

MINUTES  
BOARD OF DIRECTORS MEETING  
SOUTH CENTRAL TRANSIT  
THURSDAY, SEPTEMBER 28, 2017  
12:00 NOON  
SCT TRANSPORTATION CENTER  
100 N. LOCUST ST.  
CENTRALIA, IL. 62801

**Present:**

George Guidish  
David Iossi  
Margaret Conley  
Ed Smalley  
Don Jones  
Don Copeland  
Ben Stratemeyer  
John Schubert  
David Rodden  
Pam Boyd  
Jeff Ashauer

**Also Present:**

Sheila Niederhofer  
Sara Nollman-Hodge  
Vicki Clift  
Pam DeMaris  
Randy Barrow  
Marvin Miller  
Fred Becker

The meeting was called to order by Board President, George Guidish.

**APPROVAL OF MINUTES**

The minutes of the August Board were reviewed. On a motion by Smalley, seconded by Iossi, the minutes of the August Board meeting were approved. All aye. Motion carried.

**COMMUNICATIONS**

**Guest Recognition** – None

**Public Comment** – None

**Letters and Cards Received** – Niederhofer presented Rodden with a card of appreciation from the staff and employees of SCT for his generous donation that made Trivia Training day possible. The Board thanked Rodden for his outstanding contribution to SCT. Rodden noted although CTD has donated to various SCT

events thru the years, he believes that SCT should not accept any further donations from CTD.

### **PRESIDENTS REPORT**

Guidish reported that he did not attend the Clinton County Board meeting as he had planned. Guidish stated that he is on the agenda and will be attending the Marion County Board meeting on October 10 at the Salem Courthouse.

### **LEGISLATIVE**

Niederhofer reported on a bill passed depositing Downstate Operating Assistance payments directly into the Downstate Fund which should result in shorter wait time for receiving those payments. 1<sup>st</sup> quarter payments have been started and are anticipated in the near future. Depending on when that payment is received we may need to borrow on our line of credit next week to meet payroll.

### **REPORTS**

#### **Personnel Committee**

Iossi reviewed the minutes of the September 21<sup>st</sup>. Iossi thanked Rodden for his contribution to the Trivia Training Day on Saturday, September 23. Motion to approve by Conley, seconded by Boyd. All aye. Motion carried.

#### **Finance Committee**

Guidish reviewed the Finance Committee meeting minutes held on September 21. Schubert thanked Guidish for stepping in during Ashauer's absence. Discussion was held regarding a procedure put in place when the committee chair is absent. Schubert asked to clarify if board president is a voting board member. George said he is a voting member if a tie should occur. Rodden requested the spelling correction of guest name (Vetri) and asked to change upper case G to lower case g as used in the "god" reference in the minutes. Motion to approve minutes as corrected by Schubert, seconded by Copeland. All aye. Motion carried.

#### **Financial Summary**

Clift reviewed the financials for August noting adjustments made due to the FY17 Audit. Motion to accept by Copeland, seconded by Iossi. All aye. Motion carried.

**UNFINISHED BUSINESS – None**

## **NEW BUSINESS**

Guidish ask permission from the Board to move CTD and Ashauer Reappointment to the end of the agenda.

**Operating Policy Manual** – Nollman-Hodge noted changes that were suggested by the Personnel Committee meeting were made to the policy. Motion to approve by Iossi, seconded by Smalley. All aye. Motion carried.

**Directors Fees** – Guidish stated he spoke with Marvin Miller regarding he and David Iossi meeting with Sheila to set the meeting agendas. George said at this time we will not seek any additional agenda meetings but in the future we will propose a By-Law change. Ed Smalley asked for discussion, George said it has already been decided so no discussion was needed. George again said there would be a future proposed change with would require an 85% vote to change.

**Audit** – Fred Becker of Glass & Shuffett reviewed the FY17 audit with the Board. Motion to accept the FY17 audit by Iossi, seconded by Ashauer. All aye. Motion carried.

**Property Insurance/Umbrella** – Clift reported on the renewal of the policy with Chaney and Karch at \$62,954 per year. Motion to accept renewal with Chaney & Karch by Conley, seconded by Smalley. All aye. Motion carried.

**5311 Funding Contract** – Clift reported receiving the contract last Friday. Legal opinion and board resolution is required. Motion to adopt grant agreement for FY18 by Rodden, seconded by Copeland. All aye. Motion carried.

**Locking of the Door** – Guidish suggested the back door at the Transportation Center be locked at all times at a previous meeting for protection of employees. Back door has remained locked. Discussion on locking front door was had. Conley said she had to walk around to the front doors today and she believes that due to her health needs it would be in her better interest to enter thru the back door. Motion to keep back door locked at all times and issue Conley a fob so that she may gain entry thru the back by Iossi, seconded by Copeland. All aye. Motion carried. Rodden pointed out that due to ADA law there must be a handicap parking spot in the front of the building if the back door is locked. Smalley suggested a new sign be put on the rear handicap parking spot stating if assistance is needed getting in the building to call scheduling/dispatch and let them know.

**CTD - Copeland** stated he was just one voice but believes the bookkeeping arrangement between CTD and SCT is not an arms length transaction. Smalley said he did not understand why Middleton would not want to renew our \$1 leases and questioned how that would affect SCT as they come up. Schubert said in being a new board member he is interested in knowing how things work and asked about seeing the 990's to understand the relationship. Stratemeyer said he has 2 issues, one being keeping

the books for CTD, he is at an uncomfortable level and move to get out of that contract to show more transparency. Guidish said he would like for CTD to stay in the mix to bid but agrees that doing their books is wrong. Miller (legal counsel) stated the agreement is a legal agreement, however, it appears this issue relates to its "appearance". There was no contract before but in political bodies it's the appearance that's important. Boyd said in the past when SCT would go to CTD they would respond with "let us help you" and working together was positive and helpful. Guidish said he has the last 3 years 2013, 2014 and 2015 of CTD's 990's for viewing if anyone was interested, and said CTD has smart people on their board and said why can't they do their own books. Guidish suggested a proposed meeting with CTD regarding leases. Motion to seek meeting with CTD with Marvin Miller to speak on their behalf by Iossi, seconded by Rodden. Motion was amended. Motion for Board President, Managing Director and Legal Counsel to meet with Middleton as soon as possible. Miller suggested keeping CTD on the agenda, issue of CTD to be dealt with at next board meeting. All aye.

**JEFF ASHAUER REAPPOINTMENT** – Ashauer addressed the Board saying through a lot of hard thought he has made the decision to step aside. He addressed the staff of SCT individually as well as Marvin Miller and said his favorite board member of all time was Jefferson County representative Dave McCann. He said that he has had the privilege to be the Finance Committee Chair and work with 3 Board Presidents, Bill Milam, Margaret Conley and George Guidish which has been a huge honor for him. He said to the board to wrestle with each other during the meetings but to leave arm in arm. Ashauer stated this board should work side by side with each other no matter whether they are Republican or Democrat, they are one board. It is with much gratitude that this will be his last meeting. Ashauer was presented with a plaque for his years of service and dedication to SCT.

Guidish said a letter notifying Perry County of a vacant seat on the board was in order. Motion to send a letter to the Perry County board notifying them of Ashauer's retirement from the board within 10 days by Iossi, seconded by Copeland. All aye. Motion carried. Board instructed SCT staff to create and send the letter to Perry County Board.

Guidish appointed Rodden to the Finance Committee Chair position.

Motion to adjourn the meeting by Ashauer, seconded by Copeland. All aye, motion carried.

\_\_\_\_\_ George Guidish, Board President