

A RESOLUTION

APPROVING THE PROPOSED LOCALLY PREFERRED ALTERNATIVE FOR THE METRORAPID UNIVERSITY CORRIDOR PROJECT AND AUTHORIZING THE PRESIDENT & CEO TO COMPLETE PROJECT DEVELOPMENT ACTIVITIES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the METRORapid University Corridor Project of the Metropolitan Transit Authority of Harris County, Texas (“METRO”) was included in the METRONext Plan approved by voters and calls for development of a Locally Preferred Alternative (“LPA”); and

WHEREAS, METRO staff has conducted extensive assessments of alignment and station options taking into consideration transit operations and safety, traffic impacts, right-of-way, constructability, capital costs, and environmental impacts, and sought public input and engagement through community workshops and meetings with project stakeholders; and

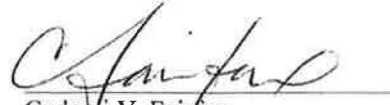
WHEREAS, after further analysis and engagement with the public, civic groups and other stakeholders from the affected communities following the METRO regular Board meeting on March 23, 2023, management has revised its proposal for the LPA from an overpass option to an underpass alternative in the Lockwood area to address the community’s interests, concerns and preference; and

WHEREAS, based on the foregoing, METRO staff recommends that the METRO Board of Directors (“Board of Directors”) approve the LPA for the METRORapid University Corridor Project as included in Exhibit A attached hereto, and authorize the President & CEO to complete project development activities including environmental studies under the National Environmental Policy Act process and requesting entry into engineering.

NOW, THEREFORE, BE IT RESOLVED THAT:


Section 1. The Board of Directors hereby approves the staff recommendation for the proposed Locally Preferred Alternative for the METRORapid University Corridor Project as included in Exhibit A attached hereto, and authorizes the President & CEO to complete project development activities including environmental studies under the National Environmental Policy Act process and requesting entry into engineering.

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



Cydoni V. Fairfax
Executive Vice President & General Counsel

PASSED this 5th day of April, 2023
APPROVED this 5th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

ACCEPTING THE APRIL 2023 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 April 2023; 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 March 31, 2023, the April 2023 Sales & Use Tax Report, the March 2023 Investment Report, the March 2023 Debt Report, the March 2023 Monthly Performance Report, and the Monthly Report of the Chief Financial Officer dated April 20, 2023 (collectively, the “Finance and Audit materials”); and

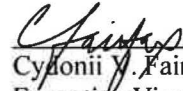
WHEREAS, the Board of Directors has reviewed such materials, including the March 2023 Investment Report.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby accepts the April 2023 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 March 2023 Investment Report.

Section 2. This Resolution is effective immediately upon passage.

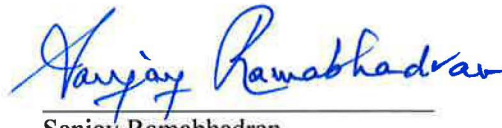
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii V. Fairfax
Executive Vice President & General Counsel

PASSED this 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary
Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A CONTRACT WITH THE URBAN FORESTERS TO PROVIDE TREE TRIMMING SERVICES ALONG THE METRORAIL LINES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires tree trimming services along the METRORail lines to prevent tree limbs and branches from interfering with the light rail vehicles; and

WHEREAS, METRO issued an Invitation for Bids for such tree trimming services and The Urban Foresters 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 two (2) options to extend the contract term for an additional one (1) year period with The Urban Foresters to provide these tree trimming services along the METRORail lines, with a maximum contract amount of \$154,000.

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 two (2) options to extend the contract term for an additional one (1) year period with The Urban Foresters to provide tree trimming services along the METRORail lines, with a maximum contract amount of \$154,000.

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 Fairfax
Executive Vice President & General Counsel

PASSED this 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

DESIGNATING SHEILA LEFANG AS AN AUTHORIZED INVESTMENT OFFICER OF METRO, AND AUTHORIZING UPDATES TO METRO'S INVESTMENT POLICY, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, Section 2256.005 of the Texas Public Funds Investment Act requires the Board of Directors of the Metropolitan Transit Authority of Harris County, Texas ("METRO") to designate individuals responsible for investment of METRO funds, as investment officers, consistent with METRO's Investment Policy; and

WHEREAS, certain changes in investment personnel require METRO to designate and update the "List of Investment Officers" referenced in METRO's Investment Policy; and

WHEREAS, updates to METRO's Investment Policy are also needed to reflect routine business activities including updating the job titles of existing authorized investment officers, updating the approved depository bank information for BBVA Compass to PNC Bank, National Association, and removing JPMorgan Chase as an approved depository bank; and

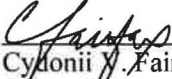
WHEREAS, based on the foregoing, management recommends that METRO designate Sheila LeFang, Debt Service & Investments Manager, as an authorized investment officer, and authorize updates to METRO's Investment Policy reflecting routine business activities attached hereto as Exhibit A.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby designates Sheila LeFang, Debt Service & Investments Manager, as an authorized investment officer, and authorizes updates to METRO's Investment Policy reflecting routine business activities 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 Y. Fairfax
Executive Vice President & General Counsel


PASSED this 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:



Jessica Gonzalez
Assistant Secretary





Sanjay Ramabhadran
Chair

A RESOLUTION

APPROVING THE UPDATED PROPOSED FISCAL YEAR 2023 POOL OF UNDERWRITERS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2023-31, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) Board of Directors approved thirty-two (32) underwriting firms for inclusion in METRO’s Fiscal Year 2023 pool of pre-qualified underwriters; and

WHEREAS, due to a technological error, METRO did not receive statement of qualifications submissions from BofA Securities, Inc. and Barclays by the deadline date; and

WHEREAS, these two (2) firms would like to be included in METRO’s Fiscal Year 2023 pool of pre-qualified underwriters; and

WHEREAS, based on a review of such firms’ qualifications, management recommends approval of the following updated proposed pool of pre-qualified underwriters:

Academy Securities
American Veterans Groups
Blaylock Beal Van, LLC
BOK Financial Securities, Inc.
Cabrera Capital Markets
Citigroup Global Markets, Inc.
Crews & Associates, Inc.
Estrada Hinojosa
FHN Financial Capital Markets
Goldman Sachs & Co.
Hilltop Securities
Huntington Capital Markets
Jefferies & Company
J.P. Morgan Securities, LLC
Loop Capital Markets
Mesirow Financial
Mischler Financial Services

Morgan Stanley
Multi-Bank Securities, Inc.
Piper Sandler & Co.
PNC Capital Markets LLC
Ramirez & Co, Inc.
RBC Capital Markets
Rice Financial Products Co.
Robert W. Baird & Co, Inc.
SAMCO Capital Markets
Siebert Williams Shank & Co.
Stern Brothers
Stifel, Nicolaus & Company, Inc.
UBS Financial Services Inc.
UMB Bank, N.A.
Wells Fargo Securities
BofA Securities, Inc.
Barclays

NOW, THEREFORE, BE IT RESOLVED THAT:


Section 1. The METRO Board of Directors hereby approves the following updated pool of pre-qualified underwriters from which METRO can engage to sell its debt in the open market:

Academy Securities
American Veterans Groups
Blaylock Beal Van, LLC
BOK Financial Securities, Inc.
Cabrera Capital Markets
Citigroup Global Markets, Inc.
Crews & Associates, Inc.
Estrada Hinojosa
FHN Financial Capital Markets
Goldman Sachs & Co.
Hilltop Securities
Huntington Capital Markets
Jefferies & Company
J.P. Morgan Securities, LLC
Loop Capital Markets
Mesirow Financial
Mischler Financial Services

Morgan Stanley
Multi-Bank Securities, Inc.
Piper Sandler & Co.
PNC Capital Markets LLC
Ramirez & Co, Inc.
RBC Capital Markets
Rice Financial Products Co.
Robert W. Baird & Co., Inc.
SAMCO Capital Markets
Siebert Williams Shank & Co.
Stern Brothers
Stifel, Nicolaus & Company, Inc.
UBS Financial Services Inc.
UMB Bank, N.A.
Wells Fargo Securities
BofA Securities, Inc.
Barclays

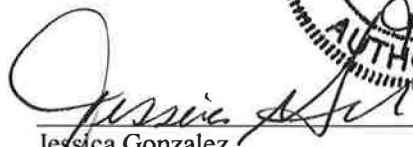
Section 2. This Resolution is effective immediately upon passage.

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



Cydonii Y. Fairfax
Executive Vice President & General Counsel

PASSED this 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AMENDING METRO'S PROCUREMENT MANUAL TO EXPEDITE THE PROCUREMENT PROCESS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2014-35, the Metropolitan Transit Authority of Harris County, Texas ("METRO") Board of Directors ("Board of Directors") adopted a revised Procurement Manual for the agency; and

WHEREAS, while administrative revisions to METRO's Procurement Manual are conducted periodically, significant revisions require Board approval; and

WHEREAS, based on the foregoing, management recommends that the Board of Directors amend Section 5.15(A) of METRO's Procurement Manual to require Board review and concurrence at the applicable monthly committee meeting for anticipated procurements expected to exceed \$50,000 for all competitive sealed proposals, alternative construction delivery methods and joint development projects, while all other solicitations may be advertised and procured in accordance with applicable local, state, and federal requirements, and METRO procurement policies and procedures, utilizing best business, purchasing and contracting practices and the highest standard of ethics, without prior Board approval, review and concurrence of the solicitation; and

WHEREAS, management further recommends that the Board of Directors amend METRO's Procurement Manual to raise the dollar threshold for requiring Board approval for all contracts for standard off-the-shelf supplies, materials, equipment and industry services, construction, services, nonstandard supplies, materials and equipment, from \$100,000 to \$250,000; and

WHEREAS, these amendments are expected to expedite the procurement process.


NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby amends Section 5.15(A) of METRO's Procurement Manual to allow certain solicitations to be advertised and procured without the Board of Directors approval, review and concurrence of the solicitation as further described in Exhibit A.

Section 2. The Board of Directors hereby amends METRO's Procurement Manual to raise the dollar threshold for requiring Board approval for all contracts for standard off-the-shelf supplies, materials, equipment and industry services, construction, services, nonstandard supplies, materials and equipment, from \$100,000 to \$250,000, as outlined in the attached Exhibit A.

Section 3. 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 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SOLE SOURCE CONTRACT WITH SVANACO, INC. DOING BUSINESS AS AMERICANEAGLE.COM TO PROVIDE SUPPORT AND SOFTWARE UPGRADE SERVICES FOR METRO'S PUBLIC WEBSITE, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires support and software patching upgrade services for METRO's public website; and

WHEREAS, Svanaco, Inc. doing business as AmericanEagle.com developed the custom design elements and data integrations for the website redesign project and is the only vendor that can provide these support and software upgrade services for the front-end design and back-end development of the website; and


WHEREAS, based on the foregoing, management recommends that METRO enter into a one (1) year sole source contract with one (1) option to extend the contract term for an additional one (1) year period with Svanaco, Inc. doing business as AmericanEagle.com to provide these support and software upgrade services for METRO's public website, with a maximum contract amount of \$180,000.

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 one (1) option to extend the contract term for an additional one (1) year period with Svanaco, Inc. doing business as AmericanEagle.com to provide support and software upgrade services for METRO's public website, with a maximum contract amount of \$180,000.

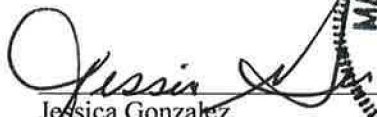
Section 2. This Resolution is effective immediately upon passage.


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



Cydonii V. Fairfax
Executive Vice President & General Counsel

PASSED this 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SECOND AMENDMENT TO THE INTERLOCAL AGREEMENT WITH HARRIS COUNTY TO PROVIDE ARGO SOFTWARE SYSTEM UPGRADES, OPERATION AND MAINTENANCE SERVICES FOR METRO'S HOV/HOT LANES NETWORK, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires software system upgrades, operation and maintenance services for the Automated Reversible Gate Operation ("ARGO") equipment of its High Occupancy Vehicle/High Occupancy Toll ("HOV/HOT") Lanes network; and

WHEREAS, METRO issued a Request for Proposals ("RFP") for such software system upgrades, operation and maintenance services and TransCore was the sole firm that submitted a proposal, the cost of which totaled \$45,293,913.03; and

WHEREAS, Harris County is also a provider of such services to other HOV/HOT lane networks through a separate contract with TransCore; and

WHEREAS, Harris County is willing to expand its partnership with METRO to facilitate and enhance mobility in the region by amending the existing Interlocal Agreement for tolling services between METRO and Harris County to include the software system upgrades, operation and maintenance services for METRO's HOV/HOT Lanes network at a lower cost than the proposal that METRO received through the RFP process; and

WHEREAS, based on the foregoing, management recommends that METRO enter into a five (5) year Second Amendment of the Interlocal Agreement with Harris County for Harris County to provide these software system upgrades, operation and maintenance services for the ARGO equipment of METRO's HOV/HOT Lanes network, with a maximum contract amount of \$40,664,826.62.


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 Second Amendment of the Interlocal Agreement with Harris County for Harris

County to provide software system upgrades, operation and maintenance services for the ARGO equipment of METRO's HOV/HOT Lanes network, with a maximum contract amount of \$40,664,826.62.

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 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT MODIFICATION WITH AFC TRANSPORTATION COMPANY TO EXTEND THE CONTRACT TERM FOR TURNKEY PARK & RIDE SERVICES, AND TO INCREASE THE MAXIMUM CONTRACT AMOUNT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2022-41, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) authorized an emergency procurement contract with AFC Transportation Company to provide bus operators, ADA compliant buses, maintenance, training, supervision, and other essential transportation-related services for certain Park & Ride routes; and

WHEREAS, the contract is set to expire in July of 2023 and METRO requires ongoing turnkey Park & Ride services to cover the gap period before the implementation of the August Service Changes in September of 2023 when METRO will start providing the services in house; and

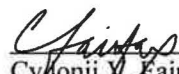
WHEREAS, based on the foregoing, management recommends that METRO enter into a contract modification of the existing contract with AFC Transportation Company to extend the contract term through September 30, 2023 for these turnkey Park & Ride services, and to increase the maximum contract amount by a not to exceed amount of \$551,881 plus an owner-controlled contingency of \$521,438, resulting in a new maximum contract amount of \$6,334,119.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract modification of the existing contract with AFC Transportation Company to extend the contract term through September 30, 2023 for turnkey Park & Ride services, and to increase the maximum contract amount by a not to exceed amount of \$551,881 plus an owner-controlled contingency of \$521,438, resulting in a new maximum contract amount of \$6,334,119.

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 27th day of April, 2023

APPROVED this 27th day of April, 2023

ATTEST:



Jessica Gonzalez
Assistant Secretary



Sanjay Ramabhadran
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT MODIFICATION WITH FIRST CLASS TRANSPORTATION, LLC TO EXTEND THE CONTRACT TERM FOR TURNKEY PARK & RIDE SERVICES, AND TO INCREASE THE MAXIMUM CONTRACT AMOUNT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2022-80, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) authorized an emergency procurement contract with First Class Transportation, LLC to provide bus operators, ADA compliant buses, maintenance, training, supervision, and other essential transportation-related services for the Park & Ride routes along the Interstate 45 south corridor; and

WHEREAS, the contract is set to expire in July of 2023 and METRO requires ongoing turnkey Park & Ride services to cover the gap period before the implementation of the August Service Changes in September of 2023 when METRO will start providing the services in house; and

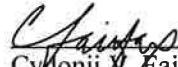
WHEREAS, based on the foregoing, management recommends that METRO enter into a contract modification of the existing contract with First Class Transportation, LLC to extend the contract term through September 30, 2023 for these turnkey Park & Ride services, and to increase the maximum contract amount by a not to exceed amount of \$777,068 plus an owner-controlled contingency of \$624,265, resulting in a new maximum contract amount of \$7,601,333.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract modification of the existing contract with First Class Transportation, LLC to extend the contract term through September 30, 2023 for turnkey Park & Ride services, and to increase the maximum contract amount by a not to exceed amount of \$777,068 plus an owner-controlled contingency of \$624,265, resulting in a new maximum contract amount of \$7,601,333.

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 A. Fairfax
Executive Vice President & General Counsel

PASSED this 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair

A RESOLUTION

APPROVING THE PROPOSED JUNE 2023 SERVICE CHANGES AND SERVICE EQUITY ANALYSIS EVALUATING SUCH 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 modifications including between service changes to enhance service reliability, change route alignments, add trips to Park & Ride service in select freeway corridors, adjust on time performance, and restore select local bus service to pre-COVID service levels (collectively, the “June 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 April 4, 2023 to discuss the proposed June 2023 Service Changes which are expected to have an estimated financial impact of \$5,377,000 in operating costs in fiscal year 2024 and an annualized cost of \$16,469,000 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 (the “Committee”) of the METRO Board of Directors (the “Board of Directors”) and management and the Committee recommend that the Board of Directors approve the proposed June 2023 Service Changes and the service equity analysis evaluating such changes, after reviewing and considering such information.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves the proposed June 2023 Service Changes and service equity analysis evaluating such 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 J. Fairfax
Executive Vice President & General Counsel

PASSED this 27th day of April, 2023
APPROVED this 27th day of April, 2023

ATTEST:


Jessica Gonzalez
Assistant Secretary




Sanjay Ramabhadran
Chair