

BOARD OF TRUSTEES
SOUTHWEST OHIO REGIONAL TRANSIT AUTHORITY

MINUTES OF: Regular Meeting of the SORTA Board of Trustees

DATE: Tuesday, December 12, 2017, 9:00 AM
SORTA/ Metro
602 Main Street
Cincinnati, OH 45202

BOARD MEMBERS PRESENT: Jason Dunn, Maurice Brown, Brendon Cull, Gary Greenberg, Kreg Keesee, Mary Miller, Ron Mosby, Ken Reed, Gwen Robinson, Daniel St. Charles and Karl Schultz

BOARD MEMBERS ABSENT: Heidi Black

STAFF MEMBERS: Dwight Ferrell, Donna Adkins, Al Bens, Eunice Brown, Dave Etienne, Patrick Giblin, Paul Grether, Darryl Haley, Adriene Hairston, Sallie Hilvers, Mary Huller, Brandy Jones, Maria Jones, Mark McEwan, Ted Meyer, Mary Moning, Heather Morris, Julie Motsch, Demarcus Peters, Tim Pfizenmayer, John Ravasio, Cindy Resor, Karlyn Wade-Richardson, David Riposo, Carlos Rowland, TJ Thorn, and Mike Weil

OTHERS: Kimberly Schaefer (Vorys, Sater, Seymour and Pease LLP), Mike Perry (Vehr), Pat Lafleur (Media), Knox O'Callaghan (Consultant), Chris Moran (Citizen), Chris Wetterich (City), David Miller (City), Aaron Herzig (Taft Stettinius & Hollister LLP), Pete Metz (Chamber), Inga McGlothlin (ATU), Vada Hill (Consultant), Rich Bohon (STIP Resources), Juana Hostin (ODOT Transit), William Sanders (Retaining Wall On Riverside), Sam Mays (Retaining Wall On Riverside), and Randy Tucker (Media)

CALL TO ORDER

Mr. Dunn, SORTA Board Chair, called the meeting to order.

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was recited.

HEARINGS FROM CITIZENS

Mr. Dunn asked if there were any citizens present who would like to address the Board.

William Sanders from the East End stated that he is developing property along Riverside Drive: "There has been no maintenance on the wall; people have not checked it at. Someone needs to be there during demolition."

Also the back of the property is a retaining wall owned by SORTA. The City says that it's stable. He is concerned with it collapsing during construction. Mr. Haley agreed to follow up on this issue.

Sam Mays from the East End: "I believe it's a racial issue with not assisting with maintenance"

APPROVAL OF OCTOBER 12, 2017 BOARD MEETING MINUTES

Ms. Robinson made a motion that the minutes of the November 14, 2017 meeting be approved as previously mailed and Ms. Miller seconded the motion.

By voice vote, the Board approved the minutes.

BRIEFING ITEM

Reinventing Metro Plan Update

Mr. Ferrell, Mr. Meyer and Mr. Riposo presented the Reinventing Metro Plan Update with a PowerPoint presentation. The presentation contained SORTA's current rider data, system design priorities, budget assumptions (capital, expenses, and revenue), earning tax scenarios options, and sale tax scenarios

options. The presentation also included detailed maps and charts at each sale tax percentage (0.5-1.0%) to potentially improve customer experience including; increased frequency, increased service time span, and reduced travel time. The Board accepted the report as presented.

General Item

Political Activity Regarding SORTA Ballot Measures

Aaron Herzig from Taft Stettinius & Hollister, LLP briefed the SORTA Board on key principles related to public employee political activity under Ohio law, along with some guidelines offering practical examples of how to implement those principles.

FINANCE COMMITTEE

Mr. Keesee reported on the Finance Committee meeting that was held on December 5, 2017, and presented the following to the Board:

Proposed Resolution No. 2017-36: Cincinnati Streetcar Contract Review

Mr. Greenberg moved for adoption and Mr. Mosby seconded the motion. Mr. Greenberg recommended authorization for termination of SORTA's engagement with the Cincinnati Streetcar (contingent upon any required approvals by other parties), including without limitation operations and maintenance, with the sole exception of the sale of passes that may be used for both Cincinnati Metro and Cincinnati Streetcar transit services.

By roll call vote, the Board did not approved Resolution No. 2017-36.

Proposed Resolution No. 2017-37: Risk Management Insurance Program

Mr. Keesee moved for adoption and Mr. Mosby seconded the motion. This resolution authorizes extending a three year contract with Assured Partners for risk management broker services which includes: general liability, automobile liability, public officials liability, cyber liability and crime insurance at a cost not to exceed \$180,010.

By roll call vote, the Board unanimously approved Resolution No. 2017-37.

Proposed Resolution No. 2017-38: Approval of Contract for Liability Insurance Program

Mr. Keesee moved for adoption and Mr. Mosby seconded the motion. Staff recommended SORTA Board accept proposals from The Princeton Excess and Surplus Lines Insurance Company, Hanover Insurance Group and Ironshore for liability insurance at a cost not to exceed \$268,200 and requested approval to utilize \$301,725 of funding from the 2017 surplus for the liability insurance program and associated broker services.

By roll call vote, the Board approved Resolution No. 2017-38.

Proposed Motion: Legal Service Expenditures for Vorys, Sater, Seymour & Pease, LLC

Mr. Greenberg moved for adoption and Ms. Miller seconded the motion. This motion is approval to issue a purchase order for legal services to Vorys, Sater, Seymour and Pease, LLP for the time period of January 1, 2018 through December 31, 2018 at the rates set forth in the engagement letter at a cost not to exceed \$240,000.

By voice vote, the Board approved the motion.

Proposed Motion: Legal Service Expenditures for Dinsmore & Shohl, LLP

Mr. Greenberg moved for adoption and Mr. Mosby seconded the motion. Mr. Greenberg stated this motion is requested approval to issue a purchase order for legal services to Dinsmore & Shohl LLP for the time period of January 1, 2018 through December 31, 2018 at the rates set forth in the engagement letter at a cost not to exceed \$144,590.

By voice vote, the Board approved the motion.

Proposed Motion: Approval of Grants Consultant Contract Amendment

Mr. Greenberg moved for adoption and Mr. Reed seconded the motion. Mr. Greenberg explained this motion is to extend the current contract with O'Callaghan Consulting through December 31, 2018 and authorize the additional expenditure of \$50,500, for a total not to exceed \$200,000.

By voice vote, the Board approved the motion.

Proposed Resolution No. 2017-39: Contract Amendment with Clark Schaefer

Mr. Greenberg moved for adoption and Ms. Robinson seconded the motion. Mr. Greenberg stated that staff recommended the approval of an amendment to the contract with Clark Schaefer Consulting to increase the cost by \$36,100 for investigative services for a total cost not to exceed \$368,900.

By roll call vote, the Board unanimously approved Resolution No. 2017-39.

Proposed Resolution No. 2017-40: Approval of Revenue Contract with Cincinnati State

Mr. Greenberg moved for adoption and Mr. Mosby seconded the motion. This resolution is authorization to amend a one (1) year revenue agreement with Cincinnati State Community & Technology College for the 2017-2018 academic year for an estimated contract value of \$62,500.

By roll call vote, the Board unanimously approved Resolution No. 2017-40.

Proposed Resolution No. 2017-41: Approval of Contract with Atrium I

Mr. Greenberg moved for adoption and Mr. Mosby seconded the motion. Mr. Greenberg stated that staff requested approval to enter into a one (1) year agreement between SORTA and CVG Partners II, LLC from January 1, 2018 through December 31, 2018, at an estimated contract value of \$132,000.

By roll call vote, the Board unanimously approved Resolution No. 2017-41.

Proposed Resolution No. 2017-42: Approval of Contract with Nielsen

Mr. Greenberg moved for adoption and Mr. Mosby seconded the motion. Mr. Greenberg explained this is approval to enter into a one (1) year agreement between SORTA and Nielsen from January 1, 2018 through December 31, 2018 at an estimated contract value of \$3,360.

By roll call vote, the Board unanimously approved Resolution No. 2017-42.

PLANNING AND OPERATIONS COMMITTEE

Mr. Reed reported on the Planning and Operations Committee meeting that was held on December 5, 2017, and presented the following to the Board:

Proposed Motion: Approval of Appointment to OKI Board

Mr. Reed moved for adoption and Mr. Schultz seconded the motion. Mr. Reed explained this motion is to appoint Dwight Ferrell as SORTA's representative to the OKI Board of Trustees and Darryl Haley as the alternate.

By roll call vote, the unanimously Board approved the motion.

Proposed Resolution 2017-43: Approval of Contract with OKI for 5310 Funding

Mr. Reed moved for adoption and Ms. Miller seconded the motion. Mr. Reed requested approval to enter into a Joint Cooperative Agreement (Round 4) with the Ohio-Kentucky-Indiana (OKI) Regional Council of Governments for SORTA to undertake obligations necessary to assist the Region in the receipt and administration of Federal Transit Administration (FTA) FY 2016 and FY 2017 Section 5310 Program Funds for the procurement of specialized passenger vehicles on behalf of non-profit agencies to provide enhanced mobility for seniors and individuals with disabilities.

SORTA Board of Trustees

By voice vote, the Board unanimously approved Resolution No. 2017-43.

Proposed Resolution 2017-44: Approval of Funding for Natural Gas Supply

Mr. Reed moved for adoption and Mr. Brown seconded the motion. This resolution is approval of funding for a three (3) year contract with the highest scoring proposer for SORTA's natural gas supply for the period of January 1, 2018 through December 31, 2020 at a total cost not to exceed \$922,500, which will include the natural gas and related delivery cost fees.

By roll call vote, the Board unanimously approved Resolution No. 2017-44.

Proposed Resolution 2017-45: Approval of Contract for HVAC Preventative Maintenance & Repairs

Mr. Reed moved for adoption and Mr. Schultz seconded the motion. Mr. Reed staff this is the approval of a three (3) year contract with Peck Hannaford + Briggs Service Corporation for preventative maintenance and repairs for SORTA's HVAC equipment and controls, at a total cost not to exceed \$482,688.

By roll call vote, the Board unanimously approved Resolution No. 2017-45.

Proposed Resolution 2017-46: Approval of Contract for Government Square Cleaning

Mr. Reed moved for adoption and Ms. Miller seconded the motion. This resolution is the approval of a one (1) year contract with DCI for cleaning of the Government Square facility and all bus stops and shelters in downtown Cincinnati's CBD at a total cost not to exceed \$149,496.

By roll call vote, the Board unanimously approved Resolution No. 2017-46.

Proposed Resolution 2017-47: Approval of Supervisor & Operator Uniforms

Mr. Reed moved for adoption and Mr. Cull seconded the motion. Mr. Reed stated this is approval of a one (1) year agreement with two one (1) year renewal options with Galls, Inc. for supervisors, bus operators, dispatchers, and clerks uniforms, at a total estimated cost not to exceed \$607,299.

By roll call vote, the Board unanimously approved Resolution No. 2017-47.

Proposed Resolution 2017-48: Approval of Contract for TransitMaster Maintenance

Mr. Cull moved for adoption and Ms. Miller seconded the motion. This resolution approves for a five (5) year contract with Trapeze to provide hardware and software maintenance and support for our Transit Master environment which includes professional services to assist in two upgrades, on behalf of SORTA at a cost not to exceed \$1,536,908.

By roll call vote, the Board unanimously approved Resolution No. 2017-48.

Proposed Resolution 2017-49: Approval of Service Contract with Clermont County

Ms. Miller moved for adoption and Mr. Reed seconded the motion. Mr. Reed explained that staff the approval of a one (1) year revenue agreement with Clermont County for a continuation of services at a cost of \$458,452.

By roll call vote, the Board approved Resolution No. 2017-49.

Proposed Resolution 2017-50: Approval of Service Contract with Warren County

Mr. Reed moved for adoption and Ms. Miller seconded the motion. This resolution is the approval of a one (1) year revenue agreement with Warren County for a continuation of services at a cost of \$386,269.

By roll call vote, the Board unanimously approved Resolution No. 2017-50.

BRIEFING ITEMS

Monthly Financial Report for November 30th 2017

Mr. Dunn deferred the reading of the *Financial Report for November 2017*, found in the Board books.

Ridership Report for November 30th 2017

Mr. Dunn deferred the reading of the *Ridership for November 2017*, found in the Board books.

Rail Update for November 30th 2017

Mr. Dunn deferred the reading of the *Rail Update for November 2017*, found in the Board books.

CEO BOARD UPDATE

Mr. Dunn deferred the reading of the *CEO for December 2017*, found in the Board books.

NEW BUSINESS

Mr. Reed made a motion that the Board go into executive session as provided in Ohio Revised Code Section 121.22(G)(3) for "Conferences with an attorney for the public body concerning disputes involving the public body that are the subject of pending or imminent court action" and Mr. St. Charles seconded the motion.

By roll call vote the Board unanimously approved the motion and went into executive session at 11:32 AM.

Mr. Reed made a motion that the Board return to regular session and Mr. St. Charles seconded the motion. By voice vote the Board approved the motion and returned to regular session at 12:00 PM.

ADJOURNMENT

The meeting adjourned at 12:00 PM.

NEXT MEETING

The next regular meeting of the SORTA Board of Trustees is scheduled for Tuesday, January 16, 2018 at 9:00 AM, the SORTA/Metro Board Room, 602 Main Street, Suite 1200, Cincinnati, Ohio.

APPROVED:

ATTESTED:



Jason Dunn
Chair, SORTA Board



David A. Riposo
CFO/Secretary Treasurer

