

A RESOLUTION

ACCEPTING THE MARCH 2024 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 March 2024; 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 February 29, 2024, the March 2024 Sales & Use Tax Report, the February 2024 Investment Report, the February 2024 Debt Report, the February 2024 Monthly Performance Report, and the Monthly Report of the Chief Financial Officer dated March 20, 2024 (collectively, the “Finance and Audit materials”); and

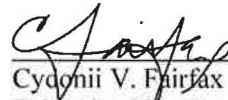
WHEREAS, the Board of Directors has reviewed such materials, including the February 2024 Investment Report.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby accepts the March 2024 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 February 2024 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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary

Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO EXECUTE A CONTRACT WITH WILSON BUILDING SERVICES, INC. TO PROVIDE REHABILITATION SERVICES FOR METRO'S CENTRAL STORE FIRE SUPPRESSION SYSTEM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires rehabilitation services for the fire suppression system located at METRO's Central Store warehouse, including the installation of a new break tank, fire pump and generator; and

WHEREAS, METRO issued an Invitation for Bids for such rehabilitation services and Wilson Building Services, Inc. was the lowest responsive and responsible bidder of all those that submitted bids; and

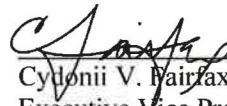
WHEREAS, management recommends that METRO enter into a one (1) year contract with Wilson Building Services, Inc. to provide these rehabilitation services for METRO's Central Store fire suppression system, with a base amount of \$1,928,181.50, and an owner-controlled contingency of \$192,818.15, for a maximum contract amount of \$2,120,999.65.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to execute a one (1) year contract with Wilson Building Services, Inc. to provide rehabilitation services for METRO's Central Store fire suppression system, with a base amount of \$1,928,181.50, and an owner-controlled contingency of \$192,818.15, for a maximum contract amount of \$2,120,999.65.

Section 2. This Resolution is effective immediately upon passage.

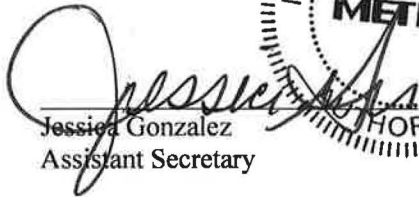
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cylonii V. Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO EXECUTE A CONTRACT WITH DELLNER, INC. FOR THE PURCHASE OF COUPLERS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires the purchase of one hundred and sixty-one (161) couplers for its light rail vehicles; and

WHEREAS, METRO issued an Invitation for Bids for such couplers and Dellner, Inc. was the only firm that submitted a bid and such bid was determined to be responsive, responsible and reasonably priced; and

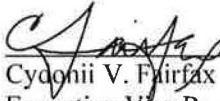
WHEREAS, management recommends that METRO enter into a one (1) year contract with Dellner, Inc. for METRO to purchase these couplers for its light rail vehicles, with a maximum contract amount of \$10,709,380.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to execute a one (1) year contract with Dellner, Inc. for METRO to purchase couplers for its light rail vehicles, with a maximum contract amount of \$10,709,380.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO EXECUTE A CONTRACT WITH SCHUNK CARBON TECHNOLOGY, LLC FOR THE PURCHASE OF PANTOGRAPH OVERHAUL KITS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires the purchase of pantograph overhaul kits for its light rail vehicles; and

WHEREAS, METRO issued an Invitation for Bids for such pantograph overhaul kits and Schunk Carbon Technology, LLC was the only firm that submitted a bid and such bid was determined to be responsive, responsible and reasonably priced; and

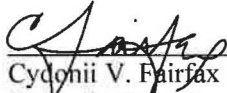
WHEREAS, management recommends that METRO enter into a one (1) year contract with Schunk Carbon Technology, LLC for METRO to purchase these pantograph overhaul kits for its light rail vehicles, with a maximum contract amount of \$1,016,592.71.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to execute a one (1) year contract with Schunk Carbon Technology, LLC for METRO to purchase pantograph overhaul kits for its light rail vehicles, with a maximum contract amount of \$1,016,592.71.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO EXECUTE A CONTRACT WITH DIVERSIFIED PRODUCT DEVELOPMENT FOR THE PURCHASE OF A HI-RAIL CATENARY PLATFORM TRUCK, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires the purchase of one (1) hi-rail catenary platform truck to support METRO’s rail maintenance group; and

WHEREAS, METRO issued an Invitation for Bids for such hi-rail catenary platform truck and Diversified Product Development was the only responsible firm that submitted a responsive bid and such bid was determined to be reasonably priced; and

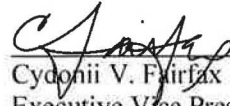
WHEREAS, management recommends that METRO enter into a contract with Diversified Product Development for METRO to purchase one (1) hi-rail catenary platform truck for METRO’s rail maintenance group, with a base contract amount of \$992,759, and an owner-controlled contingency of \$99,275.90, for a maximum contract amount of \$1,092,034.90.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to execute a contract with Diversified Product Development for METRO to purchase one (1) hi-rail catenary platform truck for METRO’s rail maintenance group, with a base contract amount of \$992,759, and an owner-controlled contingency of \$99,275.90, for a maximum contract amount of \$1,092,034.90.

Section 2. This Resolution is effective immediately upon passage.


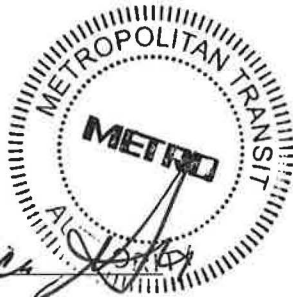
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii V. Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary

Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO EXECUTE A CONTRACT WITH NEW FLYER OF AMERICA INC. FOR THE PURCHASE OF FIFTY (50) COMMUTER BUSES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires the purchase of fifty (50) clean diesel commuter buses and an option to purchase an additional fifty (50) clean diesel commuter buses; and

WHEREAS, METRO issued an Invitation for Bids for such clean diesel buses and New Flyer of America Inc. was the only firm that submitted a bid and such bid was determined to be responsive, responsible and reasonably priced; and

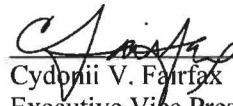
WHEREAS, management recommends that METRO enter into a contract with New Flyer of America Inc. for METRO to purchase these fifty (50) clean diesel commuter buses and an option to purchase an additional fifty (50) clean diesel commuter buses, with a base contract amount of \$43,770,000, and an owner-controlled contingency of \$4,377,000, for a maximum contract amount of \$48,147,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to execute a contract with New Flyer of America Inc. for METRO to purchase fifty (50) clean diesel commuter buses and an option to purchase an additional fifty (50) clean diesel commuter buses, with a base contract amount of \$43,770,000, and an owner-controlled contingency of \$4,377,000, for a maximum contract amount of \$48,147,000.

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.



Cydrell V. Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO EXECUTE A CONTRACT MODIFICATION WITH NEW FLYER OF AMERICA INC. TO EXERCISE AN OPTION TO PURCHASE AN ADDITIONAL FIFTY (50) CLEAN DIESEL TRANSIT BUSES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2023-62, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) entered into a contract with New Flyer of America Inc. to purchase one hundred and sixty (160) heavy duty 40-foot clean diesel transit buses for a maximum purchase price of \$126,588,000, with an option to purchase an additional fifty (50) clean diesel transit buses; and

WHEREAS, as METRO continues to increase its local bus service, additional clean diesel transit buses are required to meet this demand; and

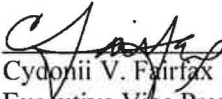
WHEREAS, in light of the foregoing, management recommends that METRO enter into a contract modification with New Flyer of America Inc. for METRO to exercise an option to purchase these additional fifty (50) clean diesel transit buses, and to increase the base contract amount by \$36,829,196.25, and an owner-controlled contingency of \$3,682,919.62, resulting in a new maximum amount of \$167,100,115.87.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to execute a contract modification with New Flyer of America Inc. for METRO to exercise an option to purchase an additional fifty (50) clean diesel transit buses, and to increase the base contract amount by \$36,829,196.25, and an owner-controlled contingency of \$3,682,919.62, resulting in a new maximum amount of \$167,100,115.87.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary

Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

APPROVING METRO'S FISCAL YEAR 2023 ANNUAL COMPREHENSIVE FINANCIAL REPORT, AND ACCEPTING KPMG LLP'S VERBAL REPORT ON METRO'S COMPLIANCE WITH SECTION 2256.023 OF THE TEXAS PUBLIC FUNDS INVESTMENT ACT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECTS

WHEREAS, KPMG LLP has completed an independent audit of the financial statements of the Metropolitan Transit Authority of Harris County, Texas ("METRO") for the fiscal year ended September 30, 2023, and the related notes to the financial statements (the "Financial Statements"), in accordance with the auditing standards generally accepted in the U.S. and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the U.S., and issued an unmodified audit opinion (the "Independent Auditor's Report") indicating that the Financial Statements present fairly, in all material respects, the financial position of METRO as of September 30, 2023, and the changes in financial position and cash flows thereof for the years then ended in accordance with U.S. generally accepted accounting principles ("GAAP"); and

WHEREAS, KPMG LLP has briefed the Board of the Directors on its audit of the Financial Statements and made various required communications; and

WHEREAS, management has prepared an Annual Comprehensive Financial Report for METRO for the fiscal year ended September 30, 2023 using GAAP, which includes the Independent Auditor's Report and the audited Financial Statements (the "ACFR"), and submitted the ACFR to the Board of Directors for approval; and

WHEREAS, in accordance with the METRO Bylaws and the Texas Transportation Code, the Board of Directors is required to make such audited financial statements available for public inspection and to deliver them to certain state officials; and

WHEREAS, Chapter 2256.023 of the Texas Public Funds Investment Act requires that the authorized investment officer for METRO prepare and submit a written report of investment transactions for the preceding reporting period to the Board of Directors not less than quarterly; and

WHEREAS, Chapter 2256.023 also requires that such reports be formally reviewed at least annually by an independent auditor if METRO invests in something other than mutual funds, CDs, investment pools, money market accounts, and that the auditor report the result of the review to the Board of Directors; and

WHEREAS, KPMG LLP has reviewed the monthly written investment reports that were provided by METRO's authorized investment officer to the Board of Directors for 2023, and verbally reported to the Board of Directors the results of its review in accordance with Section 2256.023 of the Texas Public Funds Investment Act.


NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby approves METRO's Fiscal Year 2023 Annual Comprehensive Financial Report (attached hereto as Exhibit A), and accepts KPMG LLP's verbal report regarding its review of METRO's compliance with Section 2256.023 of the Texas Public Funds Investment Act.

Section 2. The METRO Board of Directors hereby authorizes and directs the Interim President & CEO or his designee to post the Annual Comprehensive Financial Report on the METRO website to make it available for public inspection and to deliver and/or file such report with certain officials of the State of Texas, including the Governor, the Lieutenant Governor, the Speaker of the House of Representatives and the state auditor, and any oversight and/or other agencies and organizations as appropriate to comply with applicable rules, regulations and laws.

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 V. Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

APPROVING THE FISCAL YEAR 2024 POOL OF UNDERWRITERS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) engages underwriters to sell its debt in the open market; and

WHEREAS, METRO has compiled a list of pre-qualified underwriters based on the requirements specified in Request for Qualifications 1100003, from which it can select underwriters to perform such work; and

WHEREAS, the pool of pre-qualified underwriters is reviewed and updated annually for compliance to the standards of qualifications in Request for Qualifications 1100003; and

WHEREAS, thirty-three (33) underwriting firms have submitted their standards of qualifications for inclusion in METRO’s Fiscal Year 2024 pool of pre-qualified underwriters; and

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

Academy Securities  
American Veterans Groups  
Bancroft Capital  
BofA Securities, Inc.  
Blaylock Beal Van, LLC  
BOK Financial Securities, Inc.  
Cabrera Capital Markets  
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  
Truist  
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.  
UMB Bank, N.A.  
Wells Fargo Securities

NOW, THEREFORE, BE IT RESOLVED THAT:

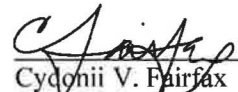
Section 1. The METRO Board of Directors hereby approves the following pool of pre-qualified underwriters from which METRO can engage to sell its debt in the open market:

Academy Securities  
American Veterans Groups  
Bancroft Capital  
BofA Securities, Inc.  
Blaylock Beal Van, LLC  
BOK Financial Securities, Inc.  
Cabrera Capital Markets  
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  
Truist  
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.  
UMB Bank, N.A.  
Wells Fargo Securities

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH AIRPORT VAN RENTAL, INC. TO PROVIDE MASTER LEASE SERVICES FOR METRO'S STAR VANPOOL PROGRAM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the STAR Vanpool Program of the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires master lease services including the supply of vehicles, insurance, maintenance and support services; and

WHEREAS, METRO issued a Request for Proposals for such master lease services and the proposal from Airport Van Rental, Inc. was determined to offer the most advantages and best overall value to METRO based on the evaluation criteria; and

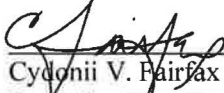
WHEREAS, management recommends that METRO enter into a three (3) year contract with two (2) options to extend the contract term for an additional one (1) year period with Airport Van Rental, Inc. to provide these master lease services for METRO's STAR Vanpool Program, with a maximum contract amount of \$24,024,443.58.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a three (3) year contract with two (2) options to extend the contract term for an additional one (1) year period with Airport Van Rental, Inc. to provide master lease services for METRO's STAR Vanpool Program, with a maximum contract amount of \$24,024,443.58.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH DIGITAL INTELLIGENCE SYSTEMS, LLC TO PROVIDE CONSULTING SERVICES FOR THE TRANSIT ASSET MANAGEMENT BAR CODING PROJECT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires consulting services to assist with the implementation of the Transit Asset Management bar coding project which aims to barcode all major facility maintenance assets; and

WHEREAS, the State of Texas Department of Information Resources (“DIR”) cooperative purchasing program has contracts for technology commodities and services that satisfy METRO’s competitive bidding requirements and can be used by METRO to procure such consulting services; and

WHEREAS, management recommends that METRO enter into a one (1) year contract with Digital Intelligence Systems, LLC through METRO’s participation in the DIR cooperative purchasing program to provide these consulting services for the Transit Asset Management bar coding project, with a maximum contract amount of \$214,042.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a one (1) year contract with Digital Intelligence Systems, LLC through METRO’s participation in the State of Texas Department of Information Resources cooperative purchasing program to provide consulting services for the Transit Asset Management bar coding project, with a maximum contract amount of \$214,042.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:



Jessica Gonzalez  
Assistant Secretary



Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO EXECUTE A CONTRACT WITH EACH OF WSP USA, INC., HDR ENGINEERING, INC., THE GOODMAN CORPORATION AND FOURSQUARE ITP FOR GENERAL PLANNING CONSULTING SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires general planning consulting services to support various METRONext initiatives, fleet management planning, HOV management, Title VI fare analysis and other projects as needed; and

WHEREAS, METRO issued a Request for Qualifications from providers of such general planning consulting services, and an evaluation committee determined that WSP USA, Inc., HDR Engineering, Inc., The Goodman Corporation, and Foursquare ITP were the most qualified firms of all those that submitted statements of qualifications; and

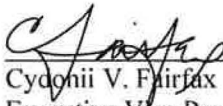
WHEREAS, management recommends that METRO enter into a three (3) year contract with one (1) option to extend the contract term for an additional one (1) year period to provide these general planning consulting services with each of WSP USA, Inc., HDR Engineering, Inc., The Goodman Corporation, and Foursquare ITP for a maximum contract amount of \$5,000,000, with an aggregate maximum contract amount of \$20,000,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to execute a three (3) year contract with one (1) option to extend the contract term for an additional one (1) year period to provide general planning consulting services with each of WSP USA, Inc., HDR Engineering, Inc., The Goodman Corporation, and Foursquare ITP for a maximum contract amount of \$5,000,000, with an aggregate maximum contract amount of \$20,000,000.

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.

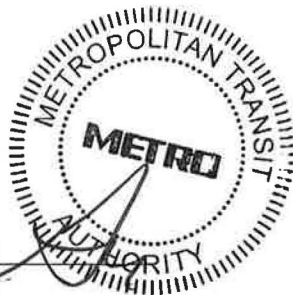


Cydonii V. Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary





Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE A CONTRACT WITH RDLR ARCHITECTS, INC. TO PROVIDE DESIGN SERVICES FOR THE RECONFIGURATION OF THE BUFFALO BAYOU FACILITY, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires design services for the reconfiguration of METRO’s Buffalo Bayou Facility as part of the City of Houston’s North Canal Channel project which will create a diversion channel to connect the White Oak Bayou to the Buffalo Bayou; and

WHEREAS, METRO issued a Request for Qualifications from providers of such design services, and an evaluation committee determined that RDLR Architects, Inc. was the most qualified firm of all those that submitted statements of qualifications; and

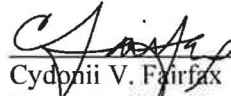
WHEREAS, management recommends that METRO negotiate the terms and conditions of a three (3) year contract with RDLR Architects, Inc. to provide these design services for the reconfiguration of METRO’s Buffalo Bayou Facility, with a maximum contract amount that is subject to further Board approval.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate the terms and conditions of a three (3) year contract with RDLR Architects, Inc. to provide design services for the reconfiguration of METRO’s Buffalo Bayou Facility, with a maximum contract amount that is subject to further Board approval.

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.




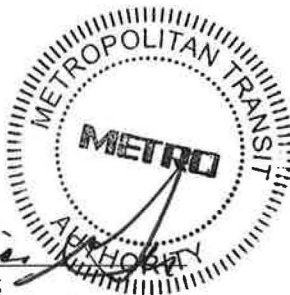
Cydonii V. Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:



Jessica Gonzalez  
Assistant Secretary



Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH USI SOUTHWEST FOR BROKER OF RECORD SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires broker of record services for the development, marketing, implementation and administration of various insurance programs and initiatives for METRO; and

WHEREAS, METRO issued a Request for Proposals for such broker of record services and the proposal from USI Southwest was determined to offer the most advantages and best overall value to METRO based on the evaluation criteria; and

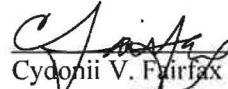
WHEREAS, management recommends that METRO enter into a three (3) year contract with two (2) options to extend the contract term for an additional one (1) year period with USI Southwest to provide these broker of record services, with a maximum contract amount of \$575,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a three (3) year contract with two (2) options to extend the contract term for an additional one (1) year period with USI Southwest to provide broker of record services, with a maximum contract amount of \$575,000.

Section 2. This Resolution is effective immediately upon passage.

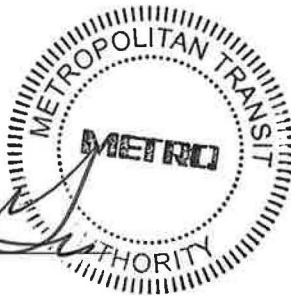
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii V. Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary

Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH DOC2E-FILE INC. FOR DIGITAL MAILROOM SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires digital mailroom services including electronic faxing, scanning, converting paper medical bills, legal documents, state forms and general correspondence to electronic form, and interfacing these forms with METRO’s Risk Management Information System; and

WHEREAS, METRO issued a Request for Proposals for such digital mailroom services and the proposal from Doc2e-file Inc. was determined to offer the most advantages and best overall value to METRO based on the evaluation criteria; and

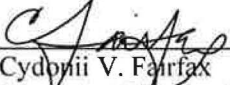
WHEREAS, management recommends that METRO enter into a three (3) year contract with two (2) options to extend the contract term for an additional one (1) year period with Doc2e-file Inc. to provide these digital mailroom services, with a maximum contract amount of \$315,400.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a three (3) year contract with two (2) options to extend the contract term for an additional one (1) year period with Doc2e-file Inc. to provide digital mailroom services, with a maximum contract amount of \$315,400.

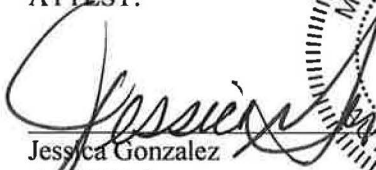
Section 2. This Resolution is effective immediately upon passage.


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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
\_\_\_\_\_  
Jessica Gonzalez  
Assistant Secretary



  
\_\_\_\_\_  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH AUTOARCH ARCHITECTS, LLC FOR SPACE MANAGEMENT ASSESSMENT SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires space management assessment services for METRO’s Administration Building to determine current working conditions and develop a strategy to optimize the existing workspace environment; and

WHEREAS, METRO issued a Request for Proposals for such space management assessment services and the proposal from AutoArch Architects, LLC was determined to offer the most advantages and best overall value to METRO based on the evaluation criteria; and

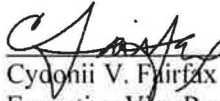
WHEREAS, management recommends that METRO enter into a one (1) year contract with AutoArch Architects, LLC to provide these space management assessment services for METRO’s Administration Building, with a maximum contract amount of \$297,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a one (1) year contract with AutoArch Architects, LLC to provide space management assessment services for METRO’s Administration Building, with a maximum contract amount of \$297,000.

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.

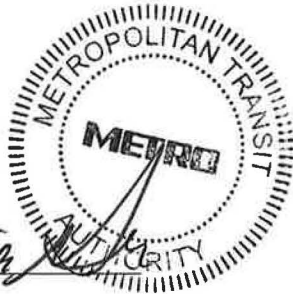
  
Cydonii V. Fairfax


Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN INTERLOCAL AGREEMENT WITH THE CITY OF CONROE TO EXTEND PARK AND RIDE SERVICE IN CONROE, TEXAS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2017-38, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) may contract with another governmental entity to operate and maintain bus service in communities that are not in METRO’s current service area if the costs are strictly borne by the governmental entity requesting bus service and certain terms and conditions in the policy are satisfied (the “METRO Bus Service Outside the METRO Service Area Policy” or “Policy”); and

WHEREAS, pursuant to Resolution 2018-142, METRO and the City of Conroe entered into an interlocal agreement for METRO to provide commuter service from a park and ride facility within the City of Conroe to various destinations in Houston, Texas in accordance with the Policy; and

WHEREAS, the interlocal agreement is scheduled to expire and the City of Conroe has requested that METRO continue operating such service; and

WHEREAS, management recommends that METRO enter into a one (1) year interlocal agreement with two (2) options to extend the contract term for an additional one (1) year period with the City of Conroe for METRO to continue providing park and ride service in Conroe, Texas, and to increase the annual pricing for such services in the first year to a maximum amount of \$687,709.76 for two (2) trips or \$1,049,193.71 for three (3) morning and afternoon peak direction trips respectively, to reflect the current ridership and fare revenue levels on the route.

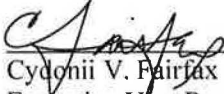
NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a one (1) year interlocal agreement with two (2) options to extend the contract term for an additional one (1) year period with the City of Conroe for METRO to continue providing park and ride service in Conroe, Texas, and to increase the annual pricing for such services in the first year to a

maximum amount of \$687,709.76 for two (2) trips or \$1,049,193.71 for three (3) morning and afternoon peak direction trips respectively, to reflect the current ridership and fare revenue levels on the route.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary

The seal of the Metropolitan Transit Authority is a circular emblem. It features a dotted outer ring with the words "METROPOLITAN TRANSIT" at the top and "AUTHORITY" at the bottom. In the center, the word "METRO" is written in a bold, sans-serif font, with a stylized graphic element resembling a train or a path passing through it.

  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SOLE SOURCE CONTRACT WITH SIEMENS MOBILITY, INC. FOR THE PURCHASE OF A SET OF DUMMY DOLLIES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires the purchase of one (1) set of dummy dollies for its light rail vehicles; and

WHEREAS, Siemens Mobility, Inc. is the only firm that can provide dummy dollies that are compatible with METRO’s existing light rail vehicles; and

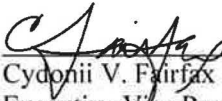
WHEREAS, in light of the foregoing, management recommends that METRO enter into a sole source contract with Siemens Mobility, Inc. for METRO to purchase one (1) set of dummy dollies for its light rail vehicles, with a maximum contract amount of \$109,480.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a sole source contract with Siemens Mobility, Inc. for METRO to purchase one (1) set of dummy dollies for its light rail vehicles, with a maximum contract amount of \$109,480.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary  
Elizabeth Gonzalez Brock  
Chair

A RESOLUTION

AUTHORIZING THE INTERIM PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT MODIFICATION WITH ENTERPRISE FLEET MANAGEMENT TO EXERCISE AN OPTION TO PURCHASE FORTY-NINE (49) LEASE VEHICLES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolutions 2018-131 and 2023-96, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) entered into a master lease agreement with Enterprise Fleet Management for the lease of non-revenue vehicles, with an option to purchase the lease vehicles at the end of the lease term; and

WHEREAS, part of the master lease agreement is set to expire in April of 2024, and METRO desires to purchase forty-nine (49) lease vehicles; and


WHEREAS, based on the foregoing, management recommends that METRO enter into a modification of the existing contract with Enterprise Fleet Management to exercise an option to purchase these forty-nine (49) lease vehicles, with a maximum contract amount of \$356,075.61.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the Interim President & CEO to negotiate and execute a modification of the existing contract with Enterprise Fleet Management to exercise an option to purchase forty-nine (49) lease vehicles, with a maximum contract amount of \$356,075.61.

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 28<sup>th</sup> day of March, 2024  
APPROVED this 28<sup>th</sup> day of March, 2024

ATTEST:

  
Jessica Gonzalez  
Assistant Secretary



  
Elizabeth Gonzalez Brock  
Chair