MEETING OF THE MST BOARD OF DIRECTORS

MEETING MINUTES

October 12, 2020

**Present:**
- Jeff Baron  City of Carmel-by-the Sea
- Kristin Clark  City of Del Rey Oaks
- Yanely Martinez  City of Greenfield
- Lorraine Worthy  City of Gonzales
- Mike LeBarre  City of King
- Frank O’Connell  City of Marina
- Dan Albert  City of Monterey
- Joe Amelio  City of Pacific Grove
- Tony Barerra  City of Salinas
- Dave Pacheco  City of Seaside
- Anna Velazquez  City Soledad

**Absent:**
- Mary Ann Carbone  City of Sand City
- Luis Alejo  County of Monterey

**Staff:**
- Carl Sedoryk  General Manager/CEO
- Lisa Rheinheimer  Assistant General Manager
- Robert Weber  Chief Operating Officer
- Kelly Halcon  Director of HR and Risk Management
- Mark Eccles  Director of Information Technology
- Michelle Overmeyer  Director of Planning and Innovation
- Jeanette Alegar-Rocha  Deputy Secretary
- Andrea Williams  General Accountant & Budget Manager
- Matt Deal  Grants Analyst
- Ikuyo Yoneda-Lopez  Marketing & Customer Service Manager
- Lisa Cox  Risk and Safety Manager
- Alvin Johnson  Communications Systems Manager
- Kevin Allshouse  Mobility Coordinator
- Doris Martinez  Schedule/Planning Analyst
- Elena Grigorichina  Operations Analyst
Apology is made for any misspelling of a name.

1. CALL TO ORDER

1-1. Roll Call

Chair Albert called the meeting to order at 10:05 a.m. with roll call taken as the meeting was conducted via ZOOM teleconference. A quorum was established.

1-2. Pledge of Allegiance

The pledge of allegiance was led by Chair Albert.

1-3. Review Highlights of the agenda. (Carl Sedoryk)

General Manager/CEO Carl Sedoryk reviewed the highlights of the agenda.

2. PUBLIC COMMENTS ON MATTERS NOT ON THE AGENDA

Members of the public may address the Board on any matter related to the jurisdiction of MST but not on the agenda. There is a time limit of not more than three minutes for each speaker. The Board will not take action or respond immediately to any public comments presented, but may choose to follow-up at a later time either individually, through staff, or on a subsequent agenda.

Public Comment – None

3. CONSENT AGENDA

These items will be approved by a single motion. Anyone may request that an item be discussed and considered separately.

3-1. Adopt Resolution 2021-10 Recognizing Lisa Cox, Risk & Security Manager, as Employee of the Month for October 2020. (Kelly Halcon)
3-2. Approve Minutes of the Board Administrative Performance Committee on September 14, 2020. (Jeanette Alegar-Rocha)

3-3. Approve Minutes of the MST Board Meeting on September 14, 2020. (Jeanette Alegar-Rocha)

3-4. Receive Report on Lost and Found Items Left on MST Property for the Month of June 2020. (Sonia Wills)

3-5. Financial Reports – August 2020 (Lori Lee)
   a) Accept report of August 2020 Cash Flow
   b) Approve August 2020 Disbursements
   c) Accept Report of August 2020 Treasury Transactions

3-6. Rejected Claim by Claimant Lillian Kausin. (Lisa Cox)

End of Consent Agenda

Public Comment – None

   Director Amelio made the motion to approve all items on the consent agenda which was seconded by Director Martinez. A roll call vote was taken with 11 voting in favor and 2 absent. The motion passed.

4. RECOGNITIONS AND SPECIAL PRESENTATIONS

   4-1. Employee of the Month for October 2020, Ikuyo Yoneda-Lopez. (Lisa Rheinheimer)

   The MST Board and staff recognized Ikuyo Yoneda-Lopez, Marketing Manager for her dedication and outstanding contribution to MST and the community.

   4-2. 25 Years of Service – James Lopez, Mechanic A (Robert Weber)

   The MST Board and staff recognized and thanked James Lopez for his 25 years of service to MST and the community.

   4-3 Receive Staff Report on Activities Related to the COVID-19 Pandemic Incident Response and Recovery Planning to Date and Provide Direction, If Needed. (Carl Sedoryk)

   The MST Board received a report from the General Manager/CEO, Carl Sedoryk on activities related to COVID-19 pandemic incident response and recovery planning.

   4-4. Receive Presentation on MST's Designing for Transit Guidelines. (Michelle Overmeyer)
The MST Board received a presentation on MST’s Designing for Transit Guidelines from Michelle Overmeyer.

Director LeBarre commented that the MST transit guidelines would benefit by including bus stops and transit pre-planning in housing development.

Public Comment – None

5. PUBLIC HEARINGS

None

Director Pacheco left the meeting 11:00 a.m.

6. ACTION ITEMS


Public Comment – None

Director Amelio made the motion to approve action item 6-1 which was seconded by Director Velazquez. A roll vote was taken with 10 votes in favor and 3 absent. The motion passed.

6-2. Approve Incentive Pool for MSTEA and Confidential Unit. (Carl Sedoryk)

Public Comment – None

Director LeBarre made the motion to approve action item 6-2 which was seconded by Director Worthy. A roll vote was taken with 10 votes in favor and 3 absent. The motion passed.

6-3. Financing South County Operations and Maintenance Facility. (Lisa Rheinheimer)

1. Approve Resolution 2021-11 Approving the Term Sheet from a Transportation Infrastructure Finance and Innovation Act (TIFIA) Loan
to Provide Financing for Construction of the South County Operations and Maintenance Facility project:

i. Authorizing the General Manager/CEO to Negotiate and Execute a Loan Agreement in the Amount of $8,449,000,

ii. Authorizing the General Manager/CEO to Negotiate and Execute a Collateral Accounts and Security Agreement (CASA),

iii. Authorizing MST General Counsel to Execute the Opinion of Counsel Related to the TIFIA Loan Agreement, and


2. Authorize the General Manager/CEO to Negotiate and Execute an Irrevocable Direction Regarding Deposit of Local Transportation Funds between MST and the Transportation Agency for Monterey County (TAMC) in Support of the Financing Arrangement.

Director LeBarre had questions about the minimum amount of pre-payments, the payment due date, accrued interest on past due payments and monthly payment terms. Carl Sedoryk, staff, and special counsel responded satisfactorily and without issue.

Director O’Connell asked if Measure Q funds would be used for the re-payment of this loan. Carl Sedoryk and staff responded that MST is specifically prohibited from using Measure Q funds for payment as it is not an eligible source of revenue to pay the debt service.

Chair Albert asked if the $8.5 million loan covers the total construction cost of the South County Operations and Maintenance Facility project. Lisa Rheinheimer and staff responded that the loan covers the funding gap needed to complete the project.

Public Comment – None

Director Velazquez made the motion to approve Resolution 2021-11 and Action Item 6-3. (1.) which was seconded by Director Clark. A roll vote was taken with 10 votes in favor and 3 absent. The motion passed.

Director LeBarre made the motion to approve Action Item 6-3. (2.) which was seconded by Director Amelio. A roll vote was taken with 10 votes in favor and 3 absent. The motion passed.

6-4. Approve Amendment No. 7 to the Contract with MV Transportation Permitting Reimbursement of CARES Eligible Expenses in the Onetime Payment Amount of $93,000 (approximate) and no more than $35,000 per Month Beginning in September 2020 and Ending on or before January 31, 2021. (Robert Weber)

Director Baron made the motion to approve Action Item 6-4 which was
seconded by Director Velazquez. A roll vote was taken with 10 votes in favor and 3 absent. The motion passed.

7. REPORTS & INFORMATION ITEMS

The Board will receive and file these reports, which do not require action by the Board.

7-1. General Manager/CEO Report. – August 2020


7-3. State Legislative Advocacy Update.

7-4. Staff Trip Reports - None

7-5. Correspondence.

8. BOARD REPORTS, COMMENTS, AND REFERRALS

8-1. Reports on Meetings Attended by Board Members at MST Expense. (AB 1234)

8-2. Board Member Comments and Announcements.

Director Barrera announced he will join the November 9, 2020 MST board meeting from Mexico.

8-3. Board Member Referrals for Future Agendas.

9. CLOSED SESSION

Members of the public may address the Board on any matter related to Closed Session. There is a time limit of not more than three minutes for each speaker. The Board will not take action or respond immediately to any public comments presented, but may choose to follow-up at a later time individually, through staff, or on a subsequent agenda. (Please refer to page 1 of the agenda for instructions)

As permitted by Government Code §64956 et seq. of the State of California, the Board of Directors may adjourn to Closed Session to consider specific matters dealing with personnel and/or pending possible litigation and/or conferring with the Board's Meyers-Milius-Brown Act representative.

10. RETURN TO OPEN SESSION

11. ATTACHMENTS
11-1. The Detailed Monthly Performance Statistics and Disbursement Journal for August 2020 can be viewed online within the GM Report at http://mst.org/about-mst/board-of-directors/board-meetings/

12. ADJOURN

With no further business to discuss, Chair Albert adjourned the MST Board Meeting and in memory of Luis Alejo’s father, the late Tomas Alejo at 11:40 a.m. (Pacific)

PREPARED BY: ____________________    REVIEWED BY: ____________________

Jeanette Alegar-Rocha    Carl G. Sedoryk