

These are the minutes of the regular meeting of the Texas Transportation Commission held on July 30, 2015, in Austin, Texas. The meeting was called to order at 9:03 a.m. by Chairman Lewis with the following commissioners present:

Texas Transportation Commission:

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

Administrative Staff:

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

A public notice of this meeting containing all items on the proposed agenda was filed in the Office of the Secretary of State at 3:17 p.m. on July 22, 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 Sidney Maloy.

During opening remarks, Chairman Lewis announced leadership areas for the commission. He reiterated appointments made on April 30, 2015, of Commissioner Austin as Audit Subcommittee chairman; Commissioner Bugg as Audit Subcommittee member and as leader for project processes; Commissioner Vandergriff as leader for performance measures and planning; and Vice Chairman Moseley as the leader for safety and liaison to the ports for coastal matters. The Chairman then further designated Commissioner Bugg as leader for cost efficiencies and congestion issues in the metropolitan areas; Commissioner Vandergriff as leader for project selection criteria; and Commissioner Austin as liaison with the federal government. The Chairman assigned himself as leader for energy sector matters.

Chairman Lewis recognized Senators Bob Hall and Don Huffines, who were in the audience and chose not to speak. The Chairman introduced Secretary of State Carlos Cascos who then spoke to the commission.

ITEM 2. Approval of Minutes of the June 24, 2015, workshop meeting and the June 25, 2015, regular meeting of the Texas Transportation Commission

Commissioner Bugg made a motion, which was seconded by Commissioner Vandergriff, and the commission approved the minutes of the June 24, 2015, workshop meeting and the June 25, 2015, regular meeting by a vote of 5 - 0.

ITEM 4. Discussion**a. Development of the 2016 Unified Transportation Program (UTP) (Presentation)**

This item was presented by Transportation Planning and Programming Division Director James Koch.

b. Metrics (Presentation)

This item was presented by Chief Strategy and Innovation Officer Darra Anderson and Director of Planning Marc Williams.

ITEM 5. Grand Parkway Transportation Corporation**Reappoint directors to the Grand Parkway Transportation Corporation (MO) (MO)**

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

114306
DMO

By Minute Order 113046 dated March 29, 2012, the Texas Transportation Commission (commission) authorized the creation of the Grand Parkway Transportation Corporation (corporation) under authority of Transportation Code, Chapter 431, Subchapters A through C and as further authorized by Title 43, Texas Administrative Code, Chapter 15, Section 95. The corporation was created to facilitate the development, financing, refinancing, design, construction, reconstruction, expansion, operation and/or maintenance of various segments of State Highway 99 (Grand Parkway) and act on behalf of the commission to promote and develop various segments of the Grand Parkway.

The powers of the corporation are exercised through its board of directors consisting of three persons appointed by the commission. Under the articles of incorporation of the corporation, as approved by the commission, the directors of the corporation must be employees of the Texas Department of Transportation (department), and the commission duly appointed three members in Minute Order 113046.

The initial term of the corporation's board of directors established under the corporation's articles of incorporation will expire as of August 31, 2015. The articles of incorporation require the commission to appoint a three-member board of directors of department employees to a new six-year term to begin upon the expiration of the initial term of the board.

IT IS THEREFORE ORDERED that James M. Bass, Lauren Garduño, and Richard McMonagle, employees of the department, are re-appointed to the board of directors of the corporation to serve new six-year terms commencing September 1, 2015.

ITEM 6. Aviation**Various Counties - Award federal and state grant funding for airport improvement projects at various locations (MO)**

Commissioner Bugg made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Aviation Dave Fulton.

114307
AVN

The Texas Department of Transportation (department) is authorized under the federal Airport and Airway Improvement Act and the state Aviation Facilities Development and Financial Assistance Act to award federal and state funding for capital improvement projects and to assist in the development and establishment of airports in the state of Texas.

The airports listed in Exhibit A are currently in need of improvements to preserve the airports or to meet standards. The department recommends the award of federal and state grant funds for the improvements.

On Thursday, July 2, 2015 a public hearing was held. No comments were received.

IT IS THEREFORE ORDERED by the commission that the executive director, or the director's designee, is authorized to enter into any necessary agreements to fund, through the Aviation Facilities Grant Program, the projects described in Exhibit A at an estimated cost of \$11,071,333.

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

ITEM 7. Public Transportation**a. Various Counties - Award federal §5310 Formula Grants for the Enhanced Mobility of Seniors and Individuals with Disabilities Program funds, and award transportation development credits for FY 2015 (MO)**

Commissioner Austin made a motion, which was seconded by Vice Chairman Moseley, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Public Transportation Eric Gleason. The commission also heard remarks from General Manager Midland Odessa Urban Transit District and Public Transportation Advisory Committee Chairman Rob Stephens.

114308
PTN

The Texas Transportation Commission (commission) desires to award \$6,969,800 in federal funds under the Federal Transit Administration (FTA) Formula Grants for the Enhanced Mobility of Seniors and Individuals with Disabilities program (49 U.S.C. §5310) and 1,087,755 transportation development credits (TDC), and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that grant funds are distributed fairly and equitably within the state.

Awards to transit operators are calculated in accordance with the formula in Title 43, Texas Administrative Code (TAC), §31.31. Projects are recommended at the district level following a consultation process with local parties, including any existing

metropolitan planning organizations, and a local planning and development process. The department selects the final projects and award amounts for funding.

Projects also meet the requirements of inclusion in a coordinated transportation plan as required by 49 U.S.C. §5310 and are administered through the provisions of Transportation Code, Chapter 461. Project recipients recommended for award are described in Exhibit A, which includes funding for transit vehicles, information technology, preventive maintenance, purchase of service, and transit operations.

The commission recognizes that state and federal law permits the substitution of TDC as the required non-federal match for projects. Title 43, TAC, §5.109 establishes a process by which TDC may be awarded at the discretion of the commission.

In making the TDC award, the commission has considered the potential of the projects to expand the availability of funding for public transportation projects and finds that the projects meet the established program goals set forth in 43 TAC §5.102 to support public transit.

The commission finds that the projects in Exhibit A are eligible for funding and awards a total of \$6,969,800 in federal funds and 1,087,755 in TDC.

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

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

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

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

b. Various Counties - Award federal and state funds to designated lead agencies and fiscal agents to support continuation of coordinated regional public transportation planning for FY 2016 and FY 2017 (MO)

Commissioner Vandergriff made a motion, which was seconded by Commissioner Bugg, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Public Transportation Eric Gleason.

114309
PTN

The Texas Transportation Commission (commission) desires to award \$1,825,825 of Federal Transit Administration (FTA) grant program, §5304 (Statewide and Nonmetropolitan Transportation Planning) program and state matching funds to support regional planning, and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that these grant funds are distributed and utilized in accordance with the guidance from FTA.

Under §5304 of the United States Code, the FTA provides the department with funds to be used for planning and coordination projects.

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

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

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is authorized to distribute funds as described in Exhibit A, to lead agencies responsible for regionally coordinated transportation planning, submit the necessary state application to the FTA, and enter into the necessary contracts in accordance with the priorities established in this minute order.

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

c. Various Counties - Award federal §5304 Statewide and Nonmetropolitan Transportation Planning Program funds and state match, federal §5311 Formula Grants for Rural Areas Program funds, federal §5311(f) Formula Grants for Rural Areas Intercity Bus Transportation Program funds, §5311(b)(3) Rural Transit Assistance Program funds, and state grant funds for the FY 2015 coordinated call for projects, and award transportation development credits (MO)

Commissioner Bugg made a motion, which was seconded by Commissioner Vandergriff, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Public Transportation Eric Gleason. The commission also heard remarks from Texas Transit Association President John Hendrickson and Greyhound Lines, Inc., State Government Affairs Representative Randy Isaacs.

114310
PTN

The Texas Transportation Commission (commission) desires to award \$12,509,898 of Federal Transit Administration (FTA) grant program and state match funds and 1,263,500 transportation development credits (TDC), and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that these grant funds are distributed fairly and equitably within the state.

Title 43, Texas Administrative Code (TAC), Sections 31.22, 31.36 and 31.37 establish the process by which program proposals shall be evaluated and funds distributed. On November 7, 2014, the department published a Notice of Call for Projects in the Texas Register. Project criteria included project planning and coordination, demonstration of need and benefits of the project, and project management.

The commission recognizes that state and federal law permits the substitution of TDC as the required non-federal match for projects. Title 43, TAC, §5.109 establishes a process by which TDC may be awarded at the discretion of the commission.

In making this award, the commission has considered the potential of the projects to expand the availability of funding for public transportation projects and finds that the projects meet the established program goals set forth in 43 TAC §5.102 to maximize the use of available federal funds, particularly in situations in which federal funds otherwise would be unused because of the inability to provide the non-federal share, and to support public transit.

The commission finds that the projects in Exhibit A are eligible for funding and awards a total of \$12,509,898 in federal and state program funds and 1,263,500 in TDC.

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

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

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to proceed with the awards as described in Exhibit A, submit the necessary state application to the FTA, and enter into the necessary contracts.

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

d. Various Counties - Award federal §5339 Bus and Bus Facilities program funds and transportation development credits to transportation providers for capital projects (MO)

Commissioner Austin made a motion, which was seconded by Vice Chairman Moseley, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Public Transportation Eric Gleason.

114311
PTN

The Texas Transportation Commission (commission) desires to award \$4,964,885 in federal funds under the Federal Transit Administration (FTA) Bus and Bus Facilities formula grant program (49 U.S.C. §5339) and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that these grant funds are distributed fairly and equitably within the state.

Awards to rural and eligible small urban transit districts are calculated in accordance with the formula in Title 43, Texas Administrative Code (TAC), §31.30 (c)(1). The distribution of the FY 2015 awards is shown in Exhibit A.

The commission recognizes that state and federal laws permit the substitution of transportation development credits (TDC) as the required non-federal match for projects. Title 43, TAC, §5.109 establishes a process by which TDC may be awarded at the discretion of the commission.

In making this award, the commission has considered the potential to expand the availability of funding for public transportation projects and finds that an award up to 1 million TDC for capital projects as identified in Exhibit A meets the established program goals set forth in 43 TAC §5.102 to support public transit.

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

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

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to proceed with the FY 2015 §5339 FTA allocations for the program as described in Exhibit A, submit the necessary state application to the FTA, and enter into the necessary contracts for the program of projects.

IT IS FURTHER ORDERED by the commission that up to 1 million TDC be available for the projects identified in Exhibit A to be distributed based on department priorities for capital projects excluding capital cost of contracting.

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

e. Various Counties - Award federal §5311 Formula Grants for Rural Areas Program funds and transportation development credits to rural transit districts for FY 2015 (MO)

Commissioner Vandergriff made a motion, which was seconded by Commissioner Bugg, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Public Transportation Eric Gleason.

114312
PTN

The Texas Transportation Commission (commission) desires to award \$10,143,678 in federal funds under the Federal Transit Administration (FTA) Formula Grants for Rural Areas program (49 U.S.C. §5311) and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that these grant funds are distributed fairly and equitably within the state.

Title 43, Texas Administrative Code (TAC), §31.36(g)(4) establishes a formula for calculating awards to rural transit systems based on vehicle revenue miles. The distribution of the FY 2015 awards, a total of \$10,143,678, is shown in Exhibit A.

The commission recognizes that state and federal law permits the substitution of transportation development credits (TDC) as the required non-federal match for projects. Title 43, TAC, §5.109 establishes a process by which TDC may be awarded at the discretion of the commission.

In making this award, the commission has considered the potential to expand the availability of funding for public transportation projects and finds that an award up to 2.03 million TDC for the capital projects as identified in Exhibit A meets the established program goals set forth in 43 TAC §5.102 to support public transit.

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

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

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to proceed with the awards as described in Exhibit A, submit the necessary state application to the FTA, and enter into the necessary contracts.

IT IS FURTHER ORDERED by the commission that up to 2.03 million TDC be available for the projects identified in Exhibit A to be distributed based on department priorities for capital projects excluding capital cost of contracting.

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

f. Various Counties - Award federal §5311 Formula Grants for Rural Areas Program funds to rural transit districts for FY 2015 (MO)

Commissioner Bugg made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Public Transportation Eric Gleason.

114313
PTN

The Texas Transportation Commission (commission) desires to award \$354,869 in federal funds under the Federal Transit Administration (FTA) Formula Grants for Rural Areas program (49 U.S.C. §5311) and further acknowledges that federal program regulations require the Texas Department of Transportation (department) to ensure that these grant funds are distributed fairly and equitably within the state.

The commission awarded federal formula funds in Minute Order 114210 on February 26, 2015. The commission now desires to award additional federal funds, in the amount of \$354,869, to help mitigate negative formula impacts as a result of using 2010 census data in the formula.

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

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

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

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

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

ITEM 8. Promulgation of Administrative Rules Under Title 43, Texas Administrative Code, and the Administrative Procedure Act, Government Code, Chapter 2001: Proposed Adoption Chapter 10 - Ethical Conduct by Entities Doing Business with the Department Amendments to §10.6, Conflict of Interest (General Provisions) (MO)

Commissioner Austin made a motion, which was seconded by Vice Chairman Moseley, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Compliance Kristin Alexander.

114314
CMP

The Texas Transportation Commission (commission) finds it necessary to propose amendments to §10.6, relating to Conflict of Interest, to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the proposed amendments, attached to this minute order as Exhibits A and B, are incorporated by reference as though set forth verbatim in this

minute order, except that they are subject to technical corrections and revisions, approved by the general counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the Texas Register.

IT IS THEREFORE ORDERED by the commission that the amendments to §10.6 are proposed for adoption and are authorized for publication in the Texas Register for the purpose of receiving public comments.

The executive director is directed to take the necessary steps to implement the actions as ordered in this minute order, pursuant to the requirements of the Administrative Procedure Act, Government Code, Chapter 2001.

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

ITEM 9. Compliance Office

This item was presented by Director of Compliance Kristin Alexander. No action was taken on this item.

ITEM 10. Finance and Financial Assistance for Projects

a. Travis and Williamson Counties - Authorize the Chief Financial Officer to execute the Central Texas Turnpike System Supplemental Amending Indenture dated August 1, 2015 relating to the financial reporting process and purchase of liability insurance (MO)

Commissioner Vandergriff made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Finance Brian Ragland.

114315
FIN

As of July 1, 2015, the commission has outstanding \$2,693,894,188 in aggregate principal amount of obligations issued to finance or refinance a portion of the costs of the Central Texas Turnpike System (system) pursuant to an Indenture of Trust (indenture) and seven supplemental indentures.

Section 712 of the indenture currently requires the commission to prepare a financial report of the results of the operation of the system for each fiscal year in accordance with accounting principles containing an audited balance sheet as of the end of such fiscal year, an audited statement of operations for such fiscal year, and an audited statement of cash flow of such fiscal year, showing in each case, in comparative form, the financial figures for the preceding fiscal year.

The commission is authorized pursuant to Section 1001(f) of the indenture to make amendments without the consent of any bond and secured owners if the change is determined by the commission not to be materially adverse to the interest of the bond and secured owners.

Various market participants have indicated to the department that the market is not currently requiring comparative financial statements as recently noted in the Grand Parkway transaction where comparative financials are not required. Other major tolling agencies within the state currently do not provide comparative financial statements. Eliminating such requirement for the system will make the system annual financial

report consistent with other commission annual financial reports for the State Highway Fund and the Texas Mobility Fund as well as the annual financial report prepared for the Grand Parkway Transportation Corporation. This reporting change will also eliminate additional department staff time needed for preparation of such statements.

The department has conducted a risk assessment analysis related to certain enterprise functions including the system and the Grand Parkway Transportation Corporation and has determined it to be in the best interest of the commission and the system to purchase directors' and officers' liability insurance.

IT IS THEREFORE ORDERED by the commission that the amendment of the indenture is in the best interest of the commission, department and the system and such amendment, based upon market input received by the department, is hereby determined not to be materially adverse to the interests of the bond and secured owners of the system obligations.

IT IS FURTHER ORDERED by the commission that the chief financial officer, on behalf of the commission, is authorized and directed to execute and deliver the Supplemental Amending Indenture in such form approved by the chief financial officer executing the same may approve, such approval to be conclusively evidenced by execution of the Supplemental Amending Indenture.

IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the amendment of the indenture, are hereby approved, and the chief financial officer, on behalf of the commission, is authorized and directed to execute and deliver such documents.

IT IS FURTHER ORDERED by the commission that the department is authorized to purchase officers' and directors' liability insurance in connection with the system in the amount and types of coverage and on the terms as determined by the chief financial officer on behalf of the commission.

Note: The Supplemental Amending Indenture of Trust is on file with the commission chief clerk.

b. Travis County - Central Texas Regional Mobility Authority - Consider granting final approval of an application from the Central Texas Regional Mobility Authority (CTRMA) to receive a grant in the amount of up to \$143,444,248 from the State Highway Fund, which includes \$117,394,248 of funds previously allocated by the Capital Area Metropolitan Planning Organization, plus the value of right of way which has been requested to be transferred from the Texas Department of Transportation to CTRMA, to pay the costs of constructing US 183 South - Bergstrom Expressway, which will include both tolled and non-tolled lanes (MO)

Commissioner Austin made a motion, which was seconded by Vice Chairman Moseley, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Innovative Finance and Debt Management Officer Ben Asher. The commission also heard remarks from Engineer Don Dixon and Central Texas Regional Mobility Authority Executive Director Mike Heiligenstein.

114316
DMO

The Texas Department of Transportation (department) and the Central Texas Regional Mobility Authority (CTRMA) have been proceeding with the development of the US 183 South – Bergstrom Expressway facility in Travis County, a project under the jurisdictional limits of the CTRMA, which will include both tolled and non-tolled lanes (project).

The project is approximately 8 miles in length and would include three new toll lanes and three improved non-tolled general purpose lanes in each direction between US 290 and SH 71 with direct connectors at US 183 and SH 71, and improvements on SH 71 adjacent to US 183. The project also includes a proposed sidewalk and shared-use path within the right of way adjacent to the roadway and an outside bike lane. The project is located within the boundaries of the CTRMA, and is subject to the primacy requirements of Transportation Code, Chapter 373. Pursuant to Transportation Code §373.052, the CTRMA has exercised its option to develop, finance, construct, and operate the project.

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 Texas Transportation Commission (commission).

The Unified Transportation Program (UTP) allocates \$100,000,000 of Category 2 funds for the project, which was previously allocated by the Capital Area Metropolitan Planning Organization. The commission previously granted \$4,400,000 of the Category 2 funds to CTRMA for the project in the form of a grant under a financial assistance agreement dated February 9, 2011, authorized by Minute Order 112443, dated September 30, 2010, leaving a total of \$95,600,000 available under this UTP allocation (the Category 2 Funds).

The UTP allocates \$21,794,248 in Category 7 funds for the project, which was previously allocated by the Capital Area Metropolitan Planning Organization. The department and the CTRMA entered into an advance funding agreement on February 6, 2014, amended as of August 15, 2014, which provided for Federal Participation of \$20,230,000 and State Participation of in-kind services of \$1,564,248, for a total of \$21,794,248 (the Category 7 Funds).

The UTP allocates \$26,050,000 in Category 12 funds for the project (the Category 12 Funds).

Transportation Code §373.101 requires the commission and the department to assist a local toll project entity in the development, financing, construction, and operation of a toll project for which the local toll project entity has exercised its option to develop, finance, construct, and operate the project by allowing the local toll project entity to use state highway right-of-way and to access the state highway system as necessary to construct and operate the toll project. Pursuant to Section 373.101, and subject to commission approval, the CTRMA has requested that the right-of-way

associated with the project's tolled mainlanes and direct connectors (the Right-Of-Way) be removed from the state highway system and transferred to the CTRMA.

Transportation Code §373.102 requires the CTRMA to reimburse the department for the department's costs to acquire right-of-way transferred to the local toll project entity, but authorizes the commission or department to waive the requirement of reimbursement. CTRMA has requested that the commission waive the requirement of reimbursement for the Right-Of-Way that is expected to be transferred to the CTRMA after the scope of the Right-Of-Way is determined and the commission approves the transfer, to be designated as a grant of the value of the Right-Of-Way once it is transferred.

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

In accordance with the financial assistance rules, the CTRMA submitted a request to receive a grant in the amount of \$143,444,248 from the State Highway Fund in the form of the Category 2 Funds, Category 7 Funds, and Category 12 Funds, plus the value of the Right-Of-Way which has been requested to be transferred from the department to CTRMA, to be used for construction of the project. The CTRMA has requested that the obligation to reimburse the department for its costs to acquire the Right-Of-Way be waived through approval of the request for the grant.

The information and data required by the financial assistance rules 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.

In accordance with Sections 27.53 and 27.54(a) of the financial assistance rules, the commission, in Minute Order 114287 dated June 25, 2015, granted preliminary approval of the requested grant and authorized the executive director to negotiate the terms of the financial assistance agreement.

The CTRMA has represented that it has an immediate need for project funding and has requested that the commission provide its final approval of the grant.

In accordance with Section 27.54(c) of the financial assistance rules, the commission finds that: (1) providing the requested grant will prudently provide for the protection of public funds; and (2) the project will provide for all reasonable and feasible measures to avoid, minimize, or mitigate adverse environmental impacts.

IT IS THEREFORE DETERMINED that the request submitted by the Central Texas Regional Mobility Authority for a grant in the amount of up to \$143,444,248 from the State Highway Fund in the form of the Category 2 Funds, Category 7 Funds,

and Category 12 Funds, plus the value of the Right-Of-Way which has been requested to be transferred from the department to CTRMA, all to be used for construction of the US 183 South – Bergstrom Expressway project, meets the applicable requirements of 43 TAC §§27.53 and 27.54 and, in accordance with those provisions, and as an exception to the requirements of Minute Order 112605, the commission grants final approval of the request for a grant.

IT IS FURTHER DETERMINED AND ORDERED, in accordance with 43 TAC §§27.54(d) and 27.55, that the commission's approval is conditioned on the execution of a financial assistance agreement that is satisfactory to the executive director and that provides for the disbursement of grant funds on a reimbursement basis, rather than a lump-sum payment.

ITEM 11. Traffic Operations

Brazos County - Authorize temporary one-way or reversible lane operations for a section of FM 2154 between FM 2347 and FM 2818 (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. Vice Chairman Moseley was not on the dais at the time of the vote. This item was presented by Traffic Operations Division Director Carol Rawson.

114317
TRF

In Brazos County, the Texas Department of Transportation (department) and numerous other entities have worked cooperatively and participated in developing a comprehensive traffic control plan for vehicular egress from Kyle Field in College Station, Texas for Texas A&M University football games at which more than 100,000 attendees are anticipated at each home football game.

A portion of this traffic control plan requires the temporary reassignment of lane operations including possible one-way operation or reversible operation on a section of FM 2154 between FM 2347 and FM 2818 southbound away from the event for up to seven hours during and after the events.

The department and the Texas Transportation Commission (commission) find it necessary to participate in the implementation of this traffic control plan to facilitate the orderly flow of traffic and ensure the safety of the attendees and traveling public. Transportation Code, Section 545.059, authorizes the commission to designate a highway or separate roadway under the jurisdiction of the commission for one-way traffic and mandates the erection of appropriate signs giving notice to the designation.

IT IS THEREFORE ORDERED by the commission that FM 2154 between FM 2347 and FM 2818 is designated for reversible lane or one-way operation during and after the Texas A&M University football games as outlined in the comprehensive traffic control plan.

IT IS FURTHER ORDERED that the executive director is directed to enter into any necessary agreements required to fulfill the conditions of this order, and that the implementation be consistent with provisions of the Texas Manual on Uniform Traffic Control Devices.

ITEM 12. Contracts**Award or reject contracts for maintenance, highway and building construction****(a) Highway Maintenance and Department Building Construction (MO)**

Vice Chairman Moseley made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Construction John Obr.

114318
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 July 7 and 8, 2015, as shown on Exhibit A.

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

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

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

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

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

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

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

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

Commissioner Bugg made a motion, which was seconded by Commissioner Vandergriff, and the commission approved the following minute order by a vote of 5 - 0. This item was presented by Director of Construction John Obr.

114319
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 July 7 and 8, 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 or reject, as indicated, those highway and transportation enhancement building construction contracts identified on attached Exhibit A to this order.

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

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

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

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

ITEM 13. 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 Vandergriff and the following minute order was approved by Chairman Lewis, Commissioner Austin, Vice Chairman Moseley, Commissioner Vandergriff, and Commissioner Bugg (a vote of 5 - 0). This item was presented by Right of Way Division Director John Campbell.

114320
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 - K. 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 - 38, 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>
Bell	FM 2410	17	2304-02-041	2
Bell	FM 2410	19	2304-02-041	3
Bexar	FM 1516	8	1477-01-041	2
Bexar	FM 1516	20	1477-01-041	19
Bexar	FM 1516	21	1477-01-041	5
Bexar	FM 1516	36	1477-01-041	1
Bexar	FM 1516	37	1477-01-041	6
Collin	US 75	1	0047-14-075	54A
Collin	FM 2514	13	2679-02-009	2
Collin	FM 2514	22	2679-02-009	15
Collin	FM 2514	23	2679-02-009	17
Collin	FM 2514	30	2679-02-009	12
Collin	FM 2514	31	2679-02-009	5
Collin	FM 2514	32	2679-02-012	70
Dallam	US 87	28	0040-03-062	1
Ellis	FM 876	11	1051-02-018	2
Ellis	FM 876	12	1051-02-018	3
Ellis	FM 876	14	1051-02-018	1
Ellis	FM 876	26	1211-01-020	3
Ellis	FM 308	10	1393-01-016	2
Fort Bend	FM 2234	7	2105-01-036	16
Fort Bend	FM 2234	9	2105-01-036	24A
Fort Bend	FM 2234	24	2105-01-036	19
Fort Bend	FM 2234	25	2105-01-036	24C
Fort Bend	FM 2234	27	2105-01-036	12B
Fort Bend	FM 2234	38	2105-01-036	33
Hidalgo	US 83	2	0039-02-059	9
Hidalgo	US 83	3	0039-02-059	8
Hidalgo	US 83	4	0039-02-059	5
Hidalgo	US 83	5	0039-02-059	12
Hidalgo	US 83	6	0039-02-059	38
Hill	SH 31	18	0162-02-036	1,1E
Polk	FM 356	35	0475-11-034	19

NON-CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Tarrant	SH 360	15	2266-02-129	36
Tarrant	SH 360	16	2266-02-129	43
Tarrant	SH 360	29	2266-02-129	33
Tarrant	SH 360	33	2266-02-129	42
Tarrant	SH 360	34	2266-02-129	35

CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Harris	US 290	I	0050-09-087	517
Harris	US 290	J	0050-09-087	512
Harris	IH 45	B	0500-03-566	8
Harris	IH 10	K	0508-01-326	209
Hill	SH 31	A	0162-02-036	70
McLennan	IH 35	D	0015-01-234	76
McLennan	IH 35	E	0015-01-234	232
McLennan	IH 35	F	0015-01-234	234
McLennan	IH 35	G	0015-01-234	68
McLennan	IH 35	H	0015-01-234	211
Tarrant	IH 30	C	1068-02-123	12

Note: Exhibits A - K and 1 - 38 are on file with the commission chief clerk.

ITEM 14. Routine Minute Orders

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

a. Donations to the Department

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

114321
CSO

Transportation Code, §201.206, authorizes the Texas Department of Transportation (department) to accept a donation in any form, including realty, Transportation Code, §201.206, authorizes the Texas Department of Transportation (department) to accept a donation in any form, including realty, personalty, money, materials, and services, for the purpose of carrying out its functions and duties. Government Code, Chapter 575, requires the governing board of a state agency to

acknowledge the acceptance of a donation valued at \$500 or more by majority vote at an open meeting, not later than the 90th day after the date the donation is accepted. It also prohibits a state agency from accepting a donation from a person who is a party to a contested case before the agency until the 30th day after the date the decision in the case becomes final.

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

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

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

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

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

b. Real Estate Dispositions

(1) Colorado County - US 90A at SH 71 in Altair - Consider the sale of right of way to the abutting landowner (MO)

114322
ROW

In COLORADO COUNTY, on US 90A, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 109, Page 559, Deed Records of Colorado 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.

John R. Fields, Inc., is the abutting landowner and has requested to purchase Tract 1 for \$16,662.

The commission finds \$16,662 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 John R. Fields, Inc., for \$16,662; 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.

(2) Henderson County - SH 198 north of FM 3062 - Consider the exchanges of easements for new right of way (2 MOs)

114323
ROW

In HENDERSON COUNTY, on STATE HIGHWAY 198, the state of Texas acquired an easement interest in land for highway purposes by instrument recorded in Volume 665, Page 748, Real Property Records of Henderson County, Texas.

Portions of the easement (Tracts 1E and 2E), described in Exhibit A, are no longer needed for highway purposes.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the exchange of an interest in real property acquired but not needed for a highway purpose as whole or partial consideration for another interest in real property needed for a state highway purpose.

Post Oak Ranch, LP. (Post Oak) has conveyed to the state certain land (Parcel 1), described in Exhibit B, which is needed for a state highway purpose.

V.T.C.A., Transportation Code, Chapter 201, Subchapter D, authorizes the Texas Department of Transportation (department) to accept donations of real property for the purpose of carrying out its functions and duties.

V.T.C.A., Government Code, Chapter 575, requires the commission to acknowledge the acceptance of a gift or donation valued at over \$500 by majority vote at an open meeting not later than the 90th day after the date the donation is accepted.

An Agreement Concerning the Partial Donation of Property to the Texas Department of Transportation (donation agreement) has been executed by Post Oak and tendered to the department for acceptance under the provisions of Title 43, Texas Administrative Code, Chapter 1, Subchapter M, since the value of Parcel 1, which is \$4,500, exceeds the value of Tracts 1E and 2E, which is \$3,175, resulting in a difference in value of \$1,325.

Post Oak has executed and delivered a document under the terms of the donation agreement conveying Parcel 1 to the state and has requested that the state's right and interest in Tracts 1E and 2E be released to Post Oak.

It is the opinion of the commission that it is proper and correct that the state release its right and interest in Tracts 1E and 2E to Post Oak in exchange and as consideration for the conveyance of Parcel 1 and the partial donation to the state.

IT IS THEREFORE ORDERED by the commission that it acknowledges the acceptance of the donation of \$1,325 in accordance with Title 43, Texas Administrative Code, Chapter 1, Subchapter M.

FURTHER, in consideration of the foregoing premises and in accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the commission finds that Tracts 1E and 2E are no longer needed for a state highway purpose and recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument releasing the state's right and interest in Tracts 1E and 2E to Post Oak Ranch, LP, in exchange and as consideration for the conveyance of Parcel 1 and partial donation to the state.

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

114324
ROW

In HENDERSON COUNTY, on STATE HIGHWAY 198, the state of Texas acquired an easement interest in land for highway purposes by instruments recorded in Volume 334, Page 344, and Volume 1630, Page 899, Real Property Records of Henderson County, Texas.

Portions of the easement (Tracts 3E, 4E, and 5E), described in Exhibit A, are no longer needed for highway purposes.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the exchange of an interest in real property acquired but not needed for a highway purpose as whole or partial consideration for another interest in real property needed for a state highway purpose.

Malakoff Land and Cattle Company, LP, (Malakoff) has conveyed to the state certain land (Parcel 2), described in Exhibit B, which is needed for a state highway purpose.

V.T.C.A., Transportation Code, Chapter 201, Subchapter D, authorizes the Texas Department of Transportation (department) to accept donations of real property for the purpose of carrying out its functions and duties.

V.T.C.A., Government Code, Chapter 575, requires the commission to acknowledge the acceptance of a gift or donation valued at over \$500 by majority vote at an open meeting not later than the 90th day after the date the donation is accepted.

An Agreement Concerning the Partial Donation of Property to the Texas Department of Transportation (donation agreement) has been executed by Malakoff and tendered to the department for acceptance under the provisions of Title 43, Texas Administrative Code, Chapter 1, Subchapter M, since the value of Parcel 2, which is \$25,075, exceeds the value of Tracts 3E, 4E, and 5E, which is \$12,725, resulting in a difference in value of \$12,350.

Malakoff has executed and delivered a document under the terms of the donation agreement conveying Parcel 2 to the state and has requested that the state's right and interest in Tracts 3E, 4E, and 5E be released to Malakoff.

It is the opinion of the commission that it is proper and correct that the state release its right and interest in Tracts 3E, 4E, and 5E to Malakoff in exchange and as consideration for the conveyance of Parcel 2 and the partial donation to the state.

IT IS THEREFORE ORDERED by the commission that it acknowledges the acceptance of the donation of \$12,350 in accordance with Title 43, Texas Administrative Code, Chapter 1, Subchapter M.

FURTHER, in consideration of the foregoing premises and in accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the commission finds that Tracts 3E, 4E, and 5E are no longer needed for a state highway purpose and recommends, subject to approval by the attorney general, that the governor of Texas execute a proper instrument releasing the state's right and interest in Tracts 3E, 4E, and 5E to Malakoff Land and Cattle Company, LP, in exchange and as consideration for the conveyance of Parcel 2 and partial donation to the state.

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

(3) Mitchell County - US 80 (BI 20K), north side of UPRR tracks west of Loraine - Consider the sale of right of way to the abutting landowners (MO)

114325
ROW

In MITCHELL COUNTY, on US 80, the state of Texas acquired certain land for state highway purposes by instrument recorded in Volume 72, Page 607, Official Public Records of Mitchell 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 highway right of way acquired and no longer needed for a state highway purpose to abutting landowners.

Marlin D. Westmoreland and Mary N. Westmoreland, are the abutting landowners and have requested to purchase Tract 1 for \$4,060.

The commission finds \$4,060 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 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 Marlin D. Westmoreland and Mary N. Westmoreland, for \$4,060; 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 1.

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

(4) Nueces County - SP 3, west side, north of Pharoah Drive in Corpus Christi - Consider the transfer of right of way to Texas A&M University Corpus Christi (TAMU) (MO)

114326
ROW

In the city of Corpus Christi, NUECES COUNTY, on STATE SPUR 3, the state of Texas acquired certain land needed for highway purposes by instrument recorded in Document No. 1999048019, Official Public Records, Nueces County, Texas.

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

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may 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 1 has been determined to be \$3,894, and the state's costs for maintenance over the next 20 years are estimated to be \$22,800.

The Board of Regents of The Texas A&M University System, an agency of the State of Texas, (TAMU) has requested that Tract 1 be transferred to TAMU.

The commission finds \$3,894 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 transferring all of the state's right, title, and interest in Tract 1 to The Board of Regents of The Texas A&M University System, an agency of the State of Texas, in consideration of the savings to the state of future maintenance costs.

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

(5) Williamson County - FM 685 at Carl Stern Boulevard in Hutto - Consider the sale of a drainage easement (MO)

114327
ROW

In the city of Hutto, WILLIAMSON COUNTY, on FARM TO MARKET ROAD 685, the state of Texas acquired an easement interest in certain land by instrument recorded in Volume 289, Page 541, Deed Records of Williamson County, Texas.

A portion of the easement (Tract 5), 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 any interest in real property acquired and no longer needed for a state highway purpose.

Hutto DML Housing, L.P., is the owner of the fee in the property underlying Tract 5 and has requested to purchase Tract 5 for \$100.

The commission finds \$100 to be a fair and reasonable value for the state's right and interest in Tract 5.

IT IS THEREFORE ORDERED by the commission that Tract 5 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 proper instruments releasing the state's right and interest in Tract 5 to Hutto DML Housing, L.P., for \$100.

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

c. Reports

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

114328
TOD

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

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

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

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

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

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

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

d. Finance

(1) Obligation Limit Report

Quarterly status report on the FY 2015 Obligation Limit, the actual obligations utilized through the current month, proposed remaining highway maintenance and construction contract letting for the fiscal year and an update on motor fuel tax receipts (Report)

Note: The Report is on file with the commission chief clerk.

(2) Quarterly report on FY 2015 State Highway Fund 6 cash status (Report)

Note: The Report is on file with the commission chief clerk.

(3) Accept the Quarterly Investment Report (MO)

114329
DMO

Government Code, Chapter 2256 (Public Funds Investment Act) authorizes the Texas Transportation Commission (commission) to purchase, sell, and invest its funds

and funds under its control in investments authorized under the Public Funds Investment Act, in accordance with investment policies approved by the commission.

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

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

Pursuant to Government Code §2256.005(e) and Section 20 of the investment policy, the investment policy and investment strategies of the commission have been reviewed and revised annually by minute order since 2003, most recently by Minute Order 114054, dated August 28, 2014.

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

Section 9.0 of the investment policy requires the investment officer to prepare and submit to each member of the commission and the executive director of the department an investment report on no less than a quarterly basis. The report must be prepared in accordance with the requirements of that section, including containing sufficient information to provide for a comprehensive review of investment activity and current investment instruments and performance for the reporting period. A quarterly investment report for the department for the period ending February 28, 2015, attached as Exhibit A, has been prepared in accordance with Government Code §2256.023 and Section 9.0 of the investment policy.

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

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

e. Transportation Planning

(1) Various Counties - Concurrence with the Regional Transportation Council of the North Central Texas Council of Governments' funding of construction and other project development costs of projects to be advanced through the use of

payments received from the North Texas Tollway Authority for the right to develop, finance, design, construct, operate and maintain the SH 121 toll project from Business SH 121 in Denton County to US 75 in Collin County (MO)

114330
TPP

Transportation Code, §228.012 requires the Texas Department of Transportation (department) to create a separate account in the state highway fund to hold payments received by the department under a comprehensive development agreement (CDA) and the surplus revenue of a toll project or system.

The department is required to create subaccounts in the account for each project, system, or region, and to hold money in a subaccount in trust for the benefit of the region in which the project or system is located. Interest earned on money in a subaccount shall be deposited to the credit of that subaccount. The department may assign the responsibility for allocating money in a subaccount to the metropolitan planning organization (MPO) in which the region is located.

The department has created subaccounts in the state highway fund to hold the payments received from the North Texas Tollway Authority (NTTA) for the right to develop, finance, design, construct, operate, and maintain the SH 121 toll project from Business SH 121 in Denton County to US 75 in Collin County (SH 121 payments).

Pursuant to Transportation Code, §228.012, the SH 121 payments may be used to pay the costs of a transportation project, highway project, or air-quality project within a region in which any part of the SH 121 toll project is located. Money must be allocated to projects authorized by Transportation Code, §228.0055 or §228.006, as applicable. An air-quality project is a project or program of the department or another governmental entity that the Texas Transportation Commission (commission) determines will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads.

In Minute Order 110727, dated October 26, 2006, the commission approved, and authorized the department's executive director to enter into, a memorandum of understanding (MOU) with the Regional Transportation Council (RTC), the transportation policy council of the North Central Texas Council of Governments (NCTCOG), a federally designated MPO, concerning the administration, sharing, and use of surplus toll revenue and CDA concession payments in the region served by the NCTCOG. The SH 121 toll project is located in the region served by the NCTCOG.

Responsibility for allocating the SH 121 payments has been assigned to the RTC under the MOU. The MOU provides that the selection of projects to be financed using those funds shall be made by the RTC, subject to commission concurrence. The projects are to be selected through a process which considers the desires of the cities and counties in which the project is located. The RTC has developed a plan for regional sharing of surplus toll revenue and CDA concession payments, based on the location of the toll project from which these revenues are derived and the residential location of toll users in the region served by the NCTCOG.

In Minute Order 112015, dated October 29, 2009, the commission clarified that commission concurrence in projects selected by the RTC to be financed with surplus toll revenue and CDA concession payments is limited to ensuring the funds are allocated to projects authorized by Transportation Code, §228.0055 or §228.006. The

minute order requires the department to disburse such funds in accordance with directions from the RTC to pay the costs of qualified projects.

The department has established a work program to account for and track projects and project costs in the NCTCOG Metropolitan Planning Area (MPA) boundary funded with the SH 121 payments. In previous minute orders, the commission concurred with certain projects identified by the RTC to be funded with those payments, and approved the placement of those projects in the work program. The RTC, through an extensive public involvement process, has identified additional project costs in the NCTCOG MPA boundary to be funded with the SH 121 payments, as shown in Exhibit A. The RTC has also identified changes to the list of previously-approved projects, which are shown in Exhibit B. A summary of funds associated with the SH 121 work program is set forth in Exhibit C, which is included for informational purposes only.

IT IS THEREFORE ORDERED by the commission that, pursuant to the MOU and Minute Order 112015, it concurs with the projects as shown in Exhibit A that have been selected by the RTC to be funded with the SH 121 payments, and approves the placement of the projects in the work program with CONSTRUCT authority, to be developed consistent with applicable state and federal laws, regulations, and procedures. Pursuant to the finding of the RTC, the commission determines that the projects shown in Exhibit A are transportation or highway projects, or air-quality projects that will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads, and are therefore eligible to be funded with the SH 121 payments. The commission also concurs with the changes to the list of previously-approved projects as shown in Exhibit B.

IT IS FURTHER ORDERED that, unless otherwise approved by the commission, all direct costs associated with the projects for which federal and state funds have not been allocated shall be charged to this work program, including the costs of right of way acquisition, preliminary engineering, and construction engineering. The costs of department staff incurred in the development, procurement, and construction of on-system projects to be funded from the SH 121 payments subaccounts will not themselves be funded from the SH 121 payments subaccounts. Funds from the SH 121 payments subaccounts that were used to reimburse the costs of department staff will be returned to the subaccounts without interest at least quarterly.

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

(2) Various Counties - Concurrence with the Regional Transportation Council of the North Central Texas Council of Governments' funding of construction and other project development costs of projects to be advanced through the use of payments received from the North Texas Tollway Authority for the right to develop, finance, design, construct, operate and maintain the SH 161 toll project from I-20 to SH 183 in Dallas County (MO)

114331
TPP

Transportation Code, §228.012 requires the Texas Department of Transportation (department) to create a separate account in the state highway fund to hold payments

received by the department under a comprehensive development agreement (CDA) and the surplus revenue of a toll project or system.

The department is required to create subaccounts in the account for each project, system, or region, and to hold money in a subaccount in trust for the benefit of the region in which the project or system is located. Interest earned on money in a subaccount shall be deposited to the credit of that subaccount. The department may assign the responsibility for allocating money in a subaccount to the metropolitan planning organization (MPO) in which the region is located.

The department has created subaccounts in the state highway fund to hold the payments received from the North Texas Tollway Authority (NTTA) for the right to develop, finance, design, construct, operate, and maintain the SH 161 toll project from I-20 to SH 183 in Dallas County (SH 161 payments).

Pursuant to Transportation Code, §228.012, the SH 161 payments may be used to pay the costs of a transportation project, highway project, or air-quality project within a region in which any part of the SH 161 toll project is located. Money must be allocated to projects authorized by Transportation Code, §228.0055 or §228.006, as applicable. An air-quality project is a project or program of the department or another governmental entity that the Texas Transportation Commission (commission) determines will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads.

In Minute Order 110727, dated October 26, 2006, the commission approved, and authorized the department's executive director to enter into, a memorandum of understanding (MOU) with the Regional Transportation Council (RTC), the transportation policy council of the North Central Texas Council of Governments (NCTCOG), a federally designated MPO, concerning the administration, sharing, and use of surplus toll revenue and CDA concession payments in the region served by the NCTCOG. The SH 161 toll project is located in the region served by the NCTCOG.

Responsibility for allocating the SH 161 payments has been assigned to the RTC under the MOU. The MOU provides that the selection of projects to be financed using those funds shall be made by the RTC, subject to commission concurrence. The projects are to be selected through a process which considers the desires of the cities and counties in which the project is located. The RTC has developed a plan for regional sharing of surplus toll revenue and CDA concession payments, based on the location of the toll project from which these revenues are derived and the residential location of toll users in the region served by the NCTCOG.

In Minute Order 112015, dated October 29, 2009, the commission clarified that commission concurrence in projects selected by the RTC to be financed with surplus toll revenue and CDA concession payments is limited to ensuring the funds are allocated to projects authorized by Transportation Code, §228.0055 or §228.006. The minute order requires the department to disburse such funds in accordance with directions from the RTC to pay the costs of qualified projects.

The department has established a work program to account for and track projects and project costs in the NCTCOG Metropolitan Planning Area (MPA) boundary funded with the SH 161 payments. In previous minute orders, the commission concurred with certain projects identified by the RTC to be funded with

those payments, and approved the placement of those projects in the work program. The RTC, through an extensive public involvement process, has identified additional project costs in the NCTCOG MPA boundary to be funded with the SH 161 payments, as shown in Exhibit A. The RTC has also identified changes to the list of previously-approved projects, which are shown in Exhibit B. A summary of the funds associated with the SH 161 work program is set forth in Exhibit C, which is included for informational purposes only.

IT IS THEREFORE ORDERED by the commission that, pursuant to the MOU and Minute Order 112015, it concurs with the projects as shown in Exhibit A that have been selected by the RTC to be funded with the SH 161 payments, and approves the placement of the projects in the work program with CONSTRUCT authority, to be developed consistent with applicable state and federal laws, regulations, and procedures. Pursuant to the finding of the RTC, the commission determines that the projects shown in Exhibit A are transportation or highway projects, or air-quality projects that will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads, and are therefore eligible to be funded with the SH 161 payments. The commission also concurs with the changes to the list of previously-approved projects shown in Exhibit B.

IT IS FURTHER ORDERED that, unless otherwise approved by the commission, all direct costs associated with the projects for which federal and state funds have not been allocated shall be charged to this work program, including the costs of right-of-way acquisition, preliminary engineering, and construction engineering. The costs of department staff incurred in the development, procurement, and construction of on-system projects to be funded from the SH 161 payments subaccounts will not themselves be funded from the SH 161 payments subaccounts. Funds from the SH 161 payments subaccounts that were used to reimburse the costs of department staff will be returned to the subaccounts without interest at least quarterly.

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

f. Highway Designations

Hill County - Near the community of Mount Calm, redesignate SH 31 as Business State Highway 31-K (MO)

114332
TPP

In Hill County, the Waco District has requested the redesignation of a segment of SH 31 as Business State Highway 31-K from 0.3 miles south of FM 339 to 0.5 miles north of FM 339, a distance of approximately 0.8 miles.

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

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

IT IS THEREFORE ORDERED by the commission that a segment of SH 31 is redesignated on the state highway system as Business State Highway 31-K from 0.3

miles south of FM 339 to 0.5 miles north of FM 339, a distance of approximately 0.8 miles, as shown in Exhibit A.

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

g. Speed Zones

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

114333
TRF

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

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

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

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

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

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

The department, in consultation with the Texas Commission on Environmental Quality, has also determined that the environmental speed limit on the segment of highway established by Minute Order 108409, dated January 25, 2001 and listed in Exhibit D, is no longer necessary.

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

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

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

ITEM 3. Acknowledgment of Service

Recognize by resolution Lonnie J. Gregorcyk, P.E., District Engineer, Corpus Christi District, for his 31 years of service to the department

This item was presented by Deputy Executive Director John Barton. Mr. Gregorcyk thanked the commission. The commission congratulated Mr. Gregorcyk for a distinguished and exemplary career with the department.

ITEM 15. 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

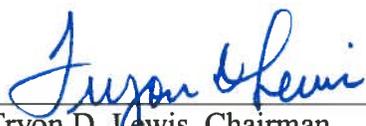
The commission did not meet in executive session.

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 comments during the open comment period.

The regular meeting of the Texas Transportation Commission was adjourned at 11:46 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 July 30, 2015, in Austin, Texas.



Robin Carter, Commission Chief Clerk
Texas Department of Transportation