



Minutes

Regular Board Meeting

Monday, December 13, 2021

3076 NE Diamond Lake Blvd, Roseburg, OR 97470

PRESENT: Lonnie Rainville, Sarah Thompson, Mike Baker, Kat Stone, Janice Baker, Tom Trotter, Mark Hendershott.

ABSENT: All Directors Present.

1. Call to Order

Meeting called to order at 5:30 p.m. by Board Chair Lonnie Rainville.

2. Roll Call

Roll call taken by General Manager Cheryl Cheas.

3. Pledge of Allegiance

Recitation of the Pledge of Allegiance.

4. Consent Agenda

4.1 November 8, 2021 Regular Meeting Minutes.

4.2 November Preventive Maintenance Report.

Brief introduction and discussion of current status of Preventive Maintenance, steps going forward to closely monitor and report.

MOTION: Mike Baker moved to approve Consent Agenda. Seconded by Sarah Thompson. No further discussion. Motion carries. Vote: 6 – Yay. 0 – Nay. 0 – Abstain. 1 – Absent.

5. Financial Report – Sheri Bleau

November Financial Report presented to Board of Director by UPTD Financial Manager. UPTD seems to be right on target with Budget and income received to date, Medical Transportation is still a good source of revenue for the District, some expenses (such as SDAO membership) are slightly above budget but with upcoming budget process UPTD will be able to project the budget based on actuals.

MOTION: Mike Baker moved to approve October Financial Report. Seconded by Sarah Thompson. No further discussion. Motion carries. Vote: 6 – Yay. 0 – Nay. 0 – Abstain. 1 – Absent.

6. Public Comment for On Agenda Items Only

No Public Comment.

7. New Business

7.1 Security and Acceptable Use Policy

Security and Acceptable Use Policy recommended by SDIS Best Practices to ensure usage of electronic means meets standards of security which have been reviewed by management and IT service provider.

MOTION: Kat Stone moved to approve Security and Acceptable Use Policy. Seconded by Janice Baker. No further discussion. Motion carries. Vote: 7 – Yay. 0 – Nay. 0 – Abstain. 0 – Absent.

8. Old Business

8.1 Accounting and Financial Policy and Procedures Manual

Board recommended changes discussed during prior meeting have been amended to Accounting and Financial Policy and Procedures Manual. Discussed Financial Policy as amended still includes a version of records retention rather than referencing the prior approved records retention policy, Board consensus to amend the policy again reference UPTD Records Retention Policy. Board consensus to retain insurance coverage guidelines as stated within Accounting and Financial Policy as a minimum guideline, UPTD coverage exceeds said minimums. Defer policy pending new amendments for approval in January.

8.2 Executive Committee

Ongoing discussion to create Executive Committee for scenarios that may occur, type of committee members to include and bylaws to create, and duties should include more than just financial. Board consensus to create Executive Committee of the officers of the Board, Chair and Vice Chair, and have a third member from the Board rotate in via the Executive Committee bylaws that must still be drafted and presented to the Board of Directors for approval.

MOTION: Kat Stone moved to adopt Resolution 21-7: Create and Appoint UPTD Executive Committee including Officers of the Board, which are the Board Chair and Vice Chair, and to have a rotating third member from the Board via the Executive Committee bylaws. Seconded by Mike Baker. Discussion included by Ron Sperry, DC Law, clarification additional bylaws are to be created for the Executive Committee or if to make amendments to the UPTD Board Bylaws. Discussion followed with Board Consensus that Executive Committee Bylaws to be drafted and brought back to Board. Motion carries. Vote: 7 – Yay. 0 – Nay. 0 – Abstain. 0 – Absent.

8.3 Board Bylaws Review

Ron Sperry, DC Law, addressed the Board of Directors regarding previous Board debate of spouses serving on UPTD Board; explaining that there is no law violation unless there is an ethics violation in line regarding the topic going forward; Executive Committee establishment would allow for scenarios like this to be reviewed carefully.

Mike Baker addressed previous action taken by UPTD Board of Directors concerning service providers and employees was authorized by legislature to exclude certain participants to be eligible on UPTD Board; adding that on the current topic of Spouses voted into the Board getting banned based on marital status would open up a lawsuit opportunities against the Board, now or in the future, based on discrimination.

9. General Manager Report – Cheryl Cheas

- UPTD upper management team met with top candidate for Operations Manager position and provided tour of facility, candidate has 17 years of transit operations experience, starting with driving experience and moving up the positions within transit, offer of employment has been made and has been accepted, and is in process of transitioning to the area.
- Quarterly Reporting completed, Reimbursement requests, many items from goals list have been completed.
- Working on tackling Preventive Maintenance and ensuring that targets are met. Discussed updating the policy so that fuel filters can get changed out more frequently due

to physical findings of fuel filters wearing down more frequently; Board consensus to defer additional changes to Preventive Maintenance policy until Operations Manager is onboard to review and establish the processes alongside with Operations Supervisor.

- Federal Vaccine Mandate from the Department of Labor OSHA order, which has been blocked by the court temporarily; in the event that were to overturn, it would be simple process to modify UPTD's COVID policy to include testing for employees.
- TAC Meeting #3 for TMP presented new routes. Discussed and shared new routes that were presented during TAC meeting with Board of Directors and public.
- City of Reedsport inquiry of RFP, orientation with Oregon Buys, meeting with Jennifer Boardman; found within the walkthrough that Oregon Buys is similar to Bonfire and Bonfire is more user friendly and can post link to Oregon Buys and will post RFP in that method to Oregon Buys for service in Reedsport area.

10. ODOT Update – Jennifer Boardman

Defer to next regular meeting in January.

11. Not on Agenda

- Sarah Thompson requested clarification regarding request for each individual Board member's personal identifying information for MTM as the new brokerage for the medical transportation program. EIN seemed to have not been sufficient in the application process as a government entity with elected officials. Board consensus to not provide individual Board member's personal identifying information to MTM for medical transportation program.

12. Public Comment

- Jim De Lap – requested to know who is responsible of keeping registrations up to date on the buses. Clarified that the COVID restrictions, extensions, and grace period are getting worked on alongside DMV and ODOT PTD.

13. Agenda Build – Next Regular meeting January 10, 2021

- Bylaws for Executive Committee
- Vote for third member of Executive Committee
- Finance Policy
- General Manager Review
- Budget Timeline

14. Adjournment 7:12 p.m.