

MINUTES OF REGULAR MEETING
OF
BOARD OF DIRECTORS
OF
SOUTHERN CALIFORNIA REGIONAL TRANSIT TRAINING CONSORTIUM

November 8, 2007
Cypress College
Tech Ed Bldg #3, Room 101
9200 Valley View Lane
Cypress, CA. 90630

The Board of Directors of the Southern California Regional Transit Training Consortium (the “consortium”, or “SCR TTC”) held its annual general meeting on November 8, 2007, at Cypress College, 9200 Valley View Lane, Cypress, CA. 90630.

The following directors were present for the meeting:

Patrick Astredo	Ralph Merced
Steven Donley	Mike Slavich
Jess Guerra	Dayle Withers

Directors Kevin Anderson, Tom Barrio, Jim Ditch, and Cal Macy were absent.

Also present were the following individuals:

Nina Babiarz (Training Facilitator and Coordinator, SCR TTC)
Letitia Barajas (Los Angeles Trade Tech College)
Rolando Cruz (Long Beach Transit)
Alan L. Fox (Secretary, SCR TTC)
Eli Jaramillo (Cerritos College)
Elizabeth Joo (Torrance Transit) [by phone]
George Karbowski (Foothill Transit)
Dana Lee (Long Beach Transit)
Rodney Lineweber (Rio Hondo College)
Steve Mullaly (Los Angeles Metro)
Greg Newhouse (San Diego Miramar College)
Marty Orozco (Cypress College)
Frank Scholl (OCTA)
Pete Sparks (Long Beach Transit)
David M. Stumpo (Program Manager, SCR TTC)

I. Welcome, Roll Call and Introductions

Ralph Merced, Chair, called the meeting to order promptly at 11:30 a.m. Chair Merced requested that each meeting participant introduce himself or herself, and each of those present in turn provided his/her name, affiliation, and in some instances additional comments or explanation regarding his/her presence.

II. Approval of Minutes

Chair Merced requested comments or discussion regarding the proposed minutes of the August 9, 2007, regular Board meeting of the consortium, copies of which had been posted on the consortium website in advance of the meeting. Upon motion by Mike Slavich, and seconded by Jess Guerra, the minutes of the meeting of August 9, 2007, were unanimously approved.

III. Secretary Report

Alan Fox, Secretary, reported that there were few to no recent activities or information concerning organization secretarial functions worthy of discussion at the meeting. Fox reminded the meeting participants that an SCRTTC Board Retreat had taken place at Cerritos College a few weeks earlier, on October 24, 2007, and that, given the nature of the meeting and discussions, no formal minutes of the meeting had been taken or written, by agreement of the participants. Fox as well reminded the participants that federal and state income tax returns for the consortium would be due in short order, notwithstanding the IRS Section 501(c)(3) tax exemption status of the consortium, and SCRTTC Program Manager Dave Stumpo added that a full explanation of the preparations for and status of the tax returns would be provided later in the meeting.

IV. Management Report

A. Salient Activities Report

[i] Board Retreat Summary Report. Dave Stumpo summarized the nature and accomplishments of the Board Retreat conducted on October 24, 2007, at Cerritos College. He commented that the Retreat will be an annual event in the future, and that it will serve among other functions to underline and emphasize the consortium's goals and objectives for the forthcoming years.

[ii] Monthly Management Report. Dave Stumpo by way of addressing the (a) Training Status of the consortium described the principal question facing the consortium and its efforts at all times is "How are we doing in delivering training?" Stumpo reported in partial response to the question that the consortium to date has provided a total of 5,952 training hours to a total of 458 people who have attended consortium-sponsored courses during the organization's history, and that many more course offerings and training hours for participants are a principal objective of the

consortium going forward. Stumpo in turn briefly described as well the consortium's (b) Financial Status, referring the meeting to Aptrex's most recent written Monthly and Quarterly Reports, and commenting that bank statements and reports don't always track precisely the current status of the consortium's finances. Patrick Astredo praised the detail and coverage of the written reports, remarking that, among other benefits, such reports make it considerably easier for consortium participants to justify to their senior managements the time and financial commitments involved in meeting attendance and the operations of the consortium generally.

[iii] Needs Assessment/Gap Analysis Feedback. Dave Stumpo briefly summarized reports covering the consortium's course offerings and performance in fulfilling its members' needs, and proceeded to describe the Planning Committee meeting which was held immediately preceding the Board meeting. Stumpo commented that consortium leadership has developed standard operating procedures for its course validations, and has identified various courses as high priority issues for continuing consortium emphasis.

[iv] FTA Earmark Status Fiscal Year-End close-out. Stumpo again summarized the manner in which federal appropriation earmarks are handled, emphasizing that the system is not a use-it or lose-it budgeting program, and that any appropriation balance remaining at fiscal year end would be available for use in the succeeding year. He reported that as of the FTA's fiscal year ending September 30th, there was \$68,000 remaining to be paid from the consortium's available earmark funding for the 2006-2007 fiscal year, resulting in part from the dates of the conclusion of the consortium's brake training development, and that such funds were scheduled and would accordingly be allocated and paid in the current fiscal year, most probably in October. Stumpo further advised that among various budgeted items in the earmark appropriation, the consortium did not incur expense for leased office space because of the nature of the management contract, and that such budgeted fund expenditures will accordingly be allocated back to management training.

[v.] Tax Return Status. Stumpo reported, with explanatory help from Rolando Cruz, that the consortium has filed for an extension, until January, 2008, of its initial income tax return for the consortium, and that all financial information in connection with the preparation of the return has been forwarded to H&R Block, which will prepare the return on the consortium's behalf. Stumpo estimated that the return preparation will cost approximately \$1,500, and that the return reportedly can be prepared and filed on the expedited IRS Form 990 EZ. Stumpo indicated that after the first return preparation and filing, subsequent year filings will be an annual event and will in all likelihood be prepared internally, without the necessity for using an outside tax preparation service.

Steven Donley inquired concerning the potential need for and applicability of insurance for the consortium, and whether any efforts had been made to date to review the requirements of the consortium with regard to such protection. Stumpo responded that the subject of insurance is being reviewed, with special focus currently on

directors and officers liability insurance, or, as reported, errors and omissions insurance, as well as comprehensive general liability insurance.

B. Update on the NCR TTC expansion.

Dave Stumpo briefly described the status of the organizational efforts to establish a training consortium in northern California similar in purpose and objectives to the SCR TTC. With assistance from Aptrex Institute and leadership currently being furnished in part from the Monterey Salinas transit agency in particular, the organization reportedly is in its formative stages.

V. Board and Committee Reports

A. Legislative Committee Activities.

Dana Lee, Legislative Committee Chair, reported that a trip to Washington, D.C. is being planned for the near future, possibly as early as December, for the purposes of planning advocacy and education. Dana indicated that meetings with key legislators will be scheduled, in part to thank them for their assistance with the consortium's earmark appropriation, and as well to let them know what the consortium has been doing. Dana identified some of the probable participants in the trip, and she emphasized that it will be important that not just transit agencies are involved. She added that some or all of the college participants' costs may be covered, to which some college representatives requested that as soon as the logistical information and planning has been established, to let them know in light of the sometimes lengthy internal approval processes extent at many of the colleges.

Dana Lee added as a matter of detail that the specific approvals required at the congressional level for the current fiscal year's appropriation funding have not yet been given, which lack of current approvals she hastened to explain might delay, but only slightly, the consortium's reimbursement payments for work in October and November. She emphasized that there was no danger of not receiving the funding. Patrick Astredo inquired concerning the identities of who might be involved in making the referenced Washington, D.C. trip, and offered his assistance with L.A. Metro employees as appropriate.

Chair Merced directed the attention of meeting participants to a proposed resolution set forth in the Agenda which would "rename the Legislative Committee to the Economic Workforce Development Committee and appoint Dana Lee as Chair". Upon the motion of Mike Slavich, and seconded by Steven Donley, Resolution R-07-1108-B in the above wording was unanimously approved by the Board.

B. Planning and Curriculum Committee

Dave Stumpo, Co-Chair, reported that the Planning Committee has met

twice in the last quarter, since the last Board meeting in early August. Stumpo further reported that the Planning Committee met immediately previous to the current Board meeting, and that among other activities and decisions had planned its training calendar for the first quarter of calendar year 2008. Stumpo indicated that the Planning Committee would meet for the foreseeable future on the average of once a month, sometimes or frequently by conference phone rather than in-person, and that the next Planning Committee meeting would take place in December, on a date to be announced.

Dave Stumpo then introduced the subject of a proposed resolution, as set forth in the meeting Agenda, to review and approve a fiscal year change, with resulting consideration for Board member tenures for the forthcoming year and a change in the annual general meeting date. Stumpo discussed the reasons for retaining the consortium's current fiscal year, explaining that if the consortium's fiscal year continues to end on June 30th, the required accounting responsibilities would coordinate well with college and transit agency fiscal years, as well as with the federal government fiscal year. He suggested, however, that in the event the current consortium fiscal year is retained, consideration should be given to amending the consortium's bylaws so that the annual general meeting would be conducted in May of each year, and the incoming Board to be elected later in the meeting would serve a term extending to May, 2009. Upon motion by Mike Slavich, and seconded by Patrick Astredo, the proposed resolution to confirm the consortium's fiscal year as ending on June 30th of each year, with attendant changes in the annual general meeting to May of each year and retention of the new Board as elected later in the current meeting until May, 2009, was unanimously approved.

Dave Stumpo then introduced the subject of approving a resolution adopting a budget for the consortium for the 2007-2008 year. He outlined and described, as set forth in the written agenda distributed in connection with the meeting, the proposed budget as discussed at the October Retreat and described specifically in the previously distributed FTA Earmark Report, and commented that the budget as proposed does not contemplate the receipt of membership fees for 2008. Stumpo explained that as long as the earmark is in place and effective and being satisfied by the consortium in its requirements, membership fees would not seem to be required for the forthcoming year. Stumpo as well raised the subject of how the consortium treats and should treat the status of inactive members, and specifically how it deals with new members and others who have not paid past membership fees. Stumpo reported that Veolia Transit USA desires to become a consortium member, that Gardena Transit and Commerce Transit desire to remain in the consortium, and that he and Nina Babiarz will be in touch with each such organization. Nina thanked Mike Slavich for his help in recruiting Pasadena College as a consortium member. Nina as well reported that for the present time, Citrus, Orange Coast, and El Camino Colleges have decided to opt out of membership. Mike Slavich described his conversations with certain colleges concerning membership. Chair Ralph Merced inquired concerning the status of Riverside Transit as a possible new consortium member, to which Dave Stumpo responded by mentioning a number of reasons why he is hopeful that Riverside Transit will soon join the consortium. Upon motion from Mike Slavich, as seconded by Steven Donley, the proposed resolution adopting the proposed budget for the 2007-2008 year as described by Dave Stumpo was unanimously approved.

C. Organizational Committee Activities.

i] Nominations Subcommittee Report.

Alan Fox, Organizational Committee Co-Chair, reported that there had been no specific Organizational Committee activities or meetings other than as involved with ad hoc nominating committee deliberations. Fox reiterated the decisions and discussions at the August 9, 2007, regular meeting of the Board concerning the possible appointment by Chair Merced of an ad hoc nominating committee to review the SCRTTC bylaws and prepare to recommend at the current, November Board meeting a slate of officers and directors for the 2007-2008 consortium year, together with any related recommendations for Board tenures and future election considerations. Fox read a written message from Chair Merced concerning the appointment of such a committee, consisting of Patrick Astredo, Steven Donley, Jim Ditch, Jess Guerra, and himself, and Chair Merced's request for the review and recommendation of various future election policies and procedures. Fox described the committee's subsequent communications and deliberations, which resulted in a combination of recommendations as follows: 1) retention of the current bylaw requirement for between five and fifteen directors, with retention of the current director level at ten directors, divided evenly between representatives of member community colleges and transit agencies; 2) turnover of approximately three directors per year, with the goal of preserving the continuity and experience of a majority of the Board while adding the fresh perspectives of three new directors per year; and 3) staggered terms of approximately three years each for the directors, the currently longest tenured directors going off the Board first, with the resulting specific director termination dates, all as previously discussed and agreed with the subject directors: Anderson (2007); Astredo (2009); Barrio (2008); Ditch (2007); Donley (2008); Guerra (2009); Macy (2007); Merced (2010); Slavich (2008); and Withers (2009).

Alan Fox then proceeded to report the nomination committee's recommendations for new Board members to replace outgoing directors Kevin Anderson, Jim Ditch, and Cal Macy. The recommendations for new directors were Rolando Cruz (Long Beach Transit), Greg Newhouse (San Diego Miramar College), and Pete Sparks (Long Beach City College). Fox suggested, on behalf of the nomination subcommittee, that the recommended directors, and/or other candidates nominated in place of the recommended directors, be elected by the Board, and that the above-listed recommendations for election procedures for the future be regarded as informal policies of the consortium, to be reviewed on an ongoing basis but without a formal vote or incorporation into the consortium's bylaws. Upon motion of Steven Donley, as seconded by Mike Slavich, and after discussion, the Board unanimously approved the election of Rolando Cruz, Greg Newhouse, and Pete Sparks, together with current directors Patrick Astredo, Tom Barrio, Steven Donley, Jess Guerra, Ralph Merced, Mike Slavich, and Dayle Withers, to the consortium Board for the forthcoming year. The Board indicated its concurrence with the nominating committee's recommendations for the related election

procedures and Board tenure requirements, and thanked Alan Fox and the nominating committee for their work in preparing and presenting the recommendations as described.

Chair Merced then called for the election of consortium officers for the 2007-2008 year. Alan Fox commented that in his functions in connection with the nominating committee, at least two separate suggestions had been made by consortium directors in recent weeks to retain at least Chair Merced in his current position, with the thought that Chair Ralph Merced and Vice Chair Jess Guerra had served in their current positions only since late May, 2007, and that their experience and effectiveness would increase with the passage of time and their continued tenures in their current roles. Jess Guerra supported Fox's comments, remarking that the first year in any such positions is essentially a learning process, and that both the consortium and Chair Merced would benefit from at least Ralph Merced's continuance in his position for at least another year. Patrick Astredo commented that the bylaws indicate sufficient flexibility with regard to officer tenures that the consortium could retain the current chair, or rotate the position, at its discretion. Dave Stumpo suggested that the existing officers, Chair Ralph Merced and Vice Chair Jess Guerra, should be consulted on their willingness to remain in their current positions, and Merced and Guerra in turn indicated they would continue to serve if reelected. Upon motion by Patrick Astredo, and seconded by Mike Slavich, Chair Ralph Merced and Vice Chair Jess Guerra were unanimously reelected to their current positions.

Stumpo then suggested that the to-be-open position of Vice President/CFO, currently held by Cal Macy, should be subject to election with the Board's understanding that such position has signature authority for certain kinds of consortium documents and accounts, and that accordingly a practical consideration in such election should be the logistical availability and geographic convenience of such officer for handling such responsibilities when called upon. To Stumpo's ensuing question as to who wants to be nominated, Patrick Astredo recommended, and nominated, newly elected Board member Rolando Cruz for the position. Upon a seconding motion by Jess Guerra, and with the consent of Rolando, Rolando Cruz was unanimously elected Vice President/Chief Financial Officer. The Board then proceeded unanimously to re-elect Alan Fox to the position of consortium Secretary.

ii] Adoption of Yearly Meeting Calendar.

Dave Stumpo referred the Board to the meeting Agenda and a proposed resolution to adopt the yearly meeting calendar for 2008, consisting of proposed Board meeting dates in 2008 of February 13th, May 14th, August 13th, and November 12th. Pete Sparks moved the adoption of such dates, Dayle Withers seconded the motion, and after discussion the Board unanimously approved the recommended meeting dates. Chair Merced commented that it was probably too early to decide on venues. Dean Letitia Barajas responded by volunteering L.A. Trade Tech as the venue for the May meeting; Steven Donley indicated that Cypress College would offer to host the November meeting; Mike Slavich suggested that Rio Hondo College would be pleased to host the February meeting; and George Karbowski offered Foothill Transit as host to the August meeting.

VI. New Business/Open Discussion/Questions/Answers

A. Call for Papers ITS Annual Meeting---deadline January 14, 2008 Dave Stumpo and Nina Babiarz announced that papers are being solicited in connection with the ITS Annual Meeting, with a deadline for abstracts of January 14, 2008. They encouraged any and all consortium members interested in offering a paper on the general subject of “educating tomorrow’s transportation professionals” to consider preparing and submitting such a paper for the meeting.

B. Discussion to Consider Membership Structure Allowing Vendors/Suppliers to Participate at Associate Member Level. Dave Stumpo suggested that it is a logical step in the consortium’s expansion, and a method of opening the door for more funding opportunities, to consider allowing industry vendors and suppliers to participate in the consortium at an associate member level. Mike Slavich responded that the Board and members have discussed the subject sufficiently at this point, and should proceed to approve and implement the suggestion. Nina Babiarz recommended that a college and one or two transit agencies serve on a working committee for the purpose of encouraging such vendor and supplier participation, specifically suggesting to Mike Slavich that his and such committee’s success in engaging private industry partners for product donations might be helpful to such teamed efforts. Slavich responded that the consortium knows the transit agency vendors best, and he thought that he and the colleges should defer to the transit agencies in connection with such efforts. Board discussion ensued, with general approval of the suggestion, and with the understanding as explained in greater detail by Stumpo that vendor associate members would not have voting rights in the consortium but would pay fees at the associate membership level.

C. Mentor Program. Nina Babiarz announced that a kick off meeting for consideration of a possible mentor program for new maintenance employees had recently taken place at Long Beach Transit, with Rolando Cruz as host and Long Beach Transit’s Rick Operchuck as moderator. Nina indicated that a mentor program is being planned for the summer of 2008, and that the application process and some of the personnel considerations would be overseen by the human resources staff of Long Beach Transit. Nina commented that the planning and preparations for such a program are on track with the Board’s previous discussions on the subject and the timelines which have been suggested.

D. Open Discussion and Closing Comments. Chair Merced thanked Steven Donley and Cypress College for their willingness and ability to host the meeting. Chair Merced then announced that he would like to go around the meeting table and encourage each meeting participant to offer any closing comments or otherwise initiate any other subjects pertinent to the consortium.

Alan Fox suggested to the meeting participants that the consortium’s committee structure needs to be revisited and, as appropriate, updated, both with respect to

individual subcommittee goals, objectives, and expectations, and also with respect to committee membership. Chair Merced and Secretary Fox agreed to attempt to revisit and make appropriate updates and changes before the end of the calendar year. Steve Mullaly of L.A. Metro suggested that more emphasis of the consortium might be placed on mentoring, encouraging, and generally developing new employees for the transit agencies. Letitia Barajas commented that L.A. Trade Tech College and its administration are extremely pleased with the growth of the consortium's program and organization, and that she and they are particularly interested in hearing more about the above-referenced mentorship program; Letitia emphasized her happiness in being present for the meeting. George Karbowski commented in connection with Letitia's remarks that the consortium might want to look into an AAA-sponsored youth contest involving potential development of talented youth in industry-related careers.

Eli Jaramillo of Cerritos College mentioned the possibility of identifying appropriate transit maintenance industry experts and making them into teachers, explaining some of the characteristics of teacher development and possible ways of creating teacher educational development programs involving transit industry-related individuals. Rodney Lineweber further discussed, with approval and support, the AAA-sponsored vocational development programs mentioned by George Karbowski, and encouraged the consortium to consider more deeply as time and resources allow industry-related workshops for teacher development. Marty Orozco of Cypress College, commenting generally on the teaching profession and the need for continual practice, briefly described Cypress College's experience in training Sempra Energy employees and staff, and suggested that some of such classes would be excellent opportunities for developing current transit industry experts as teachers.

Pete Sparks of Long Beach City College announced that the college is hosting in later November a two-day CNG cylinder safety inspection training, and that anyone who has technicians in-house who would like to be trained as inspection specialists in such area would be welcome. Nina Babiarz inquired whether such training is something which could be used in the future to the advantage of the consortium, to which Pete responded in the affirmative, indicating that the training is fully developed and ready to go. George Karbowski commented that Foothill Transit has 314 buses, that everyone at Foothill Transit is a contractor and that there are no employees, and that the agency and its contractors are very interested in proposed mentoring programs, as well as in employee development generally.

Nina Babiarz commented that she and Dave Stumpo would be attending transit training development meetings in northern California and generally expanding their organizational work to assist with generally similar consortium efforts in the north. Dave Stumpo announced that the consortium would have a booth at the California Transit Association meetings in Anaheim the following week, and invited all meeting participants and consortium members generally to come to the CTA meetings and visit the booth. Stumpo, adding to Nina Babiarz's announcement, as well reported that they would be attending a breakfast meeting the following Monday with representatives of the

northern California consortium group to build on their business plan, policies and procedures.

Patrick Astredo emphasized that the large transit agencies including L.A. Metro can't get enough trained people into their maintenance environment, and that it is extremely valuable to the industry to be able to bring in trained people who have gone through the college training environment, and to proceed to get such trained individuals connected with employment possibilities and openings.

Chair Ralph Merced thanked everyone for attending the meeting, and again especially thanked Steven Donley and Cypress College for hosting the meeting.

The meeting adjourned at 1:17 p.m.

Respectfully submitted,

Alan L. Fox, Secretary