



MINUTES

Water Street Center, 407 E. Water Street, Charlottesville, VA 22902

Meeting of the Board of Directors

September 14, 2022 at 10:00 AM EDT

Voting Member	Present In person	Present virtual	Absent
William Wuensch [President], Albemarle			X
Hal Morgan [Vice President], Fluvanna	X (at 10:30am)		
Christine Appert [Secretary], Charlottesville	X (left 11am)		
Jacob Sumner [Treasurer], Albemarle	X		
Ray East, Albemarle	X		
Fran Hooper, Albemarle			X
Lucas Ames, Charlottesville	X		
Erik Larson, Charlottesville	X		
Ray Heron, Charlottesville	X		
Willie Gentry, Louisa	X		
Randy Parker [Immediate Past President], Louisa	X		
Brad Burdette, Nelson		X	
Dian McNaught, Nelson	X		
Leslie Woodfolk			X
Non-voting Members			
Christine Jacobs, TJPDC		X	
Kevin Hickman, Buckingham		X	
Garland Williams, CAT		X	
Michael Mucha, DRPT		X	
Steve Bowman, Greene	X		
Staff			
Ted Rieck, CEO	X		
Karen Davis, Deputy CEO	X		
Robin Munson, CFO	X		
Mike Mills, Procurement Specialist		X	
Stephen Johnson, Planning Director		X	
Kyle Trissel, Transportation Safety Manager		X	
Public			

I. **Call to Order** — *Randy Parker, Immediate Past President*

Called to order 10:15am. Randy served as chair until Hal arrives (Bill was unable to make the meeting due to a family emergency).

II. **Roll Call** — *Christine Appert, Secretary*

Ted called the roll for Christine.

III. **Introductions** — *Hal Morgan, Vice President*

Presentation of service recognitions to Randy Parker at president of board and Ray East as treasurer.

IV. **Public Comments** — *Hal Morgan, Vice President*

No public.

V. **Action Items**

A. July 13, 2022 Board of Directors Meeting Minutes — Christine Appert, Secretary
No comments. **Motion to accept: Jacob; Seconded: Dian. Passed unanimously.**

B. Jaunt Articles of Incorporation Amendment — *Nancy Schlichtling (Flora & Pettit), Ted Rieck, Randy Parker*

Ted said that Randy Parker, in 2021, initiated a review of Jaunt’s governing documents to make sure they are consistent with Virginia statutes as well as are in sync with Jaunt’s practice. Further, we want stronger conflict of interest provisions in the bylaws. Nancy reviewed the revised article of incorporation. Article IV, identifying the registered agent, can be struck. **Motion to accept with change: Randy; Seconded: Dian. Passed unanimously.**

C. Jaunt Stock Purchase Third Amendment — *Nancy Schlichtling (Flora & Pettit), Ted Rieck, Randy Parker*

The stock purchase agreement determines, among other things, allocation of voting director seats on the board. Strike out the last “whereas” on page 1. Erik asked if the documents were being offered to stockholders by staff or board. Response was the board. He also requested a clearer presentation of the changes in the documents the redlining is jumbled. Nancy offered to do a “comparison” version of the document to better show the before and after changes. **Motion to accept with change: Randy; Seconded: Dian. Passed unanimously.**

D. Annual Shareholder Meeting October 12, 2022 9:30 am — *Hal Morgan, Vice President*

This item called for an annual shareholder meeting to be held October 12th.

Motion to accept: Randy; Seconded: Lucas. Passed unanimously.

VI. **Standing Committee Reports**

A. Finance Committee — *Jacob Sumner, Treasurer and Robin Munson, CFO*

Robin presented the financials which included FY2022 ending (June 30) and the first month (July) of FY2023. FY2022 finished as expected with about A \$2.5 million surplus. FY2023, with just one month in, has a \$101,000 budget surplus. This is partially due to below budget actuals for labor expense due to lower-than-expected service levels and open positions.

1. FY2024 Budget Preparation—Ted informed the board the staff has begun work on the FY2024 budget. Our goal is to have pre-submission meetings with funding sources early in the process. Ted mentioned that there are two significant budgetary challenges looming. The first is insufficient federal capital funding for the urban portions of our service area. The second is a cross-subsidy of services from one jurisdiction to another. Staff will be working to identify them and clearly delineate the flow of funds.

B. Operations and Safety Reports — *Karen Davis, DCEO*

Kyle Trissel made a report regarding the trend in safety. He mentioned an upcoming Safety and Operations Committee meeting where these will be discussed in more detail.

Karen mentioned that a draft transit terminology glossary and common abbreviations were included for Board director reaction.

C. Regional Transit Partnership Update — *Christine Jacobs TJPDC*

Christine gave an overview of the August RTP meeting where a presentation regarding the Central Virginia Regional Transit Authority was made.

D. Executive Director Report — *Ted Rieck, CEO*

Ted reported on community presentations he has made including one for Greene County. The Greene County presentation was part of Jaunt's obligation under the Memorandum of Understanding (MOU) governing the funding of services for FY2023. Jaunt has met or exceeded all of the metrics established including receiving highly favorable responses from a customer satisfaction survey given Greene riders.

Greene County Supervisor Steve Bowman expressed thanks for the presentation and the progress made by Jaunt.

E. Executive Committee — *Hal Morgan, Vice President*

Jaunt Board of Directors Revised By-laws — *Nancy Schlichtling (Flora & Pettit), Ted Rieck, Randy Parker*

Nancy reviewed proposed changes to the Board's by-laws. It is expected that the new bylaws will be presented to the board for adoption at the October meeting. Erik asked about Jaunt's classification as a public service corporation.

VII. New Business

The Jaunt Board adopted a policy governing remote electronic meeting participation in October of 2021. That policy was to be reviewed in September 2022. Jaunt's legal counsel, Jordan Bowman developed a revised policy that is similar to the October 2021 policy. Jordan reviewed the revised policy highlights.

Motion to accept: Randy; Seconded: Lucas. Passed unanimously.