



Board of Directors Minutes for Wednesday, March 25, 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, March 25, 2020 at 10:00 am in the NAIPTA Training Room, 3825 N. Kaspar Dr., Flagstaff, AZ 86004.

This was a WEB BASED meeting. Members of the Board attended by telephone or internet conferencing only. The public was invited to observe by electronic means only, due to the current public health emergency related to the Coronavirus.

BOARD MEMBERS PRESENT:

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

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

Jim McCarthy, City Councilor, City of Flagstaff, (WebEx);

Dan Okoli, Vice President of Capital Planning and Campus Operations, NAU, designee, (WebEx)

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

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

BOARD MEMBERS EXCUSED:

Art Babbott, Board of Supervisors, Coconino County;

Matt Ryan, Board of Supervisors, Coconino County, alternate

NAIPTA STAFF IN ATTENDANCE:

Heather Dalmolin, CEO and General Manager;

Kate Morley, Deputy General Manager;

Jim Wagner, Operations Director, (WebEx);

Wade Forrest, Facilities Manager;

Jon Matthies, IT Manager;

Rhonda Cashman, Executive Assistant and Clerk of the Board;

Scott Holcomb, NAIPTA Attorney, (WebEx)

GUESTS PRESENT:

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

Josh Maher, Associate Vice President for Community Relations, NAU, alternate, (WebEx)





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1. CALL TO ORDER -Chair Whelan called the meeting to order at 10:06am.
2. ROLL CALL
3. SAFETY MINUTE

Ms. Dalmolin reminded everyone to keep washing your hands and continue social distancing.

4. APPROVAL OF THE MINUTES 2/19/2020

Vice Chair Peru moved to approve the February 19, 2020 Board meeting minutes. Director McCarthy seconded. There was no discussion. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Steve Peru	X	
Jim McCarthy	X	
Dan Okoli	X	

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
-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
-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.



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7. CONSIDER THE FY2019 FINANCIAL AUDIT REPORT

-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, 2020.

Director McCarthy moved to approve the Consent Agenda items 5, 6 and 7. Vice Chair Peru seconded. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Steve Peru	X	
Jim McCarthy	X	
Dan Okoli	X	

DISCUSSION / ACTION ITEMS:

8. CONSIDER A 2020 TRANSIT TAX QUESTION

-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.

Ms. Morley reviewed PowerPoint slides of Dr. Fred Solop's presentation with the Board. She stressed that the results are pre-pandemic. She stated other funding options have been explored, but none offer the consistent funding stream of a sales tax for operational expenses. The question is not if, but when does Mountain Line go to the voters. There was a brief discussion. The Board consensus was to support staff's recommendation of not going to the voters in 2020 and for staff to work on a ballot measure plan, but not specify a year right now in case circumstances change. Director McCarthy made a motion to direct staff to move forward in planning for a ballot initiative with the date undefined. Director Okoli seconded. Vice Chair Peru stated his appreciation for the modification of the recommendation. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Steve Peru	X	
Jim McCarthy	X	
Dan Okoli	X	

9. 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.



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In the interest of time, Chair Whelan asked if there were any questions regarding this item or if it should be tabled again. Director McCarthy stated he read the documents and he had no questions. There were no questions from others, nor a request to table this item. Director McCarthy moved to approve the documents as presented. Vice Chair Peru seconded. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Steve Peru	X	
Jim McCarthy	X	
Dan Okoli	X	

Ms. Dalmolin and Board Chair Whelan thanked Mr. Holcomb and his team for the work done on this item.

10. CONSIDER THE FY2020 COMPENSATION STUDY REPORT

-Danelle Knight, Employee Relations Generalist

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.

Ms. Dalmolin presented on behalf of Ms. Knight who is out due to illness at this time. She stated last fall Evergreen Solutions began the Compensation Study. PowerPoint slides were shared with the Board. Meetings were held to allow staff to express their concerns. Ms. Mazza met with staff in groups before her departure to announce the plan that would be brought to the Board for approval. Ms. Dalmolin reviewed the cost of the updated Pay Plan and she provided an explanation of the Open Range Plan and Step Plan, based on employee position classification. She noted this methodology is common and it is a reasonable application in the new Pay Plan. She called attention to the Compensation Study handout emailed to Board members that morning. The handout offered information to show that there is not disparity between the two groups. This information was provided at the recommendation of the TAC. The Pay Plan will be part of the budget recommendation. COVID-19 has changed the situation and may affect revenues. There was discussion among members regarding turnover rate and cost, and anticipated change in the overall budget. The consensus was of support for the Pay Plan philosophy and proposal. She noted she would provide further information at the April meeting, as well as the scheduled budget presentation and discussion in May, prior to the request for budget approval in June. There was a recommendation to provide a comparison of Pay Plan cost versus cost of turnover, netting a potential cost savings if less turnover. It was understood this may not be a definitive indicator. Vice Chair Peru stated he was honored to make the motion to approve the Compensation Study and direct staff to implement the Pay Plan as presented. Director Okoli seconded. Some members requested a deeper dive into





examples with real numbers to have a better understanding of specific position's current pay and what it changes to under the new Pay Plan. This request was acknowledged by Ms. Dalmolin. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Steve Peru	X	
Jim McCarthy	X	
Dan Okoli	X	

11. CONSIDER AN INTERGOVERNMENTAL AGREEMENT WITH METROPLAN

-Heather Dalmolin, CEO and General Manager

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.

Ms. Dalmolin explained to the Board that MetroPlan now has non-profit status and it will be a stand along entity as of July 1st. The Executive Director was told it would take a year to set up Social Security for the agency. They could set up Arizona State Retirement System (ASRS) contributions sooner, but then they would jeopardize the Social Security status for its employees, and this was of concern. MetroPlan has asked Mountain Line to provide Human Resource, Payroll and Benefit services for a monthly payment to cover the actual cost, plus covering employee time to perform these tasks for MetroPlan employees. Essentially MetroPlan employees would be on loan from Mountain Line. The Executive Director would still oversee Metroplan staff and the operations of the agency and would still report to the MetroPlan Executive Board. Mr. Meilbeck is planning to take this item to the MetroPlan Board on April 1st, and he was hoping to have an agreement with Mountain Line finalized for their approval. Ms. Dalmolin stated 100 percent of the cost is covered by MetroPlan and the costs would be shared for the staff directly related to processing payroll and benefit management. There was a question if the MetroPlan Executive Board recommended changes to the agreement as to whether it would be brought back to the Mountain Line Board. Ms. Dalmolin noted if there were changes of intent or items agreed upon, it would be brought back to our Board; otherwise, it could be handled under delegation of authority. There was a brief discussion resulting in the Board's question as to why MetroPlan does not continue receiving this service from the City of Flagstaff. Mr. Meilbeck was not in attendance to answer the question. Director McCarthy stated as a member of the MetroPlan Executive Board, he has not heard about this item until now. The Board consensus was to table this item until Mr. Meilbeck could be available for questions. Chair Whelan moved to table this item to a future meeting. Director McCarthy seconded. All approved, none opposed. Motion carried.





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NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Steve Peru	X	
Jim McCarthy	X	
Dan Okoli	X	

Chair Whelan recommended going into Executive Session and any questions regarding progress reports could follow when the public meeting is reconvened, if time allowed. All members were agreeable to the change in the order of the agenda.

Vice Chair Peru made a motion to convene an executive session at approximately 11:21am for discussion as posted. Director McCarthy seconded. All approved, none opposed. Motion carried.

NAME	YES VOTE	NO VOTE
Jamie Whelan	X	
Steve Peru	X	
Jim McCarthy	X	
Dan Okoli	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 or lease of, and/or use agreement for real property. ARS 38-431.03(A)(3), (4) and (7).

Following the conclusion of the Executive Session, the Board reconvened the public meeting at approximately 12:01pm.

PROGRESS REPORTS:

12. REPORT ON FY2020 2ND QUARTER PERFORMANCE
-Heather Dalmolin, CEO and General Manager
13. COVID-19 (NOVEL CORONAVIRUS) UPDATE
-Heather Dalmolin, CEO and General Manager
14. DELEGATIONS OF AUTHORITY
-Heather Dalmolin, CEO and General Manager



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15. SUMMARY OF CURRENT EVENTS

-Heather Dalmolin, CEO and General Manager

ITEMS FROM COMMITTEE AND STAFF:

Chair Whelan stated members have the progress reports for review and they may contact Ms. Dalmolin if they have any questions.

SCHEDULE NEXT MEETING DATE AND IDENTIFY AGENDA ITEMS

April/May Working Agenda

The next Board meeting will be April 15, 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. April agenda items will include but not be limited to the Active Transportation Master Plan, The Coordinated Plan, FY2021 Meeting Calendar Review, Possible Public Hearing for Service Changes and Close the Public Comment Period, Budget – Message, MetroPlan Intergovernmental Agreement (IGA), Job Order Contracting (JOC) Task Order Update/Bus Stop Amenity Update, The Strategic Investment Plan, and Delegation of Authority Updates. The April 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.

16. ADJOURNMENT

-Chair Whelan adjourned the meeting at approximately

12:03pm.

Jamie Whelan, Chair of the Mountain Line Board of Directors

ATTEST:

Rhonda Cashman, Executive Assistant and Clerk of the Board



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