



**Cooperative Alliance for Seacoast Transportation
Minutes of the Meeting of the Board of Directors
Wednesday, December 13, 2023**

PRESENT: Kendra Amaral (virtual), Scott Bogle, Fred Butler (virtual), Ben Fletcher (virtual), Denis Hebert, Margaret Joyce, Colin Lentz, Kristen Murphy, David Sandmann (virtual), Michael Scala (virtual), Dennis Shanahan, Nick Taylor

ABSENT: Sonke Dornblut, Robert Gibson, Michael Mates, Joann Neumann, Thomas Wright

STAFF: Rad Nichols, Margot Doering (virtual), Michael Williams

I. CALL TO ORDER AND INTRODUCTIONS

The meeting was started by Mr. Shanahan at 8:37am as an information session due to no in-person quorum. As such the agenda was started out of order.

IV. FINANCIALS

Ms. Doering discussed how she spread out the budget across the year. This mainly accounted better for the PTO buyback so that we did not discuss all year how we were not out of budget.

Ms. Doering went over revenues through October. Interest/Other Income are up due to the sale of multiple vehicles earlier this fall. Sales prices were not much more than scrap value, except for one vehicle which did well.

The balance sheet still reflected that we had yet to accept and pay for the four new Frontrunner minibuses by the end of October. They have since been accepted and payment has been made.

There were no further questions for Ms. Doering.

With the arrival of a member at the meeting during Ms. Doering's presentation, Mr. Shanahan noted that we had a quorum and could now call the meeting to order at 8:43am and called attendance.

II. APPROVAL OF MINUTES

Mr. Shanahan asked if a motion could be made to approve the minutes of the November 15, 2023 meeting. Mr. Hebert made the motion to accept the minutes as drafted, and Mr. Sandmann seconded the motion. There was no discussion and Mr. Shanahan took the vote by roll call.

Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Fletcher	Yes
Mr. Hebert	Yes
Ms. Joyce	Yes
Mr. Lentz	Yes
Ms. Murphy	Yes
Mr. Sandmann	Yes

Mr. Scala	Yes
Mr. Shanahan	Yes
Mr. Taylor	Yes

The motion passed unanimously.

III. PUBLIC COMMENT

Mr. Nichols stated there was no public comment that he had for the board.

Mr. Shanahan noted a shift in the order of the agenda due to the lack of a quorum, and moved to old business.

V. OLD BUSINESS

Mr. Nichols shared old business updates.

Municipal Employee Pass Pilot

We continue to work with the City of Dover on the implementation of a new municipal employee pass program pilot. We are also working to ensure it can also easily be replicated in other member communities. It is likely that this program will require more of an ongoing time commitment by COAST administrative staff than first hoped, however it is still seen as an overwhelmingly positive project.

Charitable Gaming Participation

As a potential charitable gaming partner investigated COAST partnering with them, they discovered that we were not registered as a 501(c)3 with the NH Secretary of State (SOS). Instead, we are registered under the business type State Chartered (legislative).

This is an issue to our participation in charitable gaming. We have reached out to the SOS's office and our corporate attorneys for clarification and guidance. There will be more on this in the NH SOS Certificate of Revival action item.

COAST Public Awareness Campaign

After a good discussion with board members last month, we have continued to work on updated messaging and branding. This is important work to lay as groundwork for our upcoming philanthropic giving campaign. We are currently working on incorporating our new tagline with our logo as well as completing a messaging audit of our website so we can then update it with refreshed messaging. Our quarterly email update will also be undergoing an overhaul in terms of look and feel. We began introducing our new messaging into the Q4 update that was just released.

We participated in Giving Tuesday for the first time this year. We did not expect to generate much, if any, financial support, but rather took the opportunity to test our new messaging, which seemed to be well received.

Ms. Joyce commended staff for getting the word out about COAST's status as a nonprofit organization.

Annual Audit

The onsite portion of our annual audit has largely occurred for this year. There have been no significant issues that have arisen thus far.

There was no further discussion on old business.

VI. NEW BUSINESS

ACTION ITEMS

Action Item #1: CY24 Strafford County Application for Financial Support

Mr. Nichols explained as a partner in COAST Route 33 and associated ADA operations in Dover, Strafford County contributes financially to COAST. They have been doing so for approximately 11 years at this point. This year the request in support of these operations was \$64,581.

For the 4th year now, consideration for support of ACT/TripLink operations was also included in the funding application (\$8,000).

The County operates on a calendar year (CY) cycle. COAST is requesting a total of \$72,581 of financial support in this upcoming CY24 cycle. The application for funding has been attached.

A requirement for submission is that the request be reviewed and approved by the Board of Directors.

The terms and conditions of the Strafford County "Contract for Services" are agreeable.

Action Requested: *The COAST Board of Directors approve the submission of COAST's CY24 funding request of Strafford County and authorize the Executive Director, Mr. Nichols, to act on behalf of the organization, in submitting the application.*

Mr. Shanahan asked if a motion could be made to approve the submission of COAST's CY24 funding request of Strafford County and authorize the Executive Director, Mr. Nichols, to act on behalf of the organization, in submitting the application. Ms. Joyce made the motion as outlined, and Mr. Bogle seconded the motion. There was no discussion and Mr. Shanahan took the vote by roll call.

Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Fletcher	Yes
Mr. Hebert	Yes
Ms. Joyce	Yes
Mr. Lentz	Yes
Ms. Murphy	Yes
Mr. Sandmann	Yes
Mr. Scala	Yes
Mr. Shanahan	Yes
Mr. Taylor	Yes

The motion passed unanimously.

Action Item #2: SFY24 5339(a) Capital Grant with NHDOT

Mr. Nichols discussed that on November 2 the NHDOT announced the SFY24 5339(a) grant round. Grant applications are due by December 20.

COAST intends to apply for the following capital equipment in line with our latest five- year capital spending plan.

- Three (3) fixed route low floor minibuses (non-CDL replacements) at a total estimated cost of \$655,284, 85% of which would be grant funded. Expected delivery within 24 months of ordering. These vehicles are in our Capital Spending Schedule for FY25.
- Five (5) demand response small cutaway buses (non-CDL replacements) at a total estimated cost of \$696,600, 85% of which would be grant funded. Expected delivery within 18 months of ordering. These vehicles are in our Capital Spending Schedule for FY24 and FY25.
- Four (4) fixed route 35' low floor HD transit buses (CDL replacements) at a total estimated cost of \$2,500,000, 85% of which would be grant funded. Expected delivery within 24 months of ordering. These vehicles are in our Capital Spending Schedule for FY26.

In all cases it is expected that that the non-Federal match would be comprised of a mix of state capital match funds (7.5%) and COAST held reserves (7.5%).

Total grant funds being applied for are \$3,274,101, with expected state capital match and COAST match of \$288,891 each.

It is strongly recommended that we include letters of support for our specific projects included in our grant application. This is particularly influential if there are funding constraints for vehicles and equipment. I will forward sample language your community or organization could use should you like. We will need your community's or organization's letters of support by December 18.

Action Requested: *The COAST Board of Directors approve the submission of COAST's SFY24 funding request of the NHDOT under the FTA 5339(a) Program and authorize the Executive Director, Mr. Nichols, to act on behalf of the organization, in submitting the application.*

Mr. Shanahan asked if a motion could be made to approve the submission of COAST's SFY24 funding request of the NHDOT under the FTA 5339(a) Program and authorize the Executive Director, Mr. Nichols, to act on behalf of the organization, in submitting the application. Mr. Sandmann made the motion as outlined, and Mr. Lentz seconded the motion.

Mr. Lentz asked if any of the issues we had previously identified, range and bicycle racks, with the Frontrunner buses and whether any of them have been resolved successfully. Mr. Nichols responded that they were essentially not resolvable. Mr. Williams gave an overview of different internal bicycle rack options, which were not found acceptable. He added that these vehicles are much less expensive to operate in terms of fuel consumption and driver wages.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Fletcher	Yes

Mr. Hebert	Yes
Ms. Joyce	Yes
Mr. Lentz	Yes
Ms. Murphy	Yes
Mr. Sandmann	Yes
Mr. Scala	Yes
Mr. Shanahan	Yes
Mr. Taylor	Yes

The motion passed unanimously.

Action Item #3: Proposed Fundraising Consultant Agreement

Mr. Nichols noted that as discussed at a past meeting, staff have been talking with fundraising consultants to help us kickstart a major gifts campaign and an ongoing fundraising function at COAST for the long run. Specifically, we were seeking a fundraising professional on a contract basis to identify, cultivate, and secure grants, sponsorships, and donations from the foundation, business, and individual philanthropic community in order to diversify COAST's annual operating budget and support the construction of a new facility.

Originally, we had anticipated a consultant would likely cost \$6,000 - \$8,000 per month assuming 80 hrs. per calendar month of their time. Unfortunately, we could not find many consultants who were either interested in that type of engagement or had the capacity.

That said, one nonprofit organization, the Institute for Philanthropic Excellence (IPE), has stood out as a potential good match for COAST, although not as broadly as envisioned in our original scope. IPE specializes in helping nonprofit organizations raise more money to support more mission (www.moremission.com). IPE has very successfully helped local nonprofit organizations in the area with their substantial fundraising efforts (Strawbery Banke Museum and the Portsmouth Philharmonic Orchestra). Their primary role will be to help us implement a major gifts campaign, establish a culture of philanthropic giving at COAST, as well as set us up to transition to hiring staff to support this role for the long term.

The Founder of IPE and his proposed lead consultant met with the Executive Committee on November 28 to discuss a potential engagement with COAST. The Executive Committee recommended continuing discussions with IPE for the purpose of bringing a potential engagement with IPE to the board of directors for a vote at the December meeting. Questions that were raised by the Committee at the time have been answered and a draft contract is being negotiated as further questions have arisen. Key to the engagement is to fully understand and outline expectations, while also integrating our conversations into the document.

The engagement is for 12 months, at \$3,000 per month, with the ability to extend the engagement for up to another 12 months at the same rate.

All travel expenses related to this consulting engagement shall also be reimbursed, with the billing for such expenses generated after each site visit. All expenses to be incurred under the contract shall not exceed \$250/month unless specific approval is granted by the Client.

This is not an activity that we can use FTA funds to support, and therefore will have to use reserves to fund.

Action Requested: *The COAST Board of Directors authorize the Executive Director, Mr. Nichols, to act on behalf of the organization, in entering into an agreement with the Institute for Philanthropic Excellence not to exceed \$36,000 plus any travel expenses.*

Mr. Shanahan asked if a motion could be made to authorize the Executive Director, Mr. Nichols, to act on behalf of the organization, in entering into an agreement with the Institute for Philanthropic Excellence not to exceed \$36,000 plus any travel expenses as outlined. Mr. Sandmann made the motion as outlined, and Mr. Bogle seconded the motion.

Mr. Scala asked if staff could explain the ask of the board members as part of this campaign. Mr. Nichols described that board involvement would vary depending on the phases of the campaign. Initially at least board members will be expected to help identify individuals who could help us form committee(s) to assist us with shaping our major gift campaign. Board members are also more than welcome to participate in the committee(s) we form. Ms. Joyce described how she appreciated IPE's involvement in asks of potential donors, which some board members may find challenging based on their positions or experience. Mr. Shanahan added that it is highly unlikely that we would not raise more money than we will expend, and thus this should have a good return on our investment. Mr. Hebert asked how the funds raised by IPE would help lower asks of our donor towns. Mr. Nichols explained this is one other mechanism to help reduce pressure on our donor communities to make up a majority of our deficits. Ms. Doering added that the more nonprofit philanthropic support we generate then the more it will help reduce strain on our communities and COAST can thrive.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Fletcher	Yes
Mr. Hebert	Yes
Ms. Joyce	Yes
Mr. Lentz	Yes
Ms. Murphy	Yes
Mr. Sandmann	Yes
Mr. Scala	Yes
Mr. Shanahan	Yes
Mr. Taylor	Yes

The motion passed unanimously.

Action Item #4: Proposed Vehicle Transfer

Mr. Shanahan described that over the summer Riverside Rest Home notified us of a desire to retire the cutaway bus we had helped them procure in 2015 as they no longer need the vehicle. The bus remains in good condition, despite its age, and has only been driven approximately 20,000 miles. It is not a vehicle that COAST would otherwise add to our revenue fleet and so we offered it to other agencies in NH that may need a vehicle of this type and size. Concord Area Transit has let us know they are interested in the vehicle.

After confirming the appropriate actions to take for a recipient-to-recipient transfer of the bus we are acting to officially transfer the vehicle. As part of this action Concord Area Transit

(Community Action Program of Belknap-Merrimack Counties, Inc.) will have the remaining interest transferred to it and reimburse COAST for the remaining local interest.

Vehicle Description:

2015 Glaval Universal (Ford E-450), VIN#1FD4E4FS0FDA23125, 18X7

Remaining Federal Interest: \$28,538.29

Remaining Local Interest: \$7,134.57

Action Requested: *The COAST Board of Directors adopt a resolution to transfer the remaining interest of the subject vehicle (\$28,538.29) to Concord Area Transit (Community Action Program of Belknap-Merrimack Counties, Inc.) who will reimburse COAST for the remaining local interest (\$7,134.57).*

Mr. Shanahan asked if a motion could be made to adopt a resolution to transfer the remaining interest of the subject vehicle (\$28,538.29) to Concord Area Transit (Community Action Program of Belknap-Merrimack Counties, Inc.) who will reimburse COAST for the remaining local interest (\$7,134.57). Mr. Hebert made the motion as outlined, and Mr. Bogle seconded the motion.

Mr. Bogle asked whether this vehicle had been offered to Rockingham Nutrition Meals on Wheels as they had previously expressed a need for another vehicle. Mr. Williams noted that this vehicle requires a CDL and to his knowledge they would not be interested.

There was no further discussion and Mr. Shanahan took the vote by roll call.

Ms. Amaral	Yes
Mr. Bogle	Yes
Mr. Fletcher	Yes
Mr. Hebert	Yes
Ms. Joyce	Yes
Mr. Lentz	Yes
Ms. Murphy	Yes
Mr. Sandmann	Yes
Mr. Scala	Yes
Mr. Shanahan	Yes
Mr. Taylor	Yes

The motion passed unanimously.

Action Item #5: NH SOS Certificate of Revival

Item was deferred based on additional investigation needed on this topic.

DISCUSSION ITEMS

Discussion Item #1: FY25 Municipal & Partner Funding Update

Mr. Nichols explained that staff are currently projecting a \$124,400 increase in total FY25 expenses over the previous projections we had made this past summer. This is based on higher demand levels for our demand response services and some higher than anticipated expenses by the end of FY23. Additionally, our auto property and liability coverage renewal came in higher

than expected this fall. This is projected to increase our projected loss for FY25 to just over \$309,000, vs. just over \$241,000 that we had projected this past summer. It also means we will need to use approximately \$46,000 of additional FTA Section 5307 funding than previously projected.

On the revenue side, we are now projecting that fares will come in approximately \$12,000 higher than previously projected. We could also likely increase our interest and other income projections based on known upcoming vehicle disposals and interest projected to be earned through our recent practice of tiering held funds in short-term CDs. That would help drive down the projected losses.

While we continue to pursue charitable gaming and philanthropic contributions to support our operation, these remain unknowns at this point, at least for FY25.

Given our latest projections, we do not currently see how we will be able to adjust our municipal and partner funding requests down from our previous projections of this past summer. See the charts below for those projections. The line denoted as Plan A FY25 would sustain our current operations.

We expect to bring the FY25 formula and contribution levels to our January meeting for a board vote and approval.

Mr. Shanahan commented that many details lie in timing at this point, for example charitable gaming. Mr. Nichols replied that while new revenue sources could prove very helpful, they would not come online prior to the need for communities to take final action on our funding levels this year. Mr. Hebert highlighted he expected significant pushback from communities given the size of increases we are looking at. Mr. Nichols responded that he expected the levels of our requests in certain communities would likely be quite challenging. Mr. Hebert then added that he continues to remain concerned that communities will be asked to contribute towards our planned new facility. Mr. Nichols countered that this is precisely why we are engaging a consulting firm to help us with fundraising for both the new facility and our ongoing operation. He further added, if we are not able to raise the funding needed to support our operation, we will have to adjust our services. Mr. Butler added that there is confusion in many towns across the state that the FTA funds cannot be expended without matching funds for sources like the local municipalities, which needs to be countered. Ms. Amaral stressed that for communities to follow through on their climate action plans and DEI plans, we have to fund public transit.

There was no further discussion.

Committee Reports

There was nothing to report in terms of Committee activities.

VII. Community Updates/Information Items

Ridership

The tables and charts that follow show where we are relative to the same month the previous fiscal year and versus the previous month.

- Overall ridership in November totaled 27,943. This was down 9.0% from October, and up 32.2% over November 2022.

- Fixed route ridership totaled 25,759, down 9.3% from October, and up by 33.9% over November 2022. Average weekday ridership decreased 2.4% in November (from October).
- Demand response ridership in November totaled 2,184 for the month. This represented a 5.5% decrease from October, and a 15.4% increase over ridership in November 2022. Average weekday ridership decreased 0.5% in November (from October).

Mr. Lentz inquired about the average farebox recovery ratio is for COAST. Mr. Nichols responded around 8% for fixed route services and 4% for demand response. Mr. Lentz describe a podcast he had been listening to about public transit going fare free and the benefits of the approach. Mr. Nichols noted that some systems in NH do run fare free already, but they tend to have a financial support structure that allows that (i.e., Dartmouth Collenge in the Upper Valley). Mr. Lentz added that some of the biggest feedback from systems that have gone fare free was the ease passengers experienced by not having to deal with paying the fare, which drivers also find less stressful.

VIII. ADJOURNMENT

Mr. Shanahan adjourned the meeting, without objection, at 9:52am.

Respectfully submitted by Margaret Joyce, Secretary