

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

RESOLUTION NO. 03-33

WHEREAS, the Texas Transportation Code authorizes the creation of a regional mobility authority for the purposes of constructing, maintaining, and operating one or more turnpike projects in a region of this state; and

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 46 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, the Board of Directors of the CTRMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, via Resolution 03-13 the CTRMA Board of Directors adopted Policies and Procedures Governing Procurement of Goods and Services by the CTRMA (the "Procurement Policies"); and

WHEREAS, Section 9 of the Procurement Policies provides for the receipt and processing by the CTRMA of unsolicited proposals for private participation in a turnpike project or the provision of services related to a turnpike project; and

WHEREAS, on or about February 28, 2003, the CTRMA received from Parsons Brinckerhoff a detailed unsolicited proposal for the provision of services related to the proposed US 183-A turnpike project; and

WHEREAS, pursuant to Section 9.2(b) of the Procurement Policies staff reviewed the proposal and concluded that it is related to existing or planned transportation facilities and that it furthered state, regional and local transportation plans, programs, policies and goals; and

WHEREAS, based on such conclusion, the staff recommended to the Board of Directors that the CTRMA should further evaluate the proposal and, consistent with the Procurement Policies, should invite the submission of competing proposals; and

WHEREAS, the Board of Directors, in Resolution No. 03-21, expressed its desire to further evaluate the unsolicited proposal and to solicit the submission of competing proposals in accordance with the Procurement Policies;

WHEREAS, a "Notice of Receipt of Unsolicited Proposal and Request for Competing Proposals" was published in the *Texas Register* on April 11, 2003; and

WHEREAS, a pre-proposal conference was held for interested parties on April 22, 2003; and

WHEREAS, a competing proposal was received from HNTB on May 27, 2003; and

WHEREAS, since initially receiving the unsolicited proposal the CTRMA has: (i) received a grant of \$12.7 million for the development of US 183-A from TxDOT; (ii) initiated and is near completion of the process for selecting a firm to provide general engineering consulting services; and (iii) had its statutory authority to pursue development of transportation projects (and the various means by which to do so) clarified through the enactment of HB 3588; and

WHEREAS, on June 25, 2003, the Planning Committee interviewed the two competing firms concerning the impacts of these developments on their proposals; and

WHEREAS, based on these recent developments and the interviews of the proposers, the Planning Committee determined and has recommended to the full Board that it is not in the best interest of the CTRMA to further consider and process the unsolicited and competing proposals for services related to US 183-A;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA concurs with the recommendation of the Planning Committee and will not further consider or process the unsolicited and competing proposal submitted by Parsons Brinckerhoff and HNTB, respectively, for services related to the development of US 183-A; and

BE IT FURTHER RESOLVED, that Board expresses its appreciation to Parsons Brinckerhoff and HNTB for the initiative they demonstrated in submitting their proposals and the professionalism they demonstrated throughout the process.

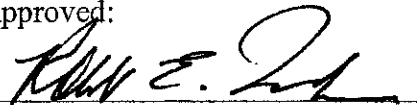
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 15th day of July, 2003.

Submitted and reviewed by:



C. Brian Cassidy
Legal Counsel for the Central
Texas Regional Mobility Authority

Approved:



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 03-33
Date Passed 7/15/03

DEFERRED*

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

RESOLUTION NO. 03-34

WHEREAS, the Texas Transportation Code authorizes the creation of a regional mobility authority for the purposes of constructing, maintaining, and operating one or more turnpike projects in a region of this state; and

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 46 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, the Board of Directors of the CTRMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, via Resolution 03-13 the CTRMA Board of Directors adopted Policies and Procedures Governing Procurement of Goods and Services by the CTRMA (the "Procurement Policies"); and

WHEREAS, Section 9 of the Procurement Policies provides for the receipt and processing by the CTRMA of unsolicited proposals for private participation in a turnpike project or the provision of services related to a turnpike project; and

WHEREAS, the CTRMA has received a detailed unsolicited proposal for the development of the SH 45 Southeast turnpike project from Road & Bridge Builders, Inc. ("RBB"); and

WHEREAS, pursuant to Section 9.2(b) of the Procurement Policies staff has reviewed the proposal and has concluded that it is related to existing or planned transportation facilities and that it furthers state, regional and local transportation plans, programs, policies and goals; and

WHEREAS, based on such conclusion staff has recommended to the Board of Directors that the CTRMA should further evaluate the proposal and, consistent with the Procurement Policies, should invite the submission of competing proposals; and

WHEREAS, the Board of Directors desires to further evaluate the unsolicited proposal and desires to solicit the submission of competing proposals in accordance with the Procurement Policies;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby approves of the further evaluation of the unsolicited proposal; and

BE IT FURTHER RESOLVED, that the staff is directed to prepare and cause to be published a "Notice of Receipt of Unsolicited Proposal and Request for Competing Proposals" in accordance with the CTRMA's Procurement Policies.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 15th day of July, 2003.

Submitted and reviewed by:

Approved:

C. Brian Cassidy
Legal Counsel for the Central
Texas Regional Mobility Authority

Robert E. Tesch
Chairman, Board of Directors
Resolution Number 03-34
Date Passed 7/15/03

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

RESOLUTION NO. 03-35

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") is empowered to procure such services as it deems necessary to assist with its operations and to study and develop potential transportation projects; and

WHEREAS, in Board Resolution No. 03-27 the Board of Directors found that general counsel services were important to the operations of the CTRMA; and

WHEREAS, the Board of Directors directed its staff to issue a Request for Qualifications (RFQ) for firms interested in providing general services to the CTRMA; and

WHEREAS, the staff caused an RFQ to be issued on May 16, 2003; and

WHEREAS, three firms submitted responses to the RFQ; and

WHEREAS, on July 1, 2003, the Executive Committee discussed the proposals and the experience and the qualifications of the firms submitting proposals; and

WHEREAS, based on the written responses, the Executive Committee has recommended to the Board that Locke, Liddell & Sapp LLP be retained to provide general counsel services to the CTRMA; and

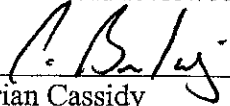
WHEREAS, the full Board concurs with the recommendation of the Executive Committee and desires to retain the services of Locke Liddell & Sapp LLP as the general counsel to the CTRMA.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves of the selection of Locke Liddell & Sapp LLP as the firm to provide general counsel services to the CTRMA; and

BE IT FURTHER RESOLVED, that the staff is directed to negotiate an agreement with Locke Liddell & Sapp LLP for the provision of general services and that such contract may be entered into upon the approval of the Executive Committee.

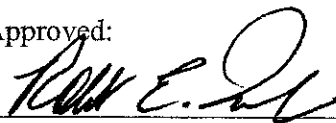
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 15th day of July, 2003.

Submitted and reviewed by:



C. Brian Cassidy
Legal Counsel for the Central
Texas Regional Mobility Authority

Approved:



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 03-35
Date Passed 7/15/03

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

RESOLUTION NO. 03-36

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") is empowered to procure such services as it deems necessary to assist with its operations and to study and develop potential transportation projects; and

WHEREAS, in Board Resolution No. 03-26 the Board of Directors found that general engineering consulting services were important to the operations of the CTRMA; and

WHEREAS, the Board of Directors directed its staff to issue a Request for Qualifications (RFQ) for firms interested in providing general engineering consulting services to the CTRMA; and

WHEREAS, the staff caused an RFQ to be issued on May 16, 2003; and

WHEREAS, four firms submitted responses to the RFQ; and

WHEREAS, on July 1, 2003, the Executive Committee reviewed and discussed the responses and decided to short-list and interview three of the firms responding to the RFQ; and

WHEREAS, on July 14, 2003, the Executive Committee interviewed the three firms it had previously short-listed; and

WHEREAS, based on the written responses and the interviews of the firms, the Executive Committee has recommended to the Board that HNTB be retained to provide general engineering consulting services to the CTRMA; and


WHEREAS, the full Board concurs with the recommendation of the Executive Committee and desires to retain HNTB as the general engineering consultant for the CTRMA.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves of the selection of HNTB as the firm to provide general engineering consulting services to the CTRMA; and

BE IT FURTHER RESOLVED, that the acting staff and legal counsel are directed to negotiate an agreement with HNTB for the provision of general engineering consulting services and that such contract may be entered into upon the approval of the Executive Committee.


Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 15th day of July, 2003.

Submitted and reviewed by:



C. Brian Cassidy
Legal Counsel for the Central
Texas Regional Mobility Authority

Approved:



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 03-36
Date Passed 7/15/03

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

RESOLUTION NO. 03-37

WHEREAS, Texas Transportation Code authorizes the creation of a regional mobility authority for the purposes of constructing, maintaining, and operating one or more turnpike projects in a region of this state; and

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 46 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, the Board of Directors of the CTRMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, the Board of Directors desires to designate a fiscal year for its accounting and operational purposes; and


WHEREAS, after consultation with staff and the accounting firm retained by the CTRMA the Board has determined that a fiscal year beginning July 1 and ending June 30th would be the most efficient for the CTRMA's operations.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby designates that its fiscal year for accounting and operational purposes shall be July 1 through June 30th..

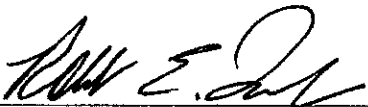
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 15th day of July, 2003.

Submitted and reviewed by:

Approved:



C. Brian Cassidy
Legal Counsel for the Central
Texas Regional Mobility Authority



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 03-37
Date Passed 7/15/03