



**Sunset Empire Transportation District
 BOARD OF COMMISSIONERS
 NOVEMBER-DECEMBER BOARD MEETING
 DECEMBER 5, 2024 10:00 AM
 MEETING MINUTES
 APPROVED**

1. CALL TO ORDER: Chair Debbie Booth-Schmidt called the meeting to order at 10:00 AM.
2. PLEDGE OF ALLEGIANCE
3. ROLL CALL: Present: Chair Boothe-Schmidt, Commissioner Tracy MacDonald, Commissioner Pamela Alegria, Secretary/Treasurer Paul Lewicki, Commissioner Charles Withers, Vice Chair Rebecca Read, and Commissioner Guillermo Romero

Staff- Executive Director Craig Johnston, Chief Operations Officer Jennifer Geisler, Executive Assistant Mary Parker, Finance Officer Kelly Smith, Mobility Manager Jason Jones

4. CHANGES TO AGENDA (01:27) - Chair Boothe-Schmidt proposed two changes to the agenda. SDAO Conference information was added under 10.e and 10.f will be the hiring of the Interim Executive Director.

Commissioner MacDonald moved to approve the agenda
 Vice Chair Read seconded the motion

Name	Boothe-Schmidt	MacDonald	Lewicki	Alegria	Withers	Read	Romero	
Aye	x	x	x	x	x	x	x	
Nay								

7 Aye
 0 Nay
 Motion passed unanimously

Audit Report- Commissioner Boothe-Schmidt asked to move an update from the auditor at the beginning of the meeting and to allow George Dunkel who is under 9.a.to give his update on the recruitment when he calls in.

5. PUBLIC COMMENT- None
6. APPROVAL OF OCTOBER 2024, BOARD MINUTES- (17:26). Chair Boothe-Schmidt said the Vice Chair needs to be corrected to Vice Chair Read and Secretary Treasurer Lewicki.
 Commissioner MacDonald moved to approve the minutes as corrected

Commissioner Romero seconded the motion

Discussion- Commissioner Alegria made a correction to what she had said on page seven which should say separation of responsibilities and that her name was misspelled in the minutes.

Motion passed unanimously

7. COMMISSIONER REPORTS- (0:21:54) Monthly updates, activities, trainings, and comments. Commissioner MacDonald brought a special Christmas tree to share with the staff at the Transit Center for the holiday season. Commissioner MacDonald reported he had attended the OTA Conference and shared information from it. Commissioner Romero reported he had retired but had been in Michigan since then, but he is now home and enjoying retirement.
8. FINANCIAL REPORT- (0:26:19) Kelly Smith reported that the reimbursements were submitted and there was a fast turnaround on them. Kelly also reported that we received our Property Taxes in November and reported that she did move \$500,000 into contingency so it is all in there and at \$900,000 for this fiscal year. Kelly reported that the OTIB loan is updated, and she is still working with Commissioner Lewicki and the bank to get the bank statements to him. There was discussion about several options that could possibly be used. Kelly said she will keep working on a solution this month. Kelly said that Paul the auditor had told her there were no findings on the 2023 Audit and there were no findings on the 2022 Audit. Chair Boothe-Schmidt requested that the financials be entered into the minutes.

9. CONTINUED BUSINESS-

- a. SDAO CONSULTING CONTRACT FOR EXECUTIVE DIRECTOR RECRUITMENT- (1:20:35)

Chair Boothe-Schmidt asked that everyone look at the recruitment information in the Board Pack and said this is what we need to go over and agree upon to move forward. Chair Boothe-Schmidt said we had decided to use the same Job Description that had been previously used for Executive Director Johnston. The timeline has been updated. Jason placed the SDAO Management Recruitment Facilitation Process form that SDAO staff said is the current Scope of Work on the screen for all to view. Chair Boothe-Schmidt said that this form was the Scope of Work. Commissioner Alegria said that there is no Scope of Work included. There was discussion about the Timeline and the Recruitment Facilitation Process form being referred to as the Scope of Work. Mary said she had requested the Scope of Work from George and Shanta replied sending the Facilitation Process form and said it is the scope of work. Commissioner Lewicki said he thought the Recruitment Facilitation Form needs to say Scope of Work and either be incorporated into the contract or referred to in the contract as an official addendum and still be titled Scope of Work. Pamela said it says on the form that the Scope of Work will be attached, and it has not. Commissioner Lewicki said this does not say Scope of Work, so it either needs to say Scope of Work or be incorporated into the contract or referred to in the contract as an official addendum still be titled scope of work. Lewicki said changing the name and incorporating it in the contract will satisfy me.

Secretary-Treasurer Lewicki moved that we develop and title the specific scope of work and integrate it with the draft contract

Commissioner MacDonald seconded the motion

Discussion-There was continued discussion about the Scope of Work and a concern from Commissioner Withers about losing this time in the search process and requesting to move forward. Commissioner Lewicki asked if we could go ahead and approve the contract today and authorize the chair to approve the Scope of Work and get a copy of the scope of work at the next meeting.

Commissioner Alegria requested if changes could be made at this time. Chair Boothe-Schmidt said yes. Commissioner Alegria asked if we can add or change something now because we are not discussing the scope of work. Chair Boothe-Schmidt said we can make changes now, so they are in.

Secretary-Treasurer Lewicki withdrew his original motion.

Commissioner MacDonald withdrew his original second to the motion.

Secretary-Treasurer Lewicki moved that we vote to approve the contract as drafted and agree to give authority to the Board chairperson to review and approve the amendment and authorize the Board Chair to sign the contract.

Commissioner MacDonald seconded the motion

Chair Boothe-Schmidt said we need to discuss the salary we are offering. Boothe-Schmidt said we need to have room to negotiate but want to make sure we are offering enough to get people interested and be competitive with other counties and she suggested starting at \$110,000. There was board consensus on the salary and the same benefit package that Craig has now which is \$500 into retirement, health insurance for the director and spouse and an additional life insurance policy.

last time

Chair Boothe-Schmidt proposed allowing travel reimbursement for candidates and that we paid up to \$1000 of their travel to come here.

Chair Boothe-Schmidt added that instead of using evaluation points we are requesting SDAO to develop an evaluation process.

Commissioner Withers commented that he thought there were a lot of people at the college and involved last time and too many cooks in the kitchen. Chair Boothe-Schmidt said we all agree that that we will have a committee put that together. I am looking at doing the evaluations here with the Board and another panel so we can decide who we want on the other panel.

Name	Boothe-Schmidt	MacDonald	Lewicki	Alegria	Withers	Read	Romero	
Aye	x	x	x	x	x	x	x	
Nay								

7 Aye

0 Nay

Motion passed unanimously

Chair Boothe-Schmidt appointed Commissioners Lewicki, Alegria and Read to the Executive Director Recruitment Committee.

- b. JANUARY BOARD MEETING DATE CHANGE- (0:51:53) Executive Director Johnston explained that the STIF grant must be submitted by January 15th and the application must be approved by the TAC committee and approval of the Grant be recommended to the Board for their approval. Johnston said the TAC meeting is scheduled for January 8th and he proposed that the January Board meeting be moved to January 9th so the Board can approve the STIF grant and submit it to the state on January 15th. There was further discussion about there not being financials available for the January 9th meeting, but Kelly explained that there would be two sets presented in February this has happened in the past, but if something came up, she would let the Executive Director and Board Chair know immediately. Chair Boothe-Schmidt asked that all in favor of the January 9th meeting say aye. Motion passed unanimously.

10. NEW BUSINESS

- a. FISCAL YEAR 2023 AUDIT UPDATE- AUDIT REPORT- (04:49) Paul Nielson reported that the SETD 2023 Audit is complete and the 2024 Audit is beginning to be worked on. Lewicki said there are two changes needed at the beginning of the report, so it is up to date. One is the addition of a list of the updated Board of Commissioners during 2023, and the other is changing the report to name Paul Lewicki as Interim Executive Director. Commissioner Boothe-Schmidt said she had found a correction on page 1 under Opinions where June 30th, 2022, needs to be changed to June 30th 2023. Commissioner Alegria pointed out another clerical mistake and asked also if SETD owns the building. Paul said it has been on your depreciation schedule in the county. Commissioner Alegria asked about the local government investment board (LGIP) and asked if there is protection that we need to do if this is unstable. Paul said according to the state statutes the LGIP is not subject like banks which follow the FDIC regulations so there is no insurance required, but Paul said the banks that participate put money into it and make sure that it is protected so it is very safe. Paul said the state has a website where you can look up all the banks that are LGIP. Commissioner Alegria asked about the transfers in and out and the figures on page 17. Paul said the first column is budget and the second column is action and according to this the general fund receives transfers in from STIF and other funds which have cost and are spent. Paul explained that this report is not finished yet and that there will also need to be a Tech review of the audit where somebody totally independent will go through the audit to make sure it is accurate. Commissioner Alegria asked Paul if he sees something troublesome while he is doing the audit will he let the Board know. Paul answered yes, and said he would let Kelly, and the Executive Director know.

- b. TRANSPORTATION ADVISORY COMMITTEE APPLICANTS: (34:00) Executive Director Johnston reported that we had sent out an announcement that the Transportation Advisory Committee needed new members. Johnston reported that SETD received two excellent applications, one from Loraine DiBattista and another application from Daymond Edwards. Executive Director Johnston recommended that the Board approve both applicants for the Transportation Advisory Committee. Chair Boothe-Schmidt asked for a motion to approve both applicants.
 - Vice Chair Rebecca Read moved to approve Loraine DeBattista and Daymond Edwards as members of the Transportation Advisory Committee.
 - Commissioner Alegria seconded the motion
 - Discussion- None

Name	Boothe-Schmidt	MacDonald	Lewicki	Alegria	Withers	Read	Romero	
Aye	x	x	x	x	x	x	x	
Nay								

7 Aye
0 Nay
Motion passed

- c. MICROTRANSIT PILOT PRESENTATION- (38.37) Jason Jones Mobility Manager and Jennifer Geisler, Chief Operations Officer gave a presentation on setting up a Microtransit service in the Seaside area. They have been collaborating with Providence Seaside who has offered SETD a grant to improve transportation for patients that utilize their facilities. This will be a pilot project that will be operated like Paratransit and utilize Paratransit drivers that will coordinate rides for riders that call in for a connecting ride to a bus stop or to another destination that the bus does not go to without other means of transportation. This should help workers and students who do not have access to public transportation reach their destinations on time. Employers and riders will be able to have input into the development of the program, which will be very controlled. Providence has awarded Sunset Empire Transportation \$50,000 to use for development. The initial pilot program will be in the Seaside area and adaptive to what the community needs. Jennifer confirmed that Micro-Transit will be using Ecolane. It was also requested that the Board receive a monthly report on the progress and ridership development as the program grows.

- d. APPROVAL TO SIGN GRANT AGREEMENT WITH COMMUNITY HEALTH AT PROVIDENCE.

Commissioner Withers moved to accept the grant money of \$50,000 from Providence Health

Commissioner Lewicki seconded the motion

Discussion- Kelly asked if we will be receiving the money this fiscal year? If we do, we will have to do a supplemental budget.

Name	Boothe-Schmidt	MacDonald	Lewicki	Alegria	Withers	Read	Romero	
Aye	x	x	x	x	x	x	x	
Nay								

7- Aye
0 Nay
Motion passed

- e. SDAO Conference- Commissioner Lewicki reported that the SDAO Conference will be in Bend on February 6th through 9th.
- f. Interim Executive Director- Executive Director Johnston proposed having Board Chair Debbie Boothe-Schmidt be the SETD Interim Executive Director until you hire a new one. We have checked with George Dunkel and Matt, and both say it is possible for her to step back from the

Chair position and still be the Interim Executive Director and remain on the Board at the same time. Craig asked if there was any discussion. Commissioner Alegria asked how you can be on the Board and be the Interim Director. Chair Boothe-Schmidt said she will have to recuse herself from voting in certain circumstances, however, according to Matt and Spencer they deal with this quite often.

Commissioner MacDonald moved to approve Chair Debbie Boothe-Schmidt as Interim Executive Director

Commissioner Lewicki seconded the motion

Discussion: Commissioner Withers said after thinking this thing through he thought it is better to have someone step in and help. It is better than bringing in someone from another county that needs to be brought up to what is going on and moving forward. We are not talking about a lot of time he liked the idea of the Chair being the Interim Executive Director because it would take a new person who had not been here a couple months to even know where the bathroom was. Charles told Debbie that we can help you watch, recusing yourself in that regard. Charles said we will go with you until we find someone. Commissioner Read said it's a good fit to have Debbie serve us because she understands the district and she has been at the ready as long as I've been on the Board, and she has always been very resourceful and was one of the go team that got us out of our mess last year, and I agree that she would help us get through this for a short period of time and there are things that need to be dealt with in order to keep us on course. I feel very confident that Debbie will be able to reach out to the leadership team and our internal and external partners to make sure our operations move smoothly. I support this recommendation. Mary said she wrote Resolution 2024-03, approving Debbie as the Interim Executive Director and sent it to Matt and George and they both approved. Debbie said she appreciated everyone's support and would like to start a week or two before Craig leaves. We will need to appoint someone to negotiate my salary. Paul said he would negotiate pay for Debbie as the Interim Executive Director. Debbie moved the Board Chair to Vice Chair Rebecca Read. Rebecca took over the meeting.

Name	Boothe-Schmidt	MacDonald	Lewicki	Alegria	Withers	Read	Romero	
Aye		x	x	x	x	x	x	
Nay								
	Excused							

Aye-6
 Nay-0
 1-Excused

11. CORROSPONDENCE- (1:22)

12. EXECUTIVE DIRECTOR REPORT- (1:23) Executive Director Johnston reported that the 5310 Grant that he submitted was approved and he is currently working on the finishing the STIF grant application, and he said it is a long one, so you are getting your money's worth. Craig reported that the next Transportation Advisory Committee meeting will be on January 8th and they will be reviewing and ranking the STIF Grant projects. On January 9th there will be a full Board meeting where the Board can change or approve what the TAC Committee has recommended with the STIF Plan. Craig said he attended the OTA Conference at the Seaside Convention Center, and it was very good. The 2023 Audit was presented at today's meeting which was a requirement of our Action Plan. Craig reported that we have received two new TAC member applications and as Kelly reported earlier, we applied for and have

received reimbursements for the 5310 and 5311 funding. Craig reported on the ridership reports which have been increasing.

13. LEADERSHIP TEAM REPORTS- (1:29) Team members reviewed their reports included in the Board Pack.

14. ADJOURNMENT (1:44)

Chair Boothe Schmidt adjourned meetings at 11:45 AM

Mary Parker, Recording Secretary

Approved by:

Paul Lewicki, Board Secretary-Treasurer