

These are the minutes of the regular meeting of the Texas Transportation Commission held on April 24, 2014, in Lubbock, Texas. The meeting was called to at 9:01 a.m. by Chairman Houghton with the following commissioners present:

Texas Transportation Commission:

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

Administrative Staff:

General Joe Weber, Executive Director
 Jeff Graham, General Counsel
 Rose Guajardo Walker, Chief Clerk
 Robin Carter, Assistant Chief Clerk

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

A public notice of this meeting containing all items on the proposed agenda was filed in the Office of the Secretary of State at 4:12 p.m. on April 16 2014, as required by Government Code, Chapter 551, referred to as “The Open Meetings Act.”

ITEM 1. Safety Briefing

This item was presented by District Engineer Doug Eichorst. The commission also heard remarks from Senator Robert Duncan, Lubbock Mayor Glen Robertson, and Texas Tech Chancellor Kent Hance. District Engineer Doug Eichorst presented a resolution from the Lubbock County Commissioner’s Court to Commissioner Fred Underwood.

ITEM 2. Approval of Minutes of the March 17, 2014, special meeting and the March 27, 2014, regular meeting of the Texas Transportation Commission

Commissioner Austin made a motion, which was seconded, and the commission approved the minutes of the March 17, 2014, special meeting and the March 27, 2014, regular meeting by a vote of 5 - 0.

ITEM 3. Promulgation of Administrative Rules Under Title 43, Texas Administrative Code, and the Administrative Procedure Act, Government Code, Chapter 2001:

a. Final Adoption

Chapter 15 - Financing and Construction of Transportation Projects (MO)

Amendments to §15.51, Definitions, and §15.55, Construction Cost Participation (Federal, State, and Local Participation)

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.

113907
CSO

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §15.51, definitions, and §15.55, construction cost participation, 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 §15.51 and §15.55 are adopted and are authorized for filing with the Office of 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 assistant chief clerk.

ITEM 4. Office of Compliance, Ethics, and Investigations
Office of Compliance, Ethics, and Investigations Report

This item was presented by the Chief Audit Executive Benito Ybarra.

ITEM 5. Toll Roads

a. Tarrant County - Establish new toll rates for DFW Connector Project along SH 114, from SH 26 to 0.5 miles east of International Parkway in Tarrant County (MO)

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Chief Financial Officer James Bass.

113908
TOD

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. In setting toll rates, the commission is required to consider: (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 a specific project.

In Minute Order 111815, dated May 28, 2009, the commission designated facilities along SH 114 from SH 114L Business to east of International Parkway and SH 121 from FM 2499 to SH 360, including tolled, managed lanes along SH 114 (DFW Connector Project) as a toll project on the state highway system. The DFW Connector Project includes two tolled managed lanes in each direction extending 4.1 miles along SH 114 from SH 26 to 0.5 miles east of International Parkway. The DFW Connector Project is an all-electronic, open road tolling facility. It will have a closed ramp system of toll collection. The tolling configuration consists of one mainlane toll gantry in each direction.

The Tolled Managed Lane Policy adopted by the Regional Transportation Council (RTC) on June 13, 2013 provides that a fixed pricing schedule will be applied during the first six months of operation, and a dynamic pricing schedule will be applied thereafter. The Texas Department of Transportation (department) desires to establish toll rate tables for the DFW Connector Project, in accordance with the RTC Tolled Managed Lane Policy, at each tolling point as set forth in Exhibit A.

Pursuant to Minute Order 113738, dated October 31, 2013, the commission established ETC toll rates for the DFW Connector Project. Exhibit A includes the same ETC rates approved in Minute Order 113738, along with new pay-by-mail (video) rates at each tolling point for vehicles without a valid tag.

IT IS THEREFORE ORDERED that the department is authorized to charge tolls on the DFW Connector Project along SH 114 from SH 26 to 0.5 miles east of International Parkway, based on a fixed pricing schedule, in the amounts stated in Exhibit A, beginning on May 1, 2014 or at such time thereafter when an interim agreement with the North Texas Tollway Authority (NTTA) authorizing the department to provide tolling services for the DFW Connector Project or the Tolling Services Agreement with the NTTA is in place and all toll systems have been tested and are functioning.

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

b. El Paso County - Establish toll rates and a toll escalation policy for the Loop 375 Border Highway West Extension Project (Loop 375 BHW Project) from Racetrack Drive near Doniphan Road and New Mexico 273 to US 54 in the City of El Paso (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 recused himself and did not vote on this item. This item was presented by Chief Financial Officer James Bass.

113909
TOD

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. In setting toll rates, the commission is required to consider: (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 a specific project.

In Minute Order 113741, dated October 31, 2013, the commission designated the portion of the Loop 375 Border Highway West Extension Project from Racetrack Drive near Doniphan Road and New Mexico 273 (west of downtown) to US 54 (east of downtown) as a toll project (project) on the state highway system. The Loop 375 BHW Project will add capacity through the construction of two toll lanes in each direction extending approximately 5.6 miles, from Racetrack Drive to the terminus of the existing Loop 375, in the vicinity of Santa Fe Street in the City of El Paso. The project will also include a section at the eastern end of this facility that will incorporate several improvements to the existing segment of Loop 375 from Santa Fe Street to US 54. The project is an all-electronic, open road tolling facility. It will have a closed ramp system of toll collection. The tolling configuration consists of one mainlane toll gantry in each direction, and two pairs of ramp gantries.

The Texas Department of Transportation (department) desires to establish toll rates and a toll escalation policy for the project at each tolling point as set forth in Exhibit A. Pursuant to Minute Order 113833, dated January 30, 2014, the department and Camino Real Regional Mobility Authority (CRRMA) entered into a memorandum of understanding (MOU) dated February 26, 2014 setting forth the agreed allocation of project responsibilities and risks between the parties, including development of contracts for the delivery of the project, for payment of capital costs, and for operation and maintenance of the project as a toll facility. The MOU provides that the commission will set the toll rates for the project, taking into account the CRRMA's recommended toll charges that optimize revenues so as to maximize the ability to pay the total costs of operations and maintenance of the project. However, in the event toll revenues do not cover the total operations and maintenance expenses of the project, the commission has reserved the right to adjust such rates. The department and the CRRMA have concurred in the toll rates and toll escalation policy set forth in Exhibit A.

IT IS THEREFORE ORDERED that the department is authorized to charge tolls on the Loop 375 Border Highway West Extension Project from Racetrack Drive near Doniphan Road to the terminus of the existing Loop 375, in the vicinity of Santa Fe Street in the City of El Paso, based on a fixed pricing schedule, in the amounts stated in Exhibit A.

IT IS FURTHER ORDERED that the executive director is authorized to annually escalate toll rates on the Loop 375 Border Highway West Extension Project in accordance with established indices and toll escalation policy as shown in Exhibit A.

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

ITEM 6. Comprehensive Development Agreements

b. Nueces County - Authorize the request for qualifications and the comprehensive development agreement for the US 181 Harbor Bridge Project in Nueces County to include the developer's potential financing of project costs by its carrying of a portion of the construction costs until after the completion of construction (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 Chief Planning and Project Officer Russell Zapalac.

113910
SPD

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

The US 181 Harbor Bridge in Nueces County is one of the oldest, demand-critical and mobility constrained transportation corridors in the region. On February 27, 2014, by Minute Order 113853, the Texas Transportation Commission (commission) authorized the department to issue a request for qualifications (RFQ) to develop, design, construct, and potentially maintain all or any portion of the US 181 Harbor Bridge Replacement Project in Nueces County between US 181 at Beach Avenue and I-37 (Harbor Bridge Project). The proposed improvements will address structural deficiencies and navigational restrictions of the current bridge, and improve safety, connectivity, and level of service in the region.

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

The department issued the RFQ on March 26, 2014. Pursuant to the RFQ, the CDA for the Harbor Bridge Project may require the developer to carry costs incurred under the CDA beyond the completion of project.

IT IS THEREFORE ORDERED by the commission that the inclusion in the RFQ of the potential requirement that the developer carry costs incurred under the CDA beyond the completion of the project is ratified; further, the department, at its option, is authorized to include the same requirement in the CDA for the Harbor Bridge Project.

a. El Paso County - Approve the selection of the proposer who submitted the best value proposal to develop, design, construct, and maintain the Loop 375 Border Highway West Extension Project, from Racetrack Drive near Doniphan Road and New Mexico 273 (west of downtown) to US 54 (east of downtown) in the City of El Paso, and authorize the executive director of the department to execute a comprehensive development agreement with the selected proposer (MO) (Presentation)

Commissioner Underwood made a motion, which was seconded, and the commission approved the following minute order by a vote of 4 - 0. Commissioner Moseley recused himself and did not vote on this item. This item was presented by Chief Planning and Project Officer Russell Zapalac. After voting, the commission also heard remarks from John Abrams of Abrams-Kiewit Joint Venture.

113911
SPD

Transportation Code, Chapter 223, Subchapter E prescribes the process by which the Texas Department of Transportation (department) may enter into a

comprehensive development agreement (CDA) with a private entity that provides for the design, development, financing, construction, maintenance, repair, operation, extension, or expansion of an eligible highway project.

On June 27, 2013, by Minute Order 113618, the Texas Transportation Commission (commission) authorized the department to issue a request for qualifications (RFQ) for the development of the Loop 375 Border Highway West Extension Project from Racetrack Drive near Doniphan Road and New Mexico 273 (west of downtown) to US 54 (east of downtown) in the City of El Paso, a distance of approximately 9 miles. The project includes the design, construction and comprehensive maintenance of a four-lane, controlled access tolled facility from Racetrack Drive to the terminus of the existing Loop 375, in the vicinity of Santa Fe Street, a distance of approximately 7 miles.

The department issued the RFQ on July 26, 2013 and subsequently determined that all four of the teams submitting qualifications statements in response to the RFQ were qualified to be on the short list of teams that would be requested to submit detailed proposals to develop, design, construct, and, potentially, maintain the project.

Transportation Code § 223.203 and 43 TAC § 27.4 provide that, if authorized by the commission, the department will issue a request for proposals (RFP) from all private entities qualified for the short-list. On October 31, 2013, by Minute Order 113741, the commission authorized the department to issue an RFP requesting detailed proposals from the short-listed teams to develop, design, construct and maintain the Loop 375 Border Highway West Extension Project, and authorized a payment for the work product of each unsuccessful responsive proposer of up to \$950,000. On December 20, 2013, the department issued the RFP.

On March 20, 2014, technical and financial proposals were received, and on April 7, 2014 price proposals were received from Abrams-Kiewit, JV, Border Highway Mobility Partners, Camino Frontera Constructors, JV, and Rio Bravo Developers, JV. From March 21, 2014 until April 17, 2014, the department evaluated the technical and financial proposals from the proposers, and from April 8, 2014 until April 17, 2014, the department evaluated the 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 all evaluated on the basis of certain pass/fail and responsiveness criteria set forth in the RFP. The technical proposals were also evaluated in the categories of technical solutions, project management plan, and quality management plan, using the 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 weights 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. The Price Score is the Development Price Score added to the Option Value Price Score. To arrive at the Development Price Score and Option Value Price Score, points were assigned to the price proposals using a formula that is comprised of the Development Price Value and the Option Price Value. The Development Price Value is the sum of the Development (design-build) price, the ATC adjustments and the

maintenance price; the Option Price Value is the sum of the Option Price, the ATC adjustments and the option maintenance 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 resulted in the proposals being ranked as follows: Abrams-Kiewit Joint Venture, Border Highway Mobility Partners, Rio Bravo Developers, and Camino Frontera Constructors. The proposal submitted by Abrams-Kiewit Joint Venture was accordingly determined to provide the apparent best value.

IT IS THEREFORE ORDERED by the commission that the determination that the proposal submitted by Abrams-Kiewit Joint Venture provides the apparent best value to the department is approved, and the department is authorized and directed to commence and complete negotiations with Abrams-Kiewit Joint Venture necessary to finalize the design-build comprehensive development agreement and associated comprehensive maintenance agreement, to develop, design and construct, and maintain the Loop 375 Border Highway West Extension Project from Racetrack Drive near Doniphan Road and New Mexico 273 to US 54 in El Paso County.

IT IS FURTHER ORDERED that the comprehensive development agreement and the associated comprehensive maintenance agreement are awarded to Abrams-Kiewit Joint Venture 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 Federal Highway Administration approvals as identified by the department; (4) a determination by the Office of the Attorney General that the proposed comprehensive development agreement, including the comprehensive maintenance agreement, is legally sufficient, in accordance with Transportation Code, § 371.051; (5) notifications and information having been provided to the Legislative Budget Board, in accordance with Transportation Code § 371.052(b) and Riders 22 and 23, Pages VII-28 and VII-29, Chapter 1411, Acts of the 83rd Legislature, Regular Session, 2013 (the General Appropriations Act) and Government Code § 669.003; (6) approval by the commission of the substantially final form of comprehensive development agreement, including comprehensive maintenance agreement; and (7) the mutual execution and delivery of the comprehensive development agreement, and the comprehensive maintenance agreement, by the executive director of the department and the developer.

IT IS FURTHER ORDERED that if the executive director determines that the negotiations with Abrams-Kiewit Joint Venture cannot be successfully completed, and that therefore the proposal submitted by Abrams-Kiewit Joint Venture will not provide the apparent best value, the department is authorized to commence and complete discussions and negotiations with Border Highway Mobility Partners, 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. Texas Historical Commission Agreement**El Paso County - Authorize acquisition, and recommend conveyance, to the Texas Historical Commission of certain properties in El Paso (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 recused himself and did not vote on this item. This item was presented by Deputy Executive Director John Barton.

113912
ROW

The Texas Department of Transportation (department) is implementing the Loop 375 Border Highway West Extension Project (CSJ 2552-04-027), which would consist of a new four-lane controlled access toll facility that would connect Loop 375 to US 85 in the City of El Paso, and another highway project (CSJ 3628-01-001), which would consist of a new bridge connection between US 85/Paisano Drive and Schuster Avenue in the City of El Paso (projects).

The executive director has executed a project-specific agreement with the Texas Historical Commission (THC) regarding these two projects. The agreement provides that the department may acquire and seek to convey to THC certain properties in El Paso County, described in Exhibit A (properties), which THC considers to be of significant historical value, as mitigation resolving any adverse effects on any archeological resources within the above-mentioned projects' areas of potential effects. The agreement further provides that these properties may be used as mitigation for other future projects in El Paso County, subject to THC approval.

In accordance with Texas Transportation Code, Chapter 203, Subchapter D, Section 203.052, and 43 Texas Administrative Code §2.13(d)(3), the Texas Transportation Commission (commission) finds and determines that the acquisition of the properties is necessary or convenient to mitigate adverse environmental effects that directly result from the projects.

In accordance with Texas Transportation Code, Chapter 201, Subchapter H, Section 201.617, the commission finds and determines that in order to mitigate an adverse environmental impact that is the direct result of the projects, the properties may be transferred to the applicable regulatory authority, THC, without monetary consideration, to be used for mitigation purposes.

IT IS THEREFORE ORDERED that the executive director is hereby authorized to proceed to acquire the properties for mitigation purposes. Following acquisition, the commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument conveying all of the department's right, title and interest in the properties to THC without monetary compensation.

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

ITEM 8. Contracts**Award or reject contracts for maintenance, highway and building construction****(a) Highway Maintenance and Department Building Construction (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.

113913
MNT

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 April 2 and 3, 2014, as shown on Exhibit A.

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

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

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

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

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

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

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

(b) Highway and Transportation Enhancement Building Construction (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.

113914
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 April 2 and 3, 2014, 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 Texas Transportation Commission (commission) respectively award to the lowest bidder or reject, as indicated, those highway and transportation enhancement building construction contracts identified on attached Exhibit A to this order.

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

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

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

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

ITEM 9. Eminent Domain Proceedings

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

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

113915
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 (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 - FF. 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 - 20, 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>
Dallas	SH 183	16	0094-07-037	11
Dallas	SH 183	4	0094-07-037	3
Dallas	SH 183	10	0094-07-037	6
Dallas	SH 183	15	0094-07-037	7
Dallas	SH 183	14	0094-07-037	8
Dallas	SH 183	18	0094-07-042	24
Dallas	SH 183	11	0094-07-042	35
Dallas	SH 183	8	0094-07-042	39
Dallas	SH 183	17	0094-07-042	28
Dallas	SH 183	19	0094-07-042	30
Dallas	SH 183	20	0094-07-042	25
Harris	US 290	7	0050-09-086	2009
Harris	US 290	6	0050-09-086	2064
McLennan	FM 1637	1	0833-03-040	61
McLennan	FM 1637	3	0833-03-040	62
McLennan	FM 1637	5	0833-03-040	67
Nueces	US 77	13	0102-02-100	18
Nueces	US 77	12	0102-03-084	1
Rockwall	FM 3097	2	3148-01-008	2
Wise	US 380	9	0134-08-038	29

CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Dallas	IH 35E	FF	0196-03-248	87
Dallas	IH 35E	T	0196-03-248	75
Dallas	IH 35E	S	0196-03-248	85
Dallas	IH 35E	J	0196-03-248	84
Dallas	IH 35E	U	0196-03-248	90
Denton	IH 35E	DD	0195-03-072	96
Denton	IH 35E	L	0195-03-072	110
Denton	IH 35E	CC	0196-01-097	1
Harris	SH 99	Y	3510-06-006	249
Harris	SH 99	X	3510-06-006	252,252TE
Harris	SH 99	W	3510-06-006	282
Harris	SH 99	AA	3510-06-011	513
Harris	SH 99	V	3510-06-011	528
Harris	US 290	A	0050-09-086	2047
Harris	US 290	D	0050-09-086	2055
Harris	US 290	E	0050-09-086	2015
Harris	US 290	B	0050-09-087	525
Harris	US 290	C	0050-09-090	413
Montgomery	SH 99	Z	3510-07-007	704
Orange	IH 10	K	0028-14-111	2

CONTROLLED ACCESS (continued)

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Tarrant	IH 35W	F	0014-16-266	955
Tarrant	IH 35W	G	0014-16-266	956
Tarrant	IH 35W	H	0014-16-266	837
Tarrant	IH 35W	BB	0014-16-266	851
Tarrant	IH 35W	M	0014-16-266	900
Tarrant	IH 35W	N	0014-16-266	829
Tarrant	IH 35W	O	0014-16-266	812
Tarrant	IH 35W	EE	0014-16-266	840
Tarrant	IH 35W	P	0014-16-266	948
Tarrant	IH 35W	Q	0014-16-266	809
Tarrant	IH 35W	R	0014-16-266	827
Tarrant	IH 35W	I	0014-16-266	836

Note: Exhibits A - FF and 1 - 20 are on file with the assistant chief clerk.

ITEM 10. Routine Minute Orders

Commissioner Underwood made a motion, which was seconded, and the commission approved the following minute orders by a vote of 5 - 0. This item was presented by Executive Director General Joe Weber.

a. Donations to the Department

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

113916
CSO

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 90th 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 authorizes the executive director to approve acceptance of donations to the department and requires that donations valued at \$500 or more must be acknowledged by order of the commission not later than the 90th day after the date the donation is accepted by the department. It further 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 executive director may approve the acceptance of a donation, notwithstanding the foregoing proscriptions in the rules, if the executive director determine 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 executive director found that the donations identified on the attached Exhibit A were in compliance with the provisions of 43 TAC §§1.500-1.506, Government Code, Chapter 575, Transportation Code, §201.206, and Transportation Code, §223.049.

IT IS THEREFORE ORDERED by the commission that it acknowledges the acceptance of the donations identified on the attached Exhibit A

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

b. Right of Way Dispositions and Donations

(1) Brazos County - SH 30 northwest of William D. Fitch Parkway - Consider the release of a drainage easement to the property owners and waiver of a service fee (MO)

113917
ROW

In BRAZOS COUNTY, on STATE HIGHWAY 30, the state of Texas acquired an easement interest in certain land for highway drainage purposes by Donation instrument recorded in Volume 3224, Page 252, Deed Records of Brazos County, Texas.

The easement (Tract E1), 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 release of an easement acquired by donation to the grantors.

Charlie Hall and wife, Alice Hall, donated the easement to the state and are still the owners of the fee in the land, and they have requested that Tract E1 be released to them.

The commission finds that it is proper and correct that the state release its right and interest in Tract E1 to the donors.

In accordance with Title 43, Texas Administrative Code, §21.105, the commission may determine that a service fee to be charged for the disposal of real property shall not apply if the commission determines the service fee to be unjust or unwarranted.

IT IS THEREFORE ORDERED by the commission that Tract E1 is no longer needed for a state highway purpose. The commission recommends, subject to approval

by the attorney general, that the governor of Texas execute a proper instrument releasing the state’s right and interest in Tract E1 to Charlie Hall and wife, Alice Hall, and the commission determines that the service fee is unjust or unwarranted.

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

(2) Dallas County - I-30 at St. Louis Street in Dallas - Consider the sale of right of way to the city of Dallas (MO)

113918
ROW

In the city of Dallas, DALLAS COUNTY, on INTERSTATE 30, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 199, Page 946, Deed Records of Dallas County, Texas.

A portion of the land (Tract 1), 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 sale of land no longer needed for a state highway purpose to a governmental entity with the authority to condemn the property.

The city of Dallas has requested to purchase Tract 1 for \$65,664.

The commission finds \$65,664 to be a fair and reasonable value of the state’s right, title, and interest in Tract 1.

IT IS THEREFORE ORDERED by the commission that Tract 1 is no longer needed for a state highway purpose. The commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument conveying all of the state’s right, title, and interest in Tract 1 to the city of Dallas, Texas, for \$65,664; 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 assistant chief clerk.

(3) El Paso County - SH 20 at Easy Way in El Paso - Consider the sale of right of way to the city of El Paso (MO)

113919
ROW

In the city of El Paso, EL PASO COUNTY, on STATE HIGHWAY 20, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 731, Page 513, Deed Records of El Paso County, Texas.

A portion of the land (Tract 1), 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 sale of land no longer needed for a state highway purpose to a governmental entity with the authority to condemn the property.

The City of El Paso, Texas, a Texas municipal corporation on behalf of its El Paso Water Utilities Public Service Board, has requested to purchase Tract 1 for \$127,059.

The commission finds \$127,059 to be a fair and reasonable value of the state’s right, title, and interest in Tract 1.

IT IS THEREFORE ORDERED by the commission that Tract 1 is no longer needed for a state highway purpose. The commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument conveying all of the state’s right, title, and interest in Tract 1 to the City of El Paso, Texas, a Texas municipal corporation on behalf of its El Paso Water Utilities Public Service Board, for \$127,059; 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 assistant chief clerk.

(4) Lubbock County - County Road 1500 between Emerson Street (CR 5700) and 12th Street (FM 1294) north of Shallowater - Consider the quitclaim to the county of right of way acquired in error in the state’s name (MO)

113920
ROW

In LUBBOCK COUNTY, on COUNTY ROAD 1500, the state of Texas acquired an easement interest in certain land by various instruments recorded in the Deed Records of Lubbock County, Texas.

The easements, described in Exhibit A, were acquired by the state in error, and were not intended to be acquired and are not needed for a highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the quitclaim of an interest in real property acquired in error and not needed for a highway purpose.

Lubbock County has requested that the easements acquired by the state in error be quitclaimed to the county.

IT IS THEREFORE ORDERED by the commission that the easements were acquired in error and are not needed for a highway purpose. The commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument quitclaiming all of the state’s right and interest in the easements to Lubbock County, Texas.

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

(5) Smith County - US 69, west side, south of FM 3271 - Consider the sale of a drainage easement to the property owner (MO)

113921
ROW

In SMITH COUNTY, on US 69, the state of Texas acquired an easement interest in certain land for highway drainage purposes by instrument recorded in Volume 1011, Page 182, Deed Records of Smith County, Texas.

The easement, 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

easements no longer needed for a state highway purpose to the owner of the fee in the property.

SLS Management Corp. is the owner of the fee in the property and has requested that the easement be sold to the corporation for \$4,000.

The commission finds \$4,000 to be a fair and reasonable value for the state's rights and interest in the surplus easement.

IT IS THEREFORE ORDERED by the commission that the easement is no longer needed for a state highway purpose. The commission finds that the value of the easement is less than \$10,000 and authorizes the executive director to execute a proper instrument releasing all of the state's right and interest in the easement to SLS Management Corp. for \$4,000.

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

c. Finance

(1) Obligation Limit Report (Report)

Quarterly status report on the FY 2014 Obligation Limit, the actual obligations utilized through the current month, proposed remaining highway maintenance and construction contract letting for the fiscal year and an update on motor fuel tax receipts

(2) Quarterly report on FY 2014 State Highway Fund 6 cash status (Report)

(3) Accept the Quarterly Investment Report (MO)

113922
DMO

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

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

Pursuant to this legislation and documented in Minute Order 108970, dated July 25, 2002, the commission approved and adopted a written investment policy and investment strategy applicable to funds of the commission held under the Indenture of Trust dated July 15, 2002, securing the outstanding bonds, notes, and other obligations issued by the commission to finance a portion of the cost of the initial phase of the Central Texas Turnpike System, also known as the 2002 Project. The commission has designated the department's Chief Financial Officer as investment officer. In the absence of the Chief Financial Officer, the Innovative Financing/Debt Management Officer or the Deputy Director of Innovative Financing/Debt Management Office is authorized to act as investment officer.

Pursuant to Government Code §2256.005(e) and Section 20 of the investment policy, the investment policy and investment strategies of the commission have been

reviewed and revised annually by minute order since 2003, most recently by Minute Order 113271, dated August 30, 2012.

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

Section 9.0 of the investment policy requires the investment officer to prepare and submit to each member of the commission and the executive director of the department an investment report on no less than a quarterly basis. The report must be prepared in accordance with the requirements of that section, including containing sufficient information to provide for a comprehensive review of investment activity and current investment instruments and performance for the reporting period. A quarterly investment report for the department for the period ending February 28, 2014, attached as Exhibit A, has been prepared in accordance with Government Code, §2256.023 and Section 9.0 of the investment policy.

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

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

d. Reports

Travis and Williamson Counties – Accept the Report of Actual Traffic and Revenue for the Central Texas Turnpike System (CTTS) (Report)

113923
TOD

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

The commission has previously issued bonds and obligations, with approximately \$2,149,548,463 outstanding, to finance or refinance a portion of the costs of the Central Texas Turnpike System (system), pursuant to an Indenture of Trust and six supplemental indentures. The Indenture of Trust dated July 15, 2002 (Indenture), prescribes the terms, provisions and covenants related to the issuance of turnpike revenue bonds and obligations to finance a portion of the costs of the system.

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

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

A report of actual traffic and revenue, attached as Exhibit A, has been prepared consistent with the reports previously filed pursuant to Section 501(c) of the Indenture of Trust.

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

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

e. Designation of Access Control

Dallas County - I-635, south of Centerville Road - Consider the designation of one location on the frontage road at which access will be permitted to the abutting property (MO)

113924
DES

In DALLAS COUNTY, on Interstate 635, a designated controlled-access highway, the State of Texas acquired certain land for highway purposes by instrument recorded in Volume 865, Page 79, Deed Records of Dallas County, Texas, with denial of access to the abutting remainder property as described in the instrument.

IUM Investors, LP and The Garland Foundation for Development, the current owners of the abutting property, have requested that access to and from the northbound frontage road of I-635 be permitted along the eastern 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 layout, 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 northbound frontage road of I-635.

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 assistant chief clerk.

f. Speed Zones

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

113925
TRF

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

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

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

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

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

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

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

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

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

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 department. No action will be taken. Each speaker will be allowed a maximum of three minutes. Speakers must be signed up prior to the beginning of the open comment period.

The commission received comments from the Executive Director of S.P.I.R.I.T. (Southwest Passage Initiative for Regional and Interstate Transportation) Jack Taylor; President of the Dalhart Area Chamber of Commerce Kristine Olsen; and Dan Jackson of the Meadow Co-operative.

ITEM 11. Executive Session Pursuant to Government Code, Chapter 551

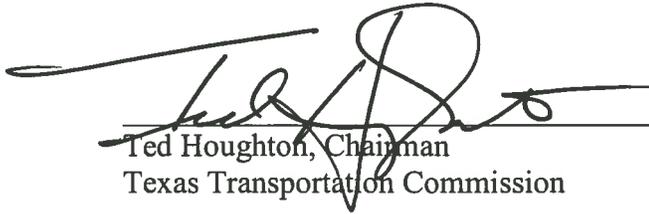
a. Section 551.071 - Consultation with and advice from legal counsel regarding any item on this agenda

b. Section 551.072 - Discussion of the purchase, exchange, lease, or value of real property

The commission recessed to executive session at 10:10 a.m. and returned from executive session at 11:01 a.m.

The regular meeting of the Texas Transportation Commission was adjourned at 11:01 a.m.

APPROVED:



Ted Houghton, Chairman
Texas Transportation Commission

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 April 24, 2014, in Lubbock, Texas.



Robin Carter, Assistant Chief Clerk
Texas Department of Transportation