

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

**RESOLUTION NO. 20-096**

**EXECUTIVE DIRECTOR EMPLOYMENT  
AGREEMENT AMENDMENT**

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 43 Tex. Admin. Code § 26.1, *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, Mike Heiligenstein has served as the CTRMA’s Executive Director since 2004; and

WHEREAS, since that time the Board of Directors has approved various forms of, and revisions to, an employment agreement with Mr. Heiligenstein; and

WHEREAS, by Resolution No. 17-070, dated December 13, 2017, the Board of Directors approved the terms and authorized the execution of a new employment agreement with Mr. Heiligenstein (the “2018 ED Contract”); and

WHEREAS, following Mr. Heiligenstein’s announcement of his desire to retire from CTRMA, the Board of Directors approved the terms and authorized the execution of the First Amendment to the 2018 ED Contract (“First Amendment”) through the issuance of Resolution No. 20-005, dated January 29, 2020, to modify the terms of Mr. Heiligenstein’s employment agreement during the search process for a new executive director; and

WHEREAS, Mr. Heiligenstein’s term of employment would end on January 10, 2021 pursuant to the First Amendment; and

WHEREAS, the search process for a new executive director will not be completed by January 10, 2021; and

WHEREAS, the Board of Directors has determined it would be beneficial to CTRMA for Mr. Heiligenstein to continue his employment at CTRMA until fourteen (14) days after the appointment of a new executive director (including an interim executive director), with other terms under the First Amendment, including base salary and deferred compensation, to remain the same; and

WHEREAS, the Board of Directors desires to enter into a Second Amendment to the 2018 ED Contract to extend Mr. Heiligenstein’s term of employment at CTRMA pursuant to the terms set forth herein.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby approves the terms for a Second Amendment to the 2018 ED Contract as set forth above; and

BE IT FURTHER RESOLVED, that the Board of Directors authorizes the Chairman to execute a Second Amendment to the 2018 ED Contract incorporating the terms set forth above.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29th day of December, 2020.

Submitted and reviewed by:



Geoff Petrov (Jan 11, 2021 10:40 CST)

Geoffrey Petrov, General Counsel

Approved:



Robert W Jenkins Jr (Jan 11, 2021 11:12 CST)

Robert W. Jenkins, Jr.  
Chairman, Board of Directors