



**BATA Board of Directors Meeting Minutes**  
Thursday, December 8, 2022  
115 Hall St Traverse City, Michigan

1. Call to Order - Chairperson  
The meeting was called to order by Chairman Cochrun at 1:00pm
2. Pledge of Allegiance and Moment of Silence  
The Pledge of Allegiance was recited, and a Moment of Silence was observed.
3. Roll Call

Richard Cochrun	Present
John Somnavilla	Present
Linda Joppich	Present
Heather Harris-Brady	Present
Brad Jewett	Present
Robert Fudge	Present
Gwenne Allgaier	Present
4. First Public Comment  
There was no Public Comment.
5. Approval of Agenda and any Conflict-of-Interest Announcements
  - a. BATA Board of Directors Regular Meeting Agenda  
**On a Motion made by Brad Jewett and seconded by Robert Fudge, the BATA Board of Directors approved the Agenda for the December 8, 2022, Regular Board of Directors Meeting as presented.**  
**MOTION CARRIES: 7-0**
6. 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 of Directors Meeting Minutes of October 27, 2022*  
**On a Motion made by Robert Fudge and seconded by Brad Jewett, the Regular Board of Directors Meeting Minutes of October 2, 2022, were approved.**  
**MOTION CARRIES: 7-0**
  - b. *Closed Session Minutes of October 27, 2022*  
*Consideration of Accepting the following Reports*
  - c. *Governance Committee Meeting Minutes of October 27, 2022*
  - d. *Finance Oversight Team Notes of November 28, 2022*
  - e. *Board Request Tracker*

- f. *Monthly Income Statement*
- g. *December 2022 Ridership Report*
- h. *Millage Results*

Director Jewett requested that item 6-b be 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 the December 8, 2022 Consent Calendar as amended.**

**MOTION CARRIES: 7-0**

- 7. Any items removed from the Consent Calendar

- a. Closed Session Minutes of October 27, 2022

**On a Motion made by Brad Jewett and seconded by Linda Joppich, the Closed Session Minutes of October 27, 2022 were approved.**

**MOTION CARRIES: 7-0**

- 8. Executive Director's Report – Kelly Dunham

Kelly introduced Britny Schwartz to the board. Britny is the new administrative assistant at BATA and has an experienced background with TCAPS.

Kelly congratulated Phil Masserant on the recent audit that was conducted last week at BATA.

An update on the MPO status expected to be announced December 29<sup>th</sup>.

The employee holiday lunch will be held next week and directors are invited to attend.

The Christman contract has been submitted to MDOT. This contract needs approval by MDOT prior to Christman hiring subcontractors.

Kelly gave an update on Tyler Bevier's departure. He will be devoting his time to his new position in Minneapolis.

- a. HQ Facility/Owner's Report – Jerry Tomczak

Jerry reports that the bid process opens tomorrow, and he briefly described the process. We are expecting 40-60 bids. We are comfortable with the bid dates. He has also been working on the RFP for electrical service. The options for purchasing of the transformer were discussed.

- 9. Chairperson's Report – Richard Cochrun

Chairman Cochrun noted there is a lot of activity after school at the Y. He would like to create partnership with BATA providing the transportation from the schools. He and Director Harris-Brady will work together on this idea.

- 10. Committee Reports

- a. Governance Committee – John Somnavilla

Director Somnavilla reviewed the policies presented later in the agenda for Board Consideration

- b. Finance Oversight Team – Richard Cochrun

Richard introduced the need for extending the recruiting and retention incentive to be considered by the Board later in the meeting.

- 11. Quarterly Finance Reports – Phil Masserant

FY22 Q4 Finance Reports

Phil reviewed the various Finance Reports and highlighted the following:

- The audit went well, and the final report should be arriving soon;
- Questions were addressed.

**On a Motion made by Brad Jewett and seconded John Somnavilla, the BATA Board of Directors accepted the FY22 Q4 Finance Reports as presented.**

**MOTION CARRIES 7-0**

12. Old Business

a. Advertising Policy – Eric Lingaur

Eric brought back the subject of the advertising policy to incorporate alcohol ads. The Policy was reviewed, and questions were addressed.

**On a Motion made by Gwenne Allgaier and seconded by Robert Fudge, it was moved to approve the Advertising Policy as presented.**

**Roll Call**

Richard Cochrun	YES
John Somnavilla	NO
Linda Joppich	NO
Heather Harris-Brady	ABSTAINED (Conflict of Interest)
Brad Jewett	NO
Robert Fudge	YES
Gwenne Allgaier	YES

**MOTION FAILS 3-3**

13. New Business

a. BATA Board Member Competencies Policy – John Somnavilla

The Counties will receive a copy for future BATA Board member appointments if approved by the Board.

**On a motion made by Brad Jewett, supported by Linda Joppich, the BATA Board of Directors approves the Board Member Competencies Policy as presented.**

**MOTION CARRIES 7-0**

b. Finance Oversight Team Roles & Responsibilities Policy – John Somnavilla

**On a motion made by Brad Jewett, supported by Gwenne Allgaier, The BATA Board of Directors approves the Finance Oversight Team Roles and Responsibilities Policy as presented.**

**MOTION CARRIES 7-0**

c. Extension of the Recruiting Incentive – Richard Cochrun

Chairman Cochrun further discussed the recommendation from the FOT to extend the current recruiting and retention incentive for an additional 6 months (through June 30, 2023).

Phil further discussed how the retention assumptions were made and provided the board with more data. 59 people opted to choose the \$10,000. Remaining payments would be around \$1 million. \$425,000 with this extension.

**Moved by Brad Jewett to table the agenda item until next month as financial impacts had not yet been presented.**

The financial analysis was then distributed.

**MOTION WITHDRAWN by Brad Jewett.**

**On a Motion made by Gwenne Allgaier and seconded by Robert Fudge, the BATA Board of Directors approved extending the Recruiting Incentive for an additional six months.**

In discussion, Brad Jewett suggested a friendly amendment to limit the duration of the extension to 3 months. Discussion surrounded 3 month not being a sufficient amount of time to do the amount of hiring that BATA needs and the Board ultimately did not vote on the above motion.

**On a Motion made by Gwenne Allgaier and seconded by Robert Fudge, the BATA Board of Directors approves extending the Recruiting Incentive for an additional six months or until we meet our hiring goal of an additional 14 FTE (net).**

**MOTION CARRIES: 6-1**

14. Board Discussion Item

a. Preparing for the Next Crisis/Pandemic

Emergency plans in place at BATA were reviewed and discussed – BATA's Technology Crisis Handling Plan and it's Emergency Preparedness Plan, created during COVID. Heather Harris-Brady suggested adding our lessons learned from COVID to the Emergency Preparedness Plan and also suggested an interesting exercise might be to think through what we would do if we were to be without power for two weeks (i.e. How would we communicate, etc.).

b. Future Discussion Items

Kelly has drafted a list of potential discussion items for 2023.

A survey will be distributed to gauge Board interest and solicit additional ideas.

15. Second Public Comment

There was no public comment

16. Directors Comments/Open Floor

17. Adjournment

**On a motion made by Richard Cochrun, and seconded by Robert Fudge, The BATA Board of Directors moves to adjourn the December 8, 2022 Regular Meeting of the BATA Board of Directors at 3:10 pm.**

Approved on

Jan. 26, 2023



Robert Fudge, Secretary