

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH KCC GROUP, INC. FOR CONSTRUCTION OF IMPROVEMENTS ON TRAVIS STREET FROM ALABAMA TO PIERCE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for construction of improvements on Travis Street, from Alabama to Pierce; and

WHEREAS, KCC Group, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with KCC Group, Inc. for construction of improvements on Travis Street, from Alabama to Pierce, for an amount not to exceed \$5,699,222.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CONTRACTOR, TECHNOLOGY, LTD. FOR CONSTRUCTION OF IMPROVEMENTS TO JEFFERSON STREET, FROM SMITH TO TRAVIS, AND THE CONSTRUCTION OF IMPROVEMENTS TO ST JOSEPH PARKWAY, FROM BRAZOS TO LOUISIANA; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the construction of improvements to Jefferson Street, from Smith to Travis, and the construction of improvements to St. Joseph Parkway, from Brazos to Louisiana, are a part of METRO's Downtown/Midtown Transit Streets project; and

WHEREAS, METRO issued an invitation for bids for construction of these improvements; and

WHEREAS, Contractor Technology, Ltd. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Contractor Technology, Ltd. for construction of improvements to Jefferson Street from Smith to Travis, and the construction of improvements to St. Joseph Parkway from Brazos to Louisiana, for an amount not to exceed \$1,958,700.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH CENTERPOINT ENERGY HOUSTON, LLC FOR REIMBURSEMENT OF THE COST OF RELOCATION AND ADJUSTMENT OF UTILITIES TO ACCOMMODATE THE CONSTRUCTION OF IMPROVEMENTS TO JEFFERSON STREET, FROM BRAZOS TO TRAVIS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Downtown/Midtown Transit Streets Project includes the construction of improvements to Jefferson Street, from Brazos to Travis; and

WHEREAS, certain underground manhole and conduit facilities owned by CenterPoint Energy Houston, LLC (also referred to as the "Company") must be adjusted and relocated to accommodate construction; and

WHEREAS, METRO is obligated under the provisions of Chapter 451, Texas Transportation Code, to reimburse the Company for its costs incurred in the adjustment and relocation of its utilities when necessary to accommodate transportation projects;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with CenterPoint Energy Houston, LLC to reimburse the Company for its costs associated with the relocation and adjustment of manhole and conduit facilities necessary to accommodate the construction of Jefferson Street, from Brazos to Travis. The reimbursement agreement shall not exceed the amount of \$112,500.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



*Rene M. Gonzalez*  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

*Arthur L. Schechter*  
Arthur L. Schechter  
Chairman

A RESOLUTION

INCREASING THE COST LIMIT FOR EXECUTION OF WORK AUTHORIZATIONS UNDER METRO'S JOB ORDER CONTRACT FOR DEMOLITION, CONSTRUCTION AND RELOCATION OF THE NORTHWEST TRANSIT CENTER UTILITY BUILDING; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE A WORK AUTHORIZATION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, to accommodate the State's widening of Interstate 10, it will be necessary to demolish METRO's utility building at the Northwest Transit Center, relocate and construct a new utility building and relocate the associated underground utilities; and

WHEREAS, the State will reimburse METRO for the costs of the work; and

WHEREAS, structural modifications and construction projects at METRO's facilities with a value under \$250,000 can be performed under METRO's Job Order Contract by issuance of work authorizations; and

WHEREAS, staff has recommended issuance of a work authorization under the Job Order Contract for demolition, relocation and construction of a new Northwest Transit Center utility building and associated utilities;

WHEREAS, it is necessary to increase the price limitation under the Job Order Contract so that this construction project may proceed by issuance of a work authorization;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board hereby approves an increase to the cost limit for work authorizations under METRO's Job Order Contract to accommodate demolition of the existing utility building at the Northwest Transit Center, construction of a new utility building and relocation of associated utilities, to be performed pursuant to the Job Order Contract.

Section 2. The President & CEO is hereby authorized and directed to execute and deliver a work authorization in an amount not to exceed \$500,000.00.

Section 3. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH CONTRACT LAND STAFF, INC. FOR THE SERVICES OF MICHELLE FRICKE FOR REAL ESTATE CONSULTING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, staff support is necessary for increased real estate activities for METRO's capital projects; and

WHEREAS, Michelle Fricke, of Contract Land Staff, Inc. is most qualified to provide assistance and staff support for property acquisitions, title research, land appraisal review and other real estate transactions;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Contract Land Staff, Inc. for the services of Michelle Fricke for real estate consulting services for an amount not to exceed \$145,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER MODIFICATIONS TO THE CONSTRUCTION CONTRACTS FOR LINE SECTIONS 4 AND 5 AS PART OF THE MAIN STREET CORRIDOR DEVELOPMENT PROGRAM; RATIFYING CERTAIN CONTRACT MODIFICATIONS AND CHANGE ORDERS PREVIOUSLY EXECUTED BY THE PRESIDENT & CEO; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Main Street Corridor is undergoing significant redevelopment as a part of the Main Street Corridor Development Program (hereinafter, "Program"); and

WHEREAS, METRO has executed contracts with several firms for implementation of its portion of the Program, including construction of METRORail, for such services as project management support, preliminary engineering, final design and design services during construction, corridor construction and management, vehicle and system, and rail station finishes; and

WHEREAS, METRO has entered into agreement with local governmental entities and area stakeholders for METRO's management of the construction of additional improvements in the Main Street Corridor to be undertaken in connection with METRO's construction of METRORail and adjacent transit facilities; and

WHEREAS, METRO selected a "fast track" construction approach with the goal that construction activities be completed by January, 2004; and

WHEREAS, during the design and construction process, requirements for certain modifications and enhancements to the original scope of work or services have emerged; and

WHEREAS, the Board previously approved modifications to design and construction contracts in furtherance of the Program; and

WHEREAS, additional modifications to construction contracts are necessary for project completion; and

WHEREAS, the Board of Directors believes it is appropriate to ratify certain modifications and change orders previously executed by the President & CEO and confer upon the President & CEO the authority to further modify those certain construction contracts for Line Sections 4 and 5 within the authorized limits;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver modifications to construction contracts for Line Sections 4 and 5, to increase the maximum authorized expenditures under the contracts up to the amounts stated, and provide for such changed or additional work as required for completion of services.

Section 2. The Board of Directors hereby approves and ratifies those certain construction contract modifications for Line Section 4 and construction contract change orders for Line Sections 4 and 5 for the Main Street Corridor Development Program.


Section 3. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH S.R. BEARD & ASSOCIATES, L.L.C. TO INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO executed a contract with S.R. Beard & Associates, LLC for general transit planning consultant services; and

WHEREAS, it is necessary to increase the maximum authorized expenditures under the contract to accommodate additional work to be performed and an accelerated schedule for completion of corridor studies, financial analyses, coordination of public involvement and refinement of METRO's 2025 Plan;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with S.R. Beard & Associates, LLC to increase the maximum authorized expenditures under the contract by an amount not to exceed \$1,800,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH TELETRAC, INC. TO PROVIDE AUTOMATED VEHICLE LOCATION FOR SUPPORT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Teletrac, Inc. for purchase and installation of the appropriate hardware and computer tracking devices for an automated vehicle locator system to monitor the METROLift fleet; and

WHEREAS, automated vehicle location will improve efficient dispatch and use of support vehicles; and

WHEREAS, the METRO-owned Teletrac hardware can be used to provide automated vehicle location for support vehicles; and

WHEREAS, selected source justification has been provided;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Teletrac, Inc. for automated vehicle location for METRO's support vehicles for an amount not to exceed \$36,725.00

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SAL ESPARZA, INC, FOR LANDSCAPE MAINTENANCE SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Park & Ride lots, transit centers and operating facilities require periodic landscaping and property maintenance; and

WHEREAS, METRO solicited bids for landscape maintenance services at selected METRO properties with Sal Esparza, Inc. submitting the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Sal Esparza, Inc. for landscape maintenance services at selected METRO facilities for an amount not to exceed \$448,634.76.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Regina Morales  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON SERVICES, INC. FOR DETROIT DIESEL SERIES 40 ENGINE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's New Flyer buses use Detroit Diesel Series 40 engine parts; and

WHEREAS, METRO invited bids for Detroit Diesel Series 40 engine parts for normal bus maintenance; and

WHEREAS, Stewart & Stevenson Services, Inc. submitted the lowest responsive and responsible bids;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Stewart & Stevenson Services, Inc. for Detroit Diesel Series 40 engine parts for an amount not to exceed \$860,680.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH COMPUSEARCH, INC. FOR UPGRADE OF METRO'S PRISM CONTRACTS ADMINISTRATION SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO uses the PRISM Contracts Administration System to monitor contract activity; and

WHEREAS, it is necessary to upgrade the PRISM Contracts Administration System to the Web version for more efficient use of the system, for continued vendor support, and for compatibility with METRO's current Windows 2000 and XP software systems; and

WHEREAS, CompuSearch, Inc. is the only vendor with the technical capability to perform the upgrade;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with CompuSearch, Inc. for upgrade of the PRISM Contracts Administration System to the Web version, in an amount not to exceed \$641,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH BARRY SILVERMAN, L.L.C. FOR ADVERTISING, MARKETING AND COMMUNICATIONS CONSULTING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's advertising and marketing activities have been supplemented through consulting services provided by Barry Silverman, L.L.C.; and

WHEREAS, Mr. Silverman has satisfactorily performed his services for METRO and the Board of Directors is of the opinion that it is appropriate to retain his services for an additional one-year period to provide staff support of communication and marketing activities;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Barry Silverman L.L.C. for advertising, marketing and communications consulting services to extend the period of performance and to increase the maximum authorized expenditures under the contract by an amount not to exceed \$48,000.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH LEE OFFICE SOLUTIONS FOR THE PURCHASE OF OFFICE SUPPLIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the purchase of office supplies; and

WHEREAS, Lee Office Solutions submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a two-year contract with Lee Office Solutions for the purchase of office supplies for an amount not to exceed \$1,075,574.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH BEE-LINE DELIVERY SERVICES, INC. FOR COURIER SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for courier services on an "as needed" basis; and

WHEREAS, Bee-Line Delivery Services, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Bee-Line Delivery Services, Inc. for courier services for an amount not to exceed \$189,429.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of January, 2003  
APPROVED this 23<sup>rd</sup> day of January, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A RENEWAL OF THE LEASE AGREEMENT FOR SPACE IN THE JP MORGAN CHASE BUILDING TO EXTEND THE LEASE TERM AN ADDITIONAL THIRTEEN (13) MONTHS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO currently leases space in the JP Morgan Chase building at 730 Main Street for use for a RideStore and a public information resource center; and

WHEREAS, the lease will expire in November, 2003; and

WHEREAS, it is necessary to renew the lease for an additional thirteen (13) months to ensure continued service to patrons and communication of ongoing METRO projects until completion of the Downtown Transit Center and Administrative Office Building;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a renewal of the lease for space at JP Morgan Chase building to extend the term an additional thirteen (13) months, for an amount not to exceed \$78,102.51 for the renewal period.

Section 2. The Board further authorizes a 5% contingency for unexpected expenses.

Section 3. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH SBC FOR THE RELOCATION AND ADJUSTMENT OF ITS MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE THE CONSTRUCTION OF FRANKLIN STREET BETWEEN LOUISIANA AND HAMILTON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Franklin Street, between Louisiana and Hamilton is part of METRO's Downtown/Midtown transit streets project; and

WHEREAS, the reconstruction of this segment of Franklin Street will impact certain manhole and conduit facilities owned by SBC (formerly Southwestern Bell Telephone) and will require relocation and adjustment; and

WHEREAS, Section 451.058, Texas Transportation Code, requires that METRO pay for the relocation and adjustment of these facilities;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a reimbursement agreement with SBC for the relocation and adjustment of its manhole and conduit facilities to accommodate the reconstruction of Franklin Street, between Louisiana and Hamilton, at a cost not to exceed \$672,750.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH INFRASTRUCTURE SERVICES, INC. FOR CONSTRUCTION OF IMPROVEMENTS TO MAIN STREET, FROM BLODGETT TO CALUMET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for the construction of improvements to Main Street, from Blodgett to Calumet; and

WHEREAS, Infrastructure Services, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:


Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Infrastructure Services, Inc. for construction of improvements to Main Street, from Blodgett to Calumet, in an amount not to exceed \$3,096,737.50.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH ROCHA VISUALIZATION, INC. TO INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO, entered into contract with Rocha Visualization, Inc. for professional architectural and engineering services for the production of visualizations for use during public outreach activities for METRO's capital projects and transit services; and

WHEREAS, additional services are needed under the contract; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:


Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Rocha Visualization, Inc. to increase the maximum authorized expenditures under the contract by an amount not to exceed \$200,000.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH AT&T FOR A FRAME RELAY DATA COMMUNICATIONS CIRCUIT FOR THE REGIONAL COMPUTERIZED TRAFFIC SIGNAL SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2002-35, METRO entered into contract with Verizon Wireless for cellular digital packet data ("CDPD") wireless services for transmission of data between TranStar and selected intersections as part of the Regional Computerized Traffic Signal System; and

WHEREAS, data connection is currently provided by standard Internet circuitry; and

WHEREAS, leased data frame relay communications circuitry will provide greater security and efficiency; and

WHEREAS, AT&T is the only local provider of frame relay data communications circuits that are connected with Verizon Wireless; and

WHEREAS, sole source justification has been provided;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with AT&T for a frame relay data communications circuits for the Regional Computerized Traffic Signal System for an amount not to exceed \$31,000.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CES NETWORK SERVICES FOR SUPPLY AND INSTALLATION OF TRAFFIC SIGNAL WIRELESS COMMUNICATION COMPONENTS FOR THE REGIONAL COMPUTERIZED TRAFFIC SIGNAL SYSTEM (RCTSS); AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, wireless modems, antennas and other communication equipment must be installed to accommodate the Regional Computerized Traffic Signal System ("RCTSS"); and

WHEREAS, METRO solicited bids for performance of the work; and

WHEREAS, CES Network Services submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with CES Network Services for installation of traffic signal wireless communications components for the Regional Computerized Traffic Signal System, at a cost not to exceed \$841,996.56.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN INTERLOCAL AGREEMENT WITH THE CITY OF HOUSTON FOR TRAFFIC MITIGATION PROJECTS IN THE VICINITY OF SPUR 527; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Spur 527 is an approximately 0.75 segment of highway that provides access from U.S. 59, also known as the "Southwest Freeway", and the Houston Central Business District; and

WHEREAS, the State of Texas, through the Texas Department of Transportation, will reconstruct that portion of the Southwest Freeway that connects with Spur 527, and will also construct an extension of the existing Southwest Freeway High Occupancy Vehicle Lane; and

WHEREAS, construction activities will require the temporary closure of Spur 527 and the use of alternative routes; and

WHEREAS, the City of Houston, with the assistance of the Texas Department of Transportation and METRO, has identified mitigation projects that will provide for continued traffic flow and surface street improvements during the reconstruction of the Southwest Freeway (hereinafter referred to as "mitigation projects"); and

WHEREAS, Congestion Mitigation and Air Quality funding is available through an existing grant between METRO and the Federal Transit Administration to assist in the cost of the mitigation projects; and

WHEREAS, it is appropriate that METRO and the City of Houston participate in the development of the mitigation projects;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an interlocal agreement with the City of Houston for the reassignment of Congestion Mitigation and Air Quality funds, subject to the approval of the Federal Transit Administration, for mitigation projects in the vicinity of Spur 527 and METRO's participation in such mitigation projects.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AMENDMENT TO THE MOTORIST ASSISTANCE PROGRAM INTERAGENCY AGREEMENT TO EXTEND THE PROGRAM AND INCREASE METRO'S FUNDING PARTICIPATION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, since 1989, METRO has participated with the Texas Department of Transportation, the Harris County Sheriff's Department, the City of Houston, the Houston Automobile Dealers Association and Cingular Wireless Telephone Company in a Motorist Assistance Program ("Map") to improve traffic flow by assisting drivers who have had minor vehicle breakdowns; and

WHEREAS, the MAP program has consistently received considerable public support; and

WHEREAS, it is appropriate that the MAP program be continued and that funding participation be increased;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an amendment to the Motorist Assistance Program interagency agreement to extend the Motorist Assistance Program for two (2) additional years and increase METRO's contribution to the program by an amount not to exceed \$1,590,000.00.

Section 2. This resolution is effective immediately upon passage.



ATTEST:

  
Assistant Secretary

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NORTH AMERICAN BUS INDUSTRIES FOR HUBNER TURNTABLE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Hubner turntable parts are installed on METRO's articulated buses; and

WHEREAS, METRO solicited bids for Hubner turntable parts for replacement or repair needs; and

WHEREAS, North American Bus Industries submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with North American Bus Industries for Hubner Turntable parts for an amount not to exceed \$425,119.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON SERVICES, INC. FOR VEHICLE FILTERS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for the purchase of filters for transit vehicles; and

WHEREAS, Stewart & Stevenson Services, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Stewart & Stevenson Services, Inc. for vehicle filters for an amount not to exceed \$298,779.000.


Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CUSTOMER FIRST CLEANING SERVICES & SUPPLIES FOR CLEANING SERVICES AT METRO'S BUS SHELTERS BUS STOPS AND OTHER TRANSIT AMENITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for cleaning services at METRO's bus shelters, bus stops and other transit amenities in the Central Business District, Midtown and in the North Main Corridor; and

WHEREAS, Customer First Cleaning Services & Supplies submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Customer First Cleaning Services & Supplies for cleaning services at METRO's bus stops, bus shelters and other transit amenities for an amount not to exceed \$459,799.06.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CUSTOMER FIRST CLEANING SERVICES & SUPPLIES FOR JANITORIAL SERVICES AT METRO'S TRANSIT FACILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for janitorial services at the Fallbrook, Field Service Center, Central Stores, Buffalo Bayou and Kashmere; and

WHEREAS, Customer First Cleaning Services & Supplies submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Customer First Cleaning Services & Supplies for janitorial services at designated transit facilities for an amount not to exceed \$693,715.08

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON SERVICES, INC. FOR THE PURCHASE AND INSTALLATION OF THERMO-KING AIR CONDITIONING UNITS ON METRO BUSES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the purchase of Thermo-King air-conditioning units on Neoplan articulated buses; and

WHEREAS, Stewart & Stevenson Services, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

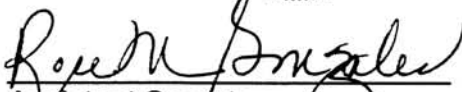
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Stewart & Stevenson Services, Inc. for the purchase and installation of air-conditioning units on Neoplan articulated buses for an amount not to exceed \$1,336,680.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH JOHN L. WORTHAM & SONS, L.L.P. FOR INSURANCE AGENT OF RECORD SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued a Request for Proposals for Insurance Agent of Record Services; and

WHEREAS, the qualifications of firms that responded to the solicitation have been carefully evaluated; and

WHEREAS, the firm of John L. Wortham & Sons, L.L.P. is most qualified to perform the necessary services;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a three-year contract with one 2-year option with John L. Wortham & Son, L.L.P. for insurance agent of record services for an amount not to exceed \$150,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXERCISE THE RIGHTS AS EXPRESSED IN A RIGHT OF FIRST REFUSAL DOCUMENTS; AND TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR THE ACQUISITION OF PROPERTY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's light rail alignment crosses several parcels of land bounded by Fannin, Wentworth, San Jacinto and Blodgett; and

WHEREAS, one of the parcels is owned by Nicholas P. Litinas and wife (also referred to as "Owners"); and

WHEREAS, METRO acquired a portion of the land owned by Nicholas P. Litinas and wife, and other adjacent tracts for construction of the light rail alignment; and

WHEREAS, METRO entered into an agreement with the Owners which contains a Right of First Refusal requiring said Owners to first offer METRO an opportunity to purchase the remaining 26,285 square foot portion of their land before sale to any third party; and

WHEREAS, a third party has offered to purchase the remaining portion of the Owner's tract; and

WHEREAS, the METRO Board of Directors has determined that the remaining 26,285 square foot tract is appropriate for transit system development and that METRO should acquire said property pursuant to the Right of First Refusal document as executed between the Owners and METRO;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements for the acquisition for a tract of land, consisting of approximately 0.6034 acres, or 26,285 square feet, owned by Nicholas P. Litinas and wife for transit system development.

Section 2. The President & CEO is further authorized and directed to undertake such administrative adjustments as necessary for acquisition of the property.

Section 3. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of February, 2003  
APPROVED this 27<sup>th</sup> day of February, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE ALL APPROPRIATE DOCUMENTS FOR THE SALE OF A 0.40 ACRE PARCEL OF LAND ADJACENT TO THE WESTPARK CORRIDOR TO THE CITY OF FULSHEAR, TEXAS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, in 1992, METRO acquired a 100-foot wide railroad right-of-way from Dunlavy Street in downtown Houston to Eagle Lake, Texas, (the "Westpark Corridor") for future transit development; and

WHEREAS, a portion of the right-of-way passes through the City of Fulshear; and

WHEREAS, the City of Fulshear wishes to acquire from METRO a 0.40 acre parcel of land adjacent to the Westpark Corridor for expansion of municipal facilities; and

WHEREAS, the 0.40 acre parcel is not required for future transit development and the value of the property has been determined by independent appraisals;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute all appropriate documents for the sale of a 0.40 acre parcel of land adjacent to the Westpark Corridor to the City of Fulshear, Texas for the appraised value amount of \$27,878.40.


Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of March, 2003  
APPROVED this 27<sup>th</sup> day of March, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH THE TEXAS DEPARTMENT OF TRANSPORTATION FOR FUNDING DESIGN AND DESIGNATED CONSTRUCTION COSTS TO THE KATY FREEWAY RECONSTRUCTION PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the State of Texas, through the Texas Department of Transportation ("TxDot") will widen and modify the I-10 Katy Freeway to alleviate traffic congestion and enhance mobility, (the "Katy Freeway Reconstruction Project"); and

WHEREAS, the Katy Freeway Reconstruction Project is scheduled to begin in 2003 with completion of construction in 2009; and

WHEREAS, with the transportation improvements to the I-10 Katy Freeway, it is appropriate that the parties preserve the future capability for inclusion of High Capacity Transit as an additional element of mobility enhancement; and

WHEREAS, it is necessary to modify the design and construction plans for the Katy Freeway Reconstruction Project so that structural improvements will accommodate future High Capacity Transit; and

WHEREAS, METRO is willing to provide funding for the costs of design changes and designated construction modifications of three freeway segments; and

WHEREAS, METRO is willing to seek federal participation for funding of certain construction modifications for a subsequent agreement with the Texas Department of Transportation;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with the Texas Department of Transportation to provide funding for the costs of modifications for design and designated construction changes for the Katy Freeway Reconstruction Project, as necessary to preserve options for future High Capacity Transit, for an amount not to exceed \$1.739 million.

Section 2. Staff will proceed to secure the participation of the Federal Transit Administration for funding of a second proposed agreement for the costs of construction modifications, and will seek Board approval for execution of said agreement.

Section 3. This resolution is effective immediately upon passage.

PASSED this day 27<sup>th</sup> of March, 2003  
APPROVED this day 27<sup>th</sup> of March, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH CENTERPOINT ENERGY HOUSTON, LLC TO REIMBURSE THE COST OF RELOCATION AND ADJUSTMENT OF MANHOLE AND CONDUIT FACILITIES FOR THE RECONSTRUCTION OF FRANKLIN STREET, FROM LOUISIANA TO HAMILTON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Downtown/Midtown Transit Streets Project includes the reconstruction of Franklin Street, from Louisiana to Hamilton; and

WHEREAS, certain manhole and conduit facilities owned by CenterPoint Energy Houston, LLC must be relocated and adjusted to accommodate the construction activity; and

WHEREAS, METRO is obligated under the provisions of Chapter 451, Texas Transportation Code, to reimburse CenterPoint Energy Houston, LLC for its costs incurred in relocating and adjusting its facilities for this project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a reimbursement agreement with CenterPoint Energy Houston, LLC for reimbursement of its costs associated with the relocation and adjustment of its facilities necessary to accommodate the reconstruction of Franklin Street, from Louisiana to Hamilton, for an amount not to exceed \$1,314,510.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 27<sup>th</sup> day of March, 2003  
APPROVED this 27<sup>th</sup> day of March, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH FIRST TRANSIT, INC. TO EXERCISE THE OPTION FOR EXTENDED SERVICE AND INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2000-11, METRO entered into contract with First Transit, Inc. for the operation and maintenance of wheelchair-accessible METROLift Vans; and

WHEREAS, the contract contains an option for an additional year of service and a three-month continuance period; and

WHEREAS, First Transit, Inc. has performed satisfactorily under the contract and it is appropriate that METRO exercise the option for continued service;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to exercise the option for extension of services under the contract with First Transit, Inc. for operation and maintenance of wheelchair-accessible METROLift vans, increasing the maximum authorized expenditures under the contract by an amount not to exceed \$16,029,520.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this day 27<sup>th</sup> of March, 2003  
APPROVED this day 27<sup>th</sup> of March, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SOUTHLINE EQUIPMENT COMPANY FOR THE PURCHASE OF FACILITIES SUPPORT EQUIPMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an Invitation for Bids for facilities support equipment; and

WHEREAS, Southline Equipment Company issued the lowest responsive and responsible bid for four equipment categories, including facility/yard scrubbers, floor scrubbers, personnel carts and forklifts;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Southline Equipment Company for specified facilities support equipment for an amount not to exceed \$289,706.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 27<sup>th</sup> day of March, 2003  
APPROVED this 27<sup>th</sup> day of March, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT THE TRAPEZE SOFTWARE GROUP FOR IMPLEMENTATION OF THE RIDE PRO COMPUTER APPLICATION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's RideShare and METROVan Programs use a DOS-based computer application to match commuters and carpools to various employment centers; and

WHEREAS, the current DOS-based computer application was acquired in 1994 and vendor support is no longer available; and

WHEREAS, it is necessary to replace the current system with an upgraded software application that will operate in the current computer environment and provide better commuter and carpool matching capabilities; and

WHEREAS, METRO issued a Request for Proposals for replacement of the current system with an upgraded computer application; and

WHEREAS, The Trapeze Software Group is most qualified to provide the software application that best meets METRO's needs;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with the Trapeze Software Group for purchase and implementation of the RidePro System for computer matching of commuters and carpools for the RideShare and METROVan programs for an amount not to exceed \$217,850.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this day 27<sup>th</sup> of March, 2003  
APPROVED this day 27<sup>th</sup> of March, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING CAPSTAR PARTNERS TO NEGOTIATE ON BEHALF OF METRO WITH WELLS FARGO BANK AND WITH MACQUARIE FOR THE DEFEASED LEASE OF METRO'S AUTOMATIC FARE COLLECTION SYSTEM AND COMMUNICATION AND COMPUTER AIDED DISPATCH SYSTEM; APPROVING DEFEASED LEASE TRANSACTIONS AND AUTHORIZING AGREEMENTS, DOCUMENTS AND OTHER MATTERS RELATING THERETO; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE APPROPRIATE DOCUMENTS TO FINALIZE THE TRANSACTION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") is a metropolitan rapid transit authority, a public political entity and corporate body, confirmed and operating under and pursuant to Chapter 451, Texas Transportation Code, as amended; and

WHEREAS, Section 272.004 of the Texas Local Government Code, as amended, and Subsection 452.108(c) of the Texas Transportation Code, as amended, together authorized METRO to enter into defeased lease transactions and to execute contracts, leases, as lessee or lessor, agreements and other documents in connection therewith; and

WHEREAS, by way of Resolution 99-88 adopted by METRO's Board of Directors (the "Board"), METRO entered into a contract with Capstar Partners ("Capstar") for financial advisory services in connection with such defeased lease transactions; and

WHEREAS, a Wells Fargo Bank ("Wells Fargo") affiliate, Wells Fargo Bank Minnesota, National Association ("Wells Fargo Minnesota") has been identified as an investor (the "Investor") in a defeased lease transaction of METRO's automatic fare collection system and communication and computer-aided dispatch system (collectively, "the System"); and

WHEREAS, Capstar and Wells Fargo have also identified the following entities as participants (together with the Investors, the "Participants") in METRO's defeased lease transaction with the Investor;

FSA Global Funding Limited as Lender:

Financial Security Assurance Inc. ("FSA"), as Debt Payment Undertaker Guarantor and initial Strip Surety Provider; and

Premier International Funding Co., as Debt Payment Undertaker; and

WHEREAS, the Board intends by this resolution to authorize and approve METRO's entering into a defeased lease transaction with the Participants covering the Systems; and

WHEREAS, as a condition to the transaction described herein, METRO shall enter into certain payment agreements or shall deposit certain securities in trust, which payment agreements and deposits together shall be sufficient in amount to pay when due (i) all amounts required to be paid by METRO as scheduled rent over the full term of the transaction and (ii) the agreed early purchase option price due under the transaction if METRO elects to exercise its early purchase option right in connection with such transaction, in each case pursuant to the terms of the instruments, contracts and agreements relating to such transaction; and

WHEREAS, the Board finds and determines that the transaction described herein is in the best interests of METRO and that the requirements of Section 272.004 of the Texas Local Government Code and Subsection 452.108(d) of the Texas Transportation Code will be met in this transaction; and

WHEREAS, notice of this meeting was given and the subject matter of this resolution was posted in advance as required by law;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. Findings. The findings and determinations set forth in the preambles hereto are incorporated herein for all purposes.

Section 2. Authorization and Ratification of Negotiations. The Board hereby authorizes and ratifies negotiations by Capstar Partners, on behalf of METRO, with Macquarie and the Investor for the defeased lease of the System.

Section 3. Approval of Transactions and METRO Documents. Subject to the conditions set forth in Section 6 of this resolution, the Board hereby authorizes and approves METRO's entering into a defeased lease transaction with the Participants covering the System. In connection with the transaction, the President & CEO of METRO (or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) shall be authorized to approve, execute and deliver, among others, the following documents (collectively with the documents approved in Section 5, the "METRO Documents"), the terms and provisions of which, except as provided below, will be based generally upon the documents executed and delivered previously in connection with the defeased lease financing of passenger buses by METRO with such changes therein as the



officer of METRO executing such documents may approve, such approval to be evidenced conclusively by the execution thereof by such officer on behalf of METRO:

- (a) a Participant agreement among METRO as Head Lessor and Lessee, METRO – 2003-WF1 Statutory Trust, a trust established to act on behalf of the Investor (the "Trust"), as Head Lessee and Lessor, the Investor, as Owner Participant, FSA Global Funding Limited as Lender, Premier International Funding Co., as Debt Payment Undertaker, and Wells Fargo Bank Northwest, National Association (the "Trustee");
- (b) a Head Lease Agreement between METRO and the Trust (acting through the Trustee);
- (c) a Lease Agreement between the Trust (acting through the Trustee) and METRO;
- (d) a Debt Payment agreement among METRO, Premier International Funding Co. and the Trust (acting through the Trustee);
- (e) (i) a Custody Agreement among METRO, as Pledgor, the Trust (acting through the Trustee), as Pledgee, and the Trustee, in its individual capacity, as Custodian; and (ii) an Account Pledge and Security Agreement from METRO, as Pledgor, to the Trust (acting through the Trustee), as Pledgee;
- (f) a Tax Indemnification Agreement between METRO, as Lessee and Indemnitor, and the Investor, as Owner Participant and Indemnatee;
- (g) an Insurance and Indemnity Agreement between METRO and FSA and (ii) an appropriate agreement or agreements between METRO and a reinsurer or guarantor of certain obligations of FSA, if such a reinsurer or guarantor is determined to be necessary; and
- (h) an Agreement for Assignment on Default among METRO, the Investor, the Trust (acting through the Trustee), FSA and any such other parties as may be determined to be necessary parties thereto.

Section 4. Timing of Transactions. The transaction authorized herein may be consummated at such time as may be approved by the officer of METRO executing the METRO documents relating to the transaction (the "Relevant Documents"), the approval of the timing of such transaction to be evidenced conclusively by the execution of the Relevant Documents by such officer on behalf of METRO.

Section 5. Additional Documents. The President & CEO ( or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) is authorized to execute, deliver and/or approve such additional documents, closing instruments, appraisals and certificates for each transaction contemplated by this Resolution (collectively, the "Additional Documents") that he/she determines are necessary and appropriate to consummate the transactions contemplated by the documents and instruments herein approved, such determination to be conclusively evidenced by the execution thereof by such METRO officer.

Section 6. Authority to Execute Documents and to Close Transaction:

- (a) The President & CEO (or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) of METRO is hereby granted complete authority to execute and deliver the METRO Documents and any Additional Documents prepared and delivered pursuant to this Resolution and to bind METRO thereto, subject to the terms thereof. Additionally, the President & CEO (or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) is authorized with respect to each transaction authorized by this Resolution to approve changes in the METRO Documents (including, without limitation, the elimination of any document listed in Section 3 above), the Additional Documents and other documents related to such transaction and to waive requirements thereunder to the extent such changes and waivers do not materially increase METRO's risk exposure for such transaction.

- (b) In completing and closing the transactions herein, the President & CEO (or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) is authorized to designate with the agreement of the various parties, the System identified herein, subject to the other provisions of this Resolution.
- (c) The President & CEO (or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) shall not close the transactions approved hereby until and unless such person shall have first received (i) evidence satisfactory to such person that (A) on the date of closing, the rating of the financial strength of the debt payment undertaker (or the related debt payment undertaker guarantor) and any equity payment undertaker (or the related equity payment undertaker guarantor) for each transaction is "Aa" or better by Moody's Investors Service, Inc. or "AA" or better by Standard and Poor's Ratings Services and (B) the net benefit to METRO or any transaction is at least 4.0% of the appraised System value and (ii) a legal opinion of Vinson & Elkins L.L.P., as counsel to METRO's in connection with the execution and delivery of the METRO Documents.
- (d) The President & CEO (or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) is authorized to approve and cause to be paid any and all costs and expenses of closing the transaction authorized by the METRO Documents and the Additional documents to the extent required to be paid by METRO.
- (e) The President & CEO (or any person authorized to act on behalf of such officer or otherwise designated by the Board to act in such capacity) and other officers, agents, attorneys, and employees of METRO are hereby authorized and directed to execute and file such documents, instruments and records and to give such notices as may be required by the METRO documents and the Additional Documents in connection with the closing of the transaction herein approved.

Section 7. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of March, 2003  
APPROVED this 27<sup>th</sup> day of March, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH CENTERPOINT ENERGY HOUSTON, L.L.C, FOR THE RELOCATION AND ADJUSTMENT OF ITS MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF SMITH STREET, FROM WEST GRAY TO CONGRESS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Smith Street, from West Gray to Congress Street, is a part of METRO's Downtown/Midtown Transit Streets Project; and

WHEREAS, the reconstruction of this portion of Smith Street requires the relocation and adjustment of certain manhole and conduit facilities owned by CenterPoint Energy Houston, L.L.C.; and

WHEREAS, Section 451.058, Texas Transportation Code, requires that METRO pay for the relocation and adjustment of these utility facilities;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a reimbursement agreement with CenterPoint Energy Houston, L.L.C. for the relocation and adjustment of its manhole and conduit facilities to accommodate the reconstruction of Smith Street, from West Gray to Congress Street, at a cost not to exceed \$800,000.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH ARROW CONCRETE PRODUCTS FOR CONSTRUCTION OF IMPROVEMENTS TO FRANKLIN STREET, FROM LOUISIANA TO HAMILTON AND CONGRESS STREET: JACKSON TO HAMILTON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for the construction of improvements to Franklin Street, from Louisiana to Hamilton and Congress Street: Jackson to Hamilton; and

WHEREAS, Arrow Concrete Products submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Arrow Concrete Products for construction of improvements to Franklin Street, from Louisiana to Hamilton and Congress Street: Jackson to Hamilton, in an amount not to exceed \$6,686,475.

Section 2. This resolution is effective immediately upon passage.

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH THE TOPCO COMPANY FOR INSTALLATION OF PASSENGER SHELTER FOUNDATIONS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for the installation of passenger shelter foundations; and

WHEREAS, The Topco Company submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with The Topco Company for the installation of passenger shelter foundations for an amount not to exceed \$248,280.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH NETVERSANT SOLUTIONS, INC., INCREASING THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with NetVersant Solutions, Inc. for installation of fiber optic cable; and

WHEREAS, additional fiber optic cable and splices are required for completion of the work; and

WHEREAS, it is necessary to modify the contract to provide for the additional quantities

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with NetVersant Solutions, Inc. for installation of fiber optic cable, to increase the maximum authorized expenditures under the contract by an amount not to exceed \$97,268.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

RESCINDING BOARD RESOLUTION NO. 2003-20; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH KENMOR ELECTRIC FOR SUPPLY AND INSTALLATION OF TRAFFIC SIGNAL WIRELESS COMMUNICATION COMPONENTS FOR THE REGIONAL COMPUTERIZED TRAFFIC SIGNAL SYSTEM (RCTSS); AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, wireless modems, antennas, and other communication equipment must be installed to accommodate the Regional Computerized Traffic Signal System (RCTSS); and

WHEREAS, by way of Resolution No. 2003-20, the METRO Board authorized execution of a contract with CES Network Services for performance of the work; and

WHEREAS, CES Network Services and METRO have been unable to reach agreement on various contractual provisions; and

WHEREAS, it is appropriate to seek to acquire the necessary services from the next low bidder; and

WHEREAS, KenMor Electric submitted the next lowest responsive and responsible bid for supply and delivery of traffic signal wireless communications components;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. Board Resolution 2003-20 is rescinded.

Section 2. The President & CEO is hereby authorized and directed to execute and deliver a contract with KenMor Electric for supply and delivery of traffic signal wireless communications components for the Regional Computerized Traffic Signal System, at a cost not to exceed \$872,460.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH INIT INNOVATIONS IN TRANSPORTATION, INC. FOR AN INTEGRATED VEHICLE OPERATIONS MANAGEMENT SYSTEM (IVOMS); AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, "IVOMS" or Integrated Vehicle Operations Management System, uses advanced computer technology to improve vehicle on-time performance, increase patron and operator safety, and enhance overall efficiency of operations through better data collection and route analysis; and

WHEREAS, "IVOMS" includes the integration of an automatic vehicle location and tracking system, automatic passenger counting devices, bus stop annunciation and a transit signal priority system; and

WHEREAS, METRO issued a Request for Proposals for supply and installation of an Integrated Vehicle Operations Management System, or IVOMS; and

WHEREAS, INIT Innovations in Transportation, Inc. is the most qualified firm to perform the work;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with INIT Innovations in Transportation, Inc. for supply and delivery of an Integrated Vehicle Operations Management System, or "IVOMS", for an amount not to exceed \$20,174,088.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

INCREASING THE SPENDING AUTHORIZATION ON TWENTY-EIGHT REQUIREMENTS-TYPE CONTRACTS FOR SPECIAL EVENTS AND CONTRACT TRANSPORTATION SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2001-161, METRO entered into requirements-type contracts with twenty-eight private bus companies for special event and contract transportation services for a total amount not to exceed \$5.5 million; and

WHEREAS, additional funding is needed due to increased service demands;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

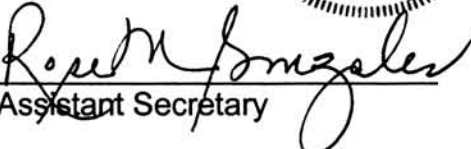
Section 1. The Board of Directors hereby increases the spending authorization for existing requirements-type contracts for Special Event and contract transportation services by an amount not to exceed \$500,000.

Section 2. The President & CEO is hereby authorized and directed to take such administrative action as necessary for continuation of Special Event and Contract transportation services in accordance with the additional funding authorized herein.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH ORBACOM SYSTEMS, INC FOR UPGRADE OF RADIO DISPATCH CONSOLE EQUIPMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Advanced Radio Communications System uses dispatch consoles supplied by ORBACOM Systems, Inc. to support communication between bus operators and the bus dispatching staff at Houston TranStar; and

WHEREAS, current dispatch consoles must be upgraded in order to receive continued vendor support; and

WHEREAS, ORBACOM Systems, Inc. is the only vendor that can provide the integrated hardware and software necessary for continued communication;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with ORBACOM Systems Inc. for upgrade of radio dispatch console equipment for an amount not to exceed \$140,730.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PREPARE AND SUBMIT A GRANT APPLICATION TO THE FEDERAL TRANSIT ADMINISTRATION FOR FISCAL YEAR 2002 SECTION 5309 FIXED GUIDEWAY MODERNIZATION PROGRAM FUNDING; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER ANY RESULTING GRANT AGREEMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, an existing High Occupancy Vehicle Lane ramp was demolished to accommodate construction of the IH-610 frontage roads and the Westpark Toll Roads; and

WHEREAS, construction of a new ramp under the IH-610 overpass will provide access to and from the US-59 High Occupancy Vehicle Lanes and will provide connection to the High Occupancy Vehicle Lanes east of IH-610; and

WHEREAS, the Federal Transit Administration provides funding for eligible projects under its Section 5309 Fixed Guideway Modernization Program; and

WHEREAS, METRO has previously received Fixed Guideway Modernization funding for improvements to METRO's High Occupancy Vehicle Lanes and additional funding will permit further upgrades; and

WHEREAS, the Board of Directors is of the opinion that it is appropriate that the President & CEO prepare, submit and execute a grant application for FY2002 funds under the Section 5309 Fixed Guideway Modernization Program and that a portion of said funds be used for design, construction, construction management and project management for a ramp under the IH-610 overpass;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to prepare and submit a grant application to the Federal Transit Administration for FY2002 Section 5309 Fixed Guideway Modernization Program funding in accordance with this resolution, perform necessary administrative actions, and execute any resulting grant agreement.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

  
Arthur L. Schechter  
Chairman



A RESOLUTION

RECOGNIZING THE WEEK OF MAY 12-16, 2003 AS NATIONAL POLICE WEEK AND WEDNESDAY, MAY 14, 2003 AS NATIONAL PEACE OFFICERS MEMORIAL DAY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO established its police force in 1982 with a mission of adding a law enforcement component to ensure quality transportation services that were both safe and secure; and

WHEREAS, the METRO police force has served with distinction and in an exemplary fashion throughout its existence; and

WHEREAS, the President of the United States and the United States Congress have designated the week of May 12-16, 2003 as National Police Week in recognition of the courage and dedication of those men and women who safe-guard the lives and property of our citizens; and

WHEREAS, the President of the United States and the United States Congress have further designated Wednesday, May 14, 2003 as Police Officers Memorial Day in honor of those law enforcement officers who have lost their lives or have become disabled in the performance of their law enforcement duties; and

WHEREAS, the METRO Board of Directors wishes to recognize and honor METRO's law enforcement officers and all of the nation's law enforcement officers by participating in the National Police Week and National Peace Officers Memorial Day;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board of Directors hereby recognizes and commends the law enforcement officers serving METRO's Department of Transit Police and Traffic Management and all law enforcement officers throughout the country.

Section 2. The Board of Directors hereby joins with the President of the United States, the United States Congress and other governmental entities throughout the country to designate the week of May 12-16, 2003 as National Police Week and Wednesday, May 14, 2003, as National Peace Officers Memorial Day.

Section 2. This resolution is effective immediately upon passage.

PASSED this 30<sup>th</sup> day of April, 2003  
APPROVED this 30<sup>th</sup> day of April, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH SELECTED FIRMS FOR CONSTRUCTION MATERIALS TESTING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires construction materials testing services in support of METRO's Capital Improvement Program for FY2004 through FY2005; and

WHEREAS, METRO solicited Qualification Statements and Letters of Interest for the necessary services; and

WHEREAS, six firms have been identified as most qualified to perform the work;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver requirement-type contracts for construction materials testing services with each of the firms identified below. Each contract shall be for an amount not to exceed \$200,000. The selected firms are:

Associated Testing Lab, Inc.  
Aviles Engineering Corporation  
Fugro South, Inc.  
GeoTech Engineering & Testing  
HTS, Inc.  
PSI, Inc.


Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH SBC FOR REIMBURSEMENT OF THE COST OF RELOCATION OF MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF SMITH STREET, FROM W. GRAY TO CONGRESS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Regional Bus Plan includes the construction of Downtown/Midtown Transit Streets; and

WHEREAS, the reconstruction of Smith Street is a part of the Downtown/Midtown Transit Streets project; and

WHEREAS, certain facilities owned by SBC (formerly Southwestern Bell Telephone) must be relocated to accommodate the reconstruction of Smith Street, from W. Gray to Congress; and

WHEREAS METRO is obligated under the provisions of Chapter 451, Texas Transportation Code, to reimburse SBC for its costs incurred in relocating its manhole and conduit facilities for this mass transit project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with SBC to reimburse the Company for its costs associated with the relocation of its manhole and conduit facilities necessary to accommodate the reconstruction of Smith Street, from W. Gray to Congress. The reimbursement agreement shall not exceed the amount of \$425,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



Ruben Gonzalez  
Assistant Secretary

Arthur L. Schechter  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH NORTH AMERICAN BUS INDUSTRIES FOR THE PURCHASE OF BRAKE LINING; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO invited bids for the purchase of brake lining for transit vehicles;  
and

WHEREAS, North American Bus Industries submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with North American Bus Industries for the purchase of brake lining for transit vehicles at a cost not to exceed \$391,743.00.

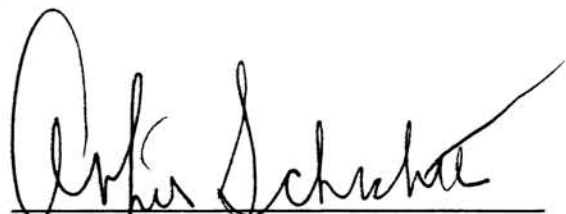
Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH VALERO MARKETING AND SUPPLY COMPANY FOR THE PURCHASE OF ULTRA LOW SULFUR DIESEL FUEL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO'S NOx Reduction Program includes the use of Ultra Low Sulfur Diesel Fuel; and

WHEREAS, Valero Marketing and Supply Company submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

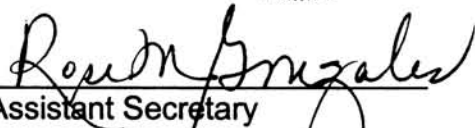
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Valero Marketing and Supply Company for the purchase of Ultra Low Sulfur Diesel Fuel for an amount not to exceed \$16,001,347.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH SELECTED AGENCIES FOR INVESTIGATIVE SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued a request for proposals for pre-employment background checks and investigative services; and

WHEREAS, the firms of Joe Winter Investigations; WJP and Associates; Eakins Investigative Service; Stadler and Company, Inc., and Stewart & Associates are most qualified to do the work;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

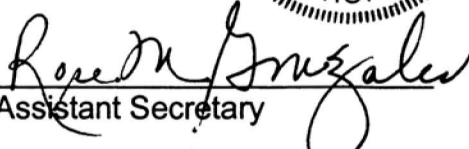
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts with the following firms in the not-to exceed amounts indicated:

| <u>FIRM</u>                  | <u>NOT-TO-EXCEED<br/>CONTRACT AMOUNT</u> |
|------------------------------|--|
| Eakins Investigative Service | \$120,000.00                             |
| Joe Winter Investigations    | \$120,000.00                             |
| Stadler and Company          | \$ 75,000.00                             |
| Stewart & Associates         | \$120,000.00                             |
| WJP and Associates           | \$ 75,000.00                             |

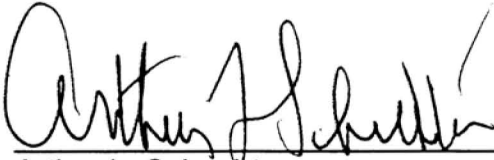
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF THREE TRACTS OF LAND OWNED BY MANOUCHERKR AND AMINTA KHODADADIAN FOR TRANSIT PURPOSES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is constructing a light rail line along the Main Street Corridor, from the Houston Central Business District to Reliant Park known as "METRORail; and

WHEREAS, the three tracts of land adjacent to the METRORail line in the Wheeler/Blodgett area are available for acquisition; and

WHEREAS, METRO has priority interests in the acquisition of two of the parcels under a Right of First Refusal; and

WHEREAS, the Board of Directors has determined that the tracts are necessary and useful for purposes related to and supportive of transit operations; and

WHEREAS, Just Compensation has been determined;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements and other documents for the acquisition of property and interests in property, namely three tracts of land, consisting of a total of approximately 1.303 acres, owned by Manoucherkr and Aminta Khodadadian, for purposes related to and supportive of transit operations. The President & CEO is further authorized to acquire fee simple title to the property in the appropriate amount, based upon the Just Compensation amount of \$1,986,495.00.

Section 2. The President & CEO is authorized and directed to undertake such administrative adjustments as required for acquisition of the property so identified.

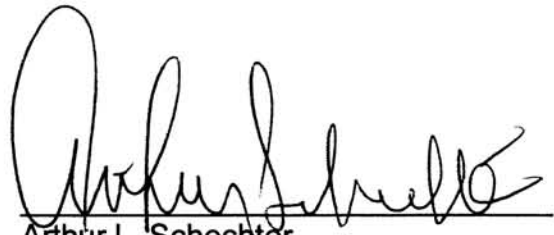
Section 3. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF A TRACT OF LAND FOR TRANSIT PURPOSES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is constructing a light rail line along the Main Street Corridor, from the Houston Central Business District to Reliant Park, known as "METRORail"; and

WHEREAS, a tract of land located adjacent to the METRORail line, in the Wheeler/Blodgett area, is available for acquisition; and

WHEREAS, the Board of Directors has determined that the tract of land is necessary and useful for purposes related to and supportive of transit operations; and

WHEREAS, Just Compensation has been determined;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements and other documents for the acquisition of property and interests in property, namely a 0.1722 acre tract, owned by the Chernosky Family Partnership, Ltd. based upon the Just Compensation amount of \$335,000.00.

Section 2. The President & CEO is authorized and directed to undertake such administrative adjustments as required for acquisition of the property so identified.


Section 3. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH TEXAS VIDEO & POST FOR BROADCAST PRODUCTION SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Texas Video & Post for broadcast production services in support of METRO's marketing and advertising activities; and

WHEREAS, the contract contains an option for extended services; and

WHEREAS, Texas Video & Post has provided satisfactory services and it is appropriate that METRO exercise the contract option for extended services;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Texas Video & Post for broadcast production services, to extend the period of performance one additional year and increase the maximum authorized expenditures under the contract by an amount not to exceed \$295,000.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH GILBREATH COMMUNICATIONS INC. FOR ADVERTISING AND MARKETING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Gilbreath Communications, Inc. for advertising and marketing services that are responsive to the African-American market; and

WHEREAS, the contract contains an option for an additional year of service;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Gilbreath Communications, Inc. for advertising and marketing services, extending the period of performance and increasing the maximum authorized expenditures under the contract by an amount not to exceed \$250,000.00.

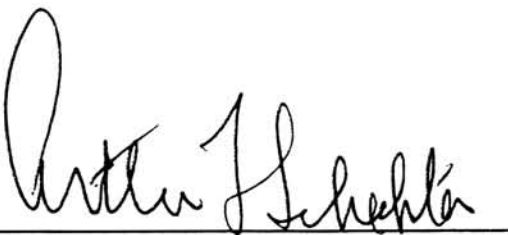
Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH SYKES COMMUNICATIONS, INC. FOR ADVERTISING AND MARKETING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Sykes Communications, Inc. for advertising/marketing services that are responsive to the Asian market; and

WHEREAS, METRO wishes to modify the contract to extend the performance period an additional year;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver modification to the contract with Sykes Communications, Inc. for advertising and marketing services, exercising the option for an additional year of service and increasing the maximum authorized expenditures under the contract by an amount not to exceed \$55,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH CINCO MEDIA COMMUNICATIONS, INC. FOR ADVERTISING AND MARKETING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Cinco Media Communications for advertising/marketing services that are responsive to the Hispanic market; and

WHEREAS, the contract contains an option for an additional year of services;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Cinco Media Communications, Inc. for advertising and marketing services extending the performance period an additional year and increasing the maximum authorized expenditures under the contract by an amount not to exceed \$245,000.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AMENDING METRO'S FARE POLICY TO INCLUDE A COLLEGE STUDENT TRANSIT PASS PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, reduced transit fares for college students have been implemented by many transit systems to increase transit usage among a major segment of the community; and

WHEREAS, METRO previously administered a program of free fares for students enrolled at area colleges, universities and trade schools, known as "U Pass"; and

WHEREAS, "U Pass" was initiated as a clean air program with Federal Congestion Mitigation Air Quality grant funding through the Houston-Galveston Area Council; and

WHEREAS, federal funding is no longer available for "U Pass" ; and

WHEREAS, "U Pass" was well-received by the public and resulted in increased ridership on certain routes; and

WHEREAS, the Board of Directors is of the opinion that METRO should offer discounted fares to students enrolled at participating colleges, universities and trade schools and that METRO's Fare Policy should be amended to incorporate such discounted fares for eligible patrons;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. METRO's Fare Policy is hereby amended to include a student pass fare program offering discounted transit passes at participating institutions for persons enrolled at accredited colleges, universities and trade schools.

Section 2. The President & CEO is hereby authorized and directed to take such administrative action as necessary to administer METRO's Fare Policy, as amended.

Section 3. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of May, 2003  
APPROVED this 22<sup>nd</sup> day of May, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH POSSO CONSTRUCTION COMPANY FOR THE CONSTRUCTION OF IMPROVEMENTS TO THE EASTWOOD TRANSIT CENTER; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, additional parking spaces are needed at the Eastwood Transit Center;  
and

WHEREAS, METRO issued an invitation for bid for construction of the additional parking facilities; and

WHEREAS, Posso Construction Company submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Posso Construction Company for construction of additional parking spaces at the Eastwood Transit Center in an amount not to exceed \$347,825.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AMENDMENT TO THE REIMBURSEMENT AGREEMENT WITH CENTERPOINT TO INCREASE THE MAXIMUM REIMBURSEMENT FOR THE RELOCATION OF UTILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is obligated under the provisions of Chapter 451, Texas Transportation Code, to reimburse utilities, such as CenterPoint Energy Resources Corporation ("CenterPoint") for their costs incurred for the relocation or adjustment of facilities made necessary by METRO's transit projects; and

WHEREAS, METRO executed an agreement with CenterPoint for reimbursement of costs for the relocation of gas main facilities to accommodate METRO's Downtown Transit Streets project; and

WHEREAS, it is necessary to amend the reimbursement agreement to accommodate increased costs due to the relocation of additional facilities, unforeseen field conditions, traffic plans and other occurrences;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an amendment to the agreement with CenterPoint to increase the amount of reimbursement for the costs associated with the adjustment and relocation of its facilities necessary to accommodate construction of the Downtown Transit Streets project. The reimbursement shall be increased from \$3,981,134.50 to the not-to-exceed amount of \$4,891,900.50.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AMENDMENT TO THE REIMBURSEMENT AGREEMENT WITH SBC (FORMERLY SOUTHWESTERN BELL TELEPHONE) TO INCREASE THE MAXIMUM AUTHORIZED REIMBURSEMENT FOR THE RELOCATION OF UTILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO executed an agreement with SBC (formerly Southwestern Bell Telephone) for reimbursement of costs for the relocation of underground conduits and manhole facilities to accommodate the reconstruction of Milam Street, from Pierce to Spur 527; and

WHEREAS, it is necessary to amend the agreement to accommodate increased costs caused by the change in construction to nights and weekends; and

WHEREAS, METRO is obligated under the provisions of Chapter 451, Texas Transportation Code, to reimburse SBC for its costs incurred in relocating their facilities for this mass transit project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an amendment to the agreement with SBC to increase the amount of reimbursement for the costs associated with the adjustment and relocation of their facilities necessary to accommodate the reconstruction of Milam Street, from Pierce to Spur 527. The reimbursement shall be increased to the not-to-exceed amount of \$189,369.94.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE PERSONAL SERVICES CONTRACT WITH PAT STRONG FOR COORDINATION OF COMMUNICATION ACTIVITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into a personal services contract with Pat Strong for consulting services for the coordination of communication activities and publicity programs; and

WHEREAS, additional staff support is needed for coordination of internal activities for wider distribution of information about METRO's programs; and

WHEREAS, it is necessary to amend the contract to extend the performance period and increase funding under the contract;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

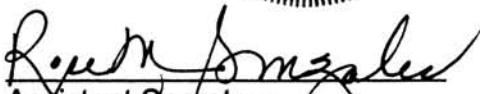
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the personal services contract with Pat Strong for communications consulting services to extend the performance period to August 31, 2003 and increase the contract amount to an amount not to exceed \$86,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH AFFILIATED HOUSTON TELEPHONE FOR TELEPHONE MAINTENANCE AND SUPPORT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires telephone maintenance and support service to enable uninterrupted operation of telephone systems at all METRO facilities; and

WHEREAS, METRO issued an invitation for bids for telephone maintenance and support services; and

WHEREAS, Affiliated Telephone Houston submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Affiliated Telephone Houston for telephone maintenance and support services for an amount not to exceed \$525,996.00.

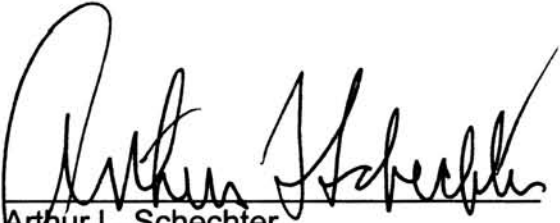
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NETVERSANT-TEXAS, INC. FOR INSTALLATION OF COMMUNICATIONS CABLE AND ASSOCIATED COMMUNICATIONS DEVICES FOR THE REGIONAL COMPUTERIZED TRAFFIC SIGNAL SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bid for installation of fiber optic cable, copper wire, ethernet switches, modems and other communications equipment in support of the Regional Computerized Traffic Signal System; and

WHEREAS, NetVersant-Texas, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with NetVersant-Texas, Inc. for installation of communication devices in support of the Regional Computerized Traffic Signal System for an amount not to exceed \$5,547,551.70.


Section 2. This resolution is effective immediately upon passage.

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SIERRA LANDSCAPE AND CONSTRUCTION FOR TREE TRIMMING AND TREE REMOVAL SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for tree trimming and tree removal services along bus and rail corridors and at METRO's bus operating facilities, transit centers and Park & Ride lots; and

WHEREAS, Sierra Landscape and Construction submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

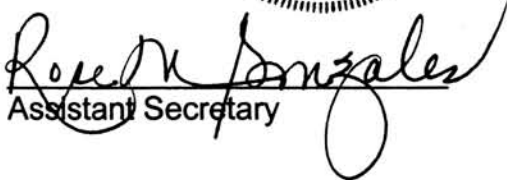
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Sierra Landscape and Construction for tree trimming and tree removal services for an amount not to exceed \$128,120.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER AN INTERLOCAL PARTICIPATION AGREEMENT WITH THE TEXAS LOCAL GOVERNMENT PURCHASING COOPERATIVE FOR PARTICIPATION IN ITS COOPERATIVE PURCHASING PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Texas Local Government Purchasing Cooperative has developed a Cooperative Purchasing Program (the "Cooperative") which allows public entities and non-profit institutions to purchase certain products through the Cooperative in order to benefit from volume purchasing power and avoid lengthy procurement measures; and

WHEREAS, METRO is a qualified public entity which will benefit from participation in the Cooperative; and

WHEREAS, participants in the Cooperative pay an annual fee of \$200.00; and

WHEREAS, participation in the Cooperative satisfies METRO's competitive bid requirements; and

WHEREAS, METRO is willing to comply with all criteria for participation in the Cooperative Purchasing Program, including payment of participation fees, assumption of responsibility for direct vendor payment, vendor compliance with contract terms, delivery requirements and quality standards;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver an Interlocal Participation Agreement with the Texas Local Government Purchasing Cooperative for participation in the Cooperative Purchasing Program, and include therein METRO's obligations to satisfy necessary criteria for participation, to include, payment of participation fees, assumption of responsibility for direct vendor payment and vendor compliance with contract terms, delivery requirements and quality standards.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

RESCINDING BOARD RESOLUTION NO. 2003-38; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CONTRACTOR TECHNOLOGY, INC. FOR CONSTRUCTION OF IMPROVEMENTS TO FRANKLIN STREET, FROM LOUISIANA TO HAMILTON, AND CONGRESS STREET, FROM JACKSON TO HAMILTON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the construction of improvements to Franklin Street, from Louisiana to Hamilton, and Congress Streets, from Jackson to Hamilton, are included in METRO's Downtown/Midtown Transit Streets Projects; and

WHEREAS, by way of Resolution No. 2003-38, the METRO Board authorized execution of a contract with Arrow Concrete Products for performance of the work; and

WHEREAS, Arrow Concrete Products has been unable to timely comply with all insurance requirements; and

WHEREAS, it is appropriate that the work be performed by the next low bidder; and

WHEREAS, Contractor Technology, Inc. submitted the next lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. Board Resolution 2003-38 is rescinded.

Section 2. The President & CEO is hereby authorized and directed to execute and deliver a contract with Contractor Technology, Inc. for construction of improvements to Franklin Street, from Louisiana to Hamilton and Congress Street, from Jackson to Hamilton, for an amount not to exceed \$6,738,385.30.


Section 3. This resolution is effective immediately upon passage.

PASSED this 26<sup>th</sup> day of June, 2003  
APPROVED this 26<sup>th</sup> day of June, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AMENDMENT TO THE AGREEMENT WITH KINDER MORGAN TEJAS PIPELINE, L.P. FOR REIMBURSEMENT OF THE COST OF ADJUSTMENT OF THE PIPELINE FACILITIES TO ACCOMMODATE THE CONSTRUCTION OF IMPROVEMENTS TO CLAY ROAD FROM NORTH ELDRIDGE PARKWAY TO BEAR CREEK MEADOWS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, certain pipeline facilities owned by Kinder Morgan Tejas Pipeline, L.P. must be adjusted to accommodate the construction of Clay Road from North Eldridge Parkway to Bear Creek Meadows; and

WHEREAS, METRO entered into contract with Kinder Morgan Tejas Pipeline, L.P. to reimburse the Company for its cost incurred in the adjustment of its pipeline facilities; and

WHEREAS, changes in the construction schedule have escalated the costs for adjustment of the pipeline facilities; and

WHEREAS, it is necessary to amend the reimbursement agreement to provide for the increased costs;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an amendment to the agreement with Kinder Morgan Tejas Pipeline, L.P. for reimbursement of costs associated with the adjustment of pipeline facilities necessary to accommodate the construction of Clay Road, from North Eldridge Parkway to Bear Creek Meadows. The maximum authorized expenditures under the agreement shall be increased from \$86,386.00 to \$207,683.33.




Section 2. This resolution is effective immediately upon passage.

PASSED this 17<sup>th</sup> day of July, 2003  
APPROVED this 17<sup>th</sup> day of July, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN INTERLOCAL AGREEMENT WITH THE UPTOWN HOUSTON DISTRICT FOR PARTICIPATION IN THE CONSTRUCTION OF THE RICHMOND TRANSIT CENTER AND THE CONSTRUCTION OF THE UPTOWN AREA-WIDE TRANSIT AMENITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Regional Bus Plan includes construction of two projects in the Uptown area, namely, construction of the Richmond Transit Center and construction of the Uptown Area-wide Transit Amenities (hereinafter referred to as the "Projects"); and

WHEREAS, the Uptown Houston District is a public body with primary interests in area economic development and capital improvements; and

WHEREAS, the Uptown Houston District is willing to administer design and construction of the Projects with guidance from METRO on those METRO-funded and federally-funded Project components; and

WHEREAS, the Board of Directors is of the opinion that administration of the Projects by the Uptown Houston District will enable close coordination of project implementation with other area development and the surrounding business community;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an interlocal agreement with the Uptown Houston District for project implementation for the construction of the Richmond Transit Center and the Uptown Area-wide Transit Amenities, subject to the approval of the Federal Transit Administration.

Section 2. This resolution is effective immediately upon passage.

PASSED 17<sup>th</sup> this day of July, 2003  
APPROVED 17<sup>th</sup> this day of July, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH MCI SERVICE PARTS INC., FOR TWIN VISION DESTINATION SIGN PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for Twin Vision destination sign parts for replacement or repair of the destination signs on transit vehicles; and

WHEREAS, MCI Service Parts, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with MCI Service Parts, Inc. for Twin Vision destination sign parts for an amount not to exceed \$352,907.00

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 17<sup>th</sup> day of July, 2003  
APPROVED this 17<sup>th</sup> day of July, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH VEHICLE MAINTENANCE PROGRAM, INC. FOR WEBB BRAKE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an Invitation for Bids for the purchase of Webb brake parts for transit vehicles; and

WHEREAS, Vehicle Maintenance Program, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Vehicle Maintenance Program, Inc. for Webb brake parts for an amount not to exceed \$367,148.00.

Section 2. This resolution is effective immediately upon passage.

PASSED 17<sup>th</sup> this day of July, 2003  
APPROVED 17<sup>th</sup> this day of July, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH ADA RESOURCES, INC. FOR 87 OCTANE REFORMULATED GASOLINE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an Invitation for Bids for unleaded fuel, or 87 Octane Reformulated gasoline, for the non-revenue vehicle fleet; and

WHEREAS, ADA Resources, Inc. issued the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with ADA Resources, Inc. for 87 Octane Reformulated gasoline for an amount not to exceed \$1,087,012.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 17<sup>th</sup> day of July, 2003  
APPROVED this 17<sup>th</sup> day of July, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF A TRACT OF LAND FOR TRANSIT PURPOSES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is constructing a light rail line along the Main Street Corridor, from the Houston Central Business District to Reliant Park, known as 'METRORail'; and

WHEREAS, a tract of land located adjacent to the METRORail line, in the Wheeler/Blodgett area, is available for acquisition; and

WHEREAS, the Board of Directors has determined that the tract of land is necessary and useful for purposes related to and supportive of transit operations;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements and other documents for the acquisition of property and interests in property, namely 0.60 acres owned by John Hansen and situated at 4611 Fannin/4514 San Jacinto, based upon the negotiated amount of \$653,400.00.

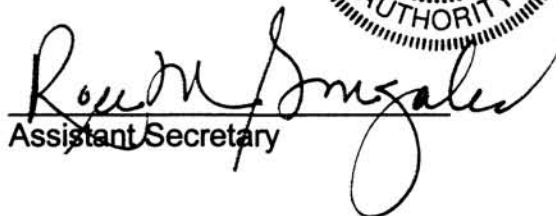
Section 2. The President & CEO is authorized and directed to undertake such administrative adjustments as required for acquisition of the property so identified.

Section 3. This resolution is effective immediately upon passage.

PASSED this 17<sup>th</sup> day of July, 2003  
APPROVED this 17<sup>th</sup> day of July, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO CHANGE THE NAME OF THE METRORAIL STATION AT LAMAR/MCKINNEY TO THE MAIN STREET SQUARE STATION; DESIGNATING THE METRORAIL STATIONS AS "STATIONS OR TERMINAL COMPLEXES"; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2001-116 the METRO Board approved criteria for the naming of light rail stations, transit centers and transfer facilities; and

WHEREAS, construction and development in the vicinity of Main Street at Lamar and McKinney Streets warrant changing the name of the "Lamar/McKinney" METRORail station to the "Main Street Square" Station; and

WHEREAS, the change in name of the "Lamar/McKinney" Station to the "Main Street Square" Station complies with the Board-approved criteria for naming transit facilities; and

WHEREAS, each of the METRORail stations in the Main Street Corridor encourage and provide for efficient and economical mass transit; and

WHEREAS, each of the METRORail stations in the Main Street Corridor facilitate access to mass transit and provide for other mass transit purposes; and

WHEREAS, each of the METRORail stations in the Main Street Corridor reduce vehicular congestion and air pollution in the metropolitan area; and

WHEREAS, each of the METRORail stations in the Main Street Corridor are reasonably essential to the successful operation of the transit system;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:



Section 1. The President & CEO is hereby authorized and directed to take such action as necessary to change the name of the METRORail station currently named the "Lamar/McKinney Station" to the "Main Street Square" Station.

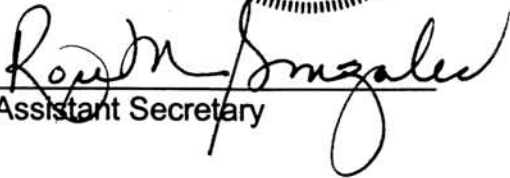
Section 2. The Board of Directors hereby finds that each of the sixteen light rail stations on the METRORail line in the Main Street Corridor, identified in Attachment A, are a part of METRO's overall transit plan, that they meet the criteria set forth in Section 451.151 of METRO's enabling legislation, and therefore, constitute "stations or terminal complexes" under Subchapter D of Chapter 451, Texas Transportation Code.

Section 3. This resolution is effective immediately upon passage.

PASSED 17<sup>th</sup> this day of July, 2003  
APPROVED 17<sup>th</sup> this day of July, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

ADOPTING THE COMPREHENSIVE METRO SOLUTIONS TRANSIT SYSTEM PLAN; AUTHORIZING THE PRESIDENT & CEO TO (1) FORWARD THE PLAN TO THE HOUSTON-GALVESTON AREA COUNCIL (H-GAC) FOR INCLUSION IN THE REGION'S METROPOLITAN TRANSPORTATION PLAN (MTP) AND TRANSPORTATION IMPROVEMENT PROGRAM; (2) CONDUCT AN EDUCATIONAL EFFORT TO INFORM HOUSTON AREA CITIZENS ABOUT THE PLAN; (3) NEGOTIATE AGREEMENTS WITH HARRIS COUNTY AND OTHER SUCH ENTITIES AS NECESSARY TO PREPARE TO CONDUCT AN ELECTION REGARDING APPROVAL OF THE PLAN; (4) TAKE FURTHER ACTION AS APPROPRIATE TO DEVELOP THE PLAN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 99-105, the METRO Board of Directors adopted a 21<sup>st</sup> Century Vision for High Capacity Transit which formulated the concept of an advanced high capacity transit system as a guide for future transit development; and

WHEREAS, in 2001, the METRO Board of Directors adopted a mode-neutral long-range transit plan which identified travel corridors for possible development of advanced high capacity transit, known as the "2025 Plan"; and

WHEREAS, METRO conducted detailed studies of alternative transit investments in designated travel corridors and analyzed options for service enhancements throughout the METRO region which culminated in the development of a draft comprehensive transit system plan, known as the "METRO Solutions Transit System Plan" (also referred to herein as "the Plan"); and

WHEREAS, METRO has issued a draft METRO Solutions Transit System Plan to the public for review and comment, has participated in numerous public meetings, and has appeared before business and civic associations to receive the public's views regarding the Plan; and

WHEREAS, amendments and adjustments have been made to the Plan in response to the comments received from the public, and a final Plan has been presented to the Board for consideration; and

WHEREAS, the METRO Solutions Transit System Plan provides area residents with transit choices, increased service, reduced congestion and service expansions that will accommodate the projected population growth in the region; and

WHEREAS, by way of Resolution 2001-32, METRO committed that it will seek voter approval prior to further development of any rail components of a comprehensive transit plan; and

WHEREAS, the Board wishes to authorize the President & CEO to proceed with appropriate educational efforts to inform the public about the METRO Solutions Transit System Plan and proceed with negotiations with Harris County and other such entities as necessary to prepare to conduct an election regarding the Plan;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The METRO Board of Directors hereby approves and adopts the METRO Solutions Transit System Plan, as summarized in Attachment A.

Section 2. The President & CEO is hereby authorized and directed to forward the METRO Solutions Transit System Plan to the Houston-Galveston Area Council for inclusion in the region's 2025 Metropolitan Transportation Plan and Transportation Improvement Program.

Section 3. The President & CEO is hereby authorized and directed to take such actions as are reasonable and necessary to further develop the Plan and conduct an extensive educational effort to inform the public about the METRO Solutions Transit System Plan.

Section 4. The President & CEO is further authorized and directed to negotiate agreements with Harris County and other such entities as necessary to prepare to conduct an election to seek voter approval of the METRO Solutions Transit System Plan and bond financing to support implementation thereof.

Section 5. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 31<sup>st</sup> day of July, 2003  
APPROVED this 31<sup>st</sup> day of July, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

DESIGNATING THE PHASE II METRORAIL COMPONENT OF THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, WHICH INCLUDES BUSES AND BUS FACILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the METRO Board of Directors has approved and adopted the METRO Solutions Transit System Plan (hereinafter "the Plan") as the comprehensive plan for regional transit development to the year 2025; and

WHEREAS, the Plan provides for bus acquisitions, expanded bus routes, additional Park & Ride services, new transit centers, shelters and other facilities, and extension of the current METRORail project, enables continued participation in General Mobility as well as expand transit options; and

WHEREAS, further analyses has been conducted to identify those segments of light rail that are appropriate for the next phase of METRORail expansion; and

WHEREAS, the Board of Directors wishes to designate the Phase II METRORAIL component of the METRO Solutions Transit System Plan, which includes buses and bus facilities;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The METRO Board of Directors hereby designates the Phase II METRORail component of the METRO Solutions Transit System Plan, which includes buses and bus facilities, as set forth in Attachment A: Exhibit A, B & C.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 12<sup>th</sup> day of August, 2003  
APPROVED this 12<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

**CALLING A SPECIAL ELECTION  
TO BE HELD ON TUESDAY, NOVEMBER 4, 2003**

A RESOLUTION CALLING A SPECIAL ELECTION TO BE HELD ON TUESDAY, NOVEMBER 4, 2003, FOR THE PURPOSE OF SUBMITTING TO THE QUALIFIED ELECTORS OF THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS ("METRO") A PROPOSITION TO AUTHORIZE METRO TO ISSUE BONDS, NOTES AND OTHER OBLIGATIONS PAYABLE, IN WHOLE OR IN PART, FROM SEVENTY-FIVE PERCENT (75%) OF METRO'S SALES AND USE TAX REVENUES FOR THE ACQUISITION, CONSTRUCTION, REPAIR, EQUIPPING, IMPROVEMENT OR EXTENSION OF METRO'S TRANSIT AUTHORITY SYSTEM, INCLUDING THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, AS DESCRIBED HEREIN, WHICH INCLUDES CONSTRUCTION OF EXTENSIONS OF METRO'S RAIL SYSTEM KNOWN AS "METRORAIL," TO APPROVE SUCH PLAN AND CONSTRUCTION OF THE METRORAIL AND COMMUTER LINE COMPONENTS THEREOF, AND TO DEDICATE TWENTY-FIVE PERCENT (25%) OF METRO'S SALES AND USE TAX REVENUES THROUGH SEPTEMBER 30, 2014, FOR STREET IMPROVEMENTS AND MOBILITY PROJECTS; AND MAKING OTHER PROVISIONS RELATED TO THE SUBJECT

|                                |   |
|--------------------------------|---|
| STATE OF TEXAS                 | § |
| METROPOLITAN TRANSIT AUTHORITY |   |
| OF HARRIS COUNTY, TEXAS        | § |

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") was created pursuant to Chapter 141, Acts of the 63rd Legislature of the State of Texas, Regular Session, 1973 (Article 1118x, Vernon's Texas Civil Statutes, as amended, now codified as Chapter 451, Transportation Code, as amended (the "METRO Act")), and was confirmed at a confirmation and tax election held on August 12, 1978, in accordance with the METRO Act;

WHEREAS, METRO has, among others, the power to acquire, construct, complete, develop, own, operate and maintain a transit authority system, as defined in the METRO Act, and all powers necessary or convenient to carry out and effectuate the purposes and provisions of the METRO Act;

WHEREAS, since its confirmation METRO has developed and undertaken various plans and programs to provide its transit authority system (collectively, the "Prior Plans"), some of which are continuing and will continue for several years into the future;



WHEREAS, one of the Prior Plans is Phase I of a new rail system known as METRORail, which phase is an approximate 7.5-mile segment of light rail that extends from the University of Houston-Downtown to south of Reliant Park and is scheduled to commence operations in January 2004;

WHEREAS, in addition to the Prior Plans, METRO has developed a comprehensive plan that provides for increased bus routes, expanded Park & Ride service, buses, new Park & Ride lots, transit centers, shelters and other bus-related facilities and extensions and new segments of METRORail and other rail-related facilities (as more particularly described in **Exhibit A**, which is hereby made a part of this Resolution, the "METRO Solutions Transit System Plan" or "METRO Solutions Plan");

WHEREAS, METRO has forwarded the METRO Solutions Plan to the Houston-Galveston Area Council ("HGAC") for inclusion in its Metropolitan Transportation Plan (MTP) and Transportation Improvement Program (TIP) and will continue to support and cooperate with the long-range planning program (the 100% solution plan) being developed by HGAC for all modes of surface transportation;

WHEREAS, since February 1, 1988 and as authorized by the METRO Act, the Board of METRO (the "Board") has dedicated approximately twenty-five percent (25%) of METRO's sales and use tax revenues for street improvements, mobility projects and other facilities located within its boundaries and service area of the types permitted by Section 451.065 of the METRO Act, which dedication contractually extends through September 30, 2009;

WHEREAS, the Board has determined to continue the dedication of twenty-five percent (25%) of METRO's sales and use tax revenues through September 30, 2014, for use for street improvements, mobility projects and other facilities (as more particularly described in **Exhibit B**, which is hereby made a part of this Resolution, "METRO's Street Improvement Dedication");

WHEREAS, the Board finds and determines that (i) the proceeds of bonds, notes or other obligations are needed to acquire, construct, repair, equip, improve or extend METRO's transit authority system, including the METRO Solutions Plan, and (ii) the issuance of bonds, notes or other obligations is necessary, appropriate and the best available financing method to provide the METRO transit authority system at the earliest practicable date for the residents within the boundaries and service area of METRO;



WHEREAS, the Board finds and determines that the only portions of METRORail for which proceeds of bonds, notes or other obligations will be used pursuant to voter approval at the Election (as hereinafter defined) are new segments included in Phase II of METRORail, as more particularly described in **Exhibit A-4**;

WHEREAS, the city charter of the City of Houston provides that the Houston City Council shall not grant any permission, consent or authorization required by METRO in connection with the construction, maintenance or operation of all or part of a rail system unless METRO previously has conducted an election at which a majority of the METRO voters who participated in the election approved construction of the rail system;

WHEREAS, the Board finds that it is appropriate and in the best interests of METRO to call an election to determine the voters' will on the construction of the METRORail and Commuter Line Components of the METRO Solutions Plan and METRO's Street Improvement Dedication;

WHEREAS, the Board has determined that it is necessary and appropriate to call and hold the Election for the purposes of obtaining voter approval of the authorization of METRO to issue bonds, notes and other obligations payable, in whole or in part, from seventy-five percent (75%) of METRO's sales and use tax revenues, in an aggregate principal amount not to exceed \$640,000,000 for the acquisition, construction, repair, equipping, improvement or extension of METRO's transit authority system, including the METRO Solutions Plan, which includes construction of extensions and new segments of METRO's rail system known as "METRORail," together with voter approval of such plan and construction of the METRORail and Commuter Line components thereof, and the dedication of twenty-five percent (25%) of METRO's sales and use tax revenues through September 30, 2014, for street improvements, mobility projects and other facilities as authorized by law; and

WHEREAS, the Board expressly recognizes and determines that the aggregate principal amount limitation contained in the Election bond authorization does not apply to bonds, notes or other obligations that have a term not more than five (5) years and that are issued by METRO under the authority of Section 451.362 of the METRO Act;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS THAT:

**Section 1. Findings.** All of the recitals contained in the preambles of this Resolution are adopted and incorporated herein as the official findings and determinations of the Board.

**Section 2. Call of Election; Date; Eligible Electors; and Hours.** An election (the "Election") shall be held on Tuesday, November 4, 2003, which date is one of the uniform election dates specified in and permitted by the Texas Election Code (the "Code"). The Election shall be held within and throughout the boundaries and service area of METRO. All resident, qualified electors within such boundaries and service area shall be entitled to vote. The Board hereby finds that holding the Election on a uniform election date is in the public interest. The hours during which the polling places are to be open at the Election shall be from 7:00 o'clock a.m. to 7:00 o'clock p.m.

**Section 3. Proposition.** At the Election there shall be submitted to the resident, qualified electors within the boundaries and service area of METRO the proposition (the "Proposition") as shown on **Exhibit C**, which is hereby made a part of this Resolution.

**Section 4. Voting System and Ballots.** Voting at the Election, and early voting therefor, shall be by the use of lawfully approved voting systems and ballots as specified in Section 6. The preparation of the necessary equipment and the official ballots for the Election shall conform to the requirements of the Election Code and the METRO Act so as to permit the voters to vote "FOR" or "AGAINST" the Proposition, which shall be set forth on the ballots in substantially the form as shown on **Exhibit D**, which is hereby made a part of this Resolution.

**Section 5. Voting Precincts; Polling Places; Election Officers.** (a) Except as otherwise provided herein, the voting precincts for the Election are hereby established and designated as follows: Each voter must vote in the precinct in which the voter resides and only resident, qualified voters are entitled to vote. For METRO voters residing within the boundaries of Harris County, Fort Bend County, Waller County or Montgomery County, the precincts, polling places (including temporary branch polling places) and precinct judges for the Election shall be as arranged by the President and Chief Executive Officer of METRO (the "President") or any other officer of METRO designated by the President (the President or any such designee, each an "Authorized Representative") or specified in one or more supplemental election resolutions that will be adopted by the Board and made a part of this Resolution.

(b) If required, additional or alternative election judges for the voting precincts and the temporary branch polling places may be appointed in writing by Authorized Representative. In the event that any of the Authorized Representatives shall determine from time to time that (i) one or more of the polling places hereby established and designated shall become unavailable or unsuitable for such use, or it would be in METRO's best interests to relocate a polling place, or (ii) the precinct judges or assistant judges hereby appointed or hereinafter designated shall become unqualified or unavailable, each Authorized Representative is hereby authorized to designate and appoint in writing substitute polling places, precinct judges or assistant judges, giving such notice as is required by the Election Code and as deemed sufficient.

**Section 6. Voting.** (a) Voting in the Election, including early voting by personal appearance, shall be by the respective voting system adopted by the Commissioners Court of Harris County, Texas, Fort Bend County, Texas, Waller County, Texas or Montgomery County, Texas, as applicable, for use in elections held by any such county. Each voter desiring to vote in favor of the Proposition shall indicate on his ballot "FOR" the Proposition, and each voter desiring to vote against the Proposition shall indicate on his ballot "AGAINST" the Proposition. Voting shall be in accordance with the Election Code.

(b) The Election shall be conducted in compliance with the Election Code, except as modified by the METRO Act, and shall be administered by such person or persons designated as an elections administrator for each respective county (each "Elections Administrator") pursuant to the contracts with the Board.

**Section 7. Early Voting.** (a) Early voting, both by personal appearance and by mail, will be in accordance with the Election Code. Early voting by personal appearance will be conducted at the locations (including temporary branch polling places) and during the dates and times arranged by an Authorized Representative or specified in one or more supplemental election resolutions that will be adopted by the Board and made a part of this Resolution.

(b) The Board hereby appoints Beverly Kaufman, or her designee, as the early voting clerk for voters residing in Harris County. The mailing address to which ballot applications and ballots voted by mail may be sent is as follows: Clerk for Early Voting, P.O. Box 1525, Houston, Texas, 77001, Attention: Early Voting.

(c) The Board hereby appoints Steve Raborn, or his designee, as the early voting clerk for voters residing in Fort Bend County. The mailing address to which ballot applications and ballots voted by mail may be sent is as follows: Clerk for Early Voting, Fort Bend County, 309 South 4<sup>th</sup> Street, Suite 624, Richmond, Texas, 77469, Attention: Early Voting.

(d) The Board hereby appoints Lela Loewe, or her designee, as the early voting clerk for voters residing in Waller County. The mailing address to which ballot applications and ballots voted by mail may be sent is as follows: Clerk for Early Voting, Waller County, 836 Austin Street, Room 217, Hempstead, Texas, 77445, Attention: Early Voting.

(e) The Board hereby appoints Linda Garner, or her designee, as the early voting clerk for voters residing in Montgomery County. The mailing address to which ballot applications and ballots voted by mail may be sent is as follows: Clerk for Early Voting, Montgomery County, 225 Collins Street, Conroe, Texas 77301, Attention: Early Voting.

(f) The Board hereby appoints Beverly Kaufman, or her designee, as the presiding judge of the special early voting ballot board for voters residing in Harris County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

(g) The Board hereby appoints Steve Raborn, or his designee, as the presiding judge of the special early voting ballot board for voters residing in Fort Bend County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

(h) The Board hereby appoints Lela Loewe, or her designee, as the presiding judge of the special early voting ballot board for voters residing in Waller County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

(i) The Board hereby appoints Linda Garner, or her designee, as the presiding judge of the special early voting ballot board for voters residing in Montgomery County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

**Section 8. Conduct of Election.** The Election shall be conducted in each Election precinct by election officers, including the precinct judge appointed hereunder and assistant judge or clerk, in accordance with the conditions of one or more contracts between or among METRO, Harris County, Fort Bend County, Waller County, Montgomery County and others, the Election Code and the Constitution and laws of the State of Texas and the United States of America. The pay for precinct judges, alternate judges and clerks for the Election shall be in accordance with the Election Code and as designated, respectively, by Harris County, Fort Bend County, Waller County or Montgomery County.



**Section 9. Delivery of Voted Ballots; Counting; Tabulation; Canvassing of Returns; Declaring Results.** (a) The election officers shall deliver the ballot containers to a designated drop-off station as ordered by the Harris County Clerk, the Fort Bend County Clerk, the Waller County Clerk or the Montgomery County Clerk, as applicable. The following persons are hereby appointed to serve in the indicated offices at the respective central counting station of each county:

|   | <u>Harris County</u>  | <u>Fort Bend County</u>  | <u>Waller County</u>  | <u>Montgomery County</u>  |
|---|-----------------------|--------------------------|-----------------------|---------------------------|
| Manager:  | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |
| Tabulation Supervisor:<br>(assistants optional) | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |
| Central Counting Station                        | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |
| Judge   | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |

(b) Both the manager and the judge may appoint clerks to assist at the central counting station. After the completion of his or his responsibilities under the Election Code, including the counting of the voted ballots and the tabulation of the results, the judge shall make a written return of the Election results to METRO in accordance with the Election Code. The Board shall canvass the returns and declare the results of the Election.

(c) In the event the Proposition is authorized at the Election, all matters relating to the issuance of such bonds within the terms of the Proposition shall be determined by the Board, and such bonds may be issued at one time, or in installments from time to time as the Board may determine.

**Section 10. Training of Election Officials.** Pursuant to the Election Code, public schools of instruction for all election officers shall be held by Harris County, Fort Bend County, Waller County and Montgomery County.

**Section 11. Notice of Election.** Notice of the Election, in English, Spanish and Vietnamese, stating in substance the contents of this Resolution, shall be: (a) published once a week for three consecutive weeks in *The Houston Chronicle*, the first such publication to be made not less than twenty-one (21) days before the date of the Election; and (b) posted on the bulletin board used by the Board to post notices of the Board's meetings no later than the twenty-first (21<sup>st</sup>) day before the date of the Election.

**Section 12. Authority of the Authorized Representatives.** The Authorized Representatives shall have the authority to take, or cause to be taken, all actions reasonable and necessary to insure that the Election is fairly held and returns properly counted and tabulated for canvass for the canvass of the election returns in accordance with state law.

**Section 13. Multilingual Materials.** The election materials enumerated in the Election Code shall be printed in English, Spanish and Vietnamese for use at each polling place and for early voting. The presiding election judge for each voting precinct shall appoint a sufficient number of election clerks who are fluent in English, Spanish and Vietnamese to serve the needs of the Spanish-speaking and Vietnamese-speaking voters of each precinct in accordance with the requirements of the Election Code.

**Section 14. METRO Agreements with the Voters.** As authorized by Section 451.072 of the METRO Act and other applicable law, the Board hereby declares that, if a majority of the voters voting at the Election approve the Proposition, the following agreements will be binding on METRO and will constitute contracts with the voters in accordance with their terms and may not be repealed, altered or rescinded by any succeeding Board without voter approval at a subsequent election:

(a) The aggregate principal amount of bonds, notes or other obligations of METRO that are payable, in whole or in part, from seventy-five percent (75%) of METRO's sales and use tax revenues and are issued pursuant to the authority granted at this Election will never exceed \$640,000,000;

(b) Proceeds of the bonds, notes or other obligations authorized at the Election will be used to acquire, construct, repair, equip, improve or extend METRO's transit authority system, including the METRO Solutions Plan, provided that the only portions of METRORail for which such proceeds may be used are new segments included in Phase II of METRORail, as more particularly described in **Exhibit A-4**;

(c) Approval of the Proposition at the Election constitutes approval of the METRO Solutions Plan, including the extensions and segments of METRORail and the construction of the METRORail and Commuter Line Components thereof for purposes of the city charter of the City of Houston;

(d) METRO will not undertake the construction of any new segment of Phase II of METRORail with proceeds of the bonds, notes or other obligations authorized at the Election without first obtaining approval of the segment for federal capital assistance under applicable federal law and regulations or the commitment of a substantial amount of private funds;

(e) METRO's Street Improvement Dedication will be in force and effect through September 30, 2014, in accordance with the terms of such dedication, as described in **Exhibit B**;

(f) Between November 1, 2009 and January 1, 2013, METRO will call an election seeking a local determination by voters regarding METRO's continuing support after September 30, 2014 for improvements of the types described in Section 451.065 of the METRO Act; and

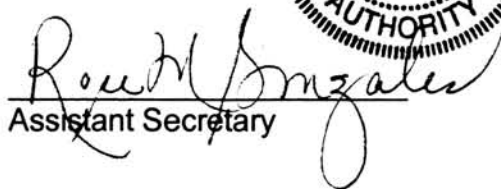
(g) Prior to November 1, 2009, METRO will not call any other election seeking voter approval to authorize METRO to issue bonds, notes or other obligations to provide any rail facilities other than Commuter Line Component, as more particularly described in **Exhibit A-8** and depicted in **Exhibit A-9**, which are hereby made a part of this Resolution.

**Section 15. Authorization to Execute.** The Chairman is authorized to execute and the Secretary of METRO is authorized to attest this Resolution on behalf of the Board; and each Authorized Representative is authorized to do all other things legal and necessary in connection with the holding and consummation of the Election, including entering into contracts with other public officials and private parties for the conduct and administration of the Election.

**Section 16. Notice of Meeting.** The Board officially finds, determines, recites and declares that written notice of the date, hour, place and subject of the meeting at which this Resolution is adopted was posted on a bulletin board located at a place convenient to the public for a least 72 hours preceding the scheduled time of the meeting as required by the Open Meetings Law, Chapter 551, Texas Government Code, as amended; and that such meeting was open to the public as required by law at all times during which this Resolution and the subject matter thereof was discussed, considered and formally acted upon.

**Section 17. Effective Date.** This Resolution is effective immediately upon its passage and approval.

ATTEST:

  
Assistant Secretary



PASSED this 18<sup>th</sup> day of August, 2003  
APPROVED this 18<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

**LIST OF EXHIBITS:**

- Exhibit A – Description of METRO Solutions Transit System Plan
- Exhibit A-1– Depiction of METRO Solutions Transit System Plan
- Exhibit A-2– Depiction of Bus Component
- Exhibit A-3– Depiction of METRORail Component
- Exhibit A-4– Description of Phase II of METRORail
- Exhibit A-5– Depiction of Phase II of METRORail
- Exhibit A-6– Description of Later Phases of METRORail (exclusive of Phase I and Phase II)
- Exhibit A-7– Depiction of Later Phases of METRORail (exclusive of Phase I and Phase II)
- Exhibit A-8– Description of Commuter Line
- Exhibit A-9– Depiction of Commuter Line
- Exhibit B – METRO's Street Improvement Dedication
- Exhibit C – Proposition
- Exhibit D – Ballot



## **EXHIBIT A**

### **DESCRIPTION OF METRO SOLUTIONS TRANSIT SYSTEM PLAN**

The **METRO Solutions Transit System Plan** (also known as the **METRO Solutions Plan**), as depicted in **Exhibit A-1** attached hereto, consists of the following Components:

1. **A Bus Component**, as depicted in **Exhibit A-2** attached hereto, generally consisting of the following:

- a. Approximately forty-four (44) new local, signature express, express and Park & Ride bus routes throughout the METRO service area;
- b. Approximately nine (9) new transit centers in the vicinity of the Central Business District, Texas Medical Center, Gulfgate Center, Hobby Airport, Westpark/South Rice, University of Houston Central Campus, Texas Southern University, Willowbrook Mall and Town & Country Mall;
- c. Expansion and new parking at approximately four (4) transit centers;
- d. An increase in miles of Park & Ride service from 108 miles to approximately 250 miles by expansion from one-way reversible to two-way service in all major freeway corridors;
- e. Approximately nine (9) new Park & Ride facilities in the vicinity of Gulf Freeway/Clear Lake, Hobby Airport, Westpark/Beltway 8, US 290/Barker Cypress, US 290/Fairfield, Katy Freeway/Grand Parkway, US 59/Atascocita, South Freeway/Airport and Fannin/Bellfort; and
- f. Approximately 400 buses.

Final details and implementation schedule for the Bus Component will be based upon demand and completion of the project development process, including community input.

2. A **METRORail Component**, as depicted in **Exhibit A-3** attached hereto, generally consisting of the following 64.8 miles of light rail:

- a. Phase II of METRORail, consisting of approximately 39.7 miles of light rail, associated vehicles and facilities, as described in **Exhibit A-4** and depicted in **Exhibit A-5**, both as attached hereto; and
- b. Later Phases of METRORail (exclusive of Phase I and Phase II), consisting of approximately 25.1 miles of light rail, associated vehicles and facilities, as described in **Exhibit A-6** and depicted in **Exhibit A-7**, both as attached hereto.

(Phase I of METRORail, which is the approximate 7.5 mile segment of light rail that extends from the University of Houston-Downtown to south of Reliant Park is a Prior Plan and is *not* a part of the METRO Solutions Plan.)

3. A **Commuter Line Component**, as described in **Exhibit A-8** and depicted in **Exhibit A-9**, both as attached hereto.

4. A **System-Wide Component** consisting of certain elements such as the following: METROLift expansion commensurate with bus service expansions; approximately 20,000 new parking spaces; accommodations for bicycles such as bike racks on all buses; and rehabilitation, renovation and expansion of existing transit centers, Park & Ride facilities and METRO support facilities and equipment.

Elements of the System-Wide Component of the METRO Solutions Plan may be modified in the same manner as the Bus Component of the METRO Solutions Plan.

**EXHIBIT A-4**  
**METRORail PHASE II**

METRORail Phase II generally consists of the following light rail segments or lines, including associated vehicles and facilities:

**North Hardy**

- Approximately 5.4 miles from University of Houston-Downtown through the Near Northside neighborhoods to Northline Mall, serving Downtown, Moody Park, and Houston Community College at Northline. This segment or line will have approximately 4 stations.

**Southeast**

- Approximately 9.9 miles through Downtown serving the University of Houston Central Campus, Texas Southern University and Palm Center ending at Griggs at the South Loop 610, including an approximate 1.5-mile connection into Downtown and an approximate 2.8-mile branch to the Sunnyside community along Cullen to Bellfort. These extensions, including the Sunnyside branch, will have approximately 13 stations.

**Harrisburg**

- Approximate 6-mile branch off the Southeast line that extends east from Dowling through the East End to the Magnolia Transit Center, then turning southward and extending to the Gulfgate Center and the Gulfgate area. This segment or line will have approximately 4 stations.

**Westpark**

- Approximately 6.6 miles westward from the Wheeler station on Phase I METRORail to the Hillcroft Transit Center, serving Greenway Plaza, West University, Bellaire and the Uptown/Galleria area. This segment or line will have approximately 4 stations.

**Uptown/West Loop**

- Approximately 4.4 miles north from Westpark along Post Oak Blvd. and the West Loop 610 to the Northwest Transit Center. Serves the Galleria and Uptown businesses on Post Oak Boulevard. This segment or line will have approximately 7 stations.

**Inner Katy**

- Approximately 7.4 miles westward from Downtown tying into the Uptown/West Loop line at the Northwest Transit Center. Serves Washington Avenue and the Heights areas. This segment or line will have approximately 6 stations.

**Note:**

Final scope, length of rail segments or lines and other details, together with implementation schedule, will be based upon demand and completion of the project development process, including community input. The METRO Solutions Bus Component Park & Ride in the vicinity of Hobby Airport will be deferred until a later phase of the Southeast segment or line.

## **EXHIBIT A-6**

### **LATER PHASES OF METRORail (AFTER PHASE II)**

Later phases will complete the METRORail Component of the METRO Solutions Plan and serve both airports. Later Phases of METRORail (after Phase II) generally consist of the following light rail segments or lines, including associated vehicles and facilities:

#### **North Hardy**

- Approximately 16.5 miles from Northline Mall to Greenspoint and then to Bush IAH Airport. This segment or line will have approximately 8 stations.

#### **Southeast**

- Approximately 7.2 miles from Griggs at South Loop 610 to a Park & Ride in the vicinity of Hobby Airport, with an extension of the Sunnyside branch from Bellfort to Airport Boulevard. These extensions, including the Sunnyside branch, will have approximately 5 stations.

#### **Harrisburg**

- Approximately 1.4 miles off the Southeast line that extends east from the Magnolia Transit Center, then turning southward to the Gulfgate Center and the Gulfgate area. From Gulfgate Center it will pass by the Gulfgate Transit Center and continue southward to tie into the Southeast line in the vicinity of Telephone Road. This segment or line will have approximately 3 stations.

#### **Note:**

Final scope, length of rail segments or lines and other details, together with implementation schedule, will be based upon demand and completion of the project development process, including community input.

## **EXHIBIT A-8**

### **COMMUTER LINE**

The Commuter Line Component of the METRO Solutions Plan generally consists of the following rail segments or lines, including associated vehicles and facilities:

- **US 90A.** Approximately 8 miles in the METRO service area of an approximate 25-mile commuter rail line following the Union Pacific line parallel to US 90A extending from the Fannin South Park & Ride at the southern end of the Phase I METRORail line and extending southwest to Fort Bend County, serving southwest Houston, Missouri City, Stafford, Sugarland, Richmond and Rosenberg. METRO's commuter rail investment to be implemented in conjunction with the companion Fort Bend County commuter rail element.
- **US 290.** Harris County to study the feasibility of a 38-mile commuter rail line using the Union Pacific line parallel to the Northwest Freeway (US 290) from West Loop 610 to the Harris County limit at Waller. Serves the rapidly growing northwest area and will provide connections to Uptown/Galleria and Downtown, via METRORail.
- Other commuter rail corridors within the METRO service area as are found to be feasible through consultation with other agencies

**Note:**

Final scope, length of rail segments or lines and other details, together with implementation schedule, will be based upon demand and completion of the project development process, including community input.

**EXHIBIT B**

**METRO'S STREET IMPROVEMENT DEDICATION**

METRO'S Street Improvement Dedication is a voter-approved dedication of twenty-five percent (25%) of its sales and use tax revenues through September 30, 2014, for use for street improvements and mobility projects. The improvements and projects must be located within the boundaries and service area of METRO and be of the types permitted by Section 451.065 of the METRO Act.

**EXHIBIT C**

**PROPOSITION**

**METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS**

SHALL THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS ("METRO"), BE AUTHORIZED TO ISSUE BONDS, NOTES AND OTHER OBLIGATIONS PAYABLE, IN WHOLE OR IN PART, FROM SEVENTY-FIVE PERCENT (75%) OF METRO'S SALES AND USE TAX REVENUES, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED SIX HUNDRED FORTY MILLION DOLLARS (\$640,000,000) FOR THE ACQUISITION, CONSTRUCTION, REPAIR, EQUIPMENT, IMPROVEMENT OR EXTENSION OF METRO'S TRANSIT AUTHORITY SYSTEM, INCLUDING THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, WHICH INCLUDES CONSTRUCTION OF EXTENSIONS AND NEW SEGMENTS OF METRO'S RAIL SYSTEM KNOWN AS "METRORAIL," SHALL SUCH PLAN AND CONSTRUCTION OF THE METRORAIL AND COMMUTER LINE COMPONENTS THEREOF BE APPROVED, AND SHALL TWENTY-FIVE PERCENT (25%) OF METRO'S SALE AND USE TAX REVENUES THROUGH SEPTEMBER 30, 2014, BE DEDICATED FOR STREET IMPROVEMENTS AND RELATED PROJECTS, AS AUTHORIZED BY LAW, WHICH BONDS, NOTES OR OTHER OBLIGATIONS MAY BE ISSUED IN VARIOUS SERIES OR ISSUES, MAY BE SOLD AT ANY PRICE OR PRICES, SHALL MATURE SERIALY OR OTHERWISE NOT MORE THAN FORTY (40) YEARS FROM THEIR DATE OR DATES AND BEAR INTEREST AT SUCH RATE OR RATES (FIXED, VARIABLE, FLOATING, ADJUSTABLE OR OTHERWISE) AS SHALL BE DETERMINED BY THE BOARD OF METRO WITHIN ITS DISCRETION AT THE TIME OF ISSUANCE, BUT NOT TO EXCEED THE MAXIMUM RATE NOW OR HEREAFTER AUTHORIZED BY LAW, ALL AS AUTHORIZED BY THE CONSTITUTION AND LAWS OF THE STATE OF TEXAS, INCLUDING PARTICULARLY (BUT NOT BY WAY OF LIMITATION) SECTIONS 451.352(c) AND 451.072 OF THE TEXAS TRANSPORTATION CODE, TOGETHER WITH ALL AMENDMENTS AND ADDITIONS THERETO, AND OF THE UNITED STATES OF AMERICA?



**EXHIBIT D**

**BALLOT**











**METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS**

- |                                  |  |
|----------------------------------|--|
| <input type="checkbox"/> FOR     | AUTHORIZATION OF METRO TO ISSUE BONDS, NOTES AND OTHER OBLIGATIONS PAYABLE, IN WHOLE OR IN PART, FROM 75% OF METRO'S SALES AND USE TAX REVENUES IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$640,000,000 FOR METRO'S TRANSIT AUTHORITY SYSTEM, INCLUDING THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, WHICH INCLUDES CONSTRUCTION OF EXTENSIONS AND NEW SEGMENTS OF METRO'S RAIL SYSTEM KNOWN AS "METRORAIL," APPROVAL OF SUCH PLAN AND CONSTRUCTION OF THE METRORAIL AND COMMUTER LINE COMPONENTS, AND DEDICATION OF 25% OF METRO'S SALES AND USE TAX REVENUES THROUGH SEPTEMBER 30, 2014, TO STREET IMPROVEMENTS AND RELATED PROJECTS, AS AUTHORIZED BY LAW. |
| <input type="checkbox"/> AGAINST |  |

**Transit System Plan**

- ▶ About 44 new bus routes
- ▶ 9 Transit Centers
- ▶ 9 Park & Ride lots
- ▶ New Two-way all-day Park & Ride service
- ▶ 64.8 miles of Light Rail
- ▶ About 54 Light Rail Stations
- ▶ 8 miles Commuter Rail
- ▶ Approximately 20,000 new parking spaces
- ▶ Bike Racks on buses and at transit centers
- ▶ METROLift Service mirrors bus expansion

**Legend**

-  Local and Express Bus Service
-  Signature Express Bus Service
-  Park & Ride Service
-  Phase I METRORail (opening Jan., 2004)
-  Additional METRORail
-  Future Rail Extensions
-  Commuter Rail by METRO (pending feasibility)
-  Commuter Rail by Others (pending feasibility)
-  Transit Centers
-  Park & Ride Lots

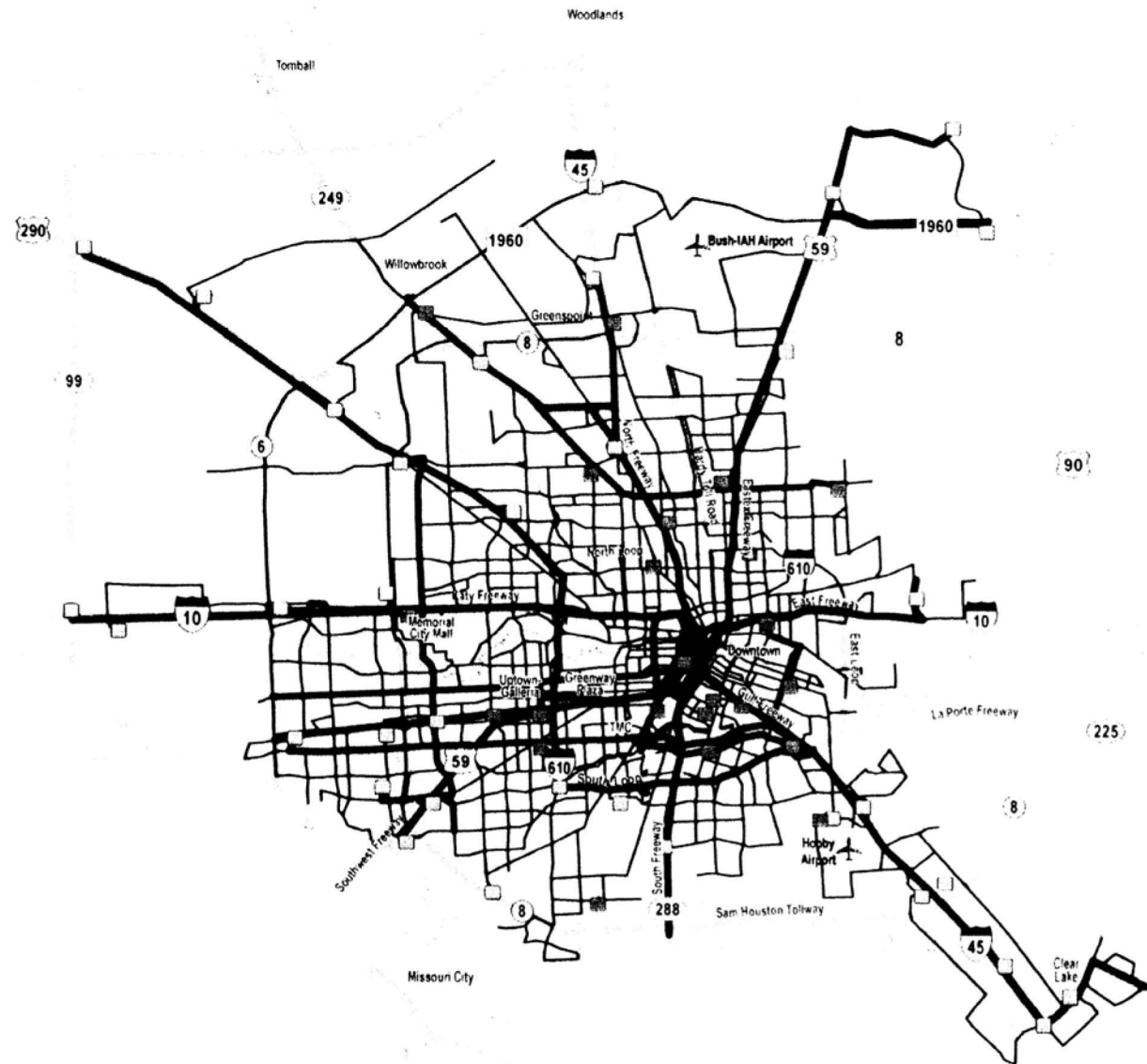


Transit System Plan  
**Bus Component**

- ▶ About 44 new bus routes
- ▶ 9 Transit Centers
- ▶ 9 Park & Ride lots
- ▶ New two-way all day Park & Ride service

**Legend**


- Local and Express Bus Service
- Signature Express Bus Service
- Two-Way All Day Park & Ride Service
- One-Way Peak Period Park & Ride Service
- Transit Centers
- Park & Ride Lots

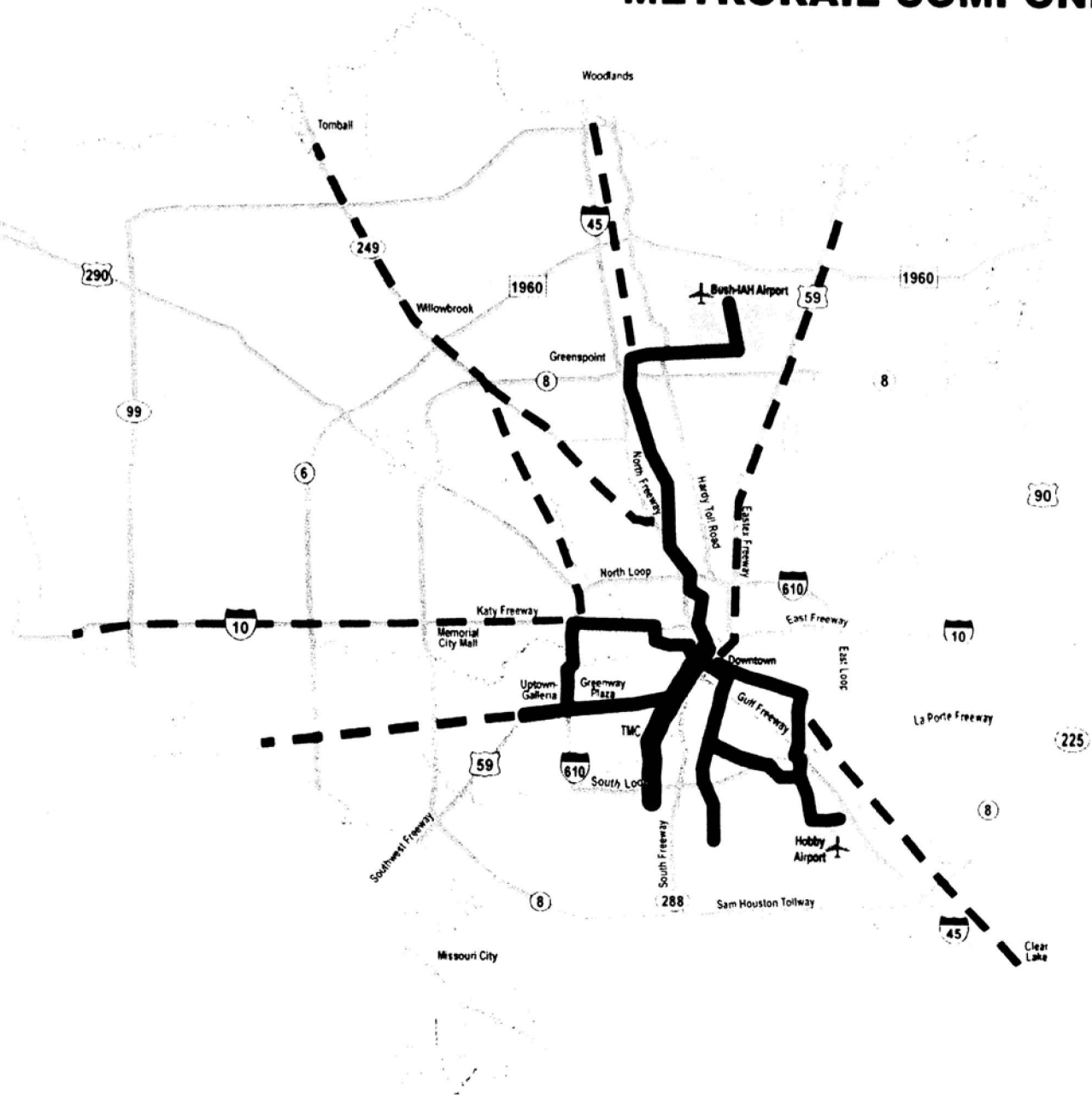


Transit System Plan  
**METRORail Component**

- ▶ 64.8 miles of Light Rail
- ▶ About 54 Light Rail Stations

**Legend**

-  **Phase I METRORail**  
(opening Jan., 2004)
-  **Additional METRORail**  
(planned)
-  **Future Rail Extensions**

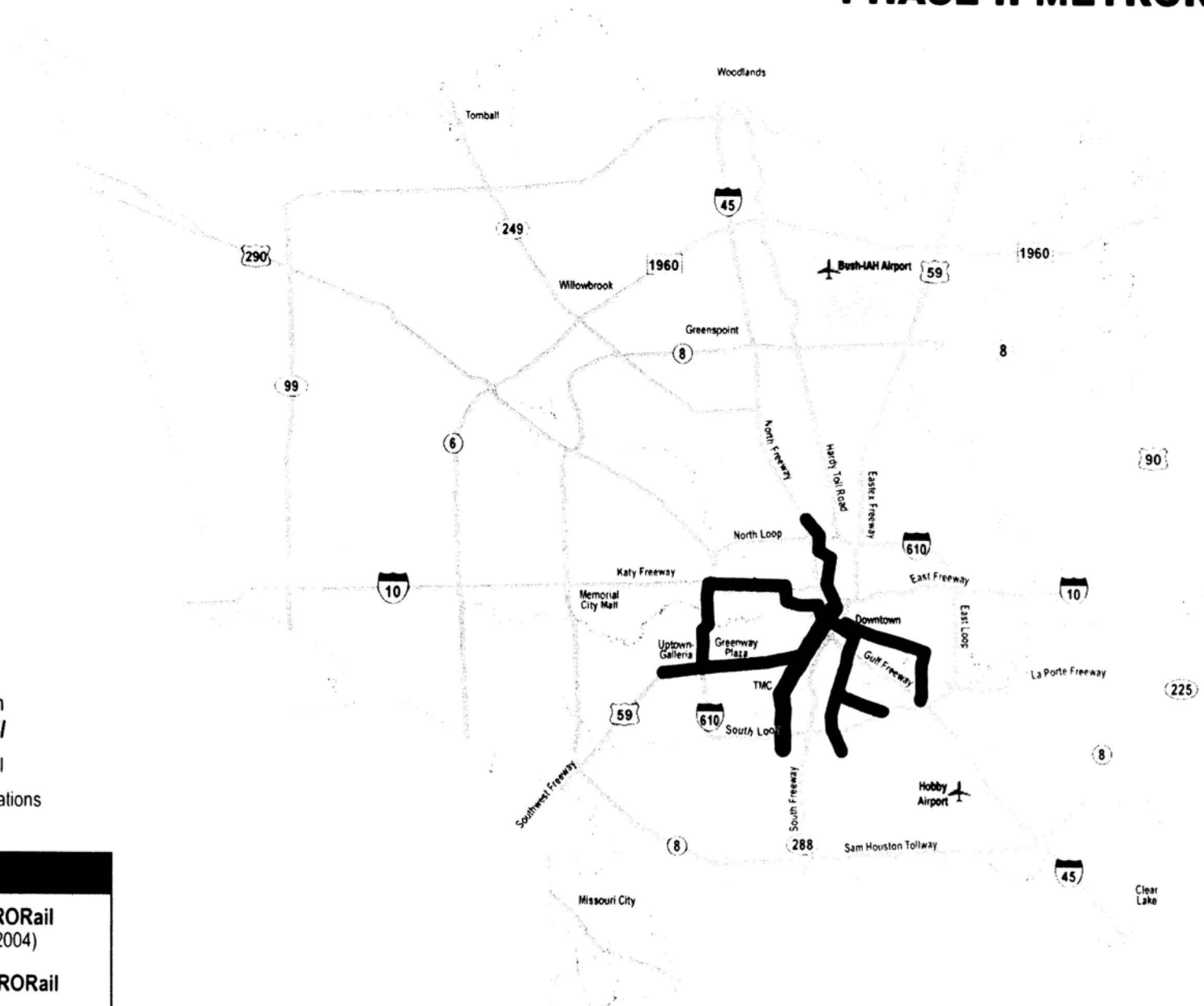


Transit System Plan  
**Phase II METRORail**

- ▶ 39.7 miles of Light Rail
- ▶ About 38 Light Rail Stations

**Legend**




-  Phase I METRORail  
(opening Jan., 2004)
-  Phase II METRORail

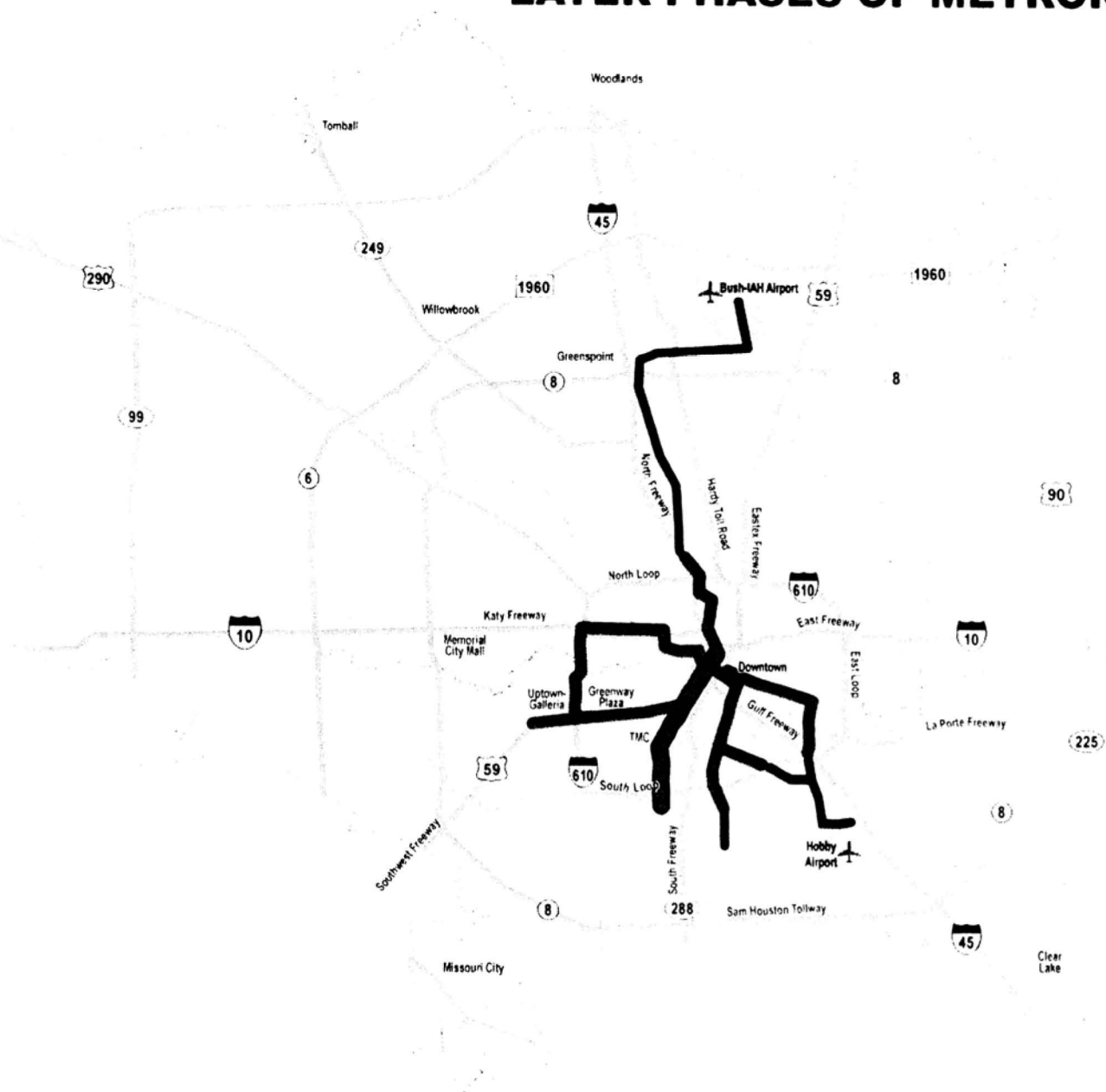


Transit System Plan  
**Later Phases of METRORail**

- ▶ 25.1 miles of Light Rail
- ▶ About 16 Light Rail Stations

**Legend**






-  Later Phases of METRORail
-  Phase I METRORail  
(opening Jan., 2004)
-  Phase II METRORail

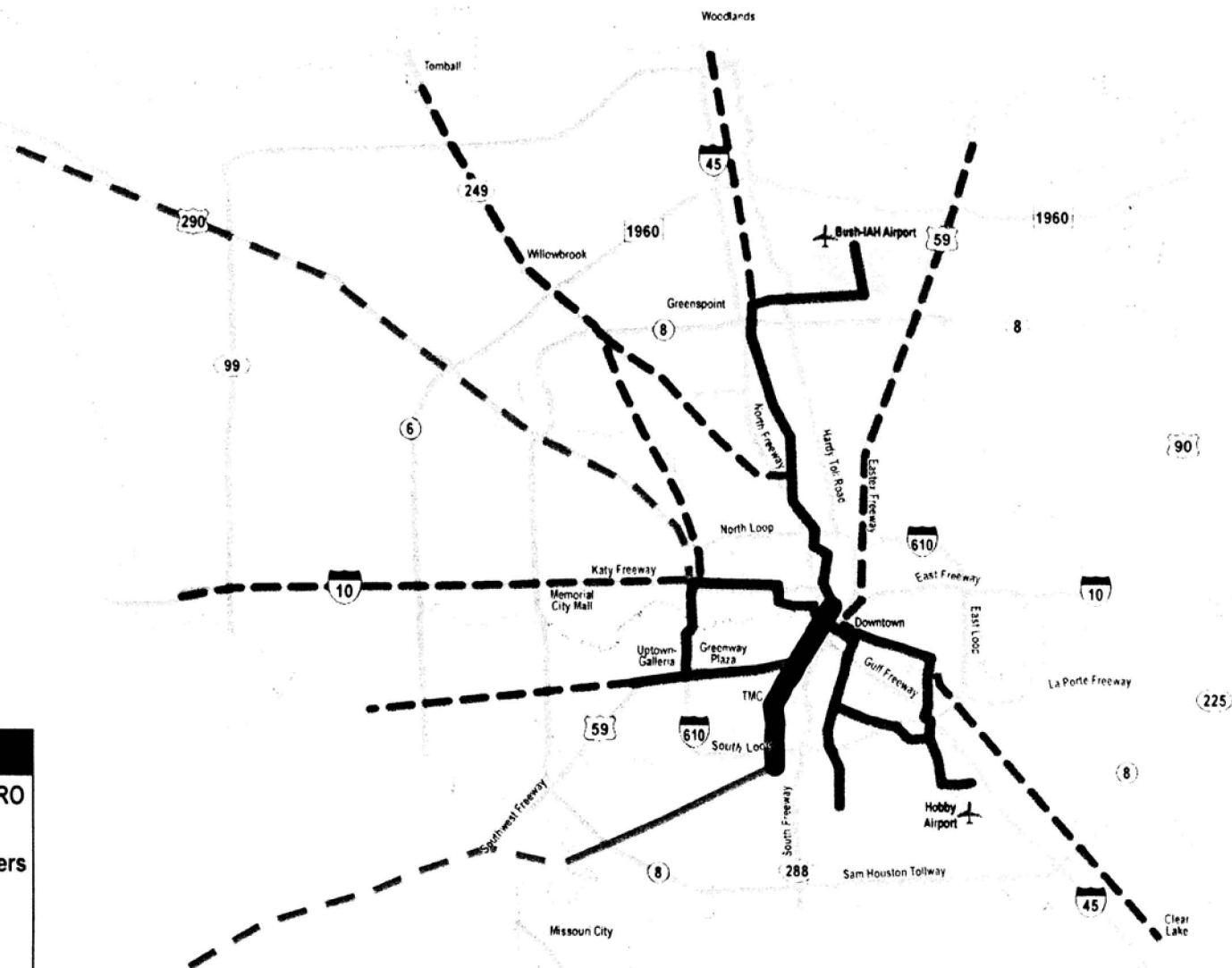


Transit System Plan  
**Commuter Rail Component**

- ▶ 8 miles Commuter Rail
- ▶ About 3 Commuter Rail Stations

**Legend**

-  Commuter Rail by METRO  
(pending feasibility)
-  Commuter Rail by Others  
(pending feasibility)
-  Phase I METRORail  
(opening Jan., 2004)
-  Additional METRORail
-  Future Rail Extensions



A RESOLUTION COMMENDING  
ROBERT D. MILLER  
for his service to the  
Metropolitan Transit Authority of Harris County, Texas

---

WHEREAS, Robert D. Miller was appointed to the Board of Directors of the Metropolitan Transit Authority ("METRO") by the Harris County Commissioners Court in January, 1996; and

WHEREAS, Robert D. Miller served as Chairman of the METRO Board from March 1998 to 2003; and

WHEREAS, Robert D. Miller worked tirelessly and at great personal sacrifice to advance METRO's programs, goals and mission; and

WHEREAS, Robert D. Miller demonstrated his leadership and political experience in bringing all segments of the community together to enhance regional transit services and mobility; and

WHEREAS, Robert D. Miller campaigned for the adoption of an ongoing research and implementation strategy to apply progressive, state-of-the-art technologies to METRO transit operations; and

WHEREAS, Robert D. Miller combined his visionary resolve, technical expertise and consensus-building skills in gaining Board approval and community support for the construction of Houston's first light rail system; and

WHEREAS, Robert D. Miller championed the cause of Houston's small business community during the creation of METRO's Business Development Program and its annual goal of 35% small business participation; and



WHEREAS, Robert D. Miller demonstrated great courage and an unwavering sense of public purpose in addressing the many difficult issues before METRO;

NOW, THEREFORE, BE IT RESOLVED THAT:

Robert D. Miller is hereby honored and thanked for his dedication to METRO and to the residents in our region.

This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

~~AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH SBC FOR THE RELOCATION AND ADJUSTMENT OF ITS MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF TRAVIS STREET, FROM PIERCE TO COMMERCE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.~~

WHEREAS, the reconstruction of Travis Street, from Pierce to Commerce, is a part of METRO's Downtown/Midtown transit streets project; and

WHEREAS, the reconstruction of this portion of Travis Street requires the relocation and adjustment of certain manhole and conduit facilities owned SBC (formerly Southwestern Bell Telephone Company); and

WHEREAS, Section 451.058, Texas Transportation Code, requires that METRO pay for the relocation and adjustment of these facilities;

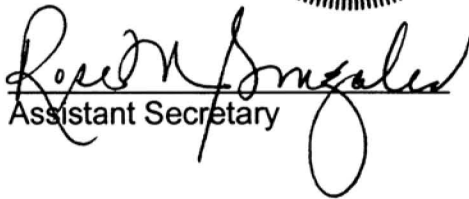
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a reimbursement agreement with SBC (formerly Southwestern Bell Telephone Company) for the relocation and adjustment of its manhole and conduit facilities to accommodate the reconstruction of Travis Street, from Pierce to Commerce, at a cost not to exceed \$730,250.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

~~AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH DESIGNATED FIRMS FOR ENVIRONMENTAL ENGINEERING AND ASSESSMENT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.~~

WHEREAS, METRO solicited Letters of Interest and Qualification Statements from interested firms for environmental engineering and assessment services; and

WHEREAS, four firms were determined most qualified to provide the necessary services;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts with Atser, Applied Earth Sciences, Inc., Tolunay – Wong Engineers, Inc. and with Weston Solutions, Inc. for environmental engineering and assessment services, with each contract in the not-to-exceed amount of \$200,000.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH CH2M HILL, INC. FOR ARCHITECTURAL AND ENGINEERING DESIGN SERVICES FOR THE BARKER CYPRESS PARK & RIDE LOT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will construct the Barker Cypress Park & Ride lot at US-290 and Skinner Road; and

WHEREAS, METRO solicited Qualification Statements and Letters of Interest for architectural and engineering services for design and design support during and after construction of the Barker Cypress Park & Ride lot; and

WHEREAS, the firm of CH2M Hill, Inc. is most qualified to do the work;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

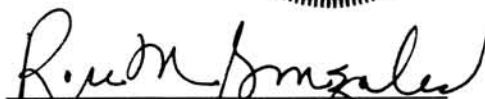
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with CH2M Hill, Inc. for architectural and engineering design services for the Barker Cypress Park & Ride lot for an amount consistent with budgetary appropriations.


Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH POSSO CONSTRUCTION COMPANY FOR SITE MODIFICATIONS AT THE MAGNOLIA TRANSIT CENTER; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, improvements are necessary at the Magnolia Transit Center, which will include additional parking spaces, platform extension, and lighting, landscape and irrigation enhancements; and

WHEREAS, METRO solicited bids for the construction of these improvements to the Magnolia Transit Center; and

WHEREAS, Posso Construction Company submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Posso Construction Company for construction of the site modifications at the Magnolia Transit Center at a cost not to exceed \$673,540.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CANNES ENTERPRISES, INC. FOR CONSTRUCTION OF IMPROVEMENTS TO ALMEDA ROAD, FROM WINBERN TO HERMANN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Almeda Road, from Winbern to Hermann, is a Downtown/Midtown Transit Streets Project previously approved by the METRO Board of Directors by way of Resolution 92-20; and

WHEREAS, METRO solicited bids for the reconstruction of Almeda Road, between Winbern and Hermann; and

WHEREAS, Cannes Enterprises, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Cannes Enterprises, Inc. for construction of improvements to Almeda Road, from Winbern to Hermann, at a cost not to exceed \$1,377,712.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

~~AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH WILLIS OF TEXAS, INC. FOR AGENT OF RECORD SERVICES AND ADMINISTRATION OF AN OWNER CONTROLLED INSURANCE PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.~~

WHEREAS, METRO entered into a contract with Willis of Texas, Inc. for Agent of Record services, and the implementation and management of an Owner Controlled Insurance Program; and

WHEREAS, the contract contains an option for an additional year of service; and

WHEREAS, Willis of Texas, Inc. has performed satisfactorily and it is appropriate that METRO exercise the option for an additional year of service;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Willis of Texas, Inc., to exercise the option for an additional year of services for agent of record services, and administration of METRO's Owner Controlled Insurance Program, and increase the maximum authorized expenditures under the contract to a total amount not to exceed \$2,275,000.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman



A RESOLUTION

~~AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH MEDICAL BUSINESS MANAGEMENT SERVICES, INC. FOR MEDICAL COST CONTAINMENT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.~~

WHEREAS, METRO requires medical cost containment services, to include medical bill auditing, medical cost control, medical records review and peer review services, in the assessment and evaluation of third party claims and Workers Compensation claims; and

WHEREAS, METRO solicited proposals for medical cost containment services and has determined that Medical Business Management Services, Inc. is most qualified to do the work;

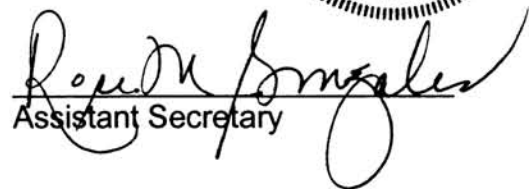
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Medical Business Management Services, Inc. for medical cost containment services, for an amount not to exceed \$175,000.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

~~AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH MEMORIAL HERMANN HEALTHCARE SYSTEM/WORKLINK FOR PRE-AUTHORIZATION AND PRE-CERTIFICATION SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.~~

WHEREAS, regulations for compliance with the Texas Workers Compensation Act require that certain medical services be pre-certified and pre-authorized as medically necessary before eligible for coverage; and

WHEREAS, METRO issued a Request for Proposals for medical pre-authorization and pre-certification services; and

WHEREAS, Memorial Hermann Healthcare System/Worklink is most qualified to perform the necessary services;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Memorial Hermann Healthcare System/Worklink for pre-authorization and pre-certification services for an amount not to exceed \$75,000.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON SERVICES, INC. FOR THERMO KING AIR CONDITIONING PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, an invitation for bids was issued for Thermo King air-conditioning parts for METRO's bus fleet; and

WHEREAS, Stewart & Stevenson Services, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Stewart & Stevenson Services, Inc., for the purchase of Thermo King air-conditioning parts, for an amount not to exceed \$2,259,982.00.

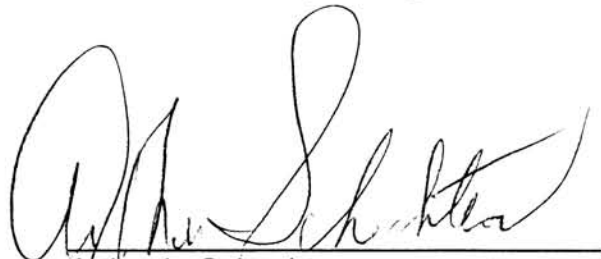
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON SERVICES, INC. FOR DETROIT DIESEL CORPORATION RELIABILT ENGINE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, an invitation for bids was issued for Detroit Diesel Corporation Reliablilt engine parts for METRO's bus fleet; and

WHEREAS, Stewart & Stevenson Services, Inc. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Stewart & Stevenson Services, Inc. for the purchase of Detroit Diesel Corporation Relliablilt engine parts, for an amount not to exceed \$1,186,123.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CUMMINS SOUTHERN PLAINS, LTD. FOR THE PURCHASE OF CUMMINS ENGINE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Cummins Southern Plains, Ltd. submitted the lowest responsive and responsible bid for Cummins engine parts for METRO 's bus fleet;

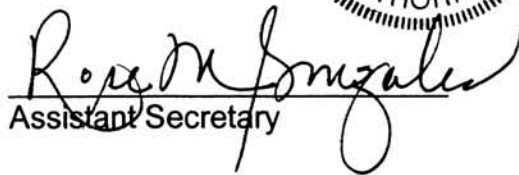
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Cummins Southern Plains, Ltd. for Cummins engine parts, for an amount not to exceed \$542,707.00.

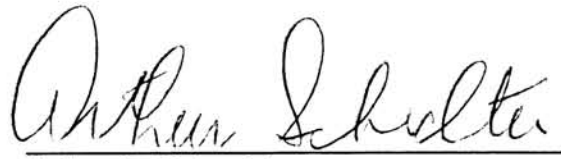
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CUMMINS SOUTHERN PLAINS, LTD., FOR PURCHASE OF JOHNSON MATTHEY EXHAUST GAS RECIRCULATION TECHNOLOGY KITS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Clean Vehicle Program includes modification of engine assemblies on New Flyer buses by addition of Exhaust Gas Recirculation Technology kits ("EGRT kits"); and

WHEREAS, EGRT kits will enable reductions in nitrogen oxide emissions; and

WHEREAS, METRO solicited bids for the purchase of Johnson Matthey EGRT kits; and

WHEREAS, Cummins Southern Plains, Ltd. submitted the lowest responsive and responsible bid;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Cummins Southern Plains, Ltd for Johnson Matthey Exhaust Gas Recirculation Technology kits for an amount not to exceed \$6,948,000.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A SOLE-SOURCE CONTRACT WITH CUMMINS SOUTHERN PLAINS, LTD. FOR THE RETROFIT OF NEOPLAN BUSES WITH CUMMINS ISL ENGINES WITH JOHNSON MATTHEY EXHAUST GAS RECIRCULATION TECHNOLOGY KITS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Clean Vehicles Program includes the retrofit of Neoplan buses by installaton of Cummins ISL engines with integrated bolt-on exhaust gas recirculation technology kits ("EGRT kits"); and

WHEREAS, the Model year 2001 the Cummins ISL engines with EGRT kits will enable maximum reduction of nitrogen oxide emissions; and

WHEREAS, sole-source justification has been submitted for purchase of these products from Cummins Southern Plains, Ltd.;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Cummins Southern Plains, Ltd. for the purchase and installation of Model year 2001 Cummins ISL engines with Johnson Matthey Exhaust Gas Recirculation Technology kits on 157 Neoplan buses, for an amount not to exceed \$9,053,405.00.

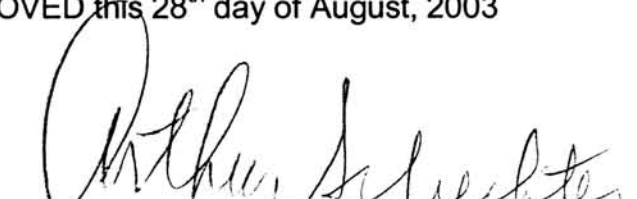
Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman



A RESOLUTION

~~AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH PAT STRONG FOR COORDINATION OF COMMUNICATION ACTIVITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.~~

WHEREAS, METRO entered into a personal services contract with Pat Strong for consulting services for the coordination of communication activities and publicity programs; and

WHEREAS, additional staff support is needed for coordination of internal activities for wider distribution of information about METRO's programs; and

WHEREAS, it is necessary to amend the contract to extend the performance period and increase funding under the contract;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the personal services contract with Pat Strong for communications consulting services, to extend the performance period to November 30, 2003 and increase the contract amount by an amount not to exceed \$34,500.00.

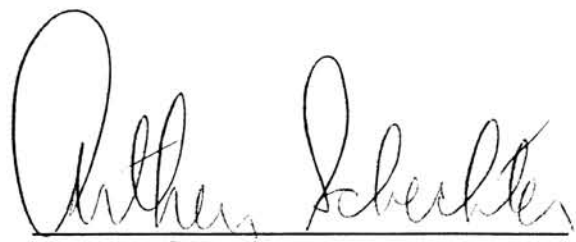
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of August, 2003  
APPROVED this 28<sup>th</sup> day of August, 2003

  
Arthur L. Schechter  
Chairman



## A RESOLUTION

APPROVING, ADOPTING, RATIFYING AND CONFIRMING RESOLUTION NO. 2003-77 CALLING A SPECIAL ELECTION TO BE HELD ON TUESDAY, NOVEMBER 4, 2003, FOR THE PURPOSE OF SUBMITTING TO THE QUALIFIED ELECTORS OF THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS ("METRO") A PROPOSITION TO AUTHORIZE METRO TO ISSUE BONDS, NOTES AND OTHER OBLIGATIONS PAYABLE, IN WHOLE OR IN PART, FROM SEVENTY-FIVE PERCENT (75%) OF METRO'S SALES AND USE TAX REVENUES FOR THE ACQUISITION, CONSTRUCTION, REPAIR, EQUIPPING, IMPROVEMENT OR EXTENSION OF METRO'S TRANSIT AUTHORITY SYSTEM, INCLUDING THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, AS DESCRIBED HEREIN, WHICH INCLUDES BUS SERVICE EXPANSIONS AND CONSTRUCTION OF EXTENSIONS OF METRO'S RAIL SYSTEM KNOWN AS "METRORAIL," TO APPROVE SUCH PLAN AND CONSTRUCTION OF THE METRORAIL AND COMMUTER LINE COMPONENTS THEREOF, AND TO DEDICATE TWENTY-FIVE PERCENT (25%) OF METRO'S SALES AND USE TAX REVENUES THROUGH SEPTEMBER 30, 2014, FOR STREET IMPROVEMENTS AND MOBILITY PROJECTS, AS AUTHORIZED BY LAW AND WITH NO INCREASES IN THE CURRENT RATE OF METRO'S SALES AND USE TAX; AND MAKING OTHER PROVISIONS RELATED TO THE SUBJECT

WHEREAS, at a Special Meeting held on August 18, 2003, the Board of METRO deliberated, approved and adopted Resolution No. 2003-77, which called a Special Election to be held on Tuesday, November 4, 2003 for the purpose of seeking authorization to issue bonds, notes and other obligations for implementation of METRO's transit authority system, securing approval of the METRO Solutions Plan and construction of METRORail and METRO's continued funding of General Mobility Projects through September 30, 2014; and

WHEREAS, the Board's approval and adoption of such resolution included the proposition and ballot to be submitted to the qualified electors within the boundaries and service area of METRO; and

WHEREAS, the Board deems it appropriate to approve, adopt, ratify and confirm Resolution 2003-77 without substantive change or modification;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS THAT:

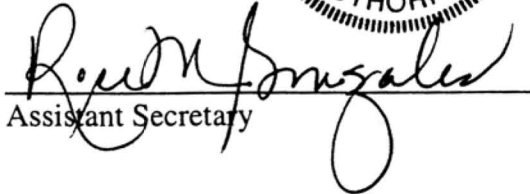
Section 1. The Board hereby approves, adopts, ratifies and confirms Resolution No. 2003-77, in the form attached hereto as Attachment I, and affirms its decision to call a Special Election to be held on November 4, 2003 for the purpose of submitting to the qualified electors of the Metropolitan Transit Authority of Harris County, Texas ("METRO") a proposition to authorize METRO to issue bonds, notes and other obligations payable, in whole or in part, from seventy-five percent (75%) of METRO'S sales and use tax revenues for the acquisition,

construction, repair, equipping, improvement or extension of METRO'S transit authority system, including the METRO Solutions Transit System Plan, as described therein, which includes bus service expansions and construction of extensions of METRO's rail system known as "METRORail," to approve such plan and construction of the METRORail and commuter line components thereof, and to dedicate twenty-five percent (25%) of METRO's sales and use tax revenues through September 30, 2014, for street improvements and mobility projects, as authorized by law and with no increase in the current rate of METRO's sales and use tax.

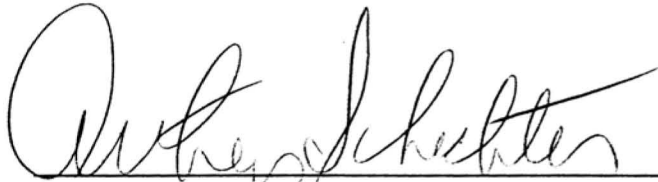
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28th day of August, 2003  
APPROVED this 28th day of August, 2003

  
Arthur L. Schechter  
Chairman

ATTACHMENT I

RESOLUTION NO. 2003-77  
CALLING A SPECIAL ELECTION  
TO BE HELD ON TUESDAY, NOVEMBER 4, 2003

A RESOLUTION CALLING A SPECIAL ELECTION TO BE HELD ON TUESDAY, NOVEMBER 4, 2003, FOR THE PURPOSE OF SUBMITTING TO THE QUALIFIED ELECTORS OF THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS ("METRO") A PROPOSITION TO AUTHORIZE METRO TO ISSUE BONDS, NOTES AND OTHER OBLIGATIONS PAYABLE, IN WHOLE OR IN PART, FROM SEVENTY-FIVE PERCENT (75%) OF METRO'S SALES AND USE TAX REVENUES FOR THE ACQUISITION, CONSTRUCTION, REPAIR, EQUIPPING, IMPROVEMENT OR EXTENSION OF METRO'S TRANSIT AUTHORITY SYSTEM, INCLUDING THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, AS DESCRIBED HEREIN, WHICH INCLUDES BUS SERVICE EXPANSIONS AND CONSTRUCTION OF EXTENSIONS OF METRO'S RAIL SYSTEM KNOWN AS "METRORAIL," TO APPROVE SUCH PLAN AND CONSTRUCTION OF THE METRORAIL AND COMMUTER LINE COMPONENTS THEREOF, AND TO DEDICATE TWENTY-FIVE PERCENT (25%) OF METRO'S SALES AND USE TAX REVENUES THROUGH SEPTEMBER 30, 2014, FOR STREET IMPROVEMENTS AND MOBILITY PROJECTS, AS AUTHORIZED BY LAW AND WITH NO INCREASE IN THE CURRENT RATE OF METRO'S SALES AND USE TAX; AND MAKING OTHER PROVISIONS RELATED TO THE SUBJECT

|                                |   |
|--------------------------------|---|
| STATE OF TEXAS                 | § |
| METROPOLITAN TRANSIT AUTHORITY |   |
| OF HARRIS COUNTY, TEXAS        | § |

WHEREAS, the Metropolitan Transit Authority of Harris County, Texas ("METRO") was created pursuant to Chapter 141, Acts of the 63rd Legislature of the State of Texas, Regular Session, 1973 (Article 1118x, Vernon's Texas Civil Statutes, as amended, now codified as Chapter 451, Transportation Code, as amended (the "METRO Act")), and was confirmed at a confirmation and tax election held on August 12, 1978, in accordance with the METRO Act;

WHEREAS, METRO has, among others, the power to acquire, construct, complete, develop, own, operate and maintain a transit authority system, as defined in the METRO Act, and all powers necessary or convenient to carry out and effectuate the purposes and provisions of the METRO Act;

WHEREAS, since its confirmation METRO has developed and undertaken various plans and programs to provide its transit authority system (collectively, the "Prior Plans"), some of which are continuing and will continue for several years into the future;

WHEREAS, one of the Prior Plans is Phase I of a new rail system known as METRORail, which phase is an approximate 7.5-mile segment of light rail that extends from the University of Houston-Downtown to south of Reliant Park and is scheduled to commence operations in January 2004;

WHEREAS, in addition to the Prior Plans, METRO has developed a comprehensive plan that provides for increased bus routes, expanded Park & Ride service, buses, new Park & Ride lots, transit centers, shelters and other bus-related facilities and extensions and new segments of METRORail and other rail-related facilities (as more particularly described in **Exhibit A**, which is hereby made a part of this Resolution, the "METRO Solutions Transit System Plan" or "METRO Solutions Plan");

WHEREAS, METRO has forwarded the METRO Solutions Plan to the Houston-Galveston Area Council ("HGAC") for inclusion in its Metropolitan Transportation Plan (MTP) and Transportation Improvement Program (TIP) and will continue to support and cooperate with the long-range planning program (the 100% solution plan) being developed by HGAC for all modes of surface transportation;

WHEREAS, since February 1, 1988 and as authorized by the METRO Act, the Board of METRO (the "Board") has dedicated approximately twenty-five percent (25%) of METRO's sales and use tax revenues for street improvements, mobility projects and other facilities located within its boundaries and service area of the types permitted by Section 451.065 of the METRO Act, which dedication contractually extends through September 30, 2009;

WHEREAS, the Board has determined to continue the dedication of twenty-five percent (25%) of METRO's sales and use tax revenues through September 30, 2014, for use for street improvements, mobility projects and other facilities (as more particularly described in **Exhibit B**, which is hereby made a part of this Resolution, "METRO's Street Improvement Dedication"), which the Board estimates will provide an additional \$774 million for such purposes during the period October 1, 2009 through September 30, 2014 and a total of approximately \$1.597 billion for such purposes during the period October 1, 2003 through September 30, 2014;

WHEREAS, the Board finds and determines that (i) the proceeds of bonds, notes or other obligations are needed to acquire, construct, repair, equip, improve or extend METRO's transit authority system, including the METRO Solutions Plan, and (ii) the issuance of bonds, notes or other obligations is necessary, appropriate and the best available financing method to provide the METRO transit authority system at the earliest practicable date for the residents within the boundaries and service area of METRO;

WHEREAS, the Board finds and determines that the only portions of METRORail for which proceeds of bonds, notes or other obligations will be used pursuant to voter approval at the Election (as hereinafter defined) are new segments included in Phase II of METRORail, as more particularly described in **Exhibit A-4**;

WHEREAS, the city charter of the City of Houston provides that the Houston City Council shall not grant any permission, consent or authorization required by METRO in connection with the construction, maintenance or operation of all or part of a rail system unless

METRO previously has conducted an election at which a majority of the METRO voters who participated in the election approved construction of the rail system;

WHEREAS, the Board finds that it is appropriate and in the best interests of METRO to call an election to determine the voters' will on the construction of the METRORail and Commuter Line Components of the METRO Solutions Plan and METRO's Street Improvement Dedication;

WHEREAS, the Board has determined that it is necessary and appropriate to call and hold the Election for the purposes of obtaining voter approval of the authorization of METRO to issue bonds, notes and other obligations payable, in whole or in part, from seventy-five percent (75%) of METRO's sales and use tax revenues, in an aggregate principal amount not to exceed \$640,000,000 for the acquisition, construction, repair, equipping, improvement or extension of METRO's transit authority system, including the METRO Solutions Plan, which includes bus service expansions and construction of extensions and new segments of METRO's rail system known as "METRORail," together with voter approval of such plan and construction of the METRORail and Commuter Line components thereof, and the dedication of twenty-five percent (25%) of METRO's sales and use tax revenues through September 30, 2014, for street improvements, mobility projects and other facilities, as authorized by law and with no increase in the current rate of METRO's sales and use tax; and

WHEREAS, the Board expressly recognizes and determines that the aggregate principal amount limitation contained in the Election bond authorization does not apply to bonds, notes or other obligations that have a term not more than five (5) years and that are issued by METRO under the authority of Section 451.362 of the METRO Act;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS THAT:

**Section 1. Findings.** All of the recitals contained in the preambles of this Resolution are adopted and incorporated herein as the official findings and determinations of the Board.

**Section 2. Call of Election; Date; Eligible Electors; and Hours.** An election (the "Election") shall be held on Tuesday, November 4, 2003, which date is one of the uniform election dates specified in and permitted by the Texas Election Code (the "Code"). The Election shall be held within and throughout the boundaries and service area of METRO. All resident, qualified electors within such boundaries and service area shall be entitled to vote. The Board hereby finds that holding the Election on a uniform election date is in the public interest. The hours during which the polling places are to be open at the Election shall be from 7:00 o'clock a.m. to 7:00 o'clock p.m.

**Section 3. Proposition.** At the Election there shall be submitted to the resident, qualified electors within the boundaries and service area of METRO the proposition (the "Proposition") as shown on **Exhibit C**, which is hereby made a part of this Resolution.

**Section 4. Voting System and Ballots.** Voting at the Election, and early voting therefor, shall be by the use of lawfully approved voting systems and ballots as specified in Section 6. The



preparation of the necessary equipment and the official ballots for the Election shall conform to the requirements of the Election Code and the METRO Act so as to permit the voters to vote "FOR" or "AGAINST" the Proposition, which shall be set forth on the ballots in substantially the form as shown on **Exhibit D**, which is hereby made a part of this Resolution.

**Section 5. Voting Precincts; Polling Places; Election Officers.** (a) Except as otherwise provided herein, the voting precincts for the Election are hereby established and designated as follows: Each voter must vote in the precinct in which the voter resides and only resident, qualified voters are entitled to vote. For METRO voters residing within the boundaries of Harris County, Fort Bend County, Waller County or Montgomery County, the precincts, polling places (including temporary branch polling places) and precinct judges for the Election shall be as arranged by the President and Chief Executive Officer of METRO (the "President") or any other officer of METRO designated by the President (the President or any such designee, each an "Authorized Representative") or specified in one or more supplemental election resolutions that will be adopted by the Board and made a part of this Resolution.

(b) If required, additional or alternative election judges for the voting precincts and the temporary branch polling places may be appointed in writing by Authorized Representative. In the event that any of the Authorized Representatives shall determine from time to time that (i) one or more of the polling places hereby established and designated shall become unavailable or unsuitable for such use, or it would be in METRO's best interests to relocate a polling place, or (ii) the precinct judges or assistant judges hereby appointed or hereinafter designated shall become unqualified or unavailable, each Authorized Representative is hereby authorized to designate and appoint in writing substitute polling places, precinct judges or assistant judges, giving such notice as is required by the Election Code and as deemed sufficient.

**Section 6. Voting.** (a) Voting in the Election, including early voting by personal appearance, shall be by the respective voting system adopted by the Commissioners Court of Harris County, Texas, Fort Bend County, Texas, Waller County, Texas or Montgomery County, Texas, as applicable, for use in elections held by any such county. Each voter desiring to vote in favor of the Proposition shall indicate on his ballot "FOR" the Proposition, and each voter desiring to vote against the Proposition shall indicate on his ballot "AGAINST" the Proposition. Voting shall be in accordance with the Election Code.

(b) The Election shall be conducted in compliance with the Election Code, except as modified by the METRO Act, and shall be administered by such person or persons designated as an elections administrator for each respective county (each "Elections Administrator") pursuant to the contracts with the Board.

**Section 7. Early Voting.** (a) Early voting, both by personal appearance and by mail, will be in accordance with the Election Code. Early voting by personal appearance will be conducted at the locations (including temporary branch polling places) and during the dates and times arranged by an Authorized Representative or specified in one or more supplemental election resolutions that will be adopted by the Board and made a part of this Resolution.

(b) The Board hereby appoints Beverly Kaufman, or her designee, as the early voting clerk for voters residing in Harris County. The mailing address to which ballot applications and

ballots voted by mail may be sent is as follows: Clerk for Early Voting, P.O. Box 1525, Houston, Texas, 77001, Attention: Early Voting.

(c) The Board hereby appoints Steve Raborn, or his designee, as the early voting clerk for voters residing in Fort Bend County. The mailing address to which ballot applications and ballots voted by mail may be sent is as follows: Clerk for Early Voting, Fort Bend County, 309 South 4<sup>th</sup> Street, Suite 624, Richmond, Texas, 77469, Attention: Early Voting.

(d) The Board hereby appoints Lela Loewe, or her designee, as the early voting clerk for voters residing in Waller County. The mailing address to which ballot applications and ballots voted by mail may be sent is as follows: Clerk for Early Voting, Waller County, 836 Austin Street, Room 217, Hempstead, Texas, 77445, Attention: Early Voting.

(e) The Board hereby appoints Linda Garner, or her designee, as the early voting clerk for voters residing in Montgomery County. The mailing address to which ballot applications and ballots voted by mail may be sent is as follows: Clerk for Early Voting, Montgomery County, 225 Collins Street, Conroe, Texas 77301, Attention: Early Voting.

(f) The Board hereby appoints Beverly Kaufman, or her designee, as the presiding judge of the special early voting ballot board for voters residing in Harris County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

(g) The Board hereby appoints Steve Raborn, or his designee, as the presiding judge of the special early voting ballot board for voters residing in Fort Bend County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

(h) The Board hereby appoints Lela Loewe, or her designee, as the presiding judge of the special early voting ballot board for voters residing in Waller County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

(i) The Board hereby appoints Linda Garner, or her designee, as the presiding judge of the special early voting ballot board for voters residing in Montgomery County to count and return early voting ballots in accordance with the Election Code. The presiding judge shall appoint two election clerks, and such judge and clerks shall constitute the special early voting ballot board and shall perform the duties set forth for such board in the Election Code.

**Section 8. Conduct of Election.** The Election shall be conducted in each Election precinct by election officers, including the precinct judge appointed hereunder and assistant judge or clerk, in accordance with the conditions of one or more contracts between or among METRO, Harris County, Fort Bend County, Waller County, Montgomery County and others, the Election Code and the Constitution and laws of the State of Texas and the United States of

America. The pay for precinct judges, alternate judges and clerks for the Election shall be in accordance with the Election Code and as designated, respectively, by Harris County, Fort Bend County, Waller County or Montgomery County.

**Section 9. Delivery of Voted Ballots; Counting; Tabulation; Canvassing of Returns; Declaring Results.** (a) The election officers shall deliver the ballot containers to a designated drop-off station as ordered by the Harris County Clerk, the Fort Bend County Clerk, the Waller County Clerk or the Montgomery County Clerk, as applicable. The following persons are hereby appointed to serve in the indicated offices at the respective central counting station of each county:

|   | <u>Harris County</u>  | <u>Fort Bend County</u>  | <u>Waller County</u>  | <u>Montgomery County</u>  |
|---|-----------------------|--------------------------|-----------------------|---------------------------|
| Manager:  | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |
| Tabulation Supervisor:<br>(assistants optional) | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |
| Central Counting Station                        | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |
| Judge   | Same as Harris County | Same as Fort Bend County | Same as Waller County | Same as Montgomery County |

(b) Both the manager and the judge may appoint clerks to assist at the central counting station. After the completion of his or his responsibilities under the Election Code, including the counting of the voted ballots and the tabulation of the results, the judge shall make a written return of the Election results to METRO in accordance with the Election Code. The Board shall canvass the returns and declare the results of the Election.

(c) In the event the Proposition is authorized at the Election, all matters relating to the issuance of such bonds within the terms of the Proposition shall be determined by the Board, and such bonds may be issued at one time, or in installments from time to time as the Board may determine.

**Section 10. Training of Election Officials.** Pursuant to the Election Code, public schools of instruction for all election officers shall be held by Harris County, Fort Bend County, Waller County and Montgomery County.

**Section 11. Notice of Election.** Notice of the Election, in English, Spanish and Vietnamese, stating in substance the contents of this Resolution, shall be: (a) published once a week for three consecutive weeks in *The Houston Chronicle*, the first such publication to be made not less than twenty-one (21) days before the date of the Election; and (b) posted on the bulletin board used by the Board to post notices of the Board's meetings no later than the twenty-first (21<sup>st</sup>) day before the date of the Election.

**Section 12. Authority of the Authorized Representatives.** The Authorized Representatives shall have the authority to take, or cause to be taken, all actions reasonable and necessary to insure that the Election is fairly held and returns properly counted and tabulated for canvass for the canvass of the election returns in accordance with state law.

**Section 13. Multilingual Materials.** The election materials enumerated in the Election Code shall be printed in English, Spanish and Vietnamese for use at each polling place



and for early voting. The presiding election judge for each voting precinct shall appoint a sufficient number of election clerks who are fluent in English, Spanish and Vietnamese to serve the needs of the Spanish-speaking and Vietnamese-speaking voters of each precinct in accordance with the requirements of the Election Code.

**Section 14. METRO Agreements with the Voters.** As authorized by Section 451.072 of the METRO Act and other applicable law, the Board hereby declares that, if a majority of the voters voting at the Election approve the Proposition, the following agreements will be binding on METRO and will constitute contracts with the voters in accordance with their terms and may not be repealed, altered or rescinded by any succeeding Board without voter approval at a subsequent election:

(a) The aggregate principal amount of bonds, notes or other obligations of METRO that are payable, in whole or in part, from seventy-five percent (75%) of METRO's sales and use tax revenues and are issued pursuant to the authority granted at this Election will never exceed \$640,000,000;

(b) Proceeds of the bonds, notes or other obligations authorized at the Election will be used to acquire, construct, repair, equip, improve or extend METRO's transit authority system, including the METRO Solutions Plan, provided that the only portions of METRORail for which such proceeds may be used are new segments included in Phase II of METRORail, as more particularly described in **Exhibit A-4**;

(c) Approval of the Proposition at the Election constitutes approval of the METRO Solutions Plan, including the extensions and segments of METRORail and the construction of the METRORail and Commuter Line Components thereof for purposes of the city charter of the City of Houston;

(d) METRO will not undertake the construction of any new segment of Phase II of METRORail with proceeds of the bonds, notes or other obligations authorized at the Election without first obtaining approval of the segment for federal capital assistance under applicable federal law and regulations or the commitment of a substantial amount of private funds;

(e) METRO's Street Improvement Dedication will be in force and effect through September 30, 2014, in accordance with the terms of such dedication, as described in **Exhibit B**;

(f) Between November 1, 2009 and January 1, 2013, METRO will call an election seeking a local determination by voters regarding METRO's continuing support after September 30, 2014 for improvements of the types described in Section 451.065 of the METRO Act;

(g) Prior to November 1, 2009, METRO will not call any other election seeking voter approval to authorize METRO to issue bonds, notes or other obligations to provide any rail facilities other than Commuter Line Component, as more particularly described in **Exhibit A-8** and depicted in **Exhibit A-9**, which are hereby made a part of this Resolution; and

(h) METRO will not implement any increase in the rate of its currently existing, previously voted one percent (1%) sales and use tax.

**Section 15. Authorization to Execute.** The Chairman is authorized to execute and the Secretary of METRO is authorized to attest this Resolution on behalf of the Board; and each Authorized Representative is authorized to do all other things legal and necessary in connection with the holding and consummation of the Election, including entering into contracts with other public officials and private parties for the conduct and administration of the Election.

**Section 16. Notice of Meeting.** The Board officially finds, determines, recites and declares that written notice of the date, hour, place and subject of the meeting at which this Resolution is adopted was posted on a bulletin board located at a place convenient to the public for a least 72 hours preceding the scheduled time of the meeting as required by the Open Meetings Law, Chapter 551, Texas Government Code, as amended; and that such meeting was open to the public as required by law at all times during which this Resolution and the subject matter thereof was discussed, considered and formally acted upon.

**Section 17. Effective Date.** This Resolution is effective immediately upon its passage and approval.

PASSED AND APPROVED THIS 28<sup>th</sup> day Aug 2003.

*Arthur L Schechter*

Chairman

ATTEST:

*Rene M. Gonzalez*

Secretary



**LIST OF EXHIBITS:**

- Exhibit A – Description of METRO Solutions Transit System Plan
- Exhibit A-1 – Depiction of METRO Solutions Transit System Plan
- Exhibit A-2 – Depiction of Bus Component
- Exhibit A-3 – Depiction of METRORail Component
- Exhibit A-4 – Description of Phase II of METRORail
- Exhibit A-5 – Depiction of Phase II of METRORail
- Exhibit A-6 – Description of Later Phases of METRORail (exclusive of Phase I and Phase II)
- Exhibit A-7 – Depiction of Later Phases of METRORail (exclusive of Phase I and Phase II)
- Exhibit A-8 – Description of Commuter Line
- Exhibit A-9 – Depiction of Commuter Line
- Exhibit B – METRO's Street Improvement Dedication
- Exhibit C – Proposition
- Exhibit D – Ballot

## EXHIBIT A

### DESCRIPTION OF METRO SOLUTIONS TRANSIT SYSTEM PLAN

The **METRO Solutions Transit System Plan** (also known as the **METRO Solutions Plan**), as depicted in **Exhibit A-1** attached hereto, consists of the following Components:

1. A **Bus Component**, as depicted in **Exhibit A-2** attached hereto, generally consisting of the following:

- a. Approximately forty-four (44) new local, signature express, express and Park & Ride bus routes throughout the METRO service area;
- b. Approximately nine (9) new transit centers in the vicinity of the Central Business District, Texas Medical Center, Gulfgate Center, Hobby Airport, Westpark/South Rice, University of Houston Central Campus, Texas Southern University, Willowbrook Mall and Town & Country Mall;
- c. Expansion and new parking at approximately four (4) transit centers;
- d. An increase in miles of Park & Ride service from 108 miles to approximately 250 miles by expansion from one-way reversible to two-way service in all major freeway corridors;
- e. Approximately nine (9) new Park & Ride facilities in the vicinity of Gulf Freeway/Clear Lake, Hobby Airport, Westpark/Beltway 8, US 290/Barker Cypress, US 290/Fairfield, Katy Freeway/Grand Parkway, US 59/Atascocita, South Freeway/Airport and Fannin/Bellfort; and
- f. Approximately 400 buses.

Final details and implementation schedule for the Bus Component will be based upon demand and completion of the project development process, including community input.

2. A **METRORail Component**, as depicted in **Exhibit A-3** attached hereto, generally consisting of the following 64.8 miles of light rail:

- a. Phase II of METRORail, consisting of approximately 39.7 miles of light rail, associated vehicles and facilities, as described in **Exhibit A-4** and depicted in **Exhibit A-5**, both as attached hereto; and
- b. Later Phases of METRORail (exclusive of Phase I and Phase II), consisting of approximately 25.1 miles of light rail, associated vehicles and facilities, as described in **Exhibit A-6** and depicted in **Exhibit A-7**, both as attached hereto.

(Phase I of METRORail, which is the approximate 7.5 mile segment of light rail that extends from the University of Houston-Downtown to south of Reliant Park is a Prior Plan and is *not* a part of the METRO Solutions Plan.)

3. A **Commuter Line Component**, as described in **Exhibit A-8** and depicted in **Exhibit A-9**, both as attached hereto.











4. A **System-Wide Component** consisting of certain elements such as the following: METROLift expansion commensurate with bus service expansions; approximately 20,000 new parking spaces; accommodations for bicycles such as bike racks on all buses; and rehabilitation, renovation and expansion of existing transit centers, Park & Ride facilities and METRO support facilities and equipment.

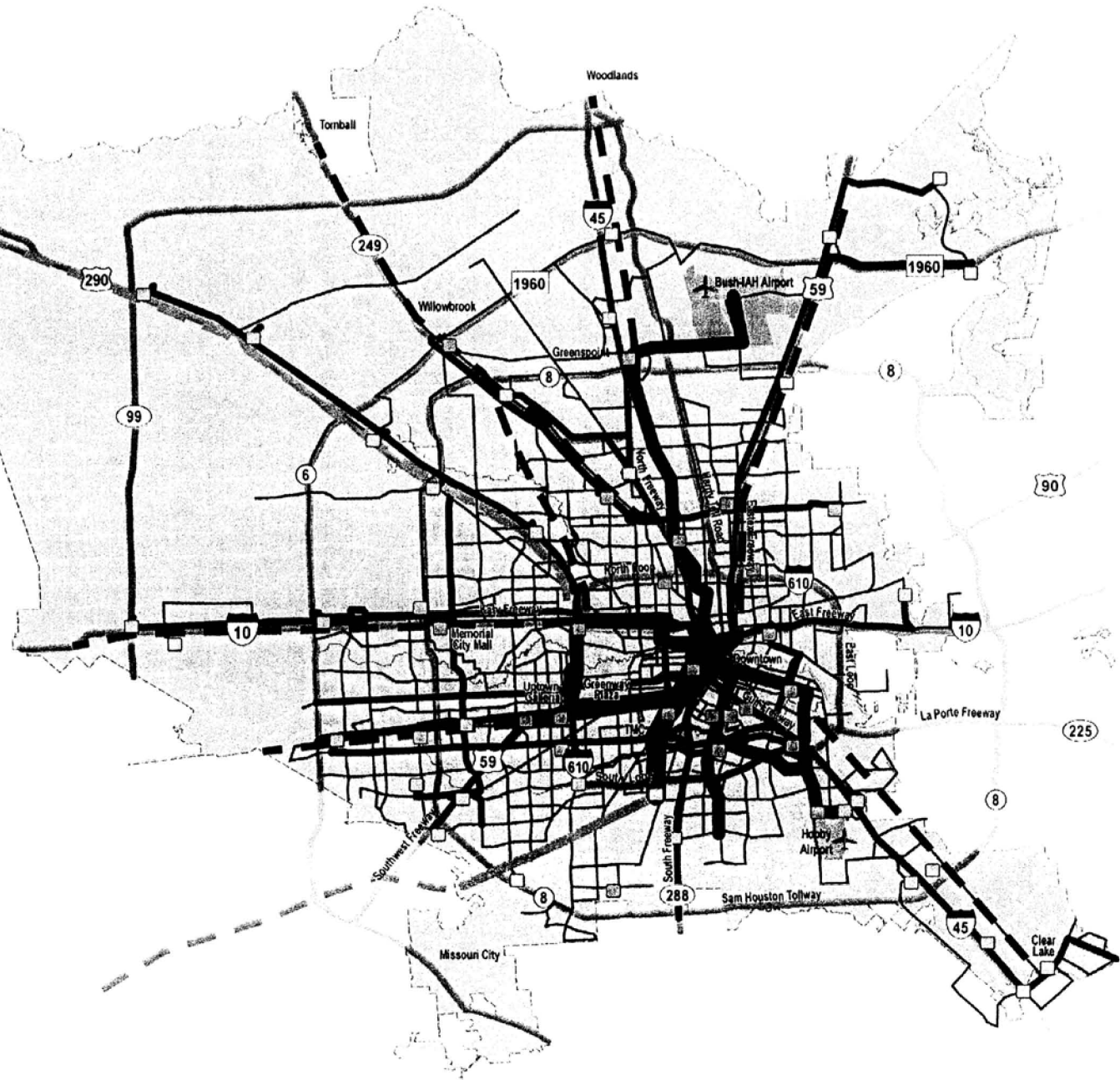
Elements of the System-Wide Component of the METRO Solutions Plan may be modified in the same manner as the Bus Component of the METRO Solutions Plan.

## Transit System Plan

- ▶ About 44 new bus routes
- ▶ 9 Transit Centers
- ▶ 9 Park & Ride lots
- ▶ New Two-way all-day Park & Ride service
- ▶ 64.8 miles of Light Rail
- ▶ About 54 Light Rail Stations
- ▶ 8 miles Commuter Line
- ▶ Approximately 20,000 new parking spaces
- ▶ Bike Racks on buses and at transit centers
- ▶ METROLift Service mirrors bus expansion

## Legend

-  Local and Express Bus Service
-  Signature Express Bus Service
-  Park & Ride Service
-  Phase I METRORail (opening Jan., 2004)
-  Additional METRORail (planned)
-  Future Rail Extensions
-  Commuter Line by METRO (pending feasibility)
-  Commuter Line by Others (pending feasibility)
-  Transit Centers
-  Park & Ride Lots



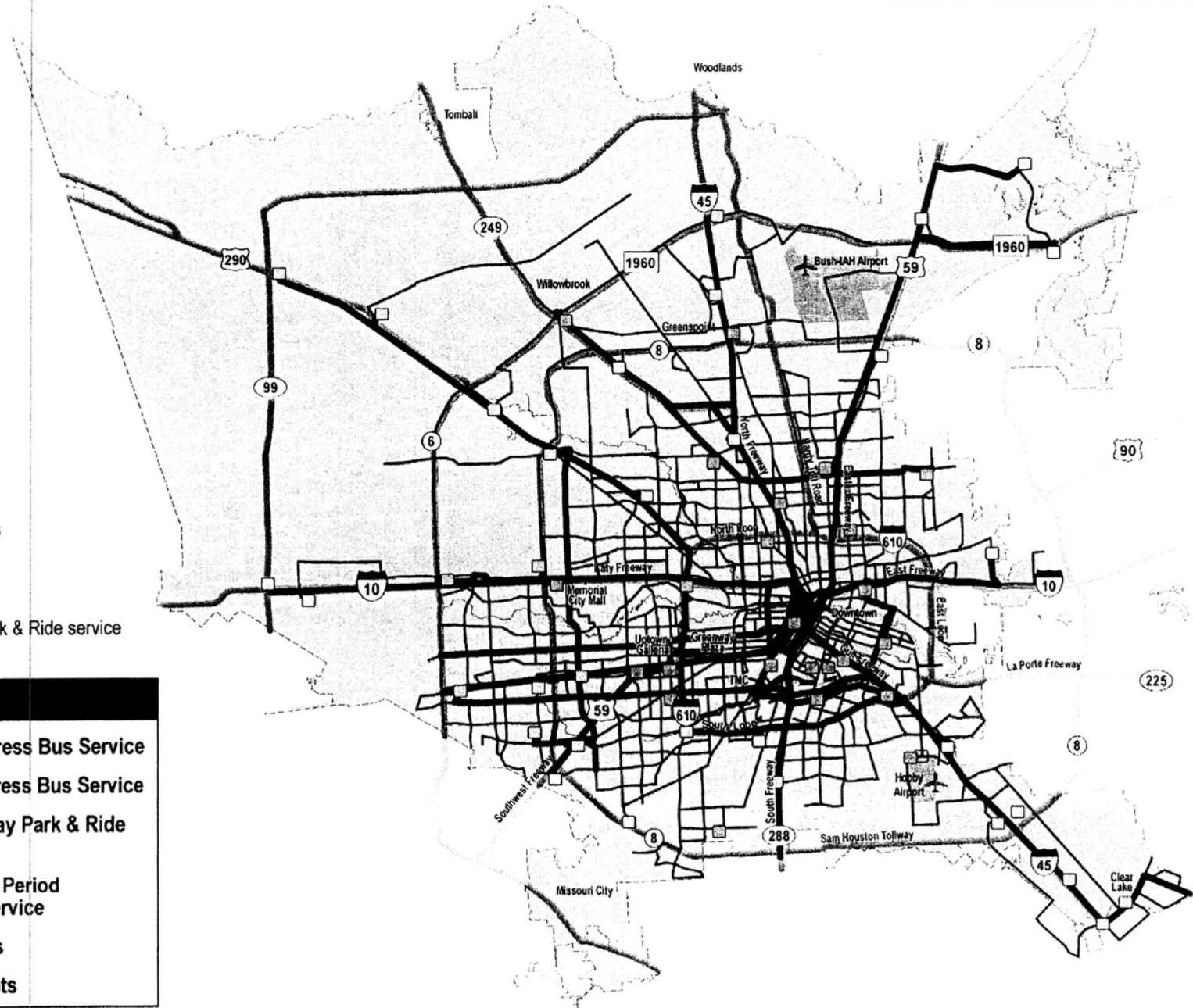


**Transit System Plan  
Bus Component**

- ▶ About 44 new bus routes
- ▶ 9 Transit Centers
- ▶ 9 Park & Ride lots
- ▶ New two-way all day Park & Ride service

**Legend**




- Local and Express Bus Service
- Signature Express Bus Service
- Two-Way All Day Park & Ride Service
- One-Way Peak Period Park & Ride Service
- Transit Centers
- Park & Ride Lots



**Transit System Plan  
METRORail Component**

- ▶ 64.8 miles of Light Rail
- ▶ About 54 Light Rail Stations

**Legend**

-  Phase I METRORail  
(opening Jan., 2004)
-  Additional METRORail
-  Future Rail Extensions



## **EXHIBIT A-4**

### **METRORail PHASE II**

METRORail Phase II generally consists of the following light rail segments or lines, including associated vehicles and facilities:

#### **North Hardy**

- Approximately 5.4 miles from University of Houston-Downtown through the Near Northside neighborhoods to Northline Mall, serving Downtown, Moody Park, and Houston Community College at Northline. This segment or line will have approximately 4 stations.

#### **Southeast**

- Approximately 9.9 miles through Downtown serving the University of Houston Central Campus, Texas Southern University and Palm Center ending at Griggs at the South Loop 610, including an approximate 1.5-mile connection into Downtown and an approximate 2.8-mile branch to the Sunnyside community along Cullen to Bellfort. These extensions, including the Sunnyside branch, will have approximately 13 stations.

#### **Harrisburg**

- Approximate 6-mile branch off the Southeast line that extends east from Dowling through the East End to the Magnolia Transit Center, then turning southward and extending to the Gulfgate Center and the Gulfgate area. This segment or line will have approximately 4 stations.

#### **Westpark**

- Approximately 6.6 miles westward from the Wheeler station on Phase I METRORail to the Hillcroft Transit Center, serving Greenway Plaza, West University, Bellaire and the Uptown/Galleria area. This segment or line will have approximately 4 stations.

#### **Uptown/West Loop**

- Approximately 4.4 miles north from Westpark along Post Oak Blvd. and the West Loop 610 to the Northwest Transit Center. Serves the Galleria and Uptown businesses on Post Oak Boulevard. This segment or line will have approximately 7 stations.

#### **Inner Katy**

- Approximately 7.4 miles westward from Downtown tying into the Uptown/West Loop line at the Northwest Transit Center. Serves Washington Avenue and the Heights areas. This segment or line will have approximately 6 stations.

#### **Note:**

Final scope, length of rail segments or lines and other details, together with implementation schedule, will be based upon demand and completion of the project development process, including community input. The METRO Solutions Bus Component Park & Ride in the vicinity of Hobby Airport will be deferred until a later phase of the Southeast segment or line.







**Transit System Plan  
METRORail Component**

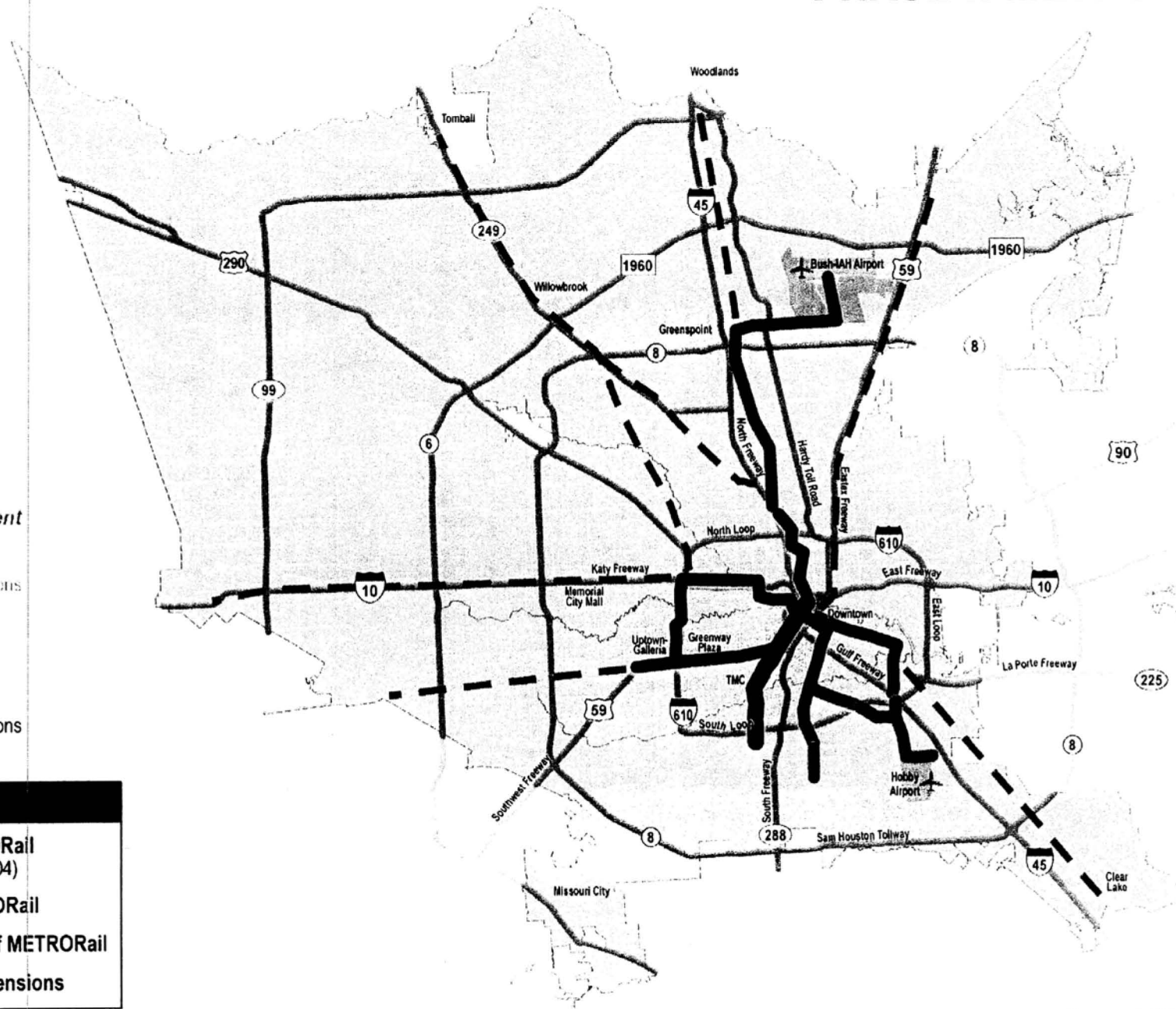
- ▶ 64.8 miles of Light Rail
- ▶ About 54 Light Rail Stations

**Transit System Plan  
Phase II METRORail**

- ▶ 39.7 miles of Light Rail
- ▶ About 38 Light Rail Stations

**Legend**

-  Phase I METRORail  
(opening Jan., 2004)
-  Phase II METRORail
-  Later Phases of METRORail
-  Future Rail Extensions



## **EXHIBIT A-6**

### **LATER PHASES OF METRORail (AFTER PHASE II)**

Later phases will complete the METRORail Component of the METRO Solutions Plan and serve both airports. Later Phases of METRORail (after Phase II) generally consist of the following light rail segments or lines, including associated vehicles and facilities:

#### **North Hardy**

- Approximately 16.5 miles from Northline Mall to Greenspoint and then to Bush IAH Airport. This segment or line will have approximately 8 stations.

#### **Southeast**

- Approximately 7.2 miles from Griggs at South Loop 610 to a Park & Ride in the vicinity of Hobby Airport, with an extension of the Sunnyside branch from Bellfort to Airport Boulevard. These extensions, including the Sunnyside branch, will have approximately 5 stations.

#### **Harrisburg**

- Approximately 1.4 miles off the Southeast line that extends east from the Magnolia Transit Center, then turning southward to the Gulfgate Center and the Gulfgate area. From Gulfgate Center it will pass by the Gulfgate Transit Center and continue southward to tie into the Southeast line in the vicinity of Telephone Road. This segment or line will have approximately 3 stations.




#### **Note:**

Final scope, length of rail segments or lines and other details, together with implementation schedule, will be based upon demand and completion of the project development process, including community input.

**Transit System Plan**  
**Later Phases of METRORail**

- ▶ 25.1 miles of Light Rail
- ▶ About 16 Light Rail Stations

**Legend**

-  Later Phases of METRORail
-  Phase I METRORail  
(opening Jan., 2004)
-  P' II METRORail



## EXHIBIT A-8

### COMMUTER LINE

The Commuter Line Component of the METRO Solutions Plan generally consists of the following rail segments or lines, including associated vehicles and facilities:

- **US 90A.** Approximately 8 miles in the METRO service area of an approximate 25-mile commuter rail line following the Union Pacific line parallel to US 90A extending from the Fannin South Park & Ride at the southern end of the Phase I METRORail line and extending southwest to Fort Bend County, serving southwest Houston, Missouri City, Stafford, Sugarland, Richmond and Rosenberg. METRO's commuter rail investment to be implemented in conjunction with the companion Fort Bend County commuter rail element.
- **US 290.** Harris County to study the feasibility of a 38-mile commuter rail line using the Union Pacific line parallel to the Northwest Freeway (US 290) from West Loop 610 to the Harris County limit at Waller. Serves the rapidly growing northwest area and will provide connections to Uptown/Galleria and Downtown, via METRORail.
- Other commuter rail corridors within the METRO service area as are found to be feasible through consultation with other agencies






**Note:**

Final scope, length of rail segments or lines and other details, together with implementation schedule, will be based upon demand and completion of the project development process, including community input.

### Transit System Plan Commuter Line Component

- ▶ 8 miles Commuter Line
- ▶ About 3 Commuter Line Stations

### Legend

-  Commuter Line by METRO (pending feasibility)
-  Commuter Line by Others (pending feasibility)
-  Phase I METRORail (opening Jan., 2004)
-  Additional METRORail
-  Future Rail Extensions



## **EXHIBIT B**

### **METRO'S STREET IMPROVEMENT DEDICATION**

METRO'S Street Improvement Dedication is a voter-approved dedication of twenty-five percent (25%) of its sales and use tax revenues through September 30, 2014, for use for street improvements and mobility projects. The improvements and projects must be located within the boundaries and service area of METRO and be of the types permitted by Section 451.065 of the METRO Act.



## **EXHIBIT C**

### **PROPOSITION**

#### **METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS**

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SHALL THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS ("METRO"), BE AUTHORIZED TO ISSUE BONDS, NOTES AND OTHER OBLIGATIONS PAYABLE, IN WHOLE OR IN PART, FROM SEVENTY-FIVE PERCENT (75%) OF METRO'S SALES AND USE TAX REVENUES, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED SIX HUNDRED FORTY MILLION DOLLARS (\$640,000,000) FOR THE ACQUISITION, CONSTRUCTION, REPAIR, EQUIPMENT, IMPROVEMENT OR EXTENSION OF METRO'S TRANSIT AUTHORITY SYSTEM, INCLUDING THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, WHICH INCLUDES BUS SERVICE EXPANSIONS AND CONSTRUCTION OF EXTENSIONS AND NEW SEGMENTS OF METRO'S RAIL SYSTEM KNOWN AS "METRORAIL," SHALL SUCH PLAN AND CONSTRUCTION OF THE METRORAIL AND COMMUTER LINE COMPONENTS THEREOF BE APPROVED, AND SHALL TWENTY-FIVE PERCENT (25%) OF METRO'S SALE AND USE TAX REVENUES THROUGH SEPTEMBER 30, 2014, BE DEDICATED FOR STREET IMPROVEMENTS AND RELATED PROJECTS, AS AUTHORIZED BY LAW AND WITH NO INCREASE IN THE CURRENT RATE OF METRO'S SALES AND USE TAX, WHICH BONDS, NOTES OR OTHER OBLIGATIONS MAY BE ISSUED IN VARIOUS SERIES OR ISSUES, MAY BE SOLD AT ANY PRICE OR PRICES, SHALL MATURE SERIALY OR OTHERWISE NOT MORE THAN FORTY (40) YEARS FROM THEIR DATE OR DATES AND BEAR INTEREST AT SUCH RATE OR RATES (FIXED, VARIABLE, FLOATING, ADJUSTABLE OR OTHERWISE) AS SHALL BE DETERMINED BY THE BOARD OF METRO WITHIN ITS DISCRETION AT THE TIME OF ISSUANCE, BUT NOT TO EXCEED THE MAXIMUM RATE NOW OR HEREAFTER AUTHORIZED BY LAW, ALL AS AUTHORIZED BY THE CONSTITUTION AND LAWS OF THE STATE OF TEXAS, INCLUDING PARTICULARLY (BUT NOT BY WAY OF LIMITATION) SECTIONS 451.352(c) AND 451.072 OF THE TEXAS TRANSPORTATION CODE, TOGETHER WITH ALL AMENDMENTS AND ADDITIONS THERETO, AND OF THE UNITED STATES OF AMERICA?



**EXHIBIT D**

**BALLOT**

**METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS**

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☐ FOR

☐ AGAINST

AUTHORIZATION OF METRO TO ISSUE BONDS, NOTES AND OTHER OBLIGATIONS PAYABLE, IN WHOLE OR IN PART, FROM 75% OF METRO'S SALES AND USE TAX REVENUES IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$640,000,000 FOR METRO'S TRANSIT AUTHORITY SYSTEM, INCLUDING THE METRO SOLUTIONS TRANSIT SYSTEM PLAN, WHICH INCLUDES BUS SERVICE EXPANSIONS AND CONSTRUCTION OF EXTENSIONS AND NEW SEGMENTS OF METRO'S RAIL SYSTEM KNOWN AS "METRORAIL," APPROVAL OF SUCH PLAN AND CONSTRUCTION OF THE METRORAIL AND COMMUTER LINE COMPONENTS, AND DEDICATION OF 25% OF METRO'S SALES AND USE TAX REVENUES THROUGH SEPTEMBER 30, 2014, TO STREET IMPROVEMENTS AND RELATED PROJECTS, AS AUTHORIZED BY LAW AND WITH NO INCREASE IN THE CURRENT RATE OF METRO'S SALES AND USE TAX.

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH CENTERPOINT ENERGY HOUSTON, L.L.C. FOR ADJUSTMENT AND RELOCATION OF THEIR FACILITIES TO ACCOMMODATE THE TRAVIS STREET TRANSIT STREET PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Travis Street, from Pierce to Commerce Streets, is a component of METRO's federally-funded Transit Streets Project; and

WHEREAS, the reconstruction of this portion of Travis Street will require relocation and adjustment of certain facilities owned by CenterPoint Energy Houston, L.L.C.; and

WHEREAS, Section 451.058, Texas Transportation Code, authorizes and requires METRO to pay for the costs of adjusting and relocating utilities to accommodate this transit system project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a Reimbursement Agreement with CenterPoint Energy Houston, L.L.C. for the adjustment and relocation of their utility facilities to accommodate the reconstruction of Travis Street, between Pierce and Commerce Streets, with the contract amount not to exceed \$4,023,473.91.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of September, 2003  
APPROVED this 18<sup>th</sup> day of September, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH ALLIANCE DATA SYSTEMS TO PROVIDE CLEARINGHOUSE SERVICES FOR CREDIT AND DEBIT CARD TRANSACTIONS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited proposals to provide clearinghouse services for METRO's credit and debit card transactions at METRO's RideStores, ticket vending machines and METRO facilities; and

WHEREAS, responses were inadequate or non-responsive to the solicitation requirements; and

WHEREAS, in accordance with METRO's guidelines, negotiations proceeded with a selected firm that is capable of providing the necessary services in accordance with METRO's requirements;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a five-year contract with Alliance Data Systems for clearinghouse services at a cost not to exceed \$908,000.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of September, 2003  
APPROVED this 18<sup>th</sup> day of September, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH THE TEXAS GENERAL LAND OFFICE FOR THE SUPPLY OF ELECTRICAL POWER TO METRO'S KASHMERE AND FALLBROOK BUS OPERATING FACILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO intends to solicit bids for electrical power for all METRO facilities;  
and

WHEREAS, pending completion of the solicitation, METRO staff has recommended the acquisition of electrical power for the Kashmere and Fallbrook Bus Operating facilities through the Texas General Land Office for immediate cost savings;

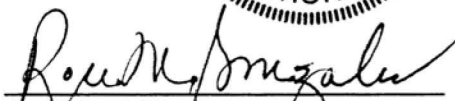
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with the Texas General Land Office for the supply of electrical power to METRO's Kashmere and Fallbrook Bus Operating facilities for a six (6) month period at a fixed cost per kilowatt hour with the total cost of the contract in the not-to-exceed amount of \$600,000.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of September, 2003  
APPROVED this 18<sup>th</sup> day of September, 2003

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH ABSOLUTE COLOR TO INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES FOR PRINTING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Absolute Color for printing of public materials; and

WHEREAS, it is necessary to modify the contract to add additional funding to accommodate an increased demand for services;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:


Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Absolute Color for printing services by increasing the maximum authorized expenditures under the contract by \$178,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of September, 2003  
APPROVED this 18<sup>th</sup> day of September, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH TEXAS TRANSPORTATION INSTITUTE, EXTENDING THE PERIOD OF PERFORMANCE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 93-54, METRO entered into contract with Texas Transportation Institute for Intelligent Vehicles/Highway Systems research and analysis; and

WHEREAS, continuing services are needed for high occupancy vehicles lane operational analysis, project evaluation and research; and

WHEREAS, the Texas Transportation Institute possesses unique skills and familiarity with the region's high occupancy vehicle lanes system;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Texas Transportation Institute to extend the period of performance through October 18, 2006, with no increase in authorized maximum expenditures.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of September, 2003  
APPROVED this 18<sup>th</sup> day of September, 2003

  
Arthur L. Schechter  
Chairman



A RESOLUTION

APPROVING AND ADOPTING A TRANSIT SERVICES PROGRAM FOR FISCAL YEAR 2004; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO staff has prepared a Transit Services Program for fiscal year 2004 which includes the commencement of METRORail service, continued adjustments to service levels to meet patron demand, augmentation of routes where needed, and increased efficiency of operations; and

WHEREAS, the Board of Directors has reviewed the proposed fiscal year 2004 Transit Services Program and is of the opinion that it should be approved and adopted;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Transit Services Program for fiscal year 2004 as summarized and attached hereto as Exhibit A is hereby approved and adopted.

Section 2. The President & CEO is hereby authorized and directed to implement the Transit Services Program for fiscal year 2004 approved and adopted by this resolution consistent with the budgetary authority approved by the Board and in conformance with all applicable State and Federal statutes and regulations bearing on the Transit Services Program

Section 3. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of September, 2003  
APPROVED this 18<sup>th</sup> day of September, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

APPROVING AND ADOPTING OPERATING AND CAPITAL BUDGETS FOR FISCAL YEAR 2004; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Section 451.102(a), Texas Transportation Code, requires that the Board of Directors adopt an annual budget specifying major expenditures by type and amount prior to the expenditures of any funds in the budget year; and

WHEREAS, Section 451.102(b), Texas Transportation Code, requires that METRO make the proposed budget available for public review prior to holding a public hearing on the proposed budget; and

WHEREAS, in conformance with the cited statutory requirements, METRO has released a proposed budget for fiscal year 2004 and has held a public hearing regarding this proposed budget; and

WHEREAS, the Board of Directors has reviewed the proposed Operating and Capital Budgets for fiscal year 2004 and has considered the public comments thereon;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board of Directors hereby finds and declares that all prerequisites required by law for the consideration and adoption of the Operating and Capital budgets for fiscal year 2004 have been satisfied.

Section 2. The Board of Directors hereby approves and adopts an Operating Budget for fiscal year 2004 totaling \$273,990,000.

Section 3. The Board hereby approves and adopts a Capital Budget for fiscal year 2004 totaling \$417,041,000.

Section 4. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of September, 2003  
APPROVED this 18<sup>th</sup> day of September, 2003

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman