



## 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

Angus Blair  
Michael Fulton  
Edward Stephens, III  
Janice Holder

Sara Burnett  
Michelle McKissack  
Anton Mack

### Board of Commissioners Regular Meeting AGENDA Tuesday, April 18, 2023 3:30 PM

- I. Call to Order (15:32 PM)
- II. Board Roll Call (15:32 PM)

Michelle McKissack  
Gary Rosenfeld

Member	Arrived	Departed	Member	Arrived	Departed
Blair, Angus	15:30	17:00	Mack, Anton	15:30	17:00
Burnett, Sara	15:34	17:00	McKissack, Michelle	15:30	17:00
Fulton, Michael	15:30	17:00	Stephens, Edward	15:30	17:00
Holder, Janice			Williams, Shelia	15:53	17:00
Lipinski, Martin					

- III. Approval of Minutes
  - a. Regular Board Meeting – February 21, 2023

Commissioners

- The minutes of the February 21, 2023, Board meeting can be found beginning on page 6.

Item:	Approval of the February 21, 2023, Regular Board Meeting Minutes										
Motion by:	Blair					Second By:					Fulton
<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>		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara				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. Transit Vision Report John Lancaster  
Milbrey Heard
- VI. Consent Agenda Items
- VII. Procurement Item(s)
  - a. Resolution to approve the renewal of Darktrace Network Cybersecurity software for three years.
    - [Resolution 23-24](#)
    - [Memo 23-24](#)

Item:	Resolution 23-24 to approve the renewal of Darktrace Network Cybersecurity software for three years										
Motion by:	Fulton					Second By:					McKissack
<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>		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael	X				Stephens, Edward	X					
Holder, Janice				X	Williams, Shelia	X					
Lipinski, Martin				X							

- b. Resolution for the purchase of six non-revenue service vehicles off the Tennessee State Contract
  - [Resolution 23-25](#)
  - [Memo 23-25](#)

Item:	Resolution 23-25 for the purchase of six non-revenue service vehicles off the Tennessee State Contract										
Motion by:	Fulton					Second By:					Mack
<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>		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael	X				Stephens, Edward	X					
Holder, Janice				X	Williams, Shelia	X					
Lipinski, Martin				X							

- c. Resolution to award a contract to Shelby Electric Company, Inc for the Main Street LED fixture replacement.
- [Resolution 23-26](#)
  - [Memo 23-26](#)

Item:	Resolution 23-26 to award a contract to Shelby Electric Company, Inc for the Main Street LED fixture replacement									
Motion by:	Stephens					Second By:		Burnett		
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Blair, Angus	X				Mack, Anton	X				
Burnett, Sara	X				McKissack, Michelle	X				
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice				X	Williams, Shelia	X				
Lipinski, Martin				X						

- d. Resolution for TREKK, on-call Program Management Procurement and/or Contract
- [Resolution 23-27](#)
  - [Memo 23-27](#)

Item:	Resolution 23-27 for TREKK on-call Program Management Procurement and/or Contract									
Motion by:	Mack					Second By:		Stephens		
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Blair, Angus	X				Mack, Anton	X				
Burnett, Sara	X				McKissack, Michelle	X				
Fulton, Michael	X				Stephens, Edward	X				
Holder, Janice				X	Williams, Shelia	X				
Lipinski, Martin				X						

- e. Resolution for additional funding to extend the Groove-On-Demand service through June 30, 2023.
- [Resolution 23-28](#)
  - [Memo 23-28](#)

Item:	Resolution 23-28 to request additional funding to extend the Groove-On-Demand service through June 30, 2023									
Motion by:	McKissack					Second By:		Mack		
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Blair, Angus	X				Mack, Anton	X				
Burnett, Sara	X				McKissack, Michelle	X				
Fulton, Michael	X				Stephens, Edward			X		
Holder, Janice				X	Williams, Shelia	X				
Lipinski, Martin				X						

- f. Resolution for funding to purchase the Employee Application, Blink
- [Resolution 23-29](#)
  - [Memo 23-29](#)

Item:	Resolution 23-29 to request funding to purchase the employee application, Blink										
Motion by:	Burnett					Second By:	Mack				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael	X				Stephens, Edward	X					
Holder, Janice				X	Williams, Shelia	X					
Lipinski, Martin				X							

- g. Resolution to approve change order 1 to the Allworld Project Management, LLC Contract 21-15

- [Resolution 23-30](#)
- [Memo 23-30](#)

Item:	Resolution to approve change order 1 to the Allworld Project Management, LLC Contract 21-15										
Motion by:	Stephens					Second By:	Blair				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael	X				Stephens, Edward	X					
Holder, Janice				X	Williams, Shelia	X					
Lipinski, Martin				X							

#### Service and Development

#### h. Finance Agenda Items

- a. February 2023 Financials
- b. March 2023 Financials

#### IX Acknowledgement of Public Comment

#### X. Old or New Business

#### XI. Adjournment (17:00 by Vice Chairwoman Shelia Williams)

The Next Regular Meeting of the:  
MATA Board of Commissioners will Be:

**Tuesday, May 30, 2023**

**@ 3:30 PM**

At

Memphis Area Transit Authority  
One Commerce Square – 40 S. Main Street  
Memphis, TN 38103

## MEMPHIS AREA TRANSIT AUTHORITY

Board of Commissioners

Regular Meeting Minutes

Meeting Date: Tuesday, February 21, 2023, 3:30 PM

The regular meeting was called to by Chair Martin Lipinski at 3:33 p.m. Members present of the Commission are noted as are their departure times:

MEMBER	ARRIVED	DEPARTED	MEMBER	ARRIVED	DEPARTED
Blair, Angus	1530	1649	Mack, Anton	1530	1649
Burnett, Sara	1537	1649	McKissack, Michelle	1530	1649
Fulton, Michael			Stephens, Edward	1530	1649
Holder, Janice	1530	1649	Williams, Shelia	1615	1649
Lipinski, Martin	1530	1649			

Approval of Minutes from January 24, 2023

Item:	Approval of the January 24, 2023, Regular Board Meeting Minutes									
Motion by:	McKissack					Second By: Stephens				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Blair, Angus	X				Mack, Anton	X				
Burnett, Sara	X				McKissack, Michelle	X				
Fulton, Michael				X	Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia				X	
Lipinski, Martin	X									

Resolutions presented and voted upon:

Item:	Resolution 23-15 to authorize a partnership with the Memphis Grizzlies for one fiscal year of a three-year contract									
Motion by:	Stephens					Second By: Mack				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Blair, Angus	X				Mack, Anton	X				
Burnett, Sara	X				McKissack, Michelle	X				
Fulton, Michael				X	Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia				X	
Lipinski, Martin	X									

Item:	Resolution 23-17 to approve change order #1 to HDR, Inc contract for program management services									
Motion by:	Burnett					Second By: Mack				
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
Blair, Angus	X				Mack, Anton	X				
Burnett, Sara	X				McKissack, Michelle	X				
Fulton, Michael				X	Stephens, Edward	X				
Holder, Janice	X				Williams, Shelia				X	
Lipinski, Martin	X									

Item:	Resolution 23-18 to extend an interagency agreement between the University of Memphis and MATA for updating the Transit Asset Management Program and related tacks										
Motion by:	Holder					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>		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael				X	Stephens, Edward	X					
Holder, Janice	X				Williams, Shelia				X		
Lipinski, Martin			X								

Item:	Resolution 23-11 (Revised) to award a five-year contract to Shuttleworth PLLC for legal services for transit claims										
Motion by:	Holder					Second By:	McKissack				
<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>		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael				X	Stephens, Edward	X					
Holder, Janice	X				Williams, Shelia	X					
Lipinski, Martin	X										

Item:	Resolution 23-19 to amend contract with Trapeze Software Group, Inc for purchasing migration, approval automations, & work order optimization										
Motion by:	McKissack					Second By:	Mack				
<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>		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael				X	Stephens, Edward	X					
Holder, Janice	X				Williams, Shelia	X					
Lipinski, Martin	X										

Item:	Resolution 23-20 to amend nMomentum New Generation Fare System (NGFS) consulting service agreement										
Motion by:	Burnett					Second By:	McKissack				
<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>		
Blair, Angus	X				Mack, Anton	X					
Burnett, Sara	X				McKissack, Michelle	X					
Fulton, Michael				X	Stephens, Edward	X					
Holder, Janice	X				Williams, Shelia	X					
Lipinski, Martin	X										

Item:	Resolution 23-21 to award a contract to Zellner for track slab pavement repair for North Main Street										
Motion by:	Williams					Second By:	Mack				
	Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
	Blair, Angus	X				Mack, Anton	X				
	Burnett, Sara	X				McKissack, Michelle	X				
	Fulton, Michael				X	Stephens, Edward				X	
	Holder, Janice	X				Williams, Shelia	X				
	Lipinski, Martin	X									

Item:	Resolution 23-22 for the purchase of three electric buses off the Washington State Contract										
Motion by:	Holder					Second By:	Burnett				
	Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
	Blair, Angus	X				Mack, Anton	X				
	Burnett, Sara	X				McKissack, Michelle	X				
	Fulton, Michael				X	Stephens, Edward	X				
	Holder, Janice	X				Williams, Shelia	X				
	Lipinski, Martin	X									

Item:	Resolution 23-23 authorizing the disposal of surplus/obsolete vehicles										
Motion by:	Mack					Second By:	McKissack				
	Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
	Blair, Angus	X				Mack, Anton	X				
	Burnett, Sara	X				McKissack, Michelle	X				
	Fulton, Michael				X	Stephens, Edward	X				
	Holder, Janice	X				Williams, Shelia	X				
	Lipinski, Martin	X									

Item:	Acceptance of the FY 2022 Audit										
Motion by:	Mack					Second By:	Stephens				
	Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent	
	Blair, Angus	X				Mack, Anton	X				
	Burnett, Sara	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 4:49 PM.

MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

PASSED 4-18-2023  
4:40 PM

RESOLUTION NO. 23-24

**RESOLUTION TO EXTEND SERVICE AGREEMENT WITH DARKTRACE FOR A TERM OF 32 MONTHS**

**WHEREAS**, The Memphis Area Transit Authority (MATA) staff works with outside vendors to ensure that MATA’s Information Technology systems are maintained and kept from cyber breaches; and

**WHEREAS**, MATA has partnered with companies since the 2021 security breach to ensure that there are proactive measures put into place to prevent threats and increase the protection of MATA’s IT infrastructure.

**WHEREAS**, MATA staff has determined that the DarkTrace system currently operating prevents malware and cyber-attacks from occurring within our IT infrastructure; and

**WHEREAS**, MATA’s staff is requesting to extend our current licensing agreement for MATA owned devices and infrastructure with DarkTrace detection for 32 months beginning May 1, 2023, and ending on December 31, 2025; and

**WHEREAS**, MATA’s staff determined that the agreement would reflect a cost of \$51,745 for Year 1, \$51,745 for Year 2 and the final eight months will be \$34,496 bringing the total for the agreement to \$137,986; and

**WHEREAS**, the renewal of the licensing agreement with DarkTrace in the amount of \$137,986 for 32 months is based on operational funds availability.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That MATA is authorized to extend our current licensing agreement with DarkTrace for 32 months; and,

**BE IT FURTHER RESOLVED**, that the MATA Board of Commissioners authorize the amount of the renewal of the licensing agreement with DarkTrace for \$137,986 to be paid according to the agreement; and

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

\* \* \* \* \*



**MEMO:** 23-24

**TO:** MATA Board of Commissioners

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

**SUBJECT:** RESOLUTION TO EXTEND SERVICE AGREEMENT WITH DARKTRACE FOR A TERM OF 32 MONTHS

**DATE:** March 28, 2023

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MATA IT has a current need for additional safety and security for its networking system. MATA staff has determined that an existing service agreement with DarkTrace is due to expire.

MATA staff has determined that the product has met the expectations of the organization and would like to continue its use. MATA staff has determined that the renewal of the licensing agreement price of \$51,745 per year for years 1 and 2 and the amount of \$34,496 for the final 8 months was fair and reasonable.

MATA staff agreed on the payment schedule with DarkTrace to allow all service agreements with DarkTrace to expire or renew at the same time.

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**MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS**

**PASSED 4-18-2023  
4:41 PM**

**RESOLUTION NO. 23-25**

**RESOLUTION FOR THE PURCHASE OF SIX NON-REVENUE SERVICE VEHICLES  
OFF OF THE TENNESSEE STATE CONTRACT**

**WHEREAS**, The Memphis Area Transit Authority (MATA) must maintain a fleet of non-revenue service vehicles to ensure continued productivity of various departments and staff; and

**WHEREAS**, MATA’s Trolley department needs to purchase four (4) Chevy Silverado 1500 Crew-Cab pick-up trucks and two (2) Chevy Traverse AWD LS vehicles for better mobility of the Trolley staff to replace vehicles that have met their useful life and add to the trolley non-revenue fleet; and

**WHEREAS**, MATA will purchase all six vehicles, four Silverado Crew-Cab and two Traverse AWD off the Tennessee State contract; and

**WHEREAS**, MATA has capital funds available for this procurement; and

**WHEREAS**, MATA recommends the purchase of four Chevy Silverado 1500 Crew-Cab pick-up trucks at a cost of \$45,400.00 per vehicle with a total cost of \$181,600.00 and two Chevy Traverse AWD LS off the Tennessee State contract at a cost of \$36,130.00 per vehicle with a total cost of \$72,260.00, with a cost not to exceed \$253,860.00.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That MATA purchase four Chevy Silverado 1500 Crew-Cab pick-up trucks and two Chevy Traverse AWD LS at a total cost not to exceed \$253,860.00 based upon the unit prices stated above.

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

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**MEMO:** 23-25  
**TO:** The MATA Board of Commissioners  
**FROM:** Gary Rosenfeld, Chief Executive Officer  
**SUBJECT:** Purchase Six Non-Revenue Service Vehicles off The State Tennessee Contract  
**DATE:** March 28, 2023

---

MATA propose to purchase four Chevy Silverado 1500 Crew-Cab pick-up trucks and two Chevy Traverse AWD LS for non-revenue service to replace vehicles that have met their useful service life and add vehicles to the non-revenue fleet.

A DBE goal was not assigned since all vehicles will be purchased off the current State of Tennessee Contract.

MATA will purchase the Chevy Silverado 1500 Crew-Cab pick-up trucks and Chevy Traverse AWD LS off the Tennessee State contract.

MATA recommends the purchase four Chevy Silverado 1500 Crew-Cab pick-up trucks at a cost of \$45,400.00 per unit with a total cost of \$181,600.00 and two Chevy Traverse AWD LS off the State Tennessee contract at a cost of \$36,130.00 per unit with a total cost of \$72,260.00, both with a cost not to exceed \$253,860.00.

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**MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS**

**RESOLUTION NO. 23-26**

**PASSED 4-18-2023  
4:43 PM**

**RESOLUTION TO AWARD A CONTRACT TO SHELBY ELECTRIC COMPANY, INC.  
FOR THE MAIN STREET LED FIXTURE REPLACEMENT**

**WHEREAS**, The Memphis Area Transit Authority (MATA) shall maintain structures and appearance of the lighting fixtures and accents on all trolley stations; and

**WHEREAS**, MATA issued an Invitation for Bid (IFB) for companies to provide services to replace various decorative fixtures, LED lamps for signage, lighting, and possible ceiling repair; and

**WHEREAS**, one responsive and responsible bid was received; and

**WHEREAS**, MATA staff reviewed the bid and recommends that a contract be awarded to Shelby Electric Company, Inc., at a cost not to exceed \$252,000.00; and

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That a contract be awarded to Shelby Electric Company, Inc., at a cost not to exceed \$252,000.00.

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

\* \* \* \* \*

**MEMO:** 23-26  
**TO:** MATA Board of Commissioners  
**FROM:** Gary Rosenfeld, Chief Executive Officer  
**SUBJECT:** Main Street LED Fixture Replacement  
**DATE:** March 28, 2023

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The Memphis Area Transit Authority's (MATA) Trolley department shall maintain all decorative lighting fixtures, signage lighting, lighting, etc. at all trolley stops to preserve a certain standard of safety and aesthetics.

MATA issued an Invitation for Bid (IFB), which was sent to 14 vendors, formally advertised, and posted to MATA's website. A DBE goal was set at 25% for this procurement.

One responsive and responsible bid was received. MATA's staff reviewed this bid on the criteria set forth in the IFB and determined the bids was fair and reasonable. MATA Staff did reach out to other vendors for their no-response form but did not receive any responses.

MATA Staff recommends that a contract be awarded to Shelby Electric Company, Inc. at a cost not to exceed \$252,000.00.

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MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

PASSED 4-18-2023  
4:45 PM

RESOLUTION NO. 23-27

**RESOLUTION TO ENTER INTO A PROFESSIONAL SERVICES AGREEMENT WITH TREKK FOR ON-CALL PROGRAM MANAGEMENT SERVICES**

**WHEREAS**, MATA and the City of Memphis are working to implement projects included in the adopted Transit Vision that includes infrastructure improvements, additional bus stops and shelters, and curb-management programs for mobility projects; and

**WHEREAS**, MATA staff require assistance and specialized expertise in these areas of project and program management; and

**WHEREAS**, MATA staff seeks approval from the MATA Board of Commissioners to enter into a Professional Services Agreement with TREKK Design Group for On-Call Program Management Services for implementation of these transit projects.

**WHEREAS**, The Brooks Act applies to the procurement of these services which require professionally licensed firms for the design and consultation relating to Federal construction or related projects; and,

**WHEREAS**, MATA’s staff recommends approval for a program management contract with a period of performance of no more than five (5) years that is based on the ongoing nature of the project, City of Memphis requirements and the delivery timeline that is acceptable to MATA; and

**WHEREAS**, MATA staff has established a DBE goal of 29.82% to this contract; and

**WHEREAS**, MATA staff has determined that funds are available for this project.

**THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That a five-year contract be awarded to TREKK for professional services; in the amount not to exceed \$2,000,000.

**BE IT FURTHER RESOLVED**, that the professional services provided by TREKK and the future projects are funded based on the availability of funds to implement the various projects and programs; and

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

\* \* \* \* \*

**MEMO:** 23-27

**TO:** MATA Board of Commissioners

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

**SUBJECT:** RESOLUTION TO ENTER INTO A PROFESSIONAL SERVICES AGREEMENT WITH TREKK FOR ON-CALL PROGRAM MANAGEMENT SERVICES

**DATE:** March 28, 2023

---

MATA staff seeks approval to enter into a Professional Services Agreement with TREKK Design Group (TREKK). TREKK will provide MATA with on-call program management services that focus on projects requiring expertise in curb management, roadway engineering, as well as bike and pedestrian integration with bus stops and shelters, and coordination with other mobility projects for a safe transit-friendly environment.

TREKK will provide services that include design, engineering, and construction management and inspection services of projects identified in the Transit Vision that are being implemented by MATA and the City of Memphis.

The planned projects for this program management contract require a timeframe of up to five (5) years. The time of performance for this contract is necessary based on the ongoing nature of the project, and the delivery timelines associated with the scope of work.

MATA has established a DBE participation goal for a project of this level is **29.82%**.

TREKK Design Group is a DBE with the State of Tennessee.

The project's anticipated start date is April 3, 2023.

This procurement was advertised for 30 days following current procurement policy.

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MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS

PASSED 4-18-2023  
4:50 PM

RESOLUTION NO. 23-28

**RESOLUTION TO PROVIDE FUNDING FOR YEAR 2 OF THE GROOVE ON-DEMAND MOBILITY PROGRAM  
TO PROVIDE ADDITIONAL TRANSIT SERVICE IN DOWNTOWN MEMPHIS**

**WHEREAS**, The Memphis Area Transit Authority (MATA), Downtown Memphis Commission (DMC) and Memphis Medical District Collaborative (MMDC) are members of the Transportation Management Association (TMA); and

**WHEREAS**, MATA with its funding participants the Downtown Memphis Commission (DMC) and Memphis Medical District Collaborative (MMDC) successfully funded and operated a new mobility pilot program known as the Groove On-Demand service the past 2 years; and

**WHEREAS**, through the funding participation and collaboration between DMC, MMDC, and MATA, VIA was selected as the service provider; and

**WHEREAS**, DMC entered into a contract with Via for Via to operate the Groove On-Demand service for a term of two (2) years; and

**WHEREAS**, DMC wishes to extend the existing contract with VIA for an additional 3 months, through and including June 30, 2023; and

**WHEREAS**, Via has presented a proposal to DMC to operate the Groove On –Demand service for an additional 3 months at a cost not to exceed \$600,000, from April 1, 2023, through and including June 30, 2023; and

**WHEREAS**, DMC was awarded a grant by the Tennessee Department of Transportation (TDOT) for \$350,000 in Federal Congestion Mitigation and Air Quality Funds (CMAQ) to operate the program for the 2nd year, and DMC will not provide any additional funds during the 3-month extension; and

**WHEREAS**, MATA will fund 100% of DMC’s operating cost of the service not to exceed \$600,000, and some of the remaining cost will be offset by fare recovery; and

**WHEREAS**, the contractual agreement with DMC and MMDC as to the additional funding hereby provided by MATA will be subject to applicable requirements of MATA’s grant agreement(s) for this undertaking; and

**WHEREAS**, the existing service zone of about 17.5 square miles was established to operate the pilot program in downtown Memphis and New Chicago area through collaboration with the DMC and MMDC and subsequently expanded to include President’s Island and areas of south Memphis; and

**WHEREAS**, the service is open to the general public who will pay according to MATA’s existing fare provisions, and utilize the Via App and through possible integration with MATA’s GO901 App and other payment methods that are to be determined; and



**WHEREAS**, Provision of this service will not adversely impact the existing service and operation of MATA.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** That MATA may extend its current contractual agreement with the Downtown Memphis Commission (DMC) and Memphis Medical District Collaborative (MMDC) so as to authorize DMC to extend the term of its contract with Via to operate the TaaS program for an additional three (3) months from April 1, 2023 through and including June 30, 2023, and for MATA to provide DMC funds for 100% of the operating cost of the service not to exceed \$600,000.00, with a total overall not to exceed amount of \$2,000,000..

**BE IT FURTHER RESOLVED** That MATA be authorized to extend the term the existing contract to provide funding to with The Downtown Memphis Commission (DMC) and Medical District Collaborative (MMDC) for DMC's contract with Via to operate the Groove On-Demand service through and including June 30, 2023 and that the Chief Executive Officer, Chief Administrative Officer, the Chairman and Vice-Chairmen of the MATA Board are authorized to execute funding participation documents, contracts, and other necessary documents.

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**MEMO:** 23-28

**TO:** MATA Board of Commissioners

**FROM:** Gary Rosenfeld, CEO

**RE:** RESOLUTION TO PROVIDE FUNDING FOR 3-MONTH CONTRACT EXTENSION OF THE GROOVE ON-DEMAND MOBILITY PROGRAM TO PROVIDE ADDITIONAL TRANSIT SERVICE IN DOWNTOWN MEMPHIS

**DATE:** March 28, 2023

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The purpose of this resolution is to approve a 3-month contract extension for the Groove-on-Demand Service. The current contract ends 3/31/23 and MATA needs an extension on the contract to allow for MATA to prepare for the transition of the contract to be fully operational by MATA. In addition, to not interrupt service to customers.

MATA, in partnership with, the DMC and MMDC has operated the service with Via as a TaaS for the past 2 years and MATA would like to keep the service fully operational until all systems are in place for MATA to fully run the service as a SaaS.

The proposed cost of the additional 3 months of service is \$600,000 (700 hours/Week) and is considered to be fair and reasonable.

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**MEMPHIS AREA TRANSIT AUTHORITY  
BOARD OF COMMISSIONERS**

**PASSED 4-18-2023  
4:53 PM**

**RESOLUTION NO. 23-29**

**RESOLUTION TO PURCHASE THE EMPLOYEE APPLICATION, BLINK**

**WHEREAS**, The Memphis Area Transit Authority is committed to enhancing internal employee communication.

**WHEREAS**, MATA reviewed three employee applications based on identified needs to improve internal communication and engagement. Blink is the recommended choice for its functionality, transit knowledge, customer feedback, and technical support. and

**WHEREAS**, MATA staff recommends the approval to purchase this app at \$41,625 annually.

**NOW, THEREFORE BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS** to approve the purchase and adoption of the application, Blink.

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

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**MEMO:** 23-29  
**TO:** MATA Board of Commissioners  
**FROM:** Gary Rosenfeld, Chief Executive Officer  
**SUBJECT:** RESOLUTION TO PURCHASE THE EMPLOYEE APPLICATION, BLINK  
**DATE:** March 28, 2023

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MATA is committed to enhancing our employees' internal communication(s).

MATA staff reviewed three outside vendor applications and has determined that the application, Blink, be purchased for its functionality, transit knowledge, feedback, and customer support services.

MATA staff seeks approval to purchase the application, Blink for an amount not to exceed \$41,650.00 annually.

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PASSED 4-18-2023  
4:55 PM

**MEMPHIS AREA TRANSIT AUTHORITY**  
**BOARD OF COMMISSIONERS**

**RESOLUTION NO. 23-30**

**RESOLUTION TO APPROVE CHANGE ORDER 1 TO THE ALLWORLD PROJECT**  
**MANAGEMENT, LLC CONTRACT 21-15**

**WHEREAS**, The Memphis Area Transit Authority (MATA) has continual plans for capital improvement projects that include consulting and project management; and

**WHEREAS**, MATA staff through solicitation from RFP 21-09 – Program Management Services entered into a five-year agreement through Contract 21-15 with ALLWORLD Project Management, LLC with MATA Board of Commissioners approval of Resolution 21-15 on April 27, 2021; and

**WHEREAS**, MATA issued Contract 21-15 in the amount of \$1,000,000 to ALLWORLD Project Management LLC; and

**WHEREAS**, MATA staff has determined that additional program management work will be required over the next 4 years of the existing contract; and

**WHEREAS**, MATA staff recommends approval of Change Order 1 to the ALLWORLD Contract 21-15 in the amount of \$1,500,000 bringing the total contract amount to \$2,500,000.00;

**WHEREAS**, MATA staff understands that Change Order 1 is contingent upon the availability of funds.

**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 \$1,500,000 to Contract 21-15 of the ALLWORLD Project Management, LLC, bringing the total contract amount to \$2,500,000.00.

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

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

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MEMO: **23-30**

TO: **MATA Board of Commissioners**

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

SUBJECT: **RESOLUTION TO APPROVE CHANGE ORDER 1 TO THE ALLWORLD PROJECT  
MANAGEMENT, LLC CONTRACT 21-15**

DATE: **April 18, 2023**

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The purpose of this resolution is to approve an increase in the existing contract for AllWorld Project Management, LLC that was originally awarded on 4/27/2021 with Resolution 21-15.

MATA Staff recommends that the current contract in the amount of \$1,000,000, be increased by a total of \$2,500,000 for the remaining 4 years of the contract, to continue to provide program management services. The additional cost of \$1,500,000 has been reviewed by MATA staff and it is considered fair and reasonable.

Please let me know if you have any questions.