

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH MV TRANSPORTATION, INC. TO PROVIDE TURNKEY OPERATION SERVICES FOR THE METROLIFT MINIVAN PROGRAM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires turnkey operation services for the METROLift minivan program, including the hiring and training of operators, maintenance of the minivans, and other administrative functions; and

WHEREAS, METRO issued a Request for Proposals for such turnkey operation services and the proposal from MV Transportation, 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 subject to further Board approval with MV Transportation, Inc. to provide these turnkey operation services for the METROLift minivan program, with a maximum contract amount of \$161,366,142, which does not include the optional periods.

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 subject to further Board approval with MV Transportation, Inc. to provide turnkey operation services for the METROLift minivan program, with a maximum contract amount of \$161,366,142, which does not include the optional periods.

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.

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Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST:



Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH EACH OF BRIAN SMITH CONSTRUCTION INSPECTION, CONSOR ENGINEERS, LLC, EJES, INC., ISANI CONSULTANTS, LP, ARCADIS US, INC., AND LLOYD, SMITHA & ASSOCIATES, LLC FOR CONSTRUCTION MANAGEMENT SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires construction management services for its universal accessibility general construction projects and for its universal accessibility BOOST projects; and

WHEREAS, METRO issued a Request for Qualifications for such construction management services for its universal accessibility general construction projects and Brian Smith Construction Inspection, CONSOR Engineers, LLC, and EJES, Inc. were determined by an evaluation committee to be the most highly qualified firms that submitted a proposal based on the evaluation criteria; and

WHEREAS, METRO also issued a Request for Qualifications for such construction management services for its universal accessibility BOOST Projects and Isani Consultants, LP, Arcadis US, Inc., and Lloyd, Smitha & Associates, LLC were determined by an evaluation committee to be the most highly qualified firms that submitted a proposal based on the evaluation criteria; and

WHEREAS, management recommends that METRO enter into a four (4) year contract with one (1) option to extend the contract term for an additional one (1) year period with each of Brian Smith Construction Inspection for a maximum contract amount of \$2,000,000, CONSOR Engineers, LLC for a maximum contract amount of \$2,000,000, and EJES, Inc. for a maximum contract amount of \$2,000,000 to provide these construction management services for METRO's universal accessibility general construction projects; and

WHEREAS, management further recommends that METRO enter into a four (4) year contract with one (1) option to extend the contract term for an additional one (1) year period with each of Isani Consultants, LP for a maximum contract amount of \$3,000,000, Arcadis US, Inc. for a maximum contract amount of \$3,000,000, and Lloyd, Smitha & Associates, LLC for a maximum contract amount of

\$3,000,000 to provide these construction management services for METRO's universal accessibility BOOST projects.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a four (4) year contract with one (1) option to extend the contract term for an additional one (1) year period with each of Brian Smith Construction Inspection for a maximum contract amount of \$2,000,000, CONSOR Engineers, LLC for a maximum contract amount of \$2,000,000, and EJES, Inc. for a maximum contract amount of \$2,000,000 to provide construction management services for METRO's universal accessibility general construction projects.

Section 2. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a four (4) year contract with one (1) option to extend the contract term for an additional one (1) year period with each of Isani Consultants, LP for a maximum contract amount of \$3,000,000, Arcadis US, Inc. for a maximum contract amount of \$3,000,000, and Lloyd, Smitha & Associates, LLC for a maximum contract amount of \$3,000,000 to provide construction management services for METRO's universal accessibility BOOST projects.

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 Fairfax
Executive Vice President & General Counsel

PASSED this 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST:


Recca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

APPROVING AND ACCEPTING THE JANUARY 2021 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 January 2021; 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 December 31, 2020, the January 2021 Sales & Use Tax Report, the December 2020 Investment Report, the December 2020 Debt Report, the December 2020 Monthly Performance Report, and the Monthly Report of the Chief Financial Officer dated January 21, 2021 (collectively, the "Finance and Audit materials"); and

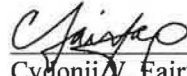
WHEREAS, the Board of Directors has reviewed such materials, including the December 2020 Investment Report.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves and accepts the January 2021 Finance and Audit Committee, Administration Committee, Capital and Strategic Planning Committee and Public Safety, Customer Service & Operations Committee monthly reports and the Finance and Audit materials, including the December 2020 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.



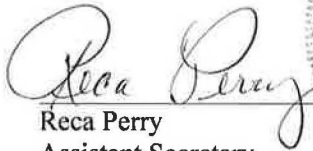
Cydonii V. Fairfax

Executive Vice President & General Counsel

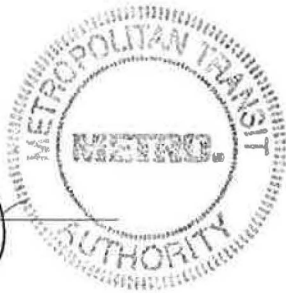
PASSED this 28th day of January, 2021

APPROVED this 28th day of January, 2021

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE SIX CONTRACTS WITH MBN ENTERPRISES, LLC TO PROVIDE CONSTRUCTION SERVICES FOR UNIVERSAL ACCESSIBILITY IMPROVEMENTS TO BUS STOPS IN ZONES 1-6, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires construction services for universal accessibility improvements to bus stops in Zones 1-6 of the METRO service area in order to enhance the overall customer experience by facilitating safe, clean and accessible transportation; and

WHEREAS, METRO issued an Invitation for Bids for such construction services and MBN Enterprises, LLC was the lowest responsive and responsible bidder for each zone of all those that submitted bids; and

WHEREAS, management recommends that METRO enter into six (6) two (2) year contracts with MBN Enterprises, LLC to provide these construction services for universal accessibility improvements to bus stops in Zones 1-6 of the METRO service area, with a maximum contract amount of \$3,093,002.22 for Zone 1, which includes a contingency amount of \$360,000, \$4,153,862.04 for Zone 2, which includes a contingency amount of \$483,000, \$2,899,841.04 for Zone 3, which includes a contingency amount of \$220,000, \$3,928,774.51 for Zone 4, which includes a contingency amount of \$450,000, \$4,002,505.55 for Zone 5, which includes a contingency amount of \$510,000, and \$4,516,382.66 for Zone 6, which includes a contingency amount of \$550,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to execute six (6) two (2) year contracts with MBN Enterprises, LLC to provide construction services for universal accessibility improvements to bus stops in Zones 1-6 of the METRO service area, with a maximum contract amount of \$3,093,002.22 for Zone 1, which includes a contingency amount of \$360,000, \$4,153,862.04 for Zone 2, which includes a contingency amount of \$483,000, \$2,899,841.04 for Zone 3, which includes a contingency amount of \$220,000, \$3,928,774.51 for Zone 4, which includes a contingency amount of

\$450,000, \$4,002,505.55 for Zone 5, which includes a contingency amount of \$510,000, and \$4,516,382.66 for Zone 6, which includes a contingency of \$550,000.

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

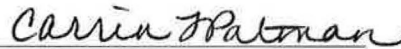
PASSED this 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST:



Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A CONTRACT WITH PRCHOU, LLC TO PROVIDE TRAFFIC SIGNAL MAST ARM UPGRADES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires upgrades to the traffic signal mast arms along twelve (12) locations in Downtown Houston as part of METRO's initiative to improve safety; and

WHEREAS, METRO issued an Invitation for Bids for such upgrade services and PRCHOU, LLC was the lowest responsive and responsible bidder of all those that submitted bids; and

WHEREAS, management recommends that METRO enter into a contract with PRCHOU, LLC to provide these upgrades to the traffic signal mast arms along twelve (12) locations in Downtown Houston, with a maximum contract amount of \$1,531,587.20, which includes a ten percent (10%) owner-controlled contingency of \$139,235.20.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to execute a contract with PRCHOU, LLC to provide upgrades to the traffic signal mast arms along twelve (12) locations in Downtown Houston, with a maximum contract amount of \$1,531,587.20, which includes a ten percent (10%) owner-controlled contingency of \$139,235.20.

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 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST:


Recca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN AMENDMENT TO METRO'S EXISTING COMMERCIAL PAPER LIQUIDITY FACILITY WITH EACH OF JPMORGAN CHASE BANK AND STATE STREET BANK TO EXTEND THE CONTRACT TERM, TO REALLOCATE METRO'S OUTSTANDING COMMERCIAL PAPER DEBT, AND TO APPOINT ARTHUR C. SMILEY III AND THOMAS C. LAMBERT AS AUTHORIZED REPRESENTATIVES TO TAKE ANY ACTIONS NECESSARY TO EFFECT THE FOREGOING AND TO EXECUTE ALL RELATED DOCUMENTS; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") currently has \$109,500,000 in commercial paper debt outstanding with a maximum maturity of two hundred and seventy (270) days; and

WHEREAS, METRO's commercial paper program is supported by lines of credit with JPMorgan Chase Bank for \$140,000,000 and State Street Bank for \$25,000,000, which are set to expire on June 30, 2021; and

WHEREAS, based on the foregoing, management recommends that METRO amend its existing commercial paper facility with JPMorgan Chase Bank to extend the term of the contract for an additional two (2) years and to reduce the capacity of METRO's outstanding commercial paper debt from \$140,000,000 to \$90,000,000; and

WHEREAS, management also recommends that METRO amend its existing commercial paper facility with State Street Bank to extend the term of the contract for an additional three (3) years and to increase the capacity of METRO's outstanding commercial paper debt from \$25,000,000 to \$75,000,000; and

WHEREAS, management further recommends that METRO appoint Arthur C. Smiley III and Thomas C. Lambert as authorized representatives to take any actions necessary to effect the foregoing and to execute all related documents.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute an amendment to METRO's existing commercial paper facility with JPMorgan Chase Bank to extend the term of the contract for an additional two (2) years and to reduce the capacity of METRO's outstanding commercial paper debt from \$140,000,000 to \$90,000,000.

Section 2. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute an amendment to METRO's existing commercial paper facility with State Street Bank to extend the term of the contract for an additional three (3) years and to increase the capacity of METRO's outstanding commercial paper debt from \$25,000,000 to \$75,000,000.

Section 3. Arthur C. Smiley and Thomas C. Lambert are hereby appointed as authorized representatives to take any actions necessary to effect the foregoing and to execute all related documents, including to make or approve such revisions, additions, deletions, and variations to this Resolution in the judgment of the authorized representatives, and in the opinion of Co-Bond Counsel to METRO, may be necessary or convenient to carry out or assist in carrying out the purposes of this Resolution, or as may be required for any approval of the debt by the Attorney General of Texas.


Section 4. This Resolution is effective immediately upon passage.

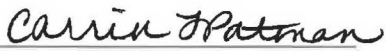
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.


Cydonia Fairfax
Executive Vice President & General Counsel

PASSED this 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST


Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

APPROVING AND ADOPTING REVISIONS AND UPDATES TO METRO'S PROCUREMENT MANUAL, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") Procurement Manual is routinely reviewed and updated for changes in law or administrative revisions; and

WHEREAS, management recommends METRO's Procurement Manual be revised to increase the sole source solicitation threshold amount from \$25,000 to \$50,000 to be consistent with current procurement requirements in Chapter 451 of the Texas Transportation Code, to add methods of procurement for construction services in accordance with Chapter 2269 of the Texas Government Code, *Contracting and Delivery Procedures for Construction Projects*, and make other administrative updates, as outlined in Exhibit A attached hereto.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby approves and adopts the proposed revisions and updates to METRO's Procurement Manual as outlined in Exhibit A attached hereto.

Section 2. This Resolution is effective immediately upon passage.

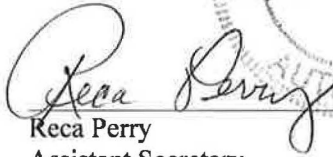
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Cydonii Fairfax

Executive Vice President & General Counsel

PASSED this 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST:


Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SOLE SOURCE CONTRACT WITH FLEETWATCH BY S&A SYSTEMS TO PROVIDE SOFTWARE UPDATES AND HARDWARE REFURBISHING SERVICES FOR METRO'S FUEL DISPENSING AND TRACKING SYSTEM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") has a fuel dispensing and tracking system to automate the collection and reporting of fuel dispensing quantities, vehicle miles and fault code tracking for its fleet of buses; and

WHEREAS, the fuel dispensing and tracking system requires software updates and hardware refurbishing services to sustain system reliability and improve system communications with late-model vehicle operating systems; and

WHEREAS, Fleetwatch by S&A Systems is the sole owner of the intellectual property and the exclusive provider of the fuel dispensing and tracking system; and

WHEREAS, based on the foregoing, management recommends that METRO enter into a sole source contract with Fleetwatch by S&A Systems to provide these software updates and hardware refurbishing services for METRO's fuel dispensing and tracking system, with a maximum contract amount of \$202,466, which includes a ten percent (10%) owner-controlled contingency.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a sole source contract with Fleetwatch by S&A Systems to provide software updates and hardware refurbishing services for METRO's fuel dispensing and tracking system, with a maximum contract amount of \$202,466, which includes a ten percent (10%) owner-controlled contingency.

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 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST:



Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH EACH OF MOHAWK LIFTS AND BRIGGS EQUIPMENT INC. FOR THE PURCHASE OF CERTAIN TOOLS AND EQUIPMENT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires the purchase of certain tools and equipment to support METRO's maintenance department; and

WHEREAS, pursuant to Resolution 1998-148, the Board of Directors authorized METRO to enter into an Intergovernmental Agreement with the Houston-Galveston Area Council ("H-GAC") for participation in H-GAC's Cooperative Purchasing Program, which program satisfies METRO's procurement requirements; and

WHEREAS, pursuant to Resolution 2003-66, METRO is also a participant in a cooperative purchasing program with the Texas Local Government Purchasing Cooperative ("Cooperative"), pursuant to which it may utilize the BuyBoard online purchasing system to purchase various products, equipment and services; and

WHEREAS, purchases through the BuyBoard online purchasing system satisfy METRO's procurement requirements because the Cooperative's underlying contracts with the vendors of the BuyBoard are competitively procured; and

WHEREAS, management recommends that METRO enter into a contract using the cooperative purchasing schedule under H-GAC's Cooperative Purchasing Program with Mohawk Lifts to purchase one (1) tire changer and one (1) tire balancer, with a maximum contract amount of \$51,166.15; and

WHEREAS, management further recommends that METRO enter into a contract with BRIGGS Equipment Inc. through METRO's participation in the BuyBoard online purchasing system to purchase twenty (20) stock chasers, one (1) forklift, seven (7) burden carriers with a 4-wheel cart, and five (5) burden carriers with a van body, with a maximum contract amount of \$407,188.80.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract using the cooperative purchasing schedule under H-GAC's Cooperative Purchasing Program with Mohawk Lifts to purchase one (1) tire changer and one (1) tire balancer, with a maximum contract amount of \$51,166.15.

Section 2. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract with BRIGGS Equipment Inc. through METRO's participation in the BuyBoard online purchasing system to purchase twenty (20) stock chasers, one (1) forklift, seven (7) burden carriers with a 4-wheel cart, and five (5) burden carriers with a van body, with a maximum contract amount of \$407,188.80.

Section 3. This Resolution is effective immediately upon passage.

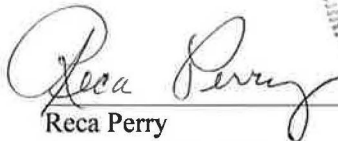
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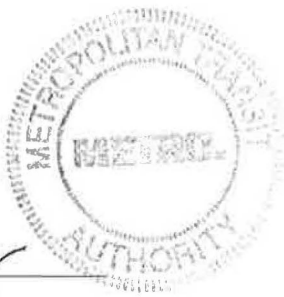
Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 28th day of January, 2021
APPROVED this 28th day of January, 2021

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair