General Items:
1. Approval of Minutes: June 11, 2019
2. This item will be discussed at Board Meeting only.

Consent Items:
Administrative:
3. Contract for Telephone System Onsite Support Services
   (Rick Stopfer/Nicole Fontayne-Bárdowell)
4. Authorization to Delegate Contracting Officer Authority
   (Rick Stopfer/Nicole Fontayne-Bárdowell)
5. One-Year Contract Extension and Increase Funding for Medicare Advantage PPO Plan for Retiree Medical Benefits (Rick Stopfer/Nicole Fontayne-Bárdowell)
6. Adoption of President/Executive Director’s FY 2020 Goals and Performance Measures (Rick Stopfer/Gary Thomas)

Operations, Safety & Security:
7. Contract Modification for Mobility Management Services
   (Patrick J. Kennedy/Carol Wise)
8. Contract Option for a Non-Revenue Vehicle Fuel Management System
   (Patrick J. Kennedy/Carol Wise)

Public Affairs and Communication:
9. Approval of Name of DART Service on the Cotton Belt Commuter Rail Line
   (Mark Enoch/Nicole Fontayne-Bárdowell)

Individual Items:
10. Authorization to Negotiate an Employment Agreement with DART General Counsel Candidate (Paul N. Wageman/Nicole Fontayne-Bárdowell)
11. *Briefing on the Trinity Mills and Mockingbird Transit Oriented Development (TOD) Timelines (Sue Bauman/Tim McKay)
12. *Briefing on DART-Owned Operating Facilities (Sue Bauman/Tim McKay)

Other Items:
13. This item will be discussed at Board Meeting Only.
14. Identification of Future Agenda Items
15. Adjournment

*This Is A Briefing Item Only
The Committee-of-the-Whole may go into Closed Session under the Texas Open Meetings Act, Section 551.071, Consultation with Attorney, for any Legal issues, under Section 551.072, Deliberation Regarding Real Property for Real Estate issues, or 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 or regarding any item listed on this Agenda.

This facility is wheelchair accessible. For accommodations for the hearing impaired, sign interpretation is available. Please contact Community Affairs at 214-749-2543, 48 hours in advance.
AGENDA

Dallas Area Rapid Transit
6:30 P.M. BOARD OF DIRECTORS’ MEETING
Tuesday, June 18, 2019 - Board Room
1401 Pacific Ave., Dallas, Texas 75202

General Items:
1. Approval of Minutes: June 11, 2019
2. Public Comments

Consent Items:
Administrative:
3. Contract for Telephone System Onsite Support Services
   (Rick Stopfer/Nicole Fontayne-Bárdowell)
4. Authorization to Delegate Contracting Officer Authority
   (Rick Stopfer/Nicole Fontayne-Bárdowell)
5. One-Year Contract Extension and Increase Funding for Medicare Advantage PPO Plan for
   Retiree Medical Benefits (Rick Stopfer/Nicole Fontayne-Bárdowell)
6. Adoption of President/Executive Director’s FY 2020 Goals and Performance Measures
   (Rick Stopfer/Gary Thomas)

Operations, Safety & Security:
7. Contract Modification for Mobility Management Services (Patrick J. Kennedy/Carol Wise)
8. Contract Option for a Non-Revenue Vehicle Fuel Management System
   (Patrick J. Kennedy/Carol Wise)

Public Affairs and Communication:
9. Approval of Name of DART Service on the Cotton Belt Commuter Rail Line
   (Mark Enoch/Nicole Fontayne-Bárdowell)

Individual Items:
10. Authorization to Negotiate an Employment Agreement with DART General Counsel
    Candidate (Paul N. Wageman/Nicole Fontayne-Bárdowell)
11. This item will be discussed in Committee-of-the-Whole Only.
12. This item will be discussed in Committee-of-the-Whole Only.

Other Items:
13. Public Comments
14. This item will be discussed at Committee-of-the-Whole Only.
15. Adjournment

The Board of Directors may go into Closed Session under the Texas Open Meetings Act, Section 551.071, Consultation with
Attorney, for any legal issues, under Section 551.072, Deliberation Regarding Real Property for real estate issues, or under Section
551.074 for Personnel matters, or under Section 551.076, for deliberation regarding deployment or implementation of Security
Personnel or devices, arising or regarding any item listed on this Agenda.

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Community Affairs at 214-749-2543, 48 hours in advance.
AGENDA ITEM NO. 1

MINUTES
DALLAS AREA RAPID TRANSIT
COMMITTEE-OF-THE-WHOLE
June 11, 2019

The Dallas Area Rapid Transit Committee-of-the-Whole meeting convened on Tuesday, June 11, 2019, at 5:37 p.m., at DART Headquarters, 1401 Pacific Avenue, Dallas, Texas, with Chair Bauman presiding.

The following Board members were present: Sue S. Bauman, Jonathan R. Kelly, Mark Enoch, Doug Hrbacek, Ray Jackson, Patrick J. Kennedy, Jon-Bertrell Killen, Amanda Moreno, Eliseo Ruiz, Gary Slagel, Lissa Smith, Rick Stopfer, and Dominique P. Torres.

Mr. Paul N. Wageman was absent.

General Items:

1. Approval of Minutes: May 28, 2019

Ms. Smith moved to approve the May 28, 2019, Committee-of-the-Whole Meeting Minutes, as written.

Mr. Slagel seconded and the Minutes were approved unanimously.

Prior to continuing with the agenda, Chair Bauman provided a few announcements.

Ms. Wong Krause left the meeting at 5:39 p.m.

2. *Briefing on Items of Interest to DART Included on the June 13, 2019 North Central Texas Council of Governments, Regional Transportation Council Agenda

Mr. Killen stepped out of the meeting at 5:40 p.m.

Chair Bauman provided an overview of the informational document that was provided to each Board Member (Copy on file with the Office of Board Support).

3. This item will be discussed at Board Meeting only.

Consent Items:

Planning:

4. Approval of a Development Agreement for DART’s Victory Plaza Between DART and Anland North Commercial, LP

Mr. Enoch moved to forward this draft resolution to the Board of Directors, with a recommendation, stating the President/Executive Director, or his designee, is authorized to

Mr. Jackson seconded and the item was approved unanimously.

Individual Items:

5. +Approval of Employment Agreement for Director of Internal Audit

Mr. Kelly moved to forward this draft resolution to the Board of Directors, with a recommendation, stating the employment agreement shown in Exhibit 1 to this Resolution is approved, as written.

Ms. Smith seconded and the item was approved unanimously.
6. **Briefing on DART-Owned Rail Corridors and Operating Facilities**

Mr. Tim McKay, Executive Vice President of Growth and Regional Development, provided a preamble of this item. He then stated Mr. Matt Lannon, Senior Manager of Railroad Management, Mr. Mike Holbrook, Vice President of Rail Operations, and Mr. Herold Humphrey, Vice President of Bus Operations, would jointly brief the Committee on the three separate sections of this presentation. He noted, if they were unable to get to all of the sections of the briefing, staff could return at the next Committee-of-the-Whole (COTW) to complete the briefing.

This being said, Mr. Lannon briefed the Committee (slides on file with the Office of Board Support) as follows:

- Purpose (slide 3)
- DART-Owned Rail Corridors (slide 5)
- DART Corridors Utilizing Light Rail (slides 7-8)
- DART Corridors Utilizing Commuter Rail (slide 10)

Mr. Killen reentered the meeting at 5:46 p.m.

- DART Corridors Utilizing Active Commuter Rail (slide 11)
- Trinity Railway Express (TRE) (slide 12)
- Denton County Transportation Authority (DCTA) (slide 13)
- TEXRail (slide 14)
- DART Cotton Belt (slide 15)
- DART Corridors Utilizing Active Passenger Rail (slide 16)
- Active Freight Corridors (slides 18-19)
- Brookhollow “B” (BB) (slide 20)
- Cotton Belt (CB) – West (slide 21)
- Cotton Belt (CB) – East (slide 22)
- Coca-Cola Spur (COLA) & Carrollton Line – South End (slide 23)
- Denton Line (DENT) (slide 24)
- Garland Line (GARL) – Freight (slide 25)
- Madill Line (MAD) & Highland Industrial Lead (HI) (slide 26)
- Sherman Line (SHER) – Freight (slide 27)
- Trinity Railway Express (TRE) – Freight (slide 28)
- Fair Park Lead (FAIR) & Tenison Connector (TEN) (slide 29)
- DART Corridors Utilizing Light Rail, Commuter & Freight (slide 30)
- No Current Rail Service Corridors (slides 32-33)
- Katy Trail – No Current Rail Service Corridors (slide 34)
- White Rock Trail (WRT) – No Current Rail Service Corridors (slide 35)
- Sherman Line (SHER) No Active Rail Section (slide 36)

Chair Bauman questioned what is the real-estate value of all of this. Mr. McKay responded staff is working on the number to provide the information at the June 18, 2019 Committee-of-the-Whole meeting. Chair Bauman questioned why there were “No Current Rail Service Corridors”. Mr. Lannon responded by referring to slides 33 through 36. Chair Bauman then requested, when staff returned to the Committee to bring the financial assessments, they should also bring information of companies, such as AT&T, that have agreements, such as laid cable, and any other types of agreements, that provide revenue. Chair Bauman also requested staff provide the length of those agreements.
Mr. Kelly questioned how active is DART in acquiring new properties or selling property. Mr. Lannon responded the last time DART purchased property was in 2015 with the purchase of the Madill Line. Mr. McKay provided additional information about the process to acquire, or dispose of, a DART property.

Mr. Enoch stepped out of the meeting at 6:03 p.m.

Mr. Stopfer noted there are numerous agreements with other cities, besides the City of Dallas, that provide additional revenue to DART.

Mr. Enoch reentered the meeting at 6:05 p.m.

After further discussion, Chair Bauman questioned if DART is actively campaigning that they own this type of asset.

Ms. Moreno stepped out of the meeting at 6:08 p.m.

Mr. Thomas clarified DART works with the utilities, but they do not actively seek them out.

Chair Bauman then requested staff include the income being provided through utilities across the corridors. Mr. McKay noted staff may need to break that information into additional mini-briefings due to the size of the information she was requesting.

Mr. Jackson recommended moving the last two parts of the briefing to the next COTW meeting. Chair Bauman agreed.

Ms. Moreno reentered the meeting at 6:11 p.m.

Other Items:

7. This item will be discussed at Board Meeting only.
8. Identification of Future Agenda Items
    There were no future agenda items identified for this committee.
9. Adjournment
    There being no further business to discuss, the meeting was adjourned at 6:11 p.m.

Josefina Chavira, CAP
Board Committee Secretary
/jc

+ Same Night Item
* Briefing Item
AGENDA ITEM NO. 1

MINUTES
DALLAS AREA RAPID TRANSIT
BOARD OF DIRECTORS’
June 11, 2019

The Dallas Area Rapid Transit Board of Directors’ meeting convened on Tuesday, June 11, 2019, at 6:34 p.m., at DART Headquarters, 1401 Pacific Avenue, Dallas, Texas, with Chair Bauman presiding.

City of Dallas
Sue S. Bauman – Chair
Ray Jackson
Patrick J. Kennedy
Jon-Bertrell Killen
Michele Wong Krause – Secretary
Amanda Moreno
Dominique P. Torres

City of Garland
Jonathan R. Kelly – Assistant Secretary

City of Irving
Rick Stopfer

City of Plano
Paul N. Wageman – Vice-Chair

City of Cockrell Hill and Dallas
Eliseo Ruiz, III

Cities of Carrollton and Irving
Doug Hrbacek

Cities of Farmers Branch and Plano
Lissa Smith

Cities of Garland, Rowlett, and Glenn Heights
Mark C. Enoch

Cities of Richardson and University Park; Towns of Addison and Highland Park
Gary A. Slagel

Mr. Paul N. Wageman, and Ms. Michele Wong Krause, were absent.
General Items:

1. **Approval of Minutes:** May 28, 2019

Mr. Enoch stepped out of the meeting at 6:35 p.m.

Mr. Stopfer moved to approve the May 28, 2019, Board of Directors’ meeting Minutes, and entered into record, as written.

Mr. Killen seconded and the Minutes were approved unanimously.

2. **This item will be discussed at Committee-of-the-Whole Only.**

3. **Public Comments**

Chair Bauman reviewed the rules that govern the Public Comments portion of the meeting, including the Code of Conduct for Citizens, News Media, and Visitors at DART Board Meetings (on file with the Office of Board Support).

Mr. Enoch reentered the meeting at 6:37 p.m.

The following individuals addressed the Board:

**Ms. Michelle Sneed; Irving, TX:**

Ms. Sneed referenced a prior Board meeting where she spoke to the Board regarding her medical bills from an accident that occurred on a DART vehicle.

Chair Bauman referred Ms. Sneed to Mr. Joseph Costello, Vice President of Finance.

**Ms. Sandra Crenshaw; Dallas, TX:**

Ms. Crenshaw provided a history of her dealings with DART.

Consent Items:

**Public Affairs & Communication:**

4. **Approval of a Development Agreement for DART’s Victory Plaza Between DART and Anland North Commercial, LP**

Ms. Smith moved for approval of Resolution 190064 stating the President/Executive Director, or his designee, is authorized to execute a Development Agreement as described in Exhibit 1 and related documents for DART’s Victory Plaza between DART and Anland North Commercial, LP.

Ms. Torres seconded and the item was approved unanimously.

Individual Items:

5. **Approval of Employment Agreement for Director of Internal Audit**

Mr. Kelly moved for approval of Resolution 190065 stating the employment agreement shown in Exhibit 1 to this Resolution is approved, as written.

Mr. Slagel seconded and the item was approved unanimously.

6. **This item will be discussed at Committee-of-the-Whole Only.**
Other Items:

7. **Public Comments**

The following individuals addressed the Board:

**Mr. Albert Dirla; DART Employee:**
Mr. Dirla voiced concern with assaults against operators and recommended better safety measures be taken. He continued to read an article about blind spots and unseen pedestrians.

**Mr. Charles May; Dallas, TX:**
Mr. May noted, on Saturday, June 8, 2019, he was on Bus Route #428, on East Northwest (NW) Highway, heading to the Walmart Supercenter, next to JCPenney. When he requested to stop near the Chick-fil-A, at the corner of Skillman Street and East NW Hwy, he was dropped off at the bus stop at Northwest at Shady Brook. Mr. May stated he had to walk several minutes to get to his destination. He then voiced his complaint with the bus operator and recommended adding a bus stop near the Skillman Street and Retail Road area, close to the Chick-fil-A.

8. **This item will be discussed in Committee-of-the-Whole only.**

9. **Adjournment**

There being no further business to discuss, the meeting was adjourned at 6:51 p.m.

Josefina Chavira, CAP
Board Committee Secretary

/jc

+ Same Night Item
* Briefing Item
DATE:       June 18, 2019

SUBJECT:        Contract for Telephone System Onsite Support Services

RECOMMENDATION

Approval of a resolution authorizing the President/Executive Director or his designee to award a two-year contract for Telephone System Onsite Support Services to Black Box Network Services [Contract: C-2048937-01] for a total authorized amount not to exceed $351,040.

COMMITTEE CONSIDERATIONS

. On June 11, 2018, the Administrative Committee unanimously moved to forward this item to the June 18, 2019, Committee-of-the-Whole Consent Agenda.

FINANCIAL CONSIDERATIONS

. This contract for telephone system onsite support services is included in the Technology Department’s proposed FY 2020 operating budget.

. Sufficient funding for this contract in the amount of $351,040 is included in both the proposed FY 2020 operating budget and the Total Operating Expense line item of the FY 2019 Twenty-Year Financial Plan.

BUSINESS PURPOSE

. DART operates a telephone system that was installed in 2013, which includes telephones, fax machines, voicemail, call recording/accounting, call center and related services. This system provides internal and external telecommunications services to all of DART, including public-facing departments such as Customer Service and Police Dispatch.

. Black Box Network Services provides onsite support services for the DART telephone system. The current contract was initiated on October 1, 2018, and will expire on September 30, 2019.

. The Contractor provides support for the telephone system and is responsible for performing the following tasks: system upgrades, post patch updates, projects, system changes, documentation, incidents, and problem tracking.

. The Contractor will perform the work during DART’s normal business hours or during the prescribed system maintenance windows.
The services will cover 38 DART locations that utilize the telephone network including: DART Headquarters, Rail Operating Facilities, Bus Operating Facilities, Transit Centers, and other non-DART owned facilities which utilize the telephone network.

Approval of this contract will help achieve Board Strategic Priority 6: Innovate to improve levels of service, business processes, and funding.

PROCUREMENT CONSIDERATIONS

The Texas Department of Information Resources (DIR) provides cooperative state contracts to state agencies and local governments. DIR Contracts are based on full and open competition.

On May 21, 2019, a quote was received from Black Box Network Services, a Texas DIR contractor, for the Telephone System Onsite Support Services.

This is a Indefinite Delivery/Indefinite Quantity contract with a two-year base term.

The price is fair and reasonable.

The contract award analysis is provided as Attachment 1.

D/M/WBE CONSIDERATIONS

The State of Texas contracts will be utilized for this procurement. The State’s goal for this type of procurement is 23.7%. The responsible State agency is the Texas Department of Information Resources (DIR). As this is a State contract, reports of M/WBE spend dollars will be to and through the State.

The M/WBE analysis and Equal Employment Opportunity (EEO) information are included in Attachment 2. The prime contractor's actual EEO-1 report is available upon request.

LEGAL CONSIDERATIONS

Section 452.054 of the Texas Transportation Code authorizes DART to contract for the provision of goods and services.
Contract Information

A. Description: Telephone System On-Site Support Services

B. Contractor: Black Box Network Services

C. Contract Number: C-2048937-01

D. Contract Amount: $351,040

E. Contract Type: Indefinite Delivery/Indefinite Quantity (ID/IQ)

F. Performance Period/Term of Contract: Two years

G. Options Available: N/A

H. Bond Requirement: N/A

I. Liquidated Damages: N/A

J. Funding Source: Local

Solicitation Information

A. Determination of Responsibility
   Bond Check: N/A
   Reference Check: Provided via State of Texas Department of Information Resources Contract #DIR TSO-4344
   Financial Responsibility Survey: N/A
   Insurance Check: N/A
   On-Site Inspection: N/A
   Arithmetic Check: Yes
   Verification of Offer: Yes
   Buy America Certification and/or Audit, if applicable: Debarred/Suspended list: Not on the debarred /suspended list

B. Negotiation Memorandum: Available for review in the contract file.

C. Cost & Price Considerations: Price for telephone system on-site support services was established through full and open competition by the Department of Information Resources (DIR). The price is less than the Independent Cost Estimate (ICE). The price is determined to be fair and reasonable based on the discounts provided by purchasing through the DIR.

D. Protests Received: N/A

E. Determinations Required: N/A
**Determination and Recommendation**

Black Box Network Services is a responsible contractor, has the capacity to perform this contract, and is recommended for award.
Contract for Telephone System Onsite Support Services

M/WBE Considerations:

The State of Texas contracts will be utilized for this procurement. The State’s goal for this type of procurement is 23.7%. The responsible State agency is the Texas Department of Information Resources (DIR). As this is a State contract, reports of M/WBE spend dollars will be to and through the State.

Summary of EEO-1 Report:

Black Box Network Services is located in Lawrence, PA and employs 70 individuals. The following is an analysis of their EEO-1 report.

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DRAFT

RESOLUTION

of the

DALLAS AREA RAPID TRANSIT BOARD

(Executive Committee)

Contract for Telephone System Onsite Support Services

WHEREAS, DART operates a telephone system that was installed in 2013, which includes telephones, fax machines, voicemail, call recording/accounting, call center, and related services; and

WHEREAS, the current contract with Black Box Network Services was initiated on October 1, 2018, and will expire on September 30, 2019; and

WHEREAS, the contract provides the Agency with support for the telephone system including: system upgrades, post patch updates, projects, system changes, documentation, incidents, and problem tracking; and

WHEREAS, the services cover 38 DART locations and other non-DART owned facilities which utilize the telephone network; and

WHEREAS, a competitive procurement for a two-year contract with no options was conducted in accordance with the DART Procurement Regulations; and

WHEREAS, the proposed price for this contract is fair and reasonable; and

WHEREAS, funding for this contract is within proposed FY 2020 Budget and FY 2019 Twenty-Year Financial Plan allocations.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that the President/Executive Director or his designee is authorized to award a two-year contract for telephone system onsite support to Black Box Network Services for a total authorized amount not to exceed $351,040.
Contract for Telephone System Onsite Support Services

Prepared by: Nicole Fontayne-Bárdowell
Executive Vice President
Chief Administrative Officer

Approved as to form: Gene Gamez
Interim General Counsel

Approved by: Gary C. Thomas
President/Executive Director
Agenda Report

DATE: June 18, 2019

SUBJECT: Authorization to Delegate Contracting Officer Authority

RECOMMENDATION

Approval of a resolution authorizing the President/Executive Director or his designee to delegate Contracting Officer authority to Coquice Logan, Enriqueta Rodriguez, and Rebecca Bellamy.

COMMITTEE CONSIDERATIONS

- On June 11, 2018, the Administrative Committee unanimously moved to forward this item to the June 18, 2019, Committee-of-the-Whole Consent Agenda.

FINANCIAL CONSIDERATIONS

- Delegation of Contracting Officer authority has no financial impact on DART.

BUSINESS PURPOSE

- DART's enabling legislation and the DART Procurement Regulations authorize the DART Board, and subsequently the President/Executive Director with DART Board approval, to delegate and designate persons the power to contract for goods, construction, and services within budgeted amounts.

- Coquice Logan and Enriqueta Rodriguez are Contract Specialists, and Rebecca Bellamy is a Procurement Specialist, and they require Contracting Officer authority to execute contracting actions in the discharge of their duties.

- The President/Executive Director has established Contracting Officer limits for these individuals.

- This item supports Board Strategic Priority 6: Innovate to improve levels of service, business processes, and funding.

LEGAL CONSIDERATIONS

Section 452.106(a)(2)(A) of the Texas Transportation Code authorizes the DART Board of Directors to adopt and enforce procurement procedures, guidelines, and rules covering the appointment of Contracting Officers.

Section 452.108(b) of the Texas Transportation Code authorizes the DART Board of Directors to
delegate and designate persons the power to contract for construction, services, and property, within budgeted amounts.

Section 2-201, Authority to Delegate, of the DART Procurement Regulations authorizes the President/Executive Director, with the approval of the Board of Directors, to delegate to designated persons the authority to purchase certain property, services, or construction within budgeted amounts.
WHEREAS, Section 452.106(a)(2)(A) of the Texas Transportation Code authorizes the DART Board of Directors to adopt and enforce procurement procedures, guidelines, and rules covering the appointment of Contracting Officers; and

WHEREAS, Section 452.108(b) of the Texas Transportation Code authorizes the DART Board of Directors to delegate to designated persons the authority to contract for construction, services, and property within budgeted amounts; and

WHEREAS, the DART Board of Directors has adopted Procurement Regulations that establish a system for the procurement, management control, and disposal of property, services, and construction; and

WHEREAS, Section 2-201, Authority to Delegate, of DART’s Procurement Regulations authorizes the President/Executive Director, with the approval of the Board of Directors, to delegate to designated persons the authority to purchase certain property, services, or construction within budgeted amounts; and

WHEREAS, Coquice Logan and Enriqueta Rodriguez are Contract Specialists, and Rebecca Bellamy is a Procurement Specialist within the Procurement Department, and they require Contracting Officer authority in the discharge of their duties; and

WHEREAS, delegation of Contracting Officer authority has no financial impact on DART.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that the President/Executive Director or his designee is authorized to delegate Contracting Officer authority to Coquice Logan, Enriqueta Rodriguez, and Rebecca Bellamy.
DATE: June 18, 2019

SUBJECT: One-Year Contract Extension and Increase Funding for Medicare Advantage PPO Plan for Retiree Medical Benefits

RECOMMENDATION

Approval of a resolution authorizing the President/Executive Director or his designee to modify the Aetna contract for the Medicare Advantage PPO Plan for retirees and their Medicare-eligible dependents to: 1) extend the contract for one year; and 2) increase the not-to-exceed amount by $1,211,624 ($882,062 DART cost and $329,562 retiree cost) for a new total authorized amount not to exceed $4,623,508.

COMMITTEE CONSIDERATIONS

. On June 11, 2018, the Administrative Committee unanimously moved to forward this item to the June 18, 2019, Committee-of-the-Whole Consent Agenda.

FINANCIAL CONSIDERATIONS

. This contract extension and funding increase for a fully-insured Medicare Advantage PPO Plan is included in the Agency-wide Benefits budget of the proposed FY 2020 operating budget.

. Sufficient funding for this contract extension and funding increase in the amount of $1,211,624 is included in both the Agency-wide Benefits budget of the proposed FY 2020 Operating Expense budget and the Total Operating Expense line item of the FY 2019 Twenty-Year Financial Plan.

BUSINESS PURPOSE

. DART currently offers a Medicare Advantage PPO Plan for retiree medical coverage in the Dallas/Fort Worth area on a fully-insured, at risk, contract basis.

. To join Aetna’s Medicare Advantage plan, the participant must have Medicare Parts A and Part B. Participants assign their Medicare benefits (medical and drug coverage) to Aetna to reduce premiums and obtain a higher level of benefit.

Over the next year, DART staff will secure a Medicare Private Retiree Exchange. This extension provides sufficient lead time to solicit, implement and effectively communicate the change.

Approval of this contract will help achieve Board Strategic Priority 5: Pursue excellence through employee engagement, development and well-being.

**PROCUREMENT CONSIDERATIONS**

- The base term of the contract is one-year from the award date of January 1, 2015, and the contract provides for four, one-year options.
- This modification is to extend the contract for one-year and increase funding.
- This is a sole source extension. It is impracticable to compete as we are reviewing other options that include Retiree Insurance Exchange.
- The pricing for the contract modification is fair and reasonable.
- The procurement analysis is provided as Attachment 1.

**D/M/WBE CONSIDERATIONS**

- The goal for this contract was established in May 2014 at 8% M/WBE participation.
- Aetna Life Insurance Company, the prime contractor, has committed to achieve some M/WBE participation.
- The M/WBE analysis and Equal Employment Opportunity (EEO-1) information are included in Attachment 2. The prime contractor’s actual EEO-1 report is available upon request.

**LEGAL CONSIDERATIONS**

- Section 452.055 of the Texas Transportation Code authorizes DART to contract for the provision of goods and services.
Contract Information

A. **Contract Description:** Medicare Advantage PPO Plan for DART Retirees

B. **Contractor:** Aetna Life Insurance Company

C. **Contract Number:** C-2013012-01

D. **Contractual Action:** Extend contract for one-year and increase funds.

E. **Current Contract Amount:** $3,411,884

F. **Contract Modification Amount:** $1,211,624

G. **New Contract Amount:** NTE $4,623,508

H. **Contract Type:** Firm Fixed Price/Indefinite Delivery/Indefinite Quantity

I. **Current Term of Contract/Performance Period:** One-year base with four, one-year options

J. **Remaining Options Available:** N/A

K. **Price Considerations:** The initial contract award was based on full and open competition, and all bids/proposals were evaluated inclusive of option year(s) pricing. The Aetna price reflects an increase that is within 1% of the National Medical inflation rate and includes a 15% increase that is for a Federally Mandated Tax to fund the Affordable Care Act. The ACA Health Insurance Providers fee was in effect for 2018, was waived by a special congressional resolution for 2019, but is set to apply again in 2020, unless congress acts to eliminate the ACA regulations altogether.

L. **Negotiation Memorandum:** N/A

M. **Determinations Required:** None

N. **Funding:** Local (80% DART and 20% Retiree)

O. **Determination of Responsibility:** None

- **Bond Check:** N/A
- **Reference Check:** Satisfactory
- **Financial Responsibility Survey:** Satisfactory
- **Insurance Check:** Satisfactory
- **On-Site Inspection:** N/A
- **Arithmetic Check:** N/A
- **Verification of Offer:** N/A
**Buy America Certification and/or Audit, if applicable:** N/A  
**Debarred/Suspended list:** Not on debarred / suspended list

**P. Determinations Required:** Use of Sole Source – Impracticable to compete, reviewing options for a replacement program.

**Determination and Recommendation**

Aetna Life Insurance Company is a responsible contractor for the modification described above. Therefore, execution of the contract modification is recommended.
One-Year Contract Extension and Increase Funding for Medicare Advantage PPO Plan for Retiree Medical Benefits

The goal for this contract was established in May 2014 at 8% M/WBE participation. This contract option of $882,061 (DART cost) will increase the DART incurred contract amount to $3,457,767. Of the proposed modification amount, $70,566 has been committed to the following certified firms:

M/WBE CONSIDERATIONS

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Elahi Enterprises, Inc. dba Akorbi</td>
<td>Plano, TX</td>
<td>Hispanic Female</td>
<td>Translation of Marketing Materials</td>
<td>$35,283</td>
</tr>
<tr>
<td>Mastercraft Printed Products &amp; Services, Inc.</td>
<td>Irving, TX</td>
<td>White Female</td>
<td>Printing &amp; Administrative Services</td>
<td>$35,283</td>
</tr>
</tbody>
</table>

**TOTAL M/WBE PARTICIPATION (for this increase): $70,566**

For the entire contracting period, Aetna Life Insurance Company, the prime contractor, has committed to some M/WBE participation through utilization of the following certified firms:

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Elahi Enterprises, Inc. dba Akorbi</td>
<td>Plano, TX</td>
<td>Hispanic Female</td>
<td>Translation of Marketing Materials</td>
<td>$90,721</td>
<td>2.62%</td>
</tr>
<tr>
<td>Mastercraft Printed Products &amp; Services, Inc.</td>
<td>Irving, TX</td>
<td>White Female</td>
<td>Printing &amp; Administrative Services</td>
<td>$142,598</td>
<td>4.12%</td>
</tr>
</tbody>
</table>

**TOTAL M/WBE PARTICIPATION: $233,319 6.74%**

**NOTE:** The goal is based on the DART incurred contract not-to-exceed amount of $3,457,767. If there are any changes to this amount, the original goal will apply.

*The percentages and dollar amounts may remain level, increase or decrease depending on the circumstances.*
Summary of EEO-1 Report

Aetna Life Insurance Company is located in Hartford, CT and employs 33,116 individuals. The following is an analysis of their EEO-1 report:

<table>
<thead>
<tr>
<th></th>
<th>ASIAN</th>
<th>BLACK</th>
<th>HISPANIC</th>
<th>NATIVE AM.</th>
<th>WHITE</th>
<th>TOTAL</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>MALES</strong></td>
<td>530</td>
<td>1,002</td>
<td>594</td>
<td>27</td>
<td>6,099</td>
<td>8,252</td>
<td>24.92%</td>
</tr>
<tr>
<td><strong>FEMALES</strong></td>
<td>855</td>
<td>4,798</td>
<td>2,199</td>
<td>109</td>
<td>16,903</td>
<td>24,864</td>
<td>75.08%</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>1,385</td>
<td>5,800</td>
<td>2,793</td>
<td>136</td>
<td>23,002</td>
<td>33,116</td>
<td>100%</td>
</tr>
<tr>
<td><strong>PERCENTAGE</strong></td>
<td>4.18%</td>
<td>17.51%</td>
<td>8.44%</td>
<td>0.41%</td>
<td>69.46%</td>
<td>100%</td>
<td></td>
</tr>
</tbody>
</table>
DRAFT

RESOLUTION

of the

DALLAS AREA RAPID TRANSIT BOARD

(Executive Committee)

One-Year Contract Extension and Increase Funding for Medicare Advantage PPO Plan for Retiree Medical Benefits

WHEREAS, DART currently provides a Medicare Advantage PPO Plan for medical coverage for retirees and their Medicare-Eligible dependents on a fully-insured, at risk, contract basis; and

WHEREAS, on October 28, 2014, a one-year contract, with four annual renewal options, in the amount of $460,519 was awarded to Aetna (Resolution No. 140111); and

WHEREAS, on October 20, 2015, the first one-year option was exercised and the not-to-exceed amount increased by $523,715 to $984,234 (Resolution No. 150107); and

WHEREAS, on October 4, 2016, the second one-year option was exercised and the not-to-exceed amount increased by $523,643 to $1,507,877 (Resolution No. 16105); and

WHEREAS, The Contracting Officer increased the not-to-exceed amount by $25,000 to complete the second one-year option year; and

WHEREAS, on September 26, 2017, the third one-year option was exercised and the not-to-exceed amount increased by $812,241 to $2,345,119 (Resolution No. 170096); and

WHEREAS, on September 18, 2018, the fourth one-year option was exercised and the not-to-exceed amount increased by $1,066,765 to $3,411,884 (Resolution No. 180094); and

WHEREAS, to continue to offer a Medicare Advantage PPO Plan, it is necessary to extend the contract for one additional year; and

WHEREAS, the proposed price for this contract is fair and reasonable; and

WHEREAS, funding for this contract extension and funding increase is within the proposed FY 2020 Budget and approved FY 2019 Twenty-Year Financial Plan allocations.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that the President/Executive Director or his designee is authorized to exercise a contract modification for the Medicare Advantage PPO Plan for Retiree Medical Benefits with Aetna [Contract No. 2013012-01] to:

Section 1: Extend the contract for one additional year.

Section 2: Increase the not-to-exceed amount by $1,211,624 ($882,062 DART cost and $329,562 retiree cost), for a new total unauthorized amount not to exceed $4,623,508.
One-Year Contract Extension and Increase Funding for Medicare Advantage PPO Plan for Retiree Medical Benefits

Prepared by: Nicole Fontayne-Bárdowell
Executive Vice President
Chief Administrative Officer

Approved as to form: Gene Gamez
Interim General Counsel

Approved by: Gary C. Thomas
President/Executive Director
DATE: June 18, 2019

SUBJECT: Adoption of President/Executive Director’s FY 2020 Goals and Performance Measures

BOARD ACTION

Approval of a resolution adopting the FY 2020 Goals and Performance Measures for the President/Executive Director, as shown in Exhibit 1 to the Resolution.

COMMITTEE CONSIDERATIONS

- The Administrative Committee discussed the first draft of the President/Executive Director’s proposed FY 2020 goals on April 9, 2019 and determined that it would be beneficial to schedule a longer meeting to discuss the goals in more detail.

- On April 16, 2019, the Administrative Committee reviewed and provided input on the President/Executive Director’s draft FY 2020 Goals and Performance Measures. Modifications to the draft goals and performance measures were provided to the Board on April 23, 2018 and included in the President’s Packet on April 26, 2019.

- On May 14, 2019, the Administrative Committee reviewed the revised goals and performance measures and requested that performance targets be included for review by the Board.

- On June 11, 2019, the Administrative Committee approved changing the introductory phrase on line 15 to: “Communicate to the Board in a timely and reasonable manner during FY 2020.” The committee also approved the weighting of each goal and unanimously moved to forward this item to the June 18, 2019 Committee of the Whole consent agenda.

PURPOSE

- DART has consistently used a system of establishing goals and tracking performance measures to provide a focus for strategic and operational improvement, create an analytical basis for decision making, and provide focus on the priorities set by the Board.
On April 28, 2015 (Resolution No. 150046), the Board established the following Strategic Priorities for FY 2016 – FY 2020:

1. Continually improve service and safety experiences and perceptions for customers and the public
2. Optimize and preserve (state of good repair) the existing transit system
3. Optimize DART’s influence in regional transportation planning
4. Expand DART’s transportation system to serve cities inside and outside the current service area
5. Pursue excellence through employee engagement, development and well-being
6. Innovate to improve levels of service, business processes and funding

In order to move the agency in the direction described in the Strategic Priorities, the Board establishes annual goals and performance measures for the President/Executive Director. These goals and performance measures in turn guide the development of the annual budget and financial plan, the Business Plan, department work plans, specific projects, and ultimately performance plans for employees. Creating a clear “line of sight” through all levels is important for creating accountability throughout the agency and helps maintain focus on the Strategic Priorities.

The Amended and Restated Employment Agreement with DART’s President/Executive Director requires that “methods and criteria, including specific goals and other performance indicators” are to be developed for use in evaluating Mr. Thomas’s performance.

The Agreement provides two alternatives for the Board to approve goals and performance indicators for Mr. Thomas. First, the Board prepares and provides goals and performance indicators for the following fiscal year by May 1 of each year. Alternatively, Mr. Thomas prepares and provides goals and performance indicators to the Board for consideration by the first regularly scheduled meeting of the Board in June.

Having final goals and performance measures in place by early June allows sufficient time for staff to incorporate funding for activities that support the approved goals in the following year’s annual budget.

Goals and performance measures for the General Counsel, the Director of Internal Audit, and the Director of the Office of Board Support may be established according to terms in their individual employment agreements and are not addressed in the President/Executive Director’s Employment Agreement.

The following dates and deadlines relating to goals and performance measures are included in the President/Executive Director’s Employment Agreement:

- May 1 – Board deadline to approve President/Executive Director’s goals and performance measures
- First Board meeting in June – Deadline for President/Executive Director to present goals and performance measures to the Board for consideration in the event the Board does not act by May 1
October 30 – Board deadline to determine if the President/Executive Director is satisfactorily performing

November 14 – Board deadline to determine whether Mr. Thomas has met goals and performance measures

Attachment 1 is a copy of the President/Executive Director’s draft FY 2020 Goals and Performance Measures.

Attachment 2 is a copy of the President/Executive Director’s approved FY 2019 Goals and Performance Measures, as revised on March 26, 2019.

LEGAL CONSIDERATIONS

Section 452.104 of the Texas Transportation Code provides that the Executive Director shall administer the daily operation of the authority.

Section IV., Compensation and Evaluation, of the Amended and Restated Employment Agreement between DART and Gary C. Thomas, contains provisions under which the Board approves goals and performance measures to use in evaluating Mr. Thomas’s performance.
<table>
<thead>
<tr>
<th>Line No.</th>
<th>President/Executive Director's Goals</th>
<th>Performance Measure</th>
<th>Strategic Priority</th>
<th>Allocation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Serve the Customer</td>
<td>KPI - Service Quality: Improve on-time performance by mode by meeting FY 2020 KPI.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td></td>
<td>KPI - Ridership Performance: Stabilize total agency ridership by meeting FY 2020 KPI.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>1.1 Serve DART's Customers by implementing steps that increase fixed-route ridership.</td>
<td>Complete Bus Service Re-envision Plan (targeting coverage versus frequency) by 09/30/2020.</td>
<td>1, 3, 6</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td></td>
<td>Engage with DART customers and stakeholders on issues of shared relevance; demonstrate program activity to address 4 key areas: mobility, poverty, housing, and human trafficking.</td>
<td></td>
<td>35%</td>
</tr>
<tr>
<td>6</td>
<td></td>
<td>Develop and integrate GoPass features to advance Mobility as a Service and Mobility on Demand by 09/30/2020: 1. Paratransit On-Demand full integration; 2. Single Payment integration; and 3. Traffic Management integration.</td>
<td>1, 3, 6</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>1.2 Serve DART's Customers by implementing steps that improve Customers' sense of security.</td>
<td>Demonstrate improvement in public sense of security as measured by surveys that measure customer perceptions.</td>
<td>1, 2</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td></td>
<td>Demonstrate improvement in actual security by improving infrastructure and strategic placement of security personnel.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Improve Processes</td>
<td>KPI: Maintain Administrative Ratio at or below FY 2020 budget target.</td>
<td></td>
<td></td>
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<tr>
<td>10</td>
<td></td>
<td>Align organization to support Mobility as a Service vision by acting on implementation plan developed in FY 2019.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td></td>
<td>Meet Enterprise Asset Management (EAM) system implementation milestones: 1. Establish timeline for design and deployment stages; and 2. Complete Design Phase 1 for rolling stock, materials, supply chain, and linear assets by 09/30/2020</td>
<td>1, 3, 6</td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>2. Study and modify internal processes to improve efficiency without increasing administrative costs and to demonstrate effectiveness in the daily operation and administration of the agency.</td>
<td>Meet Lawson Enterprise Resource Planning (ERP) system replacement milestones by 09/30/2020: 1. Develop system requirements; and 2. Initiate procurement process.</td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>13</td>
<td></td>
<td>Meet Enterprise Learning Management System (LMS) milestones by 09/30/2020 to support unified training, learning, knowledge sharing, and management and tracking: 1. Develop learning management strategy; and 2. Identify reporting metrics.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td></td>
<td>Meet DART's DBE and MWBE goals for FY 2020.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td></td>
<td>Communicate to the Board in a timely and reasonable manner during FY 2020: Increase effectiveness in communication to the Board during FY 2020: 1. Track Board members' requests for information and responses; 2. Notify Board members of public presentations, media reports, and particular actions known to be of interest; and 3. Notify Board members of meetings with elected officials.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Manage Resources

<p>| | |</p>
<table>
<thead>
<tr>
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<th></th>
</tr>
</thead>
</table>
| 16 | KPI: Service Quality:  
1. Improve mean distance between service calls for bus over FY 2020 KPI Target; and  
2. Improve mean distance between service calls for LRT over FY 2020 KPI Target. |
| 17 | Advance the D2 Second Alignment through 30% Project Development level of design and complete a Final Environmental Impact Statement by 09/30/2020. |
| 18 | Cotton Belt Regional Rail Corridor:  
1. Complete 30% civil design for guideway and track by 01/31/2020; and  
2. Complete final design for vehicles by 09/30/2020. |
| 19 | Red and Blue Line Platform Extension project: Complete construction of 8 red line north stations by 06/30/2020. |
| 20 | Continue development of the 2045 System Plan:  
1. Incorporate Bus Service Re-envision Plan; and  
2. Provide regular briefings to the Board, and  
3. Prepare a revised draft 2045 System Plan and present to the Board by 09/30/2020. |
| 21 | Develop and implement a compliant Public Transportation Agency Safety Plan:  
1. Complete Safety Plan by 03/31/2020; and  
| 22 | Complete an analysis of DART Headquarters building utilization and present recommendation for action to the Board by 09/30/2020. |

### Develop Employees

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>23</td>
<td>KPI: Improve recruitment effectiveness by improving average days to recruit (hourly and salary employees) over FY 2019 levels.</td>
</tr>
<tr>
<td>24</td>
<td>KPI: Improve retention effectiveness by decreasing employee turnover over FY 2019 levels.</td>
</tr>
<tr>
<td>25</td>
<td>4. Recruit and maintain a skilled and diverse workforce to demonstrate effectiveness in the daily operation and administration of the agency.</td>
</tr>
<tr>
<td>26</td>
<td>KPI - Safety: Ensure employees embrace a high level of safety awareness to perform their daily tasks by demonstrating compliance with agency-wide training requirements.</td>
</tr>
<tr>
<td>27</td>
<td>Review EEO Program and goals with Executive Management Team and implement changes if necessary to ensure the EEO Program is in compliance with applicable regulations.</td>
</tr>
<tr>
<td>28</td>
<td>Demonstrate management’s efforts to actively engage with employees.</td>
</tr>
</tbody>
</table>

**Note:** All allocations are subject to entire, partial or no recognition of accomplishment in determining bonus of President/Executive Director pursuant to Sections IV.E and IV.F of his Employment Agreement.

**Metrics may be added or amended as applicable after adoption of FY 2020 Budget and Financial Plan by the Board of Directors.**
RESOLUTION
of the
DALLAS AREA RAPID TRANSIT BOARD
(Executive Committee)

Addition to President/Executive Director’s FY 2019 Goals and Performance Measures

WHEREAS, DART has consistently used a system of establishing goals and tracking performance measures to provide a focus for strategic and operational improvement, create an analytical basis for decision making, and provide focus on the priorities set by the Board; and

WHEREAS, on May 22, 2018 (Resolution No. 180047), the Board approved a resolution adopting the FY 2019 goals and performance measures for the President/Executive Director; and

WHEREAS, the Board desires to make a mid-year addition to those goals and performance measures.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that the President/Executive Director’s FY 2019 Goals and Performance Measures are revised to include a mid-year addition as shown in Exhibit 1 to the Resolution.

Michele Wong Krause
Secretary

Sue S. Bauman
Chair

APPROVED AS TO FORM:

Gene Gamez
Interim General Counsel

ATTEST:

Gary C. Thomas
President/Executive Director

March 26, 2019
Date
**REVISED FY 2019 President/Executive Director's Goals and Performance Measures**

REVISED March 26, 2019

<table>
<thead>
<tr>
<th>Line No.</th>
<th>President/Executive Director's Goals</th>
<th>Performance Measure</th>
<th>Strategic Priority</th>
<th>Allocation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td><strong>Serve the Customer</strong></td>
<td>Quarterly report to the Board on fixed-route ridership by mode; include results of prior service changes</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
| 2       |                                     | Implement improvements to fixed-route service that result in a measurable increase in ridership:  
1. Improve fixed-route bus on-time performance by 2% over FY 2018 levels  
2. Demonstrate improved travel speeds on specific routes by reducing underutilized stops  
3. Implement traffic signal priority system for three bus routes |                    |            |
| 3       |                                     | Based on the revised Service Standards approved in FY 2018, develop and present to the Board a "reset" of the Comprehensive Operations Analysis, including an accelerated phased implementation plan, by March 31, 2019 |                    |            |
| 4       |                                     | Implement fixed route service expansion, which includes 41 additional buses, by August 31, 2019 |                    |            |
| 5       | 1.1 Serve DART's Customers by implementing steps that increase fixed-route ridership | Implement elements from Mobility on Demand Sandbox Grant shown to have a positive impact on ridership by January 31, 2019 | 1, 3, 4, 6 |            |
| 6       |                                     | Advance the 2040 Transit System Plan and related elements through the DART Board discussion and review, including a possible extension to 2045, and propose adoption by September 30, 2019 |                    |            |
| 7       |                                     | Advance the D2 Second Alignment through the first year of Project Development, including a 10% level of design and a Draft Environmental Impact Statement, by September 30, 2019 |                    |            |
| 8       |                                     | Advance the Cotton Belt Regional Rail project:  
1. Issue NTP for design/build contract by Jan. 31, 2019  
2. Issue NTP for POMR by January 31, 2019  
3. Issue NTP for vehicles by March 30, 2019  
4. Issue NTP for maintenance facility by March 30, 2019 |                    |            |
| 9       |                                     | Complete a Streetcar Master Plan for the DART Service Area by September 30, 2019 |                    |            |
| 10      |                                     | Maintain Overall Satisfaction and improve Net Promoter Score |                    |            |
| 11      |                                     | Achieve ridership above target levels:  
1. Bus target - 30,610,704  
2. Light rail target - 28,872,033  
3. Commuter rail target - 2,029,474 |                    |            |
<p>| 12      | 1.2 Serve DART's Customers by implementing steps that improve Customers' sense of security | Demonstrate improvement in public sense of security as measured by surveys that establish baseline perceptions and measure changed perceptions | 1, 2 |            |
| 13      |                                     | Quarterly report to the Board on security metrics; Demonstrate improvement in actual security by improving infrastructure and strategic placement of security personnel |                    |            |</p>
<table>
<thead>
<tr>
<th>Improve Processes</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>14. Implement all Automatic Passenger Counter Capital Projects;</td>
<td></td>
</tr>
<tr>
<td>obtain FTA approval for use of APCs for ridership reporting;</td>
<td></td>
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<tr>
<td>increase ridership accuracy by September 30, 2019</td>
<td></td>
</tr>
<tr>
<td>15. Modernize 25 DARTnet Workflows and applications</td>
<td></td>
</tr>
<tr>
<td>16. Implement Enterprise Project Management system to be used in managing all</td>
<td></td>
</tr>
<tr>
<td>levels of capital program and other projects by September 30, 2019</td>
<td></td>
</tr>
<tr>
<td>17. Present new Mobility Management Services concept and contract to the Board</td>
<td></td>
</tr>
<tr>
<td>for approval by Dec. 31, 2018</td>
<td></td>
</tr>
<tr>
<td>18. Establish and meet or exceed DMWBE goals for FY 2019</td>
<td></td>
</tr>
<tr>
<td>19. Implement improvements to 5 Star Program identified in FY 2018 peer review</td>
<td></td>
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<tr>
<td>20. Study and modify internal processes to improve efficiency without increasing</td>
<td></td>
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<tr>
<td>administrative costs</td>
<td></td>
</tr>
<tr>
<td>21. Continue implementation of improvements to talent and recruiting processes</td>
<td></td>
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<tr>
<td>identified in FY 2018</td>
<td></td>
</tr>
<tr>
<td>22. Demonstrate improvement in the instances of communication to the Board during</td>
<td></td>
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<tr>
<td>FY 2019:</td>
<td></td>
</tr>
<tr>
<td>1. Track Board members' requests for information and responses;</td>
<td></td>
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<tr>
<td>2. Notification to the Board of public presentations, media reports, and</td>
<td></td>
</tr>
<tr>
<td>particular actions known to be of interest</td>
<td></td>
</tr>
<tr>
<td>Manage Resources</td>
<td></td>
</tr>
<tr>
<td>23. Average of less than 2 buses and 2 LRVs down for inventory parts during FY</td>
<td></td>
</tr>
<tr>
<td>2019</td>
<td></td>
</tr>
<tr>
<td>24. Implement bus stop amenities improvements based on revised Service Standards</td>
<td></td>
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<tr>
<td>approved in FY 2018</td>
<td></td>
</tr>
<tr>
<td>1. Install 70 shelters at new locations</td>
<td></td>
</tr>
<tr>
<td>2. Install 70 benches and 70 free standing solar lights at new locations</td>
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<tr>
<td>3. Complete assessment of sidewalk accessibility</td>
<td></td>
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<tr>
<td>25. Implement the relocation of the DART data center; maintain the stability of</td>
<td></td>
</tr>
<tr>
<td>the network and hosting of essential business and operational applications and</td>
<td></td>
</tr>
<tr>
<td>systems during the transition</td>
<td></td>
</tr>
<tr>
<td>26. Issue NTP for construction of Phase 3A and 3B of CBD rail replacement project</td>
<td></td>
</tr>
<tr>
<td>by June 30, 2019</td>
<td></td>
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<tr>
<td>27. LRT Platform Extensions: Substantial completion of construction for two Red</td>
<td></td>
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<tr>
<td></td>
<td>Develop Employees</td>
</tr>
<tr>
<td>---</td>
<td>-----------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>28</td>
<td>Review results of FY 2018 Classification and Compensation Study and develop recommendations for implementation</td>
</tr>
<tr>
<td>29</td>
<td>Conduct an inventory of all agency training (including succession planning), identify gaps and duplications, and implement guidelines to ensure consistency and focus on key competencies</td>
</tr>
<tr>
<td>30</td>
<td>Develop and implement a plan to address actionable items identified in the FY 2018 Employee Engagement Survey, to specifically include items related to employee sense of security</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Administration of the Agency (Added March 26, 2019)</th>
</tr>
</thead>
<tbody>
<tr>
<td>31</td>
<td>Frame and widely communicate a clear vision for the daily operation and administration of the agency (Mobility as a Service)</td>
</tr>
<tr>
<td>32</td>
<td>Frame and widely communicate to the agency clear expectations for individual performance and behavior in the workplace, and enforce policies to support the expectations.</td>
</tr>
<tr>
<td>33</td>
<td>Review organizational alignment and make modifications required to align the organization with the articulated vision and expectations.</td>
</tr>
</tbody>
</table>

NOTE: All allocations are subject to entire, partial or no recognition of accomplishment in determining bonus of President/Executive Director pursuant to Sections IV.E and IV.F of his Employment Agreement.

Metrics may be added or amended as applicable after adoption of FY 2019 budget and financial plan by the Board of Directors
RESOLUTION

of the

DALLAS AREA RAPID TRANSIT BOARD
(Executive Committee)

Adoption of President/Executive Director’s FY 2020 Goals and Performance Measures

WHEREAS, DART has consistently used a system of establishing goals and tracking performance measures to provide a focus for strategic and operational improvement, create an analytical basis for decision making, and provide focus on the priorities set by the Board; and

WHEREAS, on April 28, 2015 (Resolution No. 150046), the Board established Strategic Priorities for FY 2016 – FY 2020; and

WHEREAS, in order to move the agency in the direction described in the Strategic Priorities, the Board establishes annual goals and performance measures for the President/Executive Director which guide the development of the annual budget and financial plan, the annual business plan, department work plans, specific projects, and ultimately performance plans for employees, thereby creating a clear “line of sight” through all levels of the organization and accountability throughout the agency; and

WHEREAS, the Board desires to establish goals and performance measures for the President/Executive Director for Fiscal Year 2020.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that:

Section 1: The Board adopts the goals and the performance measures for the President/Executive Director for Fiscal Year 2020 as shown in Exhibit 1 to this Resolution.

Section 2: The Board may modify the performance measures for the President/Executive Director as may be necessary to make them consistent with the final FY 2020 Budget and Twenty-Year Financial Plan.
Adoption of President/Executive Director’s FY 2020 Goals and Performance Measures

Michele Wong Krause
Secretary

Sue S. Bauman
Chair

APPROVED AS TO FORM:

Gene Gamez
Interim General Counsel

ATTEST:

Gary C. Thomas
President/Executive Director

Date
## FY 2020 President/Executive Director's Goals and Performance Measures

Adopted June 18, 2019

### Serve the Customer

<table>
<thead>
<tr>
<th>Line No.</th>
<th>President/Executive Director's Goals</th>
<th>Performance Measure</th>
<th>Strategic Priority</th>
<th>Allocation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td><strong>KPI - Service Quality</strong>: Improve on-time performance by mode by meeting FY 2020 KPI.</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>2</td>
<td><strong>KPI - Ridership Performance</strong>: Stabilize total agency ridership by meeting FY 2020 KPI.</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>3</td>
<td><strong>KPI - Customer Satisfaction</strong>: Improve Net Promoter Score over FY 2019.</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>4</td>
<td>Complete Bus Service Re-envision Plan (targeting coverage versus frequency) by 09/30/2020.</td>
<td>1, 3, 6</td>
<td>35%</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Engage with DART customers and stakeholders on issues of shared relevance; demonstrate program activity to address 4 key areas: mobility, poverty, housing, and human trafficking.</td>
<td></td>
<td>1, 2</td>
<td>35%</td>
</tr>
<tr>
<td>6</td>
<td>Develop and integrate GoPass features to advance Mobility as a Service and Mobility on Demand by 09/30/2020: 1. Paratransit On-Demand full integration; 2. Single Payment integration; and 3. Traffic Management integration.</td>
<td></td>
<td>1, 2</td>
<td>35%</td>
</tr>
<tr>
<td>7</td>
<td>Demonstrate improvement in public sense of security as measured by surveys that measure customer perceptions.</td>
<td>1, 2</td>
<td>35%</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Demonstrate improvement in actual security by improving infrastructure and strategic placement of security personnel.</td>
<td>1, 2</td>
<td>35%</td>
<td></td>
</tr>
</tbody>
</table>

### Improve Processes

<table>
<thead>
<tr>
<th>Line No.</th>
<th>President/Executive Director's Goals</th>
<th>Performance Measure</th>
<th>Strategic Priority</th>
<th>Allocation</th>
</tr>
</thead>
<tbody>
<tr>
<td>9</td>
<td>KPI: Maintain Administrative Ratio at or below FY 2020 budget target.</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>10</td>
<td>Align organization to support Mobility as a Service vision by acting on implementation plan developed in FY 2019.</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>11</td>
<td>Meet Enterprise Asset Management (EAM) system implementation milestones: 1. Establish timeline for design and deployment stages; and 2. Complete Design Phase 1 for rolling stock, materials, supply chain, and linear assets by 09/30/2020</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>12</td>
<td>Meet Lawson Enterprise Resource Planning (ERP) system replacement milestones by 09/30/2020: 1. Develop system requirements; and 2. Initiate procurement process.</td>
<td>1, 2, 5, 6</td>
<td>20%</td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Meet Enterprise Learning Management System (LMS) milestones by 09/30/2020 to support unified training, learning, knowledge sharing, and management and tracking: 1. Develop learning management strategy; and 2. Identify reporting metrics.</td>
<td>1, 2, 5, 6</td>
<td>20%</td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Meet DART's DBE and MWBE goals for FY 2020.</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td>15</td>
<td>Communicate to the Board in a timely and reasonable manner during FY 2020: 1. Track Board members’ requests for information and responses; 2. Notify Board members of public presentations, media reports, and particular actions known to be of interest; and 3. Notify Board members of meetings with elected officials.</td>
<td></td>
<td>1, 2, 5, 6</td>
<td>20%</td>
</tr>
<tr>
<td></td>
<td>Manage Resources</td>
<td></td>
<td></td>
<td></td>
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<td>-------------------------------------------------------------------------------------------------------------------</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>16</td>
<td>KPI: Service Quality:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>1. Improve mean distance between service calls for bus over FY 2020 KPI Target; and</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>2. Improve mean distance between service calls for LRT over FY 2020 KPI Target.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17</td>
<td>Advance the D2 Second Alignment through 30% Project Development level of design and complete a Final Environmental Impact Statement by 09/30/2020.</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>18</td>
<td>Cotton Belt Regional Rail Corridor:</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>1. Complete 30% civil design for guideway and track by 01/31/2020; and</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>2. Complete final design for vehicles by 09/30/2020.</td>
<td></td>
<td></td>
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<tr>
<td>19</td>
<td>3. Optimize and preserve DART's assets to demonstrate effectiveness in the daily operation and administration of the agency.</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>Red and Blue Line Platform Extension project: Complete construction of 8 red line north stations by 06/30/2020.</td>
<td></td>
<td></td>
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<td>20</td>
<td>Continue development of the 2045 System Plan:</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>1. Incorporate Bus Service Re-envision Plan; and</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>2. Provide regular briefings to the Board; and</td>
<td></td>
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<tr>
<td></td>
<td>3. Prepare a revised draft 2045 System Plan and present to the Board by 09/30/2020.</td>
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<tr>
<td>21</td>
<td>Develop and implement a compliant Public Transportation Agency Safety Plan:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>1. Complete Safety Plan by 03/31/2020; and</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>22</td>
<td>Complete an analysis of DART Headquarters building utilization and present recommendation for action to the Board by 09/30/2020.</td>
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<td></td>
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</tr>
<tr>
<td></td>
<td>1, 2, 3, 4, 6</td>
<td>30%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>KPI: Improve recruitment effectiveness by improving average days to recruit (hourly and salary employees) over FY 2019 levels.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>KPI: Improve retention effectiveness by decreasing employee turnover over FY 2019 levels.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>25</td>
<td>4. Recruit and maintain a skilled and diverse workforce to demonstrate effectiveness in the daily operation and administration of the agency.</td>
<td></td>
<td></td>
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<tr>
<td>26</td>
<td>Implement action items necessary to improve employee engagement identified in FY 2019.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>27</td>
<td>KPI - Safety: Ensure employees embrace a high level of safety awareness to perform their daily tasks by demonstrating compliance with agency-wide training requirements.</td>
<td></td>
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</tr>
<tr>
<td>28</td>
<td>Review EEO Program and goals with Executive Management Team and implement changes if necessary to ensure the EEO Program is in compliance with applicable regulations.</td>
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<tr>
<td></td>
<td>Demonstrate management's efforts to actively engage with employees.</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>5, 6</td>
<td>15%</td>
<td></td>
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</tbody>
</table>

**NOTE:** All allocations are subject to entire, partial or no recognition of accomplishment in determining bonus of President/Executive Director pursuant to Sections IV.E and IV.F of his Employment Agreement.

Metrics may be added or amended as applicable after adoption of FY 2020 Budget and Financial Plan by the Board of Directors.
DATE:       June 18, 2019

SUBJECT:    Contract Modification for Mobility Management Services

RECOMMENDATION

Approval of a resolution authorizing the President/Executive Director or his designee to increase the contract value for Mobility Management Services with MV Transportation, Inc. [Contract C-2044267-01] by $529,241, for a new total authorized amount not to exceed $105,906,319.

COMMITTEE CONSIDERATIONS

. On June 11, 2018, the Operations, Safety & Security Committee unanimously moved to forward this item to the June 18, 2019, Committee-of-the-Whole Consent Agenda.

FINANCIAL CONSIDERATIONS

. This contract modification for Mobility Management Services with MV Transit, Inc. is included in the Mobility Management Services Department's FY 2019 operating budget.

. Sufficient funding for this contract modification in the amount of $529,241 is included in both the Mobility Management Services Department's FY 2019 Operating Expense budget and the Paratransit Expense line item of the FY 2019 Twenty-Year Financial Plan.

BUSINESS PURPOSE

. On January 22, 2019 (Resolution No. 190017), a three-year, three-month contract period with two, two-year options was awarded to MV Transportation, Inc. to provide Mobility Management Services.

. This contract modification will result in a change to the not-to-exceed value of the contract for Mobility Management Services with MV Transportation, Inc., to $105,906,319, for an increase of $529,241.

. This contract modification provides for the following two changes:

   . Addition of Drive Cam onboard camera systems and monitoring to all non-Transportation Network Company (TNC) providers under the contract for Mobility Management Services. A total of 220 vehicles will be equipped. The Drive Cam system identifies unsafe and inefficient driving behaviors among operators, provides a reference point to coach drivers, and reduces risk, thereby enhancing customer safety and security. The Contractor shall
provide all Service Providers with a Drive Cam System for each service vehicle, except for TNC Providers. The Contractor will be responsible for all modifications, repairs, upgrades, configurations, wiring, etc., needed to maintain and operate these units. In addition, the Contractor will add a Drive Cam Manager to the Contractor's Staffing Plan, whose duties will include individual training, development of a monitoring program with the Service Providers, and Drive Cam reporting.

Five additional tablet computers. DART has a need for a total of twenty tablet computers for use by DART Contract Compliance Field Supervisors to monitor day-to-day service of the Contractor and Service Providers. The tablet computers are programmed with Routematch and Spare Labs software as well as other communication tools to enable the Field Supervisors to monitor and alert the Contractor to more proactively solve customer concerns. The current contract requires 15 tablet computers for use by DART staff. This modification increases the total to 20 tablet computers.

. Approval of this contract value increase will help achieve Board Strategic Priority 1: Continually improve service and safety experiences and perceptions for customers and the public.

PROCUREMENT CONSIDERATIONS

. The base term of the contract is three years and three months from the date of the Notice-to-Proceed.

. The pricing for this contract funding increase is fair and reasonable.

. The procurement analysis is provided as Attachment 1.

D/M/WBE CONSIDERATIONS

. The goals for this contract were established in August 2018 at 3% DBE, 25% MBE and 7% WBE participation.

. MV Transportation, Inc., the prime contractor, has committed to exceed the goals.

. The D/M/WBE analysis and Equal Employment Opportunity (EEO-1) information are included in Attachment 2. The prime contractor’s actual EEO-1 report is available upon request.

LEGAL CONSIDERATIONS

. Section 452-055 of the Texas Transportation Code authorizes DART to contract for the provision of goods and services.
Contract Information

A. Contract Description: Mobility Management Services

B. Contractor: MV Transportation, Inc.

C. Contract Number: C-2044267-01

D. Contractual Action: Increase funding

E. Current Contract Amount: Not to exceed $105,377,078

F. Contract Modification Amount: $529,241

G. New Contract Amount: Not to exceed $105,906,319

H. Contract Type: Definite Quantity/Definite Delivery and Indefinite Delivery/Indefinite Quantity

I. Current Term of Contract/Performance Period: Three years and three months, July 1, 2019 – September 30, 2022

J. Remaining Options Available: Two, two-year options

K. Price Considerations: The cost of the Drive Cam system is $523,716, which includes one full-time employee to support the program. The cost of the tablets is $5,525. Price is fair and reasonable based on market research and Independent Cost Estimate (ICE).

L. Negotiation Memorandum: Available for review in the contract file.

M. Determinations Required: None

N. Funding: Federal and Local

O. Determination of Responsibility:
   Reference Check: Satisfactory
   Financial Responsibility Survey: Satisfactory
   Insurance Check: Yes
   On-Site Inspection: N/A
   Arithmetic Check: Yes
   Buy America Certification and/or Audit, if applicable: N/A
   Debarred/Suspended list: Not on the debarred /suspended list

Determination and Recommendation

MV Transportation, Inc., is a responsible contractor for the modification described above. Therefore, execution of the contract modification is recommended.
Contract Modification for Mobility Management Services

D/M/WBE CONSIDERATIONS

The goals for this contract were established in August 2018 at 3% DBE, 25% MBE and 7% WBE participation. MV Transportation, Inc., the prime contractor, has committed to exceed the goals through utilization of the following certified firms:

**DBE PARTICIPATION**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>MyCity Transportation, Inc.</td>
<td>Shaker Heights, OH</td>
<td>Black Male</td>
<td>Service Delivery</td>
<td>$3,108,623</td>
<td>2.93%</td>
</tr>
<tr>
<td>Legacy Resource Group, LLC</td>
<td>Dallas, TX</td>
<td>Black Male</td>
<td>Community Manager &amp; D/M/WBE Coordinator</td>
<td>$158,065</td>
<td>0.15%</td>
</tr>
<tr>
<td>Self-Rep/Willard Johnson</td>
<td>Dallas, TX</td>
<td>Black Male</td>
<td>Janitorial Supplies</td>
<td>$52,688</td>
<td>0.05%</td>
</tr>
</tbody>
</table>

**TOTAL DBE PARTICIPATION:** $3,319,376 3.13%*

**MBE PARTICIPATION**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Logistic Corp</td>
<td>Grapevine, TX</td>
<td>Hispanic Male</td>
<td>Service Delivery</td>
<td>$12,297,505</td>
<td>11.61%</td>
</tr>
<tr>
<td>Big Star Transit, LLC</td>
<td>Dallas, TX</td>
<td>Black Female</td>
<td>Transportation Services</td>
<td>$10,379,642</td>
<td>9.80%</td>
</tr>
<tr>
<td>Oliver, Inc.</td>
<td>Dallas, TX</td>
<td>Black Female</td>
<td>Various Non-Managerial Functions across Brokerage Platform</td>
<td>$6,217,247</td>
<td>5.87%</td>
</tr>
<tr>
<td>Real-Time Transport</td>
<td>Irving, TX</td>
<td>Asian Indian Male</td>
<td>Service Provider of ADA Trips</td>
<td>$1,440,000</td>
<td>1.36%</td>
</tr>
<tr>
<td>B.M.R. Janitorial &amp; Pressure Washing Service, LLC</td>
<td>Dallas, TX</td>
<td>Black Male</td>
<td>Vehicle Detailing</td>
<td>$94,839</td>
<td>0.09%</td>
</tr>
</tbody>
</table>
Attachment 2

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Houdal Corporation d/b/a 2M Business Products</td>
<td>Dallas, TX</td>
<td>Asian Indian Male</td>
<td>Office Supplies</td>
<td>$52,688</td>
<td>0.05%</td>
</tr>
<tr>
<td>Davis Apparel</td>
<td>Dallas, TX</td>
<td>Black Male</td>
<td>Uniforms</td>
<td>$10,537</td>
<td>0.01%</td>
</tr>
</tbody>
</table>

TOTAL MBE PARTICIPATION: $30,492,458 28.79%*

WBE PARTICIPATION

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>SVI, Inc d/b/a Specialty Vehicles</td>
<td>Henderson, NV</td>
<td>White Female</td>
<td>Vehicle Procurement</td>
<td>$9,863,294</td>
<td>9.31%</td>
</tr>
<tr>
<td>Drinking Water Systems d/b/a Aqua Chill of Metroplex</td>
<td>Lewisville, TX</td>
<td>White Female</td>
<td>Ice/Water Machines</td>
<td>$10,537</td>
<td>0.01%</td>
</tr>
</tbody>
</table>

TOTAL WBE PARTICIPATION: $9,873,831 9.32%*

TOTAL D/M/WBE PARTICIPATION: $43,685,665 41.25%*

NOTE: The goals are based on the not to exceed amount of $105,906,319. If there are any changes to this amount, the original goals will apply.

*The percentages and dollar amounts may remain level, increase or decrease depending on the circumstances.

Summary of EEO-1 Report

MV Transportation, Inc., is located in Dallas, TX and employs 19,778 individuals. The following is an analysis of their EEO-1 report:

<table>
<thead>
<tr>
<th></th>
<th>ASIAN</th>
<th>BLACK</th>
<th>HISPANIC</th>
<th>NATIVE AM.</th>
<th>WHITE</th>
<th>TWO OR MORE RACES</th>
<th>TOTAL</th>
<th>PERCENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>MALES</td>
<td>913</td>
<td>3,934</td>
<td>3,046</td>
<td>59</td>
<td>3,181</td>
<td>335</td>
<td>11,468</td>
<td>57.99%</td>
</tr>
<tr>
<td>FEMALES</td>
<td>266</td>
<td>4,037</td>
<td>2,354</td>
<td>23</td>
<td>1,383</td>
<td>247</td>
<td>8,310</td>
<td>42.01%</td>
</tr>
<tr>
<td>TOTAL</td>
<td>1,179</td>
<td>7,971</td>
<td>5,400</td>
<td>82</td>
<td>4,564</td>
<td>582</td>
<td>19,778</td>
<td>100%</td>
</tr>
<tr>
<td>PERCENTAGE</td>
<td>5.96%</td>
<td>40.30%</td>
<td>27.30%</td>
<td>0.42%</td>
<td>23.08%</td>
<td>2.94%</td>
<td>100%</td>
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DRAFT

RESOLUTION

of the

DALLAS AREA RAPID TRANSIT BOARD

(Executive Committee)

Contract Modification for Mobility Management Services

WHEREAS, on January 22, 2019 (Resolution No. 190017), a three-year, three-month contract period with two, two-year options was awarded to MV Transportation, Inc.; and

WHEREAS, this contract modification provides funding for a Drive Cam onboard camera system for each service vehicle, except for Transportation Network Company (TNC) Providers; and

WHEREAS, five additional tablet computers for Field Supervisors to monitor and alert the Contractor to more proactively solve customer concerns will provide additional monitoring capability; and

WHEREAS, approval of this contract modification will result in continued quality of care services for the customer by DART; and

WHEREAS, the proposed pricing is fair and reasonable; and

WHEREAS, funding for this contract modification is within current Budget and FY 2019 Twenty-Year Financial Plan allocations.

NOW, THEREFORE, BE IT RESOLVED, by the Dallas Area Rapid Transit Board of Directors that the President/Executive Director or his designee is authorized to increase the contract value for Mobility Management Services with MV Transportation, Inc. [Contract C-2044267-01] by $529,241 for a new total authorized amount not to exceed $105,906,319.
Contract Modification for Mobility Management Services

Prepared by: Carol Wise
Executive Vice President
Chief Operating Officer

Approved as to form: Gene Gamez
Interim General Counsel

Approved by Gary C. Thomas
President/Executive Director
DATE: June 18, 2019

SUBJECT: Contract Option for a Non-Revenue Vehicle Fuel Management System

RECOMMENDATION

Approval of a resolution authorizing the President/Executive Director or his designee to: 1) exercise the first, one-year contract option for a Non-Revenue Vehicle (NRV) Fuel Management System with Valero Marketing and Supply Company [Contract No. C-2031954-01]; and 2) increase the not-to-exceed by $1,325,330, for a new total authorized amount not to exceed $4,072,217.

COMMITTEE CONSIDERATIONS

. On June 11, 2018, the Operations, Safety & Security Committee unanimously moved to forward this item to the June 18, 2019, Committee-of-the-Whole Consent Agenda.

FINANCIAL CONSIDERATIONS

. This contract option for a Non-Revenue Vehicle Fuel Management System is included in the Bus Operations Department's approved FY 2019 operating budget.

. Sufficient funding for this contract option in both the amount of $1,325,330 is included in the FY 2019 Bus Operations Department's Operating Expense Budget and the Total Operating Expense line item of the FY 2019 Twenty-Year Financial Plan.

BUSINESS PURPOSE

. DART has approximately 630 non-revenue vehicles (NRV) and non-vehicle mounted equipment that require unleaded gasoline or diesel fuel.

. The NRV Fuel Management System provides fuel cards for the controlled dispensing of gasoline and diesel fuel, and periodic management reports for DART's fleet. The program also provides reasonable security features to restrict purchases to only fuel products by authorized personnel.

. The contractor will provide monthly reports incorporating weekly report data, including information such as date, quantity, and total fuel dispensed; vehicle or unit number, operator identification; and miles per gallon for each vehicle.

. Approval of this contract option will help achieve Board Strategic Priority 2: Optimize and preserve (state of good repair) the existing transit system.
PROCUREMENT CONSIDERATIONS

- The base term of this contract is two years with two, one-year options.
- Pricing for the exercise of this option is fair and reasonable.
- The procurement analysis is provided as Attachment 1.

D/M/WBE CONSIDERATIONS

- The goals for this contract were established in 2004 by the DART Board of Directors at 25% MBE and 5% WBE participation.
- Valero Marketing and Supply Company, the prime contractor, has committed to some MBE participation.
- The M/WBE analysis and Equal Employment Opportunity (EEO-1) information are included in Attachment 2. The prime contractor's actual EEO-1 report is available upon request.

LEGAL CONSIDERATIONS

- Section 452.055 of the Texas Transportation Code authorizes DART to contract for the provision of goods and services.
Dallas Area Rapid Transit Authority
PROCUREMENT ANALYSIS
Exercise Option
Modification No. 1

Contract Information

A. Contract Description: Non-Revenue Vehicle Fuel Management System

B. Contractor: Valero Marketing and Supply Company

C. Contract Number: C-2031954-01

D. Contractual Action: Exercise the first option year

E. Current Contract Amount: Not to exceed $2,746,887

F. Contract Modification Amount: Not to exceed $1,325,330

G. New Contract Amount: Not to exceed $4,072,217

H. Contract Type: Indefinite Delivery/Indefinite Quantity

I. Current Term of Contract/Performance Period: Two years

J. Remaining Options Available: One, one-year option

K. Price Considerations: The initial contract award was based on full and open competition, and all bids/proposals were evaluated inclusive of option years pricing. Prices for the option year remained consistent with the base term.

L. Negotiation Memorandum: Available for review in the contract file.

M. Determinations Required: None

N. Funding: Local

O. Determination of Responsibility:
   
   Reference Check: Satisfactory
   Financial Responsibility Survey: Satisfactory
   Insurance Check: Yes
   Debarred/Suspended list: Not on the debarred/suspended list

Determination and Recommendation

Valero Marketing and Supply Company is a responsible contractor for the modification described above. Therefore, execution of the contract modification is recommended.
Contract Option for Non-Revenue Vehicle Fuel Management

M/WBE Considerations

The goals for this contract were established in 2004 by the DART Board of Directors at 25% MBE and 5% WBE participation. This contract option of $1,325,330 will increase the contract amount to $4,072,217. Of the option amount, $109 has been committed to the following certified firm:

**MBE PARTICIPATION**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lopez Printing</td>
<td>San Antonio, TX</td>
<td>Hispanic Male</td>
<td>Printing Services, Maps</td>
<td>$109</td>
</tr>
</tbody>
</table>

**MBE PARTICIPATION (FOR THIS INCREASE): $109**

For the entire contracting period, Valero Marketing and Supply Company, the prime contractor, has committed to some MBE participation through utilization of the following certified firm:

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT</th>
<th>PERCENTAGE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lopez Printing</td>
<td>San Antonio, TX</td>
<td>Hispanic Male</td>
<td>Printing Services, Maps, Business Cards</td>
<td>$1,106</td>
<td>0.03%</td>
</tr>
</tbody>
</table>

**TOTAL MBE PARTICIPATION: $1,106 0.03%**

Valero Marketing and Supply Company also provided information on the following certified firm utilized in its regular business operation.

**ADDITIONAL WBE PARTICIPATION**

<table>
<thead>
<tr>
<th>VENDOR</th>
<th>LOCATION</th>
<th>ETHNICITY</th>
<th>SERVICE</th>
<th>AMOUNT PAID 2018 &amp; 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Everbrite, LLC</td>
<td>Greenfield, WI</td>
<td>White Female</td>
<td>Neon/Electrical Sign Fabrication</td>
<td>$325,040</td>
</tr>
</tbody>
</table>

**NOTE:** The goals are based on the not to exceed amount of $4,072,217. If there are any changes to this amount, the original goals will apply.

*The percentage and dollar amount may remain level, increase or decrease depending on the circumstances.*
Summary of EEO-1 Report

Valero Marketing and Supply Company is located in San Antonio, TX and employs 8,564 individuals. The following is an analysis of their EEO-1 report:

<table>
<thead>
<tr>
<th></th>
<th>ASIAN</th>
<th>BLACK</th>
<th>HISPANIC</th>
<th>NATIVE AM.</th>
<th>WHITE</th>
<th>TWO or MORE RACES</th>
<th>TOTAL</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>MALES</td>
<td>245</td>
<td>426</td>
<td>1,237</td>
<td>55</td>
<td>4,867</td>
<td>71</td>
<td>6,901</td>
<td>80.58%</td>
</tr>
<tr>
<td>FEMALES</td>
<td>85</td>
<td>119</td>
<td>478</td>
<td>7</td>
<td>945</td>
<td>29</td>
<td>1,663</td>
<td>19.42%</td>
</tr>
<tr>
<td>TOTAL</td>
<td>330</td>
<td>545</td>
<td>1,715</td>
<td>62</td>
<td>5,812</td>
<td>100</td>
<td>8,564</td>
<td>100%</td>
</tr>
<tr>
<td>PERCENTAGE</td>
<td>3.85%</td>
<td>6.36%</td>
<td>20.03%</td>
<td>0.72%</td>
<td>67.87%</td>
<td>1.17%</td>
<td>100%</td>
<td>100%</td>
</tr>
</tbody>
</table>
DRAFT

RESOLUTION

of the

DALLAS AREA RAPID TRANSIT BOARD

(Executive Committee)

Contract Option for Non-Revenue Vehicle Fuel Management

WHEREAS, DART has approximately 630 non-revenue vehicles (NRV) and non-vehicle mounted equipment that use unleaded gasoline or diesel fuel; and

WHEREAS, the NRV Fuel Management System provides fuel cards for the controlled dispensing of gasoline and diesel fuel, and periodic management reports for DART's fleet; as well as providing reasonable security features to restrict purchases to only fuel products by authorized personnel; and

WHEREAS, the contractor will provide monthly reports incorporating weekly report data, including information such as date, quantity, and total fuel dispensed; vehicle or unit number, operator identification; and miles per gallon for each vehicle; and

WHEREAS, a competitive sealed proposal procurement for a two-year contract with two, one-year options was conducted in accordance with the DART Procurement Regulations; and

WHEREAS, the proposed price for this contract option is fair and reasonable; and

WHEREAS, funding for this contract option is within current Budget and FY 2019 Twenty-Year Financial Plan allocations.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that the President/Executive Director or his designee is authorized to:

Section 1: Exercise the first, one-year option for a Non-Revenue Vehicle (NRV) Fuel Management System with Valero Marketing and Supply Company [Contract No. C-2031954-01].

Section 2: Increase the not-to-exceed amount by $1,325,330, for a contract, for a new total authorized amount not to exceed $4,072,217.
Contract Option for Non-Revenue Vehicle Fuel Management

Prepared by: Carol Wise
Executive Vice President
Chief Operating Officer

Approved as to form: Gene Gamez
Interim General Counsel

Approved by: Gary C. Thomas
President/Executive Director
DATE: June 18, 2019

SUBJECT: Approval of Name of DART Service on the Cotton Belt Commuter Rail Line

RECOMMENDATION

Approval of a resolution authorizing the President/Executive Director to designate the DART service that will run on the Cotton Belt commuter rail line as the "Silver Line."

COMMITTEE CONSIDERATIONS

. On June 11, 2018, the Public Affairs and Communication Committee unanimously moved to forward this item to the June 18, 2019, Committee-of-the-Whole Consent Agenda.

FINANCIAL CONSIDERATIONS

. All costs related to the name and color scheme of the service that will run on the Cotton Belt commuter rail line are included in current budget and FY 2019 Twenty-Year Financial Plan allocations.

BUSINESS PURPOSE

. A passenger rail corridor from the DART Red Line in the Richardson/Plano area to the Green Line in Carrollton was included in the original 1983 DART Service Plan.

. On October 26, 2006 (Resolution No. 060177), the Board approved the 2030 Transit System Plan, which included the Cotton Belt Corridor as a regional passenger rail line from the Red Line to DFW Airport.

. On December 11, 2018 (Resolution Nos. 180135 and 180136), the Board approved a design-build contract and a contract for a Project Manager/Owner’s Representative (respectively), for the Cotton Belt commuter rail line. Pre-construction work has begun in the corridor.

. The purpose of this item is to finalize the naming convention for the Cotton Belt commuter rail line. DART is in the process of finalizing preparations for the groundbreaking for the Cotton Belt commuter rail line.

. Approval of this item will contribute to achieving Board Strategic Priority 4: Expand DART’s transportation system to serve cities inside and outside the current service area.

. The Public Affairs and Communication Committee has been briefed previously on the result of
customer surveys relating to possible names for the rail corridor. At the May 28, 2019 Public Affairs and Communication Committee meeting, the committee requested that staff confirm our understanding of the requirements imposed by Trinity Metro if the Board decides to pursue the use of some form of the TEXRail name.

The Committee expressed agreement that the use of “Silver Line” for this service would continue DART’s historical use of names of colors to designate DART’s rail lines. The Committee agreed with continuing the use of DART’s blue and yellow color scheme with the addition of silver to help support the name “Silver Line.”

LEGAL CONSIDERATIONS

Section 452.054 of the Texas Transportation Code authorizes DART to use all powers necessary or useful in the construction, repair, maintenance and operation of its public transportation system.
WHEREAS, a passenger rail corridor from the DART Red Line in the Richardson/Plano area to the
Green Line in Carrollton was included in the original 1983 DART Service Plan; and

WHEREAS, on October 26, 2006 (Resolution No. 060177), the Board approved the 2030 Transit
System Plan, which included the Cotton Belt Corridor as a regional passenger rail line from the
Red Line to DFW Airport; and

WHEREAS, on December 11, 2018 (Resolution Nos. 180135 and 180136), the Board approved a
design-build contract and a contract for a Project Manager/Owner's Representative (respectively),
for the Cotton Belt commuter rail line and pre-construction work has begun in the corridor; and

WHEREAS, the Board desires to provide direction on the name of the service that will run on the
Cotton Belt commuter rail line; and

WHEREAS, funding for all costs related to the name of the service that will run on the Cotton Belt
commuter rail line are included in current budget and FY 2019 Twenty-Year Financial Plan
allocations.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors
that the President/Executive Director is authorized to designate the DART service that will run on
the Cotton Belt commuter rail line as the "Silver Line."
DATE:       June 18, 2019

SUBJECT:   Authorization to Negotiate an Employment Agreement with DART General Counsel Candidate

BOARD ACTION

Approval of a resolution authorizing the Chair of the General Counsel Search Ad Hoc Committee to negotiate an employment agreement with the selected candidate for the position of DART General Counsel.

PURPOSE

- DART’s legislation authorizes the Board to appoint attorneys and prescribe their duties, compensation, and tenure.
- The position of DART General Counsel is currently vacant, and the General Counsel Search Ad Hoc Committee has conducted a search for a replacement.
- The General Counsel Search Ad Hoc Committee has interviewed seven qualified candidates for the position and will recommend a selected candidate to the DART Board. An employment agreement, including salary, needs to be negotiated with the candidate and subsequently presented to the DART Board for approval.
- The purpose of this item is to authorize the Chair of the General Counsel Search Ad Hoc Committee to negotiate an employment agreement, including salary, with the recommended candidate.

LEGAL CONSIDERATIONS

- Section 452.101(2) of the Texas Transportation Code authorizes the Board to appoint attorneys and prescribe their duties, compensation, and tenure.
DRAFT

RESOLUTION

of the

DALLAS AREA RAPID TRANSIT BOARD

(Executive Committee)

Authorization to Negotiate an Employment Agreement with DART General Counsel Candidate

WHEREAS, DART’s legislation authorizes the Board to appoint attorneys and prescribe their duties, compensation, and tenure; and

WHEREAS, the position of DART General Counsel is currently vacant, and the General Counsel Search Ad Hoc Committee has conducted a search for a replacement; and

WHEREAS, the General Counsel Search Ad Hoc Committee has interviewed seven qualified candidates for the position and recommends a selected candidate to the DART Board; and

WHEREAS, an employment agreement, including salary, needs to be negotiated with the candidate and subsequently presented to the DART Board for approval.

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that the Chair of the General Counsel Search Ad Hoc Committee is authorized to negotiate an employment agreement with the selected candidate for the position of DART General Counsel and present the agreement to the DART Board for final approval.

___________________________________  ___________________________________
Michele Wong Krause    Sue S. Bauman
Secretary      Chair

APPROVED AS TO FORM:    ATTEST:

___________________________________  ___________________________________
Gene Gamez      Gary C. Thomas
Interim General Counsel  President/Executive Director

Date
Agenda Report

DATE: June 18, 2019

SUBJECT: Briefing on the Trinity Mills and Mockingbird Transit Oriented Development (TOD) Timelines

RECOMMENDATION

This is a briefing item. No action is required at this time.

BUSINESS PURPOSE

- Staff will brief the Committee-of-the-Whole on the status of and anticipated timeline for negotiating Ground Leases, Development Agreements, and associated agreements for the Trinity Mills and Mockingbird Transit Oriented Developments.

- This briefing will help achieve Board Strategic Priority 2: Optimize and preserve (state of good repair) the existing transit system; and Priority 6: Innovate to improve levels of service, business processes and funding.

- **Trinity Mills.** DART and the City of Carrollton developed a Request for Qualifications (RFQ) and subsequent Request for Proposals (RFP) for development of the former 9.31-acre DART Park and Ride site and 16.27 acres of City of Carrollton property abutting the DART site. The RFQ was launched February 14, 2017, with responses due March 21, 2017. A Short List was presented to the DART TOD Committee on April 11, 2017. The RFP was issued April 18, 2017, with two proposals received on July 18, 2017.

- On December 12, 2017 (Resolution No. 170140), the Board authorized the President/Executive Director or his designee to enter into negotiations of a development agreement with Integral Urban, LLC, the sole member of and on behalf of, Trinity Mills Urban Village Partners, LLC, for the Transit Oriented Development on DART property located near Trinity Mills Station. On April 9, 2019 (Resolution No. 190041), the Board authorized execution of the Term Sheet with the City of Carrollton, Trinity Mills Urban Village Partners, LLC (Developer), or its permitted assignee, and Integral Urban, LLC, the sole member of Developer.

- **Mockingbird Station.** DART is seeking to develop certain parcels of the DART-owned property at Mockingbird Station. An RFP was launched October 5, 2016, with seven initial proposals received December 9, 2016. Subsequently, three formal proposals were received on March 31, 2017. The three proposers presented to the June 6, 2017, TOD Committee, who concurred with staff recommendation of the final two development proposals to move forward and directed staff to negotiate a Non-Binding Term Sheet with each of these two development teams.

- On January 9, 2018 (Resolution No. 180009), the DART Board of Directors approved entering into negotiations with the selected developer for Transit Oriented Development on property at Mockingbird Station.
DATE: June 18, 2019

SUBJECT: Briefing on DART-Owned Operating Facilities

RECOMMENDATION
This item is a briefing item. No action is required at this time.

BUSINESS PURPOSE

. In a previous meeting, the Planning Committee requested an update to the 2016 Overview of Transit Oriented Development (TOD) Property Evaluation (2016 Market Analysis). Additionally, the Committee requested information regarding the status of other real estate assets including railroad corridors owned by DART.

. This item is part of a three-part series to include discussion on: 1) TOD assets and other real property assets; 2) rail corridors and operating facilities; and 3) encumbrances on property not currently being utilized. Item 1 was presented to the Committee-of-the-Whole on May 28, 2019. Item 2 was presented to the Committee-of-the-Whole on June 11, 2019; however, due to lack of time, the operating facilities portion was deferred to June 18, 2019. Encumbrances and value will be presented on August 13, 2019.

. The purpose of this briefing is to provide the Committee-of-the-Whole with information regarding DART-owned operating facilities.

. This briefing will help achieve DART Board Strategic Priority 2: Optimize and preserve (state of good repair) the existing transit system, and Priority 3: Optimize DART’s influence in regional transportation planning.