



BATA Regular Meeting Minutes
Wednesday, November 27, 2019
BATA Transfer Station – 115 Hall St
Traverse City MI 49684

1. Call to Order by Chairperson
The meeting was called to order by acting Chairman, John Sommovilla, at 9:01am.
2. Pledge of Allegiance and Moment of Silence
The Pledge of Allegiance was recited and a Moment of Silence observed.
3. Roll Call
Directors Present: Heather Harris-Brady, Brad Jewett, Linda Joppich, John Sommovilla

Directors Absent: Richard Cochrun, Debra Rushton, Nicole VanNess

Also Present: Adam BeVier, Tyler Bevier, Chris Davis, Kelly Dunham, Eric Lingaur, Mary Meredith, Nichole Thompson
4. Public Comment
There was no public comment.
5. Approval of Agenda

On a Motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors approved the Agenda of the November 27, 2019 with the following exception:

**Move 9a 'Executive Director Compensation Structure' to New Business 12e
MOTION CARRIES: 4-0**

6. Approval/Acceptance of Minutes
 - a. October 30, 2019 Regular Meeting of the Board of Directors

**On a Motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors approved the Minutes of the October 30, 2019 Regular Board Meeting as presented.
MOTION CARRIES: 4-0**

b. October 30, 2019 Closed Session of the Board of Directors

On a Motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors approved the Minutes of the October 30, 2019 Closed Session as presented.

MOTION CARRIES: 4-0

7. Executive Director's Report – Kelly Dunham
Kelly introduced BATA's new Operations Manager, Adam BeVier. Adam provided a brief background of his work history including with the US Coast Guard and the local school system.

Our recent audit with the Rehmann Group has been completed and Kelly commended Nichole Thompson, Controller, on her preparedness for the audit.

We have an Agreement on the LaFranier Road property which brings us one step further in the process of finding a location for a new BATA facility. Funding sources are ongoing. Kelly has been working closely with the FTA and anticipates being in a good position in 2020. Funding recommendations for land acquisition will be determined early in the year by the finance oversight team.

Kelly pointed out that this is the last meeting of the year and that Linda Joppich has been reappointed to the Board for another 3-year term. Kelly will check on term limits within our Bylaws. January will be our Organizational Meeting and Kelly invited the directors to let her know if any are interested in an officer appointment.

- a. Art in Motion Update – Eric Lingaur
Eric Lingaur provided an update on Art Rides; an idea that was generated by our Sales Manager and the community at large. Conversations with various entities have been occurring and we have received positive feedback. A local advertising agency has provided concept branding materials which were shared with the Board. The core focus of the art would be the Bayline with the possibility of expanding to other routes and shelters. A Northwest Michigan Arts and Culture event was recently attended by Kelly Dunham and the idea was, again, well-received. Director Joppich expressed how this could be a great prospect for partnership with Interlochen Arts Academy. Heather Harris-Brady suggested we don't lose the BATA branding in the process. Funding is still being worked out but should be complete by spring.

- b. Q4/Year End Ridership Report – Tyler Bevier
Tyler reviewed the Ridership Report highlighting the increases in ridership on various routes. Director Jewett asked about mileage and other metrics. The organization scorecard that will be presented in February contains additional metrics.

8. September/Q4 Finance Reports – Nichole Thompson
 - a. Preliminary September 2019 Finance Reports
 - i. Income Statements
 - ii. Statement of Net Position
 - iii. Cash Flow Analysis
 - b. October 2019 Finance Report
 - i. Income Statement

Nichole reviewed the finance reports with the following items of interest:

September 2019 YTD Income Statement

- Net income before depreciation came in at \$1.5M, and net income after depreciation came in at \$517K, \$216K above forecast. This was an overall positive year for BATA.
 - Income \$156K or 1.6% above forecast, primarily due to property tax revenue coming in higher than forecast
 - Expense \$29K or .3% below forecast, primarily due to savings in salaries & wages and fuel pricing

September 2019 Statement of Net Position

- More than a \$1M increase in our cash balance over prior year
- More than a \$1.4M increase in net position over prior year
 - 8 new grant funded vehicles in service this year, makes up \$900K increase in net position. Remainder due to positive net income.

Nichole will check cash management policy on the Certificate of Deposit investments and report back to the board in January on any action required.

September Q4/YTD Cash Flow

- Some swings in individual line items, but net increase/decrease is very close to forecast

October 2019 Income Statement

- Net income before depreciation is slightly above forecast by \$46K.
 - First month of FY20, no large variances yet
 - We continue to see favorable fuel pricing

Director Jewett asked about free rides on holidays and for special events and who pays for this service. Eric reported this is funded from the Marketing budget.

On a Motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors accepted the September and October 2019 Finance Reports as presented.

MOTION CARRIES: 4-0

9. Chairperson's Report
No Chairperson's Report.

- 10. Old Business
 - a. Board Request Tracker
The Tracker was reviewed with no further discussion.

- 11. New Business
 - a. Rehmann Audit Engagement Letter

**On a Motion made by Linda Joppich and seconded by Heather Harris-Brady, the BATA Board of Directors received the Rehmann Audit Engagement Letter as presented.
MOTION CARRIES: 4-0**

- b. TIF 97 Extension Resolution
Kelly reviewed the recent presentation made by Jean Derenzy on how the extension could affect BATA and the downtown community. A resolution was drafted and presented for consideration.

On a Motion made by Linda Joppich and seconded by Heather Harris-Brady, the BATA Board of Directors approved the TIF '97 Resolution of Support as presented.

Roll Call:	Cochrun:	Absent
	Sommavilla:	AYE
	Joppich:	AYE
	Rushton:	Absent
	VanNess:	Absent
	Harris-Brady:	AYE
	Jewett:	NAY

MOTION CARRIES: 3-1

- c. Charlevoix County Transit Advertising Partnership Agreement

**On a Motion made by Heather Harris-Brady and seconded by Linda Joppich, the BATA Board of Directors approved the BATA/Charlevoix County Transit Advertising Partnership Agreement as presented.
MOTION CARRIES: 4-0**

- d. On-Demand Software Purchase
Kelly provided an overview of the upcoming on-demand pilot service and software that would be required to support it.

**On a Motion made by Linda Joppich and seconded by Heather Harris-Brady, the BATA Board of Directors approved the one-year purchase of on-demand software from a software supplier, not to exceed \$30,000 from the FY20 Capital Funds budget, for the purpose of supporting a wellness rides pilot project as requested.
MOTION CARRIES: 4-0**

e. Finance Oversight Team Update
Discussion was held regarding the Executive Director Compensation Structure.

**On a motion made by Brad Jewett and seconded by Linda Joppich, the BATA Board of Directors approved the modifications to the Executive Director's compensation structure as recommended and the non-bargaining unit wage bands be to re-evaluated every two years.
MOTION CARRIES: 4-0**

13. Public Comment
There was no public comment.
14. Director's Comments/Open Floor
It was recommended that the Finance Oversight Team meet in December to review the projected result of the bargaining unit wage formula.
15. Adjournment

**On a Motion made by Linda Joppich the BATA Board of Directors moved to adjourn the November 27, 2019 Regular Meeting at 10:40 am.
MOTION CARRIES: 4-0**

Submitted/Recorded by: Mary Meredith, Administrative Assistant
Chris Davis, Director of Administrative Services

Approved on 1-24-2020
DATE

Linda L. Joppich
Board Secretary