

MINUTES

Regular Meeting of the Board of

Directors of the

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

Wednesday, March 29, 2017

The meeting was held in the Mobility Authority's Lowell H. Lebermann, Jr. Board Room at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849. Notice of the meeting was posted March 23, 2017 at the respective County Court Houses of Williamson and Travis Counties; online on the website of the Mobility Authority; and in the Mobility Authority's office lobby at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849.

An archived copy of the live-streamed video of this meeting is available at:

www.mobilityauthority.com/about/vod.php

1. Welcome and opening remarks by the Chairman and the members of the Board of Directors.

After noting that a quorum of the Board was present, Chairman Ray Wilkerson called the meeting to order at 9:04 a.m. with the following Board members present: David Singleton, Nikelle Meade, Charles Heimsath, David Armbrust, and Amy Ellsworth.

2. Opportunity for public comment.

3. Welcome newly appointed Board Member and administer the oath of office.

Chairman Wilkerson tabled Item 3 for a future board meeting.

Regular Board Items

4. Discuss and consider the election of a Secretary.

Chairman Wilkerson sought nominations for the position of Secretary. David Armbrust nominated David Singleton for the position of Secretary. David Singleton nominated Charles Heimsath for the position of Secretary and the motion was put to a vote.

MOTION: Appoint Charles Heimsath as Secretary of the CTRMA Board

RESULT: Approved (Unanimous); 6-0

MOTION BY: David Singleton

SECONDED BY: Nikelle Meade

AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth

NAY: None.

ADOPTED AS: Resolution No. 17-012

5. Discuss and consider the appointment of a Chair to the Audit Committee.

Chairman Wilkerson noted that with the retirement of Bob Bennett, the Audit Committee was left without a Chair and appointed David Singleton to Chair the Audit Committee without a vote.

6. Amend the minutes from the January 25, 2017 Regular Board meeting.

MOTION: Approval for the amended January 25, 2017, Regular Board Meeting minutes.

RESULT: Approved (Unanimous); 6-0

MOTION BY: Charles Heimsath

SECONDED BY: Nikelle Meade

AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth

NAY: None.

7. Approve the minutes for the February 22, 2017 Regular Board Meeting.

MOTION: Approval for the February 22, 2017, Regular Board Meeting minutes.

RESULT: Approved (Unanimous); 6-0

MOTION BY: Charles Heimsath

SECONDED BY: David Armbrust

AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth

NAY: None.

8. Accept the financial statements for February 2017.

Presentation by Mary Temple, Controller.

MOTION: Accept the financial statements for February 2017.

RESULT: Approved (Unanimous); 6-0

MOTION BY: Nikelle Meade
SECONDED BY: Charles Heimsath
AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth
NAY: None.
ADOPTED AS: Resolution No. 17-013

9. Discuss and take appropriate action regarding the initial payment to the Regional Infrastructure Fund.

Presentation by Mike Heiligenstein, Executive Director and Bill Chapman, Chief Financial Officer.

In accordance in with the terms of the Interlocal Agreement between the CTRMA and CAMPO for the MoPac Improvement Project, September 1, 2017 marks the date the CTRMA's first payment is due to the "Regional Infrastructure Fund." Due to the delay of the opening of the MoPac, the CTRMA has agreed to make the September 1, 2017 payment out of the CTRMA's General Fund in place of the "Surplus Revenue" that is currently not being generated from the MoPac Improvement Project. The CTRMA's General Fund would be eventually re-paid from MoPac revenue.

MOTION: To provide payment to the "Regional Infrastructure Fund" from the CTRMA's General Fund to meet the September 1, 2017 payment deadline.

RESULT: Approved (Unanimous); 6-0
MOTION BY: David Armbrust
SECONDED BY: Charles Heimsath
AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth
NAY: None.

ADOPTED AS: Resolution No. 17-018

10. Authorize a procurement of a firm to provide pay-by-mail, violations processing, collections and customer service.

Presentation by Tracie Brown, Customer Care and Toll Operations Manager

MOTION: Authorize procurement of a firm to provide pay-by-mail, violations processing, collections and customer service.

RESULT: Approved (Unanimous); 6-0
MOTION BY: David Singleton
SECONDED BY: David Armbrust
AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth

NAY: None.

ADOPTED AS: Resolution No. 17-014

11. Approve Work Authorization No. 14 with Kapsch Inc. for system integration services related to the SH 45 SW Project.

Presentation by Tim Reilly, Director of Operations.

MOTION: Approve Work Authorization No. 14 with Kapsch Inc. for system integration services related to the SH 45 SW Project.

RESULT: Approved (Unanimous); 6-0

MOTION BY: Nikelle Meade

SECONDED BY: Charles Heimsath

AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth

NAY: None.

ADOPTED AS: Resolution No. 17-015

Briefings and Reports

12. Monthly briefing on the MoPac Improvement project.

Presentation by Steve Pustelnyk, Director of Community Relations.

13. Briefing on the HERO Program.

Presentation by Tim Reilly, Director of Operations.

14. Executive Director Comments.

A. SH 71 Express Opening.

Presentation by Bill Chapman, Chief Executive Officer.

B. Report on the Texas A&M Transpiration Institute's high-level assessment of the Wire One Austin Urban Gondola proposal led by CapMetro.

Presentation by Bill Chapman, Chief Financial Officer.

Note: At the request of Mike Heiligenstein, Executive Director; Brian Cassidy, Attorney, Locke Lord, provided an update of legislative activities that affect the CTRMA.

C. New employee introduction

Mary Temple, Controller introduced new CTRMA employee Yuni Irawan, Fiscal Analyst.

Note: Item 14C was taken up following Item 14D.

D. Report on the March 2017 investor meetings.

Presentation by Bill Chapman, Chief Financial Officer and Richard Ramirez, Managing Director, First Southwest, a Division of Hilltop Securities Inc.

NOTE: Justin Word, Director of Engineering, announced the retirement of Lloyd Chance, Texas Department of Transportation and the Board thanked Mr. Chance for his service as TxDOT/Mobility Authority liaison. Justin Word also announced the retirement of David Plutowski, P.E., Regional Mobility Coordinator, Transportation Planning and Programming Division, TxDOT.

Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 10:18 a.m. that the Board would recess the meeting and reconvene in Executive Session to deliberate the following items:

15. Discuss acquisition of one or more parcels of interests in real property needed for the Bergstrom Expressway (183 South) Project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.072 (Deliberation regarding real property) and §551.071 (Consultation with Attorney).
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 §551.074 (Personnel Matters).

After completing the executive session, the Board reconvened in open meeting at 10:54 a.m.

19. Consideration of the use of eminent domain to condemn property: Declare a public necessity to acquire the following parcels of land, or interests therein, for the 183 South (Bergstrom Expressway) Project; and with respect to each such parcel or interest therein, authorize any of the following actions: (i) acquisition through negotiation or by the use of eminent domain to condemn the parcel or interest therein; (ii) execution of a contract to purchase, and (iii) execution of a possession and use agreement:

- A.** Parcel E13B of the 183 South (Bergstrom Expressway) Project, a 0.044 acre parcel of real estate located at 6000 FM 969, Austin, Texas 78724 and owned by New Century Investment, LLC, a Texas limited liability company and Morning Star Projects, LLC, a Texas limited liability company.

MOTION: Authorize the use of the power of eminent domain to acquire an easement interest of a 0.044 acre parcel of real estate **owned by New Century Investment, LLC** and **Morning Star Projects, LLC** and located at 6000 FM 969, Austin, Texas 78724 Travis County for public use related to the expansion, construction, operation, and maintenance of the 183 South (Bergstrom Expressway) Project, a state highway project, by adopting the resolution presented in executive session.

RESULT: Approved (Unanimous); 6-0

MOTION BY: Nikelle Meade

SECONDED BY: Charles Heimsath

AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth

ADOPTED AS: Resolution No. 17-016

- B.** Parcel 118 of the 183 South (Bergstrom Expressway) Project, a 0.688 acre parcel of land, owned by the City of Austin, and located at the Southeast corner of Ed Bluestein Blvd (U.S. Highway 183) and Smith Road, Austin, TX 78721.

MOTION: Authorize the use of the power of eminent domain to acquire an easement interest of a 0.688 acre parcel of real estate **owned by the City of Austin** and located at the Southeast corner of Ed Bluestein Blvd. (U.S. Highway 183) and Smith Road, Austin TX 78721 Travis County for public use related to the expansion, construction, operation, and maintenance of the 183 South (Bergstrom Expressway) Project, a state highway project, by adopting the resolution presented in executive session.

RESULT: Approved (Unanimous); 6-0

MOTION BY: Nikelle Meade

SECONDED BY: Charles Heimsath

AYE: Wilkerson, Singleton, Meade, Heimsath, Armbrust, Ellsworth

ADOPTED AS: Resolution No. 17-017

After confirming that no member of the public wished to address the Board, Chairman Wilkerson declared the meeting adjourned at 11:03 a.m.

Approved 04/26/2017