

A RESOLUTION

APPROVAL TO AMEND METRO'S SBE/DBE PROGRAM TO INCLUDE PROVISIONS MANDATED BY U.S. DEPARTMENT OF TRANSPORTATION REGULATIONS ADOPTED FEBRUARY 2011; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, effective February 2011 the U.S. Department of Transportation has adopted regulations which must be included in the Small Business/Disadvantaged Business Enterprise (SBE/DBE) programs for all public transit agencies, including METRO; and

WHEREAS, the U.S. Department of Transportation is requiring that all transit agencies submit evidence of compliance with those new regulations; and

WHEREAS, the adopted regulations require a new policy statement signed by METRO's President & CEO; the addition of provisions to foster small business participation; and the addition of post-contract award oversight of DBE participation on METRO's federally-funded contracts.

WHEREAS, further changes to the SBE/DBE program will come before the Board for approval.

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 President & CEO to sign a new policy statement to comply with the adopted U.S. Department of Transportation's regulations, including the provisions to foster small business

RESOLUTION NO. 2011 - 76

participation and post-contract award oversight of DBE participation on METRO's federally-funded contracts.


Section 2. This Board Resolution is effective immediately upon passage.

ATTEST:


Assistant Secretary



PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZATION FOR THE PRESIDENT & CEO TO EXECUTE A MODIFICATION TO THE CONTRACT WITH COMMUNITY AWARENESS SERVICES TO EXTEND THE CONTRACT BY ONE YEAR FOR AN AMOUNT NOT TO EXCEED \$308,208; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO has community outreach offices to serve the community in the light rail corridors; and

WHEREAS, METRO has a current contract with COMMUNITY AWARENESS SERVICES for the operation of the community outreach offices; and

WHEREAS, METRO staff recommends that METRO exercise a one year option in the contract for an amount not to exceed \$308,208.

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 President & CEO to amend the contract with COMMUNITY AWARENESS SERVICES, extending the contract for one year for an amount not to exceed \$308,208.

Section 2. This Resolution is effective immediately upon passage.

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:



Rosa E. [Signature]
Assistant Secretary

[Signature]

Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO EXECUTE AND DELIVER A REQUIREMENTS CONTRACT WITH ADA RESOURCES, INC. TO PROVIDE METRO WITH FUEL TRANSPORT SERVICES FOR AN AMOUNT NOT TO EXCEED \$832,264; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO is in need of services to transport fuel to its various bus facilities; and

WHEREAS, METRO solicited bids for fuel transport services; and

WHEREAS, ADA RESOURCES, INC. provided the lowest responsive and responsible bid in response to the solicitation; and

WHEREAS, METRO staff recommends an award of a two-year requirements contract to ADA RESOURCES, INC. for an amount not to exceed \$832,264.

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

Section 1. The Board of Directors hereby authorizes and directs the President & CEO to execute and deliver a two-year requirements contract with ADA RESOURCES INC. for fuel transport services for an amount not to exceed \$832,264.


Section 2. This Board Resolution is effective immediately upon passage.

ATTEST:


Assistant Secretary



PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZATION FOR THE PRESIDENT & CEO TO EXECUTE A THREE (3) YEAR SERVICE CONTRACT IN AN AMOUNT NOT-TO-EXCEED \$364,266 WITH REPUBLIC SERVICES OF HOUSTON, TO PROVIDE COLLECTION, TRANSPORTATION, AND DISPOSAL OF SOLID WASTE (TRASH) GENERATED AT ALL METRO FACILITIES AND BUS SHELTERS; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO is in need of services to collect, transport and dispose of solid waste generated by all METRO facilities; and

WHEREAS, METRO solicited bids for these services; and

WHEREAS, REPUBLIC SERVICES OF HOUSTON provided the lowest responsive and responsible bid in response to the solicitation; and

WHEREAS, METRO staff recommends an award of a three-year contract to REPUBLIC SERVICES OF HOUSTON for an amount not to exceed \$364,266 for services to collect, transport and dispose of solid waste generated by METRO facilities.

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 President & CEO to execute a three-year contract to provide collection, transportation and disposal solid waste services with REPUBLIC SERVICES OF HOUSTON for an amount not to exceed \$364,266.

Section 2. This Resolution is effective immediately upon passage.


RESOLUTION NO. 2011 – 79

ATTEST:


Assistant Secretary



PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011



Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZATION FOR THE PRESIDENT & CEO TO EXECUTE A CONTRACT WITH DSS CORPORATION FOR THE PURCHASE, DELIVERY AND INSTALLATION OF A RADIO COMMUNICATIONS AND TELEPHONE VOICE RECORDER SYSTEM FOR \$163,011; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO is in need of off-shelf radio/telephony voice recorder system that will meet METRO's Police Department, rail, bus and METROLift requirements; and

WHEREAS, METRO issued a request for quotes through the Houston/Galveston Area Council for the purchase of a voice recorder system; and

WHEREAS, DSS CORPORATION was found to have submitted the lowest-priced technically acceptable quote; and

WHEREAS, METRO staff recommends a contract with DSS CORPORATION to provide for a voice recorder system for a firm fixed price of \$163,011.

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 President & CEO to execute and deliver a contract with DSS CORPORATION for a voice recorder system for a firm fixed price of \$163,011.


Section 2. This Resolution is effective immediately upon passage.

ATTEST:


Assistant Secretary



PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZATION FOR THE PRESIDENT & CEO TO EXECUTE A CONTRACT MODIFICATION TO THE METROLIFT SERVICES CONTRACT WITH MV TRANSPORTATION TO REALLOCATE CERTAIN SERVICES PROVIDED UNDER THE CONTRACT; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO currently has a contract with MV TRANSPORTATION to provide for METROLift services; and

WHEREAS, METRO wishes to reallocate certain services provided by MV TRANSPORTATION as allowed under the contract; and

WHEREAS, the reallocation of these services will improve the hourly rate under the MV TRANSPORTATION contract thereby realizing a cost savings; and

WHEREAS, this reallocation of services under the contract with MV TRANSPORTATION will be initiated as a one year pilot program.

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 President & CEO to execute and deliver a contract modification to MV TRANSPORTATION to reallocate certain services provided under the contract as a one year pilot program.

Section 2. This Resolution is effective immediately upon passage.


RESOLUTION NO. 2011 - 81

ATTEST:


Assistant Secretary



PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZATION FOR THE PRESIDENT & CEO TO NEGOTIATE WITH NORLEASE TO TERMINATE CERTAIN LEASES; TO RETAIN LEGAL COUNSEL; RETAIN CONSULTANTS; PAY THIRD PARTY LEGAL FEES; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO entered into certain lease agreements and financing arrangements on certain transit facilities; and

WHEREAS, these leases provided for METRO receive to a upfront cash payments and for the investors to receive regular streams of income and depreciation of assets for tax purposes; and

WHEREAS, it is in METRO's best interest to terminate these leases; and

WHEREAS, METRO's President & CEO or his designee will negotiate the termination of these leases at terms in the best interest of METRO; and

WHEREAS, METRO will retain the Law Firm of Vinson & Elkins to provide the necessary legal advice for the termination of these lease agreements and will pay third party legal fees if necessary; and

WHEREAS, METRO will retain GSF Advisors to assist with the negotiation of the termination of these leases.

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 President & CEO to negotiate and terminate certain lease agreements with Norlease, retain Vinson & Elkins

RESOLUTION NO. 2011-82

as legal counsel to provide legal advice and services related to lease transactions, and GSF Advisors to assist in the negotiation of the termination of these lease agreements.

Section 2. This Resolution is effective Immediately upon passage.

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:




Assistant Secretary



Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

APPROVING A CONTRACT MODIFICATION WITH THE LAW FIRM OF OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P. C. FOR LEGAL SERVICES; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO is in need of legal services to provide legal representation in the matters of labor and employment law and negotiation of the collective bargaining agreement with METRO's Union; and

WHEREAS, METRO has a current contract with the law firm of OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P. C.; and

WHEREAS, additional services are required to continue in the negotiations of the collective bargaining agreement with METRO's Union; and

WHEREAS, this contract modification will increase the not to exceed amount of the contract to \$300,000.

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 President & CEO to execute and deliver a contract modification with OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P. C. to increase the not to exceed amount to \$300,000 for legal services.


Section 2. This Resolution is effective immediately upon passage.

RESOLUTION NO. 2011 – 83

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:




Assistant Secretary



Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

APPROVING AND ADOPTING THE BUDGET AND BUSINESS PLAN FOR FISCAL YEAR 2012; 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 of all major expenditures by type and amount prior to the expenditure of any funds in the fiscal year to which the budget applies; and

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

WHEREAS, in compliance with the statutory requirements, cited above, METRO made proposed budgets for fiscal year 2012 available to the public and has held a public hearing regarding these proposed budgets; and

WHEREAS, the Board of Directors has reviewed the proposed budgets for fiscal year 2012 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 the prerequisites required by law for the consideration and adoption of the budgets for fiscal year 2012 have been satisfied.

RESOLUTION NO. 2011 - 84

Section 2. The Board of Directors hereby finds that the Business Plan submitted by the President & CEO includes the appropriate strategic priorities, operating principles and organizational structure necessary to implement this Board's policies for the New METRO.

Section 3. The Board of Directors hereby approves and adopts an Operating Budget for fiscal year 2012 totaling \$430.4 million.

Section 4. The Board of Directors hereby approves and adopts a Capital Budget for fiscal year 2012 totaling \$556.6 million.

Section 5. The Board of Directors hereby approves and adopts a General Mobility Budget for fiscal year 2012 totaling \$169.3 million.

Section 6. The Board of Directors hereby approves and adopts a Debt Service Budget for fiscal year 2012 totaling \$81.1million.

Section 7. The Board of Directors will receive reports, at least quarterly, on budgetary expenditures and fund availability as may occur subsequent to the beginning of the 2012 fiscal year.

Section 8. This Resolution is effective immediately upon passage.

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:


Assistant Secretary




Gilbert Andrew Garcia, CFA
Chairman

RESOLUTION NO. 2011 -85

A RESOLUTION

RESOLUTION TO AMEND RESOLUTION 2010-101, DECLARING THE BOARD'S INTENT TO REIMBURSE THE GENERAL FUND FROM THE PROCEEDS OF ISSUANCES OF TAX EXEMPT BONDS OR NOTES OR TAXABLE BUILD AMERICA BONDS TO INCLUDE ALL ELIGIBLE CAPITAL EXPENDITURES; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO has expended and expects to expend general funds for capital expenditures paid in connection with authorized purposes prior to the issuance of bonds or notes for such purposes; and

WHEREAS, the staff of the Authority has recommended to the Board that it declare its intentions to reimburse the Authority's General Fund from the proceeds of the issuance of tax-exempt securities and/or taxable Build America Bonds for eligible capital expenditures made prior to the issuance of such securities for such purpose; and

WHEREAS, the Board has reviewed and accepted the staff's recommendation.

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

Section 1. Declaration of Intention to Reimburse General Fund Expenditures and Ratification of Prior Reimbursement Resolution. (a) The Board hereby declares its intention (within the meaning of Treasury Regulation § 1.150-2) to reimburse the General Fund up to a maximum of \$640,000,000 from the proceeds of the issuance of issue tax-exempt securities and/or taxable Build America Bonds for eligible capital expenditures made prior to the issuance of such securities. After the issuance of such securities, the Authority will: (1) evidence each allocation of proceeds of the securities to the

RESOLUTION NO. 2011 – 85

reimbursement of expenditures with an entry in its records maintained with respect to the securities, and (2) identify in such entry the actual prior expenditure being reimbursed or the fund from which the expenditure was made.


(b) The Board hereby amends Resolution No. 2010-101, adopted December 17, 2010 declaring its intent to reimburse the General Fund from the proceeds of the issuances of tax-exempt securities or taxable Build America Bonds for all eligible capital expenditures made prior to the issuance of securities for such purpose up to a maximum of \$640,000,000.

(c) The Authority will maintain this Resolution at its main Administrative Office at 1900 Main Street, Houston, Texas 77002 and make it continuously available for inspection by the general public during normal business hours on business days beginning within 30 days after the date of this Resolution.


Section 2. Effective Date. This Resolution is effective immediately upon passage.



ATTEST:


Assistant Secretary

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZATION FOR THE PRESIDENT & CEO TO NEGOTIATE, EXECUTE AND DELIVER THE PURCHASE OF THIRTY-NINE (39) LIGHT RAIL VEHICLES, WITH CAF USA FOR AN AMOUNT NOT-TO-EXCEED \$153,121,637 CONTINGENT UPON FULL FUNDING GRANT APPROVAL; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO is in need of light rail vehicles for transit purposes; and

WHEREAS, METRO initiated a request for proposals for the purchase of 39 light rail vehicles; and

WHEREAS, proposals were evaluated in accordance with a Source Selection Plan approved by the Federal Transit Administration; and

WHEREAS, based on the evaluation in accordance with the Source Selection Plan, METRO staff recommends a contract with CAF USA for the purchase of 39 light rail vehicle for an amount not to exceed \$153,121,637.

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

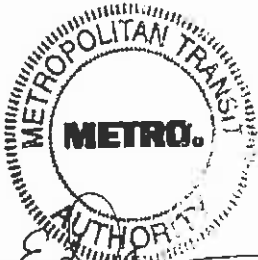
Section 1. The Board of Directors hereby authorizes the President & CEO to execute and deliver a contract to CAF USA for the purchase of 39 light rail vehicles for an amount not to exceed \$153,121,637 contingent upon Full Funding Grant approval.

Section 2. This Resolution is effective immediately upon passage.

RESOLUTION NO. 2011 - 86

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:




Assistant Secretary



Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZATION FOR THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE AN AGREEMENT WITH THE MENIL FOUNDATION FOR ENHANCED DEVELOPMENT OF A MENIL STATION AREA, CONTINGENT ON FUNDING FOR THE UNIVERSITY LINE; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, in furtherance of METRO's commitment to partner with other organizations to bring the community quality transit infrastructure; and

WHEREAS, METRO will partner with MENIL FOUNDATION to build a rail station along the University Light Rail Line; and

WHEREAS, the agreement calls for the MENIL FOUNDATION to donate the right-of-way necessary for the construction of the University Light Rail Line and

WHEREAS, the MENIL FOUNDATION will pay all costs and expenses of design and construction associated with the rail station, in excess of METRO'S base station costs, including but not limited to, the costs of design and construction of the rail station improvements and related transit facilities; and

WHEREAS, METRO has agreed to name this rail station THE MENIL STATION.

WHEREAS, this agreement between METRO and the MENIL FOUNDATION is contingent on funding for the University Rail Line.

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 President & CEO to execute and deliver an agreement with the MENIL FOUNDATION for enhanced

development of the MENIL STATION area contingent on funding for the University Rail Line.

Section 2. This Resolution is effective immediately upon passage.

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:




Assistant Secretary


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO NEGOTIATE AND EXECUTE A GENERAL PLANNING CONSULTANT CONTRACT WITH HDR ENGINEERING, INC. ON A CONTRACT VALUE NOT TO EXCEED \$7,190,600; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO is in need of planning support services to assist with the development of METRO's long range transit plan; travel demand forecasting and model maintenance; geographic information systems support; preparation of Federal Transit Administration New Starts submittals, and other planning services as required; and

WHEREAS, a request for qualifications was issued and proposals were evaluated; and

WHEREAS, a review committee has recommended the proposal submitted by HDR ENGINEERING, INC. based on qualifications, technical knowledge, capacity to perform the work and past experience and performance; and

WHEREAS, staff recommends a requirements contract be entered into with HDR ENGINEERING, INC. for an amount not to exceed \$7,190,600; and

WHEREAS, METRO staff provide periodic briefings to the Capital Programs Board Committee on the utilization of the HDR ENGINEERING, INC. contract.

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 President & CEO to negotiate and execute a requirements contract with HDR ENGINEERING, INC. for an amount not to exceed \$7,190,600.

Section 2. This Resolution is effective immediately upon passage.


RESOLUTION NO. 2011 - 88

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:


Assistant Secretary




Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

APPROVAL TO EXTEND THE PERIOD OF PERFORMANCE OF THE CONTRACT WITH ATKINS, INCORPORATED THROUGH SEPTEMBER 30, 2012 AND AUTHORIZING EXPENDITURES UNDER THE CONTRACT WITH ATKINS, INCORPORATED FOR FY2012; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO is in need of services to provide program/project control services including monitoring and evaluation of cost and scheduling for the METRORail Expansion; and

WHEREAS, METRO currently has a contract with ATKINS, INCORPORATED to provide program/project control services for the METRORail Expansion; and

WHEREAS, this extension will allow for services under the contract to September 30, 2012; and

WHEREAS, authorization is requested for expenditures under the contract with ATKINS, INCORPORATED for FY2012 in the amount of \$2.1 million and an extension of the contract period of performance to September 30, 2012.

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

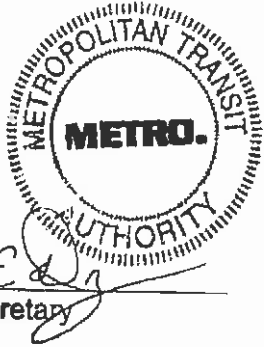
Section 1. The Board of Directors hereby authorizes expenditures under the contract with ATKINS, INCORPORATED for FY2012 in the amount of \$2.1 million and extends the period of performance to September 30, 2012.

Section 2. This Resolution is effective immediately upon passage.


RESOLUTION NO. 2011 - 89

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:




Assistant Secretary


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

RATIFICATION OF A CONTRACT WITH RELIANT ENERGY FOR RAIL-CAR WRAP AND RIDERSHIP PROMOTION THAT PROVIDES CUSTOMERS WITH METRO RAIL RIDES TO HOUSTON TEXANS HOME GAMES FOR THE 2011 SEASON; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, METRO has partnered with RELIANT ENERGY to provide transit services to customers attending Houston Texans home football games; and

WHEREAS, METRO entered into an agreement with RELIANT ENERGY to provide light rail fare to transit customers attending Houston Texans home football games; and

WHEREAS, the agreement provides for RELIANT ENERGY to pay for a rail car wrap promoting METRO's light rail transit service to Houston Texans home football games and to pay the fare for fans attending the home games.

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

Section 1. The Board of Directors hereby ratifies the agreement between METRO and RELIANT ENERGY that provides for promotion of MetroRail transit service to Houston Texans home football games.

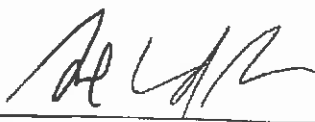
Section 2. This Resolution is effective immediately upon passage.

ATTEST:


Assistant Secretary



PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

A RESOLUTION CONFIRMING THE EXISTENCE OF A PUBLIC NECESSITY FOR METRO TO ACQUIRE CERTAIN PROPERTIES AND INTERESTS IN PROPERTIES; CONFIRMING THAT THE ACQUISITION OF SUCH PROPERTIES AND INTERESTS IN PROPERTIES IS NECESSARY AND PROPER FOR THE CONSTRUCTION, EXTENSION, IMPROVEMENT OR DEVELOPMENT OF METRO'S TRANSIT SYSTEM; AUTHORIZING THE INITIATION OF CONDEMNATION PROCEEDINGS TO ACQUIRE SUCH PROPERTIES AND INTERESTS IN PROPERTIES; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT.

WHEREAS, METRO is proceeding with the development of high capacity transit in the North, East End and Southeast corridors and the development of related station and terminal facilities and support infrastructure; 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 North, East End and Southeast corridor light rail lines; and

WHEREAS, the Board previously authorized the acquisition of properties and interests in properties along the preferred routes for the North, East End and Southeast corridor light rail lines; and

WHEREAS, METRO endeavored to negotiate in good faith with the owners of such properties in an effort to purchase the necessary property rights, but it appeared that it might be necessary for METRO to exercise its power of eminent domain to acquire certain properties and interests in property; and

WHEREAS, a public hearing was held for the purpose of hearing testimony and receiving evidence regarding the proposed acquisition of, among other properties, the properties described as:

NR 505, 505A & 505B	6712 Fulton St., Houston, Texas
SE 074	2718 Scott St., Houston, Texas
EE 301A	3106 Harrisburg Blvd., Houston, Texas
EE 306A	2401 Texas Ave., Houston, Texas

WHEREAS, having had a public hearing to provide the public an opportunity to present its comments regarding the proposed acquisitions and having no persons appear offering public comments in that public hearing, the Board was of the opinion that there existed a public necessity and it was in the public interest for METRO to acquire the properties described above; and

WHEREAS, by Resolution passed and approved on July 28, 2011 (the "July 28 Resolution"), the Board found and declared that (i) a public necessity exists and it is in the public interest for METRO to acquire the fee simple interest and all additional rights associated with such properties, (ii) the acquisition of such properties and rights is necessary for the construction, extension, improvement or development of METRO's transit system and (iii) the President & CEO, along with legal counsel, is authorized and directed to acquire the fee simple interest and all additional rights associated with such properties; and

WHEREAS, subsequent to the passage and approval of the July 28 Resolution, METRO has continued to negotiate in good faith with the owners of such properties in an effort to purchase the necessary property rights, but it appears that it might be necessary for METRO to exercise its power of eminent domain to acquire such properties or interests therein; and

WHEREAS, the Board remains of the opinion that there exists a public necessity and it is in the public interest for METRO to acquire the properties described above and is adopting this Resolution to confirm its authorization, as necessary, of the initiation of

condemnation proceedings to acquire the referenced properties and interests in property, as more particularly described in Exhibits 1 through 4 to this Resolution.

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 it is in the public interest for METRO to acquire for transit purposes in connection with the construction and operation of the North, East End and Southeast corridor light rail lines the following interests in the properties described as:

NR 505	6712 Fulton St., Houston, Texas (fee simple)
NR 505A	6712 Fulton St., Houston, Texas (temporary easement)
NR 505B	6712 Fulton St., Houston, Texas (temporary easement)
SE 074	2718 Scott St., Houston, Texas (fee simple)
EE 301A	3106 Harrisburg Blvd., Houston, Texas (permanent easement)
EE 306A	2401 Texas Ave., Houston, Texas (fee simple)

such properties being more particularly described in Exhibits 1 through 4 to this Resolution.

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.

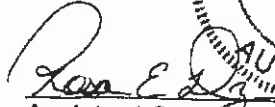
Section 3. The President & CEO, along with legal counsel, is hereby authorized and directed to acquire, by donation, purchase, or exercise of the power of eminent domain, the property and property interests described above, together with all additional rights associated with such properties, including, 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, East End and Southeast corridors.

Section 4. This Resolution is effective immediately upon passage.

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:




Assistant Secretary


Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZING THE PRESIDENT & CEO TO ENTER INTO AN INTERLOCAL AGREEMENT WITH THE UNIVERSITY OF HOUSTON-DOWNTOWN FOR THE CONSTRUCTION OF A PEDESTRIAN TUNNEL BETTERMENT AND EXECUTE AND DELIVER A CONTRACT MODIFICATION TO HOUSTON RAPID TRANSIT FOR THE CONSTRUCTION OF THE PEDESTRIAN TUNNEL FOR AN AMOUNT NOT TO EXCEED \$275,000; AND MAKING FINDINGS AND PROVISIONS RELATED TO THE SUBJECT

WHEREAS, THE UNIVERSITY OF HOUSTON-DOWNTOWN, has requested that METRO construct a pedestrian tunnel on Main Street as part of the on-going construction of METRORail Expansion; and

WHEREAS, METRO currently has a contract with HOUSTON RAPID TRANSIT for the construction of METRORail Expansion; and

WHEREAS, THE UNIVERSITY OF HOUSTON-DOWNTOWN has agreed to pay for the cost of construction of the pedestrian tunnel on Main Street in the amount of \$275,000;

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 President & CEO to enter into an agreement with THE UNIVERSITY OF HOUSTON-DOWNTOWN for the construction of a pedestrian tunnel on Main Street as part of the construction of METRORail Expansion and to modify the contract with HOUSTON RAPID TRANSIT to construct the pedestrian tunnel.

Section 2. This Resolution is effective immediately upon passage.


RESOLUTION NO. 2011 – 92

ATTEST:


Assistant Secretary



PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011



Gilbert Andrew Garcia, CFA
Chairman

A RESOLUTION

AUTHORIZING AND DIRECTING THE PRESIDENT & CEO TO PREPARE AND SUBMIT A LAST AND BEST OFFER TO LOCAL 260, TRANSPORT WORKERS UNION OF AMERICA, IF METRO AND LOCAL 260 ARE UNABLE TO REACH AGREEMENT ON A NEW LABOR AGREEMENT; AND MAKING FINDINGS AND PROVISIONS RELATIVE TO THE SUBJECT

WHEREAS, METRO has entered into a labor agreement with Local 260, Transport Workers Union of America, which agreement expires on September 30, 2011; and

WHEREAS, discussions are ongoing for a new labor agreement; and

WHEREAS, the labor agreement contains an impasse procedure which provides that if no satisfactory subsequent agreement is reached between METRO and Local 260, METRO shall submit its last and best offer to the Union as the first step in invoking the impasse procedure; and

WHEREAS, the Board of Directors urges the parties to continue to engage in good-faith negotiations to reach a satisfactory labor agreement to follow on after the current agreement; and

WHEREAS, if no satisfactory agreement can be reached before the September 30, 2011 expiration of the current labor agreement, the Board of Directors is of the opinion that it is appropriate to authorize the President & CEO to prepare and submit a last and best offer to Local 260 as provided for in the impasse procedures of the current labor agreement;

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 prepare and submit a last and best offer to Local 260, Transport Workers Union of America, on or before

September 30, 2011 if no satisfactory agreement is reached with Local 260 on a labor agreement to succeed the current labor agreement which expires on September 30, 2011.

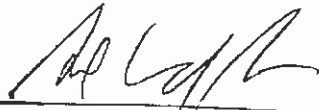
Section 2. This Resolution is effective immediately upon passage.

PASSED this 29th day of September, 2011
APPROVED this 29th day of September, 2011

ATTEST:


Assistant Secretary





Gilbert Andrew Garcia, CFA
Chairman