

## MINUTES

### MEETING OF THE BOARD OF DIRECTORS

#### METROPOLITAN ATLANTA RAPID TRANSIT AUTHORITY

December 3, 2012

The Board of Directors of the Metropolitan Atlanta Rapid Transit Authority held a meeting on December 3, 2012 at 1:41 p.m. in the Board Room on the 6th Floor of the MARTA Headquarters Building, 2424 Piedmont Road, Atlanta, Georgia.

#### **Board Members Present**

Juanita Jones Abernathy  
Robert Ashe III  
Harold Buckley, Sr.  
Wendy Butler  
Frederick L. Daniels, Jr.  
Jim Durrett  
Roderick E. Edmond  
Noni Ellison-Southall  
Keith Golden, PE  
Barbara Babbit Kaufman  
Jannine Miller\*  
Adam D. Orkin

MARTA officials in attendance were: General Manager/CEO Beverly A. Scott, Ph.D.; Deputy General Manager/COO Dwight A. Ferrell; Chief, Business Support Services and Administration Theodore Basta, Jr.; AGMs Davis Allen, Deborah Dawson, Lisa DeGrace (Acting), Wanda Dunham, Garry Free (Acting), Ben Graham, Georgetta Gregory, Robin Howard, Mary Ann Jackson, Cheryl King, Ryland McClendon and Elizabeth O'Neill; Sr. Directors Rhonda Briggins, David Springstead and Don Williams; Directors Joe Erves, Scott Haggard, Lyle Harris, Rod Hembree, Donna Jennings, Paula Nash and Ferdinand Risco; Managers Joyce Brown and Marvin Toliver; Finance Administrative Analyst Tracy Kincaid; Sr. Executive Administrator Tyra Wiltz. Others in attendance Arnold Campbell, Anthony Pines, Srinath Remala, Dansby Wade and Renee Willis.

Also in attendance was Matt Pollack of MATC; Chuck Deeb of Tiyilin International; Bruce Dixon; Aaron Davis of RVC; Andrea Foeed of PB; Ed Emerson of Bryan Cave LLP; Sean-Kaiser Griffith; Robert Smith and Ken Mitchell of EDAAC; Bruce A. Oixm; Curtis Howard, Wyman Cook, Corinne Dunson, Clarence Coleman, Ayana Bell, Jack Jackson, Nikita Howard, Rufus Silas, Mark Fitzgerald and Nathaniel Scott of ATU.

\* Jannine Miller is Executive Director of Georgia Regional Transportation Authority (GRTA) and is therefore a non-voting member of the MARTA Board of Directors

**Public Comment**

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Mr. Howard, President of ATU Local 732, requested a meeting with Chairman Daniels to discuss the Union's position on the KPMG Report. He also noted concern regarding the Resolution for Wheel & Axle contract. He said MARTA is in mediation which is in direct conflict with this resolution. He said he is concerned about worker's jobs and recent articles in the press. Mr. Howard thanked Dr. Scott for her service to MARTA, noting it has been a pleasure working with her.

Mr. Mitchell said Dr. Scott will be missed. He asked the Board of Directors to take more interest and meet with the Committee once or twice a year. As a member of Transit Access, he stated that this group would like to put their support behind workers and operators at MARTA.

Mr. Smith thanked Dr. Scott for her service to MARTA. He said that EDAAC is concerned about MARTA Mobility. By keeping the service in-house, MARTA will have more control of the service. He asked that EDAAC be invited to the table before decisions are made on the KPMG Report.

**Minutes of the November 5, 2012 Meeting of the MARTA Board of Directors**

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On motion by Mrs. Kaufman seconded by Mr. Durrett, the minutes were unanimously approved by a vote of 10 to 0, with 11\* members present.

**Operations & Safety Committee Report**

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Mr. Orkin reported that the Operations & Safety Committee met on November 5, 2012 and approved the following resolutions:

- a. Resolution Authorizing the Award of a Contract for the Procurement of Mini-Hybrid Bus Kits Version 2: Second Generation Cooling System, RFP P24772
- b. Resolution Authorizing Award of a Contract for Annual OSHA Compliance Inspection and Certification of Cranes, CP B27301
- c. Resolution Authorizing an Increase in the Contractual Authorization for Geotechnical Engineering and Construction Materials Testing Services by ATC Associates, Inc.

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- e. Resolution Authorizing the Award of a Contract to Oracle USA, Inc. to Renew Maintenance Support for Oracle Database, EFP and ID Management Licenses, RFP P27978
- f. Resolution to Accept the Contract for Project B11614, Precast Deck Grout Pocket and Construction Joint Renovations (Close-Out)
- g. Resolution to Accept the Contract for Project B18647, Civic Center Station Ceiling Panel Replacement (Close-Out)
- h. Resolution to Accept the Contract for Project B17525, Brady Groundwater Remediation System (Close-Out)
- i. Resolution to Accept the Contract for Project B5266, Arizona Avenue EEZ GBS Renovations and Vine City WWV TPSS Renovations (Close-Out)
- j. Resolution to Accept the Contract for Project B16632, Laredo Bus Maintenance Facility Groundwater Remediation System (Close-Out)

On motion by Mr. Orkin seconded by Mr. Durrett, the resolutions were unanimously approved by a vote of 10 to 0, with 11\* members present. A copy of the resolutions, **AS APPROVED, ARE ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

- d. Resolution Authorizing Award of Contracts for Network, Server, Storage Equipment, Licenses and Professional Services, RFP P27771

Mr. Orkin moved for an amendment to Item d that would reduce the proposed procurement by \$268,692 – reducing it from the original authorized cost of \$3.5M to \$3.2M.

Mr. Durrett seconded. The resolution was unanimously approved by a vote of 10 to 0, with 11\* members present. A copy of the resolution, **AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

**Planning & External Relations Committee Report**

Mr. Ashe reported that the Planning & External Relations Committee met on November 27, 2012 and received the following briefings:

- a) Georgia 400 Alternatives Analysis Study
- b) Update on the Northwest Corridor Project by Cobb County Transit
- c) An Overview of the Joint Development Work Program
- d) Atlanta Regional Commission Update on the Regional Transportation Improvement Plan
- e) Study of the Economic Impact of MARTA

**Business Management Committee Report**

Dr. Edmond reported that the Business Management Committee met on November 27, 2012 and approved the following resolutions:

- a. Resolution Authorizing Replacement of MARTA's Excess Operating Property and Liability Insurance Coverage
- b. Resolution Authorizing the Award of a Contract for Consultant Services for MARTA's Medical Pension Plans, Request for Proposals (RFP) Number P27333

On motion by Dr. Edmond seconded by Mr. Durrett, the resolutions were unanimously approved by a vote of 11 to 0, with 12\* members present. **A copy of the resolutions, AS APPROVED, ARE ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

The Committee received the following briefing:

- a) Debt Program
- b) September Year-to-Date FY 2013 Budget Variance Analysis and Financial KPIs

**Audit Committee Report**

Mr. Buckley reported that the Audit Committee met on November 27, 2012 and received the following briefing:

- a) Presentation of External Auditors' Annual Fiscal Report for FY 2012

**Approval of the 2013 Schedule of Board Meetings and Standing Committee Meetings**

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On motion by Dr. Edmond seconded by Mr. Durrett, the Board unanimously approved the 2013 Schedule of Board Meetings and Standing Committee Meetings by a vote of 11 to 0, with 12\* members present.

**Nominating Committee Report**

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On motion by Mr. Orkin the following slate was presented to serve a one-year term from January 1, 2013 to December 31, 2013:

Chairman - Frederick L. Daniels, Jr.  
Vice Chair – Barbara Babbit Kaufman  
Secretary – Juanita Jones Abernathy  
Treasurer – Harold Buckley, Sr.

Dr. Edmond seconded.

Mr. Ashe said there has historically been a policy of rotation amongst the jurisdictions in terms of Chairmanship. If the Board was strictly adhering to that policy, the 2013 Chairman would be a representative from the City of Atlanta. The members of the Board believe it is in the best interest of the Authority to maintain continuity at this time. That policy of rotation is not being abandoned, but allows a more orderly transition in 2013.

The Board unanimously approved the slate by a vote of 11 to 0, with 12\* members present.

Chairman Daniels thanked the Board for their confidence in electing him to serve another term as Chairman. He said he and his fellow Officers take their responsibility very seriously and will continue to serve diligently and with the highest degree of integrity.

**Other Matters**

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Chairman Daniels, on behalf of the MARTA Board, thanked Dr. Scott for her service and leadership over the past five years. A plaque was presented to her:

Dr. Beverly A. Scott, Ph.D.

The MARTA Board of Directors  
and the  
MARTA Family  
Thank You for  
Your Leadership, Vision and Dedicated Service  
to the  
Metropolitan Atlanta Rapid Transit Authority and the Atlanta Region  
  
Celebrating Five Years of Excellence.

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**Executive Session**

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Mr. Durrett motioned to go into Executive Session at 2:01 p.m. to discuss personnel and legal matters. Mrs. Kaufman seconded. The Board unanimously agreed by a vote of 11 to 0, with 12\* members present.

Mr. Durrett motioned to adjourn Executive Session at 2:14 p.m. Mrs. Ellison-Southall seconded. The Board unanimously agreed by a vote of 11 to 0, with 12\* members present.

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**Additions to Agenda**

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On motion by Mr. Durrett seconded by Mr. Buckley the Board unanimously agreed by a vote of 11 to 0, with 12\* members present to add the following resolutions to the Board Agenda:

- Resolution Authorizing Amendments to the MARTA Non-Represented Pension Plan
- Resolution Authorizing the Payment of Legal Fees

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**Resolution Authorizing Amendments to the MARTA Non-Represented Pension Plan**

On motion by Dr. Edmond seconded by Mr. Durrett, the resolution was unanimously approved by a vote of 11 to 0, with 12\* 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 the Payment of Legal Fees**

On motion by Mr. Durrett seconded by Mr. Buckley, the resolution was unanimously approved by a vote of 11 to 0, with 12\* members present. A copy of the resolution, **AS APPROVED, IS ATTACHED TO AND MADE PART OF THE OFFICIAL RECORD COPY OF THESE MINUTES.**

**Adjournment**

The meeting of the MARTA Board of Directors adjourned at 2:22 p.m.