

MINUTES OF ANNUAL GENERAL MEETING  
OF  
BOARD OF DIRECTORS  
OF  
SOUTHERN CALIFORNIA REGIONAL TRANSIT TRAINING CONSORTIUM

May 20, 2009  
Golden West College  
Humanities Building #13, Room #114  
15744 Golden West Street  
Huntington Beach, CA.

The Board of Directors of the Southern California Regional Transit Training Consortium (the “consortium”) held its Annual General Meeting on May 20, 2009, at Golden West College, 15744 Golden West Street, Huntington Beach, CA.

Directors Ralph Merced, Chair, Patrick Astredo, Tom Barrio, Rolando Cruz, Jess Guerra, and Mike Slavich were present for the meeting, with directors Pete Sparks and Dayle Withers being represented by proxy by, respectively, Gail Schwandner and Frank Scholl.

Directors Steven Donley and Greg Newhouse were absent.

Also present for some or all of the meeting were the following individuals:

Leticia Barajas (L.A. Trade Tech College)  
Alan L. Fox (Secretary, SCR TTC)  
John Frala (Rio Hondo College)  
Brynn Kernaghan (Long Beach Transit)  
Bryan Kramer (Golden West College)  
Dana LaRoche (Long Beach Transit)  
Mark Magers (ISE Corporation)  
Jannet Malig (Cerritos College)  
Steve Mullaly (L.A. Metro)  
Antoine Nguyen (Golden West College)  
Marty Orozco (Cypress College)  
Omid Pourzanjani (Golden West College)  
Carlos Rojas (L.A. Trade Tech College)  
David M. Stumpo (Program Manager, SCR TTC)

I. Welcome, Roll Call and Introductions

Ralph Merced, Chair, called the meeting to order at 12:00 noon. Chair Merced

welcomed and thanked all meeting participants for their presence, and thanked Golden West College and its meeting participants for their hospitality in hosting the meeting and providing lunch. Chair Merced as well thanked Dave Stumpo, SCR TTC Program Manager, for providing the easy directions to Golden West College for those attending the meeting. Chair Merced took a roll call of Board directors, an attendance sign-up sheet was distributed, and at Chair Merced's request, all meeting participants introduced themselves and their affiliations.

## II. Approval of Minutes

Chair Merced indicated that because there had not been a quorum present at the immediately preceding Board meeting on February 18, 2009, there had been no official Board approval of the proposed minutes covering the November 12, 2008, Board meeting. Upon motion by Patrick Astredo, and seconded by Rolando Cruz, and after discussion, the minutes of the Board meeting of November 12, 2008, were unanimously approved. Thereafter, and upon motion by Jess Guerra, and seconded by Patrick Astredo, the minutes of the Board meeting of February 18, 2009, were unanimously approved.

At the request of Dave Stumpo, Resolution No. R-09-0325(a)-LEGISLATIVE APPROACH, covering the approval and adoption of Legislative Language and Report Language, together with a Funding plan in accordance with the language, all in connection with activities and the previous recommendation of the Economic Workforce Development Committee, was described by Stumpo and presented to the Board for review, discussion, and approval. The proposed resolution, the wording of which was distributed separately at the meeting, indicated certification of adoption at a legally convened electronic meeting of the Board of Directors held on March 25, 2009. After discussion, and upon the motion of Patrick Astredo, as seconded by Jess Guerra, the proposed Resolution as adopted and certified was unanimously approved.

## III. Economic Workforce Development Committee Report

Brynn Kernaghan of Long Beach Transit presented a report on behalf of the Economic Workforce Development Committee, out of turn from the printed meeting Agenda, concerning recent activities of the Committee in promoting legislative approval of a federal transportation re-authorization bill which would potentially provide significant funding for the consortium. Brynn described in detail both such activities as well as the hoped-for bill, and she announced that the consortium was up against a deadline in getting the proposed language into the bill. She distributed written talking points, together with requested language and a schedule of contact information for the various congressmen and women representing districts covered by the consortium, and she proceeded to urge Board members and meeting participants to contact immediately the legislative representatives for their elected officials in Washington, D.C. and encourage support for and participation in the transportation reauthorization bill. Dave Stumpo underlined the need for immediate action in light of the deadline, and, after

describing the current congressional support for the bill, emphasized that the more congressional representatives in support, the better the chances for gaining ultimate approval of the bill. Brynn and Dave encouraged everyone present at the meeting to call their congressional representatives during the meeting, or that day. Stumpo further commented that the work leading up to the current legislative activity represented the culmination of efforts by Nina Babiarz and Stumpo over the previous seven to eight months to develop and gain approval of the bill.

#### IV. Secretary Report

Alan Fox, Secretary, commented that there were no developments or information specifically applicable to the secretarial functions since the previous Board meeting. Fox indicated that a portion of the minutes of the November, 2007, Annual General Meeting of the Board would be reviewed later in the meeting in connection with the Organizational Committee report regarding Board succession, but that for purposes of meeting efficiency and clarity such review would be most appropriately considered in the context of director and officer recommendations.

#### V. Management Report

##### a. Salient Activities Report

i] Board Retreat Summary Report Dave Stumpo preliminarily explained that Nina Babiarz was unable to attend the current meeting because of illness, and he conveyed Nina's good wishes to the Board and her apologies for her absence. Stumpo proceeded to describe the highlights of the March 18, 2009, Board Retreat in Santa Monica. He emphasized the Board's consideration of the financial status of the consortium in the context of its goals and objectives, and the alternatives open to the Board in obtaining additional funding to continue its mission beyond the September, 2010, cutoff of current Earmark appropriation funding. He described the Board's efforts at prioritizing funding sources and appropriate areas for emphasis in the consortium's current training activities.

ii] Monthly Management Report Stumpo referred the Board and meeting participants to the written Monthly Management Report and FTA Earmark Quarterly Report which had been distributed electronically prior to the meeting.

- Training Status Stumpo summarized a portion of the training facts contained in the Reports forwarded to Board members. He indicated that a total of approximately 14,740 hours of training had been delivered by the consortium through the end of April, 2009, to approximately 1,170 people representing 62% of the technician population of consortium members in the region. He mentioned that course evaluations by students have been outstanding, although occasional comments have pertained to training facilities, over which the consortium has no control.

- Financial Status Stumpo reported that the consortium has approximately \$89,000 in its bank account at the current time. He reminded the Board that the consortium must have a financial “float” to accommodate for training costs because the FTA Earmark reimbursement system does not allow for prepayment of costs, but only reimbursement of costs previously incurred and paid. He commented that the FTA has provided reimbursement quickly, and typically within two weeks of receipt of invoices, reflecting in all probability a confidence in the integrity and accuracy of the consortium’s accounting and reporting systems.

iii] Needs Assessment/Gap Analysis Feedback Stumpo indicated that the consortium is facing a time for more needs assessment and gap analysis feedback, and he reminded the group that program management tries to perform such reviews on a repetitive basis. He advised the Board that San Diego Miramar College with the assistance of Greg Newhouse is funding such assessment and gap analysis reviews, in coordination with Nina Babiarz.

iv] FTA Earmark Quarterly Report Stumpo referred to the written FTA Earmark Quarterly Report covering the Second Quarter of the FTA’s 2008 fiscal year, which Report had been forwarded to Board members and interested meeting participants in advance of the meeting. Stumpo summarized the consortium’s reporting obligations to the FTA by commenting that everything is up to date with the FTA.

v] FTA Earmark Contract Award Status Stumpo stated that the consortium has completed the required certificates and assurances for the FTA, and that it is heading into the final year of the four-year Earmark contract, with a budgeted \$450,000 available for training purposes.

b. Updates Stumpo reported that he had recently attended the APTA meeting on behalf of the consortium, and that he had been invited to attend and participate in various APTA subcommittee meetings, including the workforce development committee. He indicated that he and the consortium are working closely with APTA, and that the consortium name and training efforts are definitely becoming recognized and appreciated within the industry, with a variety of potential benefits accruing from such association, including industry feedback, “branding” status, and general information. Stumpo reported as well that ITS America has contacted the consortium in connection with training development efforts, most particularly in the east coast. Stumpo further indicated that the consortium has been requested and has provided oversight and recommendations concerning learning objectives in connection with standards development and courseware development being undertaken by an east coast-based training organization named the Transit Learning Center. He wants the consortium to be reimbursed for the cost of his and Nina Babiarz’s time in connection with the latter work, plus appropriate mark ups.

b. Metasoft--Fund Raising Proposal Presentation Stumpo distributed and explained a written proposal entitled “Fundraising Feasibility Proposal” from Metasoft Systems, Inc., of Vancouver, British Columbia. He characterized Metasoft as a

manager of trusts and an information and consulting resource and grant development service in connection with potential funding from private grants and trusts. He reiterated that the consortium is necessarily looking for funding from all possible sources in order to stay in business, that Metasoft is looking for potential markets in which to provide appropriate funding through third parties, and that as a result the Metasoft organization may possibly be of service to the consortium in helping identify and, as desired, approach various funding sources. Stumpo emphasized that the proposal was being provided for information only, and that he was not making any specific recommendation at the present time. He advised that the organization's proposals are based on the understanding that it would not be paid unless the requested funds are granted. He suggested that depending on the consortium's fund raising efforts over the next several months, it may want to take a more proactive view of the proposal at its November Board meeting. Rolando Cruz suggested in partial response that the proposal be reviewed and discussed again as early as the August Board meeting.

## VI. Board and Committee Reports

### a. EWD Committee Activities---Legislative Updates

Dave Stumpo explained that Committee Chair Peter Davis had been summoned to Sacramento and thus would be unable to attend today's meeting. Stumpo further indicated that Brynn Kernaghan had provided most of the Committee's report, and requests, earlier in the meeting in her presentation regarding efforts at producing a reauthorization bill favoring the consortium. He generally summarized the status of the Committee's activities by explaining that program management and the Committee are closely monitoring funding developments at both the California state and the federal levels, with a principal focus being on the FTA.

Rolando Cruz and Alan Fox nearly simultaneously suggested that it would be helpful to the Board and to the consortium generally if Peter Davis and/or the EWD Committee would furnish regular written reports on the Committee's progress in seeking funding, in part to avoid oral generalizations regarding Committee activities and repetition of previous reports. Patrick Astredo added that it would as well be helpful for the Board to see clearly enunciated, simply stated, written goals and objectives for what the Committee is seeking to accomplish as part of such reports. Stumpo responded in part by explaining that the bulk of the Committee's report for the present meeting has to do with the legislative approach and requests outlined earlier in the meeting by Brynn Kernaghan. Rolando Cruz concluded by reiterating that the Board will request a written summary from the Committee in the future.

Gail Schwandner of Long Beach City College explained that part of her job at the College involves obtaining money from public and private grants, and she elaborated on the previous discussion by explaining that the entire local college communities, and presumably transit agencies, are waiting anxiously for further information on federal and state funding initiatives and that such information is imminent

and expected at any time in the near future. She mentioned that a distinct plus for the consortium exists in its current emphasis on hybrid technology. She suggested that other possible sources for pertinent funding include the U.S. Department of Agriculture as well as the Departments of Energy, Labor, and Transportation. She summarized by indicating a belief on the part of the community colleges that the direction and amounts of stimulus money would be conveyed within “the next couple of weeks”.

b. Planning and Curriculum Committee

Dave Stumpo reported that two Planning and Curriculum Committee Meetings have taken place since the last Board meeting in February, including a meeting immediately preceding the current Annual General Meeting. He emphasized that the Committee, and the current training preparations and course offerings, are in good shape, and he explained details of the current planned training courses, including venues, to August, 2009.

Stumpo then turned to the proposed Resolution R-09-0520-A, as set forth in the meeting Agenda distributed to the Board in advance of the meeting, which resolution supports the adoption of the recommendations from the Board Retreat of March, 2009, including the budget for 2009/2010, and the institution of membership fees effective July 1, 2009. Stumpo reminded the Board of the budget discussions at the March Board Retreat, including various financial scenarios based on the extent of the consortium’s success in obtaining additional funding and including as well the idea of re-instituting membership fees from consortium members. Jess Guerra inquired whether the resolution should include specific target dollar figures for members, to which Stumpo responded that the idea behind the resolution, and the discussions in March, was to put the concept of membership fees back on the table with the intention of addressing the actual fees at a later time. Tom Barrio suggested adding to the proposed resolution words to the effect that specific membership fees are to be determined subsequently, if at all. Ralph Merced further suggested that language be added indicating that any such fees are to be reinstated as of a specific date, such as July 1, 2009.

Animated discussion ensued regarding not only the language, timing and amounts surrounding any such membership fees but as well how such fees might be allocated among members and whether actual, “nominal” fees might be imposed on all members at the current time. Patrick Astredo recommended amending the proposed resolution to include a flat \$500 membership fee for each consortium member, to be effective and payable as of July 1<sup>st</sup> of the following year so as to be includable as line items in members’ proposed budgets. Rolando Cruz suggested increasing the individual membership fees for transit agency members to a flat \$1,000, indicating that consortium invoicing of members for such amounts would serve to communicate the fact, imminence, and importance of the fee expense to members’ leaders and executives at the same time that it would serve to build the consortium’s financial base. After further discussion, and as moved by Rolando Cruz and seconded by Jess Guerra, the Board unanimously approved a motion to adopt the proposed resolution as amended to include

language defining specific membership fees to be imposed on all consortium members after July 1<sup>st</sup> as \$500 per community college and \$1,000 per transit agency.

c. Organizational Committee Activities

Alan Fox, Committee Co-Chair, provided a report from an ad hoc nominating committee appointed from the Organizational Committee at the March Board Retreat and assigned with responsibility for recommending appropriate Board director and officer transition pursuant to informal policies approved at the November, 2007, Annual General Meeting. Fox identified the ad hoc nominating committee as consisting of Patrick Astredo, Greg Newhouse, and himself, and he explained the informal policies affecting Board turnover and transition. He reported that the committee had been in frequent communication, both with itself and with all current Board members and officers, and he outlined Board changes which necessarily would occur as a result of changes in job responsibilities by current Board members Mike Slavich, Dayle Withers, and Pete Sparks. Having explained the process by which the committee worked and the communications involved with all affected Board members, Fox proceeded to make the following recommendations for election to the Board for the 2009-2010 year:

Patrick Astredo (L.A. Metro)  
Tom Barrio (Montebello Bus Lines)  
Rolando Cruz (Long Beach Transit)  
Jess Guerra (L.A. Trade Tech College)  
Jannet Malig (Cerritos College)  
Ralph Merced (Santa Monica Big Blue Bus)  
Greg Newhouse (San Diego Miramar College)  
Frank Scholl (OCTA)  
Gail Schwandner (Long Beach City College)  
Steve Tomory (Rio Hondo College)

Fox commented that were the recommended slate of directors to be approved, the new Board would represent turnover of four directors from the current Board, would continue to consist of five Board members from the community colleges and five Board members from transit agencies, would involve female Board members for the first time, and would involve one new, previously unrepresented college in Cerritos College. Upon motion by Rolando Cruz, and seconded by Jess Guerra, and after brief discussion, the Board unanimously approved the recommendations indicated immediately above and proceeded to elect such representatives to the consortium Board of Directors for the following year.

Alan Fox then indicated that the ad hoc nominating committee was as well prepared to offer recommendations for Board officers for the following year, and he explained the reasoning of the committee in suggesting some rotation among Board officers without, hopefully, affecting significantly the continuity of consortium leadership. On behalf of the ad hoc nominating committee, he offered the following recommendations:

Chair: Jess Guerra (L.A. Trade Tech College)

Vice Chair: Patrick Astredo (L.A. Metro)

Vice President/Chief Financial Officer: Rolando Cruz (Long Beach Transit)

Upon motion by Patrick Astredo, and seconded by Frank Scholl, the Board unanimously approved the recommendations for election of Board officers for the forthcoming year as indicated by Fox, and approved Resolution R-09-0520-B as set forth in the meeting Agenda accepting the above nominations as presented. Patrick Astredo emphatically thanked and complimented Chair Ralph Merced for his services as Chair over the past year and a half, to which all meeting participants joined in the ensuing applause. Astredo as well commented on the seeming efficiency, thoroughness, and fairness with which the Board transition process and nomination preparations were conducted.

d. Yearly Meeting Calendar

Patrick Astredo moved to approve the proposed yearly meeting calendar for the forthcoming year as set forth in the proposed Resolution R-09-0520-C described in the meeting Agenda, and Jess Guerra seconded the motion. After discussion, the following Board meeting schedule for the 2009-2010 year was unanimously approved:

August 19, 2009  
November 18, 2009  
February 17, 2010  
March 24, 2010---Retreat  
May 19, 2010---AGM

VII. New Business/Open Discussion

Jess Guerra as the newly elected consortium Chair assumed the chairmanship of the meeting, and thanked the Board and meeting participants for their confidence in his leadership.

a. Beta Process Overview

Dave Stumpo offered a brief overview of the beta process. He explained that potentially appropriate and needed training classes are identified from the needs assessment/ gap analysis process, and that the consortium proceeds to request proposals from potentially interested community colleges for development of such a class, on the basis of which colleges bid for the right to develop and offer the class. Stumpo described the process by which beta one and beta two classes are developed and offered, and the “tweaking” process, with pitfalls and potential problems, through which such classes are refined and polished by the organization and made ready for general training. He explained that beta classes are intended to constitute a working experience for the class developers and voluntary registrants, and not a learning education per se. He

summarized the entire course development process, including beta one and beta two classes followed by “train the trainer” classes. He concluded by explaining that the purpose of such overview in the context of the current meeting was simply to provide open communication with the Board regarding the process of training course development, and to ensure to the extent possible the full understanding of the Board in the consortium’s training processes.

b. Board Comments and Next Meeting Consideration

Chair Guerra asked for concluding comments and questions from the Board, and proceeded to go around the room to each meeting participant for final thoughts or inquiries. Chair Guerra indicated that the next Board meeting would take place on August 19, 2009, and asked if there were volunteers to host the meeting, following which inquiry he suggested that L.A. Trade Tech College would be willing to and would plan on hosting the meeting. Frank Scholl asked if he could continue to remain on the Planning Committee after joining the Board, to which Guerra and Stumpo replied yes and that the decision would be up to Frank. Patrick Astredo and Rolando Cruz offered news items and announcements. Dave Stumpo offered congratulations to L.A. Metro and OCTA for finishing #1 and #2 in the recent APTA bus roadeo.

Chair Guerra seconded Patrick Astredo’s earlier comments in thanking Ralph Merced for a great job as consortium Chair over the past year and a half.

The meeting adjourned at 2:39 p.m.

Respectfully submitted,

Alan L. Fox  
Secretary