

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH TEXAS STERLING, INC. FOR CONSTRUCTION OF IMPROVEMENTS TO SAN JACINTO STREET, FROM BLODGETT TO HOLMAN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for construction of improvements to San Jacinto Street, from Blodgett to Holman; and

WHEREAS, Texas Sterling, 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 Texas Sterling, Inc. for construction of improvements to San Jacinto Street, from Blodgett to Holman, for an amount not to exceed \$3,707,693.15.


Section 2. This resolution is effective immediately upon passage.

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH TIME WARNER TELECOM FOR REIMBURSEMENT OF THE COST OF RELOCATION AND ADJUSTMENT OF UTILITIES TO ACCOMMODATE THE CONSTRUCTION OF THE METRORAIL PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Line Section 5 of the METRORail project comprises construction of light rail facilities along Main Street, from the University of Houston Downtown Campus to Pierce Street; and

WHEREAS, certain underground fiber optic cable facilities owned by Time Warner Telecom must be relocated to accommodate the reconstruction of this portion of the project; and

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

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

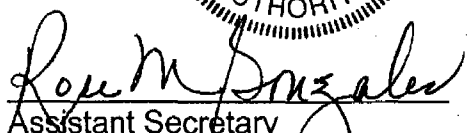
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with Time Warner Telecom to reimburse the Company for its costs associated with the relocation and adjustment of fiber optic cable facilities necessary to accommodate the construction of Line Section 5 of the METRORail project. The reimbursement agreement shall not exceed the amount of \$443,686.00.

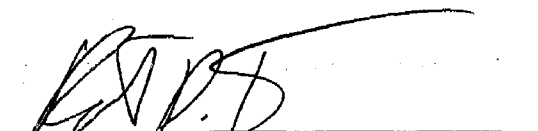
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH POSSO CONSTRUCTION COMPANY FOR THE PHASE I CONSTRUCTION OF SOUTH MAIN/TEXAS MEDICAL CENTER TRANSIT AMENITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the South Main/Texas Medical Center Transit Amenities Program is a Regional Bus Plan project to upgrade transit facilities in the Texas Medical Center area; and

WHEREAS, METRO issued an invitation for bid for the Phase I construction of transit amenities on Main Street, from Kirby to Binz; 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:

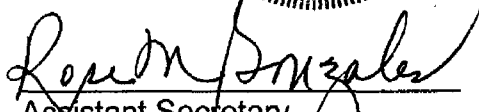
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Posso Construction Company for the Phase I construction of improvements as a part of the South Main/Texas Medical Center Transit Amenities Program for an amount not to exceed \$623,732.00.

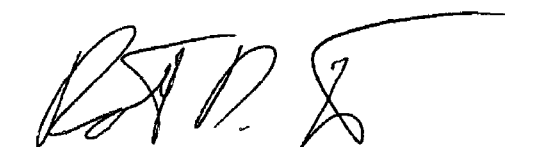
Section 2. This resolution is effective immediately upon passage.

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH IRON MOUNTAIN RECORDS MANAGEMENT FOR OFF-SITE RECORDS STORAGE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires off-site records storage and retrieval services; and

WHEREAS, Iron Mountain Records Management submitted the lowest responsive and responsible bid;

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

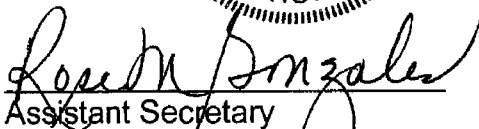
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Iron Mountain Records Management for off-site records storage and retrieval services for an amount not to exceed \$221,162.50.

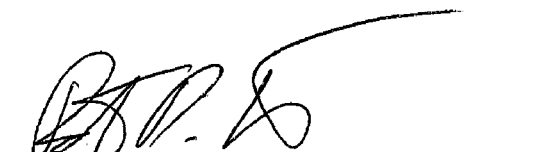
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH BENEFITSCORP/GREAT-WEST FOR THIRD PARTY ADMINISTRATIVE SERVICES FOR METRO'S 457 DEFERRED COMPENSATION AND 401(A) DEFINED CONTRIBUTION PLANS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO provides a 457 Deferred Compensation Plan and will provide a 401(a) Defined Contribution Plan as savings options for its employees; and

WHEREAS, METRO requires the services of a third party administrator to provide investment and administrative services for the plans and to provide on-going communications with plan participants about their savings and investment accounts; and

WHEREAS, BenefitsCorp/Great-West is best qualified to provide the necessary services;

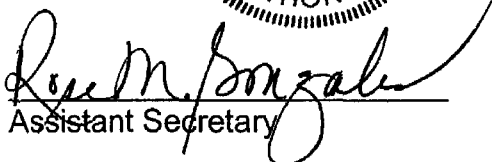
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with BenefitsCorp/Great-West for third party administrative services for METRO's 457 Deferred Compensation Plan and 401(a) Defined Contribution Plan.

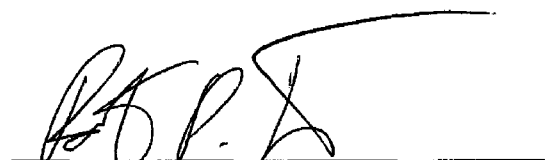
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ATTEST:



  
Assistant Secretary

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

FINDING THAT THE PURCHASE OF TWO (2) SPECIALTY VEHICLES IS EXEMPT FROM LOW EMISSION STANDARDS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Texas Clean Fleet Program requires the acquisition of low emission vehicles by transit fleet operators in non-attainment areas; and

WHEREAS, transit fleet operators may seek an exemption for certain vehicle acquisitions if compliance with the low emission standard is not cost-effective over the life of the vehicle; and

WHEREAS, METRO must purchase an electronics communications van and a public facilities maintenance van to provide electrical power necessary to enable repairs of METRO facilities and equipment; and

WHEREAS, the electronics communications van and the public facilities maintenance van to be acquired are powered by diesel engines and must operate under conditions that are not favorable for efficient use of certified low-emission vehicles;

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

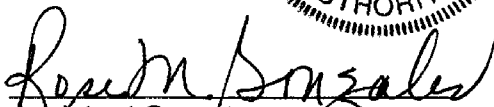
Section 1. The Board of Directors hereby finds that the acquisition of an electronics communications van and a public facilities maintenance van that meet the low emission standard is not cost effective over the life of the vehicles and that METRO is exempt from the purchase of these vehicles as low emission vehicles.

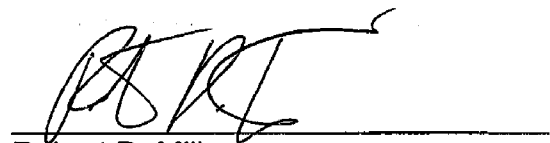
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PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH PENNINGTON & ASSOCIATES, INC. FOR THE INSTALLATION OF TWO (2) OIL WATER SEPARATORS AT THE KASHMERE BUS OPERATING FACILITY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, environmental regulations require that hydrocarbon discharges from buses be separated from storm run off water before it enters the municipal storm water system; and

WHEREAS, METRO issued an invitation for bids for the installation of two oil water separators at the Kashmere Bus Operating Facility; and

WHEREAS, Pennington & Associates, Inc. submitted the lowest responsive and responsible bid;

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

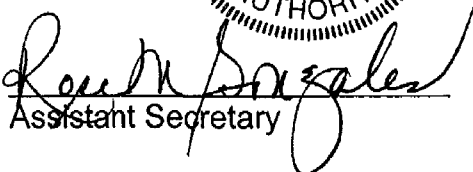
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Pennington & Associates, Inc. for installation of oil water separators at the Kashmere Bus Operating Facility for an amount not to exceed \$850,400.00.

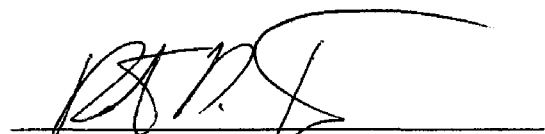
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH PIERCE, GOODWIN, ALEXANDER & LINVILLE FOR CONTINUED DESIGN SUPPORT SERVICES TO EXTEND THE PERIOD OF PERFORMANCE AND TO INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Pierce, Goodwin, Alexander & Linville for design support services for the Downtown/Midtown Transit Streets project; and

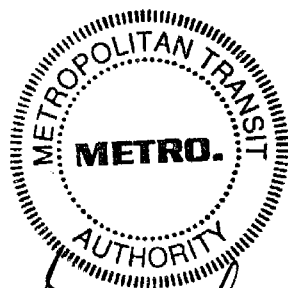
WHEREAS, it is necessary to extend the performance period and increase the maximum authorized expenditures under the contract for continued design support and inspection services during construction of the Downtown/Midtown and Texas Medical Center Transit projects;


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 a modification to the contract with Pierce, Goodwin, Alexander & Linville for continued design support and inspection services, to extend the performance period and to increase the maximum authorized expenditures under the contract by an amount not to exceed \$310,000.00.

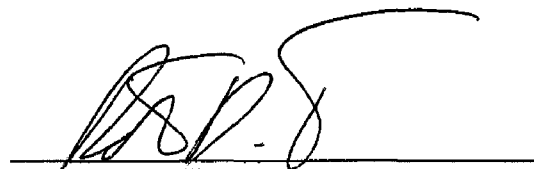
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH PIERCE, GOODWIN, ALEXANDER & LINVILLE FOR FINAL ARCHITECTURAL ENGINEERING DESIGN, AND DESIGN AND CONSTRUCTION MANAGEMENT SERVICES DURING CONSTRUCTION OF LINE SECTION 5; TO INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Pierce, Goodwin, Alexander & Linville for final architectural engineering design, and design and construction management services for Line Section 5 of METRORail; and

WHEREAS, additional work is necessary to accommodate design modifications to the Main Street bridge, artwork and enhancements desired by the Main Street Market Square Redevelopment Authority; and

WHEREAS, METRO's contract with Pierce, Goodwin, Alexander & Linville must be modified to accommodate the design changes;

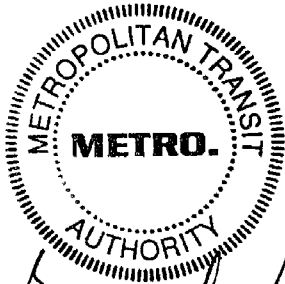
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

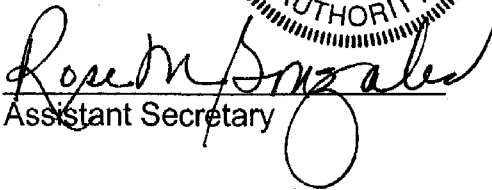
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Pierce, Goodwin, Alexander & Linville for final architectural engineering design, and design and construction management services during construction of Line Section 5 of the METRORail project to increase the maximum authorized expenditures under the contract by an amount not to exceed \$506,657.00.

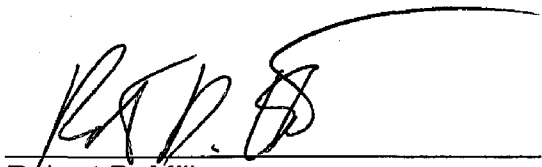
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PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH TEXAS STERLING CONSTRUCTION, INC. FOR CONSTRUCTION OF LINE SECTION 5 TO INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Texas Sterling Construction, Inc. for construction of Line Section 5 of the METRORail project; and

WHEREAS, it is necessary to modify the contract to provide for changes to the construction of the Main Street bridge over Buffalo Bayou due to design changes;

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

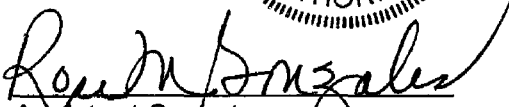
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Texas Sterling Construction, Inc. for construction of Line Section 5 to provide for additional work on the Main Street Bridge and increase the maximum authorized expenditures under the contract by an amount not to exceed \$2,429,587.00.

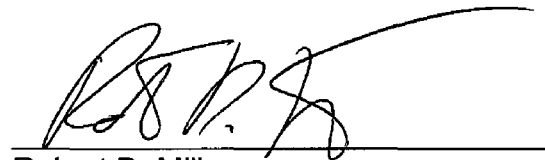
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN INTERGOVERNMENTAL AGREEMENT WITH THE HOUSTON-GALVESTON AREA COUNCIL FOR PARTICIPATION IN THE US 90-A COMMUTER RAIL FEASIBILITY STUDY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's 2025 Transit System Plan for Mobility identifies US 90-A as a candidate travel corridor for potential development for advanced high capacity transit; and

WHEREAS, the Houston-Galveston Area Council will conduct a US 90-A Commuter Rail Feasibility Study to analyze commuter rail as a possible option for transit development; and

WHEREAS, it is appropriate that METRO participate in the US 90-A Commuter Rail Feasibility Study; and

WHEREAS, METRO is willing to contribute up to \$62,500.00 toward the total costs of the US 90-A Commuter Rail Feasibility Study plus in-kind contributions of staff and consultant services; and

WHEREAS, Chapter 791, Texas Government Code, authorizes a governmental body, such as METRO, to contract with other public entities to perform governmental functions, including the performance of technical studies;

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

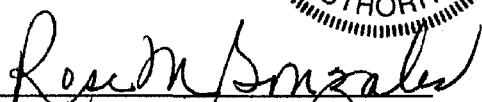
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an intergovernmental agreement with the Houston-Galveston Area Council for participation in the US 90-A Commuter Rail Feasibility Study.

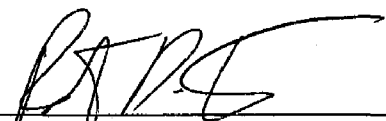
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

APPROVING REVISIONS TO THE FY2002-2004 SECTION 5307 PROGRAM OF PROJECTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO annually receives funding from the Federal government through the Federal Transit Administration under a formula allocation; and

WHEREAS, a pre-requisite to receipt of the formula funds is the adoption of a Program of Projects identifying the uses for the formula funds and projecting candidate uses for the following two fiscal years; and

WHEREAS, by way of Board Resolution 2001-128, METRO adopted the Section 5307 Program of Projects for fiscal years 2002-2004; and

WHEREAS, it is appropriate to revise the funding allocation to enable the acquisition of additional transit vehicles and make other administrative program adjustments to the capitalized maintenance project and the RCTSS project;

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

Section 1. The Board of Directors hereby approves the revised fiscal year 2002 Section 5307 Program of Projects as identified in Attachment 1.

Section 2. The Board of Directors hereby approves and adopts revisions to the candidate Program of Projects for fiscal year 2004 as identified in Attachment 2. The candidate Program of Projects for fiscal year 2003, as approved by Board Resolution 2001-128, shall remain unchanged.

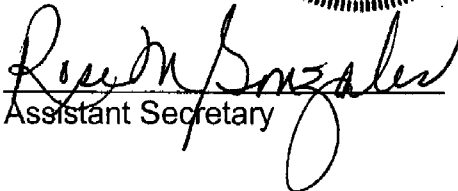


Section 3. The President & CEO is hereby authorized and directed to undertake all actions reasonable and necessary to prepare, submit and execute appropriate documents with the Federal Transit Administration for receipt of METRO's formula allocation in accordance with these revisions.

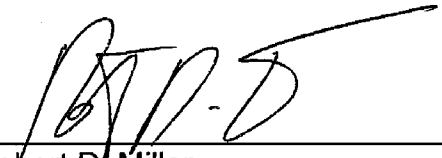
Section 4. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING CAPSTAR PARTNERS TO NEGOTIATE ON BEHALF OF METRO WITH CERTAIN INVESTORS HEADED BY WELLS FARGO BANK, AND WITH MACQUARIE FOR THE DEFEASED LEASE OF TRANSIT VEHICLES; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE APPROPRIATE DOCUMENTS TO FINALIZE THE TRANSACTION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Board Resolution 99-88, METRO entered into contract with Capstar Partners for financial advisory services; and

WHEREAS, financial benefits can be realized by the defeased lease of transit vehicles; and

WHEREAS, Wells Fargo Bank investors and their financial advisor Macquarie have proposed the defeased lease of METRO's transit vehicles and it is appropriate that further review of this transaction be undertaken by Capstar Partners;

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

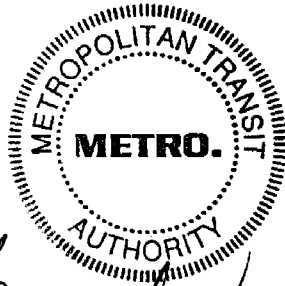
Section 1. The Board of Directors hereby authorizes and directs Capstar Partners to enter into negotiations with Macquarie and with a syndicate of investors headed by Wells Fargo Bank for the defeased lease of METRO's buses.

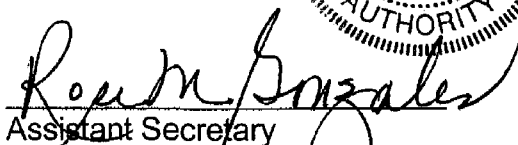
Section 2. The President & CEO is hereby authorized and directed to execute appropriate documents to finalize the defeased lease transaction if the net benefit to METRO is 2.7% or more of the appraised property value.

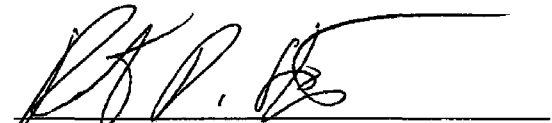
Section 3. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO SUBMIT A GRANT APPLICATION TO THE TEXAS DEPARTMENT OF PUBLIC SAFETY OF AUDIO-VISUAL EQUIPMENT FOR METRO POLICE VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Texas Senate Bill 1074 prohibits racial profiling and provides for the installation of audio-visual recording equipment in police patrol vehicles to ensure compliance with State law; and

WHEREAS, one hundred thirty audio-visual systems are needed for installation in METRO's patrol vehicles; and

WHEREAS, the Texas Department of Public Safety has grant funds available for law enforcement agencies to help defray the costs of the audio-visual equipment;

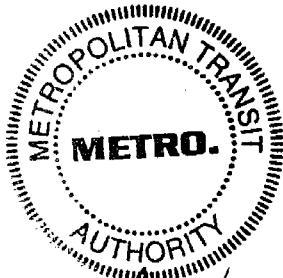
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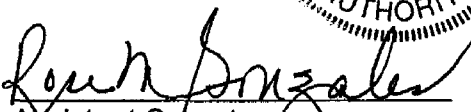
Section 1. The President & CEO is hereby authorized and directed to submit a grant application to the Texas Department of Public Safety for funds for the purchase and installation of audio-visual equipment in METRO's police patrol vehicles for compliance with Senate Bill 1074.

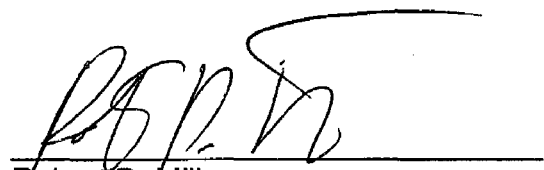
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH BROWN & ROOT SERVICES FOR ADMINISTRATION OF METRO'S JOB ORDER CONTRACTING II PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Job Order Contracting II Program enables timely structural repairs to METRO facilities under work authorizations with a maximum value of \$250,000.00; and

WHEREAS, METRO initiated a 2-Step Procurement process for selection of the lowest responsive and responsible bidder for administration of the Job Order Contracting II Program; and

WHEREAS, Brown & Root Services was determined the lowest responsive and responsible bidder;

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

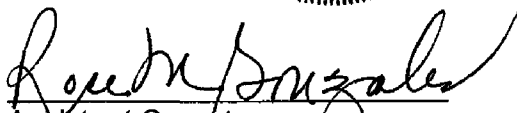
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Brown & Root Services for METRO's Job Order Contracting II Program for an amount not to exceed \$30,000,000.00.

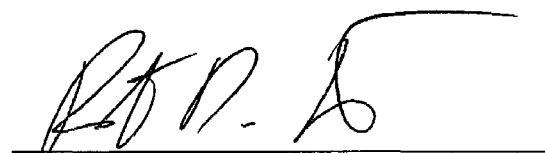
Section 2. This resolution is effective immediately upon passage.

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS WITH THE MAIN STREET MARKET SQUARE REDEVELOPMENT AUTHORITY AND THE MIDTOWN REDEVELOPMENT AUTHORITY FOR CONSTRUCTION OF IMPROVEMENTS DURING METRO'S CONSTRUCTION OF LINE SECTION 5 AND 4, RESPECTIVELY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Texas Sterling Construction Company for construction of Line Section 5 of the METRORail project; and

WHEREAS, the Main Street Market Square Redevelopment Authority has requested that METRO administer construction of their desired improvements during construction of Line Section 5; and

WHEREAS, METRO entered into contract with Bencon Management and General Contracting for construction of Line Section 4 of the METRORail project; and

WHEREAS, the Midtown Redevelopment Authority has requested that METRO administer construction of their improvements during construction of Line Section 4; and

WHEREAS, the Redevelopment Authorities are willing to provide or pay for all design, and to pay the construction costs and project management costs for the improvements;

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 with the Main Street Market Square Redevelopment Authority and the Midtown Redevelopment Authority for construction of their desired enhancements along Line Sections 5 and 4, respectively.

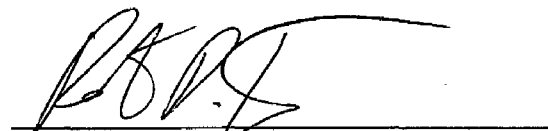
Section 2. This resolution is effective immediately upon passage.

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF PROPERTY FOR DIRECT AND INDIRECT PURPOSES, INCLUDING BUT NOT LIMITED TO THE METRORAIL PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRORail's Line Section 3 will proceed along portions of San Jacinto Street; and

WHEREAS, it is necessary to acquire a certain tract of land on San Jacinto Street to accommodate construction and pursue relocation of current occupants; and

WHEREAS, Just Compensation has been determined and it is appropriate to authorize the President & CEO to negotiate for and acquire the property; 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 agreements and other documents for the acquisition of an approximately 0.1550 acre tract owned by Personal Care Homes of Houston and T.J. Collier, located in the 4900 block of San Jacinto Street.

Section 2. The President & CEO is authorized to acquire fee simple title to the properties in the appropriate amounts, based upon Just Compensation

Section 3. The President & CEO is authorized and directed to undertake such administrative adjustments as required for acquisition of the property so identified.

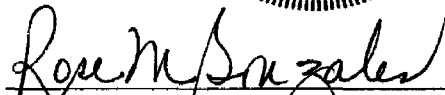


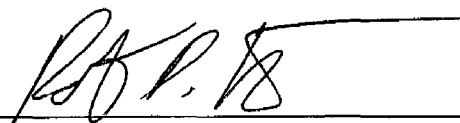
Section 4. This resolution is effective immediately upon passage.

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF PROPERTY FOR DIRECT & INDIRECT TRANSIT PURPOSES, INCLUDING BUT NOT LIMITED TO, EXPANSION OF THE KINGSLAND PARK & RIDE LOT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, it is necessary to expand the Kingsland Park & Ride lot to accommodate increased patron demand; and

WHEREAS, a site has been identified for development and just compensation has been determined; and

WHEREAS, the Board of Directors believes it is appropriate to authorize the President & CEO to negotiate for and acquire the property as described below;

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 an approximately 10.291 acre tract, parcel No. PR-KL-M-F-01-1, owned by BCM Octagon, Inc.

Section 2. The President & CEO is authorized to acquire fee simple title to the property in the appropriate amounts, based upon Just Compensation.

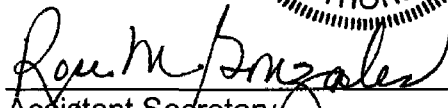
Section 3. The President & CEO is authorized and directed to undertake such administrative adjustments as required for acquisition of the property so identified.

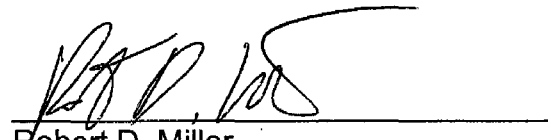
Section 4. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR THE ACQUISITION OF REAL PROPERTY NECESSARY FOR TRANSIT SYSTEM COMPONENTS AND TRANSIT PURPOSES, INCLUDING BUT NOT LIMITED TO THE METRORAIL TRANSIT PROJECT; CHANGING THE NAME OF THE METRORAIL STATION LOCATED AT MACGREGOR AND FANNIN STREETS TO MEMORIAL HERMANN HOSPITAL/HOUSTON ZOO; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires a site for a traction power substation for operation of Line Section 2 of the METRORail; and

WHEREAS, three parcels of land located at Fannin Street and North MacGregor have been identified as the preferred site for the traction power substation; and

WHEREAS, the property is owned by Memorial Hermann Hospital; and

WHEREAS, Memorial Hermann Hospital is willing to sell the property to METRO as the site for the traction power substation; and

WHEREAS, the Board of Directors previously approved MacGregor/Zoo as the name for the METRORail station serving the area in the vicinity of MacGregor and Fannin Streets; and

WHEREAS, the criteria for the naming of METRORail stations permits inclusion of well-known destinations; and

WHEREAS, Memorial Hermann Hospital is a well known destination that will be served by the METRORail; and

WHEREAS, it is appropriate to include the name "Memorial Hermann Hospital" in the name for the METRORail station that will serve the vicinity so that patrons are adequately informed of destinations;

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 of those certain parcels, owned by Memorial Hermann Hospital, necessary for transit system components and transit purposes, including but not limited to the METRORail Transit project, for \$167,638.00. The President & CEO is further authorized to make administrative adjustments as necessary to acquire such property.

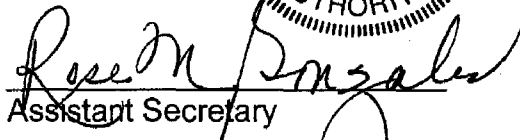
Section 2. The METRORail station name, "MacGregor/Zoo" that was previously approved by the METRO Board of Directors is hereby changed to "Memorial Hermann Hospital/Houston Zoo."

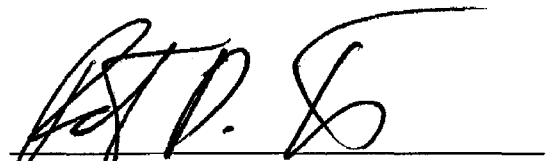
Section 3. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of January, 2002  
APPROVED this 24<sup>th</sup> day of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

REVISING THE SPECIAL EVENT TRANSIT SERVICES POLICY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously adopted a Special Event Transit Service Policy (hereinafter referred to as the "Policy") to coordinate transportation to and from community events and activities that are open to the general public; and

WHEREAS, special event transit service reduces congestion and enhances traffic flow; and

WHEREAS, the current Policy, as approved by Resolution 96-108, provides for METRO's recovery of one-third of its costs to be paid by the event sponsors; and

WHEREAS, an ad-hoc committee of the Board of Directors was appointed to review the policy; and

WHEREAS, ridership for special events transit service has increased by 150% over the last five years; and

WHEREAS, a more equitable division of costs is appropriate due to the growth of the service;

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

Section 1. The Special Event Transit Service Policy is hereby revised to include fifty percent recovery of the total costs of special event services effective January 1, 2003, plus other adjustments as reflected in Attachment A.

Section 2. The President & CEO is hereby authorized and directed to take such administrative action as is necessary to administer the Policy, as revised.

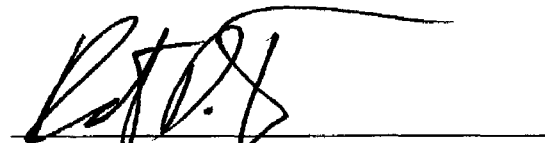
Section 3. This resolution is effective immediately upon passage.

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH ACSI NETWORK TECHNOLOGIES FOR REIMBURSEMENT OF THE COST OF RELOCATION OF CERTAIN UNDERGROUND FIBER OPTIC CABLE FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF THE FANNIN STREET BRIDGE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO executed an interlocal agreement with Harris County, through the Harris County Flood Control District, for joint participation of the reconstruction of a bridge on Fannin Street over Brays Bayou; and

WHEREAS, the bridge will be constructed during METRO's construction of Line Section 2 of the METRORail project; and

WHEREAS, certain underground conduit and fiber optic cable facilities must be relocated to accommodate construction of the bridge;

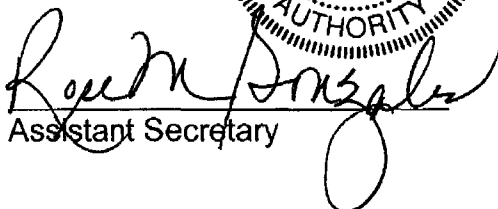
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement to reimburse ACSI Network Technologies for the costs associated with the relocation and adjustment of its facilities necessary to accommodate the reconstruction of the Fannin Street Bridge. The reimbursement agreement amount shall not exceed \$500,000.00.

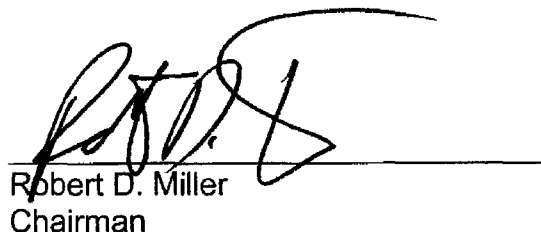
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this day 24<sup>th</sup> of January, 2002  
APPROVED this day 24<sup>th</sup> of January, 2002

  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CONTRACTOR TECHNOLOGY, INC. FOR THE RECONSTRUCTION OF LAMAR STREET, FROM LOUISIANA TO MAIN, AND MCKINNEY STREET, FROM TRAVIS TO MAIN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the construction of improvements to Lamar Street, from Louisiana to Main, and McKinney Street, from Travis to Main; and

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

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

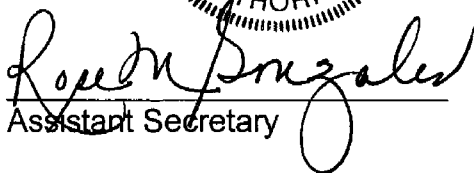
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Contractor Technology, Inc. for construction of improvements to Lamar Street, from Louisiana to Main, and McKinney Street, from Travis to Main, for an amount not to exceed \$2,788,736.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH CLR ARCHITECTS/ENGINEERS/SURVEYORS AND WITH CIVIL TECH ENGINEERING, INC. FOR CIVIL/STRUCTURAL ENGINEERING AND DESIGN SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited Qualification Statements and Letters of Interest for civil, structural, electrical and traffic engineering services and landscape architecture design services in support of METRO's capital projects; and

WHEREAS, the firms of CLR Architects/Engineers/Surveyors, and Civil Tech Engineering, Inc. are most qualified to do the work;

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

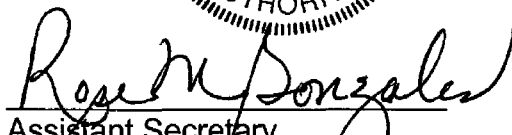
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with CLR Architects/Engineers/Surveyors, and with Civil Tech Engineering, Inc. for civil/structural engineering and design services. Each contract shall be in an amount not to exceed \$250,000.00.

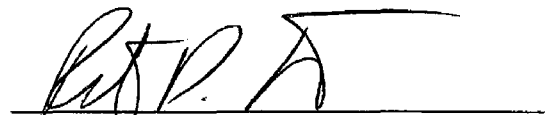
Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH UNION PACIFIC RAILROAD FOR REMOVAL AND REPLACEMENT OF RAILROAD SIGNALIZATION AND OTHER FACILITIES TO ACCOMMODATE CONSTRUCTION OF THE METRORAIL TEST TRACK; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's light rail project ("METRORail") will include construction of a test track adjacent to the yard and shop facility to test vehicle and system performance; and

WHEREAS, METRO executed a lease agreement with Union Pacific Railroad for lease of 1.7 miles of railroad right-of-way for construction of the test track; and

WHEREAS, railroad signal devices, crossing gates and other facilities are located on the right-of-way and must be removed and replaced to accommodate construction of the test track; and

WHEREAS, Union Pacific Railroad will remove its facilities subject to METRO's reimbursement of costs;

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

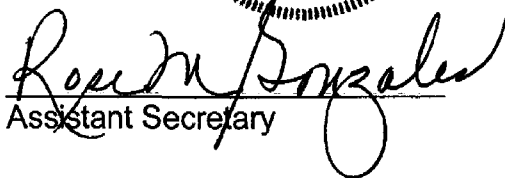
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with Union Pacific Railroad for reimbursement of costs for removal and replacement of railroad signalization and other facilities for an amount not to exceed \$589,821.00.

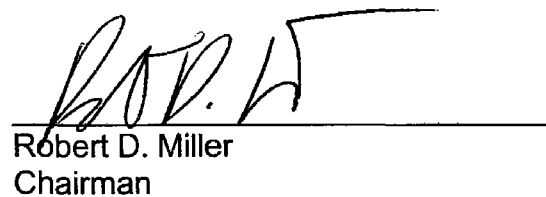
Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH TRAPEZE SOFTWARE GROUP FOR UPGRADE OF METRO'S EXISTING SOFTWARE SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO currently uses a Trapeze-FX version software running in a DOS environment to monitor bus routes and schedules and to aid in vehicle and manpower assignments; and

WHEREAS, the current Trapeze system is no longer adequate to meet the information requirements of other departments and it is not compatible with METRO's Windows XP system; and

WHEREAS, the Trapeze-FX version must be upgraded in order to meet performance criteria; and

WHEREAS, Trapeze Software Group is the only company that can provide software licenses for the upgraded products; and

WHEREAS, sole source justification has been provided;

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

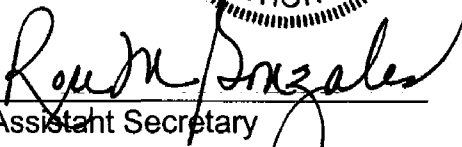
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Trapeze Software Group for system upgrades for an amount not to exceed \$962,7978.00.

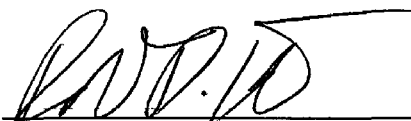
Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH CUSTOM LOGIC DESIGN OF HOUSTON FOR AUTOMATIC VEHICLE LOCATION SOFTWARE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's transit police vehicles will be installed with mobile data terminals which will provide access to a law enforcement data base and permit the exchange of information with other area police agencies; and

WHEREAS, incident response time will be improved by the installation of automatic vehicle location software that is compatible with the mobile data terminals used by the Harris County and City of Houston police agencies, and other local law enforcement entities; and

WHEREAS, Custom Logic Design of Houston provides automatic vehicle location software that is compatible with the communications and information systems used by other area law enforcement agencies; and

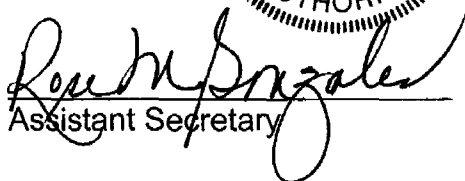
WHEREAS, selected source justification has been provided;

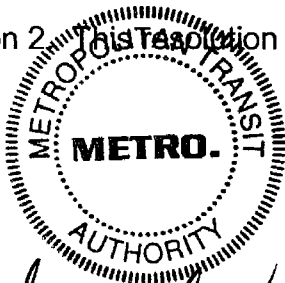
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Custom Logic Design of Houston for automatic vehicle location software for an amount not to exceed \$98,000.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH LONE STAR TRUCK CENTER FOR CATERPILLAR ENGINE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for Caterpillar engine parts for transit vehicles; and

WHEREAS, Lone Star Truck Center submitted the lowest responsive and responsible bid;

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

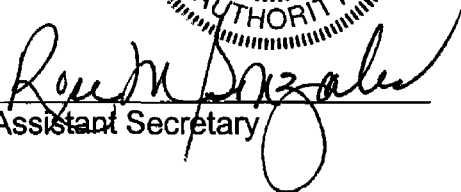
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Lone Star Truck Center for Caterpillar engine parts for an amount not to exceed \$508,000.00.

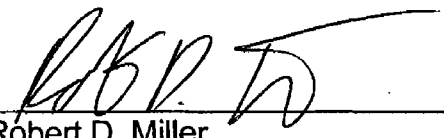
Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH COMPU U TECH CORPORATION AND QUEST TESTING & DEVELOPMENT/CONNECT HOUSTON FOR COMPUTER SOFTWARE TRAINING; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued a Request for Proposals for computer software training courses for METRO employees; and

WHEREAS, Compu U Tech Corporation and Quest Testing & Development/Connect Houston are most qualified to provide the services;

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

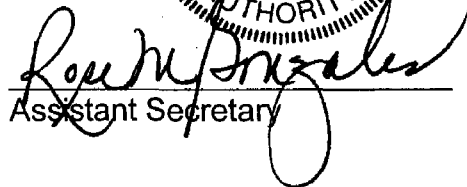
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Compu U Tech Corporation and with Quest Testing & Development/Connect Houston for computer software training courses, with each contract in an amount not to exceed \$100,000.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

APPROVING DEFEASED LEASE TRANSACTIONS AND AUTHORIZING AGREEMENTS, DOCUMENTS AND OTHER MATTERS RELATING THERETO; 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(d) 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, by way of Board Resolution 2002-13, the Board authorized negotiations with a syndicate of investors headed by Wells Fargo Bank ("Wells Fargo") for the defeased lease of METRO's buses; and

WHEREAS, through such negotiations, Wells Fargo has identified its affiliate Wells Fargo Bank Minnesota, National Association ("Wells Fargo Minnesota"), and Comerica Leasing Corporation ("Comerica") as investors (each, an "Investor," and together, the Investors") in such defeased lease transactions; 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 transactions with the Investors:

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 defeased lease transactions with the Participants covering up to a total of 139 of METRO's MCI suburban coaches (the "MCI Buses") and up to a total of 486 of METRO's new Flyer (40') transit buses (the "New Flyer Buses," and collectively with the MCI Buses, the "Equipment"); and

WHEREAS, as a condition to each 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 transactions described herein are 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 these transactions; 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. Approval of Transactions and METRO Documents. Subject to the conditions set forth in Section 5 of this resolution, the Board hereby authorizes and approves METRO's entering into one or more defeased lease transactions with the Participants covering the Equipment. In connection with each such 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 4, the "METRO Documents"), the terms and provisions of which, except as provided below, will be based generally upon the documents executed and delivered in December, 2002, in connection with a defeased lease financing of passenger buses involving New Jersey Transit

Corporation, with, in each instance, 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 Participation agreement among METRO, as Head Lessor and Lessee, the appropriate trust established to act on behalf of an Investor (a "Trust"), as Head Lessee and Lessor, the appropriate Investor, as Owner Participant, FSA Global Funding Limited, as Lender, Premier International Funding Co., as Debt Payment Undertaker, and a trustee to be designated (the "Trustee");
- (b) a Head Lease Agreement between METRO and the appropriate Trust (acting through the Trustee);
- (c) a Lease Agreement between the appropriate Trust (acting through the Trustee) and METRO;
- (d) a Debt Payment Agreement among METRO, Premier International Funding Co. and the appropriate Trust (acting through the Trustee);
- (e) (i) a Custody Agreement among METRO, as Pledgor, the appropriate 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 appropriate Trust (acting through the Trustee), as Pledgee; or, in lieu of or in addition to (i) and (ii), an Equity Payment Agreement among METRO, an equity payment undertaker to be determined and the appropriate Trust (acting through the Trustee), the terms and provisions of such Equity Payment Agreement to be based generally upon the Equity Payment agreements that were approved by and whose execution and delivery were authorized by Board Resolution 2000-120I;
- (f) a Tax Indemnification Agreement between METRO, as Lessee and Indemnitor, and the appropriate Investor, as Owner Participant and Indemnitee;
- (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 appropriate Investor, the appropriate Trust (acting through the Trustee), FSA and any such other parties as may be determined to be necessary parties thereto.

Section 3. Timing of Transactions. The Transactions authorized herein may be consummated concurrently or in such order or sequence as may be approved with respect to each such transaction by the officer of METRO executing the METRO documents relating to such 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 4. 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 5. 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 2 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 and allocate among the transactions, with the agreement of the various parties, the Equipment 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 & Poor's Ratings Services and (B) the net benefit to METRO of any transaction is (x) at least 1.70% of the appraised Equipment value in the case of Equipment less than one year in age, (y) at least 2.0% of the appraised Equipment value in the case of Equipment at least one year but less than two years in age (z) at least 1.48% of the appraised Equipment value in the case of Equipment two years of age or older, and (ii) a legal opinion of Vinson & Elkins L.L. P., as counsel to METRO, in connection with the execution and delivery of the METRO Documents. The conditions contained in clause (i) (B) above shall supersede any conflicting conditions provided in prior Board action relating to the transactions described herein.
- (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 transactions herein approved.


Section 6. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER ALL APPROPRIATE DOCUMENTS FOR SALE OF CERTAIN EASEMENTS IN THE WESTPARK CORRIDOR, HILLCROFT TRANSIT CENTER AND THE GESSNER PARK & RIDE LOT, AND THE SALE OF VACANT LAND ADJACENT TO THE WEST BUS OPERATING FACILITY TO HARRIS COUNTY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 99-128, the Board declared the northernmost 50' segment of the Westpark Corridor from South Rice to State Highway 6, plus an additional 30' X 4100' strip out of a 150' width within said boundary (hereinafter referred to as the "Property"), as appropriate for interlocal cooperation; and

WHEREAS, Resolution 99-128 further authorized and directed the President & CEO to finalize negotiations for sale of the Property to Harris County for construction of a toll road; and

WHEREAS, the Harris County Toll Road Authority has determined a need for additional easements within METRO's retained portion of the Westpark Corridor and within certain METRO facilities adjacent to the Corridor; and

WHEREAS, the toll road facilities will result in certain increased costs to METRO for future transit projects within the Corridor; and

WHEREAS, the preservation of the full range of options for future transit development along with the planned construction of other transportation structures is to the mutual benefit of the parties; and

WHEREAS, Harris County is willing to escrow funds for the increased costs of future transit projects in the Corridor;

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

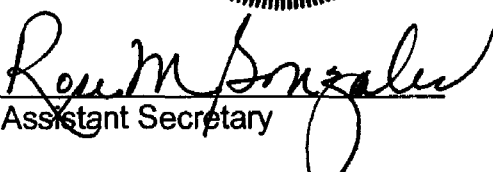
Section 1. The President & CEO is hereby authorized and directed to execute all appropriate documents for the sale of certain easements in the Westpark Corridor, along the Hillcroft Transit Center and along the Gessner Park & Ride Lot, and the sale of vacant land adjacent to the West Bus Operating facility to Harris County for amounts consistent with the appraised value of the property, and to execute all appropriate documents for the escrow of funds for METRO's use for future increased project costs all as appropriate for interlocal governmental cooperation.


Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of February, 2002  
APPROVED this 28<sup>th</sup> day of February, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH PENNINGTON & ASSOCIATES, INC. FOR CONSTRUCTION OF UPGRADES TO THE HIRAM CLARKE BUS OPERATING FACILITY BUS WASH; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the existing bus wash at the Hiram Clarke Bus Operating Facility is in need of major upgrades to remove worn parts, install new equipment, reconfigure the waste water collection system and construct other improvements; and

WHEREAS, METRO solicited bids for the construction of upgrades to the Hiram Clarke Bus Operating Facility bus wash; and

WHEREAS, Pennington & Associates, Inc. submitted the lowest responsive and responsible bid;

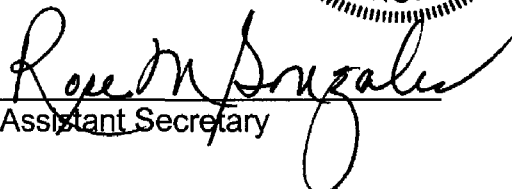
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Pennington & Associates, Inc. for construction of the Hiram Clarke Bus Operating Facility bus wash upgrade, at a cost not to exceed \$2,201,117.00.

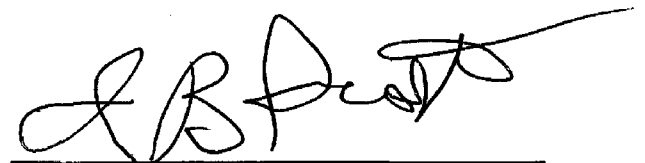
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of March, 2002  
APPROVED this 28<sup>th</sup> day of March, 2002

  
Ira B. Scott  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH W.M. DILLARD & ASSOCIATES, L.P. FOR CONSTRUCTION OF A CHASSIS WASH BUILDING AT THE KASHMERE BUS OPERATING FACILITY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, a new chassis wash building is needed at the Kashmere Bus Operating Facility to accommodate METRO's fleet of longer buses and improve maintenance; and

WHEREAS, METRO invited bids for the construction of a chassis wash building; and

WHEREAS, W.M. Dillard & Associates, L.P. 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 W.M. Dillard & Associates, L.P. for construction of the Kashmere Bus Operating Facility chassis wash building, at a cost not to exceed \$803,152.00.

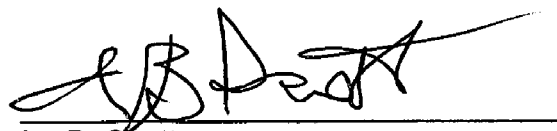
Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of March, 2002  
APPROVED this 28<sup>th</sup> day of March, 2002

ATTEST:



  
Assistant Secretary

  
Ira B. Scott  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO 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; 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 and refinement of METRO's 2025 Plan;

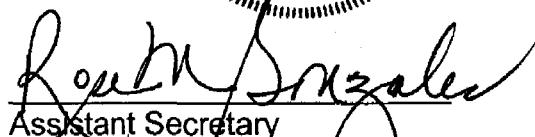
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

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 \$2,000,000.00.

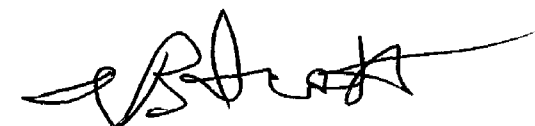
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of March, 2002  
APPROVED this 28<sup>th</sup> day of March, 2002

  
Ira B. Scott  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH BESTSTAFF SERVICES, INC.; HALL-KINION; RIGHT FIT; S. WINTERS-CARNEY AND TIG FIRST SOURCE FOR PERSONNEL RECRUITMENT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Information Technology Department requires highly skilled personnel with technical expertise in hardware and software applications; and

WHEREAS, it is necessary to use the services of recruitment firms to ensure a pool of qualified applicants for positions in the Information Technology Department; and

WHEREAS, the firms of BestStaff Services, Inc.; Hall-Kinion; Right Fit; S. Winters-Carney and TIG First Source are most qualified to provide the necessary services;

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

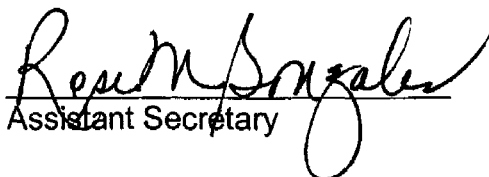
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts for recruitment services with the firms of BestStaff Services, Inc.; Hall-Kinion; Right Fit; S. Winters-Carney and TIG First Source for a total value for all contracts in the not-to-exceed amount of \$150,000.00.

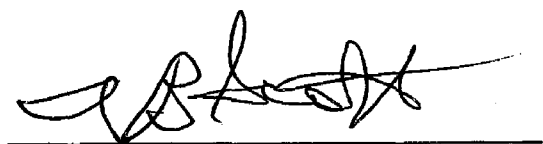
Section 2. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of March, 2002  
APPROVED this 28<sup>th</sup> day of March, 2002

ATTEST:



  
Assistant Secretary

  
Ira B. Scott  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A SELECTED SOURCE CONTRACT WITH VERIZON WIRELESS FOR WIRELESS DATA SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires cellular digital packet data ("CDPD") wireless services for transmission of data between TranStar and some 750 traffic signals that will be upgraded as a part of the Regional Computerized Traffic Signal System; and

WHEREAS, Verizon Wireless holds the necessary analog cellular telephone licenses that are capable of providing CDPD data services and can provide the services most compatible with RCTSS requirements; and

WHEREAS, selected source justification has been provided;

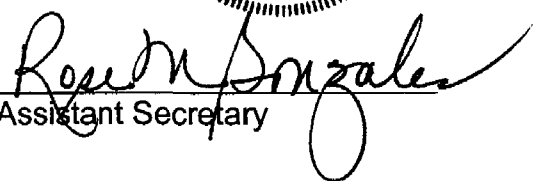
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Verizon Wireless for CDPD wireless data services for an amount not to exceed \$600,000,00.

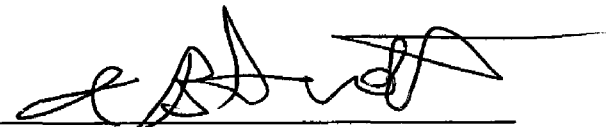
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 28<sup>th</sup> day of March, 2002  
APPROVED this 28<sup>th</sup> day of March, 2002

  
Ira B. Scott  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH TOTAL CONTRACTING LTD. FOR CONSTRUCTION OF IMPROVEMENTS TO PIERCE STREET BETWEEN BRAZOS AND JACKSON STREETS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Pierce Street between Jackson and Brazos Streets is a component of the 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 Pierce Street between Brazos Street and Jackson Street; and

WHEREAS, Total Contracting 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 Total Contracting Ltd. for construction of improvements to Pierce Street between Brazos and Jackson Streets at a cost not to exceed \$5,202,046.

Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST



*Rose M. Gonzales*  
Assistant Secretary

*Robert D. Miller*  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS FOR ARCHITECTURAL DESIGN AND RELATED SERVICES ON AN AS NEEDED BASIS WITH ARCHI\*TECHNICS/3, INC. AND NATEX CORPORATION ARCHITECTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO periodically requires architectural design and related services to support development of its bus shelter program, its maintenance projects, its accessibility projects and other future transit projects; and

WHEREAS, METRO solicited requests for qualification and evaluated the responses to provide these architectural and related design services on an as-needed basis; and

WHEREAS, the firms of Archi\*Technics/3, Inc. and Natex Corporation Architects have been determined to be the most qualified to provide these 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 for architectural and related design services on an as-needed basis with the firms of Archi\*Technics/3, Inc. and Natex Corporation Architects, and with maximum expenditures for each contract in the amount not to exceed \$250,000.00.

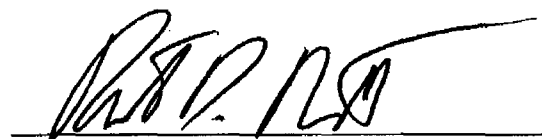
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH TEXAS STERLING CONSTRUCTION, L.P. FOR RECONSTRUCTION OF CLAY ROAD (PHASE 1) FROM NORTH ELDRIDGE TO BEAR CREEK MEADOWS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Clay Road is a designated METRO general mobility project to be constructed in phases; and

WHEREAS, METRO solicited bids for Phase 1 of the reconstruction of Clay Road, between North Eldridge and Bear Creek Meadows, with the firm of Texas Sterling Construction, L.P. submitting the lowest responsive and responsible bid;

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

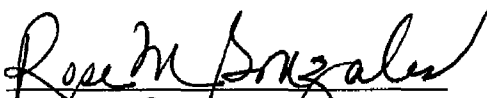
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Texas Sterling Construction, L.P. for reconstruction of Clay Road (Phase 1) from North Eldridge to Bear Creek Meadows, at a cost not to exceed \$5,214,251.00.

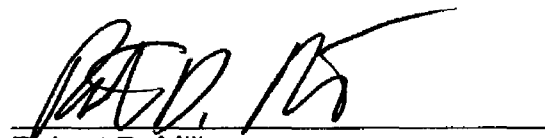
Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH THE SOUTHWESTERN BELL TELEPHONE COMPANY FOR THE RELOCATION AND ADJUSTMENT OF ITS MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF CONGRESS STREET BETWEEN LOUISIANA AND JACKSON STREETS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Congress Street between Louisiana and Jackson Streets is a component of METRO's Downtown/Midtown transit streets project; and

WHEREAS, the reconstruction of this portion of Congress Street requires the relocation and adjustment of certain manhole and conduit facilities owned by Southwestern Bell Telephone Company; and

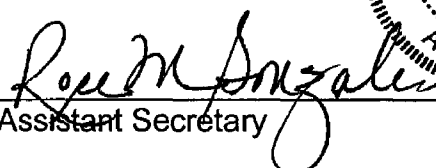
WHEREAS, Section 451.058, Texas Transportation Code, requires that METRO pay for the relocation and adjustment of these utility facilities;

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 Southwestern Bell Telephone Company for the relocation and adjustment of its manhole and conduit facilities to accommodate the reconstruction of Congress Street, between Louisiana Street and Jackson Street, at a cost not to exceed \$110,000.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH RELIANT ENERGY-ENTEX FOR THE RELOCATION AND ADJUSTMENT OF ITS GAS MAIN FACILITIES TO ACCOMMODATE THE CONSTRUCTION OF SAN JACINTO STREET BETWEEN BLODGETT AND HOLMAN STREETS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of San Jacinto Street between Blodgett and Holman Streets, is part of METRO's Downtown/Midtown transit streets project; and

WHEREAS, the reconstruction of San Jacinto Street in this area will impact certain gas main facilities owned by Reliant Energy-Entex and wil require relocation and adjustment; and

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

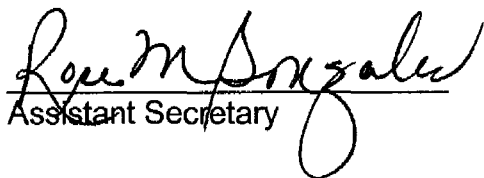
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a reimbursement agreement with Reliant Energy-Entex for the relocation and adjustment of its gas main facilities to accommodate the reconstruction of San Jacinto Street, between Blodgett and Holman Streets, at a cost not to exceed \$111,771.34.

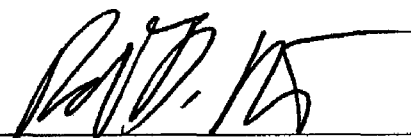
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH SIEMENS TRANSPORTATION SYSTEMS, INC. FOR ACQUISITION OF THREE ADDITIONAL LIGHT RAIL VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Board Resolution 2001-14, METRO entered into contract with Siemens Transportation Systems, Inc. for the acquisition of vehicles and systems components for the METRORail project; and

WHEREAS, the contract provides for the manufacture and delivery of fifteen low-floor light rail vehicles, with an option to acquire three additional vehicles; and

WHEREAS, revised ridership projections show increased peak hour travel along the Main Street corridor; and

WHEREAS, the additional vehicles are needed to meet projected ridership demands and improve operational flexibility; and

WHEREAS, the Board of Directors is of the opinion that it is appropriate to exercise the option for the purchase of the additional vehicles;

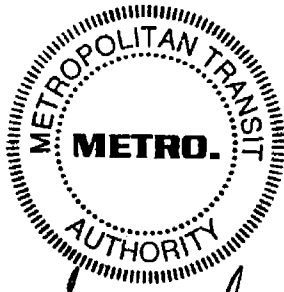
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

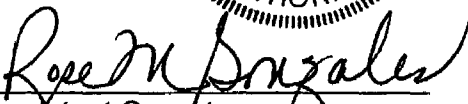
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Siemens Transportation Systems, Inc. to exercise the option for the acquisition of three (3) additional low-floor light rail vehicles, and increase the maximum authorized expenditures under the contract by an amount not to exceed \$7,473,225.00.

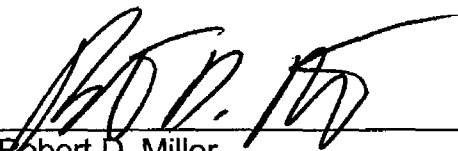
Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SUETRAK USA, COMPANY FOR SUTRAK AIR CONDITIONING PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's bus fleet contains a number of Sutrak air conditioning units which periodically require maintenance and replacement of parts; and

WHEREAS, METRO solicited bids for the supply of Sutrak air conditioning repair parts with the firm of Suetrak USA Company submitting the lowest responsive and responsible bid;

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

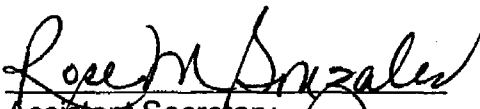
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Suetrak USA Company for the supply and delivery of Sutrak air conditioning repair parts for an amount not to exceed \$1,481.847.00.

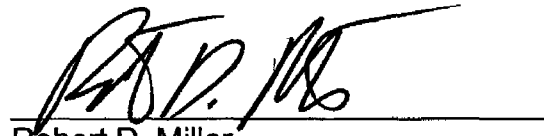
Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH ALTERNATOR SERVICE INC. FOR THE SUPPLY AND DELIVERY OF C.E. NIEHOFF ALTERNATOR PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's bus fleet contains a number of alternators manufactured by C.E. Niehoff Corporation which periodically requires maintenance and repair; and

WHEREAS, METRO solicited bids for the supply and delivery of appropriate C.E. Niehoff alternator repair parts, with Alternator Service Inc. submitting the lowest responsive and responsible bid;

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

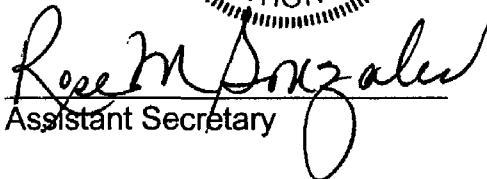
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Alternator Service Inc. for the supply and delivery of C.E. Niehoff alternator repair parts for a three year period in an amount not to exceed \$958,000.00.

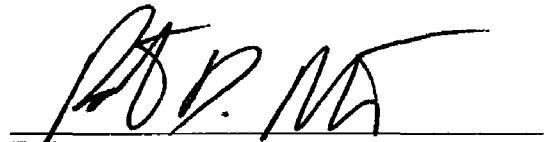
Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A ONE-YEAR EXTENSION TO THE CONTRACTS WITH SYKES COMMUNICATIONS AND GILBREATH COMMUNICATIONS INC. FOR ADVERTISING AND MARKETING SERVICES DIRECTED TO THE AFRICAN-AMERICAN MARKET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's in-house advertising and marketing activities have been supplemented by engaging firms with particular skills and capabilities to market to various segments of the METRO region; and

WHEREAS, the firms of Sykes Communications and Gilbreath Communications, Inc. have been engaged to assist METRO in its advertising and marketing activities directed to the African-American community; and

WHEREAS, the services of Sykes Communications and Gilbreath Communications, Inc. have been satisfactory and the Board of Directors is of the opinion that their contracts should be extended for an additional year;

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

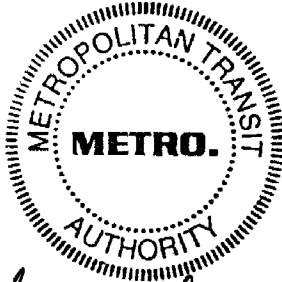
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a one-year extension to the contract with Sykes Communications and to increase the maximum authorized contract expenditures by \$125,000.

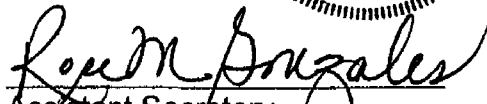
Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a one-year extension to the contract with Gilbreath Communications, Inc. and to increase the maximum authorized contract expenditures by \$250,000.


Section 3. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A ONE-YEAR EXTENSION TO THE CONTRACT WITH SYKES COMMUNICATIONS FOR ADVERTISING AND MARKETING SERVICES DIRECTED TO THE ASIAN MARKET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's in-house advertising and marketing activities have been supplemented by engaging firms with particular skills and capabilities to market to various segments of the METRO region; and

WHEREAS, the firm of Sykes Communications has been engaged to assist METRO in its marketing activities directed to the Asian community; and

WHEREAS, the services of Sykes Communications has been satisfactory and the Board of Directors is of the opinion that its contract should be extended for 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 a one-year extension to the contract with Sykes Communications and to increase the maximum authorized contract expenditures by the not-to-exceed amount of \$55,000.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A ONE-YEAR EXTENSION TO THE CONTRACT WITH CINCO MEDIA FOR ADVERTISING AND MARKETING SERVICES DIRECTED TO THE HISPANIC MARKET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's in-house advertising and marketing activities have been supplemented by engaging firms with particular skills and capabilities to market to various segments of the METRO region; and

WHEREAS, the firm of Cinco Media has been engaged to assist METRO in its marketing activities directed to the Hispanic community; and

WHEREAS, the services of Cinco Media have been satisfactory and the Board of Directors is of the opinion that its contract should be extended for an additional year;

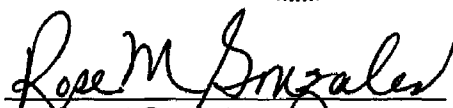
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a one-year extension to the contract with Cinco Media and to increase the maximum authorized expenditures under the contract by an amount not to exceed \$245,000.

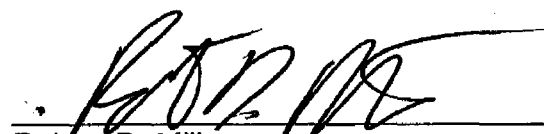
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

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

WHEREAS, METRO's in-house advertising and marketing staff requires the assistance of specialized services for preparation of broadcast media; and

WHEREAS, METRO's previously entered into a contract with Texas Video and Post for these services; and

WHEREAS, Texas Video and Post has provided satisfactory services, and the Board of Directors is of the opinion that it is appropriate to extend the performance period of this contract for an additional year and to increase the maximum authorized expenditures under the contract;

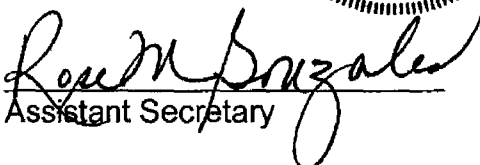
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

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

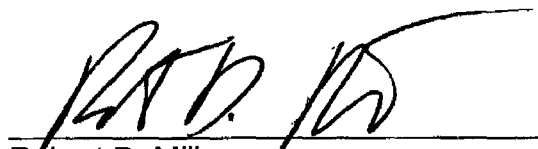
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
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 eight month period to assist METRO in the effective communication of transit projects and future plans for regional mobility;


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 and amount not to exceed \$32,000.00.

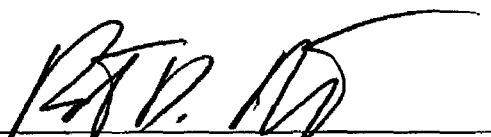
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH BLUWARE, INC. FOR UPGRADE OF THE ORACLE FINANCIAL SYSTEMS AND THE ORACLE PROCUREMENT SYSTEM TO ORACLE 11i AND THE ORACLE PROCUREMENT SYSTEM TO ORACLE 11i; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO currently uses the Oracle Financials System and the Oracle Procurement System in support of its purchasing and finance functions; and

WHEREAS, the Oracle Financials System and the Oracle Procurement System must be upgraded to Oracle 11i to enable proper integration with other software systems to be used by the Human Resources and Transportation departments; and

WHEREAS, METRO solicited proposals for the systems upgrades; and

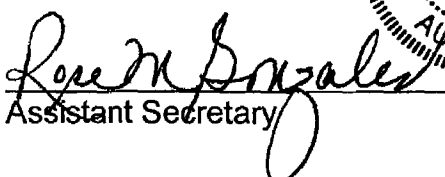
WHEREAS, Bluware, Inc. was determined most qualified to provide the necessary services;

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 a contract with Bluware, Inc. for systems upgrade of the Oracle Financials and Oracle Procurement to Oracle 11i, for an amount not to exceed \$350,000.00.

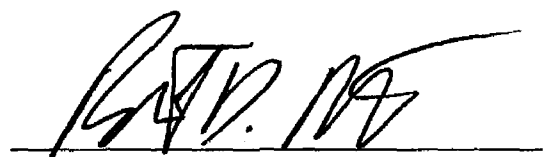
Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH ORACLE CORPORATION FOR CONFIGURATION UPGRADE AND MAINTENANCE FOR THE ORACLE/COMPUSEARCH OCI INTERFACE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO currently has an Oracle/Compusearch interface between the contracts management system and the procurement/financial management system which must be upgraded to retain proper vendor support; and

WHEREAS, the upgrade and associated system maintenance is provided only by the Oracle Corporation and, therefore, must be procured on a sole source basis; and

WHEREAS, the METRO staff has provided a sole source justification in which the Board of Directors concurs;

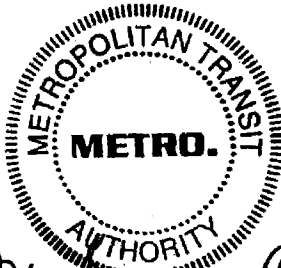
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

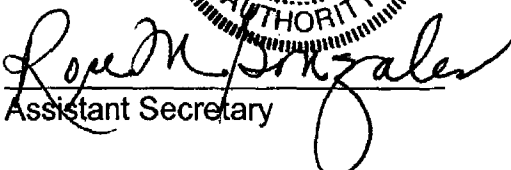
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Oracle Corporation for configuration upgrade and three years maintenance support for METRO's Oracle/Compusearch OCI interface, at a cost not to exceed \$238,000.00.

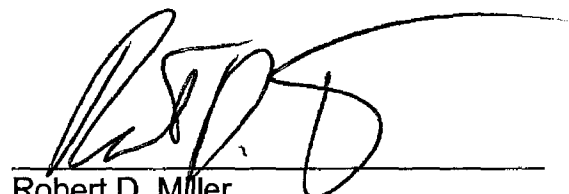
Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH XEROX CORPORATION FOR THE UPGRADE OF TWO XEROX DOCUTECH COPIERS AND ASSOCIATED MAINTENANCE SERVICES FOR A FIVE-YEAR PERIOD; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO currently owns two Xerox Docutech digital high speed copiers;  
and

WHEREAS, METRO invited bids to upgrade these copiers to Docutech 6135 standards and to provide maintenance services for a period of five years; and

WHEREAS, Xerox Corporation submitted the lowest responsive and responsible bid to upgrade the Docutech copiers and provide the required maintenance services;

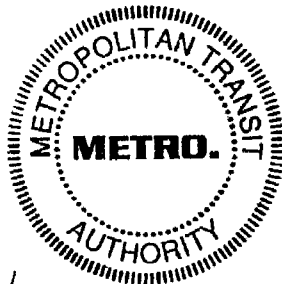
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

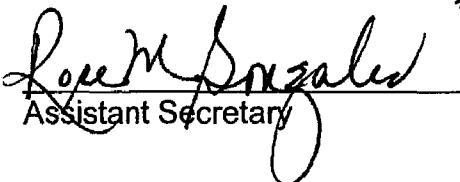
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Xerox Corporation for the upgrade of METRO's Xerox Docutech copiers to Docutech 6135 standards and to provide full maintenance services for a five year period at a cost not to exceed \$732,725.00.

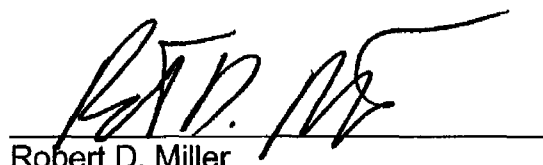
Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN EXTENSION TO THE FINANCIAL AUDITING SERVICES CONTRACT WITH KPMG, L.L.P.; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, in 1999, METRO entered into a contract with KPMG, L.L.P. for external auditing services for a three year period with an option to extend the contract for an additional two years; and

WHEREAS, KPMG, L.L.P. has provided satisfactory services and the Board of Directors is of the opinion that it is appropriate to exercise the option to extend the contract for an additional two years;;

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

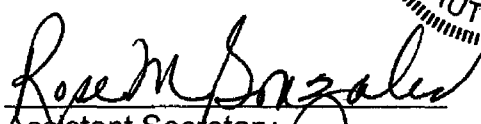
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an extension to the financial auditing services contract with KPMG, L.L.P. to continue the contract for an additional two year period. No additional funding authorization is required.


Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

DECLARING APPROXIMATELY 18.5 ACRES OF LAND WEST OF METRO'S EXISTING WEST BUS OPERATING FACILITY AS SURPLUS PROPERTY, AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO UNDERTAKE THE SALE OF THIS PROPERTY ; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, on February 28, 1986 METRO purchased 43.78081 acres of land for use as the West Bus Operating facility and as a potential site for a Park & Ride facility; and

WHEREAS, METRO has used approximately 24.9 acres of this tract for the West Bus Operating facility; and

WHEREAS, METRO's currently envisioned transit system development plans do not indicate any current or future use of the remaining 18.53409 acres immediately west of the existing West Bus Operating facility; and

WHEREAS, the Board of Directors is of the opinion that the unused 18.53409 acres of land should be declared surplus and the President & CEO should be authorized to undertake the sale of such property;

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

Section 1. The Board hereby declares that 18.53409 acres of land located immediately west of METRO's existing West Bus Operating facility, being the unused portion of the original purchase of 43.78081 acres of land, is surplus to METRO's current or future anticipated needs.

Section 1. The President & CEO is hereby authorized and directed to undertake the sale of said real property in accordance with METRO's existing policies and procedures;

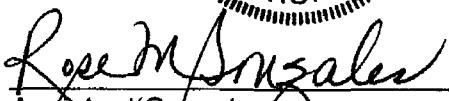
provided however, that in accordance with the original purchase agreement, the original seller is afforded a right of first refusal to purchase this surplus real property.

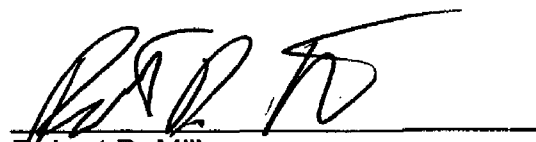
Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER AGREEMENTS FOR THE ACQUISITION OF A 7.20 ACRE TRACT OF LAND OWNED BY WAREHOUSE ASSOCIATES DEVELOPMENT, INC. FOR TRANSIT SYSTEM COMPONENTS AND TRANSIT PURPOSES, INCLUDING BUT NOT LIMITED TO THE METRORAIL TRANSIT PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's light rail project includes development of a yard & shops facility for storage, maintenance and repair of transit vehicles, and construction of a park & ride lot to enhance area mobility; and

WHEREAS, by way of Resolution No. 2000-49, the Board of Directors authorized the acquisition of an approximately 7.20 acres tract of land, owned by Warehouse Associates Development, Inc.; and

WHEREAS, by way of Resolution No. 2000-81, the Board of Directors authorized METRO to proceed with acquisition of the property by eminent domain if necessary; and

WHEREAS, eminent domain proceedings were initiated; and

WHEREAS, counsel for METRO and for the property owner have continued to negotiate based upon revised property appraisals, and a price for the property has been recommended; and

WHEREAS, the Board of Directors is of the opinion that the recommended price for the tract of land is fair and reasonable, and that the pending eminent domain proceedings should be settled;

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

Section 1. The Board of Directors approve settlement of eminent domain proceedings and acquisition of the property.


Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver appropriate agreements for acquisition of an approximately 7.20 acre tract of land owned by Warehouse Associates Development, Inc.

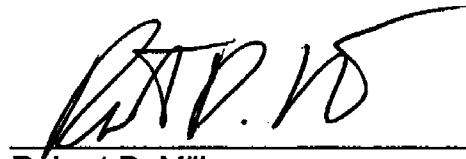
Section 3. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

RECOGNIZING THE WEEK OF MAY 13-16, 2002 AS NATIONAL POLICE WEEK AND WEDNESDAY, MAY 15, 2002 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 13-16, 2002 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 15, 2002 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, in light of the tragic events of September 11, 2002, that so clearly demonstrated the dedication and courage of our nation's law enforcement personnel, the METRO Board of Directors wishes to specifically 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:

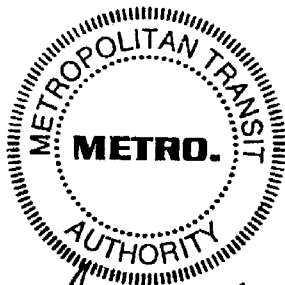
Section 1. The Board of Directors hereby recognizes and commends the law enforcement officers serving METRO's Department of Transit Police and Traffic Management and all law enforcement officers throughout the country.


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 13-16, 2002 as National Police Week and Wednesday, May 15, 2002, as National Peace Officers Memorial Day.

Section 2. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER ALL APPROPRIATE DOCUMENTS FOR THE SALE OF EASEMENTS TO THE TEXAS MEDICAL CENTER CENTRAL HEATING AND COOLING SERVICES COOPERATIVE ASSOCIATION (TECO); AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO owns a parcel of property at Fannin and Galen Streets which will be the site of a future transit center to serve patrons traveling to and from the Texas Medical Center; and

WHEREAS, the parcel is currently undeveloped and is used for surface parking; and

WHEREAS, the Texas Medical Center Central Heating and Cooling Services Cooperative Association ("TECO") is a Texas not-for-profit cooperative organized pursuant to Section 301.03 et. seq. of the Texas Health & Safety Code; and

WHEREAS, TECO provides heating and cooling services, including steam and chilled water supply, to eligible member institutions; and

WHEREAS, TECO owns a chilled water facility adjacent to METRO's property; and

WHEREAS, TECO desires certain easements onto METRO's property for construction of chilled water lines to eligible member institutions in the Texas Medical Center; and

WHEREAS, the Board of Directors is of the opinion that the sale of the easements will have no serious impact on METRO's planned development of its property, and it is appropriate that METRO sell the easements to TECO;

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 all appropriate documents for the sale of certain easements on, under, over and/or across that certain METRO property located at Fannin and Galen Streets to the Texas Medical Center Central Heating and Cooling Services Cooperative Association (TECO) for chilled water lines.

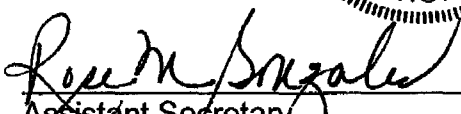
Section 2. Sale of the easements to TECO is subject to the President & CEO's satisfaction of the successful conclusion of property acquisitions from the MD Anderson Hospital.

Section 3. This resolution is effective immediately upon passage.

PASSED this 25<sup>th</sup> day of April, 2002  
APPROVED this 25<sup>th</sup> day of April, 2002

ATTEST:



  
Assistant Secretary

  
Robert D. Miller  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CONTRACTOR TECHNOLOGY, INC. FOR CONSTRUCTION OF IMPROVEMENTS TO CONGRESS STREET, FROM LOUISIANA TO JACKSON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

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

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

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

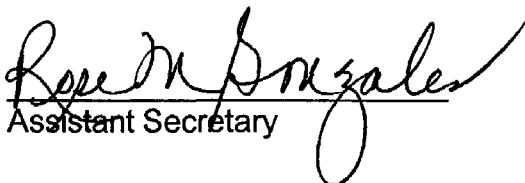
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Contractor Technology, Inc. for construction of improvements to Congress Street, from Louisiana to Jackson, in an amount not to exceed \$4,391,119.50.

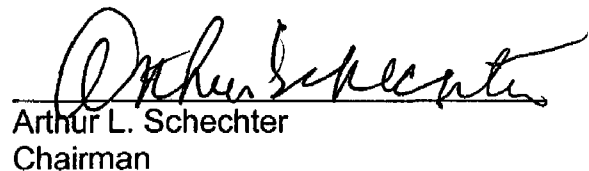
Section 2. This resolution is effective immediately upon passage.

ATTEST:



PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH CHERRY DEMOLITION FOR DEMOLITION AND CLEAN-UP SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Cherry Demolition for demolition and clean-up services on property to be developed for METRO's capital projects; and

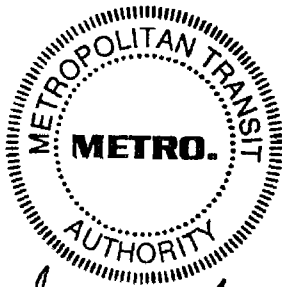
WHEREAS, it is necessary to increase the maximum authorized expenditures under the contract to provide for additional demolition and clean-up of structures at certain capital project sites;

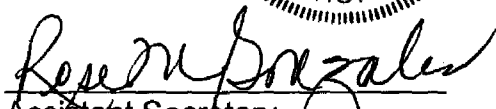
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a modification to the contract with Cherry Demolition for demolition and clean-up services, increasing the maximum authorized expenditures under the contract by an amount not to exceed \$70,000.00.

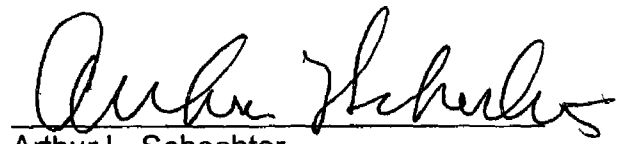
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH MICROSOFT CONSULTING SERVICES FOR DESIGN AND DEVELOPMENT OF AN ARCHITECTURAL SERVER MODEL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO currently uses the Microsoft Windows NT computer software operating system; and

WHEREAS, Microsoft will discontinue support for its Windows NT operating system which will be replaced by the Windows XP operating system; and

WHEREAS, METRO's IT Strategic Plan provides for computer system enhancements and it is necessary that METRO upgrade to Microsoft Windows XP for continued vendor support; and

WHEREAS, Microsoft Consulting Services is most qualified to design the correct architectural server models and provide training of IT staff for the migration to Windows XP;

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 Microsoft Consulting Services for technical design and development of architectural server models for METRO's migration to the Microsoft Windows XP computer software operating system, at a cost not to exceed \$121,080.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



*Rene M. Gonzales*  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

*Arthur L. Schechter*  
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 solicited bids for the purchase of facilities support equipment, such as forklifts, sweepers, scrubbers and personnel carts; and

WHEREAS, Southline Equipment Company submitted the lowest responsive and responsible bid;

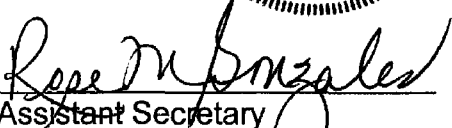
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Southline Equipment Company for the purchase of factory support equipment for an amount not to exceed \$416,510.00.

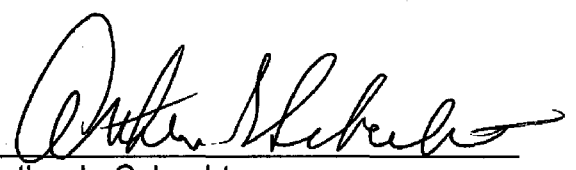
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON FOR SUPPLY AND INSTALLATION OF ALLISON PARALLEL HYBRID ELECTRIC DRIVE SYSTEMS ON FOUR METRO BUSES IN SUPPORT OF THE HYBRID ELECTRIC DRIVE SYSTEM DEMONSTRATION PROJECT; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN INTERLOCAL AGREEMENT WITH THE HOUSTON-GALVESTON AREA COUNCIL FOR RECEIPT OF FEDERAL FUNDS FOR THE DEMONSTRATION PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, hybrid buses have produced better fuel economy and lower emission when tested by certain transit systems; and

WHEREAS, METRO implemented a bus demonstration project to compare the operation and efficiency of hybrid electric drive propulsion systems with the diesel fuel systems commonly in use on METRO's transit fleet; and

WHEREAS, the Allison Transmission Division of General Motors, with the cooperation of Stewart & Stevenson, has developed a parallel hybrid-electric drive system that can be installed on four METRO buses to test their operation under actual driving conditions; and

WHEREAS, the parallel hybrid-electric drive system developed by Stewart & Stevenson/Allison has unique features that surpass the electric drive propulsion systems; and

WHEREAS, selected source justification has been submitted for installation of parallel hybrid-electric drive systems in four METRO buses; and

WHEREAS, Congestion Mitigation Air Quality funds may be available, through the Houston Galveston Area Council, to fund a portion of the cost of 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 an agreement with Stewart & Stevenson for supply and installation of Allison parallel hybrid electric drive systems on four METRO buses in support of the hybrid-electric drive system demonstration project.

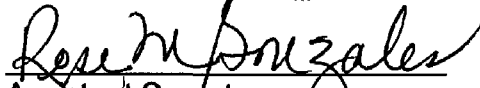
Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an interlocal agreement with the Houston-Galveston Area Council for receipt of federal Congestion Mitigation Air Quality funds for the demonstration project, and that the President & CEO is further authorized to see to the payment of any local match that may be required for receipt of such federal funds.

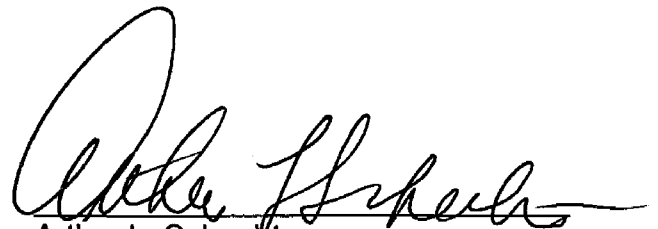
Section 3. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH THE JANEK CORPORATION TO REBUILD THERMO-KING AIR CONDITIONING COMPRESSORS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Thermo-King air-conditioning compressors were installed in METRO's transit vehicles; and

WHEREAS, the useful life of the air conditioning compressors can be extended by the rebuilding of the units; and

WHEREAS, METRO solicited bids for the rebuilding of the Thermo-King air-conditioning compressors with The Janek Corporation submitting the lowest responsive and responsible bid;

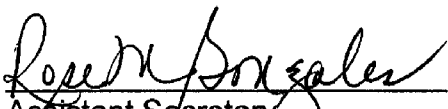
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with The Janek Corporation for the rebuilding of Thermo-King air-conditioning compressors for an amount not to exceed \$405,800.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER CONTRACTS WITH LONE STAR EQUIPMENT SERVICES AND WITH SOUTHWEST SERVICES FOR BUS PAINTING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's buses require periodic painting in order to maintain standards for appearance and cleanliness; and

WHEREAS, METRO invited bids for bus painting services; and

WHEREAS, Lone Star Equipment Services and Southwest Services submitted the lowest responsive and responsible bids;

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

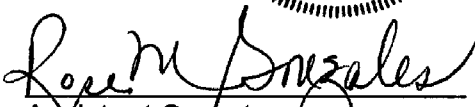
Section 1. The President & CEO is hereby authorized and directed to execute and deliver contracts with Lone Star Equipment Services and with Southwest Services for painting of METRO's buses for a total amount not to exceed \$399,500.00.

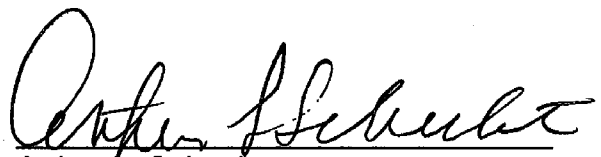
Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER THREE CONTRACTS FOR LANDSCAPE MAINTENANCE SERVICES AT METRO TRANSIT FACILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for landscape maintenance services at its bus operating facilities, Park & Ride lots and transit centers; and

WHEREAS, the solicitation was divided into three groups; and

WHEREAS, J&D Mowing Services, Seril, Inc., and BJ's Enterprise 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 contracts for landscape maintenance services with the firms in the not-to-exceed amounts as indicated:

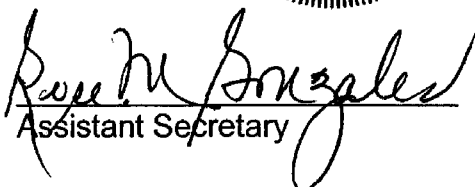
<u>Contractor</u>	<u>Not-to-Exceed Amounts</u>
J&D Mowing Services	\$423,137.00
Seril, Inc.	\$427,664.00
BJ's Enterprise	\$297,984.00

Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH THE NEW WORKPLACE, INC. FOR ORGANIZATIONAL ASSESSMENTS OF VARIOUS DEPARTMENTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, consulting services are needed to perform organizational assessments of METRO departments to identify additional opportunities for increasing productivity and efficiency; and

WHEREAS, The New Workplace, Inc. has been determined most qualified to provide the necessary services;

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

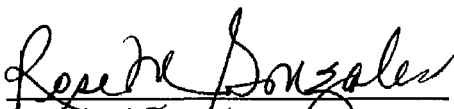
Section 1. The President & CEO is hereby authorized and directed to execute and deliver an agreement with The New Workplace, Inc. for organizational assessments for an amount not to exceed \$55,000.00.

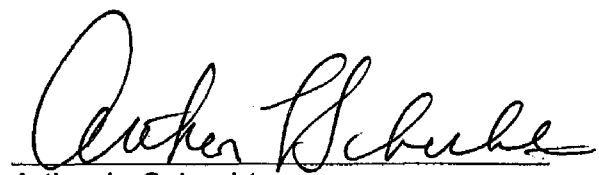
Section 2. This resolution is effective immediately upon passage.

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR THE ACQUISITION OF PROPERTY FOR ALL DIRECT AND NON-DIRECT TRANSIT PURPOSES INCLUDING BUT NOT LIMITED TO CONSTRUCTION OF THE BARKER-CYPRESS PARK & RIDE LOT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Northwest Station Park & Ride lot is no longer adequate to meet patron demand in the Northwest Corridor; and

WHEREAS, development of another Park & Ride lot in the Northwest Corridor will relieve overcrowding at the existing Northwest Station Park & Ride lot; and

WHEREAS, a site has been identified in the Barker-Cypress area, at the intersection of Skinner Road and US-290, for development of the Barker-Cypress Park & Ride lot; and

WHEREAS, just compensation has been determined for the acquisition of the property; and

WHEREAS, the Board of Directors believes it is appropriate to authorize the President & CEO to negotiate for and acquire the property necessary for development of the Barker-Cypress Park & Ride lot;

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 described below for all direct and non-direct transit uses and system facilities, including but not limited to development of the Barker-Cypress Park & Ride lot.


<u>Parcel No.</u>	<u>Owner</u>	<u>Acreage</u>
PR-BC-M-F-01-1	Margaret Kitzmann	6.568 Acres
PR-BC-M-F-01-2	R.E.D. Cypress Creek, Ltd.	16.695 Acres

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

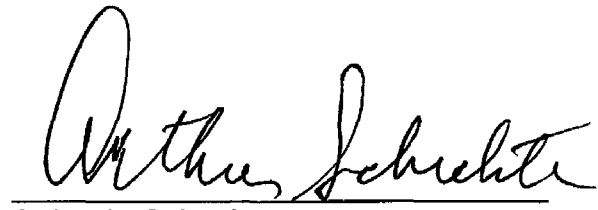
Section 3. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 23<sup>rd</sup> day of May, 2002  
APPROVED this 23<sup>rd</sup> day of May, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CONTRACTOR TECHNOLOGY, INC. FOR CONSTRUCTION OF IMPROVEMENTS TO MILAM STREET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bid for the construction of improvements to Milam Street, from Pierce to Commerce; and

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

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

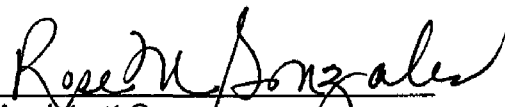
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Contractor Technology, Inc. for construction of improvements to Milam Street, from Pierce to Commerce in an amount not to exceed \$11,202,200.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of June, 2002  
APPROVED this 27<sup>th</sup> day of June, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH LANDTECH CONSULTANTS, INC. FOR DESIGN AND DESIGN SUPPORT SERVICES DURING AND AFTER THE CONSTRUCTION OF THE GULFGATE TRANSIT CENTER; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will construct a transit center in the vicinity of IH-610 South Loop west of Evergreen Street, to be called the Gulfgate Transit Center; and

WHEREAS, design services and design support services are needed during and after construction; and

WHEREAS, METRO solicited Letters of Interest and Qualification Statements from interested firms for performance of the work; and

WHEREAS, the firm of Landtech Consultants, Inc. was identified as 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 a contract with Landtech Consultants, Inc. for design and design support services during and after construction of the Gulfgate Transit Center for an amount within the budgetary limitations.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 27<sup>th</sup> day of June, 2002  
APPROVED this 27<sup>th</sup> day of June, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE LEASE AGREEMENT WITH TRANSCO TOWER LIMITED FOR LEASE OF A COMMUNICATIONS ANTENNA SITE AT WILLIAMS TOWER BY INCREASING THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE LEASE AND EXTENDING THE LEASE PERIOD; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires a back-up communications antenna site for its radio control system that is used for daily bus, support vehicle and police dispatch activities; and

WHEREAS, for the previous ten years, the Williams Tower has provided METRO with an optimum location for its back-up communication network; and

WHEREAS, it is appropriate that METRO exercise its option for the continued lease of a communications antenna site at the Williams Tower;

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

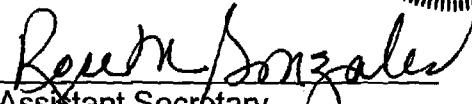
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the lease agreement with Transco Tower Limited for continued lease of an antenna site at Williams Tower, to extend the lease period an additional five years and increase the maximum authorized expenditures under the lease by an amount not to exceed \$360,000.00 for lease of the communications antenna site during the extended lease period.

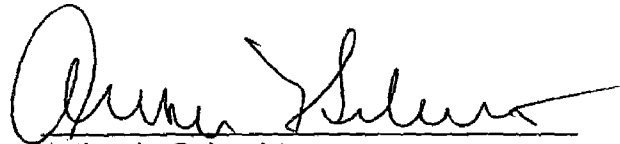
Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of June, 2002  
APPROVED this 27<sup>th</sup> day of June, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH TRUCK TRAILER TRANSIT FOR BRAKE PARTS FOR M.A.N. AXLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the purchase of brake parts for M.A.N. axles for transit vehicles; and

WHEREAS, Truck Trailer Transit submitted the lowest responsive and responsible bid;

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

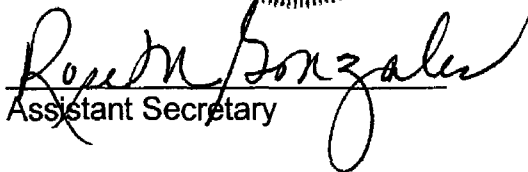
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Truck Trailer Transit for the purchase of brake parts for M.A.N. axles for an amount not to exceed \$869,094.00.

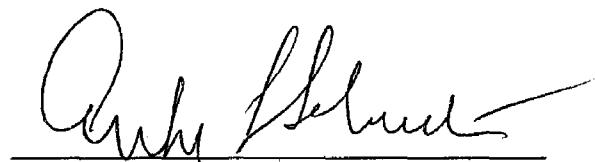
Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of June, 2002  
APPROVED this 27<sup>th</sup> day of June, 2002

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 FOR DETROIT DIESEL RELIABILT PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

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

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

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

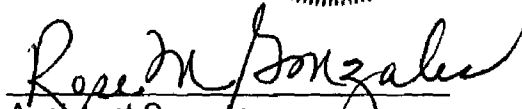
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Stewart & Stevenson Services for the purchase of Detroit Diesel Reliablilt parts for an amount not to exceed \$668,219.73.


Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of June, 2002  
APPROVED this 27<sup>th</sup> day of June, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH WASTE MANAGEMENT FOR REMOVAL, TRANSPORT AND DISPOSAL OF SOLID WASTE MATERIAL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an Invitation for Bids for the removal, transport and disposal of non-hazardous solid waste material; and

WHEREAS, the firm of Waste Management submitted the lowest responsive and responsible bid;

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

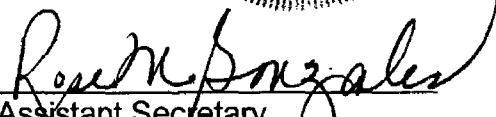
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Waste Management for removal, transport and disposal of non-hazardous solid waste material at a cost not to exceed \$350,717.12.


Section 2. This resolution is effective immediately upon passage.

PASSED this 27<sup>th</sup> day of June, 2002  
APPROVED this 27<sup>th</sup> day of June, 2002

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 AMERICAN MEDICAL LABORATORIES, INC. FOR DRUG AND ALCOHOL TESTING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is required by federal regulation to administer a policy for drug and alcohol testing of employees to ensure system safety; and

WHEREAS, METRO entered into contract with American Medical Laboratories, Inc. for drug and alcohol testing services; and

WHEREAS, the contract contains an option for extended services for an additional two-year period; and

WHEREAS, American Medical Laboratories, Inc. has provided satisfactory services under the contract and it is appropriate that these services be continued;

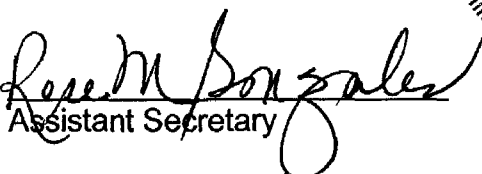
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a modification to the contract with American Medical Laboratories, Inc. to extend the period of performance and increase the maximum authorized expenditures under the contract by an amount not to exceed \$350,000.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 27<sup>th</sup> day of June, 2002  
APPROVED this 27<sup>th</sup> day of June, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER PERSONAL SERVICES CONTRACTS WITH ANGIE INFANTE AND JOE SUAREZ; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires specialized computer graphics for on-screen display of the intersections included in the Regional Computerized Traffic Signal System; and

WHEREAS, METRO executed a personal services agreement with Ms. Angie Infante for computer graphics services, which agreement is nearing expiration; and

WHEREAS, METRO wishes to extend the personal services agreement with Ms. Angie Infante and engage the services of a second technician for additional computer graphics services to enable timely project completion;

WHEREAS, Mr. Joe Suarez is qualified to perform the additional necessary services;

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

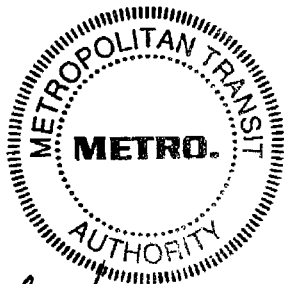
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the personal services contract with Ms. Angie Infante to extend the performance period an additional 30 months and increase the maximum authorized expenditures under the contract by an amount not to exceed \$87,360.00.

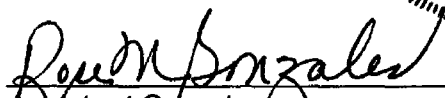
Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a 30-month personal services contract with Mr. Joe Suarez for an amount not to exceed \$82,160.00.




Section 3. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

RESCINDING BOARD RESOLUTION NO. 2002-31; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH A-TEC ENGINEERS & CONTRACTORS, INC. FOR CONSTRUCTION OF UPGRADES TO THE HIRAM CLARKE BUS OPERATING FACILITY BUS WASH SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, it is necessary to upgrade the bus wash system at the Hiram Clarke Bus Operating Facility to enhance efficiency of operation and accommodate new equipment; and

WHEREAS, by way of Resolution No. 2002-31, METRO authorized execution of a contract with Pennington & Associates, Inc. for performance of the work; and

WHEREAS, Pennington & Associates, Inc. was subsequently unable to meet all pre-construction requirements; and

WHEREAS, A-Tec Engineers & Contractors, Inc. submitted the next lowest responsive and responsible bid for construction of the upgrades to the Hiram Clarke Bus Operating Facility bus wash system;

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

Section 1. Board Resolution 2002-31 is rescinded.

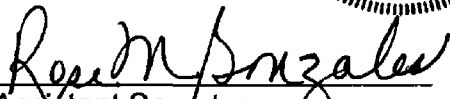
Section 2. The President & CEO is hereby authorized and directed to execute and deliver a contract with A-Tec Engineers & Contractors, Inc. for upgrade of the bus wash system at the Hiram Clarke Bus Operating Facility, at a cost not to exceed \$2,294,298.00.

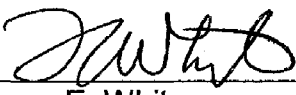
Section 3. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH POSSO CONSTRUCTION COMPANY FOR CONSTRUCTION OF MODIFICATIONS TO THE WEST BELLFORT PARK & RIDE LOT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, it is necessary to expand the West Belfort Park & Ride Lot to accommodate increased patron demand; and

WHEREAS, METRO solicited bids for the construction of the project; and

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

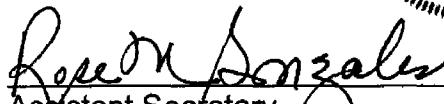
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Posso Construction Company for modification of the West Belfort Park & Ride Lot, at a cost not to exceed \$382,669.50.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART BUILDERS, LTD. FOR CONSTRUCTION OF THE KINGSLAND PARK & RIDE LOT EXPANSION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, it is necessary to expand the Kingsland Park & Ride Lot to accommodate increased patron demand; and

WHEREAS, METRO invited bids for construction of the Kingsland Park & Ride Lot expansion; and

WHEREAS, Stewart Builders, Ltd. submitted the lowest responsive and responsible bid;

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

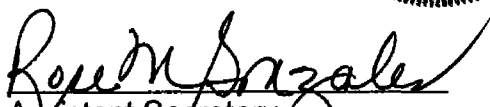
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Stewart Builders, Ltd. for construction of the Kingsland Park & Ride Lot expansion at a cost not to exceed \$1,592,592.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH MAC HAIK FORD FOR THE PURCHASE OF VEHICLE REPLACEMENT PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for vehicle replacement parts such as compressors, water pumps, transmission parts and other equipment for METRO's non-revenue Ford fleet; and

WHEREAS, Mac Haik Ford submitted the lowest responsive and responsible bid;

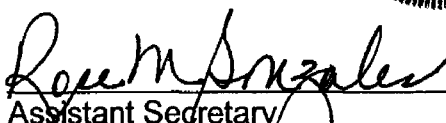
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Mac Haik Ford for the purchase of vehicle replacement parts for METRO's non-revenue fleet, for an amount not to exceed \$334,188.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH MCI SERVICE PARTS FOR THE PURCHASE OF DESSICANT CARTRIDGES AND ASSEMBLIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the purchase of Dessicant cartridges and assemblies for transit vehicles; and

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

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

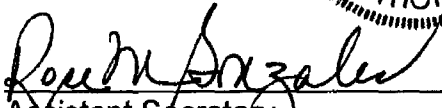
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with MCI Service Parts for the purchase of Dessicant cartridges and assemblies for transit vehicles for an amount not to exceed \$355,290.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH DESIGNATED TAXI CAB COMPANIES FOR METROLIFT SUBSIDY PROGRAM, BACK-UP TAXI CAB AND GUARANTEED RIDE HOME SERVICE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, as a supplement to regular transit services, METRO solicited bids for subsidized transportation to eligible patrons under the METROLift Subsidy Program and for back-up Taxi Cab and Guaranteed Ride Home Service; and

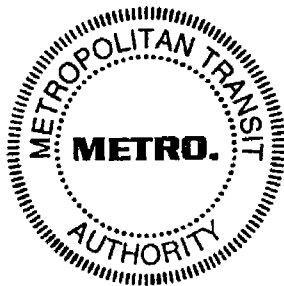
WHEREAS, the lowest responsive and responsible bids have been determined;


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 execute and deliver contracts with Greater Houston Transportation Company, United Cab Company, Fiesta Cab Company, and Square Deal Cab Company for the METROLift subsidy program, back-up taxi cab service and guaranteed ride home service. The total cost for the services shall be an amount not to exceed \$8,003,131.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH STORNET FOR THE CONFIGURATION, IMPLEMENTATION AND MAINTENANCE OF THE STORAGE TEK/LEGATO TAPE BACKUP SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's computer environment has grown significantly as corporate computer data has increased; and

WHEREAS, METRO's backup tape system must be replaced for better protection of computer data; and

WHEREAS, StorNet provides the Storage Tek/Legato tape backup system which is the fastest and most reliable system solution for METRO's current and future needs; and

WHEREAS, selected source justification has been provided;

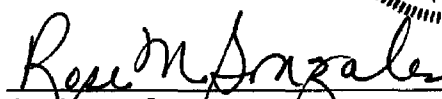
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with StorNet for the configuration, implementation and 3-year maintenance of the Storage Tek/Legato tape backup system for an amount not to exceed \$166,721.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO DEVELOP AND SUBMIT A LAST AND BEST OFFER TO LOCAL 260, TRANSPORT WORKERS UNION OF AMERICA, IF METRO AND LOCAL 260 ARE UNABLE TO REACH AGREEMENT ON A NEW LABOR AGREEMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO has entered into a labor agreement with Local 260, Transport Workers Union of America, which agreement expires on July 31, 2002; and

WHEREAS, discussions are ongoing for a new labor agreement; and

WHEREAS, the labor agreement contains an impasse procedure which provides that if no satisfactory subsequent agreement is reached between METRO and Local 260, METRO shall submit its last and best offer to the Union as the first step in invoking the impasse procedure; and

WHEREAS, the Board of Directors urges the parties to continue to engage in good-faith negotiations to reach a satisfactory labor agreement to follow on after the current agreement; and

WHEREAS, if no satisfactory agreement can be reached before the July 31, 2002 expiration of the current labor agreement, the Board of Directors is of the opinion that it is appropriate to authorize the President & CEO to develop and submit a last and best offer to Local 260 as provided for in the impasse procedures of the current labor agreement;


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 develop and submit a last and best offer to Local 260, Transport Workers Union of America, on or before July 31, 2002 if no satisfactory agreement is reached with Local 260 on a labor agreement to succeed the current labor agreement which expires on July 31, 2002.

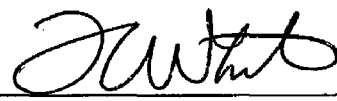
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

DECLARING THE PUBLIC NECESSITY FOR METRO TO ACQUIRE CERTAIN SPECIFIED PARCELS OF REAL ESTATE; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO INITIATE EMINENT DOMAIN PROCEEDINGS TO ACQUIRE THE SUBJECT PROPERTIES IF NECESSARY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is proceeding with the development of high capacity transit in the Downtown to Astrodome Corridor; and

WHEREAS, METRO has identified a certain tract of land required for transit system components and transit purposes, including but not limited to the METRORail project; and

WHEREAS, the Board previously authorized acquisition of the property; and

WHEREAS, METRO has endeavored to negotiate and is continuing to negotiate the purchase of the property described herein; and

WHEREAS, METRO has been unable, to date, to successfully negotiate the purchase of the property described herein and it appears that it may be necessary to exercise the power of eminent domain to acquire the property; and

WHEREAS, a public hearing has been held for the purpose of hearing testimony and receiving evidence on the public necessity for METRO to acquire the property described herein; and

WHEREAS, the Board of Directors has reviewed the record of the public hearing;

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 the public necessity for METRO to acquire that certain parcel of real estate, described as approximately 0.1550 of an acre, being all of Lot 8 and parts of Lots 9, 11 and 12, Block 6, MacGregor and DaMerritts Southmore Addition Outlot 109, Harris County, Texas, for transit system components and transit purposes, including but not limited to the METRORail project.

Section 2. The President & CEO, along with legal counsel, is hereby authorized and directed to acquire the property described above by the exercise of the power of eminent domain if negotiated purchase for the property is unsuccessful.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

DECLARING THE PUBLIC NECESSITY TO ACQUIRE CERTAIN SPECIFIED PARCELS OF LAND FOR CONSTRUCTION OF THE BARKER-CYPRESS PARK & RIDE LOT; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PURSUE EMINENT DOMAIN PROCEEDINGS TO ACQUIRE THE SUBJECT PROPERTY IF NECESSARY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will construct a Park & Ride facility, to be called the Barker-Cypress Park & Ride Lot, to address increased demand for transit services in the Northwest Corridor; and

WHEREAS, METRO has identified certain parcels of land for construction of Barker-Cypress Park & Ride Lot; and

WHEREAS, METRO has endeavored, to negotiate and is continuing to negotiate the purchase of the property described herein; and

WHEREAS, to date, METRO has been unable to successfully negotiate the purchase of the property and it may be necessary to exercise the power of eminent domain to acquire the property; and

WHEREAS, a public hearing has been held to permit the public to offer testimony about the public necessity to acquire the subject property; and

WHEREAS, the Board of Directors has reviewed the record of the public hearing;

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 the public necessity for METRO to acquire the following described parcels of land for the purpose of constructing of the Barker-Cypress Park & Ride Lot:

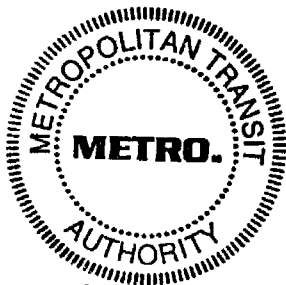
Parcel PR-BC-M-F-01-1; 6.568 acres, more or less, of land out of the W.K. Hamblin Survey, Abstract No. 316 and the T.J. Stansbury Survey, Abstract no. 710, Harris County, Texas


Parcel PR-BC-M-F-01-2; 16.695 acres, more or less, of land out of the W.K. Hamblin Survey, Abstract No. 316 and the T.J. Stansbury Survey, Abstract no. 710, Harris County, Texas

Section 2. The President & CEO is hereby authorized and directed to acquire said parcels by exercising the power of eminent domain if negotiated purchase for these parcels is unsuccessful.


Section 3. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AT-GRADE PUBLIC ROAD EASEMENT TO FORT BEND COUNTY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, in 1992 METRO acquired fifty-eight miles of right-of-way, in the Westpark Corridor from Dunlavy Street to Eagle Lake, from Southern Pacific Transportation Company (formerly, Union Pacific Railroad); and

WHEREAS, a portion of the right-of-way lies in Fort Bend County; and

WHEREAS, Fort Bend County desires to extend Mason Road, to include the at-grade crossing of METRO's right-of-way; and

WHEREAS, the extension of Mason Road will enhance area mobility and reduce congestion; and

WHEREAS, Fort Bend County is willing to pay the increased cost of future transit development caused by the at-grade extension of Mason Road;

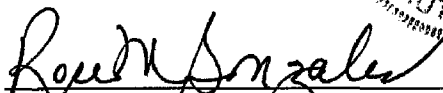
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an at-grade public road easement to Fort Bend County, to include, within its terms, Fort Bend County's payment for future increased costs for transit development.

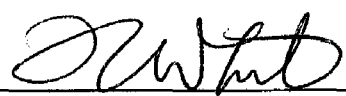
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH MANHATTAN CONSTRUCTION COMPANY FOR CONSTRUCTION OF THE DOWNTOWN TRANSIT CENTER AND ADMINISTRATIVE OFFICE BUILDING; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will develop a fully integrated Downtown Transit Center and Administrative Office Building that will bring METRO's public administrative functions into one intermodal location that is fully accessible to the public; and

WHEREAS, bids were submitted by firms previously determined to have met appropriate technical qualifications for construction of the Downtown Transit Center and Administrative Office Building; and

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

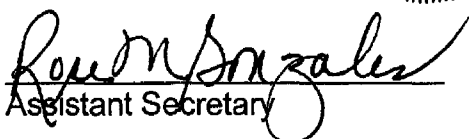
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Manhattan Construction Company for construction of the Downtown Transit Center and Administrative Office Building in an amount not to exceed \$40,950,000.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

APPROVING AND ADOPTING A THREE-YEAR TRANSIT SERVICES PROGRAM FOR METRO'S FISCAL YEARS 2003-2005; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, staff has submitted a three-year transit services program for fiscal years 2003-2005 which provides for continued ridership increases through service adjustments and expansions, and implementation of high capacity transit; and

WHEREAS, the Board of Directors has reviewed the proposed three-year transit services program; and

WHEREAS, the Board of Directors is of the opinion that the three-year transit services program as proposed should be adopted;

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

Section 1. The Board hereby approves and adopts the three-year transit services program for fiscal years 2003-2005.

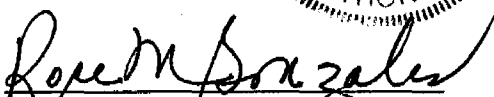
Section 2. The President & CEO is hereby authorized and directed to implement the three-year transit services program as approved.

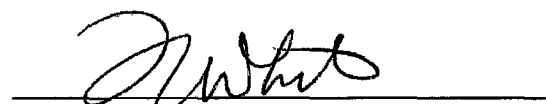
Section 3. This resolution is effective immediately upon passage.

PASSED this 18<sup>th</sup> day of July, 2002  
APPROVED this 18<sup>th</sup> day of July, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Vice-Chairman

A RESOLUTION

DECLARING THE PUBLIC NECESSITY TO ACQUIRE CERTAIN SPECIFIED PARCELS OF LAND FOR EXPANSION OF THE WEST BELLFORT PARK & RIDE LOT; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PURSUE EMINENT DOMAIN PROCEEDINGS TO ACQUIRE THE SUBJECT PROPERTY IF NECESSARY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will expand the existing West Belfort Park & Ride Lot to address increased demand for transit services in the Southwest Corridor; and

WHEREAS, METRO has identified certain parcels of land to accommodate this expansion project; and

WHEREAS, METRO has endeavored to negotiate, and is continuing to negotiate, the purchase of the property described herein; and

WHEREAS, to date, METRO has been unable to successfully negotiate the purchase of the property and it may be necessary to exercise the power of eminent domain to acquire the property; and

WHEREAS, a public hearing has been held to permit the public to offer testimony about the public necessity to acquire the subject property; and

WHEREAS, the Board of Directors has reviewed the record of the public hearing;

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 the public necessity for METRO to acquire the following described parcels of land for the purpose of expanding the West Belfort Park & Ride Lot:

PR-WB-M-F-01-2; 2.011 acres, more or less, of land out of the James Alston Survey, Abstract No. 100, Harris county, Texas.

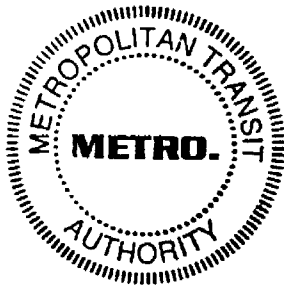
PR-WB-M-F-01-3; 0.5169 acres, more or less, of land out of the James Alston Survey, Abstract No. 100, Harris county, Texas.

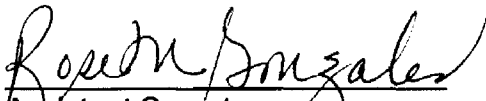
Section 2. The President & CEO, along with Legal Counsel, is hereby authorized and directed to acquire fee simple title of said parcels by exercising the power of eminent domain if negotiated purchase for these parcels is unsuccessful.


Section 3. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH RELIANT ENERGY/HL&P FOR REIMBURSEMENT OF THE COST OF RELOCATION AND ADJUSTMENT OF MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE CONSTRUCTION OF CONGRESS STREET, FROM LOUISIANA TO JACKSON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

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

WHEREAS, certain manhole and conduit facilities owned by Reliant Energy/HL&P must be relocated to accommodate this construction project; and

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

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

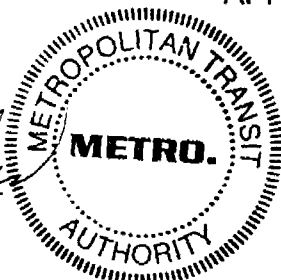
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with Reliant Energy/HL&P for reimbursement of costs associated with the relocation and adjustment of manhole and conduit facilities to accommodate the construction of Congress Street from Louisiana to Jackson. The reimbursement agreement shall not exceed the amount of \$2,060,785.00.

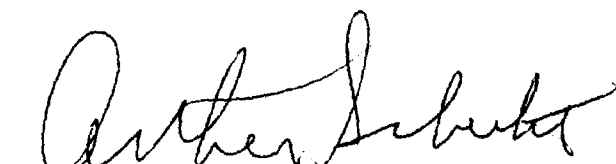
Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

ATTEST:

  
Assistant Secretary



  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH MENENDEZ-DONNELL & ASSOCIATES; OMEGA ENGINEERS, INC.; HUITT-ZOLLARS AND LOCKWOOD, ANDREWS AND NEWNAM FOR CONSTRUCTION MANAGEMENT SERVICES FOR THE DOWNTOWN/MIDTOWN TRANSIT STREET PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited Qualification Statements and Letters of Interest for construction management services for the Downtown/Midtown Transit Streets Project; and

WHEREAS, the firms of Menendez-Donnell & Associates, Omega Engineers, Inc., Huitt-Zollars and Lockwood, Andrews and Newnam 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 a contract with Menendez-Donnell & Associates, Omega Engineers, Inc., Huitt-Zollars and Lockwood, Andrews and Newnam for construction management services. Each contract shall be in an amount not to exceed \$1,000,000.00.

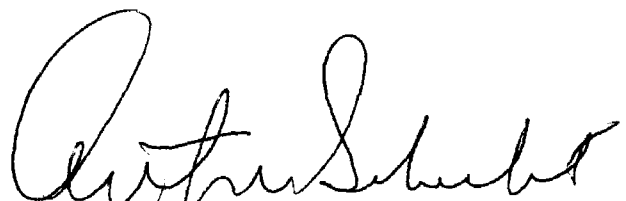
Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH W.M. DILLARD & ASSOCIATES, L.P. FOR CONSTRUCTION OF THE WESTCHASE PARK & RIDE LOT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Regional Bus Plan includes construction of a Park & Ride lot to accommodate patron demand on the Westpark Corridor; and

WHEREAS, METRO issued an invitation for bid for the construction of the Westchase Park & Ride lot; and

WHEREAS, W.M. Dillard & Associates L.P. 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 W.M. Dillard & Associates, L.P. for the construction of the Westchase Park & Ride lot for an amount not to exceed \$5,511,180.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



*Rose M. Gonzalez*  
Assistant Secretary

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

*Arthur L. Schechter*  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH MORGANTI TEXAS, INC. FOR ARCHITECTURAL AND OTHER FINISHES TO THE METRORAIL PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires architectural finishes at its light rail stations and miscellaneous other work for completion of the METRORail project; and

WHEREAS, qualified firms submitted bids for the work under a two-step procurement process; and

WHEREAS, Morganti 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:

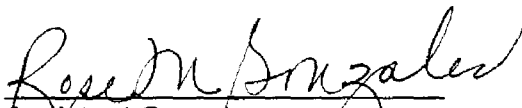
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Morganti Texas, Inc. for architectural and other finishes for completion of the METRORail project for an amount not to exceed \$14,631,120.00.

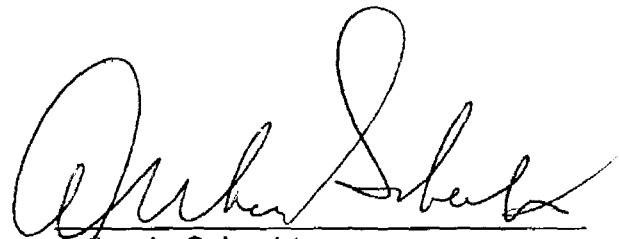
Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEW FLYER INDUSTRIES LIMITED AND WITH STEWART & STEVENSON SERVICES INC., FOR EXHAUST MUFFLERS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for various types of exhaust mufflers for transit vehicles; and

WHEREAS, firms submitted bids for one or more exhaust mufflers identified in the solicitation; and

WHEREAS, New Flyer Industries Limited and Stewart & Stevenson Services, Inc. submitted the lowest responsive and responsible bids for the certain types of exhaust mufflers for which bids were submitted;

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 3-year contract with New Flyer Industries Limited for those certain exhaust mufflers for which the firm submitted the lowest responsive and responsible bid for an amount not to exceed \$652,929.00.

Section 2. The President & CEO is further authorized and directed to execute and deliver a 3-year contract with Stewart & Stevenson Services, Inc. for those certain exhaust mufflers for which the firms submitted the lowest responsive bid, for an amount not to exceed \$1,396,382.00.

Section 3. This resolution is effective immediately upon passage.

ATTEST:



Rose M. Gonzales  
Assistant Secretary

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH CUBIC TRANSPORTATION SYSTEMS, INC. FOR UPGRADE OF METRO'S AUTOMATIC FARE COLLECTION SYSTEM TO SMART CARD TECHNOLOGY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously entered into a contract with Cubic Transportation Systems, Inc. ("Cubic") for an automatic fare collection system which includes elements specifically designed to METRO's specifications; and

WHEREAS, it is necessary that METRO's automated fare collection system have the capacity to accommodate fare media for both bus and rail systems; and

WHEREAS, METRO's Cubic fare collection system can be upgraded to smart card technology to accommodate rail and bus systems, produce lower operating and maintenance costs, and decrease boarding time; and

WHEREAS, software support for METRO's current fare collection system is proprietary to Cubic; and

WHEREAS, Cubic is a supplier of smart card technology and is singularly capable of building upon METRO's system for the necessary upgrades; 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 Cubic Transportation Systems, Inc. for upgrade of METRO's automatic fare collection system to smart card technology for an amount not to exceed \$8,071,000.


Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

REVISING THE DESIGNATION OF PERSONS AUTHORIZED TO TRANSFER AND WITHDRAW FUNDS FROM BANKING INSTITUTIONS ON METRO'S BEHALF; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Article VI of METRO's By-laws provides for the Board's designation, by resolution, of those persons authorized to engage in banking and investment transactions on METRO's behalf; and

WHEREAS, METRO has established certain accounts at local banking institutions; and

WHEREAS, recent personnel changes make it necessary that METRO revise its list of persons authorized to transfer and withdraw funds from banking institutions on METRO's behalf;

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

Section 1. The Board of Directors hereby approves the revised list of persons authorized to engage in banking transactions on behalf of METRO, as set forth in Attachment A.

Section 2. The Board of Directors hereby authorizes the transfer and withdrawal of funds from METRO's accounts upon the signature of the persons identified herein.

Section 3. The Secretary or any Assistant Secretary is hereby authorized and directed to certify this Resolution to the Banks or any one of them.

Section 4. The Banks or any one of them shall be promptly notified in writing by the Secretary or any Assistant Secretary of any change in this Resolution and until the Banks or any one of them have actually received such notice in writing, the Banks or any one of them are authorized to act in pursuance of this Resolution

Section 5. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH ALLISON BUSINESS GROUP FOR MIGRATION TO WINDOWS XP AND OFFICE XP; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO must upgrade its current Microsoft operating system to Windows XP and Office XP to enable continued vendor support; and

WHEREAS, technical support is necessary for effective migration to the Windows XP and Office XP system; and

WHEREAS, METRO issued a Request for Proposal for consultant services; and

WHEREAS, Allison Business Group 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 Allison Business Group for consultant services for migration to Windows XP and Office XP for an amount not to exceed \$575,000.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 22<sup>nd</sup> day of August, 2002  
APPROVED this 22<sup>nd</sup> day of August, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

APPROVING AND ADOPTING THE LABOR AGREEMENT WITH LOCAL 260, TRANSPORT WORKERS UNION OF AMERICA; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, representatives of METRO and Local 260, Transport Workers Union of America ("Union") have met and conferred over the terms and conditions of a labor agreement covering those employees represented by the Union; and

WHEREAS, the Union membership has voted its approval of the proposed Labor Agreement;

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

Section 1. The Board of Directors hereby approves and adopts the terms and conditions for a labor agreement with Local 260, Transport Workers Union of America, for the period August 1, 2002 through July 31, 2005.

Section 2. The President & CEO is hereby authorized and directed to execute a conformed labor agreement with the Union in accordance with this resolution and to take such other actions as may be reasonable and necessary to implement the terms and conditions of the labor agreement.

Section 3. This resolution is effective immediately upon passage.

PASSED this 28<sup>th</sup> day of August, 2002  
APPROVED this 28<sup>th</sup> day of August, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE AGREEMENT WITH BENCON MANAGEMENT AND GENERAL CONTRACTING FOR COMPLETION OF RECONSTRUCTION OF SAN JACINTO STREET FROM COMMERCE TO WALKER STREETS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously entered into an Agreement with Bencon Management and General Contracting to complete reconstruction of San Jacinto Street, between Commerce and Walker Street; and

WHEREAS, additional quantities of certain materials were identified which were necessary for project completion; and

WHEREAS, it is necessary to modify the contract to provide for the additional quantities and payment for such quantities;

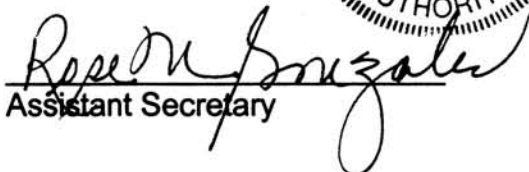
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the agreement with Bencon Management and General Contracting for the reconstruction of San Jacinto Street, between Commerce and Walker Streets, by increasing the maximum authorized expenditures under the agreement by an amount not to exceed \$391,705.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH MCI/WORLDCOM FOR ADJUSTMENT AND RELOCATION OF ITS MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF CONGRESS STREET, FROM LOUISIANA AND JACKSON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will reconstruct Congress Avenue, between Louisiana Street and Jackson Street, as part of its Downtown/Midtown Transit Streets Project; and

WHEREAS, MCI/WorldCom owns communications network facilities in this area which must be relocated in order to proceed with this transit street project; and

WHEREAS, Section 451.058, Texas Transportation Code, requires that METRO pay the costs of utility relocations and adjustments when necessary for transit improvements;


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 MCI/WorldCom for the adjustment and relocation of its manhole and conduit facilities to accommodate the reconstruction of Congress Avenue, between Louisiana Street and Jackson Street, in an amount not to exceed \$123,853.80.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT WITH MCI/WORLDCOM FOR ADJUSTMENT AND RELOCATION OF ITS MANHOLE AND CONDUIT FACILITIES TO ACCOMMODATE CONSTRUCTION OF MILAM STREET BETWEEN PIERCE AND COMMERCE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is reconstructing Milam Street, between Pierce and Commerce Street, as part of its Downtown/Midtown Transit Streets Project; and

WHEREAS, MCI/WorldCom owns communications network facilities in this area which must be relocated in order to proceed with the project; and

WHEREAS, Section 451.058, Texas Transportation Code, requires that METRO pay for the necessary utility relocations and adjustments;

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 MCI/WorldCom for the adjustment and relocation of its manhole and conduit facilities to accommodate reconstruction of Milam Street, between Pierce and Commerce Street, in an amount not to exceed \$188,300.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEW FLYER INDUSTRIES, LIMITED FOR SUPPLY AND DELIVERY OF NEW FLYER BUS PARTS; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH MCI SERVICE PARTS, INC. FOR MCI BUS PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the supply and delivery of New Flyer bus parts and MCI bus parts; and

WHEREAS, New Flyer Industries, Limited submitted the lowest responsive and responsible bid for the supply of New Flyer bus parts; and

WHEREAS, MCI Service Parts, Inc. submitted the lowest responsive and responsible bid for the supply of MCI bus parts;

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

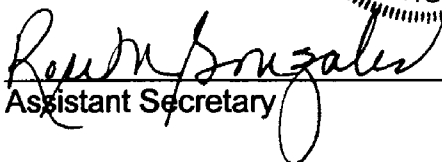
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with New Flyer Industries, Limited for supply and delivery of New Flyer bus parts, for an amount not to exceed \$545,358.

Section 2.. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with MCI Service Parts, Inc. for supply and delivery of MCI bus parts, for an amount not to exceed \$321,775.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEW FLYER INDUSTRIES, LIMITED FOR SUPPLY AND DELIVERY OF KONI SHOCK ABSORBERS AND RELATED PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the supply and delivery of Koni shock absorbers and related parts; and

WHEREAS, New Flyer Industries, Limited submitted the lowest responsive and responsible bid;

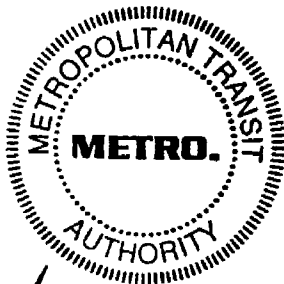
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

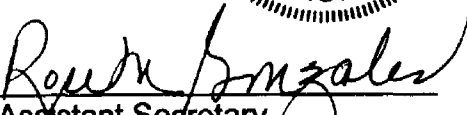
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with New Flyer Industries, Limited for supply and delivery of Koni shock absorbers and related parts, for an amount not to exceed \$289,166.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEW FLYER INDUSTRIES, LIMITED FOR SUPPLY AND DELIVERY OF ARVIN/MERITOR BRAKE/AXLE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the supply and delivery of Arvin/meritor brake/axle parts; and

WHEREAS, New Flyer Industries, Limited 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 New Flyer Industries, Limited for supply and delivery of Arvin/Meritor brake/axle parts for an amount not to exceed \$1,348,681.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON SERVICES, INC. FOR SUPPLY AND DELIVERY OF DELCO REMY PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the supply and delivery of Delco Remy alternators, regulators and other electrical vehicle parts; 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:

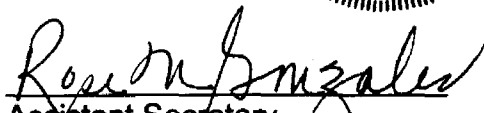
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Stewart & Stevenson Services, Inc. for supply and delivery of Delco Remy vehicle parts for an amount not to exceed \$1,258,937.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH STEWART & STEVENSON SERVICES, INC. FOR SUPPLY AND DELIVERY OF ALLISON TRANSMISSION PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the supply and delivery of Allison transmission parts; and

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

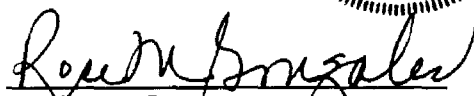
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with Stewart & Stevenson Services, Inc. for supply and delivery of Allison transmission parts, for an amount not to exceed \$1,739,697.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

  
Thomas E. Whitson  
Chairman



A RESOLUTION

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

WHEREAS, METRO issued an invitation for bids for Detroit Diesel engine parts 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 three-year contract with Stewart & Stevenson Services, Inc. for Detroit Diesel engine parts for an amount not to exceed \$1,139,222.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH GE POLYMERSHAPES FOR SUPPLY AND DELIVERY OF HIGH IMPACT POLYCARBONATE SHEETS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the supply and delivery of high impact polycarbonate sheets for use in METRO's bus shelters; and

WHEREAS, GE Polymershapes submitted the lowest responsive and responsible bid;

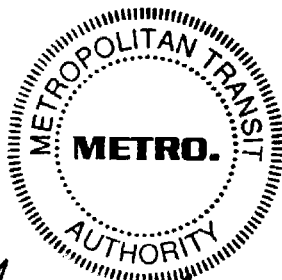
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:


Section 1. The President & CEO is hereby authorized and directed to execute and deliver a three-year contract with GE Polymershapes for supply and delivery of high impact polycarbonate sheets, for an amount not to exceed \$354,517.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER MODIFICATIONS TO THE CONTRACTS WITH AIA ENGINEERS, LTD.; BROWN & GAY ENGINEERS, INC.; KLOTZ ASSOCIATES, INC.; TEDSI INFRASTRUCTURE GROUP AND TURNER, COLLIE & BRADEN, INC., FOR TRAFFIC ENGINEERING AND DESIGN SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously entered into requirements-type contracts with the firms of AIA Engineers, Ltd.; Brown & Gay Engineers, Inc.; Klotz Associates, Inc.; TEDSI Infrastructure Group and Turner, Collie & Braden, Inc. for professional traffic engineering and design services in support of the RCTSS, fixed guideway modernization projects, and other facility projects; and

WHEREAS, additional services are necessary to enable project completion;

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

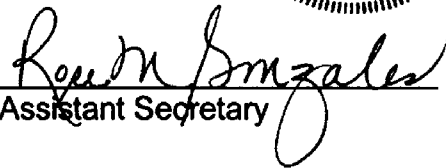
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contract modifications to the professional traffic engineering and design services contracts with AIA Engineers, Ltd.; Brown & Gay Engineers, Inc.; Klotz Associates, Inc.; TEDSI Infrastructure Group and Turner, Collie & Braden, Inc. to increase the maximum authorized expenditures under each contract by \$150,000.00 each, and to extend the performance periods of each contract consistent with the project requirements.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A SELECTED-SOURCE CONTRACT WITH BLUWARE, INC. FOR CONSULTING SERVICES RELATED TO ORACLE APPLICATIONS AND DATABASES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO utilizes various Oracle applications and databases as part of Oracle's Financial Application suite; and

WHEREAS, METRO requires consulting assistance to more fully utilize and optimize the accounting and procurement functions within the Oracle applications and databases; and

WHEREAS, Bluware, Inc. has considerable expertise in the Oracle Financial application and has a unique capability to provide the necessary consulting services; and

WHEREAS, selected source justification has been submitted;

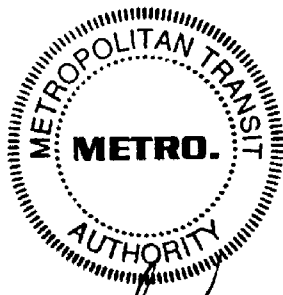
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board of Directors hereby approves and authorizes use of Bluware, Inc., on a selected source basis to provide consulting assistance for full utilization of Oracle applications and databases.

Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Bluware, Inc. for an amount not to exceed \$250,000.00.

Section 3. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A SELECTED-SOURCE CONTRACT WITH AUTOMATION & MANAGEMENT CONSULTING, L.L.C., FOR CONVERSION AND UPGRADE OF THE QUICKRIDE PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's QuickRide Program for paid access to METRO's HOV lanes must be converted from the DOS to Windows-based system to enable better user access and compatibility with other systems; and

WHEREAS, METRO requires consulting assistance to perform the necessary conversion and upgrade; and

WHEREAS, Automation & Management Consulting, L.L.C. has performed similar services for area agencies that interact with METRO's program and has a unique capability to provide the services METRO desires; and

WHEREAS, selected source justification has been submitted;

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

Section 1. The Board of Directors hereby approves and authorizes use of Automation & Management Consulting, L.L.C. on a selected source basis.

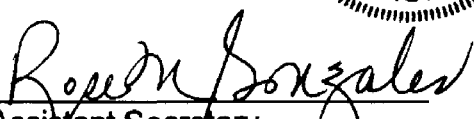
Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Automation & Management Consulting, L.L.C. for conversion and upgrade of METRO's QuickRide program for an amount not to exceed \$60,000.00

Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH COPY TIME EXPRESS TO EXTEND THE CONTRACT PERIOD AND INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Copy Time Express for offset printing of METRO bus schedules; and

WHEREAS, Copy Time Express has satisfactorily performed under the initial one year term; and

WHEREAS, the contract includes two one-year options to extend the performance period; and

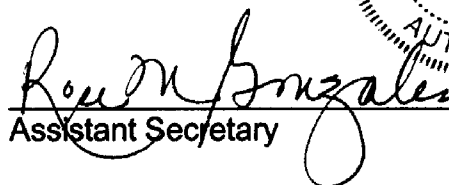
WHEREAS, the Board of Directors is of the opinion that it is appropriate to exercise the first option year of the contract;

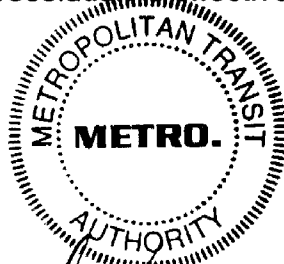
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a modification to the contract with Copy Time Express to extend the contract performance period by one year and to increase the maximum authorized expenditures under the contract by \$300,025.00.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

  
Assistant Secretary



PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

  
Thomas E. Whitson  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A SELECTED SOURCE CONTRACT WITH RESOURCES CONNECTION OF TEXAS TO PROVIDE AN INTERIM ACCOUNTING MANAGER; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the position of Accounting Manager was recently vacated and a temporary accounting manager was engaged on an emergency basis through Resources Connection of Texas; and

WHEREAS, it is necessary to continue the accounting manager services on an interim basis with a contract employee pending selection of a qualified candidate to fill the vacant position; 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 Board of Directors hereby approves and authorizes use of Resources Connection of Texas on a selected source basis for an interim Account Manager pending engagement of a full-time employee.

Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a selected source contract with Resources Connection of Texas to provide an interim Account Manager for an amount not to exceed \$100,000.00.

Section 3. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:

  
Assistant Secretary



  
Thomas E. Whitson  
Chairman

A RESOLUTION

APPROVING AND ADOPTING AN OPERATING BUDGET AND A CAPITAL BUDGET FOR FISCAL YEAR 2003; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Section 451.103, Texas Transportation Code, requires that METRO adopt an annual Operating Budget which specifies major expenditures by type and amount prior to commencement of its fiscal year; and

WHEREAS, METRO has also prepared a Capital Budget for Capital expenditures for the upcoming fiscal year; and

WHEREAS, a public hearing on the proposed Operating and Capital Budgets for Fiscal Year 2003 has been held in accordance with statutory requirements;

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 a public hearing has been held on the proposed Operating and Capital Budgets for Fiscal year 2003, the testimony considered and all prerequisites required by statute for adopting an Operating Budget and a Capital Budget for Fiscal Year 2003 have been met.

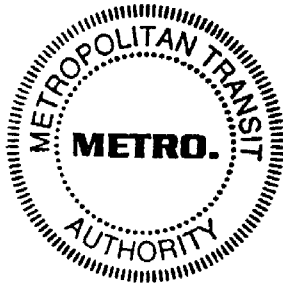
Section 2. The Board of Directors hereby approves and adopts an Operating Budget for Fiscal year 2003 totaling \$268,186,000.


Section 3. The Board of Directors hereby approves and adopts a Capital Budget for Fiscal Year 2003 totaling \$463,196,000.

Section 4. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

APPROVING AND ADOPTING A SECTION 5307 PROGRAM OF PROJECTS FOR FISCAL YEARS 2003-2005; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PREPARE AND SUBMIT A GRANT APPLICATION TO THE FEDERAL TRANSIT ADMINISTRATION FOR RECEIPT OF SECTION 5307 FUNDS, TO TAKE ALL ADMINISTRATIVE ACTIONS NECESSARY TO PURSUE SAID GRANT APPLICATION, TO EXECUTE ON BEHALF OF METRO ANY RESULTING GRANT AGREEMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, The Federal Transit Act ("Act") provides for annual grant funding based upon a formula allocation (Section 5307 funds); and

WHEREAS, as a prerequisite to receipt of Section 5307 funds, the Act requires the grantee to adopt a Program of Projects ("POP") and identify those projects for which federal formula funding will be requested; and

WHEREAS, the Act also requires, for planning purposes, that grantees identify a tentative two-year grant program beyond the POP; and

WHEREAS, the Board of Directors has reviewed the proposed POP for Fiscal Year 2003 and the tentative POP for Fiscal Years 2004 and 2005;

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

Section 1. The Section 5307 Program of Projects for Fiscal Year 2003 and tentative Program of Projects for Fiscal years 2004 and 2005, attached hereto as attachments 1 and 2, are hereby approved and adopted.

Section 2. The President & CEO is hereby authorized and directed to apply for Section 5307 funds for the POP adopted herein and to take all administrative actions reasonable and necessary to complete such application.

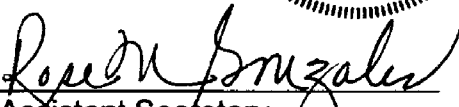
Section 3. The President & CEO is hereby further authorized and directed to execute any resulting grant agreement with the Federal Transit Administration for Section 5307 funds.


Section 4. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MEMORANDUM OF UNDERSTANDING WITH THE TEXAS DEPARTMENT OF TRANSPORTATION AND HARRIS COUNTY CONCERNING FUTURE TRANSIT OPERATIONS ON THE KATY FREEWAY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Interstate Highway 10, the Katy Freeway, is one of the most heavily traveled thoroughfares in the greater Houston area; and

WHEREAS, the State, through the Texas Department of Transportation, plans to widen and reconstruct the Katy Freeway in order to enhance mobility and reduce congestion; and

WHEREAS, the Federal Highway Administration has approved a pilot project proposed by the Texas Department of Transportation and the Harris County Toll Road Authority for the inclusion of managed use lanes in the Katy Freeway reconstruction project; and

WHEREAS, METRO provides transit services in the Katy Freeway Corridor; and

WHEREAS, it is appropriate that transit considerations be included in the Katy Freeway reconstruction project;

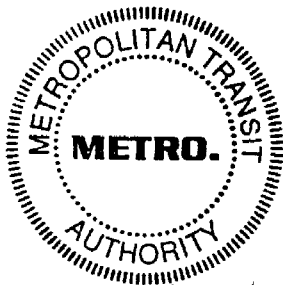
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

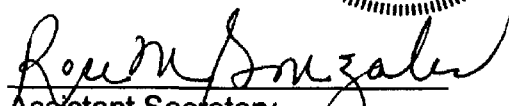
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a Memorandum of Understanding with the Texas Department of Transportation and Harris County to provide for development of a frame work for future transit operations on the Katy Freeway and to address the basic principles for such operations as set forth in Attachment A.


Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of September, 2002  
APPROVED this 19<sup>th</sup> day of September, 2002

ATTEST:



  
Assistant Secretary

  
Thomas E. Whitson  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH MANPOWER PROFESSIONAL, SILVER & ASSOCIATES, AND SPHERION FOR TEMPORARY PERSONNEL AGENCY SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires temporary personnel to replace staff on leave, to perform special projects, and during peak work periods; and

WHEREAS, it is necessary to use the services of temporary personnel agencies in order to obtain skilled and experienced workers; and

WHEREAS, the firms of Manpower Professional, Silver & Associates, and Spherion are most qualified to provide the necessary services;

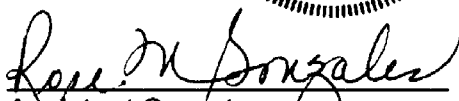
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts for temporary personnel services with the firms of Manpower Professional, Silver & Associates, and Spherion, with each contract in the not-to-exceed amount of \$300,000.00.

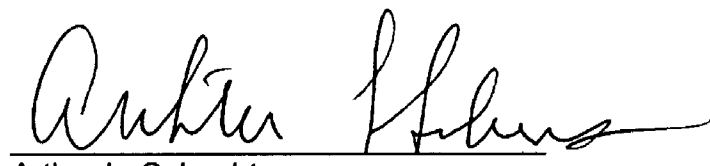
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH THE SOUTHWESTERN BELL TELEPHONE COMPANY FOR THE RELOCATION AND ADJUSTMENT OF ITS UNDERGROUND FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF TRAVIS STREET, FROM SPUR 527 TO PIERCE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Travis Street, from Spur 527 to Pierce, 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 underground facilities owned by Southwestern Bell Telephone Company; and

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

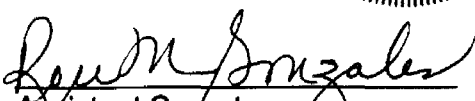
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a reimbursement agreement with Southwestern Bell Telephone Company for the relocation and adjustment of its underground facilities to accommodate the reconstruction of Travis Street, from Spur 527 to Pierce at a cost not exceed \$385,000.00.

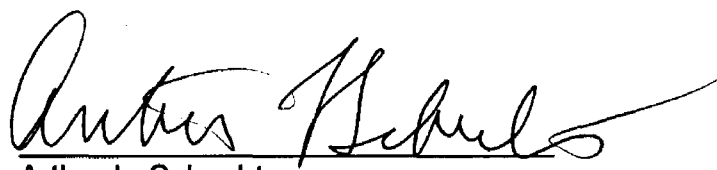
Section 2. This ~~resolution~~ is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH CTE ENGINEERS, INC. AND INFRASTRUCTURE ASSOCIATES FOR PROFESSIONAL COST ESTIMATING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires professional cost estimating services for various projects; and

WHEREAS, METRO solicited Qualification Statements and Letters of Interest; and

WHERE, firms have been selected which are most qualified to perform the necessary services;

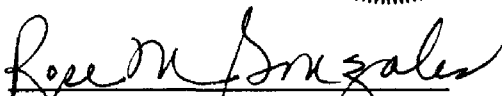
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts with CTE Engineers Inc. and Infrastructure Associates for professional cost estimating services, with each contract in an amount not to exceed \$250,000.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH EPSILON ENGINEERING, INC. AND LEWIS & ZIMMERMAN ASSOCIATES, INC. FOR PROFESSIONAL VALUE ENGINEERING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited Qualification Statements and Letters of Interest for professional value engineering services; and

WHEREAS, the firms of Epsilon Engineering, Inc. and Lewis & Zimmerman Associates, Inc. have been determined most qualified to perform the necessary services;

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

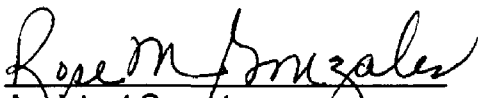
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts with Epsilon Engineering, Inc. and with Lewis & Zimmerman Associates, Inc. for professional value engineering services in the not to exceed amounts of \$300,000.00 and \$200,000.00, respectively.


Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH KM CHNG ENVIRONMENTAL, INC. FOR MOBILE SOURCE AIR QUALITY CONSULTANT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires mobile source air quality consultant services for evaluation and assessment of the air quality impact of METRO projects; and

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

WHEREAS, the firm of KM Chng Environmental, Inc. is qualified to perform the necessary services;

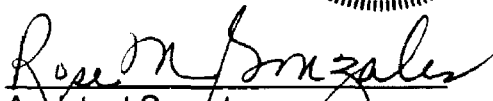
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with KM Chng Environmental, Inc. for mobile source air quality consultant services for an amount not to exceed \$250,00.00.

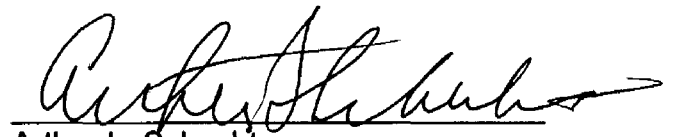
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NETVERSANT-HOUSTON, INC. FOR INSTALLATION OF FIBER OPTIC CABLE, COMMUNICATIONS DEVICES AND RELATED NETWORKING EQUIPMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, transit development in the Main Street Corridor includes transit street improvements, the operation of METRORail and traffic signalization to enable traffic signal control with transit priority; and

WHEREAS, fiber optic cable, communications devices and related networking equipment must be installed in the Main Street Corridor to enable traffic signal control that operates complementary to METRORail and that is compatible with the Regional Computerized Traffic Signal System outside the corridor; and

WHEREAS, NetVersant-Houston, Inc. is uniquely qualified to perform the work because of its familiarity with the Regional Computerized Traffic Signal System; and

WHEREAS, selected source justification has been submitted; and

WHEREAS, NetVersant-Houston, Inc. is qualified and capable of performing the work;

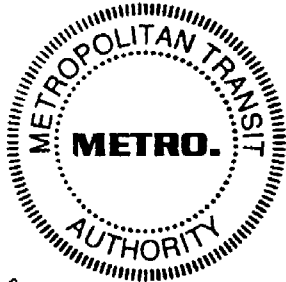
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

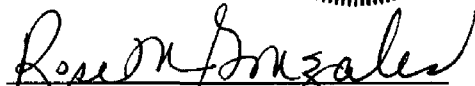
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with NetVersant-Houston, Inc. for installation of fiber optic cable, communication devices and related networking equipment for an amount not to exceed \$875,000.00.

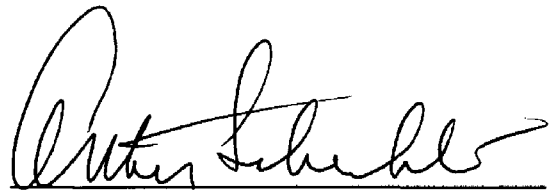
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

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 PARSONS TRANSPORTATION GROUP FOR GENERAL ENGINEERING CONSULTING SERVICES FOR THE REGIONAL COMPUTERIZED TRAFFIC SIGNAL SYSTEM (RCTSS); AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Parsons Transportation Group for general engineering consulting services for the Regional Computerized Traffic Signal System; and

WHEREAS, additional services are needed for design and implementation of traffic signal systems in the Main Street Corridor, support for partner agency maintenance and operations, and system integration; and

WHEREAS, it is necessary to modify the contract to provide for the additional services and increase the maximum authorized expenditures 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 contract with Parsons Transportation Group for general engineering consultant services and increase the maximum authorized expenditures under the contract by an amount not to exceed \$5,025,000.00.


Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SAFETY-KLEEN CORP. FOR VEHICLE PARTS WASHER SERVICE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, vehicle parts washers are used to clean bus and automobile parts during routine maintenance; and

WHEREAS, METRO solicited bids for vehicle parts washer service; and

WHEREAS, Safety-Kleen Corp. submitted the only bid and its bid has been determined fair and reasonable;

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

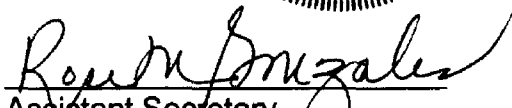
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Safety-Kleen Corp for vehicle parts washer service for an amount not to exceed \$178,301.12.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH U.S. LIQUIDS OF HOUSTON L.L.C. FOR REMOVAL, TRANSPORT AND DISPOSAL OF CLASS II NON-HAZARDOUS LIQUID WASTE MATERIAL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for the removal, transport and disposal of Class II non-hazardous liquid waste materials; and

WHEREAS, the firm of U.S. Liquids of Houston L.L.C. 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 requirements type contract with U.S. Liquids of Houston L.L.C. for removal, transport and disposal of Class II non-hazardous liquid waste material at a cost not to exceed \$292,170.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH WILLIAMS DETROIT DIESEL ALLISON FOR PURCHASE OF CASTROL TRANSYND SYNTHETIC AUTOMATIC TRANSMISSION FLUID; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for the purchase of Castrol Transynd Synthetic Automatic Transmission Fluid; and

WHEREAS, Williams Detroit Diesel Allison 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 Williams Detroit Diesel Allison for purchase of Castrol Transynd Synthetic Automatic Transmission Fluid for an amount not to exceed \$746,028.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

DESIGNATING THREE PARCELS OF LAND ON MAURY STREET AS APPROPRIATE FOR INTERLOCAL GOVERNMENTAL COOPERATION; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER ALL APPROPRIATE DOCUMENTS FOR THE SALE OF THE PROPERTY TO HARRIS COUNTY FOR EXTENSION OF THE HARDY TOLL ROAD; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Harris County, through the Harris County Toll Road Authority, is authorized by State law to construct, operate and maintain toll roads, and has determined that mobility will be enhanced by extending the Hardy Toll Road into the Houston Downtown area; and

WHEREAS, METRO owns three parcels of land on Maury Street which are situated adjacent to the planned extension of the Hardy Toll Road; and

WHEREAS, METRO has no current or future use for the parcels; and

WHEREAS, the Board of Directors is of the opinion that the parcels are appropriate for interlocal governmental cooperation;

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

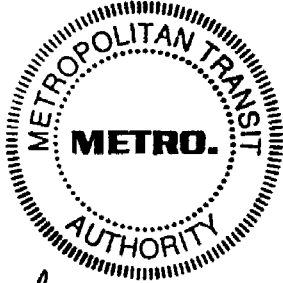
Section 1. Those certain parcels of land located on Maury Street and owned by METRO are hereby declared appropriate for interlocal governmental cooperation.


Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver all appropriate documents for the sale of certain parcels of land located on Maury Street, situated in Houston, Harris County, Texas, to Harris County for amounts consistent with the appraised value of the parcels.

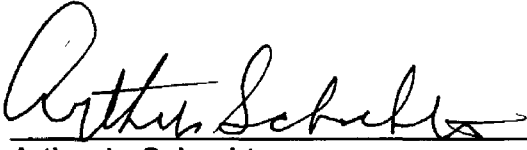
Section 3. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF PROPERTY FOR DIRECT AND INDIRECT TRANSIT PURPOSES, INCLUDING BUT NOT LIMITED TO, CONSTRUCTION OF THE BARKER-CYPRESS PARK & RIDE LOT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2002-66, the Board of Directors authorized the acquisition of property for transit purposes, including, but not limited to, development of the Barker-Cypress Park & Ride lot; and

WHEREAS, a site was identified for construction of the Barker-Cypress Park & Ride lot and just compensation was determined for the acquisition of two parcels of land; and

WHEREAS, one of the parcels to be acquired is a 16.695 acre tract owned by R.E.D. Cypress Creek LTD, with a previously estimated value of \$2.00 per square foot; and

WHEREAS, it has been necessary to revise the just compensation value in consideration of recent real estate transactions in the vicinity of the Barker Cypress Park & Ride lot;

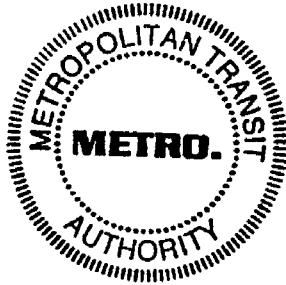
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:


Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements for the acquisition of a tract of land, consisting of approximately 16.695 acres, owned by R.E.D. Cypress Creek, LTD for an amount consistent with the revised just compensation, and to undertake such administrative adjustments as required for acquisition of the property.

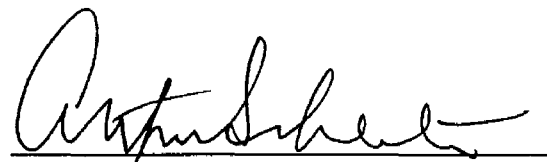
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER THE GRANT OF CERTAIN AERIAL EASEMENTS ON THE WESTPARK CORRIDOR TO CENTERPOINT ENERGY HOUSTON ELECTRIC, L.L.C.; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 99-128, the Board of Directors authorized the sale of the northernmost portion of the Westpark Corridor to Harris County for construction of the Westpark Toll Road; and

WHEREAS, METRO retains ownership in the southern portion of the Westpark Corridor; and

WHEREAS, CenterPoint Energy Houston Electric, L.L.C. ("CenterPoint Energy") owns and operates aerial electrical and communication facilities over that portion of the Westpark Corridor that was acquired by Harris County; and

WHEREAS, it is necessary to relocate the electrical and communication facilities to avoid interference with the construction of the Westpark Toll Road; and

WHEREAS, CenterPoint Energy desires ten (10) aerial easements over certain parcels in the southernmost segment of the Westpark Corridor to enable continued customer service; and

WHEREAS, the grant of these aerial easements will not hinder future transit development;

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

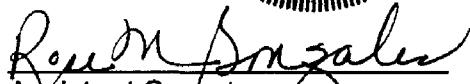
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver all appropriate documents for the grant of ten (10) aerial easements in the Westpark Corridor to CenterPoint Energy for amounts consistent with the appraised value of the easement.

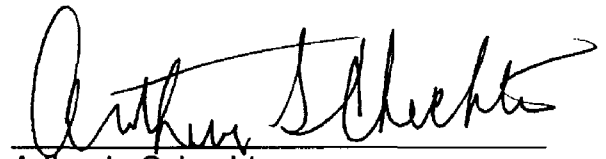
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF PROPERTY, THROUGH ADMINISTRATIVE SETTLEMENT, FOR DIRECT AND INDIRECT PURPOSES, INCLUDING BUT NOT LIMITED TO THE METRORAIL PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2002-17, the Board authorized the acquisition of a certain tract consisting of approximately 0.1550 acres of land located on San Jacinto Street (hereinafter referred to as "the property") for transit purposes, including construction of the METRORail project; and

WHEREAS, multiple tenants currently reside on the property and must be relocated to decent, safe and sanitary premises; and

WHEREAS, METRO is obligated to assist in finding substitute accommodations and assume relocation costs; and

WHEREAS, METRO staff and the property owner have proceeded with negotiations for acquisition of the San Jacinto property and for location of suitable premises for the tenants, and the parties have reached tentative resolution of these issues; and

WHEREAS, the Board is of the opinion that it is appropriate to acquire the San Jacinto Street property through administrative settlement;

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

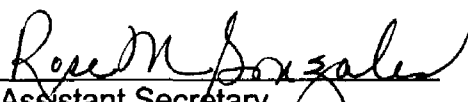
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver all appropriate documents for acquisition of that certain tract of land,

consisting of approximately 0.1550 acres of land located on San Jacinto Street, by administrative settlement.

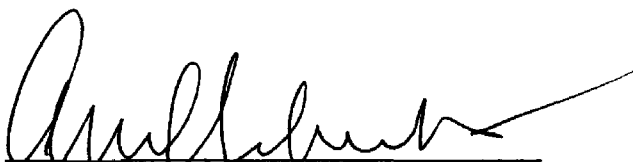
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH CENTERPOINT ENERGY FOR THE RELOCATION AND ADJUSTMENT OF ITS UNDERGROUND FACILITIES TO ACCOMMODATE THE CONSTRUCTION OF TRAVIS STREET, FROM SPUR 527 TO PIERCE STREET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Travis Street from Spur 527 to Piece Street, will impact certain underground facilities owned by CenterPoint Energy Houston (formerly Reliant Energy/ENTEX) 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 when such relocation and adjustment is made necessary to accommodate transit projects;

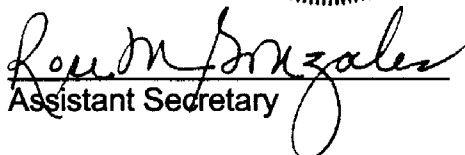
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a reimbursement agreement with CenterPoint Energy for the relocation and adjustment of its underground facilities to accommodate the reconstruction of Travis Street, from Spur 527 to Pierce Street, at a cost not to exceed \$340,826.00.

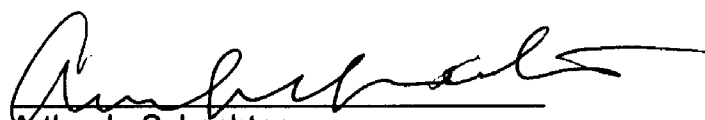
Section 2. ~~This resolution~~ is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A REIMBURSEMENT AGREEMENT WITH CENTERPOINT ENERGY HOUSTON ELECTRIC, L.L.C. FOR THE RELOCATION AND ADJUSTMENT OF ITS OVERHEAD AND UNDERGROUND FACILITIES TO ACCOMMODATE THE RECONSTRUCTION OF TRAVIS STREET, FROM SPUR 527 TO PIERCE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the reconstruction of Travis Street, from Spur 527 to Pierce Street, is a part of METRO's Downtown/Midtown Transit Streets project; and

WHEREAS, it is necessary that certain overhead and underground facilities owned by CenterPoint Energy Houston Electric, L.L.C. be adjusted and relocated to accommodate construction of this transit street project;

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 CenterPoint Energy Houston Electric, L.L.C. for the relocation and adjustment of its overhead and underground facilities to accommodate the reconstruction of Travis Street, from Spur 527 to Pierce Street, at a cost not to exceed \$200,000.00.

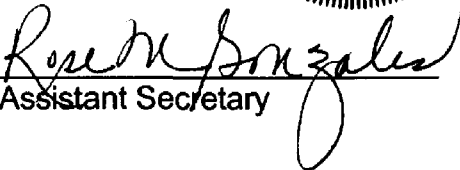
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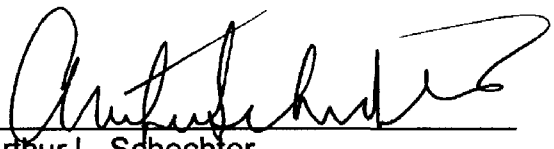
Section 2. This resolution is effective immediately upon passage.

PASSED this 24<sup>th</sup> day of October, 2002  
APPROVED this 24<sup>th</sup> day of October, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A REQUISITION FOR THE PURCHASE OF SUPPORT VEHICLES UNDER THE HOUSTON-GALVESTON AREA COUNCIL COOPERATIVE PURCHASING PROGRAM AND/OR THE STATE OF TEXAS COOPERATIVE PURCHASING PROGRAM'S TEXAS BUILDING & PROCUREMENT COMMISSION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board previously authorized METRO's execution of interlocal agreements with the Houston-Galveston Area Council and with the State of Texas, enabling METRO's participation in their Cooperative Purchasing Program; and

WHEREAS, METRO requires support vehicles, including police patrol units, vans and specialty vehicles, that can be purchased under the Houston-Galveston Area Council Cooperative Purchasing Program, or through the State of Texas Cooperative Purchasing Program's Texas Building & Procurement Commission; and

WHEREAS, prices have not yet been finalized; and

WHEREAS, staff seeks Board authorization to purchase the support vehicles through the Houston-Galveston area Council Cooperative Purchasing Program or the State Cooperative Purchasing Program's Texas Building & Procurement Commission, subject to a determination of the most favorable prices; and

WHEREAS, due to the urgent need for the vehicles, the Board of Directors finds that it is appropriate to authorize execution and delivery of requisitions at this time;

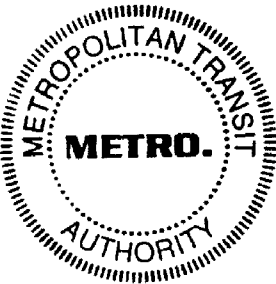
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

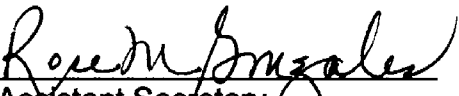
Section 1. Upon determination of the most favorable prices, the President & CEO is hereby authorized and directed to execute and deliver requisitions to the Houston-Galveston Area Council and/or the State of Texas in accordance with their respective Cooperative Purchasing Programs for the purchase of sixty-four (64) support vehicles for a total amount not to exceed \$1,886,736.00.


Section 2. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH BRIDGESTONE FIRESTONE NORTH AMERICAN TIRE, LLC FOR LEASE AND SERVICE OF BUS TIRES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO invited bids for lease and service of bus tires; and

WHEREAS, Bridgestone Firestone North American Tire, LLC submitted the lowest responsive and responsible bid;

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

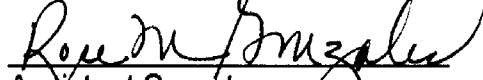
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a five-year contract with Bridgestone Firestone North American Tire, LLC for lease and service of bus tires for an amount not to exceed \$12,298,313.00.

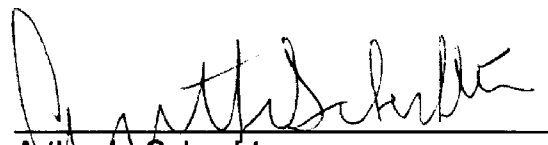
Section 2. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman



A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH GREATER HOUSTON TRANSPORTATION CO., INC. FOR METROLIFT SEDAN TRANSPORTATION SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO uses contractor-provided and operated sedans and mini-vans for transportation of elderly and disabled patrons in support of the METROLift services, known as "METROLift Sedan Transportation Services"; and

WHEREAS, METRO issued a Request for Proposals for METROLift Sedan Transportation Services; and

WHEREAS, Greater Houston Transportation Co., Inc. has been determined most qualified to provide the service;

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

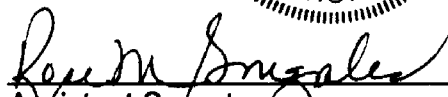
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a five-year contract with Greater Houston Transportation Co., Inc. for METROLift Sedan Transportation Services for an amount not to exceed \$54,071,740.06.

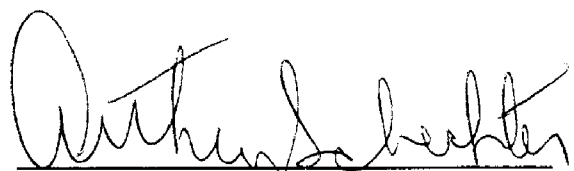
Section 2. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER CONTRACTS WITH FLORIDA TRAFFIC CONTROL DEVICES, INC., KENMOR ELECTRIC CO., L.P., AND WITH PFEIFFER & SON, LTD. FOR CONSTRUCTION OF TRAFFIC SIGNAL IMPROVEMENTS AS PART OF THE REGIONAL COMPUTERIZED TRAFFIC SIGNAL SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, cabinets, electrical wiring and signal equipment must be installed in support of the traffic signal upgrades for the Regional Computerized Traffic Signal System; and

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

WHEREAS, the firms of Florida Traffic Control Devices, Inc., KenMor Electric Co., L.P. and Pfeiffer & Son, Ltd. submitted the lowest responsive and responsible bid for specific bid items;

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

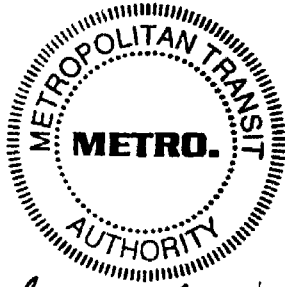
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts for construction of traffic signal improvements as a part of the regional Computerized Traffic Signal System with the following firms and for the amounts indicated:

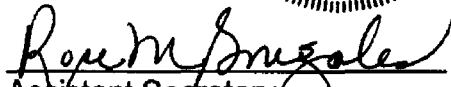
<u>Firm</u>	<u>Amount</u>
Florida Traffic Control Devices, Inc.	\$5,171,464.55
KenMor Electric Co., L.P.	\$4,817,464.55
Pfeiffer & Son, Ltd.	\$4,846,714.25

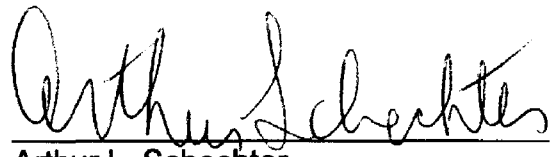
Section 2. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SATTERFIELD & PONTIKES CONSTRUCTION, INC. FOR CONSTRUCTION OF THE TEXAS MEDICAL CENTER TRANSIT CENTER FACILITY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will construct a transit center at the intersection of Galen Street and Fannin to provide transit services for patrons in the Texas Medical Center area and access to the METRORail; and

WHEREAS, METRO invited bids for the construction of the Texas Medical Center Transit Center facility; and

WHEREAS, Satterfield & Pontikes Construction, Inc. submitted the lowest responsive and responsible bid;

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

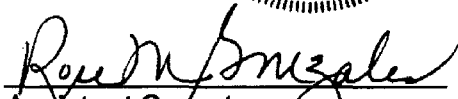
Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Satterfield & Pontikes Construction, Inc. for construction of the Texas Medical Center Transit Center facility for an amount not to exceed \$9,243,000.00.

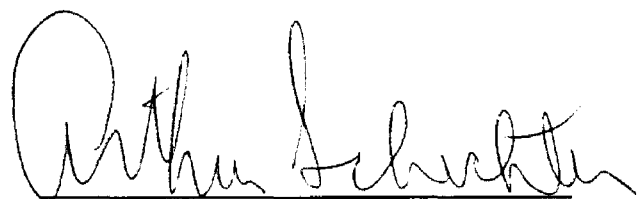
Section 2. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

ATTEST:



  
Regina Gonzalez  
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 PIERCE, GOODWIN ALEXANDER & LINVILLE FOR DESIGN SUPPORT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Pierce, Goodwin, Alexander & Linville for design support services for the Downtown/Midtown and Texas Medical Center Transit Streets projects; and

WHEREAS, additional services are needed during ongoing construction of these mobility 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 a modification to the contract with Pierce, Goodwin, Alexander & Linville for continuing design support services during construction of the Downtown/Midtown and Texas Medical Center Transit Streets projects to increase the maximum authorized expenditures under the contract by an amount not to exceed \$310,000.00.

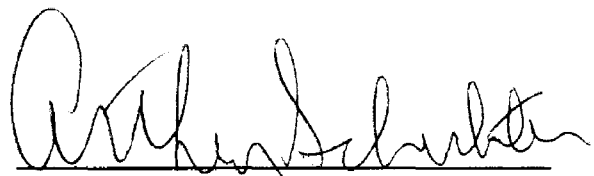
Section 2. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR ACQUISITION OF A 0.060 ACRE TRACT ON GREENBRIAR ROAD FOR TRANSIT PURPOSES INCLUDING BUT NOT LIMITED TO THE CONSTRUCTION OF "METRORail"; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, transit development in the Main Street Corridor requires the acquisition of property for system enhancements, including but not limited to the METRORail project; and

WHEREAS, an additional site has been identified on Greenbriar Road which is necessary for transit development, and Just Compensation has been determined; and

WHEREAS, the Board of Directors believes it is appropriate to authorize the President & CEO to negotiate for acquisition of the property as described herein;

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 that certain 0.060 acre tract of land, located on the east side of Greenbriar and owned by CHCA Women's Hospital, L.P. for transit system components and transit purposes, including but not limited to, development of the METRORail project, in the appropriate amount based upon Just Compensation with such modifications to such documents as the President & CEO may determine are necessary and desirable.

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER INTERAGENCY AGREEMENTS WITH THE HOUSTON-GALVESTON AREA COUNCIL AND THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY FOR FUNDING SUPPORT OF THE CLEAN VEHICLE PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Houston-Galveston region must reduce the ozone levels in order to meet federal air quality standards; and

WHEREAS, ozone reduction initiatives include implementation of the Clean Vehicles Program ("Program") to reduce nitrogen oxide vehicle emissions; and

WHEREAS, METRO will participate in the Program by the addition of exhaust gas recirculation technology kits to transit vehicles and other engine modifications that will result in significant reductions in nitrogen oxide from mobile source emissions; and

WHEREAS, federal funds for Program initiatives are available through the Houston-Galveston Area Council and the Texas Commission on Environmental Quality; and

WHEREAS, it is appropriate that METRO pursue efforts for funding support;

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

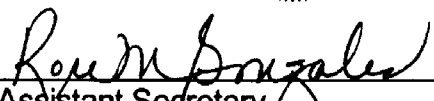
Section 1. The President & CEO is hereby authorized and directed to execute and deliver interagency agreements with the Houston-Galveston Area Council and the Texas Commission on Environmental Quality for funding support for METRO'S participation in the Clean Vehicles Program.

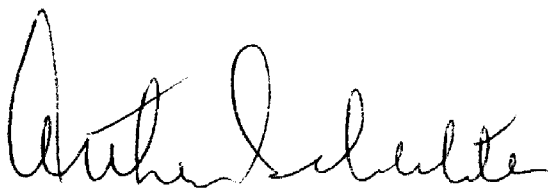
Section 2. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

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 FOR CONSTRUCTION OF UNDERGROUND FACILITIES FOR ELECTRICAL SERVICES FOR METRO'S DOWNTOWN TRANSIT CENTER AND ADMINISTRATION OFFICE BUILDING; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will construct a Downtown Transit Center and Administrative Office Building; and

WHEREAS, electrical services will be provided by way of an underground vault rather than the standard mounted transformer configuration; and

WHEREAS, the delivery of utilities from a non-standard location is an added cost;

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

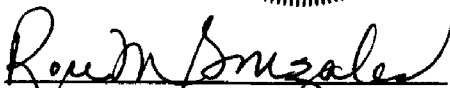
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with CENTERPOINT Energy for construction of underground facilities for delivery of electrical services for the Downtown Transit Center and Administrative Office Building, at a cost not to exceed \$115,330.00.

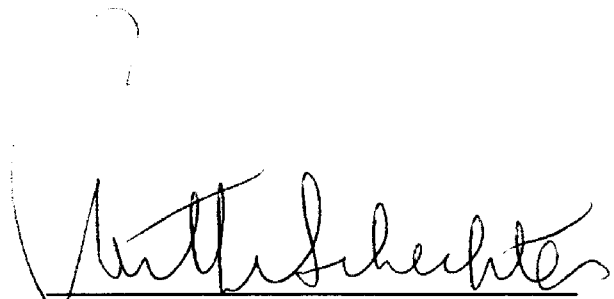
Section 2. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

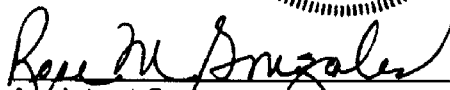
Section 2. The President & CEO is authorized and directed to undertake such administrative adjustments as required for acquisition of the property.

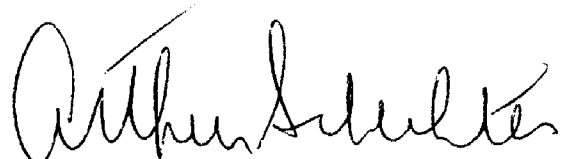
Section 3. This resolution is effective immediately upon passage.

PASSED this 21<sup>st</sup> day of November, 2002  
APPROVED this 21<sup>st</sup> day of November, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AMENDING THE PRESIDENT & CHIEF EXECUTIVE OFFICER'S EMPLOYMENT AGREEMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the employment agreement between METRO and the President & Chief Executive Officer, Shirley A. DeLibero, provides for an annual performance review; and

WHEREAS, the Board of Directors has reviewed the performance of the President & Chief Executive Officer and is of the opinion that she has performed in a superior fashion; and;

WHEREAS, the Board of Directors wishes to acknowledge the superior performance of the President & Chief Executive Officer;

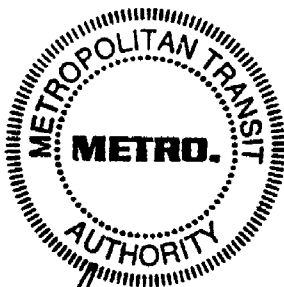
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

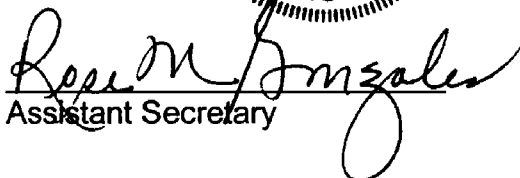
Section 1. The Board of Directors hereby amends the employment agreement between METRO and Shirley A. DeLibero to provide for a 7% salary increase. Additionally, the employment agreement between METRO and Shirley A. DeLibero is hereby amended to increase the term of employment an additional four months.

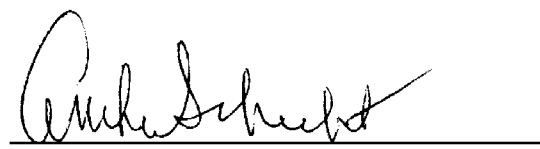
Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of December, 2002  
APPROVED this 19<sup>th</sup> day of December, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH INITIAL SECURITY FOR SECURITY GUARD SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, ten firms responded to METRO's Request for Proposals for security guard services at Park & Ride lots, transit centers and bus operating facilities; and

WHEREAS, Initial Security is 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 a contract with Initial Security for security guard services for a one-year period, with two one-year options, for an amount not to exceed \$936,494.00.

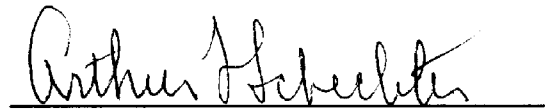
Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of December, 2002  
APPROVED this 19<sup>th</sup> day of December, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH INTERACTIVE MEDICAL CONNECTIONS, INC., DR. JAMES M. VANDERPLOEG, M.D. FOR MEDICAL CONSULTANT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is required to have a medical review officer available as part of federally mandated drug and alcohol testing program; and

WHEREAS, METRO's physical examination and wellness program also requires the services of an appropriately skilled physician; and

WHEREAS, METRO invited proposals to provide medical review officer services; and

WHEREAS, James M. Vanderploeg, M.D. of Interactive Medical Connections, Inc. submitted the most satisfactory proposal;

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

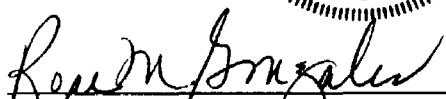
Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Interactive Medical Connections, Inc. Dr. James M. Vanderploeg, M.D. for medical consulting services for a three year period at a cost not to exceed \$250,000.00.

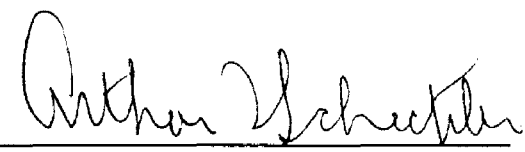
Section 2. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of December, 2002  
APPROVED this 19<sup>th</sup> day of December, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

RESCINDING RESOLUTION NO. 2002-96; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH BUCHANAN ASSOCIATES FOR MIGRATION TO WINDOWS XP AND OFFICE XP; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO must upgrade its current Microsoft operating system to Windows XP and Office XP to enable continued vendor support; and

WHEREAS, METRO solicited proposals from firms for technical support for migration to the new systems; and

WHEREAS, by way of Resolution NO. 2002-96, METRO was authorized to negotiate and execute a contract with Allison Business Group for technical support for effective migration to the Windows XP and Office XP systems; and

WHEREAS, during negotiations, representatives of Allison Business Group informed METRO staff that the company can no longer provide the necessary technical support because of recent personnel and organizational changes; and

WHEREAS, staff proceeded to negotiate with other qualified firms that had responded to METRO's solicitation; and

WHEREAS, Buchanan Associates is most qualified to perform the necessary services at a price that is fair and reasonable;

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

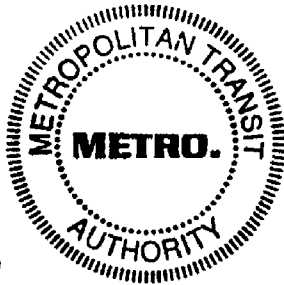
Section 1. Resolution 2002-96 is hereby rescinded.

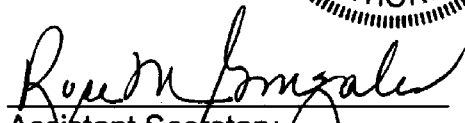
Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Buchanan Associates for consultant services for migration to Windows XP and Office XP for an amount not to exceed \$577,000.00.


Section 3. This resolution is effective immediately upon passage.

PASSED this 19<sup>th</sup> day of December, 2002  
APPROVED this 19<sup>th</sup> day of December, 2002

ATTEST:



  
Assistant Secretary

  
Arthur L. Schechter  
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER MODIFICATIONS TO DESIGN, CONSTRUCTION, STATION FINISHES AND PROJECT MANAGEMENT SUPPORT SERVICES CONTRACTS FOR THE MAIN STREET CORRIDOR DEVELOPMENT PROGRAM; RATIFYING CERTAIN CONTRACT MODIFICATIONS 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, contract modifications are necessary due to the improvements requested by area stakeholders and other changes in project scopes; and

WHEREAS, the Board of Directors believes it is appropriate to ratify certain modifications previously executed by the President & CEO and confer upon the President & CEO the authority to further modify those certain contracts 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 the contracts with those firms identified in Attachment A to increase the maximum authorized expenditures under the contract 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 contract amendments heretofore executed by the President & CEO for final design contracts for Line Sections 1-4 and Line Section 1, 2 and 3 construction contracts for the Main Street Corridor Development Program.

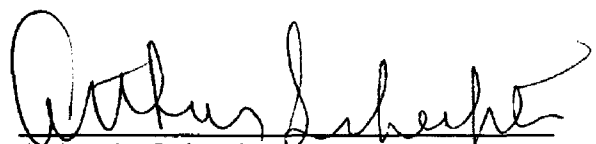
Section 3. This resolution is effective immediately upon passage.

ATTEST:



  
Assistant Secretary

PASSED this 19<sup>th</sup> day of December, 2002  
APPROVED this 19<sup>th</sup> day of December, 2002

  
Arthur L. Schechter  
Chairman

# ATTACHMENT "A"

METRO Contract # Firm, Project	Value of Original Contract	Value of Previous Staff Approved Mods.	Value of Previous Board Approved Mods.	Value of Additional Modifications Requested
WC0000034 Sverdrup Civil, Inc. Design of Line Section 1	\$ 3,365,000	\$ 336,479	\$ 0.00	\$ 169,900
WC0000035 PBS&J Design of Line Section 2	\$ 2,325,124	\$ 230,000	\$ 0.00	\$ 786,554
WC0000036 Huitt-Zollars, Inc. Design of Line Section 3	\$ 2,827,471	\$ 229,727	\$ 0.00	\$ 138,682
WC0000037 Othon, Inc. Design of Line Section 4	\$ 2,292,625	\$ 203,492	\$ 0.00	\$ 527,837
WC0000038 PGAL Design of Line Section 5	\$ 3,062,617	\$ 0.00	\$ 506,657	\$ 626,675
CT0000067 Beers Construction Co. Construction of Line Section 1	\$ 35,967,345	\$ 3,590,620	\$ 0.00	\$ 7,100,199
CT0000068 Texas Sterling Construction of Line Section 2	\$ 17,915,000	\$ 379,791	\$ 0.00	\$ 1,441,255
CT0000069 Texas Sterling Construction of Line Section 3	\$ 14,265,275	\$ 54,392	\$ 0.00	\$ 1,064,326
CT0200040 Morganti Texas, Inc. Finishes Contract	\$ 14,631,120	\$ 0.00	\$ 0.00	\$ 1,122,467
TOTALS		\$ 5,024,501		\$ 12,977,895