



The COMET Board Meeting minutes are prepared and presented in summary form, audio recordings of the meetings are on file at The COMET and are part of the approved minutes. If you would like to hear the recording from the meeting, please contact Paige Jernigan at cometadmin@catchthecomet.org.

Per SC Code of Laws, Title 30, Chapter 4, Section 30-4-80 - All public bodies shall notify persons or organizations, local news media, or such other news media as may request notification of the times, dates, places, and agenda of all public meetings, whether scheduled, rescheduled, or called, and the efforts made to comply with this requirement must be noted in the minutes of the meetings. The COMET complied with the notification of this meeting on Friday, July 19, 2019 at 3:15 P.M.

**The Central Midlands Regional Transit Authority
Board of Directors Meeting Minutes
Wednesday, July 24, 2019 at 12:00 P.M.
3613 Lucius Road, Columbia, SC 29201 – Conference Room A**

Members Present:

Ron Anderson, Chair
Jacqueline Boulware*
John V. Furgess, Sr.
Carolyn Gleaton
Derrick Huggins*
Representative Leon Howard
Kevin Reeley
Skip Jenkins*
Col. (R) Roger Leaks, Jr.
Lill Mood
Dr. Robert Morris
Andy Smith
Geraldine Robinson
William (B.J.) Unthank

Absent Board Members:

Joyce Dickerson
Bobby Horton
Debbie Summers

**Indicates participation by phone.*

Guests Present:

Leo Auger*, CEO Auger Consulting
Jackie Bowers, Operations Manager, Transdev
Charles Burgess, Interim IT Manager, Transdev
Ms. Bridget Cochran, Customer Service, Transport Care Services
Malcom Carter, Driver, Transdev
Kesi Dorner, Regional Human Resource Director, Transdev
Derrick Doughty, Driver, Transdev
Larry Gabaldon, Interim General Manager, Transdev
Larry Livingston, Interim General Manager, Transport Care Services
Frannie Heizer, Burr, Foreman, McNair Law Firm
David Lewis, Public Transit Rider
Joyce Mason, Public Transit Rider
William Norris, Interim General Manager, Transport Care Services
Michael Setzer, President, Transit Division, Transdev
Charles Simpkins, Town of Batesburg-Leesville
Ron Scott, Attorney, Haynesworth Sinkler Boyd
Bill Sprawl, Regional Vice President, Transdev
Sindi Williams, Transport Care Services



The COMET Staff Present

John Andoh, Executive Director/CEO

Rosalyn Andrews, Director of Finance/CFO

LeRoy DesChamps, Director of Administration & Operations/COO

Paige Jernigan, Interim Administrative & Customer Service Specialist

Dr. Arlene Prince, Director of Regulatory Compliance & Civil Rights Officer

Crystal Willis, Financial Accountant

1. CALL TO ORDER AND DETERMINATION OF QUORUM

Mr. Anderson called the meeting to order at 12:00 P.M.

A quorum was determined at the beginning of the meeting.

2. ADOPTION OF THE AGENDA

Mr. Unthank arrived at 12:04 P.M.

Ms. Robinson arrived at 12:05 P.M.

Motion:

A motion was made by Ms. Gleaton and seconded by Dr. Morris to adopt the agenda. Ms. Mood stated that she would like to make an amendment to the agenda to move Item #7 to follow Item #5. The motion was accepted by Ms. Gleaton and seconded by Mr. Anderson to adopt the agenda with the amendment to move Item #7 to follow Item #5 per Ms. Mood.

Approved: Anderson, Boulware, Furgess, Gleaton, Huggins, Howard, Leaks, Mood, Morris, Smith

Absent: Dickerson

Motion passed.

Mr. Furgess asked about the motions that were discussed in the Service Committee Meeting. Mr. Anderson stated that it will be addressed later in the meeting.

Rep. Howard arrived at 12:07 P.M.

3. MIDLANDS TRANSIT RIDERS ASSOCIATION UPDATE

No representation.

4. CALL TO THE PUBLIC COMMENTS MUST PERTAIN TO ITEMS NOT ON THE AGENDA.

- THE BOARD CANNOT COMMENT.
- INDIVIDUALS WISHING TO ADDRESS THE BOARD MUST SIGN UP PRIOR TO THE CALL TO ORDER
- COMMENT TIME LIMIT - TWO (2) MINUTES PER PERSON

Mr. David Lewis, a rider of The COMET, introduced himself. Mr. Lewis stated that this is his first



time attending a Board meeting and expressed gratitude to the Board for allowing him to speak. He thanked Mr. Andoh for his hard work and all the changes he has made. He added that he rides the bus due to a medical condition and stated he is grateful for The COMET.

He mentioned that the drivers are not educated and need to understand where the buses stop. He added that new bus stops are not in the right place and the old stops are continually changing. He stressed the importance of providing the drivers by additional training.

He reiterated his thanks to Mr. Andoh for all he has done and really appreciates his response to the community concerns. He closed by reminding the Board to listen to the community for feedback. Mr. Anderson suggested Mr. Lewis touch base with Mr. Andoh, and he will follow back up with the Board.

5. PRESENTATIONS

A. TRANSDEV KEY PERSONNEL

Mr. Andoh invited the Transdev key personnel to come up and introduce themselves.

Mr. Huggins arrived at 12:11 P.M.

Attorney Heizer reminded the Board that she is working on the proposed policy that would help clarify key personnel in the contract and this will be presented at the August Board meeting.

B. EMPLOYEE OF THE MONTH FOR TRANSDEV AND TRANSPORT CARE SERVICES

Mr. Gabaldon introduced the Employee of the Month for June and July for Transdev.

Transdev Services Employee of the Month for June 2019 is Derrick Doughty. Mr. Doughty began working as a Fixed Route Operator with Transdev on June 29, 2015 and has often encouraged the staff to work harder and more productively. He consistently displays a positive attitude both in overall ability and communications as well as maintains a high level of professionalism at all times.

Transdev Services Employee of the Month for July 2019 is Malcom Carter. Mr. Carter has been working in transportation for 23 years beginning with the Jacksonville Transit Authority. In December 2017, Mr. Carter began working as a Fixed Route Operator with Transdev. He is a PROUD MARINE and Bishop of Way Truth and Life Ministries. He is an avid competitor and has competed in our Regional and State Rodeo competitions. Mr. Carter takes pride in knowing that the customers are important members of our team.

Mr. Norris called Mr. Livingston to come up to assist in awarding the Employee of the Month for Transport Care Service.



Transport Care Services employee of the month for June 2019 is Ms. Cochran. Ms. Cochran has been with Transport Care Services since December 2015. Initially hired as a backup dispatcher, Ms. Cochran quickly asserted herself and eagerly set out to learn all aspects of the DART office. In her short tenure here at TCS, Ms. Cochran has proven herself to be an invaluable team player who can be counted on to assist in every area of the operation. Known for her always cheerful disposition, Ms. Cochran has a good rapport with her co-workers, clients, and peers.

Transport Care Services employee of the month for July 2019 is Sindi Williams. She began her tenure with Transdev Services as a Bus Operator 11 years ago. In 2012 she transitioned to the Maintenance Department as a Parts Clerk. She started as a part time coach operator in 2008. In 2011 she started working as a dispatch/road supervisor. In 2019, during restructuring, she became a Transport Care Services Employee. Sindi maintains a great relationship with everyone and is very organized and detailed.

*Mr. Anderson called for a brief break at 12:39 P.M.
The meeting was called back to order at 12:43 P.M.*

6. OTHER DISCUSSION & ACTION ITEMS (OLD BUSINESS & NEW BUSINESS)

A. OLD: FIXED ROUTE & PARATRANSIT PROGRAM MANAGEMENT AGREEMENT

Mr. Andoh began by summarizing the contract currently in place. In 2014, The COMET re-procured its Fixed Route and Paratransit Services Contract and authorized an award on February 12, 2015 to Transdev which took effect on July 1, 2015.

The present Agreement entered in 2015 allows for five additional one-year options. The initial five years of the Agreement will end on the last day of June 30, 2020.

- 1) The first option would be for The COMET to exercise the first of the five one-year options that would be effective July 1, 2020. This would allow time for The COMET to determine how well Transdev delivers on their commitment to improve performance in accord with the present Agreement.
- 2) The second option is for The COMET to proceed with a solicitation issuing a Request for Proposals (RFP) for a 5-year Agreement with options that best serve The COMET and awarding an Agreement to the most responsive, responsible bidder for services to begin on July 1, 2020 based on a "Best Value" procurement as defined by the Federal Transit Administration (FTA).



In the decision to re-procure, it has been advised that all six of the major operations and maintenance (O&M) providers expressed interest in pursuing this Agreement. The six major O&M providers are:

- First Transit
- MV Transportation
- RATP Dev
- National Express Transit
- Keolis Transit Services
- MTM Transit

Note: Transdev has expressed interest to join the above O&M providers.

Mr. Andoh reviewed the audit performed by Mr. Auger with Auger Consulting. He summarized the Contract terms presented in Agenda Item #7A.

Below are the two options for the Board to consider:

Option 1: Should Option 1 be implemented, there would be no changes to the Agreement. The COMET will continue to pay an hourly rate. The Board would direct the Executive Director/CEO to extend the Agreement for one year.

Option 2: The COMET staff will issue a Best Value procurement in the similar manner as released in 2014, with an intent to incentive the Contractor to perform. This would be to create a structure in which the contractor has a financial stake in the quality and cost of the operations and maintenance work, since it will be rewarded for increasing the quality of service and/or lowering the cost of operations and maintenance.

As indicated above, several key issues need to be re-addressed. Various functions need to be better delineated between Transdev and The COMET staff. Key Performance Indicators (KPI) and the associated bonuses and liquidated damages need to be reevaluated and better addressed in the Agreement.

It is recommended that the Board of Directors exercise option 2 above and direct the staff to proceed with a new solicitation. This will give an opportunity for The COMET to redefine the relationship with the contract operations, establish realistic KPI's, and possibly receive more competitive proposals for the upcoming five years.



The purpose of re-procurement is an opportunity to obtain a more sustainable contract with realistic goals, expectations and program requirements. This will allow The COMET to reduce the cost to provide fixed route and paratransit services by providing more capital and shifting the responsibility of contracting for services typically procured by the prime contractor back to The COMET.

Currently The COMET pays an hourly rate which includes all aspects of the operation based on a series of tiers for both the fixed route and paratransit. A future RFP would look at a fixed cost and variable cost structure. All fixed costs such as management, maintenance, cleaning, dispatching, supervision and equipment would be included in the fixed costs. The variable costs would include bus operators, training and operational expenses.

The COMET would assume the purchase of non-revenue vehicles and office equipment items to reduce the overall costs of a potential contractor having to procure capital related items or service and include profit and overhead on top of the capital expense.

The RFP for service should contain a complete description of the service to be purchased, including schedules, service miles, service hours, number of trips, and the applicable performance standards. The COMET's expectations for service should be clearly defined in the RFP.

Elements of the RFP that would need to be considered:

- Formation of the Evaluation Committee
- Scope of Work
- Setting a Minority/Women Business goal that would encourage competition unless a DBE goal is determined based on the use of Federal funds that is allocated to the fixed route and paratransit services (Operations, Preventative Maintenance, Security and ADA Paratransit only)
- Determination if a master program agreement is necessary or if The COMET should contract or provide directly itself landscaping, security, facility maintenance, customer service/call center services, paratransit & rural services, mystery rider, pest control, vehicle detailing and IT management services. It is anticipated that the larger fixed route program agreement would still subcontract for uniforms, office supplies, tires, vehicle cleaning & fueling (utility) and vehicle parts (items needed for operations and maintenance)
- Review of assets to be provided by The COMET vs. Contractor
- Development of incentives and penalties
- Development of Key Performance Indicators (KPI)
- Development of forms for a fixed and variable pricing model



Mr. Anderson asked for clarity on the recommendation/motion needed to proceed. Mr. Andoh explained the options below. He added that it takes about nine (9) months to a year to complete the procurement process.

Option 1: There would be no changes to the Agreement.

Option 2: The COMET staff will issue a Best Value procurement in the similar manner as released in 2014, with an intent to incentive the Contractor to perform.

Motion:

A motion was made by Mr. Furgess and seconded by Col. Leaks to extend the Transdev contract for an additional year.

Discussion:

Dr. Morris stressed that he was on the Committee when the contractor was selected. We have given Transdev ample time to clean up the issues presented, and it has not been done. He strongly recommends going out for procurement. Mr. Smith asked about the RFP and the downside to locking us into a procurement contract. Attorney Heizer said no, the RFP will state no binding obligation. The downside is the amount of work that must be done. Mr. Anderson added this a practical matter.

Mr. Smith asked about the benefits of the RFP and the structing of the cost if we grow. Mr. Andoh clarified that at this point we cannot grow based the transit system on our current cost structure. He added that it is not fiscally sustainable since Transdev is understaffed for the level of service we currently provide and is not able to catch up with our needs. Essentially the contract we had five (5) years ago based on lesser number of hours does not work now due to growth.

Mr. Huggins asked Attorney Heizer does the contract have to be extended for a full year. Attorney Heizer mentioned that there has been discussion of renegotiating the price of the current contract. She informed that this would be considered a Cardinal Change, a substantial change could affect the parties who participated in the original RFP.

Definition of Cardinal Change: means a major deviation from the original purpose of the work or the intended method of achievement, or a revision of contract work so extensive, significant, or cumulative that, in effect, the contractor is required to perform very different work from that described in the original contract.

Reference: www.lawinsider.com/dictionary/cardinal-change

Mr. Huggins stated he is concerned about the amount of issues and we should not jump to a decision at this moment. He added we need a roadmap plan to accomplish and a conversation on how we are moving forward.



Ms. Mood suggested Option 2 based on the issues that were brought up in the recent audit by Mr. Auger. She added that preparing for an RFP would benefit Mr. Huggin's suggestion of formulating a roadmap.

Motion:

A Motion was made by Mr. Furgess to "Call the Question" and seconded by Dr. Morris.

Mr. Anderson asked for a vote to "Call the Question."

Ayes- Boulware, Furgess, Gleaton, Mood, Howard, Huggins, Leaks, Morris

Noes - Anderson, Smith

Motion passed

Motion:

A motion was made by Mr. Furgess and seconded by Col. Leaks to go with Option 1 to extend the Transdev contract for an additional year.

Ayes- Boulware, Furgess, Gleaton, Howard, Huggins, Leaks

Noes -Anderson, Mood, Morris, Smith

Motion passed

B. NEW: DISADVANTAGED BUSINESS ENTERPRISE (DBE) GOAL METHODOLOGY

Dr. Prince came up to present her Agenda Item #7B.

Dr. Prince explained that the Central Midlands Regional Transit Authority (CMRTA) is required by federal regulations to establish an overall goal for DBE participation in Department of Transportation (DOT) assisted contracts. She added that the agency's overall goal must be based on evidence of the availability of able DBEs comparative to all businesses ready, willing and able to participate on DOT-assisted contracts.

The current DBE goal of five percent will expire on September 30, 2019. Based on an examination and calculation of the available data, the overall DBE goal is calculated at 5.7% for the next three federal fiscal years (FFY2020, FFY2021, FFY2022). The DBE Goal Methodology must be submitted to the Federal Transit Administration (FTA) by August 1, 2019 to comply. The goal is based on upcoming contracts that The COMET anticipates entering based on available DOT funds. Should changes to the Fixed Route & Paratransit Program Management Agreement occur, the DBE goal methodology may need to be amended.

The CMRTA prepared a document to outline the methodology used to establish its overall three-year Disadvantaged Business Enterprise (DBE) goal for FTA assisted contracts. This involves a two-step process. The process began with a base figure to determine the availability of DBE's. The overall goal must be based on clear evidence of the accessibility of parties that are willing and able to participate in the FTA assisted contracts.



Dr. Prince reviewed the steps:

Step 1: Determine the Base Figure

Step 2: Adjust the Base Figure

The final proposed overall DBE goal for FFY 2020-2022 for CMRTA's FTA-assisted contracts will be 5.7%. The CMRTA intends to use a combination of race-conscious and race-neutral methods to achieve the 5.7% goal.

Motion:

A motion was made by Mr. Huggins seconded by Dr. Morris to approve the DBE Goal Methodology for submission to the FTA.

Approved: Anderson, Boulware, Furgess, Gleaton, Howard, Huggins, Leaks, Mood, Morris, Smith

Absent: Dickerson

Motion passed

7. CONSENT CALENDAR: THE FOLLOWING ITEMS LISTED UNDER THE CONSENT CALENDAR WILL BE CONSIDERED AS A GROUP AND ACTED UPON BY ONE MOTION WITH NO SEPARATE DISCUSSION, UNLESS A BOARD MEMBER SO REQUESTS. IN THAT EVENT, THE ITEM WILL BE REMOVED FOR SEPARATE DISCUSSION AND ACTION.

- A. APPROVAL OF THE JUNE 27, 2019 MEETING MINUTES (PAIGE JERNIGAN)
- B. APPROVAL OF THE JUNE 27, 2019 WORKSHOP MEETING MINUTES (PAIGE JERNIGAN)
- C. APPROVAL OF THE INVOICE PAYMENT SELECTION LISTING ENDING JUNE 30, 2019 (CRYSTAL WILLS)
- D. FINANCE COMMITTEE UPDATE & ACTION ITEMS
 - I. PURCHASE TWO CUTAWAY BUSES (JOHN ANDOH)
 - II. PUBLIC HEARING TO CREATE A 10-RIDE EXPRESS PASS & EXPRESS UP-CHARGE (JOHN ANDOH)
 - III. FUNDING FOR PLANNING & DEVELOPMENT ACTIVITIES
- E. SERVICE COMMITTEE UPDATE & ACTION ITEMS
 - I. TOMATO SHUTTLE SERVICE REQUEST (JOHN ANDOH)
 - II. DART ADA PARATRANSIT SERVICE AREA BOUNDARIES (JOHN ANDOH)
- F. INTERMODAL COMMITTEE UPDATES
- G. EXECUTIVE COMMITTEE UPDATES & ACTION ITEMS
- H. EXECUTIVE DIRECTOR AD-HOC EVALUATION COMMITTEE UPDATES (NO UPDATES)

Motion:

A motion was made by Mr. Huggins and seconded by Ms. Gleaton to approve the Consent Calendar.

Approved: Anderson, Boulware, Furgess, Gleaton, Howard, Huggins, Leaks, Mood, Morris, Smith



Absent: Dickerson

Motion passed

8. MOTION PERIODS (NO ACTION WOULD BE TAKEN ON THE MOTIONS REQUESTED) (MR. ANDERSON)
 - A. FROM THE FINANCE COMMITTEE
 - B. FROM THE SERVICE COMMITTEE
 - I. REVIEW DISASTER RECOVERY PLAN

Motion:

A motion was made by Col. Leaks and seconded by Mr. Huggins to send the Disaster Recovery Plan to the Service Committee for review to present at the next Board meeting.

Approved: Anderson, Boulware, Furgess, Gleaton, Howard, Huggins, Leaks, Mood, Morris, Smith

Absent: Dickerson

Motion passed

- C. FROM THE INTERMODAL COMMITTEE
 - D. FROM THE EXECUTIVE COMMITTEE
 - E. FROM BOARD MEMBER
9. PROGRESS REPORTS – INFORMATIONAL ONLY
THE FOLLOWING ITEMS LISTED UNDER PROGRESS REPORTS WILL BE CONSIDERED AS A GROUP UNLESS BOARD MEMBER REQUESTS FOR SEPARATE DISCUSSION.
 - A. CHAIR REPORT (RON ANDERSON, VERBAL)
 - B. COMMITTEE CHAIRS UPDATE
 - I. FINANCE COMMITTEE UPDATE (DR. ROBERT MORRIS)
 - II. SERVICE COMMITTEE UPDATE (COL.(R) ROGER LEAKS JR.)

Col. Leaks mentioned that Service Committee had good conversation regarding the Transdev contract and is looking forward to further discussion in August.

- III. INTERMODAL COMMITTEE UPDATES (DERRICK HUGGINS)
 - IV. EXECUTIVE COMMITTEE UPDATES (RON ANDERSON)
 - V. EXECUTIVE DIRECTOR AD-HOC EVALUATION COMMITTEE UPDATE (DR. ROBERT MORRIS)
 - C. EXECUTIVE DIRECTOR /CEO REPORT (JOHN ANDOH)

Mr. Andoh informed the Board that Transdev and Transport Care Services have selected two preferred candidates and added no action by the staff has been taken at this time. Both positions will remain as an interim role until approved and accepted by all parties. Mr. Andoh added that he sent resumes for both candidates to the Board for review. Dr. Morris asked Mr. Andoh to resend the



resumes. Mr. Andoh agreed to do so.

- D. REVIEW OF BOARD MOTIONS FROM JANUARY 2017 TO PRESENT (JOHN ANDOH)
- E. TRANSIT OPERATIONS REPORT (LARRY GABALDON)
- F. DISADVANTAGED BUSINESS ENTERPRISE REPORT (DR. ARLENE PRINCE)
- G. FINANCE REPORT (ROSALYN ANDREWS)
- H. RIDERSHIP REPORT (JOHN ANDOH)

10. LEGAL/CONTRACTUAL/PERSONNEL (MAY REQUIRE EXECUTIVE SESSION)

None

11. ADJOURN

Motion:

A motion was made by Mr. Furgess and seconded by Ms. Gleaton to adjourn.

Approved: Anderson, Boulware, Furgess, Gleaton, Howard, Huggins, Leaks, Mood, Morris, Smith

Absent: Dickerson

Motion passed

Meeting adjourned at 1:21 P.M.

CENTRAL MIDLANDS REGIONAL TRANSIT AUTHORITY

Adopted this July, 2019, Agenda Item _____

Prepared by:


Paige Jernigan, Interim Administrative & Customer Service Specialist

Approved by:


Andy Smith, Board Secretary

