

AGENDA ITEM 3 – SUMMARY SHEET

Approve the minutes for the January 26, 2011 General Board Meeting.

Department: Law

Board Action: YES (by motion)

Description of Matter:

The minutes for the January 26, 2011 General Board Meeting require approval by the Board.

Attached Document: Draft Minutes January 26, 2011 General Board Meeting

Contact for further information:

Andrew Martin, General Counsel

**MINUTES FOR
General Meeting of the Board of Directors
of the
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

**Wednesday, January 26, 2011
9:30 A.M.**

1. Welcome and Opening Remarks by Chairman Ray A. Wilkerson

The meeting was held at 301 Congress Avenue, Seminar Room 360, Austin, Texas. Notice of the meeting was posted on January 20, 2011 at the County Courthouses of Williamson and Travis Counties, with the Secretary of State, on the CTRMA Website and the offices of CTRMA.

Chairman Wilkerson opened the meeting at 9:33 a.m. and called the roll. Board Members present at the time the meeting was called to order were Chairman Ray Wilkerson, Vice-Chairman Jim Mills, Mr. Henry Gilmore, Ms. Nikelle Meade, Mr. David Singleton and Mr. Bob Bennett. Mr. Charles Heimsath joined the dais at 9:36.

2. Open Comment Period

No public comments were offered.

3. Approval of Minutes of December 8, 2010 General Board Meeting

Chairman Ray Wilkerson presented the minutes from the December 8, 2010 for review by the Board. Mr. Jim Mills moved for approval of the minutes. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 6-0, and the minutes for the December 8, 2010 General Board Meeting were approved as drafted.

4. Quarterly briefing on the Manor Expressway Direct Connectors at US 183 Project.

Mr. Eric Ploch, Project Manager with PBS&J, gave a brief overview of the project status. The construction of the Manor Expressway Direct Connectors at US 183 continues to progress. W.W. Webber and their subcontractors maintain focus on the substructure elements of the direct connector structures, including drilled shafts, footings, columns, column capitals, and bent caps. These efforts will be transitioning into superstructure construction with the setting of beams in mid to late January 2011.

The project created 215 jobs during the reporting month of December 2010. This number of jobs created includes the construction personnel

and their subcontractors, construction management staff including inspectors and sub-consultants, design support staff and the general engineering consultant staff.

5. Discussion and possible action on a project development agreement with the Texas Department of Transportation for the Manor Expressway Project.

Mr. Brian Cassidy, CTRMA outside Legal Counsel, presented this item. On September 30, 2010, the Texas Transportation Commission approved CTRMA's application for a Toll Equity Grant in the amount of \$126.7 million in financial assistance from TxDOT to fund construction costs for the Manor Expressway.

The goal of the Manor Expressway project is to effectively respond to increased transportation demands while enhancing mobility and improving safety within the US 290 East corridor.

Mr. Jim Mills moved to approve Resolution 11-001. Ms. Nikelle Meade seconded the motion. The motion carried unanimously 7-0, and the resolution to enter into a financial assistance agreement with TxDOT was approved as drafted.

6. Discussion and possible action on a project development agreement with the Texas Department of Transportation for the Manor Expressway

Mr. Brian Cassidy presented this item. The project development agreement ("PDA") for the 290 East Toll Project establishes terms and conditions of the CTRMA/TxDOT relationship for the development, design, construction, operation, and maintenance of the Manor Expressway. On Thursday, January 27, 2011, the Texas Transportation Commission is scheduled to consider authorizing the Executive Director of TxDOT to execute the 290 PDA with Central Texas Regional Mobility Authority.

Mr. Charles Heimsath moved for approval of Resolution 11-002. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 7-0, and the resolution to authorize the Executive Director of TxDOT to execute the proposed 290 PDA with CTRMA was approved as drafted.

7. Discussion and possible action on a financial assistance agreement with the Texas Department of Transportation for multiple CTRMA projects

Mr. Brian Cassidy presented this item. In July 2010, CTRMA submitted a request for financial assistance to be used for development costs associated with the projects, including, but not limited to, preparation of environmental documents, traffic and revenue estimates, preliminary

engineering studies, general engineering support, procurement support, legal support, railroad coordination, and TxDOT coordination.

On September 30, 2010, the Texas Transportation Commission gave final approval of CTRMA's application for a Toll Equity Grant for TxDOT to provide \$27 million in financial assistance for development of the MoPac Improvement Project; Manor Expressway; 183 South Project; 290 West/71 West Project; SH 45 SW Project.

Mr. Charles Heimsath moved for approval of Resolution 11-003. Mr. David Singleton seconded the motion. The motion carried unanimously 7-0, and the resolution to enter into a financial assistance agreement with TxDOT was approved as drafted.

8. Quarterly briefing on the 183A Phase II Project

Ms. Heather Reavey of HNTB presented this item. She gave a brief presentation documenting the second phase of the 183A Turnpike Project construction from October 1, 2010 to December 31, 2010. This project is a northern extension of the existing 183A toll road facility and is being constructed by the Mobility Authority. The project is funded entirely from toll revenue bonds.

With over a third of the work finished, the construction of the 183A Phase II Project continues on its two year timeline to complete approximately 5.1 miles of tolled mainlanes, 26 bridges, and the necessary toll collection systems.

The first mainlane bridge beams were placed at the bridges over New Hope Drive and Block House Creek. She stated that this is a significant milestone for the construction of the 183A Phase II Project.

9. Discussion and possible action on Work Order No. 5 under the April 27, 2005 contract with Telvent USA Corporation for toll system implementation on the 183A Extension.

Mr. Wesley M. Burford, P.E., CTRMA Director of Engineering, presented this item. On April 27, 2005, CTRMA entered into a contract with Caseta Technologies, Inc., now Telvent USA Corporation, for the design, procurement, and installation of a toll collection system on the Authority's turnpike system. The contract was structured with the base contract, anticipating the phased implementation of the Toll Collection Systems for the seven toll road segments through series of separate Work Authorizations as the individual projects developed.

Work Authorization No. 5 provides for the design, procurement, installation, and testing of the complete and working toll collection system for the 183A Phase II Project.

The associated cost is \$3,365,536 and is funded through bond sales for the 183A Phase II Project.

Mr. David Singleton moved for approval of Resolution 11-004. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 7-0, and the resolution to execute Work Authorization No. 5 with Telvent USA Corporation was approved as drafted.

10. Discussion and possible action on procurement of landscape maintenance services for the 183A Turnpike

Mr. Wesley M. Burford presented this item. The current landscape maintenance contract was executed on January 8, 2009. A Change Order No. 3 to the contract was effective December 18, 2009, extending the term of the contract for an additional year through December 31, 2010.

The current contract has expired and it is necessary to make provisions for continuation of landscape maintenance services of the landscaped areas along the 183A Turnpike corridor. Solicitation of a separate contract for landscape maintenance services offers an opportunity for local contractors to become involved with the Mobility Authority.

Ms. Nikelle Meade moved for approval of Resolution 11-005. Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution to request proposals for landscape maintenance contract services was approved as drafted.

11. Discussion and possible action on an agreement with the Texas Department of Transportation to provide maintenance at the 183A Toll Plaza and a courtesy patrol on the 183A Turnpike

Mr. Wesley M. Burford presented this item. TxDOT has provided CTRMA with courtesy patrols on 183A and janitorial and other maintenance for the toll plaza facilities through an interlocal agreement in place since the 183A Turnpike was opened. That interlocal agreement expired December 31, 2010, but was extended through January 31, 2011.

This interlocal agreement will be extended on terms agreed to with TxDOT and as beneficial and cost effective to CTRMA, up to a maximum amount of \$208,362.33 through December 31, 2011.

Mr. Bob Bennett moved for approval of Resolution 11—006. Ms. Nikelle Meade seconded the motion. The motion carried unanimously 7-0, and

the resolution to provide courtesy patrols on 183A and other maintenance for the toll plaza was approved as drafted.

12. Discussion and possible action on an agreement with the Texas Department of Transportation, North Texas Tollway Authority, and Harris County for maintenance of the Interoperable Toll Transaction HUB

Mr. Mario Espinoza, CTRMA Deputy Executive Director, presented this item. An interlocal agreement between CTRMA, TxDOT, NTTA, and HCTRA provides that NTTA will perform preventive, predictive, corrective, and emergency maintenance service on the software and databases that comprise the IOPHub. That ILA expired December 31, 2010 and this amendment extends the agreement until January 15, 2012, at the same \$70,000 total annual contract cost as was established under the prior agreement. The Mobility Authority's share is \$17,500.

Mr. Charles Heimsath moved for approval of Resolution 11-007. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 7-0, and the resolution to execute an extension of the Interlocal Agreement with TxDOT, NTTA, and Harris County for maintenance of the Interoperable Toll Transaction HUB.

13. Discussion and possible action to accept the monthly financial report for November 2010.

Mr. Mario Espinoza presented this item. The financial information was included in the Board packet. The December 2010 and the January 2011 financial reports will be presented at the February 23, 2011 General Board Meeting.

Mr. Jim Mills moved for approval of Resolution 11-008. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 7-0, and the resolution to accept the November 2010 financial report was approved as drafted.

14. Discussion and possible action on an agreement with the Texas Transportation Institute (TTI) for technical support on the MoPac Improvement Project.

Mr. Wesley M. Burford presented this item. The Texas Transportation Institute (TTI) will assist the Mobility Authority in connection with the development of the MoPac Improvement Project by providing a series of technical support activities requested by CTRMA. These activities may include a third-party review of micro-simulation traffic modeling performed by Mobility Authority consultants; support development of special signing and traffic control devices; assisting CTRMA with outreach and education efforts through the development and support of

information workshops; and providing technical expertise and transfer of research results on topics as needs arise.

The Mobility Authority staff will give the Board quarterly project updates. The associated cost is \$177,000.

Mr. Charles Heimsath moved for approval of Resolution 11-009. Mr. Bob Bennett seconded the motion. The motion carried unanimously 7-0, and the resolution to authorize execution of a contract with Texas Transportation Institute (TTI) for technical support for the MoPac Improvement Project was approved as drafted.

15. Discussion and possible action to request Williamson County to create a magistrate position devoted primarily to cases alleging nonpayment of tolls and associated administrative fees by users of toll roads in Williamson County.

Mr. Andrew Martin, CTRMA General Counsel, presented this item. CTRMA's ability to prosecute complaints against non-paying users of the 183A Turnpike is restricted by the limited judicial and administrative resources available in Williamson County Justice of the Peace Court for Precinct Two.

State law provides Williamson County Commissioners the authority to create a magistrate position to provide additional resources to Judge Staudt and her staff to assist with prosecutions and hearings for misdemeanor cases. The recommended action allows Mobility Authority staff to enter into discussions with Williamson County regarding creation of such magistrate position. Implementation and any related financial support or commitment will require future Board action.

Mr. Jim Mills moved for approval of Resolution 11-010. Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution to allow discussions regarding the creation of a magistrate position was approved as drafted.

16. Discussion and possible action to consider revisions to the legislative program for the 82nd Texas Legislature.

Mr. Mike Heiligenstein stated that there were no recommended changes to the legislative program for the 82nd Texas Legislature at this time.

17. Presentation of Executive Director's report

Mr. Mike Heiligenstein, CTRMA Executive Director, presented this item. He introduced Mr. Tim Reilly, a nationally recognized toll industry veteran to succeed former Director Ron Fagan as Director of Operations. Mr. Reilly comes to the Mobility Authority from PBS&J where he served as a

Senior Toll Specialist. During his time at PBS&J, he worked on the Central Texas Turnpike System, and helped the North Texas Tollway Authority (NTTA) go cashless. Mr. Reilly's start date is February 7, 2011.

Mr. Heiligenstein also spoke about the CTRMA 2011 Annual Report. He stated that the Annual Report addresses how the Mobility Authority contributes to getting people back to work. Mr. Steve Pustelnyk, Director of Communications, stated that he was very proud of the Annual Report and thanked everyone who contributed to making the 2011 Annual Report a success.

Mr. Heiligenstein stated that HERO, a stimulus funded program, has responded to approximately 1,300 calls since program inception. Most of the calls are made directly to the HERO hotline while other calls are made through the emergency response system. HERO responds to various calls including mechanically stalled vehicles, customers needing gas, changing tires, and other minor repairs.

Work continues on the Design Build CDA procurement. Staff is working with the four shortlisted teams to ensure good responses. Detailed proposals are due on February 3, 2011, and staff is scheduled to make a presentation to the Board February 23rd.

Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 10:38 a.m. that the Board would recess the open meeting and would then reconvene in an Executive Session to deliberate the following items:

- 18. Discussion of the acquisition of one or more parcels or interests in real property needed for the Manor Expressway Project and related legal issues, pursuant to §551.072 (Deliberation Regarding Real Property; Closed Meeting) and §551.071 (Consultation With Attorney; Closed Meeting).**
- 19. Discussion of legal issues relating to pending or contemplated litigation and any related settlement offer, pursuant to §551.071 (Consultation With Attorney; Closed Meeting).**
- 20. Discussion of legal issues relating to procurement and financing of CTRMA transportation projects, pursuant to Texas Government Code Section §551.071 (Consultation With Attorney; Closed Meeting).**

At 11:15 a.m. Chairman Wilkerson announced that the Board had recessed from its Executive Session and would now reconvene its open meeting.

21. Discussion and possible action to declare a public necessity to acquire the following described parcels of land for the Manor Expressway Project, and with respect to those parcels to (i) authorize execution of a contract to purchase, (ii) authorize execution of a possession and use agreement, or (iii) authorize acquisition through negotiation or condemnation:

A. Parcel 55 of the Manor Expressway Toll Project, a 2.091 acre parcel of real estate located 8801 US Hwy 290E in Travis County owned by Odeen Hibbs, Trustee.

Mr. Henry Gilmore moved for approval of Resolution 11-011 to execute a purchase contract for Parcel 55. Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

B. Parcel 4 of the Manor Expressway Toll Project, a 0.717 acre parcel of real estate located 8607 US Hwy 290E in Travis County owned by 1825 Development, Inc. (formerly known as 1825 Fortview).

Mr. Henry Gilmore moved for approval of Resolution 11-012 to execute a purchase contract for Parcel 4. Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

22. Adjourn Meeting

Chairman Wilkerson declared the meeting adjourned by unanimous consent at 11:16 a.m.