

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

RESOLUTION NO. 22-010

**APPROVING A CONTRACT WITH GOOD WORKS STRATEGIC ADVISORS FOR
STRATEGIC PLANNING SERVICES**

WHEREAS, pursuant to Section 370.261 of the Texas Transportation Code and Section 101.013 of the Mobility Authority Policy Code (Policy Code), each even-numbered year the Central Texas Regional Mobility Authority (Mobility Authority) is required to issue a strategic plan covering the succeeding five fiscal years, beginning with the next odd-numbered fiscal year; and

WHEREAS, Good Works Strategic Advisors has been serving as a consultant in the development of the Mobility Authority's 2022 Strategic Plan; and

WHEREAS, due to scheduling complications related to COVID-19 and the retirement of the Mobility Authority's former executive director, Good Works Strategic Advisors' strategic planning efforts were not completed prior to the expiration of its contract with the Mobility Authority in December 2021; and

WHEREAS, the Executive Director has determined that based on the work performed to date, Good Works Strategic Partners has gained an understanding of the challenges faced by the Mobility Authority that make it uniquely qualified for this task and no other consultant could provide the continuity that would be achieved by retaining Good Works Strategic Partners to assist with the completion of the Mobility Authority's 2022 Strategic Plan; and

WHEREAS, the Executive Director and Good Works Strategic Partners have negotiated a new contract for additional strategic advisory services in an amount not to exceed \$50,000 which is attached hereto as Exhibit A; and

WHEREAS, the Executive Director recommends and requests that the Board approve the proposed single-source contract with Good Works Strategic Partners pursuant to Policy Code Section 401.028.

NOW, THEREFORE, BE IT RESOLVED that the Board has determined that Good Works Strategic Partners possesses the demonstrated competence, knowledge and qualifications to provide strategic planning services to the Mobility Authority and has offered to provide those services at reasonable fee and within the time limitations required by the Mobility Authority as provided in Section 401.028 of the Policy Code; and

BE IT FURTHER RESOLVED that the Executive Director is hereby authorized to finalize and execute a single-source contract with Good Works Strategic Partners on behalf of the Mobility Authority in an amount not to exceed \$50,000 and in the form or substantially the same form attached hereto as Exhibit A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 23rd day of February 2022.

Submitted and reviewed by:


James M. Bass
Executive Director

Approved:

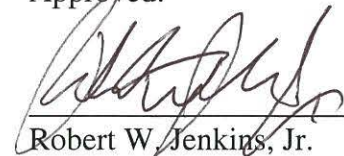

Robert W. Jenkins, Jr.
Chairman, Board of Directors

Exhibit A

CONSULTING AGREEMENT

This Consulting Agreement (this “Agreement”) is made and entered into as of February 24, 2022 by and between Good Works Strategic Advisors (the “Consultant”), and the Central Texas Regional Mobility Authority, or CTRMA, (the “Client”). The Client desires to retain the Consultant to perform consulting services for the Client on the terms set forth more fully in the exhibits hereto. In consideration of the mutual promises contained herein, the parties agree as follows:

1. SERVICES AND COMPENSATION

Consultant agrees to perform for the Client the services (“Services”) described in **Exhibit A** attached hereto in accordance with the terms of this Agreement. The Client agrees to pay Consultant the compensation set forth in **Exhibit A** for the performance of the Services.

2. CONFIDENTIALITY

Consultant will not, during or subsequent to the term of this Agreement, use Client Confidential Information for any purpose whatsoever other than the performance of the Services on behalf of the Client or disclose Client Confidential Information to any third party. It is understood that all Confidential Information of each party shall remain the sole property of the respective party.

3. WORK FOR HIRE; PROPRIETARY INFORMATION

Consultant acknowledges that it is performing work for hire to Client and hereby assigns to Client any and all right, title, and interest in or relating to Proprietary Information developed in accordance with this Agreement. Proprietary Information shall not include any information developed by Consultant prior to Consultant’s performing work or activities in connection with this Agreement or independently developed by the Consultant outside the scope of this Agreement.

4. WARRANTIES

Consultant warrants that the Services will be performed in a good and workmanlike manner in accordance with the highest industry standards. At all times while providing Services, Consultant warrants and agrees that it will observe Client’s rules and regulations with respect to conduct, health, safety, data and network security and protection of persons and property.

5. TERM AND TERMINATION

This Agreement will commence on February 24, 2022 (the “Agreement Date”) and will continue until December 15, 2022 unless mutually extended. CTRMA desires to initially engage Good Works for the “Phase II” scope of work outlined in Exhibit A, with an option to continue engagement for the “Phase III” outlined scope of work to be decided and executed by CTRMA on or before May 15, 2022.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first above written.

“CLIENT”

“CONSULTANT”

Signed: _____

Signed: _____

James Bass
Executive Director, CTRMA

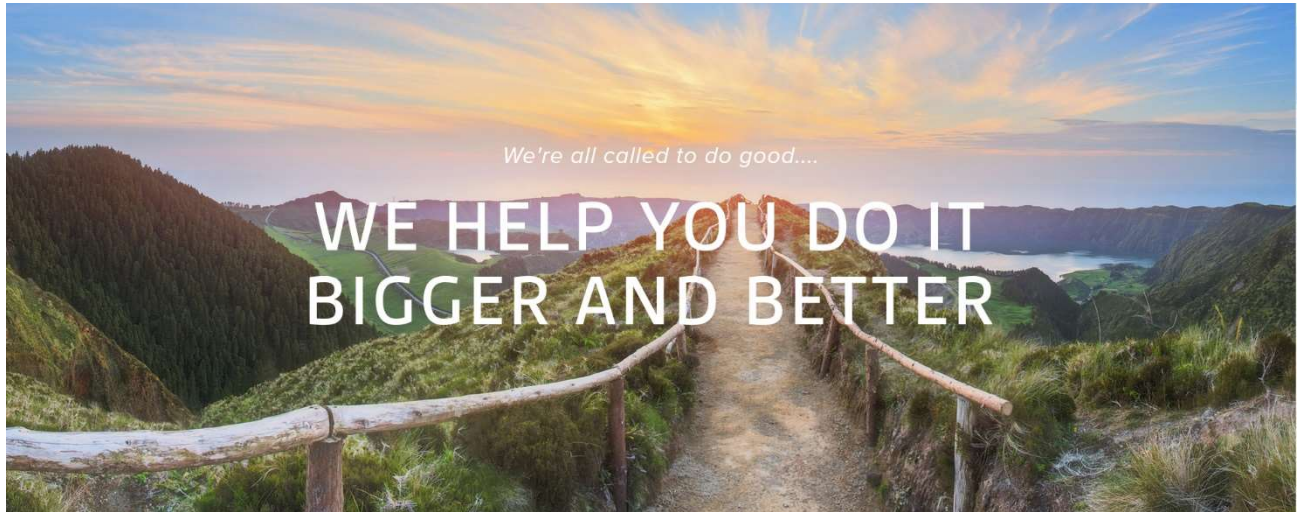
Matt Kouri
President, Good Works Strategic Advisors

Exhibit A:

Strategic Advisory Services Proposal



CENTRAL TEXAS Regional Mobility Authority



Matt Kouri
Good Works Strategic Advisors
February 2022

Project Background and Objectives

The Central Texas Regional Mobility Authority, or CTRMA, is an independent government agency created in 2002 to improve the transportation system in Williamson and Travis counties. CTRMA’s mission is to implement innovative, multimodal transportation solutions that reduce congestion and create transportation choices that enhance quality of life and economic vitality. CTRMA is seeking to undertake a structured strategic planning process that will allow for in-depth strategic discussions to be held, stakeholders to be engaged, and critical decisions to be made about the focus and direction of the organization for the coming years. Specific **goals** of this process include:

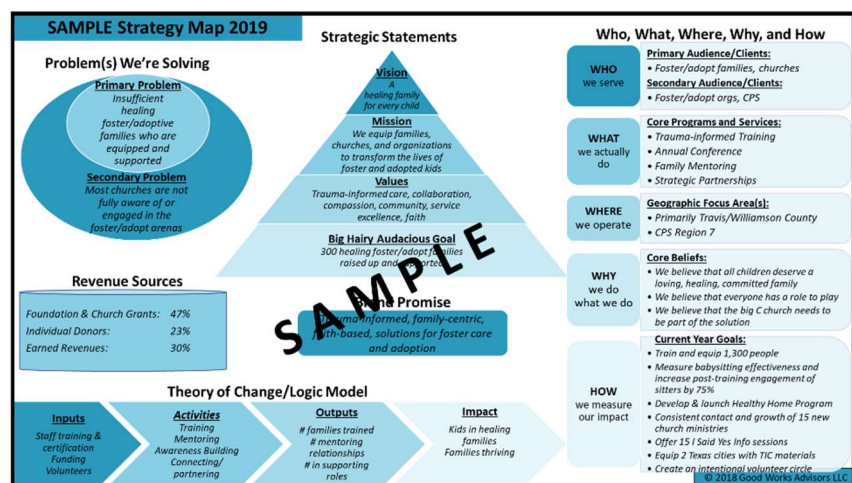
- To engage **key stakeholders** (including Board members, staff members, partners, and possibly the public) in robust conversations about strategic priorities and direction
- To **conduct critical analyses** of regional transportation needs and input from partners to help make decisions about CTRMA’s strategic direction and priorities
- To develop a **clear strategic roadmap and plan** for CTRMA for the coming several years
- To lay the foundation for **ongoing operational planning** needed to help implement the strategic plan

CTRMA has asked Matt Kouri and his firm Good Works Strategic Advisors to propose a set of facilitation and strategic advisory services that will help CTRMA undertake a planning process and accomplish these objectives.

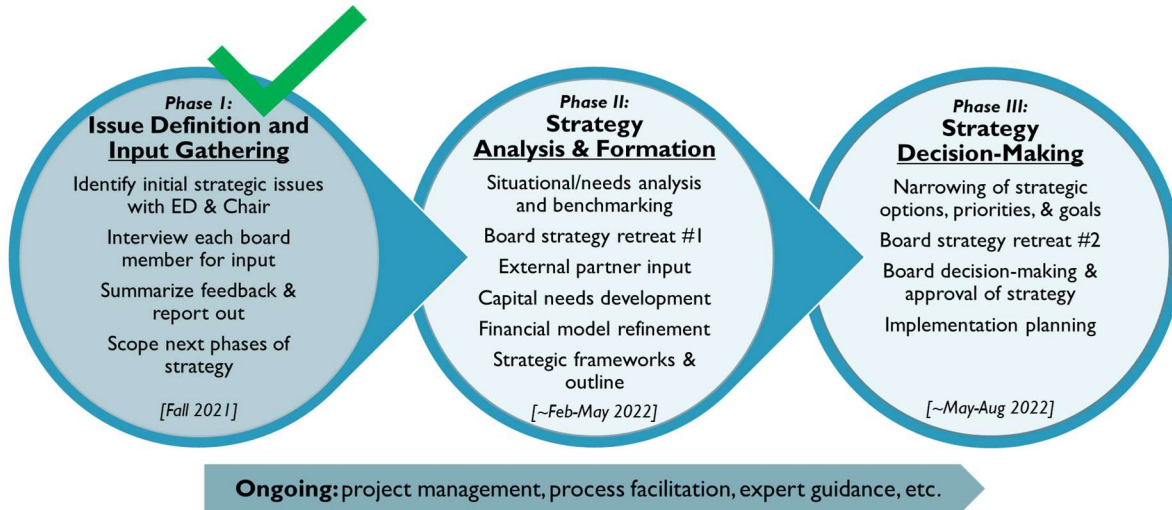
CTRMA intends to dedicate significant amounts of staff time and support to this process, and as such is asking Mr. Kouri to play primarily the roles of **process designer**, independent **process facilitator**, and **strategic advisor** to CTRMA leadership and Board.

Proposed Approach

After initial discussions with CTRMA leadership, and after completion of an initial phase of input gathering via confidential Board member interviews in the fall of 2021, Good Works has a relatively strong understanding of how we would recommend CTRMA approach this engagement, although we would welcome additional conversations to further refine our proposed approach as needed. To help guide engagements like this, Good Works has developed a **Strategy Map Methodology**, designed to help organizations develop a thoughtful strategy for sustainable, long-term impact, and which we rely upon as a tool for each engagement (see example).



Three-Phased Process. Good Works proposes to approach this engagement as a directed but collaborative process, with the CTRMA Board and leadership sharing a good deal of the workload, and according to the below scope of work understanding. Good Works envisions this process and a three-phased approach, with Phase I having been completed in the fall of 2021. An overview of those potential phases is presented below:



Scope of Work Activities. For Phases II and III outlined above, Good Works’ proposed **scope of work** includes the below.

Phase II: Strategy Analysis and Formation

1. **Project Prep and Scoping** (Feb-Mar 2022). Via an initial meeting with CTRMA leadership, develop a clear understanding of project objectives, define key terms and expected outputs, establish clear schedules and timeframes, develop communications to be delivered in advance to the Board, clarify roles with leadership, identify the likely time horizon that the plan will address (e.g. 3, 5, 10 years?), and prepare to launch Phases II and III. CTRMA leadership will agree upon the +/- 5 overarching strategic questions, with Mr. Kouri’s guidance and feedback, that will serve as the guiding questions for this strategy process.
 - a. **Deliverable:** Simple “project scope and planning” document that codifies mutual agreement on the above.
2. **Information Review** (Feb-Mar 2022). CTRMA leadership will provide Mr. Kouri with any key recent or historical documents or data that are germane to his development of a clear understanding of the organization, its strategy and missional focus, its past similar work in this arena, etc. Mr. Kouri will guide CTRMA in the identification of appropriate documents and data.
3. **Guiding Team Development and Facilitation** (Feb 2022). Mr. Kouri will work with CTRMA leadership to guide the identification, recruitment, organization, and facilitation of a group of 4-6 total CTRMA leaders (Board and senior staff members) to serve as a “Strategy Taskforce” to provide executive sponsorship, sounding Board feedback, and guidance to the process. This group will likely gather, either in person or via phone, +/-3 times during Phase II of this process, with the expectation that a minimal amount of work (e.g. pre-reading of materials, serving as a

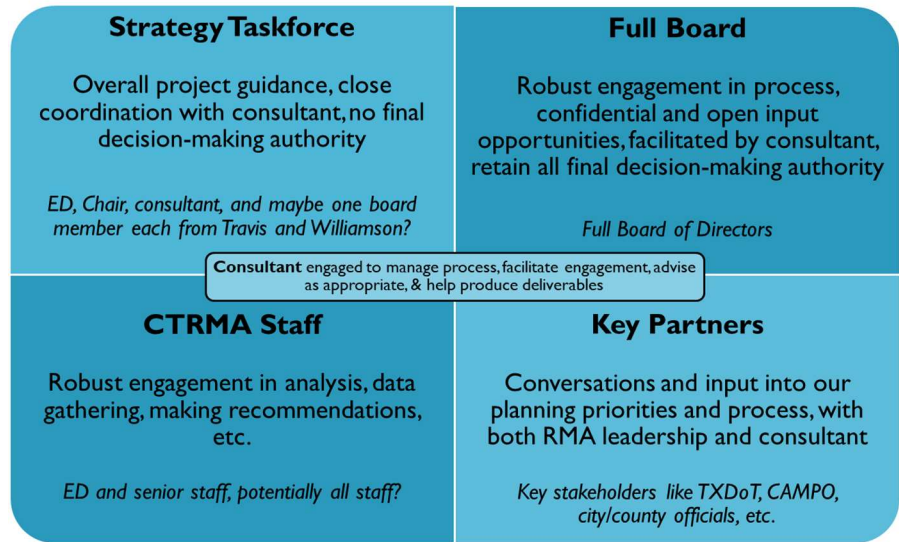
liaison to Board members wishing to provide feedback or receive updates, etc.) will be required of them. This group will not be empowered to make any decisions, as all decision-making will be left to the full Board of directors.

4. **Information-Gathering Interviews** (Mar 2022). Mr. Kouri will develop with CTRMA leadership an interview protocol and either personally conduct or support CTRMA in conducting up to 8 interviews (of approximately 45 minutes in duration) of

jointly identified stakeholders to include staff leaders, partner agency executives, local governmental leaders, and other relevant community and government partners. Interviews will likely be conducted in-person, but some may be conducted via phone or video conference. The focus of the interviews be framing the overarching strategic questions CTRMA is facing, identifying strategic priorities stakeholders may have for CTRMA, etc. CTRMA leadership may also desire to participate in these and other interviews, with similar purposes, alongside or outside of Mr. Kouri’s involvement.

- a. **Deliverable:** Interview protocol, and summary of key themes and findings from the interviews.
5. **Needs Analysis and Benchmarking** (Mar-Apr 2022). Mr. Kouri will guide CTRMA staff in how they will conduct and complete a situational/need analysis that will inventory and outline the various high-priority RMA transit needs and opportunities in the region, as identified by CTRMA leadership and its partners. This will likely include needs related to completion of current projects, upkeep on existing facilities, and potential new projects and initiatives for the coming several years. Mr. Kouri will also guide CTRMA leadership in conducting a handful of benchmarking activities wherein CRTMA will speak with and/or visit other similar RMA organizations to gather input on how they have matured and grown past the stage that CTRMA is currently in. Staff will develop any reports, summaries, etc. of these two sets of activities for the Board to use in its decision-making process.
 - a. **Deliverable:** None from Good Works; reports and summaries to be produced by CTRMA with Mr. Kouri’s guidance.
6. **Board Strategy Retreat #1** (likely Mar 4-5, 2022). Mr. Kouri will develop, along with CTRMA leadership, a 6-8 hour strategy retreat for Board and senior staff (to be defined by CTRMA) and will facilitate that retreat. Objectives will likely be to engage the Board in robust discussion on the priorities and ideas generated in Phase I, to evaluate emerging strategic options and priorities, to provide guidance on narrowing of strategic options, to clearly outline next steps for the process, and to build Board camaraderie.
 - a. **Deliverable:** Retreat agenda and summary notes following the retreat.

KEY ROLES IN PHASES II AND III



7. **Senior Staff Strategy Retreat** (Mar-Apr 2022). Mr. Kouri will develop, along with CTRMA leadership, a 3-4 hour strategy retreat for senior staff (to be defined by CTRMA) and will facilitate that retreat. Objectives will likely be to review data and input gathered so far in the process, obtain staff input into prioritization of strategic options, build staff buy-in to the overall process, and build team camaraderie.
 - a. **Deliverable:** Retreat agenda and summary notes following the retreat.
8. **Financial Model Review, Discussion, and Refinement** (Apr-May 2022). Mr. Kouri work with CTRMA leadership to incorporate emerging analyses and decisions into the RMA's long-term financial model, including engaging board members in financial model discussion. It is anticipated that the revised model will become a key element of the final strategic plan.
 - a. **Deliverable:** None from Good Works; reports and summaries to be produced by CTRMA with Mr. Kouri's support.
9. **Robust Analysis, Strategic Framework Development, and Strategic Plan Outline** (Mar-Apr 2022). Mr. Kouri will develop, with CTRMA leadership participation, a set of relevant strategic frameworks to help leadership understand, evaluate, and decide on a number of key strategic decision-making elements, taking into account all feedback provided to-date by the Board and stakeholder. Frameworks might include: Impact vs. Sustainability Matrices, Strategy Mapping, and possibly others. Mr. Kouri will also develop for CTRMA input and refining an detailed working outline of a CTRMA strategic plan document, to be used to guide the work of all involved.
 - a. **Deliverables:** Two to four key strategic frameworks, populated with collaboratively developed analyses of information available to this process. Working draft detailed outline of strategic plan content.
10. **Overall Project Management** (ongoing). Working in close coordination with CTRMA leadership, Mr. Kouri will share responsibility for the management of this process, including regular (likely semi-weekly) check-ins with the Executive Director (and possibly board chair), status updates, timeline management and adjustment, etc.

Phase III: Strategy Decision-Making

1. **Board Strategy Retreat #2 or Working Meeting of Strategy Taskforce** (likely May or June 2022). Mr. Kouri will develop, along with CTRMA leadership, a 4-6 hour strategy retreat/work session for Board and senior staff (to be defined by CTRMA) and will facilitate that session. Objectives will likely be to review the capital needs assessment, to engage in further robust discussion on the priorities and ideas generated in Phase II, and to begin to decide on strategic priorities, goals, and investments that will guide CTRMA for the foreseeable future.
 - a. **Deliverable:** Retreat agenda and summary notes following the retreat.
2. **Strategic Plan Development Support** (May-Aug 2022). Mr. Kouri will support CTRMA's development of a formal strategic plan, first in draft form, then in final form, designed for internal use by the Board and organization to guide and codify its decision-making as part of this process. The plan will contain elements including process overview, key findings, codification of decisions made, multi-year goals for the organization and accountability for those goals, capital improvement plans, prioritization of strategic initiatives, key communication messages coming out of the plan, financing and sustainability strategies, strategic frameworks used, other initiatives to be launched because of this plan, etc. The strategic plan will also contain elements

of a go-forward implementation plan that CTRMA leadership can use to guide the implementation and achievement of various strategic plan goals and initiatives. Mr. Kouri will provide a template for the plan, will populate the template with all known information and decisions made to-date, and guide CTRMA leadership in the finalization of both a draft and final plan. Should CTRMA desire to also develop a shorter, external facing version of this plan, Mr. Kouri will provide input and feedback to CTRMA's efforts to develop such a product.

- a. **Deliverable:** Strategic plan template, populated with information and decisions made, with final versions of the plan to be the joint responsibility of CTRMA leadership and Good Works.
3. **Board Final Plan Consideration and Adoption** (TBD 2022). Mr. Kouri will support CTRMA's processes related to soliciting public input via one or more CTRMA Board meetings on the draft strategic plan, helping to plan and co-develop with CTRMA materials for such meetings. Mr. Kouri will participate in up to two public Board meetings during which the strategic plan might be considered and voted on.
 - a. **Deliverable:** Co-development with CTRMA of materials to support presentation of draft and/or final strategic plan at public Board meetings.

Investment

Good Work understands that CTRMA leadership desires to launch this effort in earnest in February 2022, with a goal of completing Phases II and III by roughly summer 2022. Good Works understands that CTRMA desires to initially engage Good Works for the Phase II outlined scope of work and then to decide by May 15, 2022 whether CRTMA would like to continue engagement through the Phase III scope of work. Good Works proposes the below fee schedule in alignment with our outlined scope of work and in accordance with our current understanding of the organization's needs and level of effort required:

- **Total Phase II and III Investment: Not to Exceed \$50,000**
 - o Phase II initial commitment:
 - Initial Phase II retainer payment #1 due March 1, 2022: **\$7,500**
 - Payment #2 for completion of Phase II scope of work items 1-6 and their associated deliverables: **\$15,000**
 - Payment #3 for completion of Phase II scope of work items 7-9 and their associated deliverables: **\$12,500**
 - o Once executed by CTRMA, Phase III commitment:
 - Initial Phase II retainer payment #4 due upon Phase III commitment: **\$5,000**
 - Payment #5 for completion of Phase III scope of work items 1-3 and their associated deliverables: **\$10,000**

CTRMA will assign a dedicated "project manager" to serve as Good Works' primary point of contact. CTRMA will also manage and handle all logistics related to interviews, retreats, and meeting scheduling, etc. CTRMA will ensure robust participation in the process by key staff and Board members.

Good Works Project Team

Matt Kouri, Strategic Advisor

Good Works proposes that Matt Kouri will serve as the sole strategic advisor to CTRMA for this engagement.

Mr. Kouri is a long-time and successful strategic advisor to leaders and organizations in the business, government, and social sectors.

In 2017, Mr. Kouri founded Good Works, a national social impact advisory firm, after having been the CEO for the previous 10+ years of the nonprofit Mission Capital, one of the largest and most successful social impact advisory organizations in the nation. As a consultant, he has directly served dozens of nonprofit, governmental, and for-profit organizations with strategic advisory services, including CTRMA, University Federal Credit Union, Coca-Cola Scholars Foundation, Austin Area Research Organization (AARO), NashvilleHealth, Virginia Commonwealth University, Livestrong, Seton Family of Hospitals, the City of San Antonio, St. David's Foundation, Philanthropy Southwest, Austin Independent School District, Education Equals Economics (E3), The Alamo Foundation, the Texas Health and Human Services Commission, the National Scholarship Provider's Association, Helping Hand Home for Children, Nashville's Center for Nonprofit Management, and many others.

Prior to joining Mission Capital in 2007, Mr. Kouri was a Senior Manager with Deloitte Consulting where for 9 years he helped lead the firm's practice serving large government, education, and nonprofit clients, including two state Medicaid programs, with both strategy and human capital services.

Outside of work, Mr. Kouri was appointed by Texas Governor Greg Abbott to serve on and chair the DFPS Council, the oversight body charged with providing guidance to the state's Department of Family and Protective Services and its foster care and adoption system. Mr. Kouri is a previous appointee of Texas Governor Rick Perry to serve on the Texas Adoption Review Commission. He currently serves as a member of AARO (Austin-Area Research Organization), and he is an active volunteer in various church ministries and with his children's' schools.

In 2014, Mr. Kouri received Austin's Ethics in Business & Community Lifetime Achievement Award and, in 2012, the "Austinite Under 40" award in the nonprofit/community service category. He is married to Julie Kouri, founder and Executive Director of Fostering Hope Austin, and together they have three adopted children. Mr. Kouri holds a Master's in Business Administration and a Master's in Public Policy from the University of Chicago, and he is a high honors graduate of Oklahoma State University.

