

**CASCO BAY ISLAND TRANSIT DISTRICT
MINUTES OF THE BOARD OF DIRECTORS MEETING OF
DECEMBER 21, 2017**

Directors Present: Murray, Burr, Clark, Doane, Overlock, Flynn, Johnston, Braden, Hayes

Directors Absent: Crowley, Robinson, Pellerin

Public Present: None

Staff Present: Berg, Mavodones, Greven, Gildart, Pottle, Higham

1. Call to Order: The Board meeting was called to order at 7:45 AM, and he noted that the meeting was being recorded.
2. Approve the minutes of the November 16, 2017 Board of Directors meeting: Braden moved to approve the minutes of the November 16, 2017 meeting, Doane seconded and the vote was unanimous and the motion passed.
3. Business:
 - a. Qualification of newly appointed Director (swearing in)
Clark, Board Clerk, administered the oath of office to newly appointed Director Mary Ann Hayes.
 - b. Qualification of newly re-elected Board Officer (swearing in)
Flynn administered the oath of office to newly re-elected Board Officers Clark and Burr.
 - c. Consideration and action to transfer \$32,000 from the General Fund to the Maintenance Reserve Fund and \$288,000 from the General Fund to the Capital Projects Reserve Fund for FY2017 which ended 03/31/17
Braden moved to transfer \$32,000 from the General Fund to the Maintenance Reserve Fund and \$288,000 from the General Fund to the Capital Projects Reserve Fund for FY2017 which ended 03/31/17, and Doane seconded. After discussion, the vote was unanimous and the motion passed.
 - d. Consideration and action to accept the FY2017 Annual Independent Financial Audit Report for year ended 03/31/17
Braden moved to accept the FY2017 Annual Independent Financial Audit Report for year ended 03/31/17, and Murray seconded. After discussion, the vote was unanimous and the motion passed.
 - e. Consideration and action to transfer \$304,132 from the General Fund to the Maintenance Reserve Fund and \$495,868 from the General Fund to the Capital Projects Reserve Fund for FY2017B which ended 09/30/17
Braden moved to transfer \$304,132 from the General Fund to the Maintenance Reserve Fund and \$495,868 from the General Fund to the Capital Projects Reserve Fund for FY2017B which ended 09/30/17, and Murray seconded. After discussion, the vote was unanimous and the motion passed.
 - f. Consideration and action to accept the FY2017B Annual Independent Financial Audit Report for year ended 09/30/17
Braden moved to accept the FY2017B Annual Independent Financial Audit Report for year ended 09/30/17, and Murray seconded. After discussion, the vote was unanimous and the motion passed.
 - g. Consideration and action regarding increasing the 2018 cruise and charter rates
Doane moved to increase the 2018 cruise and charter rates as presented, and Johnston seconded. After discussion, the vote was unanimous and the motion passed (see Agenda Item 3g).
 - h. Executive Session
 - i. Discussion regarding General Manager's employment agreement pursuant to 1 M.R.S.A. Section 405 (6)(A) (if needed)
This item was postponed.
 - ii. Discussion with Labor Consultant on collective bargaining pursuant to 1 M.R.S.A. Section 405(6)(D) (if needed)
Braden moved to go into Executive Session regarding discussion with Labor Consultant on collective bargaining pursuant to 1 M.R.S.A. Section 405(6)(D), and Murray seconded. After discussion, the vote was unanimous and the motion passed. Murray moved to come

out of Executive Session, and Hayes seconded. After discussion, the vote was unanimous and the motion passed.

4. Workshop: None

5. Treasurer's Report: Treasurer Overlock reported that the revenue for the month is favorable by \$23k, and 22% YTD, but is off by 7% compared to last FYTD. For expenses, there was a \$275k loss for the month compared to \$293k for the last YTD, so there was a bigger loss this year. There was also significant drydock expenses that were not yet incurred vs. budget.

NOTE: Braden left the meeting at 9:05am.

6. General Information Reports:

a. Operations Committee: None

Finance Committee: None

Sales & Marketing Committee: Chair Johnston gave an overview of the work that Preti Strategies has been doing, which includes focusing on social media and a survey to find our true customer base. We sold 350 tickets for the Parade of Lights last weekend, and sold out in 24 hours. The Annual Inter-Island Cruise will be held on Friday, February 9th.

b. Staff Reports:

General Manager's Report: Berg reported that CBL helped out the Chebeague Transportation Company for 3 days last week while their vessel was out of service. Discussions continue regarding CBL's lease with the City of Portland. We will also be receiving a check from the City for garage proceeds in the amount of \$185k, which will be used for local match for Phase II. Also have been in discussions with the Maine Transit Association (MTA) regarding the \$21 million VW settlement. The dispersal of funds is to be decided by MaineDOT. Lastly, the CBL employee All Hands Meeting will be held today.

Operations Manager's Report: None

c. Wharf and MDOT Reports: None

d. Projects update: Pottle reported that the Schedule & Fleet Analysis is moving forward slowly due to CBL being a unique service, but he is hoping to share more on this item at the January meeting. For Phase II, the Team is finalizing a condition assessment report. The conceptual design report, which covers the building, marine and site options, has been delivered and reviewed by Staff. The two reports will be brought to the Committee and then we will move forward later on with the final design. The consultant team has provided a scope document. Based on what options we accept, the scope may be modified a bit. The Wabanaki crane is in SoPo and we hope to have it installed next week, and also hope to have the vessel go to the shipyard in mid-January. Peaks Island will be updating the fender system starting in late February, and work on the Chebeague Island dock will begin in early March. Overlock and Clark brought up a discussion about parking in the Terminal area.

7. General Announcements

a. Establish next meeting dates:

1. Executive Committee: Thursday, January 4 at 7:45 AM

2. Operations Committee: Thursday, January 18 at 7:45 AM (TBD)

3. Finance Committee: Wednesday, January 24 at 7:45 AM (TBD)

4. Board of Directors: Thursday, January 25 at 7:45 AM

5. Sales & Marketing Committee: No meeting planned

6. Government Relations Committee: No meeting planned

7. Pension Committee: No meeting planned

8. Personnel Committee: No meeting planned

b. Correspondence

8. Public Comment: None

9. Adjournment: Doane moved to adjourn, Murray seconded and the vote was unanimous to adjourn at 9:30 AM

Respectfully submitted by: _____
Robin Clark, Clerk