



The COMET Executive Committee Meeting minutes are prepared and presented in summary form. An audio recording 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 pjernigan@thecometsc.gov

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, September 11, 2020 at 3:15 p.m.

The Central Midlands Regional Transit Authority
Executive Committee Meeting Minutes
Wednesday September 16, 2020 at 11:00 A.M.
3613 Lucius Road, Columbia, SC 29201 – Teleconference

Members Present:

Derrick Huggins*
Col. (R) Rogers Leaks, Jr., Chair*
Lill Mood*
Andy Smith*
Allison Terracio*

**Indicates participation by phone.*

Guests Present:

Pam Baker, Burr & Forman Law Firm*
John V. Furgess, Sr.*
Frannie Heizer, Burr & Forman Law Firm*
Skip Jenkins*
Dr. Robert Morris*

Absent Board Members:

None

The COMET Staff Present

John Andoh, Executive Director/CEO
Leroy DesChamps, Director of Administration and Operations (COO)
Paige Jernigan, Administrative & Customer Service Specialist

1. CALL TO ORDER
Col. Leaks called the meeting to order at 11:01 A.M.
2. DETERMINATION OF QUORUM
A quorum was determined at 11:01 A.M.
3. ADOPTION OF THE AGENDA



Motion:

A motion was made by Mr. Huggins and seconded by Ms. Terracio to adopt the agenda.

Yay: Huggins*, Leaks*, Mood*, Smith*, Terracio*

Nay: None

Absent: None

Motion passed.

4. ADOPT MINUTES FROM the July 2, 2020 MEETING

Motion:

A motion was made by Ms. Terracio and seconded by Mr. Huggins to adopt the minutes from the June 2, 2020 meeting.

Yay: Huggins*, Leaks*, Mood*, Smith*, Terracio*

Nay: None

Absent: None

Motion passed.

5. MATTERS REFERRED FROM THE BOARD OF DIRECTORS

A. Motion related to the Board Secretary becoming the custodian of all legal documents of the Board such as the Bylaws, governance, communication policy attached with a signature and a dated along with the Chair and Executive Committee on all updates and changes.

Mr. Andoh referred to the staff report called Secretary duties. He added that at the last Executive Committee Meeting there was a motion made stating:

The Board Secretary becomes custodian of all legal documents of the Board such as Bylaws and governance, communication policy attached with a signature and date along with Chair and Executive Committee on all updates and changes.

Mr. Andoh explained that the Regional Transit Authority Law Section 58.25.40 does state that the Board can appoint a Secretary and they can direct those to be delegated to the Executive Director. Mr. Andoh confirmed that the Secretary can rely on Staff and the Executive Director to discharge the duties. It was confirmed that Ms. Terracio prefers to keep the duties consistent with what the Secretaries have done in the past.

Mr. Furgess stated that this was his motion and asked legal if this changes everything that was previously discussed? Attorney Heizer stated that this would require a bylaw amendment which must be done (exact wording) seven (7) to ten (10) days in advance of the meeting. Attorney Heizer stated that the motion was referred to Executive Committee for vetting. Ms. Mood made a motion to the Executive Committee that states do not take any new actions because we already comply with what the motion says.



Mr. Furgess expressed concern regarding staff changes to the bylaws. He added that each page of the bylaws and other governance documents should be initialed and dated by the Secretary to reflect that it has been seen by the Secretary. Discussion ensued regarding document approval by the Board.

It was determined that a place for the Secretary to initial and date each page be added to all existing and including in all future governance documents.

Motion:

A motion was made by Ms. Mood to amend our administrative procedures to include a space for the Board Secretary to sign and date any bylaw changes in the bylaws document.

Attorney Heizer confirmed that the “official” documents of the authority include the bylaws, policies and minutes. She further stated that this does not include every contract. The official documents could have the initials and a date that change with respect to those three (3) basic changes to the official records.

Amended Motion:

A motion was made by Ms. Mood and seconded by Mr. Smith to recommend to the Board to amend our administrative processes to include a space for the Board Secretary to sign and date any bylaws, policies and the minutes of the Board.

Yay: Huggins*, Leaks*, Mood*, Smith*

Nay: Terracio*

Absent: None

Motion passed.

This would become effective after approval by the Board at the meeting on September 23, 2020.

Voice Vote:

Huggins - Yay

Leaks - Yay

Mood - Yay

Smith - Yay

Terracio - Nay

Motion passed.

Attorney Heizer suggested using the term “clerk” when referring to Ms. Jernigan to not confuse Secretary of the Board.



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

- A. SECTION 30-4-70 (A) (2) -THE RECEIPT OF LEGAL ADVICE WHERE THE LEGAL ADVICE RELATES TO A PENDING, THREATENED, OR POTENTIAL CLAIM OR OTHER MATTERS COVERED BY THE ATTORNEY-CLIENT PRIVILEGE, SETTLEMENT OF LEGAL CLAIMS, OR THE POSITION OF THE PUBLIC AGENCY IN OTHER ADVERSARY SITUATIONS INVOLVING THE ASSERTION AGAINST THE AGENCY OF A CLAIM - RATP DEV USA, INC (FRANNIE HEIZER AND PAM BAKER).
- B. SECTION 30-4-70 (A) (1) - DISCUSSION OF EMPLOYMENT (FRANNIE HEIZER AND PAM BAKER).

Motion:

A motion was made by Mr. Smith and seconded by Ms. Mood to go into Executive Session to discuss items listed on the agenda.

Yay: Huggins*, Leaks*, Mood*, Smith* , Terracio*

Nay: None

Absent: None

Motion passed.

Ms. Terracio inquired about the Executive Session and if it was necessary. Due to legal discussion it was confirmed that Executive Session was needed.

The Committee entered Executive Committee at 11:26 A.M.

Voice Vote:

Huggins - Yay

Leaks - Yay

Mood - Yay

Smith - Yay

Terracio - Nay

Motion passed.

Motion:

A motion was made by Ms. Mood and seconded by Mr. Smith to come out of Executive Session.

Yay: Leaks*, Mood*, Smith*, Terracio*

Nay: None

Absent: Huggins (recused himself during Executive Session)

Motion passed.

Col. Leaks confirmed that no motions were taken during Executive Session.



Motion:

A motion was made by Ms. Mood and seconded by Mr. Smith to recommend to the Board that we instruct the Executive Director and our Legal Counsel to set up a meeting with RATP Dev General Manager and their Legal Counsel to discuss the contractual and service problems that were discussed in Executive Session and to come forth with a corrective action plan.

Yay: Leaks*, Mood*, Smith*, Terracio*

Nay: None

Absent: Huggins

7. ADJOURN

Motion:

A motion was made by Ms. Terracio and seconded by Mr. Smith to adjourn the Executive Committee meeting.

Yay: Leaks*, Mood*, Smith*, Terracio*

Nay: None

Absent: Huggins

The meeting adjourned at 12:31 P.M.

CENTRAL MIDLANDS REGIONAL TRANSIT AUTHORITY

Adopted this October, 2020, Agenda Item _____

Prepared by:


Paige Jernigan, Administrative & Customer Service Specialist

Approved by:


Allison Terracio, Board Secretary

