

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

Thursday, May 25, 2017
4:00 p.m., TCAT Conference Room
737 Willow Avenue, Ithaca, NY

Attendees: D. Howe, W. Gray, F. Proto, P. Stein, D. Nguyen, D. Klein, J. Dotson

R. Andrascik, S. Brock, J. Caco, B. Chamblee, A. Eccleston, R. Lalley, M. Smith, P. Poist, V. Ponton, S. Vanderpool, J. Wuttke, M. Yarrow, R. DeBois/Recording Secretary

I. Call to Order

D. Howe called the meeting to order at 4:05 p.m., and welcomed all to the May 25, 2017 TCAT, Inc. Board of Directors Meeting.

II. Board Member Items

F. Proto stated a gentleman wrote a letter to the Editor to the Ithaca Journal about shared services in Tompkins County; it suggested that the county, the town, the school districts, and TCAT could share the maintenance of the vehicles. F. Proto stated he would pass this article on to P. Poist and suggested that someone should respond to the author because much of what he's suggested is already happening. The edition was May 15th, on the Opinion Page. Discussion followed.

D. Howe stated he wants to thank the staff who pulled the recent Employee Appreciation Day picnic together. The food was good, the weather held off.

III. Public Comments

There were no public comments.

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

The motion to approve the minutes from the April 26, 2017 Board of Directors meeting was made by P. Stein and seconded by B. Gray. The motion to approve the minutes passed unanimously.

V. Chairperson's report

D. Howe did not have a Chairperson's report to present.

VI. General Managers Report

- **System Report** - A. Eccleston presented the Monthly System report for April 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.
- **MRT Funds** - A. Eccleston stated that TCAT would like to use the carryover MRT funds, in the amount of \$432,492.00, to purchase another bus. A. Eccleston asked the Board of Directors for permission to use that money; she would like to add this newly requested bus to the existing order of 10 buses.

D. Howe asked for a motion to use the MRT fund balance for the purchase of a new bus in the amount of \$432,492.00. P. Stein moved the motion; J. Dotson seconded the motion. F. Proto asked to have the motion and the discussion postponed until the Budget Committee report later in the Board meeting.

- **New employees** - M. Smith stated he has three new Bus Operators to introduce; V. Ponton, B. Chamblee, J. Wuttke. All welcomed them to TCAT.

B. Gray stated he's curious to know if follow-up will be conducted to the Employee Recognition Event held a few days ago; he'd like to know why the event was not better attended. A. Eccleston stated that we will solicit and consider feedback from the workforce. Discussion followed.

VII. Action Items

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

**RESOLUTION 2017-08
APPROVE BOARD RULES 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, therefore be it

RESOLVED, that the TCAT Board of Directors adopts the TCAT Board Rules for Speaking under Public Comment dated May 25, 2017, with an effective date of May 26, 2017.

The resolution to Approve Board Rules for Speaking Under Public Comment was moved by D. Klein and seconded by W. Gray. Discussion followed. P. Stein recommended that the Rules for Speaking Under Public Comment be sent to the HR Committee. P. Stein moved to table this discussion; W. Gray seconded the motion. The motion to table this resolution passed unanimously.

- Consider Resolution {2017-09} Extend Contract with TRC Engineering Services, LLC for a Maintenance Manager. D. Howe presented Resolution {2017-09} Extend Contract with TRC Engineering Services, LLC for a Maintenance Manager.

**RESOLUTION 2017-09
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, TCAT Inc. and TRC extended the contract from May 1, 2016 through June 30, 2017, per resolution 2017-05, and

WHEREAS, the Budget Committee has reviewed a staff request for contract extension and recommends the extension for a period up to September 29, 2017, and

WHEREAS, TCAT, Inc. and TRC wish to extend the contract from July 1, 2017 for a period up to September 29, 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 September 29, 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 was moved by W. Gray and seconded by D. Nguyen. Discussion followed, and the Board of Directors voted unanimously to extend the contract.

- Consider Resolution {2017-10} Extend Contract with TRC Engineering Services, LLC for a Temporary Diesel Mechanic. D. Howe presented Resolution {2017-19} Extend Contract with TRC Engineering Services, LLC for a Temporary Diesel Mechanic.

**RESOLUTION 2017-10
EXTEND CONTRACT WITH TRC ENGINEERING SERVICES, LLC
FOR A 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, December 8, 2016, and February 23, 2017 that further extended their agreement to June 30, 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 September 29, 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 September 29, 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 was moved by F. Proto and seconded by W. Gray. The Board of Directors voted unanimously to extend the contract.

VIII. Committee Reports

- **Executive Committee**

D. Howe reported that the Executive Committee met on April 18, 2017 and discussed TCAT Cornell MOU proposal, Underwriters Pre-Budget Meeting and Strategic Planning, Rules for Speaking, GM Search, Request for Use of TCAT Parking Lot, 2018 Draft Budget Presentation, and Recruitment. Discussion followed.

- **Budget Committee**

W. Gray reported the Budget Committee met on April 19, 2017 and discussed STOA Update, MRT Update, Final Revenue Expenditure Report (December 31, 2017), Fuel Report, 2018 Preliminary Operating Budget, 2018 Preliminary Capital Budget. Discussion followed.

D. Howe asked for a motion to bring the topic of the purchase of a new bus using carryover MRT funds back to the table; D. Klein made a motion, F. Proto seconded the motion. Discussion followed. The motion passed unanimously. (P. Stein departed the meeting here.)

- **Transit Service Committee**

D. Nguyen reported that The Transit Service Committee met on Wednesday, May 17, 2017 and discussed the ITS Project Update, "What's a Bus Stop?" project, IURA Grant, hiring a contractor to attain permits and permissions, "Token Transit" app, service changes for summer, new service to Tompkins County via Schuyler County's Mobility Manager, intro to MoveTogetherNY, driver constraints and effect on summer service, ridesharing coming to Ithaca. Discussion followed.

- **Human Resource Committee**

The Human Resource Committee did not meet.

- **Planning Committee**

D. Klein reported that The Planning Committee met on May 4, 2017 and discussed the Grant Process and 5311 Grant, Barr Road Real Estate, Green Street Station.

- **Audit Committee**

The Audit Committee did not meet.

IX. Next meeting

D. Howe stated the next meeting date is Thursday, June 22, 2017 at 4 pm.

X. Executive Session

D. Howe asked for a motion to enter into Closed Session to seek the advice of counsel. The motion was made by W. Gray; seconded by F. Proto. The motion passed, and the Board entered into Closed Session at 5:49 pm. They arose from Closed Session at 6:14 pm. No action was taken.

J. Dotson made a motion to move into Executive Session to discuss Personnel matters; D. Nguyen seconded the motion. The motion passed, and the Board entered into Executive Session at 6:15 pm. They arose from Executive Session at 6:28 pm. No action taken.

XI. Adjournment

The motion to adjourn the meeting was made by F. Proto; seconded by W. Gray. The meeting adjourned at 6:28 pm.