



Rural Community Transportation, Inc.

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"COMMUNITY IS OUR MIDDLE NAME"

RCT Board of Directors Meeting
Monday, February 14, 2022 at 9:00 a.m.
Video and Teleconference

Present: Rob Moore, Kenn Stransky, Dan Sherman, Emily Rosenbaum, Judy Nommik,
Jonathan Davis, Karen Desrochers, Doug Morton
Clerk: Amy Obenauf
Guests: Fred Saar, Tim Bradshaw, Katie Fiegenbaum (Caledonian-Record)

Meeting called to order at 9:03 a.m. by Rob Moore.

1. Introductions, Opportunity for Public Comment, and Modifications to the Agenda. No comments from public. No modifications to the agenda requested.
2. Approval of prior Board meeting minutes of November 8, 2021 and December 13, 2021*. No meeting was held in January. Motion by Judy to approve the minutes, second by Dan, unanimously approved. Minutes approved and to be posted.
3. Kenn Stransky resigned from the Board effective immediately. He suggested the Board consider adding one or more Board members who have specific financial and accounting knowledge.
4. Karen Desrochers stated she would be stepping down as Treasurer in thirty days. She accepted the position when Linda Lyman was no longer able to fill the role but feels the position would be more effective with someone with a stronger skill set in finance. Doug asked Tim if educational opportunities exist for Board members, and if other provider Boards had members with financial backgrounds. Tim noted that VTrans is looking at providing Board member training in the future and that most Boards are served by business owners and people from a variety of backgrounds. Tim also noted that some training opportunities are available through National Rural Transit Assistance Program. Rob noted that the Board had participated in annual training in the past and that it would be beneficial to resume in-person activities. Emily commented on the importance of moving forward strategically as new Board members are appointed and the direction of the Board and RCT is considered.

5. VTrans Update. Tim was on site at RCT last week to complete tasks related to the three-year management review at RCT. He reviewed the status of the fleet, ongoing maintenance requirements, and future capital needs. The grant application season is approaching and development of the FY23 budget will begin in March. VTrans is coordinating a software RFP for scheduling and dispatch software. Tim thanked RCT for its contribution to the statewide review and the wealth of information provided.
6. Financial Update and Approval of Financials.* The CODS fee is being raised from \$10 to \$30 effective March 1 to address the increased cost of providing this service. Form 990 for FY19 has been corrected and filed with the IRS. Expenses continue as expected; Fred noted that preventive maintenance costs may increase faster in the future. Rob and Fred explained the meaning of the acronyms used for funding sources. Doug asked about the fixed nature of the funding sources. The mileage reimbursement rate increase from \$0.55 to \$0.585 in January resulting in increased expense for volunteer driver reimbursement. Emily requested spreadsheets to supplement the graphs presented. Tim asked that budget vs. actual reports be made available for each Board meeting. Rob and Fred agreed that approval of the financials presented today be postponed until the Board members have an opportunity to review the requested additional information. Emily asked about the Financial Committee membership, and Rob noted that Rob, Karen, and Jonathan are on the committee.
7. Town Meeting Attendance for Town Appropriations (see attachment). Board members volunteered to attend the four in-person Town meetings and to provide coverage of some other remote meetings. Fred and Amy will use RCT to attend the remaining remote meetings.
8. Executive Director's Update. Five new vehicles are currently in the procurement process; two Ford Transit vans to replace the MV-1 units, two electric buses and charging stations, and a vehicle for the new Burke service. The RCT fleet currently has 35 vehicles; 25 are currently in daily service, 5 are awaiting repair, and 5 are scheduled for disposal. RCT is working with VTrans to address anticipated costs in FY23 for maintenance and vehicle replacement. Eight drivers have been added to the staff since October 10, 2021. The 3G GPS trackers are being replaced during February. Jonathan asked how the daily vehicle inspection by the drivers is accomplished; Fred responded that there is an inspection book in each vehicle that contains two-part forms; the top copy is turned in to Operations and the second copy remains in the book. It was suggested asking Operations staff to attend the next Board meeting would be a good opportunity for the Board to learn more about RCT operations.
9. Authorize the Executive Director to sign all RCT tax forms.* Judy made a motion that Fred be authorized to sign RCT tax forms, with a second by Emily. All approved, authorization granted.

10. Board Approval of the FY19 Revised Form 990.* The only thing that changed from the prior filing was the allocation of town appropriations to the correct tax year. The error was related to when the appropriations were approved versus received. The Board was previously provided with the revised 990. Emily made a motion to approve the revised form, second by Jonathan, all approved, filing was approved.
11. Committee Reports and Updates – Establish Committee Meeting Schedule. Rob will obtain the regular schedules from the committees, as he sits on each of them, and provide those schedules to the Board. Emily volunteered to serve on either the Nominating or Personnel Committees. Rob thanked Karen for her service as treasurer and noted that paperwork regarding signatures will need to be processed. Dan is on the Marketing Committee and volunteered to also serve on the Finance Committee.
12. Appointments to Vacant Board Seats*. There are now three empty Board seats. Judy has reached out to a potential candidate in Newport, and a second potential candidate lives in Glover who may also be interested in serving as Treasurer. The third seat will need to be filled by someone from a town in Essex County. The Nominating Committee will continue to work on filling these positions.
13. Staff and Volunteer Appreciation. Karen will meet with Fred to discuss ways to meaningfully convey RCT's appreciation, including breaking these out according to the different positions filled. Rob would like to participate in this conversation as well.

Determination of Need for Executive Session per 1 VSA 313(a)(1)*. Rob noted that the staff climate survey report has been received and asked if an executive session needs to be held to discuss the early findings and staffing issues. The final report is being prepared for the Board and nothing urgent concerning staffing issues appeared in the preliminary data. Dan suggested no executive session is needed.

Other Business. Rob noted that the consultant may be invited to attend the March meeting and discuss his report. The final report can be included as a discussion item in an upcoming meeting. No other new business.

Next Meeting: March 14, 2022 at 9:00 a.m. via ZOOM

Adjourn. Jonathan made a motion that the meeting be adjourned; Dan seconded the motion. All approved, meeting adjourned at 10:39 a.m.



Emily Rosenbaum, Secretary

3/25/22

Date