

A RESOLUTION

APPROVING AND ACCEPTING THE APRIL 2019 WORKING COMMITTEE REPORTS, FINANCIAL AND INVESTMENT REPORTS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, certain committees of the Metropolitan Transit Authority of Harris County, Texas Board of Directors (the "Board of Directors") held meetings in April 2019; 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 related reports and supporting documents, including without limitation, the Compliance Report for the period ended March 31, 2019, the April 2019 Sales Tax Report, the March 2019 Investment Report, the March 2019 Debt Report, the March 2019 Monthly Performance Report and the Monthly Report of the Chief Financial Officer dated April 18, 2019; and

WHEREAS, the Board of Directors has reviewed such materials, including the March 2019 Investment Report.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves and accepts the April 2019 Finance and Audit Committee, Administration Committee, Capital and Strategic Planning Committee, and Public Safety, Customer Service, and Operations Committee monthly reports, including the March 2019 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.



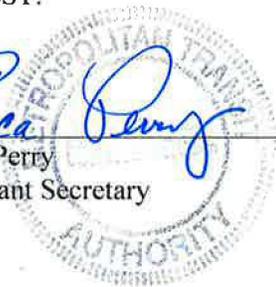
Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 25th day of April, 2019
APPROVED this 25th day of April, 2019

ATTEST:



Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH REPUBLIC INDUSTRIAL AND ENERGY SOLUTIONS, LLC FOR OIL WATER SEPARATOR CLEANING SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, in furtherance of the Metropolitan Transit Authority of Harris County, Texas' ("METRO") priority to maintain the transit system in a state of good repair, it is proposed that METRO obtain oil water separator cleaning services for certain METRO facilities to prevent any uncontrolled discharge of contaminated liquids into the local waterways; and

WHEREAS, METRO issued an Invitation for Bids for such oil water separator cleaning services and Republic Industrial and Energy Solutions, LLC was the lowest responsive and responsible bidder of all those that submitted bids; and

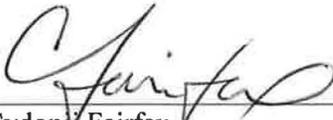
WHEREAS, management recommends that METRO enter into a three (3) year contract with Republic Industrial and Energy Solutions, LLC to provide these oil water separator cleaning services, with two (2) options to extend the contract term for an additional one (1) year period subject to Board approval, and a maximum contract amount of \$687,801.40, which includes a ten percent (10%) contingency of \$62,527.40.

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 Republic Industrial and Energy Solutions, LLC to provide oil water separator cleaning services for certain METRO facilities, with two (2) options to extend the contract term for an additional one (1) year period subject to Board approval, and a maximum contract amount of \$687,801.40, which includes a ten percent (10%) contingency of \$62,527.40.

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.



Cydoni Fairfax
Executive Vice President & General Counsel

PASSED this 25th day of April, 2019
APPROVED this 25th day of April, 2019

ATTEST:



Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH SPAWGLASS CIVIL CONSTRUCTION, INC. TO PROVIDE CONSTRUCTION SERVICES FOR THE EXPANSION AND UPGRADE OF THE NORTHWEST TRANSIT CENTER, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, it is proposed that the Metropolitan Transit Authority of Harris County, Texas (“METRO”) expand and upgrade its Northwest Transit Center to help attain universal accessibility, improve customer experience, enhance safety, improve security, maintain a state of good repair, and prepare to market METRO’s services; and

WHEREAS, METRO issued an Invitation for Bids for such construction services and Spawglass Civil Construction, Inc. was the lowest responsive and responsible bidder of all those that submitted bids; and

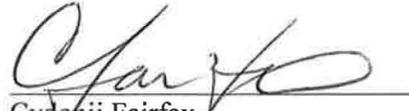
WHEREAS, management recommends that METRO enter into a contract with Spawglass Civil Construction, Inc. to provide construction services to expand and upgrade the Northwest Transit Center, with a maximum contract amount of \$37,392,953.95, which includes a ten percent (10%) owner controlled contingency of \$3,399,359.45.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract with Spawglass Civil Construction, Inc. to provide construction services to expand and upgrade the Northwest Transit Center, with a maximum contract amount of \$37,392,953.95, which includes a ten percent (10%) owner controlled contingency of \$3,399,359.45.

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 25th day of April, 2019
APPROVED this 25th day of April, 2019

ATTEST:



Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH STRIPE LINES, INC. TO PROVIDE CONSTRUCTION SERVICES FOR HIGH VISIBILITY CROSSWALK PAVEMENT MARKINGS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) is undertaking a safety initiative to increase the distance drivers can see pedestrians in the crosswalk and to reduce the number of collisions between private vehicles and METRO Light Rail Vehicles by placing high visibility thermoplastic crosswalk markings along nine (9) intersections at or near METRO’s rail platforms on the Red Line; and

WHEREAS, METRO issued an Invitation for Bids for construction of the high visibility crosswalk pavement markings and Stripe Lines, Inc. was the lowest responsive and responsible bidder of all those that submitted bids; and

WHEREAS, management recommends that METRO enter into a contract with Stripe Lines, Inc. to provide such construction services, with a maximum contract amount of \$218,722.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract with Stripe Lines, Inc. to provide construction services for high visibility crosswalk pavement markings along nine (9) intersections at or near METRO’s rail platforms on the Red Line, with a maximum contract amount of \$218,722.

Section 2. This Resolution is effective immediately upon passage.

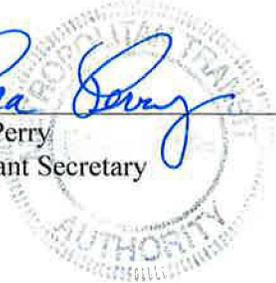
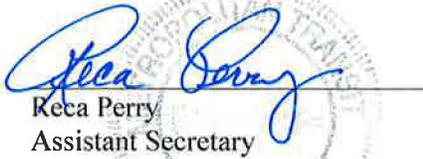
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Cydoni Fairfax
Executive Vice President & General Counsel

PASSED this 25th day of April, 2019
APPROVED this 25th day of April, 2019

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair

A RESOLUTION

APPROVING THE FISCAL YEAR 2019 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 RFQ 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 RFQ 1100003; and

WHEREAS, thirty-three (33) underwriting firms have submitted their standards of qualifications for inclusion in METRO’s Fiscal Year 2019 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:

- | | |
|----------------------------------|----------------------------------|
| Barclays Capital | Mischler Financial Services |
| Blaylock Beal Van, LLC | Morgan Stanley |
| Cabrera Capital Markets | Piper Jaffray |
| Citigroup Global Markets, Inc. | Ramirez & Co, Inc. |
| Crews & Associates, Inc. | RBC Capital Markets |
| Estrada Hinojosa | Rice Financial Products Co. |
| FTN Financial Capital Markets | Robert W. Baird & Co., Inc. |
| George K. Baum & Co. | Samco Capital Markets |
| Goldman Sachs & Co. | Siebert, Cisneros, Shank & Co. |
| Hilltop Securities | Stephens Inc. |
| Hutchinson, Shockey, Erley & Co. | Stern Brothers |
| IFS Securities | Stifel |
| Jefferies & Company | The Williams Capital Group, L.P. |
| J.P. Morgan | UBS Financial Services Inc. |
| Loop Capital Markets | UMB Bank, N.A. |
| Merrill Lynch/Bank of America | Wells Fargo Securities |
| Mesirow Financial | |

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:

Barclays Capital
Blaylock Beal Van, LLC
Cabrera Capital Markets
Citigroup Global Markets, Inc.
Crews & Associates, Inc.
Estrada Hinojosa
FTN Financial Capital Markets
George K. Baum & Co.
Goldman Sachs & Co.
Hilltop Securities
Hutchinson, Shockey, Erley & Co.
IFS Securities
Jefferies & Company
J.P. Morgan
Loop Capital Markets
Merrill Lynch/Bank of America
Mesirow Financial

Mischler Financial Services
Morgan Stanley
Piper Jaffray
Ramirez & Co, Inc.
RBC Capital Markets
Rice Financial Products Co.
Robert W. Baird & Co., Inc.
Samco Capital Markets
Siebert, Cisneros, Shank & Co.
Stephens Inc.
Stern Brothers
Stifel
The Williams Capital Group, L.P.
UBS Financial Services 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.



Cydorn Fairfax
Executive Vice President & General Counsel

PASSED this 25th day of April, 2019
APPROVED this 25th day of April, 2019

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SOLE SOURCE CONTRACT WITH THE MARLIN COMPANY FOR AN ELECTRONIC COMMUNICATIONS SYSTEM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, it is proposed that the Metropolitan Transit Authority of Harris County, Texas (“METRO”) purchase an electronic communications system with subscription-based content that addresses the transportation industry, to enhance communications with employees; and

WHEREAS, such system will include twelve (12) television monitors which will be installed at METRO facilities, and have the capability to be divided into sections and display different targeted messages in real-time to employees, with proprietary content from the vendor that is geared towards transportation safety and best practices and authored by writers with certifications from the Occupational Safety and Health Administration; and

WHEREAS, The Marlin Company is the only vendor that can provide a turnkey operation to install the hardware and provide such proprietary content for the television monitors; and

WHEREAS, based on the foregoing, management recommends that METRO enter into a three (3) year sole source contract with The Marlin Company for such electronic communications system, with a maximum contract amount of \$310,525.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a three (3) year sole source contract with The Marlin Company for an electronic communications system, with a maximum contract amount of \$310,525.

Section 2. This Resolution is effective immediately upon passage.

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



Cydonia Fairfax
Executive Vice President & General Counsel

PASSED this 25th day of April, 2019
APPROVED this 25th day of April, 2019

ATTEST:



Recca Perry
Assistant Secretary





Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT MODIFICATION WITH EACH OF GREATER HOUSTON TRANSPORTATION COMPANY AND FIESTA CAB COMPANY TO PERMANENTLY INCREASE THE SUBSIDY RATE FOR THE METROLIFT SUBSIDIZED PROGRAM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) provides subsidized and discounted public taxicab services to eligible customers through its METROLift Subsidized Program (the “Program”); and

WHEREAS, METRO currently has contracts with Greater Houston Transportation Company and Fiesta Cab Company to provide these taxicab services under the Program; and

WHEREAS, METRO conducted a six (6) month pilot program that increased the Program’s subsidy from a fee of up to \$8 per trip to a flat fee of \$10 per trip to incentivize more passengers to obtain paratransit services under the Program; and

WHEREAS, the pilot has had a positive impact on the Program and METRO has conducted a fare equity study to determine the equity of making such change in the subsidy rate for paratransit trips under the Program permanent; and

WHEREAS, based on the fare equity study, it was determined that the increased subsidy amount would not result in a disparate impact on protected classes or riders or a disproportionate burden on low-income riders; and

WHEREAS, based on the foregoing, management recommends that METRO modify its existing contract with each of Greater Houston Transportation Company and Fiesta Cab Company to increase METRO’s subsidy rate for the Program from a fee of up to \$8 per trip to a flat fee of \$10 per trip.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract modification to its existing contract with each of Greater Houston Transportation

Company and Fiesta Cab Company to increase METRO's subsidy rate for the METROLift Subsidized Program from a fee of up to \$8 per trip to a flat fee of \$10 per trip.

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.



Cydoni Fairfax
Executive Vice President & General Counsel

PASSED this 25th day of April, 2019
APPROVED this 25th day of April, 2019

ATTEST:


Recca Perry
Assistant Secretary
Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH AMERICAN JANITORIAL SERVICES, LTD. FOR JANITORIAL SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas (“METRO”) requires janitorial services at various METRO facilities to ensure sanitary conditions for employees and customers; and

WHEREAS, METRO issued a Request for Proposals for such janitorial services and the proposal from American Janitorial Services, Ltd. 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 three (3) year contract with American Janitorial Services, Ltd. to provide these janitorial services, with two (2) options to extend the contract term for an additional one (1) year period subject to Board approval, and a maximum contract amount of \$5,192,149, which includes a five percent (5%) contingency of \$247,245.

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 American Janitorial Services, Ltd. to provide janitorial services for various METRO facilities, with two (2) options to extend the contract term for an additional one (1) year period subject to Board approval, and a maximum contract amount of \$5,192,149, which includes a five percent (5%) contingency of \$247,245.

Section 2. This Resolution is effective immediately upon passage.

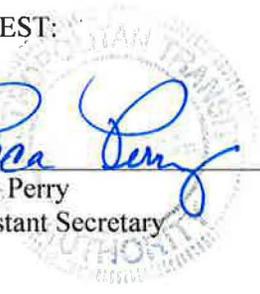
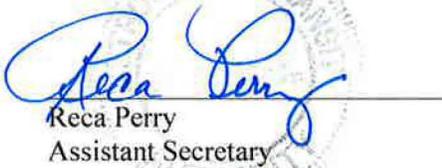
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Cydonii Fairfax
Executive Vice President & General Counsel

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APPROVED this 25th day of April, 2019

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair