

**Tompkins Consolidated Area Transit, Inc.**  
**Board of Directors Meeting**  
Thursday, January 26, 2017  
4:00 p.m., TCAT Conference Room  
737 Willow Avenue, Ithaca, NY

Attendees: D. Howe, B. Brady, W. Gray, F. Proto, P. Stein, D. Nguyen, D. Klein (4:28 pm), J Gutenberger (4:49 pm)

S. Brock, R. Andrascik, A. Eccleston, R. Lalley, P. Poist, M. Yarrow, J. Caco, S. Persons,  
R. DeBois / Recording Secretary

Also Attended: F. Howells, A. Gallegos, W. Krause, G. Creemens, S. Vanderpool

**Agenda**

**I. Call to Order**

D. Howe called the meeting to order at 4:05 p.m., and welcomed everyone to the January 26, 2017 TCAT, Inc. Board of Directors Meeting.

**II. Board Member Items**

F. Proto stated he wanted to publically thank Dispatcher R. Davis, Transit Service Supervisor M. Smith, and Operations Manager N. Oltz for their assistance at the recent fire at Fountain Manor Retirement Apartments in Slaterville. He stated TCAT received positive coverage in the local media because our buses helped move and temporarily house residents out of the complex, and then back into their apartments once the area was cleared.

**III. Public Comments**

F. Howells stated he wanted to thank the Board of Directors. In coming here today, he is asking the Board of Directors for permission to utilize the room we are in right now on a weekend – preferably once a month, when we have the opportunity. He stated he would like to offer the operators and the area community itself the opportunity to come and take part in a New York State Defensive Driving Program. We have a lot of operators here that are out on the road every day, and we put them in precarious situations all day. He stated we put them in rush hour traffic during the day and at night, and he thinks every little bit that we offer them is a help. F. Howells stated he has asked through the normal channels and has been given a long list of prerequisites that this course fails to meet. This course is six-hours long; the prerequisite is a two-hour conference. He stated he is not asking for funding, he is not asking for anything. The people who come here pay everything that's associated, it's about \$15 for our operators; they have to pay for the certification through NYS, which gives them a four-point credit on their license and also gives them a percentage off their insurance. He stated he is wondering why he has asked this through the normal channels and every single time there is a stumbling block. Yet when he went and tried to register this classroom with the National Safety Council, they tell him it has been done here. He stated his question is; why are we not able to do this to help the people who are out there, moving people through the county?

D. Howe stated we understand the request, thank you for the comments.

A. Gallegos read the following letter.

*With my shift change, I had to take vacation time to attend this board meeting, but something needs to come to your attention. Over the past years, I have addressed the board with many different concerns and real issues. I will highlight some:*

*I brought to your attention safety concerns from my passengers. I gave you targeted forecasts from my personal experiences in public mass transit; the need to work together through communications within TCAT's culture, the need for Google maps scheduling integration, representation for drivers, mechanics, bus handlers, maintenance, and staff.*

*Now I must represent myself, and my livelihood. As a twelve year employee with a seniority number of eleven, I applied for a part time job with a premier entity with a large professional HR staff. Here's where I am so far:*

*After the initial interview process it was time to get references by phone. It took so long to get anyone from TCAT management to respond, the new company asked for different references. One person from my second round of requests responded right away. It's hard to understand that when your references are in a position where emails and telephones are readily available, that there could be this long of a delay.*

*Finally, I made it to the next step, the job offer. I accepted with gratitude and excitement.*

*Then the next step was a portal security background check, which took less than a day to get to me. I had several updates over the next week. But, it had been so many days after my submission of a signed release of information form that this company thought I lost interest. Just before that notification I received an email from the security background portal that stated TCAT's HR would not respond. It threw up a red flag. I was shocked. I now have to show further proof in other areas to confirm my eligibility while another week goes by.*

*I am appalled with the actions of TCAT's HR and can only believe what many other people have tried to tell me. This belief gives me "NO CONFIDENCE" in Sara Persons, and her confidant Alice Eccleston as TCAT's Human Resources.*

*In A Private Not for Profit Cooperation the board of directors is ultimately responsible for the trust and actions of their officers. I want to bring this gross negligence to your attention, but maybe it's not negligence. Maybe it's retaliation.*

D. Howe thanked A. Gallegos for his comments.

A. Gallegos stated he was coming here and a driver, just before going home, was a little upset because she had made up these signs for our passengers. These signs said 'in the front, out the back' and she thought there might be a problem with the wording, so she added please and that the signs are compliments of a Mister Douglas E. Milton, of Cornell University. He stated she feels like her efforts really didn't take place, and that Alice Eccleston took the credit for it. He stated he just wanted to bring that to the board's attention for her.

#### **IV. Approval of minutes from the November 15, 2016 Special Board of Directors Meeting and December 8, 2016 Annual Board of Directors Meeting**

The motion to approve the minutes from the November 15, 2016 Special Board of Directors meeting and the December 8, 2016 Annual Board of Directors Meeting was made by B. Brady, seconded by F. Proto. The motion to approve the minutes passed unanimously.

#### **V. Chairperson's report**

D. Howe welcomed everyone back to a new year, and asked if everyone saw the email about the Committee Assignments and the Committee Chair assignments for the upcoming year. He stated that Donna Fleming was nominated as a member of the Transit Service Committee, through TCCOG. Discussion followed.

A motion was made to appoint Donna Fleming as part of the Transit Service Committee representing TCCOG; motion was made by F. Proto, seconded by B. Brady. The motion passed unanimously.

D. Howe stated the major priorities for the upcoming year include to continue the GM search, and to keep the strategic planning moving forward. The other piece is the MOU with Cornell. Discussion followed.

D. Klein arrived at the meeting.

#### **VI. General Managers Report**

- **New Employees** – A. Eccleston introduced two new administrative employees; Scot Vanderpool, the new Manager of Operations. She stated he has tremendous background and experience, to include driving for Centro, then moving to operations and planning. After that, he went to Syracuse University where he was the Manager of Transportation and Parking. A. Eccleston stated we are fortunate to have him, as he has experience in both a university setting and transit. A. Eccleston then welcomed Tom Clavel, our Service Analyst and Grant Research Assistant. She stated he came to TCAT as a temp, went through the recruiting process with other candidates, and was selected.
- **TCAT’s System Safety Plan Program** – A. Eccleston reported that she received notice from the Department of Transportation that the Commissioner of NY State Transportation in consultation with Public Transportation Safety Board approved the TCAT System Safety Plan. She acknowledged the Operations Team and S. Persons for doing work on that plan.
- **System Report** – A. Eccleston presented the Monthly System Report for December 2016. 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.

**VII. Action Items from Staff**

The approval of committees, committee members, and committee chairperson; the motion from the table to accept this docket of committee assignments as presented was moved by P. Stein and seconded by B. Gray. The motion passed unanimously.

*Committee Assignments  
TCAT Board – 2017*

**Executive Committee:**

- David Howe                      Chair
- Peter Stein                      Vice-chair
- Ducson Nguyen                Secretary
- Bill Gray                        Immediate Past Chair

**Audit Committee:**

- Frank Proto                      Chair
- David Howe
- Jennifer Dotson

**Budget Committee:**

- Peter Stein                      Chair
- John Gutenberger
- Bill Gray

**Human Resource Committee:**

- Bridgette Brady                Chair
- Jennifer Dotson
- Frank Proto

**Planning Committee:**

- Dan Klein                        Chair
- Ducson Nguyen
- John Gutenberger

**Transit Service Committee:**

- Ducson Nguyen                Chair
- Dan Klein
- Bridgette Brady
- Fernando DeAragon
- Donna Flemming

**ITCTC Policy committee TCAT representative**

- David Howe

S. Brock left the meeting.

Consider Resolution {2017 - 01} Extend Legal Services Contract for One Year with Susan H. Brock. D. Howe presented Resolution {2017-01} to Extend Legal Services Contract for One Year with Susan H. Brock.

**RESOLUTION 2017 - 01  
EXTEND LEGAL SERVICES CONTRACT FOR ONE YEAR WITH SUSAN H. BROCK, ESQ.**

WHEREAS, on July 26, 2012, TCAT, Inc. and Susan H. Brock, Attorney at Law entered into a Contract for Legal Services with a term from July 26, 2012 through December 31, 2015 (the "Contract"), and

WHEREAS, the Contract provides that upon mutual written agreement, it may be renewed in one-year increments for up to a total of three additional years upon such terms as the parties deem acceptable, and

WHEREAS, the Contract was renewed for one year, from January 1, 2016 through December 31, 2016, and

WHEREAS, both parties wish to renew the Contract for an additional one (1) year term upon the terms set forth in the attached Extension of Contract for Legal Services,

THEREFORE, be it RESOLVED that the TCAT, Inc. Board of Directors hereby approves the attached Extension of Contract for Legal Services and authorizes Board Chair David Howe and Acting General Manager Alice Eccleston to execute the Extension of Contract.

The resolution to extend legal services contract for one year with Susan H. Brock, Esq. was moved by P. Stein and seconded by B. Gray. Discussion followed. The resolution passed unanimously.

S. Brock returned to the meeting.

Consider Resolution {2017-02} Extend Legal Services Contract 1 Additional Year with Hancock Estabrook, LLP. D. Howe presented {2017-02} Extend Legal Services Contract 1 Additional Year with Hancock Estabrook, LLP.

**RESOLUTION 2017 - 02  
EXTEND LEGAL SERVICES CONTRACT 1 ADDITIONAL YEAR  
WITH HANCOCK ESTABROOK, LLP**

WHEREAS, on July 26, 2012, TCAT, Inc. and Hancock Estabrook, LLP entered into a Contract for Legal Services with a term from July 26, 2012 through December 31, 2015 (the "Contract"), and

WHEREAS, the Contract provides that upon mutual written agreement, it may be renewed in one-year increments for up to a total of three additional years upon such terms as the parties deem acceptable, and

WHEREAS, the Contract was renewed for one year, from January 1, 2016 through December 31, 2016, and

WHEREAS, both parties wish to renew the Contract for an additional one (1) year term upon the terms set forth in the attached Extension of Contract for Legal Services,

NOW, THEREFORE, be it RESOLVED that the TCAT, Inc. Board of Directors hereby approves the attached Extension of Contract for Legal Services and authorizes Board Chair David Howe and Acting General Manager Alice Eccleston to execute the Extension of Contract.

The resolution to extend legal services contract for one additional year with Hancock Estabrook was moved by B. Gray and seconded by F. Proto. Discussion followed. The resolution passed unanimously.

Consider Resolution {2017 - 03} Selection of Hunt Engineers, Architects, Land Surveyors & Architect, DPC as TCAT's Design and Engineering (D&E) Service Provider for the Life and Bus Wash System. D. Howe presented Resolution {2017 - 03} Selection of Hunt Engineers, Architects, Land Surveyors & Architect, DPC as TCAT's Design and Engineering (D&E) Service Provider for the Life and Bus Wash System.

**RESOLUTION 2017 - 03  
SELECTION OF HUNT ENGINEERS, ARCHITECTS, LAND SURVEYORS & LANDSCAPE  
ARCHITECT, DPC AS TCAT, INC.'S DESIGN AND ENGINEERING (D&E) SERVICE PROVIDER  
FOR THE LIFT AND BUS WASH SYSTEM**

WHEREAS, TCAT, Inc. (TCAT) is in need of design and engineering (D&E) services for its garage in ground lift replacement and bus wash system projects, and

WHEREAS, on October 27, 2016, 2016, TCAT issued a Request for Proposals for Design and Engineering Services for Site Improvements for In Ground Lifts and Bus Wash System and received responses from Labella Associates, D.P.C.; and Hunt Engineers, Architects, Land Surveyors & Landscape Architect, DPC firms, and

WHEREAS, on December 16, 2016, TCAT reviewed proposals from the two firms, and reviewed key factors including experience, availability, and compliance as key components for the selection process, and

WHEREAS, TCAT staff compared pricing with market data in the upstate New York area, and

WHEREAS, after careful consideration of all the key factors and market competitive pricing, TCAT staff have determined that Hunt Engineers, Architects, Land Surveyors & Landscape Architect, DPC is the most qualified and acceptable firm, and acceptance of its proposal would be in the best interests of TCAT, and

WHEREAS, TCAT staff recommend entering into a contract with Hunt Engineers, Architects, Land Surveyors & Landscape Architect, DPC to provide D&E services for TCAT's garage in ground lift replacement and bus wash system projects during the winter / spring season of 2017, and

WHEREAS, Hunt Engineers, Architects, Land Surveyors & Landscape Architect, DPC will provide the required D&E services based on time and materials with a not-to-exceed amount of Fifty Eight Thousand dollars (\$58,000), including labor, travel, printing, and miscellaneous expenses, therefore be it

RESOLVED, that the TCAT Board of Directors selects Hunt Engineers, Architects, Land Surveyors & Landscape Architect, DPC as TCAT's D&E services provider for the lift replacement and bus wash system projects, and be it further

RESOLVED, that the TCAT Board of Directors authorizes the Chairperson of the Board and the Acting General Manager to execute a contract with Hunt Engineers, Architects, Land Surveyors & Landscape Architect, DPC for D&E services for these projects for the not-to-exceed amount of Fifty-Eight Thousand dollars (\$58,000), said contract being subject to the approval of TCAT's attorney.

The resolution to select Hunt Engineers, Architects, Land Surveyors & Landscape Architect, DPC as TCAT, Inc.'s Design and Engineering (D&E) Service Provider for the lift and bus wash system was moved by B. Brady and seconded by P. Stein. Discussion followed. The resolution passed unanimously.

The Board of Directors unanimously decided to postpone review of Resolution {2017 - 04} In Appreciation of Nancy Oltz as N. Oltz was not available for this portion of the meeting.

#### **VIII. Committee Reports**

- **Executive Committee**

D. Howe reported that the Executive Committee met on January 5, 2017 and had an executive session to discuss personnel matters.

- **Budget Committee**

P. Stein reported that the Budget Committee met on January 19, 2017 and discussed STOA update, Mortgage Recording Tax update, preliminary Revenue Expenditure Report December 31, 2016, Fuel Report, and sick leave payout at retirement.

- **Transit Service Committee**

The Transit Service Committee did not meet.

- **Human Resource Committee**

B. Brady reported that the Human Resource Committee met on January 12, 2017 and discussed current headcount, hires, separations, sick leave payout at retirement and current recruitment efforts.

- **Planning Committee**

The Planning Committee did not meet.

- **Audit Committee**

The Audit Committee did not meet.

J. Gutenberger arrived at the meeting.

#### **IX. Next meeting**

D. Howe announced the next meeting date of February 23, 2017.

#### **X. Executive Session**

D. Howe asked for a motion to enter into executive session to discuss personnel matters. The motion was made by P. Stein; seconded by B. Brady. The motion passed unanimously. The Board entered into Executive Session at 4:49 PM. The Board arose from Executive Session at 5:36 PM.

S. Persons was asked to address the Board of Directors regarding the Public Comments made during open session. She stated that the employment verification for A. Gallegos was received from the company where he applied bearing the wrong name and that she had replied to that company informing them they had sent her an employment verification for someone other than a TCAT employee and if they have an employment verification for a TCAT employee to please send that to us and we would complete it, to date we have not received a response from that company.

B. Gray asked that A. Gallegos be given this information; S. Persons confirmed that we would relay that.

S. Brock asked if A. Gallegos had himself inquired about his paperwork.

S. Persons stated that he had not followed up with her about this.

A. Eccleston was asked to address the sign concern raised during Public Comment, where passengers are directed to use proper entry and exit points on the buses. A. Eccleston indicated that the nature of the concern was operational and thus, she passed it along to the operations team. Once received, the operations team looked at the sign, found it abrupt, changed the wording and presented it back to the bus operator, advising her to use the updated sign. A. Eccleston stated she did not go back to the operator herself, because she felt it was handled by the operations team.

#### **XI. Adjournment**

The motion to adjourn the meeting was made by B. Gray; seconded by P. Stein. The meeting adjourned at 5:40 PM.