APPROVING AND ACCEPTING THE SEPTEMBER 2021 WORKING COMMITTEE REPORTS, FINANCIAL AND INVESTMENT REPORTS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, certain committees of the Metropolitan Transit Authority of Harris County, Texas Board of Directors (the "Board of Directors") held meetings in September 2021; and

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

WHEREAS, the materials for this meeting of the Board of Directors include certain finance and audit-related reports and supporting documents, including the Compliance Report for the period ended August 31, 2021, the September 2021 Sales & Use Tax Report, the August 2021 Investment Report, the August 2021 Debt Report, the August 2021 Monthly Performance Report, and the Monthly Report of the Chief Financial Officer dated September 15, 2021 (collectively, the "Finance and Audit materials"); and

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

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves and accepts the September 2021 Finance and Audit Committee, Administration Committee, Capital and Strategic Planning Committee and Public Safety, Customer Service & Operations Committee monthly reports and the Finance and Audit materials, including the August 2021 Investment Report.

Fairfax

Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

ATTEST:

Reca Perry

Assistant Secretary

Carrin Patinan

Carrin F. Patman Chair

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A CONTRACT MODIFICATION WITH G & K CONTRACTORS, LLC TO EXERCISE AN OPTION TO EXTEND THE CONTRACT TERM FOR CLEANING AND DISINFECTING SERVICES, AND TO INCREASE THE MAXIMUM PAYMENT AMOUNT; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to Resolution 2020-121, the Metropolitan Transit Authority of Harris County, Texas ("METRO") entered into a one (1) year contract with two (2) options to extend the contract term for an additional six (6) month period with G & K Contractors, LLC to provide cleaning and disinfecting services for its buses that are in active passenger service at four (4) METRO transit centers, including the Downtown Transit Center, Fannin South Transit Center, Northline Transit Center, and Texas Medical Center Transit Center; and

WHEREAS, such contract is set to expire, and METRO requires continued cleaning and disinfecting services of its buses at transit centers; and

WHEREAS, management recommends that METRO enter into a modification of METRO's existing contract with G & K Contractors, LLC to exercise an option to extend the contract term for an additional six (6) month period, and to increase the maximum payment amount by \$859,478.50, resulting in a new maximum contract amount of \$2,592,681.00, for these continued cleaning and disinfecting services of its buses at transit centers.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to execute a modification of METRO's existing contract with G & K Contractors, LLC to exercise an option to extend the contract term for an additional six (6) month period, and to increase the maximum payment amount by \$859,478.50, resulting in a new maximum contract amount of \$2,592,681.00, for continued cleaning and disinfecting services of its buses at transit centers.

Cydonii V Fairfax Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

ATTEST: Reca Perry Assistant Secretary

Carrin Pratman

Carrin F. Patman Chair

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE LOCAL PROJECT FUNDING AGREEMENTS WITH THE TEXAS DEPARTMENT OF TRANSPORTATION TO RECEIVE GRANT FUNDING, TO DIRECT AND APPROVE ALL ADMINISTRATIVE AND GRANT ACTIONS AS NECESSARY, AND TO APPROVE UP TO A 20% LOCAL MATCH OF SUCH GRANTS BY METRO, SUBJECT TO THE FISCAL YEAR 2022 BUSINESS PLAN AND BUDGET, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") may receive funding for the METRO Regional Vanpool Program through Federal Highway Administration grant funds administered by the Texas Department of Transportation ("TxDOT") including grants for Congestion Mitigation Air Quality projects and Surface Transportation Program projects; and

WHEREAS, allocations for METRO's Regional Vanpool Program are included in the 2021-2024 Transportation Improvement Program and METRO could receive up to \$12,050,000; and

WHEREAS, management recommends that the METRO Board of Directors ("Board of Directors") authorize the President & CEO to enter into local project funding agreements with TxDOT to receive these grant funds for the METRO Regional Vanpool Program for project numbers CSJ 0912-00-547, CSJ 0912-00-553, CSJ 0912-00-600, CSJ 0912-00-504, CSJ 0912-00-546, and CSJ 0912-00-548, including necessary modifications to already executed agreements, and to direct and approve all administrative and grant actions as necessary to receive such funds; and

WHEREAS, management further recommends that the Board of Directors authorize METRO to make a local match of up to twenty (20) percent of each grant amount, subject to the METRO Fiscal Year 2022 Business Plan and Budget for the vanpool program as necessary.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the President & CEO to negotiate and execute local project funding agreements with TxDOT to receive grant funding for the METRO Regional Vanpool Program for project numbers CSJ 0912-00-547, CSJ 0912-00-553, CSJ 0912-00-600, CSJ 0912-00-504, CSJ 0912-00-546, and CSJ 0912-00-548, including necessary modifications to already executed

agreements, and to direct and approve all administrative and grant actions as necessary to receive such funds.

Section 2. The Board of Directors hereby authorizes the President & CEO to approve a local match by METRO of up to twenty (20) percent of each such grant, with the aggregate maximum amount not to exceed the METRO Fiscal Year 2022 Business Plan and Budget for the vanpool program as necessary.

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.

airfax Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

ATTEST:

Reca Perry Assistant Secretary

in Patman

Carrin F. Patman Chair

ADOPTING THE FISCAL YEAR 2022 BUSINESS PLAN & BUDGETS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, Section 451.102(a) of the Texas Transportation Code requires that the Metropolitan Transit Authority of Harris County, Texas ("METRO") Board of Directors adopt an annual operating budget of all major expenditures by type and amount before the beginning of the fiscal year to which the budget applies and before the authority may conduct business in the fiscal year; and

WHEREAS, Section 451.102(b) of the Texas Transportation Code also requires that METRO hold a public hearing prior to adoption of the proposed budget and make such budget available for public review at least fourteen (14) days before the hearing date; and

WHEREAS, in compliance with the statutory requirements noted above, METRO has made its proposed Fiscal Year 2022 Business Plan and Budgets, including an annual operating budget of all major expenditures by type and amount, available to the public within the requisite timeframe and has held a public hearing regarding such budgets; and

WHEREAS, the METRO Board of Directors ("Board of Directors") has reviewed such proposed budgets for Fiscal Year 2022 and has considered the public comments thereon.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby finds and declares that the proposed METRO Fiscal Year 2022 Business Plan & Budgets, including the annual operating budget of all major expenditures by type and amount, attached hereto as <u>Exhibit A</u>, includes the appropriate strategic priorities, operating principles and organizational structure necessary to implement the Board of Directors' policies for METRO and that the prerequisites required by law for the consideration and adoption of the Fiscal Year 2022 Business Plan & Budgets have been satisfied.

Section 2. The Board of Directors hereby approves and adopts the Fiscal Year 2022 Business Plan & Budgets submitted by the President & CEO.

Section 3. The Board of Directors hereby approves and adopts an Operating Budget for Fiscal Year 2022 totaling \$740,545,900.

Section 4. The Board of Directors hereby approves and adopts a Capital Budget for Fiscal Year 2022 totaling \$276,823,259.

Section 5. The Board of Directors hereby approves and adopts a General Mobility Transfer Budget for Fiscal Year 2022 totaling \$188,646,606.

Section 6. The Board of Directors hereby approves and adopts a Debt Service Budget for Fiscal Year 2022 totaling \$105,523,359.

Section 7. The Board of Directors will receive reports at least quarterly on budgetary expenditures and fund availability as may occur subsequent to the beginning of Fiscal Year 2022.

Section 8. 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.

airfax

Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

ATTEST:

Reca Perry Assistant Secretary

Carrin Fratman

Carrin F. Patman Chair

APPROVING THE PROPOSED FISCAL YEAR 2022 INTERNAL AUDIT WORK PLAN, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Internal Audit Department of the Metropolitan Transit Authority of Harris County, Texas ("METRO") performs numerous audits throughout the year to provide independent, objective assurance over METRO's risk management, internal controls, governance and the processes in place for ensuring effectiveness, efficiency and economy; and

WHEREAS, the Internal Audit Department has identified ten (10) areas within METRO to audit for fiscal year 2022, including rail safety, security, and COVID-19 compliance ("Fiscal Year 2022 Internal Audit Work Plan"); and

WHEREAS, the Finance & Audit Committee of the METRO Board of Directors ("Board of Directors") reviewed the proposed Fiscal Year 2022 Internal Audit Work Plan at a meeting on September 15, 2021, and recommended such plan for Board approval.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby approves the proposed Fiscal Year 2022 Internal Audit Work Plan, attached hereto as <u>Exhibit A</u>.

Cydonii V Fairfax Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

Carrin Platman

Carrin F. Patman Chair

ATTEST: Queen Derry Reca Perry Assistant Secretary

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE MULTIPLE CONTRACTS DURING FISCAL YEAR 2022 TO PURCHASE INFORMATION TECHNOLOGY OFF-THE-SHELF HARDWARE AND SOFTWARE, WARRANTY AND SUPPORT SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires offthe-shelf hardware and software solutions, warranty and support services from time to time to provide METRO employees with necessary information technology resources to perform their day-to-day duties; and

WHEREAS, METRO procures such services through sole source and competitive bidding arrangements, including its cooperative purchasing agreements with the Texas Department of Information Resources, United States General Services Administration, the Houston-Galveston Area Council, Texas Multiple Award Schedules and the BuyBoard online purchasing system; and

WHEREAS, in light of the foregoing, management has requested that the METRO Board of Directors ("Board of Directors") authorize METRO to enter into multiple contracts during fiscal year 2022 to purchase such necessary information technology off-the-shelf hardware and software solutions, warranty and support services, subject to an aggregate maximum contract amount not to exceed \$5,742,500.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the President & CEO to negotiate and execute multiple contracts during fiscal year 2022 to purchase information technology off-the-shelf hardware and software, warranty and support services, with an aggregate maximum contract amount not to exceed \$5,742,500.

Cydonii V Fairfax Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

ATTEST:

Reca Perry

Assistant Secretary

in Hatman Car

Carrin F. Patman Chair

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE MULTIPLE CONTRACTS DURING FISCAL YEAR 2022 TO PURCHASE INFORMATION TECHNOLOGY HARDWARE AND SOFTWARE LICENSES, MAINTENANCE, AND OTHER INFORMATION TECHNOLOGY SERVICES AND SUPPORT, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") contracts from time to time with multiple vendors for hardware/software licenses, support software products, maintenance for hardware and other equipment, and other information technology services and support for systems that METRO employees use to perform day-to-day business and operating functions; and

WHEREAS, METRO procures such purchases through sole source and competitive bidding arrangements, including its cooperative purchasing agreements with the Texas Department of Information Resources, United States General Services Administration, the Houston-Galveston Area Council, Texas Multiple Award Schedules and the BuyBoard online purchasing system; and

WHEREAS, in light of the foregoing, management has requested that the METRO Board of Directors ("Board of Directors") authorize METRO to enter into multiple contracts during fiscal year 2022 to purchase such necessary information technology hardware and software licenses, maintenance, and technology services and support, subject to an aggregate maximum contract amount not to exceed \$10,810,041.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the President & CEO to negotiate and execute multiple contracts during fiscal year 2022 to purchase information technology hardware and software licenses, maintenance, and other information technology services and support, with an aggregate maximum contract amount not to exceed \$10,810,041.

Fairfax

Cydonii V) Fairfax Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

Reca Perry Assistant Secretary

Carrin Patinan

Carrin F. Patman Chair

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

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires temporary staffing services through September 30, 2022 in order to continue performing temperature screenings and symptom checks on all employees and contractors entering METRO facilities as an additional health and safety measure during the COVID-19 pandemic; and

WHEREAS, METRO may procure various commodities and services in compliance with state competitive bidding requirements through its participation in the Choice Partners National Purchasing Cooperative ("Cooperative"); and

WHEREAS, management requests authorization for METRO to enter into multiple contracts with the Cooperative's vendors for such temporary staffing services, subject to an aggregate amount not-toexceed \$1,000,000; and

WHEREAS, the vendors may include, but are not limited to, Lane Staffing, The Spearhead Group, and any other qualified firms that meet capacity and performance requirements.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute multiple contracts through the Choice Partners National Purchasing Cooperative for temporary staffing services to provide temperature screenings and symptom checks for all employees and contractors entering METRO facilities through September 30, 2022, with an aggregate amount not-to-exceed \$1,000,000.

Cydonii V Fairfax

Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

ATTEST:

Reca Perry

Assistant Secretary

Carrin Patman

Carrin F. Patman Chair

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH NEXT LEVEL URGENT CARE FOR COVID-19 RAPID TESTING SERVICES, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, in connection with the Metropolitan Transit Authority of Harris County, Texas' ("METRO") implementation of a COVID-19 testing policy as an additional health and safety measure during the COVID-19 pandemic, METRO desires to purchase rapid testing services for its employees pursuant to the emergency exception to a competitive procurement authorized by Section 451.110(b)(3)(A) of the Texas Transportation Code and Section 6.3 of METRO's Procurement Manual; and

WHEREAS, based on the foregoing, management recommends that the Board of Directors authorize the President & CEO to negotiate and execute a contract with Next Level Urgent Care for such services, with a maximum contract amount of \$2,040,000.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The Board of Directors hereby authorizes the President & CEO to negotiate and execute a contract with Next Level Urgent Care to provide COVID-19 rapid testing services for its employees, with a maximum contract amount of \$2,040,000.

Cydonii V. Fairfax Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

Reca Perry

Assistant Secretary

Carrin Hatman

Carrin F. Patman Chair

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A SOLE SOURCE CONTRACT WITH ROCKWELL COLLINS FOR MAINTENANCE AND SUPPORT SERVICES FOR METRO'S SUPERVISORY CONTROL AND DATA ACQUISITION SYSTEM, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") requires maintenance and support services for its Supervisory Control and Data Acquisition ("SCADA") system for the METRORail, including 24/7 assistance with technical issues, fifty (50) hours of engineering services for system modifications, quarterly software patch management, security patches as required, and historical data storage; and

WHEREAS, Rockwell Collins ("Contractor") is the only firm that can provide these maintenance and support services for the SCADA system because Contractor developed and implemented this proprietary technology as part of the METRORail Expansion Project; and

WHEREAS, based on the foregoing, management recommends that METRO enter into a three (3) year sole source contract with Contractor to provide these maintenance and support services for the SCADA system, with a maximum contract amount of \$448,381.

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 Rockwell Collins to provide maintenance and support services for the SCADA system, with a maximum contract amount of \$448,381.

Fairfax

Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

Reca Perry Assistant Secretary

Carrin Patman

Carrin F. Patman Chair

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH RIDECO TO PROVIDE A TURN-KEY SOFTWARE SOLUTION FOR METRO'S COMMUNITY CONNECTOR SERVICE, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, in September 2020, the Metropolitan Transit Authority of Harris County, Texas ("METRO") launched a pilot program with RideCo that enables customers to schedule trips on the METRO Community Connector service in advance or on-demand through a new mobile application; and

WHEREAS, during the past year, the pilot program has been successful, generating positive responses from customers and over 65,000 bookings; and

WHEREAS, METRO desires to continue providing customers with the ability to schedule trips in

advance or on-demand and has issued a Request for Proposals for a turn-key software solution; and

WHEREAS, the proposal from RideCo 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 RideCo to provide this turn-key software solution for customers to schedule trips in advance or on-demand for the METRO Community Connector service, with a maximum contract amount of \$1,464,292.

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 RideCo to provide a turn-key software solution for customers to schedule trips in advance or on-demand for the METRO Community Connector service, with a maximum contract amount of \$1,464,292.

Cydonii V Fairfax Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

Reca Perry

Assistant Secretary

Carrin Patman

Carrin F. Patman Chair

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A CONTRACT WITH GALLS, LLC FOR THE PURCHASE OF UNIFORMS, AND MAKING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT

WHEREAS, pursuant to the Labor Agreement between the Metropolitan Transit Authority of Harris County, Texas ("METRO") and the Transport Workers Union of America, AFL-CIO and Local 260 of the Transport Workers Union of America, AFL-CIO, METRO has agreed to purchase uniforms for union employees each fiscal year; and

WHEREAS, METRO has entered into an Interlocal Participation Agreement with the Texas Local Government Purchasing Cooperative ("Cooperative"), pursuant to which it may utilize the BuyBoard online purchasing system to procure various products, equipment and services as a participant in a cooperative purchasing program established by the Cooperative; and

WHEREAS, purchases through the BuyBoard online purchasing system satisfy METRO's procurement requirements because the Cooperative's underlying contracts with the vendors of the BuyBoard are competitively procured; and

WHEREAS, management recommends that METRO enter into a one (1) year contract with Galls, LLC to purchase these uniforms for union employees through METRO's participation in the BuyBoard online purchasing system, for a cost not to exceed \$1,778,227.

NOW, THEREFORE, BE IT RESOLVED THAT:

Section 1. The METRO Board of Directors hereby authorizes the President & CEO to negotiate and execute a one (1) year contract with Galls, LLC to purchase uniforms for union employees through METRO's participation in the BuyBoard online purchasing system, for a cost not to exceed \$1,778,227.

Fairfax

bnii Executive Vice President & General Counsel

PASSED this 23rd day of September, 2021 APPROVED this 23rd day of September, 2021

Reca Perry

Carrin Foatman Carrin F. Patman Chair

Assistant Secretary