

SOUTH EAST AREA TRANSIT  
375 Fairbanks Street \* Zanesville, Ohio 43701 \* (740) 454-8574  
BOARD OF TRUSTEES MEETING  
Wednesday January 8, 2014

**LOCATION:**

SEAT Transit Center, 224 Main Street, Zanesville, Ohio 43701

**MEMBERS PRESENT:**

Tom Peters  
Karen Adornetto  
Paul DuBeck  
Roger Fitz  
Ellen Rucker  
Kurt Ufholz  
Kayla Wyers  
Shawon Glaub

**MEMBERS ABSENT:**

Herb Perry  
Boyer Simcox

**ALSO PRESENT:**

Howard Stewart, Board Treasurer, SEAT Transit Director  
Alicia Love, Board Secretary, SEAT Fiscal/Compliance Officer  
Dianne Gill, SEAT Administrative Manager  
Richard Wood, SEAT Maintenance Director  
Linda Minter, SEAT Operations Director  
Arlene Johnson, SEAT Guernsey County Transportation Supervisor

**PLEDGE OF ALLEGIANCE:**

**CALL TO ORDER:**

Mr. Ufholz called the January 8th Regular Board meeting to order at 4:01 pm.

## APPROVAL OF MINUTES:

Mr. Ufholz informed the Board a change needed to be made to the minutes prior to approval – the date of the next meeting as written was 1/9 with the actual meeting date as 1/8.

Ms. Wyers made a motion to amend the minutes to include the correct date for the next board meeting and Ms. Adornetto seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:03pm.

Ms. Adornetto made a motion to accept the December Regular Meeting Minutes as amended and Ms. Rucker seconded the motion. Vote: In favor – Unanimous (verbal vote) at 4:04pm.

## OFFICIAL COMMUNICATIONS AND CLAIMS:

Mr. Stewart read a thank-you card from Home Instead, a home health agency that sends nurses/aides out to people's homes to take care of them. Zanesville SEAT employees were given Wal-Mart gift cards utilizing the commission monies from the Pepsi Machines located at Fairbanks and Main Street. Employees were also given the option to either use the cards for their own use or give them back to be donated to a charity. SEAT staff presented the cards given back to Home Instead who utilized them to purchase Christmas gifts for clients who otherwise wouldn't receive anything.

Mr. Stewart read a thank-you card from ZHS Comus (the ZHS Yearbook staff). Mr. Stewart informed the Board he personally made a donation on behalf of SEAT to them. SEAT will be mentioned within the 2013-2014 Yearbook.

Ms. Johnson informed the Board the Guernsey County drivers either purchased E&D tickets that they then handed out to passengers for trips or gave their Wal-Mart gift cards to clients who needed them.

## PUBLIC COMMENT PERIOD:

No public comments were heard at this time as no public members were in attendance.

## REPORTS:

Mr. Stewart briefly went over the Transit Director's Report with the Board.

Mr. Stewart informed the Board the Shelters & Signs project is complete with the exception of approximately \$11,160 dollars in FTA funds that ODOT has requested SEAT attempt to spend on this project. The funds (total amount to spend \$14,513) must be spent on bus stop signage so staff members are looking into items that can be purchased – including possibly replacing the signage at the Transit Center from Z-Bus to SEAT.

Mr. Stewart indicated Ken Reed from OTRP will be in Zanesville on January 23<sup>rd</sup> for the OTRP Self Inventory Risk Assessment.

Mr. Stewart stated the ODOT TAR (Technical Assistance Review) is still on hold.

Mr. Stewart stated SEAT is still in the process of slowly rotating out vehicles for installation of the new logos.

Mr. Stewart informed the Board he sent the SEAT ODOT Rep an email this morning regarding the possible increase in the Capital Line Item percentage.

Mr. Stewart has been in contact with the Byesville Administrator regarding an additional Board member from that area. By-Laws have been changed to reflect an additional member from that area. The Administrator and Mayor are looking into possible candidates for the Board Member position SEAT now has available.

Mr. Stewart informed the Board Bob Ruzinsky has made plans with SEAT staff to come to our offices on January 17<sup>th</sup>. At this time, plans are to hopefully close out the year, get financials sent to the Audit Clearinghouse, and send the final 2013 invoice to ODOT.

Mr. Stewart stated Zanesville City Council requested he appear at the monthly meeting on January 13<sup>th</sup> to discuss SEAT ridership and continued support by the City of Zanesville.

Mr. Stewart indicated he and Richard Wood will be attending the Transit 101 Module 4 training on Procurement on March 12 & 13, 2014 in Chillicothe.

Ms. Minter briefly went over the December Operations Reports. Overall ridership numbers are positive with Muskingum County ridership down 4% overall for the year. Guernsey County continues to increase ridership and this is a direct result of decreasing the headways for the street routes. Overtime is still a concern but manageable.

Mr. Wood briefly discussed the December Maintenance Report with the Board. Mr. Wood also informed the Board he had provided to them a four year comparison of Maintenance activities.

## FINANCIAL REPORTS:

Ms Love presented the Board with the November Financials. October showed a net gain of \$77,626 and a positive net position of \$38,601. Ms. Rucker made a motion to accept the November Financials as presented and Mr. Fitz seconded the motion. Vote: In favor – Unanimous (verbal vote) at 4:25pm.

Mr. Stewart informed the Board SEAT would be undergoing a lean period due to a change in funding reimbursement from ODOT. Normally SEAT receives a 1/12<sup>th</sup> payment during each month of the year with December held out until the 4<sup>th</sup> Qtr./Final invoice is submitted the middle of February. ODOT has informed SEAT they will be depositing a full State payment

(\$63,348) within the next week but no Federal funds will be deposited until March 1<sup>st</sup> – then the 1/12<sup>th</sup> payments will resume. It has been indicated to Mr. Stewart calling ODOT the beginning of February and receiving a payment is an option. Mr. DuBeck indicated this had been discussed at length during the January Finance Committee meeting and it was determined they would revisit the issue at the end of January.

### EXECUTIVE SESSION:

Mr. DuBeck made a motion to go into Executive Session to discuss an employee issue and Ms. Adornetto seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:25pm.

Mr. DuBeck made a motion to come out of Executive Session and Ms. Wyers seconded the motion. No motions were made nor were any votes cast during Executive Session. Vote: In Favor – Unanimous (verbal vote) at 4:29pm.

### OLD BUSINESS:

Mr. Stewart informed the Board Arlene Johnson was having problems scheduling the Library in Cambridge for the April and October dates picked for the Guernsey County meetings. It was suggested to her to move the meetings from April 9 and October 8 to April 16 and October 15.

Mr. DuBeck made a motion to amend the December resolution setting meeting dates to include the changes in April and October and Mr. Fitz seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:31pm.

Resolution 2014-01: Responsibilities of the Board President. This resolution expands upon the duties of the Board President as listed within the SEAT By-Laws to include the following duty: be the authorizing signature on all contracts and invoices between SEAT and ODOT. This resolution was strongly suggested by ODOT as the current signature on the FY2014 contracts is the former president Jody Spencer. This indicates to ODOT the Board approves and will allow Mr. Ufholz to sign all documents pertaining to the ODOT contracts.

Ms. Rucker made the motion to accept Resolution 2014-01 as presented and Ms. Adornetto seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:33pm.

Resolution 2014-02: Board By-Laws Amendments. This resolution approves the amendments to the SEAT Board By-Laws as presented by SEAT staff during the regular December meeting. These amendments included the addition of a Board Member from Byesville and updating the Transit Director duties to include Board Treasurer.

Ms. Adornetto made a motion to approve Resolution 2014-02 as presented and Ms. Wyers seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:35pm.

Resolution 2014-03: Complementary Paratransit Plan. This resolution approves SEAT's Complementary Paratransit Plan as presented to the Board of Trustees. This plan provides a Transit's plan to provide service to a ¼ mile radius of a fixed route to ADA eligible individuals as well as ensures ADA compliance in all other areas of transit as well. SEAT has always followed this however hasn't, until now, placed it in writing.

Mr. DuBeck made a motion to accept Resolution 2014-03 as presented and Mr. Fitz seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:37pm.

Resolution 2014-04: Agreement to Retain Peck, Shaffer, and Williams as Bond Counsel. This resolution authorizes the Transit Director to sign the letter of engagement to retain the above firm as bond counsel for the CNB Short Term Note.

Mr. DuBeck made a motion to accept Resolution 2014-04 as presented and Ms. Rucker seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:38pm.

Resolution 2014-05: Authorizing Line of Credit Note & Closing documents for 2014. This resolution authorizes the issuance by Century National Bank of a short-term credit note in the amount no greater than \$180,000 to SEAT with payments of principal & interest to be paid bi-weekly starting January 29, 2014.

Ms. Rucker made a motion to accept Resolution 2014-05 as presented and Mr. DuBeck seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:40pm.

Resolution 2014-06: Lakatos Group 2014 Contract Renewal. This resolution authorizes the Board President to enter into a contract with the Lakatos Group for 2014 Financial oversight utilizing the CPA Bob Ruzinsky.

Ms. Wyers made a motion to accept Resolution 2014-06 as presented and Mr. DuBeck seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:41pm.

Ms. Gill informed the Board that after emailing copies of the employee handbook, an employee informed her of a mistake in one of the policies. The Union Contract supersedes the At-Will section of the Employee Handbook. Ms. Gill and Mr. Stewart adjusted the wording to include the sentence "For Union Members, the Labor Agreement supersedes the at-will status." This wording was sent to the attorney for review and was determined to be allowable. Ms. Gill asked the Board Members to vote regarding this issue.

Mr. DuBeck made a motion to accept the proposed amendment to the SEAT Employee Handbook and Ms. Adornetto seconded the motion. Vote: In Favor – Unanimous (verbal vote) at 4:44pm.

**NEW BUSINESS:**


The next scheduled Board Meeting is for Wednesday February 12, 2014 at the Transit Center at 224 Main Street in Zanesville at 4pm.

**ADJOURNMENT:**

Mr. DuBeck made a motion to adjourn the January Regular meeting and Ms. Wyers seconded the motion. Motion carried. Meeting was adjourned at 4:46 pm.

  
Mr. Kurt Ufholz, Board President

  
Witness

  
Secretary