

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

Thursday, June 25, 2015
4:00 PM TCAT Conference Room
737 Willow Avenue, Ithaca, NY

Attendees: F. Proto, B. Brady, J. Dotson, B. Gray,
D. Howe, K. Page, K. Sutherland

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

Also Attended: F. Howells, Dan Johnson – Assistant D.A.

Agenda

Call to Order

F. Proto called the meeting to order at 4:09 PM, and welcomed everyone to the June 25, 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 May 28, 2015 Board of Directors Meeting

The motion to approve the minutes from May 28, 2015 was made by B. Gray; seconded by D. Howe. The motion to approve the minutes passed unanimously.

Chairperson's Report

F. Proto stated he was not going to report on yesterday's proceedings because we'll get into that discussion later with D. Johnson, the second item is he wants to pigeonhole K. Sutherland regarding the City's inclusion of TCAT in the waterfront redevelopment application, and the other item is the MOU with Cornell University, we are sitting next to the signed original from President Skorton and with your permission today you'll let me sign it so we can get this thing off our desk and we can get into a discussion about that under the Executive Committee Report. We also have an executive session to discuss litigation.

F. Proto asked for a rundown from D. Johnson and to permit people to ask him questions.

D. Johnson stated he would outline the case briefly; everything he is going to tell is public already. He stated when it came to light, TCAT very promptly got law enforcement involved, which was great, that enabled us to accomplish the main goal in the case which was to get the

money back. When that happened, we indicted her case which got it in the county court on felony charges and that was about a year ago. It took a year because we were trying to ensure that the funds were paid back. Fairly recently there were two real estate sales by Ms. Johnson and her husband, I attended those sales and the closings and received two checks which were equal to the \$247,000 figure. At present we are holding those funds anticipating that the judge will sign an order submitted today authorizing those funds be released to TCAT. As for yesterday, Ms. Johnson pled guilty to a charge of Grand Larceny in the second degree, that is a class C felony, and because she paid the restitution and cooperated with that process we agreed to cap the sentence at probation for 5 years and up to 6 months in jail. As you all know from what was reported in the media, Judge Rowley imposed a slightly lesser sentence. Discussion followed.

B. Gray thanked D. Johnson and S. Brock for all their work they did on this.

F. Proto stated he wanted to go back to the item that he asked about earlier. About a month ago we got a call from Ed Marx from County Planning about putting in an estimate for relocating this facility. The County did not include TCAT in their number, the City included TCAT somehow because of the waterfront development. He asked K. Sutherland how we were included, if we were included.

K. Sutherland stated TCAD moved our application forward, what they did is they took the information from every interested party that had big picture ideas to restart our economy and put a white paper together that got sent to the regional economic development region of the Southern Tier. So now that team made up of individuals that the Governor chose from Tompkins County, Broome County, Corning, and Cornell, they're sitting down and making a statement about what they want to do. Discussion followed.

General Manager's Report

- **Monthly Operating Reports** – A. Eccleston presented the Monthly Operating Reports for May 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.

Action Items from Staff

Consider Resolution {2015 - 13} Selection of Avail Technologies, Inc. as TCAT, Inc.'s Integrated CAD/AVL System with Real-Time Customer Information Contractor. F. Proto presented resolution {2015 – 13} to select Avail Technologies, Inc.

RESOLUTION 2015 – 13 SELECTION OF AVAIL TECHNOLOGIES, INC. AS TCAT, INC.'S INTEGRATED CAD/AVL SYSTEM WITH REAL-TIME CUSTOMER INFORMATION CONTRACTOR

WHEREAS, TCAT, Inc. (TCAT) is in need of an Integrated CAD/AVL System with Real-Time Passenger Information Contractor, and

WHEREAS, on July 14, 2014, TCAT issued a request for proposals for an Integrated CAD/AVL System with Real-Time Customer Information Contractor and received 4 proposals, and

WHEREAS, after careful consideration of all proposals, TCAT staff have determined that Avail Technologies, Inc. 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 Integrated CAD/AVL System with Real-Time Customer Information Contractor agreement with Avail Technologies, Inc. to provide required Integrated CAD/AVL System with Real-Time Customer Information Contract deliverables, and

WHEREAS, Avail Technologies, Inc. proposed to provide Integrated CAD/AVL System with Real-Time Customer Information Contract deliverables to TCAT for the Not-to-Exceed sum of One Million Eight Hundred Twenty-Seven Thousand Eight Hundred Thirty-Seven dollars (\$1,827,837), therefore be it

RESOLVED, that the TCAT Board of Directors selects Avail Technologies, Inc. as TCAT's Integrated CAD/AVL System with Real-Time Customer Information Contractor, and be it further

RESOLVED, that the TCAT Board of Directors authorizes the Chairperson of the Board and the General Manager to execute an agreement with Avail Technologies, Inc. for Integrated CAD/AVL System with Real-Time Customer Information Contractor deliverables for the proposed Not-to-Exceed amount of One Million Eight Hundred Twenty-Seven Thousand Eight Hundred Thirty-Seven dollars (\$1,827,837) subject to the approval of TCAT's attorney.

The resolution Selection of Avail Technologies, Inc. as TCAT, Inc.'s Integrated CAD/AVL System with Real-Time Customer Information Contractor was moved by J. Dotson; seconded by B. Brady. Discussion followed. The resolution passed unanimously.

Consider Resolution {2015 - 14} Creating Emergency Ride Home Program. F. Proto presented resolution {2015 - 14} to create an emergency ride home program.

**RESOLUTION 2015 - 14
CREATING EMERGENCY RIDE HOME PROGRAM**

WHEREAS, Tompkins Consolidated Area Transit, Inc. ("TCAT") wishes to offer an Emergency Ride Home Program ("Program") to commuters holding monthly or annual TCards, and to vanpool riders who are not employed by Cornell University (collectively referred to as "Enrollees"); and

WHEREAS, the Program's purpose is to provide peace of mind for commuters who are using alternatives to drive-alone cars by covering the cost of a taxi ride from the workplace to an Enrollee's home or vehicle in the event of a qualifying personal emergency; and

WHEREAS, because an equivalent journey may take too long or may not even be possible by public transit at the time the emergency arises, the Program serves to remove a major barrier to participation in transit and vanpools; and

WHEREAS, TCAT wishes to issue a Request for Qualifications (RFQ) to aid TCAT in establishing contracts between TCAT and local taxi companies (hereinafter "Providers") for the non-exclusive provision of taxi service under TCAT's Emergency Ride Home Program; and

WHEREAS, the Program is non-exclusive so that Enrollees can select the Provider that can provide the best service during the day, time and location that the emergency ride is requested; now therefore be it

RESOLVED, the TCAT Board hereby approves the TCAT Emergency Ride Home Program as described in the proposed RFQ, dated July 1, 2015, and be it further

RESOLVED, TCAT staff are authorized to issue the Request for Qualifications for the non-exclusive provision of Emergency Ride Home taxi services, and be it further

RESOLVED, the TCAT Board Chair and General Manager are authorized to execute TCAT's Non-Exclusive Emergency Ride Home Taxi Service Contract with those Providers who meet the requirements set forth in the RFQ, said contract being subject to the approval of TCAT's attorney.

The resolution to Create Emergency Ride Home Program was moved by J. Dotson; seconded by K. Sutherland. Discussion followed.

S. Brock recommended amending the resolution in the second to last resolve before the "and be it further" to add the language "subject to the approval of TCAT's attorney" so it would read "RESOLVED, TCAT staff are authorized to issue the Request for Qualifications for the non-exclusive provision of Emergency Ride Home taxi services, subject to the approval of TCAT's attorney, and be it further"

The resolution as amended passed unanimously.

Approval for Bank Resolution by Corporation for Elmira Savings Bank Accounts: The motion to approve the resolution for Elmira Savings Bank Accounts was moved by D. Howe; seconded by B. Gray. Discussion followed. The motion passed unanimously.

Committee Reports

- **Executive Committee**

F. Proto reported that The Executive Committee met on June 17, 2015 and discussed the hydrogen bus project status update, Pamela Johnson grand larceny case update, Needs Assessment RFP status, ITS selection, Green Street Station – buyout vs. continuing to rent space, credit card Services moved to Elmira Savings Bank, and the Cornell TCAT MOU.

F. Proto presented a motion to approve the Cornell TCAT MOU; the motion was moved by B. Gray; seconded by D. Howe. Discussion followed. 5 in favor, K. Sutherland opposed, B. Brady abstained.

- **Budget Committee**

B. Gray reported that the Budget Committee met on June 16, 2015 and discussed the Revenue Expenditure Report May 31, 2015, fuel report, STOA update, 2016 operating budget, 5 year operating budget, ITS project, 2016 capital budget, 5 year capital budget, the draft budget invitation letter and the draft budget presentation. Discussion followed.

J. Dotson left the meeting at 6:04.

D. Howe made a motion to develop an RFP for a consultant to help secure federal grant funding; Seconded by B. Gray. The motion passed unanimously.

- **Transit Service Committee**

M. Yarrow reported that the Transit Service Committee met on June 11, 2015 and discussed the ITS Phase A vendor selection, facilitating service to Cornell Orchards, service and fare coordination with Cortland Transit, staff participation in PlanIthaca & Route 96-B corridor study, and the proposed emergency ride home program RFQ and feedback.

- **Human Resources Committee**

The Human Resources Committee did not meet.

- **Planning Committee**

The Planning Committee did not meet.

- **Audit Committee**

K. Page reported that the Audit Committee met on June 25, 2015 and reviewed the 2014 audited financial statements from Ciaschi, Dieterhagen Little & Mickelson, check in on internal controls items, and information reporting for cybersecurity threats and breaches.

- **Next meeting**

F. Proto announced the next meeting date of July 23, 2015 at 4:00 PM.

Executive Session

F. Proto asked for a motion to enter into executive session to discuss potential litigation. The motion was made by D. Howe; seconded by K. Sutherland. The motion passed unanimously. The Board entered into Executive Session at 6:25 PM. The Board arose from Executive Session at 6:35 PM. No action was taken.

- **Adjournment**

The motion to adjourn the meeting was made by K. Page; and seconded by D. Howe. The meeting adjourned at 6:35 PM.