

Special Board of Directors Meeting

Umpqua Public Transportation District

Monday, October 7th, 2024, 9:30 a.m.

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

REVISED AGENDA

1. Call to Order

2. Roll Call

Doug Mendenhall
Natasha Atkinson

Michaela Hammerson
Cathye Dewhirst Curreri

John Estill
Lisa Lanza

Todd Vaughn

3. Pledge of Allegiance

4. Consent Agenda

- 4.1 August 29, 2024, Draft Special Board of Director Meeting Minutes
- 4.2 September 9, 2024, Draft Special Board of Director Meeting Minutes
- 4.3 September 16, 2024, Draft Regular Board of Director Meeting Minutes
- 4.4 September 20, 2024, Draft Special Board of Director Meeting Minutes
- 4.5 September 27, 2024, Draft Special Board of Director Meeting Minutes
- 4.7 September 30, 2024, Draft Special Board of Director Meeting Minutes

5. Public Comment (Limit to 10 minutes total)

6. Adoption of Standards, Criteria, and Policy for Contracting an Interim General Manager

Discussion:

The Board will review the proposed standards, criteria, and policy for contracting an Interim General Manager, ensuring alignment with the organization's mission. The interim position has been publicly advertised, and details are available on the UPTD website. Public comment is requested.

Procedure:

- ICC conducts preliminary interviews of qualified candidates
- ICC members provide feedback to the Board of Directors
- The Board of Directors votes on candidates for final interviews
- Final interviews conducted by the Board of Directors
- The Board selects an Interim General Manager

Action:

Motion to adopt the standards, criteria, and policy for contracting the Interim General Manager.

7. Review STIF/ STAC Committee Applications

8. Executive Session ORS 192.660 (2) (a) To consider the employment of an officer, employee, staff member or agent if: (i) the job has been publicly advertised, (ii) regularized procedures for hiring have been adopted, and (iii) in relation to employment of a public officer, there has been

an opportunity for public comment. For hiring a chief executive officer, the standards, criteria and policy to be used must be adopted in an open meeting in which the public had an opportunity to comment. This reason for executive session may not be used to fill vacancies in an elective office or on any public committee, commission or other advisory group, or to consider general employment policies. ORS 192.660(2)(a) and 192.660(7).

9. Adjournment

Join Zoom Meeting

<https://us02web.zoom.us/j/85034214294?pwd=9S6K02shYR1oQD2juSMJbWDMU8CCLY.1>

Meeting ID: 850 3421 4294

Passcode: 222954

AUDIENCE PARTICIPATION INFORMATION

UPTD welcomes and encourages citizen participation at all meetings. By state law, Executive Sessions are closed to the public. To allow the Board to deal with business on the Agenda in a timely fashion, we ask that anyone wishing to address the Board follow these simple guidelines:

- Persons addressing the Board must state their name for the record.
- All remarks are directed to the entire District Board. The Board reserves the right to delay any action requested until fully informed on the matter.

TIME LIMITATIONS

Each speaker will be allotted a total of 5 minutes. At the 3-minute mark, the Chair will remind the speaker there are only 2 minutes left. All testimony given shall be new and not previously presented to the Board.

CITIZEN PARTICIPATION – ON AGENDA ITEMS & NON-AGENDA ITEMS

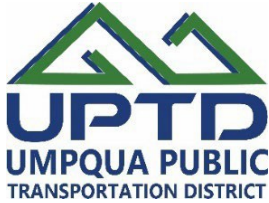
We allow the opportunity for citizens to speak to the Board on agenda items and non-agenda matters on this evening's Agenda of a brief nature. A total of 30 minutes shall be allocated for this portion of the meeting. If a matter presented to the Board is of a complex nature, the Chair or a majority of Board members may schedule the matter for continued discussion at a future Board meeting. Board members reserve the right to respond to audience comments after the audience participation portion of the meeting has been closed.

The Oregon Attorney General's Public Records and Public Meetings Manual states that the Public Meetings Law is a public attendance law, not a participation law. "The right of public attendance guaranteed by Public Meetings Law does not include the right to participate by public testimony or comment [...] Governing bodies voluntarily may allow limited public participation at their meetings" (Attorney General Rosenblum, 2019, p. 155). Additionally, the Oregon Attorney General's Manual states, "The presiding officer has inherent authority to keep order and to impose any reasonable restrictions necessary for the efficient and orderly conduct of a meeting. If public participation is to be a part of the meeting, the presiding officer may regulate the order and length of appearances and limit appearances to presentations of relevant points. Any person who fails to comply with reasonable rules of conduct or who causes a disturbance may be asked or required to leave, and upon failure to do so becomes a trespasser. The law's requirement that 'all persons be

permitted to attend any meeting’ does not prevent governing bodies from maintaining order at meetings” (Attorney General Rosenblum, 2019, p. 156).

***** AMERICANS WITH DISABILITIES ACT NOTICE *****

The facility used for this meeting is wheelchair accessible. If you require any special physical or language accommodations, including alternative formats of printed materials, please contact the District office/UTrans as far in advance of the meeting as possible, and no later than 48 hours prior to the meeting. To request these arrangements, please call 541-671-3691 (voice) or 7-1-1 (TTY, through Oregon Relay, for persons with hearing impairments).



Special Board of Directors Meeting

Umpqua Public Transportation District

Thursday, August 29, 2024, 12:00 PM

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

DRAFT MEETING MINUTES

Meeting called to order at 12:00 pm

Roll Call was called by General Manager, Cheryl Cheas

Mike Baker- P

Janice Baker- P

Doug Mendenhall- P

Michaela Hammerson- P

Natasha Atkinson- P

John Estill- P

Cathye Dewhirst Curreri- P

Pledge of Allegiance led by Director Atkinson

Discuss General Manager Contract

Cheryl discussed multiple options of online platforms to post the job description. Becky to post, after Cheryl sends her the contact information. Chair Hammerson discussed the current job description and options regarding temporary help. Director Atkinson stated that ODOT reached out to both Scott Chancey of Josephine County and Julie Brown of RVTD have some capacity to help UPTD. Chair Hammerson stated our attorney could draw up a contract. Vice Chair M. Baker stated both are very good.

Special Meeting set for September 4th, at 4:00 pm to discuss temporary help and possibly interview those candidates. Cheryl to send both Scott and Julie invites to the meeting.

Discuss Emergency Assessment Contract

Cheryl stated that ODOT does not agree that UPTD can bypass RFP process for this emergency assessment. Chair Hammerson stated we should post an RFP for a culture build position. Board members suggested LinkedIn and Indeed. Vice Chair Baker suggested to complete a formal RFP, asking ODOT for contract process to ensure we are 100% in compliance, as we are not hiring an employee. Board determined we should discuss procurement policy for all funding types at our next regular board meeting, as our policy is stricter than FTA/ODOT requirements.

Review Disciplinary Policy

Motion: Motion to amend disciplinary policy by Director Atkinson to read:

Management, which includes general manager, operations manager, HR manager, finance manager and all other management will take complaints directly to their supervisor, unless the complaint is about their supervisor.

In which case, the complaint will go to the next level of management or to the executive committee for investigation. If escalated, the executive committee will bring recommendations to the UPTD board of directors.

General Manager will not terminate members of senior management without prior board of director approval.

Motion seconded by Director Mendenhall

Motion carries. Vote: 7 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Moved to Executive Session Executive Session

ORS 192.660(2)(i) ORS 192.660 (8): To review and evaluate the performance of an officer, employee or staff member if the person does not request an open hearing. This reason for executive session may not be used to do a general evaluation of an agency goal, objective or operation or any directive to personnel concerning those subjects. **ORS 192.660(2)(h)** To consult with your attorney regarding your legal rights and duties in regard to current litigation or litigation that is more likely than not to be filed.

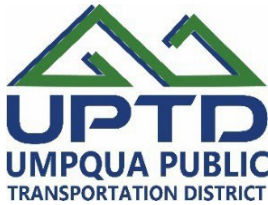
Motion: Motion to post both Interim General Manager and Interim Operations Manager positions immediately by Director Atkinson, seconded by Director Estill
Motion carries. Vote: 7 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Chair Hammerson requests Becky to post both positions immediately. Board goal is to interview next Wednesday. Becky asked if posting to transit sites only or include indeed. Chair Hammerson stated both places and we hope they have transit knowledge, and strongly encouraged. Director Atkinson, we need to state transit knowledge required for these two positions, as a need. Chair Hammerson stated it is in the job description, an experience level. Becky clarified interim only.

Meeting adjournment at 1:50 pm.

**NO AUDIENCE PARTICIPATION PERMITTED DURING THIS SPECIAL MEETING
NO CITIZEN PARTICIPATION – ON AGENDA ITEMS & NON-AGENDA ITEMS**

The Oregon Attorney General’s Public Records and Public Meetings Manual states that the Public Meetings Law is a public attendance law, not a participation law. “The right of public attendance guaranteed by Public Meetings Law does not include the right to participate by public testimony or comment [...] Governing bodies voluntarily may allow limited public participation at their meetings” (Attorney General Rosenblum, 2019, p. 155). Additionally, the Oregon Attorney General's Manual states, "The presiding officer has inherent authority to keep order and to impose any reasonable restrictions necessary for the efficient and orderly conduct of a meeting. If public participation is to be a part of the meeting, the presiding officer may regulate the order and length of appearances and limit appearances to presentations of relevant points. Any person who fails to comply with reasonable rules of conduct or who causes a disturbance may be asked or required to leave, and upon failure to do so becomes a trespasser. The law's requirement that ‘all persons be permitted to attend any meeting’ does not prevent governing bodies from maintaining order at meetings” (Attorney General Rosenblum, 2019, p. 156).



Special Board of Directors Work Session

Umpqua Public Transportation District

Monday, September 9, 2024, 3:30 PM

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

DRAFT MEETING MINUTES

Meeting was called to order at 3:35 pm

Roll Call completed by

Doug Mendenhall- P Michaela Hammerson- P John Estill- P Natasha Atkinson- P
Cathye Dewhirst Curreri- P

Pledge of Allegiance led by Director Atkinson

Two Vacancies on the Board- Both Vice Chair Baker and Director J. Baker resigned on 9/5/24.

Elect a new Vice Chair-

Director Mendenhall, Director Atkinson and Director Estill, all nominated themselves for vice chair. Vote- Director Mendenhall himself, Director Atkinson herself, Director Estill himself. Chair Hammerson abstained. Director Curreri voted for Director Estill.

Electing Recording Secretary-

Director Atkinson accepts nomination for recording secretary. Job duties include roll call, creating the agenda, notice all meetings, post video to YouTube and meeting minutes. Motion carries. Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Consider Committee for GM and Operations Manager interviews

Chair Hammerson suggested creating a three-person hiring committee. First interview with the committee and then recommend simple majority for any areas of contention. Chair Hammerson can appoint a committee. Director Atkinson, Director Mendenhall and Vice Chair Estill all requested to be part of the committee. Written notes and recommendations will be given to the board large.

Motion: Director Curreri moved to allow Chair to form a subcommittee for the purpose of interviewing candidates for the interim positions of operating manager and general manager.

Also moving to nominate Director Atkinson, Director Mendenhall and Vice Chair Estill to the committee
Seconded by Director Mendenhall

Motion carries. Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Interim Contracts for GM and Operations Manager

Board to review contracts for both positions, to have general knowledge of potential contract. As these contracts will be negotiable with each candidate.

No motion needed

To-do List

Cheryl has added board chair to anything that was Cheryl only. Resolution will be needed to remove Cheryl and add John as a signer for Umpqua Bank. Systec will give board access to Cheryl's computer.

Title IV/ ADA, Cindy is the closest trained. Selena has some of the knowledge, as well. However, neither is fully trained.

Becky is the DER #2, she is the best suggestion for DAPM, she will need the Drug and Alcohol training.

Financial Planning work session

Cheryl went through the worksheet and discussed match and areas that may be moved, or have been moved (i.e. Mercy funds).

- Original projection: \$580,016
- Actual quarterly amount: \$72,500
- Total actual amount: \$290,000
- Difference between original projection and actual amount: \$290,016
- Difference between original projection and the \$834,000 projection: \$254,000

Cheryl and Sheri discussed straight deduction of 30%. Sheri suggested taking from some projects that we know we will not use the funds.

When we build our plan, we budget for our expected funds and then also build a plan for if we received more funds, approximately 30% more.

When we built this year's budget we used the actual numbers. However, when we built last year's budget, we did not use actual numbers, we used projected numbers.

When we purchased vehicles, we moved capital to capital, reducing the funds for capital building.

Per Jennifer Boardman, if a project has been completed, or the project All of the capital reserves may be used in another way, by requesting permission from ODOT.

Cheryl suggested any extra funds be used to pay back the chargers. Chair Hammerson stated we can reach out to other's who may need charging stations for parking lot remodels/ etc. Director Dewhirst Curreri stated perhaps someone on the coast.

Chair Hammerson requested Sheri to send an email to ODOT requesting funds to move from capital reserves to operations.

Cheryl and Sheri discuss numbers and we reviewed both of their spreadsheets.

Chair Hammerson stated there appear to be two sets of numbers. At the end of this, we are going to have to agree on the numbers. The board need to decide where are we cutting things from? And how much money do we have remaining?

Sheri, we had \$747,000 on June 30th of 2024. Then ODOT's projection for what we are supposed to receive for this year, no 30 plus up is this amount. That is the projection. And we got a little more than that last year. We also have our federal funding here, and that is guaranteed because it is already granted. And all of these are projections based off actuals for July and August.

Capital Bus Grant: There is a grant for a bus with a \$27,000 match, which is included in the budget. There is uncertainty if the bus will cost more than the grant covers. Randy is handling communications regarding this. The match will come from asset money. There's a concern about potential cost overruns. There is a safeguard to prevent the bus from being delivered at a higher rate without prior agreement. No indication has been given that the bus will be more expensive. Attorney Review: Considering past issues with charging stations, there's a suggestion to have an attorney review the agreement before finalizing. ODOT has approved the bus purchase, and the match is included in the budget.

Total Capital: \$496,000, covering the bus, building payment, and chargers. Federal Grant: \$177,000 will be reimbursed by a federal grant. STIF Plan: \$46,000 is included in the STIF plan, with additional asset money from selling buses or vehicles. Building Rollover: The chargers can be funded from the building rollover,

which falls under the grant. Sheri will reach out to Ron Garrity to review his cost allocation worksheet. Sheri went through her worksheet and the board reviewed numbers, at the end of her plan we are utilizing some COH, some Bay City funds.

Director Hammerson requested Sheri break down the \$747,000. \$36,000 may be used for only the use of buying vehicles. \$36,774 is Bay City money, NEMT money, can be used for match. \$642,090.40 is STIF funds, of which \$315,238 is capital and may be moved with ODOT's approval. \$32,432 is reserve, we may utilize however we want. This leaves us with no match money for future projects, starting back at ground zero. Once again, another reason to sell the chargers, after which those funds are fully UPTD.

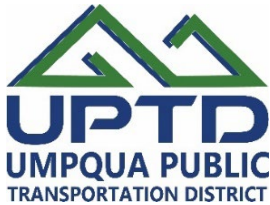
After much discussion it was determined that our budget is very tight, and if everything goes perfectly, we will have just enough funds, and it will leave the district with very little in reserves.

Reviewed Cheryl's to-do list, Director Atkinson to follow up with Cheryl later in the week for update.

Meeting Adjourned at 7:06 pm

**NO AUDIENCE PARTICIPATION PERMITTED DURING THIS SPECIAL MEETING
NO CITIZEN PARTICIPATION – ON AGENDA ITEMS & NON-AGENDA ITEMS**

The Oregon Attorney General's Public Records and Public Meetings Manual states that the Public Meetings Law is a public attendance law, not a participation law. "The right of public attendance guaranteed by Public Meetings Law does not include the right to participate by public testimony or comment [...] Governing bodies voluntarily may allow limited public participation at their meetings" (Attorney General Rosenblum, 2019, p. 155). Additionally, the Oregon Attorney General's Manual states, "The presiding officer has inherent authority to keep order and to impose any reasonable restrictions necessary for the efficient and orderly conduct of a meeting. If public participation is to be a part of the meeting, the presiding officer may regulate the order and length of appearances and limit appearances to presentations of relevant points. Any person who fails to comply with reasonable rules of conduct or who causes a disturbance may be asked or required to leave, and upon failure to do so becomes a trespasser. The law's requirement that 'all persons be permitted to attend any meeting' does not prevent governing bodies from maintaining order at meetings" (Attorney General Rosenblum, 2019, p. 156).



Regular Board of Directors Meeting

Umpqua Public Transportation District

Monday, September 16, 2024, 5:30 p.m.

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

DRAFT MEETING MINUTES

Meeting called to order 5:34 PM

Roll Call performed by

Doug Mendenhall- P

Michaela Hammerson- P

John Estill- P

Natasha Atkinson- P

Cathye Dewhirst Curreri- P

Pledge of Allegiance led by Director Mendenhall

Consent Agenda

4.1 August 19, 2024, Draft Regular Meeting Minutes

4.2 August 23, Special Meeting Draft Minutes

4.5 August 2024 Preventive Maintenance Report

Minutes and preventive maintenance reports were reviewed, preventative report was more for information this month, as we do not have a Operation Manager to review.

Motion: Director Curreri motioned to approve the consent agenda, seconded by Director Mendenhall. Motion carries. Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Financial Report – Sheri Bleau

5.1 August Financial Report

Sheri states that she added a report that was requested by Director M. Baker. Balance sheet, P&L and other reports were summarized. our total current assets are 768,030.83, current liabilities are 18,665.66 for total equity of 749,365.17.

Match is available to pay for the bus that is on order. Grant 5339 states the bus will cost \$276,100, with \$28,355 match from UPTD funds. We have these funds, from previous bus sales.

Reedsport contract, we should seriously consider loaning them newer vehicles when we update our contract. UPTD will be listed as an interested party, listed as additionally insured.

Sheri will go to the DMV to clarify what all needs to be taken care of for title concerns.

Public Comment for On Agenda Items Only

Jennifer Bragg- What is the deadline for board applications? September 30th, 2024.

Old Business

7.1 Drug & Alcohol Compliance Review Update

Becky received a letter from OccuHealth that will resolve at least 6 findings. Director Atkinson stated, per Cheryl on Friday, information may be found on her computer Cheryl>Drug and Alcohol Findings, Cheryl fixed some of the information and it is ready to submit.

Chair Hammerson asked the board if they want to wait until a general manager is present to access these documents, or have one person on the board access all sensitive documents, specifically those for the compliance review, on a very limited basis? Director Atkinson asked why this is different than any other agency, generally this information is delineated to employees. Due to employment matters that are sensitive Chair Hammerson feels that the board should maintain access to the information. Director Atkinson feels this is stepping over the line. Chair Hammerson stated she believes we should assign one board member authority to ensure clarity.

Motion: Director Curreri moved Chair Hammerson have authority to General Manager office, computer files and ability to delegate access to folders to appropriate leadership. Seconded by Vice Chair Estill. Motion carries. Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Chair Hammerson will reach out to special districts to determine if there is a delegate that can come and review that information, she will report back to the board. Jennifer Boardman suggested reaching out the peers, such as RVTD and Josephine County.

Motion: Director Atkinson moved that Rebecca Stafford serve as the DPAM and DER 1, with Sheryl Bleau as DER 2. Seconded by Director Mendenhall. Motion carries. Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

7.2 Status of Document Upload for RLS August 26-28th, Compliance Review

RLS is working on the final list, as our list is currently preliminary. Jennifer Boardman will review the list to determine who should do which part of the list. She also recommended Melisa Metz regarding our procurement policy. Sheri stated she will begin working on this and present in October meeting.

7.3 Monthly 1:1s between Executive Committee and UPTD Leadership Staff

Motion: Director Curreri motioned: In the event of the absence of the General Manager, the Human Resource Director is designated as the district liaison, with the point of contact being the board chair. This policy to live in the board of directors' protocols> procedural issues #5. Seconded by Vice Chair Estill. Motion carries. Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

7.4 Board & Leadership Training

All board members will be attending a training on 9/25, this training will be noticed. Seaside training coming in October, the 26th-30th. If interested, please inform Becky by Friday, 9/20/24.

Break meeting called back to order at 7:00 pm

7.5 Status Update for Contracts, Title

Moved to Executive Session

7.6 Charging Station Update

Last meeting we determined we would send a letter to ODOT, ask to return to Volvo, and look into selling them. Sheri will send an email to Phoenix Motorcars to ask about return. Board reviewed email for ODOT. Chair Hammerson requested we send this to the attorney for review. If this is not approved by 9/30/24, ODOT may hold back STIF funding. Meeting 9/20 for attorney's review.

Review of original grant request. Chair Hammerson asked if there is an appeal process for the original project, Drew Orr stated the FTA will not participate in this project. He will check with legal to see what he can provide to UPTD.

Next year's STIF plan we need to be vaguely prescriptive in next STIF plan. Any money not utilized can be moved to any new project in the new plan.

Chair Hammerson asked if the funding will be withheld October 1, it has not been officially articulated in writing. ODOT will need to ask prior to answering this question. She will send the letter to our attorney, asking for our first installment 10.31.24

New Business

8.1 Resolution 24-8 Update Signers on the Bank Account

Motion: Director Curreri moved to accept resolution 24-8, seconded by Director Mendenhall. Motion carries. Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

8.2 Consultant Emergency Assessment Update

Ben will be at UPTD on Friday to meet with the team, 10-minute meetings with each.

8.3 ICC (Interim Contract Committee) Update

Interviewed three candidates for GM, 2 for OM. Great candidates ready to move forward. Written assessments will be completed from each of the ICC candidates. References should be checked at some point in the process. On transit talent 9/5/24, on Indeed as of the end of August. RFP is needed, due to contract hire today, to be posted 9/16/24.

8.4 Status of Open Board Position Process

Interviewing 9/30/24 for the two open board positions.

8.5 Discuss IT Contract

Asked three companies to bid, for rough estimates. We will need to go to RFP, will ask current provider and all other companies. Part of the new contract will include an NDA.

8.6 Discussion Regarding Board Compensation

Board members may be compensated, if working on board business. Something to consider for the future, when in a better financial position.

Project Updates

9.1 STIF Project Updates

9.2 Action Plan Updates

9.3 General Manager Report

9.4 Access Update

No updates on these items this month, as Cheryl completed this previously. We will address some of the action plan items when we address our new RLS audit findings.

ODOT Update – Jennifer Boardman

FTA, ODOT and/or UPTD can all cancel a grant if conditions are not met.

5310/5311 is due 11/22. We must send out solicitation for projects and get that published. Send to previous applicants, put in paper and on website. STIF/STAC needs to meet to make determinations.

Not on Agenda

If directors come to the building, at times other than the board meeting, please use the front door on the top of the hill.

Cheryl's to-do list handed out to the board for review

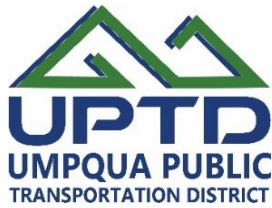
No Public Comment Not on Agenda Items

Agenda Build – Next Regular Meeting July 15, 2024

Moved to Executive Session

ORS 192.660(2)(e) To conduct deliberations with persons you have designated to negotiate real property transactions.

Meeting Adjourned at 9:28 PM



Special Board of Directors Meeting

Umpqua Public Transportation District

Friday, September 20, 2024, 12:00 p.m.

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

DRAFT MEETING MINUTES

Meeting called to order at 12:00 pm

Roll Call was called by Secretary, Director Atkinson

Doug Mendenhall- P

Michaela Hammerson- P

John Estill- P

Natasha Atkinson- P

Cathye Dewhirst Curreri- P

Pledge of Allegiance was led by video of pledge, provided by Chair Hammerson

Review Possible Employment Contracts, Interim General Manager and Interim Operations Manager

Vice Chair Estill updated the board, we have interviewed 3 people for General Manager and 2 people for Operations Manager. One was move favorable to the group, from CA. Only concern was tenure, he addressed in interview. Gentleman from IL history is more of a planning manager; history is a different than our need. Last candidate from OR is a better fit for Operations Manager. Goal is to pick the best candidate. Leadership is an important quality for GM. We are in a hurry, but we should be patient.

One applicant did rescind their application, the ICC had not interviewed this person.

Director Atkinson stated she generally agrees with Vice Chair Estill, except she feels CA and OR candidates are both qualified and she believes should move forward. While leadership is important, most important thing 100% ready to meet compliance. Interim position, person needs to dot a lot of I's and cross T's.

Director Mendenhall, completely agree with Director Atkinson, we have excellent candidates. We need people come in and hit the ground running and we have that in the two candidates Director Atkinson recommended.

Director Atkinson requests the rest of the board to review the posted RFP to ensure it meets all requirements. Chair Hammerson requests ODOT to review for compliance. Director Atkinson will send to Jennifer Boardman to review.

Chair Hammerson confirmed with Special Districts that we may check references. Becky asked to check references for candidates that are moving forward. Not for all applicants. She suggested moving away from contracts to a staffing agency. Would move some liability from UPTD to the staffing agency. Fee would be about \$4500, on a \$25,000 3-month contract.

Chair Hammerson clarified staffing agency would remove some, but not all of liability. Concerned staffing agency may not have most qualified applicants. Director Atkinson asked if we could continue our process and then hired through staffing agency. Chair Hammerson requested more information regarding this process. Vice Chair Estill asking clarifying questions regarding costs, Becky verified.

Vice Chair Estill stated we need to do our homework upfront, to reduce the concern of hiring someone that is not a good fit. He states staffing agency makes sense when hiring someone without confidence. Director Atkinson asked if this is the path, why are we hiring an interim. Vice Chair Estill stated a lot of professionals would not accept an interim position; Director Atkinson agrees.

Vice Chair Estill when checking references, we need to pull the string a little. Becky clarified can only contact list references listed on their application. Vice Chair Estill asked when checking reference when you have your conversation and when completed can you ask for them to give us a name of somebody else that has worked with them. Director Atkinson clarified that is not legally allowed. Asked Becky if the ICC should request a signed release, contact information for previous employers and a reference list from each applicant that is moving forward. Director Atkinson stated she would start that process.

Chair Hammerson requested to bring the meeting back to order and to raise your hand prior to speaking.

Vice Chair Estill stated he whole heartedly agreed with Director Atkinson's suggestion. Chair Hammerson stated this has already gone through special districts and we have a reference template. Director Curreri, ICC should check references, and we should verify the contract has a cancellation clause. Director Atkinson stated she does not capacity to check all references. Vice Chair Estill would be happy to check reference, only the ones on the applications. Director Mendenhall stated he can help too.

Chair Hammerson requested Becky to put together a summary of the staffing agency. Director Atkinson asked clarifying question "There are some applicants that we chose not to interview, due to lack of experience, are we checking those references"? Chair Hammerson clarified only those we plan to interview, viable candidates. Board agreed to check CA and OR references for General Manager, Operation Manager OR applicant and other CA applicant. Chair Hammerson clarified we are not at the point to check background check, that will be performed when we are ready to offer position.

Director Atkinson asked if Director Curreri and Chair Hammerson were okay with the ICC limiting the field, by not checking references of all applicants. Director Curreri stated, yes narrowing to best tow of so. Chari Hammerson asked if we were interested in applications that came in recently. Director Mendenhall clarified he was only interested in interviewing the one additional applicant, that has since pulled their application. Director Atkinson stated she agreed with Director Mendenhall. Chair Hammerson verified that all applications have been forwarded to committee. Becky stated she is sending all applications to the entire board, not just committee.

Vice Chair Estill suggested ICC members bring recommendations/synopsis to the next meeting.

Review Draft of Letter and Email for ODOT Reimbursement Request

Letter had not been returned from the attorney. Director Atkinson stated we need to have meeting to review the letter prior to the ODOT due date of 9/30. Board agreed to meet 9/27 at 12:00 pm.

Moved to Executive Session

ORS 192.660(2)(e) To conduct deliberations with persons you have designated to negotiate real property transactions.

Returned to session at 1:01 pm

Motion: Director Curreri moved we approve both the transportation service contract and the vehicle lease agreement for Umpqua Ride Suite contract for Reedsport, DRTF and Sunrise contingent on the fact that there are no structural changes after being viewed by ODOT. Seconded by Vice Chair Estill Motion carries. Vote: 7 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Director Curreri asked for a training regarding the contracts with Reedsport, DRTF and Sunrise at a future meeting.

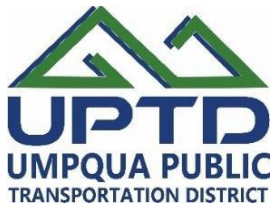
Meeting adjourned at 1:05 pm.

**NO AUDIENCE PARTICIPATION PERMITTED DURING THIS SPECIAL MEETING
NO CITIZEN PARTICIPATION – ON AGENDA ITEMS & NON-AGENDA ITEMS**

The Oregon Attorney General’s Public Records and Public Meetings Manual states that the Public Meetings Law is a public attendance law, not a participation law. “The right of public attendance guaranteed by Public Meetings Law does not include the right to participate by public testimony or comment [...] Governing bodies voluntarily may allow limited public participation at their meetings” (Attorney General Rosenblum, 2019, p. 155). Additionally, the Oregon Attorney General's Manual states, "The presiding officer has inherent authority to keep order and to impose any reasonable restrictions necessary for the efficient and orderly conduct of a meeting. If public participation is to be a part of the meeting, the presiding officer may regulate the order and length of appearances and limit appearances to presentations of relevant points. Any person who fails to comply with reasonable rules of conduct or who causes a disturbance may be asked or required to leave, and upon failure to do so becomes a trespasser. The law's requirement that ‘all persons be permitted to attend any meeting’ does not prevent governing bodies from maintaining order at meetings” (Attorney General Rosenblum, 2019, p. 156).

Reference:

Attorney General Rosenblum, E. F. (2019). *State of Oregon Department of Justice Attorney General's Public Records and Meetings Manual*. Salem, OR: Department of Justice.



Special Board of Directors Meeting
Umpqua Public Transportation District
Friday, September 27, 2024, 12:00 p.m.
3076 NE Diamond Lake Blvd, Roseburg, OR 97470
DRAFT MEETING MINUTES

Called to order 12:08 pm

Roll Call

Doug Mendenhall- P Michaela Hammerson- P John Estill- P Natasha Atkinson- P
Cathye Dewhirst Curreri- P

Pledge of Allegiance

Review Draft of Letter and Email for ODOT Reimbursement Request

Due to sensitive nature, board discussed in executive session.

Moved into Executive Session ORS 192.660(2)(e) To conduct deliberations with persons you have designated to negotiate real property transactions.

Returned to session at 1:19 pm

Motion: Director Curreri moved to request attorney Ron Sperry III to draft a letter to ODOT in response to their August 15th letter titled UPTD NEPA Corrective Action Letter. Seconded by Vice Chair Estill. Motion carries. Vote: 4 – Aye, 0 – Nay, 0 – Abstain, 1 – Absent: Director Mendenhall.

Director Atkinson requested applications for Board for review prior to Monday’s meetings.

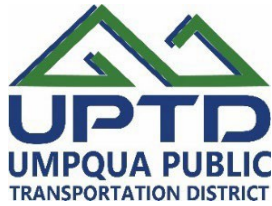
Updated agenda for Monday 9/30/24 meeting.

Adjourned at 1:25 pm.

NO AUDIENCE PARTICIPATION PERMITTED DURING THIS SPECIAL MEETING
NO CITIZEN PARTICIPATION – ON AGENDA ITEMS & NON-AGENDA ITEMS

The Oregon Attorney General’s Public Records and Public Meetings Manual states that the Public Meetings Law is a public attendance law, not a participation law. “The right of public attendance guaranteed by Public Meetings Law does not include the right to participate by public testimony or comment [...] Governing bodies voluntarily may allow limited public participation at their meetings” (Attorney General Rosenblum, 2019, p. 155). Additionally, the Oregon Attorney General’s Manual states, “The presiding officer has inherent authority to keep order and to impose any reasonable restrictions necessary for the efficient and orderly conduct of a meeting. If public participation is to be a part of the meeting, the presiding officer may regulate the order and length of appearances and limit appearances to presentations of relevant points. Any person who fails to comply with reasonable rules of conduct or who causes a disturbance may be asked or required to leave, and upon failure to do so becomes a trespasser. The law’s requirement that ‘all persons be permitted to attend any meeting’ does not prevent governing bodies from maintaining order at meetings” (Attorney General Rosenblum, 2019, p. 156).

[Type here]



Special Board of Directors Meeting

Umpqua Public Transportation District

Monday, September 30, 2024, 5:00 p.m.

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

DRAFT MEETING MINUTES

Called to order by 5:06 pm

Roll Call

Doug Mendenhall- P

Michaela Hammerson- P

John Estill- P

Natasha Atkinson- P

Cathye Dewhirst Curreri - P

Pledge of Allegiance led by Director Mendenhall

Review Board of Directors Applications, Interview Applicants

Board interviewed all 6 applicants, each applicant started with an intro of themselves, then questions were asked by the board, they were varied based on the applicant, with 1 applicant in the room at a time.

Applicants were interviewed in order of packet:

1. Jennifer Bragg

4. Todd Vaughn

2. Monica Leisner

5. Leslie Wilson

3. James DeLap

6. Lisa Lanza

After interviews were completed, applicants were asked to rejoin the meeting. Discussion followed. We have 2 positions that are available, #4 & 7. All applicants applied for the 2-year position and are willing to serve any position. Chair Hammerson asked the board to nominate someone, with conversation after.

Position #4, Director Atkinson nominates Jennifer Bragg, Director Mendenhall seconds. Discussion follows: Director Atkinson stated she nominated Jennifer for her historical knowledge. Especially important due to lack of General Manager and Operations Manager. Director Curreri stated we are in the problem we are due to the past. Chair Hammerson, appreciate the experience, this is a situation we inherited. Transportation knowledge is important, however, problem solving can come from a variety of things. When people are elected to represent the public, they are to be a community member with oversight of the agency. Biggest concern is Jennifer is someone that was elected and did not fulfill their role. I would like to give someone else a chance. Jennifer requested to respond, not permitted. Director Atkinson stated our lack of knowledge does a disservice to the board.

Nomination does not carry.

Vote: 2 – Aye, 3 – Nay, 0 – Abstain, 0 - Absent.

Position #4. Vice Chair Estill nominates Todd Vaughn, seconded by Doug Mendenhall. Discussion follows: Vice Chair Estill stated Todd professional and will abide to the bylaws. Make everyone accountable. He will pick up the knowledge quickly. Director Atkinson stated she is concerned he is polarizing. When asked how she stated when asked about his political views he went straight into them. This can be off-putting to public members with differing views. This is a nonpartisan board, that should be open and transparent, inclusive and welcoming. Vice Chair Estill believes this perspective is due to lack of knowing the individual. Director Curreri stated she could be labeled the same way and has conducted herself professionally.

Nomination carries.

Vote: 4 – Aye, 1 – Nay, 0 – Abstain, 0 - Absent.

[Type here]

Position #7. Both Director Mendenhall and Director Atkinson raise their hands. Director Mendenhall nominates Lisa Lanza, seconded by Director Curreri. Discussion follows:

Director Mendenhall knows Lisa and she is not polarizing. Able to work with and get along with people who have different views. Director Curreri appreciates she is a teacher and has grant experience. Chair Hammerson agrees, especially regarding grant writing.

Nomination carries.

Vote: 5 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Appoint Directors to complete terms for the vacant Position #'s 4 and 7

New board members sworn in, oath of office completed and notarized.

Review Interim General Manager Applications and first interview notes

ICC will lead this meeting, 3-person committee, has interviewed 6-7 applicants. Director Mendenhall started by informing board of highly qualified applicants. He discussed 2 applicants out of California, stating their names and work experience.

Jennife Bragg cautioned that this conversation should be discussed in executive session, not public meeting, as this was highly unusual. Chair Hammerson stated the interviews are public. Director Atkinson clarified the final interviews are public. Vice Chair Estill stated we should be cautious and respect the applicants. Director Atkinson agreed with Vice Chair Estill.

Chair Hammerson stated we needed to ensure it is eligible for executive session. Discussion followed. It was determined the public needs an opportunity to comment, we determine we needed to have another meeting. Director Atkinson advised that News Review needs to be notified by 12:00 pm the day before the meeting.

Meeting set for 10/7/24 at 9:30 am - description of our ICC process, hiring an interim general manager. Director Mendenhall stated we have outlived the usefulness of interim. Vice Chair Estill disagrees. Director Atkinson stated she agrees with Director Mendenhall. The procedure has taken too long, UPTD needs strong leadership. Director Curreri stated we were reacting when we originally posted and thinks the position should be remain interim.

Hiring Process:

- Criteria and Standards are set forth in our posted Request for Proposal (RFP)
- Interim Contract Committee (ICC) will offer an interview to any eligible applicant from the RFP
- ICC will bring feedback to the board in executive session, board will discuss
- In public meeting board will vote to move candidates forward.

Review Interim Operations Manager Applications and first interview notes

After the class we took last week Director Curreri asked if we should wait to hire the operations manager. Discussion occurred with everyone supporting this path.

Motion: Director Curreri motioned that we table discussion regarding the interim operations manager to our next board meeting October 21st at 5:30. Seconded by Vice Chair Estill

Motion Carries

Vote: 7 – Aye, 0 – Nay, 0 – Abstain, 0 - Absent.

Adjourned at 8:08 pm.

[Type here]

**NO AUDIENCE PARTICIPATION PERMITTED DURING THIS SPECIAL MEETING
NO CITIZEN PARTICIPATION – ON AGENDA ITEMS & NON-AGENDA ITEMS**

The Oregon Attorney General’s Public Records and Public Meetings Manual states that the Public Meetings Law is a public attendance law, not a participation law. “The right of public attendance guaranteed by Public Meetings Law does not include the right to participate by public testimony or comment [...] Governing bodies voluntarily may allow limited public participation at their meetings” (Attorney General Rosenblum, 2019, p. 155). Additionally, the Oregon Attorney General's Manual states, "The presiding officer has inherent authority to keep order and to impose any reasonable restrictions necessary for the efficient and orderly conduct of a meeting. If public participation is to be a part of the meeting, the presiding officer may regulate the order and length of appearances and limit appearances to presentations of relevant points. Any person who fails to comply with reasonable rules of conduct or who causes a disturbance may be asked or required to leave, and upon failure to do so becomes a trespasser. The law's requirement that ‘all persons be permitted to attend any meeting’ does not prevent governing bodies from maintaining order at meetings” (Attorney General Rosenblum, 2019, p. 156).

Reference:

Attorney General Rosenblum, E. F. (2019). *State of Oregon Department of Justice Attorney General's Public Records and Meetings Manual*. Salem, OR: Department of Justice.