



Board of Directors Meeting Minutes for:

August 22, 2019

Board of Directors Regular Meeting Minutes

The Board of Directors of the Denton County Transportation Authority convened the Regular Meeting of the Board of Directors with Dianne Costa, Vice Chair presiding on August 22, 2019 at 1955 Lakeway Drive, Suite 260, Lewisville, Texas 75057.

Attendance

Voting Members

Dianne Costa, Vice Chair, Highland Village
Mayor Chris Watts, Denton
TJ Gilmore, Lewisville
Randall Chrisman, Denton County #1
Sam Burke, Denton County #2

Non-voting Members

Tom Winterburn, Corinth
Mark Miller, Flower Mound
Connie White, Small Cities
Michael Savoie, Small Cities @ 1:50 pm
Ron Trees, Little Elm

Legal Counsel

Joe Gorfida

DCTA Executive Staff

Raymond Suarez, Chief Executive Officer
Kristina Holcomb, Deputy Chief Executive Officer
Marisa Perry, Chief Financial Officer, Vice President of Finance

Michelle Bloomer, Vice President Operations

Other DCTA Staff Attendees

Jamie Cogdell, Senior Procurement Specialist
Adrienne Hamilton, Communications Manager
Sarah Martinez, Director of Procurement
Athena Forrester, Assistant Vice President, Regulatory Compliance
Amanda Riddle, Senior Manager of Budget
Amber Karkauskas, Controller
Brandy Pedron, Executive Administrator

Public Attendees

Shannon Joski, Denton County #1 Alternate
Claire Powell, Lewisville Alternate
Michael Leavitt, Highland Village Alternate
Brandi Bird, Bird Advocacy and Consulting
Stan Nixon, UNT Assistant Director, Transit and Special Projects
Peggy Hinkle-Wolf, DRC
Kenneth Day, ATU
Paula Richardson, ATU
Mr. Christian, ATU
Jim Owen, ATU

CALL TO ORDER: *Dianne Costa, Vice Chair, called the meeting to order and announced the presence of a quorum at 1:30 p.m.*

PLEDGE OF ALLEGIANCE – *led by Mark Miller*

INVOCATION – *led by Dianne Costa*

WELCOME AND INTRODUCTION OF VISITORS – *No introductions made as this time*

RECOGNITION OF BOARD MEMBERS CONCLUDING THEIR SERVICE – *Dave Kovatch, 12 years and Don Hartman, 7 years*

PUBLIC COMMENT – *no public comments at this time*



CONSENT AGENDA

1. Approval of July 18, 2019 Minutes

- *A Motion to approve the Consent Agenda item (a) was made by Randall Chrisman. The motion was seconded by TJ Gilmore. Motion passed unanimously by the Board with no abstentions.*

CONVENE EXECUTIVE SESSION – *The Board convened into executive session at 1:45 pm*

The Board may convene the Regular Board Meeting into Closed Executive Session for the following:

- As Authorized by Section 551.071(2) of the Texas Government Code, the Board of Directors Meeting may be Convened into Closed Executive Session for the Purpose of Seeking Confidential Legal Advice from the General Counsel on any Agenda Item Listed Herein or the Regular Board Meeting Agenda.
- As Authorized by Section 551.072 of the Texas Government Code, the Board of Directors Meeting may be Convened into Closed Executive Session for the Purpose of Deliberation regarding Real Property: Discuss acquisition, sale or lease of real property related to long-range service plan within the cities of Denton, Lewisville, Highland Village, or the A-train corridor.
- As Authorized by Section 551.071(2) of the Texas Government Code, the Board of Directors Meeting may be Convened into Closed Executive Session for the Purpose of Seeking Confidential Legal Advice from the General Counsel regarding retaining Gravely & Pearson LLP and Scheef & Stone LLP for legal services

RECONVENE OPEN SESSION – *The Board reconvened the open meeting at 3:05 pm*

Reconvene and Take Necessary Action on Items Discussed during Executive Session.

- *A Motion to Authorize and enter into an Agreement with Gravely & Pearson LLP and Scheef & Stone LLP, on a contingency basis not to exceed 33%, with no cost for evaluation of claims to be borne by DCTA was made by Sam Burke, Denton County #2. The motion was seconded by TJ Gilmore, Lewisville. Motion passed unanimously by the Board with no abstentions.*

REGULAR AGENDA

1. Consider Monthly Financial Statements for July 2019

- *Financial Statements – Marisa Perry reported the following: The reports presented for the period ending July 2019 include the Statement of Change in Net Position, Statement of Net Position, and Capital Projects Fund. These reports provided a comparison of budget vs. actual for the fiscal year as of the current month.*
- *Capital Projects Budget report presented to the Board.*

2. Presentation and Discussion of Monthly Financial Reports for July 2019

- *Monthly Sales Tax Receipts – Marisa Perry reported the following: Sales tax represents the single largest source of revenue for DCTA at 64.13% for the Fiscal Year 2019 budget. The annual sales tax budget for FY19 is \$28,450,180. Because of its importance in funding of DCTA's ongoing operations, the Board adopted a Budget Contingency Plan that outlines the Agency's response when declines in sales tax hit a specific target. Sales tax reports were presented to the Board. This month, receipts were favorable compared to budget by 3.11%, or \$80,021. The August allocation is for sales generated in the month of July and represents revenue for the ninth month of FY19. Sales tax for sales generated at retail in July and received in August was \$2,656,359. Compared to the same month last year, sales tax receipts are \$52,174 or 2% higher. Member city collections: Lewisville down 3.69%, Denton up 3.89%, and Highland Village up 46.65% (Audit collection of \$163k).*
- *Monthly Mobility-as-a-Service (MaaS) Update – Sarah Martinez gave the Board a monthly update on MaaS commitments, activities and expenditures as follows: to-date, 25 contracts have been fully executed with five remaining to be executed. No task orders have been issued to-date.*

- Budget Transfers – *Marisa Perry reported Federal operating grants have decreased based on current availability of the FY17 & FY18 Program of Projects formula funding. These funds have been assumed in the FY20 budget. Federal capital grants related to the Fleet (2019) capital project have been rolled into the FY20 budget. State capital grants related to the Hike & Bike – Eagle Point Section project have been rolled into the FY20 based on the current timeline of the project.*
3. Presentation and Discussion of Proposed FY 2020 Capital and Operating Budget
 - *Amanda Riddle presented for discussion the proposed FY 2020 Capital and Operating Budget including consideration of a service request from the City of Denton. The Board discussed the proposed budget and reviewed the Long-Range Financial Plan, Change in Net Position of Proposed FY 20 Budget, FY 20 Revenue Projections, Capital Improvement Plan with proposed FY20 appropriation and the FY20 Budget Contingency Plan.*
 4. Public Hearing on Proposed FY 2020 Capital and Operating Budget
 - *Dianne Costa opened the public hearing on DCTA's Proposed FY 2020 Operating and Capital Budget to allow the Board to receive public input on the proposed budget. The time called was 4:17 pm. Jim Owen, ATU, spoke to the Board. No further discussion. The Public Hearing was closed at 4:24 pm.*
 5. Presentation and Discussion of Bylaw Modification Plan
 - *Lindsey Baker and Staff presented the Board with a proposed timeline for the Bylaws modification process. Per direction of the Board, staff has engaged Frank Stevenson of Locke Lord to draft a proposed Bylaws document for review by the Board. Mr. Stevenson highlighted the most salient twelve items that the Board may want to take into consideration. Staff requested Board members to review the proposed timeline and provide direction as it relates to the suggested deadlines presented. Staff requested that Board members review the draft Bylaws and sought feedback. It was requested that all feedback be tracked on the clean Word version of the proposed Bylaws and sent to Brandy Pedron. A third comprehensive draft of all the comments from Board members will be presented at the September 26th Board meeting with the intent of bringing forward a final document for Board approval at the October 24th Board meeting.*
 - *TJ Gilmore, Lewisville, suggested that the Board accelerate the process to be completed by October 7th via a workshop rather than a list for consideration.*
 - *Sam Burke, Denton County #2, prefers the proposed timeline as suggested.*
 - *Alternate, Claire Powell, Lewisville, agrees with Mr. Burke but at the same time would like a workshop as Mr. Gilmore suggested.*
 - *The Board and Staff agreed to begin the September 26th Board meeting at 12:00 pm rather than 1:30 pm in order to hold a workshop at the beginning of the meeting and have Joe Gorfida and Frank Stevenson facilitate discussion on policy.*
 6. Consider Resolution R19-10 adopting DCTA's Board Governance Rules of Procedure
 - *As a result of the passage of SB1066, the Board of Directors has been reconstituted under Chapter 460 of the Texas Transportation Code, and as such requires updated Board governance policies and procedures. The current DCTA Rules of Procedure document was approved May of 2007 and last updated in April of 2012. Kristina Holcomb requested the Board to review and approve Resolution R19-10 adopting DCTA's Board Governance Rules of Procedure with two changes suggested by legal: under Code of Ethics, add excluding cash and gift cards; under Citizens, remove personnel and impertinent.*

- *TJ Gilmore, Lewisville, suggested that we hold on a vote for this item until the Bylaws are completed in order to avoid any conflict and need to change the Rules of Procedure after the adoption of the Bylaws. The Board agreed. No vote was taken.*
 - *Following no action, Kristin Holcomb informed the Board that contained within the Rules of Procedure is motion to consolidate to one meeting per month. There were no objections.*
7. Consider Electing DCTA Board Officers and Approving Resolution R19-11
- *Vice Chair, Dianne Costa, Highland Village requested the Board elect Officers of the DCTA Board of Directors and approve Resolution R19-11 Appointing the Officers of the Board of Directors. The Board agreed to combine the Officer positions of Treasurer and Secretary in line with Transportation Code Chapter 460.*
 - *Alternate, Claire Powell, Lewisville recommended Dianne Costa as Board Chair. TJ Gilmore, Lewisville, motioned to nominate Dianne Costa as Board Chair. Randall Chrisman, Denton County #1 seconded the motion.*
 - *Chris Watts, Denton, motioned to nominate TJ Gilmore as Vice-Chair. The motion was seconded by Sam Burke, Denton County #2.*
 - *Vice Chair Costa motioned to nominate Randall Chrisman as Treasurer/Secretary. TJ Gilmore seconded the motion.*
 - *Resolution R19-11 will now read as Dianne Costa, Chair, TJ Gilmore, Vice Chair and Randall Chrisman, Treasurer/Secretary. A motion to approve Resolution R19-11 was made by Sam Burke. The motion was seconded by TJ Gilmore. Motion passed unanimously by the Board with no abstentions.*
8. Consider Appointing a Regional Transportation Council Representative and Alternate
- *Chair, Dianne Costa, Highland Village, requested to appoint a DCTA Representative and Alternate for the Regional Transportation Council (RTC). Dianne Costa made a motion to appoint herself as DCTA's Regional Transportation Council Representative. Vice Chair, TJ Gilmore, nominated Chris Watts, Denton as the Regional Transportation Council Alternate. A motion to appoint Dianne Costa as RTC Representative and Chris Watts, RTC Alternate was made by Vice Chair Gilmore. The motion was seconded by Chris Watts, Denton. Motion passed unanimously by the Board with no abstentions.*
9. Presentation and Discussion of Agency Procurement and Purchasing Thresholds
- *Athena Forrester provide an overview of DCTA's Procurement and Purchasing thresholds on Mobility-as-a-Service Vendor Contracts and First Transit Rail Contracts.*
 - *The Board suggested changing the language to 75k and bring to the Board for consideration at the September 26th meeting.*
10. Presentation and Discussion of Cost Allocation Model and Efficiency Study
- *Raymond Suarez discussed the cost allocation model and efficiency study with the Board.*
 - *Vice Chair, TJ Gilmore, Lewisville asked when the Board can get an RFQ out; Raymond responded within the next 60 days.*
 - *Sam Burke, Denton County #2 asked when will the Board have input on the cost model; Raymond responded that he is working with TTI and expecting within the next 30 days.*
11. Consider Interlocal Agreement with Coppell for the Provision of Contracted Services
- *Lindsey Baker requested Board approval for the Interlocal Agreement with Coppell for the Provision of Contracted Services to deploy mobility services to serve the workforce transit needs of the west*

side of business park starting on or around October 1, 2019. DCTA would also execute a task order with Lyft directly, based on the existing contract, to provide first/last mile connectivity to area transit stops. The Board Executive Committee received a briefing on June 12, 2019 and directed staff to proceed with the project. The Board of Directors received a board memo/briefing regarding Coppell contract service, November 15th and December 18th of 2018. Program Services discussed contract services on September 16, 2018.

- *Treasurer/Secretary, Randall Chrisman, Denton County #1 made a motion to authorize the CEO to execute an Interlocal Agreement with City of Coppell for Mobility Services with the following changes made: 3.1 (c) is stricken and 2.1 is changed from 30 to 60 day. Motion was seconded by Sam Burke, Denton County #2. Motion passed unanimously by the Board with no abstentions.*

12. Consider Task Order 6 to HDR Engineering, Inc.

- *Michelle Bloomer requested Board approval for the Task Order 6 to HDR Engineering, Inc. for Service Change Planning Assistance.*
- *Chris Watts, Denton made a motion to approve Task Order 6 to HDR Engineering, Inc. for Service Change Planning Assistance. The motion was seconded by Vice Chair, TJ Gilmore, Lewisville. Motion passed unanimously by the Board with no abstentions.*

13. Discussion of Regional Transportation and Legislative Issues

- *Kristina Holcomb briefly mentioned the State Legislative and Consulting Services Contract is up and that DCTA has an RFP out. The award is slated to be made in December.*

FUTURE AGENDA ITEMS AND BOARD MEMBER REQUESTS

Staff will discuss proposed future agenda items. Board members may request an informational item or action item to be added to the next Board meeting agenda.

- *Vice Chair, TJ Gilmore, Lewisville, asked that the Board address the restructure of the North Texas Mobility Corporation Board.*

REPORT ON ITEMS OF COMMUNITY INTEREST

Pursuant to Texas Government Section 551.0415 the Board of Directors may report on following items: (1) expression of thanks, congratulations, or condolences; (2) information about holiday schedules; (3) recognition of individuals; (4) reminders about upcoming DCTA and Member City events; (5) information about community events; and (6) announcements involving imminent threat to public health and safety.

- *Chair, Dianne Costa, Highland Village, briefed the Board of the upcoming APTA Annual conference for those interested in attending.*

ADJOURN – *The meeting was adjourned at 5:51 p.m.*

The minutes of the August 22, 2019 Regular meeting of the Board of Directors were passed and approved by a vote on this 26th day of September 2019.



Dianne Costa, Chair

ATTEST



Randall Chrisman, Treasurer/Secretary