



# REVISED AGENDA FRIDAY JULY 22, 2022 3:00PM

## MEMPHIS AREA TRANSIT AUTHORITY

One Commerce Square  
40 South Main Street  
Memphis, TN 38103  
[www.matatransit.com](http://www.matatransit.com)  
Gary J. Rosenfeld  
Chief Executive Officer

### Board of Commissioners

Dr. Martin Lipinski, Chair  
Shelia Williams, Vice-Chair

Kristen Bland  
Michael Fulton  
Edward Stephens, III  
Janice Holder

Robert Clark  
Michelle McKissack  
Anton Mack

### Board of Commissioners

#### Regular Meeting

#### AGENDA

Tuesday, July 26, 2022

3:30 PM

- I. Call to Order Martin Lipinski
- II. Board Roll Call Bacarra Mauldin

Member	Arrived	Departed	Member	Arrived	Departed
Bland, Kristen	1531	1700	Mack, Anton		
Clark, Robert	1531	1700	McKissack, Michelle	1531	1625
Fulton, Michael	1531	1700	Stephens, Edward	1531	1700
Holder, Janice	1531	1700	Williams, Shelia		
Lipinski, Martin	1531	1700			

- III. Approval of Minutes Commissioners
  - a. Regular Board Meeting – June 28, 2022
    - The minutes of the June 28, 2022, Board meeting can be found beginning on page 6

Item:	Approval of the June 28, 2022, Regular Board Meeting Minutes								
Motion by:	McKissack				Second By:	Stephens			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen	X				Mack, Anton				X
Clark, Robert	X				McKissack, Michelle	X			
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia				X
Lipinski, Martin	X								

## IV. CEO (Chief Executive Officer) Report

Gary Rosenfeld

## V. Consent Agenda Items

## VI. Procurement Item(s)

## a. Resolution to award a contract to WALDEN SECURITY for three-year security guard service

- Resolution 22-34

- Memo 22-34

Item:	Resolution 22-34 to award a contract to <b>WALDEN SECURITY</b> for three-year security guard service								
Motion by:	McKissack				Second By:	Bland			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen	X				Mack, Anton				X
Clark, Robert	X				McKissack, Michelle	X			
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia				X
Lipinski, Martin	X								

## b. Resolution to award a contract to LUMINATOR TECHNOLOGY GROUP to purchase mSet health module software and licenses with three years maintenance

- Resolution 22-35

- Memo 22-35

Item:	Resolution 22-35 to award a contract to <b>LUMINATOR TECHNOLOGY GROUP</b> to purchase mSet health module software and licenses with three years maintenance								
Motion by:	Holder				Second By:	McKissack			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen	X				Mack, Anton				X
Clark, Robert	X				McKissack, Michelle	X			
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia				X
Lipinski, Martin	X								

- c. Resolution to approve change order #1 for contract #21-03 for integrations of Trapeze Pass, Trapeze EAM, Trackit Safety and APC data certification into Transtrack with Equans Ineo Systrans USA, Inc
- Resolution 22-36
  - Memo 22-36

Item:	Resolution 22-36 to approve change order #1 for contract #21-03 for integrations of Trapeze Pass, Trapeze EAM, Trackit Safety and APC data certification into Transtrack with Equans Ineo Systrans USA, Inc								
Motion by:	Holder				Second By:	Stephens			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen	X				Mack, Anton				X
Clark, Robert	X				McKissack, Michelle	X			
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia				X
Lipinski, Martin	X								

- d. Resolution to authorize a contract with Trapeze Software Group, INC for purchasing migration, approval automations, and work order optimization
- Resolution 22-37
  - Memo 22-37

Item:	Resolution 22-37 to authorize a contract with <b>Trapeze Software Group, INC</b> for purchasing migration, approval automations, and work order optimization								
Motion by:	Holder				Second By:	Clark			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen	X				Mack, Anton				X
Clark, Robert	X				McKissack, Michelle	X			
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia				X
Lipinski, Martin	X								

- e. Resolution authorizing insurance coverage
- Resolution 22-38
  - Memo 22-38

Item:	Resolution 22-38 to authorize insurance coverage								
Motion by:	Clark				Second By:	McKissack			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen	X				Mack, Anton				X
Clark, Robert	X				McKissack, Michelle	X			
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia				X
Lipinski, Martin	X								

- f. Resolution to approve change order #1 for Resolution 21-44 for Dean and Associates
- Resolution 22-39
  - Memo 22-39

Item:	Resolution 22-39 to authorize change order #1 for Resolution 21-44 for Dean and Associates									
Motion by:	Clark				Second By:	McKissack				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Bland, Kristen	X				Mack, Anton				X	
Clark, Robert	X				McKissack, Michelle	X				
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia				X	
Lipinski, Martin	X									

- g. Resolution to rescind resolution 22-25 to award contract to Adposure for marketing transit advertising, sales, production, installation, and removal
- Resolution 22-40

Item:	Resolution 22-40 to rescind resolution 22-25 to award contract to Adposure for marketing transit advertising, sales, production, installation and removal									
Motion by:	Fulton				Second By:	McKissack				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Bland, Kristen	X				Mack, Anton				X	
Clark, Robert	X				McKissack, Michelle	X				
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia				X	
Lipinski, Martin	X									

## VII. Service and Development

- a. Resolution to authorize MATA to reestablish service in West Memphis Arkansas

Item:	Resolution 22-41 to approve operating budget for fiscal year 2023- Service in West Memphis									
Motion by:	Stephens				Second By:	McKissack				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Bland, Kristen	X				Mack, Anton				X	
Clark, Robert	X				McKissack, Michelle	X				
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia				X	
Lipinski, Martin	X									

## VIII. Finance Agenda Items

- a. Resolution to approve operating budget for fiscal year 2023  
- Resolution 22-42

Item:	Resolution 22-42 to approve operating budget for fiscal year 2013									
Motion by:	Holder				Second By:	Clark				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Bland, Kristen	X				Mack, Anton				X	
Clark, Robert	X				McKissack, Michelle				X	
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia				X	
Lipinski, Martin	X									

## IX. Acknowledgement of Public Comment

## X. Old or New Business

- a. Fare Policy Draft  
b. MATA plus Code of Conduct  
c. Ready Fare

## XI. Adjournment

The Next Regular Meeting of the:

MATA Board of Commissioners will Be:

**Tuesday, August 23, 2022**

**3:30pm**

At

Memphis Area Transit Authority

One Commerce Square – 40 S. Main Street

Memphis, TN 38103



Item:	Resolution 22-22 to recognize the Memphis City Council for their support of a dedicated funding source for MATA								
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin									

Item:	Resolution 22-23 to recognize Memphis City Mayor Jim Strickland and Memphis City Chief Operating Officer Doug McGowen for their support of a dedicated funding source for MATA								
Motion by:	Williams				Second By:	Holder			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin	X								

Item:	Resolution 22-24 to award a contract to <b>RUSH TRUCK CENTER</b> to purchase one 2022 or newer wrecker								
Motion by:	Holder				Second By:	Fulton			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin	X								

Item:	Resolution 22-25 to award a contract to <b>ADSPASURE</b> for marketing transit advertising sales, production, installation and removal								
Motion by:	Williams				Second By:	Holder			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin	X								

Item:	Resolution 22-26 to approve change order #1 to <b>PRO-TOUCH SERVICES INC</b> for two-year w/ one-year option contract for janitorial services								
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin	X								

Item:	Resolution 22-27 to authorize the purchase of diesel fuel								
Motion by:	Fulton				Second By:	Holder			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin	X								

Item:	Resolution 22-28 to authorize the purchase of unleaded gasoline								
Motion by:	Fulton				Second By:	Williams			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin	X								

Item:	Resolution 22-29 to award a contract to <b>CUSTOM TRUCK</b> one source for the purchase of a 2022 Ford-F350 Hy-Rail pick-up truck								
Motion by:	Stephens				Second By:	Williams			
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent
Bland, Kristen				X	Mack, Anton	X			
Clark, Robert				X	McKissack, Michelle				X
Fulton, Michael	X				Stephens, Edward	X			
Holder, Janice	X				Williams, Shelia	X			
Lipinski, Martin	X								



Item:	Resolution 22-30 to approve lease of storage space for Memphis Area Transit Authority One Commerce Square Memphis Realty LP									
Motion by:	Stephens				Second By:	Williams				
<b>Member</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>	<b>Member</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>	
Bland, Kristen				X	Mack, Anton	X				
Clark, Robert				X	McKissack, Michelle				X	
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia	X				
Lipinski, Martin	X									

Item:	Resolution 22-31 to authorize the purchase seven (7) Siemens U2 LRV Cars; serial numbers 1033, 1066, 1010, 1048, 1049, and 1026									
Motion by:	Fulton				Second By:	Holder				
<b>Member</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>	<b>Member</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>	
Bland, Kristen				X	Mack, Anton	X				
Clark, Robert				X	McKissack, Michelle				X	
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia	X				
Lipinski, Martin	X									

Item:	Resolution 22-32 to approve June 28, 2022 service changes									
Motion by:	Williams				Second By:	Stephens				
<b>Member</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>	<b>Member</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>	<b>Absent</b>	
Bland, Kristen				X	Mack, Anton	X				
Clark, Robert				X	McKissack, Michelle				X	
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia	X				
Lipinski, Martin	X									

The meeting was adjourned by Chair Lipinski at 4:50 PM.

**MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS**

**APPROVED 7/26/22**

**RESOLUTION NO. 22-34**

**RESOLUTION TO AWARD A CONTRACT TO WALDEN SECURITY FOR  
THREE YEAR SECURITY GUARD SERVICE**

**WHEREAS**, The Memphis Area Transit Authority (MATA) requires the services of a professional security service company to protect its passengers, personnel, equipment and facilities; and

**WHEREAS**, MATA advertised and solicited proposals for a three-year contract in accordance with MATA's Procurement Manual; and

**WHEREAS**, Three responsive proposals were received and were evaluated by the Evaluation Committee; and

**WHEREAS**, Walden Security was the highest rated responsive and responsible proposer; and

**WHEREAS**, The Evaluation Committee recommends awarding a three-year contract to Walden Security for security guard services at an annual cost not to exceed \$2,298,000 with a 10% annual increase for the remaining years for the period of September 1, 2022 – August 31, 2025; and

**WHEREAS**, Funds are available for this service in the operating budget; and

**WHEREAS**, The DBE goal has been exceeded.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That a three-year contract be awarded to Walden Security for security guard services at an annual cost not to exceed \$2,298,000 with a 10% annual increase for the remaining years for the period of September 1, 2022 – August 31, 2025.

**BE IT FURTHER RESOLVED** That the Chief Executive Officer, Chief of Staff, Chairman or Vice-Chairman be authorized to execute the necessary contract.

\* \* \* \* \*

APPROVED 7/26/22

**MEMO 22-34**

**TO:** MATA Board of Commissioners

**FROM:** Gary Rosenfeld, CEO

**DATE:** July 26, 2022

**SUBJECT:** Three Year Security Guard Service

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This memo summarizes the procurement and evaluation process for Security Guard Services for a three-year contract for the period of September 1, 2022 – August 31, 2025. This procurement covers security services for various MATA facilities including:

- Operations, Maintenance, and Administration Facilities (1330-1370 Levee Road)
- William Hudson Transit Center (444 North Main Street)
- American Way Transit Center (3921 American Way)
- Airways Transit Center (3033 Airways)

MATA sent the Request for Proposal to 23 vendors, formally advertised and placed on MATA's website.

The Disadvantaged Business Enterprise (DBE) goal was 11%. MATA received three proposals. Walden's proposal was deemed the most responsive and responsible. Walden exceeded the DBE goal set by proposing to use Archangel Protective Services for 14.5% portion of the security work.

The Evaluation Committee consisted of five MATA staff members. The following technical criteria were established for evaluating proposals:

- a. Experience and Past Performance
- b. Qualifications of Employees
- c. Understanding of the Project
- d. Conformance to the RFP
- e. Price

The Evaluation Committee reviewed and rated the three responsive proposals on each of the four technical criteria with Experience and Past Performance having a maximum score of 20 points; Qualifications of Employees having a maximum score of 20 points; Understanding of the Project having a maximum score of 25 points; Conformance to the RFP having a maximum score of 20 points and Price having a maximum score of 15 points.

After compiling the technical scores and considering cost, Walden Security had the highest score. Out of a possible maximum score of 500 points Walden Security received 450 points, American Guard Service received 360 points and Falu received 340 points.

The Evaluation Committee recommends that a three-year contract be awarded to Walden Security for security guard services at an annual cost not to exceed \$2,298,000 with a 10% annual increase for the remaining years for the period of September 1, 2022 – August 31, 2025.

APPROVED 7/26/22

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

RESOLUTION NO. 22-35

**RESOLUTION TO AWARD A CONTRACT TO LUMINATOR TECHNOLOGY GROUP TO PURCHASE mSET  
HEALTH MODULE SOFTWARE AND LICENSES WITH THREE YEARS MAINTENANCE**

**WHEREAS**, The Memphis Area Transit Authority (MATA) needs to purchase mSet Health Module Software and licenses for the Maintenance department for a health monitoring software for the Apollo camera system to detect when the camera system isn't working properly; and

**WHEREAS**, Luminator Technology Group has provided MATA a proposal totaling \$65,598.00 for the mSet Health Module Software and licenses with three years maintenance; and

**WHEREAS**, Staff has determined that the price is fair and reasonable; and

**WHEREAS**, Operating funds are available.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That a contract be awarded to Luminator Technology Group to purchase mSet Health Module Software and licenses with three years maintenance at a cost of \$65,598.00.

**BE IT FURTHER RESOLVED** That the Chief Executive Officer, Chief of Staff, Chairman and Vice-Chairman is authorized to execute any and all documents necessary to process this purchase.

\* \* \* \* \*

**APPROVED 7/26/22**

**MEMO 22-35**

**TO: MATA Board of Commissioners**

**FROM: Gary Rosenfeld, Chief Executive Officer**

**DATE: July 26, 2022**

**SUBJECT: PURCHASE mSET HEALTH MODULE SOFTWARE AND LICENSES  
WITH THREE YEAR MAINTENANCE**

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The Memphis Area Transit Authority Maintenance Department need to purchase mSet Health Module Software and 200 mSet Software licenses. This software is a health monitoring system for the Apollo camera system to detect when a camera is not working properly.

MATA has operating funds available for this procurement.

Staff has determined that the price is fair and reasonable.

MATA recommends a contract be awarded to Luminator Technology Group to purchase mSet Health Module Software and licenses with three years maintenance at a cost of \$65,598.00.

APPROVED 7/26/22

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

RESOLUTION NO. 22-36

**RESOLUTION TO APPROVE CHANGE ORDER #1 FOR CONTRACT #21-03  
FOR INTEGRATIONS OF TRAPEZE PASS, TRAPEZE EAM, TRACKIT SAFETY AND APC DATA CERTIFICATION  
INTO TRANSTRACK WITH EQUANS INEO SYSTRANS USA, INC**

**WHEREAS**, The Memphis Area Transit Authority (MATA) is required to maintain or replace its Intelligent Transportation Solution System (ITS) and maintain back office equipment and software to ensure efficient and continued operations; and

**WHEREAS**, Contract #21-03, was awarded to Ineo Systrans USA (Engie) to provide a hosted ITS System which includes CAD/AVL equipment and software and required integrations with MATA's current systems; and

**WHEREAS**, MATA desires to add an import feature for four additional options for the TransTrack data management functionality to include Trapeze PASS, Trapeze EAM, Trackit Safety, and Automated Passenger Counting (APC) Certification technical support; and  
**WHEREAS**, Capital funds are available to fund this change order.

**NOW, THEREFORE, BE IT RESOLVED BY MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS**, That Change Order #1 is authorized in the amount of \$264,000 and no additional time added to the contract time of performance.

**BE IT FURTHER RESOLVED** That the Contracting Officer is authorized to execute Change Order #1.

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APPROVED 7/26/22

**MEMO 22-36****TO: MATA Board of Commissioners****FROM: Gary Rosenfeld, Chief Executive Officer****DATE: July 26, 2022****SUBJECT: To Approve a Change Order for Additional Integrations to ITS System**

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On January 26, 2021, Memphis Area Transit Authority (MATA) awarded Contract #21-03 to Equans Ineo Systans USA, Inc (Engie) for an Intelligent Transportation Solution System (ITS). Through its partner TransTrack, Engie offers several optional add-on features enhancing the utility of the data available through this overall implementation of the ITS System. The additional imports are described as follows:

**Trapeze PASS Import**

MATA wishes to add an import of the demand response data from Trapeze PASS to automatically import data nightly reducing staff time needed for manual entry. The import will pull in the demand response data daily, with a look-back window of a predetermined number of days to capture any changes made in Trapeze PASS.

**Trapeze EAM Import**

MATA needs to add an import of the maintenance data from Trapeze EAM to reduce manual entry. The import will pull in the maintenance data daily, with a look-back window of a predetermined number of days to capture any changes made in Trapeze EAM.

**Trackit Safety Import**

MATA wants to add an import of the customer safety data from the Trackit software. TransTrack will develop a manual import where MATA staff will be able to attach the export file from Trackit and data would populate in the safety views. TransTrack will work with MATA to determine the fields required to populate the data view, NTD reports, KPIs, and Analytics.

**APC Data Certification**

MATA is required to obtain FTA's certification of its Automated Passenger Counting (APC) systems and to have an expansion method certified by a qualified statistician for it to generate the annual total Unlinked Passenger Trips (UPT) and Passenger Miles Traveled (PMT), which are referred to as annual totals later, from all valid APC data. TransTrack will assist MATA in the certification process.

**Training**

After the imports are completed, TransTrack staff will coordinate training sessions with MATA staff. Training will include review of the views where the data is stored, how to check if all the data was imported into the system, and reports.

MATA staff recommends the approval of the Resolution for Change Order #1 in the amount of 264,000.

**MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS**

**RESOLUTION NO. 22-37**

**RESOLUTION TO AUTHORIZE A CONTRACT WITH TRAPEZE SOFTWARE GROUP, INC. FOR PURCHASING  
MIGRATION, APPROVAL AUTOMATIONS, & WORK ORDER OPTIMIZATION**

**WHEREAS**, The Memphis Area Transit Authority (MATA) needs to upgrade its purchasing software, automate purchasing approvals, and optimize its work order processes within its existing Trapeze Enterprise Asset Management (EAM) system; and

**WHEREAS**, MATA and Trapeze have agreed upon a contract (Software License Agreement Amendment #10) with one-time costs not to exceed \$368,775.00 and Year 1 annual maintenance cost of \$1,850.00; and

**WHEREAS**, Operating funds are available; and

**WHEREAS**, MATA's staff recommends that the Board of Commissioners authorize MATA to approve a contract with Trapeze to upgrade its purchasing software, automate purchasing approvals, and optimize its work order processes within its existing Trapeze Enterprise Asset Management (EAM) system not to exceed \$368,775.00 and Year 1 annual maintenance cost of \$1,850.00.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That MATA is authorized to enter a contract with Trapeze to upgrade its purchasing software, automate purchasing approvals, and optimize its work order processes within its existing Trapeze Enterprise Asset Management (EAM) system not to exceed \$368,775.00 and Year 1 annual maintenance cost of \$1,850.00.

**BE IT FURTHER RESOLVED** That the Chief Executive Officer, Chief of Staff, Chairman or Vice-Chairman be authorized to execute the necessary contract.

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**APPROVED 7/26/22**

**MEMO 22-37**

**TO: MATA Board of Commissioners**

**FROM: Gary Rosenfeld, Chief Executive Officer**

**DATE: July 26, 2022**

**SUBJECT: Upgrade of MATA's purchasing software, automation of purchasing approvals, and optimization of its work order processes within its existing Trapeze Enterprise Asset Management (EAM) system**

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MATA needs to upgrade its purchasing software, automate purchasing approvals, and optimize its work order processes within its existing Trapeze Enterprise Asset Management (EAM) system. MATA has been using Trapeze software for over 15 years and it has become necessary to upgrade the EAM system.

Trapeze is a technology leader in the public transit sector and is very familiar with MATA's needs.

MATA's Staff recommends that a contract be executed with Trapeze in an amount not to exceed \$368,775.00 and Year 1 annual maintenance cost of \$1,850.00.

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

RESOLUTION NO. 22-38

RESOLUTION AUTHORIZING INSURANCE COVERAGE

**WHEREAS**, the Memphis Area Transit Authority (MATA) maintains a risk management program that includes various lines of insurance coverage; and

**WHEREAS**, third-Party Administration services are included for Workers Compensation claims and Auto/General Liability claims; and

**WHEREAS**, the expiration date for the current coverage is July 31, 2022 at 11:59 p.m.; and

**WHEREAS**, under contract, MATA's insurance broker, Arthur J. Gallagher Risk Management Service, Inc., solicited requests for coverage for the period August 1, 2022 to July 31, 2023; and

**WHEREAS**, the carriers listed on the attached schedule quoted the most competitive premiums; and

**WHEREAS**, Staff considers these premiums to be reasonable given the current facts and circumstances.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That insurance coverages and Third-Party Administration agreements be approved as shown for the period of August 1, 2022 to July 31, 2023 for a total cost not to exceed \$820,912.00.

**BE IT FURTHER RESOLVED** That Staff is authorized to add and delete rolling stock and facilities from the insured items list at the appropriate time at rates consistent with those approved by this resolution.

**BE IT FURTHER RESOLVED** That Staff is authorized to approve additional costs of the Third-Party Administrator associated with investigation and settlement of claims on an as needed basis.

**BE IT FURTHER RESOLVED** the Chief Executive Officer, Chief Financial Officer, Chairman and Vice-Chairman are authorized to execute the necessary documents.

\* \* \* \* \*

APPROVED 7/26/22

**MEMPHIS AREA TRANSIT AUTHORITY  
INSURANCE COVERAGES FOR PERIOD OF AUGUST 1, 2022 – JULY 31, 2023**

<b>Coverage</b>	<b>Company/Carrier</b>	<b>Annual Premium</b>
Property	Travelers	203,555
General Liability	Princeton	224,330
Auto Physical Damage (APD)	Seneca	52,053
Defined Perils	Hanover	67,404
Terrorism	Lloyds of London	19,666
Executive Package	Cincinnati	27,962
WC TPA	PMA Companies	41,175
Felonious Assault/Accident	Chubb	1,975
Cyber		No Coverage
P & C Totals		638,120
Work Comp	Safety National	127,792
Total Expiring Lines		765,912

APPROVED 7/26/22

**MEMO 22-38**

**TO:** MATA Board of Commissioners

**FROM:** Gary Rosenfeld, Chief Executive Officer

**DATE:** July 26, 2022

**SUBJECT:** Insurance Coverage Effective August 1, 2022

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Staff proposes private insurance in the following categories of coverage:

Property	Crime & Fiduciary
Defined Perils Physical Damage – Revenue	Terrorism
Vehicle Fleet	Excess General Liability
Physical Damage – Service Vehicle Fleet	Excess Workers’ Compensation
Directors & Officers and Employment Practices	Felonious Assault
Liability	Cyber

MATA is self-insured for General Liability up to \$2,000,000 and for Workers Compensation up to \$500,000. The Excess policies are invoked for claims exceeding these retention amounts. The other coverages’ deductibles are generally in the range of \$10,000-\$75,000, except for buses (\$100,000) and trolleys (\$250,000). The coverage limit for the revenue vehicle fleet for the new policy period is \$10,000,000 and does not cover hail damage.

MATA has a five-year contract with Arthur J. Gallagher Risk Management Services Inc. (AJG) to develop our insurance program on an annual basis. AJG’s services include securing the most competitive quotes for the various insurance coverages and advising MATA on insurance-related issues. AJG is recommending the carriers and premiums shown on the accompanying resolution for the year beginning on August 1, 2022.

The comparison of premiums for the new year as compared to the expiring year are shown on the following page.

Coverage	FY 22 Premium	FY 23 Premium	Percentage Change
Property	160,930	203,555	26%
General Liability	254,700	224,330	-12%
Auto Physical Damage (APD)	70,681	52,053	-26%
Defined Perils	125,706	67,404	-46%
Terrorism	18,200	19,666	8%
Executive Package	22,393	27,962	25%
WC TPA	39,975	41,175	3%
Felonious Assault/Accident	1,975	1,975	0%
Cyber	No Coverage	No Coverage	
P & C Totals	694,560	638,120	-8%
Work Comp	118,167	127,792	8%
Total Expiring Lines	812,727	765,912	-6%

MATA is self-insured for General Liability up to \$2,000,000 and for Workers Compensation up to \$600,000. The excess policies are invoked for claims exceeding these retention amounts. The other coverages' deductibles are generally in the range of \$2,500-\$75,000, except for the Defined Perils policy which carries a \$250,000 deductible and a 5% minimum \$250,000 Deductible for the peril of earthquake. The Property policy carries a \$500,000 Wind/Hail deductible. The coverage limit for the revenue vehicle fleet for the new policy is \$15,000,000 and does NOT exclude coverage for hail damage.

The cost comparison from the expiring year is shown in the table above.

Staff recommends approval of the proposed program.

APPROVED 7/26/22

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

RESOLUTION NO. 22-39

**RESOLUTION TO APPROVE CHANGE ORDER #1 TO DEAN & ASSOCIATES FOR LEGISLATIVE ADVOCACY SERVICES**

**WHEREAS**, The Memphis Area Transit Authority (MATA) Board of Commissioners awarded a Contract for legislative advocacy services to Dean & Associates for a term of three-years by Resolution 21-44 October 26, 2021; and

**WHEREAS**, MATA can leverage the additional funding investment from the City of Memphis and Shelby County to unlock more resources from the federal government for agency operations, service expansion and capital improvement.

**WHEREAS**, MATA needs additional legislative advocacy services at the federal level to assist in realizing increased funding; and

**WHEREAS**, These needed services exceed the existing \$428,456 three-year not to exceed contract amount and MATA agreed to increase the current three-year contract amount by \$240,000 making the current contract not to exceed 668,456; and

**WHEREAS**, MATA staff recommends approval of Change Order #1 to Dean & Associates to increase the current three-year contract amount by \$240,000 making the current contract not to exceed 668,456; and

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That Change Order #1 be approved to Dean & Associates at an amount not to exceed \$668,456 through the remaining contract period ending August 31, 2025.

**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 of Staff Officer, Chairman or Vice-Chairman is authorized to execute the necessary documents.

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APPROVED 7/26/22

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

RESOLUTION NO. 22-40

**RESOLUTION TO RESCIND RESOLUTION 22-25 TO AWARD CONTRACT TO ADSPOSURE FOR MARKETING TRANSIT ADVERTISING, SALES, PRODUCTION, INSTALLATION, AND REMOVAL**

**WHEREAS**, MATA staff solicited proposals from companies for Marketing Transit Advertising Sales, Production, Installation and Removal under which the companies would provide advertising and related services and MATA would receive a portion of the revenues; and

**WHEREAS**, MATA's Evaluation Committee reviewed the two (2) Proposers' technical proposals, financial proposals, conducted interviews, and performed background checks; and

**WHEREAS**, The Evaluation Committee recommended that award of a contract to ADSPOSURE was in the best interests of MATA considering the evaluation criteria, including but not limited to qualifications/experience, innovativeness, methodology and technical approach, management plan, scope of work, community engagement experience, and approach to long term financial growth and financial sustainability; and

**WHEREAS**, Upon further review of the procurement has determined that the Request for Proposals (RFP) evaluation process and recommendation for award was found to have discrepancies and inconsistencies between provisions of RFP 22-01.01 and errors that effect the award of the Contract; and

**WHEREAS**, The review of the procurement further found that Resolution No. 22-25 included a partial summary include that the award having an option term of one term of three years as opposed for three options of one-year each which creates an issue of the term and potential term of the Contract and extension of contract terms; and,

**WHEREAS**, The review of the procurement also found errors in the mathematics of the evaluation criteria contained in the RFP and the score sheets used by evaluators, and that evaluators' score sheets and the recapitulation ("Tally Sheet") were inconsistent;

**WHEREAS**, The procurement review further found that there was failure to adequately provide documentation prior to the deadline for submitting Proposals that either Proposer had secured and will comply with the Disadvantaged Business Enterprise (DBE) contract goal of 15%; and,

**WHEREAS**, the procurement review found additional inconsistencies and errors which make it necessary and appropriate that Resolution 22-25 be rescinded and that a new Request For Proposals for marketing transit advertising, sales, production, installation and removal be issued.

**NOW THEREFORE, BE IT RESOLVED BY MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS**, That Resolution 22-25 be rescinded, and that any contract implied or stated is also rescinded.

**BE IT FURTHER RESOLVED**, That MATA will reissue a Request For Proposals (RFP) based on recommendations and review of General Counsel and MATA staff.

**BE IT FURTHER RESOLVED**, That the Chief Executive Officer, or Chairman or Vice-Chairman of the MATA Board of Commissioners is authorized to execute documents related to the rescission of Resolution 22-25 and the award of the Contract to Adspasure.

APPROVED 7/26/22

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

RESOLUTION No. 22-41

**RESOLUTION TO APPROVE SERVICE TO WEST MEMPHIS, ARKANSAS**

**WHEREAS**, Memphis Area Transit Authority (MATA) previously submitted a proposal to the City of West Memphis to provide on-demand transit service in West Memphis, Arkansas; and

**WHEREAS**, the City of West Memphis, Arkansas has accepted MATA's proposal to provide new on-demand transit service in the City of West Memphis and to and from Memphis; and

**WHEREAS**, the Mayor and City Council of the City of Memphis must authorize MATA to extend services into Arkansas, as per Section 2-56-11 (C) and Article VII of the Memphis City Code; and

**WHEREAS**, the City of West Memphis will pay the total operating and capital cost of the service; and

**WHEREAS**, a new on-demand zone will be established to operate in the City of West Memphis and a fare will be established; and

**WHEREAS**, eligible elderly persons and individuals with disabilities may ride for one-half the base fare; and

**WHEREAS**, this service will not impact the existing service and operation of the Authority; and

**WHEREAS**, the Authority will seek approval from the Mayor of the City of Memphis, the Memphis City Council and other appropriate governing agencies to operate this service;

**NOW THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS**, conditioned upon the prior approval of the City of Memphis Mayor and Memphis City Council, and further conditioned upon execution of a contract or other written agreement with the City of West Memphis, that MATA may begin the operation of new on-demand transit service in West Memphis, Arkansas on a date agreeable to both parties.

**BE IT FURTHER RESOLVED**, that MATA be authorized to enter into an agreement with the City of West Memphis or its contracting entity and the CEO/President/General Manager be authorized to execute the agreement and other necessary documents.



APPROVED 7/26/22

**MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS**

**RESOLUTION 22-42**

**RESOLUTION TO APPROVE OPERATING BUDGET FOR FISCAL YEAR 2023**

**WHEREAS**, MATA operates Fixed Route Bus, MATAPlus and Rail Trolley service within its service area; and

**WHEREAS**, the cost of Salaries and Wages, Materials and Supplies, Utilities/Telephone, Insurance and other miscellaneous items comprise the Operating Expenses; and

**WHEREAS**, MATA's Operating Budget Fiscal Year (FY) 2023 totals \$ 84,299,270 – consisting of the following departments:

- Fixed Route Operations
- MATAPlus Operations
- Trolley Operations
- Maintenance – Fixed Route
- Maintenance – MATAPlus
- Maintenance – Trolley
- Maintenance – Building & Grounds
- Safety & Security
- Scheduling
- Risk Management
- Customer Experience
- Human Resources
- Purchasing
- Planning
- Executive
- Finance
- Coin Room Operations
- Information Technology

**WHEREAS** revenues from Operations, City of Memphis, Shelby County, State of Tennessee, and Federal government comprise the total Revenues for Operations; and

**WHEREAS**, the City of Memphis has approved an Operating Budget that includes its share of funds for this budget; and

**WHEREAS**, Shelby County has approved an Operating Budget that includes its share of funds for this budget; and

**WHEREAS**, the Federal Transit Administration and Tennessee Department of Transportation will issue grants and/or contracts for their share of funds for this budget.

NOW THEREFORE BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE MEMPHIS AREA TRANSIT

AUTHORITY That the **Fiscal Year 2023 Operating Budget is approved at a level of \$84,299,270.**

BE IT FURTHER RESOLVED That the Chief Executive Officer is authorized to execute contracts and file grant applications with federal, state and city agencies for the funds to fulfill the operating budget.

	Prelim			Proposed	Projected	Projected	Projected
	FY20	FY21	FY22	FY23	FY24	FY25	FY26
<b>Revenues:</b>							
<b><u>Operating Revenue</u></b>							
Passenger Fares	4,430,955	1,527,924	1,768,264	1,807,227	4,000,000	4,500,000	5,000,000
Charter Revenue	288,077	87,110	0	0	0	0	0
Auxilliary Revenue	782,865	810,090	688,058	711,156	750,000	750,000	750,000
Non-Transp.Revenue	522,784	448,945	(90,099)	288,501	300,000	300,000	300,000
<b>Operating Revenue</b>	<b>6,024,681</b>	<b>2,874,068</b>	<b>2,366,222</b>	<b>2,806,884</b>	<b>5,050,000</b>	<b>5,550,000</b>	<b>6,050,000</b>
<b><u>Grant Revenue</u></b>							
City of Memphis	33,183,571	19,278,644	19,322,640	29,170,000	29,170,000	29,170,000	29,170,000
Dedicated Funding - City				4,000,000	4,250,000	4,807,699	6,839,467
<b>Additional Funding - City</b>					<b>10,000,000</b>	<b>10,000,000</b>	<b>8,000,000</b>
Shelby County	0	0	1,300,000	1,300,000	1,300,000	1,300,000	1,300,000
Dedicated Funding - County				488,619	658,720	1,782,327	3,940,906
State of Tennessee	8,009,358	8,259,274	6,846,359	7,656,400	8,039,220	8,441,181	8,863,240
Federal Government	11,543,054	19,175,938	16,617,631	17,850,663	19,100,209	20,437,224	20,968,592
Federal - CARES/ARP/CRRSAA	13,271,138	17,641,796	35,520,151	8,069,951	0	0	0
Non Gov't Grants	100,000	0	5,163	0	0	0	0
<b>Subsidy Revenue</b>	<b>66,107,121</b>	<b>64,355,652</b>	<b>79,611,944</b>	<b>68,535,633</b>	<b>72,518,149</b>	<b>75,938,431</b>	<b>79,082,205</b>
Less: Grant-Funded Expense Revenue	(2,684,624)	(2,615,584)	(1,526,165)				
<b>Revenues</b>	<b>69,447,178</b>	<b>64,614,137</b>	<b>80,452,000</b>	<b>71,342,517</b>	<b>77,568,149</b>	<b>81,488,431</b>	<b>85,132,205</b>
<b>Operating Expenses:</b>							
<b><u>Salaries &amp; Wages</u></b>							
Operators	13,512,159	13,650,699	14,650,384	17,416,750	18,113,420	18,837,957	19,591,475
Union Maint. Wages	3,290,785	3,180,813	3,376,821	5,043,669	5,245,416	5,455,233	5,673,442
Other Salaries	7,209,769	8,283,641	9,423,534	11,760,197	12,230,605	12,719,829	13,228,622
<b>Salaries &amp; Wages - Total</b>	<b>24,012,712</b>	<b>25,115,153</b>	<b>27,450,739</b>	<b>34,220,617</b>	<b>35,589,441</b>	<b>37,013,019</b>	<b>38,493,540</b>
<b><u>Fringe Benefits</u></b>							
Employee Leave	3,415,034	3,580,588	3,531,666	4,200,771	4,368,802	4,543,554	4,725,296
Healthcare - Active	4,147,227	5,281,480	4,561,038	4,773,719	5,012,405	5,263,025	5,526,176
Healthcare - Retiree	625,616	535,574	508,447	746,932	776,810	807,882	840,197
OPEB	(1,224,520)	(2,646,577)					
Other Fringes (Tax/Pension/WC)	9,457,744	9,906,225	10,634,028	12,283,750	12,775,100	13,286,104	13,817,548
Pension - GASB68 Adjustments	(2,981,830)	(5,228,738)					
<b>Fringe Benefits - Total</b>	<b>13,439,271</b>	<b>11,428,552</b>	<b>19,235,179</b>	<b>22,005,172</b>	<b>22,933,116</b>	<b>23,900,565</b>	<b>24,909,218</b>
Services	8,957,752	11,199,815	10,224,582	13,825,646	10,224,582	10,224,582	10,224,582
Less: Grant-Funded Expenses	(2,684,624)	(2,615,584)	(1,319,073)	0			
<b>Net Services</b>	<b>6,273,128</b>	<b>8,584,231</b>	<b>8,905,509</b>	<b>13,825,646</b>	<b>10,224,582</b>	<b>10,224,582</b>	<b>10,224,582</b>
<b><u>Materials &amp; Supplies</u></b>							
Fuel	3,171,961	2,485,273	2,807,915	4,566,000	4,109,400	3,492,990	2,969,042
Tires	267,674	257,498	200,654	198,000	207,900	218,295	229,210
Lubricants	90,329	83,694	118,545	115,200	120,960	127,008	133,358

Antifreeze	45,388	36,100	20,797	24,000	25,200	26,460	27,783
Materials & Supplies	4,378,003	6,361,096	4,737,099	4,751,820	4,989,411	5,238,882	5,500,826
<b>Materials &amp; Supplies - Total</b>	<b>7,953,355</b>	<b>9,223,660</b>	<b>7,885,009</b>	<b>9,655,020</b>	<b>9,452,871</b>	<b>9,103,635</b>	<b>8,860,218</b>
<b>Other</b>							
Utilities/Telephone	1,162,055	1,325,477	1,513,423	1,707,455	1,750,000	1,837,500	1,929,375
Insurance	2,460,651	992,626	724,702	1,310,960	900,000	900,000	900,000
Misc & Taxes	433,264	274,189	526,652	770,235	770,000	770,000	770,000
Lease/Rentals	3,736	98,540	363,375	479,165	493,540	508,346	523,596
COVID	382,712	1,683,506	383,956	325,000	200,000	150,000	125,000
<b>Other - Total</b>	<b>4,442,418</b>	<b>4,374,338</b>	<b>3,512,108</b>	<b>4,592,815</b>	<b>4,113,540</b>	<b>4,165,846</b>	<b>4,247,971</b>
<b>Operating Expenses</b>	<b>56,120,884</b>	<b>58,725,934</b>	<b>66,988,543</b>	<b>84,299,270</b>	<b>82,313,550</b>	<b>84,407,646</b>	<b>86,735,529</b>
<b>Operating Profit</b>	<b>13,326,293</b>	<b>5,888,203</b>	<b>13,463,457</b>	<b>(12,956,753)</b>	<b>(4,745,401)</b>	<b>(2,919,215)</b>	<b>(1,603,324)</b>
Carryover	(1,782,640)	11,543,653	17,431,856	30,895,313	13,938,560	9,193,160	6,273,945
Buildout & Prepay 10-year lease				(4,000,000)			
<b>Net Operating Profit with Carryover</b>	<b>11,543,653</b>	<b>17,431,856</b>	<b>30,895,313</b>	<b>13,938,560</b>	<b>9,193,160</b>	<b>6,273,945</b>	<b>4,670,621</b>