

# **BOARD OF DIRECTORS MEETING**

MONDAY, AUGUST 23, 2021 IMMEDIATELY FOLLOWING THE COMMITTEE MEETINGS AT 2:15 P.M.



TRINITY  METRO®

# BOARD OF DIRECTORS MEETING

## AGENDA

(via VIRTUAL MEETING)

MONDAY AUGUST 23, 2021 IMMEDIATELY FOLLOWING THE COMMITTEE INFORMATION MEETING

### Special Notice Regarding this Meeting:

Due to the COVID-19 (Coronavirus) pandemic, Tarrant County Public Health Recommendations issued on March 13, 2020, “strongly” recommended “organizers of events of any size in which people will be in close contact to cancel or postpone such events. *[emphasis added]*” In response, the Trinity Metro Board will meet by virtual meeting in strict adherence with applicable law, including in accordance with the suspension of certain requirements of the Open Meetings Act made by Governor Abbott on March 16, 2020, to permit open meetings to occur in a fully virtual setting.

The public is invited to participate in this virtual meeting by dialing the following toll-free teleconference bridge number:

## Microsoft Teams meeting

Join on your computer or mobile app

[Click here to join the meeting](#)

Or call in (audio only)

[+1 321-754-9506,,45795200#](#) United States, Orlando

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Each part of the virtual meeting is required to be open to the public will be audible to all participants on the call and recorded, and two-way communication will be maintained throughout the entire meeting, although there is not an opportunity or agenda for public comments in the committee meetings. Any individual who wishes to speak must first identify himself or herself. To optimize audibility, all participants are urged to mute their phones and turn off their cameras unless and until speaking.



# **BOARD OF DIRECTORS MEETING**

## **AGENDA**

MONDAY AUGUST 23, 2021 3:30 P.M.

VIRTUAL MEETING

### **A. CALL TO ORDER**

### **B. ROLL CALL**

### **C. CITIZEN COMMENTS**

### **D. COMMITTEE REPORTS**

- **Regional Transportation Council (RTC) – August 12, 2021 – Jeff Davis**
- **Commuter Rail Committee Working Session – August 23, 2021 – Charles Edmonds**
- **Planning/Operations/Marketing Committee Working Session – August 23, 2021 – Nick Genua**
- **Finance & Audit Committee Working Session – August 23, 2021 – Sylvia Alcala**
- **Transit Oriented Development Committee Working Session – August 23, 2021 – Tito Rodriguez**

### **E. ACTION ITEMS TO BE REMOVED FROM CONSENT AGENDA**

### **F. CONSENT AGENDA**

1. **BA2021-65**      **Contract Modification to the Trinity Railway Express (TRE) Operations and Maintenance Contract Related to Updating the Trinity Railway Express (TRE) Wash Bay**
2. **BA2021-66**      **Safety Enhancements at Fort Worth Central Station**
3. **BA2021-67**      **Trinity Railway Express (TRE) Trinity Lakes Station Construction Project**
4. **BA2021-68**      **TEXRail Station - Additional Art Panel Fabrication and Installation in Grapevine Main Street Station**
5. **BA2021-69**      **A Better Connection Promotional Fares**
6. **BA2021-70**      **Marketing Services Agency**
7. **BA2021-71**      **Dallas/Fort Worth Airport Advertising for TEXRail Renewal and Enhanced Services**



- 8. BA2021-72 Supplemental Funding for Tarrant County College (TCC) and Trinity Metro's Agreement Regarding Transit
- 9. BA2021-73 Adsplosure – Transit Advertising
- 10. BA2021-74 Route 30 CentrePort Circulator and Route 31 TRE Link
- 11. BA2021-75 Amendment to the Interlocal Agreement (ILA) between Trinity Metro, Dallas Area Rapid Transit (DART) and Dallas/Fort Worth International Airport (DFWIA) for Shuttle Service between Trinity Railway Express (TRE) CentrePort Station and Dallas/Fort Worth International Airport
- 12. BA2021-76 River North Transit (VIA) Public Transportation Agency Safety Plan
- 13. BA2021-77 Fire Extinguisher Inspection Services
- 14. BA2021-78 Striping Services
- 15. BA2021-79 Right of Way Services
- 16. BA2021-80 Critical Start Cybersecurity
- 17. BA2021-81 FY2022 Preliminary Operating and Capital Budgets

**G. ACTION ITEM**

- 1. BA2021-82 Approval of Joint Amendment to Dallas Area Rapid Transit (DART) and Fort Worth Transportation Authority (FWTA) Operation and Maintenance Agreements at Dallas/Fort Worth International Airport (DFWIA) – Bob Baulsir

**H. PRESIDENT'S REPORT**

- 1. Union Pacific Railroad Memorandum of Understanding – Bob Baulsir

**I. CHAIR'S REPORT**

**J. OTHER BUSINESS**

**K. 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.

**L. RECONVENE**



**M. VOTE ON ACTION TAKEN ON MATTERS DELIBERATED IN EXECUTIVE SESSION**

**N. ADJOURN**

**NEXT MEETING IS SCHEDULED FOR SEPTEMBER 20, 2021.  
PLEASE CHECK WEBSITE FOR DETAILS.**

# CONSENT AGENDA ITEMS



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-65

Meeting Date: August 23, 2021

Item Title: Contract Modification to the Trinity Railway Express (TRE) Operations and Maintenance Contract Related to Updating the Trinity Railway Express (TRE) Wash Bay

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### **BACKGROUND**

Trinity Railway Express (TRE) is a commuter railroad jointly operated by Dallas Area Rapid Transit (DART) and Trinity Metro and runs between Dallas and Fort Worth, Texas.

The current TRE wash bay brushes do not clean the cars, and the degraded condition of the brushes damages the freshly painted train cars. Additionally, the current system applies the soap at the end of the process, and the initial rinse cycle utilizes freshwater while the final rinse cycle utilizes the wastewater.

The update to the wash bay will consist of the following items:

- Update and replace brushes, nozzles, and soap delivery system;
- Repair wash bay concrete;
- Replace damaged, crumbling embedded track slab concrete;
- Replumb the water stations and correct the process flow of water and chemicals;
- Addition of a hot water feature to the system to provide more thorough cleaning; and
- Repairs and modifications to the stormwater drainage system and addressing environmental issues with the containment tank.

### **CURRENT STATUS**

This contract modification increases funding to the Regional Commuter Rail Operations and Maintenance Contract with Herzog Transit Services, Inc., [Contract No. 2005858-01] to oversee work related to updating the TRE Wash Bay.

The current equipment is damaging the TRE rail cars and not washing the TRE vehicles efficiently. As the TRE rail cars are being repainted and the existing wash bay is destroying the new paint.

Approval of this contract modification will pay for and allow Herzog Transit Services, Inc. (HTSI), under the TRE Operations and Maintenance Contract, to manage contractors hired to do concrete and equipment replacement related to the updating of the current TRE Wash Bay to current EPA/TCEQ standards.



**Item Number:** BA2021-65  
**Item Title:** Contract Modification to the Trinity Railway  
Express (TRE) Operations and Maintenance  
Contract Related to Updating the Trinity  
Railway Express (TRE) Wash Bay

**Meeting Date:** August 23, 2021  
**Page:** 2

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**FINANCING**

Sufficient funding for this contract modification of \$450,000 is included in Trinity Metro's FY2021 Capital Budget.

The contract modification cost will be split 50% by each agency (\$225,000 – DART; \$225,000 – Trinity Metro).

**RECOMMENDATION**

The Commuter Rail Committee recommends the Trinity Metro Board of Directors authorize the President/Chief Executive Officer or his designee to execute a contract modification to provide additional funding to the Trinity Railway Express Operations and Maintenance Contract with Herzog Transit Services, Inc., [Contract No. 2005858-01] related to updating the TRE Wash Bay for a not-to-exceed amount of \$450,000, increasing the total Board-authorized not-to-exceed amount by \$450,000.

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**Disposition by Board of Directors**

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**Secretary Approval:**

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**DATE**





# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-66

Meeting Date: August 23, 2021

Item Title: Safety Enhancements at Fort Worth Central Station

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### **BACKGROUND**

After a series of pedestrian safety issues at Fort Worth Central Station (FWCS) in 2020, a Hazard Analysis was commissioned to assess the current pedestrian railroad crossing. The Trinity Metro Director of Safety & Regulatory Compliance, the Herzog Director of Safety and two Federal Railroad Administration representatives recommended an improved safety practice at FWCS.

Of the recommendations, Trinity Metro is requesting approval to install in-pavement bi-directional LED flashing lights at the pedestrian crossing to better draw attention to the tracks.

The lights would be placed in the front of the crossing and on the sides of entrance points for pedestrians. Track 1 lighting will be set in the existing concrete. This placement will require locating utility lines and cutting concrete to secure the lights in place. On the Track 2 side, the contractor will remove existing brick pavers on the platform and cushion sand and base concrete would be removed. The LED flashing lights would be placed, and new concrete would be poured to secure the lighting.

In addition, Trinity Metro will install LED flashing monitor signs above the existing station signs on Track 1 and Track 2 sides of the pedestrian crosswalk; an LED flashing sign on the pillar near the pedestrian crosswalk will also be installed. The lighting and signs would run 24 hours a day, seven days a week, from A/C electricity. The installations will also require electrical work to determine the existing panels' load capacity. Electricity will also need to be routed to the bi-directional LED flashing lights and LED monitor signs on both sides of the track.

The installations will require On Track Safety authorization and protection provided by Herzog and included in the expected expenses. Coordination with TEXRail, TRE, and Amtrak for installation with minimal disruption will be addressed as part of the installation planning. Herzog will provide ongoing maintenance as part of operational practices, and replacement of equipment/parts would be expected from time to time. The project timeline is expected to be about 90 days from approval for funding until project completion.

### **PROCUREMENT**

Trinity Metro Facilities and Rail Departments developed a scope of work and initially reached out to one of Trinity Metros MEP Contractors for a quote. The quote received exceeded the independent cost estimate. Subsequently, an RFP was released for this project.

RFP 21-T017 was released by Trinity Metro on March 19, 2021. The RFP closed on April 15, 2021, with no submissions by contractors.

To move the project forward, Procurement reached out to Trinity Metro's MEP Contractor that initially provided a quote and asked them to update their quote for re-submittal. Procurement also reached out to Herzog Transit, the current contracted Operation and Maintenance contractor for TEXRail and Trinity Railway Express (TRE).

Both contractors provided proposals for the work defined in the scope of work of the RFP on June 28, 2021.

1. Angel Electrical (MEP Contractor) submitted a proposal totaling \$180,000.00.
2. Herzog Transit submitted a proposal totaling \$178,200.00.

Herzog was selected to complete the work as the most responsive, responsible low bid. A 10% contingency of \$17,820 is added to address unforeseen conditions bringing the contract's total value to \$196,020.

**FINANCING**

Funding for the safety enhancements at Fort Worth Central Station will come from the FFGA TEXRail funds. Local funds are available as part of Trinity Metro's FY2021 Capital Budget.

**RECOMMENDATION**

The Commuter Rail Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to issue a contract to Herzog Transit, for \$196,020, including the 10% contingency, for recommended Safety Enhancements at Fort Worth Central Station.

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**Disposition by Board of Directors**

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**Secretary Approval:**

\_\_\_\_\_  
**DATE**



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-67

Meeting Date: August 23, 2021

Item Title: Trinity Railway Express (TRE) Trinity Lakes Station Construction Project

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### **BACKGROUND**

Trinity Lakes Station is a new TRE station that will be constructed less than one mile east of the existing Richland Hills Station, inside of Fort Worth City limits, it will be part of the 1,600-acre master planned community developed by Trinity Lakes.

Trinity Metro is responsible for constructing the station platform, drainage, and other civil improvements inside the existing TRE railroad right-of-way. Trinity Metro issued a Request for Proposals (RFP 21-T020) for the construction of the new Trinity Lakes Station civil portions, which includes the following: double sided platforms, canopy structures, windscreens, drainage, communications system, etc. TRE's Operating and Maintenance contractor, Herzog Transit Services, Inc. (Herzog), has been authorized to perform the Track and Signal work.

### **PROCUREMENT**

In accordance with Trinity Metro's Procurement Policy, Request for Proposal (RFP 21-T020) for TRE Trinity Lakes Station Construction Project was issued on May 4, 2021 and Trinity Metro received five proposal responses.

A Trinity Metro Selection Committee reviewed all proposals, evaluated them based on established criteria and interviewed the top two highest ranking companies:

Archer Western Construction, LLC; and  
Austin Bridge & Road, LP

After interviews, both companies submitted Best and Final Offers (BAFO) for their proposed response. After review of the BAFO and based on their qualifications, the Selection Committee selected Austin Bridge & Road, LP.

Trinity Metro's Procurement Department has followed procurement policy with the Request for Proposal and is in compliance with all applicable Federal, State and the Trinity Metro procurement requirements.

### **FINANCING**

Funding for the new TRE Trinity Lakes Station is included in Trinity Metro's FY2020 Capital Budget.

### **DBE UTILIZATION**

A DBE Goal of 25% was established for this solicitation. Austin Bridge & Road, LP committed to meet or exceed the established DBE Goal for this contract.



**RECOMMENDATION**

The Commuter Rail Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to enter into a contract with Austin Bridge & Road, LP in the amount of \$10,966,117.80 plus 10% (\$1,096,612.00) contingency for unforeseen expenses, for a total amount of \$12,062,729.80.

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**Disposition by Board of Directors**

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**Secretary Approval:**

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**DATE**



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-68

Meeting Date: August 23, 2021

Item Title: TEXRail Station – Additional Art Panel  
Fabrication and Installation in Grapevine  
Main Street Station

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### **BACKGROUND**

On January 2021, Trinity Metro Board of Directors approved BA2021-29 for entering into a contract with 3FORM, LLC for the fabrication and installation of art panels to be attached to the station platform windscreens at all TEXRail Station in Fort Worth, North Richland Hills and Grapevine.

3FORM, LLC's base contract includes the installation of eight (8) art panels at Grapevine Main Street Station. The City of Grapevine has requested Trinity Metro to issue a contract modification to 3FORM, LLC to fabricate and install eight (8) additional art panels at Grapevine Main Street Station and the City of Grapevine has agreed to reimburse Trinity Metro 100% of the actual costs. 3FORM, LLC has submitted a change order for this additional work in the amount of \$29,421.31.

This Action Item is to request the Commuter Rail Committee's approval to increase the contract amount by \$29,421.31 to cover the additional art panel fabrication and installation requested by the City of Grapevine.

### **PROCUREMENT**

Trinity Metro's Procurement Department has followed the procurement policy for this change order and is in compliance with all applicable Federal, State and the Trinity Metro procurement requirements.

### **FINANCING**

The actual costs for additional art panel fabrication and installation for the Grapevine Main Street Station will be reimbursed 100% by the City of Grapevine.

### **RECOMMENDATION**

The Commuter Rail Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to execute a Change Order to Contract 20-034 with 3Form, LLC, to increase current authorized contract amount by \$29,421.31 to cover the additional work requested by the City of Grapevine. The revised total Board-Authorized amount will be \$278,318.89.

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Disposition by Board of Directors

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Secretary Approval:

DATE



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-69

Meeting Date: August 23, 2021

Item Title: A Better Connection Promotional Fares

### BACKGROUND

Over the past few years, Trinity Metro's Planning, Operations and Marketing teams have worked alongside transit expert Christof Spieler to develop A Better Connection, Trinity Metro's bus system redesign and implementation plan. After three rounds of public outreach, the draft plan was approved with BA2021-57 Approval of a Better Connection on May 17, 2021. With board approval, A Better Connection is all about giving customers more frequent routes and more direct routes that reach their destination without going through downtown. Route frequency is increased on routes 4 and 6. Riders will also have better transit opportunities with additional late night and Sunday service. This service change will begin on Sunday, September 5, and is being accomplished without any additional budget funding.

Trinity Metro has launched robust marketing, communications and outreach campaigns to share the route improvements with our current and potential customers to build ridership for those who may have been looking for more options.

To build support of potential riders and mitigate any customer service issues with existing customers, Trinity Metro staff would like to offer a discounted promotional fare to kick off the implementation and build ridership through the end of the calendar year. The proposal is a week of free rides beginning on September 5, 2021. After the initial seven days, the free fare would transition into a reduced option on one-ride fares and multi-ride tickets from September 12 through December 31, 2021. One-ride fares would be \$1 system-wide and multi-ride tickets would be 50% off. The promotional fares would be valid on local tickets only.

TYPE	REGULAR PRICE	PROMOTIONAL PRICE
<b>SEPT. 12, 2021 THROUGH DEC. 31, 2021</b>		
<b>SINGLE RIDE/ONE-WAY</b>		
BUS	\$2.00	\$1.00
BUS REDUCED	\$1.00	\$1.00
XPRESS BUS	\$2.50	\$1.00
XPRESS BUS REDUCED	\$1.25	\$1.00
RAIL	\$2.50	\$1.00
RAIL REDUCED	\$1.25	\$1.00
ALLIANCE ZIPZONE	\$0.00	\$0.00
MERCANTILE ZONE IN ZIPZONE	\$1.00	\$1.00
MERCANTILE, SOUTH TARRANT, SOUTHSIDE ZIPZONE	\$3.00	\$1.00



ACCESS	\$4.00	\$1.00
ACCESS ON LOCAL BUS	\$1.00	\$1.00
ACCESS PERSONAL CARE ATTENDANT ON BUS	\$1.00	\$1.00
<b>MULTI-RIDE/PERIOD TICKETS</b>		
ONE DAY	\$5.00	\$2.50
ONE DAY REDUCED	\$2.50	\$1.25
SEVEN DAY	\$25.00	\$12.50
SEVEN DAY REDUCED	\$12.50	\$6.25
30 DAY	\$80.00	\$40.00
30 DAY REDUCED	\$40.00	\$20.00
<b>EASYRIDE MULTI-RIDE/PERIOD TICKETS</b>		
ONE DAY	\$3.75	\$2.00
SEVEN DAY	\$18.75	\$10.00
30 DAY	\$60.00	\$30.00
365 DAY	\$600.00	\$300.00
<b>365 DAY PRORATED ANNUAL</b>		
SEPTEMBER	\$200.00	\$100.00
OCTOBER	\$150.00	\$75.00
NOVEMBER	\$100.00	\$50.00
DECEMBER	\$60.00	\$30.00

**FINANCING**

There is no additional direct cost added to the agency. Based on FY2020 revenues, the fare revenue not collected during the promotional period is estimated at \$750,000 and is accounted for in the proposed FY2022 operating budget.

**RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to approve free and promotional fares to support the implementation of A Better Connection.

**Disposition by Board of Directors**

Secretary Approval: \_\_\_\_\_

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-70  
Item Title: Marketing Services Agency

Meeting Date: August 23, 2021

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### BACKGROUND

Trinity Metro requires creative marketing and advertising services to promote the agency's products to the public. Trinity Metro has historically retained a firm to provide expertise in brand strategy and research, advertising design and creative development, plus media negotiation and placement.

A Request for Proposal (RFP 21-T037) for marketing and advertising services was released and advertised on Trinity Metro's website and the Bonfire Portal on June 17, 2021. Proposals were submitted by Belmont Icehouse, JO Agency, Pulsar Advertising, Inc., and Pytchblack.

An evaluation committee reviewed proposal documents and evaluated them based on established criteria. After final evaluations, Pulsar Advertising, Inc. was the highest ranking proposer selected for award.

Trinity Metro's board-approved annual advertising budget is currently \$1,108,000.00. Each submission used \$1,100,000.00 as the model for its proposal.

### PROCUREMENT

Trinity Metro's Procurement Department has followed procurement policies and procedures with the Request for Proposal and is in compliance with all applicable Federal, State and the Trinity Metro procurement requirements.

### FINANCING

Funding is being proposed for this contract in Trinity Metro's FY2022 Operating Budget and is subject to its approval. Funds for future years will be considered in their respective proposed budgets. For contract estimating purposes, Trinity Metro is factoring in an annual advertising budget increase of 2%. Therefore, the marketing services agency contract would reflect the following annual estimated amounts:

Year 1	\$1,100,000.00
Year 2	\$1,122,000.00
Year 3	\$1,144,440.00
Year 4	\$1,167,328.80
Year 5	\$1,190,675.38
<b>Total</b>	<b>\$5,724,444.18</b>



**DBE REQUIREMENT**

Trinity Metro established a Disadvantaged Business Enterprise (DBE) Goal of 15% for this solicitation. Pulsar Advertising, Inc. is a firm certified as a DBE by the Texas Department of Transportation.

**RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to enter into a two-year contract with Pulsar Advertising, LLC, with options for three (3) one-year renewals, for the purchase of marketing and advertising services at an initial annual estimated cost of \$1,100,000 with annual increases of 2% resulting in a total five-year estimated cost of \$5,724,444.18 for services provided.

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Disposition by Board of Directors

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Secretary Approval:

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DATE



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-71

Meeting Date: August 23, 2021

Item Title: Dallas/Fort Worth Airport Advertising for  
TEXRail – Renewal and Enhanced Services

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### **BACKGROUND**

Trinity Metro has leveraged the “Arrivals Network” screen-advertising program at DFW International Airport since February 2020 to promote the TEXRail commuter rail service. The current agreement (a renewal of board action item BA2021-26) was a result of the original approved board action item. This program allows Trinity Metro to build awareness and create a customer connection point through advertising on networked screens across all baggage claim areas at DFW International Airport as passengers depart the airport.

The current agreement expires October 24, 2021 and there is an ongoing need to publicize this service at the airport, where there are many potential riders, including travelers and airport employees.

JCDecaux is the agency that manages all advertising opportunities at DFW International Airport. In an agreement with them, Trinity Metro can purchase 10-second advertisements across 60 screens in the baggage claim areas in all terminals. The proposed timeline for this renewal is October 25, 2021 through October 23, 2022. For 60 screens at all terminals, the cost is \$104,000 for 52 weeks of advertising.

In addition, to capitalize on the increased visitor traffic during the Christmas holiday season, Trinity Metro wants to enhance exposure by incorporating the existing baggage claim video message on 16 larger-than-life digital screens across the airport (inside TSA-secured areas gates, concourses, etc.). These larger screens range in size from 208” w x 95” h to 144” w x 81” h. This added service of “Digital Spectaculars” is proposed for a term of 16 weeks (Sept. 13, 2021 through Jan. 2, 2022) on 16 screens for an additional \$100,000.

### **PROCUREMENT**

This is a sole-source procurement with JCDecaux as it is the only agency to offer advertising sales at DFW International Airport. Access to the arrival network and the digital spectaculars is only available to purchase from this provider.

### **FINANCING**

There are funds in Trinity Metro’s FY2021 Operating Budget to finance the cost of these services. Funds for future years will be considered in their respective proposed budgets.



**RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to purchase advertising at DFW International Airport from JCDecaux for the total purchase amount of \$204,000 from Sept. 13, 2021 through Oct. 23, 2022.

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**Disposition by Board of Directors**

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**Secretary Approval:**

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**DATE**



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-72

Meeting Date: August 23, 2021

Item Title: Supplemental Funding for Tarrant County College (TCC) and Trinity Metro's Agreement Regarding Transit

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### **BACKGROUND**

Since May 2018, Trinity Metro and Tarrant Community College District (TCC) have had an Agreement Regarding Transit allowing TCC students to ride on Trinity Metro local services for free, with the cost of rides paid by TCC. Recently, the North Central Texas Council of Governments (NCTCOG) has made \$300,000 in funding available to pay for TCC rides and has requested to pay those funds directly to Trinity Metro. TCC will allocate the funds they would typically pay to Trinity Metro to offer more scholarships to underrepresented students during this time.

The Regional Transportation Council (RTC) authorized \$300,000 in funding for this project on April 11, 2019, and no local match is required. The proposed agreement would allow up to \$300,000 over two years (\$150,000/year) to be payable directly to Trinity Metro from NCTCOG. During the duration of NCTCOG funding, all other terms of the Agreement Regarding Transit between Trinity Metro and TCC will remain in effect. After the agreement between Trinity Metro and NCTCOG ends, Trinity Metro and TCC will revert to the exclusive terms of the existing Agreement Regarding Transit.

The average monthly billing since the inception of the agreement between Trinity Metro and TCC is \$6,000, with the highest month being October 2019 at a total amount of \$14,354.

### **FINANCING**

There are no financing implications with this agreement. Trinity Metro will continue to receive payment for rides taken by TCC students on local services.

### **RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to enter into a two-year Interlocal Agreement with NCTCOG for up to \$300,000 in funding payable to Trinity Metro for TCC ridership.

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Disposition by Board of Directors

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Secretary Approval:

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DATE



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-73

Meeting Date: August 23, 2021

Item Title: Adsplosure – Transit Advertising

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### **BACKGROUND**

Trinity Metro has contracted with Adsplosure through BA2019-63 to market the agency's vehicles and bus stops as advertising opportunities that generate ancillary revenue for Trinity Metro. The initial five-year term expires in August 2024.

Trinity Metro often places ads on bus exteriors, benches at bus stops, and inside buses on cab cards. These promotional tools serve the agency's marketing initiatives well. An exterior ad panel on a bus is the equivalent of a rolling billboard. Bench ads reach potential consumers in specific neighborhoods in our service area and interior cab cards are an efficient means to communicate with existing riders. As the vehicles and benches are Trinity Metro property, the agency is not charged advertising display fees to utilize the space. However, Trinity Metro pays Adsplosure a reduced cost for the production and installation of advertisement panels.

Trinity Metro's marketing department wishes to have this advertising opportunity available on an as-needed basis each fiscal year for select promotions and is proposing that up to \$50,000 per year be made available for bus ad panels, cab cards and bench ads.

### **PROCUREMENT**

Trinity Metro's Procurement Department has followed the procurement policy and procedures and is in compliance with all applicable Federal, State, and Trinity Metro procurement requirements.

### **FINANCING**

There are funds in Trinity Metro's FY2021 Operating Budget to finance the cost of these services. Funds for future years will be considered in their respective proposed budgets.

### **RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to execute a contract modification to contract 19-021 with Adsplosure for cost associated with the production and installation of Trinity Metro ads on an as-needed basis with the total purchase amount of \$150,000 through August 2024.

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#### Disposition by Board of Directors

Secretary Approval: \_\_\_\_\_

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-74

Meeting Date: August 23, 2021

Item Title: Route 30 CentrePort Circulator and Route 31  
TRE Link

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### **BACKGROUND**

Route 30 CentrePort Circulator and Route 31 TRE Link have been providing connector service from the TRE CentrePort/DFW Station to the CentrePort Business Park and DFW International Airport since the implementation of TRE service in 2000. The connector services were provided through a contractor for the majority of the last 21 years, but Trinity Metro has been providing the services in-house since November 2019. Through an ILA, the cost for operating Route 31, TRE Link has been shared by Trinity Metro, Dallas Area Rapid Transit (DART), and DALLAS/FORT WORTH International Airport (DFWIA). North Central Texas Council of Governments (NCTCOG) has been providing grant funds to cover some costs. The current ILA amendment expires September 30, 2021, so Trinity Metro issued an RFP to potentially find a private company to provide the service at a lower cost.

### **PROCUREMENT**

Per Trinity Metro Procurement Policy, Request for Proposal 21-T031 for CentrePort/DFW Airport Transportation Service Provider was issued on May 19, 2021 and advertised on Trinity Metro's website.

Three firms submitted a response to the RFP. Those three firms were:

Echo AFC Transportation  
Hallcon Corporation  
RTW Management, Inc.

An evaluation committee reviewed proposal documents and evaluated them based on established criteria. After final evaluations, Echo AFC Transportation was the highest ranking proposer selected for the award.

Trinity Metro Procurement Department has followed procurement policy with Request for Proposal and is in compliance with all applicable Federal, State, and the Trinity Metro procurement requirements.

### **FINANCING**

Funds are considered in Trinity Metro's proposed FY2022 Operating Budget to finance the cost of CentrePort/DFW Airport Transportation Service, including Route 30 CentrePort Circulator and Route 31 TRE Link. Funds for future years will be considered in their respective proposed budgets.

### **DBE UTILIZATION**

A 5% Disadvantaged Business Enterprise goal was established for this contract. Echo AFC Transportation submitted DBE participation that meets or exceeds the established goal for this contract.



**RECOMMENDATION**

The Planning, Operating, and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer, to enter into a contract with ECHO AFC Transportation for three years with two one-year options for an estimated amount of \$6,600,000 (Route 30 CentrePort \$1,700,000 and Route 31 TRE Link \$4,900,000).

Seventy-five percent of the cost of Route 31 TRE Link service will be reimbursed through the ILA with DART and DFWIA and from grant funding through NCTCOG.

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**Disposition by Board of Directors**

Secretary Approval: \_\_\_\_\_

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-75

Meeting Date: August 23, 2021

Item Title: Amendment to the Interlocal Agreement (ILA) between Trinity Metro, Dallas Area Rapid Transit (DART) and Dallas Fort Worth International Airport (DFWIA) for Shuttle Service between Trinity Railway Express (TRE) CentrePort Station and Dallas Fort Worth International Airport

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### **BACKGROUND**

In March 25, 2019, Trinity Metro’s Board of Directors approved Action Item BA2019-43 to amend the Interlocal Agreement (ILA) between Trinity Metro, Dallas Area Rapid Transit (DART), and Dallas Fort Worth International Airport (DFWIA) for shuttle service between the Trinity Railway Express (TRE) CentrePort Station and DFW International Airport to ensure access to jobs and to provide funding for the operation of Route 31 TRE Link circulator service. That amendment to the ILA will expire September 30, 2021.

TRE Link operates on a thirty-minute frequency and runs between the TRE CentrePort Station and the Rental Car Facility south of DFW International Airport. Trinity Metro recently issued a Request for Proposal for the Route 31 TRE Link and a recommendation for a service provider was presented at this POM Committee meeting. The pricing scenarios for this amendment to the ILA are based on the hourly rates proposed by the service provider plus the hourly rate for Trinity Metro’s cost for maintaining the vehicles operated on the TRE Link.

Trinity Metro, DART, and DFWIA Board seek to amend the cost sharing schedule in the current ILA to reflect an equal cost distribution, defined as one-fourth cost participation for each party, for the continued provision of the service. The North Central Texas Council of Governments (NCTCOG) will participate financially and fund the remaining one-fourth of the cost.

### **FINANCING**

Funds for Trinity Metro’s portion of the shuttle service for FY2022 are included in the proposed FY2022 Operating Budget and future funding will be considered in their respective proposed Operating Budgets.



**Item Number:** BA2021-74

**Meeting Date:** August 23, 2021

**Item Title:** Amendment to the Interlocal Agreement (ILA) between Trinity Metro, Dallas Area Rapid Transit (DART) and Dallas Fort Worth International Airport (DFWIA) for Shuttle Service between Trinity Railway Express (TRE) CentrePort Station and Dallas Fort Worth International Airport

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**Page:** 2

**RECOMMENDATION**

The Planning, Operating, and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer, to execute the third amendment to the Interlocal Agreement with Dallas Area Rapid Transit (DART) and Dallas Fort Worth International Airport (DFWIA) Board for the provision of shuttle service between the TRE CentrePort Station and DFWIA for financial contribution equal to one-fourth of the total cost for providing the service.

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**Disposition by Board of Directors**

**Secretary Approval:** \_\_\_\_\_

**DATE** \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-76

Meeting Date: August 23, 2021

Item Title: River North Transit (VIA) Public  
Transportation Agency Safety Plan

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### **BACKGROUND**

On July 19, 2018, the Federal Transportation Administration (FTA) published the Public Transportation Agency Safety Plan (PTASP) Final Rule, 49 CFR Part 673, which took effect July 19, 2019, requiring all FTA Section 5307 recipient transit agencies to, within one calendar year after July 19, 2019, establish a PTASP that meets the requirements of Part 673. The PTASP, and subsequent updates, must be signed by the Accountable Executive and approved by the agency's Board of Directors. Under the current contract approved by Trinity Board of Directors BA2019-26 Pilot On-Demand Ride Share Services Program with River North Transit, LLC (VIA) to provide on-demand rideshare service, Bob Baulsir, President/Chief Executive Officer, will serve as the Accountable Executive on the PTASP for ZIPZONE services. VIA is one of the on-demand service providers under contract with Trinity Metro for this service.

The PTASP listed was drafted by VIA, using TxDOT per 49 CFR 673.11(d) guidelines. It will remain in effect until VIA has prepared the next version. The PTASP must document the processes and activities related to Safety Management System (SMS) implementation and include performance targets based on the safety performance measures established under the National Public Transportation Safety Plan, with those targets being shared with the North Central Texas Council of Governments (NCTCOG) and the Texas Department of Transportation (TxDOT).

VIA is dedicated to ensuring that the necessary processes are in place to accomplish both enhanced safety at the local level and the goals of the National Public Transportation Safety Plan, as the Safety Management System helps organizations improve upon their safety performance by supporting the institutionalization of beliefs, practices, and procedures for identifying, mitigating, and monitoring safety risks.

### **PROCUREMENT**

There were no Trinity Metro procurement activities associated with this PTASP.

### **FINANCING**

There were no Trinity Metro financial responsibilities associated with this PTASP.

**RECOMMENDATION**

The Planning, Operations, and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to sign the Public Transportation Agency Safety Plan developed for River North Transit (VIA) as the Accountable Executive.

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**Disposition by Board of Directors**

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**Secretary Approval:**

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**DATE**



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-77

Meeting Date: August 23, 2021

Item Title: Fire Extinguisher Service

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### **BACKGROUND**

Trinity Metro owns approximately 500 fire extinguishers for use in our vehicles and facilities. These extinguishers require annual inspections by a licensed technician, as well as an in-depth inspection every six years. This contract will cover the following:

- An Annual inspection of all fire extinguishers
- Six-Year maintenance of all fire extinguishers
- Repair, recharge, and/or replacement of any extinguishers found to be deficient
- Replacement of any components found to be deficient
- Purchase new fire extinguishers
- Certification that the fire extinguisher has passed inspection
- A written report of the inspection of each extinguisher

### **PROCUREMENT**

The Trinity Metro Procurement Department has followed procurement policy with Request for Proposal and is in compliance with all applicable Federal, State, and the Trinity Metro procurement requirements.

### **FINANCING**

There are funds in Trinity Metro's FY2021 Operating Budget to finance the cost of these services. Funds for future years will be considered in their respective proposed budgets.

### **RECOMMENDATION**

The Planning, Operations, and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to execute a six-year contract with Johnson Controls Fire Protection for fire extinguisher services in the amount \$300,000.

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Disposition by Board of Directors

Secretary Approval: \_\_\_\_\_

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-78  
Item Title: Striping Services

Meeting Date: August 23, 2021

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### **BACKGROUND**

Trinity Metro owns numerous facilities that require painted striping, both for parking spaces, curbs, and near rail lines. These properties include the bus parking lot, park and ride locations, train stations, and employee parking lots. This contract is for commercial striping services to maintain existing striping and add or remove striping as needed.

### **PROCUREMENT**

The Trinity Metro Procurement Department has followed procurement policy with Request for Proposal and is in compliance with all applicable Federal, State, and the Trinity Metro procurement requirements.

### **FINANCING**

There are funds in Trinity Metro's FY2021 Operating Budget to finance the cost of these services. Funds for future years will be considered in their respective proposed budgets.

### **RECOMMENDATION**

The Planning, Operations, and Marketing Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to execute a three-year contract with two one-year renewal options with Striping Plus for striping services in the amount of \$120,000.00, for a total contract amount of \$120,000.00.

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Disposition by Board of Directors

Secretary Approval: \_\_\_\_\_

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-79

Meeting Date: August 23, 2021

Item Title: Right of Way Services

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### **BACKGROUND**

Right of way companies provide a variety of services. They include negotiations and relocation associated with the purchasing of property, cost estimates, title research, survey, appraisal and environmental site assessments. These companies can also provide assistance in route selection. Several upcoming projects that may need to use right of way services including TEXRail Segment 1 and the Lancaster BRT.

A Request for Proposals (RFP 21-T040) for Real Property Acquisition Services was released and advertised on Trinity Metro's website and the Bonfire Portal on July 2, 2021. Proposals were received by eight consulting companies. The RFP allowed for the selection and award of contract to multiple companies. An evaluation committee reviewed proposal documents and evaluated based on established criteria. After final evaluations, Stateside Right of Way Services and HDR Engineering were determined to be the highest ranking proposers selected for award.

### **PROCUREMENT**

The Trinity Metro Procurement Department has followed procurement policy with Request for Proposal and is in compliance with all applicable Federal, State, and the Trinity Metro procurement requirements.

### **FINANCING**

Funds will be available in Trinity Metro's FY2021 Operating Budget for tasks issued in FY2021. Funds for the remainder of the contract(s) will be considered in subsequent years' operating and capital budgets.

### **RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends Trinity Metro Board of Directors approve funding not to exceed \$1,000,000 over the next five years for Right of Way Services and authorize the President/Chief Executive Officer to enter into a three-year contract term with options to renew for two additional one-year terms with HDR Engineering in an initial amount of \$300,000 and Stateside Right of Way Services in an initial amount of \$300,000 for Right of Way Services with \$400,000 in set aside for the remaining two year periods and as an additional allowance in the initial three year periods, if needed. Services will be provided based on a standard hourly rate.

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### **Disposition by Board of Directors**

Secretary Approval: \_\_\_\_\_

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-80  
Item Title: Critical Start Cybersecurity

Meeting Date: August 23, 2021

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### **BACKGROUND**

Trinity Metro entered into a contract with Critical Start in August 2021, to purchase two cybersecurity products made by SentinalOne. SentinalOne delivers endpoint protection that successfully prevents, detects and responds to cyber threats, thus securing our operations. Trinity Metro originally purchased 375 licenses but needs to add an additional 25 to cover all hardware. Currently, Trinity Metro is contracting each year but would like to enter into a multi-year contract.

### **PROCUREMENT**

Trinity Metro's Procurement Department has followed procurement policy and procedures and is in compliance with all applicable Federal, State, and Trinity Metro procurement requirements.

### **FINANCING**

Funds are included in Trinity Metro's approved FY2021 Operating Budget through the permitted reassignment of approved funding levels from timing differences or project cost variations for operating expenditures. Consequently, approval of this Action Item should not result in a net modification of funding levels for operating expenditures in FY2021. Funds for future years will be considered in their respective proposed budgets.

### **RECOMMENDATION**

The Finance and Audit Committee recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to enter into a contract with Critical Start for a one-year term, with an option to renew for two (2) additional one-year terms, for a contract cost of \$117,900 with a 5% contingency of \$5,895 for a total amount of \$123,795.

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Disposition by Board of Directors

Secretary Approval: \_\_\_\_\_

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-81  
Item Title: FY2022 Preliminary Operating and Capital Budgets

Meeting Date: August 23, 2021

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### BACKGROUND

A summary of the preliminary operating and capital budgets for FY2022 is attached for approval. The preliminary budget will be sent to the governing bodies of our member cities.

### RECOMMENDATION

The Finance and Audit Committee recommends the Trinity Metro Board of Directors to adopt the attached Preliminary FY2022 Operating and Capital Budgets.

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Disposition by Board of Directors

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Secretary Approval:

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DATE





**Trinity Metro  
 Fiscal 2022 Operating Budget**

(All Amounts in \$000's)

	<b>FY2022 Budget</b>
<b>Fare Revenue</b>	\$ 4,885
<b>Other Revenue</b>	
Sales Tax	84,500
Investment	44
Advertising	535
Operating Grants	32,332
ARP Act	13,156
Capital Grants	51,095
Contributions from Grapevine	10,458
Contributions from Partners	2,678
Miscellaneous	1,558
Rental Income	716
Fort Worth Bike Share Revenue	426
<b>Total Other Revenue</b>	<u>197,497</u>
<b>Total Revenue</b>	<u>202,382</u>
<b>Operating Expense</b>	
Salary and Benefits	47,461
Services	61,871
Fuels and Lubricants	1,505
Tires and Tubes	418
Maintenance Materials	3,326
Supplies and Materials	907
Utilities	1,515
Insurance	9,795
Taxes and Fees	44
Interest Expense	-
Miscellaneous	815
<b>Total Operating Expense</b>	<u>127,657</u>
<b>Net Available for Capital Expenditures and Reserves</b>	<u>\$ 74,725</u>
 Non-Cash Depreciation	 49,980



**Trinity Metro**  
**Fiscal 2022 Capital Expenditures**

(All Amounts in \$000's)

<b>Project Name</b>	<b>FY2022 Budget</b>
Grove Street Design and Renovations	\$ 2,896
Electric Bus Expansion and Charger	3,361
HRP Fire System Upgrade	1,950
Underground Fuel Tanks Replacement	190
TEXRail FFGA	459
Trinity Lakes Station	15,568
TRE Capital Maintenance FY21 - FY26	6,910
TEXRail Capital Maintenance	474
TEXRail Segment 1 Environmental/Engineering	1,736
TRE Grade Crossings	494
TEXRail Station Art	320
Automated Fare Collection System	909
Intelligent Transportation System	520
DriverMate CAD/AVL	620
Transit Signage Improvements	470
Electric MCI Bus Expansion with Charging Infrastructure	16,383
Generator Upgrade	4,972
Concrete Replacement	220
T&P Tunnel Improvements	518
Paint Booth Renovations	392
TRE Ticket Vending Machines Replacements	584
Train Platform Validators	200
Security System and Camera Upgrades	4,194
Facilities Capital Maintenance	731
E. Lancaster BRT and TOD Planning	654
Trinity Metro Mobile App	512
Fixed Route Bus Replacements	16,888
ACCESS Van Replacements	2,350
Non-Revenue Vehicle Replacements	900
HVAC Replacements	190
Server Equipment Upgrades (IT)	1,010
Other Capital Equipment	394
<b>Total Expenditures</b>	<b>\$ 87,967</b>



**Trinity Metro**  
**Annual Surplus, Capital, Debt and Cash & Investments Projections**

*(\$ millions, roundings not corrected)*

	<u>FY20</u>	<u>FY21</u>	<u>FY22</u>
<b>Net Surplus for Year - Cash Basis</b>	110.6	121.0	74.2
<b>Capital Expenditures</b>	(71.2)	(53.6)	(88.0)
<b>Debt &amp; Loan Repayments:</b>			
\$325MM Loan - TEXRail	(265.0)	(60.0)	-
State of Texas (Sales Tax)	-	(9.5)	-
State of Texas (CNG) & SSA (1)	-	(1.9)	-
City of Grapevine (Contribution)	(15.0)	-	-
<b>Increase (Decrease) in Cash</b>	(240.6)	(4.1)	(13.8)
<b>Cash &amp; Investments</b>			
Beginning Balance	273.7	33.1	29.0
Ending Balance	<u>\$ 33.1</u>	<u>\$ 29.0</u>	<u>\$ 15.2</u>
Reserve Requirement (2)		\$ 8.1	\$ 8.3
Reserve Difference		\$ 20.9	\$ 7.0

(1) Repayment of Social Security deferral of remittances as allowed under the CARES Act.

(2) Cash reserve requirement established by the Board of Directors for unanticipated financial events.

**Pay-as-you-go**

*Under Trinity Metro's pay-as-you-go financial governance goal, current year operating expenses are paid for from current year operating revenues within each fiscal year.*

# ACTION ITEM



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-82

Meeting Date: August 23, 2021

Item Title: Approval of Joint Amendment to Dallas Area Rapid Transit (DART) and Fort Worth Transportation Authority (FWTA) Operation and Maintenance Agreements at Dallas/Fort Worth International Airport (DFWIA)

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### BACKGROUND

#### Trinity Metro's 2017 Documents with DFWIA Board re: TEXRail

Trinity Metro entered into a series of documents dated November 28, 2017, with the Dallas-Fort Worth International Airport Board ("DFWIA Board") in order to construct and then operate TEXRail within the Dallas-Fort Worth International Airport ("DFWIA"), including Trinity Metro's acquisition of an easement in DFWIA.

#### 2017 Trinity Metro/DFWIA Operating Agreement

One of those documents was the FWTA/DFWIA Construction, Operation, and Maintenance Agreement (the "2017 Trinity Metro/DFWIA Operating Agreement") which explicitly anticipated that Dallas Area Rapid Transit ("DART") would later share Trinity Metro's DFWIA easement to construct and operate the Silver Line. The shared easement area covers the Terminal B Station and then extends north to include the DFW Airport North Station (the "Shared Easement Area")

#### Trinity Metro's 2021 Document with DART for Silver Line's Use of Shared Easement Area

Trinity Metro negotiated with DART for roughly two years in an effort to set the terms for Silver Line's use of the Shared Easement Area and related issues.

#### 2021 Trinity Metro/DART Operating Agreement

At its April 12, 2021 meeting, the Trinity Metro Board of Directors authorized the execution of, among other documents, the Operating Agreement (Shared Use of TEXRail Facilities at DFW International Airport) dated April 13, 2021 (the "2021 Trinity Metro/DART Operating Agreement").

#### The Trinity Metro Protections

Trinity Metro was alert to the operational and liability challenges of sharing facilities with another transit agency. As a condition to receiving and exercising its rights to the Shared Easement Area, DART agreed in the 2021 Trinity Metro/DART Operating Agreement to, among other things, comply with all laws (including environmental laws) and properly conduct its activities in the Shared Easement Area, and indemnified Trinity Metro for all loss, cost, damage or expense resulting from (a) DART's violation of laws (including environmental laws), (b) negligent acts, (c) DART's breach of the 2021 Trinity Metro/DART Operating Agreement, or (d) otherwise arising from DART's use of the Shared Easement Area (the "Trinity Metro Protections").



### DART's Negotiations With DFWIA Board for Silver Line

Once DART reached agreement with Trinity Metro and signed the 2021 Trinity Metro/DART Operating Agreement, it began negotiating with DFWIA Board to obtain the additional rights it needed to build and operate the Silver Line in DFWIA. Trinity Metro collaborated with DART to help achieve the swiftest resolution of DART's needs.

#### DFWIA Board's Concern re: Responsibility for Losses in Shared Easement Area

DFWIA Board was understandably concerned that if an environmental event, accident, injury, or similar act occurred in the Shared Easement Area, it would be difficult for DFWIA Board to identify with certainty the responsible transit agency since both Trinity Metro and DART will be operating there. For example, if hazardous materials were found, either Trinity Metro or DART could be responsible. The DFWIA Board feared that, in the event of such an occurrence, it would pursue Trinity Metro and DART and each would blame the other, frustrating DFWIA Board's ability to obtain an adequate remedy.

#### The Joint Amendment

Several solutions were proposed, but each seemed unduly complicated and time-consuming. Trinity Metro suggested, and DFWIA Board and DART agreed, that the 2017 Trinity Metro/DFWIA Operating Agreement and the corresponding operating agreement between DFWIA Board and DART be succinctly amended to address DFWIA Board's concerns. The attached three-page Joint Amendment to the DART and FWTA Operation and Maintenance Agreements at Dallas/Fort Worth International Airport (the "Joint Amendment") resulted.

#### Summary of Joint Amendment's Terms

The Joint Amendment provides:

1. Trinity Metro and DART are jointly responsible to DFWIA Board, but only for environmental and tort (for example, accidents) liabilities in the Shared Easement Area;
2. Joint liability does not extend to contract claims or other situations in which the liability of either Trinity Metro or DART to DFWIA Board is clearly established;
3. Trinity Metro's and DART's obligations under their respective agreements with DFWIA Board are not in any way expanded; so if Trinity Metro would not be liable for an occurrence in the Shared Easement Area, the Joint Amendment does not create that liability;

- 4. Most importantly, DART’s obligations and Trinity Metro’s rights – including the Trinity Metro Protections – under the 2021 Trinity Metro/DART Operating Agreement are not affected; thus if Trinity Metro and DART are both sued by DFWIA Board, Trinity Metro has all of its indemnity and other rights to recover from DART.
- 5. Thus if DFWIA Board jointly pursues Trinity Metro and DART for an occurrence DART caused, Trinity Metro simply exercises its indemnity and other rights against DART under the Trinity Metro Protections.

Finally, the Joint Amendment benefits Trinity Metro by requiring DFWIA Board to offer Trinity Metro the same amendment(s) to the 2017 Trinity Metro/DFWIA Operating Agreement it ever offers DART to DART’s operating agreement.

The Joint Amendment has been approved by the DART Board of Directors [and by the DFWIA Board]. DFWIA BOARD TO ADDRESS AT ITS MEETING TOMORROW.

**FINANCING**

The Joint Amendment does not expand Trinity Metro’s financial or other obligations.

**RECOMMENDATION**

Trinity Metro staff and outside counsel recommends Trinity Metro Board of Directors authorize the President/Chief Executive Officer to enter into the Joint Amendment to DART and FWTA Operation and Maintenance Agreements at Dallas/Fort Worth International Airport.

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**Disposition by Board of Directors**

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**Secretary Approval:**

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**DATE**

