

**January 26, 2011 CTRMA BOARD OF DIRECTORS MEETING
Summary Sheet**

AGENDA ITEM # 3

Approval of Minutes of December 8, 2010 General Board Meeting

Department: Administrative

Board Action Required: YES

Description of Matter:

The Minutes for the December 8, 2010 Board Meeting require approval by the Board.

Attached documents: December 8, 2010 Minutes

Contact for further information: Andrew Martin

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

**Wednesday, December 8, 2010
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 December 3, 2010 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 9:40 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, Mr. Charles Heimsath and Ms. Nikelle Meade. Mr. David Singleton and Mr. Bob Bennett previously stated they would not be attending.

2. Open Comment Period

Mr. Mike Heiligenstein and Chairman Wilkerson thanked Mr. Ron Fagan for his exemplary service and dedication to the Mobility Authority. Mr. Fagan has decided to pursue opportunities as an independent consultant. He will resign effective December 31, 2010.

3. Approval of Minutes of October 27, 2010 General Board Meeting

Chairman Ray Wilkerson presented the minutes from the October 27, 2010 General Board Meeting for review by the Board. Ms. Nikelle Meade moved for approval of the minutes. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 5-0, and the minutes for the October 27, 2010 General Board Meeting were approved as drafted.

4. Briefing and Discussion on the US 183 Southbound On-Ramp near Cameron Road project.

Mr. Wesley M. Burford, P.E., CTRMA Director of Engineering, gave a brief presentation of the US 183 Southbound On-ramp near Cameron Road Project that is currently being considered by the Texas Department of Transportation Austin District and the Mobility Authority. He stated that the RMA has worked with the Department of Transportation to analyze the potential use of a ramp gore that currently exists on US 183 to improve mobility along that corridor.

5. Discussion and possible action on financial assistance agreements with the Texas Department of Transportation relating to toll equity grants for (a) the Manor Expressway Project, and (b) multiple transportation projects.

This agenda item was postponed pending further clarification of various items by TxDot.

Mr. Henry Gilmore moved to postpone this agenda item. Ms. Nikelle Meade seconded the motion. The motion carried unanimously 5-0.

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

This agenda item was postponed pending further clarification of various items by TxDot.

Mr. Henry Gilmore moved to postpone this agenda item. Ms. Nikelle Meade seconded the motion. The motion carried unanimously 5-0.

7. Discussion and possible action relating to policies and procedures to recover claims by CTRMA for damages to CTRMA property.

Mr. Wesley M. Burford presented this item. The 183A Toll Project has experienced some incidents resulting in damages to the facility's property. The Mobility Authority staff recommends that the Board adopt policies and procedures to establish guidelines for CTRMA staff to recover the full costs of repairing or replacing CTRMA property that is damaged by third parties responsible for the damage.

Ms. Nikelle Meade moved for approval of Resolution 10-103. Mr. Jim Mills seconded the motion. The motion carried unanimously 5-0, and the resolution to adopt a Damage Claim Recovery Policy was approved as drafted.

8. Discussion and possible action relating to the award of one or more contracts to proposers responding to the Request for Proposals for Human Resources Advisory Services.

Ms. Angelique Haseley and Mr. Mario Espinoza presented this item. On August 24, 2010 the Mobility Authority issued a Request for Proposals (RFP) for human resources advisory services. Three responsive proposals were received. After review, Mobility Authority staff recommends awarding contracts to two of the respondents to provide certain human resource advisory services. It was recommended that BDO USA, L.L.P be awarded the scope of work to evaluate employee compensation and benefits; conduct a compensation survey per position; develop a performance appraisal system; design a performance incentive system; assist in recruitment; and provide general employment information and guidance for an annual amount not to exceed \$60,000. Mobility

Authority staff also recommends that Human Performance Strategies be awarded the scope to develop a management and executive training system and provide advice on employee relations issues for an annual contract amount not to exceed \$20,000.

The contract term is for an initial term of three years, with two renewal options for a period of one year each. The associated total cost is \$80,000 annually and will be funded through the FY 2011 Operating Budget.

Mr. Charles Heimsath moved for approval of Resolution 10-104. Ms. Nikelle Meade seconded the motion. The motion carried unanimously 5-0, and the resolution to award contracts to BDO USA, LLP and Human Performance Strategies for Human Resources Advisory Services was approved as drafted.

9. Discussion and possible action relating to the award of one or more contracts to a proposer responding to the Request for Qualifications for General Systems Consultant Services

Mr. Ron Fagan presented this item. On October 15, 2010 the Mobility Authority issued a request for proposals (RFP) for general systems consultant services to assist the Mobility Authority with Toll Systems Integrator oversight and participate in system requirements analysis; interface plans, periodic system testing to ensure system conformance with CTRMA standards; review work authorizations; advise the Mobility Authority regarding electronic toll collection system contract performance standards and provide other technical services as requested.

Three proposals were received. After review, the Mobility Authority recommended the contract be awarded to MSX, International for an amount not to exceed \$175,000 and for a term of no more than five years. The current contract with MSX, International will expire February 2011.

Mr. Charles Heimsath moved for approval of Resolution 10-105. Ms. Nikelle Meade seconded the motion. The motion carried unanimously 5-0, and the resolution to award a contract to MSX, International was approved as drafted.

10. Discussion and possible action relating to approving free or discounted tolls for disabled veterans pursuant to H.B. 3139 enacted by the 81st Legislature

Mr. Ron Fagan presented this item. House Bill 3139 authorizes mobility authorities to establish a program for free or discounted use of a toll road for disabled veterans; Purple Heart awardees; Congressional Medal of Honor recipients. The veteran must have a special license plate on their

vehicle and disabled veterans must have 50% disability or 40% disability with lower extremity amputation to qualify for a plate. According to TxDOT, there are approximately 79,000 disabled veteran license plates and 20,000 Purple Heart license plates in the State of Texas.

Mr. Mike Heiligenstein, CTRMA Executive Director, stated that the Master Trust Indenture for the 183A 2005 Bonds Series Revenue states that "The Authority will not grant free passage through a toll collection facility on the System, except that it will grant free passage to Authorized Emergency Vehicles and such other vehicles as may be required or allowed by applicable law." HB 3139 provides that "The legislature may appropriate funds from the general revenue fund to a toll project entity to defray the cost of providing free or discounted use of the entity's toll project."

Mr. Fred Lord and Mr. Olie Pope each offered comments on this agenda item.

After discussion, Mr. Henry Gilmore moved for approval of Resolution 10-106 as drafted, with an amendment to bring the resolution back to the Board for its consideration if state funding to CTRMA for the program is not made available during the 82nd Legislature.

Ms. Nikelle Meade seconded the motion. The motion carried unanimously 5-0, and the resolution to approve a free or discounted toll program for CTRMA toll roads conditioned on the availability of state funding for the full cost of the program was approved.

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

On October 27, 2010 the Board of Directors adopted CTRMA's legislative program and priorities for the 82nd Legislature. In an effort to revise the program as needed, this agenda item will become a standing item on the Board's agenda in preparation for and during the legislative session.

Mr. Henry Gilmore moved to amend the legislative program to include the Mobility Authority's support for the State of Texas' funding of the full cost of implementation of free or discounted use of CTRMA's toll projects by eligible disabled or recognized veterans. Ms. Nikelle Meade seconded the motion. The motion carried unanimously 5-0, and the resolution to revise the legislative program for the 82nd Texas Legislature was approved.

12. Discussion and possible action to accept the monthly financial report.

Mr. William Chapman, CTRMA Chief Financial Officer, presented the monthly financial report for October 2010. The financial information was included in the Board packet.

Ms. Nikelle Meade moved for approval of Resolution 10-108. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 5-0, and the resolution to accept the October 2010 financial report was approved as drafted.

13. Presentation of Executive Director's report.

Mr. Mike Heiligenstein, Executive Director, presented this item. The second round of public workshops for the MoPac Improvement Project was held on December 1st and 2nd. Citizens were able to review the alternatives, ask questions and leave comments. He stated that several questions were asked regarding the sound wall process for the MoPac Improvement Project.

Mr. Steve Pustelnyk, CTRMA Director of Communications, gave a brief summary of the 183A Neighborhood Appreciation Event. On November 13, 2010, the Mobility Authority, Webber and the Block House Creek Neighborhood Association held a joint Neighborhood Appreciation Event for the residents of Block House Creek and Ridgewood South affected by the 183A Extension construction. There was a BBQ lunch, live music, bounce houses for kids, balloon animals and autographs by the Texas Stars Hockey Team players. The event attracted more than 600 residents. He stated that this event was undertaken to thank the neighborhood for their understanding and patience during the construction process. The event was funded and co-sponsored by WW Webber Construction.

Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 10:26 a.m. that the Board would recess the open meeting and would then reconvene in an Executive Session to deliberate the following items:

- 14. 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).**
- 15. Discussion of legal issues relating to pending or contemplated litigation and any related settlement offer, pursuant to §551.071 (Consultation With Attorney; Closed Meeting), including without limitation First Baptist Church, et al. v. Texas Department of Transportation, et al., (Cause No. D-1-GM-09-001329).**

16. 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 10:55 a.m. Chairman Wilkerson announced that the Board had recessed from its Executive Session and would now reconvene its open meeting.

17. 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 3 of the Manor Expressway Toll Project, a 2.005 acre parcel of real estate located 8801 US Hwy 290E in Travis County owned by Kemco Properties.

Ms. Nikelle Meade moved for approval of Resolution 10-109. Mr. Henry Gilmore seconded the motion. The motion carried unanimously 5-0, and the resolution to execute a purchase contract for Parcel 3 was approved as drafted.

18. Adjourn Meeting

Chairman Wilkerson declared the meeting adjourned by unanimous consent at 10:59 a.m.