

Spokane Transit Authority  
1230 West Boone Avenue  
Spokane, Washington 99201-2686  
(509) 325-6000

## **BOARD OPERATIONS COMMITTEE MEETING**

Minutes of the July 17, 2024, Meeting

**Spokane Transit Authority, 1230 W. Boone Avenue, Spokane, WA**  
*w/ Virtual Public Viewing Option*

### **MEMBERS PRESENT**

Al French, Spokane County, *Chair*  
Pamela Haley, City of Spokane Valley,  
*Chair Pro Tem, Planning & Development*  
*Committee Chair*  
Josh Kerns, Spokane County,  
*Performance Monitoring & External*  
*Relations Committee Chair, Non-Voting*  
Dan Dunne, Small Cities Representative  
(Liberty Lake)  
Zack Zappone, City of Spokane  
E. Susan Meyer, Chief Executive Officer,  
*Ex Officio*

### **STAFF PRESENT**

Brandon Rapez-Betty, Chief Operations Officer  
Carly Cortright, Chief Communications &  
Customer Service Officer  
Karl Otterstrom, Chief Planning &  
Development Officer  
Nancy Williams, Chief Human Resources Officer  
Dana Infalt, Clerk of the Authority & Executive  
Assistant to the Chief Executive Officer  
Amie Blain, Executive Assistant to the Chief  
Financial Officer

### **PROVIDING LEGAL COUNSEL**

Megan Clark, Etter, McMahon, Lamberson,  
Van Wert & Oreskovich, P.C.

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### **1. CALL TO ORDER AND ROLL CALL**

Chair French was detained and Ms. Haley, Chair Pro Tem, called the meeting to order at 1:30 p.m.  
Ms. Infalt conducted roll call.

### **2. APPROVE COMMITTEE AGENDA**

The Committee discussed revisions to the agenda regarding the Board Operations Committee Work Plan, specifically the CEO Performance Measures and whether the item should be added to the current agenda. The Committee discussed and agreed to add this discussion item to the agenda for September 11, 2024.

***Mr. Dunne moved to approve the agenda, Ms. Haley seconded, and the motion passed unanimously.***

### **3. CHAIR'S COMMENTS**

None

#### 4. COMMITTEE ACTION

##### A. June 12, 2024, Committee Minutes

*Mr. Dunne moved to approve the June 12, 2024, committee meeting minutes as submitted, Ms. Haley seconded, and the motion passed unanimously.*

#### 5. COMMITTEE ACTION/DISCUSSION

##### A. Consent Agenda

##### i. Designation and Appointment of STA Auditing Officer – Resolution

*Chair French joined at 1:38 p.m. and assumed the Chair.*

Ms. Meyer presented this resolution to the Committee requesting the appointment of an alternate Auditing Officer.

*Mr. Dunne moved to recommend the Board approve the resolution authorizing and appointing an Auditing Officer and appointing STA's CEO or designee as the Alternate Auditing Officer. Mr. Zappone seconded, and the motion passed unanimously.*

#### 6. COMMITTEE CHAIR REPORTS

##### A. Pam Haley, Chair, Planning & Development (P&D)

Ms. Haley shared the items presented at the Planning and Development Committee meeting on July 10, 2024.

##### B. Josh Kerns, Chair, Performance Monitoring & External Relations (PMER)

Mr. Kerns shared the items presented at the Performance Monitoring & External Relations Committee meeting on July 10, 2024.

#### 7. BOARD ATTENDANCE REVIEW

Ms. Meyer shared year-to-date Board Attendance with the Committee.

#### 8. CHIEF EXECUTIVE OFFICER SEARCH

Ms. Meyer presented this item to the Committee. Discussion items included the scope of the search, engaging and evaluating firms, identifying CEO Search Task Force members, and deadlines. Chair French explained the history and processes for hiring CEOs in the past. The Committee discussed whether to include a Labor Representative, and a community member, possibly a member of the Citizen Advisory Committee, on the Task Force. Ms. Meyer shared the list of search firms she considered for the CEO Search.

*Mr. Dunne moved to recommend the Board appoint a CEO Search Task Force composed of four, voting Board Operations Committee Members, delegate CEO Search Task Force to approve the job description, review applications, conduct first interviews and narrow the search to the final two or three for full Board interview and selection, and endorse the engagement of an executive recruiting firm for a national search for the STA Chief Executive Officer. Ms. Haley seconded, Chair French, Mr. Dunne, and Ms. Haley voted yes, Mr. Zappone voted no, and the motion passed 3-1.*

**9. BOARD OF DIRECTORS AGENDA JULY 25, 2024**

Item 8B. I-90/Valley High Performance Transit Corridor Development Plan: Route 7 Supplemental Report Approval will be removed.

Item 8A. 2025-2030 Transit Development Plan: Finalize and Approve – Resolution will be moved up to 7G.

A new item for the CEO Search Task Force will be added as 8A.

***Mr. Dunne moved to approve the Board of Directors agenda as amended. Mr. Zappone seconded, and the motion passed unanimously.***

**10. BOARD OPERATIONS COMMITTEE DRAFT AGENDA SEPTEMBER 11, 2024**

Item 8. Chief Executive Officer Search will be renamed to Chief Executive Officer Search Task Force Report.

An item for a Work Plan update will be added to the agenda.

An item for the Chief Executive Officer Performance Measures will be added to the agenda with a list of performance measures from small and large transit agencies within Washington State.

**11. CEO REPORT**

Ms. Meyer shared the June 2024 voter-approved sales tax revenues representing April 2024 sales.

**12. NEW BUSINESS**

None

**13. EXECUTIVE SESSION**

Ms. Clark advised the purpose of the Executive Session was in accordance with RCW 42.30.110(1)(b); *“considering the selection of a site or the acquisition of real estate by lease or purchase when public knowledge regarding such consideration would cause a likelihood of increased price.”*

The Committee entered Executive Session at 2:38 p.m., with a 10-minute projected timeframe. At 2:43 p.m., an additional 5 minutes was requested. At 2:53 p.m., the Executive Session ended.

**14. ADJOURN**

Chair French adjourned the meeting at 2:53 p.m.

Respectfully submitted,

*Amie Blain*

Amie Blain  
Executive Assistant to the Chief Financial Officer