NORTHERN ILLINOIS TRANSIT AUTHORITY

MINUTES OF THE MEETING OF THE GOVERNANCE COMMITTEE OF THE NORTHERN ILLINOIS TRANSIT AUTHORITY

The Governance Committee of the Northern Illinois Transit Authority Board of Directors met on Thursday, October 8, 2026, pursuant to notice. The meeting was called to order at 9:06 a.m. by Allison Noback, NITA General Counsel.

Roll call – watch video

Committee members present (4): Jenkins, Ortiz, Pileski, Williams

Director Jenkins was remote for the beginning of the meeting and was in-person for the rest.

Director Alvarez was in-person and Directors Dahl, Shah, and Chair Kotarac were remote.

Selection of a Committee Chair – watch video

Director Pileski nominated himself for the position of Committee Chair.

There were no comments or questions.

3 Ayes: Jenkins, Ortiz, Williams

1 Abstain: Pileski

Public Comment – watch video

There were no public comments.

Discussion of NITA Board Bylaws – **watch video**

The committee discussed:

- Vice Chairs (VC) for the Board, agreeing that they would prefer two VCs and the terms for the VCs
- No bloc rotation for Board Chairs
- Board meeting schedule cadence

Approved by Governance and Bylaws Committee November 4, 2026

- Special meetings – who can call and the number required to call them
- Agenda development – who, and how many members, can ask for additions to the agenda
- Voting requirements and quorum – higher vote requirements for budget and Executive Director (ED) selection
- Executive Director search – make up of search committee and who should be on it; the Service Boards should follow NITA's lead on future searches
- Public comment – formalize process and responses
- Board attendance – follow what is in statute, but let Board members know of their responsibilities and expectations
- Board ridership – include in Board responsibilities and expectations; CTA and Pace easy to track because of tap to pay; Metra is self-reporting at this stage
- Expenses – keep process as is for now
- Indemnification – Ms. Noback will research ad bring back for discussion at a future meeting of the committee
- Trainings – follow statute, with more research and discussion at a future meeting of the committee
- ED and Board evaluations – have ED come before the Board near the beginning of the year to discuss what they have accomplished; set goals for ED

Discussion of formation of Standing Committees – watch video

The committee discussed the formation of the Executive, Safety, Finance, and Audit committees, which required by the NITA Act legislation.

Finance and audit committees would be combined, and provide direction to the new Chief Internal Auditor position and bring the budget to the Board.

Safety committee – a Chief Safety Officer needs to be hired, and brought to the Safety committee; there are a lot of requirements in the statute around safety that need to be put into place in relatively short order.

Director Ortiz recommended the formation of an eTOD (equitable Transit-Oriented Development) committee sooner rather than later as TOD/land projects have a long lifespan.

The committee does not want the Board Chair to solely determine the committee membership and Chairs. Board members should self identify if they are interested in joining a committee and being a Chair.

The committee held a vote on the recommendation to the Board that they vote on the formation of the committees that are required by the NITA Act. The recommendation passed by a voice vote.

New Business – watch video

The committee will determine the next meeting date.

ADJOURNMENT – watch video

There being no further business to come before the Governance Committee of the Board of Directors, Director Jenkins moved and Director Williams seconded that the meeting adjourn.

The motion carried on the following voice vote:

4 Ayes: Jenkins, Ortiz, Pileski, Williams

The Committee meeting ended at 10:59 a.m.

Joey-Lin Silberhorn

Joey-Lin Silberhorn
Secretary of the Authority