



NOACA Governance Committee

Meeting Minutes

May 9, 2025

NOACA Offices

1299 Superior Avenue, Cleveland, Ohio 44114

Present: Please see the attached attendance record.

Mr. Jeff Brandon, Chair of the Governance Committee, convened the meeting at 10:04 a.m.

Meeting Minutes

Mr. Thomas Patrick made a motion to approve the meeting minutes of February 14, 2025. Commissioner Carolyn Brakey seconded the motion. The motion passed by voice vote.

Public Comments

No public comments were made at this meeting.

Chair's/Executive Director's Report

No report was presented at this meeting.

Action Items

Code of Regulations Revision – Economic Development Subcommittee

Mr. Ronnie Blackshear stated that this item proposes an amendment to the NOACA Code of Regulations to include the Economic Development Subcommittee (EDS) in Section 6.5. The request is for the item to be placed as a presentation on the June 2025 Board of Directors agenda and as an action item on the September 2025 Board of Directors agenda.

Mr. Blackshear explained that in 2020, NOACA's steering committee and working group developed the Comprehensive Economic Development Strategy (CEDS), which was approved by the U.S. Economic Development Administration (EDA) in March 2023. In the same year, the EDS was created to implement and maintain the CEDS, with its charter approved by the Board. In January 2024, NOACA applied to the EDA for Economic Development District (EDD) status. The EDA is now requesting NOACA to amend its bylaws to formalize the EDS.

Mr. Blackshear stated that pending Board approval, the Code of Regulations will be amended to include the membership and functions of the EDS. He emphasized that formal codification is important for securing EDD status and gaining access to additional funding and support for stakeholders.

Commissioner Morris Beverage asked if the Economic Development Subcommittee would assist in making NOACA an EDD.

Director Gallucci stated that the Economic Development Subcommittee was established by the NOACA Board as required by the CEDS. Its purpose is to maintain the region's CEDS, with becoming an EDD being a key component of that Strategy.

Commissioner Beverage shared that he had attended a presentation by Team NEO. He inquired about the organization's role and activities in relation to NOACA's economic development work.

Director Gallucci explained that Team NEO operates differently from NOACA in a few ways. Firstly, Team NEO covers 12 counties, while NOACA covers only five. Additionally, Team NEO does not have a CEDS, which is a federal strategy approved by the EDA. NOACA's CEDS is specifically designed to secure federal funds.

Commissioner Brakey stated Team NEO is a private organization classified as a 501(c)(3) and is funded through liquor sales in Ohio.

Director Gallucci explained that Team NEO receives part of its funding from JobsOhio, a private organization funded by liquor sales. She confirmed that Team NEO is a 501(c)(3) and likely has additional sources of funding.

Ms. Annie Pease pointed out that NOACA applied for EDD designation in 2024 and asked about the delay in addressing the proposed bylaw changes over a year later.

Director Gallucci explained that the EDA only recently requested NOACA to make the change during its review of NOACA's overall application.

Ms. Pease inquired about where economic development fits within NOACA's organizational chart, who is leading the initiative, and how many staff members are assigned to it.

Director Gallucci explained that NOACA primarily focuses on transportation planning. NOACA is also an areawide agency that focuses on water quality. Economic development is a newer area for NOACA. She noted that the economic development team includes herself, Mr. Blackshear (who leads the effort), and one planner, but currently lacks full-time staff and significant funding. Achieving EDD designation would provide operating funds from the EDA, which could enable hiring a full-time employee in the future.

Commissioner Beverage asked whether recent changes in Washington, D.C., might affect funding from the Economic Development Administration (EDA), specifically if there have been any indications of cuts or changes.

Director Gallucci stated that she was not aware of any specific changes or risks to EDA funding. NOACA staff have met regularly with Region 5 EDA representatives, and while federal budget cuts may impact agencies, there's no direct sign that the EDA program or its funding is at risk.

Mr. Blackshear shared that he received information from Ms. Bev Burtzloff, Associate Director of NOACA's Government Affairs Division, regarding the status of the EDA. Although he has not yet reviewed the details, he plans to discuss it further with her and Director Gallucci to assess the potential impact on NOACA. He noted that he does not yet know how significant the changes to the EDA might be.

Commissioner Brakey made a motion to recommend the Code of Regulations Revision – Economic Development Subcommittee to the Executive Committee for placement on the June

2025 Board of Directors agenda as a presentation item and as an action item on the September 2025 Board of Directors agenda. Mr. Andy Haupt seconded the motion.

The Committee voted and the motion passed by voice vote.

Presentation/Discussion Items

Virtual Meeting Policy

Ms. Liz Barlik explained that H.B. 257 authorizes certain public bodies to meet virtually. Enacted by the 135th General Assembly, the law went into effect on April 9, 2025. Public bodies can hold and attend meetings virtually as long as specific conditions are met, but they cannot hold virtual meetings until a policy is adopted.

Ms. Barlik asked Committee members whether they wanted NOACA to adopt a virtual meeting policy and, if so, to identify the specific circumstances under which the policy should be implemented.

Ms. Barlik explained that the law permits virtual meetings for public bodies as long as members are neither compensated nor elected. She noted that there is no legal distinction between hybrid and fully virtual meetings.

Ms. Barlik presented information on the following:

- Required In-person Meetings
- Public Access
- Attendance and Notification

Ms. Barlik stated that, based on the Committee's input, a virtual meeting policy may be drafted for future consideration and action.

Mr. Brandon shared his observation from the COVID period that while virtual meetings, including those at NOACA and other public bodies, functioned adequately, in-person meetings tended to be more productive. He noted that virtual meetings often lacked engagement, with hour-long meetings sometimes ending in just 10 to 15 minutes due to limited participation. He emphasized that in-person meetings typically generate more discussion and productivity among committee members.

Commissioner Brakey expressed appreciation for in-person meetings but strongly supported having a virtual option. She explained that commuting from Geauga County to downtown Cleveland takes about 45 minutes, which significantly impacts her day, a concern likely shared by members from other outlying counties like Lorain and Medina. She noted that some Geauga County meetings successfully use Microsoft Teams, offering both call-in and visual options for remote participants. She supports the efficiency of meetings and believes less discussion is not necessarily a bad thing.

Commissioner Beverage asked if state legislation had already established rules for virtual public meetings.

Ms. Barlik noted that the presented information outlines the baseline requirements NOACA must follow.

Commissioner Beverage asked if the virtual meeting policy would apply to committee meetings as well.

Ms. Barlik explained that the NOACA staff are seeking guidance from the Governance Committee on whether a virtual meeting policy should apply to any of the Committees. The Committee could determine which groups would be eligible for virtual participation or set limits on how many members can attend virtually. She emphasized that the information provided serves as a foundation, and the policy can be tailored to suit NOACA's specific needs.

Mr. Haupt noted a potential financial impact due to the lack of video technology for virtual meetings. He questioned whether any study had been conducted on the number, types, or locations of meetings that would benefit from being virtual. He also asked for the NOACA staff's perspective on what percentage of meetings would or would not benefit from a feasibility study.

Director Gallucci observed that virtual meetings could be beneficial for NOACA's Councils, which often struggle with achieving a quorum. Although this view is based on internal observation rather than scientific analysis, past virtual meetings, especially during COVID, had higher attendance. Since Councils are advisory and not decision-making bodies of NOACA, they are less restricted by legislative rules, making virtual meetings more feasible. In contrast, NOACA's Board and Committees have consistently met quorum requirements and would be less impacted by such a change.

Mr. Haupt noted that attending in-person meetings consumes a significant amount of time, which equates to a financial cost. He questioned how much time could be saved through virtual meetings and what the overall benefit would be for Board members.

Director Gallucci stated that NOACA staff could analyze the potential time savings and benefits of virtual meetings for Board members and present a report to the Governance Committee.

Mr. Brandon emphasized the value of networking at in-person meetings, noting that connecting meaningfully with all 48 members takes time. He highlighted how in-person interactions help build relationships and friendships across counties, encouraging collaboration beyond one's local area. He believes this networking is an important and worthwhile aspect of NOACA's regional work.

Director Gallucci agreed with Mr. Brandon's point, noting that one of NOACA's tenets in the vision statement is regional cohesion, and she believes meeting as a group strengthens that goal.

Commissioner Brakey stated that, as a counterpoint, if NOACA has a hybrid option, people can still come to the meetings in person. It does not force people to be in person, so if they have other commitments in their county, they can do those commitments and still participate in the meeting virtually.

Commissioner Beverage expressed support for regional engagement but shared concerns about the time commitment required for in-person meetings, citing a community event he was missing due to travel time. He advocated for at least a hybrid meeting option for Committee meetings, especially for members serving on multiple Committees and for Board meetings. He commented on the time it takes him to attend the in-person meetings and the impact it has on him to attend other events. He opposed the 48-hour attendance notice policy, stating it conflicts with how he plans his schedule and coordinates with his alternate.

Ms. Pease expressed appreciation for the background on the policy and emphasized the importance of shaping it to support NOACA's mission. She suggested reviewing historical

attendance across all levels, Board, Committees, Subcommittees, and Advisory Councils, and aligning participation tools and channels with NOACA's goal of ensuring broad input on decisions.

Ms. Pease asked whether, given the newness of the law, there are any recommendations or examples from other agencies, especially those representing broad geographic areas, on how they are developing or implementing virtual meeting policies.

Director Gallucci explained that the Ohio Association of Regional Councils (OARC) has attempted to create a template for MPOs but has not completed it. She noted that Ms. Barlik researched this with other agencies, though it's unclear if any formal policy has been developed.

Ms. Barlik noted that the only policy she has encountered so far is from the OPERS Board, which adopted a one-page "Remote Attendance Policy" aligned with legislative minimums. It supports a hybrid model and defines emergencies as unforeseen events that require a 48-hour notice, determined by the board chair. She mentioned that NOACA staff could further investigate similar policies.

Director Gallucci said it was interesting since the OPERS Board is a statewide body.

Mr. Patrick asked whether cameras would be required in the boardroom and the potential cost of that technology investment.

Director Gallucci confirmed that additional equipment would be necessary and that NOACA staff were aware of the costs. She asked Ms. Lindy Burt to share estimates with the Committee, as she has recently gathered pricing for updating a/v equipment in the boardroom.

Ms. Burt explained that the current quotes received are for a basic setup, including two to three cameras providing room and podium views, costing under \$20,000. However, she noted these do not include more sophisticated equipment and that the final cost would depend on NOACA's specific needs.

Director Gallucci requested that Ms. Burt obtain quotes for cameras equipped with point and zoom capabilities.

Ms. Burt agreed to Director Gallucci's request.

Mr. Patrick expressed appreciation for NOACA holding future meetings at various locations, noting it offers a chance to visit other organizations' facilities while maintaining networking opportunities. He added that he does not mind traveling farther for some meetings if it allows saving time on others.

Mr. Brandon expressed enthusiasm about the upcoming remote meetings and mentioned that the next board meeting will take place in Lorain County.

Director Gallucci confirmed that the board meeting in June will be at Lorain County Community College.

Ms. Pease mentioned that the law requires in-person attendance when non-routine expenditures are on the agenda. She asked if there were further details on what qualifies as a non-routine expenditure.

Ms. Barlik explained that non-routine expenditures will be defined by the policy, and the term itself comes directly from the legislation.

Ms. Pease stated that the organization creates the policy and the definition.

Ms. Barlik said yes.

Ms. Pease expressed concern about how NOACA would manage whether a meeting is in-person or virtual, as agenda items would determine the format. She noted that this could be challenging, particularly regarding advanced notifications and coordination, and emphasized the importance of clarifying this, along with other related details.

Director Gallucci explained that staff have been evaluating what qualifies as a "routine purchase." Typically, items not requiring Board approval are considered routine, though some Board-approved items might also qualify. She noted that most items on the current finance agenda are not routine, with a few exceptions, such as annual contract extensions for traffic counts. She emphasized the need to clearly define what constitutes a "routine" item.

Mr. Brandon inquired about what virtual meeting policies or practices NOACA's neighboring Metropolitan Planning Organizations (MPOs) are implementing.

Director Gallucci stated that no neighboring MPOs have fully implemented a virtual meeting policy yet, as the legislation is still new and most are developing customized approaches. She noted that MPOs covering larger geographic areas, like Central Ohio with 15 counties, are more supportive of virtual meetings, whereas NOACA's more compact region influences a different approach.

Director Gallucci stated that NOACA staff will research the questions raised and continue discussions. A recommendation may be presented at the next meeting, after reviewing how other agencies finalize their virtual meeting policies.

Reports / Updates

No reports or updates were presented at this meeting.

Old Business

No old business was discussed at this meeting.

New Business

No new business was discussed at this meeting.

Adjournment

Mr. Patrick made a motion to adjourn the meeting at 10:40 a.m. Ms. Pease seconded the motion. The motion passed by voice vote.

The next regular Governance Committee meeting will be Friday, August 8, 2025, at 10:00 a.m., at the NOACA offices.

Note: Additional information on the agenda items can be found on [NOACA's website](#) and [YouTube channel](#).



**Governance Committee
2025 Attendance Record**

MEETING DATES	2/14/25	5/9/25	8/8/25	11/14/25
BEVERAGE III , Morris W. (Morgan McIntosh, Alternate)	X	X		
BIBB , Justin (Bonnie Teeuwen, Alternate) (Mike Culp, Alternate on 5/9/25)	A	A		
BRAKEY , Carolyn (Shane Hajjar, Alternate)		X		
BRANDON , Jeff (Allen Biehl, Alternate)	X	X		
DVORAK , James (Andy Haupt, Alternate)	X	A		
RIDDELL , Jeff (John Gall, Alternate) (Thomas Patrick III, Alternate on 5/9/25)	A	A		
RONAYNE , Chris (Debbie Berry, Alternate) (Annie Pease, Alternate on 5/9/25)	X/A	A		
TOTAL	6	7		

X = Member present A = Alternate