

CASCO BAY ISLAND TRANSIT DISTRICT
MINUTES OF THE BOARD OF DIRECTORS MEETING OF
June 25, 2020
Video/Phone in only due to COVID-19

Directors on Conference: Higgins, Doane, Clark, Crowley, Johnston, Luedke, Braden, Murray, Wentworth, Cohen, Overlock, Flynn

Directors Absent:

Public on Conference: L. Penalver, C. Chess, L. Heinermann, J. Hoffman, J. James, R. Schaffer, D. Lavanture, C. Radis, D. Vinograd, C. Van Grundy, K. Norton, N. Hoffman, A. Doukas

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

1. Call to Order:
 - *The Board meeting was called to order at 7:50 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. Approve the minutes of the May 28, 2020 Board of Directors meeting
 - *President Flynn asked if there was a motion to approve the minutes*
 - *Doane moved to approve the minutes, Luedke seconded.*
 - *President Flynn opened the floor for comments and there were none*
 - *Berg did a roll call vote. The motion passed unanimously (12-0)*
3. Business
 - a. Acceptance of the FY2019 Annual Independent Financial Audit Report for year ended 09/30/19
 - i. *Berg noted this is a required annual item done by an independent Accountant firm and that this year RHR Smith & Co. was hired to do it. There were no deficiencies found and it was reviewed by the Finance Committee yesterday. The Finance Committee voted to recommend that the Board accept the audit as presented.*
 - ii. *President Flynn asked if there was a motion to accept the audit*
 - iii. *Doane moved to approve the audit as presented, Braden 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 and there were none*
 - vi. *Berg did a roll call vote. The motion passed unanimously (12-0)*
 - b. 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. *Braden moved to approve as presented, Luedke seconded. (Motion attached)*
 - 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. Cohen spoke against. Braden and Luedke spoke in favor.*
 - vi. *Berg did a roll call vote. The motion passed (11-1 Cohen voted against)*

4. Unfinished Business
 - a. Consideration and action to proceed with detail design for new Peaks vessel
 - i. Berg explained that this is a motion that was made, seconded and postponed at the May 2020 meeting.
 - ii. As part of the postponement staff was asked to develop a summary of a comparison a new vessel with the same capacity as the Machigonne (399/12) and the proposed new vessel (599/15). EBDG developed a memo for this that was shared with the Board the previous Friday. Berg asked Pottle to summarize the memo which he did.
 - iii. President Flynn noted that even though there was public comment at the May meeting he wanted to open the floor to the public for comments again
 1. Penalver spoke against
 2. Chess spoke against
 3. Vinograd spoke in favor of delaying the vote
 4. N. Hoffman spoke against the larger vessel and in favor of delaying the vote
 5. President Flynn closed public comments
 6. Mavodones explained about existing USCG crewing requirements
 7. Berg explained about the funding
 8. President Flynn reopened public comments when it was reported two people had difficulty “raising their hand”
 9. J. Hoffman spoke against
 10. C. Radis spoke against
 11. Greven explained the results of a 30 year proforma that was done with a “COVID-19” economic shock included
 - iv. President Flynn opened the floor to the Board for comments.
 1. Braden spoke against
 2. Higgins spoke in favor
 3. Doane spoke in favor
 4. Clark spoke against
 5. Crowley spoke against
 6. Johnston spoke in favor
 7. Ludke spoke in favor of a delay
 8. Murray spoke in favor
 9. Wentworth shared some of her thoughts
 10. Cohen spoke against
 11. Overlock spoke in favor
 - v. Ludeke made a motion to delay the vote until August and Cohen seconded it
 - vi. Berg did a roll call vote. The motion failed (9-3; Higgins, Luedke & Murray voted in favor)
 - vii. Berg explained the original motion of proceeding to detail design of the new vessel as presented at the May meeting was back on the table
 - viii. Berg did a roll call vote. The motion passed (7-5 Clark, Crowley, Braden, Wentworth and Cohen voted against)
5. Workshop – There was no workshop
6. Treasurer’s Report
 - a. April 2020 Financials review
 - i. Treasurer Overlock asked Greven to review the April financials which he did.
 - ii. Cohen shared her thoughts about several topics
7. Adjournment (taken out of order)
 - a. Johnston moved to adjourn the meeting around 9:44, Murray seconded.
 - b. Clark requested the floor because she asked before the motion was made to adjourn and was not heard. President Flynn opened the floor to Clark who shared thoughts about the role of Directors.
 - c. President Flynn asked for a vote on the motion on the table
 - d. Berg asked for a roll call for the motion to adjourn. The motion passed unanimously (12-0) and the meeting was adjourned
8. General Information Reports
 - a. Staff Reports - There were no reports
 - b. Projects update - There were no updates

- c. Committee Reports - *There were no reports*
- d. Wharf and MDOT Reports - *There were no reports*
- 9. General Announcements
 - a. Establish next meeting dates:
 - i. Executive Committee: Thursday, July 2 at 7:45 AM
 - ii. Operations Committee: Wednesday, July 16 at 7:45 AM (TBD)
 - iii. Board of Directors: Thursday, July 23 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
- 10. Public Comment - *There were no comments*

Respectfully submitted by: _____
Robin Clark, Clerk

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