



NOTICE AND AGENDA OF PUBLIC MEETING AND POSSIBLE
EXECUTIVE SESSION OF THE BOARD OF DIRECTORS (BOD)
OF THE NORTHERN ARIZONA INTERGOVERNMENTAL PUBLIC
TRANSPORTATION AUTHORITY

Pursuant to A.R.S. §38-431.02, notice is hereby given to the members of the Board of Directors (BOD) of the Northern Arizona Intergovernmental Public Transportation Authority ("NAIPTA") and to the general public that the Board will hold a meeting on:

Wednesday, March 25, 2020

10:00am

Mountain Line Training Room

3825 N. Kaspar Dr.

Flagstaff, AZ 86004

Due to the current public health emergency related to the Coronavirus, this meeting held in the Training Room will not be open to the public. This is a WEB BASED meeting. Members of the Board of Directors may attend by telephone or internet conferencing. Public may submit comments to transportation@naipta.az.gov and observe the meeting by following the instructions at <https://mountainline.az.gov/about-us/board-of-directors/>.

The Board of Directors may vote to hold an executive session for the purpose of obtaining legal advice from NAIPTA's attorney on any matter listed on the agenda pursuant to A.R.S. § 38-431.03(A)(3). The executive session may be held at any time during the meeting. Executive sessions are not open to the public, pursuant to Arizona Open Meeting Law.

Pursuant to the Americans with Disabilities Act, persons with a disability may request a reasonable accommodation, such as a sign language interpreter, by contacting the Clerk of the Board of Directors at 928-679-8922 (TTY Service 800.367.8939). Requests should be made as early as possible to allow time to arrange the accommodation.

The agenda for the meeting is as follows:

-pages 1-4

1. CALL TO ORDER
2. ROLL CALL
3. SAFETY MINUTE





4. APPROVAL OF MINUTES 2/19/2020 -pages 5-11

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.

5. CONSIDERATION OF THE FEDERAL TRANSIT ADMINISTRATION'S INNOVATIONS IN TRANSIT PUBLIC SAFETY GRANT -pages 12-13

-Estella Hollander, Mobility Planner

Staff recommends the Board of Directors authorize staff to execute the contract of award for Federal Transit Administration's (FTA) Innovations in Transit Public Safety for \$109,515.

6. CONSIDER DELEGATION OF AUTHORITY TO EXECUTE SECTION 5305 GRANT AGREEMENTS FOR THE FARE FREE CONGESTION MITIGATION TO THE CEO AND GENERAL MANAGER -pages 14-15

-Estella Hollander, Mobility Planner

Staff recommends the Board of Directors delegate authority to execute Section 5305 grant agreements for the Fare Free Congestion Mitigation Study as necessary to draw down federal funds to the CEO and General Manager.

7. CONSIDER THE FY2019 FINANCIAL AUDIT REPORT -pages 16-17

-Lauree Battice, Business Manager

Staff recommends the Board of Directors approve the FY2019 Financial Audit Report as completed by Fester and Chapman P.C. and authorize staff to file report as required by March 31, 2019.

DISCUSSION / ACTION ITEMS:

8. CONSIDER A 2020 TRANSIT TAX QUESTION -pages 18-24

-Kate Morley, Deputy General Manager

Staff recommends the Board of Directors direct staff to plan for a 2022 ballot measure to increase the transit tax.

9. CONSIDER THE UPDATED RULES OF PROCEDURE, CODE OF CONDUCT AND ANNUAL CONFLICT OF INTEREST STATEMENT -pages 25-49

-Scott Holcomb, Legal Counsel for Mountain Line





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Staff recommends the Board of Directors approve the updated Rules of Procedure and corresponding new Code of Conduct and Annual Conflict of Interest Statement.

10. CONSIDER THE FY2020 COMPENSATION STUDY REPORT

-Danelle Knight, Employee Relations Generalist -pages 50-52

Staff recommends the Board of Directors approve the FY2020 Compensation Study report as completed by Evergreen Solutions, LLC and direct staff to implement the recommendations in FY2021.

11. CONSIDER AN INTERGOVERNMENTAL AGREEMENT WITH METROPLAN

-Heather Dalmolin, CEO and General Manager -pages 53-55

Staff recommends the Board of Directors: 1) Approve an Intergovernmental Agreement (IGA) with MetroPlan; and 2) Authorize the CEO and General Manager to execute the IGA and the related Executive Director contract.

PROGRESS REPORTS:

12. REPORT ON FY2020 2ND QUARTER PERFORMANCE

-Heather Dalmolin, Administrative Director -pages 56-58

13. COVID-19 (NOVEL CORONAVIRUS) UPDATE

-Heather Dalmolin, Administrative Director -pages 59-60

14. DELEGATIONS OF AUTHORITY

-Heather Dalmolin, CEO and General Manager -pages 61-62

15. SUMMARY OF CURRENT EVENTS

-Heather Dalmolin, CEO and General Manager

EXECUTIVE SESSION

Executive sessions are closed to the public.

The Board will consider a motion to convene an executive session pursuant to A.R.S. § 38-431.03(A)(3), (4) and (7) for the following purposes:

1. Discussion and consultation with legal counsel for Mountain Line for legal advice and with legal counsel for Mountain Line and designated representatives of Mountain Line in order to consider its position and instruct its representatives regarding negotiations for the purchase or lease of, and/or use agreement for real property. ARS 38-431.03(A)(3), (4) and (7).



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Following the conclusion of the Executive Session, the Board will reconvene the public meeting.

ITEMS FROM COMMITTEE AND STAFF:

SCHEDULE NEXT MEETING DATE AND IDENTIFY AGENDA ITEMS

April/May Working Agenda

-page 63

The next Board meeting will be April 15, 2020 and will be a WebEx meeting based in Flagstaff in the NAIPTA Training Room, 3825 N. Kaspar Dr., Flagstaff, AZ 86004 at 2pm. Parking will be available at 3773 N. Kaspar Dr. The public is invited to attend. April agenda items will include but not be limited to the Active Transportation Master Plan, The Coordinated Plan, Possible Public Hearing for Service Changes and Close Public Comment Period, Fare Capping Strategy, Budget – Message, Get On Board Day Proclamation, The Strategic Investment Plan, Job Order Contracting (JOC) Task Order Update/Bus Stop Amenity Update, Grant/Procurement/Signature Delegation Authority Update, and a Possible Executive Session for DCC Discussion. The April 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.

16. ADJOURNMENT



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Board of Directors Minutes for Wednesday, February 19, 2020

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 met in Regular Session on Wednesday, February 19, 2020 at 10:00 am in the NAIPTA Training Room, 3825 N. Kaspar Dr., (Parking at 3773 N. Kaspar Dr.), Flagstaff, AZ 86004.

This was a WEB BASED meeting. Members of the Board attended in person, by telephone or internet conferencing. The public was invited to observe and participate in the meeting at the address above.

BOARD MEMBERS PRESENT:

Joanne Keene, (Secretary), Acting Chair, Executive Vice President and Chief of Staff, NAU, designee;

Art Babbott, Board of Supervisors, Coconino County;

Jim McCarthy, City Councilor, City of Flagstaff;

Austin Aslan, City Councilor, City of Flagstaff, alternate, (WebEx);

Kurt Stull, Executive Director of Facilities and Security, CCC, alternate

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

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

BOARD MEMBERS EXCUSED:

Jamie Whelan, (Chair) City Councilor, City of Flagstaff;

Steve Peru, (Vice Chair) Chief Development and Government Relations Officer, CCC, designee

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;

Jon Matthies, IT Manager;

Lauree Battice, Business Manager;

Anne Dunno, Capital Project Manager;

Bizzy Collins, Transit Planner;

Estella Hollander, Mobility Planner;

Danelle Knight, Employee Relations Generalist;





Rhonda Cashman, Executive Assistant and Clerk of the Board;
Scott Holcomb, NAIPTA Attorney, (WebEx)

GUESTS PRESENT:

Roselyn Riggs, Program Manager, Sacred Peaks Health Center

1. CALL TO ORDER -Secretary Keene called the meeting to order at 10:04am.
2. ROLL CALL AND INTRODUCTIONS
3. SAFETY MINUTE – This item was skipped.
4. APPROVAL OF THE MINUTES:
 - a. Regular Meeting 1/15/2020
 - b. Special Meeting 1/29/2020
 - c. Special Meeting 2/6/2020
 - d. Special Meeting 2/14/2020

Director Babbott moved to approve all Board meeting minutes from dates noted above.
Director McCarthy seconded. There was no discussion. All approved, none opposed.
Motion carried.

NAME	YES VOTE	NO VOTE
Joanne Keene	X	
Art Babbott	X	
Jim McCarthy	X	
Austin Aslan	X	
Kurt Stull	X	

5. CALL TO THE PUBLIC

Secretary Keene recognized and thanked Ms. Mazza, outgoing CEO and General Manager, for her service to Mountain Line. Directors McCarthy and Babbott also provided comments of thanks. Ms. Mazza expressed her gratitude for her time working with Board members and staff.

CONSENT ITEMS:

There were no items for the consent agenda.

DISCUSSION / ACTION ITEMS:

6. AUGUST 2020 SERVICE CHANGES
-Bizzy Collins, Transit Planner





Staff recommends the Board of Directors: 1) Review the proposed service enhancements for August 2020; and 2) Open public comment period through April 15, 2020.

Ms. Collins quickly reviewed the proposed service changes for August 2020. She asked the Board to consider opening the public comment period through April 15th.

Director Babbott made a motion to open the public comment period for the proposed service changes. Director McCarthy seconded. There was no discussion. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Joanne Keene	X	
Art Babbott	X	
Jim McCarthy	X	
Austin Aslan	X	
Kurt Stull	X	

Ms. Collins introduced Ms. Riggs from Sacred Peaks. Ms. Riggs noted she has been meeting with Ms. Collins and Ms. Morley recently to discuss her concerns about their patients crossing Highway 89. The speed limit is 45 miles per hour, but often vehicles are traveling even faster. The closest bus stop is approximately half a mile away at the Maverick station. She also noted some of their patients are on crutches, are amputees and many find it difficult to walk that distance.

Ms. Mazza stated Ms. Riggs comments would be entered into the public comment database. All comments will come back to the Board for review in April. Director Babbott asked for information on utilization rates for Flagstaff Arts and Leadership Academy (FALA) and how it will drive ridership. He also requested clarity on the distances of actual stops near Sacred Peaks.

7. CONSIDER THE UPDATED RULES OF PROCEDURE, CODE OF CONDUCT, AND ANNUAL CONFLICT OF INTEREST STATEMENT

-Scott Holcomb, Legal Counsel for Mountain Line

Staff recommends the Board of Directors approve the updated Rules of Procedure and corresponding new Code of Conduct and Annual Conflict of Interest Statement.

This item was tabled.

8. REPORT ON FY2020 2ND QUARTER PERFORMANCE

-Heather Dalmolin, Administrative Director

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

This item was tabled.





9. CONSIDER THE UPDATED FINANCIAL MANAGEMENT PLAN

-Heather Dalmolin, Administrative Director

Staff recommends the Board of Directors update the approved Financial Management Policies and adopt them as policy and procedure for Mountain Line.

Ms. Dalmolin reported the Financial Management Plan was reviewed with the Board recently. The updated document cleans up necessary areas and adds language related to large fixed assets. It is reflective of our procurement policy related to disposition. There has been some interest in the Mountain Line vacant parcel. Director Babbott inquired that lease or sale considerations would be brought to the Board. Ms. Dalmolin agreed, that is correct. Director McCarthy asked about Mountain Line's potential need for expansion and thought a zoning change could be considered should the need arise. Ms. Dalmolin agreed, it would be considered for Mountain Line use as a first priority. Director Babbott moved to approve the updated plan as presented. Director McCarthy seconded. There was no further discussion. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Joanne Keene	X	
Art Babbott	X	
Jim McCarthy	X	
Austin Aslan	X	
Kurt Stull	X	

10. UPDATE ON THE CEO AND GENERAL MANAGER SUCCESSION PLAN

-Erika Mazza, CEO and General Manager

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

Ms. Mazza stated this item was a placeholder and will be considered in executive session.

11. CONFIRM A QUORUM FOR THE MARCH 18TH, 2020 BOARD MEETING

-Rhonda Cashman, Executive Assistant and Clerk of the Board

Staff recommends the Board of Directors discuss member availability for the March 18th Board meeting; and possibly consider changing the date to the following week, Wednesday, March 25th, due to the Flagstaff area Spring Break.

Ms. Cashman asked Board members to reconfirm their availability for March 18th or consider moving the Board meeting to March 25th. Director Babbott stated he is not available for either. Secretary Keene thinks it is more likely NAU will be represented on March 25th versus March 18th. Director Stull said he could be available if Vice Chair Peru is not. Director McCarthy stated he is available for both. Ms. Cashman asked Chair Whelan via email and she is available for either. Ms. Mazza mentioned maybe Supervisor Ryan would be available as Director Babbott's alternate. The Board





determined it would be more likely that there would be a quorum on March 25th. Director McCarthy made a motion to change the meeting date to March 25th. Director Babbott seconded. There was no discussion. All approved, none opposed. Motion carried. Ms. Cashman stated she would send out the updated meeting invitation later in the day.

NAME	YES VOTE	NO VOTE
Joanne Keene	X	
Art Babbott	X	
Jim McCarthy	X	
Austin Aslan	X	
Kurt Stull	X	

PROGRESS REPORTS:

12. MOUNTAIN LINE HOW-TO-VIDEOS

-Jacki Lenners, Marketing and Communications Manager

The Board agreed to watch one of the How-To videos. Ms. Lenners chose to show them the Bike and Bus video. There are currently five videos posted on the Mountain Line YouTube channel. Staff started with the topics they thought would be most useful to inexperienced riders.

13. UPDATE ON THE DOWNTOWN VISION AND ACTION PLAN

-Kate Morley, Development Director

14. UPDATE ON THE BUS RAPID TRANSIT PROJECT

-Bizzy Collins, Transit Planner

15. UPDATE ON NEW GRANT AWARDS

-Kate Morley, Development Director

16. SUMMARY OF CURRENT EVENTS

-Erika Mazza, CEO and General Manager

There were no questions regarding the other progress reports.

Director McCarthy made a motion to convene an executive session at 10:30am to discuss the Interim CEO and General Manager appointment. Director Babbott seconded. All approved, none opposed. Motion carried.





NAME	YES VOTE	NO VOTE
Joanne Keene	X	
Art Babbott	X	
Jim McCarthy	X	
Austin Aslan	X	
Kurt Stull	X	

EXECUTIVE SESSION

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)(3), (4) and (7) for the following purposes:

1. Discussion and consultation with NAIPTA's attorney for legal advice and with NAIPTA's attorney and designated representatives of NAIPTA in order to consider its position and instruct its representatives regarding negotiations for the purchase of real property. ARS 38-431.03(A)(3), (4) and (7).
2. Discussion and consultation with legal counsel for Mountain Line for legal advice and with legal counsel for Mountain Line, designated representatives regarding the Interim CEO and General Manager position and potential candidates therefore. ARS 38-431.03(A)(1), (3) and (4).

Following the conclusion of the Executive Session, the Board reconvened the public meeting at approximately 11:29am.

DISCUSSION / ACTION ITEMS:

- 11. CONSIDER THE APPOINTMENT OF AN INTERIM CEO AND GENERAL MANAGER**
The Board of Directors may consider appointing an interim CEO and General Manager for Mountain Line and terms of an Interim CEO and General Manager Contract and/or deferring all or a portion of those decisions to a Board meeting at a later date.

Secretary Keene explained the Board has conducted a thorough process for the Interim CEO and General Manager position. Director Babbott made a motion to appoint Heather Dalmolin the Interim CEO and General Manager according to the terms of the Human Resources contract. Director McCarthy seconded. All approved, none opposed. Motion carried.





NAME	YES VOTE	NO VOTE
Joanne Keene	X	
Art Babbott	X	
Jim McCarthy	X	
Austin Aslan	X	
Kurt Stull	X	

ITEMS FROM COMMITTEE AND STAFF:

Secretary Keene announced this too would be her last Board meeting. She will be returning to Coconino County in the coming weeks.

SCHEDULE NEXT MEETING DATE AND IDENTIFY AGENDA ITEMS

March/April Working Agenda

The next Board meeting will be March 25, 2020, and it will be a WebEx meeting based in Flagstaff in the Mountain Line Training Room, 3825 N. Kaspar Dr., Flagstaff, AZ 86004 at 10am. Parking will be available at 3773 N. Kaspar Dr. The public is invited to attend. March agenda items will include but not be limited to the Active Transportation Master Plan, Financial Audit, Budget – Revenues, Compensation Study Report, Polling Data and Next Steps for New Revenues/Work Session, Get On Board Day Proclamation, Capital and Operating Plan, Kaspar Intersection Update, Campus Entry Study Update, Delegation of Authority Updates, and a Possible Executive Session for the Downtown Connection Center (DCC) Discussion. The March agenda will be available for review on Mountain Line's website and at Mountain Line'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** -Secretary Keene adjourned the meeting at approximately 11:33am.

Jamie Whelan, Chair of the Mountain Line Board of Directors

ATTEST:

Rhonda Cashman, Clerk of the Board



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DATE PREPARED: March 9, 2020

DATE: March 25, 2020

TO: Honorable Chair and Members of the Board

FROM: Estella Hollander, Mobility Planner

SUBJECT: Consideration of the Federal Transit Administration's Innovations in Transit Public Safety Grant

RECOMMENDATION:

Staff recommends the Board of Directors authorize staff to execute the contract of award for Federal Transit Administration's (FTA) Innovations in Transit Public Safety for \$109,515.

RELATED STRATEGIC WORKPLAN OBJECTIVE:

Goal:

- ❖ Enhanced Safety Culture

Objective:

- ❖ Provide training to staff through partnerships with human service agencies to support community safety and raise awareness regarding mental health issues including driver training and education.

BACKGROUND:

On January 24, 2020, Mountain Line was awarded Federal Transit Administration's (FTA) Innovations in Transit Public Safety grant. Mountain Line partnered with Northland Family Help Center (NFHC) to leverage the existing efforts of the Flagstaff Initiative Against Trafficking (FIAT) for this grant. The goal of this project is to increase safety and awareness while reducing occurrences of human trafficking in Flagstaff and the surrounding region.

Funds from the grant will be used to conduct de-escalation and human trafficking awareness trainings for Mountain Line staff. Mountain Line and NFHC will co-develop a training video to ensure the sustainability of human trafficking training at Mountain Line for new staff and be able to share with other transportation providers throughout the state. This project includes the development of an anonymous reporting app to enable the community to report suspicious behavior on Mountain Line. The grant also allows support for the reentry of survivors into the workforce through a workforce training program and free bus passes for victims seeking employment. The grant includes funding for marketing and awareness efforts, including advertising on buses.

TAC DISCUSSION:

The Transit Advisory Committee did not pull this item for discussion.





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ALTERNATIVES:

- 1) Authorize staff to execute the contract of award for Federal Transit Administration's (FTA) Innovations in Transit Public Safety for \$109,515 **(recommended)**: This grant award will leverage local initiatives by NFHC and increase safety and awareness while reducing occurrences of human trafficking in Flagstaff and the surrounding region.
- 2) Do not authorize staff to execute the contract of award for Federal Transit Administration's (FTA) Innovations in Transit Public Safety for \$109,515 **(not recommended)**: This alternative is not recommended as the funds provide an opportunity to leverage local initiatives and partnerships regarding human trafficking training and awareness without additional cost to Mountain Line.

FISCAL IMPACT:

The grant award of \$109,515 includes \$87,612 in federal funds at an 80/20 split. All match will be in-kind, including staff time from both Mountain Line and Northland Family Help Center, advertising, and bus passes.

SUBMITTED BY:

Estella Hollander
Mobility Planner

APPROVED BY:

Heather Dalmolin
CEO and General Manager

ATTACHMENTS:

None.



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DATE PREPARED: March 9, 2020

DATE: March 25, 2020

TO: Honorable Chair and Members of the Board

FROM: Estella Hollander, Mobility Planner

SUBJECT: Consider delegation of authority to execute Section 5305 grant agreements for the Fare Free Congestion Mitigation Study to the CEO and General Manager.

RECOMMENDATION:

Staff recommends the Board of Directors delegate authority to execute Section 5305 grant agreements for the Fare Free Congestion Mitigation Study as necessary to draw down federal funds to the CEO and General Manager.

RELATED STRATEGIC WORKPLAN OBJECTIVE:

Goal:

- ❖ Service Excellence

Objective:

- ❖ Deliver service enhancements that are in line with our 5-year transit plan and make transit an attractive mode choice.

BACKGROUND:

Mountain Line applied for an ADOT Section 5305 planning grant through MetroPlan to support a Fare Free Congestion Mitigation Study (Study) this summer and was awarded \$187,500 at an 80/20 split for the Study on January 16, 2020.

This Study will provide a temporary incentive for the public to ride transit during summer 2020's high impact construction season. There are several planned road construction projects, including the replacement of the Rio de Flag bridge on Route 66 and the 4th Street I-40 overpass, both of which will result in partial or full closures on some of Flagstaff's main corridors. This construction will impact people's ability to get to work, school, appointments, and other destinations in Flagstaff in a convenient and timely manner while underway. To decrease severe traffic congestion related to the construction of these important infrastructure projects, it will be important to reduce the number of cars on Flagstaff's roads and promote other forms of transportation during this time.

The grant funds allow Mountain Line to go fare free for up to three months by replacing lost fare revenue. Mountain Line anticipates removing the minor barrier collecting a fare creates, such as having cash and knowing how to pay, will increase ridership as seen in similar demos across the country. This





study will also allow Mountain Line staff to understand the general relationship between ridership, fares and automobile usage during periods of high congestion.

Historically, ADOT has always transferred applications for Section 5305 money made through MetroPlan directly to Mountain Line. However, after making the application, MetroPlan and Mountain Line learned ADOT is no longer willing to transfer the funds. Mountain Line is still able to utilize the grant funds through an IGA with MetroPlan by doing billing reimbursement and so the project is not at risk. However, Mountain Line and MetroPlan intend to appeal the decision to ADOT and ask for one more year of transfer per precedent to allow for adequate administrative planning for future applications. At this time, it is unclear if ADOT will be willing to make an exception and transfer the funds. Mountain Line and MetroPlan are working with ADOT on next steps.

TAC DISCUSSION:

The Transit Advisory Committee did not pull this item for discussion.

ALTERNATIVES:

- 1) Delegate authority to execute Section 5305 grant agreements for the Fare Free Congestion Mitigation Study as necessary to draw down federal funds to the CEO & General Manager **(recommended)**: This alternative will allow the CEO & General Manager to either execute an agreement with ADOT if the funds are allowed to be transferred or to execute an IGA with MetroPlan to outline roles and responsibilities for reimbursement and reporting if the award is to remain with them.
- 2) Do not delegate authority to execute Section 5305 grant agreements as necessary to draw down federal funds to the CEO & General Manager **(not recommended)**: This alternative would delay the project for further Board action.

FISCAL IMPACT:

The Fare Free Congestion Mitigation Study's budget is \$187,500. This includes \$150,000 in federal money to offset lost fare revenue and for marketing. Mountain Line has included \$37,500 in match for the draft FY2021 budget.

SUBMITTED BY:

Estella Hollander
Mobility Planner

APPROVED BY:

Heather Dalmolin
CEO and General Manager

ATTACHMENTS:

None.





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DATE PREPARED: March 18, 2020

MEETING DATE: March 25, 2020

TO: Honorable Chair and Members of the Board

FROM: Lauree Battice, Business Manager

SUBJECT: Consider the FY2019 Financial Audit Report

RECOMMENDATION:

Staff recommends the Board of Directors approve the FY2019 Financial Audit Report as completed by Fester and Chapman P.C. and authorize staff to file report as required by March 31, 2020.

BACKGROUND:

In accordance with A.R.S. 28-9101 et seq. to establish an intergovernmental public transportation authority and the Master IGA, the Board will initiate an annual audit within 120 days of the end of each fiscal year and formally approve the report before submitting a certified copy to the Auditor General's Office.

In Spring 2018, NAIPTA completed a procurement process that identified Fester and Chapman P.C. as best value contractor to perform financial audit services and staff awarded the contract in March 2018. The performance of the FY2019 Financial Audit is the second year of the awarded 5-year agreement.

The FY2019 audit began in September with initial off-site document testing, followed by an on-site visit in October. The audit covered many areas of review to test the conformity of NAIPTA's prepared financial statements with U.S. generally accepted accounting principles (GAAP). During the on-site visit and through electronic document collection and review, staff from the auditing firm reviewed various topics of the financial statements, including but not limited to examination of grant expenditures, fixed asset recording, purchase policy compliance, and internal controls.

During the normal course of work completed during the audit, NAIPTA staff was available and responsible for timely submission of documents and information.

The issued Report to the Board of Directors, including the Financial Reports is pending. Based on feedback from the auditors during the site visit, staff anticipates the following conclusions:

1. No transactions were entered into during the year without appropriate authorization.
2. All significant transactions have been recognized in the financial statements in the proper period.
3. Reasonable estimates were developed by staff for amounts due to other governments and depreciation of assets.
4. No difficulties were experienced in dealing with management.
5. There were identified misstatements that were determined to be immaterial to the financial statements. Correcting entries for some transactions were prepared by Fester and Chapman P.C. and posted by staff prior to completion of audit.



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6. There were no disagreements with management.
7. NAIPTA did not consult another firm for a 2nd opinion on any matters.
8. There were not significant findings in internal controls.

The final report is anticipated prior to the Board of Directors meeting on March 25, 2020 and the report filling due date is March 31, 2020.

TAC DISCUSSION:

The Transit Advisory Committee did not offer any discussion or feedback on this item.

ALTERNATIVES:

- 1) Approve the FY2019 Financial Audit report (**recommended**): Approval of the report is consistent with the Master IGA and allows staff to continue implementing changes needed for good internal controls.
- 2) Do not approve the FY2019 Financial Audit report (**not recommended**): If the report is not approved, staff would need to engage in a second or an independent audit of the work completed by Fester and Chapman P.C.

FISCAL IMPACT:

Approval of the FY2019 Financial Audit has no fiscal impact

SUBMITTED BY:

Lauree Battice
Business Manager

APPROVED BY:

Heather Dalmolin
CEO and General Manager

ATTACHMENTS:

- 1) FY2019 Report to the Board of Directors -available at the meeting



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DATE PREPARED: March 17, 2020

MEETING DATE: March 25, 2020

TO: Honorable Chair and Members of the Board

FROM: Kate Morley, Deputy General Manager

SUBJECT: Consider a 2020 Transit Tax Question

RECOMMENDATION:

Staff recommends the Board of Directors direct staff to plan for a 2022 ballot measure to increase the transit tax.

RELATED STRATEGIC PLAN GOAL & OBJECTIVE

Goal:

- ❖ Fiscal Responsibility

Objective:

- ❖ Expand Mountain Line revenue resources to allow for the full implementation of the 5-year plan, capital plan, and projected increases in costs of providing service.

BACKGROUND:

Mountain Line is in a position where it cannot build out the 5-Year Plan nor the Service Prioritization list without more funding. Staff believe that it is a fundamental problem that transit does not have room to grow as the City of Flagstaff continues to see significant development, increasing congestion, and has adopted ambitious climate goals. Over the last six months, the Mountain Line Board has weighed options to expand funding to deliver the 5-Year Plan and service priorities. On January 15, 2020, the Board directed staff to conduct a survey of likely voters and consider the ability to move forward with a tax initiative in 2020. This report builds on those previous funding discussions and includes results of the polling conducted.

POLLING:

GlobaLocal Vision, the agency who has conducted surveys for our previous ballot questions, has been procured to conduct a telephone survey of likely voters. Data collection began February 14, 2020 and ran through the end of February. As of the writing of this report, results are not tabulated though staff anticipate giving results verbally to the Board.

THE NEED FOR NEW FUNDING:

For reference, the current transit tax rate is .295% or .00295, or 29.5 cents on a \$100 purchase. As of July 2020, the City sales tax will be 9.181% exclusive of the 2% BBB tax. The total FY2019 transit tax revenue,



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as recently reported by City staff, is \$5,897,190. Additional transit service cannot be supported by these existing revenues, as Mountain Line fully allocates its current revenues to existing services and current capital needs. Additionally, Mountain Line's financial plan indicates that by the time the existing transit tax is renewed in 2030, a flat renewal rate will not be enough to sustain existing levels of service.

Building out Mountain Line's 2019 Service Prioritization Plan (see chart attached) will cost approximately an additional \$4million annually in operations. Mountain Line will also have capital needs, estimated at \$25 million, for vehicles and facilities to support increasing frequency. Assuming capital costs for all projects are funded at the historical ratio of 80% from FTA and/or ADOT, Mountain Line needs another \$5 million to match projects related to increasing frequency, equivalent to another \$500,000 annually over a decade. This brings total annual costs for frequency implementation to \$4.5million over today's needs. The BRT project is estimated at another \$25 million in capital, which is largely for street infrastructure. This would also require an additional \$5 million in local match in conjunction with local partners.

With a .15% tax increase Mountain Line would still need a source of local funds for capital projects and an additional \$2 million annually to deliver the entire 5-Year Transit Plan and Service Prioritization List. Doubling the current transit would cover all proposed costs. With this in mind, there are two identified options for level of funding.

1. Mountain Line could pursue a sales tax initiative of .15% which would fund the highest priority services and/or maintain existing services if congestion or inflation increase; or
2. Mountain Line could propose doubling the current transit sales tax rate of .295% to fund the service priorities and create flexibility to adapt to future needs.

Under any scenario, staff believe it's important to continue to explore additional funding partners to fulfill the Service Prioritization Plan. Sources could include Universal Access Passes; targeted taxes on rental cars; Uber/Lyft services; Impact Fees; funding from key destinations, such as the Flagstaff airport, and private developments to further supplement the service Mountain Line is able to provide.

FUNDING SOURCE OPTIONS

Staff have explored a variety of new funding options:

1. Property tax: A property tax could specifically target areas being served however a feasible property tax level is unlikely to generate the significant revenue needed to implement adopted plans.
2. Bulk pass sales/ private-sector participation: Mountain Line has put a significant amount of energy into expanding this program and, in partnership with the City, it is growing. Revenue from such sources are very useful to attract riders by providing free access to the system for them and support a variety of capital needs including bus replacements. However, as the revenue is not a guaranteed source of income, staff believe reoccurring operations should not be developed based upon it.
3. State funding: There is movement at the state that could generate several hundred thousand dollars per year for Mountain Line, about the equivalent of putting one more bus into service. This revenue would help but gaining enough state level revenue to implement plans is not seen as a near or even mid-term solution to implementing adopted service level goals.



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4. Federal funding: Mountain Line has worked hard on the federal level to increase Small Transit Intensive Cities (STIC) funding, an effort that looks like it may pay off in the reauthorization of the Fast Act. However, Mountain Line's financial plan indicates Federal revenue should not be used for operating but rather reserved for capital. Staff would ultimately like to reduce the existing dependency of federal funds for operations rather than increase it.

With that, staff believe expanding the transit sales tax is the most dependable way to generate the significant increase in revenue needed to implement service goals. If the Board agrees, then the question in front of the Board is one of timing.

TIMING CONSIDERATIONS:

Staff have evaluated three timing scenarios for increasing the transit tax:

1. Ask City Council to put a transit tax on the ballot in the 2020;
2. Continue to build support and refine plans for a 2022 ballot initiative; or
3. Wait until the transit tax is renewed, as early as 2024, to increase the tax on the same ballot.

2020 Ballot Measure

While staff are excited to be able to provide more service to the community, the 2020 ballot is a tight timeframe to build the necessary support and messaging. An ideal scenario would allow for further vetting and community surveying related to the Service Prioritization Plan as well as for Mountain Line to conduct an on-demand demo to fully assess the realities of providing transit through that delivery method. Additionally, increasing congestion is affecting existing service levels that may need to be resolved with increased operational costs before even considering expansion. It would also be ideal to have finished the Bus Rapid Transit project development phase so that the community clearly understood whether or not that was a part of the expanded tax as well as the Zero Emissions Bus Transition Plan to highlight future bus technology. Refining these items would help staff develop a clear message about what exactly the increase would provide. Additionally, the City is now planning for several different Bond measures on the 2020 ballot and is considering another initiative related to pensions, making the ballot fairly crowded already. Alternatively, there are factors that support going in 2020 including that the economy is currently strong and Mountain Line could make immediate use of additional revenue, both of which make 2020 timing favorable if the Board so chooses.

Continue to Plan for 2022

As mentioned above, planning efforts could be further refined over the next few years to create a solid message about what could be delivered with an increased transit tax. Staff are also interested in better understanding how the community sees transit as a solution to a variety of problems including affordability, congestion, and climate change as these messages resonate well the community. Making those connections clear to the public could help an initiative pass. Delaying will also allow staff to determine exactly what funding level is needed to both shore up existing operations and for expansion to ensure overpromising does not occur. The risk with waiting until 2022 is that Mountain Line will not be able to expand service levels until 2023 at the earliest, that the ballot may be crowded with other asks, and that the economy may not be as strong.



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Increase with the Existing Transit Tax Renewal in 2024 or 2026

Timing of the renewal of our existing tax is an important consideration. The existing tax, renewed in 2016, runs through 2030. For a flat renewal, staff recommend, based on past practices, that we go back to the public to renew in 2026 as that provides an opportunity to go back out again in 2028 should the measure fail, without an interruption in revenue. That said, it is possible to go back out as early as 2024 to both renew and increase at the same time. Should an expansion/ renewal in 2024 fail, we would could consider the same in 2026 or go back to out for a flat ask to ensure renewal.

Messaging

Critical to getting an initiative passed in any year is messaging. Mountain Line has increased its community outreach and involvement over the past year, particularly through a variety of BRT presentations which have been met with general support for Mountain Line and transit. These recent outreach efforts could be leveraged into conversations about a new tax. However, staff are only able to educate the public and not provide an advocacy message to the public. The Board, however, is allowed to advocate for a "yes" message. The success and failure of recent ballot measures and the results of post-election surveying after the Proposition 421 defeat indicate that we will not have success if we are only able to conduct an educational campaign. The current political climate is one where a strong "vote yes" message is needed.

Milton Road/ BRT Implications

It is important to understand the implications for the Bus Rapid Transit Project (BRT), as the ability to move the project forward is contingent upon new operational funding. FTA has visited Mountain Line twice and indicated both times they would like to see the project move forward because it has strong merits and the project is identified in federal budgets. Mountain Line is not able to make application to FTA unless a source of operating funds is identified, which would come from an expanded transit tax. Not going in 2020 would mean Mountain Line could not apply for funds until 2023 at the earliest and risk losing its place for federal funding. Federal funds could support the development of the Milton roadway, transit enhancements, and a variety of bike and pedestrian improvements. The BRT project development phase is not slated to be complete until fall 2020 at this time due to delays in the Milton Corridor Master Plan.

TAC DISCUSSION:

The TAC had a lengthy discussion about the timing of a tax initiative and support Mountain Line going in 2022. They included the following reasons in their discussion:

- There is a lot going on in the 2020 election that could distract from Mountain Line's ask. They had similar concerns for 2024.
- We need more time to differentiate what is different between this ask and the 2018 ask.
- They like the idea of exploring how a climate tax could or could not be viable and including bike and pedestrian projects in it.
- They felt the rebranding initiative could help attract more voters.
- They felt construction of the DCC could generate more positive feelings and awareness of Mountain Line.
- They would like to see results of the Fare Free Demo this summer and how those may impact next



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steps.

ALTERNATIVES:

- 1) Direct staff to plan for a 2022 ballot measure to increase the transit tax **(recommended)**: This action would direct staff to develop a 2022 tax initiative plan which outlines a timeline of actions to best ensure a successful 2022 measure including alerting City Council of the desire to pursue a tax increase at that time.
- 2) Provide direction to pursue a .15% or .295% transit tax proposal to the November 2020 ballot **(not recommended)**: This action would allow Mountain Line the nearest term ability to implement the 5-Year Plan and service prioritization. A formal request to the City Council to add the tax to the ballot would be required.
- 3) Provide direction to continue to plan for 2024 renewal and increase **(not recommended)**: This action would direct staff to develop a 2024 tax initiative plan which outlines a timeline of actions to best ensure a successful renewal and expansion measure including alerting City Council of the desire to pursue a tax renewal and increase at that time.
- 4) Do not recommend Mountain Line to seek future funding for service improvements **(not recommended)**: If not approved, Mountain Line will continue to have needs for new revenues in order to maintain current level of service due to congestion and increasing costs.

FISCAL IMPACT:

The FY2020 budget includes \$80,399 to explore and pursue a transit tax. From Transportation Decision 2018, Mountain Line expended \$111,234.66, of which \$61,118.97 was reimbursed by the City of Flagstaff for Propositions 419 and 420. Our costs for the 2018 Transit Ballot measure were \$50,045.69.

SUBMITTED BY:

Kate Morley
Deputy General Manager

APPROVED BY:

Heather Dalmolin
CEO and General Manager

ATTACHMENTS:

- | | |
|---|--------------------------|
| 1) Mountain Line 2018 Precinct Data Map with routes | - page 23 |
| 2) Mountain Line 2019 Service Priorities | - page 24 |
| 3) Global Local 2020 Polling results | - available upon request |

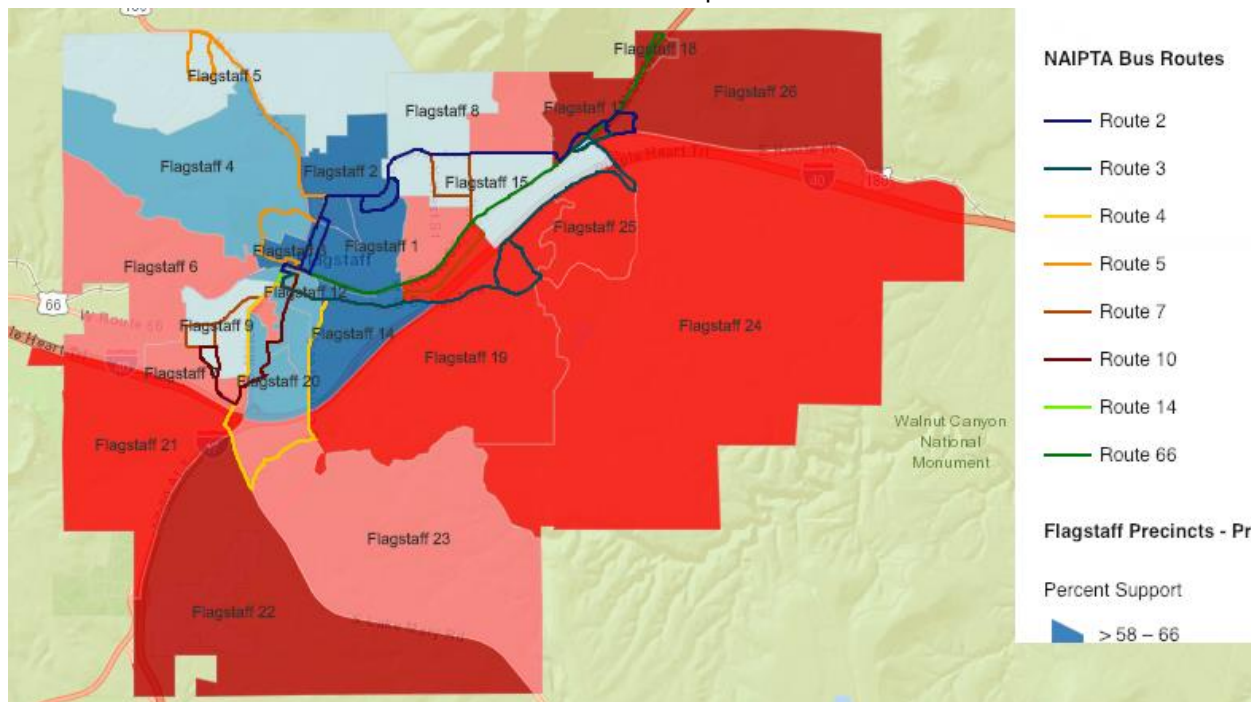


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2018 Precinct Data for Proposition 421



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Mountain Line Service Priorities

Rank	Improvement	Cost	Rationale
1	Route 8 Extension	\$192,048	Fulfills 2008 tax promise
2	Route 5 Frequency with On-Demand	\$169,670	Lowest frequency route in the system with high likelihood that increase in service will increase ridership.
3	Route 3 Frequency	\$195,648	High potential ridership increase from 30-minute to 20-minute service; connecting residential with NAU and downtown.
4	Route 66 Frequency	\$199,136	Increased from 30-minute to 20-minute service could attract new riders but unlikely at rate of routes 3 and 5 above.
5	Milton Frequency Airport (including Ponderosa Trails) BRT	\$755,040 \$1,635,764	Ranked after 5-Year Plan frequency improvements, as it's a combination of coverage and frequency. Partner funding for the airport could adjust prioritization.
6	11pm span smoothing with Late Night On-Demand	\$384,630	Late night service is the number 2 request from the community after greater frequency.
7	Saturday Service	\$589,455	Weekend service improvements are the next most commonly asked for improvement. This is considered a frequency increase.
8	University Heights On-Demand	\$298,267	Lower ranking priority as this is a coverage improvement.
9	Country Club On-Demand	\$380,535	Lower ranking priority as this is a coverage improvement.
10	Regional Services	Unknown	Service requests through Regional Policy – initiated from other communities/partners.
Total Operating Costs		\$4,173,965	



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DATE PREPARED: February 10, 2020

MEETING DATE: March 25, 2020

TO: Honorable Chair and Members of the Board

FROM: Scott Holcomb, Legal Counsel for Mountain Line

SUBJECT: Consider the Updated Rules of Procedure, Code of Conduct and Annual Conflict of Interest Statement

RECOMMENDATION:

Staff recommends the Board of Directors approve the updated Rules of Procedure and corresponding new Code of Conduct and Annual Conflict of Interest Statement.

RELATED STRATEGIC PLAN GOAL & OBJECTIVE

Goal:

- ❖ Community Engagement

Objectives:

- ❖ Ensure active participation from a supportive network of stakeholders.
- ❖ Increase the community's awareness of Mountain Line's value to the community.

BACKGROUND: The currently effective Mountain Line Rules of Procedure (the "Rules") were adopted on October 16, 2014. During the intervening years, there have been a number of changes that impact the effectiveness of Mountain Line's Rules, including changes in how Mountain Line operates, changes in state law, and advances in technology. Staff worked closely with Mountain Line's General Counsel to review governing documents from numerous transportation agencies across the country and identify best practices with which to update the Rules, while at the same time maintaining compliance with the Restated Master IGA, Mountain Line's controlling charter document. For example, the Rules were updated to align with Mountain Line's practice in how the Board and the TAC are governed, while clarifying how Board members are appointed, the length of Board and TAC officer's terms, and the role and participation expectations of alternative members of the Board and TAC.

In addition to updating the Rules, a Code of Conduct was created to provide guidance on a number of key areas, including public records laws, conflicts of interest, and the use of social media. State law on public records has developed with the proliferation of mobile devices, new messaging mediums, and social media. Adopting a clear Code of Conduct is recommended to counsel Mountain Line, its Board members, TAC members, and employees to comply with the current expectations under the law, minimize inadvertent violations of such laws, and foster effective professional communications and interactions.

The revised Rules of Procedure and new Code of Conduct will be effective upon Board approval.





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TAC DISCUSSION:

Advisor Dille asked about the possibility of having a Past Chair position for the TAC for continuity purposes and expressed his concern that the TAC does not advise the Board with one voice and stated there are other models to advise the Board. Ms. Mazza plans to work with staff to make sure the process provides adequate feedback and insight from the TAC to staff and Board.

ALTERNATIVES:

- 1) Approve the updated Rules of Procedure, Code of Conduct and Annual Conflict of Interest Statement (**recommended**): There have been changes in how Mountain Line operates since 2014, changes in the law, increased use of social media/technology, etc. and we need to keep our documents current by adopting best practices.
- 2) Approve one or more of the documents, but not all three of the documents (**not recommended**): This would allow for inconsistencies to occur and would not be considered best practices.
- 3) Do not approve the updated Rules of Procedure, Code of Conduct and Annual Conflict of Interest Statement (**not recommended**): If not approved, staff would need to identify the issues of concern and take more time to get them resolved. These documents are necessary to have in place for guidance.

FISCAL IMPACT:

There is no fiscal impact associated with approval of these documents.

SUBMITTED BY:

Scott Holcomb
Legal Counsel for Mountain Line

APPROVED BY:

Heather Dalmolin
CEO and General Manager

ATTACHMENTS:

- | | |
|--|--------------|
| 1. Rules of Procedure | -pages 27-41 |
| 2. Code of Conduct | -pages 42-48 |
| 3. Annual Conflict of Interest Statement | -page 49 |



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RULES OF PROCEDURE

OF

**NORTHERN ARIZONA INTERGOVERNMENTAL
PUBLIC TRANSPORTATION AUTHORITY
("MOUNTAIN LINE")**

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RULES OF PROCEDURE
OF
NORTHERN ARIZONA INTERGOVERNMENTAL
PUBLIC TRANSPORTATION AUTHORITY (“MOUNTAIN LINE”)
(A corporate body and political subdivision
Of the State of Arizona)

ARTICLE I - STATEMENT OF PURPOSE

SECTION 1.1 *General Purposes.* The Authority is a corporate body and political subdivision of the State of Arizona, established pursuant to state law for the purpose of designing, operating, and maintaining a public transportation system in the geographic boundaries of the Authority. The Authority was created pursuant to Arizona Revised Statutes Title 28, Chapter 26 (the “Act”) and is an intergovernmental public transportation authority organized under the laws of the State of Arizona. The Authority, comprised of a Board of Directors, officers, management and employees, is a political subdivision of the State of Arizona, with those powers specifically granted by the Act and with implied powers necessary to carry out the objectives and purposes of a public transportation authority.

SECTION 1.2 *Conflict with Law.* In the event that these Rules of Procedure should now or at any time in the future be in conflict with the Act, as amended, then and in such event those statutory provisions shall supersede these Rules of Procedure.

ARTICLE II - DEFINITIONS

Administrative Committee. Administrative Committee means a committee formed by the CEO and General Manager to review, study, and carry out tasks as directed by the CEO and General Manager.

Agency. Agency means each active party to the Master IGA, which includes, as of the date of adoption of these Rules of Procedure, Coconino County, the City of Flagstaff, the Arizona Board of Regents acting for and on behalf of Northern Arizona University ("Northern Arizona University") and the Coconino County Community College District.

Authority. Authority means the Northern Arizona Intergovernmental Public Transportation Authority, also known as "NAIPTA" and doing business as “Mountain Line.”

Board Committee. Board Committee means a committee of Board Members formed to review, study, and make recommendations to the Board concerning planning, operation, and management of the Authority.

Board Member. Each Agency’s representative on the Board, or its designee.

Board of Directors. Board of Directors or Board means the Board of Directors of the Authority, consisting of representatives of member Agencies, appointed by the Agency's governing body.

CEO and General Manager. CEO and General Manager means the Chief Executive Officer and General Manager of Mountain Line.

Code of Conduct. Code of Conduct means the policy adopted by the Board, and attached hereto as Addendum A, and as amended from time to time as provided in these Rules of Procedure.

Presiding Officer. Presiding Officer means the Chair of the Board, TAC, or Board Committee, or the leader of a committee as otherwise provided for in the committee's organizational structure.

Transit Advisory Committee. Transit Advisory Committee or TAC means the Committee consisting of the administrative head of each member agency, or the administrator's designee.

ARTICLE III - POWERS AND DUTIES OF THE BOARD OF DIRECTORS

The powers and duties of the Board include, but are not limited to:

- (a) The powers set forth in A.R.S. § 28-9122 (the "Statutory Powers"), and those powers necessary to implement the Statutory Powers.
- (b) Determine all questions of Authority policy, establishing the location of the Authority's principal place of business, and the times of meetings of the Board and any committees.
- (c) Conduct a periodic survey of public transportation needs in the Authority and determine an appropriate transportation system to meet those needs and the means to finance the system and produce a five-year public transportation program that is consistent with the regional transportation plan approved by the regional council(s) of governments.
- (d) Coordinate and implement the establishment and development of the public transportation system (including ancillary facilities) within the Authority and among the participating governmental entities.
- (e) Adopt rules that are proper and necessary to regulate the use, operation and maintenance of the public transportation systems, property, facilities and services.
- (f) Employ a CEO and General Manager, and other employees and agents as may be necessary and prescribe the duties, terms, and conditions of employment.

- (g) Delegate to the Authority's officers, CEO and General Manager, and employees such powers as necessary to carry out the policies and business of the Authority;
- (h) Appoint an Authority treasurer or enter into an intergovernmental agreement with the Coconino County Treasurer to provide financial services for the Authority.
- (i) Manage, set policy, and conduct the business of the Authority.
- (j) Determine the Authority's organizational and procedural structure; adopt, amend, and repeal bylaws and rules consistent with the requirements of state law, and prescribe an accounting system for the Authority.
- (k) Create and appoint standing or ad hoc Board Committees. Possible Board Committee subject areas may include, without limitation, financial, personnel, and customer service matters.
- (l) Exercise all powers and perform all functions in the operation of the Authority as are ordinarily exercised by the governing body of a political subdivision of the State of Arizona and as are necessary to accomplish the purposes of the Authority.
- (m) Provide for payment of all debts and appropriate claims from the appropriate funds.
- (n) Contract for or employ professionals to perform work or services on behalf of the Authority.
- (o) Through counsel, prosecute or defend the Authority in all court actions or other proceedings in which the Authority is a party or is otherwise involved.
- (p) Issue an annual report on or before December 1 of each year, containing a full account of its transactions, activities and finances for the preceding fiscal year and other facts and recommendations, and transmit copies of the report to each member municipality, university and county, to the Secretary of State, to the Arizona State Library, Archives and Public Records, and, on request, to any member of the public.
- (q) Cause an annual audit to be conducted of the public transportation authority fund by an independent certified public accountant within 120 days after the end of the fiscal year.

ARTICLE IV – BOARD OF DIRECTOR MEMBERS

SECTION 4.1 Agencies and Board of Directors. The Agencies comprising the Authority are Coconino County, the City of Flagstaff, the Arizona Board of Regents acting for and on behalf of Northern Arizona University ("Northern Arizona University") and the Coconino County

Community College District. Coconino County, Northern Arizona University and Coconino County Community College District each have one representative on the Board, appointed by its governing body; the City of Flagstaff has two representatives on the Board, appointed by its governing body. In the event that additional municipalities join the Authority, the number of directors on the Board may be increased (to a maximum of nine (9) directors) by a vote of the Board.

SECTION 4.2 New Member Agencies. Incorporated cities and towns within Coconino County may join the Authority by petitioning the Board of Supervisors and entering into the Restated Master IGA by and between the Agencies effective July 1, 2013, as the same may be amended (the "Restated Master IGA"), provided that Board membership is to be apportioned among the participating municipalities according to their respective populations.

SECTION 4.3 Dues, Fees, and Assessments. Each Agency must pay, within the time and on the conditions approved by the Board, the dues, fees, and assessments in amounts to be fixed from time to time by a majority of the Board.

SECTION 4.4 Resignation of Agency. In the event that one or more Agencies resigns from the Authority, the resigning Agency shall no longer be represented on the Board. New Agencies may be invited to fill any vacancies as provided in Section 4.2 above.

ARTICLE V - OFFICERS

SECTION 5.1 Officers of the Authority. The Officers of the Authority, who must also be Board Members, shall be a Chair and a Vice Chair.

- (a) A person may only hold one office at a time.
- (b) In the event of a vacancy in an office, a new officer shall be appointed as provided in Section 5.3 of these Rules.

SECTION 5.2 Duties of Officers.

- (a) *Chair.* The Chair shall: 1) act as Presiding Officer at all meetings of the Board; 2) sign all documents on behalf of the Authority; 3) be an ex-officio member of all committees.
- (b) *Vice Chair.* The Vice Chair shall have all the powers and assume all of the duties of the Chair in the Chair's absence.
- (c) *Duties Generally.* The Officers of the Authority shall act in the best interest of the Authority and in accordance with the constitutions and laws of the United States of America and the State of Arizona, and with all policies adopted by the Board.

SECTION 5.3 Election and Re-election of Officers.

- (a) *Terms.* The term of the Chair and Vice Chair positions shall be for a period of one (1) year, commencing on July 1 and ending on the following June 30, unless otherwise directed by the Board as provided in Section 5.3(e). In the event of an unexpected mid-term vacancy, the replacement Officer, determined in accordance with this Section 5.3, shall serve the remainder of the term.
- (b) *Order of Ascension.* Subject to Section 5.3(e), elected Officers shall serve for two (2) consecutive terms: first as the Vice Chair, and then as the Chair. The Vice Chair shall be elected before July 1 of each fiscal year and take office effective July 1.
- (c) *Vacancies.* At the completion of a full term, or in the event of a vacancy in the position of Chair, the Vice Chair shall ascend to the position of Chair. In the event of a vacancy in the position of Vice Chair, the Board shall entertain nominations from the Board Members to fill any such vacancies for the term or the remainder of the term, as may be appropriate. It is recommended, but not required, that Board Members having served 12 or more months be considered for nomination. If two or more Board Members are nominated for the office, the vote shall be by secret ballot. In the case of a single nominee, the vote may be by voice. In the event both the Chair and Vice Chair positions become vacant simultaneously, both positions shall be filled by the Board pursuant to the nomination and election provisions of this section; provided, however, that the Board Member elected to the Chair position shall only serve out the remainder of the term, and not be entitled to serve as both Chair and Vice Chair without being separately elected to the Vice Chair position in a different election cycle.
- (d) *Limitations.* No one person may serve in successive positions of Chair to Vice Chair. No Agency may hold the position of Chair and Vice Chair simultaneously.
- (e) *Continuity Extension.* The Board, acting in its sole discretion, may extend the term of the Chair for a subsequent year, provided, however, that no Chair shall serve more than two (2) full sequential terms. In the event of such an extension, the Board has the discretion to retain the Vice Chair during such extended term or appoint a new Vice Chair pursuant to the provisions of Section 5.2(c).

SECTION 5.4 Absence or Disability of Chair. In the absence or disability of the Chair, (1) the Vice Chair of the Board, and then (2) the Board Members in order of their tenure as Board Members of the Board, shall perform all duties of the Presiding Officer. When so acting, the Vice Chair or Board Member shall have all powers of, and be subject to all restrictions on, the Presiding

Officer. The said Vice Chair or Board Member shall have such other powers and perform such other duties as the Board Members, or the bylaws may prescribe.

Officer positions are personal to the Board Members elected to such position. In the absence of the Chair or Vice Chair, an Agency's alternate may vote in a meeting, but does not serve in the role of an Officer.

SECTION 5.5 Indemnification. Each Officer of the Authority shall be defended by the Authority against any action, suit or proceeding arising from an act or omission alleged to have been committed by such officer within the scope of the individual's official capacity with the Authority to the full extent allowed by applicable law.

SECTION 5.6 Compensation. Board Members shall be allowed such necessary travel and other expenses incurred in the performance of their duties as authorized by the Board.

SECTION 5.7 Other Officers and Employees. The CEO and General Manager, and Treasurer shall be appointed by the Board. All other officers and employees shall be appointed by, and serve at the pleasure of, the CEO and General Manager. All instructions, demands, or direction to Authority employees shall be made by the Board to the CEO and General Manager. Nothing cited in either the law or these Rules of Procedure shall be deemed to provide for or contain any language authorizing an individual Board Member to instruct, direct, or make demands, specifically or by innuendo, of any person employed by the Authority.

ARTICLE VI - MEETINGS OF THE BOARD

SECTION 6.1 Regular Meetings of Board. Regular meetings of the Board shall be held at least monthly, or as otherwise directed by the Board. Meetings shall be held at a place and time designated by the Board in the notice of meeting.

SECTION 6.2 Special Meetings. The Presiding Officer of the body may call a special meeting of the Board for any lawful purpose at any time.

SECTION 6.3 Notice Requirements for Meetings. Notice of meetings and an agenda of the items to be discussed shall be provided to the members of the body and the public as provided in the Arizona Open Meeting Law, A.R.S. §38-431 et seq. Additional notice may be provided as the Board deems advisable. At least twenty-four hours before each meeting, the clerk shall cause the final agenda for the meeting to be posted in accordance with the Arizona Open Meeting Laws and distributed to each member and member of the public requesting the agenda in writing.

SECTION 6.4 Agenda Items. Only those items listed on the agenda, as posted pursuant to Section 6.3, may be considered and acted upon at the meeting.

SECTION 6.5 Quorum. A majority of Board Members entitled to vote shall constitute a quorum for the transaction of business at any meeting.

SECTION 6.6 Attendance. The effectiveness of the Board is directly related to the regular participation of each Board representative in each and all regular and special meetings. Board Members are expected to be present at all regularly scheduled meetings and be prepared to discuss

and consider the items on the agenda. As a courtesy to other members, Board Members shall notify the clerk at the earliest possible time if they will be unable to attend any meeting, indicating the reason(s) for their non-attendance at such meeting. In the event that a Board Member has a pattern of absences (3 or more in a calendar year), the Presiding Officer may contact the respective Agency to make them aware of the situation.

SECTION 6.7 Attendance by Technological Means. Board Members, including an Agency's alternative representatives, may participate in a meeting by technological means, provided that the member can hear and participate in all discussions and the public can hear all statements made by the member so participating.

SECTION 6.8 Order of Business. The order of business for all meetings will be established by the CEO and General Manager in consultation with the Presiding Officer. The order of business, as set forth in the agenda, may be subject to change. Members of the Board may submit to the CEO and General Manager, at least ten (10) days before the date of any regularly scheduled meeting, and forty-eight (48) hours before the date of any special meeting, requests for items to be placed on the agenda.

SECTION 6.9 Minutes of Meetings. Minutes of meetings will record only formal actions taken by the Board, a summary of important reports and discussions, and all other information required by Arizona's Open Meeting Law, A.R.S. §38-431 et seq. Members may request that specific comments be included in the minutes. The clerk shall furnish the prior meeting's minutes to Board for review prior to the next meeting. Minutes of each meeting shall be approved by the Board Members at the next regularly scheduled meeting.

SECTION 6.10 Conduct of Meetings. In all matters not addressed by these Rules of Procedure or Arizona law, meetings of the Board may be governed by Robert's Rules of Order.

ARTICLE VII - VOTING PROCEDURES FOR THE BOARD

SECTION 7.1 Manner of Casting Votes. Voting may be by voice or ballot at the discretion of the Presiding Officer.

SECTION 7.2 Voting Rights of Agencies. Each Board Member appointed pursuant to Article 4 of these Rules (including the Chair) shall be entitled to cast one vote on each matter submitted to a vote of the Board, respectively. Other elected officials, staff members, and citizens may attend public meetings and participate as provided by law but shall not be permitted to vote.

SECTION 7.3 Approval by Majority Vote. If a quorum is present, the affirmative vote of the majority of the voting power represented at the meeting, entitled to vote and voting on any matter shall be the act of the body, unless the vote of a greater number is required by Arizona law or these Rules of Procedure.

SECTION 7.4 Alternate Members of Board. Alternate representatives to the Board shall be appointed as provided herein and shall be authorized to attend Board meetings. Alternate Members shall vote on all issues coming before the Board in the event that the regular representative is unable to attend a meeting or has a declared conflict of interest as provided in the

Code of Conduct. Each Agency shall appoint a single Board alternate, and such alternate may be changed from time to time with prior written notice to Board and clerk.

ARTICLE VIII – EXECUTIVE SESSIONS

SECTION 8.1 Scheduling. The Board, upon a majority vote, may hold closed executive sessions during a regular, special, or emergency meeting after the presiding officer has identified the authorization under A.R.S. § 38-431.03 for holding such executive session.

SECTION 8.2 Notice. The subject of the executive session must be noticed on the agenda.

SECTION 8.3 Minutes of Meetings. Minutes of executive sessions shall be kept in the same manner as minutes of regular meetings, except that content and materials, the disclosure of which is inconsistent with the purpose for which an executive session is authorized to be held, may be excluded from the recorded minutes.

SECTION 8.4 Alternative Representatives. An Agency's alternative representative to the Board shall be permitted to attend all executive sessions.

ARTICLE IX - TRANSIT ADVISORY COMMITTEE

SECTION 9.1 Members. The Transit Advisory Committee ("TAC") shall consist of the Coconino County Manager or designee; a Coconino County citizen appointed by the Board of Supervisors; Flagstaff City Manager or designee; a Flagstaff citizen appointed by the City Council; Northern Arizona University Vice-President or designee; the Manager of the Flagstaff Metropolitan Planning Organization; the Student Senate President from Northern Arizona University or designee; the Student Senate President from Coconino County Community College or designee; and at the discretion of the Board, a representative of a business or economic development association. The corporate boundaries of each of the Agency municipalities and counties constitutes a Service Area for the purpose of this Section 9.1. Additional guest members from surrounding communities may be invited by the TAC Chair as needed to hold meaningful regional discussions. Such invitations are intended to be for a temporary period as necessary for the particular topic. The Student Senate Presidents and guest members shall be ex-officio, non-voting members.¹

SECTION 9.2 Terms of Office of Citizen Members; Business or Economic Development Representative. Citizen members, and the representative of a business or economic development organization, shall serve for terms of three years each.

¹ Section 11.1 of the Restated Master IGA dated July 1, 2013 (the "Master IGA"), provides that the Student Senate President of each Member university or college shall be ex-officio, non-voting members of the Transit Advisory Committee ("TAC"). The intent of the parties to the Master IGA was to provide a non-voting seat on the TAC to the head of the student organization at each Member university or college. Since the Master IGA was signed, it has come to NAIPTA's attention that at Northern Arizona University, the equivalent position to Student Senate President is the Associated Students of NAU ("ASNAU") President, and at Coconino County Community College is the Student Body President. Accordingly, the students occupying these positions will fill the positions accorded to the president of the student senate.

SECTION 9.3 Responsibilities. The TAC shall have the duties and responsibilities provided in the Restated Master IGA and in such position descriptions and policy handbooks as are reviewed by the TAC and approved by the Board.

SECTION 9.4 Officers. The officers of the TAC shall consist of a Chair and Vice Chair. The Chair and Vice Chair must be voting members of the TAC.

SECTION 9.5 Duties of Officers.

- (a) *Chair.* The Chair shall: 1) act as Presiding Officer at all meetings of the TAC; 2) sign such documents as may be necessary on behalf of the TAC.
- (b) *Vice Chair.* The Vice Chair shall have all the powers and assume all of the duties of the Chair in the Chair's absence.

SECTION 9.6 Election and Re-election of Officers.

- (a) *Terms.* The term of the Chair and Vice Chair positions shall be for a period of one (1) year, commencing on July 1 and ending on the following June 30. In the event of an unexpected mid-term vacancy, the replacement Officer, determined in accordance with this Section 9.6, shall serve the remainder of the term.
- (b) *Order of Ascension.* Elected Officers shall serve for two (2) consecutive terms: first as the Vice Chair, and then as the Chair. The Vice Chair shall be elected before July 1 of each fiscal year and take office effective July 1.
- (c) *Vacancies.* At the completion of a full term, or in the event of a vacancy in the position of Chair, the Vice Chair shall ascend to the position of Chair. In the event of a vacancy in the position of Vice Chair, the TAC shall entertain nominations from the TAC Members to fill any such vacancies for the term or the remainder of the term, as may be appropriate. It is recommended, but not required, that TAC Members having served 12 or more months be considered for nomination. If two or more TAC Members are nominated for the office, the vote shall be by secret ballot. In the case of a single nominee, the vote may be by voice. In the event both the Chair and Vice Chair positions become vacant simultaneously, both positions shall be filled by the TAC pursuant to the nomination and election provisions of this section; provided, however, that the TAC Member elected to the Chair position shall only serve out the remainder of the term, and not be entitled to serve as both Chair and Vice Chair without being separately elected to the Vice Chair position in a different election cycle.
- (d) *Limitations.* No one person may serve in successive positions of Chair to Vice Chair. No Agency may hold the position of Chair and Vice Chair simultaneously.

SECTION 9.7 Regular Meetings. Regular meetings of the TAC shall be held at least monthly, or as otherwise determined by the TAC. TAC meetings shall be held at a place and time designated by the TAC in the notice of meeting.

SECTION 9.8 Alternate Members of the TAC. Alternate representatives to the TAC shall be appointed as provided herein and shall be authorized to attend TAC meetings. Alternate TAC representatives shall vote on all issues coming before the body in the event that the regular representative is unable to attend a meeting or has a declared conflict of interest as provided in the Code of Conduct. Each Agency shall appoint a single TAC alternate, and such alternate may be changed from time to time with prior written notice to the TAC and clerk.

ARTICLE X – MEMBER CONDUCT

Members of the Board and TAC shall be governed by a Code of Conduct adopted by the Board and attached hereto as Addendum A. The Code of Conduct may be amended or repealed by the approval of a majority of the Board Members.

ARTICLE XI - AMENDMENTS

New bylaws may be adopted or these bylaws may be amended or repealed by the approval of a majority of all the Board Members, provided, however, that any provision of these bylaws that requires the vote of a larger proportion of the Board Members than otherwise is required by law may not be altered, amended, or repealed except by vote of that greater number. No amendment may extend a director's term beyond that for which the director was elected.

DATED this _____, day of _____, 2020.

ADDENDUM A

**NORTHERN ARIZONA INTERGOVERNMENTAL PUBLIC TRANSPORTATION
AUTHORITY (“NAIPTA”) CODE OF CONDUCT**

[See following pages]

ADDENDUM A

NORTHERN ARIZONA INTERGOVERNMENTAL PUBLIC TRANSPORTATION AUTHORITY (“MOUNTAIN LINE”) CODE OF CONDUCT

This Mountain Line Code of Conduct is an addendum to the Mountain Line Rules of Procedure and shall be considered incorporated into such Rules of Procedure and the Mountain Line Personnel Policy Manual, as they may be amended from time to time. Capitalized terms not expressly defined herein shall have the same meaning ascribed to such terms as in the Rules of Procedure, unless the context clearly indicates otherwise.

Article I Public Records

Section 1 - Statement on Public Records

As a public body, Mountain Line is subject to Arizona’s public records law and must make available for public inspection public records, including but not limited to meeting agendas, minutes, e-mails, and other documents reflecting the official business of Mountain Line. Mountain Line, and each Board Member, Officer, TAC member, or employee of Mountain Line may have independent obligations to maintain and preserve any and all public records that are in the possession of that individual. Nothing in this Code of Conduct should be construed to create any obligation on Mountain Line greater than that imposed by law.

Section 2 - Roles

1. Mountain Line

Mountain Line as a public body recognizes the public’s right to inspect its public records, and through its staff maintain systems that facilitate access to public records. Mountain Line through its staff will respond to public records requests by gathering responsive records that are under Mountain Line’s control. Mountain Line will work to coordinate gathering records, not under Mountain Line’s control, from other custodians including Mountain Line’s Board Members, Officers, TAC members, and employees.

2. Individual Board Members, Officers, TAC Members, and Employees of Mountain Line

Mountain Line’s Board Members. Officers, TAC members and employees should be aware that:

- A. the public has a right to inspect public records;
- B. public records can be created on virtually any medium, including personal cell phone messages, e-mails, social media;
- C. Mountain Line’s Board Members, Officers, TAC members, and employees have an independent duty under the law to maintain and preserve public records in their custody.

In light of these realities, Mountain Line recommends its Board Members, Officers, TAC members, and employees

A. avoid using personal accounts (including personal cell phones, e-mail accounts, and social media accounts) for official or public business. By using official accounts only, public records are centralized in fewer locations which enhances the public's ability to access records and minimizes the burden on individual record custodians.

B. cooperate with Mountain Line staff in gathering and providing responsive records stored in personal accounts.

Article II Social Media

Section 1 - Policy of Social Media

Mountain Line recognizes that social media has become a ubiquitous feature of contemporary life and Mountain Line supports the use of social media to facilitate communications with constituents and engage in the community. To address the fast-changing landscape of the internet and the way residents communicate and obtain information online, Mountain Line and its officials may consider using social media tools to reach a broader audience. Mountain Line encourages the use of constructive social media to advance and further Mountain Line's goals and mission, where appropriate.

Mountain Line has an overriding interest and expectation in deciding what is "spoken" on its behalf on social media sites, however, and designates its CEO and General Manager or his or her designee to have exclusive authority to manage Mountain Line's official social media presence.

Section 2 - Individual Responsibility

1. Board Members, Officers, TAC members, and employees who choose to use social media to discuss Mountain Line business must take care in that usage. Board Members, Officers, TAC members, and employees should adhere to the following requirements:
 - All social media posting should clearly delineate between posts in a Board Member's, Officer's, TAC member's, or employee's personal capacity and in a public capacity. Mountain Line strongly recommends using separate accounts for personal and public posting.
 - Board Members, Officers, TAC members, and employees must avoid implying that their individual views are the official views of Mountain Line. If a Board Member, Officer, TAC member, or employee is using social media in his or her official capacity, they should include disclaimers when and if appropriate, such as: "The postings on this site are my own and do not reflect or represent the opinions of Mountain Line."
 - Posts made in a Board Member's, Officer's, TAC member's, or employee's official capacity should be preserved pursuant to Arizona's public records law.
 - If a Board Member, Officer, TAC member, or employee chooses to use social media for public purposes, that individual must take care not to block critics or individuals expressing differing points of view and should not delete comments or responses of either themselves, or of others.

- Board Members and TAC members must take care to avoid creating a quorum in a nontraditional forum (such as joining the same group on a networking site or other technology enabled forum).

Section 3 - Social Media Usage During Meetings

It is the policy of Mountain Line to prohibit the usage of social media by Board Members, Officers, TAC members, or employees of Mountain Line during duly noticed and agendized meetings and work sessions. The purpose of this policy is to ensure that consideration and deliberation of Mountain Line business occurs in a public meeting and that public input relating to matters under Mountain Line's consideration is publicly received by all members on equal terms.

Article III Conflicts of Interest

Section 1 - Definitions

1. **Financial Interest.** A person has a financial interest if the person enters or proposes to enter into a transaction with Mountain Line, or such person has, directly or indirectly, through business, investment or family:

A. an ownership or investment interest in any entity with which Mountain Line has a transaction or arrangement, or

B. a compensation arrangement (which shall include any employment or independent contractor arrangement) with Mountain Line, or any entity or individual with which Mountain Line has a transaction or compensation arrangement, or

C. a potential ownership or investment interest in, or compensation arrangement with, Mountain Line or with any entity or individual with which Mountain Line is negotiating a transaction or compensation arrangement.

A compensation arrangement includes any arrangement pursuant to which any direct and indirect remuneration passes to or from Mountain Line.

2. **Interested Person.** Any Board Member, Officer, or representative of a committee with voting powers, who has a direct or indirect "financial interest", as defined above, is an "interested person".

Section 2 - Procedures

1. Approval Requirement

All transactions or compensation arrangements in which an interested person has a financial interest shall be disclosed and subject to the approval of the Board; provided, however, that no such disclosure or approval is required for (1) contributions, donations or other support given to Mountain Line in support of its mission for no consideration (except recognition, acknowledgment and other courtesies routinely extended to similarly situated donors), or (2) the purchase of goods or services from Mountain Line on the same terms and conditions as are made available by Mountain Line to the general public, or (3) any transaction or compensation arrangement that would, if the interested person

were a "public officer" and Mountain Line were a "public agency", constitute a "remote interest", as each such term is defined in A.R.S. § 38-502 (governing conflicts of interest of public officers).

2. Duty to Disclose

In connection with any transactions or compensation arrangements which are or may be subject to disclosure and approval as required herein, an interested person must disclose in writing the existence and nature of his or her financial interest to the Presiding Officer of the Board or committee, who shall then bring the matter before the Board and General Counsel. The existence and nature of the financial interest of the interested person shall be disclosed to the Board or committee considering the proposed transaction or compensation arrangement.

3. Determining Whether a Conflict of Interest Exists

After written disclosure of the financial interest, Mountain Line's General Counsel shall make a determination of whether a conflict of interest exists and report the determination to the CEO and Presiding Officer of the Board or committee prior to any discussion or action on the transaction or compensation arrangement by the body. In the event of a disclosure of a financial interest during a meeting, Mountain Line's General Counsel shall determine whether a conflict of interest exists prior to the discussion or action of the transaction or compensation agreement. In the event a conflict of interest is found, the conflicted Board Member or committee member shall refrain from discussing or voting on the transaction or compensation agreement.

4. Procedures for Addressing the Conflict of Interest

If a conflict of interest is determined to exist, the Board or committee shall, after consideration of whether there are alternatives to the proposed transaction or compensation arrangement and whether Mountain Line can obtain a more advantageous transaction or compensation arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest, determine by a majority vote of the disinterested Board Members or committee members present and voting at the meeting (including the alternative representative for the interested party, if applicable) whether the transaction or compensation arrangement is in Mountain Line's best interest and for its own benefit, whether the transaction or project is fair and reasonable to Mountain Line, and the Board or committee shall make its decision as to whether to enter into the transaction or compensation arrangement in conformity with such determination.

Section 3 - Records of Proceedings

The minutes of Board, Board Committee, or TAC meetings, as applicable, shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, and the General Counsel's determination of whether a conflict of interest exists.

2. The names of the persons who were present for discussions and votes relating to the transaction or compensation agreement, the content of the discussion, including any alternatives to the proposed transaction or compensation arrangement or opportunity project, and a record of any votes taken in connection therewith.

Section 4 - Annual Statements

Each Board Member, Officer and TAC member shall annually, no later than July 1 of each new fiscal year, sign a statement which affirms that such person:

1. has received a copy of the conflicts of interest policy;
2. has read and understands the policy;
3. has agreed to comply with the policy.

Article IV Representing Mountain Line

Section 1 – Code of Conduct

It is expected that every Board and TAC member will aspire to develop a culture of excellence and adhere to the following code of conduct:

1. Recognize the worth of fellow Board or committee members and appreciate their individual perspectives, backgrounds, and contributions;
2. Uphold the strategic goals and priorities of Mountain Line, and help the Authority develop a culture of risk-taking and innovation;
3. Understand and work towards what is in the best interest of the greater Authority region, even when the regional interest must sometimes be balanced with local considerations;
4. Treat fellow Board Members, TAC members, Mountain Line staff, and members of the public with respect and professionalism even when legitimate disagreements over policy and process might arise;
5. Conduct public affairs with honesty, integrity, fairness, and respect for others;
6. Represent the adopted positions of Mountain Line when communicating on behalf of Mountain Line;
7. Communicate any real or perceived conflicts of interest to the Presiding Officer and Mountain Line's CEO and General Manager;
8. Make attendance at all meetings of the Board or TAC, and any applicable committees, a high priority. Come to Mountain Line meetings prepared to discuss the issues and business on the agenda.
9. Recognize that every Board Member, TAC member, and staff member represents the diversity of the region and has the right to freedom from all forms of discrimination and harassment in their association with Mountain Line;
10. Avoid and discourage conduct that is divisive or harmful to Mountain Line and the region.

11. Always consider that as a Board or TAC member, your actions and communications will reflect upon Mountain Line, whether at Mountain Line meetings and events, or when engaging the community professionally and privately.

12. Clearly delineate between Mountain Line's messages to the public and personal views and opinions. When sharing opinions or materials with members of the public, Board and committee members should consider expressing orally or inserting a disclaimer in written communications to the effect that their opinions, posts, communications, etc., reflect only their own personal beliefs and do not reflect the opinion of Mountain Line.

Article V Mountain Line Meeting Decorum and Order

Section 1 – Decorum and Order

The Presiding Officer shall preserve decorum and decide all questions of order, subject to appeal to the body, as follows:

1. During public meetings, Board Members and TAC members (for the purposes of this Article V, each shall be referred to as a "Member") shall preserve order and decorum and shall not delay or interrupt the proceedings or refuse to obey the orders of the Presiding Officer or the Rules of Procedure. Every Member desiring to speak shall address the Presiding Officer, and upon recognition by the Presiding Officer shall confine all comments to the question under debate and shall avoid all personalities and indecorous language. Once recognized, a Member shall not be interrupted while speaking unless called to order by the Presiding Officer or unless a point of order is raised by another Member. If a Member is called to order while speaking, the Member shall immediately cease speaking until the question of order is determined. If ruled to be not in order, the Member shall remain silent or shall alter all remarks so as to comply with the Rules of Procedure. If the Presiding Officer fails to act, any Member may move to require the Presiding Officer to enforce the rules, and the affirmative vote of the majority of the body shall require the Presiding Officer to act.

2. The Presiding Officer shall have the authority to preserve decorum in meetings. Any remarks shall be addressed to the Presiding Officer and to any or all Members. Without permission from the Presiding Officer, no staff member, other than the staff member who has the floor, shall enter into any discussion, either directly or indirectly.

3. All persons attending meetings shall observe the same rules of propriety, decorum, and good conduct applicable to Members. Any person making personal, impertinent, or slanderous remarks, or who becomes boisterous while addressing the body or while attending the meeting, shall be removed from the room if so directed by the Presiding Officer. Unauthorized remarks from the audience, stomping of feet, whistles, yells, or similar demonstrations shall not be permitted by the Presiding Officer, who shall direct the removal of such offenders from the room. Should the Presiding Officer fail to act, any member of the body may move to require the Presiding Officer to enforce the rules, and the affirmative vote of the majority of the body shall require the Presiding Officer to act. Any members of the public desiring to address the body shall be recognized by the Presiding Officer, shall state their name and city of residence in an audible tone for the record, and shall limit their remarks to the questions under discussion. Any remarks shall be addressed to the Presiding Officer and to any or all Members.

4. Any Member may appeal a ruling of the Presiding Officer to the body. If the appeal is seconded, the Member making the appeal may briefly state the reason for the same, and the Presiding Officer may briefly explain the ruling, but there shall be no debate on the appeal, and no other Member shall participate in the discussion. The Presiding Officer shall then ask the question, "Shall the decision of the Chair be sustained?" If the majority of the body present vote "Aye," the ruling of the Presiding Officer is sustained; otherwise, it is overruled.

5. Without permission of the Presiding Officer, no Member of the body or member of the public shall be allowed to speak more than once upon any one subject until all Members have had an opportunity to speak, nor for a longer time than five (5) minutes. Citizen groups shall be represented in presentation to the body by one of the group's members.



ANNUAL CONFLICT OF INTEREST STATEMENT

Pursuant to the Rules of Procedure of Northern Arizona Intergovernmental Public Transportation Authority ("Mountain Line"), I hereby certify that I:

- (a) have received the Mountain Line Conflict of Interest Policy ("Policy"); and
- (b) have read and understand the Policy; and
- (c) agree to fully comply with its terms and conditions at all times during my service as a Mountain Line Board Member.

Board Member Signature

Board Member Printed Name

Date



Northern Arizona Intergovernmental Public Transportation Authority

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DATE PREPARED: February 28, 2020

MEETING DATE: March 25, 2020

TO: Honorable Chair and Members of the Board

FROM: Danelle Knight, Employee Relations Generalist

SUBJECT: Consider the FY2020 Compensation Study Report

RECOMMENDATION:

Staff recommends the Board of Directors approve the FY2020 Compensation Study report as completed by Evergreen Solutions, LLC and direct staff to implement the recommendations in FY2021.

BACKGROUND:

Per Mountain Line's Compensation and Classification Policy, Mountain Line has committed to completing a compensation study every 3 years. The last study was conducted in FY2018, with corrected pay ranges and pay changes implemented July 1, 2018. Although the recommendations of the study were implemented, the pay plan was immediately frozen. The plan offered two methods for pay: 8-year step tables for some operation's positions and open ranges for all other staff. In FY2020, we implemented a hybrid solution as the pay plan as implemented in 2018 was not a financially sustainable solution. The FY2020 plan included: 1% cost of living adjustment for all staff on July 1, 2019 and 1% adjustment on an employee's anniversary. These adjustments were base building changes, increasing annual earnings by 2%. The plan also provided the opportunity for either a 2% or \$2,000 one-time bonus for exceeding expectations as measured in the annual performance review. To be eligible for the \$2,000 bonus an employee had to be one of four positions on step tables and be in the first three years of employment.

Mountain Line continues to receive feedback from employees that pay for operators is too low. Additionally, management is aware of growing compression issues as minimum wage in Flagstaff continues to rise.

To address the concerns, we released a procurement for professional services to identify a contractor to complete a compensation study that would evaluate local and transit peer wage structures, rising minimum wage thru 2021, and cost of living in Flagstaff. Through the competitive process, Evergreen Consulting LLC was selected and awarded not only this project but a 5-year contract for ongoing pay plan support, including definition of pay ranges, development of position description and grades, and organizational structure. The project kickoff meeting was held in September 2019 and it was at this meeting that local and transit peer agencies were identified. We focused on public employers in Flagstaff and transit systems of similar size in similar communities (population, contains a university, and cost of living.) Meetings were held with all staff to hear concerns and input in October 2019. Evergreen Consulting compiled a report of employee feedback and developed a summary of peer data for staff review.



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Mountain Line staff spent November and December sorting through peer responses to ensure job matches, select appropriate cost of living adjustment (County vs City), and reviewing cost of the various options. Options considered were 8, 10, and 12-year step tables for operations and for open ranges percentage of Compa-ratio and 20- or 30-year tenure parity solutions. We also evaluated moving mid-point to match market conditions as well as moving to increase the operations step table by 5 or 10 percent. Considerations included impact to current staff members, cost of implementation, and sustainable in future years. In January, Evergreen presented 3 financially viable options to staff for final comment: move to minimum of new defined grades and ranges with a step plan that is the same as FY2020, move to 10 year step tables that are 5% higher than the current rates and move open range to market and 93% Compa-ratio, and move to 10 year step tables that are 10% higher than the current rates and move open range to market and 93% Compa-ratio.

The final recommendation as shared with staff by the out-going CEO and General Manager in February, and as included in the FY2021 budget, is to modify pay ranges as follows:

- introduce a complete pay grade system that gives us defined pay ranges between existing positions;
- change to 10-year step table that is 10% higher than the current step table, with equal 4.5% moves between steps;
- move open ranges to market; and
- introduce a trainee or underfill wage for CDL required positions for 1st year of employment

As part of implementation staff in step positions will be moved to closest step on July 1, 2020 and staff in open range positions will move into their new range at 93% of their current compa-ratio. For example:

- An operator on step 4 may move to step 3 in the new 10-year table but would still receive an increase to his or her actual salary.
- An accounting technician at the midpoint may move to 47% of the new range. No employees on the open range plan would receive a decrease in salary as a result of this recommendation.

The cost of the market increase identified in the Compensation Study and the proposed pay plan is as follows:

- \$191,267 in FY2021 to correct for market changes: this does account for the \$15/hour minimum wage in Jan 2021 and cost of living for Flagstaff.
- \$213,329 in FY2022 will allow the pay plan to be in affect moving staff through the respective step table or ranges.
- \$221,855 in FY2023 will build on the FY2022 pay plan.

The FY2021 budget includes this recommendation as does the 5-year financial plan. Please note that prior version of the financial plan did have a projection of the FY2020 pay plan and this new plan is an overall increase of \$36,241 over the proposed three years.

TAC DISCUSSION:

The Transit Advisory Committee was presented information by Ms. Knight. There was some discussion to confirm whether having two pay schedules was new and to confirm what education plan was being considered. Ms. Knight confirmed the pay schedules were not new but being updated for the findings of the study and modified to broaden grade system and create consistency in range. The update would also modify the existing pay table from eight steps to ten and create consistency in change between steps. Ms.



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Knight was also asked to demonstrate that there was not disparity between the two pay schedules, for example that one set of staff were not receiving increases disproportionate to the other set. The Committee overall supported the updated pay plan.

ALTERNATIVES:

- 1) Approve the FY2020 Compensation Study report **(recommended)**: Approving the findings of the Compensation Study brings pay ranges to current market conditions and keeps wages in line with both increasing minimum wage and the cost of living in Flagstaff. A competitive pay plan is key to retaining talent and keeping appropriate staffing level necessary for the current operation schedules.
- 2) Do not approve the FY2020 Compensation report **(not recommended)**: If implementation is not approved, we risk losing staff as our wages are compressed by rising minimum wage and are not competitive with other employers to attract and retain employees.

FISCAL IMPACT:

Implementation of the Compensation Study and the related pay plan is part of the FY2021 draft budget and the 5-year financial plan. The total impact is an additional \$36,241 over the next three years.

SUBMITTED BY:

Danelle Knight
Employee Relations Generalist

APPROVED BY:

Heather Dalmolin
CEO and General Manager

ATTACHMENTS:

- | | |
|--------------------------------------|---------------------------|
| 1) Compensation Report | -available at the meeting |
| 2) Pay Grades and Ranges | -available at the meeting |
| 3) Pay Tables | -available at the meeting |
| 4) Fulltime Equivalent Position list | -available at the meeting |



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DATE PREPARED: March 18, 2020

MEETING DATE: March 25, 2020

TO: Honorable Chair and Members of the Board

FROM: Heather Dalmolin, CEO and General Manager

SUBJECT: Consider an Intergovernmental Agreement with MetroPlan

RECOMMENDATION:

Staff recommends the Board of Directors: 1) Approve an Intergovernmental Agreement (IGA) with MetroPlan; and 2) Authorize the CEO and General Manager to execute the IGA and the related Executive Director contract.

RELATED STRATEGIC WORKPLAN OBJECTIVE:

Goal:

- ❖ Service Excellence

Objective:

- ❖ Develop and improve community partnerships and interagency relationships to enhance transit and improve our ability to meet community needs and deliver public transit services.

BACKGROUND:

MetroPlan, previously the FMPO, is recognized as an independent public body under the State of Arizona and staff of MetroPlan have been working to create a distinct standing in our community. As such, they are separating themselves from the City of Flagstaff structure. Jeff Meilbeck, Executive Director, contacted Mountain Line to ask if it would be possible to hire the MetroPlan employees and make them available 'on loan' to conduct the work of MetroPlan with all cost reimbursed by MetroPlan. The need for this assistance is related to sequence of steps necessary to set up both social security and Arizona State Retirement System benefits. As it was explained in the request from MetroPlan, it will take up to a year to get the agency established for social security and if they enroll in ASRS before setting up social security all staff would have to waive rights to social security. It is the goal of MetroPlan to ensure the current employees are kept whole during this transition.

Staff at Mountain Line reviewed the request and considered impact on existing workloads to provide payroll and benefit administration to MetroPlan employees. There are four employees, one is an intern that is already also employed by Mountain Line. Implementing services as requested will require our accounting team to add a new enterprise fund and require staff to process three additional paychecks per pay period as well as to include the three new staff members in our monthly processing of benefits. Additionally, we will need to conduct onboarding for the three staff members currently not employed and provide orientation regarding policies. MetroPlan has requested transferring employees be allowed to receive the most beneficial policy consideration related to matters of pay, paid time off, and accruals. All staff will otherwise be subject to Mountain Line's policies. Staff believe that the effort to hire and manage these three employees will not present a hardship. The Executive Director is a contract position and will





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continue to report directly to the MetroPlan Executive Board and will provide day to day management and supervision of all other employees. Mountain Line will need to sign a subsequent contract and Mountain Line's CEO and General Manager will work with the Executive Director to approve recommended employment actions as per set policies. The contact between the MetroPlan Executive Director and Mountain Line will include reference to contract as authorized by MetroPlan Executive Board and recognize application of Mountain Line policies except as noted in the referenced contract.

Staff met with Mr. Meilbeck to talk through the above and to review if there are other roles or responsibilities that could be captured in the IGA at this time.

Currently, Mountain Line has a Memorandum of Understanding (MOU) with MetroPlan for Mountain Line's public planning process as required by Federal Transit Administration in order to access federal funds. The requirement supports the annual effort to adopt and submit the transportation improvement program (TIP) to ADOT and FHWA/FTA. In order for projects to be eligible for funding, they must be included in the TIP and reviewed in public session. The process for public review and adoption is managed by MetroPlan including the advertising of public session and agenda setting. Thru this proposed IGA, we can replace the existing MOU and gain additional clarity on the roles of MetroPlan and Mountain Line for public transportation planning.

The last item captured in the proposed IGA is newly defined in our relationship with MetroPlan, although it is a practice that has been in place for multiple years, to designate Mountain Line as the recipient of FTA Section 5310 funds managed by the Arizona Department of Transportation. Historically, Mountain Line has applied for and managed these funds on behalf of the MetroPlan geographic area to implement the Mobility Management program. However, recently ADOT updated language in the Notice of Funding Availability that we feel could lead to confusion regarding how these funds are managed in the future. MetroPlan and Mountain Line are in agreement that adding this section to our IGA is essential to demonstrating to ADOT our joint intentions for acceptance, use, and management of 5310 funds in our region.

Key Considerations:

- ❖ Mountain Line has staff capacity to absorb payment and benefit administration as requested.
- ❖ MetroPlan has agreed to pay 3% of actual staff time for staff required for biweekly processing payroll.
- ❖ MetroPlan has agreed to pay all actual cost for processed payroll and benefits for staff 'on loan' to conduct MetroPlan work.
- ❖ Mountain Line is required to complete an annual public process to adopt its program or projects and doesn't currently have a system to handle the requirement in house.
- ❖ MetroPlan manages transportation planning processes and is subject to similar rules as Mountain Line for its program of projects and continues to be willing to provide this on behalf of Mountain Line.
- ❖ Mountain Line and MetroPlan are in agreement regarding 5310 funding and both want to capture this IGA to support future direction to ADOT, if necessary.

The proposed IGA does provide funding to offset some of Mountain Line's payroll cost, creating a savings for Mountain Line's transit programs and revenue partners.



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The proposed IGA has been reviewed by Mountain Line staff and legal counsel as well as MetroPlan staff and their legal counsel. The IGA is not yet finalized however staff are in agreement on intentions, as detailed in roles described above, and is confident all concerns can be resolved. MetroPlan has expressed this item will be presented to the Executive Board on April 1. Approval of the IGA and authorization for the CEO and General Manager to execute allows staff to keep moving forward with this integration of staff in order to meet the July 1 effective date.

TAC DISCUSSION:

This item was not presented to the Transit Advisory Committee as it was presented by MetroPlan after the TAC meeting. Staff was able to review the ask with Flagstaff TAC representation, the City Manager, and he did not express any concerns.

ALTERNATIVES:

- 1) Approve the IGA with MetroPlan; and 2) Authorize execution of the IGA by the CEO and General Manager (**recommended**): This IGA is agreeable to all parties and provides a new revenue stream, albeit small, to offset some on Mountain Line's cost. The IGA ensures all parties are engaged in public planning and that the two agencies appropriately support parallel missions.
- 2) Do not approve the IGA (**not recommended**): This alternative is not recommended as staff would need to spend additional time and resources to identify an alternative IGA and it places MetroPlan in jeopardy for keeping employees whole in respect to benefits. If this item is not approved, Mountain Line would forego an opportunity to partner with MetroPlan and our relationship is important to our overall transportation and transit programs.

FISCAL IMPACT:

The IGA includes that NAIPTA will recover 100% of actual expenses associated with payroll and benefit management for MetroPlan employees and offers funding to offset existing payroll and human resource staffing costs without creating a demand for additional staff.

SUBMITTED BY:

Heather Dalmolin
CEO and General Manager

ATTACHMENTS:

1. Draft Intergovernmental IGA -available upon request



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NAIPTA MEMORANDUM

DATE: March 18, 2020

TO: Honorable Chair and Members of the Board

FROM: Heather Dalmolin, CEO and General Manager

SUBJECT: 2nd Quarter Performance Report

As part of Mountain Line's regular review of financial and performance data, staff has reviewed various points of performance data to evaluate both financial and service performance for the period of October through December 2019. The regular review allows staff to consider projected annual of performance data (ridership, miles, and hours) as well as a review of financial data to compare current performance to: 1) the prior year, 2) the goals for current year, and 3) any set future year goals. The performance measures used in this process are the benchmarks, as approved in 2015, by Mountain Line's Transit Advisory Committee and Board of Directors, to be used for reporting system data in a uniform manner.

For City of Flagstaff programs,

NAIPTA Services - Strategic Measures						
FY2020 Financial and Performance Goals						
updated 02.04.2020						
	2018	2019	2020	2020	no srvc exp, 2% cost inflation per year	
	Actual	Actual	Goals	* Projected	FY2023	FY2027
					3 yrs	7 yrs
Fixed Route - Bus						
Annual Boardings	2,440,662	2,541,353	2,614,971	2,503,596	2,775,028	3,003,780
Cost per Passenger	\$ 2.76	\$ 2.91	\$ 3.02	\$ 2.95	\$ 3.02	\$ 3.02
Cost per Service Hour	\$ 89.80	\$ 98.14	\$ 97.90	\$ 91.57	\$ 103.89	\$ 112.45
Passengers per Hour	32.54	33.77	32.45	31.07	34.44	37.27
Demand Response - Paratransit						
Trips Per Hour	3.29	3.02	3.02	3.41	3.02	3.02
Cost per Trip	\$ 37.10	\$ 46.05	\$ 47.43	\$ 42.04	\$ 50.27	\$ 54.11
Cost per Hour	\$ 122.10	\$ 139.10	\$ 143.29	\$ 143.21	\$ 151.84	\$ 163.46
Taxi Program - City						
Cost per Trip	\$ 15.81	\$ 14.50	\$ 11.98	\$ 15.23	\$ 15.00	\$ 15.00
Total Trips/Vouchers	4,972	7,116	7,258	7,642	9,436	12,267



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- Mountain Line bus is projecting a 1% drop in ridership while total operating cost is estimated to be 6% below budget. This has resulted in a cost per passenger that is slightly lower than our goal.
- Mountain Line paratransit is projecting a 6% increase in trips while total operating cost is estimated to be 7% below budget. Trips per hour has increased 13%, an important measure when cost continues to rise.
- Mountain Line paratransit taxi program is projecting to increase by 7% while cost increase is only projected to be 5%. Cost per taxi trip is 63% less than paratransit cost per trip.

For County programs,

NAIPTA Services - Strategic Measures						
FY2020 Financial and Performance Goals						
updated 02.04.2020						
	2018	2019	2020	2020	no svc exp, 2% cost inflation per year	
	Actual	Actual	Goals	* Projected	FY2023	FY2027
					Goals	Goals
<u>Taxi Program - County</u>						
Cost per Trip	\$ 17.25	\$ 26.94	\$ 26.43	\$ 25.61		
Total Trips/Vouchers	924	954	1,513	1,162		
<u>Vanpool Program - County</u>						
Cost per Trip	\$ 4.02	\$ 4.23	\$ 3.50	\$ 3.08	\$ 3.76	\$ 3.76
Trips	7,669	9,442	9,631	9,220	10,594	11,653

- County Vanpool trips are projected to increase by 22% while increase in cost is only 15%, making cost per trip 5% less than budgeted.
- County taxi program is decreasing by 2% while cost per trip has decreased 26%.

The attachment provided illustrates Mountain Line's financial future as updated and projected based on 1) City revenue projections as of 2/6/2020 and 2) on the projection of operating cost as contained in this report. The projected fund balance continues to above the 10% requirement as agreed upon Mountain Line and the City of Flagstaff for the dedicated transit tax funding.

Staff presented the 2nd quarter report to the Transit Advisory Committee in February 2020 and were able to confirm for the Committee members that staff would be evaluating these key performance indicators to ensure we have the right measurements to evaluate success in meeting objectives of the Strategic Plan recently adopted by the Board.

Attachment:

1. 2nd Quarter Perf Report, Fund Balance -page 58

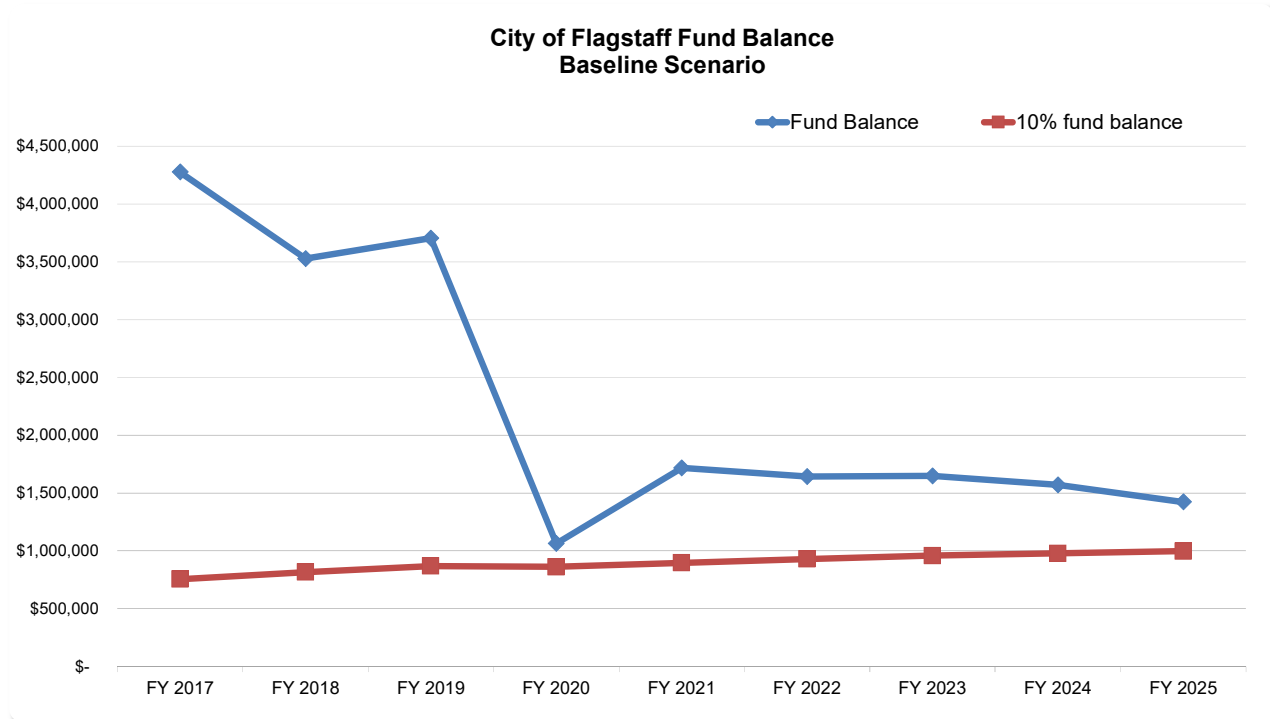


City of Flagstaff - Transit Tax Fund Balance
FY2020 Draft Budget, 05.14.2019

Assumptions:

City of Flagstaff Tax remains flat thru 2030
Federal funding maintained at FY2018 appropriation for 5307 and Small Transit Intensive Cities (STIC)
Federal funding FY2020 reflect increase in Small Transit Intensive Cities (STIC) of 30%
Federal funding for capital projects is projected to be 80% of vehicle replacement needs, in year of replacement
Vehicles are projected to be replaced at 15 years instead of 12 years
Operating Cost: FY18 actual, FY2019 projected, FY2020 draft budget, and future increase by 2% annually
Operating includes a 4,000 hour increase in FY2020 and is flat in years after
Payplan, as proposed for FY2021, is included in FY2021 thru FY2023

	FY 2017	FY 2018	FY 2019	FY 2020	FY 2021	FY 2022	FY 2023	FY 2024	FY 2025
Fund Balance	\$ 4,275,590	\$ 3,527,679	\$ 3,704,310	\$ 1,063,815	\$ 1,716,918	\$ 1,642,162	\$ 1,647,464	\$ 1,570,050	\$ 1,422,158
10% fund balance	\$ 754,991	\$ 815,703	\$ 868,478	\$ 861,919	\$ 896,601	\$ 929,786	\$ 958,704	\$ 977,665	\$ 997,218





NAIPTA MEMORANDUM

DATE: March 18, 2020

TO: Honorable Chair and Members of the Board

FROM: Heather Dalmolin, CEO and General Manager

SUBJECT: COVID-19 (Novel Coronavirus) Update

As reported to the Board of Directors over the last couple of weeks, staff at Mountain Line continues to engage in community and internal discussions on the declared Public Health Emergency. This report is to capture steps already taken and provide an opportunity for additional updates as available during the Board of Directors meeting on 3/25/2020.

- 3/6/2020: Memo to Staff was prepared to provide information on cleaning and sanitizing efforts and to remind staff about CDC recommendations for stopping spread of germs.
- 3/13/2020: Memo to staff regarding Route 10 service changes due to NAU announcement of on-campus classes being suspended and a detailed outline of change to money handling procedures in attempt to reduce physical contact between passenger and operator.
- 3/17/2020: Mountain Line issued a press release to announce that effective 3/22/2020 the main office lobby would be closed, routes would be fare free to reduce contact points and that service would be reduced to the typical weekend/holiday service levels. Mountain Line also announced the extension of changes to Route 10 and confirmed status of school deviations on other routes. The release also advised the public of other changes to boarding practices and lost 'n found controls.
- 3/18/2020: All staff travel plans, and training opportunities were cancelled, and all external meetings were transferred to online or by phone with the closure of Mountain Line facilities to guests and visitors. The new operator training program was discontinued due to the planned service reduction. Staff were provided information on job security and intentions regarding pay should service be reduced further or stopped. Work from home staff were identified and notified. Efforts to meet social distancing recommendations included canceling or restructuring all meetings of more than 10 people.
- 3/19/2020: Payroll and Human Resources set up a new emergency leave program to offer employees 80 hours of additional leave specifically for absences triggered by COVID-19. Additionally, a FAQ was developed on the leave program and shared with staff. IT prepared and distributed all equipment necessary for work from home assignments and provide instructions on tools provided. New schedules were issued for Operators for the reduced service levels and





increased cleaning hours, effective Monday. Staff schedules were designed to maintain typical work hours as compared to work performed in last 3 months.

- 3/21/2020: Office staff began to work from home as part of mandate to increase social distancing. All staff removed from operations duties were reassigned to vehicle sanitization and cleaning duties to ensure vehicles are cleaned in the field as well as in the shop. A rotation schedule was implemented to establish a manager on duty, encouraging additional staff to work from home.

Please note, Leadership will continue to work with our Legislative Liaison to ensure federal aid needed to support Mountain Line is considered in all upcoming Federal relief packages.



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NAIPTA MEMORANDUM

DATE: February 24, 2020

TO: Honorable Chair and Members of the Board

FROM: Heather Dalmolin, CEO and General Manager

SUBJECT: Delegations of Authority

In September 2019, the NAIPTA Board adopted two resolutions that granted additional authorities to the CEO and General Manager. Procurement Resolution 2020-110 allows for the CEO and General Manager to: 1) Authorize and award procurements; and 2) Execute contracts that support projects that are within the approved fiscal year budget, the 10-year financial plan, and which may be related to the approved annual Grant Resolution. The second resolution, Delegation of Authority - Resolution 2020-100, authorizes the CEO and General Manager to authorize and execute agreements for transportation projects with public, non-profit and for-profit agencies for a period not to exceed 5 consecutive years and not to exceed \$100,000 per fiscal year. Both resolutions require Progress Reports to the NAIPTA Board following any such actions.

Additionally, in June 2019, the Board approved the Collective Grant Resolution, Resolution 2019-120, which provided authorization to the CEO and General Manager to execute awards and contracts for federal assistance. This update also includes applications and executions of awards acted upon by the CEO and General Manager.

Procurement Resolution 2020-302

Engineering Design Professional Services for Kaspar Dr. and Rt. 66 Intersection

Mountain Line has contracted Woodson Engineering under Resolution 2020-302 for professional engineering design services to develop a new connection to Kaspar Drive from the Highway 89/Rt 66 intersection. The project will improve safety for buses and improve operational efficiencies by reducing deadhead miles and incorporate Transit Signal Priority (TSP) for additional route efficiencies by making a more direct route from the Kaspar bus storage facility to the major road arterial.

Mountain Line conducted an open and competitive procurement process reflective of Mountain Line and Federal Transit Administration procurement policies with a Request for Statement of Qualifications (RSOQ). The competitive procurement closed on December 6, 2019 with two vendors submitting. Proposals were close in score, leading the selection committee to conduct interviews on January 10th with





both vendors. After carefully weighing the strengths and weaknesses of both proposals and interviews, the selection committee, consisting of Mountain Line, City and County staff, identified Woodson Engineering as the highest-ranking. Procurement sent a "Notice of Intent to Award" to Woodson Engineering on January 17, 2020 and Mountain Line proceeded with scope and fee negotiations resulting in a contract award on February 20, 2020.

Woodson Engineering's scope includes preparation of full construction plans, technical reports and post design services through project close-out. Subconsultants include Civtech for TSP signal design and Traffic Impact Analysis update, Norris Design for landscaping design services, Speedie & Associates for geotechnical services and Adams Trenching for utility location services. The Woodson Engineering scope, fee and timeline for services rendered are fair and reasonable based on the required deliverables for the project.

Woodson's fee of \$384,940 is within the estimated fee associated with the RSOQ for design services as part of the overall Kaspar Intersection grant budget valued at \$2,777,814. There is adequate budget remaining under the grant to procure Kaspar Intersection construction, TSP equipment, and cover staff time. The Kaspar Intersection is included in Mountain Line's FY2020 and draft FY2021 budget.

For construction services, Mountain Line will utilize Construction Manager at Risk (CMAR) project delivery with anticipated advertisement of a CMAR procurement solicitation in mid-March.



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April: TAC Meeting is Thurs, 4/2 Board Meeting is Wed, 4/15

ITEMS:	WHO & WHAT:
Active Transportation Master Plan Presentation	Estella/Martin
Safety Minute	
The Coordinated Plan	Estella - C
Public Hearing: 1) Service Changes/Close Public Comment Period	Bizzy - D/A
Fare Strategies: Fare Capping	Heather D - D/A
Budget - Message	Heather D - D/A
JOC Task Order Update/Bus Stop Amenities Update	Anne/Wade - D/A
Get On Board Day Proclamation	Jacki - D/A
The Strategic Investment Plan	Estella - PR
Campus Entry Study Update	Anne - PR
Grant/Procurement/Signature Delegation Authority Update	Heather D - PR
Current Events	Heather D - PR
Possible Executive Session for DCC Discussion	Heather D/Jamie
May/June Agenda Calendar	

May: NO TAC Meeting Board and TAC Joint Meeting is Wed, 5/20

ITEMS:	WHO & WHAT:
Safety Minute	
Budget Presentation	Heather D - D/A
Review Strategic Work Plan	Leadership - D/A
Guiding Principles Discussion	Heather D - D/A
CTE Zero Emissions Bus (ZEB) Transition Plan	Kate/Bizzy - D/A
Free Fare Summer Marketing Plan	Jacki - D/A
AECOM Update	Kate - PR
NAU Partnerships: Campus Entry Study and McConnell/SBS	Anne - PR
AECOM Update	Kate - PR
Triennial Review Update	Heather D - PR
Employee Satisfaction Survey	Heather D - PR
Grant/Procurement/Signature Delegation Authority Update	Heather D - PR
Current Events	Heather D - PR

Possible Executive Session for DCC Discussion	Heather D/Jamie
June/August Agenda Calendar	