

# BOARD OF DIRECTORS MEETING

MONDAY, JANUARY 25, 2021 IMMEDIATELY FOLLOWING THE COMMITTEE MEETINGS AT 2:15 P.M.



# **BOARD OF DIRECTORS MEETING**

## **AGENDA**

### **(via VIRTUAL MEETING)**

**MONDAY JANUARY 25, 2021 IMMEDIATELY FOLLOWING THE COMMITTEE INFORMATION MEETING**

#### **Special Notice Regarding this Meeting:**

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

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

Phone Number: 1-872-240-3311

Passcode: 729-841-277#

Link: <https://global.gotomeeting.com/join/729841277>

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



# **BOARD OF DIRECTORS MEETING**

## **AGENDA**

MONDAY JANUARY 25, 2021 3:30 P.M.

VIRTUAL MEETING

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

### **B. ROLL CALL**

### **C. CITIZEN COMMENTS**

### **D. COMMITTEE REPORTS**

- Regional Transportation Council (RTC) – January 2021 – Jeff Davis
- Commuter Rail Committee Working Session – January 25, 2021 – Charles Edmonds
- Planning/Operations/Marketing Committee Working Session – January 25, 2021 – Nick Genua
- Finance & Audit Committee Working Session – January 25, 2021 – Sylvia Alcala
- Transit Oriented Development Committee Working Session – January 25, 2021 – Tito Rodriguez

### **E. INFORMATION ITEM**

1. 2018 401K Audit Detail – Kelli Shields

### **F. ITEMS TO BE WITHDRAWN FROM CONSENT AGENDA**

### **G. CONSENT AGENDA**

1. BA2021-29 TEXRail Station Windscreen Fabrication and Installation
2. BA2021-30 Free Rides for COVID-19 Vaccines
3. BA2021-31 Extension of ILA078 for First/Last Mile Service in Alliance between Trinity Metro and Denton County Transportation Authority (DCTA)
4. BA2021-32 Adsplosure Contract Modification
5. BA2021-33 MPO Milestone Policy Program Request
6. BA2021-34 Update on Grapevine Vintage Railroad



## **H. RESOLUTIONS**

1. R2021-06 Resolution of the Fort Worth Transportation Authority Approving the Acquisition of Assets From Fort Worth Bike Sharing
2. R2021-07 Resolution of the Fort Worth Transportation Authority Approving Metro Area Transit System Corporation's Amended and Restated Articles of Incorporation and Bylaws, and Confirming the Appointment of its Initial Officers

## **I. CHAIR'S REPORT – Jeff Davis**

1. East Side Transfer Center

## **J. OTHER BUSINESS**

## **K. EXECUTIVE SESSION**

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

## **L. RECONVENE**

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

## **N. ADJOURN**

**NEXT MEETING IS SCHEDULED FOR FEBRUARY 22, 2021.  
PLEASE CHECK WEBSITE FOR DETAILS.**



# CONSENT AGENDA ITEMS



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-29

Meeting Date: January 25, 2021

Item Title: TEXRail Station Windscreen Fabrication and Installation

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### **BACKGROUND**

In 2018, Trinity Metro completed the TEXRail commuter rail project construction, a 27-mile commuter rail line connecting Downtown Fort Worth and DFW Airport, including nine passenger rail stations.

As part of this project, the station platforms include windscreens around the seating areas. A Community Art Program was developed to include local artists' work at each station by creating art panels displayed within the wind screen. Trinity Metro is already in the process of collecting the artwork from artists through a selection process.

### **PROCUREMENT**

Per Trinity Metro's procurement policy, Request for Proposals (RFP 20-T034) for TEXRail Station Wind Screen Panel Fabrications and Installation was issued on September 2, 2020. Two firms submitted a response to the RFP, 3form and GST Manufacturing. All of the responders met the qualifications and are compliant with the requirements of the RFP.

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

### **FINANCING**

Funds are available in the TEXRail Capital Project Budget which is included in Trinity Metro's FY2021 Capital Budget.

### **DBE UTILIZATION**

The DBE Goal for this Solicitation is a 15% minimum.

### **RECOMMENDATION**

The Commuter Rail Committee recommends the Trinity Metro Board of Directors authorize the President/Chief Executive Officer to enter into a contract with 3form for a total contract price of \$226,270.53, plus a 10% contingency (\$22,627.05) to cover unforeseen circumstances should they occur, for a total contract amount not-to-exceed \$248,897.58.

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

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

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-30

Item Title: Free Rides for COVID-19 Vaccines

Meeting Date: January 25, 2021

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### **BACKGROUND**

Throughout the COVID-19 pandemic, Trinity Metro has shown how essential public transportation is for providing access to healthcare, employment, education, and other essential services such as grocery stores. Although ridership has been affected by the pandemic and the early shelter-in-place orders, it has increased month over month, proving that it is a necessary service even when residents are encouraged to stay at home.

Tarrant County Public Health has received initial shipments of the COVID-19 vaccine, and there is a need to provide access to the vaccine distribution sites to help combat this public health crisis. Trinity Metro desires to assist residents who wish to be vaccinated by offering rides at no cost to them.

### **POLICY**

The riders will be required to provide a communication notice from Tarrant County Public Health to the bus operator or train conductor. Examples include documents that indicate the date/time of the vaccination appointment, text message, phone message, or e-mail. Riders should show the message and ID to the operator or conductor to receive a free ride on Trinity Metro's provided services.

### **FINANCING**

There is no additional direct cost added to the agency.

### **RECOMMENDATION**

The Planning, Operations and Marketing Committee recommends the Trinity Metro Board of Directors authorize the President/Chief Executive Officer to approve and adopt the policy for free rides to vaccine appointments until such time to be determined by the President/Chief Executive Officer.

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Disposition by Board of Directors

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Secretary Approval:

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DATE



# BOARD OF DIRECTORS

## ACTION ITEM

**Item Number:** BA2021-31

**Meeting Date:** January 25, 2021

**Item Title:** Extension of ILA 078 for First/Last Mile  
Service in Alliance between Trinity Metro and  
Denton County Transportation Authority  
(DCTA)

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### **BACKGROUND**

In 2016, Trinity Metro's Master Plan identified first-mile/last-mile challenges as a vital issue to address. The service system does not effectively serve the growing population and match services offered in peer cities. Trinity Metro continues to develop options to support core services, serve employers and the workforce's needs, increase ridership by improving access to convenient service and take advantage of emerging technologies and shared service by evaluating on-demand shared-ride pilot programs to test the viability of filling these gaps.

On February 1, 2019, Trinity Metro's Board of Directors approved BA2019-30 for First/Last Mile service in Alliance between Trinity Metro and Denton County Transportation Authority. Per Article II, Item 2.2, of ILA 078, Trinity Metro wishes to extend the agreement for an additional one (1) year term through January 31, 2022, and continue this service in partnership with Denton County Transportation Authority (DCTA) through their existing contract with Lyft to supplement the first/last mile service beginning February 1, 2021.

### **PROCUREMENT**

The Trinity Metro Procurement Department has followed its procurement policy for ILA078 one (1) year term extension and complies with all applicable Federal, State, and the Trinity Metro procurement requirements.

### **FINANCING**

Funding for this service is provided through the North Central Texas Council of Governments (NCTCOG). The NCTCOG will continue to reimburse Trinity Metro for eligible costs from February 1, 2021, through January 31, 2022, up to \$400,000, and there is no local match required. The reimbursement includes the cost of service, marketing, administrative fees, and personnel to manage the program.



**Item Number:** BA2021-31

**Item Title:** Extension of ILA 078 for First/Last Mile  
Service in Alliance between Trinity Metro and  
Denton County Transportation Authority  
(DCTA)

**Meeting Date:** January 25, 2021

**Page:** 2

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**RECOMMENDATION**

The Planning, Operations, and Marketing Committee recommends the Trinity Metro Board of Directors authorize the President/Chief Executive Officer to extend the Interlocal Agreement 078 for first/last mile service with Denton County Transportation Authority regarding Alliance ZIPZONE first/last mile service for one year beginning February 1, 2021.

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**Disposition by Board of Directors**

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**Secretary Approval:**

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**DATE**



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-32

Meeting Date: January 25, 2021

Item Title: Adspasure Contract Modification

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### **BACKGROUND**

Board Action item BA2019-83 approved entry into a 5-year advertising contract with Adspasure in October 2019 to manage and maximize revenue from advertising opportunities utilizing Trinity Metro assets. The agreement provided for a revenue guarantee to Trinity Metro of \$500,000 in FY2020, payable monthly, and a potential 60% of revenue split above the minimum guarantee.

The RFP for advertising services incorporated into the contract provided general operating parameters for all transit vehicles.

With the onset of COVID-19, Trinity Metro adjusted operating parameters by reducing revenue hours for bus transit by 16% based on a weighted average determination for April through September 2020.

Because of the service reduction, Adspasure requested a lower pro-rata guarantee from April through September to 60% of the revenue split. Based on actual revenue generated by Adspasure, the 60% split would have resulted in earned revenue for Trinity Metro of \$211,932, or \$38,068 less than the otherwise guaranteed amount of \$250,000 for the six months.

### **FINANCING**

Revenue from Adspasure is included in Trinity Metro's FY2020 Operating Budget at the minimum guarantee amount of \$500,000. The accommodation would reduce budgeted revenues by \$38,068.

### **RECOMMENDATION**

The Finance and Audit Committee recommends the Trinity Metro Board of Directors authorize the President/Chief Executive Officer to enter into a contract modification resulting in a reduction to the guarantee fee of \$211,932.

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Disposition by Board of Directors

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Secretary Approval:

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DATE



# BOARD OF DIRECTORS

## ACTION ITEM

Item Number: BA2021-33

Meeting Date: January 25, 2021

Item Title: MPO Milestone Policy Program Request

### **BACKGROUND**

The Regional Transportation Council (RTC) granted funds to Trinity Metro dating back from 2005 to maintain 16 rail crossings. Funding was to improve railroad safety by addressing identified crossings requiring upgrades. NCTCOG recently identified this funding as falling under the MPO Milestone Policy. This initiative identifies projects that were funded ten or more years ago and have not advanced to construction. NCTCOG has requested that Trinity Metro confirm whether these projects funded by the RTC are still priorities and whether the funding is still needed.

After assessing, Trinity Metro finds 12 of the 16 projects are complete, or the crossings did not need upgrades; TXDOT Section 130 funds will fund the four remaining projects at 100 percent.

Below is a list of project statuses as of January 5, 2020. With board approval, Trinity Metro will request remaining funds be reprogrammed to provide funding for the Trinity Lakes Station project.

Crossing	Agency Comments
8 <sup>th</sup> Street	No work is planned for this crossing in the near future. Crossing is working as intended.
7 <sup>th</sup> Street	Work has been completed.
Judkins Street	Currently, no work is planned at this location. City of Fort Worth would like to convert this crossing to a quiet zone crossing, but the timeline for such improvements is 5-10 years. Trinity Metro does not think this crossing will qualify for Section 130 funding (to be determined in the future).
Riverside Drive	Work is needed at this location. Trinity Metro plans to use Section 130 funds to construct these improvements. Trinity Metro is working with the City of Fort Worth on overall timing, but the target construction start is Spring/Summer 2021.
Beach Street	Trinity Metro plans to utilize Section 130 funds for the improvements at this crossing. A TxDOT site visit is required but is currently on hold due to TxDOT travel restrictions related to COVID-19.
Haltom Road	Work was done recently at this location, and additional work is needed. Trinity Metro plans to use Section 130 funds to construct these improvements.
Elliot-Reeder Road	Trinity Metro plans to utilize Section 130 funds for the improvements at this crossing. A TxDOT site visit is required but is currently on hold due to TxDOT travel restrictions related to COVID-19.

Carson Street	No work is planned for this crossing in the near future. Crossing is working as intended.
Minnis Drive	No work is planned for this crossing in the near future. Crossing is working as intended.
Handley-Ederville Road	No work is planned for this crossing in the near future. Crossing is working as intended.
Precinct Line Road	Work has been completed.
Norwood Drive	No work is planned for this crossing in the near future. Crossing is working as intended.
Bell Helicopter Blvd	No work is planned for this crossing in the near future. Crossing is working as intended.
Mozier Valley Road	No work is planned for this crossing in the near future. Crossing is working as intended.
Calloway Cemetery Road	The current funding needed for Calloway Cemetery Road is \$748,000. Trinity Metro is requesting an additional \$92,000 to be allocated to this project.
Tarrant Main Street	Work has been completed. Project was funded by the developer.

### **RECOMMENDATION**

The Finance & Audit Committee recommends the Trinity Metro Board of Directors approve a request to NCTCOG / the Regional Transportation Council to reallocate a total not to exceed \$2,232,059 initially intended for the TRE grade crossing projects to be used for the Trinity Lakes Station project.

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

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

DATE \_\_\_\_\_



# BOARD OF DIRECTORS

## ACTION ITEM

**Item Number:** BA2021-34

**Meeting Date:** January 25, 2021

**Item Title:** Update on Grapevine Vintage Railroad (GVRR)

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### **BACKGROUND**

Grapevine Vintage Railroad (GVRR), an excursion and special-event railroad owned by the City of Grapevine, operates on track shared with TEXRail. As a result of TEXRail's operations, Grapevine Vintage Railroad became subject to the positive train control (PTC) requirements. Meteorcomm, an essential PTC vendor, requires \$300 Million in rail liability coverage from its customers, which is significantly more than the Grapevine Vintage Railroad can afford to purchase on a stand-alone basis.

In our efforts to support the City of Grapevine and the Grapevine Vintage Railroad, Trinity Metro proposes to add the Grapevine Vintage Railroad to the existing Trinity Metro rail liability policy as an additional insured. This policy would provide \$300 Million in rail liability coverage to TEXRail and to the Grapevine Vintage Railroad. To protect against a Grapevine Vintage Railroad claim lessening Trinity Metro's coverage, the first \$100 Million of coverage would reset if drawn down during the year.

The additional cost to provide this coverage to Grapevine Vintage Railroad for 2021 is \$69,801.25. The additional policy expense each year will be reimbursed to Trinity Metro. Additionally, a \$100,000 assumption of risk payment will be made from GVRR to Trinity Metro to cover unforeseen liability exposure costs. GVRR will reimburse any legal costs exceeding \$100,000 in a calendar year. Additionally, GVRR will be required to maintain a \$100,000 assumption of risk at all times.

To include Grapevine Vintage Railroad under its insurance, Trinity Metro is required by the insurance underwriters to own an "insurable interest" in GVRR. It is essential to satisfy this requirement in a manner that does not subject Trinity Metro to potential liability for GVRR's actions. As a result, Trinity Metro proposed that Grapevine Vintage Railroad assign only a minimal interest (1% ownership interest in a GVRR locomotive), on terms clearly stating that all control and liability remained with GVRR and that the interest is assigned to Metro Area Transit System Corporation (known as "MATS"), a local government corporation formed by (but legally separate from) Trinity Metro. Trinity Metro set out this arrangement in a letter to its insurance advisor for delivery to the underwriters, and the advisor confirmed that the underwriters accepted the arrangement.

As summarized above, the Grapevine Vintage Railroad will be required to operate with PTC active on equipped locomotives while on the TEX Rail system. The successful installation of PTC components on GVRR locomotives will need equipment and software from Meteorcomm. Meteorcomm requires its customer railroads to carry adequate rail liability insurance before it authorizes the full use of its software and hardware.

Adding GVRR to the current Trinity Metro rail liability policy satisfies Meteorcomm's requirements and will allow the GVRR to continue operations with PTC-equipped locomotives. An inter-local agreement is being negotiated between the City of Grapevine and Trinity Metro, requiring Grapevine to reimburse Trinity Metro for the increased policy expense and provide transparent processes for how the two parties will handle any future claims.



**FINANCING**

Additional costs for having GVRR as an additional insured will be reimbursed by Grapevine.

**RECOMMENDATION**

The Commuter Rail Committee recommends the Trinity Metro Board of Directors authorize the President / Chief Executive Officer to enter into (1) one or more conveyance documents from GVRR of the required "insurable interest" (1% of a GVRR locomotive) to MATS and (2) an Inter-Local Agreement with the City of Grapevine to provide the required rail liability insurance for the successful and safe operation of Grapevine Vintage Railroad.

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**Disposition by Board of Directors**

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**Secretary Approval:**

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**DATE**



# INFORMATION ITEM



# BOARD OF DIRECTORS

## INFORMATION ITEM

**Item Title:** 2018 401K Audit Detail

**Meeting Date:** January 25, 2021

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### **BACKGROUND**

During the 2018 401k audit performed annually, our auditor (Weaver) discovered that our plan documents dating back to 2007, when we transitioned to Fidelity, were not administered as described in the plan.

The “Contribution Period for Matching Employer Contributions” was checked as “each Plan Year” when in actuality, we were making those calculations on a pay-period basis. Per the plan, “If matching contributions are made more frequently than for the Contribution Period selected above,” the Employer must calculate the Matching Employer Contribution required with respect to the full Contribution Period, taking into account the eligible Participant’s contributions and Compensation for the full Contribution Period, and contribute any additional Matching Employer Contributions necessary to “true-up” the Matching Employer Contributions so that the full Matching Employer Contribution is made for the Contribution Period.”

To correct the errors dating back to 2007, Trinity Metro went back and totaled all contributions made per employee for each year, averaged the percentage of contribution by the employee, calculated the appropriate employer match based on the average percentage contribution, and compared that to the actual employer contribution. This calculation resulted in either a “true-up” – money owed to the employee or an “over-match” – money that the employee owes the plan.

The total true-up from 2007 – 2018 totaled - \$84,180.14

Current employees - \$43,969.85

Former employees - \$40,210.29

The total over-match from 2007 – 2018 totaled - \$644,206.76

Current employees - \$315,569.60

Former employees - \$328,637.17



For our current employees and former employees with active accounts, Trinity Metro will be depositing any “true-up” owed to the employee’s account and will be making a negative contribution on any over-match made in error. For our former employees that no longer have active accounts, the Company will be mailing a series of letters asking for repayment to the plan for the over-match and/or an address to mail the true-up.

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Approved by:

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KELLI SHIELDS, VP/HUMAN RESOURCES

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DATE

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PRESIDENT/CEO

# RESOLUTIONS



# *A Resolution*

## **A RESOLUTION OF THE FORT WORTH TRANSPORTATION AUTHORITY APPROVING THE ACQUISITION OF ASSETS FROM FORT WORTH BIKE SHARING**

*(R2021-06)*

**WHEREAS**, the Fort Worth Transportation Authority, doing business as “Trinity Metro” (“Trinity Metro”) is a regional transportation authority governed by Chapter 452 of the Texas Transportation Code (the “Code”);

**WHEREAS**, Section 452.057 of the Code provides that a regional transportation authority may acquire property under a contract;

**WHEREAS**, the governing body of Trinity Metro is its Board of Directors (the “Board”);

**WHEREAS**, the Board is considering entering into an Asset Purchase Agreement by and between Trinity Metro and Fort Worth Bike Sharing, a Texas non-profit corporation (“Seller”) pursuant to which Trinity Metro would acquire certain assets and assume certain liabilities from Seller in exchange for the forgiveness of the loan (the “FWBS Loan”) made by Trinity Metro to Seller with a current outstanding balance of \$63,943.50<sup>1</sup> (the “Acquisition Agreement”);

**WHEREAS**, pursuant to the terms of the Acquisition Agreement, Trinity Metro would also enter into other documents and instruments, including the Bill of Sale and Assignment and Assumption Agreement, the Lease Assignment, and other assignments of agreements relating to the operation of Seller’s business (collectively, the “Ancillary Acquisition Documents”);

**WHEREAS**, the Acquisition Agreement and the Ancillary Acquisition Documents are collectively referred to as the “Acquisition Documents,” and the transactions contemplated by each of those Acquisition Documents are collectively referred to as the “Acquisition”; and

**WHEREAS**, the Board deems it to be in the best interests of Trinity Metro to enter into the Acquisition Documents and to consummate the Acquisition.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE FORT WORTH TRANSPORTATION AUTHORITY:**

**RESOLVED**, that the Board hereby approves the Acquisition, the forgiveness of the FWBS Loan, and the transactions contemplated by the Acquisition Documents; and

**FURTHER RESOLVED**, that the Board hereby approves the form, terms and provisions of the Acquisition Documents, with such changes or additions as the officers executing the same shall approve, their execution thereof to be conclusive evidence of such approval.

Adopted this 25th day of January 2021.

ATTEST:

By Fort Worth Transportation Authority d.b.a. Trinity Metro.

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Jeff Davis, Chair

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Ray Taylor, Secretary



# *A Resolution*

**A RESOLUTION OF  
THE FORT WORTH TRANSPORTATION AUTHORITY  
APPROVING METRO AREA TRANSIT SYSTEM CORPORATION'S  
AMENDED AND RESTATED ARTICLES OF INCORPORATION AND BYLAWS, AND  
CONFIRMING THE APPOINTMENT OF ITS INITIAL DIRECTORS**

*(R2021-007)*

**WHEREAS**, the Fort Worth Transportation Authority, doing business as “Trinity Metro” (“**Trinity Metro**”) is a regional transportation authority governed by Chapter 452 of the Texas Transportation Code (the “**Code**”) and is a local government as defined by Section 431.003(3)(C) of the Code; and

**WHEREAS**, pursuant to Section 431.101(a) of the Code, Trinity Metro created Metro Area Transit System Corporation, a local government corporation, on September 22, 2014 (the “**Corporation**”), and now desires to amend and restate its articles of incorporation and bylaws; and

**WHEREAS**, pursuant to Section 431.102(a) of the Code, in the same manner in which Chapter 394, Local Government Code (“**Chapter 394**”) applies to a corporation created under that chapter, Chapter 394 also applies to the Corporation with regard to, among other things, the creation of the Corporation and the form, execution, approval, filing, and amending of the articles of incorporation and bylaws of the Corporation; and

**WHEREAS**, the governing body of Trinity Metro is its Board of Directors (the “**Board**”);

**WHEREAS**, pursuant to Chapter 394, the Board desires to approve the forms of amended and restated articles of incorporation and bylaws of the Corporation, respectively, appoint the Corporation’s initial board of directors, and take the following other action with respect to the Corporation.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE FORT WORTH TRANSPORTATION AUTHORITY:**

**Section 1.** The Board approves the amended and restated articles of incorporation of the Corporation in substantially the form attached hereto as Exhibit A, subject to such non-substantive revisions as the President/CEO of Trinity Metro may deem necessary or advisable following review of such document by the Secretary of State, and the Board authorizes the President and Secretary of the Board to file the Corporation’s amended and restated articles of incorporation with the Secretary of State of the State of Texas in the manner provided by law.

**Section 2.** The Board approves the amended and restated bylaws of the Corporation in substantially the form attached hereto as Exhibit B.

**Section 3.** The Board confirms the appointment of the following persons as the initial directors of the Corporation, with their terms of office to expire at the time indicated:

NAME	ADDRESS
Bob Baulsir	801 Cherry Street, Suite 850 Fort Worth, TX 76102
Wayne Gensler	801 Cherry Street, Suite 850 Fort Worth, TX 76102
Kelli S. Shields	801 Cherry Street, Suite 850 Fort Worth, TX 76102

**Section 4.** The Board confirms the appointment of the following persons as the officers of the Corporation, with their terms of office to expire at the time indicated:

NAME	TITLE
Wayne Gensler	President and Treasurer
Kelli S. Shields	Vice President and Secretary

Adopted this 25th day of January 2021.

ATTEST:

By Fort Worth Transportation Authority d.b.a. Trinity Metro.

\_\_\_\_\_  
Jeff Davis, Chair

\_\_\_\_\_  
Ray Taylor, Secretary

