

MINUTES OF THE MEETING OF
THE BOARD OF DIRECTORS
TELLURIDE MOUNTAIN VILLAGE OWNERS ASSOCIATION
APRIL 1, 2009

BOARD MEMBERS PRESENT: Nelson Sharp, Jonathan Sweet, Daniel Zemke, Jeff Proteau, John Volponi, and Jonathan Greenspan

BOARD MEMBERS EXCUSED: Dave Riley

STAFF PRESENT: Stephanie Fanos, Brianne Hovey, Jim Riley, and Leanne Hart

STAFF EXCUSED: Erin Neer

OTHERS PRESENT: Mayor Bob Delves, Chris Colter, Greg Sparks, Jim Loebe, Nichole Zangara, Scott McQuade, Kate Rideout, Meehan Fee, Jim Fletcher (Parametrix), Ron Brumley (Telluride Web TV), Jeffrey Fasolo, Susan and Robert Star, Chris Cox, and Larry Crosby

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- 1) **Call to Order** – President Sharp called the meeting to order at 4:04 pm. He requested anyone from the public to sign in. He also asked anyone making comments to stand and identify themselves prior to making a comment.
 - 2) **Consent Agenda** - Director Sweet **MOTIONED** to approve the consent agenda, Director Proteau seconded. The motion passed unanimously.
 - 3) **Update on Current Investment Holdings** – President Sharp said that he and Erin Neer had met with TMVOA’s Investment Advisor (Colene Brophy of UBS) to review TMVOA’s investments. He summarized their conversation and said that there was nothing alarming regarding TMVOA’s investments. He spoke about one item that did cause him a bit of concern, which is a \$1 million Swedish Export credit. He was concerned about concentration risk. Director Greenspan said that he thought this update report was very helpful. He said that he would like to see an update of TMVOA’s assets and their state of condition, etc. at the next meeting. President Sharp said that he intended to bring that topic up when the board discusses the budget and that this update was intended to for TMVOA’s investments only. He asked if there was any further comment. There was none.
 - 4) **Consideration of Request from Town on Amending Terms of Affordable Housing Contribution** – Mayor Bob Delves presented. Director Greenspan recused himself from the conversation due to his position on Town Council. President Sharp requested clarification from Stephanie Fanos regarding whether or not a recused person could be involved in the discussion. Ms. Fanos said they could not partake in the discussion or vote. Mr. Delves provided the following background: in 2006/2007, the Town was aggressively looking for land to bank for future development of affordable housing. They purchased acreage in Illium (Sunshine Valley) near the Two Rivers subdivision. The acreage is deed restricted, and utilities are in place. They also purchased four lots at Timberview in the Meadows neighborhood of

Mountain Village. Two privately owned lots have already been developed. The Timberview lots are also deed restricted. The Town paid \$850,000 for Sunshine Valley (Illum) and \$515,000 for Timberview. In 2007 TMVOA approached the town and offered to reimburse the Town for these two purchases. The Town eagerly accepted and entered into a funding agreement with TMVOA. TMVOA reimbursed the Town \$250,000 (of the \$515,000 purchase price) for Timberview and the full \$850,000 purchase price for Sunshine Valley. Mr. Delves said that he has a need and a wish. He discussed items three and four in the Funding Agreement, which address a failure to commence development by the Town, at which point the Town would be required to reimburse TMVOA for the lot purchases. The Town has been dragging its feet for reasons that should be somewhat obvious: the expense, the Town has been through two new mayors, and had changes with Town Council. Town would like to proceed with development and feels the timing for doing so is getting better. Mr. Delves requested an extension that is needed. His wish is to throw much of the Funding Agreement away. Mr. Delves said that this agreement puts the two entities in each other's business more so than necessary. He said that he understood the reason for the agreement in the beginning. Mr. Delves would like to get out of items three, four and seven. Items three and four put forward a time frame, which Mr. Delves doesn't feel is necessary. Item five addresses the green building code, which was just passed in Town and is the same as San Miguel County's. Item six addresses reports, which Mr. Delves also feels is not needed. Item seven addresses the procurement policy, which is nearly identical to the Town's. He summarized that he needs an extension, but that he would like to change the agreement altogether. He said the Town should own the land free and clear, that the rules should be followed and the land should be used for affordable housing, as it is deeded as such. He mentioned there are other methods out there for building housing. For example: for a building applicant; it would be beneficial to work unilaterally with the applicant to get housing built. Alternatively, he said that TMVOA already purchased the land and that TMVOA can make the decisions regarding the land. President Sharp asked Mayor Delves for clarification of unilateral. Mayor Delves explained unilateral as working with an existing employer, who would be the builder. Director Proteau asked about the actual units approved to be built on the land purchased. Mayor Delves said that he believes that there will be 12 units in Sunshine Valley and 4 units at Timberview. Director Sweet said he has no problem with the extension or amending portions of the agreement. He does care about accountability and has concerns about equality in how TMVOA treats agreements with different entities. Director Zemke said that when he read the report he became angry that it has been three years since the purchase of land and that there still has not been a ground breaking. He said he understands the economic climate but it not comfortable with granting an extension. He went on to say that affordable housing is an important issue and thinks that the public has been let down on this issue. He and Mayor Delves discussed the potential process for transferring the property from the Town's hands to TMVOA's hands via quit claim deed, etc. Mayor Delves explained the complexities of the situation and what the Town has done for Village Court Apartments and the Town's revenues, etc. President Sharp said that he would hate to see two organizations in the housing business, but at the same time, he hates to see land approved for housing sit vacant. He also inquired as to the ultimate financial goal, i.e., is the Town looking to break even or make money? Mayor Delves explained how difficult it is to break even when building affordable housing. Director Volponi said that he thinks that housing is important and would hate to see the whole project fall apart. He is looking at the land as an investment that TMVOA has had, and believes that TMVOA should make sure that they are involved in the outcome of the project. Director Volponi noted that TMVOA does not have the funds to go forward any more than the Town does.

Director Sweet offered a solution of a six-month extension with the idea that the two entities can come up with a better solution to the problem in the next six months. Director Sweet **MOTIONED** to grant extension for six months allowing for a task force to come up with a solution. Mayor Delves asked if the board would consider a year extension. Director Proteau seconded the motion. Mayor Delves said that he is asking for the year extension because Town Council will have changes this year in the election and

potentially a new mayor. Director Volponi agreed that a year makes more sense. Director Zemke **MOTIONED** to amend Director Sweet's motion to a year and added that he would like to add a penalty provision if there is no project. Director Zemke said he would like to see immediate reversion to TMVOA if the project has not been started by June 2010. Stephanie Fanos explained the original agreement. Director Sweet adjusted his motion to a year. Director Proteau agreed with the adjustment. Director Zemke said there needs to be some action if the land is going to be held for one more year. Stephanie Fanos explained that with the one-year extension, if there is no commencement on a project, the Town would owe TMVOA \$1.1 million. Director Volponi noted the extension is buying time. Director Proteau said he thinks of the contract as a partnership more than a contract to provide affordable housing. He feels the extension is reasonable and can revisit in one year, but that it is important to continue working on it. Director Sweet noted the environment might be great for affordable housing this year. President Sharp clarified that Director Sweet's motion is to extend the deadline to one year. Stephanie Fanos further clarified the motion as follows: to extend the deadlines in paragraphs three and four from June 1, 2009 to June 1, 2010. President Sharp called for a vote. The motion passed unanimously (Director Greenspan recused).

Director Volponi **MOTIONED** to establish a joint task force between TMVOA and the Town to study the issue within the next six months. Director Sweet seconded. Mayor Delves said that he does not want the housing authority to be the general contractor and explained his reasoning. He asked Stephanie Fanos whether or not someone else could take on the roll of general contractor without violating terms of the agreement. Stephanie Fanos confirmed this was possible so long as the other terms of the agreement were met. Director Zemke expressed a concern with the 6 month deadline vs. 90 days. He added that he would like to see this get moving. President Sharp requested that they form this task force immediately after the council election. President Sharp called for a vote and the motion passed unanimously with Director Greenspan recused.

- 5) **Presentation of Parametrix Gondola Study** – President Sharp introduced Jim Fletcher from Parametrix. Mr. Fletcher thanked the board members for inviting him. He said that the gondola study began in September of 2008 and provided a history of the gondola.

The purpose of the gondola study was to provide a equipment condition assessment, to assess the maintenance and operation efficiency and to provide a 20-year capital budget. There were four site visits: In September during Blues & Brews, in October, in November, and in December with complete cooperation with Chris Colter, Jim Loebe, and their staff. They held personnel interviews with approximately 80% of the staff. They observed equipment and reviewed Operations & Maintenance records, including work orders. Erin Neer provided them with historical financial records for their research. They also contacted nine different gondola systems for comparative purposes. Looked at ridership demand, historically and going forward, existing conditions and comparisons to other systems. In 2007/2008 the ridership totals were right around 2.3 million. Skier counts seemed low; however Mr. Fletcher said it was possible the low count was due to the ways they were being counted. Theoretical capacity per hour for sections one and two is 844 passengers per hour, while section three has a theoretical capacity of 622 passengers per hour. In Parametrix's observations and in looking at the information provided by Chris Colter the maximum hour count for 2007 was 771 passengers (91% capacity), while the average hour count was 611 passengers (72% capacity). Less than ½% of hours require 70% capacity. One of the purposes of the study was to determine if additional cabins are required. He said additional cabins are not needed at this time. Parametrix found that Jim Loebe and team had more maintenance hours compared to other systems. They also found an inordinate amount of unscheduled work orders, consequently supplies, parts and repairs average \$950,000/year. The Gondola has 58,000 hours of

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operation, averaging 5,000 hours per year. Mr. Fletcher believes the loading areas are inadequate and is contributing to the inefficiency of loading cabins. The bullwheels have an expected life 30,000 hours, which he considers low; this is probably due to original design issues. In comparison to other areas the technical hours per operating hours are 0.14 vs. an average of 0.07. Attendance hours per terminal operating hour are 2.15 vs. 2.04 (favorable). All hours are weighted. Spare parts and repairs cost, on average, \$950,000 vs. \$300,000. The gondola had 546 unscheduled work orders as opposed to an average of 75.

Mr. Fletcher reviewed the management structure of the Gondola in comparison to other transport systems, all of which were ski resort systems and also included a few other tram systems. The Gondola is a free public transportation system with no operating incentives. In other words there are no incentives to save money. He said that the system is good overall. The original equipment was not adequate for condition of use, causing an extraordinary amount of maintenance, however spending on maintenance has not been inappropriate. Going forward, the amount of maintenance can be reduced. He said that additional cabin purchase is not recommended at this time. Mr. Fletcher also said he feels the modifications that have been made look to be adequate. He recommended that TMVOA provide more aggressive oversight to gondola system purchases. Original capacity is 1200 passengers per hour, which the gondola cannot provide this capacity at this time. In order to operate at capacity major modifications would be required. President Sharp asked if the improvements made in 2007/2008 caused the decrease in capacities. Mr. Fletcher confirmed and provided the details of the improvements. Director Greenspan asked about measurements and mandates due to federal funds. Chris Colter explained that the obligations are safety related and that they have to test their operators for drugs. Mr. Fletcher explained that the mandate is related to the number of operators not the number of mechanics. Director Sweet asked about the tram systems Parametrix looked at. He also inquired about incentive plans, and how the gondola would benefit from such plans. Mr. Fletcher explained his point regarding Portland and New York and how they use a third party to operate and maintain their systems and the use of incentives on that situation. He added that he is suggesting that TMVOA look into adopting a similar approach to reduce costs. Director Greenspan asked about the \$560,000 for maintenance Mr. Fletcher had previously mentioned. Jim Fletcher said that number was the capital improvements average. Director Proteau said that the report is great, covers good information. He asked Jim about the comparisons and if the other systems had three legs, and if the hours were weighted accordingly. Mr. Fletcher said yes, the numbers take into account the differences between the Gondola and comparison systems. Discussion followed regarding future improvements. Director Sweet asked about cabin purchase obligations. Stephanie Fanos confirmed the obligations with the county and the Town of Telluride. She added there were no additional obligations beyond those agreements. Director Volponi asked Mr. Fletcher to expand on his idea of having a parking system for cabins to allow for maintenance and so forth. He also asked about return on investment. Jim Fletcher said return on investment was not in the scope of Parametrix's study. Mr. Fletcher talked about cabin storage. Director Greenspan asked for a recommendation of where the cabin storage could be. Jim Fletcher said they had not done analysis on cabin storage. Director Greenspan asked about the angle station for storage. Greg Sparks said on behalf of the Town staff that they thought the study was a good idea and are looking forward to working with the TMVOA gondola committee. He feels the study will provide a good blueprint moving forward looking at operating efficiencies and structural improvements. The Town sees this as a continuation of dialogue. President Sharp asked if there were other comments from the public or the board. Director Sweet thanked Mr. Fletcher. President Sharp agreed adding he felt the study was money well spent and that Parametrix did a first class job. He then asked Stephanie Fanos about the original PUD. Stephanie Fanos explained that the original PUD agreement is no longer the document that the gondola is running under. She listed the agreements that are responsible for the operating requirements of the gondola. Chris Colter said the capacity issue is still up in the air and would like to discuss it further the following day on the community

level. Mr. Fletcher clarified that Parametrix was not the entity that said the capacity could not be at 1200, Dopplemayr is. President Sharp **MOTIONED** to accept the report. Director Sweet seconded the motion and the motion passed unanimously with Director Proteau, Director Zemke, and Director Greenspan recused.

- 6) **Financial Performance Update and Consideration of Budget Reduction Alternatives** – President Sharp reported that there is a significant shortfall in the budget. As of this meeting, there was nothing on the books for April RETA. March RETA hit budget. February RETA was half of budget. Based on the RETA revenues, President Sharp said that the board needs to look at what they can cut and said that he would like some suggestions. He said that the items on the list are those that are not already under contract, or have already been paid for. Director Sweet said there is a need to back off from services that other entities can perform. Discussion of budget vs. actual. Stephanie Fanos explained the items that can be removed/adjusted in the budget. President Sharp invited Scott McQuade to comment on MTI Marketing and Guest Services. Mr. McQuade explained the purpose of MTI and their marketing efforts. He said that the suggested reduction is reasonable. He said that they are thankful for the cushion that TMVOA has offered. Director Greenspan asked about the impact of the Telluride airport closure. Mr. McQuade explained that they will need more help to overcome the hurdle of getting people to Telluride because of the airport closure. President Sharp discussed the timing of the video and suggested holding off until next summer. Discussion of video followed. Director Sweet agreed that TMVOA should spend money to encourage visitors but also said that he believes that other entities should step up to the plate. Mr. McQuade said that TMVOA can also cut \$40,000 for Guest Services and offered suggestions of where the cuts can be made. Kate Rideout explained that MTI has spent \$170,000 going into the 2nd quarter. President Sharp asked Mr. McQuade to return to the board with other suggestions for budget cuts.

TMRAO: President Sharp explained the line item. He said TMRAO has a reserve of \$5.5 million. Director Greenspan said there is a need to reign in the monies. Director Zemke said he believes that money spent on marketing is important. Director Greenspan asked if there is an overlapping of marketing efforts between MTI and TMRAO. Director Volponi asked how changing this line item would affect the budget for the TMRAO for this summer and next winter. He added that perhaps TMRAO could work with TMVOA since they have a financial cushion, and TMVOA is losing theirs. President Sharp explained the high reserves (\$5million) of the air organization. Director Sweet said that he was prepared to cut the total TMRAO budget. He also said, TMRAO knew about the potential funding cuts and did not show up for meeting. Director Proteau asked if TMRAO would go forward with their marketing efforts that this money is set aside for, using reserves, or if they would cut the program. Scott McQuade explained that TMRAO works together with MTI and that they do not duplicate efforts. He added that if TMVOA does not provide the funding, that marketing will not be done. Director Sweet asked about other entities like TMVOA funding TMRAO marketing dollars. Scott McQuade said not additional to the normal funding mechanisms. Director Greenspan said he struggles with the idea of cutting events and keeping the TMRAO funding. Director Sweet said he is happy to match funds up \$45,000 assuming that TMRAO would find another funding source. Director Volponi suggested TMVOA drop funding and TMRAO can come back to TMVOA to ask for funding. President Sharp asked if there was a consensus. Director Proteau said he was more comfortable with cutting the funding and allowing TMRAO to come back and ask for funds. He would support bringing up the matching idea at that time. Member Jeffery Fasolo said he followed TMRAO website, noting every time US Air was supposed to fly into the airport in bad weather, flights are dropped rather than rescheduling. He requested TMVOA bring up the subject with TMRAO if they requested funds. Director Sweet agreed with Member Fasolo and said that TMVOA will bring up the issue with TMRAO. Director Greenspan said there is no report on ROI. He finds it hard to cut items when there is no way to measure success of events/funding.

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Oktoberfest: Director Greenspan said that he would like to see Oktoberfest continue and suggested a reduction. Jim Riley said Oktoberfest is a family event, contracted with the Mosers at \$2,500 based on budget availability. In previous years, the conference center has extended their liquor license. Mr. Riley said there isn't much ROI for this particular event. Discussion regarding capping event, finding sponsors, and/or having staff redesign the event.

Fireworks: Jim Riley said that visitors expect fireworks on New Year's Eve. However, he said that he doesn't know that TMVOA should fund the event entirely. Lodging is a major cost of putting on the fireworks. The Fire Department said they could do this event for less money depending on expectations of the show. Stephanie Fanos asked for details. Director Greenspan suggested contacting Scott Bennett.

Outdoor Cinema: Jim Riley said the program was successful last year. He said there was a question on ROI. The Outdoor Cinema is currently budgeted for six films, two nights in June, July and August. President Sharp asked if the event brings money to businesses in The Core. Director Proteau suggested getting rid of the event. Director Volponi suggested screenings be cut back to four films as opposed to six. Jim Riley suggested two weekends of two shows each.

Meadows Spring Clean up: Director Greenspan said to remove this event from the budget and calendar.

Full Tilt: President Sharp said the event is gone.

Summer Bungee Activity: Jim Riley said last summer TMVOA funded the entire thing, providing free jumps. Over this past winter jumps were \$10 a piece and \$15 a piece. Mr. Riley said that he spoke to Gravity Play and asked what their price would be, they said \$15 per jump. Mr. Riley said people are willing to pay, and TMVOA does not have to fund. President Sharp asked if TMVOA would need to guarantee a floor. Jim Riley said yes.

Sunset Concert Series: Director Greenspan commented that this series is a priority issue, equal with the Town's Dial-A-Ride, and is the number one thing he hears about from all merchants and residents: please do not lose this event. He said the feedback is phenomenal, adding that the event has given Mountain Village a name. People expect it. Stephanie Fanos said bigger crowds come with bigger names. Director Zemke said that the board wants to keep this and pick up quality. Director Proteau asked about having fewer shows, better quality. Scott McQuade said this could be a great way to draw people to Town for the weekend. He encourages big name groups with a big draw. He said consider the venue; how good is the venue? Mr. McQuade feels for a big name performer the majority of people would be happy to pay for the show, and at \$15 per person TMVOA can cover the cost of show. Director Sweet said there is a need to dig in to actual costs and find a way to get max return. Stephanie Fanos said sponsorships and strategic alliances need to be explored vigorously. She added that TSG donates the land. President Sharp asked for a consensus. Nobody wanted to cut it. Director Volponi suggested looking into self-funding concerts.

Red White and Blues: Director Greenspan suggested asking the Town for a reduction of Town's costs, all in the same boat, want people in the core. He also suggested rearranging children's activities, to lower costs. But he emphasized not cutting children's activities because there are so many families with children.

President Sharp **MOTIONED** for the indefinite postponement of the following events under capital reductions and non-returning expenditures: MTI: reduce budget by \$40,000, TMRAO: cut to \$45,000 and give TMRAO a chance to respond, Oktoberfest: ask staff to redesign, cap at lower figure (suggested at \$10,000), fireworks: table, send back to staff to work with TSG and additional potential sponsors for help, outdoor cinema: cut to two weekends instead of three (looking at \$16,000 instead of \$24,000), Meadows cleanup: eliminated, Full Tilt: eliminated, Summer bungee: remain in budget with expectation that it will

pay for itself, Sunset Concert Series: no reduction, RWB: cap at \$50,000, or \$60,000 selection. Director Sweet seconded. The motion passed unanimously. Director Sweet suggested helping Dial-A-Ride to be a fiscally stable program. President Sharp asked to defer that to new business.

President Sharp said there was one other item on the budget: re-allocations, essential a book keeping exercise that has already begun. Items need approval. President Sharp **MOTIONED** to amend 2008 budget and 2009 budget as Erin Neer proposed. Director Zemke seconded. The Motion passed unanimously.

- 7) **Update on Ecosign Core Revitalization Plan** – President Sharp **MOTIONED** to accept report and approve it for release to the public. Director Sweet seconded. Director Proteau asked about having Ecosign come back and make a presentation. Director Zemke suggested getting the report out to the public and then ask Paul Matthews to return to answer questions. Director Sweet said he is disappointed in the fees associated with having Paul return to present. Stephanie Fanos said she'd prefer the motion to be accepting the Ecosign report in the final form submitted and then asked that the board specify how to distribute the report to the public. Director Zemke suggested posting the report on the web and have extra copies available for circulation purposes at the office. President Sharp **MOTIONED** to accept Ecosign report as final report and that TMVOA release for publication on the web and maintain a few copies (20) available at the TMVOA office. Director Sweet seconded. The motion passed unanimously. Stephanie Fanos asked for a motion to direct staff to have a public presentation by Paul Matthew if the cost can be negotiated. Director Sweet **MONTIONED** for the board to support a public presentation by Paul Matthews if the cost is reasonable. Director Volponi asked Director Sweet to define reasonable. Director Volponi feels a public presentation is necessary and worth the money. Director Volponi **MONTIONED** to have a public presentation to the community by Paul Matthews and directs staff to renegotiate the cost by 50%. Director Sweet seconded. The motion passed unanimously.
- 8) **New Business** – Director Zemke requested that Erin Neer or Staff present a mid-year report of operations budget at the next meeting. Director Zemke **MOTIONED** to have an updated report/presentation of administrative costs at the next regularly scheduled meeting. Stephanie Fanos clarified that Director Zemke was looking for the year to-date budget versus actual. The date of the next regularly scheduled general meeting was established to be June 17th. Ms. Fanos suggested that the budget report be as of May 31st. Director Proteau seconded the motion and the motion passed unanimously. Ms. Fanos then clarified as to whether or not the board wanted to see a complete assessment of the budget to date. President Sharp then suggested that the Motion be amended to include the entire budget. Director Zemke amended his **MOTION** accordingly, Director Proteau seconded the motion and the motion passed unanimously.

Stephanie Fanos updated the Board on recent changes to IRS Form 990 that TMVOA is required to submit to the IRS. She stated that the IRS believe good corporate governance leads to good tax compliance and has substantially updated Form 990 to reflect this policy. The staff is working closely with Auditors regarding form 990. Ms. Fanos added that TMVOA must disclose if any of the board members, officers, or staff have a business relationship with each other. The IRS is concerned with excess compensation, excess benefit transactions, conflicts of interest, and whether or not TMVOA has policies and safeguards in place. She said there are two things to be aware of; first a questionnaire will be sent to all board members. Second, she is looking for direction from board to look into policies. Ms. Fanos would like to update policies so that TMVOA is not under heightened scrutiny. She would like to come back to the board with suggested policies in late summer. Director Greenspan asked if this is something CIOA would help with. Stephanie Fanos said the IRS standards in some instances require higher standards than the state law. Ms. Fanos explained in further detail as to what kind of questions would be on the questionnaire. Director

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Sweet made a **MOTION** to authorize President Sharp to work with Ms. Fanos to review and bring up to date the policies. Director Volponi seconded the motion and the motion passed unanimously.

Director Sweet: Dial-A-Ride. Director Proteau said he agrees that Dial-A-Ride is important, but also agreed with Director Sweet at a previous meeting that TMVOA would help if the Town came to ask for help. Director Sweet said he wants to be proactive and wants a continuous Dial-A-Ride to be important. He would like to work with the town to make sure that it stays in place. Stephanie Fanos suggested forming a committee or asking President Sharp to meet with the Town and work on Dial-A-Ride. President Sharp said he feels Dial-A-Ride is abused and feels there should be a nominal charge. Director Sweet wants TMVOA to make a statement that Dial-A-Ride is important. Director Volponi said the board just spent hours trying to cut costs in budget and questioned throwing money at Dial-A-Ride. Director Proteau asked when the shortfall is going to come into place. He suggested putting a discussion item on agenda for next meeting. Director Zemke said he is in favor of the committee, as well as the idea of a nominal fee for Dial-A-Ride users, but that he is not in favor of adding an expense to TMVOA's budget.

- 9) **Adjournment** – Director Proteau **MOTIONED** to adjourn the meeting, Director Sweet seconded the motion. The meeting was adjourned at: 7:27pm.