

These are the minutes of the regular meeting of the Texas Transportation Commission held on June 27, 2013, Austin, Texas. The meeting was called to order at 9:00 am by Chairman Houghton with the following commissioners present:

**Texas Transportation Commission:**

Ted Houghton	Chairman
Fred Underwood	Commissioner
Jeff Austin III	Commissioner
Jeff Moseley	Commissioner
Victor Vandergriff	Commissioner

**Administrative Staff:**

Phil Wilson, Executive Director  
 Jeff Graham, General Counsel  
 Rose Guajardo Walker, Chief Clerk  
 Kristen Webb, Assistant Chief Clerk

Registration sheets listing others in attendance are on file with the Texas Department of Transportation Assistant Chief 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 4:48 p.m. on June 18, 2013, as required by Chapter 551, of the Government Code, referred to as "The Open Meetings Act."

**ITEM 1. Safety Briefing**

This item was presented by Deputy Executive Director John Barton.

**ITEM 2. Approval of Minutes of the May 30, 2013 meeting of the Texas Transportation Commission**

Commissioner Underwood made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0.

**ITEM 3. Resolution**

**Recognize Mario G. Medina, P.E., San Antonio District Engineer, upon his retirement from the department after 28 years of service**

This item was presented by Executive Director Phil Wilson. The commission also received comments from Mario G. Medina. The commission also received comments from Bexar County Commissioner, Precinct 3, Kevin Wolff

The chair took up item 6.

**ITEM 6. Unified Transportation Program (UTP)**

Approve updates to the 2013 UTP (MO)

Commissioner Underwood made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Director of Planning Marc Williams. The commission also received comments from Texas Senator Chuy Hinojosa, Texas Representative Todd Hunter, Texas Representative Abel Herrero, Corpus Christi Mayor Nelda Martinez, San Patricio County Judge Terry Simpson, Nueces County Judge Loyd Neal, Port of Corpus Christi Commissioner Judy Hawley, Hays County Commissioner Debbie Ingalsbe, and Hays County Commissioner, Precinct 3, Will Conley. The following registered their positions for but did not wish to speak: Corpus Christi Metropolitan Planning Organization Transportation Planning Director Tom Niskaln, Corpus Christi Engineering Services Director Dan Biles, Corpus Christi Intergovernmental Relations Director Tom Tagliabue, and Corpus Christi Chamber of Commerce Director of Public Affairs Ginny Cross.

113611  
TPP

Transportation Code, §201.991 provides that the Texas Department of Transportation (department) shall develop a Unified Transportation Program (UTP) covering a period of 10 years to guide the development of and authorize construction of transportation projects.

The Texas Transportation Commission (commission) has adopted rules in Title 43, Texas Administrative Code, Chapter 16, governing the planning and development of transportation projects.

The rules include guidance regarding the development of the UTP and any updates to the program, as well as public involvement requirements.

The 2013 UTP was approved by the commission on April 26, 2012, in Minute Order 113074 and revisions to the 2013 UTP were approved by the commission on June 28, 2012, in Minute Order 113162; August 30, 2012, in Minute Order 113250; October 25, 2012, in Minute Order 113319; December 13, 2012, in Minute Order 113401; January 31, 2013 in Minute Order 113444; March 28, 2013 in Minute Order 113526 and April 25, 2013 in Minute Order 113552.

On May 23, 2013, the department conducted public meetings across the state via WebEx, and a public hearing was held on June 4, 2013 to receive comments and testimony concerning the proposed updates to the 2013 UTP.

The updates to the 2013 UTP, as shown in Exhibit A, include revised funding allocations based on funds transfer requests and the authorization of funding for project priorities and program needs. In addition, this minute order updates project specific program lists, incorporates information regarding transportation development credit awards and remaining balances, and includes minor revisions and technical corrections. Preliminary 2014 UTP funding levels are included for informational purposes.

IT IS THEREFORE ORDERED by the commission that the updates to the 2013 UTP, as shown in Exhibit A, are hereby approved.

Note: Exhibit A is on file with the assistant chief clerk.

**ITEM 4. Aviation****Various Counties - Award federal and state grant funding for airport improvement projects at various locations (MO)**

Commissioner Underwood made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Aviation Division Director Dave Fulton.

113612  
AVN

The Texas Department of Transportation (department) is authorized under the federal Airport and Airway Improvement Act and the state Aviation Facilities Development and Financial Assistance Act to award federal and state funding for capital improvement projects and to assist in the development and establishment of airports in the state of Texas.

The airports listed in Exhibit A are currently in need of improvements to preserve the airports or to meet standards. The department recommends the award of federal and state grant funds for the improvements.

On Thursday, May 16, 2013, a public hearing was held. No comments were received.

IT IS THEREFORE ORDERED by the Texas Transportation Commission that the executive director, or the director's designee, is authorized to enter into any necessary agreements to fund, through the Aviation Facilities Grant Program, the projects described in Exhibit A at an estimated cost of \$4,002,538.

Note: Exhibit A is on file with the assistant chief clerk.

**ITEM 5. Public Transportation****a. Various Counties - Award state funds to public transportation providers for FY 2014 as appropriated by the 83rd Texas Legislature (MO)**

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Public Transportation Division Director Eric Gleason. The commission also received comments Texas Transit Association Chairman John McBeth.

113613  
PTN

The General Appropriations Act enacted by the 83rd Texas Legislature, Regular Session, appropriated \$60,682,135 for public transportation grants for small urban and rural areas of the state.

The Texas Transportation Commission (commission) desires to award \$29,655,567 for FY 2014.

Title 43, Texas Administrative Code, §31.11 establishes a formula by which public transportation funds shall be distributed to the small urban and rural areas of the state. The FY 2014 awards are shown in Exhibit A and have been calculated in accordance with the provisions of §31.11.

The General Appropriations Act enacted by the 83rd Texas Legislature, Regular Session, appropriated additional funds for public transportation grants to help mitigate

formula allocation impacts when using the 2010 Census. This minute order includes award of funds from that appropriation.

Transportation Code, Chapter 455 assigns a broad spectrum of public transportation roles and missions to the Texas Department of Transportation (department).

Transportation Code, Chapter 456 authorizes the commission to administer public transportation programs.

IT IS THEREFORE ORDERED by the commission that the executive director, or the director's designee, is hereby authorized to proceed with the awards as shown in Exhibit A and to enter into the necessary contracts for the FY 2014 program of projects upon completion of all application requirements by the local public transportation operators.

Note: Exhibit A is on file with the assistant chief clerk.

**b. Various Counties - Approve the transfer of Federal Transit Administration Section 5303, Metropolitan Transportation Planning funds, to the Federal Highway Administration (MO)**

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Public Transportation Division Director Eric Gleason.

113614  
PTN

The Texas Transportation Commission (commission) takes special note of its designation by the governor as the administering agency for the Federal Transit Administration (FTA) grant program, Metropolitan Planning Program (49 U.S.C. §5303) in a letter dated October 4, 2005, and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that these grant funds are distributed fairly and equitably within the state.

In federal fiscal year 1997, FTA and Federal Highways Administration (FHWA) began offering states the option of participating in the Consolidated Planning Grant (CPG) program for FTA §5303 planning funds and FHWA for metropolitan transportation planning, known as PL 112, funds thus reducing the level of administrative effort, and permitting state staff to improve planning activity oversight.

On February 19, 2013, the membership of the Association of Texas Metropolitan Planning Organizations (TEMPO) met and voted to request that the department pursue utilizing the CPG process.

The department met with representatives from TEMPO and concurs with their request. The department also acknowledges the administrative advantages and improved oversight of a consolidated program.

Transportation Code, Chapter 455 assigns a broad spectrum of public transportation roles and missions to the department.

Transportation Code, Chapter 456 authorizes the commission to administer funds appropriated for public transportation.

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to contact both federal transportation agencies and

request the funding transfer of FTA §5303 planning funds to FHWA beginning with federal fiscal year 2013 FTA funds and continuing for subsequent fiscal years, in accordance with the priorities established in this minute order.

**c. Various Counties - Approve Designated Recipient Status Regarding Federal Grants for Public Transportation under 49 U.S.C. §5310, Formula Grant for the Enhanced Mobility of Seniors and Individuals with Disabilities Program (MO)**

Commissioner Underwood made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Public Transportation Division Director Eric Gleason.

113615  
PTN

The Texas Transportation Commission (commission) desires for the Texas Department of Transportation (department) to assume the role of designated recipient in the urbanized areas of Houston and Conroe-The Woodlands for the Federal Transit Administration (FTA) grant program, "Formula Grants for the Enhanced Mobility of Seniors and Individuals with Disabilities" (49 U.S.C. §5310) to support the continued development of public transportation services for seniors and people with disabilities.

Moving Ahead for Progress in the 21st Century, also known as MAP-21, is the most recent federal transportation authorizing legislation, and it amended §5310. Among the amendments was a provision that apportions funding directly to urbanized areas with a population of 200,000 or more. Federal transportation statutes require the selection of a designated recipient in order to act as local administrator for the program, and transportation policy boards from the Houston-Galveston Area Council (H-GAC), as the Metropolitan Planning Organization (MPO) for both urbanized areas has requested that the department assume the role of designated recipient, for a limited time frame.

Prior to MAP-21, the department acted on the governor's behalf as designated recipient for the §5310 program statewide, including all urbanized areas over 200,000 in population.

On April 26, 2013, the transportation policy board for H-GAC met and voted to request that the department assume the role of designated recipient for the §5310 program for the Houston and the Conroe-The Woodlands urbanized areas. Transportation Code, Chapter 455 assigns a broad spectrum of public transportation roles and missions to the department. Transportation Code Chapter 456 authorizes the commission to administer funds appropriated for public transportation.

IT IS THEREFORE ORDERED that the executive director or his designee is authorized to communicate to the FTA and H-GAC that the department is accepting the status of designated recipient for the §5310 program for the Houston and the Conroe-The Woodlands urbanized areas, according to the boundaries described in this minute order.

**d. Various Counties - Various Counties - Rescind Minute Order 113426, dated January 31, 2013, and Award federal §5310 funds, Formula Grants for the Enhanced**

Mobility of Seniors and Individuals with Disabilities Program, and award transportation development credits for FY 2013 (MO)

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Public Transportation Division Director Eric Gleason.

113616  
PTN

The Texas Transportation Commission (commission) takes special note of its designation by the governor as the administering agency for the Federal Transit Administration (FTA) grant program, “Formula Grants for the Enhanced Mobility of Seniors and Individuals with Disabilities” (49 U.S.C. §5310), in a letter dated October 4, 2005; and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that grant funds are distributed fairly and equitably within the state.

Awards to transit operators are calculated in accordance with the formula in Title 43, Texas Administrative Code, §31.31. Projects are selected at the district office level following a consultation process with all local parties, including any existing Metropolitan Planning Organizations, and a local planning, and development process. Projects also meet the requirements of inclusion in a coordinated transportation plan as required 49 U.S.C. §5310 and administered through the provisions of Transportation Code, Chapter 461. Project recipients recommended for award are described in Exhibit A which includes funding for transit vehicles, information technology, preventive maintenance and purchase of service.

In January 2013, the commission awarded funds and Transportation Development Credits (TDC) to various agencies using the partial §5310 FY 2013 apportionments provided by FTA. Further guidance from FTA regarding MAP-21 changes in this program has resulted in some projects awarded under Minute Order 113426 to become eligible for funding administered in the large urbanized areas. To clarify the public record, the commission rescinds and withdraws Minute Order 113426 dated January 31, 2013.

In making the TDC award, the commission has considered the potential of the projects to expand the availability of funding for public transportation projects and finds that the projects meet the established program goals set forth in 43 TAC §5.102 to maximize the use of available federal funds particularly in situations in which federal funds otherwise would be unused because of the inability to provide the non-federal share, and to support public transit.

The commission finds that the projects in Exhibit A are eligible for funding and awards a total of \$6,899,682 in federal funds and 758,464 in TDC.

The commission also finds that the projects in Exhibit B are eligible for funding and awards a total of \$1,165,583 in federal funds.

Transportation Code, Chapter 455 assigns a broad spectrum of public transportation roles and missions to the department.

Transportation Code, Chapter 456 authorizes the commission to administer funds appropriated for public transportation.

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to proceed with the awards as described in Exhibits A and B, submit the necessary state application to FTA, and enter into the necessary contracts for the FY 2013 program of projects.

Note: Exhibits A and B are on file with the assistant chief clerk.

**e. Various Counties - Award federal and state funds, and transportation development credits to Texoma Area Paratransit System (MO)**

Commissioner Vandergriff made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Public Transportation Division Director Eric Gleason. The commission also received comments from Collin County Commissioner Chris Hill and TAPS Public Transit CEO Brad Underwood.

113617  
PTN

The Texas Transportation Commission (commission) takes special note of its designation by the governor as the administering agency for the Federal Transit Administration (FTA) grant programs, in a letter dated October 4, 2005; and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that grant funds are distributed fairly and equitably within the state.

Texoma Area Paratransit System, Inc has requested financial assistance to provide an employment related commuter service to employees and the general public based on a need identified in a regional plan and requested by local officials. Title 43, Texas Administrative Code §31.17 establishes a process by which projects may be evaluated and funds distributed.

The commission recognizes that state and federal law permits the substitution of TDC as the required non-federal match for projects. Title 43, Texas Administrative Code (TAC), §5.109 establishes a process by which TDC may be awarded at the discretion of the commission.

In making this award, the commission has considered the potential of the project to expand the availability of funding for public transportation projects and finds that the project meets the established program goals set forth in 43 TAC §5.102 to maximize the use of available federal funds, particularly in situations in which federal funds otherwise would be unused because of the inability to provide the non-federal share; and to support public transit.

The commission finds that the awards in Exhibit A are eligible for funding and awards a total of \$997,000 in federal and state program funds and 40,000 in TDC. Transportation Code, Chapter 455 assigns a broad spectrum of public transportation roles and missions to the department.

Transportation Code, Chapter 456 authorizes the commission to administer funds appropriated for public transportation.

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to proceed with the award as identified in Exhibit A, notify the entity in writing, and enter into the necessary contracts.

Note: Exhibit A is on file with the assistant chief clerk.

**ITEM 7. Office of Compliance and Ethics**  
Office of Compliance and Ethics Report

This item was presented by Office of Compliance and Ethics Director Suzanne Latimer.

**ITEM 8. Comprehensive Development Agreements**

**El Paso County** - Authorize the department to issue a request for qualifications for the development, design, construction, and maintenance of the Loop 375 Border Highway West Extension in El Paso County from Racetrack Drive near Doniphan Road and New Mexico 273 (west of downtown) to US 54 (east of downtown) in the City of El Paso (MO)

Commissioner Vandergriff made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Strategic Projects Division Director Ed Pensock.

113618  
SPD

Subchapter E, Chapter 223, Transportation Code prescribes the process by which the Texas Department of Transportation (department) may enter into a comprehensive development agreement (CDA) with a private entity that provides for the design, development, financing, construction, maintenance, repair, operation, extension, or expansion of an eligible project.

The department has been planning the proposed Loop 375 Border Highway West Extension Project (Loop 375 BHW Project) from Racetrack Drive near Doniphan Road and New Mexico 273 (west of downtown) to US 54 (east of downtown) in the City of El Paso, a distance of approximately 9 miles.

By Board Resolution adopted on May 8, 2013, the Board of Directors of the Camino Real Regional Mobility Authority (CRRMA) waived and declined to exercise the CRRMA's option to develop, finance, construct and operate the Loop 375 BHW Project pursuant to Transportation Code §373.055. In Minute Order 113594, dated May 30, 2013, the Texas Transportation Commission (commission) approved the department's determination to exercise its option to develop, finance, construct, and operate the Loop 375 BHW Project.

Senate Bill 1730, 83rd Legislature, 2013, authorized the department to enter into a CDA for the Loop 375 BHW Project. The project will add capacity by providing a new four-lane, controlled access facility supported by toll revenues from Racetrack Drive to the terminus of the existing Loop 375, in the vicinity of Santa Fe Street, a distance of approximately 7 miles. A two mile section at the eastern end of this facility will incorporate several improvements to the existing segment of Loop 375 from Santa Fe Street to US 54. This project would improve safety and mobility, enhance system continuity, and accommodate projected growth throughout this southwest section of El Paso.

The development and completion of the Loop 375 BHW Project could be expedited through the use of a public-private partnership agreement, and the employment of innovative methods for the development and financing of projects that are available with a public-private partnership agreement. Development of the Loop 375 BHW Project is a crucial element of responding to traffic congestion throughout the El Paso area. It is anticipated that the developer may be asked to carry construction costs for a period of time, currently projected to be 5 years or more, after substantial completion.

Transportation Code, §223.203 prescribes requirements for a CDA procurement and requires the department to publish a request for qualifications in the Texas Register that includes criteria that will be used to evaluate any qualification submittals, the relative weight given to the criteria, and a deadline by which qualification submittals must be received.

IT IS THEREFORE ORDERED by the commission that the department is authorized to publish in the *Texas Register* and in one or more newspapers of general circulation a request for qualifications to develop, design, construct, and maintain the Loop 375 Border Highway West Extension Project in El Paso County from Racetrack Drive near Doniphan Road and New Mexico 273 (west of downtown) to US 54 (east of downtown).

Note: Exhibit A is on file with the assistant chief clerk.

#### **ITEM 9. Toll Roads**

**a. Dallas and Tarrant Counties - Consider the approval of the department's determination to exercise its option to develop, finance, construct, and operate the SH 183 Managed Lanes Project in Dallas and Tarrant Counties, comprised of SH 183 from SH 121 to I-35E, including the interchange with SH 114, SH 114 from International Parkway to Loop 12, and Loop 12 from SH 183 to I-35E, and designate the SH 183 Managed Lanes Project as a toll project on the state highway system supported by toll revenue (MO)**

Commissioner Vandergriff made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Strategic Projects Division Director Ed Pensock.

113619  
SPD

The Texas Department of Transportation (department) and the North Texas Tollway Authority (NTTA) have been cooperating in the proposed reconstruction and redevelopment of State Highway 183 and connecting facilities in Dallas and Tarrant Counties, including SH 183 from just east of SH 121 to near Interstate 35E/Trinity Parkway (including the proposed Diamond Interchange Phase II), Loop 12 from SH 183 to I-35E and SH 114 from International Parkway to Loop 12 (SH 183 Managed Lanes Project).

The proposed construction would be completed in multiple phases. The project will be supported by toll revenues and the project scope includes reconstruction and widening of the existing facilities to provide for new managed lanes, additional general

purpose lanes, and additional frontage road lanes as well as potential managed lane connections between SH 183 and Loop 12 and SH 114.

In Minute Order 113045, dated March 29, 2012, the Texas Transportation Commission (commission) approved the department's determination to exercise its option to develop, finance, construct and operate the SH 183 project from SH 161 to I-35E, and in Minute Order 113312 designated that same segment of SH 183 as a toll project.

The commission, in Minute Order 113427, subsequently authorized the department to issue a request for qualifications for an expanded SH 183 Managed Lanes Project comprised of improvements to SH 183 from SH 121 to I-35E, and any additional connecting facilities necessary for connectivity and financing purposes, subject to, among other things, any necessary waiver by the NTTA of its option to develop, finance, construct, and operate facilities that are part of the project scope. Those connecting facilities may include SH 114 and Loop 12.

By Resolution 13-71, adopted on May 15, 2013, the Board of Directors of the NTTA confirmed the previous waiver of its option to develop, finance, construct, and operate the SH 183 Managed Lanes Project, including the additions of SH 114, Loop 12, and the North Tarrant Express, Segment 2E (SH 183 from SH 121 to SH 161), as described, and upon the terms, in the resolution.

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

Transportation Code, §203.003 authorizes the commission to lay out, construct, maintain, and operate a designated state highway, with control of access as necessary to facilitate the flow of traffic and promote the public safety and welfare.

The department has received environmental clearance from the Federal Highway Administration for each segment of the SH 183 Managed Lanes Project.

IT IS THEREFORE ORDERED by the commission that the department's determination to exercise its option to develop, finance, construct, and operate the SH 183 Managed Lanes Project, pursuant to Transportation Code, §373.053, is approved, and the project is authorized with CONSTRUCT authority.

IT IS FURTHER ORDERED that the SH 183 Managed Lanes Project is designated as a toll project on the state highway system supported by toll revenue.

IT IS FURTHER ORDERED that the SH 183 Managed Lanes Project is designated as a controlled access facility for the purpose of development, maintenance and operation.

Note: Exhibit A is on file with the assistant chief clerk.

**b. Chambers County - Establish new toll rate tables on SH 99 (Segment I-2) to align the tolling system with the current vehicle classification system in use by the department (MO)**

This item was deferred.

c. **Webb County** - Establish new toll rate tables on SH 255 to align the tolling system with the current vehicle classification system in use by the department (MO)

This item was deferred.

d. **Various Counties** - Approval to exceed contract term restrictions for the procurement of an indefinite deliverable contract for engineering services associated with toll system planning, development and implementation for transportation projects throughout the state (MO)

Commissioner Moseley made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Toll Operations Division Director Doug Woodall.

113620  
TOD

Title 43, Texas Administrative Code, §9.32(b)(1)(B) provides that for an indefinite deliverable architectural, engineering or surveying services contract, the contract period in which initial work authorizations may be issued may not be longer than two years after the date of contract execution, unless approved by the Texas Transportation Commission (commission) before the notice of intent posting date.

The Texas Department of Transportation (department) is currently in various stages of planning, procurement and negotiation with respect to multiple projects to be developed through the use of comprehensive development agreements, design-build agreements and other innovative-financed methods. The department intends to issue a notice of intent to solicit the services of a firm employing professional engineers and other professionals under an indefinite deliverable contract, and to issue work authorizations to that firm to provide various services related to those projects. More specifically, the department intends to enter into one indefinite deliverable contract for statewide toll system planning, development and implementation. Establishing a longer contract term is essential to allow these professionals to support and implement the various projects efficiently. The contract dollar value will be established by the executive director or the executive director's designee in accordance with Title 43, Texas Administrative Code, §9.32(b)(1)(A), and it is anticipated that this contract will be state funded.

IT IS THEREFORE ORDERED by the commission that the department is authorized to proceed with a solicitation for one indefinite deliverable contract limited to the provision of toll system planning, development and implementation services and that initial work authorizations may be issued up to but no later than five years after a contract is executed.

e. **Various Counties** - Consider the approval of a prohibition on the use of bicycles on limited-access and controlled-access toll projects on the state highway system (MO)

Commissioner Underwood made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was

presented by Toll Operations Division Director Doug Woodall. The commission also received comments from Lenore Shefman with Texas Cyclists, W. Preston Tyree with Austin Cycling Association, Bike Texas SRTS Program Manager Fernando Martinez, Bike Ambassador Durwood Mayfield with Cyclist Over State of Texas, Bruce Moore, Bike Austin Executive Director Tom Wald, Consultant Eileen Schaubert, Robert Brewer, Tyler Simpson with Tyler Bicycle Club, John Adair with Texas Cyclists and Bike Texas Executive Director Robin Stallings. The following did not wish to speak but registered their opinions against Susan Wilcox, Allison Mayfield with Bike Texas, Gayle Stallings and Leslie Lucino with Bike Texas.

113621  
TOD

The Texas Department of Transportation (department) is committed to planning, designing, and constructing facilities to safely accommodate bicyclists. However, the use of the mainlanes and adjacent mainlane shoulders of department toll projects by bicycles creates safety issues, as many of those toll projects are limited access or controlled access expressways that are designed and managed to have higher operating speeds than are typically allowed on nontolled state highways.

Transportation Code, §545.065 authorizes the Texas Transportation Commission (commission), by resolution or order recorded in its minutes, to prohibit the use of a limited access or controlled access highway under the jurisdiction of the commission by a parade, funeral procession, pedestrian, bicycle, electric bicycle, motor-driven cycle, or nonmotorized traffic.

The commission has determined that an order prohibiting bicycles from using the mainlanes and adjacent mainlane shoulders of department toll projects is necessary in order to protect the safety of the traveling public, including the safety of bicyclists and users of department toll projects.

This prohibition would not apply to facilities with no more than two mainlanes in each direction that are operated by other entities, and would not preclude the inclusion of shared use paths within the corridor of a department toll project for bicycle and pedestrian use, if the shared use paths are separated from the mainlanes and adjacent mainlane shoulders and sufficient right of way exists.

If the commission adopts a resolution or order under Section 545.065, the commission is required to erect and maintain official traffic control devices on the portions of the limited access or controlled access highway to which the resolution or order applies.

**IT IS THEREFORE ORDERED** by the commission that bicycles are prohibited from using the mainlanes and adjacent mainlane shoulders of limited access or controlled access toll projects on the state highway system; provided that this prohibition does not apply to toll projects with no more than two mainlanes in each direction that are operated by other entities.

**IT IS FURTHER ORDERED** that the department erect and maintain in accordance with the requirements of the Texas Manual on Uniform Traffic Control Devices regulatory signs concerning the prohibition of bicycles on the mainlanes and adjacent mainlane shoulders of toll projects designated by this minute order.

**IT IS FURTHER ORDERED** that the department evaluate the inclusion of shared use path, including options to fund, construct and maintain the shared use path

through agreements with others, within a toll project corridor that is separated from the mainlanes and adjacent mainlane shoulders where adequate right of way exists.

#### **10. Finance**

**a. El Paso County - Consider the final approval of a request for financial assistance from the Camino Real Regional Mobility Authority (CRRMA) in the form of a \$9.4 million loan to cover certain operations and maintenance expenses of the managed lanes on the Loop 375 César Chávez—Border Highway Project, from US 54 to Zaragoza Road in El Paso County (MO)**

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Innovative Financing and Debt Management Office Director Benjamin Asher. The commission also received comments from Camino Real Mobility Authority Vice Chairman Raymond Telles.

113622  
DMO

The Texas Department of Transportation (department) and the Camino Real Regional Mobility Authority (CRRMA) have been proceeding with the development of the Loop 375, César Chávez—Border Highway Project, from US 54 to Zaragoza Road in El Paso County (project), under the jurisdictional limits of the CRRMA as described in Minute Order 110573, dated June 29, 2006. The project includes the complete rehabilitation of the four existing lanes of Loop 375 from US 54 to Zaragoza Road as well as the construction of two new managed lanes along the same approximately nine mile corridor. After rehabilitation, the two existing lanes in each direction will remain non-tolled. The new single managed lanes will become toll lanes (managed lanes), thereby increasing the capacity of the existing facility to six lanes.

Texas 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. Texas 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 Texas Transportation Commission (commission). The commission has adopted rules in 43 Texas Administrative Code, Chapter 27, Subchapter E (toll equity rules) setting forth the policies and procedures by which the department will participate in the financing of a toll facility.

On June 14, 2007, the commission adopted Minute Order 110964 which approved a list of 12 candidate projects for development, construction, and operation as toll projects in the El Paso area, and authorized the initiation of the process for establishing terms and conditions for the development of market valuations for those toll projects. The commission subsequently amended the list of toll projects by Minute Order 110974, dated June 28, 2007. The managed lanes portion of the project is one of the toll projects on the amended list.

On August 27, 2007, by Minute Order 111070, the commission authorized an interest-free loan to the CRRMA in the amount of \$330,000 to be used to pay, among other things, the costs of independent financial and engineering (and other) advisors necessary for the evaluation of and negotiation with the department of the 12 candidate toll projects, including the managed lanes. On September 27, 2007, the department and the CRRMA entered into a financial assistance agreement (2007 FAA) memorializing the terms and conditions of the \$330,000 loan, which required repayment by the CRRMA from the toll revenues of any of the 12 candidate toll projects, including the managed lanes.

On March 26, 2009, the commission adopted Minute Order 111743, approving an interest-free loan to the CRRMA in the amount of \$1.1 million to be used to pay the costs of project management, data collection and evaluation, and preparation of a regional toll plan for four toll projects, including the managed lanes. On April 2, 2009, the department and the CRRMA entered into a financial assistance agreement which memorialized the terms and conditions of the \$1.1 million loan (2009 FAA) and which required the repayment of loan proceeds spent on any particular toll project from toll revenues generated by such toll project. Of the total of \$1.1 million disbursed under the 2009 FAA, \$343,594.59 was spent on the managed lanes and is therefore subject to repayment from toll revenues of the managed lanes.

On July 29, 2010, the commission approved Minute Order 112349, which approved the CRRMA's proposal to develop the project as improvements to the state highway system. The order also approved the CRRMA's application for financing in the amount of \$80.25 million, in the form of equity, and authorized the department to enter into a financial assistance agreement and a project development agreement with the CRRMA.

On April 18, 2011, the department and the CRRMA executed an Amended and Restated Market Valuation Agreement (market valuation agreement), which, among other things: (1) waived the requirements under Texas Transportation Code §228.0111 to develop a market valuation for the managed lanes; (2) set forth the terms and conditions for the development, construction, and operation of the managed lanes; and (3) established contingency plans should the managed lanes not be profitable at a certain point in time. On April 13, 2011, the CRRMA's Board of Directors passed a resolution by which the CRRMA exercised its option to develop the managed lanes, subject to the CRRMA's right to rescind its decision prior to the date the managed lanes are open to traffic.

On March 7, 2012, the department and the CRRMA entered into the Project Development Agreement – Loop 375 César Chávez—Border Highway Managed Lanes Project (project development agreement) under which the department agreed to develop, design, and construct the project on behalf of the CRRMA, and to operate and maintain the non-tolled portion of the project. Also pursuant to the project development agreement, the CRRMA agreed to design, construct, and install the tolling improvements, and to operate and maintain the managed lanes, subject to the CRRMA's right to rescind its option to do so prior to the opening date of the managed lanes.

Also on March 7, 2012, the department and the CRRMA executed a Second Amended and Restated Financial Assistance Agreement by which the department agreed to provide a grant to the CRRMA in an amount not to exceed \$80.25 million to be used for the procurement, design, and construction of the project.

As the CRRMA has exercised its right to primacy as to the operation and maintenance of the managed lanes and will require financial assistance to pay operation and maintenance costs of the managed lanes until toll revenues are sufficient to cover those costs, the CRRMA submitted a request to the department for a toll equity loan of up to \$9.4 million.

By Minute Order 113533 adopted on March 28, 2013, it was determined that the request for financial assistance submitted by the CRRMA met the applicable requirements of 43 Texas Administrative Code §§ 27.53 and 27.54(a) and, in accordance with those provisions, the commission granted preliminary approval of the request for financing in the form of a loan in an amount not to exceed \$9.4 million to cover certain operation and maintenance expenses of the managed lanes.

In accordance with § 27.54 of the toll equity rules, a financial assistance agreement with the CRRMA that complies with § 27.55 of those rules has been developed and negotiated. The agreement provides for a loan of up to \$9.4 million (operations and maintenance [O&M] loan) to pay operation and maintenance costs of the managed lanes in excess of toll revenues, with an interest fee of \$6 million to be reduced on a pro rata basis if less than \$9.4 million is drawn under the agreement. The agreement further provides for the consolidation of the O&M loan with \$673,594.59 of the amount due under the pre-development loans (consolidated loan), which together with the interest fee results in a total maximum amount of \$16,073,594.59 that must be paid in full to the department no later than December 31, 2050. In addition, should the managed lanes revert to a non-toll facility because toll revenues don't at least equal the operation costs by the later of 2028 or 15 years after the opening date as provided for in the market valuation agreement, the department will step in and undertake the operation and maintenance of the managed lanes and the CRRMA will remain obligated to repay the consolidated loan and the interest fee from the net revenues of other toll projects owned or operated by the CRRMA.

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

IT IS THEREFORE ORDERED that the application for financial assistance submitted by the CRRMA to borrow \$9.4 million to pay operation and maintenance costs of the managed lanes in excess of toll revenues is granted final approval, and the executive director or his designee is directed and authorized to execute and deliver a financial assistance agreement with the CRRMA that includes the terms described herein.

b. State Highway Fund Short-Term Borrowings - Approve resolutions authorizing the execution and delivery of direct lending agreements with financial institutions and the related issuance of up to \$750 million of State Highway Fund Revenue Flexible

Rate Revolving Notes; approve an amendment to the resolution authorizing the issuance of commercial paper notes to allow the department to deactivate the commercial paper program (MO)

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Innovative Financing and Debt Management Office Director Benjamin Asher.

113623  
DMO

Section 49-m, Article III, of the Texas Constitution provides that the Texas Legislature may authorize the Texas Transportation Commission (commission) to authorize the Texas Department of Transportation (department) to issue notes or borrow money from any source to carry out the functions of the department.

To carry out the functions of the department, Section 201.115, Texas Transportation Code, as amended (enabling act), authorizes the commission to authorize the department to borrow money in the form of an agreement, note, contract, or other form as determined by the commission; provided, however, that the amount of the loan (combined with any amounts outstanding on other loans under the enabling act) may not exceed an amount that is two times the average monthly revenue deposited to the State Highway Fund for the 12 months preceding the month of the loan.

The enabling act further provides that notes issued pursuant to the enabling act shall be considered a state security for purposes of Chapter 1231, Texas Government Code, and §1231.041, Government Code, provides that a state agency may not issue a state security unless the issuance is approved by the Texas Bond Review Board (board) or exempted under law from review by the board.

The enabling act and Chapter 1371, Texas Government Code, as amended, authorize the department to issue and enter into obligations payable from revenues provided by legislative appropriation for the purposes set out therein, and Chapter 1371 further authorizes the department to execute and deliver credit agreements with respect to such obligations.

Pursuant to Minute Order 110147, dated July 28, 2005, the commission approved a resolution (commercial paper resolution) authorizing the issuance of Texas Department of Transportation State Highway Fund Revenue Commercial Paper Notes, Series A, and approved the execution and delivery of agreements related thereto (enhancement agreements).

The enhancement agreement for the commercial paper notes is scheduled to expire on August 15, 2013 (current enhancement agreement) and, in anticipation of such expiration, the department has obtained proposals for short-term financing alternatives, including direct lending arrangements with financial institutions.

The department has presented resolutions to the commission to authorize the issuance of flexible rate notes (flexible rate notes) and the execution of direct lending facilities in the form of credit agreements (direct lending agreements) to permit the department to borrow money in the aggregate principal amount of up to \$750 million to carry out the functions of the department and to provide for the payment and security of amounts borrowed pursuant to the direct lending agreements.

The commission has determined it to be in the best interest of the state to authorize the department to issue flexible rate notes and execute direct lending agreements, in substantially the form presented with this minute order, and to authorize certain officers of the department to act on behalf of the department in the sale and delivery of flexible rate notes.

The commission has also determined it to be in the best interest of the state to permit the current enhancement agreement to expire in accordance with its terms, or terminate the current enhancement agreement upon the effective date of a direct lending agreement prior to the scheduled expiration of the current enhancement agreement, and to amend the commercial paper resolution to suspend the issuance of commercial paper notes until a replacement enhancement agreement is executed.

The flexible rate notes, and the related obligations of the commission and the department arising under and in connection with the direct lending agreements, are and shall be limited obligations of the department, payable solely from and to the extent of funds identified in the flexible rate notes and in the direct lending agreements, and the owners of the flexible rate notes shall have no recourse against any other funds or accounts of the commission, the department or the state for payment of the flexible rate notes or any other obligation arising under and in connection with the flexible rate notes and the direct lending agreements.

The resolutions authorizing the issuance of flexible rate notes and the execution of direct lending agreements (flexible rate note resolutions) are attached hereto as Exhibit A, and a resolution amending the commercial paper resolution to suspend the issuance of commercial paper notes is attached hereto as Exhibit B.

IT IS THEREFORE ORDERED by the commission that the flexible rate note resolutions, in substantially the form attached hereto as Exhibit A, with such changes as may be approved by an Authorized Representative (as such term is defined in the flexible rate note resolutions), are hereby approved by the commission, and the Authorized Representative is authorized and directed to execute and deliver such flexible rate note resolutions, with such changes as the Authorized Representative executing the same may approve, such approval to be conclusively evidenced by the execution of each flexible rate note resolution by the Authorized Representative.

IT IS FURTHER ORDERED by the commission that the flexible rate notes, in substantially the form provided in the flexible rate note resolutions, with such changes as may be approved by an Authorized Representative, are hereby approved by the commission, and the Authorized Representative is authorized and directed to sell and deliver flexible rate notes pursuant to the flexible rate note resolutions.

IT IS FURTHER ORDERED by the commission that the direct lending agreements, in substantially the form presented to the commission, with such changes as may be approved by an Authorized Representative, are hereby approved by the commission, and the Authorized Representative is authorized and directed to execute and deliver the direct lending agreements, with such changes as the Authorized Representative executing the same may approve, such approval to be conclusively evidenced by the execution of each direct lending agreement by the Authorized Representative.

IT IS FURTHER ORDERED by the commission that the Authorized Representative is authorized and directed to file with the board an application for approval or exemption, as applicable and necessary, in connection with the issuance of flexible rate notes.

IT IS FURTHER ORDERED by the commission that the resolution amending the commercial paper resolution, in substantially the form attached hereto as Exhibit B, is hereby approved by the commission, and the Authorized Representative is authorized and directed to execute and deliver such resolution, with such changes as the Authorized Representative executing the same may approve, such approval to be conclusively evidenced by the execution of the resolution by the Authorized Representative.

IT IS FURTHER ORDERED by the commission that any ancillary agreements, certificates, instructions, notices, instruments or other documents determined by an Authorized Representative to be necessary or appropriate in connection with the issuance of the flexible rate notes, the execution and delivery of the flexible rate note resolutions, the direct lending agreements, and the resolution amending the commercial paper resolution, or to carry out the intent of this order are hereby approved, and the Authorized Representative, on behalf of the commission, is authorized and directed to execute and deliver such ancillary agreements, certificates, instructions, notices, instruments or other documents.

IT IS FURTHER ORDERED by the commission that each member of the commission and each Authorized Representative is authorized and directed to perform all such acts and execute all such documents as may be necessary to carry out the intent of this order.

Note: Exhibit A is on file with the assistant chief clerk.

**Item 11. Contracts**

Award or reject contracts for maintenance, highway and building construction

**a. Highway Maintenance and Department Building Construction**

(see attached itemized list) (MO)

Commissioner Moseley made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Construction Division Director John Obr.

113624  
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 June 4 and 5, 2013, as shown on Exhibit A.

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 is on file with the assistant chief clerk.

**b. Highway and Transportation Enhancement Building Construction**  
(see attached itemized list) (MO)

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Construction Division Director John Obr.

113625  
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 June 4 and 5, 2013, as shown on Exhibit A.

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 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 is on file with the assistant chief clerk.

**ITEM 12. Eminent Domain Proceedings**

**Various Counties - Authorize the filing of condemnation proceedings to acquire real property by eminent domain for non-controlled and controlled access highways (see attached list) (MO)**

Commissioner Vandergriff made a motion that the Texas Transportation Commission authorize the Texas Department of Transportation to use the power of eminent domain to acquire the properties described in the minute order set forth in the agenda for the current month for construction, reconstruction, maintenance, widening, straightening, or extending the highway facilities listed in the minute order as a part of the state highway system, and that the first record vote applies to all units of property to be condemned. The motion was seconded and the following minute order was approved by Commissioner Houghton, Commissioner Underwood, Commissioner Meadows, Commissioner Austin and Commissioner Moseley (a vote of 5 – 0). This item was presented by Resource Management Section Director Gus Cannon.

113626  
ROW

To facilitate the safety and movement of traffic and to preserve the financial investment of the public in its highways, the Texas Transportation Commission (commission) finds that public necessity requires the laying out, opening, constructing, reconstructing, maintaining, widening, straightening, extending, and operating of the highway facilities listed below as a part of the State Highway System (highway system).

As provided for by Transportation Code, Chapter 203, Subchapter D, including Sections 203.051, 203.052, and 203.054, the commission finds and determines that each of the parcels of land listed below, and more particularly described in the attached

Exhibits (parcels), are necessary or convenient as a part of the highway system to be constructed, reconstructed, maintained, widened, straightened, or extended (constructed or improved) and it is necessary to acquire fee simple title in the parcels or such lesser property interests as set forth in the attached Exhibits.

The commission finds and determines that the highway facilities to be constructed or improved on the parcels identified and listed below under "CONTROLLED ACCESS" are designated as a Controlled-Access Highway in accordance with Transportation Code, Section 203.031; and where there is adjoining real property remaining after acquisition of a parcel, the roads are to be constructed or improved as a part of the highway facility with the right of ingress and egress to or from the remaining real property adjoining the highway facility to be permitted or denied, as designated and set forth on each of the attached Exhibits A - J. Where there is adjoining real property remaining after acquisition of a parcel with respect to the highway facilities to be constructed or improved on the parcels identified as listed below under "NON-CONTROLLED ACCESS," roads are to be constructed or improved as a part of the highway facility with the right of ingress and egress to or from the remaining real property adjoining the highway facility to be permitted or denied, as designated and set forth on each of the attached Exhibits 1 - 18, in accordance with Transportation Code, Sections 203.002 and 203.003.

The commission finds and determines that condemnation of the parcels is required.

IT IS THEREFORE ORDERED that the initiation of condemnation proceedings for the parcels is adopted and authorized by a single order for the parcels, and this first vote by the commission applies to all of the parcels.

IT IS FURTHER ORDERED that the executive director is hereby authorized to proceed to condemnation on the parcels and directed to transmit or cause to be transmitted this request of the commission to the Office of the Attorney General to file or cause to be filed against all owners, lienholders, and any owners of any other interests in the parcels, proceedings in condemnation to acquire in the name of and on behalf of the state, fee simple title to each parcel or such lesser estates or property interests as are more fully described in each of the attached Exhibits, save and excepting oil, gas, and sulfur, as provided by law, as follows:

NON-CONTROLLED ACCESS

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Collin	US 75	3	0047-14-071	38
Collin	US 75	4	0047-14-071	39
Collin	US 75	5	0047-14-071	44
Collin	US 75	6	0047-14-071	45
Collin	US 75	7	0047-14-071	46
Collin	US 75	8	0047-14-071	47
Dallas	SH 183	10	0094-03-100	8
Dallas	SL 12	11	0581-02-115	81
Dawson	SH 349	1	0380-06-016	21
McLennan	FM 1637	13	0833-03-040	29

McLennan	FM 1637	14	0833-03-040	31
McLennan	FM 1637	15	0833-03-040	38
McLennan	FM 1637	16	0833-03-040	39, 39E
McLennan	FM 1637	17	0833-03-040	40, 40E
McLennan	FM 1637	18	0833-03-040	124
Nueces	SH 358	2	0617-01-172	33A
Nueces	SH 358	12	0617-01-172	37A
Rockwall	FM 740	9	1014-03-058	2E

CONTROLLED ACCESS

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Dallas	SH 183	H	0094-03-098	63
Dallas	SL 12	A	0581-02-115	23
Dallas	SL 12	I	0581-02-115	79, 79AC
Harris	SH 99	C	3510-06-005	104, 104TE
Harris	SH 99	D	3510-06-005	143
Harris	SH 99	E	3510-06-006	382
Harris	SH 99	F	3510-06-006	384
Harris	SH 99	G	3510-06-006	386
Howard	IH 20	B	0005-05-106	4, 4AC
McLennan	IH 35	J	0015-01-221	104AC

Note: Exhibits A-J and 1-18 are on file with the assistant chief clerk.

**ITEM 13. Routine Minute Orders**

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 – 0. This item was presented by Executive Director Phil Wilson.

**a. Donations to the Department**

**Various Districts - Consider the acceptance of donations made to the department to include: (a) donations in any form, including realty, personalty, money, materials, or services, which are made to the department for the purpose of carrying out its functions and duties; and (b) donations from landowners, with land adjacent to a highway that is part of the state highway system, to construct an improvement on the highway right-of-way that is directly related to improving access to or from the owner’s land (See attached itemized list) (MO)**

113627  
CSO

Transportation Code, §201.206, authorizes the Texas Department of Transportation (department) to accept and acknowledge 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.

Transportation Code, §223.049 authorizes the department to contract with an owner of land adjacent to a highway that is part of the state highway system to construct an improvement on the highway right of way that is directly related to improving access to or from the owner's land.

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 donations further the department's responsibilities and that none of the donors are a party to a contested case before the department nor have been a party to a contested case before the department during the last 30 days.

The commission also finds that none of the donors are subject to department regulation or oversight, and that these donations will not influence or reasonably appear to influence the department in the performance of its duties.

The commission also finds that none of the donors are interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department.

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

IT IS THEREFORE ORDERED by the commission that the donations identified on the attached Exhibit A are approved for acceptance and acknowledgment. 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 donations.

Note: Exhibit A is on file with the assistant chief clerk.

**b. Right of Way Dispositions and Donations**

**(1) Harris County - I-10 at 7721 Washington Avenue in Houston - Consider the sale of a surplus district headquarters site (MO)**

113628  
ROW

In the city of Houston, HARRIS COUNTY, at 7721 Washington Avenue, located at the intersection of Washington Avenue and Interstate-10, the state of Texas acquired approximately 16.81 acres of land for highway purposes by instruments recorded in Volume 2154, Page 185, and Volume 5682, Page 11, Deed Records of Harris County, Texas.

A portion of the land (surplus land), described in Exhibit A, is no longer needed

for state highway purposes.

An easement interest over a portion of the surplus land is needed for continued use of existing highway and appurtenances including communication lines, sign structures and drainage structures (highway easement), described in Exhibit B, and is reserved to the state.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Department of Transportation advertised the surplus land for sale to the general public.

Silver Eagle Distributors, L.P., submitted a bid of \$24,225,000, which was the successful bid.

The Texas Transportation Commission (commission) finds \$24,225,000 to be a fair and reasonable value of the state's right, title and interest in the surplus land, subject to compliance with conditions described in the published notice of sale, including reservation of the highway easement.

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 right, title and interest in the surplus land to Silver Eagle Distributors, L.P., for a cash consideration of \$24,225,000; SAVE AND EXCEPT, however, there is excepted and reserved herefrom the highway easement and all of the state's right, title 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 are on file with the assistant chief clerk.

**(2) Jasper County - US 96, old alignment SH 8 at County Road 303 - Consider the quitclaim of surplus right of way to which there is no record title (MO)**

113629  
ROW

In JASPER COUNTY, on US Highway 96, 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.

Auburn K. Vincent and wife, Janice B. Vincent, are the abutting landowners and have requested that the surplus land be quitclaimed to them.

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

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

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 right and interest in the surplus land to Auburn K. Vincent and wife,

Janice B. Vincent.

Note: Exhibit A is on file with the assistant chief clerk.

**(3) Real County - US 83 approximately 12 miles north of Leakey - Consider the sale of surplus land to the abutting landowner (MO)**

113630  
ROW

In REAL COUNTY, on US Highway 83, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 16, Page 202, Deed Records of Real County, Texas.

The land (surplus land), shown on Exhibit A, is no longer needed for state highway purposes.

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.

H.E. Butt Foundation is the abutting landowner and has requested to purchase the surplus land for \$32,158.

The commission finds \$32,158 to be a fair and reasonable value of the state's right, 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 right, title and interest in the surplus land to H.E. Butt Foundation for \$32,158; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's right, title 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: Exhibit A is on file with the assistant chief clerk.

**(4) Wise County - FM 51 at Renshaw Park in Decatur, Wise County - Consider the acceptance of a donation of a drainage easement maintained by the state (MO)**

113631  
ROW

In WISE COUNTY, on FARM TO MARKET ROAD 51 at Renshaw Park in Decatur, Wise County, the Texas Department of Transportation (department) maintains an easement for drainage purposes.

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.

Wise County (owner) is the owner of the property described in Exhibit A and wants to donate this property, estimated at \$1,107, to the department for continued use as a drainage easement.

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 Exhibit A, 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: Exhibit A is on file with the assistant chief clerk.

**c. Release of Access**

**Dallas County - I-635 at Galloway Avenue in Mesquite - Consider the sale of access rights to the abutting landowner (MO)**

113632  
ROW

In the city of Mesquite, DALLAS COUNTY, on INTERSTATE 635, a designated controlled access highway, the state of Texas acquired and controls certain access rights to the highway facility to and from the abutting land by instrument recorded as Document #200600173411, Official Public Records of Dallas County, Texas.

A portion of the access rights (surplus access rights), shown on Exhibit A, is no longer needed for highway purposes.

QuikTrip Corporation, owner of a 2.017-acre tract of land conveyed by deed recorded as Document #201200371168, Official Public Records of Dallas County, Texas (QuikTrip Tract), is the landowner abutting the property line along which access is proposed to be released and has requested that the state sell the surplus access rights to QuikTrip for \$130,000.

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

The Texas Department of Transportation has determined that the sale of the surplus access rights is not expected to compromise the safety or add traffic volume in an amount to exceed the capacity of the existing highway.

It is the opinion of the commission that it is proper and correct that the state sell the surplus access rights to the abutting landowner for a cash consideration of \$130,000.

NOW, THEREFORE, the commission finds that the surplus access rights are 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 granting the state's interest in the surplus access rights to QuikTrip Corporation for a cash consideration of \$130,000.

IT IS FURTHER ORDERED that the surplus access rights will be exclusive to the QuikTrip Tract, and nothing in this order shall be construed to directly or indirectly approve conveyance of access rights to the properties abutting the QuikTrip Tract.

Note: Exhibit A is on file with the assistant chief clerk.

**d. Reports****(1) Report on Environmental Review of Projects****(2) Travis and Williamson Counties - Accept the Report of Actual Traffic and Revenue for the Central Texas Turnpike System (CTTS) (MO)**113633  
TOD

Transportation Code, Chapter 228 and other applicable law authorizes the Texas Transportation Commission (commission) to issue toll revenue bonds, bond anticipation notes, and other obligations to finance turnpike 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 has previously issued bonds and obligations, with approximately \$2,149,548,463 outstanding, to finance or refinance a portion of the costs of the Central Texas Turnpike System (system), pursuant to an Indenture of Trust and six supplemental indentures. The Indenture of Trust dated July 15, 2002 (Indenture), prescribes the terms, provisions and covenants related to the issuance of turnpike revenue bonds and obligations to finance a portion of the costs of the 2002 Project.

Section 501(c) of the Indenture covenants that for the first five full years of operation of the 2002 Project, the commission will provide to the Trustee a report showing the traffic and revenue of the system for the previous quarter.

Pursuant to Minute Order 111081, dated September 27, 2007, the 2002 Project was declared Substantially Complete as defined within the Indenture.

A report of actual traffic and revenue for the required period, attached as Exhibit A, has been prepared in accordance with Section 501(c) of the Indenture of Trust.

IT IS THEREFORE ORDERED by the commission that the report of actual traffic and revenue attached as Exhibit A is accepted.

Note: Exhibit A is on file with the assistant chief clerk.

**e. Speed Zones****Various Counties - Establish or alter regulatory and construction speed zones on various sections of highways in the state (MO)**113634  
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 the 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 the city which has the authority to set the speed limits on these sections of the highway.

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 portion of the minute order establishing the speed zones shown on the attached Exhibit C are canceled.

Note: Exhibits A - C are on file with the assistant chief clerk.

**ITEM 14. Executive Session Pursuant to Government Code, Chapter 551**

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

b. **Section 551.072** - Deliberation regarding the purchase or value of real property to be acquired for the Border Highway West project located in the city of El Paso.

The commission recessed at 11:26 a.m. and entered executive session.

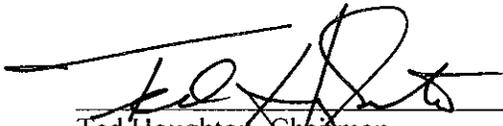
The commission reconvened the open meeting at 12:03 p.m.

**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.

The commission received comments from City of Brownsville Executive Director Rachel Flores.

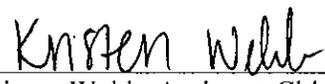
The regular meeting of the Texas Transportation Commission was adjourned at 12:06 p.m.

APPROVED:

  
\_\_\_\_\_  
Ted Houghton, Chairman  
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 June 27, 2013, in Austin, Texas.

  
\_\_\_\_\_  
Kristen Webb, Assistant Chief Clerk  
Texas Department of Transportation