

+Administrative Staff Memorandum
BATA Regular Board of Directors Meeting Minutes
115 Hall St, Traverse City, MI 49684
Thursday, January 26, 2023

1. Call to Order by Chairperson Cochrun at 1:29 pm

2. Roll Call

Richard Cochrun	Present
John Sommavilla	Present
Robert Fudge	Present
Heather Harris-Brady	Present
Brad Jewett	Present
Joe Underwood	Present
Jamie Kramer	Absent

Also Present: Chris Davis, Kelly Dunham, Eric Lingaur, Phil Masserant, and Britny Schwartz.

3. First Public Comment*
There was no public comment.

4. Approval of Agenda
On a Motion made by Brad Jewett and seconded by Joe Underwood, the BATA Board of Directors approved the January 26, 2023, Regular Meeting Agenda as presented.

MOTION CARRIED: 6-0.

5. Consent Calendar
The purpose of the consent calendar is to expedite business by grouping non-controversial items together to be dealt with in one Board motion without discussion. Any member of the Board, staff or the public may ask that any item on the consent calendar be removed and placed elsewhere on the agenda for full discussion. Such requests will be automatically respected. If an item is not removed from the consent calendar, the action noted in parentheses on the agenda is approved by a single Board action adopting the consent calendar.

Consideration of Approving the following Minutes

a. *Regular Board Meeting Minutes of December 8, 2022*

Consideration of Accepting the following Reports

b. *Monthly Income Statement*

c. *Local Advisory Council Minutes*

d. *Governance Committee Minutes of January 16, 2023*

e. *Finance Oversight Team Notes of January 16, 2023*

f. *Board Request Tracker [no new items]*

6. Any items removed from the Consent Calendar –
Chairperson Cochrun requested that item 5-b be removed from the Consent Calendar.

On a Motion made by Brad Jewett and seconded by Joe Underwood, the BATA Board of Directors moved to approve the January 26, 2023 Consent Calendar as amended.

MOTION CARRIED: 6-0.

7. Executive Director's Report – Kelly Dunham.

Kelly welcomed Joe Underwood to the Board of Directors, Kelly and John completed both Joe and Jamie Kramer's orientation earlier in the month.

Kelly stated that she met BATA's new MDOT Project Manager, Alex Simmoinetti recently. One of the items discussed was BATA's upcoming transition to Small Urban status. There is a presentation at MIWorks on February 23 to learn more about the region's MPO transition which includes BATA's transition to Small Urban. Kelly will send the invitation to the Board if anyone is interested in attending.

Kelly also provided an update on the new facility. The team has completed post bid interviews for subcontractors. She is continuing to work with MDOT and the FTA on the existing facility disposition plans.

a. HQ Facility/Owner's Representative Report

Jerry Tomczak, Program Manager, Cunningham-Limp is joined by Project Manager, Kyle Evans.

Jerry provided an update on subcontractors and stated that they have scouted the subcontractors to ensure there were no gaps in scope. Christman Company will reach out to selected subcontractors and notify them of their award. Jerry also provided the Board with the list of subcontractors and projected cost, he also stated that this is not the final quote as Christman and owner numbers still need to be added. TCLP has been chosen as the electric provider as they have aggressive rates and rebates. Consumers and Cherryland Electric have been notified. Elmer's has also been bonded on the project and Progressive is working on furniture as well as snowmelt systems.

Director Underwood inquired if the building will receive an energy efficiency certificate. Jerry stated that while the building will not receive certification for energy efficiency, the plans were made to make it as energy efficient as possible.

Director Underwood also inquired if there is a possibility for the installation of solar panels in the future. Jerry stated that while they do not have plans of adding solar panels in the future, they did size the steel to accommodate solar panels.

Jerry stated that things are on track for construction beginning in April. Christman and subcontractors are aware of the timeline and plan to meet those dates.

8. Chairperson's Report – Richard Cochrun

a. Committee Appointments

Chairperson Cochrun reappointed existing committee members for now, with the option to reevaluate in the future.

Finance Oversight Team – John Somnavilla, Robert Fudge, and Richard Cochrun.

Governance Committee – John Somnavilla, Heather Harris-Brady, and Robert Fudge.

On a Motion made by Brad Jewett and seconded by Joe Underwood, the BATA Board of Directors moved to approve the Committee Appointments as recommended.

MOTION CARRIED: 6-0.

9. Committee Reports

a. Finance Oversight Team – Richard Cochrun

Chairperson Cochrun reported discussion was held on recruiting and an update on current staffing numbers to see how it's progressing. We continue to be understaffed. He also reported that we are looking into the potential investment opportunities with Michigan Class which will come back to the full board for consideration next month.

b. Governance Committee – John Sommovilla

- I. BATA Board Bylaws Revision and Articles of Incorporation Revision for consideration at February 23, 2023 Regular Meeting.
- II. Director Sommovilla provided an overview of the proposed changes to the Bylaws and Articles of Incorporation that will be voted in February, highlighting the expansion to a 9-member board to help broaden the diversity of the Board of Directors.
- III. Board of Directors Compensation Policy

Director Sommovilla discussed a Board Compensation policy that the Committee is working on.

Members paid by other authorities will not be eligible for compensation from BATA. 10.

Finance Reports – Phil Masserant

Phil discussed the income statement as well as relayed the modifications he is making to reports to transition to an automatic system.

Still looking into T-bill and policy updates to recommend transition to MI Class Investment.

Phil is working on updating the Capital Reserve Fund Report with cash transactions as well as the 5-year technology plan. The 5-year technology plan has been approved by the Board but is not yet funded. We will be working on securing grants to pay for these expenses to the extent possible.

On a Motion made by Brad Jewett and seconded by Robert Fudge, the BATA Board of Directors moved to accept the FY23 Q1 Finance Reports as presented.

MOTION CARRIED: 6-0.

11. Old Business
None presented.

12. New Business
a. Resolution to Recognize Linda Joppich's Years of Service

Roll Call:

Richard Cochrun:	Yes
John Sommovilla:	Yes
Heather Harris-Brady:	Yes
Brad Jewett:	Yes
Robert Fudge:	Yes
Joe Underwood:	Yes
Jamie Kramer:	Absent

MOTION CARRIED: 6-0.

b. Vehicle Accessibility Plan

Heather requested additional information about the Local Advisory Council (LAC) membership and how those members are chosen.

Kelly explained that the criteria is established by MDOT, then BATA staff asks those who fit the criteria, who are generally are users of BATA services or representation of those that would use BATA, to serve on the LAC.

On a Motion made by Brad Jewett and seconded by Heather Harris-Brady, the BATA Board of Directors approved the Vehicle Accessibility Plan for submission to MDOT as presented.

MOTION CARRIED: 6-0.

c. Preliminary FY2024 Budget - Phil Masserant

Phil presented the preliminary FY2024 Budget and stated that he will submit the information to MDOT by the end of the month.

There is a potential of additional federal funding for next year, more information will be available for the August revision.

On a Motion made by Brad Jewett and seconded by John Sommavilla, the BATA Board of Directors approved the FY2024 Preliminary Budget, and the Resolution of Intent, for submission to MDOT as presented.

MOTION CARRIED: 6-0.

13. Board Discussion Items – Deep dive agenda item.

a. 2023 Discussion Items Survey Review

Kelly read results of the survey sent to the Board to rank the importance of 2023 Board Discussion Topics.

1. Transition to Small Urban
2. Deeper dive on revenue and expenses
3. Route level performance
4. Customer comment/complaint
5. Insurance Renewal
6. Bus purchasing
7. Department objectives
8. Staff spotlight

Additional topics that were presented were to have the Local Advisory Council attend meetings periodically, and how to increase ridership.

Kelly will apply topics as a Board discussion item in meetings that are appropriate for the individual topic.

14. Second Public Comment*

There was no public comment.

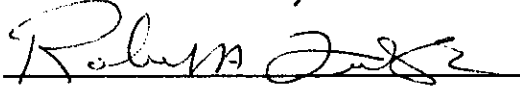
15. Directors' Comments and Announcements/Open Floor

Kelly stated that Networks Northwest will be presenting at the February Board meeting about the PPO transition.

Kelly highlighted items that were handed out at the meeting that will be in the packets in the future under Correspondence, the monthly compliment tracker that is shared with staff (complaints are tracked and presented on the monthly scorecard) and a copy of the Letter of Recognition from MDOT for achieving a triennial review with zero findings.

16. Adjournment
On a Motion made by Robert Fudge, the BATA Board of Directors moved to adjourn the January 26, 2023, Regular Meeting at 3:11 pm.

Approved on 2/23/23



Robert A. Fudge, Secretary