



# City of Franklin

Mailing Address:  
109 3<sup>rd</sup> Ave S  
Franklin, TN 37064  
(615) 791-3217

## Meeting Agenda

### Franklin Transit Authority

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Tuesday, June 2, 2026

4:00 PM

Eastern Flank Event Facility

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#### MEETING LOCATION

Eastern Flank Event Facility  
1368 Eastern Flank Circle

Notice is hereby given that a meeting of the Franklin Transit Authority will be held on the date and time listed above. You may call 615.791.3212 for additional information. For accommodations due to disabilities or other special arrangements, please contact the Human Resources Department at 615.791.3216 at least 24 hours prior to the meeting. Accommodations have been made to ensure that the public is able to view the meeting. The public may view the meeting by attending in person at the meeting location.

#### CALL TO ORDER

#### CITIZEN COMMENTS

#### APPROVAL OF MINUTES

1. Consideration Of Approval Of Minutes

#### OLD BUSINESS

#### NEW BUSINESS

2. Consideration Of Financial Report
3. Consideration Of Grants And Funding Report
4. Consideration Of Transit And VanStar Statistics Report
5. Consideration Of Resources And Opportunities Report
6. Consideration Of Outreach And Marketing Report
7. Consideration Of Contractor Monitor Report
8. Consideration Of Equipment Report
9. Update on City of Franklin Parking Study
10. Update on Transit Master Plan
11. Acknowledgment of Franklin Transit Authority Procurement Policy Manual

12. Consideration of Continuation of FREE Lunchtime Shuttle Service
13. Acknowledgment Of Amendment to COF Contract No. 2024-0302

**OTHER BUSINESS**

14. City Staff Report
15. Report Of TMA President/CEO
16. Chairman's Report

**ADJOURN**

Anyone needing accommodations due to disabilities please contact the ADA Coordinator at 615-791-3277 at least 24 hours prior to the meeting.



**FRANKLIN TRANSIT AUTHORITY  
MINUTES OF BOARD MEETING  
Tuesday, April 7, 2026; 4:00 P.M.**

The Franklin Transit Authority met on Tuesday, April 7, 2026, at 4:00 P.M., at the Eastern Flank Event Facility in Franklin, TN.

**Members Present**

Scotty Bernick	Debbie Henry, The TMA Group	Shauna Billingsley, City of Franklin
Eric McElroy	Kelly Bair, The TMA Group	Franklin
Deanna Lambert	Sharmila Patel, The TMA Group	Walter Denton, City of Franklin
Doris McMillan	Max Baker, City of Franklin	Paul Holzen, City of Franklin
John Schroer	Christiana Dunn, City of Franklin	Andrew Orr, City of Franklin

**CALL TO ORDER**

Chairman John Schroer welcomed everyone and called the meeting to order.

**CITIZEN COMMENTS**

There were no citizen comments

**ROLL CALL/CONFIRM QUORUM/ANNOUNCEMENTS**

Chairman Schroer confirmed a quorum was present.

**APPROVAL OF MINUTES**

There were no questions or comments made regarding the February 2026 Authority minutes. Ms. Doris McMillan made a motion for approval of the FTA minutes. Mr. Eric McElroy seconded the motion, and the Authority voted unanimously to approve.

**NEW BUSINESS**

**Consideration of Financial Report**

Dr. Kelly Bair shared the FY26 financial report through February 28—transit is still tracking well to the budget and pointed out line items that were higher than originally budgeted as a result of the pilot lunch shuttle, the City’s insurance requirements, and the new fleet facility.

**Consideration of Grants and Funding Report**

Ms. Sharmila Patel shared an update on the status of current FTA and CMAQ grants for Franklin Transit Authority and Williamson County (a subrecipient). Items of note included the upcoming Triennial Review by the Federal Transit Administration, which is scheduled for August, and the FY2026 FTA 5307 application for Franklin Transit and Williamson County.

## **Consideration of Transit and VanStar Operating Statistics Report**

Mr. Max Baker shared the transit report and discussed ridership numbers through March. Ms. Debbie Henry discussed progress at the new fleet facility, which is 85 percent complete. She shared the VanStar report and emphasized the key performance highlights, including revenues being ahead of budget, and the environmental and economic impact of the program.

## **Consideration of Resources and Opportunities Report**

Ms. Henry shared information about Franklin Transit's involvement with Youth Leadership Franklin and upcoming participation in the City's Touch a Truck event and with TDOT at the Seniors Food for Thought event. The Tweens and Teens program will run from May 22 through August 10.

Mr. Baker indicated that he will be participating in the Vision City visit in Chattanooga next week. Conversations have started about a potential bus shelter at Franklin Estates.

## **Consideration of Outreach and Marketing Report**

Ms. Henry reminded everyone that Franklin Transit has an active presence on social media and encouraged everyone to follow and share posts. Franklin Transit is also featured in TMA Group's bi-monthly e-newsletter, In Motion.

## **Consideration of Contract Monitor Report**

Ms. Christiana Dunn reviewed the relevant items from the contractor monitoring report, the acquisition of three vehicles for Franklin Transit.

Mr. McElroy made a motion to accept the reports presented, and Mr. Bernick seconded the motion, which then passed unanimously.

## **Update on Transit Master Plan**

Mr. Max Baker provided an update on the transit master plan, recapping public outreach efforts and goals and objectives. He focused time on discussing the plan's transit improvement alternatives and the possible timeline over the next ten years. The timeline for the plan itself includes public meetings over the next two months and Authority approval of the draft Transit Master Plan at the June meeting.

## **Acknowledgement of TDOT-Franklin Transit Authority 5307 Contract**

The TN Department of Transportation matches the federal funds allocated to the Franklin Transit Authority for 5307 grants for capital assistance. The contract for \$25,078.00 represents the state match for FTA grant TN-90-X352.

Ms. MacMillan made a motion to approve Franklin Transit Authority vehicles being stored uncovered at the new location. Mr. McElroy seconded the motion, and it passed unanimously.

## **Acknowledgement of Transit Shelter Install in Hard Bargain Neighborhood**

The Hard Bargain Association has requested a transit shelter be installed to serve the Red Route. Mr. Derrick Solomon of the Hard Bargain Association expressed his appreciation for the collaborative effort and how all the stakeholders are excited about this improvement.

If the Authority approves the installation, staff will continue working with the property owners (TOUSSAINT L'OUVETURE CEMETERY) and the City of Franklin to install the recommended improvements.

Ms. Deanna Lambert made a motion to approve the installation. Mr. Bernick seconded the motion, and it passed unanimously.

## **ADJOURN**

Mr. McElroy made a motion to adjourn, Ms. Lambert seconded the motion, and it passed unanimously.

The meeting adjourned at 5:15 PM. The next regularly scheduled meeting will be Tuesday, June 2 at 4:00 PM in the Eastern Flank Event Facility.

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John Schroer, Chairman

**The TMA Group**  
**Statement of Activities**  
**Franklin Transit Authority**  
**For the Nine Months Ending March 31, 2026**

	Month Actual	Month Budget	YTD Actual	YTD Budget	Total Budget
<b>Revenues</b>					
COF Transit Operating	\$ 174,390.05	\$ 114,529.33	\$ 1,095,886.00	\$ 976,862.83	1,412,203.75
Fares	5,342.00	8,083.33	76,379.00	72,749.97	97,000.00
Other Revenues	800.00	800.00	37,179.72	7,300.00	9,700.00
State Funding	3,633.00	3,073.00	357,034.00	377,191.00	378,447.00
Federal Funding	229,849.00	147,783.00	1,319,211.00	1,190,710.00	1,639,212.00
<b>Total Revenues</b>	<b>414,014.05</b>	<b>274,268.66</b>	<b>2,885,689.72</b>	<b>2,624,813.80</b>	<b>3,536,562.75</b>
<b>Direct Cost of Program</b>					
Salaries & Wages - Admin	35,331.80	26,464.96	252,920.03	259,891.98	352,519.36
Salaries & Wages Transit Operations	43,583.00	27,729.63	293,010.93	276,321.95	373,375.71
Salaries & Wages - Drivers	134,278.29	82,855.60	936,220.77	830,395.95	1,122,140.60
Taxes & Benefits - Transit Admin	5,230.18	3,788.69	37,891.85	36,640.88	49,901.29
Taxes & Benefits - Transit Operations	8,535.36	6,603.02	66,125.95	63,714.85	86,825.48
Taxes & Benefits - Drivers	38,228.51	26,141.97	284,980.18	251,260.94	342,734.91
Uniforms	0.00	250.00	2,859.18	2,250.00	3,000.00
Professional Services	6,589.55	5,323.05	41,305.99	47,907.45	63,876.57
Transit Building Maintenance	2,925.57	2,666.67	22,348.17	24,000.03	32,000.00
Transit Vehicle Maintenance	37,756.64	30,291.67	258,413.22	272,625.03	363,500.00
Transit Center Cleaning	2,080.00	2,083.33	18,540.00	18,749.97	25,000.00
Transit Safety	0.00	1,250.00	946.00	11,250.00	15,000.00
IT Support	3,742.24	4,464.64	41,422.57	40,181.76	53,575.70
Software Licensing Expenses	673.00	833.33	9,035.83	7,499.97	10,000.00
Transit Security	22,508.01	1,666.67	29,563.07	15,000.03	20,000.00
Transit Surveillance	296.65	316.67	2,669.85	2,850.03	3,800.00
Legal Fees	0.00	20.83	1,820.00	187.47	250.00
Transit-DAM Compliance	150.00	333.33	2,769.08	2,999.97	4,000.00
Payroll Fees	2,343.27	848.34	12,625.16	8,059.21	11,028.36
Transit Fuel & Lubricants	18,437.52	14,808.34	125,897.90	133,275.06	177,700.00
Postage and Supplies	2,260.29	1,123.56	9,286.59	10,112.04	13,482.66
Utilities	5,957.52	3,166.27	39,789.44	28,496.43	37,995.20
Trolley Insurance	17,396.03	15,974.42	143,474.82	143,769.78	191,693.00
Transit General Liability	1,426.43	1,600.42	13,015.87	14,403.78	19,205.00
Payouts for Insured Liab Damag	0.00	766.67	19,382.85	6,900.03	9,200.00
Errors & Omissions Liability	946.32	1,125.00	8,516.88	10,125.00	13,500.00
Insurance General Office & D&O	1,488.74	1,348.51	41,151.56	12,136.59	16,182.07
Vehicle Licensing & Registrati	63.69	0.00	63.69	0.00	0.00
Dues and Subscriptions	2,777.90	1,949.69	25,979.46	17,547.21	23,396.28
Meetings	0.00	0.00	350.00	0.00	0.00
Travel and Training	28.99	673.88	365.57	6,064.92	8,086.56
Equipment - Other	1,106.89	82.02	8,866.02	738.18	984.20
Bank Fees	58.80	37.50	507.06	337.50	450.00
Marketing & Advertising	2,216.79	1,262.50	42,305.22	11,362.50	15,150.00
Office Rent	13,846.35	3,900.14	74,681.92	35,101.26	46,801.70
Equipment Lease	409.31	508.33	3,597.05	4,574.97	6,100.00
Equipment Usage (Depreciation)	1,340.41	2,009.01	12,989.99	18,081.09	24,108.10
ADA Expenditures	0.00	0.00	0.00	0.00	0.00
<b>Total Direct Cost of Program</b>	<b>414,014.05</b>	<b>274,268.66</b>	<b>2,885,689.72</b>	<b>2,624,813.81</b>	<b>3,536,562.75</b>
<b>Net Difference - Operations</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>(\$ 0.01)</b>	<b>0.00</b>

**The TMA Group  
Statement of Activities  
Franklin Transit Authority  
For the Nine Months Ending March 31, 2026**

	Month Actual	Month Budget	YTD Actual	YTD Budget	Total Budget
<b>Planning</b>					
Federal Planning	\$ 23,583.00	\$ 8,334.00	\$ 153,761.00	75,000.00	100,000.00
State Planning	2,947.00	1,042.00	19,218.00	9,375.00	12,500.00
COF Planning Cost Share	2,949.70	1,040.66	19,223.09	9,375.02	12,500.00
<b>Total Planning Revenues</b>	<b>29,479.70</b>	<b>10,416.66</b>	<b>192,202.09</b>	<b>93,750.02</b>	<b>125,000.00</b>
<b>Planning Costs</b>					
Planning/Transit	29,479.70	10,416.67	192,203.51	93,750.03	125,000.00
Zero Emission Study Match	0.00	0.00	(1.42)	0.00	0.00
<b>Net Difference - Planning</b>	<b>\$ 0.00</b>	<b>(\$ 0.01)</b>	<b>\$ 0.00</b>	<b>(\$ 0.01)</b>	<b>0.00</b>
<b>Equipment</b>					
Federal Capital Expenditures	\$ 317,712.00	\$ 36,695.00	\$ 334,758.00	330,249.00	440,332.00
State Capital Expenditures	39,713.00	4,587.00	41,843.00	41,280.00	55,041.00
COF Capital Cost Share	39,715.00	3,085.92	41,847.08	27,782.28	37,042.00
Sale of Surpl's Asset	0.00	1,500.00	0.00	13,500.00	18,000.00
<b>Total Equipment Revenues</b>	<b>397,140.00</b>	<b>45,867.92</b>	<b>418,448.08</b>	<b>412,811.28</b>	<b>550,415.00</b>
<b>Equipment Costs</b>					
Equipment - Transit	397,140.00	45,867.92	418,448.08	412,811.28	550,415.00
<b>Net Difference - Equipment</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>0.00</b>	<b>0.00</b>

The TMA Group  
Statement of Financial Position  
March 31, 2026

ASSETS

Current Assets

Pinnacle Bank - COF Transit	\$	462.38
Receivables - Federal		241,472.00
Receivables - State		124,329.00
Receivables Other - Transit		<u>600.00</u>

Total Current Assets 366,863.38

Total Assets \$ 366,863.38

LIABILITIES AND NET ASSETS

Current Liabilities

Accrued Revenue Due to Transit	\$	<u>366,863.38</u>
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Total Current Liabilities 366,863.38

Total Liabilities & Net Assets \$ 366,863.38

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The TMA Group negotiates on behalf of the Franklin Transit Authority and Williamson County vanpool with Nashville MTA and RTA for the distribution of Federal Transit Administration (FTA) Section 5307 grant funding made available to the Nashville-Davidson Urbanized Area (UZA).

**Current Federal Transit Administration Grant Balances as of May 12, 2026**

Funding Source	Grant Number	FTA Transit	FTA - Williamson Passthrough - Vanpool	Uses	TIP ID	UPWP Study
5307	TN-90-X384-00	\$101,446.00	\$0	Preventive Maintenance	2015-65-075	
5307	TN-90-X352-00	\$9053.00	\$0	Preventive Maintenance	2015-65-075	
5307	TN-2019-021-00	\$848,991.00	\$10.00	Shelters, Security, Support Software/ Equipment, Bus	2015-65-060	
5307	TN-2020-008-00	\$23,513.00	\$520,000.00	Security, Vanpool Vehicles	2019-65-128; 2015-65-075	
5307 CARES Act	TN-2020-018-00	\$2.00	\$740.00	Vanpool Operating Assistance	N/A	
5307	TN-2022-031-00	\$121,706.00	\$475,165.00	Planning, Security, Rent (WC: Operating Assistance and Planning)	2019-65-128; 2019-65-131; 2019-65-129; 2019-65-130	Franklin Transit Authority: Transit Master Plan AND Williamson County Vanpool: Transit Demand Management (TDM) Strategies Study AND Williamson County Vanpool/TMA Group: Coordination/Planning for Transportation Service Gaps Study
5307	TN-2023-037-00	\$712,264.00	\$325,165.00	Operating, Security, (WC: Operating Assistance)	2015-65-060; 2018-65-056; 2019-65-128	
5307 ARP	TN-2022-027-00	\$2,359.00	\$2.00	Security	N/A	
5307	TN-2024-031-00	\$1,425,460.00	\$0	Microtransit: Operating Assistance and Hardware/Software	2022-65-154	
5307	TN-2024-024-00	\$643,953.00	\$465,447.00	PM, Security, Safety, Support Vehicle, Training	2011-65-016; 2015-65-060;	

				(WC: Operating Assistance and Security)	2018-65-056; 2019-65-128	
5307	TN-2025-018-00	\$4,359,093.00	\$600,202.00	Operating, PM, Security, Safety, Rolling Stock, Capital for ZEB, Planning (WC: Operating Assistance and Security)	2018-65-056; 2011-65-016; 2015-65-060; 2019-65-128; 2019-65-129	Franklin Transit Authority: Transit Master Plan
5307	TN-2025-016-00	\$737,377.00	\$983,140.00	Preventive Maintenance (WC: Replacement Vans)	2011-65-016; 2015-65-075	
5307	TN-2026-017-00	\$3,304,543.00	\$1,899,798.00	Operating, PM, Planning, Security, Rent (WC: Operating Assistance Security, Mobility Mgt.)	2018-65-056; 2011-65-016; 2015-65-060; 2019-65-128; 2019-65-129 2014-85-014	Franklin Transit Authority: Transit Master Plan
CMAQ			\$2,754,035.25	Vanpool Post-Pandemic Initiative	2022-65-157	

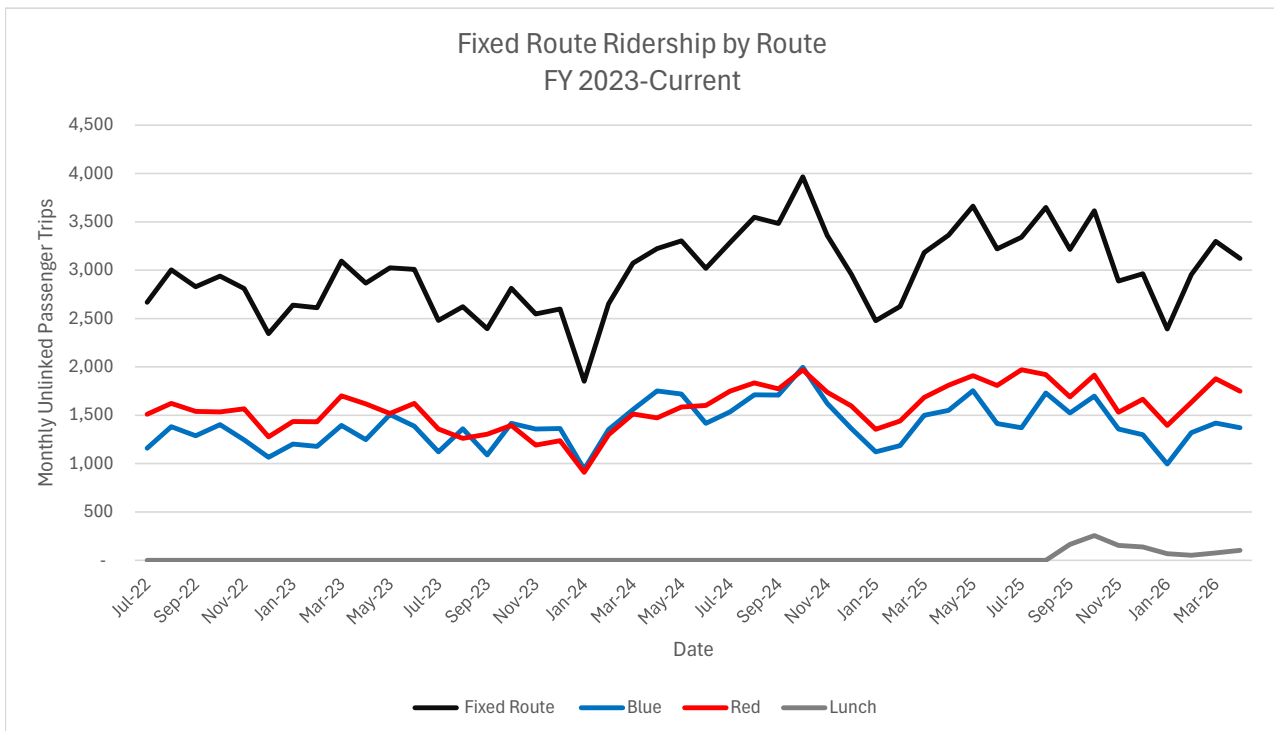
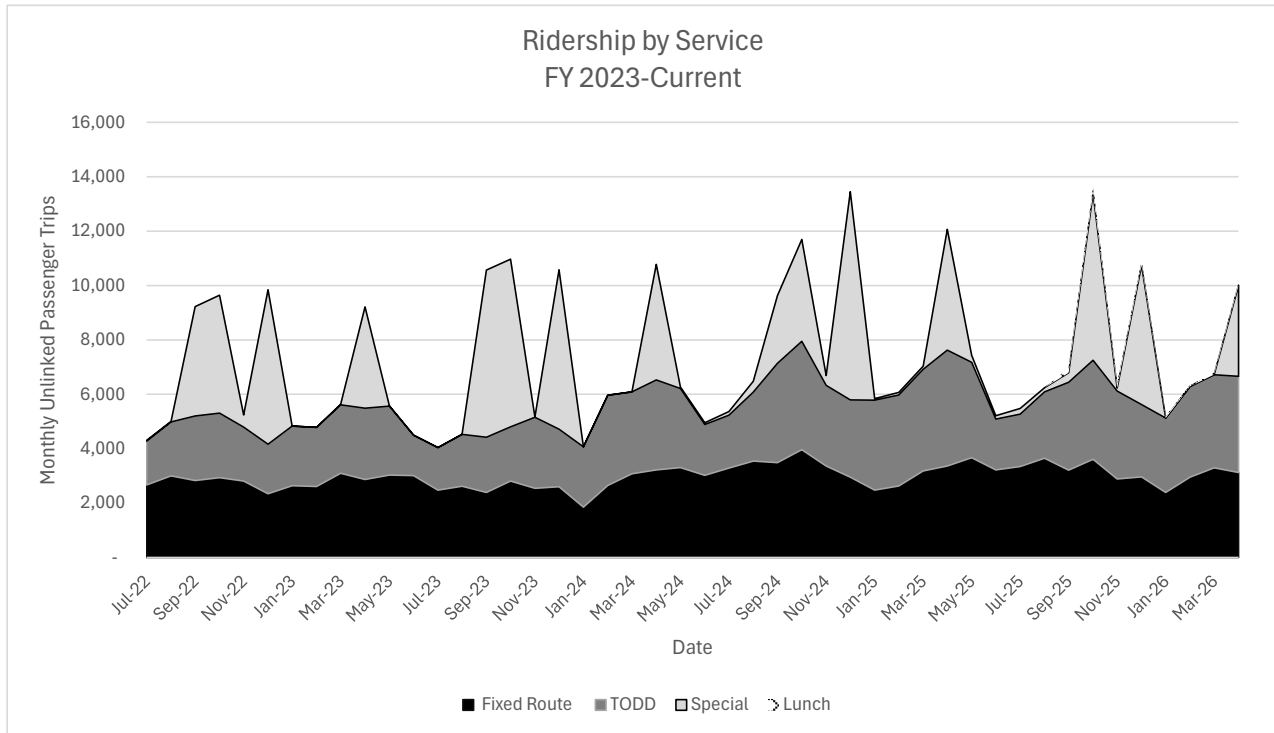
**Grant and Procurement Updates:**

- Budget Revisions have been approved for grants TN-90-X384-00 and TN-90-X352-00 to move all remaining funds to preventive maintenance.
- The annual FFY2026 application for Franklin Transit Authority and Williamson County vanpool has been approved and will be available for use.
- Award TN-2017-020 has been closed out.
- The three new buses are all in service, currently operating on fixed routes.
- TDOT's Congestion Mitigation and Air Quality (CMAQ) Improvement Program awarded funds for Franklin Transit and Williamson County Vanpool. The Franklin Transit Historic Trolley Repower & Restoration Program is for \$160,000 with a 20% local match. The TMA Group Hybrid Vanpool Fleet Replacement (5) & Expansion (5) Program is for \$332,000 with a 10% state and 10% local match. These have been included in the TIP, and the next step is to ask TDOT to flex the funds over to the Federal Transit Administration.

Franklin Transit Operating Statistics

Average Ridership by Service (FY23-Current)					
	Total	Fixed Route	TODD	Special	Lunch*
Monthly	7,321	2,978	2,665	1,656	127
Daily	282	115	103	64	7

Average Ridership by Route (FY23-Current)				
	Fixed Route	Red	Blue	Lunch*
Monthly	2,978	1,577	1,401	127
Daily	115	61	54	7



\* Lunch shuttle in operation for 12 days in September

# FRANKLIN TRANSIT AUTHORITY

## Board Report — May 2026

Reporting Period: March & April 2026

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### RIDERSHIP REPORT — March & April 2026

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#### March 2026 Passenger Trips

Service	Passenger Trips
Blue Fixed Route	1,419
Red Fixed Route	1,879
Fixed Route Subtotal	3,298
Lunch Shuttle (Fixed)	76
Special Events	4
TODD (Demand Response)	3,422
<b>MARCH TOTAL</b>	<b>6,800</b>

#### April 2026 Passenger Trips

Service	Passenger Trips
Blue Fixed Route	1,372
Red Fixed Route	1,750
Fixed Route Subtotal	3,122
Lunch Shuttle (Fixed)	103
Special Events	3,348
TODD (Demand Response)	3,537
<b>APRIL TOTAL</b>	<b>10,110</b>

*Analysis: April ridership reached 10,110 passenger trips — the highest monthly total since December — driven by a strong return of Special Event service (3,348 trips) and continued TODD demand response growth (3,537 trips, the highest of the fiscal year).*

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## FISCAL YEAR-TO-DATE — July 2025 through April 2026 (10 Months)

Service	Jul–Feb (8 mo.)	March	April	FY2026 YTD (10 mo.)
Fixed Routes (Blue + Red)	25,249	3,298	3,122	31,669
TODD (Demand Response)	23,632	3,422	3,537	30,591
Lunch Shuttle	866	76	103	1,045
Special Events	12,641	4	3,348	15,993
<b>TOTAL</b>	<b>62,388</b>	<b>6,800</b>	<b>10,110</b>	<b>79,298</b>

### Monthly Ridership Trend — FY2026

Month	Blue	Red	Lunch	Special	TODD	Total
Jul	1,371	1,970	—	208	1,927	5,476
Aug	1,731	1,920	—	154	2,441	6,246
Sep	1,685	1,763	198	913	3,669	8,228
Oct	1,699	1,915	258	6,128	3,642	13,642
Nov	1,358	1,531	155	118	3,228	6,390
Dec	1,298	1,666	139	5,112	2,660	10,875
Jan	996	1,396	65	3	2,735	5,195
Feb	1,315	1,635	51	5	3,330	6,336
Mar	1,419	1,879	76	4	3,422	6,800
Apr	1,372	1,750	103	3,348	3,537	10,110
<b>YTD</b>	<b>14,244</b>	<b>17,425</b>	<b>1,045</b>	<b>15,993</b>	<b>30,591</b>	<b>79,298</b>

*At the current pace, the system is tracking toward approximately 95,000 total passenger trips for the full fiscal year.*

# VANSTAR VANPOOL PROGRAM

## Williamson County — TMA Group

Board Report — May 2026 | Reporting Period: March & April 2026

Prepared for: Franklin Transit Authority

## 1. FISCAL YEAR-TO-DATE PERFORMANCE

### July 2025 – April 2026 (10 Months)

Metric	FY2025	FY2026 YTD	Change
Unlinked Passenger Trips (UPT)	50,055	59,470	+18.8%
Passenger Miles Traveled (PMT)	2,199,052	2,721,212	+23.7%
Vehicle Revenue Miles (VRM)	532,017	562,682*	+5.8%
Vehicle Revenue Hours (VRH)	13,558	14,205*	+4.8%
Maximum Service Vehicles (VOMS)	44	47	+6.8%
<b>* Jul–Feb actuals; Mar–Apr in reporting</b>			

Note: The FY2026 YTD figures now reflect 10 months of operation through April 2026, incorporating 13,627 additional trip segments and 655,439 passenger miles logged in March and April. Year-over-year UPT is now tracking ahead of FY2025 as federal agency compliance adjustments stabilize. VanStar revenues remain ahead of budget for FY2026.

## 2. MARCH & APRIL 2026 — MONTHLY PERFORMANCE

Metric	March 2026	April 2026	2-Month Total
Trip Segments	6,867	6,760	13,627
Commuters Logging Trips	—	—	225
Daily Commute Logs Submitted	—	—	6,820
Total Miles Reported	325,208	330,231	655,439
Total VMT Reduced	~289,000	~294,000	582,612
Fuel Saved (gallons)	~10,800	~10,850	21,653
GHG Reduced (lbs CO <sub>2</sub> e)	~208,000	~212,000	420,071
GHG Reduced (metric tons)	~94	~96	190.5

### 3. FY2026 PROJECTED ECONOMIC IMPACT

#### Program Scale

Metric	FY2026 Projected (Updated)
Active Commuters	289+
Total Trip Segments (YTD thru April)	~73,097*
Total Miles Reported — SOV Reduced	3,499,441+
Counties Served	13+
Average Commute Distance	46+ miles one-way
<b>* Includes 13,627 March–April trips added to prior YTD</b>	

#### Commuter & Household Economic Impact

Metric	FY2026 Projected
Total Participant Savings	\$1,835,262
Average Annual Savings Per Commuter	\$6,351
Local Economic Multiplier Effect	\$1.1 million+

#### Key Impacts:

- For workers earning \$24,000–\$38,000 annually, VanStar delivers a 16.7%–26.5% effective increase in disposable income
- Eliminates reliance on high-interest auto loans and unpredictable vehicle repair costs
- Enables household spending on housing, food, healthcare, and education
- \$1.84 million in savings circulates back into originating county economies

#### Regional Wages & Employment Supported

Originating County	Routes	Est. Annual Wages Supported
Montgomery (Clarksville)	23	\$8.2M+
Davidson (Nashville Hub)	—	\$12.5M+
Rutherford (Murfreesboro/Smyrna)	6	\$4.8M+
Maury (Columbia/Spring Hill)	4	\$3.2M+
Putnam (Cookeville)	3	\$2.4M+
Coffee (Tullahoma/Manchester)	3	\$2.1M+
Williamson (Franklin/Brentwood)	HQ	\$3.6M+
<b>TOTAL WAGES SUPPORTED</b>		<b>\$36.8M+</b>

### Employment Impact Highlights:

- VanStar is the only viable transit option connecting rural/suburban workers to Nashville-area jobs
- Reduces employer turnover costs by \$5,000–\$8,000 per avoided separation
- Supports sustained employment value exceeding \$8.5 million annually
- Serves workers from persistent poverty census tracts with zero fixed-route coverage

### Projected Environmental Impact — FY2026 YTD (Updated)

Metric	FY2026 Projected / YTD
Vehicle Miles Reduced (Annual Projection)	3,110,614 miles
March & April VMT Reduced	582,612 miles
Greenhouse Gas Reduced (Mar–Apr)	420,071 lbs / ~190 metric tons CO <sub>2</sub> e
Fuel Saved (Mar–Apr)	21,653 gallons
Fuel Cost Avoided (Annual Projection)	\$378,420–\$409,955

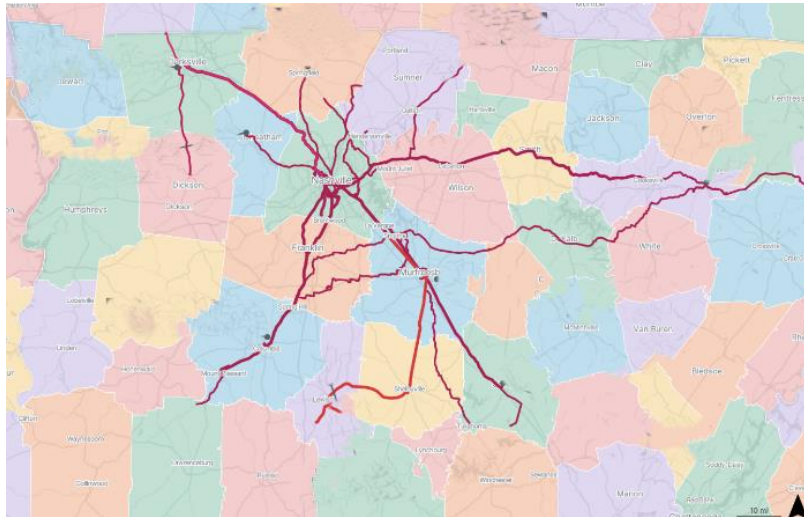
**Equivalent to removing 242 passenger vehicles from the road for one full year**

### Program Efficiency

Metric	Value
Farebox Recovery Ratio	65% (3–4x rural transit average)
Return on Federal Investment	\$15–\$20 per \$1 invested
JARC Return	\$31+ per \$1 federal share
Route Deployment Time	2–4 weeks (vs. 12–18 months for bus)

## 4. VANSTAR REGIONAL SERVICE MAP

The map below illustrates the geographic reach of the VanStar vanpool network, connecting commuters across 13+ Tennessee counties to major employment centers in the Nashville metropolitan region.



*VanStar Regional Vanpool Network — Middle Tennessee Service Area*

## 5. PIPELINE — ROUTES IN STARTUP

The following new vanpool routes are actively forming and in various stages of recruitment and vehicle assignment. These additions represent significant growth across federal, healthcare, and defense employment sectors.

Route / Employer	Destination	Type	Status
Amazon Nashville — Route 1	Nashville, TN	Corporate / Logistics	Forming — Recruiting
Amazon Nashville — Route 2	Nashville, TN	Corporate / Logistics	Forming — Recruiting
VA Clinic Nashville	Nashville, TN	Federal Healthcare	Forming — Recruiting
Veterans Benefits Admin (VBA) — Brentwood	Brentwood, TN	Federal — VBA	Forming — Recruiting
Arnold Air Force Base	Tullahoma, TN	Federal — DoD	Forming — Recruiting
MidCumberland — Dickson	Dickson, TN	Regional Transit Connect	Vehicle Assignment

### Pipeline Summary:

- 2 Amazon Nashville vanpool routes currently forming — representing new corporate sector expansion
- 1 VA Clinic Nashville route forming — extending healthcare sector coverage alongside existing VAMED routes
- 1 Veterans Benefits Administration (VBA) route in Brentwood — complementing the existing VBA Brentwood service
- 1 Arnold Air Force Base route forming in Tullahoma — expanding defense sector reach in Coffee County
- 1 vehicle committed to MidCumberland service in Dickson — extending VanStar into Dickson County

**6 new routes in pipeline representing an estimated 60–90 additional commuters and significant new VMT reductions upon launch.**

# FRANKLIN

# TRANSIT

April - May 2026

TRANSIT  
STOP

ROUTE

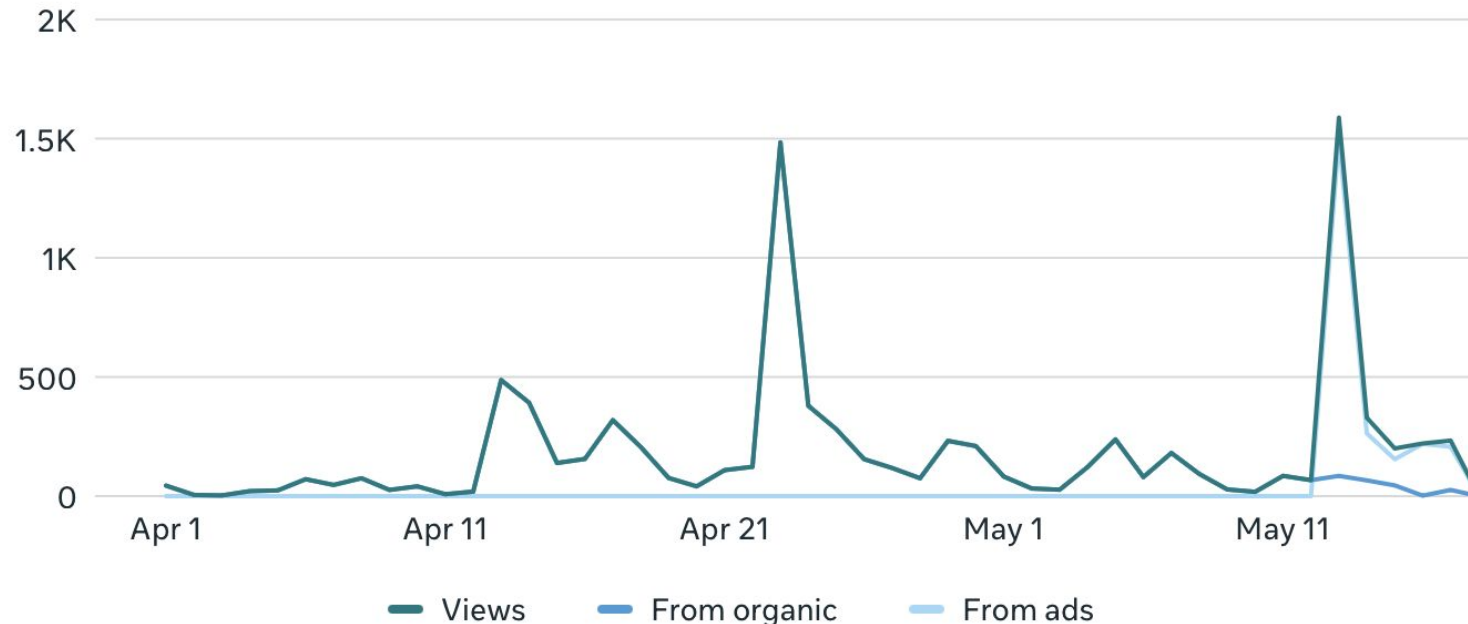
1



# FTA Facebook Content Overview

April- May 2026

<b>Views</b> ⓘ 9.0K ↓ 10.8%	<b>3-second views</b> ⓘ 1.1K ↑ 67.1%	<b>1-minute views</b> ⓘ 1 ↓ 66.7%	<b>Content interactions</b> ⓘ 288 ↑ 128.6%	<b>Watch time</b> ⓘ 6h 55m ↑ 156.3%
--------------------------------	---	--------------------------------------	---	--



## Views breakdown

Apr 1 - May 18

### Total

**8,995** ↓ 10.8%

### From organic

**6,643** ↓ 34.1%

### From ads

**2,352** ↑ 100%

## Viewers ⓘ

**9,746** ↑ 119.4%



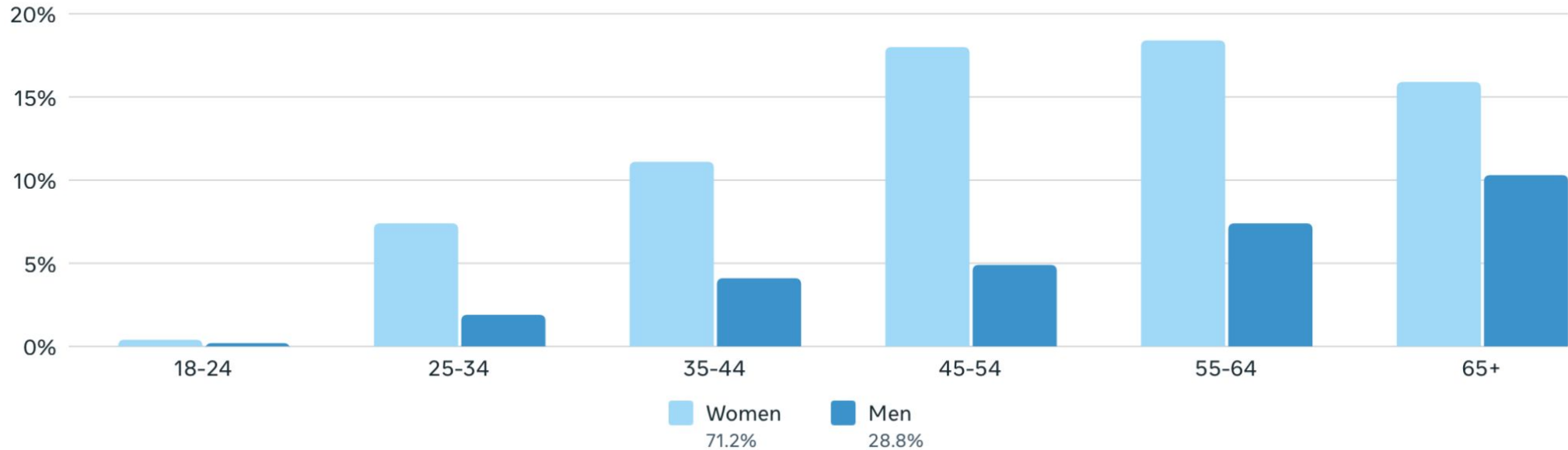
# FTA Facebook Demographics

April- May 2026

Followers ⓘ

563

Age & gender ⓘ

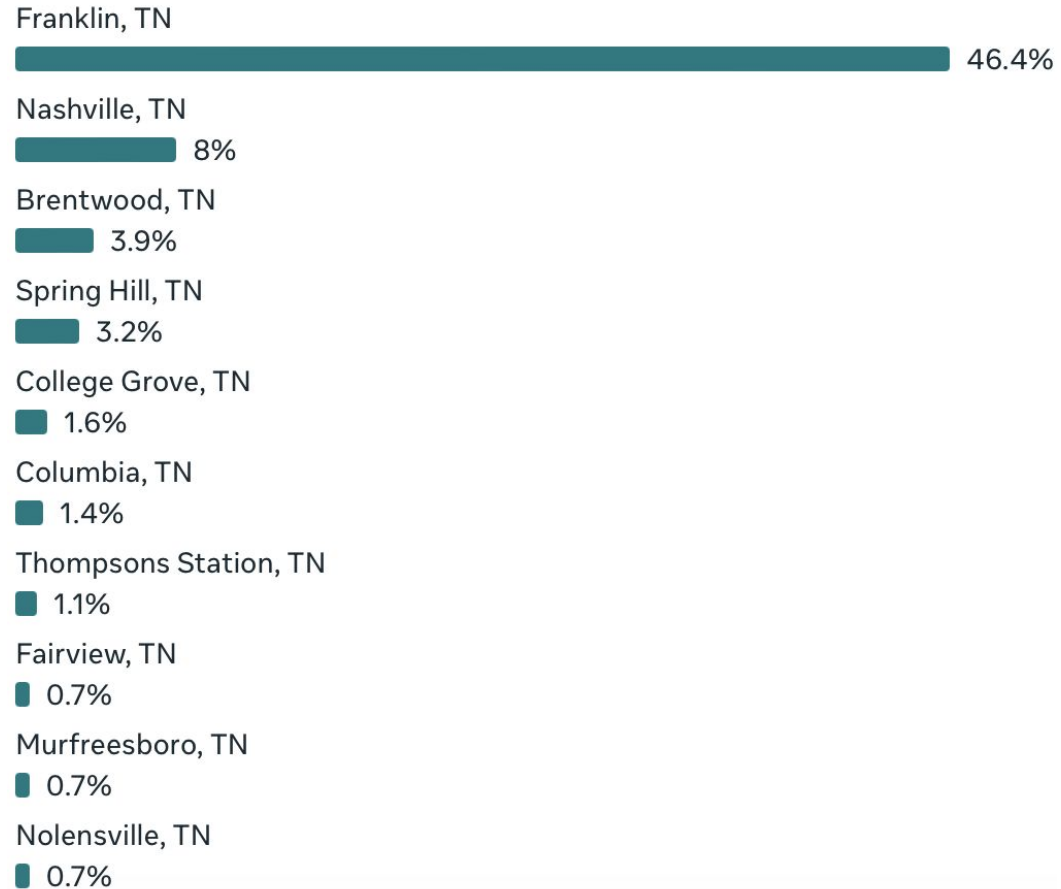




# FTA Facebook Demographics

April - May 2026

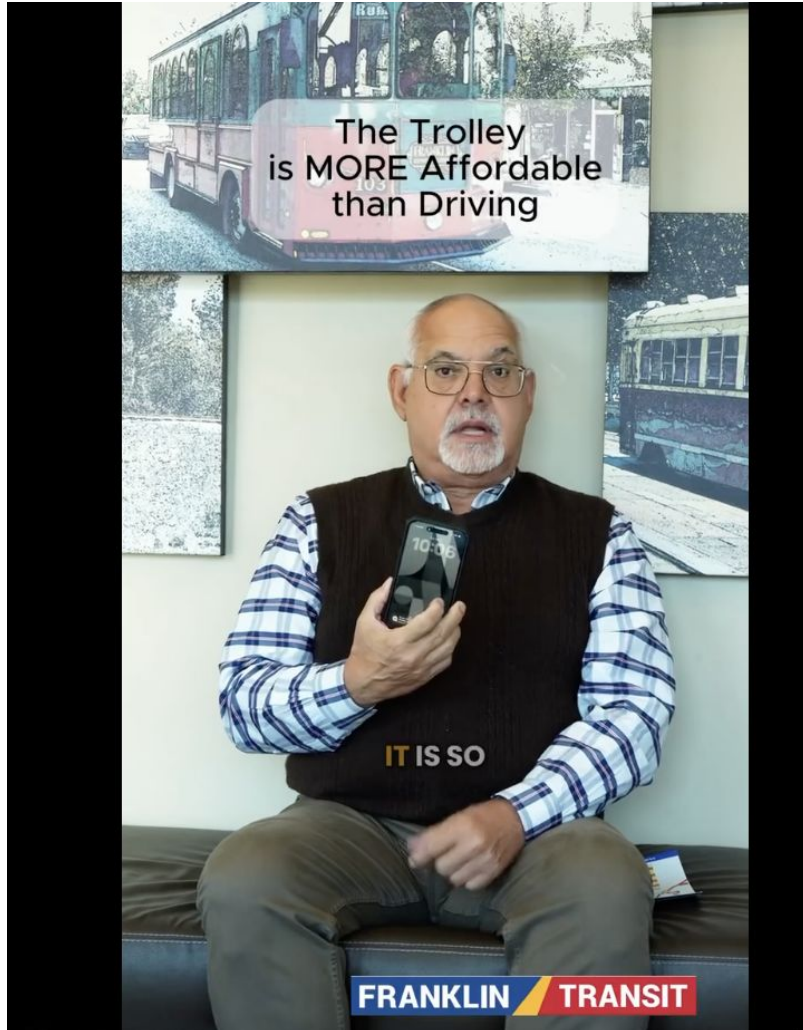
## Top cities





# FTA Facebook Top Posts

April - May 2026



**Franklin Transit**

Published by [Emily Dykes](#) ·  
May 8 at 8:43 AM · 🌐



Ramon Cisneros — Franklin resident, traveler, and publisher of La Campana

For him, transit is about access, opportunity, and connection.

Franklin Transit helps keep our community moving forward.

[#FranklinTransit](#) [#CommunityVoices](#)  
[#TransitMatters](#) See less

Views ⓘ

11.4K

Interactions ⓘ

28

Link clicks ⓘ

159

Follows ⓘ

4



# FTA Facebook Top Posts

April - May 2026



Views ⓘ

2.5K

Interactions ⓘ

6

Link clicks ⓘ

--

Follows ⓘ

4



**Franklin Transit**

Published by [Emily Dykes](#) ·

April 22 at 2:47 PM ·

🚌 Headed to Main Street Festival? Skip the parking stress and ride with Franklin Transit! Park & Ride shuttle service will be running: 📅 Saturday & Sunday, April 25–26 🕒 10:00 AM – 6:00 PM both days

📍 Pick-Up Locations: 📍 • Saturday: Harlinsdale Farm 📍 • Sunday: Harlinsdale Farm + Franklin High School (South Lot)

💰 \$1 per person, each way (EXACT CHANGE ONLY)

⌚ Last shuttle departs 15 minutes before festival close each day

All vehicles are ADA accessible. Please note: no pets (except certified service animals), non-folding strollers, or food & drink (bottled water allowed). Sit back, relax, and let us get you to the fun! 🎉 **See less**



# FTA Instagram Content Overview

April - May 2026

Views ⓘ

26.8K ↑ 202.3%



15,995 views



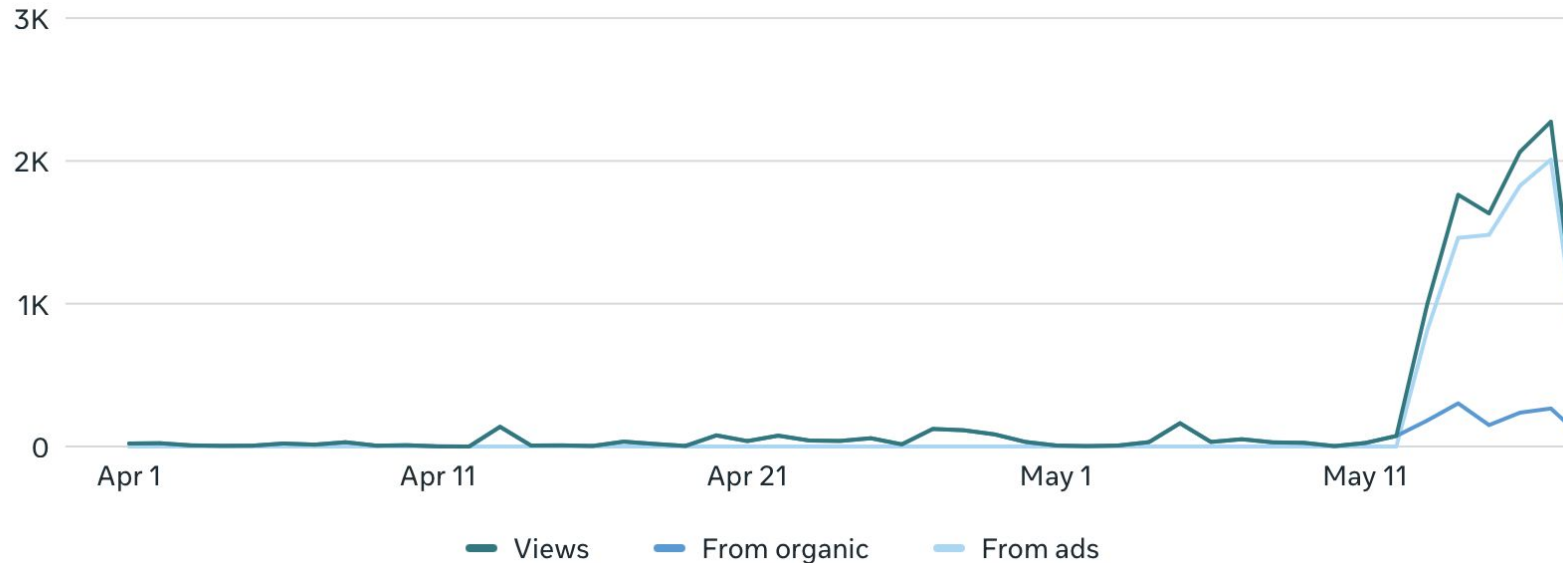
10,766 views

Reach ⓘ

5.7K ↑ 950.6%

Content interactions ⓘ

204 ↑ 114.7%



## Views breakdown

Apr 1 - May 18

Total

10,766 ↑ 691%

From organic

2,712 ↑ 99.3%

From ads

8,054 ↑ 100%



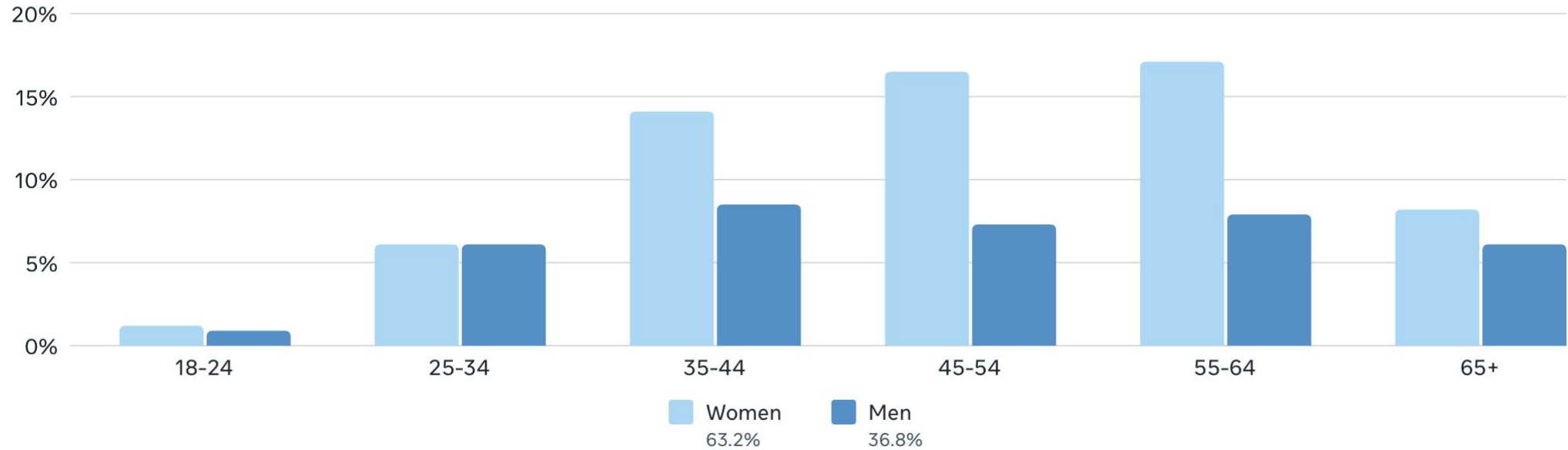
# FTA Instagram Demographics

April - May 2026

Followers ⓘ

533

Age & gender ⓘ

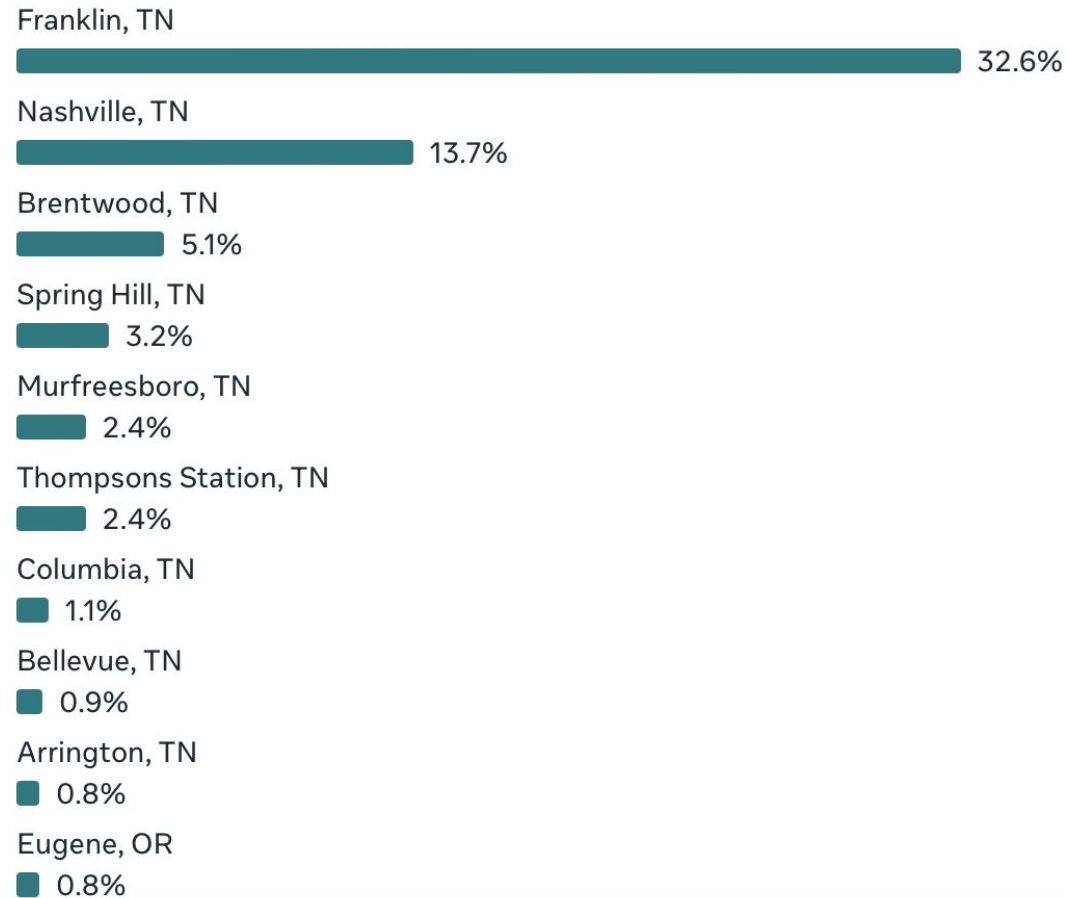




# FTA Instagram Demographics

April - May 2026

## Top cities





# FTA Instagram Top Posts

April - May 2026



franklin\_transit Coffee = perfect day ☕🌿  
Ride Franklin Transit and make the most of spring in Franklin.  
#FranklinTransit #SpringDays #RideLocal

Views ⓘ

241

Reach ⓘ

192

Interactions ⓘ

4

Watch time ⓘ

10m 54s 0

Follows ⓘ



# FTA Instagram Top Posts

April - May 2026



franklin\_transit Out and about with purpose 🧡  
Leya White and her Transition II group are using the trolley to explore the community, build confidence, and create meaningful connections along the way. 🚌 ✨  
#FranklinTransit #CommunityConnections  
#OnTheMove

Views ⓘ  
173

Reach ⓘ  
169

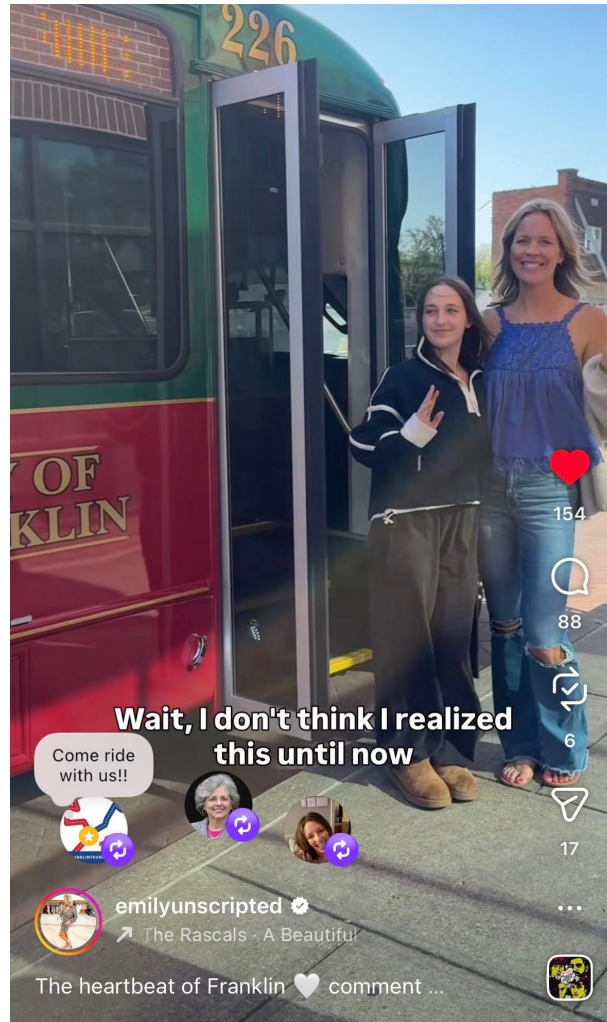
Interactions ⓘ  
4

Watch time ⓘ  
8m 19s

Follows ⓘ  
0



# EmilyUnscripted Social Media Campaign



How to Ride- 5/12/26

- **Total Views:** 8,861
- **Likes:** 154
- **Comments:** 88
- **Shares:** 17



**Thank you!**

# Franklin Transit Authority

## CONTRACTOR MONITORING

2 CFR 200.331 Requirement for pass-through entities

All pass-through entities must: (d) Monitor the activities of the subrecipient as necessary to ensure that the subaward is used for authorized purposes, in compliance with Federal statutes, regulations, and the terms and conditions of the subaward; and that subaward performance goals are achieved.

Requirement	Yes	Meeting Date	Initials	Note
<b>LEGAL:</b> Have there been any legal matters that may affect the Authority or the Federal Transit Administration?				
<b>LEGAL:</b> Are there any instances relating to false claims under the False Claims Act or fraud?				
<b>LEGAL:</b> Has TMA used only non-appropriated funds for any lobbying activities				
<b>FINANCIAL MANAGEMENT:</b> Have there been any changes to financial policies, procedures, or the organizational structure?				
<b>FINANCIAL MANAGEMENT:</b> Has TMA conducted the required Single Audit, submitted the required documentation to the Franklin Transit Authority (FRTA), and resolved any identified issues?				
<b>TECHNICAL CAPACITY – AWARD MGT:</b> Have any milestone progress reports (MPRs) and Federal Financial Reports (FFRs) been submitted to FTA?	X	6/2/2026	CD	2nd quarter MPR and FFR TN-2022-031-00 and TN-2020-018-00.  Additionally, TN-2026-017-00 has been awarded, and the FFR has been completed.
<b>TECHNICAL CAPACITY – AWARD MGT:</b> Have any grant awards been closed out?	X	6/2/2026	CD	TN-2017-020 is closed
<b>TECHNICAL CAPACITY – PROGRAM MGT:</b> Has TMA been suspended, debarred, ineligible, or voluntarily excluded from participation in federally assisted transactions?				
<b>TECHNICAL CAPACITY – PROGRAM MGT:</b> Has the annual risk assessment been submitted to TDOT since the last meeting?				
<b>TECHNICAL CAPACITY – PROJECT MGT:</b> Has the TMA Group implemented any new capital or planning project? (Needs board approval)				
<b>TRANSIT ASSET MANAGEMENT:</b> Has the TMA Group submitted the updated TAM plan to Franklin Transit Authority (FRTA) for review and approval?				
<b>TRANSIT ASSET MANAGEMENT:</b> Has the TMA Group shared its annual performance targets with the Board?				
<b>SATISFACTORY CONTINUING CONTROL:</b> Have there been any changes to real property? Has there been or will there be any incidental use of real property?				
<b>SATISFACTORY CONTINUING CONTROL:</b> Are there any additions of FTA-funded equipment? Was any equipment withdrawn from use and disposed of in accordance with 2 CFR 200 and FTA requirements?				
<b>SATISFACTORY CONTINUING CONTROL:</b> Are there any changes to the bus fleet that impacts FTA requirements for spare ratios and contingency fleets?				
<b>MAINTENANCE:</b> Have any changes been made to the maintenance plan or TMA's program for preventive maintenance inspections				

Requirement	Yes	Meeting Date	Initials	Note
<b>MAINTENANCE:</b> Have there been any major warranty issues?				
<b>PROCUREMENT:</b> Have there been any changes to the procurement policies and procedures?				
<b>PROCUREMENT:</b> Have any procurement protests been received or decided?				
<b>PROCUREMENT:</b> Have any revenue contracts or capital leases been awarded?				
<b>DISADVANTAGED BUSINESS ENTERPRISE (DBE):</b> Have there been any changes to the DBE plan, goal, or the person designated as the DBELO?				
<b>DISADVANTAGED BUSINESS ENTERPRISE (DBE):</b> Has the TMA Group submitted the Uniform Report of DBE Awards or Commitments and Payments semi-annually by the required due dates?				
<b>DISADVANTAGED BUSINESS ENTERPRISE (DBE):</b> Have there been any DBEs terminated/substituted on a project?				
<b>TITLE VI:</b> Have there been any changes to the Title VI program or procedures?				
<b>TITLE VI:</b> Have there been any Title VI complaints or investigations?				
<b>TITLE VI:</b> Are there any proposed changes to fares and/or transit service that need Board review and approval?				
<b>TITLE VI:</b> Are there any upcoming planning activities? How will public participation and minority needs be considered?				
<b>AMERICANS WITH DISABILITIES ACT (ADA):</b> Have there been any ADA-related complaints? How have they been resolved?				
<b>AMERICANS WITH DISABILITIES ACT (ADA):</b> Have there been any changes to facilities or buses that impact access?				
<b>AMERICANS WITH DISABILITIES ACT (ADA):</b> Have there been any changes to ADA complaint procedures and the ADA reasonable modification policy?				
<b>ADA COMPLEMENTARY PARATRANSIT:</b> Have there been any changes to the paratransit eligibility determination process?				
<b>ADA COMPLEMENTARY PARATRANSIT:</b> Have there been any changes to the rider's guide, application form, or the sample notification letter templates?				
<b>DRUG-FREE WORKPLACE ACT:</b> Have there been any changes to the Drug-Free Workplace policy or to the ongoing program?				
<b>DRUG-FREE WORKPLACE ACT:</b> Have there been any personnel action(s) taken regarding drug statute violation(s) that occurred in the workplace?				
<b>DRUG AND ALCOHOL PROGRAM:</b> Have there been any changes to the board-adopted drug and alcohol misuse policy?				
<b>DRUG AND ALCOHOL PROGRAM:</b> Have there been any changes to the list of covered employees placed in safety sensitive positions and supervisors/company officials charged with making reasonable suspicion determinations?				
<b>DRUG AND ALCOHOL PROGRAM:</b> Has there been any training offered to employees since the last board meeting?				
<b>SECTION 5307 PROGRAM:</b> Is there a new/updated written agreement with the Metropolitan Planning Organization (MPO) that determines mutual responsibilities in carrying out the metropolitan transportation planning process?				
<b>SECTION 5307 PROGRAM:</b> Has the proposed budget and proposed projects been shared with the board?	X	6/2/2026	CD	TN-2022-031-00, TN-90-X352-01, and TN-90-X384-01 have budget revisions

Requirement	Yes	Meeting Date	Initials	Note
<b>SECTION 5307 PROGRAM:</b> Have the proposed annual transit security expenditures been shared with the board?				
<b>SECTION 5307 PROGRAM:</b> Have any changes been made to the policy detailing the public comment process on increases in the basic fare structure or implementing a major service reduction ?				
<b>SECTION 5307 PROGRAM:</b> Have the annual Certifications and Assurances been signed?	X	6/2/2026	CD	completed

The information marked above was presented to and reviewed by FRTA board members at the stated meeting.

\_\_\_\_\_  
Chair, Franklin Transit Authority

\_\_\_\_\_  
Date

# FRANKLIN TRANSIT AUTHORITY

## Board Report — May 2026

*Reporting Period: March & April 2026*

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### FLEET UPDATE

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All three (3) new cutaway vehicles reported at the March meeting have completed outfitting — including radio installation, decal application, and camera systems — and are now in revenue service.

The original trolley vehicles have been temporarily moved to Franklin Fire for storage while their long-term location is decided.

---

## FLEET FACILITY RELOCATION — Complete

---

The Franklin Transit fleet facility has permanently moved from 1556 Columbia Avenue to 203 Beasley Drive, Franklin, TN 37064. Williamson County has been notified of the relocation.

Drivers have adapted well to the new facility and are enjoying the upgraded space, which includes a comfortable driver lounge, personal lockers, meeting and break areas, and improved amenities.

*New driver facility at 203 Beasley Drive — locker area, break tables, and comfortable lounge seating*

*Fleet vehicle lot at 203 Beasley Drive — evening view of fleet lineup at the new facility.*



# Park Franklin

## *Central Franklin Parking Study*



**WALKER**  
CONSULTANTS



# Study Team



**WALKER**  
CONSULTANTS



**Andrew Orr**



**Joel Aguilera**



**Jeremy Greenwald**



**Deanna Lambert**



**Brad Thompson**

# Agenda



**Study Purpose and Timeline**

**Parking System At-a-Glance**

**Interactive Exercise**

**Open Discussion**

# Study Purpose



## Goal:

Create a balanced and **integrated parking and mobility strategy** to supports downtown growth, enhances access and vitality, and **serves all community members**.

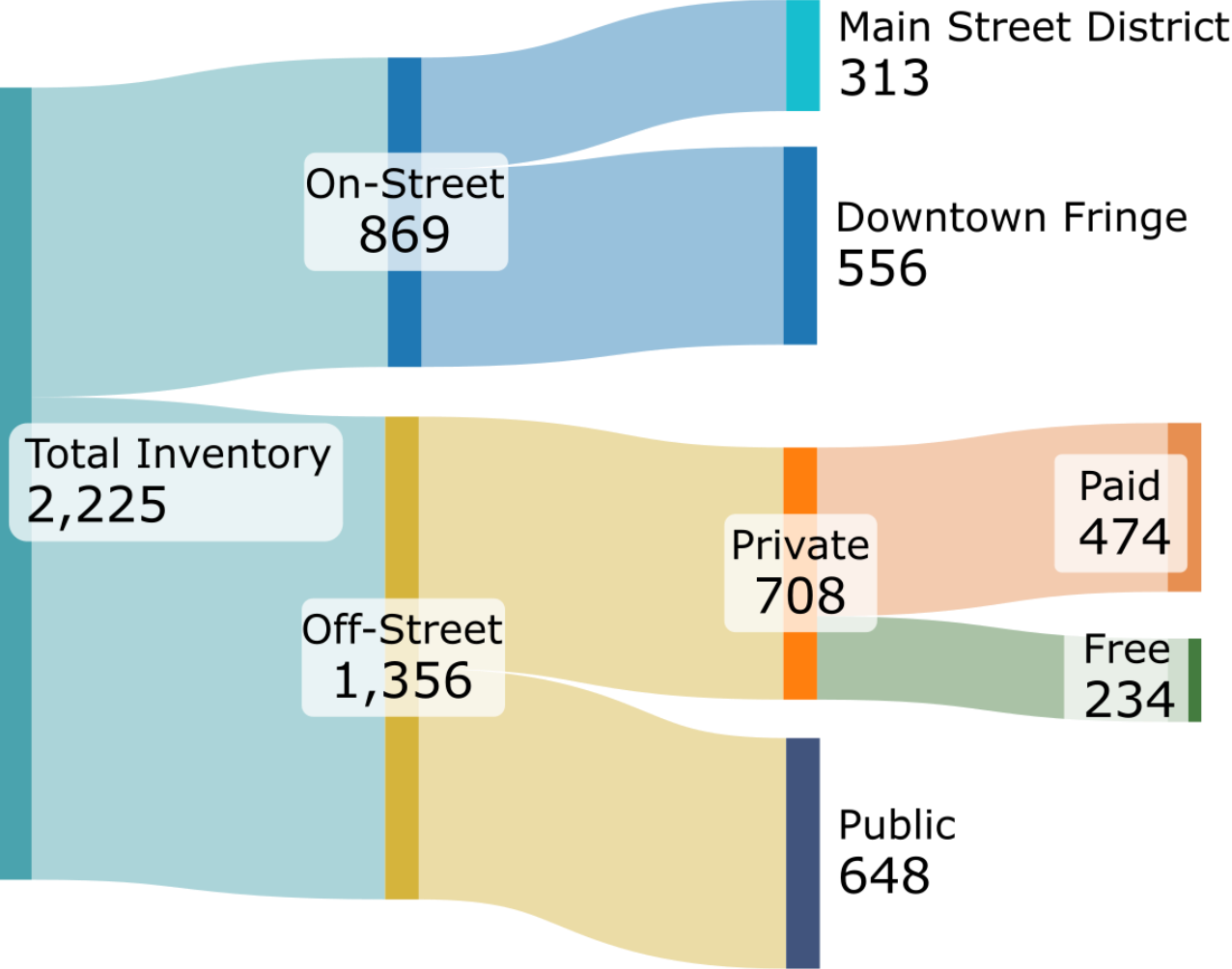
## Objectives:

- Assess **current and future parking** supply, demand, utilization, and turnover
- Identify high-impact opportunities to **optimize parking policy, management, curb space, and multimodal mobility**
- Deliver practical, data-driven recommendations to **improve daily operations** and **special event parking** experiences
- Incorporate meaningful **community input** to shape thoughtful and **actionable outcomes**

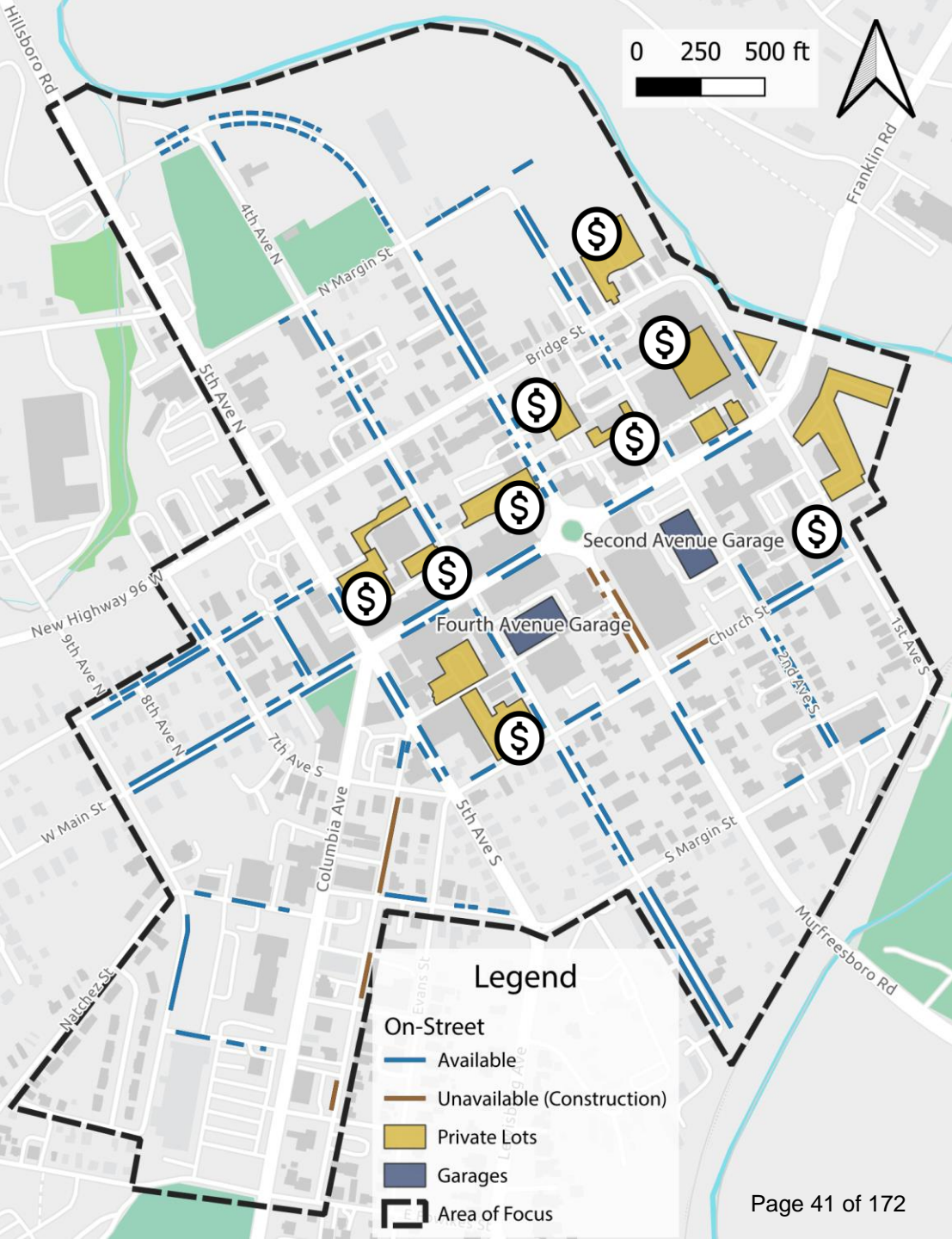
# Study Timeline



# Parking System At-a-Glance



<sup>1</sup> Unmarked on-street spaces estimated at 22ft/sp  
<sup>2</sup> Includes lots shown in map only. Excludes Harpeth Hotel garage



# Let's Hear Your Thoughts

Insert mentimeter



# Let's Hear Your Thoughts

Insert mentimeter



# Let's Hear Your Thoughts

Insert mentimeter



# Let's Hear Your Thoughts

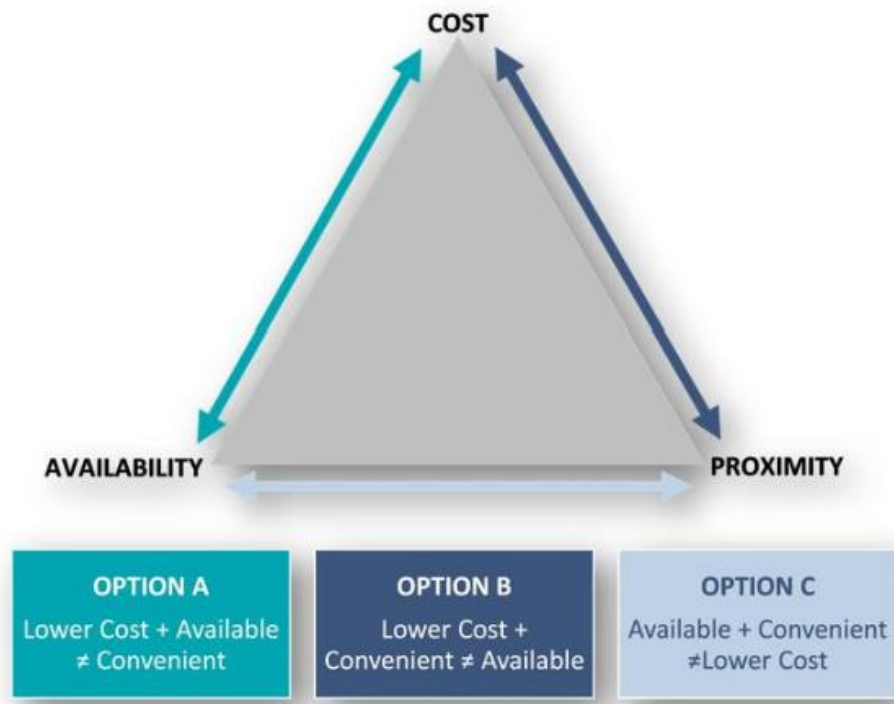
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# Focus Areas



## Helping Franklin Manage Its Success



## Focus Areas

Prioritize the Community Parking Experience

Parking Policy and Pricing Levers

Parking Management and Organization

Special Event Management

Integration with Mobility Initiatives

# Downtown Franklin Parking SWOC



**S**trengths

**W**eaknesses

**O**pportunities

**C**hallenges

## Guiding Questions:

- Is Franklin's parking system working as intended today?
- Where and when will parking (and access) constraints emerge as downtown evolves?
- What policy, operational, and investment decisions will best support downtown vitality?



**WALKER**  
CONSULTANTS

**Jeremy Greenwald, AICP, TDM-CP**  
**[jgreenwald@walkerconsultants.com](mailto:jgreenwald@walkerconsultants.com)**

**Thank  
you!**



# Franklin Transit Master Plan

FTA Board Meeting

June 2, 2026

# Agenda



Recap of Activities



Public Outreach



Existing Conditions



Recommendations



Financial Plan



Timeline

# 10-Year Transit Master Plan

---

## Develop a 10-year, vision-based Transit Master Plan

---

Analyze and address local and regional mobility needs

---

Respond to growth-related challenges

---

Use public input, data analysis, and fiscal considerations to shape recommendations

---

Guide capital investment and service delivery via financial and implementation plans

# Key Deliverables

## Coordinate

- Project Management

## Finalize Plan

- Final Documentation

## Engage

- Public Outreach (TM2)
- Stakeholder Workshops (TM2)

## Develop Plan

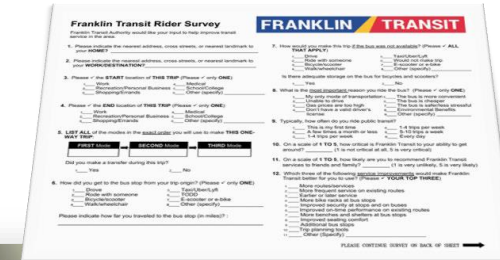
- Transit Plan Development
- Phased Recommendations (TM5)

## Analyze

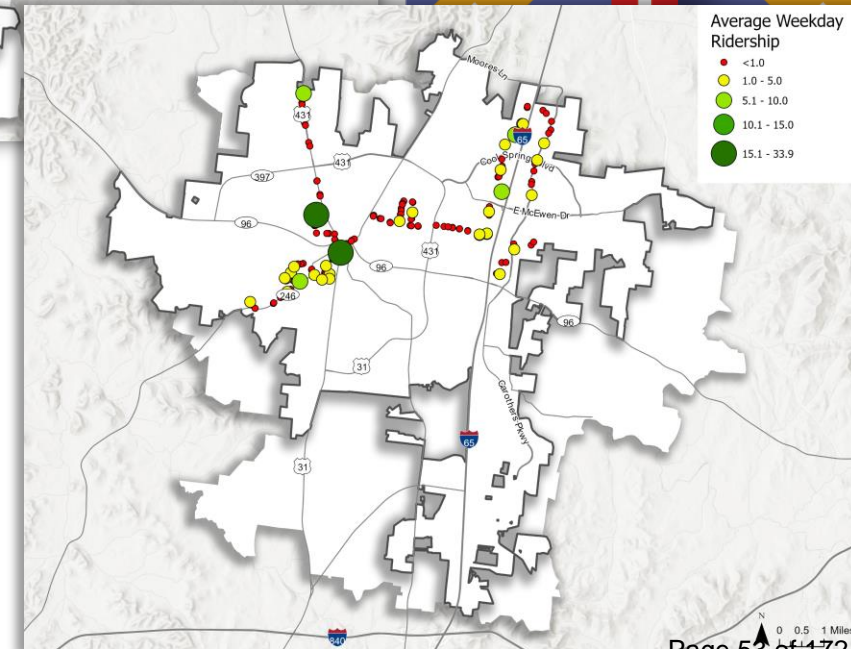
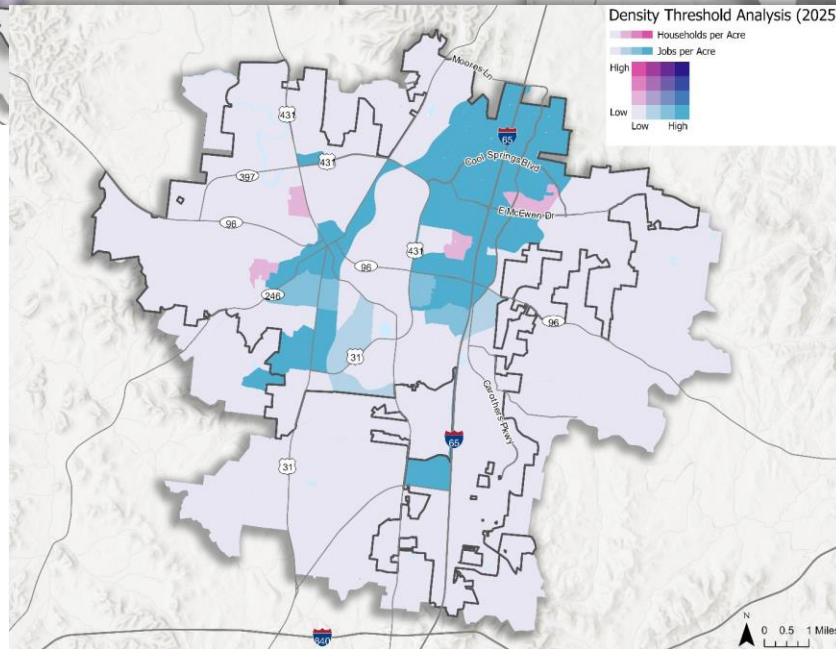
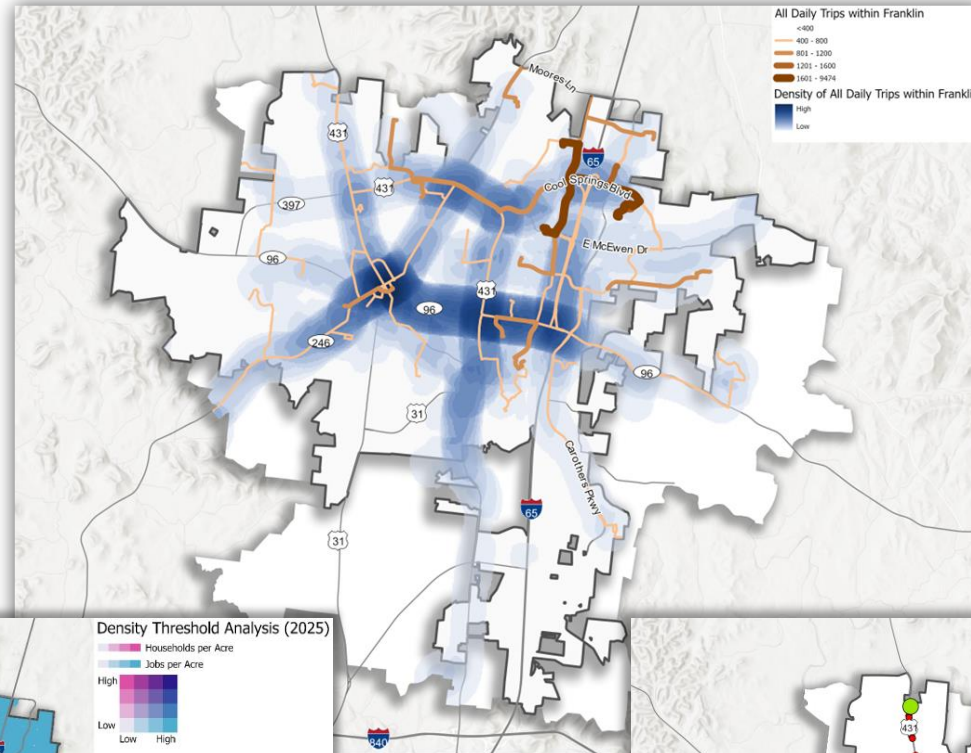
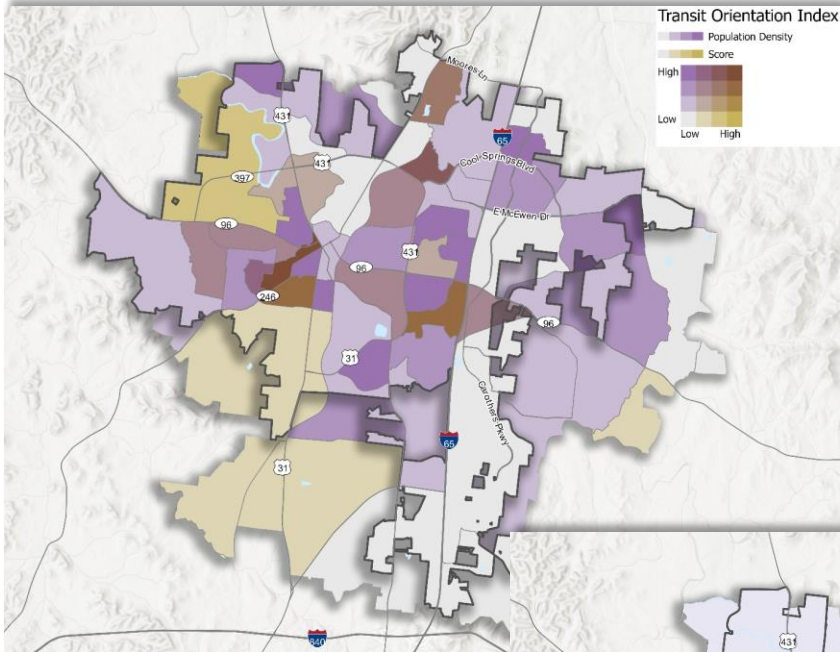
- Existing Conditions Analysis (TM3)

## Set Direction

- Vision and Mission (TM4)
- Goals Workshop Goals and Objectives (TM4)



# Market Analysis



# Key Takeaways - Public Outreach

74% of surveyed riders rated Franklin Transit as critical to their ability to get around, and 52% identified as "captive" riders.

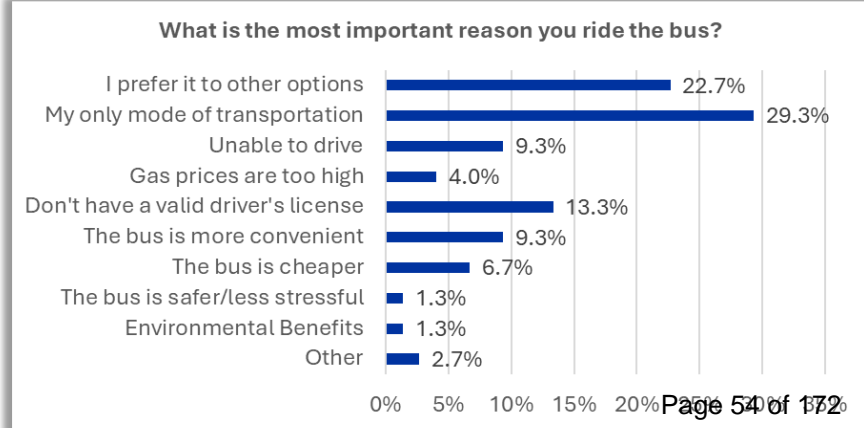
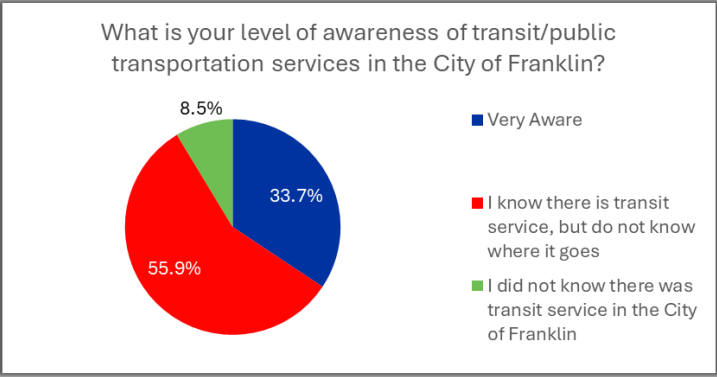
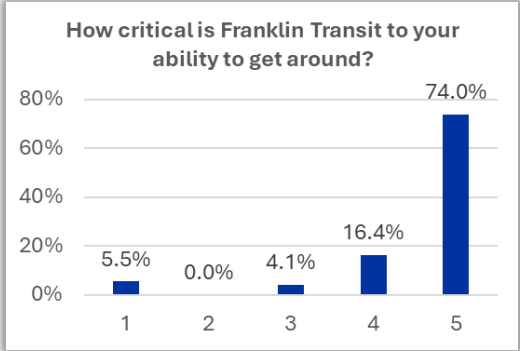
56% of the public are aware of transit in Franklin, but do not know where it goes or how to use it.

- 97 fixed route rider surveys
- 398+ public input surveys
- 22 TODD rider surveys
- 24 transit operator and staff surveys
- 12 Stakeholder interviews
- 30 discussion groups attendees
- 6 public workshops/ meetings
- 950+ virtual room visits
- 63,000+ social media interactions

45% of riders described themselves as discretionary users, showing Franklin Transit serves both dependent and choice riders.

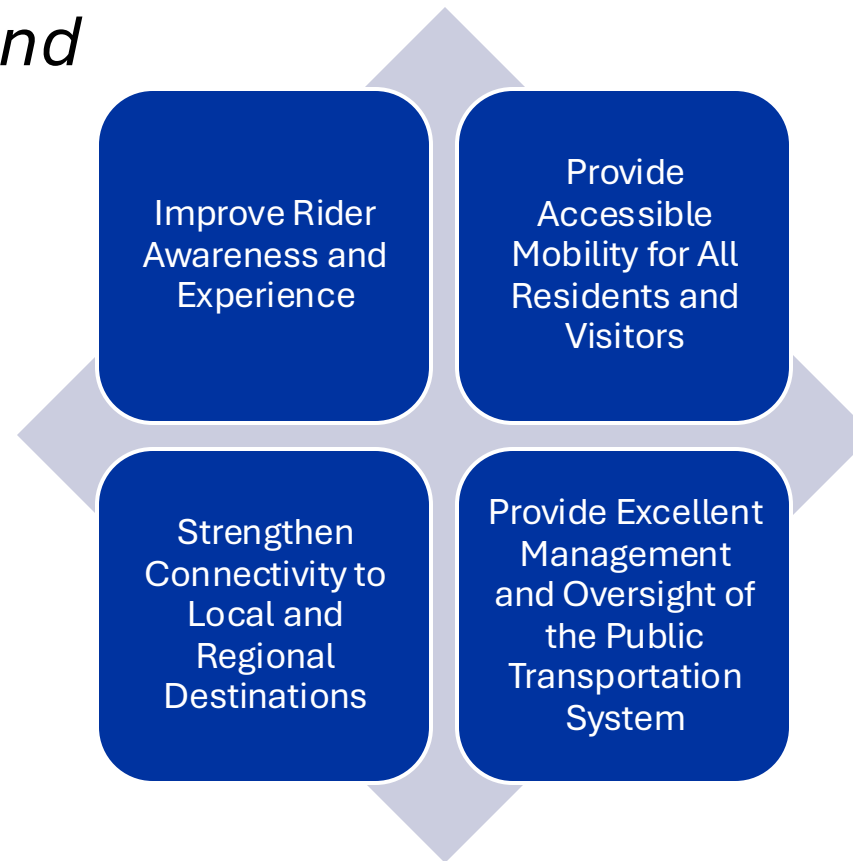
Better bus stop amenities, alternative payment methods, and clearer rider information were recurring needs.

Riders and non-riders alike want more routes/service, increased frequency, and longer service span.



# Mission and Goals

*The Franklin Transit Authority connects people and places by providing efficient, effective, and affordable transportation services.*



# Recommendations

# Transit Improvement Alternatives

Transit improvement alternatives incorporate results from public engagement and existing conditions analyses

- They align with the developed goals and objectives

Finalized alternatives were organized into specific phased recommendations

- Short-term (within 2 years)
- Medium-term (within 5 years)
- Long-term (within 10 years)

# Categories of Recommendations



Outreach and Communications Improvements



Planning and Policy Development



Capital and Technology Improvements



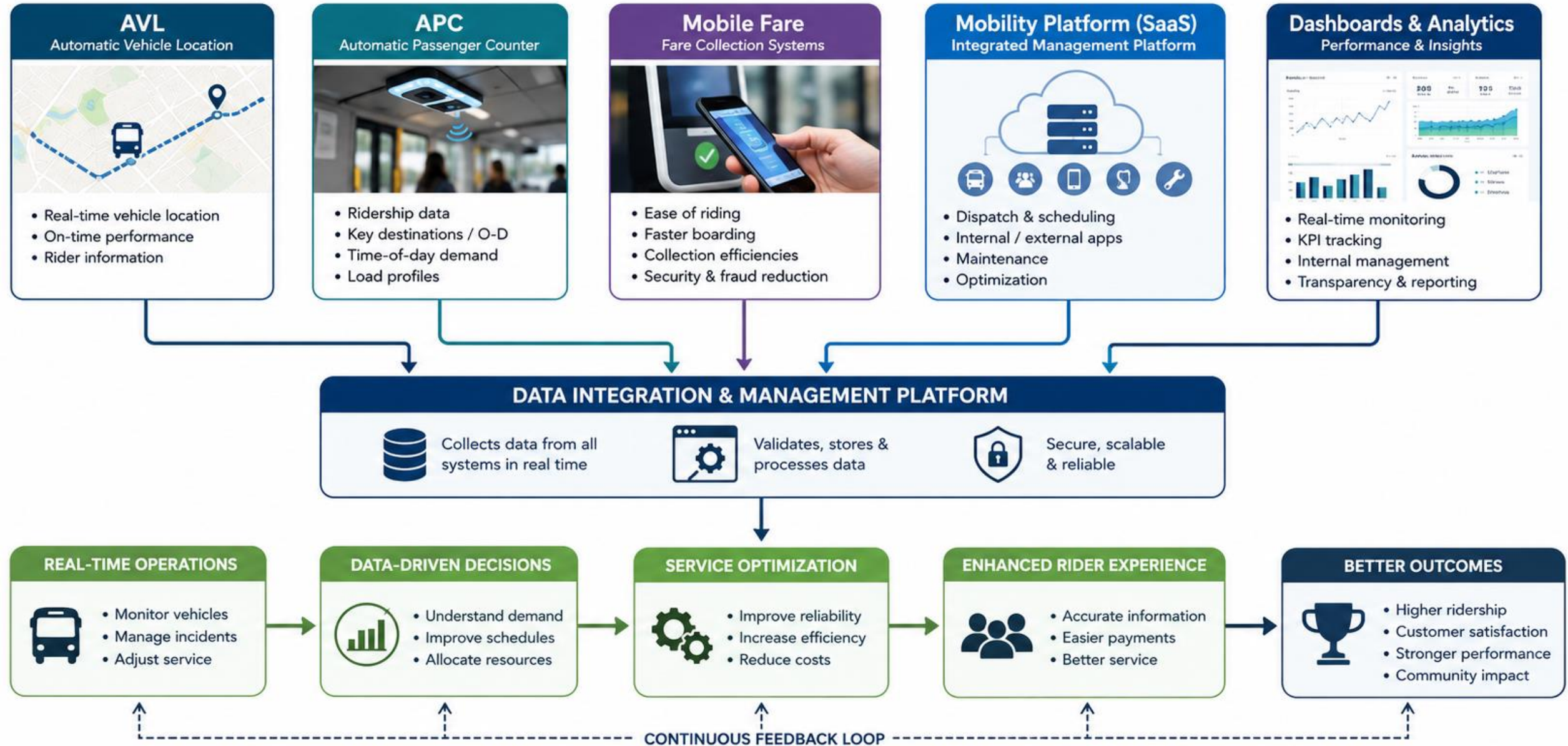
Transparency and Performance Monitoring



Service Improvements

# TRANSIT TECHNOLOGY ECOSYSTEM

Connected Systems. Smarter Operations. Better Outcomes.





# Transit Planning - Modes

## Fixed Route Bus

- Higher density areas
- Major arterial/collector roads
- Connects major activity centers
- Scheduled service
- 10-15 trips per hour
- 30-60' vehicles



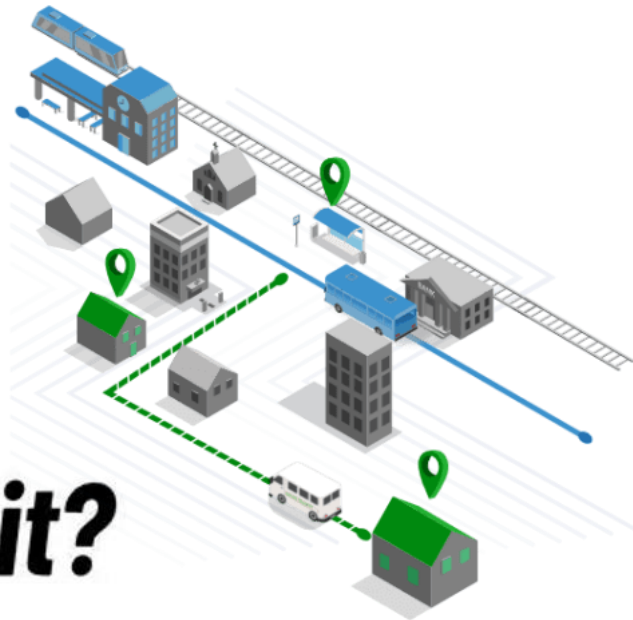
## Microtransit

- Lower density areas
- Smaller local roads
- Local connector; feeder for bus
- On demand; flexible schedule
- 2-4 trips per hour
- 20-24' vehicles



# Microtransit

## What is Microtransit?



On demand shared transportation service for areas where traditional fixed-route service isn't feasible due to low-density



REQUEST RIDE



DYNAMIC ROUTING



RIDER PICKUP

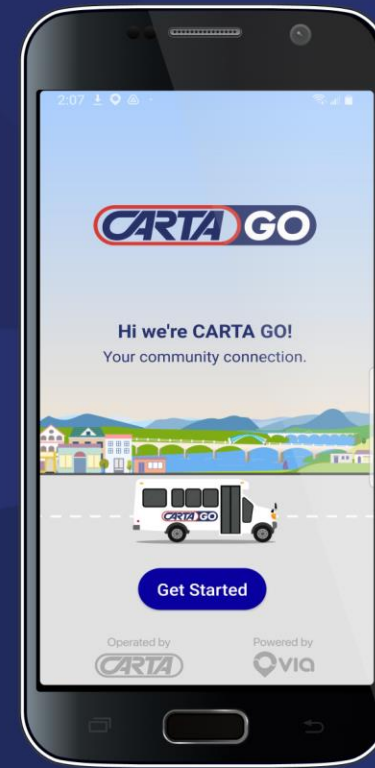


RIDE MATCHING



RIDER DROP-OFF

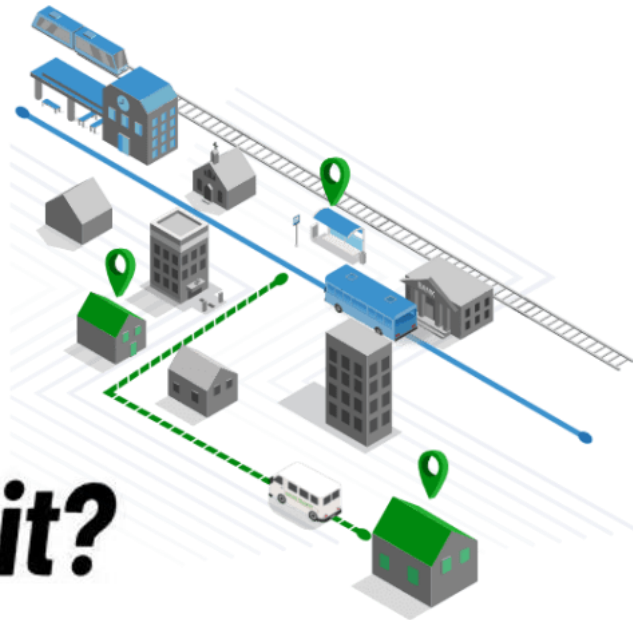
Book rides straight from your phone.



FRANKLIN  
TRANSIT

# Microtransit

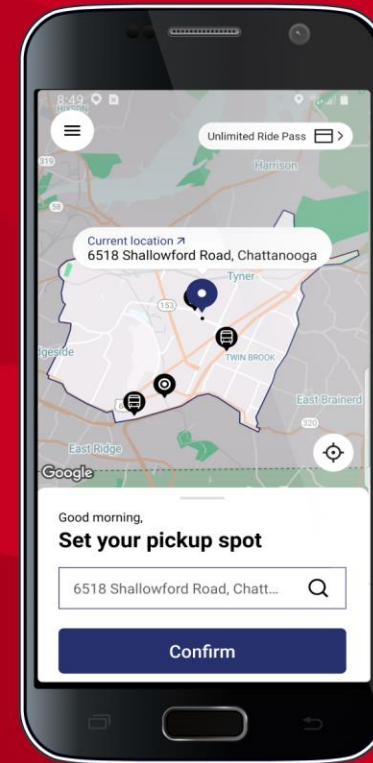
## What is Microtransit?



On demand shared transportation service for areas where traditional fixed-route service isn't feasible due to low-density



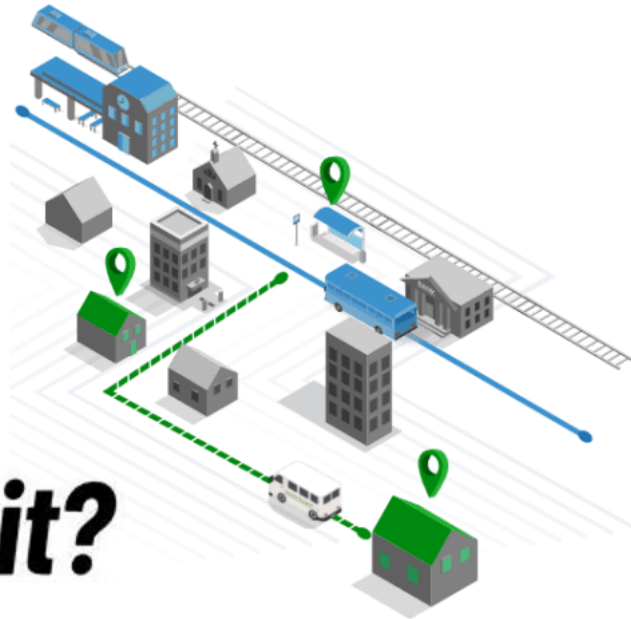
Tell us where you're going.



FRANKLIN  
TRANSIT

# Microtransit

## What is Microtransit?



On demand shared transportation service for areas where traditional fixed-route service isn't feasible due to low-density



REQUEST RIDE



DYNAMIC ROUTING



RIDER PICKUP

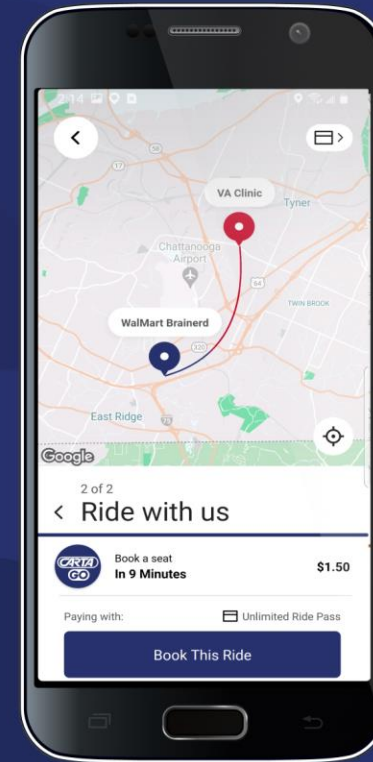


RIDE MATCHING



RIDER DROP-OFF

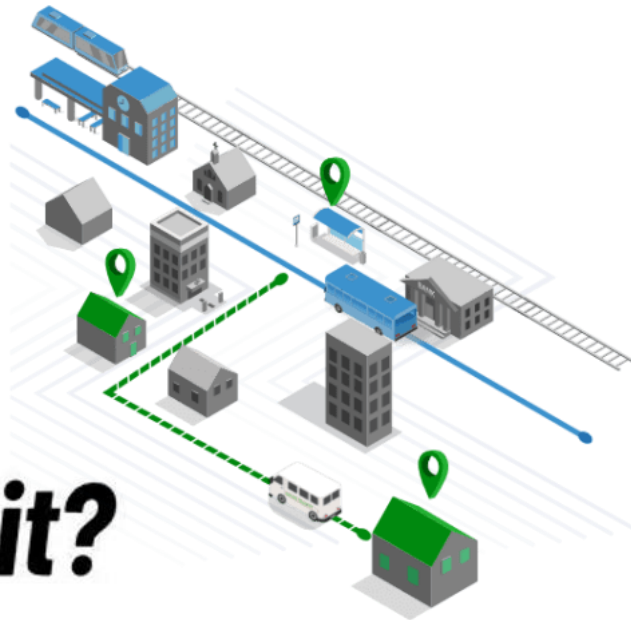
Choose a ride option.



FRANKLIN  
TRANSIT

# Microtransit

## What is Microtransit?



**On demand shared transportation service for areas where traditional fixed-route service isn't feasible due to low-density**



REQUEST RIDE



DYNAMIC ROUTING



RIDER PICKUP

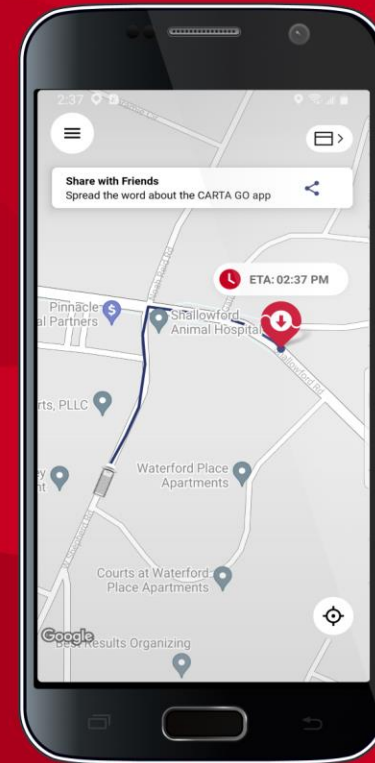


RIDE MATCHING



RIDER DROP-OFF

Track your ride in real-time.



FRANKLIN  
TRANSIT

# Outreach and Communications Improvements



Conduct more public outreach and education events

Develop and maintain public performance dashboards and reports

Coordinate with stakeholders to support non-emergency medical transportation and access to essential services

Acquire and maintain more social media followers

When applicable, redesign schedules, maps, wayfinding, and communications for clarity and consistency

Coordinate service with regional agencies and neighboring jurisdictions

Refresh outreach and engagement strategy every 5 years

# Planning and Policy Development



Develop a technology assessment and improvement strategy

Complete a microtransit feasibility study

Develop an ADA Transition Plan and bus stop design guidelines

Develop and outreach and engagement strategy

Partner with major employers to pilot employer-supported transit benefits and bulk pass programs

Develop income-based fare payment tiers and similar eligibility programs

Assess operational challenges related to special event service

Conduct a Comprehensive Operational Analysis (COA)

Update Transit Master Plan every five years

Update Preventative Maintenance Plan every five years

Develop fare and service equity thresholds related to changes in service

# Capital and Technology Improvements



Assess and modernize core technology systems to improve performance data quality (to aid in driving service improvement)

- Upgrade scheduling and dispatch tools
- Install Automatic Passenger Counters (APCs) across the entire fleet
- Improve real-time information and tracking (AVL)
- Launch mobile fare payment

Design and construct additional bus stop infrastructure

Launch open-loop tap payment

Site, design, and construct mobility hubs

# Transparency and Performance Monitoring



Implement Key Performance Indicators (KPIs)

Develop and maintain internal and public performance dashboards and reports

Develop strategy for investment decisions based on performance

Reassess performance goals and targets annually

Monitor performance and adjust operating parameters annually

Refresh performance improvement program every five years

# Service Improvements



Data driven service modifications

Conduct microtransit feasibility study and launch pilot program

Optimize existing fixed routes

Extend service span

Improve frequency

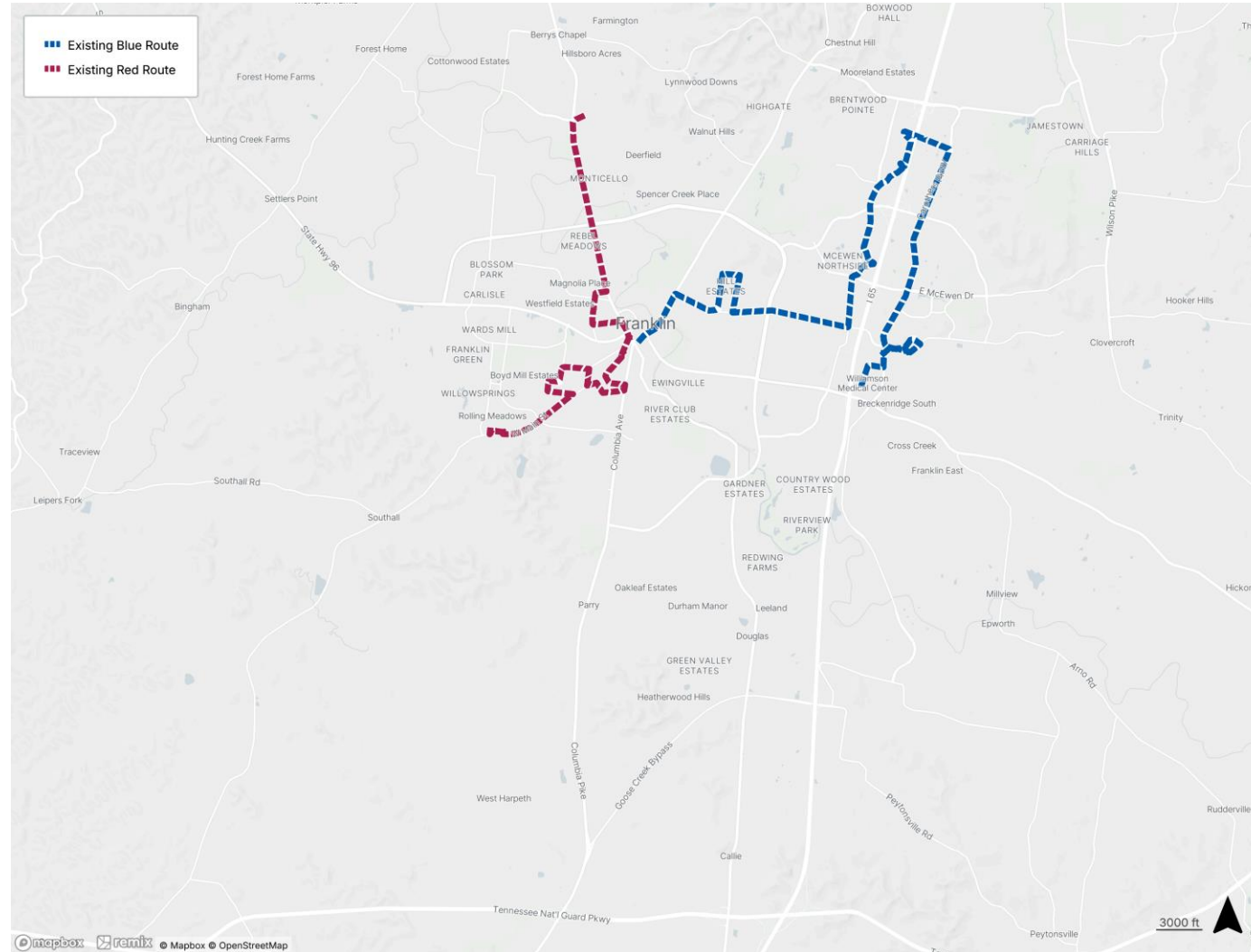
Add Sunday service

Add new local, regional, and downtown fixed routes

# Service Improvements

## Current Services

- Excluding TODD

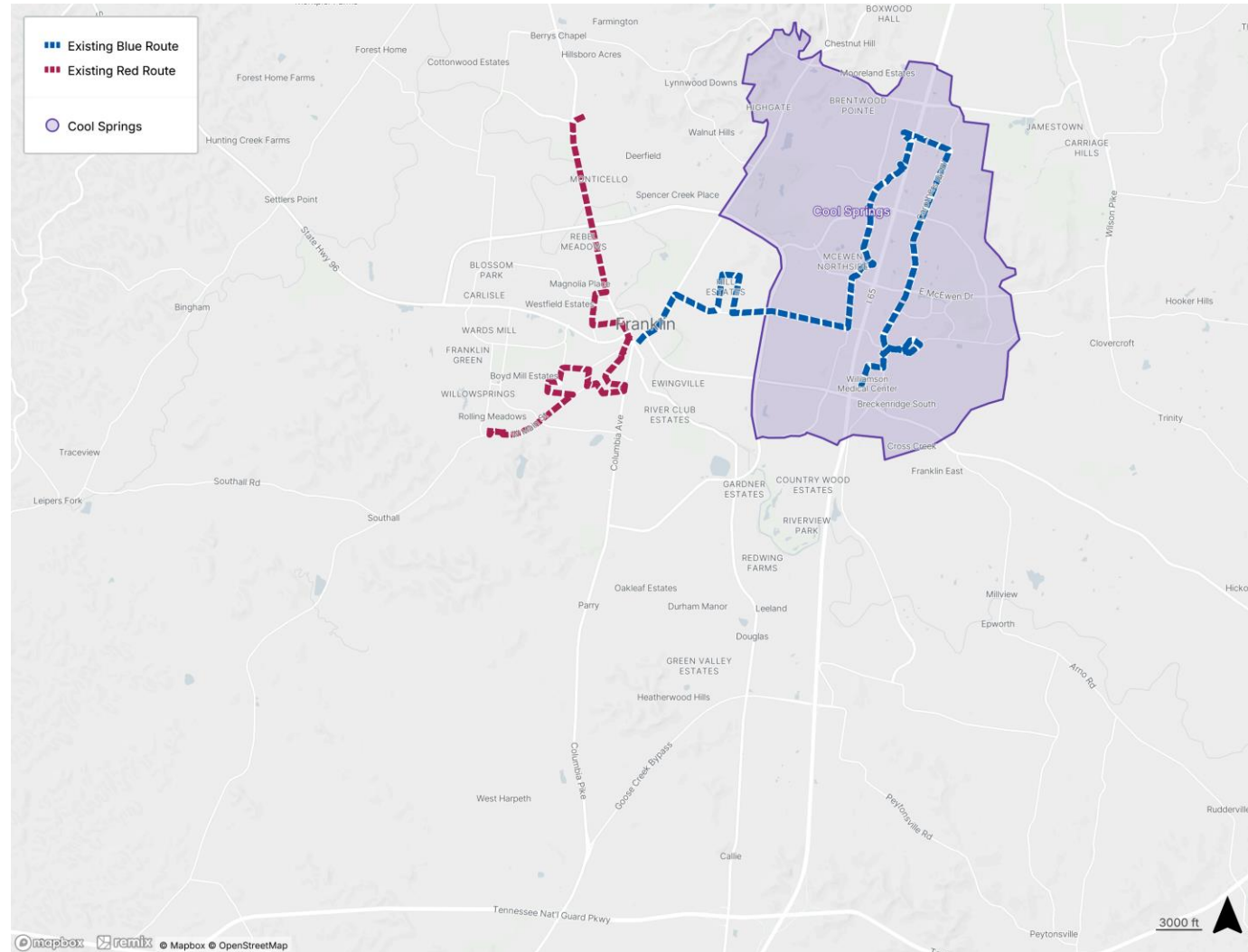


# Service Improvements



1

Pilot  
microtransit  
in Cool  
Springs



# Service Improvements

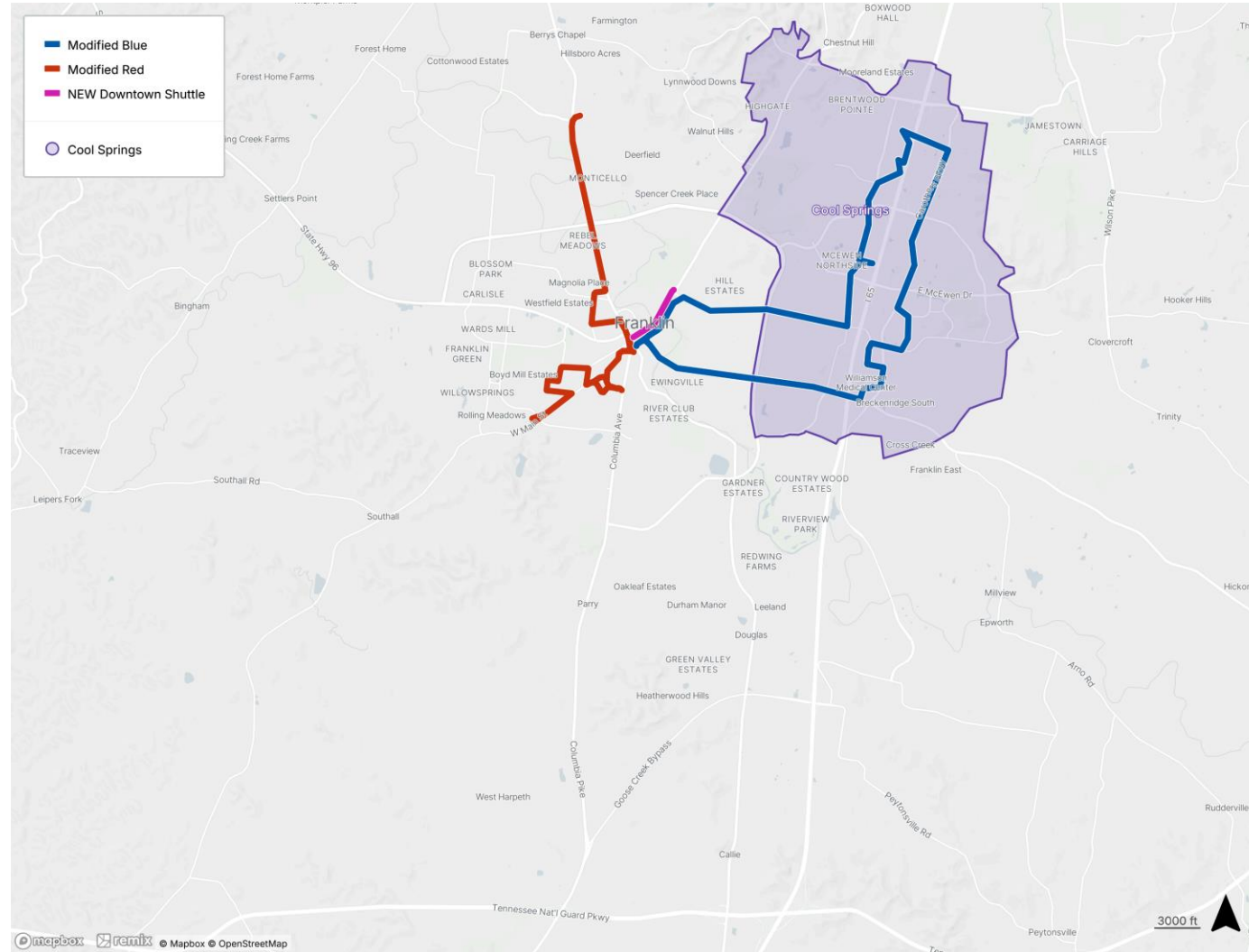


3

FRANKLIN  
TRANSIT

Modify existing routes

Add downtown shuttles



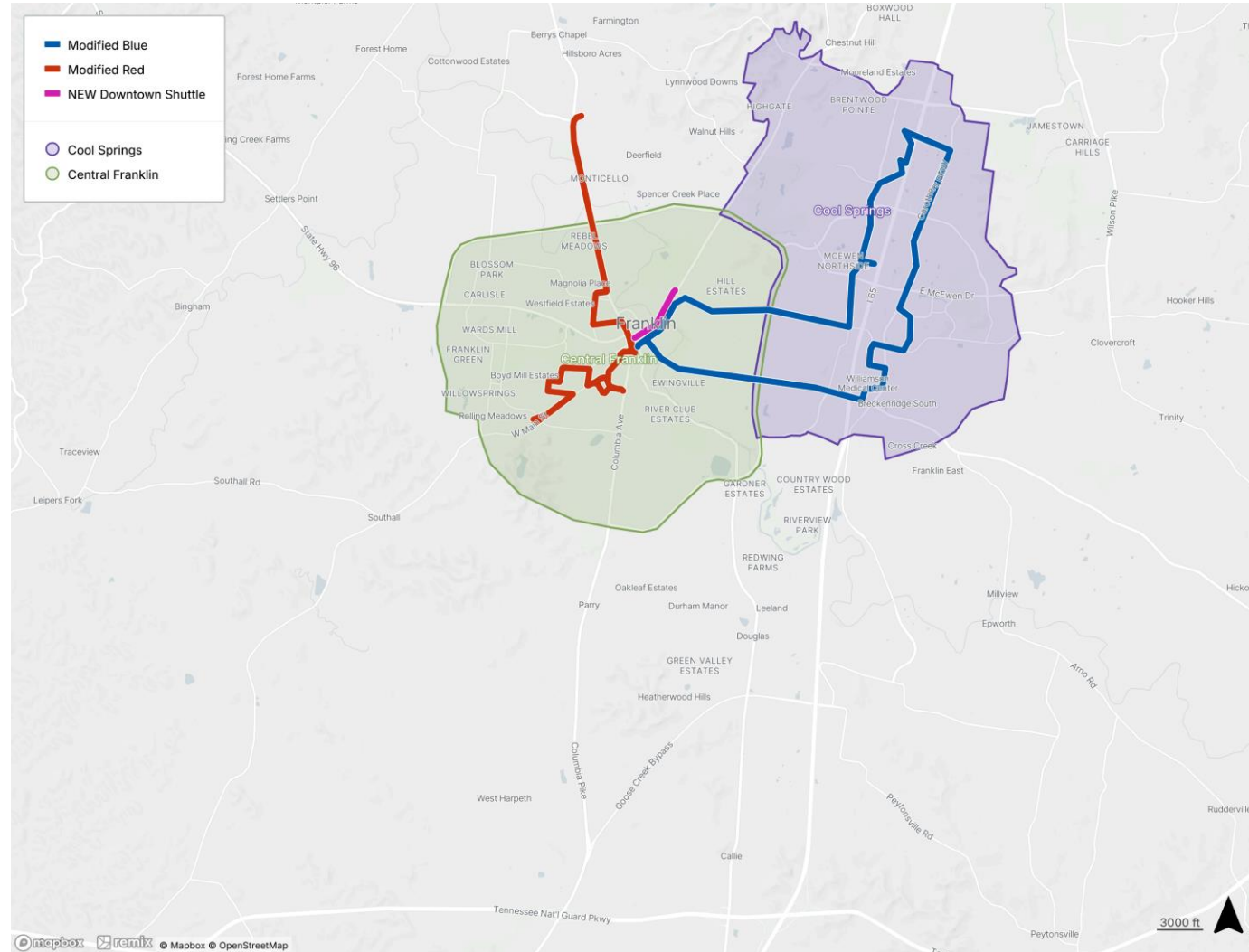
# Service Improvements



4

FRANKLIN  
TRANSIT

Add Central Franklin microtransit



# Service Improvements

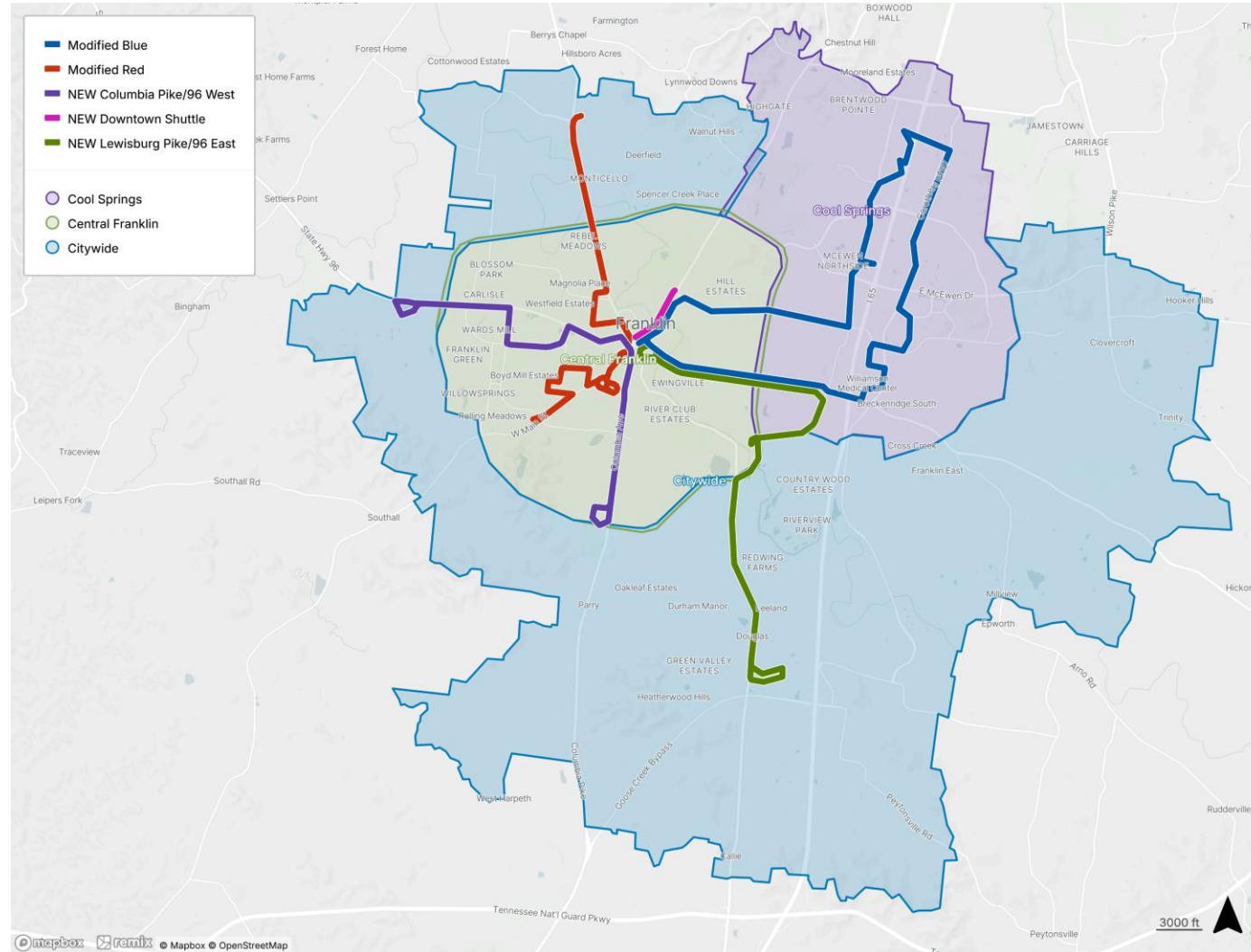


6

FRANKLIN  
TRANSIT

Add local  
fixed routes

Add citywide  
microtransit

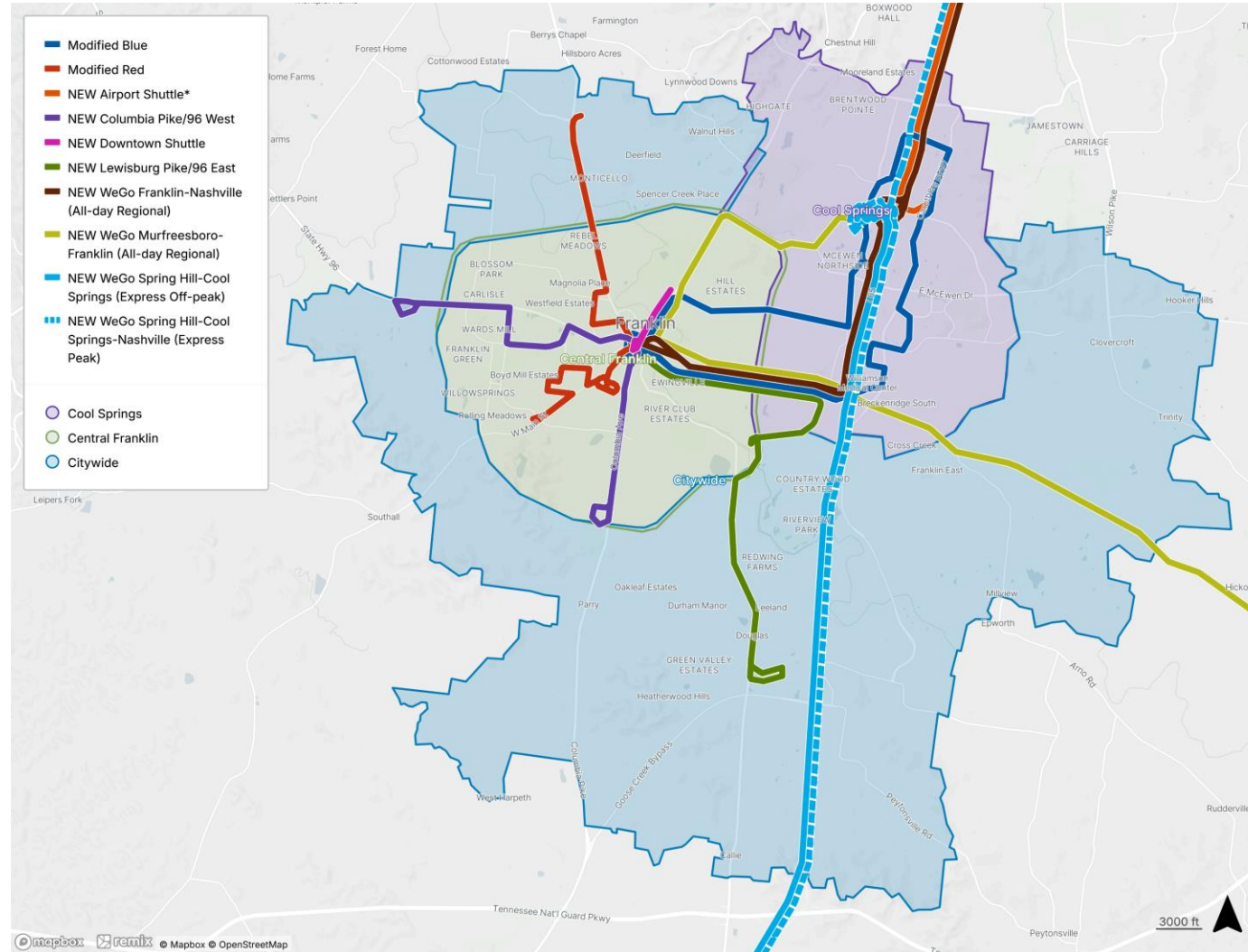


# Service Improvements

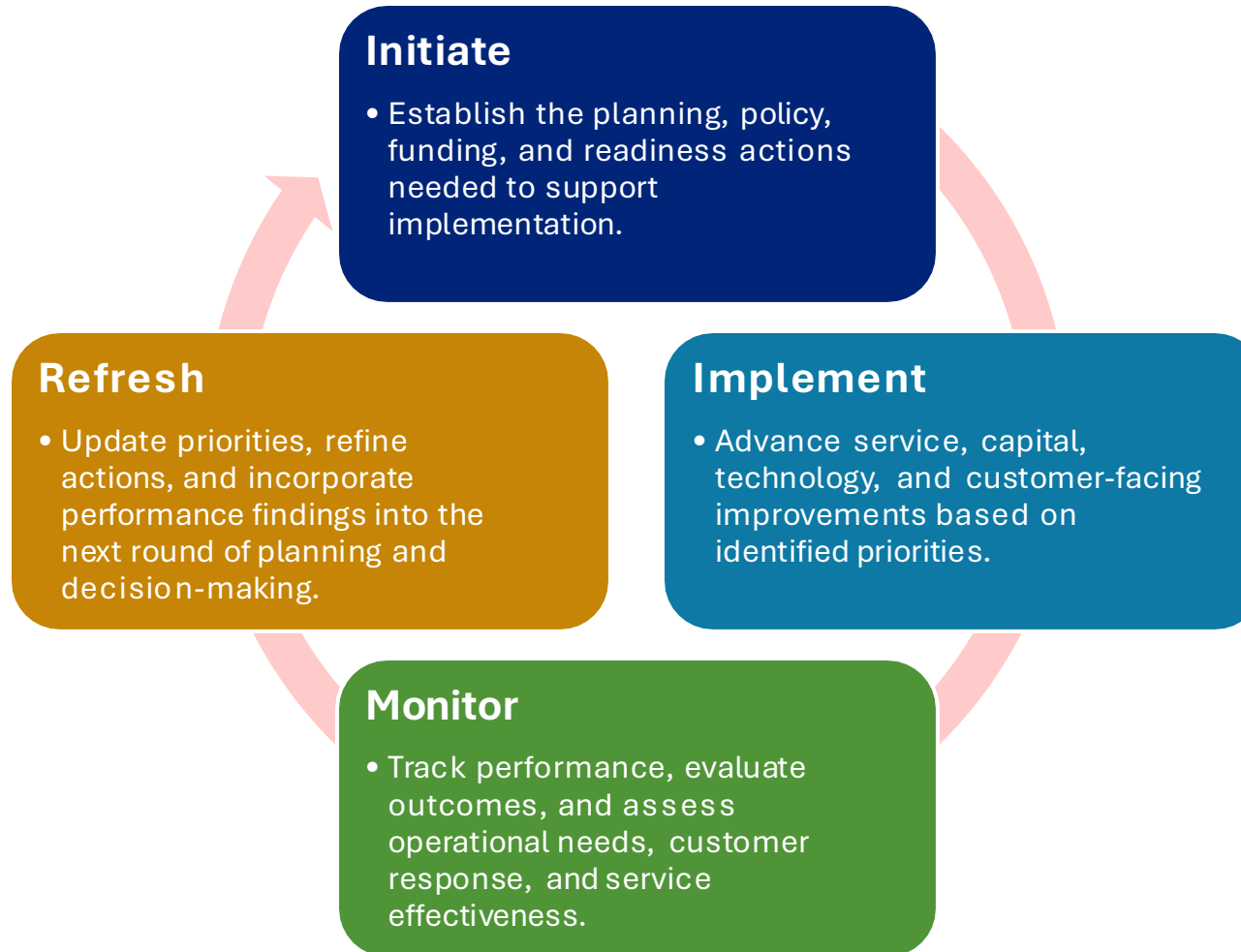


Add WeGo regional fixed routes

- \*Airport Shuttle is a regional route not identified by WeGo



# Implementation Roadmap and Sequencing



*Some actions can proceed in parallel, while others depend on funding, procurement, and implementation readiness.*

# Public Outreach – Second Round



# Public Agreement with Recommendations

Survey participants were asked to rate each recommended improvement on a scale of 1 (strongly disagree) to 5 (strongly agree)

Overall, the public agreed with the recommendations

- Most strongly agreed with mobile fare payment and tap-to-pay fare
- Most lukewarm towards adding Sunday service and improved fixed route frequency

# Public Prioritization of Recommendations

Participants were asked to prioritize transit improvements by selecting their top 3 recommendations

Adding new regional fixed routes was the highest priority among respondents

The public feedback and prioritization generally aligns with the implementation timeline, except for adding new regional fixed routes

# Financial Plan

# Financial Plan Overview

Costs out 10-year phased recommendations

Incorporates planning-level estimates of expenses associated with current and future service

Identifies unfunded expenses based on anticipated funding

# Funded and Unfunded Recommendations

## Funded

- Existing services
- Cool Springs microtransit
- Vehicle purchases
- Fare payment upgrades
- Other technology upgrades
- Planning efforts
- Bus stop shelters and improvements\*

\*Mostly funded

## Unfunded

- Central Franklin microtransit
- Extended service span
- Citywide microtransit^
- New fixed routes^
- Sunday service^
- Increased frequency^

^Long-term timeframe

# 10-Year Implementation Cost Estimate

Item	Fiscal Years	Ten-Year Cost
<b>Operations</b>		
Existing Blue and Red routes	2027-2036	\$14,818,000
Existing special services	2027-2036	\$5,596,000
Extended fixed route service span	2029-2036	\$3,281,000
Downtown shuttle/circulator	2028-2036	\$2,194,000
New local fixed routes	2032-2036	\$5,193,000
Increased fixed route frequency	2034-2036	\$5,417,000
Sunday fixed route service	2034-2036	\$1,313,000
Traditional TODD service (assuming full MOD implementation)	2027-2036	\$16,137,000
Cool Springs MOD	2027-2036	\$5,739,000
Central Franklin MOD	2030-2036	\$6,566,000
Citywide MOD	2032-2036	\$6,521,000
<b>Capital</b>		
Vehicle Purchases	2027-2036	\$11,394,000
Bus stop improvements	2027-2036	\$397,000
Bus stop shelters	2027-2036	\$1,918,000
Upgrade real-time information and tracking, scheduling, and dispatch tools	2027	\$15,000
Install Automatic Passenger Counters (APCs) across the entire fixed route fleet	2027	\$115,000
Implement Wi-Fi across the entire fleet	2028	\$25,000
Launch mobile fare payment	2027	\$3,000
Open-loop payment	2029	\$54,000
<b>Planning</b>		
ADA Transition Plan	2027	\$40,000
Microtransit feasibility and technology assessment	2027	\$200,000
Development of design standards	2027	\$60,000
Development of bus stop guidelines	2028	\$72,000
Comprehensive Operations Analysis (COA)	2029	\$159,000
Integrated Capital Improvement Plan and Transit Asset Management Plan	2029 and 2033	\$91,000
Refresh Transit Master Plan	2031	\$134,000
Update Transit Master Plan	2036	\$312,000

# Timeline

Task	May	June	July	August
<b>FTA Board Meeting</b> <i>Approval: Draft Transit Master Plan (adjusted with public and TAG comments)</i>		6/02		
<b>BOMA Work Session</b> <i>Present: Draft Transit Master Plan</i>		6/23		
<b>Franklin Municipal Planning Commission</b> <i>Adoption: Transit Master Plan</i>		6/25		
<b>BOMA Meeting</b> <i>Adoption: Transit Master Plan</i>			07/14	
<b>FTA Board Meeting</b> <i>Adoption: Draft Transit Master Plan</i>				8/4



# Staying Informed

- Transit Master Plan Technical Memorandums
  - Public Involvement
  - Inventory and Assessment of Existing Conditions
  - Mission, Goals, and Objectives
  - Transit Plan Development
- Franklin Transit Website <https://franklintransit.org/>



***Visit the Virtual Meeting Room!***



# Questions?



**FRANKLIN  
TRANSIT**

# Transit Plan Development

May 2026

CATCH  
THE BUS  
ON TIME

Track us in real

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## 5 TRANSIT PLAN DEVELOPMENT

The Franklin Transit Master Plan draws on public engagement input and prior analyses of existing conditions, services, and latent demand to identify community mobility gaps and needs, then develop transit alternatives to address them. The identified alternatives are then phased as short, medium, and long term recommendations. The recommendations are also accompanied by a financial analysis to examine existing costs and revenues, identify potential future funding sources, and develop a corresponding financial plan for the Plan. The overall plan for implementation was informed by the goals and objectives identified by the Technical Advisory Group (TAG) and approved by Franklin Transit Authority. Franklin Transit’s goals are presented in Figure 5-1. More information on the goals and objectives can be found in the “Goals, Objectives, & Performance Metrics” section of the Franklin Transit Master Plan.

FIGURE 5-1: FRANKLIN TRANSIT GOALS



### 5.1 Transit Needs Identification

The work of previous tasks, particularly the results of the engagement activities, was critical in the assessment of potential future transit service and capital/infrastructure improvement needs. This information is used in conjunction with local conditions data to evaluate the need for new, improved, modified, and/or expanded transit service, as well as other related enhancements that may be necessary to bolster mobility in Franklin.

### 5.1.1 Evaluation of Existing Conditions and Services

As presented previously in the Inventory & Assessment of Existing Conditions section of this plan, a significant level of analysis was completed on Franklin Transit and its service area. Such analysis is critical in a transit plan as it provides both context and structure for the development of potential recommendations for the service area. Using these various data and analyses, the project team evaluated the local service area, existing service demand, and service supply to identify any existing geographical or temporal gaps between identified needs and existing services so that these could be accounted for in the planning process.

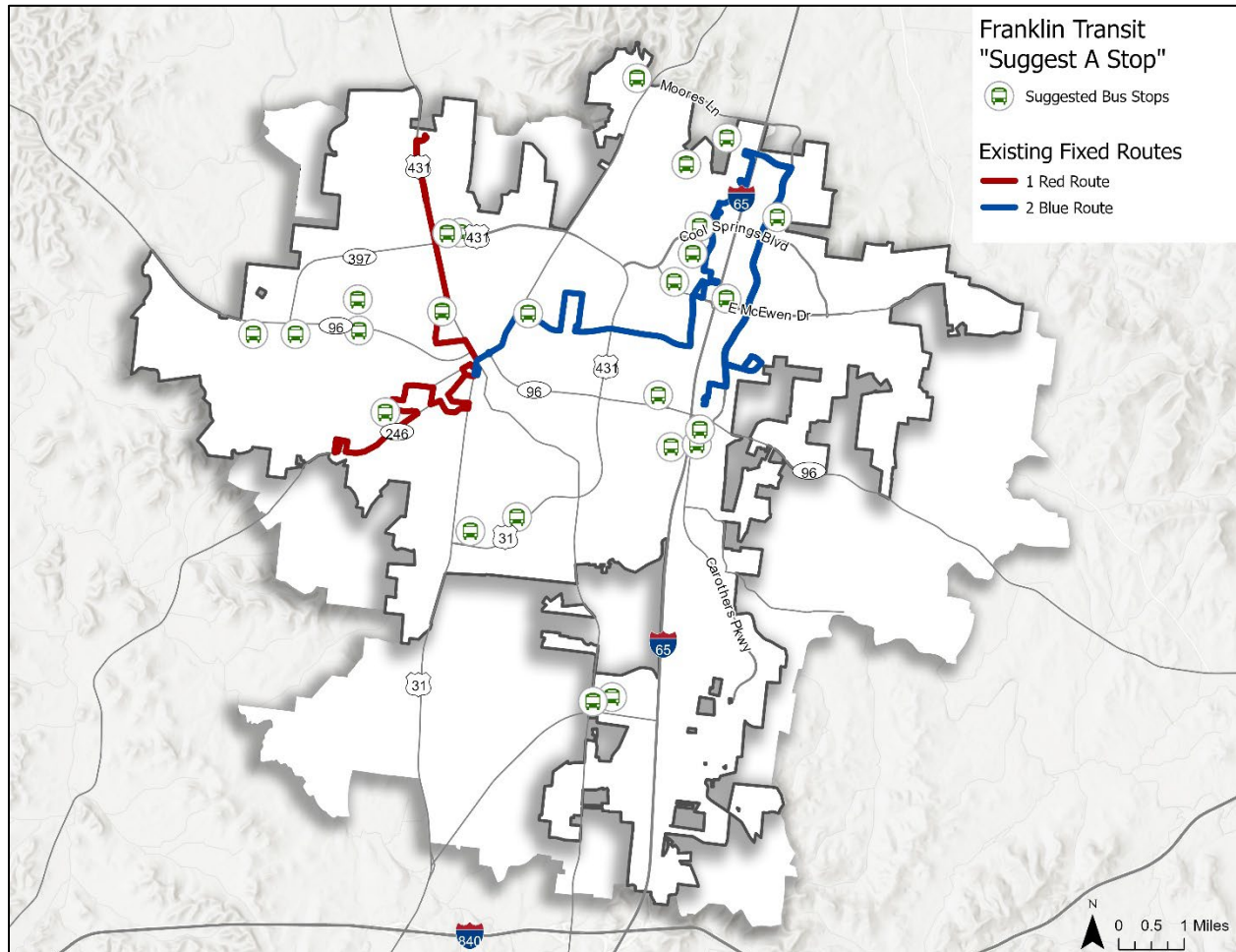
Key items (presented in more detail in those prior sections) that were assessed to identify transit needs within Franklin include the geographic distribution of transportation disadvantaged populations and discretionary transit users, demonstrated travel demand, major activity centers and employment patterns, and ridership data.

### 5.1.2 Evaluation of Public Input

As presented previously in the Public Involvement section of this plan, a significant amount of public input was gathered and analyzed. Input from riders and members of the community is crucial in the transit planning process as it can help identify and prioritize potential improvements that would have the greatest impact on the riding experience for current patrons, as well as encourage non-users to use transit. The project team evaluated the public input to identify any potential issues or desired enhancements for the current transit services and/or infrastructure that, if addressed, could help better meet the current and future mobility needs of the community so that these could be accounted for in the planning process.

Key results from public engagement (presented in more detail in those prior sections) that were assessed to identify transit needs for the City of Franklin include community workshop and survey input regarding perception of Franklin Transit and desired improvements (like desired bus stop locations as shown in Map 5-1), as well as travel patterns of current Franklin Transit users.

MAP 5-1: INPUT FROM "SUGGEST A STOP" FORM



### 5.1.3 Description of Transit Needs

The following transit needs were identified through the existing conditions analysis and public engagement process. These needs reflect consistent gaps in service, accessibility, and system performance and provide the basis for the recommended improvements.

#### Expand Fixed-Route Coverage

Public input indicates that the existing fixed-route network does not adequately serve many residential neighborhoods, commercial areas, and community destinations across Franklin. Riders and non-riders alike expressed a desire for transit service closer to where they live and for more direct access to employment, shopping, medical, and social service destinations.

#### Improve Regional Connectivity

Stakeholders and riders highlighted the importance of strengthening connections between Franklin Transit and regional destinations, employment centers, and neighboring transit systems. Improved

integration with regional services was identified as essential to supporting workforce mobility and expanding travel options beyond city limits.

#### Extend Service Hours

Multiple engagement activities identified service span as a constraint limiting the usefulness of transit, particularly for work, medical, and social trips that occur outside existing operating hours. Participants consistently noted the need for earlier morning and later evening service.

#### Increase Frequency and Improve Reliability

Frequent riders expressed that current headways limit flexibility and contribute to longer overall travel times. Improving frequency and maintaining reliable, predictable service were identified as critical to supporting daily mobility needs, particularly for riders who depend on transit as their primary mode of transportation.

#### Maintain a Balanced System of Fixed-Route and On-Demand Services

Public input indicates support for a transit system that includes both fixed-route and on-demand services. Engagement results did not show a strong preference for one service over the other, but rather emphasized the importance of having flexible options that respond to different trip purposes and rider needs.

#### Improve On-Demand Scheduling and Customer Experience

While overall satisfaction with the TODD service is high, riders identified challenges related to trip booking, scheduling efficiency, and wait times. These operational issues were consistently cited as areas for improvement.

#### Enhance Bus Stop Amenities and Passenger Comfort

Riders and community members identified the need for additional shelters, benches, and other amenities to improve comfort, safety, and accessibility at bus stops throughout the system.

#### Improve Pedestrian and Bicycle Access to Transit

Participants consistently noted that limited sidewalk coverage, unsafe crossings, and insufficient bicycle infrastructure reduce access to transit and discourage use, particularly for first- and last-mile connections.

#### Improve Transit Information, Education, and Marketing

Despite general awareness of transit in Franklin, many residents reported limited understanding of routes, fares, and how to use the system. Improved communication and outreach were identified as essential to expanding ridership.

#### Expand Fare Payment Options

Non-riders and occasional riders indicated that limited fare payment options are a barrier to use. More convenient and modern payment methods were identified as a system improvement that could increase accessibility and ease of use.

Coordinate Transit with Broader Transportation and Land Use Planning

Public input emphasized the importance of aligning transit investments with roadway improvements, land use patterns, and active transportation infrastructure to support a comprehensive mobility strategy for Franklin.

## 5.2 Transit Improvement Alternatives

In order to bridge the gap between the identified transit needs and the existing transit services in Franklin, several transit improvement alternatives were developed. The following alternatives form the basis of the phased recommendations and implementation plan, and are consistent in order to carry out the previously identified goals and objectives.

### 5.2.1 Service Improvements

Service improvements focus on refining the existing network and introducing new service options to improve the overall system performance and coverage. These include optimizing existing fixed routes to improve efficiency with demand, as well as conducting a microtransit feasibility study and launching a pilot program to evaluate flexible service options.

Additional improvements include extending the service span to better accommodate a wider range of trip needs, improving service frequency on existing routes, and introducing Sunday service. The alternatives also include adding new local, regional, and downtown fixed routes to expand service coverage and improve connectivity across the transit system.

### 5.2.2 Capital and Technology Improvements

Capital and technology improvements focus on upgrading infrastructure and systems to improve performance, data quality, and the overall rider experience. These include assessing and modernizing current technology which includes upgrades to scheduling and dispatch tools, installation of Automatic Passenger Counters (APCs), and improvements to real time information and vehicle tracking systems.

Additional improvements include launching mobile fare pay and open loop tap payment, designing and constructing additional bus stop infrastructure, and siting, designing and constructing mobility hubs.

### 5.2.3 Planning and Policy Development

Planning and policy development actions focus on establishing the framework needed to support and guide system improvements. These include developing a technology assessment and improvement strategy, completing a microtransit feasibility study, and conducting a Comprehensive Operational Analysis (COA).

More actions include developing an ADA Transition Plan and an outreach and engagement strategy, partnering with major employers to pilot employer supported transit benefits and bulk pass programs, and developing income based fare payment tiers and similar eligibility programs. The alternatives also include assessing operational challenges related to special event service, updating the Transit Master Plan and preventative Maintenance Plan every five years, and developing fare and service equity thresholds related to changes in service.

#### 5.2.4 Outreach and Communications

Outreach and communications improvements focus on increasing awareness, improving communication and strengthening coordination with stakeholders. These include conducting additional public outreach and educational events. This also includes coordinating with stakeholders to support non-emergency medical transportation and access to essential services.

The improvements also incorporate acquiring and maintaining a stronger social media presence, redesigning schedules, maps, wayfinding, and communication materials for clarity and consistency, and coordinating service with regional agencies and neighboring jurisdictions. A recurring survey will also be established in order to receive customer feedback. Outreach and engagement strategies will be refreshed every five years to maintain effectiveness.

#### 5.2.5 Transparency and Performance Monitoring

The transparency and performance monitoring improvements focus on strengthening system oversight. These pertain to developing and maintaining internal and public performance dashboards and reports as well as implementing Key Performance Indicators (KPIs).

Further actions include developing strategies for investment decisions based on performance, reassessing performance goals and targets annually, and monitoring performance to adjust operating parameters as needed. The performance improvements program will be refreshed every five years to ensure continued evaluation and system improvements.

### 5.3 Phased Recommendations

This section organizes the identified improvements into a phased structure to guide implementation over the 10-year planning horizon. The purpose of phasing is to align actions with funding, readiness and level of effort, while ensuring that early steps support later investments. Recommendations are grouped into ongoing, short-term, medium-term, and long-term timeframes. Each timeframe reflects a different role in the implementation process, from maintaining system performance to introducing new services and expanding the network. Together, these phases provide a clear path for advancing transit improvements in a coordinated and practical way.

#### 5.3.1 Ongoing Recommendations

Ongoing recommendations are actions that continue throughout the life of the plan. Their purpose is to support day to day system performance, track progress, and ensure that decisions remain grounded in data and observed outcomes. These are not one-time improvements. They are continuous efforts that keep the system functioning effectively as conditions change.

The scope of ongoing actions includes performance monitoring, evaluation of service outcomes, updates to plans and policies, and routine maintenance practices. These efforts also support adjustments to service and operations based on ridership trends, customer feedback, and operational needs. As outlined in the implementation framework, this includes monitoring performance and refreshing priorities over time so that the system can respond to new conditions and remain aligned with community needs.

TABLE 5-1: ONGOING RECOMMENDATIONS

Category	Recommendation	Description
<b>Capital and Technology Improvements</b>	Design and construct additional bus stop infrastructure	Improve the physical infrastructure of bus stops, including signage, sidewalks, benches, shelters, trash cans, route maps, etc.)
	Site, design, and construct local mobility hubs	Identify, plan, design, and construct local mobility hubs to facilitate multimodal and multijurisdictional transfers
<b>Planning and Policy Developments</b>	Serve major activity centers with transit	Focus service on key destinations such as downtown, employment centers, medical facilities, schools, and shopping areas to improve access to the places people need to reach most often
	Partner with major employers to pilot employer-supported transit benefits and bulk pass programs	Work with large employers to test programs that reduce transportation costs for employees and increase transit use through subsidized passes or group purchasing agreements
<b>Outreach and Communications</b>	Conduct more public outreach and education events throughout the service area annually	Hold regular outreach events across different parts of the service area to share transit information, gather feedback, and improve public awareness of available services
	Coordinate with healthcare providers to support non-emergency medical transportation and access to essential services	Work healthcare partners to identify transportation needs, improve access to medical appointments, and support connections to essential services
	Acquire and maintain more social media followers	Expand the agency’s digital reach to share service updates, promote transit programs, and maintain regular communication with current and potential riders
	When applicable, redesign schedules, maps, wayfinding, and communications for clarity and consistency	Update customer-facing materials as service changes occur so riders can more easily understand routes, schedules, stops, and how to use the system
	Coordinate with regional agencies and neighboring jurisdictions to align service schedules and transfer opportunities	Work with regional transit providers, including WeGo and Murfreesboro Transit, to improve schedule coordination, strengthen transfer connections, and support regional mobility, including service options connecting Spring Hill to Nashville.
	<b>Transparency and Performance Monitoring</b>	Develop strategy for investment decisions based on performance

Category	Recommendation	Description
	Reassess performance goals and targets annually	Review ridership, productivity, on-time performance, and service coverage each year to confirm that performance targets remain realistic, relevant, and aligned with system priorities
	Monitor performance and adjust operating parameters yearly	Evaluate service performance each year and adjust operating elements such as span, frequency, routing, and vehicle assignment to respond to demand, improve efficiency, and address operational needs.

### 5.3.2 Short-term Recommendations (1 to 2 years)

Short-term recommendations focus on actions that can be implemented in the near term. The purpose of this timeframe is to deliver early improvements while establishing the foundation for future phases. These are typically higher-priority items that can move forward with limited complexity, lower cost, or minimal dependency on other actions.

The scope of short-term improvements focuses on practical changes that can improve the rider experience in the near future. These recommendations may include enhancements to existing services, the introduction of new service concepts, and smaller-scale capital or technology upgrades. This timeframe also includes planning and policy efforts that help prepare the system for future investments, such as refining service standards, improving fare payment systems, and strengthening customer-facing tools and resources. Overall, short-term actions are intended to be realistic and achievable within current constraints while helping build momentum for future phases of implementation.

TABLE 5-2: SHORT-TERM RECOMMENDATIONS

Category	Recommendation	Description
<b>Service Improvements</b>	Complete feasibility study and launch Cool Springs microtransit pilot service based on recommendations	Provide on-demand curb-to-curb transit that can be scheduled on an app with a maximum 30-minute wait time in the Cool Springs area
	Implement a Downtown Franklin circulator/shuttle	Provide a frequent circulator or shuttle connecting points of interest in Downtown Franklin and to parking
<b>Capital and Technology Improvements</b>	Add Franklin Transit to a regional transit trip planning app and regional fare payment app/card	Integrate Franklin Transit into a real-time trip planning or tracking app used by other transit systems, such as Transit app. Integrate Franklin Transit into a fare payment system used by other transit systems, such as WeGo's QuickTicket.
	Launch mobile fare payment	Launch an app that allows riders to pay transit fares using that app
	Install Automatic Passenger Counters (APCs) across the entire fixed route fleet	Install APC technology in each fixed route vehicle in order to facilitate the counting of each passenger boarding and alighting
	Develop bus stop design guidelines	Establish consistent standards for bus stop location, accessibility, signage, amenities, and shelter placement to support a more usable and recognizable transit system
	Upgrade real-time information and tracking, scheduling, and dispatch tools	Improve the technology used to manage service operations and customer information so staff can monitor service more effectively and riders can access more reliable real-time updates
	Implement Wi-Fi across the entire fleet	Install Wi-Fi in each revenue vehicle to enhance the customer experience and to facilitate open-loop fare payment technology.
<b>Planning and Policy Developments</b>	Develop service design standards	Establish service design guidelines for route spacing, stop spacing, span of service, frequency, directness, and coverage to support consistent service planning and future system changes
	Develop an ADA Transition Plan	ADA Transition Plan is a required document for public entities (state/local governments, agencies) with 50+ employees, detailing how they will make facilities, programs, and services accessible to people with disabilities. It acts as a roadmap to identify physical barriers, outline remediation methods, and schedule improvements, often focusing on sidewalks, curb ramps, and public buildings

Category	Recommendation	Description
	Develop a technology assessment and improvement strategy and procure a SaaS solution	Assess current transit technology needs, identify system gaps, and select a scalable software platform to support functions such as scheduling, dispatch, performance tracking, customer information, and reporting
	Develop income-based fare payment tiers and similar eligibility programs	Create a framework for reduced fare programs based on income or other eligibility criteria to improve affordability and expand access to transit for lower-income riders and other priority populations
	Assess operational challenges related to short-term or intermittent circumstances	Assess, plan for, and execute operations for special event services, road construction and detours, etc.
<b>Outreach and Communications</b>	Develop a public outreach and communications strategy	Create a structured approach for rider communication, public engagement, and service promotion that defines key messages, outreach methods, target audiences, and responsibilities
	Rebrand TODD as new microtransit service develops	Update the TODD service name, messaging, and rider materials to reflect the transition to a modern microtransit model and improve public understanding of the service
<b>Transparency and Performance Monitoring</b>	Develop internal and public performance dashboards and reports	Create reporting tools that track key service and operational metrics for staff, decision-makers, and the public to improve transparency and support data-driven decisions
	Adhere to the Preventative Maintenance Plan and update it every 5 years	Maintain a formal schedule for vehicle and equipment inspections, servicing, and replacement, and update the plan regularly to support safety, reliability, and asset longevity
	Implement Key Performance Indicators (KPIs)	Establish and track KPIs such as ridership, on-time performance, cost per trip, passengers per hour, and farebox recovery to support performance monitoring and guide future service and investment decisions

### 5.3.3 Medium-term Recommendations (3 to 5 years)

Medium-term recommendations build upon the early actions introduced in the short term and focus on more substantial improvements to the overall system. The purpose of this timeframe is to advance projects that require additional planning, coordination, funding, or infrastructure before they can be fully implemented.

The scope of medium-term improvements may include expanded services, larger capital investments, and technology upgrades that take more time to design and deliver. This phase can also involve refining service

design, improving connections between transit services and mobility options, and moving forward with projects identified during earlier planning efforts. Many of these recommendations rely on the foundation established in the short term, including policy development, funding coordination, and operational preparation.

**TABLE 5-3: MEDIUM-TERM RECOMMENDATIONS**

Category	Recommendation	Description
<b>Service Improvements</b>	Modify existing routes	Modify the routing and operations of the existing Blue and Red routes
	Extend service based on demand, or as identified in the COA	Provide Franklin Transit service outside current hours (Monday-Friday 7am to 6pm; Saturday 9am to 6pm)
	Launch Central Franklin microtransit zone	Provide on-demand curb-to-curb transit that can be scheduled on an app with a maximum 30-minute wait time inside of Mack Hatcher Parkway
<b>Capital and Technology Improvements</b>	Implement open-loop tap payment	Install open-loop fare payment technology in each revenue vehicle to facilitate tap-to-pay fares using credit cards, debit cards, Apple Pay, and Google Wallet
<b>Planning and Policy Developments</b>	Conduct a performance-driven service redesign—comprehensive operational analysis (COA)	Evaluate route performance, ridership patterns, productivity, and service coverage to identify opportunities to redesign service in a way that improves efficiency, effectiveness, and rider access
	Complete an integrated Capital Improvement Plan and Transit Asset Management Plan	Prepare a coordinated plan for capital investments and asset management that identifies replacement needs, improvement priorities, funding considerations, and long-term state of good repair strategies
	Refresh Transit Master Plan	Update the Transit Master Plan to reflect current system performance, community needs, development patterns, and implementation progress, and to establish the next set of transit priorities and actions

### 5.3.4 Long-term Recommendations (6 to 10 years)

Long-term recommendations focus on larger, system-level changes that shape the future of transit in the city. The purpose of this timeframe is to guide major investments and long-range decisions that take time to plan, fund, and implement.

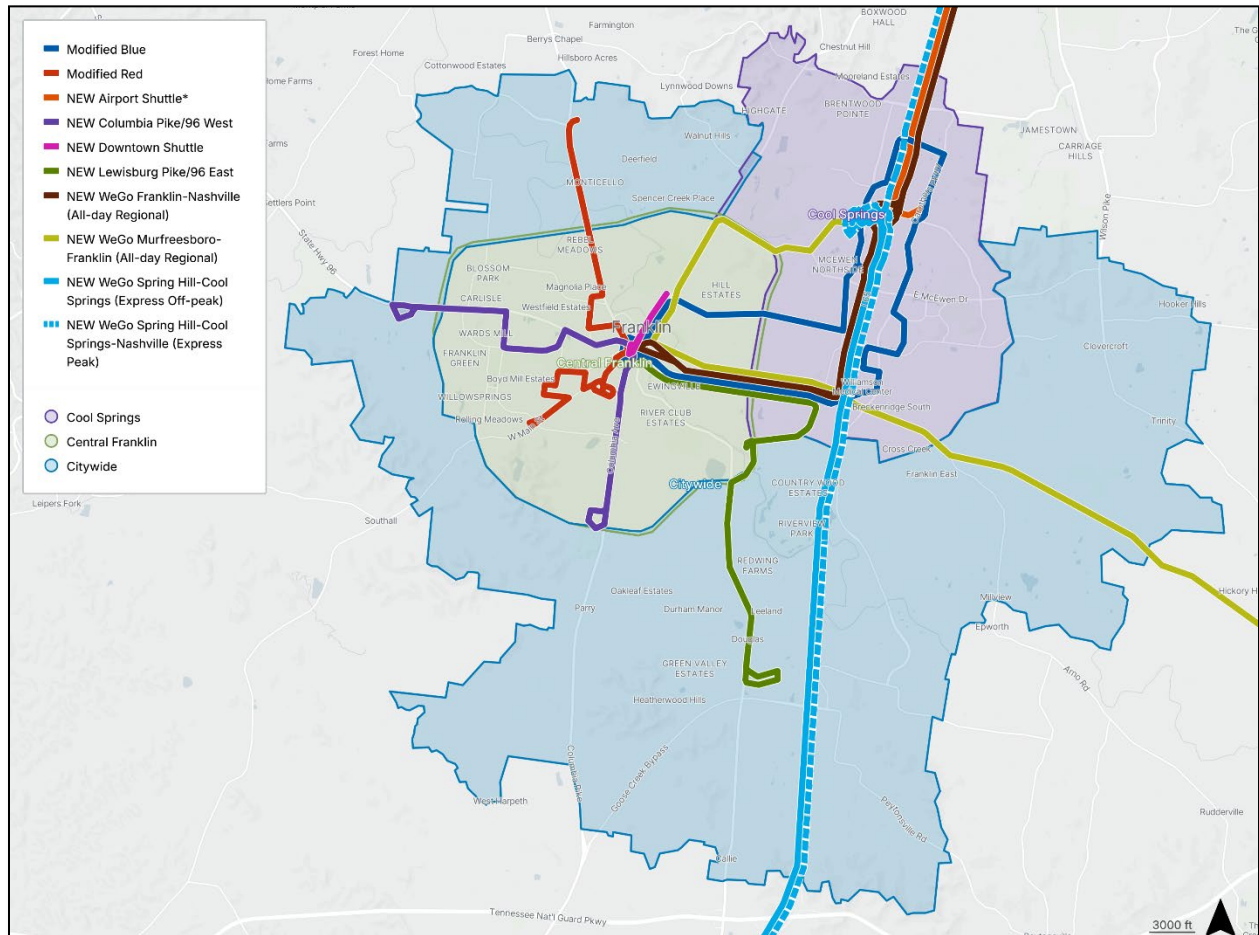
The scope of long-term improvements includes significant service expansion, potential restructuring of the network, and introduction of new technologies or service types. These recommendations may also strengthen connections to regional transit and increase service levels based on demand. Because of their scale, these actions often depend on earlier phases and require sustained funding and coordination over time.

TABLE 5-4: LONG-TERM RECOMMENDATIONS

Category	Recommendation	Description
<b>Service Improvements</b>	Extend service based on demand, or as identified in the COA/TMP	Provide Franklin Transit service outside current hours (Monday-Friday 7am to 6pm; Saturday 9am to 6pm)
	Launch citywide microtransit	Provide on-demand curb-to-curb transit that can be scheduled on an app with a maximum 30-minute wait time throughout the City of Franklin and within the Urban Growth Boundary
	Add local fixed route service based on performance data	Add fixed route service to corridors such as Columbia and Lewisburg Pikes, and to areas such as Berry Farms and Westhaven
	Increase fixed route frequency based on demand	Provide fixed-route transit service every 15 and 20 minutes or less based on need
	Add Sunday service	Provide fixed route and/or on-demand transit service on Sundays
	Add regional fixed route service based on performance data	Add fixed route service to destinations outside of Franklin including Nashville, Spring Hill, and Murfreesboro
<b>Planning and Policy Developments</b>	Adhere to the Preventative Maintenance Plan and update it every 5 years	
	Complete an integrated Capital Improvement Plan and Transit Asset Management Plan	Update the capital and asset management strategy to reflect current asset conditions, replacement priorities, expansion needs, funding opportunities, and long-term state of good repair objectives
	Update Transit Master Plan	Conduct a full update of the Transit Master Plan to reflect implementation progress, current system performance, updated community needs, and the next phase of transit priorities and investments.
<b>Transparency and Performance Monitoring</b>	Refresh performance improvement program every 5 years	Reevaluate performance measures, improvement priorities, and implementation actions every five years to ensure the program remains aligned with system needs, community goals, and operating conditions.

Map 5-2 below visualizes the potential combined fixed route and microtransit network at the end of the 10 years accounted for in the Franklin Transit Master Plan. It includes all potential services to be implemented, including modifications to the Blue and Red routes, new local fixed routes, new regional fixed routes, and microtransit across the entire City of Franklin.

**MAP 5-2: POTENTIAL 10-YEAR BUILT-OUT TRANSIT NETWORK**



## 5.4 Existing Transit Budget Review

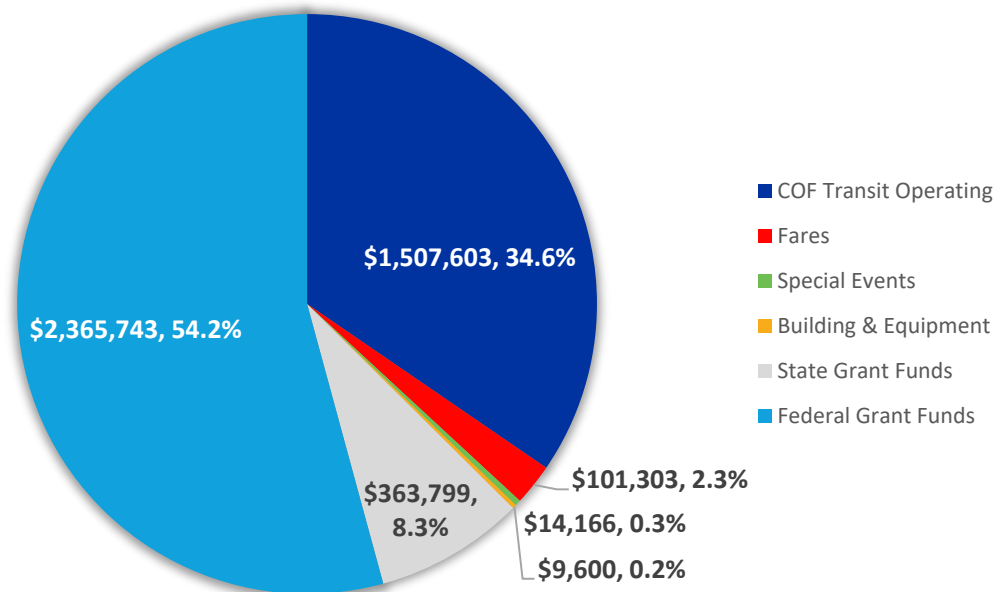
Understanding the financial structure of the existing transit system is essential to evaluating both current service performance and the feasibility of future improvements. This section examines how transit services are funded, how expenditure has evolved since service implementation, and what revenue streams may realistically support future growth. The review draws from the City’s proposed FY27 transit budget to establish a clear picture of cost allocation, dependencies and financial trends. This foundation is critical as the ability to address identified service gaps can be constrained or enabled by available and sustainable funding.

### 5.4.1 FY 2027 Operating Revenue Distribution

The FY 2027 operating revenue structure is heavily concentrated in federal and local funding sources as shown in Figure 5-2. Federal grant funds account for the largest share at around 54.2% (\$2.37 million), followed by the City’s operating contribution at approximately 34.6% (\$1.51 million). State grant funding represents a smaller portion at around 8.3% (\$363,799). All other revenue sources collectively make up a minimal share of the total. Fare revenue contributes around 2.3% (\$101,303), while special events (approximately 0.3%) and building and equipment rent (around 0.2%) are negligible in comparison.

Overall, the distribution highlights a system that is primarily supported through intergovernmental funding and local subsidies. Revenue generated directly from system use remains limited, indicating that ongoing operations and any future service improvements will continue to depend on grants and subsidies rather than fare revenue generation.

FIGURE 5-2: BREAKDOWN OF REVENUE FOR FY 2027



Source: FY 2027 Operating Budget | Franklin, Tennessee

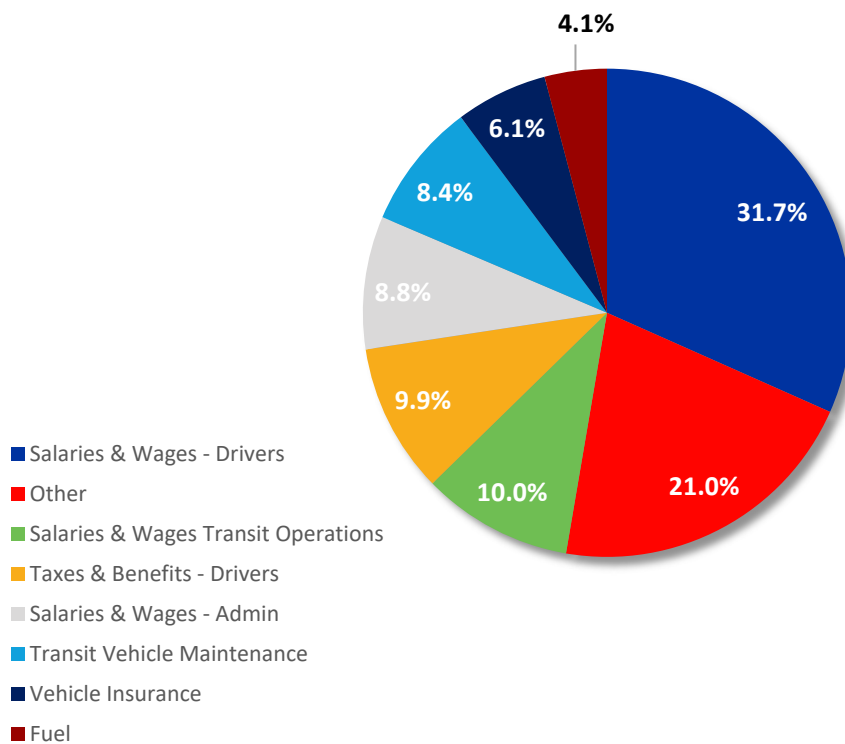
### 5.4.2 FY 2027 Operations

The FY 2027 operating expenditures (Portrayed in Figure 5-3) are primarily driven by labor related costs, which make up the largest share of total spending. Driver salaries alone count for around 31.7% of the total expenditure, followed by transit operations staff at around 10.0%, and driver related taxes and benefits at approximately 9.9%. Administrative salaries contribute an additional 8.8% which emphasizes the labor-intensive nature of transit service delivery.

Beyond personnel, key operating costs include transit vehicle maintenance (around 8.4%), vehicle insurance (around 6.1%), and fuel at approximately 4.1%. These are all essential to maintaining daily service operations. The remaining 21.0% of expenditure is distributed across a range of smaller categories including facility costs, professional services, utilities, and administrative support.

The overall distribution reflects a system where most costs are tied directly to workforce and service provision, with remaining expenditures supporting the infrastructure and operations necessary to sustain the transit service.

**FIGURE 5-3: BREAKDOWN OF OPERATIONS FOR FY2027**



Source: FY 2027 Operating Budget | Franklin, Tennessee

### 5.4.3 FY 2027 Capital Revenue and Expenditure Distribution

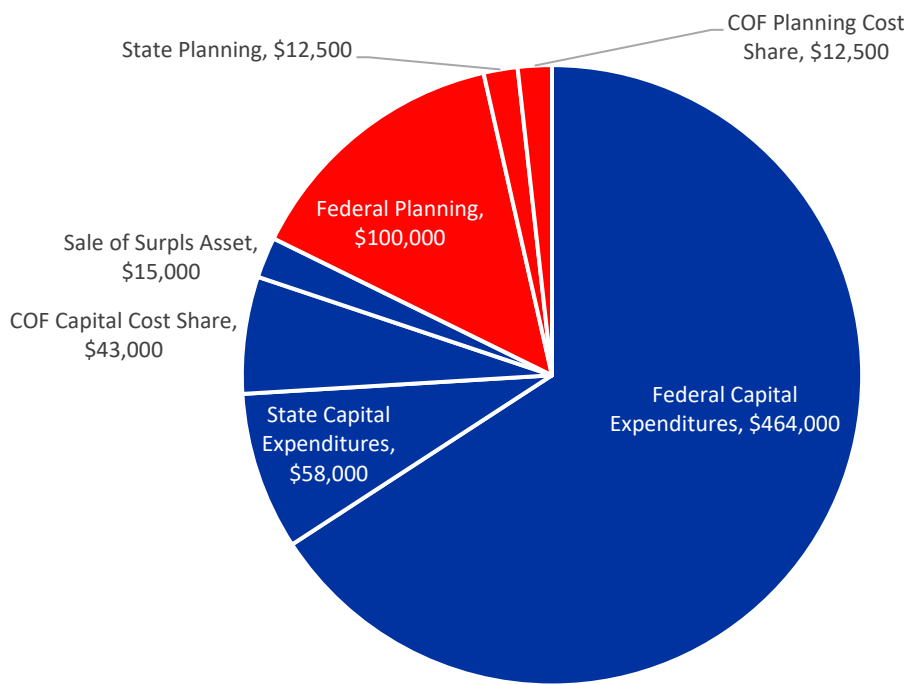
The FY 2027 capital program is primarily funded through federal sources, with smaller contributions from state and local funds. Figure 5-4 breaks this down, with capital expenditures symbolized in blue and planning expenditures in red. Federal Section 5307 capital funding represents the largest share at approximately 80.0% (\$464,000), reflecting the program’s reliance on federal investment for equipment.

State funding accounts for around 10.0% (\$58,000), while the City of Franklin’s capital cost share contributes around 7.4% (\$43,000). A minor portion of funding is taken from the sale of surplus assets (around 2.6%).

Planning related funding represents a smaller but consistent component of the capital program. Federal planning funds account for around 17.2% (\$100,000), with both state and local planning contributions each representing approximately 2.2% (12,000). These funds support ongoing planning and transit related activities, totaling around \$125,000.

This distribution highlights capital that is heavily dependent on federal funding. This structure reinforces the importance of federal programs in supporting capital investments and system maintenance.

**FIGURE 5-4: BREAKDOWN OF CAPITAL AND PLANNING FOR FY2027**



*Source: FY 2027 Operating Budget | Franklin, Tennessee*

## 5.5 Funding Sources Assessment

Sustaining and expanding Franklin Transit’s operations requires a diverse and dependable funding base that supports ongoing service and future growth. This section outlines current and potential funding sources that enable Rider to maintain and enhance transit across the Franklin transit service area, emphasizing the combined support from federal, state, and local partners. Reliable sources such as Federal Transit Administration (FTA) 5307 funds and contributions from the City of Franklin general funds will continue to be essential to Franklin Transit Authority’s financial stability. Meanwhile, new

opportunities (including competitive federal grants and locally generated revenues, such as taxes or fees) may prove critical to developing expanded and innovative transit offerings.

### 5.5.1 Current and Future Funding Sources

Table 5-5 summarizes the funding distribution for current and planned projects for Franklin Transit. Funding is primarily derived from federal sources, specifically the FTA Section 5307 program, which requires matching contributions from state and local sources. 5307 funds are a formula allocation that is split between all transit agencies in an Urbanized Area (UZA), and therefore an individual agency’s allocation has the potential to be limited as the needs increase for other agencies in the UZA.

Most projects follow a consistent funding structure, with federal funds covering approximately 80% of total costs whilst state and local contributions account for around 10% each. This structure is consistent across vehicle replacement and expansion, bus shelters, planning activities, and technological investments such as mobile fare collection and system hardware.

Table 5-5 also includes both committed and anticipated funding. Several projects, including planning efforts and ADA improvements under the Underserved Technical Assistance Project (UTAP) program, are identified as future or pending grants. These projects follow the same general funding structure but are yet to be subject to application and award. Overall, this funding structure reflects a reliance on federal programs to support capital and planning projects.

**TABLE 5-5: FRANKLIN TRANSIT FUNDING DISTRIBUTION (COMMITTED AND ANTICIPATED)**

Funding Mechanism	Item	Description	Federal Contribution	State Contribution	Local Contribution	Total to Expend
5307	Replacement vehicles		\$1,547,000	\$193,375	\$193,375	\$1,933,750
5307	Expansion vehicles		\$1,034,000	\$129,250	\$129,250	\$1,292,500
5307	Bus shelters		\$434,740	\$54,343	\$54,343	\$543,425
5307	Mobile fare collection		\$52,000	\$6,500	\$6,500	\$65,000
5307	Hardware	Network, AVL/ Tracking, Dispatch, Scheduling	\$210,000	\$26,250	\$26,250	\$262,500
5307	Planning	Future studies	\$200,000	\$25,000	\$25,000	\$250,000
5307	Planning		\$200,000	\$25,000	\$25,000	\$250,000
<b>Underserved Technical Assistance Project (UTAP)</b>	ADA improvements and bus shelters	Future grant	\$334,000	\$41,750	\$41,750	\$417,500

### 5.5.2 Potential Funding Sources

As shown in Table 5-6, Franklin Transit has access to a range of federal and state administered funding programs that support both capital investments, planning and operational needs. Federal programs are centered around capital improvements. Programs such as Sections 5339(b) support system coordination and long-range planning. Additional funding sources, including programs such as STBG and Carbon reduction, may be available through MPO coordination, but are not directly controlled by the transit system.

State-administered programs provide more direct and flexible support for ongoing transit needs. Programs such as the State Operating Assistance Program (URDP) and Section 5310 supports operations and specialized transit services, while state coordinated planning programs are generally more accessible and tend to play a key role in maintaining service and supporting targeted improvements. Potential local revenue options in Tennessee are limited by state law. Any local option transit surcharge would require an adopted transit improvement program, voter approval by referendum, and satisfaction of state eligibility requirements.

TABLE 5-6: POTENTIAL FUNDING SOURCES

Funding Mechanism	Description	Approval Process	Uses
<b>FTA 5339(b)</b>	Discretionary grant for transit capital improvements under two categories: Low or No Emission Grant Program and the Grants for Buses and Bus Facilities Competitive Program.	Competitive application process, directly with the FTA through grants.gov	Grants for Buses and Bus Facilities: bus replacement, modernization, and facilities.
<b>Enhancing Mobility Innovation</b>	Competitive funding for pilot or demonstration projects, such as microtransit or technological service improvements.	Directly with the FTA through grants.gov	Innovative projects, including innovations in delivery models, financing, partnerships, and technology.
<b>Surface Transportation Block Grant Program-Directly Attributable (STBG-DA)</b>	Flexible funding for transportation capital improvements.	Programmed through MPO and may be flexed to transit projects.	Surface Transportation Block Grant Program-Directly Attributable (STBG-DA).
<b>Carbon Reduction Act*</b>	Designed to reduce CO <sub>2</sub> emissions from on-road sources.	Through MPO	May support low emission transit investments when programmed through MPO.

Funding Mechanism	Description	Approval Process	Uses
<b>Metropolitan Planning 5303/5304</b>	Provides funding through the Office of Community Transportation (OCT) to support MPO-led planning activities, including long-range transportation planning and technical studies.	Administered through MPOs in coordination with TDOT and OCT.	Planning activities such as transportation studies, long-range plans, and system analysis.
<b>Transportation Planning</b>	Supports coordination between OCT and local agencies to guide land use and transportation infrastructure decisions.	Coordinated through TDOT OCT in partnership with local governments.	Planning and development of safe and efficient transportation systems.
<b>Elderly and Persons with Disabilities (5310)</b>	Provides transit capital assistance for organizations serving elderly individuals and people with disabilities.	Distributed through TDOT to eligible public and private providers.	Capital purchases such as vehicles and equipment for specialized transportation services.
<b>IMPROVE Transit Investment Grant (IMPV)</b>	State administered competitive grant supporting transit improvements.	Competitive application process administered by TDOT.	Transit projects that improve service, reduce congestion, and support economic development.
<b>Bus and Bus-related Equipment and facilities Grant (5339)</b>	Provides funding for replacement, rehabilitation, and purchase of buses and related facilities.	Administered through federal funds allocated by TDOT.	Capital investments include buses, maintenance facilities, and related infrastructure.
<b>Job Access and Reverse Commute (JARC)</b>	May support employment related transit services where applicable.	Administered through TDOT/federal coordination where applicable.	Operating and capital support for employment-related transit services.
<b>State Operating Assistance Program (URDP)</b>	Provides operating assistance to local governments to support transit services statewide.	Administered by TDOT to eligible transit providers.	Operating expenses for public transit systems.
<b>Critical Trips Program (CTP)</b>	Provides operating support for demand response services where applicable.	Administered by TDOT for eligible providers.	Operating support for demand-response and specialized transit services.

## 5.6 Implementation Plan

The implementation plan combines the recommended service, capital, technology, and policy improvements into a coordinated program for transit system development over a 10-year period. This plan is structured to align with the phased recommendations and provides a clear framework in a logical and feasible pattern.

Implementation is organized around a structured process that includes initiating, implementing, monitoring, and refreshing system improvements. The initial actions focus on establishing planning, policy, funding, and readiness to support future investments. These actions provide the foundation required to advance service and capital improvements in later phases.

Following this, implementation efforts advance prioritized service, capital, and technology improvements. These include enhancements to transit services, deployment of supporting infrastructure and technology, and improvements to customer-oriented services. The sequence of these actions reflects the need for early planning, procurement, and funding activities to allow for transit system changes.

Additionally, ongoing monitoring is a core component of the implementation plan. Performance will be tracked through measures to evaluate outcomes, assess service effectiveness, and identify operational needs. This process supports adjustments to service and investment decisions based on the observed performance and conditions.

Relative to this, the plan also includes periodic updates to integrate performance findings and the community's needs. Priorities and actions will be refined over time, informed by performance findings and data.

Table 5-7 presents the 10-year implementation plan as a coordinated program of operating, capital, technology, and planning actions that advance Franklin Transit in a logical and feasible sequence. The program aligns with the phased recommendations by starting with foundational actions such as planning, policy, funding, and system readiness, then moving into prioritized service and infrastructure improvements as those prerequisites are put in place. The plan also includes ongoing performance monitoring and periodic updates so the Franklin Transit Authority can refine future decisions based on observed outcomes, changing conditions, and evolving community needs.

TABLE 5-7: 10 YEAR IMPLEMENTATION PLAN

Item	Fiscal Years	Ten-Year Cost
<b>Operations</b>		
Existing Blue and Red routes	2027-2036	\$14,818,000
Existing special services	2027-2036	\$5,596,000
Traditional TODD service (assuming full Mobility on Demand implementation)	2027-2036	\$16,137,000
Cool Springs microtransit	2027-2036	\$5,739,000
Downtown shuttle/circulator	2028-2036	\$2,194,000
Extended fixed route service span	2029-2036	\$3,281,000
Central Franklin microtransit	2030-2036	\$6,566,000
Citywide microtransit	2032-2036	\$6,521,000
New local fixed routes	2032-2036	\$5,193,000
Increased fixed route frequency	2034-2036	\$5,417,000
Sunday fixed route service	2034-2036	\$1,313,000
<b>Capital</b>		
Upgrade real-time information and tracking, scheduling, and dispatch tools	2027	\$15,000
Install Automatic Passenger Counters (APCs) across the entire fixed route fleet	2027	\$115,000
Launch mobile fare payment	2027	\$3,000
Vehicle Purchases	2027-2036	\$11,394,000
Bus stop improvements	2027-2036	\$397,000
Bus stop shelters	2027-2036	\$1,918,000
Implement Wi-Fi across the entire fleet	2028	\$25,000
Open-loop payment	2029	\$54,000
<b>Planning</b>		
ADA Transition Plan	2027	\$40,000
Microtransit feasibility and technology assessment	2027	\$200,000
Development of design standards	2027	\$60,000
Development of bus stop guidelines	2028	\$72,000
Comprehensive Operations Analysis (COA)	2029	\$159,000
Integrated Capital Improvement Plan and Transit Asset Management Plan	2029 and 2033	\$91,000
Refresh Transit Master Plan	2031	\$134,000
Update Transit Master Plan	2036	\$312,000

## 5.7 Conclusion

This technical memorandum outlines a phased implementation framework to guide Franklin Transit over the 10-year planning period. The recommendations sequence service, capital, technology, policy, and planning actions based on current conditions, identified needs, performance priorities, and community input. Together, these recommendations provide a coordinated roadmap for near-term actions and longer-term system improvements. The City should use this implementation plan as a guiding framework rather than a fixed program of action. Funding availability, future studies, performance findings, and changing priorities will influence implementation over time. As Franklin Transit collects better data, applies new technology, and reassesses system needs, the City can refine the timing, scope, and prioritization of recommended actions throughout the planning period.



**Franklin Transit Authority  
PROCUREMENT POLICY  
For Federal Transit Administration (FTA) and Tennessee  
Department of Transportation (TDOT)-Funded Purchases**

**March 2026**

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# 1. INTRODUCTION

## 1.1. Purpose

This policy establishes guidelines and minimum standards that Franklin Transit Authority (hereinafter “Recipient”) will use in the management of its third-party contracts. This manual is intended to ensure that Franklin Transit Authority complies with Federal Transit Administration’s (FTA) and Tennessee Department of Transportation’s standards to ensure full and open competition and equitable treatment of all potential sources for all purchases made with funding derived from the Federal, state, and local governments. In all purchasing activity, the goal of Recipient is to ensure maximum open and free competition consistent with:

- FTA Circular 4220.1G "Third Party Contracting Guidance" or latest version thereof;
- 2 CFR §§ 200.318 – 200.327

## 1.2. Applicability

This manual applies to all procurements undertaken and financed, in whole or in part, with FTA and State of Tennessee financial assistance provided to Franklin Transit Authority to support **open market procurements**. An open market solicitation is used to purchase a good or service by soliciting from any available source. Most grantee procurement activity will be undertaken on the open market. Open market procurements exclude:

- Employment Contracts;
- Intergovernmental Agreements.

The goal of this procurement policy is to provide an atmosphere in which all procurement transactions will be conducted in a manner providing full and open competition. Recipient will avoid Prohibited Practices (Section 5.4.9) considered to be restrictive of competition:

## 1.3. Third Party Contracting Capacity

FTA regulations (2 CFR § 200.318(a) and FTA Circular 4220.1G, Chapter III, § 3a) require Recipients to have written procurement procedures. This policy is designed to meet FTA and TDOT’s requirements in this regard.

## 1.4. Procurement Personnel

Franklin Transit Authority shall designate individuals to serve in the following roles:

- ***Procurement Officer***: Franklin Transit Authority shall designate a Procurement Officer tasked with the implementation of this policy. Specifically, the Procurement Officer’s responsibilities include but are not necessarily limited to: determining the applicability of this policy to Recipient’s procurement activities (see Section 1.5), identifying and resolving conflicts of

interest (Sections 2.5.2 – 2.6), overseeing the potential prequalification of bidders and proposers (Section 5.3), exercising discretion over evaluation factor weight communication in solicitations (Section 5.4.2), evaluating the appropriateness of formal procurement methods for simplified purchases (Section 5.5.2.6), ensuring adequate time between Sealed Bid issuance and bid opening (Section 5.5.3.7(b)(1)), preparing written justifications for any non-competitive procurements (Section 5.6.3.2), overseeing the evaluation of bids and proposals (Section 5.7.3), managing contract time extensions (Section 6.2.3.3), and ensuring that Recipient’s protest procedures are included in all solicitation documents as well as assisting the Recipient’s Attorney with the resolution of protests (Sections 6.7.2 – 6.7.3).

- Attorney or Legal Expert: Franklin Transit Authority shall designate an Attorney (or other individual with legal expertise) tasked with reviewing potential organizational conflicts of interest (Section 2.6), as well as reviewing all procurement protests and advising Recipient on potential resolutions (Section 6.7.2).
- Project Manager(s): Prior to execution of each third-party contract, Franklin Transit Authority shall designate a Project Manager to serve as its principal point of contact with the contractor and as the primary administrator of the contract (Section 6.1).

### **1.5. Relationship to Other Recipient Policies**

These policies and procedures pertain only to Recipient’s purchases made with FTA and/or Tennessee Department of Transportation State funds for the transit program; purchases with local funds and for purposes other than transit should follow applicable regulations and Tennessee law. This document shall not supersede any internal administrative procedures applicable to Recipient, which may include procedures for requesting and approval of purchases.

This document may not answer all questions related to purchasing; if any employee of Recipient has a question regarding these procedures, the organization’s Procurement Officer should be contacted for clarification and guidance. When any conflict exists between this policy and the existing policies of the Recipient, the Procurement Officer shall render an opinion regarding which policy shall prevail. If any employee of Recipient determines that a conflict exists between these policies and state and local law, they shall contact the Procurement Officer and communicate the conflict.

## 2. CODE OF ETHICS AND CONFLICT OF INTEREST POLICY

### 2.1. Purpose

Federal grant management rules (2 CFR § 200.318(c)(1)) require each recipient to maintain written standards of conduct governing the performance of its employees engaged in the award and administration of contracts. This policy must address:

- Personal conflicts of interest
- Gifts; and
- Violations.

### 2.2. Definition of Key Terms

As used herein, the following definitions apply:

**Conflict of Interest** – A situation in which an employee, board member, officer, or agent has a private or personal interest sufficient to appear to influence the objective exercise of his or her official duties. A conflict of interest represents a divergence between a person covered by this policy and their private interests and their professional obligations to Recipient such that an independent observer might reasonably question whether the individual’s professional actions or decisions are determined by considerations of personal gain, financial or otherwise.

**Financial Interest** – An officer, agent, board member, his or her partner, employee, or their immediate family, is considered as having a financial interest in a company if: they receive more than \$10,000 in consulting income, salaries, or equity in the company; they have more than 5 percent equity in the company; they have intellectual property rights in or receive royalties from the company; or they serve as a director, officer, partner, trustee, manager or employee of the company.

**Immediate Family** – Immediate family includes an employee’s spouse, grandparent, parent, brother, sister, child or grandchild, his or her partner.

### 2.3. Applicability

No employee, elected official, agent, or other individual under an employment contract with Recipient, or their immediate family member, partner, or organization that employs or is about to employ any of the foregoing may participate in the selection, award, or administration of a contract supported with FTA assistance if a conflict of interest, real or apparent, would be involved.

Such a conflict would arise when any of those previously listed individuals has a financial or other interest in the firm selected for award.

## **2.4. Gifts**

Any contractor, subcontractor, or supplier who has a contract with Recipient; has performed under such a contract within the past year; or anticipates bidding on such a contract in the future shall be prohibited from making gifts or providing favors to any individual defined in Section 2.2, who is charged with the duty of:

- Preparing plans, specifications, or estimates for public contract; or
- Awarding or administering public contracts; or
- Inspecting or supervising construction.

Recipient also prohibits all covered individuals defined in Section 2.2. who perform the functions listed above from receiving or accepting any such gift or favor.

## **2.5. Employee Conflicts of Interest**

### **2.5.1. Conflicts of Interest**

It shall be a breach of ethical standards for any Recipient employee to participate directly or indirectly in a procurement when the employee knows:

- The employee or any member of the employee's immediate family, board member, officer, agent, his or her partner, has a financial interest pertaining to the procurement;
- A business or organization in which the employee, or any member of the employee's immediate family, has a financial interest pertaining to the procurement; or
- Any other person, business or organization with whom the employee or any member of employee's immediate family is negotiating or has an arrangement concerning prospective employment is involved in the procurement.

### **2.5.2. Discovery of Actual or Potential Conflict of Interest (Disqualification and Waiver)**

Upon discovery of an actual or potential conflict of interest, an employee participating directly or indirectly in a procurement shall:

- Promptly file a written statement of disqualification with the Procurement Officer; and
- Withdraw from further participation in the procurement.

The employee may, at the same time, request from the Procurement Officer, an advisory opinion as to what further participation, if any, the employee may have in the procurement. It shall be at the sole discretion of the Procurement Officer to determine if the employee may have any further participation in the procurement and, if so, the extent to which the employee may participate. Any employee who fails to comply with the provisions of this paragraph may be subject to disciplinary action.

### **2.5.3. Employee Disclosure Requirements**

A Recipient employee, who has reason to believe that he/she or his/her immediate family have an interest that may be affected by his/her official acts or actions as a Recipient employee or by the official acts or actions of Recipient, shall disclose the precise nature and value of such interest in a written disclosure statement to the Procurement Officer who, in turn, will respond to the employee in writing with an opinion as to the propriety of said interest.

In the event that the Procurement Officer has reason to believe that he/she or his/her immediate family has an interest that may be affected by his/her official acts or actions as a Recipient employee or by the official acts or actions of Recipient, he/she shall disclose the precise nature and value of such interest in a written disclosure statement.

### **2.5.4. Confidential Information**

A Recipient employee may not directly or indirectly make use of, or permit others to make use of, for the purpose of furthering a private interest, confidential information acquired by virtue of their position or employment with Recipient.

### **2.5.5. Solicitation Provision**

Recipient's Procurement Officer shall insert the following provisions in all formal competitive solicitation documents for products and services:

*"Offerors are hereby notified that the Franklin Transit Authority has adopted ethical standards to prevent conflicts of interest in its procurement process. These policies shall apply to Recipient employees involved in procurement. Offerors should be aware that it is a breach of ethical standards for any Recipient employee to participate directly or indirectly in a procurement when the employee knows that:*

- *The employee or any member of the employee's immediate family has a financial interest in the offeror's business or in the procurement;*
- *A business or organization in which the employee, or any member of the employee's immediate family, has a financial interest pertaining to the procurement; or*
- *The Offeror, or any other person, business or organization with whom the employee or any member of employee's immediate family is negotiating or has an arrangement concerning prospective employment is involved in the procurement.*

*In addition, any persons acting as members of an evaluation committee for any procurement shall, for the purposes of the procurement, be bound by conditions of this Section. Throughout the bid/proposal evaluation process and subsequent contract negotiations, offerors shall not discuss or seek specific information about this procurement, including but not limited to, the contents of submissions, the evaluation process or the contract negotiations, with members of any evaluation committee, governing board, or other Franklin Transit Authority employees other than the designated Procurement Officer. Violations of this requirement may result in disqualification from the procurement process."*

## 2.6. Organizational Conflicts of Interest

The Procurement Officer and technical personnel are encouraged to work closely with the Recipient's Attorney to review all situations that appear to have the potential for an organizational conflict of interest.

Organizational conflicts of interest may result in bias and potentially provide an unfair competitive advantage to a potential offeror. An organizational conflict of interest occurs due to the type of work to be performed under a third-party contract, or because of other activities or relationships such as:

- A contractor is unable, or potentially unable, to render impartial assistance or advice to Recipient;
- A contractor's objectivity in performing contract work is or might otherwise be impaired;
- A contractor has an unfair competitive advantage; or
- A contractor has established, in an earlier contract, ground rules for a future procurement by developing specifications, evaluation factors, or similar documents.

Bias arises when a contractor is placed in a situation where there may be an incentive to distort advice or decisions. Whenever a contract is awarded that involves the rendering of advice, the question must always be asked as to whether the potential for a conflict of interest exists for the contractor rendering the advice. Recipient's Procurement Officer will insert the following Conflict of Interest Disclosure Statement in its solicitation when contracting for services of this nature:

*“(a) The offeror shall provide a statement in its proposal which describes in a concise manner all past, present or planned organizational, financial, contractual or other interest(s) with the Recipient, or with an organization whose interests may be substantially affected by the Recipient's activities, and which is related to the work under this solicitation. The interest(s) described shall include those of the proposer, its affiliates, proposed consultants, proposed subcontractors and key personnel of any of the above. Past interest shall be limited to within one year of the date of the offeror's technical proposal. Key personnel shall include any person owning more than 20% interest in the offeror, and the offeror's corporate officers, its senior managers and any employee who is responsible for making a decision or taking an action on this contract where the decision or action can have an economic or other impact on the interests of a regulated or affected organization.*

*(b) The offeror shall describe in detail why it believes, in light of the interest(s) identified in (a) above, that performance of the proposed contract can be accomplished in an impartial and objective manner.*

*(c) In the absence of any relevant interest identified in (a) above, the offeror shall submit in its proposal a statement certifying that to its best knowledge and belief no affiliation exists relevant to possible conflicts of interest. The offeror must obtain the same information from potential subcontractors prior to award of a subcontract.*

*(d) The Procurement Officer will review the statement submitted and may require additional relevant information from the offeror. All such information, and any other relevant information known to Franklin Transit Authority will be used to determine whether an award to the offeror*

*may create a conflict of interest. If any such conflict of interest is found to exist, the Procurement Officer may (1) disqualify the offeror, or (2) determine that it is otherwise in the best interest of Franklin Transit Authority to contract with the offeror and include appropriate provisions to mitigate or avoid such conflict in the contract awarded.*

*(e) The refusal to provide the disclosure or representation, or any additional information required, may result in disqualification of the offeror for award. If nondisclosure or misrepresentation is discovered after award, the resulting contract may be terminated. If after award the Contractor discovers a conflict of interest with respect to the contract awarded as a result of this solicitation, which could not reasonably have been known prior to award, an immediate and full disclosure shall be made in writing to the Procurement Officer. The disclosure shall include a full description of the conflict, a description of the action the contractor has taken, or proposes to take, to avoid or mitigate such conflict. The Procurement Officer may, however, terminate the contract for convenience if he or she deems that termination is in the best interest of Recipient.”*

### 3. RECIPIENT RESPONSIBILITIES UNDER FEDERAL LAW

#### 3.1. Third Party Contracting Capacity

Recipient must maintain adequate technical capacity to carry out its FTA and/or Tennessee assisted projects and comply with Federal and state rules. Recipient's third party contracting capability must be adequate to undertake its procurements effectively and efficiently in compliance with applicable Federal, state, and local requirements.

#### 3.2. Contract Administration System

Recipient must maintain a contract administration system to ensure that it and its third-party contractors comply with the terms, conditions, and specifications of their contracts or purchase orders and applicable Federal, State and local requirements. A contract administration system is addressed in Section 6.

##### 3.2.1. Written Procurement Procedures

Recipient must maintain and follow written procurement procedures that address:

- (a) Solicitations – Requirements for Recipient solicitations are addressed in Section 5.
- (b) Necessity – Requirements related to Recipient's need for products or services are addressed in Section 3.5.
- (c) Lease Versus Purchase – Requirements related to the use of lease or purchase alternatives to achieve an economical and practical procurement are addressed in Section 3.5.2(f).
- (d) Metric Usage – Requirements related to the acceptance of products and services dimensioned in the metric system of measurement are addressed in Section 3.13.
- (e) Environmental and Energy Efficiency Preferences – Requirements related to preference for products and services that conserve natural resources, protect the environment, and are energy efficient are addressed in Sections 3.14.
- (f) Procurement Methods – Descriptions of the procurement methods that Recipient may use are included in Section 5.
- (g) Legal Restrictions – Descriptions of Federal and state restrictions on Recipient's acquisitions are included in Section 5.
- (h) Third Party Contract Provisions – Specific third party contract provisions required for each third party contract and flow down requirements to subcontracts are discussed in Section 3.6.3.
  - (1) Sources – Descriptions of the availability and use of various sources of products and services are addressed in Section 4.

- (2) Resolution of Third Party Contracting Issues – Procedures related to the resolution of third party contracting issues are included in Section 6.5.

### **3.2.2. Adequate Third Party Contract Provisions**

Recipient must include provisions in all of its third-party contracts that are adequate to form a sound and complete agreement.

### **3.2.3. Industry Contracts**

Recipient shall not use an industry developed contract or a contract that is provided by a bidder or offeror unless it has first evaluated the benefits of the contract. Recipient shall ensure that such contracts include all required Federal provisions but do not include terms and conditions that may be unfavorable to Recipient.

### **3.2.4. Revenue Contracts**

Recipient may enter into a revenue contract with a third party to generate revenues in connection with a transit related activity, or to create business opportunities utilizing an FTA and/or Tennessee funded asset. Any such contract opportunity will follow competitive selection procedures and principles outlined herein.

### **3.2.5. Record Keeping**

Recipient must prepare and maintain adequate and readily accessible project performance and financial records, covering procurement transactions as well as other aspects of project implementation. Recipient must maintain these records for five (5) years after Recipient and its lower-tier Recipients, if any, have made final payment and all other pending matters are closed. Specific record keeping requirements include:

- (a) Written Record of Procurement History – Recipient must maintain written records detailing the history of each procurement. For all procurements above the micro-purchase level Recipient must maintain records relating to:
- (1) Procurement Method – Recipient must provide its rationale for the method of procurement it used for each contract, including a justification for any acquisition that does not qualify as competitive;
  - (2) Contract Type – Recipient must state the reasons for selecting the contract type it used;
  - (3) Contractor Selection – Recipient must state its reasons for contractor selection or rejection;
  - (4) Contractor Responsibility – Recipient must provide a written determination of responsibility for the successful contractor;
  - (5) Cost or Price – Recipient must evaluate and state its justification for the contract cost or price; and
  - (6) Reasonable Documentation – Recipient must retain documentation commensurate with the size and complexity of the procurement.

- (b) Access to Records – Recipient must provide FTA and TDOT officials, the Comptroller General, or any of their representatives, access to and the right to examine and inspect all records, documents, and papers, including contracts, related to any FTA project financed with Federal assistance.
- (c) Use of Technology/Electronic Commerce – Recipient may use an electronic commerce system to conduct third party procurements. If Recipient uses an electronic commerce system, then the following requirements apply:
  - (1) Sufficient System Capacity – Recipient’s system must have sufficient system capacity necessary to accommodate all Federal requirements for full and open competition.
  - (2) Written Procedures – Before any solicitation takes place, Recipient must establish adequate written procedures to ensure that all information FTA/TDOT requires for project administration is entered into the system and can be made readily available to FTA/TDOT as needed.

### **3.3. Determination of Needs**

Recipient must maintain and follow adequate procedures for determining the types and amounts of products and services needed to acquire. Recipient complies with the following requirements:

### **3.4. Eligibility**

All products and services to be acquired with FTA and/or Tennessee funds must be eligible under the Federal and State law authorizing the FTA and/or Tennessee assistance award and any regulations thereunder. All products and services to be acquired with FTA and/or Tennessee funds must also be eligible for support within the scope of the underlying grant or cooperative agreement from which the FTA and/or Tennessee assistance to be used is derived.

### **3.5. Necessity**

Recipient shall adhere to the following standards for avoiding the purchase of duplicative and/or unnecessary products and services it does not need.

#### **3.5.1. Unnecessary Reserves**

Recipient shall limit the acquisition of Federally and state-assisted property and services to the amount it needs to support its operations.

#### **3.5.2. Acquisition for Assignment Purposes**

Recipient shall contract only for its current and reasonably expected public transportation needs and shall not add quantities or options to third party contracts solely to permit assignment to another party at a later date. These limits on assignments, however, do not preclude joint

procurements that are entered into simultaneously by two or more parties to obtain advantages unavailable for smaller procurements.

- (a) General Prohibition – Recipient may contract only for its current and reasonably expected public transportation needs and may not add quantities or options to third party contracts solely to permit assignment to another party at a later date.
- (b) Changes in the Recipient’s Needs – TDOT and FTA recognize that the quantity of property or services a recipient reasonably believes it may need at the time of contract award may change. Recipient’s later needs might decrease due to changed circumstances or honest mistakes. In those situations, Recipient may assign its unneeded contract authority to another entity that would like to acquire the property or services.
- (c) Exceptions – These limits on assignments, however, do not preclude:
  - (1) Joint Procurements – Recipient and one or more other FTA and/or state recipients may enter into a single procurement at the same time to obtain advantages unavailable for smaller procurements.
  - (2) Participation in TDOT Sponsored Vehicle Procurements – Recipient may enter into contracts developed by the State of Tennessee to acquire vehicles. See Section 4.3 of this policy for a full discussion of state government purchasing schedules and contracts.
- (d) Procurement Size – For every procurement, Recipient shall consider whether to consolidate or break out the procurement to obtain the most economical purchase. Absent efforts to foster greater opportunities for Disadvantaged Business Enterprises (DBEs), small and minority firms and women’s business enterprises, Recipient shall not split a larger procurement merely to gain the advantage of micro-purchase or simplified purchase procedures.
- (e) Options – Recipient shall justify, as needed, all option quantities included in every solicitation and contract. An option is a unilateral right in a contract by which, for a specified time, Recipient may acquire additional equipment, supplies, or services than originally procured. An option may also extend the term of the contract.
- (f) Lease Versus Purchase – Recipient shall review lease versus purchase alternatives for acquiring property and shall prepare or obtain an analysis to determine the most economical alternative. If Recipient chooses to lease an asset then it must prepare a written comparison of the cost of leasing the asset compared with the cost of purchasing or constructing the asset.
- (g) Lease of Rolling Stock – For rolling stock and related equipment, the Fixing America’s Surface Transportation (FAST) Act removed the requirement to demonstrate the cost effectiveness of leasing compared to purchasing described above in subsection (f). The FAST Act, however, now requires Recipient to submit a report to FTA within three years of executing a rolling stock lease that includes: (1) An evaluation of the overall costs and

benefits of leasing rolling stock; and (2) A comparison of the expected short-term and long-term maintenance costs under a lease versus maintenance costs when buying rolling stock.

- (h) Specifications – Recipient’s procurement specifications shall clearly describe the products or services to be procured and shall state how the proposals will be evaluated. Recipient’s procurement specifications shall not be exclusionary, discriminatory, unreasonably restrictive or otherwise in violation of Federal or Tennessee laws or regulations.

### **3.6. Contractor Responsibilities**

Recipient, in awarding contracts, financed in whole or in part, with FTA and/or Tennessee financial assistance, shall follow guidance in this section to evaluate contractor capabilities to perform the contract.

In addition to the Federal rules (2 CFR § 200.318(h)) that require contract awards be made only to responsible contractors, Federal transit law at 49 U.S.C. § 5325(j) limits third party contractor awards to those contractors capable of successfully performing under the terms and conditions of the proposed contract. Before selecting a contractor for award, Recipient must consider such matters as contractor integrity, compliance with public policy, record of past performance, and financial and technical resources.

#### **3.6.1. Debarment and Suspension**

Debarment and suspension regulations and guidance include the following provisions.

##### **3.6.1.1. DOT Debarment and Suspension Regulations**

U.S. Department of Transportation (DOT) regulations, “Nonprocurement Suspension and Debarment,” 2 CFR Part 1200 apply to each third party contract at any tier of \$25,000 or more, to each third party contract at any tier for a federally required audit (irrespective of the contract amount), and to each third party contract at any tier that must be approved by an FTA official irrespective of the contract amount (2 CFR § 1200). Recipient shall apply DOT’s debarment and suspension requirements to itself and each third-party contractor at every tier to the extent required by DOT’s regulations that incorporate the requirements of Office of Management and Budget (OMB), “Guidelines to Agencies on Governmentwide Debarment and Suspension (Nonprocurement)” (2 CFR § 180).

Specifically, Franklin Transit Authority must verify that the prospective contractor is not debarred, suspended, or otherwise ineligible by:

- Checking System for Award Management Exclusions (at SAM.gov); or
- Collecting a certification; or
- Adding a clause or condition to the covered transaction.

### **3.6.1.2. System for Award Management**

The System for Award Management (SAM) combines Federal procurement systems and the Catalog of Federal Domestic Assistance into one new system. SAM includes the functionality from the following systems:

- Central Contractor Registry (CCR)
- Federal Agency Registration (Fedreg)
- Online Representations and Certifications Application
- Excluded Parties List System (EPLS)

As a best practice, Recipient should print the screen with the results of the SAM search to include in the procurement file. Alternatively, Recipient may collect a debarment and suspension certification from the prospective third party contractor or include a clause in the third party contract requiring disclosure. FTA notes that affirmative actions, such as checking SAM.gov or including a requirement for a signed certification, are preferred.

### **3.6.2. Lobbying Certification and Disclosure**

If a third-party contract will exceed \$100,000, before awarding the contract, Recipient will obtain a lobbying certification, and if applicable, a lobbying disclosure from a prospective third party contractor (see DOT regulations, “New Restrictions on Lobbying,” 49 CFR Part 20, modified as necessary by 31 U.S.C. Section 1352).

### **3.6.3. Required Contract Clauses**

In addition to the requirements outlined above, there are various required clauses that may apply to Recipient’s third-party contracts, depending upon the type of procurement, funding source, and the anticipated dollar value of said contract. It is the responsibility of Recipient to assess each procurement and determine the applicable terms and conditions that should be included in the solicitation and contract documents.

For FTA-funded procurements, please see the listing of required third-party contract clauses contained in the most recent FTA Master Agreement.

For Tennessee-funded procurements, please see the Grant Contract between the State of Tennessee, Department of Transportation and Recipient for a listing of standard terms and conditions to be included in the solicitation and contract documents.

## **3.7. Bonding**

Some procurements may necessitate Recipient to require the vendor to submit a bid bond, performance bond, or payment bond (typically construction projects). When bonding is required, the following conditions will apply.

### 3.7.1. Thresholds

For construction or facility improvement contracts or subcontracts exceeding the Simplified Acquisition Threshold, the minimum requirements must be as follows:

#### 3.7.1.1. Bid Guarantee

A bid guarantee from each bidder equivalent to five percent of the bid price. The “bid guarantee” must consist of a firm commitment such as a bid bond, certified check, or other negotiable instrument accompanying a bid as assurance that the bidder will, upon acceptance of the bid, execute such contractual documents as may be required within the time specified.

#### 3.7.1.2. Performance Bond

A performance bond on the part of the contractor for 100 percent of the contract price. A “performance bond” is one executed in connection with a contract to secure fulfillment of all the contractor's obligations under such contract.

#### 3.7.1.3. Payment Bond

A “payment bond” is one executed in connection with a contract to assure payment as required by law of all persons supplying labor and material in the execution of the work provided for in the contract. FTA has determined that payment bonds in the following amounts are adequate to protect Federal interest and will accept a local bonding policy that meets the following minimums:

- Less Than \$1 Million. Fifty percent of the contract price if the contract price is not more than \$1 million
- More Than \$1 Million but Less Than \$5 Million. Forty percent of the contract price if the contract price is more than \$1 million but not more than \$5 million
- More Than \$5 Million. Two and one half million dollars if the contract price is more than \$5 million

### 3.7.2. Acceptable Sureties

Federal rules for non-governmental recipients requires the non-governmental recipient to obtain construction bonds from companies holding certificates of authority as acceptable sureties under Department of the Treasury regulations, “Surety Companies Doing Business with the United States,” (31 CFR Part 223). For a current list of approved sureties, see Department of the Treasury’s Listing of Approved Sureties (Department Circular 570). As FTA encourages governmental recipient to require similarly acceptable sureties, it shall be the policy of Recipient to such accept sureties.

### 3.7.3. Reduced Bonding

Recipient recognizes that bonding costs can be expensive. Recipient will accept a local bonding policy that conforms to the minimums described in Section 3.4.1. If bonding levels are sought at levels less than these amounts, Recipient must obtain the prior approval of TDOT/FTA. TDOT/FTA shall approve

such requests only if it determines that Recipient's bonding policy adequately protects the Federal interest in the project.

#### **3.7.4. Excessive Bonding**

Recipient will adhere to FTA's rules on excessive bonding requirements (FTA Circular 4220.1G, Chapter IV, § 2i(1)(f)). However, if Recipient determines it has a material risk of loss because of a failure of the prospective contractor, bonding requirements may exceed those outlined in Section 3.7.1 only with the prior approval of TDOT/FTA.

### **3.8. Buy America**

Any FTA-funded contract entered into by Recipient requires that all iron, steel, manufactured products (including rolling stock), and construction materials used are produced or manufactured in the United States.

- The requirement for iron and steel is that all steel and iron manufacturing processes must take place in the United States, except metallurgical processes involving refinement of steel additives.
- The requirement for manufactured products is that all of the manufacturing processes for the product must take place in the United States; and all of the components of the product must be of U.S. origin. A component is considered of U.S. origin if it is manufactured in the United States, regardless of the origin of its subcomponents.
- The requirement for construction materials is that all manufacturing processing occurred in the U.S. For construction materials used in infrastructure projects,
  - The requirement for iron and steel is that the initial melting stage through the application of coatings occurred in the U.S.
  - The requirement for manufactured products is that manufacturing occurred in the U.S. and the cost of components mined, produced, or manufactured in the U.S. is greater than 55% of the total cost of all components, unless another content standard has been established by applicable regulation.

Property that the contractor acquires to perform its construction activities for the recipient, such as tools, machinery, and other equipment or facilities, is not covered by FTA's Buy America requirements unless the recipient intends to take possession of that property upon completion of the project. Thus, if a third party contractor is acquiring property for its general inventory of equipment or facilities to conduct its overall business affairs, Recipient may enter the cost of that acquisition into its calculations of overhead amounts applicable to the FTA assisted project irrespective of whether that property would comply with FTA's Buy America regulations.

#### **3.8.1. Buy America Waivers**

Franklin Transit Authority may use any FTA-approved waiver of Buy America requirements as applicable. Franklin Transit Authority will require a signed certification of the applicability of Buy America requirements to be included with all applicable offers and shall include a certification indicating the specific Buy America waiver to be applied to the purchase.

### **3.8.1.1. Public Interest Small Purchase Waiver**

A public interest small purchase Buy America waiver is available for purchases under \$150,000 per 49 U.S.C. § 5323(j)(13). Purchases may not be manipulated to remain under the waiver threshold.

### **3.8.1.2. Public Interest Microprocessor Waiver**

A public interest Buy America waiver is available for microprocessors, computers, microcomputers, or software, or other such devices, which are used solely for the purpose of processing or storing data. The waiver does not extend to a product or device which merely contains a microprocessor or microcomputer and is not used solely for the purpose of processing or storing data.

### **3.8.1.3. Rolling Stock Waiver**

A Buy America waiver is available that permits purchase of vehicles that are not 100% made in the U.S., if the components and subcomponents produced in the United States comprise at least 70% of the cost of all components of the rolling stock, and final assembly of the vehicle takes place within the U.S.

## **3.9. Build America Buy America**

Build America, Buy America is not applicable for any FTA funded contract entered into by Recipient

- Executed before May 15, 2022, or
- Executed before November 10, 2022, but funded with awards obligated either before May 15, 2022, or after January 30, 2023, or
- Executed after May 14 2022, and before March 10, 2023, from a solicitation that was published before May 14, 2022, for the delivery of construction materials before October 1, 2024.

Any other FTA-funded contract entered into by Recipient for any activity related to an infrastructure project which includes the construction, alteration, maintenance or repair of infrastructure such as the structures, facilities, and equipment for public transportation requires that all construction materials are manufactured in the U.S.

Construction materials include non-ferrous metals, plastic and polymer-based products (including polyvinylchloride, composite building materials, and polymers used in fiber optic cables), glass (including optic glass), fiber optic cable (including drop cable), optical fiber, lumber, engineered wood, and drywall. Minor additions of articles, materials, supplies or binding agents to a construction material do not change the categorization of the construction material. Construction materials do not include cement and cementitious materials, aggregates such as stone, sand, or gravel, or aggregate binding agents or additives.

### **3.9.1. Build America Buy America Waivers**

Franklin Transit Authority may use any FTA approved waiver of Build America Buy America requirements as applicable. Franklin Transit Authority will require a signed certification of the applicability of Build America Buy America requirements to be included with all applicable offers and shall include a certification indicating the specific Build America Buy America waiver to be applied to the purchase.

#### **3.9.1.1. Small Purchase Waiver**

A public interest small purchase waiver is available for purchases under \$150,000 per 49 U.S.C. § 5323(j)(13). Purchases may not be manipulated to remain under the waiver threshold. This is the same waiver provision as provided under the Buy America rules.

#### **3.9.1.2. Small Grants Waiver**

A small grants waiver is available for purchases to be made with federal funding awards that are obligated on or after August 16, 2023, where the total amount of funding to be used on the construction project, not based on a single purchase within a project, is less than \$500,000. If multiple awards are used for the project, the award amounts must be aggregated in value to determine if the total value is less than the \$500,000 threshold.

#### **3.9.1.3. De Minimis Waiver**

A De Minimis waiver is available for purchases to be made with federal funding awards that are obligated on or after August 16, 2023, where the cost of non-compliant project materials, including the cost of manufactured products, is not more than the lesser of \$1,000,000 or 5% of total project material costs. As noted, this waiver only considers the material costs of the project. Labor and other non-material costs are not included when considering the threshold.

### **3.10. Buy America Waivers – Other**

Franklin Transit Authority may pursue other allowable FTA Buy America or Build America Buy America waivers as recognized in regulations. Franklin Transit Authority will require a signed certification of the applicability of Buy America or Build America Buy America requirements to be included with all applicable offers and shall include a certification indicating the specific Buy America or Build America Buy America waiver to be applied to the purchase.

#### **3.10.1. Unreasonable Cost Waivers**

An unreasonable cost waiver is available if the inclusion of iron, steel, manufactured products, or construction materials produced in the U.S. will increase the cost of the overall project by more than 25 percent. The waiver justification must include a comparison of the overall cost of the project with domestic products to the overall cost of the project with foreign-origin products, pursuant to the requirements of the applicable Made in America law. Unreasonable cost waivers should be no broader than necessary. TDOT and FTA must grant approval of this waiver before it can be used for a purchase.

### **3.10.2. Public Interest Waivers**

A waiver citing Public Interest as a basis must include a detailed written statement, which shall include all appropriate factors, justifying why the requested waiver is in the public interest; and a certification that the procurement official or assistance recipient made a good faith effort to solicit bids for domestic products supported by terms included in requests for proposals, contracts, and nonproprietary communications with the prime contractor. TDOT and FTA must grant approval of this waiver before it can be used for a purchase.

### **3.11. Accessibility**

Facilities to be used in public transportation service must comply with 42 U.S.C. Sections 12101 *et seq.* and DOT regulations, "Transportation Services for Individuals with Disabilities (ADA)," 49 CFR § 37; and Joint ATBCB/DOT regulations, "Americans with Disabilities (ADA) Accessibility Specifications for Transportation Vehicles," 36 CFR § 1192 and 49 CFR § 38. Notably, DOT incorporated by reference the ATBCB's "Americans with Disabilities Act Accessibility Guidelines" (ADAAG), revised July 2004, which include accessibility guidelines for buildings and facilities, and are incorporated into Appendix A to 49 CFR Part 37. DOT also added specific provisions to Appendix A modifying the ADAAG, with the result that buildings and facilities must comply with both the ADAAG and amendments thereto in Appendix A to 49 CFR Part 37.

### **3.12. Veteran Hiring Preference in Construction Contracts**

Franklin Transit Authority shall ensure that contractors working on a capital project funded using FTA assistance give a hiring preference, to the extent practicable, to veterans (as defined in section 2108 of title 5) who have the requisite skills and abilities to perform the construction work required under the contract. This subsection shall not be understood, construed or enforced in any manner that would require an employer to give preference to any veteran over any equally qualified applicant who is a member of any racial or ethnic minority, female, an individual with a disability, or former employee.

### **3.13. Metric Usage**

Recipient will accept property and services with dimensions expressed in metric measurements, to the extent practicable and feasible.

### **3.14. Environmental and Energy Efficiency Preferences**

To the greatest extent practicable and consistent with applicable law, Franklin Transit Authority shall procure products and services that are reusable, recyclable, biobased, or energy and water efficient, and that contain recycled content or otherwise support sustainable acquisition practices. When the purchase price of an item exceeds \$10,000, or when the total quantity acquired in the previous fiscal year exceeded \$10,000, the procurement is subject to the requirements of 2 CFR § 200.323 and Section 6002 of the Solid Waste Disposal Act (42 U.S.C. 6962). For such procurements, Recipient shall encourage

offerors to propose EPA-designated items that contain the highest practicable amount of recovered materials, consistent with maintaining a satisfactory level of competition and meeting performance requirements. These requirements apply to the Recipient and its contractors and shall be reflected in applicable procurement solicitations and contract provisions.

## **4. SOURCES OF ACQUISITIONS**

### **4.1. Force Account**

Force account means the use of Recipient's own labor forces and equipment to undertake a capital project. Force account work may consist of design, construction, refurbishment, inspection, and construction management activities, as well as capital project work on rolling stock. Incremental labor costs from flagging protection, service diversions, or other activities directly related to a capital award may also be defined as force account work. Force account work does not include preventive maintenance or award/project administration activities, which are otherwise direct project costs.

Pursuant to FTA Circular 5010.1F, Chapter III, Section 2, one of the following conditions must be present to justify use of force account labor: (1) cost savings, (2) exclusive expertise, (3) safety and efficiency of operations, and (4) union agreement.

When the cost of force account work for a project is greater than \$1,000,000 but less than \$10,000,000, Franklin Transit Authority is required to develop and maintain a force account plan, as well as submit a force account justification to FTA prior to incurring costs. When the cost of force account work to be performed is \$10,000,000 or more, both the force account plan and justification must be submitted to FTA, and prior FTA approval of the plan is required before incurring costs. Specifically, the force account plan must contain the following information to be approved by FTA:

- A description of the scope of work;
- A copy of the construction plans and specifications, which includes a detailed estimate of costs and a detailed schedule and budget; and
- A copy of the proposed Agreement when another public agency is involved.

### **4.2. Joint Procurements**

Recipient may participate in joint procurements whereby it and one or more other entities agree from the outset to use a single solicitation document and enter into a single contract with a vendor for delivery of products or services. The following requirements apply to Recipient's participation in joint procurements:

- Solicitation documents may not be drafted for the purpose of accommodating the needs of other parties that may later want to participate in the benefits of the contract.
- Recipient is responsible for ensuring that the joint procurement solicitation and contract complies with all Federal requirements and that the solicitation document and contract includes all required clauses and certifications.

### **4.3. State or Local Government Purchasing Schedules or Purchasing Contracts**

Franklin Transit Authority may use State or Local Government Purchasing Schedules or Purchasing Contracts, including statewide contracts, and will comply with the following provisions.

#### **4.3.1. Definition**

FTA uses the term “state or local government purchasing schedule” to mean an arrangement that a state or local government has established with several or many vendors in which those vendors agree to provide essentially an option to the state or local government, and its subordinate government entities, to acquire specific property or services in the future at established prices. These arrangements are somewhat similar to the General Services Administration’s (GSA) Cooperative Purchasing Program available for Federal Government use.

#### **4.3.2. Small Quantity Conditions for Rolling Stock**

To the extent practicable, Franklin Transit Authority will use the innovative procurement tools authorized under Section 3019 of the FAST Act, including joint procurements and state or local government contracts. If Recipient conducts a stand-alone procurement (i.e., not part of a state/local government contract or joint procurement) for fewer than five buses using Section 5339 grant funding, it must prepare a written justification for not using an authorized “innovative procurement tool” pursuant to 49 USC § 5339(a)(10)(B).

#### **4.3.3. Applicability of Federal Provisions**

When using FTA funding to obtain property or services from a state or local government contract, Recipient must ensure all Federal requirements, required clauses, and certifications (including Buy America) are properly followed and included, whether in the master intergovernmental contract or in the recipient's purchase document.

If such requirements, clauses, and certifications were not included in the original purchase solicitation and contracts, Recipient may request the vendor to append the required Federal and/or state clauses in the purchase order or other document that affects Recipient’s procurement. When this method is used, Recipient shall obtain Buy America certification before entering into the purchase order. This method cannot be used to circumvent FTA’s Buy America requirements.

#### **4.3.4. Federal Supply Schedules**

Purchases by Recipient from Federal Supply Schedules established by the U.S. General Services Administration (GSA) are limited to the purchase of information technology (IT) products and to products and services to facilitate recovery from a major disaster. The following requirements apply to Recipient’s purchases from GSA schedules:

- Recipient is authorized to use GSA schedules for purchases of products and services to facilitate recovery from a major disaster that is declared by the President of the United States. Upon declaration of a major disaster by the President, Recipient may purchase products and services from GSA schedules both in advance and in the aftermath of the emergency event. Recipient shall be responsible for ensuring that the products and services acquired will only be used for recovery.

- Recipient must ensure that all Federal requirements, required clauses and certifications are properly followed and included, whether in the master intergovernmental contract or Recipient’s purchase document.
- Recipient is required to evaluate the reasonableness of prices obtained from GSA schedules. GSA schedule pricing may not be used as a sole or single source for procurement. Recipient may only use GSA schedule pricing as one of multiple pricing sources solicited in accordance with its requirements for simplified purchases described in Section 5.

#### 4.3.5. Existing Contracts

Recipient may use existing contract rights as an acquisition source. An “existing contract” means a contract that, when formed, was intended to be limited to the original parties thereto.

##### 4.3.5.1. Permissible Actions

Within the conditions set forth below, Recipient may use existing contract rights held by another recipient of FTA assistance:

- (a) Exercise of Options – Recipient may use contract options held by another recipient of FTA assistance with the following limitations:
  - (1) Consistency with the Underlying Contract – Recipient must ensure that the terms and conditions of the option it seeks to exercise are substantially similar to the terms and conditions of the option as stated in the original contract at the time it was awarded.
  - (2) Price – Recipient may not exercise an option unless it has determined that the option price is better than prices available in the open market, or that when it intends to exercise the option, the option is more advantageous.
  - (3) Awards Treated as Sole Source Procurements – The following actions may constitute non-compliant sole source awards:
    - i. Failure to Evaluate Options Before Awarding the Underlying Contract – If a contract has one or more options and those options were not evaluated as part of the original contract award, exercising those options after contract award will result in an unjustified sole source award.
    - ii. Negotiating a Lower Option Price – Exercising an option after Recipient has negotiated a lower or higher price will also result in an unjustified sole source award unless that price can be reasonably determined from the terms of the original contract, or that price results from Federal actions that can be reliably measured.
- (b) Assignment of Contract Rights (“Piggybacking”) – If Recipient finds that it has inadvertently acquired contract rights in excess of its needs, it may assign those contract rights to another recipient of FTA financial assistance if the original contract contains an assignability provision that permits the assignment of all or a portion of the specified deliverables under the terms originally advertised, competed, evaluated, and awarded, or contains other appropriate assignment provisions. Recipient may use contractual

rights through assignment from another recipient of FTA assistance after first determining the contract price remains fair and reasonable, and the contract provisions are adequate for compliance with all Federal requirements. Recipient need not perform a second price analysis if a price analysis was performed for the original contract; however, Recipient must determine whether the contract price or prices originally established are still fair and reasonable before using those rights. Recipient shall be responsible for ensuring the contractor's compliance with FTA's Buy America requirements and execution of all the required pre-award and post-delivery Buy America review certifications. Before proceeding with the assignment, however, Recipient shall review the original contract to be sure that the quantities the assigning recipient acquired, coupled with the quantities that Recipient seeks, do not exceed the amounts available under the assigning recipient's contract.

#### **4.3.5.2. Impermissible Actions**

Recipient may not use Federal assistance to finance:

- (a) Improper Contract Expansion – A contract has been improperly expanded when it includes a larger scope, greater quantities, or options beyond the recipient's reasonably anticipated needs. A contract has also been improperly expanded when excess capacity has been added primarily to permit assignment of those contract rights to another entity.
- (b) Cardinal Changes – A significant change in contract work that causes a major deviation from the original purpose of the work or the intended method of achievement, or causes a revision of contract work so extensive, significant, or cumulative that, in effect, the contractor is required to perform very different work from that described in the original contract, is a cardinal change or "tag-on". A change within the scope of the contract is not a cardinal change or "tag-on".

#### **4.4. The Open Market**

Recipient will acquire most of the property and services it needs through procurements in the open market using procedures described in Section 5 of this Manual.

## **5. PROCEDURES FOR OPEN MARKET PROCUREMENTS**

### **5.1. Solicitation of Competitive Price Quotes, Bids or Proposals**

Compliance with the solicitation procedures described in Section 5.4 below will fulfill FTA requirements for “full and open competition.”

### **5.2. Receipt and Evaluation of Unsolicited Proposals**

Recipient may enter into contracts based on an unsolicited proposal when authorized by applicable state law or regulation. Receipt of an unsolicited proposal does not, by itself, justify contract award without providing for full and open competition. Unless the unsolicited proposal offers a proprietary concept that is essential to contract performance, Recipient must seek competition. To satisfy the requirement for full and open competition, Recipient must take the following actions before entering into a contract resulting from an unsolicited proposal:

- Publicize its receipt of the unsolicited proposal;
- Publicize an adequate description of the products or services offered without improperly disclosing proprietary information or disclosing the originality of thought or innovativeness of the products or services sought;
- Publicize its interest in acquiring the products or services described in the proposal;
- Provide an adequate opportunity for interested parties to comment or submit competing proposals; and
- Publicize its intention to award a contract based on the unsolicited proposal or another proposal submitted in response to the publication.

If it is impossible to describe the products or services offered without revealing proprietary information or disclosing the originality of thought or innovativeness of the products or services sought, Recipient may make a sole source award to the offeror. A sole source award may not be based solely on the unique capability of the offeror to provide the specific products or services proposed.

### **5.3. Prequalification**

Recipient may prequalify bidders, offerors, and products for procurement purposes; however, Recipient is not required to do so. The decision of whether to require prequalification for eligibility to participate in procurement shall be made separately for every procurement and shall be approved by the Procurement Officer.

If Recipient opts to prequalify bidders, offerors, and products for procurement purposes, the following conditions apply:

- Recipient must ensure that all prequalification lists it uses are current;
- Recipient must ensure that all prequalification lists it uses include enough qualified sources to provide maximum full and open competition; and

- Recipient must permit potential bidders or offerors to qualify during the solicitation period (from the issuance of the solicitation to its closing date). Recipient is not required to hold a particular solicitation open to accommodate a potential supplier that submits products for approval before or during that solicitation nor must Recipient expedite or shorten prequalification evaluations of bidders, offerors, or products presented for review during the solicitation period.

#### **5.4. Solicitation Requirements and Restrictions**

Every procurement solicitation that Recipient issues must include the information described in Sections 5.4.1 – 5.4.6, and be advertised in a manner that ensures adequate and open competition.

##### **5.4.1. Description of the Property or Services**

The solicitation and the contract awarded thereunder must include a clear and accurate description of Recipient’s technical requirements for the products or services to be acquired in a manner that provides for full and open competition.

###### **5.4.1.1. Descriptive Elements**

Recipient will prepare descriptions of property, goods, or service in terms of functions to be performed or level of performance required, including the range of acceptable characteristics or minimum acceptable standards. Detailed product specifications should be avoided if at all possible; however, there is no prohibition against their use when appropriate.

###### **5.4.1.2. Quantities**

Additional quantities or options above Recipient’s needs at the time of acquisition may not be added to contracts solely to allow assignment of those quantities or options at a later date.

###### **5.4.1.3. Brand Name or Equal**

When it is impractical or uneconomical to provide a clear and accurate description of the technical requirements of the property to be acquired, a “brand name or equal” description may be used to define the performance or other salient characteristics of a specific type of property. The salient characteristics of the named brand that bidders or offerors must provide must be identified.

##### **5.4.2. Evaluation Factors.**

All solicitations issued by Franklin Transit Authority shall identify all factors to be used in evaluating bids or proposals and their relative importance. At the discretion of the Procurement Officer, the actual weighting of evaluation factors may, but is not required to, be communicated to prospective offerors.

##### **5.4.3. Other Requirements Affecting the Property or Services to be Acquired**

The solicitation and resulting contract must identify those Federal and state requirements that will affect contract scope and performance.

#### **5.4.4. Other Requirements Affecting the Offeror and the Contractor**

The solicitation and resulting contract must identify all Federal and state requirements that an offeror must fulfill before and during contract performance.

#### **5.4.5. Reservation of Right to Award to Other Than the Low Offeror**

Recipient may reserve the right to award a contract to other than the low offeror. The solicitation documents must specify this right, or Recipient will be obligated to award the contract to the low offeror.

#### **5.4.6. Reservation of Right to Reject All Offers**

The solicitation must specifically reserve Recipient's right to reject all offers.

#### **5.4.7. Permissible Contract Types**

Recipient shall state the type of contract that will be awarded in all solicitation documents. The following types of contracts will typically be executed with the successful vendor:

##### **5.4.7.1. Firm Fixed Price**

A firm fixed price contract includes a price that remains fixed irrespective of the contractor's cost experience in performing the contract. A firm fixed price contract may include an economic price adjustment provision, incentives, or both.

##### **5.4.7.2. Cost Reimbursement**

A cost-reimbursement contract provides for payment of the contractor's allowable incurred costs, to the extent prescribed in the contract. Allowable costs may include incentives if the recipient believes they can prove helpful. Cost-reimbursement contracts are suitable for use only when uncertainties involved in contract performance do not permit costs to be estimated with sufficient accuracy to use any type of fixed price contract.

#### **5.4.8. Prohibitive or Restricted Contract Types**

The following contract types are prohibited or restricted:

##### **5.4.8.1. Cost Plus Percentage of Cost**

Cost plus percentage of cost type contracts are prohibited.

##### **5.4.8.2. Time and Materials**

Time and Materials type contracts may be used only after a written determination is made that no other contract type is suitable. In addition, the contract between Recipient and the Contractor must specify a ceiling price that the Contractor may not exceed except at its own risk.

#### 5.4.9. Prohibited Practices

Solicitations with requirements that contain features that unduly restrict competition may not be used. Recipient shall not:

- Impose unreasonable business requirements for bidders or offerors.
- Impose unnecessary experience requirements for bidders and offerors.
- Use prequalification procedures that conflict with the prequalification standards described in Section 5.3.
- Make a noncompetitive award to any person or firm on a retainer contract with Recipient if that award is not for the property or services specified for delivery under the retainer contract.
- Impose unreasonable restrictive bonding requirements on bidders and offerors in excess of FTA and state requirements.
- Specify only a “brand name” product without allowing offers of an “equal” product, or allowing an “equal” product without listing the salient characteristics that the “equal” product must meet to be acceptable for award.
- Specify in-state or local geographical preferences, aside from recognized exceptions. Federal regulations prohibit local geographic preferences, even if imposed by state or local laws. Federal regulations and guidelines will always supersede state and local laws when the two conflict. The following are federally allowable exceptions:
  - Use of labor for construction (4220.1G VI.2.e.(8)ii).
  - Selection criterion in the procurement of Architectural and Engineering (A&E) services if an appropriate number of qualified firms are eligible to compete for the contract in view of the nature and size of the project (4220.1G VI.2.e.(8)iii).
  - Selection criterion of labor for major disaster or emergency relief projects awarded under the Stafford Act (4220.1G VI.2.e.(8)v).
- Engage in practices that result in organizational conflicts of interest. An organizational conflict of interest occurs when any of the following circumstances arise:
  - Lack of Impartiality or Impaired Objectivity – When the bidder or offeror is unable, or potentially unable, to provide impartial and objective assistance or advice to Franklin Transit Authority due to other activities, relationships, contracts, or circumstances.
  - Unequal Access to Information – When the bidder or offeror has an unfair competitive advantage through obtaining access to nonpublic information during the performance of an earlier contract.
  - Biased Ground Rules – When during the conduct of an earlier procurement, the bidder or offeror has established the ground rules for a future procurement by developing specifications, evaluation factors, or similar documents.
- Support or acquiesce in noncompetitive pricing practices between firms or between affiliated companies.
- Take any arbitrary action in the procurement process.

#### 5.5. Methods of Procurement

Recipient shall use competitive procedure(s) appropriate for the acquisition undertaken. The procedures used must comply with Tennessee and local law as well as with Federal requirements. Federal restrictions vary with the type of procurement method used. The following guidance is based on the

requirements of 2 CFR § 200.318 – 200.327, supplemented by FTA policies that address the needs of FTA recipients.

### **5.5.1. Micro-Purchases**

#### **5.5.1.1. Definition**

FTA defines micro-purchases as those purchases of products and services that cost \$15,000 or less, as defined by 2 CFR §200.1 Micro-purchase threshold and set by the FAR at 48 CFR part 2, subpart 2.1.

Franklin Transit Authority defines micro-purchases as those purchases of products and services that cost \$15,000 or less, which establishes a micro-purchase range equal to the FTA range.

#### **5.5.1.2. Approval Authority**

Micro-purchases must be approved in writing by one of the following Recipient employees:

- TMA President/CEO
- Chief Financial Officer
- Chief Operating Officer
- Compliance Director

#### **5.5.1.3. Competition**

Recipient may acquire products and services valued at less than the micro-purchase limit without obtaining competitive quotations. Micro-purchases should be distributed equitably among qualified suppliers.

Micro-purchases are covered by FTA’s general public interest Buy America waiver for purchases of \$150,000 or less, and Buy America certification is not required. Davis-Bacon prevailing wage requirements, however, will apply to construction contracts exceeding \$2,000, even though Recipient uses micro-purchase procurement procedures.

#### **5.5.1.4. Prohibited Divisions**

The size or dollar value of procurements may not be divided or reduced merely to come within the micro-purchase limit. The only allowable exception to this restriction is for the express purpose of fostering greater participation of DBEs, small, minority, and veteran owned firms and women’s business enterprises in Recipient’s Federally-assisted procurements. In such situations, Recipient may divide contracting requirements into smaller tasks or quantities, when economically feasible.

#### **5.5.1.5. Documentation**

Every micro-purchase must be accompanied by a written determination that the price is fair and reasonable and a description of how that determination was made. Micro-purchases over

\$10,000 must include the appropriate required FTA provisions as indicated by the FTA Master Agreement.

## **5.5.2. Simplified Purchases**

### **5.5.2.1. Definition**

FTA defines simplified purchases as those purchases of products and services that cost greater than \$15,000, the 5.5.1. FTA micro-purchase threshold but does not exceed \$350,000 as defined by 2 CFR §200.1 Simplified acquisition threshold and set by the FAR at 48 CFR part 2, subpart 2.1.

Franklin Transit Authority defines simplified purchases as those purchases of products and services that cost greater than \$15,000 but not more than \$350,000, which establishes a simplified purchase range equal to the FTA range.

### **5.5.2.2. Approval Authority**

Simplified purchases must be approved in writing by one of the following Recipient employees:

- TMA President/CEO
- Chief Financial Officer
- Chief Operating Officer

### **5.5.2.3. Required Competition**

Whenever possible, price or rate quotations must be obtained from at least two, but preferably three or more qualified sources. It is the responsibility of Recipient to ensure that an adequate number of quotations, bids, or proposals are received.

### **5.5.2.4. Prohibited Divisions**

The size or dollar value of procurements may not be divided or reduced merely to come within the simplified purchase limit. The only allowable exception to this restriction is for the express purpose of fostering greater participation of DBEs, small, minority, veteran owned firms and women's business enterprises in Recipient's Federally-assisted procurements

### **5.5.2.5. Documentation**

Every simplified purchase must be documented in Recipient's written procurement history file. The level of documentation is stipulated in Section 6.6.1.

For simplified purchases, price quotations may be oral or written.

### **5.5.2.6. Special Considerations**

Recipient may acquire products and services directly from State contract vendors in lieu of competitively procuring such products and services itself through the simplified purchase

method of procurement. When purchasing from a State contract, Franklin Transit Authority must maintain copies of all relevant procurement documents and ensure that the underlying contract was solicited and awarded in compliance with relevant FTA and/or Tennessee requirements.

Recipient reserves the right to use formal purchase methods, even if simplified purchase thresholds are met, if the Procurement Officer believes it is in the best interests of Recipient to do so.

### **5.5.3. Formal Purchases**

#### **5.5.3.1. Definition**

FTA defines formal purchases as those purchases of products and services that cost greater than \$350,000 as defined by 2 CFR §200.1 Simplified acquisition threshold and set by the FAR at 48 CFR part 2, subpart 2.1.

Franklin Transit Authority defines formal purchases as those purchases of products and services that cost greater than \$350,000, which establishes a formal purchase range equal to the FTA range.

#### **5.5.3.2. Approval Authority**

Formal purchases must be approved in writing by the following Recipient employees or officials:

- TMA President/CEO

No further delegation of approval authority for formal purchases may be made.

#### **5.5.3.3. Procurement Methods**

There are two primary methods of procurement for formal purchases of products and services:

- Sealed Bid method; and
- Competitive Proposal method.

#### **5.5.3.4. Required Competition**

Formal bids and competitive proposals must be publicly advertised.

For formal purchases by the sealed bid method of procurement, two or more responsible bidders must be willing and able to compete effectively for the business.

For formal purchases by the competitive proposal method of procurement, two or more offerors must be willing and able to submit an offer or proposal.

#### **5.5.3.5. Required Documentation**

Every formal purchase must, at a minimum, be supported by a written independent cost estimate, formal bids or proposals, a written cost or price analysis as appropriate, a written justification and detailed rationale for contractor selection (including application of evaluation criteria) and a written determination of the responsibility of the contractor. Additional documentation requirements are dependent upon the formal procurement method that is utilized to make the purchase.

#### **5.5.3.6. Special Considerations**

Recipient may acquire products and services via state contract in lieu of competitively procuring such products and services itself through the sealed bid and competitive proposal methods of procurement.

#### **5.5.3.7. Procedural Methods for Sealed Bids**

The sealed bid method of procurement is a formal method in which bids are publicly solicited and a firm fixed price contract is awarded to the responsible bidder whose bid, conforming to all the material terms and conditions of the Invitation for Bids (IFB), is lowest in price. The IFB document contains technical specifications for the product or service to be purchased, a description of the procedures for submitting a bid, and the forms on which bids must be submitted.

- (a) When Appropriate – The sealed bid method of procurement is a preferred method for formal purchases of products and services, including construction services. The sealed bid method of procurement may also be used for simplified purchases if it is determined to be appropriate. The sealed bid method of procurement is appropriate if the following conditions apply:
- (1) Precise Specifications – A complete, adequate, precise, and realistic specification or purchase description is available.
  - (2) Adequate Sources – Two or more responsible bidders are willing and able to compete effectively for the business.
  - (3) Fixed Price Contract – The procurement generally lends itself to a firm fixed price contract.
  - (4) Price Determinative – The successful bidder can be selected on the basis of price and those price-related factors listed in the solicitation including, but not limited to, transportation costs, life cycle costs, and discounts expected to be taken. Apart from responsibility determinations, contractor selection may not be determined on the basis of other factors whose costs cannot be measured at the time of award.
  - (5) Discussions Unnecessary – Discussions with one or more bidders after bids have been submitted are expected to be unnecessary as award of the contract will be made based on price and price-related factors alone.

(b) Requirements for Sealed Bids – The following requirements apply to the sealed bid method of procurement:

- (1) Publicity – The Invitation for Bids must be publicly advertised.
  - i. The Procurement Officer shall ensure that sufficient time is allowed to prepare bids before the date of bid opening.
  - ii. Notice of bidding opportunities may be provided in other ways in addition, but not as a substitute, to a published notice. The methods may include, but not necessarily be limited to:
    - a. Direct notice, based on compiled vendor lists or from pre-qualification list, sent to prospective offerors; or
    - b. Use of advertisement by electronic means.
- (2) Adequate Sources – Bids must be solicited from an adequate number of known suppliers.
- (3) Adequate Specifications – The Invitation for Bids, including any specifications and pertinent attachments, must describe the property or services sought in sufficient detail that a prospective bidder will be able to submit a proper bid.
- (4) Sufficient Time – Bidders must be allowed sufficient time to prepare bids before the date of bid opening.
- (5) Public Opening – All bids must be publicly opened at the time and place prescribed in the Invitation for Bids.
- (6) Fixed Price Contract – A firm fixed price contract must be awarded in writing to the lowest responsive and responsible bidder unless the Invitation for Bids specifically allowed for award of a fixed price incentive contract or the inclusion of an economic price adjustment provision.
- (7) Rejection of Bids – Any or all bids may be rejected if there is a sound, documented business reason.

#### **5.5.3.8. Procedural Methods for Competitive Proposals**

The competitive proposal method of procurement is a formal method in which written proposals are publicly solicited and a contract is awarded to the responsible offeror whose proposal, taking into consideration price and other factors, is considered to be the most advantageous to Recipient or that is considered to be the “best value” to Recipient. The vehicle through which proposals are solicited is Request for Proposals (RFP). The RFP document contains technical specifications for the product or service to be purchased, a description of the procedures for submitting a proposal and the forms on which proposals must be submitted, if applicable.

- (a) When Appropriate – The competitive proposal method of procurement is appropriate for formal purchases of products and services when the nature of the procurement does not lend itself to sealed bidding and Recipient expects that more than one source will be willing and able to submit a proposal. The competitive proposal method of procurement may also be used for simplified purchases if it is determined to be appropriate. The competitive proposal method of procurement is appropriate when any of the following circumstances are present:

- (1) Type of Specifications – The products or services to be acquired are described in a performance or functional specification, or if described in detailed technical specifications, other circumstances such as the need for discussions or the importance of basing contract award on factors other than price alone are present.
  - (2) Uncertain Number of Sources – Uncertainty about whether more than one bid will be submitted in response to an Invitation for Bids.
  - (3) Price Alone Not Determinative – Due to the nature of the procurement, contract award need not be based exclusively on price or price-related factors.
  - (4) Discussions Expected – Separate discussions with individual offerors are expected to be necessary after they have submitted their proposals.
- (b) Requirements for Competitive Proposals – The following requirements apply to the competitive proposal method of procurement:
- (1) Publicity – The Request for Proposals must be publicly advertised.
  - (2) Evaluation Factors – All evaluation factors and their relative importance must be specified in the solicitation, but numerical or percentage ratings or weights need not be disclosed.
  - (3) Adequate Sources – Proposals must be solicited from an adequate number of qualified sources.
  - (4) Evaluation Method – A specific method must be established and used to conduct technical evaluations of the proposals received and to determine the most qualified offeror.
  - (5) Price and Other Factors – An award must be made to the responsible offeror whose proposal is most advantageous to Recipient or that represents the “best value” to Recipient with price and other factors considered.
  - (6) Best Value – Recipient may award a contract to the offeror whose proposal provides the greatest value to Recipient. To do so, the solicitation must inform potential offerors that the award will be made on a “best value” basis and identify what factors will form the basis for award. Recipient must base its determination of which proposal represents the “best value” on an analysis of the tradeoff of qualitative technical factors and price or cost factors.

#### **5.5.3.9. Two-Step Procurements**

Recipient may use two-step procurement procedures in both sealed bid and competitive proposal procurements, provided the opportunity for full and open competition is retained.

- (a) Review of Technical Qualifications and Approach – The first step is a review of the prospective contractors’ technical approach to Recipient’s request and their technical qualifications to carry out that approach followed by the establishment of a competitive range consisting of prospective contractors that demonstrate a technically satisfactory approach and have satisfactory qualifications.

- (b) Review of Bids and Proposals Submitted by Qualified Prospective Contractors – The second step consists of soliciting and reviewing complete bids or proposals, including price, submitted by each prospective contractor determined to be qualified. Absent exceptional circumstances, the second step of the solicitation must result in the attempt to solicit, at a minimum, three bids or proposals from the prospective contractors deemed qualified in the first round. All qualified prospective contractors' bids or proposals submitted from the first round must be considered.

#### **5.5.3.10. Architectural and Engineering (A&E) Services and Other Services**

FTA's enabling legislation at 49 U.S.C. § 5325(b)(1) requires the use of the qualifications-based procurement procedures contained in the "Brooks Act," 40 U.S.C. § 1101 through 1104, to acquire A&E services.

- (a) Qualifications-Based Procurement Procedures Required – Recipient must use qualifications-based procurement procedures to acquire architectural and engineering (A&E) services as well as certain other services that are directly in support of, directly connected to, directly related to, or lead to construction, alteration, or repair of real property. In addition to A&E services, other services that must be procured by qualifications-based procurement procedures include:

- Program management;
- Construction management;
- Feasibility studies;
- Preliminary engineering;
- Design, architectural, engineering;
- Surveying, mapping; and
- Other related services.

The nature of the work to be performed and its relationship to construction, not the nature of the prospective contractor, determine whether qualifications-based procurement procedures may be used.

- (b) Qualifications-Based Procurement Procedures Prohibited – Unless FTA determines otherwise in writing, qualifications-based procurement procedures may not be used to acquire other types of services if those services are not directly in support of, directly connected to, directly related to, or do not lead to construction, alteration, or repair of real property. Qualifications-based procurement procedures may not be used for actual construction, alteration or repair to real property.
- (c) Qualifications-Based Procurement Procedures – The following procedures apply to qualifications-based procurements:
- (1) Qualifications – Unlike other two-step procurement procedures in which price is an evaluation factor, an offeror's qualifications are evaluated to determine contract award.
  - (2) Price – Price is excluded as an evaluation factor.

- (3) Most Qualified – Price negotiations are first conducted with only the most qualified offeror.
- (4) Next Most Qualified – Only after failing to agree on a fair and reasonable price may negotiations be conducted with the next most qualified offeror. Then, if necessary, negotiations with successive offerors in descending order may be conducted until contract award can be made to the offeror whose price the Franklin Transit Authority believes is fair and reasonable.

#### **5.5.3.11. Design-Bid-Build**

The design-bid-build procurement method requires separate contracts for design services and for construction.

- (a) Design Services – For design services, Recipient must use qualifications-based procurement procedures as described above.
- (b) Construction – Because Recipient may not use qualifications-based procurement procedures for the actual construction, alteration or repair of real property, it generally must use competitive procedures for the construction. These may include sealed bidding or competitive negotiation procurement methods, as appropriate.

#### **5.5.3.12. Design-Build**

The design-build procurement method consists of contracting for design and construction simultaneously with contract award to a single contractor, consortium, joint venture, team, or partnership that will be responsible for both the project's design and construction.

- (a) Procurement Method Determined by Value – First, Recipient must separate the various contract activities to be undertaken and classify them as design or construction, and then calculate the estimated total value of each. Because both design and construction are included in a single procurement, Recipient will use the procurement method appropriate for the services having the greatest cost, even though other necessary services would not typically be procured by that method.
  - (1) Construction Predominant – The construction costs of a design-build project are usually predominant, so Recipient would use competitive negotiations or sealed bids for the entire procurement rather than the qualification-based Brooks Act procurement procedures. Specifically, when construction costs will be predominant, unless FTA determines otherwise in writing, an FTA recipient may not use qualifications-based procurement procedures to acquire architectural engineering, program management, construction management, feasibility studies, preliminary engineering, design, architectural and engineering, surveying, mapping, or related A&E services.
  - (2) Design Services Predominant – In the less usual circumstance in which the cost of most work to be performed will reflect architectural and engineering, program management, construction management, feasibility studies, preliminary engineering, design, architectural engineering, surveying, mapping,

or related A&E services, Recipient would use qualifications-based procurement procedures based on the Brooks Act.

(b) Selection Processes – Recipient may structure a design-build procurement using one or more steps as described below:

(1) One-Step Method – Recipient may undertake its design-build procurement in a single step.

(2) Two-Step Method – Another procurement method Recipient may use for large design-build projects is a two-step selection process as authorized for Federal Government use by 41 U.S.C. Section 253m. This method consists of:

- i. Review of Technical Qualifications and Approach. The first step is a review of the prospective contractors’ technical qualifications and technical approach to the project. Recipient may then narrow the competitive range to those prospective contractors with satisfactory qualifications that demonstrate a technically satisfactory approach.
- ii. Review of Complete Proposals. The second step consists of soliciting and reviewing complete proposals, including price, submitted by prospective contractors first determined to be qualified.

By using this two-step method, it will not be necessary for Recipient to undertake extensive proposal reviews, nor will prospective offerors need to engage in expensive proposal drafting. This two-step selection procedure is separate and distinct from prequalification and is but one procurement method available.

## **5.6. Procurement by Other Than Full and Open Competition**

Normally, Recipient must provide for full and open competition when soliciting bids or proposals. Federal regulations at 2 CFR § 200.320(c)(1) – (5), however, acknowledges that under certain circumstances, a recipient may conduct procurements without providing for full and open competition.

### **5.6.1. When Appropriate**

Noncompetitive procurement procedures may be used for Micro-Purchases. For all other simplified or formal purchase procurement, noncompetitive procedures may only be used if at least one of the following circumstances is present:

#### **5.6.1.1. Sole Source**

When Recipient requires products or services available from only one responsible source, and no other products or services will satisfy its requirements, Recipient may make a sole source award. In addition, when Recipient requires an existing contractor to make a change to its contract that is beyond the scope of that contract, Recipient will consider the change a sole source award that must be justified. Sole source awards may be appropriate when one of the following examples apply:

- (a) Unsolicited Proposal – Franklin Transit Authority may negotiate a sole-source award with an offeror that presents an unsolicited proposal that makes available a unique and innovative idea or approach not available from another source. Unique or innovative concept means a new, novel, or changed concept, approach, or method that is the product of original thinking, the details of which are kept confidential or are patented or copyrighted, and is available to Recipient only from one source and has not in the past been available to Recipient from another source.
- (b) Patents or Restricted Data Rights – Patent or data rights restrictions preclude competition.
- (c) Substantial Duplication Costs – In the case of a follow-on contract for the continued development or production of highly specialized equipment and major components thereof, when it is likely that award to another contractor would result in substantial duplication of costs that are not expected to be recovered through competition.
- (d) Unacceptable Delay – In the case of a follow-on contract for the continued development or production of a highly specialized equipment and major components thereof, when it is likely that award to another contractor would result in unacceptable delays in fulfilling Recipient’s needs.

**5.6.1.2. Unusual and Compelling Urgency**

Recipient may limit the number of sources from which it solicits bids or proposals when Recipient has such an unusual and urgent need for the products or services and would be seriously injured unless it were permitted to limit the solicitation. Recipient may also limit the solicitation when the public exigency or emergency will not permit a delay resulting from competitive solicitation for the products or services.

**5.6.1.3. Competition Adequacy**

Franklin Transit Authority will evaluate the procurement to determine if competition was adequate, regardless of the number of responses. The determination of competition adequacy considers:

- Whether the solicitation was publicly advertised and distributed to a sufficient pool of potential vendors;
- Whether the specifications, scope, and requirements were clearly written and not unduly restrictive;
- Whether vendors who did not respond cited external factors (e.g., capacity, timing, or interest) rather than barriers inherent in the solicitation itself;
- Whether price reasonableness can be established using a price analysis, historical pricing, market research, or the independent cost estimate.

If Recipient concludes that the solicitation process allowed for full and open competition and that any limited response was due to market conditions rather than flaws in the solicitation, competition may be deemed adequate, even if only one response was received. In this case, a price analysis is used to determine price reasonableness, and the procurement may proceed as a competitive award.

If Recipient finds that competition was impeded, due to vague or overly specific requirements, limited outreach, or an inability to verify price reasonableness, then competition is considered inadequate. In such cases, the procurement must proceed under noncompetitive procedures (Section 5.6), and a cost analysis is required to support the award.

All competition adequacy determinations must be documented in the procurement file, including details of vendor outreach, any feedback received, and the rationale for either adequate or inadequate competition. Where the offered price is based on catalog or market pricing for commercial products sold in substantial quantities to the general public, or where prices are set by law or regulation, a cost analysis is not required, and a price analysis will suffice.

### **5.6.2. When Prohibited**

Less than full and open competition is not justified based on:

#### **5.6.2.1. Failure to Plan**

Recipient's lack of advance planning, resulting in limited competition, is not justification for a sole source or single bid award.

#### **5.6.2.2. Limited Availability of Federal Assistance**

Concerns about the amount of Federal assistance available to support the procurement.

### **5.6.3. Procurement Procedures**

The following requirements apply when Recipient completes a procurement utilizing less than full and open competition:

#### **5.6.3.1. Potential Sources**

Recipient must solicit offers from as many potential sources as is practicable under the circumstances.

#### **5.6.3.2. Non-Competitive Justification**

Recipient must justify proceeding with a noncompetitive award if a procurement review does not result in an adequate competition determination. This justification must be in writing, maintained in the procurement file, and must demonstrate that the use of noncompetitive procedures is allowable.

The written non-competitive justification must:

- Include the result of an inadequate competition determination from the competition adequacy review,

- Identify the applicable justification for using other than full and open competition,
- Explain the specific circumstances that support the identified justification,
- Include either a cost analysis or, if applicable, a price analysis,
- Be signed by the Procurement Officer.

#### **5.6.3.3. Exception for Procurement Activities Using Non-FTA Funds**

When it is determined by the Procurement Officer to be in the best interest of Recipient, noncompetitive procurement procedures may be utilized to acquire professional or other transportation-related services that do not involve the use of FTA or Tennessee financial assistance. Any such determination must be made in writing and signed by the Procurement Officer.

### **5.7. Evaluation Requirements**

The following standards shall apply to all evaluations of bids or proposals conducted by Recipient.

#### **5.7.1. General**

When evaluating bids or proposals received in response to a solicitation, Recipient shall consider all evaluation factors specified in the solicitation documents and shall evaluate the bids or offers proposals only on the evaluation factors included in those solicitation documents. Recipient may not modify its evaluation factors after bids or proposals have been received without re-opening the solicitation.

#### **5.7.2. Options**

The following standards shall apply when awarding contracts that include options:

##### **5.7.2.1. Evaluation Required**

In general, Recipient must evaluate bids or offers for any option quantities or periods contained in a solicitation if it intends to exercise those options after the contract is awarded.

##### **5.7.2.2. Evaluation Not Required**

Recipient need not evaluate bids or offers for any option quantities when it does not intend to exercise those options after the contract is awarded or if it determines that evaluation would not otherwise be in its best interests.

#### **5.7.3. Evaluators**

In addition to evaluators with experience in technical or public policy matters related to the procurement, other evaluators may also include auditors and financial experts to the extent that the Procurement Officer determines would be necessary or helpful. If Recipient lacks qualified personnel within its organization, it may solicit evaluators from other transit organizations or may contract for evaluation services. If it does so, the procurement procedures in this policy will

apply to those contracts and to those contractors selected to perform evaluation functions on behalf of Recipient.

## **5.8. Contract Award Requirements**

The following standards shall apply to all contract award decisions made by Recipient:

### **5.8.1. Award Only to a Responsible Offeror**

Recipient may only award contracts to responsible contractors possessing the ability, willingness, and integrity to perform successfully under the terms and conditions of the contract and who demonstrate that its proposed subcontractors also qualify as responsible. Recipient must consider such matters as contractor integrity, compliance with public policy, record of past performance and financial and technical resources when making a determination of contractor responsibility.

Recipient must verify that the prospective contractor is not debarred, suspended, or otherwise ineligible by either checking the System for Award Management Exclusions (at SAM.gov), collecting a certification, or adding a clause or condition to the covered transaction. FTA notes that affirmative actions, such as checking SAM.gov or including a requirement for a signed certification, are preferred.

As a best practice, Recipient should ensure that the contractor is not listed as a debarred or suspended contractor on the System for Award Management (SAM), which is maintained by the General Services Administration (GSA), at the time of contract award. Entities that are listed as debarred or suspended contractors on SAM may not be determined to be responsible contractors by Recipient. For every procurement action above the micro-purchase level, Recipient must make a written determination of the responsibility of the contractor and include such determination in the applicable contract file (See Section 3.6).

To designate a prospective contractor “responsible” as required by 49 U.S.C. § 5325, Recipient must determine and ensure that the prospective contractor satisfies the following criteria described herein. In addition to being otherwise qualified and eligible to receive the contract award under applicable laws and regulations, a responsible contractor:

- (a) Integrity and Ethics – Has a satisfactory record of integrity and business ethics, in compliance with 49 U.S.C. Section 5325(j)(2)(A).
- (b) Debarment and Suspension – Is neither debarred nor suspended from Federal programs under DOT regulations, “Nonprocurement Suspension and Debarment,” 2 CFR Parts 180 and 1200, or under the FAR at 48 CFR Chapter 1, Part 9.4.
- (c) DBE – Is in compliance with the FTA’s Disadvantaged Business Enterprise requirements.
- (d) Public Policy – Is in compliance with the public policies of the Federal Government, as required by 49 U.S.C. § Section 5325(j)(2)(B).

- (e) Administrative and Technical Capacity – Has the necessary organization, experience, accounting, and operational controls, and technical skills, or the ability to obtain them, in compliance with 49 U.S.C. Section 5325(j)(2)(D).
- (f) Licensing and Taxes – Is in compliance with applicable licensing and tax laws and regulations.
- (g) Financial Resources – Has, or can obtain, sufficient financial resources to perform the contract, as required by 49 U.S.C. Section 5325(j)(2)(D).
- (h) Production Capability – Has, or can obtain, the necessary production, construction, and technical equipment and facilities.
- (i) Timeliness – Is able to comply with the required delivery or performance schedule, taking into consideration all existing commercial and governmental business commitments.
- (j) Performance Record – Is able to provide a:
  - (1) Current Performance – Satisfactory current performance record; and
  - (2) Past Performance – Satisfactory past performance record in view of its records of long-time performance or performance with a predecessor entity, including:
    - i. Sufficient Resources. Key personnel with adequate experience, a parent firm with adequate resources and experience, and key subcontractors with adequate experience and past performance,
    - ii. Adequate Past Experience. Past experience in carrying out similar work with particular attention to management approach, staffing, timeliness, technical success, budgetary controls, and other specialized considerations as described in the recipient’s solicitation, and
    - iii. Any Past Deficiencies Not the Fault of the Bidder or Offeror. A prospective bidder or offeror that is or recently has been seriously deficient in contract performance is presumed to be non-responsible, unless the recipient determines that the circumstances were properly beyond the bidder or offeror’s control, or unless the bidder or offeror has taken appropriate corrective action. Past failure to apply sufficient tenacity, perseverance, and effort to perform acceptably is strong evidence of non-responsibility. Failure to meet the quality requirements of a contract is a significant factor to consider in determining satisfactory performance. TDOT expects Recipient to consider the number of the bidder or offeror’s contracts involved and the extent of deficient performance in each contract when making this determination.

### **5.8.1.1. Rejection of Bids and Proposals**

Recipient may reject all bids or proposals submitted in response to an Invitation for Bids or Request for Proposals. Recipient must include a statement in its solicitation document reserving the right to reject all bids or proposals.

- (a) Extent and Limits of Contract Award – The selection of a contractor to participate in one aspect of a project does not, by itself, constitute a sole source selection of the contractor's wholly owned affiliates to perform other work in connection with the project.

## **5.9. Independent Cost Estimate and Cost and Price Analysis**

### **5.9.1. Independent Cost Estimate**

For every procurement estimated to cost more than the micro-purchase limit, Recipient shall make a written independent estimate of cost prior to receiving price quotes, bids or proposals.

### **5.9.2. Cost or Price Analysis**

Recipient shall perform a cost or price analysis in connection with every procurement over the micro-purchase limit and for all contract modifications. The cost or price analysis shall be based on the facts surrounding the procurement transaction. A cost analysis examines the reasonableness of the contractor's proposed costs to deliver the contract. A price analysis considers the overall price of the contract to the recipient.

#### **5.9.2.1. Price Analysis**

If Recipient determines that competition was adequate, a written price analysis, rather than a cost analysis, is required to determine the reasonableness of the proposed award price.

#### **5.9.2.2. Cost Analysis**

Recipient must perform or obtain a cost analysis when:

- (a) A price analysis will not provide sufficient information to determine the reasonableness of the contract price.
- (b) When the offeror submits elements of the estimated cost.
- (c) When price competition is inadequate, such as for a sole source procurement, or contract modifications.
- (d) In the event of a change order.

A price analysis may be performed instead of a cost analysis if Recipient documents the price reasonableness of the proposed award based on catalog or market price of a commercial product sold in substantial quantities to the general public or based on prices set by law or regulation.

## **6. CONTRACT ADMINISTRATION REQUIREMENTS AND CONSIDERATIONS**

### **6.1. Recipient Staff Responsibilities**

Prior to execution of each third party contract, Recipient shall designate a Project Manager to serve as its principal contact with the contractor and as the primary administrator of the contract. The Project Manager assigned to each contract shall have responsibility for directing and overseeing the work performed by the contractor; reviewing and approving deliverables and invoices from the contractor; determining percentage of contract completion for progress payments (if applicable); making recommendations on the exercise of contract options (if applicable); recommending contract changes; preparing justifications for contract changes; performing independent cost estimates and cost or price analyses for contract changes; making recommendations on approval or rejection of subcontractors; assisting with the resolution of contract disputes; making recommendations on contract termination or other contractor disciplinary actions; maintaining complete contract files; and other contract administration duties that may be necessary.

### **6.2. Administrative Restrictions on the Acquisition of Property and Services**

The following Federal laws and regulations impose administrative requirements, many of which will affect specific third party procurements.

#### **6.2.1. Legal Eligibility**

The property or services acquired must be eligible for support under the restrictions accompanying the Federal statute authorizing the Federal assistance to be used.

#### **6.2.2. Scope of the Project**

The property or services acquired must be eligible for support within the scope of the underlying grant or cooperative agreement from which the Federal assistance to be used is derived.

#### **6.2.3. Period of Performance**

Recipient will use sound business judgment and be judicious in establishing and extending a contract's period of performance.

##### **6.2.3.1. General Standards**

The period of performance generally should not exceed the time necessary to accomplish the purpose of the contract. Recipient will also consider competition, pricing, fairness, and public perception. Recipient's procurement files will document its rationale for determining the performance period designated for each contract.

#### **6.2.3.2. Time Extensions**

Consistent with the general tone of FTA Circular 4220.1G, contract time extensions shall be considered in light of whether they are permissible changes or impermissible cardinal changes. Once Recipient awards a third party contract, an extension of the contract term length that amounts to a cardinal change will require a non-competitive justification.

#### **6.2.3.3. Authority to Extend**

The Recipient's Transit Director has the authority to approve and execute contract modifications. The Procurement Officer for the contract shall recommend all contract time; prior to making a recommendation for a contract time extension. The Procurement Officer shall prepare a written justification and cost analysis (if applicable) for the contract time extension and shall negotiate the appropriate contract modification with the contractor.

### **6.3. Federal Cost Principles**

Federal rules require project costs to conform to applicable Federal cost principles for allowable costs. In general, costs must be necessary and reasonable, allocable to the project, authorized or not prohibited by Federal law or regulation, and must comply with Federal cost principles applicable to the recipient.

OMB guidance for grants and agreements, "Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards," 2 CFR § 200, applies to project costs incurred by Recipient.

### **6.4. Payment Provisions**

Recipient will follow the provisions of this section when using FTA funds to support its third party contracts.

#### **6.4.1. Financial Support for the Project**

Costs may only be incurred by Recipient if FTA and/or TDOT has awarded a financial assistance contract to Recipient.

##### **6.4.1.1. Progress Payments**

Progress payments are payments for contract work that has not been completed. Recipient may use FTA and/or TDOT financial assistance to support progress payments provided it obtains adequate security for those payments and has sufficient written documentation to substantiate the work for which payment is requested.

##### **6.4.1.2. Adequate Security for Progress Payments**

Adequate security for progress payments may include taking title or obtaining a letter of credit or taking equivalent measures to protect the recipient's financial interest in the progress payment. Adequate security should reflect the practical realities of different procurement

scenarios and factual circumstances. Recipient should always consider the costs associated with providing security (for example, Recipient may need to acquire bonds or letters of credit in the commercial marketplace) and the impact of those costs on the contract price, as well as the consequences of incomplete performance.

#### **6.4.1.3. Adequate Documentation**

Sufficient documentation is required to demonstrate completion of the amount of work for which progress payments are made. Franklin Transit Authority should be as specific as possible in its contract when describing the activities or milestones for which progress payments will be made.

### **6.5. Protections Against Performance Difficulties**

Recipient shall include provisions in its third party contracts that will reduce potential problems that might occur during contract performance, as follows:

#### **6.5.1. Changes**

Recipient shall include provisions that address changes and changed conditions in all third party contracts except for routine supply contracts. The language of the provisions may differ depending upon the nature of the contract and the end-item being procured, however, they are intended to achieve the following purposes:

- To give Franklin Transit Authority flexibility to unilaterally order changes in the work, which may be necessary due to advances in technology or changes in its requirements;
- To give the contractor a method of suggesting changes to the work, thus improving the quality of the contract end-items;
- To give Franklin Transit Authority authority to order additional work that is within the general scope of the contract, thereby avoiding a separate procurement with all of the time and expense associated with undertaking another solicitation;
- To require the contractor to proceed with the changed work and resolve the issue of compensation later. This is important since it gives Franklin Transit Authority a unilateral contract right to order changes without having to agree beforehand on the price of the work.

#### **6.5.2. Remedies**

Recipient shall include provisions that address remedies in its third party contracts. Provisions related to remedies may include provisions for:

##### **6.5.2.1. Liquidated Damages**

Recipient may use liquidated damages if it reasonably expects to suffer damages through delayed contract completion, or if weight requirements are exceeded, and the extent or amount of such damages are uncertain and would be difficult or impossible to determine. Rate and measurement standards must be calculated to reasonably reflect Recipient's costs should the

standards not be met, and must be specified in the solicitation and contract. The assessment for damages may be established at a specific rate per day for each day beyond the contract's delivery date or performance period. A measurement other than a day or another period of time, however, may be established if that measurement is appropriate, such as weight requirements in a rolling stock purchase. The contract file must include a record of the calculation and rationale for the amount of damages established. Any liquidated damages recovered must be credited to the project account.

#### **6.5.2.2. Violation or Breach**

FTA-funded third party contracts exceeding the simplified acquisition threshold must include administrative, contractual, or legal remedies for violations or breach of the contract by the third party contractor. These provisions are described in Section 39 of the FTA Master Agreement (version 31, May 2, 2024, or the current version in force), and include:

- **FTA Interest.** FTA has a vested interest in the settlement of any violation of federal law, regulation, or requirement, and FTA reserves the right to concur in any settlement or compromise.
- **Notification to FTA.** Recipient is required to promptly notify the FTA Regional Counsel of any current or prospective legal matters that may affect the Federal government. The types of legal matters that require notification include, but are not limited to, a major dispute, breach, default, litigation, or naming of the Federal government as a party to litigation or a legal disagreement in any forum for any reason.
- **Federal Interest in Recovery.** The Federal Government retains the right to a proportionate share of any proceeds recovered from any third party, based on the percentage of the federal share for the Underlying Agreement. Notwithstanding the preceding sentence, Recipient may return all liquidated damages it receives to its Award Budget for its Underlying Agreement rather than return the federal share of those liquidated damages to the Federal Government, provided that Recipient receives FTA's prior written concurrence.
- **Enforcement.** Franklin Transit Authority must pursue its legal rights and remedies available under any third party agreement or any federal, state, or local law or regulation.

#### **6.5.2.3. Suspension of Work**

Recipient may include provisions pertaining to suspension of work in its third party contracts.

#### **6.5.2.4. Termination**

Termination for cause and termination for convenience provisions must be included in third party contracts exceeding \$10,000.

## **6.6. Contract Administration and Close-Out Documents**

Recipient shall maintain written records detailing the performance and close-out of the contract, including records relating to:

### **6.6.1. Contractor Performance**

Recipient must maintain documents related to contractor adherence to budget and schedule, compliance with contract terms and conditions, DBE participation, progress reports, disputes and disciplinary actions.

### **6.6.2. Contract Deliverables**

Recipient must maintain copies of all contract deliverables and records relating to approval, rejection and requested modifications of contract deliverables.

### **6.6.3. Contract Changes**

Recipient must maintain copies of all contract modifications, including documentation related to the determination of need, written justification and rationale, cost or price analysis, negotiation and execution.

### **6.6.4. Contract Payments**

Recipient must retain documentation of invoices, approval of payments, requests for modifications to invoices, determination of methods for progress payments (if applicable), and ownership of title to partial work products.

### **6.6.5. Contract Close-Out**

Recipient must retain documentation related to contractor performance and evaluation, approval of final deliverables and payments, transfer of title to complete work products to Recipient, and contract audit and final reconciliation.

## **6.7. Protest Procedures**

### **6.7.1. Statement of Policy**

Recipient is responsible for resolving all contractual and administrative issues, including protests of evaluations and contract awards, arising out of its third party procurements using good administrative practices and sound business judgment.

Regarding protests of FTA-funded procurements, FTA will not substitute its judgment for that of Recipient unless the matter is primarily a Federal concern. Nevertheless, TDOT and FTA can become involved in Recipient's administrative decisions when a protest decision is appealed to TDOT.

Recipient shall give timely notification to TDOT when it receives a third party procurement protest and will keep FTA informed about the status of any such protest. Recipient shall disclose all information about any third party procurement protest to TDOT upon request.

Recipient's procedure for addressing third party procurement protests is described in Section 6.7.2 – 6.7.3 below. Recipient shall insert its protest procedure in all formal solicitations.

### **6.7.2. Recipient Staff Responsibilities**

The following staff responsibilities shall be assigned in all protests:

- Procurement Officer – Responsibilities include: ensuring that Recipient's Protest Procedure is included in all solicitation documents; and providing information to and assisting the Recipient's Attorney with the resolution of protests.
- Franklin Transit Authority Attorney – Responsibilities include: reviewing all procurement protests; and advising and assisting Recipient as needed with the resolution of all procurement protests.

### **6.7.3. Solicitation Provisions**

Recipient's Procurement Officer shall insert the following protest provisions in all solicitation documents:

#### *"Protest Procedures*

*Only interested parties may submit protests. An interested party is defined as an actual or prospective offeror whose direct economic interest would be affected by the award or non-award of the contract.*

*All protests must be submitted in writing via email to the Procurement Officer.*

*It is the protestor's responsibility to ensure their protest is submitted within the timelines required and to confirm email delivery and receipt with the Procurement Officer. Franklin Transit Authority will not be responsible for a protestor's failure to confirm timely receipt or for undelivered or unreceived email.*

#### *Requirements for Protests*

*All protests must clearly identify the solicitation being challenged, and state the specific grounds for the protest with sufficient documentation, evidence, and legal authority to demonstrate that the Protestor is entitled to the relief requested. The protest must be certified as being true and correct to the best knowledge and information of the Protestor and be signed by the Protestor. The protest must also include the Protestor's contact information and email address to which a response should be sent.*

*Protests received after the deadlines for receipt of protests specified below are subject to denial without any requirement for review or action by Recipient.*

#### *Pre-Bid or Pre-Proposal Protests*

*All protests concerning solicitation content, including specifications, evaluation, criteria, or procedures, shall be submitted in writing via email to the Procurement Officer in advance of the deadline for submission of bids/proposals.*

*The Procurement Officer may, within his or her discretion, postpone the deadline for submission of bids/proposals, but in any case, shall provide a written email response to all protests. Any postponement of the deadline for submission of bids/proposals will be announced through an addendum to the solicitation.*

*The decision by the Procurement Officer shall be the final agency decision on the matter but shall be subject to review by TDOT as set forth below.*

#### *Pre-Award Protests*

*With respect to protests made after Franklin Transit Authority award announcement, but before contract execution by Recipient, protests shall be limited to those alleging a violation of Federal or State law, a challenge to the bids/proposals evaluation and award process, Recipient's failure to have or follow its protest procedures, or its failure to review a complaint or protest. Such protests shall be submitted in writing via email to the Procurement Officer not later than five (5) business days after the recommendation for contract award is announced by Recipient.*

*The Procurement Officer may, within his or her discretion, postpone the award of the contract, but in any case, shall provide a written email response to all protests prior to actual award of the contract.*

*The decision by the Procurement Officer shall be the final agency decision on the matter but shall be subject to review by TDOT as set forth below.*

#### *Protest Response*

*The Procurement Officer shall issue written email responses to all protests received by the required protest response dates. All protest responses shall be transmitted by email to the email address indicated in the protest letter.*

#### *Review of Protests by TDOT*

*All protests involving contracts financed with Federal assistance shall be disclosed to TDOT. Protesters shall exhaust all administrative remedies with Recipient prior to pursuing protests with TDOT. TDOT limits its reviews of protests to: a grantee's failure to have or follow its protest procedures; a grantee's failure to review a complaint or protest when presented an opportunity to do so; or violations of Federal law or regulation. Appeals to TDOT must be received within five (5) working days of the date the Protester has received actual or constructive notice of*

*Recipient's final decision or within five (5) working days of the date the Protester has identified other grounds for appeal to TDOT."*

**FRANKLIN TRANSIT AUTHORITY  
BOARD ACTION ITEM**

Item Number: BAI 6-2-26A

Meeting Date: 6/2/26

Item Title: Acknowledgement of Franklin Transit Authority Procurement Policy Manual

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**BACKGROUND**

To support Federal Transit Administration rules and regulations, the Procurement Policy manual specific to Franklin Transit Authority has been updated utilizing TDOT's procurement policy template. The manual is necessary to comply with changes in Federal Transit Administration's 4220.1G updates.

**STAFF RECOMMENDATION**

To ensure compliance with Federal Transit Administration requirements, staff recommends the Franklin Transit Authority approve the updated Franklin Transit Authority Procurement Policy Manual.

*Approved* \_\_\_\_\_  
*Board Officer*

\_\_\_\_\_  
*Date*

**FRANKLIN TRANSIT AUTHORITY  
BOARD ACTION ITEM**

Item Number: BAI 6-2-26B

Meeting Date: 6/2/26

Item Title: Consideration of Continuation of FREE Lunchtime Shuttle Service

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**BACKGROUND**

The Franklin Transit Authority at the February 3, 2026, made the decision to continue the FREE Lunchtime Shuttle Service through June 30, 2026, with the intent to review whether to continue the free service in FY26-27 at the June 2, 2026, meeting.

**STAFF RECOMMENDATION**

TMA staff will proceed at the direction of the Franklin Transit Authority on this item.

*Approved* \_\_\_\_\_  
*Board Officer*

\_\_\_\_\_  
*Date*

**FRANKLIN TRANSIT AUTHORITY**  
**BOARD ACTION ITEM**

Item Number: BAI 6-2-26C

Meeting Date: 6-2-26

Item Title: Consideration of Amendment No. 1 to Agreement #2024-0302 for extension of the contract term to accommodate the Plan approval process

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**BACKGROUND**

As part of the Franklin Transit Authority's contract with Benesch for professional services in connection with the FTA's Transit Master Plan, the contract is set to end July 1, 2026. The amendment seeks to extend the project schedule through October 6, 2026 to accommodate the adoption schedule at no extra cost.

**STAFF RECOMMENDATION**

Staff recommends that the Franklin Transit Authority approve changes to Contract #2024-0302.

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*Approved* \_\_\_\_\_  
*Board Officer*

\_\_\_\_\_  
*Date*

**AMENDMENT NO. 1 TO  
FTA OF FRANKLIN, TENNESSEE PROFESSIONAL SERVICES AGREEMENT  
COF Contract No. 2024-0302**

ENTERED INTO by and between the Franklin Transit Authority (the “FTA”) and BENESCH as of this \_\_\_\_\_ day of \_\_\_\_\_, 20 \_\_\_\_.

**RECITALS:**

**WHEREAS**, the FTA and BENESCH entered into an agreement (COF Contract No. 2024-0302) dated June 3, 2025 (the “Agreement”); and

**WHEREAS**, the purpose of the Agreement was to provide engineering, related technical, and other services in connection with FTA’s Transit Master Plan; and

**WHEREAS**, the parties desire to amend the agreement to extend the contract term to accommodate the Plan approval process; and

**WHEREAS**, the FTA and BENESCH desire to amend the Agreement as set forth herein.

**NOW, THEREFORE**, in consideration of these premises and the mutual promises contained herein, it is agreed by and between the parties as follows:

1. The Agreement is hereby amended to extend the project schedule through October 6, 2026.
2. Waiver. Neither party’s failure nor delay to exercise any of its rights or powers under this Amendment will constitute or be deemed a waiver or forfeiture of those rights or powers. For a waiver of a right or power to be effective, it must be in writing signed by the waiving party. An effective waiver of a right or power shall not be construed as either (a) a future or continuing waiver of that same right or power, or (b) the waiver of any other right or power.
3. Severability. If any term or provision of the Amendment is held to be illegal or unenforceable, the validity or enforceability of the remainder of the Amendment will not be affected.
4. Precedence. In the event of conflict between this Amendment and the provisions of the previous Agreement(s), or any other contract, agreement or other document to which this Amendment may accompany or incorporate by reference, the provisions of this Amendment will, to the extent of such conflict (or to the extent the Agreement is silent), take precedence unless such document expressly states that it is amending this Amendment.
5. Entire Agreement. The Amendment between the parties supersedes any prior or contemporaneous communications, representations or agreements between the parties, whether oral or written, regarding the subject matter of the entire Amendment. The terms and conditions of this Amendment may not be changed except by an amendment expressly referencing this Amendment by section number and signed by an authorized representative of each party.
6. Additions/Modifications. If seeking any addition or modification to the Amendment, the parties agree to reference the specific paragraph number sought to be changed on any future document or purchase order issued in furtherance of the Amendment, however, an omission of the reference to same shall not affect its applicability. In no event shall either party be bound by any terms contained in any purchase order, acknowledgement, or other writings unless: (a) such purchase order, acknowledgement, or other writings specifically refer to the Amendment or to the specific clause they are intended to modify; (b) clearly indicate the intention of both parties to override and modify the Amendment; and (c)

such purchase order, acknowledgement, or other writings are signed, with specific material clauses separately initialed, by authorized representatives of both parties.

7. Breach. Upon deliberate breach of the Amendment by either party, the non-breaching party shall be entitled to terminate the Amendment without notice, with all of the remedies it would have in the event of termination, and may also have such other remedies as it may be entitled to in law or in equity.

8. Survival. This Amendment shall survive the completion of or any termination of the original contract, revised contract, or agreement or other document to which it may accompany or incorporate by reference.

9. All other provisions of the Agreement, dated June 3, 2025 are unchanged and remain in full force and effect.

**FRANKLIN TRANSIT AUTHORITY:**

By: \_\_\_\_\_

**John Schroer, Chairman**

Date: \_\_\_\_\_

**APPROVED AS TO FORM BY:**

\_\_\_\_\_  
**Shauna R. Billingsley, City Attorney**

**BENESCH:**

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_