



Minutes of Regular Board Meeting
Wednesday, February 15, 2023 – 8:30 a.m.
Location: 303 S. 2nd Ave, Suite A, Okanogan, WA

<https://us06web.zoom.us/j/94229007551?pwd=MGJjQjNTbHk2OGJRbzVRMWWHR0VkOT09>

Or by phone: (253) 215 8782; Meeting ID: 942 2900 7551 / Passcode: 893096

Attendees:

*Andy Hover, Commissioner, Okanogan County (Vice-Chairman)
*Wayne Turner, Mayor, City of Okanogan
Kolo Moser, Council Member, City of Oroville
Aaron Studen, Council Member, Town of Twisp
Sally Ranzau, Mayor, Town of Winthrop
*Brent Timm, General Manager (GM)
*Jackie Gleason, Finance/HR Director
Paula Brantner-Thomas, Clerk of the Board
Scott DeTro, Attorney
Dan Ireland, Project Manager, SCJ Alliance (joined at 8:51 a.m.)

*These participants attended in person.

Absent: Cindy Gagne, Mayor, City of Omak; Kelly Hook, Mayor, City of Pateros; Alisa Weddle, Council Member, City of Tonasket

Call to Order and Introductions

Vice-Chair Andy Hover called the meeting to order at 8:35 a.m. and everyone was welcomed.

Approval of Consent Agenda

Vice-Chair Hover reported the following changes to the Consent Agenda:

There are no December 2022 or January 2023 Financial Reports.

Motion for Amendment and Approval:

Board Member Wayne Turner moved to amend and approve the Consent Agenda. The motion was seconded by Board Member Sally Ranzau.



- Agenda
- Minutes from January 18, 2023, Regular Meeting
- December 2022 V-Cert and January 2023 Expense Approval Report

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

Checks	9193-9311, 10001-10023	\$299,615.23
Payroll	DD3664-DD3707	\$75,787.86
ACH/EFT/E-Pay	12/12/2022 – 01/31/2023	\$100,696.13
Total		\$476,099.22

Vice-Chair Hover called for the vote; the motion passed unanimously.

Public Comment:

There was no public comment at this time.

Old Business

Action: Approval of Twisp Franchise Agreement and Waiver of Conflict-of-Interest Form / Resolution #2023-02

Vice-Chair Hover requested clarification as to what the Waiver of Conflict-of-Interest form was regarding. GM Brent Timm explained Attorney Scott DeTro prepared the Waiver as he represents both TranGO and the Town of Twisp. Attorney DeTro stated that per the Rules of Professional Conduct, he is required to get a written waiver. If there is any conflict over the terms of the agreement, then he can't represent either party and the parties would need to get third-party representation.

Motion:

Board Member Turner moved to approve Resolution #2023-02 as presented. The motion was seconded by Board Member Kolo Moser.

General Manager (GM) Brent Timm reported the Franchise Agreement was approved by the Town of Twisp, for the two shelters in their town, for a 5-year term. He would have liked to have a longer term, so in 5 years they will need to renew the agreement.

Attorney DeTro stated Exhibits A (legal descriptions) and B (map/aerial views) were prepared by SCJ Alliance Engineer, Dan Ireland, which were included in the Board packet sent to everyone on Friday. Attorney DeTro subsequently reviewed the Exhibits and made slight grammatical changes in the legal descriptions on Exhibit A's for both Twisp and Brewster.



Board Member Aaron Studen stated he didn't believe Twisp would be opposed to extending the term longer and agreed that 10 years would be more appropriate. It was decided to move forward with this motion and amend later if needed.

Clerk of the Board, Paula Brantner-Thomas, brought to the Board's attention that a start date needed to be decided upon also. GM Timm stated the previous Canyon St. project was completed in 2020 at which time the previous franchise agreement ended.

Motion to Amend:

Council Member Turner motioned to amend the prior motion and include the Franchise Agreement start date of January 1, 2023. The motion was seconded by Council Member Moser.

Vice-Chair Hover called for the vote twice, to include the amendment; the motion passed unanimously.

Action: Approval of Three Rivers Hospital License Agreement / Resolution #2023-03

Motion:

Board Member Ranzau moved to approve Resolution #2023-03 as presented. The motion was seconded by Board Member Moser.

GM Timm reported this agreement was the same as the Twisp Franchise Agreement, however it is a License Agreement as they are a private entity. This agreement is effective January 13, 2023, with a 10-year term. He stated Brewster is very excited to have a shelter on Hospital Way.

Vice-Chair Hover called for the vote; the motion passed unanimously.

Discussion: Disadvantaged Business Enterprise (DEB) Program

GM Timm reported he tried to contact WSDOT several times for their feedback on the proposed DBE but has not heard back. He did receive an email from Sasha James at WSDOT yesterday, but she didn't even look at what he had presented. The due date is February 28th, but since they haven't reviewed his proposal or provided feedback, it will be late.

Attorney DeTro stated the DBE doesn't require WSDOT's approval, but would like their input in the program to make sure it is what they want to see before it's adopted and put in place. Vice-Chair Hover stated he will reach out to County Engineer Josh Thomson to see if he has any other WSDOT contacts.



Discussion: Building Lease

GM Timm reported the building was inspected last week and the inspection report was included in the Board packet. The Inspector said that for the age of the building, it was in decent shape. However, there are some issues that need to be addressed. The main water line into the mechanical room has corrosion and leakage, the parking lot is deteriorating, and an area of quite concern is the outside wall near the alley, by the old drive through, which isn't plumb. In addition, there are numerous wall cracks in the basement and on the outside building foundation which need to be watched and taken into consideration. He stated he is still waiting to have the building commercially appraised.

In addition, TranGO staff met regarding various pros/cons for staying in the current building and that list was included in the Board packet. Some of the pros/cons were discussed at the request of the Board. Council Member Ranzau asked if there have been other locations which have been looked at. GM Timm stated there has been some research into possible locations.

There was discussion about maintaining administration and operations together in one location vs. splitting them. The Board agreed they should not be split apart.

Vice-Chair Hover stated he understood wanting to keep the location in Okanogan, but the Board needs to look at a different lot to purchase where building for all facilities could take place. He stated it didn't seem feasible to put \$850,000 into purchasing the current building and then additional monies for repairs/remodeling. The Board agreed it would be best to find a blank piece of property and build what is needed and works well for staff and buses, with anticipation for a reasonable amount of growth. GM Timm stated the agency would need approximately 4 acres to build on.

Council Member Turner mentioned the City of Okanogan has property off Elmway which could be available, however it is in the flood plain and would require additional work on the terrain. Other potential property locations were discussed and SCJ Alliance Engineer, Dan Ireland, shared some possible locations with an arial view, including building diagrams situated on the premises.

It was suggested Dan Ireland contact Economic Alliance Director, Roni Holder-Diefenbach, for possible available locations. GM Timm stated he already contacted Holder-Diefenbach and there were no existing buildings already in place that would suit TranGO's needs. Attorney DeTro stated he has private clients who have commercial property available in Omak/Okanogan and he could follow up with them if desired. The Board agreed this would be a good idea.

It was also suggested to obtain safety ramifications and zoning restrictions of hydrogen fueling stations. GM Timm stated he could obtain that.



SCJ Alliance Engineer Ireland stated there is funding available to clean sites if a lot is located that needs clean up.

Discussion: Contracted Employee Evaluation Process

Vice-Chair Hover stated he provided a copy of the county evaluation form to Finance/HR Gleason this morning for her review and edits. He requested Finance/HR Gleason email a copy to the Board members and they provide feedback on any changes they'd like to see. GM Timm reminded the Board his evaluation is due March 1, 2023. He stated he is fine with not receiving an evaluation; however, he would appreciate the Board's feedback as it would help him grow, move the agency forward and help him provide leadership to others within the agency.

It was agreed the blank evaluation form will be sent to all Board Members to provide their feedback, which will be compiled, and the Personnel Committee will review these with GM Timm during his evaluation, and then present it during the next Board meeting. It was also agreed the Personnel Committee will conduct GM Timm's evaluation on Wednesday, March 1, 2023, at 1:00 p.m.

Discussion: Investments

Board Member Studen reported he and Finance/HR Gleason have discussed the current investments which has been complicated. More research needs to be done, but he believes it would be beneficial to pick one organization as a broker and financial advisor to handle everything. He believes ties should be cut with CLA due to previous issues and that OCTA is paying them unnecessarily, which a broker could do and would be less costly.

Attorney DeTro was asked if an RFQ for investments was needed per the procurement policy for purchasing of services. Attorney DeTro stated probably not, as per the professional services agreement policy, that isn't required. Attorney DeTro stated he also agrees with the suggestions of Board Member Studen.

Board Member Studen stated two viable options are Time Value Investments and the WA State Pool for Government. He stated he was waiting for a return call from the WA State Pool.

Finance/HR Gleason stated they have looked at different options and learned the county works with Time Value Investments. She also stated North Cascades Bank (NCB) mentioned Money Market accounts as a possibility. It was believed Money Market accounts are liquid so they could be used as a checking account, but that needs to be verified with NCB. She asked if it was important to the Board to diversify funds or if they preferred the money was put into the pool. Vice-Chair Hover didn't believe diversification was ideal as the agency would have to pay someone to manage the investments and that could be complicated.



Finance/HR Gleason stated she would like to have just one checking account at NCB (possibly a Money Market checking account), a separate vehicle reserve account and then decide what to do with the other funds; possibly two accounts with Time Value Investments or the WA State Pool.

There was discussion of making sure the higher balance accounts had either FDIC or government coverage for protection. Finance/HR Gleason stated she spoke with NCB in Omak who informed her that because these were public funds, the amounts in the accounts were covered and not subject to a balance limit. She stated she will contact NCB to find out where the coverage comes from and get something in writing confirming coverage.

Board Member Studen and Finance/HR Gleason will conduct more research regarding investments and bring back to the Board at the next meeting.

Committee Reports

Finance Committee:

Nothing to report currently.

Facilities Committee:

Nothing to report currently.

Personnel Committee:

Nothing to report currently.

Planning Committee:

Nothing to report currently.

Executive Committee:

Nothing to report currently.

General Manager's Report:

General Manager Timm reported on the following:

- Shelter Placement Projects – Rudnick & Sons contract is signed, and they are moving forward with this project, starting next month.



- Accounting Software – There have been some minor issues, but things are moving forward well.
- 20-Passenger Buses – He received notice VIN numbers have been assigned and there is an anticipated April delivery date. The agency will need more drivers once the new buses arrive and the current budget was approved for 14 drivers. Operations Manager, Mike Foth, contacted the applicants on file who did not yet have a passenger endorsement informing them if they obtain an endorsement by April 1st, to let him know. GM Timm also reported survey boxes have been put out in Mazama, Aeneas Valley, Chesaw, Loomis and Conconully, in addition to online Survey Monkey, regarding service expansion. So far, approximately 115 online survey responses have been received and he encouraged the Board to take the survey. He is excited to see growth and service to the community.
- Staff Recognition – He highlighted an employee in his Board Report who went above and beyond, and he wanted to bring this to the Board’s attention. This person diverted potential vandalism in the bus lot.

He had nothing further to report other than what was included in his Board report.

Operations Manager Report:

Operations Manager Mike Foth was not present for the meeting. His Board report was submitted which showed an increase of ridership and tentative timeline for expansion.

Finance/HR Director’s Report

Finance/HR Director Gleason reported on the following:

- Tyler Tech – Things are running smoother with the software and there has been successful payroll and accounts payable submissions.
- Financial – She is not able to present Financial Reports until Clark Nuber finishes their end of the year reports and she will still have to fix some of the numbers the best she can. There is approximately \$800,000 in funds just sitting there, not put into the correct BARS numbers. There aren’t any funds missing, but she needs to determine what that money encompasses so it can be put in the correct allocation.
- 2019-2021 Audit Finalization – The audit Exit Conference was held January 25th and there were no findings.

She had nothing further to report other than what was included in her Board report.



Adjourn:

There being no further business to come before the Board, Vice-Chair Hover adjourned the meeting at 9:53 a.m.

APPROVED:



Chairperson or Acting Chair



Brent Timm, General Manager

ATTEST:



Paula Brantner-Thomas, Clerk of the Board