



**(REVISED)
SPECIAL MEETING**

**Friday, May 31, 2013
10:00 a.m.**

**Kelly Board Room
32-505 Harry Oliver Trail
Thousand Palms, CA 92276**

NOTE: IN COMPLIANCE WITH THE AMERICANS WITH DISABILITIES ACT, IF YOU NEED SPECIAL ASSISTANCE TO PARTICIPATE IN THIS MEETING, PLEASE CONTACT SUNLINE AT (760) 343-3456. NOTIFICATION 48 HOURS PRIOR TO THE MEETING WILL ENABLE SUNLINE TO MAKE REASONABLE ACCOMMODATION TO ENSURE ACCESSIBILITY TO THIS MEETING.

THE CHAIR REQUESTS THAT ALL CELLULAR PHONES AND PAGERS BE TURNED OFF OR SET ON SILENT MODE FOR THE DURATION OF THE BOARD MEETING.

AGENDA TOPICS

RECOMMENDATION

1. **Call to Order**
Chairman Robert Spiegel
2. **Flag Salute**
3. **Roll Call**
4. **Presentations**
5. **Finalization of Agenda**
6. **Correspondence**
None.

7. Public Comments**Receive Comments**

(NOTE: Those wishing to address the Board should complete a Public Comment Card and will be called upon to speak.)

NON AGENDA ITEMS

Anyone wishing to address the Board on items not on the agenda may do so at this time. Each presentation is limited to 3 minutes.

AGENDA ITEMS

Anyone wishing to address specific items on the agenda should notify the Chair at this time so those comments can be made at the appropriate time. Each presentation is limited to 3 minutes.

8. Board Member Comments**Receive Comments**

Any Board Member who wishes to speak may do so at this time.

9. Closed Session

- a) PUBLIC EMPLOYEE APPOINTMENT (Gov. Code Sec. 54957) Interim General Manager.
- b) PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE (Gov. Code Sec. 54957).
- c) CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION (Gov. Code Sec 54956.9 (b)(2)(C); one (1) case.

10. Amend Procurement Policy (Jeff Goldfarb)**Approve**

Request to the Board to amend Procurement Policy and Procedure Section 300 adding an exemption for the retention of interim management staff, temporary employees, and employment search/recruiting services.

11. Retention of Successful Candidate to Act as Interim General Manager (Jeff Goldfarb)**Approve**

Request to the Board to set the salary for and retain the successful candidate to act as Interim General Manager while General Manager is on paid administrative leave.

12. Adjourn

**SunLine Transit Agency
SunLine Services Group**

DATE: May 30, 2013 **ACTION**

TO: SunLine Transit Agency and SunLine Services Group
Board of Directors

FROM: General Counsel, Jeffrey A. Goldfarb

RE: Amendment to Procurement Policies and Procedures Manual

I. RECOMMENDATION

Amend Section 300 of Chapter 3 of SunLine Transit Agency Procurement Policies and Procedures Manual to exempt from SunLine procurement procedures the retention of interim management staff, temporary employees and employment search/recruiting services.

II. BACKGROUND

Under State law, there is no requirement to engage in formal bidding or similar competitive procurement procedures when hiring for professional services. The above notwithstanding, the Board of Directors had previously adopted the SunLine Transit Agency Procurement Policies and Procedures Manual which does require SunLine to follow the formal competitive bidding process for all services with the sole exception of contracts creating an employer/employee relationship.

The formal bidding/procurement process is time consuming, expensive, and, as noted above, unnecessary under state law when hiring for professional services. In an effort to allow SunLine to more expediently fill vacant positions, it is recommended that the Board amend Section 300 of Chapter 3 in the SunLine Transit Agency Procurement Policies and Procedures Manual to read as follows:

“300. Purpose and Scope.

The SunLine Transit Authority procurement policy statement sets forth the framework for the SunLine procurement regulations, which consists of the Board approved Policy and Procedures manual (Manual).

The Manual prescribes general procurement policies and procedures which shall govern the solicitation, award and administration of all (except employment contracts where there is an employer/employee relationship;

contracts for the retention of interim management staff, temporary employees, and employment search/recruiting services) SunLine contracts and purchases for supplies, services, equipment and construction.”

III. FINANCIAL IMPACT

It is estimated that the adoption of this policy will save SunLine those costs associated with developing, circulating and administering formal bids for the services proposed to be exempted.

Jeffrey A. Goldfarb
General Counsel

MINUTES
SunLine Transit Agency/SunLine Services Group
Special Board of Directors Meeting
May 31, 2013

A special meeting of the SunLine Transit Agency and the SunLine Services Group Board of Directors was held at 10:00am on Wednesday, May 31, 2013 in the Kelly Board Room at SunLine Transit Agency, 32-505 Harry Oliver Trail, Thousand Palms, CA 92276.

1. **Call to Order**
The SunLine Transit Agency Board and the SunLine Services Group Board meetings were called to order at 10:00 a.m. by Chairman Robert Spiegel.
2. **Flag Salute**
Councilmember Greg Pettis led all in a salute to our flag.
3. **Roll Call**
Completed.

Members Present

Robert Spiegel, Chairman, Councilmember, City of Palm Desert
Yvonne Parks, Vice Chairman, Mayor, City of Desert Hot Springs
Rick Hutcheson, Councilmember, City of Palm Springs
Greg Pettis, Councilmember, City of Cathedral City
G. Dana Hobart, Councilmember, City of Rancho Mirage
Douglas Hanson, Councilmember, City of Indian Wells
Don Adolph, Mayor, City of La Quinta
Glenn Miller, Councilmember, City of Indio
Eduardo Garcia, Mayor, City of Coachella
John J. Benoit, Supervisor, County of Riverside

Members Absent

None.

Guests:

Kathleen Bennett, Resort Marketing
Greg Lee, KESQ
Kurt Beabes, KESQ
Barrett Newkirk, The Desert Sun
Roger Snoble, Public
Harry Incs, American Cab
Illya Pike, American Cab
Sheila Gill, Public

Staff:

Jeffrey Goldfarb, Legal Counsel
Carolyn Rude, Special Asst. to the General Manager/Clerk of the Board
Naomi Nightingale, Chief of Staff
Polo Del Toro, Director of Operations
Joe Forgiarini, Director of Transit Planning
Mike Morrow, Director of Maintenance
Don Bradburn, Director of Human Resources
Tommy Edwards, Contracting Officer Technical Representative
Rudy LeFlore, Procurement Consultant
Mannie Thomas, Manager of Operations and Safety Training
Anita Petke, Transit Planning Assistant
Francine DePalo, Administrative Assistant
Norma Stevens, Community Outreach Specialist
Karen Thomas, Senior Administrative Assistant
David Manriquez, Facility Maintenance Assistant
Joseph Friend, Senior IT & Systems Analyst
Vanessa Mora, Desktop Support Technician

4. Presentations

None.

5. Finalization of Agenda

No changes were made.

6. Correspondence

None.

7. Public Comments**NON AGENDA ITEMS:**

None.

AGENDA ITEMS:

None.

8. Board Member Comments

Mayor Adolph stated the following: "After the long Board meeting last week, when I got home that night, I got to thinking about what is happening with our employees here. I am concerned about the operation and other things and how they were informed in regards to what transpired. I took the opportunity to call Jeff Goldfarb and we had a conversation. He brought me up to date as to what transpired. I asked him how the employees were informed about what decision was made here. Jeff said that there was a letter put together that was given to every one of the employees. Jeff read the letter to me. What I want to do is commend Jeff. He put together a great letter. I wish there was more detail, but I understand why the detail was not added. I thought he did an outstanding job. I just wanted to commend Jeff specifically for the letter he put out to the employees."

Councilmember Hutcheson asked the following: "I just wanted to request that a discussion be put on the agenda for next time to discuss how we, as Board members, communicate with SunLine employees. I think we all understand that we can ask for information and ask questions, but I think in terms of directives, I want to understand exactly what procedure we follow and how those decisions are communicated."

At 10:04 a.m., Chairman Spiegel moved to go into Closed Session and asked Roger Snoble to stay. The closed session items are as follows:

9. Closed Session

- a) PUBLIC EMPLOYEE APPOINTMENT (Gov. Code Sec. 54957) Interim General Manager.
- b) PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE (Gov. Code Sec. 54957).
- c) CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION (Gov. Code Sec 54956.9 (b)(2)(C); one (1) case.

At 10:40am, Chairman Spiegel announced the return to open session.

Items #11 was addressed

11. Retention of Successful Candidate to Act as Interim General Manager

Supervisor Benoit moved to appoint Roger Snoble as Interim General Manager and approve a contract at an hourly rate of \$250 per hour, for twenty five hours a week for a period of four months. The motion was seconded by Councilmember Pettis and approved by a unanimous vote.

Councilmember Hanson asked that we introduce the Interim General Manager, Roger Snoble, and that he address the Board, employees and guests.

Roger Snoble addressed the Board stating that it is an honor to serve as Interim General Manager and he looks forward to working with the Board and staff. He stated that his commitment is to work with the Board and staff, individually and collectively, to make sure that there is a good outcome for the situation in moving forward. Mr. Snoble stated that he will be meeting with staff. He stated that safety is a huge part of his focus. Mr. Snoble stated that SunLine is a good organization with a good reputation.

Councilmember Hanson pointed out that Mr. Snoble has an extensive resume and background, leaving Metro, the largest transportation Agency of its kind, after serving there many years. Mr. Snoble shared some his background – starting in Akron, Ohio as a Planner, moving to San Diego where he spent twenty years; five years after arrival in San Diego, he became General Manager.

Mayor Garcia stated the following: "I am in support of the appointment. I think we reported that unanimously. We feel there is a need for an Interim General Manager. The terms of the agreement – the hourly rate, that was presented, I cannot support. So I want the record to reflect that I cannot support \$250 per hour, for 25 hours a week, which equals to \$25,000 a month. I can't support that."

Councilmember Miller asked the following: "Is Mr. Goldfarb going to negotiate this contract and what we are doing? Is there any wiggle room? I kind of concur with Mayor Garcia on this. With all due respect to Mr. Snoble, \$25,000 a month is pretty steep. It comes out to \$25,000 a month for 25 hours a week. At an Agency of this size, I understand that we have the need, but I think it is excessive. I want to go on the record."

Supervisor Benoit stated the following: "We need to move for the better of the organization quickly. I think his resume is so outstanding that he demands and can receive that kind of compensation from a lot of different places. It is a short term contract with a commitment we need to make for the benefit of the Agency. It is a significant investment in the future of this Agency."

Councilmember Hutcheson stated the following to Mr. Snoble: "I just wanted to reiterate publicly what I heard you say and what really impressed me, which is how impressed you are with SunLine, this organization and the quality of the employees here. You told us that privately and I wanted to mention that publicly."

Councilmember Hobart stated the following: "We are getting a lot in Mr. Snoble and we are paying substantially, but contrary to what the public perception is, this is not a case of a couple of wrongful terminations. We have serious internal issues that are being explored and being developed and worked with to try to be corrected. Mr. Snoble's background is essential if we are going to, for example, get progress in our Finance Department, which has been in serious turmoil for a long time. These are issues that are extremely important to the well-being of SunLine. For us to pay him his rate coming in at the last moment is indeed a bargain in my view."

Mr. Snoble stated that during most of his career he was in the top five General Manager in terms of pay. In Los Angeles he was the highest paid General Manager, which was a big issue. He stated that in that first year he was there, he saved a great deal of money as there were so many issues that needed fixing. The money going out more than compensated for his salary. Mr. Snoble stated that he does not know that he can make that claim here at SunLine as he has not yet seen any of the financials. He has always had balanced budgets. Mr. Snoble stated that he did not put expenses in his contract; he will take care of that. He stated that he will probably put in a lot more hours than actually charged."

Councilmember Miller stated the following: "No disrespect, Mr. Snoble. Your resume speaks for itself. It is just that we are just a very small Agency. Supervisor Benoit speaks highly. I am looking at the dollars in the organization." Mayor Adolph stated the following: "It behooves us to move forward to find a permanent General Manager at a reasonable rate."

10. Amend Procurement Policy

Legal Counsel, Jeff Goldfarb stated the following: "This item relates to an amendment to the Procurement Policy that SunLine has adopted. I have circulated a report on that. The intent is simply to do this; the Procurement Policy prescribes a competitive bid process in virtually, but not necessarily all, most circumstances. State law does not require that and federal law does not require that unless you are using federal funds for purposes of the contract. There are certainly circumstances that confront SunLine occasionally where there may not be sufficient time to follow the formal Procurement Policy where federal funds are not being used, and for that reason, it makes sense to follow a procedure other than a formal competitive bidding process. And so the purpose of this is simply to allow SunLine the opportunity to do that in those situations where federal law would otherwise allow that. I have listed in the staff report that I have prepared, the text of the amended Section 300. I would simply add to the second paragraph of that, at the very end, language that says 'when federal law permits.'"

Councilmember Hanson moved to approve the amendment to the Procurement Policy. Councilmember Pettis seconded the motion and was approved by a unanimous vote.

12. Adjourn

Chairman Spiegel adjourned the meeting at 11:00 a.m.

Respectfully Submitted,

Carolyn Rude
Clerk of the Board



(Revised)

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Request to the Board to set the salary for and retain the successful candidate to act as Interim General Manager while General Manager is on paid administrative leave.

11. Adjourn

MINUTES
SunLine Services Group
Special Board of Directors Meeting
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4. **Presentations**

None.

5. **Finalization of Agenda**

No changes were made.

6. **Correspondence**

None.

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None.

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Councilmember Hanson moved to approve the amendment to the Procurement Policy. Councilmember Pettis seconded the motion and was approved by a unanimous vote.

12. Adjourn

Chairman Spiegel adjourned the meeting at 11:00 a.m.

Respectfully Submitted,

Carolyn Rude
Clerk of the Board