

BATA Regular Board of Directors Meeting Minutes

115 Hall St, Traverse City, MI 49684

Thursday, January 27, 2022

1. Call to Order by Chairperson Cochrun
The meeting was called to order at 1:19pm, immediately following the organizational meeting.

2. Roll Call

Richard Cochrun	PRESENT
John Somnavilla	PRESENT
Linda Joppich	PRESENT
Heather Harris-Brady	PRESENT
Brad Jewett	PRESENT
Robert Fudge	PRESENT
Rick Robbins	PRESENT

Also Present: Chris Davis, Kelly Dunham, Eric Lingaur, Mary Meredith, and Nichole Thompson

3. First Public Comment
There was no public comment.

4. Approval of Agenda
On a Motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors approved the January 27, 2022 Regular Meeting Agenda as presented.
MOTION CARRIES: 7-0

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 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 9, 2021*
- b. *Closed Session Minutes of December 9, 2021*

Consideration of Accepting the following Reports

- c. *Monthly Income Statement*
- d. *Quarterly Ridership Report*
- e. *Board Request Tracker*

6. Any items removed from the Consent Calendar – Richard Cochrun
There were no items removed from the Consent Calendar

On a Motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors moved to approve all items on the January 27, 2022 Consent Calendar as presented.
MOTION CARRIES: 7-0

7. Executive Director's Report – Kelly Dunham
Kelly provided details on her monthly report as well as an update, in Jerry Tomczak's absence, of the Headquarters Facility.

Eric Lingaur distributed a draft of the Annual Report and informed the directors as to how the report is sent out to the public. John Sommovilla inquired how this Report could be viewed by a wider audience. A final version will be brought to the Leelanau County Commission meeting in March. Townships will receive copies as well. Heather suggested selecting a few pages and morphing them into poster-sized material, to be distributed throughout the community, specifically in township halls.

The Transit Master Plan RFP did go out and we have received five responses. The proposals are under review with a recommendation planned to be brought to the Board in February.

BATA will be on Garfield Township's February 9th Planning Commission agenda. Assurance of funding for the housing component will be scrutinized as part of the decision-making process. Kelly recently met with the HQ project team to identify potential budget savings. Although they were able to shave over 2 million dollars from the bottom line, an approximate \$6m funding gap remains. BATA is proceeding with seeking additional funding from MDOT.

Kelly also updated the board on a recent passenger injury on one of the buses.

8. Chairperson's Report – Richard Cochran
 - a. Governance Committee Appointments
Robert Fudge, John Sommovilla, and Heather Harris-Brady have volunteered to be on this Committee. The committee will initially seek the assistance of Elaine Wood in establishing the committee and some her recommended policies. Objectives for this Committee were discussed and the first meeting will most likely begin in April.
9. Committee Reports
 - a. Finance Oversight Team ("FOT")
 - i. Executive Director Compensation Structure – John Sommovilla
John Sommovilla and Chris Davis reviewed the compensation structure for the Executive Director. The FOT suggested and the board approve using the same structure as other non-bargaining employees. Merit increases will be reduced from a maximum of 5% to 3% based on annual performance. Additionally, an annual "cost of living" increase will be applied to the scale and all salaries on the scale. BATA's COLA is a formula based on the average of the CPI (consumer price index) and the Employment Cost Index ("ECI") of the preceding year. This increase will be applied annually on February 1st. Commissioner Jewett asked that future recommendations coming out of the FOT meetings be presented in detail in writing to the Board prior to voting and, therefore, will be making a Motion to Table.

On a Motion made by Brad Jewett and seconded by Rick Robbins, the BATA Board of Directors moved to table the Executive Director Compensation Structure discussion to the next Board Meeting in February.

Voice Vote

Richard Cochrun	NO
John Somnavilla	NO
Linda Joppich	NO
Heather Harris-Brady	NO
Brad Jewett	YES
Robert Fudge	NO
Rick Robbins	YES
MOTION FAILS:	2-5

On a Motion made Linda Joppich and seconded by Robert Fudge, the BATA Board of Directors moved to modify the compensation structure for the executive director to align with other non-bargaining staff as recommended by the Finance Oversight Team.

Voice Vote

Richard Cochrun	YES
John Somnavilla	YES
Linda Joppich	YES
Heather Harris-Brady	YES
Brad Jewett	NO
Robert Fudge	YES
Rick Robbins	NO
MOTION CARRIES	5-2

ii. **Retention Incentive – Robert Fudge**

Mr. Fudge reviewed the details of the retention incentive awarded to frontline staff in December 2021 and recommended the same incentive to non-bargaining levels 5-7. Brad again noted he would move to table until more information in writing would be available to review ahead of vote.

On a Motion made by Brad Jewett and seconded by Rick Robbins, the BATA Board of Directors moved to table the Retention Incentive discussion to the next Board Meeting in February.

Roll Call

Richard Cochrun	NO
John Somnavilla	NO
Linda Joppich	NO
Heather Harris-Brady	NO
Brad Jewett	YES
Robert Fudge	NO
Rick Robbins	YES
MOTION FAILS:	2-5

On a Motion made by Linda Joppich and seconded by Robert Fudge, the BATA Board of Directors moved to extend the retention incentive authorized in December 2021 to the non-bargaining levels 5-7 employees for six-months, with the possibility of an additional six-month extension, as a performance incentive as recommended by the Finance Oversight Team.

Roll Call

Richard Cochrun	YES
John Somavilla	YES
Linda Joppich	YES
Heather Harris-Brady	YES
Brad Jewett	NO
Robert Fudge	YES
Rick Robbins	NO
MOTION CARRIES	5-2

10. Finance Reports – Nichole Thompson
Nichole reviewed the Finance Reports including the cover letters which highlight noteworthy aspects of the reports.

Expenses and Revenues are below forecast.

BATA's cash balance is significantly higher than last year. Chairperson Cochrun requested a review of the cash management policy for cash to be invested appropriately.

Land Acquisition Fund: Not reflected is the \$20k down payment from the Housing Commission and fully executed promissory note. Future fund reports will be created and regularly reported for the technology investments as well as the HQ facility.

On a Motion made by Brad Jewett and seconded by John Somavilla, the BATA Board of Directors moved to accept the FY22 Q1 Finance Reports as presented.

MOTION CARRIES: 7-0

11. Old Business
a. Executive Director Performance Merit Increase – Chris Davis
At the December 9th meeting, 83% of potential points were awarded to the Executive Director which equated to a 2.49% salary increase.
On a Motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors moved to approve a 2.49% salary increase based on merit as provided in the Executive Director's 2021 performance review accepted in December 2021.
MOTION CARRIES: 7-0

12. New Business
a. Preliminary FY2023 Budget – Nichole Thompson
Details of the FY2023 Budget were reviewed. It was noted that the budget is based upon 100% service levels.

On a Motion made by Brad Jewett and seconded by Robert Fudge, the BATA Board of Directors approved the FY2023 Preliminary Budget, and the Resolution of Intent, for submission to MDOT as presented.

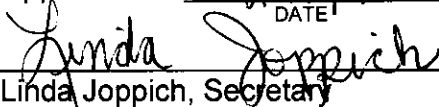
Roll Call

Richard Cochrun	YES
John Somavilla	YES
Linda Joppich	YES
Heather Harris-Brady	YES
Brad Jewett	YES
Robert Fudge	YES
Rick Robbins	YES
MOTION CARRIES	7-0

13. Board Discussion Items
 - a. Election Date Options
Discussion took place regarding the pros and cons of the upcoming election options for BATA's millage renewal. Consensus was to proceed with the November 2022 general election. Board action and draft ballot language will be presented at the March or April regular meeting of the Board.
14. Second Public Comment
There was no public comment.
15. Directors' Comments and Announcements/Open Floor
Commissioner Jewett requested links to specific documents within the meeting packet as well as the page numbers.

Heather Harris-Brady asked about the status of the idea for drivers to create their own shifts. The current service reductions put this project on hold but Kelly would like to explore it once services are restored.
16. Adjournment
On a Motion made by Brad Jewett, the BATA Board of Directors moved to adjourn the January 27, 2022 Regular Meeting at 3:10pm.

Submitted/Recorded by: Mary Meredith, Administrative Services

Approved on 2-24-22
DATE

Linda Joppich, Secretary