

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

Wednesday, April 26, 2017  
4:00 p.m., TCAT Conference Room  
737 Willow Avenue, Ithaca, NY

Attendees: D. Howe, W. Gray, B. Brady, F. Proto, P. Stein, D. Nguyen (4:06 pm),  
D. Klein, J. Gutenberger, J. Dotson

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

**Agenda**

**I. Call to Order**

D. Howe called the meeting to order at 4:03 p.m., and welcomed everyone to the April 26, 2017 TCAT, Inc. Board of Directors Meeting.

**II. Board Member Items**

W. Gray stated he would like to talk about the MOU mentioned in the Chairperson's report on the agenda. He would like to discuss that in Executive Session because it has to do with negotiations.

**III. Public Comments**

There were no public comments.

**IV. Approval of minutes from the March 23, 2017 Board of Directors Meeting**

The motion to approve the minutes from the March 23, 2017 Board of Directors meeting was made by W. Gray and seconded by B. Brady. The motion to approve the minutes passed unanimously.

**V. Chairperson's report**

D. Howe stated he'd like to discuss Rules for Speaking under the Privilege of the Floor. Do we need a motion to discuss this?

S. Brock stated if we want to adopt them today, you can ask for a motion and a second on a resolution to adopt the rules.

D. Klein asked if there are rules already.

S. Brock stated no, we never had rules.

W. Gray stated one item that prompted this had to do with personnel matters that come up from time to time. He stated when we started this discussion a year ago, his objective was that employees couldn't talk about personnel matters without us having both sides of the story. The Board would refer the matter to the Personnel Committee– and then the committee could come back with a report to us.

D. Howe stated this came up in the Executive Committee, and one thing we discussed that we want to avoid is when the staff is, in my view, maligned. There are actual lies that have occurred, and sometimes it's close to character assassination and it should not happen. He stated this gives opportunity for people to be directed to a specific committee or committee members. Then that will have to rise up to the Board so that we can all be aware of it and understand both sides of the story. He stated debating in a public forum has not been productive.

W. Gray stated my purpose for bringing it up is when it happens, the person sitting in that seat knows what they want to do with it, and refer it to a committee. He stated people might have a legitimate problem and we don't want to quash that.

D. Howe stated my view is that there is no attempt to quash it; it's just to direct it.

A. Eccleston stated we do have a policy for problem escalation within the organization, and this points to where they need to go to start that process. If it gets escalated beyond that, then it needs to go to the next level. Discussion followed.

F. Proto stated he'd like to postpone this until we've had the opportunity to review the materials that will be distributed to us.

D. Howe stated we will have a resolution next month.

## **VI. General Managers Report**

- **System Report** - A. Eccleston presented the Monthly System report for March 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**

There were no Action Items.

## **VIII. Committee Reports**

- **Executive Committee**  
D. Howe stated 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 stated 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.
- **Transit Service Committee**  
The Transit Service Committee did not meet.
- **Human Resource Committee**  
The Human Resource Committee did not meet.
- **Planning Committee**  
The Planning Committee did not meet.

- **Audit Committee**

The Audit Committee did not meet.

**IX. Executive Session**

D. Howe asked for a motion to enter into Executive Session to discuss contract negotiations and personnel matters. The motion was made by P. Stein; seconded by W. Gray. The motion passed. The Board entered Executive Session at 5:13 pm. The Board arose from Executive Session at 5:50 PM.

**X. Next meeting**

D. Howe stated the next meeting date is Thursday, May 25, 2017 at 4 pm.

**XI. Adjournment**

The motion to adjourn the meeting was made by D. Nguyen; seconded B. Brady. The meeting adjourned at 5:50 pm.