

**Tompkins Consolidated Area Transit, Inc.**  
**Board of Directors Meeting**  
Thursday, February 23, 2017  
4:00 p.m., TCAT Conference Room  
737 Willow Avenue, Ithaca, NY

Attendees: W. Gray, F. Proto, P. Stein, D. Nguyen, D. Klein, J. Gutenberger, J. Dotson (4:17 pm)  
S. Brock, R. Andrascik, A. Eccleston, R. Lalley, P. Poist, M. Yarrow, S. Vanderpool, J. Caco, S. Persons,  
R. DeBois / Recording Secretary  
Also Attended: A. Gallegos, N. Oltz, D. Caco

**Agenda**

**I. Call to Order**

P. Stein called the meeting to order at 4:04 p.m., and welcomed everyone to the February 23, 2017 TCAT, Inc. Board of Directors Meeting.

**II. Board Member Items**

There were no Board Member items.

**III. Public Comments**

A. Gallegos stated he had been at TCAT for twelve years, having come 2004 from the city and during the merger. He witnessed a lot of accomplishments over the years at TCAT, but also some tragedy. He thought it might be time for him to consider other options, including leaving TCAT, because it hurts that his credibility has dwindled down to zero. He stated he's been told he has a general education, but the reality is that for the 14 years he worked at the Regional Transportation Office in Denver he helped bring light rail to Colorado, worked as a trainer and as a transit supervisor for a Transit Authority. He stated he's been told repeatedly that 'we don't do things this way at TCAT.' It's hard for him to sit back and think to himself that what he's accomplished in his life didn't really happen, except that it did. Most of his mentors are retired, but some are still there and he can call them anytime. He stated he recently tried to get another job and there was no response from TCAT. At the last Board of Directors meeting he stated that he has no confidence in Sara Persons or Alice Eccleston, who are HR at TCAT. He stated that he did not stay for the entire Board meeting, but he understood that blame for TCAT's not having called the inquiring potential employer back was placed on Payroll. But then in a response he received from Alice Eccleston, with a copy to the Board, she stated that a name came through, however, it was the name of a person who didn't work here. However, the correct name was on the authorization release form, but he wasn't informed that anything had happened. Out of respect from an organization, he thought someone might have called him and said 'listen Andrew – here's what happened.' He then could have made phone calls and done proper things. He stated that he wanted to check his references through this portal security's online website and he has his file now and everything in it is correct. Except he was told that Sara Persons contacted them on January 30<sup>th</sup> and told them that Mr. Gallegos does indeed work here. Then, on January 31, his birthday, he was traveling to his party and the company called him on the phone to tell him that they were retracting his job offer because they received information indicating that he is unprofessional. A. Gallegos asked if he is unprofessional in coming to the Board and explaining to them what went on here. He stated and this envelope, Alice, you hand to me while I'm on my way in here? On my way into this meeting?

A. Eccleston stated yes, that's right.

A. Gallegos stated this is your response to the response?

A. Eccleston stated she sent him a response re: the reference check on the 20<sup>th</sup>, or the 21<sup>st</sup>. And this is the response relative to your questions concerning your payment of sick leave and why you received paperwork in the mail; on the payment of short term disability; FMLA; and your requested cancelation of health insurance with TCAT.

**IV. Approval of minutes from the January 26, 2017 Board of Directors Meeting**

The motion to approve the minutes from the January 26, 2017 Board of Directors meeting was made by F. Proto, and seconded by J. Gutenberger. The motion to approve the minutes passed unanimously.

**V. Chairperson's report**

There was no Chairperson's report.

**VI. General Managers Report**

**System Report** – M. Yarrow presented the Monthly System report for January 2017. He reviewed the details of the Riders, Miles & Hours Statistics. The presentation of the System Report was interrupted for a conference call.

**Conference Call for Worker's Compensation Assessment** – J. O'Shea from Hancock Estabrook, LLP called in at 4:20 PM.

P. Stein asked for a motion to enter into Closed Session to seek advice of counsel on the Workers Compensation Assessment issue. The motion was made by F. Proto; seconded by J. Dotson. The motion passed. The Board entered Closed Session at 4:20 PM. The Board arose from Closed Session at 4:50 PM.

W. Gray made a motion and recommended that we accept the consulting attorney's recommendation to settle with the State Workers' Compensation Board and resolve the longstanding issue related to the Workers' Compensation Trust, that TCAT was a member of for approximately three years, with a total cost to us of approximately \$309,000, including a current (and final) payment of about \$159,000, with the appropriate officials approved to sign. F. Proto stated he wants to make sure this is contingent upon a release being issued by the Workers' Compensation Board. J. Gutenberger seconded the motion. Discussion followed. The motion passed unanimously.

M. Yarrow continued the Monthly System Report. He reviewed the Service Changes & Special Events, Maintenance Statistics, Accidents & Other Incidents, Finance, Human Resources, Marketing Initiatives, & Customer Communications.

**Elmira Savings Bank Corporate Authorization Release** – A. Eccleston stated that this change was being made because N. Oltz retired in January and could therefore no longer be a signature authority on TCAT accounts. S. Vanderpool has been added as signatory.

F. Proto moved the motion to approve the Corporate Authorization Resolution; Seconded by W. Gray. Discussion followed. The motion to approve the corporate authorization resolution passed unanimously.

**VII. Action Items**

Consider Resolution {2017-04} In Appreciation of Nancy Oltz. P. Stein presented {2017-04} In Appreciation of Nancy Oltz.

**RESOLUTION 2017 - 04  
IN APPRECIATION OF NANCY OLTZ**

The undersigned secretary of Tompkins Consolidated Area Transit, Inc. (TCAT, Inc.) does hereby certify at a meeting of the TCAT, Inc. Board of Directors on February 23, 2017, at which a quorum existed, the following resolution was unanimously approved:

WHEREAS, TCAT, Inc. Operations Manager Nancy Oltz has devoted nearly 40 years – or her colleagues estimate a total of about 120,000 hours, which is equal to the amount of time it would take for her to drive every trip of every TCAT route for an entire year – to supporting and improving public transit in Tompkins County, and

WHEREAS, Nancy has contributed an enormous amount of energy to local public transit throughout a career that started in July, 1977, when she became a bus operator for Ithaca Transit, then the City of Ithaca's transit system, and

WHEREAS, Nancy, through diligence and a passion to constantly learn and keep abreast of best practices and trends in an ever-evolving industry, ascended the Ithaca Transit ranks in 1984 when she was promoted to Senior Bus Driver; in 1987 when she was named Transit System Assistant; in 1993 when she was promoted to Transit System Supervisor; and 1995 when she was promoted to Transit System Manager, and

WHEREAS, when in 1992, the City of Ithaca, Cornell University and Tompkins County established an Operations Committee to begin the process of consolidating three transit systems, Ithaca Transit, CU Transit and TOMTRAN, respectively, into one system, Nancy ably served on the committee and filled other vital roles in ensuring the process moved forward as efficiently as possible, and

WHEREAS, Nancy capably served for 15 months on the committee for the construction of the Ithaca-Tompkins Transit Center, which opened in November of 1992 to house all three transit systems, as well as Gadabout Transportation Services, Inc., under one roof at 737 Willow Avenue, and

WHEREAS, the consolidation process moved forward in April, 1998, when the City of Ithaca, Cornell University and Tompkins County adopted an agreement to become a joint venture, at which time Nancy was promoted to Operations and Maintenance Manager, and

WHEREAS, in 2007, two years after TCAT became a private, non-for-profit corporation, Nancy was named TCAT, Inc.'s Service Development Manager, responsible for planning routes and for helping to shepherd TCAT's Transportation Development Plan, a major project implemented in 2010 to build system efficiencies, and

WHEREAS, from 2011 to present, Nancy took over the mantle of TCAT, Inc.'s Manager of Operations, a position she filled with intelligence, vigor and grace, and

WHEREAS, Nancy participated in negotiations with the International Union, United Automobile, Aerospace and Agricultural Implement Workers of America, and UAW Local 2300, that led to contract agreements in both 2005 and 2015, as well as served on TCAT, Inc.'s Labor-Management; Transit Service; Transportation Accessibility; and Riders' Advisory committees, and

WHEREAS, in addition to her many duties at TCAT, Nancy served on a number of other boards and committees, including the Gadabout Transportation Services, Inc. Board of Directors; Tompkins County and City of Ithaca Emergency Management committees; the New York Public Transit Association Board of Directors; the New York State Rodeo Committee; and the Women's Opportunity Center Board of Directors, and

WHEREAS, over the years, Nancy has earned from her colleagues the moniker of TCAT "Goddess of All" for her unflagging generosity of spirit, her willingness to pitch in whenever and wherever needed, her eagerness to share her vast institutional knowledge with her less experienced co-workers, as well as her commitment in keeping her candy dish full of chocolate for her colleagues and anyone who walks in her office.

NOW, THEREFORE, BE IT RESOLVED that the TCAT, Inc. Board recognizes the many and substantial contributions Nancy has made to TCAT and to public transit in Tompkins County and throughout New York State, and be it further

RESOLVED that the TCAT, Inc. Board extends its sincere and utmost gratitude to Nancy for her devotion and leadership, and wishes her the very best in all her endeavors upon her retirement.

The resolution In Appreciation of Nancy Oltz was moved by P. Stein; seconded and passed unanimously. N. Oltz thanked the Board and spoke about how much she had enjoyed working for TCAT.

Consider Resolution {2017-05} Extend Contract with TRC Engineering Services, LLC for a Maintenance Manager. P Stein presented resolution {2017 – 05} Extend Contract with TRC Engineering Services, LLC for a maintenance Manager.

**RESOLUTION 2017 - 05**  
**EXTEND CONTRACT WITH TRC ENGINEERING SERVICES, LLC**  
**FOR A MAINTENANCE MANAGER**

WHEREAS, at its October 22, 2015 meeting, the TCAT Board authorized a budget allocation for a temporary full-time Maintenance Manager, and

WHEREAS, on November 4, 2015, TCAT, Inc. and TRC Engineering Services, LLC (TRC) entered into a contract for the provision of a temporary Maintenance Manager, with a term from November 1, 2015 through December 31, 2015 (the “Contract”), and

WHEREAS, TCAT, Inc. and TRC extended the contract from January 1, 2016 through October 28, 2016, per resolution 2016-10, and

WHEREAS, TCAT Inc. and TRC extended the contract from October 29, 2016 through April 30, 2017, per resolution 2016-18, and

WHEREAS, the Budget Committee has reviewed a staff request for contract extension and recommends the extension for a period up to June 30, 2017, and

WHEREAS, TCAT, Inc. and TRC wish to extend the contract from May 1, 2017 for a period up to June 30, 2017, so the temporary Maintenance Manager will be able to assist TCAT in its effort to standardize bus specifications, and participate in TCAT, Inc.’s upcoming Maintenance Software solicitation,

NOW, THEREFORE, be it RESOLVED that the TCAT, Inc. Board of Directors hereby approves the attached Agreement for Services with TRC through June 30, 2017, and authorizes Board Chair David Howe and Acting General Manager Alice Eccleston to execute the Agreement.

The resolution to Extend Contract with TRC Engineering Services, LLC for a Maintenance Manager was moved by D. Klein; seconded by D. Nguyen. The resolution passed unanimously.

Consider Resolution {2017-06} Extend Contract with TRC Engineering Services, LLC for Temporary Diesel Mechanic. P. Stein presented resolution {2017 – 06} to Extend Contract with TRC Engineering Services, LLC for Temporary Diesel Mechanic.

**RESOLUTION 2017 - 06  
EXTEND CONTRACT WITH TRC ENGINEERING SERVICES, LLC  
FOR TEMPORARY DIESEL MECHANIC**

WHEREAS, at its December 23, 2015 meeting, the TCAT Board approved the selection of TRC Engineering, LLC (“TRC”) as TCAT’s Contract Diesel Mechanic Contractor, with TRC providing two temporary full-time diesel mechanics for a period of three months plus an optional three month extension period, and

WHEREAS, TCAT, Inc. exercised the three month extension, which ended on July 10, 2016, and

WHEREAS, TCAT, Inc. and TRC entered into a contract extension dated July 6, 2016, that extended their agreement to September 30, 2016, and

WHEREAS, TCAT, Inc. and TRC entered into contracts dated September 22, 2016, and December 8, 2016, that further extended their agreement to March 31, 2017, and

WHEREAS, despite continual intensive recruitment efforts, TCAT’s Maintenance Department is still not fully staffed, and TCAT requires the services of one temporary diesel mechanic for a period up to June 30, 2017, after which time it anticipates it will have hired enough mechanics to no longer need a temporary contract mechanic,

NOW, THEREFORE, be it RESOLVED that the TCAT, Inc. Board of Directors hereby approves the attached Agreement for Services with TRC for a period up to June 30, 2017 and authorizes Board Chair David Howe and Acting General Manager Alice Eccleston to execute the Agreement.

The resolution to Extend Contract with TRC Engineering Services, LLC for a Temporary Diesel Mechanic was moved by W. Gray and seconded by J. Gutenberg. Discussion followed. The resolution passed unanimously.

Consider Resolution {2017-07} Tire Provider for Transit and Support Vehicles. P. Stein presented Resolution {2017 – 07} Tire Provider for Transit and Support Vehicles.

**RESOLUTION 2017 - 07**  
**SELECTION OF PARMENTER INC. AS TCAT, INC.'S TIRE SERVICE PROVIDER FOR  
TRANSIT BUSES AND SUPPORT VEHICLES**

WHEREAS, TCAT, Inc. (TCAT) is in need of a tire service provider for support of transit buses and support vehicles, and

WHEREAS, on December 22, 2016, TCAT issued a Request for Proposals for a Tire Service Provider for Transit Buses & Support Vehicles and received responses from Tallmadge Tire of Cortland; Parmenter Inc.; and Hurtubise Tire Inc., and

WHEREAS, on February 22, 2017, an evaluation team made up of Jim Caco and Alice Eccleston reviewed proposals from the three companies. Key factors in the evaluation included pricing; stock and delivery requirements; tire tracking; tire services; and value adders, and

WHEREAS, after careful consideration of all the key factors the evaluation team has determined that Parmenter Inc. is the most qualified and acceptable company, and acceptance of its proposal would be in the best interests of TCAT, and

WHEREAS, TCAT staff recommends entering into an agreement with Parmenter Inc. to provide tires and tire services for TCAT's transit buses and support vehicles, and

WHEREAS, Parmenter Inc. will provide the required tires and tire services based on demand from TCAT and as detailed in "Attachment A: Summary Requirement", now therefore be it

RESOLVED, that the TCAT Board of Directors selects Parmenter Inc. as its tire service provider, 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 Parmenter Inc. for tires and tire services as described in Attachment A, said contract being subject to the approval of TCAT's attorney.

The resolution to Select Parmenter, Inc. as TCAT, Inc.'s Tire Service Provider for Transit Buses and Support Vehicles was moved by F. Proto; seconded by W. Gray. The resolution passed unanimously.

**VIII. Committee Reports**

• **Executive Committee**

A. Eccleston reported that the Executive Committee met on February 2, 2017 and discussed update on GM search, Use of the Large Conference Room, Signage on TCAT buses, TCAT/Cornell MOU meeting, and Recruitment Updates on all positions, Avail ITS Project Update, and Met with TRC Engineering Services for a presentation. Discussion followed.

• **Budget Committee**

P. Stein reported that the Budget Committee met on February 15, 2017 and discussed an update on Workers' Compensation Settlement, Vehicle Insurance Renewal, Revenue Expenditure Report of January 31, 2017, and the Fuel Report. Discussion followed.

• **Transit Service Committee**

D. Nguyen reported that The Transit Service Committee met on February 2, 2017 and discussed the Outcome of Latest Service Changes, ITS Project Update, "What's a Bus Stop?" Project, Regional Initiatives, and 'Token Transit' app. Discussion followed.

• **Human Resource Committee**

The Human Resource Committee did not meet this month.

• **Planning Committee**

D. Klein reported that the Planning Committee met on February 2, 2017 and discussed the Wendel Final Report for Facility Options; Strategic Planning and next steps for 2017. Discussion followed.

- **Audit Committee**

The Audit Committee did not meet.

**IX. Next meeting**

P. Stein announced that the next Board of Director's Meeting is scheduled for March 23, 2017.

**X. Adjournment**

The motion to adjourn the meeting was made by J. Gutenberger and seconded by F. Proto. The meeting adjourned at 6:04 p.m.