



**TAPS PUBLIC TRANSIT
BOARD OF DIRECTORS
SPECIAL CALLED MEETING
April 4, 2016**

MEETING MINUTES



**TAPS PUBLIC TRANSIT
BOARD OF DIRECTORS
REGULAR MEETING**

April 4, 2016

MEMBERS PRESENT: Ken Brawley, Spanky Carter, H. L. Compton, Leon Klement, Rick Lewis, Kenneth Liggitt, Bill Magers, and Terrence Steele.

MEMBERS ABSENT: J. D. Clark and Steve Terrell

STAFF PRESENT: Scott McClellan and Josh Walker

The TAPS Board of Directors met at the TAPS Administrative offices, located at 3400 Texoma Parkway, Sherman, TX 75090 for a regular board meeting.

- I. **CALL TO ORDER:** Chairman Spanky Carter welcomed guests and declared a quorum, calling the meeting to order at 2:39 pm. An invocation was given by Board Member Terrence Steele.

- II. **PUBLIC HEARINGS:** Citizens may speak on items listed on the agenda as Public Hearings. A "Request to Speak Card" should be completed and returned to the Board Secretary before the Board considers the item listed under Public Hearings. Citizen comments on public hearings are limited to three (3) minutes. Chairman Spanky Carter opened the floor and called upon the individuals who submitted a Request to Speak Card.

Richard Hose addressed the Board and provided a Request for Information directly to Board Chairman Spanky Carter. This form includes a request for a copy of the Articles of Incorporation and a copy of the Bylaws, as well as other specific information.

Nancy Knapp, a concerned citizen expressed her appreciation to the Board for maintaining a transportation system here in Grayson and neighboring counties. She voiced a concern that previous employees have not been paid their final paychecks and little has been said about this. She stated even though previous employees may have found new employment, they are still owed that money and by not paying them, it gives us a paid name.

Mark Ewig, a former TMS employee and Union representative, stated of the five (5) request he has made for public information since February 3rd, he has still not received the requested information. He stated he has been more than patient and he hopes before he leaves the building today, he has some response.



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Bill Fox, a former TMS employee and Union representative, addressed the Board to back Mr. Ewig's statement that he has requested information numerous times and has yet to receive anything he has requested. He encouraged the Board to be more responsive to these Public Information Request and do a better job responding in the future.

- III. EXECUTIVE SESSION: Pursuant to Chapter 551 of the *Texas Government Code*, to discuss the following subjects and reconvene to take any action resulting from the Executive Session (the board reserves the right to convene into executive session throughout the meeting):
 1. Consult with attorney regarding contemplated litigation. Section 551.071
 2. Discuss the appointment, employment, evaluation, reassignment of duties, discipline, or dismissal of or to hear a complaint against a public officer or employee. Section 551.074

Following the closed Executive Session, the Board of Directors will reconvene in open and public session and take any such action as may be desirable or necessary as a result of the closed deliberations.

Motion was made by Board Member Ken Brawley to convene in Executive Session. Board Member Bill Magers seconded the motion. Motion carried unanimously and the TAPS Board of Directors entered Executive Session at 2:44 pm.

At 3:59 pm, Motion was made by Board Member Rick Lewis to reconvene in open session. Board Member Kenneth Liggitt seconded the motion. Motion carried unanimously.

Motion was made by Board Member Kenneth Liggitt, that TAPS enter into a contract to hire Roger Sanders as the legal representative for TAPS. Board Member Rick Lewis seconded the motion. Motion carried unanimously.

IV. TAPS ORGANIZATIONAL UPDATE:

Scott McClellan, General Manager presented the following Organizational Update to the Board, noting progress is being made and he remains optimistic we are moving to where we need to be:



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FTA:

On March 30, 2016, we met with Sherry Little, a consultant retained by Transdev and a former FTA Administrator, providing her a briefing on where we are with the FTA grants and challenges we are facing. She provided prospective and input on how to work through issues with FTA. Thus far, Grants Consultant Lorraine Szymz has found 9+ million of the 13 million in drawdowns that lacked necessary backup, so that's very encouraging.

On March 31, 2016, Derrick Breun, Regional Vice President for Transdev and Sherry Little met with FTA Regional Administrator regarding TAPS and the plans for resuming service under Transdev. FTA would like to review the documents supporting the 9+ million in grants. FTA also needs TAPS to formerly address the findings of the last Triennial Review and FMO, outlining corrective action and a Recovery Plan. Upon submittal, the regional office would recommend to the headquarters resumption of funding status.

April 5, 2016, former FTA official will be on-site to assist with preparing needed response to Triennial and FMO findings and drafting recovery plan.

TXDOT:

April 7, 2016, TXDot officials will be on-site to conduct operational readiness review. Will notify TXDot that Transdev has engaged an auditing firm to conduct delinquent A133 audits. Will also update TXDot on meeting with FTA. Board Member Bill Magers requested clarification on the delinquency of these audits. Mr. McClellan stated TAPS is two years behind and must complete the 2014 and 2015 audits.

Mr. McClellan reiterated we are staying engaged with our partners at the Federal and State level, we are continuing to report progress we are making to them and continuing to receive feedback from them on where we need to be headed.

NCTCOG

Spoke with staff at NCTCOG regarding letter requesting that we dispose of some buses. Learned that these buses were purchased with FTA funding designated for the Dallas/Fort Worth UZA. Apparently an agreement was made regarding the procurement that any salvage value would return to the COG to be reinvested in the UZA. Mr. McClellan stated with the Board's approval, he will invite an NCTCOG representative to the next Board meeting to discuss this arrangement. Board Member Terrence Steele clarified, NCTCOG



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wants TAPS to sell the buses and provide the money to them. He asked why we can not simply return the buses and allow them to sell them. Mr. McClellan encouraged the Board to have that discussion with the NCTCOG rep at the next meeting, noting he feels this would be beneficial for the TAPS Board and the rep to discuss this.

Board Member H. L. Compton made a made to invite an NCTCOG representative to the next meeting to discuss disposal of buses and return of funds. Board Member Rick Lewis seconded the motion. Motion carried unanimously.

Service Planning

Transdev had two trainers in last week to conduct driver and supervisor training. Also covered procedures for reporting and compliance tracking. We have most if not all staff positions filled. Expecting to have phone service established next week.

Objective is to assume all service currently being operated on TAPS behalf on April 18th. We are expecting to have the telephone services installed and operational early next week, so we can begin to share information through the media of the number customers may call to schedule rides.

Facility:

We are currently in a lease arrangement with Victory Life Church and met with Tom Johnson regarding options for staying here. They have agreed to allow us to stay through April under current terms. The church is looking for long term tenant, if not, they may plan to sell. Need to reconnect with Mr. Johnson to see if they have a commitment from a longer term lease.

Trandev will have a consultant in this week to review current maintenance facility site and to draft an initial scope of work and budgetary cost estimate for Admin & Op's office at the 6104 Texoma Parkway location. Will review with TXDot and possible use of existing grant.

Transdev has had staff on site conducting a Tier1 environmental review.



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V. OTHER BUSINESS

- a. Bank Signatures – Board Chairman Spanky Carter reported there are no longer any TAPS staff on the bank signature card. Board Member Bill Magers suggested Scott McClellan have signature authority on the account and this falls within his responsibilities. Board Member Terrence Steele stated he feels a Board member should also be required to sign any check in excess of \$10,000, noting this is how procedures are structured at Workforce Solutions with a similar Board. Scott McClellan stated he feels very few checks will be processed and will seek input from the Board even when the amount is less than \$10,000. Board Member Bill Magers made a motion that Scott McClellan be authorized to sign all checks and any checks exceeding \$10,000 will also be signed by Board Treasurer, Terrence Steele. Board Member Leon Klement seconded the motion. Motion carried unanimously. Board Member Bill Magers stated it is important TAPS changes the way business has been handled in the past and this oversight process is a step in that direction of checks and balances.
- b. Draft Board Meeting Minutes – tabled until next Board meeting.

VI. SCHEDULE NEXT BOARD MEETING: Chairman Spanky Carter announced the next Board meeting will be held on Monday, April 18, 2016 at 2:30 p.m.

VII. ADJOURNMENT: Motion was made by Board Member Kenneth Liggitt to adjourn the meeting. Board Member Leon Klement seconded the motion. Motion carried and the meeting was adjourned at 4:16 p.m.

Passed, Approved and Adopted 4-18-16

or _____
 Chairman, TAPS Board of Directors Secretary, TAPS Board of Directors