

**TOMPKINS CONSOLIDATED AREA TRANSIT, INC.
BOARD OF DIRECTORS MEETING**

Thursday, August 24, 2017
4:00 PM TCAT Conference Room
737 Willow Avenue, Ithaca, NY

Attendees: D. Howe, B. Brady, J. Dotson, J. Gutenberger,
W. Gray, D. Nguyen, F. Proto, P. Stein

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

Also Attended: F. Howells

Agenda

I. Call to Order

D. Howe called the meeting to order at 4:03 PM, and welcomed everyone to the August 24, 2017 TCAT, Inc. Board of Directors Meeting.

II. Board Member Items

There were no board member items.

III. Public Comment

F. Howells stated he would like to take an opportunity to on behalf of the bargaining unit to express our sincere appreciation for your acquisition of a new General Manager for the facility, we are very happy to go ahead and have him as part of the TCAT team and we are going to try our very hardest and do our diligent efforts to try to work with him to try to make TCAT the entity that it should have been for a long time. We are just hopeful that everything we do we work together positively and move forward down the road.

IV. Approval of the minutes from July 27, 2017 Board of Directors Meeting and August 3, 2017 Special Board of Directors Meeting

The motion to approve the minutes from July 27, 2017 Board of Directors Meeting and August 3, 2017 Special Board of Directors meeting was made by W. Gray, seconded by D. Nguyen. The motion to approve the minutes passed unanimously.

V. Chairperson's Report

D. Howe stated first he would like to thank A. Eccleston, she has been leading this organization for over three years now, through thick and thin. He stated he just want to recognize her from the bottom of his heart, he really appreciates all the hard work she has done and she deserves all the best and a round of applause. He stated he also wanted to welcome S. Vanderpool to his first Board Meeting. D. Howe also thanked the Search Committee for all their hard work, we've had a couple ups and downs through all the years we've been looking but we've landed in a good spot. Discussion followed.

VI. General Manager's Report

- **Monthly Operating Reports** – S. Vanderpool presented the Monthly Operating Reports for July 2017. He 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

Consider Resolution {2017 - 14} Approval of Hybrid Battery Replacement for Buses 1103 and 613. D. Howe presented resolution {2017 - 14} approval of hybrid battery replacement for buses 1103 and 613.

RESOLUTION 2017 - 14 HYBRID BATTERY REPLACEMENT FOR BUSES 1103 AND 613

WHEREAS, TCAT, Inc. (TCAT) is in need of replacement hybrid batteries in buses 1103 and 613, and

WHEREAS, on August 9, 2017, TCAT towed bus 1103, due to failure of the bus to operate under its own power, to Penn Detroit Diesel Allison, LLC, and

WHEREAS, on August 11, 2017, Penn Detroit Diesel Allison, LLC diagnosed the cause of the problem and recommended replacing the hybrid battery in order for the bus to be operational, and

WHEREAS, on August 14, bus 613 exhibited the same issues and codes, and Penn Detroit Diesel Allison, LLC suggested the battery has failed, and

WHEREAS, Allison Transmission Inc., the battery manufacturer, stated the replacement batteries will not be available for three to four months, and

WHEREAS, Enerdel Inc. offers an upgraded replacement battery, which is a lithium ion battery, that is currently available and is compatible with the systems on these buses, and

WHEREAS, Enerdel Inc. will provide on-site training for installation, and TCAT anticipates it will be able to install the lithium ion batteries from Enerdel by September 5, 2017, and

WHEREAS, this procurement occurred on August 18, 2017 and is permitted without Board approval because of the emergency need for immediate procurement to avoid additional missed trips that are occurring while these buses are out of service, and

WHEREAS, while not required by TCAT's Policy on Purchasing and Contract Signing, the General Manager seeks Board ratification of the emergency procurement,

BE IT RESOLVED, that the TCAT Board of Directors ratifies the selection of Enerdel Inc., as the provider of the two hybrid batteries, and of related installation services, and be it further

RESOLVED, that the TCAT Board of Directors ratifies the purchase of the two hybrid batteries from Enerdel Inc., dated August 18, 2017, in an amount up to Ninety Seven thousand Seven hundred and Fifty dollars (\$97,750), which amount includes all related services from Enerdel Inc.

The resolution to approve hybrid battery replacement for buses 1103 and 613 was moved by J. Gutenberger; seconded by W. Gray. The resolution passed unanimously.

Consider Resolution {2017 - 15} Extend contract with TRC Engineering Services, LLC for temporary diesel mechanic. D. Howe presented resolution {2017 - 15} to extend the contract with TRC Engineering Services, LLC for temporary diesel mechanic.

RESOLUTION 2017 - 15 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, December 8, 2016, February 23, 2017, and June 5, 2017 that further extended their agreement to September 29, 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 December 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 December 29, 2017 and authorizes Board Chair David Howe and General Manager Scot Vanderpool to execute the Agreement.

The resolution to extend the contract with TRC Engineering Services, LLC for temporary diesel mechanic was moved by F. Proto; seconded by B. Brady. The resolution passed unanimously.

Consider Resolution {2017 - 16} Extend contract with TRC Engineering Services, LLC for a Maintenance Manager. D. Howe presented resolution {2017 - 16} to extend the contract with TRC Engineering Services, LLC for a Maintenance Manager.

**RESOLUTION 2017 - 16
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, TCAT Inc. and TRC extended the contract from July 1, 2017 through September 29, 2017, per resolution 2017-09, and

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

WHEREAS, TCAT, Inc. and TRC wish to extend the contract from September 30, 2017 for a period up to December 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 December 29, 2017, and authorizes Board Chair David Howe and General Manager Scot Vanderpool to execute the Agreement.

The resolution to extend the contract with TRC Engineering Services, LLC for a Maintenance Manager was moved by B. Brady; seconded by W. Gray. The resolution passed unanimously.

Consider Resolution {2017 - 17} Services to Replace Rural Bus Shelters. D. Howe presented resolution {2017 - 17} for services to replace rural bus shelters.

**RESOLUTION 2017 - 17
SERVICES TO REPLACE RURAL 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 July 24, 2017, TCAT issued an Invitation for Bid (IFB) for transit bus shelters installation services and received responses from Boland's Excavating & Topsoil, Inc.; Marchuska Brothers Construction LLC; McPherson Builders, Inc.; and Nelson and Streeter Construction Company, Inc.; and

WHEREAS, on August 18, 2017, the four bids were opened, and they were evaluated on August 18, 2017; the lowest responsible and responsive bidder was found to be McPherson Builders, Inc., and

WHEREAS, after confirming the lowest bid met the specifications as indicated within the IFB, TCAT staff recommends entering into an agreement with McPherson Builders, Inc. to provide installation of nine replacement bus shelters, therefore, be it

RESOLVED, that the TCAT Board of Directors selects McPherson Builders, Inc. as the installer for nine bus shelters, and be it further

RESOLVED, that the TCAT Board of Directors authorizes the purchase from McPherson Builders, Inc., for the proposed amount of Thirty Five thousand Six hundred Eighty Eight dollars (\$35,688).

The resolution for services to replace rural bus shelters was moved by F. Proto; seconded by B. Brady. The resolution passed unanimously.

VIII. Committee Reports

- **Executive Committee**

The Executive Committee did not meet.

- **Budget Committee**

P. Stein reported that the Budget Committee met on August 16, 2017 and discussed the Revenue Expenditure Report July 31, 2017, Fuel Report, 2018 Operating Budget, 2018 Capital Budget and the 2018 Budget Presentation format. Discussion followed.

- **Transit Service Committee**

D. Nguyen reported that the Transit Services Committee met on August 9, 2017 and discussed intern work, ITS project update, "What's a Bus Stop" project, County Health Department Ridership, Moonie's shuttle idea, Schuyler Transit service begins August 28th, TCAT Fall service changes August 20th and potential projects.

- **Human Resources Committee**

B. Brady reported that the Human Resources Committee met on August 17, 2017 and discussed current headcount, hires, separations, retention rate, current recruitment efforts, Health Insurance renewals and NY Paid Family Leave.

- **Planning Committee**

D. Nguyen reported that the Planning Committee met on August 3, 2017 and discussed possible sites for TCAT facility, funding strategies for TCAT facility, Strategic Planning with Local Funders, RFP for consultant and selection, define and refine objective and determine evaluation team, Strategic Planning in the Fall of 2017 and Green Street Station updates.

- **Audit Committee**

F. Proto reported that the Audit Committee met on August 17, 2017 and reviewed the 2016 audited financial statements with Duane Shoen from Insero & Co. CPA's, LLP. Discussion followed.

F. Proto made a verbal motion to accept the 2016 audited financial statements from Duane Shoen from Insero & Co. CPA's LLP; P. Stein seconded. The motion passed unanimously.

IX. Next meeting

D. Howe announced the next meeting date of September 28, 2017.

X. Executive Session

D. Howe asked for a motion to enter into executive session to discuss personnel matters. The motion was made by W. Gray; seconded by F. Proto. The motion passed. The Board entered into Executive Session at 5:27 PM. The Board arose from Executive Session at 5:51 PM.

XI. Adjournment

The motion to adjourn the meeting was made by F. Proto; and seconded by D. Nguyen. The meeting adjourned at 5:51 PM.