

RHODE ISLAND PUBLIC TRANSIT AUTHORITY

BOARD OF DIRECTORS

MINUTES OF Friday, December 2, 2011 Orientation Retreat

Board Members Present: Thomas Deller, Chairperson; Stephen Durkee; Maureen Martin; Anna Liebenow; Mayor Scott Avedisian; Margaret Holland McDuff and Jerome Williams.

Absent: Michael Lewis

Also Present: Charles Odimgbe, Chief Executive Officer; Todd Gleason, (Outside Counsel); Will Scott, (Will Scott & Company, LLC); Amy Pettine and Ellen Mandly.

Opening

Chairman Deller opened the retreat at 8:50 am and welcomed and thanked the participants for their attendance. He shared that the purpose of the retreat was to provide a forum, particularly for newer Board members, to learn more about RIPTA, become more comfortable with each other and become more of a team. He also said that the retreat would provide an opportunity to further discuss RIPTA's funding and sustainability.

CEO Odimgbe also thanked Board members for their attendance, and suggested that a retreat be held annually. He shared that the retreat

was an opportunity for the Board to transition to one in which there is one voice.” He then introduced the retreat’s facilitator.

Participants then introduced themselves, and provided the following expectations:

„X Getting to know each other better

„X Getting to know the new Board members

„X Gaining a better understanding of RIPTA

„X Learn more about RIPTA’s processes

„X Gaining a better understanding of the role of a RIPTA Board member

„X Coming together to focus on a common visions

„X Gaining greater cohesion among the Board

„X Determining how to better sell the benefits of RIPTA, particularly as an economic development engine

„X Gaining consensus on four or five things to change attitudes on RIPTA and public transit

RIPTA Legal Update

Attorney Gleason provided a presentation on the Board’s legal status and responsibilities. His presentation focused on the following topics:

„X Scope of governance

„X Duties of Board directors (State and common law)

„X Open Meetings Act ;V RIGL Chapter 42 ;V 46

„X Ethics iV RIGL Chapter 36-14

„X Public Records Act iV RIGL Chapter 38-2

„X Communication protocols (press, management, etc.)

„X Question & answer session

Agency Overview

Amy Pettine provided an overview of RIPTA that included:

„X RIPTA at-a-glance

„X Family of services

„X Key statistics

„X Vision statement

„X Strategic plan overview of specific goals

„X Competitive grants

„X Funding revenue

„X Expenses

„X Funding trends iV gas tax

„X Ridership trends

„X On-time performance trends

„X Peer comparisons iV key metrics

„X Customer satisfaction trends

„X Key future issues

o Sustainable funding

o Telling our story

o Implement strategic plan

o Continue efficiencies

- o Conduct comprehensive operational analysis**
- o Major future planning projects**
- o Human services transportation**
- o Information technology investments**
- o Improved maintenance program**

SWOT Analysis

There was a group discussion on the strengths, weaknesses, opportunities and threats of the RIPTA Board of Directors. Following are comments shared:

Strengths

- „X Good, dedicated people**
- „X Commitment to RIPTA and to the State**
- „X Time commitment of Board members**
- „X Diversity of the Board**
- „X No competing agendas**
- „X Candor**
- „X „New“ Board**
- „X Better connections with the Governor**

Weaknesses

- „X New Board**
- „X Too much focus on „putting out fires“**
- „X Not racially diverse**

„X Limited representation of those who use transit on the Board

„X Limited focus on advocacy

„X Relationship with the Statehouse

„X Open meetings requirement

„X Lack of definition of role

Opportunities

„X Becoming more visionary and strategic

„X Greater focus on policy development

„X Increased focus on advocacy

„X Changing public attitudes of RIPTA and public transportation

„X Greater public relations focus

„X Taking advantage of the current economic climate to retain current riders

„X Leveraging the „newness“ of the current Board

„X Leveraging the individual relationships with members of the General Assembly

„X Helping define a new formula for RIPTA's formula

„X Improving the relationship between management and the labor union

Threats

„X Federal and state funding cuts

„X Newness of Board

„X Suburban view (limited urban focus)

„X Not leveraging relationships with the General Assembly

- „X Perception of the potential Ride transition**
- „X Lack of public relations focus**
- „X Lack of adequate level of staffing**
- „X Loss of long-term vision (due to funding shortfalls)**

Characteristics of Effective Boards

The facilitator led a discussion on the characteristics of effective boards saying a national study of transit boards revealed that effective boards had the following characteristics:

- „X Achieves goals**
- „X Assesses progress**
- „X Balanced**
- „X Cohesive group**
- „X Commitment**
- „X Educates**
- „X Focuses on policy**
- „X Good communication**
- „X Good relationship with CEO**
- „X Politically astute**
- „X Strategic**
- „X Strong chair**

Characteristics of Effective Board Members

The facilitator shared the following characteristics of effective Board

members:

„X Strong advocate for public transit

„X Committed to public transit

„X Focused & Knowledgeable

„X Open communication

„X Political

„X Prepared

„X Team player/consensus builder

„X Focuses on funding strategy

„X Understand the Board's role

Case Study Discussion

The facilitator led an active discussion on a case study entitled The Frustrated Transit CEO.

Areas of Board Improvement

Participants were asked to jot down two or three things that the Board could do to improve its effectiveness. The following are the items shared by participants:

„X Develop a public relations plan to educate stakeholders regarding the vision and benefits of RIPTA

„X Develop five selling points to promote RIPTA

„X Enhance networking and relationships with government:

o Consistent messaging

o Building partnerships

- „X Get beyond crises and focus on our strategic initiatives**
- „X Clearly articulate our strategic vision**
- „X Identify and prioritize major initiatives**
- „X Focus on clear policy direction, and roles of the Board**
- „X Change the Board meeting agenda to focus less on operations and more on policy development and overall strategy**
- „X Speak with one voice**
- „X Strike a balance between operations and strategy**
- „X Focus more time on becoming trained and more knowledgeable about transit**

Chair's Wrap-up

Chairman Deller provided a wrap-up of the retreat. He shared that the Board will focus on the following:

„X Initiation of the labor relations committee to address current issues and talking points, and to continue to improve the overall relationships with the labor union.

„X Change the format of Board meetings to focus more on policy development.

„X Providing persons commenting on various issues with an immediate form letter to inform them that their issue is being reviewed.

„X Enhance the Board's focus on advocacy, leveraging members' relationships with the General Assembly and other stakeholders.

„X Developing talking points to promote RIPTA and transit; Xtelling the story.

„X Additional marketing efforts after July, potentially tying marketing to new service.

„Bucket“ List

The following items were discussed as requiring follow up:

„X An analysis of ridership on flex routes

„X Attaining greater clarity regarding RIPTA becoming the State’s mobility manager“

„X Send list of companies subsidizing transit to Major Avedisian

„X Develop a policy on spending levels/Board approval of the CEO

„X Develop a recusal form

„X Develop a standard letter to be sent to persons expressing complaints at Board meetings

Adjournment

The meeting was adjourned at approximately 3:15 pm.

Respectfully submitted,

Ellen M. Mandly

Recording Secretary