*COMET Board Meeting minutes are prepared and presented in summary form, audio recordings of the meetings are on file at the COMET.*

**COMET BOARD MEETING MINUTES**

**December 14, 2016 -12:00pm**

**Members Present: Guests Present:**

**City of Columbia**  Ron Anderson Frannie Heizer, McNair Law Firm

Carolyn Gleaton Marsha Johnson, MTRA

Burley Wilkins, Transdev

David Irwin, Mauldin and Jenkins

**Forest Acres** Andy Smith Cindi Hennigan, Lexington County

Walter Durst, Citizen

**Lexington County** Lill Mood Rick Silver, Chernoff Newman

Martha Thomas, Citizen

**Richland County** Joyce Dickerson Chuck Statler, Derrick, Stubbs and Stith

Jennifer Harding \* Derrick Bruin, Transdev

Roger Leaks Hampton Miller, Chernoff Newman

**Rich. Co. Leg. Dele.** John Furgess

Robert Morris

Joe Neal

**Absent Board Members:** **COMET Staff Present**

Derrick Huggins

Skip Jenkins Robert Schneider, Executive Director

Debbie Summers LeRoy DesChamps, Transit Development

Samuel Scheib, Transit Planner & Manager

Daphne Givens, Finance Manager

Missey Lawlor, Administrative Coordinator

Brittany Higgins, Travel Trainer

1. **CALL TO ORDER**

Chairwoman Dickerson called the meeting to order at 12:00 PM.

1. **DETERMINATION OF QUORUM**

A quorum was present at the opening of the meeting.

1. **ADOPTION OF AGENDA**

**Dr. Morris asked to have the introduction and welcome of the new board member before adoption of the agenda.**

Chairwoman Dickerson stated that she does not want to do that right now.

**Motion:**

**A motion was made by Ms. Mood and seconded by Mr. Anderson to approve the adoption of the agenda.**

Dr. Morris stated that there are major concerns about the DBE and that our meetings tend to go very long.

Chairwoman Dickerson stated that based on the agenda that she has set, she would like to discuss the where she put it. It is not an action item and it was asked for information purposes.

**Substitute Motion:**

**A substitute motion was made by Dr. Morris and seconded by Mr. Furgess to move item 16 to item 6 to discuss DBE.**

**1-Opposed, Chairwoman Dickerson**

**Motion passed.**

1. **APPROVAL OF OCTOBER 26, 2016 BOARD MEETING MINUTES**

**Motion:**

**A motion was made by Ms. Mood and seconded by Mr. Anderson to approve the October 26, 2016 minutes as presented. Motion passed unanimously.**

1. **CHAIR OF BOARD REPORT**

Chairwoman Dickerson introduced Mr. Leaks to the Board and appointed him to the Finance Committee.

Chairwoman Dickerson thanked McNair Law Firm and Ms. Heizer for lunch and stated that it was catered by a small, local firm.

Election of Treasurer

Chairwoman Dickerson stated it is now open for nominations.

Mr. Anderson nominated Mr. Smith to serve as Treasurer.

Ms. Mood seconded the nomination.

Passed unanimously.

1. **MOTIONS PERIOD/NEW BUSINESS** (Previously item 16 )
   * Requested Disadvantaged Business Enterprise Materials

Dr. Morris stated that he always likes to but honest and do what is right, but he did not receive the information that he and Mr. Furgess requested, which are the invoices from McNair with Liz Crum and any work done with DBE. He stated that he was to get those invoices last Friday, as he still hasn’t received them. He would like to work with the board and does not think that he has to subpoena those invoices. Dr. Morris stated that we need to work together on the DBE and don’t come up and “hide anything”. Dr. Morris stated that he is still asking for that information. Dr. Morris would like to know when he could expect those invoices.

Chairwoman Dickerson stated that the request that she received came in a list and she may have overlooked, where Dr. Morris requested the invoices, but just wanted information on what we have done with DBE’s and what they have been paid.

Dr. Morris stated that this is not about Chairwoman Dickerson, this is about information requested, and when we request information we should get the information. When you are told that you are going to get it on a specific day, and you do not get it with no explanation of why. That seems to Dr. Morris as “being an honest person that you are trying to hide something.”

Chairwoman Dickerson stated that a request came to her and the Executive Director and another request to Ms. Heizer which was not addressed to her. Chairwoman Dickerson stated that she did not personally say that she would give an invoice.

Ms. Heizer stated that she did speak to Mr. Morris on Friday, and sent an email to the full board on Monday, explaining what information she had found in the invoices. Ms. Heizer stated that the invoices could be gathered. Doing a word search on these entries found what she has laid out and sent out in the email. Ms. Heizer apologized that the information was not sufficient.

Dr. Morris stated that he appreciates it, but is still disappointed. This is clearly a lack of communication.

Ms. Heizer stated that she will get the information to Dr. Morris in the next 10-15 minutes.

Dr. Morris stated that he has read the report that he has received and it is a lot of “junk”. Based on the fact that he has been insulted, as a Board Member, he would like to move to amend the contract with Gloria Tanner to audit, monitor and report to the board on DBE’s monthly.

Mr. Furgess seconded.

Chairwoman Dickerson stated that this was not an action item for today and she would be happy to send this item to the Finance committee and let the committee vet the information and bring back to the full board as we will not get the proper information today, other than the invoices that Dr. Morris has requested.

Mr. Neal stated that Dr. Morris’s motion is a simple motion in and of itself and would like to know what is required for vetting in that motion.

Chairwoman Dickerson stated that every time that we have a meeting and we try to accomplish something in the meeting prior to it coming to the board in a motion period we have to send it to a committee and then bring back to the full board. Dr. Morris will get the information that he has requested but the others will not have had the time to vet it. There is nothing that we are doing here that we are trying to cover up, everything is public information. Chairwoman Dickerson stated that this is just not an action item for today and someone can send this to the Finance Committee so that we all will get a package with all of the DBE’s per Dr. Morris request and we can bring it back to the board.

Mr. Neal stated that he is hearing two different things. First he is hearing a request for information from Dr. Morris about the DBE’s status and then a request to have Gloria Tanner to compile, monitor and report. Those are two separate things.

Chairwoman Dickerson stated that she understands, but it is a contractual matter and we would have to put it out for bid. We would not be able to say that Ms. Tanner has the job.

Mr. Neal stated his point was to simply try to clarify what this situation is. If there is a process that requires bidding for any contract, then that is fine and he has no problem with that, but in reference to his request for information that does not require vetting only requires producing the information.

Dr. Morris stated that it is his understanding that Ms. Tanner is still under contract, that we just need to amend the contract. Dr. Morris does not believe that we need to send this out for a bid.

Mr. Anderson stated that we should send to Finance Committee to scope out what services we want and then put a contract together. Mr. Anderson stated that he believes that Ms. Tanner was a sub through someone else and what not directly employed by us.

Dr. Morris stated he did not know that a subcommittee or a committee supersedes the full board.

Chairwoman Dickerson stated that it does not supersede the board, that it is procedure. This item is not an action item today and will be happy to give the documents today and send this to a committee.

Dr. Morris stated that it has been his understanding that the chair does not totally come before the representatives of the board. If the board wants an item done a certain way, the chair cannot supersede that and impose her decision on the Board.

Chairwoman Dickerson stated that she is going to take the authority and ask Ms. Heizer how we get this item properly be before us.

Dr. Morris stated that he would like to hear from our attorney in terms of whether Chairwoman Dickerson has the authority to send this to a committee over the board.

Ms. Heizer stated that we cannot add an item to the agenda without an additional 24 hour notice per FOIA; 2/3 of Board vote of members present can add and work to amend contract at the next board meeting, or we could hold a special call Board Meeting in 24 hours. You cannot take a final binding vote today under FOIA.

**Motion:**

**A motion was made by Dr. Morris and seconded by John Furgess to hold a special call board meeting on Thursday, December 15, 2017 to address this issue of amending the contract of Ms. Tanner to audit and monitor DBE program and report to Board monthly.**

Discussion

Mr. Anderson stated that we have a contract with Transdev that spells out how we audit DBE’s right now. We need to make sure that whatever we contract someone to audit is within the compliance to the contract with Transdev. Secondly, we need to put this out for public bid, as we did not directly contract with Ms. Tanner, so there is not a contract with us to amend.

Dr. Morris stated that he respects what Mr. Anderson is saying but he disagrees. Dr. Morris would like for our attorney to review contract and see if we could amend the contract that McNair Law Firm has with Ms. Tanner. He would like to hear from the attorney.

Ms. Heizer stated she is not sure that she can give an honest or correct answer right now that she would need to review the contract with Ms. Tanner. It is very clear that Ms. Tanner assisted us in identifying the DBE percentage for the second RFP and the evaluation of whether that was met.

Dr. Morris asked Ms. Heizer if she could review the contract and clear up his concerns that we are attempting to hide something.

Chairwoman Dickerson stated that she is here and cannot afford to hide anything. Everything that she does is public information and everything that this board has done is public. Chairwoman Dickerson stated that the information is there along with the documents. She stated that some of the contracts happened before she was here and that there is a contractual process that we go through and she takes issue with someone that’s says as the chair of this board that she is hiding something. Chairwoman Dickerson stated that was an insult and if anyone asks her for information, that she will get the information that you need.

Dr. Morris stated that he never said that it was Chairwoman Dickerson that was hiding anything. He was implying that it was members of this board or staff. Dr. Morris stated that we are here on behalf of the public.

Ms. Mood stated that she is not prepared to for a vote today. She would feel ill prepared to take position on an item that she is not even sure what the concern is.

Mr. Furgess stated that he requested information on DBE, and once he requested the information, he was insulted.

Chairwoman Dickerson called the question for meeting tomorrow to determine if we have a contract with Ms. Tanner and to amend said contract.

Mr. Furgess seconded.

Restated motion

**Motion:**

**A motion was made by Dr. Morris and seconded by John Furgess to hold a Special Call board meeting on Thursday, December 15, 2017 to address this issue of amending the contract of Ms. Tanner to audit and monitor DBE program and report to Board monthly.**

Mr. Neal stated that he is unavailable tomorrow for a meeting.

Calling for the motion.

**Substitute Motion:**

**A substitute motion was made by Dr. Morris to move the meeting until December 19th at Noon.**

Approve: Mr. Neal, Ms. Gleaton, Mr. Furgess, Mr. Anderson, Mr. Leaks, Mr. Smith, Dr. Morris

Opposed: Ms. Mood, Ms. Dickerson, Ms. Harding

**Motion passed.**

**New Business:**

**Motion:**

**A motion was made by Mr. Anderson and seconded by Ms. Mood to forward to the Executive Committee and begin the review of the Executive Director annual review. Motion passed unanimously.**

**Motion:**

**A motion was made by Mr. Furgess and seconded by Dr. Morris to give Ms. Mamie Jackson an annual pass for transit service and letter from the Board. Letter is to be at Chairwoman Dickerson’s discretion.**

Discussion

Mr. Furgess stated that we need to resolve the complaints.

Mr. Anderson stated that we should send to Service Committee to vet.

**Motion passed unanimously.**

**Motion:**

**A motion was made by Mr. Furgess and seconded by Dr. Morris to convert two positions from staff to have a Quality Control Officer and an Administrative Assistant to report directly to the board, to be sent to Finance Committee.**

Discussion

Mr. Smith needs clarification before the Finance Committee.

Mr. Neal asked if these positions include a change in salary.

Mr. Anderson stated that the Bylaws would have to be amended.

**Motion Passed unanimously.**

**6a. EXECUTIVE DIRECTOR’S REPORT**

* + Update of Activities – Dr. Schneider stated that we are working on the Strategic Plan, and it should be complete and Board should review at January Board meeting. Dr. Schneider also stated that we are working on an Employee handbook and should also have the draft report on the transit Center Study in January.

Dr. Morris stated that he has heard from several individuals that they would like to see the transit center stay in the same place. He would like to know if we are working on revamping the transit center.

Dr. Schneider stated that we are also working on revamping the Customer Service with the help of Transdev. Mr. Wilkins of Transdev reported that the Transit Center has its challenges. They are working with the Police to try to take care of drug activity.

Ms. Gleaton stated that the bathrooms in the transit center are really bad and they could really use a new paint job.

Mr. Furgess stated that the security guards are always outside entertaining the passengers, instead of doing their job.

Mr. Wilkins stated that he would like to update the board on some of the challenges that we are facing.

Mr. Wilkins stated that he is working with those vendors to get the issue corrected.

Mr. Wilkins stated that they are also working on training the drivers and also on Route 11 they have implemented a filler bus from 6:30-10:00 to help keep the bus on time.

Mr. Wilkins stated that at the transit center they are also having issues with people stealing the toilet paper and they are working to resolve that issue as well.

Mr. Neal suggests that we place RF sensors on the toilet paper.

Mr. Leaks asked if there are reports that the security guard fills out when there is an incident.

Ms. Mood stated that she is not sure that we are capturing everything and that some things are not getting recorded. As we go through this process we need to look at how we capture them, and are we getting all the calls recorded.

Mr. Wilkins stated that we have the “Listen Reports” that we can refer back to.

Dr. Morris asked if there was still a lack of drivers.

Mr. Wilkins stated that they now have an adequate amount of drivers, and an extra board that will cover for call-ins.

Mr. Neal stated that it would be a good idea to give information to the board on what the nature of the complaints are.

Mr. Neal also asked what the turnover rate is for the drivers.

Mr. Wilkins stated that it is not as high now as it was before, as they have a little more incentive.

Mr. Neal asked if Transdev does exit interviews when employees leave.

Mr. Wilkins stated that they do not have exit interviews.

Ms. Gleaton, asked if they have to use extra drivers, does that mean they have to pay a lot of overtime.

Mr. Wilkins stated that they have to pay at least 3 hours.

Dr. Morris thanked Mr. Wilkens for the extensive report and would like to have that information in writing.

Dr. Schneider reminded the board that a report was just handed out that provides this information.

* + **United Way of the Midlands Pass Request: 500 passes as incentive for participation in the US HUD-required Homeless Count**

Dr. Schneider stated that the past 3 years, The COMET has donated passes to the United Way. In order for them to receive their grant money, they have to interview the homeless and they will give them a bus pass to thank them for their time.

**Motion:**

**A motion was made by Mr. Anderson and seconded by Ms. Gleaton to approve the request for United Way for 500 bus passes.**

Dr. Morris asked if this needs to go to a committee.

Chairwoman Dickerson stated that it was an action item on the agenda.

**Motion passed unanimously.**

* + Update on Benches and Shelters.

Mr. Scheib gave a brief presentation on the updates of benches and shelters.

Mr. Anderson stated that he knew that we had bought some benches, but do we have an adequate amount.

Mr. Scheib stated that we have ordered more shelters.

Ms. Gleaton asked if there is something that we can do at Farrow Road and Colonial Drive.

Mr. Scheib said he has it noted and will take a look at it.

**Motion:**

**A motion was made by Mr. Anderson and seconded by Ms. Mood to move this presentation to the Service Committee and report back to the board as needed. Motion passed unanimously.**

1. **FY 2016 AUDIT (Mauldin and Jenkins, LLC)**

A Compliance Audit Summary and Official Audit was given to the Board Members.

Mr. Anderson asked that staff step out of the room.

Staff left room.

Meeting continued.

Staff re-entered meeting.

**Motion:**

**A motion was made by Mr. Anderson and seconded by Ms. Gleaton to accept the audit as presented. Motion passed unanimously.**

Ms. Mood stated that given the audit report express our appreciation to the staff for their good work.

1. **APPROVAL OF APOLLO CONTRACT**

**Motion:**

**A motion was made by Mr. Anderson and seconded by Ms. Mood to approve the contract with Apollo. Motion passed unanimously.**

1. **REPORT FROM SERVICE COMMITTEE**

Mr. Scheib reviewed with the board the ridership for November.

Dr. Schneider stated that ridership exceeded 2.5 million passenger boardings in the prior 12 months.

Mr. Neal asked how we are actually growing the system.

Dr. Schneider stated that we are making service improvements, making our system more rideable, large dense places of employment and large dense places that are residential. Secondly, growing the people that ride the system and retooling services.

Mr. Neal stated that he is also wondering how we can improve services in rural areas like Lower Richland, that it would be a great economic boom to have access to more frequent public transportation. Mr. Neal would like to develop and support the use of a rural system and provide a frequency of service that they can depend on and know that it will be there.

Ms. Mood stating that the points that Mr. Neal made are really good, but sadly putting benches and shelters in rural areas due to the requirements they must be ADA accessible and country roads with no access with no sidewalks and curbs is really a big deal trying to get them in.

Mr. Neal stated that most of the traffic is going to be on the main roads and highways, and those such roads already have the kind of easements that can easily be adapted to handle what we are talking about. Where we need to have the access is on the major traffic corridors.

Mr. Neal stated that he would like to see the board educate the people in the rural areas and push the ideas of riding the bus.

Mr. Anderson stated that around 8 months ago there was a Rural Transportation study presented to us and the study showed that the number one place for need for transportation is Clemson Road area.

1. **REPORT FROM FINANCE COMMITTEE**

**•** Ms. Givens gave an overview of the financial documents included in the Board packet.

1. **MIDLANDS TRANSIT RIDERS ASSOCIATION UPDATE**

Ms. Johnson stated that when the penny tax was passed that she was under the impression that we were going to get smaller buses for the smaller routes and larger buses for the larger routes and at the City Council meeting she seen on the screen to her surprise that UBER was part of the mass public transportation system. Ms. Johnson stated that 52% of our riders make less than $15,000 and never did she hear that UBER was part of our transportation plan. She stated that our game plan has changed to where our focus should be and she is very concerned about that. Ms. Johnson stated that she also read an article that the “feds” are paying for our shelter and benches, and if that is why are we “scrabbling” over the $50,000 at the Walmart. She also stated that we need to provide the protection to our riders and invest the $50,000 in our riders who will be here for years to come. Ms. Johnson stated that she will continue to rally for our riders and to be on their side and speak up on their behalf.

Mr. Neal asked why the bus does not run to Costco.

Dr. Schneider stated that it is multifold, that we have to re-do the entire corridor.

Mr. Neal stated that we also need to look at it for access for the public.

Mr. Anderson stated that we are looking at revising and we are aware that we do not have much access to that part of town.

1. **COMMENTS FROM LOCAL RESIDENTS**

No Comments from local residents.

1. **INFORMATIONAL ITEMS**

There was no discussion required for the informational item.

1. **LEGAL/CONTRACTUAL/PERSONNEL** 
   * **Transdev Contract Rate –** Dr. Schneider stated that this pertains to the annual escalator for Transdev. The board now has a much more stable number and we are going to focus on the South East Region less the fuel as outlined in the handout provided to the board.

Dr. Schneider stated the recommended motion to compensate for years two (2) through the termination of the Contract shall be based upon the compensation for the initial year as adjusted annually based upon the Consumer Price Index, Southeast Region, Table 1 values for All Items Less Energy, except as modified by change order. However, in no case will the annual percentage change be less than 1% or greater than 3%. The web link to such Table 1 values is www.bls.gov/regions/southeast/news-release/consumerpriceindex\_south.htm. The effective date of the CPI price change will be July 1 annually. However, based on the budgetary calendar, the CPI index used for the upcoming fiscal year will be based on the calendar year CPI index.”

Discussion

Dr. Morris asked $300,000 is equivalent to what percent.

Dr. Schneider stated that it is 2.1%.

Dr. Morris stated that in the Finance meeting we were going to get the CPI, which we got and base a decision off that information.

Mr. Furgess asked what is generating this.

Dr. Schneider stated that right now they have very little leeway to give raises.

Mr. Anderson stated that this should protect us.

Dr. Morris asked what Transdev is asking for.

Dr. Schneider stated that they have not asked for a specific amount.

**Motion:**

**A motion was made by Mr. Neal and seconded by Mr. Anderson compensation for years two (2) through the termination of the Contract shall be based upon the compensation for the initial year as adjusted annually based upon the Consumer Price Index, Southeast Region, Table 1 values for All Items Less Energy, except as modified by change order. However, in no case will the annual percentage change be less than 1% or greater than 3%. The web link to such Table 1 values is www.bls.gov/regions/southeast/news-release/consumerpriceindex\_south.htm. The effective date of the CPI price change will be July 1 annually. However, based on the budgetary calendar, the CPI index used for the upcoming fiscal year will be based on the calendar year CPI index.”**

**Motion passed unanimously.**

Mr. Furgess asked if we need to resolve the DBE before we approve this.

Mr. Anderson stated that there is another provision to protect this.

Dr. Morris asked if we can get the percentage of DBE that we are supposed to be at and what we are functioning at, at this point.

* + **Update of Title VI Complaints -** There are no new updates on the Title VI complaints.

Dr. Morris stated that he spoke with Mr. Boykin on November 8, 2016 and asked that he interview 3 staff members, and Mr. Boykin told him that he would need to speak with Ms. Heizer. Dr. Morris stated that he received Mr. Boykins review on the 10th and he would like to know why these 3 staff members were not interviewed.

Ms. Heizer stated that she spoke to Mr. Boykin and any additional interviews would not be necessary because he was relying on minutes back to February. Mr. Boykin did not think that it would have any bearing on his report. Ms. Heizer stated that we can do it if the board would like.

A motion was made by Mr. Furgess to throw out the report from Mr. Boykin.

Mr. Neal stated that the Board needs to independently contract with attorney for Title VI.

**Motion:**

**A motion was made by Mr. Neal and seconded by Mr. Anderson to hold in abeyance until information from Mr. Boykin and scope of service at January Board meeting. Motion passed unanimously.**

* + **Legal briefing on SCDOR audit and lawsuit involving Richland County –** Ms. Heizer stated that there has been no change.
  + **Legal briefing on case of South Caroline Public Interest Foundation and William B. DePass, Jr., individually and on behalf of all others similarly situated vs. Richland County –** Ms. Heizer stated that there have been no new court orders or motions.

1. **OLD BUSINESS**

No old business was discussed.

1. **MOTIONS PERIOD/NEW BUSINESS**

Moved to item 6.

1. **ADJOURN**

**Motion:**

**A motion was made by Ms. Mood and seconded by Mr. Anderson to adjourn the meeting.**

**Motion passed unanimously.**

The meeting adjourned at 3:05 PM.