

## MINUTES

### Meeting of the Board of Directors

January 11, 2023, at 10:00 AM EST

Voting Member	Present In person	Present virtual	Absent
William Wuensch, [President], Albemarle	X		
Hal Morgan [Vice President], Fluvanna	X		
Christine Appert [Secretary], Charlottesville	X		
Jacob Sumner [Treasurer], Albemarle	X		
Mike Murphy, Albemarle	X		
Caetano de Campos Lopes, Albemarle	X		
Lucas Ames, Charlottesville	X		
Erik Larson, Charlottesville	X		
Ray Heron, Charlottesville	X		
Randy Parker [Immediate Past President], Louisa	X		
Willie Gentry, Louisa	X		
Brad Burdette, Nelson	X		
Dian McNaught, Nelson	X		
Leslie Woodfolk, Fluvanna			X
<b>Ex Officio Members</b>			
Christine Jacobs, TJPDC		X (joined late)	
Kevin Hickman, Buckingham		X (joined 10:20am)	
Garland Williams, CAT		X	
Michael Mucha, DRPT		X	
Steve Bowman, Greene		X	
<b>Staff</b>			
Ted Rieck, CEO	X		
Robin Munson, CFO	X		
Mike Mills, Procurement Specialist		X	
Kyle Trissel, Transportation Safety Manager		X	
Brooke Solderich, GIS Data Analyst		X	
Cassy Kelly, Marketing & Comm Coordinator	X		
Zadie Lacy, Transit Planner	X		
<b>Public</b>			
Wood Hudson, DRPT		X	
Joel Eisenfeld, KFH		X	
Will Sutton, KFH		X	

**I. Call to Order** – *Bill Wuensch, President*

Called to order at 10:00 a.m.

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

Christine Appert read the roster.

**III. Introductions** – *Bill Wuensch, President*

Caetano introduced himself and provided a brief background.

**IV. Public Comments** – *Bill Wuensch, President*

None.

**V. Action Items**

A. December 14, 2022, Board of Directors Meeting Minutes– *Christine Appert, Secretary*  
Motion: Dian                      Second: Brad B.                      Vote: Passed unanimously

B. Approval of Transit Development Plan--*Ted Rieck, CEO*

Ted acknowledged flaws in the plan but pointed out that they are mostly editorial. He gave a brief overview of the plan timeline and consultants. He also recognized the short time that the Board had to review the document and offered options. 1. Vote to adopt/proceed today. 2. Convene a special meeting in two weeks' time to vote on the TDP. 3. Wait and vote at the February meeting. Mike Mucha and Wood Hudson from DRPT mentioned that the Plan is updated every 6 years, but can be revised yearly. Erik Larson commented that he does not think these documents are revised yearly and that we should make the necessary revisions now. He also objected and said the issues with the plan are not editorial problems, but rather there are several fundamental mistakes with the plan and he has edits. Mike Murphy spoke and said that it would not be responsible to approve the Plan without further review. Hal Morgan agreed that we needed additional time to review the document. Caetano agreed to delay the vote and had questions regarding Jaunt's all electric busses that were missing from the document and had other recommendations regarding baseline greenhouse emissions. Ted asked Mike Mucha if there would be any problem delaying the vote until February. Mike said it would be fine, but that anything past 30 days would present a problem with capital funding.

Motion: Erik                      Second: Dian                      Vote: Passed unanimously to delay vote  
onTDP Plan to February meeting

C. Resolution Authorizing Application for FY2024 Operating and Capital Grants --*Ted Rieck, CEO*

Ted - We have a deadline of Feb 1<sup>st</sup> to submit our grant requests for FY2024 operating costs - both federal and state as well as capitol. The Authorizing Resolution is a routine application authorizing Ted as CEO to sign the necessary documents to apply for grants through DRPT.

Motion: Randy            Second: Hal            Vote: Passed unanimously to approve the resolution authorizing application

D. Board of Director Meeting Procedures--*Ted Rieck, CEO, and Jordan Bowman, Legal Counsel*

Jordan provided a general background of Robert's Rule of Order. He explained that he had crafted a hybrid or amalgamation of rules to govern the Board that are meant for smaller board for everyone to review and vote to approve. However, after much discussion and various opinions expressed, it was clear a few changes would need to be made. Jordan said he would draft the changes proposed and bring an amended Meeting Procedures document for the Board to review in the February meeting.

Motion: Christine    Second: Dian            Vote: Passed unanimously to allow Jordan the time to amend the Meeting Procedures and vote on them in February

**VI. Standing Committee Reports**

A. Finance Committee--*Jacob Sumner, Treasurer & Robin Munson, CFO*

Robin reviewed the financial statements. Erik asked for DRPT and CAT funding to be separated. Robin agreed to do this.

**Distribution of Excess Working Capital** document introduced by Ted. He explained the reasons behind the significant local contribution increases requested for FY2024. He mentioned that Louisa as an example is one of the jurisdictions not pleased with the large increase. The question at hand is whether or not Jaunt should use its excess cash above needed working capital and give some of this to the localities to assist in softening the budget increases. Dian asked if the communities would expect this on a regular basis? And suggested we have a policy and messaging that we adhere to if we were to distribute funds. Lucas Ames commented that because we had changed the way we distribute federal funds and calculate our budget requests for the localities, we should use the excess funds to cushion the blow of the increase. Mike Murphy commented that we should make this a regular review process and let the communities weigh in on what to do with the excess funds on an annual basis. This would be like other quasi-governmental entities such as jails and libraries. This demonstrates better stewardship of Jaunt's funding. Willie mentioned Louisa's aversion to a 118% funding increase and the request for some assistance during a transitional period to a more formulaic and transparent approach to funding requests. Woody agreed. Jacob provided a background of how the Finance Committee arrived at these numbers and acknowledged that going forward this will be an annual review. He does not anticipate this much of an excess in future years as the point of the new budget calculations and methods is to get Jaunt closer and closer to the mark. The

new math is based on service usage by each locality and meant to be more equitable. If distributed this excess cash could be a reduction in the funding request amount for FY2024 or could be in the form of a check. Mike Murphy again reiterated that he believes this is up to each county to decide how to use the funds rather than let Jaunt decide. Bill W. acknowledged that we would not reach consensus today and that we should decide what next steps to take. Ted agreed to present options for allocating the excess funds to the Board for a vote at the February 8<sup>th</sup> Board meeting.

B. Operations and Safety Reports—*Kyle Trissel, Safety Manager, and Brooke Solderich, GIS Data Analyst*

Due to time constraints these reports were skipped over. Hal Morgan did request a Safety Committee Meeting in the near future.

C. Regional Transit Partnership Update-- *Christine Jacobs/Hal Morgan/Lucas Ames*

Christine Jacobs provided a Governance Study update letting everyone know that the consultants had completed the Existing Conditions Memo which was one of the deliverables.

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

Ted briefly gave a report on several items including a new phone system in the works and staffing updates.

**VII. New Business**

Dian asked for additional information on Jaunt's history and that it be distributed to every board member and shareholder. Caetano suggested an orientation for new board members. And Ted made everyone aware that legally a shareholders meeting is needed to affirm a new board member. Jordan agreed to draft a document to allow for an open-ended proxy.

**VIII. Announcements and Board Member comments**

Motion: Brad B.                      Second:        Dian                      Vote: Unanimous

TIME: 12:12 p.m.

**Adjourn to next meeting: February 8, 2023, at 10:00 AM EST**