

These are the minutes of the regular meeting of the Texas Transportation Commission held on February 26, 2015, in Austin, Texas. The meeting was called to order at 10:08 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:

LtGen. Joe Weber, Executive Director
 Rich McMonagle, Chief of Staff
 Jeff Graham, General Counsel
 Robin Carter, Commission Chief Clerk

Registration sheets listing others in attendance are on file with the Texas Department of Transportation, Commission 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 3:29 p.m. on February 18, 2015, as required by Government Code, Chapter 551, referred to as "The Open Meetings Act."

ITEM 1. Safety Briefing

This item was presented by Occupational Safety Division Director Jerral Wyer.

ITEM 2. Approval of Minutes of the January 29, 2015 regular meeting of the Texas Transportation Commission

Commissioner Austin made a motion, which was seconded, and the commission approved the minutes of the January 29, 2015 regular meeting by a vote of 5 - 0.

ITEM 4. Acknowledgment of Service

a. Recognize by resolution Mike Alford, P.E., District Engineer, Houston District, for his 33 years of service to the department

This item was presented by Deputy Executive Director John Barton. The commission also heard remarks from Jack Drake, TAG Chairman; Paula Lenz, Executive Director, North Houston Association; State Representative Jim Murphy; and State Representative Ed Thompson.

b. Recognize by resolution Jorge Garcés, Director, International Relations Office, for his 24 years of service to the state

This item was presented by Deputy Executive Director John Barton.

ITEM 3. Commissioner Recognitions

a. Recognition of Chairman Houghton

This item was presented by Deputy Executive Director John Barton. Ray Joiner read a poem about the Chairman and the other commissioners offered remarks and gifts.

b. Recognition of Commissioner Underwood

This item was presented by Deputy Executive Director John Barton. Ray Joiner read a poem about the commissioner and the other commissioners offered remarks and gifts.

ITEM 5. Discussion

b. Project Update on SH 249 Extension in Grimes County (Presentation)

This item was presented by Chief Planning and Projects Officer Russell Zapalac. The commission also heard comments from Vice Chancellor, Texas A&M University System, Senator Tommy Williams; Grimes County Judge Ben Leman; Navasota Mayor Pro-Tem Peter Canney; TAG member and Grimes County resident Jeff Collins; and Grimes Citizen Advisory Group coordinator David Tullos.

The commission took a short break from 12:02 to 12:14 p.m.

a. Report from the Office of Federal Affairs (Presentation)

This item was presented by Federal Affairs Section Director, Andrea Lofye.

ITEM 11. Toll Roads

a. Montgomery County - Consider the approval of a project agreement with Montgomery County Toll Road Authority relating to the development, financing, construction, operation and maintenance of SH 249 from the Montgomery/Harris county line to FM 1774 just west of the Montgomery/Grimes county line (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 Special Projects Division Director Katie Nees. Chief Planning and Projects Officer Russell Zapalac also spoke.

114204
SPD

Transportation Code, Chapter 373 gives the Montgomery County Toll Road Authority (County) the primary responsibility to develop, construct, and operate toll projects located within its jurisdiction. The SH 249 Extension Project is a planned project in Montgomery and Grimes Counties that will add toll lanes to SH 249 between

the Montgomery/Harris County line and FM 1774 near Todd Mission, Texas in Grimes County (Project).

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.

The department and the County have negotiated a project agreement pursuant to which the County will construct, operate and maintain the segment of the Project between the Harris County line and FM 1774 in Pinehurst (County Project) and the department will finance, design, construct, operate and maintain the segment of the Project between FM 1774 in Pinehurst and FM 1774 in Grimes County near Todd Mission (TxDOT Project).

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 Project will include up to 6 toll lanes on state highway right of way of SH 249 between the Harris County line and FM 1774 in Pinehurst. The County will complete the schematic design and final design for the County Project. The department will review the plans, specifications and estimates for the final design of the facility. Approval of the environmental documents has been received.

The County has committed to fund the Project and to reimburse the department in the amount of \$3,867,206 as reimbursement of the department's actual costs to acquire the right of way used for the Project. Payment of this amount will be waived if the value of the State right of way needed by the County to construct the County Project, is less than the estimated value of the right of way the County transfers to the department for the construction of the TxDOT 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 County Project as part of the Montgomery County road system and, pursuant to Transportation Code, §284.008(d), has requested that the County 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 the Montgomery County Toll Road Authority pursuant to Transportation Code, §373.006 and §373.103,

to develop, construct, operate, and maintain the SH 249 Extension Project, a 14.5-mile project to add two to six toll lanes, one to three in each direction located in Montgomery and Grimes Counties from the Montgomery/Harris County line to FM 1774 in Todd Mission, Texas in Grimes County and that allows for the use of state owned right of way by the Montgomery County Toll Road Authority. The request that the County Project not become part of the state highway system is approved.

IT IS FURTHER ORDERED by the commission that the agreement shall require the Montgomery County Toll Road Authority to reimburse the department's actual costs to acquire the right of way needed for this Project, in the amount of \$3,867,206. Payment of this amount will be waived if the value of the State right of way needed by the County to construct the County Project is less than the estimated value of the right of way the County transfers to TxDOT for the construction of the TxDOT Project.

b. Harris County - Approve the selection of the proposer who submitted the best value proposal to develop, design, construct, finance, maintain, and operate the SH 288 Toll Lanes Project in Harris County from US 59 to a terminus at approximately the county line between Harris and Brazoria counties, and authorize the executive director of the department to execute a comprehensive development agreement with the selected proposer (MO) (Presentation)

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 Special Projects Division Director Katie Nees. The commission also heard comments from State Representative Ed Thompson; Greater 288 Partnership Chairman Kevin Cole; and Brazoria County Judge Matt Sebesta.

114205
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 April 26, 2012, by Minute Order 113075, the Texas Transportation Commission (commission) authorized the department to issue a request for qualifications (RFQ) to develop, design, construct, finance, maintain, and operate the SH 288 Toll Lanes Project in Harris County from US 59 to a terminus at approximately the county line between Harris and Brazoria counties composed of four new tolled lanes (two lanes in each direction) within the existing median and adding up to eight new tolled direct connectors at Beltway 8 and may include a tolled connector to the Texas Medical Center (TMC connector) and reconstruction of the interchange at I-610. Additional main lanes may be included in the project in the future.

The department issued the RFQ on May 3, 2013 and subsequently determined that the three 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 develop, design, construct, finance, maintain and operate 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 113737, the commission authorized the department to issue an RFP requesting detailed proposals from the short-listed teams, and authorized a payment for the work product of each unsuccessful responsive proposer of up to \$950,000. On January 31, 2014, the department issued the RFP. The SH288 Toll Lanes Project, as defined in the final RFP, includes two tolled lanes in each direction, eight new tolled direct connectors at Beltway 8 and a TMC connector. No options were provided to increase the project scope beyond the base scope, but proposers were permitted to enhance the scope through alternative technical concepts (ATCs) proposed by each proposer and reviewed on a preliminary basis by the department prior to proposal submission.

On January 6, 2015 and January 27, 2015 technical and financial proposals, respectively, were received from Blueridge Transportation Group, SH 288 Mobility Alliance and SH 288 Mobility Partners for the development, design, construction, financing, maintenance, and operation, of the SH 288 Toll Lanes Project, including certain ATCs proposed by each proposer and reviewed on a preliminary basis by the department prior to proposal submission. From January 6, 2015 until February 20, 2015, the department evaluated the technical proposals from the proposers, and from January 27, 2015 until February 20, 2015, the department evaluated the financial proposals from the proposers.

The proposals were evaluated in the following categories: (1) Pass/Fail and Responsiveness; (2) Technical Score; and (3) Financial 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 general project management, design-build management and technical solutions, and operations and maintenance management and technical solutions, using the qualitative ratings of meets minimum, fair, good, very good, and excellent. The technical proposals were assigned qualitative 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 subfactors, 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 Financial Score is the Price Score added to the Termination for Convenience Fee Score. To arrive at the Price Score, points were assigned to the financial proposals using a formula that is based on the net present value of a concession payment offered by a proposer or the net present value of the public funds payment requested by a proposer as adjusted by an anchor price.

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

The evaluation and scoring of each proposal under the Technical Score and Financial Score categories resulted in the proposals being ranked as follows: Blueridge Transportation Group, SH 288 Mobility Partners and SH 288 Mobility Alliance. The

proposal submitted by Blueridge Transportation Group was accordingly determined to provide the apparent best value.

IT IS THEREFORE ORDERED by the commission that the determination that the proposal submitted by Blueridge Transportation Group provides the apparent best value to the department is approved, and the department is authorized and directed to commence and complete negotiations with Blueridge Transportation Group necessary to finalize the comprehensive development agreement to develop, design, construct, finance, maintain and operate the SH 288 Toll Lanes Project.

IT IS FURTHER ORDERED that the comprehensive development agreement is awarded to Blueridge Transportation Group subject to, and effective upon the occurrence of, all of the following: (1) the successful conclusion of negotiations, including satisfaction of conditions to final award specifically identified by the department in its letter notice of conditional award to the proposer; (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) notification 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); (5) a determination by the Office of the Attorney General that the proposed comprehensive development agreement is legally sufficient, in accordance with Transportation Code, § 371.051; and (6) the mutual execution and delivery of the comprehensive development 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 Blueridge Transportation Group cannot be successfully completed, and that therefore the proposal submitted by Blueridge Transportation Group will not provide the apparent best value, the department is authorized to commence and complete discussions and negotiations with SH 288 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.

c. Various Counties - Approve the selection of the proposer who submitted the best value proposal to develop, design, construct, and maintain the SH 360 Project from just south of I-20 to US 287 in Ellis, Johnson, and Tarrant counties, and authorize the executive director of the department to execute a Design-Build Agreement with the selected proposer (MO) (Presentation)

Commissioner Vandergriff made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Special Projects Division Director Katie Nees. The commission also heard comments from NTTA Assistant Executive Director Elizabeth Mow; and Mansfield City Manager Clayton Chandler.

design-build contract with a private entity that provides for the design, construction, expansion, extension, related capital maintenance, rehabilitation, alteration, or repair of a highway project. 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.

On February 27, 2014, by Minute Order 113861, the Texas Transportation Commission (commission) authorized the department to issue a request for qualifications (RFQ) for the development, design, construction, and maintenance of approximately 9.7 miles of improvements to SH 360, generally from Green Oaks Boulevard to US 287 (SH 360 Project). The improvements include two toll lanes in each direction from approximately two miles south of I-20 near East Sublett Road/Camp Wisdom Road to East Broad Street and one toll lane in each direction with periodic passing lanes from East Broad Street to US 287, in addition to frontage road and intersection improvements.

The department issued the RFQ on March 10, 2014. Nine proposer teams responded to the RFQ. Following the department's evaluation of the qualifications statements, five teams were determined to be best qualified to be on the short list of proposer teams to submit detailed proposals to develop, design, construct, and maintain the project.

Transportation Code §223.246 and 43 TAC §9.153(d) 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 July 31, 2014, by Minute Order 114011, the commission authorized the department to issue an RFP requesting detailed proposals from the shortlisted teams and on September 8, 2014 the department issued an RFP for the SH 360 Project.

The RFP requested prices for the base project scope and for three options. Option 1 would extend the four toll lanes to US 287. Option 2 would grade separate the US 287 northbound and southbound main lanes with the SH 360 frontage roads. Option 3 would complete the ultimate improvements at nine cross streets, including Camp Wisdom Road/Sublett Road, Webb Lynn/Lynn Creek Parkway, New York Avenue, Debbie Lane/Ragland Road, Holland Road, Broad Street, Heritage Parkway, Lone Star Road, and Matlock Road.

On January 13, 2015, proposals were received from 360 NOW Developers, Balfour Beatty Infrastructure, Inc., Lane-Abrams Joint Venture, and Zachry/Parsons Design Builders. One of the shortlisted proposers, SH 360 Partners, declined to submit a proposal. From January 15, 2015 until February 17, 2015, the department evaluated technical and financial proposals from the four proposers based on the criteria set forth in the RFP.

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. The Technical Score was calculated based on the evaluation of each proposer's project development plans, performance evaluations prepared by the department in accordance with 43 TAC §9.152 and §27.3 relating to proposers or their individual team members, and other performance evaluations relevant to the SH 360 Project.

To arrive at the Price Score, a Base Price Score, Option 1 Price Score, Option 2 Price Score, and Option 3 Price Score was determined for each proposer considering: (i) the design-build price for the Base Scope, Option 1, Option 2, and Option 3; (ii) the price for maintenance work under the comprehensive maintenance agreement initial maintenance term, second maintenance term and third maintenance term; (iii) the price for certain North Texas Tollway Authority options; and (iv) a schedule adjustment. The Price Scores were calculated by adding the Base Price Score, Option 1 Price Score, Option 2 Price Score, and Option 3 Price Score, with the result being multiplied by a defined percentage.

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 total proposal 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 in descending order as follows: Lane-Abrams Joint Venture, Balfour Beatty Infrastructure, Inc., SH 360 NOW, and Zachry/Parsons Design Builders. The proposal submitted by Lane-Abrams 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 Lane-Abrams 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 Lane-Abrams Joint Venture necessary to finalize the design-build contract and associated comprehensive maintenance agreement to design, construct, and at the department's election, maintain the SH 360 Project, and to modify the design-build contract and associated comprehensive maintenance agreement as necessary as a result of such negotiations.

IT IS FURTHER ORDERED that the design-build contract and associated comprehensive maintenance agreement are awarded to Lane-Abrams 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 governmental approvals as identified by the department; (4) notifications and information having been provided to the Legislative Budget Board, in accordance with Government Code § 669.003; (5) approval by the commission of the substantially final form of design-build contract and associated comprehensive maintenance agreement; and (6) the mutual execution and delivery of the design-build contract by the executive director of the department or his designee and the Design-Build Contractor.

IT IS FURTHER ORDERED that if the executive director determines that the negotiations with Lane-Abrams Joint Venture cannot be successfully completed, and that therefore the proposal submitted by Lane-Abrams Joint Venture will not provide the apparent best value, the department is authorized to commence and complete discussions and negotiations with Balfour Beatty Infrastructure, 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 6. Texas Transportation Plan 2040**Adopt the Texas Transportation Plan (TTP) 2040 (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 Transportation Planning and Programming Division Director James Koch.

114207
TPP

In compliance with Title 23 U.S.C. §135, as implemented by 23 C.F.R. Part 450, and Transportation Code §201.601, the Texas Department of Transportation (department) has developed a performance-based, statewide long-range transportation plan – the Texas Transportation Plan (TTP) 2040 – covering a period of 25 years that provides for the development and implementation of a transportation system and contains all modes of transportation, including: (1) the systems and facilities for highways and turnpikes, aviation, public transportation, railroads and high-speed railroads, waterways, pedestrian walkways, and bicycle transportation facilities; and (2) the transportation users of each type of transportation facility.

The TTP 2040, which is attached as Exhibit A, has been developed in cooperation with the metropolitan planning organizations (MPOs) and, as appropriate, in consultation with affected state, tribal, and local agencies responsible for transportation, land use management, natural resources, environmental protection, conservation, and historic preservation. The TTP 2040 includes capital, operations and management strategies, investments, procedures, and other measures to ensure the preservation and most efficient use of the existing transportation system. In addition, it includes long-term transportation goals with measurable targets, priority corridors, and by reference, financially constrained department and MPO programs of projects.

The TTP 2040 has been presented for public comment by means of various stakeholder and public meetings conducted in each department district throughout the state to solicit input and comment from affected public agencies, representatives of transportation agency employees, freight shippers, private providers of transportation, providers of freight transportation services, representatives of users of public transit, members of the public, and other interested parties. A public hearing was held in Austin on February 11, 2015, and written comments were accepted through February 23, 2015. A summary of the comments is included in the TTP 2040.

By letter dated October 4, 2005, the governor delegated the power and responsibility for approving the statewide long-range transportation plan to the Texas Transportation Commission (commission) or its designees. After due deliberation and consideration, the commission finds that the requirements of Title 23 U.S.C. §135 and Transportation Code §201.601 have been fully satisfied as they pertain to the development of the TTP 2040.

IT IS THEREFORE ORDERED by the commission that the TTP 2040, which is attached as Exhibit A to this order, is hereby adopted.

IT IS FURTHER ORDERED that the executive director, or his designee, submit the TTP 2040 to the Federal Highway Administration in accordance with federal requirements.

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

ITEM 7. Public Transportation

a. Various Counties - Award federal §5317 New Freedom grant program funds to the Texas State Independent Living Council (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 Public Transportation Eric Gleason.

114208
PTN

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

The Texas State Independent Living Council (TxSILC) convenes an annual educational conference to provide information to their statewide network of Centers for Independent Living (CILs) regarding matters of importance to the populations they serve. Included in this year's conference is a focus on addressing public transportation needs, specifically for those individuals with disabilities in the small urban and rural areas. The commission desires to award \$5,000 of FTA New Freedom Grant Program funds under 49 U.S.C. § 5317 to the TxSILC for supporting outreach and education to the small urban and rural CILs during the 2015 annual conference regarding transportation options in Texas.

Title 43 Texas Administrative Code § 31.18 establishes a process by which projects may be evaluated and funds distributed.

The commission finds that the project is eligible for funding and awards a total of \$5,000 in federal program funds.

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

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

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

b. Various Counties - Award funds to the Central Texas Rural Transit District to offset expenses for the 2015 Texas Transit Association Bus Roadeo (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 Public Transportation Eric Gleason.

114209
PTN

The Texas Transportation Commission (commission) desires to award an amount not to exceed \$20,000 in state funds to the Central Texas Rural Transit District in support of the 2015 Texas Transit Association Bus Rodeo for their specific role in this event to provide technical assistance and logistical support.

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

c. Various Counties - Award federal §5311 Formula Grants for Rural Areas program funds for FY 2015 (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 Public Transportation Eric Gleason.

114210
PTN

The Texas Transportation Commission (commission) takes special note of its designation by the governor as the administering agency for the Federal Transit Administration (FTA) grant program, Formula Grants Program for Rural Areas (49 U.S.C. § 5311), in a letter dated October 4, 2005, and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that these grant funds are distributed fairly and equitably within the state.

The United States Congress has passed a continuing resolution continuing Moving Ahead for Progress in the 21st Century through May 2015. The United States Congress has also passed an appropriations bill for fiscal year (FY) 2015 making funds available. The FTA has published in the Federal Register a comprehensive list of apportionments and allocations for transit assistance programs for the first eight months of FY 2015.

Awards to rural transit districts are calculated in accordance with the formula provided in the Texas Administrative Code, located at 43 T.A.C. § 31.36(g)(3). The distribution of the FY 2015 awards is shown in Exhibit A.

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

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

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to proceed with the FY 2015 § 5311 FTA allocation for the program as described in Exhibit A, submit the necessary state application to the FTA, and enter into the necessary contracts for the FY 2015 program of projects.

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

ITEM 8. Promulgation of Administrative Rules Under Title 43, Texas Administrative Code, and the Administrative Procedure Act, Government Code, Chapter 2001:

a. Final Adoption

(1) Chapter 4 - Employee Practices (MO)

Amendments to §4.31, Definitions, §4.33, Prohibited Conduct, §4.36, Testing, §4.37, Test Results, §4.39, Refusal to Test, §4.41, Voluntary Admissions, §4.43, Employees Who Drive for the Department, and §4.44, Commercial Drivers, Safety-Sensitive Employees, and Vessel Crewmembers (Substance Abuse 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 Chief of Staff Rich McMonagle.

114211
HRD

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §§4.31, 4.33, 4.36, 4.37, 4.39, 4.41, 4.43, and 4.44 relating to the Substance Abuse Program 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 §§4.31, 4.33, 4.36, 4.37, 4.39, 4.41, 4.43 and 4.44 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 commission chief clerk.

(2) Chapter 16 - Planning and Development of Transportation Projects (MO)

Amendments to §16.153, Funding Categories, and §16.154, Transportation Allocation Funding Formulas (Transportation Funding)

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.

114212
TPP

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §16.153 and §16.154, relating to Transportation Funding, 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 §16.153 and §16.154 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 commission chief clerk.

ITEM 9. Unified Transportation Program (UTP)

Approve updates to the 2015 UTP (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 Transportation Planning and Programming Division Director James Koch. The commission also heard comments from Uptown Houston District President John Breeding.

114213
TPP

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

The Texas Transportation Commission (commission) has adopted rules in Title 43, Texas Administrative Code, Chapter 16, governing the planning and development of transportation projects. The rules include guidance regarding the development of the UTP and any updates to the program, as well as public involvement requirements.

The 2015 UTP was approved by the commission on August 28, 2014 in Minute Order 114027 and revisions to the 2015 UTP were approved by the commission on November 20, 2014, in Minute Order 114125.

On January 20, 2015 the department conducted public meetings across the state via WebEx, and a public hearing was held on February 12, 2015 to receive comments and testimony concerning the proposed updates to the 2015 UTP.

The updates to the 2015 UTP, as shown in Exhibit A, include revised allocations to incorporate the distribution of Proposition 1 funding and authorizations on priority projects. The updates also address revisions to project specific program lists and other minor revisions or technical corrections. Exhibit B, which is included for informational purposes only, contains a report on current transportation development credit balances and all administrative revisions previously incorporated into the UTP.

IT IS THEREFORE ORDERED by the commission that the updates to the 2015 UTP, as shown in Exhibit A, are hereby approved.

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

ITEM 10. Office of Compliance, Ethics, and Investigations
Office of Compliance, Ethics, and Investigations Report

This item was presented by Chief Audit and Compliance Officer Benny Ybarra.

ITEM 12. Texas Mobility Fund

Dallas County - Dallas Area Rapid Transit - Approve a request from Dallas Area Rapid Transit (DART) for a grant in the amount of \$60 million for capital costs relating to capital improvements on the DART Red and Blue Light Rail Transit Lines along US 75; I-35E; SS 366; I-30 and I-345 in Dallas County, including the design and construction of: (1) extensions to station platforms to accommodate longer trains and allow for operational flexibility; and (2) the raising of station platforms to provide level boarding at all train doors to enhance accessibility, with funding from the Texas Mobility Fund established pursuant to Section 49-k, Article III, Texas Constitution (MO)

Commissioner Austin made a motion, which was seconded, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Innovative Finance and Debt Management Officer Ben Asher.

114214
DMO

Article III, Section 49-k of the Texas constitution (constitutional provision) created the Texas Mobility Fund (fund) in the state treasury and provides that the fund shall be administered by the Texas Transportation Commission (commission) as a revolving fund to provide a method of financing the construction, reconstruction, acquisition, and expansion of state highways and to 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.

The Texas Legislature implemented the authority granted by this constitutional provision in Transportation Code, Chapter 201, Subchapter M (enabling act). Transportation Code §201.943 provides that the commission, by order, may issue obligations, including Texas Mobility Fund general obligation bonds, secured by and payable from a pledge of and lien on all or part of the money in the fund.

In Minute Order 109800, dated September 30, 2004, the commission adopted the Texas Mobility Fund Strategic Plan (plan) in accordance with Transportation Code §201.947 describing how the proceeds of obligations will be used and the benefit the state will derive from use of money in the fund.

Dallas Area Rapid Transit (DART) has submitted a request to the Texas Department of Transportation (department) for state participation in the form of a grant of funds in the Texas Mobility Fund in the amount of \$60 million to pay the cost of constructing and providing other public transportation projects, specifically for capital costs relating to the design and construction of capital improvements on the DART Red and Blue Light Rail Transit Lines along US 75; I-35E; SS 366; I-30 and I-345 in Dallas County, Texas, including the design and construction of: (1) extensions to station platforms to accommodate longer trains and allow for operational flexibility; and (2) the

raising of station platforms to provide level boarding at all train doors to enhance accessibility (project).

The grant of money in the fund for the project is consistent with the uses of the fund set forth in the plan.

By Minute Order No. 113967 on June 26, 2014, and by Minute Order No. 114125 on November 20, 2014, the commission updated the Unified Transportation Plan and authorized the department to undertake and complete the project. The department now recommends that the state participation in the development and delivery of the project be provided in the form of a grant to DART from the fund.

NOW, THEREFORE, IT IS DETERMINED that the request for a grant from the fund submitted by the Dallas Area Rapid Transit meets the eligibility requirements of the constitutional provision, enabling act, and the plan, and the commission approves the request for funding from the fund in the amount of \$60 million, in the form of a grant, to be used for the purposes described herein, and directs the executive director to implement the actions necessary to effect the purposes of this minute order and further directs the chief financial officer, as an authorized representative pursuant to the master resolution, to ensure compliance with the permitted uses of the fund including execution of any necessary agreements or certificates.

ITEM 13. 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 Director of Construction John Obr.

114215
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 3 and 4, 2015, 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 commission chief clerk.

(b) Highway and Transportation Enhancement Building 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 Director of Construction John Obr.

114216
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 3 and 4, 2015, 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 commission chief 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 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 Moseley, Commissioner Austin, and Commissioner Vandergriff (a vote of 5 - 0). This item was presented by Right of Way Division Director John Campbell.

114217
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 - P. 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 - 28, 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>
Angelina	US 69	13	0200-02-035	34
Angelina	US 69	14	0200-02-035	10
Bastrop	FM 535	24	0807-05-017	1
Collin	US 75	4	0047-14-072	24
Collin	US 75	5	0047-14-072	22
Collin	US 75	6	0047-14-072	23
Collin	US 75	7	0047-14-072	36E
Collin	US 75	8	0047-14-072	18
Collin	US 75	9	0047-14-072	26,26E
Collin	US 75	10	0047-14-072	16,16E
Collin	US 75	2	0047-14-075	56
Collin	US 75	3	0047-14-075	51
Collin	US 75	11	0047-14-075	59
Collin	US 75	12	0047-14-075	55
Dallas	US 175	17	0197-02-113	34
Dallas	US 175	27	0197-02-113	1
Dallas	US 175	28	0197-02-113	6
Denton	FM 156	15	0718-01-065	50
Denton	FM 156	16	0718-01-065	18
Denton	FM 156	26	0718-01-065	29

NON-CONTROLLED ACCESS (continued)

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Harris	FM 865	1	0976-01-038	15
Hill	SH 31	18	0162-02-036	37
Lee	US 290	19	0114-07-070	35
Lee	US 290	20	0114-07-070	38
Lee	US 290	21	0114-07-070	46
Lee	US 290	22	0114-07-070	39
Lee	US 290	23	0114-07-070	24
McLennan	FM 1637	25	0833-03-040	128,128E

CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Dallas	US 175	F	0197-02-113	14,14AC
Dallas	US 175	L	0197-02-113	3,3AC
Dallas	US 175	M	0197-02-113	43
Dallas	US 175	N	0197-02-113	4
Dallas	US 175	O	0197-02-113	40
Denton	SH 114	I	0353-02-068	3
Fort Bend	US 59	A	0027-12-127	18
Fort Bend	US 59	B	0027-12-127	200
Fort Bend	US 59	C	0027-12-127	211
Harris	US 290	H	0050-08-090	830
Harris	IH 10	J	0508-01-326	205,205TE
Harris	IH 10	K	0508-01-326	216,216TE
Harris	IH 10	P	0508-01-326	204,204TE
Hill	SH 31	G	0162-02-036	14,14E
McLennan	IH 35	E	0015-01-233	143
McLennan	IH 35	D	0015-01-234	214

Note: Exhibits A - P and 1 - 28 are on file with the commission chief clerk.

ITEM 15. Routine Minute Orders

Commissioner Austin 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 acceptance of donations made to the department to include: (a) donations in any form, including realty, personalty, money, materials, or services, which are made to the department for the purpose of carrying out its functions and duties; and (b) donations from landowners, with land adjacent to a highway that is part of the state highway system, to construct an improvement on the highway right-of-

way that is directly related to improving access to or from the owner's land (See attached itemized list) (MO)

114218
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 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 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 commission chief clerk.

b. Real Estate Dispositions and Donations

(1) Bexar County - SL 368 and SS 537 in San Antonio - Consider the amendment of Minute Orders 114170 and 114173, dated December 18, 2014, to provide for the issuance of Project Acceptance Letters prior to removal of the subject segments from the system and transfer of jurisdiction, control and maintenance to the city (MO)

114219
ROW

In the city of San Antonio (city), BEXAR COUNTY, on STATE LOOP 368 and STATE SPUR 537, the state of Texas acquired and/or used certain land for highway

purposes.

By Minute Orders 114170 and 114173, dated December 18, 2014, the Texas Transportation Commission (commission) authorized the removal of the subject segments from the state highway system and transfer of jurisdiction, control, and maintenance to the city. The minute orders also provided that the real property is no longer needed for a state highway purpose and recommended, subject to approval by the attorney general, that the governor of Texas execute proper instruments transferring all of the state's right, title, and interest in the real property to the city.

The minute orders should have included a provision that the removal from the system and transfer of jurisdiction, control, and maintenance will occur upon issuance of Project Acceptance Letters related to ongoing work on the respective roadways.

IT IS THEREFORE ORDERED by the commission that Minute Order 114170 is amended to provide that the removal from the system and transfer of jurisdiction, control, and maintenance of SL 368 from Alamo Heights city limit south to I-35, a distance of approximately 2.2 miles, will occur upon issuance of the Project Acceptance Letter for project CSJ 0016-08-034. All other provisions of the minute order remain unchanged.

IT IS FURTHER ORDERED that Minute Order 114173 is amended to provide that the removal from the system and transfer of jurisdiction, control, and maintenance of SS 537 from US 281 south to I-410, a distance of approximately 1.0 mile, will occur upon issuance of the Project Acceptance Letter for project CSJ 0253-04-148. All other provisions of the minute order remain unchanged.

(2) Clay County - SH 148 at US 287 south of Henrietta - Consider the sale of a right of way easement to the fee owner of the property (MO)

114220
ROW

In CLAY COUNTY, on STATE HIGHWAY 148, RCSJ 0391-04-026, the state of Texas acquired an easement interest in certain land for highway purposes by instrument recorded in Volume 160, Page 213, Deed Records of Clay County, Texas.

The easement (Tract 1), 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 the state's easement interest no longer needed to the owner of the fee in the property. Victron Stores, L.P., a Texas limited partnership, is the owner of the fee in the property and has requested to purchase Tract 1 for \$4,589.

The commission finds \$4,589 to be a fair and reasonable value for the state's right and interest in Tract 1.

IT IS THEREFORE ORDERED by the commission that Tract 1 is no longer needed for a state highway purpose and that the value is less than \$10,000. The commission authorizes the executive director to execute a proper instrument releasing all of the state's right and interest in Tract 1 to Victron Stores, L.P., a Texas limited partnership, for \$4,589.

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

(3) Kaufman County - US 80 at FM 548 in Forney - Consider the sale and quitclaim of right of way to the city of Forney (MO)

114221
ROW

In the city of Forney (city), KAUFMAN COUNTY, on US 80, the state of Texas acquired certain land for highway purposes by instruments recorded in Volume 251, Page 142, Deed Records of Kaufman County, Texas, and in Volume 9, Page 622, County Court Minutes of Kaufman County, Texas, and the state used certain land for highway purposes to which there is no record title.

Portions of the state-owned land (Tracts 1 and 2), described in Exhibit A, and the no-title land, described in Exhibit B, are no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the sale of any interest in real property acquired and no longer needed for a state highway purpose to a governmental entity with the authority to condemn the property. The commission also may recommend if there is no record title to the property, the quitclaim of any interest that might have accrued to the state by use of the property to the county or municipality where the property is located.

The city is an entity with the authority to condemn the property. The city has requested that Tracts 1 and 2 be sold to the city for \$1.550 million, and has requested that Tract 3 be quitclaimed to the city.

The commission finds \$1.550 million to be a fair and reasonable value for the state's right, title, and interest in Tracts 1 and 2.

IT IS THEREFORE ORDERED by the commission that the Tracts are 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 Tracts 1 and 2 to the city of Forney, Texas, for \$1.550 million; 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 land.

FURTHER, 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 Tract 3 to the city of Forney.

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

c. Reports

(1) Various Counties - Approve the Fiscal Year 2014 Annual Report on the Economically Disadvantaged Counties Program (MO)

114222
TPP

Section 222.053(a), Transportation Code, defines an "economically 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 2014 Annual Report on the Economically Disadvantaged Counties Program, which is attached as Exhibit A.

IT IS THEREFORE ORDERED that the Fiscal Year 2014 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 commission chief clerk.

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

114223
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 seven 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 commission chief clerk.

d. Transportation Planning

Midland Odessa Metropolitan Planning Organization

Various Counties - Approve revisions to the Midland-Odessa Metropolitan Planning Organization (MPO) metropolitan planning area boundary (MO)

114224
TPP

Pursuant to Title 43, Texas Administrative Code, §16.51(c), the governor or the Texas Transportation Commission (commission), if the approval authority has been delegated to the commission, must approve the boundaries of a designated metropolitan planning area and any revision of those boundaries. The metropolitan planning organization must provide the governor and the Texas Department of Transportation with appropriate documentation and the rationale supporting any recommended boundary change.

In accordance with 23 U.S.C. §134 and 23 C.F.R. §450.312, a metropolitan planning area boundary shall, at a minimum, encompass the entire existing urbanized area and the contiguous area expected to become urbanized within a 20-year forecast period for the metropolitan transportation plan. The metropolitan planning area boundary may be further expanded to encompass the entire metropolitan statistical area or combined statistical area.

On October 4, 2005, Governor Rick Perry delegated authority to the commission to approve metropolitan planning area boundary changes. On September 22, 2014 the Midland-Odessa Metropolitan Planning Organization (Midland-Odessa MPO) Policy Board approved a resolution recommending the expansion of the metropolitan planning area boundary to include a portion of Martin County.

The commission has reviewed and accepted the documentation and rationale supporting the metropolitan planning area boundary changes provided by the Midland-Odessa MPO.

IT IS THEREFORE ORDERED by the commission that the proposed Midland-Odessa MPO metropolitan planning area boundary changes, as shown in Exhibit A, are hereby approved.

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

e. Innovative Financing/Debt Management

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

114225
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 or appropriated to the state highway fund; 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 Second Amended and Restated Master Resolution dated April 23, 2010, First, Second, Third, Fourth, Fifth and Sixth Supplemental Resolutions (resolutions), the commission issued eight series of bonds under Transportation Code, Section 222.003 and other applicable law.

Under provisions of the 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 for the fiscal year ended August 31, 2014, attached as Exhibit A, is accepted.

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

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

114226
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 public-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, an Eighth Supplemental Resolution adopted on December 18, 2008, and amended, restated and adopted on April 30, 2009, a Ninth Supplemental Resolution adopted on January 30, 2014, and a Tenth Supplemental Resolution adopted on October 30, 2014, the commission has issued eleven 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, or 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, Eighth, Ninth and Tenth 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 for the fiscal year ended August 31, 2014, attached as Exhibit A, is accepted.

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

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

114227
DMO

Transportation Code, Chapter 228 and other applicable law authorizes the Texas Transportation Commission (commission) to issue turnpike revenue bonds, bond anticipations 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 of the State Highway 130 (Segments 1 through 4), State Highway 45 North, State Highway 45 SE and Loop 1 project elements. The commission has also authorized the execution of an indenture of trust and seven supplemental indentures to secure revenue bonds and other obligations issued for the System. The Indenture of Trust dated July 15, 2002 as supplemented by the amended and restated seventh supplemental indenture (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 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 First Tier Obligations issued for the System.

IT IS THEREFORE ORDERED by the commission that the annual report of financial information and operating data for the fiscal year ended August 31, 2014 with respect to the commission and the System, Exhibit A, is accepted.

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

f. Highway Designations

Fort Bend County - Remove the designation of SH 122 from the state highway system, in its entirety, from SH 6 southwestward to the proposed alignment of SH 99 (MO)

114228
TPP

In Fort Bend County, the Houston District has requested that the designation of SH 122 be removed from the state highway system, in its entirety, from SH 6 southwestward to the proposed alignment of SH 99, a distance of approximately 11 miles.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director of the Texas Department of Transportation has recommended this action.

The Texas Transportation Commission (commission) finds that this action 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 SH 122 is removed from the state highway system, in its entirety, from SH 6 southwestward to the proposed alignment of SH 99, a distance of approximately 11 miles, as shown in Exhibit A.

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

g. Speed Zones

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

114229
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 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 environmental speed limits on segments of US 75 established by Minute Order 108409, dated January 25, 2001 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 commission chief clerk.

ITEM 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 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 heard comments from Jack Sanford of BikeTexas.

The regular meeting of the Texas Transportation Commission was adjourned at 1:37 p.m.

APPROVED:



Tryon D. Lewis, 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 February 26, 2015, in Austin, Texas.



Robin Carter, Commission Chief Clerk
Texas Department of Transportation