

Minutes of the Regular Meeting
Of the Lima/Allen County Regional Transit Authority Board of Trustees
Held at the RTA Administration Building
200 East High St., Lima, Ohio
October 1, 2019 @ 12:00 PM

Present were Brad Taylor, President; Joan Davis, Vice-President; Joshua Parker, Holly Rex, Richard Schroeder, Scott Cockerell, and Doug Olsson, Board Members; Shelia Haney, Executive Director; Karen Garland, Operations Director; Thom Mazur, RPC; Becca Sheidler, AAA3; and Teresa Brown, Board Secretary/Treasurer.

First Item of Business – Roll Call: Roll Call was taken and noted for the minutes. All members were present.

Second Item of Business – Approval of Previous Board Minutes: Mr. Schroeder made a motion to approve the previous minutes. Mr. Cockerell seconded the motion and all members voted in favor thereof.

Third Item of Business – Board President Comments: Mr. Taylor wished Mr. Cockerell a Happy Birthday and welcomed Mr. Olsson to the Board.

Fourth Item of Business – Steering Committee – (Operations for August): The committee met on September 23rd at 10:00 a.m. Ms. Rex and Ms. Davis were in attendance. We had hired Stan in the Maintenance department a few months ago from Capital Transit in Alaska. He is a Master Mechanic and has 27 years in transit maintenance. Two of our mechanics are still students at UNOH and the other one graduated from there also, with this place being his only experience with diesel buses. The new buses are starting to arrive today, and Stan went out to Gillig for the last week of the build for inspection. Shelia had discussed with the Steering Committee making Stan the official Maintenance Manager and they were okay with it.

We had an Open House interview event to hire drivers and it went well. The sales tax went up to day although we won't see the money until mid-January. We are ramping up for when we start to bring back services. We had quite a few applicants and Karen and Brian have been conducting interviews from it.

We held a Safety Meeting for the employees on a Saturday so we could get all the drivers there. With their schedules we can never have a meeting with everyone there at once. We have a Workmen's Comp claim for one of our part-time drivers recently and we discussed that incident at the Safety Meeting. We talked about the employee morale. The employees thought that since the levy passed they would finally see a raise; so we had to make sure everyone understood we won't see the money until next year. We discussed what kind of increases they may see next year and what we are going to try to do for them.

We have a couple lawsuits pending. The first one is an employee who was let go six years ago and tried suing then. That case against the RTA and the Union was dismissed, now he has filed the same suit against Shelia, Shelley Gould and the County Commissioners. Shelia sent everything we had from our attorneys to the Commissioners letting them know it was handled once already and they are working on it again. The second lawsuit is from an incident where a driver scraped a mirror on a parked car a year ago. The girl was on the bus and is claiming she was hurt in the incident. She also has had her case dismissed once before and has refiled it and this time she has

some information about the driver involved that a current driver told her. The driver involved has since been dismissed for an unrelated matter.

We were going to discuss the vacancy on the Board due to Mr. Stratton stepping down, but the commissioners have already filled and sent the resolution this week.

Once a year we bring the Employee Manual to the Board to approve any changes that have been made. This year there were some changes due to not having the union anymore. We added a Lifetime Bus Pass and Shelia had to rework that as Mr. Schroeder wanted some changes to the verbiage. Shelia wrote it for any Board Member who has served six years, or two terms; and any employee who retires must be here for five years to be vested. It now reads any time an RTA employee retires they can be issued a Lifetime Pass for the fixed route buses upon request. Any Board of Trustee Member who wants a pass can request one and they will be issued a picture ID pass. It is something that has already been past practice, but the auditors wanted it in writing.

Ms. Davis mentioned that in her notes from the Steering Committee meeting they talked about updating the Board Bylaws. The originals are from 1974 and have never been touched. This is correct, there has been several discussions to update the RTA Bylaws since they are so outdated. I will request samples from other transit agencies to give us a starting point and present at the next Steering Committee. The next Steering Committee meeting will be held on October the 28th at 10:00 a.m.

Fifth Item of Business – Project Committee (Parking Project-Plans): There was no meeting held since there hasn't been any movement on the parking lot project. The buses were a Capital Project, but they are from two years ago and are just arriving now. They are still doing the survey on the Parking Project and should be meeting with Pat Beam for updates in a couple of weeks.

Sixth Item of Business – Finance Committee (Finance Report & Reconciliations): We had the Finance Committee meeting on September 26th at 2 p.m. Our CPA Bob was here to go over the financials and answer any questions. He will start entering the sales tax amounts in October since we are on an accrual basis so we will look good on paper for the rest of the year. We had been running a \$24,000 loss for the year so far, but we received a \$25,000 rebate check from BWC today. With the Risk Pool we have a Shock/Loss fund that we make payments to, it will be about \$125,000 for the year. We must have a certain amount in the fund and we currently have \$168,000 in the fund. We received about \$12,000 from closing out 2015 and we applied that to our monthly bill.

The ODOT grants were due September 25th. We applied for some Maintenance Capital Grants, including a snowplow as we have a lot of sidewalks to plow/shovel. ODOT has not awarded us any capital grants for the past two years but we are hopeful they will give us something this year. We won't know until later this month.

Seventh Item of Business – Motion – Finance Report & Reconciliations: Mr. Parker made a motion to approve the Finance Report & Reconciliations and Mr. Schroeder seconded the motion. Mr. Schroeder said he would like to reaffirm that we will not have the money from the levy until the first of the year. All members voted in favor thereof.

Eighth Item of Business – Motion – Employee Policy and Procedures Yearly Update: Any changes made throughout the year are highlighted in yellow until they are Board approved. Ms. Davis made a motion to approve the Employee Manual updates and Mr. Cockerell seconded the motion. All members voted in favor thereof.

Ninth Item of Business – Motion – Continuing Attorney Contract: For the past three years we have had a contract with Clemans-Nelson, mostly to deal with union issues. Now that there is no longer

a union, we have still been using them for employment issues, account issues, and BWC claims. We would like to continue the contract and have an attorney sit in on the Board Meetings. There have been issues we have been written up on before with Executive Sessions, this seems to happen every year. Most of the other Transit Agencies pay to have an attorney sit in on their Board Meetings. Shelia discussed it with Clemans-Nelson, and they agreed to do it, but they would probably refer us to a different attorney who was more familiar with Ohio Revised Code and Public Meetings rather than the one we had been using for employee issues.

Mr. Cockerell asked if we had any issues with Clemans-Nelson. Shelia replied we had no issues with them, they had been very helpful with the union negotiations and the lawyer who pins our Certs & Assurances for the Federal Grants works for them.

Mr. Schroeder said he recalled us having an agreement with them with a monthly retainer and asked if that was being revisited since there was no union. They said they would continue the contract at the same rate. The monthly rate is a \$175 retainer, plus discounted rates when they are needed. Ms. Rex added they (WOCAP) had a new requirement to have an attorney at all their Board Meetings to help with Sunshine Laws and the reason for going into Executive Session. Sometimes what they want to do may not be an Executive Session issue.

Mr. Schroeder said Clemans-Nelson are primarily set up to provide union and labor relations advice so he was curious who we would be talking to that had experience with the Ohio Revised Code. Shelia and Karen met with two attorneys and they were very knowledgeable, but Shelia was not sure if they would be the attorneys we used. Mr. Schroeder said he understands wanting to have legal counsel present although he thought it was overkill. He thought the issues we had in the past was not whether we were permitted to go into Executive Session but whether the minutes reflected the accurate language that underscored the legal capability. He thought the focus should be on making sure the motion and minute recordings are up to snuff. Mr. Schroeder said the Open Meeting Law is pretty straight forward. Shelia replied that we have been written up twice for not following Ohio Revised Code in our Board Meetings. Mr. Schroeder said the language of the motion was the issue, at least how it was reflected in the minutes.

Shelia asked if the Board was okay with continuing the contract with Clemans-Nelson and having them come to the Board Meetings. Ms. Davis mad a motion to continue the contract with our current legal counsel and to have them present at Board Meetings. Ms. Rex seconded the motion. Mr. Schroeder said he would support the motion as he thought we should have legal counsel available, but he did not know that he thought we needed someone to sit in with us at every Board Meeting. He was concerned we were making unnecessary expenditures. Shelia said Boards that she is on the attorneys speak up quite frequently to remind them of pertinent information. All members voted in favor thereof.

Tenth Item of Business – Discussion/Motion – Maintenance Manager @ 90 days: Shelia asked if everyone was okay with making Stan Kasler the official Maintenance Manager. It had been discussed at the Steering Committee Meeting and Ms. Davis and Ms. Rex recommended it. Mr. Cockerell made a motion to appoint Stan the Maintenance Manager. Ms. David seconded the motion and all members voted in favor thereof.

Eleventh Item of Business – Discussion – Vacancy on Board: Shelia had intended to discuss the vacancy left on the Board by Mr. Stratton's resignation but between Friday and Tuesday the

Commissioners had already passed a Resolution and appointed Mr. Olsson to the Board. Mr. Olsson will also be on the Steering Committee. Due to Ohio Revised Code Board Members must take an Oath of Office. Mr. Olsson read his Oath of Office.

Twelfth Item of Business – Discussion – Lawsuits, Complaints: The lawsuits had already been covered and Shelia will continue to forward all the information to the attorney.

Thirteenth Item of Business – RPC Updates: Mr. Mazur was at the meeting but had no updates at this time.

Mr. Cockerell said he had an employer reach out to him about transporting employees after hours to a function. Shelia replied that is considered a Charter and we are not allowed to do those. We can only do them for non-profits and we must cover our costs.

The next meeting will also be our Annual Meeting before the Regular Meeting. The Annual Meeting will be to elect officers for the following year. The Meetings are being moved from November 5th to November 12th due to the election. Shelia made a recommendation to make Ms. Davis the President since she has served the past year as the Vice-President and has been on the Board for nine years. She also recommended making Ms. Rex the Vice-President. Actual nominations will occur at the Annual Meeting.

Fourteenth Item of Business – Adjourn: Mr. Cockerell made a motion to adjourn and Ms. Davis seconded the motion. All members voted in favor thereof. Meeting adjourned at 12:37 pm.

The Annual Board Meeting will be held November 12th, 2019 at 12:00 Noon.

The next Monthly Board Meeting will be held directly after the Annual Meeting on November 12th, 2019.



Brad Taylor, Board President



Teresa Brown, Board Secretary/Treasurer