

**CASCO BAY ISLAND TRANSIT DISTRICT**  
**MINUTES OF THE BOARD OF DIRECTORS MEETING OF**  
**July 23, 2020**  
**Video/Phone in only due to COVID-19**

Directors on Conference: Higgins, Doane, Clark, Crowley, Johnston, Luedke, Braden, Wentworth, Cohen, Overlock, Flynn  
Directors Absent: Murray  
Public on Conference: L. Heinemann, J. Hoffman  
Staff on Conference: Berg, Greven, Pottle, Mavodones, C. Gildart, Bishop

1. Call to Order:
  - *The Board meeting was called to order at 7:48 AM by President Flynn and he noted that the meeting was being recorded.*
  - *President Flynn asked Berg to share who was attending the meeting with everybody which he did.*
2. Workshop (taken out of order)
  - *President Flynn stated the workshop will be taken out of order due to Melissa Hewey's (CBL's attorney) need to leave at 8 and asked Berg to provide an introduction*
  - *Berg said the purpose of this workshop was for Melissa to provide a summary to the Board of what she reviewed with the Executive Committee the previous week about face coverings and social distancing requirements for CBL. Berg turned it over to Hewey.*
  - *Hewey stated she was going to go over what the law of Maine requires of CBL.*
  - *There are three separate areas:*
    - *Education: Should wear a mask, should social distance*
    - *Instruction: Put your mask on, step back*
    - *Enforcement: putting someone aside or removing them for not complying*
  - *First Executive Order the Governor issued was on April 29*
    - *Individuals must wear cloth face coverings where physical distancing is not possible*
    - *It was an order that was directed at individuals; it was their responsibility. There was no requirement for establishments like CBL to do anything*
  - *May 31 Executive order*
    - *Required education. Establishments were required to post signs.*
    - *Establishments could deny entry to people not wearing a face covering (with exceptions)*
  - *July 8 Executive Order*
    - *Expanded definition of face coverings*
    - *Certain establishments to enforce mask wearing, which did not apply to CBL*
  - *Where we are in terms of the law:*
    - *CBL is required to educate people (should wear a mask)*
    - *There is no requirement for instruction or enforcement*
  - *In addition to education Hewey recommends that instruction is a good idea. Remind people to wear face coverings or maintain social distancing. To accomplish this CBL has instituted an Ambassador program to remind people.*
  - *The floor was opened for Directors to ask questions.*
  - *Cohen asked if the number of people could be limited in the terminal*
  - *Hewey answered that since CBL is a common carrier and a public entity it is difficult to bar people unless it gets to be an unmanageable crowd. The appropriate solution is to remind people to wear masks and social distance.*
3. Approve the minutes of the June 25, 2020 Board of Directors meeting
  - *President Flynn asked if there was a motion to approve the minutes*
  - *Doane moved to approve the minutes, Wentworth seconded.*
  - *President Flynn opened the floor for comments and there were none*
  - *Berg did a roll call vote. The motion passed unanimously (11-0)*

4. Business

a. Consideration and action regarding the Delegation of Authority to the Board President and General Manager

- i. *Berg noted this is for the Board to consider extending the delegation of authority to the President and General Manager until the next Board meeting. If it is passed the Special Executive Committee meetings will continue weekly on Thursdays at 7:45AM. Berg explained that if the motion is made and passed the delegation of authority will expire at the next Board meeting.*
- ii. *President Flynn asked if there was a motion to approve*
- iii. *Doane moved to approve as presented, Crowley seconded.*
- iv. *President Flynn opened the floor to the public for comments and there were none.*
- v. *President Flynn opened the floor to the Board for comments. Braden spoke in favor. Luedke asked if the Executive Committee was in favor. Berg polled the Executive Committee and all were. Cohen shared her thoughts. Wentworth spoke in favor.*
- vi. *President Flynn asked for a vote.*
- vii. *Berg did a roll call vote. The motion passed (10-0; Cohen had technical difficulties and was unable to vote)*

b. Consideration and action regarding a CBITD Board of Directors Code of Conduct

- i. *Braden was sponsor and Wentworth was co-sponsor. Braden provided an introduction of the Code of Conduct. Wentworth shared her thoughts*
- ii. *President Flynn asked if there was a motion to approve*
- iii. *Braden moved to approve as presented, Crowley seconded.*
- iv. *President Flynn opened the floor to the public for comments. Hoffman shared her thoughts*
- v. *President Flynn opened the floor to the Board for comments. Johnston shared his thoughts and asked how the code might be implemented. Braden suggested that a Director can share his/her concern that another Director may not be following the code. If it persists the Executive Committee or President could call for a vote to censure that Director. Clark shared her concern about process if employee approaches a Director. Berg reminded everyone that there is a process in place and Melissa addressed during her annual Board briefing. Crowley spoke in favor. Luedke had concern with item 10 and the broad use of the word "criticize". Braden explained the reason for item 10. There was still concern about the wording of item 10.*
- vi. *Braden made a motion to amend the motion on the table to eliminate item 10 and work with Melissa to recommend a rewording of item 10 at the next Board meeting. Luedke seconded.*
- vii. *President Flynn opened the floor to the Board for comments on the proposed amendment. Cohen shared her thoughts, Clark shared her thoughts. Luedke shared his thoughts. Cohen shared additional thoughts.*
- viii. *President Flynn asked for a vote on the proposed amendment.*
- ix. *Berg did a roll call vote. The motion passed (10-1, Clark voted against)*
- x. *President Flynn asked for a vote on the amended motion*
- xi. *President Flynn gave the floor to Hoffman who shared her thoughts*
- xii. *Berg did a roll call vote. The motion passed (9-2, Clark & Cohen voted against)*

5. Treasurer's Report

a. May 2020 and preliminary Financials review

- i. *Treasurer Overlock gave a summary of the May financials and the preliminary June numbers.*

6. General Information Reports

- a. *Staff Reports – Berg gave an update on the FFY2020 Ferry Boat Discretionary Grant, CBL's Ambassador Program, the new terminal annunciator and ridership numbers.*
- b. *Projects update – Pottle gave an update of the Terminal Renovation, new Peaks vessel, PM software, Peaks Transfer Bridge and Portland's Peaks Island Study.*
- c. *Clark asked about the CARES Act and Berg explained. Hoffman shared her thoughts, Cohen shared her thoughts, Johnston shared his thoughts, Wentworth shared her thoughts, Luedke shared his thoughts, Doane shared his thoughts.*
- d. *Committee Reports - There were no committee meetings in July*
- e. *Wharf and MDOT Reports - There were no reports*

7. General Announcements

- a. Establish next meeting dates:
  - i. Executive Committee: Thursday, August 6 at 7:45 AM
  - ii. Operations Committee: Wednesday, August 19 at 7:45 AM (TBD)
  - iii. Board of Directors: Thursday, August 27 at 7:45 AM (TBD)
  - iv. Finance Committee: No meeting planned
  - v. Sales & Marketing Committee: No meeting planned
  - vi. Personnel Committee: No meeting planned
  - vii. Government Relations Committee: No meeting planned
  - viii. Pension Committee: No meeting planned

8. Public Comment – *Public comments were made earlier*

9. Adjournment

- a. *Doane moved to adjourn the meeting, Cohen seconded.*
- b. *Berg asked for a roll call for the motion to adjourn. The motion passed unanimously (11-0) and the meeting was adjourned*

Respectfully submitted by:  
Robin Clark, Clerk

  
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