

THE BOARD OF DIRECTORS MEETING

May 10, 2019 | 8:00 am

Offices of Denton County Transportation Authority | Administrative Boardroom
1955 Lakeway Drive, Suite 260, Lewisville, Texas 75057

NOTICE IS HEREBY GIVEN that there will be a NTMC Board of Directors Regular Meeting at the time and location above to consider the following:

CALL TO ORDER

PLEDGE

INVOCATION

WELCOME AND INTRODUCTION OF VISITORS

PUBLIC COMMENT

This agenda item provides an opportunity for citizens to address the Board of Directors on any agenda items or other matters relating to the NTMC. Anyone wishing to address the Board of Directors should complete a Citizen Comment Registration Card and submit it to the NTMC Secretary prior to the start of the Board meeting. There is a three (3) minute time limit for each citizen. Anyone wishing to speak shall be courteous and cordial. The Board of Directors is not permitted to take action on any subject raised by a speaker during Citizen Comments. However, the Board of Directors may have the item placed on a future agenda for action; refer the item to the NTMC Secretary for further study or action; briefly state existing NTMC policy; or provide a brief statement of factual information in response to the inquiry.

1. REGULAR AGENDA

- a. Discussion and Approval of Minutes from April 16, 2019 Board Meeting
- b. Discussion and Acceptance of existing TMDC Employee Handbook for NTMC Employees
- c. Discussion and Adoption of NTMC Financial Policies, Resolution No. 2019-N006
- d. Discussion and Adoption of the FY'19 NTMC Budget, Resolution No. 2019-N005
- e. Discuss and Accept the transfer of the Collective Bargaining Agreement (CBA) between Transit Management of Denton County and Amalgamated Transit Union Local 1338, Effective April 1, 2018, "As Is"

2. PRESIDENT'S REPORT

- a. Transition Update

3. DISCUSS FUTURE AGENDA ITEMS

- a. Additional NTMC Policies & Documents
- b. Board Member requests for future agenda items

4. CONVENE EXECUTIVE SESSION

The Board reserves the right to go into closed executive session at any time during the meeting pursuant to the Texas Government Code § 551.071(2) to seek confidential legal advice from the Corporation's attorneys regarding any agenda item listed hereon.

5. ADJOURN

BOARD MEMBERS:

Raymond Suarez, Chair
Dave Kovatch, Vice Chair
Charles Emery Dianne Costa Connie White

OFFICERS:

Kristina Holcomb, NTMC President
Nicole Recker, NTMC Vice President
Marisa Perry, NTMC Treasurer
Brandy Pedron, NTMC Secretary

The Denton County Transportation Authority meeting rooms are wheelchair accessible. Access to the building and special parking are available at the main entrance. Requests for sign interpreters or special services must be received forty-eight (48) hours prior to the meeting time by emailing bpedron@dcta.net or calling Brandy Pedron at 972.221.4600.

CERTIFICATE – I certify that the above agenda giving notice of meeting was posted on the bulletin board at the Corporation's offices, which are also the offices of the Denton County Transportation Authority, on 5/3/2019 at 12:01 PM.



Brandy Pedron, NTMC Secretary

MINUTES FOR:
ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS

Held on April 16, 2019 at 3:00 pm
Offices of Denton County Transportation Authority | Administrative Boardroom
1955 Lakeway Drive, Suite 260, Lewisville, Texas 75057

ATTENDANCE

NTMC Board of Directors

Raymond Suarez: Chair, DCTA
Dave Kovatch: Vice Chair, DCTA
Charles Emery, DCTA
Dianne Costa, DCTA
Connie White, DCTA

NTMC Officers

Kristina Holcomb, NTMC President
Nicole Recker, NTMC Vice President
Marisa Perry, NTMC Treasurer
Brandy Pedron, NTMC Secretary

Absences

None

Legal Representation

Kevin Laughlin, NJDHS

Other Attendees

Lindsey Baker, DCTA Director of
Strategic Partnerships
Amanda Riddle, DCTA Budget Manager
Jim Owen

CALL TO ORDER – *Chair, Raymond Suarez, called the meeting to order and announced the presence of a quorum at 3:22 p.m.*

PLEDGE – *led by Dave Kovatch, Vice Chair*

INVOCATION – *led by Charles Emery*

WELCOME AND INTRODUCTION OF VISITORS – *None welcome or introductions at this time*

1. REGULAR AGENDA

- a. Discuss and Approve Resolution No. 2019-N001 Adopting the Bylaws of the North Texas Mobility Corporation

Kristina Holcomb, NTMC President, presented the Board with Resolution 2019-N001 Adopting the Bylaws of the North Texas Mobility Corporation of which were reviewed and approved by the DCTA Board of Directors on February 28, 2019

- *Motion to approve Agenda Item 1 (a) was made by Connie White. The motion was seconded by Dave Kovatch, Vice Chair. Motion passed unanimously by the Board with no abstentions.*

- b. Conduct Election of the Chair and Vice Chair of the Board of Directors

Raymond Suarez, Chair, discusses the memo regarding election of Chair and Vice Chair of the Board of Directors. The recommendation is the NTMC Board of Directors elect Raymond Suarez as Chair and Dave Kovatch as Vice Chair.

- *Motion to approve Agenda Item 1 (b) was made by Diane Costa. The motion was seconded by Connie White. Motion passed unanimously by the Board with no abstentions.*
- c. Discuss and Approve Resolution No. 2019-N002 Electing the Officers of the North Texas Mobility Corporation
 - Raymond Suarez, Chair, discusses Resolution 2019-N002 and memo regarding election of Officers of the North Texas Mobility Corporation. The recommendation is the NTMC Board of Directors elect Kristina Holcomb as President, Nicole Recker as Vice President, Marisa Perry as Treasurer, and Brandy Pedron as Secretary.*
 - *Motion to approve Agenda Item 1 (c) was made by Diane Costa. The motion was seconded by Charles Emery. Motion passed unanimously by the Board with no abstentions.*
- d. Discuss and Approve Resolution No. 2019-N003 Establishing Time and Location for Regular Meetings of the Board of Directors and Designating Official Location for Posting of Notices of Meetings Pursuant to the Texas Open Meetings Act
 - Kristina Holcomb, NTMC President, presented the Board with Resolution 2019-N003 Establishing Time and Location for Regular Meetings of the Board of Directors and Designating Official Location for Posting of Notices of Meetings Pursuant to the Texas Open Meetings Act. The Regular Meetings of the Board of Directors shall be held in accordance with the Bylaws on Wednesday, presiding the 4th Thursday of the Month at 2:00 p.m. effective June 26, 2019. It is recommended that the NTMC meet at a minimum quarterly, as discussed during the NTMC Organizational meeting.*
 - *Motion to approve Agenda Item 1 (d) was made by Dave Kovatch, Vice Chair. The motion was seconded by Connie White. Motion passed unanimously by the Board with no abstentions.*
- e. Discuss and Approve Resolution No. 2019-N004 Authorizing an Interlocal Agreement for Mobility Service Operations with the Denton County Transportation Authority
 - Kristina Holcomb, NTMC President, presented the Board with Resolution 2019-N004 Authorizing an Interlocal Agreement for Mobility Service Operation with the Denton County Transportation Authority (DCTA). It is recommended the NTMC Board of Directors Approve and Authorize the President to execute the Interlocal Agreement for Mobility Service Operations with DCTA.*
 - *Motion to approve Agenda Item 1 (e) was made by Dianne Costa. The motion was seconded by Charles Emery. Motion passed unanimously by the Board with no abstentions.*
- f. Discuss and Approve Appointment of General Counsel for the Corporation
 - Kristina Holcomb, NTMC President, reviewed the memo regarding appointment of General Counsel for the Corporation with the Board. It is recommended the NTMC Board of Directors leverage the provision for legal services through the Interlocal Agreement established between DCTA and NTMC for Transit Operations and approve the appointment of Nichols, Jackson, Dillard, Hager & Smith, LLC as NTMC's General Counsel with Joe Gorfida as lead attorney and Kevin Laughlin as back-up attorney.*

- *Motion to approve Agenda Item 1 (f) was made by Dave Kovatch, Vice Chair. The motion was seconded by Connie White. Motion passed unanimously by the Board with no abstentions.*
2. PRESIDENT'S REPORT
 - a. Discuss Upcoming Meeting Dates and Possible Additional Meetings
 - i. Friday, May 10, 2019 at 12:00 pm – *The Board discussed and agreed to have the next NTMC Board meeting on Friday, 10, 2019 at 8:00 a.m. instead of 12:00 p.m.*
 - b. Discuss Future Agenda Items
 - i. Amalgamated Transit Union Collective Bargaining Agreement Transfer – *This item will be discussed at the May 10th meeting.*
 3. Convene Executive Session – *The Board did not meet in Executive Session at this time*
The Board reserves the right to go into closed executive session at any time during the meeting pursuant to the Texas Government Code § 551.071(2) to seek confidential legal advice from the Corporation's attorneys regarding any agenda item listed hereon.
 4. ADJOURN – *The meeting was adjourned at 4:09 p.m. by Raymond Suarez, Chair*

The minutes of the April 16, 2019 meeting of the Board of Directors were passed and approved by a vote on this 10th day of May 2019.

Raymond Suarez, Chair

ATTEST

Brandy Pedron, NTMC Secretary