

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

BOARD OPERATIONS COMMITTEE MEETING

Minutes of the October 9, 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.

1. CALL TO ORDER AND ROLL CALL

Chair French called the meeting to order at 1:32 p.m. The Clerk conducted roll call.

2. APPROVE COMMITTEE AGENDA

The Committee added "Succession Planning" to item 11. New Business.

Ms. Haley moved to approve the agenda as amended, Mr. Zappone seconded, and the motion passed unanimously.

3. CHAIR'S COMMENTS

Chair French commented that the APTA event the prior week went well, and that STA continues to be recognized for its great work in the industry. Mr. Dunne and Ms. Haley echoed Chair French's sentiments about STA's recognition and accomplishments.

4. COMMITTEE ACTION

A. September 11, 2024, Committee Minutes

Ms. Haley moved to approve the September 11, 2024, committee meeting minutes as submitted, Mr. Zappone seconded, and the motion passed unanimously.

5. BOARD OPERATIONS COMMITTEE WORK PROGRAM – DISCUSSION

A. Future Framework: CEO Performance Objectives & Evaluation Schedule

The Committee reviewed the performance measures from the most recent performance evaluation which are primarily a subset of STA's operating indicators, local and federal leadership, Board support, and community perceptions. The Committee discussed the performance measures and whether changes are needed for 2025. The Committee decided to suspend this discussion until at such a time a job description for the next CEO is established on which the performance measures can be based.

6. BOARD OPERATIONS COMMITTEE WORK PROGRAM – DISCUSSION

A. Developing Future Framework: Board/CEO Relationship

The Committee discussed developing the future framework for Board/CEO relationship for 2025. The Committee decided to suspend this discussion until at such a time a job description for the CEO is established, and a new CEO is hired. The contract for the new CEO may also provide guidance for this framework.

7. COMMITTEE CHAIR REPORTS

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

Ms. Haley shared the items presented at the Planning & Development Committee meeting on October 2, 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 October 2, 2024. The Board Operations Committee discussed the item regarding bus wrapping presented at PMER.

8. BOARD OF DIRECTORS AGENDA OCTOBER 17, 2024

This item was discussed after item 11. New Business due to the Chair's discussion regarding STA's CEO succession. Changes to the agenda are as follows:

- Item 9B. Connect 2035 Strategic Plan: Community Input Review & Packaging Guidance will be changed from a Board Report to Board Action.
- Succession Planning Update will be added to the agenda under the Board Operations Committee Chair Report.

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

9. BOARD OPERATIONS COMMITTEE DRAFT AGENDA NOVEMBER 13, 2024

This item was discussed after item 11. New Business and item 8. Board of Directors Agenda October 17, 2024, due to the Chair's discussion regarding STA's CEO succession.

- Succession Planning will be added to the agenda.
- If an update regarding the performance metrics is available, it will be included in the Chair's Comments.

10. CEO REPORT

Ms. Meyer shared the September 2024 voter-approved sales tax revenues representing July 2024 sales. Actual budget was \$10M, compared to the budget of \$8.5M, for a 17.8% difference, or \$1.5M. Year-to-date results are 2.4% above budget. Ms. Meyer provided updates regarding APTA, WSTA, the Northwest Transit Exchange, preparation for the CEO Search Task Force meeting on October 16, and the Citizen Advisory Committee. Chair French said that the five STA Board members who attended APTA should email their experiences about the conference.

11. NEW BUSINESS

Chair French discussed STA's CEO succession and offered four options for an interim CEO as the time for hiring a new CEO is too short to complete prior to the end of the year when CEO Meyer is retiring. Discussion ensued.

12. ADJOURN

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

Respectfully submitted,

Amie Blain

Amie Blain
Executive Assistant to the Chief Financial Officer