

Minutes of Regular Meeting

Connecticut River Transit, Inc., Board of Directors

Held Tuesday, September 16, 2014 @ 8:00 AM

The Current Offices, 706 Rockingham Road, Rockingham, VT 05101

President Ted Reeves called the regular Board of Directors meeting to order at 8:02 am, at CRT, in Rockingham, Vermont. Those in attendance and consisting of a quorum were as follows;

Board Members Present: Ted Reeves, Chip Stearns, Bob Forguites, Joyce Lemire, Matt Mann, and Tom Marsh

Staff Present: Rebecca Gagnon and Rosemarie Blair

Others Present: Katherine Otto and Ross McDonald

Approve minutes of August 19, 2014 Motion 1: Bob Forguites motioned to approve the minutes of August 19, 2014, Chip Stearns seconded. The motion passed unanimously.

Comments from the Public: None

Motion 2: At 8:05 am Bob Forguites stated, in accordance with the provisions of 1VSA § 313 (1) (B) moved that Connecticut River Transit enter into Executive Session to consider a proposed contract under consideration where pending litigation where premature public knowledge of this proposed agreement would place Connecticut River Transit at a substantial disadvantage. This motion for executive session includes the Board members present. Chip Stearns seconded. The motion passed unanimously. The board came out of executive session and into regular session at 8:30.

Reports: Rebecca gave a brief overview of the General Manager's, and Operations reports. Rebecca spoke to the capital RFP's of phone, camera systems and two way radios. R & R communication won the two-way radio proposal, and Seacon won the camera proposal. The phone proposal was unresponsive and we figuring out next steps going forward. We are due to receive the Dodge vans next week. This will help decrease the ambulance usage and accommodate bariatric riders.

Michelle Ovitt starts her series of volunteer driver trainings that will address policy and procedures and will roll out the ID badges.

Rosemarie Blair spoke to the finance report. Chip if the October meeting would see financials from July. Rebecca stated that is the goal, however there's some discrepancy in the assets and liability accounts with Medicaid and Town's. We have not been able to make adjustments to the deferred and accrual accounts. Randy Sargent suggests writing it off to bad debt. We don't want to do that. Leona and Rosemarie were unable to compute adjustments, so we requested help from Auditor Fred Duplessis. Fred is working with Rosemarie and Leona. He would like to contact our Auditor with

questions. Rebecca asked the board how they felt about that. Discussion ensued. Ted expects to see the financial at the next meeting for July and August and preliminary September. We want to see reports on a monthly basis. It was also mentioned that Fred could contact our Auditor.

Year to Date Ridership: Rebecca wanted to show how the fare increase affected the ridership number on the fixed route system. We are showing a 13% decrease in ridership (1,879) and an 8% increase in revenue, (\$\$1,147). Most decreased ridership was on routes 1, 2, and 101. How much longer do we justify the route 101 bus? Rebecca stated more research would need to be done and a higher level of marketing or possibly adjusting the route.

Merger Update: The board reviewed the draft By-Laws. The By-laws show the two companies come together under one umbrella for a period of time then on July 1st they come together as one. Due to the nature of how long it takes for an approval of a new 501c3, it was recommended at the last combined meeting that DVTA remain with its 501c3 status and absorb CRT until July 1st when DVTA's 501c3 will become the new companies and DVTA and CRT will be divisions of this parent company. The other option is to wait until July 1st for the two companies to come together as one. Discussion ensued.

Motion 3: Chip Stearns made the motion to merge with DVTA as the parent company. Matt Mann seconded. Discussion ensued. The motion passed unanimously.

Motion 4: Bob Forguites made the motion to adopt the amendment #1 for the agreement for Management service between the Deerfield Valley Transit Association and Connecticut River Transit, Inc. Joyce Lemire seconded. Motion passed unanimously

Other Business: It was noted that the board would like more clarification from the Auditor on our accrued accounts. They would like Rebecca to arrange a meeting with them and the Finance Committee before the next board meeting in October.

Rebecca represented for Randy. Randy requests that the board allow him to explain to the board of Brattleboro Selectmen an explanation of the merger. He prefers a representative from our company rather than pass it along to Vtrans to explain. He understands fully the representation and how to explain it but he wants a clear explanation of why the merger is happening and he wants the board to express that to him. Ross McDonald said he would gladly discuss the explanation with Randy.

Members of the board would like to see a separate section on the website titled Meeting Agenda and Minutes.

Ross McDonald mentioned that the Park and Ride RFP for one of the two pieces will go out next month. URS has to do some base mapping for the RFP to go out in October.

Adjourn: Motion 4: Chip Stearns made the motion to adjourn. Matt Mann seconded. Motion passed unanimously.

Respectfully Submitted by: Joyce Lemire

DRAFT