

A RESOLUTION

ACCEPTING THE NOVEMBER 2022 WORKING COMMITTEE REPORTS, FINANCIAL AND INVESTMENT REPORTS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, certain committees of the Metropolitan Transit Authority of Harris County, Texas Board of Directors (the “Board of Directors”) held meetings in November 2022; and

WHEREAS, each such committee has provided the Board of Directors with a monthly committee report; and

WHEREAS, the materials for this meeting of the Board of Directors include certain finance and audit-related reports and supporting documents, including the Compliance Report for the period ended October 31, 2022, the November 2022 Sales & Use Tax Report, the October 2022 Investment Report, the October 2022 Debt Report, the October 2022 Monthly Performance Report, and the Monthly Report of the Interim Chief Financial Officer dated November 17, 2022 (collectively, the “Finance and Audit materials”); and


WHEREAS, the Board of Directors has reviewed such materials, including the October 2022 Investment Report.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby accepts the November 2022 Finance and Audit Committee, Administration Committee, Capital and Strategic Planning Committee, Joint Development and Land Use Committee and Public Safety, Customer Service & Operations Committee monthly reports and the Finance and Audit materials, including the October 2022 Investment Report.

Section 2. This Resolution is effective immediately upon passage.

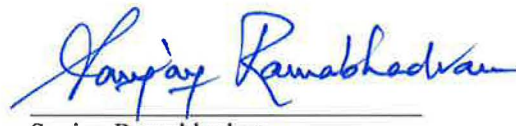
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.


Cydonia N. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST: 

Jessica Gonzalez
Assistant Secretary


Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A CONTRACT MODIFICATION WITH NOVA BUS (US) INC. TO EXERCISE AN OPTION TO PURCHASE ADDITIONAL ELECTRIC TRANSIT BUSES AND RELATED EQUIPMENT, AND TO INCREASE THE MAXIMUM CONTRACT AMOUNT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2021-116, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) entered into a contract with Nova Bus (US) Inc. for the purchase of twenty (20) electric transit buses and related equipment to operate at METRO’s Polk and West bus operating facilities, with a maximum contract amount of \$22,029,740, which included a five (5) percent owner-controlled contingency; and

WHEREAS, METRO purchased the twenty (20) electric transit buses and related equipment under the base contract and desires the purchase of an additional twenty (20) electric transit buses and related equipment; and


WHEREAS, based on the foregoing, management recommends that METRO enter into a modification of the contract with Nova Bus (US) Inc. to exercise an option to purchase these additional twenty (20) electric transit buses and related equipment, and to increase the maximum contract amount by \$21,724,767.20 plus a five percent (5%) owner-controlled contingency of \$1,086,238.36, resulting in a new maximum contract amount of \$44,840,744.76.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to execute a modification of the contract with Nova Bus (US) Inc. to exercise an option to purchase an additional twenty (20) electric transit buses and related equipment, and to increase the maximum contract amount by \$21,724,767.20 plus a five percent (5%) owner-controlled contingency of \$1,086,238.36, resulting in a new maximum contract amount of \$44,840,744.76.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cylonii W. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A CONTRACT WITH CREATIVE BUS SALES TO PURCHASE PARATRANSIT VANS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires the purchase of ninety (90) paratransit vans to replace existing vehicles that have met their useful life; and

WHEREAS, METRO issued an Invitation for Bids for such paratransit vans and Creative Bus Sales was the lowest responsive and responsible bidder of all those that submitted bids; and

WHEREAS, management recommends that METRO enter into a one (1) year contract with Creative Bus Sales to purchase these ninety (90) paratransit vans, with a not to exceed contract amount of \$12,687,030 plus a ten percent (10%) owner-controlled contingency of \$1,268,703.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to execute a one (1) year contract with Creative Bus Sales to purchase ninety (90) paratransit vans, with a not to exceed contract amount of \$12,687,030 plus a ten percent (10%) owner-controlled contingency of \$1,268,703.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii W. Fairfax

Executive Vice President & General Counsel

PASSED this 17th day of November, 2022

APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary

Sanjay Ramabhadran
Chair

A RESOLUTION

APPROVING AND ADOPTING THE FISCAL YEAR 2023 INVESTMENT POLICY AND THE FISCAL YEAR 2023 BROKER/DEALER LIST, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, in accordance with Section 2256.005(e) of the Public Funds Investment Act (the “Act”), the Board of Directors (the “Board of Directors”) of the Metropolitan Transit Authority of Harris County, Texas (“METRO”) is required to annually review METRO’s Investment Policy and investment strategies; and

WHEREAS, the Board of Directors has reviewed management’s proposed Investment Policy for Fiscal Year 2023 attached hereto as Exhibit A and determined that such policy meets the objectives of good fiscal management, safety of principal, sound diversification and optimization of earnings; and

WHEREAS, the Board of Directors is also required under Section 2256.025 of the Act to annually review, revise, and adopt a list of qualified brokers that are authorized to engage in METRO’s investment transactions; and

WHEREAS, management has recommended for approval a list of brokers that have certified compliance with appropriate registrations, licenses, and compliance to the Security Exchange Commission’s Uniform Net Capital Rule 15C3-1, which is included as Schedule 5 of Exhibit A (the “Updated Approved Broker/Dealer List”); and


WHEREAS, the Board of Directors has reviewed the proposed Fiscal Year 2023 Broker/Dealer List and determined that the firms on the list are qualified to engage in METRO’s investment transactions.

NOW, THEREFORE, BE IT RESOLVED THAT:

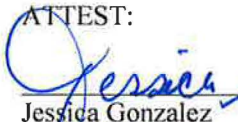
Section 1. The Board of Directors hereby approves and adopts the proposed Fiscal Year 2023 Investment Policy attached hereto as Exhibit A and the proposed Fiscal Year 2023 Broker/Dealer List included as Schedule 5 of Exhibit A.

Section 2. This Resolution is effective immediately upon passage.


I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.


Cydonii J. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED 17th day of November, 2022

ATTEST:

Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

APPROVING AN INCREASE IN THE FISCAL YEAR 2023 DEBT SERVICE BUDGET TO PERMIT A DISCRETIONARY PAYMENT OF OUTSTANDING COMMERCIAL PAPER, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) has a higher than expected level of liquidity and a current commercial paper balance of \$83,550,000; and


WHEREAS, in light of the foregoing, management recommends that the METRO Board of Directors (“Board of Directors”) approve an increase in the Fiscal Year 2023 Debt Service Budget to permit a discretionary payment of \$83,550,000 of outstanding commercial paper.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves an increase in the Fiscal Year 2023 Debt Service Budget to permit a discretionary payment of \$83,550,000 of outstanding commercial paper.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.


Cydonii N. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH DELOITTE CONSULTING, LLP TO CONDUCT AN ORGANIZATIONAL ASSESSMENT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires an organizational assessment of the strengths and weaknesses of METRO’s internal business operations and environment to help METRO prepare for and navigate through a rapidly changing transportation industry and changing workforce expectations; and

WHEREAS, METRO issued a Request for Proposals for such organizational assessment and the proposal from Deloitte Consulting, LLP was determined by an evaluation committee to offer the most advantages and best overall value to METRO; and


WHEREAS, management recommends that METRO enter into a six (6) month contract with Deloitte Consulting, LLP to conduct an organizational assessment of METRO, with a maximum contract amount of \$691,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a six (6) month contract with Deloitte Consulting, LLP to conduct an organizational assessment of METRO, with a maximum contract amount of \$691,000.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.

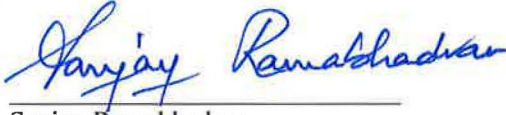

Cydonii W. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SOLE SOURCE CONTRACT WITH TRAPEZE SOFTWARE GROUP, INC. TO PROVIDE MAINTENANCE AND SUPPORT SERVICES FOR METRO'S TRAPEZE SOFTWARE APPLICATIONS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") currently utilizes nineteen (19) Trapeze software applications to support key business functions in several departments and requires maintenance and support services to provide timely and regular updates and upgrades to such software applications, bug fixes, security updates, and customer service; and

WHEREAS, Trapeze Software Group, Inc. is the sole owner of its intellectual property and the exclusive provider of certified support, upgrades, new features, and maintenance for such Trapeze software applications; and

WHEREAS, based on the foregoing, management recommends that METRO enter into a three (3) year sole source contract with Trapeze Software Group, Inc. to provide these maintenance and support services for METRO's Trapeze software applications, with a maximum contract amount of \$3,526,791.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a three (3) year sole source contract with Trapeze Software Group, Inc. to provide maintenance and support services for METRO's Trapeze software applications, with a maximum contract amount of \$3,526,791.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii N. Fairfax

Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:



Jessica Gonzalez
Assistant Secretary



Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SOLE SOURCE CONTRACT WITH HELIOX TECHNOLOGY NORTH AMERICA FOR THE PURCHASE OF OPPORTUNITY CHARGERS FOR ELECTRIC BUSES AT THE TEXAS MEDICAL CENTER TRANSIT CENTER, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires the purchase of two (2) opportunity chargers for electric buses at the Texas Medical Center Transit Center as part of the Electric Bus Infrastructure project under METRO’s Climate Action Plan; and

WHEREAS, Heliox Technology North America is the only available vendor to provide these opportunity chargers with the necessary urban mast to support the electric pantograph of the electric buses at the Texas Medical Center Transit Center; and


WHEREAS, based on the foregoing, management recommends that METRO enter into a one (1) year sole source contract with Heliox Technology North America for METRO to purchase these two (2) opportunity chargers for electric buses at the Texas Medical Center Transit Center, with a not to exceed contract amount of \$1,170,000 plus a ten percent (10%) owner-controlled contingency of \$117,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a one (1) year sole source contract with Heliox Technology North America for the purchase of two (2) opportunity chargers for electric buses at the Texas Medical Center Transit Center, with a not to exceed contract amount of \$1,170,000 plus a ten percent (10%) owner-controlled contingency of \$117,000.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.

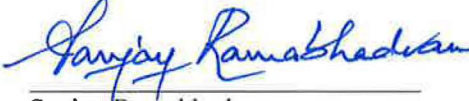

Cydonii W. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN INTERLOCAL AGREEMENT WITH HARRIS COUNTY FOR THE CONSTRUCTION AND INSTALLATION OF UP TO 100 BUS SHELTERS IN HARRIS COUNTY PRECINCT 2, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) is partnering with Harris County for METRO to construct and install up to one hundred (100) bus shelters in Harris County Precinct 2 as part of the Harris County Precinct 2 Partnership Project program and in furtherance of METRO’s universal accessibility initiative; and

WHEREAS, Harris County will reimburse METRO up to \$1,120,000 towards the construction and installation of these bus shelters; and


WHEREAS, management recommends that METRO enter into an interlocal agreement with Harris County for METRO to construct and install up to one hundred (100) bus shelters in Harris County Precinct 2 and for Harris County to reimburse METRO up to \$1,120,000 of the costs for these bus shelters.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute an interlocal agreement with Harris County for METRO to construct and install up to one hundred (100) bus shelters in Harris County Precinct 2 and for Harris County to reimburse METRO up to \$1,120,000 of the costs for these bus shelters.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cymon W. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A LEASE AGREEMENT WITH HORNBERGER BROS. PROPERTIES, INC. FOR PROPERTY LOCATED AT 815 PIERCE STREET, HOUSTON, TEXAS FOR METRO BUS OPERATIONS AND STAGING, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) desires to lease the property located at 815 Pierce Street, Houston, Texas owned by Hornberger Bros. Properties, Inc. for METRO bus operations and staging; and


WHEREAS, management recommends that METRO enter into a five (5) year lease agreement with Hornberger Bros. Properties, Inc. for the property located at 815 Pierce Street, Houston, Texas for METRO bus operations and staging, with a security deposit of \$10,000 and an initial maximum annual payment of \$185,000, subject to increase yearly based on the Consumer Price Index and other costs.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a five (5) year lease agreement with Hornberger Bros. Properties, Inc. for the property located at 815 Pierce Street, Houston, Texas for METRO bus operations and staging, with a security deposit of \$10,000 and an initial maximum annual payment of \$185,000, subject to increase yearly based on the Consumer Price Index and other costs.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii W. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

APPROVING THE PROPOSED JANUARY 2023 SERVICE CHANGES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) implements regular service changes during the year, typically in or around January, May/June, and August, after a public hearing is held in accordance with the requirements of the Federal Transit Administration Circular 4702.1B, including after analyzing the changes to ensure that they will not result in a disparate impact based on race, color, or national origin or disproportionate burdens to low income populations; and

WHEREAS, it is proposed that METRO make certain route modifications to aid community partnerships and respond to operator concerns, to enhance service reliability improvement features, to transition METRONext improvements, to restore pre-COVID service levels, to update service levels based upon workforce availability, and to implement a bus stop optimization pilot program on Milam and Travis streets in downtown Houston (collectively, the “January 2023 Service Changes”); and

WHEREAS, METRO has conducted a service equity analysis which determined that such changes will not have a disparate impact based on race, color, or national origin or disproportionate burden to low income populations; and

WHEREAS, METRO held a Public Hearing on October 24, 2022 to discuss the proposed January 2023 Service Changes which are expected to have an estimated financial impact of \$7,054,000 in operating costs in fiscal year 2023 and an annualized cost of \$10,158,000 in fiscal year 2024; and


WHEREAS, following such public participation, management has reported the findings of the service equity analysis and a summary of the public comments on the proposed changes to the Public Safety, Customer Service and Operations Committee of the METRO Board of Directors (the “Board of Directors”) and recommends that the Board of Directors approve the proposed January 2023 Service Changes after reviewing and considering such information.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves the proposed January 2023 Service Changes as outlined in the presentation attached hereto as Exhibit A.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii N. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH FIRST TRANSIT INC TO PROVIDE CERTAIN PARATRANSIT VAN SERVICES FOR THE METROLIFT PROGRAM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires certain paratransit van services for the METROLift Program, including the provision of an operating facility, the hiring and training of operators, supervision of the service, maintenance of METRO-owned paratransit vehicles, and other administrative functions needed to operate the service; and

WHEREAS, METRO issued a Request for Proposals for such paratransit van services and the proposal from First Transit Inc was determined by an evaluation committee to offer the most advantages and best overall value to METRO; and

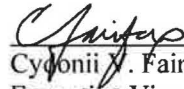
WHEREAS, management recommends that METRO enter into a five (5) year contract with two (2) options to extend the contract term for an additional one (1) year period with First Transit Inc to provide these paratransit van services for the METROLift Program, with a maximum contract amount of \$203,574,741.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a five (5) year contract with two (2) options to extend the contract term for an additional one (1) year period with First Transit Inc to provide paratransit van services for the METROLift Program, with a maximum contract amount of \$203,574,741.

Section 2. This Resolution is effective immediately upon passage.


I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii X. Fairfax
Executive Vice President & General Counsel

PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:


Jessica Gonzalez
Assistant Secretary





Sanjay Ramabhadran
Chair

A RESOLUTION

AMENDING RESOLUTION 2022-22 TO INCREASE THE AMOUNT OF LAND THAT METRO MAY ACQUIRE NEAR THE EAST SIDE OF FULTON STREET BETWEEN REBECCA STREET AND JULIA STREET FOR THE PROPOSED NEW NORTHLINE TRANSIT CENTER AND GARAGE FROM 1.92 ACRES TO 2.40 ACRES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2022-22, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) Board of Directors (“Board of Directors”) authorized the President & CEO to negotiate and execute an agreement for the acquisition of a 1.92 acre tract of land located on the east side of Fulton Street between Rebecca Street and Julia Street for a proposed new Northline Transit Center and Garage; and

WHEREAS, an adjacent .4739 acre is also available for purchase and such land would will benefit the overall project, including by providing additional access and egress to the property, a future location for the Transfer Power Sub-Station building and allow for greater bus and passenger vehicle driveway separation; and


WHEREAS, based on the foregoing, management recommends that the Board of Directors amend Resolution 2022-22 to increase the amount of land that METRO may acquire near the east side of Fulton Street between Rebecca Street and Julia Street for the proposed new Northline Transit Center and Garage from 1.92 acres to 2.40 acres.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby amends Resolution 2022-22 to increase the amount of land that METRO may acquire near the east side of Fulton Street between Rebecca Street and Julia Street for the proposed new Northline Transit Center and Garage from 1.92 acres to 2.40 acres.

Section 2. This Resolution is effective immediately upon passage.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii N. Fairfax
Executive Vice President & General Counsel


PASSED this 17th day of November, 2022
APPROVED this 17th day of November, 2022

ATTEST:



Jessica Gonzalez
Assistant Secretary





Sanjay Ramabhadran
Chair