



Regular Board of Directors Meeting

Umpqua Public Transportation District

Monday, October 21, 5:30 p.m.

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

DRAFT Meeting Minutes

1. **Call to Order** – 5:30 pm

2. **Roll Call**

Doug Mendenhall - P
VACANT

Michaela Hammerson - P
Cathye Dewhirst Curreri - P

John Estill - P
Lisa Lanza - P

Todd Vaughn - P

3. **Pledge of Allegiance** was recited.

4. **Consent Agenda** - 10/07/2024 and 10/14/2024 board meeting minutes were accepted without change. The Preventative Maintenance Report was presented by Andre Bleu. All maintenance was completed timely.

Motion to approve consent agenda by Director Dewhirst Curreri. Second by Director Mendenall. Motion passed unanimously.

5. **ODOT Update** – Jennifer Boardman encouraged moving forward with 5311 and 5310 committee meetings. She reminded that STIF application was going to be due January 16. She reminded that the STIF/STAC Committee Bylaws needed to be adjusted to 5 members unless we planned to have 12 members appointed to the committee.

6. **Financial Report** – was presented by Sheri Bleu. She provided P&L, variance report, and the bank statement. Quarterly reports and NTD report have been submitted early. We received annual audit for ending period of June 2023. There was one less finding than last year, and it is anticipated that there will be no new findings on the upcoming 2024 audit. The next audit is pending and we need to have an RFP posted. The Board was encouraged to use National RTAP for creating the RFP.

7. **Public Comment for On Agenda Items Only**

Steve Hammerson (Roseburg) – commended new board members for stepping up to address longstanding issues and commitment to fixing the problems they inherited. He explained that his high-functioning school board has resulted in focus on students and compared it to the success he foresees for UPTD with a highly collaborative team effort.

Elaine Lavington (Roseburg) – Indicated that she had heard rumors that there were issues on the board. She disagreed with the qualifications of the new chosen board members. She was concerned that Ben Edtl was chosen as GM. She claimed that she was locked out of the building at the last meeting with two elderly people because she was not allowed to attend Executive Session interviews. A UPTD staff member let her know that the interviews would last for 2 hours. She voiced concern over Ben Edtl running for office and lack of transportation experience.

Lisa Miller (Roseburg) – she knows many people using public transportation. She asked, “Is it in danger of being shut down or anything like that?” Chair Hammerson indicated that generally public comment is not a question and answer period. However, Chair Hammerson confirmed that the board has been having discussions for several months regarding how to save the

Transportation District. There is no imminent danger of the District shutting down, but we are working closely with ODOT. All of the Board members are volunteers and have been spending hours of their own time trying to solve this problem for the community.

Kat Stone (Green) – She indicated that the STIF/STAC Meeting today was canceled. She indicated that the STIF/STAC Committee has never had 12 people and there are currently only four members. She is concerned about the November deadline and how we are going to achieve an adequate number of members. Chair Hammerson stated that we would be addressing the STIF/STAC later in the meeting and would be likely to meet the minimum number of committee members by the end of the day.

Chair Hammerson stated that another earlier comment needed to be addressed. She explained that the interviews referenced by Elaine Lavington were required to be done in Executive Session, which is why the public could not attend. She also clarified that all community members who had attended in-person were offered the option of waiting inside the building in the break room during interviews or outside. The reason for this is that the front foyer that connects to the board room does not offer privacy to the board because of gaps in the double doors.

Director Dewhirst Curreri wanted to address concerns of the public. She indicated that the Board is committed to salvage the District. She indicated that all of the current board members inherited these financial issues, but they are all working hard to make the District better than they found it.

8. Old Business

8.1 Status Update for DAR Contracts will need several exhibits to be added. The GM has been provided earlier authority by the Board to move forward with the contracts if there are no substantial changes after reviewed by ODOT and our attorney.

8.2 IT RFP has been completed with a lot of work completed by Director Mendenhall.

8.3 STIF /STAC Committee Applications

Donice Smith

J.C. Smith

Justin Smith

Motion by Director Estill and seconded by Director Curreri Dewhirst to accept all 3 applicants to the STIF/STAC Committee. The motion passed unanimously.

Director Curreri Dewhirst asked if former Board Member Natasha Atkinson wanted to move back into the STIF/STAC Committee, who confirmed she did want to join again.

Motion by Director Curreri Dewhirst to accept Natasha Atkinson's appointment to the STIF/STAC Committee. Director Mendenhall seconded the motion. Motion passed unanimously.

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.

9. New Business

9.1 Organizational Chart proposed by the General Manager was reviewed. There was a discussion about several job titles. There was a robust discussion regarding the Organizational Chart and the goals of the General Manager.

Motion by Director Curreri Dewhirst to accept the proposed Organizational Chart with Ben to work within it as he sees fit according to our budget. Motion was seconded by Director Lanza. The motion passed.

In Favor - Hammerson, Estill, Vaughn, Dewhirst Curreri, Lanza

Opposed – Mendenhall

9.2 Hiring Authority of the General Manager was discussed.

Motion by Director Curreri Dewhirst to confirm the hiring authority of the General Manager to hire any vacant or recently organized positions within the currently accepted budget. Motion was seconded by Director Vaughn. The motion passed unanimously.

9.3 Board Vacancy is required to be posted for two weeks. We have been posting in the News Review, which has cost about \$1200 every time we have a vacancy. The Roseburg Beacon will be able to post at a significant savings for two weeks.

Motion by Director Curreri Dewhirst to post the Board Vacancy in the Beacon in order to be fiscally responsible. Seconded by Director Vaughn. The motion passed unanimously.

9.4 Reviewed the Disciplinary Action Policy. The Special Districts attorney advised that the General Manager should retain hiring/firing authority without Board approval as the Board should not be involved in operations of the District. For that reason, we need to make a slight change to the policy to modify that the General Manager simply needs to provide notification to the Board instead of the General Manager seeking approval.

Motion by Director Dewhirst Curreri and second by Director Lanza to modify the Disciplinary Action Policy to be modified as below. The motion passed unanimously.

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 **notification to the board of directors.**

9.5 Drug & Alcohol Policy was discussed by the Board and a meeting will be taking place with RLS this week.

Motion by Director Estill to assign the General Manager as DAPM and DUR #1 and to remove HR Manager as DUR #2 and appoint Dispatch Supervisor as DUR #2. Second by Director Lanza. The motion passed unanimously.

9.6 Discussed assigning the GM as Bank Signer.

Motion to Director Dewhirst Curreri to to assign Interim GM, Ben Edtl as Bank Signatory. Seconded by Director Vaughn. Motion passed unanimously.

9.7 The updated Procurement Policy was discussed. The proposed policy is a totally new re-write that was borrowed from Coos Bay. The Procurement Policy has not been reviewed by our attorney, but is not necessary. CFO Sheri Bleu discussed the policy changes that align more closely with state and FTA policies.

Motion by Director Dewhirst Curreri to accept changes to Procurement Policy pending acceptance and approval by ODOT. Seconded by Director Estill. Motion passed unanimously.

10. Project Updates

10.1 STIF Project Updates were discussed by Sheri. The only update is that the STIF/STAC Committee Meeting needs to be scheduled. She will work with Director Estill and Director Curreri Dewhirst to get the meetings scheduled. Based on earlier meeting discussion as proposed by ODOT's Jennifer Boardman, we need to update the STIF/STAC Committee Bylaws to update membership from 12 required members to a minimum of 5 members to be in compliance with STIF funding rules.

Motion by Director Mendenhall to modify the number of STIF/STAC Committee Members to a minimum of 5 members. The motion was seconded by Director Estill. The motion passed unanimously.

10.2 Action Plan Updates given by CFO Sheri who indicates that we are working through some issues with Procurement and the Drug & Alcohol Policy. There will be an update meeting with ODOT in a week and a half. The GM will be brought up to date at that meeting.

10.3 General Manager Report was given by Ben Edtl who started his first day today.

11. Not on Agenda

Director Vaughn raised an issue about the News Review's treatment of the UPTD in the local newspaper. He indicated that there has been unfair reporting and potential defamation of character. The General Manager acknowledged that he had also witnessed the inaccurate reporting of the News Review against volunteer Board members who were volunteering their time to help fix the issues of the District. Director Mendenhall indicated that we answer to the voters and the public. Director Dewhirst Curreri raised the issue that the News Review has distorted statements and shown a bias in reporting. She expressed disdain at the News Review asking each Director to respond to a set of questions. Chair Hammerson confirmed that all Board members have the right to answer questions of the media on their own behalf, but not on behalf of the District. Director Mendenhall indicated that Executive Session details should not be provided to the media. General Manager Ben Edtl indicated that the News Review released information from an earlier Executive Session, which presented a proposed, unsigned contract as a final contract. Then the News Review failed to retract the false information from each of their

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.

platforms. Chair Hammerson indicated that KQEN allowed Senator David Brock Smith to go on the air and allege that all Board Members who had quit the Board this year had done so because of Chair Hammerson. Those allegations are completely false and KQEN has been provided with evidence of that from the prior Chair. Chair Hammerson indicated that the Board is fully committed to serving the public and that these distractions from the media are very frustrating when people are volunteering their time.

12. Agenda Build – Next Regular Meeting November 18, 2024

13. Executive Session – None

14. Adjournment at 7:49 pm.