

California Vanpool Authority
(CalVans)

Minutes of Board Meeting

A regular meeting of the California Vanpool Authority was called to order by Joe Neves, Chairman of Board at 10:00 a.m. on January 12, 2012, in the conference room of CalVans, 1340 North Drive, Hanford, CA. 93230

CALVANS BOARD OF DIRECTORS: Sylvia V. Chavez, Mayor City of Huron
Joe Neves, Supervisor District 1, Hanford
Robert Poythress, Madera City Council
Kirk Trost, Chief Operating Officer, SACOG
Doreen Farr, Supervisor District 3, Santa Barbara
Rudy Mendoza, Woodlake City Council
Mike D. Morgan, Mayor City of Camarillo

CALVANS STAFF PRESENT: Ron Hughes, Trish Barberick, and Heather Corder.

COUNSEL STAFF PRESENT: Zack Smith

VISITORS PRESENT: Seth Eberhard, Christine Chavez, Jim Brown, Janet Wolf and Jerry Taylor,

1. CALL TO ORDER:

ROLL CALL – Clerk of the Board

Present: Sylvia V. Chavez, Joe Neves, Robert Poythress, Jim Brown, Janet Wolf and Rudy Mendoza.

Absent: Doreen Farr, Kirk Trost and Mike D. Morgan

2. UNSCHEDULED APPEARANCES:

This time is made available for comments from the public on matters within the Boards jurisdiction that are not on the agenda. Members of the public may comment on any item that is on the today's agenda when the item is called and should notify the

Chairman of their desire to address the Board when the item is called. A maximum of (5) five minutes is allowed for any one item.

3. CONSENT CALENDAR:

Motion was made, seconded Poythress/Mendoza and carried Neves and Chavez to approve the consent calendar Item A): Approval of minutes of December 8, 2011, B): Approval of CalVans uniform policy and C): Declare older 2002/2003 vanpools as surplus and authorize their sale. Commissioner Brown, Commissioner Wolf and Commissioner Mendoza abstained.

4. SYSTEM UPDATE.

Ron Hughes commented that this is the second CalVans meeting. Ron explained the shift from KCAPTA to CalVans is progressing smoothly and insurance policies are in place.

CalPERS is backed up four (4) to six (6) months. CalVans employee portion will be paid into the KCAPTA account. Once CalPERS finishes setting up the CalVans account, the money will be rolled over into the CalVans account.

CalVans is continuing to grow and expand as those that use our vanpool tell others about the program. CalVans reduced positions to match revenues when CalVans split from KCAPTA. CalVans has been looking at ways to leverage JARC, CMAC and Air District grants/funds for additional outreach.

Ron also explained the difference of the conventional public transit model compared to CalVans model. Conventional public transit service is provided with a goal of recovering between ten (10) to twenty (20) percent from riders. CalVans uses the same public transit approach, but requires that the riders pay 100% of the cost of service. The focus of both programs is similar in that each targets those who may not have transportation or may wish to carpool to save money.

5. APPROVE AT-WILL AGREEMENT FOR EXECUTIVE DIRECTOR POSITION.

Ron Hughes explained the "acknowledge of at-will appointment" for the Executive Director of CalVans. The document will allow the Board to remove the Executive Director should they choose to do so in the future. The request for sixteen (16) weeks of paid service was made. Ron also explained a termination or moral in turpitude will be added and brought back to the next meeting. Explaining that incase the Executive Director commits a gross act, they will not receive the sixteen (16) weeks of pay.

Commissioner Mendoza commented he felt the sixteen (16) weeks of paid service was too much and was uncomfortable with it.

Commissioner Brown explained that in his years dealing with Transit Managers in the County, City and State Agencies, the sixteen (16) weeks is not too much to ask. He also commented that he thought the sixteen (16) was on the low side of the average and that the request was within reason with the amended language modification added.

Commissioner Wolf questioned whether the packet she had included the modifications. She also commented she would like the modified document in hand before making a decision.

Commissioner Wolf motioned and Commission Brown seconded that this item be brought to the next meeting.

This item will be brought back before the Board at the next meeting with the requested moral code added and a vote will follow.

6. AUTHORIZE RESOLUTION FOR DEFERRED COMPENSATION PLAN WITH THE HARTFORD.

Ron Hughes explained that most employees were enrolled in the deferred compensation plan that was in place with KCAPTA. Staff recommended that the same arrangement be set up for CalVans. The current program is managed by The Hartford. The only cost to the agency is a management benefit, which provides management the ability to have a 33.33% match of employee contributions up to \$2,500 per year. Presently there are two (2) management positions in the organization.

Staff recommended the Chairman sign the Resolution 2012-01 approving the adoption of The Hartford 457 Plan (b) deferred compensation plan.

Motion was made, seconded Poythress/Chavez and carried unanimously to authorize approving Resolution 2012-01 for the deferred compensation plan through The Hartford and the Chairman sign the resolution.

7. AUTHORIZE RESOLUTION FOR OBRA PLAN WITH THE HARTFORD.

Ron Hughes explained that extra help employees are not eligible for CalPERS and the OBRA plan through The Hartford is required as KCAPTA and now CalVans do not pay into Social Security. This allows part time, extra help and temporary employees to have a retirement plan. This plan may be replaced in the future if the employees vote to join the Social Security Program after CalPERS completes the set up CalVans into their system.

Staff recommended that the Board authorize the Chairman to sign the Resolution 2012-02 for the OBRA deferred compensation plan through The Hartford.

Motion was made, seconded Poythress/Brown and carried unanimously to authorize approving resolution 2012-02 for the OBRA deferred compensation plan through The Hartford.

8. APPROVE PROCUREMENT POLICIES AND PROCUREMENT MANUAL.

Ron Hughes explained the procurement policies and procurement manual covers everything that relates to procurement and purchasing. The document was developed following a successful triennial audit by the Federal Transportation Administration. They noted that the document KCAPTA had in place could use some improvements and suggested the current format. KCAPTA has purchased vans using FTA 5307 funds in the past and CalVans will probably do so in the future. Use of these funds requires the Federal clauses and conditions that are a large part of the manual.

Staff changed any reference from KCAPTA to CalVans and recommended the Board approve the manual to be used by CalVans.

Motion was made, seconded Chavez/Poythress and carried unanimously to approve procurement policies and procurement manuals by CalVans.

9. ADOPT, BY REFERENCE, KINGS COUNTY'S PERSONNEL POLICIES AND PROCEDURES AS CALVANS.

Ron Hughes explained that KCAPTA uses Kings County Human Resource (HR) department for HR functions dealing with hiring and discipline. KCAPTA and now CalVans would by reference adopt the current County Personnel Policy and Procedures as our own. Using Kings County HR department has saved on costs while staying current with HR employee rules and regulations.

KCAPTA along with other agencies split the cost of a staff member in the HR department. Twenty six (26) of the thirty two (32) KCAPTA employees have transitioned to CalVans. The cost for the HR employee is determined by the number of employees each agency has.

Staff recommended that the Board adopt the same arrangement.

Motion was made, seconded Wolf/Poythress and carried unanimously to adopt, by reference, Kings County's Personnel Policies and Procedures as CalVans.

10. ACCEPT APPLICATION FROM AMBAG TO JOIN CALVANS.

Ron Hughes explained the letter from the Association of Monterey Bay Area Governments (AMBAG) requesting membership into CalVans. AMBAG had originally intended to be part of the original formation of CalVans but had to stop to address concerns expressed by some of their local transit operators. AMBAG has signed individual letters with four (4) operators addressing their concerns.

CalVans currently has 37 vanpools that include agricultural workers and general riders in the Monterey area. Continued growth is occurring through coordinated efforts of CalVans and AMBAG staff.

Staff recommended that AMBAG be allowed to join CalVans.

Motion was made, seconded Chavez/Poythress and carried unanimously to accept the application from AMBAG to join CalVans.

11. ACCEPT APPLICATION FROM NCTPA TO JOIN CALVANS.

Ron Hughes explained the letter from Napa County Transportation and Planning Agency (NCTPA) requesting membership into CalVans. NCTPA has worked with KCAPTA over the past two (2) years in getting a farm worker vanpool started in their area. They experienced the same difficulties other agencies experienced in attracting riders and growers into the program. The farm worker program grant phase ended in June 2011 and they entered into an MOU with KCAPTA in October 2011, so that KCAPTA could assist them in getting the program out to the general vanpool riders as well as agricultural workers.

Staff recommended that NCTPA be allowed to join CalVans.

Motion was made, seconded Brown/Poythress and carried unanimously to accept the application from NCTPA to join CalVans.

12. AUTHORIZE APPOINTMENT OF ATTORNEY.

KCAPTA routinely uses the Kings County Council's office for legal work. It was suggested during the drafting of the JPA for CalVans that outside council be sought to assist in the formation of CalVans.

D. Zackary Smith with the firm of Ruddell, Cochran, Stanton, Smith and Bixler was one of the firms recommended. They were recommended because of Mr. Smith's expertise in working with JPA's. Staff has worked with them since that time setting up the legal frame work for the new agency.

Commissioner Wolf questioned whether the legal fees were paid by an hourly rate or a flat fee and what the annual cost would be.

Staff commented the attorney is currently being paid at an hourly rate and will check into a flat rate and what the annual cost would be and bring back the information at the next meeting.

Staff recommended this relationship continue under CalVans and that the Executive Director be authorized to sign an agreement with the firm of Ruddell, Cochran, Stanton, Smith and Bixler.

Motion was made, seconded Poythress/Brown and carried Chavez, Neves and Mendoza to authorize appointment of attorney, D. Zachary Smith and authorize the Executive Director to sign an agreement. Commissioner Wolf abstained.

12. A ADD ADDENDUM TO AGENDA.

A request for an emergency meeting to add 12 A to the agenda was made.

Motion was made Mendoza/Chavez and carried Neves, Brown and Poythress to add the addendum to the agenda. Commissioner Wolf abstained.

12. B AUTHORIZE RESOLUTION FOR SECURING UNEMPLOYMENT INSURANCE.

Staff was informed on Tuesday that a resolution to include unemployment insurance was required as part of the application being submitted to EDD on January 13, 2012. This application has to accompany the first CalVans payroll which will occur on the same date. To meet this deadline Resolution 2012-03 needs to be approved and submitted with the application.

Staff recommended that the Board approve Resolution 2012-03 and authorize the Chairman to sign the same.

Motion was made, seconded Chavez/Poythress and unanimously carried to authorize Resolution 2012-03 and for the Chairman to sign the same.

13. ANNOUNCE NEXT MEETING DATE.

The next CalVans meeting will be on February 9th at 10:00 a.m. No objections.

14. MISCELLANEOUS COMMENTS FROM BOARD AND STAFF.

Ron Hughes stated the following items will be brought back to the next meeting:

- Work on a formal attorney agreement that would allow expenses to exceed \$25,000, should that be necessary. This will be brought back at a future meeting.
- Bring back resolution setting formal meeting date and time.
- Review accounting procedures as it relates to receiving vanpool payments.
- Establish structure for a technical advisory committee.
- At-will agreement for Executive Director.

If there is anything Commissioners would like to see addressed on the next CalVans agenda, please notify Ron.

Tulare County Association of Governments (TCAG) staff would like to meet two (2) weeks prior to Board Meeting.

Commissioner Brown would like an update on the conflict of interest and by-laws at the next meeting.

15. ADJOURNMENT.

The meeting was adjourned at 10:41 a.m.

Respectfully submitted,



Ronald H. Hughes
Executive Director

1/12/2012 tb