



Birmingham-Jefferson County Transit Authority  
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## **BOARD MEETING MINUTES**

Wednesday, March 25, 2009

**Opening:** The meeting was called to order by the Chairman, Chris Lewis, at 12:08 p.m. in the Public Meeting Room, located at Central Station, 1735 Morris Avenue, Birmingham, Alabama 35203.

**Members Present:** Frank C. Galloway, Jr., Brian Hamilton, Walter Jones, Johnnye P. Lassiter, Chris Lewis, Ronald Lyas, Doris Powell, Rev. Patrick Sellers, and Guin Robinson

**Members Absent:** None

**Others Present:** Debra Anderson-Burse, Chris Bolling, Kaydee Erdreich-Breman, Butch Ferrell, Jacquese Gary, Sylvia Jenkins, Barbara Lawson, Jesse Lewis, Joi Scott, and Kenneth Simon

Invocation was given by Rev. Patrick Sellers.

Guin Robinson led the assembly in the recitation of the **Pledge of Allegiance**.

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

**Adoption of the Minutes:** The minutes were adopted by general consent, with the following change:

- Under the Interim Executive Director's Report, the third bullet item shall be changed to read "Meeting with all ten (10) Alabama transit authorities"

### **Committee Reports**

#### **Program Development Committee**

The Program Development Committee did not meet; therefore, no report was provided.

#### **Finance Committee**

Walter Jones announced that the resolutions on the agenda had been discussed in the Finance Committee of March 20, 2009, and further discussed in the Committee of the Whole Meeting of March 25, 2009. Mr. Jones said that he would give a report on the resolutions and if there were further questions, the questions could be addressed when the Board reached the agenda item. He reported that Resolution No. 2009-15 would amend the BJCTA travel policy. The travel policy, as stated now, says that if a member

misplaces or loses receipts during travel on BJCTA business, then the member is not eligible for further travel. The Finance Committee felt it appropriate to amend the travel policy to add a clause that states that a member can sign a waiver affirming that the member has misplaced or lost a receipt for an expense in a certain amount and that the expense was incurred on a particular trip while doing business for the BJCTA. The resolution would be made retroactive to clear outstanding balances.

**Discussion:** Frank Galloway expressed concerned over the outstanding balance in the amount of \$1,875 and was in favor of reconciling the budget. He suggested that if it is not taken care of by April 2009, he would like to request that it be put on the record which Directors have outstanding balances and how much money has not been reconciled.

Guin Robinson asked Ken Simon, Legal Counsel, if the policy could be made retroactive to cover lost receipts from years past. Mr. Simon replied that the policy could apply to all current outstanding travel items. The other two options would be: 1) that the Director who has lost a receipt would have to cover the amount out of their personal pocket, when in fact they were doing official business for the Authority; or 2) that the Director's ability to travel would continue to be suspended. He further stated that this amendment is an honor system approach. There would still be accountability and there is not any serious potential for abuse in that most any trip would incur expenses for a place to sleep and food to eat. Mr. Simon recommended this amendment as a reasonable balance to deal with the current issue.

Mr. Robinson questioned if there was a limited amount to spend each day. Chris Lewis answered that a Director is allowed a \$75 per diem for each day of travel.

Ronald Lyas asked if his understanding was correct in thinking that there are directors with outstanding travel balances and if this resolution would reach back and correct balances for those Directors. Mr. Lewis answered that his understanding was correct and the outstanding balances go back to 2006. Mr. Lyas stated that it was unacceptable for a Board Member to help set policy, travel upon set policy and then not follow the policy. Mr. Lyas further stated that all members should be bound by the same rules of reconciling their travel expenditures shortly after their travel.

Mr. Lewis stated that the matter of outstanding balances is a situation that the Board needs to provide clarity and that it made reasonable sense that any Director would spend at least \$75 a day for food, and/or for cab rides back and forth to the airport or meeting place. Mr. Lewis continued that the Directors' trips were made almost at charity to support transit issues. He continued that Legal Counsel has looked at the situation, made a recommendation, the resolution is on the agenda and it can be voted up or down when the Board gets to that item of the agenda.

Mr. Lyas said that he had a point of order, and demanded to be heard on the issue. Mr. Lewis requested that Mr. Galloway proceed with the Human Relations Committee report.

### **Human Relations Committee**

Mr. Galloway said that as part of his Human Relations report, he would like to ask the Chairman for clarification that when the time comes to vote on the travel policy resolution, then Mr. Lyas and all other Directors would have an opportunity to speak, or else would the Board simply call for a vote. Mr. Lewis agreed the members would have an opportunity to discuss the resolutions. Mr. Lyas said that he had no problem with waiting.

Mr. Galloway reported that the Human Relations Committee did not meet this month but the report enclosed in the Board packet was from the February meeting that was held on the same day as the February 25, 2009 Board of Directors meeting.

Mr. Galloway announced that the Human Relations Committee is involved with the *Ad Hoc* Executive Director's Search Committee. A meeting was held on March 23, 2009 to discuss the job description of the Executive Director and plans were made to finalize the description within seven (7) to ten (10) days. The main recommendation of the Committee was that the job description emphasizes that one of the key responsibilities would be fund raising. The new Executive Director will be expected to spend a considerable amount of time securing funds through state legislature, the cities that the BJCTA serves and other sources of revenue. This responsibility would not exclude other duties.

Mr. Robinson asked, because a job description could be interpreted different ways, if building constituencies and being interfaced with authorities in the communities were part of the description. Mr. Galloway answered positively because securing the funds went hand in hand with building relationships with the BJCTA customers. Mr. Robinson said that he was more concerned with those things than the Executive Director being able to sit for ten (10) minutes as mentioned in the original job description.

### **MPO Update**

Mr. Lewis said that because an emergency meeting had been called regarding stimulus funds that affect the BJCTA, the MPO update would be moved under the chairman's report for discussion.

### **Chairman's Report**

For the benefit of Board members that were not present in the Committee of the Whole Meeting, Mr. Lewis shared that he is not going to seek reelection for the seat of Chairman. He commented that he had prepared an outline of goals to be accomplished before the end of his term and would discuss the goals in more detail at the upcoming Board Retreat that he has asked Johnnye P. Lassiter to organize.

Mr. Lewis reported that the \$1.77 million dollars from the City of Birmingham will be used to overhaul Paratransit vans and increase capacity by seventy-six percent (76%). The \$8.7 million from the stimulus money will be used to purchase at least 14 new buses. Because of the height of the new buses, the maintenance facility will need renovating to provide clearance into the garage. A portion of the \$8.7 million from the stimulus money will be used for the implementation of the super stops and hubs.

Mr. Lewis further reported that the MPO is committing \$22 million toward transit projects that are required to be finished by mid-September 2010. He credited this accomplishment to recent events of the Board and the Regional Planning Commission (RPC). The only two projects that meet the deadline and criteria for the proposal are the super stops and the express bus service. Mr. Lewis referred to the transit rendering map and stated that it represented a holistic view of the super stops, the express bus service, in-town transit partnership, and the commuter rail projects. The Federal Railway Administration possibly has money available; however, before the BJCTA could get to the table to discuss the funds, a feasibility study would have to be completed to outline the cost.

Mr. Lewis announced that in order to begin the planning stages of these projects, Charles Ball, Executive Director of the RPC, has assembled a team of planners, architects and land development teams to prepare a series of prototypical design concepts of the super stops. The team is doing the work *pro bono*. The projects will require community support and community government officials will need to help in the decision of how many stops are needed, where the hubs are needed to be placed, how big the stops should be and how the stops should look. Larry Langford, Mayor of the City of Birmingham, has agreed to take the final concepts, which should be ready by the end of April, and transpose them into 3-D presentations on CDs, at no cost to the BJCTA. The Board can then present these visuals to the communities.

Mr. Lewis stated that his goals for this Authority have been: 1) state dedicated funding initiatives, and 2) transit improvement. There have been challenges from day one, such as: 1) working with an Interim Executive Director while trying to hire a permanent Executive Director; and 2) the Collective Bargaining Unit issue. Another problem has been developing community cooperation. Without having a permanent Executive Director in place, Mr. Lewis has become the point of contact for the BJCTA. This responsibility has required more time away from his personal business than he will be able to continue to give. Mr. Lewis assured that whoever is Chairman after him, will have his full support in continuing to develop transit as it should be.

Mr. Lewis requested a motion to approve the planning process that will allow Mr. Ball and the BJCTA staff to move forward conceptualizing how the super stops should look. Rev. Sellers made the motion, Ms. Lassiter seconded, and it was approved by general consent.

Doris Powell referenced the renovation plans to accommodate the height of the new buses and asked if the Board did not recently approve several hundred thousand dollars to pay for having the roof repaired at the 8<sup>th</sup> Avenue Facility. She further questioned why the renovations were not considered at that time. Mr. Lewis said that when the repairs were made, it was a necessity. The Board was not in a position of knowing that funds would become available to purchase the new buses.

Mr. Lewis apprised the Board that the BJCTA has a number of contract partners that have chosen to pay via ad valorem taxes. The challenge is that the BJCTA does not

have legal contracts with all the municipalities being served, so if any were to call the County and say that they did not want to pay, then the BJCTA would not have a contract to go forward. He said that Legal Counsel is working to provide answers regarding the contracts and the rate structure.

Mr. Lewis announced that he has asked staff to provide a portfolio that will be given to all Board members. The portfolio will have the listing of the Board members with their term, department head information, the budget, a breakdown of number of employees, number of vehicles and route information. The service being afforded to each municipality (Birmingham, Jefferson County, Midfield, Homewood, Bessemer, Mountain Brook, Tarrant, and Fairfield) will be itemized to include the number of riders, the total number of Paratransit trips provided per year, and the number of service hours. The portfolio will be a detailed view that Board members can see specifically what the BJCTA is doing for each municipality. As the Board goes out to sell the services, the municipalities will know exactly what they are getting from the Authority and how much they will be asked to pay for those services. The portfolio should be prepared for the Executive Committee's review by April 6, 2009. The Executive Committee will present the final draft to the Board.

#### **Interim Executive Director's Report**

Debra Anderson-Burse, Director of Administration & Risk Management, reported that the Interim Executive Director's report was in the Board packet and that she would be happy to hear any specific questions.

Mr. Hamilton announced that the BJCTA ridership numbers have gone down and yet there is a projection in the budget of an increase in ridership. He requested that those numbers be reconciled. Mr. Hamilton also drew attention to the safety numbers that are spiking and said that staff should know that the Board is concerned and willing to raise awareness about safety, possibly from a policy standpoint.

#### **A. Financial Report for period ending February 28, 2009**

Mr. Lyas asked if there is information in the financial report that lists the board members who have outstanding travel balances and, if so, the dollar amounts. Mr. Galloway answered that the total is all that is reflected in the report. Mr. Lyas said that he would wait until the appropriate time to ask more specific questions.

Mr. Robinson said that he had requested an overtime report at the past couple of Finance Committee Meetings and referred to the February minutes where he also requested that the Board receive such report, reflecting totals, on a monthly basis. Mr. Robinson said that he was not only thankful to be in receipt of the report but also he was extremely alarmed at the amount of overtime that the BJCTA has expended. He requested to continue receiving the overtime report, with the totals and a percentage. Mr. Hamilton requested an explanation of how the BJCTA accounts for the overtime in the budget.

Mr. Lewis reported that he asked Ms. Burse during the Finance Committee meeting on March 20, 2009 to provide clarity on department heads that are qualified to receive overtime pay. Ms. Burse responded that non-exempt employees receive overtime pay.

Ms. Powell commented that she was appalled and embarrassed after reviewing the overtime report. With these funds, the BJCTA could provide a non-employed person in Birmingham with part-time or full-time work, which would benefit the BJCTA and also a person in the community who is having a hard time.

Ms. Powell also stated that the BJCTA was the recipient of New Freedom Funds. She could not find any dollar amount listed in the draft budget and requested explanation.

Mr. Burse said that she would provide a safety report to the Board at the next committee meeting that would show where the spikes are and also an explanation.

Mr. Lewis requested a motion to hold a Board Retreat in the next thirty (30) days to address financial concerns and work toward planning and development to take advantage of stimulus funds. Mr. Robinson made a motion that the Board move forward with planning a Retreat to be held at Central Station with a budget of \$2500. The motion was seconded by Ms. Lassiter, and it was approved by general consent.

Mr. Galloway questioned why \$2500 would be needed if the Retreat would be held at Central Station. Mr. Jones responded that \$1500 would be needed for a facilitator and \$1000 for miscellaneous expenses. Ms. Lassiter asked the Board members to check their calendars for April 17 and April 18, 2009 and let her know their availability to attend the Retreat.

Ms. Powell mentioned the invitation received from Congressman Artur Davis to attend a Transportation Summit where stakeholders could present proposed projects, needs, and wants related to transportation development. Mr. Lewis said that the BJCTA needed representation at the Summit and he instructed Barbara Lawson, Board Support, to email the notice to all Board members and staff. Ms. Powell read the meeting times and places of the three summits to be hosted by Congressman Davis.

## **Resolutions for Consideration and Approval**

**A. Resolution No. 2009-15** - Amendment to the Birmingham-Jefferson County Transit Authority's Travel Policy was tabled.

**Discussion:** Mr. Jones reported that Resolution No. 2009-15 had been approved in the Finance Committee and made a motion to the Board for approval.

Mr. Lyas said that he was unready to vote on this resolution due to a lack of information. He stated that his attention had been directed to page 27 and the line item where Board members owe an amount of \$1,875 for travel. He further stated that it was his understanding that portions of that amount go back to 2006. Mr. Lyas requested that staff provide the names of board members who owe outstanding balances, what year

the balances represent, and when the balances were incurred. He stated for the record that he is not ready to vote for two reasons: 1) not all information has been made available; and 2) he believes that it gives the wrong appearance for an elected board member who owes money to try to legislate in order to get votes so as to not owe the money any longer. Board members should not have a special point of privilege in terms of money. Mr. Lyas offered a substitute motion that the Board not vote on Resolution No. 2009-15, but table the resolution until such time when the Board would have more information and a better understanding of the proposed policy.

In an effort to provide clarification, Mr. Lewis said that there were four board members that have outstanding balances -- Mr. Lewis, Mr. Hamilton, Ms. Powell and Ms. Lassiter.

Mr. Lewis explained that in his scenario, he had submitted the receipts but during the approval process, an amount of \$36 was denied. His entire expense report of approximately \$300 is reflected in the outstanding balance, rather than the \$36. He went on further to say that some Board members may not have known the rules and regulations at the time of travel and have learned by trial and error. Mr. Lewis asked that as the Board considers the policy, for the members to be reminded that building relationships and development does have a cost.

Mr. Robinson stated that he has been consistent with his opinion of travel issues. He fundamentally has issues for paying for expenses without receipts. He has only traveled once for the organization and was given a copy of the policy prior to travel so he knew what to expect. His problem with the current policy is the stipulation that if a member does not settle their account, then the member is restricted from future travel. He would feel more comfortable if the policy included a clause whereby a member would not be reimbursed if the member did not submit receipts. Mr. Robinson does not question the expenses and acknowledged that a \$75 per diem is not enough. However, he believes that if there is a rule, the rule is to be followed or changed, but not after the fact.

Mr. Robinson recognized the meaning of "no receipts" but asked what "balance" meant in the report provided. Mr. Lewis explained that "balance" means that the receipts were submitted but during the approval process an item was questioned or denied. Mr. Robinson asked the writer of the new policy if the policy dealt with "no receipts" only. Mr. Simon replied yes.

Mr. Galloway mentioned items of the travel discussion to be corrected. 1) Mr. Robinson had been talking about reimbursement after travel. The issues at hand deal with Directors getting travel advances and then having to account for the expenses or else reimbursing the BJCTA for the unaccountable amount of the advance; and 2) Most of the outstanding balances are related to when all or a significant portion of the travel advance was not accounted for by returned receipts, with Mr. Lewis' scenario being the exception. To Mr. Galloway's understanding, for example in Mr. Hamilton's case, there was a \$225 advance; \$38.88 was accounted by receipts, leaving \$186.12 as unaccountable.

Mr. Robinson suggested that the Board investigate the entire problem of travel, rather than come up with an exception for a couple of issues. Mr. Lewis said that the first problem is that a \$75 per diem is not enough money, especially when a member might have to pay fares of \$40 per one-way trip to a meeting place, and still need to eat during the day.

Ms. Lassiter stated that she realized that \$75 was the per diem but in years past, a member only had to submit receipts if the member went over the per diem for cab fares, etc. She said that at the time she reconciled her expense report, she had all of her receipts in an envelope. However, she was instructed to state and affirm the items listed on the expense report. She was told that would take care of the report. She believed the resolution would be the solution to the outstanding balances. Mr. Lyas commented that the policy she referenced has since been amended.

Mr. Jones said that the Board needs to send the policy to the Human Relations Committee to be re-written, maybe to include a solution to deal with the outstanding balances. The only reason that it was in the Finance Committee is because members were trying to clear up receipts and balances. He wanted the policy out of the Finance Committee.

Ms. Powell commented that the report is not accurate in showing no receipts for her scenario because some receipts were submitted and the amounts of receipted items do not appear to be reflected in the amount listed as outstanding. She failed to understand why the Board was placing so much importance over \$1,875 when there is \$179,000 in overtime in the draft budget.

Mr. Lewis said that Resolution No. 2009-15 should be tabled and suggested that, as a recommendation is sought after, the Board should employ common sense. A Board member is serving in the capacity basically for free and asked to travel for the good of the organization. Under the current policy, the member is fed and transported for \$75 per day. He stated that the Board has been dealing with the travel issue for three (3) years and as this organization moves forward in regards to transit development and ascertaining stimulus funds, it should be addressing larger issues. He commented that as he reached out to the public and business communities, comments have been made regarding the Board's reputation of being dysfunctional. If the Board allows an item in the budget to cause disorder, then maybe the reflection is accurate.

Mr. Galloway suggested that the Chairman ask which Board members are causing the dysfunction--those who are complaining about the problems or those who are creating the problems. His suggestion is for the members who have outstanding balances to pay and the problem of outstanding balances/receipts will be resolved.

**Resolution No. 2009-16** - Authorization to Execute a One-Month Contract with The Lewis Group to Provide Marketing Communication Services was moved by Mr. Jones, seconded by Ms. Lassiter, and approved by general consent.

Mr. Lewis stated that Resolution No. 2009-16 was to resolve the Marketing Contract issues and requested a motion to approve the contract.

Mr. Simon recommended that additional language of “and to act immediately on several urgent and sensitive matters” be added to the resolution in the final whereas paragraph.

The paragraph would then read “WHEREAS, in order to prevent a disruption of marketing services and to act immediately on several urgent and sensitive matters, the BJCTA desires to enter into a one-month contract with The Lewis Group for an amount not to exceed \$4,999.99” in its entirety.

**Old Business –**

Mr. Jones asked Mr. Lyas to be engaged in completing the Marketing Contract by the end of April 2009, since the Program Development Committee is poised to lead the RFQ. Mr. Jones then asked Mr. Lyas if he had read the Marketing Contract. Mr. Lyas said that his committee would be sure to handle the items designated under it. Mr. Lewis requested that it should be noted that the Program Development Committee should provide clarification on the Marketing Contract by the next Board meeting.

**New Business - None**

**Public Comment - None**

The **Meeting Adjourned** at 1:15 p.m. The next **Regular Meeting of the Board of Directors** will be held **Wednesday, April 22, 2009 at 12:00 PM** at Central Station, 1735 Morris Avenue, Birmingham, AL.

Minutes submitted by: Barbara Lawson, Administrative Assistant

Date: \_\_\_\_\_

Approved by: \_\_\_\_\_  
Chris Lewis, Chairman

Attest: \_\_\_\_\_  
Rev. Patrick Sellers, Secretary/Treasurer