

Tompkins Consolidated Area Transit, Inc.

Meeting of the Board of Directors

April 22, 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; Raymond Lalley; Colleen Marsh; Patty Poist; Megan Pulver; Madlyn Schafer; Bob Sherman; Mike Smith; Phil Smith; Pamela Torelli; Scot Vanderpool; Nate Wells, Matt Yarrow

Public Attendees: Fred Schoeps

Call to Order

Chair D. Klein called the meeting to order at 4:04 pm.

Approval of minutes

A motion to approve minutes from the March 25, 2021 meeting, and the April 1, 2021 Special Meeting made by L. Lewis, seconded by D. Dawson. The minutes were approved unanimously with a vote of 9-0-0.

Chair's Report

Chair Klein mentioned the Earth Day launch event today on the Commons, and the event on Tuesday, April 13 when a TCAT bus shelter was dedicated to "TCAT Dave" in Caroline. Klein said both events were really nice.

GM Report

From the News Desk

Electric Bus Update

All of them have been wrapped and all now have the proper egress windows installed. All but 3 have been DOT inspected; big thumbs up to the maintenance team for their work in this. The first Proterra bus, potentially 3 of them, will hit the road in revenue service tomorrow, which was announced today at the event.

Vaccination shuttles

We will continue to work with the health department to run shuttles to the vaccination site at the mall. Cornell has announced they have been approved to have a vaccination pod on campus, however we are still expecting people to need a ride to the mall site.

Systems Report

Ridership

In February, we carried just over 111,000 riders; in March, it was just over 132,000 representing an 18.7% increase.

March 2020 vs March 2021 shows a 42.9% drop.

For a good comparison when students are in town, October 2020 (111,134) against March 2021 (132,267) shows a 19% increase. Seeing ridership grow almost 20% from October 2020 to now is a good sign.

Looking at average weekly ridership, it will take about 10 years to recover back to where we were, but that is if we continue to recover at the same rate. However, with so many unknown factors, despite our best efforts to try to analyze future ridership, it is going to be difficult to predict how long it will take to recover.

On-Time Performance

This is a new pattern that we will track. Many transit systems are in the 70-and-80-percent range; we are running about 90% on time on average, which is very good.

Missed Trips

We missed three trips on Route 10 on March 10.

Fridays have been a high-callout day, but have not had to mandate yet.

Operations and Maintenance

PM Services are at 100% and wheel pulls are at 90%.

February 2021 saw eight road calls where March 2021 had 14 road calls.

February 2021 road calls per 100K miles - 7.46

March 2021 road calls per 100K miles - 11.32

Total Cost of Parts per Month

February 2021 = \$24,319

March 2021 = \$44,660 due to brake jobs and some higher priced parts coming through in March

Proterra Training Update

GM Vanderpool asked Nate Wells for an update on the progress of maintenance training for Proterra buses. Wells reported wash bay staff, second shift and third shift have all completed training. All but four people on first shift have also completed training.

Safety Department

We had one collision in March, compared to four in February. The one in March was non-preventable with negligible damage. Compared to last year, we had 12 collisions through March 2020; this year we are at 11.

Safety Department work included a primary focus on training for both battery electric and new operators. First responder training happened March 25 and 26 with two 4-hour sessions with twenty-two participants. We had a lot of involvement from local responders who were trained here.

Train the Trainer Training happened on March 30 and 31; we had 6 people attend and complete the 16-hour class, including Greg Beouff from the DOT, attend training, seeing as we are the first DOT-inspected agency in NY to have battery electric buses.

We have already trained about 65 of our 80 operators in a 4-hour session, and P. Smith expects all active drivers on the roster to be trained by next week.

P. Smith offered a public thank you to Dispatcher Kyle Franklin for taking on the task of scheduling the operators for training. He did a phenomenal job. Scheduling people and finding drivers to cover their work is not an easy task, so "a great big thank you goes out to Dispatch."

GM Vanderpool asked P. Smith to relay what Matthew Crawford from Proterra said about our training. Smith said Crawford was very impressed with how organized TCAT was when he came down to provide the training. He said we are probably the most organized company that he's gone to for training. Smith added, "We have built a good relationship with Proterra and we look forward to working with them."

Board member L. Lewis asked how much behind-the-wheel training drivers get. Smith responded classroom training is about 2.5 hours, then they go out to the bus. Each operator spends about half an hour actually driving. The training is not on how to drive a bus, but rather a training on the differences between diesel and battery electric buses. There is a "knowledge check" at the end of training to make sure the concepts are understood.

Human Resources

Completed the transition from CPP to the new PayCom system.

We have 76 full-time operators, and 7 part-time operators. We have 11 mechanics, 7 in maintenance and custodial, and 32 administrative and management staff.

The annual retention rate stands at 97%.

We have 2 new full-time operators start on April 12, and we continue to recruit for 2 part-time bus handler positions. We also began recruiting for a full-time Transit Service Supervisor and a full-time Controller.

Marketing and Communications

Marketing and Communications work for the month:

- Worked with safety department on weekends of Feb. 27 and March 6 on potential end-of-February COVID exposures followed by discussion with Tompkins County Health Department on March 16 to revamp our joint notification process.
- Reformatted schedule display web page for one-page navigation, making the page more streamlined and easier to use.
- Started planning process for Earth Day Electric Bus launch.
- Started planning public relations process with Asst GM Mike Smith, who coordinated TCAT Dave dedication.
- Updated popular destinations on website.
- Developed a Ridership and Statistics landing page for website.
- Redesigned Tconnect vehicle decals for Champion buses.
- Rode and distributed Tconnect surveys on bus March 27.
- ADA paratransit coordination: 4 ADA applications reviewed.
- 2 half-fare applications processed.

COVID Tracing

With TCAT's strict safety protocols, along with the addition of our permanent barriers that separate drivers and riders, the department believes that it is no longer necessary to notify us or the public on every single case. Furthermore, contract tracing here has shown that there was NOT ONE CONFIRMED CASE in Tompkins County that could be linked to someone while riding a TCAT bus.

Information Technology

Milestones

- Added “Continuity Package” to Mimecast systems for email redundancy.
- New Anti-Virus systems installed on servers.
- Joined OTRB-ISAC – joint operations center for security. They coordinate tech security for the transit industry.
- Gadabout deployment complete.
- Avail and TSI Equipment on new buses.

Current Projects

- Avail and TSI Equipment on new buses: issues due to inconsistencies.
- Shop Support and troubleshooting.
- Maximo Support.
- Testing Event/Emergency buttons on the Fleet.
- Increasing security levels across TCAT.
- More critical Exchange server patching.
- New Anti-Virus systems for end-user computers.
- Still working to retire all older servers and workstations immediately.
- Expanding our Hyper-V environment to allow more virtual servers.
- Secondary Domain controller being built in Hyper-V environment.
- Wiki content is being added by a small team from IT and Service Development.
- Technology Roadmap – consolidating previous plans, updating documentation.
- Backups Systems – restructuring for new computers and laptops.
- Backup Internet connection for emergency use is in progress – waiting on construction.

Future Projects

- Creation of new Infrastructure for Ridelogic Systems and Development environment.
- New Database and reporting tools and technologies.
- Build internal programming and development resources via education.
- New Certificate server to replace old one that died in early 2017.
- Enterprise Wireless Infrastructure.
- Better Remote work options, considering VDI for remote users.
- Explore bringing website hosting in house.

GM Vanderpool shared a note from Jay Franklin, Director of Assessment for Tompkins County:

I want to say thanks for another great job of getting seniors to the site. With your help, I believe that all of our low income senior facilities will have had their 2nd dose as of tomorrow when we go out to a few smaller facilities. But bringing the bigger and today's midsize one was a huge lift for us.

I or Katie will let you know of any future opportunities that may arise. I feel like just when any sort of routine is developed, circumstances change and we are off to the next phase.

Thanks and stay safe!

Action Items

Motion re: Cornell MOU

Chair D. Klein said there was nothing in writing, and asked how to proceed. GM Vanderpool stated TCAT is under a deadline; the NTD report requires our complete budgetary information for 2020, including November and December. The report is due April 30 so the amount must be finalized before the deadline.

L. Lewis wanted to make a motion to allow Cornell a discount, but wasn't clear on what the numbers are. She wanted to use the amount that was recommended after the most recent discussions with Cornell. Chair Klein said he thinks the number was \$315,000. GM Vanderpool said their original offer to us was to pay \$439,000, then they came back with an offer to pay an additional \$54,867.75, totaling \$493,868.

D. Dawson said it would be very helpful to understand how much out of pocket we are.

Chair Klein said Susan Brock's email outlined the numbers: Cornell is proposing a discount of \$314,998.75, or "\$315,000" for purposes of discussion. Chair Klein asked if all were ok with that number.

L. Lewis questioned the difference between the two offers Cornell made. She calculated a \$109,735 discrepancy between the two offers and asked S. Brock if that was in agreement with her numbers.

S. Brock replied she believes so. In their April 6 counter-proposal, Cornell proposed to pay an additional \$54,867.75. With the \$439,000 they already paid, Brock calculated the discount to roughly \$315,000. Using three invoices, November 2020, December 2020 and January 2021, she calculated the amount due of \$809,000, minus the \$439,000 they already paid, and minus the additional roughly \$55,000 they are proposing to pay, the discount is \$314,998.75, or "\$315,000".

L. Lewis made a motion to allow Cornell a discount of \$315,000. Mostly she wanted a resolution to the discussion so we can move on, but she still didn't understand how the difference in offers was being split.

S. Brock explained, in our message from Chair Klein to Cornell on April 1, we proposed a \$260,000 reduction in payments due. "After the Board had agreed on that number, but before Chair Klein conveyed it, Cornell sent TCAT \$439,000 toward the 3 invoices, so when you look at what was due, less the \$439,000, less the \$260,000 that we were offering to them, that's where we came up with \$109,000 amount that we said they still owe. That's the number that Cornell agreed to split in half."

D. Dawson proposed a motion; wording was clarified by Board members, Chair Klein, and S. Brock. The motion was made to accept Cornell's offer of \$54,867.75 in settlement of outstanding amounts due under the MOU for the November 2020, December 2020, and January 2021 invoices.

L. Lewis seconded, and thanked D. Dawson for the clarity.

Chair Klein pointed out the proposed resolution does not contain the dollar figure of the actual amount of money that TCAT is coming up short. Board members said they understood. Chair Klein asked again if they were sure they didn't think it was relevant.

Board members deferred to legal counsel, who responded it was not required legally; it is up to the Board. The actual amounts will appear in the minutes, so it is not required in the resolution.

Chair Klein asked if there was any further discussion. G. Stewart asked if the Board should be voting on a resolution without seeing it. Klein said he thinks it would have been better if they had seen it ahead of time, "but we have had it read back to us." S. Brock offered to again read the motion: **"TCAT accepts Cornell's offer of \$54,867.75 in settlement of outstanding amounts due under the MOU for the November 2020, December 2020, and January 2021 invoices."**

Klein again asked for discussion. GM Vanderpool stated this does not have to be a written resolution and asked S. Brock to explain. S. Brock said verbal motions are fine. They happen all the time. If this board is not comfortable, she can prepare something in writing to put on the screen, but as long as the minutes record the details, it is fine.

J. Dotson said this wouldn't be the first time we've done something like that. "We've drafted things on the floor like this countless times."

Chair Klein said, "As long as everyone knows what it is we're voting on."

L. Lewis repeated her desire to get this issue resolved.

D. Nguyen said he believes this is fair and we've dragged it out long enough so he will be supporting it.

J. Dotson stated, "I make the same comments, echoing Laura and Duc."

D. Dawson said, "I don't think it's fair, I don't think it really relates to the level of service we provided, or anything else under the terms of the MOU, but I do think it's time to get this put away."

Chair Klein read a prepared statement:

I will be voting no to forgiving the debt owed by Cornell University to TCAT.

A few of you have expressed to me that we need to move on. Yes, we need to move on. However, more important to me than moving on is the issue of justice. I believe an injustice is being committed here. Sometimes the only thing one can do when witnessing injustice is to name it.

For the last 5 months, Cornell has, and is still, withholding contractually obligated payments to TCAT. Withholding payments while negotiations are ongoing is an act of bad faith.

Cornell has moved the goalposts several times. First, they asked for a refund for November and December's payments. Then, when TCAT made an offer to do just that, Cornell responded by saying that they wanted a refund going back to April. Later, Cornell added January to their list of delinquent payments.

Even more disturbing is where Cornell wanted the money to come from. First, Cornell asked TCAT to use its Payroll Protection Plan (PPP) money. Cornell actually asked to take the Covid-19 federal relief money that was intended to fund the paychecks of TCAT's drivers and to give it to Cornell University instead.

Cornell then switched to focus on other Covid-19 federal relief money that TCAT had received from the CARES Act. In my opinion, that is literally a federal offense – using funds intended to prop up transit agencies during the pandemic and instead giving that money to a private entity – Cornell University.

There is also tremendous irony in that Cornell itself has received many tens of millions of dollars of federal Covid-19 relief money, but is not willing to use any of that to pay TCAT the money owed.

Another aspect of this situation that greatly disturbs me is that Cornell University, Tompkins County, and the City of Ithaca have an agreement that if TCAT operates at a loss, all 3 underwriters will chip in equally to balance TCAT's budget. This means that if TCAT operates at a loss at any time in the future, the \$315,000 bailout Cornell is currently asking for would have to be made up in equal parts by Tompkins County and the City of Ithaca. In other words, local taxpayer dollars would effectively be given to Cornell University to settle its unpaid debt to TCAT.

Today I am speaking as a TCAT board member and objecting to this decision by Cornell not to pay TCAT what it owes. I am making this statement and taking this vote because my job here is to look out for the interests of TCAT, and the actions by Cornell are not in the best interest of TCAT. After today, I will be speaking in my role as a County Legislator, explaining to my constituents how Cornell's actions are in effect transferring their tax money and federal Covid-19 relief money to Cornell's bank account.

D. Klein then added, "I have additional comments on this topic and I will be submitting them for inclusion in the meeting minutes."

S. Brock said if he wants something included in the minutes, they have to be stated on the record. Klein responded that it is common in Roberts Rules and other agencies that use Roberts Rules, that people can submit their own comments.

J. Dotson said "As a fellow board member and before voting, I would like to know what you have to say, so maybe you could send it to us. That is something I would like as your colleague. I also want to say that though I agree this is not fair and I really don't have any particular argument with anything that Dan has just said, I think those things are also true, I also think that we really need to move on from this... I'm reluctantly voting yes. I wish there was another way to resolve this. I think this is our best choice in this moment." She repeated her desire to see D. Klein's comments before voting. Klein indicated he would limit his comments to what he just said.

There was no further discussion. The verbal motion to **accept Cornell's offer of \$54,867.75 in full settlement of outstanding amounts due under the MOU for the November 2020, December 2020, and January 2021 invoices** was approved 8-1-0, with D. Klein voting no.

Committee Reports

- **Executive Committee** – The Executive Committee met 4/21 and discussed the Earth Day Celebration; Controller position; Future facility planning/timing/ridership/SWOT analysis; MOU Committee Update; and the TDP. Next meeting: 5/19.
- **Audit Committee** – The Audit Committee did not meet but reports the 2020 audit will begin on June 1.
- **Budget Committee** – The Budget Committee met on April 20 and discussed at STOA update, MRT Update; Revenue Expenditure Report March 31, 2021. Next meeting: 5/18.
- **Human Resource Committee** – The Human Resources Committee did not meet, but received an email with updates regarding the Controller position; Bus operator search; Bus Handler search; Internal Transit Service Supervisor position; a NYSERDA update, Performance Management Program update; and a Paycom update. Next meeting: 5/13.
- **Planning Committee** – The Planning Committee did not meet. Next meeting: 5/13
- **Transit Service Committee** – Summer Service Changes; TDP update; Proterra update; Earth Day Celebration; South Hill Biz Park. Next meeting: 5/12.

G. Stewart left the meeting at 5:16pm.

Next Meeting

The next regular Board meeting will be May 27, 2021.

Adjournment

The meeting adjourned at 5:40pm.

Minutes respectfully submitted by Pamela Torelli, Recording Secretary, May 27, 2021.