



Rural Community Transportation, Inc.

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"COMMUNITY IS OUR MIDDLE NAME"

RCT Board of Directors Meeting

Monday, December 13, 2021 at 9:00 a.m.

Video and Teleconference

Present: Rob Moore, Jonathan Davis, Kenn Stransky, Tin Barton-Caplin, Judy Nommik, Emily Rosenbaum, Karen Desrochers, Daniel Sherman

Clerk: Amy Obenauf

Guests: Fred Saar, Tim Bradshaw

Meeting called to order at 9:02 a.m. by Rob Moore.

1. Introductions & Opportunity for Public Comment, and Modifications to the Agenda.
No members of the public in attendance. No modifications to the agenda requested.
2. Approval of prior Board meeting minutes of October 12, 2021. Judy moved to approve, second by Emily, unanimously approved. Board minutes approved.
3. VTrans Update. Mid-year adjustment and manager review for RCT nearing completion. VTrans working with State on internal review.
4. Financial Update and Approval of Financials. Fred reviewed income sources, expenses, and budget vs. actual through October. Tim explained that CODS program has primarily been coordinated with the schools via volunteer drivers based on contractual arrangement. Tin initiated discussion about mileage reimbursement vs. revenue taken in by volunteer program.

Approve Renewal of the Line of Credit, Signing and Advances. Fred recommends that the Line of Credit be renewed, that he sign for the Line of Credit approval, and that Karen and Fred jointly sign for advances on the line. Judy moved to approve the renewal; Emily seconded the motion. Tin asked Judy to revise her motion to include required notification to the Board if RCT draws from the line of credit. Judy agreed to the amendment to the motion. Unanimously approved.

5. Annual Petitions for Town Appropriations Update. Remaining signatures needed include 44 in Barton, 27 in Brownington with a driver agreeing to assist, and 20 in

Irasburg, with a volunteer who typically gathers many signatures unable to do so this year due to personal circumstances. RCT continues to partner with other area agencies to attend holiday festivals and stand at waste management facilities and markets to gather signatures. Sheffield has recently been completed. Tin, Jonathan, and Judy are willing to pass mailed petitions in Barton and Irasburg.

6. Executive Director's Update. Progress in obtaining engineering study for a bus barn and the installation of a building-wide generator. Fred reviewed vehicle procurement progress and driver fleet status. Public meetings are scheduled this week for proposed route changes. VPTA will perform a Medicaid audit and will work with us on record-keeping for those trips. Jonathan asked about the status of preventive maintenance on the Gillig buses; Fred clarified it is being performed and there is a backup bus to support that.
7. Committee Reports and Updates. The Finance Committee recently met to review the financials. Financials approval request is pending from the Committee; Committee is reviewing RCT's finance rules and procedures and making recommendations. Kenn expressed concerns about current compliance with existing policies and procedures. Fred stated he would determine if procedures are not being followed and would deal with any findings. He noted that RCT is bringing in a finance auditor per procedure to assist with that review and will report it to the Board as soon as practicable. Tim expressed his appreciation for the cooperative work that RCT and the Board are doing together.
8. Appointments to Vacant Board Seat(s)*. Judy noted that Tin should be a full Board member instead of an alternate. Judy has been in touch with and vetted several Newport residents to fill the municipal seat there, but they are unable to serve. Rob noted that Newport's Board could appoint someone since it is a municipal seat. Dan noted he would be able to participate on the Nominating Committee. Rob made a motion to change Tin's status from alternate to primary municipal representative for the Village of Barton, Judy seconded the motion. Unanimously approved.
9. Staff Climate Survey Status Update. Tin reported that Greg noted high participation by staff on the survey portion; the next step is focus groups in January.
10. Staff and Volunteer Appreciation. Karen offered a number of suggestions for showing appreciation for employees and for volunteers. The Personnel Committee will assist in moving this forward. Tin recommended that Fred consult the leadership team to get their ideas as well.

Determination of Need for Executive Session per 1 VSA 313(a)(1)*. Karen made a motion for the Board to enter executive session. Judy seconded the motion. All agreed a need to enter session passed unanimously. Judy made a motion to enter executive session, Jonathan

seconded the motion. Executive session entered at 10:36 a.m. Karen made a motion to exit executive session, second by Tin. Executive session exited at 10:47 a.m. through unanimous approval of the motion. No action was taken during the executive session.

Judy made a motion to adjourn the meeting, second by Jonathan. Meeting was adjourned.

Next Meeting: January 10, 2022 at 9:00 a.m. via Zoom

**Action Item and/or Board Vote*



Emily Rosenbaum, Secretary

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Date