I. Pledge of Allegiance

II. Public Comment:
   3. David Patterson regarding Capital Metro issues. Spoke on Advisory committee issues, CSAC, IVR and no good reception at meetings.
   4. Donald Washington regarding fare increase. Spoke on fare policy issues.

III. Advisory Committee Updates:
   2. Update on the Access Advisory Committee (AAC). No report.

IV. Executive Session of Chapter 551 of the Texas Government Code:
   Board went into executive session at 3:13 p.m.
   Board returned from executive session at 3:41 p.m.

V. Board Committee Updates:
   1. Finance/Audit committee
      Frank Fernandez, chair of committee, provided updates for the finance/audit committee. He reported that the committee's meeting was rescheduled for November 18, 2010, and they will be discussing the process for making amendments to the budget and a fare policy.
   2. Rail committee
      John Langmore, chair of committee, reported that the committee discussed the contract modification with Herzog that the board will consider at today's meeting. The committee recommended approval. They also discussed the ongoing effort to increase ridership on Capital MetroRail.
   3. Operations/Planning committee
      Chris Riley, chair of committee, reported that the committee discussed Capital Metro’s legislative priorities for the upcoming legislative session and the potential use of CNG to fuel at least a part of the revenue fleet. The committee also discussed the ITS project and will continue to get monthly reports.
   4. Labor committee
      Mike Martinez, chair of committee, was not present, and no report was given.
VI. Action Items:

1. **Resolution CMTA-2010-85 C.D. Henderson Settlement Agreement**
   Approval of a resolution authorizing the president/CEO, or her designee, to accept a settlement proposed by a mediator in the lawsuit filed by C.D. Henderson Construction Services litigation against Capital Metropolitan Transportation Authority and 37 subcontractors.
   
   Board member Langmore read the resolution.
   
   RESULT: ADOPTED [5 TO 0]
   MOVER: Norm Chafetz, Board Member
   SECONDER: Chris Riley, Board Member
   AYES: Chafetz, Langmore, Fernandez, Hlista, Riley
   ABSENT: Beverly Silas, Mike Martinez
   AWAY: Ann Stafford

2. **Resolution CMTA-2010-86 Board Minutes**
   
   *It was moved by Stafford and seconded by Fernandez to approve the minutes for October 25, 2010 board meeting.* 5/ayes 0/Nayes 1/Abstain - Hilista
   
   RESULT: ADOPTED [5 TO 0]
   MOVER: Chris Riley, Board Member
   SECONDER: Frank Fernandez, Board Member
   AYES: Chafetz, Langmore, Fernandez, Hlista, Riley
   ABSENT: Beverly Silas, Mike Martinez
   AWAY: Ann Stafford

3. **Resolution CMTA-2010-87 Herzog Contract Modification**
   Approval of a resolution authorizing the president/CEO or her designee, to finalize and execute a contract modification with Herzog Transportation Services, Inc. (HTSI) for the operation and maintenance of way of the agency’s commuter rail system in an amount not to exceed $67,943,719. This amount includes a 10 percent contingency ($6,085,793) to support future service expansions and capital construction projects that may be programmed in future budgets.
   
   RESULT: ADOPTED [5 TO 0]
   MOVER: Chris Riley, Board Member
   SECONDER: Norm Chafetz, Board Member
   AYES: Chafetz, Langmore, Fernandez, Hlista, Riley
   ABSENT: Beverly Silas, Mike Martinez
   AWAY: Ann Stafford

4. **Resolution CMTA-2010-88 MetroRapid BRT Bus Purchase**
Approval of a resolution authorizing the president/CEO, or her designee, to finalize and execute a contract with Nova Bus for the purchase of up to twenty-two (22) sixty-foot and up to eighteen (18) forty-foot BRT buses and spare components in an amount not to exceed $27,224,458.

Carl Woodby, director of vehicle maintenance, provided updates.

Chris Riley spoke on his concerns regarding fare boxes from retired buses, buses only being able to carry two wheelchairs and bikes and alternative fuel issue.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Norm Chafetz, Board Member
SECONDER: Chris Riley, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

5. Resolution (ID # 1678) Watco Contract

Approval of a resolution authorizing the president/CEO, or her designee, to finalize and execute a contract with Watco Companies Austin Western Railroad, Inc. (AWRR) for the operation of the agency’s freight rail services.

Item was pulled by staff.

6. Resolution CMTA-2010-89 COA Interlocal Agreement -Tobacco Free Facility

Approval of a resolution authorizing the president/CEO, or her designee, to enter into an interlocal agreement with the City of Austin for services related to tobacco prevention and control activities in the amount of $298,811.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Justine Hlista, Board Member
SECONDER: Chris Riley, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

7. Resolution CMTA-2010-94 Fare Policy

Approval of a resolution adopting the Fare Policy for Public Transportation Services.

Item was pulled by staff to go to the finance/audit committee for review. The board still took public comment to be considered at the next board meeting.

Public Comment:
1. Sandra Seekamp - Discussed concerns regarding policy of charging passenger with disabilities. This is a disservice to us.

2. Robin Orlosky - Discussed concerns regarding public transit fare. (submitted handout to the board).

Chris Riley - Asked about the annual fare card that was proposed. Where are we with that? Why can't we offer an annual pass?
Frank Ordaz - We offer an ID card not a pass. We did some outreach and only heard from one individual.

Aida Douglas - Stated we can continue to research. We didn't have a fare policy.

John Langmore - Board member Riley has asked for some feedback.

3. Morris Priest - Stated concerns regarding single adult riders and CAMPO.

4. Will McLeod - Discussed grandfathering wait for five years and there should be a moratorium on executive salaries.

5. Mary Steele - Discussed her concerns regarding passes, lower price on train and raising price on Access.

6. Donald Washington - Stated we need to cut rail out and just have buses.

8. **Resolution CMTA-2010-90 Fare Structure Change**

   Approval of a resolution authorizing the president/CEO, or her designee, to implement the fare structure rate change pursuant to Texas Transportation Code § 451.061(D).

   Director of Financial Planning Frank Ordaz provided updates for the fare structure change.

   Frank Fernandez - Stated that this means that we are reducing our MetroRail and increasing Express.

   Chris Riley moved to approve with adjustments to the fare structure chart. (see attachment with resolution)

Public Comment:

1. Robin Orlowski - Stated she needs public transit to get around. She also discussed the concerns from the ADAPT community. (submitted handout to the board).

2. Morris Priest - Stated that he admires the people that come to the meetings. He also has concerns regarding rail line, Capital Metro policy and failure to go into areas where there is a large pool of riders.

3. Will McLeod - Stated that he is against the fare increase proposal. (see attachment)

4. David Witte - Stated his concerns regarding bus stop improvements, charging a fare for service is illegal and Capital Metro is discriminating against him. Capital Metro needs to put money back into bus stop accessibility.

5. Scott Smith - No show.

6. Jennifer McPhail - Commented on issues regarding bus stop accessibility and opposed to the fare increase.

7. Pat Bartel - Commended staff for their public outreach efforts, but staff did not do an equity analysis. Where is the reduced rail fare? No fare increase at the expense of MetroAccess.

8. David Patterson - Spoke on a proposal recommended by the Access committee and not just for Access clients to ride for free.
Chris Riley - I don’t see a column for paratransit riding fixed route. Have we checked with other jurisdictions, with other agencies and what they are doing?

Ordaz - We can do that.

Linda Watson - There are some trips they are able to use fixed route. Saves agency money in the long run. There are incentives to use fixed route on some of their trips.

RESULT: ADOPTED AS AMENDED [UNANIMOUS]
MOVER: Chris Riley, Board Member
SECONDER: Frank Fernandez, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

9. Resolution CMTA-2010-91 State Legislative Agenda for 82nd (2011) Session
Approval of a resolution adopting the Authority’s legislative agenda for the 82nd session of the Texas Legislature.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Ann Stafford, Board Member
SECONDER: Norm Chafetz, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

VII. Presentations:

1. Presentation (ID # 1696) Plaza Saltillo TOD Update
Plaza Saltillo TOD Update
Manager Transit Oriented Development Lucy Galbraith provided updates on Plaza Saltillo TOD. (see attachment)

VIII. Reports:

1. Planning/Development
Todd Hemingson, vice president of strategic planning and development provided a report for planning. He discussed the four bus stop closings along Congress Avenue on Nov. 6, and it seems to be going well so far, based on feedback from operators, customers and downtown business owners. Systemwide ridership is steady compared to last year. Average daily ridership for MetroRail in September is 849.

2. Operations
StarTran Director of Transportation and Interim General Manager Dottie Watkins reported that all three bus service providers missed the targets for on time performance and vehicle accidents in September. MetroAccess met all of their targets for August. Dottie also reported that we carried more than 35,000 freight rail cars to date since Oct. 2009. That represents a significant increase in freight rail activity. She also discussed the ongoing refresher training.

Justine Hlista - Concerns regarding Veolia’s poor performance. How are we tracking that information? What do we do to talk to them? What action is taken?

Watkins - They are penalized for their actions.
Hlista - Do we have the numbers for that?
Watkins - Yes, we can provide that to you.
Hlista - List specific vehicle accidents and action taken.

3. Finance
4. President’s report
   • Recognitions/Awards - President & CEO Linda S. Watson recognized the
     maintenance employees, bus and van operators who competed at the local Roadeo on
     Nov. 6. In the 35-foot bus category, Arthur Murillo took first place. In the 40-foot bus
     category, Porfirio Rivera took first place, and Wally Acosta won the MetroAccess van
     competition. Paul Sarle won the Service Island competition. The winning vehicle
     maintenance team included Phillip O’Neal, Ryan Foley and Jaime Ayala. Board
     member Chafetz also attended. Linda wants to get more staff involved in the roadeo
     events next year.
     Linda also discussed the agency’s first Tweetup, hosted in conjunction with Black Star
     Co-op at Crestview Station. The riders were encouraged via Twitter to meet Account
     Executive Ed Easton and Communication Specialist Erica McKewen at the Black Star
     Co-op for a free 7-day MetroPlus pass, and customers with a valid transit pass also got
     a discount from the bar.

     Finally, Linda congratulated the fare change team and board members and recognized
     Chief of Staff Gerardo Castillo, who ran in the New York City Marathon last week and
     completed the race in a little over four hours.

     • Recent and Upcoming Events

IX. Items for Future Discussion:

X. Adjournment
The meeting was adjourned at 6:54 pm.

ADA Compliance
Reasonable modifications and equal access to communications are provided upon
request. Please call (512)389-7458 or email gina.estrada@capmetro.org if you need
more information.

BOARD OF DIRECTORS: Mayor Pro Tem Mike Martinez, Chairperson; John Langmore, vice
chair; Beverly S. Silas, board secretary; Council Member Chris Riley; Mayor Justine Hlista;
Frank Fernandez; Ann M. Stafford and Norm Chafetz. Board Liaison: Gina Estrada (512)389-
7458, email gina.estrada@capmetro.org if you need more information.

The Board of Directors may go into closed session under the Texas Open Meetings Act.
In accordance with Texas Government Code, Section 551.071, consultation with
attorney for any legal issues, under Section 551.072 for real property issues; under
Section 551.074 for personnel matters, or under Section 551.076, for deliberation
regarding the deployment or implementation of security personnel or devices; arising
regarding any item listed on this agenda.

_________________________________ Date: November 10, 2010
SUBJECT: Approval of a resolution authorizing the president/CEO, or her designee, to accept a settlement proposed by a mediator in the lawsuit filed by C.D. Henderson Construction Services litigation against Capital Metropolitan Transportation Authority and 37 subcontractors.

FISCAL IMPACT: No fiscal impact.

EXECUTIVE SUMMARY: C.D. Henderson Construction Services filed the case against Capital Metro in 2005 after Capital Metro issued a stop work order to C.D. Henderson for construction work being performed at the North Operations and Maintenance Facility. Capital Metro issued the stop work order because the work performed was deficient. After a failed effort to allow C.D. Henderson to return and complete the job, Capital Metro terminated the contract. C.D. Henderson’s surety completed the work at its expense.

Capital Metro countersued C. D. Henderson for breach of contract and sought damages due to the delay in completion.

ROUTE 2025 STRATEGIC ALIGNMENT: Does Not Apply

DBE PARTICIPATION: Does not apply.

PROCUREMENT: Does not apply.

RESPONSIBLE DEPARTMENT: Legal

LEGAL COUNSEL SIGNATURE: ________________________________
RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS

RESOLUTION CMTA-2010-85

C.D. Henderson Settlement Agreement

WHEREAS, the Capital Metropolitan Transportation Authority Board of Directors desires to reach an acceptable resolution to ongoing litigation matters which present unknown risk and expense; and

WHEREAS, a mediator has proposed a settlement to the lawsuit between C.D. Henderson and Capital Metropolitan Transportation Authority.

NOW, THEREFORE, BE IT RESOLVED, by the Capital Metropolitan Transportation Authority Board of Directors that the president/CEO, or her designee, is authorized to accept a settlement in the lawsuit filed by C.D. Henderson Construction Services litigation against Capital Metropolitan Transportation Authority and 37 subcontractors in which Capital Metro receives $75,000 and agrees to a mutual release of all claims by all parties to the litigation.

RESULT: ADOPTED [5 TO 0]

MOVER: Norm Chafetz, Board Member
SECONDER: Chris Riley, Board Member
AYES: Chafetz, Langmore, Fernandez, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez
AWAY: Ann Stafford

Date: November 10, 2010

Secretary of the Board
Beverly Silas

FISCAL IMPACT: No fiscal impact.

ROUTE 2025 STRATEGIC ALIGNMENT: Does Not Apply

DBE PARTICIPATION: Does not apply.

PROCUREMENT: Does not apply.

RESPONSIBLE DEPARTMENT: Board of Directors

LEGAL COUNSEL SIGNATURE: _______________________________
RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS

RESOLUTION CMTA-2010-86
Board Minutes

RESULT: ADOPTED [5 TO 0]
MOVER: Chris Riley, Board Member
SECONDER: Frank Fernandez, Board Member
AYES: Chafetz, Langmore, Fernandez, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez
AWAY: Ann Stafford

Date: November 10, 2010
Secretary of the Board
Beverly Silas
SUBJECT: Approval of a resolution authorizing the president/CEO or her designee, to finalize and execute a contract modification with Herzog Transportation Services, Inc. (HTSI) for the operation and maintenance of way of the agency’s commuter rail system in an amount not to exceed $67,943,719. This amount includes a 10 percent contingency ($6,085,793) to support future service expansions and capital construction projects that may be programmed in future budgets.

FISCAL IMPACT: Funding is available in the FY2011 operating budget

EXECUTIVE SUMMARY: In November 2004 the voters approved a referendum to allow Capital Metro to build Phase 1 of the Commuter Rail on the Giddings/Llano Rail line. The contract is for the combined operation and maintenance of Urban Commuter Rail and includes the Maintenance of Way services.

This proposed contract modification adds additional passenger service hours to the Commuter Rail service by providing for mid-day passenger service and piloting a trial evening service with 4 consecutive Friday’s in the Spring of 2011. Additionally, it also provides for 3 predetermined Saturday’s of service.

This amount includes a 10 percent contingency to support future service expansion(s) and capital construction project(s) that may be programmed into future budget requests, additionally; it also includes authorization to perform work by the contractor that will be reimbursed to CMTA by outside authorities (i.e. TxDOT) for projects that will improve the authority’s rail infrastructure.

ROUTE 2025 STRATEGIC ALIGNMENT: Customer Driven Service Excellence

DBE PARTICIPATION: The contractor will meet this goal utilizing the following DBE contractors. The goal is 10%.

A DBE goal of 10% was established on this contract. The contractor has met this goal using the following contractor:

Drummac, Inc. 10.1%
Services: Maintenance and Cleaning of Passenger Rolling Stock.

PROCUREMENT: On December 9, 2009 via Resolution No. CMTA2009-90 the Board approved award of this contract in an amount not to exceed $61,049,355, which included a 10 percent contingency to support future service expansions and potential capital improvement projects. The contract is a cost reimbursement contract for the start-up period (December 9, 2009 through March 21, 2010) and firm fixed price for the revenue service portion of the contract (March 22, 2010 through March 22, 2015). The full period of performance is December 9, 2009 through March 22, 2015. The price of this contract modification has been determined to be fair and reasonable based on
current market pricing and negotiation with the service provider.

CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
COMMUTER RAIL CONTRACT VALUATION
HERZOG CONTRACT #106950

<table>
<thead>
<tr>
<th>Original Contract</th>
<th>Amended Contract</th>
<th>Inc/(Dec) in Contract by Line</th>
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</thead>
<tbody>
<tr>
<td>Contract Start-Up (cost plus) &amp; HA/RA (fixed price)</td>
<td>$3,974,986</td>
<td>$4,184,688</td>
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<tr>
<td>Revenue Services Y1</td>
<td>$10,169,149</td>
<td>$10,387,191</td>
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<tr>
<td>Y2</td>
<td>$10,474,227</td>
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<td>Y3</td>
<td>$10,788,454</td>
<td>$11,172,449</td>
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<tr>
<td>Y4</td>
<td>$11,157,160</td>
<td>$11,507,623</td>
</tr>
<tr>
<td>Y5</td>
<td>$10,319,406</td>
<td>$10,630,442</td>
</tr>
<tr>
<td><strong>Total Contracted Value</strong></td>
<td>$56,883,382</td>
<td>$58,729,432</td>
</tr>
<tr>
<td>Contingency</td>
<td>$4,165,973</td>
<td>$2,319,923</td>
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<tr>
<td><strong>Total Commuter Contract</strong></td>
<td>$61,049,355</td>
<td>$61,049,355</td>
</tr>
</tbody>
</table>

**Added Contracted Services:**
- Capital Track Work: $1,025,406
- Crossing & Signal Work: $1,103,088
- ITD Added Work (Paid by Contingency): $2,128,494

<table>
<thead>
<tr>
<th>Original Contract</th>
<th>Amended Contract</th>
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<tbody>
<tr>
<td><strong>Contracted Value to Herzog</strong></td>
<td>$59,011,876</td>
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<tr>
<td>Recollectable Work for 3rd Parties</td>
<td>$0</td>
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<tr>
<td>Remaining Contingency</td>
<td>$2,037,479</td>
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<tr>
<td><strong>Commuter Contract Value</strong></td>
<td>$61,049,355</td>
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**RESPONSIBLE DEPARTMENT:** Commuter Rail Project

**LEGAL COUNSEL SIGNATURE:**

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RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS

RESOLUTION CMTA-2010-87
Herzog Contract Modification

WHEREAS, the fundamental purpose of Capital Metro is to improve transportation, mobility, and healthy economic development in the region; and

WHEREAS, in November 2004 the voters approved a referendum to allow Capital Metro to build Phase 1 of commuter rail on our Giddings/Llano Rail line.

NOW, THEREFORE, BE IT RESOLVED by the Capital Metropolitan Transportation Authority board of directors that the president/CEO, or her designee, is authorized to finalize and execute a contract modification with Herzog Transportation Services, Inc. (HTSI) for the operations and maintenance of way of the agency’s Commuter Rail System for a five year period in an amount not to exceed $67,943,719. This amount includes a 10 percent contingency ($6,085,793) to support future service expansions and capital construction projects that may be programmed in future budgets.

RESULT: ADOPTED [5 TO 0]
MOVER: Chris Riley, Board Member
SECONDER: Norm Chafetz, Board Member
AYES: Chafetz, Langmore, Fernandez, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez
AWAY: Ann Stafford

________________________ Date: November 10, 2010
Secretary of the Board
Beverly Silas

Date: November 10, 2010
SUBJECT: Approval of a resolution authorizing the president/CEO, or her designee, to finalize and execute a contract with Nova Bus for the purchase of up to twenty-two (22) sixty-foot and up to eighteen (18) forty-foot BRT buses and spare components in an amount not to exceed $27,224,458.

FISCAL IMPACT: Funding is available in the FY2011 capital budget.

EXECUTIVE SUMMARY: Capital Metro anticipates receiving a Project Construction Grant Agreement (PCGA) grant to implement Bus Rapid Transit service along the South Congress / N. Lamar and S. Lamar / Burnet corridors. The service will utilize twenty-two (22) sixty-foot buses and eighteen (18) forty-foot buses. The procurement will allow for a total quantity of up to 80 buses and spare components. This request is for the authorization of only the first twenty-two (22) sixty-foot and eighteen (18) forty-foot buses and spare components. This is contingent upon availability of grant funding.

ROUTE 2025 STRATEGIC ALIGNMENT: Customer Driven Service Excellence

DBE PARTICIPATION: DBE goals do not apply due to solicitation requires a TVM meeting FTA goals.

PROCUREMENT: On January 14, 2010, a Request for Proposals was issued and formally advertised. By the closing date of March 16, 2010, four (4) proposals were received from:

- Daimler
- North American Bus Industries (NABI)
- New Flyer of America
- Nova Bus

The evaluation team used the following factors in the evaluation of proposals:

1. Methodology and quality of the work proposed to meet project objectives.

2. Demonstrated understanding of the requirements in the Technical Specifications.

3. Capabilities and past experience of the firm and staff to provide like vehicles for like purposes.

4. Aesthetic design and appearance of vehicle.

5. Ability to meet the schedule requirements of the Authority.
Nova Bus was rated highest, all factors considered, for both 40 foot and 60 foot buses. The price was determined to be fair and reasonable based on adequate competition. The contract is a firm fixed price contract and the recommended manufacturer was determined to have the best value proposal.

**RESPONSIBLE DEPARTMENT:** Operations

**LEGAL COUNSEL SIGNATURE:** __________________________
RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS

RESOLUTION CMTA-2010-88
MetroRapid BRT Bus Purchase

WHEREAS, the Capital Metropolitan Transportation Authority Board of Directors and Capital Metro management recognize the need to implement Bus Rapid Transit service.

NOW, THEREFORE, BE IT RESOLVED by the Capital Metropolitan Transportation Authority Board of Directors that the president/CEO, or her designee, is authorized to finalize and execute a contract with Nova Bus for the purchase of up to twenty-two (22) sixty-foot and up to eighteen (18) forty-foot BRT buses and spare components in an amount not to exceed $27,224,458.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Norm Chafetz, Board Member
SECONDER: Chris Riley, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

Date: November 10, 2010

Secretary of the Board
Beverly Silas
**SUBJECT:** Approval of a resolution authorizing the president/CEO, or her designee, to finalize and execute a contract with Watco Companies Austin Western Railroad, Inc. (AWRR) for the operation of the agency’s freight rail services.

**FISCAL IMPACT:** This action generates revenue.

**COMMITTEE RECOMMENDATION:** This agenda item will be presented to the Rail Committee on December 7, 2010.

**EXECUTIVE SUMMARY:** Capital Metro has discharged the freight rail common carrier obligation through various procurement options. This contract allows Capital Metro to discharge the freight rail common carrier obligation through a different contracting mechanism that ensures that the freight operation will cover all direct operating costs and make a continuing contribution to capital costs and allocated overhead costs. This contract will ensure that the freight operation produces net revenue to Capital Metro covering over the life of the contract, all direct expenses associated with the freight operation and make a significant contribution to capital and allocated overhead costs.

Funding for this contract is not required. The adopted FY 11 budget provides for $9,113,619 for freight rail expense including payment to AWRR of $3,747,490 for freight rail operations and assumes revenue of $10,128,868 from freight customers for freight rail operations.
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
WATCO PROPOSAL FOR FREIGHT OPERATIONS

<table>
<thead>
<tr>
<th>FY11</th>
<th>FY12-FY15</th>
<th>Total 5YR</th>
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<tbody>
<tr>
<td>Budget</td>
<td>Contract</td>
<td>Budget</td>
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<tr>
<td>Watco Proposed Payments to CMTA</td>
<td>$4,119,108</td>
<td>$17,623,341</td>
</tr>
</tbody>
</table>

CMTA Paid but Reimbursed Expenses:
- Herzog MOW $2,708,646 $9,135,608 $11,844,254
- Mtce Materials $475,000 $2,021,756 $2,496,756
- CMTA Labor/OH $234,815 $1,042,205 $1,277,020
- All Other Direct Exp $121,754 $531,181 $652,935

CMTA EXPENSES REIMBURSED $3,540,215 $12,730,750 $16,270,965

Watco Payments in Excess of CMTA Reimbursed Expenses $578,893 $4,892,591 $5,471,483

- CMTA Pymts to Watco $3,747,490 $3,747,490
- Fuel $1,750,680 $1,750,680
- Freight Expenses Avoided $5,498,170 $5,498,170

(1) Estimated to "redirect" $15M-$20M of freight expenses AVOIDED due to Watco assuming responsibility for these costs in FY12-FY15

ROUTE 2025 STRATEGIC ALIGNMENT: Customer Driven Service Excellence.

DBE PARTICIPATION: Due to the specialized nature of this project, DBE participation has been set as race neutral.

PROCUREMENT: On December 9, 2009 the Capital Metropolitan Transportation Authority Board of Directors adopted Resolution CMTA-2009-91 authorizing the Authority to enter into a letter contract with Watco Companies, Inc. for the operation of the Authority’s freight services for a five-year, nine-month period, and to finalize negotiation of pricing and execution of a complete contract. The proposed contract is the final negotiated agreement.

RESPONSIBLE DEPARTMENT: Operations

LEGAL COUNSEL SIGNATURE: ________________________________
RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS
RESOLUTION (ID # 1678)
Watco Contract

WHEREAS, the fundamental purpose of Capital Metro is to improve transportation, mobility, and healthy economic development in the region; and

WHEREAS, in November 2004 the voters approved a referendum to allow Capital Metro to build Phase 1 of commuter rail on our Giddings/Llano Rail line.

NOW, THEREFORE, BE IT RESOLVED by the Capital Metropolitan Transportation Authority Board of Directors that the President/CEO, or her designee, is authorized to finalize and execute a contract with Watco Companies Austin Western Railroad, Inc (AWRR) for the operation of the agency’s freight rail services.

Date: November 10, 2010

Secretary of the Board
Beverly Silas
SUBJECT: Approval of a resolution authorizing the president/CEO, or her designee, to enter into an interlocal agreement with the City of Austin for services related to tobacco prevention and control activities in the amount of $298,811.

FISCAL IMPACT: This action generates revenue.

EXECUTIVE SUMMARY: Capital Metro, the City of Austin and the Austin Tobacco Prevention & Control Coalition (ATPCC) of the Austin / Travis County Health & Human Services Department have been working together since 2009 to develop and implement strategies that will reduce exposure to second hand smoke to our employees, our riders and the community. As part of this strategy, Capital Metro has implemented our Tobacco Free Facility Policy on September 1, 2010. This has resulted in reduced second hand smoke exposure. One facility has been designated 100 percent tobacco free and other locations will have modifications that will result in greatly reduced second hand smoke exposure to our riders.

This grant will pay for costs associated with transforming our transit facilities into tobacco free locations.

The funds provided by this grant would provide reimbursement for signage, supplies, employee hours spent on the project and physical improvements required to facilities.

ROUTE 2025 STRATEGIC ALIGNMENT: Strategic Partnering.

DBE PARTICIPATION: Does not apply.

PROCUREMENT: Chapter 791 of the State of Texas Government Code encourages governmental entities to increase the efficiency and effectiveness of local governments by authorizing them to contract, to the greatest possible extent, with one another. In doing so, local governments are permitted to forego the requirements of full and open competition and contract directly with one another. We recommend entering into an Interlocal Agreement between Capital Metro and the City of Austin.

RESPONSIBLE DEPARTMENT: Risk

LEGAL COUNSEL SIGNATURE: ______________________________
RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS
RESOLUTION CMTA-2010-89

COA Interlocal Agreement - Tobacco Free Facility

WHEREAS, the Capital Metropolitan Transportation Authority Board of Directors and Capital Metro management desire to support improved health among our employees, our riders, and the community at large; and

WHEREAS, an Interlocal Agreement between Capital Metro and the City of Austin will help reduce exposure to second hand smoke among vulnerable populations and will improve the riding experience of our customers.

NOW, THEREFORE, BE IT RESOLVED by the Capital Metropolitan Transportation Authority Board of Directors that the president/CEO, or her designee, is authorized to enter into an Interlocal Agreement with the City of Austin for services related to tobacco prevention and control activities in the amount of $298,811.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Justine Hlista, Board Member
SECONDER: Chris Riley, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

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Date: November 10, 2010
Secretary of the Board
Beverly Silas
SUBJECT: Approval of a resolution adopting the Fare Policy for Public Transportation Services.

FISCAL IMPACT: This action has no fiscal impact.

COMMITTEE RECOMMENDATION: This agenda item will be presented to the finance/audit committee on December 7, 2010.

EXECUTIVE SUMMARY: The Fare Policy for Public Transportation Services establishes the following six guidelines for setting or restructuring Capital Metro fares:

1. Promote ridership on all modes of Capital Metro transportation;
2. Establish equitable fares;
3. Enhance mobility and access;
4. Maintain/increase fare revenue stream;
5. Offset operating costs; and

The Fare Policy for Public Transportation Services also explains the fare structure, third-party fare agreements, Capital Metro identification cards, fare promotions, fare media donations, and the Basic Needs Transportation Fund.

ROUTE 2025 STRATEGIC ALIGNMENT: Sustainable Business Growth.

DBE PARTICIPATION: Does not apply.

PROCUREMENT: Does not apply.

RESPONSIBLE DEPARTMENT: Finance & Administration

LEGAL COUNSEL SIGNATURE: _______________________________
RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS

RESOLUTION CMTA-2010-94

Fare Policy

WHEREAS, Sec. 451.061. of the Texas Transportation Code provides that an authority shall impose reasonable and nondiscriminatory fares, tolls, charges, rents, and other compensation for the use of the transit authority system sufficient to produce revenue, together with tax revenue received by the authority, in an amount adequate to pay all the expenses necessary to operate and maintain the transit authority system; and

WHEREAS, The Capital Metropolitan Transportation Authority is committed to ensuring the Authority's financial sustainability; and

WHEREAS, the board of directors desires to establish a fare policy.

NOW, THEREFORE, BE IT RESOLVED by the Capital Metropolitan Transportation Authority board of directors that the Fare Policy presented and attached hereto is hereby approved.

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Secretary of the Board
Beverly Silas

Date: November 10, 2010
**SUBJECT:** Approval of a resolution authorizing the president/CEO, or her designee, to implement the fare structure rate change pursuant to Texas Transportation Code § 451.061(D).

**FISCAL IMPACT:** Funding is available in the FY 2011 budget.

**EXECUTIVE SUMMARY:** In order to maintain a financially sustainable future and to meet increasing demand related to our growing region, rising transportation costs and traffic congestion, Capital Metro proposed a change to its fare structure as part of the FY 2011 budget. On September 24, 2010, the board authorized staff to submit the recommended fare structure rate adjustment to the public. On October 25, 2010, the board held a public meeting on the fare changes.

As proposed the single-ride adult base fare and day passes for local fixed-route buses would remain at $1.00 and $2.00, respectively. Regional services (MetroExpress and two-zone MetroRail) would be set at $2.75 per trip/$5.50 day pass. One-zone MetroRail single-ride and day passes would be reduced to equal local bus rates.

The change proposes a discounted fare (half the base fare or $0.50) for seniors and mobility impaired riders who currently ride for free. This is the same fare currently paid by students under 18 years old and military with ID (not in uniform) under the “Reduced Fare” category. MetroAccess 10-ride ticket booklets would increase from $12 to $15 from($1.20 to $1.50 per trip) but still less than the rate permitted by the Americans with Disabilities Act (ADA). Monthly MetroAccess passes would increase from $35 to $40. These monthly MetroAccess passes would allow users to ride both MetroBus and MetroRail.

Prepaid MetroBus 31-day passes would increase from $28 to $30, resulting in an approximate 25 percent discount based on an average 20 workday-two rides per day monthly usage. Historically, the average use for this pass is about 56 rides per month. Seven-day MetroBus passes would increase from $8 to $9. Prepaid MetroExpress 31-day passes would increase from $63 to $64. Average use of express passes is approximately 32 rides (16 days) per month due to less transferring among express bus customers. Two-zone MetroRail passengers would pay the same rate as for MetroExpress.

In response to the feedback received from the community outreach efforts, staff recommends offering Local Reduced Day Passes for $1.00 and Regional Reduced Day Passes for $2.75. Staff also recommends keeping Rideshare monthly passes at $60.

To assist customers who cannot afford transit fares Capital Metro will continue the discounted pass program to agencies and has provided funding to a new Basic Transportation Needs Fund.
ROUTE 2025 STRATEGIC ALIGNMENT: Sustainable Business Growth

DBE PARTICIPATION: Does not apply.

PROCUREMENT: Does not apply.

RESPONSIBLE DEPARTMENT: Finance & Administration

LEGAL COUNSEL SIGNATURE: ________________________________
RESOLUTION
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS

RESOLUTION CMTA-2010-90
Fare Structure Change

WHEREAS, Pursuant to Sec. 451.061 The Capital Metropolitan Transportation Authority is responsible to impose reasonable and nondiscriminatory fares, tolls, charges, rents, and other compensation for the use of the transit authority system sufficient to produce revenue, together with tax revenue received by the authority, in an amount adequate to pay all the expenses necessary to operate and maintain the transit authority system; and

WHEREAS, the Capital Metropolitan Transportation Authority Board of Directors and Capital Metro management recognize the need to increase operating revenues to provide a sustainable future while striving to meet growing demand for transportation options.

NOW, THEREFORE, BE IT RESOLVED that the Capital Metropolitan Transportation Authority Board of Directors hereby authorizes the president/CEO, or her designee, to implement the approved rates and fare structure.

RESULT: ADOPTED AS AMENDED [UNANIMOUS]
MOVER: Chris Riley, Board Member
SECONDER: Frank Fernandez, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

Date: November 10, 2010
Secretary of the Board
Beverly Silas
SUBJECT: Approval of a resolution adopting the Authority’s legislative agenda for the 82nd session of the Texas Legislature.

FISCAL IMPACT: This action has no fiscal impact.

EXECUTIVE SUMMARY: Staff is seeking board approval of the agency’s proposed legislative agenda for the 82nd session of the Texas Legislature.

The State Legislature will convene for its 82nd session on January 11, 2011. Through Capital Metro’s legislative agenda, the Authority seeks to protect and advance policies that facilitate the development and operations of the Authority’s transit system.

Staff proposes the following agenda for the session:

- Monitor legislation and other efforts associated with the Sunset Review of Capital Metro
- Seek the ability for Capital Metro to safely operate buses on highway shoulders
- Monitor and respond accordingly to efforts that affect the development and delivery of transit.

Staff will update the board regularly throughout the session. Should other issues arise that the board wishes to address, staff will consult the board to establish further direction.

The Planning/Operations Committee of the board is scheduled to review this item on November 8, 2010.

ROUTE 2025 STRATEGIC ALIGNMENT: Strategic Partnering.

DBE PARTICIPATION: Does not apply.

PROCUREMENT: Does not apply.

RESPONSIBLE DEPARTMENT: Government Relations

LEGAL COUNSEL SIGNATURE: ________________________________
RESTATEMENT
OF THE
CAPITAL METROPOLITAN TRANSPORTATION AUTHORITY
BOARD OF DIRECTORS

STATE OF TEXAS
COUNTY OF TRAVIS

RESOLUTION CMTA-2010-91
State Legislative Agenda for 82nd (2011) Session

WHEREAS, the Texas Legislature will convene for its 82nd session on January 11, 2011,

WHEREAS, the Authority seeks to protect and advance policies that facilitate the development and operations of the Authority’s transit system,

NOW, THEREFORE, BE IT RESOLVED that the Capital Metropolitan Transportation Authority Board of Directors hereby approves the following legislative agenda for the 82nd session of the Texas Legislature.

• Monitor legislation and other efforts associated with the Sunset Review of Capital Metro
• Seek the ability for Capital Metro to safely operate buses on highway shoulders
• Monitor and respond accordingly to efforts that affect the development and delivery of transit.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Ann Stafford, Board Member
SECONDER: Norm Chafetz, Board Member
AYES: Chafetz, Langmore, Fernandez, Stafford, Hlista, Riley
ABSENT: Beverly Silas, Mike Martinez

Date: November 10, 2010

Secretary of the Board
Beverly Silas
TITLE: Plaza Saltillo TOD Update