

TRAILWAYS
Annual STOCKHOLDERS Business
Meeting
2015 (79th) Annual Meeting
Tuesday, March 10, 2015
Miramonte Resort
Palm Springs (Indian Wells), Florida

Presiding Board Chairman, Ron Moore, Burlington Trailways (IA)

Pursuant to appropriate notice, the Annual Stockholders meeting of the Trailways Transportation System, Inc., (Trailways) was held at the Miramonte Resort, on Tuesday, March 10, 2015.

Welcome & Call to Order

The meeting was called to order at 9:10 a.m. by Chairman, Ron Moore, who welcomed all to the 2015 Annual Business Meeting of the Trailways Stockholders.

Roll Call of Trailways Stockholders

Tom Bazow, Excursions Trailways, called the **Roll Call** of the Stockholders. Fifty Trailways Stockholder companies were present. A quorum was declared.

State of the Organization's Address

Ron Moore, Burlington Trailways [IA]

Good morning and welcome to our 79th Annual Gathering. I am so pleased to see so many of you who traveled from all across the country to be here in beautiful, nice warm, sunny weather of Palm Springs!

I know it can be difficult to take time away from the day-to-day operations of our businesses...but I truly believe we owe it to ourselves, our employees, and our customers to step-away every so often and renew ourselves, gain a little more knowledge about industry issues and to get to know one another better.

As a Trailways operator...that makes us all a part of a Team. By working together as a team, we can do more than any of us could do individually.

We have two great days planned for you—we've included a little work, new information and fresh ideas, great value programs and services offered by our Affiliated Partners, lots of fun and many great opportunities to improve our companies...our organization...our network and our relationships with each other.

Thank you again for being here.

Now...before we get started this morning, I would like to take this opportunity to introduce some very special guests...

I am sure some of you have already met our new staff leader who will soon take over the reins from Gale Ellsworth...when Gale retires later this month from Trailways.

Please join me in giving a hearty Welcome Aboard Team Trailways to Ms. Sheila Ryba! Sheila...would you please stand so everyone can meet you?

Sheila is looking forward to meeting all of you throughout the next few days and in the coming months, and Trailways is very excited that she will be a part of our organization and help us to successfully lead Trailways forward into the future!

Also, I would also like to recognize Victor Parra, president of the United Motorcoach Association, Victor, please stand; many thanks to you for taking time to be with us again this year. Also, Chris Riddell with the Motorcoach Council and its Go Motorcoach program is also with us this year.

Chris, please stand...we are happy that you are here, and I hope and encourage everyone to stop by your booth on Tuesday to learn more about the value and tools provided by the Go Motorcoach program.

Lastly, I know when we talk about “Team Trailways,” we immediately think of our fellow operators, but there are several other members of this Team that I want to take time to recognize this morning. It goes without saying that the Exhibitors & Sponsors who have joined us here in California...are an integral part of our team.

They provide us with the supplies and the resources that allow us to do the work that we do and to do our jobs better. Thank you for your support—all of you have made this gathering possible. THANK YOU ALL!

Approval of the Annual 78th Annual Stockholders Meeting Minutes, March 11, 2014—Tom Bazow, Excursions Trailways.

Motion: Upon a motion duly made and seconded, the minutes from the last official Annual Stockholders Business Meeting, held on March 10, 2014, in Sandestin, Florida, were unanimously approved as written.

Financial Report

Curtis Riggs, Treasurer, VIA Trailways

C. Riggs referred the assembly to the 2014 Actual Budget, and reported that the Board of Directors reviewed and approved the Financial Statement ending December 31, 2014. He referenced a bottom line organizational net gain (income over expense of \$39, 532. He referenced the copy of the Proposed 2015 Operating Budget, and stated that the Board of Directors accepted the 2015 Operating Budget on Saturday at their Annual Board Meeting.

Nominations Report

T. Fiorini, Silver State Trailways

T. Fiorini stated that the Trailways Nominating Committee slate for 2015-2018 was ratified by the Board of Directors. He proposed the following individuals to serve as Members of the Board of Directors for the following terms:

3-Year Term	Candidates
2015-2018	Jonathan Berzas, Fullington Trailways (At-Large) PA Scott Henry, Martz Trailways Group (At-Large) PA

Approval of the 2015-2018 Slate of Directors were ratified at the Stockholders Meeting on March 7, 2015.

Motion: Upon a motion duly made and seconded the Body of the 2015-2018 slate of Director Nominees for the Board of Directors’ servicing a three-year term was accepted by the membership body a presented. Motion Carried

Legislative Update

Scott Riccio, Northeast Trailways

S. Riccio reported on Capitol Hill Day (FLY-IN) On March 17 & 18, 2015. He stated that owners and senior management from bus and motorcoach companies around the nation will gather to meet with their Congressional elected officials to discuss the industry’s most pressing legislative Issues. He spoke about current issues including investigations by the FMSCA. He emphasized that you are the voice of what happens with new legislation. He remarked that if you are not willing to communicate with your investigators, your voice will not be heard and your problems will not be solved. Remember to continue to be politically correct and don’t hesitate to ask questions that are important to you and your company. If possible, it is important to attend the FLY-IN, and have the opportunity to speak to our representatives on Capitol Hill. Please encourage all to attend. You don’t need to be a member of UMA. He talked about the summary of the FMCSA’s provisions. He stated that the Grow America Act includes measures that will empower state and local communities to help achieve our shared goals through more streamline and efficient grant programs.

S. Riccio thanked First Priority Trailways for providing transportation to the FLY-IN in March. He encouraged all to read Bus & Motorcoach News regarding legislative industry news.

Canadian Update

Brian Crow, Advisor

Brian Crow reported that the motorcoach operators in Canada are faced with many of the same issues and problems that plague their counterparts in the United States. He stated there has been increased growth in charter business in Canada. The Canadian border issues stem from immigration and terrorism policies, which are still causing delays.

He continued to comment that the good news for increased economy is the planning of a new bridge to be built between Detroit, MI and Windsor Canada. This bridge will enable an increase of billions of dollars of business between the two countries. Business in Canada has had lots of line-run schedule reductions and oil prices are taking a hit and increasing, but on the good side is diesel fuel is a little cheaper. As a Canadian, we appreciate the fact the US Congress is supporting the Keystone Pipe bill that has almost passed; however, the bill still needs one more signature to pass. Canada would rather ship oil to the US, instead of China. Also, the Canadian money exchange rate has changed; therefore, this will benefit charters into the US. The body applauded B. Crow's update.

Affiliated Partners Committee Report

Pat Ziska, Advisor

P. Ziska stated that 2016 would be her last year as Chair of the Affiliated Partners Committee. She was pleased with the excellent turn-out of Affiliated Partners. She stated that new members were identified and introduced, and she stated that the participation during the meeting was excellent. Our goal is to see that all Affiliated Partners have an understanding of their Trailways membership benefits. The IN-MOTION session, which will take place this afternoon, was an outcome of past meeting discussions on how Trailways could improve their opportunities to meeting with the Stockholders. She encouraged all to attend the INFO-MOTION session this afternoon. The assembly applauded P. Ziska's update.

Strategic Planning and the Motorcoach Council Report

T. Bazow, Excursions Trailways (IN/OH)

T. Bazow thanked all Stockholders that attended the Strategic Planning Committee meetings twice in February 2015, which were held at the Corporate Office. He stated that they worked on accomplishing direction of the Strategic Plan goals. He also thanked them for their efforts yesterday to meet and discuss the different strategic areas identified earlier. They plan on taking this information back with them and will combine and message it with the previous four goals developed earlier this year. The committee wants to ensure there is a Strategic Plan in place going forward that the Board can hand S. Ryba, who will be going forward to lead the Trailways Organization. He remarked that the committee will report back to the Stockholders. T. Bazow asked the body if there was any new business.

Motorcoach Council Report

Chris Riddell

S. Riccio, board member of the Motorcoach Council introduced Chris Riddell.

C. Riddell stated he has been with the council for the past two years. He remarked that it has been a great honor to come together with a great group of people who have a real altruistic mission and the mission is for operators to sell charters to more people who to make more money. He mentioned he started selling charters 15 years ago and there is a lot business that gets in the way. He commented that he was excited at the opportunity to work with the Motorcoach Council, whose goal is to increase business for the bus owners who have been with the council, and it has been an honor to work with the bus owners to help increase their business. The Motorcoach Council has created excellent marketing materials, which are designed to be fast and help train operators and their staff. He stated that many companies are utilizing the Council's tools, and also mentioned a new social media tool that the just launched in January. He invited all Stockholders to come by his exhibit table and learn more about "how to" tools to improve their businesses, and also

encourage all to visit their website. The Motorcoach Council Board has been great and they have devoted time and their energies. They are concerned about the industry and how you grow, etc. He remarked that in North American only 4% of Americans charter motorcoaches, and that means that 96% of the people in this country are not traveling by motorcoach. He remarked that this is a huge marketing opportunity to penetrate. Encouraged all operators to preview the tools available to them. The assembly applauded his report.

All Stockholders were reminded that at 10:45AM they need to go to the Florentine Ballroom for the INFO-MOTION session. They were also reminded that their table is named for your company. They were directed to be the first ones to go into the Ballroom, and that this speed-dating session will be timed every 5-minutes and Affiliated Partners will move from table to table.

R. Moore ended the Annual Stockholders Business Meeting by asking the assembly for a motion to adjourn.

Adjournment

Motion: Hearing no other business and upon a motion duly made and seconded, the 2015 Annual Stockholders Business Meeting was adjourned at 9:47AM.

-End-