

These are the minutes of the regular meeting of the Texas Transportation Commission held on May 28, 2015, in Austin, Texas. The meeting was called to order at 9:02 a.m. by Chairman Lewis with the following commissioners present:

Texas Transportation Commission:

Tryon D. Lewis	Chairman
Jeff Austin, III	Commissioner
Victor Vandergriff	Commissioner
J. Bruce Bugg	Commissioner

Commissioner Moseley did not attend.

Administrative Staff:

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

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

A public notice of this meeting containing all items on the proposed agenda was filed in the Office of the Secretary of State at 4:01 p.m. on May 20, 2015, as required by Government Code, Chapter 551, referred to as "The Open Meetings Act."

ITEM 1. Safety Briefing

This item was presented by Occupational Safety Specialist Randy Clawson. Commissioner Austin introduced singers Kevin Fowler and Tony Timmons and presented Mr. Fowler with an official pair of "Don't Mess with Texas" boots. Mr. Fowler made remarks and thanked the commission.

ITEM 2. Approval of Minutes of the April 29, 2015 workshop meeting and the April 30, 2015 regular meeting of the Texas Transportation Commission

Commissioner Vandergriff made a motion, which was seconded by Commissioner Bugg, and the commission approved the minutes of the April 29, 2015 workshop meeting and the April 30, 2015 regular meeting by a vote of 4 - 0.

Deputy Executive Director John Barton presented an additional safety message.

ITEM 3. Discussion Items**a. Review of public transportation programs and services funded through the department (Presentation)**

This item was presented by Public Transportation Division Director Eric Gleason.

ITEM 8. Toll Equity (partial)**Hidalgo County - Hidalgo County Regional Mobility Authority - Consider preliminary approval of a request from the Hidalgo County Regional Mobility Authority for financial assistance in the amount of \$127,935,862 to pay for costs of constructing Segments 1 and 2 of the SH 365 (Trade Corridor Connector) project (MO)**

Chairman Lewis recognized Representative Armando "Mando" Martinez, who spoke concerning agenda Item 8.

ITEM 3. Discussion Items (continued)**b. Bicycle Initiatives (Presentation)**

This item was presented by Public Transportation Division Director Eric Gleason. The commission also heard from Chairman of the Bicycle Advisory Committee Billy Hibbs. In addition, the commission heard comments from City Manager for the City of Tyler, Edward Broussard; Executive Director of Houston Tomorrow, Jay Crossley; and Executive Director of Bike Texas Robin Stallings.

ITEM 4. Grand Parkway Association**Various Counties - Approve re-appointment/appointment of members to the Grand Parkway Association Board of Directors (MO)**

Commissioner Bugg made a motion, which was seconded by Commissioner Vandergriff, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Transportation Planning and Programming Division Director James Koch.

114263
TPP

The Texas Transportation Commission (commission) by Minute Order 111781, dated April 30, 2009, reappointed William F. 'Billy' Burge, III to serve a six-year term on the Board of Directors (board) of the Grand Parkway Association (association), a transportation corporation created by the commission under Transportation Code, Chapter 431.

Mr. Burge's term expired on April 30, 2015.

Pursuant to Title 43, Texas Administrative Code (TAC), §1585, the board has nominated Mr. Burge for a fourth term, subject to a pending review and potential subsequent determination by the commission that the association should be dissolved within twelve months.

The commission has also determined that the individuals listed below fulfill the statutory requirements to serve as members of the association, subject to a pending review and potential subsequent determination by the commission that the association should be dissolved within twelve months.

Norman D. Brown

Tom P. Wilcox

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

IT IS THEREFORE ORDERED by the commission that effective on the date of this order, William F. 'Billy' Burge, III, is hereby re-appointed and Norman D. Brown and Tom P. Wilcox are hereby appointed to serve as members of the board for the Grand Parkway Association, subject to a pending review and potential subsequent determination by the commission that the association should be dissolved within twelve months.

ITEM 5. Unified Transportation Program (UTP)

Approve updates to the 2015 UTP (MO)

Commissioner Austin made a motion, which was seconded by Commissioner Vandergriff, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Transportation Planning and Programming Director James Koch.

114264
TPP

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

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

The 2015 UTP was approved by the commission on August 28, 2014 in Minute Order 114027 and revisions to the 2015 UTP were approved by the commission on November 20, 2014, in Minute Order 114125 and February 26, 2015, in Minute Order 114213.

On April 16, 2015 the department conducted public meetings across the state via WebEx, and a public hearing was held on May 7, 2015 to receive comments and testimony concerning the proposed updates to the 2015 UTP.

The updates to the 2015 UTP, as shown in Exhibit A, include revised allocations based on revised federal funding levels in 2015. The updates also address revisions to project specific program lists and other minor revisions or technical corrections. Exhibit B, which is included for informational purposes only, contains a report on

current transportation development credit balances and all administrative revisions previously incorporated into the UTP.

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

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

ITEM 6. Compliance Office
Compliance Office Report

This item was presented by Office of Compliance Director Kristin Alexander.

ITEM 7. Traffic Operations
Highway Safety Plan - Approve funding for the 2016 Highway Safety Plan (MO)
(Presentation)

Commissioner Bugg made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Traffic Operations Division Director Carol Rawson.

114265
TRF

The Texas Traffic Safety Act of 1967 (H.B. 353, 60th Legislature) and the United States Code, Title 23, Section 402, required a highway safety program designed to reduce traffic crashes and their related deaths, injuries and property damage.

The Moving Ahead for Progress in the 21st Century (MAP-21) Act also appropriated various traffic safety incentive programs to the states.

The Texas Department of Transportation has, in compliance with these requirements, developed the FY 2016 Highway Safety Plan (HSP).

IT IS THEREFORE ORDERED by the commission that the HSP is approved. The executive director is directed to enter into any necessary agreements and proceed in the most feasible and economical manner with program development at an estimated total costs of \$115,558,641.83 as shown in Exhibit A. The estimated cost for this program is contingent upon the appropriation of funds by the U.S. Congress and could increase or decrease from the requested amount.

IT IS FURTHER ORDERED by the commission that should additional federal funds become available, the director of the Traffic Operations Division is authorized to approve an increase in the HSP up to ten percent (10%) of the total approved budget and the executive director or the director's designee is authorized to approve an increase in the HSP up to fifty percent (50%) of the total approved budget or to the extent of the additional federal funds.

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

ITEM 8. Toll Equity

Hidalgo County - Hidalgo County Regional Mobility Authority - Consider preliminary approval of a request from the Hidalgo County Regional Mobility Authority for financial assistance in the amount of \$127,935,862 to pay for costs of constructing Segments 1 and 2 of the SH 365 (Trade Corridor Connector) project (MO)

Commissioner Bugg made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Innovative Finance and Debt Management Officer Ben Asher. Chief Financial Officer James Bass also spoke to the commission. The commission also heard remarks from Chairman of Hidalgo County Regional Mobility Authority Randy Sweeten; Director of Hidalgo County Regional Mobility Authority David Guerra; Vice Chairman of Hidalgo County Regional Mobility Authority Josue Reyes; and Managing Director of Hidalgo County Regional Mobility Authority Richard Ramirez.

114266
DMO

The Texas Department of Transportation (department) and the Hidalgo County Regional Mobility Authority (HCRMA) have been proceeding with the development of the State Highway 365 project along a new location in Hidalgo County, with the initial limits of the project from FM 1016, 1.7 miles south of US 83, eastward to FM 3072, 0.9 miles west of FM 2557, a distance of approximately 12.73 miles.

On June 24, 2010, the Texas Transportation Commission (commission) passed Minute Order 112305, authorizing the Executive Director of the department to negotiate the financial terms of a pass-through toll agreement with the HCRMA for the construction of the project.

The department and the HCRMA, pursuant to former Section 228.0111 of the Transportation Code, agreed on market valuation business terms for the project, and the HCRMA, in Board Resolution No. 2010-38, adopted on July 27, 2010, exercised its option to develop the project.

The department and the HCRMA entered into a Pass-Through Agreement for Payment of Pass-Through Tolls with respect to the project, effective as of January 11, 2011 (PTT Agreement), providing that the PTT Agreement may be terminated at any time with the mutual consent of the parties.

On July 26, 2012, the commission passed Minute Order 113199, extending the limits of the project southward to US 281 (Military Highway), for a total project distance of approximately 14.31 miles. At the same meeting, the commission passed Minute Order No. 113200, authorizing and directing the termination of the PTT Agreement.

The HCRMA is proceeding with plans to construct Segments 1 and 2 of the project, consisting of the construction of a four lane controlled access toll facility from west of FM 396 (Anzalduas Highway) and extending east and south to US 281. In a separate project, HCRMA is reconstructing and widening US 281 as a non-tolled facility from 0.45 mile east of SP 600 to FM 2557 (Stewart Road).

The commission has previously approved updates to the Unified Transportation Program and Statewide Transportation Improvement Program that include an allocation of Category 10 Demonstration funds, Category 10 High Priority funds, Category 12 Commission Discretionary funds, and Category 12 Vehicle Registration Fee Matching funds to Segments 1 and 2 of the project, in the total amount of \$127,935,862.

Transportation Code, §370.301 authorizes the department to provide for or contribute to the payment of costs of the design, financing, construction, operation, or maintenance of a turnpike project by a regional mobility authority (RMA) on terms agreed to by the department and the RMA. Transportation Code, §222.103 authorizes the department to participate, by spending money from any available source, in the acquisition, construction, maintenance, or operation of a toll facility of a public or private entity on terms and conditions established by the commission.

Pursuant to Transportation Code, §222.103, the commission adopted Title 43, Texas Administrative Code, §§27.50-27.58 (toll equity rules) to prescribe conditions for the commission's financing of a toll facility of a public or private entity.

In accordance with §27.53 of the toll equity rules, the HCRMA has submitted a request for \$127,935,862 in financial assistance, in the form of a grant, to cover certain costs of constructing Segments 1 and 2 of the State Highway 365 project. The HCRMA proposes to expend its own funds to pay actual eligible expenses and seek reimbursement from the department from the financial assistance within 30 days of payment being made by the HCRMA. The information and data required by §27.53 is either contained in the request for financing, is already in the department's possession, or may be waived.

On February 24, 2011, the commission adopted Minute Order 112605, directing that if financial assistance is provided to a public entity under Transportation Code, §222.103 from a statewide funding source: (1) that assistance shall be repaid, or (2) the department shall require the entity to which the assistance is provided to agree to share project revenue with the department, in such amounts and for such period of time as is approved by the commission. These requirements do not apply to financial assistance provided from funds allocated to metropolitan planning organizations and department districts.

The commission finds that: (1) the project is consistent with the approved Texas Transportation Plan and the Metropolitan Transportation Plan of the Hidalgo County Metropolitan Planning Organization; (2) the project will improve the efficiency of the state's transportation systems; and (3) the project has the potential to expand the availability of funding for transportation projects or reduce direct state costs.

IT IS THEREFORE DETERMINED that the request for financial assistance in the form of a grant submitted by the Hidalgo County Regional Mobility Authority meets the applicable requirements of 43 TAC §§27.53 and 27.54(a) and, in accordance with those provisions, and as an exception to the requirements of Minute Order 112605, the commission grants preliminary approval of the request for financing in an amount not to exceed \$127,935,862, to cover certain costs of constructing Segments 1 and 2 of the State Highway 365 project, from west of FM 396 (Anzalduas Highway) and extending east and south to US 281 (Military Highway) in Hidalgo County.

ITEM 9. Purchase Order Amendments

a. Consider the approval of a material change to purchase order awarded under Chapter 2155 of the Texas Government Code for the purchase of services for a milling machine rental with operator to supplement state forces (MO)

Commissioner Austin made a motion, which was seconded by Commissioner Bugg, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Chief of Procurement and Field Support Operations Lauren Garduno.

114267
PRO

The Texas Department of Transportation (department) issued Purchase Order 60100000000000000000000000000000421 on September 11, 2013, through a competitive solicitation under the authority provided by Chapter 2155, Government Code, for the purchase of services for milling machine rentals with operator to supplement state forces in the Fort Worth district. The purchase order was issued to support the department’s highway maintenance program. A copy of the purchase order is attached as Exhibit A.

The department proposes to amend the purchase order to allow the department to purchase additional hours of services. The amendment would increase the total consideration to be paid under the purchase order from \$530,387.28 to \$1,176,714.00 an increase of more than 10 percent over the initial amount of the purchase order. A copy of the amendment is attached as Exhibit B.

Subsection (b), Section 2155.088, Government Code requires that the governing body of a state agency, at a meeting, consider a material change to the contract for goods or services awarded under Chapter 2155, Government Code, and consider why that change is necessary. For the purposes of Subsection (b), an increase of at least 10 percent of the total amount paid under a purchase order is a material change.

The commission, at a meeting, has considered the material change to the purchase order that would be made by the proposed amendment and has determined that change is acceptable and necessary.

IT IS THEREFORE ORDERED by the commission that the material change to Purchase Order 60100000000000000000000000000000421 proposed by the department and set out in Exhibit B to this minute order is approved.

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

b. Consider the approval of a material change to a purchase order awarded under Chapter 2155 of the Texas Government Code for the purchase of services for asphalt paver machine rental with operator to supplement state forces (MO)

Commissioner Bugg made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Chief of Procurement and Field Support Operations Lauren Garduno.

114268
PRO

The Texas Department of Transportation (department) issued Purchase Order 6010000000000000000000000000424 on September 9, 2013, through a competitive solicitation under the authority provided by Chapter 2155, Government Code, for the purchase of services for asphalt paver machine rentals with operator to supplement state forces in the Fort Worth district. The purchase order was issued to support the department’s highway maintenance program for concurrent operations. A copy of the purchase order is attached as Exhibit A.

The department proposes to amend this purchase order to allow the department to purchase additional hours of services. The amendment would increase the total consideration to be paid under the purchase order from \$537,500 to \$890,625 an increase of more than 10 percent over the initial amount of the purchase order. A copy of the amendment is attached as Exhibit B.

Subsection (b), Section 2155.088, Government Code requires that the governing body of a state agency, at a meeting, consider a material change to the contract for goods or services awarded under Chapter 2155, Government Code, and consider why that change is necessary. For the purposes of Subsection (b), an increase of at least 10 percent of the total amount paid under a purchase order is a material change.

The commission, at a meeting, has considered the material change to the purchase order that would be made by the proposed amendment and has determined that change is acceptable and necessary.

IT IS THEREFORE ORDERED by the commission that the material change to Purchase Order 6010000000000000000000000000424 proposed by the department and set out in Exhibit B to this minute order is approved.

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

c. Consider the approval of a material change to a purchase order awarded under Chapter 2155 of the Texas Government Code for the purchase of services for asphalt paver machine rental with operator to supplement state forces (MO)

Commissioner Vandergriff made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Chief of Procurement and Field Support Operations Lauren Garduno.

114269
PRO

The Texas Department of Transportation (department) issued Purchase Order 6010000000000000000000000000425 on September 9, 2013, through a competitive solicitation under the authority provided by Chapter 2155, Government Code, for the purchase of services for asphalt paver machine rentals with operator to supplement state forces in the Fort Worth district. This purchase order was issued to support the department’s highway maintenance program for concurrent operations. A copy of the purchase order is attached as Exhibit A.

The department proposes to amend this purchase order to allow the department to purchase additional hours of services. The amendment would increase the total consideration to be paid under the purchase order from \$491,250 to \$982,500 an

increase of more than 10 percent over the initial amount of the purchase order. A copy of the amendment is attached as Exhibit B.

Subsection (b), Section 2155.088, Government Code requires that the governing body of a state agency, at a meeting, consider a material change to the contract for goods or services awarded under Chapter 2155, Government Code, and consider why that change is necessary. For the purposes of Subsection (b), an increase of at least 10 percent of the total amount paid under a purchase order is a material change.

The commission, at a meeting, has considered the material change to the purchase order that would be made by the proposed amendment and has determined that change is acceptable and necessary.

IT IS THEREFORE ORDERED by the commission that the material change to Purchase Order 601000000000000000000000000000425 proposed by the department and set out in Exhibit B to this minute order is approved.

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

ITEM 10. Contracts

Award or reject contracts for maintenance, highway and building construction

(a) Highway Maintenance and Department Building Construction (MO)

Commissioner Austin made a motion, which was seconded by Commissioner Bugg, and the commission approved the following minute order by a vote of 4 - 0. This item was presented by Director of Construction John Obr.

114270
MNT

Pursuant to Transportation Code, Chapter 223, Subchapter A, and Title 43, Texas Administrative Code, Chapter 9, Subchapter B, the Texas Department of Transportation (department) solicited and received sealed competitive bid proposals for maintenance of the State Highway System, which were publicly opened and read on May 5 and 6, 2015, as shown on Exhibit A.

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

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

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

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

If a contractual requirement of award is not satisfied within the prescribed time limit, including any extension of time allowed by the executive director or the director's designee, by reason of the action or inaction of the successful low bidder on any

contract, including, but not limited to, disadvantaged business/historically underutilized business participation, the contract is automatically in default and the executive director is authorized and directed to retain and deposit the related contract proposal guaranty to the credit of the State Highway Fund and to readvertise that project for competitive bids at the earliest practical subsequent date.

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

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

(b) Highway and Transportation Enhancement Building Construction (MO)

This item was presented by Director of Construction John Obr. The commission also heard from President of Knife River South Bob Kober, and Business Development Manager OHL-USA James Kuhr. A short recess was taken before the vote. Chairman Lewis made a motion, which was seconded by Commissioner Bugg, and the commission approved the following minute order by a vote of 3 - 1. Commissioner Austin voted against approval.

114271
CST

Pursuant to Transportation Code, Chapter 223, Subchapter A, and Title 43, Texas Administrative Code, Chapter 9, Subchapter B, the Texas Department of Transportation (department) solicited and received sealed competitive bid proposals for improvement of the State Highway System, which were publicly opened and read on May 5 and 6, 2015, as shown on Exhibit A.

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

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

The department recommends that the Texas Transportation Commission (commission) respectively award to the lowest bidder, reject, or defer until the next commission meeting as indicated, those highway and transportation enhancement building construction contracts identified on attached Exhibit A to this order.

IT IS THEREFORE ORDERED by the commission that the contracts described in Exhibit A, be and are hereby respectively awarded to the lowest bidder, rejected as indicated therein or if additional information is required to make a final decision, defer the award or rejection of the contract until the next regularly scheduled meeting, as is indicated in Exhibit A.

If a contractual requirement of award is not satisfied within the prescribed time limit, including any extension of time allowed by the executive director or the director's designee, by reason of the action or inaction of the successful low bidder on any contract, including, but not limited to, disadvantaged business/historically underutilized business participation, the contract is automatically in default and the executive director

is authorized and directed to retain and deposit the related contract proposal guaranty to the credit of the State Highway Fund and to readvertise that project for competitive bids at the earliest practical subsequent date.

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

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

ITEM 11. Eminent Domain Proceedings

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

Commissioner Bugg made a motion that the Texas Transportation Commission authorize the Texas Department of Transportation to use the power of eminent domain to acquire the properties described in the minute order set forth in the agenda for the current month for construction, reconstruction, maintenance, widening, straightening, or extending the highway facilities listed in the minute order as a part of the state highway system, and that the first record vote applies to all units of property to be condemned. The motion was seconded by Commissioner Austin and the following minute order was approved by Chairman Lewis, Commissioner Austin, Commissioner Vandergriff, and Commissioner Bugg (a vote of 4 - 0). This item was presented by Right of Way Division Director John Campbell.

114272
ROW

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

As provided for by Transportation Code, Chapter 203, Subchapter D, including Sections 203.051, 203.052, and 203.054, the commission finds and determines that each of the parcels of land listed below, and more particularly described in the attached Exhibits (parcels), are necessary or convenient as a part of the highway system to be constructed, reconstructed, maintained, widened, straightened, or extended (constructed or improved) and it is necessary to acquire fee simple title in the parcels or such lesser property interests as set forth in the attached Exhibits.

The commission finds and determines that the highway facilities to be constructed or improved on the parcels identified and listed below under "CONTROLLED ACCESS" are designated as a Controlled-Access Highway in accordance with Transportation Code, Section 203.031; and where there is adjoining real property remaining after acquisition of a parcel, the roads are to be constructed or improved as a part of the highway facility with the right of ingress and egress to or from the remaining real property adjoining the highway facility to be permitted or denied, as

designated and set forth on each of the attached Exhibits A -V. Where there is adjoining real property remaining after acquisition of a parcel with respect to the highway facilities to be constructed or improved on the parcels identified as listed below under “NON-CONTROLLED ACCESS,” roads are to be constructed or improved as a part of the highway facility with the right of ingress and egress to or from the remaining real property adjoining the highway facility to be permitted or denied, as designated and set forth on each of the attached Exhibits 1 - 16, in accordance with Transportation Code, Sections 203.002 and 203.003.

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

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

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

NON-CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Bastrop	US 290	3	0114-05-040	19
Bastrop	US 290	5	0114-05-040	4
Bastrop	US 290	6	0114-05-040	11
Bastrop	US 290	13	0114-05-040	9A
Bastrop	US 290	14	0114-05-040	1
Bastrop	US 290	4	0114-06-034	1
Bastrop	US 290	15	0114-06-034	10
Denton	US 75	16	0047-14-072	13B
Denton	FM 156	9	0718-01-065	48
Denton	FM 156	12	0718-01-065	49
Ellis	FM 308	11	1393-01-016	1
Fort Bend	FM 2234	2	2105-01-036	48B
Harris	SH 99	10	3187-01-012	4
Hill	SH 31	1	0162-02-036	31
Tarrant	SH 26	7	0363-01-123	67E
Tarrant	SH 26	8	0363-01-123	63E

CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Dallas	IH 20	K	2374-03-082	6
Dallas	IH 20	L	2374-03-082	11
Dallas	IH 20	M	2374-03-082	9
Dallas	IH 20	N	2374-03-082	1,1E
Dallas	IH 20	O	2374-03-082	4
Denton	IH 35E	V	0196-02-115	210
Fort Bend	IH 69	I	0027-12-125	11
Fort Bend	IH 69	J	0027-12-125	10
Fort Bend	IH 69	A	0027-12-127	209
Harris	IH 10	S	0508-01-326	213
Harris	IH 10	T	0508-01-326	214,214TE
Harris	IH 10	U	0508-01-326	215
Hill	SH 31	B	0162-02-036	64
Hill	SH 31	C	0162-02-036	16
Hill	SH 31	D	0162-02-036	66
Hill	SH 31	E	0162-02-036	18
Hill	SH 31	R	0162-02-036	35
McLennan	IH 35	F	0015-01-234	191
McLennan	IH 35	G	0015-01-234	209
McLennan	IH 35	H	0015-01-234	188,188AC
McLennan	IH 35	P	0015-01-234	198
McLennan	IH 35	Q	0015-01-234	190

Note: Exhibits A - V and 1 - 16 are on file with the commission chief clerk.

ITEM 12. Routine Minute Orders

Commissioner Austin made a motion, which was seconded by Commissioner Vandergriff, and the commission approved the following minute orders by a vote of 4 - 0. This item was presented by Executive Director General Joe Weber.

a. Donations to the Department

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

personalty, money, materials, and services, for the purpose of carrying out its functions and duties. Government Code, Chapter 575, requires the governing board of a state agency to acknowledge the acceptance of a donation valued at \$500 or more by majority vote at an open meeting, not later than the 90th day after the date the donation is accepted. It also prohibits a state agency from accepting a donation from a person who is a party to a contested case before the agency until the 30th day after the date the decision in the case becomes final.

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

The Texas Transportation Commission (commission) has adopted 43 TAC §§1.500-1.506, which relate to the department's acceptance of donations. Section 1.503 authorizes the executive director to approve acceptance of donations to the department and requires that donations valued at \$500 or more must be acknowledged by order of the commission not later than the 90th day after the date the donation is accepted by the department. It further prohibits acceptance of a gift or donation when the donor is subject to department regulation or oversight or when the donor is interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department, except as provided by that section. It also provides that the executive director may approve the acceptance of a donation, notwithstanding the foregoing proscriptions in the rules, if the executive director determines that acceptance would provide a significant public benefit and would not influence or reasonably appear to influence the department in the performance of its duties.

The executive director found that the donations identified on the attached Exhibit A were in compliance with the provisions of 43 TAC §§1.500-1.506, Government Code, Chapter 575, Transportation Code, §201.206, and Transportation Code, §223.049.

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

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

b. Real Estate Donations

Various Districts - Consider for acknowledgement of the acquisition by gift/donation of required right of way accepted by the department for purposes of constructing, maintaining, widening, straightening, or extending the state highway system. (See attached itemized list) (MO)

114274
ROW

The Texas Department of Transportation (department) is acquiring the right of way for highway improvement projects by donations.

This minute order considers acknowledgement of acceptance of donations of real property to the State of Texas by the department. The department has determined that acceptance of these donations is in the best interest and welfare of the traveling public and will provide a significant public benefit.

Transportation Code, §201.206, authorizes the department to accept a donation in any form, including realty, personalty, money, materials, and services, for the purpose of carrying out its functions and duties. Government Code, Chapter 575, requires the governing board of a state agency to acknowledge the acceptance of a donation valued at \$500 or more by majority vote at an open meeting, not later than the 90th day after the date the donation is accepted. It also prohibits a state agency from accepting a donation from a person who is a party to a contested case before the agency until the 30th day after the date the decision in the case becomes final.

The Texas Transportation Commission (commission) has adopted 43 TAC §§1.500-1.506, which relate to the department's acceptance of donations. Section 1.503 authorizes the executive director to approve acceptance of donations to the department and requires that donations valued at \$500 or more must be acknowledged by order of the commission not later than the 90th day after the date the donation is accepted by the department. It further prohibits acceptance of a gift or donation when the donor is subject to department regulation or oversight or when the donor is interested in or likely to become interested in any contract, purchase, payment, or claim with or against the department, except as provided by that section. It also provides that the executive director may approve the acceptance of a donation, notwithstanding the foregoing proscriptions in the rules, if the executive director determines that acceptance would provide a significant public benefit and would not influence or reasonably appear to influence the department in the performance of its duties.

The executive director found that the donations identified on the attached Exhibit A were in compliance with the provisions of 43 TAC §§1.500-1.506, Government Code, Chapter 575, Transportation Code, §201.206, §223.049, and §224.001. The donation agreement has been executed and accepted by the department under Title 43, Texas Administrative Code, §1.504.

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

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

c. Real Estate Dispositions

(1) Baylor County - FM 422, east of BU 183B in Seymour - Consider the removal of a segment of the old alignment and transfer of jurisdiction, control, and maintenance to the city, transfer of real property to the city, and extension of the designation on a new location (MO)

114275
ROW

In the city of Seymour (city), BAYLOR COUNTY, on FARM TO MARKET ROAD 422, the state of Texas acquired certain land for highway purposes by instruments recorded in Volume 342, Page 642; Volume 109, Page 235; and Volume 109, Page 239, Official Public Records of Baylor County, Texas; and the state used certain land for highway purposes to which there is no record title in the state's name.

Pursuant to Texas Transportation Code, §§201.103 and 221.001, the executive director has recommended, as shown in Exhibit A, that a segment of FM 422 be removed from the state highway system east from BU 183B along E. Nevada Street and north along N. Stadium Drive, a distance of 1.021 miles, and that jurisdiction, control,

and maintenance be transferred to the city. The executive director has also recommended that FM 422 be extended on a new location east and north from BU 183B at E. California Street, to and along E. Archer Road to N. Stadium Drive, a distance of 0.819 mile.

A portion of the land, including all appurtenant drainage easements, if any (Tract 1), described in Exhibit B, is no longer needed for state highway purposes.

In accordance with Texas Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may waive payment for real property transferred to a governmental entity if the governmental entity assumes jurisdiction, control, and maintenance of the right of way for public road purposes.

The city has agreed to assume jurisdiction, control, and maintenance and has requested that Tract 1 be transferred to the city.

IT IS THEREFORE ORDERED by the commission that: 1) a segment of FM 422 is removed from the state highway system east from BU 183B along E. Nevada Street and north along N. Stadium Drive, a distance of 1.021 miles, and jurisdiction, control, and maintenance are transferred to the city; 2) FM 422 is extended on a new location east and north from BU 183B at E. California Street, to and along E. Archer Road to N. Stadium Drive, a distance of 0.819 mile.

FURTHER, IT IS ORDERED by the commission that Tract 1 is no longer needed for a state highway purpose. The commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument transferring all of the state's right, title, and interest in Tract 1 to the city of Seymour, Texas; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's rights, titles, and interests, if any, in and to all of the oil, gas, sulphur, and other minerals, of every kind and character, in, on, under, and that may be produced from the land.

FURTHER, if Tract 1 ceases to be used for public road purposes, it shall immediately and automatically revert to the state.

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

(2) Coleman County - FM 2806 at County Road 166 - Consider the sale of right of way to the abutting landowners (MO)

114276
ROW

In COLEMAN COUNTY, on FARM TO MARKET ROAD 2806, the state of Texas acquired certain land for state highway purposes by instrument recorded in Volume 409, Page 396, Deed Records of Coleman County, Texas.

A portion of the land (Tract 12), described in Exhibit A, is no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the sale of highway right of way acquired and no longer needed for a state highway purpose to abutting landowners.

Robert Carl Basse and wife, Carol Ann Basse, are the abutting landowners and have requested to purchase Tract 12 for \$3,250.

The commission finds \$3,250 to be a fair and reasonable value for the state's right, title, and interest in Tract 12.

IT IS THEREFORE ORDERED by the commission that Tract 12 is no longer needed for a state highway purpose and that the value is less than \$10,000. The commission authorizes the executive director to execute a proper instrument conveying all of the state's right, title, and interest in Tract 12 to Robert Carl Basse and wife, Carol Ann Basse, for \$3,250; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's rights, titles, and interests, if any, in and to all of the oil, gas, sulphur, and other minerals, of every kind and character, in, on, under, and that may be produced from Tract 12.

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

(3) Dallas County - I-30, north side, east of Beltline Road in Grand Prairie - Consider the sale of right of way to the city of Grand Prairie (MO)

114277
ROW

In the city of Grand Prairie (city), DALLAS COUNTY, on I-30, the state of Texas acquired certain land for highway purposes by instruments recorded in Volume 4704, Page 44; Volume 4388, Page 92; and Volume 4420, Page 250, Deed Records of Dallas County, Texas.

A portion of the land (Tract 1), described in Exhibit A, is no longer needed for a state highway purpose.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the sale of any interest in real property acquired and no longer needed for a state highway purpose to a governmental entity with the authority to condemn the property.

The city is an entity with the authority to condemn the property and has requested to purchase Tract 1 for \$230,000.

The commission finds \$230,000 to be a fair and reasonable value for the state's right, title, and interest in Tract 1.

IT IS THEREFORE ORDERED by the commission that Tract 1 is no longer needed for a state highway purpose. The commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument conveying all of the state's right, title, and interest in Tract 1 to the city of Grand Prairie, Texas, for \$230,000; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's rights, titles, and interests, if any, in and to all of the oil, gas, sulphur, and other minerals, of every kind and character, in, on, under, and that may be produced from the land.

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

(4) Hutchinson County - SH 152, southeast corner at SH 136 in Borger - Consider the sale of right of way to the abutting landowner (MO)

114278
ROW

In the city of Borger, HUTCHINSON COUNTY, on STATE HIGHWAY 152, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 91, Page 152, Deed Records of Hutchinson County, Texas.

A portion of the land (Tract 1), described in Exhibit A, is no longer needed for state highway purposes.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the sale of highway right of way acquired and no longer needed for a state highway purpose to abutting landowners.

CVS Pharmacy, Inc., is the abutting landowner and has requested to purchase Tract 1 for \$30,981.

The commission finds \$30,981 to be a fair and reasonable value of the state's right, title, and interest in Tract 1.

IT IS THEREFORE ORDERED by the commission that Tract 1 is no longer needed for a state highway purpose. The commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument conveying all of the state's right, title, and interest in Tract 1 to CVS Pharmacy, Inc., for \$30,981; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's rights, titles, and interests, if any, in and to all of the oil, gas, sulphur, and other minerals, of every kind and character, in, on, under, and that may be produced from the land.

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

(5) Orange County - I-10 at N. 15th Street in Orange - Consider the transfer of right of way to the city without consideration in lieu of future maintenance costs (MO)

114279
ROW

In the city of Orange, ORANGE COUNTY, on INTERSTATE 10, the state of Texas acquired certain land needed for highway purposes by instrument recorded in Volume 219, Page 445, Deed Records of Orange County, Texas.

A portion of the land (Tract 7), described in Exhibit A, is no longer needed for highway purposes.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may waive payment for real property transferred to a governmental entity if the estimated cost of future maintenance on the property equals or exceeds the fair value of the property.

The fair value of Tract 7 has been determined to be \$654, and the state's costs for maintenance over the next 20 years are estimated to be \$4,258.

The city of Orange (city) has requested that Tract 7 be transferred to the city.

The commission finds \$654 to be a fair and reasonable value of the state's right, title, and interest in Tract 7.

IT IS THEREFORE ORDERED by the commission that Tract 7 is no longer needed for a state highway purpose. The commission recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument transferring all of the state's right, title, and interest in Tract 7 to the city of Orange, Texas, in consideration of the savings to the state of future maintenance costs.

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

d. Reports**Accept the annual Inspection Report for the Central Texas Turnpike System (MO)**114280
TOD

In TRAVIS and WILLIAMSON COUNTIES, STATE HIGHWAY 130 has been designated a toll project and a controlled-access state highway from I-35 north of Georgetown to a southern terminus at US 183.

In TRAVIS and WILLIAMSON COUNTIES, STATE HIGHWAY 45N has been designated a toll project and a controlled-access state highway from west of US 183 to SH 130.

In TRAVIS and WILLIAMSON COUNTIES, STATE HIGHWAY LOOP 1 has been designated a toll project and a controlled-access state highway from Farm to Market 734 (Parmer Lane) in Austin to the intersection of Loop 1 and SH 45N.

In TRAVIS COUNTY, STATE HIGHWAY 45 SOUTHEAST has been designated as a turnpike project and a controlled access state highway from I-35 at FM 1327 south of Austin to the SH 130 / US 183 interchange.

The Texas Transportation Commission (commission) has issued toll revenue bonds and other obligations to finance a portion of the costs of the 2002 Project of the Central Texas Turnpike System (system), a toll project originally composed of the SH 130, SH 45N, and Loop 1 project elements, and has entered into an Indenture of Trust, with Bank of New York Mellon Trust Company, National Association, as Trustee to secure the revenue bonds and other obligations issued for the 2002 Project.

On August 30, 2012, the commission ordered the addition of SH 45 Southeast to the system in accordance with the terms of the sixth supplemental indenture (sixth supplement) and the minute order approving the sixth supplement.

In Section 707 of the Indenture of Trust, the commission covenants that it shall cause the general engineering consultant to make an inspection of the system at least once in the fiscal year following the substantial completion of the 2002 Project and in each fiscal year thereafter.

Following each inspection and on or before the 90th day prior to the end of each fiscal year, the general engineering consultant shall submit to the commission a report concerning the inspection, setting forth: (a) their findings as to whether the system has been maintained in good repair, working order, and condition; (b) their advice and recommendations as to the proper maintenance, repair, and operation of the system during the ensuing fiscal year; and (c) an estimate of the amount of money necessary for such purposes, including their recommendations, as to the total amounts and classifications of items and amounts that should be provided for in the annual operating budget, the annual maintenance budget, and annual capital budget for the next ensuing fiscal year.

Section 707 of the Indenture of Trust requires copies of the report to be filed with the U.S. Department of Transportation and the Trustee.

The commission has previously engaged PBS&J to serve as general engineering consultant in accordance with the Indenture of Trust. The FY 2015 Central Texas Turnpike System Annual Inspection Report, attached as Exhibit A, has been prepared

by Atkins North America, Inc. (formerly PBS&J) in accordance with Section 707 of the Indenture of Trust.

IT IS THEREFORE ORDERED by the commission that the general engineering consultant's FY 2015 Central Texas Turnpike System Annual Inspection Report attached as Exhibit A is accepted.

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

e. Speed Zones

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

114281
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Transportation Code, §545.352 establishes prima facie reasonable and prudent speed limits for various categories of public roads, streets and highways.

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

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

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

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

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

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

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

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

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

ITEM 13. Executive Session Pursuant to Government Code, Chapter 551
a. Section 551.071 - Consultation with and advice from legal counsel regarding any item on this agenda or about pending or contemplated litigation

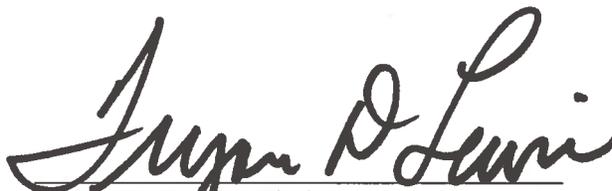
The commission did not meet in executive session.

OPEN COMMENT PERIOD - At the conclusion of all other agenda items, the commission will allow an open comment period, not to exceed one hour, to receive public comment on any other matter that is under the jurisdiction of the department. No action will be taken. Each speaker will be allowed a maximum of three minutes. Speakers must be signed up prior to the beginning of the open comment period.

The commission received no further comments.

The regular meeting of the Texas Transportation Commission was adjourned at 11:52 p.m.

APPROVED:



Tryon D. Lewis, Chairman
Texas Transportation Commission

I hereby certify that the above and foregoing pages constitute the full, true, and correct record of all proceedings and official records of the Texas Transportation Commission at its regular meeting on May 28, 2015, in Austin, Texas.



Robin Carter, Commission Chief Clerk
Texas Department of Transportation