

A RESOLUTION

APPROVING AND ACCEPTING THE MAY 2018 WORKING COMMITTEE REPORTS, INCLUDING 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 May 2018; and

WHEREAS, each such committee has provided the Board of Directors with a monthly committee report for review; and

WHEREAS, the May 2018 Finance and Audit Committee Report includes the Compliance Report for the period ended April 30, 2018, the May 2018 Sales Tax Report, the April 2018 Investment Report, the April 2018 Debt Report, the April 2018 Monthly Performance Report and the Monthly Report of the Chief Financial Officer dated May 17, 2018; and


WHEREAS, the Board of Directors has reviewed such monthly committee reports, including the April 2018 Investment Report in the Finance and Audit Committee Report.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves and accepts the May 2018 Finance and Audit Committee, Administration Committee, Capital & Strategic Planning Committee and Public Safety, Customer Service, and Operations Committee monthly reports, including the April 2018 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.



Cydonia Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE CONTRACT MODIFICATIONS WITH MOTIVA ENTERPRISE LLC TO EXTEND THE TERMS AND SUPPLY DIESEL FUEL AND GASOLINE FOR FISCAL YEAR 2019, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, on August 24, 2016, Metropolitan Transit Authority of Harris County, Texas ("METRO") executed one-year contracts with Motiva Enterprise LLC for diesel fuel and gasoline as a result of a joint procurement by METRO and the City of Houston, which included two options to extend the terms of the contracts for additional one (1) year periods; and

WHEREAS, METRO requires additional diesel fuel and gasoline for its fleet of transit vehicles and service vehicles for Fiscal Year 2019; and

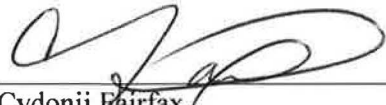
WHEREAS, management recommends that METRO exercise the second option under the existing contracts with Motiva Enterprise LLC to extend the terms for an additional one (1) year and to increase the contract amount for diesel fuel by \$33,374,000, resulting in a new maximum contract amount of \$90,749,000, and to increase the contract amount for gasoline by \$5,188,000, resulting in a new maximum contract amount of \$12,649,500.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute modifications to METRO's existing contracts with Motiva Enterprise LLC to exercise the second option to extend the terms for an additional one (1) year period and to increase the contract amount for diesel fuel by \$33,374,000, resulting in a new maximum contract amount of \$90,749,000, and to increase the contract amount for gasoline by \$5,188,000, resulting in a new maximum contract amount of \$12,649,500.

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 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:



Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE CONTRACTS WITH MULTIPLE VENDORS FOR ADMINISTRATION OF METRO EMPLOYEE BENEFITS PLAN, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas' ("METRO") existing contracts for the provision of pharmacy, vision, dental, flexible spending account ("FSA") administration services, employee assistance plan ("EAP") and the Consolidated Omnibus Budget Reconciliation Act ("COBRA") administration services will expire on September 30, 2018; and

WHEREAS, METRO issued a Request for Proposals for such benefits administration services for the next three-year period and the following vendors were determined to be the most advantageous of all those that submitted proposals: Optum for FSA, EAP and COBRA administration services, Delta Dental for dental administration services, Davis Vision for vision administration services and Express Scripts for pharmacy management services; and

WHEREAS, management recommends that METRO enter into three-year contracts, including two one-year options to extend the term of each contract, with: (i) Optum for FSA, EAP and COBRA administration services, with a maximum contract amount of \$169,970; (ii) Delta Dental for dental administration services, with a maximum contract amount of \$2,903,817; (iii) Davis Vision for vision administration services, with a maximum contract amount of \$211,305; and (iv) Express Scripts for pharmacy management services, with a maximum contract amount of \$13,157,023.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a three-year contract, including two one-year-options to extend the term of each contract, with: (i) Optum for FSA, EAP and COBRA administration services, with a maximum contract amount of \$169,970; (ii) Delta Dental for dental administration services, with a maximum contract amount of \$2,903,817; (iii) Davis Vision for vision administration services, with a maximum contract amount of

\$211,305; and (iv) Express Scripts for pharmacy management services, with a maximum contract amount of \$13,157,023.

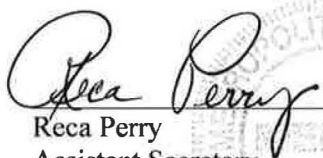
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Cydoni Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH MITCHELL CONTRACTING FOR THE FABRICATION AND INSTALLATION OF NEW PEDESTRIAN FENCING ALONG STRATEGIC SEGMENTS OF METRO'S LIGHT RAIL SYSTEM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, certain strategic segments within the Metropolitan Transit Authority of Harris County, Texas ("METRO") Light Rail System require new pedestrian fencing to discourage pedestrian crossing at non-marked crossing areas; and

WHEREAS, METRO issued an Invitation for Bids for the fabrication and installation of such pedestrian fencing and Mitchell Contracting was the lowest responsive and responsible bidder of all those that submitted bids; and

WHEREAS, management recommends that METRO enter into a contract with Mitchell Contracting for such pedestrian fencing services on METRO's Light Rail System, with a maximum contract amount of \$558,705.

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 Mitchell Contracting for the fabrication and installation of pedestrian fencing along strategic segments of METRO's Light Rail System, with a maximum contract amount of \$558,705.

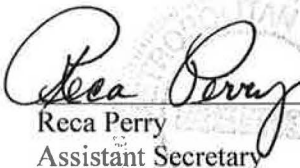
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Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH SIEMENS, INC. FOR INSPECTION, MAINTENANCE AND REPAIR SERVICES OF THE FIRE ALARM SYSTEM LOCATED AT METRO'S ADMINISTRATIVE OFFICE BUILDING, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the existing fire alarm system at the administrative office building of the Metropolitan Transit Authority of Harris County, Texas ("METRO"), consists of Siemens, Inc. components including a fire alarm panel, sprinklers, fire water tank, and suppression system that require inspection, maintenance and repair services; and

WHEREAS, METRO may procure such services from Siemens, Inc. under the Texas SmartBuy Cooperative Agreement #TX-MAS 17-8401, in accordance with METRO's procurement requirements; and

WHEREAS, management recommends that METRO enter into a three-year contract with Siemens, Inc. for inspection, maintenance and repair services to the fire alarm system located at METRO's administrative office building, with a maximum contract amount of \$324,606.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a three-year contract with Siemens, Inc. under the Texas SmartBuy Cooperative Agreement for inspection, maintenance and repair services to the fire alarm system located at METRO's administrative office building, with a maximum contract amount of \$324,606.

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 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Reca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A MODIFICATION OF METRO'S CONTRACT WITH PARSONS TRANSPORTATION GROUP TO EXTEND THE TERM AND TO INCREASE THE MAXIMUM CONTRACT AMOUNT FOR OVERSIGHT SUPPORT SERVICES OF METRO'S CONTRACT WITH CAF, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Parsons Transportation Group (the "Contractor") currently provides contract oversight and support services to the Metropolitan Transit Authority of Harris County, Texas ("METRO") to assist METRO with the administration of its contract with CAF USA, Inc. for light rail vehicles; and

WHEREAS, METRO desires to extend the term of its contract with the Contractor to October 31, 2018 to ensure the continuity of consulting support services that it receives with respect to the close-out of METRO's contract with CAF and to increase the contract amount by \$94,770, resulting in a new maximum contract amount of \$30,347,112; and

WHEREAS, such close-out activities include the final completion and acceptance of verification reports for each light rail vehicle, contract spare parts and special tooling, coordination of CAF contract deliverables, administrative contract support and assistance with the reliability demonstration program; and

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a modification of METRO's contract with Parsons Transportation Group to extend the term to October 31, 2018, and to increase the contract amount by \$94,770, resulting in a new maximum contract amount of \$30,347,112, for oversight and support services of METRO's contract with CAF for light rail vehicles.

Section 2. This Resolution is effective immediately upon passage.

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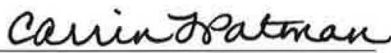

Cydonia Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH HOUSTON MEDICAL TESTING SERVICES FOR FEDERAL TRANSIT ADMINISTRATION DRUG AND ALCOHOL COLLECTION SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, in accordance with the Drug-Free Workplace Act of 1988, the Metropolitan Transit Authority of Harris County, Texas ("METRO") has adopted a comprehensive substance abuse policy, promoting safe and efficient public transportation services ("Drug and Alcohol Program"); and

WHEREAS, METRO's Drug and Alcohol Program complies with the regulations promulgated by the Federal Transit Administration ("FTA"), which require drug and alcohol testing for pre-employment and random, post-accident, reasonable suspicion and follow-up screenings; and

WHEREAS, METRO issued a Request for Qualifications for such drug and alcohol collection services and an evaluation committee found that Houston Medical Testing Services was the most qualified vendor of all those that submitted statements of qualifications; and

WHEREAS, management recommends that METRO enter into a three-year contract with Houston Medical Testing Services for drug and alcohol collection services in accordance with FTA requirements, for a maximum contract amount of \$685,500, with two options to extend the term of the contract for additional one-year periods, subject to the METRO Board of Directors approval.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a three-year contract with Houston Medical Testing Services for drug and alcohol collection services in accordance with FTA regulations, for a maximum contract amount of \$685,500, with two options to extend the term of the contract for additional one-year periods, subject to METRO Board of Directors approval.

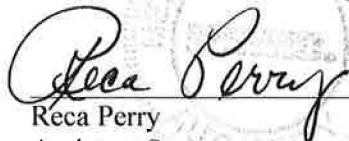
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Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Reca Perry
Assistant Secretary




Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH SILSBEE FORD FOR THE PURCHASE OF FIVE NON-REVENUE VEHICLES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution No. 1998-148, the Board of Directors authorized the Metropolitan Transit Authority of Harris County, Texas ("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, management recommends that METRO enter into a contract with Silsbee Ford to purchase two Ford F150 crew cabs and three Ford F250 pickup trucks ("non-revenue vehicles") using the cooperative purchasing schedule under H-GAC's Cooperative Purchasing Program to support METRO's Rail Maintenance and Public Facilities groups with daily repairs and maintenance of the rail tracks, bus stops, shelters and transit centers; and

WHEREAS, management recommends that METRO enter into a contract with Silsbee Ford for the purchase of the above referenced non-revenue vehicles, with a maximum contract amount of \$151,412.

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 Silsbee Ford for the purchase of five non-revenue vehicles under the H-GAC Cooperative Purchasing Program, with a maximum contract amount of \$151,412.

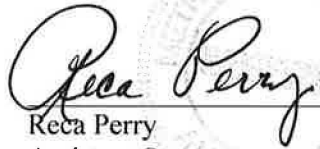

Section 2. This Resolution is effective immediately upon passage.

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 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary
Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE CONTRACTS WITH KYRISH TRUCK CENTERS, HOUSTON FREIGHTLINER AND DFW HONDA FOR THE PURCHASE OF CERTAIN NON-REVENUE SUPPORT VEHICLES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires non-revenue vehicles to supports its operations in certain departments within the organization; and

WHEREAS, METRO issued an Invitation for Bids for such non-revenue support vehicles and the following vendors were found to be the lowest responsive and responsible bidders of all those that submitted bids: 1) Kyrish Truck Centers for one medium duty enclosed cargo truck; 2) Houston Freightliner for one medium duty flatbed truck with an articulated crane; and 3) DFW Honda for three police motorcycles; and

WHEREAS, management recommends that METRO enter into contracts with such vendors to purchase the non-revenue support vehicles described above, with the aggregate maximum payment amount under all three contracts of \$394,349.93.

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: 1) Kyrish Truck Centers for the purchase of one medium duty enclosed cargo truck for a maximum contract amount of \$154,668; 2) Houston Freightliner for the purchase of one medium duty flatbed truck with an articulated crane for a maximum contract amount of \$138,500; and 3) DFW Honda for the purchase of three police motorcycles for a maximum contract amount of \$101,181.93, together for an aggregate maximum payment amount under all three contracts of \$394,349.93.


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 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT MODIFICATION WITH MICHELIN NORTH AMERICA, INC. TO INCREASE THE MAXIMUM CONTRACT AMOUNT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution No. 2018-19, the Board of Directors authorized the Metropolitan Transit Authority of Harris County, Texas ("METRO") to exercise the 36-month tire lease run-out period under its existing contract with Michelin North America, Inc. (the "Contractor") and to increase the contract amount by \$480,632; and

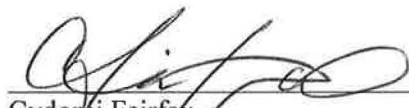
WHEREAS, management recommends that the Board of Directors further increase the contract amount by an additional \$1,100,000, resulting in a new maximum contract amount of \$18,465,851 to allow capacity for the Contractor to complete service of the tires currently on METRO vehicles.

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 with Michelin North America, Inc. to complete tire lease run-out services on METRO's buses by increasing the contract amount by \$1,100,000, resulting in a new maximum contract amount of \$18,465,851.

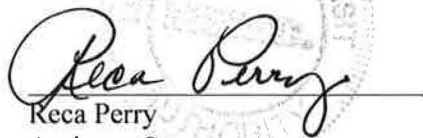
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Cydoni Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT MODIFICATION WITH FIRST TRANSIT, INC. TO EXERCISE THE SECOND ONE-YEAR OPTION TO EXTEND THE TERM OF THE CONTRACT AND TO INCREASE THE MAXIMUM CONTRACT AMOUNT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") entered into a contract to First Transit, Inc. to operate and maintain the Northwest Bus Operating Facility, which included two options to extend the term for additional one-year periods; and

WHEREAS, the term of the contract was set to expire on January 31, 2018, but was extended by METRO for an additional one-year period; and

WHEREAS, management recommends that the METRO Board of Directors ("Board of Directors") exercise the second option under the contract and extend the term for another year to January 31, 2020; and

WHEREAS, consistent with contract requirements, METRO conducted a market cost and price analysis of First Transit's proposed second option year rates and, METRO Audit Department verified the reasonableness of the rates; and

WHEREAS, although a comparison of the fixed hourly rates paid by other transit agencies indicate that the option period rate is comparable to those paid by other agencies, METRO may be able to negotiate a lower rate based on current market conditions; and

WHEREAS, management recommends that the Board of Directors approve such findings above and authorize METRO to exercise the second option under the contract to extend the term for an additional one-year period, authorize the President & CEO to seek to negotiate a lower rate based on market conditions and to increase the contract amount by no more than the existing contract rates for Option Year 2, in the amount of \$43,999,319, resulting in a new maximum contract amount of \$289,319,706.88.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves the METRO staff market cost or price analysis findings submitted above and hereby authorizes the President & CEO to negotiate and execute a

modification of its existing contract with First Transit, Inc. for operation and maintenance of the Northwest Bus Operating Facility, to extend the term for an additional one-year period to January 31, 2020, and to increase the contract amount by \$43,999,319, resulting in a new maximum contract amount of \$289,319,706.88.

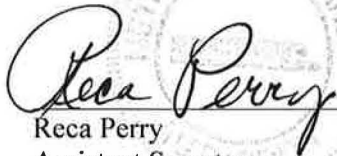
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Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH TRANSORE ITS, LLC FOR THE SUPPLY AND INSTALLATION OF AUTOMATED REVERSIBLE GATE OPERATION AND TOLLING EQUIPMENT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Texas Department of Transportation has completed construction of the High Occupancy Vehicle/High Occupancy Toll ("HOV/HOT") Lane extension along Interstate 45 South to NASA Road 1, and is expected to complete construction of the extension of the HOV/HOT Lane along US-290 to Mason Road by December 2018 ("TXDOT Project"); and

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") is required to install Automated Reversible Gate Operation ("ARGO") and tolling equipment along such HOV/HOT Lanes extensions in order to operate the HOV/HOT Lane Network on the TXDOT Project; and

WHEREAS, METRO issued a Request for Proposals for such services and TransCore ITS, LLC was the only proposer, and the evaluation team determined the price was advantageous and best overall value for METRO; and

WHEREAS, management recommends that METRO enter into a contract with TransCore ITS, LLC for (i) the supply and installation of ARGO and tolling equipment along the Interstate 45 South HOV/HOT Lane, with a cost not-to-exceed \$1,449,845.05, and (ii) an optional task for the supply and installation of ARGO and tolling equipment along the US-290 HOV/HOT Lane, with an additional cost not-to-exceed of \$2,567,267.49, resulting in a maximum aggregate contract amount of \$4,017,112.54.

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 TransCore ITS, LLC to supply and install ARGO and tolling equipment along the Interstate 45 South HOV/HOT Lane, with a cost not-to-exceed \$1,449,845.05, and an optional task to supply and install ARGO and tolling equipment along the US-290 HOV/HOT Lane, with a cost not-to-exceed \$2,567,267.49, resulting in a maximum aggregate contract amount of \$4,017,112.54.

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 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary
Carrin F. Patman
Chair

A RESOLUTION

APPROVING THE SET OF FINANCIAL PARAMETERS FOR METRO'S FISCAL YEAR 2019 BUSINESS PLAN AND BUDGETS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, during the April 19, 2018 Finance & Audit Committee meeting of the Metropolitan Transit Authority of Harris County, Texas ("METRO"), management presented a proposed set of financial parameters for use in the development of the Fiscal Year 2019 Business Plan and Budgets; and

WHEREAS, following vigorous discussion by the Board members and management at the committee meeting, it is recommended that the following financial parameters be used by METRO staff for METRO's Fiscal Year 2019 Business Plan and Budgets; and

WHEREAS, METRO's yearly budget cash flow will reflect sales tax growth projections consistent with Dr. Robert W. Gilmer's growth estimates, reduced by 1% for Fiscal Year 2019; and

WHEREAS, the budget will not include fixed-route fare increases; and

WHEREAS, METRO will present the 5-Year Cash Flow model on an annual basis, clearly specifying all sources and uses of revenue; and

WHEREAS, the financial parameters will position METRO for optimum receipt and use of grants; and

WHEREAS, the financial parameters will allocate sufficient resources to operate METRO core services; and

WHEREAS, the financial parameters will ensure financial sustainability by managing the growth of baseline operating expenses, including limiting fixed-route to an increase of no more than 2% and paratransit to an increase of no more than 3%; and

WHEREAS, upon completion of Capital projects, future Operating costs will be included and will be supported by a sustainable revenue source; and

WHEREAS, service improvements or improvements to service quality will require a cost/benefit analysis which will include changes to future operating costs, and if included additional service will be added above the baseline of expenses; and

WHEREAS, METRO will retain fund balances of at least Debt Policy requirements (15% of operating expenses) and an Operating Reserve as required by the METRO Board of Directors (10% of operating expenses); and

WHEREAS, METRO will strive to replace the \$10 million Energy Reserves that were utilized due to Hurricane Harvey losses, including without limitation, by allocating any reimbursement from the Federal Emergency Management Agency ("FEMA") and other entities for such losses, to the reserves; and

WHEREAS, when reallocating or modifying budgets with the board adopted levels, METRO staff will adhere to the following approval levels:

- Changes up to \$250,000 require approval of the Chief Financial Officer or the Director of the Office of Management and Budget;
- Changes between \$250,000 and \$1,000,000 require approval of the President & CEO;
- Changes over \$1,000,000 require approval of the METRO Board of Directors; and
- Administrative or technical changes (within the scope of the adopted budget that do not represent a change in METRO's work plan or priorities) require approval of the Chief Financial Officer or the Director of the Office of Management and Budget.

WHEREAS, all budgets will be reported to the Finance and Audit Committee on a quarterly basis and any modifications increasing budgets require the approval of the METRO Board of Directors and will adhere to the Texas Transportation Code Sections 451.102 and 451.103.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby approves the set of financial parameters presented above for METRO's Fiscal Year 2019 Business Plan and Budgets.

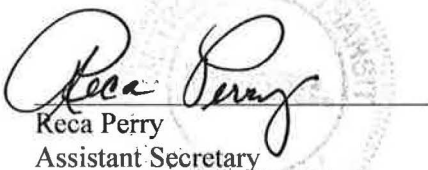
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I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.


Cydoni Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Keca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO SUBMIT AN APPLICATION TO THE FEDERAL TRANSIT ADMINISTRATION UNDER THE LOW OR NO EMISSION BUS PROGRAM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Federal Transit Administration (“FTA”) has established a Low or No Emission Bus Program to encourage organizations to purchase or lease low or no emission vehicles, including the related equipment and facilities;

WHEREAS, management recommends that METRO apply to the FTA to seek funding under the Low or No Emission Bus Program (i) for the refurbishment of the Hiram Clarke Bus Operating Facility to allow maintenance of CNG vehicles inside the facility (with an estimated project cost of \$2,900,000), and (ii) for the construction of a fast fill CNG fueling station at the Hiram Clarke Bus Operating Facility (with an estimated project cost of \$6,800,000) (each, a “Project,” and together, the “Program of Projects”); and

WHEREAS, if the FTA awards a grant under the Low or No Emission Bus Program to METRO for a Project, the FTA will provide up to 85% funding for the cost of leasing or acquiring a transit bus and up to 90% funding for the cost of leasing or acquiring equipment and facilities, and METRO will be required to fund the remaining cost; and

WHEREAS, in such cases, management will seek the approval of METRO’s Board of Directors to allocate sufficient funds for such Project.

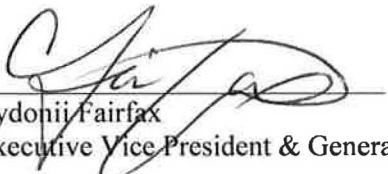
NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to submit an application to the FTA under the Low or No Emission Bus Program with the Program of Projects set forth above, and to take any other actions necessary to the foregoing matter.

Section 2. The METRO staff is required to seek additional Board approval for the amount of METRO funds that will be allocated towards any Project.

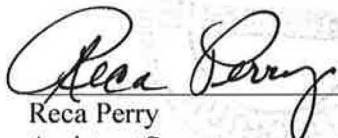
Section 2. This Resolution is effective immediately upon passage.

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 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:


Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT MODIFICATION WITH KPMG LLP TO INCREASE THE MAXIMUM PAYMENT AMOUNT FOR ADDITIONAL INDEPENDENT FINANCIAL AUDITING SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") has entered into a contract with KPMG LLP to obtain independent financial auditing services for its Comprehensive Annual Financial Report and Single Audit Report, and certain agreed upon procedures relating to its National Transit Database ("NTD") Report; and

WHEREAS, in connection with the foregoing, KPMG LLP must perform additional auditing services due to METRO's transition to the new integrated SAP system, the preparation of a required review report for the Federal Transit Administration on the financial information included in the annual NTD Report, technical assistance for the implementation of new accounting and financial reporting standards issued by the Governmental Accounting Standard Board, and additional services required for METRO's Single Audit and Pension Audit, resulting in an increase in the maximum amount for services under the contract; and

WHEREAS, management recommends that METRO modify the contract with KPMG LLP to increase the maximum amount of its existing contract by \$175,000 in order to obtain additional financial auditing services, resulting in a new maximum contract amount of \$1,854,850.

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 with KPMG LLP to obtain additional independent financial auditing services and to increase the contract amount by \$175,000, resulting in a new maximum contract amount of \$1,854,850.

Section 2. This Resolution is effective immediately upon passage.


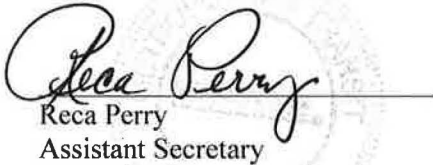
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN INTERLOCAL AGREEMENT WITH THE HOBBY AREA DISTRICT RELATING TO THE INSTALLATION AND MAINTENANCE OF 22 BUS SHELTERS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") and the Hobby Area District (the "District") propose to enter into an Interlocal Agreement regarding the design, construction, installation and maintenance of 22 enhanced bus shelters within the region of the District; and

WHEREAS, the terms of the Interlocal Agreement will include a one-time payment by METRO to the District of \$215,900 towards the design, construction and installation of such enhanced bus shelters, two annual payments by METRO to the District of \$7,500 for regular maintenance, power washing, and trash pick-up for such shelters, and payment by the District of the remaining costs of ongoing maintenance services and all repairs and replacements for structural damage to the shelters; and


WHEREAS, management recommends that METRO enter into an Interlocal Agreement with the District, with a maximum payment under the contract by METRO of \$230,900, as set forth in the form attached hereto as Exhibit A.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute an Interlocal Agreement with the Hobby Area District regarding the installation and maintenance of 22 bus shelters, with a maximum payment under the contract by METRO of \$230,900, as set forth in the form attached hereto as Exhibit A.

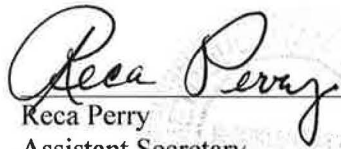
Section 2. This Resolution is effective immediately upon passage.


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 24th day of May, 2018
APPROVED this 24th day of May, 2018

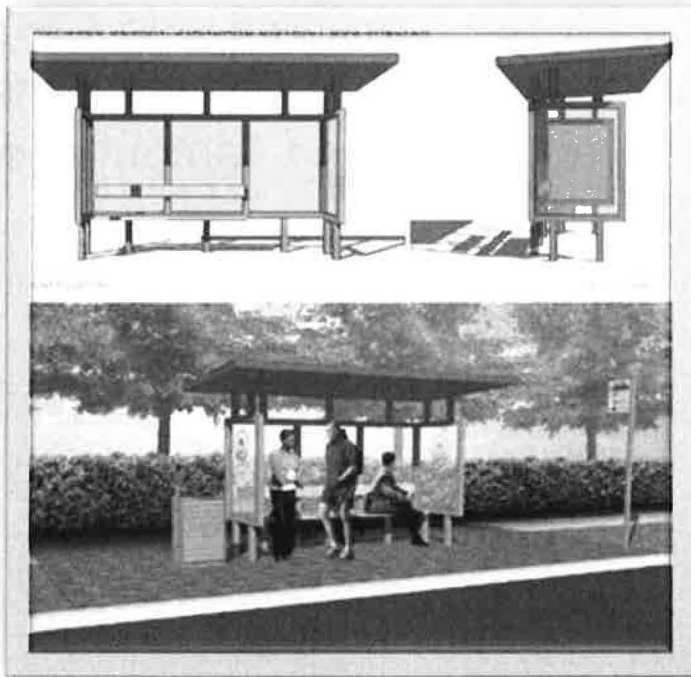
ATTEST:


Recca Perry
Assistant Secretary




Carrin F. Patman
Chair

Share Capital Expenses



22 shelter locations within the District Total Cost = \$545,755

METRO's contribution = A one-time capital cost of \$215,900, and two annual operational cost payments of \$7,500 to cover regular maintenance, power washing and trash pick-up for each of the 22 locations.

The District will be responsible for 100% of replacement costs.

**JOINT MAINTENANCE AGREEMENT
FOR THE
HOBBY AREA DISTRICT**

This Joint Maintenance Agreement for the Hobby Area District Bus Shelter Maintenance (the "Agreement") is made and entered into effective May 31, 2018 (the "Effective Date") by and between THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS ("METRO"), a body corporate and politic, authorized and existing pursuant to Chapter 451, Texas Transportation Code, and the HOBBY AREA DISTRICT (the "District") a political subdivision of the State of Texas authorized and operating under Chapter 3807, Texas Special Districts Local Laws Code, and Chapter 375, Texas Local Government Code.

RECITALS

WHEREAS, pursuant to Section 451.056(a), Texas Transportation Code, METRO is authorized to own, operate and maintain a transit authority system; and

WHEREAS, the District has the power to undertake improvement projects including, without limitation, the maintenance of streets, sidewalks and mass transit facilities; and

WHEREAS, the District is authorized to contract with other political subdivisions to carry out the purposes for which it was created; and

WHEREAS, the Interlocal Cooperation Act, Chapter 791, Texas Government Code, authorizes local governments, including METRO and special districts, such as the District, to contract with each other for the performance of governmental fundamental functions each entity is otherwise authorized to perform for itself; and

WHEREAS, by this Agreement, METRO and the District wish to set out the terms and conditions relating to the maintenance of bus stop locations within the Hobby Area Management District;

NOW, THEREFORE, for and in consideration of the foregoing premises, the mutual covenants, agreements and benefits set forth below, METRO and the District hereby agree as follows:

1. Background.

The District has enhanced twenty-two (22) bus stop locations, as shown on Exhibit 1, with Hobby District's unique shelter designs (the "Hobby Shelters"). The District undertook the design, construction, fabrication, and installation of the special shelters.

The District's direct construction cost for the Hobby Shelters was \$545,755.

5. Default and Remedies.

The default of either party to fully and timely comply with its respective obligations hereunder and the failure to cure such noncompliance within ten (10) days after written notice thereof from the other party shall constitute a default ("Default") hereunder. In the event of a Default, the non-defaulting party may thereafter notify the defaulting party of its intent to terminate this Agreement as of a date specified in such notice. If such default is not cured by such termination date, this Agreement shall be deemed automatically terminated as of the date so specified in the notice without further act of either party. This Agreement shall not be considered as constituting the exclusive remedy for any defaults, and all remedies existing at law or in equity may be availed of by either party and shall be cumulative.

6. Assignments and Amendments.

Neither party shall make, in whole or in part, any assignment of this Agreement or any obligation hereunder without the prior written consent of the other party. Any amendment to this Agreement must be in writing and executed by both parties.

7. Notices.

All notices required or permitted hereunder shall be in writing and shall be deemed delivered on the earlier of the date of actual receipt or following deposit in the United States Mail Postal Service post office or receptacle with proper postage affixed (certified mail, return receipt requested) addressed to the other party at the address provided below or at such other address as either party may prescribe by notice to the sending party.

To the District: Hobby Area District
8121 Broadway, Suite 199
Houston, Texas 77061
Attn: Jerry Lowry, Executive Director.
Tel: 832-703-1103
Fax: 832-982-2336

To METRO: Metropolitan Transit Authority of Harris County, TX
Attn: Roberto Treviño, Executive Vice President,
Planning, Engineering and Construction
1900 Main Street
Houston, Texas 77002

The parties may agree to accept notice by way of facsimile or electronic mail transmission.

13. Independent Entity

The execution of this Agreement and the distribution of funds from this program do not change the independent status of METRO or the District. No provision of this Agreement or act of METRO in performance of the Agreement shall be construed as making the District the agent, servant or employee of METRO, the State of Texas or the United States Government. The District shall notify METRO of the threat of lawsuit or of any actual suit filed against the District pertaining to this Agreement or which would adversely affect the District's responsibilities under this Agreement.

14. Funding Obligation

The District and METRO are responsible for providing funds necessary to fulfill its respective Agreement obligation. Each party paying for the performance of governmental functions or services under this Agreement must make those payments from current revenues available to the paying party.

15. Entire Agreement

This Agreement constitutes the entire agreement between and with respect to the parties hereto and supersedes any and all prior agreements and understanding of the parties regarding the subject matter of this Agreement.

EXHIBIT 1

BUS STOP/SHELTER LOCATIONS

1. Broadway St. @ Park Place Blvd. Stop ID 731
2. Broadway St. @ Park Place Blvd. Stop ID 756
3. Broadway St. @ Dixie Dr. Stop ID 732 (mini)
4. Broadway St. @ Dixie Dr. Stop ID 755
5. Broadway St. @ Santa Elana St. Stop ID 733
6. Broadway St. @ Santa Elana St. Stop ID 754 (mini)
7. Broadway St. @ Bellfort Ave. Stop ID 753 (mini)
8. Broadway St. @ Santa Elana St. Stop ID 734 (mini)
9. Broadway St. @ Bellfort Ave. Stop ID 752
10. Broadway St. @ Bellfort Ave. Stop ID 735
11. Bellfort Ave. @ Broadway St. Stop ID 9669
12. Bellfort Ave. @ Glenloch Dr. Stop ID 764
13. Broadway St. @ Bellfort Ave. Stop ID 751
14. Broadway St. @ Bellfort Ave. Stop ID 736
15. Broadway St. @ Rockhill St. Stop ID 750
16. Broadway St. @ Bellfort Ave. Stop ID 737
17. Broadway St. @ Rockhill St. Stop ID 749
18. Broadway St. @ Rockhill St. Stop ID 738 (mini)
19. Broadway St. @ Rockhill St. Stop ID 748
20. Broadway St. @ Morley St. Stop ID 747
21. Broadway St. @ Morley St. Stop ID 746
22. Broadway St. @ Rockhill St. Stop ID 739

HOBBY AREA DISTRICT
LETTER TO METRO

Fire Alarm | Life Safety System - Administrative Office Building

Planning, Engineering & Construction

May 2018

METRO



A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN INTERLOCAL COOPERATION CONTRACT WITH TEXAS A&M TRANSPORTATION INSTITUTE TO ADVANCE DEVELOPMENT OF THE BLUETOOTH PROXIMITY ALERT SYSTEM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") and Texas A&M Transportation Institute ("TTI"), executed a Master Research Agreement for transportation research services and the parties invented a signaling device to alert pedestrians of an oncoming light rail vehicle Bluetooth Proximity Alert System ("BPAS"),

WHEREAS, additional services are required to advance use of the BPAS technology for transit purposes; and

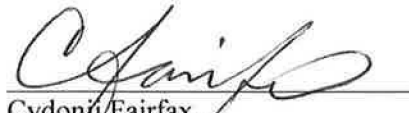
WHEREAS, management recommends that METRO enter into an Interlocal Cooperation Contract with TTI for such services to advance further development of the BPAS technology for other transit purposes, with a maximum contract amount of \$104,170.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute an Interlocal Cooperation Contract with TTI for additional services to advance further development of BPAS technology for transit purposes, with a maximum contract amount of \$104,170.

Section 2. This Resolution is effective immediately upon passage.

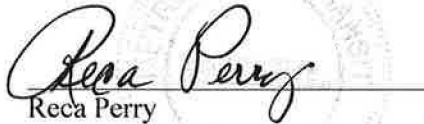
I hereby certify that the above resolution is accurate in describing the action herein of the Board of Directors on the date below.



Cydoni Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO SUBMIT AN APPLICATION TO THE TEXAS DEPARTMENT OF PUBLIC SAFETY FOR THE CREATION AND IMPLEMENTATION OF A COMMERCIAL DRIVERS LICENSE SKILLS TESTING PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Texas Department of Public Safety ("DPS") permits qualifying entities to create and implement their own Commercial Driver License ("CDL") Skills Testing Program ("Program"); and

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") desires to create and implement a Program to reduce the wait time between the conditional and permanent hiring and testing of bus operators; and

WHEREAS, prior to applying for approval of such Program, METRO must ensure that it has the capability to meet the eligibility requirements included in the DPS Memorandum of Understanding ("MOU") on Texas CDL Third Party Skills Testing, such as, identifying the test routes and basic control skills pad, designating a responsible person on behalf of METRO and secure proper training for the test examiners; and

WHEREAS, management recommends that the METRO Board of Directors ("Board of Directors") grant the President & CEO authority to submit an application to the Texas DPS for the implementation of such Program as well as the authority to execute an agreement with the Texas DPS regarding the Program (the "Agreement") and to take any other actions necessary to carry out the requirements for the Program and application.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the President & CEO to submit an application to Texas DPS for the implementation of a Third Party CDL Skills Testing Program and to execute the Agreement with the Texas DPS regarding the Program, and to take any other actions necessary to carry out the requirements for the Program under the MOU, the Agreement, and applicable law.

Section 2. This Resolution is effective immediately upon passage.

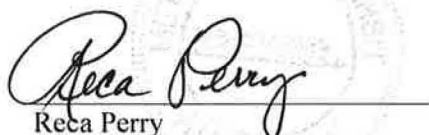
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Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 24th day of May, 2018
APPROVED this 24th day of May, 2018

ATTEST:



Recca Perry
Assistant Secretary

Carrin F. Patman
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