

**CASCO BAY ISLAND TRANSIT DISTRICT
MINUTES OF THE BOARD OF DIRECTORS MEETING OF
NOVEMBER 20, 2014**

Directors Present: Braden, Bonebakker, Johnston, Flynn, Crowley, Donoghue, Doane, Robinson, McKone, Overlock and Moreau – via phone

Directors Absent: Clark

Public Present: P. Peretti, C. Burr, C. Hoppin, C. Miner, V. Kelley, M. Phyfe, J. Gerard

Staff Present: Berg, Mavodones, Horr, Sawtelle, Gildart, Higham

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 October 23, 2014 Board of Directors meeting: McKone moved to approve the minutes of the October 23, 2014 meeting, Johnston seconded and the vote was 10 in favor, and 1 abstain (Doane) and the motion passed.
3. Business:
 - a. Executive Session
 - i. Discussion of General Manager's performance and objectives pursuant to 1 M.R.S.A. Section 405(6) (A)
McKone moved to go into Executive Session, Bonebakker seconded and the vote was unanimous to go into Executive Session. Bonebakker moved to come out of Executive Session, McKone seconded and the vote was unanimous to come out of Executive Session. Doane moved to accept the General Manager's draft contract that was approved by the Personnel Committee and just reviewed by the Board, with some minor qualifications of verbiage. Bonebakker seconded, and after discussion the vote was unanimous and the motion passed.
 - b. Accept Clerk's certification of the election results
In the absence of Robin Clark, Board Clerk, Erno Bonebakker, Assistant Clerk, moved that the Board adopt the attached tabulation of the 2014 CBITD Director's Election, which comes directly from the Official Return of Votes certified by Clerk Clark. Johnston seconded and the vote was unanimous to certify the election results of November 4, 2014 for the CBITD Board of Directors. The results are:

Tabulation

2014 CBITD Director's Election

	Peaks Island	Great Diamond, Little Diamond, Cliff, & Absentee	Long Island	Chebeague Island	TOTALS
Director, Peaks Island 3 year seat					
Patrick Flynn	263	105	114	118	600
Sid Gerard	184	51	16	34	285

Director, Little Diamond Island 3 year seat					
Scott Johnston	241	114	128	161	644
Director, Great Diamond Island 3 year seat					
Roger Robinson	252	107	139	165	663
Director, Islands-at-Large 2 year seat					
Charles Burr	315	57	11	15	398
Mark Hall	99	35	7	26	167
Mac McKone	29	80	134	139	382

- c. Qualification of newly elected Directors (swearing in)
Erno Bonebakker, Assistant Clerk, administered the Oath of Office to the newly re-elected Directors Flynn, Johnston and Robinson, and newly elected Director Charles Burr (see attached Agenda Item 6b).
- d. Nomination of new Board officers
Flynn listed the recommendations of the Nominating Committee: President – Patrick Flynn, 1st Vice President – Scott Johnston, 2nd Vice President – Dan Doane, Treasurer – Bill Overlock, Clerk – Robin Clark, Assistant Clerk – Erno Bonebakker, and stated that each Director must choose either the Nominating Committee’s recommendations or enter a name for each office. After the vote by secret ballot, the result was 9 in favor to elect the slate as presented by the Nominating Committee, and one vote for Clark as President; Crowley as 1st Vice President; Braden as 2nd Vice President; Robinson as Treasurer; Doane as Clerk; and Burr as Assistant Clerk.
- e. Election and qualification of newly elected Board Officers (swearing in)
Erno Bonebakker, Assistant Clerk, administered the Oath of Office to the Board Officers who were present. Robin Clark, Clerk elect, will be sworn in at the next Board meeting.
- f. Act on the resolution to adopt FTA Certifications and Assurances for Federal FY 2015
Bonebakker moved that the Board adopt the resolution adopting the Federal Fiscal Year 2015 Certifications and Assurances for FTA Assistance for compliance with Federal Transit Administration rules and regulations as listed in Appendix A, attached hereto and authorize the General Manager to sign the Certifications and Assurances. Johnston seconded, and after discussion the vote was unanimous and the motion passed.
Motion: I move that the Board adopt the resolution adopting the Federal Fiscal Year 2015 Certifications and Assurances for FTA Assistance for compliance with Federal Transit Administration rules and regulations as listed in Appendix A, attached hereto and authorize the General Manager to sign the Certifications and Assurances

Resolved: To adopt all provisions required to satisfy all applicable Federal Transit Administration rules and regulations necessary to enable the District to sign and submit the *Federal FY 2015 Certifications and Assurances for FTA Assistance*, including but not limited to those listed in Appendix A attached thereto, and authorize the General Manager to sign the Certifications and Assurances for FY 2015 immediately, without waiting for preparation or approval of the Minutes of this meeting

g. Discussion on Board Offsite

Berg reported that earlier in the Fiscal Year, the Board approved a budget for an Offsite to focus on how the Board operates as a governing body, and to begin working on a strategic plan. RFP's were sent out, a Facilitator was chosen and now the Board must choose a date for either January or February. After the date is chosen, Berg suggests bringing in the Facilitator to meet with the Executive Committee to set an agenda, which will be brought to the Board in December.

(Note: Moreau, Donoghue and Crowley excused themselves from the meeting at 8:35 AM).

4. Workshop: None

5. New Board Business: None

6. Treasurer's Report: Treasurer Bill Overlock reported that October has been a very good month, with revenue favorable by \$93k. Passenger revenue was favorable by \$27k, vehicles by \$20k, freight by \$12k and tours, charters and catering were also favorable. Cumulative variation for FY to date is favorable by \$543k. Personnel expenses have been trending unfavorably, but this month shows \$59k favorable due to employee forfeiture of pension. Vessels were unfavorable by \$8k due to unbudgeted repairs, and timing of oil changes. Under Operations, \$17k unfavorable due to various factors, but total expenses for the month show \$29k favorable. For expenses FY to date, we are within \$9k of the projected and actual numbers. For grants, the month shows \$66 surplus, and a \$500k favorable variance between last FY to date and current FY to date.

7. General Information Reports:

a. Committee Reports:

Operations Committee: Operations Committee Chair Dan Doane reported that the Committee met on 11/13 and had public input regarding the smoking policy; discussion on child tickets to move cutoff age from 9 to 13 (lost FY revenue on child tickets was \$78k); discussion and feedback on 'reduced fare' Wednesdays; discussion on resuming vehicle transport on the 2nd deck of the Maquoit II, and this will be brought to the Board next month (Board took action previously regarding this item); discussion regarding proposal for groceries to be transported to Down Bay islands at the winter rate on a year round basis on Tuesdays only; discussion regarding a proposal to change the departure times on the inbound leg on the 7:45 AM Down Bay trip during Summer Sailing Schedule, discussion regarding a proposal to change the sequence of stops on the 5:45 PM Down Bay trip and the 5:45 PM Diamond Island trip during the Summer Sailing Schedule; e-ticketing – Gateway will be onsite in January 2015; discussion on public clocks for the new Terminal – meeting with the clock vendor tomorrow.

Sales & Marketing Committee: Sales & Marketing Chair Scott Johnston reported that sales are up 18.6%, tours, charters and catering up. Increased hits on website; Groupon for Bailey Island brought in good revenue. Discussions also included Terminal and vessel vending machines, and next year's Annual Inter-Island Cruise.

Government Relations Committee: None

b. Staff Reports:

General Manager's Report: General Manager Hank Berg reported the District hosted an employee appreciation/thank you party at Easy Day Bowl in South Portland. Each employee was given a Sea Bag, and a group and fleet photo. The District is trying to be more environmentally friendly and has started using Bio diesel with an 80/20 mix. The employee health insurance has increased by 18%. Our renewal is in December, so we won't have to go to the Affordable Care Act until next year. For Terminal Renovation Phase 2, the grant money is currently going through the approval process, and then we will formally apply through FTA for a grant. We have to wait for approval before drawing down on funds.

Operations Manager's Report: Operations Manager Nick Mavodones reported that the transfer bridge apron will be replaced on Peaks Island on 12/3 and the Lionel Plante barge will be used on a limited basis for vehicle service. We are advertising for Bay Mist shipyard services in December timeframe; the Machigonne II will be in the shipyard from late February to early April, and the Aucocisco III will go in late April to early May (FY 2016).

Operations Managers Report: None

c. Wharf and MDOT Reports: None

d. Projects update: None

8. General Announcements

a. Establish next meeting dates:

- i. Executive Committee: Thursday, December 4 at 7:45 AM
 - ii. Sales & Marketing Committee: No meeting planned
 - iii. Government Relations Committee: No meeting planned
 - iv. Pension Committee: No meeting planned
 - v. Personnel Committee: No meeting planned
 - vi. Operations Committee: TBD
 - vii. Finance Committee: No meeting planned
 - viii. Board of Directors: Thursday, December 18 at 7:45 AM
- b. Correspondence
9. Public Comment: Mac McKone commented that CBL needs more public members on the committees. Cheryl Miner from the Peaks Island Council distributed information to the Board members. Burr commented that there is a problem with the sliding doors in the Terminal and a concern with the floors getting wet during rain/snow, and not draining properly. Burr also questioned if there were warranties. Berg replied that we are working on a punch list of items and those concerns will be addressed, and we do have warranties. Burr also requested a copy of the Handbook for the Directors, and Berg replied that he will get one to him. Burr then commented that the commuter and senior tickets are perforated and some customers are ripping them to get twice as many rides as they paid for. Berg said he was unaware of this problem, and it will be looked into. Chris Hoppin requested status on e-ticketing. Berg said that we are planning to start with selling cruise tickets online first, and see how that goes. Peggie Peretti requested that President Flynn report on any “unfinished business” in the President’s Report part of the agenda. Jane Gerard requested that an educational/fact sheet be made available to all islanders.
10. Adjournment: Johnston motioned, Doane seconded and the vote was unanimous to adjourn at 9:25 AM.

Respectfully submitted by: _____
Robin Clark, Clerk