



PINELLAS SUNCOAST TRANSIT AUTHORITY
3201 SCHERER DRIVE, ST. PETERSBURG, FL 33716
WWW.PSTA.NET 727.540.1800 FAX 727.540.1913

EXECUTIVE COMMITTEE MEETING
AGENDA – NOVEMBER 2, 2015; 11:00 AM
PSTA AUDITORIUM

	<u>TIME</u>
1. CALL TO ORDER	11:00
2. PUBLIC COMMENT	11:00
3. ACTION ITEMS	11:05
A. September 9, 2015 Meeting Minutes	CHAIR JONSON
B. 2016 Meeting Schedule	5 min CHAIR JONSON
C. Board Rules & Regulations	10 min BRAD MILLER
4. INFORMATION ITEMS	11:20
A. December Board Meeting Agenda	15 min CHAIR JONSON
B. Ongoing Emerging Technology Updates	15 min
C. Setting a Sustainability Goal for Agency	10 min
D. Follow-Up from 10/28/15 Board Meeting	Info Only
5. FUTURE MEETING SUBJECTS	12:00
• January Board Meeting Agenda	
6. OTHER BUSINESS	12:00
7. ADJOURNMENT	12:00

THE NEXT MEETING IS DECEMBER 7, 2015 AT 11:00 AM



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EXECUTIVE COMMITTEE MEETING
MINUTES – SEPTEMBER 9, 2015

The Executive Committee of the Pinellas Suncoast Transit Authority (PSTA) Board of Directors held a meeting in the Auditorium at PSTA Headquarters at 10:00 AM on this date. The purpose of the meeting was to approve the August 5, 2015 meeting minutes, discuss the Personnel Committee's recommendation on the CEO's evaluation, discuss the September Board meeting agenda, and the Board meeting operations. The following members were present:

Bill Jonson, Chairperson
Julie Bujalski, Vice-Chairperson
Janet Long, Secretary/Treasurer
Darden Rice
Ken Welch

Also Present:

Brad Miller, CEO
Alan Zimmet, General Counsel
PSTA Staff Members
Members of the Public

CALL TO ORDER

Chairperson Jonson opened the meeting at 10:00 AM.

PUBLIC COMMENTS

There were no public comments.

ACTION ITEMS

Approve the Minutes – Ms. Long made a motion, seconded by Ms. Rice to approve the August 5, 2015 meeting minutes. There were no public comments. Motion passed unanimously.

DISCUSSION ITEMS

Personnel Committee Recommendation – Chairperson Jonson explained that the Executive Committee will review the Personnel Committee’s recommendation on the CEO’s evaluation and to discuss how to present it to the Board on September 30th.

[Mr. Welch entered the meeting at 10:03 AM.]

Mr. Miller presented the Personnel Committee’s draft recommendation, and Ms. Long suggested eliminating the sentence, “With improved communication, and accountability, we support CEO Brad Miller’s continued leadership to accomplish our adopted Strategic Plan’s goals.” from the first paragraph. She added that she did not think the evaluation format was fair to Mr. Miller because it did not allow the Board to evaluate him based on the new strategic Path Forward. Mr. Welch stated that he believes that sentence is an important part of the evaluation and Mr. Miller’s goals, especially improved communication and accountability. The Committee reviewed Mr. Miller’s draft goals for 2015-2016 and agreed with them.

Mr. Welch suggested rephrasing the sentence in Option B to read, “With improved communication and accountability, inclusive of the CEO’s August 24, 2015 performance evaluation response, we support CEO Brad Miller’s continued leadership to accomplish our adopted Strategic Plan’s goals.” Mr. Welch made a motion, seconded by Ms. Rice to recommend Option B with the additional sentence. There were no public comments. Motion passed (3:2) with Ms. Bujalski and Ms. Long dissenting. Ms. Rice suggested adding a legend to the evaluation to explain the numbering system.

Ms. Bujalski questioned whether the Agency should hire a strong “number two” staff member, and if so, now or at a later date. Ms. Long commented that organizationally, it is very important and stated that she believes Mr. Miller is working on that. Mr. Miller said he is working on implementing the strategic plan and goals. Ms. Bujalski suggested adding succession planning to Mr. Miller’s 2015-2016 goals. Ms. Rice replied that all departments should implement that, not just the CEO. Ms. Long made a motion, seconded by Ms. Bujalski to add succession planning to Mr. Miller’s goals. There were no public comments. Motion passed unanimously.

September Board Meeting Agenda – Mr. Miller reviewed the agenda and stated that he is attempting to keep only one significant item on the Board agenda in consideration of the length of the meetings, and that the times indicated will note that they are approximate. Ms. Bujalski stated her belief that the September Board meeting will be long with discussion on the CEO evaluation and the ride share alternative program. Chairperson Jonson suggested putting a limit on the discussion for the ride share program. After discussion, it was decided to keep the ride share alternative item on the agenda, but if

there is no time to review, that item will be moved to the next Board meeting. Mr. Welch added that he does not believe a four hour meeting is unreasonable. Ms. Long suggested having a half hour for lunch if the meetings are running long, and Chairperson Jonson suggested a ten minute break every two hours, but was concerned about having a half hour break. Mr. Welch suggested leaving the breaks to the Chairperson's discretion.

Board Meeting Operation – Chairperson Jonson spoke of technology for the Chair to alert him when Board members wish to make a comment and requested that staff look into this further. Mr. Welch suggested that staff explore a scalable solution starting with the queue for speakers and adding agenda automation later. Ms. Long suggested looking into the program iLegislate. There was consensus to ask staff for a technology solution for the Chairperson and explore the iLegislate agenda package. There was also discussion and consensus to move Mr. Zimmet's seat to the left of the Chairperson.

Public comments were discussed and Mr. Zimmet stated that PSTA's Rules & Regulations do not limit what people can comment about, but the Chairperson can limit comments on pending in litigations. Ms. Bujalski suggested that all public questions be addressed to Mr. Zimmet, Chairperson Jonson, or Mr. Miller. Mr. Zimmet will produce new wording for the Rules & Regulations regarding Board member interaction with the public during meetings and present it to the Board. Mr. Zimmet added that there is nothing specific in the Rules & Regulations that adopt Roberts Rules and he suggested adding "PSTA adopts the latest edition of Roberts Rules of Order/Procedure for Public Comment." Ms. Bujalski asked Mr. Zimmet to create a one page "cheat sheet" on Roberts Rules.

FUTURE MEETING SUBJECTS

Mr. Miller indicated that there will be a Metropolitan Planning Organization (MPO) workshop on September 21st and said he discussed with the MPO Executive Director about scheduling a joint Board meeting (MPO and PSTA) in December. Ms. Rice added that the Flex Funds discussion will be on the agenda for the MPO workshop.

OTHER BUSINESS

No other business was discussed.

ADJOURNMENT

The meeting was adjourned at 11:17 AM. The next meeting is October 9, 2015 at 11:00 AM.



**EXECUTIVE COMMITTEE
MEETING SCHEDULE FOR 2016**

JANUARY 11

FEBRUARY 8

MARCH 11

APRIL 11

MAY 9

JUNE 13

JULY 11

AUGUST 15

SEPTEMBER 9

OCTOBER 10

NOVEMBER 14

DECEMBER 16

**Meetings begin at 11:00 AM and are held at
PSTA Headquarters, 3201 Scherer Drive,
St. Petersburg, FL 33716**

*Note: meetings are subject to change

ACTION ITEM



3C: Amendments to Board Rules and Regulations

Action: Recommend the Attached Revisions to the PSTA Board Rules and Regulations

Staff Resource: Brad Miller, PSTA

EXECUTIVE

Background:

- Per the PSTA Executive Committee's Recommendations, a number of relatively minor revisions to the PSTA Board's Rules and Regulations related to public comment, membership of the Personnel Committee, and the adherence to Roberts Rules of Order are being recommended. Specifically:
 - **Section 2.05.E.2** – Public comments must relate to PSTA.
 - **Section 2.05.E.4**– Board member questions regarding public comments shall be addressed to the PSTA Chair or CEO.
 - **Section 2.09.B** – The Personnel Committee shall be comprised of the PSTA Officers (Chair, Vice Chair, and Secretary/.Treasurer) plus two at large PSTA Board Members.
 - **Section 2.11** – Roberts Rules of Order Adherence.

Attachments:

1. Resolution with specific changes highlighted
2. Roberts Rules of Order

RESOLUTION #15-19

A RESOLUTION OF THE PINELLAS SUNCOAST TRANSIT AUTHORITY BOARD OF DIRECTORS AMENDING THE RULES AND REGULATIONS AS ADOPTED BY RESOLUTION 12-07, AS AMENDED, BY AMENDING SECTION 2.05.E. REVISING THE PROCEDURE RELATING TO PUBLIC COMMENT AT BOARD MEETINGS; BY AMENDING SECTION 2.09.B TO CLARIFY THE MEMBERSHIP OF THE PERSONNEL COMMITTEE; BY CREATING SECTION 2.11 TO PROVIDE FOR THE ADOPTION OF ROBERT'S RULES OF ORDER; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Pinellas Suncoast Transit Authority (PSTA) Board of Directors has adopted rules and regulations as set forth in Resolution 12-07, as amended (Rules and Regulations); and

WHEREAS, the PSTA Board of Directors desires to amend the Rules and Regulations to require public comment at Board meetings be related to PSTA; and

WHEREAS, the PSTA Board of Directors desires to amend the Rules and Regulations to require any questions or comments by Board members in response to public comment be directed at the Chairperson or CEO; and

WHEREAS, the PSTA Board of Directors recently revised the Rules and Regulations changing the membership of the Executive Committee to add two members; and

WHEREAS, the PSTA Board of Directors did not intend when it expanded the Executive Committee that the two additional members also would serve on the Personnel Committee; and

WHEREAS, the PSTA Board of Directors desires to clarify the Rules and Regulations to provide that the Personnel Committee shall be comprised of the Board officers and two additional board members appointed by the Board; and

WHEREAS, the PSTA Board of Directors desires to amend the Rules and Regulations by adopting Robert's Rules of Order as the official parliamentary rules of

the Board, to the extent they do not conflict with the Rules and Regulations, as they may be amended from time to time.

NOW, THEREFORE, BE IT RESOLVED BY THE PINELLAS SUNCOAST TRANSIT AUTHORITY BOARD OF DIRECTORS THAT:

1. Section 2.05.E. of the PSTA Rules and Regulations is hereby amended to read as follows:

Section 2.05 Rules of Procedure of Board of Directors.

E. Public Comment

1. Public Comment. Public comment will be accepted on all Action Items and any other items on which the Board takes action, excluding ceremonial and ministerial items. The Chairperson will ask for public comment after PSTA staff has concluded its presentation. After public comment, the Chairperson shall receive comments, direction, or a motion from the Board of Directors. Public comment on items on the consent agenda, other than ceremonial and ministerial items, such as the approval of the Board's minutes, will be accepted under the Public Comment portion of the agenda.

2. Members of the public shall have the opportunity to comment on items relating to PSTA and which do not appear on the Agenda under the Public Comment section of the Agenda.

3. Each speaker who wishes to speak under Public Comment or in a Public Hearing under Section 2.10.E shall complete and present a public comment card to PSTA staff. The card will include the individual's name and address. PSTA staff shall give the public comment cards to the Chairperson and speakers will be recognized in the order the comment cards are received by PSTA staff. The public comment cards may be presented to PSTA staff before or during the item. Speakers should wait to be recognized by the Chairperson. If speaking on an item referenced in Paragraph E.1 above, comments must be limited to the agenda item.

4. Each member of the public who addresses the Board under Public Comment, in a Public Hearing under Section 2.10.E, or on an agenda item shall be limited to three (3) minutes, unless the Board grants additional time. A spokesperson may speak on behalf of a group; however, before presenting any item to the Board, the group shall first designate the spokesperson by completing the appropriate documentation. A spokesperson for a group may address the Board for three (3) minutes. However, for each member of the group present in the audience who waives their right to speak, the spokesperson will be given an additional three (3) minutes up to a maximum of ten (10) minutes. Each person addressing the Board shall approach the podium and give his/her name in an audible tone of voice. Each person shall not comment more than once on the same agenda item, at the same meeting, unless the Board grants an exception. All remarks should be addressed to the Board as a body, and not to any member thereof. All speakers, including Board members shall be recognized by the Chairperson. Any questions or comments of Board members in response to public comment shall be directed to the Chairperson or CEO. ~~No person, other than members of the Board and the person having the floor shall be permitted to enter into any discussion.~~ No questions shall be asked to individual Board members except through the Chairperson. Any person making personal, impertinent, or slanderous remarks, or who shall become boisterous while addressing the Board may be requested to leave the meeting and may be barred from further attendance at that meeting. The Chairperson shall preserve order at all meetings.

2. Section 2.09.B. of the PSTA Rules and Regulations is hereby amended to read as follows:

Section 2.09

Committees

B. A Personnel Committee, made up of the Board officers ~~Executive Committee~~ and two (2) additional Board members appointed by the Board, will conduct a performance review of the Agency's CEO/ED at the time provided for in the contract with the CEO/ED. Each Board member shall be provided an opportunity to offer their evaluation of the CEO/ED. All evaluations completed by

Board members shall be considered by the Personnel Committee in conducting the CEO/ED's annual performance review and in making its recommendation to the Board for any salary adjustment. The Personnel Committee will also establish with the CEO/ED a set of mutually acceptable strategic plans for the next year. The Personnel Committee will develop an annual performance review and evaluation process based on the implementation of the Agency's agreed upon strategic direction, demonstrated evidence of leadership skills and attitude, and any other areas of performance as designated by the Personnel Committee.

3. Section 2.11 of the PSTA Rules and Regulations is hereby adopted to read as follows:

Section 2.11 Adoption of Robert's Rules

The newest edition of Robert's Rules are adopted and shall govern all meetings of the Board to the extent that Robert's Rules are not inconsistent with these Rules and Regulations.

4. This Resolution shall take effect immediately upon its adoption.

Dated this 9th day of December, 2015

ATTEST:

PINELLAS SUNCOAST TRANSIT AUTHORITY
PINELLAS COUNTY, FLORIDA

Janet C. Long, Secretary-Treasurer

William C. Jonson, Chairperson

DATE: December 9, 2015

APPROVED AS TO FORM:

Alan S. Zimmet, PSTA General Counsel

Robert's Rules Quick Reference Guide

Quorum

A quorum is considered a majority of all the members of the Board. Thus, a meeting must have a quorum of eight (8) Board members present in order for action to be taken.

Duties of the Chairperson

The Chairperson shall preside over all meetings and ensure all parliamentary rules are followed. The Chairperson is allowed to vote on all matters in the same manner as any other Board member. The Chairperson is not allowed to make a motion or second any motion.

Motions

A motion is a request that the Board takes certain action, discusses a certain topic, votes on a particular issue, or makes recommendations for the Board to adopt. There are four types of basic motions: main motions, which introduce a subject matter for consideration; subsidiary motions, such as a motion to postpone an item, take precedent over a main motion and often times amend the main motion; privileged motions, such as a motion to recess or adjourn, take precedent over all other motions and typically relate to matters outside the pending business; and incidental motions, which typically raise questions of procedure, such as a point of order or a point of information.

Debating a Motion

The Board member who makes a motion has the first opportunity to speak during debate. The Board member should outline what they are asking the Board to do. Other Board members are allowed to request the floor in order to speak on the item, or to ask questions relevant to the motion up for debate. Once all Board members have had the opportunity to speak, if they so desire, the Board member who made the motion has a final opportunity to speak on the motion. Once debate is completed, the motion shall move to a vote.

Calling the Question

During debate on a motion, if any Board member desires to bring the pending motion to an immediate vote, thus immediately ending the debate, the Board member shall make a motion to "call the question," also known as a motion to "order the previous question." This motion, if passed by a two-thirds majority of the board, immediately brings the item pending before the Board to a vote. If there is no objection to immediately voting on the pending item, no formal vote on "calling the question" is required, and the Board may proceed directly to a vote on the item. However, if one Board member objects to ending debate, a second is required. If the vote passes by a two-thirds vote, the Board must then vote on the item pending before the Board.

Amending a Motion

Any main motion may be amended by making a subsidiary motion to amend. The desired amendment must be related to the main motion sought to be amended. It may not

raise a new issue that is unrelated to the subject of the main motion. Once made, the motion does not automatically amend the main motion. Rather, the motion to amend must either be 1) adopted by a majority vote of the Board or 2) accepted by both the maker and seconder of the main motion. Once a motion to amend is either accepted or rejected, the main motion is still up for consideration before the Board in a form consistent with the results of the motion to amend.

Voting

All motions must be set forth in the affirmative, i.e., the Board can vote to “deny” or “table” an action, but it cannot vote to “not take action.” All motions must be seconded before they are placed to a vote. All votes shall be by voice and recorded by individual aye or nay. If a vote results in a tie, the matter shall be placed on the agenda for the next regular meeting for reconsideration. A majority vote is needed in order to pass a motion.



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BOARD OF DIRECTORS MEETING
 AGENDA – DECEMBER 9, 2015; 9:00 AM
 PSTA BOARD ROOM

	<u>TIME</u>	<u>PAGE #</u>
1. CALL TO ORDER & PLEDGE OF ALLEGIANCE	9:00	
2. PUBLIC COMMENT	9:00	
<p>The Public Comment agenda item presents an opportunity for individuals to provide input on items that do not appear on the agenda. The public will also be allowed to speak on any consent agenda item, other than ceremonial and ministerial items, such as the approval of the Board's minutes, during the Public Comment section of the agenda. Each speaker will be asked to complete a green comment card, which will be given to the Chairperson by PSTA's General Counsel. Speakers will be recognized in the order in which cards are received.</p>		
3. NON-BOARD COMMITTEES	9:15	
A. Transit Riders Advisory Committee	5 min	ELAINE MANN
B. Metropolitan Planning Organization	5 min	JULIE BUJALSKI
C. MPO's Local Coordinating Board	5 min	PATRICIA JOHNSON
4. CONSENT AGENDA	9:30	
(Board Members may pull items for discussion)		
A. Board Meeting Minutes		CHAIR JONSON
B. Mobile Column Lifts		HENRY LUKASIK
C. Rules & Regulations		BRAD MILLER/ALAN ZIMMET
D. Clever Devices Software/Support		DEBBIE WOODWARD
E. Automatic Vehicle Monitoring		DEBBIE WOODWARD
F. AV Equipment (PSTA Meeting Rooms)		DEBBIE WOODWARD
5. ACTION ITEMS	9:40	
A. Board Officers/Committee Appointments	20 min	COMM. CHAIR NEWTON
B. East Lake Pilot Program	15 min	BRAD MILLER

ITEM 4A

DRAFT

	C. System Redesign Phase 2-Williams Park	20 min	CASSANDRA BORCHERS
	D. Central Ave BRT Project	15 min	CASSANDRA BORCHERS
6.	INFORMATION ITEMS		10:40
	A. Regional Fare Collection	15 min	CASSANDRA BORCHERS
7.	REPORTS/CORRESPONDENCE		10:55
	A. PSTA Reserves Analysis		DEBBIE LEOUS
	B. PSTA Performance Report/Updates		BRAD MILLER
	C. Capital Projects Update		BRAD MILLER
8.	FUTURE MEETING SUBJECTS		11:00
9.	OTHER BUSINESS		11:05
10.	BOARD MEMBER COMMENTS		11:10
11.	ADJOURNMENT		11:30

THE NEXT MEETING IS JANUARY 27, 2016 AT 9:00 AM

4D: Follow-Up from October 28, 2015 Board Meeting

Action: Information Item

Staff Resource: Brad Miller, CEO

EXECUTIVE

Background:

- Per the Executive Committee's request, the CEO regularly provides a list of follow-up items identified during the previous Board Meeting. The Executive Committee may make suggestions on how to follow-up or add additional items.

October 28, 2015 PSTA Board Meeting

1. **Technology Updates** – Discussed at Executive Committee
2. **Reserve Analysis** – Scheduled for November Finance Committee
3. **Customer Survey** – Results to be presented at upcoming Finance Committee
4. **Bus Purchase Options**
 - Gerard/Others – Updated Life Cycle Cost Comparisons to be Presented to Board by April 30, 2015
 - Gerard – New Long Term Sustainable Bus Replacement Plan Approved by Board by April 30, 2015
 - Welch – Detailed Plans for Electric Bus Service to be presented to Planning Committee
 - Rice – Cost & Emission Comparisons of a Smaller (no grant) Electric Bus pilot program.
 - Diamond – Legislative Committee to review Lo-No Grant Application components on 11/17.
5. **Follow-Up on Route 444 & Route 58** – Deferred to Phase III – Fall 2016. Increased Education Underway.

Attachments: None