

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE AND DELIVER A CONTRACT WITH CRS SIRRINE FOR PRELIMINARY DESIGN OF THE DOWNTOWN TRANSIT STREETS PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution No. 86-87, adopted on July 31, 1986, the Board approved the concept of development of certain streets within the Houston Central Business District which would have constructed special facilities to enhance transit vehicle and patron use; and

WHEREAS, Resolution No. 86-87 authorized the General Manager to seek the concurrence of the City of Houston in investigating and implementing the downtown transit streets project on a test basis; and

WHEREAS, by way of Resolution No. 86-100, enacted on August 28, 1986, the Board authorized the General Manager to negotiate a contract with the firm of CRS Sirrine to perform preliminary design services for the downtown transit streets project upon approval of the City of Houston to proceed with further investigation of the project; and

WHEREAS, the City Council of the City of Houston has approved of the downtown transit streets project; and

WHEREAS, the General Manager has presented to the Board a proposed contract with the firm of CRS Sirrine negotiated pursuant to the Board's previous authorization;

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

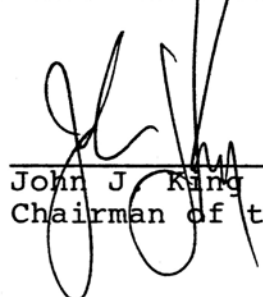
Section 1. The General Manager be and he is hereby authorized and directed to execute and deliver a contract with the firm of CRS Sirrine to provide preliminary engineering for the downtown transit streets project, specifically for preliminary design for two demonstration streets, at a cost not to exceed \$900,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary



John J. King
Chairman of the Board

A RESOLUTION

AMENDING RESOLUTION NO. 86-84; SPECIFYING AUTHORIZED SIGNATORIES ON THE VARIOUS DEPOSITORY CONTRACTS BY AND BETWEEN THE METROPOLITAN TRANSIT AUTHORITY AND SPECIFIED BANKING INSTITUTIONS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board, by Resolution No. 86-84, authorized signatories on various METRO depository accounts with various banking institutions; and

WHEREAS, changes in personnel and organizational responsibility necessitate an amendment to the previously authorized signatory authority;

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

Section 1. The signatory authority specified in Resolution No. 86-84 is hereby amended by substitution of the signatory authority specified in Exhibit A to this resolution for that contained in Resolution No. 86-84.

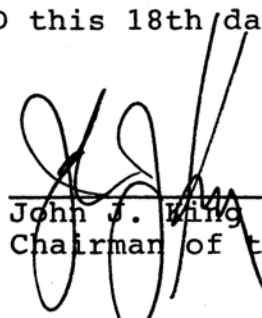
Section 2. All other provisions of Resolution No. 86-84 shall remain in full force and effect.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John J. King
Chairman of the Board

METRO
 AUTHORIZED PERSONNEL TO APPROVE TRANSFERS AND WITHDRAWALS
 DATED: DECEMBER 18, 1986

ACCOUNT NUMBER	TITLE	AUTHORIZED LIMIT	AUTHORIZED SIGNERS	TITLE	FACSIMILE Y OR N

90-0605-2	MTA REVENUE ACCOUNT (FIRST CITY NATIONAL BANK)	CHECKS OR DRAFTS NOT PERMITTED			
90-0606-0	MTA OPERATING ACCOUNT (FIRST CITY NATIONAL BANK)	UNDER \$5,000 ANY SIGNATURE 1-4	1 LARRY S. WILLIAMSON	DIRECTOR/TREASURY	Y
		FROM \$5,000-\$100,000	2 DONALD E. HOLSAPPLE	DIRECTOR/ACCOUNTING	N
		ANY TWO SIGNATURES 1-4	3 MILLIE GARLINGTON	DIRECTOR/RISK MANAGEMENT	N
		OVER \$100,000 SIGNATURE 1 OR 2	4 CAROLE A. SMITH	ASSISTANT TREASURER	N
		AND ANY OTHER SIGNATURE 1-4			
90-0608-7	MTA PAYROLL ACCOUNT (FIRST CITY NATIONAL BANK)	UNDER \$5,000 ANY SIGNATURE 1-3	1 LARRY S. WILLIAMSON	DIRECTOR/TREASURY	Y
		FROM \$5,000-\$100,000	2 CAROLE A. SMITH	ASSISTANT TREASURER	N
		ANY TWO SIGNATURES 1-3	3 MILLIE GARLINGTON	DIRECTOR/RISK MANAGEMENT	N
		OVER \$100,000 SIGNATURE 1			
		AND ANY OTHER SIGNATURE 2-3			
90-0627-3	MTA MMS ACCOUNT (FIRST CITY NATIONAL BANK) INTEREST BEARING	CHECKS OR DRAFTS NOT PERMITTED			
079-4073	MTA CLAIMS ACCOUNT (TEXAS COMMERCE BANK)	UNDER \$1,500 ANY SIGNATURE 1-6	1 LARRY S. WILLIAMSON	DIRECTOR/TREASURY	Y
		UNDER \$5,000 ANY SIGNATURE 1-4	2 DONALD E. HOLSAPPLE	DIRECTOR/ACCOUNTING	N
		FROM \$5,000-\$100,000	3 MILLIE GARLINGTON	DIRECTOR/RISK MANAGEMENT	N
		ANY TWO SIGNATURES 1-4	4 CAROLE A. SMITH	ASSISTANT TREASURER	N
		OVER \$100,000 SIGNATURE 1 OR 2	5 DEANNA HESS	MANAGER/RISK MANAGEMENT	N
		AND ANY OTHER SIGNATURE 1-4			
01-7167-0	MTA CLAIMS ACCOUNT HEALTH BENEFITS (REPUBLIC BANK HOUSTON)	UNDER \$1,500 ANY SIGNATURE 1-5	1 LARRY S. WILLIAMSON	DIRECTOR/TREASURY	Y
		UNDER \$5,000 ANY SIGNATURE 1-4	2 DONALD E. HOLSAPPLE	DIRECTOR/ACCOUNTING	N
		FROM \$5,000-\$100,000	3 MILLIE GARLINGTON	DIRECTOR/RISK MANAGEMENT	N
		ANY TWO SIGNATURES 1-4	4 DONALD E. VINCENT	DIRECTOR/PERSONNEL	N
		OVER \$100,000 SIGNATURE 1 OR 2	5 JAMES HUNTER	MGR/COMP. & BENEFITS	N
		AND ANY OTHER SIGNATURE 1-4			
80-32912	MTA OWNER CONTROLLED ACCOUNT (NBC HEIGHTS)	UNDER \$1,500 ANY SIGNATURE 1-6	1 LARRY S. WILLIAMSON	DIRECTOR/TREASURY	Y
		UNDER \$5,000 ANY SIGNATURE 1-4	2 DONALD E. HOLSAPPLE	DIRECTOR/ACCOUNTING	N
		FROM \$5,000-\$100,000	3 MILLIE GARLINGTON	DIRECTOR/RISK MANAGEMENT	N
		ANY TWO SIGNATURES 1-4	4 CAROLE A. SMITH	ASSISTANT TREASURER	N
		OVER \$100,000 SIGNATURE 1 OR 2	5 DEANNA HESS	MANAGER/RISK MANAGEMENT	N
		AND ANY OTHER SIGNATURE 1-4			

INTERNAL TRANSFERS
(TRANSFERS FROM ONE ACCOUNT TO ANOTHER WITHIN THE SAME BANK)

ACCOUNT NUMBER	TITLE	NBR OF SIGNATURES REQUIRED	AUTHORIZED SIGNERS	TITLE	FACSIMILE Y OR N	AUTHORIZED LIMIT
90-0605-2	MTA REVENUE ACCOUNT (FIRST CITY NATIONAL BANK)		AUTOMATIC ZERO BALANCE ACCOUNT ONLY			
90-0606-0	MTA OPERATING ACCOUNT (FIRST CITY NATIONAL BANK)		AUTOMATIC ZERO BALANCE ACCOUNT ONLY			
90-0608-7	MTA PAYROLL ACCOUNT (FIRST CITY NATIONAL BANK)		AUTOMATIC ZERO BALANCE ACCOUNT ONLY			
90-0627-3	MTA MMS ACCOUNT (FIRST CITY NATIONAL BANK) INTEREST BEARING	1 SIGNATURE REQUIRED	LARRY S. WILLIAMSON DONALD E. HOLSAPPLE CAROLE A. SMITH ANDREW TANG	DIRECTOR/TREASURY DIRECTOR/ACCOUNTING ASSISTANT TREASURER FINANCIAL ANALYST	N N N N	UNLIMITED UNLIMITED UNLIMITED UNLIMITED
079-4073	MTA CLAIMS ACCOUNT (TEXAS COMMERCE BANK)	1 SIGNATURE REQUIRED	LARRY S. WILLIAMSON DONALD E. HOLSAPPLE CAROLE A. SMITH ANDREW TANG	DIRECTOR/TREASURY DIRECTOR/ACCOUNTING ASSISTANT TREASURER FINANCIAL ANALYST	N N N N	UNLIMITED UNLIMITED UNLIMITED UNLIMITED
01-7167-0	MTA CLAIMS ACCOUNT HEALTH BENEFITS (REPUBLIC BANK HOUSTON)	1 SIGNATURE REQUIRED	LARRY S. WILLIAMSON DONALD E. HOLSAPPLE CAROLE A. SMITH ANDREW TANG	DIRECTOR/TREASURY DIRECTOR/ACCOUNTING ASSISTANT TREASURER FINANCIAL ANALYST	N N N N	UNLIMITED UNLIMITED UNLIMITED UNLIMITED
80-32912	MTA OWNER CONTROLLED ACCOUNT (NBC HEIGHTS)	1 SIGNATURE REQUIRED	LARRY S. WILLIAMSON DONALD E. HOLSAPPLE CAROLE A. SMITH ANDREW TANG	DIRECTOR/TREASURY DIRECTOR/ACCOUNTING ASSISTANT TREASURER FINANCIAL ANALYST	N N N N	UNLIMITED UNLIMITED UNLIMITED UNLIMITED

EXTERNAL TRANSFERS
(TRANSFERS TO A METRO ACCOUNT AT ANOTHER BANK)

ACCOUNT NUMBER	TITLE	TELEPHONE AUTHORIZATION		WRITTEN CONFIRMATION	
		NAME	TITLE	NAME	TITLE
90-0605-2	MTA REVENUE ACCOUNT (FIRST CITY NATIONAL BANK)	EXTERNAL TRANSFERS NOT PERMITTED			
90-0606-0	MTA OPERATING ACCOUNT (FIRST CITY NATIONAL BANK)	LARRY S. WILLIAMSON	DIRECTOR/TREASURY	CAROLE A. SMITH	ASSISTANT TREASURER
		DONALD E. HOLSAPPLE	DIRECTOR/ACCOUNTING	LARRY S. WILLIAMSON	DIRECTOR/TREASURY
		CATHY DEMING	SENIOR FINANCIAL ANALYST	DONALD E. HOLSAPPLE	DIRECTOR/ACCOUNTING
		ANDREW TANG	FINANCIAL ANALYST	***** (2 SIGNATURES REQUIRED) *****	
		****1 CALL REQUIRED****			
90-0606-7	MTA PAYROLL ACCOUNT (FIRST CITY NATIONAL BANK)	EXTERNAL TRANSFERS NOT PERMITTED			
90-0627-3	MTA MRS ACCOUNT (FIRST CITY NATIONAL BANK) INTEREST BEARING	EXTERNAL TRANSFERS NOT PERMITTED			
079-4073	MTA CLAIMS ACCOUNT (TEXAS COMMERCE BANK)	EXTERNAL TRANSFERS NOT PERMITTED			
01-7167-0	MTA CLAIMS ACCOUNT HEALTH BENEFITS (REPUBLIC BANK HOUSTON)	EXTERNAL TRANSFERS NOT PERMITTED			
80-32912	MTA OWNER CONTROLLED ACCOUNT (NBC HEIGHTS)	EXTERNAL TRANSFERS NOT PERMITTED			

INVESTMENT TRANSACTIONS

ACCOUNT NUMBER	TITLE	TELEPHONE AUTHORIZATION	WRITTEN CONFIRMATION
		NAME TITLE	NAME TITLE
90-0605-2	MTA REVENUE ACCOUNT (FIRST CITY NATIONAL BANK)	CAROLE A. SMITH ASSISTANT TREASURER LARRY S. WILLIAMSON DIRECTOR/TREASURY DONALD E. HOLSAPPLE DIRECTOR/ACCOUNTING KENNETH P. MEADOR SUPERVISOR/TREASURY SERVICES CATHY DEMING SENIOR FINANCIAL ANALYST	MILLIE GARLINGTON DIRECTOR/RISK MANAGEMENT LARRY S. WILLIAMSON DIRECTOR/TREASURY DONALD E. HOLSAPPLE DIRECTOR/ACCOUNTING ***** (2 SIGNATURES REQUIRED) *****
90-0606-0	MTA OPERATING ACCOUNT (FIRST CITY NATIONAL BANK)	INVESTMENT TRANSACTIONS NOT PERMITTED	
90-0608-7	MTA PAYROLL ACCOUNT (FIRST CITY NATIONAL BANK)	INVESTMENT TRANSACTIONS NOT PERMITTED	
90-0627-3	MTA MMS ACCOUNT (FIRST CITY NATIONAL BANK) INTEREST BEARING	INVESTMENT TRANSACTIONS NOT PERMITTED	
079-4073	MTA CLAIMS ACCOUNT (TEXAS COMMERCE BANK)	INVESTMENT TRANSACTIONS NOT PERMITTED	
01-7167-0	MTA CLAIMS ACCOUNT HEALTH BENEFITS (REPUBLIC BANK HOUSTON)	INVESTMENT TRANSACTIONS NOT PERMITTED	
80-32912	MTA OWNER CONTROLLED ACCOUNT (NBC HEIGHTS)	INVESTMENT TRANSACTIONS NOT PERMITTED	

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE AND DELIVER A CONTRACT WITH TEXTFORD BATTERY COMPANY TO PROVIDE BUS STORAGE BATTERIES FOR A ONE-YEAR PERIOD; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued invitations to bid for the supply of DCI Group 31 type bus storage batteries for a one-year period; and

WHEREAS, the firm of Texford Battery Company, Inc. of Houston, Texas submitted the lowest responsive and responsible bid for the provision of these bus storage batteries;

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

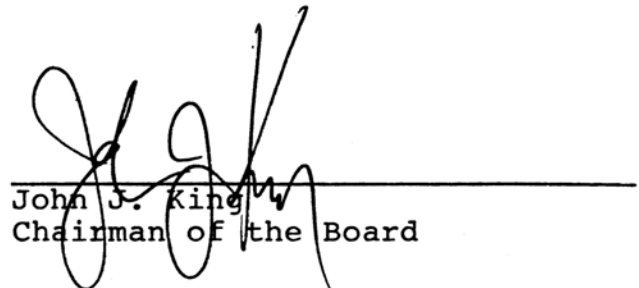
Section 1. The General Manager be and he is hereby authorized and directed to execute and deliver a contract with Texford Battery Company, Inc. to provide DCI Group 31 bus storage batteries for a one-year period at a price-per-battery of \$61.50, with the total contract amount not to exceed \$110,700.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John J. King
Chairman of the Board

A RESOLUTION

ACKNOWLEDGING AND ACCEPTING THE REPORT OF THE AD HOC COMMITTEE ON PRIVATE SECTOR INVOLVEMENT ON THE FEASIBILITY OF PRIVATE SECTOR PARTICIPATION IN DEVELOPMENT OF THE SYSTEM CONNECTOR ELEMENT OF THE REGIONAL TRANSIT PLAN; DIRECTING THE GENERAL MANAGER TO CONTINUE EFFORTS TO DEVELOP A PROGRAM FOR PRIVATE SECTOR DEVELOPMENT OF THE SYSTEM CONNECTOR; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board of Directors by way of Resolution No. 86-46 authorized the establishment of an Ad Hoc Committee on Private Sector Involvement ("Committee"); and

WHEREAS, the Committee undertook as its first task an investigation of the feasibility of privately financing, constructing and/or operating the System Connector element of the Regional Transit Plan; and

WHEREAS, the Committee has reported on its investigation to date; and

WHEREAS, the Board has reviewed the Committee report and is of the opinion that it should be acknowledged and accepted by the Board; and

WHEREAS, the Board is of the opinion that the General Manager should be directed to continue the investigation of private sector participation by preparing the necessary specifications and supporting data and undertake a solicitation of proposals from organizations to finance, construct and operate the System Connector element of the Regional Transit Plan for the purpose of comparing the private sector's proposal against METRO's proposal to provide a publicly-owned and operated System Connector.

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

Section 1. The report of the Ad Hoc Committee on Private Sector Involvement attached hereto as Exhibit A is hereby acknowledged and accepted by the Board.

Section 2. The Board hereby directs the General Manager to continue the investigation, specifically, to prepare the necessary performance specifications and supporting data for the design, construction, operation, maintenance and financing of the System Connector element of the Regional Transit Plan for the purpose of comparing the private sector's proposal against METRO's proposal to provide a publicly-owned and operated System Connector.

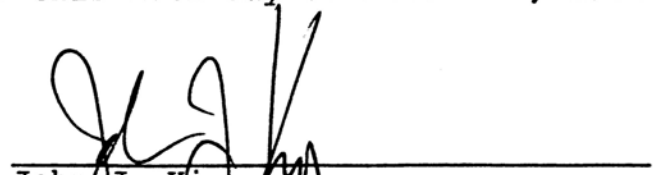
Section 3. The Board hereby requests the Committee to continue its efforts by reviewing the METRO staff activities directed above, particularly after the specifications and supporting data are developed and are received.

Section 4. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John J. King
Chairman of the Board

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE AND DELIVER CONTRACT MODIFICATIONS WITH IMPACE BUILDING SERVICES, INC. AND MACKE BUILDING SERVICES FOR CONTINUATION OF JANITORIAL SERVICES AT METRO'S KASHMERE, HIRAM CLARKE, MARKET STREET AND CENTRAL SUPPLY FACILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, in 1985, METRO entered into contracts with Impace Building Services, Inc. and Macke Building Services to provide janitorial services at METRO's Kashmere, Hiram Clarke, Market Street and Central Supply Facilities; and

WHEREAS, the periods of performance on these contracts were originally scheduled to expire on September 3, 1986; and

WHEREAS, by Resolution No. 86-110 the Board authorized extending these contracts by up to sixty (60) days in order to provide adequate time to evaluate the large number of bids received for continuation of these janitorial services; and

WHEREAS, the lowest responsive and responsible bidder to METRO's invitation to bid for these janitorial services has refused to execute a contract necessitating rebidding; and

WHEREAS, janitorial services at these facilities must continue uninterrupted during the procurement process;

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

Section 1. The General Manager be and he is hereby authorized and directed to execute and deliver a contract modification to

Contract No. J40195 with Impace Building Systems, Inc. to extend the period of performance on the contract for up to one hundred twenty (120) days and to increase the authorized contract amount by \$31,376.

Section 2. The General Manager be and he is hereby authorized and directed to execute and deliver a modification to Contract No. J50333 with Macke Building Services to extend the period of performance by one hundred twenty (120) days and to increase the authorized contract amount by \$21,280.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John A. King
Chairman of the Board

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE FOR PROVISION OF INSURANCE AGENT OF RECORD SERVICES FOR ONE YEAR; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, in March, 1986, the Board authorized the General Manager to execute a contract with Johnson & Higgins of Texas, Inc. for the provision of insurance agent of record services for a one-year period, with the option to renew the contract for two additional one-year periods; and

WHEREAS, the services of Johnson & Higgins of Texas, Inc. have been satisfactory during the first year of this contract; and

WHEREAS, the General Manager has recommended that Johnson & Higgins of Texas, Inc. be engaged to perform agent of record services for an additional year, subject to negotiation of a satisfactory price for the performance of these services;

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

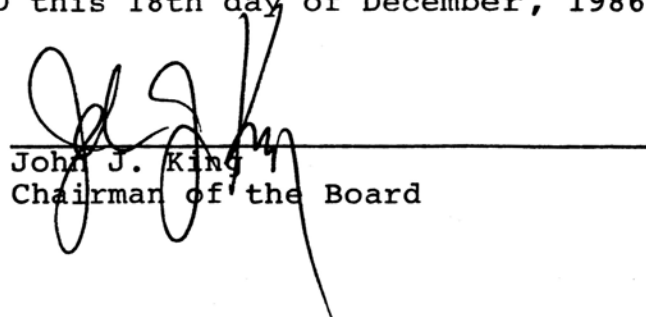
Section 1. The General Manager be and he is hereby authorized and directed to negotiate a one-year extension to the contract with Johnson & Higgins of Texas, Inc. for the provision of insurance agent of record services to METRO.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.


Assistant Secretary


John J. King
Chairman of the Board

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE A CONTRACT WITH AUSTIN BRIDGE COMPANY FOR CONSTRUCTION OF AN ACCESS RAMP INTO THE NORTHWEST STATION PARK & RIDE FACILITY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, bids were invited for construction of an access ramp from the median transitway on the Northwest Freeway into the existing Northwest Station Park & Ride Facility; and

WHEREAS, the firm of Austin Bridge Company submitted the lowest responsive and responsible bid to the invitation;

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

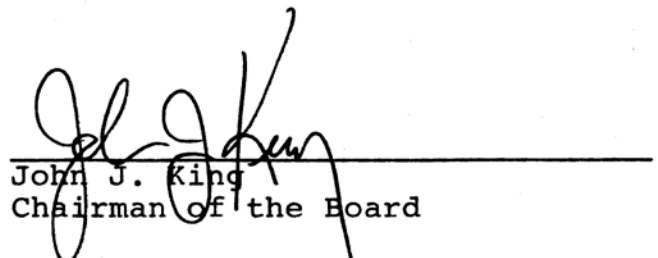
Section 1. The General Manager be and he is hereby authorized and directed to execute and deliver a contract with Austin Bridge Company in the amount of \$3,447,189.50 for construction of an access ramp from the median transitway on the Northwest Freeway (U.S. 290) into the Northwest Station Park & Ride Facility.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John J. King
Chairman of the Board

A RESOLUTION

APPROVAL OF SUPPLEMENTAL AGREEMENT NO. 1 TO THE NORTHWEST FREEWAY TRANSITWAY AGREEMENT WITH THE STATE DEPARTMENT OF HIGHWAYS AND PUBLIC TRANSPORTATION; AUTHORIZING AND DIRECTING THE GENERAL MANAGER TO EXECUTE SUPPLEMENTAL AGREEMENT NO. 1; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 86-113, passed on September 25, 1986, the Board of Directors approved of an agreement with the State Department of Highways and Public Transportation (SDHPT) for the construction, operation and maintenance of the Northwest Freeway Transitway, Phase I; and

WHEREAS, construction of Phase II-A of the Northwest Freeway Transitway is ready to begin, same being the construction of the access ramp from the median transitway into METRO's Northwest Station Park & Ride lot; and

WHEREAS, the Board has reviewed a proposed supplemental agreement to the basic agreement with SDHPT for construction, operation and maintenance of Phase II-A of the Northwest Freeway Transitway;

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


Section 1. The Board of Directors hereby approves of the Supplemental Agreement No. 1 to the Northwest Freeway Transitway Agreement as attached hereto as Exhibit A.

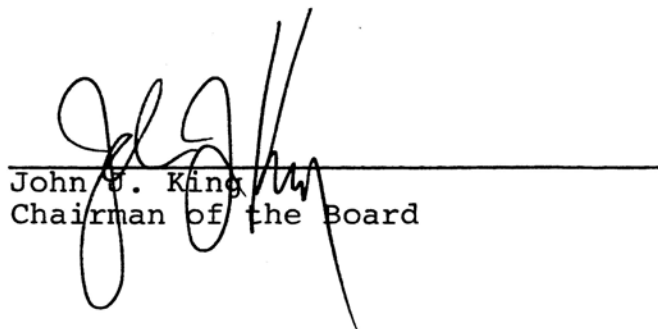
Section 2. The General Manager be and he is hereby authorized and directed to execute and deliver Supplemental Agreement No. 1 to the Northwest Freeway Transitway Agreement with the State Department of Highways and Public Transportation.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John B. King
Chairman of the Board

SUPPLEMENTAL AGREEMENT NUMBER 1

TO

NORTHWEST FREEWAY TRANSITWAY AGREEMENT

(NORTHWEST STATION PARK AND RIDE LOT ACCESS RAMP)

STATE OF TEXAS §

COUNTY OF HARRIS §

THIS SUPPLEMENTAL AGREEMENT, by and between the Metropolitan Transit Authority of Harris County, Texas, acting by and through its General Manager (hereinafter designated as "METRO"), and the State of Texas, acting by and through the State Department of Highways and Public Transportation (hereinafter designated as the "State"), is made to become effective when fully executed by both parties:

W I T N E S S E T H :

WHEREAS, the parties have heretofore executed an agreement ("Agreement") for the construction, operation and maintenance of the Northwest Freeway Transitway ("Transitway") Phase 1 in the median of the Northwest Freeway (U.S. Highway 290) extending from the vicinity of the intersection of the Katy Freeway (Interstate Highway 10) and the West Loop (Interstate Highway 610) to and including the access ramp at West Little York Road; and

WHEREAS, the parties by this Supplemental Agreement desire to specify the rights and obligations of the respective parties for the construction, operation and maintenance of that portion of the Transitway consisting of the median aerial structure and ramp

accessing METRO's Northwest Station Park & Ride Lot (designated as Phase 2A of the Transitway);

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements of the parties hereto to be by them respectively kept and performed as hereinafter set forth, METRO and the State do mutually agree as follows:

A G R E E M E N T

1. The State shall designate those portions of the right-of-way of the Northwest Freeway (U.S. Highway 290) available for use as the Phase 2A Transitway.

2. METRO shall be responsible for design, construction, operation, maintenance and payment of costs of the Phase 2A Transitway in the same manner and under the same terms and conditions as set forth in the basic Agreement including all Exhibits attached thereto.

3. In consideration for the State's provision of construction management services during construction of the Phase 2A Transitway, METRO shall compensate the State for its actual costs incurred up to a maximum amount of \$240,000.

4. Except to the extent amended or modified by this Supplemental Agreement, all the provisions of the basic Agreement shall apply to the Phase 2A Transitway.

IN WITNESS WHEREOF, the State of Texas and the Metropolitan Transit Authority of Harris County, Texas, have executed this Supplemental Agreement in duplicate on the dates shown hereinbelow, effective on the date last executed.

STATE OF TEXAS

Certified as being executed for the purpose and effect of activating and/or carrying out the orders, established policies or work programs heretofore approved and authorized by the State Highway and Public Transportation Commission.

APPROVED:

By: _____
Deputy Engineer - Director

Date: _____

Executed and approved for the State Highway and Public Transportation Commission under authority of Commission Minute Order No. 82513, dated December 19, 1984.

RECOMMENDED FOR APPROVAL:

Director, Finance

District Engineer, District 12

Deputy-Director

METROPOLITAN TRANSIT AUTHORITY
OF HARRIS COUNTY, TEXAS

By: _____
General Manager

Date: _____

Executed for and on behalf of the Metropolitan Transit Authority of Harris County, pursuant to Resolution No. 86-____ of the Board of Directors, passed on the ____ of _____, 1986, and on file in the Office of the Assistant Secretary of METRO.

ATTEST:

Assistant Secretary

APPROVED (FORM):

Staff Counsel

APPROVED (FUNDS AVAILABLE):

Assistant General Manager,
Finance

APPROVED (SUBSTANCE):

Assistant General Manager,
Engineering, Construction and
Real Estate

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH VARITYPER, INC. FOR PURCHASE AND INSTALLATION OF A DIGITAL TYPESETTER; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Marketing Division of the Public Affairs Department requires the addition of a digital typesetter with two workstations to accommodate its workload; and

WHEREAS, the Scheduling Division of the Operations Department recently acquired a Varityper typesetter by way of competitive bids; and

WHEREAS, the General Manager has submitted a written justification to acquire a Varityper typesetter for the Marketing Division so as to be compatible with the equipment in the Scheduling Division and to obtain the benefit of a trade-in on the existing Varityper equipment in the Marketing Division;

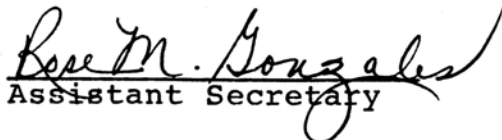
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

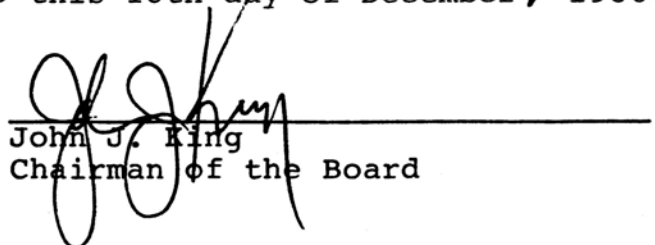
Section 1. The General Manager be and he is hereby authorized and directed to negotiate, execute and deliver a contract with Varityper, Inc. for acquisition of a digital typesetter with two workstations in an amount not to exceed \$42,401.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.


Assistant Secretary


John J. King
Chairman of the Board

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE CONTRACT MODIFICATIONS WITH THE JOINT VENTURE OF HOWARD, NEEDLES, TAMMEN & BERGENDOFF AND DANNENBAUM ENGINEERING CORPORATION AND WITH THE JOINT VENTURE OF 3D/INTERNATIONAL, INC. AND POST, BUCKLEY, SCHUH & JERNIGAN, INC. FOR ADDITIONAL ARCHITECTURAL ENGINEERING DESIGN SERVICES FOR SEGMENTS I AND III OF THE SOUTHWEST FREEWAY/TRANSITWAY PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, pursuant to Board Resolution No. 85-98, the General Manager executed a contract with the joint venture of Howard, Needles, Tammen & Bergendoff and Dannenbaum Engineering Corporation for architectural and engineering design services for Segment I of the Southwest Freeway extending from West Bellfort to Beechnut; and

WHEREAS, pursuant to Board Resolution No. 85-127, the General Manager executed a contract with the joint venture of 3D/International, Inc. and Post, Buckley, Schuh & Jernigan, Inc. for architectural engineering design services for Segment III of the Southwest Freeway/Transitway project, extending from the Westpark Bridge to the intersection of Loop 610 and U.S. 59; and

WHEREAS, during the course of performance of the design services, changes corrected by the Federal Highway Administration, the State Department of Highways & Public Transportation and METRO have required additional services to complete the design of this project; and

WHEREAS, the General Manager has recommended that the contracts with the joint venture of Howard, Needles, Tammen & Bergendoff and Dannenbaum Engineering Corporation and the joint venture of

3D/International, Inc. and Post, Buckley, Schuh & Jernigan, Inc. be amended to provide for the additional services required by the changes;

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

Section 1. The General Manager be and he is hereby authorized and directed to execute and deliver a modification to the architectural and engineering design services contract with the joint venture of Howard, Needles, Tammen & Bergendoff and Dannenbaum Engineering Corporation for Segment I of the Southwest Freeway/Transitway project. The cost of additional services is not to exceed \$430,000. The fixed fee is to be increased by \$25,000. The total contract amount is to be increased by not more than \$455,000.

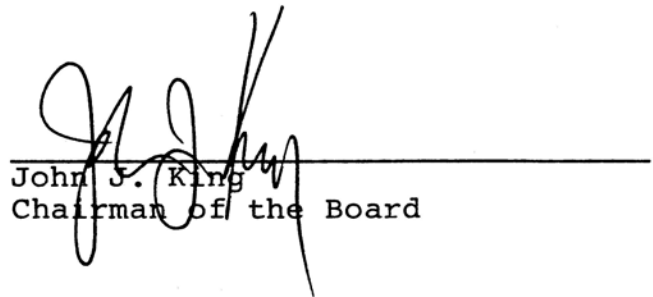
Section 2. The General Manager be and he is hereby authorized and directed to execute and deliver a modification to the architectural and engineering design services contract with the joint venture of 3D/International, Inc. and Post, Buckley, Schuh & Jernigan, Inc. for Segment III of the Southwest Freeway/Transitway project. The cost of additional services is not to exceed \$414,000. The fixed fee is to be increased by \$16,000. The total contract amount is to be increased by not more than \$430,000.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John J. King
Chairman of the Board

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT MODIFICATION TO THE CONTRACT WITH YEARGIN WESTERN CONSTRUCTORS, INC. TO MODIFY THE CONTRACTUAL INSURANCE PROVISIONS FOR THE NORTH FREEWAY, PHASE II PROJECT; AUTHORIZING AND DIRECTING THE GENERAL MANAGER TO NEGOTIATE, EXECUTE AND DELIVER CERTAIN INDEMNIFICATION AGREEMENTS IN LIEU OF INSURANCE COVERAGES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the contract with Yeargin Western Constructors, Inc. to construct the North Freeway, Phase II, project was included under METRO's Owner-controlled Insurance Program wherein METRO was contractually obligated to provide certain insurance coverages; and

WHEREAS, since the contract was awarded, changes to the nature and scope of the Owner-controlled Insurance Program have resulted in a decision to discontinue the program effective January 1, 1987; and

WHEREAS, the contractual obligations with Western Constructors, Inc. will continue beyond the termination of the Owner-controlled Insurance Program necessitating that alternative arrangements be made in lieu of the existing contractual provisions;

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

Section 1. The General Manager be and he is hereby authorized and directed to negotiate, execute and deliver a modification to Contract No. C50077 with Yeargin Western Constructors, Inc. to modify the contractual insurance provisions to substitute for the


existing provisions a provision for METRO's reimbursement to the contractor for direct expenses related to the procurement by the contractor of Workers' Compensation and Employers' Liability insurance and to substitute indemnity agreements in lieu of the other existing insurance requirements. The General Manager be and he is hereby authorized to modify the contract price by up to \$750,000 to provide for the Workers' Compensation and Employers' Liability insurance and associated costs.

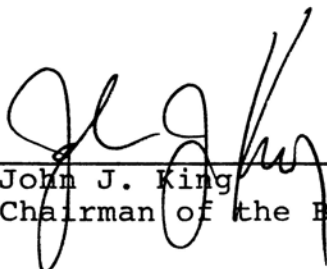
Section 2. The General Manager be and he is hereby authorized and directed to negotiate, execute and deliver appropriate indemnification agreements in the maximum amount of \$10 million for each occurrence for Yeargin Western Constructors, Inc. and the maximum amount of \$2 million for each occurrence with all subcontractors to Yeargin Western Constructors, Inc. for occurrences which would otherwise be covered under a general liability insurance policy. These indemnity agreements are to be effective for the remainder of the contract period and for claims arising from completed operations for two years following completion of the project to the same extent as if the current health/life Owner-controlled Insurance Program and associated insurance policies were continued in force and in effect.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John J. King
Chairman of the Board

A RESOLUTION

APPROVING A COMPROMISE AND SETTLEMENT AGREEMENT FOR THE CONDEMNATION ACTION STYLED METRO v. HALLIBURTON ANTIQUE COMPANY ET AL; AUTHORIZING THE GENERAL MANAGER TO PERFORM ANY AND ALL ADMINISTRATIVE ACTIONS REASONABLE AND NECESSARY TO IMPLEMENT THE AGREEMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board, by Resolution No. 83-39, authorized the acquisition of a certain parcel of land owned by the Halliburton Antique Company as a portion of the site for the Lockwood Transit Center; and,

WHEREAS, prior to the trial of the property owners' appeal from the Special Commissioners' award, the parties reached a compromise and settlement agreement on the fair market value of property, subject to approval of the Board; and

WHEREAS, the Board has reviewed the proposed compromise and settlement agreement and is of the opinion that it should be approved and implemented;

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

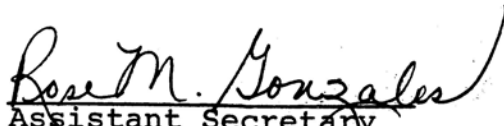
Section 1. The Board hereby approves the compromise and settlement of the condemnation action for the acquisition of approximately 0.43164 acres of land in the Suburban Addition and authorizes the General Manager or his authorized representative to execute said compromise and settlement agreement with the property owner(s) at a cost not to exceed \$330,000.00.

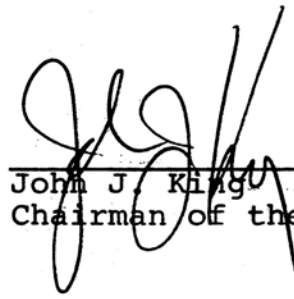
Section 2. The General Manager is authorized to undertake any and all administrative actions reasonable and necessary to accomplish acquisition of the subject property.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18th day of December, 1986.
APPROVED this 18th day of December, 1986.

ATTEST:


Assistant Secretary


John J. King
Chairman of the Board