

# Transportation Advisory Board

## Minutes of Regular Meeting

May 25, 2010, 5:30pm  
CCCC Multi-Purpose Room  
764 West St, Pittsboro



### Voting Members Present

Dale Chodorow  
David Bordsen  
Delonda Alexander  
Faythe Canson Clark  
Kimberly Sevy  
Mary Bastin  
Philip Bors  
Robin Emerson

### Non-Voting Members Present

Dale Olbrich  
Michael Fiocco

### Others Present

Melissa Guilbeau, staff  
Matthew Cecil, Chapel Hill  
Transit

- 1 1. Purpose and Agenda for today's meeting
- 2 Ms. Guilbeau gave a brief overview of the meeting agenda.

### Action Items

- 3 2. Approval of Minutes from May 5, 2010 Regular Meeting
- 4 Ms. Guilbeau asked if everyone had reviewed the minutes and if there were any changes. A motion
- 5 was made by Ms. Clark and seconded by Mr. Bordsen to approve the minutes. The motion passed
- 6 unanimously.
- 7 3. Election of Chair and Vice-Chair AND
- 8 4. Appointment of Executive Committee members
- 9 Ms. Guilbeau stated that four voting members – Claire Kane, Dale Chodorow, Faythe Canson Clark
- 10 and Philip Bors – had submitted bios for consideration of serving as Chair, Vice-Chair or on the
- 11 Executive Committee, but that it was unclear which position each member would like to serve in.
- 12 Ms. Guilbeau presented an email from Ms. Kane, who was unable to attend the meeting, stating
- 13 that she would be willing to serve on the Executive Committee. Mr. Bors, Mr. Chodorow and
- 14 Ms. Clark all indicated that they too had intended to serve on the Executive Committee. After
- 15 discussion, Ms. Clark agreed to nominate herself for the position of Chair. A motion was made by
- 16 Mr. Bors and seconded by Ms. Emerson to elect Ms. Clark as Chair. The motion passed
- 17 unanimously.
- 18 With no nominations for Vice-Chair, a motion was made by Ms. Bastin and seconded by Ms. Clark to
- 19 appoint Mr. Bors, Mr. Chodorow and Ms. Kane to the Executive Committee, and request that they
- 20 make a recommendation as to who should be nominated for Vice-Chair.

21 5. Proposed amendments to Bylaws

22 Ms. Guilbeau stated that amendments to the bylaws need at least a 2/3 vote of all voting members  
23 to pass, and with only 7 voting members present at the time, the group should consider delaying the  
24 discussion until an additional voting member arrived. All agreed, and it was requested that Dale  
25 Olbrich of Chatham Transit Network proceed with his presentation.

26 [See Item 6 below, Presentation by Chatham Transit Network.]

27 Ms. Guilbeau noted that there were now 8 voting members present and asked Ms. Clark whether, as  
28 newly elected Chair, she would like to lead the discussion. Ms. Clark accepted, and the group  
29 clarified that there were two distinct amendments being proposed that could each be discussed and  
30 voted on separately, and that any changes to the text of the amendments as presented would have  
31 to be considered at the next meeting.

32 a) Add language to Purpose related to collaboration with the towns.

33 Mr. Bors read his proposed amendment and stated that his intent was to highlight the  
34 importance of collaborating with the towns by specifically stating it in the purpose section of the  
35 bylaws. Discussion followed, including the following highlights: Mr. Bordsen stated that he  
36 thought the amendment might be superfluous. Mr. Fiocco stated that initially he agreed with  
37 Mr. Bordsen, but that he also saw how it could be important. Ms. Sevy stated that she thought  
38 it reemphasizes the need to work together. Mr. Bors noted that item "iii" in the purpose  
39 discusses working outwardly, while his proposed amendment says to also collaborate inwardly.  
40 Mr. Olbrich asked whether the unincorporated communities in the county, such as Bennett,  
41 should be included. Mr. Bors stated that they don't have a transportation budget. Mr. Olbrich  
42 and others asked about the distinction being made between incorporated and unincorporated  
43 areas. Mr. Bors stated that the proposed amendment made it intentional to work with the  
44 incorporated towns.

45 A motion was made by Mr. Bors and seconded by Ms. Sevy to approve the proposed  
46 amendment to the Purpose section of the bylaws. The motion did not pass, with 6 voting in  
47 favor and 2 against. (Note: Amendments to the bylaws require the affirmation vote of at least  
48 2/3 of the voting members – at least 8 of the 11.)

49 Mr. Bordsen and Ms. Alexander stated that they were not against the principle of the proposed  
50 amendment, but that they believed the bylaws should be as brief as possible while still saying  
51 everything it needs to.

52 b) Change Non-Voting Members to "Representative Members" with full voting privileges.  
53 Change Voting Members to "Citizen Members". Add language related to members'  
54 voting rights and conflicts of interest. Make other changes throughout the bylaws  
55 related to "citizen" and "representative" members, including Terms and Officers.

56 Ms. Bastin stated that she had prepared some remarks. She stated that one of the challenges of  
57 a new board is to try to get everything right at the very beginning as diligently as possible, while  
58 at the same time thinking down the road about future planning needs. She stated that bylaws  
59 evolve as an organization changes and they need to be kept current. She stated that her  
60 proposed amendment was partly suggested by Paul Black at the May 5<sup>th</sup> meeting and that she  
61 agreed that all members need to have voting privileges. She discussed the experience of the  
62 Chatham water board from several years ago as an example. She stated that she thinks  
63 Commissioner Vanderbeck, as well as the Executive Director of Chatham Transit Network, need

64 to be able to vote on the board. She stated that they, along with the municipalities, are the  
65 heaviest stakeholders and that their vote is very important to what happens. She stated that  
66 there is a distinction between those who have fiscal responsibility for decisions [elected officials]  
67 and citizens who do not. She discussed the need for and common use of conflict of interest  
68 policies. She stated that if she were representing one of the towns and was not allowed to vote,  
69 that she would feel as though she really weren't representing her town and would likely not be  
70 interested in attending. She restated her position that she would like to see all members of the  
71 board be able to vote.

72 Ms. Alexander asked whether elected officials on other boards are able to vote. Ms. Clark  
73 stated that the commissioner does not have a vote on each of the other boards she is familiar  
74 with. She also stated that mayors do not have voting privileges on town councils. Ms. Bastin  
75 stated that this was state law. She reiterated that her main issue was financial, in that citizens  
76 do not have fiscal responsibility for implementing their ideas. Mr. Bordsen stated that municipal  
77 participation was critical but his concern is that if a third of the board is municipal members,  
78 then decisions may skew toward the municipalities and not represent the entire county. He  
79 asked where the bylaws came from, and specifically the idea of voting and non-voting members.  
80 Ms. Guilbeau stated that she drafted the bylaws based on examples of other county boards and  
81 on feedback from two of the commissioners most involved in transportation. She stated that  
82 the idea of having non-voting members was hers and that there was never any objection or  
83 discussion on this topic from the Board of Commissioners. Mr. Bors asked what the best  
84 practice was, and Ms. Bastin weighed in. Ms. Alexander stated that it would be odd if members  
85 had a vested interest in voting, and that a non-voting status seems more typical. Ms. Bastin  
86 stated that in state organizations, citizens are typically non-voting members while municipalities  
87 are voting members. Ms. Alexander reiterated her previous point. Ms. Clark stated that any  
88 amendments to the bylaws must still be approved by the Board of Commissioners. She then  
89 asked whether there was a voting member from every municipality. Ms. Bastin stated that the  
90 voting members were not elected to represent citizens of the municipalities. Ms. Clark stated  
91 that her point was that if there is fair county-wide representation, it isn't necessary to add more  
92 votes to achieve equitable representation. Ms. Sevy asked about other modes. Mr. Fiocco  
93 stated that this was an advisory board, and that he feels it would be inappropriate to vote as a  
94 representative of the town and that he is comfortable with his non-voting status. Ms. Guilbeau  
95 presented an email from the NCDOT TPB, responding to a question from Paul Black, stating that  
96 they use consensus in the CTP process, and that voting status is thus not necessary for the CTP.

97 A motion was made by Ms. Bastin and seconded by Mr. Bors to approve the proposed  
98 amendment to the bylaws to give voting status to the municipal and CTN representatives. The  
99 motion did not pass, with 2 voting in favor and 6 against.

100 Mr. Bordsen then made a motion to accept the original bylaws, seconded by Mr. Chodorow,  
101 with all in favor.

## **Information & Discussion**

### 102 6. Presentation by Chatham Transit Network

103 Dale Olbrich, the Executive Director of Chatham Transit Network and a non-voting member of the  
104 TAB, gave a detailed presentation of CTN and answered a number of questions. His presentation is  
105 available on the TAB website.

106 7. Announcements and New Business

107 Ms. Clark asked if there were any announcements or new business. Mr. Bors asked about the status  
108 of Chapel Hill Transit's PX route. Matthew Cecil from Chapel Hill Transit stated that he had limited  
109 knowledge of the subject but thought that the current grant for the service would expire in  
110 December. Ms. Guilbeau stated that CHT was applying for an extension of the grant, and that the  
111 more pressing issue was continuation of funding support from the county and town in next fiscal  
112 year's budget. Mr. Fiocco indicated that Pittsboro was in the process of working on their budget.

113 8. Adjourn

114 A motion was made by Mr. Bors and seconded by Ms. Alexander to adjourn the meeting, with all in  
115 favor. The meeting adjourned at 7:15pm.

116 Next Meeting: June 22, 2010 at 5:30pm in the Agricultural Building Auditorium