

**CASCO BAY ISLAND TRANSIT DISTRICT
MINUTES OF THE MEETING OF
January 24, 2013**

Directors Present: Clark, Robinson, Bonebakker, Flynn, Overlock, Doane, Peretti, Burr, Moreau, Donoghue (7:55 AM), Crowley (8:25 AM)

Directors Absent: Johnston

Public Present: Marjorie Phye, Peggie Peretti, Mac McKone

Staff Present: Berg, Horr, Mavodones, Sawtelle, C. Gildart, Higham, Bowen

1. Call to Order: The Board meeting was called to order by President Flynn at 7:45 AM, and he noted that the meeting was being recorded.
2. Approve the minutes of the December 20, 2012 Board of Directors meeting: Bonebakker moved to approve the December minutes, and Burr seconded. After discussion, the vote was 7 in favor, and 1 abstention (Flynn) and the motion passed to accept the minutes of the December 20, 2012 Board of Directors meeting.
3. Treasurer's Report: (Note: The Operations Committee report below was taken out of order and given first before Overlock arrived). Finance Committee Chair Bill Overlock reviewed the December financials, noting a slight negative variation in the month, but YTD looks good. Peaks ridership and vehicles were down, and the new USPS mail contract is lower than the previous contract. Expenses were on target. Fuel usage was up, and the fuel pricing has dropped to \$3.30 for another 60,000 gallons. YTD, revenues were 4.1% better than budget. We still have not had to use our LOC (line of credit) yet. Peretti noted that the expense detail sheet had the wrong month and should be corrected to December.
4. General Information Reports:
 - a. President's Report: There was no President's report
 - b. Committee Reports:

Operations Committee: Operations Committee Chair Dan Doane reported on six new schedule change proposals that were approved at the January Operations meeting, and will go to the next Executive Committee meeting, then onto the February Board agenda for a vote. Mavodones reported that the new boat is progressing well and is on schedule. For e-Ticketing, we are working out a kink in scanning the commuter books, but otherwise we are almost ready for beta-testing. For Terminal Renovations, there was a pre-bid conference on 1/22 for the marine-side work, with bids due on 1/29. The approximate cost of glass doors is \$30,194, but there will be a bid alternate as well.

Sales & Marketing Committee: Sales & Marketing Director Caity Gildart reported that the Committee met in January and discussed the new website. Berg and Gildart have received the first beta version of the new site and will be reviewing that internally, then with stakeholders and then with the Committee. The annual inter-island cruise is set for Friday, 3/15. The Inn on Peaks will be catering again this year. The Committee also discussed rate increases for cruises, and the consensus was to keep the rates flat for 2013. Overlock inquired about CBL's presence with the cruise ships, and Gildart noted that CBL had quite a few pre-bookings from a tour website that we are listed on.

Personnel Committee: President Flynn reported that the Personnel Committee met on 1/03, and the Board will be meeting in Executive Session during today's meeting.

Finance Committee: Finance Committee Chair Bill Overlock reported that the Committee met yesterday, and approved the six schedule change proposals that the Operations Committee has been working on. They also discussed the 'cost per boat' item, which Mavodones provided figures on. Discussions have begun for the FY2014 budget process, and we don't foresee major changes. Clark asked the reason for our extra fuel usage, which is due to more charters. Bonebakker asked how much the interest was in our LOC (line of credit) last year, which was between \$3,000 and \$4,000. Overlock noted that we anticipate our deficit to be wiped out soon, either at the end of this FY, or early next FY. Berg noted that we have an approved Fund Balance Policy that the Finance Committee will be reviewing. Doane emphasized that the six new schedule change proposals on today's agenda will not increase ticket prices, and that they are all on a trial basis. Overlock briefly talked about the noon boat proposal.
 - c. Staff Reports:

General Manager's Report: General Manager Hank Berg reported that for the FTA 5307 funding allocation through PACTS for FY2014, six months has been appropriated for the region at just under \$4 million starting in October. A split letter will be needed showing how the funds will be split between the seven area transportation providers, CBL will receive \$391,702 again as in FY2013, and the rest of the allocation is to be determined. The FTA 5337 funding, known as "State of Good Repair" is divided between NNEPRA and CBL, and \$191,964 has been allocated for the first six months. We will need a split letter to show how the funds will be allocated. The PACTS Transit Committee is also working on the Southern Maine Regional Transportation Initiative, which is looking at all the area transportation providers to see how efficiencies and customer service can be improved. The surrounding municipal leadership has taken interest in this project,

and there will be a meeting on Feb. 7th to discuss the initiative. Frank Peretti and Charles Burr attended last year's meeting. The idea is to create a working group including one person from each transit provider (GM or Director), and two people from the municipal leadership and work on an action plan. More to follow.

Operations Manager's Report: Operations Manager Nick Mavodones reported that the Bay Mist is in the shipyard having unanticipated steel work done due to a possible electrolysis issue. The cost is expected to impact the budget. The Machigonne II will be going to the shipyard next in the first part of March. Drydock expenses are expected to extend into the next FY. Peretti asked if this electrolysis problem might happen again, and Mavodones said the boats will be monitored.

(NOTE: Moreau left the meeting at 8:25 AM)

- d. Wharf and MDOT Reports: Mavodones reported that the Long Island work is almost done, and then GDI will have a piling redone, chock repairs and a slight redesign.
 - e. New Boat Update: Already reported on earlier.
5. Public Comment on items not on the agenda: Peggie Peretti asked who she can talk to about City Hall's investigation into how Portland can be better served by the City fire department. President Flynn said she can call the fire department.
6. Business:
- a. Act on the resolution to adopt FTA Certifications and Assurances for Federal FY 2013
Berg reported that this item needs to be postponed until the FTA releases the Certifications and Assurances forms yet. It was supposed to be done in October, but is delayed.
 - b. Act on resolution(s) authorizing the District's President and General Manager to apply, prepare, file, execute and approve draw down for grants
Peretti moved for the Board to authorize the District's President and General Manager to apply, prepare, file, execute and approve draw down for grants. Overlock seconded, and after discussion the vote was unanimous and the motion passed.
 - c. Act on the resolution authorizing the District's President, Treasurer and General Manager to open bank accounts, sign checks and perform other necessary banking and financial functions
Peretti moved for the Board to authorize the District's President, Treasurer and General Manager to open bank accounts, sign checks and perform other necessary banking and financial functions. Bonebakker seconded, and after discussion the vote was unanimous and the motion passed.
 - d. Consideration and action regarding the use of Port Security Grant Fund 2009 for the purchase of Automatic Identification Systems and Electronic Security keypad locks
Bonebakker moved for the Board to endorse the AIS and electronic keypad lock proposals as presented. Doane seconded, and after discussion the vote was unanimous and the motion passed.

NEXT ITEM TAKEN OUT OF ORDER:

7. Workshop:
- a. Board orientation provided by Harry Pringle: Harry Pringle distributed outlines to the Board members. His presentation included Powers and Duties, Individual Board Member Duties and Responsibilities, Conflicts of Interest, Liability of Board Members, and Freedom of Access Statute. Also reviewed the by-laws and enabling statute.
(NOTE: Donoghue left the meeting at 9:00 AM)
 - e. Executive Session
 - i. Discussion of General Manager's performance and objectives pursuant to 1 M.R.S.A. Section 405(6) (A)
Peretti moved to go into Executive Session, Doane seconded and the vote was unanimous. Doane moved to come out of Executive Session, Bonebakker seconded and the vote was unanimous. Doane moved to endorse the Personnel Committee's recommendation for the first compensation package as employment agreement. Bonebakker seconded, and after discussion the vote was 4 in favor (Bonebakker, Overlock, Flynn, Doane), 2 opposed (Peretti, Burr) and 2 abstentions (Clark, Robinson). Bonebakker moved to table the motion. Doane seconded, and after discussion the vote was 7 in favor and 1 abstention (Peretti) and the motion passed.
8. New Business: None
9. General Announcements:
- a. Scheduled meetings:
 1. Executive Committee: Thursday, February 7 at 7:45 AM
 2. Sales & Marketing Committee: Tuesday, February 12 at 7:45 AM
 3. Government Relations Committee: No meeting planned
 4. Pension Committee: No meeting planned
 5. Personnel Committee: No meeting planned
 6. Operations Committee: Thursday, February 21 at 7:45 AM

7. Finance Committee: Wednesday, February 27 at 7:45 AM
8. Board of Directors: Thursday, February 28 at 7:45 AM
- b. Correspondence: None
10. Adjournment: Bonebakker moved, Doane seconded and the vote was unanimous to adjourn at 9:30 AM.

Respectfully submitted by: _____
Dan Doane, Clerk

Charles Burr: _____
Assistant Clerk