

BOARD OF TRUSTEES  
SOUTHWEST OHIO REGIONAL TRANSIT AUTHORITY

MINUTES OF: Regular Meeting of the SORTA Board of Trustees

DATE: Tuesday, December 10<sup>th</sup>, 2019 9:00 A.M.  
SORTA/ Metro  
602 Main Street  
Cincinnati, OH 45202

BOARD MEMBERS PRESENT: Maurice Brown, Brendon Cull, Blake Ethridge, Robert Harris, Roderick Hinton, Kreg Keesee, Gwen Robinson, Mary Miller and Kathleen Wyenandt

BOARD MEMBERS ABSENT: Heidi Black, Allen Freeman and Thaddeus Hoffmeister

STAFF MEMBERS: Darryl Haley, Donna Adkins, Patrick Giblin, Adriene Hairston, Mark Huller, Michelle Jeng, Brandy Jones, Caprice Jones, Maria Jones, Matt Moorman, Cindy Resor, Shannel Satterfield and Khaled Shammout

OTHERS: Marilyn Wall (Sierra Club), Hannah Sparling (Cincinnati Enquirer), Chris Moran (LWV), Chris Dalton (City Council), Jamar Dunbar (Bus Operator), Jared Kamras (Riverton Strategies), Ali Trianfo (Government Strategies Group), and Nathan Alley (Sierra Club)

**CALL TO ORDER**

Mr. Keesee, SORTA Board Chair, called the meeting to order.

**PLEDGE OF ALLEGIANCE**

The Pledge of Allegiance was recited.

**VISION AND MISSION**

SORTA's vision and mission statements were recited.

**HEARINGS FROM CITIZENS**

**Jamar Dunbar:** Mr. Dunbar, a SORTA/Metro bus operator express his appreciate for the improvement of the organization, he and many operators see the positive changes. Lastly, he asked that administrative staff include bus operators in the FaStops project for their feedback.

**Nathan Alley:** Mr. Alley from the Sierra Club thanked the SORTA Board for their commitment to improve the region. He also expressed his excitement for making this day happen (voting on the ballot official ballot language).

**CHAIRMAN UPDATE**

Mr. Keesee provided brief updates.

**APPROVAL OF NOVEMBER BOARD MEETING MINUTES**

Mr. Brown made a motion that the minutes of the November 19<sup>th</sup>, 2019 meeting be approved as previously mailed and Ms. Wyenandt seconded the motion. By voice vote, the Board approved the minutes.

**FINANCE COMMITTEE**

Mr. Keesee reported the Finance Committee meeting that was held on December 10<sup>th</sup> and there were items to present for Board approval.

Mr. Cull moved for adoption and Ms. Robinson seconded the motion for approve of items 2-9.

**Proposed Motion: Approval of Legal Expenditures with for Vorys, Sater, & Pease LLC**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This motion approves of a purchase order for legal services with Vorys, Sater, Seymour and Pease, LLP for the time period of January 1, 2020 through December 31, 2020 at the rates set forth in the engagement letter at a cost not to exceed \$240,000.

By voice vote, the Board approved the motion.

**Proposed Motion: Approval of Legal Service Expenditures with Dinsmore & Shohl, LLP**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This motion approves a purchase order for legal services with Dinsmore & Shohl LLP for the time period of January 1, 2020 through December 31, 2020 at the rates set forth in the engagement letter at a cost not to exceed \$120,000.

By voice vote, the Board approved the motion.

**Proposed Resolution No. 2019-32: Approval of Membership with Ohio Transit Risk Pool (OTRP)**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This resolution approves membership for SORTA to join the Ohio Transit Risk Pool (OTRP) an Ohio nonprofit corporation.

By roll call, the Board approved Resolution No. 2019-32.

**Proposed Resolution No. 2019-33: Approval of 2020 Insurance Program**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This resolution approves an eleven (11) month contract with the Ohio Transit Risk Pool (OTRP) at a cost not to exceed \$578,965 for liability insurance program covering: General Liability, Automobile Liability, Public Officials Liability, Cyber Liability and Crime and a one (1) year contract with Safety National Casualty Corporation for excess workers compensation insurance for the period of January 1, 2020 through December 31, 2020, at a cost not to exceed \$100,350.

By roll call, the Board approved Resolution No. 2019-33.

**Proposed Resolution No. 2019-34: Approval of Fuel Hedging Advisory Services Contract**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This resolution approves a five (5) year contract with Linwood Capital at a price not to exceed \$168,000 for fuel price risk management services in support of SORTA's EFPS.

By roll call, the Board approved Resolution No. 2019-34.

**Proposed Resolution No. 2019-35: Approval of Service Contract with Butler County**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This resolution approves a one (1) year contract with Butler County for route service at a total contract value of \$608,510, for the period January 1, 2020 through December 31, 2020.

By roll call, the Board approved Resolution No. 2019-35.

**Proposed Resolution No. 2019-36: Approval of Service Contract with Clermont County**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This resolution approves a one (1) year contract with Clermont County for route service at a total contract value of \$543,596, for the period January 1, 2020 through December 31, 2020.

By roll call, the Board approved Resolution No. 2019-36.

**Proposed Resolution No. 2019-37: Approval of Service Contract with Warren County**

Mr. Hinton moved for adoption and Ms. Robinson seconded the motion. This resolution approves of a one (1) year contract with Warren County for route service at a total contract value of \$400,351, for the period January 1, 2020 through December 31, 2020.

By roll call, the Board approved Resolution No. 2019-37.

**PLANNING AND OPERATIONS COMMITTEE**

Mr. Cull reported the Planning and Operations Committee meeting that was held on December 10<sup>th</sup> and there were items to present for Board approval.

Ms. Miller moved for adoption and Mr. Ethridge seconded the motion for approve of items 10-14.

**Proposed Resolution No. 2019-38: Approval of Lease Agreement with King's Island**

Ms. Miller moved for adoption and Mr. Ethridge seconded the motion. This resolution approves a three (3) year parking space lease with King's Island for the period of January 1, 2020 through December 31, 2022. Included in this agreement are maintenance expenses to be paid by SORTA in an amount not to exceed \$17,500, for a total contract not to exceed cost of \$130,260.

By roll call, the Board approved Resolution No. 2019-38.

**Proposed Resolution No. 2019-39: Approval of Third Party Administrator Services for FSA/HRS/COBRA**

Ms. Miller moved for adoption and Mr. Ethridge seconded the motion. This resolution approves a five (5) year contract with Chard/Snyder for FSA/HRA/COBRA Third-Party ("TPA") administrator services at a total cost not to exceed \$208,350.

By roll call, the Board approved Resolution No. 2019-39.

**Proposed Resolution No. 2019-40: Approval to Purchase Motor Oil**

Ms. Miller moved for adoption and Mr. Ethridge seconded the motion. This resolution approves a one (1) year contract with Glockner Oil Company for motor oil at a total cost not to exceed \$123,360.

By roll call, the Board approved Resolution No. 2019-40.

**Proposed Resolution No. 2019-41: Approval to Purchase Fleetwatch Fluid Monitoring System for Access Services**

Ms. Miller moved for adoption and Mr. Ethridge seconded the motion. This resolution approves a one (1) year contract with S&A Systems for fleetwatch services at a total cost not to exceed \$117,982

By roll call, the Board approved Resolution No. 2019-41.

**Agenda Items Continued:****Proposed Motion: Approval of Mutual Termination Agreement Between City of Cincinnati and SORTA In Support of City Management of the Cincinnati Streetcar**

Ms. Miller moved for adoption and Mr. Ethridge seconded the motion. This motion approves an agreement between the City of Cincinnati and SORTA substantially in the form attached here to, effective January 1, 2020.

By voice vote, the Board approved the motion.

**Proposed Resolution No. 2019-42: Authorizing The Levy Of A Sales And Use Tax For The Purpose Of Providing General Revenue For The Southwest Ohio Regional Transit Authority**

Ms. Miller moved for adoption and Ms. Robinson seconded the motion. This resolution approves:

*The Southwest Ohio Regional Transit Authority (SORTA) proposes to levy a sales and use tax in the amount of eight-tenths of one percent for a period of twenty-five years. Twenty-five percent of the proceeds of the levy shall be used for public infrastructure projects, like building or maintaining roads or bridges; and seventy-five percent of the proceeds shall provide general revenues for operating the Metro transportation system. None of the levy money shall be used for the Cincinnati Streetcar. If this tax is approved, the City of Cincinnati earnings tax will be reduced by three-tenths of one percent according to the City's Charter.*

*Shall a sales and use tax be levied at a rate not exceeding eight tenths of one percent for a period of twenty-five years by the Southwest Ohio Regional Transit Authority (SORTA) for the purposes of public infrastructure projects, like the construction and maintenance of roads or bridges related to the provision of SORTA's service, and providing general revenues for the use of SORTA?*

By roll call, the Board approved Resolution No. 2019-42.

**BRIEFING ITEMS****MONTHLY FINANCIAL REPORT FOR NOVEMBER 2019**

Ms. Jeng presented the November 2019 financial reports. Total revenues were \$8.3 million, which is favorable to budget by \$197,000. Total expenses were \$8.6 million, which is unfavorable to budget by \$239,000 or 2.4%. The final result was

a net unfavorable variance of \$42,000 for the month. Fare revenue was favorable to budget by \$25,000. Ms. Jeng then reviewed the contributing factors to these variances.

The Committee accepted the report as presented.

**METRO ON THE MOVE**

Mr. Haley deferred his report; stating information was available in the Board books.

**ADJOURNMENT**

The meeting adjourned at 9:23 A.M.

**NEXT MEETING**

The next regular meeting of the SORTA Board of Trustees is scheduled for **January 21, 2019 at 6:00 P.M.**, the SORTA/Metro Board Room, 602 Main Street, Suite 1200, Cincinnati, Ohio.

APPROVED:



Kreg Keesee  
Chair, SORTA Board

ATTESTED:



Darryl Haley  
CEO/General Manager/Secretary-Treasurer