



Board of Directors Regular Meeting Minutes April 22, 2021 10:00am

The Board of Directors of the Denton County Transportation Authority (DCTA) convened the Regular Meeting of the Board of Directors with Chair Chris Watts presiding on April 22, 2021 remotely using Zoom Meeting.

Voting Members

Chair Chris Watts, City of Denton
Vice Chair Cesar Molina, Denton County
Secretary Sam Burke, Denton County
Board Member Dianne Costa, City of Highland Village
Board Member TJ Gilmore, City of Lewisville

Alternates

Board Member John Ryan, City of Denton
Board Member Jody Gonzalez, Denton County
Board Member Paul Cristina, Denton County
Board Member Charlotte Wilcox, City of Highland Village
Board Member Kristin Green, City of Lewisville

Non-Voting Members

Board Member Tom Winterburn, City of Corinth
Board Member Dennie Franklin, City of Frisco
Board Member Connie White, Small Cities
Board Member Mark Miller, City of Flower Mound
Board Member Joe Perez, City of The Colony

Legal Counsel

Joe Gorfida, NJDHS

DCTA Executive Staff

Raymond Suarez, CEO
Kristina Holcomb, Deputy Chief Executive Officer
Marisa Perry, Chief Financial Officer/Vice President of Finance
Nicole Recker, Vice President of Mobility Services and Administration

- CALL TO ORDER** Chair Watts called meeting to order at 10:01 am. All Voting Board Members were present constituting a quorum. In addition, the following DCTA Board Members were also present: Charlotte Wilcox, Jody Gonzalez, Tom Winterburn, Dennie Franklin, Connie White and Mark Miller.
- INVOCATION** Chair Watts announced a moment of silence and reflection.
- INTRODUCTIONS** Kisha Morris-Perkins, Executive Assistant/Board Process Manager was introduced.
- PUBLIC COMMENT** There were no public comments received in advance via email or by utilizing the electronic “raise hand” function during Public Comment.

CONSENT AGENDA

1. Consider Approval of March 10, 2021 Meeting Minutes
2. Consider Approval of March 31, 2021 Joint DCTA/NTMC Special Called Meeting Minutes



3. Consider Approval of April 7, 2021 Special Called Meeting Minutes
4. Consider Approval of Cybersecurity Policies
5. Consider Authorizing the CEO to Execute a Contract for Rider Alert/Email Marketing System
6. Consider Authorizing the CEO to Execute a Contract for Brand Ambassador Services
7. Consider Approval of Assignment of Ground Lease from Eastsky Hebron Phase 3 and 4 Owner LLC ("Assignor") to Eastsky Hebron Phase 3 and 4 Owner LLC; Eastsky Hebron Phase 3 and 4 Owner II LLC; and Eastsky Hebron Phase 3 and Phase 4 Owner III LLC as Tenants in Common ("Assignee")

Motion by Board Member Costa with a second by Secretary Burke to approve the Consent Agenda as presented. Motion passes 5-0.

REGULAR AGENDA

1. **Consider Approval of Monthly Financial Statements for February and March 2021 and Quarterly Reports for Q2 FY21**

Marisa Perry, CFO/VP of Finance highlighted the following:

- Noted two (2) month financials – February 2021 and March 2021
- Outlined any unfavorable variances: Insurance expense (will be cleared next month)
- Quarterly Investment Report: Benchmark comparisons
- Grants Report: American Rescue Plan Funding (use after CARES Act funding is depleted) and FEMA funding for Texas Motor Speedway Shuttle Service reimbursement

Board discussion regarding clarification of the CARES Act funding and whether it is an appropriate use for Via Rail Expansion (note: CARES funding is not allowed for capital projects), revenue balance, discontinuation of Texas Motor Speedway (TMS) Shuttle service, utilizing sales tax for the Silver Line and A-train to Silver Line expansion.

Motion by Secretary Burke with a second by Board Member Costa to approve as presented. Motion passes 5-0.

2. **Consider Authorizing CEO to Execute a Task Order with Via for Microtransit On-Demand Service Delivery**

Nicole Recker, VP Mobility Services & Administration and Marisa Perry, CFO/VP of Finance presented the report, highlighting the following:

- Task Order Structure (Phase I, Phase IIA, and Phase IIB)
- Updated Year 1 Costs
- Task Order Cost (including 4-year cost model)
- Cost Comparisons (Direct Costs to be Replaced by Via/Indirect, Allocated Costs/Direct & Indirect costs for Connect, Zone HV Lyft)
- Assessing Success Post Launch (The Plan, The Reporting, Daily/Monthly Success Metrics)
- Via Sample Daily Service Report
- Program Timeline

Board discussion regarding the clarification of \$5.9M allocated costs, impact on budget, implementation date (i.e. September 7, 2021), clarification of "add-on" services, approval and clarification of Task Order, cost analysis, cost savings, reduction of variable costs, included access service, Via's Scope of Work, modifications to the contract, fees associated with a Task Order, level of commitment associated with signing Task Order, modify or terminating agreement, risks associated with signing Task Order, and a clarification of "not-to-exceed" amounts. Note: A request was made to have staff prepare a "one page" document outlining the next steps and options.

Staff advised the Board that authorizing the CEO to execute a Task Order with Via would allow Via the notice to proceed for all upfront work required to launch Phase I Base Service and Phase I Add-Ons. However, there is no guarantee of Via receiving (upfront) all of the funding based upon the length of the contract as Via will have to demonstrate their ability to perform the job as outlined in the contract. It was also shared that all public involvement activities/comments and the Title VI Analysis will be shared with the Board. Furthermore, staff informed the Board that later this Summer (tentatively slated for July 2021), DCTA will consider (if necessary) a budget amendment when there is a more solidified plan.



Motion by Board Member Costa with a second by Vice-Chair Molina to approve as presented adding “the guarantee of upfront costs for Base Level service at a minimum” to the language of the Task Order. Motion passes 5-0.

Note: The Board recessed at 11:24am and reconvened at 11:36am.

3. Review and Discuss Project Manager Officer (PMO) Progress Report

Chris Newport, Accenture, presented the report highlighting the following:

- Program Status Dashboard
- Refined Initiative Prioritization

Staff discussed DART/GoPass/Via integration specifically indicating conversations will occur with appropriate individuals to ensure licensing with DART is included in the GoPass contract. Board concerns regarding lack of alignment with DCTA and Trinity Metro.

No Board action required at this time.

4. Presentation and Update Regarding Trinity Metro Partnership

Raymond Suarez, CEO, introduced the agenda item specifically addressing the Letter of Intent (LOI) and potential Interlocal Agreement (ILA).

Chris Newport, Accenture, gave a presentation highlighting the following:

- Bus Operations & Maintenance ILA Status Overview
- Bus Operations & Maintenance Partnership Discussion Evolution (Joint DCTA-Trinity Metro LGC and Bus O&M Services via ILA)
- DCTA Identified Obstacles
- Current State Findings (Service & Tech)
- DCTA Service Current State Analysis
- Application Improvement Priority Heat Map
- Application Portfolio (Bus Fleet Manager and Route Planning, Bus Onboard Technology)
- Current State Findings – Finance
- DCTA Finance Current State Analysis (Barriers and Challenges, Finance and Accounting Processes and Controls, Finance and Accounting Priorities and Guiding Principles)
- Bus Operations & Maintenance ILA Potential Impact on Transformation Initiatives
- ILA Summary and Next Steps (ILA Current State Summary/Next Steps)

Board discussion regarding a need for a cost/benefit analysis prior to “turn-key” implementation.

CEO Suarez advised the Board that DCTA will continue to operate at current levels while investigating, through cost-benefit analysis, different opportunities with Trinity Metro and/or others (i.e. build, buy or partner). It is the understanding that there is no technical reason as to why DCTA cannot partner with Trinity Metro if there is a contractual framework for risk and liability. It was recommended that DCTA focus on the effective implementation of Via while providing the Board with relevant information from the potential Trinity Metro partnership.

It was the consensus of the Board to move in the direction recommended by staff. No Board action required at this time.

5. Discuss the Extension to the Interlocal Agreement (ILA) with the City of McKinney for the Provision of McKinney Urban Transit District (MUTD) Collin County Transit Services

Nicole Recker, VP Mobility Services & Administration presented the report summarizing that DCTA previously approved the City of McKinney and the McKinney Urban Transit District (MUTD), a contract extension of six months (January 1, 2021 – June 30, 2021), to explore additional/future service delivery for Collin County Transit. They have since requested an additional 6-month extension (July 1, 2021 – December 31, 2021) to allow DART and DCTA, through MaaS service contract system, time to prepare a service delivery proposal for Board consideration. In addition, MUTD has asked for a Joint Letter



of Agreement (DART and DCTA) stating DCTA and DART's intent to provide a proposal before the December 31st deadline. As a reminder, DCTA is fully reimbursed by the City of McKinney for all Collin County transit services. The purpose of staff bringing forward this agenda item:

- In preparation for an action item on the May 2021 agenda of three (3) separate items:
 1. An amendment (6th) to the City of McKinney ILA
 2. An extension with Irving Holdings (contractual component)
 3. Budget amendment showing fully reimbursable costs for the extension of July 1, 2021 – December 31, 2021
- Notify the Board of the Joint Letter of Agreement request MUTD submitted to DCTA and DART (legal reviewed and expressed no legal concerns)

Staff is requesting Board feedback on extension and joint Letter of Agreement. It should be noted that MUTD has a meeting scheduled early May regarding next steps and the DCTA's decision would play a pivotal role in their timeline. In addition, there have been very collaborative discussions with DART and DCTA regarding how DART might provide services throughout the City of McKinney.

Board received clarification on Joint Letter of Agreement noting that there is no language in the letter that would hold DCTA accountable for delivering any services beyond the extension deadline.

It was the consensus of the Board to move forward with the request to extend the 6 month contract until December 31, 2021, to be presented for consideration at the May 2021 DCTA Board Meeting with a Joint Letter of Intent signed by the DCTA CEO on behalf of DCTA.

No Board action required at this time.

6. Discuss Potential Interlocal Agreement (ILA) with DART for the Joint Rail Operations & Maintenance Facility (JROF) and Regional Partnership Opportunities

Raymond Suarez, CEO, gave the presentation highlighting the following:

- Proposed DCTA/DART Joint Rail Operating Facility ILA
- DART plans: Design and construct an Equipment Maintenance Facility in support of the Silver Line Commuter Rail operations and maintenance
- DART/DCTA: desire to enter into an agreement to perform shared rail operations and maintenance functions from the existing DCTA OMF facility in Lewisville.
- Proposal: Expand the DCTA Rail O&M facility to accommodate Silver Line operations and maintenance.
- DART/DCTA will work to plan, design and construct facilities to accomplish the following:
 - ✓ Delivery, testing and commissioning of 8 DART Stadler Silver Line FLIRT diesel multiple unit vehicles
 - ✓ Accommodate the storage of DART's DMUs
 - ✓ Maintain/operate Silver Line DMUs during revenue services
 - ✓ Make accommodations for DART personnel and DART's maintenance contractor staff to operate from the DCTA OMF
 - ✓ Operate joint, efficient, and cost-effective Maintenance facility
- Proposed Phases 1-3
- Proposed DCTA Responsibilities
- Proposed DART Responsibilities
- Proposed Joint Responsibilities
- A-train Station
- Veloweb Hike & Bike Trail (NCTCOG)
- DCTA/DART Regional Connectivity
- Next Steps

Board discussion regarding potential direction of the ILA, concerns with forfeiting potential leverage for getting a station on the Cotton Belt and whether or not language could be created to ensure DCTA has one (1) of the two (2) options on the Cotton Belt, concerns with providing billing on the first of the month, possibly tying this action to the renewal of rail lease



agreement, the benefits to DCTA verses “intensions” and the evolution (in bullet-form memo) that qualifies this ILA as “best choice”.

No Board action required at this time.

7. Discuss Agency Title VI Program Update Process

Athena Forrester, Assistant VP, Regulatory Compliance/DBE Liaison led the discussion highlighting the following:

- DCTA, as a recipient of federal funds is required to have a Title VI program
- Required to update every 3 years (Last update – 2019)
- Deadline to submit to FTA – July 2022
- Implementation of Via could have a major impact on Title VI
- Possible need of contractual assistance depending upon what needs to be updated/addressed (i.e. demographics, census information, etc.)
- Agenda item to discuss/consider process in May-June 2021 timeframe to hire a consultant to prepare for FTA submission

No questions from the Board. No Board action required at this time.

8. Discuss Highland Village Enhanced Local Assistance Program (ELAP) Funds

Board Member Costa and Highland Village Chief Financial Officer Ken Heerman, led the discussion regarding the Enhanced Local Assistance Program (ELAP) Funds summarizing the following:

Highland Village received ELAP funds and identified uses; however, the project (bus station) did not move forward. Funds were repurposed to purchase buses (which were purchased) but had remaining funds of \$29,000. The \$29,000 was repurposed to look for trail connections across Copperas Lake through Double Tree Ranch to connect to the Highland Village/Lewisville Lake Train Station. As part of the I-35 project, TxDOT built the trail section and funds were not necessary. Due to Highland Village and DCTA staff turnover, the funds were set aside and did not have an identified use at the time. However, with the reestablishment of the TRiP Program, Highland Village now has an appropriate project (trail connection adjacent to the Highland Village road) that would be able to utilize those funds. Realizing that the expiration to utilize those funds is expired according to the contract, the “ask” is for DCTA to honor the original intent of appropriately utilizing the funds.

Board discussion regarding the original ELAP program and status when funds were issued.

It was the consensus of the Board to have the use of Highland Village Enhanced Local Assistance Program (ELAP) funds on the Consent Agenda for consideration at the May 2021 meeting.

9. Discuss and Receive an Update on Texas Motor Speedway (TMS) Shuttle

Raymond Suarez, CEO and Marisa Perry, CFO, provided an update highlighting the following:

- March 2021 – Asked by County to provide TMS Shuttle Service
- March 2021 Costs – approximately \$26,000 for TMS Shuttle
- Mid-April reduced the number of trips per day and day per week (anticipate April costs reduced)
- County is anticipated to suspend mid-May 2021
- Total: Approximately \$60,000 – DCTA’s commitment from end of February 2021 through May 2021
- DCTA will be pursuing FEMA funding through Denton County (any funding not eligible through FEMA can be reimbursable by CARES Act funding)

No questions from the Board. No Board action at this time.

10. Discuss Local & Regional Transportation Updates and Legislative Issues

Lindsey Baker, Director of Governmental Affairs and Legislative Consultant Rick Dennis, HillCo, provided the following:

- 40 days left in Legislative Session
- Budget on the House Floor (going through 100 amendments)



- Currently tracking 90 priority items on DCTA Bill track (Senate and House bills - some have identical components)
- 4 Bills that have specific references to the enabling statute creating the DCTA – vetting all four (4) to ensure there are no problems with wording
- Watching (destination sales tax legislation, constitution carry firearms, taxpayer funded lobbying, special session on redistricting)

No questions from the Board. No Board action required at this time.

INFORMATIONAL REPORTS

1. Monthly Financial Reports
2. Ridership Trend Report
3. Connect Route 3 and Route 7 Survey Data
4. Social Service Agency Roundtable Report (March 2021)
5. Public Involvement Plan Progress Report
6. Congressional Legislative Updates
7. DCTA Priority Actions Flowchart
8. Regional Vanpool Program Modification Update

Board discussion regarding clarification on Route 3, Route 7 and UNT survey data.

No Board action required at this time.

FUTURE AGENDA ITEMS AND BOARD MEMBER REQUESTS

Staff will discuss proposed future agenda items. Board members may request an informational item or action item to be added to the next Board meeting agenda.

No items discussed. No Board action required.

REPORT ON ITEMS OF COMMUNITY INTEREST

Pursuant to Texas Government Section 551.0415, the Board of Directors may report on following items: (1) expression of thanks, congratulations, or condolences; (2) information about holiday schedules; (3) recognition of individuals; (4) reminders about upcoming DCTA and Member City events; (5) information about community events; and (6) announcements involving imminent threat to public health and safety.

- Celebrate Trails Day – April 24, 2021
- Proposed GoZone On-Demand Public Input – April 19, 2021 through June 25, 2021
- Business of the Year Nomination – DCTA
- Call for Projects Deadline – May 1, 2021

The Board recessed at 1:41pm and reconvened at 1:44pm.

CONVENE EXECUTIVE SESSION

The Board may convene the Regular Board Meeting into Closed Executive Session for the following:

A. As Authorized by Section 551.071(2) of the Texas Government Code, the Board of Directors Meeting may be Convened into Closed Executive Session for the Purpose of Seeking Confidential Legal Advice from the General Counsel on any Agenda Item Listed Herein or the Regular Board Meeting Agenda.

B. As Authorized by Section 551.074 of the Texas Government Code, the Board of Directors may convene into Closed Executive Session for the purpose of discussing the duties and evaluation of the Chief Executive Officer (CEO).

The Board entered Executive Session at 1:50pm.



DENTON COUNTY
TRANSPORTATION
AUTHORITY

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RECONVENE OPEN SESSION

Reconvene and Take Necessary Action on Items Discussed during Executive Session.

The Board reconvened into Open Session at 3:04pm with no action taken and adjourned the meeting at 3:05pm.


Chris Watts, Chair

ATTEST:


Sam Burke, Secretary