

ATA AREA TRANSPORTATION AUTHORITY OF NORTH CENTRAL PENNSYLVANIA

Cameron, Clearfield, Elk, Jefferson, McKean, Potter



*Welcome to the
Summer Meeting*

**ATA Headquarters
Johnsonburg, Pennsylvania**

**Board of Directors
August 16, 2017**



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Board of Directors August 16, 2017

ATA Headquarters
Johnsonburg, Pennsylvania



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ATA DRAFT REGULAR BOARD OF DIRECTORS MEETING MINUTES

August 16, 2017

A Regular Board of Directors meeting was conducted on August 16, 2017 at the Authority's Regional Transit Facility, 44 Transportation Center, Johnsonburg, Pennsylvania.

The following members were present:

Anthony Viglione, Chairman
Rhett Kennedy, Vice Chairman
Harry Whiteman, Treasurer
Kenneth Wingo, Secretary
Richard Stover
William Setree
Richard Castonguay
David Wolfe
Chuck Allen

The following were in attendance:

Thomas Wagner, ATA Solicitor
James A. Meyer, Meyer, Wagner, Brown & Kraus Law Office
Tom Buck, NCPRPDC
Michael Imbrogno, ATA Chief Executive Officer
Coletta Corioso, ATA Chief Financial Officer
Dessa Chittester, ATA Chief Operating Officer
Debbie Addeo, ATA Administrative Secretary

Chairman Anthony Viglione called the meeting to order at 10:29 a.m. He then asked Jake Meyer to open the meeting with a prayer, which was then followed by the Pledge of Allegiance.

Debbie Addeo read roll call. Board member, John Todd, (McKean County) was not present at the meeting. Notification of his absence was give prior to the meeting, as was that of invited guests, Matt Quesenberry, Elk County Commissioner, and Jim

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Thomas, Cameron County Commissioner. Board member Michael Galluzzi was not present for the meeting.

The next item on the agenda was the acceptance of the May 17, 2017 Annual Board of Directors meeting minutes. Anthony Viglione asked the Board members if there were any additions or corrections to the meeting minutes as presented.

With no additions or corrections offered by the members, a motion to accept the May 17, 2017 Annual Board meeting minutes was made by Kenneth Wingo and seconded, with all Board members in favor. *(a copy of the meeting minutes was included in the board packet.)*

The next item on the agenda was the acceptance of the June 27, 2017 Special Board of Directors meeting minutes. With no additions or corrections offered by the members, a motion to accept the June 27, 2017 Special Board Meeting Minutes was made by Rhett Kennedy and seconded by Richard Castonguay, with all Board members in favor. *(a copy of the meeting minutes was included in the board packet.)*

Treasurer’s Report

The next item on the agenda was the Treasurer’s report. Harry Whiteman Treasurer, gave the Treasurer’s Report. As of August 7, 2017, ATA had the following balances:

General Fund	\$	6,162,812
Act 26 Account	\$	24,136
Act 3 Account	\$	361,858
MATP Account	\$	562,043
Unrestricted Cash Account	\$	558,210
<i>Transferred DuFAST Checking</i>	\$	22,450
<i>Transferred DuFAST Savings Accounts</i>	\$	652,814
Cash:	\$	<u>8,344,323</u>
Accounts Payable:	\$	1,125,208
ATA-Capital- 3 new Gilligs-to be paid after \$\$ received	\$	1,108,716
Accounts Receivable (Total):	\$	1,539,451
Current:	\$	-
30-60 days	\$	370,645
60-90 days:	\$	44,253
>90 days:	\$	15,837

A motion to approve the Treasurer’s Report as presented was made by Kenneth Wingo. David Wolfe seconded the motion, with all Board members in favor.

The Committee reports were the next item on the agenda.

Executive Committee Meeting Report

An Executive Committee meeting was conducted on July 11, 2017. *(a copy of the meeting minutes was included in the board packet.)*

Michael thanked Anthony Viglione and the other committee members that attended the Executive Committee Meeting. He stated with the passing of ATA's long term financial advisor several years ago, our account was transferred over to another firm. Since that time several other firms have been interviewed with the intention of pursuing due diligence with regard to administration of the account.

The search culminated with a presentation from Fragasso Financial Advisors, an investment firm being presented to the committee. Anthony Viglione stated that this firm came highly recommended and stated they will do a great job with other committee members agreeing with Tony's assessment.

With no further discussion, a motion to approve the July 11, 2017 Executive Committee meeting minutes was made by Kenneth Wingo. Harry Whiteman seconded the motion, with all Board members in favor.

Budget Committee Meeting Report

A Budget Committee meeting was conducted on July 27, 2017. *(a copy of the meeting minutes was included in the board packet.)*

Coletta gave a brief overview of the meeting.

Three firms expressed interest in the RFQ for the auditing proposal. All three were analyzed with two being rated, and one being determined as non-responsive due to a major technical fault. The reviews were conducted, the proposals were scored, and the sealed pricing documents were opened. Coletta stated that the results indicated that Howell and Company be retained as ATA's auditors.

At that time, Anthony Viglione commended the staff on a job well done with the smooth transition of the DuFAST consolidation.

With no further discussion, a motion to approve the July 27, 2017 Budget Committee meeting minutes was made by Rhett Kennedy. Chuck Allen seconded the motion with all Board members in favor.

Kenneth Wingo made a motion as recommended at the Budget Committee meeting to adopt Howell and Company as ATA's Auditing Firm for three consecutive years with the

option to renew for two additional one year periods. Richard Castonguay seconded the motion, with all Board members in favor. Michael stated that there is an Executive Committee meeting and a Facilities Committee meeting scheduled on August 30th. He stated that there is a need to rebalance the standing committee list.

Old Business

There was nothing to report under Old Business.

New Business

The next item on the agenda was New Business. Anthony Viglione stated there are two resolutions to be presented for consideration of adoption by the Board. Copies of the resolutions are included under New Business. *(a copy of the two resolutions was included in the board packet.)*

The proposed resolutions are:

Resolution #9-2017 – Retaining Fragasso Financial Advisors as Investment Managers for the Area Transportation Authority of North Central Pennsylvania Money Purchase Plan

The Board of Directors of the Area Transportation Authority of North Central Pennsylvania resolves to retain Fragasso Financial Advisors as Investment Managers for the Area Transportation Authority of North Central Pennsylvania Money Purchase Plan.

With no further discussion a motion to approve Resolution #9-2017 was made by Kenneth Wingo. Harry Whiteman seconded the motion with all Board members in favor.

Resolution #10-2017 – Retaining Fragasso Financial Advisors as Financial Advisor for the Area Transportation Authority of North Central Pennsylvania Section 457 Plan

The Board of Directors of the Area Transportation Authority of North Central Pennsylvania resolves to retain Fragasso Financial Advisors as Financial Advisor for the Area Transportation Authority's Section 457 Plan.

With no further discussion a motion to approve Resolution #10-2017 was made by Rhett Kennedy. David Wolfe seconded the motion with all Board members in favor.

Michael stated that Fragasso Financial Advisor Company has offered to come and address the Board as a whole and to introduce themselves. It was suggested to invite them to attend the November Board Meeting.

The last item on the agenda was Chief Executive Officer's Report. Copies of the CEO's report, along with staff director's reports were given to the Board members for their information and review as part of the Board packet. Michael then gave a brief update and highlighted various projects/items that he and the staff have recently completed and/or are still working on.

- ATA will be resubmitting the TIGER grant application prior to the closing date.
- ATA continues to have a great relationship with all six county Boards of Commissioners.
- The state radio system personnel and ATA staff remain strong.
- PennDOT's Compliance review is scheduled for the second week in October, and no issues are anticipated.
- Gabe Uljon, Director of Facilities and Stationary Equipment plans to retire effective January 1, 2018.
- Procurements were released for Audit Services, Legislative Services, and Architectural & Engineering Services. Procurement for audit services has resulted in a recommendation to engage an auditing firm, while the Legislative Services and Architectural and Engineering Services are currently under review.
- Our Operating Application has been approved, and the CCA has not been approved. Coletta has been in touch with Colton Brown from PennDOT and he stated that it is moving forward, and hopefully we will hear something by the end of the fiscal year.
- The ATA audit and the DuFAST audit will be underway with both firms under contract.
- Coletta reported that PennDOT developed a capital planning tool, therefore, capital projects will be reviewed in a timely manner.
- ATA retained a firm to do a pre-award audit to determine compliance with Buy America requirements for the Gillig project.
- Dessa reported "go live" for the implementation of Ecolane a shared-ride software program is tomorrow, August 17th. Dessa stated that ATA is one of the last systems in Pennsylvania to implement Ecolane and one of the largest in terms of geography. Correspondence regarding the transition will go out to passengers that have ridden or registered within the last month. Dessa will also

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get in contact with elected officials to share information to them about the software transition.

- The RFP for fixed route software (FRITS) was released with proposals due in October.
- We will need to do an assessment in the near future of the towers and properties that are owned by ATA for any maintenance or equipment upgrade/replacement.
- Radio stations are airing John's testimonials regarding ATA's services.
- Three (3) new Gillig buses were recently delivered and are on-site in Johnsonburg.
- PO's have been issued for five new Sprinters'.
- The Cummins rebuild project is currently taking place in-house and is going well.
- Correspondence was submitted to PennDOT requesting that it apply for a Federal Bus and Bus Facilities Grant on behalf of ATA for the Bradford project and a canopy at our St. Marys terminal.
- A RRTAC/LAC meeting will be scheduled at ATA headquarters in September.
- ATA is identifying sites in other communities for transit terminals.
- Michael requested that a copy of "Planning Strategically for ATA's Future," and ATA Strategic Plan 2012-2017 be sent to all Board members. A planning session will take place with the Board either in September or November.
- Reviews of the Statistical Report, Statements of Operations Revenue and Expenses, and the Open Capital Projects Report for the end of the fiscal year were given.
- An updated progress report on ATA Performance Measures was also reviewed.
- The Board Staff Workshop will be held on October 6th at the Red Fern.

Ken Wingo suggested that with Gabe's retirement in January we get someone on board and trained.

Tony suggested a Personnel Meeting be scheduled within the next couple of weeks.

Michael expressed his appreciation to ATA staff for the great job they do, and the Board and County Commissioners for their continued support.

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Michael thanked Dave Wolfe for taking a suggestion that Dick Castonguay made to name the bridge out front in memory of Mike Trunzo. Michael reported that the borough council unanimously supported the resolution and the corresponding supporting documents that were supplied by Representative Gabler and Senator Scarnati to name the bridge out front the Mike Trunzo Memorial Bridge.

Next Board Meeting will take place on Wednesday, November 15, 2017 at 10:30 a.m.

At 12:18 p.m., with no further business a motion to adjourn the meeting was made by Ken Wingo. Harry Whiteman seconded the motion, with all Board members in favor.