

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

Thursday, July 31, 2009
3:30 PM TCAT Conference Room
737 Willow Avenue, Ithaca, NY

Attendees: D. Cogan, J. Dotson, R. McDaniel,
F. Proto, N. Schuler, B. Wendt, J. Turcotte

R. Andrascik, A. Eccleston,
D. Tome, S. Persons/Recording Secretary

Agenda

I. Call to Order

D. Cogan called the meeting to order at 3:36 PM, and welcomed everyone to the July 31, 2009 Special TCAT, Inc. Board of Directors Meeting.

II. Action Items from Staff

- Consider approval of Resolution {2009-06} Approval of Construction of an Additional Restroom within TCAT's Green Street Passenger Waiting Area – D. Cogan presented Resolution {2009-06} to approve construction of an additional restroom.

**RESOLUTION 2009-06
CONSTRUCTION OF AN ADDITIONAL RESTROOM WITHIN TCAT'S GREEN
STREET PASSENGER WAITING AREA**

WHEREAS, TCAT, Inc. (TCAT) is in need of an additional restroom within its new Green Street Passenger Waiting Area that includes a vendor service area, and

WHEREAS, on July 22, 2009 TCAT received notification for the necessity of a 2nd public restroom, and

WHEREAS, after careful consideration of change order submittal, and that acceptance of said change order would be in the best interests of TCAT, and

WHEREAS, TCAT agrees change order amount of Twenty-Three Thousand Eight Hundred Forty Dollars is acceptable and will – until further notice – absorb the aforementioned cost with project contingency, and or, operating funds, therefore, be it

RESOLVED, that the TCAT Board of Directors concur with TCAT's change order acceptance and dollar amount, and be it further

RESOLVED, that the TCAT Board of Directors authorizes the Chairperson of the Board and the General Manager to execute our contractor's change order.

Adopted by the TCAT, Inc. Board of Directors on this 31st day of July, 2009.

The resolution to approve construction of additional restroom was moved by R. McDaniel; and seconded by B. Wendt. Discussion followed.

D. Cogan stated immediately before this meeting we had a City Center Project meeting and we discussed the various options, in addition to the three options that were sent out in the email; the vestibule, doing some stuff with the fixtures and change orders; we discussed a couple other things as well. Allison came in with a list of credits that we could obtain and those deductions came to about \$2300, we decided that it made sense for us to accept them. He stated we also discussed the vestibule and we decided that it did not make sense to eliminate it, it would have been about a \$10,000 savings but it would have added more noise, as well as added heating costs to the room because every time you opened the door you would get all that wind and cold air coming in making the space less comfortable, so we felt having a vestibule was pretty important. He stated that they also discussed the idea of whether it made sense to eliminate the driver's bathroom, and that Allison reported that if we eliminated the driver's bathroom it saves about \$7,000 to \$8,000 and nobody thought that was a good idea, that it wouldn't really be cost effective. He stated we are talking about just a little over \$20,000 in added costs on a \$230,000 project, and it sounds like Gimme! Coffee likes the layout better because it moves the counter forward and gives them more work space. The committee is recommending that we add the new bathroom in and accept the credits and it would be a \$20,000 additional cost.

N. Schuler asked is this a slip up on the architects' part.

D. Cogan stated we did not discuss that and we need to discuss remedies at a later date, but the issue is that the architect did miss that we need to add a second bathroom. Whether or not they are responsible for the additional costs we won't ever know, because we do not know what the additional costs would have been had we included this when we first went out to bid I do not think we would have gotten the same price, most assuredly we would have been paying more we just do not know how much more. He stated it is going to be hard to determine what the injury is to us and we will have to have some discussions about that. They have been working very hard to try to help us get the information we need to make a decision, and Allison announced today that she is going to produce some artwork for us. He stated he thought we should have that discussion at a later date because it is not directly related to what we do now.

F. Proto stated with putting what you just said aside, he would like to know where is that money coming from, how much is in the contingency, who is going to be responsible for added maintenance costs to maintain the bathroom, will the cleaning service who is going to do the other two bathroom do this one and at what cost. He asked if they have some breakdown of some of that.

D. Cogan stated in terms of where the money comes from there are some contingencies built into the budget so they would certainly come out of that first but we feel like ultimately we can absorb this into our operating expense, it is a \$20,000 additional expense out of our \$12 million annual budget and our \$1 million fund balance, it does not make sense to hold up the project based on that. If we can identify other funds we should and we would but given the time frame that we are on the most expedient thing to do is say we have the money to cover that if need be and we should proceed. He stated as for the question about additional costs to maintain it, Gimme! Coffee will be responsible for maintaining it during the day keeping it clean, and we are talking about hiring someone to maintain our facilities instead of having janitorial service that we have, so they are going to be going down there anyway and instead of cleaning two bathrooms there will be three but it will be our own employee so there won't be any marginal cost for having a third bathroom.

F. Proto asked if this precipitated a review of the general contract to see if anything else was missed.

D. Cogan stated we did not do that. The way this was discovered was when they went to the Building Department for a permit and the Building Department pointed it out so presumably if the Building Department has not pointed out anything else.

F. Proto stated this project has been languishing for some time because of various things. We are not supposed to be talking about who screwed up but he is concerned because we had a budget meeting a couple weeks ago where there were some issues raised about coming up with more money out of our fund balance and our reduced partner shares both on the operating side even though there is no increase and also on the capital program side. He stated he understands there was a meeting today that Joe filled him in on that they were meeting with the County folks to see if they could tighten up some of the numbers but there is concern. He stated and he understands there was a mistake and we do not want to hang somebody by the knee caps but this is not a \$1,000 mistake or even a \$5,000 mistake, but a \$20,000 mistake, that would go far towards reducing part of the capital program expenditure, that is not chicken feed at this point, and we have been scrambling for a while for ways to tweak that number including reducing what we think is a reasonable fee for diesel.

D. Cogan stated let's hear where other people are at with it, he stated he doesn't think anybody is happy that we are having to spend this additional money and we are finding out so late in the process, but he thinks looking at where we are in the process and what the options are, to try to get it back down to the budget that we originally had, none of those options look very palatable, again when you take the long view and what it is we are trying to build here, how we want this place to be successful, what the total budget is for this project and what the total operating budget is, it seems like it does not make sense to try to get the money out of that project in some other way. If we can find that money some other way we should and we will but in the meantime we have a schedule we are trying to adhere to and we want to try to get this project over.

F. Proto asked besides shrinking the counter space was there any discussion about reconfiguring the space and maybe changing the chairs, coming up with something a little less expensive.

D. Cogan stated there was some discussion about trying to use some less expensive fixtures, but the point is we selected what we thought were the best furnishings and fixtures for the space given its use.

J. Dotson stated she thinks it would be great if we could get the architect to help make us whole here but does not think we can in a meaningful way. She stated she does not think we should try to skimp on the furnishings as this is going to be a really high use area and we need stuff that is really durable, and she does not want to save a little bit of money now to find we have to replace things in three years. She stated she thinks we should just go ahead and do this and keep our eyes very close on this contract as we move forward.

R. McDaniel stated he agrees with J. Dotson and he would observe the project as we sit here this moment is dead, it is frozen, it is not proceeding, in other words no work is going on while we are having these conversations so we need to walk out of this room in a way that frees that project to move forward and get us open as quickly as we can. We definitely need the bathroom, he stated he wholly supports the separate facility for our drivers, there is good reason this is a stop, this facility is the public base of TCAT, this is our primary stop, more people will see TCAT and identify with this facility, and we gave due diligence to cheapening the project, eliminating the foyer, cheapening the fixtures, and even cheapening the bathroom and yet we do not want this to look like a bus stop bathroom, this is our public image, and at the end of the day we all came to the position which is the right thing to do, which is a quality job and to make sure we do not miss anything else as we execute the rest of this project.

B. Wendt stated he was at the meeting and he knows the committee pushed hard among every possible thing that we could cut and we are still pursuing a couple things like should the project actually pay for the hot water tank and not us, and that we did cut back about \$800 in chairs, so every little thing was considered in ways to save that money, we are trying to keep our costs down and the project down, and he does not think we are over the budget that much. He stated this was a surprise, in the scheme of things in the long run we will be very happy with the facility and he does not want to see it held up any more than it has been. If anything, it is an opportune time for this to come up because it would have scared us a lot

more last year when gas prices were as high as they were. He stated he thinks we should move forward and approve this and get the project moving. He suggested a change to the 4th WHEREAS, he stated he prefers instead of saying "TCAT agrees to amount of Twenty-Three Thousand Eight Hundred Forty Dollars" he thinks it is safer to say "TCAT agrees to change orders not to exceed an amount of Twenty-Five Thousand".

After further discussion, the Board passed the following amended resolution:

**RESOLUTION 2009-06
CONSTRUCTION OF AN ADDITIONAL RESTROOM WITHIN TCAT'S GREEN
STREET PASSENGER WAITING AREA**

WHEREAS, TCAT, Inc. (TCAT) is in need of an additional restroom within its new Green Street Passenger Waiting Area that includes a vendor service area, and

WHEREAS, on July 22, 2009 TCAT received notification for the necessity of a 2nd public restroom, and

WHEREAS, the architect has identified additional cost savings from modifications to the scope of work, and

WHEREAS, there is a need to increase the project budget to cover the additional costs, therefore, be it

"RESOLVED, that the TCAT Board of Directors authorizes an increase in the City Center Project budget in an amount not to exceed Twenty-Five Thousand Dollars, and, be it further

RESOLVED, that the TCAT Board of Director authorizes the Chairperson of the Board and the General Manager to execute any change orders necessary within the authorized budget to affect the project work.

Adopted by the TCAT, Inc. Board of Directors on this 31st day of July, 2009.

D. Cogan asked if all were in favor of passing this resolution as amended. F. Proto abstained all others were in favor.

III. Adjournment

The motion to adjourn the meeting was made by B. Wendt; and seconded by N. Schuler. The meeting adjourned at 4:06 PM.