

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

BOARD OPERATIONS COMMITTEE MEETING

Minutes of the September 10, 2025, Meeting

Spokane Transit Authority, 1230 W. Boone Avenue, Spokane, WA
w/ Virtual Public Viewing Option

MEMBERS PRESENT

Pam Haley, City of Spokane Valley, *Chair*
Lance Speirs, Small Cities Representative
(Medical Lake), *Chair Pro Tempore*
Kitty Klitzke, City of Spokane
Al French, Spokane County
Tim Hattenburg, City of Spokane Valley
Non-Voting
Karl Otterstrom, STA CEO, *Ex Officio*

STAFF PRESENT

Carly Cortright, Chief Communications &
Customer Service Officer
Emily Poole, Interim Chief Planning &
Development Officer
Kade Peterson, Chief Information Officer
Nancy Williams, Chief Human Resources Officer
Tammy Johnston, Interim Chief Financial Officer
Dana Infalt, Clerk of the Authority
Amie Blain, Executive Assistant to the Chief Financial
Officer and Chief Information Officer

MEMBERS ABSENT

Brandon Rapez-Betty, Chief Operations Officer
Robert Hamud, Chief Financial Officer

STAFF ABSENT

None

PROVIDING LEGAL COUNSEL

Megan Clark, Etter, McMahon, Lamberson,
Van Wert & Oreskovich, P.C.

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

Chair Haley called the meeting to order at 1:30 p.m. Ms. Infalt conducted roll call.

2. **APPROVE COMMITTEE AGENDA**

Mr. Speirs moved to approve the agenda as presented. Mr. French seconded, and the motion passed unanimously.

3. **CHAIR'S COMMENTS**

None

4. COMMITTEE ACTION

A. July 16, 2025, Committee Meeting Minutes

Mr. Speirs moved to approve the July 16, 2025, Committee meeting minutes as submitted. Mr. French seconded, and the motion passed unanimously.

5. BOARD OPERATIONS COMMITTEE WORK PROGRAM

Mr. Otterstrom presented a discussion on the Committee's Work Program. The Committee reviewed its functional areas and proposed organizing the Work Program around three topical areas: Board Governance, CEO Performance, and Board Leadership. Members discussed the importance of Board member development, mentorship, and orientation for new members. There was general agreement on the proposed structure and emphasis on policy Board responsibilities.

The Committee discussed governance-related matters, focusing on the timing and process for reviewing foundational documents. It was noted that the Bylaws had not been amended in several years, prompting a suggestion to establish a regular review cycle. Aligning this cycle with other scheduled Board evaluations was proposed as a way to streamline governance efforts.

There was also discussion about potential changes enabled by recent legislation, which could allow for the addition of non-elected voting members to the Board. This would require updates to existing governance documents and was identified as a possible topic for future planning.

Participants expressed a range of views on the idea. Some raised concerns about maintaining accountability and public trust, particularly in relation to future public initiatives. Others felt that broader representation could be positively received by the community and might even enhance support for organizational goals. There was general agreement on the value of gathering more information to better understand public sentiment before moving forward.

6. LEADERSHIP ENGAGEMENT UPDATE

Mr. Otterstrom provided an update on leadership engagement efforts, including enhanced Board support, improved administrative clarity, and refreshed and expanded key performance indicators. To support these initiatives, Mr. Otterstrom suggested he plans to continue weekly emails to Board members, CEO Reports at Committee and Board meetings, presentations and visits to city councils and County Board of Commissioners, and one-on-one lunches with Board members. He also discussed internal engagement with employees, union representatives, and community stakeholders. The Committee expressed support and appreciation for these efforts.

7. COMMITTEE CHAIR REPORTS

A. Tim Hattenburg, Chair, Planning & Development (P&D)

Mr. Hattenburg shared the items presented at the Planning & Development Committee meeting on September 3, 2025, highlighting the Argonne Station Park and Ride project, Division Street BRT design, and Title VI program updates.

B. Lance Speirs, Chair, Performance Monitoring & External Relations

Mr. Speirs shared the items presented at the Performance Monitoring & External Relations meeting on September 3, 2025, noting progress on mobile transit improvements, safety telematics, and capital asset management software.

8. BOARD OF DIRECTORS DRAFT AGENDA SEPTEMBER 18, 2025

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

9. BOARD OPERATIONS COMMITTEE DRAFT AGENDA OCTOBER 8, 2025

Ms. Infalt noted the Board Operations Committee Work Program will be added to this agenda for October.

10. CEO REPORT

Mr. Otterstrom presented the CEO report, noting that sales tax revenue was 0.8% above budget YTD at \$0.7M, 5.5% above the August 2024 actuals at \$0.6M, and 1.9% above 2024 actuals at \$1.4M.

11. NEW BUSINESS

None

12. EXECUTIVE SESSION

Ms. Clark 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 2:20 p.m., with a 15-minute projected timeframe. At 2:35 p.m., the Executive Session ended, and the meeting was called back into open session.

13. ADJOURN

With no further business to come before the Committee, Chair Haley adjourned the meeting at 2:35 p.m.

Respectfully submitted,

Amie Blain

Amie Blain
Executive Assistant to the Chief Financial Officer and Chief Information Officer