

NTMC BOARD OF DIRECTORS REGULAR MEETING

Wednesday, June 23, 2021 | 8:00 am

To be held by Video Conference

NOTICE IS HEREBY GIVEN that the members of the NTMC Board of Directors will be meeting via video conference link using Zoom. The Regular meeting will be made available to the public at the following web address: <https://zoom.us/j/98260260803> or by joining via telephone by dialing the following number: +1-346-248-7799; Meeting ID: 982 6026 0803.

CALL TO ORDER

PUBLIC COMMENT

This agenda item provides an opportunity for citizens to address the Board of Directors on any agenda item(s) or other matters relating to the NTMC. Each speaker will be given a total of three (3) minutes to address any item(s). Anyone wishing to speak shall be courteous and cordial. Any person who wishes to address the Board of Directors regarding any item(s) may do so by utilizing the "raise hand" function of the Zoom meeting at this time. Citizens that are not able to connect to the Zoom meeting must email his or her public comment to kmorris-perkins@ntmc.com no later than 12:00 pm on Tuesday, June 22, 2021 to ensure the comment will be read. The Board of Directors is not permitted to take action on any subject raised by a speaker during Citizen Comments. However, the Board of Directors may have the item placed on a future agenda for action; refer the item to the NTMC Officers for further study or action; briefly state existing NTMC policy; or provide a brief statement of factual information in response to the inquiry.

1. CONSENT AGENDA

- a. Consider Approval of Minutes: May 26, 2021 – NTMC Regular Board Meeting

2. INFORMATIONAL REPORTS

- a. Monthly Financial Statements: FY2021 Year to Date May 2021
- b. DCTA Bus Ridership Report May 2021

3. REGULAR AGENDA

- a. Presentation of General Manager's Monthly Report
Presenter(s): RJ Garza, General Manager
Louise Francois, Assistant General Manager
Backup Information: Exhibit 1 – General Manager Report
Exhibit 2 – May 2021 Ticket Sales Report
Exhibit 3 – May 2021 Staffing Roster Report

- b. Review and Discuss NTMC Proposed FY 2022 Budget
Presenter(s): RJ Garza, General Manager
Marisa Perry, NTMC Treasurer

Backup Information: Exhibit 1 - FY 2022 NTMC Budget Presentation
Exhibit 2 – Change in Net Position – Budget v. Actual History
Exhibit 3 – NTMC Organizational Chart
Exhibit 4 – NTMC Budget Detail by Department
Exhibit 5 – NTMC Line Item Detail

- c. Discuss and Consider Amendments to the North Texas Mobility Corporation (NTMC) Bylaws
Presenter: Joseph Gorfida, Legal Counsel
Backup Information: Exhibit 1 – Redlined Bylaws (Revision 2)
Exhibit 2 – Modified Proposed NTMC Structure Flowchart

- d. Review and Discuss the DCTA Board’s Confirmation of Requested Future Bus Service Hours
Presenter: Nicole Recker, NTMC President
Backup Information: DCTA Board Memo Included in the June 17, 2021 DCTA FY22 Board Workshop Seeking Approval & Confirmation of Bus Service Hours for FY22

- e. NTMC Staff Spotlight – Gilbert Esposito, Bus Operator
Presenter: RJ Garza, General Manager

4. **CONVENE EXECUTIVE SESSION**

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

- a. The Board reserves the right to go into closed executive session at any time during the meeting pursuant to the Texas Government Code § 551.071(2) to seek confidential legal advice from the Corporation’s attorneys regarding any agenda item listed hereon.

No scheduled Executive Session for this agenda.

5. **RECONVENE OPEN SESSION**

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

6. **FUTURE BOARD MEETINGS & AGENDA ITEMS**

NTMC Officers may discuss proposed future agenda items. Board members may discuss details of future meetings and request an item(s) to be added to the next Board meeting agenda.

7. **ADJOURN**

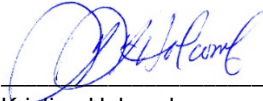
BOARD MEMBERS:

Dean Ueckert, Chair
Richard Hayes, Vice Chair
Don Combs, Sara Hensley, Raymond Suarez

OFFICERS:

Nicole Recker, NTMC President
Vacant, NTMC Vice-President
Marisa Perry, NTMC Treasurer
Kristina Holcomb, NTMC Secretary

***CERTIFICATE** – I certify that the above agenda giving notice of meeting was posted on the bulletin board at the Corporation's offices, which are also the offices of the Denton County Transportation Authority (DCTA), on Friday, June 18, 2021 by 5:00pm*



Kristina Holcomb
NTMC Secretary

NTMC BOARD OF DIRECTORS REGULAR MEETING MINUTES

Wednesday, May 26, 2021 | 8:00 am

To be held by Video Conference

ATTENDANCE

Board Members

Chair Dean Ueckert

Vice-Chair Richard Hayes

Board Member Don Combs

Board Member Sara Hensley

Board Member Raymond Suarez

Officers

President Nicole Recker

Treasurer Marisa Perry

Secretary Kristina Holcomb

Legal Counsel

Joseph J. Gorfida, Jr.,

Nichols, Jackson, Dillard, Haggard, & Smith

CALL TO ORDER – Chair Ueckert called the meeting to order at 8:04am. All Board Members were present which constituted a quorum. It should be noted that Board Member Hensley departed the meeting at 9:37am.

PUBLIC COMMENT

There were no public comments received in advance via email or by utilizing the electronic “raised hand” function during the meeting.

1. **CONSENT AGENDA**

- a. Consider Approval of Minutes: April 21, 2021 – NTMC Regular Board Meeting

Motion by Board Member Suarez with a second by Board Member Hensley to approve the Consent Agenda as presented. Motion passes 5-0.

2. **INFORMATIONAL REPORTS**

- a. Monthly Financial Statements: FY2021 Year to Date April 2021
- b. DCTA Bus Ridership Report April 2021

- c. NTMC Structure Flowchart (Revised as of April 2021)

There were no comments or questions regarding the Informational Reports.

3. **REGULAR AGENDA**

- a. Discuss and provide direction on future meetings as it relates to in-person and virtual.

Presenters: Dean Ueckert, Chair
Joseph Gorfida, Legal Counsel

Chair Ueckert spearheaded the conversation regarding in-person or virtual (hybrid) meetings. In addition, Joe Gorfida, Legal Counsel, gave an update of the Governor's Orders which temporarily suspend certain aspects of the Open Meetings Act, the "ample time" the Governor has indicated he will give entities to prepare to resume in-person meetings and the laws and challenges surrounding a hybrid meeting. It was also discussed that public meetings by cities and other transportation agencies are beginning or are currently being held in-person.

It was the consensus of the Board to remain fully virtual until such time the Governor updates the Order surrounding in-person meetings. Staff will stay in contact with Legal Counsel to follow any announcements made by the Governor, as well as reach out to the Board to determine possible new dates and time for board meetings.

- b. Consider a Resolution Establishing Times and Location for Regular Meetings of the North Texas Mobility Corporation (NTMC) Board of Directors

Presenters: Dean Ueckert, Chair
Joseph Gorfida, Legal Counsel

Backup Information: Exhibit 1 – Resolution

Chair Ueckert spearheaded the conversation, along with Legal Counsel in considering a Resolution establishing times and location for regular meetings of the North Texas Mobility Corporation (NTMC) Board of Directors. Discussion involved keeping the meeting dates consistent with the 4th Wednesday of the month which may or may not fall the day before the Denton County Transportation Authority (DCTA) regular board meetings.

Motion by Board Member Suarez with a second by Vice-Chair Hayes to approve a Resolution establishing the day/time of the NTMC Board of Directors regular meetings as 8:00am on the 4th Wednesday of the month. Motion passes 5-0.

c. Discuss Proposed FY22 Budget Calendar

Presenter: Marisa Perry, NTMC Treasurer

Backup Information: Exhibit 1 – Proposed FY22 Budget Calendar

Marisa Perry, NTMC Treasurer, discussed the proposed dates of the budget calendar and the reasonings behind the selected dates.

It was the consensus of the Board to hold the September NTMC Board meeting on September 29, 2021, which will include a Budget Workshop and a Regular Meeting.

d. Discuss and Consider Amendments to the North Texas Mobility Corporation (NTMC) Bylaws

Presenter: Joseph Gorfida, Legal Counsel

Backup Information: Exhibit 1 – Redlined Bylaws

Joe Gorfida, Legal Counsel, discussed the redlines to the Bylaws to include the following:

- Dates/Times
- Officers Positions (removal of Vice President)
- Signature Authority for President
- Contractual Services
- Reporting Structure of the General Manager
- Spending authority of the President
- Reporting Hierarchy of the General Manager
- Budget Preparation (planning and projections)
- Powers of the Board

Board discussion regarding NTMC Officer signatures on contracts, updated flowchart for DCTA approval, details of how often budget transactions occur, and expenditures by NTMC.

It was the consensus of the Board to have Legal Counsel review the changes during the June 23, 2021 NTMC Board Meeting prior to presenting to the DCTA Board of Directors.

e. Consider authorizing the NTMC President to execute a contract with CornerStone Staffing for Temporary Staffing Positions

Presenter: RJ Garza, General Manager

Backup Information: Memo

Exhibit 1 – Cornerstone Staffing Contract

RJ Garza, General Manager, presented information regarding the CornerStone Staffing contract highlighting the benefits and annual costs.

Motion by Vice-Chair Hayes with a second by Board Member Hensley to approve as presented. Motion passes 5-0.

- f. Presentation of April 2021 General Manager’s Report
 - Presenters:* RJ Garza, General Manager
Louise Francois, Assistant General Manager
 - Backup Information:* Exhibit 1 – General Manager Report
Exhibit 2 – April 2021 Ticket Sales Report
Exhibit 3 – April 2021 Staffing Roster Report
Exhibit 4 – Newsletter

RJ Garza, General Manager, reviewed the General Manager’s report highlighting signage, ticket sales, TMS service, the staffing report and the CBA.

Discussion from the Board regarding obtaining a better understanding of ridership through ticket sales, how university students obtain tickets, clarification of day/monthly passes, clarification of unlinked passengers, monthly dollar amount NTMC revenue received from UNT, NTMC vacancies/reclassifications, and recruitment efforts.

No Board action required at this time.

- g. Discuss FY2022 NTMC Budget Preparation Progress and Denton County Transportation Authority (DCTA) Service Requests
 - Presenter:* RJ Garza, General Manager
 - Backup Information:* Exhibit 1 – Budget Preparation Process

Prior to the discussion of the proposed FY2022 NTMC Budget, there were concerns from the Chair as to NTMC’s challenges in preparing a budget if the Denton County Transportation Authority (DCTA) has not specified what services they are requesting from NTMC. It was the recommendation from the Chair to have DCTA provide written input/request to NTMC as to specific services DCTA is requesting from NTMC prior to submission of a proposed budget.

There were no concerns from the Board or staff with this recommendation and the topic will be discussed at the DCTA Budget Workshop scheduled for June 17, 2021.

h. Fleet Maintenance Update

Presenter: Jimmy Salzman, Shop Foreman

Mr. Salzman provided the Fleet Maintenance update highlighting the following:

- Preventative Maintenance Inspections
- Function Checks
- Spring Service

No Board action required at this time.

i. Review of Route 3 and Route 7

Presenter: RJ Garza, General Manager

Backup Information: Memo

Exhibit 1: Routes 3 & 7 Maps and Schedules

RJ Garza, General Manager, discussed Routes 3 and 7 highlighting reductions due to COVID-19, construction, and a shortened route. Mr. Garza also recommended special marketing attention to Lewisville residents regarding Routes 21 and 22. Chair Ueckert encouraged Mr. Garza to provide any route recommendations to DCTA.

No Board action required at this time.

j. NTMC Staff Spotlight

Presenter: RJ Garza, General Manager

Jason Hausenfluck, NTMC Mechanic, was highlighted this month. Members of the Board and his colleagues described him as having a great work ethic, reliable, helpful and a wonderful attitude.

No Board action required at this time.

k. Discuss DCTA Updates

NTMC Officers and NTMC staff will provide the Board with a status update on the following:

Presenter: Nicole Recker, NTMC President

Backup Information: Memo

Nicole Recker, NTMC President provided a GoZone and Trinity Metro update.

No Board action required at this time.

4. **CONVENE EXECUTIVE SESSION**

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

- a. The Board reserves the right to go into closed executive session at any time during the meeting pursuant to the Texas Government Code § 551.071(2) to seek confidential legal advice from the Corporation's attorneys regarding any agenda item listed hereon.

Not applicable.

5. **RECONVENE OPEN SESSION**

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

Not applicable.

6. **FUTURE AGENDA ITEMS**

NTMC Officers may discuss proposed future agenda items. Board members may request an item(s) to be added to the next Board meeting agenda.

- Discuss and consider Amendments to the NTMC Bylaws - June 23, 2021 NTMC Board Meeting
- NTMC Budget Workshop/Budget Process – September 29, 2021

7. **ADJOURN**

Motion by Board Member Combs with a second by Board Member Suarez to adjourn the meeting at 10:03am. Motion passes 5-0.

Dean Ueckert, NTMC Board Chair

ATTEST:

Kristina Holcomb, NTMC Board Secretary



NORTH TEXAS MOBILITY CORPORATION

CHANGE IN NET POSITION

MONTH AND YEAR TO DATE AS OF MAY 31, 2021

(UNAUDITED)

Description	Month Ended May 31, 2021			Year to Date May 31, 2021			Annual Budget
	Actual	Budget	Variance	Actual	Budget	Variance	
Operating Expenses							
Salary, Wages and Benefits	\$ 464,268	\$ 669,593	\$ 205,325	\$ 4,123,618	\$ 5,059,443	\$ 935,825	\$ 7,636,554
Outsourced Services and Charges	13,309	33,172	19,863	160,847	266,291	105,444	400,219
Materials and Supplies	62	257	195	250	2,192	1,942	3,293
Insurance	9,158	9,868	710	73,266	80,330	7,064	119,802
Employee Development	-	7,495	7,495	13,023	38,110	25,087	54,435
Total Operating Expenses	<u>486,797</u>	<u>720,385</u>	<u>233,588</u>	<u>4,371,004</u>	<u>5,446,366</u>	<u>1,075,362</u>	<u>8,214,303</u>
Income (Loss) before Transfers	(486,797)	(720,385)	233,588	(4,371,004)	(5,446,366)	1,075,362	(8,214,303)
Transfers In	<u>486,797</u>	<u>720,385</u>	<u>(233,588)</u>	<u>4,371,004</u>	<u>5,446,366</u>	<u>(1,075,362)</u>	<u>8,214,303</u>
Total Transfers	<u>486,797</u>	<u>720,385</u>	<u>(233,588)</u>	<u>4,371,004</u>	<u>5,446,366</u>	<u>(1,075,362)</u>	<u>8,214,303</u>
Change in Net Position	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>



NORTH TEXAS MOBILITY CORPORATION

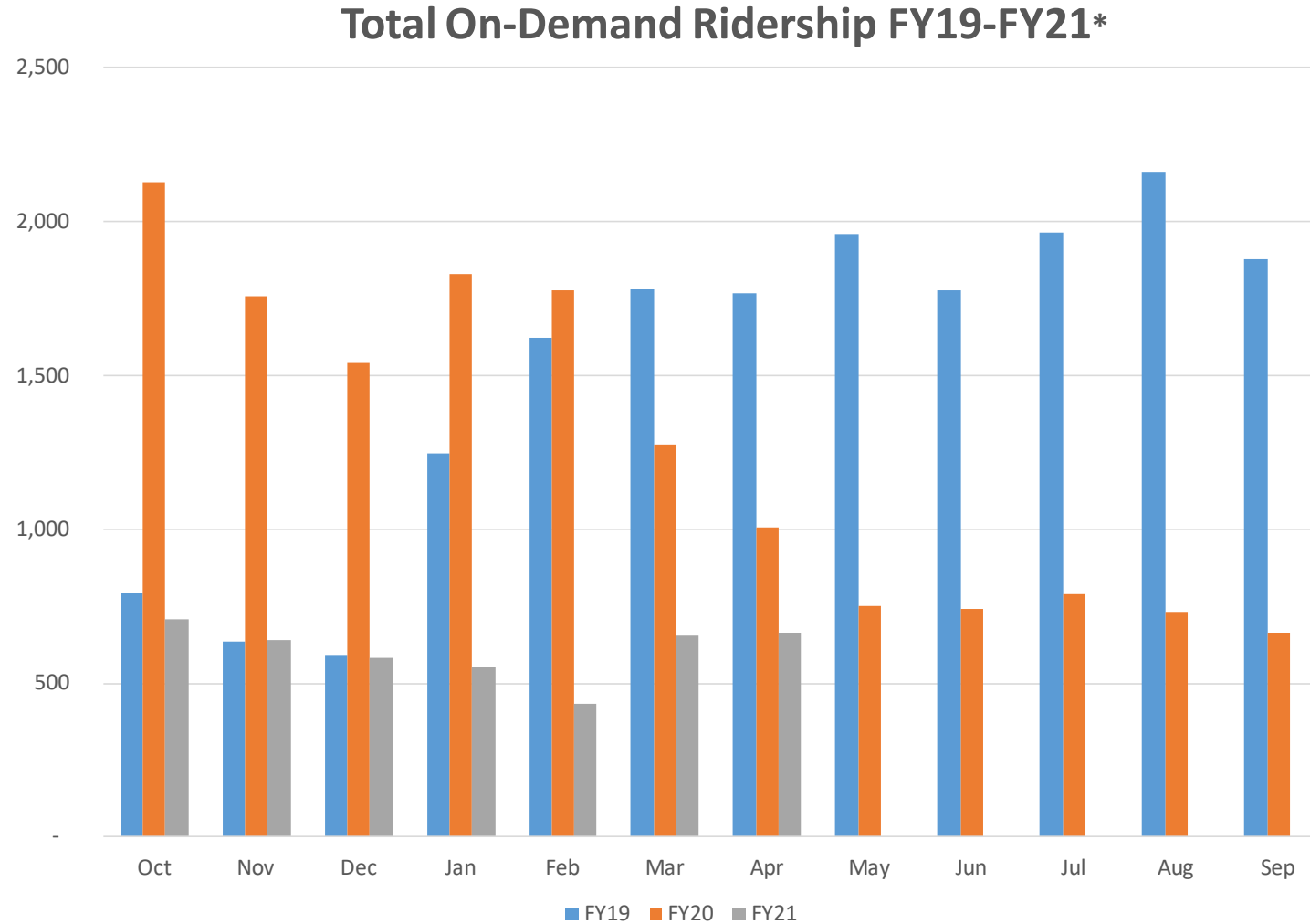
STATEMENT OF NET POSITION

AS OF MAY 31, 2021

(UNAUDITED)

	<u>May 31, 2021</u>	<u>April 30, 2021</u>	<u>Change</u>
Assets			
Operating Cash & Cash Equivalents	\$ 286,834	\$ 294,761	\$ (7,927)
Accounts & Notes Receivable	-	-	-
Prepaid Expenses	36,633	45,791	(9,158)
Total Assets	<u>323,467</u>	<u>340,552</u>	<u>(17,085)</u>
Liabilities			
Accounts Payable and Accrued Expenses	<u>323,467</u>	<u>340,552</u>	<u>(17,085)</u>
Total Liabilities	<u>323,467</u>	<u>340,552</u>	<u>(17,085)</u>
Net Position			
Change in Net Position	-	-	-
Total Net Position	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

FY19-FY21 Total Monthly Ridership – On-Demand



*Frisco, Collin County Transit and Zoned Service In Denton & Highland Village



FY19-FY21 Unlinked Passenger Trips - Bus



FY19-FY21 Unlinked Passenger Trips BUS

	FY17	FY18	FY19	FY20	FY21
Oct	388,952	354,149	343,553	312,856	54,725
Nov	337,535	287,974	275,007	229,347	42,194
Dec	174,564	123,092	123,965	106,910	18,149
Jan	222,747	191,785	208,120	190,247	44,920
Feb	319,748	266,535	264,553	239,083	39,184
Mar	283,021	217,942	204,509	76,657	57,124
Apr	289,123	250,602	257,120	12,476	46,450
May	158,602	109,547	140,915	12,186	-
Jun	104,708	67,631	82,401	16,164	-
Jul	93,350	60,815	75,902	17,056	-
Aug	154,087	135,551	128,918	30,109	-
Sep	395,782	315,554	310,865	54,773	-

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FY19-FY21 Unlinked Passenger Trips - Demand Response*



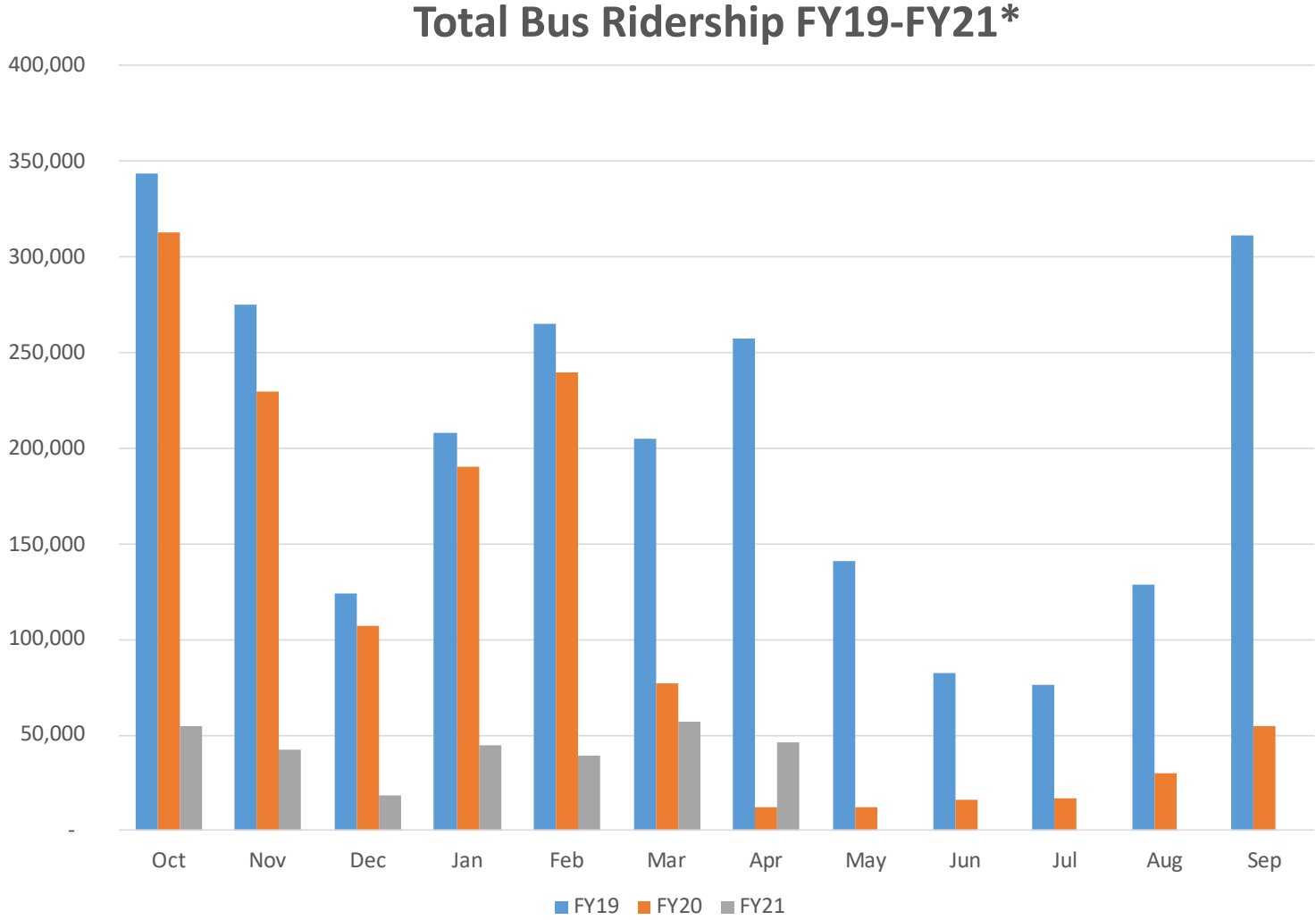
FY19-FY21 Demand Response Unlinked Passenger Trips

	Total Demand Response			Total Access			Total On-Demand		
	FY19	FY20	FY21	FY19	FY20	FY21	FY19	FY20	FY21
Oct	3,511	4,996	1,921	2,717	2,871	1,214	794	2,125	707
Nov	2,948	4,138	1,581	2,311	2,382	1,041	637	1,756	640
Dec	2,702	3,763	1,750	2,109	2,221	1,166	593	1,542	584
Jan	3,727	4,312	1,700	2,483	2,481	1,148	1,244	1,831	552
Feb	4,089	4,001	1,458	2,468	2,224	1,023	1,621	1,777	435
Mar	4,306	2,913	2,273	2,526	1,637	1,617	1,780	1,276	656
Apr	4,425	1,847	2,207	2,661	839	1,541	1,764	1,008	666
May	4,654	1,660		2,697	911		1,957	749	
Jun	4,075	1,935		2,299	1,193		1,776	742	
Jul	4,412	1,923		2,450	1,134		1,962	789	
Aug	4,697	1,976		2,538	1,245		2,159	731	
Sep	4,330	1,892		2,455	1,229		1,875	663	

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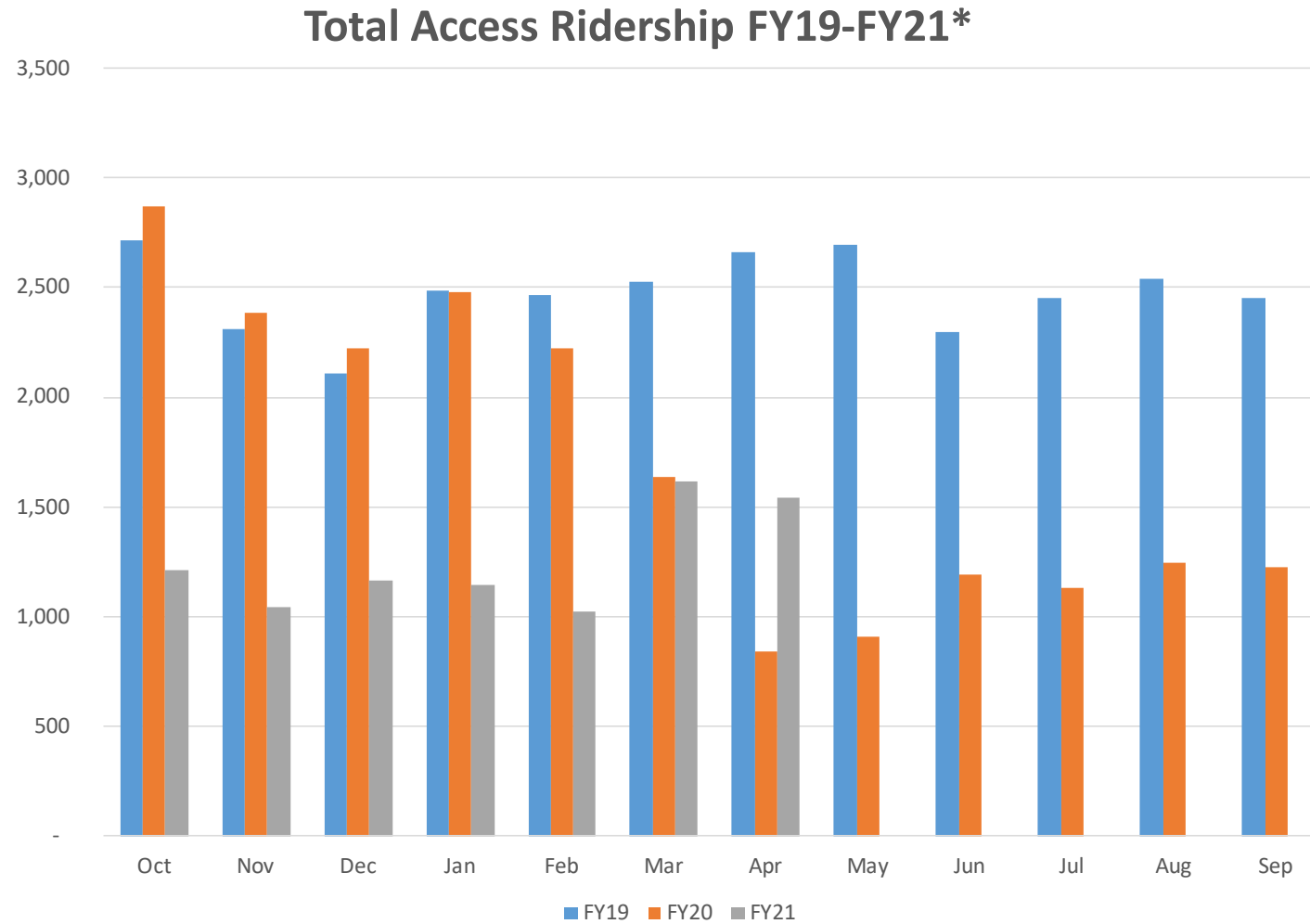
*ADA & Non-ADA Service in Denton, Lewisville & Highland Village

FY19-FY21 Total Monthly Ridership – Bus*



*UNT, NCTC, Denton, Lewisville, and Highland Village Connect Service.

FY19-FY21 Total Monthly Ridership – Access



*ADA & Non-ADA Service in Denton, Lewisville & Highland Village





General Manager's – Board of Director's June 2021 Report

(June 16, 2021)

EXECUTIVE SUMMARY

A major part of our focus was preparations for the FY 2022 Budget and coordinating special event movements.

Celebrate Highland Village Special Movement: Saturday, June 5, 2021

Highland Village celebrates the beginning of summer with Celebrate Highland Village on June 5th at Copperas Branch Park, 101 Highland Village Road.

The Solution:

Operations and Maintenance staff coordinated with DCTA staff in preparations to assure drivers and vehicles were ready for this event. I'd like to thank the staff for making this event a success.

UNT Orientation Special Movement:

UNT hosted several parent and family orientations this summer in preparation for the fall semester. The orientations commenced on June 9th and will continue through August 11th. Last year this event was canceled due to the pandemic crises. This year we were asked if NTMC could provide vehicle and operator support to accommodate this special event.

The Solution:

Operations and Maintenance staff coordinated with DCTA staff in preparations to assure drivers and vehicles were ready for these events. I'd like to thank the staff for making these orientation events a success for UNT.

DDTC Lobby Update: Reopening to the Public – Monday, June 7th

Preparations were made to continue as planned to reopen DDTC Lobby to the public Monday thru Friday from 7 am to 11 am; then reopen from 1 pm to 6 pm. According to DCTA/NTMC staff thus far it's been running very smoothly. DCTA provided proper signages to assure traffic controls are in place. Staff sanitizes the area thoroughly during closing periods.

NTMC: Vacancy Positions

- Mechanic – one (1) (Will not fill)
- Operators – twelve (12) (Will only fill three (3))
- Safety & Training Coordinator – one (1)
- Parts Coordinator – one (1)
- Service Attendants: one (1) P/T (Will not fill)



- Dispatchers: one (1)
- Mobility Service Rep. – two (2)
- Scheduler – one (1)

Other Focus Points:

- Increase the line of communication among all employees, & union officials.
- Establishing a new culture that encourages Team effort, Trust, Respect, and Accountability.
- Continue to provide employees necessary Personal Protective Equipment (PPE) to minimize exposure in our fight against COVID-19, tracking the issuance of masks to passengers.
- Monthly GM – Communication Announcement Newsletter.

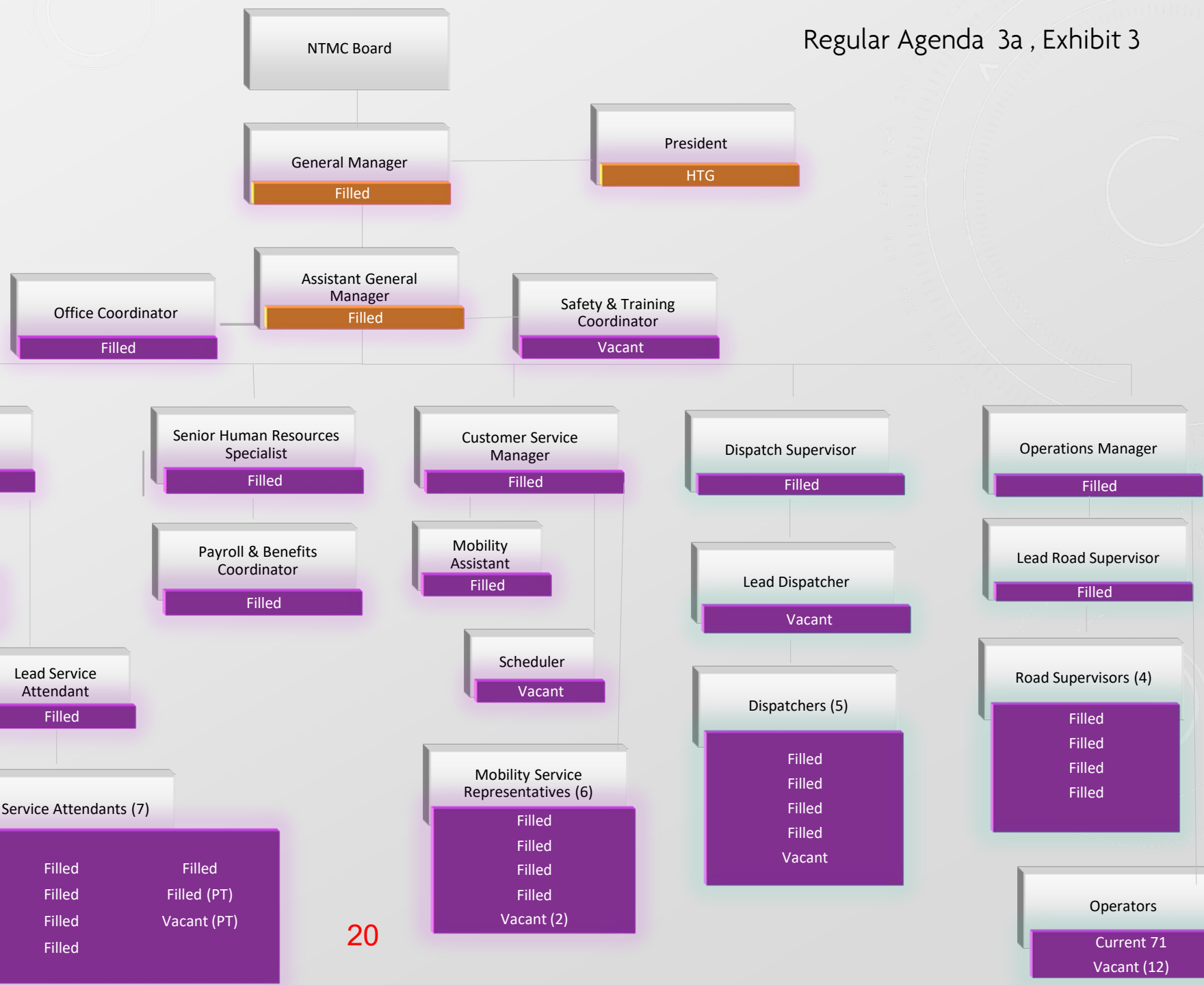
Robert J. Garza, “RJ”
General Manager

DENTON COUNTY TRANSPORTATION AUTHORITY									
DAILY DEPOSIT DETAILS									
MAY 2021									
Detailed Daily Report Date	FB Revenue				Pos Revenue				
	Date	Cash	Check	Daily Total	Date	Cash	Check	Credit Card	Daily Total
	5/1/2021	\$ 63.94	\$ -	\$ 63.94	5/1/2021	\$ -	\$ -	\$ -	\$ -
	5/2/2021	\$ -	\$ -	\$ -	5/2/2021	\$ -	\$ -	\$ -	\$ -
	5/3/2021	\$ 636.57	\$ 90.00	\$ 726.57	5/3/2021	\$ 3.00	\$ -	\$ 180.00	\$ 183.00
	5/4/2021	\$ 188.92	\$ 30.00	\$ 218.92	5/4/2021	\$ 1.50	\$ -	\$ 70.00	\$ 71.50
	5/5/2021	\$ 862.44	\$ -	\$ 862.44	5/5/2021	\$ 3.00	\$ -	\$ 97.50	\$ 100.50
	5/6/2021	\$ 287.78	\$ -	\$ 287.78	5/6/2021	\$ 9.00	\$ -	\$ 45.00	\$ 54.00
	5/7/2021	\$ 282.91	\$ 60.00	\$ 342.91	5/7/2021	\$ 72.00	\$ -	\$ 207.00	\$ 279.00
	5/8/2021	\$ 129.27	\$ -	\$ 129.27	5/8/2021	\$ -	\$ -	\$ -	\$ -
	5/9/2021	\$ -	\$ -	\$ -	5/9/2021	\$ -	\$ -	\$ -	\$ -
	5/10/2021	\$ 462.18	\$ 60.00	\$ 522.18	5/10/2021	\$ 6.00	\$ -	\$ 64.50	\$ 70.50
	5/11/2021	\$ 489.43	\$ 30.00	\$ 519.43	5/11/2021	\$ 3.75	\$ -	\$ 17.25	\$ 21.00
	5/12/2021	\$ 461.30	\$ -	\$ 461.30	5/12/2021	\$ 23.00	\$ -	\$ 100.50	\$ 123.50
	5/13/2021	\$ 414.59	\$ -	\$ 414.59	5/13/2021	\$ 30.75	\$ -	\$ 48.00	\$ 78.75
	5/14/2021	\$ 353.71	\$ -	\$ 353.71	5/14/2021	\$ -	\$ -	\$ 3.00	\$ 3.00
	5/15/2021	\$ 116.35	\$ -	\$ 116.35	5/15/2021	\$ -	\$ -	\$ -	\$ -
	5/16/2021	\$ -	\$ -	\$ -	5/16/2021	\$ -	\$ -	\$ -	\$ -
	5/17/2021	\$ 569.56	\$ 30.00	\$ 599.56	5/17/2021	\$ 3.00	\$ -	\$ 103.50	\$ 106.50
	5/18/2021	\$ 347.63	\$ -	\$ 347.63	5/18/2021	\$ -	\$ -	\$ 6.00	\$ 6.00
	5/19/2021	\$ 405.00	\$ -	\$ 405.00	5/19/2021	\$ 18.75	\$ -	\$ 95.00	\$ 113.75
	5/20/2021	\$ 397.27	\$ -	\$ 397.27	5/20/2021	\$ 16.50	\$ -	\$ 1.50	\$ 18.00
	5/21/2021	\$ 387.02	\$ -	\$ 387.02	5/21/2021	\$ 54.00	\$ -	\$ 48.00	\$ 102.00
	5/22/2021	\$ 87.45	\$ -	\$ 87.45	5/22/2021	\$ -	\$ -	\$ -	\$ -
	5/23/2021	\$ -	\$ -	\$ -	5/23/2021	\$ -	\$ -	\$ -	\$ -
	5/24/2021	\$ 304.30	\$ 60.00	\$ 364.30	5/24/2021	\$ 27.00	\$ -	\$ 87.00	\$ 114.00
	5/25/2021	\$ 266.66	\$ 60.00	\$ 326.66	5/25/2021	\$ 1.50	\$ -	\$ 81.00	\$ 82.50
	5/26/2021	\$ 368.46	\$ -	\$ 368.46	5/26/2021	\$ -	\$ -	\$ 40.50	\$ 40.50
	5/27/2021	\$ 435.30	\$ -	\$ 435.30	5/27/2021	\$ 3.75	\$ -	\$ 25.50	\$ 29.25
	5/28/2021	\$ 375.62	\$ 90.00	\$ 465.62	5/28/2021	\$ 2.25	\$ -	\$ 63.00	\$ 65.25
	5/29/2021	\$ 121.98	\$ -	\$ 121.98	5/29/2021	\$ -	\$ -	\$ -	\$ -
	5/30/2021	\$ -	\$ -	\$ -	5/30/2021	\$ -	\$ -	\$ -	\$ -
	5/31/2021	\$ -	\$ -	\$ -	5/31/2021	\$ -	\$ -	\$ -	\$ -
		\$ -	\$ -	\$ -		\$ -	\$ -	\$ -	\$ -
			Total:	\$ 9,325.64				Total:	\$ 1,662.50

ORGANIZATIONAL CHART

VACANCIES

- Mechanics 1
- Service Attendants: 1 (PT)
- Scheduler: 1
- Mobility Service Representative- 2
- Dispatchers: 1
- Operators: 12
- Parts Coordinator: 1
- Safety & Training Coordinator: 1



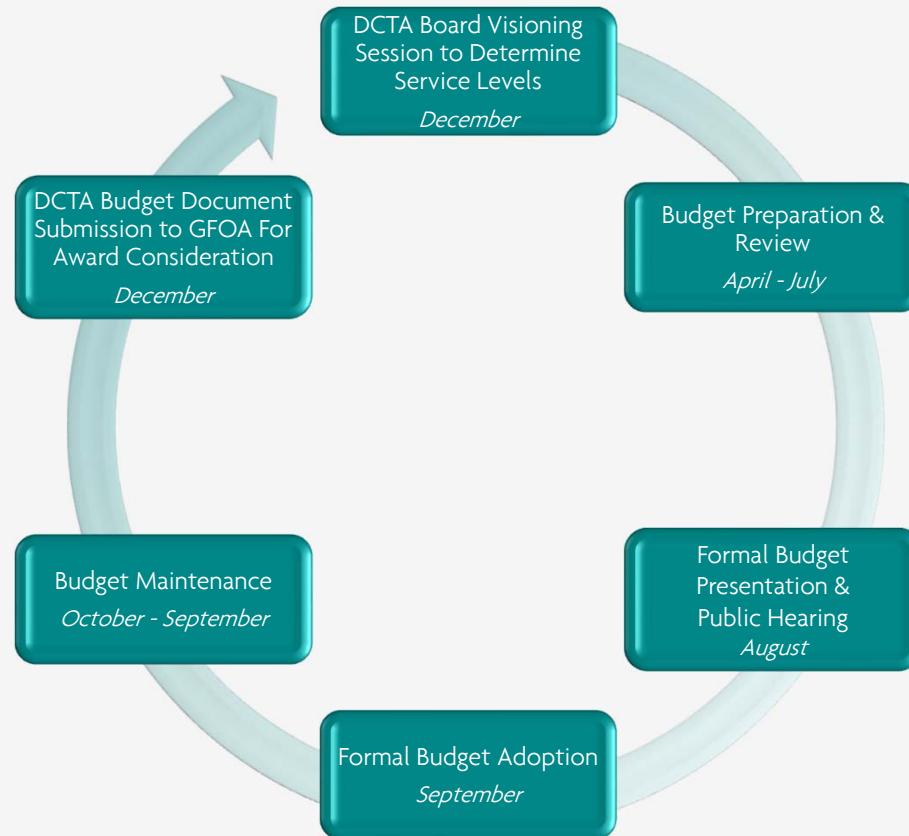
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FISCAL YEAR 2022 PROPOSED OPERATING BUDGET

BOARD OF DIRECTORS BUDGET WORKSHOP JUNE 23, 2021

FY2022 PROPOSED BUDGET BUDGET CALENDAR



FY2022 PROPOSED BUDGET

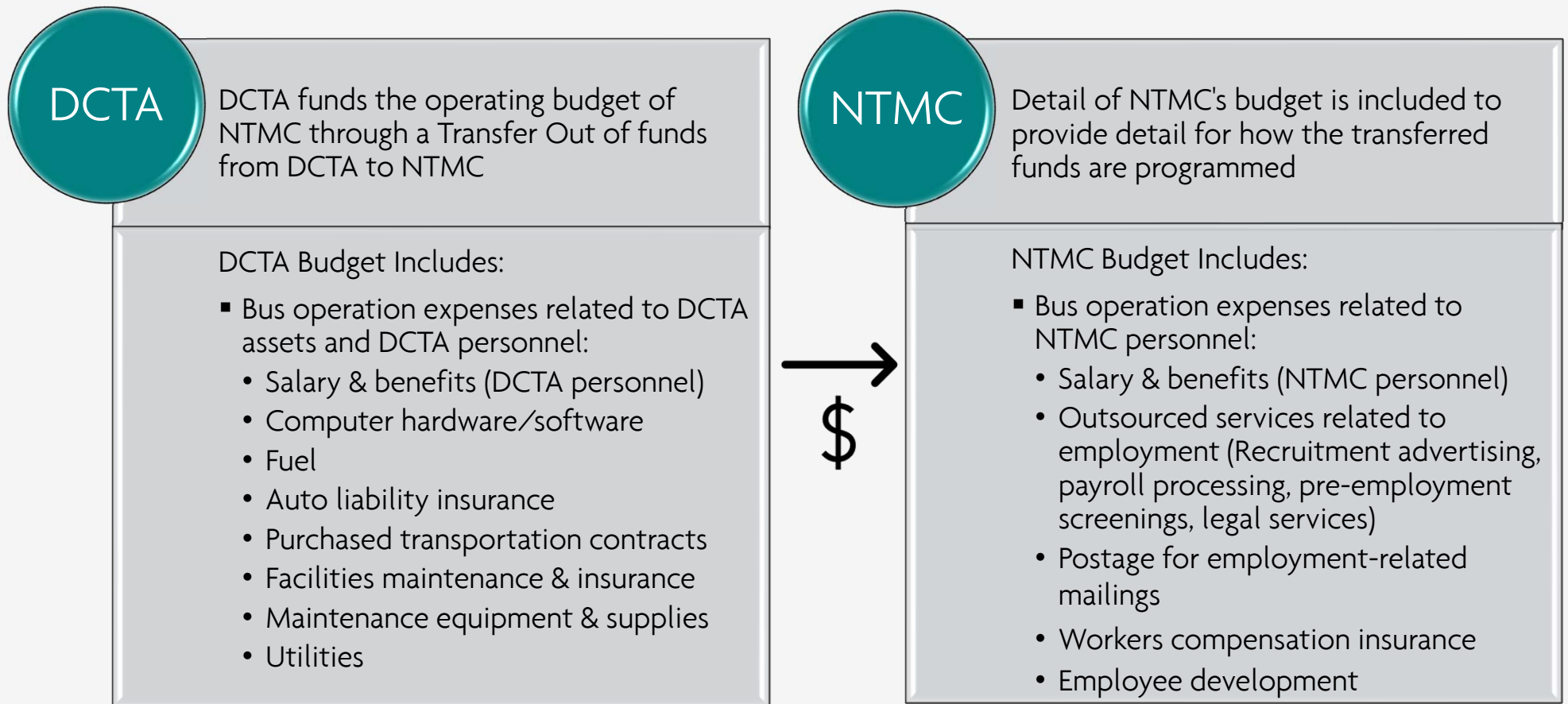
AGENDA

- **CHANGE IN NET POSITION**
 - Operating Expenses
 - Transfers In
- **DISCUSSION/QUESTIONS**

CHANGE IN NET POSITION

FY2022 PROPOSED BUDGET

RELATIONSHIP BETWEEN DCTA & NORTH TEXAS MOBILITY CORPORATION

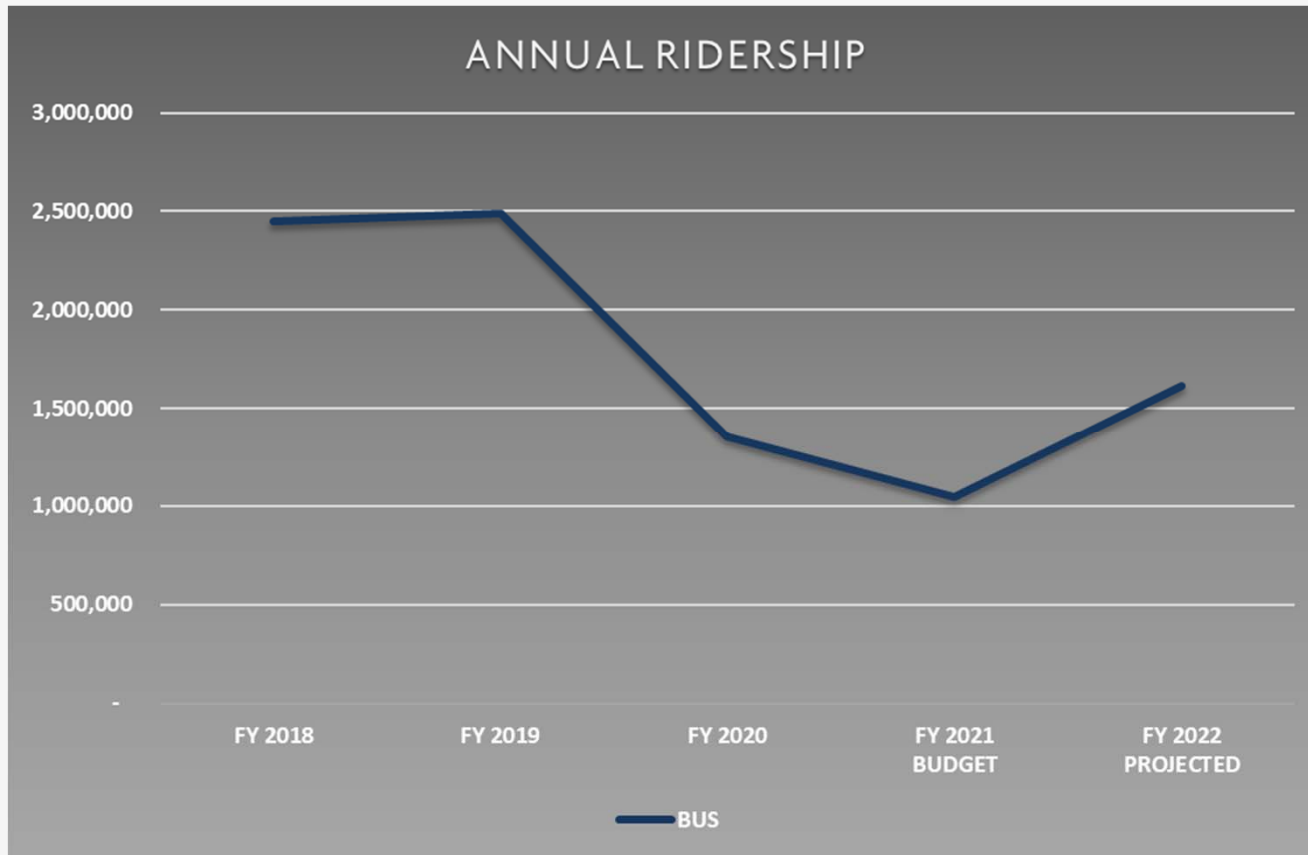


FY2022 PROPOSED BUDGET

CHANGE IN NET POSITION

Description	NTMC FY 2019 Budget (June-Sept 2019)	NTMC FY 2019 Actuals (June-Sept 2019)	NTMC FY 2020 Adopted Budget	NTMC FY 2020 Revised Budget	NTMC FY 2020 Actuals	NTMC FY 2021 Adopted Budget	NTMC FY 2021 Working Budget	NTMC FY 2022 Proposed Budget	\$ Increase / (Decrease)
OPERATING EXPENSES									
Salary, Wages & Benefits	\$ 2,674,142	\$ 2,685,968	\$ 8,460,824	\$ 7,652,445	\$ 7,211,425	\$ 7,451,314	\$ 7,636,554	\$ 4,954,852	\$ (2,681,702)
Outsourced Services & Charges	29,154	28,449	95,040	261,629	201,117	399,919	400,219	441,156	40,937
Materials & Supplies	-	-	-	-	-	3,293	3,293	1,936	(1,357)
Utilities	-	-	-	-	-	-	-	-	-
Insurance, Casualties & Losses	40,408	42,105	132,636	130,529	127,872	118,878	119,802	65,842	(53,960)
Purchased Transportation Services	-	-	-	-	-	-	-	-	-
Employee Development	74,147	3,780	93,200	74,700	15,013	54,435	54,435	58,660	4,225
Leases & Rentals	-	-	-	-	-	-	-	-	-
Total Operating Expenses	2,817,851	2,760,302	8,781,700	8,119,303	7,555,427	8,027,839	8,214,303	5,522,446	(2,691,857)
Income (Loss) Before Transfers	(2,817,851)	(2,760,302)	(8,781,700)	(8,119,303)	(7,555,427)	(8,027,839)	(8,214,303)	(5,522,446)	2,691,857
Transfers Out	-	-	-	-	-	-	-	-	-
Transfers In	2,817,851	2,760,302	8,781,700	8,119,303	7,555,427	8,027,839	8,214,303	5,522,446	(2,691,857)
Total Transfers	2,817,851	2,760,302	8,781,700	8,119,303	7,555,427	8,027,839	8,214,303	5,522,446	(2,691,857)
CHANGE IN NET POSITION	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

FY2022 PROPOSED BUDGET FIVE-YEAR RIDERSHIP TREND (DCTA BUS SERVICE)



FY2022 PROPOSED BUDGET STAFFING LEVEL REVIEW

DIVISION SUMMARY

	FY 2020	FY 2021 Working Budget	FY 2022 Proposed Budget	Variance
Contracted Bus Services (NTMC)*				
<i>Bus Administration Department</i>	6.00	4.00	3.00	(1.00)
<i>Customer Service Department</i>	10.00	10.00	7.00	(3.00)
<i>Supervisors/Dispatchers Department</i>	12.00	14.00	13.00	(1.00)
<i>Maintenance Department</i>	18.00	21.00	16.00	(5.00)
<i>Bus Operators</i>	91.00	69.00	33.00	(36.00)
TOTAL CONTRACTED BUS SERVICES (NTMC)	137.00	118.00	72.00	(46.00)

*Contracted Bus Services FTE methodology is based on operator hours.

(B)

- (A) ELIMINATION OF QUALITY CONTROL COORDINATOR (1 FTE), CUSTOMER SERVICE SHIFT SUPERVISORS (2 FTEs), MOBILITY SERVICE DISPATCHER (1 FTE), TRAINER (1 FTE), MECHANICS (3 FTEs) AND SERVICE ATTENDANTS (3 FTEs); ADDITION OF LEAD CUSTODIAN (1 FTE); REDUCTION OF BUS OPERATORS (36 FTEs) DUE TO 79K DECREASED SERVICE HOURS PROVIDED BY NTMC
- (B) FY21 CHANGES: REDUCTION OF BUS OPERATORS (22 FTEs) DUE TO 47K DECREASED SERVICE HOURS AS A RESULT OF MEASURES TAKEN DURING COVID-19 PANDEMIC; ADDITION OF SERVICE ATTENDANTS (3 FTEs) TO ACCOMMODATE ADDITIONAL VEHICLE CLEANING IN RESPONSE TO COVID-19

BUILDING THE BUS OPERATIONS BUDGET

BUILDING THE BUS OPERATIONS BUDGET

DEPARTMENTAL CODES – NTMC BUS DEPARTMENTS

ADMINISTRATIVE/SUPPORT

- 700 – NTMC Administration
- 770 – NTMC Customer Service
- 780 – NTMC Supervisors & Dispatch
- 790 – NTMC Maintenance

FIXED ROUTE

- 711 – NTMC Denton Fixed Route
- 713 – NTMC Lewisville Fixed Route
- 740 – NTMC North Texas Xpress

DEMAND RESPONSE

- 731 – NTMC Denton Demand Response
- 732 – NTMC Highland Village Demand Response
- 733 – NTMC Lewisville Demand Response

CONTRACT SERVICES

- 701 – NTMC UNT
- 702 – NTMC NCTC
- 703 – NTMC Frisco
- 704 – NTMC CCT

BUILDING THE BUS OPERATIONS BUDGET

GLOSSARY OF TERMS – SERVICE TYPES



FIXED ROUTE SERVICE

- Services provided on a repetitive, fixed schedule along a specific route with vehicles stopping to pick up & deliver passengers to specific locations; each fixed route trip serves the same origins & destinations.

DEMAND RESPONSE SERVICE

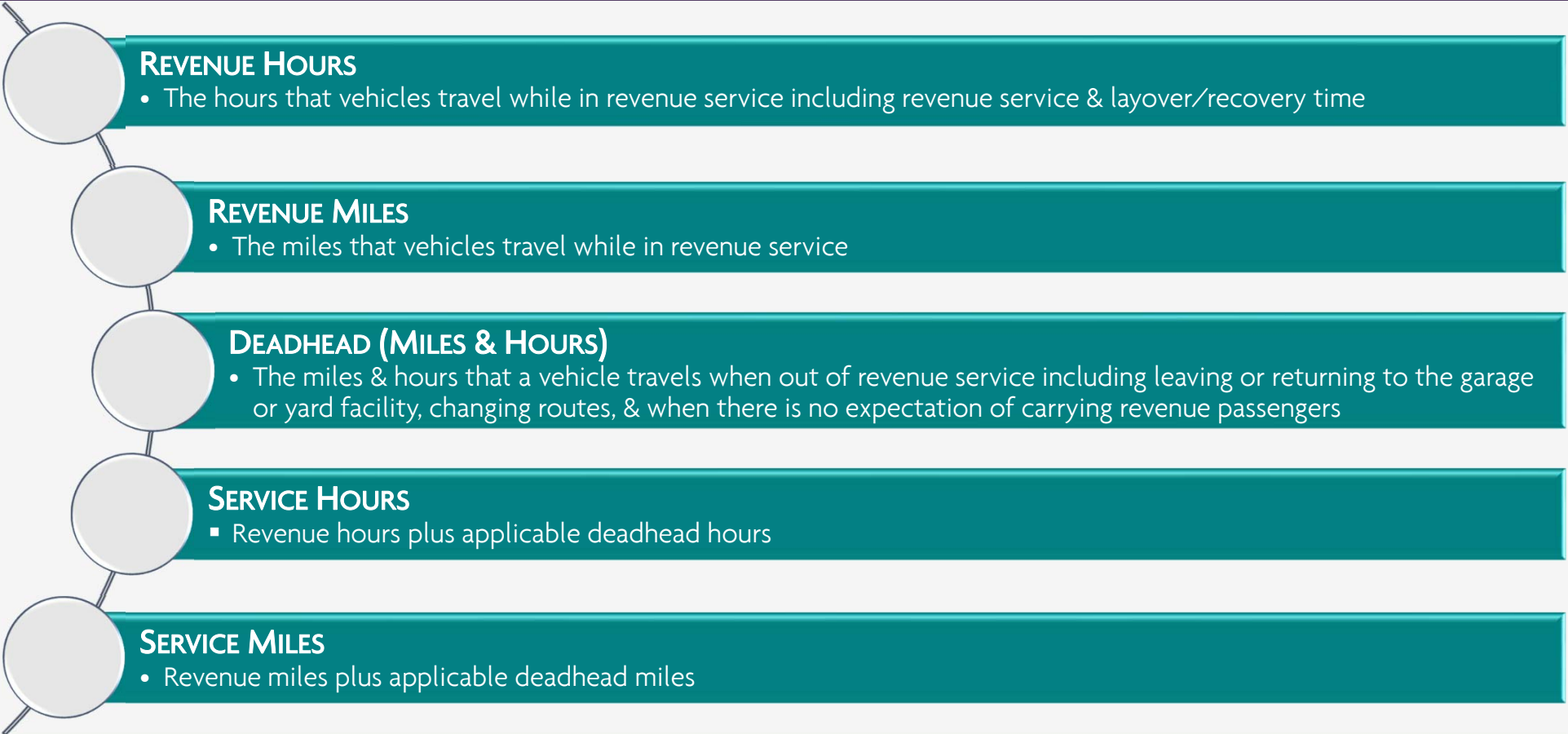
- A transit mode comprised of passenger cars, vans or small buses operating in response to calls from passengers or their agents to the transit operator, who then dispatches a vehicle to pick up the passengers & transport them to their destinations.

DIRECTLY OPERATED (DO)

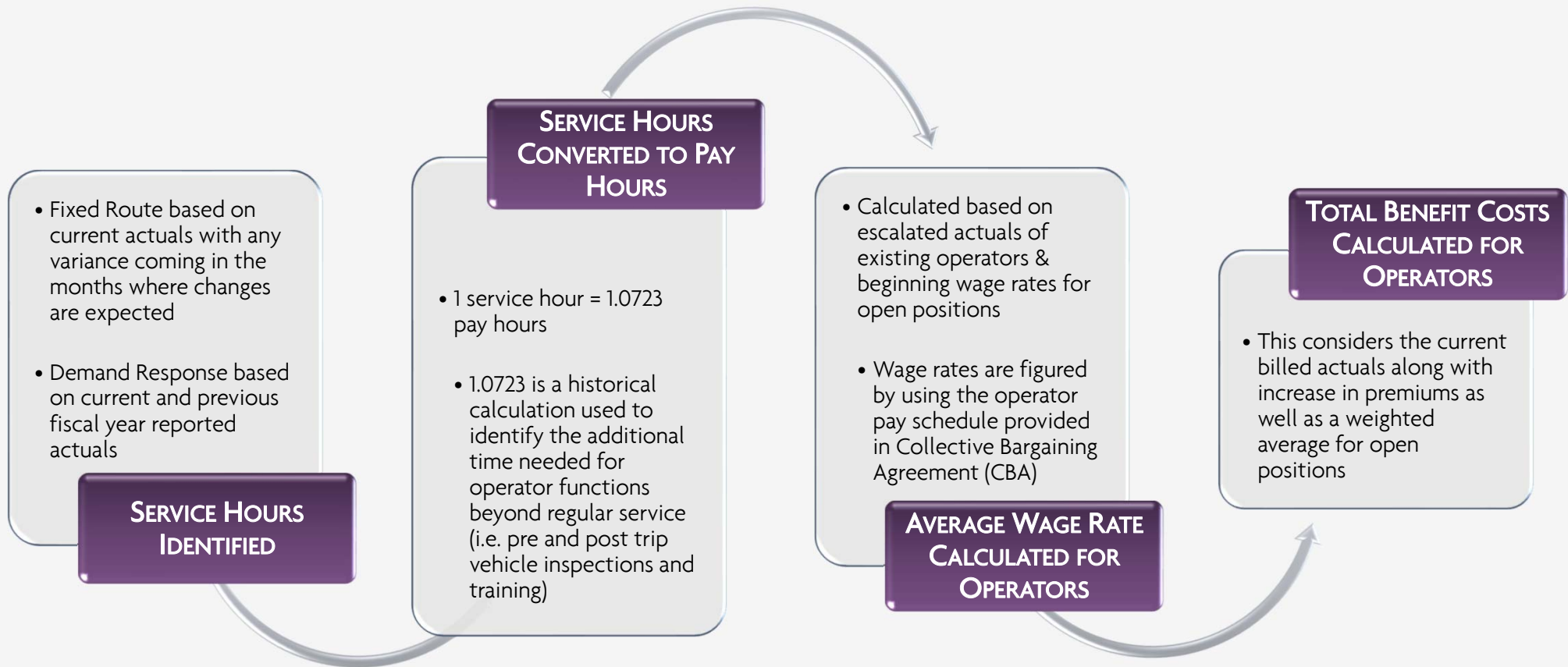
- Transportation service provided directly by a transit agency, using their employees to supply the necessary labor to operate the revenue vehicles. This includes instances where an agency's employees provide purchased transportation (PT) services to the agency through a contractual agreement.

BUILDING THE BUS OPERATIONS BUDGET

GLOSSARY OF TERMS – METRICS



BUILDING THE BUS OPERATIONS BUDGET – DIRECTLY OPERATED SERVICE OPERATOR WAGES & BENEFITS



BUILDING THE BUS OPERATIONS BUDGET – DIRECTLY OPERATED SERVICE OPERATOR WAGES & BENEFITS

**SALARY & WAGES
(REGULAR)**

PAY HOURS * AVERAGE WAGE RATE

**SALARY & WAGES
(OVERTIME)**

SALARY & WAGES (REGULAR) * 8.3%

PAID TIME OFF

(SERVICE HOURS * 13.62%) * AVERAGE WAGE RATE

BENEFITS

ALLOCATE TOTAL COST OF BENEFITS FOR ALL OPERATORS BASED ON SERVICE HOURS



BUILDING THE BUS OPERATIONS BUDGET – DIRECTLY OPERATED SERVICE

SERVICE HOURS

SERVICE NAME	SERVICE HOURS
DENTON FIXED ROUTE	5,203.50
MONSIGNOR KING SERVICE	1,228.00
DENTON DEMAND RESPONSE	7,265.43
HIGHLAND VILLAGE DEMAND RESPONSE	554.11
LEWISVILLE DEMAND RESPONSE	4,175.60
UNIVERSITY OF NORTH TEXAS	42,334.80
FRISCO DEMAND RESPONSE	2,513.48
COLLIN COUNTY TRANSIT DEMAND RESPONSE	126.06
TOTAL	63,400.98

»»» CONNECT SERVICE (FIXED ROUTE)

- INCLUDES ROUTES 3 & 7 WITH SERVICE ENDING IN MARCH 2022
- INCLUDES MONSIGNOR KING SERVICE OPERATED SIX DAYS A WEEK

»»» COLLIN COUNTY TRANSIT (DEMAND RESPONSE)

- SERVICE ENDING IN DECEMBER 2021, BASED ON PROPOSED CONTRACT EXTENSION TO BE PRESENTED AT THE 6/24/21 DCTA BOARD MEETING

BUILDING THE BUS OPERATIONS BUDGET

HOURS OF SERVICE COMPARISON

TYPE OF SERVICE	FY21 SERVICE HOURS BUDGETED	FY22 SERVICE HOURS BUDGETED	CHANGE
FIXED ROUTE BUS SERVICE	67,794.17	6,431.50	-61,362.67
ACCESS SERVICE	13,497.84	11,995.14	-1,502.70
ZONE SERVICE	5,312.60	--	-5,312.60
UNT CAMPUS SHUTTLES	37,941.76	42,334.80	4,393.04
FRISCO	3,949.92	2,513.48	-1,436.45
COLLIN COUNTY TRANSIT	474.99	126.06	-348.93
NORTH TEXAS XPRESS	4,010.67	--	-4,010.67
TOTAL HOURS OF SERVICE	132,981.95	63,400.98	- 69,580.98 (-52.32%)
NTMC BUDGET	\$8,214,303	\$5,522,446	- \$2,691,857 (-32.77%)

BUILDING THE BUS OPERATIONS BUDGET

HOURS OF SERVICE COMPARISON (INCLUDES FY20)

TYPE OF SERVICE	FY20 SERVICE HOURS BUDGETED	FY21 SERVICE HOURS BUDGETED	FY22 SERVICE HOURS BUDGETED	CHANGE FROM FY20 TO FY22	CHANGE FROM FY21 TO FY22
FIXED ROUTE BUS SERVICE	108,188.25	67,794.17	6,431.50	-101,756.75	-61,362.67
ACCESS SERVICE	16,810.69	13,497.84	11,995.14	-4,815.55	-1,502.70
ZONE SERVICE	10,011.20	5,312.60	--	-10,011.20	-5,312.60
UNT CAMPUS SHUTTLES	46,021.11	37,941.76	42,334.80	-3,686.31	4,393.04
FRISCO	2,721.58	3,949.92	2,513.48	-208.10	-1,436.45
COLLIN COUNTY TRANSIT	1,415.85	474.99	126.06	-1,289.79	-348.93
NORTH TEXAS XPRESS	3,995.00	4,010.67	--	-3,995.00	-4,010.67
NCTC CAMPUS SHUTTLES	5,057.24	--	--	-5,057.24	0.00
TOTAL HOURS OF SERVICE	194,220.91	132,981.95	63,400.98	-130,819.94	-69,580.98
NTMC BUDGET	\$8,781,700	\$8,214,303	\$5,522,446	-\$3,048,615	-\$2,691,857

BUILDING THE BUS OPERATIONS BUDGET

OPERATING EXPENSES

SALARY, WAGES & BENEFITS

- WAGES FOR ALL NTMC EMPLOYEES
- BENEFITS: MEDICAL, DENTAL, VISION, LIFE & DISABILITY
- EMPLOYER COSTS: MEDICARE/SOCIAL SECURITY, SUTA/FUTA

OUTSOURCED SERVICES & CHARGES

- ADVERTISING COSTS FOR RECRUITMENT PURPOSES
- SERVICE FEES FOR PAYROLL PROCESSING, FSA/HSA/COBRA ADMINISTRATION
- PRE-EMPLOYMENT TESTING/SCREENING
- LEGAL SERVICES

INSURANCE

- WORKERS COMPENSATION INSURANCE FOR NTMC EMPLOYEES

EMPLOYEE DEVELOPMENT

- TRAVEL AND TRAINING, REGISTRATION FEES, MEALS

BUILDING THE BUS OPERATIONS BUDGET

OPERATING EXPENSES – NTMC BUS (\$5.5 MILLION)

Description	NTMC FY 2021 Adopted Budget	NTMC FY 2021 Working Budget	NTMC FY 2022 Proposed Budget	\$ Increase / (Decrease)
OPERATING EXPENSES				
Salary, Wages & Benefits	\$ 7,451,314	\$ 7,636,554	\$ 4,954,852	\$ (2,681,702)
Outsourced Services & Charges	399,919	400,219	441,156	40,937
Materials & Supplies	3,293	3,293	1,936	(1,357)
Utilities	-	-	-	-
Insurance	118,878	119,802	65,842	(53,960)
Purchased Transportation Services	-	-	-	-
Employee Development	54,435	54,435	58,660	4,225
Leases & Rentals	-	-	-	-
Total Operating Expenses	\$ 8,027,839	\$ 8,214,303	\$ 5,522,446	\$ (2,691,857)

- WAGES & BENEFITS**
 - Decrease of \$2.7M
 - Elimination of 11 FTEs; addition of Lead Custodian (1 FTE); Reduction of Bus Operators (36 FTEs) due to 79k decreased service hours provided by NTMC
 - Average Rate for Operators:
 - \$20.86 (October – March)
 - \$21.55 (April – Sept)
 - Assumes a 10% increase for benefit premiums
- OUTSOURCED SERVICES & CHARGES**
 - Increase of \$41k
 - Full Year of General Manager & Asst. General Manager Contract - \$289,776
 - Uniform expense allocated to operators - \$26,160
- INSURANCE**
 - Decrease of \$54k
 - Reduction of directly operated service decreases auto liability insurance
 - Reduction of operators decreases workers compensation insurance
- EMPLOYEE DEVELOPMENT**
 - Increase of \$4k
 - Slight increase in registrations, travel & training agency-wide

FY2022 PROPOSED BUDGET

NTMC TRANSFER IN FROM DCTA

NTMC FY2022 PROPOSED BUDGET	
SALARY, WAGES & BENEFITS	\$ 4,954,852
OUTSOURCED SERVICES & CHARGES	441,156
MATERIALS & SUPPLIES	1,936
INSURANCE	65,842
EMPLOYEE DEVELOPMENT	58,660
TOTAL OPERATING EXPENSES	\$ 5,522,446
TRANSFER IN FROM DCTA	\$ 5,522,446
CHANGE IN NET POSITION	\$ -

DISCUSSION/QUESTIONS

NORTH TEXAS MOBILITY CORPORATION
FY22 Proposed Budget
Change in Net Position - Budget v. Actual History

Description	NTMC FY 2019 Budget (June-Sept 2019)	NTMC FY 2019 Actuals (June-Sept 2019)	NTMC FY 2020 Adopted Budget	NTMC FY 2020 Revised Budget	NTMC FY 2020 Actuals	NTMC FY 2021 Adopted Budget	NTMC FY 2021 Working Budget	NTMC FY 2022 Proposed Budget	\$ Increase / (Decrease)
OPERATING EXPENSES									
Salary, Wages & Benefits	\$ 2,674,142	\$ 2,685,968	\$ 8,460,824	\$ 7,652,445	\$ 7,211,425	\$ 7,451,314	\$ 7,636,554	\$ 4,954,852	\$ (2,681,702)
Outsourced Services & Charges	29,154	28,449	95,040	261,629	201,117	399,919	400,219	441,156	40,937
Materials & Supplies	-	-	-	-	-	3,293	3,293	1,936	(1,357)
Utilities	-	-	-	-	-	-	-	-	-
Insurance, Casualties & Losses	40,408	42,105	132,636	130,529	127,872	118,878	119,802	65,842	(53,960)
Purchased Transportation Services	-	-	-	-	-	-	-	-	-
Employee Development	74,147	3,780	93,200	74,700	15,013	54,435	54,435	58,660	4,225
Leases & Rentals	-	-	-	-	-	-	-	-	-
Total Operating Expenses	2,817,851	2,760,302	8,781,700	8,119,303	7,555,427	8,027,839	8,214,303	5,522,446	(2,691,857)
Income (Loss) Before Transfers	(2,817,851)	(2,760,302)	(8,781,700)	(8,119,303)	(7,555,427)	(8,027,839)	(8,214,303)	(5,522,446)	2,691,857
Transfers Out	-	-	-	-	-	-	-	-	-
Transfers In	2,817,851	2,760,302	8,781,700	8,119,303	7,555,427	8,027,839	8,214,303	5,522,446	(2,691,857)
Total Transfers	2,817,851	2,760,302	8,781,700	8,119,303	7,555,427	8,027,839	8,214,303	5,522,446	(2,691,857)
CHANGE IN NET POSITION	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

*North Texas Mobility Corporation began June 2, 2019. FY 2019 Budget only includes expenses for June - September.

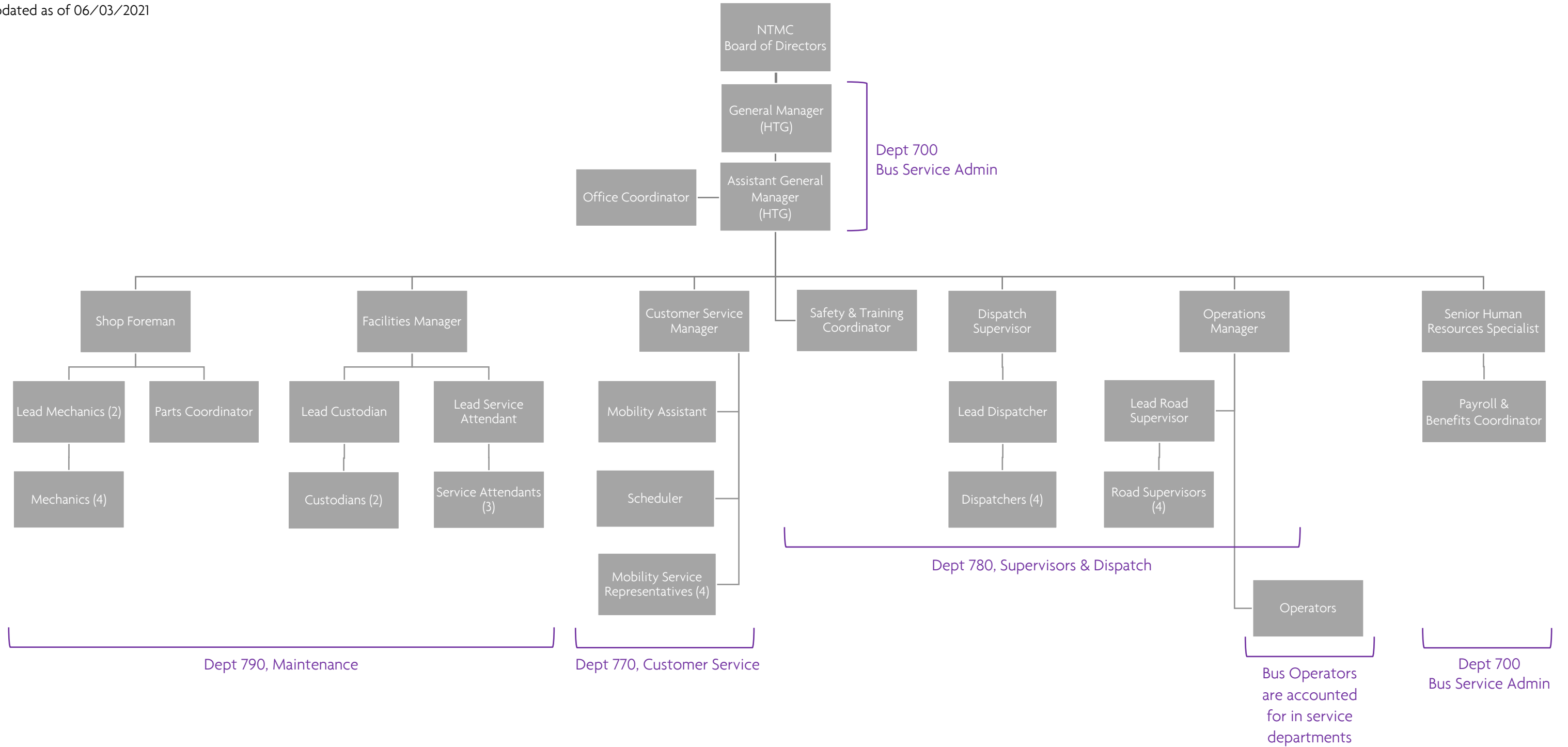
<i>Full Time Equivalent (FTE)</i>	<i>139.50</i>	<i>137.00</i>	<i>118.00</i>	<i>72.00</i>
		(A)	(B)	(C)

- (A) Net -2.5 FTEs: Addition of Recruiter/HR Generalist; Conversion of Operations Specialist 0.5 FTE to full-time position 1.0 FTE; Reduction of Bus Operators (3 FTEs) due to a reduction in service hours from service changes made in March and May 2020; Deletion of General Manager position (moving to a contracted position)
- (B) Net -19 FTEs: Reduction of Bus Operators (22 FTEs) due to 47k decreased service hours as a result of measures taken during COVID-19 pandemic; addition of service attendants (3 FTEs) to accommodate additional vehicle cleaning in response to COVID-19
- (C) Net -46 FTEs: Elimination of Quality Control Coordinator (1 FTE), Customer Service Shift Supervisors (2 FTEs), Mobility Service Dispatcher (1 FTE), Trainer (1 FTE), Mechanics (3 FTEs) and Service Attendants (3 FTEs); reduction of 36 Operator FTEs due to a 55% reduction in service hours (79k) provided by NTMC and proposed shift of DCTA service to Via on-demand micro-transit; addition of Lead Custodian (1 FTE)



Organizational Chart

FY2022 Budget Workshop
Updated as of 06/03/2021



NORTH TEXAS MOBILITY CORPORATION
 FY22 Proposed Budget
 Budget Detail by Department

Account Number	Account Description	FY22 701 NTMC	FY22 703 NTMC Frisco	FY22 704 NTMC CCT	FY22 700 NTMC Bus Admin	FY22 711 NTMC Denton Fixed Route	FY22 731 NTMC Denton Demand Response	FY22 732 NTMC HV Demand Response	FY22 733 NTMC Lewisville Demand Response	FY22 770 NTMC Customer Service	FY22 780 NTMC Supervisors & Dispatch	FY22 790 NTMC Maintenance	TOTAL FY22 Bus Services (NTMC)
Operating Expenses													
50110	Salary & Wages - Regular	\$ 980,100	\$ 58,318	\$ 3,335	\$ 138,364	\$ 148,976	\$ 168,569	\$ 13,120	\$ 96,697	\$ 261,515	\$ 522,934	\$ 683,745	\$ 3,075,673
50120	Salary & Wages - Overtime	\$ 81,349	\$ 4,841	\$ 277	\$ 2,989	\$ 12,365	\$ 13,991	\$ 1,089	\$ 8,028	\$ 17,014	\$ 38,606	\$ 51,425	\$ 231,974
50160	Paid Time Off	\$ 6,186	\$ 368	\$ 19	\$ -	\$ 941	\$ 1,062	\$ 82	\$ 610	\$ -	\$ -	\$ -	\$ 9,268
50205	ER Medicare & Social Security	\$ 73,552	\$ 4,382	\$ 216	\$ 10,593	\$ 11,041	\$ 12,658	\$ 964	\$ 7,280	\$ 21,267	\$ 42,895	\$ 56,158	\$ 241,006
50210	ER Match - Retirement	\$ 6,647	\$ 405	\$ 18	\$ 3,600	\$ 929	\$ 1,163	\$ 86	\$ 670	\$ 1,200	\$ 12,000	\$ 15,600	\$ 42,318
50215	Health Insurance	\$ 405,783	\$ 24,604	\$ 1,099	\$ 57,012	\$ 57,207	\$ 70,796	\$ 5,359	\$ 40,831	\$ 123,072	\$ 182,544	\$ 201,108	\$ 1,169,415
50225	SUTA	\$ 2,882	\$ 173	\$ 9	\$ 4,422	\$ 420	\$ 501	\$ 38	\$ 288	\$ 8,878	\$ 17,910	\$ 23,446	\$ 58,967
50230	FUTA	\$ 4,571	\$ 276	\$ 13	\$ 894	\$ 661	\$ 792	\$ 61	\$ 456	\$ 1,796	\$ 3,618	\$ 4,740	\$ 17,878
50231	Life & Disability Insurance	\$ 22,321	\$ 1,348	\$ 62	\$ 1,944	\$ 3,182	\$ 3,886	\$ 294	\$ 2,239	\$ 4,488	\$ 7,608	\$ 10,092	\$ 57,464
50235	Vision	\$ 5,443	\$ 330	\$ 15	\$ 348	\$ 768	\$ 950	\$ 71	\$ 548	\$ 1,104	\$ 2,064	\$ 2,412	\$ 14,053
50265	Dental	\$ 16,069	\$ 972	\$ 44	\$ 684	\$ 2,286	\$ 2,799	\$ 213	\$ 1,613	\$ 2,412	\$ 4,752	\$ 4,992	\$ 36,836
TOTAL SALARY & BENEFITS		\$ 1,604,903	\$ 96,017	\$ 5,107	\$ 220,850	\$ 238,776	\$ 277,167	\$ 21,377	\$ 159,260	\$ 442,746	\$ 834,931	\$ 1,053,718	\$ 4,954,852
50302	Advertising	\$ -	\$ -	\$ -	\$ 3,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,000
50306	Uniforms	\$ 8,074	\$ 604	\$ 36	\$ -	\$ 1,032	\$ 1,383	\$ 117	\$ 754	\$ -	\$ 4,260	\$ 9,900	\$ 26,160
50307	Service Fees	\$ -	\$ -	\$ -	\$ 42,792	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 42,792
50309	Professional Services	\$ -	\$ -	\$ -	\$ 300,776	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 300,776
50310	General Services	\$ -	\$ -	\$ -	\$ 25,428	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 25,428
50311	Printing	\$ -	\$ -	\$ -	\$ 3,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,000
50315	Legal Fees	\$ -	\$ -	\$ -	\$ 40,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 40,000
50425	Office Supplies	\$ -	\$ -	\$ -	\$ 736	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 736
50445	Postage	\$ -	\$ -	\$ -	\$ 1,200	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,200
50630	Workers Compensation Insurance	\$ 26,454	\$ 1,571	\$ 79	\$ 163	\$ 4,019	\$ 4,540	\$ 346	\$ 2,609	\$ 322	\$ 13,902	\$ 11,837	\$ 65,842
50910	Dues & Subscriptions	\$ -	\$ -	\$ -	\$ 420	\$ -	\$ -	\$ -	\$ -	\$ 400	\$ -	\$ -	\$ 820
50915	Registration Fees	\$ -	\$ -	\$ -	\$ 2,200	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,200
50920	Travel	\$ -	\$ -	\$ -	\$ 1,200	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,200
50930	Meals - Non Travel	\$ -	\$ -	\$ -	\$ 12,600	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 12,600
50940	Other Miscellaneous	\$ -	\$ -	\$ -	\$ 11,240	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 11,240
50945	Training & Development	\$ -	\$ -	\$ -	\$ 600	\$ -	\$ -	\$ -	\$ -	\$ 6,000	\$ 12,000	\$ 12,000	\$ 30,600
TOTAL OPERATING (LESS SALARY & BENEFITS)		\$ 34,528	\$ 2,175	\$ 115	\$ 445,355	\$ 5,051	\$ 5,923	\$ 463	\$ 3,363	\$ 6,722	\$ 30,162	\$ 33,737	\$ 567,594
TOTAL FY22 OPERATING EXPENSES		\$ 1,639,431	\$ 98,192	\$ 5,222	\$ 666,205	\$ 243,827	\$ 283,090	\$ 21,840	\$ 162,623	\$ 449,468	\$ 865,093	\$ 1,087,455	\$ 5,522,446

NORTH TEXAS MOBILITY CORPORATION
FY22 Proposed Budget
Outsourced Services & Charges Detail

ADVERTISING		
700	Advertising for Recruiting Purposes (All Bus Operations Positions)	3,000
ADVERTISING TOTAL \$		3,000
UNIFORMS		
701	Uniforms for Operators on UNT Service	8,074
703	Uniforms for Operators on Frisco Service	604
704	Uniforms for Operators on CCT Service	36
711	Uniforms for Operators on Denton Fixed Route Service	1,032
731	Uniforms for Operators on Denton Demand Response Service	1,383
732	Uniforms for Operators on Highland Village Demand Response Service	117
733	Uniforms for Operators on Lewisville Demand Response Service	754
780	Uniforms for Supervisors & Dispatch Staff	4,260
790	Uniforms for Maintenance Staff	9,900
UNIFORMS TOTAL \$		26,160
SERVICE FEES		
700	Payroll Processing Fees	33,600
700	Flexible Spending Account/Health Savings Account/COBRA Administration	4,800
700	401k/Affordable Care Act/Family Medical Leave Act Administration	4,392
SERVICE FEES TOTAL \$		42,792
PROFESSIONAL SERVICES		
700	Annual General Manager Contract	289,776
700	Temporary Staffing Services	11,000
PROFESSIONAL SERVICES TOTAL \$		300,776
GENERAL SERVICES		
700	Pre-employment Screenings: Background Checks	1,800
700	Department of Transportation Physicals	15,600
700	Operator License Renewals	2,028
700	Drug and Alcohol Testing Services	6,000
GENERAL SERVICES TOTAL \$		25,428
PRINTING		
700	Employee Handbook, Miscellaneous Printing	3,000
PRINTING TOTAL \$		3,000
LEGAL FEES		
700	General Legal Services	40,000
LEGAL FEES TOTAL \$		40,000

Department Codes:

700	NTMC Bus Service Administration	711	NTMC Denton Fixed Route	770	NTMC Customer Service
701	NTMC UNT	731	NTMC Denton Demand Response	780	NTMC Supervisors & Dispatch
703	NTMC Frisco	732	NTMC Highland Village Demand Response	790	NTMC Maintenance
704	NTMC CCT	733	NTMC Lewisville Demand Response		

NORTH TEXAS MOBILITY CORPORATION
FY22 Proposed Budget
Employee Development Detail

DUES & SUBSCRIPTIONS (50910)		
700	Dues & Subscriptions - Society for HR Management (SHRM) Membership Dues	420
770	Dues & Subscriptions - Access ADA Newsletter	400
DUES & SUBSCRIPTIONS TOTAL \$		820
REGISTRATION FEES (50915)		
700	Miscellaneous Training Opportunities - HR Training	1,100
700	SHRM HR Southwest Conference	1,100
REGISTRATION FEES TOTAL \$		2,200
TRAVEL (50920)		
700	SHRM HR Southwest Conference	1,200
TRAVEL TOTAL \$		1,200
MEALS - NON TRAVEL (50930)		
700	Staff Development and Training, Operator Appreciation Events, Employee Appreciation Events	12,600
MEALS - NON TRAVEL TOTAL \$		12,600
OTHER MISCELLANEOUS (50940)		
700	Employee Recognition Program	11,240
OTHER MISCELLANEOUS TOTAL \$		11,240
TRAINING & DEVELOPMENT (50945)		
700	Staff Training & Development - Administration	600
770	Staff Training & Development - Customer Service	6,000
780	Staff Training & Development - Supervisors & Dispatch, Operators	12,000
790	Staff Training & Development - Maintenance	12,000
TRAINING & DEVELOPMENT TOTAL \$		30,600

Department Codes:

- 700 NTMC Bus Service Administration
- 770 NTMC Customer Service
- 780 NTMC Supervisors & Dispatch
- 790 NTMC Maintenance

**AMENDED AND RESTATED BYLAWS OF THE
NORTH TEXAS MOBILITY CORPORATION.**

A Texas Non-Profit Local Government Corporation created by and on behalf of the
Denton County Transportation Authority

**ARTICLE I
Corporate Purpose and Authority**

1.01 *Purpose.* The Corporation is organized for the purpose of aiding, assisting, and acting on behalf of the Denton County Transportation Authority (“the Authority”) in the performance of its governmental functions to promote the common good and general welfare of the Authority, including, without limitation, financing, constructing, owning, managing and operating regional mobility services (the “Mobility Services”) on behalf of the Authority, and to perform such other governmental purposes of the Authority, as may be determined from time to time by the Authority’s Board of Directors (the “DCTA Board”). Subject to applicable state law and any contractual obligations of DCTA or the Corporation, DCTA may discontinue participation in the activities of the Corporation, or a non-participating unit of local government, business, or individuals may join in the activities of the Corporation, under procedures established in the Bylaws of the Corporation (the “Bylaws”). The Corporation, with the prior written consent of the Authority or as may be provided by the Bylaws, shall have the following powers to carry out the purposes of the Corporation, by and through its Directors:

A. employ and/or contract with persons to carry out the purposes of the Corporation;

~~B. issue debt or enter into and administer other contractual obligations to carry out the purposes of the Corporation;~~

~~B.~~ own, lease, maintain and dispose of real and personal property; and

~~D.C.~~ contract with the Authority, political subdivisions, units of governments, and other persons and non-governmental entities.

1.02 *Local Government Corporation.* The Corporation is formed pursuant to the provisions of Subchapter D of Chapter 431, Texas Transportation Code (the “Act”), as it now or may hereafter be amended, and Chapter 394, Texas Local Government Code, which authorizes the Corporation to assist and act on behalf of the Authority and to engage in activities in the furtherance of the purposes for its creation.

1.03 *Non-Profit Corporation.* The Corporation shall have and exercise all of the rights, powers, privileges, and functions given by the general laws of Texas to non-profit corporations incorporated under the Act including, without limitation, the Texas Nonprofit Corporation Law (Tex. Bus. Org. Code, Chapters 20 and 21 and the provisions of Title I thereof to the extent applicable to non-profit corporations, as amended) or their successor.

1.04 *Powers of Non-Profit Corporation.* The Corporation shall have all other powers of a like or different nature not prohibited by law which are available to non-profit corporations in Texas and which are necessary or useful to enable the Corporation to perform the purposes for which it is created, ~~including the power to issue bonds, notes or other obligations, and otherwise exercise its borrowing power to accomplish the purposes for which it was created; provided, however, that the Corporation shall not issue any bond, certificate, note or other obligation evidenced by an instrument without the prior written consent of each of the Authority or as otherwise allowed by these Bylaws.~~

1.05 *Governmental Entity for Immunity.* The Corporation is created as a local government corporation pursuant to the Act and shall be a governmental unit within the meaning of Subdivision (3), Section 101.001, Texas Civil Practice and Remedies Code. The operations of the Corporation are governmental and not proprietary functions for all purposes, including for purposes of the Texas Tort Claims Act, Section 101.001, et seq., Texas Civil Practice and Remedies Code. The Corporation shall have the power to acquire land in accordance with the Act as amended from time to time.

1.06 *Authority Consent.* References herein to the consent or written consent of the Authority shall refer to a resolution or order of the Authority's Board of Directors.

1.07 *Other Units of Government.* The Corporation, upon approval of the Authority, may contract with a non-member unit of government to provide services on behalf of such non-member unit of government.

1.08 *Approved Projects.* The Corporation, by and through its Board of Directors, may approve capital improvements, services, or other projects consistent with the purposes of the Corporation to assist the Authority in the performance of the Authority's governmental functions (each an "Approved Project").

ARTICLE II Board of Directors

2.01 *Powers Vested in Board.* All powers of the Corporation shall be vested in a Board of Directors consisting of five (5) members (the "Board") subject to the oversight of the Authority and as otherwise provided in these Bylaws. The qualification, selection, terms, removal, replacement, and resignation of the members of the Board of Directors of the Corporation ("Director" or "Directors") shall be governed by Article VI of the Certificate of Formation ("Certificate").

2.02 *Initial Board and Transition.* The initial directors of the Corporation ("Director" or "Directors") shall be those persons named in Article VIII of the Certificate. To provide for terms which end at the end of a calendar month, each initial Director named in Article VIII of the Certificate shall serve for the term prescribed therein. With respect to the initial Board, the terms of the initial Directors shall commence on the date the Secretary of State has issued the certificate of incorporation for the Corporation. Upon the expiration of the terms of office of the initial Directors, the subsequent Directors shall be appointed for a three (3) year term, or until his or her

successor is appointed by the Authority; provided, however, upon the death, resignation or removal of a Director, the Authority shall appoint a replacement Director to serve for the unexpired term of office of the replaced Director.

2.03 *Governing Documents.* All other matters pertaining to the internal affairs of the Corporation shall be governed by these Bylaws, so long as these Bylaws are not inconsistent with the Certificate, and such other documents agreed to by the Authority and as the same may be amended from time to time, or the laws of the State of Texas.

2.04 *Voting Rights.* All Directors shall have full and equal voting rights. All references herein to an act, resolution or vote of the Directors shall refer to a vote of the Directors entitled to vote on the matter as provided herein.

2.05 *Meetings of Directors.* The Directors may hold their meetings and may have an office and keep the books of the Corporation at such place or places within Denton County, Texas, as the Board may from time to time determine; provided, however, in the absence of any such determination, such place shall be the registered office of the Corporation in the State of Texas. The Board shall meet in accordance with and file notice of each meeting of the Board for the same length of time and in the same manner and location as is required under Chapter 551, Texas Government Code (the “Open Meetings Act”); provided that the notice of each meeting of the Board shall be posted on the official bulletin board designated by the Authority for the posting of meetings of the Authority. The Corporation, the Board, and any committee of the Board exercising the powers of the Board are subject to Chapter 552, Texas Government Code (the “Public Information Act”).

2.06 *Regular Meetings.* Regular meetings of the Board shall be held at least quarterly at such times and places as shall be designated, from time to time, by ~~resolution~~ of the Board.

2.07 *Special and Emergency Meetings.* Special and emergency meetings of the Board shall be held whenever called by the Chair of the Board, the President of the Corporation, or by any two (2) Directors who are serving duly appointed terms of office at the time the meeting is called. A majority of the Board must be present for the conduct of any special called or emergency meeting. The Secretary of the Corporation shall give notice of each special meeting in person, by telephone, facsimile, mail or email at least three (3) days before the meeting to each Director and to the public in compliance with the Open Meetings Act. Notice of each emergency meeting shall also be given in the manner required under the Open Meetings Act. An emergency meeting may only be held when there is an emergency or an urgent public necessity exists and immediate action is required of the Board because of an imminent threat to public health and safety, or a reasonably unforeseeable situation. The agenda notice of the emergency meeting must be posted at least two (2) hours before the meeting and clearly identify the emergency or urgent public necessity. The President or Secretary of the Corporation, the Chair of the Board, or the Board members who call an emergency meeting must notify by telephone, facsimile transmission, or electronic mail not later than one hour before the meeting those members of the news media that have previously filed at the Corporation’s office a request containing all pertinent information for the special notice and has agreed to reimburse the Board for the cost of providing the special notice. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Corporation

may be considered and acted upon at a special meeting to the same extent as they may be considered and acted upon in a regular meeting. At any meeting at which every Director shall be present, even though without any notice, any matter pertaining to the purposes of the Corporation may be considered and acted upon to the extent allowed by the Open Meetings Act.

2.08 *Election of Chair and Vice-Chair of the Board.* Upon the initial meeting of the Board and at the last regular meeting of the Board occurring prior to October 1 of each calendar year thereafter, the Directors shall elect a Chair and Vice-Chair from among the members of the Board who will serve as Chair and Vice-Chair, respectively, for the period of October 1 until September 30 immediately following their election, and until their replacements are elected.

2.10 *Quorum.* A majority of the entire Board shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation. If at any meeting of the Board there is less than a quorum present, those present may adjourn the meeting. The vote of a majority of the entire membership of the Board in favor of a motion, resolution, or other act shall be required to constitute the act of the Board, unless the vote of a greater number of Directors is required by law, by the Certificate of Formation, or by these Bylaws.

2.11 *Assent Presumed Without Express Abstention or Dissent.* A Director who is present at a meeting of the Board at which any corporate action is taken shall be presumed to have assented to such action unless such person's dissent or abstention shall be entered in the minutes of the meeting or unless such person shall file written dissent or abstention to such action with the person acting as the secretary of the meeting before the adjournment thereof. Such right to dissent or abstain shall not apply to a Director who voted in favor of the action.

2.12 *Conduct of Business.* At the meetings of the Board, matters pertaining to the purpose of the Corporation shall be considered in such order as the Board may from time to time determine. At all meetings of the Board, the Chair of the Board shall preside, and in the absence of the Chair, the Vice-Chair shall preside. In the absence of the Chair and Vice-Chair, the majority of Directors present and voting shall select from among the Directors in attendance a Director to preside at the meeting. The Secretary of the Corporation shall act as secretary of all meetings of the Board, but in the absence of the Secretary, the Director presiding at the meeting may appoint any person to act as secretary of the meeting.

2.13 *Executive Committee, Other Committees.* The Board may, by resolution passed by a majority of the entire Board, designate two (2) or more Directors to constitute an executive committee or other type of committee. In addition, the Board may appoint members of Corporation staff and citizens and/or employees of the Authority to be members of a committee, except for an Audit, Compensation or Governance Committee, which committees may only be composed of Directors.

2.14 *Power of Committees.* Except to the extent provided in the authorizing resolution for the committee and the Board-approved committee charter, a committee may not exercise the authority of the Board. Each committee so designated shall keep regular minutes of the transactions of its meetings, shall cause such minutes to be recorded in books kept for that purpose in the office of the Corporation, and shall report the same to the Board from time to time.

Committees authorized to exercise the powers of the Board shall give notice of any meeting in the manner required for a meeting of the Board.

2.15 *Compensation of Directors.* Directors, as such, shall receive no salary or compensation for their services as Directors; provided, however, Directors may be reimbursed for reasonable and necessary expenses incurred in carrying out the Corporation's purposes.

2.16 *Director's Reliance on Consultant Information.* A Director shall not be liable if, while acting in good faith and with ordinary care, such person relies on information, opinions, reports or statements, including financial statements and other financial data, concerning the Corporation or another person that were prepared or presented by:

- (a) one or more other officers or employees of the Corporation;
- (b) an employee of the Authority; or
- (c) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence.

2.17 *Attorneys and Consultants.* The Board may employ attorneys, auditors, certified accountants, engineers, and such other professionals and consultants as may be required for the purposes of the Corporation from time to time.

2.18 *Approval of Contracts.* The Board shall approve all contracts regardless of the amount of the expenditure. Upon approval by the Board, the President is authorized to sign on behalf of the Board.

ARTICLE III Officers

3.01 *Titles and Term of Office.* The officers of the Corporation shall be a President, ~~one or more Vice Presidents~~, a Secretary, a Treasurer, and such other officers as the Board may from time to time elect or appoint. One person may hold more than one office, except the President shall not hold the office of Secretary. The initial term of the officers of the Corporation shall extend to December 31, 2021. The subsequent terms of office for each officer shall be three (3) years commencing on January 1.

All officers shall be appointed and subject to removal at any time, with or without cause, by a vote of a majority of the entire Board.

A vacancy in any office elected pursuant to this Article III shall be filled by a vote of a majority of the entire Board and shall be for the remainder of the then current term of office vacated.

3.02 *Powers and Duties of the President.* The President shall be the principal executive officer of the Corporation and, subject to the Board's approval, the President shall be in general

charge of the properties and affairs of the Corporation. In furtherance of the purposes of the Corporation and subject to the limitations contained in the Certificate, the President ~~or Vice-President~~ may sign and execute all ~~bonds, notes,~~ deeds, conveyances, franchises, assignments, mortgages, notes, contracts and other obligations in the name of the Corporation. The President will be responsible for implementing all orders and resolutions of the Board, and all other powers that are not specifically reserved to the Directors or Authority will be executed by the President within the general guidelines and policies of the Board and Authority. The President shall be responsible for the hiring and terminating employees of the Corporation. The President shall have such other duties as are assigned by the Board including, but not limited to, those set forth in Article VI, below. The President shall be an ex-officio member of all Board committees except the Audit Committee, if established.

~~3.03—Powers and Duties of the Vice President. The Vice President shall have such powers and duties as may be assigned to such person by the Board or the President, including the performance of the duties of the President upon the death, absence, disability, or resignation of the President, or upon the President's inability to perform the duties of such office. Any action taken by the Vice President in the performance of the duties of the President shall be conclusive evidence of the absence or inability to act of the President at the time such action was taken.~~

3.0403 *Treasurer.* The Treasurer shall have custody of all funds and securities of the Corporation which come into possession of the Corporation. When necessary or proper, the Treasurer (i) may endorse, on behalf of the Corporation, for collection, checks, notes and other obligations and shall deposit the same to the credit of the Corporation in such bank or banks or depositories as shall be designated in the manner prescribed by the Board; (ii) may sign all receipts and vouchers for payments made to the Corporation, either alone or jointly with such other officer as is designated by the Board; (iii) shall enter or cause to be entered regularly in the books of the Corporation to be kept by such person for that purpose full and accurate accounts of all moneys received and paid out on account of the Corporation; (iv) shall perform all acts incident to the position of Treasurer subject to the control of the Board; including the monitoring and audit of all cash accounts whose existence must first be approved by the Board; and (v) shall, if required by the Board, give such bond for the faithful discharge of his or her duties in such form as the Board may require. The Corporation may contract with the Authority to provide financial services for the Corporation in deciding the performance of the duties of the Treasurer set forth in this Section 3.04.

3.0504 *Secretary.* The Secretary (i) shall keep or cause to be kept the minutes of all meetings of the Board in books provided for that purpose; (ii) shall attend to the giving and serving of all notices; (iii) in furtherance of the purposes of the Corporation and subject to the limitations contained in the Certificate of Formation, may sign with the President in the name of the Corporation and/or attest the signatures thereof, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation; (iv) shall have charge of the Corporation's books, records, documents and instruments, except the books of account and financial records and securities of which the Treasurer shall have custody and charge, and such other books and papers as the Board may direct, all of which shall at all reasonable times be open to the inspection of any Director upon application at the office of the Corporation during

business hours; and, (v) shall in general perform all duties incident to the office of Secretary subject to the control of the Board.

In addition to the duties prescribed above, upon the death, absence, disability, or resignation of the President, or upon the President's inability to perform the duties of such office, the Secretary shall have such powers and duties as those assigned to the President. Any action taken by the Secretary in the performance of the duties of the President shall be conclusive evidence of the absence or inability to act of the President at the time such action was taken.

Nothing in this Section 3.05 shall be construed as prohibiting the Board or the President from providing to the Secretary such support as may be reasonable and necessary to assist the Secretary in carrying out the duties set forth herein.

~~3.0605.~~ *Compensation and Staff.* Officers who are members of the DCTA Board of Directors or DCTA employees or who occupy a government office of emolument (as defined in Tex. Const. art. XVI §40) shall serve without compensation with respect to the performance of their duties as officers of the Corporation but are entitled to receive reimbursement for their reasonable expenses only in performing their functions in accordance with any policies that may be adopted by the Board. Administrative services for the Corporation may be performed by employees of the Authority, as directed by the Authority's Chief Executive Officer, and the Corporation shall pay the costs for such services pursuant to an agreement between the Corporation and the Authority entered pursuant the Interlocal Cooperation Act (Chapter 791, Tex. Govt. Code).

~~3.0706.~~ *Officer's Reliance on Consultant Information.* In the discharge of a duty imposed or power conferred on an officer of the Corporation, the officer may in good faith and with ordinary care rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person that were prepared or presented by:

- (a) one or more other officers or employees of the Corporation, including members of the Board;
- (b) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence; or,
- (c) an employee of the Authority.

ARTICLE IV

Financial Responsibilities

4.01 *Audit.* The Corporation shall have an annual audit prepared by an independent auditor who is duly licensed or certified as a public accountant in the State of Texas of the financial books and records of the Corporation.

4.02 *Capital Spending Authority:* The Board may expend funds for capital improvements in accordance with a capital improvement plan approved by the Board for the current fiscal year budget as follows:

(a) Funds from the Authority shall be used for the purposes of the Corporation as authorized and directed by the Authority.

(b) Funds from other sources, such as donations, may be used at the discretion of the Board for capital purposes as long as the uses are consistent with the direction of the Authority and are not reasonably expected by the Board to increase the operation and maintenance costs of the Corporation above the limits established in Section 4.04, below, or have a capital cost greater than \$100,000.

(c) Proceeds of bonds, notes and other obligations shall be expended in accordance with the terms of the resolution authorizing the issuance of such bonds, notes or other obligations.

4.03 *Issuance of Debt.* The Corporation shall have no authority to issue debt.

~~(a) The Corporation, with the approval of the Authority, is authorized to issue short-term debt in the form of bonds, notes, and other obligations which by their terms mature and are payable not later than one (1) year from their initial date of issuance. Where possible, the amount and purpose of the short-term debt shall be projected by the Corporation in its annual budget to the Authority. The Authority shall be given the first opportunity to provide these funds before the Board incurs debt.~~

~~(b) The Corporation, with the approval of the Authority, is authorized to issue long-term debt in the form of bonds, notes, and other obligations which by their terms mature and are payable beyond one (1) year from their initial date of issuance. Long term debt may be issued to finance capital improvements and costs related thereto, and to refund or refinance any outstanding bonds, notes, or obligations issued or incurred by the Corporation, or for such other reasons as may be approved by the Authority.~~

~~(c) Short term debt as defined in Subsection (a) and long term debt as defined in Subsection (b) of this Section 4.03 may be issued only if:~~

~~(i) the issuance of said debt is approved by a majority of the entire Board; and~~

~~(ii) the issuance of said debt is approved by resolution or ordinance of the Authority.~~

~~(d) Any debt issuance approved by the Authority shall be paid from any source or sources permitted by law including the income and revenue of the Corporation.~~

4.04 *Increase of O&M Costs.* Except for items mandated by changes in state or federal law or regulation that could not reasonably have been anticipated prior to submission of the Corporation's annual budget to the Authority for review and comment, in the event any one or more items are added during a fiscal year that would increase or cause the annual operation and

maintenance costs to exceed ten percent (10%) above the budgeted amount for that year, the Board must receive prior approval from the Authority prior to making that addition.

4.05 *Fiscal Year.* The fiscal year of the Corporation shall begin October 1 of each year.

4.06 *Annual Budget.*

(a) Prior to the beginning of each fiscal year, the Board shall prepare, or cause to be prepared, and approve a budget (the “Budget”) for the fiscal year. After approval by the Board, the Budget shall be submitted to the Authority for approval.

(b) The Budget shall, at a minimum, include capital, operational, ~~debt-service~~ and project-specific expenditures and corresponding revenues. The Budget shall clearly indicate the sources and purposes of revenues contributed by the Authority, any non-participating unit of government, or other third-parties.

(c) If the Board fails to approve the Budget, or if the Budget is not approved by the Authority, then the Budget for the prior fiscal year shall be deemed approved.

(d) From time to time, the Board may undertake one or more projects related to the purposes of the Corporation requiring the expenditure of funds not approved in the Annual Budget. While the Board may elect to amend the Annual Budget for a particular project(s) related to the purposes of the Corporation, such expenditures may not be undertaken in that regard unless or until an agreement with the Authority or a third-party unit of government is executed with the Corporation, which shall contain at least the following:

(i) the service(s) to be provided by the Corporation;

(ii) the method by which the Corporation intends to provide the service(s) (i.e., the Corporation intends to contract with a private entity or perform the service(s) itself, or some blending of the various methods);

(iii) the total cost of the project(s) to be undertaken by the Corporation; and

(iv) written agreement by the third-party unit of government to contribute an agreed-upon portion of the stated project expenditures, along with the agreed-upon portion being contributed by the Authority, if any.

4.07 *Line Item Flexibility.* The Board and, if authorized by the Board, the President, has the authority to shift operation and maintenance funds from one line item of the Budget to another without the approval of the Authority.

4.08 *Reserve Fund.* The Budget may provide for one or more reserve funds for the replacement of scheduled assets, for capital improvements and reasonable reserves for future activities, debt, establishment of a capital reserve. Any unencumbered funds remaining at the end of the fiscal year shall be converted to the Reserve Fund.

4.09 *Other Funds.* Other funds, such as unrestricted charitable donations, may be used by the Board in accordance with the approved budget or, if not anticipated in the Budget, as the Board directs, provided that the limitation set out in Section 4.04, above or a capital cost of \$100,000 is not exceeded.

4.10 *Appropriations and Grants.* The Corporation shall have the power to request and accept any appropriations, grant, contribution, donation, or other form of aid from the federal government, the State, any political subdivision, or municipality in the State, or from any other source.

4.11 *Sale or Transfer of Assets.* The Corporation may not sell, transfer or assign real property or permits of the Corporation, in whole or in part, without the approval of the Board. After approval by the Board, the proposed sale, transfer or assignment of the assets (“the Asset Transfer”) must be submitted to the Authority for approval. The Authority will approve or disapprove the Asset Transfer in whole or in part. Notwithstanding the foregoing, the Board shall not be required to obtain the consent of the Authority to sell, convey, or transfer to a third-party personal property of the Corporation determined by the Board to be surplus and which has a depreciated unit value of less than \$1000.00 per unit.

ARTICLE V

Indemnification of Directors and Officers

5.01 *Right to Indemnification.* Subject to the limitations and conditions as provided in this Article V and the Certificate, each person who was or is made a party, is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitral or investigative (hereinafter a “proceeding”), or any appeal in such a proceeding or any inquiry or investigation that could lead to such a proceeding, by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a Director or officer of the Corporation shall be indemnified by the Corporation to the fullest extent permitted by the Texas Nonprofit Corporation Law, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment) against judgments, penalties (including excise and similar taxes and punitive damages), fines, settlement and reasonable expenses (including, without limitation, attorneys’ fees) actually incurred by such person in connection with such proceeding, and indemnification under this Article V shall continue as to a person who has ceased to serve in the capacity which initially entitled such person to indemnify hereunder. The rights granted pursuant to this Article V shall be deemed contract rights, and no amendment, modification or repeal of this Article V shall have the effect of limiting or denying any such rights with respect to actions taken or proceedings arising prior to any such amendment, modification or repeal. It is expressly acknowledged that the indemnification provided in this Article V could involve indemnification for negligence or under theories of strict liability.

5.02 *Advance Payment.* The right to indemnification conferred in this Article V shall include the right to be paid in advance or reimbursed by the Corporation the reasonable expenses

incurred by a person of the type entitled to be indemnified under Section 5.01 who was, is or is threatened to be made a named defendant or respondent in a proceeding in advance of the final disposition of the proceeding and without any determination as to the person's ultimate entitlement to indemnification; provided, however, that the payment of such expenses incurred by any such person in advance of the final disposition of a proceeding, shall be made only upon delivery to the Corporation of a written affirmation by such Director or officer of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification under this Article V and a written undertaking, by or on behalf of such person, to repay all amounts so advanced if it shall ultimately be determined that such indemnified person is not entitled to be indemnified under this Article V or otherwise.

5.03 *Indemnification of Employees and Agents.* The Corporation, by adoption of a resolution of the Board, may indemnify and advance expenses to an employee or agent of the Corporation to the same extent and subject to the same conditions under which it may indemnify and advance expenses to Directors and officers under this Article V.

5.04 *Appearance as a Witness.* Notwithstanding any other provision of this Article V, the Corporation may pay or reimburse expenses incurred by a Director or officer in connection with his or her appearance as a witness or other participation in a proceeding involving the Corporation or its business at a time when he or she is not a named defendant or respondent in the proceeding.

5.05 *Non-exclusivity of Rights.* The right to indemnification and the advancement and payment of expenses conferred in this Article V shall not be exclusive of any other right which a Director or officer or other person indemnified pursuant to Section 5.03 of this Article V may have or hereafter acquire under any law (common or statutory), provision of the Certificate or these Bylaws, agreement or disinterested Directors or otherwise.

5.06 *Insurance.* The Corporation shall provide for the purchase and maintenance of insurance, at its expense, to protect itself and any person who is (or was) serving as a Director, officer, employee or agent of the Corporation or who is (or was) serving at the request of the Corporation as a Director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, proprietorship, employee benefit plan, trust or other enterprise against any expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under this Article V.

5.07 *Notification.* Any indemnification of or advance of expenses to a Director or officer in accordance with this Article V shall be reported in writing to the members of the Board with or before the notice of the next regular meeting of the Board and, in any case, within the ninety (90) day period immediately following the date of the indemnification or advance notification.

5.08 *Savings Clause.* If this Article V or any portion hereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify and hold harmless each Director, officer or any other person indemnified pursuant to this Article V as to costs, charges and expenses (including attorneys' fees), judgments, fines and amounts paid

in settlement with respect to any action, suit or proceeding, whether civil, criminal, administrative or investigative, to the full extent permitted by any applicable portion of this Article V that shall not have been invalidated and to the fullest extent permitted by applicable law.

ARTICLE VI

~~Additional~~ Duties and Authority of the General Manager~~President~~; Employees

6.01 *Additional Powers and Duties of the ~~President~~General Manager.*

(a) *Responsible for hiring and supervision of Employees.* The ~~President~~Board shall be responsible for hiring and terminating the employees of the Corporation. Except to the extent provided (i) in a collective bargaining agreement to which the Corporation is a party or (ii) under applicable state or federal law or regulations, all employees hired by the ~~President~~Board shall be terminable at-will and not be provided any term or promise of employment. The General Manager shall report directly to the Chair of the Board. NTMC employees shall report directly to the General Manager.

~~(e) — *Spending Authority.* The President is authorized to approve expenditures, make purchases, and enter into contracts on behalf of the Corporation which require an expenditure not to exceed \$50,000 without Board approval as long as funds are budgeted and are available for the expenditure.~~

~~(d) — *Annual Budget.* The President is responsible for the preparation of the Corporation's annual budget for consideration and approval by the Board.~~

6.02 *Contracting with the Authority.* The Corporation may contract with the Authority for utilization of employees of the Authority. The Corporation may, without compensation, use the services of employees the Authority with the prior written consent of the Authority's Chief Executive Officer. The Board is authorized to employ or contract for project-specific personnel to manage or to operate a service provided by the Corporation.

ARTICLE VII

Code of Ethics

7.01 *Policy.* It is the policy of the Corporation that Directors and officers conduct themselves in a manner consistent with sound business and ethical practices; that the public interest always be considered in conducting corporate business; that the appearance of impropriety be avoided to ensure and maintain public confidence in the Corporation; and that the Board establish policies to control and manage the affairs of the Corporation fairly, impartially, and without discrimination.

7.02 *Purpose.* This Code of Ethics has been adopted as part of the Corporation's Bylaws for the following purposes: (i) to encourage high ethical standards in official conduct by Directors and corporate officers; and (ii) to establish guidelines for such ethical standards of conduct.

ARTICLE VIII Miscellaneous Provisions

8.01 *Seal.* The seal of the Corporation shall be such as may be from time to time approved by the Board. The seal of the Corporation shall not be required to be placed on a document in order for the document to be considered a valid act or agreement of the Corporation.

8.02 *Notice and Waiver of Notice.* Whenever any notice, other than public notice of a meeting given to comply with the Open Meetings Act, is required to be given under the provisions of these Bylaws, such notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled thereto at his or her post office address, as it appears on the books of the Corporation, and such notice shall be deemed to have been given on the day of such mailing. If transmitted by facsimile or email, such notice shall be deemed to be delivered upon successful transmission of the facsimile or email. A Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting unless such attendance is for the purpose of objecting to the failure of notice. A waiver of notice, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

8.03 *Gender.* References herein to the masculine gender shall also refer to the feminine in all appropriate cases and vice versa.

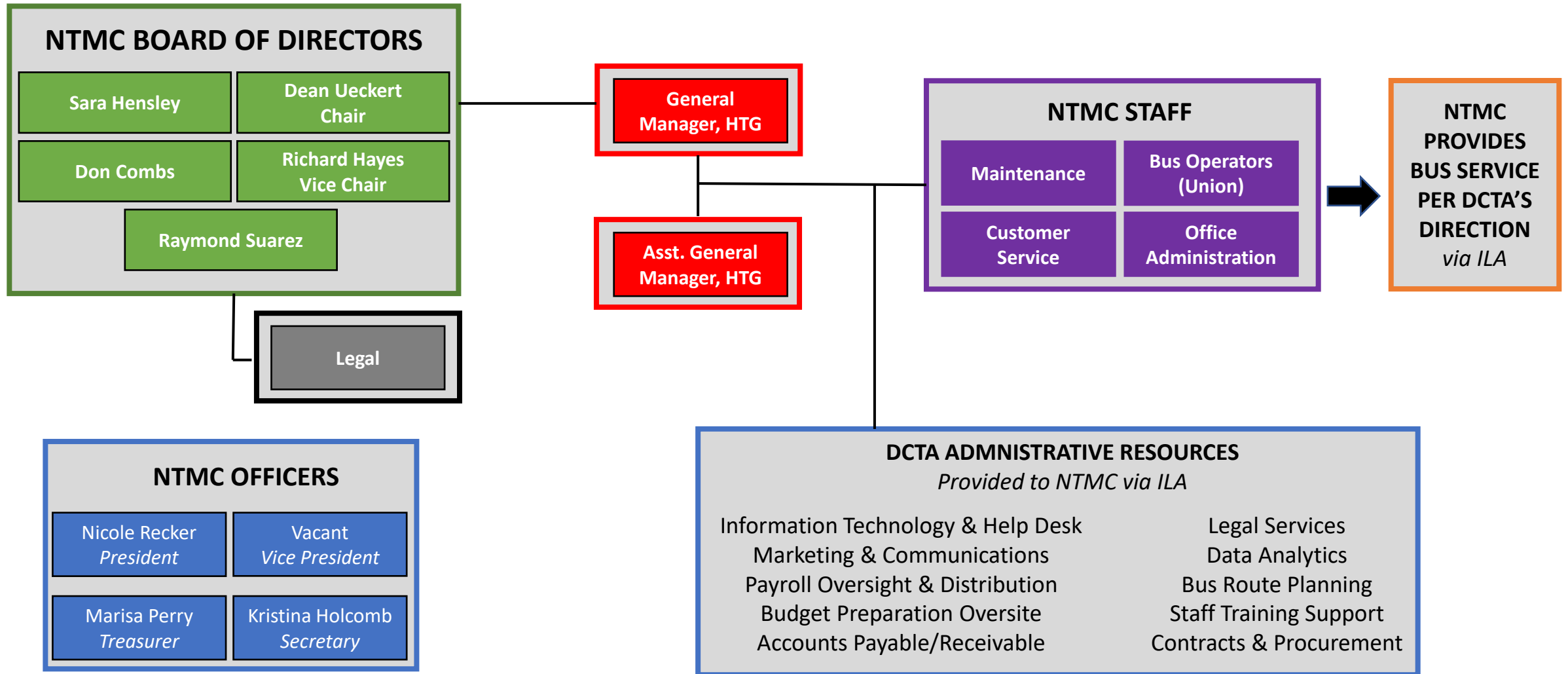
8.04 *Distribution of Net Income; Return of Funds.* Notwithstanding Section 431.107 of the Act entitling the Authority at all times to have the right to equally receive the income earned by the Corporation, any income earned by the Corporation after payment of reasonable expenses, reasonable reserves for future activities, debt, establishment of a capital reserve, and establishment of a reserve for satisfaction of other legal obligations of the Corporation shall be retained by the Corporation and applied as a credit to the charges to the Authority for operations of the Corporation and/or other services provided by the Corporation to the Authority.

8.05 *Authority Access to Records of Corporation.* Notwithstanding the provisions of the Public Information Act or any exceptions contained therein to disclosure and the rights or limitations thereof regarding the review of records of Texas non-profit corporations, the Authority shall have a special right to review and obtain copies of the records of the Corporation, regardless of format, upon reasonable notice and during regular business hours of the Corporation; provided, however, such special right of access to the Authority shall not apply to records to which law or regulation expressly prohibit disclosure to third parties that would by definition include the Authority.

8.06 *Amendments.* A proposal to alter, amend or repeal these Bylaws shall be made by the affirmative vote of a majority of the entire Board at any regular meeting, or at any special meeting if notice of the proposed amendment be contained in the notice of said special meeting. However, any proposed change or amendment to these Bylaws must be approved by resolution of the Authority in order to be effective.

Approved by DCTA Board of Directors on February 28, 2019
Approved by Board of Directors of North Texas Mobility Corporation on April 16, 2019.
Amended by NTMC Board of Directors and DCTA Board of Directors on May 23, 2019

North Texas Mobility Corporation (NTMC) –Updated Structure 05.2021



Board of Directors Memo

June 17, 2021

SUBJECT: Discuss and Consider Approval of Projected FY2022 Bus Service Hours

Recommendation

Staff recommends approval of the FY2022 bus service hour projections to be provided by North Texas Mobility Corporation (NTMC) as defined below.

Background

On April 16, 2021, DCTA provided NTMC management with FY2022 bus service hour projections in an effort to begin the FY2022 budget process. The projected bus service hours align with the FY2022 service impacts driven by the transition to GoZone.

The FY2022 bus service hour projections are as follows:

FY '22 Projected Bus Service Hours	
Service	Service Hours
Denton Fixed Route (Routes 3 and 7, service ending in March 2021)	5,203.50
MK101 (Service operated six days a week, for entire year)	1,228.00
Denton Demand Response (Access service, for entire year)*	7,265.43
Highland Village Demand Response (Access service, for entire year)*	554.11
Lewisville Demand Response (Access service, for entire year)*	4,175.60
University of North Texas	42,334.80
Frisco Demand Response (Contract service)	2,513.48
Collin County Transit Demand Response (Contract service, ending in December 2021)	126.06
	63,400.98

**Access service hours will reduce if the board approves Via to operate service; slated for early 2022*


On May 26, 2021, the NTMC Board of Directors requested that the DCTA Board of Directors provide written notification of projected FY2022 bus service hours for budget preparation purposes (labor only).

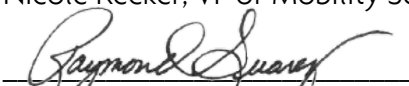
Financial Impact

The financial impact of the FY2022 bus service hours projections are solely dependent on NTMC management's labor assumption.

Exhibits

N/A

Submitted by: 
Nicole Recker, VP of Mobility Services and Administration

Approved by: 
Raymond Suarez, CEO

NTMC: Operator Spotlight



Gilbert Esposito

Special thanks to Gilbert Esposito for Outstanding Operator Performance for the month of May!

May: 0 accidents, 0 points accrued, 0 call outs

Mr. Esposito ALWAYS goes above and beyond to perform his job duties as a Bus Operator, he is punctual, has a positive attitude and is very kind.

We are extremely proud to have Gilbert as a part of the awesome operator team here at NTMC!