RESOLUTION NO. 2009-19

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER AN INTERLOCAL AGREEMENT WITH THE TEXAS DEPARTMENT OF TRANSPORTATION FOR THE EXPANSION OF THE FUQUA PARK & RIDE LOT:

WHEREAS, The Metropolitan Transit Authority of Harris County, Texas, ("METRO") has included the expansion of the Fuqua Park & Ride as one of its initiatives for Fiscal Year 2009; and

WHEREAS, this initiative is consistent with METRO's business plan to increase ridership; and

WHEREAS, the Fuqua Park & Ride Lot has experienced an increased demand for parking that has exceeded the number of available parking spaces; and

WHEREAS, the Texas Department of Transportation will review the engineering plans and specifications for the construction of the expansion of the Fuqua Park & Ride Lot; and

WHEREAS, METRO will pay the Texas Department of Transportation the reasonable cost of the review of the plans and specifications of an estimated amount of $7,500.

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 an Interlocal Agreement with the Texas Department of Transportation for the review of the engineering plans and specifications for an amount not-to-exceed $7,500.
Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 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 MODIFICATION TO THE CONTRACT WITH TCB TRANSIT FOR ENGINEERING SERVICES AND ENVIRONMENT IMPACT ASSESSMENT WITH RESPECT TO THE UNIVERSITY CORRIDOR:

WHEREAS, TCB TRANSIT was awarded a contract in May 2006 to render engineering services and environmental clearance work for the University Corridor in the furthering of the METRO Solutions Program, Phase II; and

WHEREAS, an extension of the period of performance and additional funding is needed to continue project design, the Final Environmental Impact Statement process, and to maintain the project completion of the University Corridor by 2012;

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

Section 1. The Board authorizes the President & CEO to execute and deliver a modification to the existing contract with TCB Transit for an additional amount not-to-exceed $1,546,500 and an extension of the contract period until December 31, 2009.

Section 2. This resolution is effective immediately upon passage.

ATTEST:

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

Rose M. Gonzales
Assistant Secretary

Chairman of the Board
RESOLUTION NO. 2009-21

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO NEGOTIATE THE TERMS AND CONDITIONS OF A CONTRACT FOR THE PURCHASE OR LEASE OF TWO LIGHT RAIL VEHICLES ("LRV’s") FROM CONSTRUCCIONES Y AUXILIAR FERROCARRILES, SA ("CAF"): 

WHEREAS, the Metropolitan Transit Authority of Harris County, ("METRO") seeks the Board’s permission to purchase or lease two 100% low floor LRV’s; and

WHEREAS, Construcciones Y Auxiliar Ferrocarriles, SA ("CAF") is, pursuant to the Facility Provider Contract, the supplier of light rail vehicles for METRO Solutions, Phase II; and

WHEREAS, METRO would like to purchase two light rail vehicles to conduct due diligence with regard to quality assurance, performance, reliability, safety, and for operating and maintenance training in advance of the purchase of additional vehicles; and

WHEREAS, this procurement will further assist in the planning for the light rail vehicles’ integration and verification of on-board systems design, manufacturing process control with Main Street wayside power, signaling and communications elements, as well as for their field testing support, and training; and

WHEREAS, the President & CEO will negotiate the terms and conditions of purchasing or leasing two LRV’s in order to execute a sole-source contract with CAF.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:
RESOLUTION NO. 2009-21

Section 1. The Board authorizes the President & CEO to negotiate the terms and conditions of a purchase or a lease of two light rail vehicles from Construcciones Y Auxiliar Ferrocarriles, SA.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-22

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER REQUIREMENTS CONTRACTS WITH ABSOLUTE COLOR AND SOUTHWEST PRECISION PRINTERS FOR AS-NEEDED PRINTING SERVICES:

WHEREAS, the Metropolitan Transit Authority, ("METRO") is in need of supplemental printing services due to time and size constraints; and

WHEREAS, the print services will be utilized on an "as-needed" basis; and

WHEREAS, the contracts for print services were competitively bid; and

WHEREAS, Absolute Color and Southwest Precision Printers were determined to be the two lowest of all responsive, and responsible bidders.

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

Section 1. The Board authorizes and directs the President & CEO to execute and deliver requirements contracts for print services with Absolute Color for an amount not-to-exceed $103,700 and Southwest Precision Printers for an amount not-to-exceed $134,090.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 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 A
DELIVER A REQUIREMENTS CONTRACT WITH THE METRO-CERTIFIED SMALL
BUSINESS, BEST LETTER PRESS, INC., FOR BINDERY FINISHING SERVICES:

WHEREAS, the Metropolitan Transit Authority, ("METRO") is in need of bindery
services; and

WHEREAS, the bindery services will be utilized on an "as-needed" basis; and

WHEREAS, the contract for bindery services was competitively bid; and

WHEREAS, Best Letter Press, Inc. was determined to be 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 Board authorizes and directs the President & CEO to execute
and deliver a requirements contract for bindery services with the METRO-certified small
business, Best Letter Press, Inc., for an amount to exceed $139,050.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-24

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A MODIFICATION TO THE CONTRACT WITH INTERNAP NETWORK SERVICE, INC., EXERCISING THE OPTION TO EXTEND THE CONTRACT FOR ONE YEAR TO PROVIDE AN OFF-SITE DISASTER RECOVERY LOCATION:

WHEREAS, The Metropolitan Transit Authority's, ("METRO") emergency preparedness plans include the designation of an off-site disaster recovery location in order to enable METRO's continued operations in the event of a disaster; and

WHEREAS, pursuant to Board Resolution 2006-36, data network equipment, servers, disk storage, and back-up equipment for use in the event of a disaster has been acquired; and

WHEREAS, pursuant to Board Resolution 2006-36, a contract for an off-site disaster recovery location was previously entered into with Internap Network Service, Inc. that provided for a three-year contract period with two one-year-option years; and

WHEREAS, METRO staff recommends exercising the one-year option in the contract with Internap Network Service, Inc. for continued operations of an off-site disaster recovery location.

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

Section 1. The Board authorizes and directs the President & CEO to execute and deliver a modification to the contract exercising a one-year option with Internap Network Service, Inc. for an amount not-to-exceed $128,250.
Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 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 CALENCE, LLC FOR THE IMPLEMENTATION OF A CISCO CONTACT CENTER EXPRESS SYSTEM FOR THE CUSTOMER INFORMATION AND THE METROLIFT CALL CENTERS:

WHEREAS, The Metropolitan Transit Authority, ("METRO") has deployed a CISCO Voice-Over-Internet-Protocol ("VOIP") phone system for the Authority, with the exception of the Customer Information Center and the METROLift Call Center; and

WHEREAS, execution of this contract will complete METRO’s transition to a VOIP solution; and

WHEREAS, the contract for CISCO VOIP phone system was competitively bid; and

WHEREAS, Calence, 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 Board authorizes and directs the President & CEO to execute and deliver a contract with Calence, LLC for the implementation of a CISCO Contact Center Express System for an amount not-to-exceed $590,140.75.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-26

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH SIGMA SOLUTIONS, INCORPORATED TO PROVIDE EQUIPMENT AND IMPLEMENTATION SERVICES FOR UNIX SERVER:

WHEREAS, The Metropolitan Transit Authority ("METRO") is in need of equipment replacement for the hardware and software platform to continue its data consolidation plan and to continue mission-critical applications; and

WHEREAS, the contract for equipment replacement and implementation services for UNIX server was competitively bid; and

WHEREAS, Sigma Solutions Incorporated 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 Board authorizes and directs the President & CEO to execute and deliver a contract with Sigma Solutions, Incorporated for equipment and implementation services for the UNIX server replacements for an amount not-to-exceed $2,397,158.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Assistant Secretary

Chairman of the Board
RESOLUTION NO. 2009-27

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH HOUSTON MEDICAL TESTING SERVICES, INC. TO PROVIDE DRUG SPECIMEN COLLECTION, BREATH ALCOHOL TESTING, AND MEDICAL REVIEW OFFICER SERVICES:

WHEREAS, The Metropolitan Transit Authority, ("METRO"), as required by the Federal Transit Administration, is in need of drug specimen collection, breath alcohol testing, and medical review officer services; and

WHEREAS, the contract for drug specimen collection, breath alcohol testing, and medical review officer services was competitively bid; and

WHEREAS, Houston Medical Testing, Inc. 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 Board authorizes and directs the President & CEO to execute and deliver a contract with Houston Medical Testing, Inc., a METRO-certified small business, for drug specimen collection, breath alcohol testing, and medical review officer services for a term of three years for an amount not-to-exceed $300,000, with a two-year renewal option for an amount not-to-exceed $200,000, for a total contract amount not-to-exceed $500,000 over the combined five-year period.
Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-28

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH KATHARINE BARNES FOR SUPPORT SERVICES FOR THE REAL ESTATE DEPARTMENT, WHILE ASSISTING INFRASTRUCTURE, AND PLANNING AND ENGINEERING:

WHEREAS, The Metropolitan Transit Authority ("METRO") needs the professional services for the management of its real property, METRO Solutions, Phase II, infrastructure, planning and engineering, commuter rail, and transit-oriented joint development projects; and

WHEREAS, Ms. Katharine Barnes, due to demonstrated expertise in METRO policies, state and federal guidelines, and to enable project continuity, will provide much-needed services to METRO in collaboration with various divisions; 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 a requirements contract with Katharine Barnes for professional services for a period of five years and for an amount not-to-exceed $187,200 per year.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-29

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH THOMAS HEMINGWAY FOR SUPPORT SERVICES FOR THE REAL ESTATE DEPARTMENT:

WHEREAS, The Metropolitan Transit Authority, ("METRO") needs the professional services for the management of its real property, METRO Solutions, commuter rail, and transit-oriented joint development projects; and

WHEREAS, due to the demonstrated expertise in METRO's policies, state and federal guidelines, and for historical knowledge and continuity on METRO Solutions, Phase II, it is important that METRO retains the services of Thomas Hemingway to enable project continuity; 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 a requirements contract with Thomas Hemingway for professional services for a period of five years and for an amount not-to-exceed $187,200 per year.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-30

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A CONTRACT WITH AMERICAN JANITORIAL SERVICES, LTD OF HOUSTON, TEXAS, A METRO-CERTIFIED SMALL BUSINESS, IN ORDER TO PROVIDE NEEDED JANITORIAL SERVICES TO METRO'S FACILITIES:

WHEREAS, The Metropolitan Transit Authority ("METRO") is in need of janitorial services for its facilities; and

WHEREAS, the contract for janitorial services was competitively bid; and

WHEREAS, American Janitorial Services, Ltd. of Houston, Texas 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 Board authorizes and directs the President & CEO to execute and deliver a contract with American Janitorial Services, Ltd. of Houston, Texas for a period of three years in an amount not-to-exceed $2,140,653.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-31

A RESOLUTION

APPROVING GOLDMAN SACHS AND MERRILL LYNCH AS LEAD MANAGERS/UNDERWRITERS AND KIPLING JONES; ESTRADA HINOJOSA; RICE FINANCIAL PRODUCTS; RAMIREZ; & COMPANY; AND LOOP CAPITAL MARKETS AS CO-MANAGERS/CO-UNDERWRITERS FOR THE ISSUANCE OF DEBT INSTRUMENTS FOR THE FINANCING OF METRO SOLUTIONS, PHASE II:

WHEREAS, the Metropolitan Transit Authority of Harris County, ("METRO"), will issue debt instruments for the financing of METRO Solutions, Phase II; and

WHEREAS, the underwriters' fees and associated costs will be part of the debt issuance; and

WHEREAS, Goldman Sachs and Merrill Lynch have been recommended by METRO's staff and its financial advisors as lead managers and underwriters for the issuance of debt instruments for the financing of METRO Solutions, Phase II; and

WHEREAS, Kipling Jones; Estrada Hinojosa; Rice Financial Products; Ramirez & Company; and Loop Capital Markets have been recommended by METRO staff as co-managers/co-underwriters for the issuance of debt instruments for the financing of METRO Solutions, Phase II.

WHEREAS, the Board of Directors has reviewed the aforementioned recommendation and has accepted the staff recommendation; and

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

Section 1. The Board approves Goldman Sachs and Merrill Lynch as lead managers and underwriters for the issuance of debt instruments for the financing of METRO Solutions, Phase II, and Kipling Jones; Estrada Hinojosa; Rice Financial Products; Ramirez & Company; and Loop Capital Markets as co-
managers/co-underwriters for the issuance of debt instruments for the financing of METRO Solutions, Phase II.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
RESOLUTION NO. 2009-32

A RESOLUTION

APPROVAL OF INCREASE IN AUTHORIZED LIMIT FOR COMMERCIAL PAPER ISSUANCES TO $400 MILLION TO BE ISSUED IN SEPARATE SERIES OF PRINCIPAL AMOUNTS; APPROVAL OF CREDIT AGREEMENTS FOR MULTIPLE SERIES, AND AUTHORIZATION FOR THE PRESIDENT AND CEO TO FINALIZE THE MATTER OUTLINED ABOVE; APPROVAL OF THE ISSUING AND OF PAYING AGENT AGREEMENTS, DEALER AGREEMENTS, AND OTHER NECESSARY DOCUMENTS FOR ISSUANCE OF MULTIPLE SERIES; APPROVAL FOR PREPARATION OF ALL FINANCING AND OFFERING DOCUMENTS; AUTHORIZATION FOR THE CHAIRMAN, VICE CHAIRMAN, PRESIDENT & CEO, AND GENERAL COUNSEL, AND CHIEF FINANCIAL OFFICER AND OTHER APPROPRIATE OFFICIALS OF THE AUTHORITY TO DO OR PERFORM THE NECESSARY AUTHORIZED ACTS IN ORDER TO CARRY OUT THE TERMS OF THIS RESOLUTION:

WHEREAS, The Metropolitan Transit Authority of Harris County ("METRO") has, pursuant to Resolution No. 2005-48, previously approved a Debt Policy establishing guidelines for the utilization of debt instruments; and

WHEREAS, METRO staff and its financial advisor recommend that the Board of Directors increase the authorized limit to $400 million and divide the commercial paper program into multiple series, each with a different bank, in order to protect METRO in the event that the credit rating for one bank is downgraded; and

WHEREAS, to effectuate the increase in the authorized limit and the establishment of multiple series, it will be necessary to amend existing credit agreements, execute new Issuing and Paying Agent Agreements, and Dealer Agreements specific to each series; and

WHEREAS, the Board of Directors has reviewed the aforementioned recommendation and has accepted the staff recommendation.
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board approves the increase in the authorized limit for Commercial Paper issuances to $400 million to be issued in separate series of principal amounts. Staff will come back to the board before drawing down the second $200 million.

Section 2. The Board hereby approves Credit Agreements for multiple series, namely, JPMorgan Chase for up to $225 million, Compass Bank for up to $125 million, Sumitomo Mitsui for up to $100 million, with the aggregate capacity not exceeding $400 million, and authorizes the President & CEO or his designee to finalize these agreements.

Section 3. The Board approves the Issuing and Paying Agent Agreements, Dealer Agreements, and other necessary documents for multiple series of Commercial Paper and authorizes the President & CEO or his designee to finalize these agreements.

Section 4. The Board approves the preparation of all financing and offering documents, required by law and the Attorney General of the State of Texas.

Section 5. The Board authorizes the Chairman, Vice Chairman, President & CEO, General Counsel, Chief Financial Officer, and other appropriate officials of the Authority to do, or perform, acts as necessary to carry out the terms and provisions of this resolution authorizing the increase in the authorized limit and the establishment of multiple series of Commercial Paper.
Section 6. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
A RESOLUTION

APPROVAL OF THE PLAN OF FINANCE FOR NOTICE TO PROCEED NUMBER ONE AND RIGHT OF WAY ACQUISITIONS FOR METRO SOLUTIONS, PHASE II AND APPROVAL OF THE PREPARATION AND DISTRIBUTION OF PRELIMINARY OFFERING STATEMENTS FOR THE FINANCING:

WHEREAS, on March 4, 2009, the Metropolitan Transit Authority of Harris County, ("METRO") Board of Directors authorized and directed the President & CEO to issue Notice-to-Proceed Number One ("NTP-1") for METRO SOLUTIONS, Phase II, in the amount of $632 million; and

WHEREAS, in addition to the Notice to Proceed Number One, the cost of right-of-way acquisition costs have been estimated by METRO's Real Estate Department at $183 million, and it is planned to refinance long term $23 million of outstanding commercial paper which had been previously used to purchase right-of-way; and

WHEREAS, METRO's financial advisors recommend a Plan of Finance for these projects that includes $200 million Commercial Paper, and $398 million Bond Anticipation Notes, which includes $23 million for partial refinancing of outstanding Commercial Paper, both to be refinanced with long-term Bond Debt; $90 million Sales and Use Tax Revenue Bonds; and $90 million Sales and Use Tax Revenue Contractual Obligations; and

WHEREAS, the Board of Directors has reviewed the aforementioned recommendation and has accepted the staff recommendation; and

WHEREAS, the principal and interest payments will be included in the appropriate budgets.
NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN TRANSIT AUTHORITY THAT:

Section 1. The Board approves a Plan of Finance for Notice-to-Proceed Number One and Right-of-Way Acquisitions for METRO Solutions, Phase II, which includes $200 million Commercial Paper and $398 million Bond Anticipation Notes, which includes $23 million for partial refinancing of outstanding Commercial Paper, both to be refinanced with long-term Bond Debt; $90 million Sales and Use Tax Revenue Bonds; and $90 million Sales and Use Tax Contractual Obligations.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board
A RESOLUTION

APPROVAL OF A REVISION TO METRO'S DEBT POLICY TO INCLUDE ADDITIONAL CONTRACTUAL OBLIGATIONS, INCREASING 5-YEAR NOTES TO $400 MILLION AND INCREASING THE TERM OF VOTED SALES TAX NOTES TO 40 YEARS.

WHEREAS, on June 16, 2005, the Metropolitan Transit Authority of Harris County, ("METRO") Board of Directors passed Board Resolution Number 2005-48, approving and establishing METRO's Debt Policy; and

WHEREAS, the Debt Policy established guidelines for the use of debt; and

WHEREAS, it is necessary for METRO to revise the Debt Policy to include contractual obligations, increasing the maximum limit on 5-year notes to $400 million and increasing the term of voted sales tax notes to 40 years; and

WHEREAS, the Board of Directors has reviewed the aforementioned recommendation and has accepted the staff recommendation.

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

Section 1. The Board approves the revision of METRO's Debt Policy established by Board Resolution 2005-48 to include additional contractual obligations, increasing 5-year notes to $400 million and increasing the term of voted sales tax notes to 40 years.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:
Rose M. Gonzales
Assistant Secretary

Chairman of the Board

Dave S. Wolff
RESOLUTION NO. 2009-35

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A LEASE CONTRACT WITH CENTERPOINT ENERGY ("CENTERPOINT"). FOR THE USE OF REAL PROPERTY TO FACILITATE THE HILLCROFT TRANSIT CENTER:

WHEREAS, The Metropolitan Transit Authority, ("METRO") is in need of a lease renewal with CenterPoint for use of its real property for the Hillcroft Transit Center location; and

WHEREAS, METRO has previously entered into a lease agreement for the use of real property owned by CenterPoint; and

WHEREAS, the fair market value of the lease amount has been established and has been negotiated with CenterPoint.

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

Section 1. The Board authorizes and directs the President & CEO to execute and deliver a five-year lease agreement with CenterPoint for an amount not to exceed of $70,000 per year.

Section 2. This resolution is effective immediately upon passage.

PASSED this 23rd day of April, 2009
APPROVED this 23rd day of April, 2009

ATTEST:

Rose M. Gonzales
Assistant Secretary

David S. Wolff
Chairman of the Board