

MINUTES

MEETING OF THE BOARD OF DIRECTORS

METROPOLITAN ATLANTA RAPID TRANSIT AUTHORITY

August 6, 2012

The Board of Directors of the Metropolitan Atlanta Rapid Transit Authority held a meeting on August 6, 2012 at 1:47 p.m. in the Board Room on the 6th Floor of the MARTA Headquarters Building, 2424 Piedmont Road, Atlanta, Georgia.

Board Members Present

Harold Buckley, Sr.
Wendy Butler
Frederick L. Daniels, Jr.
Jim Durrett
Roderick E. Edmond
Noni Ellison-Southall
Keith Golden
Barbara Babbit Kaufman
Adam D. Orkin

MARTA officials in attendance were: General Manager/CEO Beverly A. Scott, Ph.D.; AGMs Davis Allen, Deborah Dawson, Wanda Dunham, Ben Graham, Georgetta Gregory, Robin Howard, Mary Ann Jackson, Cheryl King, Rich Krisak, Miriam Lancaster (Acting), Ryland McClendon and Elizabeth O'Neill; Sr. Directors Rhonda Briggins, Kevin Hurley and David Springstead; Directors Lisa DeGrace, Maurice Ficklin, Scott Haggard, Lyle Harris, Rod Hembree, Pat Minnucci and Ferdinand Risco; Managers William C. Bailey, Cara Hodgson, Jayant Patel and Marvin Toliver; Executive Administrator to the Board of Directors Kellee Mobley; Sr. Executive Administrator Tyra Wiltz; Executive Administrator Renee Willis. Others in attendance Rhonda Allen, Ursula Bradley, Joy Brown, Raymond Diggs, Cathy Gesick, Abaya Joshi, Paul Kelley, Leeshu Kennedy, Alex Poznanski (Intern), Antoine Smith, Marsheia Smith, Amanda Walls.

Also in attendance was Charles Pursley, Jr. of Pursley, Lowery & Meeks; Richard Boston of Volkert; Steven Hausler of Archer Western; Tom Jones; Thomas P. Lauth of McKenna Long & Aldridge; Kenneth McDonald of Parsons Brinckerhoff; Adiele Nwankwo of Parsons Brinckerhoff; Sandra Parrish of WSB Radio; Matt Pollack of MATC; Representative Lynne Riley; Ashley Robbins of Citizens for Progressive Transit; Maria Sapporta; Dave Williams of Metro Atlanta; Betty Willis of Emory University.

Minutes of the July 9, 2012 Meeting of the MARTA Board of Directors

On motion by Mr. Durrett seconded by Mrs. Ellison-Southall, the minutes were unanimously approved by a vote of 9 to 0, with 9 members present.

Operations & Safety Committee Report

Mr. Orkin reported that the Operations & Safety Committee met on July 9, 2012 and approved the following resolutions:

- a. Resolution Authorizing the Award of a Contract for the Procurement of Thirteen (13) Police Vehicles, CP B25340
- b. Resolution Authorizing the Award of a Contract for Chassis Dynamometer Upgrades, Contract Proposals Number CP B22614
- c. Resolution Authorizing the Award of a Contract for the Design-Build of the Brady Mobility Facility, RFP P22221
- d. Resolution Authorizing Award of Contracts Utilizing GSA Schedules and State of Georgia/WSCA Participating Agreements for the Authority-Wide Computer PC Equipment Replacement, Request for Proposals P26347
- e. Resolution Authorizing the Award of a Contract for the Procurement of MARTA Contactless Smart Card Fare Media, Contract Proposal Number B25444
- f. Resolution Authorizing Award of a Contract for Structural Inspection Engineering Services, A/E 22541
- g. Resolution Authorizing Award of Two Contracts for Noise, Vibration and Acoustical Consulting Services, A/E 22527

On motion by Mr. Orkin seconded by Mr. Buckley, the resolutions were unanimously approved by a vote of 9 to 0, with 9 members present. **A copy of the resolutions, AS APPROVED, ARE ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

Planning & External Relations Committee Report

Mrs. Butler reported that the Planning & External Relations Committee met on July 30, 2012 and received the following briefings:

- a) ARC Request to Flex Funds
- b) Transit Oriented Development Update on Activities
- c) Regional Transit Committee
- d) MAP-21 Federal Transportation Authorization Bill and Its Impact on MARTA

Business Management Committee Report

Dr. Edmond reported that the Business Management Committee met on July 30, 2012.

The following resolution was moved forward without recommendation:

- a) Resolution Authorizing the Solicitation of Proposals for Consultant Services for MARTA's Medical and Retirement Plans, Request for Proposals (RFP) P27333

On motion by Dr. Edmond seconded by Mr. Durrett, the resolution was unanimously approved by a vote of 9 to 0, with 9 members present. **A copy of the resolution, AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

The Board requested that the following resolution be held pending receipt of additional information:

- b. Resolution Authorizing Award of a Contract for Free Periodicals Distribution Concessions, Contract Proposal Number B25679

On motion by Dr. Edmond seconded by Mr. Durrett, the motion was unanimously approved by a vote of 9 to 0, with 9 members present.

The Committee received the following briefing:

- a) May Year-to-Date FY 2012 Budget Variance Analysis and Financial KPIs

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Resolution Authorizing the Conversion of the Interest Rate Mode on the MARTA Variable Rate Sales Tax Revenue Bonds Series 2000A

Mr. Hurley presented this resolution recommending that the MARTA Board of Directors approve the Resolution authorizing the execution, delivery and performance of an Amendment No. 1 to the Third Supplemental Trust Indenture between the Authority and U.S. Bank National Association, authorizing the execution, deliverance and performance of a remarketing agreement with RBC Capital Markets Corporation, authorizing the use and distribution of a Preliminary Remarketing Memorandum and a final Remarketing Memorandum, authorizing the execution, deliverance and performance of a Disclosure Dissemination Agent Agreement and making other provisions with respect to the Series 2000A Bonds.

On motion by Mr. Durrett seconded by Mrs. Butler, the resolution was unanimously approved by a vote of 9 to 0, with 9 members present. A copy of the resolution, **AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

Resolution Authorizing a New Credit Facility Relating to the MARTA Variable Rate Sales Tax Revenue Bonds Series 2000B

Mr. Hurley presented this resolution recommending that the MARTA Board of Directors approve the Resolution authorizing the acquisition of a credit facility to be issued by PNC Bank, N.A., authorizing the execution, deliverance and performance of a Reimbursement Agreement with PNC Bank, N.A., authorizing the execution, deliverance and performance of a Fee Letter Agreement with PNC Bank, N.A., authorizing the use and distribution of a Remarketing Memorandum and making other provisions with respect to the Series 2000B Bonds.

On motion by Mr. Durrett seconded by Mrs. Butler, the resolution was unanimously approved by a vote of 9 to 0, with 9 members present. A copy of the resolution, **AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

Chairman Daniels and Dr. Scott extended thanks to Mr. Allen, Mr. Hurley and Financial and Bond Counsel for their thoroughness and detail, which resulted in a \$1.5M savings to the Authority.

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Adjournment

The meeting of the MARTA Board of Directors adjourned at 2:00 p.m.