

**Tompkins Consolidated Area Transit, Inc.**  
**Board of Directors Meeting Minutes**

Thursday, June 22, 2017  
4:00 p.m., TCAT Conference Room  
737 Willow Avenue, Ithaca, NY

Attendees: D. Howe, W. Gray, D. Nguyen, F. Proto, P. Stein, B. Brady, D. Klein, J. Dotson, J. Gutenberger  
R. Andrascik, S. Brock, J. Caco, B. Chamblee, A. Eccleston, M. Smith, P. Poist, S. Vanderpool, M. Yarrow,  
R. DeBois/Recording Secretary

**I. Call to Order**

D. Howe called the meeting to order at 4: 07 pm, and welcomed all to the June 22, 2017 TCAT, Inc. Board of Directors Meeting.

**II. Board Member Items**

D. Klein stated he had a couple things that he wanted to say; one is concerning a recent newspaper article that P. Poist sent around to the board a few days ago. He stated he feels that he was misquoted; if anyone else had been in the room with him when this interview happened, they wouldn't have heard anything that would have upset them. Discussion followed.

D. Klein further stated that he has a commitment in July and August that would make him a few minutes late to the meetings.

**III. Public Comments**

There were no public comments.

**IV. Approval of minutes from the May 25, 2017 Board of Directors Meeting**

The motion to approve the minutes from the May 25, 2017 Board of Directors meeting was made by W. Gray and seconded by B. Brady. Discussion followed.

S. Brock requested a change to the minutes on page one at the bottom it states "D. Howe made a motion" it should state "D. Howe asked for". She also requested an addition to the minutes on page four after the Budget Committee report to insert "P. Stein left the meeting."

The motion to approve the amended minutes passed unanimously.

**V. Chairperson's report**

D. Howe thanked staff for pulling this meeting and the Executive meeting together, stating there were a number of resolutions and both were extremely challenging. He acknowledged everyone's hard work.

**VI. General Managers Report**

**System Report** - A. Eccleston presented the Monthly System report for May 2017. She reviewed the details of the Riders, Miles & Hours Statistics, Service Changes & Special Events, and Maintenance Statistics, Accidents & Other Incidents, Finance, Human Resources, Marketing Initiatives, & Customer Communications. Discussion followed.

**VII. Action Items**

Consider Resolution {2017 - 08} Approve Board Guidelines for Speaking Under Public Comment. D. Howe presented Resolution {2017-08} Approve Board Guidelines for Speaking Under Public Comment.

**RESOLUTION 2017-08**  
**APPROVE BOARD GUIDELINES FOR SPEAKING UNDER PUBLIC COMMENT**

WHEREAS, at its April 18, 2017 meeting, TCAT's Executive Committee discussed rules to govern those who speak during the public comment portion of Board meetings, and requested TCAT's attorney to prepare a draft of the rules for the Board to consider, and

WHEREAS, at its April 26, 2017 and May 25, 2017 meetings, the TCAT Board considered draft TCAT Board Rules for Speaking under Public Comment, and at its May 25, 2017 meeting, the TCAT Board referred the Rules to the Human Resource Committee for further review and recommendations on revisions, and

WHEREAS, at its June 16, 2017 meeting, the Human Resource Committee voted to recommend to the Board a replacement of the word "Rules" with "Guidelines" in the document title, and the deletion of the final paragraph about persons to whom personnel matters should be referred, and

WHEREAS, at its June 22, 2017 meeting, the TCAT Board discussed the Guidelines as recommended by the Human Resource Committee, therefore be it

RESOLVED, that the TCAT Board of Directors adopts the TCAT Board Guidelines for Speaking under Public Comment dated June 22, 2017, with an effective date of June 23, 2017.

Adopted by the TCAT Board of Directors on this the 22<sup>nd</sup> day of June, 2017.

The resolution to Approve Board Guidelines for Speaking Under Public Comment was moved by P. Stein and seconded by D. Klein. Discussion followed.

B. Brady stated we removed the one paragraph at the bottom because the HR Committee felt that belonged in a different policy. She stated it did not have to do with public comment, but rather issues amongst employees and there is a reporting structure for that.

W. Gray stated it was probably more for the people who had a comment they wanted to make; and if that would be denied it would give them an idea of how the process would go and where they would be sent. He stated he thought it was proactive; that B. Brady's statement is correct that it does not have to do with how the board is handling the speaker; it just provided information for the speaker.

B. Brady stated that she would like to address that somewhere else. Discussion followed.

The resolution passed unanimously.

Consider Resolution {2017-11} Purchase of Replacement Bus Shelters. D. Howe presented Resolution {2017-11} Purchase of Replacement Bus Shelters.

**RESOLUTION 2017-11  
PURCHASE OF REPLACEMENT BUS SHELTERS**

WHEREAS, TCAT, Inc. (TCAT) is in need of replacement bus shelters at nine rural stops, and

WHEREAS, the design for these bus shelters will be the standard design for other replacement shelters and shelters at future bus stops, and

WHEREAS, on May 15, 2017, TCAT issued an Invitation for Bid (IFB) for transit bus shelters and received responses from Brasco International, Inc. and Columbia Equipment Company, and

WHEREAS, on June 6, 2017, the two bids were received and opened, and they were evaluated on June 8, 2017; the lowest responsible and responsive bidder was found to be Brasco International, Inc., and

WHEREAS, after confirming the lowest bid met the specifications as indicated within the IFB, TCAT staff recommends entering into an agreement with Brasco International, Inc. to provide nine replacement bus shelters, and

WHEREAS, as long as Brasco International, Inc. holds firm its bid prices as shown in Attachment A Pricing Schedule for Bus Shelters, dated 6-5-17, TCAT staff further recommends that it be authorized to purchase additional bus shelters in the future from Brasco International, Inc. in total amounts that do not exceed budgeted amounts for bus shelter purchases, now therefore, be it

RESOLVED, that the TCAT Board of Directors selects Brasco International, Inc. as a bus shelter provider, and be it further

RESOLVED, that the TCAT Board of Directors authorizes the purchase from Brasco International, Inc. of nine bus shelters without any of the solar elements shown in Attachment A Pricing Schedule for Bus Shelters, dated 6-5-17, for the proposed amount of Forty thousand Five hundred dollars (\$40,500), and be it further

RESOLVED, that the TCAT Board of Directors authorizes the purchase from Brasco International, Inc. of additional bus shelters in the future in total amounts that do not exceed budgeted amounts for bus shelter purchases, provided that Brasco International, Inc. holds firm its bid prices as shown in Attachment A Pricing Schedule for Bus Shelters, dated 6-5-17.

The resolution to Purchase Replacement Bus Shelters was moved by P. Stein; seconded by F. Proto. Discussion followed.

A. Eccleston stated this resolution is to replace shelters in rural areas; there are a total of nine shelters that need replacement. It went through a bid process, and the bid ended up with a recommendation to have Brasco International do the work.

F. Proto stated does this price include installation, and are we installing them?

S. Brock stated no, it does not. She stated she is not sure who is installing them but there is a certain amount in the budget this year for bus shelters and they backed out the cost to install them from the total and came up with that they could purchase nine. Discussion followed.

The Board made two changes to the second Resolved; in the second line “nine bus shelters without any of the solar elements” to be changed to “nine bus shelters with the solar elements” and “for the proposed amount of Forty Thousand Five hundred dollars (\$40,500)” to be changed to “Fifty Thousand Four hundred dollars (\$50,400)”. Discussion followed.

The resolution as amended passed unanimously.

Consider Resolution {2017-12} Approve Memorandum of Understanding for Cornell University Bus Pass Program. D. Howe presented Resolution {2017-12} Approve Memorandum of Understanding for Cornell University Bus Pass Program.

**RESOLUTION 2017-12  
APPROVE MEMORANDUM OF UNDERSTANDING FOR  
CORNELL UNIVERSITY BUS PASS PROGRAM**

WHEREAS, Tompkins Consolidated Area Transit, Inc. (TCAT) and Cornell University (Cornell) entered into a Memorandum of Understanding (MOU) for the Cornell University Bus Pass Program, with effective dates from July 1, 2015 through June 30, 2018, and

WHEREAS, the MOU states both parties agree to negotiate an agreement to cover Cornell’s fare payments after its fiscal year 2018, and that it is the goal of both parties to sign the agreement during

calendar year 2017 so that both parties could do the planning and budgeting to provide a robust and sustainable transit service to the Cornell campus and the larger community, and

WHEREAS, initial discussions with Cornell concerning a Service Agreement to replace the MOU for fare service revealed how far apart the parties were on what a Service Agreement would look like, as well as pointing out the advantages both parties derive from a fixed price, prepaid, multi-year MOU, and

WHEREAS, TCAT turned its attentions to negotiating an extension of the existing MOU with an updated payment schedule and minor word changes, and

WHEREAS, TCAT and Cornell wish to enter into the Memorandum of Understanding between Cornell University and Tompkins Consolidated Area Transit For The Cornell University Bus Pass Program dated June 22, 2017, with effective dates from July 1, 2018 through June 30, 2021,

NOW, THEREFORE, be it RESOLVED, that the TCAT Board authorizes the Chairperson of the Board and the Acting General Manager to sign the attached Memorandum of Understanding Between Cornell University and Tompkins Consolidated Area Transit For The Cornell University Bus Pass Program dated June 22, 2017, with effective dates from July 1, 2018 through June 30, 2021, with said Memorandum of Understanding subject to the approval of TCAT's attorney.

The resolution to approve the Memorandum of Understanding for Cornell University Bus Pass Program was moved by P. Stein; seconded by F. Proto. Discussion followed.

B. Brady stated she removed herself from Cornell's negotiating team; she doesn't think she should be the recipient of any notifications or changes, and that Kelley Yeomans should replace her. B. Brady stated she spoke with her VP about how there should be a separation, that she represents TCAT not Cornell on this board. She stated because she removed herself from the negotiation team, she doesn't believe she should abstain from voting on this resolution, as she was not on the MOU negotiation team.

D. Howe suggested a change in the MOU from Bridgette Brady to Kelley Yeomans and to include her contact information.

B. Brady stated K. Yeomans is the Senior Director of Finance and IT at IPP (Infrastructure, Properties, and Planning).

W. Gray handed out revisions to paragraph 5 of the MOU proposed by Paul Streeter of Cornell, and the Board agreed to incorporate them.

The resolution passed unanimously.

### **VIII. Committee Reports**

- **Executive Committee**

D. Howe reported that the Executive Committee met on June 20, 2017 and discussed TCAT/Cornell MOU Proposal, Avail ITS project, Maintenance Software Vendor Selection, Recruitment Update (all other positions), RFP for Strategic Planning Status, Speaking Rules/Guidelines at the Board Meeting, Bus Shelters/Amenities, Support Vehicles.

- **Budget Committee**

P. Stein reported that The Budget Committee met on June 22, 2017 and discussed STOA update, Revenue Expenditure Report, May 31, 2017, Fuel Report, 2018 Operating Budget, 2018 Capital Budget, the Annual Budget Presentation format and date.

- **Transit Service Committee**

D. Nguyen reported that The Transit Service Committee met on June 14, 2017 and discussed ITS Project Update, “What’s a Bus Stop?” project, County Health Department Ridership (8 rides between 5/22 and 6/13), Fall Services Changes, Token Transit App, Service Request from Farmer’s Market, Ridesharing coming to Ithaca – anticipated opportunities and impacts on TCAT.

- **Human Resource Committee**

B. Brady reported that The Human Resource Committee had a conference call on June 16, 2017 and discussed current headcount, hires, separations, retention rate, current recruitment efforts, and TCAT Guidelines for Speaking under Public Comment.

B. Brady stated that focus on mechanic recruitment should be increased because we focus so much on driver recruitment, but that we are in a far more critical situation with mechanics. She stated she appreciates A. Eccleston’s guidance with that.

D. Nguyen asked if it’s worth raising the sign-on bonus higher; is it worth increasing the sign-on bonus to \$5,000?

A. Eccleston stated we can certainly consider that and see if that gives us more of a draw to qualified candidates.

D. Howe stated he thinks it’s a fair price to pay to attract the proper talent. Discussion followed.

A. Eccleston stated we would have to discuss that with the UAW.

- **Planning Committee**

D. Klein reported that The Planning Committee met on June 1, 2017 and discussed Facility Site Locations, Strategic Planning with Local Funders, Green Street Station.

- **Audit Committee**

The Audit Committee did not meet.

## **IX. Next meeting**

D. Howe stated the next meeting date is Thursday, July 27, 2017 at 4 pm.

## **X. Executive Session**

D. Howe requested a motion to enter into Executive Session to discuss personnel matters. The motion was made by P. Stein; seconded by D. Nguyen. The motion passed unanimously. The Board entered into Executive Session at 5:30 pm. The Board arose from Executive Session at 6:25 pm. No action taken.

## **XI. Adjournment**

The motion to adjourn the meeting was made by W. Gray; seconded by F. Proto. The meeting adjourned at 6:25 pm.