

THESE MINUTES ARE SUBJECT TO APPROVAL AT THE NEXT MEETING

ESTUARY TRANSIT DISTRICT
REGULAR BOARD MEETING
December 17, 2021
MAT Offices and via ZOOM
Middletown, Connecticut

CALL TO ORDER

Chairman Strauss called the meeting to order at 10:16 a.m. A quorum was established and in attendance included: Leslie Strauss, Chairman, John Hall, Joan Gay, Tim Griswold, Charlie Norz, Karl Kilduff, Angus MacDonald, and David Long.

Absent: Peter Bierrie

Also in attendance: Joe Comerford, Jared Whitcomb, Lisa Gibson, Halyna Famiglietti, Pat Hevrin

VISITOR COMMENTS – None.

SECRETARY'S REPORT

Karl Kilduff made a motion to accept the minutes from the 11/19/21 Board meeting. Angus MacDonald seconded the motion. The motion passed unanimously.

Charlie Norz made a motion to accept the ETC Committee Minutes of 10/26/21, 11/16/21 and 11/23/21. Angus MacDonald seconded the motion. The motion passed unanimously.

Angus MacDonald made a motion to accept the Finance Committee minutes of 12/15/21. Karl Kilduff seconded the motion. The motion passed unanimously.

COMMUNICATIONS - None.

A Resolution, honoring the memory of Ed Bailey, Middlefield First Selectman, was developed by MAT and shared with the ETD Board.

TREASURER'S REPORT

Charlie reported that Finance Committee is recommending that the ETD Board establish a 2% increase in ETD (9TT only) Town Dues for 22/23. A 2% increase in dues has been consistent over the past years and this proposed 2% increase is not associated with the merger.

Joan commented that the ETC Committee made a motion at their November meeting to keep dues uniform across the two Districts until further discussion by the ETC Committee. She continued that the anticipated "merger" date is 1/7/22 and that further discussion on dues should be postponed until the merger is complete. Note that towns are currently in the process of developing their budgets and need these figures as soon as possible. Joe reported that the State's dues increased by 3%.

The Board discussed the recommendation at length.

Tim Griswold made a motion to approve a 2% increase in ETD dues for 22/23. Angus MacDonald seconded the motion. The motion passed unanimously.

Angus MacDonald made a motion to accept the Treasurer's Report as presented. Karl Kilduff seconded the motion. The motion passed unanimously.

COMMITTEE REPORTS

ETD/MAT Expansion Committee

Joan reported:

- The Committee recommended that the expanded Board approve the by-laws and policies
- Middletown and Durham voted to join the ETD Board. Middlefield has its meeting scheduled in January.
- DOT approved the TODs for HR, Lead Supervisor and Grants/Procurements. HR Manager will start in January.
- Dennis Solensky, DOT, agreed to the terms presented to transfer ownership of 91 Main St to the State at the time of the operational merger with the following provisions:
 - DOT has met all obligations in the letter from the Commissioner dated 10/7/21
 - DOT has achieved a level of staffing sufficient to maintain the facility
 - DOT agrees to accept financial responsibility for the maintenance of 91 Main St.
 - DOT has designated and programmed funding for renovation and expansion of Main St. facility
 - DOT provides a written long term lease with acceptable terms
- DOT is performing space design for a Shoreline facility and working to include budgeting for land acquisition
- Capital funds are delayed due to the lack of a Federal budget
 - A strategy to move forward if DOT does not fulfill commitments is being developed; i.e. assistance from Chamber and Legislators
- RFP for HR Study is complete and RFPs for Fare Collection and Re-branding are being developed
- Timeframe to be determined relative to the Public Media Event to announce the merger

Joe reported that it is anticipated that funding for the Middletown facility and terminal design will be discussed at the upcoming Bonding meeting.

Sharing of technology between the 2 districts has been delayed due to WIFI issues.

Finance Committee – No report

Personnel Committee - No report

Marketing Committee

Leslie reported that an "interim" logo is being designed. She proposed that the "new" district be called "River Valley Transit" or "RVT" and that the current color scheme be retained. Leslie welcomed all suggestions and requested they be forwarded to her.

Legislative Committee – None.

Service Study Committee – Joe Smolis is interested in joining this committee.

COG Update – No report.

EXECUTIVE DIRECTOR'S REPORT

Joe reported:

- The split agreement for \$1.5 million in ARPA funds has been received.
- A meeting is being scheduled with FTA to discuss the transfer of assets.
- Training on the Planning and Run Cutting software has started with an anticipated implementation in March.
- Working with DOT and CTRides on a GTFS pilot for XMile and Dial-a-Ride
- The Infrastructure Bill passed and provides significant funding to regular federal programs and new programs for bus electrification.

Charlie Norz made a motion to accept the Executive Director's Report. Angus MacDonald seconded the motion. The motion passed unanimously.

FINANCE DIRECTOR'S REPORT

The Bank Statements, Cash Flow Forecast, and Budget vs. Actual reports were included in Board packet. These documents have all been reviewed by the Finance Committee and no issues were reported. Halyna was available to address questions/comments posed by Board members. The new Accounts Payable staff member, Rochelle, was introduced and welcomed to the District.

Angus MacDonald made a motion to accept the Executive Director's Report. Charlie Norz seconded the motion. The motion passed unanimously.

OPERATIONS DIRECTOR'S REPORT

Ridership – Jared reported:

- Provided a comparison of ridership over prior years
- The ETD is gaining back riders faster than other districts throughout the State.
- New drivers have been hired and trained (note that the current drivers were instrumental in keeping the District running during staff shortages).
- Drivers will be given lunch next week as a staff holiday party will not take place this year due to the Pandemic
- Staff received turkey gift certificates in honor of Thanksgiving.

Angus MacDonald made a motion to accept the Operations Director's Report. Charlie Norz seconded the motion. The motion passed unanimously.

MAINTENANCE DIRECTOR'S REPORT

Pat reported:

- Efforts, including a roof, are on-going to get facilities prepared for winter.
- Training is on-going to facilitate in-house repairs to vehicles
 - Vendors will be delivering parts to the 9TT facility
- MAT has reached all maintenance goals and they were all done "in-house"
- The trolley is being repaired for use next summer.

Angus MacDonald made a motion to accept the Maintenance Director's Report. Charlie Norz seconded the motion. The motion passed unanimously.

NEW BUSINESS

Appointments - John Hall, Westbrook's First Selectman was welcomed to the Board.

The Nominating Committee, Angus, Chairman, Peter and Charlie will schedule a meeting to develop a slate of officers for the February meeting.

XMile Fares – As previously discussed, the XMile is a pilot program and there is currently no fare to use this service. A Public Hearing was held in Westbrook on 12/1/21 to receive input on instituting a fare for the program. All those participating in the Public Hearing (10 individuals) and in written statements, opposed a fare for XMile. There is currently 3 years of funding in place to provide this service at no cost to riders and the implementation of a fare is entirely at the Board's discretion.

First Selectman Hall spoke against a fare for XMile as it would negatively impact many individuals who are on fixed incomes.

The Board discussed possible exemptions for the fare but it was determined that it would cost more in staff time, etc. to administer exemptions.

Charlie Norz made a motion to defer discussion of an XMile Fare until the results of the Fare Study are determined. Angus MacDonald seconded the motion. The motion passed unanimously.

Resolution to accept Middletown Transit District Towns

Tim Griswold resolved:

The undersigned, being all the members of the Estuary Transit District (ETD) Board of Directors (The Board) hereby unanimously consent to adopt the following resolution for and on behalf of ETD:

WHEREAS, pursuant to Conn. Gen. Stat 7-273b, the ETD was established in 1981;

WHEREAS, on July 23, 2021, ETD entered into a Memorandum of Agreement (MOA) with the Middletown Transit District (MTD) pursuant to which MTD and ETD committed to prepare for and effect the equivalent of a merger of MTD and ETD by the MTD members towns withdrawing from MTD, then joining of MTD's members towns into ETD, and the transfer of MTDs assets and transit operations into the existing ETD structure, and to implement other recommendations for Scenario 3 in the Lower Connecticut River Valley Transit Study (hereafter referred to as LCRV Transit Study) prepared for the Lower Connecticut River Council of Governments (COG) conditioned upon receiving the necessary support from the Connecticut Department of Transportation (CDOT) as set forth in the MOA which MOA is attached as Exhibit A;

WHEREAS, Conn. Gen. Stat 7-273b(e) provides that the Legislative body of any municipality may vote to establish a transit district or to join with any one or more municipalities to form such a district. Any municipality may at any time be included in the district if the legislative body thereof so votes and if accepted by a majority vote of the directors of the transit district;

WHEREAS, in order to improve efficiencies of operations by ETD and MTD and in anticipated of the MTD member towns joining ETC, ETD and MTD entered into an Employee Sharing Services Agreement in order whereby ETD and MTD agreed to share certain employees during the transition period as jointly determined by ETD and MTD and their respective boards;

NOW THEREFORE, BE IT RESOLVED, the Board hereby declares that it believes it is in the respective best interests of its member towns and the community to have the MTD member towns join ETD conditioned upon the CDOT providing certain assurances and support concerning CDOT's commitment to provide certain support, services and fund to the expanded ETD upon the MTD member towns joining ETD as set for in the MOA and satisfactory to and in the discretion of MTD and its member towns;

RESOLVED, that the Board accepts each of the City of Middletown, Town of Durham, and Town of Middlefield, respectively, as members of ETD upon receipt of notice that the legislative bodies of such municipalities voted affirmatively to join the ETD in accordance with Conn. Gen. Stat. 7-273b, and as contemplated by this resolution and the MOA;

RESOLVED, that Leslie Strauss, Chairperson of the Board, may execute any further documents necessary or as may be required to proceed with the transaction contemplated by this resolution and the MOA;

RESOLVED, that all actions heretofore with respect to the foregoing matters be and each of them hereby is approved and ratified in all respects;

RESOLVED, that this resolution and consent be placed in the minute book of the ETD and become a part of the records of the ETD.

IN WITNESS WHEREOF, the undersigned, being all the members of the Board, hereby approve, ratify and confirm the foregoing resolution as of the date below.

Charlie Norz seconded the motion. The motion passed unanimously.

2022 Board Meeting Calendar

Angus MacDonald made a motion to schedule Regular Board meetings as follows: 9 a.m., 1/7/22, 2/11/22, 3/11/22, 4/8/22, 5/13/22, 6/10/22, 7/8/22, 8/12/22, 9/9/22, 10/14/22, 11/18/22 and 12/9/22 (meeting starts at 10 a.m.). Charlie Norz seconded the motion. The motion passed unanimously.

OLD BUSINESS – None.

CHAIR COMMENTS – None.

BOARD MEMBER COMMENTS – None.

Next Meeting – 1/7/22 – 9 a.m.

ADJOURNMENT

Angus MacDonald made a motion to adjourn the meeting at 11:45 a.m. Charlie Norz seconded the motion. The motion passed unanimously.

Respectfully Submitted,

Suzanne Helchowski
Clerk