BOARD OF DIRECTORS
REGULAR MEETING MINUTES
OCTOBER 15, 2025 - 1:30 PM

5401 Old Redwood Highway, 1st Floor
Petaluma, CA 94954

1. Call to Order [07:52 Minutes Mark on the Video Recording]

    Chair Coursey called the meeting to order at 1:34pm.

    Chair Coursey began the meeting with a somber acknowledgment of the recent passing of Director Mark Milberg. He noted that Director Milberg had joined the Board earlier in the year, had actively engaged in budget and procurement matters, and was a valued colleague with an engaging personality and dry wit. Chair Coursey extended the Board's deepest condolences to Director Milberg's family and loved ones.

    Following the Chair's remarks, Board members shared thoughts and memories of Director Milberg and his contributions to SMART. Chair Coursey noted that the meeting would be adjourned at the end in Director Milberg's memory.

    Vice Chair Sackett, and Directors Cader-Thompson, Colin, Fleming, Garbarino, Kelley, Lucan, Pahre, and Rabbitt were present. Director Paulson was absent.

    Vice Chair Sackett and Director Colin were unable to attend in person due to a verified *"Just Cause"* and requested to participate remotely via Zoom. A roll call vote was held to approve the Directors' remote attendance.

    MOTION: Director Kelley moved approval of the Directors' remote participation. Director Cader-Thompson seconded. A roll call vote was taken. The motion carried 10-0, with Director Paulson absent.

2. Approval of the September 17, 2025, Board Meeting Minutes [16:14 Minutes Mark on the Video Recording]

    MOTION: Director Garbarino moved approval of the September 17, 2025, Board Meeting Minutes as presented. Director Cader-Thompson seconded. A roll call vote was taken. The motion carried 10-0 with Director Paulson absent.

3. Board Member Announcements [17:05 Minutes Mark on the Video Recording]

Director Garbarino and Chair Coursey spoke.

4. General Manager's Report [20:30 Minutes Mark on the Video Recording]

General Manager Cumins provided a PowerPoint presentation, which is posted on SMART's website. Highlights included:

- Ridership Report
- MASCOTS
- Highlight of the Month
- Questions

Board Comments [26:20 Minutes Mark on the Video Recording]
Chair Coursey and Director Cader-Thompson spoke.

5. Public Comments on Non-Agenda Items [27:10 Minutes Mark on the Video Recording]
None

6. Consent [27:28 Minutes Mark on the Video Recording]
   a. Accept Monthly Ridership Report – September 2025
   b. Approve Monthly Financial Status Report – July & August 2025
   c. Adopt Resolution No. 2025-28, authorizing the General Manager to Execute Change Order 04 to Contract No. PL-PS-24-001 (Real-Time information Displays) with Modern Railway Systems in the amount of $38,889

Board/Public Comments [27:30 Minutes Mark on the Video Recording]
None

MOTION: Director Pahre moved approval of the Consent Agenda, as presented. Director Cader-Thompson seconded. A roll call vote was taken. The motion carried 10-0, with Director Paulson absent.

7. Adopt Resolution No. 2025-29, amending Resolution No. 2025-19, the Fiscal Year 2025/2026 Adopted Budget to increase appropriation authority – *Presented by Chief Financial Officer Heather McKillop* [28:17 Minutes Mark on the Video Recording]

Board Comments [30:43 Minutes Mark on the Video Recording]
Chair Coursey and Director Kelley provided comment.

MOTION: Director Rabbitt moved to adopt Resolution No. 2025-29, amending Resolution No. 2025-19, the Fiscal Year 2025/2026 Adopted Budget to increase appropriation authority, as presented. Director Fleming seconded the motion. A roll call vote was taken. The motion carried 10-0, with Director Paulson absent.

8. Adopt Resolution No. 2025-30, authorizing the General Manager to Award two (2) On Call Real Estate Advisory and Property Rights Acquisition Support Service Agreements –

Presented by Ken Hendricks, Procurement and Contracts Manager in lieu of Real Estate Manager Randy Friedland [32:24 Minutes Mark on the Video Recording]

Board/Public Comments [18:41 Minutes Mark on the Video Recording]
None

MOTION: Director Cader-Thompson moved to adopt Resolution No. 2025-30, authorizing the General Manager to Award two (2) On Call Real Estate Advisory and Property Rights Acquisition Support Service Agreements, as presented. Director Rabbitt seconded. A roll call vote was taken. The motion carried 10-0, with Director Paulson absent.

9. Authorize the General Manager to execute Amendment No. 3 to Agreement No. OP-SV-22-011 with Code 3 Entertainment Services LLC dba Code 3 Transportation for Microtransit Operations and Maintenance Services to extend the term of the Agreement for one year utilizing an available option in the Agreement and increase the Not-to-Exceed amount by $1,205,703.96 for a new Not-to-Exceed amount of $2,339,209.96 – *Presented by Planning Manager Emily Betts* [38:26 Minutes Mark on the Video Recording]

Board Comments [43:25 Minutes Mark on the Video Recording]
Director Lucan and Chair Coursey provided comments and asked questions. Planning Manager Betts responded.

MOTION: Director Cader-Thompson moved to authorize the General Manager to execute Amendment No. 3 to Agreement No. OP-SV-22-011 with Code 3 Entertainment Services LLC dba Code 3 Transportation for Microtransit Operations and Maintenance Services to extend the term of the Agreement for one year utilizing an available option in the Agreement and increase the Not-to-Exceed amount by $1,205,703.96 for a new Not-to-Exceed amount of $2,339,209.96, as presented. Director Kelley seconded the motion. A roll call vote was taken. The motion carried 10-0, with Director Paulson absent.

10. Chief Financial Officer's Personal Services Contract – *Presented by General Manager Eddy Cumins* [45:53 Minutes Mark on the Video Recording]

Board Comment [47:21 Minutes Mark on the Video Recording]
Chair Coursey provided comments and asked a question. Director Pahre commented. General Manager Cumins responded.

MOTION: Director Garbarino moved approval to execute a new Personal Service Agreement for the Chief Financial Officer, as presented. Director Rabbitt seconded the motion. A roll call vote was taken. The motion carried 10-0, with Director Paulson absent.

11. SMART Pathway Update – *Presented by Senior Planner Zoe Unruh*

Board Comment [59:40 Minutes Mark on the Video Recording]
Directors Kelley, Lucan and Chair Coursey provided comment.

Public Comment [01:05:50 Minutes Mark on the Video Recording]
The following individuals provided comments:
Matthew Hartzell
Rick Coates
Warren Wells

General Manager Cumins responded to questions.

Before proceeding to Closed Session, Chair Coursey asked everyone to stand and observe a moment of silence in honor of Director Mark Milberg.

Closed Session

12. Conference with legal counsel regarding existing litigation pursuant to California Government Code Section 54956.9(a); Number of cases: (2)
    1. Application of City of Santa Rosa for a Crossing at Jennings Avenue; CPUC No. A.15-05-014
    2. James Duncan v. SMART; CPUC No. C.21-06-011

Report Out:
District General Counsel Sutherland reported out of Closed Session at 4:17 PM. *No reportable action was taken.*

13. Next Board of Directors Meeting, **November 19, 2025 – 1:30 PM** – 5401 Old Redwood Highway, 1st Floor, Petaluma, CA 94954

14. Adjournment – Meeting adjourned at 4:17 PM

Respectfully submitted,

/s/
Samantha Frias
Interim Clerk of the Board

Approved on: ____________________