



BOARD OF DIRECTORS MEETING APPROVED MINUTES

**Meeting
of the
BOARD OF DIRECTORS
of the
SANTA BARBARA METROPOLITAN TRANSIT DISTRICT
A Public Agency
Tuesday, November 20, 2018
8:30 AM
John G. Britton Auditorium
550 Olive Street, Santa Barbara, CA 93101**

- 1. CALL TO ORDER**
Chair Dave Davis called the meeting to order at 8:31 AM.
- 2. ROLL CALL OF THE BOARD MEMBERS**
Chair Davis reported that all members were present with the exception of Director Olivia Rodriguez.
- 3. REPORT REGARDING POSTING OF AGENDA**
Christina Perry, Administrative Assistant Lead, reported that the agenda was posted on Friday, November 16, 2018, at MTD's Administrative office, mailed and emailed to those on the agenda list, and posted on MTD's website.

CONSENT CALENDAR

- 4. APPROVAL OF PRIOR MINUTES - (ATTACHMENT - ACTION MAY BE TAKEN)**
The Board of Directors was asked to waive the reading of and approve the draft minutes for the meeting of November 6, 2018.
- 5. CASH REPORT - (ATTACHMENTS - ACTION MAY BE TAKEN)**
The Board of Directors was asked to review and approve the Cash Report from October 30, 2018, through November 12, 2018.
- 6. SINGLE AUDIT - (ATTACHMENT - ACTION MAY BE TAKEN)**
The Board of Directors was asked to accept the final Single Audit Report for the fiscal year ended June 30, 2018, prepared by McGowan Guntermann.

Staff answered questions from the Board. Vice Chair Dave Tabor moved to approve the consent calendar. Director Paula Perotte seconded the motion. The motion passed unanimously.

THIS CONCLUDES THE CONSENT CALENDAR

- 7. PUBLIC COMMENT**
No public comments were made.

BOARD OF DIRECTORS MEETING APPROVED MINUTES

8. ZERO EMISSION BUS (ZEB) GOAL - (ATTACHMENT - ACTION MAY BE TAKEN)

General Manager Jerry Estrada recommended that the Board of Directors consider adopting a goal to achieve a 100% zero emission bus (ZEB) fleet by 2030.

Public comment in support of a 2030 ZEB Goal was provided by: Katie Davis, Chair of the Santa Barbara Sierra Club; Karen Brill, representing Climate Reality Leaders; Lee Moldaver; Rondi Guthrie, Government Relations Manager for Southern California Edison (SCE); Martha Sadler; Jonathan Ullman, Chapter Director of the Los Padres Sierra Club; and Michael Chiacos, Energy and Climate Program Director for the Community Environmental Council (CEC).

Board members discussed challenges related to goal implementation and thanked the community for their support and advocacy.

Chair Davis moved to approve adoption of a 2030 ZEB goal. Vice Chair Tabor seconded the motion. The motion passed unanimously.

CHAIR DAVIS RECESSED THE MEETING BETWEEN 9:04 AM AND 9:07 AM

9. FIRST QUARTER FINANCIAL REPORTS - (ATTACHMENT - INFORMATIONAL)

Assistant Controller Thais Sayat presented the financial results for the first quarter of Fiscal Year 2018-19.

The Board thanked Assistant Controller Sayat and Brad Davis, Assistant General Manager / Controller, for preparing and presenting the first quarter financial reports.

10. DIRECTORS AND OFFICERS (D&O) INSURANCE / EMPLOYMENT PRACTICES LIABILITY (EPL) / FIDUCIARY LIABILITY - (ACTION MAY BE TAKEN)

Mary Gregg, Manager of Human Resources and Risk, recommended that the MTD Board of Directors approve binding coverage for Directors and Officers (D&O) insurance, Employment Practices Liability insurance (EPL), and Fiduciary Liability insurance for policy period January 3, 2019 – January 3, 2020.

Ms. Gregg answered questions from the Board. Director Chuck McQuary moved to approve binding coverage for all policies. Vice Chair Tabor seconded the motion. The motion was approved unanimously.

11. FIRST QUARTER PERFORMANCE REPORTS - (ATTACHMENT - INFORMATIONAL)

General Manager Estrada presented performance reports for the first quarter of Fiscal Year 2018-19 and answered questions from the Board.

12. CALLE REAL DEVELOPMENT ATTORNEY ENGAGEMENT LETTER - (ATTACHMENT - ACTION MAY BE TAKEN)

General Manager Estrada presented the Engagement Letter submitted by Mullen & Henzell L.L.P. to provide legal services for the Transit Oriented Calle Real Housing Development project. General Manager Estrada answered questions from the Board.

Director McQuary moved to authorize General Manager Estrada to execute the attorney contract. Director Perotte seconded the motion. The motion passed unanimously.

BOARD OF DIRECTORS MEETING APPROVED MINUTES

13. 2019 COMMITTEE ASSIGNMENTS - (ATTACHMENT - ACTION MAY BE TAKEN)

General Manager Estrada requested that the Board of Directors consider Committee assignments and offered recommendations for 2019. Recommendations include; reducing the number of standing committees to three by dissolving the External Affairs committee and shifting those responsibilities to the Planning & Marketing Committee; forming a new Facilities Master Plan ad-hoc committee.

Three board members - Chair Davis, Director McQuary, and Secretary Bill Shelor - requested appointment to the new Facilities Master Plan ad-hoc committee. No membership changes were requested to the Calle Real ad-hoc, SBCAG South Coast Sub regional or Coastal Express Committees.

Chair Davis declared that all committee assignments stand by unanimous consensus.

14. GENERAL MANAGER'S REPORT UPDATE - (INFORMATIONAL)

General Manager Estrada provided the Board with a fleet update and announced the promotions of two staff members: Tony Mendibles to Interim Planning and Marketing Coordinator and Hillary Blackerby to Interim Planning and Marketing Manager.

15. OTHER BUSINESS AND REPORTS - (ACTION MAY BE TAKEN)

Secretary Shelor inquired about new bike rack regulations, bike sharing programs, and voter assistance during elections. Additionally, General Manager Estrada noted that MTD might coordinate with local law enforcement agencies to aid in community evacuation scenarios.

PUBLIC COMMENT RELATED TO CLOSED SESSION ITEM(S) WILL BE ALLOWED BEFORE THE RECESS

16. RECESS TO CLOSED SESSION: PUBLIC EMPLOYEE PERFORMANCE EVALUATION - (ACTION MAY BE TAKEN)

The Board met in closed session, pursuant to Government Code § 54957, to evaluate the performance of the District's General Manager.

No public comments were made prior to recess. Chair Davis stated that the Board would stand in recess to closed session at 10:10 AM.

At the end of the closed session, Chair Davis stated that no reportable action was taken.

17. ADJOURNMENT

Vice Chair Tabor moved to adjourn the meeting at 11:20 AM. Director McQuary seconded the motion. The motion passed unanimously.