



**TANK Board of Directors Meeting**

January 12, 2022  
Call to Order: 5:30 p.m.  
Via Video Conference

**CALL TO ORDER AND PLEDGE:**

Mr. Guenther called the meeting to order and asked all to stand for the Pledge of Allegiance.

**ATTENDANCE, Board Members:**

- Scott Guenther, Chair
- Brian Ellerman
- Ed Kuehne
- Laura Thompson
- Jim Parsons
- Bill Voelker
- Tim Donoghue
- Dave Sogar

**ATTENDANCE, Staff/Other:**

- Andrew Aiello, General Manager
- Mike Duncan, Legal Counsel
- Gina Douthat, Deputy General Manager
- Sean O’Leary, Director of Operations
- Bill Hock, Director of Maintenance
- Alex Fuchs, Director of Finance
- Lyndi Whiteker, Performance Analyst / Procurement Specialist

**AUDIENCE RECOGNITION:**

Mr. Guenther asked for Audience Recognition. Ms. Douthat explained that comments were solicited through TANK’s Facebook page with a deadline of 5:00 p.m. this afternoon. No comments were received.

**APPROVAL OF MINUTES:**

*Motion to approve the November 10, 2021 Board Minutes.*

Motion: Tim Donoghue  
Second: Bill Voelker  
Discussion: None  
Action: **Motion Passed**, Unanimously

**REPORTS:**

**FY 2021 Financial Audit Presentation (ACTION)**



Mr. Larry Weeks from the auditing firm Clark Schaefer Hackett provided the Board with an overview of the results of the FY 2021 financial audit.

He stated that this has been a challenging year for everyone given the ongoing pandemic and stated that TANK’s finance team did an outstanding job preparing for the audit. He stated that this was the most “efficient and effective” audit they have conducted at TANK in the five years they have been working with the agency.

He reviewed the process used in conducting the audit and noted that the firm also performed the additional step of the “Single Audit” as required (because TANK receives more than \$750,000 of federal funds).

He reviewed a summary of the reports issued; the “unmodified” or “clean” opinion on the Financial Statements, the GASB report (no deficiencies or weaknesses), and the Single Audit (no deficiencies, weaknesses, and an “unmodified” or “clean” opinion).

He reviewed the overall financial position of the Authority through a series of slides.

He also reviewed the recommendations from the “Management Letter.”

Mr. Guenther referenced the recommendation that TANK staff finalize the uniform policies and procedures document. Mr. Weeks explained that all of the requirements are contained in existing policies; it has just been noted that staff needs to pull those documents into a single report.

Mr. Aiello thanked Alex Fuchs and his team for their outstanding work in managing TANK’s financial systems and for their excellent preparation for the annual audit. Mr. Guenther thanked staff on behalf of the Board.

*Approval to accept the Audited Fiscal Year 2021 Financial Report.*

Motion: Bill Voelker  
Second: Brian Ellerman  
Action: **Motion Passed**, Unanimously

**Finance Committee Report**

**November FY 2022 Financial Statements**

Mr. Parsons stated that TANK service remains at reduced service level. Despite this, ridership has increased in all areas when compared to last November. Revenues were above budget for the month and expenses were below budget. Fiscal year-to-date, TANK is operating \$667,947 under budget.

**Replacement Boilers Change Orders (ACTION)**

Mr. Parsons referred to the change order documents contained in the Board packet.



Change order #1 was a technology upgrade (increased efficiency) and increase in duct size. The cost increase is \$4,000.

Change order #2 was to address the incurrence of sales tax on the equipment purchased. Our vendor, an Ohio company, is not able to use pass-through of Kentucky tax exempt status for purchase of equipment for this project. Our bid specification was not completely clear on this issue. This led to a mis-quote in the vendor bid. This resulted in a cost increase of \$14,896.

Mr. Parsons suggested that we update future bid documents to be clear about Kentucky’s rules regarding tax exemption for equipment, etc.

Mr. Guenther noted that the total change order (1+2) increase will take the project to \$316,464. We considered throwing out the bid and re-bidding the project. However, the other original bid TANK received was significantly higher (Drie-Kast Piping at \$421,605.51).

*Ratification of the change order executed with TP Mechanical Contractors, Inc. which increases the cost to \$316,464 for a new Boiler System.*

Motion: Jim Parsons

Second: Tim Donoghue

Discussion: Mr. Ellerman asked if it was necessary for the Board to take action, given staff acted within the guidelines of TANK’s procurement policy in approving the change orders. Mr. Duncan stated that the Board’s initial action on this contract contained a “maximum amount” which is being increased by these changes. This action would just document the record that the Board has ratified the new maximum amount.

Action: **Motion Passed**, Unanimously

**OSHA Emergency Temporary Standard, Compliance**

Mr. Aiello stated that TANK has a draft policy in place and is ready to comply with the OSHA ETS. We have not yet implemented our policy as the ETS is currently under review by the U.S. Supreme Court.

**Planning & Marketing Committee Report**

**Regional Transit Collaborative**

Ms. Douthat gave an update on the recent activity of the Regional Transit Collaborative. The TANK Board of Directors approved a resolution in November that encouraged TANK staff participation in the collaborative.

The first meeting of the collaborative took place in December. It was the first time a representative from every transit agency in the region was in a room together to discuss



collaboration. The group will continue to meet several times a year and will work on specific initiatives that are of interest to the whole.

Upcoming is a Transit Gap analysis, which will allow us to study gaps in transit services in the region and look particularly at the convenience and ease of making transit trips across multiple agencies.

We'll continue to update the Board of Directors as this group continues to meet.

**Seasonal Marketing Update**

Mr. Kuehne referenced the marketing update that was provided in the Board packet.

**TANK is Hiring**

Mr. Kuehne emphasized that TANK is hiring and in need of good people for various positions within the organization. Mr. Aiello reviewed the marketing campaign that was recently launched to help attract applicants to TANK. This is not just a job, but a career. TANK pays trainees to learn how to drive a bus and obtain their CDL. This is also a job that supports our community. He reviewed the materials with the Board.

**Operations & Safety Committee Report**

**Service & Workforce Update**

Mr. Donoghue provided an update on TANK's recent initiatives related to hiring and service. Service reliability has increased. With the most recent work pick, we are not missing trips and customer reliability is high. We have not been forcing work, until very recently, primarily due to absences related to COVID-19.

We continue to put a heavy emphasis on hiring and have a goal of having the Southbank shuttle back in service by opening day. We are having weekly hiring events and are seeing some success in getting people hired.

**Alternative Fuel Strategy Consultant Selection (ACTION)**

Mr. Donoghue reviewed the process that TANK, Metro and BCRTA went through to select a vendor to conduct an Alternative Fuels Strategy for the region.

The consultant would assist each agency with outlining a strategy for purchase, facility, charging/infrastructure should we decide to move forward with an Alternative Fuels project. The procurement process was an RFP process. We received three proposals. The evaluation committee determined that WSP USA, Inc. proposal was the best and recommends moving forward with a contract. (see attachment)



*Approval to allow the General Manager to enter into a contract on behalf of TANK with WSP USA for Alternative Fuel Strategy consulting work in the amount of \$45,566.00 (TANK portion)*

Motion: Tim Donoghue  
Second: Bill Voelker  
Discussion: None  
Action: **Motion Passed**, Unanimously

**General Manager’s Report**

Mr. Aiello stated that service reliability is very high. Also, with the opening of the Brent Spence Bridge, traffic has dramatically improved, and the system is operating very smoothly. As mentioned earlier, we have had several employees out due to the recent surge in Covid-19 cases in our community. That has led to some forcing of off-day work to ensure the service reaches the street.

We welcomed TANK’s next Manager of Human Resources. Katharine Moore comes to TANK with a law degree and a decade of HR experience in various industries.

TANK also welcomed Tim Lucas, TANK’s next Manager of Buildings and Grounds. He comes to TANK with two decades of building maintenance and construction management experience.

Mr. Aiello thanked the team for all of their outstanding work over the last two years as we continue to navigate through these unprecedented times.

**OLD BUSINESS:**

None.

**NEW BUSINESS:**

None.

**GENERAL COUNSEL’S REPORT:**

Mr. Duncan had no legal report.

**ADJOURN:**

*Motion to adjourn the meeting.*

Motion: Tim Donoghue  
Second: Ed Kuenhe  
Discussion: None  
Action: **Motion Passed**, Unanimously, 6:20 p.m.