



BOARD OF DIRECTORS MEETING

200 WEST LOUDON AVE, CONFERENCE ROOM 110
LEXINGTON, KY 40508

August 15, 2018

5:00 p.m.

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August 15, 2018

5:00 p.m.

AGENDA

| | | |
|-------|---|-------------|
| I. | Call to order | 5:00 |
| II. | Approval of Board Meeting Minutes | 5:00 – 5:05 |
| | i. July 18, 2018 Board Meeting | |
| III. | Public Comment on Agenda Items / Public Hearing | 5:05 – 5:10 |
| IV. | Chair's Report | 5:10 – 5:15 |
| V. | Action Items | 5:15 – 5:50 |
| | i. Resolution No. 2018-17 - Electric Motors | |
| | ii. Resolution No. 2018-18 - Deferred Compensation: Actuarial Services | |
| | iii. Resolution No. 2018-19 - Deferred Compensation: Administrator Services | |
| | iv. Resolution No. 2018-20 - Deferred Compensation: Banking Services | |
| VI. | Change Order | |
| VII. | Old Business | 5:50 – 6:00 |
| | i. Sustainability Plan and Policy | |
| VIII. | New Business | 6:00 – 6:05 |
| IX. | General Manager's Report | 6:05 – 6:15 |
| | i. Financial Statement | |
| | ii. General Managers Report | |
| | iii. Key Performance Indicators | |
| X. | Proposed Agenda Items | 6:15 – 6:20 |
| XI. | Closed Session | 6:20 – 6:40 |
| XII. | Adjournment | 6:40 |

BOARD OF DIRECTORS MEETING**MINUTES**

July 18, 2018 |

MEMBERS PRESENT

Malcolm Ratchford, Chair
Christian Motley
Adrienne Thakur
Marci Krueger-Sidebottom
Elias Haddad

MEMBERS ABSENT

George Ward, Vice Chair
Dr. Augusta Julian
Rick Christman

STAFF PRESENT

Carrie Butler, General Manager
Jill Barnett, Assistant General Manager
Fred Combs, Planning and Technology Manager
John Givens, Director of Risk Management
Keith Srutowski, Director of Procurement
Jim Barrett, Director of Maintenance
Mary Kate Gray, Community Relations Manager
Nikki Falconbury, Director of Finance
Ronda Brooks, Administrative Assistant
Steve Richardson, Mechanic
Chris Meetin, Maintenance Manager
Jason Dyal, Training Manager
Melvin Turner, Coach Operator
Rashon Campbell, Coach Operator
Rosemary Hampton, Coach Operator
Lee Davis, Coach Operator
Victor Natour, Coach Operator
Kim Abdullah, Coach Operator
Gary Lamb, Mechanic

STAFF ABSENT

Carla McHale, Director of Human Resource
Tracy Sewell, Director of Operations

Jacob Walbourn, McBrayer Law Firm, Board Attorney

OTHERS PRESENT

Joseph David, Transportation Planner, LFUCG MPO
Matthew Gidcomb, KFTC - Kentuckians for the Commonwealth
Arlen Sandlin, Area Manager/VP at WSP
Lizzette Parks
Donald Wakefield
Gera Meyman

I. CALL TO ORDER

Mr. Ratchford called the July 18, 2018 meeting of Lextran's Board of Directors to order at 5:00 p.m.

II. APPROVAL OF MINUTES

Mr. Ratchford called for a motion to approve the minutes from the June 20, 2018 board meeting, with an amendment to reflect McBrayer's acceptable names: McBrayer, McBrayer Law Firm, or McBrayer, McGinnis, Leslie & Kirkland PLLC. Ms. Sidebottom made a motion to approve the minutes and it was seconded by Ms. Thakur. The motion carried unanimously.

Mr. Ratchford called for a motion to approve the minutes for the July 5, 2018 special meeting of the Board of Directors. Ms. Thakur made a motion to approve the minutes and it was seconded by Mr. Haddad. The motion carried unanimously.

III. PUBLIC COMMENT

Mr. Richardson addressed the board stating that he would like the board to recognize that Tracy Sewell was one of the only departmental directors that worked with the Union in resolving grievances. Mr. Richardson alleged that Mr. Sewell's power to negotiate with the Union was taken from him and that when asked to change a grievance, his reply was "it's out of his hand, it's upstairs".

Mr. Richardson requested a motion on the floor to terminate the employment of Jim Barrett, Lextran's Director of Maintenance. Mr. Richardson claimed Mr. Barrett was hired for the sole purpose of disrupting the mechanics and maintenance department. Mr. Richardson alleged Mr. Barrett had taken everything away from the mechanics and caused turmoil between the service workers and the mechanics. Mr. Richardson stated a mechanic received a different level of discipline than two service workers who committed the same offense. Mr. Richardson's other comments about Mr. Barrett were as follows:

- Mr. Barrett never properly introduced himself to the maintenance department after he was hired.
- The maintenance department is supposed to have 17 mechanics, and there are eight. No one wants to work with this management.
- Mr. Barrett changed the schedule from 4 10-hour shifts and is now forcing mechanics to work 12 to 14 hours.

IV. CHAIR'S REPORT

Mr. Ratchford stated that he has a one page follow-up report in regards to Steve Richardson concerns brought to the June Board meeting. A copy of that handout can be requested by contacting Ronda Brooks, Lextran's Administrative Assistant.

V. ACTION ITEMS

Resolution 2018-15 Employee Assistance Program – Ms. Butler reviewed the resolution requesting to execute a contract with UPMC Benefit Management Services, Inc. d/b/a WorkPartners to provide an employee assistance program. Mr. Ratchford called for a motion. Dr. Julian made a motion and Mr. Haddad seconded. The motion carried unanimously.

Resolution 2018-016 Provision of Fuel – Ms. Butler reviewed the resolution requesting authority to execute a contract with James River Solutions to provide fuel. Mr. Ratchford called for a motion. Ms. Thakur made a motion and Mr. Motley seconded. The motion carried unanimously.

VI. CHANGE ORDER

No change report.

VII. OLD BUSINESS

- i. Board committees and position – Mr. Ratchford introduced a slate of officers with himself serving as Board Chairman, and Mr. Ward serving as Vice Chairman. Mr. Haddad made a motion to accept the nominations and the motion was seconded by Mr. Motley. The motion carried unanimously.

Board committees will be brought back to the board at the August board meeting.

VIII. NEW BUSINESS

Ms. Butler reported that Lextran has demonstrated a commitment to sustainability through the LEED certification of the facility, electric buses, and numerous internal practices. The Maintenance department has a number of recycling programs to ensure that byproducts are properly disposed of or reused. Ms. Butler stated that Lextran was approached by Bluegrass GreenSource to participate in their Green Check program, which is a no-cost program to recognize businesses for green initiatives and to help them expand sustainability efforts. It began with a recycling audit that showed additional recommendations for Lextran to complete. One of those recommendations was to have a sustainability policy and plan in place. Ms. Butler suggested establishing a policy, which would clarify actions and activities that are already in place while adding coordination and internal communication. The sustainability policy and program would be brought to the Board for approval.

IX. GENERAL MANAGER'S REPORT

Ms. Falconbury presented the financial statements, found on pages 12 -13 of the July 18, 2018 board packet.

Ms. Falconbury stated that the balance sheet is an unaudited report. Between July and October, Lextran will spend around nine million dollars. During that time, property tax receipts will be low, but Lextran's cash flow should be sufficient. Cash flow might drop lower than is traditionally expected.

On the statement of revenues and expenses, Lextran ended the year \$180,000 under budget. The most recent diesel price was lower than it had been, which was \$2.20. Mr. Ratchford inquired about the passenger revenue. Ms. Falconbury stated that it was likely due to the impacts of the pre-paid fare agreement with University of Kentucky and Ms. Butler commented that cash and pass sales could have been estimated incorrectly, and the number would also be impacted by any decline in ridership. Mr. Ratchford asked to report back regarding this line item.

Ms. Butler reviewed the General Manager's report and Key Performance Indicators, found on pages 14-15 of the July 18, 2018 board packet. Mr. Ratchford asked that the number of candidates interviewed be included on the recruitment activities.

Mr. Ratchford asked for an update on customer service training. Ms. Butler replied that staff is developing a Request for Proposals (RFP) that will include developing curriculum for customer service and will hope to include some type of local ambassador type training that is specific to Lexington. The customer service training project will also include a professional development program. Mr. Ratchford asked about the timeline and Ms. Butler replied that the RFP would be new to Lextran, and it would be a couple of months before the RFP was ready for release. If the cost is over \$20,000 it will have to go out for a formal procurement.

X. PROPOSED AGENDA ITEMS

- Resolutions: Electric Motors; Deferred Compensation Services
- Update on board committees and positions
- Report on passenger revenue

XI. CLOSED SESSION

No closed session

XII. ADJOURNMENT

The meeting adjourned by consensus at 5:32 p.m.

August 15, 2018

TO: The Board of Directors

FROM: Carrie Butler, General Manager

SUBJECT: Resolution to Award a Contract for Electric Motors

Attached is a resolution requesting authority to enter into a contract for the provision of electric motors.

RFP 1807 was issued May 21, 2018 with proposals received on June 28, 2018. A staff evaluation committee reviewed and approved the proposals for compliance and responsiveness. Responsive proposals were received from four (4) qualified proposers:

- Clarke Power Services
- Kirk's Automotive, Inc.
- Muncie Transit Supply/ABC Companies
- The Shop

The evaluation committee ranked the proposals received. The proposal from Kirk's Automotive, Inc. received the highest ranking and is recommended to be awarded the contract according to the terms of their proposal in response to RFP 1807.

The term of the contract awarded will be for one (1) year. Pricing will be per the price list submitted by Kirk's Automotive, Inc. which is attached hereto and incorporated herein by reference. Please note the RFP contained four additional parts which will not be awarded as none of the proposers offered those parts at a price deemed to be fair and reasonable. Those parts will be procured as needed utilizing quotes as per the Authority's procurement policy.

If you have any questions or wish to review RFP 1807 or the proposal from Kirk's Automotive, Inc., please call me at 255-7756.

RESOLUTION**TRANSIT AUTHORITY OF THE LEXINGTON-FAYETTE
URBAN COUNTY GOVERNMENT****MOTION:** _____ **SECOND:** _____**DATE:** August 15, 2018 **RESOLUTION NO.:** 2018-17

WHEREAS, the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) issued RFP 1807 for the provision of electric motors; and

WHEREAS, RFP 1807 resulted in proposals from four qualified proposers; and

WHEREAS, the proposal from Kirk's Automotive, Inc. was the highest ranked proposal;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) hereby authorizes and directs the General Manager to execute a contract with Kirk's Automotive, Inc. to provide electric motors per the terms as set forth in RFP 1807 and the proposal submitted by Kirk's Automotive, Inc. which are incorporated herein by reference. Pricing will be per the price list submitted by Kirk's Automotive, Inc. which is attached hereto and incorporated herein by reference. The term of the contract awarded will be for one (1) year.

Chairperson, Malcolm Ratchford_____
Date


**RFP #1807, Section 2.1 Cost
(Payment Terms Net 30 Days)**

| Lextran Part # | OEM Number | Kirk's Part Number | Description | Unit Price | Core Price | Availability | Turnaround Time | Warranty |
|----------------|------------|--------------------|---------------------------------|------------|----------------|--------------------|-----------------|--|
| 0342MTR | 10479228 | KRK10479228 | Remanufactured Starter | \$245.00 | \$50.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 0342MTR | 10479228 | KHPKST4205 | New Starter | \$275.00 | Not Applicable | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03G1019443R | 50DN | KRK10459123 | Remanufactured Alternator | \$645.00 | \$100.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03G1019443R | 50DN | KHPK300HIPRO | New Alternator | \$995.00 | Not Applicable | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03C703 | C703 | KRKC703 | Remanufactured Alternator | \$1,225.00 | \$500.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03C703 | C703 | C703 | New Alternator | \$2,250.00 | Not Applicable | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03C706 | C706 | KRKC706 | Remanufactured Alternator | \$1,275.00 | \$200.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03C706 | C706 | C706 | New Alternator | \$2,150.00 | Not Applicable | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03C803 | C803 | KRKC803D | Remanufactured Alternator | \$1,900.00 | \$800.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 03C803 | C803 | C803D | New Alternator | \$3,210.00 | Not Applicable | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 26104323R | 1040323 | 104-323 | Remanufactured Evaporator Motor | \$495.00 | \$250.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 26104476 | 1040476 | 104-476 | Remanufactured Condenser Motor | \$475.00 | \$100.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| 261040740 | 1040740 | 104-740 | Remanufactured Condenser Motor | \$510.00 | \$250.00 | In Stock at Kirk's | 2 days | One Year from the Date of Installation |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |

August 15, 2018

TO: The Board of Directors

FROM: Carrie Butler, General Manager

SUBJECT: Resolution to Award Contracts for Deferred Compensation Services

Attached is a resolution requesting authority to enter into contracts for the provision of deferred compensation services, including actuarial services, administrative services, and banking services.

RFP 1802 was issued February 19, 2018 with proposals received on April 12, 2018. The procurement contained three separate scopes of work related to deferred compensation and the Lextran pension plan: actuarial services, administrative services, and banking services. Respondents were able to propose on one scope or any combination of scopes. A staff evaluation committee reviewed and approved the proposals for compliance and responsiveness. Responsive proposals were received from five (5) qualified proposers:

- BB&T (actuarial, administrative, and banking)
- Benefit Administrators (administrative)
- Osborn, Carreiro & Associates, Inc. (actuarial)
- US Bank (banking)
- USI (actuarial and administrative)

The evaluation committee ranked the proposals received. The proposals from Benefit Administrators, Osborn, Carreiro & Associates, Inc., and US Bank received the highest ranking in each of their respective areas and are recommended to be awarded contracts according to the terms of their proposals in response to RFP 1802.

The term of the contracts awarded will be for five (5) years. Pricing for actuarial services shall not exceed \$5,000 per year. Pricing for administrative services shall not exceed \$250 per hour. Historically the administrative services have not been more than ten hours in a single year. Pricing for banking services will be per the attached Fee Schedule which is attached hereto and incorporated herein by reference. For the banking, there is a minimum fee of \$10,000 annually and historically Lextran has not exceeded that.

If you have any questions or wish to review RFP 1802 or the proposals from any of the recommended proposers, please call me at 255-7756.

RESOLUTION**TRANSIT AUTHORITY OF THE LEXINGTON-FAYETTE
URBAN COUNTY GOVERNMENT****MOTION:** _____ **SECOND:** _____**DATE:** August 15, 2018 **RESOLUTION NO.:** 2018-18

WHEREAS, the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) issued RFP 1802 for the provision of deferred compensation services; and

WHEREAS, RFP 1802 resulted in proposals from five qualified proposers; and

WHEREAS, the proposal from Osborn, Carreiro & Associates, Inc. was the highest ranked proposal for actuarial services;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) hereby authorizes and directs the General Manager to execute a contract with Osborn, Carreiro & Associates, Inc. to provide actuarial services per the terms as set forth in RFP 1802 and the proposal submitted by Osborn, Carreiro & Associates, Inc. which are incorporated herein by reference. Pricing for actuarial services will not exceed \$5,000 per year. The term of the contract awarded will be for five (5) years.

Chairperson, Malcolm Ratchford_____
Date

RESOLUTION**TRANSIT AUTHORITY OF THE LEXINGTON-FAYETTE
URBAN COUNTY GOVERNMENT****MOTION:** _____ **SECOND:** _____**DATE:** August 15, 2018 **RESOLUTION NO.:** 2018-19

WHEREAS, the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) issued RFP 1802 for the provision of deferred compensation services; and

WHEREAS, RFP 1802 resulted in proposals from five qualified proposers; and

WHEREAS, the proposal from Benefits Administrators was the highest ranked proposal for administrative services;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) hereby authorizes and directs the General Manager to execute a contract with Benefits Administrators to provide administrative services per the terms as set forth in RFP 1802 and the proposal submitted by Benefits Administrators which are incorporated herein by reference. Pricing for administrative services will not exceed \$250 per hour. The term of the contract awarded will be for five (5) years.

Chairperson, Malcolm Ratchford_____
Date

RESOLUTION**TRANSIT AUTHORITY OF THE LEXINGTON-FAYETTE
URBAN COUNTY GOVERNMENT****MOTION:** _____ **SECOND:** _____**DATE:** August 15, 2018 **RESOLUTION NO.:** 2018-20

WHEREAS, the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) issued RFP 1802 for the provision of deferred compensation services; and

WHEREAS, RFP 1802 resulted in proposals from five qualified proposers; and

WHEREAS, the proposal from US Bank was the highest ranked proposal for banking services;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Transit Authority of the Lexington-Fayette Urban County Government (Lextran) hereby authorizes and directs the General Manager to execute a contract with US Bank to provide banking services per the terms as set forth in RFP 1802 and the proposal submitted by US Bank which are incorporated herein by reference. Pricing for banking services will be per the Fee Schedule submitted by US Bank which is attached hereto and incorporated herein by reference. The term of the contract awarded will be for five (5) years.

Chairperson, Malcolm Ratchford_____
Date



FOR PLANS

U.S. Bank National Association ("USBNA"); U.S. Bancorp Asset Management, Inc. ("USBAM"); U.S. Bancorp Fund Services, LLC, U.S. Bancorp Fund Services, Ltd., and Quintillion Limited (collectively, "USBFS"); and Quasar Distributors, LLC ("Quasar") are affiliates of U.S. Bancorp (collectively with U.S. Bancorp, "U.S. Bank"). This Fee Schedule, together with the governing service contract(s), describes services that U.S. Bank expects to provide to the USBNA account named below (the "Account") and compensation that U.S. Bank expects to receive therefor:

| | |
|-------------------------------------|---|
| Account Profile (Part A): | Describes the Account and U.S. Bank's role with respect to the Account. |
| Fund-level Fees (Part B): | Identifies certain open-end investment companies registered under the Investment Company Act of 1940 (the " <u>40 Act</u> ") (" <u>Mutual Funds</u> "), 3(c)(1) or (7) funds (" <u>Private Funds</u> "), bank-maintained collective trust funds (" <u>CTFs</u> "), and nonbank-maintained group trusts (" <u>Group Trusts</u> ") (each of the foregoing, a " <u>Fund</u> ") as investments for Account assets and describes fees the Account pays on the investment of Account assets in the Fund (the " <u>Fund Fees</u> ") and the fees received by U.S. Bank with respect to such investment in the Fund (" <u>U.S. Bank Revenue Share</u> "). This Fee Schedule identifies only those Account investments that pay U.S. Bank Revenue Share. U.S. Bank has a financial interest in such Account investments, and the precise nature of such interest is described in this Fee Schedule. For a separate list of all Account investments, including those that pay no U.S. Bank Revenue Share, contact USBNA. |
| Account-level Fees (Part C): | Describes fees the Account pays directly to U.S. Bank (the " <u>Account Fees</u> "). |
| Other Compensation (Part D): | Describes compensation that U.S. Bank receives other than U.S. Bank Revenue Share or Account Fees (" <u>Other Compensation</u> "). |
| Changes (Part E): | Describes circumstances under which this Fee Schedule may be changed. |
| Approval (Part F): | Provides the customer's approval of the fees described herein. |

ACCOUNT PROFILE (PART A)

Account Name: Lextran Employees Contributory Pension Plan

1. The Account holds assets of (check A or B but not both):

- ☒ A. A 401(a) plan; a master trust for such plans; a 457(b) plan; a VEBA; a Section 115 trust; or a plan-assets fund.

If Account assets are subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA") (an "ERISA-Covered Account"), then the undersigned is the "responsible plan fiduciary" for the services described herein as defined in U.S. Department of Labor Regulations Section 2550.408b-2 (the "Customer"). This Fee Schedule is intended to enable the Customer to find information about the services to be provided, and the compensation to be received therefor, by USBNA (and its affiliates and sub-contractors) pursuant to those regulations. The Customer should review the information before entering into, extending, or renewing a service contract with respect to the plan, and the plan's "administrator" (within the meaning of ERISA Section 3(16)(A)) (the "Plan Administrator") should review the information before preparing any Form 5500.

Conversely, if Account assets are not subject to ERISA, then the undersigned is the plan's primary fiduciary (the "Customer").

To the extent (if any) provided in the plan, plan participants have discretion to invest Account assets (to such extent, a "Participant-Directed Plan"). But, the plan does not permit plan participants to establish individually directed accounts ("IDAs") (sometimes also known as "brokerage windows", "self-directed brokerage accounts", or "personal brokerage accounts").

- ☐ B. A non-qualified deferred compensation arrangement (an "NQDC Account"), such as a salary-reduction arrangement, bonus-deferral plan, supplemental executive retirement plan, or excess-benefit plan. The undersigned is the grantor (the "Customer") of the arrangement's rabbi trust.

2. USBNA has discretion to invest Account assets to the extent (if any) provided in the Account's governing service contract(s) (to such extent, a "Managed Account"; otherwise, a "Directed Account").

FOR AN ERISA-COVERED ACCOUNT, see the Account's governing service contract(s). FOR AN ERISA-COVERED ACCOUNT THAT IS A MANAGED ACCOUNT, USBNA hereby acknowledges that, when exercising investment powers in its discretion, USBNA is providing services directly to the plan as a "fiduciary" within the meaning of ERISA Section 3(21)(A)(i).

(FOR A MANAGED ACCOUNT THAT IS SUB-ADVISED) *[DRAFTING NOTE: ENTER THE FULL LEGAL NAME OF ANY RIA FIRM CHOSEN BY USBNA TO INVEST ACCOUNT ASSETS.]* (the "Sub-Adviser") invests Account assets in its discretion (a "Sub-Advised Account") by way of a sub-contract between USBNA and the Sub-Adviser. FOR AN ERISA-COVERED ACCOUNT, the Sub-Adviser has acknowledged that the Sub-Adviser is providing services directly to the plan as a "fiduciary" within the meaning of ERISA Section 3(21)(A)(i) and as an investment adviser registered under the Investment Advisers Act of 1940.

3. If USBNA holds Account assets as trustee under a trust agreement with the Customer, then **the Customer is the plan sponsor**. FOR AN ERISA-COVERED ACCOUNT THAT IS A DIRECTED ACCOUNT, USBNA hereby acknowledges that, when acting under such trust agreement as directed by a "named fiduciary" with respect to the plan within the meaning of ERISA Section 402(a), USBNA is providing services directly to the plan as a "fiduciary" within the meaning of ERISA Section 3(21), subject to significant limits under ERISA Section 403(a)(1).

Conversely, if USBNA holds account Assets as custodian under a custodial agreement with the Customer, then **the Customer is the plan's trustee**.

FUND-LEVEL FEES (PART B)

FOR A MANAGED ACCOUNT, U.S. Bank may invest Account assets in the Funds, subject to the Account's investment guidelines. FOR A DIRECTED ACCOUNT, U.S. Bank invests Account assets in the Funds and in other investments only as directed.

Fund Fees. Fund Fees, and U.S. Bank Revenue Share, are shown on the Fund tables; are based on investment in a Fund; and may vary by Fund and by class of shares or units issued by the Fund. Fund Fees are charged against the Fund's assets and reduce the Funds' average daily balance and investment yields. U.S. Bank Revenue Share is paid indirectly from the Fund Fees and is not in addition to the Fund Fees.

Additional Investment-Related Information. See a Mutual Fund's prospectus; a Private Fund's, CTF's, or Group Trust's governing documents (such as a limited liability company agreement, limited partnership agreement, trust agreement, or declaration of trust), offering documents (such as an offering circular, offering memorandum, private placement memorandum, prospectus, or summary description), and subscription documents (such as an adoption agreement or subscription agreement); and any Fund's fund-fact sheet (collectively, as applicable, the "Fund-Issuer's Disclosure") for Fund details not reflected in the Fund tables.

Total Annual Operating Expenses (“TAOE”). From time to time, a Fund’s service provider may voluntarily waive a portion of the fees it is entitled to receive for serving the Fund or refund such a portion to a Fund investor. The term TAOE, as used herein, means the TAOE before waivers and refunds. If a waiver is in effect, the Customer’s approval of Fund Fees and U.S. Bank Revenue Share includes approval up to the TAOE; if the service provider terminates the waiver as provided in the Fund-Issuer’s Disclosure, the approval persists.

Estimating U.S. Bank Revenue Share. To estimate the amount of U.S. Bank Revenue Share, multiply the Account’s average balance in a Fund over the relevant year by the fee rate set forth in the appropriate sub-column of the Rate-of-Fees-Received-By column below. (For help with estimating average balances, contact USBNA.) Except for the rates of USBNA’s fees from National Financial Services LLC (EIN: 04-3523567) (“NFS”) and USBAM’s fees, those fee rates are estimates. U.S. Bank calculates those estimated fee rates as follows: (i) Start with the total amount of fees received by the applicable U.S. Bancorp affiliate with respect to the Fund during the most recently ended calendar year; and (ii) Divide by the total value of all Fund shares serviced by the affiliate as of that calendar-year end. The sum of the fee rates in the sub-columns will not necessarily equal the TAOE, because the TAOE might be based on a different time period than such fee rates and because service providers unaffiliated with U.S. Bank might receive fees from the Fund. Actual fees may vary from such estimates and year to year.

U.S. Bank’s Refund of Certain Fund Fees (FOR A MANAGED ACCOUNT THAT IS AN ERISA-COVERED ACCOUNT): U.S. Bank refunds to the Account U.S. Bank Revenue Share received with respect to any Fund in the Other Mutual Funds table.

First American Funds. USBAM is the investment advisor to the Mutual Funds in the First American Funds, Inc. family (the “First American Funds”). U.S. Bank may enter into agreements with First American Funds or with First American Funds’ service providers (including investment advisers, administrators, transfer agents, or distributors) whereby U.S. Bank provides services to the First American Funds, including, as applicable, services provided by USBAM (investment advisory, shareholder services), by USBNA (custody, securities-lending), by USBFS (accounting, administration, transfer agency), and by Quasar (distribution, principal underwriting), and receives fees for these services. FOR A DIRECTED ACCOUNT, the fees received by Quasar may include distribution and service fees paid under a plan of distribution adopted pursuant to Rule 12b-1 under the Investment Company Act of 1940 (“12b-1 Fees”).

| Fund Name | Ticker | Share Class | Rate Of Fees Received By (%) | | | | TAOE (%) | TAOE After Waiver (%) ² |
|----------------------------------|--------|-------------|------------------------------|--------------------|--------------------|---------------------|----------|------------------------------------|
| | | | USBAM ¹ | USBNA ¹ | USBFS ¹ | Quasar ¹ | | |
| First American Treasury Obligs Y | FOCXX | Y | 0.10 | 0.39 | 0.01 | - | 0.45 | 0.44 |

1— These fees are received from the Fund.

2— This amount is the TAOE less U.S. Bank’s voluntary waiver, if any, of a portion of the fees it is entitled to receive for serving the Fund.

Other Mutual Funds. U.S. Bank may enter into agreements with Mutual Funds other than First American Funds (“Other Mutual Funds”) or with Other Mutual Funds’ service providers (including investment advisers, administrators, transfer agents, or distributors) whereby U.S. Bank provides services to the Other Mutual Funds, including, as applicable, services provided by USBNA (custody, securities lending, shareholder services, National Securities Clearing Corporation (NSCC) networking), by USBFS (accounting, administration, sub-transfer agency), and by Quasar (distribution, principal underwriting) and receives fees for these services. The fees received by Quasar may include 12b-1 Fees.

| Fund Name | Ticker | Share Class | Rate Of Fees Received By (%) | | | | TAOE (%) |
|--|--------|-------------|--------------------------------------|----------------------------------|--------------------|---------------------|----------|
| | | | USBNA ³ (not from NFS) | USBNA ⁴ (from NFS) | USBFS ³ | Quasar ³ | |
| HARBOR INTERNATIONAL INSTITUTIONAL FD | HAINX | Inst | 0.06 | 0.00 | 0.00 | 0.00 | 0.72 |
| OAKMARK INTERNATIONAL CL I | OAKIX | No Load | 0.28 | 0.00 | 0.00 | 0.00 | 1 |
| iShares MSCI EAFE ETF | EFA | | 0.00 | 0.00 | 0.00 | 0.00 | 0.32 |
| iShares MSCI Emerging Markets ETF | EEM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.69 |
| iShares Russell 1000 Growth ETF | IWF | | 0.00 | 0.00 | 0.00 | 0.00 | 0.2 |
| iShares Russell 1000 Value ETF | IWD | | 0.00 | 0.00 | 0.00 | 0.00 | 0.2 |
| iShares Russell 2000 ETF | IWM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.2 |
| WisdomTree Japan SmallCap Dividend ETF | DFJ | | 0.00 | 0.00 | 0.00 | 0.00 | 0.58 |

3— These fees may be received from the Fund or its investment advisor, administrator, transfer agent, distributor, or other agent. USBNA does not receive shareholder-services fees it would otherwise receive from Nuveen Securities, LLC if the Account is an ERISA-Covered Account.

4— These fees are received from NFS for providing shareholder services and administration on behalf of NFS and Fidelity Brokerage Services LLC (collectively, “Fidelity”) to Mutual Funds that are available on Fidelity’s brokerage platform.

Private Funds; CTFs; Group Trusts. U.S. Bank may enter into agreements with Private Funds, CTFs, or Group Trusts or with their service providers, whereby U.S. Bank provides services to such Funds, including, as applicable, services provided by USBNA (custody) and by USBFS (accounting, administration, shareholder services, transfer agency) and receives fees for these services from the Fund or the Fund’s sponsor or agent. For the rate of any such fees charged to any Fund listed below, as well as that Fund’s TAOE, see the Fund-Issuer’s Disclosure.

N/A – No Private Funds, CTFs, or Group Trusts are investments of the Plan.

ACCOUNT-LEVEL FEES (PART C)

The Account Fees, which are in addition to Fund Fees and are paid directly to USBNA, are as follows. For a complete description of services that U.S. Bank expects to provide to the Account, see the Account's governing service contract(s).

| | |
|----------------------------------|--|
| Administration fee: | \$3,200 annual base fee |
| Administration fee: | \$3,200 annual base fee |
| Directed-investments fee: | \$6.00 annual asset holding fee per security \$6.00 for each DTC/Federal Reserve security transaction |
| Minimum annual fee: | The account is subject to a minimum annual fee of \$10,000 |
| Record-keeping fee: | Benefit payment distributions & 1099R reporting: \$30.00 per lump sum payment and \$2.50 per periodic payment. |

Manner of Receipt. Account Fees will be calculated (*check one and only one*):

- ☐ Monthly.
- ☒ Quarterly.
- ☐ Semi-annually.
- ☐ Annually.

Any asset-based Account Fees will be based on (*check one and only one*): ☒ the applicable Account balance (or portion thereof) as of the end of the billing period / ☐ the average applicable Account balance (or portion thereof) over the billing period. (The asset values used in such calculation may vary from the asset values reported on an asset statement because of timing issues, such as the posting of accruals or the late-pricing of securities.) Account Fees will then be (*check one and only one*):

- ☐ Billed and invoiced to the Customer with instructions on how to remit payment. The Customer hereby acknowledges that U.S. Bank may charge such fees directly to the Account if the Customer has not paid the invoice within sixty (60) calendar days of receiving it.
- ☐ Charged directly to the Account, with a subsequent advice to the Customer about the charges.

OTHER COMPENSATION (PART D)

Float Income. USBNA may hold (i) cash awaiting either investment or distribution to proper recipients or (ii) funds held for other purposes (for example, pending investment following a trade fail, because funds were received too late to be posted the same day, or pursuant to an investment direction) in an interest-bearing or noninterest-bearing deposit account at USBNA and, thereby, earn and retain income on the float as part of its fees for servicing the Account. The payors of the float income are other financial institutions that borrow USBNA's deposits on a short-term basis.

For cash awaiting investment, the float period is generally no longer than one business day following the receipt by USBNA of such cash. However, if the Customer fails to provide adequate information concerning the allocation of contributions (or, if applicable, if there is no participant investment direction), the float period may last until such date as USBNA receives clear, comprehensive directions (in accordance with applicable trading deadlines) as to how such cash should be allocated and invested. For distributions made from the Account, the float period commences on the date the check, wire transfer, or electronic transfer is issued to a proper recipient and ends on the date the check is presented to USBNA for payment and settles or wire or electronic transfer is accepted by the receiving institution. The time period involved varies for each payment issued, though the average time such payments remain outstanding is one (1) to fifteen (15) calendar days from the date of issuance. For funds held for other purposes, the float period commences on the date good funds are deposited in the applicable deposit account and ends on the date the funds are withdrawn or

transferred therefrom, such as ending upon actual trade settlement (for funds held pending investment following a trade fail) or on the next business day (for funds received too late to be posted the same day).

The float rate on (i) cash awaiting investment; (ii) un-cashed checks, pending wire transfers, and pending electronic transfers and (iii) funds held for other purposes is generally no more than the Target Federal Funds Rate (the “Target Rate”) of interest applicable during the period involved. The Target Rate is the short-term rate objective announced by the Federal Reserve. The actual rate of interest paid between banks is the Effective Federal Funds Rate (the “Effective Rate”). The Effective Rate changes daily but is generally close to the Target Rate. Changes to the Target Rate are made by the Federal Reserve’s Open Market Committee. The announced Target Rate can be obtained upon request from your account representative or can be found in the Wall Street Journal.

Expenses. Reasonable expenses, fees, costs, and other charges incurred by USBNA in providing services under the Account’s governing service contract(s) (including, but not limited to, compensation, expenses, fees, costs, and other charges payable to service providers hired by USBNA under such contract(s)) are expenses of the Account, and the same will not be offset from USBNA’s compensation unless required by applicable law.

Foreign Securities or Deposits (FOR A DIRECTED ACCOUNT). USBNA may hold cash in the form of U.S. dollars or foreign currency in a deposit account at a bank other than USBNA pending settlement of an FX transaction or foreign-securities purchase or for any other purpose related to the Account. If the other bank pays interest on such deposits (“Positive Interest”), then USBNA will retain the Positive Interest as part of USBNA’s fees for servicing the Account. If the other bank charges interest on such deposits (“Negative Interest”), then USBNA will charge the Negative Interest directly to the Account.

Investment Brokerage (FOR A DIRECTED ACCOUNT). To the extent that the Customer has authorized the purchase of investment products for the Account through or from, and the sale of investment products from the Account through or to, USBNA, a separately identifiable department or division of USBNA known as the U.S. Bank Municipal Securities Group (“MSG”), or U.S. Bancorp’s affiliate U.S. Bancorp Investments, Inc. (“USBI”) (each such authorization, a “Brokerage Agreement”), then USBNA will implement investment directions received regarding such products by directing the attendant trading activity to such entities, unless the investment direction in a particular instance expressly requires use of an independent broker. For a complete description of the investment-brokerage services that U.S. Bank, MSG, or USBI expects to provide to the Account, and compensation that U.S. Bank expects to receive therefor, see the governing Brokerage Agreement(s).

Soft Dollars (FOR A MANAGED ACCOUNT THAT IS AN ERISA-COVERED ACCOUNT). Certain broker-dealers that execute trades for Managed Accounts provide USBNA with a variety of services, including access to the broker-dealer’s executives and research reports, analysis, and forecasts prepared by the broker-dealer (collectively, “Proprietary Soft Dollars”), based on the total trading activity (and attendant brokerage commissions) that USBNA directs to the broker-dealer. The broker-dealers that paid Proprietary Soft Dollars with respect to Managed Accounts during the most recently ended calendar year are listed below; to determine which of those broker-dealers, if any, executed trades for the Managed Account, see the Managed Account’s certified annual trust statement, including the section thereof entitled “Broker Commissions”. Proprietary Soft Dollars do not have an identifiable dollar value, so the amount of Proprietary Soft Dollars cannot be estimated.

| Broker-Dealers That Paid Proprietary Soft Dollars |
|---|
| Barclays Capital Inc. |
| ConvergEx Execution Solutions LLC |
| SEI Investments Distribution Co. |

Certain broker-dealers that execute trades for an investment manager credit a portion of the attendant brokerage commissions towards the manager’s purchase of a variety of services provided by third parties, including access to a research-firm’s executives and research reports, analysis, and forecasts prepared by the research-firm (collectively, “Non-proprietary Soft Dollars”). U.S. Bank received no Non-proprietary Soft Dollars with respect to the Managed Account during the most recently ended calendar year.

CHANGES (PART E)

This Fee Schedule may be amended in whole or in part at any time as follows:

- Upon USBNA’s request, the Customer executes an amended and restated Fee Schedule and delivers it to USBNA; or

- USBNA proposes a change to the Customer in writing, by delivering an amended and restated Fee Schedule or another written notice, and the Customer does not deliver a written objection to USBNA within thirty (30) calendar days thereafter. USBNA will treat the Customer's silence as approval and implement the proposed change on that deadline as a direction of the Customer; or
- **FOR AN ERISA-COVERED ACCOUNT:** The Funds identified herein change because of re-investment of Account assets, or the U.S. Bank Revenue Share rates identified herein change because of re-negotiation of agreements with the Funds or their service providers, and USBNA delivers an accordingly amended and restated Fee Schedule (or another written notice of the change) to the Customer within sixty (60) calendar days after re-investment or rate-change. Such notice will be effective on the date of re-investment or rate-change.

This Fee Schedule need not be amended to reflect the Account's complete divestment from a Fund.

FOR A MANAGED ACCOUNT THAT IS AN ERISA-COVERED ACCOUNT: Notwithstanding anything herein to the contrary, this Fee Schedule may not be amended to add a new First American Fund or to change the Fund Fees and U.S. Bank Revenue Share set forth herein for a First American Fund, without the express written consent of the Customer. But, no such consent is required for a change that arises only from the application of U.S. Bank's methodology (as described herein) for calculating estimated fee rates.

FOR AN ACCOUNT THAT IS NOT AN ERISA-COVERED ACCOUNT: The Funds identified herein may change because of re-investment of Account assets, or the U.S. Bank Revenue Share rates identified herein may change because of re-negotiation of agreements with the Funds or their service providers. USBNA will not deliver any written notice of such change to the Customer, except insofar as the Customer thereafter asks USBNA for an amended and restated Fee Schedule and such change is reflected therein. The Customer's approval of Fund Fees and U.S. Bank Revenue Share includes approval of the Fund Fees and U.S. Bank Revenue Share that would be described in any such amended and restated Fee Schedule. As such, the Customer should request an amended and restated Fee Schedule periodically and in connection with re-investment of Account assets.

Shares of registered investment companies, and units of private funds, bank-maintained collective trust funds, and nonbank-maintained group trusts, are not deposits or obligations of, or endorsed or guaranteed in any way by, any bank, including any bank affiliated with U.S. Bancorp. Nor does the Federal Deposit Insurance Corporation, the Federal Reserve Board, or any other governmental agency insure such products. An investment in such products involves investment risks, including the possible loss of principal, due to fluctuations in each product's net asset value. Deposits products are offered by U.S. Bank National Association, member FDIC.

Lextran's Sustainability Plan and Policy *- for consideration -*

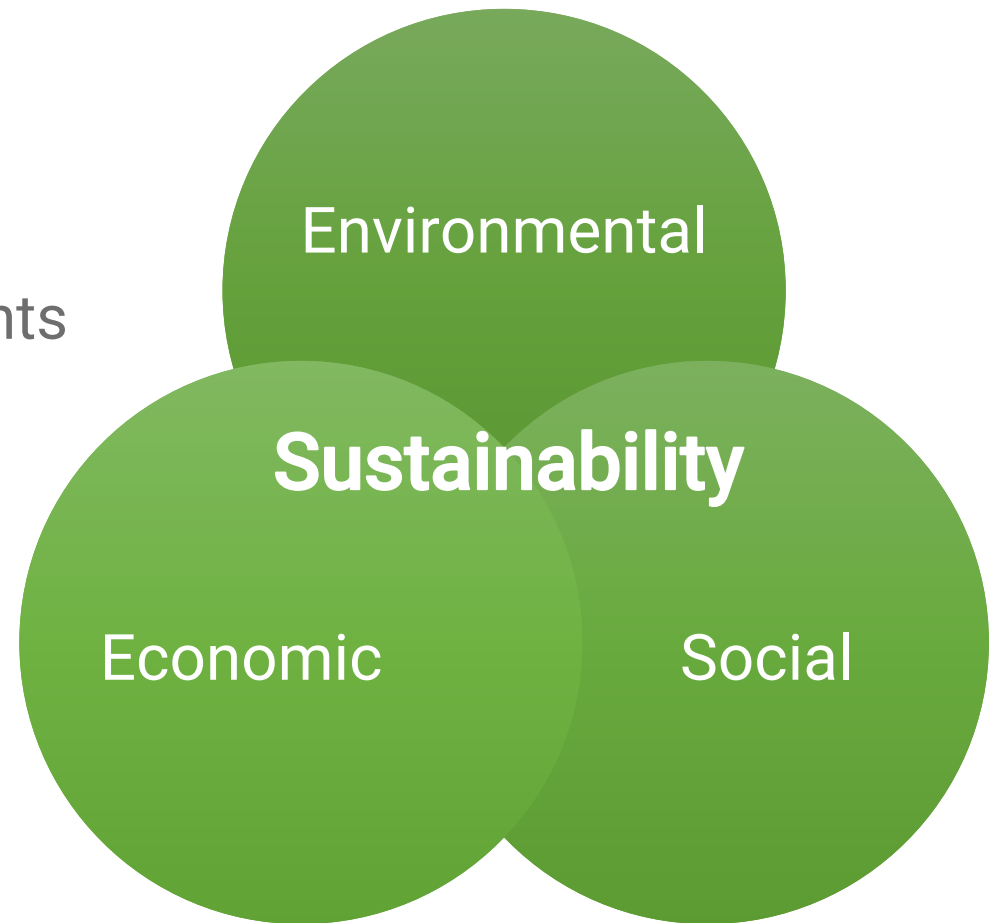
Lextran Board of Directors Meeting

August 15, 2018



To present:

- Achievements and accomplishments
- Where we are now
- Possible next steps



Considerations for sustainability

- Decreasing carbon emissions from the tailpipe = cleaner air
- Stability in energy prices = more balanced budgets
- “Greener” Brand = increased ridership
- Different engine type = lowered maintenance costs



Image: http://www.busandcoach.travel/en/green/fighting_congestion.htm

Recognitions

- LEED Gold Headquarters Project
- Statewide Going Green
- Green Fleets of the Bluegrass



Headquarters Project

- Water Efficiency / Stormwater
 - Bioswales
 - permeable pavers
 - reduced water use
- Energy & Atmosphere
 - Tobacco Free
 - Optimize energy performance
- Materials/ Resources / Recycling
 - Construction waste management
 - Recycled content and materials
- Indoor Environmental Quality
 - Low emitting materials
 - Thermal comfort



Lextran's Fleet

| Type of Bus | In Fleet | On order |
|-----------------|----------|----------|
| Diesel Bus | 45 | 0 |
| CNG Bus | 12 | 3 |
| Electric Bus | 6 | 1 |
| Hybrid Electric | 6 | 0 |
| Gasoline | 4 | 0 |

| ANNUAL TAILPIPE EMISSIONS | | | | |
|---|--------------------|---------|---------|---------|
| | PROTERRA CATALYST* | CNG | HYBRID | DIESEL |
| GHG Greenhouse Gases (lbs) | 0 | 219,083 | 163,286 | 229,286 |
| CO ₂ Carbon Dioxide (lbs) | 0 | 196,167 | 163,167 | 229,167 |
| CH ₄ (in CO ₂ e) Methane (lbs) | 0 | 22,917 | 119 | 119 |
| CO Carbon Monoxide (lbs) | 0 | 2,108 | 24 | 48 |
| NO _x Nitrogen Oxide (lbs) | 0 | 54 | 107 | 107 |
| PM Particulate Matter (lbs)* | 0 | 4 | 4 | 4 |

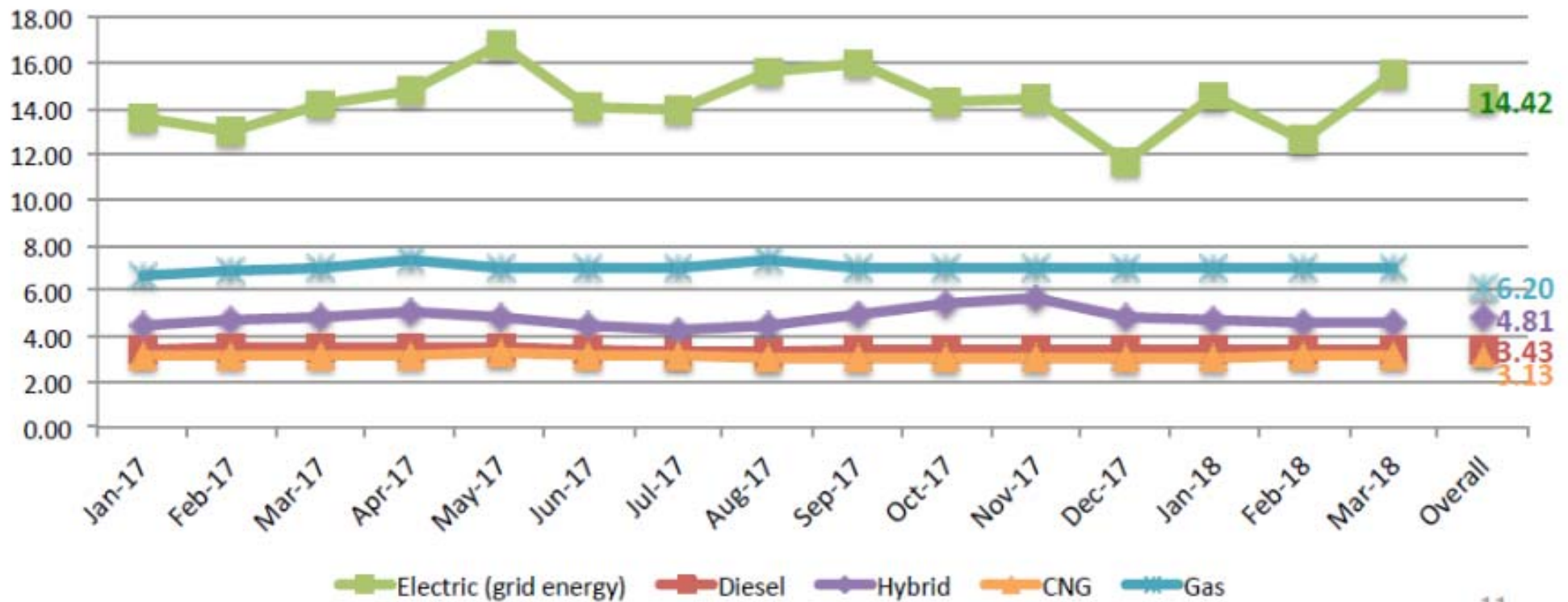
*PM includes PM2.5 and PM10
Source: GREET Model Fleet Footprint Calculator and EPA Motor Vehicle Emission Simulator



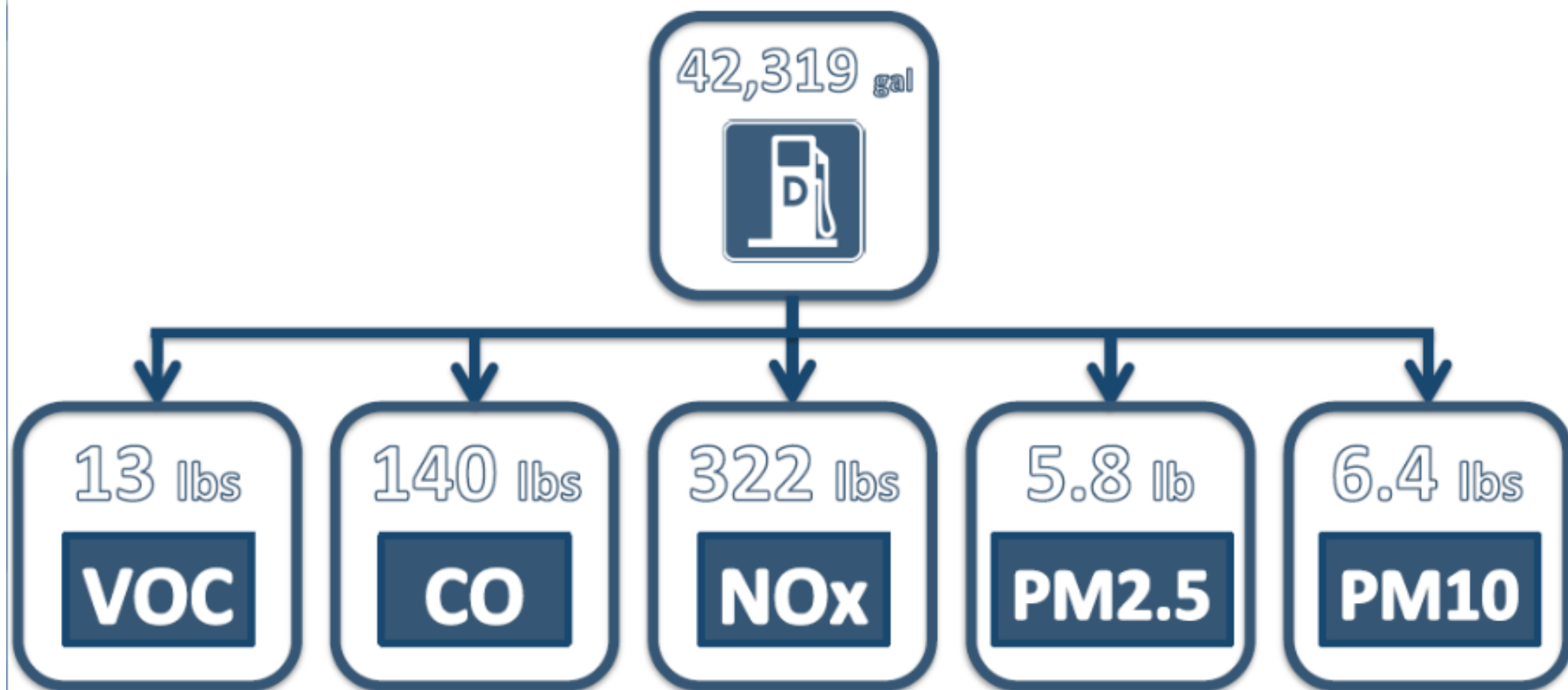
KPI: Efficiency



Monthly MPG Diesel Equivalent EV Fleet vs. Conventional Fleet

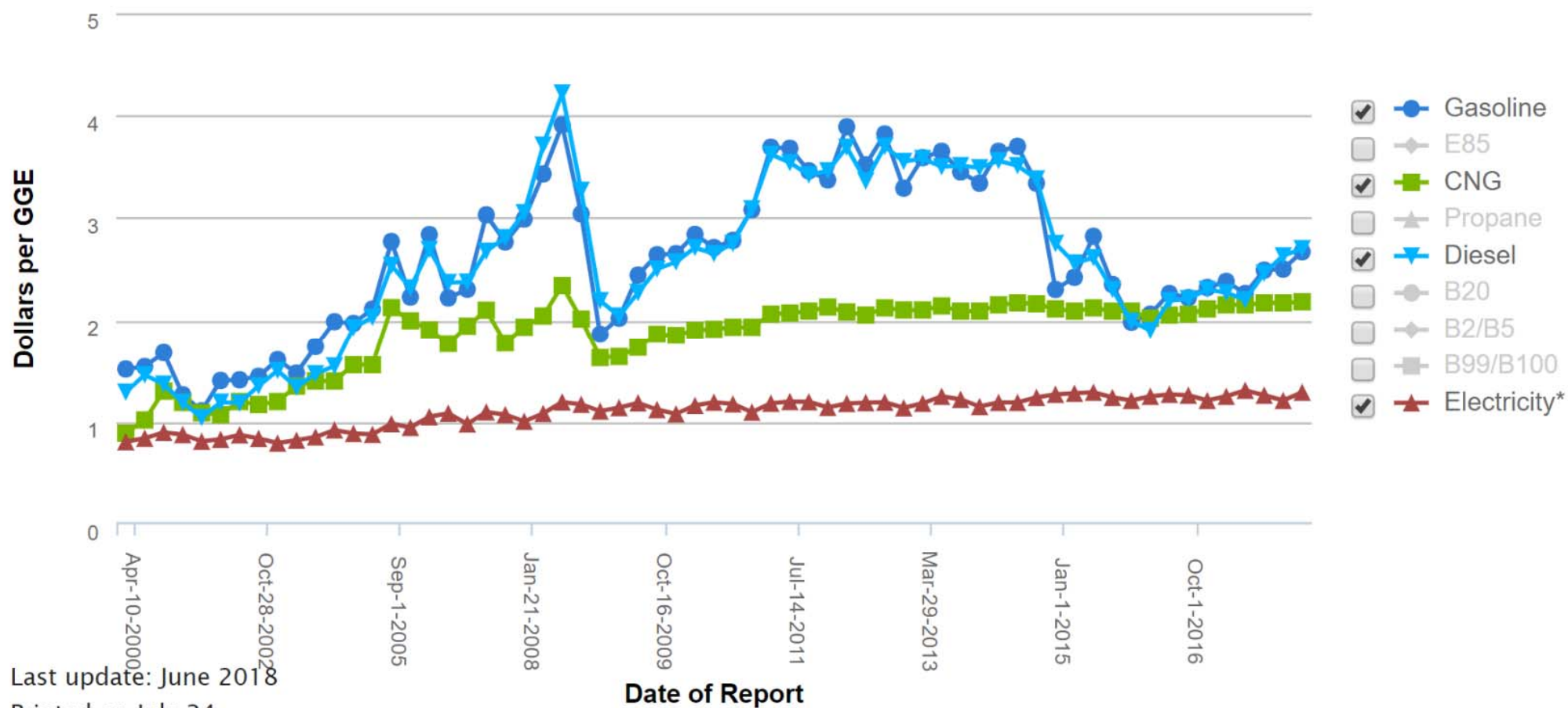


KPI: Fuel and Tailpipe Emissions Reductions



Average Retail Fuel Prices in the U.S.

[Print](#) [Download](#)



Source: US Department of Energy <https://www.afdc.energy.gov/fuels/prices.html>

Maintenance Activities

- Tire lease (recycle/reuse)
- LED lightbulbs
- Wastewater management
- Idling reduction



Green Check Program

- Sustainability Management
- Awareness, Education and Outreach
- Energy Efficiency
- Waste Reduction and Recycling
- Water Conservation
- Water Quality
- Urban Forestry and Landscaping
- Sustainable Purchasing
- Transportation Efficiency
- Innovation

| SUSTAINABILITY SCORECARD | | Required | Complete | Planned | Not Planned | N/A | Points | Points Available |
|--|---|----------|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|---------------|------------------|
| SP4 | Establish a policy to purchase/lease EPA SmartWay Certified fuel-efficient vehicles. | | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | 20 |
| SP5 | Establish a policy for purchasing environmentally-friendly cleaning products. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 10 | 10 |
| Transportation Efficiency | | | | | | | | |
| T1 | Establish an incentives or recognition program to encourage employees to use alternative transportation, such as carpooling, bicycling, or use of public transit. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 15 | 15 |
| T2 | Establish and implement a no-idling policy. | Yes | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | 10 |
| T3 | Hold an employee seminar highlighting alternative modes of transportation. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 10 | 10 |
| T4 | Conduct a commuter or employee transportation survey. | | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | 5 |
| T5 | Adopt a telecommuting option and make it available to employees. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 5 | 5 |
| T6 | Designate parking spaces for hybrid vehicles and/or install EV charging stations. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 20 | 20 |
| T7 | Install a bike rack with sufficient space for at least 10% of your employees. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 10 | 10 |
| T8 | Install weather-protected bike storage (indoor or outdoor). | | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | | 20 |
| T9 | Participate in a bike to work challenge. | | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | 10 |
| T10 | Place bicycle storage closer than any other designated parking spot. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 10 | 10 |
| Innovation | | | | | | | | |
| N1 | Become LEED certified. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 40 | 40 |
| N2 | Become Sustainable SITES certified. | | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | | 0 |
| N3 | Become Green Globes certified. | | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | | 40 |
| N4 | Become Energy Star certified. | | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | | 40 |
| N5 | Implement zero waste to landfill. | | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | | 30 |
| N6 | Install a permeable parking lot. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 40 | 40 |
| N7 | Install a green/living roof. | | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | 40 |
| N8 | Install a green wall. | | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | | 40 |
| N9 | Install a 300-gallon or above water catchment system. | | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | | 30 |
| N10 | Generate energy from renewable resources such as solar or wind power on-site. | | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | 50 |
| N11 | Participate in LFUCG Citizens' Environmental Academy | | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | 50 |
| N12 | Innovation of choice, up to 50 points. | | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 50 | 50 |
| *Innovation items N5-N12 display maximum value per category. Partial credit can be given depending on participation level. | | | | | | | TOTAL POINTS: | 645 1070 |
| | | | | | | | SCORE: | 60.28% |

Elements of a Sustainability Policy and Plan

- Vision
- Champion / Green Team
- Principles
- Objectives
- Scope
- Issues / Challenges
- Employee Outreach
- Awareness, Education and Outreach
- Activities / Actions
- Indicators / Results

American Public Transportation Association Sustainability Commitment Signatory

- Measure the following:
 - Water usage
 - Air pollutant emissions
 - Green house gas emissions
 - Energy Use (i.e. utilities, fuel)
 - Recycling Levels / Waste
 - Operating Expense
 - Unlinked passenger trips per capita in service area
 - Vehicle miles travelled in service area



Next steps

- Coordinate internal stakeholders
- Determine other cost impacts (if any)
- Complete draft policy and plan

Balance Sheet
as of July 31, 2018

| | Current Year-To-Date | Last Year-to-Date |
|---|----------------------------|----------------------------|
| Assets | | |
| Current assets | | |
| Operating Cash | \$9,954,453 | \$12,206,119 |
| Project Loan Account | \$1,145,044 | \$1,145,044 |
| Accounts receivable | \$4,861,647 | \$667,514 |
| Inventory | \$484,969 | \$464,781 |
| Net pension asset | \$1,063,260 | \$1,331,841 |
| Work in process | \$40,326 | \$14,839 |
| Prepaid | \$1,023,465 | \$1,147,214 |
| Total Current Assets | <u>\$18,573,165</u> | <u>\$16,977,352</u> |
| Long term note - Lextran Foundation Inc. | \$8,355,000 | \$8,355,000 |
| Net capital and related assets | \$28,760,758 | \$30,684,016 |
| Total Assets | <u><u>\$55,688,923</u></u> | <u><u>\$56,016,368</u></u> |
| Liabilities | | |
| Current liabilities | | |
| Accounts payable | \$2,983,347 | \$3,057,565 |
| Payroll liabilities | \$695,151 | \$711,490 |
| Short term note - Fifth Third Bank | \$913,719 | \$886,571 |
| Total Current Liabilities | <u>\$4,592,217</u> | <u>\$4,655,626</u> |
| Long term note - Fifth Third Bank | \$5,766,811 | \$6,681,934 |
| Net Position | \$45,329,895 | \$44,678,808 |
| Total Liabilities and Net Position | <u><u>\$55,688,923</u></u> | <u><u>\$56,016,368</u></u> |

STATEMENT OF REVENUES, EXPENSES AND CHANGE IN NET POSITION
July 2018
FY 2019

| | | | | FY 2018 |
|-------------------------------|----------------------|----------------------|--------------------|----------------------|
| Revenues | Actual | Budget | Variance | Actual |
| Property taxes | \$0 | \$0 | \$0 | \$0 |
| Passenger revenue | \$115,348 | \$113,091 | \$2,257 | \$103,690 |
| Federal funds | \$424,875 | \$390,493 | \$34,382 | \$388,472 |
| State funds | \$0 | \$0 | \$0 | \$0 |
| Advertising revenue | \$260,000 | \$260,000 | \$0 | \$260,000 |
| Other revenue | \$202,792 | \$203,437 | (\$645) | \$175,336 |
| Total Revenues | \$1,003,015 | \$967,021 | \$35,994 | \$927,498 |
| Expenses | | | | |
| Wages | \$683,277 | \$769,966 | (\$86,689) | \$663,379 |
| Fringe benefits | \$464,226 | \$445,515 | \$18,711 | \$409,698 |
| Professional services | \$113,053 | \$130,217 | (\$17,164) | \$70,629 |
| Materials and supplies | \$91,498 | \$80,517 | \$10,982 | \$77,826 |
| Fuel-Diesel | \$78,677 | \$88,158 | (\$9,482) | \$57,826 |
| Fuel-Other | \$24,699 | \$24,583 | \$116 | \$14,620 |
| Utilities - Facilities | \$16,412 | \$30,625 | (\$14,213) | \$28,302 |
| Utilities - Electric Bus | \$7,886 | \$7,175 | \$711 | \$7,407 |
| Insurance | \$57,741 | \$58,750 | (\$1,009) | \$56,619 |
| Fuel taxes | \$16,965 | \$17,201 | (\$236) | \$16,157 |
| Paratransit Expenses | \$461,616 | \$450,683 | \$10,932 | \$423,974 |
| Vanpool Expenses | \$2,400 | \$2,833 | (\$433) | \$3,000 |
| Dues and subscriptions | \$27,945 | \$30,000 | (\$2,055) | \$28,084 |
| Travel, training and meetings | \$5,598 | \$10,655 | (\$5,058) | \$7,012 |
| Media advertising | \$10,574 | \$20,083 | (\$9,509) | \$11,358 |
| Miscellaneous | \$4,016 | \$4,188 | (\$172) | \$1,256 |
| Interest Expense | \$16,914 | \$15,868 | \$1,046 | \$22,703 |
| Leases and rentals | \$68,652 | \$66,818 | \$1,834 | \$67,591 |
| Depreciation | \$327,414 | \$327,414 | \$0 | \$350,128 |
| Total Expenses | \$2,479,563 | \$2,581,251 | (\$101,688) | \$2,317,568 |
| Change in Net Position | (\$1,476,548) | (\$1,614,230) | \$137,682 | (\$1,390,070) |

Notes:

Average price of diesel fuel for FY2019 - \$2.29; Latest price of diesel fuel (August 9, 2018) - \$2.27

Latest price of CNG diesel gallon equivalent - \$1.40

MEMORANDUM

To: Board of Directors
From: Carrie Butler, General Manager
Date: August 15, 2018
Re: General Manager's Report for the Period of July 2018

Budget Statistics

Total revenue for July 2018, was \$1,003,015 and the expenditures totaled \$2,152,149. This resulted in a difference of (\$1,149,134) for the month. For a year to date comparison, with expenditures subtracted from revenues, the under budget variance is \$137,682.

Community Involvement

- Brand Reveal and Game Sponsor – Lexington Legends – July 1
- Public Engagement and Community Partner Collaboration to promote new branding – July 1-6
- 'How to Ride' – Power Scholars – Yates Elementary – July 3
- Participation in 4th of July Parade – July 4
- 'How to Ride' – Power Scholars – Booker T. Washington Elementary – July 9
- Thursday, Friday, and Saturday Service to Bluegrass Fair – July 9-22
- KY Blood Mobile Blood Drive at the Loudon Office – July 13
- Senior Center Health Fair – July 20
- Community Resource Fair – Bluegrass Career Services – July 26

Meetings / Updates

In July, Lextran representatives participated in the following (external) meetings:

- Transit Tariff Collaborative – July 9
- Transportation Technical Coordinating Committee – July 11
- KY Science and Technology Center / Apprentice meeting – July 11
- Beaumont Development/Haymaker – July 12
- Town Branch Commons – July 13
- Town Branch Partners – July 19
- Bike Share Advisory – July 20
- CAV Collaborative Louisville-Lexington-Northern KY – July 20
- Amazon Meeting – July 25
- Presentations at APTA Sustainability & Multimodal Conference – July 30 & 31

New Brand Reveal at Lexington Legends

Lextran sponsored the Lexington Legends game on Sunday, July 1st to support reveal efforts for the new brand. Staff and their families were invited to join the general public for the game where promotional items and Lextran information were distributed. Operator Karen Jessup threw out the first pitch and Transportation Supervisor Rachel Ferguson yelled "Play Ball!"

Procurement Update

- An RFP for website design and hosting services was published on June 25, 2018. The pre-proposal conference was held on July 11, 2018. Proposals were due on August 9, 2018. This is expected to be a September resolution.
- Work has begun on an RFP for bus shelters and benches. This will be released in late August or early September.
- Work has begun on an RFP for an IT consultant which will focus on upgrading or replacing Lextran's current radio system.
- Work has begun on an RFP for customer service and professional development.
- Up-coming potential procurements include:
 - Customer service/community survey
 - Parking lot striping and clean-up
 - Garage conversion to accommodate air flow for the CNG buses
 - Bus shelter improvements

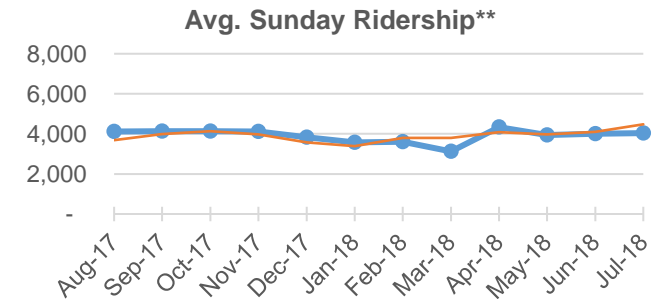
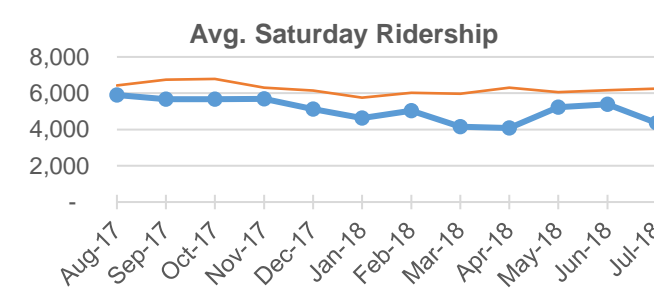
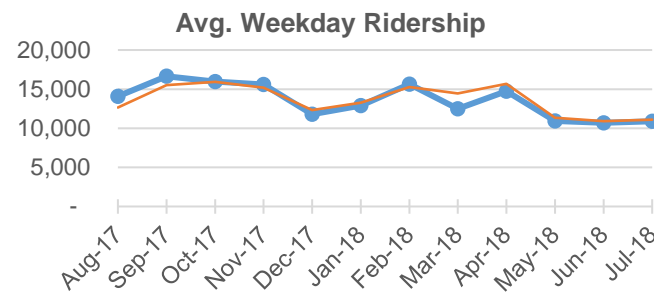
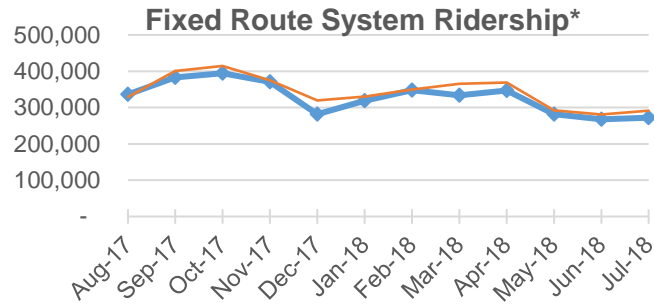
Recruitment Activities

- Applications received: 42
 - Bus Operator: 13
 - Maintenance Mechanic: 5
 - Compliance Coordinator: 9
 - Parts Clerk: 10
 - Electronics Technician: 5
- Interviews: 5
 - Compliance Coordinator: 3
 - Mechanic: 2
- New Hires: 0

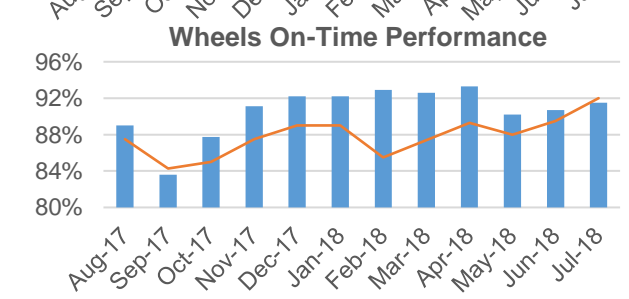
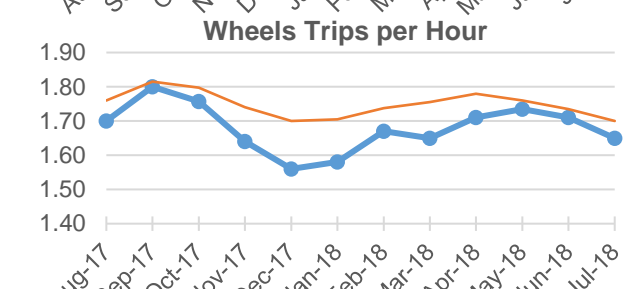
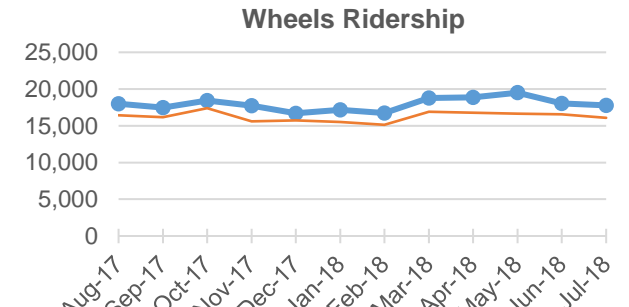
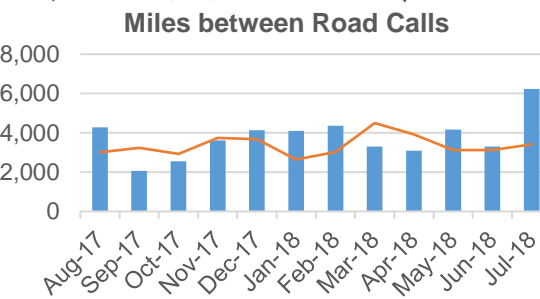
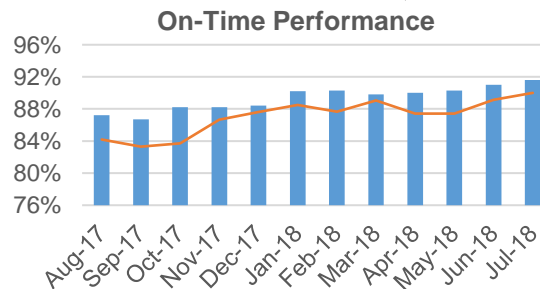
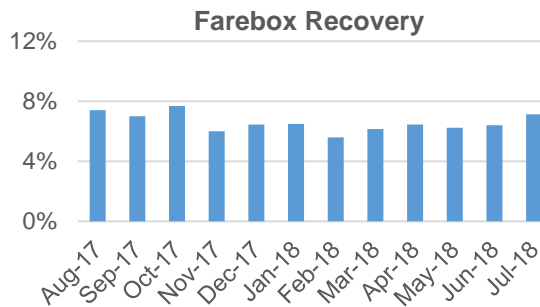
Training Activities

- Proterra bus training: 23 employees
- Smith System Defensive Driving training: 3 employees
- 1 post-accident remedial training

- Remedial coaching sessions: 3 employees
- Rodeo practice and coaching: 27 employees
- 88 Operator trail checks were completed, with coaching as needed

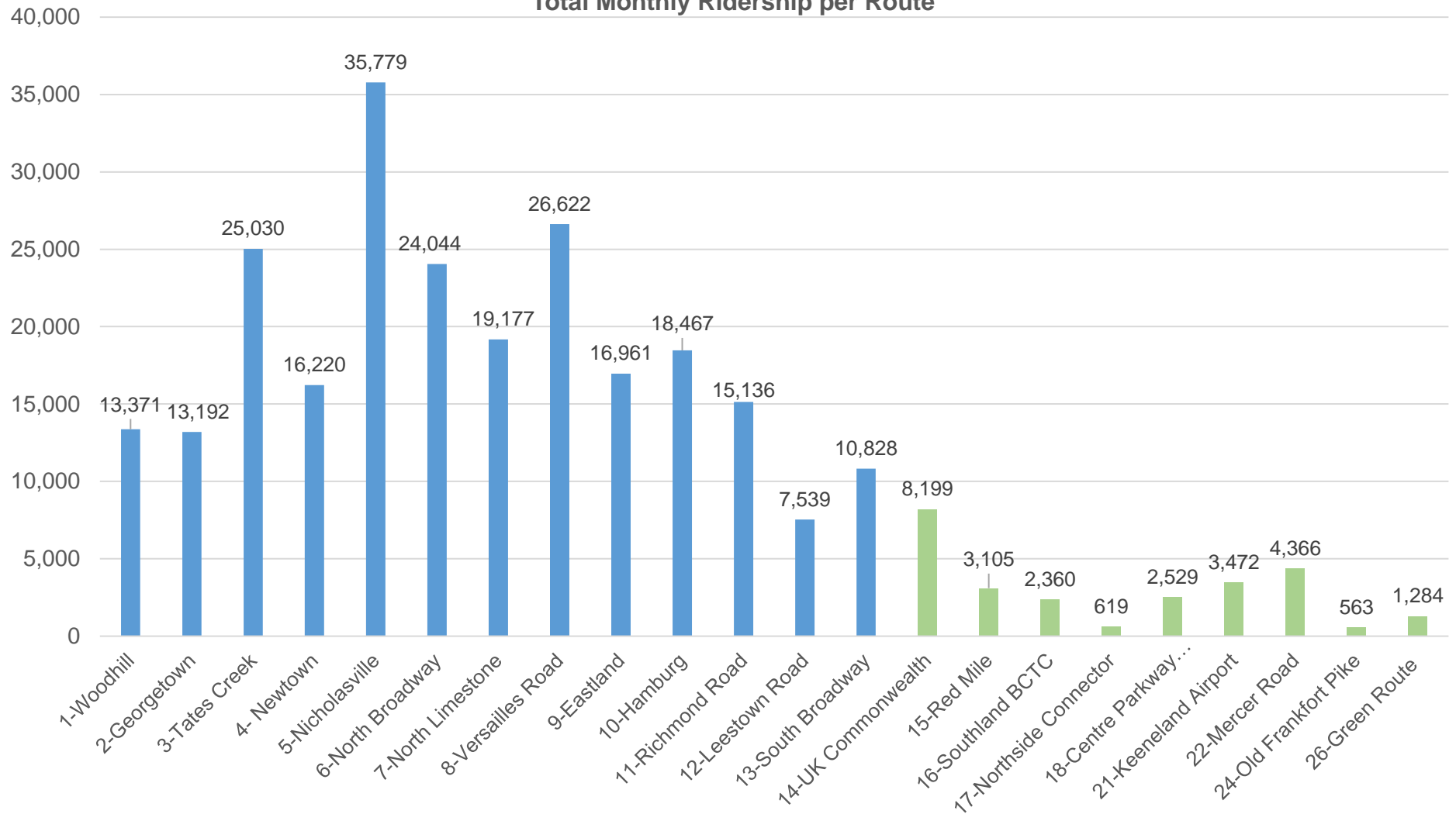


| Performance Indicator | Lextran Fixed Route System | | | Wheels | | |
|-----------------------|----------------------------|----------|------------|------------|----------|------------|
| | This Month | FY19 YTD | FY18 Total | This Month | FY19 YTD | FY18 Total |
| Total Ridership | 271,719 | 271,719 | 3,933,347 | 17,797 | 17,797 | 213,830 |
| Total Revenue Miles | 137,258 | 137,258 | 1,712,430 | 135,869 | 135,869 | 1,635,660 |
| Total Revenue Hours | 15,064 | 15,064 | 179,758 | 10,794 | 10,794 | 127,399 |
| Pass. per Mile | 1.98 | 1.98 | 2.30 | 0.13 | 0.13 | 0.13 |
| Pass. per Hour | 18.04 | 18.04 | 20.21 | 1.65 | 1.65 | 1.68 |



| Route Performance Indicators | | | | | | | | |
|---|--------------------|--------------------|-------------------------|---------------------|---------------------|------------------------|-----------------------|---------------------|
| Route Name | Total Cost | Net Cost | Net Total Cost per Hour | Passengers per Mile | Passengers per Hour | Net Cost per Passenger | Farebox Recovery Rate | On-Time Performance |
| 8-Versailles Road | \$82,142 | \$68,908 | \$85.28 | 3.74 | 32.95 | \$2.59 | 16.1% | 94.8% |
| 6-North Broadway | \$77,729 | \$65,855 | \$81.73 | 4.09 | 29.84 | \$2.74 | 15.3% | 94.0% |
| 7-North Limestone | \$71,485 | \$63,016 | \$85.00 | 3.55 | 25.87 | \$3.29 | 11.8% | 95.8% |
| 5-Nicholasville | \$158,108 | \$145,166 | \$89.69 | 2.89 | 22.11 | \$4.06 | 8.2% | 92.9% |
| 9-Eastland | \$76,343 | \$68,918 | \$85.73 | 3.07 | 21.10 | \$4.06 | 9.7% | 93.7% |
| 11-Richmond Road | \$75,204 | \$68,955 | \$95.40 | 2.20 | 20.94 | \$4.56 | 8.3% | 96.2% |
| 4- Newtown | \$81,394 | \$75,457 | \$92.75 | 2.39 | 19.94 | \$4.65 | 7.3% | 89.3% |
| 13-South Broadway | \$62,202 | \$58,348 | \$97.78 | 1.90 | 18.15 | \$5.39 | 6.2% | 93.4% |
| 3-Tates Creek | \$155,889 | \$144,709 | \$97.52 | 1.72 | 16.87 | \$5.78 | 7.2% | 92.2% |
| 2-Georgetown | \$81,384 | \$76,585 | \$95.66 | 1.87 | 16.48 | \$5.81 | 5.9% | 93.2% |
| 1-Woodhill | \$86,530 | \$80,812 | \$97.26 | 1.69 | 16.09 | \$6.04 | 6.6% | 92.3% |
| 10-Hamburg | \$134,282 | \$126,712 | \$106.50 | 1.29 | 15.52 | \$6.86 | 5.6% | 82.6% |
| 12-Leestown Road | \$70,607 | \$67,449 | \$102.93 | 1.09 | 11.50 | \$8.95 | 4.5% | 84.2% |
| 15-Red Mile | \$27,028 | \$26,851 | \$99.47 | 1.38 | 11.50 | \$8.65 | 0.7% | 89.3% |
| 14-UK Commonwealth | \$102,865 | \$102,865 | \$100.04 | 0.96 | 7.97 | \$12.55 | 0.0% | NA |
| 18-Centre Parkway Connector | \$42,563 | \$40,788 | \$111.92 | 0.53 | 6.94 | \$16.13 | 4.2% | 92.8% |
| 26-Green Route | \$26,153 | \$26,153 | \$105.21 | 0.52 | 5.17 | \$20.37 | 0.0% | NA |
| 17-Northside Connector | \$19,142 | \$18,500 | \$107.60 | 0.31 | 3.60 | \$29.89 | 3.3% | 98.6% |
| 22-Mercer Road | \$32,716 | \$30,804 | \$102.08 | 1.34 | 14.47 | \$7.06 | 5.8% | 93.6% |
| 21-Keeneland Airport | \$38,301 | \$35,671 | \$100.80 | 0.92 | 9.81 | \$10.27 | 6.9% | 91.8% |
| 16-Southland BCTC | \$26,432 | \$25,629 | \$96.40 | 1.09 | 8.88 | \$10.86 | 3.0% | 91.9% |
| 24-Old Frankfort Pike | \$18,482 | \$18,382 | \$97.69 | 0.38 | 2.99 | \$32.65 | 0.5% | 93.5% |
| Total | \$1,546,981 | \$1,436,532 | \$95.36 | 1.96 | 17.85 | \$5.34 | 7.1% | 92% |
| Note: Route 14 UK Commonwealth and Route 26 Green Route do not collect fares. | | | | | | | | |

July 2018 Total Monthly Ridership per Route



July Safety, Maintenance, and Operations Indicators

| Indicator | Lextran Fixed Route System | | | Wheels | | |
|------------------------------------|----------------------------|----------|------------|------------|----------|------------|
| | This Month | FY19 YTD | FY18 Total | This Month | FY19 YTD | FY18 Total |
| Preventable Accidents | 0 | 0 | 38 | 3 | 3 | 16 |
| Non-Preventable Accidents | 4 | 4 | 56 | 1 | 1 | 18 |
| Accident Frequency Rate | 0 | 0 | 2.22 | 1.89 | 1.89 | 0.84 |
| Accident Frequency Rate Goal* | 1.75 | 1.75 | 1.75 | 2 | 2 | 2 |
| Injury Frequency Rate | 15.03 | 15.03 | 23.65 | N/A | N/A | N/A |
| Injury Frequency Rate Goal** | 27.04 | 27.04 | 27.04 | N/A | N/A | N/A |
| Days without Preventable Accident | 31 | 31 | 296 | N/A | N/A | N/A |
| Days of Lost time | 29 | 29 | 229 | N/A | N/A | N/A |
| Workers Comp Claims | 2 | 2 | 47 | N/A | N/A | N/A |
| Miles Between Road Calls | 6,239 | 6,239 | 3,451 | N/A | N/A | N/A |
| Preventive Maintenance Inspections | 31 | 31 | 441 | N/A | N/A | N/A |

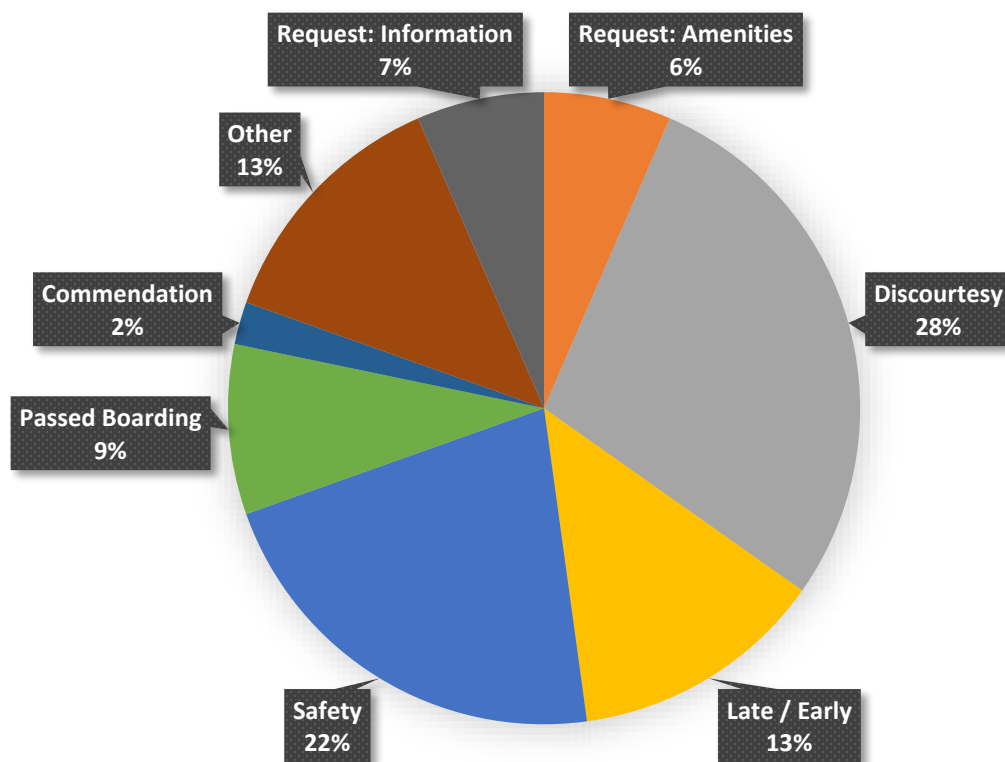
*The accident frequency goals are calculated per 100,000 miles.

**The incident frequency goal is calculated per 200,000 working hours.

July Call Logs

| Comments by Type | Lextran Fixed Route System | | | Wheels | | |
|-------------------------|----------------------------|----------|----------|------------|----------|----------|
| | This Month | FY19 YTD | FY18 YTD | This Month | FY19 YTD | FY18 YTD |
| Total Commendations | 1 | 1 | 1 | 1 | 1 | 2 |
| Discourtesy | 13 | 13 | 10 | 11 | 11 | 5 |
| Late / Early | 6 | 6 | 2 | 4 | 4 | 0 |
| Safety | 10 | 10 | 5 | 8 | 8 | 15 |
| Passed | 4 | 4 | 2 | 0 | 0 | 0 |
| Other | 6 | 6 | 3 | 0 | 0 | 0 |
| Request: Information | 3 | 3 | 0 | 0 | 0 | 0 |
| Request: Service | 0 | 0 | 5 | 0 | 0 | 0 |
| Request: Amenities | 3 | 3 | 0 | 0 | 0 | 0 |
| Website | 0 | 0 | 0 | 0 | 0 | 0 |
| Total Calls into System | 11,872 | 11,872 | 16,000 | 20,634 | 20,634 | 20,901 |
| Total Calls into IVR | 46,278 | 46,278 | 48,124 | N/A | N/A | N/A |
| Average Length of Call | 1:14 | 1:14 | 1:28 | 1:08 | 1:08 | 0:58 |
| Average Time to Abandon | 0:09 | 0:09 | 0:19 | 1:24 | 1:24 | 0:54 |

Lextran Comments for July 2018



I opened the window because the bus had a bad smell. The driver told me I had to close the window. I told her I had every right to open the window if the smell was bothering me. There were a few words between us, but I have every right to open it. And when I rang the bell she tried to pass my stop.

Bus driver has refused to stop and pick up passenger several times. Passenger feels very offended and hurt that this driver continues to treat him in such a manner. He says he has done nothing to deserve such treatment.

On route 5 inbound, a guy stayed up at the driver's seat in front of the yellow line from the mall all the way to the Transit Center talking to the driver. One passenger almost fell tripping over this guy's feet.

The bus was using bike lane as turn lane from Ave of Champions onto Rose St. The bus also stalled traffic because it then couldn't make the turn and had to wait for the left turn lane of traffic on Rose St to back up to make space.



July 2018

Lextran in the media

July 1, 2018 Lextran unveils new brand identity

<http://www.wkyt.com/content/news/Lextran-unveils-new-brand-identity-487062371.html>

July 2, 2018 Lextran Unveils a New Brand Identity Sunday, July 1

http://www.masstransitmag.com/press_release/12419036/lextran-to-unveil-a-new-brand-identity-sunday-july-1

July 3, 2018 Gtran officials have high hopes for expansion in the future - If you're Lextran, that's like a route that they might look to get rid of.

http://www.news-graphic.com/news/gtran-officials-have-high-hopes-for-expansion-in-the-future/article_81873ee0-7e38-11e8-94be-2b75e5a0c690.html

July 3, 2018 Transylvania University's patriotic concert draws big crowd despite heat - Lextran will offer free rides

<http://www.wkyt.com/content/news/Transylvania-Universitys-patriotic-concert-draws-big-crowd-despite-heat-487289461.html>

July 18, 2018 Installation and Service Technician Lextran • Lexington, KY

<https://www.careerbuilder.com/job/J3N3CW6XCVH1BC67JWK>

July 21, 2018 Weather delays and cancellations for Friday LexTran is alerting riders that buses are running late due to the severe weather. Riders can use the MyStop app to determine where their bus is.

<http://www.wkyt.com/content/news/Franklin-County-fair-opening-delayed-Friday-evening-488748401.html>