

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
November 11, 2019 @ 12:30 PM

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

First Item of Business – Roll Call: Roll Call was taken and noted for the minutes. Mr. Olsson was not present.

Second Item of Business – Approval of Previous Minutes: Mr. Schroeder said he had some corrections and comments to make on the minutes. Clemans was spelled wrong, it should be with an “a”. He also was not sure the additions in the parenthesis should be there, as they were not remarks that were made in the Board Meeting. Teresa replied she was making clarification on how the minutes were written up, as his comments at the previous meeting about this matter would become public record and on our web site. She did not want the public getting the impression that the Board Members thought there was some impropriety on how the Board Minutes were written. Mr. Schroeder said his intent at the previous meeting had not been to say that he had doubts on the minutes accurately reflecting what was said. His meaning had been that historically, when the Board had gone into Executive Session, they had gone for legal reasons under Ohio Revised Code but had not phrased the motion correctly for audit purposes. Mr. Schroeder said the minutes also stated that Shelia had given the Board Members copies of the agenda from the Steering Committee and he did not remember getting those. Shelia said she did not hand out agendas as the committee did not actually have one, but she had told all the Board Members the agenda of the committee meeting. Going forward, the Committee Meetings will be recorded and there will be minutes typed up. Mr. Parker asked why we were separating out into committees then instead of just doing everything at once at the Board Meetings. Shelia replied that the Board Meeting Minutes are public, and the committees can discuss in more detail where the Board Meetings are mindful of time. The minutes from the Committee Meetings won’t be publicized unless requested. Mr. Parker said the section of the Steering Committee in the Board Meeting Minutes was detailed and seemed to cover everything they also discussed at the Finance Committee Meeting.

Mr. Schroeder made a motion to accept the minutes contingent on the changes being made. Mr. Parker seconded the motion and all members voted in favor thereof.

Third Item of Business – Steering Committee (Route 7 startup, By-Laws): The Steering Committee Meeting was held on October 28, there is no date set for November currently. They discussed the three buses we just received and the vans we are going to be getting with CMAQ funds. Route 7 startup was discussed. There had been requests from P& G and others to start the route back up sooner rather than later. We have still been struggling to hire drivers, so we are only running the route four hours in the morning and four hours in the afternoon. We started it on November 4th and the ridership is already almost as much as the West Market route. We received a letter from Joe Patton at Job & Family Services, passing out copies for your review, you will notice it is signed

by seven agencies, requesting our Route 8 that went to OIO, PTC, and Bob Evans to also be reinstated. We have been looking into this already and think we have come up with a good solution. We will combine Route 8 with the former Route 9 that went to Apollo. Instead of coming back in from PTC we will loop around to Apollo. That way we still have full coverage but will only require one driver. We are hoping to start the route December 20th, as this is when the schools will be on vacation and we should have extra drivers. That gives us time to get our newer drivers more training.

We also discussed updating the by-laws, as the current ones are 45 years old. Shelia presented samples of by-laws from other transit facilities to the committee and a copy of the existing by-laws are in the Board packets. They will have to follow the Ohio Revised Code on any amendments. The committee will work on them and have appointed some help to go through this. After they work on them, they will bring them to the Board for final approval.

The morale of the employees has been very low, and we lost eight more employees between the months of October and November. There were no reportable accidents during this time period. I have requested to give the employees a 3% raise before the end of the year. This has been discussed in detail with the Finance Committee and Steering Committee. The drivers have not had a raise the past four years during the Union Contract. Mr. Parker had asked at the Finance Committee meeting how much it would be to give the raise in December. We will only be giving it to the full-time drivers. The total amount to give the raise a month early would be around \$1800.00. That will be \$22,000 for all next year, if you don't give the drivers anything else next year. This will be an incentive to try to stop losing so many drivers and to follow up on our promises for hanging with us during some financially difficult times.

We have not only lost drivers due to the difficult services we are providing to the schools for special needs, but some have been hurt. We have a video that is a perfect example of the difficulties and safety issues they face. Therefore, the letter to the school is included, to notify the schools that our drivers are not trained to deal with children with this level of special needs. We are requesting they provide us with an aide on each bus, otherwise we will not be able to continue to provide the service safely. We tried putting a second driver on the van as an aide, but once again our drivers are not trained to deal with this level of special needs. This was discussed with the Finance and Steering Committee in detail and was recommended to either receive assistance with aides or stop the service immediately. This letter is considered our 60-day notice and will be signed by the Board President.

Fourth Item of Business – Project Committee (Parking Project): The Project Committee did not meet and does not have a meeting scheduled. The drawings and plans for the Parking Project were dropped off this morning and available for review.

Fifth Item of Business – Finance Committee (Finance Report & Reconciliations): The Finance Committee met on October 30th and the next meeting is scheduled for November 26th. Bob was here and we went through the finances and the reconciliations. We also talked about the 3% raises for the drivers and the ODOT grants. There was a discussion and concern of the time we would receive the grant contracts, but we got two of the grant contracts last week and received the last one yesterday. Two of the contracts have been signed electronically by ODOT, Shelia and the attorney. That will be then end of the \$581,000 ODOT released to the media they were giving us. This included \$189,737 from the UTP grant. We receive that one every year, but last year only got \$79,000. The increase was due to the gas tax. Another grant was \$20,400 from E & D. We receive that one every year also, but it went down, last year we received between \$30,000 - \$35,000. The last grant was the OTP2. We applied for both capital and operating funds. The capital funds are very competitive, and we did not get awarded any of those, but we were awarded \$381,000 in operating money.

There is \$131,000 left on the bank loan so we are in a position to pay that off if the Board approves. That will leave us \$459,000 operating money until our levy money starts coming in late January.

(Agenda conducted out of order)

Seventh Item of Business – Motion – Finance Report & Reconciliations: Mr. Taylor asked if there were any comments by the Finance Committee or on the finances. Mr. Schroeder said he was relieved the ODOT funds were being released. Mr. Cockerell asked if the Finance Committee members were okay with the driver increases for December and Mr. Schroeder said that he was, especially with the funds being released. Mr. Cockerell said it was a good idea, as this is the time of year people look for new jobs. Mr. Parker asked who was getting the raises and Shelia replied it was the full-time drivers and the staff, it would not include herself. Mr. Schroeder made a motion for the Finance report to be accepted as presented. Mr. Parker seconded the motion and all members voted in favor thereof.

Ninth Item of Business – Motion – Employee wage increase: Mr. Cockerell made a motion to approve the wage increase starting December 1st and Ms. Rex seconded the motion. Mr. Schroeder asked how the raise would affect the part-time drivers since they were not being included. Shelia replied that the part-time drivers can pick and choose their hours and many of them have other jobs. This was also discussed with the Driver Committee. If they see there is another benefit to being full-time, they may be more apt to choose RTA as their priority job. All members voted in favor thereof.

Sixth Item of Business – Executive Directors Operations Report: There was a social media report included in the Board packet showing all the activity we have had on our Facebook. We will be providing the transportation for the Thanksgiving Meal at the Civic Center again this year. The Lima Community Church has taken over serving the meal and we are charging them our cost. It is a fixed route that hits many senior/disabled and low-income housing areas. Our ridership has been steady. We received our three new buses and will be receiving two non-cdl and two more cdl vans next year with CMAQ funds. We are not scheduled for any additional CMAQ funds for buses until 2025. Update on the current audits, we are waiting on the State for the draft of the 2018 audit. Tomorrow we have a gentleman from a consulting firm to conduct the Technical Assistance Review (TAR) for FTA. He will be looking at some of our policies and the ECHO draws from 2018 and 2019.

We had a lawsuit from a former employee in 2014 where the employee was let go for falsifying payroll documents. In 2014 he filed against the RTA and the Union, but we did not have a union contract at that time, so it was dismissed on the State level. He appealed his termination, then filed an EEOC claim, filed a union claim through SERB, and filed for unemployment. Everything was either denied or dismissed. He has now filed the lawsuit against ACRTA, Shelia Haney and Shelley Gould, the Finance Director at that time. He has been in touch with another former employee who had several write-ups and is trying to say he was fired for things she got away with, which is not the case. He was not terminated for the reasons he listed in this current lawsuit, He was terminated for falsifying documents and other safety violations.

This is the month we send out the fuel bids. Teresa picked up heading the project this year and has sent out all the letters and bid packets for that. We renewed our contract with IHeartMedia. It is a trade contract, they have wraps on a couple of buses and run our ads on the radio stations in return. It is used as local match funds.

Mr. Schroeder made a motion to accept the Operations Report and Ms. Rex seconded the motion. Mr. Schroeder wanted the record to show that there was no conflict of interest on the Thanksgiving event, since Mr. Taylor is associated with the church. We have provided the transportation for this

event every year. Mr. Schroeder asked if the letter to the schools had been sent yet. It has not been sent. He also asked who was representing us on the lawsuit. It is the same attorney from our Risk Pool who handled the lawsuit in 2014/2015. Mr. Parker asked if the schools agreed to our terms would we continue our service to them, and Shelia said that is correct. He also asked if the \$22 rate in the letters our current contracted rate with them. The past contract was calculated on the allocated cost of hours instead of per child.

All members voted in favor of the motion.

Mr. Taylor said he was not sure if the President should be signing the letter to the schools, he usually only signs legal things. Shelia said this is cancelling a legal contract so he should be the one to sign it. Mr. Parker asked if the schools were the line item on the ridership where it says LCS, Bath, Elida and Bluffton under Demand Response and they are. Shelia said we currently have five vans going out to pick up school kids every day. Karen added she thought it was about 50 to 70 students total. Mr. Schroeder asked what the current provisions are in the contract for cancellation and Shelia replied she thought it was 60-day notice. He asked if it was for cause, it is for any reason.

Mr. Schroeder said we probably needed a motion to authorize the sending of the letter cancelling the school contracts. Ms. Rex made a motion to authorize sending the cancellation letter to the schools. Mr. Schroeder seconded the motion and all members voted in favor thereof.

Eighth Item of Business – Motion – Committee amend By Laws for ACRTA: The Steering Committee is working with Leslie Rigali to rewrite the by-laws. Ms. Rigali has graciously offered to help and has already reached out to the County Commissioners to get copies of their Resolutions pertaining to the RTA. Shelia has gotten copies of by-laws from other transit agencies and any changes will have to follow Ohio Revised Code. Leslie is assisting the Steering Committee to make these changes. They would like to move forward with the Board's approval to continue making these changes. The final rewritten by-laws will come to the Board for approval. Ms. Parker asked if this was a stand-alone committee, but it is being done by the Steering Committee.

Ms. Rigali said she has already been through the Ohio Revised Code and has been to the Commissioners. She is going to meet with the Commissioners. She has written articles of incorporation, operating agreements and by-laws for companies and organizations. She will put a draft together, bring it to the committee and let them dissect it. There are stipulations in the ORC on what must be in the by-laws, what the Board's responsibilities are, etc. She will do a rough document, take it to the committee, and then they will take it to the Board.

Mr. Mazur asked if there was a Resolution of Cooperation between the County Commissioners and the RTA. Ms. Rigali said there were a lot of Resolutions extending the contract with RTA, but she wasn't sure what the contract was. Mr. Mazur said there was a Resolution of Cooperation with the Planning Commission that laid out the expectations the Commissioners had for the RPC Board and how the RPC Board was allowed to adopt by-laws and operational documents. Ms. Rigali said there was the original Resolution where they created the RTA but some of the information contained in that is now incorrect, such as number of Board Members and term lengths.

Mr. Mazur wondered if there was anything in the creating Resolution stating the Commissioners had to approve changes to the by-laws. RPC had run into issues like that with the Commissioners ten years ago. Ms. Rigali said Kelli had sent her agreements with the City and extensions of the contract. She wants to meet with Kelli and see if there were additional Resolutions, as Shelia had given her some that Kelli did not. Mr. Mazur said initially it was a City bus service and then morphed over to the County overseeing it. They appointed a Board and should have had some sort of agreement between the Board and the Commissioners. Mr. Mazur was just curious if there was

something out there that gave the Commissioners control of approving the by-laws. Ms. Rigali said there was not to her knowledge, at least she had not run into anything.

It will take sitting down and going through all the Resolutions to see if there is anything else out there. So far, all Ms. Rigali has found are one changing Board compensations, one regarding fares, one regarding the number of Board Members, and appointing Board Members. Input from the Commissioners will be needed.

Mr. Schroeder asked if something had prompted the desire to rework the by-laws and Ms. Rigali replied they were almost 50 years old. They are normally reviewed by Boards every two years, at least every five. There needs to be more definition on how the Board operates and there is nothing in there on conflict of interest which is required. When auditors ask for information on things and if it isn't in the ORC it should be in the by-laws. Mr. Parker asked if Shelia had reached out to Ms. Rigali to look into rewriting the by-laws. Shelia replied she had originally asked Mr. Stratton to look at them but then he dropped off the Board and Leslie volunteered.

Mr. Taylor said he did not believe there was any reason for a motion on the matter at this time. The Steering Committee is to continue looking at rewriting the by-laws and come to the Board when there is something to approve.

Tenth Item of Business – Discussion/Motion – Nominations for 2020 President and VP: Starting on January 1, 2020 the President will be Ms. Rex and the Vice-President will be Mr. Parker.

Eleventh Item of Business – Discussion – Lawsuit (Moore vs. S. Haney & RTA): This item was covered in the Operations Report.

Twelfth Item of Business – RPC Updates: Mr. Mazur passed out the initial draft of the TIP. It is a four-year listing of capital projects covering everything from highways to bridges, bike paths, sidewalks and transit. Everyone wants money for projects, but RPC must be fiscally constrained. They must also go through a public involvement process. There must be justification for the TIP by looking at the Long-Range Transportation Plan, the Active Transportation Plan, the Coordination Plan, the Transit Development Plan, and ADA Transition Plans. We are in fiscal year 2020 and anything in red on the document is money going out the door. Some money is coming back from other agencies it was lent to. Any projects with a PID number have jumped through lots of hoops. Discussion followed on the projects listed in the draft TIP.

They are working on getting rid of the one-way streets in downtown Lima. Another big project is the ADA transition plans for communities. The Safe Routes to School Plan goes along with the ADA plans. The Department of Justice is cracking down on everyone to get these plans into action. There are some vehicles for RTA listed in 2020. There is no justification in the TIP for the parking project. It is not in the TDP. The only document he has for transit is the TDP and the last one expires in 2020. They have a five-year shelf life and ours has not been updated in a long time. It is in the TIP but not the TDP. If we go through an audit, they are going to ask for the rationale and justification for this project and they won't have it. Shelia said we received the money for this project from a 5339 grant and Mr. Mazur said it didn't matter, it was federal dollars. Shelia said all the information on why we applied for it is in the grant and Mr. Mazur said it was not in the TDP. Shelia will get the information to Mr. Mazur to update the TDP.

The STIP/TIP guidance changed in August. The safety, reliability, on-time performance and beyond useful life statistics will all need to be collected and given to RPC. The document needs approved by March 26th so the first draft will need to be done by mid-January. All the reporting has changed. The performance measures for the tables will need done for rates, frequency, total miles, etc. and will need provided to Mr. Mazur broken out by fixed route and Demand Response.

The draft TIP is still in discussions, Mr. Mazur has met with all the political subdivisions except the City and the County.

Thirteenth Item of Business – Other – S. Haney LOA (12/31/2019): The Board had discussed not having a meeting in December. The Board Schedule for 2020 was provided and the first one in January needs moved to the 14th requested by Holly, Mr. Schroeder thought since we were having a meeting in mid-November we might not want to wait until mid-January to have another one. Mr. Taylor was going to work with Ms. Rex to see if they thought they needed to call a Board Meeting for December. Mr. Parker requested to know in advance when the Committee Meetings were going to be held in case other Board Members wanted to go.

Shelia will be on leave starting the 15th for at least six weeks. She will have her laptop with her and available for emails and available for Staff and Operations issues.

Mr. Schroeder said he has about four or five things he would like to suggest for future Board Meetings to have a more business-like approach to our business.

Fourteenth Item of Business – Adjourn: Mr. Cockerell made a motion to adjourn and Mr. Parker seconded the motion. All members voted in favor thereof. Meeting adjourned at 1:34 pm.

The next monthly Board Meeting is scheduled for January 14th, 2020. (No meeting scheduled for December 2019.)

A handwritten signature in dark ink, appearing to read "Joan H. Davis", written over a horizontal line.

Joan Davis, Board Vice-President

A handwritten signature in dark ink, appearing to read "Teresa Brown", written over a horizontal line.

Teresa Brown, Board Secretary/Treasurer