AUTHORIZATION FOR THE PRESIDENT & CEO TO EXECUTE AND DELIVER CONTRACTS FOR THE DEVELOPMENT, CONSTRUCTION, DESIGN, AND VEHICLE SUPPLY WITH PARSONS TRANSPORTATION GROUP INC. ("PARSONS") FOR METRO SOLUTIONS PHASE 2 AND, ADDITIONALLY, THE OPERATIONS AND MAINTENANCE CONTRACT WITH HOUSTON OPERATIONS AND MAINTENANCE, LLC, AN ENTITY THAT IS JOINTLY OWNED BY PARSONS AND VEOLIA.

WHEREAS, the Board of Directors is proceeding with the development of METRO Solutions Phase 2 (the "Project"); and

WHEREAS, Parsons and METRO have developed a comprehensive approach for METRO Solutions Phase 2 that includes a Development Agreement with Parsons and Implementation Agreements for Design-Build, Vehicle Supply, and Operations and Maintenance (including vehicle maintenance); and

WHEREAS, this comprehensive approach effectively transfers the appropriate performance risk to Parsons and other members of the consortium as METRO's private sector partners.

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 the contracts discussed above, with a total value of up to $1.460 billion, and to approve assignment of the vehicle supply contract by Parsons to Houston LRV 100 LLC (an entity jointly owned by Parsons and CAF USA, Inc.), and to approve assignment of the design-build contract by Parsons to Houston Rapid Transit, a Texas joint venture (jointly owned by Parsons, Granite Construction Company, Kiewit Texas
Construction L.P. and Stacy and Witbeck, Inc.), and to issue initial notices to proceed under the respective contracts, as applicable, in the amount up to $632 million, in accordance with the Contract Scope Summary.

Section 2. This Board Resolution is effective immediately once passed.

PASSED this the 4th day of March, 2009
APPROVED this 4th day of March, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-13

A RESOLUTION

APPROVING AND DECLARING THE BOARD’S INTENT TO REIMBURSE THE GENERAL FUND, WHEN APPROPRIATE, FOR ELIGIBLE PROJECT EXPENDITURES THAT ARE INCURRED FOR METRO SOLUTIONS, PHASE 2 PROJECT

WHEREAS, on March 4, 2009, the Board of Directors of the Metropolitan Transit Authority of Harris County ("METRO") authorized the President & CEO to negotiate, execute, and deliver a Facility Provider contract for METRO Solutions, Phase 2; and

WHEREAS, METRO has used, and will use, funds on deposit in the General Fund to pay for eligible project expenditures that are related to land acquisition, utility relocation, and to pay certain expenditures for METRO Solutions, Phase 2 project; and

WHEREAS, adoption of this resolution will allow METRO to reimburse the General Fund for eligible project expenditures in support of METRO Solutions Phase 2 in order to ensure sufficient cash flow to meet general operating needs.

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

Section 1. The Board of Directors hereby declares its intent to reimburse the General Fund within the meaning of Treasury Regulation §1.150.2 as promulgated under the Internal Revenue Service Code of 1986, as amended, for eligible expenditures related to land acquisition, utility relocation, and to pay certain expenditures in support of METRO Solutions, Phase 2.
Section 2. This resolution is effective immediately upon passage.

PASSED this 19th day of March, 2009
APPROVED this 19th day of March, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH H.J. SKELTON (CANADA) LTD FOR EIGHT (8) CONTEC UNISTAR CSV-24 POWERED SWITCH MACHINES

WHEREAS, the Metropolitan Transit Authority of Harris County, ("METRO") is in need of powered switch machines for the Main Street Rail Line; and

WHEREAS, H.J. Skelton (Canada) LTD is the sole source for the required Contec Unistar CSV-24 Powered Switch Machines

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 H.J. Skelton (Canada) to provide eight (8) Contec Unistar CSV-24 powered switch machines for a total amount not to exceed $181,591.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19th day of March, 2009
APPROVED this 19th day of March, 2009

ATTEST:

[Signature]
Rose M. Gonzales
Assistant Secretary

[Signature]
David S. Wolff
Chairman of the Board
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH CUMMINS SOUTHERN PLAINS, LLC FOR THE PURCHASE AND DELIVERY OF ZF TRANSMISSION PARTS FOR METRO'S FLEET OF BUSES

WHEREAS, The Metropolitan Transit Authority of Harris County, ("METRO") is in need of transmission parts for its fleet of buses on an "as needed" basis; and

WHEREAS, METRO competitively bid the requirements contract; and

WHEREAS, Cummins Southern Plains, LLC was the lowest, responsive, and responsible bidder.

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a requirements contract with Cummins Southern Plains, LLC to provide ZF Transmission parts for METRO's fleet of buses for an amount not to exceed $1,402,337.00.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19th day of March, 2009
APPROVED this 19th day of March, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER CONTRACTS WITH FOUR (4) COMPUTER HARDWARE TECHNICIANS FOR TECHNICAL STAFFING SERVICES FOR TECHNICAL SUPPORT FOR THE AUTHORITY'S DESKTOP AND INFORMATION TECHNOLOGY SUPPORT CENTER:

WHEREAS, the Metropolitan Transit Authority of Harris County ("METRO") is in need of contract labor to meet staffing needs, on an as needed basis, for the technical support of Information Technology Support Center; and

WHEREAS, METRO's Executive Management Team, technical and procurement staff will select computer hardware technicians who will provide the most competent technical and advantageous services for the best overall value for METRO.

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 ongoing contracts with four (4) computer hardware technicians who will to provide contract services in order to provide qualified personnel for the Authority's desktop and Information Technology Support Center for a five-year period and for a total amount not to exceed $2,366,685.

Section 2. This resolution is effective immediately upon passage.

PASSED this 19th day of March, 2009
APPROVED this 19th day of March, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONSULTING SERVICES CONTRACT WITH MR. CLYDE GARRISON SERVICES RELATED TO THE METRO SOLUTIONS PROJECT, PHASE II:

WHEREAS, METRO is in need of consulting services for the METRO Solutions Project, Phase II; and

WHEREAS, Clyde Garrison brings global in-depth knowledge, skills, and experiences regarding the design, build, finance, operate, and maintenance of projects such as the METRO Solutions Project; and

WHEREAS, METRO desires to enter into a Requirements Contract with Mr. Clyde Garrison for an amount not to exceed $250,000;

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

Section 1. The President & CEO is hereby authorized and directed to execute and deliver a contract with Mr. Clyde Garrison for consulting services related to the METRO Solutions Project, Phase II.

Section 2. The amount of said contract with Mr. Clyde Garrison is for an amount not to exceed $250,000.

Section 3. This resolution is effective immediately upon passage.

PASSED this 19th day of March, 2009
APPROVED this 19th day of March, 2009

ATTEST:

Ross M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-18

A RESOLUTION

DECLARING THE EXISTENCE OF A PUBLIC NECESSITY FOR METRO TO ACQUIRE CERTAIN PROPERTIES AND INTERESTS IN PROPERTIES; DECLARING THAT THE ACQUISITION OF THOSE CERTAIN PROPERTY RIGHTS IS NECESSARY AND PROPER FOR THE CONSTRUCTION, EXTENSION, IMPROVEMENT, OR DEVELOPMENT OF METRO'S TRANSIT SYSTEM; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT PROPERTIES:

WHEREAS, METRO is proceeding with the development of high capacity transit in the North, Southeast, East End, and Uptown travel corridors and the development of stations, terminal facilities, and support infrastructure at the proposed Intermodal Terminal (collectively, the "Projects"); and

WHEREAS, METRO staff has identified certain properties and interests in properties to be acquired for transit purposes in connection with the construction and operation of the Projects; and

WHEREAS, the Board previously authorized the acquisition of properties and interests in properties along the preferred routes for the North, Southeast, East End and Uptown travel corridors and at the proposed Intermodal Terminal; and

WHEREAS, METRO has endeavored to negotiate and is continuing to negotiate with the owners of such properties in an effort to purchase the necessary property rights, but appears that it may be necessary to exercise METRO's power of eminent domain to acquire certain properties and property interests; and

WHEREAS, a public hearing has been held for the purpose of hearing testimony and receiving evidence regarding the proposed acquisition of the properties described in Exhibit A; and
WHEREAS, having heard and considered the comments expressed during the public hearings and having considered the purposes for which the properties and property interests are to be acquired, the Board is of the opinion that there exists a public necessity and that it is in the public interest for METRO to acquire the properties described in Exhibit A;

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 there exists a public necessity and that it is in the public interest for METRO to acquire for transit purposes in connection with the construction and operation of the Projects the fee simple interest in the properties identified in Exhibit A and all additional rights associated with such properties, including, but not limited to, rights of entry for demolition purposes and temporary construction easements that are necessary for the construction and operation of such transit system improvements and components.

Section 2. The Board of Directors hereby finds and declares that the acquisition of such properties and property interests is necessary and proper for the construction, extension, improvement, or development of METRO's transit system.

Section 3. The President & CEO, along with the General Counsel and retained legal counsel, is hereby authorized and directed to acquire, by donation, purchase, or exercise of the power of eminent domain, the fee simple interest in the properties identified in Exhibit A together with all additional rights associates with such properties, including but not limited to rights of entry for demolition purposes and temporary construction easements, necessary for the construction and operation of the transit
system improvements contemplated in the North, Southeast, East End, and Uptown travel corridors and at the proposed Intermodal Terminal.

Section 4. This resolution is effective immediately upon passage.

PASSED this 19th day of March, 2009
APPROVED this 19th day of March, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board