

A RESOLUTION

APPROVING AND ACCEPTING THE MARCH 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 March 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 February 28, 2019, the March 2019 Sales Tax Report, the February 2019 Investment Report, the February 2019 Debt Report, the February 2019 Monthly Performance Report and the Monthly Report of the Chief Financial Officer dated March 21, 2019; and

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

NOW, THEREFORE, BE IT RESOLVED THAT:

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

  
Cydoni Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 2019

ATTEST:

  
Recca Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

## A RESOLUTION

APPROVING AND ACCEPTING METRO'S FISCAL YEAR 2018 COMPREHENSIVE ANNUAL FINANCIAL REPORT, INCLUDING THE INDEPENDENT AUDITOR'S REPORT ON METRO'S FINANCIAL STATEMENTS, AND 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 years ended September 30, 2018 and 2017, 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, 2018 and 2017, 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 a Comprehensive Annual Financial Report for METRO for the fiscal year ended September 30, 2018 using GAAP, which includes the Independent Auditor's Report and the audited Financial Statements (the "CAFR"), and submitted the CAFR to the Board of Directors for approval and acceptance; 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 of the authority 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, 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 2018, 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 Board of Directors hereby approves and accepts METRO's Fiscal Year 2018 Comprehensive Annual Financial Report (attached hereto as Exhibit A), including the Independent Auditor's Report incorporated therein, and 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 Board of Directors hereby authorizes and directs the President & CEO or his designee to post the Comprehensive Annual 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.

  
Cydoni Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 2019

ATTEST:

  
Reea Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH MEMORIAL HERMANN HEALTH SOLUTIONS TO PROVIDE METROLIFT PARATRANSIT ELIGIBILITY ASSESSMENT SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires the use of certified healthcare professionals to conduct in-person evaluations of the physical and/or cognitive and visual abilities of METROLift customers to use METRO's transit services in compliance with the Americans with Disabilities Act and to make certain recommendations to METRO staff regarding the eligibility of such persons for METROLift paratransit services; and

WHEREAS, METRO issued a Request for Proposals for such METROLift paratransit eligibility assessment services and Memorial Hermann Health Solutions was determined by an evaluation committee to be responsive, responsible and technically capable and to have submitted a reasonably priced proposal to perform the services; and

WHEREAS, management recommends that METRO enter into a four (4) year contract with Memorial Hermann Health Solutions to provide such METROLift paratransit eligibility assessment 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 \$1,210,040.

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 Memorial Hermann Health Solutions to provide METROLift paratransit eligibility assessment 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 \$1,210,040.

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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Cydoni Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 2019

ATTEST:

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



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

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH USI INSURANCE SERVICES 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 Insurance Services 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 USI Insurance Services to provide these broker of record 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 \$670,000.

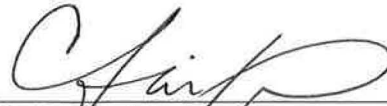
NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a three (3) year contract with USI Insurance Services to provide broker of record 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 \$670,000.

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.




Cydonia Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 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 REEDER DISTRIBUTORS, INC. TO PROVIDE INSPECTION, CERTIFICATION, AND REPAIR SERVICES FOR STERTIL-KONI VEHICLE WHEEL LIFTS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, METRO requires inspection, certification, and repair services for its Stertil-Koni vehicle wheel lifts located at certain METRO facilities; and

WHEREAS, Reeder Distributors, Inc. is the only authorized, trained and certified provider of such services for the Stertil-Koni vehicle wheel lifts in the Houston area; and

WHEREAS, in light of the foregoing, management recommends that METRO enter into a two (2) year sole source contract with Reeder Distributors, Inc. to provide inspection, certification, and repair services for the Stertil-Koni vehicle wheel lifts located at various METRO facilities, with a maximum contract amount of \$555,060.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a two (2) year sole source contract with Reeder Distributors, Inc. to provide inspection, certification, and repair services for the Stertil-Koni vehicle wheel lifts located at five (5) operating facilities and one (1) support facility, with a maximum contract amount of \$555,060.

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 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 2019

ATTEST:

  
Recca Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH GALLAGHER BENEFIT SERVICES, INC. FOR HEALTHCARE BENEFITS BROKER AND CONSULTING SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas' ("METRO") previously entered into a contract for healthcare benefits broker and consulting services, which expired on February 18, 2019; and

WHEREAS, METRO still requires such services, including, but not limited to, strategy development, vendor management, plan renewal and negotiations, financial reporting, compliance consulting, and bidding of health and welfare plans; and

WHEREAS, METRO issued a Request for Proposals for healthcare benefits broker and consulting services and the proposal from Gallagher Benefit Services, Inc. was determined 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 Gallagher Benefit Services, Inc. to provide healthcare benefits broker and consulting services, with a maximum contract amount of \$1,165,000.

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 Gallagher Benefit Services, Inc. to provide healthcare benefits broker and consulting services, with a maximum contract amount of \$1,165,000.

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 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 2019

ATTEST:



Recca Perry  
Assistant Secretary



Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH GTS TECHNOLOGY SOLUTIONS FOR THE PURCHASE OF EQUIPMENT AND IMPLEMENTATION SERVICES FOR AN AGENCY-WIDE VEHICLE MOBILE ROUTER TECHNOLOGY REPLACEMENT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") currently utilizes certain commercially-available computer peripherals on its vehicles that allow the vehicles to connect to METRO's local network and establish a wireless broadband internet connection for GPS vehicle location and data transmission ("mobile routers") and METRO would like to replace such technology with mobile routers on a dedicated public safety wireless broadband network offered by AT&T FirstNet; and

WHEREAS, the Texas Department of Information Resources ("DIR") negotiated a state-wide contract with GTS Technology Solutions to offer AT&T FirstNet mobile routers and services, at discounted rates, to other local government entities within this state; and

WHEREAS, pursuant to Chapter 2157 of the Texas Government Code, METRO is allowed to purchase the mobile routers and implementation services and negotiate pricing through its participation in the State Cooperative Purchasing Program with the DIR, and such purchase satisfies METRO's competitive bidding requirements; and

WHEREAS, management recommends that METRO enter into a contract with GTS Technology Solutions to purchase AT&T FirstNet routers and implementation services for the replacement of mobile router technology on METRO's vehicles, with a maximum contract amount of \$2,380,226.

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 GTS Technology Solutions, the Texas Department of Information Resources provider of FirstNet equipment and services, to purchase AT&T FirstNet routers and implementation services for the replacement of mobile router technology on METRO's vehicles, with a maximum contract amount of \$2,380,226.

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.

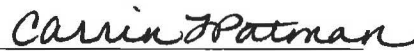
  
Cydonii Fairfax  
Executive Vice President & General Counsel

PASSED this 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 2019

ATTEST:

  
Recca Perry  
Assistant Secretary



  
Carrin F. Patman  
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN ADVANCE FUNDING AGREEMENT WITH THE TEXAS DEPARTMENT OF TRANSPORTATION TO INCLUDE COMMUNICATION FIBER IN THE INTERSTATE HIGHWAY 610 DEDICATED BUS LANE PROJECT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to the Interlocal Agreement among the Metropolitan Transit Authority of Harris County, Texas ("METRO"), Uptown Development Authority ("UDA"), Harris County Improvement District #1 and the City of Houston for the Post Oak Boulevard Bus Rapid Transit Project ("BRT Project"), METRO is responsible for procuring, installing, testing, operating, and maintaining Transit Elements (as defined in the agreement) for the BRT Project, including hardware and related software for the communications systems, and UDA has agreed to reimburse METRO up to \$5 million for such procurement and installation costs; and

WHEREAS, in furtherance of the foregoing, METRO has coordinated with TxDOT for METRO to participate in TxDOT's Interstate Highway 610 Dedicated Bus Lane Project from Post Oak Boulevard to Interstate Highway 10 West by funding all of the costs to include communication fiber in the intelligent transportation system for the project; and

WHEREAS, TxDOT issued an Invitation for Bids for such communication fiber and installation and the lowest bid was \$546,350.16; and

WHEREAS, management recommends that the Board of Directors authorize METRO to enter into an Advance Funding Agreement with TxDOT to set forth the terms under which TxDOT will include, and METRO will pay for, communication fiber in TxDOT's Interstate Highway 610 Dedicated Bus Lane Project, with a maximum contract amount of \$546,350.16.

NOW, THEREFORE, BE IT RESOLVED THAT:


Section 1. The Board of Directors hereby authorizes the President & CEO to negotiate and execute an Advance Funding Agreement with TxDOT regarding METRO's payment of the costs for including



communication fiber in TxDOT's Interstate Highway 610 Dedicated Bus Lane Project, with a maximum contract amount of \$546,350.16.

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 28<sup>th</sup> day of March, 2019  
APPROVED this 28<sup>th</sup> day of March, 2019

ATTEST  
  
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Reka Perry  
Assistant Secretary

  
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Carrin F. Patman  
Chair