



Rural Community Transportation, Inc.

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"COMMUNITY IS OUR MIDDLE NAME"

RCT Board of Directors Meeting
Monday, April 11, 2022 at 9:00 a.m.
Video and Teleconference

Present: Rob Moore, Carole O'Connell, Karen Desrochers, Emily Rosenbaum, Judy Nommik, Dan Sherman, Tin Barton-Caplin
Clerk: Amy Obenauf
Guests: Fred Saar, Tim Bradshaw, Greg Hessel, 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. Request by Rob to move Greg Hessel's discussion to executive discussion per 1 VSA 313(a)(1)*. Emily moved that there is a need for an executive session. Carol seconded the motion. Rob made a motion to enter into executive session, Judy seconded the motion, all approved. Executive session entered into 9:05 a.m. Executive session exited at 9:39 a.m. and meeting resumed. Introductions of all present.
2. Approval of Board meeting minutes of March 14, 2022*. Motion by Dan to approve the minutes, second by Tin, no discussion or modification, unanimously approved. Minutes approved and to be posted.
3. VTrans Update. Tim noted VTrans is in the midst of grant application season, and RCT is in the process of submitting its application. RCT is in the process of participating in the battery-electric bus program, alongside GMT and Marble Valley. VTrans is also considering proposing upgrades in call center management software.
4. Financial Update.* The Finance Committee met and reviewed the February 2022 financials.
 - Dan made a motion to approve the February 2022 financial reports, second by Judy, all approved, financials approved.
 - Nothing of concern resulted from the conducting of the financial audit of FY21. Emily made a motion to approve, second by Judy. Tin raised the question of whether this process was part of the larger financial scope in need of Board approval. Fred noted

that Form 990 is public and gets posted online. No further discussion, all approved the motion.

- The IRS strongly recommends that the Board members review the Form 990 tax return. Fred previously provided this form to the Board. Rob noted that he has reviewed the form and that other members should review it.
- VTrans recommends changing audit firms every five years. Fred recommends that we retain the current firm for the FY22 audit this coming year. Tin made a motion to retain the firm, second by Judy, all approved.

5. Adoption of revised Employee Handbook. Based on historical procedure, Handbook sent to the Personnel Committee for their review. Personnel Committee will make recommendations for changes or approval at the next Board meeting.

6. Executive Director Update.

- RCT was able to locate and purchase a needed vehicle, it was in service last week and fits well into the fleet.
- VTrans is providing guidance on purchasing the remaining needed vehicles. Lack of available parts, increasing repair costs, and lack of available replacement vehicles continue to be challenges to fleet management.
- RCT is working on introducing a dedicated Medicaid phone queue and operator.
- Next year, will be replacing Morrisville Loop with micro-transit. Rob is supportive of this change and feels it will serve the community better.
- RCT is continuing to revive the volunteer driver recruitment and support process.
- Gas cards for volunteer drivers must be sourced from a community donor.
- RCT e-mail addresses for Board members were discussed.

7. Committee Reports and Updates.

Marketing Committee: Fred met with Jonathan and Dan. Jonathan reviewed the work done pre-COVID and the committee's historic purpose and projects, e.g., logo design, emphasizing the purposes of certain routes, the need to utilize social media more frequently, and the availability of an intern from NVU next fall to assist with marketing tasks.

Personnel Committee: Met during the ad hoc executive director search committee meeting. Emily noted that Rob was going to provide to the Board for approval the communication that would be sent out to staff at the beginning of the search process. Emily posted the content and the board discussed and was comfortable moving forward with the communication. Rob noted that Amy Obenauf and Sandy Thorpe will be staff members involved in the core group of those involved in the search for an executive director. Management at RCT will also be heavily involved. Emily presented the proposed timeline from the search committee.

Nominating Committee: There are vacant officer positions on the Board. Emily is willing to step into the vice-president role only if other officer roles are filled. Karen indicated willingness to transition from treasurer to secretary. Dan volunteered for the treasurer position. These nominations will be added to the agenda for the May meeting, at which time the Board may vote on them.

Finance Committee: Dan noted that the recent meeting concerning the audit went well. Finance Committee meetings will occur the first Fridays of the month at 9:30 a.m. will be the regular meeting time. Dan, Jonathan, Rob, and Karen are the committee members.

8. Staff and Volunteer Appreciation. Rob and Emily will continue to work on moving forward with gas cards for volunteers. Fred requested that this be aimed at all three major service areas. Personnel Committee will discuss staff appreciation.

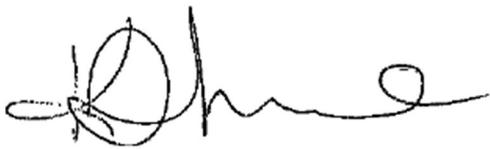
Determination of Need for Executive Session per 1 VSA 313(a)(1)*. No need for additional executive session.

Other Business. The annual meeting should be warned. Can be held at the time of the regularly scheduled meeting on Monday, June 13, 2022. A separate special meeting date is not needed. The Executive Committee will discuss the possibility of an in-person Board meeting/training later in the summer. Emily noted that United Way Lamoille is willing to form a group to help RCT find volunteer drivers in that area.

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

Adjourn. Dan made a motion that the meeting be adjourned; Emily seconded the motion. All approved, meeting adjourned at 10:52 a.m.

*Action item and/or Board Vote



Karen Desrochers, Secretary

5/10/2022

Date