

**MEMPHIS AREA TRANSIT AUTHORITY**  
**Regular Meeting Agenda**  
**Wednesday, December 4, 2024**  
**1:00 PM**



Memphis Area Transit Authority  
One Commerce Square  
40 S Main St  
Memphis, TN 38103  
Bacarra S. Mauldin, Interim CEO  
Memphis Area Transit Authority

Brandon Arrindell  
Cynthia Bailey  
Sandi Klink  
Brian Marflak

**Committee of the Whole**  
Emily Greer, Chair

Jackson McNeil  
Anna McQuiston  
Dana Pointer  
Maya Siggers

- 
- |      |                       |              |
|------|-----------------------|--------------|
| I.   | Call to Order         | Emily Greer  |
| II.  | Board Roll Call       | Annie Givens |
| III. | TransPro Presentation | John Lewis   |

[TransPro Presentation](#)

**TransPro**  
**12-4-24**

**Attachments:** [TransPro MATA Board Workshop Final Presentation](#)

- |     |                           |             |
|-----|---------------------------|-------------|
| IV. | Executive Session - Legal | Bruce Smith |
| V.  | Adjournment               | Emily Greer |

The Next Regular Meeting of the:  
  
MATA Board of Commissioners will be:  
Tuesday, December 17, 2024  
3:30pm  
at  
Memphis Area Transit Authority  
One Commerce Square – 40 S. Main Street  
Memphis, TN 38103



**MEMPHIS AREA TRANSIT AUTHORITY**

**Committee of the Whole**

40 South Main Street,  
Memphis, TN 38103  
Bacarra Mauldin, Interim  
CEO  
[www.matatransit.com](http://www.matatransit.com)

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**RESOLUTION NO. TransPro 12-4-24**

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# MATA Board Workshop

December 4, 2024



# AGENDA

1:00 – 1:15pm

Welcome and Introductions

1:15– 2:15pm

Diagnostic Report

2:15– 2:45 pm

Role of the Board

*2:45 – 3:00 pm*

*BREAK*

3:00 – 3:45 pm

Defining Success

3:45 – 4:15 pm

Characteristics of High-Functioning Organizations

4:15 – 5:15 pm

Closed Session



# MODERNIZING MATA

Prepared by  
TransPro Consulting  
October 15, 2024



The findings and recommendations presented in this report are based on data collected and analyzed as of October 2024.



# What We've Learned

- ✓ **The Memphis Community invests tens of millions of dollars annually in their public transit system ... Memphians deserve to have confidence in the agency and how it operates.**
- ✓ **The fundamental responsibility of a public transportation system is to deliver a high-quality service that the community can afford and finds value in...period. None of that is true in Memphis today.**
- ✓ **The problems at MATA have been created over many years ... they also haven't been meaningfully addressed in recent months ...**



# MATA is failing in three areas:

To achieve the service that other communities across the country enjoy, TransPro recommends the City of Memphis and MATA advance the following strategies to modernize MATA and create transformational outcomes.

**01**

**Create  
Satisfied  
Customers**

**02**

**Improve  
Community  
Trust in MATA**

**03**

**Optimize  
the City's  
Investment**

01

Create  
Satisfied  
Customers

## Factors Contributing to Dissatisfied Customers

- Fleet Condition
- Staffing Shortages
- Spending Priorities



01

Create Satisfied Customers

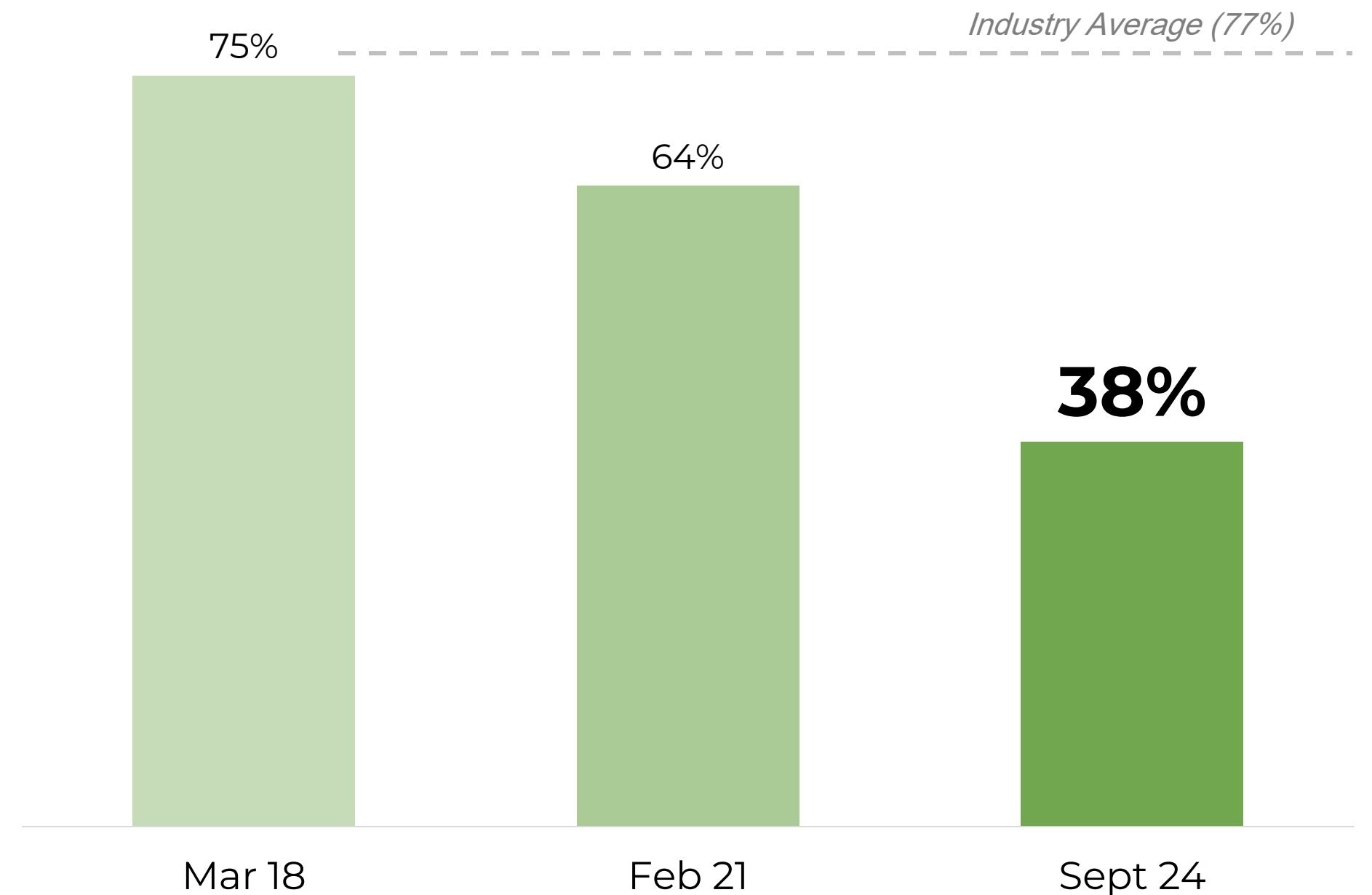
Customer satisfaction plummeted 49% since 2018, ranks amongst lowest in the nation due to:

- Poor on-time performance
- Lengthy travel times
- Low frequency service

MATA customers simply want reliable service – and they are not getting it today.

## Customer Satisfaction with MATA Bus Service

Overall, how satisfied are you with your experience using the MATA bus service?



# Fleet Condition

**MATA has too many buses not in service;  
24% of the time scheduled service never  
shows**

- 90 of 98 buses are currently overdue for engine replacement
- MATA hasn't procured a new bus since 2018
- MATA acquired 27 pre-owned buses, 6 months later 21 are not in service

**MATA must address its fleet crisis  
immediately**

# Staffing Shortages

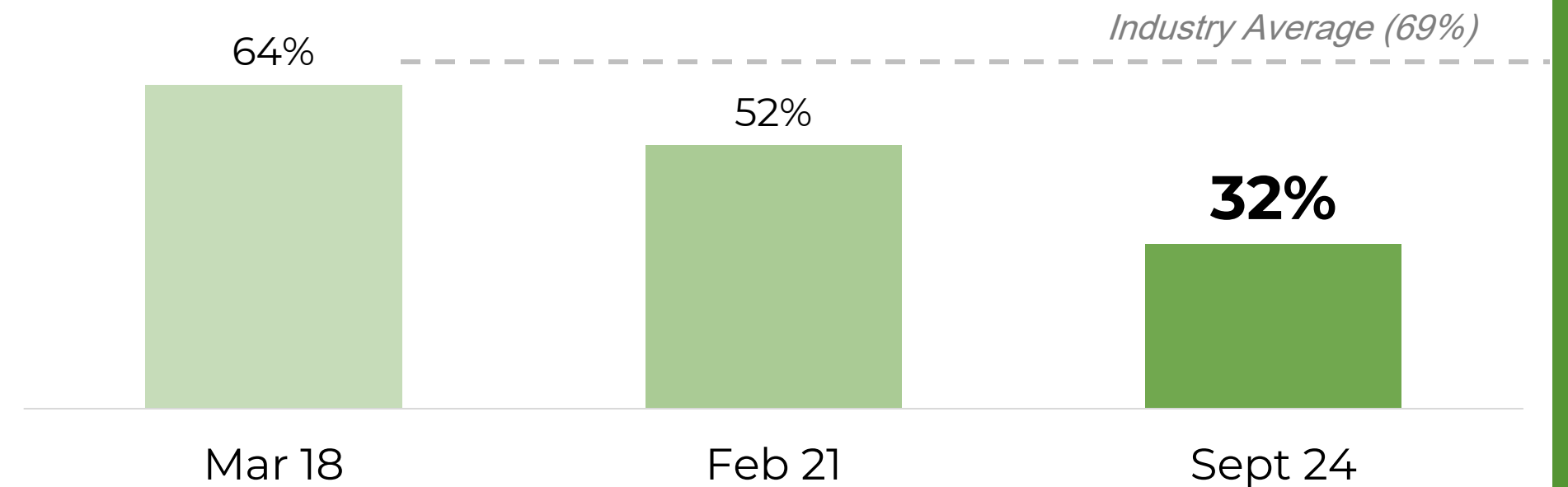
Management wants to lay drivers off

- Buses are late 36% of the time
- Layoffs exasperate shortages
- \$1 million (YTD) in overtime in 2024

We believe MATA should hire and train more of them.

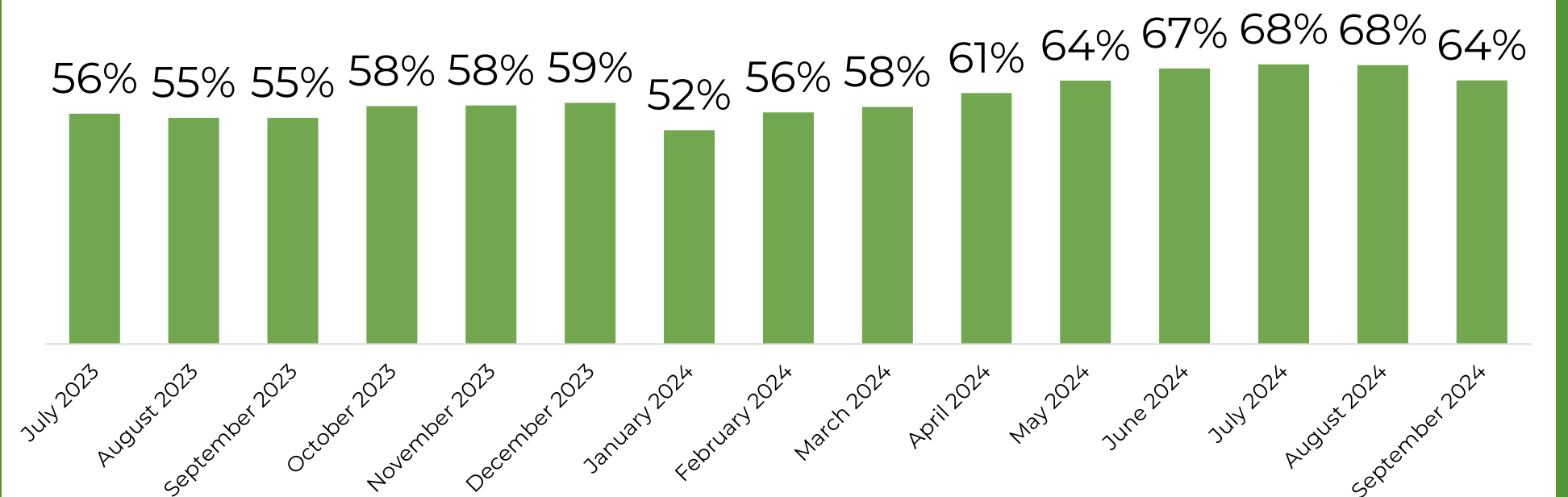
## Customer Perception of On-Time Performance

Percent of customers who agree that MATA buses arrive at the scheduled time



## Actual On-Time Performance

Percent of buses arriving on-time



# Spending Priorities

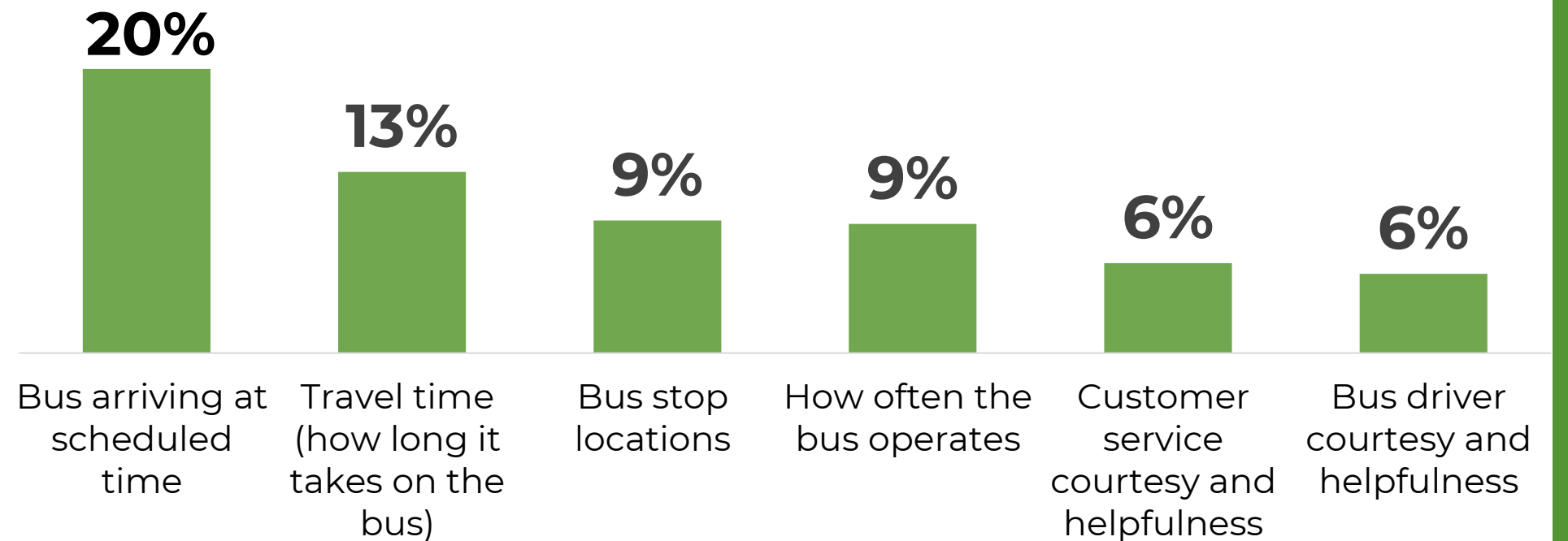
MATA has chosen to chase major Capital Projects with an inability to deliver them

- Electrification and Bus Rapid Transit projects tie up fleet replacements
- Long -term operational impacts for new services and facilities
- Excessive contract authority

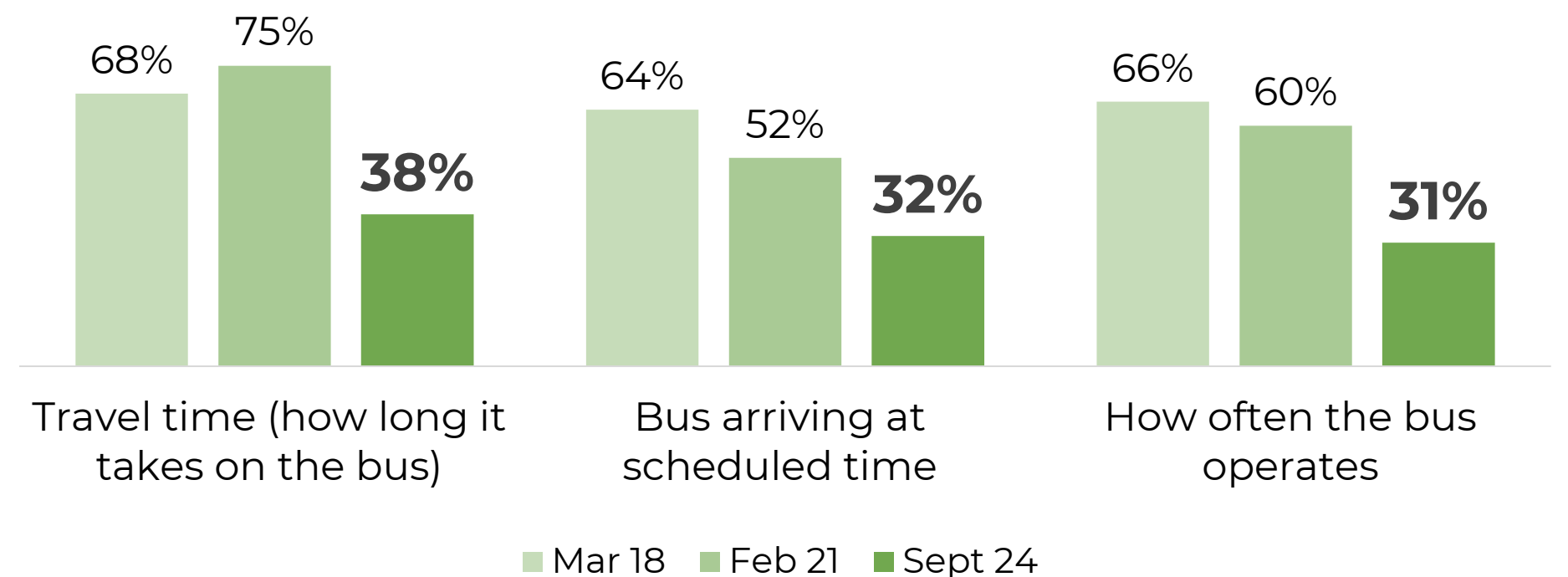
MATA needs to focus on delivering basic transit service that benefits their customers.

## Most Important Areas to Customers

What are the top 3 most important areas of service for you as a user of the MATA bus service?



## Customer Satisfaction

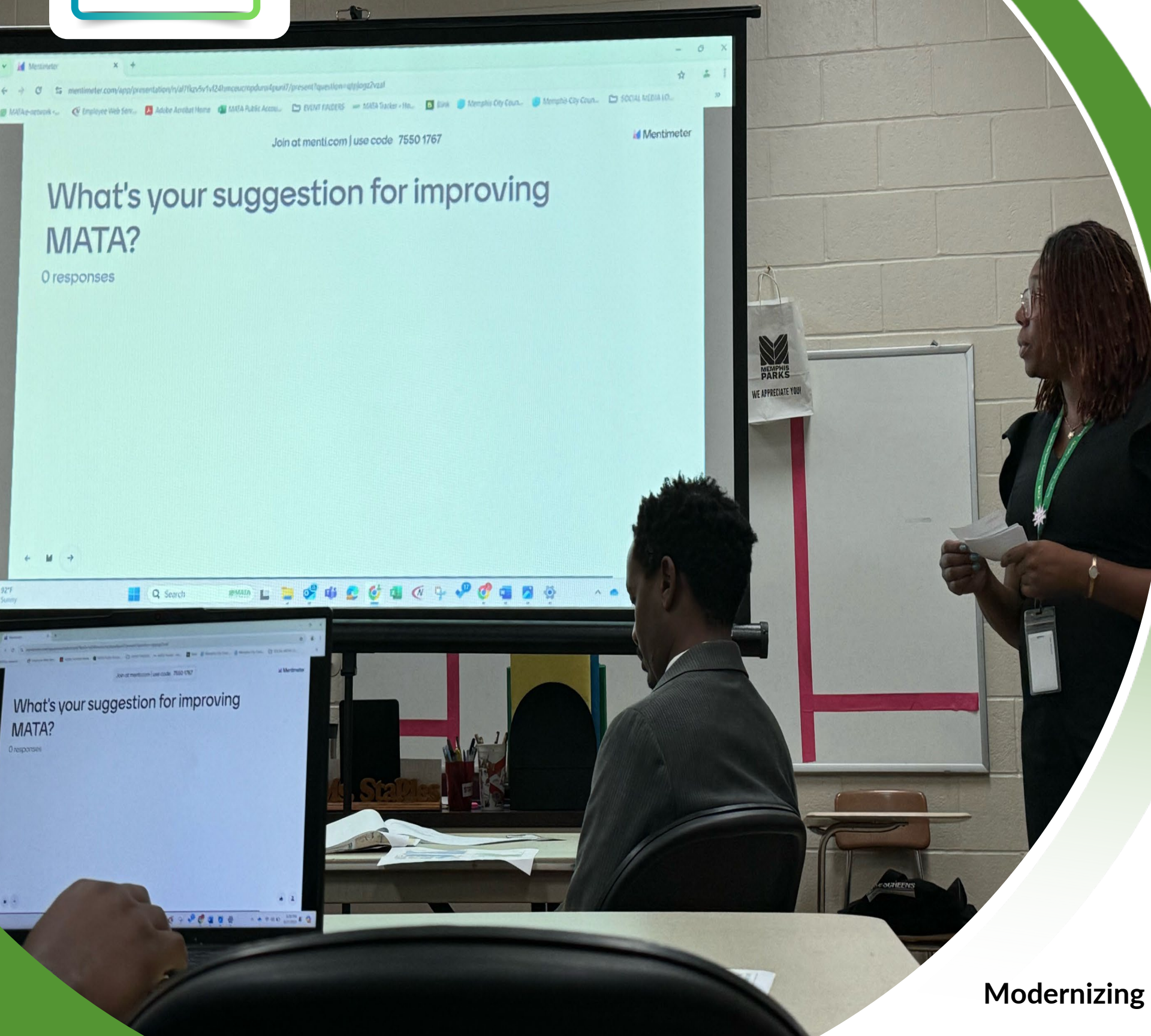


# Factors Contributing to Community Trust Issues

- Accountability & Communication
- Positive Support for Transit,  
Just Not THIS Transit
- Performance Focus

02

Improve  
Community  
Trust in MATA



# Accountability & Communication

- Lack of Board oversight
- Limited explanation of financial decisions
- Community mistrust with finances

# MATA Board Oversight Needs Improvement

- FY25 budget adopted more than 100 days after the start of the fiscal year.
- Management requests not focused upon the customer
- Since 2022, gave the CEO purchase authority to execute more than \$125M in purchased contract services despite dwindling financial resources

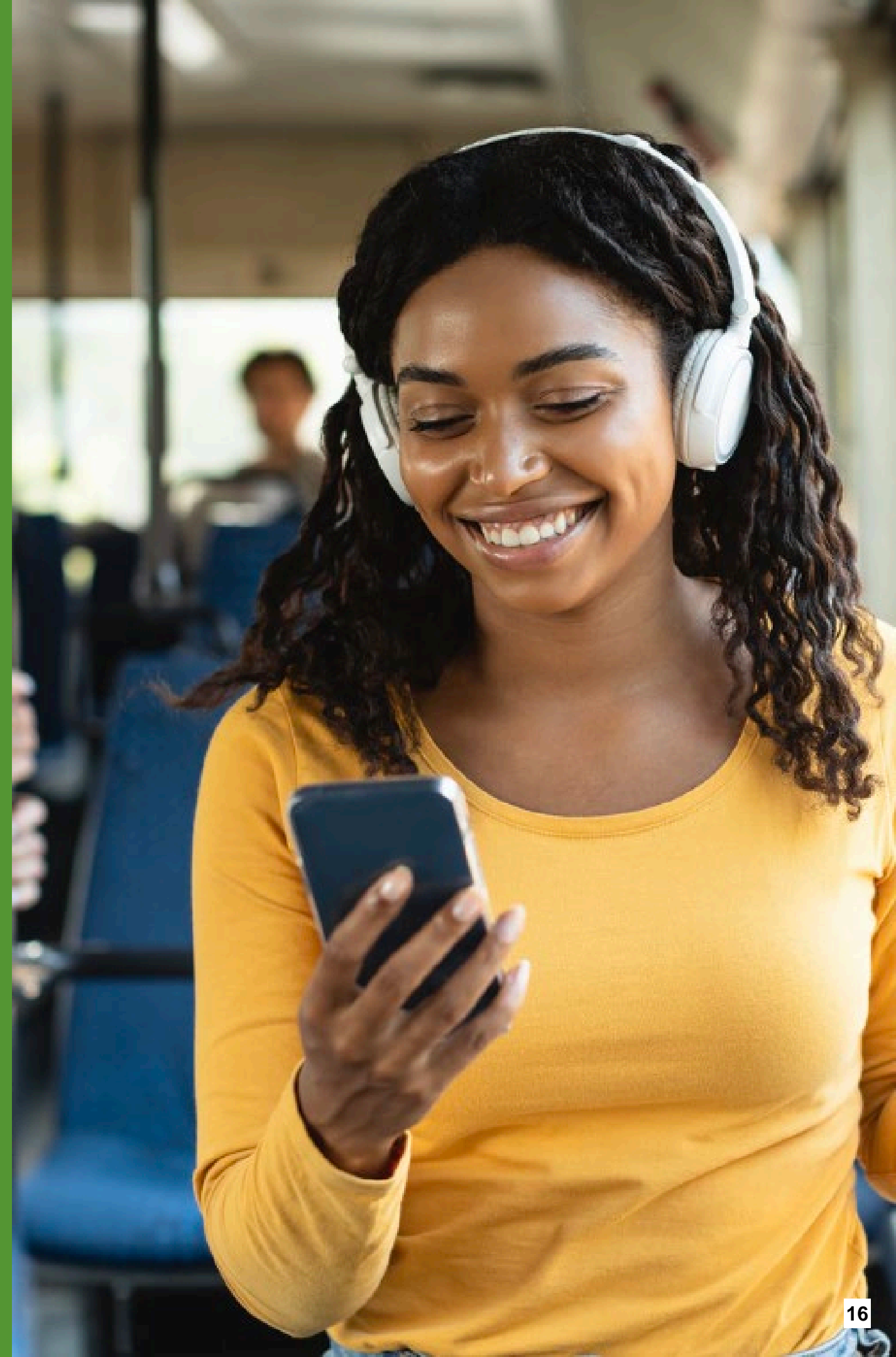
Board must take a more active role in ensuring the needs of MATA's customers are prioritized first.



## Positive Support for Transit; Just Not THIS Transit

- 85% of Memphians believe public transit is important to the community
- But only 26% of Memphians believe MATA manages their finances appropriately

**...the Community doesn't believe MATA  
can manage its finances**







# Performance Focus

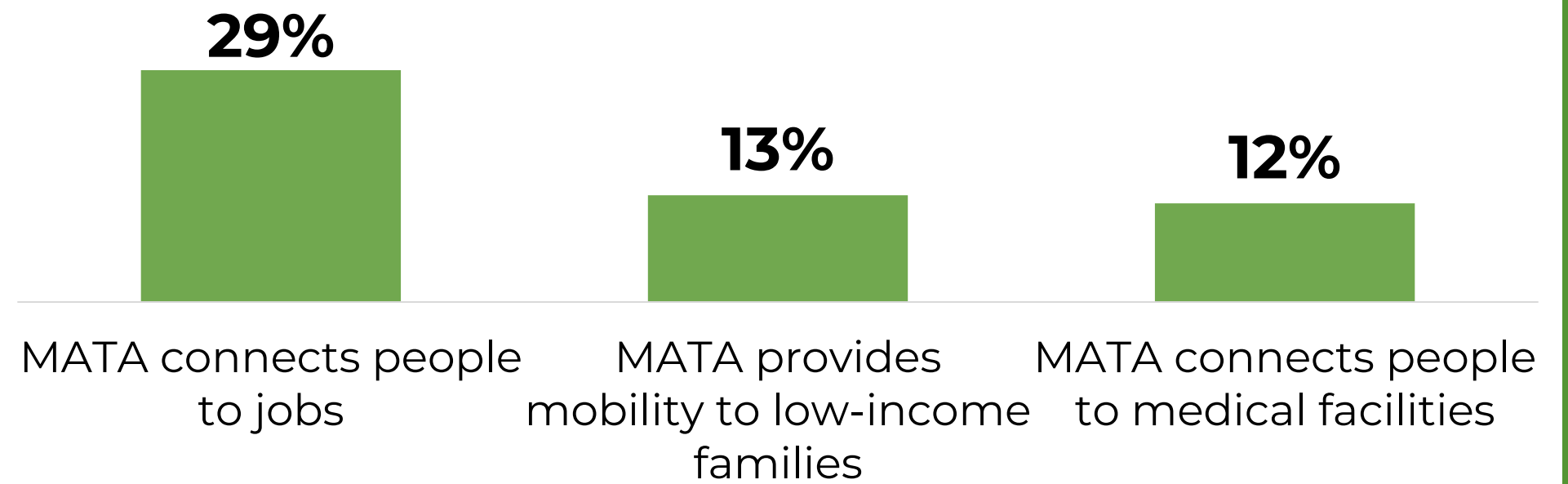
Only half of MATA customers use the service primarily for work, a 38% drop in the last three years.

- Connecting people to jobs
- Providing mobility to low-income families
- Connecting people to medical facilities

MATA should focus on customer priorities.

## Most Important Areas to the Community

*What are the top 3 most important areas for MATA to focus on to provide the most value to the community?*



03

Optimize  
the City's  
Investment

## Factors that need to be addressed to optimize the City's Investment

- Financial Stability
- Governance

# Financial Analysis Overview

**In collaboration with TransPro, the M3 team performed a review of financial and cash flow reporting, including sources & uses of cash**

- The cash flow review focused primarily on the period beginning July 1, 2023 (beginning of Fiscal Year 2024)
- A review of accounting financial statements was performed with less available detail, but more historical context

**Additionally, the teams collaborated on a financial model to dynamically forecast sources and uses of cash to improve visibility into cash uses and understanding of cash needs**

- While structurally built, the model requires better data than what was provided during the Phase 1 analytics effort to provide valuable insights

**Data accuracy and availability, and the pace of data collection hampered the analytical process to-date**

- *The ERP system change prior to July 2023 contributed significantly to difficulty retrieving pre- and post-changeover data in comparable form, and in some cases, collecting any pre-changeover data at all*
- *Post-changeover data collection has been significantly slower and more difficult than anticipated, for two primary reasons:*
  - *The understaffed finance department manages multiple projects and daily work activities*
  - *The ERP system is potentially unsuitable for MATA, but at a minimum it is underutilized*

# Key Observations

## **As revenues have come down, MATA Management has not taken appropriate action to reduce costs**

- System-generated funds have stagnated over the last couple years and now represent 4-5% of revenue (*'22 benchmark average is 9%*)
- While **total revenues declined an average of 15% per year** over the past 3 years, **Management presided over cost increases averaging nearly 10% per year** during the same timeframe

## **The new ERP chosen was either the wrong tool, poorly deployed, or a combination of both as the underutilization has been observed via:**

- Difficulty in software operation
- Lack of appropriate user training
- Internal use policies that are inappropriate or unenforced

## **Systems issues and underutilization make system financials unreliable**

- MATA's manual Excel-based weekly cash flow spreadsheets provided the most relevant information to analyze MATA's financial difficulties
- Historical accounting data has been unwieldy and required significant manual intervention to provide digestible insights
- Improvements in data accuracy and availability are significant opportunities, illustrated by the **failure to record \$7M in revenue** from 7 months prior

# Recommendations

# Moving the Needle...



Align Service  
Delivery &  
Service Design



Fix &  
Replace  
Fleet



Hire &  
Train  
Operators



Address  
Financial  
Crisis



Pause  
Capital  
Investments



# Moving the Needle...



Align Service  
Delivery &  
Service Design

**FACT:** MATA's bus service costs 29% more per revenue hour to operate compared to peers and the quality of experience is 51% below the national average.

**SOLUTION:** Identify efficiencies in bus operations to lower the cost per hour. We do this by reducing administrative overhead, overtime costs, and develop and deliver a transit model that puts customers first.



# Moving the Needle...



Fix &  
Replace  
Fleet

**FACT:** Vendors have stopped providing parts due to nonpayment.

**SOLUTION:** MATA should immediately complete a triage assessment on outstanding vendor payments.





# Moving the Needle...



Hire &  
Train  
Operators

**FACT:** On-time performance is the most important factor to MATA customers, but only 32% believe that the bus comes on time.

**SOLUTION:** MATA must focus on improving operational performance for its customers.

# Moving the Needle...



Address  
Financial  
Crisis

**FACT:** MATA has historically overbudgeted against available revenues, creating the current fiscal crisis.

**SOLUTION:** Create a financial plan that positions MATA to deliver sustainable service that is focused on customers first **AND TAKE ACTION.**

# Moving the Needle...



Pause  
Capital  
Investments

**FACT:** There is a clear lack of technical and financial capacity to complete a single large capital project like the Innovation Corridor, let alone a second BRT project and a new operations and maintenance facility.

**SOLUTION:** MATA should defer all major capital projects and associated procurements or contracts until MATA can demonstrate it can deliver basic service to the community.



# Moving the Needle...

## **Fix the financial reporting**

Utilization of the existing ERP does not allow for dependable or transparent reporting. Consistent and automated reporting processes are necessary to isolate critical financial metrics and create reliable budgets. By improving financial reporting, MATA will be able to monitor operational performance as changes are implemented.

## **Employ relevant financial and business analytics**

Focusing the organization on fundamental KPI's and operational metrics will ensure the “back to basics” mandate has a data-driven foundation. These benchmarks will help MATA optimize operations – and manage its budget – based on the funds it is able to access.

## **“Cash is king”**

~\$60M of Federal COVID funds were squandered as core service was allowed to deteriorate. MATA must use its limited cash resources prudently. A robust weekly cash forecast process is needed to provide accurate projections and manage liquidity wisely – a requirement for building trust with vendors, City Hall, other stakeholders, and the community at large.



# Moving the Needle...



## Align Service Delivery & Service Design

Design and deploy a cost-effective and efficient administrative operating model and organization to support the service delivery model.



## Fix & Replace Fleet

Conduct parts requirements planning and inventory review to plan and execute priorities for procurement, cash, and vendor management.



## Hire & Train Operators

Follow through on Rider Support organizational restructuring with right-sizing of maintenance team and hiring of bus operators.



## Address Financial Crisis

Perform detailed spend analysis and develop spend reduction actions to eliminate non-value add costs aligned to revenue.



## Pause Capital Investments

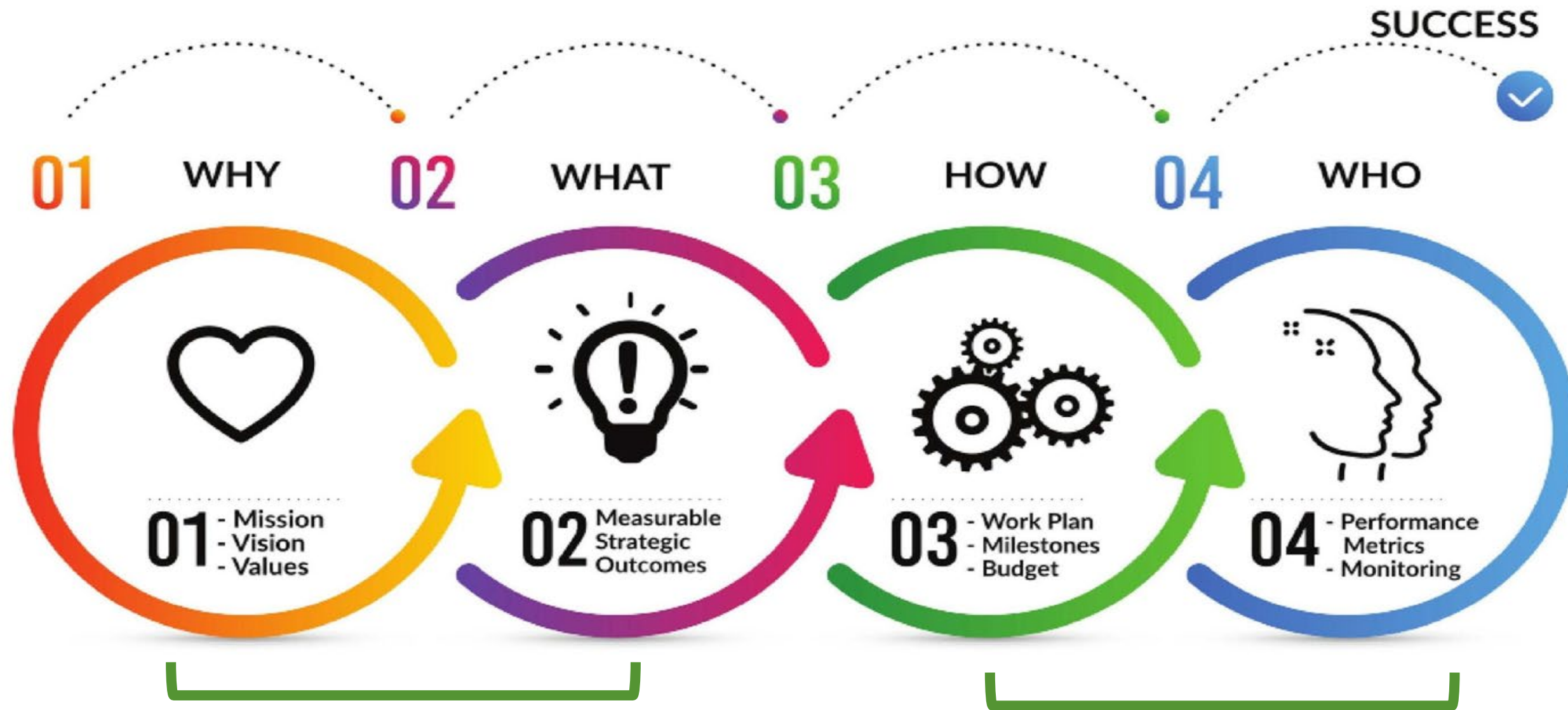
Eliminate administrative and service delivery distractions while focusing on Finance capability building and reporting.



## Discussion

1. After hearing the facts as they are today, what is your level of urgency to demand action?
2. What is the leadership team's plan to solve these issues?
3. How would you define success for MATA?
4. What should be the top priority of the Board over the next 90 days?

# Role of the Board



Ensure that MATA has clear direction and is delivering on its mission, vision, and outcomes

Empower MATA staff to manage how and who is responsible for getting the work done that produces the overall outcomes

# Role of the Board

## Mission:

We connect people to places.

## Vision:

MATA employees are committed to service excellence, creating an exceptional customer experience, and inspiring the community to invest in our success.





# Example Board Resolutions

Form 100-326  
01-12-22



Greater Cleveland Regional Transit Authority  
**STAFF SUMMARY AND COMMENTS**

TITLE/DESCRIPTION: CONTRACT: TRANSIT AND SHELTER ADVERTISING SALES FOR A PERIOD OF FIVE YEARS, WITH TWO, ONE-YEAR OPTIONS		Resolution No.: 2023-95
VENDOR: HFT MANAGEMENT, INC., OBA GATEWAY OUTDOOR ADVERTISING		Date: <u>December 14, 2023</u>
AMOUNT: MINIMUM ANNUAL GUARANTEE BUT ACTUAL REVENUE IS VARIABLE, DEPENDING ON ACTUAL SALES		Initiator: Administration & External Affairs Department
ACTION REQUEST: <input checked="" type="checkbox"/> Approval <input type="checkbox"/> Review/Comment <input type="checkbox"/> Information Only <input type="checkbox"/> Other		

- 1.0 PURPOSE/SCOPE: This action will allow the Greater Cleveland Regional Transit Authority ("Authority") to enter into a revenue-generating contract for transit and shelter advertising sales for a period of five years with two, one-year options for renewal.
- 2.0 DESCRIPTION/JUSTIFICATION: The Authority desires to maximize revenue-generating opportunities by combining two existing revenue-generating programs that are both established and beneficial to the Authority: transit and shelter advertising sales. Proposals were sought from qualified advertising firms with experience in transit advertising markets. The selected firm will generate revenue for the Authority from the sale of transit and shelter advertising media. The selected vendor will also service and maintain the transit and shelter advertising space.
- 3.0 PROCUREMENT BACKGROUND: The Request for Proposals ("RFP") was posted on the Authority's Procurement website and advertised in local newspapers. Fourteen interested parties downloaded the solicitation, and three proposals were received on October 6, 2023. After evaluation by a panel of Authority employees in accordance with established Procurement Department policies and procedures, the proposal of HFT Management, Inc., dba Gateway Outdoor Advertising, to provide transit and shelter advertising sales, was determined to be the most advantageous to the Authority, guaranteed revenue and all other factors considered. HFT Management, Inc., dba Gateway Outdoor Advertising, will pay a minimum annual guarantee ("MAG") to the Authority for each contract year, as shown below, and a 65% revenue share for any revenue exceeding the MAG.

Contract Year	MAG
2024	\$1,200,000
2025	\$1,400,000
2026	\$1,600,000
2027	\$1,700,000
2028	\$1,800,000
2029	\$1,900,000
2030	\$2,000,000
<b>Total MAG</b>	<b>\$11,600,000</b>

A revenue analysis has been performed, and the Procurement Department has determined the MAG and revenue sharing proposal to be fair and reasonable to the Authority.

Staff Summary & Comments  
Transit and Shelter Advertising Sales  
Page 2

2023-95

- 1.0 AFFIRMATIVE ACTION/ DBE BACKGROUND: The Office of Business Development does not conduct Affirmative Action reviews or establish DBE goals on revenue generated agreements.
- 2.0 POLICY IMPACT: Does not apply.
- 3.0 ECONOMIC IMPACT: The Authority will be paid the MAG annually. The exact revenue amount is directly dependent upon the amount of advertising sales revenue generated. Funds will be deposited into the General Fund.
- 4.0 ALTERNATIVES: Reject this offer. Rejection of this offer would deny the Authority the economic benefits of transit and shelter advertising revenue.
- 5.0 RECOMMENDATION: This procurement was discussed by the Board of Trustees at the December 5, 2023 Organizational, Services & Performance Monitoring Committee meeting. It is recommended that the offer of HFT Management, Inc., dba Gateway Outdoor Advertising, be accepted and the resolution passed authorizing the General Manager, Chief Executive Officer to enter into a contract.
- 6.0 ATTACHMENTS: None.

Recommended and certified as appropriate to the availability of funds, legal form and conformance with the Procurement requirements.

*Rajan D. Jantam, Per Delegation*  
General Manager, Chief Executive Officer

# Example Board Resolutions

METROPOLITAN TRANSIT COMMISSION  
ACTION ITEM  
STAFF SUMMARY

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**SUBJECT:** Independence Busway Restoration - Update

**DATE:** November 15, 2023

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**1.0** **PURPOSE/SCOPE:** The purpose of this item is to provide an update on the estimated cost for the restoration of the Independence Boulevard busway.

**2.0** **BACKGROUND/JUSTIFICATION:** The Independence Boulevard busway was closed in 2017 during construction of the Hawthorne Lane bridge for the CityLYNX Gold Line Phase 2 streetcar project. It was anticipated to remain closed while NCDOT converted the busway to express lanes as part of the Independence Blvd widening. NCDOT funding shortfalls delayed the NCDOT project and conversion of the busway to the toll facility.

In 2022, CATS recommended restoration of busway operation in the interim period. Five CATS express routes would operate in the busway: 40X, 46X, 51X, 64X, and 74X. The project requires the modification of the entrance and exit of the busway near the Hawthorne Lane bridge. A Municipal Agreement was signed with NCDOT for NCDOT to manage and execute the work. The original estimated cost for the project was \$750,000.

In June 2023, NCDOT completed final design for the project in and provided a revised cost estimate of \$1.3 million. On July 26, 2023, the MTC approved an amendment to add \$550,000 to the Independence Busway Restoration project budget.

NCDOT advertised the project for bid on July 19, 2023. No bids were received, so the project was readvertised on October 3, 2023. Two bids were received. Based on the actual low bid amount, the total cost estimate for project, including design, construction, inspection and contingency is now \$1.7 million.

**3.0** **PROCUREMENT BACKGROUND:** Municipal Agreement with NCDOT was executed November 2022.

**4.0** **POLICY IMPACT:** N/A

**4.0** **ECONOMIC IMPACT:** The Busway restoration project is estimated to provide significant travel time savings for current riders, as well as reduce bus operating costs by approximately \$106,000 per year. To support this project, an amendment to the FY2024 Capital Investment Plan (CIP) is needed to increase the project budget by \$950,000, to a total of \$1.7 million.

**5.0** **ALTERNATIVES:** N/A

**6.0** **RECOMMENDATION:** Approval to amend the FY2024 Capital Investment Plan (CIP) to add \$950,000 to the Independence Blvd Busway Restoration Project, based on actual bids.

# Past MATA Example

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

RESOLUTION NO. 23-55

RESOLUTION TO AWARD A CONTRACT TO GILLIG LLC. FOR THE  
PURCHASE OF FORTY (40) NEW ELECTRIC BUSES

**WHEREAS**, The Memphis Area Transit Authority (MATA) is a public agency responsible for providing public transportation services within the City of Memphis and surrounding communities; and

**WHEREAS**, MATA needs to purchase up to forty (40) new forty-foot electric buses for projects such as the Memphis Innovation Corridor BRT Line and Crosstown Connector BRT Line; and

**WHEREAS**, the proposal includes an option to additionally add up to ten (10) new electric buses in accordance with the terms and conditions set forth in RFP 23-13; and

**WHEREAS**, MATA solicited for this project and received demonstrations from two companies; and

**WHEREAS**, MATA determined one of the two companies was deemed non-responsive; and

**WHEREAS**, MATA has grant funds available for this procurement; and

**WHEREAS**, MATA Evaluation Committee recommends the purchase of up to forty (40) new forty-foot electric buses at a unit price of \$1,139,995.00 each for a total not to exceed the amount of \$45,599,800.00.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** that MATA purchase up to forty (40) new forty-foot electric buses from Gillig LLC at a total cost not to exceed \$45,599,800.00 based upon the unit prices stated above.

**BE IT FURTHER RESOLVED** that the Chief Executive Officer, Chief Administrative Officer, Chairman or Vice-Chairman be authorized to execute the necessary contract documents.

\*\*\*\*\*

Resolution No 23-55 example focused on the procurement process which is important, but there is:

- No mention on how this resolution supports mission, vision or success outcomes as defined by the Board or the agency,
- Limited discussion around the justifications of purchase other than “needs to purchase”,
- No discussion around compliance with existing policies including compliance with DBE goals, the agency’s TAMP plan, and other customer and community goals,
- No discussion around economic impact of said purchase
- No discussion around alternatives available to achieve success
- No clarity around whether resolution is limited spending authority to that fiscal year or unlimited authority that does not expire fiscal year to fiscal year, and
- No clear recommendation section

# Past MATA Example

MEMO 23-55

TO: MATA Board of Commissioners  
FROM: Gary Rosenfeld, MATA Chief Executive Officer  
DATE: November 28, 2023  
SUBJECT: Purchase of Forty (40) New Electric Buses

MATA solicited proposals for the purchase of up to forty (40) new environmentally friendly electric buses. The new electric buses will be utilized to provide service for the Memphis Innovation Corridor Bus Rapid Transit (BRT) Line and Crosstown Connector Bus Rapid Transit (BRT) line.

For this procurement a Request for Proposals (RFP) was mailed on May 26, 2023, directly to the following eleven (11) electric bus vendors from the Federal Transit Administration (FTA) Transit Vehicle Manufacturers (TVM) list:

- CDM Smith
- Central States Bus Sales
- Gillig LLC
- Kimley-Horn & Associates
- MCI
- New Flyer
- NOVABUS
- Proterra East Coast Electric Bus MFG.
- RIDE/BYD
- The Bus Center
- Virginkar & Associates

The Request for Proposal (RFP) was also publicly advertised. A Disadvantaged Business Enterprise (DBE) goal was not assigned to this RFP because the FTA regulations require bus vendors to submit their DBE goals directly to the FTA to be placed on the FTA's TVM list.

The Gillig vendor proposal includes an option to purchase up to an additional ten (10) electric buses provided that the option be exercised within a 24–36-month period after the notice to proceed has been executed.

The bus procurement was occurred in two phases:

- Phase I – The Vendor Demonstration Program Period required pre-qualification criteria standards for all vendors. Upon meeting these standards, vendors then proceeded to move into Phase II.
- Phase II - Upon successful completion of Phase I- Vendor Demonstration Program, successful vendors were then required to submit their technical specifications and pricing information.

MATA received responses from four (4) electric bus vehicle manufacturers regarding participating in this procurement. The four (4) electric bus vehicle manufacturers that responded are as follows:

- Gillig LLC
- Proterra
- RIDE
- New Flyer (NFI Group)

The New Flyer submission was an emailed Memorandum of No-Response on July 17, 2023, which identified the manufacturer would not participate in the required Vendor Demonstration Program.

Even looking at the supporting memo, it lacks clarity around how this resolution will support the success of MATA, its customers or the community...

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MATA's June 28, 2023, memorandum to all proposers communicated the July 27, 2023, deadline for scheduling the Vendor Demonstration Program within the period of July 30, 2023, to September 1, 2023. On August 3, 2023, MATA sent Proterra an email notifying them that their on-site Vendor Demonstration Program was scheduled for the week of August 21-24, 2023. On August 4, 2023, MATA received Proterra's request to schedule their onsite Vendor Demonstration Program for September 11-14, 2023. Proterra's requested Vendor Demonstration Program period of September 11-14, 2023, MATA was unable to accommodate the September 11-13, 2023, request, however MATA and Proterra reached an August 15, 2023, documented agreement for Proterra's Vendor Demonstration Program to occur the week of September 25-28, 2023. On September 12, 2023, Proterra sent MATA an email notification that they would not participate in the Vendor Demonstration Program.

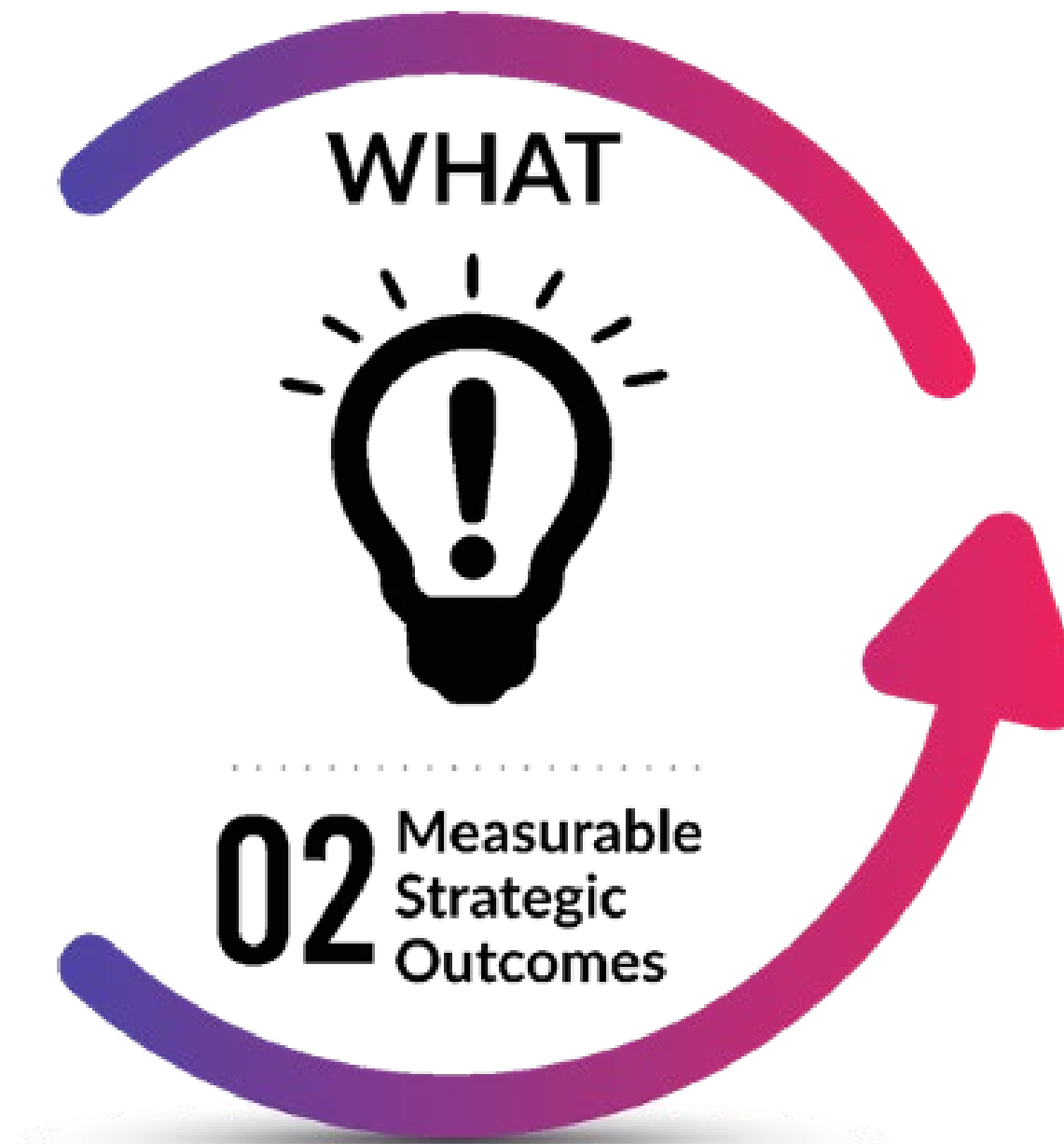
The remaining vendors scheduled to participate in the Vendor Demonstration Program were Gillig and Ride. First, Ride performed their onsite Vendor Demonstration Program on August 5-9, 2023. Then, Gillig performed their onsite Vendor Demonstration Program on September 5-9, 2023. During the Vendor Demonstration Program both Ride and Gillig conducted on-road tests of their battery electric vehicles, conducted charging demonstrations, as well as presentations highlighting the safety, maintainability, and operability of the vehicles.

Both Ride and Gillig met the October 13, 2023, deadline for submission of their technical specifications and pricing information.

The MATA RFP 23-13 Evaluation Committee recommends to the MATA Board of Commissioners that a contract be awarded to Gillig for the purchase of up to forty (40) new electric buses at a cost of \$45,599,800.00. The delivery schedule for the vehicles will be negotiated after the Pre-Production Meeting which will be held within 30 days after the Notice to Proceed is executed.

***BREAK***

# Defining Success



How does MATA define what must happen in the short term to accomplish its broader mission and vision?

# Defining Success

## Activity



Purchase of electric buses

Interaction with Customers

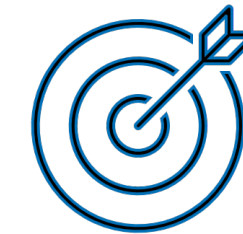
## Outcome



Reduced Greenhouse Gas Emissions

Improved levels of Customer Satisfaction

## Success Outcome



A Reduction in Greenhouse Gases of 70%

Achieve a Net Promoter Score of 55% by the end of the year

## Defining Success

**What changes does the Board need to make in the way you govern yourselves -**

- the questions that you ask
- and the way you oversee management

**to focus on achieving Success Outcomes**

**What needs to happen in the next 90 days?**



# Characteristics of High - Functioning Organizations

- Clarity of Mission and Vision
- Clarity of Desired Outcomes and Success for the Organization
- Purpose-Driven Actions to Realize those Outcomes
- Performance Management System that Provides Executives and Board with Insight and Oversight
- Culture – Values and Ownership
- Culture of Continuous Improvement on Desired Outcomes
- Accuracy and Integrity in Reporting
- Transparency and Vulnerability from Leadership
- Informed Risk-Taking

***Closed Session***