A RESOLUTION

DESIGNATING PERSONS AUTHORIZED TO TRANSFER AND WITHDRAW FUNDS FROM METRO’S SERIES 2005 PROCEEDS ACCOUNT AND ASSOCIATED SUB-ACCOUNTS; 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, by way of Resolution 2005-50, the Board approved the issuance of sales and use tax revenue bonds and the creation of a separate Series 2005 Proceeds Account for related transactions; and

WHEREAS, it is necessary that the Board designate those persons authorized to engage in banking and investment transactions associated with the Series 2005 Proceeds Account and all associated sub-accounts;

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 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 Series 2005 Proceeds Account and associated sub-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.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005

ATTEST:

METRO.

Assistant Secretary

Chairman
METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS
PERSONNEL AUTHORIZED TO ENGAGE IN BANKING TRANSACTIONS
Sales and Use Tax Revenue Bond - Series 200S Proceeds Account
Effective: 18-Aug-05
Resolution: TBD

I. Personnel Authorized to Approve Withdrawals

<table>
<thead>
<tr>
<th>Account Number</th>
<th>Account Title</th>
<th>Authorized Limits</th>
<th>Name</th>
<th>Title</th>
<th>Facs(1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Master Account</td>
<td>Signature</td>
<td>-Under $5,000, Any</td>
<td>1. Frank J. Wilson</td>
<td>President &amp; Chief Executive Officer</td>
<td>Y</td>
</tr>
<tr>
<td>JPMorgan Chase</td>
<td>-$5,000 and Over</td>
<td>2. John M. Sedlak</td>
<td>Executive Vice President</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Any 2 signatures 1-5</td>
<td>3. Francis M. Britton</td>
<td>VP &amp; Chief Financial Officer</td>
<td>N</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Any 2 signatures 1-5</td>
<td>4. Phil Nguyen</td>
<td>Director of Treasury Services</td>
<td>N</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Any 2 signatures 1-5</td>
<td>5. Debbie Sechler</td>
<td>Sr. Director of Acctg./Controller</td>
<td>N</td>
<td></td>
</tr>
</tbody>
</table>

| Disbursement Account | Signature | $Under $5,000, Any | 1. Frank J. Wilson | President & Chief Executive Officer | Y |
| JPMorgan Chase | -$5,000 and Over | 2. John M. Sedlak | Executive Vice President | Y |
| San Angelo | Any 2 signatures 1-5 | 3. Francis M. Britton | VP & Chief Financial Officer | N |
| San Angelo | Any 2 signatures 1-5 | 4. Phil Nguyen | Director of Treasury Services | N |
| San Angelo | Any 2 signatures 1-5 | 5. Debbie Sechler | Sr. Director of Acctg./Controller | N |

II. Personnel Authorized to Execute Funds Transfers Between METRO Accounts Only

- Any individual 1-4 Unlimited Authorization
  1. Francis M. Britton VP & Chief Financial Officer
  2. Phil Nguyen Director of Treasury Services
  3. Lisa W. Oliver Manager of Investments and Banking
  4. Michael Curran Manager of Pensions, Trust and Taxes

III. Personnel Authorized to Execute Investment Transactions

- Any individual 1-4 may initiate transaction
  1. Francis M. Britton VP & Chief Financial Officer
  2. Phil Nguyen Director of Treasury Services
  3. Lisa W. Oliver Manager of Investments and Banking
  4. Michael Curran Manager of Pensions, Trust and Taxes

- Any individual 1-4 other than the initiator, must approve the transaction
  1. Francis M. Britton VP & Chief Financial Officer
  2. Phil Nguyen Director of Treasury Services
  3. Lisa W. Oliver Manager of Investments and Banking
  4. Michael Curran Manager of Pensions, Trust and Taxes

IV. Personnel Authorized to Execute External Funds Transfers

- Any individual 1-6 may initiate transactions with accompanying appropriately approved payment requests.
  1. Frank J. Wilson President & Chief Executive Officer
  2. John M. Sedlak Executive Vice President
  3. Francis M. Britton VP & Chief Financial Officer
  4. Phil Nguyen Director of Treasury Services
  5. Lisa W. Oliver Manager of Investments and Banking
  6. Michael Curran Manager of Pensions, Trust and Taxes

-Written authorization required, any individual 1-6
  1. Frank J. Wilson President & Chief Executive Officer
  2. John M. Sedlak Executive Vice President
  3. Francis M. Britton VP & Chief Financial Officer
  4. Phil Nguyen Director of Treasury Services
  5. Lisa W. Oliver Manager of Investments and Banking
  6. Michael Curran Manager of Pensions, Trust and Taxes

(1) Facs = Facsimile or Digitized Signature acceptable.
A RESOLUTION

DESIGNATING PERSONS AUTHORIZED TO TRANSFER AND WITHDRAW FUNDS FROM METRO’S CONSTRUCTION ACCOUNT AND ASSOCIATED SUB-ACCOUNTS; 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, by way of Resolution 2005-52, METRO approved implementation of a Commercial Paper Program; and

WHEREAS, it is appropriate that a special account, to be called a “Construction Account,” be established for the proceeds from the issuance of the commercial paper; and

WHEREAS, it is necessary that the Board designate those persons authorized to engage in banking and investment transactions associated with the Construction Account and all associated sub-accounts;

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 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 authorized the transfer and withdrawal of funds from METRO’s Construction Account and associated sub-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.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005

[Signature]
Assistant Secretary

[Signature]
Chairman
METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS
PERSONNEL AUTHORIZED TO ENGAGE IN BANKING TRANSACTIONS
Metropolitan Transit Authority of Harris County Construction Account
Effective:  18-Aug-05
Resolution:  TBD

I. Personnel Authorized to Approve Withdrawals

<table>
<thead>
<tr>
<th>Account Number</th>
<th>Authorized Limits</th>
<th>Name</th>
<th>Title</th>
<th>Facs(1)</th>
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<tr>
<td>Master Account</td>
<td>-Under $5,000, Any</td>
<td>1. Frank J. Wilson</td>
<td>President &amp; Chief Executive Officer</td>
<td>Y</td>
</tr>
<tr>
<td></td>
<td>Signature</td>
<td>2. John M. Sedlak</td>
<td>Executive Vice President</td>
<td>Y</td>
</tr>
<tr>
<td>JPMorgan Chase</td>
<td>-$5,000 and Over</td>
<td>3. Francis M. Britton</td>
<td>VP &amp; Chief Financial Officer</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td>Any 2 signatures 1-5</td>
<td>4. Phil Nguyen</td>
<td>Director of Treasury Services</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
<td>5. Debbie Sechler</td>
<td>Sr. Director of Acctg./Controller</td>
<td>N</td>
</tr>
<tr>
<td>Disbursement Account</td>
<td>-Under $5,000, Any</td>
<td>1. Frank J. Wilson</td>
<td>President &amp; Chief Executive Officer</td>
<td>Y</td>
</tr>
<tr>
<td>JPMorgan Chase</td>
<td>-$5,000 and Over</td>
<td>2. John M. Sedlak</td>
<td>Executive Vice President</td>
<td>Y</td>
</tr>
<tr>
<td>San Angelo</td>
<td>Any 2 signatures 1-5</td>
<td>3. Francis M. Britton</td>
<td>VP &amp; Chief Financial Officer</td>
<td>N</td>
</tr>
<tr>
<td></td>
<td></td>
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<td>Director of Treasury Services</td>
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</tr>
<tr>
<td></td>
<td></td>
<td>5. Debbie Sechler</td>
<td>Sr. Director of Acctg./Controller</td>
<td>N</td>
</tr>
</tbody>
</table>

II. Personnel Authorized to Execute Funds Transfers Between METRO Accounts Only

- Any individual 1-4 Unlimited Authorization
  1. Francis M. Britton     VP & Chief Financial Officer
  2. Phil Nguyen            Director of Treasury Services
  3. Lisa W. Oliver         Manager of Investments and Banking
  4. Michael Curran        Manager of Pensions, Trust and Taxes

III. Personnel Authorized to Execute Investment Transactions

- Any individual 1-4 may initiate transaction
  1. Francis M. Britton     VP & Chief Financial Officer
  2. Phil Nguyen            Director of Treasury Services

- Any individual 1-4 other than the initiator, must approve the transaction
  3. Lisa W. Oliver         Manager of Investments and Banking
  4. Michael Curran        Manager of Pensions, Trust and Taxes

IV. Personnel Authorized to Execute External Funds Transfers

- Any individual 1-6 may initiate transactions with accompanying appropriately approved payment requests.
  1. Frank J. Wilson        President & Chief Executive Officer
  2. John M. Sedlak         Executive Vice President
  3. Francis M. Britton     VP & Chief Financial Officer
  4. Phil Nguyen            Director of Treasury Services

- Written authorization required, any individual 1-6.
  5. Lisa W. Oliver         Manager of Investments and Banking
  6. Michael Curran        Manager of Pensions, Trust and Taxes

(1) Facs = Facsimile or Digitized Signature acceptable.
A RESOLUTION

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

WHEREAS, METRO issued a Request for Proposals for advertising/marketing services that are responsive to the Hispanic market; and

WHEREAS, Lopez Negrete Communications, Inc. is 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 Lopez Negrete Communications, Inc. for advertising and marketing services that are responsive to the Hispanic market for an amount not to exceed $110,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005
RESOLUTION NO. 2005-64

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH ELREG DISTRIBUTORS, LTD. FOR THE PURCHASE OF DELCO REMY VEHICLE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Elreg Distributors, Ltd. submitted the lowest responsive and responsible bid for Delco Remy Vehicle parts for METRO’s bus fleet;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Elreg Distributors, Ltd. for Delco Remy vehicle parts, for an amount not to exceed $269,246.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005

ATTEST:

METROPOLITAN TRANSIT AUTHORITY

Assistant Secretary

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, sixteen firms responded to a Request for Proposals for security guard services at METRO's bus operating and rail 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 $464,646.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
RESOLUTION NO. 2005-66

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH ASCOM TRANSPORT SYSTEMS, INC. FOR A REVENUE INSTRUMENT ISSUANCE, COLLECTION AND MANAGEMENT SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued a Request for Qualifications for implementation of a fare collection and management system, including delivery of a Smart Card system; and

WHEREAS, ASCOM Transport Systems, Inc. has been determined most qualified;

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 ASCOM Transport Systems, Inc. for a revenue issuance, collection and management systems, for an amount consistent with budgetary allocations.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

WAIVING THE COST LIMIT FOR EXECUTION OF WORK AUTHORIZATIONS UNDER METRO'S JOB ORDER CONTRACT FOR COMPLETION OF THE RECONSTRUCTION OF THE DENVER HARBOR TRANSIT CENTER; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE A WORK AUTHORIZATION; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously entered into contract with Contractor Technology, Ltd. for reconstruction of the Denver Harbor Transit Center; and

WHEREAS, the reconstruction of the Denver Harbor Transit Center must be substantially complete by December 31, 2005 in order to retain eligibility for federal funding participation; and

WHEREAS, Contractor Technology, Ltd. subsequently filed for bankruptcy and is no longer able to complete the work; and

WHEREAS, under the terms of the bond, the surety may allow METRO to administer completion of the work; and

WHEREAS, it is to METRO's benefit to administer completion of the work by issuance of a work authorization under the Job Order Contract with KBR in order to ensure timely project completion; and

WHEREAS, it is necessary to waive the $250,000 price limitation under the Job Order Contract so that this construction project may proceed by issuance of a work authorization; and

WHEREAS, METRO's Job Order Contract satisfies the requirements for competitive bidding;
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board hereby waives the cost limit for work authorizations under METRO's Job Order Contract to accommodate the reconstruction of the Denver Harbor Transit Center to be performed pursuant to the Job Order Contract.

Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a work authorization for the reconstruction of the Denver Harbor Transit Center by KBR in an amount not to exceed $1,850,000.00.

Section 3. This resolution is effective immediately upon passage.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005

David S. Wolff  
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER CONTRACTS WITH STEWART & STEVENSON SERVICES, INC. FOR THE PURCHASE OF ALLISON TRANSMISSION PARTS, DETROIT DIESEL ENGINE PARTS AND RELIABILT ENGINE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the purchase of Allison transmission parts, Detroit Diesel engine parts and Reliabilt engine parts; and

WHEREAS, Stewart & Stevenson Services, Inc. has been determined the lowest responsive and responsible bidder for each solicitation;

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 separate three-year contracts with Stewart & Stevenson Services, Inc. for the purchase of Allison transmission parts, Detroit Diesel engine parts and Reliabilt engine parts for the not-to-exceed amounts indicated below:

<table>
<thead>
<tr>
<th>Item</th>
<th>Not-to-Exceed Contract Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Allison transmission parts</td>
<td>$1,811,952.00</td>
</tr>
<tr>
<td>Detroit Diesel engine parts</td>
<td>$3,797,120.00</td>
</tr>
<tr>
<td>Reliabilt engine parts</td>
<td>$3,049,560.00</td>
</tr>
</tbody>
</table>

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of August, 2005
APPROVED this 18th day of August, 2005

ATTEST:

METRO.

Assistant Secretary

David S. Wolff
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, 2005 through July 31, 2008.

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 30th day of August, 2005
APPROVED this 30th day of August, 2005

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

DECLARING AN EMERGENCY; WAIVING THE COMPETITIVE BID REQUIREMENTS; AUTHORIZING THE PRESIDENT & CHIEF EXECUTIVE OFFICER TO ENTER INTO EMERGENCY CONTRACTS FOR MATERIALS, SUPPLIES AND SERVICES AS A RESULT OF HURRICANE RITA; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, Hurricane Rita is approaching the Texas Gulf Coast, and is expected to reach landfall within the next 48 hours; and

WHEREAS, substantial wind and water damage is likely to occur; and

WHEREAS, it will be necessary to take immediate action to procure such materials, supplies and services necessary to restore operations, protect property and personnel, and ensure the health and safety of the public; and

WHEREAS, Section 451.110 of the Texas Transportation Code permits the waiver of competitive bid requirements in the event of an emergency;

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

Section 1. The Board of Directors hereby declares Hurricane Rita an emergency.

Section 2. The Board of Directors hereby waives the competitive bid requirements for the emergency procurement of materials, supplies and services in the aftermath of Hurricane Rita.
Section 3. The President & Chief Executive Officer is authorized to enter into contracts, on behalf of METRO, for the acquisition of materials, supplies and services necessary to meet emergencies resulting from Hurricane Rita. This authorization shall be effective for a period of thirty (30) days and shall apply to contracts with a total maximum, not to exceed value of $5,000,000,00.

Section 4. This Resolution is effective immediately upon passage.

PASSED this 22nd day of September, 2005
APPROVED this 22nd day of September, 2005

ATTEST:

Assistant Secretary

Chairman