

A RESOLUTION

APPROVING AND ACCEPTING THE MARCH 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 March 2018; and

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

WHEREAS, the March 2018 Finance and Audit Committee Report includes the Compliance Report for the period ended February 28, 2018, the March 2018 Sales Tax Report, the February 2018 Investment Report, the February 2018 Debt Report, the February 2018 Monthly Performance Report and the Monthly Report of the Chief Financial Officer dated March 15, 2018; and

WHEREAS, the Board of Directors has reviewed such monthly committee reports, including the February 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 March 2018 Finance and Audit Committee, Administration Committee, Capital & Strategic Planning Committee and Public Safety, Customer Service, and Operations Committee monthly reports, including the February 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.



Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:



Recca Perry
Assistant Secretary

Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A THREE-YEAR CONTRACT WITH CENTRAL DELIVERY SYSTEMS LLC FOR COURIER SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires courier services to make deliveries within the Houston metropolitan area on an as-needed basis; and

WHEREAS, METRO also requires daily mail runs to all of its facilities and ride stores as well as pick-up services for interoffice mail and lost and found items; and

WHEREAS, METRO issued an Invitation for Bids for these courier services and Central Delivery Systems LLC was determined to be the lowest responsive and responsible bidder of all those that submitted bids; and

WHEREAS, management recommends that METRO enter into a three-year contract with Central Delivery Systems LLC for courier services on an as-needed basis, with a maximum contract amount of \$245,610.54.

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 Central Delivery Systems LLC for courier services on an as-needed basis, with a maximum contract amount of \$245,610.54.

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.



Cydonia Fairfax
Executive Vice President & General Counsel

PASSED this 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH SYLVANIA LIGHTING SERVICES CORP. FOR ENHANCED LIGHTING REHABILITATION AND MAINTENANCE SERVICES OF METRO FACILITIES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") issued a Request for Qualifications for the design, install and maintenance of a lighting system for METRO facilities to reduce energy consumption and obtain cost savings; and

WHEREAS, four firms submitted Statements of Qualifications ("SOQ") and were evaluated by the Technical Evaluation Committee and Oral Presentations Committee, finding Sylvania Lighting Services Corp. the most qualified vendor of all those that submitted SOQs; and

WHEREAS, in April 2017, the METRO Board of Directors authorized the President & CEO to negotiate a contract with Sylvania Lighting Services Corp; and

WHEREAS, the project objectives include improved visibility and safety, an upgraded lighting system and standardized inventory, enhanced METRO ability to control lighting systems and reduce operating costs, reduced energy consumption and carbon footprint, and improved opportunity for METRO to qualify for CenterPoint Incentive Rebate Program; and

WHEREAS, the project also includes a 12-year warranty period, and no capital investment is required; and

WHEREAS, METRO will be required to make annual payments of \$920,771.00 for twelve years to Sylvania upon completion of installation at all METRO facilities; and


WHEREAS, management recommends that the President & CEO execute a twelve-year contract with Sylvania Lighting Services Corp. for enhanced lighting rehabilitation and maintenance services of METRO facilities, in twelve annual installments of \$920,771.00, for a maximum contract amount of \$11,049,252.00.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a twelve-year contract with Sylvania Lighting Services Corp. for enhanced lighting rehabilitation and maintenance of METRO facilities for a maximum contract amount of \$11,049,252.00.


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.


Cydnei Fairfax
Executive Vice President & General Counsel

PASSED this 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:


Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A MODIFICATION TO EXTEND A CONTRACT WITH AON RISK SERVICES SOUTHWEST, INC. FOR BROKER OF RECORD SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, AON Risk Services Southwest, Inc. ("AON") is the contracted broker of record for the Metropolitan Transit Authority of Harris County, Texas ("METRO"); and

WHEREAS, in May 2014, METRO executed a three-year base contract, including two options for one-year renewal terms, with AON, for broker of record services including the development, marketing, implementation and administration of various insurance programs; and

WHEREAS, the original contract also allows METRO to request AON to perform up to an additional \$100,000.00 of optional services; and

WHEREAS, METRO exercised the first option to extend the term of the contract with AON for one year to April 30, 2018 and desires to exercise the second option to extend the term for another year to April 30, 2019; and

WHEREAS, management recommends that the President & CEO exercise the second option to extend the contract term for an additional year, to allow AON to continue performing broker of record services to cover all of METRO's operational insurance and risk needs and increasing the maximum contract amount for broker of record services by \$132,240.00.


NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to exercise the second option to extend the term of METRO's existing contract with AON for broker of record services and up to \$100,000.00 of optional services, for one year to April 30, 2019.

Section 2. The METRO Board of Directors further authorizes the President & CEO to increase the maximum contract amount for such broker of record services by \$132,240.00.


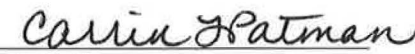
Section 3. This Resolution is effective immediately upon passage

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 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:


Recca Perry
Assistant Secretary
Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A TWO-YEAR CONTRACT WITH B&C TRUCK ELECTRIC SERVICES, INC. FOR THE PURCHASE AND DELIVERY OF ALTERNATOR PARTS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the transit vehicles of the Metropolitan Transit Authority of Harris County, Texas ("METRO") require Niehoff alternator parts on an as-needed basis; and

WHEREAS, METRO issued an Invitation for Bids for such alternator parts and B&C Truck Electric Services, Inc. was the lowest responsive and responsible bidder of all those that submitted bids; and

WHEREAS, management recommends that METRO enter into a two-year contract with B&C Truck Electric Services, Inc. for the purchase and delivery of Niehoff alternator parts on an as-needed basis for a maximum contract amount of \$383,930.00.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a two-year contract with B&C Truck Electric Services, Inc. for the purchase and delivery of Niehoff alternator parts for a maximum contract amount of \$383,930.00.

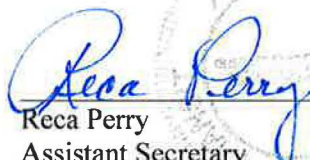
Section 2. This Resolution is effective immediately upon passage.

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 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:


Recca Perry
Assistant Secretary
Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A TWO-YEAR CONTRACT WITH STEWART & STEVENSON POWER PRODUCTS, LLC FOR THE PURCHASE AND DELIVERY OF RELIABILT ENGINE PARTS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the transit vehicles of the Metropolitan Transit Authority of Harris County, Texas ("METRO") require Reliabt engine parts on an as-needed basis; and

WHEREAS, METRO issued an Invitation for Bids for such engine parts and Stewart & Stevenson Power Products, LLC was the lowest responsive and responsible bidder of all those that submitted bids; and

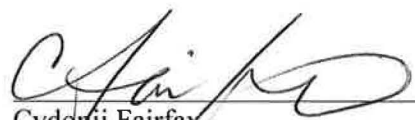
WHEREAS, management recommends that METRO enter into a two-year contract with Stewart & Stevenson Power Products, LLC for the purchase and delivery of Reliabt engine parts on an as-needed basis for a maximum contract amount of \$420,814.55.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a two-year contract with Stewart & Stevenson Power Products, LLC for the purchase and delivery of Reliabt engine parts for a maximum contract amount of \$420,814.55.

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 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:


Recca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

APPROVING THE FISCAL YEAR 2018 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 set out in RFQ 1100003 from which it can select to perform such work; and

WHEREAS, the pool of pre-qualified underwriters is reviewed annually for compliance to the standards of qualifications set out in RFQ 1100003; and

WHEREAS, thirty-one (31) underwriting firms have submitted their standards of qualifications for inclusion in METRO's Fiscal Year 2018 pool of underwriters; and

WHEREAS, management recommends approval of the proposed pool of pre-qualified underwriters as listed below:

Academy Securities
Barclays Capital
Cabrera Capital Markets
Citigroup Global Markets, Inc.
Crews & Associates, Inc.
Estrada Hinojosa
Fidelity Capital Markets
FTN Financial Capital Markets
George K. Baum & Co.
Goldman Sachs & Co.
Hilltop Securities
Hutchinson, Shockey, Erley & Co.
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
Robert W. Baird & Co., Inc.
Samco Capital Markets
Siebert, Cisneros, Shank & Co.
Stern Brothers
The Williams Capital Group, L.P.
UMB Bank, N.A.
UBS Financial Services Inc.
Vining Sparks
Wells Fargo Securities

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:

Academy Securities
Barclays Capital
Cabrera Capital Markets
Citigroup Global Markets, Inc.
Crews & Associates, Inc.
Estrada Hinojosa
Fidelity Capital Markets
FTN Financial Capital Markets
George K. Baum & Co.
Goldman Sachs & Co.
Hilltop Securities
Hutchinson, Shockey, Erley & Co.
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
Robert W. Baird & Co., Inc.
Samco Capital Markets
Siebert, Cisneros, Shank & Co.
Stern Brothers
The Williams Capital Group, L.P.
UMB Bank, N.A.
UBS Financial Services Inc.
Vining Sparks
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.



Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair

A RESOLUTION

APPROVING METRO'S FISCAL YEAR 2017 COMPREHENSIVE ANNUAL FINANCIAL REPORT AND FISCAL YEAR 2017 ANNUAL REPORTING OF COMPLIANCE WITH THE TEXAS PUBLIC FUNDS INVESTMENT ACT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, Section 451.451 of the Texas Transportation Code requires that the Metropolitan Transit Authority of Harris County, Texas ("METRO") have an annual audit of the affairs of the authority prepared by an independent certified public accountant or a firm of independent certified public accountants and that such audit be open to public inspection; and

WHEREAS, an independent audit of METRO's affairs for the Fiscal Year of 2017 was performed by KPMG, LLP and will be open to public inspection on the METRO website and filed with various oversight organizations and attached hereto as Exhibit A ("Comprehensive Annual Financial Report"); 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 METRO Board of Directors ("Board of Directors") not less than quarterly; and

WHEREAS, Chapter 2256.023 also requires that the reports prepared by the authorized investment officer shall be formally reviewed at least annually by an independent auditor, and the result of the review shall be reported to the governing body by that auditor; and

WHEREAS, the METRO investment officer provides monthly reports on such matters to the Board of Directors, and has prepared and submitted for this month's review, a verbal Annual Reporting of Compliance with the Texas Public Funds Investment Act for the Fiscal Year of 2017.


NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves METRO's Fiscal Year 2017 Comprehensive Annual Financial Report and the verbal Annual Reporting of Compliance with the Texas Public Funds Investment Act for the Fiscal Year of 2017, each as presented at this meeting of the Board of Directors and attached hereto as exhibits, in compliance with each report's respective laws.

Section 2. The Board of Directors hereby authorizes the President & CEO or his designee to file such reports with 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.


Cydonii Fairfax
Executive Vice President & General Counsel

PASSED this 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:


Reca Perry
Assistant Secretary


Carrin F. Patman
Chair

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN INTERLOCAL AGREEMENT WITH THE CITY OF HOUSTON FOR THE TOWING OF VEHICLES FROM METRO'S HIGH OCCUPANCY VEHICLE/HIGH OCCUPANCY TOLL LANES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the City of Houston ("City") currently operates the SafeClear Program for removing and towing stalled vehicles from the Houston freeway system and charges a sixty-dollar (\$60.00) fee to the owner of the vehicle ("motorist fee"); and

WHEREAS, the City of Houston has or expects to receive a grant ("Grant") from the Houston Galveston Area Council ("HGAC") for the SafeClear Program that will provide funds to compensate the contracted SafeClear operators for towing and removing the stalled vehicles in lieu of them charging a motorist fee for such removal; and

WHEREAS, management recommends that the Metropolitan Transit Authority of Harris County, Texas ("METRO") enter into an Interlocal Agreement with the City of Houston to include the HOV/HOT Lanes in the SafeClear Program and any other towing program managed by the City to permit the operators under such programs to tow the stalled vehicles located on METRO's HOV/HOT Lanes; and

WHEREAS, it is proposed that the Interlocal Agreement have a one-year term, which will automatically renew for twenty (20) successive one-year terms.

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 City of Houston with a one-year term and twenty (20) successive one-year automatic renewal terms to include the HOV/HOT Lanes as part of the City freeway system under the SafeClear Program and any other towing program managed by the City to permit the operators under such programs to tow the stalled vehicles located on METRO's HOV/HOT Lanes.

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 22nd day of March, 2018
APPROVED this 22nd day of March, 2018

ATTEST:



Recca Perry
Assistant Secretary



Carrin F. Patman
Chair