

These are the minutes of the regular meeting of the Texas Transportation Commission held on February 28, 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
Bill Meadows	Commissioner
Jeff Austin III	Commissioner
Jeff Moseley	Commissioner

Administrative Staff:

Phil Wilson, Executive Director
 Jeff Graham, General Counsel
 Rose Walker, Chief Clerk
 Kristen Webb, Chief Minute Order Clerk

Registration sheets listing others in attendance are on file with the Texas Department of Transportation Chief Minute Order 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 4:27 p.m. on February 20, 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 Occupational Safety Division Director Jerral Wyer.

The commission received comments from state of Texas Representative Ed Thompson, Brazoria County Commissioner Matt Sebesta and Pearland Mayor Tom Reid.

The commission recessed at 9:32 a.m. and reconvened at 9:38 a.m.

ITEM 2. Approval of Minutes of the January 31, 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. Appointments

a. Federal Lands Access Program

Authorize the executive director to appoint representatives to the Programming Decisions Committee for the Federal Lands Access 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 Director of Planning Marc Williams.

113475
TPP

The Federal Lands Access Program (program) was established by Moving Ahead for Progress in the 21st Century (MAP-21). The program provides an opportunity for state, county, and local governments to implement a variety of transportation projects that provide access to, are adjacent to, or are located within federal lands in the state of Texas.

Title 23, United States Code, §204 mandates that each state create a Programming Decisions Committee (committee) to be comprised of a representative from the Federal Highway Administration, the state department of transportation, and any appropriate political subdivision of the state. The committee will make recommendations regarding projects to be funded under the program.

IT IS THEREFORE ORDERED by the Texas Transportation Commission that the executive director of the Texas Department of Transportation (department) shall appoint an employee of the department to serve on the committee.

IT IS FURTHER ORDERED that the executive director shall appoint an individual nominated by the County Judges and Commissioners Association of Texas to serve on the committee as the representative of political subdivisions of the state.

b. Grand Parkway Association

Appoint members to the Grand Parkway Association Board of Directors (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 Director of Planning Marc Williams. Jodie L. Jiles and Joe Slovacek registered an opinion for but did not wish to speak on this item.

113476
TPP

Pursuant to Transportation Code, Chapter 431, and Title 43, Texas Administrative Code, Chapter 15, Subchapter H, the Texas Transportation Commission (commission) has the authority to appoint members to the Board of Directors (board) of the Grand Parkway Association.

The board has nominated Mr. Jodie L. Jiles and Mr. Joe Slovacek to serve six-year terms on the board and has submitted the required documentation for review.

The board published an appropriate notice of the nominations and the proposed consideration by the commission at least 20 days prior to the date of this order, and has furnished the commission with the requisite publisher's affidavit.

Based upon the review and consideration of all relevant information as documented and filed with the commission, as well as the board's recommendation, it appears to the commission that the nominees are fully eligible and qualified to serve as members of the board in accordance with Transportation Code, Chapter 431, and Title 43 Texas Administrative Code, Chapter 15, Subchapter H.

IT IS THEREFORE ORDERED by the commission that effective on the date of this order, Jodie L. Jiles and Joe Slovacek are hereby appointed to serve as members on the board for the Grand Parkway Association, with terms expiring February 28, 2019.

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 4 – 0. Commissioner Moseley was absent for the vote. This item was presented by Aviation Division Director Dave Fulton.

113477
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, January 24, 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 \$13,676312.

Note: Exhibit A is on file with the minute order clerk.

ITEM 5. Public Transportation

a. Various Counties - Award federal and state funds to Midland Odessa Transportation Organization to support continuation of coordinated regional public transportation planning for FY 2013 (MO)

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 4 – 0. Commissioner Moseley was absent for the vote. This item was presented by Public Transportation Division Director Eric Gleason.

113478
PTN

The Texas Transportation Commission (commission) was designated by the governor as the administering agency for the Federal Transit Administration (FTA) grant program, Statewide and Nonmetropolitan Transportation Planning Program (49 U.S.C. §5304) in a letter dated October 4, 2005, and is required to ensure that these grant funds are distributed and utilized in accordance with guidance from FTA.

Under §5304, FTA provides the Texas Department of Transportation (department) with funds to be used for planning and coordination projects.

The commission desires to award \$23,236 of §5304 federal funds and state matching funds to Midland Odessa Transportation Organization (MOTOR MPO) to support the continued development of regionally coordinated planning in public transportation.

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 authorized to distribute funds as described above to MOTOR MPO, the lead agency responsible for regionally coordinated transportation planning in Planning Region 9, submit the necessary state application to the FTA, and enter into the necessary contracts in accordance with the priorities established in this minute order.

b. Various Counties - Award transportation development credits to Texoma Area Paratransit System to provide match to federal funds financing operating and capital expenses (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.

113479
PTN

The Texas Transportation Commission (commission) desires to award 619,211 Transportation Development Credits (TDC) to Texoma Area Paratransit Services (TAPS), the local transit system serving the urbanized area of Sherman and the surrounding rural counties, to be used as the local match for federally funded capital and operating projects.

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.

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

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 described above, and enter into the necessary contracts in accordance with the priorities established in this minute order.

ITEM 6. Design-Build Contract Award

Nueces and Kleberg Counties - Approve the selection of the developer who submitted the best value proposal to design, construct, and maintain the US 77 Upgrade from Kingsville to Driscoll Project, upgrading US 77 to interstate standards from north of Kingsville in Kleberg County to south of Driscoll in Nueces County and authorize the executive director of the department to execute a Design-Build Contract and Capital Maintenance Agreement with the selected proposer (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 Strategic Projects Division Director Ed Pensock.

113480
SPD

Transportation Code, Chapter 223, Subchapter F, prescribes the process by which the Texas Department of Transportation (department) may enter into a design-build contract (DBC) with a private entity that provides for the design, construction, expansion, extension, related capital maintenance, rehabilitation, alteration, or repair of a highway project on the state highway system. Transportation Code, §223.242 authorizes the department to enter into, in each fiscal year, up to three design-build contracts for highway projects with a construction cost estimate of \$50 million or more to the department.

The US 77 Project from Kingsville to Driscoll will upgrade US 77 to interstate standards from north of Kingsville in Kleberg County to south of Driscoll in Nueces County (US 77 Upgrade Project). The proposed upgrades will improve safety and mobility and foster economic development throughout South Texas.

On May 31, 2012, by Minute Order 113115, the Texas Transportation Commission (commission) authorized and directed the department to issue a request for qualifications (RFQ) for the development of US 77 Highway from E. Corral Avenue in the northern portion of the city of Kingsville in Kleberg County to south of the city of Driscoll in Nueces County. The department issued the RFQ on June 1, 2012, for the design, construction, and capital maintenance of the US 77 Upgrade Project, and subsequently determined that four of the six teams submitting qualifications statements in response to the RFQ were best qualified to be on the short list of teams that would be requested to submit detailed proposals to design, construct, and maintain the project.

Transportation Code, §223.246 and 43 TAC §9.153 permit the department to issue a request for proposals (RFP) from all private entities qualified for the short-list. On July 26, 2012, by Minute Order 113188, the commission authorized the department to issue an RFP for the US 77 Upgrade Project requesting detailed proposals from the short-listed teams. On September 5, 2012, the department issued an RFP requesting detailed proposals from the short-listed teams to design, construct, and maintain the US 77 Upgrade Project using a design-build contract and an associated capital maintenance

agreement. The RFP provided that a stipend in an amount based upon the value of the work product contained in the proposal that can, as determined by the department, be used in the performance of its functions, up to a maximum amount of twenty-five hundredths of one percent of the successful proposer's price for all work under the design-build contract would be paid to each proposer that submits a responsive, but unsuccessful, proposal.

On December 14, 2012, technical and price proposals were received from Webber, LLC, Route 77 Constructors, Austin-Bay, JV, and Anderson Columbia Co., Inc. All of the proposals were over the amount of available public funds designated for the project. It was determined that it was in the best interest of the state to issue revised RFP documents requesting a best and final offer (BAFO) from each proposer. Revised RFP documents were issued on January 28, 2013, which, among other things, revised the project limits to run from E. Corral Avenue in the northern portion of the city of Kingsville to County Road 12 south of the city of Driscoll. On February 14, 2013, proposal revisions were received from all proposers. From December 15, 2012 until February 27, 2013, the department evaluated technical and price proposals from the proposers.

The proposals were evaluated in the following categories: (1) Pass/Fail and Responsiveness; (2) Technical Score; and (3) Price Score. The proposals were first evaluated on the basis of certain pass/fail and responsiveness criteria set forth in the RFP. Next, the project development plans in the technical proposals were evaluated in the categories of technical solutions, project management plan, and quality management plan, using qualitative ratings of: meets minimum, fair, good, very good, and excellent. The technical proposals were assigned adjectival ratings and numerical scores for each evaluation subfactor. Points were assigned to the technical proposals based on those ratings and the weightings of the individual evaluation factors, with the sum of those points resulting in a total evaluation score, which was multiplied by a defined percentage to arrive at the Technical Score. To arrive at the Price Score, the Base Price Value was determined for each proposer, which is the sum, for each proposer, of the design-build price, the alternative technical concept price adjustments, and the maintenance price. The lowest Base Price Value of all proposers was then divided by the Base Price Value for a particular proposer, with the result being multiplied by a defined percentage to arrive at the Price Score. The price scores were determined without knowing which prices were submitted by which proposer.

The Technical Score points assigned to the technical proposal were then added to the Price Score points to determine the total number of points received by each proposal. The responsive proposal with the highest score was determined to provide the apparent best value.

The evaluation and scoring of each proposal under the Technical Score and Price Score categories, as well as the Pass/Fail review, resulted in the proposals being ranked in descending order as follows: Austin-Bay, JV; Anderson Columbia Co., Inc.; Route 77 Constructors; and Webber, LLC. The proposal submitted by Austin-Bay, JV was accordingly determined to provide the apparent best value.

IT IS THEREFORE ORDERED by the commission that the determination that the proposal submitted by Austin-Bay JV provides the apparent best value to the

department is approved, and the department is authorized and directed to commence and complete negotiations with Austin-Bay, JV necessary to finalize the design-build contract and the associated capital maintenance agreement to design, construct, and maintain the US 77 Upgrade Project from E. Corral Avenue in the northern portion of Kingsville in Kleberg County to County Road 12 south of Driscoll in Nueces County, and to modify the design-build contract and capital maintenance agreement as necessary as a result of such negotiations; should additional funds become available, the department is further authorized to increase the project limits to the original scope from the northern portion of Kingsville to County Road 16 south of Driscoll by issuance of change orders to the design-build contract and the capital maintenance agreement.

IT IS FURTHER ORDERED that the design-build contract and the associated capital maintenance agreement are awarded to Austin-Bay, JV subject to, and effective upon the occurrence of, all of the following: (1) the successful conclusion of negotiations; (2) the issuance of a Notice of Intent to Award by the department; (3) applicable FHWA approvals as identified by the department; and (4) the mutual execution and delivery of the design-build contract, including the capital maintenance agreement, by the executive director of the department and the proposer.

IT IS FURTHER ORDERED that if the executive director determines that the negotiations with Austin-Bay, JV cannot be successfully completed, and that therefore the proposal submitted by Austin-Bay, JV will not provide the apparent best value, the department is authorized to commence and complete discussions and negotiations with Anderson Columbia Co., Inc., the next highest ranked proposer, with award to the next highest ranked proposer subject to the terms and conditions in the immediately preceding paragraph of this order.

ITEM 7. Toll Roads

a. Various Counties - Approve the selection of the best value proposal to support the operation of the customer service center and back office system for current and future toll facilities, and authorize the executive director to negotiate and execute an agreement (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 Toll Operations Division Director Doug Woodall.

113481
TOD

Transportation Code §228.052 authorizes the Texas Department of Transportation (department) to enter into an agreement with one or more persons to provide, on terms approved by the department, personnel, equipment, systems, facilities, and services necessary to operate a toll project or system, including the operation of toll plazas and lanes and customer service centers and the collection of tolls.

The Texas Transportation Commission (commission) has adopted rules located at Title 43, Texas Administrative Code, §27.83 governing the requirements for soliciting proposals from private entities to operate a department toll project or system.

On October 26, 2012, the department issued a request for proposals (RFP) to procure services from a prime vendor with high quality systems to support the operation of the customer service center (CSC) and toll plazas for current and future toll facilities throughout the state, inclusive of all CSC services and toll operation services for the Central Texas Turnpike System. The RFP provided that the agreement would be awarded to the apparent best value proposer.

On January 9, 2013, proposals were received from four proposer teams, including (in alphabetical order) Gila LLC, dba MSB (Municipal Services Bureau), TransCore, Xerox State and Local Solutions, Inc., and 3M Motor Vehicle Systems & Services. The department reviewed each proposal for compliance with minimum qualifications and submittal requirements. Following the initial review, the department evaluated technical and price proposals from each of the four teams.

The technical proposals were evaluated in the following categories: system approach, technical approach, project management approach, key personnel qualifications, and quality management approach. Each proposal was evaluated using the qualitative ratings of unsatisfactory, meets minimum, fair, good, and excellent, and assigned adjectival ratings and numerical scores in each category. Points were assigned to the proposals based on those ratings and the weightings of the individual evaluation criteria. The points assigned to the technical proposals pursuant to the qualitative evaluations were then added to the points assigned to the price proposals to determine the total number of points received by each proposal. The scoring of the technical proposals and price proposals were weighted such that the technical proposal comprised 60% and the price proposal comprised 40% of the total score. The proposal with the highest score was deemed to provide the apparent best value.

The evaluations and scoring of each proposal resulted in the proposals being ranked as follows: (1) Xerox State and Local Solutions, Inc., (2) TransCore, (3) Gila LLC, dba MSB (Municipal Services Bureau, and (4) 3M Motor Vehicle Systems & Services. The proposal submitted by Xerox State and Local Solutions, Inc. was accordingly determined to provide the apparent best value.

IT IS THEREFORE ORDERED by the commission that the determination that the proposal submitted by Xerox State and Local Solutions, Inc. provides the apparent best value to the department is approved, and the department is authorized and directed to commence and complete negotiations with Xerox State and Local Solutions, Inc. as necessary to finalize the agreement.

IT IS FURTHER ORDERED that the agreement is awarded to Xerox State and Local Solutions, Inc. subject to and effective upon the successful conclusion of negotiations, and the mutual execution and delivery of the agreement by the executive director of the department and the proposer.

IT IS FURTHER ORDERED that if the executive director determines that an agreement satisfactory to the department cannot be negotiated with Xerox State and Local Solutions, Inc. or if, in the course of negotiations, it appears that the proposal submitted by Xerox State and Local Solutions, Inc. will not provide the overall best value, the department will formally end negotiations with Xerox State and Local Solutions, Inc. and is authorized to commence and complete negotiations with TransCore, the next highest-ranked proposer, with award to the next highest-ranked

proposer subject to the terms and conditions in the immediately preceding paragraph of this order.

b. Harris County - Authorize the executive director of the department to enter into an agreement with Harris County pursuant to Transportation Code, §373.006 and §373.103 for the use of state owned right of way by Harris County to develop, construct, operate, and maintain a toll project in the median of SH 249 between Spring Cypress Road and Brown Road, as part of the Harris County road system and, pursuant to Transportation Code, §284.008(d), approve Harris County's request that the toll project not become part of the state highway system (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. Chief Planning and Project Officer Russell Zapalac answered commission questions.

113482
SPD

Transportation Code, Chapter 373 gives Harris County (County) the primary responsibility to develop, construct, and operate toll projects located within its jurisdiction.

Transportation Code, Chapter 373 requires the Texas Department of Transportation (department) to assist the County in the financing, construction, and operation of a toll project by allowing the County to use state highway right of way owned by the department and to access the state highway system, provided that the County pay an amount to reimburse the state's actual costs to acquire the right of way.

Transportation Code, §373.006 authorizes the department and the County to enter into a toll project agreement that identifies the responsibilities of each party for project-related activities, and that may provide an alternative to the primacy determination process under Chapter 373 for toll project development.

Transportation Code, §373.103 requires the department and the County to enter into an agreement for any toll project for which the County intends to use state highway right of way. The agreement must ensure that the County's construction, maintenance, and operation of the project complies with the requirements of applicable state and federal law, and protects the interests of the Texas Transportation Commission (commission) and the department in the use of right of way for operations of the department.

The County proposes to construct, operate and maintain up to 8 toll lanes on state highway right of way in the median of State Highway 249 between Spring Cypress Road and Brown Road. The County has completed the schematic design, environmental documents, and final design of the facility. The department is in the process of reviewing the plans, specifications and estimates for the final design of the facility and has issued environmental clearance for the project, but additional evaluation and permitting may be needed and will be determined as additional design information becomes available.

The County has committed to fund the project and to reimburse the department in the amount of \$31,705,155 as reimbursement of the department's actual costs to acquire the right of way used for the project.

Transportation Code, §284.008 provides that a project becomes a part of the state highway system and the commission shall maintain the project without tolls once the bonds issued to finance the project are paid, unless the commission approves a request that the project will not become part of the state highway system. The County has proposed to develop the project as part of the Harris County road system and, pursuant to Transportation Code, §284.008(d), has requested that the project not become part of the state highway system.

IT IS THEREFORE ORDERED by the commission that the executive director of the department is hereby authorized to enter into an agreement with Harris County pursuant to Transportation Code, §373.006 and §373.103, for the for the use of state owned right of way by the County to develop, construct, operate, and maintain the SH 249 toll project between Spring Cypress Road and Brown Road as part of the county road system. The request that the project not become part of the state highway system is approved.

IT IS FURTHER ORDERED that the agreement shall require Harris County to reimburse the department's actual costs to acquire the right of way needed for this project, in the amount of \$31,705,155.

c. **Smith County** - Consider the removal from the state highway system and transfer to the North East Texas Regional Mobility Authority (NET RMA) of Segments 1, 2, 3A, and 5 of Loop 49, locally known as Toll 49 (LP 49), and the right of way underlying Segment 3B of LP 49, from SH 110 southeast of Tyler to Interstate 20 northwest of Tyler, upon NET RMA accomplishing substantial completion of Segment 3B (MO)

Commissioner Moseley made a motion, which was seconded, and the commission approved the following minute order by a vote of 4 – 0. Commissioner Austin abstained from voting. This item was presented by Director of Planning Marc Williams. The commission also received comments from the North East Texas Regional Mobility Authority Interim Executive Director Everett Owen.

113483
TPP

The Texas Department of Transportation (department) and the North East Texas Regional Mobility Authority (NET RMA) have been proceeding with the development of the Loop 49 facility in Smith County, part of a proposed outer loop around the city of Tyler.

The Loop 49 project, locally known as Toll 49, is currently comprised of five segments (1, 2, 3A, 3B, and 5), that extend from State Highway 110 to Interstate 20 (Toll 49 Project). The Toll 49 Project is an approximately 26 mile tolled highway system that traverses the south and west sides of Tyler, and includes two lanes of an ultimate four lane toll road. The Toll 49 Project is consistent with the Statewide Transportation Plan and the Metropolitan Transportation Plan of the Tyler Metropolitan Planning Organization.

There has been an increasingly critical need for an alternative route around the city of Tyler, in order to better serve the traveling public, relieve traffic congestion on

the existing highway system, and improve mobility in the rapidly developing Tyler area. Loop 323 currently serves as the main circumferential route around the city of Tyler, and is also heavily utilized as a north-south thoroughfare for Tyler in its western section. Loop 323, and portions of US 69 that serve as feeder routes to Loop 323, operate with unacceptable levels of service.

On March 31, 2011, the department and the NET RMA entered into a Project Development, Operation, and Maintenance Agreement for the Toll 49 Toll Highway System and Segment 3B Project (Project Agreement). The Project Agreement provides that the parties intend, after the NET RMA accomplishes the substantial completion of Segment 3B, and after compliance with the applicable requirements of Subchapter D of Chapter 228 of the Transportation Code and Title 43, Texas Administrative Code, §§27.11-27.16, that Segments 1, 2, 3A, and 5, and the right of way underlying Segment 3B, as depicted and described in Exhibit A of this order, be removed from the state highway system and transferred to the NET RMA.

Transportation Code, §228.151 authorizes the department to lease, sell, or transfer in another manner a toll project or system that is part of the state highway system, including a nontolled state highway or a segment of a nontolled state highway converted to a toll project, to a governmental entity that has the authority to operate a tolled highway. The Texas Transportation Commission (commission) and the governor must approve the transfer of the toll project or system as being in the best interests of the state and the entity receiving the project or system.

Transportation Code, §228.153 requires the governmental entity to reimburse the department for any expenditures of the department for the financing, design, development, construction, operation, or maintenance of the highway that have not been reimbursed with the proceeds of bonds issued for the highway, unless the commission finds that the transfer will result in substantial net benefits to the state, the department, and the public that equal or exceed that cost.

Pursuant to Transportation Code, §§228.151-228.154, the commission has adopted Title 43, Texas Administrative Code, §§27.11-27.16 to prescribe the policies and procedures governing commission approval of the lease, sale, or transfer of a toll project to a governmental entity that has the authority to operate a tolled highway.

On January 17, 2013, the NET RMA, in compliance with the requirements of 43 TAC §27.13, submitted a request to the executive director of the department for the removal from the state highway system and transfer to the NET RMA of Segments 1, 2, 3A, and 5 of Loop 49, and those parcels of real property owned by the department within Segment 3B, from SH 110 north of the city of Whitehouse to I-20 at Farm to Market 849, to be utilized by the NET RMA under Transportation Code, Chapter 370 for the operation and maintenance of a turnpike project. Under the request, attached as Exhibit B to this order, the removal and transfer would be effective upon the service commencement date for Segment 3B, estimated to be on or about March 31, 2013.

Under 43 TAC §27.13(e), a lease, sale, or transfer is subject to a prior public hearing in each county in which the project is located. In accordance with §27.13(e), the department conducted a public hearing on February 5, 2013 in Tyler, Texas, for the purpose of receiving comments from interested persons concerning the proposed removal from the state highway system and transfer to the NET RMA of segments of

Loop 49 from SH 110 to I-20. A summary of the public hearing is attached as Exhibit C to this order.

IT IS THEREFORE DETERMINED by the commission, having reviewed the NET RMA's request, and after having considered the conditions and requisites for such actions under Transportation Code, §228.151 and 43 TAC §§27.11-27.16, that the NET RMA has made the commitments required under 43 TAC §27.13, and that the proposed removal from the state highway system and transfer to the NET RMA of Segments 1, 2, 3A, and 5 of Loop 49, comprising the roadway facilities and underlying right of way, and the right of way underlying Segment 3B of Loop 49, from SH 110 to I-20:

1. is in the best interests of the state and the NET RMA; and
2. will not adversely affect:
 - (i) the financial viability of the Toll 49 Project; or
 - (ii) regional mobility.

IT IS FURTHER ORDERED by the commission that:

1. subject to the approval of the governor, the commission approves the removal from the designated state highway system and transfer to the NET RMA of Segments 1, 2, 3A, and 5 of Loop 49, comprising the roadway facilities and underlying right of way, and the right of way underlying Segment 3B of Loop 49, from SH 110 to I-20, as depicted and described in Exhibit A to this order, effective on the date of substantial completion of the work required to be performed by the NET RMA on Segment 3B;

2. the executive director is directed to forward this order to the governor of Texas for approval of the transfer in accordance with Transportation Code, §228.151;

3. repayment of any expenditures of the department for the financing, design, development, construction, operation, or maintenance of the Toll 49 Project is waived under Transportation Code, §228.153, as the transfer will result in substantial net benefits to the state, the department, and the public, including relieving the department of future operations and maintenance responsibilities for the Toll 49 Project, that equal or exceed those expenditures; provided that the waiver does not apply to the repayment of the State Infrastructure Bank loan, the Toll Equity loans, and any other financial assistance provided to the NET RMA for the Toll 49 project, and does not apply to the repayment of future operations and maintenance expenditures of the department;

4. the executive director is authorized and directed to negotiate and enter into a transfer agreement with the NET RMA necessary to implement this order consistent with applicable laws and regulations and the terms of the Project Agreement, including the transfer of legal title to the right of way and other interests generally depicted and described in Exhibit A to this order, by instrument acceptable to the department and the NET RMA and utilizing a legal description acceptable to the department.

Note: Exhibits A - C are on file with the minute order clerk.

d. Tarrant and Dallas Counties - Concur in the election of a chair and vice-chair of the committee formed pursuant to Transportation Code, §228.013 to make certain determinations concerning the distribution of financial risk, the method of financing, and the tolling structure and methodology for the SH 183 Managed Lanes Project, comprised of improvements to SH 183 from SH 121 to I-35E, and additional facilities necessary for connectivity and financing purposes (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 Strategic Projects Division Director Ed Pensock.

113484
SPD

The Texas Department of Transportation (department) and local stakeholders are currently analyzing options for the financing and delivery of the SH 183 Managed Lanes Project in Dallas and Tarrant Counties that includes the construction of tolled managed lanes, general purpose main lanes and frontage roads.

For certain toll projects of the department in which a private entity has a financial interest in the project's performance, Senate Bill 1420, 82nd Legislature, Regular Session, 2011, added Transportation Code, §228.013 requiring that the distribution of the project's financial risk; the method of financing for the project; and the tolling structure and methodology must be determined by a committee comprised of representatives from the department; any local toll project entity for the area in which the project is located; the applicable metropolitan planning organization; and each municipality or county that has provided revenue or right of way for the project (SB 1420 Committee).

The Texas Transportation Commission (commission) has adopted 43 TAC §§27.90-27.92 to implement Section 228.013 and define the process for the issuance of these determinations by an SB 1420 Committee (committee rules).

Under Section 27.92(a) of the committee rules, the requirement to form an SB 1420 Committee for the purpose of issuing a report containing the committee's determinations applies to department toll projects that will be developed under a concession agreement or availability payment contract. As the department and local stakeholders are analyzing options for the financing and delivery of the SH 183 Managed Lanes Project that include the development, construction, and operation of SH 183 from SH 121 to I-35E and any additional connecting facilities that are necessary for connectivity and financing purposes under a concession agreement, a SB 1420 Committee for the project was formed.

On February 14, 2013, the SB 1420 Committee for the SH 183 Managed Lanes Project in Dallas and Tarrant Counties met and elected Michael Morris, representing the North Central Texas Council of Governments, as chair of the committee and Alberta Blair, representing the County of Dallas, as vice-chair of the committee. Under Section 27.92(c) of the committee rules, an SB 1420 Committee's election of a chair and vice-chair is subject to the concurrence of the commission.

IT IS THEREFORE ORDERED that the Texas Transportation Commission hereby concurs with the election of Michael Morris as chair and Alberta Blair, as vice-chair of the SH 183 Managed Lanes Project in Dallas and Tarrant Counties SB 1420 Committee.

e. **Various Counties** - Consider the approval of a term sheet for a project agreement with the North Texas Tollway Authority (NTTA) to facilitate the development.

financing, construction, operation and maintenance of SH 360 in Ellis, Tarrant and possibly Johnson Counties from I-20 to US 287. The final project agreement will be subject to further commission approval (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 Strategic Projects Division Director Ed Pensock. The commission also received comments from Mansfield City Manager Clayton W. Chandler.

113485
SPD

Pursuant to Chapter 366, Transportation Code, the North Texas Tollway Authority (NTTA) may construct, operate, maintain, expand, or extend a toll project in Collin, Dallas, Denton, and Tarrant Counties, and in counties contiguous to those four counties. Under Chapter 373, Transportation Code, the NTTA has primacy rights and responsibility to develop, finance, construct and operate a toll project within its jurisdiction.

State Highway 360 is a planned 15 mile toll project in Tarrant, Ellis, and Johnson counties from just south of Interstate 20 to US 67. The planned toll project has been divided into two sections, Section 1, from just south of I-20 to US 287, and Section 2, from US 287 to US 67. The Texas Department of Transportation (department) and the NTTA have been evaluating the financing, design, construction, and operation of Section 1 of the project (SH 360 Project), initially consisting of four main lanes to Broad Street and two main lanes to US 287.

The department and the NTTA have been negotiating a term sheet for a project agreement with the NTTA to facilitate the development, financing, construction, operation and maintenance of the SH 360 Project in Ellis and Tarrant Counties and possibly Johnson County.

As provided in the term sheet, attached as Exhibit A to this order, the department and NTTA are negotiating to have the department assume primacy for the development, financing and construction of the initial SH 360 Project and for the NTTA to retain primacy for operations, maintenance and future expansion of the project upon completion of construction. The department retains the discretion to not proceed with the SH 360 Project if the department is unable to fund the project or execute a financing agreement with NTTA.

By Resolution No. 13-09, adopted on January 25, 2013, the NTTA Board of Directors (Board) authorized its executive director to negotiate a project agreement with the department consistent with the terms and conditions of the term sheet attached to the resolution, and to present the project agreement to the Board for its consideration.

IT IS THEREFORE ORDERED by the Texas Transportation Commission (commission) that the term sheet, attached as Exhibit A, is approved, and the executive director of the department is authorized and directed to negotiate a project agreement with the North Texas Tollway Authority prescribing the terms and conditions for the project delivery method, construction, operations and maintenance of the SH 360 Project, and to present the project agreement to the commission for approval.

IT IS FURTHER ORDERED that the executive director is also authorized and directed to negotiate the terms and conditions for the project financing of the SH 360

Project which will be the basis for a financing agreement with the North Texas Tollway Authority. Final execution of the financing agreement shall also be subject to commission approval.

Note: Exhibit A is on file with the minute order clerk.

f. Harris, Montgomery, and Chambers Counties - Establish new toll rate tables for portions of SH 99 (Grand Parkway) consisting of the tolled portion of Segment D in Harris County, and Segments E, F-1, F-2, G and I-2, replacing the rate tables previously set by the commission (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. Strategic Projects Division Director Ed Pensock answered commission questions.

113486
TOD

The Texas Department of Transportation (department) and the seven counties in the Houston area in which SH 99 (Grand Parkway) is located have been proceeding with the development of the Grand Parkway from SH 146 in Galveston County to SH 146 in Chambers County. In accordance with the requirements of Transportation Code §228.0111 and the policies included in Minute Order 111410, the department and the seven counties entered into a Market Valuation Waiver Agreement, effective March 25, 2009, in which the parties agreed on the terms and conditions for the development, construction, and operation of the Grand Parkway, agreed to waive the development of a market valuation of the Grand Parkway, and agreed to certain other provisions applicable to the development, construction, and operation of the Grand Parkway, including terms for establishing baseline toll rates and toll escalation policies applicable to the Grand Parkway.

Title 43, Texas Administrative Code, §27.82(d) provides that the Texas Transportation Commission (commission) will establish toll rates for the use of a toll project on the state highway system and prescribes criteria to be considered by the commission in setting toll rates. In setting toll rates, the commission considers: (1) the results of traffic and revenue studies and any schedule of toll rates established in a traffic and revenue report; (2) the requirements of project bond covenants, if applicable; and (3) vehicle classifications, type and location of the facility, and similar criteria that apply to the project. The terms and conditions of the Market Valuation Waiver Agreement provide the basis for the toll rates established in the traffic and revenue report for the tolled portion of Segment D in Harris County and Segments E, F-1, F-2, and G in Harris and Montgomery counties and Segment I-2 in Chambers County.

Pursuant to Minute Order 113399, dated December 13, 2012, the commission established initial toll rates and a toll escalation policy, consistent with the terms and conditions of the Market Valuation Waiver Agreement, as shown on Exhibit A for the tolled portion of Segment D in Harris County and Segments E, F-1, F-2, and G, which will comprise the initial elements of the Grand Parkway System to be operated on behalf of the commission by the Grand Parkway Transportation Corporation (GPTC).

In addition, Minute Order 113399 set new toll rates in place for the portion of Segment I-2 of the Grand Parkway being operated by the department outside the Grand Parkway System in Chambers County (Segment I-2 toll project).

The GPTC has determined that tolling points contemplated to be located at the Mason Road crossing of the Grand Parkway in Segment F-1 may not be placed in service until 2030. The GPTC has determined that the Mason Road tolling points should be deleted from the toll rate tables. The GPTC has determined that the toll rates for the mainlane tolling point east of Hardy Toll Road should be revised to account for revised influence distances. In addition, the GPTC has determined to place a new mainlane tolling point to be located between I-45 and Hardy Toll Road interchanges in Segment G and new ramp tolling points at ramps to I-45 North direct connectors in Segment F-2. The new tolling points and associated toll rates for the elements of the Grand Parkway System are shown in Exhibit A. The department has determined that toll rates for Segment I-2 should be revised on the toll tables shown in Exhibit A to reflect minor corrections in the calculation of center line distances between Segment I-2 tolling points. The toll rates for the tolling points set forth in Exhibit A for the Segments D, E, F-1, F-2, G, and I-2 will replace the toll rates for the tolling points set forth in Minute Order 113399. In all other respects, including toll escalation policy for the Grand Parkway, Minute Order 113399 remains in full force and effect as ordered by the commission.

IT IS THEREFORE ORDERED by the commission that the Grand Parkway Transportation Corporation is authorized to revise the tolling points for the tolled portion of Segment D of the Grand Parkway in Harris County and for Segments E, F-1, F-2, and Segment G of Grand Parkway in Harris and Montgomery counties, as set forth in Exhibit A.

IT IS FURTHER ORDERED by the commission that the Texas Department of Transportation is authorized to charge tolls at the revised toll rates and at the tolling points on Segment I-2 in Chambers County on the Grand Parkway Segment I-2 toll project as set forth in Exhibit A.

Note: Exhibit A is on file with the minute order clerk.

g. Travis, Caldwell and Guadalupe Counties - Approval of additional programs to be funded with payments received from SH 130 Concession Company, LLC under the SH 130, Segments 5&6 Facility Concession Agreement for the right to develop, finance, design, construct, operate, and maintain the SH 130 toll project from US 183 in Travis County to I-10 in Guadalupe County (SH 130 payments), and the allocation of funds from the SH 130 payments to those programs, and approval of additional projects to be funded from the SH 130 payments and the placement of those projects in work programs established for those payments (MO)

Commissioner Austin and Commissioner Underwood both 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 Guadalupe County Judge Larry Jones and Caldwell County Judge Tom D. Bonn.

113487
 TPP

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 and the surplus revenue of a department toll project or system.

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 in which the region is located for projects approved by the department.

The department has created subaccounts in the state highway fund to hold the payments received from the SH 130 Concession Company, LLC under the SH 130, Segments 5&6 Facility Concession Agreement for the right to develop, finance, design, construct, operate, and maintain the SH 130, Segments 5&6 toll project from US 183 in Travis County to IH 10 in Guadalupe County (SH 130 payments).

The Texas Transportation Commission (commission) previously approved projects to be funded with the SH 130 payments and approved the placement of those projects in work programs established for the Austin and San Antonio Districts. The department has established additional programs to account for and track projects in the Austin and San Antonio Districts that are to be funded with the SH 130 payments. Exhibit A to this order contains funding allocations from the SH 130 payments for those programs and additional projects to be funded with the SH 130 payments.

IT IS THEREFORE ORDERED by the commission that funds from payments received from SH 130 Concession Company, LLC for the right to develop, finance, design, construct, operate, and maintain the SH 130 toll project from US 183 in Travis County to I-10 in Guadalupe County shall be allocated to the programs and in the amounts shown in Exhibit A. Projects to be funded from those allocations or changes in the distribution of the allocations will be approved by the commission through updates to the department's Unified Transportation Program.

IT IS FURTHER ORDERED that the use of payments received from SH 130 Concession Company, LLC for the projects shown in Exhibit A, and the placement of those projects in work programs established for those payments, is approved.

Note: Exhibit A is on file with the minute order clerk.

ITEM 8. Pilot Project

Authorize the executive director to conduct a pilot project for the procurement of engineering, architecture, or surveying contracts (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 Deputy Executive Director John Barton. The commission also received comments from American Council of Engineering Companies of Texas President Steve Stagner.

113488
ADM

Government Code, Chapter 2254, prescribes the process by which the Texas Department of Transportation (department) may enter into professional services contracts for the procurement of engineering, architecture, and surveying services. To implement this process, the Texas Transportation Commission (commission) has adopted rules, which are codified in 43 Texas Administrative Code Chapter 9, Subchapter C.

There exists a potential to improve the detailed process used by the department to procure engineering, architecture, and surveying services by enhancing the efficiency and fairness of the process. There also exists a high level of risk associated with the importance of these contracts and their dollar value. For these reasons, instituting significant changes could greatly increase the department's risk if there is not a high degree of assurance that the changes will in fact improve the process. Moreover, implementing changes for all procurements through serial changes in rules would itself be inefficient and unnecessarily time consuming.

The best way to improve the department's procurement process for engineering, architecture, and surveying contracts while mitigating the risks within a reasonable time would be for the department to conduct trial procurements using improved procedures. This approach will allow improvements in the process to proceed with the most speed and the highest possible assurance of success.

IT IS THEREFORE ORDERED by the commission that the executive director or his delegee is authorized to conduct a pilot program for the procurement of engineering, architectural, and surveying services.

ITEM 9. Promulgation of Administrative Rules Under Title 43, Texas Administrative Code, and the Administrative Procedure Act, Government Code, Chapter 2001:

a. Final Adoption

(1) Chapter 3 - Public Information (MO)

Amendments to §3.12, Public Access (Access to Official Records)

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 General Counsel Jeff Graham.

113489
OGC

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §3.12 relating to access to official records 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 §3.12 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 are on file with the minute order clerk.

(2) Chapter 5 - Finance and Chapter 23 - Travel Information (MO)

Amendments to §5.42, Definitions, and §5.44, Exceptions (Payment of Fees for Department Goods and Services); the Repeal of §23.27, Magazine Ancillary Products (Texas Highways Magazine); and New Subchapter D, Promotional Product Program, New §§23.51-23.59; and New Subchapter E, Merchandising Program, New §§23.101-23.105

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 Travel Division Director Margo Richards.

113490
TRV

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §5.42, relating to definitions, and §5.44, relating to exceptions, the repeal of §23.27 relating to magazine ancillary products, and adopt new §§23.51-23.59, relating to a promotional product program and new §§23.101-23.105, relating to a merchandising program, all 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 - F, 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 and §5.44, the repeal of §23.27, new §§23.51-23.59, and new §§23.101-23.105 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 - F are on file with the minute order clerk.

b. Proposed Adoption

(1) Chapter 5 - Finance (MO)

Amendments to §5.107, Award by Commission, and §5.109, Discretionary Award (Transportation Development Credit Program)

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 Finance Division Director Brian Ragland.

113491
FIN

The Texas Transportation Commission (commission) finds it necessary to propose amendments to §5.107 and §5.109 relating to transportation development credit program 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 §5.107 and §5.109 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 are on file with the minute order clerk.

(2) Chapter 9 - Contract and Grant Management (MO)

New §9.40, Contract Under a Pilot Program (Contracting for Architectural, Engineering, and Surveying Services)

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 Deputy Executive Director John Barton.

113492
ADM

The Texas Transportation Commission (commission) finds it necessary to propose new §9.40, Contract Under a Pilot Program, relating to Contracting for Architectural, Engineering, and Surveying Services, to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the proposed new section, 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 new §9.40 is proposed for adoption and is 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 are on file with the minute order clerk.

ITEM 10. Office of Compliance and Ethics Report

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

ITEM 11. Regional Mobility Authorities**a. Cameron County Regional Mobility Authority**

Cameron County - Extend the deadline for beginning construction of the East Loop Project (State Highway 32) as previously approved in Minute Order 112249, which requires construction to begin within 36 months of the date of Minute Order 112249 (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.

113493
TPP

The Texas Transportation Commission (commission), by Minute Order 112249, dated April 29, 2010, designated the proposed East Loop Project as State Highway 32 in Cameron County along new location and portions of Farm to Market 1419, a distance of approximately 9.8 miles. The minute order also provided that the designation shall become null and void if construction of the East Loop Project (SH 32) does not begin within 36 months of the date of the minute order.

Subsequent to the April 29, 2010 minute order, the Cameron County Regional Mobility Authority (CCRMA) moved forward with project development for the East Loop Project (SH 32) in a diligent manner, performing preliminary engineering, conducting environmental studies and public involvement, and procuring final engineering design services. CCRMA remains committed to expediting and completing project development, but given the significant environmental coordination required for the project, it will likely not be ready to receive bids until 2015. Accordingly, CCRMA and the Texas Department of Transportation (department) are recommending the amendment of Minute Order 112249.

The commission finds that amendment of Minute Order 112249 to extend the deadline for beginning construction will facilitate the East Loop (SH 32) project, serves the public interest and is in the best interest of the state, is compatible with existing and planned transportation facilities, and serves to further state, regional and local transportation plans and goals.

IT IS THEREFORE ORDERED by the commission that in the event construction of the East Loop Project (SH 32) does not begin by August 31, 2015, the order shall become null and void.

IT IS FURTHER ORDERED that if the project is developed by an entity other than the department, the maintenance, control, and jurisdiction of the project will remain with the developing entity until the highway is opened to traffic as approved by the department.

b. Central Texas Regional Mobility Authority

Travis County - Consider the approval of the department's determination to exercise its option to develop, construct and finance the portion of US 71 in Travis County from east of US 183 to SH 130 (US 71 Corridor); authorize the

US 71 Corridor in Travis County, with CONSTRUCT authority; and authorize the executive director to negotiate and enter into an agreement with the Central Texas Regional Mobility Authority (CTRMA) for the delivery of the US 71 corridor project (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 Strategic Projects Division Director Ed Pensock. Central Texas Regional Mobility Authority Executive Director Mike Heiligenstein registered as a resource but did not wish to speak.

113494
SPD

The Texas Department of Transportation (department) and the Central Texas Regional Mobility Authority (CTRMA), have been evaluating the financing, design, construction, and operation of State Highway 71 from east of US 183 to just east of SH 130 (SH 71 Project) as a toll project.

SH 71 is a major thoroughfare for commuters traveling from downtown Austin to the Austin Bergstrom International Airport and for central Texas motorists traveling to Houston. Due to an increase in traffic and demand, there is a need to address operational and capacity deficiencies in this mobility constrained corridor. Proposed upgrades to SH 71 include the incorporation of tolled lanes, which would improve mobility in the area and meet future travel demand stemming from projected population growth. Improvements to this corridor are critical to the region's continued mobility and economic vitality.

Transportation Code, Chapter 373 establishes a process for providing local toll project entities, including the CTRMA, with the first option to develop, finance, construct, and operate toll projects located within the boundaries of the local toll project entity. By resolution adopted on February 27, 2013, the CTRMA Board of Directors elected to waive and declined to exercise the CTRMA's option to develop, finance, and construct the SH 71 Project. The Board of Directors further resolved to retain and not waive the CTRMA's option under Chapter 373 to operate any potential tolled lanes in the SH 71 Project.

Transportation Code, §373.053 provides that if a local toll project entity fails or declines to exercise its option to develop, finance, construct, and operate a toll project, the department has 60 days after that date to decide whether it will exercise its option to develop, finance, construct, and operate that project. The department has determined that its option to develop, finance, and construct the SH 71 Project should be exercised.

IT IS THEREFORE ORDERED by the commission that the department's determination to exercise its option to develop, construct, and finance, the SH 71 Project, pursuant to Transportation Code, §373.053, is approved, and the project is authorized with CONSTRUCT authority.

IT IS FURTHER ORDERED that the executive director is authorized and directed to negotiate an agreement with the Central Texas Regional Mobility Authority for the development, construction, and financing of the SH 71 Project, which will be subject to the commission's final approval.

ITEM 12. Private Activity Bonds**Tarrant County - Authorize the Private Activity Bond Surface Transportation Corporation to take any and all actions necessary for the issuance of the private activity bonds as part of the plan of finance for Segment 3A of the NTE Segments 3A and 3B Managed Lanes Project (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 Innovative Financing and Debt Management Officer Director Benjamin Asher.

113495
DMO

On October 30, 2008, pursuant to Chapter 431, Texas Transportation Code, and by Minute Order 111551, the Texas Transportation Commission (commission) authorized the creation of the Private Activity Bond Surface Transportation Corporation (corporation) to assist and act on behalf of the commission to promote and develop new and expanded public transportation facilities and systems including the issuance of bonds for comprehensive development agreement proposers approved by the commission.

On June 28, 2012, by Minute Order 113159, the commission authorized the executive director of the Texas Department of Transportation (department) to enter into a Facility Agreement (FA) with an affiliate of NTE Mobility Partners (NTEMP), to develop, design, construct, finance, maintain and operate the NTE Segments 3A and 3B Managed Lanes Project (project).

Pursuant to the FA, NTE Mobility Partners Segments 3 LLC (developer), an affiliate of NTEMP, will (1) finance, develop, design, construct, operate and maintain Segment 3A of the project and (2) upon satisfaction of certain conditions set forth in the FA and upon TxDOT Substantial Completion (as defined in the FA) of Segment 3B of the project, operate and maintain Segment 3B of the project in Tarrant County.

Also pursuant to the FA, the corporation will be obligated to issue private activity bonds (PABs) on behalf of the commission subject to certain conditions precedent, and if PABs are issued, the corporation will loan the bond proceeds to developer as part of the plan of finance for the completion of Segment 3A of the project.

In order to issue PABs, the corporation will be required to obtain an allocation from the United States Department of Transportation (DOT) of a portion of the \$15 billion of authorized PABs for qualified highway or surface freight transfer facilities and to file a notice of intent to issue and an application for approval of the issuance of bonds to the Texas Bond Review Board (BRB).

The corporation adopted an inducement resolution on October 10, 2012 authorizing such an application for PABs allocation with the DOT and the filing of a notice of intent to issue and an application with the BRB for the issuance of PABs for the project.

IT IS THEREFORE ORDERED by the commission that, with respect to the financing of Segment 3A of the project, the corporation is authorized to perform any function authorized by Subchapters A – C of Chapter 431 of the Texas Transportation

Code (chapter 431) and to perform any function not specified by chapter 431 but necessary to promote, finance, and develop the project as requested by developer, including the issuance of PABs and the lending of PAB proceeds to developer as part of the plan of finance for the project, all in accordance with and subject to the terms of the FA, any related agreement regarding the issuance of such PABs, and the corporation's authorizing resolutions and bond financing documents.

IT IS FURTHER ORDERED by the commission that the Executive Director, the Chief Financial Officer, and the General Counsel of the department, and the board of directors and officers of the corporation are authorized to execute and deliver any and all financing and other documents necessary for the issuance of such PABs by the corporation, and to take any and all actions necessary or appropriate to effect the delivery of such PABs in accordance with the terms and conditions of the FA, any agreement related to the FA with respect to the issuance of PABs, and the bond financing documents.

ITEM 13. Contracts

Award or reject contracts for maintenance, highway and building construction

a. Highway Maintenance and Department 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 Deputy Director Darren Hazlett.

113496
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 February 5 and 6, 2013.

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 minute order clerk.

b. Highway and Transportation Enhancement Building Construction

(see attached itemized list) (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 Construction Division Deputy Director Darren Hazlett.

113497
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 February 5 and 6, 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 minute order clerk.

ITEM 14. 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 Moseley 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.

113498
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 - O. 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 - 23, 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

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Cass	SH 77	9	0278-01-052	35
Collin	SH 121	2	0549-03-022	5
Collin	SH 121	3	0549-03-022	34
Collin	SH 121	20	0549-03-022	7
Collin	US 75	7	0047-14-071	25,25E
Collin	US 75	11	0047-14-071	32
Collin	US 75	12	0047-14-071	1
Collin	US 75	1	0047-14-071	21,21E
Collin	US 75	6	0047-14-071	3
Comal	FM 306	13	1728-02-055	7
Dallas	SH 183	21	0094-03-100	61
McLennan	FM 1637	18	0833-03-040	7
McLennan	FM 1637	17	0833-03-040	13
McLennan	FM 1637	19	0833-03-040	8
McLennan	FM 1637	16	0833-03-040	6
Montgomery	FM 1774	14	1400-04-027	220
Red River	SH 37	8	0189-01-008	2
Travis	FM 973	4	1200-03-048	15
Travis	FM 973	22	1200-03-048	10A
Travis	FM 973	15	1200-03-048	16
Travis	FM 973	10	1200-03-048	8
Travis	FM 973	23	1200-03-048	10B
Travis	FM 973	5	1200-03-048	17

CONTROLLED ACCESS

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Bell	IH 35	K	0015-04-083	136
Bell	IH 35	E	0015-14-123	80,80AC
Collin	US 75	A	0047-14-071	23
Dallas	IH 30	C	1068-04-132	6
Dallas	SH 183	M	0094-03-098	57
Dallas	SH 183	H	0094-03-098	59

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Dallas	SH 183	N	0094-03-100	53
Dallas	SH 183	G	0094-03-100	23
Dallas	SH 183	J	0094-03-100	60
Harris	Beltway 8	O	3256-01-101	1504
Harris	US 290	F	0050-09-083	621
Harris	US 290	B	0050-09-084	664
McLennan	IH 35	L	0015-01-221	115
Shelby	SL 500	D	3315-01-017	39
Tarrant	SH 121	I	0364-01-129	80

Note: Exhibits A-O and 1-23 are on file with the minute order clerk.

ITEM 15. Routine Minute Orders

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 Executive Director Phil Wilson.

a. Donations to the Department

(1) Travel Information Division - Consider a donation from the Lubbock Convention and Visitors Bureau to provide food, beverage, admission and transportation to area attractions, from various sponsors, to the department as part of its hosting the 58th Annual Texas Travel Counselors Conference in Lubbock, Texas on April 22-25, 2013 (MO)

113499
CSO

This minute order considers a donation from the Lubbock Convention and Visitor’s Bureau to provide food, beverage, and admission and transportation to area attractions, from various sponsors, to the Texas Department of Transportation (department) as part of its hosting the 58th Annual Texas Travel Counselors Conference in Lubbock, Texas on April 22-25, 2013. The estimated value of the donation is \$40,000.

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 with an estimated value of \$40,000 by the Lubbock Convention and Visitors Bureau is approved for acceptance. The executive director or the executive director's designee is authorized to execute all necessary documents under 43 TAC §1.504 to effect the acceptance of the donation.

(2) Dallas District - Consider a donation from Southern Methodist University (SMU) to provide payment for the costs associated with the installation of overhead guide signs on US 75 to the SMU Campus (MO)

113500
CSO

This minute order considers a donation from Southern Methodist University (SMU) to cover the costs associated with the installation of overhead guide signs on US 75 to the SMU Campus. The guide signs will direct the traveling public to the SMU main campus. The amount is estimated to be \$27,700.

The Texas Department of Transportation (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 estimated at \$27,700 from Southern Methodist University is approved for acceptance. The executive director or the executive director's designee is authorized to execute all necessary documents under 43 TAC §1.504 to effect the acceptance of the donation.

(3) Houston District - Consider a donation from HEB Grocery Company, LP, for the design and construction of a widening of SL 336 to four lanes, including a continuous left turn lane along SL 336 to the donor's facility at the White Oak Market Commercial site development in Montgomery County (MO)

113501
CSO

This minute order considers a donation from HEB Grocery Company, LP, for the design and construction of the widening of State Loop 336 to four lanes, including a continuous left turn lane along SL 336 to the donor's facility at the White Oak Market Commercial site development in Montgomery County. All design and construction work will be provided by the donor, its consultant or contractor. In addition, the donor will pay the Texas Department of Transportation's (department) direct and indirect costs to review, monitor and inspect the work that is on the state right of way. The estimated value of the donation is \$321,000.

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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by HEB Grocery Company, LP, estimated at \$321,000 is approved for acceptance. 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) Lubbock District - Consider a donation from Cargill, Inc., for the design and construction of deceleration and acceleration lanes adjacent to the donor's new cattle feed manufacturing facility located along US 60, near Bovina, Texas (MO)

113502
CSO

This minute order considers a donation from Cargill, Inc., for the design and construction of deceleration and acceleration lanes adjacent to the donor's new cattle feed manufacturing facility located along US Highway 60, near Bovina, Texas. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$500,000.

Transportation Code, §201.206, authorizes the Texas Department of Transportation (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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by Cargill, Inc., estimated at \$500,000 is approved for acceptance. 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.

(5) San Antonio District - Consider a donation from Kahlig Motor Company, for the design and construction of intersection improvements and right turn lane on the Eastbound I-10 frontage road in Bexar County for a new commercial development located East of Milsa Lane (MO)

113503
CSO

This minute order considers a donation from Kahlig Motor Company, for the design and construction of intersection improvements and right turn lane on the Eastbound Interstate 10 frontage road in Bexar County for a new commercial development located east of Milsa Lane. All design and construction work will be provided by the donor, its consultant or contractor. The estimated value of the donation is \$38,900.

Transportation Code, §201.206, authorizes the Texas Department of Transportation (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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by Kahlig Motor Company, estimated at \$38,900 is approved for acceptance. 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.

(6) San Antonio District - Consider a donation from Lanpar Holdings, LP., for the design and construction of a left turn lane and right turn lane on SH 46 in Kendall County for an apartment complex near Herff Ranch (MO)

113504
CSO

This minute order considers a donation from Lanpar Holdings, LP., for the design and construction of a left turn lane and right turn lane on State Highway 46 in Kendall County for an apartment complex near Herff Ranch. All design and construction work will be provided by the donor, its consultant or contractor. The estimated value of the donation is \$175,000.

Transportation Code, §201.206, authorizes the Texas Department of Transportation (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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by Lanpar Holdings, LP., estimated at \$175,000 is approved for acceptance. 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.

(7) San Antonio District - Consider a donation from No. 9 Depot for the design and construction of a right turn lane on SH 46 in Kendall County for a retail development near Esser Road (MO)

113505
CSO

This minute order considers a donation from No. 9 Depot for the design and construction of a right turn lane on State Highway 46 in Kendall County for a retail development near Esser Road. All design and construction work will be provided by the donor, its consultant or contractor. The estimated value of the donation is \$50,000.

Transportation Code, §201.206, authorizes the Texas Department of Transportation (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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by No. 9 Depot, estimated at \$50,000 is approved for acceptance. 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.

(8) San Antonio District - Consider a donation from the Oaks Subdivision, LLC, for the design and construction of shoulder improvements and right turn lane on FM 775, 2.5 miles south of FM 3432 in Wilson County for a new residential subdivision (MO)

113506
CSO

This minute order considers a donation from the Oaks Subdivision, LLC, for the design and construction of shoulder improvements and right turn lane on Farm to Market 775, 2.5 miles south of Farm to Market 3432 in Wilson County for a new residential subdivision. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$21,450.

Transportation Code, §201.206, authorizes the Texas Department of Transportation (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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by the Oaks Subdivision, LLC, estimated at \$21,450 is approved for acceptance. 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.

(9) San Antonio District - Consider a donation from Walmart Real Estate Business Trust, for the design, construction and installation of a traffic signal at the intersection of I-410 frontage road and Ray Ellison Drive to access the new commercial development located on the southwest quadrant of the intersection (MO)

113507
CSO

This minute order considers a donation from the Walmart Real Estate Business Trust, for the design, construction and installation of a traffic signal at the intersection of Interstate Highway 410 frontage road and Ray Ellison Drive to access the new commercial development located on the southwest quadrant of the intersection. All design and construction work will be provided by the donor, its consultant or contractor. The estimated value of the donation is \$250,000.

Transportation Code, §201.206, authorizes the Texas Department of Transportation (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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by the Walmart Real Estate Business Trust, estimated at \$250,000 is approved for acceptance. 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.

(10) Yoakum District - Consider a donation from Enterprise Products Operating, LLC, for the design and construction of turn lanes from US 77 to the gas plant just north of Yoakum (MO)

113508
CSO

This minute order considers a donation from Enterprise Products Operating, LLC, for the design and construction of turn lanes from UA 77 to their gas plant just north of Yoakum. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$300,000.

Transportation Code, §201.206, authorizes the Texas Department of Transportation (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.

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 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 finds that acceptance of the donation would provide a significant public benefit and would 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 by Enterprise Products Operating, LLC, estimated at \$300,000 is approved for acceptance. 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. Right of Way Dispositions and Donations

(1) Calhoun County - SH 35 east of Point Comfort - Consider the sale of surplus right of way to the abutting landowner (MO)

113509
ROW

In CALHOUN COUNTY, on STATE HIGHWAY 35, the state of Texas acquired certain land needed for highway purposes by instrument recorded in Volume 228, Page 36, Deed Records of Calhoun County, Texas.

The land (surplus land), described in Exhibit A, is no longer needed for 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.

Formosa Plastics Corporation, Texas, is the abutting landowner and has requested to purchase the surplus land for \$9,342.

The commission finds \$9,342 to be a fair and reasonable value for the state's rights, title and interest in the surplus land.

NOW, THEREFORE, in accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the commission finds that the surplus land is no longer needed for a state highway purpose and that the value of the surplus land is less than \$10,000. The commission authorizes the executive director to execute a proper instrument conveying the state's rights, title and interest in the surplus land to Formosa Plastics Corporation, Texas, for \$9,342; 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: Exhibit A is on file with the minute order clerk.

(2) Lubbock County - FM 1585 and FM 1730 - Consider the exchange of right of way (MO)

113510
ROW

In LUBBOCK COUNTY, on FARM TO MARKET ROAD 1585, the state of Texas (state) acquired certain land for highway purposes by instrument recorded in Volume 893, Page 119, Deed Records of Lubbock County, Texas.

A portion of the land (surplus land), described in 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 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 (new land), described in Exhibit B, has been conveyed to the state by Brookeland I, LLC, a Texas limited liability company (owner). The owner has requested that the surplus land be conveyed to the company and will pay to the state the \$3,413 difference in value between the lands, according 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 owner in exchange and as consideration for the conveyance of the new land and the cash payment of \$3,413 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 Brookeland I, LLC, a Texas limited liability company, in exchange and as consideration for the conveyance of the new land and the cash payment of \$3,413 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.

(3) Williamson County - BI 35-L and RM 620 in Round Rock - Consider removal from the system of segments of both highways and transfer of control, jurisdiction and

maintenance to the city. In addition, consider re-designation of the remaining segment of BI 35-L. Also consider the transfer and quitclaim of surplus right of way to the city (MO)

113511
ROW

In the city of Round Rock, WILLIAMSON COUNTY, on BUSINESS INTERSTATE 35-L (BI 35-L) and RANCH TO MARKET ROAD 620 (RM 620), the state of Texas acquired certain land for highway purposes by instruments recorded in the Deed Records of Williamson County, Texas, and the state used other land to which there is no record title.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director has recommended, as shown on Exhibit A, the removal from the state highway system of segments of BI 35-L and RM 620 and the transfer of control, jurisdiction and maintenance to the city of Round Rock and the re-designation of the remaining segment of BI 35-L.

Portions of the land (surplus land), described in Exhibits B (state land) and C (no-title land), are no longer needed for highway purposes.

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 \$5.74 million, and the cost of future maintenance over the next 25 years is estimated to be \$8.26 million.

The city has requested that the surplus land be transferred and quitclaimed to the city.

The commission finds \$5.74 million 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:

- 1) a segment of BI 35-L is removed from the state highway system along North Mays Street from Interstate 35 (I-35) northward to State Highway 79 (SH 79), a distance of approximately 2.1 miles;
- 2) a segment of RM 620 is removed from the state highway system from I-35 eastward to North Mays Street, a distance of 0.5 mile;
- 3) a segment of BI 35-L is re-designated as State Spur 379 from SH 79 northward to Farm to Market Road 3406 (FM 3406) and westward concurrently with FM 3406 to I-35, a distance of approximately 1.4 miles.

FURTHER, 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 transferring the state's rights, title and interest in the surplus state land, described in Exhibit B, to the city of Round Rock, Texas, in consideration of the savings to the state of future maintenance costs, and quitclaiming the surplus no-title land, described in Exhibit C, to the city of Round

Rock, 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, described in Exhibit B.

c. Finance

(1) Accept the annual continuing disclosure report for the State Highway Fund revenue bonds (MO)

113512
DMO

Article III, Section 49-n of the Texas Constitution authorized the Legislature to authorize the Texas Transportation Commission (commission) to issue bonds and other public securities to (i) finance state highway improvement projects that are eligible for funding with revenues dedicated under Section 7-a and (ii) pay the costs of issuing the bonds. The bonds are payable from and secured by a prior lien on certain revenues deposited to the credit of the State Highway Fund held in the treasury of the state of Texas.

Pursuant to a Master Resolution and a First Supplemental Resolution, each adopted on March 30, 2006, and Second, Fourth and Fifth Supplemental Resolutions adopted on October 26, 2006; August 23, 2007; and August 29, 2008; respectively, the commission issued six series of bonds under Transportation Code, Section 222.003 and other applicable law.

Under provisions of the First, Second, Fourth and Fifth Supplemental Resolutions, the commission has covenanted to provide annually, within 180 days after the end of each fiscal year, financial information and operating data with respect to the State Highway Fund of the general type in the attached Exhibit A.

IT IS THEREFORE ORDERED by the commission that the annual report of financial information and operating data, attached as Exhibit B, is accepted.

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

(2) Accept the annual continuing disclosure report for the Texas Mobility Fund (MO)

113513
DMO

Article III, Section 49-k of the Texas Constitution created the Texas Mobility Fund (Mobility Fund) within the treasury of the state of Texas (state) to be administered by the Texas Transportation Commission (commission) as a revolving fund to (i) provide a method of financing the construction, reconstruction, acquisition and expansion of state highways, including costs of any necessary design and costs of acquisition of rights of way, as determined by the commission in accordance with standards and procedures established by law; and (ii) provide participation by the state in the payment of a portion of the costs of constructing and providing publicly-owned toll roads and other public transportation projects in accordance with the procedures, standards and limitations established by law.

Pursuant to a Master Resolution, a First Supplemental Resolution and a Second Supplemental Resolution each adopted on May 4, 2005, a Third Supplemental Resolution adopted on May 25, 2006, a Fourth Supplemental Resolution and Fifth Supplemental Resolution each adopted on September 28, 2006, a Sixth Supplemental

Resolution adopted on May 24, 2007, a Seventh Supplemental Resolution adopted on September 27, 2007, and an Amended and Restated Eighth Supplemental Resolution adopted on April 30, 2009, and amended, restated and adopted on April 30, 2009, the commission issued eight series of bonds under Transportation Code, Chapter 201 and other applicable law. The bonds are secured by and payable from a pledge of and lien on all or part of the moneys in the Mobility Fund, and a full faith and credit pledge of the state, and which bonds were issued in the name and on behalf of the state to (i) pay all or part of the costs of constructing, reconstructing, acquiring, and expanding state highways, including any necessary design and acquisition of rights of way, in the manner and locations determined by the commission that, according to conclusive findings of the commission, have an expected useful life, without material repair, of not less than 10 years; (ii) provide participation by the state in the payment of part of the costs of constructing and providing publicly owned toll roads and other public transportation projects that are determined by the commission to be in the best interests of the state in its major goal of improving the mobility of the residents of the state; and (iii) pay the costs of issuance.

Under provisions of the First, Third, Fourth, Sixth, Seventh and Eighth Supplemental Resolutions, the commission has covenanted to provide annually, within six months after the end of each fiscal year, financial information and operating data with respect to the Mobility Fund.

IT IS THEREFORE ORDERED by the commission that the annual report of financial information and operating data, attached as Exhibit A, is accepted.

Note: Exhibit A is on file with the minute order clerk.

(3) Travis and Williamson Counties - Accept the annual continuing disclosure report for the Central Texas Turnpike System (MO)

113514
DMO

Transportation Code, Chapter 228 and other applicable law authorizes the Texas Transportation Commission (commission) to issue turnpike 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 issued turnpike revenue bonds and other obligations to finance a portion of the costs of the Central Texas Turnpike System (System), a turnpike project composed initially of the State Highway 130 (Segments 1 through 4), State Highway 45 North, and Loop 1 project elements (2002 Project). Effective September 1, 2012, the commission added the State Highway 45SE toll road to the System. The commission also authorized the execution of an indenture of trust and six 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 turnpike revenue bonds and obligations to finance a portion of the costs of the 2002 Project.

Section 716 of the indenture requires the commission to provide annually, within 6 months after the end of each fiscal year, updated financial information and operating data with respect to the commission and the System of the general type

included in specified sections of the final official statements relating to the Series 2002 and Series 2012 First Tier Obligations issued for the 2002 Project (annual report).

IT IS THEREFORE ORDERED by the commission that the annual report of financial information and operating data with respect to the commission and the System, Exhibit A, is accepted.

Note: Exhibit A is on file with the minute order clerk.

d. Highway Designation

(1) Hidalgo County - Designate SH 68 along a new location from US 281 in the city of Edinburg east and southward to US 83 in the city of Donna (MO)

113515
TPP

In HIDALGO COUNTY, local officials have requested the designation of STATE HIGHWAY 68 (SH 68) along a new location from US 281 approximately 0.4 mile north of FARM TO MARKET 2812 in the city of Edinburg east and southward to US 83 approximately 0.6 mile east of FM 1423 in the city of Donna, a total distance of approximately 19.9 miles.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director of the Texas Department of Transportation has recommended the designation of SH 68 on the state highway system.

The Texas Transportation Commission (commission) finds that the designation of SH 68 will facilitate the flow of traffic, promote public safety, and maintain continuity of the state highway system and is necessary for the proper development and operation of the system.

IT IS THEREFORE ORDERED by the commission that SH 68 be designated along a new location from US 281 in the city of Edinburg east and southward approximately 19.9 miles to US 83 in the city of Donna.

(2) Kaufman County - Designate SH 34 along a new location in and near the city of Terrell and redesignate the old alignment as SH 34-A Business (MO)

113516
TPP

In KAUFMAN COUNTY, the Dallas District has requested the designation of State Highway 34 (SH 34) along a new location from approximately 2.4 miles north of US 80 southwestward approximately 3.3 miles to Airport Road in the city of Terrell; and the redesignation of the old alignment as State Highway 34-A Business (SH 34-A Business), a distance of approximately 3.3 miles.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director of the Texas Department of Transportation has recommended that SH 34 be designated on the state highway system along a new location and that the old location be redesignated as SH 34-A Business.

The Texas Transportation Commission (commission) finds that the designation of SH 34 along a new location and redesignation of the existing location of SH 34 as SH 34-A Business will facilitate the flow of traffic, promote public safety, and maintain continuity of the state highway system and is necessary for the proper development and operation of the system.

IT IS THEREFORE ORDERED by the commission that SH 34 be designated along a new location, a distance of approximately 3.3 miles: and that the old alignment of SH 34 be redesignated as SH 34-A Business, as shown in Exhibit A.

Note: Exhibit A is on file with the minute order clerk.

(3) Limestone County - Extend the designation of FM 1245 eastward along existing County Road 420 east of the city of Groesbeck (MO)

113517
TPP

In LIMESTONE COUNTY, the Waco District has requested to extend the designation of FARM TO MARKET ROAD 1245 (FM 1245) from its present terminus at the Navasota River east of the city of Groesbeck, eastward along County Road 420 to a new terminus at an unnamed intermittent stream, a distance of approximately 0.2 mile.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director of the Texas Department of Transportation has recommended extending the designation of FM 1245 on the state highway system.

The Texas Transportation Commission (commission) finds that extending the designation of FM 1245 will facilitate the flow of traffic, promote public safety, and maintain continuity of the state highway system and is necessary for the proper development and operation of the system.

IT IS THEREFORE ORDERED by the commission that the designation of FM 1245 is extended from its present terminus at the Navasota River eastward approximately 0.2 mile to an unnamed intermittent stream, as shown in Exhibit A.

Note: Exhibit A is on file with the minute order clerk.

(4) Harris and Fort Bend Counties - Designate a segment of US 59 from I-610 West in Houston to north of Spur 529 in Rosenberg as I-69 (MO)

113518
TPP

In HARRIS and FORT BEND COUNTIES, officials have requested the designation of INTERSTATE HIGHWAY 69 (I-69) concurrent with US HIGHWAY 59 (US 59) from INTERSTATE 610 West in Houston southwestward to the US 59 access control terminus approximately 0.2 mile north of Spur 529 in Rosenberg, a total distance of approximately 28.4 miles.

Minute Order 113100, dated April 26, 2012, authorized the submission of applications to the American Association of State Highway Officials (AASHTO) requesting segments of routes in Texas be added to the Interstate Highway System as I-69. During its Annual 2012 meeting, the AASHTO Special Committee on US Route Numbering approved the application for the US 59 segment described above.

The Administrator of the Federal Highway Administration approved the inclusion of this segment of US 59 on the Interstate Highway System on January 31, 2013.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director of the Texas Department of Transportation has recommended the concurrent designation of I-69 with US 59 on the state highway system.

The Texas Transportation Commission (commission) finds that the designation will facilitate the flow of traffic, promote public safety, and maintain continuity of the state highway system and is necessary for the proper development and operation of the system.

IT IS THEREFORE ORDERED by the commission that I-69 is designated on the state highway system concurrent with US 59 from I-610 West in Houston to north of Spur 529 in Rosenberg, as shown in Exhibit A.

Note: Exhibit A is on file with the minute order clerk.

e. Release of Access Rights

Dallas County - Loop 12, southbound frontage road northwest corner with SH 180 (West Davis Street) - Consider the designation of a location on the highway at which access will be permitted to the abutting property (MO)

113519
DES

In DALLAS COUNTY, on LOOP 12, a designated controlled-access highway, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 69050, Page 1143, Deed Records of Dallas County, Texas, with denial of access to the abutting remainder property as described in the instrument.

QuikTrip Corporation, the current owner of the abutting property, has requested that access to and from the southbound frontage road of Loop 12 be permitted along the southeast property line at a new access point, described in Exhibit A.

Transportation Code, §201.103, empowers the Texas Transportation Commission (commission) to plan and make policies for the location, construction, and maintenance of a comprehensive system of state highways and public roads.

Transportation Code, §203.002, authorizes the commission to lay out, construct, maintain, and operate a modern state highway system, with an emphasis on the construction of controlled-access highways.

Transportation Code, §203.031, authorizes the commission to designate locations on a controlled-access highway at which access to or from the highway is permitted and determine the type and extent of access permitted at each location.

NOW, THEREFORE, the commission finds that the new access point will not compromise the mobility, safety or operation of the existing state highway facility, and designates the new access point as a location where ingress and egress are permitted to and from the southbound frontage road of Loop 12.

IT IS FURTHER ORDERED by the commission that the executive director or his designee is hereby authorized to execute any necessary documents containing terms consistent with the provisions of this order.

Note: Exhibit A is on file with the minute order clerk.

f. Transportation Planning

Various Counties - Approve the Fiscal Year 2012 Annual Report on the Economically Disadvantaged Counties Program (MO)

113520

Section 222.053(a), Transportation Code, defines an “economically

TPP disadvantaged county” as a county that has, in comparison to other counties in the state: (1) below average per capita taxable property value; (2) below average per capita income; and (3) above average unemployment. Section 222.053(c) directs the Texas Transportation Commission (commission), when evaluating a proposal for a highway project in a political subdivision that consists of all or a portion of an economically disadvantaged county, to adjust the minimum local matching funds requirement after evaluating the political subdivision's effort and ability to meet the requirement.

Section 222.053(e) further directs the commission to report annually to the governor, the lieutenant governor, and the speaker of the house of representatives on the use of matching funds and local incentives and the ability of the commission to ensure that political subdivisions located in economically disadvantaged counties have equal ability to compete for highway funding with political subdivisions in counties that are not economically disadvantaged.

The Texas Department of Transportation has completed the Fiscal Year 2012 Annual Report on the Economically Disadvantaged Counties Program, which is attached as Exhibit A.

IT IS THEREFORE ORDERED that the Fiscal Year 2012 Annual Report on the Economically Disadvantaged Counties Program, as shown in Exhibit A, is approved by the commission and shall be presented to the governor, the lieutenant governor, and the speaker of the house of representatives as required by Section 222.053(e), Transportation Code.

Note: Exhibit A is on file with the 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)

113521 Transportation Code, §545.352 establishes prima facie reasonable and prudent
TRF 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 the 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.

The department, in consultation with the Texas Commission on Environmental Quality, has also determined that the environmental speed limits on the segments of Farm to Market Road 51 established by Minute Order 108409, dated January 25, 2001 and State Highway 242 established by Minute Order 109064, dated October 31, 2002 and listed in Exhibit D, are 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 - D are on file with the minute order clerk.

16. Executive Session Pursuant to Government Code, Chapter 551

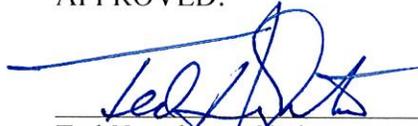
a. Section 551.071 - Consultation with and advice from legal counsel regarding any item on this agenda

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 did not receive any comments during the open comment period.

The regular meeting of the Texas Transportation Commission was adjourned at 11:08 a.m.

APPROVED:

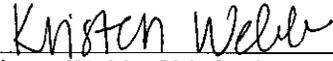


Ted Houghton, Chairman
Texas Transportation Commission

February 28, 2013

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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 February 28, 2013, in Austin, Texas.



Kristen Webb, Chief Minute Order Clerk
Texas Department of Transportation