

**GREATER NEW HAVEN TRANSIT DISTRICT
BOARD OF DIRECTORS – REGULAR MEETING
January 13, 2016**

**HELD AT SOUTH CENTRAL REGIONAL COUNCIL OF GOVERNMENTS,
127 WASHINGTON AVENUE, NORTH HAVEN, CONNECTICUT**

Attendance:

Directors: Branford- *Art Pappas and Dagmar Ridgway (arrived 10:15 a.m.);* Hamden- *Dan Kops;* New Haven- *Doug Hausladen;* North Branford-*Mary Bigelow;* West Haven-*Paul Bauer and Sharon Mancini;* Woodbridge-*Sharon Bender (departed at 11:03 a.m.)*

Guest: Michael Brooder and William Sawicki, Marcum LLP (District Auditors), Larry St. Clair, (Valic), John Prins (serving as Interim Human Resource Manager through Reitmann Personnel Services) and James Rode (South Central Regional Council of Governments)

GNHTD Administrative Staff: Kim Dunham, Lori Richards, Mario Marrero, Andre Welsh, and Silvana Vardhami

Call to Order: A quorum was determined to be present. Chairperson Bigelow called the meeting to order at 10:05 a.m.

Public Comment: There were no members of the public in attendance.

Approval of Minutes: Meeting minutes from the following dates were presented: July 15, 2015 (Regular Meeting), August 26, 2015 (Special Meeting), October 8, 2015 (Special Meeting), October 21, 2015 (Regular Meeting), November 17, 2015 (Special Meeting) and December 9, 2015 (Special Meeting). *Motion to accept all six meeting minutes was moved by Paul Bauer, which was seconded by Doug Hausladen and approved by a vote of 5 yea, 0 nay and 2 abstention (Mr. Pappas and Mr. Kops).*

Presentation of the Annual Audit Report: Michael Brooder and William Sawicki of Marcum LLP gave a high level overview of the FY2015 audit status. Marcum has issued a clean opinion of the District's financials for the period ending June 30, 2015. They provided information about the audit process as well as the Federal and State Single audits which are conducted in accordance with OMB Circular A-133. Management Discussion and Analysis letter is consistent with the financial statements. Mr. Brooder discussed upcoming regulatory changes, one in regard to leasing activities being treated as capital items in the financials. In response to an inquiry from Mr. Hausladen, Mr. Sawicki discussed the potential uncollectible amounts from the Foundation, which will be a consideration during the current fiscal year. Ms. Dunham will forward a copy of the Management Representation Letter to the full board for their records. The financial statements and Single Audit reports will be distributed to pertinent parties as required.

Valic Presentation: Mr. St. Clair provided a brief overview of the requested Resolution. Ms. Dunham explained the structure of the four different policies including: 1) union employee contributions, 2) non-union employee contributions, 3) employer contributions and 4) additional annual contribution for the Executive Director and Director of Special Projects (FY2016). Ms. Bender had several questions about the amendment and reinstatement and Ms. Bigelow recommended that the item be tabled to allow Mr. St. Clair time to confer with a colleague regarding any changes that are being made to the policies. (Discussion moved to the Personnel Committee discussion as outlined below.)

Mr. St. Clair returned after a short while and relayed that there are no changes being made to any of the policies and that the resolution could be changed to delete the word “amendment” and authorize simply a “restatement” of the plans that currently exist. The document will be changed accordingly by staff and resubmitted to the Board along with the meeting minutes.

Personnel Committee: Mr. Bauer relayed that the Executive Committee had met and has recommended that the board consider development of a Personnel Committee. The purpose of the Committee would be to work with the staff on updating the employee handbooks and to deal with disciplinary matters not able to be resolved by the Human Resource team. Ms. Bender provided clarification that the handbook would be edited by staff and the Committee would serve in an advisory capacity only. Also, involvement with any disciplinary matters would only relate to those involving the Executive Director that could not be resolved by other means.

Mr. Hausladen brought forth a discussion about the overall makeup of the District Board, its By-Laws, various existing committees and their responsibilities and recommended that this be looked at from an overall governance standpoint. Perhaps there are existing committees that could take over some of these responsibilities or other ways that committee functions could be consolidated. He offered to take the lead on these activities and Ms. Dunham will ask peer agencies in the state to provide their By-Laws, governance structure and committee responsibility documents to assist with this effort. *Mr. Bauer moved a motion to table further discussion regarding the Personnel Committee and Resolution 1516.107, pending Mr. Hausladen’s future report to the board on governance issues. Ms. Mancini seconded such motion, which was approved by a vote of 8 yea, 0 nay and 0 abstention.*

Resolutions:

- 1516.106 – Resolution Authorizing Amendment and Restatement of Retirement Plan via Adoption of Valic Retirement Services Company Retirement Plan for Governmental Employers. *Motion made by Paul Bauer to accept the Resolution, as amended (to remove the word “amendment” and only authorize “restatement” of the Retirement Plan), which was seconded by Dan Kops and approved unanimously by a vote of 7 yea, 0 nay and 0 abstention.*
- 1516.107 – Resolution Authorizing the Creation of a Personnel Committee as Recommended by the Executive Committee. *(Tabled)*

Reports of the Officers:

Mr. Marrero provided the Operations Report for the Second Quarter FY2016. He shared operating statistics for the quarter and suggested that he would include the CTDOT statistical report at future meetings as it includes pertinent performance data that the board would find useful. He also relayed that there has been significant improvements in Call Center Key Performance Indicators. Ms. Ridgway commended the staff on improved On-Time Performance and both she and Ms. Mancini commented that their senior center clients have noticed the improvement in service quality. They both agreed that it is important for us all to be partnering with a positive message about service improvements.

Ms. Dunham provided the Finance Report for the Second Quarter FY2016. She reviewed several revenue and expense line items that varied from year to date projections and Mr. Bauer noted that halfway through the year, the overall revenue and expense budgets were 53% and 52%, respectively.

There being no further discussion, Ms. Ridgway moved acceptance of the Operations Report and Finance Report. The motion was seconded by Mr. Bauer and approved unanimously by a vote of 7 yea, 0 nay and 0 abstention.

Departmental Reports:

Administration:

Mr. Prins introduced himself and provided an overview of his background and experience. He noted that he has been working on several initiatives, including developing relationships with our insurance broker team, reviewing personnel policies and procedures and working with the senior management team to initiate proactive activities related to upcoming union negotiations.

Capital Projects and Procurement:

Ms. Richards provided an update on the numerous projects the District is undertaking including the New Haven Bus Shelter and Alternative Analysis Study as well as working with CTDOT Rights-of-Way and Public Transportation Unit toward purchase of land for a new facility. She provided a status update on the many procurement projects that are moving forward including Auditing Services, Parking Lot Paving Project, Outdoor Lighting, Security Cameras, and Key Card Entry System. She noted that five Dodge Caravans and two new support trucks for the Fleet and Facility Maintenance team have been received.

Finance:

Ms. Vardhami introduced herself and provided an overview of her background and experience, most notably ten years in the public transportation finance field. She reported that she has been working together with her team to expedite the monthly billing process, has followed up with funding sources to receive payments in a more expeditious fashion and is working with Ms. Richards to consolidate grant record keeping functions within the agency.

Operations:

Mr. Marrero reported that the Caravans are on the road and we will be monitoring the successful utilization of those vehicles from a number of different perspectives including fuel efficiency, operational efficiency, client satisfaction and driver experience. He noted that we will be setting up “virtual garages” in the Route Match system within geographic areas that represent high utilization of our service, such as New Haven and Hamden. The target is to set up seven such virtual garages and then analyze their effectiveness. Through the diligent efforts of the Operations team, weekly overtime has decreased from nearly 400 hours per week last year, to a minimal amount this year. He also noted that there have been a reduction in the number of customer complaints and improvements in On-Time Performance.

Safety and Security:

Mr. Welsh provided an update on the Key Card Entry System which has now been fully installed. He has been working with the Loss Control Specialist from Travelers Insurance as well as other managers to identify OSHA and Workers’ Compensation loss mitigation opportunities. He and the training staff have been conducting environmental checks of client pickup/drop-off locations to ascertain any potential safety concerns. A Safety Committee has been established that includes drivers as well as representatives from the training, operations, and human resources teams. Meetings will begin next week and are expected to be highly informative and productive.

Ms. Dunham provided a brief overview of other District activities including steps to decommission the Hydrogen power station and vehicle project. She also noted that a retirement party would be held for Ms. Carter on January 15th at noon and invited board members to attend.

Adjournment: *There being no further business brought before the Board, Mr. Bauer moved adjournment at 11:47 a.m., which was seconded by Ms. Mancini and approved unanimously by a vote of 7 yea, 0 nay and 0 abstention.*