



**MINUTES**  
**REGIONAL TRANSPORTATION AUTHORITY**  
**SEPTEMBER 20, 2017**

**I. CALL TO ORDER:** The regular meeting of the Regional Transportation Authority of Middle Tennessee (RTA) Board of Directors was held in the meeting room at Music City Central, 400 Charlotte Avenue, Nashville, Tennessee on Wednesday, September 20, 2017. A quorum was established, and the meeting was called to order at 10:00 a.m. by Chair Kim McMillan, City of Clarksville Mayor.

**II. IN ATTENDANCE WERE:**

CHEATHAM COUNTY	MAYOR KERRY MCCARVER
	PAULA SHAW
CLARKSVILLE	MAYOR KIM MCMILLAN
DICKSON COUNTY	MAYOR BOB RIAL
GALLATIN	MAYOR PAIGE BROWN
GOODLETTSVILLE	MAYOR JOHN COOMBS
HENDERSONVILLE	MAYOR JAMIE CLARY
LEBANON	MAYOR BERNIE ASH
MONTGOMERY COUNTY	MAYOR JIM DURRETT
MURFREESBORO	JIM KERR, JR., ALTERNATE
PORTLAND	MAYOR KEN WILBER
RUTHERFORD COUNTY	MAYOR ERNEST BURGESS
SMYRNA	MAYOR MARY ESTHER REED
SPRINGFIELD	MAYOR ANN SCHNEIDER
SPRING HILL	JIM SMITH, ALTERNATE
SUMNER COUNTY	COUNTY EXECUTIVE ANTHONY HOLT
WESTMORELAND	MAYOR JERRY KIRKMAN
WHITE HOUSE	GERALD HERMAN, ALTERNATE
WILLIAMSON COUNTY	JOE HORNE, ALTERNATE
WILSON COUNTY	MAYOR RANDALL HUTTO
TDOT	TOKS OMISHAKIN, ALTERNATE LIZA JOFFRION, ALTERNATE
GOVERNOR APPOINTEES	ED COLE, DAVIDSON COUNTY SCOTT ENGLAND, DICKSON COUNTY PAULA MANSFIELD, RUTHERFORD COUNTY LEE ZOLLER, SUMNER COUNTY KELLY DANNENFELSER, WILLIAMSON COUNTY

**III. APPROVAL OF MINUTES:** Chair McMillan entertained a motion to approve the minutes of the August 16, 2017 meeting. Proper motion was made and seconded, and the minutes were adopted unanimously.

**IV. PUBLIC COMMENTS:** Chair McMillan opened the floor for public comment and recognized the following members of the public:

Jo Ann Graves, President and Chief Executive Officer of the Transit Alliance of Middle Tennessee (TAMT), reported:

- Tonight (September 20, 2017) TAMT is beginning their twelfth Transit Citizens Leadership Academy (TCLA) with 28 registrants. At the end of this class they will have had 300 citizens to have graduated from TCLA.
- Next week TAMT will be doing a mini-summit on transit in Rutherford County at Murfreesboro City Hall.

Cheryl Lewis, a frequent rider of the Music City Star, was recognized and stated that she has been advocating for the approval of a management contract extension with Transit Solutions Group's for the operation of the Music City Star for over a year. She attended last week's committee meeting where this contract extension was discussed and she thanked the committee for their work. Ms. Lewis also thanked the RTA Board in advance for the approval she believes they will give today to the committee's recommendation concerning this.

**Shawn Kio(?)**, a representative from First Transit, one of the bidders on the Music City Star commuter rail contract. He thanked the Board for the opportunity to bid and to meet with them. He feels that they put together a compelling bid with lots of technological improvements, but they understand the strength of the incumbent. They look forward to any other opportunities that might be available in the future.

There were no other public comments at this time.

**V. FINANCE AND AUDIT REPORT:** Chair Sumner County Executive Anthony Holt presented the following items:

- Monthly Financial Report Compared to Budget (I-17-019):** Chair Holt noted this report that was included in the Board's packet for their information. It was reviewed at the Finance and Audit Committee meeting earlier this month. He asked if anyone had any questions for Chief Financial Officer Ed Oliphant, and seeing none, he moved on to the next items on their agenda.
- Resolution for FY2018 Annual Grant Applications (A-17-018):** The RTA has the authority to receive federal, state and local financial assistance for transportation projects.

In order for RTA to apply and receive federal funds, RTA must comply with Federal Certifications and Assurances and annually submit compliance in accordance to these terms.

Federal Transit Administration (FTA), Federal Highway Administration, and State funding sources are as follows:

5307 Urbanized Area Formula Funds

When the apportionment is made available, RTA is eligible to use 5307 Urbanized Area Formula Funds, along with the 10% State and 10% Local match.

State Operating Assistance

RTA is eligible for State operating assistance for FY2018 in the amount of \$586,800.

5337 State of Good Repair Formula Funds

RTA is eligible to use State of Good Repair Funds. State of Good Repair Formula funds are for the maintenance, rehabilitation, and replacement of existing fixed guideway systems to maintain a state of good repair. \$3,343,493 (80% Federal/10% State/10% Local), the FY2017 apportionment for the Nashville Urbanized Area, is currently available.

Surface Transportation Program (STP) Funds

RTA is eligible to receive STP funds in the amount of \$625,000 (80% Federal/20% State-Local) to cover Preventive Maintenance on the commuter rail service.

Congestion Mitigation Air Quality (CMAQ) Funds

RTA was awarded CMAQ funds in the amount of \$2,172,092 (80% Federal/10% State/10% Local) to cover one year of funding for commuter bus service.

This resolution (inserted at the end of this action item) comprises the annual submittal of Certifications and Assurances for FTA funds and authorization to submit applications for grants with the FTA, the Tennessee Department of Transportation, and other grant funding entities.

The Finance and Audit Committee recommends the Board:

- Adopt the resolution (included in these minutes at the end of this item);
- Authorize the application for 5307, 5337, CMAQ, and STP funding and State/local match;
- Authorize the submittal of applications for State Operating Assistance funding; and,
- Authorize the submittal of applications and execution of contracts for any other federal, state, or local grant funding that may become available during FY2018 for the benefit of RTA.

Proper motion was made and seconded and item #A-17-018 was adopted unanimously.

RESOLUTION NO. 18-01

**A RESOLUTION AUTHORIZING THE FILING OF APPLICATIONS  
WITH THE FEDERAL TRANSIT ADMINISTRATION AND THE TENNESSEE  
DEPARTMENT OF TRANSPORTATION FOR FINANCIAL ASSISTANCE**

Middle Tennessee is filing applications for funds with the Federal Transit Administration, the Tennessee Department of Transportation, and other grant contracting entities; and,

**WHEREAS**, the Federal Transit Administration is authorized to make grants for mass transportation projects under the Urban Mass Transportation Act of 1964, as amended; and,

**WHEREAS**, it is required by the United States Department Transportation that in conjunction with the filing of these applications that the applicant agree to comply with all Federal legislation, regulations, and guidance pertaining to the requested financial assistance; and,

**WHEREAS**, that since 1995, the Federal Transit Administration has consolidated Annual Certifications and Assurances and requires applicants to annually submit to compliance with said Certifications and Assurances;

**NOW, THEREFORE, BE IT RESOLVED BY THE REGIONAL TRANSPORTATION  
AUTHORITY OF MIDDLE TENNESSEE**

**SECTION 1:** That the Chief Executive Officer of the Regional Transportation Authority is authorized to execute and file applications on behalf of the Regional Transportation Authority of Middle Tennessee with the Federal Transit Administration, the Tennessee Department of Transportation, and other grant contracting entities to aid in the financial assistance of capital projects and operations.

**SECTION 2:** That the Chief Executive Officer of the Regional Transportation Authority is authorized to execute and file with such applications an assurance or any other document required by the Federal Transit Administration, the Tennessee Department of Transportation, and other grant contracting entities effectuating the purposes of these grants.

**SECTION 3:** That the Chief Executive Officer of the Regional Transportation Authority is authorized to furnish such additional information as the Federal Transit Administration, the Tennessee Department of Transportation, and other grant contracting entities may require in connection with the applications or the projects.

**SECTION 4:** That the Chief Executive Officer of the Regional Transportation Authority is authorized to execute an agreement on behalf of the Regional Transportation Authority of Middle Tennessee with the Federal Transit Administration, the Tennessee Department of Transportation, and other grant contracting entities to aid in funding of Regional Transportation Authority projects.

**ATTEST:**

\_\_\_\_\_  
Todd Presnell  
Legal Counsel

\_\_\_\_\_  
Stephen G. Bland  
Chief Executive Officer

\_\_\_\_\_  
Date

\_\_\_\_\_  
Date

- c. **Mt. Juliet Train Station Operating Support (A-17-019)**: Chair Holt directed the Board's attention to the chart included within the action item that presents a record of the partner contributions required for operation of the Music City Star. This record indicates that for the past three years Mt. Juliet has not participated in their obligation as far as funding their percentage of the Music City Star for its service to the Mt. Juliet train station. Chair Holt believes this has gone on longer than just this three year period.

Chair Holt stated that what the committee is seeking is to come up with some options because they do not want to do anything punitive to Mt. Juliet, but it has become an issue. They are requesting the RTA staff to come up with some alternatives that they can consider to take action upon that will hopefully stimulate compliance from Mt. Juliet. Chair Holt added that they have talked with the city officials; and, he suggests there may be some miscommunication or some misunderstanding between the RTA and the governmental entity of Mt. Juliet.

Continuing, Chair Holt said that what they are looking for is for the City of Mt. Juliet to support the operations of the Music City Star with their annual \$30,000 contribution. Possible options discussed included reducing service to the station, charging for parking, applying a ticket sur-charge for riders utilizing the station, or paying back the Federal Transit Administration the federal portion of the station value and stopping service.

They need these options before they can make an educated and conscious decision to take action. Chair Holt's hope is, and he has talked with Mayor Hutto, that some of the members of the Finance and Audit Committee could meet with him and the parties of Mt. Juliet to come up with a solution that benefits the entire system.

If you look at the ridership numbers, Mt. Juliet has the largest ridership in that entire corridor, but they are paying the least. We are asking that they pay their fair share. By default, he added, we are all subsidizing the Mt. Juliet train station and that's not equitable.

Chair Holt asked for any questions before he moved to make the motion. Board Chair McMillan recognized Wilson County Mayor Hutto. Mayor Hutto stated that for a while Mt. Juliet did pay their fair share. Then there was a situation that came up about the property around the station and the use of that property. Conversations happened between Mt. Juliet and RTA and there was a difference of opinion. That is where the funding got off track.

Mayor Hutto reported that there has been an effort to resolve that and a meeting is scheduled with Sumner County Executive Mayor Holt, Franklin Mayor Moore, himself, and Mt. Juliet Mayor Haggerty to hear both sides and try to work through that issue. They will work to try to solve this. They enjoy the train in Wilson County and they want everybody to pay their fair share.

The question was asked how many years has Mt. Juliet not paid and Chief Financial Officer Ed Oliphant answered that it has been at least four years. They have not paid since FY2013.

Chair Holt stated that from his standpoint, this has the potential to undermine what they are doing. In this entire RTA, it has been a collaborative effort. They have all participated and he thinks they have done so in good faith. They have done so in an equitable way in which everybody is treated fairly. But, just like when one of our entities in Davidson/Williamson County decided not to participate, we ultimately ended service there, and he thinks that is the way it should be. It is not our place collectively to underwrite an entity that is not economically disadvantaged. He thinks that Mt. Juliet definitely has the ability to pay that amount, it is a nominal fee and they are very concerned about that. They are not trying to be adversarial or combative.

When asked out of the options that have presented in this resolution if there was any one particular option that Chair Holt or the Finance and Audit Committee leaned strongly towards, Chair Holt answered no. He reiterated that was why they are asking staff to really evaluate these options. There may be other options that they did not discuss. They just want to get all the information and see how that is going to effect the decision that we are ultimately going to have to make.

The question was asked if there has been any economic development around that train station that we could put a dollar value to show that some benefits have been reaped from that.

Chief Executive Officer Steve Bland replied that clearly there has been development around the station but broadly. Mt. Juliet, like almost every place else, is growing pretty fast so he is not sure that you could say yes specifically due to the station.

Continuing, Mr. Bland stated that going back historically, when he first started, one of the things that Mt. Juliet had expressed frustration with was the slow pace of moving forward on a joint development solicitation. So, staff did expedite that and there is a development partner on board. Staff has been working cooperatively with the city and the developer doing design charrettes and all sorts of things. The latest communication we have had is they want to put a park there.

Mr. Bland added that he thinks both Mayor Hutto and County Executive Holt are accurate in just trying to get everybody in a room and find out what are the issues, recognize the bottom line, and look at our options. That is probably the best thing that could happen at this point.

The question was asked, just to be clear, that the city wants to put a park where the train station currently exists.

Mr. Bland responded that for those who are not familiar with that station, there is a couple of hundred parking spaces lot and then right on the corner there is green space that is basically a yard. One of the things the city is contending is they mow the grass and they maintain the property and that serves as their contribution. But Mayor Ash and his group do the same thing in Lebanon as do many of the cities. Clarksville has been supporting the maintenance of the Park & Ride lot there.

Continuing, Mr. Bland added that this green space was acquired with Federal Funds to the extent that if we don't use it for a mass transit purpose, we have to declare it

surplus and we have to give fair market value for it. Everyone needs to realize that depending on the options you want to pursue, there are repercussions. There is not a simple solution. The difference with Brentwood was, as with most of our bus Park & Rides, we weren't paying anything for that lot, it was a courtesy lot. So, at the point and time when the Board made the decision to discontinue service because the city of Brentwood was not contributing, it was fairly straight forward to discontinue service. The primary difference here is there is an investment of federal funds in the fixed asset in the City of Mt. Juliet.

Toks Omishakin, Tennessee Department of Transportation (TDOT), Deputy Commissioner/Environmental Bureau Chief, stated that he has had some conversations with the leadership of Mt. Juliet in the past when this first came up and he really wasn't clear on the position they were taking. He is really not sure of their explanation why not. However, from TDOT's perspective, they are seeing their role more and more on the transit front as an agency that is going to be more supportive of regional trips and not necessarily the smaller trips that happen within cities.

Mr. Omishakin added that all the trips that happen between the surrounding cities and counties into Nashville and back and forth, they see TDOT playing a bigger role there. If something happens to the Music City Star or in this particular case if the decision is made to stop service on the Music City Star to Mt. Juliet that means more pressure potentially on I-40 or any of the adjacent corridors. TDOT very much wants to see regional trips continue to happen in a multimodal fashion where possible. Mr. Omishakin spoke directly to Mayor Hutto and stated that after this meeting happens, if there is a need to bring TDOT into the conversation moving forward for him to let them know. They want to be more supportive of those regional trips and how they happen in a multi-modal fashion.

The question was asked and it was clarified that these are not dues that are outstanding, but these are monies that go directly to the operating support of the Music City Star to pay the third party provider.

Chair Holt added that what Mt. Juliet wants is counter to what is needed at this station. The parking lot actually needs to be expanded to accommodate the increase in ridership.

Chair McMillan noted that this is a resolution to attempt to bring all of the parties together to see if we can have a resolution about this issue with everybody at the table that has some impact.

Chair Holt agreed and added that these are options for us to consider in case things don't work out.

Chair Holt made a formal motion that the Finance and Audit Committee requests that the RTA Board direct the RTA staff to develop a list of options to address Mt. Juliet's annual operating contribution shortfall to be presented for Board consideration at the October 2017 Board meeting.

There were no further questions and the vote to adopt item #A-17-019 was unanimous.

**VI. OPERATIONS COMMITTEE REPORT:** Committee Chair and City of Portland Mayor Ken Wilber reported on the following items:

- a. **Monthly Operating Statistics (I-17-020):** Chair Wilber reported that the Operations Committee met last Tuesday (September 12) and were presented the operating statistics included in this board report. Overall they were positive. He asked if anyone had any questions on these reports and there were none.

Chair Wilber called upon COO India Birdsong to present the following item:

- b. **Music City Star Third-Party Operations and Maintenance Services (A-17-020):** Since inception of the Music City Star in 2006, the Regional Transportation Authority of Middle Tennessee (RTA) has operated in accordance with a 10-year contract for the operation and maintenance of the commuter rail system. Originally produced as a five-year contract with an option for renewal, the RTA chose to exercise this option to continue rail service between Nashville and Lebanon stations. Upon the expiration of the contract, staff underwent the procurement process of securing a third-party contractor to manage the operation and maintenance of the Music City Star; a process which has concluded evaluation and led RTA to the following recommendation for final award.

On July 18, 2016, RTA issued solicitation for third-party operation and maintenance for the Music City Star. Two proposals were received as responsive and responsible from Transit Solutions Group (TSG) and First Transit. The RTA conducted evaluations for both proposers based on multiple criteria, including: cost, technical approach, maintenance and operating plans, qualifications and experience, qualifications and experience proposed General Manager, training, and customer service. All categories were included in overall scoring to ensure that the contractor selected could operate in the best interest of the Music City Star's current and future operational growth.

The Operations Committee recommends to the Board that they provide the Chief Executive Officer authority to enter into a contract with TSG for the operation and maintenance of the Music City Star. The proposed contract is written with a not-to-exceed amount of \$9,487,815 for the first five years, including mobilization, monthly base fees, station utilities, and special events train service.

The Operations Committee also requests a contingency amount of \$475,206, which includes: additional train service trips; traction motor overhaul; Head End Power (HEP) overhaul; heating, ventilation, and air conditioning (HVAC) overhaul; flooring; and upholstery replacement be included in this contract. The funding source for this contract will be comprised of various grants and regional support.

Chair Wilber thanked COO Birdsong for presenting and asked if there were any questions. The question was asked if this would be another ten year contract. Ms. Birdsong answered that this would be structured similarly as the original in that it is a five year contract with an option to renew and staff will come before the Board for that update.

Proper motion was made and seconded. There was no further discussion and the vote to adopt was unanimous.

Chair Wilber then called upon CDO Julie Navarrete to present the following item:

- c. **Vanpool Provider Recommendation (A-17-021)**: On June 30, 2017, the RTA published a request for proposals from qualified firms to operate and administer the Middle Tennessee Regional Vanpool program currently marketed as VanStar. RTA received two responsive bidders, one from the Transportation Management Association (TMA) Group and the other from Enterprise. After a deliberative process, the TMA Group seemed to be the most responsive bidder with a high score and the evaluation committee made a recommendation to the Operations Committee to select TMA.

The Operations Committee further validated their recommendation and recommends to the Board that they provide the Chief Executive Officer authority to enter into a contract with the TMA Group to provide vanpool services for a period of up to five years with a single renewal option of five years at no direct cost to the RTA.

Chair Wilber thanked CDO Navarrete for presenting and asked if there were any questions and there were none.

Proper motion was made and seconded. There was no further discussion and the vote to adopt was unanimous.

**VII. CEO'S REPORT**: CEO Steve Bland reported the following:

- Hamilton Springs – Construction is moving along well and we are still very well on target for spring of 2018 to open that station.
- Game Day Express – We are pleased again to be partnering with MillerCoors on their sponsorship of free rides on the Music City Star for all of the Titans' home games.
- Williamson County Medical Center Park & Ride Lot – As I mentioned to you last month, we are losing access to the Williamson County Medical Center Park & Ride site. We have been working on a couple of alternatives and expect to have that resolved this week.
- Rutherford County – As JoAnn Graves mentioned earlier, we will be doing another one of our county conversations in Rutherford County on September 27 at 7:30 p.m. at Murfreesboro City Hall.

Mr. Bland asked for any questions and Tols asked Mr. Bland to elaborate on why RTA is losing the Park & Ride location in Franklin. Mr. Bland replied that the medical center needs to expand and do construction and they need the space.

Governor Appointee Ed Cole asked CEO Bland to give the Board a quick overview of Mayor Barry's strategy **for the upcoming referendum**. In a regional context, we are working with the Mayor's Office and Metro Public Works in particular on what he calls the Nashville piece and some of it does have regional implication. The intent for Mayor

Barry is to do a referendum next year and in following the letter of the Improve Act, that requires that we release a program of projects for public comment probably within the next four to six weeks. There is a lot of effort being invested in flushing out what those projects are which obviously will be driven in large part by the nMotion process that this board as well as the metro Transit Authority Board adopted; but not solely the nMotion process because there were other city planning activities going on as well. You are seeing it become more visible recently with the formation of pro and con coalitions. Once the program of projects is released in the next four to six weeks I would expect that to become even more visible.

**VIII. CHAIR'S REPORT:** Chair Kim McMillan

**IX. OTHER BUSINESS:** Rutherford County Mayor Burgess had a question for Chief Financial Officer Ed Oliphant concerning the debt depreciation of about \$1.3 million. He asked from what grant source or otherwise is that being funded. Mr. Oliphant explained that this line item entry means it has already been funded because we have the asset itself and this is just the depreciation of that asset. A good example would be track rehabilitation that is funded by grants. Once that work has been done, then it becomes an asset that depreciates over time.

**X. ADJOURNMENT:** Proper motion was made and seconded to adjourn, and the meeting was adjourned at 10:37 a.m.

Respectfully,

*Paula Mansfield*

Governor's Appointee  
RTA Secretary