



Board of Directors and Transit Advisory Committee Joint Meeting Minutes for Wednesday, May 15, 2019

NAIPTA
3773 N. Kaspar Dr.
Flagstaff, AZ 86004

NOTE: IN ACCORDANCE WITH PROVISIONS OF THE ARIZONA REVISED STATUTES THE SUMMARIZED MINUTES OF NAIPTA BOARD MEETINGS ARE NOT VERBATIM TRANSCRIPTS. ONLY THE ACTIONS TAKEN AND DISCUSSION APPEARING WITHIN QUOTATION MARKS ARE VERBATIM.

The Board of Directors and Transit Advisory Committee met in Joint Session on Wednesday, May 15, 2019 at 10:00 am in the NAIPTA Training Room, 3825 N. Kaspar Dr., Flagstaff, AZ 86004.

Members of the Board and Transit Advisory Committee attended in person. The public was invited to observe and participate in the meeting at the address above.

BOARD MEMBERS PRESENT:

Jamie Whelan, (Vice Chair/Acting Chair) City Councilor, City of Flagstaff;
Jim McCarthy, City Councilor, City of Flagstaff;
Joanne Keene, (Secretary), Executive Vice President and Chief of Staff, NAU, left the meeting at approximately 1:55pm;
Emily Allen, Assistant Vice President of Community Relations, NAU, alternate, joined the meeting at approximately 10:04am;
Steve Peru, Chief Development and Government Relations Officer, CCC, designee, joined the meeting at approximately 10:15am;
Art Babbott, Board of Supervisors, Coconino County, left the meeting at approximately 1:44pm;
Adam Shimoni, Vice Mayor, City of Flagstaff, alternate, joined the meeting at approximately 10:15am

**Three of our five Board member seats must be present to constitute a quorum.*

***The City of Flagstaff holds two seats.*

BOARD MEMBERS EXCUSED:

Austin Aslan, City Councilor, City of Flagstaff, alternate;
Matt Ryan, Board of Supervisors, Coconino County, alternate;
Colleen Smith, President, CCC

TAC MEMBERS PRESENT:

Gillian Thomas, (Chair), Citizen Representative, Coconino County;
Dave Wessel, (Vice Chair), Manager, FMPO, joined the meeting at approximately 10:10am;
Shane Dille, Deputy City Manager, City of Flagstaff, designee;





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Lucinda Andreani, Deputy County Manager, Coconino County, designee, joined the meeting approximately 10:33-11:45am;

Christopher Tressler, County Engineer, Coconino County, alternate, joined the meeting at approximately 10:08am;

Judy Manor, Assistant Director of Campus Shuttle Services, NAU, alternate;

Erin Stam, Director of Parking and Shuttle Services, NAU, designee;

Paul Wagner, Citizen Representative, City of Flagstaff

**Five of our eight TAC member seats must be present to constitute a quorum.*

TAC MEMBERS EXCUSED:

James Jayne, County Manager, Coconino County;

Barbara Goodrich, City Manager, City of Flagstaff;

Jeff Bauman, City Engineer, City of Flagstaff, alternate;

Martin Ince, Multi-Modal Planner, FMPO, alternate;

Aaron Tabor, Faculty, CCC;

Kevin Parkes, Citizen Representative, City of Flagstaff, alternate;

T. Paul Thomas, Business Representative, Northern Arizona Leadership Alliance;

Tim Kinney, Business Representative, Northern Arizona Leadership Alliance, alternate

NAIPTA STAFF IN ATTENDANCE:

Erika Mazza, CEO and General Manager;

Heather Dalmolin, Administrative Director;

Jim Wagner, Operations Director;

Kate Morley, Development Director;

Jacki Lenner, Marketing and Communications Manager;

Wade Forrest, Facilities Manager;

Jan Richer, Operations Manager;

Sam Short, Safety Manager;

Lauree Battice, Business Manager;

Anne Dunno, Capital Project Manager, joined the meeting approximately 10:30-11:00am;

Jon Matthies, IT Manager;

Rhonda Cashman, Executive Assistant and Clerk of the Board;

Scott Holcomb, NAIPTA Attorney

GUESTS PRESENT:

Jarrett Ransom, President and CEO of The Rayvan Group

1. CALL TO ORDER -Vice Chair Whelan called the meeting to order at approximately 10:00am.
2. WELCOME, INTRODUCTIONS, AND ROLL CALL
3. SAFETY BRIEFING



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Mr. Forrest noted in case of emergency, everyone should exit the building and gather at the main gate. There is a fire extinguisher outside the room in Shop 3. In the event 9-1-1 would need to be called, he would be the primary caller and Mr. Jim Wagner would be the designated secondary caller. Should anyone need Cardiopulmonary Resuscitation (CPR) or first aid, Ms. Morley, Mr. Short and Mr. Matthies acknowledged they are certified to assist.

4. APPROVAL OF BOARD MEETING MINUTES 4/17/2019

Director McCarthy requested a change to the minutes; making it clear that All Aboard Arizona is fighting to keep long distance rail service. He moved to approve the April 17, 2019 Board meeting minutes with the suggested change. Secretary Keene seconded. There was no discussion. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Jim McCarthy	X	
Joanne Keene	X	
Art Babbott	X	

5. CALL TO THE PUBLIC

There were no members of the public present requesting to speak at this time.

6. DISCUSS NAIPTA GOVERNANCE AND RULES OF ORDER

-Heather Dalmolin, Administrative Director and Scott Holcomb, General Counsel, Dickinson Wright

The Board may provide direction, but there is no recommendation from staff at this time.

NAIPTA Attorney, Mr. Holcomb, stated the organization requires Board and TAC member participation. The public body is subject to Open Meeting Law. The recommended governance protocol was reviewed, and examples provided. The Clerk must document who voted a certain way. The only reason to abstain is due to a conflict. He noted Robert's Rules of Order are suggestions for an orderly meeting but may limit valuable discussion and are not strictly aligned with the Open Meeting Law. It is the Chair's job to enforce and decide on all questions of order. Board members do not have individual authority, only corporate authority, over the agency. Our Board quorum is 3 members out of five. Splintering of the quorum was discussed. It does not require presence of quorum all at the same time. It applies to all methods of communication. Implications of sharing information via social media were discussed; be very cautious. The organization's staff should be in control of how the Agency's message is shared. The supported Mountain Line way is for staff to bring information to the Board and TAC early, then float concepts to the Board and TAC, and finally, distribute the information once formal action has been taken. As set forth in the memorandum handout, the recommendations are for the Board to adopt and



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implement rules of conduct, adopt and implement policies regarding social media and allow staff to provide talking points on important issues. Erika shared that we don't currently have the ability to video our meetings, but we will be working on how we might do that in the future. We have several new Board and TAC members and this topic was meant to offer guidance to members and staff.

BOARD MEETING ACTION ITEMS

CONSENT ITEMS:

All matters under Consent Agenda are considered by the Board of Directors to be routine and will be enacted by a single motion APPROVING THE CONSENT AGENDA. If discussion is desired on any particular consent item, that item will be removed from the consent agenda and will be considered separately. All items on the Consent Agenda with financial impact have been budgeted.

7. CONSIDER THE CITY OF FLAGSTAFF LICENSING AGREEMENT FOR THE DOWNTOWN CONNECTION CENTER

-Heather Dalmolin, Administrative Director

Staff recommends the Board of Directors: 1) Approve the City of Flagstaff Licensing Agreement for the continued use of the transit improvements constructed in 2009 for the purpose of the Downtown Connection Center and 2) Authorize the CEO and General Manager to execute the Agreement.

Director Babbott moved to approve the consent item as stated. Director Peru seconded. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Jim McCarthy	X	
Steve Peru	X	
Joanne Keene	X	
Art Babbott	X	

DISCUSSION / ACTION ITEMS:

8. FY2020 ELECTION OF BOARD OFFICERS

-Rhonda Cashman, Executive Assistant and Clerk of the Board

Staff recommends the Board of Directors elect officers for the FY2020 term.

Ms. Cashman explained former Chair Hipolito resigned her position with CCC at the end of March and Vice Chair Whelan has covered the responsibilities of the Chair position since that time. To promote a smooth transition, if needed, it is recommended to proceed with the FY2020 Board Officer elections at this time. Vice Chair Whelan is the Acting Chair and she called for nominations for the Chair position. Secretary Keene nominated Vice Chair Whelan to be the next Chair. She accepted the





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nomination. Director McCarthy seconded. There was no discussion, nor any other nominations. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Jim McCarthy	X	
Steve Peru	X	
Joanne Keene	X	
Art Babbott	X	

Director McCarthy nominated Director Peru for the Vice Chair position. He accepted the nomination. If there was a second, it could not be heard. There was no discussion, nor any other nominations. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Jim McCarthy	X	
Steve Peru	X	
Joanne Keene	X	
Art Babbott	X	

Director Peru nominated Secretary Keene to continue in the Secretary position. She accepted the nomination. Director McCarthy seconded. There was no discussion, nor any other nominations. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Jim McCarthy	X	
Steve Peru	X	
Joanne Keene	X	
Art Babbott	X	

9. CONSIDER A MEMORANDUM OF UNDERSTANDING (MOU) WITH THE CITY OF FLAGSTAFF FOR THE DOWNTOWN CONNECTION CENTER (DCC)

-Kate Morley, Development Director

Staff recommends the Board of Directors authorize NAIPTA's CEO and General Manager to enter into a Memorandum of Understanding (MOU) with the City of Flagstaff for further exploration of a new Downtown Connection Center.

Ms. Morley asked the Board to consider development of a Memorandum of Understanding with the City for a permanent Downtown Connection Center. The preferred alternative site is at the at the west end of Phoenix Avenue and Milton Road. There are some major barriers; however, staff felt they are less significant than may be found at other sites under consideration. Staff believe, despite the challenges, the preferred site will still work. NAIPTA will be requesting controlled north and southbound access onto Phoenix Avenue from Milton. If the parcel is not purchased outright, the Federal Transit Administration (FTA) will require a long-term lease



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agreement. There is the potential to widen Phoenix Avenue on the north side of the street. Next steps were reviewed. Concepts will be refined and then the public outreach process will begin. There was a question about the timing of obligating the FTA funds. Ms. Dalmolin responded noting the funds have been partially obligated; defining how we use the remainder of the funds is due by September 30th. She stated she expects to have it obligated by June 30th. Director Peru moved to approve this item as presented. Director Babbott seconded. There was no discussion. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Jim McCarthy	X	
Steve Peru	X	
Joanne Keene	X	
Art Babbott	X	

Conclusion of Board Action Items

10. FY2020 PROPOSED BUDGET REVIEW

-Heather Dalmolin, Administrative Director

This item is for discussion only. The Board of Directors may wish to provide staff direction on budget and budget items prior to presentation in June for adoption.

Ms. Dalmolin reviewed the budget in detail and there were multiple lengthy discussions regarding fixed route, paratransit, expanded Mountain Express service and potential Winslow commuter service operating costs, as well as the pay plan and employee expenses. Staff are proposing additional ways in addition to pay to recruit and retain employees with expanded paid time off and wellness options. The Board and TAC were supportive; however, the need for the pay plan to be sustainable was expressed. The budget will be brought to the Board for approval in June.

11. BREAK FOR LUNCH - approximately 12:15pm

12. UPDATE TO MOUNTAIN LINE'S STRATEGIC WORK PLAN: INTRODUCTION AND PROCESS

-Erika Mazza, CEO and General Manager and Jarrett Ransom, The Rayvan Group
The Board may provide direction, but there is no recommendation from staff at this time.

Ms. Mazza introduced Ms. Ransom and the activities of the afternoon. This part of the exercise was intended to introduce the development of our 3-5 Year Plan (Plan),. Staff will build the 3-5 Year Plan with the Board and bring it to the Board for approval in November. This Plan will help kick of the budget process with coinciding work plan items. The room was split in half to identify items to fit into the following categories for NAIPTA; attendees on the left worked on PEST: Political, Environmental, Social and





Technological influences and attendees on the right worked on SWOT: Strengths, Weaknesses, Opportunities and Threats. Each group reported out on their list of items. Ms. Ransom stated she would be putting together a survey for all attendees to complete. She requested a 100 percent response rate to further our work on developing the 3-5 Year Plan. The Pierce Transit Strategic Plan will be sent out to all as an example of what we may want to include in our Plan.

PROGRESS REPORTS:

13. SUMMARY OF CURRENT EVENTS

-Erika Mazza, CEO and General Manager

Ms. Mazza shared photos from Get On Board Day, April 25th and the Electric Bus Demo, May 8th. The electric bus was able to run Route 10 all day on one charge. Route 2 would require a charge during the service day. The bus actually picked up charge while braking when going down Snowbowl Road. Dollars can be saved on fuel and maintenance. Everyone who was at the demo loved it! A stakeholder newsletter will be coming in FY2020. Staff is working on a Human Trafficking grant application with Northland Family Help Center and their FIAT (Flagstaff Initiative Against Trafficking) Program. Staff is working with CCC on a Community Foundation Grant for bus passes to aid their dependent students. Employee trainings offered recently include: Crisis Communication, Communication Style, Presentation Skills, Business Writing, Workplace Respect and Time Management. The Coordinated Mobility Council met last week, and they are working on items for implementation from the Coordinated Plan. NAIPTA received a 5311-grant award to continue funding the vanpool program at current levels and to fund the Highway 180 survey for year two. The National Academy of Sciences - Transit Research Board offered Erika a Board position and she accepted.

Director Peru made a motion to move into Executive Session at approximately 1:33pm. Secretary Keene seconded. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Jim McCarthy	X	
Steve Peru	X	
Joanne Keene	X	
Art Babbott	X	

EXECUTIVE SESSION (BOARD ONLY)

Executive sessions are closed to the public.

The Board considered a motion to convene an executive session pursuant to A.R.S. § 38-431.03(A)(1) and A.R.S. § 38-431.03(A)(4) for the following purpose:





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1. CEO Performance Review and Benchmarks

Following the conclusion of the Executive Session, the Board reconvened the public meeting at approximately 2:00pm.

ITEMS FROM COMMITTEE AND STAFF:

SCHEDULE NEXT MEETING DATE AND IDENTIFY AGENDA ITEMS

June/July/August Working Agenda

Strategic Workplan

The next TAC meeting will be June 6, 2019 and will be a WebEx meeting based in Flagstaff in the NAIPTA VERA Conference room, 3773 N. Kaspar Dr., Flagstaff, AZ 86004 at 10:00am. The public is invited to attend. June agenda items will include but not be limited to FY2020 Budget Adoption, FY2020 TAC Officer Elections, FY2020 Calendar Review, Award 3rd Year Contract to AECOM, Approve Winslow Service Request, Consider Flagstaff Metropolitan Planning Organization Executive Board Membership (FMPO), FY2020 Grant Resolution, Downtown Connection Center (DCC) Update, Annual Contract Renewals for Fuel and General Liability Insurance, Line of Credit, Personnel Policy Manual Updates, Mountain Express Close Out/Survey Results, Never Rider Survey Results and an Update on Fare Strategies. The June agenda will be available for review on NAIPTA's website and at NAIPTA's public posting places (listed on the NAIPTA website) at least 24 hours prior to the meeting and should be consulted for a list of items that will come before the TAC.

The next Board meeting will be June 19, 2019 and will be a WebEx meeting based in Flagstaff in the NAIPTA VERA Conference Room, 3773 N. Kaspar Dr., Flagstaff, AZ 86004 at 10:00am. The public is invited to attend. June agenda items will include but not be limited to FY2020 Budget Adoption, FY2020 Calendar Review, Award 3rd Year Contract to AECOM, Approve Winslow Service Request, Consider Flagstaff Metropolitan Planning Organization Executive Board Membership (FMPO), FY2020 Grant Resolution, Downtown Connection Center (DCC) Update, Annual Contract Renewals for Fuel and General Liability Insurance, Line of Credit, Personnel Policy Manual Updates, Mountain Express Close Out/Survey Results, Never Rider Survey Results and an Update on Fare Strategies. The June agenda will be available for review on NAIPTA's website and at NAIPTA's public posting places (listed on the NAIPTA website) at least 24 hours prior to the meeting and should be consulted for a list of items that will come before the Board.

14. ADJOURNMENT -Vice Chair Whelan adjourned the meeting at approximately 2:00pm.

Jamie Whelan, Acting Chair/Vice Chair of the NAIPTA Board of Directors

ATTEST:

Rhonda Cashman, Executive Assistant and Clerk of the Board



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