



Approved 4/27/21

MEMPHIS AREA TRANSIT AUTHORITY

1370 Levee Road
Memphis, TN 38108

www.matatransit.com

Gary J. Rosenfeld
Chief Executive Officer

Board of Commissioners
Martin Lipinski, Chair
Shelia Williams – Vice-Chair

Kristen Bland
Michael Fulton
Edward Stephens, III
Janice Holder

Robert Clark
Michelle McKissack
Anton Mack

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**Board of Commissioners
Regular Meeting
AGENDA
Tuesday April 27, 2021
3:30 p.m.**

- | | | |
|------|---|-----------------|
| I. | Call to Order | Martin Lipinski |
| | a. Recognition of Special Guests | |
| II. | Board Roll Call | Linda Eskridge |
| III. | Approval of Minutes | Commissioners |
| | a. March 23, 2021 Regular Board Meeting | |
| IV. | CEO Report | Gary Rosenfeld |

Note: Due to the Declarations of Emergency by the President of the United States, the Governor of Tennessee and the Mayor of the City of Memphis as a result of the COVID--19 pandemic, the Memphis Area Transit Authority Board meetings will be conducted by electronic means of communications for the Duration of the emergency. You can obtain streaming information at www.matatransit.com



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- V. Service and Development (Item(s))
 - a. Resolution to Extend Mobility Planning Services Contract for Marlene Connor Associates:
 - [Resolution 21-14](#)

- VI. Resolution to award a Contract to ALLWORLD Project Management, LLC and HDR Program Management
 - Services:
 - [Resolution 21-15](#)
 - [Information Memo](#)

- VII. Procurement Item(s)
 - a. Resolution to Approve Sole Source Justification for For Purchase of Upgraded Camera System for MATA Facilities to Include Levee Road Campus Drainage Removal, Installation, and Repairs:
 - [Resolution 21-16](#)
 - [Information Memo](#)

- VIII. Financial Report
 - a. March Financial Report

- IX. Acknowledgement of Speaker's Comments

- X. Old/New Business

- XI. Adjournment

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MINUTES OF THE MARCH 23, 2021 BOARD MEETING

CALL TO ORDER: A virtual meeting of the MATA Board of Commissioners was called to order by Chairman Martin Lipinski at 3:30 p.m. on Tuesday, March 23, 2021.

BOARD ROLL CALL:

Present: Martin Lipinski; Michael Fulton; Edward Stephens; Robert Clark; Michelle McKissack; Janice Holder; Anton Mack; Kristen Bland

Absent: Shelia Williams

Quorum: Yes

Staff: Lawson Albritton, Senior Administrative Officer; Linda Eskridge, Board Secretary/Executive Assistant, Nicole Lacey, Chief Communications Officer; John Lancaster, Director of Planning & Scheduling; Ron Nickle, Chief Safety and Security Officer; Gary Rosenfeld, Chief Executive Officer; Bernhard Rudolph, Chief Financial Officer; Susan Schubert, Chief Human Resource Officer

Mr. Rosenfeld read the justification for MATA holding the Board meeting via electronic means.

There were no special guests present.

Minutes of the February 23, 2021 Board of Commissioners Meeting were moved by Mr. Fulton and seconded by Mr. Stephens. The minutes were unanimously approved.

CEO Report:

The report began with the showing of a picture of the newest Trolley Station that went into service at Central Station complex. Mr. Rosenfeld stated that we are very excited about it and it great to have that project completed. Mr. Rosenfeld welcomed our new member, Mr. Anton Mack, to the MATA Board of Commissioners. Mr. Rosenfeld met with Mr. Mack for a couple of hours at MATA and they had a great exchange and look forward to a long exchangement with him. Mr. Mack brings a wealth of experience on organizational structure, performance management as such, and Mr. Rosenfeld feels that he will be a great addition to the MATA Board.

Key Performance Indicators:

Mr. Rosenfeld pointed out that we have experienced some computer issues. Some of our data was lagging during the month of March. One of the reasons why we recently awarded a new contract for a new CAD AVL System is so we can avoid these issues in the future.

- February reported ridership was down substantially as we were missing a tremendous amount of data, but that is subject to change as we continue to recover from the issues.
- Motor Bus was hit the most, as it is where the bulk of the ridership exist. We will be monitored that for updates as the data becomes available.



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- MATplus ridership also fell during the month of February. This ridership was probably the result of a shortened month and the weather issues that we had to overcome.
- Trolley showed the same drop again, same communications issues and was out of service a little longer than fixed route system during the weather issue that came through, so it is naturally going to show a lighter level of ridership.
- OTP – February hit us hard, the storm forced us to cut back some services for safety reasons. The services that we were able to deploy we were not necessarily able to track. We are confident that the OTP as we have seen in the last few days is back hovering around 70%.
- MATAplus OTP first time in a long time fell below the goal in February. Again the same issues with the storm that hit us and the extremely cold temperatures.
- Steel wheel Trolleys almost hit their goal, but again with the number of trips that were missed because of storm-related closure, it is difficult to be above that 90% goal.
- Mileages reduced coverage reduced ability to deliver service. We saw the correlating reduction in the overall fleet mileage for the motorbus group and the same for MATAplus.
- Customer comments during the time period of February hit a 40.9 per 100,000 boardings. Slight increase over January but as we look at the past few months, it has gone down a bit.
- Total comments 51 from the motorbus component, eight from MATAplus and two from the steel wheel trolleys. Top five reasons people were complaining: 1) Rude operators; 2) Being passed up at the bus stop; 3) Service changes; 4) No shows; and 5) Covid 19 capacity issues from the motor bus side.
- MATAplus Indicators – Total number of calls were up slightly over January but we are right in line with what we expected. We also see some change in that in March as we look at the call duration and call wait time certainly within acceptable standards. In 2020, call wait time was substantially higher in March of that year.
- MATAplus dispatch call time in February, some trends flatlined. This is really a tribute to the team because a vast majority of them are working remotely. This is to maintain social distancing and keep people safe from COVID.
- The Assessment Center’s statistics show 55 recertifications, and one appeal. In the same period last year we had 20 recertifications. It appears that the outreach is working and will continue down this path as we look to expand the operations of the center.
- Miles between road calls dropped considerably during the month of February and this is storm related. We had our wreckers running 48 hours straight and our drivers and maintenance team did a fantastic job providing these services and we never had a lack of people that were willing to go out and help out.
- Accident data for the month of February - we had 10 preventable and 17 non-preventable. The numbers compared to 2020 numbers a couple of more preventable accidents during the month, but when looking at storm related activity, it still reflects a good safe approach to how we are delivering the service.



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- 901 Payment Application – We continue to see growth in the adoption of this mobile application, and it is good to see this growth line continue into March. We are seeing three or four percent growth per week. As we see the push to go towards the tap cards when that is introduced in the late spring or early summer, it will be even more fantastic to see the effects of this next generation fare collection system come to fruition. We are experiencing an increase in ticket sales on a weekly basis, that too is a result of the Go 901 App.

Events:

- Transit Operator’s Appreciation Day: All operators were given a gift certificate and Certificate of Appreciation. We do have a great group of bus operators and mechanics.
- On Thursday 3/25/21, we will have another Electric bus on site for display at MATA from Proterra. This company has been around for five or six years. The bus will be at MATA for a period of time.
- Future Meetings: We have a host of meetings to attend. Mr. Rosenfeld pointed out that recently we spent a lot of time with the Frayser Exchange Club. They are a tremendous group of people and he is really excited to be a part of their meetings on a regular basis. It is a great way to get our information into the community as they have a great network of very effective communicators in their community.
- The next Board Meeting will be April 27, 2021. We will be authorized to be virtual and we are hoping that we can bring the Board together in a socially acceptable manner in one room then broadcast our meetings as well as welcome the public back to MATA Board Meetings during the month of May.

Questions:

Mr. Clark asked what are the hours of the opening and closing of the gates at Central Station that runs underneath the railroad tracks. Mr. Rosenfeld stated we had an issue down there that they are working through and we should see a revised schedule within the next couple of week. The hours varies on Saturday and Sunday, but the hours should be between 6:00am until 10:00pm or 11pm at night. Mr. Clark asked if we have seen any attrition in our operator workforce or more applicants looking for jobs to fill some empty slots. Mr. Rosenfeld stated we have seen a tremendous uptick in the number of applicants coming to us and is probably a result of our outreach activities and advertising we applied to our recruiting efforts. We are excited about it. Mr. Rosenfeld stated we have not seen any additional attrition but we’ve also instituted a program for an incentive bonus for people to come on board with us and we have started to see some benefit to that as well. Mr. Fulton stated that our earmarks have come back and asked is that something that MATA has reached out to Washington about, as MATA has submitted projects for earmarks, so do we have anything on our list to submit. Mr. Rosenfeld stated that we have submitted two: 1) A bus maintenance facility; and 2) additional funding for a BRT program and they were a part of the city of Memphis overall package. Mr. Rosenfeld stated that he did have some communications with Congress Cohen’s office so that they could be on the lookout for the projects. Mr. Fulton stated that he read in the Daily Memphian about a new project coming up right behind our Orleans station on Madison and asked when do we foresee the Riverside Line as well as the Madison Line as we try to become a transit of choice for people who don’t want to depend on cars. Mr. Rosenfeld stated that we have been contacted by the developer of the Orleans development.



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If you recall recently this Board has awarded a contract for the purchase of three Heritage Trolley cars from Charlotte. We hope to have it here in Memphis within the next 30 days or so and begin the refurbishment. This is an 18-24 month-project to get them ready to be in our system. You will recall we awarded a contract for the purchase of a modern streetcar. That car will be delivered to Memphis the week of April 12 to be used as a test vehicle for the Madison Street Line and the Heritage cars will probably go on the Riverfront. If all goes well with this testing of this modern car on Madison, we will be moving forward in that direction. To bring that service forward, that too will be a 18-24-month process Once we have the cars identified to go through the process to certify them for our operation. This ended the CEO Report.

Executive Committee Item(s)

- a) Resolution to Extend the Term of Appointment of Gary Rosenfeld as President and General Manager – Res. No. 21-10

Discussion: Chairman Lipinski stated that this resolution was put before the Executive Committee in an earlier meeting and was approved by the committee. Mr. Fulton moved that the resolution be approved by the full Board and Ms. Holder seconded the motion. **The Resolution Passed.**

Procurement Item(s)

- a) Resolution to Approve Change Order #1 for Contract #20-28 on Task Order #1 for Phase II North Earth Box Drainage Removal, Installation, and Repairs –Res. No. 21-11

Discussion: Mr. Rosenfeld stated that this resolution was originally issued to River City Railroad, which is a DBE firm that provides us with construction on our rail system. This Earth box Drainage issue is a repair to ensure that water drains properly from the switches so that it will not freeze up. This change is about \$75,000, which exceed the contract limit of 10%. The overall contract value was about \$750,000. We bring this to you because it exceeds our authority by \$478.00, and we are bringing it to the Board for your approval. This is funded by Capital grant 5309 dollars. *Mr. Fulton moved that the resolution be moved to the floor for discussion and Mr. Stephens seconded the motion.* Mr. Lipinski called for questions or comments. *Mr. Fulton stated that he would like to commend MATA management for making a push for primary DBE opportunity within the community. Mr. Fulton stated he is a big proponent for that and would like to give cutos to MATA and management for putting that together.* **The Resolution Passed**

- b) Resolution to Award a Contract to FuelDrive AssetWorks to Upgrade Fuelheads Software and Hardware – Res. No. 21-12

Discussion: Mr. Rosenfeld stated we utilize a program called Trapeze EAM, which acquired AssetWorks a few years back. This is a system that automatically records fuel dispensed in our system and makes sure it gets recognized in a vehicle record so that we know where all the fuel goes and how much fuel is being used by each vehicle in our system. The upgrade is to bring us into the Windows '10 arena, as Windows '98 does not work anymore. Unfortunately, it is going to cost us about \$130,000-\$132,000 to do that.



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Realizing that this is a lot of money, but it is a lot less than replacing the entire fuel system, which would have been the option. That is why this is a sole source procurement as opposed to bid. *Mr. Robert Clark moved that the resolution be put on the floor for discussion and Mr. Fulton seconded the motion. **The Resolution Passed.***

Finance Agenda Item(s)

- a) Resolution to Authorize Insurance Brokerage Coverage to Arthur J. Gallagher & Co.

– Res. No. 21-13

Discussion: Mr. Rosenfeld stated that MATA utilizes the services of insurance brokers to help us assemble business coverage on a broad scale. We have had a contract that has come to its natural conclusion, and we went out to bid for these services and received two bids from qualified bidders.

These bids were rated by a committee and Arthur J. Gallagher & Company came out on top again. There was a 11 % DBE goal for this procurement where both organizations met but Gallagher scored a little bit higher in the overall review. The brokerage services offered by Gallagher have been very instrumental in a lot of MATA's success and they continue to do a good job bringing forward qualified insurance companies to provide our overall corporate coverage. We asked the Board to accept the bid of Arthur J. Gallagher and award a contract. *Ms. Holder moved that the resolution be put on the floor for discussion and Mr. Stephens seconded the motion. **The Resolution Passed***

Acceptance of FY20 Audit Report

Mr. Rosenfeld stated that you might recall in a previous meeting we had a presentation of the audit from our auditors. The audit was clean, but we did not have an item on the agenda to accept it. We are bringing it before you today for a vote to accept the FY20 Audit Report. *Ms. McKissack moved the item be put on the floor for discussion and Mr. Stephens seconded the motion. **The Audit Report was Accepted.***

Financial Results from the Month of March 2021

Bernhard Rudolph, CFO

Before he began the report, Mr. Rudolph let the Board know that we have five years of audit reports on our MATAtransit.com website for anyone that is interested.

The Financial Report is from year-to-date to February. Revenues of \$40.5MM against a budget of \$41.5MM so we are \$1MM unfavorable to budget due to timing of the State and Cares Act funding. Expenses year-to-date of \$47.1MM versus a budget of \$50MM so we are \$2.9MM ahead of budget on the Expense side. Putting the shortfall in revenues and the favorable expenses, we are \$1.9MM favorable to budget at the operating level. Passenger revenues year-to-date are \$1.04MM and we are \$442,000 unfavorable to budget. Fixed Route is unfavorable to budget by \$391,000 and as Gary stated, February being a short month and the snow emergency, Fixed Route was down by 27% versus in January. MATAplus year-to-date was \$33,000 unfavorable to budget and Trolley was \$18,000 below budget. On a cash basis we are looking good.



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At the end of the month, we were at \$11.2MM and do not anticipate needing to get the Bridge funding that we usually get from the city in the spring due to the Cares Act money that we have been able to take advantage of. This ended the Financial Report.

Acknowledgement of Speaker Comments

Mr. Albritton read the below comments to the MATA Board of Commissioners:

To: MATA Board of Commissioners

From: Mr. Johnnie Mosley, Chairman, Citizens For Better Service

Date: March 22, 2020

Subject: Comments for MATA Board of Commissioners Board Meeting, March 23, 2020

I do not plan to take much of your time with my comments. However, I would like to express three concerns for your consideration. First, let me begin by saying to the board that over the past few months, I have gotten numerous calls from bus riders who were having trouble getting to work because of the ridership's limitation on the buses. I know that it has been some time since MATA has explored this matter. Since it is being reported that the number of new cases of Covid-19 is much lower, I am asking that MATA revisit this concern and to consider increasing the number of passengers per bus so people can get to their destinations.

Second, I am cognizant that MATA recently launched a new on demand service for the Medical District and New Chicago areas. My views on the on-demand service are well documented in a co-op piece I wrote in the Daily Memphian in August 2019 as well as past written comments to the board. Since the launching of the new on demand service, there have been bus riders who have been asking me why they should have to pay an additional fare to ride the Groove On Demand Service when they have already purchased a daily, weekly, or monthly Fast Pass for fixed route. I cannot answer that question. But based on past comments I heard from the MATA administration; I was under the impression that bus riders on fixed routes would be allowed to use their bus passes to ride the new on -demand service. If I am wrong, I stand to be corrected on this point. But if I am correct, I know that this form of double dipping will never fly with the people in Boxtown, Walker Homes, and Westwood at a moment when the people in mentioned neighborhood wants to see more frequencies on fixed routes.

Lastly, a young man, recently informed me that he lost the job he loved because he missed days from work as a result of the snowstorm. Because he was on ninety days probation, he could not afford to miss too many days from work. I thought the young man could not get to work because MATA was running on a limited or suspended service. But the young man informed me that he missed a few days from work because his car was stuck in the snow attempting to get to work.

I felt sorry for the young man as he informed me that he attempted to explain his predicament to his superiors. But he was told by his superiors, although he was a good and dependable employee, there was nothing they could do since he was a new hire with a ninety-day probationary period. I was shocked when he informed me that the company that let him go from his job was MATA. Although I am willing to understand the predicament for him and MATA, I believe it is a shame that MATA was not willing to give



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the young man the benefit of doubt. I believe that if MATA had worked with the young man and provided some form of transportation to get him to work, MATA would still have a valuable employee who informed me that he was crazy about his job and his co-workers who treated him like family. But since MATA showed no mercy to this young man, MATA probably lost a valuable employee who is probably working for another company just to pay his bills.

For the record, I will not reveal the name of the young man in these comments. However, I will say that he holds no ill will toward MATA. He was grateful for the opportunity MATA gave him. I believe that based on my conversation with him and the respect he showed me as we talk about his situation, MATA should give this young man who was recently removed from the general maintenance department a second chance.

I am further convinced that if MATA is going to hire and keep good employees, MATA need to show mercy for employees who may find themselves in the same predicament the young man found himself. Otherwise, MATA will have a more difficult time getting good people to make application, even if MATA continue to promise a \$3000 signing bonus.

Thank you for listening to these concerns. Thank you for your service to the community.



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TITLE VI COMPLAINT AGAINST MATA ON DEMAND SHUTTLE SERVICES

Find attached Title VI Complaint against MATA's On Demand Shuttle Services servicing only the Medical District and downtown. This should be offered to all of Memphis.

REQUEST FOR THIS EMAIL CONTENTS TO BE ADDED TO MARCH 23, 2021 MEETING RECORD.

MATA Board is doing nothing to oversee and hold Gary Rosenfeld accountable. The entire Board need to be replaced. Gary Rosenfeld need to be fired!

Today, March 16, 2021

Starting at 11:44am after exiting a 1 Union outbound I attempted to catch the 50 Poplar outbound at Poplar at the main library. The female driver indicated she was full. I got back on the 1 to go further east and exit at the First Horizon Bank stop. It had been observed riders had exited the 50 Poplar. Instead of the 50 checking to see if anyone on the 1 Union wanted to ride the driver drove around the 1 Union passing me at the stop. 11:46am

The next scheduled outbound 50 due at 12:14pm was a NO SHOW. The next two scheduled outbound 50 12:44pm, 1:14pm had maximum 10 passengers at which time I called the ON DEMAND SHUTTLE SERVICE. I set up an account and gave a Poplar address for pickup and was told the location was out of the service area. The service area is the Downtown South Central Station to Central Park East on Main Street and UT Hospital at Cleveland.

Racist and Discrimination because the service is limited to serve affluent finite area people mainly white.

Memphis has spent tens of millions of dollars revamping the trolley lines after a fire situation a few years ago and even more millions to extend the trolley line to Central Station. Why the duplication of services when the Fixed Route is a hell hole? Because 95-98% of Fixed Route are black people and at least 85% black males.

The MATA TRANSIT website states the New Groove On-Demand launched February 10, 2021 after ending the Groove Shuttle on December 31, 2020.

The Groove Shuttle was driven by two Fixed Route drivers. Ever since the Groove Shuttle ended on December 21, 2020 (see attached letter) these drivers have continued to be paid for four hours of work each day. Assigned contracted 10 hours runs. They cannot be placed on any other runs. These drivers are working six hours getting paid for 10 hours. Meanwhile, several Fixed Routes are going unmanned. the next scheduled bus after that 1:44pm was a NO SHOW.



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I left walking back to Poplar Plaza and saw a supervisor's minivan see attached videos. Van number 11602 plates 8632-GF. I caught a supervisor coming out of PETCO. He told me he worked in the Raleigh area, and pretended to call the area supervisor saying he should arrive in two minutes who never showed. MATA employees are not allowed to shop while on duty.

I caught the 2:15pm outbound 50 Poplar after waiting since 11:45 am

Gary Rosenfeld is not qualified to run MATA. He knew or should have known MATA did not have enough drivers to implement the desired Rapid Transit Vision. The mandatory COVID-19 testing added to driver's absenteeism making it even worse for core ridership.

ALL THE WHILE ROSENFELD HIS 6 FIGURE SALARY, \$80-\$100,000 CUSTOM SUV, AND FREE GAS IS WORKING FROM HOME WHEN HE HAS A PRIVATE OFFICE AT MATA. NO ONE IS OVERSEEING OPERATIONS. NO ONE.

QUESTION: HOW MUCH IS EACH BOARD MEMBER FOR MATA IS PAID? PER MEETING? AND ANNUALLY?

The On Demand Shuttle Services offer the first 10 rides for free and \$1.25 thereafter. Fixed Route Riders are buying bus tickets and are being passed over due to limited 10 passengers per bus Health Department COVID-19 restrictions.

When the prior scheduled bus is a NO SHOW this increases the likelihood the next bus will have 10 passenger capacity.

It is total racism, discrimination, and the lack of concern, planning, to falsely published a knowingly unobtainably fixed routed scheduled MATA cannot meet to service the 95-98% Black poor core ridership. Bit White people, affluent people are being served with On Demand Shuttle.

GARY ROSENFELD has shown he is unfit. A decision should have been made to assign all drivers back to the board to have more power and control to put drivers on runs were needed to meet ridership demands.

On Demand Shuttle needs to be offered to all the MATA covered area of Memphis. And the Fixed Routes services need to be FREE.

See attached Title VI Complaint Form

Sincerely,
Janice Mondie, rider
(901)857-1766



... **Approved 4/27/21**

Old/New Business

There were no old or new business to come before the Board. Mr. Fulton did acknowledge that Ms. Bland came on the line after roll call to assure that she was counted as being present. Mr. Rosenfeld stated that the comments by Ms. Mondie would be fully investigated as she has included a Title VI complaint. Mr. Lancaster and his team will be pulling together the information to review that. With respect to Mr. Mosley's comments and they are always welcomed, Gary stated that he will be happy to review that, but it is an employee issue and those comments goes through MTM. Mr. Mosley also mentioned increasing bus capacity and Mr. Rosenfeld stated that we have reached out to the Health Department to ask them to re-evaluate the standard, and we hope to have a favorable meeting with them hopefully within the next few days. All decisions are made on the basis of public safety and standards established by the CDC and the county Health Department, so we have to operate within that framework. We certainly appreciate the frustration that our passengers feel when they are left standing at a bus stop because a bus is at capacity and we hope to alleviate that problem as soon as possible.

Adjournment

Mr. Lipinski called for a motion to adjourn. Mr. Fulton moved that the meeting be adjourned and Mr. Stephens seconded the motion. The February Board Meeting was adjourned.

Mr. Martin Lipinski, Chairman

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MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS

RESOLUTION NO. 21-14

RESOLUTION TO APPROVE CHANGE ORDER #1 TO MARLENE CONNOR ASSOCIATES, LLC FOR
MOBILITY PLANNING SERVICES

WHEREAS, The Memphis Area Transit Authority (MATA) Board of Commissioners awarded a Contract for Mobility Planning Services to Marlene Connor Associates (MCA) by Resolution 19-42 September 24, 2019; and

WHEREAS, MATA has additional mobility service planning and consulting costs associated with multiple mobility projects being managed by MATA.; and

WHEREAS, The task order proposal for these services exceed the existing contract amount and MATA and MCA have agreed to increase the current contract amount by \$194,020.00 by Change Order #1 to accommodate the existing and anticipated task order needs during the remaining period of the contract; and

WHEREAS, MATA staff recommends approval of Change Order #1 to the MCA contract for a not to exceed amount of \$194,020.00; and

NOW, THEREFORE BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That Change Order #1 be approved with a not to exceed amount of \$194,020.00 for the MCA contract through the remaining contract period.

BE IT FURTHER RESOLVED That the Contracting Officer be authorized to execute the change order.

BE IT FURTHER RESOLVED, That the Chief Executive Officer, Chief Administrative Officer, Chairman or Vice Chairman is authorized to execute any and all documents necessary to process this contract.

* * * * *

Res. No. 21-14

Motion: Made By: Janice Holder Seconded: Robert Clark

YEA: Martin Lipinski; Janice Holder; Michelle McKissack; Michael Fulton; Robert Clark; Edward Stephens; Anton Mack; Shelia Williams

NAY: None

Approved: April 27, 2021

Absent: Kristen Bland



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**BOARD OF COMMISSIONERS
MEMPHIS AREA TRANSIT AUTHORITY**

RESOLUTION NO. 21-15

**RESOLUTION TO AWARD A CONTRACT TO ALLWORLD PROJECT MANAGEMENT, LLC AND HDR
ENGINEERING, INC. FOR PROGRAM MANAGEMENT SERVICES**

WHEREAS, The Memphis Area Transit Authority (MATA) has plans for multiple capital improvement projects over a five-year period; and

WHEREAS, MATA has need for certain construction, consulting, engineering and architectural, program management and related services to accomplish these projects; and

WHEREAS, It is in the best interest of MATA to establish a task-by-task order based contract for use of such services as may be required; and

WHEREAS, MATA has advertised and solicited proposals for Program Management Services in accordance with established qualification-based selection procedures; and

WHEREAS, Two proposals were received and evaluated by the Evaluation Committee; and

WHEREAS, Staff recommends that a contract be awarded to both ALLWORLD Project Management LLC and HDR Engineering Inc. for Program Management Services in the amount of \$1,000,000 each for a period of up to five years; and

WHEREAS, Funding for this contract will be provided by both operating funds and capital grants.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That a contract be awarded for Program Management Services to ALLWORLD Project Management, LLC and HDR Engineering Inc. for a period of five years effective May 1, 2021.

BE IT FURTHER RESOLVED That staff be authorized to execute task orders for up to a total of \$1,000,000 for each contract.

BE IT FURTHER RESOLVED That the Chief Executive Officer, Chairman or Vice-Chairman is authorized to execute the necessary documents.



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Res. No. 21-15

Motion: Made By: Robert Clark Seconded: Edward Stephens

YEA: Martin Lipinski; Janice Holder; Michelle McKissack; Michael Fulton; Robert Clark; Edward Stephens; Anton Mack; Shelia Williams

NAY: None

Approved: April 27, 2021

Absent: Kristen Bland



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MEMO

TO: MATA Board of Commissioners
FROM: Gary Rosenfeld, Chief Executive Officer
SUBJECT: PROGRAM MANAGEMENT SERVICES RFP #21-09
DATE: April 27, 2021

This memo summarizes the procurement and evaluation process for program management services for five years. This contract provides for a contractor to be available as needed by MATA to perform services without having to go through a separate procurement process each time a need arises. Individual task orders are issued for specific work that is needed by MATA. This contract is for a five-year period with a compensation limit of \$1,000,000 each based on task orders.

The Evaluation Committee consisted of four MATA staff members. The following technical criteria was established:

- a. Personnel qualifications/background and experience as to (1) projects similar to MATA's and (2) Public Private Partnerships (PPP) projects (35%)
- b. Firm's knowledge of transit industry and regulations (25%)
- c. Availability of principal personnel (20%)
- d. Availability of principal personnel (20%)

This procurement was administered using the Brooks Method which is required by the Federal Transit Administration for procurements involving construction, consulting, engineering and architectural or similar services. Under this method the technical qualifications are evaluated without considering price.

MATA has established a goal for Disadvantaged Business Enterprise (DBE) of 23 to 27% for construction and 7 to 9% for consulting/engineering.

MATA received two proposals, one from ALLWORLD Project Management LLC, and HDR Engineering Inc. The Evaluation Committee evaluated the proposals based upon the criteria established in the RFP and determined the proposers to be responsive and responsible. The points received by each proposer were:

<u>Proposer</u>	<u>Points Available</u>	<u>Points Scored</u>
ALLWORLD Project Management, LLC	400	350
HDR Engineering Inc.	400	400



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The Evaluation Committee recommends that a contract in the amount of \$1,000,000 be awarded to both ALLWORLD Project Management LLC and HDR Engineering Inc. for the period of five years effective May 1, 2021 to April 30, 2026 for Program Management Services.

Please let me know if you have questions.



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**MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS**

RESOLUTION NO. 21-16

**RESOLUTION TO APPROVE SOLE SOURCE JUSTIFICATION FOR PURCHASE OF UPGRADED CAMERA
SYSTEM FOR MATA FACILITIES TO INCLUDE LEVEE ROAD CAMPUS**

WHEREAS, Under MATA Procurement Manual 4.9 Non-Competitive Procurements (Sole Source, Single Bid, Options or Change Orders), the MATA Board may declare that there is only one (1) vendor by which the organization can acquire compatible equipment, components, accessories, software, replacement parts, or service when it is deemed paramount for consideration; and

WHEREAS, In Section 4.9.1 of the MATA Procurement Manual indicates that “Sole source procurement is accomplished through solicitation or acceptance of a proposal from only one source that is within the scope of an original RFP or non-competitive negotiation,” as addressed in Sole Source Justification (Exhibit A); and,

WHEREAS, The item is an associated capital maintenance item as defined in 49 U.S.C. § 5307(a)(1) that is procured directly from the original manufacturer or supplier of the item to be replaced. MATA will certify in writing to FTA: (1) that such manufacturer or supplier is the only source for such item; and (2) that the price of such item is no higher than the price paid for such item by like customers or maintenance of upgrades for software or accessories; and,

WHEREAS, MATA IT staff has determined that a need for removal of analog cameras and replacing with digital camera upgrades, as well as new equipment and services in relation to the current existing security camera system is required to decrease potential safety and security issues within the infrastructures owned by MATA; and,

WHEREAS, Memphis Communications Company (MCC) is the sole source provider of compatible equipment, services, and software, firmware, and services already in place with MATA; and,

WHEREAS, MATA staff recommends that that the Board authorizes the purchase of upgraded camera system in the amount of \$6,779.74 per month subscription which includes maintenance and support with automatic for upgrades for the system every four years totaling \$325,412.16.

WHEREAS, MATA’s IT staff has determined that Memphis Communications Company (MCC), being the provider for maintenance and upgrade for current camera system, to remain the service provide for the next four years for all MATA infrastructure to include:

- Coin room and wash bay on levee road, New updated Servers, to be re-used across the street at 1364 Watkins for Finance, cameras to be upgraded in new proposal.
- Trolley OPS building, upgraded Server and new IP cameras to follow. Upgrading from Analog to Digital IP cameras soon. *(Future Upgrade)*



Approved 4/27/21



TO: MATA Board of Commissioners

FROM: Gary Rosenfeld, Chief Executive Officer

SUBJECT: RESOLUTION TO APPROVE SOLE SOURCE JUSTIFICATION FOR PURCHASE OF UPGRADED CAMERA SYSTEM FOR MATA FACILITIES TO INCLUDE LEVEE ROAD CAMPUS

DATE: APRIL 27, 2020

MATA has two separate camera systems – analog and digital. In an agreement with Memphis Communications Company, MCC maintains and services security cameras for all MATA property. Recently, MATA upgraded certain systems without upgrading the Levee property, car wash bay, and Trolley OPS and William Hudson Transit Center, which currently has limited upgrades. MATA used an RFQ to solicit for additional maintenance and upgrades in 2019. It was determined that MCC offered the best pricing and services. MATA in turned issued a change order to the contract to extend the contract maintenance service for an additional year (See Exhibit C). Dillard Security Services quote was \$145,000 annually (See Exhibit D), whereas MCC quote was \$29,643.81.

The IT Department of MATA intends to contract noncompetitively with Memphis Communications Company (MCC) of Memphis to complete the remaining locations to bring all cameras under one operating system. The Staff intends to purchase digital camera equipment from MCC.

MATA staff has maintained a working relationship with MCC where the staff considers the maintenance and support from the company to be exceptional and an integral part of MATA's security. It became essential for the security system cameras to upgrade from analog to digital because the analog cameras are not compatible with the new operating systems.

MCC offers a monthly 'subscription' at the rate of \$6,779.74, which includes upgrades for cameras and systems and additional upgrades after four (4) years. The total comes to \$325,412.16.

Please let me know if there are any questions.



Approved 4/27/21

EXHIBIT A

**SOLE SOURCE JUSTIFICATION FOR PURCHASE OF UPGRADED CAMERA SYSTEM
FOR MATA FACILITIES TO INCLUDE LEVEE CAMPUS**

Requestor	Tommy Wallace, Sr. IT Manager
Contract Administrator	Shelia Maclin, Purchasing Manager
Funding Source	TBD
Contractor/Vendor	Memphis Communications Company (MCC)
Date of Submission	March 31, 2020

Contracting Department and Activity. Information Technology (IT) of the Memphis Area Transit Authority (MATA) seeks to contract by means other than full and open competition the purchase of digital camera systems. This current system is under use in other areas of MATA facilities or sites. This document sets forth the justification and requested approval as required by 4.9 Non-Competitive Procurements (IV-10) of the MATA Procurement Manual.

Nature of Action Being Approved. The IT Department of MATA intends to contract noncompetitively with Memphis Communications Company (MCC) of Memphis, Tennessee. IT intends to purchase digital camera equipment from MCC. MCC, for the past 15 years, provides maintenance and support of MATA's current security camera system.

Description of Supplies or Services. Services to be provided include maintenance and support for current and newly installed upgraded systems to include cameras. The security system will replace the current Analog camera system located in five (5) MATA facilities. Failure to upgrade the system could create extreme safety and security issues within these infrastructures.

Estimated Dollar Value. The dollar value can fall within two categories. The first category is a straight purchase amount of \$333,000. This amount is for the camera system and does include maintenance and support. However, this amount does not include a 4-year equipment refresh. The second amount is a \$6,779.74 per month subscription which includes maintenance and support. It also includes upgrades for the system and cameras every four years. IT staff concludes that going with the monthly option would prove more beneficial.

Statutory Authority. The proposed action may be awarded without full and open competition under the authority of the MATA Board. Section 4.9.1(a)(5),(6) concerning Sole Source indicates that the "procurement by non-competitive negotiation may be used only when the award of a contract is infeasible under small purchase procedures, sealed bids, or competitive proposal and at least one of the following circumstances applies:" which includes:

- The item is an associated capital maintenance item as defined in 49 U.S.C. § 5307(a)(1) that is procured directly from the original manufacturer or supplier of the item to be replaced. MATA will certify in writing to FTA: (1) that such manufacturer or supplier is the only source for such item; and (2) that the price of such item is no higher than the price paid for such item by like customers; or
- Maintenance or upgrades for software used by MATA.



Approved 4/27/21

Rationale Supporting Use of Citation in Statutory Authority. MATA IT has partnered with MCC for over 15 years. MATA IT staff consider the maintenance and support from the company to be exceptional. The current system and cameras prove beneficial to IT and our Safety and Security Department. The current IT staff feels that it is necessary to complete and refresh the following locations with an upgraded system and cameras to align with the current system of use. These are as follows:

1. Coin room and wash bay on levee road, New updated Servers, to be re-used across the street at 1364 Watkins for Finance, cameras to be upgraded in new proposal.
2. Trolley OPS building, upgraded Server and new IP cameras to follow. Upgrading from Analog to Digital IP cameras soon. *(Future Upgrade)*
3. William Hudson Transit Center – Server upgraded, some cameras upgraded to digital IP, with others to follow. *(Future Upgrade)*
4. American Way Transit Center – Full upgrade, Cameras, Server, and Wiring. *(Completed December of 2020)*
5. Levee location proposal from MCC – Full Campus Upgrade – One Central Server located in server room, instead of one server in every building. Replace all existing Analog cameras with Digital IP cameras, and adding 30 plus more to make sure we are completely covered. All new wiring / cabling will be done.

After investigation, it is determined that MCC camera system is necessary to keep the system standard across the board. Having one camera system makes it easier to view all MATA properties. To change software and camera systems could compromise the integrity of our digital security surveillance system as well as become costly to have separate camera systems.

Other information. Provide any other facts supporting the use of other than full and open competitive, such as: MATA has not had a system camera upgrade in 15 years. Our current provider, MCC indicated that maintenance and upgrades were on an as-needed basis until the analog cameras began to fail at incremental levels. Some cameras located at MATA infrastructure were upgraded for various reasons; however, there is a need to provide an overhaul of all cameras.

Efforts to Identify Additional Sources: As cited in previous section, MATA made several attempts in the past to compare our current digital camera system with that of other competitors and it has proven difficult at best to find a system that would not cost an excessive amount of funding to replace or upgrade. MCC has been a sole source for MATA security cameras for 15 years.

Future Plans to Permit Competition. MATA will investigate the possibility of new vendors after four years. The recommendation is that MATA IT begin looking for new possibilities in the year 2025 to determine if the current system still meets MATA’s needs.

Recommendations and Certification of Sole Source. Based on the above, I recommend this acquisition be conducted on the basis other than full and open competition. I certify based on information provided that the digital camera and server equipment is ordered from MATA’s existing provider.

Senior IT Manager

Date

Contract Administrator

Date



Approved 4/27/21

Certifications from the Contracting Officer. It is anticipated that the price will be fair and reasonable; a notice of intent to award noncompetitively will be posted on the MATA website for seven (7) business days. A more detailed analysis and determination is included in the pre-award memorandum. This justification is accurate and complete to the best of my knowledge and belief.

APPROVALS

Contracting Officer

Date

Director of Grants and Procurement

Date



- 2 Security System Notification Signage
- 2 Multi Megapixel PTZ Camera
- 3 Battery Backup on System and Power Supplies
- 8 ESP Connected Surge Catastrophic Suppression (Main System)
- 124 IP Camera License
- 1 Digital Video Management System -112TB Raid Hot Swappable Drives and Redundant Power
- 1 Equipment Rack Hardware or Enclosure
- 2 12.0 Megapixel Vandalproof Fisheye Panoramic 49' IR IP Outdoor Dome Security Camera
- 1 23" LED Monitor
- 1 47" Class (47.0" diagonal) EzSign TV
- 25000 Bulk Cat5e Cable, Non-Plenum, no color specified
- 13 Surge Protector
- 5 Main System POE Plus Programmable Smart Switch
- 4 High Gain 450Mbps P2P Wireless Radio Antenna
- 120 8 Megapixel High Definition IP Color Camera WDR, IR
- 8 16 Port POE Plus High Performance Network Switch
- 1 6U Vertical Wall Mount Equipment Rack Bracket
- 1 Total System Design and Training

System Includes: Complete Turnkey installation. If required, customer to provide electrical work, lift, static IP addresses, sufficient network for video and data, properly functioning door hardware, door frame, and closure, and any required fire alarm interface with door entry system.

Client Provided:

- Single Point of Contact (POC)
- All Electrical work required
- Static IP Addresses, as required
- Security for delivered equipment during installation
- If design includes re-purposed/existing components or cable, MCC is not responsible if components do not function with new system and need to be replaced



Memphis Communications Corporation
SECURITY SOLUTIONS DIVISION



Total System: \$6,799.74 Monthly Investment Plus Freight and Tax.
Extended Maintenance Agreement: 48 Months. All Parts and Labor.

PROPOSAL B

SYSTEM TO INCLUDE:

Same as Proposal A except a Downgrade in System Components.

Total System: \$6,329.38 Monthly Investment Plus Freight and Tax.
Extended Maintenance Agreement: 36 Months. All Parts and Labor.

PROPOSAL C

SYSTEM TO INCLUDE:

Same as Proposal B except a Downgrade in System Components.

Total System: \$5,577.60 Monthly Investment Plus Freight and Tax.
Extended Maintenance Agreement: 12 Months. All Parts and Labor.

PROPOSAL D

**SYSTEM TO INCLUDE:
NOT RECOMMENDED**

Same as Proposal C except a Downgrade in System Components.

Total System: Monthly Investment Plus Freight and Tax. 90 Days Labor.

Shipment, F.O.B. FACTORY will be approximately 4-8 Weeks after receipt of your order. All prices are quoted for immediate acceptance and subject to change without notice unless otherwise stated.

LEASE Terms:

2 Deposits Due With Order
60 Month Term

Technology Specialist: Steve Smith Date

Please enter our order for the above, subject to the terms and conditions on the reverse: if multiple quantities or items shown, desired quantities or items are circled.

Consider this our order. Our purchase order _____ will follow.
(Number if Known)

Client Acceptance: Tommy Wallace Date
Title: Sr. IT Director



MEMPHIS AREA TRANSIT AUTHORITY
CONTRACT CHANGE ORDER

CONTRACT NO 14-49 CHANGE ORDER NO: 1 FTA GRANT NO: _____

DATE: August 16, 2019

CONTRACT DATE: September 22, 2014

CONTRACT FOR: Five-Year Maintenance for CCTV Surveillance Equipment

TO: Memphis Communications Corporation

You are directed to make the changes specified in the subject contract; as authorized by the MEMPHIS AREA TRANSIT AUTHORITY.

BY: Manny Miles TITLE: Contracting Officer EFFECTIVE DATE: 1/6/2020

NATURE OF CHANGE:
The contract for maintenance services will be extended for one additional year beginning on October 1, 2019 until September 30, 2020.

TOTAL AMOUNT OF THIS CHANGE ORDER: \$ 29,643.81

THE CHANGES RESULT IN THE FOLLOWING ADJUSTMENT OF CONTRACT PRICE AND CONTRACT TIME:

Original Contract Price	\$	<u>128,342.19</u>
Previously Executed Changes (0)	\$	<u>0</u>
Contract Price Prior to This Change	\$	<u>128,342.19</u>
Net Increase/(Decrease) From This Change	\$	<u>29,643.81</u>
Current Contract Price Including This Change	\$	<u>157,986.00</u>
Contract Time Prior to This Change		<u>5 Years</u>
Net Increase/(Decrease) From This Change		<u>1 Year</u>
Current Contract Time Including This Change		<u>6 Years</u>

The Above Changes are Accepted: Scott Little

BY: Scott Little TITLE: manager DATE: 8/16/19



**ONE-YEAR MAINTENANCE FOR
VIDEO SURVEILLANCE EQUIPMENT
December 21, 2019 – December 20, 2020**

MAINTENANCE COST - YEAR 1 \$ 145,000

TOTAL \$ 145,000

The undersigned understands that any conditions stated above, clarification made to the above or information submitted on or with this form – other than that requested may render the quote unresponsive.


NAME OF INDIVIDUAL/PARTNER/CORPORATION: Dillard Security Services LLC

ADDRESS: 788 East St Memphis, TN 38104

PHONE: 901-775-2143 FAX: 901-948-7434

EMAIL: gjones@dillardsecurity.com

BY: Geoff Jones TITLE: VP

SIGNATURE: 

IMPORTANT – QUOTE FORM MUST BE SIGNED

