



**Cooperative Alliance for Seacoast Transportation
DRAFT Minutes of the Meeting of the Board of Directors
Wednesday, January 24, 2024**

PRESENT: Kendra Amaral (virtual), Scott Bogle (virtual), Fred Butler (virtual), Sonke Dornblut (virtual), Ben Fletcher (virtual), Denis Hebert, Margaret Joyce (8:40am), Colin Lentz, Kristen Murphy, Joann Neumann (virtual), David Sandmann (virtual), Michael Scala, Dennis Shanahan, Nick Taylor

ABSENT: Robert Gibson, Michael Mates, Thomas Wright

STAFF: Rad Nichols, Margot Doering (virtual), Michael Williams

Information topics were presented at first due to the lack of a quorum present in the room.

VI. FINANCIALS

Ms. Doering presented both November and December financials. She highlighted a few noteworthy items, include a positive trend on fare revenue, strong advertising revenue in November, and State assistance coming in. Regarding expenses, Ms. Doering noted November had high figures related to COAST staff's PTO buy-back taking place.

Ms. Doering noted that the state assistance line will be off budget for the year because the final split calculation between the two fiscal years covered in New Hampshire's biennial budget varies from what was expected by a small amount.

Ms. Doering noted the December balance sheet is on track with what we expect, but we may not see this much cash for much longer due to the expiration of the CMAQ grant in January. COAST will then see more draws on reserve cash as we return to typical match ratios with federal grants.

There were no questions for Ms. Doering.

I. CALL TO ORDER AND INTRODUCTIONS

The meeting was called to order at 8:43am by Mr. Shanahan.

II. APPROVAL OF MINUTES

Mr. Shanahan asked if a motion could be made to approve the minutes of the December 13, 2023 meeting. Mr. Lentz made the motion to accept the minutes as drafted, and Mr. Hebert seconded the motion. There was no discussion and Mr. Shanahan took the vote by roll call.

Mr. Shanahan	Yes
Mr. Scala	Yes
Mr. Lentz	Yes
Mr. Sandmann	Yes
Ms. Neumann	Yes
Mr. Hebert	Yes

Mr. Dornblut	Abstain
Ms. Joyce	Yes
Mr. Fletcher	Yes
Ms. Murphy	Yes
Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Taylor	Yes

The motion passed unanimously with one abstention.

III. PUBLIC COMMENT

Mr. Nichols shared that COAST was awarded a \$25,000 grant from the Cogswell Benevolent Trust for COAST's facility.

Mr. Shanahan asked what the basis for the grant was. Mr. Nichols shared that he discovered the opportunity and applied directly at the end of November.

V. OLD BUSINESS

Mr. Nichols shared old business updates.

Municipal Pass Pilot

The municipal pass pilot program with the City of Dover is about to launch. There is one more meeting scheduled between COAST and the City of Dover, and COAST is communicating the changes internally. He shared that COAST will evaluate and tweak the program before ideally launching it to other communities in the summer.

Mr. Scala asked if we had an estimate on the number of Dover employees likely to participate. Mr. Nichols said we do not.

Mr. Hebert asked if this is free for employees, and if they are available to other communities. Mr. Nichols said it is free to municipal employees, and that COAST plans to launch it to all communities after the pilot. Mr. Nichols then stated a question for the board is whether all communities are eligible for the pass despite their funding level for COAST, or if we only provide it to communities that fully fund COAST. Mr. Hebert and Mr. Shanahan stated that we should have that discussion.

Public Awareness Campaign

Mr. Nichols shared the new graphic with the board and stated it will be going on buses and bus shelters soon. Mr. Nichols stated there is a lot going on in this space, including some press releases. Mr. Nichols directed the board to the distributed materials for further reading on this project.

NHDOT 5339(a) Application

COAST submitted an application for \$3.26 million, slightly less than indicated during the December board meeting due to adjustments in the size of vehicles anticipated. COAST understands NHDOT received applications in excess of \$8 million from seven agencies for \$6 million worth of available funds. It is possible more funds will be made available based on the Governor's changes to the 10-year plan, but it is still a fluid situation.

Mr. Butler shared this is indeed the direction the Governor is proposing—reprogramming CMAQ funds to fill this gap—but nothing is yet official. In the meantime, the projects are being scored. It is possible there will be actual awards and provisional awards made, the provisional awards being contingent on the CMAQ transfer.

There was no further discussion on old business.

VI. NEW BUSINESS

ACTION ITEMS

Action Item #1: NH SOS Certificate of Revival

Mr. Nichols explained that COAST is listed as a State Chartered Legislative Body at the Secretary of State's (SOS) office. However, we need to be listed as a non-profit to take advantage of charitable gaming. COAST's attorney researched and concluded that nothing he reviewed would jeopardize COAST as direct recipient with the Federal Transit Administration. Mr. Nichols inquired with the SOS, since COAST believes the change from a non-profit was initiated by the SOS office, not COAST, that COAST be considered in good standing as a non-profit, so COAST does not have to wait a year to participate in charitable gaming. At this time there has been no response.

Action Required: *The COAST Board of Directors approve filing of the Secretary of State's Certificate of Revival to change our business status back to nonprofit from state chartered (legislative).*

Mr. Shanahan asked if a motion could be made to approve filing the Certificate with the Secretary of State's office. Ms. Joyce made the motion to approve the Certificate and filing, and Mr. Bogle seconded the motion.

Mr. Hebert asked a clarifying question about why COAST cannot have both status' with the Secretary of State. Mr. Nichols explained that COAST as an entity is both and will remain both. However, with the Secretary of State's office, COAST must be registered as one or the other. Mr. Hebert asked if COAST could request a waiver. Mr. Scala noted that this action doesn't affect COAST adversely. Mr. Nichols noted the only way he knew that this could affect COAST is with state contracts where we either have to apply for a certificate of good standing, or we don't. Mr. Hebert asked whether this move would prevent COAST from getting funds from NHDOT. Mr. Nichols stated that it would not, and that COAST's attorney had researched that question.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Mr. Shanahan	Yes
Mr. Scala	Yes
Mr. Lentz	Yes
Mr. Sandmann	Yes
Ms. Neumann	Yes
Mr. Hebert	Yes
Mr. Dornblut	Yes
Ms. Joyce	Yes
Mr. Fletcher	Yes
Ms. Murphy	Yes

Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Taylor	Yes

The motion passed unanimously.

Action Item #2: Replacement Cutaway Bus Procurement

Mr. Williams explained that COAST's capital plan schedules replacement of three demand response cutaways. These vehicles have eight seats, plus two wheelchair positions. We have received final pricing and are purchasing off the NH State contract. The cost for all three vehicles is \$384,819. This is slightly below our budgeted amount. Mr. Williams explained there is a possibility COAST could further reduce this figure with an option on the graphics, but that will not be determined for some time.

Action Required: *That the Board of Directors approve the purchase order for three replacement demand response cutaways at a price not to exceed \$384,819.*

Mr. Shanahan asked if a motion could be made to approve the purchase order. Mr. Lentz made the motion to approve the cutaway purchase order, and Mr. Hebert seconded the motion.

Mr. Hebert asked how long the vehicles last. Mr. Williams explained the vehicles being replaced are 2016s, and we anticipate the new vehicles to arrive in a year. So, these vehicles are lasting about nine years, but the FTA defines them as seven-year vehicles.

Mr. Hebert asked if the age was defined by hours or miles. Mr. Williams responded that it is a combination of miles and years, whichever is hit first. Mr. Hebert asked if they have any resale value. Mr. Williams stated this is hard to predict, but possible around \$2,000 - \$7,000 at auction.

Mr. Shanahan asked if these vehicles are based on an F-350 chassis. Mr. Williams said they are F-350s, and some vehicles are F-450s.

Mr. Scala asked if the new model year will have any improvements over the old vehicles. Mr. Williams stated he would have to research that, but they might come with a built-in back-up camera. Otherwise, these are base model vehicles.

Mr. Nichols pointed out that we order these vehicles with a built-in child restraint system for a toddler in one seat.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Mr. Shanahan	Yes
Mr. Scala	Yes
Mr. Lentz	Yes
Mr. Sandmann	Present
Ms. Neumann	Yes
Mr. Hebert	Yes
Mr. Dornblut	Yes
Ms. Joyce	Yes
Mr. Fletcher	Yes
Ms. Murphy	Yes
Ms. Amaral	Yes

Mr. Bogle Yes
Mr. Taylor Yes

The motion passed unanimously, and Mr. Sandmann was marked present because his remote audio wasn't working.

The motion passed unanimously.

Action Item #3: FY25 Municipal & Partner Funding Requests

Mr. Nichols noted that there is nothing new in these figures from what was presented last month, except a new statistic breaking down the cost of the community ask to each household.

Mr. Scala noted it shows it is not a big ask in those terms. Mr. Nichols agreed but also pointed out the percent increase is significant. Mr. Nichols then explained the funding formula, how it averages over time, the impact of service suspensions, and how those factors affect different communities differently.

Action Required: *The COAST Board of Directors approve the proposed municipal and other partner funding requests for FY25.*

Mr. Shanahan asked if a motion could be made to approve the proposed FY25 municipal & partner funding requests. Mr. Lentz made the motion to approve the request, and Mr. Scala seconded the motion.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Mr. Shanahan Yes
Mr. Scala Yes
Mr. Lentz Yes
Mr. Sandmann Present
Ms. Neumann Yes
Mr. Hebert Yes
Mr. Dornblut Yes
Ms. Joyce Yes
Mr. Fletcher Yes
Ms. Murphy Yes
Ms. Amaral Yes
Mr. Bogle Yes
Mr. Taylor Yes

The motion passed unanimously, and Mr. Sandmann was marked present because his remote audio wasn't working.

Action Item #4: Nonpublic Session per NH RSA 91-A:3 II(a)

Mr. Shanahan requested a motion to go into a nonpublic session per 91-A:3 II(a), regarding employee actions. Mr. Hebert made the motion to enter a nonpublic session and it was seconded by Ms. Murphy.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Mr. Shanahan	Yes
Mr. Scala	Yes
Mr. Lentz	Yes
Mr. Sandmann	Yes
Ms. Neumann	Yes
Mr. Hebert	Yes
Mr. Dornblut	Yes
Ms. Joyce	Yes
Mr. Fletcher	Yes
Ms. Murphy	Yes
Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Taylor	Yes

The motion passed unanimously, and the board entered a nonpublic session.

The public session resumed after the nonpublic session.

Mr. Sandmann requested a motion to maintain the minutes of the nonpublic session as sealed for one year. The motion to seal the minutes of the nonpublic session for one year was made by Mr. Scala and seconded by Mr. Lentz.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Mr. Shanahan	Yes
Mr. Scala	Yes
Mr. Lentz	Yes
Mr. Sandmann	Yes
Ms. Neumann	Yes
Mr. Hebert	Yes
Mr. Dornblut	Yes
Ms. Joyce	Yes
Mr. Fletcher	Yes
Ms. Murphy	Yes
Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Taylor	Yes

The motion passed unanimously.

Mr. Shanahan then explained that the board had approved a compensation package for the Executive Director after a discussion of his extremely high-quality work. He then thanked Mr. Nichols for his work, and Mr. Nichols thanked the board for their support.

DISCUSSION ITEMS

Discussion Item #1: Day It Forward Campaign (2/29)

Mr. Nichols shared that COAST is planning to participate in Day It Forward. COAST first participated in 2016 and had a positive experience, donating over \$1,800 to the NH Food Bank

from staff contributions and farebox revenues. COAST plans to repeat this on February 29, though we may work with a more local food bank or nutrition program. COAST would include staff contributions and fare revenue from that day in our donation.

Ms. Joyce asked if COAST was looking for food stuffs donations. Mr. Nichols replied that COAST has done a monetary donation because the food banks and nutrition programs can leverage it for more than we can through foodstuffs donations.

Mr. Shanahan asked who the coordinator is for this project. Mr. Nichols replied it would be staff. Mr. Shanahan then encouraged board members to make a contribution. Ms. Joyce asked how to accomplish a donation. Mr. Nichols said COAST's website donate button could be set up to go to this campaign. Ms. Neumann asked if this was easily accomplished, and Ms. Doering said it was.

There was no further discussion on this item.

Discussion Item #2: Major Gifts Campaign

Mr. Nichols introduced Marv LeRoy from the Institute for Philanthropic Excellence (IPE), who COAST has engaged to help with fundraising. He is here to discuss the Major Gifts Campaign with the board. He previously met with the executive committee prior to engagement.

Mr. LeRoy made a presentation about the work of the Institute for Philanthropic Excellence and how they plan to assist COAST. This included a description of the overall structure of the campaign being planned.

Mr. Scala asked about the current facility project projected costs. Mr. Nichols shared that the preliminary cost estimate from nine months ago was for \$17.3 million. COAST needs just over \$3 million of funding to match our existing federal grants, which would get COAST to the preliminary estimate. Mr. Hebert stated that COAST should aim for \$20 million for the project.

Mr. Hebert asked if there were ways COAST could acknowledge gifts given in the campaign, such as a plaque in the lobby. Mr. LeRoy agreed, and discussed different ways that donors can be thanked.

The remote access to the meeting ended for technical reasons towards the end of this presentation, around 9:45am. All remote members did not have access to the remainder of the meeting.

Committee Reports

Mr. Shanahan gave an overview of recent committee activities.

Executive Committee – nothing to report

Board Development Committee – nothing to report.

Policy Committee – nothing to report.

Legislative Committee – nothing to report.

Finance Committee – met on Monday, January 29 (2:30pm, COAST Offices, 6 Sumner Dr., Dover, NH).

VII. Community Updates/Information Items

Mr. Nichols went over a potential partnership with Kittery and the PNSY for a new parking shuttle in Kittery, as well as ridership during the month of December.

VIII. Adjournment

Mr. Shanahan adjourned the meeting, without objection, at 10:00 am.

Respectfully submitted by Ms. Joyce, Secretary