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TEXAS DEPARTMENT OF TRANSPORTATION
COMMISSION MEETING

Ric Williamson Hearing Room
Dewitt Greer Building
125 East 11th Street
Austin, Texas

Thursday
April 30, 2015
10:03 a.m.

COMMISSION MEMBERS:

Tryon D. Lewis, Chair
Jeff Moseley
Jeff Austin, III
Victor Vandergriff
J. Bruce Bugg, Jr.

STAFF:

Lt. General Joe Weber, Executive Director
Robin Carter, Chief Clerk
Jeff Graham, General Counsel

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P R O C E E D I N G

MR. LEWIS: Good afternoon, everyone.

It is, what, 10:03 a.m., and I'm going to call to order the April 30, 2015, meeting of the Texas Transportation Commission in Austin, Texas.

I'll note for the record that public notice of this meeting containing all items on the agenda was filed with the Secretary of State's office at 3:41 p.m. on April 22nd, 2015, which is seven days prior to the meeting, in accordance with the Government Code Section 551.044.

Before we begin, I want to make sure that my cell phone is turned to "don't ring" and it's off -- that it's set on silent. All of you, please make sure that your cell phones will be set on silent. There won't all be; somebody's going to have their phone ring during this meeting, but I'd like to limit it just probably to Chairman Hunter's and a couple of other of your phones going off -- Chairman Herrera, probably.

But we want to limit that, so please look at your cell phones, make sure they're on silent on off mode.

Now, if you wish to address the Commission during today's meeting, I'll need you to complete a speaker's card at the registration table. We have two colors, because there are two types of comments that can be made. One type of comment that can be made relates -- is a comment on an

1 agenda item. The agenda items have been posted with our
2 notice. This is what we are to consider as far as action
3 items. If you wish to speak on one of these items that has
4 been posted, there is a yellow card which should be out on
5 the registration table or Robin Carter, our clerk, will have
6 one, and you'll need to fill out this card if you wish to
7 speak on an action item.

8 And what will happen is, for those that I have a
9 yellow card, I'll ask you to come forward when it's your
10 turn to speak. You'll come to the podium, and the first
11 thing we need you to do is to state your name. And, then,
12 if you're here representing an organization -- if it's not
13 just you -- you're here representing the views of others, be
14 sure to state what organization you represent, otherwise
15 just say, I'm here in my individual capacity. Say your name
16 and what your capacity is.

17 Now, if it's not an agenda item, if it is a
18 general comment -- and that can be done; it doesn't have to
19 be on an agenda item -- at the very end of the meeting,
20 after we've taken care of all of the action items, we'll
21 open the floor for general comments, what's called "open
22 comment period." If that's for you, then you use a blue
23 card. This helps us distinguish which time to call you.
24 There'll be a blue card and you fill out the blue card.
25 Again, I guess, they're at the registration desk and also,

1 Ms. Carter will have those.

2 The order will be the same when you're called.
3 You'll come up to speak at the podium, stating your name,
4 who you represent, or whether you're in your individual
5 capacity.

6 Now, regardless of the color, we wish to keep
7 comments to a three-minute period, so please bear that in
8 mind, and not be repetitive of what others have said, unless
9 you want to reference their comments, and keep your
10 comments, please, within three minutes.

11 Before we go any further, I'm going to turn the
12 mic over to our executive director, General Joe Weber.

13 General?

14 GENERAL WEBER: Thanks, Chairman.

15 At this time, I'd like to ask our occupational
16 safety specialist, Randy Clawson, to come forward and
17 provide our safety briefing. Randy, thank you.

18 MR. CLAWSON: Our mission is to provide safe and
19 reliable transportation solutions for Texas. With that,
20 keeping in mind we want to begin with safety, if we were to
21 have an emergency today, we would want to call 9-1-1. If
22 you do call 9-1-1 you want to make sure you let people know
23 where you are today, and you are at 125 East 11th Street,
24 directly across from the State Capitol.

25 In the unlikely event that we were to have an

1 emergency, let's say a fire or a bomb threat, we would
2 orderly move out of the building. On the east side of the
3 building here on Brazos Street, there is an exit right here
4 at the back of this building and there's also an exit down
5 in the lower part, the basement, that faces Congress and
6 also out the front door -- yeah, out the -- I'm sorry, yeah,
7 Congress, and out the front door toward 11th Street. So you
8 would orderly move out of the building in case of that.

9 Also, at the security booth back in the main
10 lobby, if someone were to have a heart-related issue, we
11 have an AED here on the first floor of this building.

12 If we were to have high winds or a tornado, we
13 would move down to the basement of this building, move to
14 the core of the building or toward stairwells, and that way
15 we would be away from exterior walls and flying glass and
16 potential debris, such as that.

17 There are fire extinguishers and first-aid kits
18 throughout the building in case we need that.

19 Today is April 30th, and this is the end of a
20 month-long emphasis of Distracted Driving Awareness Month.
21 Tomorrow, May 1st, we begin the Click It or Ticket campaign;
22 you can see the poster over here.

23 Also, tomorrow, May 1st begins what we call here
24 at TxDOT, our 123 Safe Days of Summer; this is the time when
25 contractors and TxDOT, because of good weather conditions,

1 are usually escalating our construction, and because of
2 that, we want to ask for motorists to slow down, be aware of
3 our contractors and TxDOT workers in work zones. And I also
4 want to remind TxDOT workers to protect themselves, stay
5 hydrated, and also be protected from the sun, and also
6 increase their heightened awareness for one another.

7 That's all I have today. I hope you have clarity
8 with thought today and have a very safe and productive
9 meeting and have a blessed day.

10 GENERAL WEBER: Thank you, Mr. Clawson, for that
11 safety message, and with that delivered, Chairman, I yield
12 back to you.

13 MR. LEWIS: All right. Thank you.

14 In just a moment, we will beginning the opening
15 comments from our Commissioners, which is our tradition. I
16 do want to, just so they will know, we do have some
17 legislators here with us today. And what we'll do,
18 basically, our schedule will be that we will begin with the
19 opening comments of the Commissioners. Once those have been
20 completed, then we're going to ask, if they desire to do so,
21 the legislators to come forward to make their comments, if
22 they wish to make comments now. They can certainly wait
23 until later, but their time is so crowded with things to do,
24 that we will do that courtesy, if they wish to make their
25 comments before we get to whatever agenda item that it is.

1 Before we start the opening comments of the
2 legislators, I would like to note on a sad point, but
3 Commissioner Bruce Bugg's father-in-law, Thomas Swan, passed
4 away, and we appreciate very much the Commissioner being
5 with us. So that's Olethia's father passed away. She can't
6 be with us. She's probably in Tyler where the funeral will
7 be tomorrow.

8 But, Bruce, all of our thoughts and our prayers
9 are with you and Olethia and the family. What a fine man,
10 and I know that you'll -- right after the meeting, I think
11 you'll be going on to Tyler.

12 MR. BUGG: Thank you very much, Mr. Chairman. I
13 appreciate that.

14 MR. LEWIS: And with that and those thoughts,
15 we're going to go ahead to the opening comments of the
16 Commissioners. A little bit different order than we usually
17 have. Commissioner Moseley, I'd like to begin with you at
18 this time.

19 MR. MOSELEY: Well, thank you, Chairman Lewis.

20 Members, Commissioner Austin will give you a full
21 update of a mission that I joined him on, related to I-69,
22 and it's good to see Chairman Neil here today, who was the
23 head of that.

24 But I just wanted to report back to you that while
25 there with Commissioner Austin on I-69, there was also some

1 work-related to the ports, and I was pleased to be with the
2 Texas Ports Association president, Mr. Eddie Campirano,
3 talking about Texas maritime assets and talking about how we
4 are proceeding with our feasibility study for the Brazos
5 River floodgates.

6 TxDOT has a role as the non-federal sponsor of the
7 Gulf Intracoastal Waterway, and they were very pleased that
8 our application with the US Maritime Administration is now
9 to designate Gulf Intracoastal Waterway T as Marine Highway
10 69. So it was wonderful to be with I-69 at the same time
11 that we're talking about designating the GIWW-69.

12 Chairman and members, while we were on this
13 mission, we also provided a copy of TxDOT's Texas Ports
14 Report and Maritime Brochure to members, and this brochure
15 has a chart that shows what other states are investing to
16 prepare for the opening of a new shipping lane in Panama.
17 And I hope to return with Commissioner Austin, again, later
18 this year, to work with Congressman Farenthold and
19 Congresswoman Johnson to re-establish and work with the
20 Texas Maritime Caucus as we work towards the reauthorization
21 of the 2016 water resources bill.

22 And by the way, Chairman and Members, we've just
23 learned that Mexico is not standing by. They're pumping
24 more than 77 billion pesos, which is \$5 billion into its
25 network ports.

1 Chairman and Members, in closing, I just wanted to
2 talk about General Weber a little bit. We're observing this
3 month, his first anniversary, as executive director of
4 TxDOT, and it's time to maybe just look a little bit at the
5 year in review, related to his coming on board. First of
6 all, I guess we can attribute the fact that voters
7 overwhelmingly passed Proposition 1 to General Weber being
8 on board. General, that's a tremendous accomplishment,
9 80 percent voter approval.

10 (Laughter)

11 But all joking aside, General Weber has been
12 instrumental in really looking at how to put this money to
13 work in a very timely manner and we appreciate that.

14 General Weber and his team have also been
15 instrumental in initiating an urgency on the review of
16 damaged Energy Sector roads to make sure that these are a
17 priority as we look to repair and update these strategic
18 corridors. TxDOT has repaired 70 miles of heavily damaged
19 roads in seven counties covering nine roadways during the
20 year that he's been our executive director.

21 General Weber has asked our agency to continue to
22 update our UTP process to make it more transparent, to have
23 more public involvement and to facilitate a better
24 understanding of our TxDOT roadmap.

25 General Weber has worked to reorganize our agency

1 to bring more efficiency and we appreciate the fact that
2 he's empowering leaders to make decisions and drive more
3 accountability for outcome.

4 General Weber, during his first year, has visited,
5 Chairman and Members, all 25 districts -- in many cases,
6 multiple times -- and has really reached out to the
7 employees during his first year at TxDOT.

8 And, Members, last summer, TxDOT achieved a
9 remarkable 92 percent satisfaction rating in customer
10 service in a survey performed by the Texas Legislative
11 Council; we're very pleased to report that.

12 TxDOT has begun awarding bids for projects that
13 are the as a result of Proposition 1, as I stated earlier,
14 and we're very, very pleased that also, we've been
15 refinancing debt. During this last year, TxDOT has saved
16 more than 800 million in present-value dollars and is on
17 track to generate more than a hundred million in
18 cost-savings and efficiencies, as outlined in House Bill 1.
19 General Weber has also shown that we can execute at a very
20 high level and still be very good stewards of tax dollars.

21 Last fall, TxDOT was recognized by Reason
22 Foundation's 21st Annual Highway Report to be one of the
23 most efficient department of transportations, delivering
24 quality projects at a great value to taxpayers.

25 And by the way, Chairman and Members, Fleet

1 Forward is on track to, again, provide millions in savings
2 while providing the right equipment at the right place at
3 the right time to complete the job.

4 Enterprise Resource Program has been re-tooled
5 under General Weber's direction and the IT and the finance
6 systems are now better able to serve taxpayers and, again,
7 save millions in the future.

8 So we really appreciate General Weber's one year
9 of service and I would just say, Chairman, we owe him a deep
10 thank you and a word of appreciation. And I know that he
11 doesn't like me to say this -- he's going to rush to say
12 it's his team, which is his nature of leadership -- but
13 TxDOT really had has a wonderful year under his leadership.

14 (Applause)

15 MR. LEWIS: Thank ya'll. I'll now call on
16 Commissioner Bugg for any opening statements.

17 MR. BUGG: Thank you, Chairman Lewis.

18 First of all, let me just say how deeply touched I
19 am that you referenced my wife's loss and our loss in the
20 family, and I really deeply appreciate that, so thank you
21 for that. I would like to add, with regard to General Weber
22 having his one-year anniversary this month, that my first
23 day that I ever walked into the Greer Building was after I
24 signed in -- that was the last time I had to sign in, by the
25 way -- but after I signed in, I had the pleasure of my very

1 first meeting, my very first day to walk into the Greer
2 Building was with General Weber and John Barton.

3 And I'll say, General Weber, that I've been very
4 impressed with the short amount of time that I've had to get
5 to know you. It goes without saying that we all appreciate
6 your service to our country, as your service in the
7 US Marines, and I deeply appreciate the opportunity to
8 quickly get to know you and work with you, here at TxDOT, so
9 I wish you all the best and thank you very much.

10 Thank you, Mr. Chairman.

11 MR. LEWIS: Thank you very much, Commissioner
12 Bugg.

13 Commissioner Vandergriff?

14 MR. VANDERGRIFF: Yes, I just, as always, I am
15 pleased and honored to be here. I see a lot of great
16 friends and allies of the Department, a number of
17 legislators, and I'm anxious to hear what you have to say
18 and look forward to moving some of these projects, yet,
19 another step forward to get going. So I'll just reserve any
20 comments I have for when we get to the meat of the agenda.

21 MR. LEWIS: Thank you very much, Commissioner
22 Vandergriff.

23 Commissioner Austin?

24 MR. AUSTIN: Good morning, everyone. I, too,
25 share their welcome. I see a bit of you here for, I know,

1 two big projects that we're going to discuss today, 249,
2 also, look at the Harbor Bridge. I know these projects have
3 been talked a lot about, but your voices, what you do say,
4 we do listen to you and thank you to those who have been
5 part of the discussion. It is something that we are trying
6 to keep Texas moving, but we do listen and thank each and
7 every one of ya'll for being here.

8 General, you know, just visiting with I'll say
9 friends and allies across the street, you have a lot of
10 respect, and thank you for being here a year. I know that
11 Commissioner Moseley was saying, you know, you're coming up
12 to one year so we're going to have to review you coming up
13 before too long.

14 Does anybody have any ideas on how to review a
15 General? I need help.

16 (Laughter)

17 But all that side, we really appreciate what he's
18 doing in leading the agency, and make no mistake, he's
19 diving in looking at contracts and helping make us be better
20 stewards of your dollars in helping plan projects and asking
21 the right kind of questions. So I really appreciate working
22 with him and for him.

23 Last week, we had the opportunity, Commissioner
24 Moseley and I, to be up in D.C. with the I-69 Caucus.
25 Congressman Farenthold, who's on the Congressional

1 Transportation and Infrastructure Committee, kind of leads
2 the caucus -- he does lead it; there are several co-members,
3 as well. We had the opportunity to visit with our members
4 on the T&I Committee, newly, a freshman, Brian Babin, who's
5 on the T&I Committee, and is really engaged. He has a lot
6 of the ports in his district, as well; part of the Port of
7 Houston. It would be Neches, as well.

8 I know it is great being up there with the Ports,
9 and I look and I see Judy Holly, who's involved in the Port
10 Association and also chairs TxDOT's I-69 Advisory Committee,
11 and I just can't share enough. And what the other states --
12 there were eight states that were there participating in
13 I-69 -- they want to know what Texas is doing. And I
14 quickly point to Judy, because what the I-69 Advisory
15 Committee has done is develop plans and a blueprint from the
16 community up, and I can't stress that enough as we begin
17 looking at projects, where to go, what to do, setting the
18 priorities. Judy, thank you very much for your help but the
19 other states that were there, Texas, Louisiana, Mississippi,
20 Arkansas, Indiana, Kentucky, and Michigan, and I think I
21 said Tennessee, and what they're doing in best interests and
22 pieces, collectively, we are all trying to designate
23 Interstate 69 as a national freight corridor.

24 And I'm going to remind what I-69 does. Between
25 2000 and 2010, the population growth along this route, just

1 in Texas alone, grew about 23 percent. So we're bringing
2 interstate access, that is, our port-to-port connector, as
3 Commissioner Moseley said, we are bringing access and this
4 is something that is desperately needed.

5 Yesterday, I had the opportunity -- and for those
6 of ya'll who were over there around the Capitol, it was not
7 an accident; this was a big ball of trash over there. We're
8 kicking off a campaign with Don't Mess with Texas, and this
9 is in its 29th year, and we're celebrating 30 years with the
10 Adopt-a-Highway program. It is important. I know we had a
11 young lady who performed Willy Nelson's "Beautiful Texas,"
12 Emily Gimble; she's with Asleep at the Wheel. Great voice.
13 I thank her for being there.

14 But the little things that each of us can do is to
15 pick up a piece of paper and don't throw it out. It is a
16 crime. We ask for everybody's help to keep our beaches, our
17 lakes, our roadways clean. We spend, in 2014, we spent \$35
18 million in picking up trash around the state. \$35 million.
19 I think some of ya'll in this room would love to have that
20 on one of your projects. Those are interchanges. Those are
21 planning dollars that we -- that's something within everyone
22 one of our control, that we can have an impact. When I was
23 a scout master we took kids out there and adopted a highway.
24 Trust me, if you've ever picked up some of that trash on the
25 road, you'll never want to see it thrown out again; it's

1 nasty and that's something that we can do.

2 A couple comments on safety. As we talked about,
3 Click It or Ticket, be careful of distracted driving. We
4 all saw -- most of us probably saw that horrible video up in
5 Washington State of somebody going past a school bus.
6 Please be aware of school zones; again, that's something
7 within all of our control that we can prevent.

8 The last couple of things, I know Frank Farley is
9 here with Wells Fargo. I know Frank has been a long time
10 trusted advisor working with TxDOT with some of the savings
11 that we've done. Frank, you're retiring, you've been
12 involved in quite a few deals in helping us. We appreciate
13 your counseling and your advice.

14 While we were up in D.C. -- one final comment --
15 we're working -- while a lot of the attention is going
16 across the street, you know, to our Chairman and legislators
17 here, almost 40 percent of our funding comes from the
18 Federal Government, reimbursement of our gas tax that we
19 send up. We can't forget about the federal sources, and
20 that Highway Trust Fund, if there's not a continuation,
21 we'll go bankrupt.

22 We were notified last year, and have had early
23 notification, that if we -- if it's not kicked -- a new
24 resolution is brought forward, that could have an impact of
25 about \$125 million a month to Texas; that's a lot of money

1 we need to be able to get back and plan. So federal is
2 important. Our team up there, they are asked quite a bit,
3 what is the impact to Texas? What is going on?

4 They are working, Melissa, Melanie, Andrea are
5 doing a great job working up there, filling, giving and
6 responding to our congressional delegation to help make
7 things happen. So it is a reality and we need to pay
8 attention. We're going to ask for your help us there, as
9 well.

10 And, Chairman, you're awfully comfortable now; it
11 took 30 days to get comfortable, so here we go.

12 (Laughter)

13 Thank ya'll for being here.

14 MR. LEWIS: Thank you, Commissioner Austin.

15 Yeah, I've been here for 30 days, so I'm an expert
16 on TxDOT now. I know it all now.

17 (Laughter)

18 General, I would also like to add my remarks of
19 appreciation to you for your long and dedicated, honorable
20 service to the country, to this state, and to this
21 department. Thank you very much.

22 It is our goal on this Commission for the
23 Department of Transportation to be the most trusted agency
24 in state government. We are dedicated to that. We
25 certainly have the people to do that and accomplish that.

1 With regard to that, as far as the Commission is concerned,
2 we're going to be taking a very active role to do our part
3 to make sure that, you know, that's done and that's
4 maintained. So I want to discuss several appointments, and
5 then we'll go on to the remarks of our visiting legislators.

6 The audit subcommittee is a very difficult
7 committee. It does a lot of hard work and is absolutely
8 viable to the functioning of this organization. Fred
9 Underwood did a terrific, terrific job as chair of that
10 subcommittee. It is my duty, now, to appoint a subcommittee
11 in which we will have equal confidence and do an equally
12 good job. So I'm going to name Jeff Austin as chair of the
13 audit subcommittee. I'm going to request that Bruce Bugg
14 assist Jeff, with regard to those duties and thank both for
15 agreeing to take on that Herculean task that you'll have.

16 MR. AUSTIN: You've got two bankers, so here we
17 go.

18 MR. LEWIS: Okay. And in addition to that, we
19 have a number of tasks that are before us. With the
20 confidence that the public needs to continue to have in the
21 organization. There are two things that we want to -- three
22 things, actually, we want to particularly address. One is
23 the process by which we do our work. We have taxpayer
24 dollars entrusted to us; we want to make sure that we get
25 the maximum amount of those taxpayer dollars. So as we do

1 projects from the commitment of the Commission -- that the
2 Commission makes on that project, through the completion of
3 that project, we need to know that our processes are such
4 that taxpayer dollars are maximized and the project gets
5 completed as quickly as possible, consistent with safety
6 concerns, so our public can use them.

7 I'm going to ask Bruce Bugg, if he would, to be
8 the Commission point person, with regard to that effort and
9 to work with staff on developing and reviewing those
10 processes, seeing perhaps, how we can improve them, as
11 needed, and then report back to the Commission.

12 The other thing is we get projects completed.
13 Well, how are we doing performance-wise? How do we measure
14 our performance, not only in projects, but other matters
15 that come before us? That's a very big effort, a very
16 complex effort. We had some mention of that yesterday on
17 performance measures, the great number of them and do we
18 have the right ones, do we prioritize them correctly. And
19 then you get into the performance measures, you also say,
20 well, what else, what's the scope of this? What else do we
21 have to look at that gets drawn within the decision on
22 performance finishes?

23 So on this viable matter, I think the Commission
24 should take a very proactive assistance, with regard to
25 that. I'm asking that Commissioner Vandergriff develop a

1 plan for us. The first thing we need is a plan, because
2 this is, like I said, it's a big effort. We need to plan to
3 decide to report to us, you know, what scope of decisions
4 should we be reviewing; what should be our timeline on
5 developing this; what stakeholders' groups need to be
6 consulted to make sure that we have broad input that's
7 meaningful and that we're listening to stakeholder groups
8 and to the public, to the Legislature, and so forth, so we
9 need a plan for that, and I'm going to ask Commissioner
10 Vandergriff if you'll develop a plan for presentation to us
11 and work with staff to do that so that we can go forward
12 with some confidence on that.

13 Safety issues are also paramount. I guess I
14 miss -- all of us miss Fred Underwood so much I keep coming
15 back to him, because that's a fact; I think he was so
16 conscious about safety and I'd like to ask that Jeff
17 Moseley, Commissioner Moseley, if you'll take on the safety
18 functions and also just be our liaison maybe to the Ports in
19 coastal matters, if you would do so.

20 I'm kind of going through my notes and one thing I
21 don't think I've mentioned yet, which I meant to mention
22 right off at the start on Commissioner Moseley, it is my
23 task, also, that we have a vice chair to preside over
24 meetings in my absence, and I asked Commissioner Moseley or
25 Vice Chair Moseley, then we'll proceed with that.

1 I believe those are the appointments which I wish
2 to make at this time. So what I'll do now -- like I said,
3 we have a number of agenda items, we basically take those in
4 order, except we have distinguished legislators here who
5 have many, many other tasks today. So if the legislators
6 wish to do so, I'd like to start with their comments before
7 we get on to the rest of the agenda.

8 And we're honored to have the president pro tem of
9 the Senate, Senator Hinojosa, here, and Senator Hinojosa, if
10 you'd like to make remarks at this time, we'd like to
11 invite you to the podium and state your name and who you
12 represent and begin your comments. Thank you, sir.

13 MR. HINOJOSA: Thank you, Mr. Chairman -- Chairman
14 Lewis and the Commissioners.

15 And, General Weber, semper fi. I served in the
16 Marine Corps. I wasn't a General, but I was a grunt.

17 (Laughter)

18 And by the way, today is a very happy day. The
19 Harbor Bridge is such a huge and important project for our
20 continuing growth and expanding our economy with the
21 creation of new jobs. It's really amazing that we have
22 worked together for such a long time as a team, and today is
23 a very important day because today on Item 7, you'll award
24 the contract to -- or the proposal, the selected proposal,
25 to construct and replace the Harbor Bridge.

1 And for us, we've worked together as a team for
2 the last ten or twelve years with the leadership of Mayor
3 Lloyd Neal, Judge Simpson from the San Patricio County. We
4 have our great mayor, Nelda Martinez, the delegation,
5 Lonnie, the engineer, he's such a great person to work with,
6 and for us, the TxDOT staff has just been so helpful and so
7 informed, that without them, we couldn't get to this point.

8 And to us, the Harbor Bridge is really a huge
9 symbol. It defines Corpus Christi. It defines the Coastal
10 Bend area. As we look forward for the future, we know that
11 the growth continues to be very rapid. We know what's
12 happening in Mexico with expanding their economy with the
13 Panama Canal. And so for us, we just want to thank you on a
14 very happy occasion.

15 And by the way, you're correct, Chairman Lewis, I
16 have to be back. We are now in a conference committee and
17 the TxDOT budget is next.

18 (Laughter)

19 So thank you so much for your support and hard
20 work and for taking care of our transportation needs here,
21 not only in the Corpus Christi area, the Coastal Bend area,
22 but our great state of Texas. Thank you.

23 MR. LEWIS: Thank you very much for your remarks.
24 Senator, we're honored to have you here with us and thank
25 you very much for being here.

1 I next ask -- let's see, I have, also on Item 7, I
2 have a request for Todd Hunter. Chairman Hunter, if you'd
3 please come forward. After stating your name and who you
4 represent, give us the benefit of your remark.

5 MR. HUNTER: Representative Todd Hunter,
6 District 32, Corpus Christi.

7 And, Chairman Lewis, it's such an honor for see
8 the guy that I mentored, taught everything to, now listening
9 to me talk about transportation.

10 (Laughter)

11 And so the crowd knows, everything he does good
12 came from Todd Hunter and judiciary committee when he was
13 there.

14 (Laughter)

15 It's great to see Jeff, a long-time friendship.
16 Good to see you, always. Congratulations to you on your
17 vice chairmanship. Jeff, keep up the good work on I-69; you
18 and I have worked on that, you've done a real good job.

19 Victor, thank you for all the work that you have
20 been doing. You've helped us on all of our coastal
21 projects.

22 And, Bruce, we're glad to have you. We're glad to
23 have you; we're going to kind of adopt you as part of Corpus
24 Christi, because you're so close. Yes, sir, we are.

25 (Laughter)

1 And, General, it's good to have you. And we did
2 the Don't Mess with Texas resolution for you yesterday and
3 we're glad to do it.

4 All I want to say is, you have the entire Corpus
5 Christi delegation here; they support the Harbor Bridge.
6 And Judge Simpson; Judge Lloyd Neal; Mayor Martinez and I,
7 who color-coordinated for this meeting; chairman at our
8 port, Judy Holly; and, of course, Lonnie, who has done a
9 great job, we're in support. Let's just send the message.

10 But let me give you a little different message.
11 Yes, it's great for economics. It will send a great symbol,
12 not only for Texas, but it's going to create a great symbol,
13 the Harbor Bridge, for the United States, internationally.
14 I mean what you're doing is setting a high standard for
15 economics and safety, and being a coastal legislator.

16 And I know that you had brought up Vice Chair
17 Moseley as dealing with some of the coastal issues, think of
18 Harbor Bridge, not only as needed, not only as something
19 that will help the area with their growing port or growing
20 city or growing counties, but always remember, when you head
21 into hurricane seasons, what a great safety mechanism to
22 help coastal residents be able to transport themselves. And
23 a lot of times we think of the economic side, which is
24 great, but don't ever forget the tremendous safety that
25 you're proving to the Coastal Bend region.

1 So, anyway, I keep it short because I have set on
2 the calendar, all the TxDOT laws for tomorrow.

3 (Laughter)

4 So I think you'd probably want me over at the
5 Capitol to make sure that it just goes smoothly for all of
6 you. But anyway, it was great to see ya'll. I'll keep it
7 short: We're here to support the project. Thank you for
8 being a partner with us in getting this done.

9 One plug on the General: He paid attention to
10 coastal residents, from Corpus Christi to Port Aransas, he
11 saw a need. And through your help and him coming to see the
12 project, I want to put a thank you for helping us on the
13 Highway 361 because, actually, it's a good artery for the
14 Harbor Bridge when we need evacuation and safety in the
15 area. Thanks, keep up the good work.

16 My good friend, it's good to see that you're here.
17 I feel that you're back with us. Take care, and I consider
18 ya'll friends, not just Commissioners. Take care.

19 MR. LEWIS: Thank you, Chairman. I know you have
20 to leave and go on back to your duties, but thank you very
21 much for your remarks and we're honored that you're here.

22 Chairman Herrero. Chairman, after stating that
23 you're here on Item 7, as well, and after stating your name
24 and who you represent, please give us the benefit of your
25 remarks. Thank you.

1 MR. HERRERO: Good morning, Judge. Mr. Chairman,
2 fellow Commissioners, thank you for the opportunity to be
3 here before you, and before I extend my thank you for all of
4 your efforts, let me extend my condolences to your family.
5 Sir, we will keep you in our prayers.

6 But to the item at hand, Item 7, I want to thank
7 you for your continued efforts and support of the Harbor
8 Bridge Project, not only in helping build a new landmark
9 that will help serve our community for generations to come,
10 but also for providing an efficient means of transportation
11 and commerce that'll definitely serve as a pathway for a
12 brighter future, not only for myself, who is Abel Herrero,
13 State Representative for District 34 and a resident of the
14 area, but on behalf of all of our elected officials that are
15 here before you, as well, and all of those that will
16 transgress through the new Harbor Bridge, that will be known
17 not only in Corpus Christi, the state of Texas, but
18 hopefully in the world of a place to come and see. So I
19 thank you for all of your efforts. I appreciate the time
20 and the commitment that you have given, not only to Corpus
21 Christi and the residents, but the entire state.

22 And with that, I would ask for your permission to
23 leave early for the sake of trying to get back to the
24 Legislature, but to the extent that there are no questions,
25 I ask for the opportunity to leave early.

1 MR. LEWIS: Thank you so much, Chairman, for
2 coming over. We are honored that you would come over and
3 visit with us. Thank you for your remarks, and, obviously,
4 I know you've got -- you're in session over there and got
5 committees, so thank you very much for being here.

6 MR. HERRERO: Thank you, Mr. Chairman and
7 Commissioners.

8 MR. LEWIS: Those are the cards that I have for
9 legislators. I don't see anyone else here, so we'll proceed
10 on with the order of business. Our first order of business
11 is the approval of the minutes from the March 26th regular
12 meeting of the Texas Transportation Commission.

13 Members, the draft minutes have been provided in
14 your briefing materials. I believe Commissioner Bugg wishes
15 to move to approve the minutes.

16 MR. BUGG: I'll make the motion.

17 MR. LEWIS: And I believe that Vice Chair Moseley
18 has seconded the motion; is that correct?

19 MR. MOSELEY: That's correct, Chairman.

20 MR. LEWIS: Is there any discussion on it; if not,
21 then, we'll vote.

22 All in favor say aye.

23 (Chorus of "Ayes")

24 Any opposed, nay.

25 (No audible response)

1 All right. The motion carries. Thank you.

2 With, that General, I'll turn the agenda over to
3 you so that we can proceed with today's business.

4 GENERAL WEBER: Thank you, Chairman.

5 And we now proceed with Item 4(a), a project
6 update on State Highway 249. Our chief planning and
7 projects officer, Russell Zapalac will present.

8 MR. ZAPALAC: Thank you, General. Chairman,
9 Commission, good morning.

10 Item 4(a) is the discussion item on State
11 Highway 249. I want to talk a little bit about the
12 249 Corridor, a little bit of a project overview, if I
13 could, please for a second.

14 The 249 Corridor is actually a 42-mile corridor
15 that originates down in -- or runs from Harris County all
16 the way up and ultimately ties into the 105 and will
17 ultimately tie into State Highway 6, just south of Navasota.
18 The project, itself, I want to talk about on that blackline
19 up there, south of Pinehurst. There's 29 miles that are yet
20 to be constructed of this project. Harris County and
21 Montgomery County are working on the six miles south of
22 Pinehurst and TxDOT will be taking on the 24 miles north of
23 Pinehurst, all the way up to 105.

24 It's a \$410 million project. The scope of the
25 project is to build a Super 2 configuration from Pinehurst

1 all the way up to the 105. The intent would be, depending
2 upon how much land, right-of-way is donated, as well as what
3 the bid process would actually come in. Is if we can come
4 in below that 410 number, that we would then provide four
5 lanes starting at Pinehurst and moving north, and then,
6 again, if the numbers will allow us, we'll continue to move
7 all the way up to 1774 with a four-lane section.

8 So that's the project in general. If you'll
9 recall in February, at the February Texas Transportation
10 Commission meeting, we had a discussion of the Grimes County
11 portion of 249, and the Grimes County Commission had
12 recently passed a resolution that withdrew the support of
13 the County from the project. The Commission directed staff
14 to go back and meet with the County and try to work through
15 some of the issues that they had.

16 We spent a good portion of March working with the
17 county judge and the county commissioners in Grimes County
18 and agreed to cooperatively develop a mobility plan for the
19 south part of the county and to provide improvements in the
20 base project that would allow additional access to the FM
21 306, and then in addition, contingent upon Commission
22 approval, provide \$4 million for additional funding to
23 address future access projects in the county. On
24 April 14th, Grimes County Commission met and passed a
25 resolution supporting the project with those caveats that I

1 just mentioned a minute ago and Grimes County agreed to work
2 forward with TxDOT to make the project possible.

3 Just a quick status on the project, Segment 1,
4 which is primarily the Montgomery County section, we expect
5 to have the environmental clearance completed in August or
6 September of this year. Segment 2, we're working on the
7 environmental clearance on that; we expect that to be
8 completed in September or October of this year.

9 As far as funding goes, I mentioned it's a \$410
10 million project, roughly. And the funding sources, we've
11 got a plan of finance. The plan of finance could change
12 slightly, but for right now, that's presently our plan of
13 finance.

14 We received a number of support resolutions, and
15 if I might, Chairman, I think there may be a few people who
16 would like to speak on the project, and I'd certainly like
17 to turn the microphone over and let them speak at this point
18 in time. If there's any questions, I'll come back at the
19 end.

20 MR. LEWIS: All right. Sir, that would be fine.

21 Let's proceed on, then -- I think that's a good
22 idea -- we do have a number of elected officials and others
23 who wish to make comments. Let's do this, what I think I'll
24 do is the elected officials and then the rest, if you'll
25 come back, then we'll do the public comments.

1 We have request-to-appear cards on this item from
2 Judge Doyal. Judge, if you'd please come up. State your
3 name, who you're here representing, and then give us the
4 benefit of your remark.

5 MR. DOYAL: My name is Craig Doyal. I'm a
6 Montgomery County judge.

7 Mr. Chairman, Commissioners, thank you for the
8 opportunity to be with you again today. I had an
9 opportunity recently to travel from Tomball to Magnolia with
10 Mr. Zapalac and Mr. Koch and Mr. Williams and I think they
11 saw, firsthand, some of the congestion issues in that area.
12 I want to applaud and appreciate, not only those three
13 gentlemen, but all the TxDOT staff and their efforts to help
14 us get this project moving forward. They've been very, very
15 cooperative and very supportive in this effort.

16 We've had a great relationship with the City of
17 Tomball and our partners out of the City of Tomball, and the
18 mayor, I think, is here today with the members of the Harris
19 County Toll Road Authority that have helped us put together
20 our program to begin the design phase of 249 through
21 Montgomery County, our segment from Spring Creek to
22 Pinehurst.

23 We've had a tremendous relationship with
24 Commissioner Cagle, who's here today. Going back to our
25 Cracker Barrel contract, which is a subject for another

1 topic of conversation; it was quite an interesting time for
2 us.

3 We've got representatives from the City of
4 Magnolia, who have been incredibly supportive of the
5 project. They realize the value in creating this 249
6 Project through Montgomery County.

7 Early on, Judge Shiflett, the prior judge of
8 Grimes County was very involved with us, with members of the
9 City of Navasota. And now the current judge, Judge Leman,
10 is doing a great job of carrying that action forward.

11 I look at our neighbors in Grimes County and see
12 them kind of like where we were 20 years ago, maybe 15 years
13 ago in Montgomery County, and I applaud their efforts to get
14 ahead of their transportation issues, where we're seeing
15 tremendous congestion today.

16 I would like to thank the developers that we
17 worked with along that corridor who have offered donation of
18 rights-of-way so that we can continue this project and make
19 it an even more viable project.

20 And most certainly, I would like to thank this
21 Commission for your support in this effort so far. We
22 really, really appreciate your concern. I know that you've
23 got a lot of projects across the state to look at. This is
24 one that will address mobility needs. It will address
25 safety needs. And it will certainly be an economic

1 development tool for all of that region for the state of
2 Texas. I know that you have a lot of projects. I
3 appreciate your concerns locally, regionally, and statewide,
4 and I would hope that the funding would remain on this
5 project so that it could be built to fruition and address
6 all those needs.

7 So, thank you for the opportunity to be with you
8 here today and I am certainly in full support. I think
9 many, many people you'll find today are of this project.
10 Thank you, again.

11 MR. LEWIS: Thank you very much, Judge. ** Your
12 remarks, I know a lot of them has to do with this Item 4(a),
13 but also will be considered by us Item 8.

14 MR. DOYAL: Item 8, yes, sir. Yes, sir.

15 MR. LEWIS: All open comments will be considered.

16 MR. DOYAL: Most certainly, Mr. Chairman. Thank
17 you very much.

18 MR. LEWIS: (inaudible) Judge Leman.

19 State your name and who you're here representing
20 and give us the benefit of your remarks on item 4(a).

21 MR. LEMAN: Sure. My name is Ben Leman; I'm a
22 Grimes County judge, and I'd like to thank you for allowing
23 me to be here tonight -- today to talk about this.

24 As was previously mentioned, a lot has happened in
25 the last two months since the last Commissioners Court

1 meeting in Grimes County where the resolution was passed
2 opposing this project. But first I'd like to thank the
3 Commissioners of TxDOT and the organization of TxDOT for all
4 you've done to work with our County in trying to ensure this
5 project gains the support of our county citizens and ensures
6 that it benefits the local population in Grimes County.

7 That first resolution did oppose the project, and
8 I think it's important to note that the initial effort to
9 address some of the concerns of the local citizens there was
10 only learned about, literally, to the community, the day of
11 the Commissioners Court. So as I stated at the previous
12 Commission meeting here, that I didn't think the County had
13 time to process the impact of the difference between the two
14 proposals, and so I thank you for allowing us to have that
15 time, for our community to have that conversation.

16 So I set out after that and got out in the
17 community and put letters in the paper and went to the City
18 Council meetings and we got the conversation going on
19 understanding the difference between the current proposal
20 and what the original proposal was, and as you can see, the
21 evidence that the community supports this proposal is
22 through a Commissioners Court vote of 4:1 to approve this --
23 support this project in Grimes County, with the additional
24 considerations that were outlined by General Weber.

25 So I know that not everybody in our county is

1 going to support the project. It's very difficult when
2 you're talking about new construction to get unanimous
3 support, but we do feel it addresses the main two needs of
4 economic development and higher income opportunities for our
5 citizens and that's critical for our County for the
6 long-term benefits. So thank you very much, and if there
7 are any questions, I'd be very happy to answer them.

8 MR. LEWIS: There are no questions.

9 Thank you very much, Judge, for coming forward.

10 MR. LEMAN: Thank you. And we ask you to move
11 forward with this project in Grimes County.

12 MR. LEWIS: Thank you, Judge. It's nice to have
13 you here. Thank you.

14 We have Commissioner Cagle. Commissioner Cagle,
15 if you will, after stating your name, who you're here
16 representing, give us the benefits of your thoughts.

17 MR. CAGLE: My name is Jack Cagle. I am the
18 County Commissioner of Harris County, Precinct 4.

19 Chairman, Judge Lewis, you and I were kind of
20 rogue judges, as opposed to my friend Judge Doyal, who gets
21 to bang the gavel, but doesn't get to wear the robes.

22 (Laughter)

23 And to my fellow Commissioners, but of a different
24 body, thank you for the privilege of standing before you
25 today. If I could take a slight stroll down memory lane, it

1 was Christmas Eve of 2011 when Jeff Moseley's predecessor,
2 Ned Holmes, was on the phone hammering out with Harris
3 County and with Judge Emmett and with myself, a deal that
4 allowed us to have a regional solution in six parts. One
5 part was 99, design-build, TxDOT was taking it. Another
6 part, the expansion of the Hardy Toll Road; Harris County
7 shared all of that burden. Another part, 290, Harris County
8 took its property tax dollars and pledged 400 million into
9 the completion of that project, to which we've paid 200
10 million and assigned the revenues and the future off of I-10
11 to satisfy that obligation. We undertook the obligation to
12 build the big bridge over the ship channel; a magnificent
13 project, similar to the great project that is being
14 discussed today for Corpus Christi. And Harris County
15 shouldered that burden and 249, to which Harris County took
16 on that obligation, along with our partners of Montgomery
17 County and of TxDOT, to have a regional solution of the high
18 urban, Harris County; the urban, Montgomery County; and the
19 urban to-be, whether they like it or not, those counties
20 that are in between, to create that corridor -- and since I
21 went to Rice, I can't say the Aggie Corridor, sorry,
22 General; Baylor is where I went to law school is right up
23 that road, as well, up Highway 6 -- but to create a regional
24 solution of transportation and multiple parts coming
25 together in a deal.

1 Commissioner Moseley weathered the rain on
2 April the 12th where we had 3,200 citizens who climbed out
3 of their cars to stand on the ribbon-cutting of a toll
4 road -- it was amazing -- in the rain. Thank you,
5 Commissioner Moseley, for braving that with your lovely
6 wife; she was radiant in the rain.

7 (Laughter)

8 We have moved. We have worked together. We have
9 not only succeeded, we have exceeded those expectations.
10 Ninety-nine will be done this year; 249, first opening
11 already here; 290, exploding beyond those expectations. We
12 are building Phase 2 to go to the creek. We ask that you
13 carry forward with this great project to the end and not
14 drop off, as this project was designed to be a regional
15 solution. Please, under Item 8, continue forward on this
16 great work and allow us to continue to go forward.

17 Thank you for the privilege of addressing you.

18 MR. LEWIS: Thank you very much, Commissioner.

19 Any questions for the Commissioner?

20 MR. AUSTIN: I have one comment, Commissioner, and
21 this is kind of both to you and to Judge Doyal. If I think
22 back in time, is it fair to say that not only Harris County
23 wanted this to help with Montgomery County, but didn't ya'll
24 actually pledge some funds up in that section?

25 MR. CAGLE: We fronted 20 million for the

1 construction of the Montgomery County portion, which they
2 will pay us back out of the future revenues of the project.

3 MR. AUSTIN: I just highlight that for many people
4 to hear -- that's between ya'll -- but the partnership that
5 you talk about in looking at a regional solution that
6 certainly needs to be noted and applauded.

7 MR. CAGLE: There used to be the philosophy that
8 every county stands on its own, but we have learned that the
9 rising tide floats all ships. And just because Montgomery
10 County profits greatly out of the work that we do in Harris
11 County --

12 (Laughter)

13 -- we have learned that Harris County profits out
14 of the good things going on in Montgomery County.

15 MR. DOYAL: Don't think that's not appreciated.

16 MR. CAGLE: We have learned that we profit as
17 well, and we also believe that Grimes County will see that
18 as well, in terms as the project moves forward, the rising
19 tide, the rising tide floats all ships. And we no longer
20 begrudge the good that goes to others, because we're getting
21 a lot of good out of it ourselves.

22 And this is good for Harris County, but it's good
23 for the region, and what's good for the region is good for
24 us.

25 MR. LEWIS: Thank you, Commissioner.

1 Commissioner Moseley?

2 MR. MOSELEY: Yeah, I was just going to add to
3 Commissioner Austin's note that it's really wonderful to
4 have leaders step up and embrace regionalism to solve
5 mobility issues, and Commissioner Cagle and Judge Doyal have
6 really demonstrated above and beyond how this regionalism
7 can serve our area. And they've also helped us with Grand
8 Parkway. Both of them have been very, very helpful, among
9 other mobility projects.

10 But, thank you, Gentlemen, for coming in the
11 spirit of regionalism; it really helps us tremendously, and
12 we appreciate your being here today. Thank you so much.

13 MR. CAGLE: Thank ya'll.

14 MR. LEWIS: Thank you very much.

15 So, we have Mayor Miller, Bert Miller. Mayor, if
16 you'll come to the podium, state your name, who you're here
17 representing, and then give us the benefit of your remarks.

18 And I'll take it, is this on 4(a) and 8?

19 MR. MILLER: Yes, sir.

20 MR. LEWIS: Thank you.

21 MR. MILLER: Well, good morning. Mr. Chairman,
22 Commissioners and General Weber, I appreciate the
23 opportunity to address you today.

24 The City of Navasota has supported the 249 Project
25 in Grimes County, backed by a unanimous vote by City Council

1 on a resolution of support and creation of an MOU with TxDOT
2 after numerous meetings and involvement of county citizens
3 and the TxDOT Working Group that was formed.

4 We also worked directly be county commissioners
5 and citizens to understand the facts and the benefits and
6 how concerns like access were being resolved and dealt with.
7 Benefits to the City and County are in areas of economic
8 involvement, residential and business growth, tourism and
9 movement of people and goods.

10 We also have the support of the Navasota Grimes
11 County Chamber of Commerce for the resolution of their
12 support. With Navasota being the largest populated city,
13 most industrialized and the economic center of the county,
14 the City of Navasota supports the allocation of the \$100
15 million for the Grimes County portion of Highway 249. Thank
16 you.

17 MR. LEWIS: Thank you very much, Mayor.

18 Are there any questions for the mayor?

19 (No audible response)

20 Thank you very much, sir. We next have Mayor
21 Fagan of Tomball. Please come forward, state your name for
22 the record and then who you're here representing, and then
23 give us the benefit of your remarks.

24 MS. FAGAN: All right. Well, good morning, I'm
25 Gretchen Fagan, the mayor of the City of Tomball. I'm also

1 here to speak on 4(a) and 8, I believe it is, and tell you
2 our support for the extension of 249.

3 One of the things that we did right after I got
4 elected mayor was we did a comprehensive plan, where we
5 wanted our city to be 20, 30 years into the future. One of
6 the things that we did is we actually had focus groups with
7 some of our children, junior high and high school kids, and
8 asked them what they wanted to see 20 and 30 years into the
9 future.

10 One of the biggest things that we heard is they
11 wanted mom and dad to be home earlier from work so they
12 could have those family dinners. And what we've seen right
13 now in 249 in the last several weeks since it's been open is
14 we're seeing that. I hear daily about how the commute to
15 get home from Houston is so much shorter. Most of us don't
16 ever like to leave the City of Tomball, but if we do, it's
17 now taken a 30-minute trip into about a 7- or 8-minute trip,
18 and I think it's just had a lot of support.

19 HCTRA has been great to work with; they've been
20 very responsive to any concerns that we've had. We did, as
21 you heard earlier, we had Stroll the Toll on
22 April 12th, where we had 3,200 community people come out in
23 the rain and people walked, they jogged, they even
24 skipped -- Commissioner Moseley in a suit -- in the
25 pouring-down rain. It was quite exciting. Kids even took

1 the sidewalk chalk and wrote things on the ground that they
2 loved Tomball, that they like the tollway, and so we're,
3 again, just here to show you that support and thank you very
4 much for your time.

5 MR. LEWIS: Thank you very much, Mayor.

6 Paul Mendes, city administrator of City of
7 Magnolia. Please come forward, sir. After stating your
8 name, who you're here representing, give us the benefit of
9 your remarks.

10 MR. MENDES: Yes, sir. Paul Mendes, city
11 administrator, City of Magnolia.

12 Chairman, distinguished Commissioners, thank you
13 for the honor to be here and to speak on your behalf.

14 Today, I'm a messenger. I'm bringing the message
15 from Mayor Todd Kana and Mayor George Coulam of Todd
16 Mission. They both are totally in support of the 249
17 Corridor.

18 General Weber, this is our Bay Bridge. This is
19 our Bay Bridge. Everything that distinguished officials
20 have said about the Bay Bridge, about an economic engine,
21 about a safety route for emergencies for hurricanes, have
22 for the City of Houston. For just development of our area,
23 it's been tremendous. We have had more inquiries about
24 activity in our area since, I believe it was the 30th of
25 August, 2013, when you approved the funds for the 249

1 Corridor, than I had in my previous four years with the
2 City; it was just amazing. And I'd like to thank you for
3 your support and what it's going to do for our community and
4 all of Western Montgomery County.

5 And, Mr. Chairman, if I may approach, I have a
6 letter here from Representative Bell, again, supporting our
7 efforts, and I'd like to pass it to the Commission.
8 (inaudible).

9 MR. LEWIS: All right. Sir, thank you very much.

10 Any questions? If not, thank you for coming
11 forward, please, sir. And I think that everyone has a copy
12 of the letter from Representative Bell.

13 Next, we have Vice Chancellor -- former senator --
14 Tommy Williams. Mr. Williams, please come forward. State
15 your name for the record, who you're here representing and
16 give us the benefit of your remarks.

17 MR. WILLIAMS: Thank you, Mr. Chairman.

18 My name is Tommy Williams. Mr. Chairman,
19 Commissioners and General Weber, I appreciate the
20 opportunity to be here. I'm representing Chancellor John
21 Sharp and our Board of Regents. The Board of Regents is in
22 a meeting and they're dedicating a building this morning,
23 and so it's my good fortune to get to be here with you and
24 deliver a message from our chancellor.

25 I believe you have the letter already:

1 "Our Board of Regents has endorsed the continued
2 expansion of the state Highway 249 Corridor, and we believe
3 that it's very important for regional mobility and also for
4 a safer, faster route to the region and through the region
5 for those who are traveling back and forth.

6 Since 1980, the traffic rates have accelerated as
7 much as 274 percent on some of the existing farm-to-market
8 roads that people routinely drive through and around the
9 region; that's one of the reasons this project is needed so
10 badly.

11 Your predecessors envisioned this corridor 30
12 years ago and work started on large portions of it. I urge
13 you to join the Texas A&M family and our Brazos Valley
14 neighbors in finishing the job.

15 Sincerely, John Sharp."

16 I haven't read the whole letter to you. You can
17 read it yourself.

18 Mr. Chairman, if I could have a moment for a
19 personal word, too, I would tell you that many of the people
20 that you've heard from this morning were my constituents
21 when I served in the Legislature or elected officials that I
22 worked with. It was my pleasure to work with State
23 Representative Alan Fletcher, Commissioner Cagle and others,
24 to make sure that that 249 section in Harris County was --
25 had an opportunity to be built when I chaired the

1 Transportation and Homeland Security Committee.

2 I was elected -- I moved to this region in 1987.
3 In 1996, the folks in Grimes, Waller, Madison, and
4 Montgomery County, elected me to represent them in the House
5 of Representatives. So this is an area that I have ties to
6 for a long time. In 2008, my wife and I became property
7 owners in Grimes County and we're now full-time residents of
8 Grimes County; I have been for over a year and she's
9 recently joined me with the sale of our home in the
10 Woodlands, and I'm sure glad to have her.

11 And so I just wanted you to know that we think
12 this is very important to regional mobility. The traffic is
13 coming; we know this. We saw this happen in Montgomery
14 County and the traffic is coming and it's just whether we
15 have a way to deal with it or not. And so on a personal
16 note, I'd like to express my, if I may, my support for the
17 project.

18 So, with that, I'd be glad to answer any
19 questions.

20 MR. LEWIS: Thank you very much, Vice Chancellor.

21 Do we have any questions?

22 Yes, Commissioner Austin?

23 MR. AUSTIN: Mr. Chairman, Senator, Vice
24 Chancellor, going back to your former life, when we
25 hosted -- you hosted a Commission meeting at the Woodlands

1 about three years ago, three and a half years ago and Judge
2 Doyal, Commissioner Cagle were there and ya'll took us
3 around to show and share with us the impact of just the
4 current traffic, then looking at the neighborhoods that were
5 being built because of the new Exxon campus that's coming in
6 and looking at all of the growth going north; it was
7 amazing. Your dedication to help share that ahead of time
8 and begin listening.

9 I know we've said in numerous meetings to listen,
10 but your leadership in pointing that out, bringing us there
11 to go see it is different and we really appreciate what you
12 did ahead of time and a long time ago to help move this
13 project going forward.

14 MR. WILLIAMS: Thank you for taking time. I want
15 to say you've heard from a lot of people who support this
16 project. I suspect as the meeting goes on, you're going to
17 hear from some folks that aren't enamored and they're good
18 people on both sides of this issue and you've got some tough
19 calls to make here, and I just want to say that I support
20 the project.

21 There's also some folks that are good people that
22 are residents that see it a different way, and, you know,
23 it's your job to make that hard choice, just as it was for
24 the Commissioners. And I can tell you that there's strong
25 support in Grimes County for this project. There is a

1 small, but vocal group, that oppose it, and then there's
2 some good people who have their own reasons for opposing it.
3 And I appreciate you giving them all a chance to have their
4 concerns heard.

5 I do want to emphasize that for everyone's benefit
6 that as I've worked with Judge Leman and the Commissioners
7 in Grimes County. I'm impressed by their concern for their
8 constituents, and I want to emphasize that I think there's
9 an opportunity to still influence and resolve some of the
10 problems that you'll hear about today as this process moves
11 forward. And I know that your staff and your local staff in
12 the Bryan College Station District will continue to work
13 with those local elected officials to see that as many of
14 the residents' concerns that can be reasonably addressed as
15 you go through that design-and-build process, building the
16 project out and picking your final right-of-way -- I know
17 that -- I have complete confidence that you will address as
18 many of those concerns as you possibly can.

19 MR. LEWIS: Thank you. Thank you very much for
20 your remarks.

21 Any questions for the vice chancellor?

22 (No audible response)

23 Thank you very much, Vice Chancellor, for coming
24 forward.

25 That did just remind me that I actually

1 mispronounced Judge Leman's name. With a first name like
2 Tryon, you'd think I would be better about pronouncing
3 names.

4 Sorry, Judge, for that oversight.

5 Now, we have some other -- and I think in
6 fairness, we should go on to these, if people wish to speak
7 now. We do have -- and just to be clear on this, there are
8 two agenda items; we're now on 4(a), which is the discussion
9 of the project, then later, there will be an agenda item,
10 Item 8, with regard to authorizing the issuance, as a
11 request for qualifications.

12 So there are two different times to speak. I
13 think it probably would be best -- Russell, you're coming
14 back to the microphone?

15 MR. ZAPALAC: I was just going to see if the
16 Commissioners had any questions before --

17 MR. LEWIS: I think what we'll do, in fairness,
18 since we've had comments already, it would be best if there
19 are -- we have taken comments on both 4(a) and 8, up to this
20 time. And if there are other people who would like to speak
21 on 4(a) and 8 at this time, that's fine. If they'd rather
22 wait until we get to 8, they can do it at that time. They
23 can just -- I'll call their names and they can tell me
24 whether they'd like to speak now or speak then.

25 But I'll do that and then we'll hear back from

1 you.

2 MR. ZAPALAC: Very good.

3 MR. LEWIS: But I think, in fairness, we ought to
4 hear everybody out for now and not get it broken up, if they
5 wish to speak now. So, basically, if you're hear on 4(a)
6 and 8, you may speak now or you can wait until 8 comes up
7 and speak.

8 Okay. Judith Bennett?

9 MS. BENNETT: I'll speak now.

10 MR. LEWIS: Come on, Judith Bennett. If you will,
11 come forward, go to the podium. State your name, if you're
12 here in your individual capacity or if you've got a group
13 that you're representing, then give us the benefit of your
14 remarks.

15 MS. BENNETT: My name is Judith Bennett. I'm
16 basically here representing myself, but I also live in
17 Grimes County. And 249 has been talked about a lot.
18 There's a lot -- there's some people for it. There's some
19 people against it. I, for one, am against it.

20 The toll road is going -- and I know that in the
21 big picture of things, you probably don't realize -- it's
22 not your land, it's not your home, it's not your
23 livelihood -- but there are people that this road is going
24 to displace. It's going to cost them everything.

25 You know, a lot of people -- Grimes County being a

1 rural area, a lot of people don't think about when they plan
2 these big projects, what it's going to do to the farms and
3 ranches that we have there. It's -- this is not the first
4 project that's come through Grimes County. We fought the
5 Trans-Texas Corridor, now the 249. We also have a big
6 electric line trying to go through Grimes County. We also
7 have the high-speed bullet train trying to go through Grimes
8 County.

9 It seems like everybody picks on Grimes County.
10 Now why? I don't know. Maybe just because they think we're
11 just a bunch of old cowboys and old good ol' boys down
12 there, and, you know, we'll just kind of roll over and die.
13 Well, the people of Grimes County are not just going to roll
14 over and die.

15 I was at the Commissioners Court meeting on
16 April the 4th when they did an about-face. Originally, they
17 had voted it down; the four Commissioners voted against it
18 originally and the county judge voted for it. Well, then,
19 all of a sudden, miraculously, here comes a letter from
20 TxDOT offering \$4 million to Grimes County.

21 Now, I, personally, believe that's a bribe; to me,
22 that should have been labeled "bribe for Grimes County"
23 because the Commissioners Court fell apart. There were
24 people at that April 14th meeting that were begging the
25 Commissioners Court to please not vote in favor of 249.

1 They ignored it. All but one Commissioner voted, and the
2 county judge, voted to accept 249.

3 A lot of people feel that the Grimes County
4 Commissioners Court has just kind of let the people of
5 Grimes County down. I, for one, feel that way, too.

6 MR. LEWIS: You've got 30 seconds.

7 MS. BENNETT: I'm sorry?

8 MR. LEWIS: You have 30 seconds.

9 MS. BENNETT: Okay. Well, when is it time for
10 politicians to start running on the promises and keeping
11 them? Okay. It seems like they'll tell the people what
12 they want to hear and then when they get elected, they do
13 whatever they want to. I think it's time we took back our
14 county and our country. Thank you.

15 MR. LEWIS: Any questions for Ms. Bennett?

16 (No audible response)

17 Thank you for coming forward, ma'am.

18 Let's see, we have Steve Floyd. Do you wish to
19 speak now or wait?

20 (No audible response)

21 Okay. Sure. Please come forward, stating your
22 name for the record. If you're here representing an
23 organization, state that or if you're here in an individual
24 capacity, state that, sir.

25 MR. FLOYD: I'm with the advisory group and my

1 name is Charles Stephen Floyd, better known as Steve, and I
2 want to make a few comments on State Highway 249.

3 I'm a retired engineer. I'm a rancher now. I'm
4 ranching on the land that's been in my family for over 150
5 years. My property is anywhere from ten miles, as the crow
6 flies, to 20 miles, maybe more. I've got no vested interest
7 in this, other than I hate to see this kind of thing happen.
8 I hate to see this crammed down people's throats. I've
9 watched it happen over and over.

10 I've got time now to spend my time fighting this
11 kind of thing. I hate to see a toll road go in. I think
12 the Government and TxDOT is out of touch with the voters,
13 much like Marie Antoinette was; she was the queen of France
14 and Navarre. I've read that when she heard the people did
15 not have bread to eat, she commented, Let them eat cake.

16 If my voice gets a too loud, do this. I'm a
17 little hard of hearing and it rises on me.

18 MR. LEWIS: You're doing just fine. Thank you,
19 sir.

20 MR. FLOYD: She was so disconnected with reality
21 that she did not realize they both required flour. To her,
22 though, the question was, What is there problem? I suspect
23 she just lost her head snickering.

24 (Laughter)

25 Our Government today seems to have the same

1 disconnect, maybe TxDOT, too. They can't believe these just
2 take a helicopter to their property, just jump right across
3 this new road; that's what TxDOT or our Government people
4 can do, they just requisition it. They've got tax money.
5 They can go get a helicopter and go on across there. They
6 don't realize that these people are already in a bind;
7 they're ranchers. They just don't seem to realize that if
8 paying tolls, paying for more actually and spending more
9 time, maybe even having to hire more people is a hardship,
10 and then buying or hiring a helicopter is out of the
11 question.

12 Government and TxDOT is just that far out of touch
13 with the voters and taxpayers.

14 MR. LEWIS: Your time has expired. Do a quick
15 summary.

16 MR. FLOYD: All right. We don't need State
17 Highway 249. We think FM 1774 and state highway 105 can,
18 and will, be widened to handle the traffic someday. If the
19 Government and TxDOT are going to shove State Highway 249
20 down our throats, it should be built by the State of Texas,
21 not by some foreign entity and not a toll road. We do not
22 want a toll road, and if we're going to have a road, we want
23 access roads so we can access our property.

24 Thank you very much for letting us speak.

25 MR. LEWIS: Thank you.

1 Any questions of Mr. Floyd?

2 (No audible response)

3 Thank you for coming forward, sir.

4 Let's see, how do I get this started? Oh, you'll
5 start it? Okay. Very good.

6 Let's see, we next have Dennis Hughes.

7 Mr. Hughes, would you like to speak now or wait until we get
8 to 8?

9 (No audible response)

10 Now? Well, you certainly may. Please, after
11 stating your name, who you're here representing, if it's an
12 organization or if you're here in an individual capacity,
13 and then give us the benefit of your remarks.

14 MR. HUGHES: My name is Dennis Hughes. I'm
15 representing Stop Grimes 249.

16 On July the 14th of 2008, the Grimes County
17 Commissioners Court approved the creation of the Grimes
18 County Sub-Regional Planning Commission. It states:

19 "Whereas, the Grimes County Commissioners Courts
20 finds it is the public interests and for the benefit of the
21 residents of the county and the citizens of this state, that
22 the Grimes County Sub-Regional Planning Commission be formed
23 to provide for the special planning needs of the area."

24 In July of 2014 and February of 2015, the Grimes
25 County Sub-Regional Planning Commission sent letters to

1 TxDOT requesting information and meetings to coordinate the
2 County's transportation plan. TxDOT has not complied, as
3 required by state law, under Chapter 391 of the Texas Local
4 Government Code.

5 The current Grimes County Commissioners Court is
6 in violation of its own 2008 resolution, because it has
7 cooperated with TxDOT to circumvent the authority it gave to
8 the Grimes County Sub-Regional Planning Commission, and I
9 quote:

10 "To plan for the development of the subregion and
11 make recommendations concerning major thoroughfares,
12 streets, traffic, and transportation studies, among other
13 things."

14 The City of Anderson, represented by the Grimes
15 County Sub-Regional Planning -- I'm sorry -- represented on
16 the Grimes County Sub-Regional Planning Commission by Tom
17 Johanson, is being cut out of all of the planning. By being
18 a member of the Grimes County Sub-Regional Planning
19 Commission, they have a right to hear the information and
20 coordinate the planning, as provided by the Grimes County
21 Sub-Regional Planning Commission and make recommendations.
22 We live in a country of laws, procedures and processes.
23 Numerous laws, procedures, and processes have been
24 circumvented here.

25 In conclusion, the 249 Project in Grimes County

1 should not proceed until all of these issues have been
2 addressed in a legal manner. Thank you.

3 MR. LEWIS: Thank you, Mr. Hughes for coming
4 forward.

5 Any questions for Mr. Hughes?

6 (No audible response)

7 Thank you, sir, very much.

8 We next have a request-to-appear card from Melinda
9 Hughes. Ms. Hughes, would you like to speak now or would
10 you like to wait until we get to 8?

11 MS. HUGHES: Now, thank you.

12 MR. LEWIS: Okay. Very good.

13 MS. HUGHES: Thank you very much for allowing me
14 to speak right now. I appreciate your time, and I'd like to
15 offer a solution to your regional planning.

16 I'd like to give some points to support why the
17 current plan is maybe not the best plan. The State
18 Highway 249 environmental impact study references the
19 Houston, Galveston, Brazoria area council statistics and
20 acknowledges that Grimes County is not located in this area
21 or any CMFA; therefore, all of the statistics that are used
22 to support the purpose and needs statement for the toll road
23 through Grimes County is invalid.

24 To add, the socioeconomic data and the
25 statements -- the socioeconomic data in the study, as well

1 as their statements, explicitly state that Grimes County is
2 not included in that data; therefore, justifying this
3 project utilizing patterns of employment growth and economic
4 conditions is invalid for Grimes County.

5 In TxDOT's AADT maps for 2007 and 2013 show a
6 decline in traffic on FM 1774. Starting at the Grimes
7 County line, south of Todd Mission, there's an average of a
8 13 percent reduction in the traffic with a peak drop of
9 24 percent on 1774 in Grimes County.

10 On State Highway 105 there's an average 2 percent
11 drop with a peak of a 6 percent drop.

12 The study, the EIS, admits notably, the drop in
13 traffic volumes further northwest on 1774 reflect the rural
14 setting of the area and the lower level of residential
15 development away from Magnolia and Pinehurst; to add, the
16 volume capacity ratios along the northern end of 1774
17 indicate operating conditions below capacity.

18 As a realtime reference, one can refer to State
19 Highway 130 whose traffic counts in 2012 were at 8,200
20 vehicles and in 2013, dropped to 5,171 vehicles. This
21 represents a 47 percent drop in traffic in one year.

22 I believe that we're aware of the financial
23 failure of this road. State Highway 249 through Grimes
24 County will not be any different. The bridge that you would
25 be building would be a bridge over Grimes County, no access.

1 Rising tide doesn't apply here.

2 MR. LEWIS: (inaudible).

3 MS. HUGHES: Okay. I just had like one more
4 minute.

5 All right. The population growth is anticipated
6 in Grimes County up to 2035 to grow by 152 people per year;
7 that's about the birth and death rates. That's the US vital
8 statistics; the County's not growing.

9 The environmental plan doesn't take into
10 consideration that in 40 years, Texas A&M horticulturists
11 stay that we are losing -- we're going to have a global food
12 shortage. This road is going to cut through prime
13 agricultural land. We cannot ignore that.

14 And, finally, we did vote -- we, Texas, all of
15 Texas, 80 percent of us -- voted to Proposition 1. We
16 elected a governor who stood on a platform of: Do not build
17 new toll roads, and I believe that he did elect a new
18 chairman for this Commission. And so we hope and pray that
19 the Commission listens to the Texas voters, that we don't
20 support a toll road, that there are other ways to get
21 through the region without this type of disruption.

22 So, thank you, we are against that.

23 MR. LEWIS: Thank you, Ms. Hughes?

24 Commissioner Austin?

25 MR. AUSTIN: Well, I'd like to actually --

1 Russell, would you mind coming back up for a second, please?

2 MR. LEWIS: Well --

3 MR. AUSTIN: I don't have any questions for her.

4 MR. LEWIS: We have a few more.

5 MR. AUSTIN: Okay. That's fair enough.

6 MR. LEWIS: Okay. Or do you want to ask him now?

7 MR. AUSTIN: I want to ask on that --

8 MR. LEWIS: Okay. Thank you, Ms. Hughes.

9 Go ahead.

10 MR. AUSTIN: If I may? On the EIS document, would
11 you mind addressing that or kind of clarify if there's any
12 discrepancies in the EIS document.

13 MR. ZAPALAC: We're doing an environmental
14 assessment on this, not an EIS on the Grimes County portion
15 of the project. I don't know that I can address her
16 specific traffic volumes and such. We can certainly talk
17 with her after the meeting and respond to her comments, and
18 we will do so.

19 MR. AUSTIN: Okay. Thanks.

20 MR. LEWIS: All right. Thank you.

21 Proceeding on with the request to appear that we
22 have, the next one we have is Larry Lynch. Do you wish to
23 speak now or wait until we get to 8?

24 (No audible response)

25 All right, sir. Mr. Lynch, you may speak on both

1 items now, if you wish, after stating your name and who
2 you're representing.

3 MR. LYNCH: My name is Larry Lynch and I'm with
4 the Stop 249. Thank you for giving me an opportunity to
5 speak here today.

6 And I'm not a very good speaker, but what I'm
7 saying comes from my heart and it's what neighbors are
8 talking about in Grimes County. There's tremendous support
9 for stopping that highway, regardless of what these County
10 officials and officials tell you. If you wonder about
11 whether there's support for stopping it, ask the people that
12 go to Navasota when TxDOT has any kind of highway meeting
13 and there's tremendous support to stop it.

14 That highway is also, the way it's set up now is
15 going to be a safety hazard. You're going to have a
16 four-lane highway documents Todd Mission from Magnolia and
17 it suddenly goes to a two-lane bottleneck. Well, on normal
18 days it probably won't be that much of a problem, but when
19 you have a lot of traffic, all of those four lanes barreling
20 out of Magnolia and Tomball, you're going to have a problem;
21 there's going to be a lot of wrecks there.

22 And that highway is going to destroy a lot of
23 beautiful land. I think an alternative -- when TxDOT came
24 to the people was to first figure out a way to build a
25 highway without having tolled. Everybody I asked -- some

1 people were not as concerned as others, but nobody I asked
2 is in favor of toll roads. So if you could build a highway
3 and use existing highways and it not be tolled, then you
4 wouldn't have -- you would practically have no opposition.

5 And what our commissioners and judge is saying, I
6 don't feel is truly representative. What they don't go into
7 detail a lot and tell you that not long ago, all of them was
8 against it, except for the judge, and then Pam Thinke (ph),
9 a wonderful lady, passed away, and then suddenly
10 everything's changed. And our judge --

11 MR. LEWIS: You've got 30 seconds left.

12 MR. LYNCH: Okay. Our judge is going to Bedias,
13 Texas, in the north end of the county to drum up support for
14 that highway, and I don't want somebody who's 35 miles away
15 telling us what to do with our property in the south end of
16 the county. And like Mr. Hughes said, TxDOT needs to be
17 dealing with 391 Commission, instead of dealing with our
18 elected officials, because they're not representing us.

19 Thank you for your time.

20 MR. LEWIS: Thank you, Mr. Lynch.

21 Any questions for Mr. Lynch?

22 (No audible response)

23 If not, we have, let's see -- I think it's Chad
24 Nobles. Would you like to speak now or wait until we get to
25 8?

1 (No audible response)

2 All right. Then you may certainly do so, and
3 we'll consider this on both 4(a) and 8.

4 MR. NOBLES: Yes, sir. Thank you very much,
5 Chairman, Commissioners. Appreciate you allowing us to come
6 here today. I know some of you folks and it's good to see
7 you again.

8 I'm here on a personal reason today. Obviously,
9 my family -- I'm here with my wife and kids -- I'm here to
10 represent myself, as well as my parents. I grew up in
11 Grimes County. My family and I own a ranch, a 500-acre
12 ranch that is in direct line of the Grimes County portion of
13 the toll road.

14 I happen to live in Montgomery County and
15 understand the traffic needs, and I do think there's an
16 alternative route here that is available to TxDOT and
17 available to the residents of Grimes County, and that is to
18 expand 1774 and 105. The numbers truly do not show that
19 that area of transportation is needed right now, nor in the
20 near future assumed.

21 As you heard today, there are several county
22 commissioners that have actually voted originally against
23 the project, as well as all the people that have outspoken
24 against it, and due to TxDOT's recent proposal, have come
25 back and changed their mind. I'm not sure why -- I'm still

1 trying to figure that out -- and, fortunately, your
2 authorities have agreed to meet with me next week, so I'm
3 looking forward to that meeting.

4 But the idea here is that, number one, we don't
5 want a toll road, and, number two, we think there's an
6 alternative route to get the traffic that everybody is
7 trying to get eventually through the community.

8 I want to point out a couple things. One of the
9 things is that in a letter to TxDOT from -- to the county
10 judge, TxDOT mentioned the fact that they would not build a
11 road if the residents and the people didn't want it. I
12 think the people said they didn't want it. Even the
13 commissioners didn't want it, but a continued effort by
14 TxDOT pushed for this development. I'm not sure why, and it
15 just doesn't smell right when it continues to be pushed when
16 the original push was, hey, we don't want to toll road.

17 Another fact that I want to point out is in the
18 Landowners's Bill of Rights for Texas. It strictly states
19 that the law prohibits condemnation of landowner's rules or
20 landowner's property for the economic development or to
21 enhance tax revenue, which are the two prime reasons that
22 now, elected officials are actually saying are the reason
23 for the road through there. And so we understand that
24 growth is needed in the area. I understand the traffic
25 conditions, but what you're talking about is taking

1 public -- excuse me -- taking private land for these two
2 reasons, which the law strictly prohibits doing, and now
3 you're trying to make it a toll road. Again, I think
4 there's multiple options for this.

5 We also heard TxDOT's claim that 1774 and 105
6 can't handle the higher speeds or the higher geometric
7 standards. These roads are already 70 miles an hour. How
8 fast are we going to make this new road? They already are
9 handling the traffic needs. If you want to expand 1774,
10 which is what the majority of people in Grimes County say,
11 hey, go ahead and do, those folks who live on that road
12 actually bought on the road. They knew they were always
13 going to be on a highway.

14 Like my parents, who have just recently retired --
15 we've owned this ranch for 20 years -- we bought on the end
16 of a dirt road where there was no traffic. We've got a
17 beautiful piece of property there and now we're going to
18 have a toll road within 50 yards of my parents' house. And,
19 again, it's something that is affecting lives that I think
20 everybody needs to kind of understand.

21 And I understand any road you're going to do is
22 going to affect people, but if you're affecting the folks
23 that are actually on the existing road, it's a lot different
24 effect than taking somebody's private property and somebody
25 that bought down a dead-end road.

1 And, finally, I just want to point out that I
2 understand that it's all about a matter of funding, and I do
3 believe that the taxpayers are willing to support funding
4 roads and development in Texas, but I don't think that we
5 are supporting a toll road through Grimes County. So,
6 again, I'm not here to talk about 249 in Montgomery County
7 or anything; I'm strictly -- and I think that most of these
8 folks that you'll hear from today were strictly talking
9 about Grimes County, because we are affecting a rural
10 community that right now the data just does not show it.

11 And by the way, the new proposed route, you can't
12 find it. It's not anywhere on the website. It's not
13 anywhere, to our knowledge. And I see my time is up, so I
14 will let you guys think, but thanks for your time.

15 Any questions?

16 MR. LEWIS: Thank you, Mr. Nobles.

17 And are there any questions? Let's see, Vice
18 Chair Moseley has a question.

19 MR. MOSELEY: I was just going to say thank you,
20 Chad, for being here and for everyone who's taken time to
21 come and give us some feedback.

22 And I'll be interested in your meeting that you
23 have scheduled, because it's my understanding that the
24 alignment that's been discussed today, the 1774, that
25 there's significant development along that, and the cost of

1 buying all that right-of-way is prohibitive; not only that,
2 I understand it would basically mean going right through the
3 middle of Magnolia. And so there's significant
4 development -- I'm just talking about the 1774 alignment
5 that keeps coming up.

6 MR. NOBLES: Well, I think it's more of -- the
7 point that we've got to differentiate Segment 1 from Segment
8 2, because Segment 2 from Grimes County, that goes through
9 Grimes County, which most of these people are talking
10 against, it's way north of Magnolia, so it has no effect on
11 that area.

12 MR. MOSELEY: Okay. So after your meeting, maybe
13 we can talk some more.

14 MR. NOBLES: Love to.

15 MR. MOSELEY: But I'd also like to just, if I may,
16 correct a little bit. Chairman, prior to your being
17 appointed and Commissioner Bugg, we had a meeting just
18 immediately before you were appointed and the comment that
19 was made from this dais was that we should not be in the
20 business of promoting corridors where there's not community
21 support.

22 Now, the elected office-holders representing the
23 community are showing that support. We've got not only
24 support from the County, but the City of Navasota, from the
25 other community leaders, so we -- I mean I just want you to

1 know the statement very clearly was, if there's a resolution
2 from the County saying that this corridor, it's not a good
3 time for it, believe me, there's plenty of projects around
4 the state that will take the money and we can spend it
5 somewhere else on another corridor. That comment was made
6 from this dais.

7 MR. NOBLES: Okay.

8 MR. MOSELEY: Just to correct something that you
9 said.

10 MR. NOBLES: Okay.

11 MR. MOSELEY: TxDOT is not driving a project
12 through a community.

13 MR. NOBLES: Correct. Thank you very much.

14 MR. MOSELEY: I just want to be very clear about
15 that. We have to see that there's support. Now, we're
16 showing the local -- the leadership is showing their support
17 today, just so you'll know. Perhaps you need to go back and
18 talk to your leadership, but that's the support that we're
19 being shown today.

20 MR. NOBLES: Appreciate it.

21 MR. LEWIS: Any other questions of Mr. Nobles?

22 (No audible response)

23 Thank you very much for coming, Mr. Nobles.

24 We have David Tullos. Mr. Tullos, would you care
25 to speak now or wait until we get to 8?

1 (No audible response)

2 All right, sir. You certainly may. State your
3 name and who you're hearing representing and proceed.

4 MR. TULLOS: My name is David Tullos and I'm here
5 representing the Grimes Citizen Advisory Group.

6 A quick comment to something that Mr. Zapalac
7 mentioned, why are they only doing an EA on the Grimes
8 County section versus an EIS, which they've done on all
9 other segments of 249? That's our first real concern. We
10 think they should be conforming to the same criteria to
11 develop the Grimes County segment, as they're utilizing all
12 the other segments. But that's not really a part of my
13 official comments here today, I just wanted to mention that.

14 On February 26th, 63 days ago, I appeared before
15 this Commission to represent the citizens and landowners of
16 Grimes County who can't find time out of their daily
17 schedule to come on their own behalf. So I'm speaking on
18 behalf of all those folks at home right now watching this
19 video stream of this meeting, and there are large numbers of
20 them with great interests in trying to stop this project
21 through Grimes County, regardless of what you hear from
22 these folks on this side of the room.

23 When I was here on February 26th, at that time,
24 Grimes County, the Town of Anderson, and the City of Iola
25 all has resolutions opposing this project. The Commission

1 did, in fact, instruct TxDOT to continue working with Grimes
2 County and gave indications that they would not approve
3 construction of this road without local support from Grimes
4 County.

5 So the TxDOT response was to participate in
6 meetings with our county commissioners in an attempt to gain
7 county commissioners support. Using a carrot-and-stick
8 approach, on April 3rd, Executive Director Weber sent a
9 letter to our county judge which states:

10 "Should the County Commission agree to support the
11 249 Project and pending Commission's approval, the State
12 will work in conjunction with Grimes County to improve
13 access in the form of additional access and frontage roads
14 in an amount not to exceed four million dollars."

15 He then states:

16 "It has been TxDOT's policy not to build a project
17 that local elected officials do not support; as such, should
18 the County choose not to support the project, State
19 Highway 249 will terminate at FM 1774 and the TxDOT
20 Commission will reallocate the hundred million in funding to
21 other strategic projects in the state."

22 So in other words, take this four million dollars
23 and support the project or we will dump the traffic on
24 FM 1774 without making any plans, whatsoever, to accommodate
25 any projected increase in that traffic. We were put in a

1 bind; take the four million and support the project or we're
2 not going to do anything for you at all. That's the option
3 that was given to our county commissioners. A copy of that
4 letter is attached to my written comments.

5 As a result of this, our county judge has claimed
6 that he can build 16 miles of frontage road for 249, based
7 on a supplied TxDOT estimated cost of \$500,000 per mile, and
8 dependent upon matching contributions from landowners. Now,
9 that's a preposterous claim, since a huge amount of the
10 landowners along the corridor oppose this project and they
11 have no intention of donating money for frontage roads;
12 furthermore, as TxDOT can tell you, quality frontage roads
13 can't be designed, engineered and build for \$500,000 per
14 mile.

15 Also attached to my comments are 204 open-records
16 requests filed with TxDOT yesterday by area residents,
17 seeking all communications between TxDOT, our county judge,
18 commissioners, and the City of Navasota, concerning 249
19 improvements. Our county judge and our county attorney,
20 both have close family relatives who own significant real
21 estate in the path of this proposed road and we are
22 concerned that the statutory conflict of interest laws might
23 have been breached here. So we're asking that ya'll
24 investigate this and determine whether improprieties have
25 occurred in the judge and the county attorney participating

1 in discussions and votes on this issue.

2 MR. LEWIS: Mr. Tullos, your three minutes have
3 expired.

4 MR. TULLOS: I'm sorry. Can I just -- yes, sir.
5 Okay.

6 There are still three cities in Grimes County that
7 have resolutions that do not support this project. Iola and
8 Anderson remain firmly oppose. Bédias passed a resolution
9 which only supports this project if it has feeder roads.
10 All three of those resolutions, I will file with my comments
11 here today.

12 I have 723 petition signatures from citizens of
13 Grimes County who oppose this project. So to put that
14 number in perspective, the three commissioners who voted to
15 support this road, received, respective, 517, 819, and 209
16 votes in their last election. We have 723 who oppose this
17 project with signatures. So needless to say those
18 commissioners --

19 MR. LEWIS: Mr. Tullos, I'm going to need to ask
20 you to sum up your remarks, sir.

21 MR. TULLOS: Yes, sir. Okay, thank you.

22 At the last meeting, the opposition of this
23 project was referred to as a "speed bump," no pun intended.
24 Speed bumps have a purpose; they're to slow you down. So
25 that's what we're asking you to do here today, to please

1 slow down, reconsider. In 2004 there was an additional
2 project proposed through Grimes County, 249, stamped,
3 approved by TxDOT. There are other options available.
4 Thank you for listening to me today.

5 MR. LEWIS: Thank you, Mr. Tullos.

6 Any questions for Mr. Tullos?

7 (No audible response)

8 Thank you for coming forward, sir.

9 Catherine Walsh? Ms. Walsh, would you care to
10 make your comments now?

11 (No audible response)

12 If you will, state your name, who you're
13 representing, and then proceed with your remarks.

14 MS. WALSH: I'm Catherine Walsh and I'm actually
15 myself, but I am with the Stop 249.

16 I have lived in Grimes County, in Plantersville,
17 for 45 -- 35 years. I've been in Texas 45 years, but I've
18 been in Plantersville, 35. I moved out of Hughes for the
19 peace and quiet that I got in Grimes County and the trees.
20 I love the coolness. It was really nice.

21 My objection to this road is the fact that it's
22 going to be 300 feet from my backyard. I'm going to have --
23 there's going to be noise. They're going to cut down trees.
24 They're going to plow over the land where there's
25 bluebonnets. I don't want to see that. That is not Grimes

1 County. That is Houston and I don't like it.

2 I've also drive -- I've worked in Harris County.
3 I've worked in Montgomery County and Galveston County. I've
4 traveled 1774 multiple times. I want to see that road
5 improved. The toll road is not going to help me.

6 I have seen businesses on 1774; they've come and
7 they've gone. The renaissance festival actually the only
8 thing that's lasted and it was there before I moved there
9 and it's still there. Other things -- gas stations have
10 come and gone. Other little businesses have come and gone.
11 This toll road is not going to help our economic out there.
12 It's going to remain the same, because our ranches is what
13 brings our economy going.

14 So, you know, I just don't see any business -- and
15 the fact that that toll road is going from 1774 to 105, I
16 will not use it. It is -- you know, what are you going to
17 do when your citizens of this county are not going to use
18 this road because it's out of the way; it's like five miles
19 south of my home. It's of know benefit to me. It's easier
20 for me to just go up to 105 and go over to Navasota, and I
21 don't shop in Navasota, I shop in Grimes County. So that
22 part of the toll road, I'll probably use, but not this, so
23 I'm against the Grimes County 249.

24 MR. LEWIS: Thank you, Ms. Walsh, for coming
25 forward.

1 Any questions for Ms. Walsh?

2 (No audible response)

3 Thank you, ma'am, for coming forward.

4 We also have a request-to-appear card from Dale
5 Felton, I think is the last card that we have. Dale Felton?

6 MR. FELTON: I'll wait until later.

7 MR. LEWIS: Okay. You'll wait until we get to 8;
8 is that your -- okay. Very good.

9 Those are all of the cards that we have, with
10 regard for 4(a) and 8, other than Mr. Felton's.

11 Let me request Mr. Zapalac to come back up.
12 Members, I'll start with any questions and then you can sum
13 up, Mr. Zapalac. Any questions for Mr. Zapalac, at this
14 time?

15 Commissioner Austin?

16 MR. AUSTIN: Russell, I just want to go back and
17 re-visit the EIS. Are we in a position right now not to be
18 able to comment on it or is it still in the process? And
19 what impact will that have if there's a change in the data
20 or update of data, et cetera?

21 MR. ZAPALAC: You're very much correct. At this
22 point, we have a public hearing that will be coming up in
23 June, July. We are continuing to gather information, take
24 comments, and the alignment at this point is not set; it
25 still has the ability to be moved and be to tweaked to the

1 degree that we can to adjust it for the citizens' concerns.

2 MR. AUSTIN: And I've heard a lot of the
3 landowners. I'm certainly sympathetic to their concerns.
4 You know, there's two sides of economic development, some
5 like it and some don't. It's what's keeping Texas moving.
6 We're in the fortunate position in Texas to have a lot of
7 people moving here, expanding their businesses, expanding
8 their families in the Houston region, Metroplex area, is one
9 of the fastest-growing areas in the country and that's
10 what's giving us a lot of the opportunities that we all
11 enjoy today.

12 And this is an unfortunate price of success, if
13 there's a way to phrase that, and I know with the elected
14 officials and each of us, as citizens, all have to share in
15 that burden to protect what we have and move our economy
16 forward, because there's a lot that we cannot take for
17 granted. But I do listen to what's happening and I hope
18 that when we look at our future items this morning, that we
19 can go back and work with the landowners and listen to them.
20 Maybe there are alternatives or help them find ways to
21 better use their land, et cetera.

22 MR. ZAPALAC: Yes, sir. And we're continuing
23 to -- we're very open to work with the landowners to try to
24 meet individual concerns, if we can tweak the alignment a
25 little bit to satisfy some concerns on a particular

1 property. We certainly look into that and try to
2 accommodate the desires of the landowner whenever possible.

3 MR. LEWIS: Thank you. Commissioners, is there
4 any other questions of Mr. Zapalac at that time?

5 (No audible response)

6 Mr. Zapalac, do you have any other comments at
7 this time before we go on to 8?

8 MR. ZAPALAC: The only other comment that I would
9 add is that we're working very, very closely with Harris and
10 Montgomery Counties. The intent is that we move the project
11 forward and ultimately we're moving towards a substantial
12 completion or an opening date in late 2018.

13 So with that, sir, unless there are any other
14 questions, I'll close.

15 MR. LEWIS: All right. Thank you, sir, very much.

16 Since we have a number of folks interested,
17 obviously, in 4(a) and 8, we'll proceed on with 8. General,
18 I'll turn it back over to you.

19 GENERAL WEBER: Thank you, Chairman.

20 Next, we'll go to Item 8, the Montgomery and
21 Grimes County State Highway 249 Project. Our Strategic
22 Projects Division director, Katie Nees will present.

23 MS. NEES: Good morning, Chairman, and
24 Commissioners and General Weber. My name is Katie Nees and
25 I'm the director of the Strategic Projects Division.

1 As a follow-up to discussion Item 4(a), regarding
2 State Highway 249 Extension in Grimes County, Item 8
3 requests the authorization or the Department to issue a
4 request for qualification to develop, to construct, and to
5 design State Highway 249 Extension from FH 1774 in
6 Pinehurst, Texas, to State Highway 105. As previously
7 mentioned by Mr. Zapalac, on April 14th, 2015, Grimes County
8 Commissioners Court passed a resolution in support of the
9 project contingent upon the Commission, including a fourth
10 interchange as part of the project's scope and providing an
11 additional four million, contingent upon Commission
12 approval, to be used for the future State Highway 249 access
13 road projects in Grimes County.

14 Furthermore, as authorized by minute order 114204,
15 dated February 26th, 2015, the Department and Montgomery
16 County Toll Road Authority executed a project agreement
17 relating to the development, financing, construction,
18 operation, maintenance, of the State Highway 249 Project
19 within Montgomery County.

20 Chapter 223 of the Transportation Code prescribes
21 the conditions and the process by which TxDOT may enter into
22 a design-build contract. The State Highway 249 Extension
23 meets those conditions. The delivery of the project can be
24 expedited through the use of innovative methods for
25 development and construction typically available in a

1 design-build contract.

2 Staff is here to answer any questions and
3 recommends acceptance of this minute order.

4 MR. LEWIS: First of all, Commissioners, do we
5 have any questions of Ms. Nees? Any questions?

6 (No audible response)

7 All right. Thank you very much. We'll proceed to
8 receive comments, then. We have, in addition to those who
9 have already spoken and given us the benefit of their
10 thoughts, we have, I think, two additional comments or
11 cards. Let's see, Mr. Felton, did you wish to come forward
12 at this time?

13 (No audible response)

14 All right, sir. I'm going to call on Mr. Dale
15 Felton. Please come forward. After stating your name, tell
16 us if you're representing yourself or if you representing an
17 organization, and then give us the benefit of your remarks.
18 Thank you, sir.

19 MR. FELTON: Thank you. If I might, I'd like to
20 give you these. I didn't make enough copies, so you're
21 going to have to share.

22 My name is Dale Felton. I'm a resident of
23 Southern Grimes County. I own property that will be in the
24 vicinity of where this road would ultimately go. I'm a
25 lawyer. I represent 35 landowners in Southern Grimes

1 County, all of which have expressed the desire to have me
2 address this body regarding their comments and thoughts that
3 they would like to have this road built. Not everybody in
4 Southern Grimes County is opposed to it.

5 Now, those are 35 actual landowners who have
6 discussed it with me to have me come here and talk with you,
7 not including all of the people that we've talked to on just
8 a casual basis that want the road to be built. I've given
9 you a sheet out of this document, which is -- was produced
10 by the Houston area -- Houston-Galveston Area Council in
11 2008. This is the completion of a three-million dollar
12 project to project population growth in the Houston area.

13 What they did in this study was divide up the city
14 into the rail transportation routes that go into the city of
15 Houston. The little chart that I've given you show the rail
16 lines. There are 16 rail lines that go into the city of
17 Houston and what they were trying to determine was to use
18 the rail lines as corridors of growth, and the projected
19 growth over the next 50 years. They determined during this
20 study, that the number one growth-projected area is the
21 Highway 290 from Houston to Hempstead, which is represented
22 by this pie shown in yellow on the chart.

23 The number two projected growth over the next 50
24 years from 2008 to 2058 is what is shown in blue on the
25 chart, and that's basically the pie graph from the central

1 hub of Houston out to the Tomball area, and on up north of
2 Tomball and Magnolia on up to Richards, Texas. The portion
3 that is where the right angle is on this chart is Southern
4 Grimes County; it looks like a double-shotgun blast right at
5 our County, what the projected growth is going to be over
6 the next 50 years. I would point out on 290, there's a 12
7 mile square area from Fry Road out to Katy Hockley Cut Off.
8 That 12-mile area has projected to have 500,000 new people
9 over the next eight years.

10 Cypress, Texas, which is in the northwest of this
11 area, is now one of the top-ten cities in the state of
12 Texas. Cypress? How'd that happen? With just insidious
13 growth, subdivision after subdivision after subdivision
14 after subdivision after subdivision going in over the last
15 ten years. That growth is heading towards Grimes County.

16 We have to have the foresight to put in the roads
17 that we need for this transportation that's going to come,
18 whether we like it or not. You know, the problem with, with
19 regard to any road that's going in, somebody's beginning to
20 be impacted. Somebody's going to have to sacrifice. You
21 know, we all want the roads, but it's kind of like the old
22 saying, "Everybody wants do go to heaven, but nobody want to
23 die." Nobody wants to give up their land. They want to
24 have it just like it always was. They want to be able to go
25 out and do just like they always did before.

1 But when this growth comes, and it's like in the
2 City of Magnolia, my son calls it -- instead of Magnolia, he
3 calls it Slowgoya, because the traffic is already so
4 congested, it's unbelievable.

5 MR. LEWIS: Sir, your time has expired. If you'll
6 sum up your remarks.

7 MR. FELTON: Thank you, that's it.

8 MR. LEWIS: Commissioners, any questions?

9 Yes, Commissioner Austin?

10 MR. AUSTIN: I have one question. If you could
11 summarize with the landowners -- we've heard for a lot of
12 reasons why they don't want to see the road; I'd like to
13 hear your perspective of why your landowners want it, absent
14 economic development.

15 MR. FELTON: Well, of course the economic
16 development. We're just northwest of Houston with all this
17 activity there and people being able to go into the city,
18 access to the airport and that sort of thing. It would cut
19 driving time to and from the airport in half at least, maybe
20 more.

21 But there's a safety issue. When we had the
22 hurricane problem with Hurricane Rita, all those roads just
23 became totally deadlocked with cars; they couldn't move.
24 This is needed for the hurricane safety route project.

25 So we have congestion, economic growth and safety

1 are the concerns.

2 MR. LEWIS: Any other questions, Commissioners?

3 (No audible response)

4 Thank you, sir, for coming forward.

5 And we have one more card, a request to appear,
6 from Don Dixon. Mr. Dixon, please come forward. After
7 stating your name and who you represent, give us the benefit
8 of your thoughts.

9 MR. DIXON: Thank you, Mr. Chairman.

10 My name is Don Dixon and I'm representing myself.
11 I traveled this area many, many times going from Baytown to
12 A & M, but, unfortunately, we didn't have a lot of money, so
13 we were always hitch-hiking this way. So we went there
14 route very often.

15 But what I wanted to address to you today is two
16 areas I hear from the discussion here, and also my own
17 thoughts. The big problem you have here, as I see it, is
18 the cost, the cost to use the road. Because as you know, as
19 just a public road, it is very efficient in Texas, in my
20 viewpoint, about 1.6 cents a mile or about 38 cents a gallon
21 of gas, that's what we pay. But if it's a toll road, it can
22 be 12, 15, 20 cents even more. Three to six dollars a
23 gallon a gas; that's unaffordable to a lot of people.

24 I work very closely with A & M. I'm not
25 representing A & M. I don't want to misrepresent, but our

1 family does give scholarships to A & M and what they say to
2 us is, help us get our costs down. Help us with our
3 education.

4 How are these people who are trying to get an
5 education at A & M, how are they going to be -- how are
6 these students, my students that we support and many, many
7 others, how are they going to pay four to six dollars tax to
8 get from Navasota down to Montgomery? Very few can do that,
9 and if they can, then you have a two-tier system; the
10 wealthy students can do it, but the others cannot.

11 The other area where I have concern is -- and this
12 is a very public concern, the fact is that from the records
13 that I have is taxpayers are putting in \$293 million of the
14 \$410 million that was testified for. I think you,
15 personally, as responsible Commissioners to use that money,
16 you should be figuring out a way to use that \$293 million to
17 build these people a free public road, because it's a double
18 tax for those who didn't have to use it as a toll road.

19 My recommendation to you is that you table this
20 motion to approve this project right now, take a -- remember
21 what these people have said. Take a look at their
22 Commissions. Try to find a route that doesn't affect so
23 many people, and if that road is truly needed, and it may
24 well be, build it as a free public road. That's a win-win
25 for everybody, the taxpayers, the A & M students, the

1 faculty who may have to use it and not pay four to six
2 dollars a gallon; that's what I would recommend to you to
3 do. You're getting ahead of the game here a little bit.

4 One other quick point, and --

5 MR. LEWIS: Mr. Dixon, most of your time is about
6 expired. Go ahead and sum up.

7 MR. DIXON: Very quickly. Very quickly.

8 Just because elected officials buy in to y'all's
9 project that does not necessarily mean that you have public
10 support. The reason being you all have \$10.8 or 9 billion
11 at your disposal and you can use that for good or for bad.
12 You used, apparently, \$4 million of it, so you have the
13 power of the purse to influence.

14 The ordinary citizens don't get that opportunity,
15 so it's not an equal acceptance in terms of wanting the
16 project.

17 MR. LEWIS: Thank you, Mr. Dixon.

18 Commissioners, any questions for Mr. Dixon?

19 (No audible response)

20 Thank you, sir, for coming forward.

21 MR. DIXON: Absolutely.

22 MR. LEWIS: Now, folks, that's all of the requests
23 to appear. Is there anyone who has not spoken yet, who has
24 just not filled out a card or I've missed the card? Anyone
25 else?

1 (No audible response)

2 Then, Ms. Nees, if you'll please come back up.

3 Commissioners, are there any additional questions
4 of Ms. Nees at this time?

5 (No audible response)

6 And, Ms. Nees, it's my understanding that what the
7 Department is requesting that the Commission authorize the
8 Department to issue a request for qualifications for the
9 development, design, construction, maintenance, operation,
10 financing of the SH 249 Project, in accordance with the
11 staff's recommendations; is that what the staff is
12 recommending?

13 MS. NEES: That is correct.

14 MR. LEWIS: Any other questions, Commissioners?

15 (No audible response)

16 Thank you. Do I have a motion, with regard to the
17 authorization of the Department, as has been stated here?

18 MR. AUSTIN: I move approval.

19 MR. LEWIS: Do I have a second to the motion?

20 MR. MOSELEY: Second.

21 MR. LEWIS: Vice Chairman Moseley has seconded.
22 Members, are there any discussion or comments?

23 Yes, Commissioner Austin?

24 MR. AUSTIN: You know, Don Dixon brought up some
25 really good points about looking at alternative financing

1 projects and tools. I think one thing when we get into
2 discussing another item on the UTP, one question that I'm
3 going to have for our financing team: How do we pay for all
4 this? And this is a choice of being able to move projects
5 forward.

6 If we look at this one particular project, you
7 know, \$10 billion sounds like a lot of money and we're
8 thankful that our partners across the street are trying to
9 help come up with other sources. This is not a new project
10 that's just popped up; this has been talked about for quite
11 a while. I know it was on the drawing list before I came
12 onto the Commission, and there's been a lot of discussion.

13 We have to be able to -- I would like us to
14 consider to be able to use the different tools so we can
15 address congestion. It's one of the things -- traffic
16 impacts every person, every day, our businesses, and there's
17 costs for not being able to move traffic, not just to the
18 environment, but to our businesses and safety.

19 These are tough decisions and the comments don't
20 go unnoticed and unwelcomed.

21 MR. LEWIS: Thank you. Vice Chair Moseley?

22 MR. MOSELEY: Chairman, I would just add, this
23 input is so useful to us, but it should also be a part of
24 this process, so we need to hear -- if you feel like there
25 would be certain alignments that would be better, that would

1 serve the community better, this is a great time to bring
2 those ideas forward.

3 And I appreciate everybody coming and
4 participating, and, again, thank you for your interests. We
5 did have a work session yesterday on what Texas will look
6 like in a very short period of time, 30 years. Mrs. Moseley
7 and I just had our 33rd wedding anniversary, so may I tell
8 you, it goes by pretty fast. Thirty years gets by pretty
9 fast.

10 But Texas, today, will look very different in 30
11 years than the Texas we know. I mean it's almost staggering
12 what the demographer described to us. And Grimes County
13 happens to be a few minutes of drivetime away from one of
14 the most robust high-growth areas in America, and that is
15 just either very good or maybe it's not your good fortune,
16 depending on how you look at it. So that's why we're having
17 discussions about how do we be responsible for the future of
18 Texas, and so that's why we welcome all of this. This is
19 very valuable information that we gather.

20 And, as Don Dixon says, how do we pay for it?
21 Because, you know, all of us have lived in a starter home
22 and then we've needed to get a bigger house, and most of us
23 have gone to talk to a banker to talk about how we borrow
24 money to get that bigger house so we can take care of the
25 kids and buy a station wagon. There are very few people

1 here who live on cash and carry. And when we move to cash
2 and carry, then it takes us a lot longer to put a roadway in
3 and people move in and we can't put a road.

4 So it's a very robust discussion because we are in
5 a very high-growth corridor, so I say thank you for
6 everybody's input, and now that we're going into the design
7 phase, we need to hear your voices.

8 MR. LEWIS: Thank you, Mr. Vice Chair.

9 Any other comments?

10 (No audible response)

11 I'm going to say one thing. My thought, as I was
12 listening to everybody on both sides, is my mind went back
13 to when I was a young man -- there was a time I was young,
14 when I was a child really -- we used to go to Frisco, Texas,
15 and visit relatives. And I was always so sorry for them
16 because there was nothing to do in Frisco, Texas. You know,
17 there was like one light or something; you could watch the
18 light change. But it had beautiful grasslands, but it was a
19 tiny town. And I guess you go into Plano, there are
20 probably two or three lights in Plano. There's a movie in
21 Plano, actually, and you can go there, but it was all so
22 different.

23 And when I go there now, I miss those grasslands.
24 I miss what was there. I see just mile after mile after
25 mile after mile of beautiful home subdivisions, but they're

1 all marching to the, I guess, halfway to Oklahoma. It is
2 the way things go, and it was the responsibility of the
3 Highway Commission back then or the Transportation
4 Commission now to understand where growth's going to be,
5 what's going to be happening, and to adjust accordingly. I
6 mean our charge is to figure out where Texas is going, where
7 the citizens are go, where the growth is going to be, and
8 make sure that our infrastructure matches it.

9 We had demographers here yesterday so we can be
10 looking at the future. And we looked at what it's going to
11 be like ten years from now, twenty years from now, thirty
12 years from now -- what's it going to look like in 2050? One
13 of the greatest-growth areas in America is that area; I mean
14 I guess from Victoria to Beaumont and from League City up
15 through Bryan College Station. Everything is there that's
16 going to trigger growth and we are -- our task is to
17 understand that, understand just like every highway that's
18 ever gone in, it's -- it displaces some people, and we try
19 to adjust where we can, but that's our tasks. So that's my
20 remark and discussion.

21 Any more discussion, Members, Commissioners? If
22 there's not, we have a motion by Commissioner Austin to
23 authorize the Department to issue the requests for
24 qualification, as has been stated here. We have a second by
25 Vice Chair Moseley. I'd ask, if there's no further

1 discussion, I'll ask for the vote.

2 All who are in favor of the motion please say aye.

3 (Chorus of "Ayes")

4 Are there any opposed?

5 (No audible response)

6 No opposed, so, therefore, the motion carries.

7 Thank you. That will complete 4(a) and 8 on the
8 agenda today.

9 General?

10 GENERAL WEBER: Next is Item 4(b), discussion over
11 the Unified Transportation Program. Transportation Planning
12 and Programming Division Director, James Koch, will present.

13 James?

14 MR. KOCH: Good morning, Mr. Chairman, Commission
15 Members, and General Weber. For the record, my name is
16 James Koch, Transportation Planning and Programming Division
17 director for TxDOT.

18 Item 4(b) will provide an overview of the proposed
19 May updates to the UTP program. We like to begin our UTP
20 briefings with a reminder to the Commission on the UTP
21 process. We start the update process by developing an
22 initial draft of proposed revisions. We then hold a
23 statewide public meeting, via WebEx, which provides an
24 overview of the proposed changes and information on how the
25 public can submit comments or questions.

1 We then move into a 30-day comment period, during
2 which we provide today's Commission briefing as a means of
3 improving both public and Commission awareness of key
4 changes proposed for consideration as part of the UTP.
5 During this time, we review and address any of the comments
6 that may have been received, as well as host a public
7 hearing prior to bringing the final proposed revisions
8 before the Commission for potential adoption.

9 The UTP is a plan developed and based on a set of
10 assumptions regarding the revenue and funding availability
11 we will have. As those funding assumptions change or new
12 information is made available, we incorporate them into the
13 UTP through quarterly updates. In this update, the
14 significant change in forecasted funding is related to the
15 assumed extension of MAP-21 through September.

16 Additional FY '15, MAP-21 funds have been
17 districted to Category 5, CMAC; Category 7, STPMM; and
18 Category 9, TAP distribution to MPOs.

19 We also have a fund transfer requests that include
20 adjustments to projects and funding allocations. This
21 includes a transfer of funding for H-GAC, incident
22 management program, and an allocation to the Houston
23 District, related to HCTRA reimbursement for right-of-way on
24 previous toll projects.

25 During UTP updates, we also provide a report on

1 administrative changes. Administrative changes are those
2 projects or funding changes that are minor in administrative
3 nature. Examples would be the movement of projects within
4 the first two years of the Letting Schedule, the carryover
5 balance at the end of the fiscal year, and reporting on
6 transportation development credit balances.

7 Changes to project-specific programs and new
8 authorizations or deauthorizations, as you may recall, we
9 were districted by the Commission to remove this project
10 funding, based on action from the Grimes County
11 Commissioners Court. Our current exhibits reflect this
12 proposed deauthorization of funding; however, based on the
13 previous discussion on State Highway 249, this
14 deauthorization can be revised.

15 In addition, there are authorizations associated
16 with the fund transfer requests for H-GAC and HCTRA that
17 were noted on the previous slide.

18 We also have revisions to projects within
19 previously authorized funding. The categories and areas
20 affected by these revisions are shown on the slide.

21 Lastly, there are numerous administrative
22 amendments to projects and programs that are available for
23 viewing online.

24 The scheduled events for this UTP update are as
25 follows: On April 16th, a public meeting was held to accept

1 questions and comments regarding the proposed changes; on
2 April 17th, a notice was posted to The Texas Register
3 regarding the public hearing scheduled for May 7th. This
4 officially begins the 30-day comment period for the proposed
5 changes. Today, April 30th, staff is providing an overview
6 of the proposed changes under consideration for the May UTP
7 update.

8 On May 7th at 10:00 a.m., we are hosting a public
9 hearing. On May 18th at 4:00 p.m. is the deadline to submit
10 formal comments regarding the proposed UTP updates. On May
11 28th, staff will present the final proposed changes to the
12 Commission for consideration and potential approval.

13 The next steps in the process are to continue
14 accepting comments through May 18th at 4:00 p.m. Comments
15 can be submitted online or emailed to TPP_UTP@TxDOT.gov. We
16 also accept comments by phone or mail.

17 The public hearing to receive testimony on the
18 proposed updates will take place on May 7th at 10:00 a.m.,
19 here in Austin, at the Riverside campus. We will bring the
20 final proposed amendments before the Commission for
21 consideration and potential adoption on May 28th.

22 At this point in the presentation, I would like to
23 shift to discuss the development that is underway for the
24 new 2016 UTP. As you know, the UTP is required to be
25 developed and adopted by the Commission annually. This is

1 an extensive statewide effort every year that starts with
2 receiving a new forecast and setting preliminary funding
3 targets.

4 An important part of developing the UTP each year
5 is assessing the forecast and producing draft-funding
6 levels. As we do this, we compare the funding levels to the
7 current UTP. Two very important notes about the forecast
8 and draft 2016 UTP funding levels at this point in time are
9 they assume no increase of federal funding at MAP-21 levels
10 for new construction projects and they assume no additional
11 distribution of Prop 1 funding, including FY 16 or 17. We
12 expect these draft funding levels to change and potentially
13 increase over the next few months as we watch and see
14 Congress and the Legislature will do.

15 As stated earlier and displayed on this schedule,
16 we already started the development process for the 2016 UTP.
17 We are currently working with districts and MPOs on
18 programming projects. We are closely watching what
19 Legislature may provide, which will affect this UTP and
20 draft funding levels and associated projects.

21 Some key dates of importance, the public
22 involvement starts in July. We plan to release a draft
23 document in early July. We will brief the Commission in
24 July letting you know the status of the process and any
25 major changes that may be proposed. We will bring you the

1 final draft in August for consideration and adoption.

2 This concludes my presentation. I'd be happy to
3 answer any questions at this time.

4 MR. LEWIS: Commissioners, are there any questions
5 of Director Koch?

6 MR. AUSTIN: I know I have a couple questions.
7 I'd like the guys Ben Asher or Brian Ragland, if ya'll are
8 in -- I'm going to talk to the bankers here.

9 May we go back to slide 8 and just look at the
10 preliminary funding levels for just a second. Looking at
11 this, you mentioned, you started off, you know, looking at
12 revenue and funding availability, and I think this is one of
13 the multiple billion-dollar questions we have to wrestle
14 with up here, looking and making decisions, especially in
15 light of looking at the demography and the changes and
16 impact to the state yesterday. How do we pay for these and
17 how do we select our long-range priorities? The UTP is a
18 great document with a lot of public input to give us that
19 blueprint, ready to go.

20 But now we have to select which ones, the "has"
21 and the "has-not"; which projects are going to go forward.
22 So my questions are, looking back, these dollar amounts that
23 we see right here, first, these are in today's dollars. It
24 does not allow for any inflation whatsoever. The
25 construction cost index is going up about, what, four or

1 five percent every year?

2 MR. RAGLAND: For the record, my name is Brian
3 Ragland. I'm director of the Finance Division, here at
4 TxDOT.

5 The historical average and recent history is the
6 highway cost index is around four and a half percent
7 inflation.

8 MR. AUSTIN: So, if we wait one year -- just make
9 sure that we all understand it -- one year, those costs go
10 up four and a half percent if we're not being able to do
11 them today. Another year, you compound it, it would be a
12 little bit more than nine percent, and then you keep adding
13 to it and the costs keep going up dollar-wise.

14 If we were -- what other funding sources are not
15 included in here? I know you said Prop 1, those future
16 allocations are not here. Does this include any use of
17 other funds or fees or tools?

18 MR. RAGLAND: As you know, and it was on a
19 previous slide, the cash forecast that's developed by my
20 division, is the basis for funding of the UTP, and that
21 forecast, which is a fairly conservative forecast, only
22 assumes dollars that we know we will have available to us.
23 So it does not assume any potential legislative increases.
24 It does not assume any potential federal additions or
25 anything that we don't know for a fact.

1 MR. AUSTIN: I want -- thank you -- I just want to
2 shift a little bit. Does this include any proceeds from the
3 remaining obligation that we have for Prop 12 or Prop 14,
4 any of our bonds?

5 MR. RAGLAND: It does include those. Those are
6 known amounts. We are waiting to issue those amounts as the
7 projects need the cash to pay the monthly estimates. So we
8 only issue when we need the cash, then we'll go ahead and
9 let the projects.

10 MR. AUSTIN: And that amounts about \$2.1 billion?

11 MR. RAGLAND: That's correct. There's about \$1.4
12 billion remaining to issue out of Prop 12 and the remaining
13 \$700 million to issue out of Prop 14.

14 MR. AUSTIN: So if, in theory, if those projects
15 are ready to go, we were to issue those bonds right now -- I
16 say right now, but in the next few months or whenever, while
17 rates are down -- what would be a potential interest rate
18 that we might see in an issue like this?

19 MR. RAGLAND: I would probably have to defer to
20 Ben on the current conditions.

21 MR. ASHER: Hi, Commissioner.

22 For the record, Ben Asher, the innovative debt and
23 financing management officer, here at TxDOT. Commissioner,
24 as you know, rates are quite low. Some believe by certain
25 measures, historic lows, so for those two credits, we would

1 be looking at a cost well below the four and a half percent
2 inflation.

3 MR. AUSTIN: So, for sake of discussion, 3.75?

4 MR. ASHER: Yeah.

5 MR. AUSTIN: So if our cost of capital -- and I'm
6 going to treat this like a business -- if our cost of
7 funding is 3.75 and we're preventing a 4.7 -- four and a
8 half percent increase this year, we're already in the money,
9 aren't we?

10 MR. ASHER: Yeah, if your borrowing cost is lower
11 than the inflation, then, yes, that's correct.

12 MR. AUSTIN: And if we're able to deliver it and
13 plan sooner -- again, I just want to make sure -- and then
14 it goes up another four and a half percent next year, we are
15 still saving the taxpayers -- we would potentially be saving
16 the taxpayers money.

17 And if the interest rates go back up, wouldn't we
18 then, in fact, be paying deflated dollars?

19 MR. ASHER: That's right, sir.

20 MR. AUSTIN: I'm just -- I'm just thinking, as we
21 begin looking at how we deal with these things -- and you
22 guys study a lot looking -- is to continue to look at
23 different ideas to bring back to us. How can we advance
24 these projects?

25 There's not going to be enough money to deliver

1 all of these quickly and that's why I keep coming back to
2 the present value of the dollar right now. These costs are
3 going to keep going up. That's if we could do them all
4 today, and if we start looking at projecting four and a half
5 percent out and if inflation picks back up, at some point
6 rates go back up, those numbers are going to increase a lot
7 quicker.

8 By using this right now, does this also include
9 using tools that we have available like TIFIA or things like
10 that for other projects, if they were leveraged?

11 MR. ASHER: Oh, yeah. I mean I think -- whether,
12 as it regards to UTP, TIFIA would not be.

13 MR. AUSTIN: TIFIA would not be in there.

14 MR. ASHER: But TIFIA is clearly a low-cost
15 borrowing tool that would probably reinforce your thesis
16 even more because that is a much -- that's a subsidized rate
17 to begin with that's provided by the Federal Government so
18 that -- the same logic would apply for TIFIA.

19 MR. AUSTIN: Using the discussion we had earlier,
20 you know, on 249, being able to use other type of financing,
21 potentially, to do a project such as this, or other projects
22 that we've looked, we're able to leverage those projects
23 that could have a revenue component where we could spend
24 money on the other farm-to-market roads, maintenance the
25 other roads across the state.

1 Commissioner Vandergriff, I just have a quick
2 question. Being able to use the tools in the Dallas area,
3 what has that done, as far as leveraging and being able to
4 deliver projects in Dallas?

5 MR. VANDERGRIFF: At least on some of the bigger
6 projects, such as the LBJ North or West project, and the
7 North Tarrant Express, the leveraging has roughly been
8 for -- the state's put in about 28 percent of the money and
9 the private sector has been responsible for about 62 or 72
10 percent of that, which has been an enormous leverage
11 opportunity.

12 MR. AUSTIN: Looking forward, what would happen to
13 the Metroplex if we couldn't use some of those tools? I'm
14 going to ask the same thing to Commissioner Moseley, because
15 I think looking at the impact of this to the state and not
16 being able to deliver projects, and I'm worried after
17 hearing all the demographic concerns yesterday.

18 MR. VANDERGRIFF: It will be seriously
19 challenging.

20 MR. AUSTIN: Commissioner Moseley, what would
21 happen in Houston?

22 MR. MOSELEY: Well, you know, the fact that we're
23 growing at about 1,200 new Texans per day, that we're
24 projected over the next thirty-some-odd years to come close
25 to doubling in population and we see a tsunami of vehicles

1 coming our way, it really is breathtaking. To use all the
2 tools in the toolbox is absolutely critical and necessary.
3 So any tool that local communities are given by the
4 Legislature that we can team up and use -- we can't do it by
5 ourselves; clearly, we need our regional mobile authorities
6 and all our mobility partners to team up with us, because
7 the task is that daunting right now.

8 There's a new generation of mobility that's
9 demanded, and that includes not only highways, it also
10 includes the rail and port systems that must necessarily be
11 upgraded.

12 MR. AUSTIN: Thank you, and I appreciate
13 ya'll's -- I know I kind of put you on the spot here,
14 because as we begin looking -- I think one of my tasks of
15 being up here, how do we treat TxDOT? We treat it like a
16 business. It is a business. It's a big business.

17 And there is a place, like many small businesses,
18 to buy a piece of equipment, invest in a vehicle or as a
19 homeowner, as a citizen buying a home, sooner or later we
20 need to invest in it and pay it back to build it now. And I
21 just say that this is something -- I just hope this
22 discussion can continue finding good ways to deliver the
23 projects right now, and there is more than one right answer,
24 but while rates are down, I would submit, as a banker,
25 there's never a better time to make some investment to get

1 these projects delivered, because there's a lot of Texans
2 counting on us.

3 MR. LEWIS: Thank you. Any other questions for
4 Director Koch at this time?

5 (No audible response)

6 We do have a -- thank you -- we do have a
7 request-to-appear card from Robin Stallings.

8 Mr. Stallings, please come forward. After saying
9 your name and who you're here representing, you may give
10 your remarks.

11 MR. STALLINGS: Thank you, Mr. Chairman and
12 Commissioners and General Weber. Thank you for giving me
13 the chance to speak. My name is Robin Stallings. I'm the
14 executive director of BikeTexas. We're supported by 30,000
15 Texans.

16 As part of the revision to the 2015 UTP, this is
17 the perfect opportunity to return the funding to
18 Transportation Alternatives Program, since it's about \$35
19 million a year that's been transferred out, roughly. In the
20 period of 2001 to 2012, TxDOT transferred \$165 million from
21 the bike-ped trail funding to highway rest stops, and so we
22 got some palatial highway rest stops and they're important,
23 but trails are also important, and this is the way that
24 Congress sent it to us and we would want to preserve this.

25 The Transportation Alternatives Program is the

1 current name for the bike-ped trail funding in Category 9.
2 So those transfers have continued under the MAP-21 TAP
3 program. The \$36 million that's being transferred is a
4 hundred percent of the flexible TAP funding, in other words,
5 all of the money that ya'll have at your discretion, a
6 hundred percent of it is being transferred out; that never
7 happened before under any previous Commission, where some
8 money was kept for the trail funding, not just the money
9 required to be kept, that's for the MPO, the other portion.

10 I've got a map here to try to make this a little
11 bit clearer. It's a very confusing topic. I've noticed the
12 confusion within TxDOT and without -- with other elected
13 officials who have been briefed by TxDOT. But, basically,
14 the red portion is the portion that's being transferred out
15 and that's all -- all of this is bike-ped funding; it's a
16 very popular program.

17 The MPOs, the large 11 MPOs choose their own
18 money. They choose their own projects, and then the small
19 MPOs, TxDOT does that Call for Projects. It's referred to
20 now as the Statewide Call for Projects; that's about four
21 years' worth. It's come up to about a \$52 million call. We
22 appreciate that call. That's important. It only goes to
23 communities under 200,000; it's apportioned by population.

24 However, the biggest portion of this money, \$36
25 million a year, has been transferred into other uses that

1 have been pretty vague. It's been hard to get a straight
2 answer. But in the past, it was spent on highway rest
3 stops; that's what we think is probably happening this time.
4 So our request is that it stay in TAP and that this revision
5 of the UTP is the perfect time to make that correction.

6 That bicyclist-pedestrian fatalities have risen to
7 16 percent of fatalities in Texas, this money can be used to
8 ameliorate that problem. That's 450 Texans are dying every
9 year, of either bicyclists or pedestrian.

10 MR. LEWIS: Mr. Stallings, you're time has
11 expired. If you'll sum up your remarks?

12 MR. STALLINGS: Okay. I will.

13 So on behalf of our 30,000, the 500 emails and
14 phone calls that we've received, the 21 people that have
15 come and spoken from Amarillo to Brownsville, El Paso to
16 Texarkana, we request that you preserve this TAP funding
17 moving forward. You continue to preserve it to use for bike
18 and pedestrian facilities and take this opportunity now in
19 the UTP revision to make this part of that revision. Thank
20 you very much.

21 MR. LEWIS: Thank you, Mr. Stallings.

22 If there are no questions for Mr. Stallings?

23 (No audible response)

24 I thank you, sir, for coming forward.

25 Anyone else have a request to appear on this 4(b)

1 item?

2 (No audible response)

3 Then, if not, General, if you'll move us along to
4 the next item?

5 GENERAL WEBER: Thank you, Chairman.

6 We're going to move -- change the schedule a bit.
7 We're going to move, take up Item 7, comprehensive
8 development agreement for US 181 Harbor Bridge Project. Our
9 Strategic Projects Division director, Katie Nees will
10 present.

11 MS. NEES: Good morning, Chairman, Commissioners
12 and General -- actually, good afternoon, Chairman,
13 Commissioners and General Weber. For the record, my name is
14 Katie Nees and I'm the director of the Strategic Projects
15 Division.

16 Item 7 before you is the approval of the
17 conditional award of US 181 Harbor Bridge. Also joining me
18 today for the latter part of this presentation will be
19 Lonnie Gregorcyk, the Corpus Christi district engineer.

20 The Harbor Bridge Project is to develop, construct
21 and maintenance a new six-lane signature Harbor Bridge;
22 portions of US 181; reconstruction of approximately 1.6
23 miles of the Interstate Highway 37; reconstruction of
24 approximately one mile of the Crosstown Expressway, commonly
25 called State Highway 286; demolition, of course, of the

1 existing Harbor Bridge; and also an aesthetics package.
2 Also, part of the bid, there are two project options and a
3 25-year life cycle maintenance contract for the base
4 contract in Option 1 -- Option 2.

5 Option 1, which was requested to be funded by the
6 City of Corpus Christi, should they wish to exercise this
7 option, are improvements to Broadway Boulevard from Harbor
8 Drive to I-37, and Option 2, should TxDOT choose to exercise
9 this option, is the transition of I-37 to a low-speed
10 arterial street from State Highway 286, US 181 Interchange
11 to Mesquite Street. Currently, \$984 million is identified
12 in TxDOT's funding plan.

13 As part of the federal need for process, three
14 public meetings were held in 2012 through 2013, and a public
15 hearing was held February 18th, 2014. In addition to the
16 federal environmental process, TxDOT conducted over 16
17 neighborhood meetings. Because the importance of this
18 project to the City and region, a Citizen Advisory Committee
19 was formed, which consisted of businesses, citizens and
20 neighborhood members, to solicit additional input regarding
21 the project. The Citizen Advisory Committee met six times
22 over the course of three years.

23 In addition to the Citizen Advisory Committee, a
24 Technical Advisory Committee consisting of the Port, the
25 City, and County technical staff was formed to hear the

1 specific areas of their concerns. A public comment period
2 was also extended 30 days for additional opportunities for
3 comments.

4 In addition to the required, federally required
5 public meetings and neighborhood meetings, additional
6 outreach efforts consisted of the ability of the citizens
7 over the course of 20 days to stop by your storefronts at
8 two locations to specifically ask questions on the NEPA
9 documents. Staff was on hand to answer questions about the
10 NEPA documents and, specifically, the process and how to
11 provide comments.

12 In response to the neighborhood concerns, public
13 outreach livability workshops, hosted by FHWA and TxDOT,
14 were held on January 29th and February 21st, 2015. TxDOT is
15 in the process of developing a livability plan as a result
16 of those meetings.

17 Another unique aspect of the public outreach is
18 the ongoing history project being developed by TxDOT. This
19 project involves testimonials from residents and historical
20 photos documents the history of the neighborhood by the
21 TxDOT historian.

22 As required by our contract documents and in
23 efforts to continue our public outreach for this important
24 project, the developer is required to develop a public
25 information and communication plan. This plan happens

1 during the design and construction of the project. The plan
2 will address key issues anticipated throughout the life of
3 the project; identify customer groups and specific plans to
4 respond to their concerns and needs, with respect to the
5 project; notify the public on construction activities,
6 detours and potential impacts; participate in specific
7 events, engagement activities and special events; and the
8 communication outreach efforts will use a multiple of media
9 and a variety of communication tools to reach the citizens.

10 In addition, early in the project development,
11 TxDOT and local stakeholders recognize that the new Harbor
12 Bridge would be an iconic signature structure for the City
13 of Corpus Christi and the region. It was important,
14 therefore, to apply the appropriate amount of attention to
15 the aesthetics of the bridge. TxDOT and staff and local
16 stakeholders met to determine the boundaries of the
17 proposers to work within, and these were provided to
18 proposers as technical aesthetic requirements, while
19 allowing the developer to bring innovative ideas moving
20 forward.

21 At this time, I would like to express our sincere
22 appreciation to a team of local officials who spent
23 significant time and effort on the aesthetics requirements
24 of the bridge. Some of them are here in the audience today
25 with us: Mayor Nelda Martinez, City of Corpus Christi; Judy

1 Holly, Port of Corpus Christi Chair; Judge Terry Simpson;
2 Judge Lloyd Neal. The contribution that each of you have
3 made over the last year has helped to achieve a goal of the
4 realizing a project for your community that you will be
5 proud of for years to come.

6 It is also important to note out the innovation
7 feature of this project, with respect to sustainability. We
8 have partnered with FHWA to make use of their INVEST
9 Program, which is FHWA's sustainability program for
10 transportation projects. It's similar to the LEED Program,
11 which many of you are familiar with; however, that is for
12 vertical construction. In accordance with FHWA's
13 sustainability criteria, under INVEST, the successful
14 proposers were required to obtain a Platinum sustainability
15 rating during the project development.

16 There were four teams that submitted technical and
17 price proposals. In alphabetical order, those teams are the
18 Flatiron Constructors and Dragados USA joint venture and
19 their non-equity -- major non-equity members; the Walsh
20 Infrastructure, LLC and their major non-equity members; the
21 Kiewit Development Company and their major non-equity
22 members; the trailer, Zachry Fleur and their major
23 non-equity members.

24 A little bit about the evaluation of proposals.
25 The evaluation procedures followed strict guidelines and

1 processes. Rigorous evaluation procedures were established
2 and developed before proposals were received. Evaluation
3 teams were trained on the evaluation process. There were
4 separate subcommittees that evaluated technical
5 requirements, aesthetics and price, and they were unaware of
6 the names of the developers or the other subcommittees'
7 scores; utmost confidentiality was maintained and the total
8 scores were combined and talliated [sic].

9 The apparent best-value determination is based on
10 price and technical scores. Price included the base project
11 Option 1, Option 2, and O & M for 25 years with a maximum
12 score of 80 points. The technical scoring, including
13 aesthetics, had a maximum score of 20 points, for a total of
14 100 points. The technical scores were evaluated on 30
15 subfactors in the following categories: Technical
16 solutions, project management plan, maintenance plan,
17 quality plan, sustainability plan, and aesthetics.

18 With the scores total, the winning proposer was
19 Flatiron Dragados USA joint venture. They're attempted with
20 major designers, including AIA Engineers and FIGG Bridge
21 Engineers. In summary of the scores, Flatiron Dragados
22 received a total of 93.74; Crosstown Builders, 92.25 points;
23 Harbor Bridge Constructors, Walsh, 87.84; Harbor Bridge
24 Partners, Kiewit, 74.18.

25 The best value proposer, the project costs

1 including both options was \$854,584,405.07 in nominal
2 dollars. The O & M scope costs were \$128,201,102.08, and
3 this is in net present value.

4 The Flatiron Dragados total present value price
5 was \$898,732,884.71, total net present value.

6 We are extremely pleased with the best value
7 proposal, but in addition to the proposal, we are very
8 excited about the aesthetics package that the winning team
9 brought to the table.

10 I would like to introduce Lonnie Gregorcyk from
11 the Corpus Christi District Engineer, to share with you some
12 of these iconic pictures and innovations that were brought
13 forward.

14 MR. GREGORCYK: Mr. Chairman, Commissioners,
15 General Weber, I'm Lonnie Gregorcyk, a district engineer in
16 Corpus Christi and we're excited to be here today. It's
17 been a lot of hard work by a lot of folks, and I appreciated
18 our delegation being here.

19 But one of the aspects, as shown here, from the
20 best value proposal, is the walkability and the tie to the
21 community plan that they bring to the table. There was a
22 study done, commissioned by the City of Corpus Christi, that
23 did a planning for the Sea District, as we're calling it in
24 that area down there near the shoreline, a very attractive
25 area that tourist and that kind of development can occur.

1 And our team brings this sheet, she shows here, it
2 incorporates a shared-use path. It complements the City's
3 plan, as I mentioned, and it connects the Hillcrest to
4 Washington-Coles. The Washington-Coles community would be
5 the closest to the bay and the Hillcrest would be on the
6 west side there.

7 As we talk about the shared-use path, this slide
8 is showing us the I-37 and the 181 Interchange and some of
9 the creativity that they bring and the innovation that they
10 bring to the table. I-37, as you're going to the east, is
11 laterally on the page and US 181 going to the north.
12 There's a future park and there's some -- I don't have a
13 pointer, but you can see the red, dotted lines bringing your
14 around; that's walking paths, and connectivity, again, back
15 to those two communities.

16 This photo here is showing some of the landscaping
17 and improvements that would be done at or near the entrance
18 ramp, which would be the northbound entrance ramp of the
19 frontage road coming off of -- across I-37 and going to
20 enter the new bridge. The vehicle to the top right of the
21 page there is showing the access, going onto the road. So,
22 this is looking, if I was in Washington-Coles looking back
23 toward the Hillcrest community, that would be the median
24 area and the bridge is in the background.

25 Going along and down I-37, there, they proposed to

1 put in, again, some connectivity and walking and
2 connectivity in that area, and they have a community plaza.
3 Ms. Nees mentioned the INVEST portion, the LEED Program
4 and -- for sustainability would be vertical. The INVEST
5 with FHWA, on this sheet you can see they're reusing some
6 materials; they're using xeriscape, I guess, and then a lot
7 of recycled materials and very well done.

8 This is probably a little better picture of that
9 plaza and the bike path. This is, I thought, a pretty nice
10 rendering of the Staples walking path going across I-37;
11 that's to be rebuilt during the construction of the project.
12 And that leads us to the rest of the connectivity of the
13 walking, and this is the structure itself. We would be --
14 at this point, we would be looking south and you can see the
15 walking path. You can see there's a Belvedere there; it's a
16 shared-use path. It does have protection for those who are
17 making observations from the Belvedere and it will, of
18 course, have bicyclists and such on it.

19 And then we get into the bridge itself. Now, the
20 existing bridge, if you've not seen it, it's very
21 attractive; it's had lights on it for a couple of years now
22 and they've been very highly successful. Our proposal
23 brings to the table a variety of lighting schemes that are
24 programmable and there's a lot of opportunity and I think it
25 would be well-accepted in our community. And here's a real

1 nice shot looking from first base at Whataburger Field
2 looking to the west, and you can see the structure in the
3 background.

4 And as we go forward with the project, the bridge
5 itself, it's proposed to be 1,655 foot mainspan. That would
6 make it the longest mainspan, cable-stayed bridge in the
7 U.S. -- the previous one was the Audubon Bridge, there in
8 Louisiana at 1,581 feet -- and it will be the third longest
9 mainspan, concrete, cable-stayed bridge in the world, behind
10 the Scarnsund Bridge in Norway and the third Panama Canal
11 crossing bridge, which are both at 1,739 feet, so quite a
12 tribute to our state and our country and to the teams who
13 put this together.

14 And this is a view of -- this is a very important
15 slide. Our senator, Senator Juan Hinojosa; our
16 representatives who were here today; our judges, Judge
17 Simpson, from San Patricio County; Judge Lloyd Neal from
18 Nueces County; and our Mayor, Nelda Martinez; and the Port
19 Chairman, Judy Holly, we couldn't have got it done without
20 them. They've been great partners. They came to the table
21 to help us fund this, figure out how to get their portion of
22 funding together, and they have been lockstep with us the
23 entire way, and I can't thank them enough; they are our true
24 champions.

25 And our evaluation teams, there's a lot of folks,

1 behind the scenes, working on this throughout the agency.
2 We had consultants helping us as well, but from the
3 leadership at the top, all the way down through the ranks,
4 it's a great honor to have had the opportunity to have a
5 fingerprint on this project and working with this great
6 staff.

7 So I'm going to ask Katie to cover the next steps
8 -- it's probably a little bit more in her line -- but it's
9 an honor to be here today and it's been a lot of hard work
10 by a lot of folks and I'm appreciative of your consideration
11 of this.

12 MS. NEES: Thank you, Lonnie.

13 I hope ya'll enjoyed the slides; they were really
14 beautiful renderings. Next steps on this particular project
15 is, with Commission approval, to negotiate the final terms
16 of the Comprehensive Development Agreement; to submit to the
17 Legislative Budget Board for approval; to get our final FHWA
18 environmental approval; to proceed forward with Notice to
19 Proceed 1, once the contract is executed. And we anticipate
20 design and construction dates, early 2016, if everything
21 proceeds forward.

22 And at this time, staff recommends and requests
23 the Commission approval of this minute order to approve the
24 executive director to negotiate and execute the contract,
25 including O & M, Option 2, and Option 1, should local

1 funding be available for Option 1.

2 MR. LEWIS: Commissioners, are there any questions
3 of Director Nees?

4 Yes, Commissioner Bugg?

5 MR. BUGG: Chairman, I would be very honored,
6 since Corpus Christi is right down the road from San
7 Antonio, to make the motion to approve.

8 MR. LEWIS: All right. Do we have a second?

9 MR. VANDERGRIFF: Second.

10 MR. LEWIS: All right. Commissioner Bugg has
11 moved to approve a request here for the selection of the
12 proposer, as is stated here, and that we contact in
13 accordance with the staff's recommendation that has just
14 been made.

15 Commissioner Vandergriff has seconded that motion.

16 Is there any discussion, Commissioners on that?

17 MR. MOSELEY: Very brief, Chairman, a discussion.

18 I wanted to say thank you for this wonderful
19 presentation and for the strong leadership from the
20 community to get the project to this point, because I know
21 that these projects just don't spontaneously combust and it
22 takes a lot of hard work to get it to this point, so thank
23 you.

24 And, Lonnie, thank you for your hard work.

25 I'm very pleased, Chairman and Members, to see

1 that there is this wonderful focus on aesthetics, in
2 addition to the beautiful structure. I'm also very pleased
3 that there's a discussion about the environmental aspect,
4 the green aspect.

5 Mayor, thank you for your leadership, too. I
6 didn't see you sitting back there in the back.

7 But that's a wonderful thing and it's a great
8 brand for the state, especially for Nueces County and San
9 Patricio County to embrace the green aspects of this bridge.
10 So as much as it's possible, it's wonderful for us to lead
11 the nation on the bridge design to capture -- I've said it
12 before -- but, again, if it's possible to capture runoff
13 water and reuse that water, this is a massive structure;
14 it's a water conveyance system. Judge Neal, it would be
15 wonderful if we could somehow put that water in cisterns and
16 use it for the green spaces along that corridor. I don't
17 know if we can, but if we can, while it's going through the
18 design, it would be nice.

19 I don't know if we can capture wind energy off the
20 bridge to light it, to turn it back into the lighting, but
21 that might also -- a lot of LEED buildings in Downtown
22 Houston are putting in wind turbines to capture wind energy.
23 So, clearly, we've got wind energy down in Nueces and San
24 Patricio County, maybe that can be a component, too.

25 But congratulations, thank you for what you've

1 done to get the project to this point.

2 MR. LEWIS: Thank you, Mr. Vice Chair.

3 I'm going to ask Commissioner Austin to make his
4 remarks and then we do have some requests to appear and
5 we'll call on those folks too.

6 MR. AUSTIN: I'm really excited to see this come
7 about, and I know working -- listening to Congressman
8 Farenthold, who's readily supported this, the senator who
9 was here earlier, the judges, thank ya'll for your
10 relentless support in helping find solutions to move this
11 forward.

12 Judy, I know, working with the Port, this is
13 coming over a very sensitive area with a lot of commerce
14 coming through there. That's going to help keep Texas
15 moving and keep the economy -- I know ya'll are poised at
16 the Port to really expand your operations.

17 And for those of ya'll that don't know and haven't
18 visited the Port of Corpus Christi, there's a lot going on
19 there and a lot more coming up, so this is going to be a
20 wonderful thing, a wonderful thing.

21 Also, I want to say thanks to former commissioner,
22 Bill Meadows. I hope he's watching or listening. He took
23 great interest in this early on. I know he was down there
24 fishing quite a bit, but he really took great interest in
25 this and I want to thank him.

1 And, Fred, it's been some time, but thank you to
2 the fellow commissioners and Chairman Delisi who really
3 spent time helping this in the past to bring it to where we
4 are now.

5 MR. LEWIS: Of course, Lonnie's got an I-69 pin.

6 MR. AUSTIN: Oh, yeah, and Lonnie -- where's
7 Lonnie -- I saw your I-69 pin, so thank you for the
8 connectivity.

9 (Laughter)

10 MR. LEWIS: Thank you. We do have some
11 request-to-appear cards and I request these individuals to
12 come forward on this items. Judge Simpson, if you don't
13 mind, I'll begin with you.

14 MR. SIMPSON: My name is Terry Simpson; I'm the
15 county judge for San Patricio County, and, basically, all I
16 want to say is that I have been extremely impressed with the
17 team. Lonnie and his group and everyone else that got
18 involved in this, they were very helpful and very
19 informative and they put together a plan that it made it
20 easy for us to follow along.

21 Because, we're, ultimately, us local officials are
22 going to be the ones who are going to be chewed on if it's
23 not done right, and so I just wanted to say I appreciate
24 ya'll taking the time to look at this as close as you have
25 and for voting it through, and the team that helped us get

1 there. Thank you.

2 MR. LEWIS: Thank you very much, Judge.

3 Are there any questions of the judge?

4 (No audible response)

5 If not, thank you, sir, for coming forward.

6 Let's see, we also have from Mayor Martinez, if
7 you'll please come forward, after stating your name and who
8 you're here representing, give us the benefit of your
9 thoughts.

10 MS. MARTINEZ: My name is Nelda Martinez, mayor of
11 City of Corpus Christi, and I can't tell you what an
12 historic day this is for the Coastal Bend. And we have had
13 an unprecedented partnership that we truly have been able to
14 harvest, and I don't think unless we would have had this
15 regional partnership with these wonderful members to my
16 left, that I have such a deep respect for and appreciation,
17 and really understood the importance of collaboration and
18 moving our whole state forward.

19 And TxDOT will be put, not only on the national
20 map with this epic bridge, but, frankly, on the global map,
21 and so thank you, Lonnie, and thank you to all the team that
22 you have that worked, that have worked tirelessly, and the
23 employees for TxDOT and for your leadership.

24 And I do want to say a special thanks to, also,
25 Deirdre Delisi, who was instrumental in guidance, and I have

1 to give a shout-out also to, within the first week that he
2 was here, talk about drinking out of a fire hose, I had the
3 privilege and the honor to meet General Weber the first week
4 he came here, and so congratulations on your one year and we
5 look forward to many years of your leadership with your
6 great team here, and we are truly beginning to be living the
7 crest of the Texas miracle, so God bless you all and thank
8 you.

9 MR. LEWIS: Thank you. Any questions of the
10 mayor?

11 (No audible response)

12 If not, thank you very much for coming forward,
13 and Ms. Holly, if -- Judy Holly, please come forward, state
14 your name, who you're here representing, and give us the
15 benefit of your remarks.

16 MS. HOLLY: Thank you very much, Mr. Chairman.

17 I'm Judy Holly, I chair the Port of Corpus
18 Christi. Again, it's an honor to be here in front of all of
19 your new friends and old friends.

20 This is an historic day. It's an historic day --
21 it's Christmas for the Coastal Bend, without a doubt. This
22 is a project that started decades ago and then it
23 languished, then it got a little momentum, then it
24 languished, and then it got a lot of momentum, and there are
25 a couple of people that I really want to single out to let

1 you know how you can bring a project to fruition. It takes
2 huge expertise. It takes enormous commitment, and it
3 honestly takes the ability to pull something from its draft
4 and bring it to fruition. And those people are Lonnie
5 Gregorcyk -- I can't tell you enough about this man. He hit
6 the ground running when he came down to Corpus Christi to
7 our district and he hasn't stopped. And every time we hit a
8 roadblock, he's say, Don't worry, Ms. Holly, we're going to
9 get past it. Don't worry, Ms. Holly. Just keep praying and
10 don't worry about it.

11 The other one is John Barton. Again, huge support
12 from TxDOT, helping us find innovative ways -- and you've
13 all spoken of that so many times today -- innovative ways to
14 pull our resources to bring this project to fruition. A
15 landmark bridge, a world-class bridge, one of a kind in the
16 United States and it's right here in Texas.

17 Thank you to this Commission. Thank you to the
18 Commission, two Commissions ago, three Commissions ago.
19 It's taken all of us and all of our effort for us to get to
20 where we are today, but thanks, God bless, and come on down
21 and drive across our new bridge. Thank you.

22 MR. LEWIS: Thank you. Any questions for
23 Ms. Holly? Ms. Holly, we have a question for you.

24 MR. MOSELEY: Madam Chair, if you just, in one
25 sentence or two sentences talk about the billions of dollars

1 that are coming into the port to Commissioner --

2 MS. HOLLY: Actually, those were the remarks that
3 I was going to give, but I got so excited about the new
4 bridge.

5 (Laughter)

6 MS. HOLLY: You know, well put. Thirty -- well, I
7 gave a speech yesterday -- believe it or not with my
8 voice -- going into the speech I had \$33 billion in new
9 investment right there in the Coastal Bend. By the time I
10 finished my speech, I was up another two, if you can
11 imagine; Shiner was coming in with another huge, huge
12 project.

13 Booming economy, as is the entire Gulf Coast.
14 When we began this Harbor Bridge Project, we had no clue of
15 the Eagle Ford Shale. We had no clue of the prices of
16 natural gas or the international investors that were going
17 to move to Texas. Texas is moving. Texas does attract
18 business and a lot of it is located right there. So that
19 Harbor Bridge that had nice traffic, but probably not safe
20 traffic, now it's absolutely full, full-time. We can't get
21 that bridge built fast enough, and the air draft under the
22 new bridge is going to be to the Panama Canal standards.

23 We are driving right now on a fifty-year bridge,
24 which is 75 years old, I think -- Lonnie will have to
25 correct me on that -- we are building a hundred-year bridge.

1 This is a bridge that will take us through the expansion of
2 the Panama Canal and hopefully accommodate the growth and
3 the economy of Texas. Again, thank you.

4 MR. LEWIS: Thank you. Any other questions for
5 Ms. Holly?

6 (No audible response)

7 Now, that's all of the questions to appear. Does
8 anybody have any other requests to --

9 (Participants confer)

10 UNIDENTIFIED SPEAKER: Are you still undecided,
11 Judge?

12 MR. NEAL: No, sir. I do need to fill out a card,
13 if I might?

14 MR. LEWIS: Yes, please. If you'll just come over
15 and put your name on a card, you may certainly speak.

16 MR. NEAL: Okay. You know how Aggies are,
17 General; we sometimes forget to do the paperwork.

18 But I'm Lloyd Neal. I'm the Nueces County judge,
19 and I very quickly, I want to thank all of you for the
20 involvement you've had in there, but let me say a special
21 word about our legislative friends. None of us would be
22 sitting here today, were it not for the leadership of
23 Senator Hinojosa, Todd Hunter, and Abel. They have stood by
24 us. They found the money to help us, and the money that's
25 coming from the State, as you know, Commissioners, is a huge

1 amount, and we are very, very indebted to them for that.

2 And let me say a word about the local commitment.
3 We committed a hundred million dollars towards this project
4 together, between the Port of Corpus Christi and Nueces
5 County, City of Corpus Christi and San Patricio County.
6 Nueces County just arranged for our funding about two weeks
7 ago. I know we're looking forward to this, but this is, as
8 been said, it's a great teamwork, but none of this happens
9 until we got the money, and I just want to make sure that we
10 give the right thanks to those who helped us make it
11 possible.

12 And thank you for letting me be here. And I
13 apologize, John, for not filling out the card, but I will
14 sign it. But thank you very much for letting me speak
15 without following the proper protocol. Thank you ya'll very
16 much.

17 MR. LEWIS: Judge, it's an honor to have you here.
18 Any other questions of the judge at this time?

19 (No audible response)

20 Then if not, I think Commissioner Austin, you had
21 a question of, maybe John Barton.

22 MR. AUSTIN: Judge, thank you.

23 John, I had one comment. I think back to some of
24 our earlier discussions. We're talking about the impact of
25 traffic during construction, and one comment that you made

1 was, what impact will this have on our ferry system with
2 traffic coming back and forth? I know we're looking at some
3 improvements, potentially, there, replacement. Would you
4 mind addressing that just briefly, because I think we need
5 to take a look at outlying areas, and, Lonnie, that's going
6 to be a challenge to make sure that we keep things moving
7 down there, as well.

8 MR. BARTON: Yes, Commissioner Austin, a couple of
9 things on that. As you just mentioned, this bridge is in
10 fairly close proximity to the ferry system that connects the
11 mainland to the Port Aransas area, and the ferry operation
12 system has, I guess, tried to get into the 21st Century. We
13 have new technology that allows us to monitor traffic on the
14 roadway, either side of the ferry landing, and to understand
15 better in a realtime basis, what the time experience would
16 be for travelers who are going to the ferry, in terms of
17 wait time, before they can cross.

18 That information is being displayed on message
19 boards throughout the region so that travelers can make
20 informed decisions about whether they want to go to the
21 ferry landing or if they want to take the land-based access,
22 which is further to the west and south of this particular
23 area. As this bridge project gets underway, that's going to
24 be important, because we'll be able to convey similar
25 messages about traffic in and around that region.

1 But we've also started, through the leadership of
2 this Commission, a reinvestment program in that ferry system
3 to buy new boats that will be larger and more efficient so
4 that we can move more traffic across that ferry crossing.

5 And so we're excited about how all of this ties
6 together, and one more example about an understanding of the
7 impacts of growth within a region, the changes to traffic
8 that we'll experience because of that growth, the way it
9 impacts the economy, and how we can be working with
10 technology and community partners to bring about solutions
11 that will improve traffic. Thank you.

12 MR. LEWIS: Members, any other questions, with
13 regard to the matter under discussion?

14 (No audible response)

15 Then if not, we have a motion by Commissioner Bugg
16 to approve the selection of the proposer who submitted the
17 best value proposal to develop, design, construct, operate,
18 maintain, and finance the US 181 Harbor Bridge Replacement
19 Project in Nueces County between US 181 at Beach Avenue and
20 I-37, and to authorize the executive director of the
21 department to negotiate and execute a Comprehensive
22 Development Agreement with the selected proposer, all of
23 this, as has been recommended by the department here today.

24 We have a second to that motion by Commissioner
25 Vandergriff. If there's no other discussion, I'll call for

1 a vote, with regard to this.

2 All of who are in favor of the motion, please
3 signify by saying aye.

4 (Chorus of "Ayes")

5 Any opposed, say nay.

6 (No audible response)

7 All right. The motion being unanimously adopted,
8 the motion carries.

9 UNIDENTIFIED SPEAKER: Thank you for moving it up
10 on the agenda.

11 MR. LEWIS: Okay. And, General, we'll return to
12 you then.

13 GENERAL WEBER: Thanks, Chairman.

14 Next is Item 5, our aviation awards. Our Aviation
15 Division director, Dave Fulton, will present.

16 MR. FULTON: Thank you, General Weber.

17 Chairman Lewis, Commissioners, for the record, my
18 name is Dave Fulton, director of TxDOT's Aviation Division.

19 This minute order contains a request for grant
20 funding approval for 20 airport improvement projects. The
21 total estimates costs of all requests is shown on the
22 Exhibit A is approximately \$17.6 million; approximately
23 \$14.5 million in federal funds; \$1.3 million in state funds;
24 and \$1.8 in local funds.

25 A public hearing was held on April 2nd, no

1 comments were received. We would recommend approval of this
2 minute order.

3 MR. LEWIS: Commissioners are there any questions
4 of Mr. Fulton at this time?

5 MR. AUSTIN: I have one question. I know you've
6 been out to look at the Athens Airport for their proposed
7 expansion.

8 MR. FULTON: Yes.

9 MR. AUSTIN: These funds here, \$150,000 update of
10 the master plan, is that part of the requirement?

11 MR. FULTON: That's laying out the plan for the
12 new runway.

13 MR. AUSTIN: The new runway, okay.

14 MR. FULTON: They plan on building a brand new
15 runway and that's the plan that we have to go through to get
16 that signed. Yes, sir.

17 MR. AUSTIN: Thank you.

18 MR. LEWIS: Any other questions of Director Fulton
19 at this time?

20 MR. MOSELEY: I'll second Commissioner Austin's
21 motion to approve Chairman.

22 MR. AUSTIN: I move --

23 MR. LEWIS: Okay. That's fine.

24 Well, before we take up that motion, we do have --
25 the motion can be made and it has been made and it has been

1 seconded. But we do -- before we vote, I do want to call
2 upon -- we have a card from James Thompson.

3 Mr. Thompson, I think you have a receptive
4 audience here. And after stating -- Mayor, after stating
5 your name and who you're here representing, please give us
6 the benefit of your thoughts.

7 MR. THOMPSON: Thank you, sir.

8 Thank you so the Commission. General, nice to see
9 you again. Congratulations on your one year and thank you
10 for your leadership.

11 So, I'm James Thompson, I'm the mayor of the City
12 of Sugar Land, and out of the 17.5 million proposals, Sugar
13 Land has a project. It's about 2.9 million in this project.
14 It's a runway relocation project. It's really for safety
15 and it's also to bring us into compliance with the FAA's
16 standards.

17 As you know, TxDOT has been a great partner with
18 the City of Sugar Land since we acquired the airport 25
19 years ago. We've accomplished over \$90 million worth the
20 improvements to this project or, actually, our airport.
21 It's been a great economic development tool. We brought in
22 companies like Fluor Corporation, Schlumberger, and many,
23 many more, because of the accessibility.

24 We also, because of our operations, this next
25 year, I will point out that the City of Sugar Land has made

1 this airport self-sustaining; we use no general tax dollars
2 and it is because of the fuel sales and the operations, next
3 year, we project over 90,000 operations, which is the
4 take-off and the landing at that airport. Our fuel sales
5 are a little over \$2.95 million a year, and so out of those
6 operations and fuel sales, we actually are a self-sustaining
7 operation.

8 So this would, again, be an improvement. I thank
9 the Commission for all of their past support, which we've
10 got great support out of this Commission and invite each one
11 of you to come down and see our facility. By -- because of
12 this operation, I will note we talk a lot about the economic
13 impact for the state of Texas, by the users of the airport
14 operation, the City of Sugar Land general aviation airport
15 has been named the number one airport in all North America
16 for several years in a row, so we're very proud of that.
17 And, also, we also have a Customs operations, so we're
18 really an international airport, as well as a local airport.

19 So, again, I thank the Commission, and I'm going
20 to ask here for your favorable support of our requests.
21 Thank you very much.

22 MR. LEWIS: Thank you, Mayor.

23 Are there any questions of the mayor at this time?

24 (No audible response)

25 Thank you very much, Mayor Thompson for coming

1 forward. Any other discussion, Members?

2 (No audible response)

3 Then we do have a motion by Vice Chair Moseley to
4 approve the award of federal and state funding for airport
5 improvement projects, in accordance --

6 MR. MOSELEY: And, Mr. Chairman, I was the second
7 and Commissioner Austin was moving.

8 MR. LEWIS: Oh, is that right. Did I get it
9 wrong? All right. I got it. It happened so quickly that I
10 got it wrong.

11 (Laughter)

12 Okay. Now, Commissioner Austin, having moved to
13 approve the award of federal and state funding for airport
14 improvement projects, in accordance with the staff
15 recommendation and Vice Chair Moseley having seconded the
16 motion, and Mayor Thompson, having sung to the choir, I
17 think we're ready to vote.

18 If there's no other discussion, all in favor of
19 the motion say aye.

20 (Chorus of "Ayes")

21 Any opposed, nay?

22 (No audible response)

23 It's unanimous. Thank you very much, Director.

24 MR. THOMPSON: Thank you, Commissioner.

25 MR. AUSTIN: Mr. Chairman, before you -- Dave, I

1 know we have a wonderful Airport Advisory Committee that
2 really works the -- ya'll do a lot of work with, and at some
3 point in the future, Mr. Chairman, I think it would be great
4 to hear from our Airport Advisory Committee, one of the
5 members or the chair, to just update us on their activities
6 maybe when things slow down a little bit, maybe during the
7 summer.

8 MR. FULTON: I appreciate that, and I know that
9 Chairman Gordon Richardson would be delighted for that
10 invitation. I'll pass it on to him. He will certainly
11 come.

12 MR. AUSTIN: Great. Thanks.

13 MR. LEWIS: Thank you, sir.

14 General?

15 GENERAL WEBER: Item 6 is the Compliance Office
16 Report. Chief Audit and Compliance Officer Benny Ybarra
17 will present. Benny?

18 MR. YBARRA: Thank you, sir. For the record,
19 Benny Ybarra, chief audit and compliance officer at TxDOT.

20 The purpose of this report is to provide a summary
21 of information related to investigations for the month of
22 March, 2015, in accordance with Transportation Code 201.452
23 and 201.454.

24 In March, 15 allegations were assigned for
25 investigation. Thirteen were closed. Five of these were

1 substantiated. No further action is recommended at this
2 time. Thank you.

3 GENERAL WEBER: Thanks, Benny.

4 Next is Item 9, the State Highway 360 Design-Build
5 Agreement and Comprehensive Maintenance Agreement. Katie
6 Nees will present.

7 MS. NEES: Chairman, Commissioners and General
8 Weber, for the record, my name is Katie Nees, and I'm the
9 director of the Strategic Projects Division.

10 Item 9 before you approves the Design-Build
11 Agreement and associated Comprehensive Maintenance Agreement
12 for State Highway 360 Project in its substantially final
13 form. This item further authorizes the executive director
14 to execute the DBA and the COMA with Lane Brothers joint
15 venture contractor.

16 On February 26, 2015, by minute order 114206, the
17 Commission approved the determination that the proposal
18 submitted by Lane-Abrams Joint Venture provides the apparent
19 best value to the Department and authorized and directed the
20 Department to commence and complete negotiations with the
21 contractor necessary to finalize the agreement.

22 Government Code 669.003 provides that a state
23 agency may not enter into a contract with an executive head
24 of the state agency with a person who, at any time during
25 the four years before the date of the contract, was the

1 executive head of the state agency or with a person who
2 employs a current or former executive head of a state agency
3 affected by this section unless notification is provided to
4 the Legislative Budget Board, no later than the fifth day
5 before the date of the vote of the terms of the proposed
6 contract.

7 Amadeo Saenz is a current employee JD Abrams
8 Company. He served as the executive director for TxDOT from
9 October, 2007, to August 2, 2011, when he retired from
10 TxDOT.

11 In compliance with this requirement, on
12 April 23rd, 2015, the Department submitted to the
13 Legislative Budget Board, the terms of the proposed
14 design-build contract and has met its obligations. All
15 necessary governmental notifications have been submitted and
16 with your approval of this minute order, the Department
17 anticipates contract execution on May 2015.

18 Staff is here to answer any questions and
19 recommend acceptance of this minute order.

20 MR. LEWIS: Members any questions of Director Nees
21 at this time.

22 MR. VANDERGRIFF: Chairman, I have a comment, but
23 I would like to move for acceptance.

24 MR. LEWIS: All right. The motion has been made
25 to approve the substantially final form of the Design-Build

1 Agreement and associated Comprehensive Maintenance Agreement
2 between the Department and the selected best value proposer
3 to develop, design, construct and maintain State Highway --
4 or SH, pardon me, 360 Project from just south of I-20 to
5 US 287 in Ellis, Johnson and Tarrant Counties and authorize
6 the executive director of the Department to execute a
7 Design-Build Agreement including the Comprehensive
8 Maintenance Agreement with the selected proposer in
9 accordance with the staff's recommendations.

10 Is that the complete motion, Commissioner
11 Vandergriff?

12 MR. VANDERGRIFF: Yes, it is.

13 MR. LEWIS: Do I have a second to that motion?

14 Commissioner Bugg seconds.

15 Then I'll call upon Commissioner Vandergriff to
16 make his remarks.

17 MR. VANDERGRIFF: Yeah, I just want to note a
18 couple things. The first, given fact that I worked with
19 former executive director Amadeo Saenz on number of projects
20 during the entire length of his time here, I think that both
21 of us find ourselves in the somewhat ironic position that we
22 are engaged and involved in continuing discussions and now
23 finally approval of 360, but I appreciate his efforts and
24 the Department's.

25 The second, I have to note and appreciate the

1 efforts of this staff. I have been a stakeholder. I have
2 been a citizen. I have been a member of NTTA's board. I am
3 now a member of this Commission, so I have been all sides of
4 the equation at this, and this has been a challenge to get
5 done, as all the projects are; it is contact-sport, blood
6 sport, to get through and get projects done, and I am very
7 appreciative, particularly, with the efforts of Katie Nees
8 and Russell Zapalac and the entire Legal Department for
9 getting this done, as they do on all the projects. I think
10 they are to be commended for that.

11 The last thing I would like to note -- and it's
12 ironic that it continues to be linked in the last few
13 presentations with that of 249 and Grimes County -- and in
14 our last meeting we had a city manager here who was much
15 younger thirty-something years ago when this Project had a
16 chance to be funded and they were concerned, and among other
17 things, concerned about the rural and agrarian nature of the
18 Mansfield South Arlington Corridor, which was pretty much
19 farms then. And they passed on an opportunity that did not
20 come back for 30 more years. The city manager, ironically,
21 managed to make it all the way through and now, as an older
22 man closer to retirement, sees this done.

23 And I noted in watching the previous presentation
24 last time, about two months ago in Grimes County, how they
25 faced some similar concerns and they expressed them today.

1 When Arlington and Mansfield passed on that, that
2 development to communities like Frisco and developed it as
3 such. It comes anyway, so to do it in a managed and
4 positive way, I think is a great for the community and
5 appreciate that. So, I appreciate your efforts all around.

6 MR. LEWIS: Thank you very much, Commissioner
7 Vandergriff.

8 Any other comments from anyone? Commissioners?

9 (No audible response)

10 If there's nothing, and there are no further
11 comments, no questions, we do not have any cards, then we
12 have a motion for approval by Commissioner Vandergriff with
13 a second by Commissioner Bugg.

14 I'll call for the vote at this time. All who are
15 in favor of the motion, say aye.

16 (Chorus of "Ayes")

17 Any opposed, nay.

18 (No audible response)

19 The motion is unanimously carried.

20 General?

21 GENERAL WEBER: Item 10(a) consists of the
22 awarding of contracts for maintenance and department
23 building contracts. Director of Construction, John Obr,
24 will present.

25 MR. OBR: Good afternoon. For the record, I am

1 John Obr, director of the Construction Division.

2 Item 10(a) is for consideration of the award or
3 rejection of highway maintenance and department building
4 contracts let on April 7th and 8th of 2015. We present 53
5 projects today. The average number of bids per project was
6 2.91. The low-bid value was \$51,026,923.53 and we had an
7 overall overrun of 6.17 percent.

8 Staff recommends award of all maintenance projects
9 except for the following project, and that is Brown County
10 CBC 470401392. We received one bid for this project, which
11 was 47.61 percent or roughly \$1.476 million over the
12 engineer's estimate.

13 This project is for renovation and repairs of the
14 Brownwood District headquarters buildings. Renovation
15 projects of this magnitude are difficult to estimate due to
16 the scope and the age of the facility. Unforeseen
17 conditions in the scope cause the bids to be high in our
18 opinion. The District recommends the bids to be rejected
19 and that they have the opportunity to further research the
20 project, scope, and estimate. We concur with this plan of
21 action, therefore, we recommend the project be rejected and
22 relet at a later date.

23 MR. LEWIS: Commissioners, are there any questions
24 of Director Obr at this time?

25 (No audible response)

1 There being no questions, thank you, sir.

2 We do not have any requests to speak, with regard
3 to this item. Is there a motion to award the maintenance
4 and department construction --

5 MR. BUGG: So moved.

6 MR. LEWIS: -- contracts listed in Exhibit A to
7 the minute order, as recommended, by Director Obr.

8 All right. Commissioner Bugg moves to have a
9 second.

10 MR. AUSTIN: Second.

11 MR. LEWIS: Commissioner Austin seconds.

12 Any discussion?

13 (No audible response)

14 We have a motion and a second, therefore, I'll
15 call for a vote. All in favor of the motion please, say
16 aye.

17 (Chorus of "Ayes")

18 Any opposed, nay?

19 (No audible response)

20 The motion carries unanimously. Thank you, sir.

21 MR. OBR: Thank you.

22 GENERAL WEBER: Thank you, Mr. Obr.

23 Mr. Barton, will you please proceed with
24 Item 10(b), construction contracts. Is that how we're going
25 to do that?

1 MR. BARTON: I think Mr. Obr --

2 GENERAL WEBER: Okay. Would you please proceed --

3 MR. OBR: I will continue with that, as well.

4 GENERAL WEBER: Okay. Either one of you.

5 MR. OBR: Thank you. Item 10(b) is for
6 consideration of the award or rejection of highway and
7 transportation enhancement building construction contracts
8 let on April 7th and 8th of 2015. We present 102 projects
9 today. The average number of bids per project was 3.3. The
10 low-bid value was \$408,858,881.93. The awards are split as
11 nine projects in mobility, totalling \$108,198,635.40, and 93
12 projects in preservation totalling \$300,600,246.53. We had
13 an overall overrun of 5.54 percent.

14 Staff recommends award of all construction
15 projects, except for the following projects. Those are
16 Lubbock County STP 2015229. We received one bid for this
17 project, which was 71.9 percent or roughly one million over
18 the engineer's estimate. This project is for pump station
19 repair. The District recommends the bid be rejected due to
20 lack of competition and be given the opportunity to rescope.
21 We concur with this plan of action, therefore, we recommend
22 the project be rejected and relet at a later date.

23 The second project is Randall County STP 2014107
24 TE. We received one bid for this project, as well, which
25 was 56.17 percent or \$220,800 over the engineer's estimate.

1 This project is for the construction of an information
2 center and rest area. District does not believe that it was
3 a competitive bid that they received and would like the
4 opportunity to redesign it and have local government let it
5 at a later date. And we also concur with this plan of
6 action, therefore, we recommend that the project be rejected
7 as well.

8 MR. LEWIS: Let's have -- I believe Commissioner
9 Austin has a question.

10 MR. AUSTIN: John, related to this, I see a cost
11 overrun of 5.23 percent. What could prevent that, is it
12 better software systems to help plan -- better software?

13 MR. OBR: We, as a matter of fact, have been doing
14 a lot of work internally, as far as webinars to educate
15 those in the field of every tool we have available to look
16 at our estimates. I think a lot of what we're seeing right
17 now is just the impacts of the economy of the state and the
18 resources available to contractors when they're bidding
19 work, it is a very competitive market, but at the same time,
20 when you look at labor, you look at materials -- equipment,
21 you can always purchase -- but when you look at labor and
22 materials that go into these projects, it's very much in
23 common with what you see in the Energy Sector and the same
24 economic booms that you are seeing in our large metropolitan
25 areas, and therefore, because of that competition, it's very

1 difficult, at times, to price ourselves in those markets and
2 see the bids we were receiving six months ago or a year ago.

3 So we're hoping -- you know, our highway cost
4 index has leveled somewhat in the last few months, but that
5 still leads me to believe that we're going to see a
6 continued high cost just because of the economy of the
7 state.

8 MR. AUSTIN: And really what I'm asking, do ya'll
9 have the tools you need to be more efficient and have better
10 estimates?

11 MR. OBR: Yes, sir, we do have those tools.

12 MR. AUSTIN: Okay.

13 MR. LEWIS: Any other questions of Director Obr at
14 this time?

15 (No audible response)

16 Thank you, Director Obr.

17 Do I have a motion to award the highway and
18 transportation -- we don't have any cards here -- do I have
19 a motion to award the high and transportation enhancement
20 building construction contracts listed in Exhibit A to
21 minute order, to the extent and as requested by the
22 Department?

23 MR. MOSELEY: I'll second Commissioner Bugg's
24 motion.

25 MR. LEWIS: All right. Commissioner Bugg has so

1 moved and Vice Chair Moseley has seconded that motion. If
2 there's no discussion then we'll proceed to vote.

3 All in favor of the motion please, say aye.

4 (Chorus of "Ayes")

5 Any opposed, nay?

6 (No audible response)

7 The vote is unanimous, and therefore, the motion
8 is approved.

9 MR. OBR: Thank you.

10 GENERAL WEBER: This brings us to Item 11, the
11 eminent domain proceedings. Director of Right-of-Way, John
12 Campbell, will present.

13 MR. CAMPBELL: Good afternoon. For the record, my
14 name is John Campbell, director of the Right-of-Way
15 Division. I'd like to present for your consideration,
16 Item 11, which authorizes the filing of condemnation
17 proceedings necessary to progress the acquisition of 27
18 parcels on 14 projects by exercise of eminent domain.

19 Twenty-one of these parcels are on non-controlled
20 facilities and six are on controlled facilities. Staff
21 recommends your approval of the minute order.

22 MR. LEWIS: Thank you. Any questions?

23 (No audible response)

24 We have no questions of you. I thank you for
25 coming forward.

1 Commissioner Bugg, I think you may have something
2 to help us with here.

3 MR. BUGG: I offered it to Commissioner
4 Vandergriff, but for some reason, he passed, but, I move
5 that the Texas Transportation Commission authorize the Texas
6 Department of Transportation to use the power of eminent
7 domain to acquire the properties described in the minute
8 order set forth in the agenda for the current month for
9 construction, reconstruction, maintenance, widening,
10 straightening, or extending the highway facilities listed in
11 the minute order as part of the state highway system, and
12 that the first record vote applies to all units of property
13 to be condemned, Chairman Lewis.

14 MR. LEWIS: Well stated.

15 Commissioner Vandergriff, do you second?

16 MR. VANDERGRIFF: I'll second that motion.

17 MR. LEWIS: All right. We have a motion and a
18 second. If there's no discussion, then we'll vote.

19 All in favor, say, aye.

20 (Chorus of "Ayes")

21 Any opposed, nay?

22 (No audible response)

23 Motion carries unanimously. Thank you, sir.

24 General?

25 GENERAL WEBER: Item 12 contains routine minute

1 orders including donations to the Department, real estate
2 dispositions and donations, reports, finance, transportation
3 planning, and speed zones.

4 MR. LEWIS: Commissioners, are there any comments
5 or questions regarding the routine minute orders?

6 (No audible response)

7 If not, do we have a motion to approve the routine
8 minute orders?

9 Commissioner Austin moves.

10 MR. BUGG: I second. I second.

11 MR. LEWIS: All right. Commissioner Bugg seconds
12 the motion. Is there any discussion?

13 (No audible response)

14 There being no discussion, we'll vote.

15 All in favor, say aye.

16 (Chorus of "Ayes")

17 Any opposed, nay?

18 (No audible response)

19 Therefore, the motion carries unanimously.

20 Thank you, General.

21 GENERAL WEBER: And last, we have Item 3, a
22 retirement resolution for Randy Redmond, Deputy Executive
23 Director, John Barton will present this resolution.

24 John?

25 MR. BARTON: Thank you, General Weber.

1 Chairman and Members of the Commission, what a
2 privilege and honor it is for me to share with you today and
3 present, on your behalf, to Randy Redmond, a resolution in
4 honor of his distinguished career with the Department of
5 Transportation.

6 At this time, I'd like Randy to come forward --
7 and I know that he's got some of his family with him --
8 Randy, if you'd come on up here and stand beside me, I'd
9 appreciate that. Before I read the resolution, I wanted to
10 share just a few thoughts about Randy and his career and his
11 time with the Department.

12 Randy is one of the most devoted and intelligent
13 people I've ever had the privilege of working with. He's
14 also one of my favorite people, but at the same time,
15 someone I have a little bit of jealousy toward. Randy
16 followed me, as the direct engineer, for our beloved
17 Beaumont District, and I spent four years there building a
18 reputation of hard work, dedication and respect, so that I
19 would be remembered as the best district engineer they ever
20 had and in about two weeks, Randy stole that honor from me
21 and that title and did a much better job than I in leading
22 that district. It was, in all honesty, very rewarding and
23 exciting to see Randy take over leadership of that area of
24 our state and do a tremendous job with its citizens and
25 leaders and to make us all proud of the work that he did

1 there.

2 He's had a very distinguished career and
3 throughout it all, he's treated the people he's worked with
4 and worked for with the highest level of respect and dignity
5 in the spirit of friendship and family, and is the kind of
6 individual that all of us would do well by emulating and
7 aspiring to be more like. So, Randy, I want to congratulate
8 you on, personally, for not only the career that you've
9 enjoyed, but the value that you brought to this organization
10 and to our state, and to thank you, personally, for being my
11 friend, my mentor, and an inspiration to me by the way that
12 you carry yourself and the value you place on your family
13 and the work that you've done for this Department.

14 (Applause)

15 So the resolution that's been prepared in Randy's
16 honor reads as follows -- and, again, it's my privilege to
17 share this with him on behalf of you, the Commission, and on
18 behalf of General Weber, as the leader of our agency -- it
19 reads:

20 "Whereas, the Texas Transportation Commission
21 takes great pride in recognizing Randall C. "Randy" Redmond
22 P.E., for his outstanding service to the Texas Department of
23 Transportation after a distinguished career of 26 years,
24 most recently as the director of the Dallas/Fort Worth
25 Strategic Projects Office;

1 And, whereas, Redmond earned his bachelor's degree
2 in civil engineering from Texas A&M University in 1989 when
3 he began his career in TxDOT in the Tyler District, where he
4 served in various capacities, including inspector, designer,
5 assistant area engineer, maintenance engineer, Tyler area
6 engineer, and ultimately the director of Transportation
7 Planning and Development;

8 And, whereas, he assumed the role of Beaumont
9 District engineer on September the 1st, 2008, and 12 days
10 later, Hurricane Ike slammed into Southeast Texas -- boy,
11 what a way to get greeted in Southeast Texas -- and Redmond
12 and his Beaumont employees were instrumental in restoring
13 order in a ravaged coastal area, even outside the
14 Department's right-of-way;

15 And, whereas, Redmond has led the Dallas-Fort
16 Worth Strategic Projects Office since May, 2011, overseeing
17 the procurement and construction of some of the largest
18 projects in TxDOT history, including the Dallas-Fort Worth
19 Connector and North Tarrant Express Projects, and during his
20 tenure, the program almost doubled in size from three
21 projects valued at six billion to a portfolio of seven
22 projects valid at ten billion;

23 And, whereas, through his leadership, the North
24 Tarrant Express, the IH 35E, the LBJ Express, and the
25 DFW Connector Projects have been recognized nationally and

1 globally, winning over 15 project awards including the
2 Champion of Change, White House Award, the ARTBA Globe
3 Award, and the AASHTO Journey Towards Excellence Awards;

4 And, whereas, in 2014, he received the coveted
5 Department's Dewitt C. Greer Award for outstanding
6 contributions to Texas transportation;

7 And, whereas, Redmond has devoted his professional
8 life to improving the quality of life for all of Texans,
9 now, therefore, be it resolved, that this Texas
10 Transportation Commission does hereby extend its sincerest
11 best wishes to Randall C. "Randy" Redmond, P.E., in
12 recognition of his professional achievements and a career of
13 loyal service, on behalf of the great State of Texas and its
14 citizens, presented this day, Thursday, the 30th day of
15 April, 2015."

16 Randy, congratulations.

17 (Applause)

18 MR. REDMOND: Mr. Chair, Commission, General,
19 John, I appreciate the comments. He's a little misleading;
20 I'm not sure Beaumont remembers me still today, because they
21 always say, Where's John? John was able to deliver a great
22 program in Beaumont while he was there. I always say he
23 spent all the money and then I showed up and, luckily, the
24 hurricane saved me, because I have an excuse for a few
25 years, but thank you.

1 For the record, my name is Randy Redmond. I am
2 the DFW Strategic Project Office director. I work for TxDOT
3 and the citizens of Texas. You don't know how much this
4 recognition means to me. The years of service with the
5 Department and all my family members have been fortunate
6 through the years, I've always surrounded myself with really
7 good people and luckily, they've taken care of me and that
8 goes from day one.

9 So, when I got invited up here, I decided I better
10 prepare a couple notes, so I sat down one evening with my
11 wife and started preparing notes and ended up with eight
12 pages. So knowing that we are three and a half hours into
13 this Commission meeting, I had a backup plan, Option B, that
14 was just a couple notes.

15 First off, I want to thank my wife and my two
16 sons. My oldest son was here earlier, Hunter, but he had to
17 depart to get back for a commitment back home early this
18 evening, and then my youngest son, Rye, he had some school,
19 UIL, commitment, during the day, so he wasn't able to join
20 us. Paige stuck with me through the day, just like she has
21 through the last -- how many years have we been married --
22 twenty years?

23 (Laughter)

24 Twenty years next week, and 32 years, I guess,
25 since we started dating. So, she's been there for me. My

1 family has always been there for me.

2 So my eight pages that I built, I realized as I
3 started recognizing specific names and specific partners
4 through industry, agencies, chambers, MPOs, contractors. So
5 I looked at the list after it was eight pages and it was 91
6 specific name recognitions and 27 different partnering
7 organizations that just came to mind as I was sitting around
8 the table thinking. So I've had the fortunate ability to be
9 a small part in so many important decision-maker processes.

10 So I don't want to be remembered as the person who
11 gave a farewell -- fifteen-minute farewell speech at the end
12 of a three-and-a-half hour Commission meeting, so, Paige,
13 love you and love the boys. Thank you.

14 TxDOT family, I can't say enough about ya'll.
15 Ya'll are my family. I love ya'll. Thank ya'll so much.
16 It has been an honor.

17 Our partners in the industry, our contractors, our
18 consultants, our developers, and all the agencies that we
19 work for, who support us, the MPOs, the Chambers of
20 Commerce, the Cities, the Counties, it has been a blast, and
21 I am humbled, again, by this recognition and the opportunity
22 to serve this great state, so thank ya'll very much.

23 (Applause).

24 MR. LEWIS: If we might do this, we're going to --
25 Mr. Redmond, I'd like you to please remain around, you and

1 your wife to remain with us for just a moment.

2 We do have one open comment before we close the
3 meeting and then, Mr. Redmond, we'd like to take photographs
4 with you, if that'd be all right with you and your wife.
5 But to conclude the meeting, I think we should go ahead
6 here.

7 As I said, we do have one card for open comment,
8 and Mr. Don Dixon, I believe you have given a blue card
9 here, so if you'll come up, state your name, who you
10 represent, and the benefit of your remarks.

11 MR. DIXON: Thank you, Mr. Chairman.

12 My name is Don Dixon. General Weber,
13 congratulations on your one-year anniversary. How time
14 flies when you're having fun, so congratulations.

15 Congratulations to Judge Lewis and Mr. Bugg for
16 your appointments by Governor Abbott. Those are, obviously,
17 well-deserved.

18 I want to tell you I was privileged to sit on the
19 floor of the Republican Convention as a delegate, and I
20 heard Governor Abbott's speech when he addressed the 18,000
21 people that were there. And what I thought got the very
22 loudest applause is when he said to the crowd, I want to
23 fund TxDOT without raising taxes and I want to fund TxDOT
24 and not do tolls. The crowd erupted and that speech even
25 reflected what was in the platform of the Republican party,

1 which there was many, many, but several of them were no more
2 tolls and do not use public money for toll roads and do not
3 use public right-of-way for toll roads.

4 One of the big things, I think that got -- very
5 good, thank you, Mr. Barton -- one of the big things that I
6 think bothered this organization, the Republicans, was the
7 debt that's built up in the short period of time. This
8 great state had, from 1955 to 2001, a constitution article,
9 Article 3, Section 55(b) -- pardon me, 52(b), which
10 basically says no debt -- this is summarized -- no debt,
11 grant no credit, or any public money to build or maintain
12 and operate toll roads. That was a tremendous protection
13 for the people of Texas.

14 The age that I am, I got to see this great state
15 build the interstate system, the farm-to-market road system
16 on limited funds. They say that this organization, during
17 the building of the interstates kept the lights on in this
18 building almost all night long; that's how dedicated and
19 hard-working this organization was.

20 So if you look at a graph of the debt that this
21 state has taken on, just since 2001 when this was changed,
22 the graph is 45 degrees. It was almost zero.

23 MR. LEWIS: You have thirty seconds.

24 MR. DIXON: It was almost zero -- thank you,
25 sir -- almost zero in 2001. Now it's 45-degree incline in

1 just 14 years and it's up to about 60 billion, plus interest
2 and principal, and that does not include the 1.7 billion for
3 the pass through. So this is a concern.

4 So I'm going to close with this, it would be a
5 great comfort to many of the citizens if you would kind of
6 reverse a minute order that you had, I think it was 2000 --
7 yeah, October -- December the 18th, 2003, which basically
8 said every new construction project will be considered as a
9 toll project. I would like you to consider every new
10 construction -- and this is not original; this is original
11 with Chairman Pickett -- every new project should be
12 considered as a non-toll project. I'm working very, very
13 hard and many, many other people are, to try to get the
14 funding level as high as we can get it so we can meet the
15 goals of this state without the tolls. Thank you so much.

16 MR. LEWIS: Thank you, Mr. Dixon.

17 Any comments -- oh, we can't comment; that's
18 exactly right. Thank you for reminding me again.

19 All right. Thank you. That completes the
20 comments. We did have, I guess, an executive session item
21 on the agenda, but that's not needed, so we do not need to
22 go into executive session.

23 General, anything further?

24 GENERAL WEBER: No, Mr. Chairman.

25 MR. LEWIS: Thank you. There being no other

1 business to come before the Commission, Commissioner Austin,
2 do you move that we adjourn?

3 MR. AUSTIN: I move that we adjourn.

4 MR. LEWIS: And Vice Chair Moseley, do you second
5 that motion?

6 MR. MOSELEY: I second it, Chairman.

7 MR. LEWIS: All right. Any discussion?

8 (No audible response)

9 If not, then at this time, I'd ask for a vote on
10 the motion. All in favor, say aye.

11 (Chorus of "Ayes")

12 Any opposed, nay?

13 (No audible response)

14 All right. Thank you. The motion carries.

15 And, Mr. Redmond, if you would move right
16 around -- and the time at this time is 1:36 p.m. Thank you
17 very much.

18 (Proceedings concluded at 1:36 p.m.)

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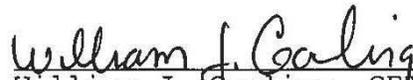
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C E R T I F I C A T E

I, WILLIAM J. GARLING, CET, certified electronic transcriber, do hereby certify that the foregoing pages 1 through 158 constitute a full, true, and accurate transcript from electronic recording of the proceedings had in the foregoing matter.

DATED this 11th day of March, 2015.


William J. Garling, CET
Certified Electronic Transcriber
CET**D-543