A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT UNISYS CORPORATION FOR SOFTWARE LICENSE FEES AND HARDWARE MAINTENANCE AND REPAIR SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO currently uses a Unisys Computer system for its hardware and software needs; and

WHEREAS, system software is proprietary to Unisys Corporation; and

WHEREAS, Unisys Corporation can provide the most reliable maintenance support and repair of system hardware; and

WHEREAS, it is in the best interest of METRO to obtain appropriate software licenses and maintenance support from Unisys Corporation;

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 Unisys Corporation for software license fees and hardware maintenance and repair services for an amount not to exceed $652,600.00. The contract shall be for a one-year period with two six-month options for additional service.
Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Dennis C. Gardiner
Assistant Secretary

William F. Burge, III
Chairman
A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE AND DELIVER A CONSTRUCTION CONTRACT WITH BROWN & ROOT SERVICES, CORPORATION FOR THE FAST TRACK CONSTRUCTION CONTRACTING PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO has developed a Fast Track Construction Contracting Program to accelerate general maintenance, repair, upgrade, renovation and minor construction of its facilities by using the services of a general construction contractor on an "as needed basis"; and

WHEREAS, thirteen firms responded to METRO’s Request for Technical Proposals for performance of the work; and

WHEREAS, five firms qualified for participation in the procurement and were issued invitations for bid; and

WHEREAS, Brown & Root Services Corporation 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 General Manager be and he is hereby authorized and directed to execute and deliver a contract with Brown & Root Services Corporation to perform facility maintenance, repair, upgrade, renovation, and new minor construction projects on an "as needed" basis, as a part of METRO’s Fast Track Construction Contracting Program, at a cost not to exceed $3,000,000. The contract shall be for a one-year period with an option to extend performance for up to two additional one-year periods.
Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Dennis C. Gardner
Assistant Secretary

William F. Burge, III
Chairman
RESOLUTION NO. 92-153

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE AND DELIVER A CONTRACT WITH CUBIC - PRECISION SYSTEMS DIVISION FOR AN AUTOMATED FARE COLLECTION AND VERIFICATION SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO’s existing manual fareboxes have become difficult to maintain and operate; and

WHEREAS, new technology has improved fare collection with an automated system which provides better accountability, reduced labor and handling, and more accurate ridership data; and

WHEREAS, METRO issued a Request for Technical Proposals for an automated fare collection and verification system; and

WHEREAS, the proposals were carefully reviewed and three vendors were invited to submit bids; and

WHEREAS, CUBIC - Precision Systems 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 General Manager be and he is hereby authorized and directed to execute and deliver a contract with CUBIC - Precision Systems Division for an automatic fare collection and verification system for an amount not to exceed $12,925,454.
Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

[Signature]
Assistant Secretary

[Signature]
William F. Burge, III
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE GENERAL MANAGER TO NEGOTIATE, EXECUTE
AND DELIVER A CONTRACT WITH REY DE LA REZA AIA ARCHITECTS FOR
DESIGN OF THE DOWNTOWN TRANSIT CENTER; AND MAKING FINDINGS AND
PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Regional Bus Plan includes construction of a
Downtown Transit Center; and

WHEREAS, the qualifications of firms to design the Downtown
Transit Center have been reviewed and the firm of Rey de la Reza,
AIA Architects has been determined to be the most qualified;

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 Rey
de la Reza, AIA Architects for architect/engineer services or
design of the Downtown Transit Center.

Section 2. This resolution is effective immediately upon
passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Assistant Secretary

Chairman
RESOLUTION NO. 92-155

A RESOLUTION

CERTIFYING THE INSTALLATION OF TRAFFIC SIGNALS AT DESIGNATED Intersections AS ELIGIBLE PROJECTS FOR EXPENDITURE OF EXPANDED BASE SALES TAX REVENUE FUNDS BY HARRIS COUNTY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Board Resolution No. 88-29 and subsequent resolutions, the Board has established the basis and procedure for distribution of revenues derived from expansion of the sales tax base by the 1987 Texas Legislature; and

WHEREAS, Harris County has requested certification of the installation of traffic signals at the intersections of Beamer Road and South Fork, Beamer Road and Astoria Blvd., and West Bay Area Blvd. and the Baybrook Mall West entrance; and

WHEREAS, these projects are eligible for certification under the criteria established by the Board;

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

Section 1. The installation of traffic signals at the intersections of Beamer Road and South Fork, Beamer Road and Astoria Blvd., and West Bay Area Blvd. and the Baybrook Mall West entrance are hereby certified as projects eligible for expenditure of expanded base sales tax revenue by Harris County.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Assistant Secretary

Chairman
RESOLUTION NO. 92-156

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO EXECUTE THE FIFTH AMENDMENT TO THE METROPOLITAN TRANSIT AUTHORITY/TRANSPORT WORKERS UNION PENSION PLAN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Metropolitan Transit Authority/Transport Workers Union Pension Plan currently requires that retirement benefits be suspended for persons who are rehired after retirement; and

WHEREAS, more retired persons are seeking part-time employment as a means of supplementing their income and remaining in the job market; and

WHEREAS, it is appropriate that Pension Plan provisions be amended to allow for a continuation of benefits for retired persons who wish to pursue part-time employment.

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 Fifth Amendment to the Metropolitan Transit Authority/Transport Workers Union Pension Plan to allow a continuation of pension benefits to retirees who obtain work after retirement, provided that such retirees work less than 1,000 hours during the fiscal year of the plan.
Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Dennis C. Anderson
Assistant Secretary

William F. Burge, III
Chairman
RESOLUTION NO. 92-157

A RESOLUTION

RESCINDING RESOLUTION NO. 91-9; AUTHORIZING EXECUTION AND DELIVERY OF DEPOSITORY CONTRACTS BY AND BETWEEN THE METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS AND SPECIFIED BANKING INSTITUTIONS; AND MAKING OTHER FINDINGS AND PROVISIONS RELATIVE THERETO.

WHEREAS, TEX.REV.CIV.STAT.ANN. art. 1118x §12(g) authorizes the Metropolitan Transit Authority of Harris County, Texas ("METRO") to designate one or more banks to serve as the depository for the funds of METRO; and

WHEREAS, Article IV §1 of the METRO By-laws provides that all checks, drafts, notes or other orders for the payment of money shall be signed by such officers or employees of METRO as shall from time to time be authorized by resolution of the Board; and

WHEREAS, METRO has established certain demand deposit and savings accounts ("Accounts") with a number of local banking institutions ("Banks"); and

WHEREAS, TEX.REV.CIV.STAT.ANN. art. 1118x §12(d) authorizes METRO to invest its funds in direct or indirect obligations of the United States of America, the State of Texas, or any county, city, school district or other political subdivision of the State of Texas, to place its funds in certificates of deposit of state of national banks or savings and loan associations within the State of Texas provided they are secured in the manner provided for the security of funds of counties of the State of Texas and it,
further, provides for the investment and reinvestment of its funds and, further, provides for the withdrawal of money from the Accounts for the investments on such terms as the Board considers advisable (all of the foregoing herein called "Investments"); and

WHEREAS, Article IV §3 of the METRO By-laws provides that the Board, by resolution, may designate authorized representatives of METRO to make withdrawals from the Accounts of METRO, for the Investments of METRO; and

WHEREAS, the Board previously enacted Resolution No. 91-9 establishing the Accounts and authorizing signatories thereon; and

WHEREAS, it is necessary to change the authorized signatories and authorized facsimile signatures authorized by Resolution No. 91-9 due to personnel changes;

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

Section 1. Resolution No. 91-9 is hereby rescinded.

Section 2. The General Manager or his designee be and he is hereby authorized and directed to execute and deliver agreements ("Depository Contracts") with the Banks designated in the Addendum attached hereto and incorporated herein setting forth the terms and conditions upon which the Banks will accept deposits to the Accounts and permit withdrawals and transfers from and between the Accounts. The General Manager or his designee may agree in said Depository Contracts that the Banks will be relieved from liability under the Depository Contracts if they act in accordance with said
Contracts if they act in accordance with said Contracts and, further, that METRO assumes full responsibility for any and all payments made by the said Banks in reliance upon the facsimile signature of any person or persons named in the Addendum and agrees to indemnify and hold harmless the said Banks against any and all loss, cost, damage or expense suffered or incurred by the said Banks arising out of the misuse or unlawful or unauthorized use by any person of such facsimile signature.

Section 3. Withdrawal of Funds. The Board hereby authorizes the withdrawal of funds from the Accounts upon the written or telephone instructions of METRO by the person or persons designated in the addendum.

Section 4. Investments. The Board hereby authorizes the withdrawal of funds from the Accounts pursuant to the Depository Contracts upon the written instructions of METRO signed by the person or persons designated in the Addendum for the Investments. The Board hereby authorizes and directs the withdrawal of funds from the Accounts for the Investments, including without limitation, the purchase by METRO of Treasury Bills, repurchase agreements and certificates of deposit, and the Board further authorizes the withdrawal of funds from the Accounts for the Investments upon the telephonic instructions of the person or persons designated in the Addendum (which instructions shall be thereafter confirmed in writing by the persons designated in the Addendum as authorized to confirm telephonic investment RESOLUTION
transactions).

Section 5. Certification of Resolution. The Secretary or any Assistant Secretary is hereby authorized and directed to certify this Resolution to the Banks or any one of them.

Section 6. Amendment or Rescission. 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 7. Effective Date. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Dennis C. Barduce
Assistant Secretary

William F. Burge, III
Chairman
# Authorized Personnel to Approve Withdrawals

<table>
<thead>
<tr>
<th>Account Number</th>
<th>Account Name</th>
<th>Authorized Limit</th>
<th>Authorized Signers</th>
<th>Title</th>
<th>Facsimile</th>
</tr>
</thead>
<tbody>
<tr>
<td>001-90-0606-0</td>
<td>MTA Operating Account</td>
<td>Under $5,000</td>
<td>Robert G. MacLennan</td>
<td>General Manager</td>
<td>Y</td>
</tr>
<tr>
<td></td>
<td>(First City, Texas-Houston)</td>
<td>From $5,000-$100,000</td>
<td>Sol Bert L. Barth</td>
<td>AGM/Finance</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Any Two Signatures 1-6</td>
<td>Richard C. Tebo</td>
<td>Director/Treasury</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Over $100,000</td>
<td>Cliff Billingsley</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Any Two Signatures 1-5</td>
<td>Millie Garlington</td>
<td>Director/Risk Management</td>
<td>N</td>
</tr>
<tr>
<td>001-90-0608-7</td>
<td>MTA Payroll Account</td>
<td>Under $5,000</td>
<td>Robert G. MacLennan</td>
<td>General Manager</td>
<td>Y</td>
</tr>
<tr>
<td></td>
<td>(First City, Texas-Houston)</td>
<td>From $5,000-$100,000</td>
<td>Sol Bert L. Barth</td>
<td>AGM/Finance</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Any Two Signatures 1-6</td>
<td>Richard C. Tebo</td>
<td>Director/Treasury</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Over $100,000</td>
<td>Cliff Billingsley</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Any Two Signatures 1-5</td>
<td>Millie Garlington</td>
<td>Director/Risk Management</td>
<td>N</td>
</tr>
<tr>
<td>0010-079-4073</td>
<td>MTA Claims Account</td>
<td>Under $1,500</td>
<td>Robert G. MacLennan</td>
<td>General Manager</td>
<td>Y</td>
</tr>
<tr>
<td></td>
<td>(Texas Commerce Bank)</td>
<td>From $5,000-$50,000</td>
<td>Sol Bert L. Barth</td>
<td>AGM/Finance</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Any Two Signatures 1-5</td>
<td>Richard C. Tebo</td>
<td>Director/Treasury</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Over $50,000</td>
<td>Cliff Billingsley</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Any Two Signatures 1-5</td>
<td>Millie Garlington</td>
<td>Director/Risk Management</td>
<td>N</td>
</tr>
<tr>
<td>414-01-7167-0</td>
<td>MTA Claims Account</td>
<td>Under $5,000</td>
<td>Robert G. MacLennan</td>
<td>General Manager</td>
<td>Y</td>
</tr>
<tr>
<td></td>
<td>- Health Benefits</td>
<td>From $5,000-$25,000</td>
<td>Sol Bert L. Barth</td>
<td>AGM/Finance</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td>(Nation's Bank Texas)</td>
<td>Any Two Signatures 1-6</td>
<td>Richard C. Tebo</td>
<td>Director/Treasury</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Over $25,000</td>
<td>Cliff Billingsley</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Any Two Signatures 1-5</td>
<td>Millie Garlington</td>
<td>Director/Risk Management</td>
<td>N</td>
</tr>
<tr>
<td>3131003398</td>
<td>MTA Refunds Account</td>
<td>Maximum Check Allowed $500</td>
<td>Robert G. MacLennan</td>
<td>General Manager</td>
<td>Y</td>
</tr>
<tr>
<td></td>
<td>(Guaranty Federal Savings)</td>
<td>Any Signature 1-5</td>
<td>Sol Bert L. Barth</td>
<td>AGM/Finance</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Richard C. Tebo</td>
<td>Director/Treasury</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Cliff Billingsley</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>James B. Moncur</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>James P. Brysch</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

# Intra-Bank Transfers

<table>
<thead>
<tr>
<th>Account Number</th>
<th>Account Name</th>
<th>Signatures Required</th>
<th>Authorized Limits</th>
<th>Authorized Signers</th>
<th>Title</th>
<th>Facsimile</th>
</tr>
</thead>
<tbody>
<tr>
<td>001-90-0627-3</td>
<td>MTA MMS Account</td>
<td></td>
<td></td>
<td>Sol Bert L. Barth</td>
<td>AGM/Finance</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td>(First City, Texas-Houston)</td>
<td></td>
<td></td>
<td>Richard C. Tebo</td>
<td>Director/Treasury</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Cliff Billingsley</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>James B. Moncur</td>
<td>Director/Accounting</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>James P. Brysch</td>
<td></td>
<td></td>
</tr>
<tr>
<td>001-90-0190-5</td>
<td>MTA Master</td>
<td></td>
<td></td>
<td>Payden &amp; Rygel Personnel</td>
<td>Vice President</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td>Investment Account (First City, Texas-Houston)</td>
<td></td>
<td></td>
<td>Scott King</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Dave Ballentine</td>
<td>Trader</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Laurie Mathais</td>
<td>Trader</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Kristen B. Townsend</td>
<td>Trader</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Metro Personnel</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>James B. Moncur</td>
<td>SR. Financial Analyst</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>James P. Brysch</td>
<td>SR. Financial Analyst</td>
<td>N</td>
</tr>
</tbody>
</table>
III. INVESTMENT TRANSACTIONS

<table>
<thead>
<tr>
<th>ACCOUNT NUMBER</th>
<th>ACCOUNT NAME</th>
<th>TELEPHONE AUTHORIZATION</th>
<th>WRITTEN CONFIRMATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>001-90-0605-2</td>
<td>MTA REVENUE ACCOUNT (FIRST CITY, TEXAS-HOUSTON)</td>
<td>SOLBERT L. BARTH AGM/FINANCE</td>
<td>SOLBERT L. BARTH AGM/FINANCE</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RICHARD C. TEBO DIRECTOR/TREASURY</td>
<td>RICHARD C. TEBO DIRECTOR/TREASURY</td>
</tr>
<tr>
<td></td>
<td></td>
<td>CLIFF BILLINGSLEY DIRECTOR/ACCOUNTING</td>
<td>CLIFF BILLINGSLEY DIRECTOR/ACCOUNTING</td>
</tr>
<tr>
<td></td>
<td></td>
<td>JAMES B. MONCUR SR. INVESTMENT ANALYST</td>
<td>MILLIE GARLINGTON DIRECTOR/RISK MANAGEMENT</td>
</tr>
<tr>
<td></td>
<td></td>
<td>JAMES P. BRYSCH SR. FINANCIAL ANALYST</td>
<td><em>(2 SIGNATURES REQUIRED)</em></td>
</tr>
</tbody>
</table>

| 001-90-0188-3 | MTA INVESTMENT ACCOUNT (FIRST CITY, TEXAS-HOUSTON) | SCOTT KING VICE PRESIDENT | *(2 SIGNATURES REQUIRED)* |
|                |              | DAVE BALLENTINE TRADER | DAVE BALLENTINE TRADER |
|                |              | LAURIE MATTHAIS TRADER | LAURIE MATTHAIS TRADER |
|                |              | KRISTEN B. TOWNSEND TRADER | KRISTEN B. TOWNSEND TRADER |

| METRO PERSONNEL | JAMES B. MONCUR SR. INVESTMENT ANALYST | SOLBERT L. BARTH AGM/FINANCE | *(2 SIGNATURES REQUIRED)* |
|                | JAMES P. BRYSCH SR. FINANCIAL ANALYST | RICHARD C. TEBO DIRECTOR/TREASURY |
|                |                                           | CLIFF BILLINGSLEY DIRECTOR/ACCOUNTING |

IV. EXTERNAL BANK TRANSFERS AND TREASURY, TAX & LOAN PAYMENTS

<table>
<thead>
<tr>
<th>ACCOUNT NUMBER</th>
<th>ACCOUNT NAME</th>
<th>TELEPHONE AUTHORIZATION</th>
<th>WRITTEN CONFIRMATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>001-90-0606-0</td>
<td>MTA OPERATING ACCOUNT (FIRST CITY, TEXAS-HOUSTON)</td>
<td>ROBERT G. MACLENNAN GENERAL MANAGER</td>
<td>SOLBERT L. BARTH AGM/FINANCE</td>
</tr>
<tr>
<td></td>
<td></td>
<td>SOLBERT L. BARTH AGM/FINANCE</td>
<td>RICHARD C. TEBO DIRECTOR/TREASURY</td>
</tr>
<tr>
<td></td>
<td></td>
<td>RICHARD C. TEBO DIRECTOR/TREASURY</td>
<td>CLIFF BILLINGSLEY DIRECTOR/ACCOUNTING</td>
</tr>
<tr>
<td></td>
<td></td>
<td>CLIFF BILLINGSLEY DIRECTOR/ACCOUNTING</td>
<td>JAMES B. MONCUR SR. INVESTMENT ANALYST</td>
</tr>
<tr>
<td></td>
<td></td>
<td>JAMES P. BRYSCH SR. FINANCIAL ANALYST</td>
<td>JAMES P. BRYSCH SR. FINANCIAL ANALYST</td>
</tr>
</tbody>
</table>
A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO INCREASE EXPENDITURES FOR BUILDOUT OF THE PORT COMMISSION BUILDING FOR USE BY TRANSIT POLICE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 92-66, the Board of Directors authorized the lease of the Port Commission Building for use by METRO's transit police; and

WHEREAS, additional renovations and construction have increased the cost of buildout to $99,755; and

WHEREAS, it is necessary to increase the expenditures for buildout to accommodate these additional costs;

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 to increase the expenditures for buildout of the Port Commission Building to an amount not to exceed $99,755.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

[Signatures]

Assistant Secretary

Chairman
A RESOLUTION

APPROVING AND ADOPTING THE PROGRAM AND BUDGET FOR THE METROPOLITAN TRANSIT AUTHORITY FOR THE FISCAL YEAR 1993; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Article 1118x, Section 12A, Texas Revised Civil Statutes, requires the Board of Directors of the Metropolitan Transit Authority to adopt an annual budget which specifies major expenditures by type and amount prior to commencement of the fiscal year; and

WHEREAS, the General Manager has prepared and submitted a recommended budget for fiscal year 1993; and

WHEREAS, the recommended budget has been reviewed by the Board of Directors; and

WHEREAS, the public hearing regarding the recommended budget has been duly noticed, held and the testimony received considered;

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

Section 1. The recommended budget is hereby adopted for fiscal year 1993 with total expenditures authorized being:

Operating Expenses - $173,952,000

General Mobility & Traffic Management Expenses - $156,191,000

Capital Expenditures - $198,500,000

Section 2. The General Manager is authorized to take any and all actions necessary and reasonable to implement the operating budget, General Mobility & Traffic Management budget and the
transit operations, transit capital and general mobility and traffic management; and

WHEREAS, the General Manager has prepared and submitted a recommended amended transit operating, transit capital and general mobility and traffic law management budget for fiscal year 1992; and

WHEREAS, the recommended budget has been reviewed by the Board of Directors; and

WHEREAS, the public hearing regarding the recommended amended budget has been duly noticed, held and the testimony received considered;

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

Section 1. The recommended amended budget is hereby adopted for fiscal year 1992 with total expenditures authorized being:

Transit Operating Expenses - $169,745,000
Transit Capital Expenditures - $ 95,214,000
General Mobility and Traffic Management Expenditures - $111,130,000

Section 2. The General Manager is authorized to take any and all actions necessary and reasonable to implement the approved and adopted budget, including the transfer funds between budget accounts as may be necessary.
capital budget, including the transfer funds between budget accounts as may be necessary

Section 3. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AMENDING CERTAIN PROVISIONS OF RESOLUTION NO. 87-110 RELATING TO THE ELEMENT OF THE PHASE II REGIONAL TRANSIT PLAN CONCERNING GENERAL MOBILITY IMPROVEMENTS; PROVIDING FOR THE EXTENSION OF THE TERM OF SUCH ELEMENT; ADOPTING A POLICY REGARDING THE PROGRAMING OF GENERAL MOBILITY CAPITAL IMPROVEMENT PROGRAM FUNDS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by Resolution No. 87-110, dated October 22, 1987, the METRO Board of Directors adopted a program for the development of Phase II (years 1988 through 2000) of METRO's Regional Transit Plan (the "Plan"); and

WHEREAS, one element of the Plan relates to General Mobility improvements, auto and transit, and includes joint governmental street and road improvement projects, including grade separations, traffic signal upgrades and other related street improvements; and

WHEREAS, it is the desire of the Board of Directors to extend the General Mobility improvements element of the Plan beyond the fiscal year ending September 30, 2000 and to increase program efficiency by planning for project schedule adjustments;

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

Section 1. Paragraph 2 of the "Principles for the Establishment and Administration of the General Mobility Fund" contained in Exhibit B to Resolution No. 87-110 is hereby amended to read as follows:
2. Twenty-five percent (25%) of sales taxes retained (excluding therefrom any sales taxes remitted to the political subdivisions that comprise METRO under the expanded sales tax base) shall be deposited monthly into the GMF through the fiscal year ending September 30, 2002; provided that at the conclusion of the fiscal year ending September 30, 1993 and of each fiscal year thereafter, the term of the foregoing deposit commitment shall be extended for one additional fiscal year.

Section 2. It is the policy of the Board of Directors to include in the General Mobility Capital Improvement Program projects with estimated costs totaling approximately 130% of the estimated resources available in order to recognize that historically a number of projects will either not be accomplished under the General Mobility Program or will experience schedule delays beyond the control of METRO.

Section 3. This resolution is effective immediately upon passage.

PASSED this 24th day of September
APPROVED this 24th day of September

ATTEST:

Assistant Secretary

William F. Burge, III
Chairman
A RESOLUTION

APPROVING OF AN AMENDMENT TO THE TRANSITWAY VEHICLE ACCESS POLICIES UNDER THE MASTER TRANSITWAY OPERATIONS AND MAINTENANCE AGREEMENT WITH THE TEXAS DEPARTMENT OF TRANSPORTATION TO PERMIT MOTORCYCLES ACCESS TO THE HIGH-OCCUPANCY VEHICLE LANES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Transitway Master Operations and Maintenance Agreement between the Texas Department of Transportation and METRO provides that the METRO Board of Directors and the State shall concur in the definition of vehicles authorized to use the transitways, also known as high-occupancy vehicle lanes, operated by METRO and the State; and

WHEREAS, the Intermodal Surface Transportation Efficiency Act of 1991 contains a provision mandating that motorcycles be provided access to high-occupancy vehicle lane facilities; and

WHEREAS, the Board of Directors is of the opinion that access by single-occupant vehicles is contrary to the purposes for which high-occupancy lanes were developed and operated; and

WHEREAS, in spite of its reservations about the wisdom of the public policy permitting access by certain single-occupant vehicles to high-occupancy vehicle lanes, the Board of Directors is prepared to comply with the statutory directive;
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 an amendment to the operating policies for the area's high-occupancy vehicle lanes to permit access by motorcycles.

Section 2. The Board of Directors hereby authorizes and directs the General Manager to undertake a study of the impact of access by motorcycles on the safety and effectiveness of the high-occupancy vehicle lanes and to report the results of such study to appropriate officials so that the results may be considered in future legislative action.

Section 3. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Assistant Secretary

William F. Burge, III
Chairman
A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO ACQUIRE AN EASEMENT ADJACENT TO THE SOUTHWEST FREEWAY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's regional transportation plan includes further development of the Southwest Freeway corridor; and

WHEREAS, the Board of Directors is of the opinion that it is appropriate that METRO acquire, for future development, a 20-foot easement, containing approximately 2.06 acres of land, adjacent to the Southwest Freeway between Dunlavy Street and Greeley Street;

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 an agreement or agreements with Houston Lighting & Power Company to acquire a 20-foot easement containing approximately 2.06 acres of land, adjacent to the Southwest Freeway between Dunlavy Street and Greeley Street with the purchase price not to exceed $977,982.00.

Section 2. The General Manager be and he is hereby authorized to undertake all administrative actions reasonable and necessary to accomplish this land acquisition in accordance with this resolution.
Section 3. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Dennis C. Smith
Assistant Secretary

William F. Burge, Jr.
Chairman
RESOLUTION NO. 92-163

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, APPROPRIATE AGREEMENTS FOR THE ACQUISITION OF THE SOUTHERN PACIFIC RAILROAD COMPANY’S WESTPARK RAILROAD CORRIDOR; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution No. 89-80, the Board of Directors authorized the General Manager to negotiate for the purchase of the Southern Pacific Railroad right-of-way between the Bellaire Junction and Dunlavey Street; and

WHEREAS, negotiations were suspended pending the Board’s consideration of commuter rail; and

WHEREAS, it is appropriate that negotiations proceed for the acquisition of the entire Westpark railroad corridor for future development;

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 appropriate agreements with the Southern Pacific Railroad Company for the acquisition of the Westpark railroad corridor.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Assistant Secretary

William F. Burge, III
Chairman
RESOLUTION NO. 92-164

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, EXECUTE AND DELIVER A PROFESSIONAL SERVICES CONTRACT WITH DAVID M. LEWIS FOR PROPERTY APPRAISAL OF THE SOUTHERN PACIFIC RAILROAD WESTPARK CORRIDOR; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board of Directors has authorized METRO to proceed with development along designated railroad corridors; and

WHEREAS, additional services are needed to perform railroad property appraisals; and

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 professional services contract with David M. Lewis to perform a railroad property appraisal of the Southern Pacific Railroad Westpark Corridor in an amount not to exceed $75,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Dennis C. Gardner
Assistant Secretary

William F. Burge, III
Chairman
A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, AND EXECUTE A PROFESSIONAL SERVICES AGREEMENT WITH A REVIEW APPRAISER TO PERFORM A PROPERTY APPRAISAL REVIEW OF THE SOUTHERN PACIFIC RAILROAD WESTPARK CORRIDOR; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the services of a review appraiser are necessary to review the Southern Pacific Railroad Westpark Corridor; and

WHEREAS, it is appropriate that METRO and the Southern Pacific Railroad Company select a qualified review appraiser to do the work and share the cost of 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, and execute a professional services agreement with a review appraiser to perform a property appraisal review of the Southern Pacific Railroad Westpark Corridor and share the costs of services with the Southern Pacific Railroad Company. METRO’s share of costs shall not exceed $45,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:
Assistant Secretary

William F. Burge, III
Chairman
RESOLUTION NO. 92-166

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, APPROPRIATE AGREEMENTS FOR THE ACQUISITION OF A PORTION OF THE SOUTHERN PACIFIC RAILROAD COMPANY'S CORRIDOR FROM BELLAIRE JUNCTION TO EUREKA JUNCTION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Southern Pacific Railroad Company has indicated a desire to sell a portion of the right-of-way from Bellaire Junction to Eureka Junction; and

WHEREAS, it is appropriate that negotiations proceed for the acquisition of the property for future development;

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, appropriate agreements with the Southern Pacific Railroad Company for the acquisition of the Southern Pacific Railroad Corridor from Bellaire Junction to Eureka Junction.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Assistant Secretary

William F. Burge, III
Chairman
RESOLUTION NO. 92-167

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, EXECUTE AND DELIVER A PROFESSIONAL SERVICES CONTRACT WITH DAVID M. LEWIS FOR PROPERTY APPRAISAL OF THE SOUTHERN PACIFIC RAILROAD CORRIDOR FROM BELLAIRE JUNCTION TO EUREKA JUNCTION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board of Directors has authorized METRO to proceed with development along designated railroad corridors; and

WHEREAS, additional services are needed to perform railroad property appraisals; and

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 professional services contract with David M. Lewis to perform a railroad property appraisal of the Southern Pacific Railroad Corridor from Bellaire Junction to Eureka Junction in an amount not to exceed $30,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:

Assistant Secretary

Chairman

William F. Burge, III
RESOLUTION NO. 92-168

A RESOLUTION

AUTHORIZING THE GENERAL MANAGER TO NEGOTIATE, AND EXECUTE A PROFESSIONAL SERVICES AGREEMENT WITH A REVIEW APPRAISER TO PERFORM A PROPERTY APPRAISAL REVIEW OF A PORTION OF THE SOUTHERN PACIFIC RAILROAD CORRIDOR FROM BELLAIRE JUNCTION TO EUREKA JUNCTION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the services of a review appraiser are necessary to review a portion of the Southern Pacific Railroad Corridor from Bellaire Junction to Eureka Junction; and

WHEREAS, it is appropriate that METRO and the Southern Pacific Railroad Company select a qualified review appraiser to do the work and share the costs of 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, and execute a professional services agreement with a review appraiser to perform a property appraisal review of a portion of the Southern Pacific Railroad Corridor from Bellaire Junction to Eureka Junction and share the cost of services with the Southern Pacific Railroad Company. METRO's share of costs shall not exceed $18,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 24th day of September, 1992
APPROVED this 24th day of September, 1992

ATTEST:
Dennis C. Burton
Assistant Secretary

William F. Burge, III
Chairman