



Birmingham-Jefferson County Transit Authority
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CORRECTED – PLEASE DESTROY ALL COPIES PRIOR TO MAY 26, 2010

BOARD MEETING MINUTES
Wednesday, April 28, 2010

Opening: The meeting was called to order by the Chairman, Guin Robinson, at 12:00 p.m. in the Council Chambers, City of Mountain Brook, located at 56 Church Street, Mountain Brook, AL.

Members Present: Joyce Brooks, Frank C. Galloway, Brian Hamilton, Johnnye P. Lassiter, Ronald Lyas, Doris Powell, Guin Robinson, and Rev. Patrick Sellers

Members Absent: Walter Jones

Others Present: Debra Anderson-Burse, Christopher Bolling, Anna Brown, Ernestine Cobb, William Copling, Jacquese Gary, Judy Gordon, Susie Hannah, Barbara Lawson, Chris Leffert, Dr. Jesse Lewis, Tracy Lewis, Phillis Meeks, Debbie Moritz, L. A. Moss, Richard Nardecchia, Kevin Owens, Nicholas Porterfield, Joi Scott, Ken Simon, Rhonda Siserir, Collina Washington, Lou Willie, Deborah Witt, and James Wormely, Jr.

A moment of silence was observed.

Rev. Patrick Sellers led the assembly in the recitation of the **Pledge of Allegiance**.

Adoption of the Agenda: The revised agenda was adopted by general consent.

Adoption of the Minutes: The minutes were adopted by general consent.

Chairman's Report –

Update on the Executive Director Position:

Guin Robinson reported that Mr. Peter Behrman had accepted and signed the contract with the terms and conditions as presented. His official start date as the new BJCTA executive director is May 17, 2010.

American Public Transportation Association (APTA) Review:

Mr. Robinson announced that the APTA reviewers will be on site to review all aspects of the organization on May 17-20, 2010. A preliminary report will be given from 8:30–10:30 a.m., on May 20, 2010; a final report will follow in writing. All Board members were invited to attend the reporting session and were encouraged to mark their calendars. He thanked staff for compiling information and documentation for the reviewers.

Blue Ribbon Panel for Transit

Mr. Robinson reported that he and BJCTA staff had attended a meeting with the Panel the previous week in which he gave an overview of the Transit Authority. He requested that each and every Board member be interviewed by the Panel. The Panel is comprised on an incredible group of leaders from this community. He believes this to be a positive move by the mayor's office and he remained encouraged by their work.

Johnnye P. Lassiter expressed an interest in attending meetings of the Blue Ribbon Panel for Transit. Mr. Robinson offered to inform the Panel that the Board has a strong desire to be involved in the process.

Employee of the Month:

Mr. Robinson expressed appreciation and presented the employee of the month award to board support Barbara Lawson.

Welcome:

Frank Galloway welcomed the BJCTA employees, board members and guests to the City of Mountain Brook. Mr. Robinson recognized Albert Zaragoza, Mayor of Vestavia Hills, who was present at the meeting and thanked him for his continuing support of the Transit Authority.

RFP for Legal Services and/or Extension

Ms. Lassiter moved that the current contract for legal service be extended until the next meeting; seconded by Doris Powell and approved by general consent of those members voting. Frank Galloway, Brian Hamilton, and Rev. Patrick Sellers abstained from voting due to professional and/or personal reasons.

Interim Executive Director's Report –

RFP for Janitorial Services:

William Copling, Interim Executive Director, announced that the BJCTA received notice from the current janitorial service company that they were terminating the contract with the BJCTA on May 31, 2010, due to no profit as anticipated. An RFP for janitorial services has been prepared and sent to legal counsel for their review. Ken Simon, Legal Counsel, advised that there were a couple of issues to be considered: 1) the BJCTA will need to get someone to fill the gap between the termination and the issuance of a new contract, and 2) there may be problems with the current contractor not fulfilling the duties as agreed. The contract does not expressly give them the right to terminate but as a practical matter the BJCTA cannot force them to keep performing. To seek performance, the best remedy in court would be to file a lawsuit and hire someone to do the work. The current company would have exposure in being required to pay the difference between the cost of what they agreed to do the work and what the new service would cost. Mr. Hamilton stated that it is very important that this matter be handled and to use this opportunity to show our riders that cleanliness is important. He further stated that this is an item within the scope of BJCTA control and the facilities

must be kept cleaned. Ms. Lassiter said the Board needed to be apprised of these matters and that it should be clear that it was the Board's responsibility to select the new contractor. Mr. Robinson reiterated that contracts should go through legal services and the committee process.

Bus Procurement:

Mr. Copling introduced and welcomed Debbie Moritz of NABI. Ms. Moritz gave an update on the bus build. The first lead bus is expected to be shipped at the end of June and will be on site for testing for thirty (30) days. Buses #2-4 will ship on 10/2/2010; buses #5-7 on 10/9/2010; buses #8-10 on 10/16/2010; and buses #11-12 on 10/23/2010. Mr. Robinson thanked Ms. Moritz for her attendance and requested that she keep the Board notified of progress and any concerns that may arise, especially in the schedule.

Financial Report:

Richard Nardecchia, Chief Financial Officer, reported that as of March 31, 2010, assets were \$30,691,688.31 while total liabilities were \$9,961,252.65. The Income Statement details year to date revenues of \$15,802,802.57 and expenses of \$14,338,440.13 resulting in a difference of \$1,464,362.44. The total cash and cash equivalents were \$6,946,915.86 of which \$6,920,323.48 was the balance in the operating and money market accounts. The debt owed to Compass Bank was \$150,591.50, which will be retired in June 2010. Total overall variance with the budget is a positive \$2,690,834.83.

Update on Municipalities:

- Birmingham is expected to remit over a million dollars before the end of June and the remaining balance the following quarter.
- Brighton: no payments have been received.
- Lipscomb: no payments have been received.
- Hoover: payments are expected once the memo of understanding is approved by all parties.

Rev. Patrick Sellers recommended that the BJCTA re-negotiate with the cities of Lipscomb and Brighton. Mr. Robinson replied the Board must make a decision regarding these municipalities. The situation is different than that encountered with the City of Hoover, which disputed the agreed level of service.

Summary of Meetings:

Ms. Lassiter requested that the executive director update the Board on the meetings that he attended during the month. In response, Mr. Copling reported:

- On March 25, 2010, a meeting took place with representatives regarding the paratransit van inspection. The thirty day test period for the pilot paratransit vehicle has been exhausted. Comments were received from operators, maintenance personnel, and the general public and will be reviewed in a staff meeting. He does not expect any significant re-engineering design requests to be made to the manufacturer. Ms. Powell requested that the comments be shared with the Board in report form.

- On March 30, 2010, a Pension Committee meeting was held. Mr. Copling attended, along with Mr. Robinson.
- On April 1, 2010, Mr. Copling attended a COMTO luncheon with Director Ronald Lyas and other COMTO representatives to discuss the upcoming election of new officers. The elections took place for the positions of President, Vice President, Secretary and Treasurer.
- On April 8, 2010, Mr. Copling met with Chris Dabbs of NABI to discuss the delivery of vehicles and having representatives attend regular Board meetings.
- On April 8, 2010, a meeting was held with Digital Recorders who will be providing the BJCTA with hardware and software for the Paratransit Department. Mr. Hamilton questioned whether or not the BJCTA was using an existing vendor for an additional procurement without sending an RFP for competitive bidding. For clarification, he directed that legal counsel review this matter and give approval that the BJCTA is acting within federal guidelines before action is taken. Ms. Powell requested that legal counsel give the Board a list of items under review. Ms. Lassiter requested details with the list and stated that meetings such as with Digital Recorders should be cleared with the Board before taking place.
- On April 14, 2010, a meeting was held with Mac Uniforms who was asked to provide a new design for the BJCTA bus operator uniforms. A sample has been displayed at 8th Avenue Operation Facility so that personnel can offer comments. The sample of the new uniform will be brought before the Board. Mr. Copling confirmed with Mr. Hamilton that the work would be performed under an existing contract and that proper procurement procedures are being followed. The current design will be at a reduction in cost per item. Ms. Lassiter questioned how anyone could know if it were at a reduction in cost if procurement was not out for bidding. Mr. Hamilton commented that the issue is whether or not there is a provision for the redesign in the existing contract. Collina Washington, Procurement Manager, said that it was not a direct contract with the BJCTA but more or less part of the Union contract. Ms. Lassiter countered that if the BJCTA is paying for the uniforms, then the BJCTA should be making the decisions. Mr. Hamilton requested more information. Mr. Robinson directed board support to add this item to the committee meeting agenda.
- On April 19, 2010, Mr. Copling visited the NABI facility in Anniston with BJCTA maintenance personnel to review the pilot vehicle that is now on the production line. The BJCTA mechanic will return to the facility for review of the work every week or so to view the production stages and ask any questions regarding the wiring and hosing assembling.
- On April 22, 2010, Mr. Copling was scheduled to attend the U.S. 11 consultant interviews; however this conflicted with the Blue Ribbon Panel meeting that he attended with Mr. Robinson and other members.

Questions and/or Comments from the Board:

Ms. Powell requested that riders be able to view the names of bus operators when first boarding the vehicles. She also requested clarification regarding breaks for the drivers. Mr. Copling responded that breaks for drivers to make purchases are not part of the schedules. Ms. Lassiter referred to one of the complaints in the customer comments report that pertained to the breaks. Mr. Copling said that he knew it was occurring and it would be investigated. Mr. Lyas suggested that members bring personnel matters to the attention of staff immediately, rather than waiting for Board meetings. Both Ms. Powell and Ms. Lassiter stated that is their process. Mr. Robinson directed that complaints be added to the committee meeting agenda.

Resolutions for Consideration and Approval:

- A. Resolution No. 2010-11:** Authorization for the Interim Executive Director to Award a Contract to Hardy Services to Replace Two Roof Top Heating & Air Conditioning Units at the 8th Avenue Operations Facility was moved by Frank Galloway, seconded and approved by general consent.

Discussion: Mr. Galloway requested that additional information be provided in staff summaries that would include the name of the manufacturer, the names of companies making bids, their respective costs, and staff's recommendation.

- B. Resolution No. 2010-12:** Authorization for the Interim Executive Director to Remit Payment to Precision Sales & Services, Inc., for the Repair of Trolley #2177 was tabled.

Discussion: The trolley was taken to Precision Sales with the complaint that the engine would not remain running and the power steering did not work. The vehicle was returned to service in January 2010. When the invoice was received, it was discovered that Precision Sales repaired the defects and then provided unauthorized repairs following an inspection. This item will go to Committee.

- C. Resolution No. 2010-13:** Authorization for the BJCTA Board of Directors to Enter into an Employment Contract with Peter S. Behrman for the Position of Executive Director was a formality of the Board's vote last month and unnecessary, per legal counsel.

- D. Resolution No. 2010-14:** Approval and Ratification of Memorandum of Understanding with the City of Hoover was tabled.

Discussion: Ken Simon, Legal Counsel, referred to the BJCTA's standard memorandum of understanding and the proposed memo of understanding from the city of Hoover. He advised the Board of all differences. Mr. Simon did not recommend the Board accepting the provision that calls for the BJCTA

to defend, indemnify and hold harmless the city of Hoover from any and all claims arising out of the transit services the BJCTA expects to provide. Mr. Galloway also recommended that the Board not approve this provision, since the possible open-ended costs would not be covered by BJCTA insurance. Mr. Simon agreed to communicate with Hoover's attorneys on this day to resolve the matter as soon as possible. Ms. Lassiter abstained from voting, as she is an employee with the city of Hoover.

E. Resolution No. 2010-15: A Resolution in Support of Alleviating Traffic Congestion on U.S. Highway 280 was tabled.

Discussion: Ronald Lyas requested time to become more familiar with the resolution.

Old Business –

Update on 8th Avenue Operations Facility:

Mr. Copling reported that the RFP was currently being reviewed by legal counsel. Joi Scott, Legal Counsel, said that her office had not received the document. Mr. Robinson expressed concerns over the status of the BJCTA RFQs and expressed strong disappointment in the lack of follow-up by staff. Mr. Copling offered to personally hand-deliver the document. In response to Mr. Hamilton, Mr. Copling said that the BJCTA would not be severely impacted by the delay of the RFP. However, the height would be restricted on how high the buses could be raised because of the duct work. He could not guarantee that the facility upgrade will be in place before the new buses arrive.

Mr. Hamilton asked for a complete update at the next committee meeting regarding all issues of the upgrades to 8th Avenue Operation Facility. He directed staff to make sure that specifications from NABI are incorporated in the work request. The Board must be thoroughly convinced of what is going on technically.

Mr. Robinson asked for a complete list and status report of all items under legal review to be presented at the next committee meetings.

#25 Center Point Route:

Doris Powell referred to the public hearing that is scheduled in regards to the #25 Center Point route and referred to an email that indicated the restructuring would present challenges and add 20 minutes to the route or else require three buses being added to the route. She asked what has changed. Mr. Copling did not recall the email but replied that the re-routing is proposed for routes #25 and #28 and would not incur any additional costs. Ms. Powell also expressed concerns over route restructuring taking place before the arrival of the new executive director.

Mr. Robinson recommended that the BJCTA continue with the public hearings, receive comments, but let the matter come before the Program Development Committee meeting before implementation.

