

MINUTES

Regular Meeting of the Board of

Directors of the

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

Wednesday, July 25, 2018

The meeting was held in the Mobility Authority's Lowell H. Lebermann, Jr. Board Room at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849. Notice of the meeting was posted July 20, 2018 at the respective County Court Houses of Williamson and Travis Counties; online on the website of the Mobility Authority; and in the Mobility Authority's office lobby at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849.

An archived copy of the live-streamed video of this meeting is available at:

<https://mobilityauthority.swagit.com/play/07252018-575>

1. Welcome and opening remarks by the Chairman and the members of the Board of Directors.

After noting that a quorum of the Board was present, Chairman Wilkerson called the meeting to order at 9:02a.m. with the following Board members present: David Armbrust, Mark Ayotte, John Langmore, Frank Leffingwell, Nikelle Meade, and David Singleton.

2. Opportunity for public comment.

No comments were offered.

Chairman Wilkerson took up Items 16 and 17 prior to the Consent Agenda in order to accommodate guest speakers on those items.

16. Consider and take appropriate action on a resolution in support of the 183A Frontage Roads south of RM 1431 in Cedar Park.

Mayor Corbin Van Arsdale from Cedar Park spoke about the item. Mayor Van Arsdale's comments were followed by a presentation from Justin Word, P.E., Director of Engineering.

MOTION: Approve a resolution in support of the 183A Frontage Roads south of RM 1431 in Cedar Park.

RESULT: Approved (Unanimous); 7-0
MOTION BY: David Singleton
SECONDED BY: Nikelle Meade
AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell
NAY: None.

ADOPTED AS: Resolution No. 18-026

17. Consider and take appropriate action on a resolution authorizing the Executive Director to negotiate an interlocal agreement with the City of Austin to establish a collaborative process and guidelines for stormwater and environmental controls.

Mike Heiligenstein, Executive Director presented this item. Additional comments were offered by Mike Personett, Interim Director of Watershed Protection, City of Austin.

MOTION: Approve a resolution authorizing the Executive Director to negotiate an interlocal agreement with the City of Austin to establish a collaborative process and guidelines for stormwater and environmental controls.

RESULT: Approved (Unanimous); 7-0
MOTION BY: David Armbrust
SECONDED BY: Mark Ayotte
AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell
NAY: None.

ADOPTED AS: Resolution No. 18-027

Consent Agenda

At the request of Board Member Langmore, Items 5 and 6 were pulled from the Consent Agenda and taken up by the Board as Regular Items.

3. Approve Work Authorization No. 7 with Fagan Consulting LLC to provide general systems consulting services for FY 2019.

ADOPTED AS: Resolution No. 18-028

4. Approve Work Authorization No. 8 with Fagan Consulting LLC to provide professional services supporting the implementation of the new Pay By Mail services contract.

ADOPTED AS: Resolution No. 18-029

7. Approve reallocation of budget for professional services contracts for the SH 45 SW Project.

ADOPTED AS: Resolution No. 18-030

8. Approve Personal Services Agreement with Neal Spelce for communications and support services.

ADOPTED AS: Resolution No. 18-031

Regular Items

5. Approve Work Authorization No. 16 with Kapsch TrafficCom USA, Inc. for support of the new Pay By Mail back office system implementation.

Presentation by Tracie Brown, Director of Operations.

MOTION: Approve a Work Authorization No. 16 with Kapsch TrafficComm USA, Inc. for support of the new Pay by Mail back office system implementation.

RESULT: Approved (Unanimous); 7-0

MOTION BY: John Langmore

SECONDED BY: Nikelle Meade

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-032

6. Approve agreement with Kapsch TrafficCom USA, Inc. for license plate image review services for the new Pay By Mail system.

Presentation by Tracie Brown, Director of Operations.

MOTION: Approve an agreement with Kapsch TrafficComm USA, Inc. for license plate image review services for the new Pay by Mail system.

RESULT: Approved (Unanimous); 7-0

MOTION BY: John Langmore

SECONDED BY: Frank Leffingwell

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-033

9. Approve the minutes from the June 27, 2018 Regular Board meeting.

MOTION: Approve the minutes from the June 27, 2018 Regular Board meeting.

RESULT: Approved (Unanimous); 7-0

MOTION BY: Mark Ayotte

SECONDED BY: Nikelle Meade

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

10. Accept the unaudited financial statements for June 2018.

Presentation by Mary Temple, Controller and Bill Chapman, Chief Financial Officer.

MOTION: Accept the unaudited financial statements for June 2018.

RESULT: Approved (Unanimous); 7-0

MOTION BY: Frank Leffingwell

SECONDED BY: Nikelle Meade

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-034

11. Approve the addition of Vining Sparks IBG, L.P. to the List of Financial Institutions and Qualified Brokers authorized to provide investment services and engage in investment transactions with the Mobility Authority.

Presentation by Mary Temple, Controller.

MOTION: Approve the addition of Vining Sparks IBG, L.P. to the List of Financial Institutions and Qualified Brokers authorized to provide investment services and engage in investment transactions with the Mobility Authority.

RESULT: Approved (Unanimous); 7-0

MOTION BY: Mark Ayotte

SECONDED BY: Frank Leffingwell

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-035

12. Approve Amendment No. 9 to the Stantec Consulting Services Inc. agreement for traffic and revenue consulting services.

Presentation by Bill Chapman, Chief Financial Officer.

MOTION: Approve Amendment No. 9 to the Stantec Consulting Services Inc. agreement for traffic and revenue consulting services.

RESULT: Approved (Unanimous); 7-0

MOTION BY: John Langmore

SECONDED BY: Nikelle Meade

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-036

13. Authorize the Executive Director to finalize and execute an Agreement for the Payoff and Termination of the Pass-Through Toll Agreement between the CTRMA and TXDOT for the U.S. 183/183A Intersection Project.

Presentation by Bill Chapman, Chief Financial Officer.

MOTION: Authorize the Executive Director to finalize and execute an Agreement for the Payoff and Termination of the Pass-Through Toll Agreement between the CTRMA and TXDOT for the U.S. 183/183A Intersection Project.

RESULT: Approved (Unanimous); 7-0

MOTION BY: Mark Ayotte

SECONDED BY: Frank Leffingwell

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-037

14. Authorize the Issuance, Sale and Delivery of Central Texas Regional Mobility Authority Senior Lien Revenue Bonds, Series 2018, and subordinate lien revenue bond anticipation notes, Series 2018, in accordance with specified parameters for the Manor Expressway (290E) Phase III Project.

Presentation by Bill Chapman, Chief Financial Officer. Richard Ramirez, Financial Advisor, Hilltop Securities also spoke on the item.

MOTION: Authorize the Issuance, Sale and Delivery of Central Texas Regional Mobility Authority Senior Lien Revenue Bonds, Series 2018, and subordinate lien revenue bond anticipation notes, Series 2018, in accordance with specified parameters for the Manor Expressway (290E) Phase III Project.

RESULT: Approved (Unanimous); 7-0

MOTION BY: John Langmore

SECONDED BY: Frank Leffingwell

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-038

15. Consider and take appropriate action on the Qualified Veterans Discount Program.

Presentation by Tracie Brown, Director of Operations.

Board Member John Langmore proposed an amendment to the resolution, requiring an end or a revision to the Qualified Veterans Discount Program by December 31, 2021.

MOTION: Approve the Qualified Veterans Discount Program through December 31, 2021.

RESULT: Approved (Unanimous); 7-0

MOTION BY: John Langmore

SECONDED BY: David Armbrust

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-039

18. Consider and take appropriate action on a resolution authorizing an administrative change order process and associated dollar amounts for use on construction projects.

Presentation by Justin Word, P.E., Director of Engineering.

MOTION: Approve an administrative change order process and associated dollar amounts for use on construction projects.

RESULT: Approved (Unanimous); 7-0

MOTION BY: John Langmore

SECONDED BY: David Singleton

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-040

19. Award a construction contract for Manor Expressway (290E) Phase III Project.

Chairman Wilkerson tabled this item for consideration after Executive Session.

20. Approve Supplement No. 1 to Work Authorization No. 7 for WSP USA, Inc. for general engineering consulting services related to MoPac.

Presentation by Justin Word, P.E., Director of Engineering.

MOTION: Approve Supplement No. 1 to Work Authorization No. 7 for WSP USA, Inc. for general engineering consulting services related to MoPac

RESULT: Approved (Unanimous); 7-0

MOTION BY: Mark Ayotte

SECONDED BY: David Singleton

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-041

21. Approve a supplement to the Daniel J. Edelman, Inc. agreement for services including customer messaging, toll discount program, Pay By Mail transition and veterans program.

Presentation by Dee Anne Heath, Director of External Affairs.

MOTION: Approve a supplement to the Daniel J. Edelman, Inc. agreement for services including customer messaging, toll discount program, Pay By Mail transition and veterans program.

RESULT: Approved (Unanimous); 7-0

MOTION BY: Mark Ayotte

SECONDED BY: David Singleton

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-042

Briefings and Reports

22. Project Briefings

A. MoPac Express Lane Six-Month Performance Update.

Presentation by Tracie Brown, Director of Operations. Additional comments provided by Sgt. Terry Gish, Austin Police Department and John Nevares, Assistant Director of Operations, TXDOT.

B. Quarterly Project Reports

i. MoPac Improvement project

Presentation by Jeff Dailey, Deputy Executive Director

ii. 183 South Project

Presentation by Justin Word, P.E., Director of Engineering, Steve Pustelnyk, Director of Community Relations and Aaron Autry, 183 South Project Manager, Atkins

iii. SH 45 Southwest Project

Presentation by Justin Word, P.E., Director of Engineering

23. Executive Director Board Report

A. Projects under development

Presentation by Mike Heiligenstein, Executive Director

B. Local government highlights

Presentation by Mike Heiligenstein, Executive Director

C. Park and Ride Update

Presentation by Jeff Dailey, Deputy Executive Director

D. Austin Memorial Park landscaping coordination

Presentation by Lloyd Chance, Senior Project Manager – Construction

E. Texas Senate Committee on Transportation Hearing – August 27, 2018

Presentation by Mike Heiligenstein

Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 12:06 p.m. that the Board would recess the open meeting and reconvene in Executive Session to deliberate the following items:

24. Discuss acquisition of one or more parcels or interests in real property needed for the Bergstrom Expressway (183 South) Project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.072 (Deliberation Regarding Real Property; Closed Meeting) and §551.071 (Consultation With Attorney; Closed Meeting).
25. 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).
26. Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation with Attorney).
27. Discuss personnel matters as authorized by §551.074 (Personnel Matters).

After completing the executive session, the Board reconvened in open meeting at 12:36 p.m.

Regular Items

19. Award a construction contract for Manor Expressway (290E) Phase III Project.

Chairman Wilkerson tabled this item for a future Board Meeting.

28. **Consideration of the use of eminent domain to condemn property:** Declare a public necessity to acquire the following described parcels of land, or interests therein, for the 183 South (Bergstrom Expressway) Project; and with respect to each such parcel or interest therein, authorize any of the following actions: (i) acquisition through negotiation or by the use of eminent domain to condemn the parcel or interest therein; (ii) execution of a contract to purchase, and (ii) execution of a possession and use agreement:

- A. Parcel E33D of the 183 South (Bergstrom Expressway) Project, an easement taking of 0.189 acre, from approximately 4.297 acres of real estate, owned by **724 Bastrop Hwy, LLC, a Texas limited liability company**, and located at 720 Bastrop Highway, Austin, Travis County, Texas on the west side of 183 South.

MOTION: Authorize the use of the power of eminent domain to acquire an easement interest of a 0.189 acres, from approximately 4.297 acres of real estate, owned by **724 Bastrop Hwy, LLC, a Texas limited liability company**, and located at 720 Bastrop Highway, Austin, Travis County, Texas on the west side of 183 South.

RESULT: Approved (Unanimous); 7-0

MOTION BY: Nikelle Meade

SECONDED BY: David Singleton

AYE: Wilkerson, Meade Singleton, Armbrust, Langmore, Ayotte, Leffingwell

NAY: None.

ADOPTED AS: Resolution No. 18-043

After confirming that no member of the public wished to address the Board, Chairman

Wilkerson declared the meeting adjourned at 12:38 p.m.

Approved September 26, 2018