

RECORD OF THE PROCEEDINGS SKAGIT TRANSIT BOARD OF DIRECTORS

Wednesday, September 20th, 2023

The Skagit Transit Board of Directors met in a regular Meeting in Burlington, WA and via teleconference. Board Vice Chair Mayor Miller called the meeting to order at 11:00 a.m. followed by the Pledge of Allegiance, roll call, and introductions.

Members Present

Lisa Janicki, Skagit County Commissioner
Julia Johnson, City of Sedro Woolley, Mayor
Peter Browning, Skagit County Commissioner
(represented by Danny Hagen)
Ron Wesen, Skagit County Commissioner
Matt Miller, City of Anacortes, Mayor (Vice-Chair)
Steve Sexton, City of Burlington, Mayor – **left 11:40**
Bill Aslett, City of Burlington, Councilmember -**arrived 11:02**
Colleen Kennedy, Labor Representative (non-voting member) **Arrived 11:05, left 12:13**

Members Present via Teleconference

Jill Boudreau, City of Mount Vernon, Mayor (Chair)
Judy Jones, Community Advisory Committee (Chair, non-voting member)

Members Absent:

Mark Hulst, City of Mount Vernon, Councilmember

Providing Legal Counsel:

None

Staff Present

Laura Klein, Clerk of the Board
Nicolas Bergman, Information Technologies
Crystle Stidham, Chief Executive Officer
Jennifer Davidson, Director of Human Resources
Brad Windler, Planning Supervisor
Aggie Juarez, Director of Facilities
Joe Macdonald, Director of Safety and Training

Staff Present via Teleconference:

Abby Bissell, HR Generalist
Chris Chidley, Director of Information Technology
Justin Self, Information Technologies
Jo-Ann Wynne, Procurement

Members of Public Present

Soren Jensen, Coach Operator
Brad Tinges

Members of the Public Present via Teleconference:

Jesse Jones, "Soren", "MISCK", Mallory Adkins, Timothy Woiwod, "public", "1Public", "MISCD", Andrew Cassell, "Skagit", Jim Heffern, "Samsung SM-S918U", David Ortiz, "Citizen", "Observer", "99999", "Anonymous", "Jill", Brandon Stone, "Ingrid's iPhone", "Susan", "Guest", "000000", "Jacinda's Iphone", Donald Kimball

1 Consent / Action Items:

- a) Approval of August Meeting Minutes

Mr. Wesen moved to approve all Consent / Action items. Mr. Sexton seconded the motion. The motion passed unanimously.

The informational item a- State Auditor Entrance Conference was moved to before the Executive Session to respect the time of the auditors who came to talk to the Board. A summary of their comments is under section 6a.

2 Executive Session – Potential Litigation (RCW 42.30.110 (1)(a)(i))

The Board met in Executive Session to discuss Potential Litigation per RCW 42.30.110. The Executive Session began at 11:12 am with the intention of ending at 11:42 am. *Mayor Sexton left at 11:40 am.* The Board extended the Executive Session by 10 minutes, now intending to end at 11:52 am. The Board returned to regular session at 11:52 am.

3 Board Chair Report

Mayor Boudreau reminded the Board to respond to the Survey the Clerk of the Board sent out regarding availability for a board retreat. Mayor Boudreau read a memo that was included in the agenda packet. The memo highlighted a work plan for the staff of Skagit Transit to update policies and procedures as many documents have not been updated in many years. The transition to new leadership is a time for staff and the Board to reflect and work together on these new processes. Ms. Boudreau thanked the staff for their hard work in collecting the current policies into a single repository.

A governance committee consisting of Ms. Stidham and 3 board members along with appropriate Skagit Transit staff will be formed to head this project.

Specifics of tasks to be undertaken for this project and their deadlines are listed in the report in the agenda packet.

Ms. Boudreau asked for the work plan to be voted on by the Board.

Mr. Wesen commented that this information will be helpful to Skagit Transit moving forward.

Ms. Boudreau added that as we go, there may be things to add to the work plan.

Ms. Johnson moved to approve the work plan. Mr. Aslett seconded the motion. The motion passed unanimously.

4 Public Comment:

Soren Jensen: "Soren Jensen, residing in Sedro-Woolley, or right outside of it. I was just looking at the minutes and all that stuff and I don't see any financial reports since June I think right now. I just wanna make sure that when you make all these decisions right now you'll have updated financial reports for whatever goes forward and you can make good decisions based on that. Ok? Thank you."

Mayor Miller stated that the Board is aware of the reports and appreciates Mr. Jensen highlighting that.

Alysa Stamey: "Can you hear me? Great! This is Alysa Stamey and I wish to speak. Um, this is Alysa Stamey and I'm from Bayview. Through reports available by public records, it is documented and undisputed that a member of this Board of Directors directed agency staff to withdraw grant applications for \$550,000 that were rated and recommended to be funded in order and instead received the funds for the city of Mount Vernon library project. It is also well recorded that this same Board member also directed agency staff to not apply for state and federal grants for which transit would otherwise qualify for preventing the agency from competing for at least \$5.5 million in potential revenue. According to the agency's policy 3.06 on ethics, this code of ethics prohibits Skagit Transit's officers and employees, Board members or agents from using their positions for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest or personal gain. As permitted by state or local law or regulations, violation of this code by a Skagit Transit officer, employee, Board member or agent or by subcontractors or subrecipients for their agents shall result in penalties, sanctions, or other disciplinary action up to and including discharge. The policy further states that this code of ethics prohibits Skagit Transit's employees, officers, Board members or agents from participating in the selection, award or administration of a contract supported by federal or state funds if a real or apparent conflict of interest would be involved. Such a conflict would arise when any of the parties set forth below has a financial or other interest in the firm or entity selected for award, the employee, officer, Board member or agent. I hereby request that Skagit Transit's Board of Directors take action today in compliance with agency policy and discharge Mayor Jill Boudreau, who is currently serving as Board Chair, and appoint an alternative member pursuant to agency bylaws section 2.2 while recognizing section 2.4 that allows for a review of the Board's composition if deemed appropriate. Uh, and I have more to say. Meeting minute corrections as well the Board chair stated at the August meeting 'I did not say that the Board approved the positions, I said that the Executive Director had the authority to shift job duties to existing positions. They aren't adding FTE, they are taking an existing FTE and assigning types of duties which is reclassifying.' This was stated within the last meeting and was listed in the August minutes. For the record, this is not a true statement. The job duties were not shifted to existing positions because the Executive

Assistant position never existed before, which makes it new. The individual that was appointed as Board Chair and hired as the Executive Assistant by the new CEO around a month after her hire was a contract employee before this time and as such was not an actual employee of Skagit Transit. You cannot reclassify a contract employee who was not an actual transit employee. This is a new position, which includes the addition of new staff. Please correct the minutes as Colleen was correct in her statement last month. This was a new position that was not approved by the Board that was appointed Clerk of the Board without vote or resolution. Uh, furthermore, I see in the agenda there is another request to approve the Project Manager FTE position first requested last month, however, as Lisa stated clearly, 'my hesitancy is there is a certain element of unrest and messiness within the org structure right now. I'd like to have more certainty where we are going forward right now and how we are going forward right now before we bring in another high-level employee.' I ask, is this really in the best interest of the public at this time. And at the moment, that is all I have, I do have more comments, but I realize I'm probably over 3 minutes, so I do have more to say, but for now I'll rest my case.

Mayor Miller commented that written public comments are accepted as well.

Colleen Kennedy: **First part of comments were unintelligible due to microphone not being on.** "oh, sorry. When I worked in education, the teachers union took a vote of no confidence in one of the principals, yet they remained in the position until they retired. The principal took the vote as a learning experience, asked how they can make changes and work together as a team and moved on. I've seen none of this from Crystle. There has been no reaching out to the union and asking how we can work together to make a better working relationship. It has been radio silent for months. Instead in the few months she has been here, she has decimated the morale of Skagit Transit. People don't want to come to work. She has demoted people from positions from which they have excelled for years, fired people that questioned her, created a hostile work environment for employees, and frustrated the public by cancelling routes without notice. Between March 1st and August 15th, 45 routes have been cancelled without notice to the public. Last year in that same time period there were no routes cancelled. The routes that have been cancelled repeatedly leave the public waiting for an hour or more rather than a half hour. When the bus arrives, some of them are overcrowded and standing room only. I specifically asked for an accounting of the revenue we lost from all of these cancelled routes and was told by Alan we don't have that information. If this is indeed true, I find that appalling. At the last meeting, well to touch on it a bit earlier, Mayor Boudreau stated that new positions were shifted duties. These positions did not exist. So whose duty was shifted and on whose authority. I honestly don't know what the future of Skagit Transit will be if changes are not made. We will lose many valuable and experienced employees and a huge hurdle to gain the trust of the voting community. I am requesting that this letter be included in the minutes as I expected my last letter to be and I do not want Laura to take the liberties she took with my letter regarding the vote of no confidence when it came to the minutes summary of that meeting as well as Mayor Miller's comments that have not been corrected. As is a public meeting and everything said needs to be available to the public and recorded correctly. And I also just wanted to bring an example of this is the welcome that we have received since Crystle has been here. These are all the disciplinary letters served on drivers. These are the 8 that I got just last week. 4 of them are Loudermills which meaning they want to fire the employee. I cannot believe that drivers that have been here 5, 10, and 15 years have suddenly fallen apart. In the last 6 months, so I just wanted to share that information. I am done."

5 Full Discussion/Action Items:

a) Approve Clark Nuber Contract No. 23-026

Ms. Stidham read the report as presented in the packet.

Mr. Wesen asked roughly how much they have done for the agency so far and the cost.

Ms. Stidham said one invoice for \$35,000 has already come through. An estimate of \$60,000 in progress and an estimated \$120,000 to finish the state audit and the rest of the listed items.

Ms. Boudreau commented that she appreciated that Ms. Stidham brought in Clark Nuber to help as they have identified some significant work for the agency to undertake.

Ms. Boudreau moved to approve Clark Nuber Contract 23-026. Ms. Janicki seconded the motion. The motion passed unanimously.

b) Approve Revised Drug and Alcohol Policy

Colleen Kennedy left at 12:13 pm.

Ms. Davidson read the report as presented in the packet.

Ms. Johnson moved to approve the Revised Drug and Alcohol Policy. Mr. Wesen seconded the motion. The motion passed unanimously.

c) Approve Public Transportation Agency Safety Plan Update

Mr. Macdonald read the report as presented in the packet.

Mr. Aslett moved to approve the Public Transportation Agency Safety Plan Update. Ms. Boudreau seconded the motion. The motion passed unanimously.

d) Approve Fare-Free Service for Community Connect Event

Mr. Windler read the report as presented in the packet.

Ms. Stidham clarified that the free fare will only be for individuals stating they are going to this event and are advertised as such.

Ms. Janicki moved to approve Fare-Free Service for Community Connect Event. Ms. Johnson seconded the motion. The motion passed unanimously.

e) Approve Purchase of 65 XR90 WiFi Units from Green Ramp Group

Mr. Chidley read the report as presented in the packet.

Ms. Boudreau moved to approve the Purchase of 65 XR90 WiFi Units from Green Ramp Group. Mr. Wesen seconded the motion. The motion passed unanimously.

f) Approve Purchase of Five Fixed Route Coaches

Ms. Stidham read the report as presented in the packet.

Mr. Wesen moved to approve the Purchase of Five Fixed Route Coaches. Mr. Aslett seconded the motion. The motion passed unanimously.

g) Approve Resolution 2023-06: Appoint Clerk of the Board

Ms. Stidham read the report as presented in the packet.

Ms. Janicki commented that she completely supports this action and asked if there was a budget amendment to go with this action.

Ms. Stidham responded that there was a reallocation of a different position. One position was eliminated for this position, so there is no budget amendment and in fact the position's salary is lower than that of the eliminated position.

Ms. Boudreau moved to approve Resolution 2023-06. Ms. Janicki seconded the motion. The motion passed unanimously.

h) Approve Project Manager FTE

Ms. Stidham read the report as presented in the packet. Ms. Stidham also noted that a presentation was given to the Board via email alongside the Agenda Packet detailing the projects and costs savings for this position.

Mayor Miller stated he did not see the presentation in the packet. The Clerk clarified that the presentation was presented as a separate link in the meeting materials sent to the Board and was not included in the actual board packet.

Mr. Wesen asked how difficult it would be to find someone with the skill level being asked in the position. Ms. Stidham said that this is a difficult labor market, but WTA just hired a similar position a few months prior.

Ms. Boudreau said that she hopes the agency can find someone and to keep the Board informed of the hiring process.

Mr. Miller commented that his municipality in Anacortes knows him as the "FTE" guy and that FTEs are forever in government and is worried about continuation of work after this large project is done.

Ms. Janicki commented that while she expressed some reluctance at the last meeting, the slides presented and the number of projects with substantial costs savings made her wish the agency had hired a project manager five years ago. The issues happening with the current MOA2 project would not have happened if the agency had the in-house oversight.

Ms. Janicki moved to approve Project Manager FTE. Ms. Boudreau seconded the motion. The motion passed unanimously.

6 Information Items

a) State Auditor Entrance Conference

Two auditors from the State of Washington came to speak to the Board about the upcoming audit. The purpose for the audit is 2 years accountability audit for FY 2021 and 2022, a 1-year financial statement audit for 2022, and Federal Single audit for 2022. At the end of the audit, an exit conference will be held to discuss the audit results. Copies of specific audit items were passed out to the Board at the meeting. An audit report will be available to the public at the conclusion of the audit.

Ms. Boudreau thanked the representatives for coming and reminded them about the specific items that were requested by her.

Ms. Janicki requested a soft copy of the pages that were handed out at the meeting.

b) CEO Update

With Clark Nuber and Commissioner Janicki's help, Skagit Transit has job offered an Accounting Manager. The candidate has accepted and will be starting October 6th.

c) United Way & Helping Hands Food Bank Partnership (Written Report)

- d) WWU Ridership Agreement (Written Report)
- e) Fall Planning Studies Update (Written Report)
- f) CAC Report (Written Report)
- g) Ridership Report (Written Report)

Items 6a-6g are written reports included in the agenda packet. For the sake of time, no further comments were read at the meeting, except for Judy Jones stating that there were more applications for CAC membership, so more information will come soon. She also mentioned the "Week without Driving" event coming up October 2nd-8th and elected officials are encouraged to use alternative transportation to support this event. The point of the event is to help officials see the challenges that come with not having access to a personal vehicle and to help the officials make more informed decisions based on the experience.

Mayor Miller adjourned the meeting at 12:35 p.m.

Attest:



Laura Klein, Clerk of Skagit Transit Board



Jill Boudreau, Chair Skagit Transit Board of Directors