

MINUTES

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

Wednesday, April 24, 2013
9:30 A.M.

The meeting was held at 301 Congress Avenue, Suite 360, Austin, Texas 78701. Notice of the meeting was posted April 19, 2013 at the respective County Courthouses of Williamson and Travis Counties; online on the website of the Secretary of State; online on 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 9:31 a.m. and called the roll. Directors present when the meeting was called to order were Vice Chairman Jim Mills, Mr. David Singleton, Mr. David Armbrust and Mr. Charles Heimsath. Ms. Nikelle Meade joined the dais at 10:41 a.m. Mr. Bob Bennett was not present at the meeting.

2. Open Comment Period.

No public comments were offered.

3. Approve the minutes for the March 27, 2013, Regular Meeting of the Board of Directors.

Chairman Ray Wilkerson presented the minutes for the March 27, 2013 Regular Board Meeting for consideration by the Board. Mr. David Singleton moved for approval, and Mr. Charles Heimsath seconded the motion. The motion carried unanimously 5-0, and the minutes were approved as drafted.

4. Approve a new work authorization with HNTB Corporation for project management and related services for the MoPac Improvement Project.

Item 4 was postponed and no action was taken.

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

Mr. Brian Cassidy presented this item and provided a brief update on current legislative issues.

No action was taken.

6. **Authorize the Executive Director to execute a development agreement with Cedar Park Town Center LP, and to advertise for bids for improvements to the southbound 183A frontage road north of its intersection with RM 1431.**

Item 6 was postponed and no action was taken.

7. **Approve an amended agreement with Crosswind Communications, LLC for additional services including work on the MoPac Improvement Project and Oak Hill Parkway study.**

Mr. Steve Pustelnyk presented this item. The Board previously approved a two-year contract for a maximum amount of \$800,000 with Crosswind Communications. Staff has undertaken a number of activities not originally contemplated when the contract was negotiated and executed. These activities include work on the MoPac Improvement Project and the Oak Hill Parkway Study and contributed to costs that will exceed the original maximum contract amount for the contract's two-year period. Staff is requesting an increase in the Crosswind contract by an additional amount not to exceed \$250,000.

Mr. Charles Heimsath moved for approval, and Mr. Jim Mills seconded the motion. The motion carried unanimously 5-0, and the resolution was approved as drafted.

8. **Approve an advance funding agreement with the Texas Department of Transportation for a pilot program to study use of real-time ridesharing technology.**
9. **Approve a new proprietary vendor contract with Avego Corporation and revised agreements with HNTB Corporation, the Texas A&M Transportation Institute, and Telvent USA Corporation for a pilot program to study use of real-time ridesharing technology.**

Mr. Tim Reilly presented Items 8 and 9 together. Working with TxDOT and CAMPO, the Mobility Authority prepared and submitted an application to the United States Department of Transportation (USDOT) to study use of real-time ridesharing technology to support differential tolling by occupancy. The application was reviewed and evaluated by USDOT, and the Project was selected for funding. The Texas Transportation Commission has authorized TxDOT to enter into an Advanced Funding Agreement with the Mobility Authority for implementation and oversight of this program.

The USDOT grant under the Variable Pricing Pilot Program (VPPP) is to study use of real-time ridesharing technology to support differential tolling by occupancy. The study will require services by Avego Corporation, developer of the proprietary software program to study real-time ridesharing, as well as other current Mobility Authority consultants. Necessary services will include assisting the Mobility Authority in development and implementation of the VPPP project including general project oversight, oversight of Local Government Project Procedures (LGPP) requirements, and planning, recruitment, implementation and final analysis/reporting on the findings of the study. Work will be performed through a new no-bid contract with the proprietary vendor, Avego Corporation, and by new work authorizations with existing Mobility Authority consultants and vendors, including HNTB Corporation, the Texas A&M Transportation Institute, and Telvent USA Corporation.

Mr. David Singleton moved for approval for both Items 8 and 9, and Mr. David Armbrust seconded the motion. The motion carried unanimously 5-0, and the resolutions were approved as drafted.

10. Amend the Policy Code to adopt records retention schedules by the Texas State Library and Archives Commission.

Mr. Andy Martin presented this item. The draft resolution amends the Policy Code to adopt by reference as the Mobility Authority's records retention schedules the appropriate retention schedules promulgated by the Texas State Library and Archives Commission, as those retention schedules may be modified from time-to-time by the Texas State Library and Archives Commission.

Mr. Jim Mills moved for approval, and Mr. David Singleton seconded the motion. The motion carried unanimously 5-0, and the resolution was approved as drafted.

11. Approve an updated list of investment banking firms authorized to provide investment banking services to the Mobility Authority.

Mr. Mike Heiligenstein presented this item. At the January 2013 Board meeting, the Board authorized the issuance of an RFP to take proposals from qualified firms to be added to the approved list of investment banking firms. These firms are recommended due to their reputation, financial capabilities and knowledge of bond transactions similar to the Authority's needs. The three additional firms staff is requesting to add to the investment pool are Hutchinson, Shockey, Erley & Co., Mesirow Financial, and FTN Financial.

Mr. David Singleton moved for approval, and Mr. Jim Mills seconded the motion. The motion carried unanimously 5-0, and the resolution was approved as drafted.

12. Approve an amended agreement with Stantec Consulting Services Inc. for traffic and revenue studies related to 183A.

Mr. Mike Heiligenstein presented this item. The amended agreement with Stantec includes traffic model forecasting for 183A using updated information from the latest CTTS model and revised demographics, expanded review and due diligence pertaining to the URS modeling for Manor Expressway, and attending rating agency and investor road show meetings.

Mr. David Singleton moved for approval, and Mr. Jim Mills seconded the motion. The motion carried unanimously 5-0, and the resolution was approved as drafted.

13. Approve an agreement with CDM Smith for traffic and revenue studies related to the MoPac South Project.

Mr. Mike Heiligenstein presented this item. The level of assistance to be provided by CDM Smith will include traffic engineering and operational analyses with detailed traffic operational assessments to support the environmental process, and the implementation of a sketch level, Level 2 Intermediate, and a Comprehensive Traffic and Toll Revenue (T&R) study (if requested

and authorized) to bring the MoPac South Project to the bond market, including presentations to rating agencies.

Mr. Charles Heimsath moved for approval, and Mr. Jim Mills seconded the motion. The motion carried unanimously 5-0, and the resolution was approved as drafted.

14. Accept the monthly financial reports for March 2013.

Mr. Mike Heiligenstein presented this item. There was nothing unusual to report on the monthly financials.

Mr. Charles Heimsath moved for approval, and Mr. David Singleton seconded the motion. The motion carried unanimously 5-0, and the resolution was approved as drafted.

Briefing and discussion on the following:

15. Presentation on preliminary FY 2014 Budget for the Mobility Authority.

Mr. Mario Espinoza presented this item, and provided an overview of the preliminary FY 2014 budget. A more in depth presentation will be provided at the May 22, 2013 Board Meeting.

16. Quarterly Briefing on the MoPac Improvement Project.

Ms. Heather Reavey presented this item. In April the Mobility Authority executed the Design/Build contract with CH2M Hill. In the spring/summer 2013 a field office will be established, partnering meetings will occur, the design will be initiated, permits will be obtained, agreements will be developed, field surveys will be completed, and the design acceptance will be obtained. Community outreach will occur for design revisions during the summer, 2013. Groundbreaking and construction is planned to begin in the fall, 2013. The MoPac Express Lanes are expected to open to traffic in late 2015.

17. Quarterly Briefing on the Manor Expressway Project.

Mr. Allistair Miller presented this item. The final construction elements of Phase I included pouring mow strips, placing drainage ditches, installing miscellaneous sections of concrete and rock rip rap, repairing minor aesthetic blemishes, and installing signs. Final acceptance is anticipated in April 2013. Phase I supported 98 jobs during March 2013.

Construction of the westbound frontage road is nearly completed on Phase II including completion of construction at the Parmer intersection, substantial progress at Harris Branch Parkway to Crofford Lane, and asphalt concrete placed over the majority of the westbound frontage road. Eastbound frontage road construction has advanced as well, including completion of construction just west of the Giles intersection. Construction of the eastbound and westbound mainlanes at the SH 130 interchange continues to progress. Phase II construction supported 474 jobs during the month of March 2013.

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

Mr. Mario Espinoza presented this item. The Bergstrom Expressway Project is currently focusing on environmental assessment, schematic development, public outreach, and context sensitive solutions. An open house was held on March 7, 2013, with over 70 attendees. Another open house is scheduled for June/July 2013. TxDOT will host a formal public hearing in late 2013/early 2014 which will show the proposed final design and include the results on the context sensitive solutions process. The environmental assessment process is expected to be completed by mid-2014.

The environmental impact statement document for the Oak Hill Parkway is currently being prepared by Rodriguez Transportation Group, Inc. The first open house occurred on November 15 with 83 attendees. An environmental workgroup meeting was held January 31 to ensure the study team understood the community concerns and ideas specifically related to water quality, flood plains, trees and vegetation, historical and cultural issues. A design workgroup was held February 19 to hear community ideas and gather ideas for alternative design concepts that meet the purpose and need for the project. A work group meeting focusing on bike/pedestrian facilities and access was held March 19. The meeting provided an opportunity to identify community priorities and to learn about city and neighborhood plans.

The Mobility Authority is initiating activities to start the environmental study for improvements to MoPac from Cesar Chavez Street south to Slaughter Lane. In April 2013, the Mobility Authority approved and signed an agreement with Jacobs Engineering Group as the preliminary engineering and environmental services consultant for the MoPac South Project. The environmental process is anticipated to take two to three years.

The Mobility Authority will soon initiate activities to start the environmental study for improvements to US 183 North from MoPac to RM 620. The procurement process for the 183 North environmental study kicked off on January 28 with the issuance of a request for qualifications for preliminary engineering and environmental services. In March, the Board approved the recommendation of CP&Y as the preliminary engineering and environmental services consultant. Contract negotiations are currently underway. The environmental process is anticipated to take two to three years.

19. Executive Director's report.

Mr. Mike Heiligenstein presented this item, and acknowledged the recent refinancing efforts of Mr. Bill Chapman and Ms. Cindy Demers.

The Mobility Authority will move office locations on Friday, April 26th to 3300 N IH-35.

Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 11:20 a.m. that the Board would recess the open meeting and reconvene in Executive Session to deliberate the following items:

20. Discuss acquisition of one or more parcels or interests in real property 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).

21. 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).

22. Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).

23. 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:

24. 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 28 of the Manor Expressway Toll Project, a 2.610 acre tract in Travis County, at 9345 US 290 East, owned by TX Old Manor Housing LP.

No action was taken on item 24.

25. Adjourn Meeting.

Chairman Ray Wilkerson declared the meeting adjourned at 12:00 p.m. with unanimous consent.

Approved 05/22/2013