		244,373	(310,300)	\$554,673	



AUGUST 2023 PARKING REPORT

	<u>Meters</u>	<u>Shuttle</u>	<u>Lots</u>	<u>Garages</u>
Revenues	\$ 153,998.00	\$ -	\$ 91,784.00	\$ 125,354.00
Enforcement	\$ 88,049.00	\$ -	\$ -	\$ -
Donations	\$ -	\$ 906.00	\$ -	\$ -
Advertising	\$ -	\$ -	\$ -	\$ -
Rental	\$ -	\$ 800.00	\$ -	\$ 4,101.00
Fed/State Grants	<u>\$ -</u>	<u>\$ 94,462.00</u>	<u>\$ -</u>	<u>\$ -</u>
Total Revenue	\$ 242,047.00	\$ 96,168.00	\$ 91,784.00	\$ 129,455.00
Onstreet Enforcement Expenses	\$ 183,597.00	\$ -	\$ -	\$ -
Shuttle Expenses	\$ -	\$ 151,600.00	\$ -	\$ -
Lot Expense	\$ -	\$ -	\$ 12,254.00	\$ -
Garage Expense	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 39,346.00</u>
Total Expense	\$ 183,597.00	\$ 151,600.00	\$ 12,254.00	\$ 39,346.00
Net Revenue	\$ 58,450.00	\$ (55,432.00)	\$ 79,530.00	\$ 90,109.00
Net Meters & Shuttle	\$ 3,018.00			
Total Parking	<u>\$ 172,657.00</u>			

NOTE: Meters and Shuttle are combined because expenses of both are recognized as parking expenses by city code.

meter expense = management expense, rent expense, salaries, meetings, travel, bank and c.c. fees, taxes, property insurance, etc.

garage fees = management fees plus security fees plus insurance

Incline lot revenue and expenses are reported in Incline which will create a difference

Chattanooga Area Regional Transportation Authority
Statistical Report
For the Period Ending August 31, 2023

	<u>This Month</u>	<u>Month YR</u> <u>Ago</u>	<u>YTD</u>	<u>Prior YTD</u>
<u>TRANSIT</u>				
Ridership	86,505	84,969	160,781	158,992
Weekday Average - with Mocs	3,247	3,189	3,118	3,094
Weekday Average - without Mocs	3,162	3,070	3,072	3,030
Saturday Average	2,159	2,121	2,155	2,092
Sunday Average	794	784	813	792
Miles	165,749	143,125	315,373	273,872
Passengers/Mile	0.52	0.59	0.51	0.58
Accidents	3	1	3	2
Operating Cost/Rider	9.15	9.68	9.28	9.94
<u>SHUTTLE</u>				
Ridership	22,930	18,821	49,069	39,213
Weekday Average	754	632	805	643
Saturday Average	949	760	1,021	820
Sunday Average	450	310	497	394
Miles	15,569	13,101	28,979	26,471
Passengers/Mile	1.47	1.44	1.69	1.48
Accidents	0	0	1	0
Operating Cost/Rider	3.20	3.47	2.93	3.32
<u>INCLINE</u>				
Ridership	33,481	38,473	115,632	108,980
Net Revenue/Passenger	3.15	3.94	2.73	3.31
Days Down	0	0	0	0
<u>CARE-A-VAN</u>				
Ridership	4,768	4,360	8,753	8,269
Miles	55,602	49,139	102,850	93,524
Turndowns	1	0	1	0
Accidents	0	1	0	3
Operating Cost/Rider	44.19	42.32	44.91	42.55
Passengers/Hour	1.26	1.30	1.25	1.28
<u>TOTAL CARTA</u>				
Ridership	147,684	146,623	334,235	315,454

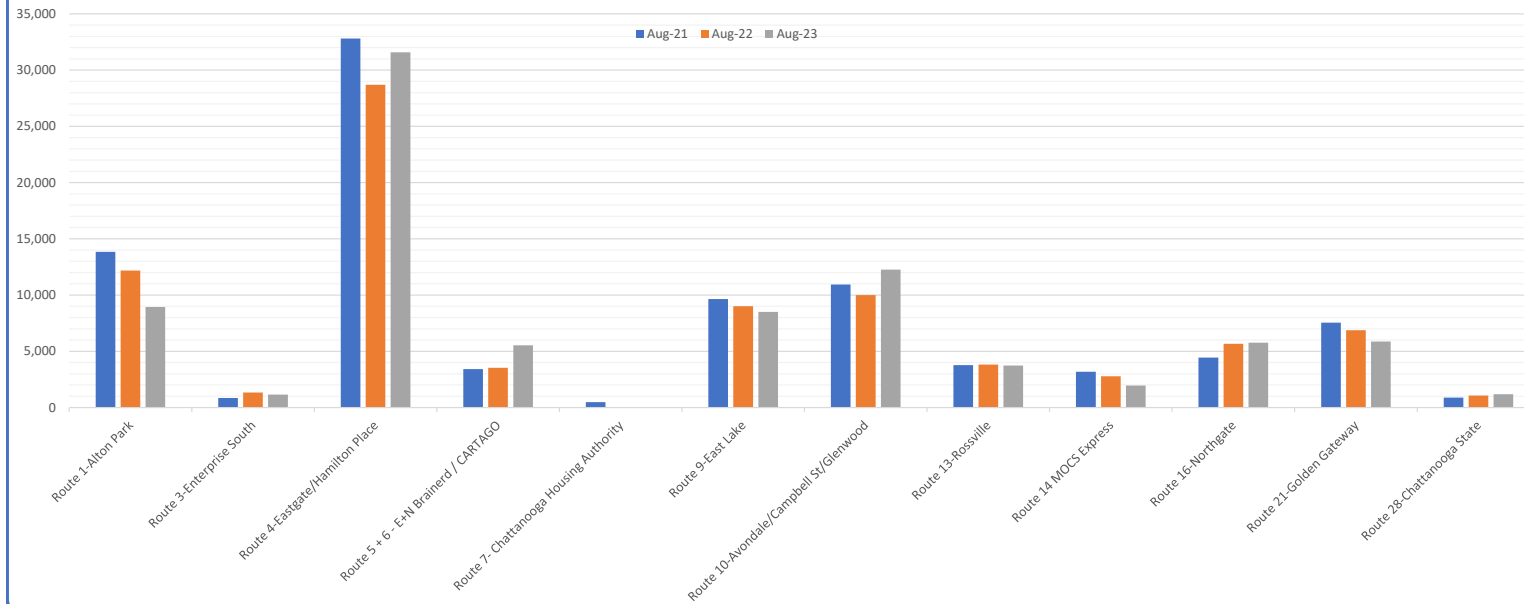
*** Notes to the Statistical Report:**

North Shore Shuttle	2,804	2,495	5,466	4,707
MOCS Express	1,963	2,746	1,963	2,746
Bicycles Carried	1,750	1,781	3,128	3,278
Wheelchairs Carried	1,520	1,770	2,756	3,243
St.Elmo/Incline	2,197	1,276	4,535	2,495

Days of Operation Transit, Care-A-Van, Incline, Shuttle

Number of Weekdays	23	23
Number of Saturdays	4	4
Number of Sundays	4	4
	<u>31</u>	<u>31</u>

Year to Year comparison of ridership by route August 2021/August 2022/August 2023

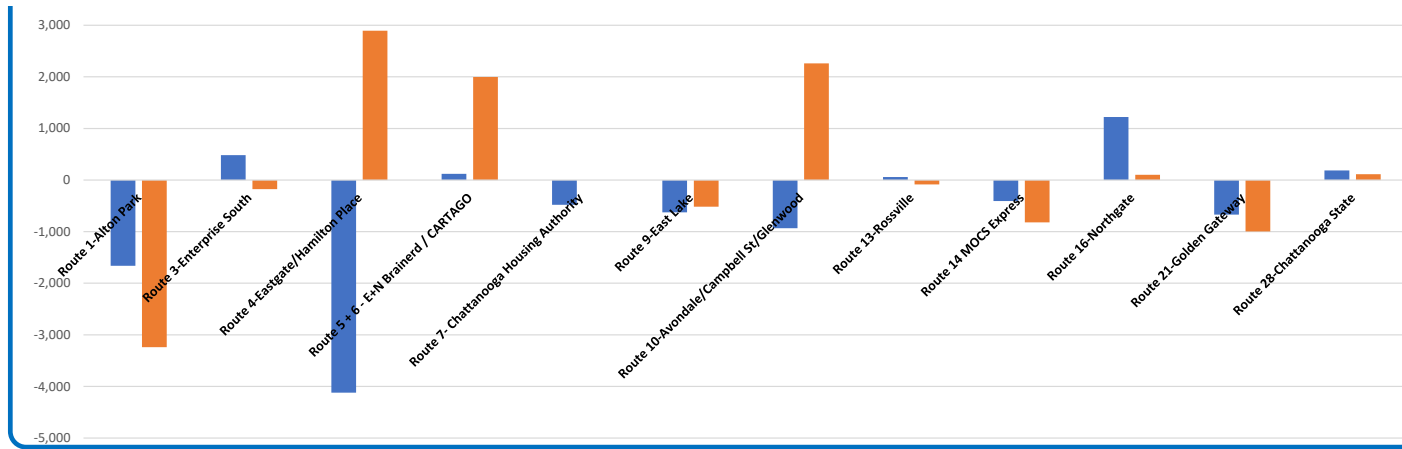


	Aug-21	Aug-22	Aug-23
Route 1-Alton Park	13,839	12,176	8,937
Route 3-Enterprise South	851	1,335	1,159
Route 4-Eastgate/Hamilton Place	32,813	28,693	31,588
Route 5 + 6 - E+N Brainerd / CARTAGO	3,418	3,537	5,534
Route 7- Chattanooga Housing Authority	479	0	0
Route 9-East Lake	9,642	9,016	8,501
Route 10-Avondale/Campbell St/Glenwood	10,934	9,999	12,259
Route 13-Rossville	3,763	3,821	3,735
Route 14 MOCS Express	3,191	2,785	1,963
Route 16-Northgate	4,449	5,671	5,774
Route 21-Golden Gateway	7,541	6,870	5,875
Route 28-Chattanooga State	879	1,066	1,180

Totals: 91,799 84,969 86,505

Year to Year comparison of ridership by route Difference August 2022/August 2021- August 2023/August 2022





	Difference 2022/2021	Difference 2023/2022
Route 1-Alton Park	-1,663	-3,239
Route 3-Enterprise South	484	-176
Route 4-Eastgate/Hamilton Place	-4,120	2,895
Route 5 + 6 - E+N Brainerd / CARTAGO	119	1,997
Route 7- Chattanooga Housing Authority	-479	0
Route 9-East Lake	-626	-515
Route 10-Avondale/Campbell St/Glenwood	-935	2,260
Route 13-Rossville	58	-86
Route 14 MOCS Express	-406	-822
Route 16-Northgate	1,222	103
Route 21-Golden Gateway	-671	-995
Route 28-Chattanooga State	187	114

-6830 1,536

MINUTES OF THE BOARD OF DIRECTORS MEETING OF
THE CHATTANOOGA AREA REGIONAL TRANSPORTATION AUTHORITY

AND

THE CHATTANOOGA PARKING AUTHORITY

August 17, 2023

The regular meeting of the Board of Directors of the Chattanooga Area Regional Transportation Authority (CARTA) and the Chattanooga Parking Authority was held Thursday, August 17, 2023, starting at 10:00 a.m., at the Board Building, 1617B Wilcox Blvd. Chattanooga, TN 37406. The meeting was held in accordance with Section 4, Paragraphs 1 and 2 of the ordinances creating the Authority and pursuant to the notice advertised in the Chattanooga Times Free Press on August 6, 2023. The following Board members were in attendance and constituted a quorum: Johan de Nysschen, Chairman; Evann Freeman, Vice Chairman; Patricia McKoy, Treasurer; Charita Allen, Corey Evatt, Bill Nye, Stephen Culp, Jenny Parks, Daniela Peterson, and LeAndrea Sanderfur. The following persons were also in attendance: Jeff Smith, interim Executive Director; Sonja Sparks, Chief Financial Officer; Philip Pugliese; Transportation System Planner; Rachael Ruiz, Legal Counsel, Miller & Martin; Dena Franklin, Payroll & A/R Administrator; Starla Reidel, Human Resource Coordinator; and various media and guests. At Mr. de Nysschen's request, Ms. Rachael Ruiz called the meeting to order and declared a quorum present. Ms. Ruiz then called on Ms. McKoy to give the invocation.

Ms. Ruiz stated that all members had been sent a copy of the July 20, 2023, Board meeting minutes and asked if there were any additions or corrections. Mr. Evatt requested a review and revision of the minutes to provide additional details regarding the prior month's

discussion surrounding the Town of Lookout Mountain's request for a payment in lieu of taxes on ticket sales at the Upper Station. At Mr. de Nysschen's suggestion, the review of the minutes was moved to the end of the agenda for further discussion. Mr. de Nysschen next requested a change to the sequence of agenda items to allow for presentations by guests. There were no objections.

Mr. de Nysschen welcomed Mr. Walker Jones, Mayor of the Town of Lookout Mountain, Tennessee. Mr. Jones requested confirmation that the Board received the previously requested financial information provided by the Town. Mr. de Nysschen confirmed it had been distributed. Mr. Jones reported that the Town lost approximately \$108,000 annually due to the unintended consequences of CARTA's business model change that restructured parking and ticket sales from the Upper Station located within the city limits of the Town. Mr. Jones also reported that the Hall Income Tax was phased out in 2021, and that this revenue previously accounted for thirty percent (30%) of the Town's budget. Mr. Jones further reported that to assist with offsetting revenue losses property taxes had been raised from \$1.88 per \$100 of assessed valuation to \$2.15 per \$100 of assessed value. Mayor Jones answered questions regarding recent purchases and other questions from the members of the Board. Points and questions raised during the discussion included:

- Sales taxes presently generated from concession operations by See Rock City at the Upper Station total approximately \$27,000 per year;
- Though parking rates have been increased by the Town, overall parking revenue has fallen dramatically because tourists are no longer parking in large numbers to use the Incline from the Upper Station;
- The Town had added parking kiosks about 8 years ago, while the prior business model was in effect, with heavy usage of the spaces near the Incline;
- The Town maintains a contingency fund (rainy day fund) equivalent to about 60% of its annual budget;
- The Hall Income Tax was phased out by the State at about a 20% reduction each year until it was fully phased out;

- The Town has purchased two new police cars last year and one other the year before that;
- The Town purchased a new fire truck to replace its 26 year old truck with assistance from ARPA funding, at a cost of about \$680,000; and
- The Town's property tax rate is \$2.15 per \$100 of assessment, as compared to Chattanooga's rate of \$2.25 per \$100 dollars of assessment.

At the conclusion of Mr. Jones' presentation, Mr. de Nysschen summarized the facts and Mayor Walker's request. He then asked if there were any additional comments or questions regarding the payment in lieu of taxes action. There being none, a motion was made by Ms. Allen, seconded by Ms. Sanderfur, and followed by a roll call vote. Mr. de Nysschen, Mr. Freeman, Ms. Allen, and Ms. Sanderfur voted in favor; Mr. Evatt, Mr. Nye, Ms. Parks, and Ms. Peterson were opposed; and Mr. Culp and Ms. McKoy abstained. Ms. Ruiz stated that due to a tie vote, the action failed.

Under "New Business," Mr. de Nysschen next called on Ms. Karen Hunt with the Regional Planning Agency to present information on Plan Chattanooga. Ms. Hunt reported that the Regional Planning Agency is developing a comprehensive plan for all of Chattanooga and Hamilton County. The initiative includes anything effecting the growth of Chattanooga, including housing development, commercial development, natural resources, infrastructure, and transportation. Assisting the Regional Planning Agency are consultants from Planning Next from Columbus, Ohio. Ms. Hunt stated the current phase is analysis and that a public survey is accessible online at PlanChattanooga.org. Ms. Hunt and Mr. Michael Curtis, with Planning Next, provided information regarding the Plan Chattanooga survey. Board Members discussed how CARTA may be benefited by the Plan and what Board Members could do to assist with the initiative. There was discussion regarding survey accessibility on busses and surveys in languages other than English.

Under “New Business,” Mr. de Nysschen next called on Mr. Doug Chapin, President and CEO of See Rock City Inc. (SRC), to present on the relationship between SRC and the Incline. Mr. Chapin stated that he discussed potential mutually beneficial revenue generating opportunities with the Revenue Committee. Those opportunities include: (i) incorporating Incline marketing under SRC’s marketing department, (ii) renovating the Incline stations, and (iii) creating an immersive attraction experience. Mr. Chapin suggested utilizing PG&A Destinations as experienced master planners, who have been hired by SRC, and would thereby save CARTA money on travel expenses for the company representatives. Mr. Chapin stated a collaboration with SRC may allow for creative funding solutions and grant funding opportunities. Mr. Chapin next suggested themed shuttle services between the Mountain attractions to be provided by CARTA, as well as parking opportunities for the Incline parking lot in St. Elmo. At the conclusion of Mr. Chapin’s presentation, Mr. de Nysschen stated that the Incline should be viewed as an attraction with additional revenue opportunities available. Other Board Members noted that CARTA’s primary purpose is public transportation, not entertainment. Mr. de Nysschen requested that the Revenue Committee evaluate the opportunities presented by Mr. Chapin’s and provide proposals at next month’s meeting.

Mr. de Nysschen next called on Ms. McKoy to give an update from the Finance and Compliance Committee. Ms. McKoy requested that Mr. Nye read the minutes from the July 20, 2023, Committee meeting. Mr. Nye reported that the Finance and Compliance Committee met July 20, 2023, where it was brought to their attention that the FY24 payroll budget was advanced and allocated prior to July 20, 2023, Board meeting. Employees received FY24 merit salary increases on the July 13th paycheck. Mr. Nye next stated that during the meeting, the Finance and Compliance Committee requested from Mr. Smith and Ms. Sparks an explanation as to why the merit salaries were applied prior to the Board meeting, and proposals of good

sound business processes to prevent this from happening in the future. As of the date of the Board meeting, the Committee had not received the requested information, but the committee had received a list of the amounts and recipients. Mr. Nye requested a written plan by the close of business day on August 31, 2023. Mr. Nye next requested an audit on FY24 merit compensation and increases to review equity and fairness of merit allocations. Mr. Nye next requested a review of current consultants to determine whether CARTA is duplicating efforts with similar job duties. Mr. de Nysschen asked if Mr. Smith or Ms. Sparks had any comments or responses. Ms. Sparks requested that the Committee provide a list via email of the Committee's requests as they had not previously received specific requests from the Committee. Ms. Sparks advised a response would be provided by the date requested.

Mr. de Nysschen next called on Ms. Sparks to present the Financial Reports for July 2023. Ms. Sparks noted that overall, for the month, Care-A-Van ended with a net revenue deficit at month end, while Transit, Incline, Shuttle and Parking ended with a net revenue increase. Revenue for the month was \$2,484,804 compared to the budgeted \$2,370,328. Expenses were \$2,038,441 compared to a budgeted \$2,279,096 resulting in a net increase in income of \$446,363 and a net increase variance to budget of \$355,131.

Ms. Sparks next noted that Transit revenues were over budget by \$36,260 from an increase in passenger revenue of \$35,542. Transit expenses were under budget by \$222,854, due to a wage and benefit variance of \$131,635, arising from the budget for full staffing. Ms. Sparks noted that wage and benefits are budgeted equally over twelve months of the year. There are 26 pay periods annually resulting in two to three months containing 5 week pay periods. The wage increase of 2% scheduled to be effective January 1st, 2024 is included in the entire year. CARTA recognizes the amount in the over budget variance for the first six months of the fiscal year. CARTA budgets at the highest rate for union employees that have staggered rates

based on longevity. All these factors contribute to wage and benefit variances throughout the year.

Software maintenance was under budget at \$19,210 due to the timing of annual purchases. Fuel was under budget at \$22,679, CARTA budgeted \$3.02 per gallon for diesel. The actual price was \$2.75. Maintenance was under budget at \$19,745 during the month. This resulted in a monthly over budget variance in net income of \$259,114.

Shuttle revenues were over budget by \$35,875 due to increases in parking garage revenue at the North Lot. Shuttle expenses were under budget by \$32,625 due to a variance in wages and benefits of \$20,696. Maintenance was also under budget by \$3,713. The net income over budget variance for Shuttle revenue was \$68,500.

Incline revenues were over budget by \$1,188 due to an increase in passenger and parking lot revenue. Incline expenses were over budget \$1,259 due to over budget variance in wages. The net income under budget variance for the Incline was \$70. Care-A-Van revenue was under budget by \$999 due to a decrease in passenger revenue. Care-A-Van expenses were over budget by \$34,609 due to an over budget variance in wages and benefits in the amount of \$29,513 and maintenance of \$3,635. The net income over budget variance was \$35,607 for the month.

Parking revenues were over budget by \$42,151 due to an over budget variance in revenue at the Renaissance and Riverfront lots. The parking expense under budget variance of \$21,044 was due to a decrease in maintenance expenses. The net income over budget variance for parking was \$63,194.

From the breakout detail of the Parking Reports, Ms. Sparks noted that the combined parking meter and enforcement collections reflected net positive revenue of \$54,955 and shuttle cost of \$44,129. Net meters and net shuttle revenues together reflected a net positive of \$10,426,

and total net parking revenue for the month (including surface lot and garage revenues and expenses) reflected a positive net revenue of \$244,188.

Mr. de Nysschen next called Mr. Pugliese to present the Statistical Report. On a year-to-year comparison for July, Transit ridership was up .3%; Shuttle ridership was up 28.2%; Incline ridership was up 16.5%; and Care-A-Van ridership was up 1.9%, with zero (0) turndowns. North Shore Shuttle ridership was up 20.3%; the number of bicycles carried was down 7.9%; and the number of wheelchairs carried was down 16.1%. Regarding Preventable Accidents for the month, Transit and Care-A-Van each had zero (0) and Shuttle had one (1).

Ms. Ruiz asked if there were any additional comments or questions regarding the Statistical Report. There being none, a motion was made by Ms. Parks, seconded by Ms. McKoy, and followed by a vote to accept the Statistical Report as information. The motion was unanimously approved.

Ms. Ruiz next called on Mr. Smith to give a staffing update. Mr. Smith reported that since the last board meeting, CARTA has seventy-seven (78) full-time fixed-route drivers, four (4) in training, four (4) on workers compensation, and two (2) out on leave. CARTA has hired two (2) fixed route drivers with one (1) leaving the company.

Ms. Ruiz next called on Ms. Allen to give the update on HR and the Workforce Relations Committee. Ms. Allen reported that the committee met on August 3, 2023. Ms. Allen next reported that Greywolf executive search firm has finalized the job description, the requirements for the Executive Director position, and the candidate profile. Ms. Allen stated that Greywolf has been asked to post this job description on the CARTA website. Mr. de Nysschen advised that Greywolf provided two candidates for this position earlier in the week and he will request that Ms. Allen be included in Greywolf communications. Ms. Allen advised that legal counsel will be consulted regarding HR hiring and termination policies.

Ms. Ruiz next called on Mr. Evatt to give an update from the Revenue Committee. Mr. Evatt indicated that the Committee would provide a proposal on parking models for the Board to review at the next meeting, and if approved, could go into effect as early as October 1, 2023.

Ms. Ruiz next called on Mr. de Nysschen to give an update on the Operations Committee. Mr. de Nysschen noted that CARTA's operations are dependent on the outcome of the downtown transit facility discussion. Mr. de Nysschen requested moving forward with a site location search and called on Mr. Pugliese to provide the Transit Center Review presentation. Mr. Pugliese gave a presentation highlighting the history and challenges in creating a transit center for CARTA. He included proposals for Chattanooga locations and examples from other cities. Mr. de Nysschen next proposed that CARTA's leadership work closely with the city planners as the transit facility discussion continues. The Board Members agreed that they would advocate for the transit facility and the importance of public transportation.

Ms. Ruiz next called on Ms. Parks to provide an update on the Procurement Committee. Ms. Parks stated that CARTA staff meets monthly to discuss capital needs, and such meetings are open to Board members. She further advised that in lieu of attending, Board members can email her directly with any questions or concerns.

Ms. Ruiz inquired if there were any other business items that need to be addressed. Mr. Evatt advised that his request for adding additional detail to the minutes was no longer needed.

There being no questions or corrections, a motion was made by Ms. Parks, and seconded by Ms. McKoy, followed by a vote to approve the minutes. The motion was unanimously approved.

There being no further business, a motion was made to adjourn, and the meeting was adjourned.

CHATTANOOGA AREA REGIONAL TRANSPORTATION AUTHORITY

BY-LAWS

ARTICLE I

OFFICES

Section 1. The principal office of the Authority shall be 1617 Wilcox Boulevard, City of Chattanooga, County of Hamilton, State of Tennessee, or such other place as shall be determined, from time to time, by a majority of the members of the Authority (herein called the "Board").

Section 2. The Authority may also have offices at such other places as the Board may from time to time appoint, and the business of the corporation may require.

ARTICLE II

PURPOSES AND POWERS

Section 1. The exclusive objects or purposes to be promoted or carried on by this Authority are as set forth in the constitutions and statutes of the States of Georgia and Tennessee, and the ordinances of the Cities participating in this Authority relating to metropolitan transit authorities, public contracts, and inter-local cooperation, including but not limited to:

(a) The Authority shall license and regulate all forms of the public transportation system, including, but not limited to taxicabs, buses, jitney cabs, cruising cabs, incline railways, airport limousines, and all other local carriers of passengers for hire. The Authority shall fix rates for persons and baggage, routes, and all other services, including standby requirements, and shall have full and final authority to issue or deny licenses, and to revoke or suspend for cause licenses previously issued.

(b) The Authority shall establish, acquire, purchase, construct, extend, improve, maintain, operate and/or franchise a public transportation system, as defined, in (a) of this section, including the acquisition of any type vehicles necessary, car barns, terminals, incline railways, garages, repair shops, buildings, lands, accessory apparatus, rights-of-way and easements, and all other appurtenances necessary, usual, or proper to such a public transportation system.

(c) The Authority, in concert with appropriate local governmental bodies, shall have power to condemn, enter, and take possession of any part of existing public transportation systems.

(d) The Authority shall have the right to make arrangements and/or contracts with any person, firm, federal or state agency, municipality, or public or private corporation relating to acquisition, construction, maintenance, and operation of all or part of the public transportation system. Further, the Authority may contract for loans, grants, or other financial assistance from any state or federal agency or other source.

(e) The Authority may enter into inter- or intra-state contracts or compacts to further the purposes of this act.

(f) The Authority shall have power to pursue its purposes in the counties and cities of Hamilton County, Tennessee, Catoosa, Dade, and Walker Counties, Georgia. Any city or county government in these four counties may join this Authority by passage of the Chattanooga Area Regional Transportation Authority Ordinance, and by making financial arrangements acceptable to the Authority. Any city or county outside the above four-county area may join the Authority by making financial arrangements with the Authority, and by agreement to their membership by the local governments then members of the Authority.

(g) The Authority shall follow a course of action to promote the orderly growth and development of the area served by the Authority, and therefore adopts the

Chattanooga-Hamilton County Regional Planning Commission as the Authority's metropolitan planning organization.

(h) The Authority shall have the right to issue revenue bonds and when acting in concert with local general government shall have the right to issue bonds of general obligation.

Section 2. The corpus and income of the Authority shall be used exclusively for said objects or purposes.

ARTICLE III

SEAL

Section 1. The Authority shall have no seal unless the Board determines otherwise, in which case the seal shall have inscribed thereon, the name of the Authority, the year of its incorporation, and the words "Seal of Authority." Said seal may be used by causing it or a facsimile thereof, to be impressed or affixed or reproduced or otherwise.

ARTICLE IV

THE BOARD

Section 1. The powers of the Authority shall be vested in and exercised by a Board of Members. The Board, which shall consist of one (1) member appointed by each governmental entity that participates in said Authority, other than the City of Chattanooga, and a number equal to the total of all other participating governmental entities plus one (1) shall be appointed by the City of Chattanooga. Each member's term shall be for a period of five (5) years, or until their successor is duly appointed and qualified. In case of the death, disability, removal, or resignation of any member, or any reason a member's position becomes vacant, said position shall be filled for the remainder of their term by appointment of the body which appointed such member.

Section 2. The members of the Authority shall be removable from office when the governmental bodies or persons causing their election to membership decides that said member or members of the Authority continuance in office is not in the best interests of the said bodies or persons; such decision by said bodies or persons shall be final.

Section 3. Regular meetings of the Board shall be held at least once monthly, on the third Thursday (if not a legal holiday, and if a holiday, on the next following secular day) of each month at 10:00 o'clock A.M. at the office of the Authority, or at such other time of day and place as may be specified in the notice. Special meetings of the Board may be called by the Chairperson, or in their absence by the Vice-Chairperson, on five (5) days written notice to each member, and shall be called by the Chairperson or Secretary in like manner at the written request of any four (4) members of the Board. At least five (5) days prior to all regular meetings, written notice thereof shall be sent by the Secretary to each member by mail to the address furnished the Secretary by such member.

Section 4. A majority of the members shall constitute a quorum for the transaction of business at any regular or special meeting.

Section 5. Notice of any special meeting may be waived, either before or after the holding thereof; and personal attendance at any special meeting shall constitute a waiver of notice by the members present; and absence of any member from Hamilton County, Tennessee, and Catoosa, Dade, and Walker Counties, Georgia shall dispense with the necessity of giving such member any notice of special meeting.

Section 6. The members shall keep the books of the Authority at the office of the Authority or at such other place or places as the Board may from time to time determine.

Section 7. The proceedings at all meetings shall comply with Roberts Rules of Order, except that there shall be no secret balloting.

Section 8. The Members, as such, shall not receive any stated salary for their services other than the amount per meeting provided by law, but by resolution of the Board may

be allowed out-of-pocket expenses in behalf of the Authority; provided, that nothing herein contained shall be construed to preclude any member from also serving the Authority in any other capacity and receiving compensation therefor.

Section 9. The present Members of the Board shall, before entering upon the discharge of duties of their office, take and subscribe to a written oath or affidavit before any person authorized to administer an oath, that they will faithfully and honestly discharge the duties of their office; and they shall file said affidavit with the Secretary of the Authority.

Section 10. The Chairperson and the other Members of said Authority shall devote a substantial amount of their time and attention to their said office and shall have general supervision in accordance with sound business management principles over the operation of the transit system and of all executives and employees of said system. The said members of the Authority shall keep themselves advised as to the general operating and financial condition of said system, and they shall, upon request, cause to be furnished a monthly report to the local member of government with regard to the operation, maintenance and financial condition of said system, and from time to time shall furnish such other information as the member governments may request.

Section 11. There shall be an Executive Committee empowered to act on the Board's behalf from time to time when the Board of Directors is not in session. This Committee shall consist of the officers of the Authority, one member at large to be appointed by the Chairperson of the Board of Directors, and the immediate past Chairperson of the Board, as a nonvoting member except if called upon pursuant to the last sentence of this Section. For the purposes of doing business by the Executive Committee, a quorum of three voting members of the Executive Committee shall be present at any meeting of the Executive Committee. The Chairperson, or in their absence, the Vice-Chairperson, however, should they find that a quorum for doing business does not exist, and that there is a pressing need for matters before the

Committee to be resolved, shall call upon any member or members of the Board of Directors necessary to have a quorum present for doing business.

ARTICLE V

OFFICERS

Section 1. The officers of this Authority shall be members of the Authority, and shall consist of a Chairperson, a Vice-Chairperson, a Treasurer, and a Secretary, and shall hold office as such during the terms for which they are elected as Members of the Authority. The same person may not hold more than one such office.

Section 2. The officers of the Authority shall perform such duties as may be required of them by the Board.

Section 3. If the office of Chairperson, Vice-Chairperson, Secretary, or Treasurer, or other officer or agent, one or more, becomes vacant for any reason, the Board, by a majority vote, may choose a successor or successors who shall hold office for the unexpired term in respect of which such vacancy occurs.

Section 4. The officers, and any other agents and employees so designated by the Board, shall each furnish fidelity bonds in such amounts as the Board shall from time to time direct, if any.

Section 5. The Chairperson shall preside at all meetings of the Board, at which they shall be present. They shall have power to sign, when authorized by the Board, all deeds, bonds, contracts, agreements, and formal instruments and other obligations, in the name of and for the Authority. They shall keep the Board advised and fully informed as to, and freely consult with them concerning the business of the Authority. They shall also have, exercise, and perform all such other powers and duties as may be assigned them from time to time by the Board.

In the event of the death, resignation, removal, disability, or absence of the Chairperson, the Vice-Chairperson shall perform all duties of the Chairperson, and may perform such other duties as may be prescribed by the Board.

Section 6. Subject to such regulations as may from time to time be prescribed by the Board, the Treasurer shall have the custody of the funds and securities of the Authority, including all bonds, deeds, and other papers and documents relating to such property, and shall also have charge of accounts and records. All funds of the Authority not otherwise employed, shall be deposited from time to time to the credit of the Authority in such banks, trust companies, or other depositories as the Board may designate. All disbursements shall be made by check signed by the Comptroller, if one is appointed, and one other officer of the Authority, otherwise by the Treasurer, or in their absence, the Secretary, and the Chairperson or Vice-Chairperson. The Treasurer shall make reports of receipts and disbursements to the Board at each of its regular meetings and at such other times as the Board may request.

Section 7. The Secretary shall keep (if there is no Comptroller) the Minutes of all meetings of the Board in books provided for the purpose; they shall attend to the giving and serving of all notices of the Authority, and subject to the provisions of Article VI relating to the duties of the Comptroller, if one is appointed, shall have charge of such other books and papers as the Board may direct, and the reports of the Treasurer, all of which shall, at all reasonable times, be open to the examination of the officers and the trustees of the Authority; they shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board.

Section 8. No officer shall have power or authority to bind the Authority by any contract or engagement, or to pledge its credit, or to render it **pecuniarily** liable for any purpose, or in any amount except as expressly authorized by the Board.

ARTICLE VI

EXECUTIVE, PROFESSIONAL, AND OTHER EMPLOYMENT

Section 1. The Board shall hire and fix the compensation of the following:

(a) A Management Consulting Group or a General Manager, who shall devote their entire time and attention to the duties of the office, and shall not engage in any business or profession not directly connected therewith, and shall perform such duties and render such services as may be required of them by the Board. Such a General Manager shall make and file a bond in such sum as may be fixed by the Board, and shall take the same oath required of Members of the Authority.

(b) A Comptroller, who shall have charge and custody of all books, papers, documents, and accounts of the Authority, and under whose supervision all necessary accounting records shall be kept, and all checks and vouchers prepared. The Comptroller shall be required to attend in person or by one of their clerks, all of the meetings of the Board, and keep a correct record of all the proceedings of that body, and perform such other duties as may be imposed upon them by the Board. They shall have such clerical assistance in their work as the Board shall deem necessary for the work to be properly performed. They shall make and file a bond in such sum as may be fixed by the Board, and shall take the same oath required of Members of the Authority.

(c) One (1) or more attorneys, who shall be practicing attorneys at law duly licensed in the state(s) where their services will be required, who shall make and file bonds in such sum as may be fixed by the Authority, and take the same oaths required of Members of the Authority, and who shall act as general counsel for the Authority, and advise the Authority and other officers of the Authority in all matters of law which may arise; and who shall prosecute and defend all suits brought by or against the said Authority and all suits to which the said Authority shall be a party.

Section 2. The General Manager, if one is employed, otherwise the Board, is authorized to employ a Project Director and such other superintendents, engineers, assistants, consultants, and other executives and employees as may be necessary for the efficient operation of said Authority, and who shall hold office at the will and pleasure of the General Manager, if there is one, otherwise the Board.

ARTICLE VII

COMMITTEES

Section 1. The Board may create standing or special committees of the Board with such powers, duties, and tenure as it may determine, from time to time. The Chairperson shall serve ex officio on these committees. The Chairperson may appoint temporary committees of the Board at any time.

ARTICLE VIII

FISCAL YEAR

Section 1. The fiscal year shall begin on the first day in July in each year.

ARTICLE IX

AMENDMENT OF BY-LAWS

Section 1. These by-laws may be amended, altered or repealed at any regular or special meeting of the Board, provided that notice of the proposed amendment be given in writing to all the members at least ten (10) days before such meeting, and further provided that no amendment may be made inconsistent with the governing constitutions, statutes, compacts, and ordinances.

RESOLUTION NO. 599

**A RESOLUTION VERIFYING REVIEW AND APPROVAL OF THE CARTA
TITLE VI PROGRAM**

WHEREAS, the Chattanooga Area Regional Transportation Authority (CARTA) is the provider of fixed route public transportation in the Chattanooga Urbanized Area; and

WHEREAS, FTA Circular 4702.1B requires that public transportation providers submit a Title VI Program document to the Federal Transit Administration every three years; and

WHEREAS, CARTA staff have developed and presented the require Title VI Program;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Chattanooga Area Regional Transportation Authority (CARTA):

Section 1: The CARTA Board of Directors hereby acknowledges its receipt, review, and approval of the Title VI Program for CARTA.

Section 2: This Resolution shall take effect from and after its passage.

ADOPTED:

September 21, 2023

Date

Chairman, CARTA Board of Directors

ATTEST:

Secretary - CARTA Board of Directors

APPROVED AS TO FORM AND LEGALITY:

Miller & Martin
CARTA Legal Counsel

RESOLUTION NO. 600

**A RESOLUTION VERIFYING CONSIDERATION, AWARENESS, AND
APPROVAL OF THE RESULTS OF THE CARTA TITLE VI MONITORING
PROGRAM FOR 2023 UPDATE**

WHEREAS, the Chattanooga Area Regional Transportation Authority (CARTA) is the provider of public transportation in the Chattanooga urbanized area; and

WHEREAS, the Chattanooga Area Regional Transportation Authority (CARTA) operates 50 or more fixed route vehicles in peak service and is located in an urbanized area of 200,000 or more in population; and

WHEREAS, FTA Circular 4702.1B requires public transportation providers who meet this threshold to monitor their system against certain standards and polices; and

WHEREAS, FTA Circular 4702.1B further requires that the governing board of said public transportation provider consider the results of the monitoring program and formally approve them; and

WHEREAS, Chattanooga Area Regional Transportation Authority staff has developed the required standards and polices and monitored the CARTA system against them;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Chattanooga Area Regional Transportation Authority (CARTA):

Section 1: The Chattanooga Area Regional Transportation Authority hereby acknowledges its receipt, consideration, and approval of the Title VI monitoring program;

Section 2: This Resolution shall take effect from and after its passage.

ADOPTED:

September 21, 2023

Date

Chairman, CARTA Board of Directors

ATTEST:

Secretary - CARTA Board of Directors

APPROVED AS TO FORM AND LEGALITY:

Miller & Martin
CARTA Legal Counsel