

**THE COAST RTA-WACCAMAW RTA  
BY-LAWS COMMITTEE/BOARD OF DIRECTORS MEETING  
SEPTEMBER 17, 2014  
11:00 AM**

**Board Present:** Bernard Silverman, Chair  
Joseph Lazzara, Vice Chair  
Katharine D'Angelo  
Nicholas Twigg  
Gary Loftus  
Chuck Ottwell  
Lillie Jean Johnson

**Staff Present:** Julie Norton-Dew, Interim General Manager  
Felicia Beaty, DGM of Operations – COO  
Lynette Nobles, Grants Administrator/Board Liaison

**Also Present:** Jim Wiles – Citizen

*In accordance with the Freedom of Information Act (FOIA), the 2014 meeting schedule was provided to the press at the beginning of the 2014 calendar year, stating the date, time and location. In addition, notice of this meeting was provided to the press, stating the date, time, and place of the meeting on Monday, September 15, 2014.*

**CALL TO ORDER:** Chairman Silverman called the meeting to order at 11:00 AM by announcing that the purpose of this meeting is for the By-Laws Committee to discuss reconstitution of the board. He then turned the meeting over to Ms. D'Angelo, the Chair of the By-Laws Committee.

Ms. D'Angelo announced that this is a committee meeting and there would be no comments other than from the committee or board members.

Ms. D'Angelo began by giving a brief history of the board reconstitution efforts. She then stated that she feels this can be accomplished through changes to the By-Laws; and that the board should do this. She referred to the Attorney General's decision regarding the South Carolina Transportation Law.

Professor Twigg stated that he has, in the past, proposed adding one representative to be appointed by Horry County Council, increasing the board to ten (10) members. Mr. Loftus then suggested that the board decide on the number of members of the board and then go by population.

It was proposed to increase the board membership to eleven (11), increasing the members appointed by Horry County by two (2). Mr. Lazzara, as the representative of City of Georgetown, agrees to increase the board membership to eleven (11). Mr. Loftus is requesting the definition of a member government.

SEPTEMBER 17, 2014

Mr. Silverman consulted the law as to who should be represented on the board. Per the law, any municipality with a population of at least 5,000 is entitled to one (1) member on the board.

Ms. D'Angelo polled each of the board members present. Ms. Johnson agreed to eleven (11) members; Mr. Ottwell agreed; Mr. Silverman agreed; Mr. Loftus would like to increase the board to twelve (12), with Horry County having four seats(4); Ms. D'Angelo agreed to increasing the board membership to eleven (11).

There was a motion and a second that the board membership be increased to eleven (11), with the additional two (2) seats being appointed by Horry County. Ms. D'Angelo will bring this proposal to the full board on September 24, 2014 for a vote.

Mr. Loftus made the motion that, in the future, no elected official be named to the Waccamaw Regional Transportation Authority Board of Directors. Ms. D'Angelo stated that when the By-Laws Committee reviews the By-Laws, that will be discussed. She then closed the committee meeting.

Mr. Silverman then turned the meeting over to Ms. Norton-Dew. Mr. Loftus then stated that if this meeting were announced as a committee meeting, there could be no business conducted.

The roll call was taken and announcement of a quorum was made.

Mr. Norton-Dew spoke regarding two (2) resolutions that require approval by the board due to time constraints for drawing grant funds. Due to the loss of staff in three (3) critical positions, it is necessary to have an attorney designated to sign Certifications and Assurances for drawing funds on federal grants. She read the list of twenty-four (24) applicable provisions covered by the Certifications and Assurances. This is required since Ms. Blain-Olds is no longer the staff attorney. Mr. Loftus asked what The Coast RTA pays the attorney for this service. The attorney is paid on an "as-needed" basis and is not on retainer. Ms. Henrietta Golding has agreed to perform this for The Coast RTA. Her charge is \$300 per hour; however, she is paid only for services rendered on an as-needed basis. Ms. Golding was selected because she has worked with The Coast RTA prior to having a staff attorney. This has to be completed in order for The Coast RTA to be able to draw any federal funds. The FTA system will go down on September 23, 2014 for end-of-year processing, and will not be up until the end of October.

The other resolution is for board approval to apply for a loan of \$100,000 from The Conway National Bank should this not be accomplished. Also, our next draw, per the funding agreement with Horry County, from Horry County is scheduled for October 17, 2014. However, Ms. Norton-Dew was told by Ann Wright, with Horry County, that The Coast RTA would not receive the check until they (Horry County) received The Coast RTA September financials, which would not be until at least October 24, 2014. Mr. Loftus called Ann Wright to clarify this requirement. The loan from The Conway National Bank would be a signature, ninety-day (90) loan, to be paid when the funds from the FTA are received. Mr. Loftus spoke with Ann Wright and was told that what Horry County needs is a draft of the September financials in order to release the October 17<sup>th</sup> check.

**APPROVAL OF RESOLUTIONS:** Mr. Silverman read the following resolution into the record:

SEPTEMBER 17, 2014

**WACCAMAW REGIONAL TRANSPORTATION AUTHORITY  
RESOLUTION NO. SEP2014-54**

**APPROVAL OF DESIGNEES TO SIGN THE CERTIFICATIONS AND  
ASSURANCES**

A motion of the Board of the Waccamaw Regional Transportation Authority designating Henrietta Golding, as its legal counsel; and Julie Norton-Dew, as Interim General Manager/CEO, to sign the Designation of Signature Authority, for the Certifications and Assurances.

There was a motion and a second to approve the resolution. There being no further questions, a voice vote was taken. With five (5) Yea's and two (2) Nay's. The resolution carried.

Ms. Nobles read the following resolution into the record.

**WACCAMAW REGIONAL TRANSPORTATION AUTHORITY  
RESOLUTION NO. SEP2014-53**

**APPROVAL TO APPLY FOR A LOAN**

A motion of the Board of the Waccamaw Regional Transportation Authority for the Interim General Manager/Secretary-Treasurer to apply for a loan with a local banking institution in the amount of One Hundred Thousand dollars (\$100,000).

This resolution was revised, replacing the work "secure" with "apply", per Mr. Loftus' suggestion.

There was a motion and a second to approve the resolution. There being no questions, a voice vote was taken. No nays being heard, the resolution carried.

**ADJOURNMENT:** It was properly moved and seconded that the Board adjourn. A voice vote was taken. No nays being heard, the Board was adjourned at 12:19 PM.

SEPTEMBER 17, 2014