

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

BOARD OPERATIONS COMMITTEE MEETING

Minutes of the December 6, 2017 Meeting
Spokane Transit Northside Conference Room

MEMBERS PRESENT

Pamela Haley, City of Spokane Valley, *Board Operations Committee Chair*
Al French, Spokane County, *Planning & Development Committee Chair*
Amber Waldref, City of Spokane, *Performance Monitoring & External Relations Committee Chair*
E. Susan Meyer, Chief Executive Officer, *Ex-officio*

MEMBERS ABSENT

John Higgins, Small Cities Representative (Medical Lake), *Chair Pro Tempore*

STAFF PRESENT

Emily Arneson, Ombudsman & Accessibility Officer
Steve Blaska, Director of Operations
Roger Watkins, Chief Operations Officer
Beth Bousley, Director of Communications & Customer Service
Karl Otterstrom, Director of Planning & Development
Jan Watson, Clerk of the Board

PROVIDING LEGAL COUNSEL

Laura McAloon, Witherspoon Brajcich McPhee PLLC

GUESTS

Kevin Freeman, Small Cities Representative (Millwood)

1. CALL TO ORDER AND ROLL CALL

Chair Haley called the meeting to order at 1:39 p.m. and roll call was conducted.

2. APPROVE COMMITTEE AGENDA

Committee members reviewed the agenda.

Mr. French moved approval of the December 6, 2017 agenda, Ms. Waldref seconded, and the motion passed unanimously.

3. CHAIR'S COMMENTS

Chair Haley welcomed Roger Watkins, Chief Operations Officer, to STA.

4. COMMITTEE ACTION/DISCUSSION

- a. **September 13, 2017 Committee Minutes**
- b. **November 8, 2017 Committee Minutes**

Mr. French moved approval of the September 13, 2017 and November 8, 2017 committee minutes, Ms. Waldref seconded, and the motion passed unanimously.

5. COMMITTEE CHAIR REPORTS

a. Al French, Chair, Planning & Development (P&D)

The majority of the meeting was spent on the final review of the Operating & Capital budgets for 2018 which have been modified to reflect settlement of the Collective Bargaining Agreement with ATU 1015. Mr. Otterstrom presented the *Connect Spokane* update which the Committee recommended to the Board for adoption. The Committee adopted its own Work Plan for 2018.

b. Amber Waldref, Chair, Performance Monitoring & External Relations (PM&ER)

Ms. Waldref did not attend the Committee meeting due to illness. Mr. Blaska reported that the Committee approved four agenda items for the next Board consent agenda: the purchase of six diesel coaches, the laundered uniform contract, the Spokane Police Department Agreement, and the 2018 Performance Measures. Legislative Priorities will be added to the Board agenda for discussion and approval. Mr. Blaska will share information with the Board regarding an adjustment to the 2017 Bus Procurement Strategy and the future procurement of electric buses.

6. 2018 BOARD & COMMITTEE MEETING CALENDAR

Ms. Watson briefed the Committee on the 2018 Board and Committee Meeting Schedule noting exceptions to the traditional meeting dates in February, March, July, November, and December. The Board Operations Committee will meet on January 10, and the Board on January 18. The P&D and PM&ER Committees will meet on January 31 in advance of the February 15 Board Meeting. The Board Strategic Planning and Budget Workshop will be held on July 11, 2018.

Ms. Waldref motioned to recommend the Board approve the 2018 Board and Committee Meeting Schedule as presented. The motion was seconded by Mr. French and passed unanimously.

7. APPOINTMENT OF BOARD MEMBERS TO P&D AND PM&ER COMMITTEES FOR 2018

The Board Chair is elected at the December meeting. At the January meeting the Chair Pro Tempore is elected and the Chair puts forward the Committee Chairs and members for confirmation. The represented jurisdictions are balanced between the Committees with a County Commissioner, City of Spokane, City of Spokane Valley and Small Cities representative on each committee. A draft 2018 member roster was presented for consideration.

8. PUBLIC TRANSPORTATION IMPROVEMENT CONFERENCE (PTIC) PREVIEW & SCHEDULE

Ms. McAloon explained that today's discussion is about the mandatory Quadrennial Review for 2018 and not the PTIC as noted on the agenda. The PTIC and Quadrennial Review are two separate statutes. The Quadrennial Review is a statutorily mandated process that must be followed every four years. By statute, the "members of the county legislative authority and the elected representative of each city within the boundaries" of STA meet to "review the composition" of the Board and "change the composition of the governing body if the change is deemed appropriate" every four years (RCW.36.57A.055). The process in the statute requires the STA chief executive officer give twenty days' notice of a meeting. Typically the Clerk of the Authority queries the jurisdictions for available dates and STA requests each of the jurisdictions to appoint their representative to the Quadrennial Review Committee (QRC). Attendees are the three county commissioners and one elected representative from each of the component cities (ten delegates). Each person has one vote including the selected Chair. The statute does not prescribe procedures to follow so the practice has been to adopt Robert's Rules of Procedure and everything passes on a majority vote under those rules. The only process described in the statute is that a majority of those present constitutes a quorum and can take action. Representation on the STA Board is limited to nine members because STA is a single county Public Benefit Transportation Area (PTBA). Members must be elected officials and they serve at the pleasure of their appointing city, not at the pleasure of the STA Board. There is also one statutorily required non-voting member appointed by the labor organizations representing employees of the PTBA that is not included in the nine member limit. If the QRC takes action to change the composition of the STA Board, the next step is for the STA Board to take action to amend its by-laws. Ms. McAloon reviewed the history of action taken by past QRCs. Ms. McAloon recommended STA follow the Open Public Meeting Act (OPMA) notice requirements for the Quadrennial Review. After a brief discussion, the committee recommended the Quadrennial Review be held in the second quarter of 2018.

9. BOARD OF DIRECTORS AGENDA DECEMBER 14, 2017

Committee members reviewed the agenda and agreed to proposed edits.

Mr. French moved approval of the amended agenda, Ms. Waldref seconded, and the motion passed unanimously.

10. CEO REPORT

Ms. Meyer, Mr. Otterstrom and key Planning & Development staff attended a follow-up meeting with representatives from the Mayor's office and Mark Richard from the Downtown Spokane Partnership (DSP) regarding alignment of the Central City Line (CCL) route. STA confirmed that the CCL route was set and the alignment cannot be changed at this point in time. Mark Richard indicated that DSP has not heard concerns from downtown businesses about the stations and that DSP had been involved in the planning throughout the process. They also discussed the potential of having island stations on Riverside. Mr. Otterstrom invited representatives from City Administration to attend the next STA Board meeting to articulate their interest in changes to the stations on Riverside. Ms. Meyer requested that Mr. Otterstrom present an affirmation of the proposed CCL stations at the December Board meeting.

Mr. French moved to reconsider the amended agenda of December 14, 2017 Board meeting, Ms. Waldref seconded, and the motion passed unanimously.

Mr. French moved to adopt the revised agenda of the December 14, 2017 Board meeting including previous amendments and the affirmation of proposed CCL station locations. The motion was seconded by Ms. Waldref and passed unanimously.

11. EXECUTIVE SESSION

At 2:50 p.m., Chair Haley announced that the Committee would adjourn for an Executive Session for the following purposes:

Reviewing the performance of a public employee.

Discussing, planning, or adopting the strategy or position to be taken by the STA Board of Directors during the course of ongoing collective bargaining.

Considering the selection of a site, the acquisition of real estate by lease or purchase, or the sale of real estate when public knowledge regarding such consideration would cause a likelihood of increased or decreased price.

The Committee will reconvene in open session at approximately 3:00 p.m. If it becomes necessary to extend the Executive Session, Legal Counsel or a staff member will return to announce the time at which the Board will reconvene.

At 3:00 p.m., Ms. McAloon announced the Board of Directors will reconvene at 3:05 p.m.

At 3:05 p.m., STA Directors joined the Executive Session and Ms. McAloon announced the Board of Directors will reconvene at 3:10 p.m.

At 3:10 p.m., the Committee reconvened and Chair Haley declared the meeting back in public session. No action was taken.

12. NEW BUSINESS

None

13. ADJOURN

With there being no further business to come before the Committee, Chair Haley adjourned the meeting at 3:10 p.m.

Respectfully submitted,

Kathleen Roberson
Executive Assistant to the Director of Finance & Information Services