



Board of Directors Meeting Minutes
Wednesday, February 15, 2023
1:30 p.m.
269 Melrose Street, Providence
Transportation Board Room

Members Present: Normand Benoit, Board Chair; Michelle Wilcox, Board Treasurer; Patrick Crowley, Board Secretary; Peter Alviti; James Leach; and Heather Schey

Absent Members: Robert Kells, Board Vice Chair and Marcy Reyes

Also Present: Scott Avedisian, CEO; Edward Pare III, Esq., Board Counsel; Courtney Marciano, Senior Executive Officer; Chris Durand, Chief Financial Officer; Jamie Pereira, Chief of Security; Steven Colantuono, Chief Legal Counsel; Kathy Nadeau, Chief Human Resources Officer; members of RIPTA's staff; and members of the public.

Call to Order: Mr. Benoit called the meeting to order at 1:31 p.m., indicating that quorum was present.

Agenda Item 1: **To Consider for Approval the Draft Regular Meeting Minutes of the January 18, 2023 Meeting.**

Ms. Wilcox makes a motion to approve the minutes of the January 18, 2023 meeting, as amended. Mr. Crowley seconds, and the motion passes with favorable votes by Director Alviti; Mr. Leach; Ms. Schey; and Mr. Benoit.

Agenda Item 2: **Public Comment**

1.) Patricia Raub:

- a. Congratulated everyone on the coverage in the ProJo for laying out a detailed article about the fiscal cliff and coming up with some funding options to fund the transit master plan.
- b. Passed along a question from a Newport rider: 68 Bus—financed through Trinity Church—wondering if there were any ridership figures RIPTA could share and whether or not the program will run again this coming summer.
- c. Expressed concerns about restrooms in Newport
- d. Stated that Board and RIPTA staff need to get off the financial cliff as soon as possible. Feels the Board needs to take a pro-active approach and be an active advocate for RIPTA.
- e. Stated that she was pleased that the RIPTA staff was able to meet with Transit Riders to go over some of the financial obstacles.

- f. Congratulated RIPTA for the opening of the Pawtucket/Central Falls Transit Center.
- g. Stated that she was excited to hear about the Rosa Parks Shelter project getting underway.
- h. Transit Equity Day (February 3rd) at 3pm in Kennedy Plaza. There will also be a walking tour of Kennedy Plaza that highlights some of its features and history.
- i. Looking forward to seeing bus shelters repaired. Sarah Ingle asked for a list of 10, but Patricia felt that wasn't possible since so many need attention. Suggested an "Adopt a Shelter" program.
- j. Thanked RIPTA for re-opening the customer service windows for bus pass processing both at Kennedy Plaza and Elmwood.

2.) Randal Rose:

- a. Expressed opposition to the relocation of the Kennedy Plaza hub to Dorrance Street.
- b. Questioned upper management's ability to oversee/make the project successful.
- c. Expressed feeling that riders haven't been adequately included in the conversation and that the Dorrance Street project is destined to be a disaster.
- d. Feels a temporary relocation of Kennedy Plaza would be disastrous to riders and would certainly result in service interruptions for riders.

3.) Grant Dulgarian:

- Suggestion – feels we can hire more phone operators to help let riders know if routes are in service.
- Asking for roof heaters inside the shelters at Kennedy Plaza.
- Asking that route numbers be put back on the back of the bus.

Agenda Item 3: CEO Report

Scott Avedisian, RIPTA's CEO, presents the CEO report. Topics included in his update were:

- 1. RIPTA At a Glance
- 2. RIPTA In The News
- 3. Commendations
- 4. Financial Update:
 - a. Christopher Durand, RIPTA's Chief Financial Officer, reviews and presents on the monthly financials for the Authority.

Agenda Item 4: Request for Approval of: Award of Contract for Project Management On-Call Services RFP 23-13

James Canty, Executive Director of Project Management for RIPTA, presents the request.

Mr. Crowley makes a motion to approve. Director Alvit seconds and the motion passes with favorable votes by Mr. Benoit; Mr. Wilcox; Ms. Schey; and Mr. Leach.

Agenda Item 5: Request for Approval of: Award of Contract for Service Planning and Scheduling On-Call Services RFP 23-18

Ed Brown, Director Service Planning and Scheduling for RIPTA, presents the request.

Mr. Crowley makes a motion to approve. Director Alvit seconds and the motion passes with favorable

votes by Mr. Benoit; Mr. Wilcox; Ms. Schey; and Mr. Leach.

Agenda Item 6: Request for Approval of: Award of Commuter Van Pool Services RFP 23-04

Christopher Durand, Chief of Finance, and Cristy Raposo Perry, Acting Public Information Officer for RIPTA, present the request.

Mr. Crowley makes a motion to approve. Ms. Wilcox seconds and the motion passes with favorable votes by Mr. Benoit; Director Alviti; Ms. Schey; and Mr. Leach.

Agenda Item 7: Presentation of Statewide Paratransit Study

Sarah Ingle, Executive Director of Long-Range Planning offered an update on the findings from the Statewide Paratransit Study.

Agenda Item 8: Update/Discussion: Lobbyist Contract

Mr. Benoit explains how the contract with PLDO Strategies came about. He expressed the need to have some representation in front of the General Assembly about funding and especially with the Dorrance Street Project.

He explains that Mr. Avedisian and senior staff members met with and interviewed potential candidates. Mr. Benoit weighed in on the options noting that he felt PLDO (Matty Lopes) was a well respected and well recognized individual. Mr. Benoit felt that Mr. Lopes had many of the qualifications that would make him an ideal lobbyist for the agency.

Mr. Benoit reminds the board that the CEO has the ability to hire a lobbyist and that the contract was under the \$100K threshold making the contract legal. Mr. Benoit added that he felt given the publicity of the contract he felt the issue should have been brought to the board's attention and that going forward all lobbyist contracts should be presented to the board even if they do not need to be voted on.

Mr. Crowley raises several concerns:

1. No option to terminate contract without owing the full amount of the existing contract.
2. Curious to know if there were representations by the agency that was hired with potential about conflicts with the any of the staff they were going to use, especially Mr. Fung. Mr. Crowley expresses that he feels it would be extremely difficult for Mr. Fung to adequately represent RIPTA in front of the legislature when he is currently part of a separate lawsuit that is pending against the key decision makers. Feels it would be prudent for the board to revisit the decision and the contract.

Mr. Benoit responds by re-referencing the 2014 legislation and board resolution that delegates authority to the Executive Director to execute contracts under \$100k. Mr. Benoit further states that it is both unethical and illegal to tie results to a lobbying contract. Mr. Benoit reiterates that as far as RIPTA and the board is concerned the key lobbyist for the agency is Matty Lopes. Mr. Benoit expresses that our intention is to meet with General Assembly to address any concerns over who is doing what and to avoid any further misunderstanding.

Mr. Crowley then states that he knows for a fact that it is Mr. Fung is the person making phone calls and holding meeting with members of the public about RIPTA's legislative agenda and other stakeholders. He feels that while PLDO might be sharing its name as representing the Authority it is indeed Mr. Fung who is doing the work. In addition to the 2019 lawsuit with Mr. Fung, RIPTA has also engaged the services of a communication firm that is working directly with PLDO on the P3 project and the legislative agenda—it is Mr. Crowley's understanding that the firm is New Harbor Group (NHG). He continues to express his concerns over not seeing the awarded contract, when the contract was entered into, how much the contract is worth and whether or not it is something that should have come in front of the board. He feels that if it is not a lobbying contract with NHG then it should have come in front of the board.

Again Mr. Benoit references that if the contract with NHG is under \$100k then it would not need to come in front of the board. He also acknowledges that NHG is a reputable agency who has worked with many other government agencies and has a stellar reputation.

Director Alviti expresses his concern that we would like to move forward in the public's best interests – through legislation. Lobbyists by nature will use their political contacts to sway political interests in favor of the legislation that the Authority would like to see move forward. However, Director Alviti believes that there is already a cloud over our contract with PLDO and that it will be incredibly difficult for PLDO to represent us in a favorable way. He feels that the ability for PLDO to move through the various public and private sessions with legislators and to move ideas and legislation forward is already impacting and as far as he is concerned already compromised. Director Alviti acknowledges that while we may not be able to terminate the contract with PLDO we should explore the ability to release each other from the contract for everyone's best interest. Director Alviti highly recommends that RIPTA should meet with PLDO and discuss dissolving the existing contract.

Mr. Crowley makes a motion that it is the sense of the board of directors of the Agency to request of the RIPTA leadership to explore the mutual decision to dissolve the current contract between PLDO Strategies and the Rhode Island Public Transit Authority of the contract that was entered into on November 22, 2022.

Director Alviti seconds the motion.

Mr. Benoit shares his concerns with the motion. He expresses concerns of disrupting things entirely for this legislative session and the P3 project that's currently underway. He feels that a complete dissolution of the contract could set the Authority back to square one. He states that we haven't met with any potential new lobbyist to see what their feelings are or if they are even available for this session. Mr. Benoit feels that this lobbyist firm is a great firm and doesn't feel that it's necessary to make a change at this juncture.

Director Alviti adds that he agrees with Mr. Benoit's feelings regarding PLDO, but that we're in the business of trying to operate above even the perceivable level of legal and/or ethical concerns. He believes that we need to try and remain above it. He feels that RIPTA has gotten along very well without a lobbyist for a long time and with the capable staff and Administrator here and he thinks we can move forward with legislation without the lobbyists in place. Having to "switch horses" should come as a secondary consideration.

Ms. Wilcox adds that she knew we hired a firm, but she wasn't aware of which firm until it was on the news. She expressed that while she appreciates the position that Mr. Crowley has outlined, she

would feel more comfortable with the Authority having a conversation with leadership at PLDO Strategies about whether Mr. Fung is the most appropriate person to represent this account (RIPTA) or whether it should be someone else on their team. She feels that trying to exit the contract at this point may do the opposite of what's trying to be accomplished and has concerns it'll ramp up the animosity and difficulty—versus saying that Mr. Fung isn't an appropriate match to the services that are needed by RIPTA.

Mr. Crowley agrees with Ms. Wilcox's suggestions and thinks it makes a lot of sense. However, he still believes the motion can still go forward. Mr. Crowley believes the conversation about mutually parting ways happens and should an agreement not be met we could then suggest that a compromise would be to not have Mr. Fung be the voice of representation for RIPTA. Mr. Crowley states that If that were to be the agreement that the board could look upon that favorably. Either way, should the motion pass, the management of the agency will need to have conversations and they will need to report back to the board about the conversations. If both parties decide mutually to part ways, then that resolves the issue. If they do not agree to part ways but could find other ways to remove some of the murkiness around the situation, then that would be one additional way to resolve the concern that has been raised.

Ms. Wilcox suggests amending Mr. Crowley's motion to include the possibility of including some strategic improvement to address the concerns regarding Mr. Fung's representation to RIPTA as a client.

Mr. Crowley suggests the following amendment to his motion:

The Board of Directors directs Agency (RIPTA) management to enter into negotiations with PLDO Strategies about the possibility of the mutual agreement on dissolving the contract and/or discussions with the contractor about the appropriate staffing from the contractor to represent the agency.

Director Alviti seconds the motion, as amended, and the motion, as amended, passes with favorable votes by Mr. Leach, Ms. Schey and Ms. Wilcox.

Mr. Benoit opposes the motion.

Attorney Colantuono asks for clarification on the feedback from the conversation. He asks if the board would be amendable to feedback at the next board meeting to which the board agrees. Attorney Colantuono acknowledges that and agrees to have it docketed at the March board meeting.

Agenda Item 9: Executive Session to consider, discuss and act upon such matters as may be closed to the public pursuant to: R.I. Gen. Laws § 42-46-5 (a)(2) pertaining to collective bargaining or litigation, or work sessions pertaining to collective bargaining or litigation.

Upon motion by Mr. Crowley, which was seconded by Director Alviti, the following vote was adopted and passed with favorable votes by Mr. Benoit; Ms. Schey; Mr. Wilcox; and Mr. Leach.

Voted: Executive Session to consider, discuss and act upon such matters as may be closed to the public pursuant to: R.I. Gen. Laws § 42-46-5 (a)(2) pertaining to

collective bargaining or litigation, or work sessions pertaining to collective bargaining or litigation.

The Board, staff, and counsel entered executive session at 3:21p.m.

The Board, staff, and counsel exited public session at 3:25p.m.

Attorney Pare reports out (1) that during the Executive Session, pursuant to R.I. Gen. Laws § 42-46-4(b), the Board unanimously voted to keep all votes taken in Executive Session, except for the vote to adjourn Executive Session, sealed so as to not jeopardize any strategy or negotiation; and (2) that the Board unanimously voted to adjourn Executive Session and return to public session.

Mr. Crowley makes a motion to seal the minutes of the executive session. Director Alviti seconds and the motion passes with favorable votes by Mr. Benoit; Mr. Leach; Ms. Schey; and Ms. Wilcox.

Agenda Item 10: Adjournment - 3:26 p.m.

Mr. Crowley makes a motion to adjourn. Ms. Wilcox seconds and the motion passes with favorable votes by Mr. Benoit; Ms. Schey; Mr. Leach; and Director Alviti.

Respectfully submitted,

Patrick Crowley, Secretary