



Minutes of Board Meeting

Wednesday, December 15, 2021 – 8:30 a.m.

<https://global.gotomeeting.com/join/259126837>

United States: 1(224)501-3412- Access Code: 259-126-837

Attendees:

Cindy Gagne, Mayor, City of Omak (Chairperson)
Carlene Anders, Mayor, City of Pateros (Vice-Chairperson)
Wayne Turner, Council Member, City of Okanogan
Sally Ranzau, Mayor, Town of Winthrop
Andy Hover, Commissioner, Okanogan County
Tim Rieb, Council Member, City of Brewster
Jon Neal, Mayor, City of Oroville

Guests:

Deanne Konsack, Operations Manager, OCTN
Troy Rector, Clark Nuber, Shareholder

Staff:

Brent Timm, Acting General Manager/Operations
Jackie Gleason, Finance/HR Director
Paula Brantner-Thomas, Clerk of the Board
Scott DeTro, Attorney
Sarah Croskey, CLA Treasurer

Call to Order and Introductions

Chairperson Cindy Gagne called the meeting to order at 8:32 a.m.

Approval of Consent Agenda

Board Member Jon Neal moved to approve the consent agenda. The motion was seconded by Board Member Sally Ranzau and passed unanimously.

- Agenda – Addition: Personnel Committee – General Manager Position
- Minutes from November 17, 2021, Regular Meeting
- Financial Reports
 - November 2021 Financial Reports – OCTA Treasurer
 - November/December 2021 Voucher Certification – OCTA Treasurer
 - November 2021 Investment/Bank Account Balance Report



- Voucher/Warrants:

The following vouchers/warrants/electronic payment are approved for payments:

Checks	8275-8361	\$163,313.99
Payroll	DD3238-DD3270	\$47,589.09
ACH/EFT/E-Pay		\$20,704.42
Total		\$231,607.50

Public Comment:

There was no public comment at this time.

Old Business

Presentation: Clark Nuber 2019-2020 Financial Statement Third Party Audit Results

Troy Rector, Shareholder with Clark Nuber out of Bellevue, presented the 2019/2020 Financial Statement Project Results. He stated their focus of work was to help ready the agency for the Washington State Audit. He reported for the years 2015-2016, the Washington State Auditor’s Office had a finding. This resulted in the Clark Nuber Audit Project for the 2017/2018 fiscal year consisting of various procedures of reconciliation and year end reports. As a result of their audit, there were no findings for 2017/2018 Washington State Audit.

The Project Overview for years ending December 31, 2019 and 2020 showed areas that were targeted:

- Review of year end reconciliations
 - Capital assets accounting
 - Cash and investment
 - Year End Reconciliation
 - Earnings allocation
 - Vehicle replacement reserve
 - Grant and contract revenues and receivables
 - Pension accounting
- Technical review of drafted financial statements
- Clerical foot and proof of drafted financial statements

Regarding the results of work ending December 31, 2019, he reported the testing of Capital Assets showed there were some assets below TranGO’s capitalization threshold of \$2,500. The total adjustment would be \$25,050.



Regarding the Vehicle Replacement Reserve, he reported there was funding in the Reserve account based on accumulated appreciation for the vehicles against what was held in that account at the years end. Their analysis showed the Reserve appeared to be underfunded by \$271,791.74.

Regarding the results of work ending December 31, 2020, findings were similar to those of 2019 with the exception of the CARES Act contract and a small change in other numbers. He stated there was also a slight increase in the Capital Assets.

Regarding the Vehicle Replacement Reserve, Rector reported there were additional amounts transferred and the reserve decreased slightly, which appeared to be underfunded by \$202,312. Rector clarified that this amount was not accumulated with the underfunded amount from 2019, but instead was just a point in time amount.

Rector reported for the Contract Revenue Recognition, the billing for 2020 hadn't yet been completed due to the CARES Act grant, so this was still an open item regarding accruing this revenue.

He stated the Report Review was similar to 2019 which included some proposed edits to the MD&A and draft financial statements, considerations for updating the financial statement numbers and there were some missing disclosures.

Chairperson Cindy Gagne thanked Troy Rector for his presentation.

Action: Resolution #2021-29 - A Resolution of the Okanogan County Transit Authority Adopting the Budget for the Fiscal and Calendar Year 2022

Motion:

Board Member Tim Rieb moved to approve Resolution #2021-29 as presented. The motion was seconded by Vice-Chairperson Carlene Anders and passed unanimously.

Regarding the 2022 Budget, Finance/HR Director Jackie Gleason reported she worked on the chart of accounts, which had been modified and were now straight forward.

Board Member Andy Hover asked if they should not follow straight line depreciation for the buses, but rather use a one-time depreciation or make payments higher in the beginning or lower at the end. Because as of now, the exact same amount of money is being deposited in the Reserve Account over 5 years. Treasurer Sarah Croskey stated in order to have it not tied to depreciation, the current policy would need to be modified regarding vehicle reserves. She stated it was up to OCTA to decide how to handle this. Acting GM Brent Timm stated he had also been considering this, as not only was there depreciation, but they also needed to take into consideration increased costs of future bus replacements. He stated he would work on this policy.



Discussion: TranGO Strategic Planning Proposal from Clarity Counseling and Future Goals of the Agency

Acting GM Brent Timm reported the Strategic Planning Proposal was a Scope of Work proposed by Kelly Johnston with Clarity Counseling, which consisted of an offsite meeting regarding strategic plans for the agency. The total cost listed was \$18,000 which included interviews beforehand, one or two-day workshops with the Board, then closing out the meeting and implementing the plan. He brought to the Board's attention, the Proposal listed an optional suggestion on "How to Function as a Board" and felt that portion was not needed. Finance/HR Director Jackie Gleason agreed.

He stated the location of the meeting was optional but suggested it be held in Okanogan County to support local businesses.

The Board agreed to move forward with the Proposal and the consensus was to have a one 8 hour workshop rather than splitting it into two days.

Acting GM Timm stated he would take the lead on organizing the meeting.

Discussion/Action: Juneteenth Federal Holiday

Motion:

Board Member Andy Hover moved to approve "Juneteenth" as a recognized Federal Holiday by OCTA. The motion was seconded by Vice-Chairperson Carlene Anders and passed unanimously.

Finance/HR Director Jackie Gleason reported she and Clerk of the Board Paula Brantner-Thomas received responses to inquiries from the Washington State Transit Association (WSTA) Clerks and the Washington Municipal Clerks with the majority recognizing Juneteenth as a Federal Holiday.

Chairperson Cindy Gagne asked if this Holiday would follow the same policy as other Holidays, when falling on a weekend. Finance/HR Director Gleason stated yes, it would. Acting GM Timm stated this Holiday would be included in the current policy. Attorney DeTro stated he was in the process of reviewing the current Policy and Procedure Manual and would include it in Policy 503.



New Business

Discussion: WSDOT 2019-2021 Biennium Site Visit Closeout Letter

Acting GM Brent Timm reported the WSDOT 2019-2021 Biennium Site Visit Closeout Letter listed 13 deficiencies with the Americans with Disabilities Act (ADA) Policy and Title VI Policy and Plan. All deficiencies have been addressed, except for the ADA and Title VI Policies, however he was waiting to hear back from WSDOT to get clarification. He has completed the Title VI Policy which did change, and the ADA Policy is on this agenda to be approved.

Board Member Jon Neal asked for clarification as the Policy stated if a bus broke down while in route, they needed to have a replacement within 30 minutes. Acting GM Timm stated that was correct and there was always a backup bus available, however there were stipulations for rural transit agencies which allowed for 30 minutes of a new arrival or within a feasible time.

Acting GM Timm reported he also updated Policy language regarding wheelchairs, service animals and agency contact information.

Action: Resolution #2021-30 - A Resolution of the Okanogan County Transit Authority Adopting a Revised Americans with Disabilities Act (ADA) Policy

Motion:

Board Member Andy Hover moved to approve Resolution #2021-30 as presented. The motion was seconded by Board Member Jon Neal and passed unanimously.

Action: Resolution #2021-31 - A Resolution of the Okanogan County Transit Authority Approving and Authorizing an Investment Option and Amount for Designated Reserve Funds

Motion:

Board Member Jon Neal moved to approve Resolution #2021-31 as presented. The motion was seconded by Vice-Chairperson Carlene Anders and passed unanimously.

Finance/HR Director Jackie Gleason reported there was \$5.5 million in a savings account as of November 30, 2021, at North Cascade Bank (NCB), which had only gained \$369.00 in interest in 2021. The agency's former GM chose not to invest monies due to upcoming projects. After consulting with Jamie Fontaine at CLA, she and Acting GM Brent Timm recommend investing \$5 million with CLA, where there was currently another \$2.6 million invested.



She reminded the Board the agency had received \$727,468 in funding from the CARES Act grant and were expecting \$1.157 million from the CRRSAA grant. In addition, if money needed to be withdrawn from the invested account, there was only a 7-day turnaround time with no penalty.

Action: Resolution #2021-32 - A Resolution of the Okanogan County Transit Authority Board of Directors Designating the Required Signatories for Withdrawals or Account Administrative Level Changes to the Investment Accounts Held by BlackRock Investments

Motion:

Board Member Tim Rieb moved to approve Resolution #2021-32 as presented. The motion was seconded by Board Member Andy Hover and passed unanimously.

Finance/HR Director Jackie Gleason reported the previous GM was still listed on the investment account but has since been removed. Currently the investment account only requires one of the signers on the account to make changes or withdraw funds for OCTA. This Resolution would require signatures of two out of the three persons listed on the account to make any changes or withdraws of the investments, with the exception of the reinvestment of money after maturity of specific individual investments. Chairperson Cindy Gagne will remain on the account and Acting GM Timm and Finance/HR Director Gleason were added.

Action: Election of Officers

Vice-Chairperson Carlene Anders moved to re-elect Cindy Gagne as Chairperson which was seconded by Board Member Andy Hover and passed unanimously.

Vice-Chairperson Carlene Anders moved to elect Andy Hover as Vice-Chairman which was seconded by Board Member Jon Neal and passed unanimously.

Discussion: Committee Assignments

Per their agencies By-Laws, the Executive Committee consists of the Chairman, Vice-Chairman, and a Board Member of their choosing. Therefore, the 2022 Executive Committee will consist of Chairperson Cindy Gagne, Vice-Chairman Andy Hover and Board Member Sally Ranzau, who volunteered to be on the Committee.

Board Member Wayne Turner volunteered to be the Chairman for the Planning Committee.

Board Member Andy Hover and Board Member Tim Rieb both volunteered to remain in their current assigned Committee positions.



Regarding the other 2022 vacant Committee positions, the Board agreed to finalize the Committee selection during the January Board meeting when the new Board Members were present.

Discussion: Canyon Street Bus Stop Project

Finance/HR Director Jackie Gleason reported in 2018 the agency partnered with the Town of Twisp to create a new bus pull off area on Highway 20 near Hanks Market. She wanted to inform the Board the project has been completed and a check will be issued to the Town of Twisp. The agreed contract amount was \$157,908; however, the Town went slightly over budget, but that will be the Town's responsibility.

Committee Reports

Finance Committee:

Nothing to report at this time.

Facilities Committee:

Board Member Tim Rieb reported a meeting was held.

Personnel Committee:

Board Member Andy Hover reported a meeting was held and discussion needed to take place regarding the hiring of a permanent General Manager.

Planning Committee:

Nothing to report at this time

Executive Committee:

Nothing to report at this time.

Acting General Manager's Report:

Acting General Manager Brent Timm reported the following:

- CARES and CRRSAA grant requests were submitted to the State and OCTA received \$727,468 from the CARES Act grant and was waiting for \$1.157 million from the CRRSAA grant.
- Regarding the Tonasket Shelter Project, a Request for Proposal (RFP) was prepared and submitted to Attorney Scott DeTro and would be on the January agenda.
- An approval was received from Tim Carson with Marquis Holding for the proposed changes to the bus stop moving to the ally on the property currently leased for the office.



- He received a second extensive report from the L&I Hygienist Consultant. The report entailed three initial actions to be taken with a completion deadline of January 12, 2022, to which he requested an extension. He completed an Exposure Control Plan (ECP), which included Training Requirements for ECP, and a Hepatitis B Vaccine Policy. He stated the agency was required to offer the vaccine to drivers/staff who have the potential for exposure. These documents have been completed and sent to Attorney DeTro for review and will be on January agenda. Board Member Jon Neal asked if an Emergency Meeting would be called if L&I refused to give an extension to the deadline. Acting GM Timm stated yes it would, if needed.
- He is in the process of completing a Safety Plan revision.
- A new office copier/scanner machine was delivered.
- Regarding the driver barriers for the OCTN buses, he is still waiting for final details from OCTN. Upon receipt, a Resolution will be drafted by Attorney DeTro.

Acting GM Timm thanked Vice-Chairperson Carlene Anders for her time with the Board and stated her wisdom was appreciated. He stated her knowledge regarding the area was invaluable and he looked forward to working with her in the future. He also stated he will miss Board Member Marylou Kriner and appreciated her wisdom and help in moving the Tonasket project forward.

Finance/HR Director's Report

Finance/HR Director Jackie Gleason reported the following:

- She thanked the Board for their patience while completing the proposed 2022 budget.
- She completed the WSDOT GMS training along with a 3-hour WSTA HR meeting where several topics were discussed.
- Regarding the new Clerk of the Board, Paula Brantner-Thomas, she stated she was doing a great job and was taking initiative herself.
- She attended the December 13, 2021, OCOG Meeting as an assist to Paula Brantner-Thomas and she did very well. She thanked the members who helped with the hiring committee for their help in the decision process.
- She worked to align the AFLAC open enrollment with the AWC Insurance open enrollment period.
- Quick Books was enabled which will help her with organization and track work done in payroll and accounts payable.

Finance/HR Director Gleason stated she enjoyed working with both Board Member Marylou Kriner and Vice-Chairperson Carlene Anders and thanked them both for their time on the Board.

Board Member Jon Neal thanked both Acting GM Timm and Finance/HR Director Gleason for their efforts and leading the agency down a good path.



Chairperson Cindy Gagne also thanked Acting GM Timm and Finance/HR Director Gleason, along with the Board, for being cognizant and their efforts. She stated placing Brent Timm as the Acting GM was a wise decision. She reported Acting GM Timm had provided a Letter of Intent, along with his Resume and informed the Board he was interested in maintaining his position as General Manger. She reminded the Board he was currently holding two positions, Acting GM and Operations Manager, and if the Board wanted to look outward for a permanent General Manager, they needed to proceed on that process.

Attorney Scott DeTro reported Acting GM Timm was appointed as Acting GM on September 8, 2021 and was currently 3 months into his contract. He stated per the current policy, Acting GM Timm could not be permanently hired until 6 months had passed in his acting position, but also, his contract couldn't be extended beyond 9 months. He stated the Board had two options to consider which was follow the current Policy 202 regarding outside advertising or Policy 202A of no external hiring, just posting the position in-house. Under the second option, per Policy 205A, they could initiate a promotion and enter a negotiation period for a new contract, which would become effective on the date the 6 months expired, which would be March 8, 2022, at which time he would be promoted from Acting General Manager to General Manager. He stated the Board could schedule an Executive Session for the January meeting if needed.

Chairperson Cindy Gagne asked for thoughts from the Board:

- Finance/HR Director Jackie Gleason stated Acting GM Timm was performing very well and was learning quickly. He had increased the agency's morale and had all the qualifications needed for the position. She encouraged the Board to move forward with selecting him for the permanent position.
- Vice-Chairperson Carlene Anders stated she loved what Acting GM Timm had been doing for the agency. While she believed in open competition, she would like to see Acting GM Timm permanently in this position.
- Board Member Tim Rieb and Board Member Wayne Turner both suggested an internal promotion for Acting GM Timm.
- Board Member Jon Neal stated he had no problem promoting within, however public appearance/perception should also be considered.
- Board Member Andy Hover stated after reading Acting GM Timm's Letter of Intent and Resume, he is well qualified for the position, but agreed public perception needed to be considered. He proposed an internal positing for the position. Upon review of the submitted applications, they would then decide if they needed to advertise.



The Board agreed to post the General Manager position internally with a 30-day closing date from today's date.

Board Member Andy Hover moved to have Finance/HR Director Jackie Gleason create an internal job posting for General Manager and to close the advertisement on January 14, 2022. The motion was seconded by Board Member Jon Neal and passed unanimously.

Adjourn:

There being no further business to come before the Board, Chairman Gagne adjourned the meeting at 10:05 a.m.

APPROVED:



Chairperson or Acting Chair



Brent Timm, Acting General Manager

ATTEST:



Paula Brantner-Thomas, Clerk of the Board