

**CASCO BAY ISLAND TRANSIT DISTRICT
MINUTES OF THE MEETING OF
APRIL 24, 2014**

Directors Present: Bonebakker, Robinson, Clark, Moreau, Johnston, McKone, Crowley, Flynn, Doane, Donoghue, Overlock (phone)

Directors Absent: Twain Braden

Public Present: Jane Gerard, Peggie Peretti, Chris Hoppin, Suellen Roberts, Valerie Kelly

Staff Present: Berg, Mavodones, Horr, Sawtelle, Higham, Nixon, Tracy

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 January 23, 2014 and February 27, 2014 Board of Directors meeting: Doane requested to amend the January 23, 2014 minutes to reflect the wording of "the vote to nominate was unanimous" for clarification reasons. Peggie Peretti asked why the draft minutes aren't available for the public to see before the Board meetings. Flynn said the Executive Committee can look into the matter and report back. Clark stated that Howard Pedlikin tried to give a petition to the Board at the January meeting, but it wasn't taken by Flynn, even though Pedlikin's intent was clear. Discussion followed. After discussion, Bonebakker moved to table the January minutes, Johnston seconded and the vote was 8 in favor and 3 opposed (McKone, Clark, Overlock) and the motion passed. Bonebakker moved to approve the minutes of the February 27, 2014 meeting, Johnston seconded and the vote was unanimous to accept the minutes. Flynn noted that the March 27, 2014 meeting did not have a quorum, so there are no minutes to approve, only notes. He then asked for any comment on the notes. Bonebakker requested that he be noted as absent for that meeting.
3. Treasurer's Report: Finance Committee Chair Overlock noted that the FY2014 has ended, and asked Berg to report on good news about grants. Berg reported that \$900k of federal funding has gone through which will fund some of our preventative maintenance and capital projects. We need to replace our computer equipment as well as our accounting software and forklifts which are both past their end of life. Berg said that the federal fiscal year transit appropriation was recently released which is a formula based funding. PACTS decides how to split the funds and then is put on MDOT's Surface Transportation Improvement Plan and then we apply for a grant and FTA reviews and approves it. The 6 area transit agencies put together a 6-year, long term regional Capital Improvement Plan for all agencies. The current fiscal year includes \$3.2 million for Phase 2 of our terminal renovations. The State and City have both committed to providing half each of the local match. Phase 2 will go through the same process as Phase 1, with input from public and Board. The total amount of federal funding that CBL can expect to receive is \$4 million. Overlock then reviewed the March financials, noting that scheduled service revenue was down, most likely due to weather. There was a projected \$50k in revenue for the sale of the Island Romance, but that hasn't occurred yet. Total revenue is short by \$61k vs. budget, but is \$188,000 better than budget for YTD. For expenses, there were overages in personnel, an extra \$31k in drydock for the Maquoit II, additional inventory and computer expenses. Total of \$179k negative variation for the month, but we are \$137k better than budget for YTD.
4. General Information Reports:
 - a. President's Report: There was no President's report
 - b. Committee Reports:

Operations Committee: Operations Committee Chair Doane reported that there was no Operations Committee in March, but they will meet in May.

Sales & Marketing Committee: Sales & Marketing Chair Johnston reported that there was no regular meeting last month, but they will be meeting on May 13th. Berg noted that we sold 450 Groupon vouchers, and we also went live with the new text alert system for service announcements.

Government Relations Committee:
 - c. Staff Reports:

General Manager's Report: General Manager Berg reported that the staff is currently working on the FTA Triennial Review for 2014. It is an exhaustive review with 100 pages of questions and 130 documents submitted last Friday. The second submittal is in mid-May. The District employees will be attending customer service training tomorrow. Berg will be attending the PVA Congressional Fly-In conference in Washington DC next week, and will be meeting with Senator Collins, Congresswoman Pingree and possibly Senator King. Shucks Seafood will be moving in next door to us and will be meeting with the City to deal with traffic management. Clark asked to be made aware of any public meetings regarding the traffic issue. Gerard asked if we have hired anyone yet to manage the reduced fare Wednesdays. Mavodones said we are working on that. Johnston asked about Shuck's employee parking. Berg said there will be 3 or 4 parking spaces along the whale wall and 10 spaces on the other side in a secured area Shuck's won't be using our parking area. Clark suggested we inquire about having CBL employees park in the secured area as well. Mavodones said we will work with the City about the parking issue.

Operations Manager's Report: Operations Manager Mavodones reported that the Maquoit II is back from the shipyard a little later than expected, and is back in service.

- d. Wharf and MDOT Reports: There was no wharf report.
 - e. Projects update: Mavodones reported that the Terminal Renovation is moving along. Most of the concrete walls are up and glass doors have been installed. The completion date has been moved to June, but our goal is to get into the new space before Memorial Day. Then the interior work will begin in the existing ticket office and waiting area which will become the new Maintenance area, employee break room and new conference room. Gate 3 should be finished soon, as matching wood for the roof needs to be installed. Waterline work will be done in the waiting area next Monday, so the water will be shut off for approximately 3 hours. Doane suggested more announcements on directions to the gates to board the boats in order to avoid confusion. Clark asked about the missing walkway heading out to Gate 5 and expressed concern for the safety of pedestrians. Mavodones said a propane tank was needed there, but there will be another walkway made. Bonebakker inquired about the protocol for Directors' responses to customer questions. Berg said there is a hard copy and online report that customers can fill out.
5. Public Comment on items not on the agenda: Hoppin asked what's holding up the sale of the Island Romance. Flynn said this item is on today's agenda for a vote. Valerie Kelly asked about the process to manage Reduced Fare Wednesdays, and Jane Gerard asked who is tracking the numbers. Berg said our computer system tracked the numbers last year and will do so again this year.
6. Business:
- a. Consideration and action to adopt the FY 2015 Operating Budget & Capital Improvement Plan
Johnston moved that the Board approve the FY 2015 operating budget and Capital Improvement Plan as presented, and Doane seconded. After discussion, the vote was unanimous and the motion passed.
 - b. Executive Session
 - i. Discussion regarding the disposition of property in order to ensure the competitive and bargaining position of the District is not prejudiced pursuant to M.R.S.A Section 405 (6) (C)
Bonebakker moved to go into Executive Session, McKone seconded and the vote was unanimous.
Bonebakker moved to come out of Executive Session, McKone seconded and the vote was unanimous.
 - c. Consideration and action regarding the sale of the Island Romance
Bonebakker moved that the Board authorize the General Manager to take those steps necessary to sell the M/V Island Romance in accordance with the guidance given in Executive Session, and McKone seconded. Flynn asked for public comment. Peggie Peretti asked if there was an assessment done on the vessel for its value, any definite dates that we would need to have the vessel repaired by if we keep it, and was the vessel offered to Maine Maritime Academy? Berg said we had a broker come in and give his best assessment. The vessel would need to have drydock repairs done by the end of May in order to get a certificate. The vessel was offered to and declined by Maine Maritime Academy and Southern Maine Community College. Capt. John Tracy, who said he was speaking on behalf of the Maine Marine Association, presented the viewpoint to keep the Island Romance for at least one more summer season. After discussion, the vote was 7 in favor, 3 opposed (Flynn, Crowley, Robinson) and 1 abstain (Clark), and the motion passed.
 - d. Consideration and action regarding a change to the Pension Plan
Bonebakker moved that the Board adopt the Pension Plan change as follows: to allow participants who are current employees to take out one loan per the criteria on the attached page, and McKone seconded. After discussion, the vote was unanimous and the motion passed.
 - e. Consideration and action regarding a Board Offsite
Bonebakker moved that the Board authorize the General Manager to plan for a strategic planning and Board development retreat to take place after the November 2014 elections and not to exceed a budget of \$5,000, and Crowley seconded. After discussion, the vote was unanimous and the motion passed.
 - f. Executive Session
 - i. Consultation between CBITD and its attorney pursuant to 1 M.R.S.A Section 405 (6) (E) (if needed)
Doane moved to go into Executive Session, McKone seconded and the vote was unanimous.
Bonebakker moved to come out of Executive Session, Johnston seconded and the vote was unanimous.
- Jane Gerard requested that management respond to questions in a more timely manner.
- g. Executive Session - Postponed
 - ii. Discussion of General Manager's performance and objectives pursuant to 1 M.R.S.A. Section 405(6) (A) (If needed)

7. Workshop:

- a. None

8. New Business: None
9. General Announcements:
 - a. Scheduled meetings:
 1. Executive Committee: Thursday, May 1 at 7:45 AM
 2. Sales & Marketing Committee: Tuesday, May 13 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, May 15 at 7:45 AM
 7. Finance Committee: Wednesday, May 21 at 7:45 AM
 8. Board of Directors: Thursday, May 22 at 7:45 AM
 - b. Correspondence: None
10. Adjournment: Bonebakker moved, McKone seconded and the vote was unanimous to adjourn at 9:30 AM.

Respectfully submitted by: _____

Robin Clark, Clerk