



Special Board of Directors Meeting Minutes
Tuesday, October 10, 2023
12:00 p.m.
Rhode Island Department of Transportation
2 Capitol Hill, Room 140
Providence, RI 02903

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

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

Also Present: Scott Avedisian, CEO; Christopher Fragomeni, Esq., Board Counsel; Christopher Durand, Chief Financial Officer; Jamie Pereira, Chief of Security; Steven Colantuono, Chief Legal Counsel; Kathy Nadeau, Chief Human Resources Officer; Cristy Raposo Perry, Director of Communications and Public Outreach; members of RIPTA's staff; and members of the public.

Call to Order: Mr. Alviti called the special meeting to order at 12:01 p.m., indicating that quorum was present.

Agenda Item 1: **Public Comment**

1. John Flaherty:

- Mr. Flaherty, representing Grow Smart Rhode Island, respectfully speaks in opposition to the formation of an oversight committee, stating that oversight is the overarching purpose of this board. He expresses concern about the potential for this committee to distract further attention from the much-needed service improvements outlined in the Transit Master Plan.
- Mr. Flaherty believes that RIPTA is one of the most scrutinized public agencies in Rhode Island, covered by reviews and performance audits commissioned by governors and the General Assembly. Conclusions have shown that RIPTA outperforms its peers in almost all performance metrics, indicating that the agency is not broken but is chronically underfunded.
- Mr. Flaherty states that if a committee was needed, it should focus on funding.

2. Patricia Raub

- Ms. Raub expresses her appreciation to Senator Kells for participating in the Rally to Fund RIPTA and speaking about the importance of working with the General Assembly to fully fund RIPTA and implement the Transit Master Plan.
- Ms. Raub states that if any committee is needed, it should focus on advocacy.
- Ms. Raub urges the Board to extend the free fare passes beyond one month.

- Ms. Raub suggests there is a pressing need to reopen the photo ID office in Kennedy Plaza.

3. **Randall Rose:**

- Mr. Rose speaks on behalf of Rhode Island Transit Riders to encourage the board to listen to people who care about transit. RIPTA drivers, headquarters staff, and riders all have valuable things to say.
- Mr. Rose says that oversight is the whole board's job. The proposed formation of the committee was announced abruptly a few weeks ago, and the RI Transit Riders do not support it, as they doubt the committee will be helpful overall for oversight and performance improvement. He reminds the Board that RIPTA is an independent quasi-public agency devoted to public transportation, and adds that oversight should reflect RIPTA's distinctive organization, goals, and public presence. He believes the whole board should be involved in keeping RIPTA on track.

4. **Grant Dulgarian:**

- Mr. Dulgarian mentions the same three points he made at the last board meeting.
 - Mr. Dulgarian states that Ecology Action of Rhode Island does not support moving the transit hub from Kennedy Plaza. He reminds the board of his recommendation to restructure traffic patterns, making Washington Street two-way for buses only and Fulton Street two-way for cars. He suggests that bus shelters should move from Fulton to Washington as well.
 - Mr. Dulgarian once again offers \$10 restaurant gift certificates to the 100 longest serving RIPTA drivers.
 - Mr. Dulgarian reinforces Barry Schiller's idea to encourage more people to try riding RIPTA. Instead of offering a free month, he proposes a free week in April during school vacation time.

Agenda Item 2: Request for Approval: Audit

Board members engage in a discussion with RIPTA about the audit. In response to feedback from Mr. Benoit related to cybersecurity, RIPTA's Chief Financial Officer Christopher Durand says that the management letter will reflect steps already taken to reach compliance. Additional questions relate to unearned revenue and the authority's organization chart.

Ms. Wilcox makes a motion to approve the FY23 audit and send it to the Department of Administration. Mr. Crowley seconds, and the motion passes with favorable votes by Mr. Leach; Mr. Benoit; Mr. Alviti; and Ms. Schey.

Agenda Item 3: Request for Approval: New Subcommittee for Performance Review

Mr. Alviti presents a proposal for an independent performance review subcommittee to gather information and report to the Board on concerns about inefficiencies.

Mr. Crowley makes a motion to approve formation of the subcommittee as presented in the document, which states: The subcommittee shall study, assess, and report to the RIPTA Board of

Directors on the function, operation, the management systems and procedures of the Rhode Island Public Transit Authority and whether the Authority is achieving economy, efficiency, and effectiveness in the employment of all available resources and to determine the Authority's compliance with all provisions of Federal and State statutes, rules, and regulations including but not limited to R.I. Gen. Laws §42-155, Quasi-Public Corporations Accountability and Transparency Act.

Mr. Leach seconds, and Mr. Alviti votes in favor. Mr. Benoit; Ms. Wilcox; and Ms. Schey vote against the proposal, and the motion does not carry.

Agenda Item 4: Charitable Contributions: Board Approvals going forward

Mr. Alviti references a discussion that began at the September 27, 2023, Board meeting asking that moving forward, the Board be required to review and approve any charitable contributions to determine their appropriateness.

Mr. Crowley makes a motion for RIPTA staff to bring charitable interactions to the Board, seeking approval. Ms. Wilcox seconds, and the motion passes with favorable votes by Mr. Leach; Mr. Benoit; Mr. Alviti; and Ms. Schey.

Agenda Item 5: Adjournment – 1:11 p.m.

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

Respectfully submitted,

Patrick Crowley, Secretary