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

#### **BOARD OPERATIONS COMMITTEE MEETING**

Wednesday, January 8, 2025 1:30 p.m. – 3:00 p.m.

# Northside Conference Room Spokane Transit Authority 1230 W. Boone Avenue, Spokane, WA

w/Virtual Public Viewing Option

#### **AGENDA**

- 1. Call to Order and Roll Call
- 2. Approve Committee Agenda (Haley)
- 3. Chair's Comments (Haley) (5 minutes)
- 4. Committee Action/Discussion (5 minutes)
  - A. Minutes of the December 11, 2024, Committee Meeting Corrections/Approval
- 5. Appointment of Board Members and Chairs to Planning & Development and Performance Monitoring & External Relations Committees (Haley) (20 minutes)
- 6. Appointment of Board Members to Board Operations Committee (Haley) (5 minutes)
- 7. Board Member Travel to 2025 American Public Transportation Association (APTA) Conferences (Otterstrom & Rapez-Betty) (5 minutes)
- 8. Board of Directors Draft January 16, 2025, Meeting Agenda Corrections/Approval (Otterstrom & Rapez-Betty) (5 minutes)
- 9. Board Operations Committee Draft February 12, 2025, Meeting Agenda Information (Otterstrom & Rapez-Betty) (5 minutes)
- 10. CEO Report (Otterstrom & Rapez-Betty) (15 minutes)
- 11. New Business
- 12. Executive Session (Etter, McMahon): 15 minutes RCW 42.30.110(1)(b) To consider 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;
- 13. Adjourn

Next Committee Meeting: Wednesday, February 12, 2025, at 1:30 p.m. in person with virtual public viewing option.

Virtual Link: <u>Join here</u>

Password: Members: 2025 Guests: 0125

Call-in Number: 1-408-418-9388 | Event #: 2486 167 7832

Agendas of regular Committee and Board meetings are posted the Friday afternoon preceding each meeting at the STA's website: <a href="www.spokanetransit.com">www.spokanetransit.com</a>. Discussions concerning matters to be brought to the Board are held in Committee meetings. The public is welcome to attend and participate. Spokane Transit assures nondiscrimination in accordance with Title VI of the Civil Rights Act of 1964 and the Americans with Disabilities Act. For more information, see <a href="www.spokanetransit.com">www.spokanetransit.com</a>. Upon request, alternative formats of this information will be produced for people who are disabled. The meeting facility is accessible for people using wheelchairs. For other accommodations, please call 325-6094 (TTY Relay 711) at least forty-eight (48) hours in advance.

## **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

**AGENDA ITEM 2**: APPROVE COMMITTEE AGENDA

**REFERRAL COMMITTEE**: n/a

**SUBMITTED BY:** Pamela Haley, STA Board Chair

**<u>SUMMARY</u>**: At this time, the Board Operations Committee will review and approve the meeting agenda with any revisions provided.

## **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

**AGENDA ITEM 3**: BOARD OPERATIONS COMMITTEE CHAIR'S COMMENTS

**REFERRAL COMMITTEE**: n/a

**SUBMITTED BY:** Pamela Haley, STA Board Chair

**SUMMARY:** At this time, the Committee Chair will have an opportunity to comment on various topics of interest regarding Spokane Transit.

## **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

AGENDA ITEM 4A: MINUTES OF THE DECEMBER 11, 2024, COMMITTEE MEETING –

CORRECTIONS AND/OR APPROVAL

**REFERRAL COMMITTEE:** n/a

**SUBMITTED BY:** Amie Blain, Executive Assistant to the Chief Financial Officer

**SUMMARY:** The December 11, 2024, meeting minutes are attached for your information and correction and/or approval.

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

#### **BOARD OPERATIONS COMMITTEE MEETING**

Draft 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

#### **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

**AGENDA ITEM 5**: APPOINTMENT OF BOARD MEMBERS AND CHAIRS TO PLANNING &

DEVELOPMENT AND PERFORMANCE MONITORING & EXTERNAL

**RELATIONS COMMITTEES** 

**REFERRAL COMMITTEE**: n/a

**SUBMITTED BY:** Pamela Haley, STA Board Chair

**SUMMARY:** The STA Board Chair appoints the Board members and Chairs of STA's Planning & Development Committee and the Performance Monitoring & External Relations Committee for the coming year, subject to confirmation by the Board.

The Interim Chief Executive Officers are ex-officio members of all Board committees.

The proposed 2025 committee appointments will be presented at the Board Operations meeting.

#### **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

**AGENDA ITEM 6** : APPOINTMENT OF BOARD MEMBERS TO BOARD OPERATIONS

COMMITTEE

**REFERRAL COMMITTEE:** n/a

**SUBMITTED BY:** Pamela Haley, STA Board Chair

**SUMMARY:** Pursuant to Resolution No. 832-24, the Board Operations Committee is automatically composed of:

- Chair of STA Board (also chairs Board Operations Committee)
- Chair of Performance Monitoring & External Relations Committee
- Chair of Planning & Development Committee
- Chair Pro Tempore of the Board
- Chief Executive Officer in an ex-officio capacity

In any calendar year in which the composition listed above does not include at least one Director appointed by the legislative body of each of the governments or groups of governments appointing Directors to the Board, the Chair of the Board shall make such additional appointments to the Board Operations Committee as are needed to provide for such representation.

The Board Chair's proposed 2025 committee appointments will be presented at the meeting.

#### **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

**AGENDA ITEM** \_ **7** : BOARD MEMBER TRAVEL TO 2025 AMERICAN PUBLIC

TRANSPORTATION ASSOCIATION (APTA) CONFERENCES

**REFERRAL COMMITTEE:** n/a

**SUBMITTED BY:** Karl Otterstrom, Interim Co-Chief Executive Officer

Brandon Rapez-Betty, Interim Co-Chief Executive Officer

**SUMMARY:** The STA Bylaws require Board approval for Board member travel.

The American Public Transportation Association (APTA) has scheduled its 2025 Legislative Conference in Washington, D.C., May 18-20, 2025. In addition to the conference, there may be opportunities for staff and Board members to meet with legislators and Federal Transit Administration (FTA) staff.

Other APTA conferences Board members may be interested in attending include the Transit Board Member (TBM/TBA) Seminar in Kansas City, Missouri, July 19-22, 2025, and the APTA TRANSform Conference in Boston, Massachusetts, September 14-17, 2025.

STA has budgeted for Board members to attend APTA conferences in the 2025 year at an approximate cost of \$3,000 each.

## **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

**AGENDA ITEM** BOARD OF DIRECTORS MEETING AGENDA JANUARY 16, 2025 –

**CORRECTIONS AND/OR APPROVAL** 

**REFERRAL COMMITTEE:** n/a

**SUBMITTED BY:** Karl Otterstrom, Interim Co-Chief Executive Officer

Brandon Rapez-Betty, Interim Co-Chief Executive Officer

**SUMMARY:** The Board of Directors meeting agenda for January 16, 2025, is attached for the Committee's information, correction and/or approval.

Spokane Transit Authority 1230 West Boone Avenue Spokane, WA 99201 509-325-6000

#### **BOARD MEETING**

Thursday, January 16, 2025 1:30 – 3:00 p.m.

## STA Boardroom 1230 West Boone Avenue, Spokane, WA

w/Virtual Public Viewing Option Link on Page 2

#### **DRAFT AGENDA**

- 1. Call to Order and Roll Call (Chair Haley)
- 2. Pledge of Allegiance
- 3. Excused Absences
- 4. Approve Board Agenda (Chair Haley)
- 5. Board Chair Report (Chair Haley)
- 6. Public Expressions
- 7. Recognitions and Presentations: xx minutes
  - A. Carl Hansen, Paratransit Data Clerk Retirement (Brandon Rapez-Betty)
  - B. Betty Stansbury, Administrative Assistant-Maintenance Retirement (Brandon Rapez-Betty)
- 8. Board Action Consent Agenda: 5 minutes
  - A. Minutes of December 19, 2024, STA Board Meeting-Corrections/Approval
  - B. Approval of the December 2024 Vouchers (Tammy Johnston)
  - C. Public Works Contracts under \$35,000: Final Acceptance (Jordan Hayes-Horton)
  - D. Plaza AHU 3-4 Area Service: Final Acceptance (Brandon Rapez-Betty)
  - E. Jefferson Park & Ride Camera Update: Final Acceptance (Kade Peterson)
  - F. Approval for Board Member Travel to APTA 2025 (Karl Otterstrom/Brandon Rapez-Betty))
- 9. Board Action Other: 10 minutes
  - A. Election of Chair Pro Tempore (Chair Haley)

Note: Item 9A requires a majority vote of 5

10. Board Action – Committee Recommendation: 20 minutes

#### **Board Operations Committee**

- A. Confirmation of Appointment of Board Members and Chairs to the Planning & Development and the Performance Monitoring and External Relations Committees for 2025 (Chair Haley)

  Note: Item 10A requires a majority vote of 5
- 11. Confirmation of Appointment of Board Members to Board Operations Committee (Chair Haley)
- 12. Board Operations Committee: 5 minutes
  - A. Chair Report (Pam Haley)
- 13. Planning & Development Committee: No January Meeting
- 14. Performance Monitoring & External Relations Committee: No January Meeting
- 15. CEO Report: 15 minutes

- 16. Board Information no action or discussion
  - A. Committee Minutes
  - B. December 2024 Sales Tax Revenue (Tammy Johnston)
  - C. November 2024 Financial Results Summary (*Tammy Johnston*)
  - D. 2024 Operating Indicators (Brandon Rapez-Betty)
- 17. Executive Session (Etter, McMahon): 15 minutes

RCW 42.30.110(1)(b) To consider 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.

- 18. New Business
- 19. Board Member Expressions: 5 minutes
- 20. Adjourn (Chair)

Optional Virtual link: \*\*

Password: Members: 2025 | Guests: Guest
Call-in Number: 1-408-418-9388 | Event #:

## Cable 5 Broadcast Dates and Times of January 16, 2025, Board Meeting:

 Saturday, January 18, 2025
 4:00 p.m.

 Monday, December 20, 2025
 10:00 a.m.

 Tuesday, December 21, 2025
 8:00 p.m.

#### Next Committee Meetings, Wednesday:

Board Operations February 12, 2025, 1:30 p.m.
Planning & Development February 5, 2025, 10:00 a.m.
Performance Monitoring & External Relations February 5, 2025, 1:30 p.m.

#### **Next Board Meeting:**

Thursday, February 20, 2025, 1:30 p.m. STA Boardroom, 1230 West Boone Avenue, Spokane, Washington (A virtual joining option will be available for all Committee and Board meetings)

Agendas of regular Committee and Board meetings are posted the Friday afternoon preceding each meeting on STA's website: <a href="www.spokanetransit.com">www.spokanetransit.com</a>. A video of the Board meeting may be viewed on the website the week after the meeting. Discussions concerning matters to be brought to the Board are held in Committee meetings. The public is welcome to attend and participate. Anyone wishing to address the Board of Directors on a specific subject at a Board meeting may do so by submitting written comments to the STA Chair of the Board (1230 West Boone Avenue, Spokane, WA 99201-2686) 24 hours prior to the Board meeting. Mail addressed to the Board of Directors will be distributed by STA at its next meeting. Mail addressed to a named Board Member will be forwarded to the Board Member, unopened. Spokane Transit assures nondiscrimination in accordance with Title VI of the Civil Rights Act of 1964. For more information, see <a href="www.spokanetransit.com">www.spokanetransit.com</a>. Upon request, alternative formats of this information will be produced for people who are disabled. The meeting facility is accessible for people using wheelchairs. For other accommodations, please call 325-6094 (TTY Relay 711) at least forty-eight (48) hours in advance.

## **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

AGENDA ITEM 9: BOARD OPERATIONS COMMITTEE DRAFT FEBRUARY 12, 2025, MEETING

AGENDA – INFORMATION

**REFERRAL COMMITTEE:** n/a

**SUBMITTED BY:** Karl Otterstrom, Interim Co-Chief Executive Officer

Brandon Rapez-Betty, Interim Co-Chief Executive Officer

**<u>SUMMARY</u>**: The draft Board Operations Committee meeting agenda for February 12, 2025, is attached for your information.

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

#### **BOARD OPERATIONS COMMITTEE MEETING**

Wednesday, February 12, 2025 1:30 p.m. – 3:00 p.m.

# Northside Conference Room Spokane Transit Authority 1230 W. Boone Avenue, Spokane, WA

w/Virtual Public Viewing Option

#### **AGENDA**

- 1. Call to Order and Roll Call
- 2. Approve Committee Agenda (Haley)
- 3. Chair's Comments (Haley) (5 minutes)
- 4. Committee Action/Discussion (5 minutes)
  - A. Minutes of the January 8, 2025, Committee Meeting Corrections/Approval
- 5. Committee Action/Discussion (5 Minutes)
  - A. Consent Agenda
    - i. Sprague Line Right of Way Acquisition (Otterstrom)
- 6. Confirm 2025 Board & Committee Meeting Schedule (Otterstrom & Rapez-Betty) (5 minutes)
- 7. Board Attendance Review (Otterstrom & Rapez-Betty) (5 minutes)
- 8. 2025 Draft Board Operations Committee Work Program Discussion (Otterstrom & Rapez-Betty) (15 minutes)
- 9. Committee Chair Reports (10 minutes)
  - A. Planning & Development
  - B. Performance Monitoring & External Relations
- 10. Board of Directors Draft February 20, 2025, Meeting Agenda Corrections/Approval (Otterstrom & Rapez-Betty) (5 minutes)
- 11. Board Operations Committee Draft March 12, 2025, Meeting Agenda Information (Otterstrom & Rapez-Betty) (5 minutes)
- 12. CEO Report (Otterstrom & Rapez-Betty) (15 minutes)
- 13. New Business
- 14. Adjourn

Next Committee Meeting: Wednesday, March 12, 2025, at 1:30 p.m. in person with virtual public viewing option.

Virtual Link: Join here

Password: Members: 2025 | Guests: 0225

Call-in Number: 1-408-418-9388 | Event #: xxxx xxx xxxx

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## **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

AGENDA ITEM 10: CEO REPORT

**REFERRAL COMMITTEE**: n/a

**SUBMITTED BY:** Karl Otterstrom, Interim Co-Chief Executive Officer

Brandon Rapez-Betty, Interim Co-Chief Executive Officer

**SUMMARY:** At this time, the Interim Co-CEOs will have an opportunity to comment on various topics of interest regarding Spokane Transit.

## **BOARD OPERATIONS COMMITTEE MEETING**

January 8, 2025

AGENDA ITEM 11: NEW BUSINESS

**REFERRAL COMMITTEE**: n/a

**SUBMITTED BY:** n/a

**SUMMARY:** At this time, the Committee will have the opportunity to discuss new business relating to Board Operations.

## **EXECUTIVE SESSION**

At this time, the STA Board Operations Committee will adjourn to an executive session for the purpose of:
To consider 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. (RCW 42.30.110(1)(b))
The STA Board Operations Committee will reconvene in open session at approximately If it becomes necessary to extend the executive session, a member of the staff will return to announce the time at which the Committee will reconvene.
If any action is to be taken as a result of discussions in the executive session, that action will occur at the open public session.
Estimated time - 15 minutes