

A RESOLUTION

APPROVING AND ACCEPTING THE FEBRUARY 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 February 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 January 31, 2021, the February 2021 Sales & Use Tax Report, the January 2021 Investment Report, the January 2021 Debt Report, the January 2021 Monthly Performance Report, and the Monthly Report of the Chief Financial Officer dated February 22, 2021 (collectively, the "Finance and Audit materials"); and


WHEREAS, the Board of Directors has reviewed such materials, including the January 2021 Investment Report.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves and accepts the February 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 January 2021 Investment Report.

Section 2. This Resolution is effective immediately upon passage.

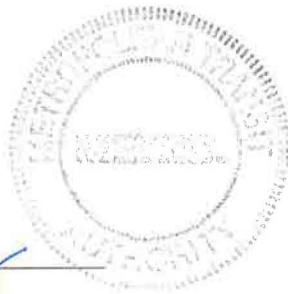
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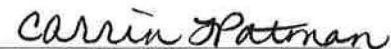
  
Cydonii V. Fairfax  
Executive Vice President & General Counsel

PASSED this 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
Reca Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

A RESOLUTION

APPROVING AND ADOPTING AN AMENDMENT TO METRO'S DEBT POLICY TO ALLOW FOR THE USE OF DEBT INSTRUMENTS FOR NON-CAPITAL RELATED OPERATING EXPENSES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2005-48, the Metropolitan Transit Authority of Harris County, Texas ("METRO") Board of Directors ("Board of Directors") approved a Debt Policy to establish guidelines for the utilization of debt instruments; and

WHEREAS, the Debt Policy currently restricts the use of debt instruments to finance capital assets, infrastructure improvements and additions, refunding or defeasing existing obligations, and funding capitalized interest, costs of issuance or making deposits to reserve funds and other funds required or provided for in such debt instruments; and

WHEREAS, management recommends that METRO amend the Debt Policy to allow for the use of debt instruments for non-capital related operating expenses, as outlined in Exhibit A attached hereto.


NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves and adopts an amendment to METRO's Debt Policy to allow for the use of debt instruments for non-capital related operating expenses, as outlined in Exhibit A attached hereto.

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.

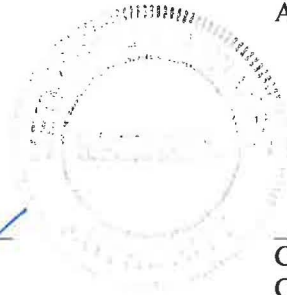
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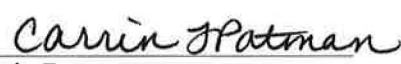
  
Cydonii Fairfax  
Executive Vice President & General Counsel

PASSED this 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
Recca Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

A RESOLUTION

ACKNOWLEDGING RECEIPT OF METRO'S QUADRENNIAL STATE PERFORMANCE AUDIT REPORT FOR FISCAL YEARS 2016-2019 PREPARED BY WEAVER & TIDWELL, L.L.P. AND AUTHORIZING DELIVERY OF THE REPORT TO REQUIRED OFFICIALS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, Section 451.454 of the Texas Transportation Code requires that the Metropolitan Transit Authority of Harris County, Texas ("METRO") engage an independent auditor that has experience in reviewing the performance of transit agencies to complete a performance audit every four years ("Quadrennial Audit"); and

WHEREAS, the Quadrennial Audit must include an examination of METRO's compliance with Chapter 451 of the Texas Transportation Code and other state laws; a review of state-defined performance indicators; and a performance audit of one of three specific areas- transit operations, system maintenance or administration/management; and

WHEREAS, the audit firm of Weaver & Tidwell, L.L.P. has completed the Quadrennial Audit and has issued a final report for the audit period of Fiscal Years 2016-2019 and management has responded to its findings; and

WHEREAS, METRO has made copies of the report available for public inspection and will conduct a public hearing in accordance with Section 451.456 of the Texas Transportation Code; and

WHEREAS, the final audit findings and responses are required to be delivered to required government officials in accordance with Section 451.457 of the Texas Transportation Code.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby acknowledges receipt of METRO's Quadrennial State Performance Audit Report for Fiscal Years 2016-2019 prepared by Weaver & Tidwell, L.L.P. and authorizes management to deliver a copy of the report to the required government officials.

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.

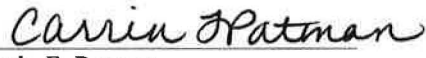
  
Cydonii Fairfax  
Executive Vice President & General Counsel

PASSED this 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
Recca Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO DIRECT AND APPROVE ALL ADMINISTRATIVE AND GRANT ACTIONS AS NECESSARY TO RECEIVE APPROPRIATIONS UNDER THE CORONAVIRUS RESPONSE AND RELIEF SUPPLEMENTAL APPROPRIATIONS ACT OF 2021 AND OTHER FEDERAL LAWS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, on December 27, 2020, the Coronavirus Response and Relief Supplemental Appropriations Act of 2021 ("CRRSAA") was signed into law and the Federal Transit Administration has subsequently allocated \$153,492,780 to the Section 5307 grant program and \$615,514 to the Section 5310 grant program for the Houston Urbanized Area from such CRRSAA appropriations; and

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") is a designated recipient of the Houston Urbanized Area and desires to apply for and use these CRRSAA funds for eligible expenses incurred on or after January 20, 2020; and

WHEREAS, CRRSAA funding does not expire but grantees are expected to use the funds expeditiously to address the COVID-19 public health emergency; and

WHEREAS, management recommends that the METRO Board of Directors ("Board of Directors") authorize the President & CEO to approve the use of CRRSAA funds, submit grant applications, conduct administrative actions as required, sub-allocate funds to regional transit providers, and execute subsequent FTA grant agreements as it pertains to the referenced grants and provide similar authority to the President & CEO for any future federal appropriations made available to METRO, unless such laws require additional Board approval.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the President & CEO to approve the use of the Coronavirus Response and Relief Supplemental Appropriations Act of 2021 funds, submit grant applications, conduct administrative actions as required, sub-allocate funds to regional transit providers, and execute subsequent FTA grant agreements as it pertains to the referenced grants and provide similar

authority to the President & CEO for any future federal appropriations made available to METRO, unless such laws require additional 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 Fairfax  
Executive Vice President & General Counsel

PASSED this 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:



Recca Perry  
Assistant Secretary



Carrin F. Patman  
Chair



A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH EASYMILE FOR THE DEVELOPMENT OF THE HOUSTON METRO SHUTTLE OF THE FUTURE THROUGH THE FEDERAL TRANSIT ADMINISTRATION ACCELERATING INNOVATIVE MOBILITY RESEARCH GRANT PROGRAM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, in August of 2020, the Metropolitan Transit Authority of Harris County, Texas ("METRO") was awarded a \$1,473,435 Accelerating Innovative Mobility ("AIM") research grant by the Federal Transit Administration ("FTA") which would allow METRO to develop and demonstrate a mid-size Level 4 autonomous zero emission shuttle, that is fully compliant with the American with Disabilities Act ("ADA"), National Highway Transportation Safety Administration ("NHTSA") and Buy America requirements, to serve as a first/last mile community connector to those areas with limited transit options ("Houston METRO Shuttle of the Future"); and

WHEREAS, EasyMile and their subcontractors, Phoenix Motorcars and AECOM, were named as key partners in METRO's AIM grant application to provide the development, project management and partial funding for the Houston METRO Shuttle of the Future research project and the FTA's award of the grant is contingent upon the participation of such key partners; and

WHEREAS, under the AIM research grant, the cost share for METRO is \$365,500, for the key partners is \$518,500, and for the FTA is \$1,473,435, for a total project cost of \$2,357,435; and

WHEREAS, based on the foregoing, management recommends that METRO enter into a three (3) year contract with EasyMile for the development, project management and cost sharing arrangement for the Houston METRO Shuttle of the Future indicated above, for a maximum contract amount not-to-exceed \$2,357,435.


NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a three (3) year contract with EasyMile regarding the development, project management and cost sharing arrangement for the Houston METRO Shuttle of the Future through the Federal Transit

Administration Accelerating Innovative Mobility research grant program, for a maximum contract amount not-to-exceed \$2,357,435.

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 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
\_\_\_\_\_  
Recca Perry  
Assistant Secretary



  
\_\_\_\_\_  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE MULTIPLE CONTRACTS THROUGH METRO'S PARTICIPATION IN THE CHOICE PARTNERS NATIONAL PURCHASING COOPERATIVE FOR TEMPORARY STAFFING SERVICES TO PROVIDE TEMPERATURE SCREENINGS AND SYMPTOM CHECKS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, as part of additional measures taken by the Metropolitan Transit Authority of Harris County, Texas ("METRO") to address the COVID-19 pandemic, METRO requires temporary staffing services to provide temperature screenings and symptom checks for all employees and contractors entering METRO facilities through September 30, 2021; and

WHEREAS, METRO executed an Interlocal Agreement with the Harris County Department of Education to participate in the Choice Partners National Purchasing Cooperative ("Cooperative") for access to contracts for various commodities and services that satisfy competitive bidding requirements; and

WHEREAS, management recommends that METRO enter into multiple contracts through the Cooperative for these temporary staffing services to provide temperature screenings and symptom checks for all employees and contractors entering METRO facilities through September 30, 2021, for an aggregate amount not-to-exceed \$1,011,000; and

WHEREAS, the vendors may include, but are not limited to, the following through the Cooperative: Lane Staffing, ExecuTeam, The Spearhead Group, and Pro Staff.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute multiple contracts through the Choice Partners National Purchasing Cooperative for temporary staffing services to provide temperature screenings and symptom checks for all employees and contractors entering METRO facilities through September 30, 2021, for an aggregate amount not-to-exceed \$1,011,000.

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 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
Recca Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A CONTRACT WITH V&A CONSULTING ENGINEERS, INC. TO PROVIDE CORROSION CONTROL TESTING SERVICES ON AN AS-NEEDED BASIS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2020-98, the Metropolitan Transit Authority of Harris County, Texas ("METRO") Board of Directors ("Board of Directors") approved V&A Consulting Engineers, Inc. ("Contractor") as the most highly qualified offeror and authorized the President & CEO to negotiate a contract with Contractor to provide corrosion control testing services on an as-needed basis; and

WHEREAS, after several negotiation sessions and an audit of the proposed rates, METRO and Contractor have agreed to final labor rates which METRO has concluded are fair and reasonable; and


WHEREAS, based on the foregoing, 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 with Contractor to provide these corrosion control testing services for the METRORail on an as-needed basis, with a maximum contract amount of \$1,000,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the 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 with V&A Consulting Engineers, Inc. to provide corrosion control testing services for the METRORail on an as-needed basis, with a maximum contract amount of \$1,000,000.


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.

  
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Cydonii Fairfax  
Executive Vice President & General Counsel

PASSED this 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
\_\_\_\_\_  
Recca Perry  
Assistant Secretary

  
\_\_\_\_\_  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO RENEW METRO'S ALL-RISK PROPERTY INSURANCE POLICY WITH FM GLOBAL, AND TERRORISM INSURANCE POLICY AND WINDSTORM DEDUCTIBLE BUY DOWN INSURANCE POLICY WITH VARIOUS LLOYDS OF LONDON SYNDICATE INSURERS AND ARCH INSURANCE COMPANY, AND PURCHASE EXCESS WINDSTORM WITH SRU INSURANCE COMPANY AND AXIS INSURANCE COMPANY AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires all-risk property insurance to cover its rail equipment, buses, and certain other assets and its current all-risk property insurance policy with FM Global expires on March 1, 2021; and

WHEREAS, METRO may renew its all-risk property insurance policy but excess windstorm insurance will be required for the METRO Administration Building located at 1900 Main Street to offset sub-limits under the renewal terms; and

WHEREAS, METRO also requires terrorism insurance to cover its rail equipment, buses, and certain other assets and its current terrorism insurance policy with FM Global expires on March 1, 2021; and

WHEREAS, METRO additionally requires windstorm deductible buy down insurance to cover METRO's top twelve (12) operating locations and its current windstorm deductible buy down insurance policy with various Lloyds of London syndicate insurers expires on March 1, 2021; and

WHEREAS, management recommends that METRO make a maximum premium payment of \$3,391,843 to FM Global to renew its all-risk property insurance policy for one (1) year, with flood insurance limits of \$30,000,000, windstorm sublimit of \$10,000,000 at the METRO Administration Building, policy limits of \$500,000,000, and a \$250,000 all other peril deductible per insured location; and

WHEREAS, management also recommends that METRO make a maximum premium payment of \$152,141.25 to SRU Insurance Company and Axis Insurance Company to purchase excess windstorm insurance for the METRO Administration Building located at 1900 Main Street for one (1) year, with policy limits of \$50,000,000; and

WHEREAS, management also recommends that METRO make a maximum premium payment of \$107,548.13 to various Lloyds of London syndicate insurers to renew its terrorism insurance policy for one (1) year, with a policy limit of \$500,000,000, and a maximum premium payment amount of \$488,688.19 to various Lloyds of London syndicate insurers and Arch Insurance Company to renew its windstorm deductible buy down insurance policy for one (1) year, with a policy limit of \$6,000,000, and a \$1,000,000 deductible per event.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to make a maximum premium payment of \$3,391,843 to FM Global to renew METRO's all-risk property insurance policy for an additional one (1) year period, with flood insurance limits of \$30,000,000, policy limits of \$500,000,000, windstorm sublimit of \$10,000,000 at the METRO Administration Building located at 1900 Main Street and a \$250,000 all other peril deductible per insured location.


Section 2. The METRO Board of Directors hereby authorizes the President & CEO to make a maximum premium payment of \$152,141.25 to SRU Insurance Company and Axis Insurance Company to purchase excess windstorm insurance for the METRO Main Building located at 1900 Main Street for a one-year period, with policy limits of \$50,000,000.

Section 3. The METRO Board of Directors hereby authorizes the President & CEO to make a maximum premium payment of \$107,548.13 to various Lloyds of London syndicate insurers to renew METRO's terrorism insurance policy for an additional one (1) year period, with policy limits of \$500,000,000 and a maximum premium payment amount of \$488,688.19 to various Lloyds of London syndicate insurers and Arch Insurance Company to renew METRO's windstorm deductible buy down insurance policy for an additional one (1) year period, with a policy limit of \$6,000,000, and a \$1,000,000 deductible per event.

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.

  
Cydonii Fairfax  
Executive Vice President & General Counsel

PASSED this 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
Recca Perry  
Assistant Secretary

  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE METRO CHIEF OF POLICE TO DIRECT AND APPROVE ALL ADMINISTRATIVE AND GRANT ACTIONS AS NECESSARY RELATING TO A HOUSTON URBAN AREA SECURITY INITIATIVE GRANT TO PURCHASE ACTIVE SHOOTER TRAINING EQUIPMENT FOR THE METRO POLICE DEPARTMENT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Houston Urban Area Security Initiative (“UASI”) is offering a grant award in the amount of \$42,081 for the purchase of active shooter training equipment as part of its program to address the risk-driven and capabilities-based planning, organization, equipment, training and exercise needs of high threat and high density urban areas for the prevention, protection, mitigation and response to acts of terrorism (“Grant Number 4124701”); and

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) desires to apply for and use these UASI funds to purchase active shooter training equipment for the METRO Police Department for use in 2021; and

WHEREAS, the UASI grant is 100% grant funded and requires zero matching funds from METRO; and

WHEREAS, METRO agrees that in the event of loss or misuse of the UASI funds, METRO assures that the funds will be returned to the UASI in full; and


WHEREAS, based on the foregoing, management recommends that the METRO Board of Directors (“Board of Directors”) authorize the METRO Chief of Police to direct and approve all administrative and grant actions as necessary relating to Grant Number 4124701 to purchase active shooter training equipment for the METRO Police Department in the amount of \$42,081.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the METRO Chief of Police to direct and approve all administrative and grant actions as necessary relating to the Houston Urban Area Security Initiative Grant Number 4124701 to purchase active shooter training equipment for the METRO Police Department in the amount of \$42,081.


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.

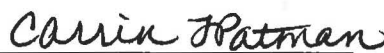
  
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Cydonii Fairfax  
Executive Vice President & General Counsel

PASSED this 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:

  
\_\_\_\_\_  
Recca Perry  
Assistant Secretary



  
\_\_\_\_\_  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE METRO CHIEF OF POLICE TO DIRECT AND APPROVE ALL ADMINISTRATIVE AND GRANT ACTIONS AS NECESSARY RELATING TO A HOUSTON URBAN AREA SECURITY INITIATIVE GRANT TO PURCHASE TWO (2) PORTABLE X-RAY SYSTEMS AND RELATED EQUIPMENT FOR THE METRO POLICE DEPARTMENT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Houston Urban Area Security Initiative ("UASI") is offering a grant award in the amount of \$100,000 for the purchase of two (2) portable X-ray systems and related equipment as part of its program to address the risk-driven and capabilities-based planning, organization, equipment, training and exercise needs of high threat and high density urban areas for the prevention, protection, mitigation and response to acts of terrorism ("Grant Number 4124601") ; and

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") desires to apply for and use these UASI funds to purchase two (2) portable X-ray systems and related equipment for the METRO Police Department for 2021; and

WHEREAS, the UASI grant is 100% grant funded and requires zero matching funds from METRO; and

WHEREAS, METRO agrees that in the event of loss or misuse of the UASI funds, METRO assures that the funds will be returned to the UASI in full; and

WHEREAS, based on the foregoing, management recommends that the METRO Board of Directors ("Board of Directors") authorize the METRO Chief of Police to direct and approve all administrative and grant actions as necessary relating to Grant Number 4124601 to purchase two (2) portable X-ray systems and related equipment for the METRO Police Department in the amount of \$100,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the METRO Chief of Police to direct and approve all administrative and grant actions as necessary relating to the Houston Urban Area Security

Initiative Grant Number 4124601 to purchase two (2) portable X-ray systems and related equipment for the METRO Police Department in the amount of \$100,000.

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 25<sup>th</sup> day of February, 2021  
APPROVED this 25<sup>th</sup> day of February, 2021

ATTEST:



Recca Perry  
Assistant Secretary



Carrin F. Patman  
Chair