

NO VOTE DUE TO NO QUORUM



MEMPHIS AREA TRANSIT AUTHORITY

One Commerce Square
40 South Main Street · Memphis, TN 38103
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, March 28, 2023 3:30 PM

- I. Call to Order Martin Lipinski
- II. Board Roll Call Gary Rosenfeld

Member	Arrived	Departed	Member	Arrived	Departed
Blair, Angus			Mack, Anton		
Burnett, Sara			McKissack, Michelle		
Fulton, Michael			Stephens, Edward		
Holder, Janice			Williams, Shelia		
Lipinski, Martin					

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

- 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:						Second By:					
Member	Aye	Nay	Abstain	Absent	Member	Aye	Nay	Abstain	Absent		
Blair, Angus					Mack, Anton						
Burnett, Sara					McKissack, Michelle						
Fulton, Michael					Stephens, Edward						
Holder, Janice					Williams, Shelia						
Lipinski, Martin											

VII. Service and Development

VIII. Finance Agenda Items

- a. February 2023 Financials

IX Acknowledgement of Public Comment

X. Old or New Business

- a. April Board Meeting date change to April 18th to accommodate APTA Conference

XI. Adjournment

The Next Regular Meeting of the:

MATA Board of Commissioners will Be:

Tuesday, April 18, 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 23-21 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**

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

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.

[Top of the Document](#)

**MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS**

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.

* * * * *

[Top of the Document](#)

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.

[Top of the Document](#)

**MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS**

RESOLUTION NO. 23-26

**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.

* * * * *

[Top of the Document](#)

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

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.

[Top of the Document](#)

**MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS**

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.

[Top of the Document](#)

**MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS**

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.

* * * * *

[Top of the Document](#)

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

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.

[Top of the Document](#)

**MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS**

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.

* * * * *

[Top of the Document](#)

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

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.

[Top of the Document](#)