

**CASCO BAY ISLAND TRANSIT DISTRICT  
MINUTES OF THE BOARD OF DIRECTORS MEETING OF  
January 27, 2022  
Video/Phone in only due to COVID-19**

Directors on Conference: Anderson, Braden, Cohen, Crowley, Donovan, Higgins (late), Hoffman, Luedke, Murray, Pizey, Radis (late), Wentworth

Directors absent:

Staff on Conference: Greven, Berg, Pottle, Mavodones, C. Gildart

Public on Conference: F. Somers, L. Heineman, J. James

Guest: M. Hewey

**1. Call to Order:**

- A. *The Board meeting was called to order at 8:00 AM by President Braden*
- B. *It was noted that the meeting was being recorded*
- C. *President Braden asked Berg to do a roll call of who was attending the meeting, which he did.*

**2. Approve the minutes of December 16, 2021 and January 13, 2022 Board of Directors meeting**

- A. *President Braden asked if there was a motion to approve the December 16, 2021 minutes.*
- B. *Wentworth moved to approve the minutes; Luedke seconded.*
- C. *President Braden opened the floor for Board comments and there were none.*
- D. *President Braden called for a roll call vote.*
- E. *Berg did a roll call vote. The motion passed unanimously (10-0 Radis and Higgins had not joined yet)*
- F. *President Braden asked if there was a motion to approve the January 13, 2022 minutes.*
- G. *Wentworth moved to approve the minutes; Crowley seconded.*
- H. *President Braden opened the floor for Board comments and there were none.*
- I. *President Braden called for a roll call vote.*
- J. *Berg did a roll call vote. The motion passed unanimously (10-0; Radis and Higgins had not joined yet)*

**3. Business**

- A. Consideration and action regarding the Delegation of Authority to the Board President and General Manager
  1. *Berg gave an overview*
  2. *President Braden shared his thoughts and asked if there was a motion*
  3. *Wentworth made a motion to delegate authority as presented in Board packet; Anderson seconded*
  4. *President Braden opened the floor for Public comments*
    - *There were no public comments*
  5. *President Braden opened the floor for Board comments*
    - *Hoffman asked clarifying questions*
    - *Anderson spoke in favor*
    - *Donovan spoke in favor*
    - *Cohen asked clarifying questions*
  6. *President Braden called for a roll call vote.*
  7. *Berg did a roll call vote. The motion passed (10-1; Radis had not joined the meeting yet; Luedke voted against)*
- B. Consideration and action to adopt 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
  1. *Berg gave an overview*
  2. *President Braden asked if there was a motion*
  3. *Crowley made a motion as presented in Board packet; Wentworth seconded*
  4. *President Braden opened the floor for Public comments*
    - *There were no public comments*
  5. *President Braden opened the floor for Board comments*
    - *Luedke asked clarifying questions*
  6. *President Braden called for a roll call vote.*

7. *Berg did a roll call vote. The motion passed (11-0; Radis had not joined the meeting yet)*
- C. Consideration and action to adopt the resolution authorizing the District’s President and General Manager to apply, prepare, file, execute and approve draw down for grants
1. *Berg gave an overview*
  2. *President Braden asked if there was a motion*
  3. *Wentworth made a motion as presented in Board packet; Crowley seconded*
  4. *President Braden opened the floor for Public comments*
    - *There were no public comments*
  5. *President Braden opened the floor for Board comments*
    - *Cohen sked clarifying questions*
    - *Anderson asked clarifying questions*
    - *Hoffman made a motion for an amendment to add the following to the motion: “in accordance with CBITD’s Board of Director’s approved operating and capital plan”; Cohen seconded*
      - i. *President Braden opened the floor for Public comments on the amendment*
        1. *There were no public comments*
      - ii. *President Braden opened the floor for Board comments on the amendment*
        1. *Cohen spoke in favor*
        2. *Luedke spoke against*
        3. *Crowley spoke in favor*
        4. *Donovan shared his concern about the amendment but spoke in favor*
        5. *Greven asked about materiality; Hoffman suggested 5% over budget*
        6. *Berg spoke about the loss of agility and quick decision making*
        7. *Wentworth was concerned about the amendment*
        8. *Greven brought up the example of dry docks and how they often have expensive change orders that need to be resolved quickly*
        9. *Discussion followed about the concern of losing the agility that has in the past been successful in getting funding and solving problems*
        10. *Hoffman shared that she believes this forces staff to budget better with a better contingency built into the budget*
        11. *Hoffman offered to withdraw her amendment and replace it with “in accordance with CBITD’s Board of Director’s approved capital plan. Any material deviation will require Board approval.”*
        12. *Luedke stated that he doesn’t want to stand in the way of people who are getting the job done and he continues to be against the motion. He could support another amendment with different wording but not sure what that would be yet.*
        13. *After discussion Hoffman withdrew her motion to amend; Cohen agreed*
  6. *It was agreed to table to postpone action on the original motion until the February Board meeting*
- D. Adoption of Federal Transit Administration's (FTA) FFY2022 Certifications and Assurances (TBD)
1. *The FTA Certifications and Assurances had not been released yet so this item was not taken up*
- E. Executive Session
1. Discussion of General Manager’s evaluation pursuant to 1 M.R.S.A. Section 405(6) (A)
    - *The Executive session was moved out of order to the end of the meeting but later moved to the February Board meeting due to time constraints*

**4. Workshops**

A. FOAA (Freedom of Access Act) and Board Orientation training with Melissa Hewey

1. *Melissa Hewey, attorney with Drummond Woodsum, was introduced and gave training on the Freedom of Access Act and CBITD's Board of Directors Code of Conduct*
2. *Crowley asked a clarifying question*
3. *Hoffman asked clarifying questions*
4. *Discussion followed about CBITD Board communications*

**5. General Information Reports** *(There were no reports due to time constraint)*

- A. **Financial Report**
- B. **Committee Reports**
- C. **Staff Reports**

**6. General Announcements**

A. Establish next meeting dates: (all meetings at 8:00 AM unless indicated otherwise)

1. Executive Committee: Thursday, February 3
2. Operations Committee: Thursday, February 17
3. Finance Committee: Tuesday, February 22
4. Board of Directors: Thursday, February 24
5. Sales & Marketing Committee: No meeting planned
6. Personnel Committee: No meeting planned
7. Government Relations Committee: No meeting planned
8. Pension Committee: No meeting planned

**7. Public Comment**

A. *There were no public comments due to time constraints*

**8. Adjournment**

- A. *Wentworth moved to adjourn the meeting; Crowley seconded.*
- B. *The motion passed unanimously (12-0) and the meeting was adjourned*

*James M. Luedke*

Respectfully submitted by: [James M. Luedke \(Mar 15, 2022 08:27 PDT\)](#)

James Luedke, Clerk