

These are the minutes of the regular meeting of the Texas Transportation Commission, which was held on January 28, 2010 in Austin, Texas. The meeting opened at 9:05 a.m. with the following commissioners present:

Texas Transportation Commission:

Deirdre Delisi	Chair
Ted Houghton	Commissioner
Ned Holmes	Commissioner
Fred Underwood	Commissioner
Bill Meadows	Commissioner

Administrative Staff:

Amadeo Saenz, Executive Director
 Steve Simmons, Deputy Executive Director
 Bob Jackson, General Counsel
 Roger Polson, Executive Assistant to the Deputy Executive Director
 Dee Hernandez, Chief Minute Clerk

Registration sheets listing others in attendance are on file with the Texas Department of Transportation Chief Minute Clerk.

A public notice of this meeting containing all items on the proposed agenda was filed in the Office of the Secretary of State at 4:11 p.m. on January 20, 2010, as required by Chapter 551, of the Government Code, referred to as "The Open Meetings Act."

ITEM 1. Approval of Minutes of the December 16, 2009 and December 17, 2009 regular meetings of the Texas Transportation Commission

Commissioner Houghton made a motion, seconded by Commissioner Holmes, and the commission approved the minutes of the December 16, 2009 and December 17, 2009 meetings of the Texas Transportation Commission.

Note: Mr. Saenz recognized Maintenance Division Security Manager Larry Rayburn on being recalled to active duty.

ITEM 2. PUBLIC TRANSPORTATION

Various Counties – Award federal §5311 funds, Nonurbanized Area Formula Program for FY 2010 (MO)

This item was deferred.

ITEM 3. PROPOSITION 12 BONDS

Approve the resolutions authorizing the issuance of general obligation bonds under Transportation Code, §222.004 (Proposition 12 bonds), the preliminary official statement and other documents relating to the initial issuance of the bonds and authorize designated department officials to take all action necessary to deliver one or more series of bonds (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Finance Division Director Brian Ragland:

112100
FIN

Section 49-p, Article III of the Texas Constitution (Constitutional Provision) and Section 49-p, Article III of the Texas Constitution (Constitutional Provision) and Transportation Code, Section 222.004 (Section 222.004), and other applicable law, including Government Code, Chapter 1371, authorize the Texas Transportation Commission (commission) to issue general obligation bonds, notes and other public securities (bonds) and to enter into credit agreements. The commission may issue general obligation bonds for one or more of the following purposes: 1) to pay, or reimburse the State Highway Fund for payment of, all or part of the costs of highway improvement projects including loans for highway improvement projects; 2) to pay (a) the costs of administering projects authorized under Section 222.004, (b) the costs or expense of the issuance of the bonds or (c) all or part of a payment owed or to be owed under a credit agreement, and 3) refunding outstanding bonds.

The commission has determined it to be in the best interest of the State to issue general obligation bonds and to approve a "Master Resolution Establishing the Texas Transportation Commission Highway Improvement General Obligation Financing Program" (Master Resolution) to establish a general obligation financing program in an initial aggregate principal amount not to exceed \$5 billion pursuant to which the commission may issue bonds and execute credit agreements secured by and payable from the general revenues of the State pursuant to the Constitutional Provision and Section 222.004.

The Master Resolution, together with the "First Supplemental Resolution to the Master Resolution Establishing the Texas Transportation Commission Highway Improvement General Obligation Financing Program" (First Supplement), prescribes the terms, provision and covenants related to the issuance of general obligations bonds in one or more series entitled "Texas Transportation Commission State of Texas Highway Improvement General Obligation Bonds" with such series designation as set forth in the First Supplement, in the aggregate principal amount not to exceed \$3 billion.

Under the First Supplement, the Department Representative, as defined in the First Supplement, is authorized to determine the method of sale for the bonds, and shall further determine such price and such terms of the bonds, which may include Build America Bonds, as prescribed in the award certificate in accordance with the First Supplement.

The commission understands that a preliminary official statement (POS) and final official statement (Official Statement) in substantially the form of the POS will be distributed in connection with the public offering and sale of the bonds, which POS does, and which Official Statement will, include a description of the general obligation pledge of the State's full faith and credit.

Under the First Supplement, the Department Representative is authorized to price all or a portion of the bonds as variable rate bonds, which may require the use of liquidity provider(s), tender agents, remarketing agents and other entities performing similar functions in connection with any such variable rate bonds.

Pursuant to Minute Order 111932 dated August 27, 2009, the commission approved a revised Derivative Management Policy which policy established a Derivative Committee to review and make recommendations regarding the commission's use of derivative financial products. The commission is authorized to enter into credit agreements related to the bonds with some or all of the existing swap providers previously approved by the commission and with any other qualified swap providers as determined by the Department Representative in compliance with the Derivative Management Policy when, in the judgment of the Department Representative, and in accordance with the commission's Derivative Management Policy, Government Code, Chapter 1371, and the First Supplement, the transaction is expected to benefit the commission and the State.

Government Code, Section 1231.041 provides that a state agency may not issue a state security, including a bond, unless the Texas Bond Review Board (Board) approves the issuance. Government Code, Section 1231.042 provides that, in order to obtain the approval of the Board to issue a state security, a state agency must apply to the Board in the manner prescribed by the Board.

The commission also expects certain capital expenditures eligible for payment from the proceeds of the bonds may be paid for highway improvement projects prior to issuance of any series of bonds.

IT IS THEREFORE ORDERED by the commission that the Chair and Executive Director are authorized and directed to execute and deliver the bonds and the Department Representative is authorized and directed to execute and deliver the Master Resolution, the First Supplement, any bond purchase contract, notice of sale and paying agent agreement (collectively, Program Documents), and the Program Documents are approved in substantially the form presented to the commission with such changes as the Department Representative executing the same may approve, such approval to be conclusively evidenced by execution of the Program Documents.

IT IS FURTHER ORDERED by the commission that the Department Representative is authorized and directed to execute and deliver any remarketing agreement, liquidity agreement, tender agent agreement and similar agreements necessary for any variable rate bonds (collectively, Variable Rate Documents), and the Variable Rate Documents and similar agreements in connection with any variable rate bonds are approved in substantially the form previously approved by the commission in connection with the Outstanding Texas Mobility Fund Debt, as defined in the First Supplement, with such changes as the Department Representative executing the same may approve, such approval to be conclusively evidenced by execution of the Variable Rate Program Documents.

IT IS FURTHER ORDERED by the commission that the Chief Financial Officer and Director, Finance Division are each authorized to declare the commission's intention to reimburse for expenditures made prior to the issuance of any bonds in accordance with federal treasury regulations and the First Supplement.

IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the issuance of the bonds, the Program Documents and the Variable Rate Documents, if any, are hereby approved, and the Department Representative is authorized and directed to execute and deliver such documents, and the application and submission previously made to the Board are hereby approved and ratified.

IT IS FURTHER ORDERED by the commission that the Department Representative is hereby authorized to enter into master swap agreements similar to master swap agreements entered into in connection with Outstanding Texas Mobility Fund Debt and any appropriate confirmation for any interest rate swap transaction relating to bonds with any or all of the existing swap providers previously approved by the commission and any other qualified swap providers as determined by the Department Representative in compliance with the Derivative Management Policy, with such changes as the Department Representative executing the same may approve, such approval to be conclusively evidenced by execution of the confirmation in accordance with the Derivative Management Policy and the First Supplement.

IT IS FURTHER ORDERED by the commission that the POS and the Official Statement are approved for distribution with such changes as the Department Representative executing the same may approve, such approval to be conclusively evidenced by execution of the POS and the Official Statement, and a POS and Official Statement for subsequent series of bonds issued in accordance with the First Supplement, in substantially the form of the POS and Official Statement for the initial series of bonds, are also approved for distribution with such changes as the Department Representative executing the same may approve, such approval to be conclusively evidenced by execution of the POS and Official Statement. The Department Representative is authorized to deem final the POS for any series of bonds for purposes of Rule 15c2-12 of the Securities and Exchange Commission (rule) with such omissions as permitted by the rule.

IT IS FURTHER ORDERED by the commission that each member of the commission and each Department Representative is authorized and directed to perform all such acts and execute such documents and notices, including execution of certifications to the underwriters, the Attorney General, the Comptroller of Public Accounts, the Board and other parties, as may be necessary to carry out the intent of this order and other orders of the commission relating to the general obligation financing program established by the Master Resolution, the Program Documents and the Variable Rate Documents, if any.

ITEM 4. RAIL

Appoint a public member of the board of directors of the Lone Star Rail District (formerly known as the Austin-San Antonio Intermunicipal Commuter Rail District) (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Rail Division Director Bill Glavin:

112101
RD

Article 6550c-1, VTCS, authorized the creation of a commuter rail district for the purpose of providing commuter rail service between two municipalities.

The commissioners' courts of Bexar and Travis Counties and the city councils of the cities of Austin and San Antonio adopted resolutions favoring the creation of a commuter rail district for the purpose of providing commuter rail service between Austin and San Antonio.

The Lone Star Rail District (district) is governed by a board of directors (board). The board is responsible for the management, operation and control of the district. The district convened their first meeting in February 2003, and the appointed board members entered into a service term of two years. Commencing in December 2007, the board terms are now staggered in either one or two year periods.

Article 6550c-1 provides that the Texas Transportation Commission (commission) shall appoint two public members to the district's board.

The commission, by Minute Order 109121, dated December 19, 2002, appointed Mariano Camarillo of Austin and J. Tullos Wells of San Antonio to the board of the district based on their experience and knowledge of commuter rail transportation. The commission reappointed both to second two-year terms by Minute Order 109929, dated January 27, 2005, and to a third two-year term by Minute Order 110814, dated January 25, 2007. Mr. Wells was reappointed for a two-year term by Minute Order 111214, dated January 31, 2008.

The commission has determined that it is in the best interest of the citizens of Central Texas for Mr. Wells to be re-appointed for a fifth term as a member of the board due to his exemplary service and the need for the district to continue uninterrupted in their current efforts to bring commuter rail to the region.

IT IS THEREFORE ORDERED by the commission that J. Tullos Wells be reappointed as a member of the Lone Star Rail District for a fourth term which will expire January 31, 2012.

ITEM 5. PROMULGATION OF ADMINISTRATIVE RULES Under Title 43, Texas Administrative Code, and the Administrative Procedure Act, Government Code, Chapter 2001:

a. Final Adoption

(1) Chapter 11 – Design (MO)

Amendments to §11.50, Access Management, §11.51, Definitions, Repeal of §11.52, Delegation of Access Permit Authority to Municipalities or Eligible Counties, and New §11.52, Access Connection Facilities, Amendments to §11.53, Locations Where the Department Controls the Access, and §11.54, Construction and Maintenance of Access Connection Facilities, Repeal of §11.55, Local Access Roads, and New §11.55, Appeal Process, and Repeal of §11.56, Connection with Regionally Significant Highway, and New §11.56, Delegation of Access Permit Authority to Municipalities or Eligible Counties, New §11.57, Local Access Roads, and New §11.58, Connection with Regionally Significant Highway (Access Connections to State Highways)

Commissioner Holmes made a motion, seconded by Commissioner Houghton and the commission approved the following minute order presented by Assistant Executive Director for Engineering Operations John Barton:

112102
ADM

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §11.50, Access Management, §11.51, Definitions, §11.53, Locations Where the Department Controls the Access, and §11.54, Construction and Maintenance of Access Connection Facilities; the repeal of §11.52, Delegation of Access Permit Authority to Municipalities or Eligible Counties, §11.55, Local Access Roads, and §11.56, Connection with Regionally Significant Highway; and new §11.52, Access Connection Facilities, §11.55, Appeal Process, new §11.56, Delegation of Access Permit Authority to Municipalities or Eligible Counties, §11.57, Local Access Roads, and §11.58, Connection with Regionally Significant Highway, all relating to access connections to state highways to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the adopted amendments, repeals, and new sections, attached to this minute order as Exhibits A - C, are incorporated by reference as though set forth verbatim in this minute order, except that they are subject to technical corrections and revisions, approved by the General Counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §11.50, §11.51, §11.53, and §11.54; repeal of §11.52, §11.55, and §11.56; and new §11.52, §11.55, §11.56, §11.57, and §11.58 are adopted and are authorized for filing with the Office of the Secretary of State.

The executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

Note: Exhibits A through C on file with minute order clerk.

(2) Chapter 22 – Use of State Property (MO)
Amendments to §22.11, Definitions, and §22.17, Memorial Markers (Use of State Highway Right of Way)

Commissioner Holmes made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by Maintenance Division Director Toribio Garza:

112103
MNT

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §22.11, Definitions, and §22.17, Memorial Markers, relating to use of state highway right of way, both to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the adopted amendments, attached to this minute order as Exhibits A and B, are incorporated by reference as though set forth verbatim in this minute

order, except that they are subject to technical corrections and revisions, approved by the General Counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §22.11 and §22.17 are adopted and are authorized for filing with the Office of the Secretary of State.

The executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

Note: Exhibits A and B on file with minute order clerk.

(3) Chapter 25 – Traffic Operations (MO)

Amendments to §25.952, Application, and §25.955, Sign Description (Memorial Sign Program for Victims of Impaired Driving)

Commissioner Holmes made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by Traffic Interim Division Director Carol Rawson.

112104
TRF

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §25.952, Application, and §25.955, Sign Description, relating to the memorial sign program for victims of impaired driving to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the adopted amendments, attached to this minute order as Exhibits A and B, are incorporated by reference as though set forth verbatim in this minute order, except that they are subject to technical corrections and revisions, approved by the General Counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §25.952 and §25.955 are adopted and are authorized for filing with the Office of the Secretary of State.

The executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

Note: Exhibits A and B on file with minute order clerk.

b. Proposed Adoption

(to be published in the *Texas Register* for public comment)

(1) Chapter 1 – Management (MO)

Amendments to §1.1, Texas Transportation Commission, §1.2, Texas Department of Transportation (Organization and Responsibilities); and §1.21, Scope and Purpose, §1.22, Definitions, and §1.26, Initiation of Contested Cases, Service of Notice of Hearing, Standard of Review, and Burden of Proof (Procedures in Contested Cases)

Commissioner Holmes made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by General Counsel Bob Jackson.

112105
OGC

The Texas Transportation Commission (commission) finds it necessary to propose amendments to §1.1, Texas Transportation Commission, §1.2, Texas Department of Transportation, §1.21, Scope and Purpose, §1.22, Definitions, and §1.26, Initiation of Contested Cases, Service of Notice of Hearing, Standard of Review, and Burden of Proof, relating to management to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the proposed amendments, attached to this minute order as Exhibits A - C, are incorporated by reference as though set forth verbatim in this minute order, except that they are subject to technical corrections and revisions, approved by the General Counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §1.1, §1.2, §1.21, §1.22, and §1.26 are proposed for adoption and are authorized for publication in the *Texas Register* for the purpose of receiving public comments.

The executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

Note: Exhibits A through C on file with minute order clerk.

(2) Chapter 3 – Public Information (MO)

Amendments to §3.11, Definitions, §3.12, Public Access, §3.13, Cost of Copies of Official Records, and §3.14, Electronic Access to Department Records (Access to Official Records); and Amendments to §3.24, Notice to Consumers and Service Recipients (Complaint Resolution)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by General Counsel Bob Jackson:

112106
OGC

The Texas Transportation Commission (commission) finds it necessary to propose amendments to §§3.11, Definitions, §3.12, Public Access, §3.13, Cost of Copies of Official Records, the repeal of §3.14, Electronic Access to Department Records, and amendments to §3.24, Notice to Consumers and Service Recipients, all relating to public information to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the proposed amendments and repeal, attached to this minute order as Exhibits A - C, are incorporated by reference as though set forth verbatim in this minute order, except that they are subject to technical corrections and revisions, approved by the General Counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §3.11, §3.12, and §3.13, the repeal of §3.14, and amendments to §3.24 are proposed for adoption and are authorized for publication in the *Texas Register* for the purpose of receiving public comments.

The executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

Note: Exhibits A through C on file with minute order clerk.

(3) Chapter 5 – Finance (MO)

Amendments to §5.42, Definitions, §5.43, Methods of Payment, and §5.44, Exceptions (Payment of Fees for Department Goods and Services)

Commissioner Houghton made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by Finance Division Director Brian Ragland:

112107
FIN

The Texas Transportation Commission (commission) finds it necessary to propose amendments to §5.42, Definitions, §5.43, Methods of Payment, and §5.44, Exceptions, all relating to payment of fees for department goods and services to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the proposed amendments, attached to this minute order as Exhibits A and B, are incorporated by reference as though set forth verbatim in this minute order, except that they are subject to technical corrections and revisions, approved by the General Counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §5.42, §5.43, and §5.44 are proposed for adoption and are authorized for publication in the *Texas Register* for the purpose of receiving public comments.

The executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

Note: Exhibits A and B on file with minute order clerk.

(4) Chapter 28 – Oversize and Overweight Vehicles and Loads (MO)

Amendments to §28.90, Purpose, §28.91, Responsibilities, and §28.92, Permit Issuance Requirements and Procedures (Port of Brownsville Port Authority Permits); Amendments to §28.100, Purpose, §28.101, Responsibilities, and §28.102, Permit Issuance Requirements and Procedures (Chambers County Permits); Amendments to §28.111, Applicability (Compliance); and Amendments to §28.201, Investigations and Inspections of Records, and §28.202, Records (Records and Inspections)

This item was deferred.

ITEM 7. TRANSPORTATION PLANNING**a. Accept the annual 2010-2011 Port Capital Program submitted by the Port Authority Advisory Committee (MO)**

Commissioner Underwood made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Transportation Planning and Programming Division Director Jim Randall.

112108
TPP

Transportation Code, Sections 55.006 and 55.007, require the Texas Transportation Commission (commission) to appoint a seven-member Port Authority Advisory Committee (committee) with the following duties:

- 1) prepare a port mission plan;
- 2) review each project eligible to be funded under this chapter and make recommendations for approval or disapproval to the Texas Department of Transportation (department);
- 3) maintain trade data information that will assist ports in this state and international trade;
- 4) annually prepare a list of projects that have been recommended by the committee, including: (A) the recommended funding level for each project; and (B) if staged implementation of the project is appropriate, the funding requirements for each stage; and
- 5) advise the commission and the department on matters relating to port authorities.

Transportation Code, Section 55.008 requires the committee to develop a two-year Port Capital Program defining the goals and objectives of the committee concerning the development of port facilities and an intermodal transportation system. In addition, this section requires the committee to update the Port Capital Program annually and submit it to the governor, the lieutenant governor, the speaker of the house of representatives, and the commission.

The committee met on December 15, 2009 and formally adopted the 2010-2011 Port Capital Program and submitted the program to the department.

IT IS THEREFORE ORDERED by the commission that the 2010-2011 Port Capital Program as shown in Exhibit A is accepted and will be further distributed as required by statute.

Note: Exhibit A on file with minute order clerk.

Note: The commission received comments from Port Director of the Port of Beaumont Chris Fisher; and Port Director Texas Ports Association Eduardo Campirano.

ITEM 5. PROMULGATION OF ADMINISTRATIVE RULES (continued)**c. Withdrawal****Chapter 2 – Environmental Policy (MO)**

Withdraw previously proposed repeal of §2.22, Memorandum of Understanding with the Texas Parks and Wildlife Department (Memoranda of Understanding with Natural Resource Agencies); and withdraw previously proposed new Subchapter E, Memorandum of Understanding with Texas Parks and Wildlife Department, §2.101, Purpose, §2.102, Texas Natural Diversity Database, §2.103, Applicability of MOU, §2.104, Definitions, §2.105, Coordination with TPWD Concerning Transportation Project, §2.106, Standard Coordination Procedure, §2.107, Coordination During Early Project Development, §2.108, Review and Comment on Maintenance Programs, §2.109, Mitigation and Mitigation Payments to TPWD, §2.110, Agreement for Calculating Mitigation Payments for Unregulated Resources, §2.111, TxDOT and TPWD Commitment to Enter into Other Agreements, §2.112, Review of Performance; Updates of MOU

Commissioner Holmes made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by Assistant Executive Director for Engineering Operations John Barton.

112109
ADM

On September 24, 2009, by Minute Order 111972, the Texas Transportation Commission (commission) proposed the repeal of §2.22 and new 43 TAC Chapter 2, Subchapter E, §§2.101-2.112. The commission now finds it necessary to withdraw the previously proposed repeal of §2.22 and new 43 TAC Chapter 2, Subchapter E, §§2.101-2.112 all relating to memorandum of understanding with Texas Parks and Wildlife Department to be codified under Title 43, Texas Administrative Code, Part 1.

Much of the public comment submitted (especially by local governments) objects to the proposed mitigation payments for impacts to unregulated resources to be made by the Texas Department of Transportation (department). The comments question, among other things, the development of the rates for payments and whether local governments would be ultimately responsible for the payments. The proposed rules should be withdrawn to allow the department and TPWD the opportunity to discuss the issues related to payments, and also additional ways to facilitate the environmental review process.

IT IS THEREFORE ORDERED by the commission that the repeal of §2.22 and new 43 TAC Chapter 2, Subchapter E, §§2.101-2.112, previously proposed by Minute Order 111972 dated September 24, 2009, are withdrawn and the executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

ITEM 7. TRANSPORTATION PLANNING (continued)**b. Authorize project selection process for the 2011 Unified Transportation Program (MO)**

Commissioner Houghton made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by Finance Division Director Brian Ragland.

112110
FIN

Pursuant to Transportation Code, §201.602, the Texas Transportation Commission (commission) conducted a public hearing on November 19, 2009 to receive testimony concerning the highway project selection process and the relative importance of the various criteria on which the commission bases its project selection decisions.

The Unified Transportation Program (UTP) is an 11-year statewide plan for transportation project development. The UTP encompasses the Statewide Preservation and Safety Program, which consists of funding categories used to maintain the existing transportation system, and the Statewide Mobility and Supplemental Transportation Program, which includes funding categories used to enhance the transportation system.

There were no oral comments provided at the public hearing. Written comments were accepted through December 21, 2009, but none were received. Minor technical corrections were made following the conclusion of the public comment period, based on an internal review process. Exhibit A contains a summary of the UTP categories and the various project selection methods and usual funding participation.

The commission is satisfied that the proposed highway project selection process is consistent with the Texas Department of Transportation's goals to reduce congestion, enhance safety, expand economic opportunity, improve air quality and preserve the value of transportation assets.

IT IS THEREFORE ORDERED by the commission that the executive director is hereby authorized to utilize the project selection process set forth in Exhibit A for developing the 2011 UTP.

Note: Exhibit A on file with minute order clerk.

c. Authorize a variance in the manner in which federal-aid highway construction funds are distributed to parts of the state versus the manner in which they are distributed by the federal government (MO)

Commissioner Houghton made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by Finance Division Director Brian Ragland.

112111
FIN

Transportation Code, §222.034, requires the Texas Transportation Commission (commission) to distribute federal-aid transportation funds to various parts of the state for a funding cycle through the selection of highway projects in a manner consistent with the federal formulas that determine the amount of federal-aid the state of Texas receives, unless the commission issues a minute order or ruling that identifies the variance and provides particular justification for the variance. A distribution under §222.034 does not include deductions made for the state infrastructure bank or other federal-aid funds reallocated by the federal government.

The commission conducted a public hearing and adopted the project selection process for the 2011 Unified Transportation Program (UTP).

Exhibit A contains an individual evaluation of each federal-aid apportionment program, including particular justification for any variance from the federal-aid apportionment formula and the proposed distribution of the transportation funds through the 2011 UTP.

IT IS THEREFORE ORDERED by the commission that Exhibit A shall serve as the commission's identification and justification of variances, as required by Transportation Code, §222.034.

Note: Exhibit A on file with minute order clerk.

d. Authorize the 2009 Federal Demonstration and Discretionary Programs (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Finance Division Director Brian Ragland.

111112
FIN

The Texas Department of Transportation (department) annually receives notification from the Federal Highway Administration (FHWA) and the Federal Railroad Administration (FRA) concerning projects that will receive federal discretionary or General Provision earmark funding.

Generally, various state departments of transportation submit candidate projects to FHWA for consideration of receiving federal funds. Another method through which states receive earmarked funds is when projects are submitted by members of the U. S. Congress representing that part of the state. For Fiscal Year 2009, the department was notified 26 projects will receive federal funding as identified in Exhibit A.

IT IS THEREFORE ORDERED by the Texas Transportation Commission that the executive director is hereby authorized to proceed in the most feasible and economical manner with project development and program monitoring of the identified projects in the FY 2009 Federal Demonstration and Discretionary Programs.

Note: Exhibit A on file with minute order clerk.

e. Consider the creation of the I-35 and I-69 Corridor Segment Advisory Committees, and designate entities that may appoint additional members to those committees (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Texas Turnpike Authority Division Director Mark Tomlinson.

112113
TTA

Title 43, Texas Administrative Code, §15.10 provides that the Texas Transportation Commission (commission) by order will create a corridor segment advisory committee to assist the Texas Department of Transportation (department) in the transportation planning process for the I-35 corridor and in the corridor planned as part of I-69, and may create a corridor segment advisory committee for any other corridor.

The purpose of corridor segment advisory committees is to facilitate and achieve support and consensus from affected communities, governmental entities, and other interested parties in the planning of transportation improvements in the segment of a corridor for which it is created and in the establishment of development plans for that segment.

As provided in 43 TAC §15.10(c), each of the corridor advisory committees created by this order will provide to the department its advice and recommendations on transportation improvements to be made in the segment of a corridor for which it is created, including facilities to be included in a development plan for that segment, and upgrades and other improvements to be made to existing facilities located in that segment, and other segment level planning, development, and financing matters as requested by the department.

In developing advice and recommendations, a corridor segment advisory committee will evaluate economic, political, societal, and demographic population trends affecting transportation, and will consider existing facilities, upgrades to existing facilities, new or planned facilities, multimodal solutions, and available financing options.

A corridor segment advisory committee's advice and recommendations will provide the department with an enhanced understanding of public, business, and private concerns about the segment for which it is created, facilitating the department's communications and project development objectives and resulting in greater cooperation between the department and all affected parties during project planning and development.

As provided in 43 TAC §15.10(b), a corridor segment advisory committee shall consist of the following members: (1) one member appointed by the county judge of each county in which the proposed segment may be located, representing the general public within the county; (2) one member appointed by each metropolitan planning organization within whose boundaries all or part of the proposed segment may be located, representing the general public within the metropolitan planning organization; (3) additional members representing the general public within cities designated by the commission, in which all or part of a proposed segment may be located, each of whom will be appointed by the mayor of a designated city; (4) additional members representing the ports, chambers of commerce, economic development councils and corporations, and other organizations that have an interest in transportation that are designated by the commission, within whose service area all or part of a proposed segment may be located, each of whom will be appointed by the governing body of a designated entity, and (5) an individual who resides or has a business in the area in which the segment may be located, has an interest in transportation, and is appointed to the committee by the commission.

The entities listed in Exhibits A and B are the counties and metropolitan planning organizations within whose boundaries all or part of the I-35 and I-69 corridors may be located, and other entities designated by the commission so that they may appoint members to the I-35 Corridor Segment Advisory Committees and the I-69 Corridor Segment Advisory Committees, respectively. These designations will further the department's goal of achieving a diverse representation of community interests and stakeholders on each corridor segment advisory committee.

IT IS THEREFORE ORDERED by the commission that the I-35 Corridor Segment Advisory Committees are created and that the entities identified in Exhibit A may appoint members of the I-35 Corridor Segment Advisory Committees.

IT IS FURTHER ORDERED by the commission that the I-69 Corridor Segment Advisory Committees are created and that the entities identified in Exhibit B may appoint members of the I-69 Corridor Segment Advisory Committees.

Note: Exhibits A and B on file with minute order clerk.

ITEM 9. TOLL ROAD PROJECTS

e. Dallas, Tarrant, and Johnson Counties – Authorize the executive director to negotiate with the North Texas Tollway Authority (NTTA) and the Regional Transportation Council of the North Central Texas Council of Governments for (1) the development and implementation by the NTTA of the SH 161 project from SH 183 to I-20 in Dallas County and the SH 121 project from I-30 to US 67 in Tarrant and Johnson Counties (Southwest Parkway/Chisholm Trail) and (2) financial assistance to the NTTA for the SH 161 and Southwest Parkway/Chisholm Trail projects, subject to the NTTA's compliance with all of the prerequisites for developing those projects and obtaining such financial assistance, including the submittal of one or more requests for financing to the department and required commission approvals (MO)

Commissioner Meadows made a motion, seconded by Commissioner Houghton and the commission approved the following minute order presented by Assistant Executive Director for Engineering Operations John Barton:

112114
ADM

The Texas Department of Transportation (department) and the North Texas Tollway Authority (NTTA) have been proceeding with the development of a toll project that will extend SH 161 from SH 183 south to I-20 through the cities of Irving and Grand Prairie (SH 161 Project), and with the development of the SH 121 toll project from the Fort Worth Central Business District at I-30 to US 67 in Johnson County (Southwest Parkway/Chisholm Trail Project).

The SH 161 Project and a portion of the Southwest Parkway/Chisholm Trail Project are located within the boundaries of the NTTA, and the SH 161 Project and the southern section of the Southwest Parkway/Chisholm Trail Project are subject to the market valuation provisions set forth in Transportation Code, §228.0111. The NTTA is authorized to construct, operate, maintain, expand, or extend the portion of the Southwest Parkway/Chisholm Trail Project extending into Johnson County as it would be a continuation of the NTTA's turnpike project extending from an adjacent county.

The department, the NTTA, and the Regional Transportation Council (RTC) of the North Central Texas Council of Governments (NCTCOG), the metropolitan planning organization designated for the Dallas-Fort Worth metropolitan area, have been working closely together to identify an approach to provide for the funding and development of these projects and other transportation improvements within the boundaries of the NTTA and adjacent counties.

The successful delivery of both the SH 161 Project and the Southwest Parkway/Chisholm Trail Project is dependent on the financial feasibility of each project and the completion of project financing plans. Current financial models indicate that the delivery by the NTTA of both projects cannot be advanced without financial support in the form of credit enhancement or other financial mechanisms, such as financial assistance provided pursuant to Transportation Code, §222.103 and Title 43, Texas Administrative Code, §27.50-27.58 (toll equity loans), TIFIA credit assistance or loans from public or private sources.

The department and the NTTA entered into an Agreement Regarding a Negotiated Value for SH 161 dated April 19, 2008 (Negotiated Value Agreement), pursuant to which the NTTA and the department waived the requirement under Transportation Code, §228.0111 to develop a market valuation for the SH 161 Project and agreed to a negotiated value of \$1.068 billion for the SH 161 Project, with a \$458 million upfront payment (acquisition payment).

The department and the NTTA negotiated a term sheet for providing financial assistance to the NTTA for the SH 161 Project, for the NTTA delivery of the SH 161 Project, and for the disposition of the Southwest Parkway/Chisholm Trail Project (Term Sheet) by which the department and the NTTA outlined a transaction to, among other things, strengthen the ability of the NTTA to undertake additional projects if the NTTA elects to undertake the SH 161 Project.

Under the Term Sheet, the department would provide a toll equity loan to the NTTA for the SH 161 Project, which could be drawn upon only under certain circumstances. The Term Sheet also provides for the NTTA's development of the Southwest Parkway/Chisholm Trail Project as a single project, subject to the NTTA establishing its feasibility and to potential phasing of development. To support the delivery of the Southwest Parkway/Chisholm Trail Project, the department and the NTTA would waive the requirement to develop a market valuation for the southern section of the Southwest Parkway/Chisholm Trail Project, and will cooperatively develop and evaluate strategies to support and accelerate the financial feasibility of the combined project.

On October 15, 2008, the NTTA's Board of Directors (1) accepted the Term Sheet without qualification or condition and (2) elected to exercise the NTTA's option to develop, finance, construct, and operate the SH 161 Project pursuant to the Negotiated Value Agreement, as modified by the Term Sheet.

In Minute Order 111557, dated October 30, 2008, the Texas Transportation Commission (commission) approved the Term Sheet and, pursuant to the Term Sheet and the requirements of Transportation Code, §222.103 and Title 43, Texas Administrative Code, §27.50-27.58, granted preliminary approval of a toll equity loan in an aggregate amount in nominal dollars not to exceed the facility costs associated with the SH 161 Project over 52 years, under mutually approved projections set forth in the official statement and including a commercially reasonable contingency for design and construction cost overruns, eligible to be paid from the state highway fund under applicable law, and which may only include costs for (1) design and construction, (2) operations and maintenance, (3) major maintenance, (4) capital expenditures, and (5) the acquisition payment.

Subsequent to the adoption of Minute Order 111557, the commission directed department staff to work cooperatively with the NTTA and NCTCOG staffs to develop possible alternatives for developing and implementing both the SH 161 Project and the Southwest Parkway/Chisholm Trail Project. The commission and the department support the development of both projects by the NTTA through the use of appropriate funding mechanisms.

Those funding mechanisms could possibly include a toll equity loan to the NTTA for either the SH 161 Project, the Southwest Parkway/Chisholm Trail Project, or a system that includes both projects, potential loans from public or private sources, the proceeds of

project revenue bonds issued by the NTTA or NTTA equity, and financial assistance from the region, including through the deferral of the payment or all or a portion of the acquisition payment.

In NTTA Resolution 10-26 and RTC Resolution R10-02, the NTTA and the RTC, desiring to reduce the department's risk in providing financial assistance for the SH 161 Project and the Southwest Parkway/Chisholm Trail Project, committed to provide a regional financial backstop for both projects as described in the joint resolution, and recognized that the financial feasibility of the projects could be positively impacted by events, market conditions, and occurrences not considered in the current traffic and revenue studies.

Development of the SH 161 Project is a crucial element in responding to considerable population increases and associated development that have resulted in traffic increases that have created significant congestion in the SH 161 area and across the region. The SH 161 Project is designed to improve the transportation network and level of service in the SH 161 area and region, particularly by serving as a reliever route to SH 360.

The timely extension of SH 121 south and west from I-30 in Fort Worth to US 67 in Cleburne is a crucial element in the development of the cities of Fort Worth and Cleburne, Johnson and Tarrant counties, and the surrounding region. Development of the Southwest Parkway/Chisholm Trail Project will benefit the region by reducing congestion and improving air quality in those areas.

Financial assistance for the SH 161 Project and the Southwest Parkway/Chisholm Trail Project will expand the availability of funding for transportation projects or reduce direct state costs through the NTTA's issuance of bonds to finance project costs, and the potential payment of certain project expenses with NTTA equity.

IT IS THEREFORE ORDERED by the commission that the executive director is authorized and directed to proceed with negotiations with the NTTA and the RTC for (1) the development and implementation by the NTTA of the SH 161 Project from SH 183 to I-20 in Dallas County and the Southwest Parkway/Chisholm Trail Project from I-30 to US 67 in Tarrant and Johnson Counties in a manner that minimizes the risk to the State Highway Fund and (2) financial assistance to the NTTA for the SH 161 Project and the Southwest Parkway/Chisholm Trail Project.

IT IS FURTHER ORDERED that any financial assistance from the department is subject to the NTTA's compliance with all of the prerequisites for developing those projects and obtaining such financial assistance, including the submittal of one or more requests for financing to the department and required commission approvals.

IT IS FURTHER ORDERED that, subject to satisfactory completion of negotiations and other prerequisites, the department is authorized and directed to present, for the commission's consideration, minute orders providing for the NTTA's development and implementation of the SH 161 Project and the Southwest Parkway/Chisholm Trail Project, and for providing financial assistance to the NTTA for those projects consistent with the provisions of this order. Those minute orders may provide for the preliminary and/or final approval of a toll equity loan for the SH 161 Project and/or the Southwest Parkway/Chisholm Trail Project, but only for both projects if both projects are structured as a single system.

IT IS FURTHER ORDERED that if a toll equity loan is approved by the commission, for the NTTA, for both the SH 161 Project and the Southwest Parkway/Chisholm Trail Project, any portion of these two projects cannot be removed from the toll equity loan commitment without terminating the toll equity loan commitment provided by the department for both projects.

IT IS FURTHER ORDERED that the executive director is directed to explore options to reduce the department's risk in providing financial support for both projects.

IT IS FURTHER ORDERED that if a toll equity loan or other financial assistance is provided to the NTTA, the agreements to provide such assistance shall contain financial incentives or other provisions, as negotiated by the executive director, to encourage the removal of the department's commitment at the earliest feasible time, by refinancing of both projects by the NTTA or by other means.

Note: The commission received comments from Senator Wendy Davis; Representative Rob Orr; Chairman of the North Texas Tollway Authority Paul Wageman; North Texas Tollway Authority Executive Director Allen Clemson; Johnson County Judge Roger Harmon; City of Fort Worth Council Member Jungus Jordan; Fort Worth City Council Zim Zimmerman; and City of Arlington Council Member Kathryn Wilemon.

ITEM 6. AMERICAN RECOVERY AND REINVESTMENT ACT (ARRA)

Discussion of the status of American Recovery and Reinvestment Act (ARRA) project delivery; approve additions to the lists of mobility and preventive maintenance and rehabilitation projects and revisions to public transit and transportation enhancement projects previously approved for funding from Texas' portion of the ARRA (MO)

Commissioner Houghton made a motion, seconded by Commissioner Underwood and the commission approved the following minute order presented by Assistant Executive Director for Engineering Operations John Barton.

112115
ADM

On February 17, 2009, President Obama signed into law the American Recovery and Reinvestment Act (ARRA). The ARRA created an economic stimulus package that provides \$64.1 billion nationwide for infrastructure projects, including \$27.5 billion for highway and bridge construction, and \$1.5 billion for surface transportation grants to be administered by the Secretary of Transportation. The ARRA also includes \$8.4 billion for transit projects.

Texas' share of the funding for highway and bridge construction is expected to be approximately \$2.25 billion, based on the existing apportionment formula. Texas' share of transit funds is estimated at \$372 million. The Texas Transportation Commission (commission) has been designated by the governor as the administering agency for the Federal Transit Administration (FTA) program under 49 USC § 5311, and has the authority to award approximately \$50 million in nonurbanized (rural) transit funds.

In anticipation of the enactment of the ARRA, the Texas Department of Transportation (department) collaborated with the Texas Division of the Federal Highway Administration (FHWA), MPOs, tolling authorities and transit providers to develop a unified approach to identifying and prioritizing projects that potentially qualify for funding. Department staff and local officials agreed upon a list of criteria to be used for

evaluating projects. FHWA also issued a guidance document on funding, project selection, eligible activities, and other specific requirements to assist states in implementing the ARRA. The priority and preference selection criteria described in the ARRA and the FHWA guidelines were subsequently used in the evaluation process to develop the lists of projects recommended for funding under the ARRA.

Time is a critical element with regard to the selection and execution of projects. States must have 100 percent of the funds obligated within one year of receiving the apportionment or grant, or the remaining funds will be redistributed to other states. The department received the Notice of Apportionment from FHWA on March 2, 2009, and the Notice of Apportionment from FTA on March 5, 2009. The department initially submitted data on projects to be funded completely or partially with ARRA funds to FHWA on March 17, 2009. The department submitted a grant application to FTA on March 23, 2009. States must continue to update the data on projects to be funded with ARRA funds in a timely manner.

In Minute Order 111734, dated March 5, 2009, the commission approved the funding, under the provisions of the ARRA, of approximately \$1.2 billion in mobility projects. In Minute Orders 111777, dated April 30, 2009, 111808, dated May 28, 2009, 112044, dated November 19, 2009, and 112073, dated December 17, 2009, the commission made revisions to the previously approved list of mobility projects. In Minute Order 111910, dated August 27, 2009, the commission approved a list of additional mobility projects to be funded to the extent funds become available as a result of letting underruns. In Minute Order 111969, dated September 24, 2009, the commission approved a list of substitute mobility projects to be funded in the event that any previously approved mobility projects were unable to meet ARRA deadlines.

In Minute Order 111734, dated March 5, 2009, the commission approved the funding, under the provisions of the ARRA, of approximately \$500 million in preventive maintenance and rehabilitation projects. In Minute Orders 111777 and 111808, dated April 30, 2009 and May 28, 2009 respectively, the commission made revisions to the previously approved list of preventive maintenance and rehabilitation projects. In Minute Order 111848, dated June 25, 2009, the commission approved a list of additional preventive maintenance and rehabilitation projects to be funded as a result of letting underruns. In Minute Order 111879, dated July 30, 2009, the commission made revisions to the list of additional preventive maintenance and rehabilitation projects. In Minute Order 112012, dated October 29, 2009, the commission approved funding for additional preventive maintenance and rehabilitation projects due to letting underruns.

In Minute Order 111716, dated February 26, 2009, the commission approved the funding of approximately \$33 million in public transit projects. In Minute Order 111778, dated April 30, 2009, the commission approved the funding of approximately \$7.5 million in additional public transit projects.

In Minute Order 111735, dated March 26, 2009, the commission approved funding, under the provisions of the ARRA, of approximately \$73 million in transportation enhancement projects. In Minute Order 111808, dated May 28, 2009, the commission made revisions to the previously approved list of transportation enhancement projects. In Minute Order 112073, dated December 17, 2009, the commission approved additional transportation enhancement projects due to letting underruns.

The department has continued to monitor the progress of these projects to ensure that they comply with the criteria identified in the minute orders, the ARRA, and the project selection requirements established by FHWA and FTA.

As a result of these efforts, a revised list of mobility projects has been developed and is set forth in Exhibit A. Fifteen mobility projects have been added due to letting underruns and one mobility project has been added as an additional substitute for the SH 99 project (CSJ 3510-05-002) which was previously deleted due to the inability to complete project development within the established ARRA deadlines.

The department has developed a proposed list of additional preventive maintenance and rehabilitation projects to be funded due to letting underruns, which is set forth in Exhibit B. No previously approved preventive maintenance and rehabilitation projects are affected by the selection of these additional projects.

The department has developed a proposed list of transit projects with revised funding, which is set forth in Exhibit C. These revisions reflect fleet awards, facilities awards, and operating awards. There is no net change in the total transit funding program. No other previously approved public transit projects are affected.

The department has developed a revised list of transportation enhancement projects, which is set forth in Exhibit D. This revision reflects a technical correction of control-section-job number and limits on one project. No substantive revisions have been made to any previously approved transportation enhancement projects.

All projects are subject to federal and state laws, including the provisions of the ARRA. No matching funds are required, except that the normal local match is required for transportation enhancement projects.

IT IS THEREFORE ORDERED by the commission that the projects set forth in Exhibits A, B, C, and D are hereby approved for funding under the provisions of the ARRA.

IT IS FURTHER ORDERED that Exhibit A to Minute Order 112073, dated December 17, 2009, is rescinded and replaced with Exhibit A to this minute order.

IT IS FURTHER ORDERED that Exhibit C to Minute Order 112073, dated December 17, 2009, is rescinded and replaced with Exhibit D to this minute order.

IT IS FURTHER ORDERED that the executive director or the director's designee is authorized to proceed with project development and contract awards for the projects described in Exhibits A, B, and D, and transit agreements for the activities described in Exhibit C, and to enter into any necessary agreements associated with these projects and activities.

IT IS FURTHER ORDERED that the department shall track the progress of the projects set forth in Exhibits A, B, C, and D separately from other ongoing projects and place information regarding the status of these projects on the department's web site.

ITEM 8. FEDERAL LEGISLATIVE PRIORITIES

Adoption of Federal Policy Priorities Document (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Government and Public Affairs Division Director Coby Chase.

112116
GPA

The legislation that authorizes the surface transportation programs for the nation known as the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users, expired on September 30, 2009. The nation is currently operating under a third continuing resolution to keep these vital programs running.

Congress is in the process of developing and debating new legislation that will govern the transportation programs for the next six years.

On August 26, 2009, the Texas Transportation Commission (commission) directed the Texas Department of Transportation (department) to develop proposed federal legislative priorities reflecting key policy objectives for members of Congress to consider as they debate reauthorization of the federal transportation program.

As a result of this direction from the commission, agency staff has reached out to both stakeholders and the general public in an attempt to solicit input and ideas into what principles should guide the future transportation policy of this state and the nation.

The department published a call for ideas through the internet and through more traditional means such as the Texas Register.

Staff met with coalitions such as the Border Trade Advisory Committee, the Texas Municipal League, and the Alliance for I-69 Texas, as well as, principles from the Ports-to-Plains and the Midland-Odessa Transportation alliances.

Staff met with the state's small urban and rural transit providers through the Texas Transit Association and with the Texas Association of Metropolitan Planning Organizations. The department also met with representatives of local toll project entities, specifically, the North Texas Tollway Authority, Harris County Toll Road Authority, Central Texas Regional Mobility Authority, Alamo Regional Mobility Authority, and the Camino Real Regional Mobility Authority.

Staff gathered input from within the agency as well.

Exhibit A contains a listing of common policy issues and ideas stemming from these deliberations and meetings. This document is intended to serve as a tool in discussions with members of the Texas Congressional Delegation when addressing federal reauthorization of the surface transportation programs.

IT IS THEREFORE ORDERED by the commission that the document contained in Exhibit A is hereby approved to serve as the department's official priorities for the federal program.

Note: Exhibit A on file with minute order clerk.

ITEM 9. TOLL ROAD PROJECTS (continued)

a. Fort Bend and Harris Counties – Designate the intersection overpasses, approaches, and mainlanes that are to be constructed on SH 99 (Grand Parkway), from US 59 to south of Franz Road in Fort Bend and Harris Counties, as a toll project on the state highway system (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Texas Turnpike Authority Division Director Mark Tomlinson:

112117
TTA

In FORT BEND and HARRIS COUNTIES, STATE HIGHWAY 99 (Grand Parkway) from US 59 to Franz Road, a distance of 20.2 miles, is an existing four-lane divided highway with five existing overpasses on the state highway system. The planned improvement of this section consists of new construction of 15 intersection overpasses, approaches, and mainlanes that would complete a four-lane limited access facility with continuous mainlanes and intermittent one-way frontage roads from US 59 to south of Franz Road.

Transportation Code, §228.051 provides that the Texas Transportation Commission (commission), by order, may designate one or more lanes of a segment of the state highway system as a toll project or system.

The department approved final environmental clearance on SH 99 from US 59 to Franz Road as a toll facility in September 2008.

IT IS THEREFORE ORDERED by the commission that the 15 intersection overpasses, approaches, and mainlanes to be constructed on SH 99, from US 59 to south of Franz Road in Fort Bend and Harris counties, are designated as a toll project on the state highway system.

c. Bexar County – **Alamo Regional Mobility Authority** – Consider a request from the Alamo Regional Mobility Authority (ARMA) to amend the financial assistance agreement authorized under Minute Order 111626, dated December 18, 2008, to extend the limits of the Loop 1604 project for which the financial assistance may be used from SH 151 to US 90 (MO)

Commissioner Holmes made a motion, seconded by Commissioner Houghton and the commission approved the following minute order presented by Texas Turnpike Authority Division Director Mark Tomlinson:

112118
TTA

In Minute Order 109523, dated December 18, 2003, the Texas Transportation Commission (commission) authorized the creation of the Alamo Regional Mobility Authority (authority), formerly known as the Bexar County Regional Mobility Authority, with the boundaries of the authority to be the entire geographic area of Bexar County, Texas.

The Texas Department of Transportation (department) and the authority have worked together to identify an approach to provide for the funding and development of certain transportation system improvements within the jurisdictional limits of the authority.

The Metropolitan Transportation Plan (MTP) of the San Antonio-Bexar County Metropolitan Planning Organization (MPO) identifies several projects within the jurisdictional limits of the authority to be developed as toll projects, including Loop 1604 from US 90 to I-35.

Transportation Code, §370.301 authorizes the department to provide for or contribute to the payment of costs of the design, financing, construction, operation, or maintenance of a turnpike project by a regional mobility authority (RMA) on terms agreed to by the department and the RMA. Transportation Code, §222.103 authorizes the

department to participate, by spending money from any available source, in the acquisition, construction, maintenance, or operation of a toll facility of a public or private entity on terms and conditions established by the commission.

Pursuant to Transportation Code, §222.103, the commission adopted Title 43, Texas Administrative Code, §27.50-27.58 (toll equity rules) to prescribe conditions for the commission's financing of a toll facility of a public or private entity.

In accordance with Sections 27.53 and 27.54 of the toll equity rules, the commission, in Minute Order 111626, dated December 18, 2008, granted final approval of financial assistance in the amount of \$12.39 million, to be used to fund the costs of feasibility studies, environmental studies, public involvement, schematics, and preliminary financial plans associated with the addition of toll lanes on Loop 1604 from SH 151 to I-35, including the costs of necessary administrative, legal, engineering, and other services.

On February 3, 2009, the authority and the department executed the financial assistance agreement for the Loop 1604 project.

On December 7, 2009, the San Antonio-Bexar County MPO adopted the region's 2035 MTP, including a continuation of the roadway improvements along Loop 1604 to US 90.

On December 23, 2009, the authority submitted a request to extend the project limits under the financial assistance agreement from SH 151 to US 90, and to amend the financial assistance agreement to allow for the expenditure of funds under the agreement on the additional adjacent segment of the project.

The adjacent segment is needed based upon compromised safety, decreased mobility, and operational efficiencies (as indicated by substantial traffic growth), and the need for expedited delivery and early implementation.

The project will benefit the state and the traveling public and improve the efficiency of the state's transportation system by enhancing mobility and safety within this busy corridor.

The project will expand the availability of funding for transportation projects or reduce direct state costs by the authority's issuance of bonds to finance other costs of the project.

The project is consistent with the approved Statewide Transportation Plan and the approved plan of the San Antonio-Bexar County MPO.

Based on the above information, the commission has determined that providing financial assistance to pay for costs of the Loop 1604 project from US 90 to I-35 will prudently provide for the protection of public funds, and that, given the level of project development to date, the project will provide for all reasonable and feasible measures to avoid, minimize, or mitigate adverse environmental impacts.

NOW, THEREFORE, IT IS DETERMINED that the request submitted by the Alamo Regional Mobility Authority to extend the Loop 1604 project limits under the financial assistance agreement from SH 151 to US 90 and to authorize the expenditure of funds under the agreement on the additional adjacent project segment in accordance with that agreement's terms and conditions is approved, and the commission authorizes the executive director to enter into an amendment to the financial assistance agreement with the authority consistent with this minute order.

b. Cameron County – Cameron County Regional Mobility Authority (CCRMA) – Consider granting final approval of a request for financing from the CCRMA in the amount of \$36,492,200 from American Recovery and Reinvestment Act (ARRA) funds, for a designated limited access toll facility on SH 550 from US 77/83 to SH 48 in Cameron County (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Finance Division Director Brian Ragland:

112119
FIN

In Minute Order 109788, dated September 30, 2004, the Texas Transportation Commission (commission) authorized the creation of the Cameron County Regional Mobility Authority (CCRMA) at the request of Cameron County.

The Texas Department of Transportation (department) and the CCRMA have been cooperatively developing the SH 550 project (project). Segment 1 of Phase 1 of the project is a new limited-access toll facility from approximately 1.1 miles west of FM 1847 to approximately 0.7 miles east of FM 1847. Segments 2 and 3 of Phase 1 of the project is a new limited-access toll facility from approximately 0.7 miles north of FM 3248 to SH 48 at the new Port of Brownsville entrance. Segment 1 is currently under construction. Bids for the construction of Segments 2 and 3 are scheduled to be received in early 2010 as an American Recovery and Reinvestment Act (ARRA) funded project authorized by the commission on March 5, 2009 by Minute Order 111734.

On September 9, 2009, the department and the CCRMA executed a Market Valuation Agreement for Phase 1 of the project. On September 23, 2009 the Brownsville Metropolitan Planning Organization approved development of this portion of the project using the business terms and conditions set forth in the Market Valuation Agreement, and then the CCRMA Board exercised its primacy option to develop this portion of the project in a special meeting.

In Minute Order 112013 dated October 29, 2009, the commission authorized the executive director to negotiate and enter into a project development agreement with CCRMA that provides for the improvements to the state highway system contemplated by Phase 1 of the project.

Transportation Code, §222.103 authorizes the department to participate, by spending money from any available source, in the acquisition, construction, maintenance, or operation of a toll facility of a public or private entity on terms and conditions established by the commission.

Pursuant to Transportation Code, §222.103, the commission adopted Title 43, Texas Administrative Code, §§27.50-27.58 (toll equity rules) to prescribe conditions for the commission's financing of a toll facility of a public or private entity.

In accordance with §§27.53 and 27.54(a) of the toll equity rules, the commission, in Minute Order 112080, dated December 17, 2009, granted preliminary approval of financial assistance to be used for the construction of Segments 2 and 3 of Phase 1 of the project. The financial assistance was approved in the form of a grant, and is comprised of the \$36,492,200 of ARRA funds authorized by the commission to be committed to the project.

In accordance with Section 27.54 of the toll equity rules, negotiations have been conducted and a financial assistance agreement that complies with Section 27.55 of those rules has been developed.

The department previously conducted environmental studies and analyses of the project, and the Federal Highway Administration issued a Finding of No Significant Impact for the project on November 10, 2009. CCRMA has committed that it will assume responsibility for identifying and securing all federal and state environmental permits, issues, and approval of commitments necessary for the development of its projects. CCRMA will reaffirm these commitments in the Financial Assistance Agreement or other documentation prior to funding.

The completion of the project will benefit the state and the traveling public and improve the efficiency of the state's transportation system by relieving existing and projected congestion in southeast Cameron County, thereby enhancing mobility and safety within this segment of the state transportation system.

CCRMA has indicated that they will fund a majority of the \$196 million estimated cost of constructing the SH 550 project using the proceeds of revenue bonds and subordinated debt, as well as CCRMA and other local funding. Accordingly, the project will expand the availability of funding for transportation projects or reduce direct state costs.

Based on the above information, the commission has determined that providing financial assistance will prudently provide for the protection of public funds, and that the project will provide for all reasonable and feasible measures to avoid, minimize, or mitigate adverse environmental impacts.

The CCRMA has not yet completed an investment grade traffic and revenue report for the project. The department has determined, pursuant to 43 TAC §27.54(b)(2), that the requirement for such a report is inapplicable or unnecessary due to the nature of the requested financial assistance.

The proposed project and work by CCRMA is consistent with the approved Statewide Transportation Plan, included in the Statewide Transportation Improvement Program, and included in the approved metropolitan transportation plan of the Brownsville Metropolitan Planning Organization.

NOW, THEREFORE, IT IS DETERMINED that the request for financial assistance submitted by CCRMA meets the requirements of 43 TAC §27.53 and §27.54 and, in accordance with those provisions, the commission grants final approval of financial assistance in the amount of \$36,492,200, in the form of a grant, to be used for the purposes described herein, and authorizes the executive director to enter into a financial agreement with CCRMA.

d. Travis and Williamson Counties – Accept the audited financial statements of the Central Texas Turnpike System (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Finance Division Director Brian Ragland:

112120
FIN

Transportation Code, Chapter 228 and other applicable law authorizes the Texas Transportation Commission (commission) to issue toll project revenue bonds, bond anticipation notes, and other obligations to finance toll projects on the state highway system, and to enter into trust agreements and indentures of trust governing matters relating to the issuance of such obligations.

The commission issued toll project revenue bonds and other obligations to finance a portion of the costs of the Central Texas Turnpike System (system), a toll project composed initially of SH 130 (Segments 1 through 4), SH 45 North, and Loop 1 project elements (2002 Project). The commission also authorized the execution of an indenture of trust and four supplemental indentures to secure revenue bonds and other obligations issued for the 2002 Project. The Indenture of Trust dated July 15, 2002 (indenture) prescribes the terms, provisions and covenants related to the issuance of toll project revenue bonds and obligations to finance a portion of the costs of the 2002 Project.

Under Section 712 of the indenture, the commission covenants to prepare, or cause to be prepared, and file with the trustee no more than 120 days after the last day of each fiscal year, a financial report of the results of operations of the system for such fiscal year. The financial report is required to be certified by a certified public accountant and to contain an audited balance sheet, an audited statement of operations, and an audited statement of cash flows for such fiscal year. Audited financial statements, contained in the attached Exhibit A, have been prepared and filed with the trustee for the fiscal year ended August 31, 2009.

IT IS THEREFORE ORDERED by the commission that the audited financial statements of the system, attached as Exhibit A, is accepted.

Note: Exhibit A on file with minute order clerk.

ITEM 10. FINANCE

Various Counties – Concurrence with the Regional Transportation Council of the North Central Texas Council of Governments' funding of construction and other project development costs of projects to be advanced through the use of payments received from the North Texas Tollway Authority for the right to develop, finance, design, construct, operate and maintain the SH 121 toll project from Business SH 121 in Denton County to US 75 in Collin County (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Finance Division Director Brian Ragland:

112121
FIN

Transportation Code, §228.012 requires the Texas Department of Transportation (department) to create a separate account in the state highway fund to hold payments received by the department under a comprehensive development agreement (CDA), the surplus revenue of a toll project or system, and payments received under Transportation Code, §§228.0111(g)(2) and (i)(2).

The department is required to create subaccounts in the account for each project, system, or region, and to hold money in a subaccount in trust for the benefit of the region in which a project or system is located. Interest earned on money in a subaccount shall be

deposited to the credit of that subaccount. The department may assign the responsibility for allocating money in a subaccount to a metropolitan planning organization (MPO) in which the region is located.

The department has created subaccounts in the state highway fund to hold the payments received from the North Texas Tollway Authority (NTTA) for the right to develop, finance, design, construct, operate, and maintain the SH 121 toll project from Business SH 121 in Denton County to US 75 in Collin County (SH 121 payments).

Pursuant to Transportation Code, §228.012, the SH 121 payments may be used to pay the costs of a transportation project, highway project, or air quality project within a department district in which any part of the SH 121 toll project is located. Money must be allocated to projects authorized by Transportation Code, §228.0055 or §228.006, as applicable. The SH 121 toll project is located in the Dallas District. An air quality project is a project or program of the department or another governmental entity that the commission determines will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads.

In Minute Order 110727, dated October 26, 2006, the Texas Transportation Commission (commission) approved, and authorized the department's executive director to enter into, a memorandum of understanding (MOU) with the Regional Transportation Council (RTC), the transportation policy council of the North Central Texas Council of Governments (NCTCOG), a federally designated MPO, concerning the administration, sharing, and use of surplus toll revenue and CDA concession payments in the region served by the NCTCOG. The SH 121 toll project is located in the region served by the NCTCOG.

Responsibility for allocating the SH 121 payments has been assigned to the RTC under the MOU. The MOU provides that the selection of projects to be financed using those funds shall be made by the RTC, subject to commission concurrence. The projects are to be selected through a process which considers the desires of the cities and counties in which the project is located. The RTC has developed a plan for regional sharing of surplus toll revenue and CDA concession payments, based on the location of the toll project from which these revenues are derived and the residential location of toll users in the region served by the NCTCOG.

In Minute Order 112015, dated October 29, 2009, the commission clarified that commission concurrence in projects selected by the RTC to be financed with the SH 121 payments is limited to ensuring the funds are allocated to projects authorized by Transportation Code, §228.0055 or §228.006. Under Minute Order 112015, the department is required to disburse such funds in accordance with directions from the RTC to pay the costs of qualified projects.

The department has established a work program to account for and track projects and project costs in the Dallas District that are to be funded with the SH 121 payments. In Minute Order 111215, dated January 31, 2008; Minute Order 111439, dated July 31, 2008; Minute Order 111528, dated September 25, 2008; Minute Order 111553, dated October 30, 2008; Minute Order 111822, dated May 28, 2009; Minute Order 111854, dated June 25, 2009; Minute Order 111928, dated August 27, 2009; and Minute Order 112047, dated November 19, 2009, the commission concurred with certain projects identified by the RTC to be funded with those payments, and approved the placement of those projects in the

work program. The RTC, through an extensive public involvement process, has identified additional project costs in the Dallas District to be funded with the SH 121 payments, and for certain previously approved projects, has revised the amount of project costs that are to be funded with the SH 121 payments or the project location or description.

IT IS THEREFORE ORDERED by the commission that, pursuant to the MOU and Minute Order 112015, it concurs with the projects as shown in Exhibit A that have been selected by the RTC to be funded with the SH 121 payments and with the revisions to previously approved projects as shown in Exhibit B, and approves the placement of the projects in the work program with CONSTRUCT authority, to be developed consistent with applicable state and federal laws, regulations, and procedures. Pursuant to the finding of the RTC, the commission determines that the projects shown in Exhibit A are transportation or highway projects, or air quality projects that will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads, and are therefore eligible to be funded with the SH 121 payments.

IT IS FURTHER ORDERED that, unless otherwise approved by the commission, all direct costs associated with the projects for which federal and state funds have not been allocated shall be charged to this work program, including the costs of right of way acquisition, preliminary engineering, and construction engineering, and the costs of department staff incurred in the development, procurement, and construction of the projects.

Note: Exhibits A and B on file with minute order clerk.

ITEM 11. STATE INFRASTRUCTURE BANK

Designate additional entities authorized to appoint members to the State Infrastructure Bank (SIB) Rulemaking Advisory Committee created by the commission to advise the department on the development of rules for a program to make loans from the SIB using the proceeds of bonds issued under Transportation Code, §222.004 (Proposition 12 bonds) (MO)

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute order presented by Finance Division Director Brian Ragland:

112122
FIN

House Bill 1, 81st Legislature, First Called Session, 2009, enacted Transportation Code, §222.004, the enabling legislation for general obligation bonds, notes, and other public securities that may be issued by the Texas Transportation Commission (commission) to fund highway improvement projects (Proposition 12 bonds).

House Bill 1 also amended Rider 60 to the appropriations to the Texas Department of Transportation (department) in Senate Bill 1, 81st Legislature, Regular Session, 2009 (General Appropriations Act), to provide that \$1 billion in Proposition 12 bond proceeds shall be used to capitalize the State Infrastructure Bank (SIB) for the purpose of making loans to public entities.

Pursuant to Transportation Code, §222.077(d), the commission has adopted rules specifying the procedures and conditions by which an eligible entity may apply for and obtain financial assistance from the SIB in Title 43, Texas Administrative Code, Chapter 6

(SIB rules). The commission will be proposing amendments to the SIB rules to prescribe the procedures and conditions by which public entities may apply for and obtain loans of Proposition 12 bond proceeds from the SIB.

As authorized by Government Code §2001.031 and 43 Texas Administrative Code §1.85, the commission created, by Minute Order No. 111975 adopted September 24, 2009, the State Infrastructure Rulemaking Advisory Committee (committee) composed of seven members to advise the department and the commission with respect to contemplated rulemaking and authorized seven entities to each appoint one member to the committee.

Under Government Code §2001.031 and 43 Texas Administrative Code §1.85, the size of the committee is not limited and the commission may provide for the appointment of additional members.

IT IS THEREFORE ORDERED by the commission that the entities identified in the attached Exhibit A are each authorized to appoint members of the committee.

Note: Exhibit A on file with minute order clerk.

ITEM 12. OBLIGATION LIMIT REPORT

Status report on the FY 2010 Obligation Limit and report on the actual obligations utilized through January 2010 and proposed remaining highway maintenance and construction contract letting for the fiscal year.

This item was presented by Finance Division Director Brian Ragland.

ITEM 13. CONTRACTS

a. Award or Reject Highway Improvement Contracts

(1) Highway Maintenance and Department Building Construction (see attached itemized list) (MO)

Commissioner Houghton made a motion, seconded by Commissioner Meadows and the commission approved the following minute as recommended by staff and presented by Construction Section Director for Construction Section Ken Barnett:

112123
CST

Pursuant to Transportation Code, Chapter 223, Subchapter A, and Title 43, Texas Administrative Code, Chapter 9, Subchapter B, the Texas Department of Transportation (department) solicited and received sealed competitive bid proposals for maintenance of the State Highway System, which were publicly opened and read on January 5 and 6, 2010.

Pursuant to cited code provisions highway maintenance contract bids on a project may be accepted or rejected, but if accepted must be awarded to the lowest bidder.

An award is conditional in the event it is subject to Federal Highway Administration concurrence, third party funding or concurrence, and other conditions listed in the contract or an exhibit to this order.

The department recommends that the Texas Transportation Commission (commission) respectively award to the lowest bidder or reject, as indicated, those highway maintenance and department building construction contracts, with an engineer's estimated cost of \$300,000 or more, identified on attached Exhibit A to this order.

IT IS THEREFORE ORDERED by the commission that the contracts described in Exhibit A be and are hereby respectively awarded to the lowest bidder or rejected as indicated therein.

If a contractual requirement of award is not satisfied within the prescribed time limit, including any extension of time allowed by the executive director or the director's designee, by reason of the action or inaction of the successful low bidder on any contract, including, but not limited to, disadvantaged business/historically underutilized business participation, the contract is automatically in default and the executive director is authorized and directed to retain and deposit the related contract proposal guaranty to the credit of the State Highway Fund and to readvertise that project for competitive bids at the earliest practical subsequent date.

If a condition of award is not satisfied, including, but not limited to, reason of nonconcurrence of the Federal Highway Administration, the failure of a third party to fund or concur, or failure to meet other conditions in the contract or an exhibit to this order, the respective award is voided and the department will return the bid guaranty.

Note: Exhibit A on file with minute order clerk.

(2) Highway and Transportation Enhancement Building Construction (see attached itemized list) (MO)

Commissioner Houghton made a motion, seconded by Commissioner Underwood and the commission approved the following minute order as recommended by staff and presented by Construction Section Director for Construction Section Ken Barnett:

112124
CST

Pursuant to Transportation Code, Chapter 223, Subchapter A, and Title 43, Texas Administrative Code, Chapter 9, Subchapter B, the Texas Department of Transportation (department) solicited and received sealed competitive bid proposals for improvement of the State Highway System, which were publicly opened and read on January 5 & 6, 2010.

Pursuant to cited code provisions highway improvement contract bids on a project may be accepted or rejected, but if accepted must be awarded to the lowest bidder.

An award is conditional in the event it is subject to Federal Highway Administration concurrence, third party funding or concurrence, and other conditions listed in the contract or an exhibit to this order.

The department recommends that the Texas Transportation Commission (commission) respectively award to the lowest bidder or reject, as indicated, those highway and transportation enhancement building construction contracts identified on attached Exhibit A to this order.

IT IS THEREFORE ORDERED by the commission that the contracts described in Exhibit A be and are hereby respectively awarded to the lowest bidder or rejected as indicated therein.

If a contractual requirement of award is not satisfied within the prescribed time limit, including any extension of time allowed by the executive director or the director's designee, by reason of the action or inaction of the successful low bidder on any contract, including, but not limited to, disadvantaged business/historically underutilized business participation, the contract is automatically in default and the executive director is

authorized and directed to retain and deposit the related contract proposal guaranty to the credit of the State Highway Fund and to readvertise that project for competitive bids at the earliest practical subsequent date.

If a condition of award is not satisfied, including, but not limited to, reason of nonconcurrence of the Federal Highway Administration, the failure of a third party to fund or concur, or failure to meet other conditions in the contract or an exhibit to this order, the respective award is voided and the department will return the bid guaranty.

Note: Exhibit A on file with minute order clerk.

ITEM 14. ROUTINE MINUTE ORDERS

Commissioner Houghton made a motion, seconded by Commissioner Holmes and the commission approved the following minute orders presented by Executive Director Amadeo Saenz:

a. Donations to the Department

(1) Beaumont District – Consider a donation from Cowboy Motorcross Holdings, LLC for the relocation of an existing off-ramp on I-10 eastbound at FM 365 in Jefferson County (MO)

112125
GSD

This minute order considers a donation to the Texas Department of Transportation (department) from the Cowboy Motorcross Holdings, LLC of approximately \$246,743.03 in construction funds for the cost of relocating the existing off-ramp on I-10 eastbound at FM 365 in Jefferson County.

The department has determined that acceptance of the donation is in the best interest and welfare of the traveling public and will provide a significant public benefit.

Transportation Code, §201.206, authorizes the department to accept a donation in any form, including realty, personalty, money, materials, and services, for the purpose of carrying out its functions and duties. Government Code, Chapter 575, requires the governing board of a state agency to acknowledge the acceptance of a donation valued at \$500 or more by majority vote at an open meeting, not later than the 60th day after the date the donation is accepted. It also prohibits a state agency from accepting a donation from a person who is a party to a contested case before the agency until the 30th day after the date the decision in the case becomes final.

The Texas Transportation Commission (commission) has adopted 43 TAC §§1.500-1.506, which relate to the department's acceptance of donations. Section 1.503 prohibits acceptance of a gift or donation when the donor is subject to department regulation or oversight or when the donor is interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department, except as provided by that section. It also provides that the commission may approve the acceptance of a donation, notwithstanding the foregoing proscriptions in the rules, if it determines that acceptance would provide a significant public benefit and would not influence or reasonably appear to influence the department in the performance of its duties.

The commission finds that the donation furthers the department's responsibilities and that the donor is not a party to a contested case before the department and has not been a party to a contested case before the department during the last 30 days.

The commission also finds that the donor is not subject to department regulation or oversight, and that this donation will not influence or reasonably appear to influence the department in the performance of its duties.

The commission also finds that the donor is not interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department.

IT IS THEREFORE ORDERED by the commission that the donation of approximately \$246,743.03 from the Cowboy Motorcross Holdings, LLC is accepted. The executive director or the executive director's designee is authorized to execute all necessary documents under 43 TAC §1.504 to effect the acknowledgement of the donation.

(2) Construction Division – Acknowledge a donation from the Precast Concrete Manufacturers' Association of Texas (PCMA) for two department employee's travel expenses to visit two precast concrete plants in Philadelphia, PA. on January 12 – 13, 2010 (MO)

112126
GSD

This minute order acknowledges a donation of approximately \$1,458 from the Precast Concrete Manufacturers' Association of Texas (PCMA) for two department employees' travel expenses to visit two precast concrete plants in Philadelphia, PA on January 12 – 13, 2010.

The department has determined that acceptance of the donation is in the best interest and welfare of the traveling public and will provide a significant public benefit.

Transportation Code, §201.206, authorizes the department to accept a donation in any form, including realty, personalty, money, materials, and services, for the purpose of carrying out its functions and duties. Government Code, Chapter 575, requires the governing board of a state agency to acknowledge the acceptance of a donation valued at \$500 or more by majority vote at an open meeting, not later than the 60th day after the date the donation is accepted. It also prohibits a state agency from accepting a donation from a person who is a party to a contested case before the agency until the 30th day after the date the decision in the case becomes final.

The Texas Transportation Commission (commission) has adopted 43 TAC §§1.500-1.506, which relate to the department's acceptance of donations. Section 1.503 prohibits acceptance of a gift or donation when the donor is subject to department regulation or oversight or when the donor is interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department, except as provided by that section. It also provides that the commission may approve the acceptance of a donation, notwithstanding the foregoing proscriptions in the rules, if it determines that acceptance would provide a significant public benefit and would not influence or reasonably appear to influence the department in the performance of its duties.

The commission finds that the donation furthers the department's responsibilities and that the donor is not a party to a contested case before the department and has not been a party to a contested case before the department during the last 30 days.

The commission also finds that the donor is not subject to department regulation or oversight, and that this donation will not influence or reasonably appear to influence the department in the performance of its duties.

The commission also finds that the donor is not interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department.

IT IS THEREFORE ORDERED by the commission that the donation of approximately \$1,458 from PCMA is acknowledged. The executive director or the executive director's designee is authorized to execute all necessary documents under 43 TAC §1.504 to effect the acknowledgement of the donation.

(3) Traffic Division – Consider a donation from the American Traffic Safety Services Association (ATSSA) for department employees' registration to attend the 40th Annual Convention & Traffic Expo being held in San Antonio, Texas on February 14 – 18, 2010 (MO)

112127
GSD

This minute order considers a donation of approximately \$14,750 to the Texas Department of Transportation (department) from the American Traffic Safety Services Association for department employees' registration to attend the 40th Annual Convention & Traffic Expo being held in San Antonio, Texas on February 14 – 18, 2010.

The department has determined that acceptance of the donation is in the best interest and welfare of the traveling public and will provide a significant public benefit.

Transportation Code, §201.206, authorizes the department to accept a donation in any form, including realty, personalty, money, materials, and services, for the purpose of carrying out its functions and duties. Government Code, Chapter 575, requires the governing board of a state agency to acknowledge the acceptance of a donation valued at \$500 or more by majority vote at an open meeting, not later than the 60th day after the date the donation is accepted. It also prohibits a state agency from accepting a donation from a person who is a party to a contested case before the agency until the 30th day after the date the decision in the case becomes final.

The Texas Transportation Commission (commission) has adopted 43 TAC §§1.500-1.506, which relate to the department's acceptance of donations. Section 1.503 prohibits acceptance of a gift or donation when the donor is subject to department regulation or oversight or when the donor is interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department, except as provided by that section. It also provides that the commission may approve the acceptance of a donation, notwithstanding the foregoing proscriptions in the rules, if it determines that acceptance would provide a significant public benefit and would not influence or reasonably appear to influence the department in the performance of its duties.

The commission finds that the donation furthers the department's responsibilities and that the donor is not a party to a contested case before the department and has not been a party to a contested case before the department during the last 30 days.

The commission also finds that the donor is not subject to department regulation or oversight, and that this donation will not influence or reasonably appear to influence the department in the performance of its duties.

IT IS THEREFORE ORDERED by the commission that the donation of approximately \$14,750 from the American Traffic Safety Services Association is accepted. The executive director or the executive director's designee is authorized to execute all necessary documents under 43 TAC §1.504 to effect the acknowledgement of the donation.

(4) Wichita Falls District – Consider a donation from Pecan Pipeline Company for the construction of a left turn lane on FM 455 in Montague County (MO)

112128
GSD

This minute order considers a donation to the Texas Department of Transportation (department) from the Pecan Pipeline Company of approximately \$56,486 in construction funds for the cost of constructing a left turn lane along with beginning and ending transition lanes at the Pecan Pipeline Company entrance on FM 455 in Montague County.

The department has determined that acceptance of the donation is in the best interest and welfare of the traveling public and will provide a significant public benefit.

Transportation Code, §201.206, authorizes the department to accept a donation in any form, including realty, personalty, money, materials, and services, for the purpose of carrying out its functions and duties. Government Code, Chapter 575, requires the governing board of a state agency to acknowledge the acceptance of a donation valued at \$500 or more by majority vote at an open meeting, not later than the 60th day after the date the donation is accepted. It also prohibits a state agency from accepting a donation from a person who is a party to a contested case before the agency until the 30th day after the date the decision in the case becomes final.

The Texas Transportation Commission (commission) has adopted 43 TAC §§1.500-1.506, which relate to the department's acceptance of donations. Section 1.503 prohibits acceptance of a gift or donation when the donor is subject to department regulation or oversight or when the donor is interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department, except as provided by that section. It also provides that the commission may approve the acceptance of a donation, notwithstanding the foregoing proscriptions in the rules, if it determines that acceptance would provide a significant public benefit and would not influence or reasonably appear to influence the department in the performance of its duties.

The commission finds that the donation furthers the department's responsibilities and that the donor is not a party to a contested case before the department and has not been a party to a contested case before the department during the last 30 days.

The commission also finds that the donor is not subject to department regulation or oversight, and that this donation will not influence or reasonably appear to influence the department in the performance of its duties.

The commission also finds that the donor is not interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department.

IT IS THEREFORE ORDERED by the commission that the donation of approximately \$56,486 from the Pecan Pipeline Company is accepted. The executive director or the executive director's designee is authorized to execute all necessary documents under 43 TAC §1.504 to effect the acknowledgement of the donation.

b. Eminent Domain Proceedings**Various Counties – noncontrolled and controlled access highways (see attached itemized list) (MO)**112129
ROW

The Texas Transportation Commission (commission) of the State of Texas (state) has found in order to promote the public safety, to facilitate the safety and movement of traffic and to preserve the financial investment of the public in its highways, public necessity requires the laying out, opening, constructing, reconstructing, maintaining, and operating of the following highways in the state as a part of the State Highway System (highway system).

The commission has found and determined that each of the following listed parcels of land, same being more particularly described in the exhibits attached hereto, and such additional lesser estates or property interests described thereon, are necessary or convenient for use for such purposes and it is necessary to acquire fee simple title to said land, as provided by Texas Transportation Code, Subchapter D, Chapter 203, Sections 203.051, 203.052, and 203.054, as a part of the highway system to be constructed, reconstructed, maintained and operated thereon.

The commission has found in order to promote the public safety, to facilitate the safety and movement of traffic, to preserve the financial investment of the public in its highways and reconstructing, maintaining, and operating of Controlled Access Highways in the state as a part of the highway system at such locations as are necessary throughout the state and has determined that each of the following listed parcels of land, described in those Exhibits designated, identified and listed by an alphabetical exhibit reference under "CONTROLLED ACCESS" and same being more particularly described in the exhibits attached hereto and such additional lesser estates or property interests described thereon, are necessary and suitable for use for such purposes and it is necessary to acquire fee simple title to said land, as provided by law, as a part of the highway system to be so constructed, reconstructed, maintained, and operated thereon and in the exercise of the police power of the state for the preservation of human life and safety, and under existing laws, the highway to be constructed on each such parcel of land is designated as a Controlled Access Highway, and on such parcels of land listed herein where there is remaining abutting private property, roads are to be built as a part of said highway whereby the right of ingress and egress to or from the remaining private property abutting on said highway is to be permitted and/or denied, as designated and set forth on each of the exhibits attached hereto.

The commission, through its duly authorized representatives, has attempted to negotiate with the owner(s) of the parcels of land described in the attached exhibits and has been unable to agree with such owner(s) as to the fair cash market value thereof and damages, if any, or after diligent search of available records, numerous inquiries, and actual visits to the location of said parcels of land has been unable to locate the owner(s) of same so as to enter into negotiations for the purchase of said parcels of land.

IT IS THEREFORE ORDERED that the executive director is hereby authorized and directed to transmit this request of the commission to the attorney general to file or cause to be filed against all owners, lienholders and any owners of any other interests in

said parcels of land, proceedings in eminent domain to acquire in the name of and on behalf of the state, for said purposes, fee simple title to each such parcel of land as are more particularly described in each of the exhibits attached hereto and made a part hereof, and such additional lesser estates or property interests as are more fully described in each of said exhibits, save and excepting, oil, gas and sulphur, as provided by law, to wit:

NON-CONTROLLED ACCESS

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Dallas	SL 12	6	0353-05-105	5 & 5TE
Denton	FM 407	2	1950-01-034	8
Denton	FM 423	5	1567-02-029	22
Denton	FM 423	11	1567-02-030	5
Denton	FM 423	3	1567-02-030	61
Denton	SH 114	1	0353-02-066	10
Denton	SH 114	12	0353-02-066	17
Denton	SH 114	4	0353-02-067	18B & 18BE
Denton	SH 114	7	0353-02-067	12
Denton	SH 114	8	0353-02-067	18C & 18CE
Denton	US 380	9	0134-09-059	19
Denton	US 380	10	0134-09-059	20

CONTROLLED ACCESS

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Bell	IH 35	P	0015-06-082	53
Bell	IH 35	I	0015-06-082	21
Dallas	SL 12	B	0581-02-115	79 & 79AC
Dallas	SL 12	G	0581-02-115	80
Dallas	SL 12	E	0581-02-115	76
Dallas	SL 12	F	0581-02-115	64
Denton	SH 114	A	0353-02-067	21B & 21BE
McLennan	IH 35	N	0014-09-096	18 & 18AC
McLennan	IH 35	M	0014-09-096	5
McLennan	IH 35	O	0014-09-096	8
McLennan	IH 35	J	0014-09-096	20 & 20AC
McLennan	IH 35	L	0014-09-096	6AC
McLennan	IH 35	K	0014-09-096	16
McLennan	IH 35	Q	0014-09-096	38
McLennan	IH 35	H	0014-09-096	1
McLennan	IH 35	R	0014-09-096	27
McLennan	IH 35	S	0014-09-096	41
McLennan	IH 35	T	0015-01-219	30AC
McLennan	IH 35	U	0015-01-219	8 & 8AC
Rockwall	IH 30	C	0009-12-076	17 & 17E
Rockwall	IH 30	D	0009-12-076	16

Note: Exhibits 1 through 10 and A through Q on file with minute order clerk.

c. Finance**(1) Accept the quarterly cash report (MO)**112130
FIN

Texas Transportation Code, §201.107 requires the Texas Transportation Commission (commission) to prepare a quarterly statement containing an itemized list of all the money received by the Texas Department of Transportation (department) and the source of the money and of all money paid by the department and the purpose of the payment. The statement shall be filed in the records of the department and a copy submitted to the Governor. The report must comply with each reporting requirement applicable to financial reporting provided by the General Appropriations Act.

The cash statement will be prepared for each quarter of the department's fiscal year. A quarterly cash report for the department for the first quarter of Fiscal Year 2010, ending November 30, 2009, attached as Exhibit A, has been prepared in accordance with Texas Transportation Code, §201.107.

IT IS THEREFORE ORDERED by the commission that the quarterly cash report attached as Exhibit A is approved.

Note: Exhibit A on file with minute order clerk.

(2) Accept the Quarterly Investment Report (MO)112131
FIN

Government Code, Chapter 2256 (Public Funds Investment Act) authorizes the Texas Transportation Commission (commission) to purchase, sell, and invest its funds and funds under its control in investments authorized under the Public Funds Investment Act, in accordance with investment policies approved by the commission.

Government Code, §2256.005 requires the commission to adopt a written investment policy regarding the investment of its funds and funds under its control, including a separate written investment strategy for each of the funds or group of funds under its control, and to designate one or more officers or employees of the Texas Department of Transportation (department) as investment officer to be responsible for the investment of funds consistent with the investment policy.

Government Code, §2256.023 requires the designated investment officer to prepare and submit to the commission and the executive director, not less than quarterly, a written report of investment transactions for all funds covered by the Public Funds Investment Act for the preceding reporting period. The report must describe in detail the investment position of the department on the date of the report, and must be prepared jointly and signed by each investment officer.

Pursuant to this legislation, in Minute Order 108970, dated July 25, 2002, the commission approved and adopted a written investment policy and written investment strategy applicable to funds of the commission held under the Indenture of Trust dated July 15, 2002 securing the outstanding bonds, notes or other obligations issued by the commission to finance a portion of the cost of the initial phase of the Central Texas Turnpike System, also known as the 2002 Project. The investment policy and investment strategy have been amended pursuant to Minute Order 109066, dated October 31, 2002, Minute Order 109339, dated July 31, 2003, Minute Order 109462, dated

October 30, 2003, Minute Order 109732, dated July 29, 2004, Minute Order 109963, dated February 24, 2005, Minute Order 110087, dated May 26, 2005, Minute Order 110145, dated July 28, 2005, Minute Order 110617, dated July 27, 2006, Minute Order 111003, dated July 26, 2007, Minute Order 111490, dated August 28, 2008, and Minute Order 111931, dated August 27, 2009. The commission has designated the department's Chief Financial Officer, Director of Finance and Deputy Director of Finance as investment officers. The Debt Management Director is authorized to act as investment officer in the absence of the Chief Financial Officer, Director of Finance and the Deputy Director of Finance.

Section 9.0 of the investment policy requires the investment officer to prepare and submit to each member of the commission and the executive director of the department an investment report on no less than a quarterly basis. The report must be prepared in accordance with the requirements of that section, including containing sufficient information to provide for a comprehensive review of investment activity and current investment instruments and performance for the reporting period.

Quarterly investment reports will be prepared for each quarter of the department's fiscal year. A quarterly investment report for the 2002 Project for the period ending November 30, 2009, attached as Exhibit A, has been prepared in accordance with Government Code, §2256.023 and Section 9.0 of the investment policy.

IT IS THEREFORE ORDERED by the commission that the quarterly investment report attached as Exhibit A is accepted.

Note: Exhibit A on file with minute order clerk.

d. Highway Designation

Kimble County – Extend the designation of FM 2169 north to US 377 in Junction on the state highway system (MO)

112132
TPP

In KIMBLE COUNTY, officials have requested to extend the designation of FARM TO MARKET ROAD 2169 from its current terminus at Flatrock Lane, north along Flatrock Lane to a new terminus at US 377 in Junction, a distance of approximately 0.68 mile.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director has recommended that FM 2169 be extended on the state highway system.

IT IS THEREFORE ORDERED by the Texas Transportation Commission that FM 2169 be extended from its current terminus of Flatrock Lane, north along Flatrock Lane to a new terminus at US 377 in Junction, as shown in Exhibit A, a distance of approximately 0.68 mile.

Note: Exhibit A on file with minute order clerk.

e. Load Zones & Postings

Comanche and Williamson Counties – Revise load restrictions on various bridges on the state highway system (MO)

112133
BRG

The Texas Transportation Commission (commission) under provision of V.T.C.A., Transportation Code, §621.102, may set the maximum gross weight of a vehicle and its

load, maximum gross weight of a combination of vehicles and loads, maximum axle load, or maximum wheel load that may be moved over a state highway or a farm or ranch road if the commission finds that heavier maximum weight would rapidly deteriorate or destroy the road or a bridge along the road.

Pursuant to §621.102, a maximum weight or load may not exceed the maximum set by statute for that weight or load. This section does not apply to a vehicle delivering groceries, farm products, or liquefied petroleum gas.

An engineering and traffic investigation has been made to determine and fix the maximum loads that may be moved over the state highway system.

It has been determined from this investigation that the loads on certain bridges of the state highway system should be restricted or previous restrictions should be revised or removed.

IT IS THEREFORE ORDERED by the commission that the maximum load limits which may be moved over the bridges described in Exhibits A and B be placed, revised, or removed as set forth therein, superseding any portion of previous action in conflict. The executive director shall proceed with the erection of signs as appropriate, making the placement of these load limitations effective and operative.

Note: Exhibits A and B on file with minute order clerk.

f. Right of Way Dispositions and Donations

(1) Bexar County – SH Loop 1604 at FM 1535 in San Antonio – Consider the sale of a surplus drainage easement (MO)

112134
ROW

In the city of San Antonio, BEXAR COUNTY, on STATE HIGHWAY LOOP 1604, the State of Texas acquired an easement interest in certain land needed for highway drainage purposes by instrument recorded in Volume 4335, Page 72, Deed Records of Bexar County, Texas.

A portion of the easement (surplus easement), described in Exhibit A, is no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the sale of surplus easements.

HC Plaza Investments, L.P., a Delaware limited partnership, is the underlying fee owner and has requested that the surplus easement be sold for \$118,000.

The commission finds \$118,000 to be a fair and reasonable value for the state's rights and interest in the surplus easement.

NOW, THEREFORE, the commission finds that the surplus easement is no longer needed for a state highway purpose and recommends, subject to approval of the attorney general, that the Governor of Texas execute a proper instrument releasing the state's rights and interest in the surplus easement to HC Plaza Investments, L.P., a Delaware limited partnership, for \$118,000.

Note: Exhibit A on file with minute order clerk.

(2) Cameron County – FM 511/SH 550 from US 77/38 to SH 48 – Consider the acceptance of a donation of land for a highway improvement project (MO)

112135
ROW

In CAMERON COUNTY, on FARM TO MARKET ROAD 511/ STATE HIGHWAY 550 from US 77/83 to SH 48, the Texas Department of Transportation (department) is acquiring the right of way for a highway improvement project.

V.T.C.A., Transportation Code, §201.206, authorizes the department to accept donations of real property for the purpose of carrying out its functions and duties.

V.T.C.A., Government Code, Chapter 575, requires the Texas Transportation Commission (commission) to accept a gift or donation valued at \$500 or more by majority vote at an open meeting.

Brownsville Navigation District (owner) is the owner of the properties described in Exhibits A and B. The owner wants to donate these properties, estimated at \$521,269 and \$29,850, to the department for construction of a highway improvement project.

The owner may be subject to department regulations or oversight, but is not currently party to a contested case before the department. The owner may also be interested in or likely to become interested in a contract, purchase, payment, or claim with or against the department.

A donation agreement has been executed by the owner and tendered to the department for acceptance under Title 43, Texas Administrative Code, §1.504.

IT IS THEREFORE ORDERED by the commission that (1) the commission has determined that acceptance of this donation would provide a significant public benefit, and would not influence or reasonably appear to influence the department in the performance of its duties, and (2) the executive director is hereby authorized to accept the donation of real property, as described in Exhibits A and B, and the executive director or the director's designee is authorized and directed to sign and execute a donation agreement with the owner, in accordance with Title 43, TAC, §1.504.

Note: Exhibits A and B on file with minute order clerk.

(3) Dallas County – SH Loop 12, southeast corner at SH 180 in Dallas – Consider the sale of surplus right of way to the abutting landowner (MO)

112136
ROW

In the city of Dallas, DALLAS COUNTY, on STATE HIGHWAY LOOP 12, the State of Texas acquired certain land for highway purposes by instrument recorded in Volume 4051, Page 379, Deed Records of Dallas County, Texas.

A portion of the land (surplus land), described in Exhibit A, is no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the sale of surplus land to the abutting landowner.

Dallas Legacy Investments is the abutting landowner and has requested that the surplus land be sold for \$14,000.

The commission finds \$14,000 to be a fair and reasonable value for the state's rights, title and interest in the surplus land.

NOW, THEREFORE, the commission finds that the surplus land is no longer needed for a state highway purpose and recommends, subject to approval by the attorney general, that the Governor of Texas execute a proper instrument conveying all of the state's rights, title and interest in the surplus land to Dallas Legacy Investments for \$14,000; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's rights, titles and interests, if any, in and to all of the oil, gas, sulphur and other minerals, of every kind and character, in, on, under and that may be produced from the surplus land.

Note: Exhibits A and B on file with minute order clerk.

(4) Travis County – RM 1431, Whitestone Boulevard in Cedar Park – Consider the transfer of surplus right of way and quitclaim of surplus right of way to the city, removal from the system and transfer of control, jurisdiction and maintenance to the city (MO)

112137
ROW

In the city of Cedar Park, TRAVIS COUNTY, on RANCH TO MARKET ROAD 1431, the State of Texas acquired certain land by various instruments, and the state used certain land to which there is no record title in the state's or city's name.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director has recommended that a segment of the old alignment of RM 1431, known as Whitestone Blvd., shown on Exhibit A, be removed from the state highway system and that control, jurisdiction and maintenance be transferred to the city.

The surplus land acquired by the state (surplus state land), described in Exhibit B, and the surplus no-title land, described in Exhibit C, are no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may waive payment for real property transferred to a governmental entity if the estimated cost of future maintenance on the property equals or exceeds the fair value of the property and may recommend the quitclaim to the city of any interest that might have accrued to the state by use of the property, if there is no record title to the property.

The fair value of the surplus state land has been determined to be \$398,859, and the state's costs for maintenance over the next 10 years is estimated to be \$535,227.

The city has requested that the surplus state land be transferred to the city, that the surplus no-title land be quitclaimed to the city and that control, jurisdiction and maintenance be transferred to the city.

The commission finds \$398,859 to be a fair and reasonable value of the state's rights, title and interest in the surplus state land.

IT IS THEREFORE ORDERED by the commission that a segment of the old alignment of RM 1431, known as Whitestone Blvd., is removed from the state highway system and transferred to the city for control, jurisdiction and maintenance, a distance of approximately 1.057 miles.

FURTHER, the commission finds that the surplus state land and the surplus no-title land are no longer needed for a state highway purpose and recommends, subject to approval by the attorney general, that the Governor of Texas execute proper instruments

transferring the state's rights, title and interest in the surplus state land to the City of Cedar Park, Texas, in consideration of the savings to the state of future maintenance costs, and quitclaiming the state's rights and interest in the surplus no-title land to the City of Cedar Park, Texas; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's rights, titles and interests, if any, in and to all of the oil, gas, sulphur and other minerals, of every kind and character, in, on, under and that may be produced from the surplus state land.

Note: Exhibits A through C on file with minute order clerk.

(5) Travis County – US 290, old alignment of SH 20 west of Oak Hill – Consider the quitclaim of surplus right of way to the abutting landowner (MO)

112138
ROW

In TRAVIS COUNTY, on US 290, the State of Texas used certain land to which there is no record title in the name of the state or county.

A portion of the land (surplus land), described in Exhibit A, is no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the quitclaim of property to which there is no record title to abutting property owners at the request of the county or municipality.

Cindy Banks Carroccio is the abutting landowner and has requested that the surplus land be quitclaimed to her.

The county has requested that the surplus land be quitclaimed to the abutting landowner.

It is the opinion of the commission that it is proper and correct that the state quitclaim its rights and interest in the surplus land to the abutting landowner.

NOW, THEREFORE, the commission finds that the surplus land is no longer needed for a state highway purpose and recommends, subject to approval by the attorney general, that the Governor of Texas execute a proper instrument quitclaiming all of the state's rights and interest in the surplus land to Cindy Banks Carroccio.

Note: Exhibit A on file with minute order clerk.

(6) Williamson County – US 183, old alignment, at Park Street and RM 1431 in Cedar Park – Consider the exchange of right of way with the City of Cedar Park (MO)

112139
ROW

In the city of Cedar Park, WILLIAMSON COUNTY, on US 183, the State of Texas (state) acquired certain land for a state highway purpose by instrument recorded in Volume 260, Page 307, Deed Records of Williamson County, Texas.

A portion of the land (surplus land), described in Exhibit A, is no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the exchange of surplus land as whole or partial consideration for other land needed for a state highway purpose.

Land needed for a state highway purpose on RANCH TO MARKET ROAD 1431 (new land), described in Exhibit B, has been conveyed to the state by the city. The city has

requested that the surplus land be conveyed to them and will pay to the state the \$50,840 difference in value between the value of the surplus land and that of the new land pursuant to an executed exchange agreement.

It is the opinion of the commission that it is proper and correct that the state convey the surplus land to the city in exchange and as consideration for the conveyance of the new land and the cash payment of \$50,840 to the state.

NOW, THEREFORE, the commission finds that the surplus land is no longer needed for a state highway purpose and recommends, subject to approval by the attorney general, that the Governor of Texas execute a proper instrument conveying all of the state's rights, title and interest in the surplus land to the City of Cedar Park, Texas, in exchange and as consideration for the conveyance of the new land and the cash payment of \$50,840 to the state; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's rights, titles and interest, if any, in and to all of the oil, gas, sulphur and other minerals, of every kind and character, in, on, under and that may be produced from the surplus land.

Note: Exhibits A and B on file with minute order clerk.

g. Speed Zones

Various Counties – Establish or alter regulatory and construction speed zones on various sections of highways in the state (MO)

112140
TRF

Transportation Code, §545.352 establishes prima facie reasonable and prudent speed limits for various categories of public roads, streets and highways.

Transportation Code, §545.353 empowers the Texas Transportation Commission (commission) to alter those prima facie limits on any part of the state highway system as determined from the results of an engineering and traffic investigation conducted according to the procedures adopted by the commission.

The Texas Department of Transportation (department) has conducted the prescribed engineering and traffic investigations to determine reasonable and safe prima facie maximum speed limits for those segments of the state highway system shown in Exhibits A and B.

Exhibit A lists construction speed zones in effect when signs are displayed within construction projects. The completion and/or acceptance of each project shall cancel the provision of this minute order applying to said project and any remaining construction speed zone signs shall be removed.

Exhibit B lists speed zones for sections of highways where engineering and traffic investigations justify the need to alter the speeds.

It has also been determined that speed limits on various segments of the state highway system, previously established by the commission by minute order and listed in Exhibit C, are no longer necessary or have been incorporated by cities which have the authority to set speed limits on these sections of highways.

The department, in consultation with the Texas Commission on Environmental Quality, has also determined that the environmental speed limits on the segments of

STATE HIGHWAY 274 and FARM TO MARKET ROAD 51 established by Minute Order 108409, dated January 25, 2001, and listed in Exhibit D, is no longer necessary.

IT IS THEREFORE ORDERED by the commission that the reasonable and safe prima facie maximum speed limits determined in accordance with the department's "Procedures for Establishing Speed Zones" and shown on the attached Exhibits A and B are declared as tabulated in those exhibits. The executive director is directed to implement this order for control and enforcement purposes by the erection of appropriate signs showing the prima facie maximum speed limits.

IT IS FURTHER ORDERED that a provision of any prior order by the commission which is in conflict with a provision of this order is superseded to the extent of that conflict, and that the portions of minute orders establishing speed zones shown on the attached Exhibits C and D are canceled.

Note: Exhibits A through D on file with minute order clerk.

OPEN COMMENT PERIOD – At the conclusion of all other agenda items, the commission will allow an open comment period, not to exceed one hour, to receive public comment on any other matter that is under the jurisdiction of the commission. No action will be taken. Each speaker will be allowed a maximum of three minutes. Speakers must be signed up prior to the beginning of the open comment period.

Note: The commission received comments from Ellis County Press News Editor Joey Dauben; and representing Dallas County residents James Adams.

15. Executive Session Pursuant to Government Code, Chapter 551, Section 551

a. Section 551.071 – Consultation with and advice from legal counsel regarding any item on this agenda

b. Section 551.074 – Evaluate the performance of the executive director

Note: The commission recessed at 11:09 a.m. to meet in executive session to evaluate the performance of the executive director. The commission reconvened at 12:03 p.m.

The regular meeting of the Texas Transportation Commission adjourned at 12:04 p.m.

APPROVED:

Deirdre Delisi, Chair
Texas Transportation Commission

xxx

I hereby certify that the above and foregoing pages constitute the full, true and correct record of all proceedings and official records of the Texas Transportation Commission at its regular meeting on January 28, 2010, in Austin, Texas.

Dee Hernandez, Chief Minute Clerk
Texas Department of Transportation