

**Minutes of the Regular Meeting
Southeast Vermont Transit Board of Directors
Thursday, December 15, 2015 5:00 PM
45 Mill St Wilmington, Vermont
706 Rockingham Rd, Vermont
Via Video Conferencing**

Secretary William Stearns called the Board of Directors meeting to order at 5:03 pm. Those in attendance and consisting of a quorum were as follows;

Board Members Present: Don Albano, Marco Tallini, Eithne Eldred, Ted Reeves, Matt Mann and Chip Stearns, Mark Wallace arrived late.

Invited Guests: Tim Bradshaw, Wendy Harrison, Travis Wendell

Staff Present: Randy Schoonmaker, Jan Terk, Rebecca Gagnon and Leona Linney

Public Input: The board recognized Ted Reeves for his ten years of service to The Current and presented him with a parting gift. This was Ted's last meeting.

Amend Agenda: Motion 1: Ted Reeves motioned to delete Executive session, include the Route 30 Study in Old Business, Table Fleet Management Overview, add health insurance cost review to Old Business, add annual meeting date and committee assignments to Old Business, and add approval of FY 15 MOOver audit to New Business. Matt Mann seconded the motion. The motion passed unanimously.

Approve previous minutes: Motion 2: Ted Reeves motioned to approve the November 5, 2016 minutes. Don Albano seconded. Motion passed unanimously.

Old Business

Route 30 Study Update: Matt reviewed the feasibility results located in Drop Box. The next step is to request board approval to complete the CMAQ application. Rebecca explained the cost per hours noted in the study and that is included in the application. The goal is to make sure there is support for the local match expected to come from Grace Cottage and the Supervisory Union. Those talks are expected to happen in January and both companies are prepared for the talk and expect us to ask for a contribution for the local match. The board in past decided not to taking on more debt with new routes if the local match was not identified. The award is expected in June. In the grant is a request for capital purchase of two busses. We are not requesting the additional fund from the sponsors and would need to come up with the ten percent match if awarded the vehicles. Motion 3: Ted Reeves motioned to make the application for the CMAQ funding to support the new Route 30 route. Don Albano seconded. Motion passed 5 to 1 with Matt Mann abstaining.

Construction Update: Randy reminded everyone of VTTrans request to have SEVT take over the construction project for the Park and Ride/ Building addition. Randy requested that the board approve authorization to proceed with managing the Current's earmark, which is in two phases. Randy explained the bid process for the Civil Engineer, and a Project Manager. If the board approves we would go out to bid the next day. Randy reviewed the timeline for selection and construction design, permitting and start to finish construction on both phases. The rough design for the Park and Ride from URS was displayed and note the new design team would be making minimal changes with less spaces and room for storm water, this is all conceptual. There was a budget comparison between URS and what we believe is more accurate numbers. Randy also explained the building addition that was created during the construction of the present building. We will be looking at what the company and building needs as a whole not just additional storage space for busses. The budget was reviewed and it's expected that the Current would need to generate their portion of the match. Since the

Town of Rockingham is participating by providing in-kind match and required to sign an MOU with The Current, Chip recused himself from voting. Chip mentioned the park and ride will be maintained by the Town of Rockingham. Randy believe there will be some amendments for the existing permits, and that the Civil will be managing that. All the permitting and amendments will be done for both phases up front.

Motion 3: Mark Wallace made the motion to enable SEVT to assume the management of the project and to sign the grant agreement for the project. Don Albano seconded the motion. The motion passed 5 to 1 with Chip Stearns abstaining.

CRT Mortgage: The board has approved to refinance the mortgage for the Current. Randy reviewed the terms with the board. CRT has a \$437,000 mortgage for the building, which was now being paid for with a line of credit with Key Bank. We are waiting on one letter with FTA authorizing our merger and the fact there this name is on the deed for the property and they are fine with us refinancing it. The closing is scheduled for Friday at 11:00am. If we miss this date we have to go through the application process all over again. Ted asked if the interest rate was fixed. Randy said it is variable rate which is attached to the prime and that this is a temporary mortgage while we re-build during the construction. Once the construction is done, we will refinance with USDA. Key Bank is aware of this.

New Board Member: Rebecca introduced Wendy Harrison from Brattleboro as a candidate to replace Ted Reeves. Wendy has a background in serving on other transportation boards in Florida, and has recently moved here with her husband, who is now the Town Manager of Brattleboro. The board welcomed Wendy. Wendy served on the MPO in in Palm Beach County, Fla. She is familiar with funding of transit. She was also on Palm Trans service board in Palm Beach County that services about 30,000 trips per month. Some of the board responsibilities where to run hearings for route changes, represented the riders, and contract para-transit providers.

Motion 4: Matt Mann motioned to accept Wendy Harrison as a new board member. Marco Tallini seconded the motion. The motion passed unanimously.

Board Training Follow-Up: Randy spoke to the survey questions that were created during the Mike Noel training. Randy wanted to follow up with some of the low rated responses in the survey. The board was given the manual for review that covered the follow up list from the survey, strategic draft plan, and goals and objectives. It was discussed that the board members would review the packet and follow up at the next meeting. The board also agreed to meet face to face at least twice a year. Meeting dates were discussed for the annual meeting.

Motion 5: Chip Stearns motioned to have the annual meeting on January 28, 2016 in Wilmington. Ted Reeves seconded. The motion passed unanimously.

Tablets: Randy proposed the board move to tablets with board portals for a paperless system, and ease of information sharing. This is used specifically for in-between and at meetings. Board members would be given a tablet and shown how to use it and the software. The software is cloud based. All the meeting handouts, committees, and resource documents would be loaded. The board can also vote on the tablet. Paper versions of the board meeting would no longer be printed and available at the board meetings with the exception for the public. The software we are interested in is Directorpoint. The tablet and software cost for the first year would be \$3,360.

Motion 6: Chip Stearns motioned to go with Directorpoint and recommended tablets for \$3,360. Eithne Eldred seconded. Motion passed unanimously.

Committee Assignments: Randy wanted to populate committees that were organized at the annual meeting for either board members who retired or for committees never populated. Randy asked if the board want to

organize this at the annual meeting next month. They agreed to next month's meeting. The board recommended each member consider what committee they want to serve on and reach out to Randy about that before the next board meeting. The board was not interested in creating an ad-hoc construction committee. Randy asked the board to review the redlined version of the by-laws in the board packet, and make recommendations on changes before the annual meeting. Mark Wallace volunteered to review it and asked the members to review and make him aware of it.

New Business:

Approve FY15 MOOver Audit: Leona Linney presented an audit summary to the board. The MOOver has a clean audit this year with no findings. This was the last audit as DVTA; going forward we will have a combined audit with both the Current and the MOOver.

Motion 7: Chip Stearns motioned to table the audit until the regular meeting on January 28th. Eithne Eldred seconded. Motion passed unanimously.

Company Updates: Rebecca explained that the Current does an annual giving tree and staff support local children and animals by buying gifts. This year the staff bought gifts for 64 children and 54 animals for a total of about \$5,000 donated. Our Christmas party was also well attended this year with one hundred people compared to last year of about thirty-five attending. This event was well attended and staff was very pleased. We will be delivering gifts to the Police Department for them to deliver and the Humane Society and will publish on Facebook.

Board Member Comments: The board complimented Ted on his tenure and his perseverance during the merger. Ted recollected the personality's and experiences of his tenure with fondness and appreciation.

Future Agenda Items: Audit Approval, Board Training Follow-up, and Committee Assignments.

Fleet Management Overview: Presentation is noted on the Drop Box and will be presented in the board documents at a future meeting.

Adjourn: Motion 8: Eithne Eldred motioned to adjourn the meeting at 6:40pm. Ted Reeves seconded the motion. The motion was unanimous.