

MINUTES
BOARD OF DIRECTORS MEETING
SOUTH CENTRAL TRANSIT
THURSDAY, OCTOBER 25, 2018
12:00 NOON
SCT TRANSPORTATION CENTER
100 N. LOCUST ST.
CENTRALIA, IL. 62801

Present:

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

Also Present:

Sheila Niederhofer
Sara Nollman-Hodge
Vicki Clift
Randy Barrow
Pam DeMaris
James Biggs
J.R. Elliott
Marvin Miller
Beth Monken
Fred Becker

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

APPROVAL OF MINUTES – On a motion by Rodden, seconded by Smalley the minutes of the September 27, 2018 Board meeting were accepted. All aye. Motion carried.

COMMUNICATIONS

Guest Recognition – James Biggs, JR Elliott.

Public Comment – None

Letters and Cards Received – Niederhofer reported nothing received except for the letters for the Board from IDOT. Rodden stated he wanted to read his letter from IDOT. Rodden read:

From the Illinois Department of Transportation, dated October 12, 2018, it was addressed to the South Central Transit Board, George Guidish, President; Ed Smalley, Vice President; David Lossi (Iossi), Secretary; Pam Boyd, Margaret Conley, Don Copeland, Donald Jones, David Rodden, John Schubert, Ben Stratemeyer and Sam Easterly.

Marion County Board Chair Erwin Hahn, Washington County Board Chair Leonard Piasecki, corrected by Schubert to be David Meyer, Clinton County Board Chair Bob Fix, Franklin County Board Chair Randall Crocker, Jefferson County Board Chair Steve Draege, Perry County Board Chair James Epplin.

Dear South Central Transit Board President Guidish, Board Members and County Board Chairs:

The Illinois Department of Transportation (“IDOT”) and South Central Transit have been partners for many years and together we have provided many rides and life changing benefits. This correspondence broaches IDOT’S concerns over the following:

- 1. The current membership makeup of the South Central Transit (SCT) Board. Composition of the SCT Board appears to be inconsistent with Section 3610/4 of the Local Mass Transit District Act, 0ILCS 3610/4. (the “Act”).**

The Act states that Board trustees are appointed based on a determination of percentage of service the District provides in each County. To that end, each County Board Chair and each county appoints one trustee to the Board for each 30%, or fraction thereof, of service that the county receives. Below are the number of Board members with the percentage of SCT rides in July 2018 by county. The numbers below seem to demonstrate that the current Board composition is not reflective of the Act’s directive.

5 members Marion 6227 rides (21.9%)	1 member Jefferson 6408 rides (22.5%)
2 members Clinton 8369 rides (29.4%)	1 member Franklin 2812 rides (9.8%)
1 member Washington 1148 rides (4.0%)	1-member Perry 3447 rides (12.1%)

2. The Act states: “no Trustee of any District may be an elected official of the municipality or municipalities or county or counties creating the District”.

It is our understanding that the Jefferson County SCT Board member is also a Jefferson County elected official in contradiction of the Act.

3. Concerns have been raised related to work place discrimination.

IDOT has been made aware of certain claims of work place discrimination. IDOT takes all allegations of discrimination seriously. The discrimination matter has been referred to IDOT’s Title VI Coordinator to ensure that SCT is in compliance with grant requirements. Any investigation will look to ensure compliance with those requirements and not matters related to employment or labor issues.

IDOT and SCT have several grant agreements in place for Federal 5311, Downstate Operating Assistance Program, and Transit Capital grants (the “Agreements”). These Agreements require SCT’s compliance with applicable Federal, State and Local laws: this invariably includes the Act. We further note that lack of compliance with applicable Federal, State and Local laws could result in defaults under the Agreements and then consequently, termination of the Agreements.

Due to the foregoing, IDOT requests SCT to immediately investigate and advise IDOT on its compliance relative to:

1. Board membership make up based on percentage of ridership; and
2. Board member who is also an elected official; and
3. Any actual or perceived discrimination or discriminatory retaliation.

Furthermore, request is hereby made that SCT reply to this correspondence in writing. To the extent there is any error, omission or lack of compliance, then SCT will be expected to provide the undersigned with an appropriate written action plan to rectify all non-compliance by November 12, 2018.

Upon receipt of your response, IDOT will review with our legal counsel. Compliance is required to ensure continued capabilities of South Central Transit to move forward in providing critical transportation for Illinois' passengers in your Counties.

Sincerely,
Beth McCluskey
Director, Office of Intermodal Project Implementation

PRESIDENTS REPORT – Guidish stated there was nothing to report.

MANAGING DIRECTORS REPORT – The Managing Directors report was forwarded to each trustee prior to the meeting in their packet. Niederhofer ask if there were any questions regarding her report. Boyd and Jones praised Niederhofer for the great job.

LEGISLATIVE – Niederhofer reported nothing going on.

REPORTS

Personnel Committee

Boyd reviewed the minutes of the October Personnel meeting. Motion to approve the minutes as presented by Iossi, seconded by Easterly. All aye. Motion carried.

Finance Committee

Copeland reviewed the minutes of the October Finance meeting. Stratemeyer ask that the minutes reflect his question, “with the threat of no funding coming due to the letter, shouldn’t it be mentioned in the audit?” to Fred Becker of Glass & Shuffet. Becker responded “not at this point because you have the option to remedy the problem”. Motion to approve the minutes as presented by Schubert, seconded by Boyd. All aye. Motion carried.

Financial Reports

Clift reviewed the financial summary for September. Clift reported that the FY19 first quarter DOA request for payment is being processed and should be paid in the next few weeks. Motion to approve the Financial Reports by Rodden, seconded by Iossi. All aye. Motion carried.

Monthly Reports

Nollman-Hodge reviewed the monthly reports for September.

County Board Meeting Reports

Guidish ask each county representative if they had anything to report. Boyd stated that she spoke to the Franklin County Board President and will be meeting with the Board on November 5.

UNFINISHED BUSINESS – none.

NEW BUSINESS

FY18 Audit – Fred Becker of Glass & Shuffet reviewed the FY18 audit with the Board. Motion to accept the FY18 audit by Copeland, seconded by Iossi. All aye. Motion carried. Board members thanked Becker for the audit.

Motion by Boyd to go into Executive Session pursuant to 5 ILCS 120/2(c) (11), seconded by Copeland. The following roll call vote was taken: Boyd aye, Conley nay, Copeland aye, Easterly aye, Iossi aye, Jones aye, Rodden aye, Schubert aye, Smalley aye, and Stratemeyer nay.

Executive Session was entered at 12:43.

The meeting returned to regular session at 1:57.

Guidish quoted Section 3 of the Bylaws stating “No matters shall be presented which do not appear on the agenda, except upon approval of a majority of the members of the Board present at such meeting”, based on the fact that the Board had to go into Executive Session to respond to a letter sent by IDOT, alleging three different incidences, we have an agreement that we need to have an emergency, unscheduled Personnel meeting at 10am on November 1, at the SCT Transportation Center. Motion by Boyd, seconded by Smalley to approve the Personnel Committee meeting at 10am on November 1 at the Transportation Center. All aye. Motion carried.

Stratemeyer ask for clarification in the minutes that the coming out of Executive Session was to discuss possible administration litigation of personnel issues. All aye. Motion carried.

ADJOURN

Motion to adjourn by Conley, seconded by Iossi. All aye. Motion carried.

George Guidish, Board President