

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

BOARD OPERATIONS COMMITTEE MEETING

Minutes of the December 11, 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 1:30 p.m., and he confirmed all members present.

2. APPROVE COMMITTEE AGENDA

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

3. CHAIR'S COMMENTS

Chair French noted this is his last Board Operations Committee meeting serving as Committee Chair, next week's Board meeting will be his last meeting as Board Chair, and these meetings are Ms. Meyer's final meetings as STA's Chief Executive Officer. Mr. Dunne's service on STA's Board as a voting member representing the small cities is also ending in 2024. He expects to be appointed a non-voting member representing Liberty Lake in 2025.

4. COMMITTEE ACTION

A. November 13, 2024, Committee Minutes

Ms. Haley moved to approve the November 13, 2024, committee meeting minutes as submitted, Mr. Dunne seconded, and the motion passed unanimously.

5. COMMITTEE ACTION/DISCUSSION

A. Consent Agenda

i. City Line Bus Procurement – Funding Source Adjustment

Mr. Otterstrom presented the City Line Bus Procurement item and confirmed the funding sources for the Committee.

Ms. Haley moved to affirm, by motion, its prior approval to purchase an additional City Line bus, for an approximate amount of \$2,070,000 plus applicable sales tax, and to acknowledge a) the purchase will be funded with local funds exclusively and b) the purchase price may be impacted by up to 5% increase over earlier estimates, Mr. Dunne seconded, and the motion passed unanimously.

ii. 2025 Board & Committee Meeting Calendar

Ms. Infalt presented the proposed 2025 Board & Committee Meeting Calendar to the Committee. The Committee discussed potential changes to the calendar to accommodate Spring Break in April. The Board Operations Committee agreed to place a discussion of the Board Operations Committee meeting schedule regarding Spring Break on the Board agenda for February 20, 2025. The standing meeting times of other committees, boards and commissions could be taken into consideration at that time.

Ms. Haley moved to recommend the Board approve, by motion, the 2025 Board and Committee Meeting calendar and forward to the Board Consent agenda, Mr. Dunne seconded, and the motion passed unanimously.

6. BOARD ATTENDANCE REVIEW

The Committee moved this item to the Board Operations Committee meeting on February 12, 2025.

7. AMENDMENT TO BOARD OPERATIONS GOVERNING COMMITTEE FUNCTIONAL DESCRIPTIONS – RESOLUTION

Ms. Clark presented this item to the Committee. The objective of the amendment was to ensure that each of the legislative bodies in the PTBA (small cities represented as a block) were represented at all meetings of Board Operations. Therefore, the Governing Committee Functional descriptions were amended to add verbiage to address representation of all jurisdictions at a January meeting of the Board Operations Committee.

Mr. Zappone moved to recommend the Board approve, by motion, the Board Operations Governing Committee Functional Descriptions Resolution, Ms. Haley seconded, and the motion passed unanimously.

8. COMMITTEE CHAIR REPORTS

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

Ms. Haley shared the items presented at the Planning & Development Committee meeting on December 4, 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 December 4, 2024.

9. BOARD OF DIRECTORS AGENDA DECEMBER 19, 2024

Ms. Meyer presented the Board agenda for December 19, 2024. The agenda will be adjusted as follows:

- *16. Executive Session*
- *17. CEO Recognition – Resolution*
- *18. New Business*
- *18A. Election of 2025 Board Chair and Presentation of Gavel*

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

10. BOARD OPERATIONS COMMITTEE DRAFT AGENDA JANUARY 8, 2025

There were no questions or comments.

11. CEO REPORT

Ms. Meyer shared the November 2024 voter-approved sales tax revenues representing September 2024 sales. Actual was \$10.3M, compared to the budget of \$8.7M, for a 17.4% difference, or \$1.5M. Year-to-date results are 5.1% above budget.

Ms. Meyer continued and shared an update on the CEO Search and associated Task Force. The CEO recruiters will be available in the STA CFO Office for meetings with the Board Members December 18-19.

12. NEW BUSINESS

Chair French discussed how the Board Members should address the Co-CEOs. Mr. Rapez-Betty explained that both he and Mr. Otterstrom intend to join as many meetings as possible together, and they will provide details to each other for meetings that may be missed. The Committee agreed to contact both Mr. Rapez-Betty and Mr. Otterstrom for CEO-related business.

13. EXECUTIVE SESSION

Chair French 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 2:43 p.m., with a 15-minute projected timeframe. At 2:58 p.m., an additional 5 minutes was requested. At 3:03 p.m., an additional 5 minutes was requested. At 3:08 p.m., the Executive Session ended.

14. ADJOURN

Chair French adjourned the meeting at 3:08 p.m.

Respectfully submitted,

Amie Blain

Amie Blain
Executive Assistant to the Chief Financial Officer