

MINUTES
BOARD OF DIRECTORS MEETING
SOUTH CENTRAL TRANSIT
THURSDAY, MARCH 28, 2019
12:00 NOON
SCT TRANSPORTATION CENTER
100 N. LOCUST ST.
CENTRALIA, IL. 62801

Present:

Margaret Conley
Pam Boyd
David Rodden
John Schubert
Sam Easterly
George Guidish

Absent:

Don Copeland

Also Present:

Sheila Niederhofer
Sara Nollman-Hodge
Randy Barrow
Pam DeMaris
Danny Niederhofer
Josh Niederhofer
Leroy Niederhofer
Marvin Miller
James Biggs
Norm Smith
Chris Garner
Mark Liening
J.R. Elliott
Jeff Stark
Bryan Hunt
Melissa Wilkinson
Bill Smith
Debbie Smith
Judy Shaffer

Call to Order – The meeting was called to order by Margaret Conley

Approval of Minutes – A motion by Rodden, seconded by Schubert to approve the February board meeting minutes as presented was made. All aye. Motion carried.

Closed Session per 5ILCS 120/2(c) (1) – Motion to enter into executive session to discuss Managing Directors Resignation Agreement and Hiring of Successor Director by Boyd, seconded by Easterly. Roll call was taken, Easterly yes, Rodden yes, Schubert yes, Guidish yes, Boyd yes.

Regular session was ended at 12:07pm.

The Board resumed regular session at 12:45pm.

Committee Appointments – Conley presented the members for each committee. The Personnel Committee consists of Easterly -Chairman, Boyd and Rodden. The Finance Committee will consist of Rodden – Chairman, Copeland and Schubert. The OMA Committee will consist of Boyd – Chairperson, Easterly and Schubert

COMMUNICATIONS

Guest Recognition – Danny Niederhofer, Josh Niederhofer, Leroy Niederhofer, Melissa Wilkinson, James Biggs, Leroy Niederhofer, Jeff Stark, Norm Smith, Randy Barrow, JR Elliott, Debbie Smith, Bill Smith, Bryan Hunt, Judy Shaffer, Mark Liening, Chris Garner.

Public Comment – None

Letters and Cards Received – None

PRESIDENTS REPORT – Conley stated she would like to remove this item from the agenda for good.

MANAGING DIRECTORS REPORT- Niederhofer stated the report was included in the packets and ask for any questions.

LEGISLATIVE- Niederhofer stated most of the information she has relates to Urban Transit Systems, not much that pertains to rural.

REPORTS

Personnel Committee – Boyd reviewed the minutes of the meeting. Motion to accept the minutes as presented by Easterly, seconded by Schubert. All aye. Motion carried. All aye.

Dave Rodden moved that they suspend the order of business and go back to item number III A., B. Motion to suspend the order of business. Roll call vote was taken, Conley yes, Easterly yes, Rodden yes, Schubert yes, Guidish no, Boyd yes.

Item III A, Rodden stated the Board needs to accept Niederhofers resignation. Motion by Rodden to accept Niederhofers resignation under the conditions they agreed to, seconded by Schubert. Roll call vote. Easterly yes, Rodden yes, Schubert yes, Guidish yes, Boyd yes.

Item III B was discussed in closed session, the approval of the hiring of Niederhofers successor as of the date of her resignation. The Personnel Committee agreed to hire Sara Nollman-Hodge as the new Managing Director. Motion to approve by Rodden, seconded by Boyd. Roll call vote was taken. Easterly yes, Rodden yes, Schubert yes, Guidish no, Boyd yes. Sara Nollman-Hodge was hired as the Managing Director.

Finance Committee - Rodden reported on the Finance Committee. Motion to approve the minutes of the finance meeting by Rodden, seconded by Boyd. All aye. Motion carried.

Finance Report – Clift reported on the financials for February. An invoice was received from Jackson Lewis for professional services rendered regarding the investigation, it was not received in time post to February, but it needs to be paid. Motion to accept the finance report by Rodden, seconded by Boyd. All aye. Motion carried.

Monthly Report – Nollman-Hodge reviewed the monthly reports for February. February was a record month for shuttle ridership.

County Board Meeting Report – Boyd reported attending the Franklin County Board meeting. Changes within the organization were discussed, Boyd has been reappointed to the SCT board for an additional 4 years.

UNFINISHED BUSINESS

Purchasing Policy – Guidish motioned to dismiss the item from the agenda. Conley asked for a second. No second, motion failed. Rodden reviewed the proposed policy that was tabled by Guidish and Copeland at the February Board meeting. Niederhofer offered a recommendation, if they are going to be discussing the by-laws, it may want to be inserted into the bylaws. Rodden acknowledged. Item will be discussed during By-Law Update agenda item.

7th Member Board – Rodden stated that item was on the Personnel Committee meeting to be discussed, the meeting went long, and it should go back to the committee. Schubert stated that the appointments need to be reviewed as 4 members terms are completed this year, 1 in 2020, 1 in 2021 and 1 in 2022. Schubert's suggestion is to address appointments when addressing 7th member board.

NEW BUSINESS

Funding Application/Resolution/Budget - Clift presented the proposed FY20 Budget to the Finance Committee last week. An increase of 2% overall was noted. The proposed FY20 Budget was included in all board members packets. Clift asked for any questions. Motion to accept by Schubert, Rodden asked about the Legal Opinion and Resolutions. Clift reviewed and stated that Legal Counsel had given those to her. Marvin Miller reviewed the Legal Opinion, and Clift the Resolutions. Both resolutions require Board approval. Schubert continued his motion to include those items, second by Boyd. Guidish asked for discussion, and to debate the motion. Guidish ask if the budget was put out in a Public Hearing, Clift stated yes, Guidish stated the Trustee from Marion County was not notified of a Public Hearing, not electronically, not by mail, certified mail, email, text or any method. He stated that if it was put out publicly, what publications were notified about the Public meeting. Clift stated it was put in a newspaper of every county that we serve, Morning Sentinel, Nashville News, Breese Journal, Pinckneyville Press, West Frankfort Gazette and the Jefferson County Sentinel. She stated none of the Trustees were notified of it. It was talked about at the committee meeting last week but there was no notification. Niederhofer stated it is posted at all of the doors of SCT facilities and on the SCT website. Guidish stated that everything that this body does they usually receive a notice, an agenda, a heads up. Guidish stated that

the Board members are entitled to a packet of notice so they can be at the Public Hearing. He stated that the budget doesn't give much detail and it needs to be addressed in more detail. It's bad public policy to not notify the members ahead of time that there was a public meeting at 11am. This is an item for the Board to address, that they shall receive notice of public hearing of the budget. Rodden stated the budget looks abbreviated, it is in the same form as in the past, the information for any line item is available, and the budget was discussed at length and the line items were dissected at the Finance committee meeting that Mr. Copeland chaired and none of the board received notice that the budget was going to be discussed other than when the grant application was preliminarily reviewed. Niederhofer stated that the budget is in the format that IDOT puts it in, SCT plugs the numbers in, IDOT generates the format. A motion was made and seconded, roll call vote was taken. Easterly yes, Rodden yes, Schubert yes, Guidish no, Boyd yes, Conley yes. Motion passes.

Employee Handbook – Nollman-Hodge stated revisions were sent in the board packets to all and ask for any questions. Motion to accept by Guidish, seconded by Boyd. All aye. Motion carried.

By-Law Update – Rodden stated that the By-Laws have not been addressed in a while and there are a few items that were emailed to everyone. Rodden stated he suggests the board members have a meeting to review all the By-Laws, stating an 80% vote would be needed. Rodden suggested a retreat at the Transportation Center, open to the public, a working session to go through the By-Laws. He suggested after the committee meetings next month possibly. Guidish stated that would be bad public policy, he is opposed to that completely. He stated if someone wants to propose a by-law change, propose the change, review it one month and vote on it the next month. Schubert stated he will not be at committee meetings next month. Rodden proposed they hold the meeting in May, after the OMA meeting.

Conley stated she had one thing to add to the agenda that she just received today. Correspondence from CTD stating, "Please accept this 60 day notice of termination of the administrative services agreement with CTD and SCT dated June 8, 2011. Per the agreement a 60 day notice must be given, therefore the agreement will terminate June 28, 2019. However, CTD would prefer the agreement terminate immediately. We appreciate your consideration in this matter." Guidish motioned to accept their 60 day notice. No

second. Motion fails. Motion to accept immediately by Rodden, seconded by Boyd. Easterly yes, Rodden yes, Schubert yes, Guidish yes, Boyd Yes. Motion passes.

On a motion by Rodden, seconded by Guidish the Board meeting was adjourned.

Margaret Conley, Board President

