

## **BOARD OPERATIONS COMMITTEE MEETING**

Minutes of the June 13, 2018 Meeting  
Spokane Transit Northside Conference Room

### **MEMBERS PRESENT**

Kevin Freeman, Small Cities Representative (Millwood),  
*Board Operations Committee Chair*  
Candace Mumm, City of Spokane, *Chair Pro Tempore*  
Al French, Spokane County, *Planning & Development*  
*Committee Chair*  
Pamela Haley, City of Spokane Valley, *Performance*  
*Monitoring & External Relations Committee Chair*  
E. Susan Meyer, Chief Executive Officer, *Ex-officio*

### **STAFF PRESENT**

Emily Arneson, *Ombudsman & Accessibility Officer*  
Beth Bousley, *Director of Communications & Customer*  
*Service*  
Karl Otterstrom, *Director of Planning & Development*  
Lynda Warren, *Director of Finance & Information Services*  
Roger Watkins, *Chief Operations Officer*  
Jan Watson, *Clerk of the Authority*  
Nancy Williams, *Director of Human Resources*

### **MEMBERS ABSENT**

### **PROVIDING LEGAL COUNSEL**

Laura McAloon, McAloon Law PLLC

### **GUESTS**

None

---

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

Chair Freeman called the meeting to order at 1:37 p.m. Roll call was conducted.

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

*Mr. French moved approval of the Committee agenda, Chair Freeman seconded and the motion passed unanimously.*

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

Mr. Freeman noted that there will be an Executive Session this afternoon.

#### **4. COMMITTEE ACTION/DISCUSSION**

##### **a. May 9, 2018 Committee Minutes**

*Mr. French moved approval of the May 9, 2018 committee meeting minutes, Mr. Freeman seconded and the motion passed unanimously.*

Ms. Haley arrived at 1:39 p.m.

#### **5. COMMITTEE CHAIR REPORTS**

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

The Committee approved the 2018 Transit Development Plan Revenue Forecast Assumptions and forwarded the item to the Board consent agenda. The Committee discussed and prepared for a Public Hearing on the 2018 Transit Development Plan scheduled for June 21 and received an update on the Central City Line.

##### **b. Pamela Haley, Chair, Performance Monitoring & External Relations (PM&ER)**

The Committee approved changes to the Citizen Advisory Committee (CAC) Charter, which clarified the process through which the public and CAC members can make recommendations to the PM&ER Committee, as well as the term renewal process to assist and enhance recruitment to the CAC.

The Committee approved an Award of Contract for custodial services at the STA Plaza and second floor Boone facility which it forwarded to the Board consent agenda. The Committee received reports on the First Quarter Performance Measures, the new fare effective July 1, and the 2018 Communications Plan update.

The Committee reviewed the Equal Employment Opportunity Commission (EEOC) Policy and Affirmative Action Plans in preparation for a Public Hearing scheduled for June 21. The three main criteria of the plan are to ensure: 1) recruiting and hiring practices meet the EEOC Guidelines; 2) applicants and hires help to achieve STA's diversity objectives; and, 3) STA's current employee diversity is equal to or exceeds the available employees in the Spokane area with a goal that employees are representative of the demographics in which STA operates. Mr. Freeman asked if limitations for accommodating persons with disabilities in some positions are well documented given the nature of STA's business. Ms. Williams believes the limitations are spelled out and staff continue to develop new and creative ideas to attract applicants such as females for particular roles and individuals with disabilities. STA is able to document a good faith effort to meet recruitment goals.

Ms. Mumm arrived at 1:48 p.m.

#### **6. QUADRENNIAL REVIEW – STA BOARD COMPOSITION**

STA is scheduled for a Quadrennial Review in 2018. The Quadrennial Review (Review) is a statutorily mandated process that must be followed every four years (RCW.36.57A.055). The statute was amended by the Legislature during the 2018 Session and it will be necessary to revise the current Board composition in compliance with the new representation requirement based on population, with no entity having more than 50 percent of the votes within the nine vote maximum identified in statute.

Prior to the Review, Ms. McAloon will schedule a meeting with the Mayors of the five Small Cities in the Public Transportation Benefit Area (PTBA) to discuss how they would like their representation to be depicted under the new statute. Ms. Mumm asked if the rotation for the Small Cities is in the STA Bylaws. Ms. McAloon said yes, including which jurisdiction holds the Chair position.

Following the action of the Review, STA Bylaws will be amended to reflect the new Board composition and address any related Bylaw provisions that are affected by the composition changes. Ms. McAloon requested that the Bylaws be included in the Board packet for the June meeting. Ms. McAloon noted that the last time STA revised the Bylaws as a result of a change in Board composition there were three separate amendments resulting in a longer process to adopt the amended Bylaws.

Ms. Mumm asked if the Board composition change would happen earlier than January 2019. The effective date of the composition change will be addressed in the amended Bylaws. Mr. Freeman said he did not believe it could happen earlier than January and believes the intent of the Board would be to have the changes effective January 2019.

Mr. French asked if the voting structure at the Review is the same as the regular Public Transportation Improvement Conference (PTIC). Ms. McAloon said yes; representatives present from the city jurisdictions and the three county commissioners each have one vote.

#### **7. PROPOSED BOARD WORKSHOP AGENDA**

A Board Workshop is scheduled for July 11, 2018 between the morning meeting of the P&D Committee and the afternoon meeting of the PM&ER Committee. The Board will discuss the status of the 2018 Strategic Plan and provide guidance for 2019 Strategic Plan and the 2019 Budget. Lunch will be provided. Ms. Meyer asked if the Board wanted to include additional agenda items. There were no additional agenda items.

**8. BOARD OF DIRECTORS AGENDA JUNE 21, 2018**

Ms. Meyer noted there will be two Public Hearings at the meeting: 1) the 2018 Transit Development Plan (TDP); and, 2) the Equal Employment Opportunity Policy and Affirmative Action Plan. The approval for the Affirmative Action Plans is included in the Board consent agenda; the action for the TDP will be taken at the Board meeting in July. Information about the Quadrennial Review and the Bylaws will be discussed. Ms. Watson polled the members of the PTBA jurisdictions and determined September 20 following the Board meeting is a good date for the Quadrennial Review. Ms. Watson will send a meeting hold to the jurisdictions. Ms. Watson confirmed that an Executive Session should be added to the agenda.

*Ms. Haley moved approval of the amended Board agenda, Ms. Mumm seconded and the motion passed unanimously.*

**9. CEO REPORT**

Washington State University (WSU) expressed an interest in proposing a project in Spokane, Auburn, Washington, and Pullman, Washington for funding for the development of an autonomous vehicle policy and deployment grant issued by the Federal Highway Administration (FHWA). WSU learned about the grant a month after it was announced, and under the leadership of Kim Zentz they were able to quickly pull together a project. However, Pullman and Auburn declined to participate leaving STA and the City of Spokane. STA was not involved in the development of the project. WSU and Ms. Zentz made the decision to pull the application. Ms. Meyer and Sabrina Minshall from the Spokane Regional Transportation Council (SRTC) have offered to meet with WSU to discuss the project to see if there is a way to move forward on the project together. Ms. Zentz will attend the next SRTC Board meeting to talk about the project and its genesis. Mr. French said the item was added to the SRTC agenda for information purposes, not action.

Mr. Otterstrom said the County is applying for a Build Grant for Geiger Boulevard and other improvements including sidewalk and bus stop improvements. STA will provide a letter of support for the grant application.

Ms. Warren said the State Auditors will attend the PM&ER Committee meeting on July 11 to report on the 2017 Audit. Board members are invited to attend the Committee meeting for the Audit presentation which will be at the top of the agenda. Ms. Meyer said there were no audit findings. STA received kudos from the State Auditor's Office about working with STA staff and our responsibility and transparency for the accountability of public funds. Ms. Warren noted they did a full audit of all the federal programs this year. Chair Freeman congratulated Ms. Warren on a successful audit.

**10. EXECUTIVE SESSION**

At 2:12 p.m., Mr. Freeman announced that the Committee would adjourn for an Executive Session for the following purposes:

To receive and evaluate complaints or charges brought against a public officer or employee. However, upon the request of such officer or employee, a public hearing or a meeting open to the public shall be conducted upon such complaint or charge. (RCW 42.30.110(f))

The Committee will reconvene in open session at approximately 2:30 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 2:30 p.m., Mr. Freeman announced the Board of Directors will reconvene at 2:45 p.m.

At 2:45 p.m., Mr. Freeman announced the Board of Directors will reconvene at 2:50 p.m.

At 2:50 p.m., Mr. Freeman announced the Board of Directors will reconvene at 3:00 p.m.

At 3:00 p.m., the Committee reconvened and Mr. Freeman declared the meeting back in public session. No action was taken.

**11. NEW BUSINESS**

Ms. Mumm asked about the Board and Committee meeting schedule for July. Ms. Meyer said the Committee and Board meetings are a week later than usual due to the Independence Day holiday. The PM&ER Committee, P&D Committee, and Board Workshop will be held July 11; Board Operations Committee will be July 18; and the Board Meeting will be July 26.

**12. ADJOURN**

With there being no further business to come before the Committee, Chair Freeman adjourned the meeting at 3:05 p.m.

Respectfully submitted,

Kathleen Roberson

Executive Assistant to the Director of Finance & Information Services