

**BEN FRANKLIN TRANSIT  
BOARD OF DIRECTORS MEETING MINUTES  
Thursday, December 12, 2013/7:00 p.m.  
1000 Columbia Park Trail, Richland, WA**

1. Convene/Roll Call: MATT WATKINS, BOB OLSON, STEVE BECKEN, RICHARD BLOOM, BOB KOCH, JEROME DELVIN, TERRY CHRISTENSEN, NORMA NELSON, (RICK MILLER, excused)

Staff: Tim Fredrickson, Kathy McMullen, Tony Kalmbach, Barbara Hays, Rob Orvis, Dan Sandmeier, Jerry Otto, Gloria Boyce, Terry DeJuan, Katherine Ostrom, Jim Thaelke, Susan Snowdy, Patrick R. Roach, Legal Counsel

2. Pledge of Allegiance

CHAIRMAN WATKINS called on Timothy J. Fredrickson, General Manager, to lead the Pledge of Allegiance.

3. Citizens Public Comment/Introduction of Visitors

Visitors: Zachary Ziegler, Ed Harvill, Chris Lillyblade, Karyn & Steve Vandecar, Citizens Advisory Committee (CAC) Members, and a couple of employees

CHAIRMAN WATKINS invited public comment on any item that is not on the agenda. Please state name and address for the record. Please limit remarks to three minutes.

No public comment was given.

4. Approval of Agenda

CHAIRMAN WATKINS stated that there will be an Executive Session. It will be announced again prior to recess of the Regular Board of Directors meeting. He called for a motion to approve the Agenda.

ACTION: BOB OLSON made and BOB KOCH seconded a motion to approve the agenda. MOTION CARRIED.

5. Board Committee Reports

A. Planning & Marketing Committee/Bob Koch, Chair

BOB KOCH stated that the Committee met on Tuesday, December 3, 2013. The group talked about the potential for a Transit Pass Program for WSU similar to the program BFT does with CBC. Transit surveys are out to PNNL employees. Christy Watts, Marketing/Customer Service Supervisor, showed 3 different BFT commercials that are airing locally and will air at Fairchild and Carmike Cinemas during the holidays and next year. Christy presented an overview of the BFT Marketing Plan December 2013 through July 2014. Staff heard ridership and sales tax reports from Staff and the November

Vanpool Newsletter was handed out. The meeting notes were included in the Board packet.

B. Operations & Maintenance Committee/Rick Miller, Chair

JEROME DELVIN chaired the meeting in Rick Miller's absence. The group discussed extending the vehicle glass contract. Also the Committee discussed extending the contract with ARC of the Tri-Cities for purchase of ADA boardings for eligible clients through December 31, 2014. The group talked about renewal of Limited Mode Service Provider Contracts with Kadlec and ARC.

JEROME DELVIN noted that Committee and Staff discussed the idea of extending contracts at some length. It was noted that Staff does look at other pricing and options before extending existing contracts.

The Committee enjoyed seeing the BFT TV Commercials. Staff gave reports on Ridership and Sales Tax. The meeting notes were included in the Board packet.

C. Administration & Finance Committee/Steve Becken, Chair

STEVE BECKEN, Chair, stated that the Committee met on Thursday, December 5, 2013. He deferred comment to BOB OLSON. The Committee and Staff received an update on the Non-Rep Compensation Study. They discussed renewal of the FleetNet Software License Agreement. The group talked about entering into agreement with the Washington State Municipal Research Services Center (MRSC) to use their Small Works Roster process. The group enjoyed the BFT TV Commercials and heard Staff reports on Ridership and Sales Tax. The meeting notes were included in the Board packet.

6. Consent Agenda

**(Any item is open for discussion at Board or Public Request)**

- A. Minutes of November 14, 2013 Regular Board Meeting
- B. Payroll/Voucher Summary

November 2013 Vouchers audited and certified by Ben Franklin Transit's auditing officer as required by RCW 42.24.080, and those expense reimbursement claims certified as required by RCW 42.24.090, have been recorded on a listing which was emailed to the Board Members December 6, 2013.

ACTION: As of this date, December 12, 2013 I, \_\_\_\_\_  
Move that the following checks be approved for payment:

**Payroll**

Check Register Number	Check Number/Number	Date of Issue	in the amount of
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128-13	74875	74923	11/1/2013	336,681.56 Payroll
129-13	Electronic File	Payroll Taxes	11/1/2013	135,974.68 Payroll
133-13	74924	74974	11/15/2013	347,058.94 Payroll
134-13	Electronic File	Payroll Taxes	11/15/2013	135,638.92 Payroll
140-13	74975	75026	11/29/2013	362,363.27 Payroll
141-13	Electronic File	Payroll Taxes	11/29/2013	138,886.32 Payroll

**Total    \$   1,456,603.69**

**Non-Payroll Vouchers**

130-13	51677	51749	11/1/2013	\$ 294,901.41	Mdse
131-13	51750	51750	11/4/2013	2,000.00	Mdse
132-13	51751	51805	11/8/2013	471,473.16	Mdse
135-13	51806	51868	11/15/2013	302,691.61	Mdse
136-13	51859	51870	11/18/2013	2,929.00	Mdse
137-13	51871	51936	11/22/2013	151,034.69	Mdse
138-13	51938	51938	11/25/2013	79,601.71	Mdse
139-13	Electronic File	Excise Tax	11/25/2013	1,191.74	Mdse
142-13	51938	51997	11/29/2013	299,232.91	Mdse

**Total    \$1,605,056.23**

Check Register Numbers 128-2013 to 142-13 in the total amount of **\$3,061,659.92**  
The motion was seconded by \_\_\_\_\_ and approved by a unanimous vote.

- C. Resolution 70-2013 – Authorizing the General Manager to renew Agreement With Fleet-Net Corporation to support the Operations, Maintenance, and Administration Computer System
- D. Resolution 71-2013 – Authorizing the General Manager to extend the Contract With Tri-Cities Windshield Repair, Inc
- E. Resolution 72-3013 – Authorizing the General Manager to extend the Contract With The ARC of Tri-Cities for the purchase of ADA Boardings for Eligible Clients Until December 31, 2014
- F. Resolution 73-2013 – Renew the Limited Mode Service Provider Contract with Kadlec Regional Medical Center
- G. Resolution 74-2013 – Renew the Limited Mode Service Provider Contract with The ARC of Tri-Cities

CHAIRMAN WATKINS noted that we have an extensive Consent Agenda of items that have been through Committee and are considered routine; unless a Board Member or a member of the public wants to have any item pulled from the agenda for further consideration.

**(BFT Board Standing Committees recommended approval of Consent Items to the Full Board of Directors)**

CHAIRMAN WATKINS read aloud the items on the Consent Agenda. He called for a motion to approve the Consent Agenda as presented.

ACTION: BOB KOCH made and BOB OLSON seconded a motion to approve the Consent Agenda as presented. MOTION CARRIED.

**(BFT Board Standing Committees recommended approval of Consent Items to the Full Board of Directors)**

7. Action Items
  - A. Resolution 75-2013 – Authorizing Ben Franklin Transit to use a Small Works Roster process to Award Public Works Contracts and a Consulting Services Roster for Architectural, Engineering and other Professional Services

CHAIRMAN WATKINS called on Tim Fredrickson for comment. Tim Fredrickson noted that the MRSC idea has been in the works for a while. BFT has determined that there are a number of small projects that need to be done. Frankly to go through the whole bid process would be lengthy and expensive. We have decided to join as other public entities have and get a Small Works Roster. Tim Fredrickson called on Rob Orvis, Procurement Supervisor, for additional comment. Rob Orvis stated that use of MRSC Small Works Roster will cost \$240.00 per year. MRSC will administer the program. The dollar limits for authorization stays the same. Anything over \$25,000 still comes to the Board of Directors for approval. CHAIRMAN WATKINS mentioned that anything over \$300 would be conventional process. Rob Orvis agreed. CHAIRMAN WATKINS noted that the cities of Pasco and Kennewick use the Small Works Roster process. LISA STADE noted that the only disadvantage she has seen is in some cases there may be bids that are similar amounts and we may want to have deference to some that's local, but to the Small Works Roster we defer to the lowest bid.

CHAIRMAN WATKINS called for a motion.

ACTION: BOB OLSON made and STEVE BECKEN seconded a motion to approve Resolution 75-2013 as presented. MOTION CARRIED.

CHAIRMAN WATKINS thanked Tim Fredrickson and Rob Orvis for their report on MRSC. He stated that he looks forward to hearing how the MRSC program works out.

8. Discussion/Information Items
  - A. CAC & CAC Dial-A-Ride Sub-Committee Meeting notes of November 11, 2013

CHAIRMAN WATKINS called on CAC members for a report. Karyn Vandecar, CAC Member, stated that the CAC held elections last week for the 2014 Committee Officers. The results are: Holly Kaczmariski, Chair, Karyn Vandecar, Vice Chair, Dottie Leach, 1<sup>st</sup> Officer. The Committee retired three members: Mildred Walton, Lora Mellow, and Kevin Wheelwright. Karyn Vandecar stated that the CAC and Dial-A-Ride Sub-Committees appreciate any Staff members or Board Members that come to their meetings. They appreciate being informed and serving on the Committee is a great experience. Thank you.

B. APTA – Legislative Conference, March 8-11, 2014, Washington, DC

Timothy J. Fredrickson, General Manager, stated that the 2014 APTA Legislative Conference will be held March 9-11, 2014 in Washington, DC. Tim Fredrickson stated that Jerome Delvin and Lisa Stade of the Board plan to attend. CHAIRMAN WATKINS reminded that planning ahead to get best pricing on airfare, etc. is important. He and the Board will expect reports upon their return.

9. Staff Reports & Comments  
A. Legal Report

Patrick T. Roach, Legal Counsel, stated that he has no report tonight.

B. Boardings and Quarterly Performance Report

Tony Kalmbach, Transit Planner, stated that the Boardings report was included in the Board packet. Tony Kalmbach stated that he reported to Committee's last week that ridership is down in fixed route, Dial-A-Ride and Vanpool, demand service is up with additional hours added back to Trans+Plus Night and Sunday services.

C. Treasurer's/Budget/Sales Tax Reports

Gloria Boyce, Administrative Services Manager, stated that the Budget through October is running \$2.2 million over Budget in revenue and approximately \$1.8 million below in expenses. This is due to sales tax being above projections. Farebox recovery is 13.5 percent from a budgeted 12.6 percent. Lower than expected ridership increases our allocated cost per boarding across all modes.

Treasurer's Report – For November shows \$23.2 million dollar cash balance of which \$8 million is reserved for operating, \$1.9 million for capital projects leaving a surplus funds balance of approximately \$13.3 million dollars.

Sales Tax – The sales tax report was given to all three Committees last week. Sales Tax through September is up 11.7 percent over September of 2012, 6.8 percent year-to-date over 2012, and up from our monthly Budget amounts by about 6.5 percent. The Sales Tax Reports for other Public Transit Benefit Areas (PTBA's) and Local Jurisdictions arrived late this afternoon and are on the desk tonight.

Gloria Boyce stated that Accounting just closed the month of November. She has an update on the Budgeted forecast that Staff gave the Board during the October Budget Retreat. Through the month of November it looks like we are tracking to the forecast that Staff presented.

D. General Managers Report

Tim Fredrickson addressed the Board: Mr. Chair and Board Members – After careful consideration and with a mixture of regret and trepidation, that due to health and personal reasons I hereby submit my resignation as General Manager to be effective

December 31, 2013. I would like to say it has been a pleasure to have served the public for so many years.

During my time at BFT, I will be proud of the three elections that were held for BFT, two for annexations and one to raise the sales tax, which affirmed the need for public transportation and the regard the public has for the services provided by BFT. I will also be proud of the public forums and the efforts that were sponsored by BFT in regard to a more sustainable and livable community. I am proud of the efforts to expand and modernize the base and passenger facilities of the system. I am proud of the efforts to replace our transit fleet with new vehicles and to turn our attention to the potential for electric vehicles.

I am very happy that I leave BFT as a great organization that has provided many innovative services and has a history of thinking outside of the box. I express my best wishes for the continuing success of the Board and the Staff of Ben Franklin Transit. It has been my honor to serve you and the public.

CHAIRMAN WATKINS addressed Tim Fredrickson stating – That was a hard letter to read Tim, thank you for sharing and expressing yourself. Your letter is a hard one to react to but he would note himself that his service 10 of those 18 years Tim has led the agency from a young agency into a much more mature agency. In addition to all the things Tim noted in his letter his service as been above and beyond that of manager of Ben Franklin Transit. Tim’s incredible service to the community has made a difference to the tapestry of what is the Tri-Cities. Tim Fredrickson stated thank you Matt. The consensus from other Board Members – they didn’t think they could improve on CHAIRMAN WATKINS’ comments.

CHAIRMAN WATKINS stated that this is a somber note to end on as we leave the General Manager’s report. He expressed again his thanks to Tim Fredrickson.

#### 10. Board Member Comments

JEROME DELVIN – The Benton County Commissioners elected Jim Beaver as Chair of the Commissioners for next year. County folks are working on the 2014 Budget.

TERRY CHRISTENSEN – The City of Richland is all well. He is very saddened by Tim Fredrickson’s resignation. The two brief years he has been on the Board Tim has shown great vision and leadership. He truly believes we would not have the E-1 All-Electric Bus here and wouldn’t have the great working relationship with Complete Coach Works if it were not for Tim being the leader of this agency. He had the opportunity to go to Washington, DC and attend the APTA Legislative Conference with Tim. Tim is highly respected and well known to our U.S. Congressional Legislators. Tim Fredrickson is very influential in that legislative process. His resignation will be a huge loss. It was interesting when he was out on his own at the conference people would notice his name badge and realize he was a BFT Board Member. Many people identified immediately Tim Fredrickson was BFT’s CEO. Many spoke highly of Tim and BFT and how lucky we were and what a great leader we have and how envious they actually were. If you want to tear that letter up you have his vote. I think it is sad to have you go, but if you have

health concerns the most important thing is taking care of Tim. On a lighter note, Merry Christmas everyone and have a safe, great holiday.

RICHARD BLOOM – The water is rising in Richland and West Richland. The ice dam continues to flow. He doesn't know what the upstream folks are doing. It is a white Christmas on the Yakima.

BOB KOCH – Sad to hear of Tim's resignation. As far as the County goes we will finally finalizing the 2014 Budget next week. He wished all Merry Christmas and Happy New Year.

STEVE BECKEN – Stated that he too wishes Tim well in his future endeavors. He hopes Tim will be happy in whatever he ends up doing. As for what the people upstream are doing with the Yakima River, we have lots of ice we are planning to send down.

BOB OLSON – Expressed his best wishes and good luck to Tim in whatever his future endeavors are. Tim has done a hell of a job at BFT. Also reported that he just heard we have a report from the Blue Ribbon Committee who took on 100 projects – the report said – they ate the elephant. BOB OLSON stated it was quite a project to get done and put us on a fast track to get something done. Thanks again. Merry Christmas everybody. Thanks Tim.

LISA STADE – Expressed her thanks to Tim for the great and thorough Board Member Orientation. LISA STADE stated that he took some of the BFT Goals and discussed them with her Council and they plan to adapt a few of them. The Council is planning a Vision Workshop in the upcoming New Year. We are going to look at the goals that BFT has done well and have in place. She appreciates having the information and asked if it is OK for the Council to use some of the definitions as templates. Tim Fredrickson agreed. Go ahead and steal them. LISA STADE noted that BFT runs so well, so why not look into them. We might have a new Councilperson so things may change again in Benton City. Lastly, we are having a Winter Fest on December 14<sup>th</sup>, Saturday. There will be a parade in the evening. Everyone is welcome to attend. Come join us.

NORMA NELSON – Stated good evening and thanks for coming. NORMA NELSON expressed her well wishes to Tim Fredrickson. She noted that they have worked together for a lot of years. She stated that she has a high regard for Tim Fredrickson and what we have done at BFT over the years. Transit has grown from a very small agency when she first came to what it is today. NORMA NELSON wished Tim Fredrickson good health and whatever is in his path she hopes it works well. Tim stated thanks so much. NORMA NELSON mentioned that Dial-A-Ride has a long-time customer, Paul Santilli, who recently lost his wife. Dial-A-Ride employees will attend the services and Dial-A-Ride employees have stepped up to help Mr. Santilli, who is in a wheelchair due to injuries he sustained in a hot-air balloon accident many years ago. NORMA NELSON wished everyone Merry Christmas and safe travels.

TERRY CHRISTENSEN asked didn't BFT have Christmas Light Tours in the past? Tim Fredrickson stated, yes we did that. During the times we reduced services due to Initiative 695 that was one of the services that was taken out of the Budget. It never

seemed to have the buzz it had before. It could come back. Let the next General Manager make that decision. TERRY CHRISTENSEN stated that he would like to see that event come back.

11. Next Meeting – Thursday, January 9, 2014– 7:00 p.m.  
BFT Administration Building Board Room, 1000 Columbia Park Trail,  
Richland, WA

### Agenda Item No. 12 – Executive Session

CHAIRMAN WATKINS announced that the meeting would recess into Executive Session. He stated that action would be taken following the Executive Session. Chairman Watkins asked Patrick T. Roach, Legal Counsel for the Revised Code of Washington (RCW) reference. Patrick T. Roach stated that the RCW is 42.30.110 sub-section (i). The purpose is to discuss personnel matters. Patrick T. Roach stated that the Executive Session is expected to take approximately 20 minutes. Announcement to the public will be made if more time is needed.

CHAIRMAN WATKINS noted that the Executive Session will most likely take about 45 minutes. He recessed the Regular Board of Directors Meeting into Executive Session at 7:21 p.m.

CHAIRMAN WATKINS notified the waiting public at 7:48 p.m. that approximately 15 minutes more was needed for the Executive Session.

Patrick T. Roach notified the waiting public at 8:06 p.m. that approximately 10 minutes more was needed for the Executive Session.

### **Notes following Executive Session December 12, 2013**

#### Re-convene into Open Session

CHAIRMAN WATKINS reconvened the Regular BFT Board of Directors Meeting into Open Session at 8:16 p.m. He thanked everyone for their patience in waiting for the additional time extensions needed to complete the Executive Session.

CHAIRMAN WATKINS stated that consideration and action is needed for a couple of items before the Board. He noted that he would state the items and call for motions.

1. Acceptance of Timothy J. Fredrickson's Resignation

BOB OLSON made and RICHARD BLOOM seconded a motion to accept the Letter of Resignation from Timothy J. Fredrickson, BFT General Manager. Discussion.

TERRY CHRISTENSEN stated that the motion should include the effective date. Chairman Watkins stated that the friendly amendment is adding the date of December



31, 2013 to the motion. Chairman Watkins asked if the motion maker and second were OK with the amendment. They agreed.

CHAIRMAN WATKINS restated the motion and called the question.

BOB OLSON made and RICHARD BLOOM seconded a motion to accept the Letter of Resignation from Timothy J. Fredrickson, BFT General Manager, with an effective date of December 31, 2013. MOTION CARRIED UNANIMOUSLY.

2. BFT Board authorize the Chairman of the Board to sign a Severance and Release Contract with Timothy J. Fredrickson, BFT General Manager

ACTION: BOB OLSON made and STEVE BECKEN seconded a motion authorizing the Chairman of the Board to sign a Severance and Release Contract with Timothy J. Fredrickson, BFT General Manager, providing 6 months severance pay, health insurance, and retirement benefits contributions as outlined on the bullet point sheet presented. Discussion.

TERRY CHRISTENSEN stated that the motion should include as agreed upon by the Board that the Board Chair is also authorized to write a Letter of Commendation to be presented to Timothy J. Fredrickson, BFT General Manager. Chairman Watkins asked if the motion maker and second were OK with adding the Letter of Commendation. They agreed.

CHAIRMAN WATKINS restated the motion and called the question.

BOB OLSON made and STEVE BECKEN seconded a motion authorizing the Chairman of the Board to sign a Severance and Release Contract with Timothy J. Fredrickson, BFT General Manager, providing 6 months severance pay, health insurance, retirement benefits contributions as outlined on the bullet point sheet presented, and authorize the Chairman of the Board to write a Letter of Commendation to Timothy J. Fredrickson, BFT General Manager. MOTION CARRIED UNANIMOUSLY.

CHAIRMAN WATKINS stated that he has already drafted a Letter of Commendation and will prepare it for signing.

CHAIRMAN WATKINS stated that the third item may require some discussion. We have accepted the resignation of our Manager and we clearly need to have an Interim Manager to serve until a full time Manager is appointed. We can work on this, have a discussion or make a motion.

ACTION: JEROME DELVIN made and TERRY CHRISTENSEN seconded a motion that the Board of Directors Authorize the Chairman of the Board to appoint an interim Acting General Manager. The interim Acting General Manager shall serve at the discretion of the Board of Directors until the Board selects a full-time permanent General Manager. Discussion.

CHAIRMAN WATKINS stated that if we do this as a Board what it will mean is that we will need to get ideas of some options for interim managers. We will need to convene a Special Board Meeting to consider them. Realistically we will need to convene the Special Meeting sometime next week. We need 5 voting members to meet quorum. The Special Meeting notice to the media requirement is 24 hours prior to convening the meeting.

Following a brief discussion the consensus was to convene a Special Meeting of the BFT Board of Directors on Thursday, December 19, 2013 at 4:30 p.m. The meeting will take place in the Admin Board Room, 1000 Columbia Park Trail, Richland, WA.

TERRY CHRISTENSEN stated that the motion should specify that the appointment of a temporary Acting General Manager will be made by the Board of Directors at the Special Board Meeting to be held on Thursday, December 19, 2013, at 4:30 p.m.

CHAIRMAN WATKINS asked the Senior Managers, of which a few were in attendance, if they would be able to run the agency without a senior manager conceivably for a day or so. He sees a few affirmative nods.

CHAIRMAN WATKINS restated the motion and called the question.

ACTION: JEROME DELVIN made and TERRY CHRISTENSEN seconded a motion authorizing the Chairman of the Board to appoint an interim Acting General Manager at the BFT Board of Directors Special Meeting to be held Thursday, December 19, 2013, 4:30 p.m. The interim Acting General Manager shall serve at the discretion of the Board of Directors until the Board selects a full-time permanent General Manager. MOTION CARRIED UNANIMOUSLY.

NORMA NELSON asked if she is invited to the Special Meeting. Chairman Watkins stated, yes, it is an open meeting.

CHAIRMAN WATKINS stated that when we do have an Interim Manager on board the goal is to have the Interim Manager help the Board through the process to find a permanent Manager. This will take some time probably a month or two or less than three. We will need to work hard as a Board and with the assistance of senior managers.

TERRY CHRISTENSEN suggested to Matt Watkins that he, as soon as possible, prepare to see about what kind of recruitment firm we can get. Chairman Watkins said no, he doesn't think so. He would like to stay on track for next week's Special Meeting and have a discussion with Board and Staff.

CHAIRMAN WATKINS thanked everyone for their patience.

Adjourn: The reconvened open meeting of the BFT Board of Directors adjourned at 8:25 p.m.

Respectfully Submitted by:  
Susan Snowdy, CMC / Exec. Assistant, Clerk of the Board – December 12, 2013

