

**TOMPKINS CONSOLIDATED AREA TRANSIT, INC.
BOARD OF DIRECTORS MEETING**

Thursday, December 3, 2009
4:00 PM TCAT Conference Room
737 Willow Avenue, Ithaca, NY

Attendees: D. Cogan, H. Dullea, K. Luz Herrera, P. Mackesey, R. McDaniel,
F. Proto, N. Schuler, B. Wendt, J. Turcotte

S. Brock, M. Albanese, R. Andrascik, A. Eccleston, P. Poist,
B. Stebbins, D. Swarts, N. Tedesco, D. Tome, S. Persons/Recording Secretary

Also Attended: Roger Segelken

Agenda

I. Call to Order

D. Cogan called the meeting to order at 4:03 PM, and welcomed everyone to the December 3, 2009 TCAT, Inc. Board of Directors Meeting.

II. Board Member Items

F. Proto stated that as the incoming chair he would ask that the current committee chairs give some thought to any pending items that will carry over until next year so that he is not surprised. He also stated he wanted the Board Members to start thinking about what committees they wanted to serve on.

III. Public Comment

There was no one present that had a public comment.

IV. Approval of the minutes from October 22, 2009 meetings

The motion to approve the minutes from October 22, 2009 was made by F. Proto; seconded by N. Schuler. The motion to approve the minutes passed unanimously.

V. Chairperson's Report

The Chairperson did not have a report.

VI. General Manager's Report

- Citizens Advisory Group Update – J. Turcotte presented Roger Segelken and stated he has been on the Advisory Committee since the beginning. R. Segelken stated he was skeptical when this group was first developed but found that they have become advocates of TCAT. He stated they have about 20 members and that during the public comment period they were consulted about the route changes.

- Project Update– J. Turcotte presented an update to the Route Changes as a result of the Transit Development Plan. He stated the project was on time and everything has been addressed with regard to schedules, destination signs, bus stops, system map, Route 41, advertising, distribution of schedules and training for the operators.
- Project Update – J. Turcotte presented an update on the TCARD. He stated this project was on time and some of the things completed include a privacy policy, FTA was contacted due to the fare box being retired early, one issue that came up was the bus operators have to issue a paper transfer. He stated he was confident that by January 17th 2010 TC3 ID's will be swipe cards on TCAT buses and they will be subsidizing the pass to help students afford the pass, Ithaca College is coming thru as well they announced that they would be subsidizing their passes for their students. He stated there is a transition period when we will be removing the old hardware and putting the new hardware in, we are working on the kiosk that will be at Green Street so that people can recharge their cards and staff will be at Green Street to transfer wayfarer cards over to TCARDS.
- Project Update – J. Turcotte presented an update on the Green Street Station. He stated the café is doing well, we are working on the signage- the fabricating and permitting of the signs, he stated that the operators received their keys for the restroom. The grand opening was set for December 18th at 10:00 AM.
- Project Update – J. Turcotte presented an update on VPSI vanpool. He stated VPSI came to Ithaca and held information meetings and have the list of all the interested people and have contacted those people.

VII. Action Items from Staff

- Consider approval of Resolution {2009-13}. – Approval to Renew Commuter Service Agreement. D. Cogan presented Resolution {2009-13}.

**RESOLUTION 2009-13
APPROVAL TO RENEW COMMUTER SERVICE AGREEMENT**

WHEREAS, Tompkins Consolidated Area Transit, Inc. (TCAT) has provided weekday commuter services between Tompkins County and Schuyler County throughout 2009 pursuant to a Commuter Service Agreement with Schuyler County, and

WHEREAS, Schuyler County and TCAT wish to renew the Commuter Service Agreement for one year,

NOW, THEREFORE, be it RESOLVED, that the TCAT Board authorizes the Chairperson of the Board and General Manager to sign the attached Renewal of Commuter Service Agreement, with said Agreement being subject to the approval of TCAT's attorney.

Adopted by the TCAT Board of Directors on this the 3rd day of December, 2009.

The resolution approval to renew commuter service agreement was moved by K. Luz Herrera; and seconded by P. Mackesey. The motion passed unanimously.

- Consider approval of Resolution {2009-14}. – Election of three (3) new directors for TCAT, Inc. D. Cogan presented Resolution {2009-14}.

**RESOLUTION 2009-14
ELECTION OF DIRECTORS FOR TCAT, INC.**

WHEREAS, the bylaws of Tompkins Consolidated Area Transit, Inc. ("TCAT, Inc.") state that Directors shall be elected at Annual Meetings of the Board, and

WHEREAS, the bylaws further state that three of the Directors shall be elected from candidates recommended by the City of Ithaca ("City"), three from candidates recommended by Tompkins County ("County"), and three from candidates recommended by Cornell University ("Cornell"), and

WHEREAS, the terms of three directors are expiring on December 31, 2009, and

WHEREAS, the City, County and Cornell have provided TCAT, Inc. with the names of recommended candidates to fill the three terms that begin January 1, 2010,

THEREFORE, BE IT RESOLVED, the TCAT, Inc. Board elects the following as Directors with three-year terms beginning January 1, 2010:

<u>Name</u>	<u>Address</u>
Henrik N. Dullea	409 Warren Place Ithaca, NY 14850
Kathy Luz Herrera	Tompkins County Board of Representatives 320 N. Tioga St., Ithaca, NY 14850
Daniel Cogan	Ithaca City Common Council 108 E. Green St., Ithaca, NY 14850

The resolution to elect three (3) new directors for TCAT, Inc. was moved by R. McDaniel; and seconded by N. Schuler. The motion passed unanimously.

- Consider approval of Resolution {2009-15}. – Election of secretary/Treasurer. D. Cogan presented Resolution {2009-15}.

**RESOLUTION 2009-15
ELECTION OF SECRETARY/TREASURER**

WHEREAS, the bylaws of Tompkins Consolidated Area Transit, Inc. ("TCAT, Inc.") state that a Secretary/Treasurer shall be elected each year at the Annual Meeting of the Board to serve throughout the following calendar year, and

WHEREAS, the bylaws further state that a nominating committee appointed by the Chair shall nominate an individual for Secretary/Treasurer from the Directors recommended by the recommending party whose representative is the current Chair, and

WHEREAS, the current Chair was recommended by the City of Ithaca as a Director, so the new Secretary/Treasurer must be one of the Directors who was recommended by the City of Ithaca, and

WHEREAS, the Chair has appointed the members of the Executive Committee to act as the nominating committee, and

WHEREAS, the Executive Committee has agreed to nominate Daniel Cogan as the Secretary/Treasurer for 2009,

THEREFORE, BE IT RESOLVED, the TCAT, Inc. Board elects Daniel Cogan as Secretary/Treasurer for a one-year term beginning January 1, 2010.

The resolution to elect a secretary/treasurer was moved by N. Schuler; and seconded by J. Dotson. The motion passed unanimously.

- Consider approval of Resolution {2009-16}. – Election of Kyu-Jung Whang to fill unexpired portion of Richard McDaniel’s Term through December 31, 2011. D. Cogan presented Resolution {2009-16}.

**RESOLUTION 2009-16
ELECTION OF KYU-JUNG WHANG TO FILL UNEXPIRED PORTION OF
RICHARD W. MCDANIEL’S TERM THROUGH DECEMBER 31, 2011**

WHEREAS, Richard W. McDaniel is resigning as a Director of the Board of Tompkins Consolidated Area Transit, Inc. (“TCAT, Inc.”), effective December 31, 2009, and

WHEREAS, the term of Richard W. McDaniel’s Director position is through December 31, 2011, and

WHEREAS, the bylaws of TCAT, Inc. state that a Director may be elected at a regular or special meeting of the Board to fill an unexpired term and shall hold office until the expiration of that directorship’s term, and

WHEREAS, the bylaws further state that a Director elected to fill an unexpired term shall be an individual recommended by the departing Director’s recommending party, and

WHEREAS, Cornell University originally recommended to the TCAT, Inc. Board that Richard W. McDaniel be appointed as a Director, and

WHEREAS, Cornell University has recommended that Kyu-Jung Whang be elected to fill the unexpired portion of Richard W. McDaniel’s term (through December 31, 2011),

THEREFORE, BE IT RESOLVED, the TCAT, Inc. Board elects Kyu-Jung Whang as a Director to fill the unexpired portion of Richard W. McDaniel’s term (from January 1, 2010 through December 31, 2011).

The resolution to elect Kyu-Jung Whang to fill unexpired portion of Richard McDaniel’s term through December 31, 2011 was moved by F. Proto; and seconded by B. Wendt. The motion passed unanimously.

- Consider approval of Resolution {2009-17}. – Adopting the TCAT Inc. 2010 Operating Budget. D. Cogan presented Resolution {2009-17}.

**RESOLUTION 2009-17
ADOPTING THE TCAT INC 2010 OPERATING BUDGET**

WHEREAS, Each year the Tompkins Consolidated Area Transit, Inc. (TCAT.) Board adopts a fiscal year Operating Budget, and

WHEREAS, TCAT, Inc attempts to maximize transportation service to Tompkins County residents by utilizing all federal, state and local funds available for the twelve-month period ending December 31, and

WHEREAS, after reviewing 2009 operations and considering all federal, state and local funding available for 2010, an Operating Budget that projects revenues of \$12,012,662 and projected expenditures of \$12,318,636 for the 2010 fiscal year ending December 31, 2010 has been prepared and reviewed,

THEREFORE, BE IT RESOLVED, the TCAT, Inc. Board adopts an Operating Budget for fiscal year ending December 31, 2010, that projects revenues totaling \$12,012,662 and expenditures totaling \$12,318,636.

The resolution to adopt the TCAT, Inc. operating budget was moved by H. Dullea; and seconded by P. Mackesey. The motion passed unanimously.

- Consider approval of Resolution {2009-18}. – Adopting the TCAT Inc. 2010 Capital Expenditure Plan. D. Cogan presented Resolution {2009-18}.

**RESOLUTION 2009-18
ADOPTING THE TCAT INC 2010 CAPITAL EXPENDITURE PLAN**

WHEREAS, Each year the Tompkins Consolidated Area Transit, Inc. (TCAT, Inc.) Board adopts an annual Capital Expenditure Plan, and

WHEREAS, TCAT, Inc. (TCAT) attempts to maximize the use of all federal and state funds available for necessary capital equipment purchases and projects, and

WHEREAS, after reviewing current capital needs and considering all federal and state funding available for 2010, a Capital Expenditure Plan of \$225,000 with total local partner contributions of \$75,000 for the 2010 fiscal year ending December 31, 2010 has been prepared and reviewed,

THEREFORE, BE IT RESOLVED, the TCAT Inc Board adopts a Capital Expenditure Plan for fiscal year ending December 31, 2010, totaling \$225,000.

The resolution to adopt the TCAT, Inc. capital expenditure plan was moved by H. Dullea; and seconded by F. Proto. The motion passed unanimously.

- Consider approval of Resolution {2009-19}. – In appreciation of Richard W. McDaniel. D. Cogan presented Resolution {2009-19}.

**RESOLUTION 2009-19
IN APPRECIATION OF RICHARD W. MCDANIEL**

The undersigned secretary of Tompkins Consolidated Area Transit, Inc. ("Tcat, Inc.) does here by certify at a meeting of the Board of Directors of Tcat, Inc., on December

3, 2009, at which a quorum existed, the following resolution was unanimously approved:

WHEREAS, Richard W. McDaniel devoted four years to the staunch support of public transit in and beyond Tompkins County through his service as a director on Tcat, Inc.'s Board from 2006 through 2009, and

WHEREAS, Rich served as a Board officer through his entire tenure, sequentially as secretary/treasurer, vice chair, chair, and most recently as past chair, and

WHEREAS, Rich "off-peak" McDaniel used innovative cost strategies to dramatically increase midday, weekend, and nighttime ridership during his term as Board chair,

NOW, THEREFORE, BE IT RESOLVED that the Tcat, Inc. Board recognizes the many significant contributions Rich has made to strengthen and improve Tcat and public transportation throughout Tompkins County and beyond, and be it further

RESOLVED, that the Tcat, Inc. Board extends its sincere appreciation to Rich for his able leadership and dedicated service, and wishes him the best as he enjoys his retirement and his new pursuits as a wise and capable consultant.

The resolution in appreciation of Richard W. McDaniel was moved by K. Luz Herrera; and seconded by P. Mackesey. The motion passed unanimously.

- Consider approval of Resolution {2009-20}. – In appreciation of Mike Allen. D. Cogan presented Resolution {2009-20}.

**RESOLUTION 2009-20
IN APPRECIATION OF MIKE ALLEN**

The undersigned secretary of Tompkins Consolidated Area Transit Inc. ("TCAT, Inc.") does hereby certify at a meeting of the Board of Directors of TCAT, Inc., on December 3, 2009, at which a quorum existed, the following resolution was unanimously approved:

WHEREAS, Mike Allen has had a long and distinguished career in union leadership on behalf of the United Auto Workers, and

WHEREAS, Mike's recent responsibilities as the international representative of Region 9 of the UAW brought him into frequent contact with TCAT, and

WHEREAS, Mike played a critical role in the most recent round of UAW-TCAT negotiations that resulted in a three-year contract effective September 11, 2009, and

WHEREAS, Mike has given new emphasis to the environmental agenda of the UAW in its relationship with TCAT, and

WHEREAS, Mike has provided vigorous leadership on behalf of TCAT's bus operators and mechanics in the regularly scheduled and ad hoc labor-management meetings of the UAW with TCAT management, and

WHEREAS, Mike has decided to retire from his current role with the UAW after 37 years of dedicated membership and service,

NOW, THEREFORE, BE IT RESOLVED that the TCAT, Inc. Board recognizes the many significant contributions Mike has made to strengthen and improve the environmental quality of the entire TCAT facility, and be it further

RESOLVED, that the TCAT, Inc. Board extends its sincere appreciation to Mike Allen for his dedicated service and for his healthy and happy retirement.

The resolution in appreciation of Mike Allen was moved by H. Dullea; and seconded by P. Mackesey. The motion passed unanimously.

VIII. Committee Reports

- **Executive Committee**

D. Cogan reported that the Executive Committee met November 11, 2009 and discussed many project updates and discussed appointment of nominating committee to nominate Secretary/Treasurer for 2010.

- **Budget Committee**

H. Dullea reported that the Budget Committee met on November 19, 2009 and reviewed monthly operating report and the proposed 2010 Operating and Capital Budgets.

- **Transit Service Committee**

P. Mackesey reported that the Transit Service Committee met on October 27, 2009 and discussed festivals, requests for discount fares, Light in Winter, and the agreement with Wal-Mart.

- **Human Resources Committee**

P. Mackesey reported that the Human Resources Committee met on November 17, 2009 and discussed current staffing levels, Grievance Log and recruiting efforts.

- **City Center Committee**

The City Center Committee did not meet.

IX. Next meeting

D. Cogan announced the next meeting date January 28, 2010 at 4:00 PM.

X. Adjournment

The motion to adjourn the meeting was made by P. Mackesey; and seconded by R. McDaniel. The meeting adjourned at 5:35 PM.