

VTA Advisory Board

Meeting Minutes

November 15, 2019

The Martha's Vineyard Transit Authority Advisory Board met Friday, November 8, 2019, at 9:30 AM at the offices of the Transit Authority, 11 A Street, Edgartown, MA. Present were Alice Butler (Oak Bluffs), John Alley (West Tisbury), Lenny Jason (Chilmark), June Manning (Aquinnah), Elaine Miller* (Tisbury), Mark Snider (Edgartown) and Sarah Nevin, Disabled Community Representative-Edgartown. Also present were Angela Grant (VTA), Lauren Thomas (VTA), Suzanne Cioffi (VTA), and Andrew Grant (VTA).

Absent was Carlton Crocker, Rider Community Representative-Chilmark.

Guests at the meeting: Bill Blakesley, Skip Petersen, Sheri Thomas, Jason Chalifoux, Roland Goulart, Zack MacDonald-Baird, Renee Bonnell, Rich Townes, Joy Robinson-Lynch, Susanna Sturgis, and Brian Dowd, MV Times and Will Sennett, MV Gazette.

The meeting was called to order at 9:34am by Chairman Butler who advised that they would be bypassing the minutes momentarily and going over ridership through October 2019.

Ridership:

Ms. Grant advised that ridership was down 15.49% through October for this fiscal year. Ms. Grant clarified that there were no service cuts in July, August or September other than service that did not run during the strike. She stated there were some runs missed in August as we were still short drivers, but September was fully staffed and all routes ran. Ms. Grant advised the ridership will be important to refer to when looking at the financials.

Financial Update:

Draft Audit

The FY19 financials have not been finalized due to waiting for OPEB actuarial study and Dukes County Retirement audit to be completed; the draft financials were submitted on time. Ms. Grant advised Dukes County and OPEB close for audit December 31st and VTA closes June 30th. Ms. Grant stated we are working with the outside agencies to see if they can get their financial statements done sooner.

Ms. Grant stated the most important page to look at is page 29, the operating cost for FY19. We had a total operating cost of \$5,556,214 and then you can read down the page and see where the funding came in to fill that: Federal assistance \$969,925, Fare Box Revenue \$1,698,448, Brokerage \$75,849, Third party reimbursement \$155,790, Interest Income \$8,587 and Miscellaneous Income, rent primarily, \$42,076 and that provides our net operating deficit. What is referred to as our net cost of service which is funded by the State and the towns. The towns cannot go up more than 2.5% of the prior year due to proposition 2 1/2. The towns contributed \$936,815 and the State was \$1,585,533, in contract assistance, 1.927% of the State's budget.

* indicates either arrived late or left early

Mr. Snider inquired if the figure from the state, towns and federal is fairly stagnate. Ms. Grant advised yes. He inquired if the way to increase revenue is through the fare box or local assessment. Ms. Grant stated yes and the fare box is in direct relationship to ridership.

Draft Financials through September 30

Ms. Grant stated the financials for FY20 are through September. She stated while farebox revenue is up this year, she was hoping that number would be significantly higher. On the expense side Purchased Transportation is up 36.74%, this is the wage increase for operators and other TCI expenses. Legal Expense is up 100 % for the 1st quarter, as we had no expense in the 1st quarter of last year. The State was very late in getting us our capital contract to pay for services, so multiple expenditures went through our operating budget. We will now begin to invoice and capitalize several operation expenses and they will get re-classed; some of the numbers will change especially in Vehicle Repairs, Outside Services and Vehicle Parts. Vehicle Supplies are flat and the big number we knew about was insurance and we now have that number. Utilities are actually down and that's in part because we purchased a significant amount of green energy credits from a company and paid 80 cents on the dollar. So we're still using those green energy credits for this building. The electric buses are included in the fuel costs so you can see it is down, overall. Promotion and Marketing is down because we decided to print the off season map in-house. Office Expenses are down as well. Interest Expense is higher because we borrowed an additional \$250,000 revenue anticipation note back in March.

9:50am Ms. Miller arrived*

Ms. Nevin stated she has a question as she is new to the board one of the problems we are having with expenses is because of the legal expenses for fighting the union; all that money was spent and that is the problem, and riders do not have schedules and that is something we need to look at. Ms. Nevin said that is an issue for the people in the room and they want answers. Ms. Nevin stated she is new and part of her job is to find out why. She stated she went to the Consumer Advisory meeting yesterday and felt it was very informative. She stated the bus she took yesterday was not coordinated with the meeting time so she had to get off at Edgartown-Vineyard Haven Road and walk all the way to Woodside; she didn't mind doing it but found it interesting it wasn't coordinated with the meeting to get the people on the bus to the meeting. Mr. Snider asked Ms. Nevin if her questions are about legal expense. She stated her question is if people are questioning and complaining about the legal battle for fighting the union and blaming the reduction of service on that, and not sure where that money is coming from. She stated that expense is almost \$500,000. Ms. Butler asked Ms. Grant to answer that question. Ms. Grant advised Ms. Nevin that she should not believe anything she reads that is not produced by or if the information does not come directly from the VTA. Ms. Grant stated this is an actual three month year to date draft income statement for FY 20. In FY20 for TCI legal, under Purchase Transportation expense, \$26,987.50 (Greg Dash) is included in that number, as there was a negotiation that ended in the drivers joining a union and having a collective bargaining agreement.. Ms. Grant stated Greg Dash is not an attorney, he is the labor consultant for negotiations; the legal bills were \$27,125.55 for an attorney hired by Greg Dash. That was for all the legal work that was done in July. Since the Collective Bargaining Agreement was signed, TCI legal expenses are \$26,326.80 for fighting unfair labor practices, wrongful

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termination and fighting other grievances in the contract - there have been no payments to Greg Dash for his services. There is approximately \$50,000 going to legal expenses, since the contract was signed.

A guest at the meeting shouted out he is inquiring how much was spent on replacement drivers and housing? He said I know you are not going to let me talk and Mr. Jason stated he can raise his hand and wait to be recognized.

Mr. Snider asked Ms. Grant if the \$4,900 in legal expense is different than Purchased Transportation expense. She stated Purchased Transportation expense is TCI and the other is for VTA. He stated that the challenge he is having is the expenses are over fiscal years, when he and Ms. Miller had looked at the legal expense it was over \$150,000. Ms. Grant stated that yes that figure goes back to FY15 and was not inclusive of just FY20 numbers just discussed. Mr. Snider stated what Ms. Nevin is asking of the Purchase Transportation expense is that of the \$1.3M is that \$70,000 for legal? Ms. Grant stated yes. She stated in the \$1.3M, the figure for purchased transportation \$80,000 is what she would call contract negotiations and subsequent issues that TCI has had to defend. She stated \$35,000 was for contract negotiations and \$45,000 for other issues. Ms. Miller asked Ms. Nevin if she is referring to the current budget or past expenses. Ms. Nevin stated past expenses. Ms. Miller stated if we were to discuss past expenses what the benefit is moving forward. Ms. Nevin stated what we are trying to get is why people are unhappy and service was reduced.

Ms. Grant asked Ms. Butler if they could move to Performance Measures to help aid in the understanding. Ms. Butler allowed for Performance Measures to be discussed.

Performance Measures

Ms. Grant requested the board to look at the bottom of the sheet that states FY19 references all the expenses and comparative costs to FY18. One column is for fixed route, one column for Paratransit - "The Lift" and Brokerage Service, which is a reimbursable fully-funded contract that we have for transportation. Ms. Grant stated if you look at the green highlight under fixed route there are 70,025 paid hours. That is what TCI has paid out for the drivers to operate the buses. She stated if you look above by two lines, the total revenue hours are 67,047, which is less; Ms. Grant stated just because a driver is getting paid does not mean the bus is in revenue service. Transit tracks costs by revenue hours and if you add up the fixed route and paratransit vehicle hours you have 78,813 hours for last year. That is how many hours the drivers were behind the wheel of the vehicle, attending to the vehicle for circle check, fueling, driving for dead head time etc.. She stated, 92,303.92 is the number of paid hours TCI has paid out for all purposes, reflects dispatch, time off, training hours and all those figures go into the Purchase Transportation line item. She said the 92,303.92 were total hours paid out excluding management for transit operations. Ms. Grant advised wages went up approximately 21.89% as of August 1st and it is not a straight rate as drivers get paid different rates but revenue did not. Ms. Grant stated if July, August and September ridership was equal to last year, we would be in a much better situation going into winter; we are down approximately 150,000 riders and that equals dollars signs. Ms. Nevin stated here is what I have been told when riding the bus by the drivers who want to talk

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about this: they are blaming the paying of the VTA/TCI legal expenses for fighting the union and substitute drivers for the reason. Ms. Grant said the substitute drivers drove 25% of service hours for the summer and they drove through August because we still ended up short staffed, even after the strike ended. Ms. Grant stated they drove 3,200 service hours in July and 1,600 service hours in August. Ms. Nevin asked what happened. Ms. Grant said the drivers did not come back to work; only the full time operators were required to come back to work in August. The substitute drivers were about 5,000 hours for the summer and cost \$221,000. It's about the same as we're spending for the rest of it because you end up with tons of overtime. Ms. Grant stated the drivers all get a different wage; she stated all drivers no matter if year round or seasonal all got the same increase, as the VTA's perspective is the seasonal drivers are just as important as year round drivers, otherwise we would not be able to have our service. She stated at the time that Darren did the first payroll under the collective bargaining agreement; the average increase was approximately \$3.21 per person.

Ms. Grant stated going back to Performance Measures, she goes to Boston every year and meets with MassDOT to evaluate how we are performing. The evaluation is a comparative at times RTA to RTA and other times it is just us against ourselves and how we are performing to our historical expenses and revenues. Ms. Grant stated Fixed Route in FY14 was \$3.25 per passenger trip and dipped down after we did a fare increase, and was at \$3.50 per passenger trip at end of FY19. The required subsidy that MassDOT seems to follow is \$2.00 per passenger.

Ms. Grant stated that Performance Metrics that are being reported quarterly to MassDOT include: operating expense per passenger, revenue per passenger, vehicle revenue hours, and vehicle revenue miles. Hopefully, we'll get to meet our goals on this with multi-day and annual passes. Mass Transit is here for congestion mitigation and improving air quality and the more people that buy multi-day passes; those are people that are potentially taking vehicles off the road.

Ms. Grant advised customer service, road calls, preventable accidents and preventative maintenance completed on time are all of metrics are reported for both bus and van system wide. We have Stretch Goals that include workman's comp claims, reduction in CO2. We're trying to go for 250 tons or less CO2 for our baseline and so far for this fiscal year we are 170.29 tons less. Renewable energy use is another measure and currently we are far exceeding the usage at 46.3% of the energy we used in the first quarter is already renewable energy. Also being tracked is social media hits with Facebook, the website and Twitter. We don't have website data for July because we switched over to a new website that actually tracks for us, so July and into August we do not have those numbers, but will have going forward. The baseline is not known, but there will be tracking for the first year and then we'll have another adjusted number for year two. These are just some of the aspects of MassDOT and some of the things that we need to answer.

Ms. Miller inquired as we just went over performance metrics if everyone in the room understands what was just said and know what made reference too? Guest at meeting stated we do not get to see this. Ms. Grant stated the Performance Metrics are on the website already and the other stuff will be put on the website quarterly.

Mr. Alley inquired if the standards that you just talked about from the State, that seems to be our largest funding partner, applies to all transit authorities and not just ours. Ms. Grant advised that is correct. Everybody had to sign a Memorandum of Understanding (MOU) with the State in order to get the additional State Contract Assistance this year. She stated that there was an approximately 12 page document that she had to sign to agree to report the information, some quarterly, semi-annually and annually. All RTAs signed an MOU that was specific to that RTA. Ms. Grant stated the Stretch Goals will be different for each RTA.

Ms. Miller stated she wants to go back to the documents; that they are about the performance measures that we are talking about all the time. That this is the thing she has to perform to and it is worthwhile to look at even though it is complicated. She stated it is just not here but is governed by the State. These are the standards we need to abide by. It is just not finance but to make sure our funding is here all of the time.

Ms. Butler advised that she would take two questions.

A meeting guest stated what she is hearing is that most of the transit population is down island and is there a way to negotiate with the State or if there is a way to talk to State to get creative to match standards for the island for not only winter and summer, but up island and down island and how it varies? She further stated she notices it a lot on the Vineyard when we want to do something we always say the "State said we have to and when we don't we ignore the State. We are the State". Ms. Miller said the funding comes from four sources and that is it. She stated Julian Cyr is going to on Island tomorrow and advised people to go meet with him. She said she has been missioned to go forward to work with our representatives and senators. Ms. Grant stated for clarification our performance measures are based on an analyzed number. She stated she will have Ms. Thomas post the Task Force report to the website and agrees that technically we are the State but need to live in the line item that the legislature passes for us. When you're competing with Taunton, Attleboro, Fitchburg, Leominster that don't have Saturday evening service or have no Sunday service there isn't a lot of sympathy for us.

Operations Update: Ms. Grant advised that Darren had resigned as General Manager and David Zeilinger, who has worked for TCI for about 10 years, has been appointed Acting General Manager.

Airport Lease: Ms. Grant advised she has been going back and forth with the Airport and we currently do not have a lease renewal number. She stated Keating's office has heard our concerns and given us an avenue for the Airport to give us a reduced rent number. Meanwhile, Ms. Grant said the Airport has reviewed our lease and realized that since 2004 the airport had not charged us the 10% subtenant fee from the RMV (Registry of Motor Vehicles); the airport made reference that they were going to try and collect their 10% of the RMV lease. Ms. Grant informed the Airport the VTA was not going to pay prior years, as our books are closed. She said at last night's Land Use Planning meeting they concurred and will not go backwards. They did say going forward that the VTA should expect to pay the subtenant fee. Ms. Grant had a conversation with Jerry Trevino at the RMV this week as they were inquiring where we were at in negotiations with the Airport. Currently, the RMV is paying \$19.48 a square foot, including utilities. She informed the RMV they we're looking at a minimum of doubling and then realistically it's

going to go up about 112%, their appraisal of our land and if that's the case they're going to be going up to high 70,000 or low 80,000 based on the additional 10% as well. Mr. Trevino said that would be approximately \$60 per square foot and would not pay that. Ms. Grant said our lease with airport renews March 1st and we extended the RMV's lease to March 1st so that everyone is on the same cycle.

Winter Schedule

Andrew Grant, Transit System Engineer, spoke about transit planning for the winter season, December through April. Generally, there are two categories transit schedules can fall into: smooth head way- always leave at the same time every hour and is very easy to remember. The system that Mr. Grant is recommending is interlined with time transfers. The system he is working on now in draft format relies on interlining the routes, creating a lot of same bus transfers for people. This system reduces the lay overs compared to the in season simply as there is less traffic. There is still some buffer time so the operator can have a bathroom break at Church Street or Vineyard Haven. This schedule does a good job of meeting the Steamship Authority arrivals throughout the day with Routes 1 and 13 This service protects the core of most populated areas around neighborhoods, the number streets in Edgartown, County Road, Barnes Road and our big trip generators High School, YMCA, Community Services, Woodside Village, Hillside Village and the hospital. Mr. Grant stated he wants to ramp up our public outreach; the public sharing their trips are really valuable information. Mr. Grant stated he has given out his email and directed riders to the VTA's website feedback form . Mr. Grant said we need to look at the positive about the service we have as there are good things in here.

Guest at meeting inquired where and when is Route 2? Mr. Grant said Route 2 is West Tisbury to Vineyard Haven down Old County Road; it is a modified version of Route 3. One of the challenges of transit planning is when we've got a parallel road. We have State Road and Old County Road and it's always about trade-offs. We serve Old County as there are residences along it and it also does the button hook over to West Tisbury Business District.

Ms. Manning inquired if there will be no Lambert's Cove Service? Mr. Grant stated no, as that is one of the routes that does not have the statistics and it stopped running when the in season schedule ended. Ms. Grant stated that Mr. Grant has done a really good job putting together this schedule and in transit planning we need to go back and look what we have done in the past. In 2015 the State Legislature required a transit plan from an outside agency of all of our routes. There was a three-phase implementation to changes that they recommended based on our service at time. One of those changes was to go to smooth headways, which we implemented in 2017 for the off-season. As part of the Governor's Task Force last year and in our MOU, the State is hiring another consultant to come in and look at our services again. There are pros and cons and it's all about trade-offs. We're not going to have the easiest of schedule, but hopefully we'll make up for that by having more service on routes.

Ms. Miller stated what she is hearing is the VTA is working very hard to try and service as many areas as possible. The VTA is willing to get input from people and encouraging consumers to get in touch to see what they need and work with them instead of sitting back and not doing anything. Ms. Grant stated the schedule will be the same Monday through Saturday and there will be Sunday service on Park and Ride,

Routes 1 and 13. Ms. Grant stated the real underlying message to correct all of this is to get riders on the bus. She stated we can discuss how much service we want, but until people are actually on the bus and our ridership increases she does not see this administration giving us more money. The State administers our federal money as we are not a direct recipient of federal funds.

Ms. Nevin questioned if the loss of ridership had to do with all the mess of this summer. Ms. Grant said not exclusively, but the strike did not help. Nationally Transit ridership has been down 10% in some areas, and as much as 15% in large cities over the last three to five years. She stated we did not see that trend; we were experiencing half a percent decrease and last year in FY19 we were down 1.14%. With the Vineyard economy we usually see things later than elsewhere, along with Uber and Lyft. She stated once DPU releases the amount of Uber and Lyft trips we will see the effects. Mr. Snider inquired if the VTA was looking for more ridership in the summer or in the shoulder months and can we handle more in the summer months? Ms. Grant stated in the summer we are at capacity during the day - our capacity is at night and early morning. During the off season there is plenty of capacity and shoulder seasons have capacity on some routes. Mr. Snider inquired with Ms. Grant if she is suggesting that the year round community is not supporting the VTA? Ms. Grant stated that is not what she is saying, as she cannot identify who is on the bus.

Mr. Snider stated if the ridership is back in the summer months, it forces the conversation to at a time where we are reducing service to increase ridership in the off season. Ms. Grant said that is part of what one can take from the conversation. In the summer we have capacity at night, but during the day not even close. This past July and August Route 13 ridership was down 25, 000 passengers. Stating that was huge numbers to be down for our busiest route and Route 1 was up.

Mr. Jason inquired when they will see the final off season schedule. Ms. Grant said by the end of next week. There are some cross-references that need to be done.

Guest at meeting stated people will be out of jobs, so as quick as you can get it, it will be nice.

Ms. Grant stated she would like to reiterate again that this schedule has about 460 hours of service a week. In addition, we have Paratransit vehicles that run for about 30 hours a day, five days a week and the Medivan. We are still running roughly between 620 and 650 hours of service a week; that does not include anybody taking a day off. All full time operators will have jobs and that is a misnomer that is being spread.

Minutes

July 17th Minutes: Board Members Ms. Butler, Mr. Alley, Mr. Jason, Ms. Miller and Ms. Manning eligible to vote. Mr. Jason asked to correct a couple of typos. On page 5, 2nd paragraph Leon Brathwaite's name is misspelt, and on next page the number two was misspelt. Mr. Alley made a motion to accept minutes with corrections, Ms. Manning 2nd. m/s/c Mr. Snider and Ms. Nevin abstained.

July 24th Minutes: Board Members Ms. Butler, Mr. Alley, Mr. Jason, Ms. Miller and Ms. Manning eligible to vote. Mr. Alley made a motion to approve, Mr. Jason 2nd. m/s/c Mr. Snider and Ms. Nevin abstained.

August 2nd Minutes: Board Members Ms. Butler, Mr. Alley, Mr. Jason, Ms. Miller and Ms. Manning eligible to vote.

Mr. Alley made a motion to approve, Ms. Manning 2nd. m/s/c Mr. Snider and Ms. Nevin abstained.
August 27th Minutes: Mr. Snider made a motion to approve, Ms. Manning 2nd. m/s/c.

Capital Projects

Ms. Grant updated the board that the VTA received four new 35 foot buses. She stated that two more buses will be coming at the end of January and that will bring us up to 12 electric buses out of 32 buses in the fleet.

Church Street project: Ms. Grant advised that she goes back to the Historic District Commission for the inductive charging in December. She stated that there was a site meeting with Eversource this past on Wednesday to review the projects. Hopefully the Business Park project will begin around the first of the year for installation. She stated they also met with Eversource down at Church Street and installation should be completed prior to May. She informed the board those are the big projects working on for FY20.

Ms. Miller inquired where the funding is coming from. Ms. Grant stated the six buses were purchased with Volkswagen Mitigation funds from the DEP, totaling \$3.9 million and using some State money to match that and a little bit of CMAQ money which is federal capital money.

Ms. Grant stated the VTA received our third Low No Grant in September, which will provide differential cost for another bus. We'll have funding for the next bus replacement in State FY2021.

5 Year Capital Plan

Ms. Grant stated the draft format of the 5 year plan needs to be submitted to the State by November 15th. She informed the board it is our standard fleet replacement, rehab of Capital buses, all routine projects that support vehicles, replacement of fleet cars and vans, bus shelter funding and signage.

Mr. Snider inquired if under "buy replacement 40 foot bus" cost of \$900,000, if that is for one? Ms. Grant stated it is. Mr. Snider further inquired if that is extraordinarily expensive for 40 people. Ms. Grant stated the bus holds more than 40 people and is actually the least expensive 40 foot electric bus out there.

Potential Revenue Stream

Ms. Grant stated this group had already approved the installation of solar canopies for the Business Park and we will get a purchasing power agreement with the installers, giving us electricity at a set rate. Because of this, we will be able to budget more precisely for fuel costs going forward. The VTA will also be taking advantage of the battery storage unit as an income generator, and it will save us 5 to 7 cents per kilowatt hour of electricity. Every kilowatt we use will be saving between 5 and 7 cents per kilowatt per year for 20 years. Ms. Grant said if we had the BP up already in FY18 alone, based on kilowatt usage, we would have saved another \$6,200 and year-to-date for calendar 19 we would have saved an

additional \$12,000. Ms. Grant advised this is where transitioning the fleet to electric will help us on the financial end; as we progress we will have these fixed electricity cost, it allows us to then shifting make some of these changes without having to increase funding assistance from other partners.

Ms. Miller inquired if there are any credits from the State for proceeding with a project like this, as a normal consumer gets a tax credit. Ms. Grant said the VTA has public/private partnerships, as we are not eligible for the tax credits. Private partners are paying for all the canopies and are getting the tax credit, but will pass on the savings to us with purchase of power agreement. Also, allowing them to use our energy storage will save the VTA even more. Ms. Grant stated this year through September we have already used almost 250 kilowatts of electricity.

MASS CEC, Clean Energy Center, has opened up more savings for private investors on battery storage and projects.. And so are the partner in this project and the contract is going back to legal a review for this change to the board agreed to do it is this that there is a provision within utilities for demand response. Meaning that they can use the energy that's in our battery and directed elsewhere for an area that's having a significant black out or something along those lines. There's clean energy certificates for the demand response but those are not ineffective Cape and Islands yet. But this demand response is something that we're looking at as a potential Revenue stream. The revenue sharing agreement is 70/30 with 70% revenue being the VTA and 30% would be the private investors. Ms. Grant asked the board to allow her to proceed with this and the change to purchase power agreement to include demand response and take full advantage of the funding options.

Ms. Nevin stated she does not get it. Ms. Grant said basically we have a battery energy that is stored and should an area need energy, we have the capability to redirect that electricity. It is a demand response type incident. Ms. Grant said we will always have storage because of resiliency within our system. Ms. Grant advised Ms. Nevin if she would like to have a further discussion she is available. Mr. Alley made a motion to approve the request, Ms. Nevin 2nd motion. Mr. Jason inquired if board really needed to vote on this as that is Ms. Grant's job. Ms. Miller stated she was happy Ms. Grant was notifying the board of the activity that she is pursuing. m/s/c 6-0-1. Ms. Manning abstained as she stated she stepped out of the room during most of the conversation.

Audit and Finance Sub-Committee

Ms. Grant stated there is an audit and finance subcommittee of this board and we are currently short a member. Ms. Manning made a motion to appoint Mr. Snider to the committee. Mr. Alley 2nd the motion. Mr. Snider inquired for the time involved as he is willing to consider it, but needs to have a conversation about it. Ms. Grant advised the time involved varies with the season. Mr. Snider stated he is honored with the vote but cannot accept it right now. Ms. Grant stated she can't make a motion for another board member, but can make a recommendation. The board asked Ms. Grant for her recommendation. She stated Ms. Miller, as she and Ms. Miller have been spending a lot of time going over the financials. Mr. Jason made a motion to accept Ms. Miller, Mr. Alley 2nd. m/s/c 7-0.

Board Meeting Schedule

Ms. Miller requested to have regular monthly meeting since there is so much going on right now. Ms. Manning so moved. Mr. Snider asked if this will be a temporary situation. Ms. Miller believes this will be a temporary situation and then can go back to how it has been – the board should and establish a particular day and date of the month for a six month period. Mr. Snider stated it could be impossible to get the whole board to agree on a particular date. Mr. Jason stated he does not mind having scheduled meetings, but wants to make sure there is something to meet about; he recommended meeting the 2nd Friday of the month at 9:30. Ms. Miller stated we can expect to do this for the next six months. Next meeting will be on December 13th. Ms. Nevin inquired if we would need to change the by-laws since we are supposed to meet four to five times a year. Ms. Grant stated the bylaws set the minimum and do not need to be changed.

Ms. Miller expressed her concern for the terms of board members. She stated that every board she has sat on has terms; and believes it's something that needs to be addressed with this board. Mr. Jason inquired why now - Ms. Miller stated that people on a board for 20-25 years is wonderful, but need to have fresh approaches to any organization. Ms. Butler stated it is up to the individual towns and Ms. Miller stated it is not. Ms. Grant reiterated that it is up to the individual towns for their representatives Ms. Grant stated she has checked into the terms per Ms. Miller's request and said it is established by the appointing authority from the verification she received; some towns do not put limits as Tisbury does as one year. She stated the exception is the Disabled Community Representative and the Rider Community Representative term is established by Legislation of one year and has to rotate by community. Ms. Miller stated people who sit on a board for over twenty years, ten years, fifteen years is just not appropriate. Ms. Manning agreed stating she has been on this board for 23 years and that is enough. Mr. Jason stated he has been here for 33 years. He said we started out with one bus going down Main Street, Edgartown. He stated we are the ones who took the hits, took the risks, the ones to establish the best rural transit authority in the country. When we started we did not have anyone here in the audience. We went to the Selectmen and said we are going to run this service and they all thought it was a pie in the sky, but gave the approval to go head. And we did pull it off by working with different people to get their support. When buses started to run empty and became critical, we went to them and took their abuse, but still hung on to the desire to see the transit authority work. Ms. Manning stated she is more than willing to step aside. Ms. Manning stated she completely agrees and said most of the other boards she sits on have staggering terms or term limits She stated she agrees with Ms. Miller and would like for them to find someone to replace her for Aquinnah. Mr. Jason stated he believes the appointing authority has the decision. Ms. Miller stated they make the selection but do not determine the terms. Mr. Jason stated he is appointed until his successor is named and inquired if we are to overrule the appointing authority. Ms. Nevin inquired what would be the consequences if we agreed to this today. Ms. Grant stated she cannot take the town's legal review. She stated the VTA has their own legal counsel for a reason, as we are an independent authority; she will run it by our own counsel. Ms. Miller asked Ms. Grant her opinion. She stated she does not have one but has spoken to people who have been in the business significantly longer than she has; they have mayors sitting on boards more than appointees. They are not going to have term limit for mayors, except for the results of an election. She said it is the appointing authority's responsibility to set limits. Ms. Miller stated we need clarification on that, and Ms. Grant stated she will work on this for the next meeting.

Ms. Nevin stated she would like to make a suggestion or perhaps a motion that Ms. Butler would like to consider stepping down as Chair and would like to nominate Ms. Miller. Mr. Jason stated that is not on the agenda and there are elections for this in April. Ms. Nevin stated we have a problem with a functioning Chairperson and we do not have that. Ms. Miller stated that is Ms. Nevin's opinion. Mr. Jason stated he does not see that.

Martha's Vineyard Center for Living (MVCFL)

Ms. Grant stated we have been meeting with the MVCFL suggesting they should be doing their own transportation and are working with them to transition to this. Ms. Grant stated next time the grant application comes out for a vehicle we will assist them in obtaining vehicle, maintenance, training, dispatching. Whether they go with volunteers drivers is up to them. VTA has met with Leslie Clapp and Gail Barmakian, as that expense needs to be shifted over to MVCFL. Ms. Manning stated she had a MVCFL board meeting yesterday afternoon with a lengthy discussion on transportation and requested not to be left in the lurch for the next month or two. Ms. Grant stated that would never happen.

11:36am Mr. Alley made a motion to convene the regular session and move to Executive Session with a five minute break between them. Ms. Jason 2nd. Roll call to end: Alley yes, Jason yes, Butler yes, Miller yes, Snider yes, Manning yes. Ms. Nevin stated she wanted to say something, but was advised by Chair that meeting has closed. She stated she found that disturbing and cannot vote to closure. She went on to state that she found this a very productive meeting and would like to encourage increased ridership as a way of supporting the VTA, as we are short on monies for whatever reasons and working on becoming a highly functional VTA Board and Administration cooperatively. She feels positive about our service and would like to see that in the papers.