

**Minutes of the Regular Meeting
Southeast Vermont Transit Board of Directors
Thursday, January 28th, 2016 6:45 PM
45 Mill St Wilmington, Vermont**

President Tom Marsh called the Board of Directors meeting to order at 6:42 pm. Those in attendance and consisting of a quorum were as follows;

Board Members Present: Eithne Eldred, Wendy Harrison, Matt Mann, Tom Marsh, and Chip Stearns.

Invited Guests: Travis Wendell

Staff Present: Randy Schoonmaker, Jan Terk, Rebecca Gagnon and Leona Linney

Public Input: None

Amend Agenda: Chip Stearns requested that there will be an update of the Feasibility Study under New Business.

Approve minutes of December 15, 2015: Motion 1: Eithne Eldred motioned to approve the December 15, 2015 minutes. Chip Stearns seconded. Motion passed 5-0.

Old Business

Current Mortgage: Randy presented the refinancing structure of the old CRT Mortgage that is idling on a line of Credit with Key Bank. This requires the approval of the FTA. We have been working directly with them and the bank for several months. We are waiting on one letter from the FTA. KeyBank is prepared to execute a mortgage for 15 years for prime plus 2, for \$437,000 with a balloon at five years. We will be refinancing again with the addition of funds needed to be borrowed for the construction of the park and ride hopefully within the next six months.

Board training follow-up: Randy mentioned this is a follow up to the board training last fall. Handouts were The Board of Directors Guide and the Strategic Plan which need editing and approval from the board. Randy asked if members were prepared to approve.

Directors Guide Motion 2: Wendy Harrison motioned to approve the Board of Directors guide with updated changes and as when information changes. Chip Stearns seconded. Motion passed 5-0.

The Strategic Plan Motion 3: Chip Stearns motioned to table The Strategic Plan until the next meeting. Wendy Harrison seconded. Motion passed 5-0

Current Construction Project: Randy presented a power point overview about the project. He will be the lead on the project with Rebecca providing the admin, much like Jan did on the MOOver building project. Our Project Manager is Steve Horton. The only civil engineer who sent a proposal was DuBois and King. We are in the review process of that proposal. VTrans will be hiring a consultant to overview the project and us. This will be paid for out of our funding and not through VTrans. We have an in-house design team for the project. The civil will do the site plan for both phases. The town will be donating gravel for their portion of the match. This will extend the earmark's funding. Construction of the park and

ride is expected to start in July with completion in August. This is a very ambitious schedule. Randy reviewed the initial design of the park and ride. We are expecting this lot to hold 50 vehicles.

Randy reviewed the building addition draft design concepts and budget. The Architect will be hired after the next board meeting pending the Board's approval of the project's scope and budget which is required at the February Board Meeting. This is part of the refinance with USDA that was discussed earlier. This is our last shot to make the building as efficient as possible, expanding and making the space more functional. Randy and Rebecca gave an overview of the office space expansion and changes they would like to make in addition to the building addition and the park and ride phases.

Randy reviewed the cost of each project. The additional bus storage shell is expected to cost over \$1 million. This is an initial draft budget and will be revised by Steve Horton before the February meeting and for the Board's vote. We will be applying to Key Bank for the construction loan and then close that out with a USDA loan, all within the course of the construction project. We are hoping to have an Architect under contract by April 8th to start the schematic design phase, with an optimistic finish in the spring of 2017.

Once the permitting and contractor cost are paid we are looking at about one million left for the construction of both phases. We are anticipating borrowing additional money and request additional grant funding for certain equipment items. Randy outlined the different increments of funding and what the debt service would be depending on how much the board allowed to borrow.

Randy stated that we will need permission at the next meeting for a not to exceed number to continue the construction project. We will present a more accurate budget by our Project Manager, Steve Horton, as well as what the debt service will be and how it will be financed.

New Business

Springfield Feasibility Study: Rebecca updated the board that the project is half finished; we have conducted surveys of riders, non-riders and businesses; and we are in the analysis phase right now which is the challenging part. Sometime in early March the analysis will be done and we will report to the Board in April with a follow up public meeting. Our goal is to understand why our ridership is declining, and if we need to approach VTrans for additional funding or if we need to just tweak certain aspects of the routes.

Finance: Leona did an excellent job with both audits. There were no issues to report. We will be meeting with the financial team on the Monday before each Board meeting to review the financials. Staff is also putting together a financial re-organizational plan for review by the Finance Committee and then by the Board.

Ridership: Ridership is down across the state, due to gas being so low. The Current the ridership is down 33% but that's due to instituting fares and losing riders. The upper valley routes are affected by the low cost of fuel. Hardship volunteer Medicaid ridership is up, along with cost by 85% from the same time last year. The MOOver's ridership is off because of mild winter weather and fewer seasonal employers and tourists riding the system.

Adjourn Motion 4: Eithne Eldred motioned to adjourn at 8:00 pm. Wendy Harrison seconded. Motion passed 5-0.