Memphis Area Transit Authority
One Commerce Square
40 S Main St



Regular Meeting Agenda

Wednesday, June 11, 2025 4:00 PM

Memphis Area Transit Authority
One Commerce Square
40 S Main St
Memphis, TN 38103

Executive Committee

Emily Greer Anna McQuiston Dana Pointer

Brian Marflak Maya Siggers I. Call to Order Committee Chair

II. Board Roll Call Board Administrator

III. Approval of Minutes Committee Chair

Executive Committee Meetings Minutes 05-22-25

Attachments: Executive Committee Meeting Minutes 05-22-2025

IV. Upcoming Board Agenda Items

RESOLUTION TO ESTABLISH AN EXECUTIVE SEARCH COMMITTEE TO MANAGE THE RECRUITMENT PROCESS FOR THE CHIEF EXECUTIVE OFFICER FOR MATA

V. Unfinished or New Business

Committee Chair

RESOLUTION TO RETAIN AND APPOINT RODERICK HOLMES OF REIFERS HOLMES & PETERS, LLP AS GENERAL COUNSEL

VI. Adjournment Committee Chair

The Next Regular Meeting of the:

MATA Board of Commissioners will Be: Wednesday, June 25th, 2025 3:30pm

Αt

Memphis Area Transit Authority
One Commerce Square – 40 S. Main Street
Memphis, TN 38103

at

Memphis Area Transit Authority
One Commerce Square – 40 S. Main Street
Memphis, TN 38103



40 South Main Street, Memphis, TN 38103 John Lewis, Interim CEO www.matatransit.com

Executive Committee

RESOLUTION NO. ECMM05-22-25

Memphis Area Transit Authority
One Commerce Square
40 S Main St
Memphis, TN 38103
John Lewis, Interim CEO



Regular Meeting Minutes

Thursday, May 22, 2025 4:00 PM

Memphis Area Transit Authority
One Commerce Square
40 S Main St

Memphis TN 38103
Executive Committee

Emily Greer Anna McQuiston Dana Pointer

> Brian Marflak Maya Siggers

I. Call to Order Committee Chair

II. Board Roll Call Board Administrator

Present: Emily Greer, Anna McQuiston, Maya Siggers, Brian Marflak and Dana Pointer

Absent:

III. Approval of Minutes Committee Chair

IV. Upcoming Board Agenda Items

V. Unfinished or New Business Committee Chair

RESOLUTION TO RETAIN AND APPOINT RODERICK HOLMES OF REIFERS HOLMES & PETERS, LLP AS GENERAL COUNSEL

VI. Adjournment Committee Chair

The Next Regular Meeting of the:

MATA Board of Commissioners will Be: Wednesday, May 28th, 2025 3:30pm

Αt

Memphis Area Transit Authority One Commerce Square – 40 S. Main Street Memphis, TN 38103

The Next Committee Meetings will be:
Wednesday, June 11th, 2025
1:00pm Finance & Audit Committee
2:00pm Transit Service Planning and Rider Experience Committee
3:00pm Business Operations and Metrics Committee
4:00pm Executive Committee

at

Memphis Area Transit Authority
One Commerce Square – 40 S. Main Street
Memphis, TN 38103



40 South Main Street, Memphis, TN 38103 John Lewis, Interim CEO www.matatransit.com

Executive Committee

RESOLUTION NO. 25-17

Resolution No. 25-17

RESOLUTION TO RETAIN AND APPOINT RODERICK HOLMES OF REIFERS HOLMES & PETERS, LLP AS GENERAL COUNSEL

WHEREAS, The Memphis Area Transit Authority (MATA) requires legal services of General Counsel in the conduct of its business; and

WHEREAS, Pursuant to Article IV, Section 4 of the By-Laws of Memphis Area Transit Authority the Interim Chief Executive Officer has offered Roderick Holmes of Reifers Holmes & Peters, LLP to service as General Counsel with the approval of the Board of Commissioners; and

WHEREAS, Funds are available for said services in the operation budget; and

WHEREAS, Legal services are required in the following areas:

- General Counsel Services
- Public Entity Law/Procurement and Contracting
- Litigation
- · Real Estate
- Public Works Contracting
- · Construction
- · Environmental Law and Litigation
- Privacy
- · Data Security
- · Governance
- · Information Technology
- · Litigation Intellectual Property Only

WHEREAS, The contractual terms between Reifers Holmes & Peters, LLP have been submitted for review by the Board and attached hereto; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS, That a three- year contract with two one-year options be awarded to Roderick Holmes of Reifers Holmes & Peters, LLP commencing July 1, 2025; and

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

RESOLUTION NO. 25-17

MATA Board of Commissioners Action Item Staff Summary

SUBJECT: Resolution to Retain Reifers Holmes & Peters LLP General Counsel DATE: 6/25/25

1.0 Purpose/Scope: The Memphis Area Transit Authority (MATA) requires legal services of General Counsel in the conduct of its business. Pursuant to Article IV, Section 4 of the By-Laws of Memphis Area Transit Authority the Interim Chief Executive Officer has offered Roderick Holmes of Reifers Holmes & Peters, LLP to service as General Counsel for a three-year period with two one year options.

2.0 Background/Justification: The position of General Counsel has been vacant since the March of 2025.

3.0 Procurement Background: N/A

4.0 Policy Impact: N/A

5.0 Economic Impact: N/A

6.0 Alternatives: N/A

7.0 Recommendation: Adopt a resolution approving the appointment of Rod Holmes of Reifers Holmes& Peters LLC as General Counsel for MATA.



40 South Main Street, Memphis, TN 38103 John Lewis, Interim CEO www.matatransit.com

Executive Committee

RESOLUTION NO. 25-16

Board of Commissioners

RESOLUTION TO ESTABLISH AN EXECUTIVE SEARCH COMMITTEE TO MANAGE THE RECRUITMENT PROCESS FOR THE CHIEF EXECUTIVE OFFICER FOR MATA

WHEREAS, Section 2-56-5, Code of Ordinances, City of Memphis, Tennessee (City Code) authorizes the Memphis Area Transit Authority (MATA) Board of Commissioners to hire or contract with a general manager to operate the MATA transportation system; and

WHEREAS, the position of Chief Executive Officer has been vacant since the resignation of Gary Rosenfeld in January of 2024, and

WHEREAS, the Executive Search Committee will be empowered to take necessary actions to assist the Board in the selection of a new CEO. These actions may include:

- Overseeing and conducting the search process
- · Reviewing and evaluating the candidates
- · Conducting initial interviews and determining finalists to recommend to the full Board
- Engaging with the interim CEO and search firm as required (TransPro)
- · Consulting the community and stakeholders as necessary

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS, That an Executive Search Committee be established to oversee the recruitment process for a new Chief Executive Officer and make recommendations of two or more finalists for the Board of Commissioners to consider.

RESOLUTION NO. 25-16

MATA Board of Commissioners Action Item Staff Summary

SUBJECT: Resolution to Establish Executive Search Committee DATE: 6/25/25

- 1.0 Purpose/Scope: To establish an Executive Search Committee of the Board of Commissioners to oversee the recruitment process for a new Chief Executive Officer for MATA and make recommendations to the full Board of two or more finalists for the Board of Commissioners to consider.
- **2.0 Background/Justification:** The position of Chief Executive Officer has been vacant since the resignation of Gary Rosenfeld in January of 2024.
- **3.0 Procurement Background:** Executive search services are included in the TransPro scope of services.

4.0 Policy Impact: N/A

5.0 Economic Impact: N/A

6.0 Alternatives: N/A

7.0 Recommendation: Adopt a resolution approving the establishment of an Executive Search Committee



40 South Main Street, Memphis, TN 38103 John Lewis, Interim CEO www.matatransit.com

Executive Committee

RESOLUTION NO. 25-17

Resolution No. 25-17

RESOLUTION TO RETAIN AND APPOINT RODERICK HOLMES OF REIFERS HOLMES & PETERS, LLP AS GENERAL COUNSEL

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WHEREAS, Pursuant to Article IV, Section 4 of the By-Laws of Memphis Area Transit Authority the Interim Chief Executive Officer has offered Roderick Holmes of Reifers Holmes & Peters, LLP to service as General Counsel with the approval of the Board of Commissioners; and

WHEREAS, Funds are available for said services in the operation budget; and

WHEREAS, Legal services are required in the following areas:

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- · Real Estate
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WHEREAS, The contractual terms between Reifers Holmes & Peters, LLP have been submitted for review by the Board and attached hereto; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS, That a three- year contract with two one-year options be awarded to Roderick Holmes of Reifers Holmes & Peters, LLP commencing July 1, 2025; and

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

RESOLUTION NO. 25-17

MATA Board of Commissioners Action Item Staff Summary

SUBJECT: Resolution to Retain Reifers Holmes & Peters LLP General Counsel DATE: 6/25/25

1.0 Purpose/Scope: The Memphis Area Transit Authority (MATA) requires legal services of General Counsel in the conduct of its business. Pursuant to Article IV, Section 4 of the By-Laws of Memphis Area Transit Authority the Interim Chief Executive Officer has offered Roderick Holmes of Reifers Holmes & Peters, LLP to service as General Counsel for a three-year period with two one year options.

2.0 Background/Justification: The position of General Counsel has been vacant since the March of 2025.

3.0 Procurement Background: N/A

4.0 Policy Impact: N/A

5.0 Economic Impact: N/A

6.0 Alternatives: N/A

7.0 Recommendation: Adopt a resolution approving the appointment of Rod Holmes of Reifers Holmes& Peters LLC as General Counsel for MATA.