



**MEETING OF THE  
BOARD OF COMMISSIONERS OF  
CAPITAL AREA TRANSIT SYSTEM  
AND  
PUBLIC TRANSPORTATION COMMISSION  
APRIL 21, 2015  
4:30 p.m.  
BREC Administration Building  
6201 Florida Boulevard  
Baton Rouge, LA 70806**

**MINUTES**

**I. CALL TO ORDER: Ms. Donna Collins-Lewis**

**Ms. Collins-Lewis called the meeting to order.**

**II. ROLL CALL**

**All members were present, namely Messrs. Brandt, Breaux, Honore, O’Gorman, and Perret and Mss. Collins-Lewis, Perkins, Pierre and Roe. Also present were Mr. Robert Mirabito, CEO; Mr. Conner Burns, CFO; Mr. Bill Deville COO/Project Manager; other CATS staff; Wendell Lindsay and Creighton Abadie of Lindsay & Abadie, A.P.L.C., CATS attorneys; and members of the public.**

**III. INVOCATION**

**Ms. Roe gave the invocation.**

**IV. APPROVAL OF MINUTES OF MARCH 17, 2015, MEETING**

**Mr. Brandt moved to approve the minutes of the March 17, 2015, board meeting and Ms. Perkins seconded the motion. The motion was unanimously approved.**

## **V. ADMINISTRATIVE MATTERS:**

### **1. CEO Report: Mr. Bob Mirabito**

**Mr. Mirabito mentioned the highlights of his written report contained in the members' packets. His comments included: CATS has opportunities posted for Grants Assistant, Medicaid Coordinator, Financial Analyst, Operations Managers, Dispatchers, Scheduling Analyst, and Operators; Ryan Gorden has been hired as a Network Administrator; CATS Medicaid reimbursement for March is \$38,578.65; CATS is working with the Department of Health and Our Lady of the Lake to develop a reimbursement plan to allow uninsured patients to utilize CATS On Demand for transportation to and from their primary care physicians; CATS has added two customer service reps to the terminal between 5:00-8:00am, Monday through Friday; CATS continues to work with State, City-Parish, and Downtown Development to relocate its downtown hub to the areas of Third and Lafayette Streets; the Maintenance Department has launched campaigns to address certain recurring issues, including air conditioning, oil leaks, lighting, and windshields; CATS is evaluating changing its video retrieval and review procedures to ensure the necessary internal controls; the initial membership for the Rider Association has been determined; upcoming special events include Bayou Country Superfest and Miss USA; we continue to work on shelter installation; CATS has hired a Safety Manager – Alphonse Joseph – who is a current employee; CATS is currently recruiting for a Risk Manager and a Director of Safety and Training; CATS is working with an architectural firm on possible facility options to address current space limitations and future growth; LSU has issued an RFP for the continuation of its transit service; the FTA continues to review the lease for the LSU property in North Baton Rouge; and, we continue to have surface issues at the Mall of Louisiana and are in dialogue to determine the best solution to the current location.**

**There were 230,732 total passenger trips in March, 47 complaints, and the on-time performance was 76%.**

### **2. Financial Statements: Mr. Conner Burns**

**Mr. Burns described the highlights of the written financial report showing the status of grants contained in the members' packets, and stated that the balance of the grants was \$9,630,957.**

**He then discussed the highlights of the financial statements. The 2015 year-to-date property tax monies received was \$15,415,462, and the amount expended from that source was \$4,332,246. March operating revenues were \$222,660 and governmental revenues were \$1,594,999, for a total funds of \$1,817,659. The total direct operating expenses were \$2,115,232, for a negative operating balance \$297,573.**

**The year-to-date operating expenses break down as follows: Operations – 53%, Maintenance – 20%, ADA – 11%, Administration – 8%, Customer Care/Security – 4%, Facilities Maintenance – 2%, and Project Administration – 2%.**

## **VI. COMMITTEE REPORTS AND ANY ACTION THEREON**

### **1. Finance and Executive: Ms. Collins-Lewis**

Ms. Collins-Lewis referred the members to the minutes of the committee's April 16<sup>th</sup> meeting in their packets. She shared the highlights of the meeting and noted action items would be discussed later in the meeting.

**2. Technical, Policies and Practices: Ms. Perkins**

Ms. Perkins referred the members to the minutes of the committee's April 14<sup>th</sup> meeting in their packets and welcomed Dr. Breaux to the committee. She let the board know a new employee handbook was being distributed and that the committee was recommending the CATS Title VI Policy be approved by the board.

**3. Audit: Mr. O'Gorman**

Mr. O'Gorman noted there was no need for the committee to meet. He shared that the audit was nearing completion and there would be a meeting next month.

**4. Planning: Mr. Perret**

Mr. Perret referred the members to the minutes of the committee's April 10<sup>th</sup> meeting in their packets. He noted that the committee continued to discuss the various hubs, the FTA position on the bus rapid transit grant, and fleet upgrade plans.

Ms. Roe requested that in the future staff forward committee minutes to board members in advance of board meetings.

**5. Community Relations and Reliant Transportation Group representative**

Ms. Roe noted that the committee did not meet, but reported that a rider's committee has been selected. There will be six members representing different areas of the community and rider needs.

Mr. Morgan Landry, Reliant's Baton Rouge Operations Manager, reported that Reliant provided 7,766 completed rides in March, 96% were on-time, the total hours were 4,793.45, and there were no complaints.

**VII. ACTION ITEMS**

**1. Approve increase in maximum compensation available for contract with MV Transportation**

Mr. Mirabito stated that, as shown in the packet materials, there are a number of tasks on which CATS needs assistance and were not included in the original contract. The downtown hub move was an unexpected one, and there are still shelters to be designed and built that must conform to DDD design standards. The tasks that remain have largely been accounted for in the 2015 budget, so the expense is planned and covered, with the exception of approximately \$147,000.

Mr. Perret moved to approve the following resolution authorizing the increase in the maximum compensation payable under the contract. Mr. Honore seconded. Ms. Collins-

Lewis asked if there was any public input, and there being none, the motion carried without objection.

## RESOLUTION

**BE IT RESOLVED** by the Board of Commissioners of Capital Area Transit System that the CEO is authorized to enter into a change order with MV Contract Transportation, Inc. (“MV”) to amend the original contract as amended by prior change orders to increase the total compensation that may be paid to MV under the contract not to exceed \$854,834.

### 2. Approve CATS Title VI Policy

It was noted that the policy was originally developed in 2013 and it must be board approved in order to maintain good standing with the FTA. This policy will be revised again in 2016. The Technical Policy & Practices Committee recommended approval. Mr. Perret reported that he had read the policy and congratulated Jeanette Eckert and staff for a fine job. Thereafter, Ms. Roe moved to approval the sample resolution approving the CATS Title VI Policy, and Mr. Honore seconded. Ms. Collins-Lewis read the proposed resolution, as follows:

## RESOLUTION

**BE IT RESOLVED** by the Board of Commissioners of Capital Area Transit System that the Capital Area Transit System Title VI Policy for November 2013 as updated in March 2015 is hereby approved.

Ms. Collins-Lewis then asked if there was any public comment, and there being none, the motion was unanimously adopted.

### 3. Approve new contract with CATS CEO Robert J. Mirabito.

Mr. Honore moved to enter executive session to discuss the character and professional competence of Mr. Robert J. Mirabito and Ms. Perkins seconded. Voting to enter executive session were Donna Collins-Lewis, Dalton Honore, Kevin O’Gorman, Antoinette Pierre, Linda Perkins, and Deborah Roe. Voting no were Jim Brandt, Peter Breaux, and Kenneth Perret. The motion carried and the board entered executive session.

Upon returning from executive session, Ms. Collins-Lewis read the proposed resolution below. She then invited public comment, and Ms. Katie Guy, ATU Local 1546 President and CATS operator, asked that the board defer the decision for 30 days. There being no further comments, Mr. Perret moved the adoption of the resolution and Mr. Honore seconded. The motion carried unanimously.

## RESOLUTION

**BE IT RESOLVED** by the Board of Commissioners of Capital Area Transit system that Ms. Collins-Lewis is authorized to enter into a contract with Mr. Robert J. Mirabito that contains appropriate and the following terms:

- 1) A three year term from May 1, 2015 until April 30, 2018 with the option for two additional two-year terms requiring either party to provide the other with a 90 day notice to terminate the contract. Otherwise, the contract shall not be terminated except for cause.
- 2) Salary: \$175,000.00 with annual evaluations and an increase in his base annual salary of up to five percent depending on the results of the evaluations.
- 3) An additional \$700.00 payment each month as an allowance to cover Mr. Mirabito's out of pocket expense for employee benefits.
- 4) Mr. Mirabito would be entitled to the following employee benefits:
  - a) Retirement - He shall be entitled to participate in the regular CATS retirement program or CATS' 457 deferred compensation plan.
  - b) Health Insurance - If he is eligible to and chooses to participate in CATS's program, he shall be entitled to participate in the program.
  - c) Life Insurance – If he is eligible to and chooses to participate in CATS's program, he shall be entitled to participate in the program.
  - d) Vacation Leave – He shall be entitled to twenty (20) days per year.
  - e) Sick Leave – He shall be entitled to the same number of sick days as other administrative employees and the same rules shall apply for carryover as it does to all other administrative employees.
  - f) Holidays per year – He shall be entitled to the same holidays as all other administrative employees.
- 5) Mr. Mirabito would be reimbursed for normal and reasonable business expenses and receive a monthly amount of \$60.00 to cover the cost of a cell phone. He would not be reimbursed for expenses associated with the use of his personal vehicle unless the travel is outside of the parish of East Baton Rouge. He would receive a lap top computer to use. Other company equipment could be provided in the discretion of the Board President.
- 6) After the first year of the contract, Mr. Mirabito would be eligible for incentive performance compensation of up to \$12,500 per year when certain metrics are set by the CATS Board in its sole discretion. The metrics would have to be set prior to the period for which any incentive performance compensation would be paid. If no metrics are set, no compensation may be paid. Any incentive compensation earned or any portion thereof may be paid to Mr. Mirabito during the term of his employment or may be deferred until 30 days following the termination of Mr. Mirabito's employment with CATS as per the agreement of the parties at the time any incentive pay is determined by CATS to have been earned.

## VIII. PUBLIC COMMENTS

Katie Guy, ATU Local 1546 President and CATS operator, said she is advising employees covered by the union contract not to sign the employee handbook because they are not at-will employees. She also noted that Ms. Hannie has been working well with them.

**Lorraine Davidson inquired about the executive session.**

**Mr. Perret noted that all the board members value the union and all employees.**

**Mr. Mirabito noted that the services for Pastor Ronald Williams would be the following day at Mount Pilgrim Baptist Church.**

**IX. ADJOURNMENT**

**There being no further business, Ms. Roe moved that the meeting be adjourned. Ms. Collins-Lewis seconded the motion, and it was unanimously approved.**