Nashville MTA Board Meeting

WeGo Central
400 Dr. Martin L. King Jr. Blvd. | Nashville, TN 37219
March 28, 2019 | 2:30 p.m.

Board Members:
- Gail Carr Williams, Chair
- Janet Miller, Vice Chair
- Glenn Farner
- Hannah Paramore Breen
- Walter Searcy

1. Call to Order
2. Approval of February 28, 2019 Minutes
3. Public Comments*
4. Operations & Finance Committee – Walter Searcy, Chair
   - Fifth Third Bank Revolving Line of Credit Renewal
   - On-Board Vehicle Camera Equipment Purchase & Support
   - 40 Ft. Low-Floor Bus Replacement Purchase
   - Award Architectural/Engineering On-Call Contract

5. New Initiatives & Community Engagement Committee – Janet Miller, Chair
6. Chair’s Report
7. Chief Executive Officer’s Report
8. Other Business
9. Adjourn

* Please keep all public comments to the Board within three minutes. Thank you *
I. **Call to Order:** The regular meeting of the Nashville Metropolitan Transit Authority (Nashville MTA) Board of Directors was held at WeGo Central, located at 400 Dr. Martin L. King Jr. Blvd., Nashville, TN 37219 on Thursday, February 28, 2019.

**Present:** Gail Carr Williams, Chair; Janet Miller, Vice Chair; Walter Searcy, Member; Glenn Farner, Member; Hannah Paramore Breen, Member; Margaret Behm, Secretary; and Stephen G. Bland, Chief Executive Officer.

A quorum was established, and Chair Williams called the meeting to order at 2:49 p.m.

II. **Approval of Minutes:** The January 24, 2019 board meeting minutes were approved.

III. **Public Comments:** Chair Williams opened the floor for public comments. The public was reminded that comments were limited to three minutes. The following members of the public addressed the Board with these comments:

**Peter O’Connor**
Mr. Peter O’Connor reported the following:
- He wanted to know how are we proceeding with longer bus hours and customer service hours?
- He’s noticing drivers are still not wearing seatbelts.
- He said drivers need to control the music on the bus from passengers or put in headphones.

**Tracy Bates**
Mr. Bates reported the following:
- WeGo Public Transit has rude bus drivers on bus (routes) 15 and 55.
- The Murfreesboro Pike stop near McDonald’s is not duly marked, and a bus stop sign is needed.
- He spoke with a lady at the Veterans Administration who said that she fell on one of our buses. She has called customer service at least eight times, and the customer service representative keeps telling her to report it.
• MTA talks about funding, but we need to go to our legislature (Nashville Mayor David Briley) and get them to do something.

**Judith Bassett**
Ms. Bassett reported the following:
• Bus (route) 18 (Lafayette) continues to pass people by that are waiting at the bus stop. The mentality is passengers can catch the later bus (bus route 15 or bus route 55).
• She’s previously reported a bus driver falling to sleep on the bus due to having to work double shifts; but, she has seen improvements with the bus driver not falling to sleep as much.
• She almost walked into a tree branch at the Murfreesboro bus stop.
• She’s excited about the scooters being in Nashville.
• She thanked We Go Public Transit for lowering the bus rates.
• She asked WeGo Public Transit to consider family passes for people that can’t afford bus passes for their entire family.

**Mr. Thomas**
Mr. Thomas reported the following:
• Drivers are still going across the white crosswalk lines.
• Bus 221: Passengers are playing loud music on the bus and bus driver is not saying anything to him/her.
• Bus at Harding and 10th – The sign has been moved.
• Bus 847: There is no signage on the bus, and the marquee is not working.

**Darius Knight**
Mr. Knight reported the following:
• He suggested that we let the customers push our funding needs at the Mayor’s office.
• He has issues with a lot of overlapping bus routes.
• He had an issue with riding on bus (route) 36, and there were only two passengers on the bus.
• He reported that the 1800 vehicle display signs are still not working.
• He reported that maintenance issues are still not being resolved.

**Mr. Bloom**
Mr. Bloom reported the following:
• Route 4 –Shelby Park is performing very well.
• The buses are cleaner.
• He was glad to hear the Nolensville Project update presentation.
• Tier 1 and Tier 2 are a real kick; need a real dedicated revenue stream.
• If WeGo Public Transit is a family, then the issue with the union needs to be addressed.

**Ms. Hanson**
Ms. Hanson reported the following:
• She thanked WeGo Public Transit for the Nolensville update.
• She’s had issues with having to endure passengers playing loud music on the bus.
• She inquired when the Ocala bus stop was going to be made wheelchair accessible.
• She made MTA aware that she fell on the new floors at the WeGo Central bus terminals, which caused her to miss her bus.
• She stated that she has a blind cane and that bus drivers continue to pass her by.

Randall McCall
Mr. McCall reported the following:
• He thanked the board members and staff for their service.
• He had an issue with drivers passing up passengers waiting at the bus stops. Passengers are having to wave down a bus to get on. He’s actually seen people throwing bricks at the bus.
• He liked the WiFi and USBs on the bus.
• He stated that bus drivers need more training.
• He asked if the bus hours and customer service can have extended service hours.

There were no other public comments at this time.

IV. Operations & Finance Committee Report: Chair Searcy reported the following:

a. Facility Monitoring (M-A-19-0-007): The Committee recommended the Board give the Chief Executive Officer the authority to enter into a contract amendment to exercise the additional five-year contract option for an amount not to exceed $419,021 through August 30, 2021.

There was no further discussion, and the vote of approval was unanimous.

V. New Initiatives and Community Engagement Committee Report: Vice Chair Miller reported the following:

There were three great discussions and presentations that were presented today:
• FY2020 Baseline Budget Discussion Update;
• Blue Ribbon Commission Suggestion; and,
• Update on Nolensville Stop Improvement Project.

Vice Chair Miller was happy to see that a lot of the public comments that come out of the board meetings were reflected in the Annual Risk Assessment report.

VI. Chair’s Report: Chair Williams stated that she loved the budget discussion. She stated that we have to be good advocates of our nMotion plan.

In closing, Chair Williams expressed her appreciation to everyone for their acts of kindness and support during the passing of her husband, Mr. David Williams.

VII. CEO’s Report: CEO Bland reported the following to the Board:
• First and foremost, he wanted to publicly thank and recognize all of our staff who flawlessly executed a complete evacuation of the Nestor operating facility during the
flood events of February 16-17. Although the Cumberland River never did reach the
doors of the building, it came close enough to warrant our abundance of caution in
evacuating. Dozens of employees worked hundreds of hours to ensure the seamless
movement of our fleet and mission critical operations out of the building to three
different locations; the orderly shutdown of the facility; and then the move back. This
was all done in a manner that was completely invisible to passengers with absolutely no
negative impact on service.

• We met with representatives from Ryman Hospitality to discuss possible routing
improvements through their property to help improve service reliability. During the
meeting, they also briefed us on their long-term plan to develop a large parcel of
property near the Opryland Complex, and we discussed how transit might fit into those
plans.

• Several of us participated in a design charrette that the Metro Planning Commission
conducted in the Dickerson Pike Corridor. We are working with the Mayor’s Office,
Metro Planning, and Public Works to advance a possible corridor improvement project
in this corridor.

• We continue to advance the Clarksville Pike/North Nashville Transit Center project,
with most of the focus now on property negotiations.

• After a bit of a post-referendum hiatus, a number of groups are beginning to re-engage
on the question of long-term transit and transportation improvements. In just the past
month, we attended meetings hosted by Music City Riders United, Transit Now
Nashville, the Transit Alliance of Middle Tennessee, and the Greater Nashville
Chamber of Commerce to discuss next steps.

• He continued to participate in Nashville International Airport’s Long-Term Master
planning process. Despite the referendum loss, the Airport’s long-term plan (thankfully)
is to incorporate some form of high-capacity transit into its future growth plans.

• We hosted Federal Transit Administration Region 4 staff in Nashville for our quarterly
project review meeting. Most attention was focused on the Murfreesboro Road project,
which is nearing completion.

• RTA Items:
  o He conducted introductory briefings for new RTA Board Members, including
  the new Mayors of Clarksville, Columbia, and Portland.

  o The staff has been working with the Office of State Comptroller as their auditors
  have initiated RTA’s performance audit in advance of the expiration of its
  enabling legislation next year.

  o Extensive preparations have begun for service impacts during the National
    Football League (NFL) Draft in downtown Nashville in April. He thanked the
    Mayor’s Office and Convention and Visitors Corporation (CVC) for their
    support and believes the event will have a much lesser impact on Music City
    Star operations than originally thought.
RTA’s Ad Hoc Marketing and Branding Committee met again this month and wrapped up review of RTA system rebranding. The Committee will recommend to the full RTA Board that the system adopt the WeGo overall branding strategy, while also retaining the Star nomenclature for the commuter train. Paint schemes and graphics will be done in a consistent manner to communicate a seamless user experience between MTA and RTA services.

We met with the City of Mt. Juliet to finalize the conceptual designs for an expansion of the park-and-ride lot at Mt. Juliet station. The lot, now chronically over capacity, will be expanded by approximately 125 spaces.

Finally, he would be remiss if he did not express the thoughts and feelings we all have in support and condolence to our Board Chair, Gail Carr Williams, on the loss of her husband David. Gail has been a pillar of strength, inspiration, and support to all who work at MTA for many years, and it is now our hope that we can, in some small way, start to repay her many kindnesses.

VIII. Other Business: There was no other business to come before the Board.

IX. Adjournment: The meeting was adjourned at 3:30 p.m.
Item Number: M-A-19-009
Meeting Date: 03/28/19

Item Title: Fifth-Third Bank Revolving Line of Credit Renewal

BACKGROUND:

The Nashville Metropolitan Transit Authority (Nashville MTA) will once again need temporary operating fund assistance due to delays in receiving our FY2019 Section 5307 formula capital grant funding. The Nashville MTA converts a portion of the capital grant funding appropriation from capital to operating to pay preventive maintenance and paratransit operating costs. This is similar to what has happened in previous years. Last year, the Nashville MTA was authorized to borrow up to $12.4 million through Fifth Third Bank. The Fifth Third credit facility has a term of one year and expires March 31, 2019.

The portion of our FY2019 Federal 5307 grant appropriation budgeted to be used for Nashville MTA operations is approximately $15.7 million. Based upon these amounts, Nashville MTA’s cash flow requirements anticipate needing to borrow up to $14 million starting around April 1, 2019 through the month of June 2019 or beyond, depending on the timing of the federal funding. The loan will be repaid incrementally as the federal capital and operating funds become available and historically, the loan has been completely repaid by December of the same year.

The current resolution that Metro Council passed for the FY2019 budget authorizes the Nashville MTA to obtain short-term financing in an amount not to exceed $14 million. We have requested that Metro Finance continue to include the $14 million in the new FY2020 budget ordinance resolution that will be considered by Metro Council before June 30, 2019. This will allow the Nashville MTA to have the ability to renew the loan for FY2020.

One of the fees on the line is based upon a .2% charge for any unused portion of the line. In order to minimize that expense, the bank has agreed to initially open the line at a minimum of $10 million that would be subject to the non-use fee and should we need additional capacity, at the discretion of management, we would contact the bank in writing to open the additional line up to $14 million in $500,000 increments as needed. All covenants have been met on the current line of credit. The additional costs to renew the line include attorney’s fees and a small commitment fee of $500. The cost to increase the line would be $100 per $500,000 increment of increase. The term of the loan will be for one year and expire March 31, 2020. The interest rate on the line will stay the same with LIBOR plus 1.75% and the non-use fee will be .2%. These expenses have been included in the annual budget.

RECOMMENDATION:

The Operations & Finance Committee recommends to the Board to renew and increase the existing credit facility through Fifth Third Bank to allow the Nashville MTA to borrow up to $14 million. The term of the facility will be for one year with an interest rate of LIBOR plus 1.75% and a non-use fee of 20 basis points to be paid quarterly.
The new line of credit will expire March 31, 2020. The intent is to initially borrow up to $10 million and then increase the line of credit up to an amount not to exceed $14 million, if necessary. The loan is to be received as needed and to be repaid in full once federal funding is available. This will allow Nashville MTA to continue operating and allow time for the grant monies to be received.

APPROVED:

______________________________________              _________________________________
Board Secretary                                Date

March 28, 2019
BACKGROUND:

The Nashville Metropolitan Transit Authority (MTA) continues to refine its efforts to bolster system security and safety by installing, updating and maintaining reliable onboard camera equipment, including video technology ("camera equipment") on all revenue service vehicles. Consequently, staff is requesting consideration of a contract change for replacement of end-of-life on-board camera equipment.

In May 2018, MTA staff approached the MTA Board with information regarding the condition of our on-board vehicle cameras; specifically the agency's need to streamline the ongoing monitoring and repair of the equipment on MTA's buses and vans. Under this direction, staff recommended to the Board approval to enter into a contract with March Networks, for the repair and daily management of the camera system. As a condition of managed services, the overall longevity of camera recorder equipment was assessed; much of which was determined to be at end-of-life and in need of replacement in order to best serve the needs of the MTA and get the full benefit of the managed services contract.

Supported by the legal guidance of Dodson Parker Behm & Capparella, the MTA engaged in further conversations with March Networks regarding the renegotiation of the complete on-board camera services contract to include: commissioning of identified in-service camera equipment to ensure proper connection to the server; retrofit/replacement of end-of-life camera equipment; and previously agreed managed services. To do this, it was determined that a revision of the proposed contract terms and deliverables may be desirable, to provide support for in-service vehicles and replacement of outdated video recorders. The MTA continued to review funding options and was able to identify available capital and operating budget funding, to be used in support of camera replacement.

To complete this partnership with March Networks, the renegotiated contract is proposed to be carried out in three (3) phases:

- **In-Service Camera Equipment Commissioning** (beginning March 2019; funded by operating budget): Troubleshooting, testing and reconfiguring of identified in-service vehicle camera equipment to ensure proper connection to the server. Doing so ensures availability and easy downloading of video, on demand. Upon completion, connected vehicles will be certified as in a good state of repair, and included in ongoing managed services for regular auditing and updating as required. This phase is an amended deliverable of the contract, funded by operating budget (value of $32,300).

- **End-of-Life Equipment Retrofit** (upon approval, estimated start in May 2019; capital grant funded): Replacement of end-of-life camera recorders, ensuring proper function and availability of parts replacement when needed. This phase is a newly negotiated deliverable within the current contract, not yet executed by MTA (value of $697,150).
Managed Services (June 2019; operating budget): Comprehensive repair and protective services coverage for the on-board camera systems. All equipment that has been commissioned and certified will be fully covered under managed services, inclusive of any labor required to repair or replacement. Terms of managed services feature timely malfunction identification and timely resolution within agreed upon service windows. This phase of the contract has not been altered from previous Board review and approval (monthly invoicing, funded by operating budget).

RECOMMENDATION:

The Operations and Finance Committee recommends to the Board approval for modification of the previously approved service contract with March Networks to allow for capital expenditures in the amount of $697,150 and operating expenditures in the amount of $1,517,081 for a total not-to-exceed amount of $2,214,231.

The proposed renegotiated managed services agreement is written as a sole source contract, for a thirty-eight (38) month period*, with one two (2) year option for renewal.

The capital purchase of onboard camera equipment is fully supported by the adopted FY19 Capital Plan through a combination of current and prior year 5307 and 5339 federal formula dollars with matching state and local funds.

The managed services contract will be written in an amount of $1,379,165, with a contingency amount of 10% ($137,916), for a total not to exceed amount of $1,517,081.

Upon execution, this project will be task based, in accordance with project scope; funding will be assigned and made available through the annual capital and operating budgets.

*Thirty-eight (38) month agreement with March Networks inclusive of one (1) month managed services at no additional charge.

APPROVED:

__________________________________________________________________________  ___________________________
Board Secretary                                                    Date

March 28, 2019
BACKGROUND:

In January 2016, the Board approved Nashville MTA entering into a three-year contract with two (2) one-year options, for the purchase of up to 120 Gillig buses under the procurement contract labeled #2014487. Concurrent with MTA’s efforts to operate within our fleet replacement plan, staff requests approval to order nineteen (19) replacement vehicles under the aforementioned Gillig contract. The approval of this purchase is consistent with the agency’s efforts to execute a more balanced schedule for capital spending, and fleet replacement.

If approved, these buses will replace those vehicles within our fleet which have met their end of useful life, and are no longer recommended for service. Considering the anticipated lead time for production scheduling, maintenance staff anticipates delivery dates for these nineteen (19) replacement vehicles between the 2nd and 3rd quarter of FY21.

RECOMMENDATION:

The Operations & Finance Committee recommends to the Board to provide the Chief Executive Officer authority to approve the purchase of (19) nineteen replacement 40ft Low Floor Hybrid buses from Gillig, LLC., for the attainment of replacement vehicles to be used in fixed route service.

The total sum of this purchase is $14,782,000 ($778,000 per bus). The cost per bus includes all ancillary equipment such as on-board Wi-Fi technology and cameras. Funding sources to support this purchase will be comprised of 2018 Federal 5339b discretionary award funding, matched with TDOT Improve Act funds and previously approved Metro capital funding.

APPROVED:

____________________________________                  _____________________________
Board Secretary                                          Date

March 28, 2019
Nashville Metropolitan Transit Authority
of Nashville & Davidson County, Tennessee

Board Action Item

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**BACKGROUND:**

To advance planning, design, and construction of neighborhood transit centers and stop improvements throughout the WeGo network, (as identified in the nMotion plan, a Request for Qualifications (RFQ) was advertised for on-call contract architectural, engineering, and construction administration services. Consultants were invited to provide qualifications for the following activities categories: project initiation and management; public outreach; NEPA documentation; conceptual, design development, and construction documents; bid services; and construction engineering and inspection.

WeGo Public Transit received qualifications from four consultant teams lead by STV, WSP, Kimley Horn, and Smith Gee Studios. The evaluation committee reviewed and scored the qualifications of each team on January 31, 2019. As a result of the review, the committee invited all four teams to present to the evaluation committee. Following the presentations, the evaluation committee reviewed and scored each team with the team led by Smith Gee Studios receiving the highest score from the committee. Through the submitted qualifications and in-person presentations, Smith Gee Studios demonstrated their understanding of the scope, their ability to support WeGo with all the required core functions, and their passion for advancing transit service options within Middle Tennessee. Particular strengths that were noted by the evaluation committee included the team’s vast local expertise with design and development services combined with transit experience across the nation. Additionally, the team includes multiple firms to aid in public outreach efforts.

It is recommended that an on-call, task-based contract be awarded to Smith Gee Studios with an annual not-to-exceed total of $1 million. The contract would be set for a three-year base term with two optional one-year extensions. Tasks will be negotiated and awarded based on review of negotiated costs and specific team qualifications and experience on the scope for each task. Funding for each task will be identified through Local, State, and Federal funding sources and grants during development of the Capital Plan.

**RECOMMENDATION:**

Based upon the results of the comprehensive solicitation and evaluation process, the Operations & Finance Committee recommends to the Board to authorize the Chief Executive Officer to negotiate and enter into on-call, task-based design contract with Smith Gee Studios, with an annual not-to-exceed value of $1 million. The contract would be set for three-year base term with two optional one-year extensions. Individual tasks greater than $300,000 awarded under this contract would require Board approval prior to authorization unless given approval through adoption of the annual Capital Budget.

**APPROVED:**

______________________________________            ______________________________
Board Secretary                                                          Date

March 28, 2019