A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER REQUIREMENTS-TYPE CONTRACTS WITH NINETEEN PRIVATE BUS COMPANIES FOR SPECIAL EVENT AND CONVENTION TRANSPORTATION SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for special event transportation services; and

WHEREAS, nineteen bidders were evaluated as responsive and responsible, and it is appropriate that METRO execute contracts with each firm;

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 requirements-type contracts for special event transportation services with each of the firms identified in Attachment A, for a total amount not to exceed $10,000,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 25th day of January 2007
APPROVED 25th day of January 2007

ATTEST:

David S. Wolff
Chairman

Assistant Secretary
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PROCEED WITH NEGOTIATIONS WITH A FACILITY PROVIDER FOR PHASE 1 PROJECT DEVELOPMENT FOR DESIGNATED COMPONENTS OF METRO SOLUTIONS; AUTHORIZATION TO PROCEED WITH “AT RISK” SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, in 2003 METRO obtained public support for a comprehensive regional mobility plan known as “METRO Solutions,” which includes the development of transit corridors and supporting facilities; and

WHEREAS, in furtherance of the implementation of METRO Solutions, METRO will enter into contract with a Facility Provider for development of guided rapid transit for selected transit corridors, for extension of the Main Street METRORail alignment, and for development of the Intermodal Terminal and other support facilities; and

WHEREAS, METRO issued a Request for Qualifications for Facility Provider services in March, 2006; and

WHEREAS, METRO carefully reviewed all responses to the Request for Qualifications to identify those teams most capable of providing the Facility Provider services; and

WHEREAS, in August, 2006, METRO invited the most qualified teams to respond to a Request for Proposals for Facility Provider services; and
WHEREAS, proposals were received and thoroughly evaluated by METRO staff to identify the submission that best meets stated goals and offers the best value for provision of transit services; and

WHEREAS, the METRO Board has reviewed the staff's evaluations and has carefully considered all factors relevant to the commencement of negotiations for the award of a contract for implementation of the next phase of METRO Solutions;

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 commence negotiations with the team of Houston Transit Partners for Facility Provider services for Phase 1, Project Development of designated components of METRO Solutions. The President & CEO will report the status of the negotiations to the Board and will seek Board authorization for contract award.

Section 2. The President & CEO is further authorized and directed to proceed with preliminary work, to be performed by Houston Transit Partners, "at risk", pending the culmination of negotiations for Facility Provider services.

Section 3. This resolution is effective immediately upon passage.

PASSED this 25th day of January 2007
APPROVED 25th day of January 2007

ATTEST:  

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH BATTERY SOLUTIONS, INC. FOR BATTERIES FOR METRO'S TRANSIT FLEET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the purchase of batteries for METRO's fleet of buses; and

WHEREAS, Battery Solutions, Inc. submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a 3-year contract with Battery Solutions, Inc. for the purchase of batteries for an amount not to exceed $459,733.14.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH ADA RESOURCES, INC. FOR THE PURCHASE OF MULTI-GRADE ENGINE OIL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for the purchase of multi-grade engine oil for transit vehicles; and

WHEREAS, the firm of ADA Resources, Inc. submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with ADA Resources, Inc. for the purchase of multi-grade engine oil for an amount not to exceed $347,313.50.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH FRANK RUSSO CONSULTING, LLC TO EXTEND THE PERIOD OF PERFORMANCE AND INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, pursuant to Board Resolution 2005-73, METRO entered into contract with Frank Russo Consulting, LLC for program initiation services for implementation of Phase II, METRO Solutions; and

WHEREAS, Frank Russo Consulting LLC possesses significant expertise in the planning, development and initiation of complex public transit projects and has performed satisfactorily under the existing contract; and

WHEREAS, additional services are needed to provide oversight of contract negotiations with a Facility Provider, planning and support for federal approvals, and assistance in the development of procurement methodologies for vehicles and other systems components;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Frank Russo Consulting, LLC for continued program initiation consulting services, extending the performance period through February, 2008 and increasing the maximum authorized expenditures under the contract by an amount not to exceed $750,000.
Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:
[Signature]
Assistant Secretary

[Signature]
David G. Wolff
Chairman
A RESOLUTION

APPROVING METRO'S PARTICIPATION WITH THE HOUSTON COMMUNITY COLLEGE AND CONTRIBUTION OF FUNDING FOR THE CONSTRUCTION OF FACILITIES AND OPERATION FOR A PUBLIC SAFETY INSTITUTE; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN INTERAGENCY AGREEMENT WITH THE HOUSTON COMMUNITY COLLEGE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Houston Community College System will build and administer an educational and training facility, to be called the Public Safety Institute (hereinafter referred to as "the Institute"); and

WHEREAS, the Institute will provide training for law enforcement and public safety personnel and will include classrooms, a firearms range, an emergency vehicle drive track and a burn tower; and

WHEREAS, law enforcement and safety personnel assigned to METRO's Department of Public Safety require periodic training to maintain optimum skill levels and proficiency, and to ensure professional readiness in the event of an emergency; and

WHEREAS, METRO personnel lack convenient access to a training facility; and

WHEREAS, METRO wishes to participate and contribute funding towards the development of the Institute; and

WHEREAS, the Houston Community College is willing to grant to METRO broad access to Institute facilities; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:
Section 1. The Board of Directors hereby approves METRO's participation and contribution of funding for the Public Safety Institute.

Section 2. The President & CEO is authorized and directed to negotiate, execute and deliver an interagency agreement with the Houston Community College for METRO's participation and contribution of funding for the Public Safety Institute, including access to the Institute's facilities.

Section 3. This resolution is effective immediately upon passage.
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH THE BIGAB COMPANY, L.C. FOR INSPECTION AND REHABILITATION OF TRAFFIC CONTROL DEVICES ON METRO'S HIGH OCCUPANCY VEHICLE LANES AND OTHER TRANSIT FACILITIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires inspection, rehabilitation and upgrade to traffic control devices, gates, vehicle impact attenuators and other components along METRO's High Occupancy Vehicle lanes; and

WHEREAS, METRO solicited competitive bids for the work; and

WHEREAS, The Bigab Company, L.C. submitted the only bid, and its bid was determined fair and responsible;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with the Bigab Company, L.C. for inspection, rehabilitation and upgrade of various traffic control components for METRO's High Occupancy Vehicle lanes, at a cost not to exceed $1,899,660.60.

Section 2. This resolution is effective immediately upon passage.
A RESOLUTION

APPROVING BROKER/DEALERS FOR METRO’S FINANCIAL TRANSACTIONS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO has adopted an investment policy for the current fiscal year; and

WHEREAS, the Investment Policy requires periodic review of those brokers/dealers eligible to conduct financial transactions with METRO and provides for the replacement or designation of other broker/dealers; and

WHEREAS, the qualifications of interested broker/dealers have been carefully evaluated;

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

Section 1. The Board of Directors hereby approves those broker/dealers, identified in Attachment A, as eligible to conduct financial transactions with METRO.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary

Chairman
ATTACHMENT A

Approved Broker/Dealers
Apex Pryor Securities
Citigroup Global Securities
Coastal Securities
Deutsche Bank Securities
Intercontinental Asset Management Group
JPMorgan Securities, Inc.
Loop Capital Markets
Merrill Lynch
Morgan Keegan
Morgan Stanley
Piper Jaffray
Ramirez and Co.
Raymond James Financial
RBC Dain Rauscher
Robert Van Securities
SBK Brooks Investments
Siebert Brandford Shank & Co.
Tejas Securities Group
UBS Financial Services
Vining Sparks
Walton Johnson
Williams Capital Group
A RESOLUTION

APPROVING A LIST OF FUND ACCOUNTS FOR INVESTMENT IN MONEY MARKET MUTUAL FUNDS AND LOCAL GOVERNMENT INVESTMENT POOLS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Investment Policy encourages the investment of funds in money market mutual funds and local government investment pools as a means to diversify liquid assets; and

WHEREAS, staff has analyzed the yields of various investment instruments; and

WHEREAS, the Board of Directors has reviewed staff's analysis, and it is appropriate that the Board designate those accounts for investment of funds;

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 mutual fund accounts and the investment pool, identified in Attachment A, for investment of funds.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:
Assistant Secretary

David S. Wolff
Chairman
Investment Pools:
TexStar
LOGIC
TexPool

Money Market Mutual Funds:
Williams Capital Liquid Assets Fund
Goldman Sachs Financial Square Government Fund Select
JP Morgan / Fleming Government Money Market Fund
SEI Investments Government Fund
Columbia Management Government Reserves
AIM STIT Government and Agency Portfolio
JP Morgan U.S. Government Money Market Fund (Overnight Sweep Fund)
A RESOLUTION

DESIGNATING PERSONS AUTHORIZED TO ENGAGE IN BANKING TRANSACTIONS ON BEHALF OF METRO; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

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

WHEREAS, the responsibilities of the Chief Financial Officer includes banking transactions such as the withdrawal, transfer and investment of funds; and

WHEREAS, Francis Britton recently retired as METRO's Chief Financial Officer and Louise Richman has assumed his position and duties; and

WHEREAS, these recent personnel changes make it necessary that the Board designate those persons authorized to engage in banking transactions;

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 withdrawal, transfer and investment of funds upon the signature of the persons identified herein.

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

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

Section 5. This resolution is effective immediately upon passage.

ATTEST:

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

David S. Wolff
Chairman

Assistant Secretary
A RESOLUTION

DESIGNATING PERSONS AUTHORIZED TO SERVE AS INVESTMENT OFFICERS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, The Texas Public Funds Investment Act and Article IV of METRO’s By-laws provides for the designation, by resolution, of those persons authorized to engage in investment transactions on METRO’s behalf; and

WHEREAS, Investment Officers generally manage METRO’s portfolios through the purchase, sale and investment of funds; and

WHEREAS, recent personnel changes make it necessary that METRO revise its list of persons authorized to serve as Investment Officers;

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

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

Section 2. The Secretary or any Assistant Secretary is hereby authorized and directed to certify this Resolution to the appropriate financial institutions.
Section 3. The financial institutions 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 financial institutions or any one of them have actually received such notice in writing, the financial institutions or any one of them are authorized to act in pursuance of this Resolution.

Section 4. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH ATSER, LP FOR STRATEGIC QUALITY ASSURANCE OVERSIGHT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires Strategic Quality Assurance Oversight Services to provide staff support for the review and evaluation of the METRO Solutions, Phase 2 project deliverables to ensure compliance with all quality requirements; and

WHEREAS, the firm of ATSER, LP has been determined most qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with ATSER, LP for Strategic Quality Assurance Oversight Services, for an amount not to exceed $1,250,000.00

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary

David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH 2 PLUS OF TEXAS FOR OPERATION AND MANAGEMENT OF A VANPOOL PROGRAM; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH PARSONS, BRINCKERHOFF, QUADE & DOUGLAS, INC. TO EXTEND THE PERIOD OF PERFORMANCE FOR OPERATION OF THE CURRENT VANPOOL PROGRAM PENDING TRANSITION OF SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO and the Houston-Galveston Area Council (hereinafter "H-GAC") recently consolidated their respective vanpool projects into a single program now administered by METRO; and

WHEREAS, by way of Board Resolution 2006-39, METRO entered into contract with Parsons Brinckerhoff, Quade & Douglas for continuation of services provided by the H-GAC program pending a comprehensive evaluation of the entire van pool program and options for the operation of services; and

WHEREAS, METRO solicited proposals for management and operation of a consolidated regional vanpool program; and

WHEREAS, the firm of 2 Plus of Texas, Inc. is most qualified to perform the work; and

WHEREAS, it is necessary to extend the term of the current contract with Parsons Brinckerhoff, Quade & Douglas, Inc. for program transition and continuity;
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 2 Plus of Texas, Inc. for management and operation of a
consolidated regional vanpool program for an amount not to exceed $16 million.

Section 2. The President & CEO is hereby authorized and directed to negotiate,
execute and deliver a modification to the contract with Parsons Brinckerhoff, Quade &
Douglas, Inc. for program transition and continuity pending the start of services under a new
contractor. The contract modification shall be for an amount not to exceed $350,000.00.

Section 3. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH CARTER & BURGESS INC. FOR ENGINEERING SERVICES FOR THE HIGH OCCUPANCY TOLL LANE PROJECT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is reviewing the conversion of high occupancy vehicle lanes to high occupancy toll lanes, or HOT lanes; and

WHEREAS, METRO solicited Letters of Interest and Qualification Statements from interested firms for engineering services and staff support for the High Occupancy Toll Lane Project; and

WHEREAS, the firm of Carter & Burgess, Inc. has been determined most qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Carter & Burgess, Inc. for engineering services and staff support for the High Occupancy Toll Lane Project, for an amount not to exceed $3 million.
Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH THERMO KING OF HOUSTON FOR AIR CONDITIONING COMPRESSORS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires Thermo King air conditioning compressors for its New Flyer low-floor buses; and

WHEREAS, METRO solicited bids for the products; and

WHEREAS, the firm of Thermo King of Houston submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Thermo King of Houston for the purchase of air conditioning compressors, for an amount not to exceed $755,015.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN INTERLOCAL AGREEMENT WITH THE CITY OF HOUSTON FOR PARTICIPATION IN AN URBAN CORRIDOR PLANNING STUDY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Urban Corridor Planning Initiative is multi-phased project sponsored by the City of Houston to establish a framework for neighborhood planning and urban development; and

WHEREAS, a comprehensive study will be conducted to assess priorities and develop a framework for the planning and implementation of a variety of measures to improve the quality of area neighborhoods (hereinafter referred to as "the Study"); and

WHEREAS, the Study will include the integration of transit as a component of neighborhood development; and

WHEREAS, the City of Houston has requested that METRO participate in the Study; and

WHEREAS, it is appropriate that METRO participate in the Study and contribute funding towards its cost;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an interlocal agreement with the City of Houston for METRO's participation in an Urban Corridor Study, and contribute funding towards the cost of the Study in an amount not to exceed $425,000.00
Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

ATTEST:

Assistant Secretary

David S. Wolff
Chairman
RESOLUTION NO. 2007 – 17

A RESOLUTION

DESIGNATING THE TRANSPORTATION JUROR PROGRAM AS APPROPRIATE FOR GENERAL MOBILITY FUNDING; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO’s Transportation Juror Program permits those persons called to serve as jurors before the area’s federal, county and municipal courts to ride METRO’s fixed route system at no charge; and

WHEREAS, METRO’s Transportation Juror Program has enjoyed considerable support form the community, from the court system, and from METRO’s constituent entities; and

WHEREAS, METRO’s General Mobility program provides funding for projects that enhance the general mobility, promote congestion mitigation and enjoy area-wide benefits; and

WHEREAS, the Transportation Juror Program relieves traffic congestion in the central business district where most courts are located, attracts new transit users from every segment of the METRO service area, and provides broad-based positive results; and

WHEREAS, the Transportation Juror Program is eligible for General Mobility funding;

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

Section 1. The Board of Directors hereby designates METRO’s Transportation Juror Program as eligible for General Mobility funding.
Section 2. This resolution is effective immediately upon passage.

PASSED this 22\textsuperscript{nd} day of February 2007
APPROVED 22\textsuperscript{nd} day of February 2007

David S. Wolff
Chairman
A RESOLUTION

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

WHEREAS, METRO is proceeding with the development of an Intermodal Terminal just north of the Central Business District; and

WHEREAS, METRO has identified a certain 9.79 acre parcel of property adjacent to Burnett Street as necessary for transit system components and transit purposes, including but not limited to, the Intermodal Terminal; and

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

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

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

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

WHEREAS, the Board of Directors has reviewed the record of the public hearing and is of the opinion that there is public necessity to acquire the property described herein; and
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE
METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board of Directors hereby finds and declares the public necessity
for METRO to acquire the parcel of real estate identified in Attachment A, for transit system
components and transit purposes, including but not limited to the Intermodal Terminal.

Section 2. The President & CEO, along with legal counsel, is hereby authorized
and directed to acquire the parcel of real estate identified in Attachment A by the exercise of
the power of eminent domain if negotiated purchase of the property is unsuccessful.

Section 3. This resolution is effective immediately upon passage.

PASSED this 22nd day of February 2007
APPROVED 22nd day of February 2007

David S. Wolff
Chairman

ATTEST:

Roger M. Gonzalez
Assistant Secretary
AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE, AND DELIVER AGREEMENTS FOR THE ACQUISITION OF PROPERTY AND INTERESTS IN PROPERTY FOR TRANSIT PURPOSES, INCLUDING, BUT NOT LIMITED TO, THE DEVELOPMENT OF GUIDED RAPID TRANSIT IN THE EAST END, NORTH, SOUTHEAST AND UPTOWN CORRIDORS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board of Directors has previously stated its intent to pursue the METRO Solutions Transit System Plan (the "Plan"), which, among other things, contemplates the construction of guided capacity transit facilities to serve various communities and neighborhoods in METRO's service area; and

WHEREAS, pursuant to the Plan, METRO staff and consultants have proceeded with planning for the construction and installation of guided rapid transit facilities to serve certain transportation corridors; and

WHEREAS, the Board of Directors has selected preferred alignments for the East End, North, Southeast and Uptown Corridors; and

WHEREAS, in connection with the construction and installation of the guided rapid transit in the transportation corridors, it will be necessary to acquire certain property or interests in property along the proposed alignments; and

WHEREAS, the Board of Directors recognizes that, for some parcels, final determinations have not yet been made of the specific square footage needed for the construction of certain guided rapid transit facilities; and

WHEREAS, the Board of Directors believes it is appropriate to proceed with negotiations for and the acquisition of such "whole takes" of parcels and pieces of parcels that have been fully identified and for which final determinations have been made of the specific square footage necessary for the construction of guided rapid transit facilities;
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized to negotiate, execute, and deliver agreements and other documents for the acquisition of property and interests in property for all direct and non-direct transit uses and facilities, including, but not limited to, the development of guided rapid transit in the East End, North, Southeast and Uptown Corridors, along the respective proposed alignments, for a total amount not to exceed budgetary allocations; provided, however, that no such property or interest in property shall be acquired for more than $20,000 unless the property has been appraised by two appraisers working independently of each other; and, provided further, that the President & CEO shall acquire such "whole takes" of parcels and pieces of parcels for which final determinations have been made of the exact square footage necessary for the Plan, under any construction scenario.

Section 2. The Board hereby delegates to the President & CEO the following duties and responsibilities with respect to the supervision and oversight of the necessary property:

A. In consultation with the Authority's personnel, consultants, and contractors, to determine the final location within the proposed alignments for the facilities to be constructed and installed;

B. In consultation with the Authority's personnel, consultants, and legal counsel, to determine the property or interests in property to be acquired, the just compensation due for such acquisitions, and the terms for such acquisitions, including as the President & CEO may determine to be necessary and appropriate whether to acquire fee simple interests, permanent or temporary easements, or other property interests;

C. To delegate to such entities or individuals as the President & CEO may deem to be appropriate the authority to negotiate with the respective owners of the properties and interests in property to be acquired;

D. To undertake such administrative actions as are reasonable and necessary, and to make administrative adjustments as required for the acquisition of the property and interests in property to be acquired; and
E. To do and perform all such other acts and things and to enter into, execute, and deliver all such certificates, agreements, applications, affidavits, acknowledgments, instruments, contracts, statements, and other documents that, in the judgment of the President & CEO, are necessary or appropriate to effectuate and carry out the purposes and intent of the foregoing resolutions.

Section 3. The President & CEO shall provide the Board with monthly updates regarding the status of property acquisitions for the East End, North, Southeast and Uptown Corridors.

Section 4. This resolution is effective immediately upon passage.

PASSED this 22nd day of February, 2007
APPROVED this 22nd day of February, 2007

Chairman
A RESOLUTION

EXPRESSING APPRECIATION FOR THE SUPPORT OF THE METRO SOLUTIONS TRANSIT SYSTEM PLAN BY THE GREATER HOUSTON PARTNERSHIP; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Greater Houston Partnership is the primary advocate for Houston's business community and is dedicated to building regional economic prosperity; and

WHEREAS, the Greater Houston Partnership comprises a broad spectrum of business interests that support the vital role of mass transit for area growth and development; and

WHEREAS, the Greater Houston Partnership's special Transit Planning Committee has worked with METRO, elected officials and stakeholders for the expansion of mass transit as an important transportation alternative; and

WHEREAS, the Greater Houston Partnership has demonstrated strong support for the METRO Solutions Transit System Plan and METRO's goals for service expansion and the implementation of guided rapid transit in major travel corridors; and

WHEREAS, the Greater Houston Partnership included, as one of its highest priority legislative agenda items, METRO's receipt of full federal funding for the METRO Solutions Transit System Plan; and

WHEREAS, the Greater Houston Partnership highlighted the need for federal funding for the METRO Solutions program during a recent business leader visit to Washington, DC;

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

Section 1. The Board wishes to express its strong appreciation for the excellent support and advocacy of the Greater Houston Partnership for mass transit and the METRO Solutions Transit System Plan.
Section 2. This resolution is effective immediately upon passage.

PASSED this 22\textsuperscript{nd} day of March, 2007
APPROVED this 22\textsuperscript{nd} day of March, 2007

ATTEST:

\begin{center}
\textbf{METROPOLITAN TRANSIT AUTHORITY}
\end{center}

\begin{center}
\textbf{Ray M. Gonzales}
Assistant Secretary
\end{center}

\begin{center}
\textbf{David S. Wolff}
Chairman
\end{center}
A RESOLUTION

APPROVING THE ALLOCATION OF EXCESS FUNDS TO THE METRO SOLUTIONS RESERVE ACCOUNT AND OTHER RESERVE ACCOUNTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2005-99, the METRO Board of Directors approved the creation of certain reserve accounts for sales tax revenues, and approved the allocation of specific funds to the reserve accounts; and

WHEREAS, a reserve account was created to fund METRO Solutions projects and others; and

WHEREAS, excess funds remain from the previous year's budget; and

WHEREAS, it is appropriate that these excess funds be allocated to the reserve accounts to meet project costs or special needs;

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

Section 1. The Board of Directors hereby approves and authorizes the deposit of excess funds in the amount of $68,873,726.00 to the METRO Solutions reserve account and others.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of March, 2007
APPROVED this 22nd day of March, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION


WHEREAS, METRO is eligible for funding for various capital projects through the Federal Transit Administration; and

WHEREAS, a pre-requisite for receipt of funds is the designation of projects for fund usage; and

WHEREAS, METRO staff has recommended candidate projects for receipt of funds under the federal government’s Section 5307 Program of Projects, the Section 5309 Fixed Guideway Modernization Program, the Section 5309 Discretionary Bus Program and the Section 5308 Clean Vehicles Program;

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 projects identified in attachment 1 for which federal funding will be requested.

Section 2. The President & CEO is hereby authorized and directed to proceed with all required administrative action, and to undertake all other actions reasonable and necessary to prepare, submit and execute grant agreements with the Federal Transit Administration for receipt of federal funding for the projects identified in Attachment 1.
Section 3. This resolution is effective immediately upon passage.

PASSED this 22nd day of March, 2007
APPROVED this 22nd day of March, 2007

ATTEST: Metropolitan Transit Authority

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE A CONTRACT OPTION FOR THE CONTINUED SERVICES OF THOMAS HEMINGWAY AND KATHARINE BARNES; INCREASING THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously entered into separate contracts with Thomas Hemingway and with Katharine Barnes for staff support for real estate activities; and

WHEREAS, the contracts contain 1-year options to extend the period of performance; and

WHEREAS, it is appropriate that METRO retain the services of Thomas Hemingway and Katharine Barnes due to demonstrated expertise in METRO policies and state and federal guidelines, and to enable project continuity;

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 the contract option for the continued services of Thomas Hemingway, extending the period of performance one additional year and increasing the maximum authorized expenditures under the contract by an amount not to exceed $187,200.00.

Section 2. The President & CEO is hereby authorized and directed to execute the contract option for the continued services of Katharine Barnes, extending the period of performance one additional year and increasing the maximum authorized expenditures under the contract by an amount not to exceed $187,200.00.
Section 3. This resolution is effective immediately upon passage.

PASSED this 22\textsuperscript{nd} day of March, 2007
APPROVED this 22\textsuperscript{nd} day of March, 2007

ATTEST:

Assistant Secretary

Chairman
RESOLUTION NO. 2007-24

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH A.O. PHILLIPS & ASSOCIATES TO SERVE AS A PROGRAM ADVISOR FOR METRO'S SMALL BUSINESS/DISADVANTAGED BUSINESS ENTERPRISE PROGRAM; EXTENDING THE PERIOD OF PERFORMANCE AND INCREASING THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously adopted a Small Business/Disadvantaged Business Enterprise Program (hereinafter, the "Program") to encourage the participation of small and disadvantaged businesses in the markets where METRO acquires goods and services; and

WHEREAS, the program includes the services of a Program Advisor to provide outreach, technical assistance, auditing and oversight support for the administration of the Program; and

WHEREAS, METRO entered into contract with A.O. Phillips & Associates to serve as Program Advisor; and

WHEREAS, A.O. Phillips & Associates has performed satisfactorily and it is appropriate that their services be continued;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with A.O. Phillips & Associates to serve as a Program Advisor for METRO's Small Business/Disadvantaged Business Enterprise Program, extending the period of performance by one-year and increasing the maximum authorized expenditures under the contract by an amount not to exceed $800,000.00.
Section 2. This resolution is effective immediately upon passage.

PASSED this 22\textsuperscript{nd} day of March, 2007
- APPROVED this 22\textsuperscript{nd} day of March, 2007

ATTEST:

David S. Wolff
Chairman

Assistant Secretary
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH CALENCE, L.L.C. FOR MOBILE DATA COMPUTERS AND IN-VEHICLE COMMUNICATIONS SYSTEMS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires mobile data computers and in-vehicle communications systems for the rapid exchange of information with other area law enforcement agencies, the automated reporting of incident reports; and to view security videos from the various METRO facilities; and

WHEREAS, existing hardware and software are near the end of their useful life; and

WHEREAS, METRO solicited proposals for supply of the necessary hardware and software for continued support for law enforcement activities;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Calence, L.L.C. for hardware and software for mobile data computers and in-vehicle communications systems for law enforcement support, for an amount not to exceed $1,902,000.00

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of March, 2007
APPROVED this 22nd day of March, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH RIDGEWAY’S LTD. FOR DIGITAL PRINTING AND RELATED SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires digital printing services for architectural and engineering drawings; and

WHEREAS, METRO solicited bids for digital printing services; and

WHEREAS, the firm of Ridgeway’s LTD submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Ridgeway’s LTD for digital printing and related services for an amount not to exceed $208,375.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 22nd day of March, 2007
APPROVED this 22nd day of March, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CHIEF EXECUTIVE OFFICER TO ENGAGE THE SERVICES OF A QUALIFIED FIRM FOR AGENT OF RECORD SERVICES AND ADMINISTRATION OF AN OWNER CONTROLLED INSURANCE PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Owner Controlled Insurance Programs can reduce overall costs and permit more effective management of large capital projects; and

WHEREAS, METRO solicited proposals for Agent of Record services, and services for the implementation and management of an Owner Controlled Insurance Program; (hereinafter called "the Services"); and

WHEREAS, three firms responded to the solicitation; and

WHEREAS, METRO has an immediate need for the Services; and

WHEREAS, further evaluation and assessment of each firms' capabilities and financial resources are necessary to determine the most qualified firm; and

WHEREAS, in order to meet METRO's immediate need for Services, it is appropriate that the President & Chief Executive Officer, or his designee, negotiate with each of the firms to determine the most qualified entity, and to immediately engage its services, pending Board approval of the final contract;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:
Section 1. The President & Chief Executive Officer is hereby authorized and directed to negotiate with the firms for the Services identified herein, and to engage the services of the most qualified firm for agent of record services and for services necessary for the implementation and administration of an Owner Controlled Insurance Program. The Board of Directors further authorizes and directs the President & Chief Executive Officer to issue a limited Notice to Proceed for Services up to the total sum of $100,000. Final contract execution will be subject to Board approval.

Section 2. This resolution is effective immediately upon passage.
RESOLUTION NO. 2007- 28

A RESOLUTION

APPOINTING MEMBERS TO METRO' S NON-UNION PENSION PLAN COMMITTEE; AUTHORIZING THE FINANCE/AUDIT COMMITTEE TO REVIEW PROVISIONS OF THE NON-UNION PENSION PLAN AND APPOINT NEW MEMBERS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the retirement funding and benefits for eligible non-union personnel are managed by a committee of persons selected by the Board of Directors to serve on the Non-Union Pension Plan Committee (hereinafter “the Committee”); and

WHEREAS, it is appropriate that the composition and structure of the Committee be reviewed from time to time to ensure that the Committee Members are knowledgeable of the financial markets and pension plan administration; and

WHEREAS, it is the opinion of the Board that the position of METRO' s Chief Financial Officer have standing membership on the Committee;

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

Section 1. The Board of Directors hereby designates the position of Chief Financial Officer for standing membership on the Committee, and thereby appoints Louise Richman, METRO' s Chief Financial Officer, to the Committee.

Section 2. The Board’s Finance/Audit Committee will review the composition of the Non-Union Pension Plan Committee, its structure, and the duties and responsibilities of the Committee Members for the appointment of new members and any changes to the Committee, subject to Board approval.
Section 3. This resolution is effective immediately upon passage.

PASSED this 22nd day of March, 2007
APPROVED this 22nd day of March, 2007

ATTEST:

Assistant Secretary

David S. Wolff
RESOLUTION NO. 2007 – 29

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE, AND DELIVER AGREEMENTS FOR THE ACQUISITION OF PROPERTY AND INTERESTS IN PROPERTY FOR TRANSIT-PURPOSES, INCLUDING, BUT NOT LIMITED TO, THE DEVELOPMENT OF THE INTERMODAL TERMINAL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, transit development of the North Corridor includes development of a facility, currently referred to as the Intermodal Terminal, to serve as a “hub” for access to various modes of transportation; and

WHEREAS, METRO staff and consultants have proceeded with planning for construction of the Intermodal Terminal and related transit structures (hereinafter “the facilities”); and

WHEREAS, in connection with the construction of the facilities, it will be necessary to acquire certain property or interests in property; and

WHEREAS, the Board of Directors recognizes that, for some parcels, final determinations have not yet been made of the specific square footage needed for the facilities; and

WHEREAS, the Board of Directors believes it is appropriate to proceed with negotiations for and the acquisition of such “whole takes” of parcels and pieces of parcels that have been fully identified and for which final determinations have been made of the specific square footage necessary for the construction of the facilities;
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE
METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The President & CEO is hereby authorized to negotiate, execute, and
deliver agreements and other documents for the acquisition of property and interests in
property for all direct and non-direct transit uses and facilities, including, but not limited to,
the development of the Intermodal Terminal for a total amount not to exceed budgetary
allocations; provided, however, that no such property or interest in property shall be
acquired for more than $20,000 unless the property has been appraised by two appraisers
working independently of each other; and, provided further, that the President & CEO shall
acquire such “whole takes” of parcels and pieces of parcels for which final determinations
have been made of the exact square footage necessary for the Plan, under any
construction scenario.

Section 2. The Board hereby delegates to the President & CEO the following duties
and responsibilities with respect to the supervision and oversight of the necessary property:

A. In consultation with the Authority's personnel, consultants, and contractors, to
determine the final location for the facilities to be constructed and installed;

B. In consultation with the Authority's personnel, consultants, and legal counsel,
to determine the property or interests in property to be acquired, the just
compensation due for such acquisitions, and the terms for such acquisitions,
including as the President & CEO may determine to be necessary and
appropriate whether to acquire fee simple interests, permanent or temporary
easements, or other property interests;

C. To delegate to such entities or individuals as the President & CEO may deem
to be appropriate the authority to negotiate with the respective owners of the
properties and interests in property to be acquired;
D. To undertake such administrative actions as are reasonable and necessary, and to make administrative adjustments as required for the acquisition of the property and interests in property to be acquired; and

E. To do and perform all such other acts and things and to enter into, execute, and deliver all such certificates, agreements, applications, affidavits, acknowledgments, instruments, contracts, statements, and other documents that, in the judgment of the President & CEO, are necessary or appropriate to effectuate and carry out the purposes and intent of the foregoing resolutions.

Section 3. The President & CEO shall provide the Board with monthly updates regarding the status of property acquisitions for the Intermodal Terminal.

Section 4. This resolution is effective immediately upon passage.

PASSED this 22\textsuperscript{nd} day of March 2007
APPROVED 22\textsuperscript{nd} day of March 2007

ATTEST:

\begin{center}
\textsc{Metropolitan Transit Authority}
\end{center}

\begin{center}
\textsc{Assistant Secretary} \hspace{1cm} \textsc{Chairman}
\end{center}

\begin{center}
\textit{Renee M. Gonzalez} \hspace{1cm} \textit{David S. Wolff}
\end{center}
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER APPROPRIATE DOCUMENTS WITH RHS INTERESTS FOR THE ACQUISITION OF PROPERTY, OR INTEREST IN PROPERTY LOCATED IN THE VICINITY OF 3500 AND 3600 MAIN STREET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRORail’s consistently high ridership will enable significant transit development in the Main Street Corridor, and particularly in that area commonly known as "Midtown"; and

WHEREAS, METRO has identified parcels of land generally located at 3500 Main Street and 3600 Main Street as appropriate for transit oriented development; and

WHEREAS, it is appropriate that METRO acquire the property, or interests in the property, for transit development;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements and other documents with RHS Interests or its subsidiaries for the acquisition of property, or interests in property, located at 3500 Main Street and 3600 Main Street, for direct and indirect transit purposes.

Section 2. The President & CEO is hereby authorized and directed to acquire the property, or interests in said property, based upon the appraised value, and is further authorized to undertake such administrative adjustments as deemed necessary.
Section 3. This resolution is effective immediately upon passage.

PASSED this 22\textsuperscript{nd} day of March 2007
APPROVED 22\textsuperscript{nd} day of March 2007

ATTEST:

\underline{Regina A. Morzalek}
Assistant Secretary

\underline{David S. Wolff}
Chairman
A RESOLUTION

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

WHEREAS, Owner Controlled Insurance Programs can reduce overall costs and permit more effective management of large capital projects; and

WHEREAS, METRO requires Insurance Agent of Record services, and services for the implementation and management of an Owner Controlled Insurance Program for METRO projects; and

WHEREAS, three firms responded to a solicitation for the services required by METRO; and

WHEREAS, this Board previously authorized the President & CEO to complete negotiations and issue a Notice to Proceed with the most qualified firm, subject to final Board approval; and

WHEREAS, the Board finds that Marsh USA is most qualified to provide the services, and concurs with staff’s determinations;

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 selection of Marsh USA for agent of record services and for services necessary for implementation and administration of an Owner Controlled Insurance Program. The President & CEO is further authorized and directed to execute and deliver a contract with Marsh USA for agent of record services, and for services necessary for the implementation and administration of an Owner Controlled Insurance Program for an amount not to exceed $3,485,000.
Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007

Assistant Secretary

Chairman
A RESOLUTION

APPOINTING MEMBERS TO METRO'S NON-UNION PENSION PLAN COMMITTEE; CHANGING THE STRUCTURE OF METRO'S NON-UNION PENSION PLAN COMMITTEE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's Non-Union Pension Plan provides for Plan administration by a Committee of persons appointed by the METRO Board of Directors; and

WHEREAS, the Board previously authorized the Finance/Audit Committee to review the Non-Union Pension Plan Committee, its membership and structure for any changes that might enhance overall Plan performance; and

WHEREAS, the Board has reviewed the recommendations of the Finance/Audit Committee and concurs with its recommendations; and

WHEREAS, it is appropriate that the Board appoint new members to the Non-Union Pension Plan Committee, adding new members and replacing others who have resigned or otherwise left METRO's services;

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

Section 1. The Board of Directors hereby designates the position of Vice President of Human Resources & Diversity for standing membership on the Non-Union Pension Plan Committee.

Section 2. The Board of Directors hereby replaces the current members of the Non-Union Pension Plan Committee; namely Marvin McMurray, Paula Alexander, Carolyn Kenner-Varner, Francis Britton and Marvin Sheffield, and replaces them with the following persons, who will now serve as members of the Non-Union Pension Plan Committee:
Section 3. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

APPLYING FHWA SECTION 117 FUNDS TO THE INTERMODAL TERMINAL; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PREPARE, SUBMIT AND EXECUTE APPROPRIATE GRANT AGREEMENTS WITH THE FEDERAL TRANSIT ADMINISTRATION FOR RECEIPT OF FEDERAL FUNDING FOR THE INTERMODAL TERMINAL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, North Corridor transit development includes construction of a facility, currently referred to as the “Intermodal Terminal”, to serve as a “hub” for access to various modes of transportation; and

WHEREAS, Section 117 funding through the Federal Highway Administration (hereinafter “FHWA”) is used for projects designated by the FHWA as “high priority”, and

WHEREAS, the Intermodal Terminal has been identified as eligible for funding through the FHWA’s Section 117 grant program; and

WHEREAS, consolidation of funding for the Intermodal Terminal through a single federal agency will enable more efficient administration and distribution of grant monies; and

WHEREAS, the FHWA is willing to transfer the Section 117 funds to the Federal Transit Administration for distribution in accordance with the Federal Transit Administration’s usual and customary grant processes;

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 application of funds, allocated pursuant to the Federal Highway Administration Section 117 grant program, for development of METRO’s Intermodal Terminal.
Section 2. With the transfer of the Section 117 funding allocation from the Federal Highway Administration to the Federal Transit Administration, the President & CEO is hereby authorized and directed to proceed with all administrative action, and to undertake all other actions reasonable and necessary to prepare, submit and execute a grant agreement with the Federal Transit Administration for receipt of federal funding for the Intermodal Terminal.

Section 3. This Resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007
RESOLUTION NO. 2007-34

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH DESIGNATED FIRMS FOR TEMPORARY PERSONNEL AGENCY SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires temporary personnel agency services to provide temporary personnel for special projects and short-term employee absences; and

WHEREAS, METRO issued a Request for Proposals for temporary employee agency services; and

WHEREAS, the firms of Diverse Staff Inc., Riverway Personnel, Resource Staffing Houston, Inc., and Project Management Group, LLC are most qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts with Diverse Staff Inc., Riverway Personnel, Resource Staffing Houston, Inc., and Project Management Group, LLC for temporary personnel services for a total amount not to exceed $1,700,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH PEARLAND ALTERNATOR COMPANY, INC. FOR C.E. NIEHOFF ALTERNATOR PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires C.E. Niehoff alternator parts for its fleet of transit buses; and

WHEREAS, Pearland Alternator Company, Inc. submitted the lowest responsive and responsible;

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 Pearland Alternator Company, Inc. for C.E. Niehoff alternator parts for an amount not to exceed $524,643.89.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEW FLYER INDUSTRIES CANADA ULC FOR THE PURCHASE OF MERITOR AXLE PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited bids for Meritor axle parts for its fleet of transit buses; and

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

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with New Flyer Industries Canada ULC for Meritor axle parts for an amount not to exceed $705,110.00

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007

ATTEST:

Assistant Secretary

Chairman

David S. Wolff
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CHIEF EXECUTIVE OFFICER TO EXECUTE AND DELIVER A CONTRACT WITH NORTH AMERICAN BUS INDUSTRIES FOR THE PURCHASE OF AIR RIDES AND RELATED PARTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for the purchase of air rides and related parts for the transit bus fleet; and

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

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

Section 1. The President & Chief Executive Officer is hereby authorized and directed to execute and deliver a contract with North American Bus Industries for the purchase air rides and related parts, for an amount not to exceed $253,115.62.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH K.S. C. SERVICES INC. FOR JANITORIAL CLEANING SERVICES FOR THE LEE P. BROWN ADMINISTRATIVE OFFICE BUILDING; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO solicited bids for janitorial services for METRO's Lee P. Brown Administrative Office Building at 1900 Main Street; and

WHEREAS, the firm of K.S.C. Services, Inc. submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with K.S.C. Services, Inc. for janitorial services for the Lee P. Brown Administrative Office Building, for an amount not to exceed $769,788.00

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS FOR THE ACQUISITION OF REAL PROPERTY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO will construct an Intermodal Terminal north of the Houston Central Business District; and

WHEREAS, METRO has identified additional property in the vicinity of the proposed Intermodal Terminal for use in support of construction activities, and which is necessary for further development of the surrounding facilities; and

WHEREAS, the Seller(s) wish to sell, and METRO is willing to purchase the subject property; and

WHEREAS, Just Compensation has been determined;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements and other documents for the acquisition of fee simple title, based upon Just Compensation, to that parcel of real property identified as follows;

   Approximately 0.7135 acres of land being Reserve A, Block 1, A & Z Wood Subdivision, J. Austin Survey, Abstract 1, Harris County, Texas, Harris County, Texas.
Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007

David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS WITH THE CITY OF HOUSTON FOR THE ACQUISITION OF REAL PROPERTY FOR TRANSIT PURPOSES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2006-59, the Board of Directors adopted a preferred alignment for the development of high capacity transit in the Southeast Corridor; and

WHEREAS, construction activities are planned for development of the preferred alignment; and

WHEREAS, METRO has identified a parcel of land in the Southeast Corridor (hereinafter, "the Property") which is supportive of planned construction activities and necessary for development of the Southeast Corridor preferred alignment; and

WHEREAS, the Property is owned by the City of Houston, and the City of Houston is willing to sell the Property to METRO; and

WHEREAS, Just Compensation has been determined by independent appraisals;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver agreements and documents for the acquisition of fee simple title to that Property, generally described as approximately 1.1215 acres located at 803 Ennis Street, in Houston, Harris County, Texas.
Section 2. The President & CEO is authorized and directed to undertake such administrative adjustments as required for acquisition of the Property so identified.

Section 3. This resolution is effective immediately upon passage.

PASSED this 26th day of April, 2007
APPROVED this 26th day of April, 2007

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A DEVELOPMENT AGREEMENT WITH THE FACILITY PROVIDER FOR PHASE 1 DELIVERABLES IN FURTHERANCE OF METRO SOLUTIONS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, by way of Resolution 2007-02, this Board authorized the President & CEO to commence negotiations with the selected Facility Provider for Phase 1 Development of designated components of METRO Solutions; and

WHEREAS, this Board further authorized the selected Facility Provider to proceed with certain preliminary work "at risk", subject to successful negotiation of an agreement for Phase 1 Development (hereinafter the "Development Agreement"); and

WHEREAS, the team headed by Washington Group International, now doing business as Washington Group Transit Management Company, was selected as the Facility Provider (hereinafter the "Facility Provider") with whom to commence negotiations for the Development Agreement; and

WHEREAS, the Development Agreement is intended to provide for project development, and set forth a framework for the performance of Phase 1 tasks, such as preliminary engineering, coordination of professional services and third party approvals, finalizing project scope and such other work in preparation for Phase 2 design and construction; and
WHEREAS, METRO and the Facility Provider have reached agreement for the Phase 1 work, and the development of a general structure and arrangement for the performance of preliminary work in support of METRO Solutions; and

WHEREAS, the Facility Provider has also performed the "at risk" tasks in a satisfactory manner;

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 Development Agreement with the Facility Provider, for Phase 1 deliverables in furtherance of METRO Solutions, for an amount not to exceed $77,300,000.

Section 2. The Board of Directors hereby approves payment to the Facility Provider for "at risk" work, for an amount not to exceed $2,500,000.

Section 3. METRO staff will return to the Board of Directors for Phase 2 Design/Build approval.

Section 4. This resolution is effective immediately upon passage.

PASSED this 8th day of May, 2007
APPROVED this 8th day of May, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH KPMG FOR FINANCIAL AUDITING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with KPMG for external auditing services; and

WHEREAS, KPMG has performed all services in an exemplary manner; and

WHEREAS, it is appropriate that the services of KPMG be continued;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with KPMG to extend the period of performance to include external financial auditing services for fiscal years 2007 and 2008, and to increase the maximum authorized expenditures under the contract by an amount not to exceed $405,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007

ATTEST:

Assistant Secretary

Chairman

David S. Wolff
RESOLUTION NO. 2007- 43

A RESOLUTION

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

WHEREAS, METRO requires body, structural and chassis parts for its fleet of MCI transit buses; and

WHEREAS, METRO issued an invitation for bids for the transit vehicle parts; and

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

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with MCI Service Parts, Inc. for body, structural and chassis parts for METRO's fleet of MCI transit buses, for an amount not to exceed $292,966.74.

Section 2. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007

ATTEST:

Assistant Secretary

David S. Wolff
Chairman
A RESOLUTION
AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SIEMENS TRANSPORTATION SYSTEMS FOR THE PURCHASE OF LIGHT RAIL POWER SYSTEM COMPONENTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the METRORail light rail vehicles operate on a system of motors and wheels known as "trucks"; and

WHEREAS, METRO requires one (1) additional power truck frame, one (1) additional center truck frame and (2) center truck axle assemblies to ensure continued METRORail operations during vehicle overhaul; and

WHEREAS, the METRORail light rail vehicles were manufactured by Siemen's Transportation Systems and use specialized "truck" components that are also manufactured by Siemen's Transportation Systems; and

WHEREAS, Siemens Transportation Systems is the only manufacturer of truck components fully compatible with METRO's light rail vehicles; and

WHEREAS, sole source justification has been provided for acquisition of the power truck frame, the center truck frame and the center truck axle assemblies;

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 Siemens Transportation Systems for the purchase of one (1) power truck frame, one (1) center truck frame and two (2) center truck axle assemblies, for a total cost not to exceed $325,150.
Section 2. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER CONTRACTS WITH THE HOUSTON DOWNTOWN MANAGEMENT DISTRICT AND WITH BJ'S ENTERPRISES FOR BUS STOP AND SHELTER CLEANING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO has numerous bus stops and bus shelters in the Central Business District and in Houston's Midtown area; and

WHEREAS, METRO requires bus stop and bus shelter cleaning services for these facilities; and

WHEREAS, the Houston Downtown Management District submitted the lowest responsive and responsible bid for cleaning services in the Central Business District; and

WHEREAS, BJ's Enterprises submitted the lowest responsive and responsible bid for cleaning services in the Midtown area;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with the Houston Downtown Management District for bus stop and shelter cleaning services in the Central Business District for an amount not to exceed $312,039.00

Section 2. The President & CEO is hereby authorized and directed to execute and deliver a contract with BJ's Enterprises for bus stop and shelter cleaning services in the Midtown area for an amount not to exceed $136,305.

Section 3. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007

ATTEST:

David S. Wolff
Chairman

Assistant Secretary
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE
AND DELIVER AN EXTENSION TO THE ANTENNA SITE LICENSE AGREEMENT WITH
TRANSCO TOWER LIMITED; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO
THE SUBJECT.

WHEREAS, METRO requires a back-up antenna site to support its radio
communications system for METRO's transit and support vehicles; and

WHEREAS, METRO has a license agreement with Transco Tower Limited for an
antenna site located at the Williams Tower (formerly known as the "Transco Tower"); and

WHEREAS, the Williams Tower offers the optimum site for METRO's radio
communication system; and it is appropriate that the license agreement be extended for an
additional five year period to enable continued radio and dispatch activities;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate,
execute and deliver a modification to a license agreement with Transco Tower Limited to
extend the period for a communications antenna site an additional five (5) years and increase
the maximum authorized expenditures by an amount not to exceed $450,264.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
Chairman
RESOLUTION NO. 2007-47

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A FEDERAL GRANT APPLICATION FOR CONGESTION MITIGATION/AIR QUALITY FUNDS FOR METRO'S BIKE RACKS ON BUSES PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO recently announced the start of its “Bike Racks on Buses” Program, (hereinafter, “the Program”) which comprises the installation of bicycle racks on METRO’s fleet of transit vehicles; and

WHEREAS, the Program integrates public transit with bicycle use to reduce congestion and support more environmentally-friendly modes of transportation; and

WHEREAS, Congestion Mitigation/Air Quality funds (hereinafter, “CMAQ funds”) are available that can be applied towards the cost of METRO’s Program; and

WHEREAS, it is appropriate that METRO submit a grant application for receipt of CMAQ funds for the Program;

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 grant application for receipt of Congestion Mitigation/Air Quality funds for METRO’s “Bike Racks on Buses” Program and take such other administrative action as necessary to effectuate the submission of the grant application.
Section 2. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007

David S. Wolff
Chairman

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH SPORTSWORKS NORTHWEST, INC. FOR THE PURCHASE OF BICYCLE RACKS FOR METRO'S BUS FLEET; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the "Bike Racks on Buses" Program calls for the purchase and installation of bicycle racks on METRO's bus fleet in order to expand transit availability to persons who use bicycles as a transportation option; and

WHEREAS, Sportworks Northwest, Inc. manufactures bicycle racks that are most compatible with the design features of METRO's bus fleet; and

WHEREAS, selected source justification has been provided;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Sportworks Northwest, Inc. for bicycle racks for METRO's bus fleet for an amount not to exceed $1,346,666.

Section 2. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007

[Signature]
Chairman

ATTEST:

[Signature]
Assistant Secretary

David S. Wolff
Chairman
A RESOLUTION

AMENDING THE PRESIDENT & CHIEF EXECUTIVE OFFICER'S EMPLOYMENT AGREEMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the employment agreement between METRO and the President & Chief Executive Officer, Frank J. Wilson, provides for an annual performance review; and

WHEREAS, the Board of Directors has reviewed the performance of the President & Chief Executive Officer and is of the opinion that he has performed in a superior fashion; and

WHEREAS, the Board of Directors wishes to acknowledge the superior performance of the President & Chief Executive Officer; and

WHEREAS, the Board has approved in principal the terms and conditions of the Chief Executive Officer's continued service;

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

Section 1. The Board of Directors hereby authorizes the Chairman of the Board to negotiate and execute the employment contract consistent with the terms discussed in executive session.

Section 2. This resolution is effective immediately upon passage.

PASSED this 31st day of May, 2007
APPROVED this 31st day of May, 2007

David S. Wolff
Chairman

ATTEST:
Assistant Secretary
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PREPARE, EXECUTE, AND SUBMIT APPROPRIATE GRANT AGREEMENTS WITH THE FEDERAL TRANSIT ADMINISTRATION FOR RECEIPT OF FEDERAL FUNDING FOR TRANSIT PROJECTS; TO TAKE SUCH ADMINISTRATIVE ACTION AS NECESSARY FOR RECEIPT OF FEDERAL FUNDS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, federal Congestion Mitigation/Air Quality (CMAQ) funds, previously allocated by the Federal Highway Administration for the construction of improvements to METRO's West Bellfort Park and Ride facility, are no longer needed for this project and can be reassigned to other transit improvements; and

WHEREAS, METRO and its area stakeholders have identified a need for federal assistance to fund a new "Signature Service" and a new commuter transit service in the I-10 Katy Freeway and US 290 Freeway Corridors; and

WHEREAS, the "Signature Service" and the new commuter transit service (hereinafter, "the projects") are appropriate for CMAQ funding, and said funding can be effectively distributed for the projects through the Federal Transit Administration; and

WHEREAS, consolidation of funding for the projects through a single agency will enable more efficient administration and distribution of grant monies; and

WHEREAS, the Federal Highway Administration is willing to transfer the previously allocated CMAQ funds for distribution in accordance with the Federal Transit Administration's usual and customary grant processes;

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 application of funds, previously allocated for improvements to the West Bellfort transit facility, for use for "Signature Service" and new commuter service in the I-10 Katy Freeway and US 290 Freeway corridors.
Section 2. With the transfer of CMAQ funds to the Federal Transit Administration, the President & CEO is hereby authorized and directed to proceed with all administrative action, and to undertake all other actions reasonable and necessary to prepare, execute, and submit grant agreements with the Federal Transit Administration for receipt of federal funding for the projects stated herein.

Section 3. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH ARTHUR J. GALLAGHER RISK MANAGEMENT SERVICES, INC. FOR INSURANCE AGENT OF RECORD SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires insurance agent of record services for placement of coverage policies, and for claims and appraisals consulting services; and

WHEREAS, METRO issued a Request for Proposals for insurance agent of record services; and

WHEREAS, Arthur J. Gallagher Risk Management Services, Inc. is best 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 Arthur J. Gallagher Risk Management Services, Inc. for Insurance Agent of Record Services for METRO's day-to-day operations for an amount not to exceed $328,000.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

Assistant Secretary

Chairman
RESOLUTION NO. 2007-52

A RESOLUTION
AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER APPROPRIATE DOCUMENTS FOR THE PLACEMENT OF PROJECT PROFESSIONAL LIABILITY INSURANCE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO can realize cost savings and standardized liability coverage through the availability of professional liability insurance for those design firms that will provide professional services to major capital projects, such as Metro Solutions; and

WHEREAS, METRO previously entered into contract with MARSH USA for insurance agent of record services for the METRO Solutions projects and for administration of an Owner Controlled Insurance Program; and

WHEREAS, MARSH USA, on behalf of METRO, has searched the market for underwriters willing to provide the insurance coverage required by METRO and the METRO Solutions Facility Providers for the METRO Solutions projects; and

WHEREAS, after careful analyses and evaluation of interested underwriters, METRO staff and the METRO Solutions Facility Provider have recommended Lexington Insurance Company as most qualified and capable to provide the necessary liability coverage; and

WHEREAS, the Board of Directors concurs with the recommendations;

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 all appropriate documents for the placement of Project Professional Liability Insurance with the firm of Lexington Insurance Company, for the not-to-exceed amount of $5 million.
Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

David S. Wolff
Chairman

Assistant Secretary
RESOLUTION NO. 2007- 53

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH LOPEZGARCIA GROUP FOR CULTURAL RESOURCE CONSULTING SERVICES FOR TRANSIT PROJECTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, federal regulations require that METRO identify and evaluate the effects of its transit projects on any adjacent historical sites or cultural venues; and

WHEREAS, METRO requires cultural resource consulting services to perform the work; and

WHEREAS, METRO solicited Qualification Statements and Letters of Interest for cultural resource consulting services; and

WHEREAS, the firm of LOPEZGARCIA Group is most qualified to do the work;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with LOPEZGARCIA Group for cultural resource consulting services for an amount not to exceed $500,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

David S. Wolff
Chairman

Assistant Secretary
RESOLUTION NO. 2007- 54

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACTS WITH PBS & J FOR PROGRAM CONTROL SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires program control services for staff support for cost control, estimating and schedule preparations on a project-by-project basis; and

WHEREAS, METRO solicited Qualification Statements and Letters of Interest; and

WHEREAS, the firm of PBS & J 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 PBS & J for program control services, for an amount not to exceed $500,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:  
Assistant Secretary

David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH BSCI, INC., OTHON CONSULTING ENGINEERS, INC. AND AIA ENGINEERS, LTD. FOR CONSTRUCTION MANAGEMENT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires construction management services for its capital projects; and

WHEREAS, METRO solicited Qualification Statements and Letters of Interest; and

WHEREAS, BSCI, Inc., Othon Consulting Engineers, Inc., and AIA Engineers, Ltd. have 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 contracts with BSCI, Inc., Othon Consulting Engineers, Inc., and AIA Engineers Ltd. for construction management services. Each contract shall be for an amount not to exceed $800,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

Assistant Secretary

Chairman
RESOLUTION NO. 2007- 56

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PROCEED WITH NEGOTIATIONS WITH THE STATE OF TEXAS AND WITH HARRIS COUNTY FOR THE USE AND OPERATION OF MANAGED LANES ON THE KATY FREEWAY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the State of Texas, through its Department of Transportation (hereinafter “TxDOT”) is currently engaged in a massive project for the widening and reconstruction of Interstate Highway 10, the Katy Freeway, to include the construction of additional traffic lanes and managed lanes in order to enhance mobility and reduce congestion (hereinafter the “Katy Freeway Reconstruction Project”); and

WHEREAS, the Katy Freeway Reconstruction Project will among other things substitute the existing High Occupancy Vehicle lanes with managed lanes, and provide access for high occupancy vehicles, transit vehicles and carpools to the managed lanes system; and

WHEREAS, by way of Resolution 2002-115, the METRO Board of Directors approved the execution of a Memorandum of Understanding with the State of Texas and with Harris County for development of a framework for future transit operation on the Katy Freeway upon completion of the Katy Freeway Reconstruction Project; and

WHEREAS, METRO, the State of Texas and Harris County did execute a Memorandum of Understanding which included general provisions for managed lane use by transit vehicles, carpools and high occupancy vehicles, and for managed lane operation and management; and
WHEREAS, the Katy Freeway Reconstruction Project is proceeding toward completion and it is appropriate that METRO, the State of Texas and Harris County begin negotiations for an interlocal agreement that will set forth the terms and conditions for the integration of transit into the operation of the managed lane and highway facilities on the Katy Freeway;

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 proceed with negotiations with the State of Texas, through its Department of Transportation and with Harris County through the Harris County Toll Road Authority, for an interlocal agreement setting for the terms and conditions for transit operations on the Katy Freeway. METRO staff will come back to the Board of Directors for further authorization for the execution of the interlocal agreement.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER MODIFICATIONS TO THE CONTRACTS WITH CONTRACT LAND STAFF AND BRIGGS FIELD SERVICES FOR RIGHT-OF-WAY AND RELOCATION CONSULTANT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO entered into contract with Contract Land Staff and with Briggs Field Services for right-of-way and relocation consultant services for real estate acquisitions; and

WHEREAS, METRO has an increased need for right-of-way and relocation consultant services for staff support for the acquisition of property for METRO Solutions; and

WHEREAS, Contract Land Staff and Briggs Field Services have performed satisfactorily and it is appropriate that their services be continued;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver modifications to the contracts with Contract Land Staff and Briggs Field Services for right-of-way and relocation consultant services, increasing the maximum authorized expenditures under each contract by the not-to-exceed amount of $4 million.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
Chairman
RESOLUTION NO. 2007-58

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH ALLIED BARTON SECURITY SERVICES FOR SECURITY GUARD SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO previously entered into contract with Allied Barton Security Services (then doing business as Initial Security) for security guard services at METRO’s bus operating facilities and rail facilities; and

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

WHEREAS, Allied Barton Security Services has performed satisfactorily, and it is appropriate that METRO exercise the option to extend the performance period one (1) additional year, and increase the maximum authorized expenditures under the contract;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Allied Barton Security Services for security guard services; extending the performance period one (1) additional year and increasing the maximum authorized expenditures under the contract by an amount not to exceed $509,271.36.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007
RESOLUTION NO. 2007- 59

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEW FLYER INDUSTRIES FOR BODY, STRUCTURAL AND CHASSIS PARTS FOR NEW FLYER TRANSIT VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires body, structural and chassis parts for its fleet of New Flyer transit vehicles; and

WHEREAS, METRO solicited bids for body, structural and chassis parts; and

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

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with New Flyer Industries for body, structural and chassis parts for its fleet of New Flyer transit vehicles, for an amount not to exceed $1,680,692.56

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEOPART FOR BODY, STRUCTURAL AND CHASSIS PARTS FOR NEOPLAN TRANSIT VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO issued an invitation for bids for body, structural and chassis parts for its fleet of Neoplan transit vehicles; and

WHEREAS, Neopart submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Neopart for body, structural and chassis parts for METRO's fleet of Neoplan transit vehicles, for an amount not to exceed $373,051.11

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

David S. Wolff
Chairman
AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH DAIMLERCHRYSLER COMMERCIAL BUSES NORTH AMERICA, INC. FOR THE PURCHASE OF SLACK ADJUSTER EQUIPMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, DaimlerChrysler Commercial Buses North America, Inc. submitted the lowest responsive and responsible bid for slack adjuster equipment for METRO's fleet of transit vehicles;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with DaimlerChrysler Commercial Buses North America, Inc. for the purchase of slack adjuster equipment for METRO's transit vehicles, for an amount not to exceed $345,259.02

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:  
Assistant Secretary

David S. Wolff  
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SUNRISE DELIVERY, INC. FOR MOVING, RECONFIGURATION AND ASSET TRACKING SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, it is frequently necessary that office furniture be moved and work areas be reconfigured to accommodate organizational changes and the most effective assignment of personnel; and

WHEREAS, METRO solicited bids for furniture moving, reconfiguration and asset tracking services; and

WHEREAS, Sunrise Delivery, Inc. submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Sunrise Delivery, Inc. for furniture moving, reconfiguration and asset tracking services for an amount not to exceed $112,455.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER APPROPRIATE AGREEMENTS FOR THE ACQUISITION OF 100 HYBRID ELECTRIC BUSES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, replacement of older transit vehicles with more efficient and better performing hybrid electric buses will reduce operating costs lower emissions and improve reliability; and

WHEREAS, METRO staff has recommended the acquisition of forty-eight 40-foot hybrid electric transit vehicles, manufactured by Orion Bus Industries, as a part of METRO's long-range fleet replacement plan; and

WHEREAS, METRO staff has also recommended the acquisition of fifty-two 45-foot hybrid electric suburban vehicles, manufactured by Motor Coach Industries, to replace certain older, less efficient fleet models; and

WHEREAS, the Board of Directors concurs with the recommendations of METRO staff for long range fleet replacement; and

WHEREAS, it is appropriate that METRO proceed with acquisition of the hybrid electric vehicles, subject to approval of a master lease program;

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 appropriate agreements for the acquisition of 100 hybrid electric vehicles for a total cost not to exceed $63,996,000. The vehicles will be acquired subject to approval of a Master Lease Program.
Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH DIGITAL INTELLIGENCE SYSTEMS CORPORATION FOR UPGRADES TO THE EXISTING PROCESSOR EQUIPMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the existing network processor equipment at METRO’s administrative office building is no longer adequate to support recent improvements and expansions to METRO’s services and internal operations; and

WHEREAS, it is necessary to upgrade the existing network processor equipment to meet increased demands; and

WHEREAS, METRO issued an invitation for bids for upgrades to the network processor equipment; and

WHEREAS, Digital Intelligence Systems 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 President & CEO is hereby authorized and directed to execute and deliver a contract with Digital Intelligence Systems Corporation for upgrades to existing network processor equipment, for an amount not to exceed $537,760.30.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

David S. Wolff
Chairman

Assistant Secretary
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH HEWLETT PACKARD FOR A COMPREHENSIVE DATA STORAGE FACILITY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO has increased its use of technology for more efficient operation of internal business functions and day-to-day operations; and

WHEREAS, METRO issued a Request for Proposals for a data storage facility for enhanced and expanded data protection; and

WHEREAS, Hewlett Packard Company is most qualified to provide the necessary data storage 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 Hewlett Packard Company for a comprehensive data storage facility, for an amount not to exceed $1,188,993.91.

Section 2. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

Assistant Secretary

David S. Wolff
Chairman
RESOLUTION NO. 2007- 66

A RESOLUTION

APPROVING THE PAYMENT OF OVERTIME TO CERTAIN SALARIED EXEMPT PERSONNEL WHO ARE REQUIRED TO WORK PAST THEIR NORMAL WORK HOURS, DURING A STATE OF EMERGENCY; AUTHORIZING THE PRESIDENT & CEO TO TAKE SUCH ADMINISTRATIVE ACTION AS NECESSARY TO PROVIDE FOR THE PAYMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Fair Labor Standards Act differentiates exempt and non-exempt employees for purposes of overtime payment; and

WHEREAS, employers generally are not required to pay overtime to exempt employees; and

WHEREAS, METRO recognizes that during times of disaster or emergencies, certain exempt employees who perform essential functions may be required to remain on duty past their usual and customary hours of work; and

WHEREAS, the Board of Directors believes that it is fair and reasonable that those certain exempt employees, as determined by the President & CEO, receive overtime pay for actual hours worked beyond their usual and customary work time;

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 payment of overtime to exempt employees, as determined by the President & CEO, who may be required to remain on duty and perform actual work past their usual and customary work time during emergencies and/or disasters, as recognized by Federal Emergency Management Agency ("FEMA") policies and guidelines.
Section 2. The President & CEO is hereby authorized and directed to take such administrative action as necessary to carry out the provisions stated herein, and to forward this resolution to such local, state or federal agencies as may require notice of the provisions stated herein.

Section 3. This resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

Assistant Secretary

Chairman
RESOLUTION NO. 2007-67

A RESOLUTION

APPROVING A FRAMEWORK FOR DISCUSSIONS WITH AREA GOVERNMENTAL ENTITIES FOR PARTICIPATION IN THE PROCESS FOR PROJECT IDENTIFICATION AND DISTRIBUTION OF FEDERAL FUNDS PURSUANT TO SECTION 5307 OF TITLE 49 OF THE US CODE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, since 1978, METRO has been the recipient designated for receipt of federal funds for transit improvements in the Houston urbanized area (hereinafter, the "designated recipient"); and

WHEREAS, the appointment of METRO as the designated recipient received the concurrence of the Governor of the State of Texas and the US Department of Transportation's Urban Mass Transportation Administration, now the Federal Transit Administration; and

WHEREAS, federal funds for transit improvements for urbanized areas are now dispersed under a formula grant program pursuant to Section 5307 of Title 49 of the US Code (hereinafter, "Section 5307 funds"); and

WHEREAS, METRO, as the designated recipient, is authorized to receive and apportion Section 5307 funds in the Houston urbanized area and has flexibility in the method used to allocate Section 5307 funds to itself and other area recipients; and

WHEREAS, the local metropolitan planning organization, which, in this region, is the Transportation Policy Council, is composed of local governmental entities and is responsible for programming those transit projects, known as the
"program of projects", for inclusion in the Transportation Improvement Program and for which federal funds will be sought; and

WHEREAS, METRO, as the designated recipient for Section 5307 funds, will work cooperatively with eligible grant recipients for development of a program of projects for receipt of federal funds; and

WHEREAS, METRO desires that federal funds be dispersed to those transit projects that best meet established criteria and which also provide for the delivery of needed services through the most efficient and cost effective means, without redundancy or duplication; and

WHEREAS, METRO, with its transit expertise, can be of assistance in the actual provision of transit services for regional projects, such as Park & Ride service, commuter service and local and/or express transit services, as well as fulfill its role as designated recipient for dispersal of Section 5307 funds;

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

Section 1. METRO hereby re-affirms its commitment to work cooperatively with governmental entities and eligible grant recipients in furtherance of the goals for regional transportation.

Section 2. METRO will coordinate with local governments for the distribution of Section 5307 funds for projects that meet regional transit objectives.
Section 3. In furtherance of its participation in the process for the development of projects for receipt of federal funds, METRO shall include, in its discussions, the following considerations:

   a) whether the project duplicates the service provided by METRO or any other area transit provider;
   b) the availability of METRO's resources and expertise in providing project services and/or support;
   c) whether METRO can present cost-effective and efficient options for the provision of project services

Section 4. This Resolution is effective immediately upon passage.

PASSED this 29th day of June, 2007
APPROVED this 29th day of June, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH FIRST SOUTHWEST COMPANY FOR FINANCIAL ADVISOR SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires the services of a financial advisor to provide professional advice and staff support for project financing structures, including but not limited to commercial paper, sales tax revenue bonds, a master lease program and public-private partnerships; and

WHEREAS, METRO issued a Request for Proposals for the services of a financial advisor; and

WHEREAS, First Southwest Company has been determined most qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with First Southwest Company for financial advisor services for an amount not to exceed $4.4 Million.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of July, 2007
APPROVED this 26th day of July, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
Chairman
A RESOLUTION

APPROVING THE ESTABLISHMENT AND IMPLEMENTATION OF A MASTER LEASE PURCHASE FINANCING PROGRAM IN THE AMOUNT OF $250 MILLION; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO TAKE SUCH ADMINISTRATIVE ACTION AS NECESSARY TO IMPLEMENT THE PROGRAM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, pursuant to the authority of Chapter 451, Texas Transportation Code, as amended, and Chapter 271, Subchapter A, Texas Local Government Code, as amended, the Metropolitan Transit Authority of Harris County, Texas ("METRO") is authorized to execute, perform and make payments under a contract with any person for the use or the purchase or other acquisition of any personal property, or the financing thereof; and

WHEREAS, the Board of Directors has determined that it is in the best interest of METRO to establish a lease/purchase financing program to finance the acquisition of certain equipment, including buses, bus rapid transit vehicles and rail rapid transit vehicles (the "Program"); and

WHEREAS, in order to implement the Program, METRO expects to enter into a Master Lease Agreement with a Lessor and multiple Appendices thereto (collectively, the "Lease Agreement") whereby METRO, as lessee, will make lease payments to the Lessor and the Lessor will lease and sell the equipment to METRO; and

WHEREAS, it is appropriate that METRO proceed with the negotiation and preparation of the necessary financing and offering documents for the Program including preparation of the Master Lease Agreement and such other documents as required for the establishment and implementation of the Program;
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The METRO Board of Directors hereby approves the establishment and implementation of a Master Lease Purchase Financing Program in the amount of $250 million.

Section 2. The President & Chief Executive Officer is authorized and directed to proceed with the negotiation and preparation of the necessary financing and offering documents for the Program, including the Master Lease Agreement, and other necessary documents to effectuate the Program.

Section 3. The President & Chief Executive Officer is hereby authorized, empowered and directed to do all such administrative acts and things as may be necessary or desirable to carry out and comply with the provisions hereof and to take any and all further action to execute and deliver such documents as may be necessary to successfully implement the Program.

Section 4. This resolution is effective immediately upon passage.

PASSED this 26th day of July, 2007
APPROVED this 26th day of July, 2007

ATTEST:

P. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO, EXECUTE AND DELIVER A REQUISITION, THROUGH THE STATE OF TEXAS COOPERATIVE PURCHASING PROGRAM, FOR THE ACQUISITION OF COMPUTER HARDWARE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires replacement of existing Intel-based computer servers to enable continued application of the various software systems that are used throughout the organization; and

WHEREAS, the Board of Directors previously authorized METRO’s participation in the State of Texas Cooperative Purchasing Programs; and

WHEREAS, participation in the State of Texas Cooperative Purchasing Program satisfies statutory competitive bid requirements; and

WHEREAS, Intel-based computer servers can be purchased through the State of Texas Cooperative Purchase Program, Department of Information Resources;

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 requisition, pursuant to the State of Texas Cooperative Purchasing Program, for the purchase of INTEL – based computer servers from Mobius Partners Enterprise Solutions, for an amount not to exceed $313,184.20
Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of July, 2007
APPROVED this 26th day of July, 2007

ATTEST:

Assistant Secretary

David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH INIT, INC. FOR SCHEDULE AND TRAVEL INFORMATION SOFTWARE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, software is available which can provide immediate schedule and travel information to patrons on their personal hand-held electronic devices, through the Internet, and by way of electronic passenger signs; and

WHEREAS, INIT, Inc. provides software with the desired capabilities and which is compatible with METRO's existing software systems; and

WHEREAS, sole source justification has been provided;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with INIT, Inc. for schedule and travel information software for an amount not to exceed $360,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of July, 2007
APPROVED this 26th day of July, 2007

David S. Wolff
Chairman
RESOLUTION NO. 2007-72

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN INTERLOCAL AGREEMENT WITH HARRIS COUNTY FOR PARK & RIDE SERVICE EAST OF MAXEY ROAD TO THE CITY OF BAYTOWN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, that section of Harris County east of Maxey Road, to the City of Baytown, lies outside the jurisdictional boundaries and service area of METRO; and

WHEREAS, METRO, under the provision of Section 451.056, Texas Transportation Code, may contract with a municipality, county, or other political subdivision to provide public transportation services outside of its jurisdictional boundaries; and

WHEREAS, METRO and Harris County find that the operation of Park & Ride services east of Maxey Road and within the vicinity of the City of Baytown will enhance regional mobility and support transit services within the County and METRO; and

WHEREAS, METRO is willing to contract with Harris County for the provision of Park & Ride services east of Maxey Road and within the vicinity of the City of Baytown;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an interlocal agreement with Harris County for the operation of Park & Ride services east of Maxey Road and within the vicinity of the City of Baytown

Section 2. This resolution is effective immediately upon passage.

PASSED this 26th day of July, 2007
APPROVED this 26th day of July, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH PLANET FORD AND WITH GRAND PRAIRIE FORD FOR SUPPORT VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, it is necessary to replace older utility vehicles, vans, sedans and other support vehicles that have reached or exceeded their useful life; and

WHEREAS, METRO issued an invitation for bids for replacement support vehicles; and

WHEREAS, Planet Ford and Grand Prairie Ford submitted the lowest responsive and responsible bids;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Planet Ford for police vehicles and sedans for an amount not to exceed $406,500; and a contract with Grand Prairie Ford for certain sport utility vehicles and vans for an amount not to exceed $658,512.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of August, 2007
APPROVED this 23rd day of August, 2007

ATTEST:

David S. Wolff
Chairman

Assistant Secretary
A RESOLUTION

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

WHEREAS, METRO provides transit services, called “METROLift”, through operation
of specially-equipped vans for disabled persons who are not able to use METRO’s fixed route
bus services; and

WHEREAS, it is necessary to use taxicab service as a “back up” or supplement to
regular METROLift services to avoid trip denials when METROLift vans are unavailable; and

WHEREAS, METRO uses “Taxicab Back up Service” (or “TBS”) to respond to patrons
when the regular METROLift service experiences capacity shortages or vehicle delays; and

WHEREAS, METRO also administers a METROLift Subsidy Program (or “MSP”) which
provides for the payment of a subsidy to private taxicabs for the transportation of disabled
patrons; and

WHEREAS, METRO has also engaged private taxicabs to provide emergency
transportation to commuters who must return home during the midday for an emergency, but
whose travel routes that do not provide regular mid-day service (known as the “Guaranteed
Ride Home Program”); and

WHEREAS, METRO issued an Invitation for Bids for taxicab service for a continuation
of the METROLift Subsidy Program, the Taxicab Back up Service and the Guaranteed Ride
Home Program; and

WHEREAS, five firms submitted bids in response to the solicitation, and the bids were
responsive and responsible;
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 enter into five-year contracts, for continuation of the METROLift Subsidy Program, the TaxiCab Back-up Service, and the Guaranteed Ride Home Program, with the following firms:

- Fiesta Cab Company
- United Cab Company
- Greater Houston Transportation Company
- Liberty Cab Co. Inc.
- Houston Transportation Services, Ltd, dba Lone Star Cab and Square Deal Cab

The contracts shall be for a total amount not to exceed $10,500,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of August, 2007
APPROVED this 23rd day of August, 2007

ATTEST:

Assistant Secretary

David S. Wolff
Chairman
RESOLUTION NO. 2007-75

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH FIRST TRANSIT, INC. FOR OPERATION OF THE NORTHWEST BUS OPERATING FACILITY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, privatization of the operation, vehicle maintenance and facility maintenance of the Northwest Bus Operating Facility continues to produce cost savings without compromising the quality of service; and

WHEREAS, METRO issued a Request for Proposals for privatization of the Northwest Bus Operating Facility; and

WHEREAS, proposals were carefully evaluated by an Evaluation Committee and a Senior Selection Committee; and

WHEREAS, the firm of First Transit, Inc. is most capable and qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a five-year contract with First Transit, Inc. for the operation, vehicle maintenance and facility maintenance of the Northwest Bus Operating Facility for an amount not to exceed $182,000,000.
Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of August, 2007
APPROVED this 23rd day of August, 2007

ATTEST:

Assistant Secretary

David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH SAFETY VISION AND WITH CISCO FOR SUPPLY AND INSTALLATION OF VIDEO SURVEILLANCE SYSTEMS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, video surveillance systems (also referred to herein, as "the systems") on transit vehicles enhance the safety and security of passengers and operators; and

WHEREAS, it is appropriate to expand the use of the systems on buses; and

WHEREAS, it is necessary that the cameras and communications equipment necessary for the systems be compatible with METRO's existing video surveillance systems; and

WHEREAS, the existing video surveillance systems currently use cameras provided by Safety Vision and which are compatible with CISCO communications equipment; and

WHEREAS, selected source justification has been provided;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Safety Vision and with CISCO for supply and installation of video surveillance systems on METRO buses for a total amount not to exceed $750,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of August, 2007
APPROVED this 23rd day of August, 2007

ATTEST:

David S. Wolff
Chairman

[Signature]
Assistant Secretary
RESOLUTION NO. 2007-77

A RESOLUTION

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

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

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

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

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an amendment to the Motorist Assistance Program interagency agreement to extend the Motorist Assistance Program for two (2) additional years and increase METRO's contribution to the program by an amount not to exceed $1,590,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of August, 2007
APPROVED this 23rd day of August, 2007

ATTEST:

David S. Wolff
Chairman

Assistant Secretary
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER APPROPRIATE DOCUMENTS WITH UNITED HEALTHCARE FOR ADMINISTRATION OF METRO'S MEDICAL BENEFITS PLAN FOR SALARIED EMPLOYEES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO solicited proposals from healthcare providers for administration of a cost-effective plan for salaried employees that would enable a self insured/self-funded approach to claims management, that would provide maximum medical coverage, choice and flexibility at reasonable costs, and that would incorporate a wellness program to promote better individual health initiatives; and

WHEREAS, several proposals were received and carefully evaluated by METRO staff; and

WHEREAS, United Healthcare offered the best proposal for provision of healthcare services that address METRO's needs;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with United Healthcare for administration of a medical benefits plan for salaried employees at a cost not to exceed $1,455,930.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of August, 2007
APPROVED this 23rd day of August, 2007

ATTEST:

David S. Wolff
Chairman
RESOLUTION NO. 2007- 79

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE APPROPRIATE DOCUMENTS FOR DEVELOPMENT OF A PARK & RIDE FACILITY IN THE CITY OF PEARLAND; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO may own or lease land outside its jurisdictional boundaries and may, pursuant to Section 451.056, Texas Transportation Code, provide transit services outside its jurisdictional boundaries; and

WHEREAS, the development of a Park & Ride facility in the City of Pearland at State Highway 288, will expand transit services to a growing population, enhance regional mobility and contribute to the effectiveness of METRO's services; and

WHEREAS, staff has carefully evaluated a proposal submitted by New Quest Properties for development of a Pearland Park & Ride facility to include construction of a permanent 600-space facility in the vicinity of State Highway 288 and FM 518; and

WHEREAS, the Board of Directors has determined that METRO should proceed with negotiation of the terms of an agreement with New Quest Properties for development of a Pearland Park & Ride facility;

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 appropriate documents with New Quest Properties for development of a Pearland Park & Ride facility.
Section 2. Staff will report to the Board the status of negotiations with New Quest Properties.

Section 3. This resolution is effective immediately upon passage.

PASSED this 23rd day of August, 2007
APPROVED this 23rd day of August, 2007

David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH THERMO KING OF HOUSTON, LP FOR AIR CONDITIONING PARTS FOR TRANSIT VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's transit vehicles are equipped with Thermo King brand air conditioners and require Thermo King parts for proper maintenance; and

WHEREAS, Thermo King of Houston, LP is the only authorized distributor of Thermo King air conditioning parts in the greater Houston area; and

WHEREAS, sole/selected source justification has been provided;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Thermo King of Houston, LP for air conditioning parts for an amount not to exceed $1,653,059.

Section 2. This resolution is effective immediately upon passage.

PASSED this 20th day of September, 2007
APPROVED this 20th day of September, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH PETROLEUM TRADERS CORPORATION FOR THE PURCHASE OF UNLEADED GASOLINE; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires unleaded gasoline to fuel its fleet of non-revenue vehicles; and

WHEREAS, METRO solicited bids for the supply and delivery of unleaded gasoline; and

WHEREAS, Petroleum Traders Corporation submitted the most favorable bid price;

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 Petroleum Traders Corporation for unleaded gasoline for an amount not to exceed $812,975.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 20th day of September, 2007
APPROVED this 20th day of September, 2007

ATTEST:  

Assistant Secretary

Chairman
RESOLUTION NO. 2007-82

A RESOLUTION

APPROVAL OF A REVISED VAN POOL PROGRAM; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AGREEMENTS WITH ENTERPRISE RENT-A-CAR AND WITH VPSI, INC. FOR LEASE OF VEHICLES FOR USE IN METRO'S REVISED VAN POOL PROGRAM; AUTHORIZATION FOR REIMBURSEMENT OF CERTAIN OPERATING COSTS FROM FUNDS COLLECTED THROUGH RIDER PAYMENTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO and the Houston-Galveston Area Council ("H-GAC") previously consolidated their respective vanpool projects into a single program now administered by METRO; and

WHEREAS, METRO entered into contract with a third party provider for operation and management of the vanpool program; and

WHEREAS, it is appropriate to revise the program to provide for more efficient coordination of activities and direct collection of rider payments; and

WHEREAS, current vanpool operations require that each vehicle driver enter into separate lease agreements with participating companies for the use of vans under the vanpool program; and

WHEREAS, METRO can realize significant cost savings through the substitution of separate individual leases with long-term lease agreements for the vans used in the vanpool program; and

WHEREAS, revenues from rider payments can be applied toward vehicle operating costs;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:
Section 1. The Board of Directors hereby approves revisions to METRO's van pool program, to include long term leases, direct collection of rider payments, and reimbursement for operating expenses from funds collected through rider payments.

Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver long term lease agreements with Enterprise Rent-a-Car and with VPSI, Inc. for the lease of vehicles for use in METRO's van pool program.

Section 3. The President & CEO is hereby authorized and directed to take such administrative action as necessary to implement changes to the van pool program, as provided herein.

Section 4. This resolution is effective immediately upon passage.

PASSED this 20th day of September, 2007
APPROVED this 20th day of September, 2007

ATTEST:

[Signatures]
Assistant Secretary

[Signatures]
Chairman
A RESOLUTION

APPROVING THE FOURTH AMENDMENT TO THE METROPOLITAN TRANSIT AUTHORITY NON-UNION PENSION PLAN; IMPLEMENTATION OF A TAX-QUALIFIED DEFINED CONTRIBUTION PLAN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METROS' Non-Union Pension Committee ("Pension Committee") has reviewed the existing employee pension plan for increased flexibility and cost-effectiveness; and

WHEREAS, defined contribution plans are portable, flexible, and enable employees to take a more active role in their retirement plans; and

WHEREAS, METRO's Non-Union Pension Committee has recommended implementation of a tax qualified defined contribution pension plan for newly-hired Non-Union Employees; and

WHEREAS, the Board of Directors has carefully considered the Pension Committee's recommendations and hereby finds that the implementation of a defined contribution plan for Non-Union employees offers significant benefits over the defined benefit plan;

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

Section 1. The Board of Directors hereby approves execution of the Fourth Amendment to the Metropolitan Transit Authority Non-Union Pension Plan, freezing Plan participation effective October 1, 2007.

Section 2. The Board of Directors hereby authorizes implementation of a tax qualified defined contribution plan for Non-Union employees.
Section 3. The President & CEO is hereby authorized and directed to take such administrative action as necessary, and to negotiate, execute and deliver appropriate documents to effectuate the implementation of a tax qualified defined contribution plan for Non-Union employees.

Section 4. This resolution is effective immediately upon passage.

PASSED this 20th day of September, 2007
APPROVED this 20th day of September, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
RESOLUTION NO. 2007-84

A RESOLUTION

APPROVING AND ADOPTING THE BUDGETS FOR FISCAL YEAR 2008; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, Section 451.102(a), Texas Transportation Code, requires that the Board of Directors adopt an annual budget specifying major expenditures by type and amount prior to the expenditures of any funds in the budget year; and

WHEREAS, Section 451.102(b), Texas Transportation Code, requires that METRO make the proposed budgets available for public review and hold a public hearing prior to adoption of proposed budget; and

WHEREAS, in compliance with the cited statutory requirements, METRO has released proposed budgets for fiscal year 2008 and has held a public hearing regarding these proposed budgets; and

WHEREAS, the Board of Directors has reviewed the proposed budgets for fiscal year 2008 and has considered the public comments thereon;

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

Section 1. The Board of Directors hereby finds and declares that all prerequisites required by law for the consideration and adoption of the budgets for fiscal year 2008 have been satisfied.

Section 2. The Board of Directors hereby approves and adopts an Operating Budget for fiscal year 2008 totaling $300,000,000.

Section 3. The Board of Directors hereby approves and adopts a Capital Budget for fiscal year 2008 totaling $336,386,000.
Section 4. The Board of Directors hereby approves and adopts a General Mobility budget for fiscal year 2008 totaling $185,328,000.

Section 5. This resolution is effective immediately upon passage.

PASSED this 20th day of September, 2007
APPROVED this 20th day of September, 2007
RESOLUTION NO. 2007-85

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER APPROPRIATE DOCUMENTS WITH NEW QUEST PROPERTIES FOR DEVELOPMENT OF A PARK & RIDE FACILITY AT THE KATY FREEWAY AND GRAND PARKWAY; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Katy Freeway Corridor is a rapidly growing area with increasing needs for transit commuter services; and

WHEREAS, the existing Addicks Park & Ride facility and Kingsland Park & Ride facility are consistently over 90% capacity; and

WHEREAS, a Park & Ride facility at the Katy Freeway and Grand Parkway will enhance mobility, reduce congestion and provide more transit services; and

WHEREAS, METRO staff has carefully evaluated a proposal submitted by New Quest Properties for development of a Park & Ride facility; and

WHEREAS, the Board of Directors has determined that it is appropriate to proceed with development of a Park & Ride facility at the Katy Freeway and Grand Parkway upon such terms that are most reasonable and favorable for project development;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver appropriate agreements with New Quest Properties for development of a Park & Ride facility at the Katy Freeway and Grand Parkway, for an amount consistent with budgetary allocations.

Section 2. This resolution is effective immediately upon passage.

PASSED this 20th day of September, 2007
APPROVED this 20th day of September, 2007

ATTEST:
Assistant Secretary

Chairman
RESOLUTION NO. 2007-86

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH ROBERT CHARLES LESSER & CO. /DEVELOPMENT SERVICES GROUP FOR CONSULTING SERVICES FOR DEVELOPMENT OF THE INTERMODAL TERMINAL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires advisory services for development for the Intermodal Terminal as a major new destination for access to various modes of transportation, and surrounding commercial and residential venues; and

WHEREAS, the firm of Robert Charles Lesser & Co. / Development Services Group (hereinafter, “the Firm”) has demonstrated a unique understanding of the appropriate phased development of the Intermodal Terminal and its potential for attracting private and public investment to enable maximum transit benefit; and

WHEREAS, the firm is most qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with the firm of Robert Charles Lesser & Co. / Development Services Group for staff support and consulting services for development of the Intermodal Terminal for an amount not to exceed $250,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of October, 2007
APPROVED this 18th day of October, 2007

ATTEST:

Assistant Secretary

Chairman

David S. Wolff
RESOLUTION NO. 2007-87

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A CONTRACT WITH 713 CAPITAL PARTNERS FOR MASTER DEVELOPMENT CONSULTING SERVICES FOR THE INTERMODAL TERMINAL AND THE WHEELER INTERMODAL; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO requires consulting services for optimization of facility and infrastructure design for the most successful development of the Intermodal Terminal and the Wheeler Intermodal which integrates transit and mixed-use development; and

WHEREAS, the firm of 713 Capital Partners is most qualified and capable to perform the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with 713 Capital Partners for master development consulting services for the Intermodal Terminal and the Wheeler Intermodal for an amount not to exceed $2,000,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 18th day of October, 2007
APPROVED this 18th day of October, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

ADOPTION OF LIGHT RAIL TRANSIT AS THE LOCALLY PREFERRED ALTERNATIVE FOR TRANSIT DEVELOPMENT; SELECTION OF THE ALIGNMENT OPTION FOR UNIVERSITY CORRIDOR TRANSIT DEVELOPMENT; AUTHORIZING AND DIRECTING THE PRESIDENT & CHIEF EXECUTIVE OFFICER TO FORWARD THIS RESOLUTION TO THE APPROPRIATE ENTITIES AS NECESSARY AND REQUIRED FOR IMPLEMENTATION OF THE 2035 REGIONAL LONG RANGE TRANSPORTATION PLAN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, the 2035 Regional Long Range Transportation Plan provides the framework for future transportation development in the greater Houston-Galveston area; and

WHEREAS, the Federal Transit Administration's project development process requires the preparation of a Draft Environmental Impact Statement (hereinafter the "DEIS") to assess the benefits, costs, and impact of alternative strategies, and further requires that the public have an opportunity to present its views prior to selection of a Locally Preferred Alternative; and

WHEREAS, METRO prepared a DEIS for alignments and technologies for transit development within the University Corridor, has held numerous public meetings, and has received comments from the public; and

WHEREAS, staff has concluded the required level of technical analyses, and the Board of Directors has carefully reviewed staff's findings and the public input; and

WHEREAS, it is appropriate that the Board of Directors adopt a Locally Preferred Alternative for transit development for the University Corridor, and authorize staff to proceed with such other studies and analyses to refine the alignment and station locations; and
WHEREAS, the Locally Preferred Alternative for development of a University Line should be forwarded to the Houston-Galveston Area Council for inclusion in the region's long range and short range transportation plans;

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

Section 1. The METRO Board of Directors hereby adopts light rail as the Locally Preferred Alternative (technology) for purposes of further development of transit system improvements for the University Corridor.

Section 2. The METRO Board of Directors hereby adopts a Locally Preferred Alternative for an alignment for the University Corridor to extend west of Main Street along Richmond Avenue to Cummins and then Westpark to the Hillcroft Transit Center; and east of Main Street along Wheeler Street, then along Ennis and Alabama to the University of Houston, and further extended, if possible and financially feasible, north on Scott St., and east on Elgin St. to the Eastwood Transit Center. This alignment is hereby adopted.

Section 3. The President & Chief Executive Officer is hereby authorized and directed to forward the Locally Preferred Alternatives, including the proposed route alignment, to the Houston-Galveston Area Council for inclusion in the region's long range and short range transportation plans.

Section 4. The METRO Board of Directors hereby authorizes the President & Chief Executive Officer to take such administrative action as appropriate in furtherance of those additional studies and analyses necessary to refine the alignment and station locations and to proceed with transit development within the University Corridor.
RESOLUTION NO. 2007–88

Section 5. This Resolution is effective immediately upon passage.

PASSED this 18th day of October, 2007
APPROVED this 18th day of October, 2007

ATTEST:
Assistant Secretary

David S. Wolff
Chairman
A RESOLUTION

ADOPTION OF LIGHT RAIL TRANSIT AS THE LOCALLY PREFERRED ALTERNATIVE (TECHNOLOGY) FOR TRANSIT DEVELOPMENT FOR THE NORTH, SOUTHEAST, UPTOWN, AND EAST END CORRIDORS; AUTHORIZING AND DIRECTING THE PRESIDENT & CHIEF EXECUTIVE OFFICER TO FORWARD THIS RESOLUTION TO THE APPROPRIATE ENTITIES AS NECESSARY AND REQUIRED FOR IMPLEMENTATION OF THE 2035 REGIONAL LONG RANGE TRANSPORTATION PLAN; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, the process for corridor development includes analyses of possible alignments for ridership potential, estimated capital costs, land use, economic development opportunities, constructability and community response; and

WHEREAS, METRO has also conducted considerable analyses of the travel corridors for selection of the appropriate technology for transit system development; and

WHEREAS, "Bus Rapid Transit – Convertible" was previously identified as an interim transit mode for certain METRO Solutions transit corridors until demonstrated ridership, costs and overall benefits could support light rail transit; and

WHEREAS, by way of Resolution 2006-59 and 2006-65, the Board of Directors selected “Bus Rapid Transit – Convertible” as the Locally Preferred Alternative (technology) for transit development in the North and Southeast Corridors, respectively; and by way of Resolution 2006-53, the Board of Directors adopted high capacity transit for the East End Corridor; and

WHEREAS, by way of Resolution 2003-134, the Board of Directors adopted Light Rail transit as the Locally Preferred Alternative (technology) for transit development in the Uptown Corridor; and
WHEREAS, new ridership projections show that light rail technology in the Southeast, North, Uptown and East End Corridors will meet Federal costs effectiveness standards; and

WHEREAS, the Board of Directors has further reviewed the technology options for transit development in the METRO Solutions transit corridors and has determined that Light Rail will serve more riders and offers the most cost effective and efficient mode of transit service;

WHEREAS, the Locally Preferred Alternative (technology) for transit development in the North, Southeast, Uptown, and East End Corridors should be forwarded to the Houston-Galveston Area Council for inclusion in the region's long range and short range transportation plans, and to other public agencies as appropriate;

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

Section 1. The METRO Board of Directors hereby amends Resolutions 2006-53, 2006-59 and 2006-65 and adopts light rail as the Locally Preferred Alternative (technology) for purposes of further development of transit system improvements in the East End Corridor, North Corridor and the Southeast Corridor, respectively. The METRO Board of Directors hereby affirms light rail as the Locally Preferred Alternative (technology) for the Uptown Corridor.

Section 2. The President & Chief Executive Officer is hereby authorized and directed to forward the Locally Preferred Alternatives, to the Houston-Galveston Area Council for inclusion in the region's long range and short range transportation plans, and to other public agencies as appropriate.
Section 3. The METRO Board of Directors hereby authorizes the President & Chief Executive Officer to take such other administrative action as appropriate in furtherance of any additional studies and analyses necessary to proceed with corridor development.

Section 4. This Resolution is effective immediately upon passage.

PASSED this 18th day of October, 2007
APPROVED this 18th day of October, 2007

David S. Wolff
Chairman
RESOLUTION NO. 2007- 90

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH TRUCK TRAILER TRANSIT, INC. FOR THE PURCHASE OF BRAKE KITS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO can realize increased cost savings through the purchase of new brake kits for transit vehicles rather than in-house refurbishment; and

WHEREAS, METRO issued an invitation for bids for brake kits; and

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

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a 3-year contract with Truck Trailer Transit, Inc. for the purchase of brake kits for transit vehicles, on an “as needed basis”, at a cost not to exceed $2,919,305.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

[Signatures]
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SIEMENS TRANSPORTATION SYSTEMS, INC. FOR THE PURCHASE AND DELIVERY OF BRAKE DISCS FOR METRORAIL VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's fleet of light rail vehicles was manufactured by Siemens Transportation Systems, Inc; and

WHEREAS, METRO requires specialized brake discs that are fully compatible with the METRORail light rail vehicles currently in operation; and

WHEREAS, two responses were received from an invitation for bids for the supply and delivery of brake discs; and

WHEREAS, Siemens Transportation Systems, Inc. submitted the lowest responsive and responsible bid;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Siemens Transportation Systems, Inc. for supply and delivery of rail brake discs for an amount not to exceed $257,400.

Section 2. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NORTH AMERICAN BUS INDUSTRIES, INC. FOR AIR CONDITIONING PARTS FOR METRO'S FLEET OF TRANSIT VEHICLES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO's transit buses are equipped with Carrier air conditioning parts; and

WHEREAS, METRO issued an invitation for bids for air conditioning parts; and

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

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a 3-year contract with North American Bus Industries, Inc. for Carrier air conditioning parts for METRO's fleet of transit vehicles, for an amount not to exceed $336,750.

Section 2. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

[Signatures]

Assistant Secretary

David S. Wolff
Chairman
RESOLUTION NO. 2007-93

A RESOLUTION

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

WHEREAS, METRO'S Job Order Contracting Program enables a selected general construction contractor to provide timely construction and rehabilitation services, on an as-needed basis, for METRO's transit facilities; and

WHEREAS, METRO issued a Request for Technical Proposals for general construction contractor services for the Job Order Contracting Program; and

WHEREAS, Kellogg, Brown & Root Services, Inc. is most qualified to provide the required 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 Kellogg, Brown & Root Services, Inc. for construction services to be provided in accordance with METRO's Job Order Contracting Program, for an amount not to exceed $20,000,000

Section 2. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

[Signatures]

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH MARSH USA, INC. TO EXERCISE THE OPTIONS FOR INCLUSION OF A PRE-CONSTRUCTION SURVEY AND DEVELOPMENT OF A SAFETY PROGRAM; INCREASING THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO previously entered into contract with Marsh USA, Inc. for insurance agent of record services and for services necessary for implementation and administration of an Owner Controlled Insurance Program; and

WHEREAS, optional services included the performance of a pre-construction survey of property conditions along the transit corridors and development of a safety-incentive program; and

WHEREAS, METRO staff has recommended inclusion of services for a pre-construction survey and a safety-incentive program under the contract with Marsh USA, Inc. and the Board concurs with staff's recommendation; and

WHEREAS, it is necessary to modify the contract with Marsh USA, Inc. to provide for the additional services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Marsh USA, Inc. to provide for the performance of a pre-construction survey and development of a safety program, increasing the maximum authorized expenditures under the contract by an amount not to exceed $1,000,000
Section 2. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER AN AGREEMENT FOR COST CONFIDENCE AND RISK ASSESSMENT SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METROSolutions is a major transit plan which includes substantial improvements and expansions to the existing transit system; and

WHEREAS, it is appropriate that an independent review be conducted of the estimated capital costs and risks for Phase 2 of the METROSolutions Transit Plan; and

WHEREAS, METRO, in consultation with Merrill Lynch & Company and with Goldman Sachs, has reviewed the qualifications of firms, and has determined that Arup, Inc. is best qualified to provide a risk assessment evaluation and a review of the estimated capital costs for Phase 2 of the METROSolutions Transit Plan; and

WHEREAS, METRO wishes to join with Merrill Lynch & Company and with Goldman Sachs for the engagement of services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver an agreement with Merrill Lynch & Company and with Goldman Sachs to engage the services of Arup, Inc. for cost confidence and risk assessment services for Phase 2 of METROSolutions. METRO is authorized to expend up to $750,000 towards its share of costs for the services.

Section 2. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

[Signatures]

Assistant Secretary

David S. Wolff
Chairman
RESOLUTION NO. 2007-96

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH LEWIS REALTY ADVISORS TO INCREASE THE MAXIMUM AUTHORIZED EXPENDITURES UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO entered into contract with Lewis Realty Advisors for staff support for real estate acquisitions for capital projects; and

WHEREAS, additional services are needed to assist property owners of those tracts of land where only pieces of their property will be acquired or impacted by the capital project(s); and

WHEREAS, it is necessary to modify the contract with Lewis Realty Advisors to provide for the additional services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a modification to the contract with Lewis Realty Advisors to provide for additional services and increase the maximum authorized expenditures under the contract by an amount not to exceed $190,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

[Signatures]

David S. Wolff
Chairman

[Signature]

Assistant Secretary
A RESOLUTION

APPROVING PROJECTS FOR FEDERAL FUNDING; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER APPROPRIATE AGREEMENTS WITH GOVERNMENTAL ENTITIES FOR PROJECT SPONSORSHIP; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO SUBMIT GRANT APPLICATIONS FOR RECEIPT OF PROJECT FUNDS AND EXECUTE ANY RESULTING GRANT AGREEMENTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (hereinafter, “SAFETEA-LU”) includes provisions under which governmental entities may apply for and receive federal funds for eligible transit projects within their respective regions; and

WHEREAS, SAFETEA-LU includes a “Job Access/Reverse Commute” Program and a program referred to as “New Freedom” as projects eligible for federal funding; and

WHEREAS, the Job Access/Reverse commute (or “JARC”) Program lends support to job access projects for low-income individuals and reverse commute projects that enable low-income urban residents to access suburban employment opportunities; and

WHEREAS, the New Freedom Program supports expanded transit services and transportation alternatives for persons with disabilities; and

WHEREAS, METRO is the designated recipient for Houston Urbanized Area Section 5307 formula funds through which monies for the JARC and New Freedom Programs may be dispersed to local governmental entities; and

WHEREAS, as the designated recipient, METRO led the call for projects for receipt of federal funds and evaluated the proposed projects in cooperation with the local Metropolitan Planning Organization; and
WHEREAS, the METRO Board of Directors has reviewed the projects and is of the opinion that the projects should be approved and METRO proceed with such action as is appropriate to apply for and receive funding for implementation of the projects;

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 projects recommended for JARC and New Freedom funding, as identified in Attachment A.

Section 2. The President & CEO is hereby authorized and directed to execute and deliver appropriate documents with governmental entities for sponsorship of the projects identified in Attachment A.

Section 3. The President & CEO is hereby authorized and directed to submit any grant applications, execute and deliver any resulting grant agreements, and take such other administrative action as necessary for receipt of federal grant funds.

Section 4. This resolution is effective immediately upon passage.

PASSED this 15th day of November, 2007
APPROVED this 15th day of November, 2007

ATTEST:

[Signatures]

Assistant Secretary

Chairman
# FY2006-2007
# PROJECTS RECOMMENDED FOR FUNDING

## JOB ACCESS / REVERSE COMMUTE

<table>
<thead>
<tr>
<th>SPONSOR</th>
<th>PROJECT DESCRIPTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fort Bend County WHEELS</td>
<td>Purchase 3 vehicles to serve 3 routes in the urban sector of the county</td>
</tr>
<tr>
<td>Family Services</td>
<td>Provide low-interest automobile loans for low-income families for employment-related transportation within the Houston UZA</td>
</tr>
</tbody>
</table>

## NEW FREEDOM

<table>
<thead>
<tr>
<th>SPONSOR</th>
<th>PROJECT DESCRIPTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Yellow Cab</td>
<td>Conversion of 30 Dodge Caravan vans for wheelchair accessibility</td>
</tr>
<tr>
<td>Fort Bend County GAPS</td>
<td>Purchase 3 buses; 5 passenger attendants to serve 2 routes and 1 on-call van for 2 years' service targeting persons with cognitive disabilities</td>
</tr>
<tr>
<td>Harris County Rides Plus</td>
<td>Provide Consumer Mobility Coordinator, Consumer Assistance Specialist, and 6 Ambassadors for assistance to special needs passengers on 2 demonstration routes for 2 years</td>
</tr>
</tbody>
</table>
A RESOLUTION

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

WHEREAS, METRO issued a Request for Qualifications for comprehensive architectural and engineering consulting services to support transit projects; and

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

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver 2-year contracts with the firms identified herein for comprehensive architectural and engineering services with each contract in the not-to-exceed amount of $1,000,000. The firms are:

Arup, Inc.
Bovay Engineers, Inc.
Infrastructure Associates
PGAL

Section 2. This resolution is effective immediately upon passage.

PASSED this 13th day of December, 2007
APPROVED this 13th day of December, 2007

ATTEST:

[Signature]  [Signature]
Assistant Secretary  Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER CONTRACTS WITH DESIGNATED FIRMS FOR TRANSIT, INTELLIGENT TRANSPORTATION SYSTEMS AND TRAFFIC MANAGEMENT PROJECTS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO solicited Letters of Interest and Qualifications Statements from interested firms for transit, traffic management and Intelligent Transportation Systems projects; and

WHEREAS, five (5) firms were determined most qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver contracts with the firms identified herein for transit, traffic management, and Intelligent Transportation Systems projects, with each contract in the not-to-exceed amount of $1,200,000. The firms are:

Brown & Gay Engineers, Inc.
Gunda Corporation, Inc.
Klotz Associates, Inc.
TEDSI Infrastructure Group, Inc.
Walter P. Moore & Associates

Section 2. This resolution is effective immediately upon passage.

PASSED this 13th day of December, 2007
PROVED this 13th day of December, 2007

ATTEST:

David S. Wolff
Chairman
A RESOLUTION
WAIVING THE COST LIMIT FOR EXECUTION OF WORK AUTHORIZATIONS UNDER METRO'S JOB ORDER CONTRACT FOR INSTALLATION OF A CABLE SUPPORT SYSTEM FOR METRORAIL FACILITIES; AUTHORIZING THE PRESIDENT & CEO TO EXECUTE WORK AUTHORIZATIONS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, the METRORail cable system must be reinforced to prevent traction power failures which could interrupt services; and

WHEREAS, it is necessary to install a cable support system in the METRORail Traction Power Pull Boxes to provide the proper reinforcement; and

WHEREAS, the Board is of the opinion that the work must be performed expeditiously to minimize service impacts; and

WHEREAS, the work can proceed expeditiously by issuance of work authorizations under METRO's Job Order Contract, as administered by KBR; and

WHEREAS, it is necessary to waive the $250,000 cost limit under the Job Order Contract so that a cable support system can be installed in a timely manner; 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 METRO Board of Directors hereby waives the cost limit for work authorizations under METRO's Job Order Contract to accommodate installation of a cable support system for METRORail facilities.
Section 2. The President & CEO is hereby authorized and directed to negotiate, execute and deliver work authorizations for installation of a cable support system for METRORail facilities, for a total not-to-exceed amount of $812,163.

Section 3. This resolution is effective immediately upon passage.

PASSED this 13\textsuperscript{th} day of December, 2007
APPROVED this 13\textsuperscript{th} day of December, 2007

ATTEST:

[Signature]
Assistant Secretary

[Signature]
David S. Wolff
Chairman
RESOLUTION NO. 2007-101

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH NEON ELECTRIC CORPORATION FOR THE FABRICATION AND INSTALLATION OF SIGNATURE BUS SHELTERS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO issued an Invitation for Bids for the fabrication and installation of signature bus shelters; and

WHEREAS, Neon Electric Corporation submitted the lowest responsive and responsible bid; and

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Neon Electric Corporation for the fabrication and installation of signature bus shelters for and amount not to exceed $3,273,563.

Section 2. This resolution is effective immediately upon passage.

PASSED this 13th day of December, 2007
APPROVED this 13th day of December, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

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

WHEREAS, METRO requires broadcast production services for television, radio and video broadcasts in support of METRO's marketing and advertising activities; and
WHEREAS, METRO solicited proposals for broadcast production services; and
WHEREAS, Texas Video & Post has been determined most qualified to provide the necessary services;

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

Section 1. The President & CEO is hereby authorized and directed to negotiate, execute and deliver a contract with Texas Video & Post for broadcast production services, for an amount not to exceed $450,000.

Section 2. This resolution is effective immediately upon passage.

PASSED this 13th day of December, 2007
APPROVED this 13th day of December, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

APPROVING AND ADOPTING INVESTMENT POLICIES AND STRATEGIES FOR FISCAL YEAR 2008; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Texas Public Funds Investment Act, Chapter 2256, Texas Government Code, requires political subdivisions such as METRO to annually review and adopt policies with respect to the investment of its funds; and

WHEREAS, by way of Board resolution, METRO previously approved a comprehensive investment policy and strategies designed to provide maximum returns with due consideration to the safety and risk of investments; and

WHEREAS, the Board of Directors has carefully reviewed the current policy and the investment environment, and has determined that the current policy continues to meet the objectives of good fiscal management, safety of principle, sound diversification and optimization of earnings; and

WHEREAS, it is appropriate that METRO approve the investment policies and strategies for fiscal year 2008;

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

Section 1. The Board has reviewed and hereby approves the Investment Policy in the form attached as Exhibit A.

Section 2. The Board hereby authorized the President & Chief Executive Officer, the Investment Officers named in the Investment Policy and any other officers of METRO designated by the President & Chief Executive Officer (each, and "Authorized Representative") to execute and deliver, or to cause to be executed and delivered, any documents, instruments and certificates, as any such Authorized Representative, in such
person's discretion, may deem necessary, advisable or appropriate to effectuate or carry out
the obligations or responsibilities of METRO under the Investment Policy or the purpose and
intent of this Resolution, and the taking of any such action shall conclusively evidence the
appropriateness or necessity of any such documents, instruments and certificates.

Section 3. The Board hereby authorizes the Authorized Representatives to take all
other actions and do all other things, as may be necessary, desirable or appropriate to carry
out the obligations or responsibilities of METRO under the Investment Policy of the purpose
and intent of this Resolution.

Section 4. This resolution is effective immediately upon passage.

PASSED this 13th day of December, 2007
APPROVED this 13th day of December, 2007
METROPOLITAN TRANSIT AUTHORITY OF HARRIS COUNTY, TEXAS

INVESTMENT POLICY

Adopted October 26, 2006

As Amended February 22, 2007

1.0 Policy

It is the policy of the Metropolitan Transit Authority of Harris County, Texas ("Metro") to invest public funds in a manner that will provide the highest investment return with maximum security while meeting the daily cash flow demands of Metro, conforming to all state and local statutes governing the investment of public funds and giving due consideration to the safety and risk of investments. This policy sets forth the investment program of Metro and the guidelines to be followed in achieving its objectives.

Effective cash management is recognized as essential to good fiscal management. Investment interest is a source of revenue to Metro. Metro's portfolio shall be designed and managed to maximize investment earnings as a revenue source, to be responsive to the public trust and to be in compliance with applicable legal requirements and limitations.

Investments shall be made with the primary objectives of:

- Preservation and safety of principal and diversification of the investment portfolio;
- Maintenance of sufficient liquidity to meet operating needs and marketability of the investment if the need arises to liquidate before maturity;
- Understanding the suitability of the investment to the financial requirements of Metro and maintaining public trust from prudent investment activities;
- Yield and optimization of interest earnings on the portfolio.

2.0 Purpose

The purpose of this investment policy is to comply with Section 451.104, Texas Transportation Code, and Chapter 2256, Texas Government Code (the "Public Funds Investment Act"). The Public Funds Investment Act requires Metro to adopt a written investment policy regarding the investment of its funds and funds under its control. This investment policy addresses the methods, procedures and practices that must be exercised to ensure effective and judicious fiscal management of Metro's funds.

3.0 Scope

This investment policy shall govern the investment of all financial assets of Metro, except those listed on Schedule 1, which are set up and administered separately and whose investment activities are conducted by third parties in accordance with instructions provided in ordinances, contracts, or escrow agreements, as applicable. The following funds shall be subject to this investment policy and are accounted for in Metro's Comprehensive Annual Financial Report ("CAFR"): 

- General and Operating Funds;
- Capital Project Funds;
- Special Revenue Funds;
• Debt Service Funds, including reserves and sinking funds, to the extent not required by law, orders, resolutions or existing contracts to be kept segregated and managed separately;

• Trust and Agency Funds, to the extent not required by law, orders, resolutions or existing contracts to be kept segregated and managed separately.

Any new fund created by Metro shall be subject to this investment policy, unless specifically exempted from this investment policy by the Board or by applicable law.

Metro will consolidate cash balances from all funds to maximize investment earnings. Investment income will be allocated to the various funds based on their respective participation and in accordance with generally accepted accounting principles.

4.0 Investment Objectives

General

Metro shall manage and invest its cash with four primary objectives, listed in order of priority:

• Safety
• Liquidity
• Suitability
• Yield (expressed as optimization of interest earnings)

The safety of the principal invested always remains the primary objective. All investments shall be designed and managed in a manner responsive to the public trust and consistent with applicable law.

Metro shall maintain a comprehensive cash management program that includes collection of account receivables, vendor payments in accordance with invoice terms and prudent investment of available cash. Cash management is defined as the process of managing monies in order to insure maximum cash availability and maximum earnings on short-term investment of idle cash.

Safety

Safety is the foremost objective of the investment program. Investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio. The objective will be to mitigate credit and interest rate risk.

Metro will minimize credit risk, the risk of loss due to the failure of the issuer or backer of the investment, by (i) limiting investments to the safest types of investments; (ii) pre-qualifying financial institutions and broker/dealers that Metro does business with; and (iii) diversifying the investment portfolio so that potential losses on individual issuers will be minimized.

Metro will minimize the risk that interest earnings and the market value of investments in the portfolio will fall due to changes in general interest rates by (i) structuring the investment portfolio so that investments mature to meet cash requirements for ongoing operations, thereby avoiding the need to liquidate investments prior to maturity; (ii) investing operating funds primarily in certificates of deposit, shorter-term securities, money market mutual funds or local government investment pools functioning as money market mutual funds; and (iii) diversifying maturities and staggering purchase dates to minimize the impact of market movements over time.
Liquidity

The investment portfolio shall remain sufficiently liquid to meet all operating requirements that may be reasonably anticipated. This is accomplished by structuring the portfolio so that investments mature concurrent with cash needs to meet anticipated demands. Because all possible cash demands cannot be anticipated, a portion of the portfolio will be invested in shares of money market mutual funds or local government investment pools that offer same-day liquidity. In addition, a portion of the portfolio will consist of securities with active secondary or resale markets.

Suitability

All investments shall be suitable for the type of fund invested, and the investment portfolio shall be designed with the objective of meeting all legal requirements including yield restrictions. All participants in Metro’s investment process shall seek to act responsibly as custodians of the public trust. Investment officers shall avoid any transaction that might impair public confidence in Metro’s ability to govern effectively.

Yield (Optimization of Earnings)

The investment portfolio shall be designed with the objective of attaining a market rate of return through budgetary and economic cycles, taking into account the investment risk constraints and liquidity needs. Return on investment is of secondary importance compared to the safety and liquidity objectives described above.

In order to minimize risk of loss due to interest rate fluctuations, investment maturities will not exceed the anticipated cash flow requirements of the funds. Investment guidelines by fund-type are as follows:

5.0 Investment Strategies for Funds

General and Operating Funds

Investment guidelines for Metro’s general and operating funds are as follows:

Safety of Principal — All investments shall be in high quality securities with minimal default risk. Safety of principal shall be further ensured through diversification by issuer, maturity range and security type.

Liquidity — The general and operating funds will have high liquidity needs. Overnight repurchase agreements, local government investment pools and money market mutual funds can provide daily liquidity and may be utilized as competitive yield alternatives to fixed maturity investments.

Suitability — Any investment authorized by this investment policy having a final maturity not to exceed two years is suitable for general and operating funds.

Yield — Attaining a competitive market yield for comparable security types and portfolio restrictions is the desired objective. The minimum yield objective shall be the trailing three month average of the 3-month T-bill yield.

Capital Project Funds

Funds on deposit in capital project funds will pay for capital expenditures of Metro projects. Investment guidelines for such funds are as follows:

Safety — All investments shall be in high quality securities with minimal default risk. Maturities shall be placed to correspond with the anticipated capital spending or construction draw schedules. Safety of principal shall be further ensured through diversification by issuer, maturity range and security type.

Liquidity — Capital project funds require high short-term liquidity as the construction draw schedules are frequently uncertain. Overnight repurchase agreements, local government investment pools and money market mutual funds shall provide daily liquidity and may be utilized as competitive yield alternatives to fixed maturity investments.
Suitability — Any investments authorized by this investment policy not exceeding the expected construction draw schedule are suitable for the capital project funds.

Yield — The most desirable yield objective when investing Capital Project Funds is to achieve a positive spread to the arbitrage yield that corresponds to the specific bond issue. In market conditions in which this objective is not possible within safety constraints, attaining a competitive market yield for comparable security types and portfolio restrictions is the desired objective. In this case, the minimum yield objective shall be the trailing average of the yield on the Treasury security corresponding to the weighted average maturity of the capital project fund portfolio.

Debt Service Funds

Investment guidelines for Metro debt service funds are as follows:

Safety of Principal — All investments shall be in high quality securities with no perceived default risk. Market price fluctuations will however occur, by managing the debt service fund’s portfolio to not exceed the debt service payment schedule the market risk of the overall portfolio will be minimized. Market conditions influence the attractiveness of fully extending maturity to the next “unfunded” payment date. Generally, if investment rates are trending down, Metro is best served by locking in fixed rate securities. If interest rates are flat or trending up, concurrent market conditions will determine the attractiveness of extending maturity or investing in shorter alternatives. At no time shall the debt service schedule be exceeded in an attempt to bolster yield.

Liquidity — Debt service funds have predictable payment schedules. Therefore, investment maturities shall not exceed the anticipated cash flow requirements. Overnight repurchase agreements, local government investment pools and money market mutual funds shall provide competitive yield alternatives for short term fixed maturity investments.

Suitability — Any investment authorized by this investment policy is suitable for the debt service fund.

Yield — Attaining a competitive market yield for comparable security types and portfolio restrictions is the desired objective. The minimum yield objective shall be the trailing three month average of the 3-month T-bill yield.

Special Revenue Funds

Metro’s revenue funds are short term in nature and the investment guidelines are as follows:

Safety of Principal — All investments shall be in high quality short-term investments with no perceived default risk. Diversification is less of a concern since revenue funds will be highly liquid.

Liquidity — Revenue funds require high short-term liquidity. Overnight repurchase agreements, local government investment pools and money market mutual funds shall provide daily liquidity and may be utilized as competitive yield alternatives to fixed maturity investments.

Suitability — Eligible investments will be limited to overnight repurchase agreements, $1 NAV money market funds, $1 NAV local government investment pools, Treasury, agency and commercial paper issues with final maturities of less than 90 days.

Yield — Attaining a competitive market yield for comparable security types and portfolio restrictions is the desired objective. The minimum yield objective shall be the trailing one-month average of the four-week T-bill yield.

6.0 Responsibility and Control

Delegation of Authority

In accordance with the Public Funds Investment Act, the Board designates the officers or employees listed on Schedule 2 as Metro’s Investment Officers. An Investment Officer is authorized to execute investment transactions on behalf of Metro. No person may engage in an investment transaction or the management of Metro funds except
Quality and Capability of Investment Management

Metro shall provide periodic training in investments for the designated Investment Officers and other investment personnel through courses and seminars offered by professional organizations, associations, and other independent sources in order to insure the quality and capability of investment management in compliance with the Public Funds Investment Act.

Training Requirement

In accordance with the Public Funds Investment Act, the designated Investment Officers shall attend an investment training session no less often than once every two years and shall receive not less than 10 hours of instruction relating to investment responsibilities. A newly appointed Investment Officer must attend a training session of at least 10 hours of instruction within 12 months of the date the officer took office or assumed the officer's duties. The investment training session shall be provided by an independent source approved by the Board. For purposes of this investment policy, an "independent source" from which investment training shall be obtained shall include a professional organization, an institution of higher education or any other sponsor other than a business organization with whom Metro may engage in an investment transaction.

Internal Controls

Metro’s Chief Financial Officer is responsible for establishing and maintaining an internal control structure designed to ensure that Metro assets are protected from loss, theft or misuse. The internal control structure shall be designed to provide reasonable assurance that these objectives are met. The concept of reasonable assurance recognizes that (i) the cost of a control should not exceed the benefits likely to be derived; and (ii) the valuation of costs and benefits requires estimates and judgments by management.

Accordingly, the Chief Financial Officer shall establish a process for annual independent review by an external auditor to assure compliance with policies and procedures. The internal controls shall address the following points:

- Control of collusion
- Separation of transaction authority from accounting and record keeping
- Custodial safekeeping
- Avoidance of physical delivery of securities
- Clear delegation of authority to subordinate staff members
- Written confirmation for telephone (voice) transactions for investments and wire transfers
- Development of a safekeeping agreement with a depository bank or third party custodian

Prudence

The standard of prudence to be applied by an Investment Officer shall be the “prudent investor” rule, which states that “investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital, as well as the probable income to be derived.” In determining whether an Investment Officer has exercised prudence with respect to an investment decision, the determination shall be made taking into consideration the following:
• The investment of all funds over which the officer had responsibility rather than a consideration as to the prudent of a single investment;

• Whether the investment decision was consistent with this investment policy.

**Indemnification**

The Investment Officers, acting in accordance with written procedures and exercising due diligence, shall not be held personally responsible for a specific investment’s credit risk or market price changes, provided that these deviations are reported immediately and the appropriate action is taken to control adverse developments.

**Ethics and Conflicts of Interest**

Officers and employees involved in the investment process shall refrain from personal business activity that would conflict with the proper execution and management of the investment program, or that would impair their ability to make impartial decisions. Employees and Investment Officers shall disclose any material interests in financial institutions with which they conduct business. They shall further disclose any personal financial/investment positions that could be related to the performance of the investment portfolio. Employees and officers shall refrain from undertaking personal investment transactions with the same individual with which business is conducted on behalf of Metro.

An Investment Officer who has a personal business relationship with an organization seeking to sell an investment to Metro shall file a statement disclosing that personal business interest. An Investment Officer who is related within the second degree by affinity or consanguinity to an individual seeking to sell an investment to Metro shall file a statement disclosing that relationship. A statement required under this subsection must be filed with the Texas Ethics Commission and the Board.

7.0 **Suitable and Authorized Investments**

**Portfolio Management**

Metro currently has a “buy and hold” portfolio strategy. Maturity dates are matched with cash flow requirements and investments are purchased with the intent to be held until maturity. However, investments may be liquidated prior to maturity for the following reasons:

• An investment with declining credit may be liquidated early to minimize loss of principal;

• Cash flow needs of Metro may require that the investment be liquidated;

• To improve the overall quality or maturity structure of the portfolio;

• To enhance the interest earnings of the portfolio.

**Authorized Investments**

Metro funds governed by this policy may be invested in the instruments described below, all of which are authorized by the Public Funds Investment Act. Investment of Metro funds in any instrument or security not authorized for investment under such act is prohibited. Metro will not be required to liquidate an investment that becomes unauthorized subsequent to its purchase.

(a) Obligations of the United States of America or its agencies and instrumentalities.

(b) Fully collateralized certificates of deposit issued by a state or national bank domiciled in the State of Texas or a savings and loan association domiciled in the State of Texas that are guaranteed or
insured by the FDIC or secured by Authorized Investments that have a market value of not less than the principal amount of the certificates;

(c) Direct obligations of the State of Texas or its agencies and instrumentalities;

(d) Other obligations the principal and interest of which are unconditionally guaranteed or insured by, or backed by the full faith and credit of the State of Texas or the United States of America or their respective agencies and instrumentalities;

(e) Obligations of states, agencies, counties, cities and other political subdivisions of any state rated as to investment quality by a nationally recognized investment rating firm not less than AA or its equivalent;

(f) Fully collateralized repurchase agreements if Metro has obtained a signed BMA Master Repurchase Agreement with the company with which the agreement is entered, as authorized by the Public Funds Investment Act or other applicable law;

(g) Commercial Paper with a stated maturity of 270 days or fewer from the date of issuance, and is rated not less than A-1 or P-1 or an equivalent rating by at least two nationally recognized credit rating agencies, as authorized by the Public Funds Investment Act or other applicable law;

(h) No-load money market mutual funds registered and regulated by the Securities Exchange Commission, with a dollar-weighted average stated maturity of 90 days or fewer, which provides investing entities with a prospectus and other information required by the Securities Exchange Act of 1934 (15 U.S.C. Section 78a et seq.) or the Investment Company Act of 1940 (15 U.S.C. Section 80a-1 et seq.) and which include in their investment objectives the maintenance of a stable net asset value of $1 for each share, as authorized by the Public Funds Investment Act.

(i) Guaranteed investment contracts and flexible repurchase agreements, as authorized by the Public Funds Investment Act or other applicable law.

(j) Local government investment pools that (i) meet the requirements of the Public Funds Investment Act, (ii) are rated no lower than AAA or an equivalent rating by at least one nationally recognized rating service and (iii) seek to maintain a stable net asset value of $1 for each share, as authorized by the Public Funds Investment Act.

(k) Any other investment authorized by the Public Funds Investment Act.

Credit Downgrade Provision

An investment that requires a minimum rating under this policy does not qualify as an authorized investment during any period in which the investment does not have the minimum rating. All prudent measures consistent with this policy will be taken to liquidate an investment that is downgraded to less than the required minimum rating.

Securities Lending

Metro may enter into a securities lending program with an authorized broker/dealer or financial institution in order to enhance investment return. Metro may administer a securities lending program directly or, if conditions warrant, use an outside agent. Should an agent be used, one will be selected by the Board using appropriate criteria. Securities lending will only be transacted with a written agreement, approved by legal counsel, which details: (i) acceptable types of collateral; (ii) standards for collateral custody and control; (iii) collateral valuation and initial margin, accrued interest, marking to market, and margin calls; (iv) method for transmitting security income; and (v) acceptable methods for delivery of securities and collateral.
Approved List of Money Market Mutual Funds and Investment Pools and Federal Agencies

An approved list of money market mutual funds and investment pools is attached to this investment policy as Schedule 3. An approved list of federal agencies is attached to this investment policy as Schedule 4.

Not Authorized

The following types of investments are strictly prohibited.

(a) Obligations whose payment represents the coupon payments on the outstanding principal balance of the underlying mortgage-backed security collateral and pays no principal. (Commonly referred to as “IOs”)

(b) Obligations whose payment represents the principal stream of cash flow from the underlying mortgage-backed security collateral and bears no interest. (Commonly referred to as “POs”)

(c) Collateralized mortgage obligations that have a stated final maturity date of greater than 10 years.

(d) Collateralized mortgage obligations, the interest rate of which is determined by an index that adjusts opposite to the changes in a market index (Commonly referred to as “Inverse Floaters”).

Maximum Maturities

The longer the maturity of investments, the greater their price volatility. It is Metro’s policy to concentrate its investment portfolio in shorter-term securities in order to limit principal risk caused by changes in interest rates.

Metro will attempt to match its investments with anticipated cash flow requirements. With the exception of investments made for Capital Projects Funds, Metro will not directly invest in securities maturing more than two (2) years from the date of purchase; however, the above described obligations, certificates or agreements may be collateralized using longer dated investments.

Because no secondary market exists for repurchase agreements, the maximum maturity shall be 120 days, except in the case of a guaranteed investment contract or flexible repurchase agreement for bond proceeds. The maximum maturity for such an investment shall be determined in accordance with project cash flow projections and the requirements of the governing bond order or resolution.

Diversification

It is the policy of Metro to diversify its investment portfolio. Metro recognizes that investment risks can result from issuer defaults, market price changes or various technical complications leading to temporary illiquidity. All funds shall be diversified to eliminate the risk of loss resulting from over-concentration of assets in a specific maturity, a specific issuer or a specific class of securities. In establishing specific diversification strategies, the following general policies and constraints shall apply:

(a) Limiting investments to avoid over-concentration in investments from a specific issuer or security type, excluding U.S. Treasury securities and other investments backed by the full faith and credit of the United States.

(b) Limiting investments that have higher credit risks (example: commercial paper).

(c) Investing in investments with varying maturities. Portfolio maturities shall be staggered in a way that avoids undue concentration of assets in a specific sector. Maturities shall be selected that provide for stability of income and reasonable liquidity.

(d) Continuously investing a portion of the portfolio in readily available funds such as local government investment pools (LGIPs), money-market funds or overnight repurchase agreements to ensure that appropriate liquidity is maintained in order to meet ongoing obligations.
The following maximum limits, by instrument, are established for Metro’s total portfolio:

1. U.S. Treasury Securities 100%
2. Agencies and Instrumentalities 85%
3. Certificates of Deposit 25%
4. Commercial Paper 50%
5. Municipals 25%
6. Repurchase Agreements* 20%
7. Money Market Mutual Funds 50%
8. Authorized Investment Pools 50%

*Excluding flexible repurchase agreements for bond proceeds investments.

8.0 Selection of Banks and Broker/Dealers

**Banks**

Metro will maintain a list of qualified public depositories approved by the Board that are authorized to hold Metro funds. Deposits will only be placed with those institutions that have:

(a) Provided audited financial statements;
(b) Submitted a written request or completed an application to be an authorized depository;
(c) Been designated by the Board as an authorized depository;
(d) Signed an appropriate form of security or collateral agreement; and
(e) Provided collateral as required by applicable law.

An annual review of the financial condition of each depository holding Metro funds will be conducted by Metro. A current audited financial statement is required to be on file for each broker/dealer and financial institution that transacts any investment activities with Metro.

**Broker/Dealers**

Metro will maintain a list of approved broker/dealers and financial institutions that have been approved by the Board and are authorized to provide investment services in the State of Texas. Investments shall only be made with those firms who qualify under Securities & Exchange Commission Rule 15C3-1 (uniform net capital rule) and who have:

(a) Provided audited financial statements;
(b) Completed a response to all requested information in any Metro questionnaire relating to creditworthiness, experience and reputation;
(c) Acknowledged, in writing, that the policy has been thoroughly reviewed by qualified representatives dealing directly with Metro’s account and that the organization has implemented reasonable procedures and controls in an effort to preclude investment transactions conducted between Metro and the organization that are not authorized by Metro’s investment policy, except to the extent that this authorization depends on an analysis of the makeup of Metro’s entire portfolio or requires an interpretation of subjective investment standards; and
(d) Met any qualifications and standards recommended and approved by the Board.
An annual review of the financial condition and registrations of authorized broker/dealers and financial institutions providing investment services will be conducted by Metro. In addition, the quantity of transactions conducted with each approved broker/dealer will be reviewed at least annually. The results of this review and the related recommendations shall be submitted to the Board. The Board shall, at least annually, review, revise, and adopt a list of qualified brokers that are authorized to engage in investment transactions with Metro.

Securities shall be purchased using the delivery vs. payment method with the exception of investment pools and mutual funds. Funds will be released after notification that the purchased security has been received.

Approved List

An approved list of banks and broker/dealers is attached to this investment policy as Schedule 5.

Competitive Quotes

Each investment transaction shall be based upon competitive quotations received from at least three (3) broker/dealers approved by Metro. Competitive quotes shall be documented and retained as part of the transaction record.

Investment Advisors

Metro may contract with an investment advisor, who shall adhere to the spirit, philosophy and specific term of this Policy and shall invest within the same “Standard of Care.” The investment advisor must be registered with the Securities and Exchange Commission (SEC) under the Investment Advisor’s Act of 1940 as well as with the Texas State Securities Board. Advisors may assist Metro with the management of its funds and other responsibilities including but not limited to, broker compliance, competitive bidding, reporting and security documentation.

An appointed Investment Advisor shall act solely in an advisory and administrative capacity, within the guidelines of this Investment Policy. At no time shall the advisor take possession of securities or funds or otherwise be granted discretionary authority to transact business on behalf of Metro.

9.0 Safekeeping of Securities and Collateral

To protect against potential fraud and embezzlement, the financial assets of Metro shall be secured through safekeeping procedures. The Investment Officers shall be bonded to protect the public against possible embezzlement and malfeasance.

Securing Deposits of Authority Funds

Metro shall contract with a bank or banks for the safekeeping of securities either owned by Metro as part of its investment portfolio or held as collateral to secure demand or time deposits. Securities owned by Metro shall be held in Metro’s name as evidenced by safekeeping receipts of the institution holding the securities.

Collateral for deposits will be held by a third party custodian designated by the entity and pledged to Metro as evidenced by safekeeping receipts of the institution with which the collateral is deposited. Original safekeeping receipts shall be obtained. Collateral may be held by the depository bank’s trust department, a Federal Reserve Bank or branch of a Federal Reserve Bank, a Federal Home Loan Bank, or a third-party bank approved by Metro.

Collateral Policy

Consistent with the requirements of the Public Funds Collateral Act, it is the policy of Metro to require full collateralization of all Metro funds on deposit with a depository bank. In order to anticipate market changes and provide a level of security for all funds, the collateralization level will be 102% of market value of principal and accrued interest on the deposits less the amount insured by the FDIC. At its discretion, Metro may require a higher level of collateralization for certain security types. Securities pledged as collateral shall be held by an independent third party with which Metro has a current custodial agreement. Metro’s Chief Financial Officer is responsible for entering into collateralization agreements with third-party custodians in compliance with this investment policy. The agreements are to specify the acceptable security types for collateral, including provisions relating to possession...
of the collateral, the substitution or release of collateral, ownership of collateral, and the method of collateral valuation. A clearly marked evidence of ownership (safekeeping receipt) must be supplied to Metro and retained in file. Collateral shall be reviewed at least monthly to assure that the market value of the pledged securities is adequate.

**Collateral Defined**

Metro shall accept only the following types of collateral:

- Obligations of the United States or its agencies and instrumentalities.
- Direct obligations of the State of Texas or its agencies and instrumentalities.
- Collateralized mortgage obligations directly issued by a federal agency or instrumentality of the United States, the underlying security for which is guaranteed by an agency or instrumentality of the United States, provided that these CMO's do not fall under the Not Authorized section listed above.
- Obligations of states, agencies, counties, cities, and other political subdivisions of any state rated as to investment quality by a nationally recognized rating firm not less than AA or its equivalent with a remaining maturity of ten (10) years or less.
- A surety bond issued by an insurance company rated as to investment quality by a nationally recognized rating firm not less than A.
- A letter of credit issued to the entity by the Federal Home Loan Bank.

**Subject to Audit**

All collateral shall be subject to inspection and audit by a Metro representative or Metro’s independent auditors.

**10.0 Performance**

**Performance Standards**

Metro’s investment portfolio will be managed in accordance with the parameters specified within this investment policy. The portfolio shall be designed with the objective of obtaining a reasonable market yield through budgetary and economic cycles, commensurate with the investment risk constraints and the cash flow requirements of Metro.

**Performance Benchmark**

It is the policy of Metro to purchase investments with maturity dates coinciding with cash flow needs. Through this strategy, Metro shall seek to optimize interest earnings utilizing allowable investments available on the market at that time. Market value will be calculated on a quarterly basis on all securities owned and compared to current book value. Metro’s portfolio shall be designed with the objective of attempting to meet or exceed the average yield on U.S. Treasury securities at a maturity level comparable to Metro’s weighted average maturity in days.

**11.0 Reporting**

**Methods**

The Investment Officer shall prepare an investment report on a quarterly basis that summarizes investment strategies employed in the most recent quarter and describes the portfolio in terms of investment securities, maturities, and yield to maturity.

The quarterly investment report shall include a summary statement of investment activity prepared in compliance with generally accepted accounting principles. This summary will be prepared in a manner that will allow Metro to ascertain whether investment activities during the reporting period have conformed to this investment policy. The report will be provided to the Board. The report must:
• Describe in detail the investment position;
• Be prepared jointly by all Metro investment officers;
• Be signed by each investment officer;
• Contain a summary statement prepared in compliance with generally accepted accounting principles of each pooled fund group that states the: beginning market value for the reporting period; additions and changes to the market value during the period; ending market value for the period; fully accrued interest for the reporting period;
• State the book value and market value of each separately invested asset at the beginning and end of the reporting period by the type of asset and fund type invested;
• State the maturity date of each separately invested asset that has a maturity date;
• State the fund for which each individual investment was acquired;
• Include a statement of compliance of Metro’s investment portfolio with state law and the investment strategy and policy approved by the Board.

An independent auditor will perform a formal annual review of the quarterly reports with the results reported to the governing body.

Monitoring Market Value

Market value of all securities in the portfolio will be determined on a quarterly basis. Such values will be obtained from a reputable and independent source and disclosed to the Board quarterly in a written report.

12.0 Investment Policy Adoption

Metro’s investment policy shall be adopted by resolution of the Board. It is Metro’s intent to comply with all applicable state laws and regulations. Metro’s investment policy shall be subject to revisions consistent with changing laws, regulations, and needs of Metro. Metro shall adopt a resolution stating that it has reviewed the policy and investment strategies annually, approving any changes or modifications.

SCHEDULES

Schedule 1 — Metro Funds Specifically Exempted From Investment Policy
Schedule 2 — List of Investment Officers
Schedule 3 — Approved List of Money Market Mutual Funds and Investment Pools
Schedule 4 — Approved List of Federal Agencies
Schedule 5 — Approved List of Banks and Broker/Dealers
Schedule 1 — Metro Funds Specifically Exempted From Investment Policy

None
### Schedule 2 — List of Investment Officers

<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>Louise T. Richman</td>
<td>Vice President and Chief Financial Officer</td>
</tr>
<tr>
<td>Phil F. Nguyen</td>
<td>Director of Treasury Services</td>
</tr>
<tr>
<td>Lisa W. Oliver</td>
<td>Manager of Investments and Banking</td>
</tr>
<tr>
<td>Michael J. Curran</td>
<td>Manager of Pensions, Trust and Sales Tax Revenue</td>
</tr>
<tr>
<td>Deborah Richard</td>
<td>Vice President Administration</td>
</tr>
</tbody>
</table>
Schedule 3 — Approved List of Investment Pools, Money Market Mutual Funds and Overnight Sweep Fund

**Investment Pools:**
TexStar
LOGIC
TexPool

**Money Market Mutual Funds:**
Williams Capital Liquid Assets Fund
Goldman Sachs Financial Square Government Fund Select
JPMorgan / Fleming Government Money Market Fund
SEI Investments Government Fund
Columbia Management Government Reserves
AIM STIT Government and Agency Portfolio

**Overnight Sweep Fund**
JP Morgan U.S. Government Money Market Fund
Schedule 4 — Approved List of Federal Agencies

All indirect obligations of the U.S. "such as":
Federal Farm Credit Bank
Federal Home Loan Bank
Federal Home Loan Mortgage Corporation
Federal National Mortgage Corporation

"and other federal agency obligations, the principal and interest of which are unconditionally guaranteed or insured by or backed by the full faith and credit of the United States, its agencies or instrumentalities."

Direct Obligations of the State of Texas or any county, city, school district or other political subdivision of the State of Texas are also approved investments.
Schedule 5 — Approved List of Banks and Broker/Dealers

Approved Depository Banks:
JPMorgan Chase
Guaranty Federal Savings

Approved Broker / Dealers
Apex Pryor Securities
Citigroup Global Securities
Coastal Securities
Deutsche Bank Securities
Intercontinental Asset Management Group
JPMorgan Securities, Inc.
Loop Capital Markets
Merrill Lynch
Morgan Keegan
Morgan Stanley
Piper Jaffray
Ramirez and Co.
Raymond James Financial
RBC Dain Rauscher
Robert Van Securities
SBK Brooks Investments
Siebert Brandford Shank & Co.
Tejas Securities Group
UBS Financial Services
Vining Sparks
Walton Johnson
Williams Capital Group
A RESOLUTION

APPROVING THE TRANSFER OF SURPLUS FUNDS TO THE UNION AND NON-UNION PENSION PLANS; AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EFFECTUATE THE TRANSFER AND USE OF FUNDS; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, the Board of Directors is of the opinion that additional contributions to the union and non-union employees pension plans will improve the funding ratios and decrease any unfunded liability; and

WHEREAS, surplus funds remain from the fiscal year 2007 operating budget; and

WHEREAS, it is appropriate that surplus funds from the fiscal year 2007 operating budget be transferred to the union and non-union pension plans; and

WHEREAS, additional surplus funds can be applied toward the funding of salaries and other personnel costs; and

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 transfer of surplus funds from the fiscal year 2007 operating budget to the union and non-union pension plans, and to fund other employees costs.

Section 2. The President & CEO is hereby authorized and directed to take such administrative action as necessary to effectuate the transfer of surplus funds to the union and non-union pension plans and for use for other employee costs.

Section 3. This resolution is effective immediately upon passage.

PASSED this 13th day of December, 2007
APPROVED this 13th day of December, 2007

ATTEST:

Assistant Secretary

Chairman
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER APPROPRIATE DOCUMENTS FOR THE SALE OF CERTAIN PARCELS OF LAND TO THE UNIVERSITY OF HOUSTON; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO will develop an Intermodal Terminal north of the Houston central business district to serve as a hub for access to various transportation modes; and

WHEREAS, METRO has acquired several parcels of land north of the Houston central business district; and

WHEREAS, the University of Houston Downtown has inquired of the availability, for purchase, of certain parcels of land north of the Houston central business district, that could be used by the University for the expansion of campus facilities; and

WHEREAS, the METRO Board of Directors has determined that it is appropriate to sell up to two parcels of land to the University of Houston, all as a part of intergovernmental cooperation; and

WHEREAS, the parcels of land have been appraised;

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 appropriate documents for the sale of two parcels of land to the University of Houston System, such parcels being more particularly described in Attachment A.
Section 2. This resolution is effective immediately upon passage.

PASSED this 13th day of December, 2007
APPROVED this 13th day of December, 2007

David S. Wolff
Chairman
EXHIBIT “A”

Reserve “J”

A 3.933 acre tract of land situated in the John Austin 2 League Grant, Abstract Number 1, Harris County, Texas, being part of 2 tracts: 1) 3.901 acres of a called 17.2780 acre tract described in File Number X347350 of the Official Public Records of Real Property of Harris County, Texas; 2) 0.032 of an acre of a 100’ x 150’ tract described in File Number J340022 of the Official Public Records of Real Property of Harris County, Texas.

Reserve “K”

A 0.7174 acre tract of land situated in the John Austin Survey, Abstract Number 1, Harris County, Texas, being all of that certain property described in File Number V901944 of the Official Public Records of Real Property of Harris County, Texas.