

MEMPHIS AREA TRANSIT AUTHORITY

1370 Levee Road
Memphis, TN 38108
Telephone: 901-722-7100 www.matatransit.com

MINUTES OF 9/26/17 ITEM I

Gary J. Rosenfeld
Chief Executive Officer

Board of Commissioners

Sean Healy, Chairman

Andre Gibson, Vice Chairman

Commissioners

Kristen Bland
Roquita Coleman-Williams
Martin Lipinski
Tommy Pacello

Lauren Taylor
John C. Vergos
Shelia Williams

AGENDA

for the

Regular Meeting of the MATA Board of Commissioners

September 26, 2017

2:00 p.m.

- | | | |
|------|--|----------------|
| I. | Call to Order | Sean Healy |
| II. | Board Roll Call | Linda Eskridge |
| III. | Approval of Minutes | Sean Healy |
| | a. Minutes of the Regular Board Meeting held on August 29, 2017 | |
| IV. | CEO Report | Sean Healy |
| | Presentation by Gary J. Rosenfeld, CEO | |
| V. | Recognition of Commissioner Lauren Taylor | |
| VI. | Finance Committee Resolutions | |
| | a. Resolution to Approve Capital Budget for FY2018
– Res. No. 17-30 | Gary Rosenfeld |
| | b. Resolution to Approve Operating Budget for FY2018
– Res. No. 17-31 | Gary Rosenfeld |
| VII. | Consent Agenda Items | Sean Healy |
| | a. Resolution to Award a Contract for the Repair and Replacement of the Canopy at American Way Transit Center – Res. No. 17-32 | |

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- b. Resolution to Authorize the Purchase of Diesel Fuel – Res. No. 17-33
- c. Resolution to Authorize the Purchase of Unleaded Gasoline – Res. No. 17-34
- d. Resolution to Award a Contract for Wheel-to-Rail Interface Study to
Harsco Rail – Res. No. 17-35
- e. Resolution to Award a Contract for the Purchase of Eight Wheelchair-
Accessible Vans – Res. 17-36

VIII. **Service and Development Resolution(s)**

- a. Resolution Appointing Gary Rosenfeld as President/General Manager
-Res. No. 17-37

- | | | |
|------|---|------------------|
| IX. | Financial Report | Gil Noble |
| X. | Speaker Acknowledgement | Lawson Albritton |
| XI. | Old/New Business
Presentation – Transit Vision
Jarrett Walker Associates | Sean Healy |
| XII. | Adjournment | Sean Healy |

CALL TO ORDER: A regular meeting of the MATA Board of Commissioners was called to order by Chairman Sean Healy at 3:30 p.m. on Tuesday August 29, 2017 at 1370 Levee Road Board Room.

BOARD ROLL CALL:

Present: Chairman Sean Healy, Vice Chairman Andre Gibson
Commissioners: Tommy Pacello; Martin Lipinski; Shelia Williams; John Vergos;
Lauren Taylor

Absent: Roquita Coleman-Williams; Kristen Bland

Quorum: Yes

Staff: Lawson Albritton, Senior Administrative Officer; Linda Eskridge, Board Secretary; John Lancaster, Director of Planning & Scheduling; Al McCoy, Asst. Director of Finance; Maury Miles, Director of Grants & Procurement; Alvin Pearson, Chief Operations Officer; Gary Rosenfeld, Interim Chief Executive Officer;

Guests: Cynthia Bailey, MBRU; Nicole Bowen and Pearly Bowen, MATApplus Customers; Suzanne Carlson, Innovate Memphis; Justin Davis, MBRU; Allison Donald, MCIL; Mary Gowan, MBRU; John Haas, Tenn Traxx; Kenya Hooks, City Attorney's Office; Sammie Hunter, MBRU; Jewel Jones, Customer; Ray McClanahan, MBRU; Wayne Risher, Commercial Appeal; Betty Robinson, MBRU; Alan Sanchez, Memphis MPO; Ken Sills, Preteckt; Jordan Smith, Memphis MPO; Leslie Smith, Bldg. Memphis; James Stokes, Bass River Advisors; Henry Swope, Tenn Traxx

Ms. Linda Eskridge, Board Secretary welcomed all guests and staff to the August 29, 2017 Board of Commissioners Meeting. Ms. Eskridge encouraged everyone to visit the MATA website for updates on any Board Meeting changes. She noted that all speaker cards should be turned in to Mr. Lawson Albritton, Speaker Facilitator, and they will be called on at the appropriate time in the meeting.

APPROVAL OF July 31, 2017 BOARD MINUTES – Mr. Vergos moved for approval of the minutes. Mr. Gibson seconded the motion and the July 31, 2017 minutes were unanimously approved.

INTERIM CEO's REPORT: There has been quite a bit of activity on the funding front as a lot of opportunities have presented themselves to MATA.

- Congressman Cohen took a tour of the Trolley Barn and its operations and was very impressed. He continues to offer his support in any way to help us get what we need to operate the trolleys. Gary also attended a Kiwanis Club meeting a few days later and Congressman Cohen made mention of his visit to the trolley.
- Victor Wiley has joined our organization as the Safety Officer for the Trolley System. Mr. Wiley comes to Memphis from Florida DOT as SSO for the State. He also has a working relationship with FTA Region IV.
- MATA was quoted by the Wall Street Journal through the efforts of MATA's CCO, Nicole Lacey on issues facing bus companies across the country.
- Mr. Rosenfeld stated that there is no doubt that we would be affected by the devastation in Houston, TX in the near or long-term future. There is no doubt that Federal assets will be

redirected their way. However, it will make our efforts much more important as well as difficult on a more local level. Our thoughts and prayers go out to Houston community and all who were affected.

- Complete Coach has begun work on the buses. They are working at the old Trolley Rehab Facility, located across the street. They will be remanufacturing 14 buses, and slides will be shown as progress is being made. Mr. Gibson asked about the timeline to do these buses. Mr. Rosenfeld stated this could be done by Jan. 2018.
- MATA staff participated in the school supply drive for Caldwell Guthrie Elementary School, which is considered MATA's adopted school. The Finance department led the charge on this event.
- On August 21, 2017, it was all eyes to the sky for the Eclipse. MATA received the proper glasses and everyone enjoyed this moment.
- OTP – 32 Fixed Route operators at 92% or better; 13 Mataplus operators at 97% or better; and five Trolley operators performed at 92% or better for July. Key performance Indicators showed unfortunately ridership continues the downward trend. The article in the Wall Street Journal mentioned that is a national trend. OTP for fixed route for the month of July 2017 was 76% as compare to 70% in July 2016; and for MATAplus 95% in 2017 compared to 89% in 2016. We struggled a bit with OTP for fixed route for the month of August on the bus side, but is recovering as we get to the end of the month. Passenger complaints were down a bit for July 2017 compare to July 2016. Miles between road calls went up in July 2017 by 2,000. Accidents continue to be much better than the national average.
- Mr. Rosenfeld shared with the Board a list of his upcoming monthly calendar meetings and events.

Mr. Pacello commented Gary and staff on the Trolley barn tour with Congressman Cohen. Mr. Pacello stated that it was well organized and a lot of ground was covered. He also commented on the Wall Street Journal piece in which Mr. Rosenfeld summarized a lot of the challenges in a very precise way when presenting the challenges that we face in Memphis.

Consent Agenda:

Resolution 17-28 was pulled from the Consent Agenda to allow Commissioner Martin Lipinski to recuse himself from the vote due to his close affiliation of the University of Memphis. Chairman Healy stated that the remaining Resolution Nos. 17-27 and 17-29 be adopted if there are no objectives. There were no objectives and the resolutions were unanimously adopted:

- a. Resolution to Award a Contract to Prewitt Enterprises, Inc.
d/b/a B & P Enterprises for A.W. Willis Avenue
Crossing Project – Res. No. 17-27
- b. Resolution to Authorize a Change Order to the Contract with
River City Railroad TTC LLC for Repairs of Pavers and
Elastomeric Grout on Main Street Line – Res. No. 17-29

SERVICE AND DEVELOPMENT

- a. Resolution to Enter into Interagency Agreement Between the University
of Memphis and MATA for the Development of a Transit Asset
Management Plan & Related Tasks – Res. No. 17-28

Discussion: Mr. Rosenfeld, CEO presented this resolution to the Board of Commissioners. MATA is required to produce a Transit Asset Management Plan. It is a complex document, and it

identifies our assets and sets in place what the maintenance and replacement standards are for those assets. It also gets the agency into the notion of capital planning into the future, which is interested as we have from four-year assets on small buses to 25-year assets on Rail cars. Local funding will play larger role in Capital planning. MATA does not have the depth and expertise to complete this type of plan. We are fortunate enough to have a couple of teachers from University of Memphis that are a part of the TRB program that can help establish the rules for this project and we would like to enter into an Interagency Agreement with the U of M to work with us and guide us through this process enabling us to have a top-notch plan that is workable and manageable. This document would require regular updating on an annual basis. We are now at about a \$125,000 estimate for their services to get this report published and submitted to FTA. **Mr. Vergos moved that Res. No. 17-28 be put on the floor for discussion. Ms. Taylor seconded the motion.** The department at U of M that MATA will be working with is Intermodal Freight and MATA will pay them. **Ms. Taylor asked prior to this how did we comprehensively tracked all that would be in this plan?** Mr. Rosenfeld stated that today we have the Enterprise Asset Management System, which tracks our rolling stock and a Capital Asset Program that tracks our buildings and other assets. The plan would "marry" the two of them. The plan helps you to set goals. He stated that that we are probably getting about 10% of the total capability out of the EAM system, which means that we are not using it on a day by day basis to help us manage our fleet and our decisions. MATA will hire a Project Manager to oversee the system so that we will get 80-90% utilization from the system. **Mr. Vergos asked when this data is assembled, will it be forwarded to Washington to FTA and they will send a report back to us and tell us what we need to do?** Mr. Rosenfeld stated the answer to that question is No. The Asset Management System demonstrates that we follow all rules and regulations. It will be monitored during the Triennial Review process. FTA will not get involved in the day-to-day aspect of this. They will monitor us if we plan to change all 12-year buses that are at the end of their 12-year life. The Asset Management Plan enables us to use the data to set targets. **Resolution No. 17-28 was approved by the majority. Mr. Lipinski was recused from voting on this item because of his affiliation with the University of Memphis.**

FINANCIAL REPORT
Gil Noble, CFO
July 2017

This report reflects the first month of Fiscal Year 2018. Last Fiscal Year ended June 30, 2017 and our audit will be audited over the next few weeks. We do not have a budget to compare this to, so this is a comparison to the same month last year. Revenues for the month are favorable to last year by \$2.2MM due to earlier timing of City funding, an additional \$2MM was received in the month of July. Expenses for the month is slightly unfavorable to last year. Various line items have increased by lesser amounts, we have a bigger headcount, we are spending more money so we are about \$700,000 ahead of last year. Passengers fare are a little bit below last year, as well as the year before. We are running about 10% below year to year and our ridership is also down July over July. Our cash status at the end of the month is about \$2.8MM favorable to where we were last year, but again we got \$2MM earlier from the city, which is primarily the reason our cash and receivables are up. **Mr. Gibson asked did that \$2MM apply to FY2017.** Mr. Noble stated no, and we received three payments in FY2018, so we got \$6MM and last year we only received \$4MM in July. Those were the highpoints of the financial report. **Mr. Vergos stated that it is his sense that since he has been on the Board have we been continuous paying pension. He had a**

concern about the constant deficit over the past years. Mr. Rosenfeld stated that our pension is fine, but it's the OPEB that's causing the negative end of that. We recognize that it is an expense but there are no requirements right now, to set aside cash. Mr. Rosenfeld stated that these are valid concerns, but it is about the standards that we are going to operate and are going to provide service to the community. Mr. Healy stated that in anything when it comes to the economics you must have investments and return. And that our job over the next few months, leading up to the presentation scheduled for January, is to understand what that investment is and clearly articulate the return to the citizens of this city and the county. **Mr. Gibson stated with the concerns over the last few years regarding our budget, he wondered if part of our valued proposition is a version of our FY18 flat budget where we don't include going into the red.** Mr. Rosenfeld stated that this would be a discussion if we were to zero it out and the bottom line is what would we have to do. But in terms of the budget, since there is no requirement that we set aside the cash on the OPEB now, he feels that we should not be presenting a budget. The budget committee will meet in September and perhaps we can include this information during that time. We will have a Finance Committee Meeting in September prior to the Board Meeting. This ended the Finance Report.

John Haas, Tenn Traxx – 6658 Bent Birch Cove, Memphis, TN 38115

Mr. Haas updated the Board on the Federal funding availability. Everything will now be affected by the Texas Hurricane. He stated that they have shifted their strategy. Instead of asking for the whole thing, they will submit a dual track request on funding the project. One track would be for the whole thing or a large segment, the other track would be a piece mill project, where we build pieces at a time toward our goals. The submission for funding will probably get more complicated now as more demands for the Federal budget are being made. This is the most recent update that he wanted to share on the funding. Mr. Haas stated that they have an interest in engaging with the Board and interacting with MATA. They have already started working with Memphis 3.0 and wants to engage fully with Emerge Memphis so that we can integrate their plan with all involved parties. He stated that his information is available to all parties that wants it.

Ray McClanahan, 497 La Cledge, Memphis, TN 38126

Suggestions/Concerns

- Cancel the #5 Central and replace it with the #50 Poplar to be accessible to more people,
- MATA work with Director of Transportation at U of M.
- Why was the #2 discontinued, it was doing the job. A lot of people working after 9:00pm cannot get home from work.
- There is no bus service after 9:00 p.m. on Saturday and even worst on Sunday

Nicole Bowen – 1137 Kney Street, Memphis, TN 38107

Concerns:

- It is difficult getting through to make Reservations
- Holding on the phone a long time when checking on a ride
- A certain time of the day customers sit and wait.
- MATApplus customers are being denied rides, whereas the fixed route customers can go wherever they need to go.
- Dispatchers modify times to meet OTP.

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Justin Davis, MBRU President – 382 Collins, Memphis, TN 38112

Concerns:

- Not pleased with the new 31 Firestone Bus, too small, plain white bus with no MATA Logo
- The 31 Firestone have no Bike Rack
- While they are happy to see the #31 back, they want to be assured it is equipped to succeed as a regular route

Cynthia Bailey - MBRU

- Thanked Rosenfeld for attending the MBRU Community Block Party.

Concerns:

- The first time they got on the 31 Crosstown bus they were very dissatisfied, as they did not recognize it as a regular route bus because there was no Logo.
- The bus looks like a daycare bus
- The excuse for this small bus was that the regular bus could not go down the street, but when in service years ago, it went down the street.
- The driver had to open the door to tell the people which bus it was, and that was not good.

Sammie Hunter – 3225 Applewood Cove, Memphis, TN

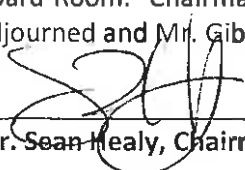
- No name on 31 Crosstown bus.
- This is a historical bus. It carried about 2,500 people a day.
- It was a slap in the face to run a bus like this on that route.
- We are fighting hard to get this bus back. It is just as good as the 50 Poplar.
- The Bus Riders Union would like to sit down with Mr. Rosenfeld to discuss these urgent matters.

Mr. Healy asked that we get responses back to the speakers and that resolutions be noted at the next meeting under the Action Items section of the agenda.

OLD/NEW BUSINESS

Mr. Rosenfeld stated that MATA is in partnership with Central Station Partnership to create a transit concourse downtown in the Central Station area, which will open a path of travel from Main Street to the development. A slide showed a concept of what the future Central Station would look like and what the bus and trolley stop would look like on Main Street. This is an exciting project and we will show more pictures of development in the future as well as the progress. Exciting things are happening on the Central Station property.

Ms. Eskridge stated that the next Board Meeting would be September 26, 2017 at 3:30p.m. in the MATA Board Room. Chairman Healy called for a motion to adjourn. Mr. Vergos moved that the meeting be adjourned and Mr. Gibson seconded the motion and the Meeting was adjourned.



Mr. Sean Healy, Chairman

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MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS

RESOLUTION 17-30

RESOLUTION TO APPROVE CAPITAL BUDGET FOR FISCAL YEAR 2018

WHEREAS, MATA has rolling stock, buildings, equipment, facilities, and systems that are in need of replacement, refurbishment or improvements from time to time in order for MATA to continue to provide a reliable, safe, accessible, clean and customer-focused public transportation system; and

WHEREAS, Capital projects are typically funded by federal/FTA grants, along with state/TDOT, and City of Memphis matching funds; and

WHEREAS, Preventative maintenance and ADA paratransit service will be funded with capital grants and are included in the Fiscal 2018 Operating Budget; and

WHEREAS, Fiscal Year 2018 and prior year grant funds and matching funds are expected to be adequate to fund the Capital Budget.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That the Fiscal Year 2018 Capital Budget is approved at a level of \$10,220,808.

BE IT FURTHER RESOLVED, That the Chief Executive Officer or their designee is authorized to execute contracts and file grant applications for the funds to fulfill the capital program.

BE IT FURTHER RESOLVED, That Staff is authorized to manage line items as appropriate and make reports to the MATA Board at appropriate times.

Res. No. 17-30

Motion Made By: Martin Lipinski: Seconded By: Andre Gibson

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor;
John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams

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To: MATA Board of Commissioners

From: Gary Rosenfeld, Chief Executive Officer

RE: Fiscal Year 2018 Capital Budget

Date: September 20, 2017

MATA's Capital Budget for Fiscal Year 2018 includes major projects valued at over \$50,000 (which will require individual Board Action at the time of the project) and various smaller projects of lesser value. The total Capital budget for FY 2018 is \$10,220,808.

A breakdown of the funds by mode of service and equipment type is as follows:

Memphis Area Transit Authority

FY 2018 Capital Budget
 Requests by Sub-Category
 As of September 20, 2017

Row Labels	Admin	Executive	Facilities	Finance	Fixed Route	MATA Plus	Trolley	Grand Total
Computer	7,925			81,000			1,965	90,890
Equipment					21,500		141,953	163,453
Facility	16,500		2,418,500			41,000		2,476,000
Fare				65,000				65,000
Office	5,800	30,000			-			35,800
Parts							395,000	395,000
Track							123,400	123,400
Utility					340,000			340,000
Vehicle					5,715,000	760,000	56,265	6,531,265
Grand Total	30,225	30,000	2,418,500	146,000	6,076,500	801,000	718,583	10,220,808

The capital budget is expected to be financially feasible with FY 2018 and prior year grant funds from FTA, TDOT and the City of Memphis. Staff recommends approval of the FY 2018 Capital Budget in the amount of \$10,220,808.

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MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS

RESOLUTION 17-31

RESOLUTION TO APPROVE OPERATING BUDGET FOR FISCAL YEAR 2018

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) 2018 totals \$ 63,890,865 – consisting of the following departments:

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

WHEREAS revenues from Operations, City of Memphis, 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, 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 2018 Operating Budget is approved at a level of \$ 63,890,865.

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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.

Res. No. 17-31

Motion Made By: Lauren Taylor: Seconded By: Kristen Bland

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor;
John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams

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Memphis Area Transit Authority

September 22, 2017

	FY2016	FY2017	FY2018 Proposed Operating Budget	Variance fr FY17 Fav (Unfav)
Revenues:				
<u>Operating Revenue</u>				
Passenger Fares	7,848,404	7,090,183	6,841,073	(249.1)
Special Service Fares	14,076	0	0	
Charter Revenue	12,375	0	0	
Auxiliary Revenue	894,431	710,481	735,226	
Non-Transp. Revenue	301,118	(638,856)	651,189	
Operating Revenue	9,070,404	7,161,808	8,227,488	1,065.7
City of Memphis	23,661,328	26,272,917	28,627,791	
State of Tennessee	7,444,678	7,607,092	7,652,401	
Federal Government	12,493,821	12,902,448	13,034,006	
Subsidy Revenue	43,599,827	46,782,458	49,314,198	2,531.7
Revenues	52,670,231	53,944,265	57,541,685	3,597.4
Operating Expenses:				
<u>Salaries & Wages</u>				
Operators	12,404,261	12,392,369	12,714,687	
Other Salaries	7,851,301	8,297,067	9,854,526	
Salaries & Wages	20,255,562	20,689,435	22,569,213	(1,879.8)
Employee Leave	2,978,366	2,885,287	3,098,494	(213.2)
Other Fringes, incl Pension	6,215,113	6,993,997	9,246,646	(2,252.6)
HealthCare, incl OPEB	12,352,139	13,134,097	13,214,736	
Fringes - Total	21,545,618	23,013,382	25,559,876	
Services	6,737,889	6,997,723	6,354,339	643.4
<u>Materials & Supplies</u>				
Fuel, Lubricants, Tires	4,391,735	3,807,579	3,440,767	
Materials & Supplies	3,407,832	3,755,249	3,840,448	
Materials & Supplies	7,799,567	7,562,828	7,281,216	281.6
Utilities/Telephone	1,037,188	1,098,859	991,242	
Insurance	897,807	889,157	826,963	
Misc & Taxes	268,741	234,310	302,654	
Lease/Rentals	4,866	4,769	5,362	
Operating Expenses	58,547,338	60,490,461	63,890,865	(3,400.4)
Operating Gain/(Loss)	(5,877,107)	(6,546,196)	(6,349,180)	197.0
excl OPEB accrual	544,761	130,720	327,736	
Resolution attachment 1 of 2				
GASB 68-Pension AJEs	(2,309,871)	(7,082,690)	(7,082,690)	
OPEB adjustment	(3,070,241)			
Depreciation	14,451,717	13,741,162	15,000,000	
Profit (Loss) after Deprn	(18,018,953)	(20,287,358)	(21,349,180)	

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Memphis Area Transit Authority

Sep 22, 2017

\$\$ Thousands

Departmental Expense Budgets	FY2017	FY2018 Proposed Budget	FY2018 Variance Favorable (Unfavorable)	
			\$\$	%
MATA - All Departments	\$ 60,490.5	\$ 63,890.9	(3,400.4)	- 5.6 %
Fixed Route Operations	21,003.4	22,475.1	(1,471.6)	- 7.0 %
MATAPlus Operations	5,626.1	6,062.2	(436.1)	- 7.8 %
Trolley Operations	1,668.9	2,188.0	(519.1)	- 31.1 %
Maintenance - Trolley	3,624.3	3,789.8	(165.4)	- 4.6 %
Maintenance - Fixed Route	7,494.7	8,382.3	(887.6)	- 11.8 %
Maintenance - MATAPlus	739.0	816.4	(77.4)	- 10.5 %
Building & Grounds	2,227.9	1,994.5	233.4	10.5 %
Scheduling	554.1	495.4	58.7	10.6 %
Risk Management	1,640.0	1,720.3	(80.3)	- 4.9 %
Marketing & Cust Service	1,024.7	1,341.0	(316.3)	- 30.9 %
Human Resources	9,848.0	9,559.2	288.8	2.9 %
Purchasing	304.1	313.1	(9.0)	- 3.0 %
Planning	680.7	936.9	(256.3)	- 37.6 %
Executive	2,327.9	2,097.9	230.0	9.9 %
Information Technology	546.8	584.3	(37.5)	- 6.9 %
Finance	813.6	858.6	(45.0)	- 5.5 %
Coinroom	292.8	275.9	16.9	5.8 %

Resolution attachment 2 of 2

BOARD OF COMMISSIONERS
MEMPHIS AREA TRANSIT AUTHORITY

RESOLUTION NO. 17-32

**RESOLUTION TO AWARD A CONTRACT FOR THE REPAIR AND REPLACEMENT
OF THE CANOPY AT AMERICAN WAY TRANSIT CENTER**

WHEREAS, The Memphis Area Transit Authority (MATA) is the public transportation system serving the Memphis Urbanized Area, and MATA provides shelters for its passengers at various locations including the American Way Transit Center (AWTC); and

WHEREAS, It is necessary to repair the canopy at the AWTC which was damaged in the May 27, 2017 windstorm; and

WHEREAS, MATA issued an Invitation for Bids (IFB) for companies to repair and replace the canopy and received two bids; and

WHEREAS, One bid was responsive and responsible, and one offer was deemed non-responsive; and

WHEREAS, Contract award is based on the lowest responsive and responsible bid; and

WHEREAS, Nickson General Contractors, Inc. has submitted the lowest responsive and responsible bid at \$131,575, and their bid was within MATA's Independent Cost Estimate; and

WHEREAS, Staff has determined that Nickson's bid price is fair and reasonable and recommends that a contract be awarded to their company for the Repair and Replacement of the Canopy at the AWTC; and

WHEREAS, Funding for this contract will be provided by a combination of funds from MATA's insurance, FEMA, TEMA and the City of Memphis.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That a contract be awarded to Nickson General Contractors, Inc. for the Repair and Replacement of the Canopy at the American Way Transit Center at a cost of \$131,575.

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

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Res. No. 17-32

Motion Made By: Approved on Consent Agenda

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor;
John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams

MEMPHIS AREA TRANSIT AUTHORITY
Telephone: 901-722-7100 www.matatransit.com



TO: MATA Board of Commissioners
FROM: Gary Rosenfeld, Interim Chief Executive Officer
DATE: September 14, 2017
SUBJECT: Repair and Replacement of Canopy at the American Way Transit Center

This memo summarizes the procurement process to secure a contractor for the repair and replacement of the canopy at the American Way Transit Center that was damaged in the May 27, 2017 windstorm. The damages will be covered by a variety of sources which includes MATA's insurance, FEMA, TEMA and the City of Memphis.

MATA initially had to issue a purchase order to Mid-South Renovations to remove a portion of the damaged canopy that was hanging down and could potentially be a safety hazard to passengers. Following that, MATA requested bids on an emergency basis for removing the remaining portion of the damaged canopy and replacing it. MATA only received one bid from Upchurch; however, it was non-responsive.

MATA resolicited bids and received two bids. The lowest of these two bids was from Mid-South Renovations at \$58,500; however, their bid was deemed non-responsive. The other bid was from Nickson General Contractors, Inc. at \$131,575. Their bid was responsive and responsible and was within MATA's Independent Cost Estimate.

The goal for participation by Disadvantaged Business Enterprises (DBE) was set at 20% for this project. Nickson's bid not only met the goal, it exceeded it since Nickson is a DBE, so the DBE participation on this project will be 100%.

Staff recommends that a contract be awarded to Nickson General Contractors, Inc. at \$131,575.

MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS

RESOLUTION NO. 17-33

RESOLUTION TO AUTHORIZE THE PURCHASE OF DIESEL FUEL

WHEREAS, The Memphis Area Transit Authority (MATA) is required to maintain an inventory of diesel fuel to ensure the efficient and continued operation of its fleet; and

WHEREAS, Staff projects that the requirement for diesel fuel is approximately 1,400,000 gallons per year; and

WHEREAS, MATA has funds available through its operating budget to purchase such diesel fuel; and

WHEREAS, MATA solicited bids from vendors to participate in the procurement process for diesel fuel in accordance with MATA's Procurement Manual which included the possibility of awarding a fixed-price contract for 1,400,000 gallons of low-sulfur diesel fuel and to purchase off the spot market; and

WHEREAS, This procurement was formally advertised; and

WHEREAS, MATA received five responsive and responsible offers from vendors willing to participate in both the fixed-price and the spot market procurement; and

WHEREAS, Staff recommends that the following companies be authorized to participate in the procurement process for both the fixed-price and the spot market procurement for a one-year period:

Hartland Fuel Products, LLC
Mansfield Oil Company of Gainesville, Inc.
PAPCO
Petroleum Traders Corporation
Truman Arnold Companies (TAC); and

WHEREAS, MATA Staff recommends the Board authorize it to lock in a fixed-price contract for 1,400,000 gallons of low-sulfur diesel fuel with the lowest bidder from the vendors listed above on the date requested by the MATA Staff during the period of October 2, 2017 – March 31, 2018 provided the price per gallon does not exceed \$2.90; and

WHEREAS, MATA Staff recommends the Board authorize it to purchase diesel fuel on the spot market from any of the vendors listed above during the fiscal year on an as-needed basis for quantities of diesel fuel above the amount in the fixed-price contract, and/or to lock in additional fixed-price contracts for future periods.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That the MATA Staff is authorized to lock in a fixed-price

contract for 1,400,000 gallons of low-sulfur diesel fuel with the lowest bidder from the vendors listed above on the date requested by the MATA Staff during the period of October 2, 2017 – March 31, 2018 provided the price does not exceed \$2.90 per gallon.

BE IT FURTHER RESOLVED That the MATA Staff is authorized to purchase diesel fuel off the spot market during the fiscal year from any of the vendors listed above for quantities of diesel fuel above the amount in the fixed-price contract and/or to lock in additional fixed-price contracts for future periods with companies that are willing to participate.

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

Res. No. 17-33

Motion Made By: Approved on Consent Agenda

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor;
John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams



TO: MATA Board of Commissioners
FROM: Gary Rosenfeld, CEO
SUBJECT: IFB 18-03, Purchase of Diesel Fuel
DATE: September 26, 2017

MATA has issued a solicitation for diesel fuel. The current contract for diesel fuel expires August 31, 2018.

Based upon the new procurement process for diesel fuel that the Board approved on February 24, 2014, MATA's Staff requested vendors to indicate if they would agree to participate in submitting quotes during the period of October 2, 2017 – March 31, 2018 for the purpose of locking in a fixed-price contract for 1,400,000 gallons of ultra-low sulfur diesel fuel. They were also asked to indicate if they would submit quotes during the year for diesel fuel off the spot market.

The five vendors listed below submitted their required certificates and stated they were willing to participate.

Hartland Fuel Products, LLC
Mansfield Oil Company of Gainesville, Inc.
PAPCO
Petroleum Traders Corporation
Truman Arnold Companies (TAC)

MATA's Contracting Officer determined that all five were responsive and responsible. MATA is recommending that the Board authorize Staff to obtain quotes from the vendors listed above during the period of October 2, 2017 – March 31, 2018 in order to lock in a fixed-price contract for 1,400,000 gallons of ultra-low sulfur diesel fuel. If Staff determines that the market price is fair and reasonable and does not exceed the Board-established maximum price per gallon of \$2.90, we will request the vendors to provide their best price and then lock in the price with the lowest bidder.

MATA is also recommending that the Board authorize Staff to obtain quotes during the fiscal year to purchase diesel fuel from any of the vendors listed above that are willing to participate for quantities of fuel needed above the amount in any fixed-price contract and/or to lock in additional fixed-price contracts for future periods. Staff will review quotes received and issue a purchase order to the lowest bidder that can deliver the quantity within the required delivery time.

Please let me know if you have questions or would like to discuss.

MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS

RESOLUTION NO. 17-34

RESOLUTION TO AUTHORIZE THE PURCHASE OF UNLEADED GASOLINE

WHEREAS, The Memphis Area Transit Authority (MATA) is required to maintain an inventory of unleaded gasoline to ensure the efficient and continued operation of its vehicles; and

WHEREAS, Staff projects that the requirement for unleaded gasoline will be approximately 300,000 gallons per year; and

WHEREAS, MATA has funds available through its operating budget to purchase such fuel; and

WHEREAS, MATA solicited bids from vendors to participate in the procurement process for unleaded gasoline in accordance with MATA's Procurement Manual which included the possibility of awarding a fixed-price contract for 300,000 gallons of unleaded gasoline with the remaining gallons needed during the year to be purchased off the spot market; and

WHEREAS, This procurement was formally advertised; and

WHEREAS, MATA received five responsive and responsible offers from vendors willing to participate in the procurement for the unleaded gasoline for 300,000 gallons; and

WHEREAS, Staff recommends that the following companies be authorized to participate in the procurement process for both the fixed-price and the spot market procurement for a one-year period:

Hartland Fuel Products, LLC
Mansfield Oil Company of Gainesville, Inc.
PAPCO
Petroleum Traders Corporation
Truman Arnold Companies (TAC); and

WHEREAS, MATA Staff recommends the Board authorize it to lock in a fixed-price contract for 300,000 gallons of unleaded gasoline to the lowest bidder during the period of October 2, 2017 – March 31, 2018 provided the price per gallon does not exceed \$2.90; and

WHEREAS, MATA Staff recommends the Board authorize it to purchase gasoline on the spot market from any of the vendors listed above during the fiscal year on an as-needed basis for quantities of gasoline above the amount in the fixed-price contract, and/or to lock in additional fixed-price contracts for future periods with companies that are willing to participate.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That the MATA Staff is authorized to lock in a fixed-price contract for 300,000 gallons of unleaded gasoline to the lowest bidder during the period of October 2, 2017 – March 31, 2018 provided the price does not exceed \$2.90 per gallon.

BE IT FURTHER RESOLVED That the MATA Staff is authorized to purchase unleaded gasoline on the spot market during the fiscal year from any of the vendors listed above for quantities of unleaded gasoline above the amount in the fixed-price contract and/or lock in additional fixed-price contracts for future periods with companies that are willing to participate.

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

Res. No. 17-34

Motion Made By: Approved on Consent Agenda

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor;
John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams



TO: MATA Board of Commissioners
FROM: Gary Rosenfeld, CEO
SUBJECT: IFB 18-03, Purchase of Unleaded Gasoline
DATE: September 26, 2017

MATA has issued a solicitation for unleaded gasoline. The current contract for unleaded gasoline expires July 31, 2018.

Based upon the new procurement process for unleaded gasoline that the Board approved on February 24, 2014, MATA's Staff requested vendors to indicate if they would agree to participate in submitting quotes during the period of October 2, 2017 – March 31, 2018 for the purpose of locking in a fixed-price contract for 300,000 gallons of unleaded gasoline. They were also asked to indicate if they would submit quotes during the year for prices for these commodities off the spot market.

The five vendors listed below stated they were willing to participate in the procurement for the fixed-price contract for 300,000 gallons of unleaded gasoline.

Hartland Fuel Products, LLC
Mansfield Oil Company of Gainesville, Inc.
PAPCO
Petroleum Traders Corporation
Truman Arnold Companies (TAC)

MATA's Contracting Officer determined that all five were responsive and responsible. MATA is recommending that the Board authorize Staff to obtain quotes from the vendors listed above during the period of October 2, 2017 – March 31, 2018 in order to lock in a fixed-price contract for 300,000 gallons of unleaded gasoline. If Staff determines that the market price is fair and reasonable and does not exceed the Board-established maximum price per gallon of \$2.90, we will request the vendors to provide their best price and then lock in the price with the lowest bidder.

MATA is also recommending that the Board authorize Staff to obtain quotes during the fiscal year to purchase unleaded gasoline from any of the vendors listed above that are willing to participate for quantities of fuel needed above the amount in any fixed-price contract and/or to lock in additional fixed-price contracts for future periods. Staff will review quotes received and issue a purchase order to the lowest bidder that can deliver the quantity within the required delivery time.

Please let me know if you have questions or would like to discuss.

MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS
RESOLUTION NO. 17-35

**RESOLUTION TO AWARD A CONTRACT FOR WHEEL TO RAIL INTERFACE
STUDY TO HARSCO RAIL**

WHEREAS, The Memphis Area Transit Authority (MATA) needs to have a baseline Wheel to Rail Interface ("WRI") study and report conducted for the safe operation of the MATA's three trolley lines; and

WHEREAS, Staff solicited proposals from 16 engineering firms, formally advertised the solicitation and posted it on MATA's website; and

WHEREAS, Two responsive proposals were received in response to MATA's solicitation and were evaluated by MATA's Evaluation Committee in accordance with the evaluation criteria listed in the solicitation document; and

WHEREAS, The Evaluation Committee recommends that a contract be awarded to Harsco Rail, the highest ranked proposer, at a cost not to exceed \$112,915.60; and

WHEREAS, Capital funds are available for this procurement.

NOW, THEREFORE BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That a contract be awarded to Harsco Rail to perform a wheel to rail interface study at a cost not to exceed \$112,915.60.

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

Res. No. 17-35

Motion Made By: Approved on Consent Agenda

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor;
John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams



TO: MATA Board of Commissioners
FROM: Gary Rosenfeld, Interim Chief Executive Officer
SUBJECT: Wheel to Rail Interface Study
DATE: September 26, 2017

MATA's trolley system requires the services of a professional engineering firm to provide a baseline Wheel to Rail Interface ("WRI") study and report for the safe operation of MATA's three trolley lines. MATA solicited proposals from 16 vendors, formally advertised and posted the procurement to MATA's website. A DBE goal was not assigned to this procurement due to the lack of certified DBEs. Two proposals were received (from Harsco and SNC-Lavalin).

The following two scenarios were required for this study:

Scenario 1

The Wheel to Rail Interface study and subsequent report of all track and special trackwork on the Main Street Line, Trolley Maintenance and Storage Facility and yard (that is, all areas of track required to operate the Main Street Trolley service).

Scenario 2

The Wheel to Rail Interface study and subsequent report of all track and special trackwork required to operate the Madison Avenue and Riverfront Lines.

This solicitation was evaluated on the following criteria:

1. Experience and technical competence of proposed personnel
2. Qualifications and experience of the firm/team
3. Past record of performance

Price was not permitted to be an evaluation factor since this project involves engineering services. FTA requires that any procurement involving engineering or related services use the "Brooks Method". This method requires an evaluation committee to evaluate and score proposals based upon technical merit only to determine the highest-ranked proposer.

At that point, the grantee requests a price proposal from only the highest-ranked firm and negotiates with them all the way through receiving their Best and Final Offer (BAFO).

If the grantee and the proposer cannot come to an acceptable price, then negotiations are terminated with that proposer, and the grantee requests a price proposal from the next highest-ranked firm. This process is repeated until the grantee and a firm are able to reach an acceptable price.

Harsco was the highest-ranked proposer of the two firms (Harsco received 300 points compared to SNC-Lavalin's 273). The Evaluation Committee determined Harsco had more experience regarding wheel to rail interface than SNC-Lavalin. MATA requested Harsco to provide a price proposal that included a breakdown of their costs. Harsco promptly provided this and made revisions to it based upon MATA's request to split the report for the Main Street Line from the Madison and Riverfront Lines (due to the report for the Main Street Line being needed quicker than the report for the remaining lines). Harsco stated that they could complete the Main Street Line report within 30 days after receiving Notice to Proceed and could complete the report for the Madison and Riverfront Lines within another 25 days. Harsco's BAFO and time period for completing this project was acceptable.

Since Harsco's proposal was determined responsive and responsible, and their price was fair and reasonable, Staff recommends that a contract be awarded to their company for this project at a total cost of \$112,915.60.

Let me know if you have questions.

**MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS**

RESOLUTION NO. 17-36

**RESOLUTION TO AWARD A CONTRACT TO FOR THE PURCHASE OF EIGHT
WHEELCHAIR - ACCESSIBLE VANS**

WHEREAS, The Memphis Area Transit Authority (MATA) is a public agency responsible for providing public transportation services within the city of Memphis and surrounding communities; and

WHEREAS, MATA solicited proposals from vendors for purchasing up to eight wheelchair-accessible vans for MATAPlus service; and

WHEREAS, Proposals for the vans were solicited in accordance with MATA's Procurement Manual including formal advertisement; and

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

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

WHEREAS, The Evaluation Committee recommends that a contract be awarded to Mid-South Bus Center for the purchase of eight wheelchair - accessible vans at a price of \$37,282 each for a total of \$298,256 and a delivery time of 60 days from Notice to Proceed.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS That a contract is awarded to Mid-South Bus Center for the purchase of eight new wheelchair-accessible vans at a price of \$298,256 and a delivery time of 60 days from Notice to Proceed.

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

Res. No. 17-36

Motion Made By: Approved on Consent Agenda

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor;
 John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams



TO: The MATA Board of Commissioners
FROM: Gary Rosenfeld, Interim Chief Executive Officer
DATE: September 26, 2017
SUBJECT: RFP# 17-14 - Purchase of Eight Wheelchair – Accessible Vans

MATA solicited proposals for the purchase eight wheelchair - accessible vans for MATAPlus service to replace vehicles that have met their useful service life.

A Request for Proposals (RFP) was mailed to 18 vendors for this procurement, and it was formally advertised. A DBE goal was not assigned since FTA regulations require transit vehicle manufacturers to submit their goals to FTA and be on FTA's TVM list.

MATA received two responsive proposals (from Alliance Bus Group, Inc. and Mid-South Bus Center, Inc.).

The Evaluation Committee evaluated the proposals based upon the criteria established in the RFP and determined both proposers to be responsive and responsible and their prices to be fair and reasonable. MATA requested both companies to clarify various issues then requested their Best and Final Offer. Their final price for each van and delivery schedule from Notice to Proceed was:

Proposer	Unit Price	Extended Price	Delivery Schedule
Alliance Bus Group, Inc.	\$39,959	\$319,672	90 days from NTP
Mid-South Bus Center, Inc.	\$37,282	\$298,256	60 days from NTP

These prices and delivery schedules were then presented to the Evaluation Committee and added to their scores for the evaluation criteria. The points received by each proposer for a possible total of 400 were:

Proposer	Points
Alliance Bus Group, Inc.	377
Mid-South Bus Center, Inc.	399

This procurement is being awarded based upon the best value method. The Evaluation Committee recommends a contract be awarded to Mid-South Bus Center for the purchase of eight wheelchair – accessible vans at a unit price of \$37,282 for a total cost of \$298,256.

MEMPHIS AREA TRANSIT AUTHORITY
BOARD OF COMMISSIONERS

RESOLUTION NO. 17-37

RESOLUTION APPOINTING GARY ROSENFELD AS PRESIDENT-GENERAL MANAGER

WHEREAS, Section 2-56-5, Code of Ordinances, City of Memphis, Tennessee (City Code) authorizes the Memphis Area Transit Authority (MATA) Board of Commissioners to hire or contract with a general manager to operate the MATA transportation system; and

WHEREAS, following the resignation of Ron Garrison, the MATA Board of Commissioners appointed Gary Rosenfeld as Interim President-General Manager on January 26, 2017; and

WHEREAS, the appointment of the President/General Manager and the terms of his/her employment, including compensation, were reserved to further action of the Board of Commissioners; and

WHEREAS, Sean Healy has reported that the discussions and negotiations with Gary Rosenfeld have been successful as to the terms and conditions of the potential appointment of Gary Rosenfeld as MATA President/General Manager, including but not limited to the terms and conditions of a potential contract of employment with Mid-South Transportation Management, Inc.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS AREA TRANSIT AUTHORITY BOARD OF COMMISSIONERS that pursuant to Memphis City Code 2-56-5, Gary Rosenfeld is appointed President/General Manager of Memphis Area Transit Authority, to serve at the will and pleasure of the Board of Commissioners, for a term of three (3) years, effective August 1, 2017 through and including July 31, 2020. The Authority shall have an option exercisable in the sole discretion of the MATA Board of Commissioners not less than ninety (90) days preceding the expiration of the initial term of appointment to extend the term of Gary Rosenfeld's appointment as President/General Manager for two (2) additional years, from August 1, 2020 through and including July 31, 2022.

BE IT FURTHER RESOLVED That the Memphis Area Transit Authority Board of Commissioners ratifies, confirms and approves the terms and conditions negotiated by Sean Healy, Chairman, MATA Board of Commissioners with Gary Rosenfeld as to his appointment as President/General Manager and reimbursement by MATA of the expense of and incident to Mr. Rosenfeld's contract of employment with Mid-South Transportation Management, Inc.

BE IT FURTHER RESOLVED That the Chairman is authorized and directed to execute documents related to the extension of the term of the appointment of Gary Rosenfeld as MATA President/General Manager on behalf of the Authority and to take such actions on behalf of the Authority with Mid-South Transportation Management, Inc. as are necessary and appropriate as to Mr. Rosenfeld's employment with MTM.

Res. No. 17-37

Motion Made By: Lauren Taylor Seconded: Andre Gibson

YEA: Sean Healy; Andre Gibson; Kristen Bland; Martin Lipinski; Tommy Pacello; Lauren Taylor; John Vergos;

NAY: None

Approved: September 26, 2017

Absent at Time: Shelia Williams; Roquita Williams