



Regular Board of Directors Meeting

Umpqua Public Transportation District

Monday, June 17, 2024, 5:30 p.m.

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

APPROVED MEETING MINUTES

Meeting Called to Order at 5:32

Roll Called by General Manager

Mike Baker – P Janice Baker – P Doug Mendenhall – P Michaela Hammerson - P

Pledge of Allegiance was recited.

Consent Agenda

4.1 May 20, 2024, Draft Regular Meeting Minutes

4.2 May 2024 Preventive Maintenance Report

MOTION: Mike Baker made a motion to approve the consent agenda, seconded by Doug Mendenhall. No further discussion.

Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Financial Report – Sheri Bleau

5.1 May Financial Report

Sheri provided an overview of what is in the packet. Has incorporated RLS suggestions. Mike Baker has a question regarding the Medical Transportation income, is this for April and May, Sheri confirms this is what has been received so far this quarter. Michaela questions the bank balance being different on the cover page for the agenda item than it is on the bank statement. Mike and Michaela both like the changes that have been made. Mike questions whether we think the changes that have been made have us headed in a positive direction. Sheri confirms, approximately \$50,000 savings last month. June will tell the whole story. Mike asks regarding the review of past expenses to see how we got here. This will be covered further on in the agenda under STIF updates.

MOTION: Mike Baker made a motion to approve the consent agenda, seconded by Doug Mendenhall. No further discussion.

Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

There was no Public Comment for On Agenda Items.

Old Business

7.1 Updated Bylaws

The GM reviews that during the May 20th Board Meeting, bylaws were discussed and the request was made to remove “The Chair shall appoint the Executive Assistant to the General Manager as the Recording Secretary for the Board.” and replace with “The General Manager or designee shall serve as the Recording Secretary for the Board.” This change was made and highlighted on the cover page. A revised copy of the bylaws were provided. It was noted that this update to the bylaws does not effect the Interim Policy that was put in place as the bylaws will be updated regarding this policy at a later date. No motion necessary. This was informational.

7.2 UPTD Action Plan - Internal Controls - Job Descriptions – Becky Stafford

When asked if Becky was presenting the job descriptions, Becky stated that she couldn’t present the job descriptions as they (the Board) were provided with job descriptions she did not create. Discussion followed. When it was determined that the changes the GM made to the job descriptions

did not change any of the duties that were listed by HR, Becky stated there was a second issue. Becky stated after consulting with an attorney, the reporting structure, because of the interim policy, that technically, upper management should report to the Board of Directors and not the General Manager. Mike points out that's not what the policy said. He clarifies that the Board has one employee, the General Manager, and all employees outside of that report to the General Manager through the various supervisory setups. More discussion followed regarding the policy and whether it should be included in the job descriptions. Are they comfortable with the way the job descriptions are written. MOTION: Mike Baker made a motion to approve the job descriptions as presented, seconded by Doug Mendenhall. No further discussion.

Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent

New Business

8.1 Officer Appointment – Election of Board Chair – Previous Chair resigned effective 6/5/2024.

Nominations opened: Janice nominated Mike Baker, Doug nominated Michaela Hammerson. Both accept the nomination. Bylaws don't state how this process will be done.

Roll call – Janice Baker votes for Mike, Mike Baker sees the tie coming and votes for Michaela, Doug Mendenhall and Michaela also vote for Michaela. Michaela Hammerson is elected Chair by a vote of 3 – 1.

Nominations are opened for Vice Chair. Doug nominates Mike. No other nominations. All in favor of Mike as Vice Chair. Mike Baker is elected Vice Chair by unanimous vote.

8.2 Resolution 24-7 Bank Signatories – This resolution changes the bank signatories to Michaela and Mike.

MOTION: Mike Baker made a motion to approve Resolution 24-7 Approving Bank Signatories, seconded by Doug Mendenhall. No further discussion.

Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Janice draws our attention to the chat. Chat states the Public was not invited. GM states she did not get the Agenda posted to the website. Discussion follows regarding notice requirements. It was posted to the News Review so we are covered. Agenda was shared to the screen.

8.3 Board Position #3 – Applications and Discussion – Michaela states she thinks this agenda item may be out of order because we might not have fulfilled our obligation of notice to the public as the notice was posted in the Legal section of the News Review. Discussion followed. Interpretation was discussed. Bylaws state the vacancy will be published for a period of two weeks in a News Paper of general circulation. It was on the website but the bylaws state AND. Updating the bylaws can be considered on the Agenda Build. Special Meeting to be called at the end of this meeting.

8.4 Executive Committee Member Appointment - Due to recent changes in the Board, a third Executive Committee member needs to be appointed. Michaela asks if anyone is interested in being on the Executive Committee. Doug states he is interested.

MOTION: Michaela makes a motion to nominate Doug, Doug seconds. Mike asks if Doug will be available during the weekdays. Doug states he will be available.

Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

8.5 Property Discussion is moved to Executive Session.

8.6 Recommendation for Dial-A-Ride Reduced Fare – Randy Biles, Operations Manager, provides staff report regarding the changes to fare structure were recently adopted. This change included a Dial A Ride fare change from \$1.00 to \$5.00. Prior to implementation, members of the community started to express concern that this change in price would create a hardship for seniors and people with disabilities, living on a fixed income. Randy provided several scenarios with the projected financial impact. Discussion followed.

MOTION: Mike Baker made a motion to reduce the Dial A Ride fare to \$3 for all rides effective July 1, 2024. Motion was repeated citing the financial impact of \$11,110 annually, seconded by Janice Baker. No further discussion.

Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Project Updates – Cheryl Cheas

STIF Project Updates – Presented by Sheri Bleau as she is the one who has done the groundwork on this one. Sheri and Jennifer Boardman compared STIF trackers. Sheri audited all STIF plans back to 2018. The original plan, grant 33868, the plan amount was \$4,136,601 but we actually received \$3,557,000. The shortfall/difference on that plan was \$579,000. General Manager adds that the funding that we did not receive on the plan were rolled forward into the next plan. The actual roll forward for that plan was \$2,190,000 but the projection was \$2,729,000 so there was another shortfall of \$538,000. For the plan that we are in, at the end of June 2021 we had \$1.4 million left of STIF money which should have been our roll over. What was projected was \$2,549,000 so the shortfall was \$1,093,00. Projection vs actuals is how we got here. What she is projecting at this point is \$1.2 million which our expenses have been \$1 million to \$1.1 million per quarter. Mike Baker states we need some new processes as we develop the STIF plan, we need to come back and reprioritize when we know what the actual revenue is to bring us back into the constraints. General Manager adds that part of the process is the plus up. Mike recalls, in case we get additional funds we can actually spend them. GM agrees, we are asked to plus up by 20% and that needs to be removed and if we get it, we get it, if we don't, we're projecting that into our budget. That was my fatal error, I projected the plus up into the budget. Jennifer Boardman adds that we are spot on about the 20%. You want to make sure you have enough projected in your STIF plan otherwise they get stuck in the pot. Sheri's new tracker should help us going into the new plan in January. The other thing is having the contingency project which make it easier to track. These are the things we are learning as we go along. This is a new program and you guys are not alone not having the tracking the way you needed it. It's a new program. It's only been going for 3 cycles and it's a hard funding cycle too. Mike asks if we can have a contingency part of our STIF plan? Jennifer responds yes. If you have a contingency project, if you do it in such a way that says this project can be used for match for buses or match for the facility or additional operations funds. We have been trending not getting additional funding because there was an increase to the administration of this and we didn't get as much as we hoped. We should be getting new projections in August. Mike asks if we are able to have a project to build reserve? Jennifer responds yes. Mike says just because we came over with basically nothing. He thinks that's part of what has created this issue too is we came over from Douglas County with basically nothing. General Manager points out that in our original plan we did have those. Mike counters with we need to have contingencies that we don't touch unless we receive funding but sometime we are bound to hit a recession. More discussion followed. Sheri continued the update. ODOT opened all of the plans that needed corrections, she has made all of the corrections and we have time scheduled to close them as they all have to be closed in chronological order.

Action Plan Updates

Internal Controls – Job descriptions were addressed tonight. Page 13 of 19, added the immediate impact for June of the NEMT changes. June would have been about \$40,000 plus the deficit we were running \$9,500. June is projected to be \$24,664 for a savings of about \$15,704. With 8 volunteers we are averaging about \$12,690/week and multiplied out by 4 weeks and we are looking at about \$50,000 with a projected net income for the medical transportation program of \$26,096 for the month of June. Grand total of all projected savings is \$35,659. Mike says only to amend it again for the Dial A Ride cause we like amending this every month. Cheryl points out that this is only medical transportation for the month of June. The Dial A Ride change will be impact our budget. We'll have to monitor that and report on it. The 5310 and 5311 grant reimbursement requests. The very last page is foot traffic for the downtown office. This report covered the different types of foot traffic and the procedure for each type of customer. Other options were discussed.

General Manager Report

Mike says looking at the ridership numbers, seeing they're increasing each month. You and Randy are doing a great job.

The Joint Committee on Transportation roadshow information is included. They'll be coming to Coos Bay. Discussion followed regarding participation and the types of public comments we are looking to ensure are included. Michaela clarified that this is upcoming legislation that they are taking testimony on and asks if the District has taken a position on this upcoming legislation. Discussion followed. Jennifer Boardman provided additional information.

ODOT Update – Jennifer Boardman – Jennifer has been working on combining the Action Plan and the RLS Final Report. She states they would like the Board to Adopt the updated document adopted at the next Board meeting. Also Drew has asked for a Process Document for the reporting document for the Finance Manager, the HR Manager and the GM sign. Grants coming up, the biennial grants are coming up. The STIF Discretionary is coming up and one of the items that they will be looking at is whether you have repeat findings on your audits. When your audits come back we will know whether you can apply for a grant or not and would suggest we apply for a grant for the financial software because that will help us the most. Formula fund estimates will be coming out in late July or early August. More discussion followed regarding the audit, software and grant process.

Not on Agenda – GM – We had approved the budget and made the changes but we did not have a copy of the budget with the changes for Sarah to sign so we still need to get our budget signed.

OM – Marketplace bus stop update – Hard to get anyone to bid on such a small job. Did get a bid for \$2,250.

Public Comment (Limit to 10 minutes total)

HR Director states after speaking with an attorney she needs to know what the process is to speak to the Board or the Executive committee in private regarding the recruitment of a former employee to fill a Board vacancy and the conflicts that brings. The Board Chair states that would probably go to the Executive Committee and asks if she has a copy of the Board Bylaws. Discussion followed.

Agenda Build – Next Regular Meeting July 15, 2024 – Discussion regarding calling a Special Meeting for the applications and appointment. Special Meeting called for Monday July 8, 2024 @ 5:30 PM.

Old Business – Roseburg Marketplace Simme Seat Update – New Business – Action Plan update – Financial System update

Regular Session Adjourned at 7:32 to enter Executive Session

Executive Session ORS 192.660(2)(i) ORS 192.660(2)(e) To conduct deliberations with persons you have designated to negotiate real property transactions.

Adjourned from Executive Session at 7:39

Return to Regular Session 7:39 PM

MOTION: Mike Baker made a motion for Cheryl to proceed with selling the property, seconded by Doug Mendenhall. No further discussion.

Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Meeting Adjourned 7:41