

Squaw Alpine Transit Company
Board of Directors Initial Meeting
Olympic Village Lodge
1901 Chamonix Place, Olympic Valley, CA 96145
October 8, 2018
2:00 PM

Teleconference Location:
321 Middlefield Road, Suite 245
Menlo Park, CA 94025

MEETING MINUTES:

CALL TO ORDER:

Keith Fountain called the meeting to order at 2:05 PM.

Directors present: Evan Benjaminson, Casey Blann, Ron Cohen, Keith Fountain, Robb Olson, and David Stepner (teleconference).

Board members absent: Peter Grant and Jennifer Merchant.

Also in attendance: Nathan Hyde, Civitas.

INTRODUCTIONS:

Nathan Hyde reported that members of the public are welcome to address the Board on items on the agenda and items not on the agenda.

PUBLIC COMMENT:

None.

ACTION ITEMS:

- 1) Determination of Initial Non-Designated Director's Terms: Nathan Hyde described the difference between designated Directors and non-designated Directors. Mr. Hyde explained that lots must be drawn to establish the initial terms for non-designated Directors. Lots were drawn as follows: Evan Benjaminson – one (1) year term, Keith Fountain – one (1) year term, Peter Grant – two (2) year term, Robb Olson – one (1) year term, David Stepner – two (2) year term, and vacant seat – two (2) year term.
- 2) Election of Initial Officers: Nathan Hyde described the roles and responsibilities of the officers. Mr. Cohen, Mr. Stepner, and Mr. Benjaminson nominated Keith Fountain for Chair. Mr. Cohen nominated Casey Blann for Vice-Chair. Mr. Cohen nominated Mr. Grant for Secretary. Mr. Benjaminson self-nominated for Treasurer.

Mr. Cohen moved to elect the nominated slate of officers. Mr. Benjaminson seconded the motion. Yes 6, No 0, Abstain 0.

- 3) SATCo Regular Meeting Schedule: Chair Fountain discussed the quarterly regular meeting schedule. Mr. Benjaminson suggested meeting on the third Thursday of the month in October, January, April, and July at 9:00 AM.

Mr. Cohen moved to set the SATCo regular meeting schedule as the third Thursday of the month in October, January, April, and July at 9:00 AM. Chair Fountain seconded the motion. Yes 6, No 0, Abstain 0.

- 4) SATCo-Placer County Contract: Chair Fountain discussed the SATCo-Placer County Contract. Nathan Hyde described the provisions of the contract and that the contract would be executed by the County by the Placer County Director of Administrative Services, Jerry Gamez. Mr. Cohen asked about authorizing Chair Fountain to negotiate and execute the contract. Chair Fountain asked about the County insurance requirements.

Mr. Benjaminson moved to authorize Chair Fountain to finalize and execute the SATCo-Placer County contract. Vice-Chair Blann seconded the motion. Yes 6, No 0, Abstain 0.

- 5) Downtowner Holdings, LLC Letter of Intent: Chair Fountain discussed the Letter of Intent and evaluation of Chariot, Via, and Downtowner Holdings, LLC. Mr. Cohen discussed insurance requirements. The scope of the Letter of Intent is for the provision of transit services for an initial six (6) month period (December 2018 – April 2019). Chair Fountain stated that signing the Letter of Intent will enable Downtowner Holdings, LLC to begin leasing vehicles and hiring drivers. Mr. Stepner suggested that the Letter of Intent reference the September 24, 2018 proposal. Mr. Blann discussed Downtowner Holdings, LLC's aim to be as efficient as possible.

Chair Fountain moved to approve the Letter of Intent with the additional reference to the September 24, 2018 proposal and deliver it to Downtowner Holdings, LLC. Mr. Benjaminson seconded the motion. Yes 6, No 0, Abstain 0.

- 6) Establishment of Ad Hoc Committee to Negotiate a Contract Between SATCo and Downtowner Holdings, LLC: Chair Fountain discussed the timeline to enter the contract. Chair Fountain suggested the committee include himself, Vice-Chair Blann, Mr. Cohen, and Mr. Stepner.

Mr. Benjaminson moved to establish the Ad Hoc Committee comprised of Chair Fountain, Vice-Chair Blann, Mr. Cohen, and Mr. Stepner to negotiate and execute a contract between SATCo and Downtowner Holdings, LLC, pending approval of the SATCo-Placer County contract. Mr. Cohen seconded the motion. Yes 6, No 0, Abstain 0.

Chair Fountain adjourned the meeting without objection at 3:25 PM.

Approved _____
Peter Grant, Secretary

Date _____