

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

Thursday, April 23, 2015
4:00 PM TCAT Conference Room
737 Willow Avenue, Ithaca, NY

Attendees: F. Proto, B. Brady, J. Dotson, B. Gray, K. Herrera,
D. Howe, K. Page, P. Stein

S. Brock, R. Andrascik, A. Eccleston, N. Oltz, P. Poist, D. Tome,
D. Swarts, M. Yarrow, T. Wright, S. Persons/Recording Secretary

Also Attended: F. Howells, A. Gallegos, S. Beckley

Agenda

Call to Order

F. Proto called the meeting to order at 4:05 PM, and welcomed everyone to the April 23, 2015 TCAT, Inc. Board of Directors Meeting.

Board Member Items

There were no board member items.

Public Comment

There was no public comment.

Approval of the minutes from March 26, 2015 Board of Directors Meeting

The motion to approve the minutes from March 26, 2015 was made by B. Gray; seconded by D. Howe.

S. Brock requested a change to the minutes on page 3 under the resolution for the fare policy. In the last sentence of the last paragraph add the words "of the" so the resolved should state "hereby approves and adopts the attached red-lined version of the".

The motion to approve the minutes as amended passed unanimously.

Chairperson's Report

F. Proto stated he had two items he wanted to mention, one is just so you are aware, we had a request from TCCOG, the Tompkins County Council of Governments to meet with the Executive Committee periodically to discuss whatever happens to be on their plate. We got a letter off with some help from the appropriate people and we haven't heard back yet, we haven't heard back yet but we are hoping they will take us up on our offer. The other item and I guess perhaps this ought to be a discussion item maybe under the Transit Service Committee but you've been made aware of some emails particularly it was initiated by the email from Ed Marx regarding this facility. He stated he would defer to the General Managers report for that discussion.

General Manager's Report

- **Monthly Operating Reports** – A. Eccleston presented the Monthly Operating Reports for March 2015. She reviewed the details of the Riders, Miles & Hours Statistics, Service Changes & Special Events, Maintenance Statistics, Accidents & Other Incidents, Finance, Human Resources, Marketing Initiatives, & Customer Communications.
- **Triennial Review** – A. Eccleston reported that we had our triennial review last Thursday and Friday with the County, the FTA and the consultants for the FTA, Fernando de Aragón, and Kristen Wells Director of Gadabout. They covered 17 various areas for compliance. Our team did a tremendous job, one of the things that the consultant and the FTA highlighted about our team and the County was our initial response to the triennial review. It was a tremendous amount of work, Matt Yarrow was our project manager for this effort and he did a tremendous job making sure we met all of our goals and deadlines, thank you very much. What they said to us that because of the thorough work we did they were very impressed and when we got into the actual triennial review, we sailed through it pretty easily. She stated she wanted to thank the entire team for the work that they put forth and all the effort, day after day this team does a really quality job in what they do in their areas of responsibility. We did have one finding that was in the disadvantaged business enterprise, when we do public outreach we need to use different media such as newspapers to make sure that we capture minority audiences.
- **Communications Meeting** – A. Eccleston reported that we held our second communications meeting on April 14th at 3:00pm to give the afternoon reports an opportunity to meet with us. We discussed the Triennial review what it is and why we do it, our capital funding, routes, signage on buses and our ITS project. Our next meeting will be next month early morning to catch the early morning reports.

F. Proto reported that earlier this week we received communication from Ed Marx the County's Commissioner of Planning. He stated as he understands it the county is putting together a request to try to access the \$500 million that the Governor has allocated for the Southern Tier for economic enhancement and trying to bring some work to our region. It spurred a number of other emails about this facility and should we do something, about helping to build a new facility, basically Ed Marx was reaching out for information. He stated basically it is an initiative to see if we can access some of the funding that the Governor and the State has put aside. F. Proto stated the question that he had was do we need information to weigh in or do we just need to do something as a placeholder, having said that before we discuss it, S. Brock mentioned she needed to let the Board know something.

S. Brock stated there is no conflict of interest but she felt transparency up front is a better policy, her husband works at Cornell and he is working on a submission that Cornell is preparing to go for some of this money too.

F. Proto stated the other piece before K. Sutherland became a board member; we had a meeting with the City about doing something collaboratively with them because of the City's public works facility. There was discussion at that meeting with regard to the site at south west park which was under consideration, no decisions, just as a large parcel that might accommodate both facilities. Discussion followed.

F. Proto proposed A. Eccleston and he talk to Ed Marx and get some answers and whether they need hard numbers or just a ball park. Are we interested; it sounds like it can't hurt to be included in what they are thinking about without any major commitment because we can't give them a large set of numbers because we simply don't have them. If you would like we can email everyone and let you know what we find out.

Action Items from Staff

Consider Resolution {2015 - 11} Selection of Cody Towner for Operation of a Café within TCAT's Green Street Station and approval of Contract and Sublease. F. Proto presented resolution {2015 – 11} Selection of Cody Towner for operation of a café within TCAT's Green Street Station.

RESOLUTION 2015 - 11 SELECTION OF CODY TOWNER FOR OPERATION OF A CAFÉ WITHIN TCAT'S GREEN STREET STATION AND APPROVAL OF CONTRACT AND SUBLEASE

WHEREAS, TCAT, Inc. (TCAT) is in need of a vendor / organization for the operation within Green Street Station that includes a vendor / organization service area, and

WHEREAS, on December 8, 2014, TCAT issued a request for proposals for the services of a Vendor / Organization Sublease of Commercial Space within TCAT's Green Street Station (RFP 004-2014) and received one (1) proposal, and

WHEREAS, after careful consideration of the proposal and interviews with the only responsive firm, TCAT staff have determined that Cody Towner, of Freeville, New York is a qualified and acceptable firm, and that acceptance of its proposal would be in the best interests of TCAT, and

WHEREAS, TCAT staff recommend entering into an agreement and/or sublease with Cody Towner, to operate a Café, and

WHEREAS, Cody Towner proposes to operate a Café with proposed rental payments to TCAT of Four Hundred Seventy-Five Dollars (\$475.00) per month for year 1, therefore be it

RESOLVED, that the TCAT Board of Directors selects Cody Towner as its Café provider, and be it further

RESOLVED, that the TCAT Board of Directors authorizes the Chairperson of the Board and the General Manager to execute a 1 year contract and/or sublease with Cody Towner containing options to renew for up to four additional years, and with rental payments not less than the proposed amount of Four Hundred Seventy –Five Dollars (\$475.00) per month for year 1, said contract being subject to the approval of TCAT's attorney.

The resolution to select Cody Towner for operation of a café within TCAT's Green Street Station and approval of contract and sublease was moved by K. Herrera; seconded by J. Dotson. Discussion followed. The resolution passed unanimously.

Executive Session

F. Proto asked for a motion to enter into executive session to discuss potential litigation regarding the Stedwell matter. The motion was made by D. Howe; seconded by B. Gray. The motion passed. The Board entered into Executive Session at 5:16 PM. The Board arose from Executive Session at 5:49 PM. No action was taken.

Committee Reports

- **Executive Committee**

F. Proto reported that the Executive Committee met on April 15, 2015 and discussed the Cornell TCAT MOU discussion and update, the RFP scope for consultant for funding efforts, Washington D.C., updates on the village of Groton response letter, Pamela Johnson grand larceny case, Green Street Station selection and resolution, vanpool contract, FTA triennial review on 4/16 and 4/17 and the HR temporary position.

- **Budget Committee**

B. Gray reported that the Budget Committee met on April 21, 2015 and discussed the Revenue Expenditure Report March 31, 2015, Fuel Report, mortgage recording tax update, 2016 preliminary budget assumptions, May 2015 budget committee meeting date change.

- **Transit Service Committee**

D. Swarts reported that the Transit Service Committee met on April 16, 2015 and discussed updates on service changes effective in May, public outreach efforts to the Cornell community re: campus shuttles, draft metrics for the Service Standards and Policies Plan, next steps on the proposed emergency ride home program, and operating authority and service/fare coordination for Cortland Transit.

- **Human Resources Committee**

The Human Resource Committee did not meet.

- **Planning Committee**

A. Eccleston reported that the Planning Committee met on April 2, 2015 and discussed the update on needs assessment RFP, update on facility assessment document, a discussion on being transformative, and a 5 year plan for TCAT.

- **Audit Committee**

K. Page reported that the Audit Committee met on April 23, 2015 and discussed the status report on Stonebridge recommendations and management's action plan, update on current external audit, update on IRS audit.

- **Next meeting**

F. Proto announced the next meeting date of May 28, 2015 at 4:00 PM.

- **Adjournment**

The motion to adjourn the meeting was made by B. Gray; and seconded by K. Herrera. The meeting adjourned at 6:16 PM.