



CENTRAL TEXAS
Regional Mobility Authority

Regular Meeting of the Board of Directors

9:30 a.m.
Wednesday, February 27, 2013

Suite 360: Briefing Room
301 Congress Avenue
Austin, Texas 78701

AGENDA

No action on the following:

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:

3. Approve the minutes for the January 30, 2013, Regular Board Meeting.
4. Authorize the Executive Director to finalize and execute a design-build contract for the MoPac Improvement Project with the apparent best value respondent to the Mobility Authority's request for detailed proposals.
5. Approve a new work authorization with Telvent USA Corporation to assist in the oversight of the design-build contractor's design for the toll system and toll-related network infrastructure for the MoPac Improvement Project.
6. Authorize the issuance, sale, and delivery by the Central Texas Regional Mobility Authority of senior lien revenue refunding bonds, Series 2013, and subordinate lien revenue refunding bonds, Series 2013, in accordance with certain specified parameters, and authorizing other related actions and provisions.
7. Designate an underwriting team for the proposed issuance, sale, and delivery of revenue refunding bonds.
8. Waive certain Mobility Authority options under Chapter 373, Transportation Code, relating to development of a portion of SH 71 right-of-way in Travis County.

9. Approve the resolution enacted by the Capital Area Metropolitan Planning Organization (CAMPO) relating to IH 35 Corridor improvements and requesting that the Texas Department of Transportation lead and coordinate those improvement efforts.
10. Authorize filing three toll equity grant applications with the Texas Department of Transportation to provide financial assistance for (i) construction costs associated with the Bergstrom Expressway (US 183 South) Project, (ii) environmental study costs associated with the 183 North Project, and (iii) environmental study and final design costs associated with the MoPac South Project.
11. Approve an amended work authorization with HNTB Corporation relating to the 183A Phase II Project.
12. Authorize the Executive Director to execute a development agreement with Pecan Grove – SPVF L.P. and to advertise for bids to construct a right-turn lane on the 183A frontage road.
13. Amend the Policy Code to adopt formal procedures and standards relating to direct access from abutting properties to Mobility Authority frontage roads.
14. Approve an updated list of investment banking firms authorized to provide investment banking services to the Mobility Authority.
15. Accept the financial reports for January 2013.
16. Adopt the Mobility Authority Annual Report for 2012.

Briefing and discussion with no action proposed on the following:

17. Executive Director's report
 - A. Project Status Updates.
 - B. Update on the 83rd Legislature.

Executive Session

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 meeting in executive session. A final action, decision, or vote on a matter 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:

18. 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).
19. Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).
20. Discuss personnel matters as authorized by §551.074 (Personnel Matters).

Reconvene in Open Session.

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

21. Adjourn Meeting.

NOTES

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.

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

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

Approve the minutes for the January 30, 2013,
Special Called Board Meeting.

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

Description of Matter:

The Minutes for the January 30, 2013, Special Called Board Meeting.

Attached documentation for reference:

Draft Minutes for the January 30, 2013, Special Called Board Meeting

Contact for further information:

Andrew Martin, General Counsel

MINUTES

Regular Meeting of the Board of Directors of the CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

Wednesday, January 30, 2013
9:30 A.M.

The meeting was held at 301 Congress Avenue, Suite 360, Austin, Texas 78701. Notice of the meeting was posted January 25, 2013 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 9:36 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 December 21, 2012, Special Called Board Meeting.

Chairman Ray Wilkerson presented the minutes for the December 21, 2012, Special Called Board Meeting for consideration by the Board. Mr. David Singleton moved for approval, and Mr. Bob Bennett seconded the motion. The motion carried unanimously 7-0, and the minutes were approved as drafted.

4. Approve an interlocal agreement with the North East Texas Regional Mobility Authority to provide toll transaction processing and toll collection services by and through the Mobility Authority.

Mr. Tim Reilly presented this item. Staff recommended approval of an interlocal agreement with the North East Texas Regional Mobility Authority that will allow the Mobility Authority to provide toll transaction processing and toll collection services to the NETRMA.

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.

5. Authorize procurement of landscape maintenance services for Mobility Authority road corridors.

Mr. Wes Burford presented this item. To continue providing maintenance services for the landscaped areas along the Mobility Authority's corridors, staff recommends initiating procurement for a new contract for landscape maintenance services.

A Request for Proposals and associated documents will be prepared and advertised to solicit proposals for landscape maintenance services. After responses to the RFP are received, staff will analyze the proposals and bring a recommendation to the Board of Directors for approval and award of a contract, in accordance with Mobility Authority procurement policies.

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

6. Authorize a new work authorization with HNTB Corporation for general engineering consultant services related to the 183 North Express Lanes Project.

Mr. Wes Burford presented this item. The new work authorization will authorize HNTB to perform project management and administrative tasks; procurement and oversight of an environmental development team; coordinate with the Texas Department of Transportation, Austin District, Consultants, Resource Agencies, TxDOT's Environmental Affairs Division, and the Federal Highway Administration as required for permitting and environmental approval; Schematic Design Review; and provide public involvement support.

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

7. Approve an agreement with the Texas Department of Transportation to use TxDOT conduit and related infrastructure to install Mobility Authority telecommunication and toll system infrastructure.

Mr. Tim Reilly presented this item. Staff recommends approval of an interlocal agreement with the Texas Department of Transportation for shared use of existing conduits and related infrastructure for the MoPac Improvement Project.

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

8. Authorize the issuance of a request for qualifications for additional firms interested in providing investment banking services to the Mobility Authority.

Mr. Bill Chapman presented this item. Staff recommends issuing a request for qualifications to solicit additional investment banking services from firms that are not currently included in the pool of authorized investment banking firms. After reviewing and analyzing the response, staff will make a recommendation to the board for board action to add the qualified firms to the pool.

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

9. Approve an updated list of brokers authorized to provide investment services to the Mobility Authority.

Ms. Cindy Demers presented this item. Staff recommends adding Alamo Capital to the Mobility Authority's current list of authorized brokers.

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.

10. Approve Article 1 (Investment Policy), Chapter 2 of the Policy Code with no changes following the annual review of that policy.

Ms. Cindy Demers presented this item. Sec. 201.017 of the Policy Code provides that the Mobility Authority shall review and approve the Investment Policy annually. This section restates the obligation imposed by Section 2256.005(e), Texas Public Funds Investment Act.

The Chief Financial Officer and Controller have reviewed the adopted Investment Policy. Based on their recommendation, the Executive Director recommends board review and approval of the existing policy with no changes.

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.

11. Report on legislative issues and possible action to revise the Mobility Authority legislative program for the 83rd Texas Legislature.

Mr. Brian Cassidy provided a status report on legislation addressing issues addressed in the legislative program adopted by the Mobility Authority for the 83rd Legislature.

No action was taken.

12. Accept the financial reports for November and December, 2012.

Mr. Bill Chapman presented this item. The Mobility Authority is expecting over 3.1 million transactions for the month of January.

There is nothing unusual to report on the November and December 2012 financial reports.

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. Quarterly Briefing on the MoPac Improvement Project.

Ms. Heather Reavey presented this item. Proposer prepared technical and price proposals, submitted them in January 2013, and are currently under technical review. The Mobility Authority will engage in a pre-construction comprehensive communications campaign to inform the community about the project and prepare for groundbreaking in the summer/fall

2013. The Mobility Authority is currently in the process of hiring a Community Outreach Manager to lead all community outreach activities regarding construction.

Anticipated milestones include approval of design/build contractor in February 2013; design/build contract negotiations and execution in March 2013; field office established, partnering meetings, design initiated, permits obtained, agreements developed, field surveys completed, and design accepted in the spring of 2013.

14. Quarterly Briefing on the Manor Expressway Project.

Mr. Eric Ploch presented this item. Phase I of the Manor Expressway Project continues to progress. Webber LLC completed the placement of all substructure and super structure elements for the direct connectors. Construction progress included placement of all remaining bridge deck units and installation of bridge railing and pilasters. All asphalt and concrete paving has been completed. The toll systems integrator was successfully installed. The south-to-east direct connector was opened to traffic on December 5th, and the north-to-east direct connector was opened to traffic on December 12th. The west-to-north and west-to-south direct connectors were opened to traffic on December 22nd. The Mobility Authority commenced toll revenue collection for the direct connectors on January 13, 2013.

Central Texas Mobility Constructors has made substantial progress on the Interim Development Work for Phase II of the Manor Expressway Project, including completion of construction of the westbound frontage road, and the eastbound and westbound mainlanes. CTMC projects substantial completion of all Interim Development Work by February 7, 2013.

15. Quarterly Briefing on environmental assessments for the Bergstrom Expressway, Oak Hill Parkway, MoPac South Express Lanes Project, 183 North Express Lanes Project, and SH 45 Southwest Project.

Mr. Wes Burford presented this item. The Bergstrom Expressway is currently in the environmental clearance phase of development, and is anticipated to be completed by mid-2014. The Environmental Assessment document is being developed by the Texas Department of Transportation, and public outreach is being led by the Mobility Authority.

The Oak Hill Parkway Project is currently in the environmental clearance phase of development, and is expected to take four years to complete. The implementation of the project is focusing on public outreach and resource agency involvement.

The Mobility Authority is initiating activities to start the environmental study for improvements to MoPac from Cesar Chavez Street south to Slaughter Lane. The MoPac South Project has been selected as one of the recipients of the Texas Legislature's Rider 42 funding allocation projects.

The Mobility Authority will soon initiate activities to start the environmental study for improvements to US 183 North from RM 620 to MoPac. The 183 North Express Lanes Project was selected as one of the recipients of the Capital Area Metropolitan Planning Organization Surface Transportation Program – Metropolitan Mobility funding program. The environmental study and community outreach are anticipated to start in 2013.

The Mobility Authority is proposing a 3.6-mile, four-lane limited access expressway on a new alignment connecting MoPac South to FM 1626 in southern Travis County known as the SH 45 Southwest Project.

16. Executive Director's report.

Mr. Mike Heiligenstein presented this item and introduced new staff members Ginny Burcham and Denise Tristan. Mr. Heiligenstein announced that Nikelle Meade was re-appointed to the Mobility Authority Board of Directors.

Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 10:55 a.m. that the Board would recess the open meeting and reconvene in Executive Session to deliberate the following items:

17. Discuss acquisition of one or more parcels or interests in real property needed for the Manor Expressway Project as authorized by §551.072 (Deliberation Regarding Real Property), and related legal issues as authorized by §551.071 (Consultation with Attorney).
18. 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).
19. Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).
20. Discuss legal issues relating to legislation proposed to the 83rd Texas Legislature that could affect the Mobility Authority or its operations, as authorized by §551.071 (Consultation With Attorney).
21. Discuss personnel matters as authorized by §551.074 (Personnel Matters).

The Board reconvened in open meeting at 11:31 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 purchase contract, a settlement agreement, or both in a pending eminent domain proceeding to acquire the following described parcel or property interest for the Manor Expressway Project:

A. Parcel 32 of the Manor Expressway Toll Project, a 1.468 acre tract in Travis County, at 9493 US 290 East, owned by Bobby Joe Barnett and DeeAnne Barnett.

Mr. Andy Martin presented this item. Staff recommends Board approval of a purchase contract or settlement agreement in the amount of \$1,325,000.00.

Mr. Bob Bennett moved for approval of the staff recommendation, and Mr. Charles Heimsath 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 11:33 a.m. with unanimous consent.



**CENTRAL TEXAS
Regional Mobility Authority**

AGENDA ITEM #4 SUMMARY

Authorize the Executive Director to finalize and execute a design-build contract for the MoPac Improvement Project with the apparent best value respondent to the Mobility Authority's request for detailed proposals.

Strategic Plan Relevance:	Regional Mobility
Department:	Engineering
Associated Costs:	N/A
Funding Source:	MoPac Improvement Project Funds
Board Action Required:	Yes

Description of Matter: On May 30, 2012, the Mobility Authority Board of Directors approved a shortlist of three proposers to advance to the detailed proposal stage of the design-build contract procurement for the MoPac Improvement Project. The Final Request for Detailed Proposals (RFDP) was issued to the three proposers on September 21, 2012. Detailed proposals were received from each of the proposers prior to the January 11, 2013, 4:00 p.m., submittal deadline.

A committee led by the Mobility Authority's Engineering Manager, Sean Beal, P.E., evaluated the proposals against the criteria provided in the RFDP. Based on these evaluations, the committee is seeking Board approval of an award to the recommended apparent best value proposer so that Mobility Authority staff and the apparent best value proposer may commence negotiations and enter into a design-build contract for the design and construction of the Project.

Reference documentation: Draft Resolution
Summary Presentation of Detailed Proposal Evaluation Process, Results, and Best Value Proposer Recommendation (to be provided at the Board meeting)

Contact for further information: Wesley M. Burford, P.E., Director of Engineering

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

RESOLUTION NO. 13-___

**AUTHORIZING THE EXECUTIVE DIRECTOR TO FINALIZE AND EXECUTE
A DESIGN-BUILD CONTRACT FOR THE MOPAC IMPROVEMENT PROJECT
WITH THE APPARENT BEST VALUE RESPONDENT TO THE MOBILITY
AUTHORITY'S REQUEST FOR DETAILED PROPOSALS.**

WHEREAS, after finding the Central Texas Regional Mobility Authority (the "Mobility Authority") satisfied all the requirements of Section 228.0111, Transportation Code, the Board on September 29, 2010, enacted Resolution No. 10-86 to exercise the Mobility Authority's option to develop the MoPac Improvement Project (the "Project"); and

WHEREAS, Subchapter K, Chapter 370, Transportation Code, authorizes the Mobility Authority to use a design-build method to develop the Project; and

WHEREAS, Subchapter A, Article 7, Chapter 4 of the Mobility Authority Policy Code implements applicable state law and establishes the process the Mobility Authority uses to solicit proposals for a design-build contract; and

WHEREAS, in accordance with those procurement policies and state law, by Resolution No. 12-032 approved on May 30, 2012, the Board of Directors identified three teams qualified to submit proposals in response to the Mobility Authority's request for detailed proposals ("RFDP") for the development of the Project through a design-build contract; and

WHEREAS, the RFDP was issued to the three qualified teams on September 21, 2012, and each team responded to the RFDP on or before the January 11, 2013, deadline; and

WHEREAS, pursuant to Mobility Authority procurement policies, an evaluation committee analyzed and scored each proposal using the criteria and procedure set forth in the RFDP; and

WHEREAS, based on the evaluation of the responses to the RFDP, the Executive Director recommends that the proposal received from [REDACTED] provides the apparent best value to the Mobility Authority; and

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors selects [REDACTED] as the proposer presenting the apparent best value proposal to the Mobility Authority for development of the MoPac Improvement Project under a design-build contract; and

BE IT FURTHER RESOLVED, that Executive Director is authorized and directed to finalize and execute a design-build contract with [REDACTED] for development of the MoPac

Improvement Project in accordance with the response to the RFDP, Mobility Authority Procurement Policies, and applicable law; and

BE IT FURTHER RESOLVED, that if the Executive Director is unable to negotiate a satisfactory contract with _____, the Executive Director shall end all negotiations with that proposer by providing written formal notice to the proposer, and shall then proceed to negotiate with _____, and then with _____, until a design-build contract is reached or negotiations with all three proposers end.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27th day of February, 2013.

Submitted and reviewed by:

Approved:

Andrew Martin
General Counsel for the Central
Texas Regional Mobility Authority

Ray A. Wilkerson
Chairman, Board of Directors
Resolution Number: 13-____
Date Passed: 2/27/13