

1 **Regular Board Meeting Minutes**

2 **Cache Valley Transit District**

3 **Wednesday, February 22, 2017**

4 **5:45 pm**

5 **Bridgerland Applied Technology College**

6 **1301 North 600 West, Logan, Utah**

7 **Room 806/808**

8
9 *Present:* Roger Jones, Holly Broome-Hyer, Liz Cruz, Jeff Turley, Norman Larsen,
10 Patricia Cronin, Sallie Petersen, Ron Natali, Erik Ashcroft, Rodger Pond, Rich Anderson,
11 Deborah Miller, Dean Quayle, Glen Schmidt, Craig Wright, and Shaun Bushman

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13 *Excused:* Heidi Harper, Jeannie Simmonds, and Sue Sorenson

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15 *Others:* Todd Beutler, Nathan Coats, Curtis Roberts, and Charise VanDyke

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17 **Regular Meeting Agenda**

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19 1. *Call to order:* Board Chair Roger Jones
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21 2. *Acceptance of Minutes:* Roger Jones asked for a motion to approve minutes and
22 agenda. Rodger Pond moved, Shaun Bushman seconded. Vote was unanimous.
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- 24 3. *Approval of Agenda:* Roger Jones moved the approval of agenda with the minutes.
25 Vote was unanimous.
26
- 27 4. Next Board Meeting: March 22, 2017 at 5:45 pm.
- 28
29 5. Questions and Comments for Management and Board (3 minutes or less): No
30 questions or comments.
31

32 **Board Business**

- 33 6. Swearing in of new board members: Each of the new board members—Rich
34 Anderson, Liz Cruz, Deborah Miller, Dean Quayle, and Jeff Turley—introduced
35 themselves. Curtis Roberts, Administration Director, swore them in.
36
- 37 7. Recognize Joy Reyes for service as a CVTD Board Member: Todd Beutler outlined
38 Joy Reyes’ years of service on the board. She’s been on the board since 2003 and
39 rides the bus by choice every day. A commemorative picture was taken.
40
- 41 8. Washington DC update – Tim Stewart, Bennett Capital Group: Tim Stewart went
42 over his background and credentials briefly, including the long relationship he’s had

43 with the District. Under President Trump there has been more activity in eight weeks
44 then there has been in eight years, as they rebuild infrastructure. The administration is
45 doing what it's saying it's going to do, which creates opportunity. CVTD has a
46 unique opportunity to get funding. Under Obama money was dumped to democratic
47 supporters, but this administration came in with an eye towards lasting infrastructure
48 with a ten year tail. There is also a focus on public and private partnerships. They are
49 taking a fiscally responsive and long approach to finances, so CVTD needs a 3 to 5
50 year plan to present with priorities outlined (small, medium, and large). CVTD needs
51 to have action items for the next 90 days. In May there will be a day and a half where
52 there will be some one on one time with the delegation (no other groups or states).
53 CVTD passes Tim Stewart's "red face test"—he can talk about any element of CVTD
54 without anyone getting a "red face."
55

56 9. Training on Ethics and GRAMA – Kelly Smith, Olsen & Hoggan Attorneys at Law
57 (CVTD legal counsel): Kelly Smith works with several organizations and CVTD is
58 by far the best run, most efficient company that he deals with. Topics presented in
59 this training: Gifts/Bribery, Conflicts of Interest, Hatch Act, Use of Public Funds, and
60 GRAMA. Utah Code 67-16 is a law that seeks to remove money and personal
61 relationships from politics. Gifts are limited to a non cash gift of less than 50 dollars
62 per year or two awards given in recognition. Four conflicts of interest that are always
63 prohibited (even if disclosed): employment conflict, employment information
64 conflict, disclosure conflict, and use of position conflict. Two conflicts of interest that
65 are cured by disclosure: static business conflict and transactional business conflict. If
66 there is a conflict of interest let Todd Beutler know; a notice needs to be given to the
67 Attorney General's office. Penalties include removal from office and up to a second
68 degree felony. The Federal Hatch Act prohibits the use of official authority to
69 influence the outcome of an election or coerce employees to contribute to any
70 organization for political purposes. This can include wearing CVTD apparel in
71 connection with campaigns. In addition, public funds cannot be used for politics or to
72 influence a ballot; but an entity can provide factual information about a ballot that is
73 accessible to both sides (those who agree and those who disagree). Penalties for using
74 money in such a way could include a criminal charge for mismanagement of public
75 funds. Government Records Access and Management Act (GRAMA) Utah code
76 recognizes two constitutional rights: the public's right to access information
77 concerning the conduct of the public's business and the right to privacy in relation to
78 personal data gathered by governmental agencies. Under GRAMA the first step in the
79 process is to determine if something is a record or not; a record is something that is
80 prepared/retained by a governmental entity and reproducible. What is not a record are
81 personal notes/emails prepared or received in a capacity other than the officer's
82 governmental capacity, daily calendar, and material that is already available to the
83 public through a public library. Records have different retention lengths and are
84 subject to retention schedules. CVTD has a trained records officer on staff. There are

85 four categories of records: public, private, controlled, and protected; unless a record is
86 determined to be “public” certain requirements must be met for that record to be
87 released. Draft reports are considered “protected” and should not be disclosed to third
88 parties; however, once a draft has been used to take action it is considered public.
89 Unlawful disclosure of records may trigger both criminal and civil penalties against
90 those who disclose them. If there are any questions, board members can email him,
91 Kelly Smith, or contact CVTD’s records officer, Charise VanDyke.
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93 10. Consideration of Board governance policies – Ron Natali, CVTD Board Member:

94 Ron Natali went over changes made to the policy manual, all of them minor, as the
95 manual was in good shape after the blitz; all previous changes, besides the minor
96 changes (marked in blue) that Ron presented, had been previously agreed to by board
97 members. All revisions to the policy manual will be documented on the revision
98 history section of the manual. The CEO’s annual performance review will be
99 approved in the March board meeting and the pay increase is retroactive. Rich
100 Anderson expressed his dislike of the retroactive pay increase mentioned in the
101 Compensation Policy; he believes that any pay increase should be approved with the
102 budget, but understands what it is trying to do (because of time restrictions the pay
103 increase evaluation could not be done in time to be passed with the budget). It was
104 pointed out that this is a tentative policy for this year, so changes can be made. Three
105 committees will remain after the policies are put into effect: Executive Committee,
106 Budget & Audit Committee, and PEP Committee; the rest will be dissolved. Issues
107 brought up in board meetings that are not on the board agenda will be researched in
108 PEP Committee and brought back to the board. After Ron Natali finished listing the
109 changes made, Roger Jones entertained a motion to adopt changes. Rich Anderson
110 asked that an additional change be made—to add that the CEO shall not allow
111 financial activities to be incurred that are not conservative in nature and consistent
112 with our community values (stating that it could offer some protection too). Craig
113 Wright pointed out that it already states in the policy that the CEO will not engage in
114 unlawful behavior. Erik Ashcroft mentioned that there were still some issues that he
115 wanted to discuss. Roger Jones entertained a motion to hold onto the policy for one
116 month for additional discussion in an Executive Committee meeting; he asked that
117 discussion about this draft document (as well as the document) be kept within the
118 board to keep in line with what the attorney said concerning GRAMA and not to seek
119 information from outside sources. Erik Ashcroft motioned, Jeff Turley seconded.
120 Craig Wright objected; vote passed unanimously. Roger Jones authorized additional
121 board members to come to the Executive Committee meeting in March. Ron Natali
122 requested that comments about the policy manual should be given to the Executive
123 Committee in advance to give them time to examine them before the meeting.
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125 11. Presentation on outsourcing of maintenance – Todd Beutler, CVTD General

126 Manager: On account of time, this agenda item was tabled to be presented March 22.

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- 12. Board Chair report – Roger Jones, CVTD Board Chair: Nothing to report.

- 13. General Manager’s report: Todd Beutler gave a brief update about the Short Range Transit Plan (SRTP). The consultant hired to put together the SRTP will be present next board meeting to answer questions. Board members will hear about proposed changes. Deborah Miller asked a question about what CVTD’s responsibilities are concerning public safety. Todd Beutler mentioned that CVTD works with law enforcement as needed and bus drivers are trained on reporting incidents; CVTD provides information and acts as a resource, but does not participate in the investigations, including commenting on any incident that may compromise an ongoing investigation. He added that incidents at the transit center have an 85 percent solve rate, which is a high percentage in the valley. Todd mentioned that Nathan Coats will be leaving CVTD after 15 years as the Director of Operations/Marketing; he mentioned that Nathan is assisting with the transition and that they will not be filling the position currently. Nathan was given a moment to speak. Nathan expressed gratitude to have had the privilege of being a part of the best public transportation organization in the nation. He mentioned that the vast majority of taxes used are reinvested in the community—referring to a consultant that found that for every dollar spent on CVTD it yields five dollars in the community. He said that CVTD had a grassroots start from citizens who went and created it. He urged board members to leave CVTD better than they found it, regardless of opinion. He mentioned that he was leaving CVTD after much debate because he saw that it would leave it even more stable than it already is and it was the right time for him and his family. He asked board members to treat CVTD as a gift and that if they ever need his perspective they can call him. Todd Beutler invited board members to attend an open house on March 23, where goodbyes could be said to Nathan.

- 14. **Adjourn:** Board Chair Roger Jones adjourned the meeting.