

**RHODE ISLAND PUBLIC TRANSIT AUTHORITY
BOARD OF DIRECTORS
MINUTES OF Monday, May 21, 2012 MEETING**

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

Absent: Michael Lewis and Margaret Holland McDuff.

Also Present: Charles Odingbe, Chief Executive Officer; Todd Gleason, (Outside Counsel); Ellen Mandly; and other members of RIPTA's staff and members of the public whose names are on the sign-in sheet.

Agenda Item 1: Vote on April 23, 2012 Meeting Minutes

Mayor Scott Avedisian called the meeting to order at 1:30 p.m. and asked if the Board members had an opportunity to review the minutes of the meeting held on April 23, 2012 and the Board members indicated that they had. Mr. Williams made a motion to approve the minutes of the meeting. Ms. Martin seconded the motion and the minutes of the meetings held April 23, 2012 were unanimously approved as presented.

Before moving on to public comment Mayor Avedisian commented

that a Technical Advisory Committee was being formed to evaluate milestones of the Comprehensive Operational Analysis (COA) and that Board Member Maureen Martin was being appointed to sit on that Committee. The Mayor added that RIPTA will reach out to the leadership of the House and Senate and ask that they each appoint a representative to also sit on the Committee to assist with the evaluation of the COA.

Agenda Item 2: Greater Kennedy Plaza Group Presentation

The Board Chair invited Cliff Wood Executive Director of the Greater Kennedy Plaza Group to address the Board along with Dan Baudouin, Executive Director of The Providence Foundation and GKP member. Mr. Wood began by describing the Greater Kennedy Plaza Group as a partnership of public and private sectors that has come together to transform Kennedy Plaza in downtown Providence and surrounding areas such as Burnside Park, the Bank of America Skating Center and the area in front of the Biltmore Hotel. The goal of the organization is to make this area public with activities to enrich the community.

Next Mr. Wood directed the Board and audience to the PowerPoint presentation they prepared which set forth in detail the ideas the Greater Kennedy Plaza Group has for transforming Kennedy Plaza. Mr. Wood spoke very enthusiastically and passionately going over each slide in detail. The topics Mr. Wood discussed included a brief history of the GKP and its members and how the group was formed.

Next Mr. Wood discussed the slides and explained ideas for transforming Kennedy Plaza and the surrounding area into a welcoming space with markets and food trucks, festivals and major events, music, art installations, and children's and family programming. He elaborated on the economic impacts of improving the space and showed slides with examples from other city parks and public spaces and he finished by showing and design examples specific to Kennedy Plaza.

Mr. Wood said the ultimate goal is to give Kennedy Plaza a new identity and create an activity center with public transit, amenities, safety, gathering places, commerce and recreation.

Mr. Baudouin spoke next and said RIPTA has been a good partner and that the quality of Kennedy Plaza and the space around it is very important to economic development in downtown Providence. He said that recreating Kennedy Plaza gives the state an opportunity to bring itself up a level.

The Board members applauded the Greater Kennedy Plaza Groups initiative and thanked Mr. Wood and Mr. Baudouin for their presentation.

Agenda Item 3: Public Comment

Mayor Avedisian recognized ATU Vice President Tom Cute who said

he was speaking on behalf of ATUI President Paul Harrington who chose not to attend today's Board meeting in protest of what he termed the audacity of the CEO to accept a raise in pay which he alleged was a violation of his employment contract. Mr. Cute then read a letter into the record on behalf of Mr. Harrington. That letter is attached hereto as Exhibit A.

Don Rhodes of the RIPTA Riders group spoke next and said that House Bill 7810 which was heard at the State House last week received a great deal of support and he was encouraged by this. Mr. Rhodes said he supports House Bill 7810 because RIPTA is shrinking and this helps no one.

Board member Maureen Martin stated she had questions regarding the CEO raise and asked if she would be allowed time in executive session to address this issue. Mayor Avedisian said she would.

Agenda Item 4: Chief Executive Officer's Report

Charles Odimgbe began his report by asking if the Board had any questions on the E-Team or ATMS reports that had been given to the Board. He noted that this month's ATMS report was unchanged. There were no questions.

Next Mr. Odimgbe gave a report on a trip to Memphis by RIPTA staff. He said staff had traveled to a Memphis transit facility to look at a

system installed by ACS, our ATMS provider, to observe the system in action and ask questions. He said the trip went very well.

The CEO said that the hearings on House Bill 7581 were very well attended which was encouraging, but he is not sure what the recommendation will ultimately be. He said last year after many, many meetings and hearings RIPTA was yet again unfunded which led to cuts. The CEO described some of the many initiatives he has undertaken over the past 17 months to cut costs and find efficiencies and these actions lowered the deficit but there are really no more efficiencies to be had and any more cuts will hurt the system and service. Mr. Odimgbe said the Board needs to begin a dialog on how to continue providing service next year if there is no funding. The CEO has been discussing the deficit for 17 months and we are approaching the point where we will be forced to deficit spend if we are not funded, but we can only deficit spend for a few months before we begin to experience cash flow problems.

Mr. Odimgbe then reported on the Comprehensive Operational Analysis (SOA) and said Phase I is almost complete. A technical advisory committee is being formed to analyze the results. The committee will be comprised of staff and Board members, and he is reaching out to the House and Senate to ask for appointees to serve.

Regarding the KPI's for customer complaints it was reported that due to the more cost effective way we are providing RIde service using

Reveal Software, more passengers are being scheduled per vehicle causing them to be on the bus longer. This inevitably has led to higher customer complaints, but it is unavoidable if we are to provide service at a lower cost. Additionally, prior to using the Reveal Software, not all customer complaints got logged. The software has remedied this which is another reason why the complaint percentage has risen. By next year we will be able to track customer complaints by agent and operator.

Agenda Item 5: RFP 12-20 Cleaning Chemicals

Roger Mencarini addressed the Board to discuss the agenda item for FFP 12-20 Cleaning Chemicals. Mr. Mencarini said the RIPTA Board is asked to award a contract to ChemStation New England of South Windsor, CT to supply and deliver cleaning chemicals. This is a three-year contract with up to two annual renewals options to be exercised at the discretion of the Authority. The estimated cost of the contract based upon historical usage is \$212,692 in the first year and rising nominally over the next four years.

Following Mr. Mencarini's remarks Mr. Durkee moved to approve the award for the supply and delivery of cleaning chemicals to ChemStation New England as recommended by staff. Mr. Williams seconded the motion and it passed unanimously.

Agenda Item 6: AD-1207 Comprehensive General Liability Policy and

AD-1206 Comprehensive General Liability Umbrella Policy

John Stanziale and Gary Primavera of Starkweather and Shepley addressed the Board to discuss staff's recommendation to obtain Comprehensive General Liability insurance from Admiral Insurance Company for the premium cost of \$54,895 and Comprehensive General Liability Umbrella Policy insurance from American Alternative Insurance at a premium cost of \$20,262. Mr. Stanziale said staff recommends the Authority obtain Comprehensive General Policy insurance to protect RIPTA from claims arising from negligent acts on our premises and properties. The CGL policy is for \$1,000,000 per occurrence and \$2,000,000 in the aggregate with a \$2,500 deductible. The policy runs 1 year beginning July 1st.

For the CGL Umbrella Policy, the effective date is also July 1st and for one year. The policy as written provides for coverage of \$4,000,000 per occurrence and a \$4,000,000 aggregate in the event of a significant claim against the Authority and covers claims and legal expenses. It also provides excess coverage for the underlying CGL policy purchased to repair RIDOT vehicles. Funding for both is provided via RIPTA operating funds.

The Mayor and Mr. Williams wondered why four quotes were declined. Mr. Primavera said our claims experience is not very good, with a 6% loss rate. He also said the bid was very competitively priced and the other insurers likely felt it was not worth the money.

Following this discussion the Mayor asked if there were further questions and hearing none he asked for a motion. Ms. Martin made a motion to approve the award of the policy for Comprehensive General Liability Umbrella insurance/AD-1206 to American Alternative for the premium cost of \$20,262. Mr. Williams seconded the motion which passed unanimously. Next Ms. Martin made a motion to approve the award of the policy for Comprehensive General Liability Insurance/AD-1207 with Admiral Insurance at a premium cost of \$54,895. Mr. Williams seconded the motion which passed unanimously.

Agenda Item 7: Executive Session Pursuant to RIGL 42-46-5(a)(2) for Discussions and/or Action Related to Collective Bargaining and 42-46-5(a)(3) for Discussions Regarding the Matter of Security

Prior to executive session, Maureen Martin commented on remarks made by Don Rhodes of the RIPTA Riders earlier in the meeting. She thanked Mr. Rhodes for his commitment and said RIPTA is lucky to have the support of individuals like Mr. Rhodes.

Mayor Avedisian asked for a motion to convene to executive session pursuant to RIGL 42-46-5(a)(2) for discussions and/or action related to collective bargaining and pursuant to 42-46-5(a)(3) for discussions regarding the matter of security. Mr. Williams read the law to go to executive session and made the motion. Ms. Martin seconded the

motion and a roll call vote was taken. The motion to adjourn to executive session passed unanimously.

Following the Board's return to open session Ms. Martin made a motion to seal the minutes of the executive session. Mr. Williams seconded the motion, and it passed unanimously.

Agenda Item 8: Adjournment

Mr. Durkee made a motion to adjourn the meeting. Mr. Williams seconded the motion and it was unanimously approved and the meeting was adjourned.

Respectfully submitted,

Ellen M. Mandly

Recording Secretary