

# **Tompkins Consolidated Area Transit, Inc.**

## **Annual Meeting of the Board of Directors**

### **January 28, 2021 | 4:00pm via Zoom**

#### ***Attendees***

Board Members: Bridgette Brady; Deborah Dawson; Jennifer Dotson; Dan Klein; Laura Lewis; Ducson Nguyen; Frank Proto; Gary Stewart; Denise Thompson

TCAT Staff: Rick Andrascik; Susan Brock; Gian Fountain; F. Howells; Raymond Lalley; Colleen Marsh; Curt Parrish; Patty Poist; Megan Pulver; Madlyn Schafer; Mike Smith; Phil Smith; Pamela Torelli; Scot Vanderpool; Matt Yarrow

#### ***Call to Order***

Chair D. Klein called the meeting to order at 4:03pm.

#### ***Board Member Items***

There were no Board Member items presented for discussion.

#### ***Public Comment***

There was no one present that had a public comment.

#### ***Approval of minutes***

A motion to approve minutes from the December 3, 2020 meeting was made by B. Brady, seconded by D. Dawson. The minutes of December 3, 2020 were approved unanimously with a vote of 8-0-0.

A motion to approve minutes from the January 4, 2021 special meeting made by B. Brady, seconded by D. Dawson. The minutes of January 4, 2021 were unanimously approved with a vote of 8-0-0.

*D. Thompson joined the meeting at 4:07pm.*

#### ***Chair's Report***

##### Current MOU

Chair D. Klein, reported that he, F. Proto, and L. Lewis met with 3 Cornell representatives regarding Cornell's current MOU request, stating he has a report to share with the Board, and asked their preference of Open Session or Executive Session. The Committee decided they will have the discussion in Executive Session.

##### MOU Committee

Chair Klein reported he spoke with each board member individually regarding the difficult issue of reestablishing the members of the MOU committee, which begins July 1, saying, "Board members may disagree on the make-up, but we need to start the process as soon as possible, therefore, the negotiating team already in place will remain: Bill Gray, Frank Proto and Deborah Dawson. They will continue to represent TCAT in trying to reach a mutually beneficial agreement with Cornell." Klein asked for reactions; L. Lewis sought clarification to the MOU term. "The MOU Period of time is 3 years - is that the expectation for the next MOU? 3 Years?" Chair Klein responded the length of the term is negotiable.

While General Manager Scot Vanderpool will not have a seat on the MOU committee, F. Proto stated Vanderpool is a valuable resource person and he has no problems with Vanderpool's participation in MOU discussions.

Several Board members requested the new MOU's term be less than 3 years due to uncertainty about when ridership will return to the numbers we saw a year ago.

#### Committee Schedules

Chair Klein asked Committee Chairs to talk to their committee members and get the meeting schedules set.

#### NY Times Editorial

Chair Klein spoke of a NY Times Editorial P. Poist shared with him called "*Keep the Trains and Buses Running*". He recommends the read, saying: "It's a really nice, strongly-worded argument on why public transportation should be supported now more than ever." He continued, "TCAT Board members should be cheerleaders for public transit. It's something we should do more often." Poist said she will send a link to the article to Board members.

#### **GM Report**

##### From the News Desk

General Manager S. Vanderpool announced we were recently awarded a NYSEDA grant for an internship for clean energy. This will help us track, create procedures, and provide research for battery electric buses and infrastructure. We're happy to have received this award.

##### Protective Barriers

The sturdy protective barriers are installed on the newer buses. The curtain-style barriers will stay on the older 600 and 800 series buses, which will soon be replaced by seven Proterra buses that are coming off the assembly line sooner than anticipated – some at the end of February.

UV lighting was installed throughout the building.

GM S. Vanderpool also announced, "We now have WiFi on almost all of the buses. This really enhances the customer experience -- along with our new electric buses, which is going to be critical to getting people back on the bus."

#### **Systems Report**

##### Ridership:

GM S. Vanderpool presented graphs displaying 2019 ridership a little over 4 Million; 2020 ridership was just over a million and a half, which accounts for about a 66% reduction in riders over 2019. Vanderpool explained 66% is misleading due to the first 3 months of 2020 when ridership was normal. From April to December, we suffered about a 75-80% reduction in riders. Gadabout had a decrease of 39% in overall ridership from 2019 to 2020.

##### Maintenance

On-time PM Service is currently at about 90%; the team has been concentrating on installing the sturdy protective barriers on the newer buses. Total cost of parts was a little over \$1 million.

### Safety

There were 29 collisions in 2020; 22 preventable. In 2019 we had 60 collisions, 40 preventable. Since 2020 was so uniquely different than 2019, Vanderpool compared accidents per 100,000 revenue miles. In 2020, there were 2.28 accidents per 100,000 miles-- just a little better than 2019's 3.44 accidents per 100,000 revenue miles.

### Human Resources

We have 77 Full-time operators; last year at this time we had 83.

Overall, we have 136 employees; last year we had 141.

Retention has averaged out to 97% for 2020 vs. 95% in 2019.

We had 12 grievances in 2019, but only five this past year.

### Marketing and Communication

P. Poist attended the Tompkins Homeless and Housing Taskforce Meeting; P. Poist and J. Jennings created snow detour maps, press releases for holiday service, continued their TDP work and worked on the dashboard project.

### IT

Information Technology is looking into a Wiki – an internal website project that will help us organize our projects and communicate better overall; they also looked into browser security, and worked on some Tconnect and TDP website upgrades.

### Mission and Vision

The Mission and Vision Statements were displayed as S. Vanderpool said the beginning of the year is a good time to review these statements. He would like to see us work better together; “we get sidetracked at times and we spend too much time debating instead of staying productive.” He said he wants to talk about our Board as one entity, "I like using the word "we" and I emphasize that all of us really try concentrating on being in that place, since we're all in this together."

Chair D. Klein presented **Resolution 2021-01 – Adopt the TCAT, Inc. 2021 Capital Expenditure Plan**. Moved by D. Dawson, seconded by L. Lewis, the Resolution passed unanimously with a vote of 9-0-0 as follows:

## **RESOLUTION 2021-01 ADOPT THE TCAT, INC. 2021 CAPITAL EXPENDITURE PLAN**

WHEREAS, each year the Tompkins Consolidated Area Transit, Inc. (TCAT, Inc.) Board adopts an annual Capital Expenditure Plan, and

WHEREAS, TCAT, Inc. attempts to maximize the use of all federal and state funds available for necessary capital equipment purchases and projects, and

WHEREAS, at its special meeting on January 4, 2021, the TCAT, Inc. Board adopted a provisional Capital Expenditure Plan and expressed the intent to review changes and vote on a revised plan at its January 28, 2021 meeting, and

WHEREAS, after reviewing current capital needs and considering all federal and state funding available for 2021, a revised Capital Expenditure Plan of \$2,179,133 with Tompkins County, City of Ithaca and Cornell University each making contractual

payments of \$152,090 for the 2021 fiscal year ending December 31, 2021 has been prepared and reviewed,

THEREFORE, BE IT RESOLVED, the TCAT, Inc. Board adopts a revised Capital Expenditure Plan for the fiscal year ending December 31, 2021, totaling \$ 2,179,133.

Adopted by the TCAT, Inc. Board of Directors on the 28th day of January 2021.

Chair D. Klein presented **Resolution 2021-02, Adopting the TCAT, Inc. 2021 Operating Budget**. Moved by J. Dotson, seconded by L. Lewis, Resolution 2021-02 was unanimously approved with a vote of 9-0-0 as follows:

**RESOLUTION 2021-02  
ADOPTING THE TCAT, INC. 2021 OPERATING BUDGET**

WHEREAS, each year the Tompkins Consolidated Area Transit, Inc. (TCAT, Inc.) Board adopts a fiscal year Operating Budget, and

WHEREAS, TCAT, Inc. attempts to maximize transportation service to Tompkins County residents by utilizing all federal, state and local funds available for the twelve-month period ending December 31, and

WHEREAS, at its special meeting on January 4, 2021, the TCAT, Inc. Board adopted a provisional Operating Budget and expressed the intent to review changes and vote on a revised budget at its January 28, 2021 meeting, and

WHEREAS, after reviewing 2020 operations and considering all federal, state and local funding available for 2021, a revised Operating Budget that projects revenues of \$15,019,935 and expenditures of \$15,019,935 for the 2021 fiscal year ending December 31, 2021 has been prepared and reviewed,

THEREFORE, BE IT RESOLVED, the TCAT, Inc. Board adopts a revised Operating Budget for the fiscal year ending December 31, 2021, that projects revenues totaling \$15,019,935 and expenditures totaling \$15,019,935.

Chair D. Klein presented (but did not move) a proposed resolution to proceed with applying for the 2021 BUILD Grant. Chair Klein had asked the Directors to take a set of questions back to their respective organizations and get some feedback, but some Directors needed more time. After much discussion, the Board decided to wait for feedback from the local funders. Chair Klein asked for support to revisit this resolution next month. All were in agreement.

Chair D. Klein presented **Resolution 2021-03, Maintenance Management System Support Services**. Moved by L. Lewis, seconded by J. Dotson, approved unanimously with a vote of 9-0-0 as follows:

**RESOLUTION 2021-03**  
**MAINTENANCE MANAGEMENT SYSTEM SUPPORT SERVICES**

WHEREAS, TCAT, Inc. (TCAT) is in need of support for its Maximo Maintenance Management System (MMS) and associated integration with other software, including but not limited to FuelMaster and MIP Abila, and

WHEREAS, on September 28, 2017, the TCAT Board authorized a contract with Barton & Loguidice, D.P.C. for the purchase and implementation of the Maximo system and related services, and the contract became effective on November 29, 2017 (the “2017 Contract”), and

WHEREAS, payments under the 2017 Contract include twelve (12) months of technical support from Barton & Loguidice after System Acceptance and system “go-live,” and

WHEREAS, Barton & Loguidice (1) has provided the required technical support services for those parts of the system that were implemented at least twelve months ago; (2) is in the midst of its twelve month technical support obligation included in the 2017 Contract price for those parts of the system that were implemented less than twelve months ago, and (3) will provide twelve months of technical support services (included in the 2017 Contract) for the parts of the system that have not yet been implemented, with such twelve month period beginning after System Acceptance and upon go-live for these parts of the system, and

WHEREAS, TCAT’s team (Scot Vanderpool, Matt Yarrow, Megan Pulver) has concluded the staff requires additional technical support beyond the expiration of the twelve-month support period for each part of the system to utilize tMMhe full functionality of Maximo and to ensure continued operations of the MMS solution, and

WHEREAS, Barton & Loguidice provided a proposal on December 10 2020, for one year of additional technical support for those parts of the system for which the 2017 Contract’s twelve month support period has expired or will expire during the one year of additional support, with an on-call support service based on actual hours and expenses for support with a not-to-exceed commitment, and

WHEREAS, TCAT’s team recommends the continued relationship with Barton & Loguidice, D.P.C. as they are best suited to respond to TCAT’s needs, therefore, be it

RESOLVED, that the TCAT Board of Directors selects Barton and Loguidice as the contractor to provide technical support services for TCAT’s Maintenance Management System and related services beyond those included in the 2017 Contract, and be it further

RESOLVED, that the TCAT Board of Directors authorizes the Chairperson of the Board and the General Manager to execute an amendment to the 2017 Contract with Barton & Loguidice, D.P.C. to add one year of technical support services beyond those included in the 2017 Contract for the Maximo Maintenance Management System and for related services as described in Barton & Loguidice’s December 10, 2020 proposal, with a not-to-exceed amount of Forty Three Thousand Nine Hundred and Twenty Dollars (\$43,920), subject to the approval of TCAT’s attorney.

Adopted by the TCAT Board of Directors on this the 28<sup>th</sup> day of January 2021.

General Manager S. Vanderpool presented **Resolution 2021-04, Approval of Drug and Alcohol Policy Revisions for Safety Sensitive Employees.** Moved by D. Dawson, seconded by L. Lewis, the resolution was approved unanimously with a vote of 9-0-0.

**RESOLUTION 2021-04  
APPROVAL OF DRUG AND ALCOHOL POLICY REVISIONS  
FOR SAFETY-SENSITIVE EMPLOYEES**

WHEREAS, Tompkins Consolidated Area Transit, Inc. (“TCAT”) strives to maintain a safe workplace environment for its staff, visitors and passengers, and

WHEREAS, TCAT is required by the U.S. Department of Transportation to adopt and administer a drug and alcohol testing policy for safety-sensitive employees, and

WHEREAS, on January 24, 2006, the TCAT Board of Directors adopted a drug and alcohol testing policy for safety-sensitive employees, titled “Omnibus Transportation Employee Testing Act / TCAT, Inc. Policy,” with a last revised date of October 26, 2017, and

WHEREAS, TCAT has revised the policy by reorganizing it to make it shorter and simpler to follow, by adding additional details, and by revising certain provisions,

NOW, THEREFORE, be it RESOLVED that that the TCAT Board of Directors hereby approves the revised drug and alcohol testing policy changes for safety-sensitive employees, and

BE IT FURTHER RESOLVED, that such changes are effective February 1, 2021.

Adopted by the TCAT, Inc. Board of Directors on this 28<sup>th</sup> day of January 2021.

Chair D. Klein presented **Resolution 2021-05, Extend Transit Advertising Agreement for One Year with Saga Communications of New England, LLC, d/b/a Cayuga Radio Group.** Moved by D. Dawson, seconded by L. Lewis, the resolution was approved unanimously with a vote of 9-0-0.

**RESOLUTION 2021-05  
EXTEND TRANSIT ADVERTISING AGREEMENT FOR ONE YEAR WITH  
SAGA COMMUNICATIONS OF NEW ENGLAND, LLC,  
D/B/A CAYUGA RADIO GROUP**

WHEREAS, on March 22, 2018, TCAT, Inc. and Saga Communications of New England, LLC, d/b/a Cayuga Radio Group (“Contractor”) entered into an Agreement for transit advertising services and products with a term from March 22, 2018 through March 21, 2021 (the “Agreement”), and

WHEREAS, the Agreement provides that its term may be extended in one-year increments for up to a total of two additional years, provided the Parties mutually agree to the extension in writing no later than ninety (90) days before the expiration of the initial or prior option term, and

WHEREAS, while it is less than ninety (90) days before the expiration of the initial term, both parties wish to extend the Agreement for an additional one (1) year term upon the same terms set forth for the initial term,

NOW, THEREFORE, be it RESOLVED that the TCAT, Inc. Board of Directors hereby approves the attached Extension of Agreement for Transit Advertising and authorizes Board Chair Daniel Klein and General Manager Scot Vanderpool to execute the Extension of Agreement.

Adopted by the TCAT Board of Directors on this the 28th day of January, 2021.

### ***Committee Reports***

**Audit Committee** – F. Proto reported the auditors have completed their work. R. Andrascik sent an email to the Audit Committee today with a request to set up a Zoom meeting; F. Proto asked committee members to review those dates and get back to Rick.

**Executive Committee** – The Executive Committee did not meet.

**Budget Committee** – The Budget Committee met and reviewed the 2021 TCAT, Inc. Capital Budget and Operating Budget; and the Essential Budgetary Needs document.

**Human Resource Committee** – The Human Resource Committee did not meet, but have been getting updates from C. Marsh and will be meeting soon. HR staff have been busy with the Paycom transition; discussions regarding COVID and vaccines, and are gearing up for performance evaluations.

**Planning Committee** – The Planning Committee met and discussed the BUILD Grant application; potential uses for Green Street Station and received clarification regarding restrictions in use.

**Transit Service Committee** – The Transit Service Committee met and discussed the TDP; saw a presentation including a quick overview of recommendations, and received a TConnect update.

### ***Next Meeting***

The next regular Board meeting will be February 25, 2021.

### ***Executive Session***

D. Thompson made a motion to enter Executive Session to discuss contract negotiations which if disclosed in public could compromise the position of TCAT; motion seconded by F. Proto. The Board entered Executive Session at 5:34pm.

At 7:01pm, the Board came out of Executive Session with a motion by D. Dawson, seconded by L. Lewis.

### ***Adjournment***

The meeting adjourned at 7:01 pm.

*Minutes respectfully submitted by Pamela Torelli, Recording Secretary, February 25, 2021.*