

CASCO BAY ISLAND TRANSIT DISTRICT
MINUTES OF THE BOARD OF DIRECTORS MEETING OF
June 22, 2023
 In Person/Video Conference/Phone

Attendance

Webex In Person Phone Absent

Directors:

Crowley (Pres)		X		
Wentworth (1 st VP)		X		
Donovan (2 nd VP)		X		
Hoffman (Treasurer)		X		
Luedke (Clerk)	X			
Cohen (Ast. Clk)		X		
Anderson		X		
Lavanture		X		
Murray		X		
Pizey		X		
Radis		X		

Staff:

Berg		X		
C. Gildart		X		
Mavodones		X		
Pottle		X		
Bowie		X		
Mills			X	

Public:

L. Heineman	X			
P. Flynn	X			
F. Sommer	X	Late and left early		

Guests:

Ron Smith	X	RHR Smith	Left at 8:11	
Kyle Cole	RHR Smith	X	Left at 8:11	



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1. Call to Order:

- a. *The Board meeting was called to order at 7:45 AM by President Crowley*
- b. *It was noted that the meeting was being recorded (audio was muted for the first couple of minutes)*
- c. *President Crowley asked Berg to do a roll call of who was attending the meeting, which he did.*

2. Approval of the May 25, 2023 meeting minutes

- a. *Anderson moved to approve the May 25 2023, meeting minutes as presented; Wentworth seconded.*
- b. *President Crowley opened the floor to the public. There were no comments.*
- c. *President Crowley opened the floor to Directors*
 - i. *Lavanture didn't think the minutes needed to include individual comments during the straw poll in section 4.A.13 and suggested it be more appropriate to include a general note that all were in support of long term solutions for passenger and vehicle congestion. Discussion followed and there was consensus to incorporate that change in the minutes which Berg said he will do.*
- d. *President Crowley called for a roll call vote for the motion as presented with the suggested change*
- e. *Berg did a roll call vote. The motion passed unanimously (11-0)*

3. Business

a. Discussion and acknowledgement of receipt of the FY2022 Annual Independent Draft Financial Audit Report for year ended 09/30/22

- i. *Berg introduced Ron Smith (Principal) and Kyle Cole (lead auditor for CBITD for the 2022 audit) from the auditing firm RHR Smith.*
- ii. *Hoffman gave an introduction, recommended for everyone to look at the Management letter and asked Smith to give a highlight of the audit*
- iii. *Smith thanked the CBITD team for their efforts in this transitional year.*
- iv. *Smith explained that they do three audits:*
 1. *Financial statement audit*
 2. *Federal compliance audit*
 3. *State compliance audit*
- v. *Audit highlights:*
 1. *CBITD received the highest unmodified opinion.*
 2. *There were no disagreements with management*
 3. *There was one finding which was a recommendation to add some language to the procurement policy which has already been done. The good news is there were no issues discovered during the testing of procurements.*
 4. *In terms of the financial position, this year ended more favorably than last year.*
 5. *CBITD is regulated which leads the way to the use of a variety of federal and state grants. CBITD is grant dependent as is any other organization of a similar nature*
 6. *Believes there should be a review of increasing the fares. Has shared this with the Board for several years.. There has been a significant investment in the infrastructure of the District which is tremendous. Emergency relief funds will be going away and probably should make some adjustments in anticipation of that.*
 7. *At the Finance Committee meeting there was a lot of discussion about internal controls including process and methodology. There were two comments in the management letter:*
 - a. *There was a struggle with the implementation of the new ticketing/freight system and the integration with the financial software (Tyler's Munis system). As a result the financial reporting was delayed to the Board. That was a concern and they added additional tests to get to a comfort level.*
 - b. *There was also a comment/suggestion on how to improve the signing off of federal funds and paying of bills. This area will probably become more of a focus by the feds in the future because of the use of emergency funds.*
 8. *This was a transitional year for the District with the changing of Finance Directors.*



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- vi. *Berg shared that Smith has been an advocate over the years of instituting small annual fare increases before there is a need for a large increase.*
- vii. *Berg also asked Smith to confirm that he was referring to the emergency funds going away and not the annual recurring FTA formula funds. Smith agreed that he was referring to the emergency funds only. He doesn't see the recurring grants going away.*
- viii. *President Crowley opened the floor for public comments.*
 - 1. *There were no comments*
- ix. *President Crowley opened the floor to Board comments:*
 - 1. *Cohen shared her concern about looking at fare increases before looking at operational efficiencies.*
 - 2. *Hoffman shared that fare increases are very much a financial consideration as well as a political consideration. Have a financial goal this year to present to the Board multiple options to reduce the operational deficit including expense reductions and revenue increases. This could include different options for customer ticket purchasing patterns..*
 - 3. *Donovan noted that Smith made multiple comments about the need for fare increases. Also talked about RocketRez and staffing issues. These do not show up in the management letter. Smith said they can't say to hire someone but they can point out areas of improvement which may support the hiring of additional accounting staff. Donovan said stronger wording about this in the management letter could support future Board initiatives with recommendations from an independent outside auditing firm. Smith said they can work on separate letter to accomplish this.*
 - 4. *Hoffman shared that the additional work with the multiple financial models and the trends analysis has put quite a burden on Laurie and it has been her recommendation that CBITD should hire someone with FPA (Financial Planning and Analysis) skills to do modeling to look at all this to help with recommendations for the Finance committee and Board.*
 - 5. *Wentworth asked when the last time fares were increased. Berg answered that other than an increase to islands for the addition of a specific service the last general fare increase was probably 14 years ago.*
 - 6. *Anderson made a motion to acknowledge the receipt of the FY2022 annual independent audit from RHR Smith. Donovan seconded.*
 - 7. *President Crowley asked Berg to take a roll call vote, which he did.*
 - a. *The motion passed unanimously (11-0)*

b. Consideration and action regarding a process for naming the new Peaks Island vessel

- i. *President Crowley asked Berg to open the discussion.*
- ii. *Berg shared his opinion that this is larger than the naming of one vessel. Since this is the start of replacing aging vessels in the fleet it is an opportunity to set guidelines for how new vessels be named in the future and perhaps change the past practice of what vessels were named after.*
- iii. *Donovan said there was a discussion about getting name suggestions from the island school children like was done for the Wabanaki. He asked if this was done, would it be from all the island schools or just Peaks for this particular vessel. Wentworth thought it should include all islands.*
- iv. *President Crowley opened the floor to the public for comments on the naming process.*
 - 1. *There were no comments.*
- v. *President Crowley opened the floor back up to the Board for comments on the naming process.*
 - 1. *Wentworth thought it was a great idea to go to the islands schools again but the Board should give them some guidance*
 - 2. *Hoffman was in favor of hearing suggestions from the school children and it always up to Board to accept or reject any suggestion.*
 - 3. *Wentworth thought it would also foster involvement from the community.*



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4. *Cohen agreed it should be the children who suggest names. She has heard multiple times about naming without any land acknowledgment, civil rights and equality.*
5. *Berg shared that a name is needed to process Coast Guard paperwork for the new vessel. Need a name by the end of September and suggested a sub-committee be created to help expediate the process,*
6. *Wentworth was in favor of creating a sub-committee to reach out to the schools.*
7. *Murphy suggested posting a request for names on the website. The City did something similar to name a street sweeper.*
8. *Crowley thought both should be done (reaching out to island schools and posting on the website)*
9. *It was decide to create a new vessel naming subcommittee to include Wentworth and Cohen.*
10. *Hoffman made a motion to create a subcommittee to solicit suggestions for a name of the new vessel. The subcommittee will consist of Wentworth and Cohen. Donovan seconded.*
11. *President Crowley opened the floor back up to the public*
 - a. *There were no comments*
12. *President Crowley asked Berg to take a roll call vote, which he did.*
 - a. *The motion passed unanimously (11-0)*

4. Workshops

A. Discussion regarding the annual CBITD Director election process

- i. *President Crowley asked Berg to introduce the topic*
- ii. *Berg shared the following*
 1. *Election day is November 7, 2023*
 2. *Elections will be held for the following officers:*
 - *One Director, representing Peaks Island*
 - *One Director, representing Little Diamond Island*
 - *One Director, representing Great Diamond Island*
 3. *Papers will be available to be taken out in early July, 2023.*
 4. *Communication will follow with more specifics*

B. Discussion regarding FY2023 goals

- i. *Hoffman suggested discussing the goals that were agreed to by the personnel committee in an executive session. She has printed copies to hand out.*
- ii. *Hoffman stated that since it will be a discussion about the General Manager's performance it should be an Executive session.*
- iii. *Donovan asked for clarification if the goals to be discussed are General Manager goals or Board goals. Hoffman replied that it was the General Manager goals.*
- iv. *Berg suggested that if the Board is going into Executive session that it be moved to the end of the agenda. President Crowley agreed.*

5. General Information Reports

A. Financial Report

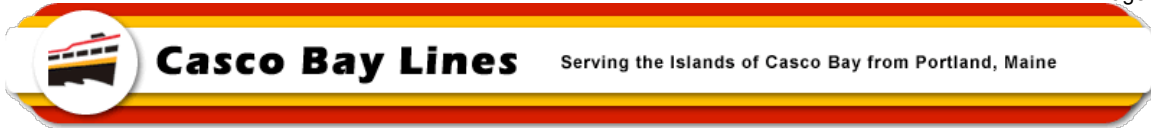
- a) *Included in the Board Packet.*

B. Committee Reports

- a) *Hoffman stated there will be Finance Committee meetings on July 19 and Aug 2.*

C. Staff Reports

- a) *Included in Board Packet*



6. General Announcements

- A. Establish next meeting dates: (all meetings at 7:45 AM unless indicated otherwise)
- a. Executive Committee: Thursday, July 6, 2023
 - b. Finance Committee: **Hoffman updated date:** Wednesday, July 19, 2023
 - c. Board of Directors: **Crowley updated date:** Thursday July 27, 2023
 - d. Operations Committee: TBD
 - e. Personnel Committee: No meeting planned
 - f. Sales & Marketing Committee: No meeting planned
 - g. Government Relations Committee: No meeting planned
 - h. Pension Committee: No meeting planned

7. Public Comment

- A. President Crowley opened the floor for public comments on items not on the agenda
- a) *There were no comments*

8. Directors Comment

- A. President Crowley opened the floor for Director comments on items not on the agenda
- a) *Donovan suggested a proclamation congratulating the Town of Long Island for its 30th anniversary.*
 - b) *Cohen asked that information about the new vessel be posted. Berg shared that there was information on the website and if it hasn't been already it is in the process of being updated*
 - c) *Cohen asked why there were sink holes by gate 4 given the new renovation. Wentworth shared that there was information about it in the written staff report.*
 - d) *Hoffman suggested that the Board take up the Long Island proclamation be taken up at this meeting and she moved that the Board issue a proclamation congratulating Long Island on its success and 30 year anniversary. Wentworth seconded.*
 - e) *President Crowley asked Berg to take a roll call vote, which he did.*
 - a. *The motion passed unanimously (11-0)*

9. Executive Session (added agenda item)

- A. *Lavanture made a motion to go into executive session to discuss the General Manager's 2023 goals pursuant to 1 M.R.S.A. Section 405(6) (A); Hoffman seconded.*
- B. *President Crowley asked Berg to do a roll call vote, which he did.*
 - a)
 - b) *The motion passed unanimously (11-0)*
- C. *Public attendees left the meeting, the virtual meeting was locked down and the recording stopped.*
- D. *Staff left the meeting*
- E. *The Board came out of Executive session at 9:51AM*

10. Adjournment

- A. *Murray moved to adjourn the meeting; Donovan seconded.*
- B. *The motion passed unanimously (11-0)*

Respectfully submitted by: James M. Luedke
James M. Luedke (Oct 9, 2023 13:30 EDT)
James Luedke, Clerk