



Minutes

Meeting:	TriMet Board of Directors Regular Board Meeting	Date:	February 28, 2018
		Time:	9:00 a.m.
Presiding:	Bruce Warner	Location:	World Trade Center, Bldg. 2 Plaza Conference Room 121 S.W. Salmon Portland, Oregon 97204
Board Members Present:	T. Allen Bethel (<i>by phone</i>) Joe Esmonde Lori Irish Bauman Craig Prosser Linda Simmons Bruce Warner	Board Members Absent:	Travis Stovall

TriMet Board Business meetings and public forum are available via web video stream. You can access the archived meetings and materials at trimet.org/meetings/board.

President Warner called the business meeting to order at 9:20 a.m.

1. BOARD REPORTS:

- A. Transit Equity Advisory Committee (TEAC)** – T. Allen Bethel reported on the February 15, 2018 meeting:
- Carl Green provided an overview of his Title VI Analysis of TriMet's FY 2019 Service Plan. He also discussed the elimination of the 30-day pass, as well as Title VI Analysis related to considerations of a possible fourth operations base.
 - TEAC members debriefed on the visit from TriMet Board President Bruce Warner and their conversation with GM candidate Doug Kelsey. The Committee also discussed TriMet's recent efforts related to increasing safety and security presence on the system and the status of the PPI contract and some of the related background.
 - Hop staff provided an update on the transition from the old paper tickets to the new disposable paper tap ticket available through Hop and TriMet's effort to extend the transition timeline.
 - TEAC members from the Multnomah County Youth Commission discussed the value of adding a youth sub-committee for TEAC.
 - TEAC also briefly discussed priority areas of focus for 2018 and a new member recruitment that will be the focus of the next meeting.

President Warner thanked TEAC members for taking the time to hold a special meeting to ask questions and hear from GM candidate Doug Kelsey and President Warner about the recruitment process and the future of TriMet.

- B. Finance & Audit Committee** – Craig Prosser reported that the Committee met this morning and heard from Chief Financial Officer Dee Brookshire on the status of the preparation of the FY 2019 budget, including the schedule and continued community outreach opportunities. The Committee reviewed the Financial Forecast and suggested changes that will be included in the final.

2. GENERAL MANAGER REPORT

Shelley Devine and staff provided the following reports and answered Board questions:

- Follow-up on request from Charles Ormsby during Public Forum – staff will review and respond back to the Board and Mr. Ormsby prior to the next meeting.
- January Ridership Results
- Improved and expanded Bus Service, including new lines 42 and 74 beginning March 5, 2018
- Milliman GM Compensation Study Review – Rosalinda Wells

3. CONSENT AGENDA

Director Simmons asked that Resolution 18-02-16 be moved to the regular agenda for separate consideration.

Action: Lori Bauman moved to approve the consent agenda items listed below; Joe Esmonde seconded the motion. The Board unanimously approved the motion.

Approval of Board Meeting Minutes for January 25, 2018 and February 21, 2018

Resolution 18-02-15 Authorizing a Modification to the Contract with Howard S. Wright for Construction Manager/General Contractor Services for the Washington Park Station Improvements Project

Resolution 18-02-17 Authorizing an Amendment to an Agreement with Prosper Portland for Construction and Purchase of Property for a Transit Police Facility

Resolution 18-02-18 Authorizing the Transfer of Appropriated Funds Within the FY2017-2018 General Fund Budget

4. RESOLUTIONS

Shelley Devine and staff introduced the following resolutions and responded to Board questions.

Resolution 18-02-16 Authorizing a Contract Modification with CH2M Hill, Inc. for the Development of a Transit Asset Management Plan (TAMP)

Action: Joe Esmonde moved approval of Resolution 18-02-16; Craig Prosser seconded the motion. Directors Prosser, Bauman, Bethel, Warner and Esmonde voted in favor; Director Simmons abstained due to conflict – the motion passed.

Resolution 18-02-19 Authorizing a Contract with Cheiron, Inc. for Actuarial and Related Services for two Defined Benefit Plans and Other Post-Employment Benefit Obligations

Director Esmonde requested that staff provide a tutorial on the contract evaluation process. Shelley Devine responded that staff would be happy to provide at an upcoming Board briefing.

Action: Director Simmons moved approval of Resolution 18-02-19; Craig Prosser seconded the motion. The Board unanimously approved the motion.

Resolution 18-02-20 Authorizing a Contract with Mercer Health & Benefits LLC for Benefits Consulting Services

Action: Craig Prosser moved approval of Resolution 18-02-20; Lori Irish Bauman seconded the motion. The Board unanimously approved the motion.

Resolution 18-02-21 Authorizing a Modification to a Contract with J.E. Dunn Construction Company for Construction Manager/General Contractor Services for the Powell Bus Garage Replacement Project

Steve Witter explained how this modification would allow us to jump-start the shop drawing process and begin the permitting conversations with the City in this busy construction season and competitive market.

Action: Joe Esmonde moved approval of Resolution 18-02-21; Linda Simmons seconded the motion. The Board unanimously approved the motion.

5. REPORT BY PRESIDENT WARNER AND PUBLIC TESTIMONY ON GM SELECTION. FOLLOWING PUBLIC TESTIMONY, THE BOARD WILL CONSIDER THE FOLLOWING RESOLUTIONS:

President Warner provided a detailed explanation of the General Manager hiring process and the outreach Board members and Doug Kelsey have done since the January Board meeting. President Warner stated that those discussions helped inform a number of long and short-term goals for the agency and the new General Manager. President Warner stated that the Board selected Doug Kelsey because he has a demonstrated track record of success and asked Mr. Kelsey to provide a brief overview of the deliverables developed based on those conversations.

Doug Kelsey outlined the goals and commitments that he and staff expect to accomplish over the next 120 days and answered Board questions.

President Warner opened the meeting for public testimony on the GM recruitment:

Jonathan Hunt, ATU 757 Vice President, stated that he is speaking on behalf of 3,000 plus frontline TriMet employees who move this region. Mr. Hunt explained that he is here today to reiterate their core demand and asked the Board not to appoint Doug Kelsey as the next General Manager of this agency as it would continue the broken status quo.

President Warner asked Board members if they had any additional questions about the actions that Doug Kelsey outlined in the Deliverables Memo. President Warner proposed to incorporate the items outlined into written performance objectives to be included in negotiations for a final employment contract if approved.

Director Bauman stated that she appreciates the thorough set of deliverables and asked that as we look at safety and security issues that we consult with community representatives including the Committee on Accessible Transportation (CAT) that advocate for people with disabilities, both physical and developmental as we make decisions.

Director Esmonde stated that he would like continued outreach with stakeholders not listed in the Deliverables Memo such as the Portland Business Alliance and the Chambers.

Director Bethel stated that after hearing the twelve deliverables he would like to ensure that this is not just a pressure release in response to the objections and that Mr. Kelsey would be committed to continuing to make improvements – he does not want to return to status quo.

Doug Kelsey stated that we would continue to assess ongoing objectives and provide an annual accounting of progress. Mr. Kelsey stated that he would adjust and re-establish new objectives for multiple years going forward to ensure we are addressing regional needs and concerns.

President Warner stated that what he heard from the community is the need for more collaboration, outreach and communication and he feels that the commitments outlined are a jump-start to the new direction as an agency.

Director Esmonde stated that it is good to look at best practices across the nation, as well as being innovative.

Doug Kelsey stated that he agrees and discussions have already begun with local and national consultants and other peer agencies to look at successful models specifically around workplace diversity.

Director Simmons stated that it is good to look at ways to improve ridership, but with the understanding that decreased ridership is systemic across the industry, not just TriMet.

Doug Kelsey shared that while at an APTA Conference, he did hear from other transit agencies that ridership was down; however, he agrees we need to continue to look at ways to improve our system. Mr. Kelsey stated that safety and security are foundational -- we need to work with TEAC and listen to the community to understand how we can improve. Mr. Kelsey added that we are in a customer business and shared the importance of listening to our riders and making needed adjustments.

President Warner thanked everyone for their input through this process in finding the right person to steer this ship and feels that through a vigorous process that the Board has found the right person in Doug Kelsey. President Warner asked if there were any additional comments or questions before moving onto the resolutions for consideration – there were no additional comments.

President Warner introduced the following resolutions:

Resolution 18-02-22 Authorizing the Board President to Negotiate and Enter Into an Employment Agreement with the Selected Candidate for the General Manager Position

Action: Linda Simmons moved approval of Resolution 18-02-22; Lori Irish Bauman seconded the motion. Directors Prosser, Bauman, Warner, Simmons and Esmonde voted in favor, and Director Bethel opposed – the motion passed.

Resolution 18-02-24 Appointing Doug Kelsey as TriMet's General Manager

President Warner read the following note from Director Stovall for the record:

"I regret not being able to attend the meeting today. This is a very important decision for TriMet, all our stakeholders including riders and the ATU and our amazing community. I still wanted to convey my thoughts on hiring Doug Kelsey as TriMet's next General Manager. We conducted a thorough search with a diverse slate of candidates. Mr. Kelsey comes to us with an impressive book of experience. Experience is not the only thing that was

weighed in the process though, I felt that we look at each of the finalists in their totality. While we had top-notch talent apply and interview, I feel that Mr. Kelsey is the best candidate for the General Manager role at TriMet at this point in its maturation.

Being a person of color, I am incredibly sensitive towards diversity and inclusion. I personally believe the Rooney Rule in football is a critical step in the right direction towards diversity and inclusion. I staunchly believe that TriMet and the transit industry as a whole needs to do more to encourage diversity and inclusion at the executive and director levels, including residency type programs that encourage a more diverse set of candidates for these positions.

While diversity and inclusion permeate my thoughts, I personally feel that Mr. Doug Kelsey is the right hire for the role of GM at TriMet. I confidently believe that he will bring an inclusive vision, will reach out to the community, will drive a fiscally responsible organization and will ensure that TriMet continues to be an innovative and premiere transit property.”

Action: Linda Simmons moved approval of Resolution 18-02-24; Joe Esmonde seconded the motion. Directors Prosser, Bauman, Warner, Simmons and Esmonde voted in favor, and Director Bethel opposed – the motion passed.

Resolution 18-02-23 Approving a Revised General Manager Job Description

Director Bethel stated that he would support this resolution solely on the basis that the Board has already made the decision to appoint Doug Kelsey as the next General Manager and that to move this forward the job description does need to reflect the Urban Planning portion of this position to obtain the needed visa..

Action: Craig Prosser moved approval of Resolution 18-02-23; Linda Simmons seconded the motion. The Board unanimously approved the motion.

6. ORDINANCES

Ordinance 348 of the Tri-County Metropolitan Transportation District of Oregon (TriMet) Amending Chapter 14 of the TriMet Code to Revise the Definition of “Net Earnings from Self-Employment (Second Reading)

Erik Van Hagen read Ordinance 348 by title only and Shelley Devine introduced.

Action: Craig Prosser moved adoption of Ordinance 348; Linda Simmons seconded the motion.

The following roll call vote resulted in the adoption of Ordinance 348:

Joe Esmonde.....	Yes
Linda Simmons.....	Yes
Bruce Warner.....	Yes
Lori Irish Bauman.....	Yes
Craig Prosser.....	Yes
T Allen Bethel.....	Yes

Ordinance 349 of the Tri-County Metropolitan Transportation District of Oregon (TriMet) Amending TriMet Code Chapter 29.35 Concerning Penalties for Fare Evasion (Second Reading)

Erik Van Hagen read Ordinance 349 by title only.

Mr. Van Hagen addressed a question that has come up in community engagements on what happens to youth under this program, since the Ordinance specially addresses riders who are 18 and over. Mr. Van Hagen explained that the youth in Oregon are under the exclusive jurisdiction of the Juvenile Department intentionally to allow an opportunity to connect with those individuals who are involved in minor infractions to find out what is going on and offer diversion and educational programs, not high fines nor a permanent record. TriMet did not include juveniles in the proposed legislation, as the current processes works.

Erik Van Hagen explained the Ordinance and the proposed changes to the TriMet Code and answered Board questions.

Director Esmonde asked if the Board has the ability to change the fines later if it proves a burden.

Erik Van Hagen responded, yes, and if approved this program would launch July 1, 2018 and we can look at this annually after we receive the community survey results.

Director Esmonde asked if we have had organizations reach out to us to ask if the individuals who chose community service can work at their facility.

Erik Van Hagen responded yes, he was out at the Rebuilding Center on North Mississippi and they have a fantastic community service program with an opportunity to build skills and learn a trade. There are a number of organizations that not only offer community service, but they also provide longer-term opportunities. Director Esmonde stated that he would like to hear more about those opportunities.

President Warner stated that what he is hearing is that the program currently in place for juveniles is working and this Ordinance would not change that.

Action: Craig Prosser moved approval of Ordinance 349; Linda Simmons seconded the motion.

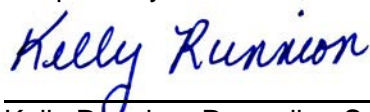
The following roll call vote resulted in the approval of Ordinance 349:

Joe Esmonde.....	Yes
Linda Simmons.....	Yes
Bruce Warner	Yes
Lori Irish Bauman.....	Yes
Craig Prosser.....	Yes
T Allen Bethel	Yes

7. OTHER BUSINESS & ADJOURNMENT

Hearing no further business, President Warner adjourned the meeting at 11:03 a.m.

Respectfully submitted,



Kelly Runnion, Recording Secretary