BOARD OF DIRECTORS MEETING
MONDAY JUNE 24, 2019 3:30 P.M.
A. CALL TO ORDER – Scott Mahaffey

B. PLEDGE OF ALLEGIANCE

C. CITIZEN COMMENTS

D. COMMITTEE REPORTS
   - Regional Transportation Council Meeting – June 13, 2019 – Scott Mahaffey
   - Commuter Rail Committee Working Session – June 17, 2019 – Nick Genua
   - Planning/Operations/Marketing Committee Working Session– June 17, 2019 – Jeff Davis
   - Finance & Audit Committee Working Session – June 17, 2019 – Jeff King
     o Quarterly Investment Report Reviewed and Accepted

E. ITEMS TO BE WITHDRAWN FROM CONSENT AGENDA

F. CONSENT AGENDA
   1. BA2019-58 TEXRail 30-Minute Headways
   2. BA2019-59 Mercantile Partners Shared Ride Fare
   3. BA2019-60 ACCESS Supplemental Paratransit Services
   4. BA2019-61 Dash Partner Agreements
   5. BA2019-62 The Dash Circulator Pilot
   6. BA2019-63 Advertising Services
   7. BA2019-64 Temporary Staffing Services
   8. BA2019-65 Primary Depository Bank Services

G. PRESIDENT’S REPORT – Bob Baulsir

H. CHAIR’S REPORT – Scott Mahaffey

I. OTHER BUSINESS
J. EXECUTIVE SESSION

The Board of Directors may convene in Executive Session under the Texas Open Meetings Act for the consultation with its Attorney pursuant to Section 551.071; deliberation regarding real property pursuant to Section 551.072; deliberation regarding prospective gift pursuant to Section 551.073; deliberation regarding personnel matters pursuant to Section 551.074; deliberation regarding security devices pursuant to Section 551.076 and/or deliberations regarding economic development negotiations pursuant to Section 551.087.

K. RECONVENE

L. VOTE ON ACTION TAKEN ON MATTERS DELIBERATED IN EXECUTIVE SESSION

M. ADJOURN

NEXT MEETING WILL BE HELD ON AUGUST 26, 2019 AT 3:30 PM AT THE FORT WORTH CENTRAL STATION, 2ND FLOOR COMMUNITY ROOM

This facility is wheelchair accessible.

For accommodations for hearing or sight interpretive services, please contact Kelli Shields 48 hours in advance at 817.215.8972.
CONSENT AGENDA ITEMS
BOARD OF DIRECTORS

ACTION ITEM

Item Number: BA2019-58
Item Title: TEXRail 30-Minute Headways
Meeting Date: June 24, 2019

BACKGROUND

Trinity Metro has been awaiting the arrival of the final TEXRail train set (No. 108) to begin 30-minute headways as stated in section 5.3.3. of the FY2017 Commuter Rail Operations Plan. This vehicle has an expected commissioning date of June 30, 2019. Once commissioned, the vehicle will provide Trinity Metro with the required vehicle count to meet the service expansion. During the May Commuter Rail Committee meeting, a suggestion was made to look at operating with 30-minute headways all week and eliminating the weekend and holiday schedule that is proposed at 60-minute headways.

CURRENT STATUS

The table below outlines the cost for improvements to the schedule:

| TEXRail Service Change Costs Comparison | Current (Annualized) | New Schedule 5 Day 30" Peak Headways | New Schedule 7 Day 30" Peak Headways | FY2019 Budget
<table>
<thead>
<tr>
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<th></th>
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<th></th>
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</thead>
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<td>Variable Costs</td>
<td>Fixed Costs</td>
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<td>Variable Costs</td>
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<td>$10,828,826</td>
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| FY2020 Budget
| Budget | 5 Day Increase | 7 Day Increase | 5 Day vs 7 Day Delta |
| $13,561,666 | $12,911,170 | $13,561,666 | ($650,496) |

(1) Purchased Transportation costs at FY2020 contract rates.
(2) Price excludes insurance costs.
Service improvement opportunities include:

- Expanding transit offerings to a consistent 30-minute peak headway during weekdays at a 15% increase in annual costs of $12,455,067 from a current cost of $10,828,826.

- Expanding transit offerings to a consistent 30-minute peak headway during weekdays and weekends at a 21% increase in annual costs to $13,105,563 from a current cost of $10,828,826.

**FINANCING**

Funds are available in Trinity Metro’s FY2019 Operating Budget to finance this program with additional funds to be requested for FY2020 based upon the board’s decision.

**RECOMMENDATION**

The Commuter Rail Committee recommends that Trinity Metro’s Board of Directors authorize the President/Chief Executive Officer to implement the proposed TEXRail service changes to a consistent 30-minute peak headway during weekdays and weekends at a 21% increase in an annual cost to $13,105,563.
BOARD OF DIRECTORS
ACTION ITEM

Item Number: BA2019-59  Meeting Date: June 24, 2019
Item Title: Mercantile Partners Shared Ride Fare

BACKGROUND

On March 25, 2019, Trinity Metro’s Board of Directors approved Board Action BA2019-44 for Mercantile On Demand Service for first-mile/last-mile connections. The Mercantile area servicing the TEXRail station at Mercantile Center is the area that has been identified for ZIPZONE Service. In an effort to support our core focus of providing seamless transportation service, this first-mile/last-mile connection provides a needed service that connects our rail and bus lines to an area that creates approximately 18,000 jobs for the citizens of Fort Worth. We are proposing to enter into an agreement with the developers of the Mercantile Center business park to provide a subsidy support for the proposed $3.00 fare associated with this premium service.

The goal is to facilitate collaboration and common platforms that provide regional solutions to expanding transit demands. The proposed First-Mile / Last-Mile pilot endeavors to improve access by providing a lower cost alternative to transit vehicles.

FINANCING

We are in the final stages of contract negotiations with Mercantile Partners and have budgeted the appropriate cost based on 12 hours of service per day, Monday-Friday service with the assumption that service will carry 3.5 passengers per hour utilizing five (5) vehicles during revenue service. The City of Fort Worth has partnered with Trinity Metro to fund the project based on the cost assumptions mentioned in this paragraph. Mercantile Partners, LLC will provide a subsidy of $2.00 per ride originating or terminating in the Mercantile Partners Zone. The passenger will be responsible for payment of $1.00 per ride to meet the premium fare of $3.00 per ride per passenger.

RECOMMENDATION

The Planning, Operations and Marketing Committee recommends that Trinity Metro's Board of Directors authorize the President/Chief Executive Officer to approve the negotiation to enter into a contract with Mercantile Partners LLC, to provide a subsidy of $2.00 per ride originating or terminating in the Mercantile Partners Zone.
BOARD OF DIRECTORS

ACTION ITEM

Item Number: BA2019-60
Item Title: ACCESS Supplemental Paratransit Service
Meeting Date: June 24, 2019

BACKGROUND

Trinity Metro’s Wheelchair Accessible Transportation Services (ACCESS) provides door-to-door demand-response transportation to mobility-impaired persons. The ACCESS Service area includes a span of 185.9 square miles of ADA required service area and an additional 158.3 square miles of non-ADA required Service area for a total Trinity Metro Service area of 344.2 square miles.

ACCESS provides door-to-door demand-response service with thirty-seven (37) wheelchair accessible vans. To meet the increasing demand for this service, Trinity Metro contracts services with private transportation service providers for supplemental service.

Eligibility for the service requires that a person have a mobility impairment that prevents him/her from using fixed-route bus service. Currently, about 6,000 individuals actively use ACCESS. 71% percent are ambulatory passengers, and 29% percent use a wheelchair or some other device for mobility. Many ambulatory passengers use a range of mobility aids that include canes, crutches, and walkers. Any passenger may have an attendant and/or their service animal escort them on their trip(s).

Eligible riders are required to book trips through ACCESS at least one day in advance. ACCESS schedules trips for next day service.

REQUEST FOR PROPOSAL

In accordance with Trinity Metro’s Procurement Policy, Request for Proposal (RFP 19-T025), Wheelchair Accessible Transportation Services was issued and posted to the website. The solicitation was issued to secure a contracted firm to provide the supplemental services.

Proposals were received from the following six (6) firms: Creation of Beauty, Inc., First Transit, Inc., GC Logistics of Mississippi, LLC, Irving Holdings, Inc., Owl, Inc., and Real Time Transport.

The proposal documents were evaluated by an evaluation committee based on: 1) Qualifications, Experience of Firm, 2) Staffing and Project Organization, 3) Work Plan and 4) Cost. The proposals were evaluated, and the top two firms were interviewed and a Best and Final Offer was requested. The firm with the overall highest rating is Irving Holdings, Inc.

The contracted rates will be per hour, and includes fuel costs. It is estimated that Trinity Metro will utilize the supplemental services for 91,000 hours annually. Hourly rates proposed by Irving Holdings are:
**Year** | **Hourly Rate** | **Estimated Hours** | **Estimated Annual Cost**
--- | --- | --- | ---
1 | $41.99 | 91,000 | $3,821,090
2 | $43.25 | 91,000 | $3,935,750
3 | $44.55 | 91,000 | $4,054,050
4 | $45.89 | 91,000 | $4,175,990
5 | $47.27 | 91,000 | $4,301,570

**DBE UTILIZATION**

A goal of 10% was established for this solicitation. Irving Holdings, Inc. has committed to meet the established DBE goal.

**FINANCING**

Funds are available in the proposed FY2020 Operating Budget for these services. Funding for future years will be requested in the future budgets.

**RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends that Trinity Metro's Board of Directors authorize the President/Chief Executive Officer to enter into a five (5) year contract with Irving Holdings, Inc. to provide Wheelchair Accessible Transportation Services at an annual cost of $41.99 per hour, for a total not-to-exceed amount of $3,821,090 for the first year of the contract, and a five-year total estimated amount of $20,288,450.

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Disposition by Board of Directors

Secretary Approval: ____________________________ DATE

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**TRINITY METRO™**
BOARD OF DIRECTORS
ACTION ITEM

Item Number: BA2019-61  
Item Title: The Dash Partner Agreements  
Meeting Date: June 24, 2019

BACKGROUND

On April 23, 2018, the Board of Directors authorized the purchase of “zero emissions” electric powered buses (BA2018-40) for a new circulator route connecting the cultural district off West 7th Street with the downtown business and entertainment district. Trinity Metro, North Central Texas Council of Governments (NCTCOG), and the City of Fort Worth (COFW) agreed that providing a circulator service connecting downtown Fort Worth with the cultural district utilizing “zero emission” electric powered buses is in the best interest of the community. Trinity Metro will be launching The Dash service starting September 22, 2019, and is securing partnerships throughout the downtown business and cultural district to support the service and enhance the use of the electric buses in these areas. This Action Item is to request Trinity Metro Board of Directors to authorize contract agreements with business partners to provide revenue to Trinity Metro to offset operating expenses for the service provided.

FINANCING

This business decision includes a public/private engagement where twenty-five (25%) percent of daily operating funds will be supplied by private business partners as well as the City of Fort Worth. Funding for the buses was provided by the NCTCOG through a federal 80/20 grant.

The electric powered buses will be known as The Dash and will begin service on September 22, 2019. Operational expenses and revenue to offset expenses will be budgeted in the FY2020 budget cycle. As part of the normal budgeting process, staff will include all revenue generated through the public/private partnerships to offset operating cost of The Dash circulator service.

RECOMMENDATION

The Planning, Operations and Marketing Committee recommends that Trinity Metro’s Board of Directors authorize the President/Chief Executive Officer to enter into a Contract with each business partner for The Dash circulator services covering yearly expenses of $352,901.00 dollars while Trinity Metro expense for the circulator service will be $1,058,704.00.
BACKGROUND

On September 22, 2019, Trinity Metro proposes to implement a new pilot circulator service called “The Dash.” This pilot will offer service along Fort Worth’s West 7th Street corridor that will connect the cultural district and downtown Fort Worth. The Dash is based on a new grass-roots community initiative to provide mobility solutions in Fort Worth that involves both public and private funding. This pilot is intended to demonstrate how innovative funding models with contributions from the private sector can inspire investment in public transportation infrastructure and services to produce economic and social benefits for our community. The Dash will encourage people to walk or bike to a bus stop and leave their cars behind.

Trinity Metro conducted a public hearing December 11, 2018. Then, based on new changes to the proposed route, Trinity Metro conducted another public hearing June 13, 2019, at the Fort Worth Central Station. During this time, public comments were received through the hotline and by way of email.

The Dash

The Dash will operate from 9:30 a.m. to 10:30 p.m. on Sunday through Thursday with service hours extended until 12:30 a.m. on Friday and Saturday. It will feature premium zero-emission electric buses with perimeter seating, charging ports, infotainment and a unique red paint scheme with The Dash logo on its side.

FINANCE

The estimated annual cost of the service is $1.4 million and is intended to be subsidized by $353,000 annually from the City of Fort Worth and local area businesses for an initial period of three years. The remaining amount will be included in the FY2020 Operating Budget.

RECOMMENDATION

The Planning, Operations & Marketing Committee recommends that Trinity Metro’s Board of Directors authorize the President/Chief Executive Officer to implement The Dash pilot, effective September 22, 2019.
BACKGROUND:

In October 2014, Trinity Metro entered into a 5-year advertising contract, which expires this year and needs to be renewed, so that the agency can best manage and maximize revenue from advertising opportunities with Trinity Metro assets.

PROCUREMENT:

Trinity Metro determined that an RFP would be the appropriate method of procuring advertising services and that adequate competition exists. As part of Trinity Metro’s procurement process, Trinity Metro provided a scope of work and issued a Request for Proposal (RFP #19-T021) for Transit Advertising Services, March 22, 2019, along with forming an evaluation committee that consisted of diverse representatives from Operations, Marketing, Administration, and Finance. The committee was instructed to follow Trinity Metro’s confidentiality and DBE process, along with the selection criteria for award, which included categories for methodology and approach, revenue proposed and qualifications and experience.

Responsive, responsible, and compliant proposal responses were received from six (6) firms: Advertising Vehicles dba Adsposure, Clear Channel, Lamar Transit, Mesmerize, Outfront and Vector Media. An optional proposal was received from Creative Outdoor that provided a focus for managing bus benches only.

The recommended contract award is based on the highest rated proposal as determined by the response and committee evaluation. The contract will be for a five (5)-year term, with options to renew for 5 additional one-year renewal terms.

Based on their approach and realistic revenue strategy, the evaluation committee scored Adsposure the highest and therefore is recommended for selection.

Adsposure focuses only on transit advertising and has extensive experience in the transit advertising market. Their approach to revenue will provide steady and intentional growth, based on reasonable expectations: Trinity Metro is guaranteed a minimum of $500,000 in Year 1 with ascending minimums throughout the 5-year contract. Additionally, Adsposure will provide a 60/40 percent split for revenue generated above the minimum guarantee.

Trinity Metro’s Procurement Department has followed procurement policy with the Request for Proposal and is compliant with all applicable federal, state and Trinity Metro procurement requirements.

FINANCING:

This will be a revenue-generating contract. Revenue is anticipated for a guaranteed minimum of $500,000 per year for advertisements and will be adjusted for actual revenue from advertisements each year.
RECOMMENDATION:

The Planning, Operations and Marketing Committee recommends that Trinity Metro’s Board of Directors authorize the President/Chief Executive Officer to enter into a 5-year contract with options to renew for additional five one-year terms with Advertising Vehicles dba Adsposure for an estimated annual revenue amount of $500,000 each year, for a total estimated contract revenue amount of $5,000,000.
Examples of Advertising by Adsposure
BOARD OF DIRECTORS
ACTION ITEM

Item Number: BA2019-64
Item Title: Staffing Firm Reallocation

Meeting Date: June 24, 2019

BACKGROUND

At the January 23, 2017 Trinity Metro Board of Directors Meeting, the Board approved the President/CEO to enter into a two-year IDIQ (Indefinite Delivery-Indefinite Quantity) contract with three one-year options for temporary staffing services. Trinity Metro contracted with five firms, each having a specialized area.

Ajilon/Account Temps – Accounting
All Temps/1 Personnel – General/Warehouse
Cornerstone Staffing – Clerical
GTS Technology Solutions – IT
Prolim Global Corporation – Engineering/Software

The recommendation on the original board approval Board Action BA2017-31 Temporary Staffing Services, was for a total contract cost not-to-exceed $50,000 annually for each firm for the term of the contracts. During the normal course of business, Trinity Metro uses Accounting and Clerical temporary staffing more frequently than any other specialization, thus leading to the possibility of going over the $50,000 annual limit for Ajilon and Cornerstone Staffing.

No additional funds are being requested in this action item, Trinity Metro is requesting that the already approved funds be reallocated across all five approved firms.

FINANCING

Funds are available in Trinity Metro’s FY2019 Operating Budget.

RECOMMENDATION

The Finance and Audit Committee recommends that Trinity Metro’s Board of Directors authorize the President/Chief Executive Officer to approve reallocating the previously board approved funding of $50,000 per staffing agency to a total cost not-to-exceed $250,000 across all five approved staffing firms.

Disposition by Board of Directors

Secretary Approval: __________________________ DATE __________________________

TRINITY METRO™
BOARD OF DIRECTORS
ACTION ITEM

Item Number: BA2019-65
Item Title: Primary Depository Bank Services
Meeting Date: June 24, 2019

BACKGROUND

Trinity Metro designates one or more banks to serve as the depository for the funds of the authority. JP Morgan Chase Bank currently serves as Trinity Metro’s primary depository of funds. The current contract with JP Morgan Chase expires on September 30, 2019. Accordingly, we requested proposals from qualified financial institutions to provide banking services and to operate as the primary depository bank.

Trinity Metro has an agreement in place with Valley View Consulting, LLC to provide advisory services in connection with the selection.

PROCUREMENT

In accordance with Trinity Metro’s Procurement Policy, a Request for Proposal (RFP) # 19-T026 was issued on April 1, 2019 for Primary Deposit Bank Services. The RFP was sent to over 50 financial institutions, was advertised through the Fort Worth Star-Telegram locally and advertised on Trinity Metro’s website.

The solicitation resulted in eleven firms submitting proposals:
Bank of America, N.A.
Bank of Texas
BB&T
Capital One, Bank, N.A.
First Financial Bank, N. A.
Frost Bank
Inwood National Bank
JP Morgan Chase Bank, N.A. (incumbent)
Plains Capital Bank
Southside Bank
UMB Bank N.A.

JP Morgan Chase Bank, N.A. and Capital One Bank were asked to submit a best and final offer. After review of the best and final offer, Trinity Metro concurred with the selection of Valley View Consulting to select JP Morgan Chase, N.A.

DBE UTILIZATION

A determination was made that for this type of service, there are no direct DBE subcontracting opportunities.
FINANCING

Banking service charges fluctuate based on the monthly volume of transactions processed through the accounts and the amount of cash on deposit with the bank. The current estimate for expenses for the bank services for the five-year term is $74,187, net of incentives.

Funds are available in the FY2019 Operating Budget and will need to be included in future operating budgets submitted for approval by the Board.

RECOMMENDATION

The Finance & Audit Committee recommends that Trinity Metro’s Board of Directors authorize the President/Chief Executive Officer to negotiate a contract with JP Morgan Chase Bank, N.A. for primary services for a two-year term with three one-year options.
TRINITY METRO

QUARTERLY INVESTMENT REPORT

For the Quarter Ended

March 31, 2019

Prepared by

Valley View Consulting, L.L.C.

The investment portfolio of the Fort Worth Transportation Authority is in compliance with the Public Funds Investment Act and the Investment Policy and Strategies.

[Signatures]

Chief Financial Officer/Vice President

Controller

Disclaimer: These reports were compiled using information provided by the Fort Worth Transportation Authority. No procedures were performed to test the accuracy or completeness of this information. The market values included in these reports were obtained by Valley View Consulting, L.L.C. from sources believed to be accurate and represent proprietary valuation. Due to market fluctuations, these levels are not necessarily reflective of current liquidation values. Yield calculations are not determined using standard performance formulas, are not representative of total return yields and do not account for investment advisor fees.
Summary

Quarter End Results by Investment Category:

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<th>Asset Type</th>
<th>December 31, 2018</th>
<th>March 31, 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Ave. Yield</td>
<td>Book Value</td>
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<tr>
<td>DDA/MMA/NOW/Pools</td>
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<tr>
<td>Securities/CDs</td>
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<td><strong>Totals</strong></td>
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<td><strong>$257,800,486</strong></td>
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Current Quarter Average Yield (1)

| Total Portfolio    | 2.57%             |
| Rolling Three Month Treasury | 2.44%            |
| Rolling Six Month Treasury   | 2.51%            |

Fiscal Year-to-Date Average Yield (2)

| Total Portfolio    | 2.55%             |
| Rolling Three Month Treasury | 2.41%            |
| Rolling Six Month Treasury   | 2.45%            |
| TexPool             | 2.35%             |

Interest Earnings (Approximate)

| Quarterly Interest Income | $1,402,364 |
| Year-to-date Interest Income | $3,170,512 |

(1) Average Yield calculated using quarter end report yields and adjusted book values and does not reflect a total return analysis or account for advisory fees.

(2) Fiscal Year-to-Date Average Yields calculated using quarter end report yields and adjusted book values and does not reflect a total return analysis or account for advisory fees.
Economic Overview

The Federal Open Market Committee (FOMC) maintained the Fed Funds target range to 2.25% - 2.50% (Effective Fed Funds are trading +/-2.40%). The market projections now lean towards decreases late 2019 or early 2020. Gradual FRB portfolio reduction continues by limiting reinvestment of maturing holdings, but that strategy will end this summer. February Non Farm Payroll plunged to only 20,000 new jobs (although Dec and Jan were revised up slightly). Fourth quarter GDP registered 2.2% (final). Crude oil remained +/-$55. The Stock Markets continued higher from December lows. Housing mostly mixed. The mid-maturity yield curve is lower and still sway-backed.
## Portfolio Holdings
### March 31, 2019

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<tr>
<th>Issuer</th>
<th>Rate</th>
<th>Credit Rating</th>
<th>Maturity Date</th>
<th>Settlement Date</th>
<th>Face Amount/Shares</th>
<th>Book Value</th>
<th>Market Price</th>
<th>Market Value</th>
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| Total                       | $188,990,009 | $188,990,009 | $188,990,009 | 2.57       | 36          |

(1) Average Yield calculated using quarter end report yields and adjusted book values and does not reflect a total return analysis or account for advisory fees.
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<th>Purchases and Accrutions</th>
<th>Amortization-Sales-Maturities</th>
<th>Book Value 03/31/19</th>
<th>Market Value 12/31/18</th>
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</table>

**TOTAL**                    | 257,800,486 | 60,383,596 | (129,194,073) | 188,990,009 | 257,800,486 | (68,810,477) | 188,990,009