

# **CASTA Board Meeting Minutes**

**May 16, 2017**

**Fort Collins Hilton**

**425 W Prospect Rd, Fort Collins, CO 80526**

**CSU Presidents Room**

**In attendance:** Amber Blake, Will Jones, Joyce Rihaneck, Dave Averill, Mark Imhoff, Scott Truex, Dawn Block, Hank Braaksma, Sherry Ellebracht, Ann Rajewski, and Elena Wilken.

Amber Blake called the meeting to order at 10:05 am.

Minutes of March 9, 2017 meeting need to have Amber to the attendance list. With that change Scott moved the minutes be approved, Hank seconded the motion, the board approved the motion.

## **Old Business**

1. Posting minutes on website: The board requested that meeting minutes be sent to the board members as soon as possible after each board meeting. The minutes will then be approved at the next board informational meeting and once updated posted to the website.
2. IRA incorrect filing. We have completed paperwork and submitted to the IRS for re-filing 2013, 2014, and 2015. Documentation to be sent to affected employees.

**ACTION ITEM:** Send copies of documents to appropriate parties.

3. Policies and procedures are updated and posted on the Board section of the CASTA website. There were a few suggestions from the board for updates to the document. most of the information the board wanted to see is included in the CASTA Employee Handbook, which is a document based on an MSEC template and approved by their lawyers. Staff will reference the employee manual in the policies and procedures document. In addition item #3 under the Ethical Conduct topic will be adjusted to set the dollar limit at \$50 a year.

The group also agreed that the updated document should be posted on the board section of the CASTA website.

Elena also also mentioned that she is looking into the procurement requirements associated with the new CDOT contract. We will likely also have to put together a Title IV policy. Staff will prepare the documents and present them at the next board meeting.

In addition, it was noted that the duties of the CASTA board secretary need to be updated-they should note that CASTA staff takes the minutes which are then approved by the secretary to be presented to the board for final approval.

4. The Transit Agency Map is finally up and running. This was the last piece of the first phase of our software integration project. Elena explained that the transit map is fed by the new CASTA database software and is updated every night so changes we make one day don't show up on the map until the next morning.
5. Personnel review - Discussion around personnel review to-do items.

#### New Business

- 1) Action items from Retreat

- a) New Board Members

- i) Set date for developing Onboarding/orientation materials and process for new Board members. Staff will prepare the new orientation packet by June 15. There were suggestions to look at the packets that DRMAC uses as well VIA and Colorado Nonprofit association. David and Dawn offered to help by going over the packets to make sure it covers the appropriate items.

- b) Board Meetings

- i) Increase input from Board on agenda items; implement idea to put Agenda on the shared drive for input from all. The group decided that a shared Google Drive would work the best.

**ACTION ITEM:** Staff will implement.

- ii) Follow up the discussion on timing/scheduled dates for Board meetings to accommodate conflicting schedules. Tuesday morning (done before the golf outing) is the best time for the board meeting at CASTA conferences. In addition, the group set a new informational meeting time for the 2nd Thursday of the month at 9:30 am. We will block an hour but the meeting will likely only last a half hour. In July we will budget 2 hours as it will be an actual board meeting.
    - iii) ALL – to increase shared knowledge and communication, always ask “Who else needs to know this information?” Then follow up with a call or email. When individuals sent out emails to the group the assumption will be that if there is no response then individuals have no concerns.
    - iv) Keep the lines of communication open with each other – build on the discussion from the retreat. Enewsletters and other emails from CASTA staff are good.
    - v) At future face-to- face Board meetings, do a quick check in on how communication and interpersonal relationships are going; ask how well we

are keeping our commitments and agreements from the retreat? The group asked that this be a standing item on the meeting agenda.

- vi) What else do we need from each other? (Keep the momentum of openness and transparency with each other)
- vii) Recommendation – At a future Board meeting, add agenda item to review SWOT analysis results and prioritize those items that have impact on future goals. Then develop a plan to deal with those items as needed. The plan will be to add SWOT as a standing item on the board agenda. We'll choose a few topics to tackle at the September meeting during our July conference call meeting.

c) Member Services

- i) STaff to create a schedule to increase face time meetings/ communication with members and their agencies. Ann and Elena have a schedule of making agency check in calls weekly. In addition, they plan on taking a road trip this summer in the SE of Colorado to meet with a number of agencies in person. They are also working through a list during the conference to make sure they said a personal hello to every attendee.

**ACTION ITEM:** The board offered to each be assigned members to check in with at the fall conference.

- ii) Regional mini-conferences – at Town Halls

**ACTION ITEM:** The board asked that CASTA start doing regional TC visits again. Will offered to help find a meeting space for the next regional meeting.

- iii) Create a Senior Advisory Board; also discussed the Delegate idea (Citizen Advisory Committee at RTD, for example)
- iv) Create an Ad Hoc Committee - Membership Services to brainstorm and discuss new ideas for members. Staff suggested that rather than membership services CASTA implement a committee to organize and plan events/session for emerging leaders. The group could sponsor sessions at the conferences but also do stand alone meetings/trainings. Dawn and Will offered to help with this group.

- d) ED Workload - Follow-up the discussion of the Director's workload analysis; recommend discussion of EDs and Board President and/or executive committee to review priorities and commitments. Elena and Ann reported that their workload was not as bad as it was early spring. New staff members have made a big difference as well as the end of the session.

**ACTION ITEM:** Elena and Ann will put together a workflow, at least through November, for the July meeting.

2) Communication

- a) Maintaining agency documents( e.g. Best Practice statements, Ask-a-Transit-Expert, etc). in NEON that would need to remain secure & confidential but accessible to constituents through logging in.
- b) Recommendation - Once vision is finalized, create a Communications Plan to reveal the vision to members and key stakeholders.

### 3) Conferences

#### a) Conference Suggestions from Board Retreat

- i) Orientation session for new members and first time conference attendees
- ii) Create tracks for “newbies” vs. the more experienced conference attendee  
The group decided to find ways to identify first time CASTA conference attendees so that board members could help introduce them around and make them feel welcome. In addition a session for new attendees at the conferences would be helpful to explain what CASTA does, how they can plug into CASTA programs, and to meet CASTA board members.
- iii) Networking opportunities – subgroup formation; four current committees;
- iv) Have a Board member chair the committee meetings (Implemented for Spring 2017). Appoint scribe to take minutes and post on website.
- v) Create Roundtable Discussions around specific jobs/job types – discussion of 5 – 6 relevant topics using a facilitator to moderate the meeting; (e.g., van pool operators; CFO’s, etc.) Implementing at the Spring Conference-one a year would be helpful.
- vi) Lunch with your Board member
- vii) Simulcast/stream top sessions or record it – must discuss pricing model  
Explore the options and costs for the board and then just do a couple of sessions this fall. We will limit access to the recordings to members only  
The group chose the track at the fall conference that includes, TAM, procurement, maintenance and disbursement plans to record to see how well the recordings are used.

#### b) Review Draft fall conference schedule. The group made the following suggestions:

- i) Have a workshop where we provide a maintenance plan template and attendees can fill it in while they are there. Scott will advise, we may need a consultant to lead it and work through the plans with the group.
- ii) Have a session that tackles maintenance of vehicles, facilities and equipment as well as how you get rid of them. (Include a TAM update)
- iii) Do a high level look at procurement-maybe Brian Iacono from RTD, then do a day long Colorado centric procurement training not at the conference.
- iv) Update on Cotrams
- v) Rename the CFO roundtable to the financial roundtable
- vi) New member orientation.

#### c) Future conferences

- i) Greeley for Spring 2018 - contract is ready for signature. The group is excited to go to Greeley. Staff will work with Will on overflow hotels etc.

- ii) Rural and Intercity Bus Technical Conference (RIBTC) for Fall 2018 Elena and Ann are now co-chairs of this event with Robin Phillips, Executive Director of the National RTAP organization.
- iii) Timing of conferences – review dates (from the retreat) Staff will be adding a section in our policies and procedures to ensure that conferences do not happen on transportation commission weeks or over Jewish holidays.

**ACTION ITEM: Staff to add a section in our policies and procedures to ensure that conferences do not happen on transportation commission weeks or over Jewish holidays.**

4) Financials

- a) 2016 Audit results. Tom Swart of Stratagem, CASTA's auditor, reported that CASTA had a clean audit with no findings. There were a few financial policies that will be added to the CASTA financial policy as a result of the organization retiring some bad debt in 2016.
  - i) Bad debt will be booked every other year
  - ii) Vendors will not be able to exhibit if they have not paid their membership/exhibit fees.

Scott moved to approve the audit; Will seconded the motion. The motion carried.

b) 1st Quarter report

**ACTION ITEM:** Membership dues report. The following board members will contact agencies that have not paid 2017 dues to see if they have any concerns and encourage them to join CASTA.

- (1) Scott will call AEX
- (2) Joyce will call Avon
- (3) Will will call All Points
- (4) Amber will call Grand Valley Transit
- (5) Elena will call Beaver Creek

c) Spring Conference registration

5) Legislative update

- a) State lobbyist contract needs to go out to bid. How should we approach this? Elena and Ann shared with the board that according to the new procurement policy we should to go out to bid for this contract. However in discussions with Jerry he has said he would not respond to an RFP. In addition Jerry is giving CASTA such a good deal in terms of his fee and done such a good job for CASTA that he would be impossible to replace. The board discussed and decided to consider Jerry a sole source contractor. They also suggested we add state lobbyist to the SWOT analysis as he will likely retire in the next few years. Scott moved that Jerry be considered a sole source contractor; David seconded the motion, the motion carried.
- b) State legislative update (attached in writing)
- c) Washington DC update (attached in writing)

6) Summer items

a) Board Responsibilities

- i) Nomination committee Amber and David volunteered to be on the committee. They asked staff to send them a board list with term limits and notes on who each board member represents (ie area of state and size/type of agency) They would like to make a call for nominations in mid June.
- ii) Bylaws review committee. The Bylaws will be sent to the board for review and Amber and Will will approve the changes.
- iii) Tom Coogan volunteered to head up the sub - committee to review and create a draft of the CASTA vision for Board members to review. Will is going to talk to Tom to see if he's still interested in chairing this committee.

- b) CASTA sponsored Statewide policy development workshops - Summer 2017. Ann and Elena proposed a set of workshops for CASTA members to weigh in on transit policy to provide a foundation for future transit funding discussions. Mark encouraged CASTA to get their members to TPR meetings so that transit needs are put in front of the right people and they are participating in the planning process. There was also concern that CASTA not get crosswise with the CDOT planning process. Stories play an important role in the decisions that the TC makes.

**ACTION ITEM:** Staff was asked to put together a framework of how the workshops would work and present to the board.