



**CENTRAL TEXAS  
Regional Mobility Authority**

**Special Called Meeting  
of the  
Board of Directors**

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9:00 a.m.  
Friday, December 21, 2012

Large Conference Room  
301 Congress Avenue, Suite 650  
Austin, Texas 78701

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## **AGENDA**

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***No action on the following:***

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1. Welcome and opening remarks by the Chairman and members of the Board of Directors.
2. Opportunity for Public Comment – See ***Notes*** at the end of this agenda.

***Discuss, consider, and take appropriate action on the following:***

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3. Approve the minutes for the December 5, 2012 Regular Board Meeting.
4. Approve the compliance report submitted to the Texas Department of Transportation required by 43 TEX. ADMIN. CODE § 26.65.

***Recess Board meeting into an Executive Session***

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*Under Chapter 551 of the Texas Government Code, the Board may recess into a closed meeting (an executive session) to deliberate any item on this agenda if the Chairman announces the item will be deliberated in executive session and identifies the section or sections of Chapter 551 that authorize deliberation of the item in a closed meeting. A final action, decision, or vote on an item deliberated in executive session will be made only after the Board reconvenes in an open meeting.*

*The Board may deliberate the following items in executive session if announced by the Chairman:*

5. Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).

6. Discuss personnel matters as authorized by §551.074 (Personnel Matters), including evaluation of the performance of the Executive Director.

***Reconvene in Open Session.***

***Discuss, consider, and take appropriate action on the following:***

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7. Approve an amended employment agreement with the Executive Director, including compensation and other contract terms.
8. Adjourn Meeting.

***NOTES***

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***Opportunity for Public Comment.*** At the beginning of the meeting, the Board provides a period of up to one hour for public comment on any matter subject to the Mobility Authority’s jurisdiction. Each speaker is allowed a maximum of three minutes. A person who wishes to address the Board should sign the speaker registration sheet before the beginning of the public comment period. If a speaker’s topic is not listed on this agenda, the Board may not deliberate the speaker’s topic or question the speaker during the open comment period, but may direct staff to investigate the matter or propose that an item be placed on a subsequent agenda for deliberation and possible action by the Board. The Board may not deliberate or act on an item that is not listed on this agenda.

***Public Comment on Agenda Items.*** A member of the public may offer comments on a specific agenda item in open session if he or she signs the speaker registration sheet for that item before the Board takes up consideration of the item. The Chairman may limit the amount of time allowed for each speaker. Public comment unrelated to a specific agenda item must be offered during the open comment period.

***Participation by Telephone Conference Call.*** One or more members of the Board of Directors may participate in this meeting through a telephone conference call, as authorized by Sec. 370.262, Texas Transportation Code (*see below*). Under that law, each part of the telephone conference call that must be open to the public shall be audible to the public at the meeting location and will be tape-recorded. On conclusion of the meeting, the tape recording of the meeting will be made available to the public.

**Sec. 370.262. MEETINGS BY TELEPHONE CONFERENCE CALL.**

(a) Chapter 551, Government Code, does not prohibit any open or closed meeting of the board, a committee of the board, or the staff, or any combination of the board or staff, from being held by telephone conference call. The board may hold an open or closed meeting by telephone conference call subject to the requirements of Sections 551.125(c)-(f), Government Code, but is not subject to the requirements of Subsection (b) of that section.

(b) A telephone conference call meeting is subject to the notice requirements applicable to other meetings.

(c) Notice of a telephone conference call meeting that by law must be open to the public must specify the location of the meeting. The location must be a conference room of the authority or other facility in a county of the authority that is accessible to the public.

(d) Each part of the telephone conference call meeting that by law must be open to the public shall be audible to the public at the location specified in the notice and shall be tape-recorded or documented by written minutes. On conclusion of the meeting, the tape recording or the written minutes of the meeting shall be made available to the public.

Sec. 551.125. OTHER GOVERNMENTAL BODY. (a) Except as otherwise provided by this subchapter, this chapter does not prohibit a governmental body from holding an open or closed meeting by telephone conference call.

~~(b) A meeting held by telephone conference call may be held only if:~~

~~(1) an emergency or public necessity exists within the meaning of Section 551.045 of this chapter; and~~

~~(2) the convening at one location of a quorum of the governmental body is difficult or impossible; or~~

~~(3) the meeting is held by an advisory board.~~

(c) The telephone conference call meeting is subject to the notice requirements applicable to other meetings.

(d) The notice of the telephone conference call meeting must specify as the location of the meeting the location where meetings of the governmental body are usually held.

(e) Each part of the telephone conference call meeting that is required to be open to the public shall be audible to the public at the location specified in the notice of the meeting as the location of the meeting and shall be tape-recorded. The tape recording shall be made available to the public.

(f) The location designated in the notice as the location of the meeting shall provide two-way communication during the entire telephone conference call meeting and the identification of each party to the telephone conference shall be clearly stated prior to speaking.

**Meeting Procedures.** The order and numbering of agenda items is for ease of reference only. After the meeting is convened, the Chairman may rearrange the order in which agenda items are considered, and the Board may consider items on the agenda in any order or at any time during the meeting.

**Persons with disabilities.** If you plan to attend this meeting and may need auxiliary aids or services, such as an interpreter for those who are deaf or hearing impaired, or if you are a reader of large print or Braille, please contact Jennifer Guernica at (512) 996-9778 at least two days before the meeting so that appropriate arrangements can be made.



**CENTRAL TEXAS**  
**Regional Mobility Authority**

## AGENDA ITEM #1 SUMMARY

Welcome, Opening Remarks and Board Member Comments.

Welcome, Opening Remarks and Board Member Comments

Board Action Required: NO



**CENTRAL TEXAS**  
**Regional Mobility Authority**

## AGENDA ITEM #2 SUMMARY

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Open Comment Period for Public Comment.  
Public Comment on Agenda Items.

**Open Comment Period for Public Comment** - At the beginning of the meeting, the Board provides a period of up to one hour for public comment on any matter subject to CTRMA's jurisdiction. Each speaker is allowed a maximum of three minutes. A person who wishes to address the Board should sign the speaker registration sheet before the beginning of the open comment period. If the speaker's topic is not listed on this agenda, the Board may not deliberate the topic or question the speaker during the open comment period, but may direct staff to investigate the subject further or propose that an item be placed on a subsequent agenda for deliberation and possible action by the Board. The Board may not act on an item that is not listed on this agenda.

**Public Comment on Agenda Items** - A member of the public may offer comments on a specific agenda item in open session if he or she signs the speaker registration sheet for that item before the Board's consideration of the item. The Chairman may limit the amount of time allowed for each speaker. Public comment unrelated to a specific agenda item must be offered during the open comment period.

Board Action: NO



**CENTRAL TEXAS  
Regional Mobility Authority**

## AGENDA ITEM #3 SUMMARY

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Approve the minutes for the December 5,  
2012 Regular Board Meeting.

Department: Law  
Associated Costs: None  
Funding Source: None  
Board Action Required: YES (by Motion)

Description of Matter:

Minutes for the December 5, 2012, Regular Board Meeting are attached for the Board's consideration and approval.

Attached documentation for reference:

Draft Minutes for the December 5, 2012, Regular Board Meeting

Contact for further information:

Andrew Martin, General Counsel

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

**Wednesday, December 5, 2012  
9:30 A.M.**

The meeting was held at 301 Congress Avenue, Suite 360, Austin, Texas 78701. Notice of the meeting was posted November 30, 2012 at the respective County Courthouses of Williamson and Travis Counties; online at the website of the Secretary of State; online at the website of the Mobility Authority; and on the bulletin board in the Mobility Authority's lobby at 301 Congress Avenue, Suite 650, Austin, Texas 78701.

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

Chairman Ray Wilkerson called the meeting to order at 9:42 a.m. and called the roll. Directors present when the meeting was called to order were Vice Chairman Jim Mills, Ms. Nikelle Meade, Mr. David Singleton, Mr. Bob Bennett, Mr. Charles Heimsath, and Mr. David Armbrust.

**2. Open Comment Period.**

No public comments were offered.

**3. Approve the minutes for the October 31, 2012, Regular Board Meeting and the November 14, 2012, Board Retreat and Workshop.**

Chairman Ray Wilkerson presented the minutes for the October 31, 2012, Regular Board Meeting and the November 14, 2012, Board Retreat and Workshop for consideration by the Board. Mr. Jim Mills moved for approval, and Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the minutes were approved as drafted.

**4. Authorize negotiation of a contract for preliminary engineering and environmental services for the MoPac South Project.**

Mr. Wes Burford presented this item. A Request for Qualifications was issued by staff on September 21, 2012 for preliminary engineering and environmental services for the MoPac South Project, and five responses were received.

A Selection Committee composed of Mobility Authority staff and consultants evaluated the responses against the criteria provided in the RFQ. The committee reviewed and scored the responses and made a recommendation to the Executive

Director to short-list all of the five responding teams.

After interviewing the teams, staff recommends approving and authorizing negotiations for a contract to provide preliminary engineering and environmental services with Jacobs Engineering Group, Inc.

Mr. Charles Heimsath recused himself and did not participate in the discussion or vote. Mr. Bob Bennett moved for approval, and Mr. David Singleton seconded the motion. The motion carried unanimously 6-0, and the resolution was approved as drafted.

**5. Authorize a new work authorization with HNTB Corporation for general engineering services related to the MoPac South Project.**

Mr. Wes Burford presented this item. Under the new work authorization HNTB Corporation will perform project management and administrative tasks; assist in the procurement of the environmental development team; coordinate with TxDOT Austin District, consultants, resource agencies, TxDOT's Environmental Affairs Division, and the FHWA as required for permitting and environmental approval; schematic design review; procurement of a final design consultant; public involvement support; and construction contract preparation for the MoPac South Project.

Mr. Bob Bennett moved for approval, and Mr. David Singleton seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

**6. Approve a change order to the contract with Central Texas Mobility Constructors relating to pavement sections for the Manor Expressway.**

Mr. Wes Burford presented this item. Staff revised main lane and frontage road pavement sections on the Manor Expressway Project to provide a better subgrade and base support beneath the rigid concrete and flexible asphalt pavements. The proposed change order with Central Texas Mobility Constructors provides for increased costs of revised pavement sections on the Manor Expressway.

Ms. Nikelle Meade moved for approval, and Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.



**7. Approve an amendment to the contract with MSX International, Inc., for general toll system consulting.**

Mr. Tim Reilly presented this item. The contract awarded to MSX International, Inc. for General Toll Systems Consultant Services is currently limited to a maximum cost of \$175,000.00 annually, over a period not to exceed five calendar years (including extensions), for a maximum calculated fee not to exceed \$875,000.00. The existing contract did not anticipate the consulting services necessary for the Manor Expressway ITS system and for the dynamic toll system required for the MoPac Improvement Project. The requested amendment will continue the \$175,000.00 annual compensation cap established by Work Authorization No. 1 for consulting services related to operations, but will permit additional work authorizations needed for capital projects, in amounts established by each work authorization approved by the board.

**8. Approve a new work authorization with MSX International, Inc., to provide general toll system consulting services for the Manor Expressway Project and the MoPac Improvement Project.**

Mr. Tim Reilly presented this item. The requested work authorization would allow MSX to provide needed consulting services through completion of the Manor Expressway Project and the MoPac Improvement Project at a not to exceed cost of \$604,188.90.

The Board considered and took action on Agenda Items 7 and 8 together. Ms. Nikelle Meade moved for approval of both items, and Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution for each item was approved as drafted.

**9. Authorize execution of the project development agreement with the Texas Department of Transportation for the MoPac Improvement Project.**

Mr. Wes Burford presented this item. Staff recommends authorization to execute a project development agreement with TxDOT for the MoPac Improvement Project to establish the obligations of the Mobility Authority and TxDOT for the construction, operation, and maintenance of the Project.

Mr. Jim Mills moved for approval, and Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

**10. Authorize the Executive Director to negotiate and execute certain agreements that restrict direct access to Mobility Authority right-of-way from adjacent land.**

Mr. Andy Martin presented this item. From time to time the Mobility Authority purchases a right to direct access to Mobility Authority right-of-way from the owner of land that abuts the right-of-way. These purchase contracts typically are for a payment by the Mobility Authority of less than \$3,000. Authorizing the Executive Director to purchase a right of direct access when appropriate will reduce the procedural steps needed to complete the transaction, lessen delay for the landowner, and free up time required by staff and the Board of Directors to consider and act on the contracts.

Mr. Jim Mills moved for approval, and Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

**11. Amend the Policy Code relating to toll policies and operations.**

Mr. Andy Martin presented this item. The proposed amendments make substantive changes to the toll and operation policies codified in the Policy Code, but only to the extent needed to delete obsolete policies or to update policies so they reflect current law and practices.

Mr. Jim Mills moved for approval, and Mr. Bob Bennett seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

**12. Accept the financial reports for October, 2012.**

Mr. Bill Chapman presented this item. A cash flow statement was added to the financial reports and will be a part of the financial reports going forward.

There is nothing unusual to report on the financial reports from October, 2012.

Mr. Bob Bennett moved for approval, and Mr. David Singleton seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

**Briefing and discussion on the following:**

**13. Executive Director's report.**

Mr. Mike Heiligenstein presented this item and thanked the Board Members for their participation in the Board Retreat and Workshop on November 14, 2012.

## Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 10:20 a.m. that the Board would recess the open meeting and reconvene in Executive Session to deliberate the following items:

15. *Discuss acquisition of real property or interests in real property needed for Mobility Authority office space and related needs, and related legal issues, pursuant to §551.072 (Deliberation Regarding Real Property; Closed Meeting) and §551.071 (Consultation with Attorney; Closed Meeting).*
16. *Discuss legal issues related to claims by or against the Mobility Authority, pending or contemplated litigation and any related settlement offers; or other matters as authorized by §551.071 (Consultation With Attorney).*
17. *Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).*
18. *Discuss personnel matters as authorized by §551.071 (Consultation With Attorney).*

The Board reconvened in open meeting at 11:35 a.m., and Chairman Wilkerson announced that no action was taken in Executive Session.

### Discuss, consider, and take appropriate action on the following:

#### **20. Authorize negotiation and execution of a lease for Mobility Authority office space and related amenities.**

Ms. Cindy Demers presented this item. Staff recommends authorizing the Executive Director to negotiate and execute a lease for Mobility Authority office space and related amenities.

Mr. Bob Bennett moved for approval, and Mr. Charles Heimsath seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

#### **21. Authorize negotiation and execution of an amendment to the consulting agreement with Stantec Consulting Services, Inc., relating to traffic and revenue studies for the 183A Turnpike.**

Mr. Bill Chapman presented this item. Staff recommends authorizing negotiation and execution of an amendment with Stantec Consulting Services, Inc. so they may provide additional work for the Mobility Authority for the 183A Turnpike.

Mr. Charles Heimsath moved for approval, and Ms. Nikelle Meade seconded the motion. The motion carried unanimously 7-0, and the resolution was approved as drafted.

### **23. Adjourn Meeting.**

Chairman Ray Wilkerson declared the meeting adjourned at 11:45 a.m. with unanimous consent.



**CENTRAL TEXAS  
Regional Mobility Authority**

## AGENDA ITEM #4 SUMMARY

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Approve the compliance report submitted to the Texas Department of Transportation required by 43 TEX. ADMIN. CODE § 26.65.

Department: Finance; Law  
Associated Costs: None  
Funding Source: None  
Board Action Required: Yes

**Description of Matter:**

In January, 2012, the Texas Department of Transportation revised its rules relating to certain financial information and reports filed by a regional mobility authority. The rules were amended to require a regional mobility authority to file its adopted annual budget, independent audit, and certain other information previously submitted to TxDOT with each county that is a part of the RMA. The Mobility Authority has provided that information to the Commissioners Courts of Williamson and Travis Counties during 2012.

Starting in 2012 and each year thereafter, new Rule 26.65 requires a regional mobility authority to file a report with TxDOT to confirm the RMA has complied with reporting requirements under the revised rules. The compliance report must be approved by the RMA's board of directors and certified by its executive director. The attached resolution provides the required board approval for the compliance report.

**Attached documentation for reference:**

Draft Resolution, with the compliance report attached as an exhibit

**Contact for further information:**

Cindy Demers, Controller

Andrew Martin, General Counsel

**SPECIAL MEETING OF THE BOARD OF DIRECTORS  
OF THE  
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

**RESOLUTION NO. 12-\_\_\_**

**APPROVING THE COMPLIANCE REPORT SUBMITTED  
TO THE TEXAS DEPARTMENT OF TRANSPORTATION  
REQUIRED BY 43 TEX. ADMIN. CODE § 26.65.**

WHEREAS, the Texas Department of Transportation has adopted rules codified at Subchapter G, Chapter 26, Title 43 of the Texas Administrative Code to require the Mobility Authority to report certain financial information including the annual budget and independent audit to Travis County and Williamson County, the counties that are a part of the Central Texas Regional Mobility Authority; and

WHEREAS, by Resolution No. 12-038 enacted June 27, 2012, the Board approved the budget for fiscal year 2012-1013; and

WHEREAS, by Resolution No. 12-067 enacted October 31, 2012, the Board approved the independent audits of the Mobility Authority for the fiscal year ending June 30, 2012, prepared by PMB Helin Donovan, LLP, by the action of its Audit Committee; and

WHEREAS, the Compliance Report attached as Exhibit 1 to this resolution reports to the Texas Department of Transportation the information required by 43 TEX. ADMIN. CODE § 26.65.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves the Compliance Report in the form attached as Exhibit 1 to this resolution, and authorizes the Executive Director to submit the Compliance Report to the Texas Department of Transportation.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 21<sup>st</sup> day of December, 2012.

Submitted and reviewed by:

Approved:

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Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

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Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number: 12-\_\_\_  
Date Passed: 12/21/2012

**Central Texas Regional Mobility Authority**  
 Texas Administrative Code Title 43, Part I, Chapter 26, Subchapter G

**Compliance Report**

Compliance Rule	Compliance Statement	Certification
<i>Rule 26.61 Written Reports:</i>		
The annual operating and capital budget adopted by the RMA year.	CTRMA notified Travis and Williamson Counties of approval of the FY 2013 annual operating and capital budgets on June 27, 2012 for the FY beginning on July 1, 2012. The budget is posted on the CTRMA website for download.	CTRMA Board of Directors approved the FY 2013 Budget at the June 27, 2012, Board Meeting.
Any annual financial information and notices of material events required to be disclosed under Rule 15c2-12 of the SEC.	There were no notices required to be filed in fiscal year 2012.	N/A
To the extent not disclosed in another report required in this compliance report, a statement of any surplus revenue held by the RMA and a summary of how it intends to use the surplus revenue.	The Mobility Authority did not have any "surplus revenues" in FY 2011-2012, as that term is defined by §370.003(12) of the Transportation Code.	FY 2012 Annual Audit accepted by the CTRMA Board of Directors at the October 31, 2012, Board Meeting.
An independent auditor's review of the reports of investment transactions prepared under Government Code, §2256.023.	Included as part of the FY 2012 audit. See certification below.	FY 2012 Annual Audit accepted by the CTRMA Board of Directors at the October 31, 2012, Board Meeting.
<i>Rule 26.62 Annual Audit:</i>		
The RMA shall maintain its books and records in accordance with generally accepted accounting principles in the United States and shall have an annual financial and compliance audit of such books and records.	The CTRMA received an unqualified opinion for FY 2012 from an independent certified public accountant. CTRMA notified Travis and Williamson Counties on October 31, 2012, of acceptance of the audit for the FY ending June 30, 2012. The annual audit is posted on the CTRMA website for download.	FY 2012 Annual Audit accepted by the CTRMA Board of Directors at the October 31, 2012, Board Meeting.
All work papers and reports shall be retained for a minimum of four years from the date of the audit.	Work papers and reports are retained for a minimum of four years.	N/A



**CENTRAL TEXAS  
Regional Mobility Authority**

## AGENDA ITEM #5 SUMMARY

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### *EXECUTIVE SESSION*

*Executive Session:*

Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation with Attorney; Closed Meeting).





**CENTRAL TEXAS  
Regional Mobility Authority**

## AGENDA ITEM #6 SUMMARY

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### *EXECUTIVE SESSION*

*Executive Session:*

Discuss personnel matters as authorized by §551.074 (Personnel Matters), including evaluation of the performance of the Executive Director.