

These are the minutes of the regular meeting of the Texas Transportation Commission held on July 26, 2018, in Austin, Texas. The meeting was called to order at 9:00 a.m. by Chairman Bugg with the following commissioners present:

Texas Transportation Commission:

J. Bruce Bugg, Jr.	Chairman
Jeff Austin, III	Commissioner
Laura Ryan	Commissioner
Alvin New	Commissioner

Administrative Staff:

James Bass, 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 4:11 p.m. on July 18, 2018, 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 Becky King.

ITEM 2. Consider the approval of the Minutes of the June 28, 2018, regular meeting of the Texas Transportation Commission

Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the minutes of the June 28, 2018, regular meeting by a vote of 4 - 0.

ITEM 3. Acknowledgement of Service

Recognize by resolution Lauren D. Garduno, P.E., Project Planning and Development Director, for 33 years of service to the department

This item was presented by Chief Engineer Bill Hale. The commission thanked Mr. Garduno and wished him well. Mr. Garduno thanked his family, various mentors and colleagues, and the commission. Photographs were taken.

ITEM 4. Contracts

Consider the award or rejection of contracts for highway construction and maintenance, and construction and rehabilitation of buildings. (Presentation)

a. Construction of Highways and Other Transportation Facilities (MO)

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

115257
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 10 and 11, 2018; as shown on Exhibit A.

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

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

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

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

b. Highway Maintenance (MO)

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

115258
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 10 and 11, 2018; 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 consider the award to the lowest bidder, reject or defer, as indicated, those highway maintenance and department building construction contracts, identified on attached Exhibit A to this order.

IT IS THEREFORE ORDERED by the commission that the contracts described in Exhibit A be and are hereby respectively awarded to the lowest bidder or rejected 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 5. Discussion Items

a. Development of the 2019 Unified Transportation Program (UTP) (Presentation)

This discussion was led by Transportation Planning and Programming Division Director Peter Smith. The commission asked questions and discussed the topic. The commission also heard comments from private citizens Beki Halpin of Fix 290 Community Group, Carol Cespedes, board member of South Windmill Run Neighborhood Association, private citizen Stephen Beers, and private citizen and engineer Don Dixon.

b. Legislative Appropriations Request (LAR)

Discuss the Texas Department of Transportation's proposed Fiscal Year 2020-2021 Legislative Appropriations Request (LAR) (Presentation)

This discussion was led by Financial Management Division Director Stephen Stewart. The commission asked questions and discussed the topic.

c. Modernize Portfolio and Project Management (MPPM) (Presentation)

This discussion was led by Project Planning and Development Director Brian Barth. The commission asked questions and discussed the topic.

ITEM 6. Design-Build Contracts

a. Dallas County - I-635 LBJ East Project - Consider authorizing the department to issue a request for proposals to design, develop, construct, and potentially maintain improvements in the I-635 corridor from US 75 to I-30 in Dallas County (I-635 LBJ East Project), with no new toll lanes, and consider approving stipulated amounts as payment for the work product of unsuccessful proposers. The project includes the full reconstruction of the facility with the addition of one general purpose lane in each direction, to "grandfather" and permit the reconstruction of the existing one tolled managed lane in each direction, construction of continuous frontage roads, and improvements to the I-635/I-30 interchange. The project will not include funding from either Propositions 1 or 7. (MO) (Presentation)

This item was presented by Strategic Contracts Section Director Katherine Holtz. Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115259
PFD

Transportation Code, Chapter 223, Subchapter F prescribes the process by which the Texas Department of Transportation (department) may enter into a design-build contract with a private entity that provides for the design, construction, expansion, extension, related capital maintenance, rehabilitation, alteration, or repair of a highway project. Transportation Code, § 223.242 authorizes the department to enter into, in each fiscal year, up to three design-build contracts for highway projects with estimated construction costs of \$150 million or more.

On May 24, 2018, by Minute Order 115220, the Texas Transportation Commission (commission) authorized the department to issue a request for qualifications (RFQ) for the development, design, construction, and potential maintenance of Interstate Highway 635 from US 75 to I-30 in Dallas County (I-635 LBJ East Project). The department has agreed to "grandfather" and permit the reconstruction of the existing one tolled managed lane in each direction as part of the project scope. The project will include the full reconstruction and widening of the facility from eight to ten general purpose lanes and the full reconstruction of the two existing tolled managed lanes, for a total of 12 general purpose and tolled managed lanes, construction of continuous frontage roads, and improvements to the I-635/I-30 interchange.

The department issued the RFQ on June 8, 2018. Four proposer teams responded to the RFQ. Following the department's evaluation of the qualifications

statements, the best qualified teams will be short-listed and requested to submit detailed proposals to develop, design, construct, and potentially maintain the project.

Transportation Code § 223.246 and 43 TAC § 9.153(d) provide that, if authorized by the commission, the department will issue a request for proposals (RFP) from all private entities qualified for the short list. The department intends to issue an RFP for the I-635 LBJ East Project and to request detailed proposals from the short-listed teams to develop, design, construct, and potentially maintain the I-635 LBJ East Project.

Transportation Code § 223.249(a) and 43 TAC § 9.153(f) require the department to pay an unsuccessful private entity that submits a detailed proposal that is responsive to the requirements of the RFP a stipulated amount in exchange for the work product contained in the proposal. The stipend must be a minimum of twenty-five hundredths of one percent of the contract amount, the stipulated amount must be stated in the RFP, and it may not exceed the value of any work product contained in the proposal that can, as determined by the department, be used by the department in the performance of its functions. Payment for this work product would allow the department to use the work product for the benefit of the I-635 LBJ East Project or other department projects without further payment to the unsuccessful proposer. Transportation Code § 223.249(b) and 43 TAC § 9.153(f) require the department to pay a partial stipend in the event that a procurement is terminated before the execution of a design-build contract.

The I-635 LBJ East Project was environmentally cleared through the department's receipt of a finding of no significant impact on January 30, 2003. Approval of an environmental reevaluation was received on April 24, 2017.

Transportation Code, § 228.051 provides that the commission, by order, may designate one or more lanes of a segment of the state highway system as a toll project or system. Minute Order 114492, dated February 25, 2016, previously designated the project as a toll project on the state highway system.

IT IS THEREFORE ORDERED by the commission that the department is authorized to issue an RFP to develop, design, construct, and potentially maintain the I-635 LBJ East Project in Dallas County.

IT IS FURTHER ORDERED that, after consideration of the criteria in 43 TAC § 9.153(f), the department is authorized to pay each proposer that submits a responsive, but unsuccessful, proposal for the I-635 LBJ East Project an amount based upon the value of the work product provided in the proposal that can, as determined by the department, be used by the department in the performance of its functions, up to a maximum amount per proposer of 0.25% of the successful proposer's price for all work under the design-build contract.

IT IS FURTHER ORDERED that in the event the procurement is terminated prior to the execution of the design-build contract, and after consideration of the criteria in 43 TAC § 9.153(f), the department is authorized to pay each proposer a partial stipend based upon the value of the work product that can, as determined by the department, be used by the department in the performance of its functions, up to a maximum amount per proposer of \$1,900,000.

IT IS FURTHER ORDERED that payment for work product may only be paid to the extent that the work product submitted meets the minimum criteria and the proposer satisfies the conditions for payment identified by the department in the I-635 LBJ East Project procurement documents.

b. Harris County - Consider authorizing the department to issue a request for qualifications to design, develop, construct, and potentially maintain Segment 3 of the North Houston Highway Improvement Project (NHHIP) as a non-tolled project, including improvements to the non-tolled segments of I-45, I-69, I-10, and SH 288 through downtown Houston in Harris County (MO) (Presentation)

This item was presented by Strategic Contracts Section Director Katherine Holtz. The commission also heard comments from Chief Operating Officer, Houston First Corp., Luther Villagomez. Commissioner Ryan made a motion, which was seconded by Commissioner Austin, and the commission approved the following minute order by a vote of 4 - 0.

115260
PFD

Subchapter F, Chapter 223, Transportation Code prescribes the process by which the Texas Department of Transportation (department) may enter into a design-build contract with a private entity that provides for the design, construction, expansion, extension, related capital maintenance, rehabilitation, alteration, or repair of a highway project. Transportation Code § 223.242 authorizes the department to enter into, in each fiscal year, up to three design-build contracts for highway projects with estimated construction costs of \$150 million or more.

Transportation Code §§ 223.245-223.250 prescribe requirements for a design-build contract procurement, and require the department to publish a notice advertising a request for qualifications in the *Texas Register* that includes the criteria that will be used to evaluate any qualification submittals, the relative weight given to the criteria, and a deadline by which qualification submittals must be received.

The North Houston Highway Improvement Project (NHHIP) consists of three segments and will provide approximately 24 miles of improvements along I-45, I-10, I-69, and SH 288 from Beltway 8 North to south of downtown Houston. Segment 3 of the NHHIP consists of approximately 12 miles of improvements to the Downtown Loop System comprised of I-45, I-69, I-10, and SH 288. Projected population and economic growth is anticipated to increase congestion, further degrading the level of service through downtown Houston. Where the interchanges of I-45, I-69, I-10, and SH 288 converge in downtown Houston, the existing facilities do not provide adequate capacity resulting in heavy congestion during both peak and off-peak periods, longer travel times, and reduced mobility.

Segment 3 of the NHHIP in downtown Houston will consist of non-tolled improvements including (1) realigning I-45 away from the Pierce Elevated to be parallel with I-10 and I-69 from the existing I-45 interchange with I-10 to the existing I-45 interchange with I-69, (2) the construction of connectors providing access between local downtown streets and I-10, I-45, and I-45 non-tolled managed lanes, (3) depressing and widening I-69 from the SH 288 interchange to I-10, (4) reconstructing

the I-69 interchanges with I-45 and I-10, (5) reconstructing I-10 general purpose lanes and adding new non-tolled managed lanes from west of I-45 to east of I-69 through downtown Houston, (6) reconstructing the I-10 interchange with I-45, (7) reconstructing SH 288 from south of I-69 to the I-45 interchange, and (8) reconstructing the SH 288 interchange with I-69.

The proposed improvements would realign I-45 and add capacity to I-45, I-69, and I-10 through the addition of general purpose lanes and non-tolled managed lanes, decreasing congestion and improving mobility and safety through downtown Houston.

IT IS THEREFORE ORDERED by the commission that the department is authorized to issue a request for qualifications to design, develop, construct, and potentially maintain Segment 3 of the North Houston Highway Improvement Project in Harris County as a non-tolled project, and to publish in the *Texas Register* and on the department's website a notice advertising the issuance of the request for qualifications.

ITEM 7. Promulgation of Administrative Rules Under Title 43, Texas Administrative Code, and the Administrative Procedure Act, Government Code, Chapter 2001:

Final Adoption

a. Chapter 1 - Administration

Amendments to §1.84, Statutory Advisory Committees (Advisory Committees) (MO)

This item was presented by Aviation Division Director David Fulton. Commissioner Austin presided as chairman momentarily while Chairman Bugg stepped away. Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115261
AVN

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §1.84 relating to Statutory Advisory Committees to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the adopted amendments, attached to this minute order as Exhibits A and B, are incorporated by reference as though set forth verbatim in this minute order, except that they are subject to technical corrections and revisions, approved by the general counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §1.84 are adopted and are authorized for filing with the Office of Secretary of State.

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

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

b. Chapter 2 - Environmental Review of Transportation Projects

Repeal of §§2.251-2.278 and New §§2.251-2.279, Subchapter H (Memorandum of Understanding with the Texas Historical Commission) (MO)

This item was presented by Environmental Affairs Division Director Carlos Swonke. Commissioner New made a motion, which was seconded by Commissioner Ryan, and the commission approved the following minute order by a vote of 4 - 0.

115262
ENV

The Texas Transportation Commission (commission) finds it necessary to adopt the repeal of §§2.251-2.278 relating to Memorandum of Understanding with the Texas Historical and new §§2.251-2.279 relating to Memorandum of Understanding with the Texas Historical Commission to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the adopted repeal and new sections, attached to this minute order as Exhibits A, B, and C, 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 repeal of §§2.251-2.278 and new §§2.251-2.279 are adopted and are authorized for filing with the Office of Secretary of State.

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

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

c. Chapter 16 - Planning and Development of Transportation Projects
Amendments to Subchapter A, General Provisions, §§16.2 and 16.4; Subchapter B, Transportation Planning, §§16.51, 16.53 and 16.54; Subchapter C, Transportation Programs, §§16.101 - 16.103, and 16.105; Subchapter D, Transportation Funding, §§16.151 and 16.160; and Subchapter E, Project, Performance, and Funding Reporting, §16.202; New §16.57, Responsibilities of the Department; and Repeal of §16.55, Long-Range Transportation Planning Recommendations for Non-Metropolitan Areas (MO)

This item was presented by Transportation Planning and Programming Division Director Peter Smith. Commissioner Ryan made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 3 - 0. Commissioner Austin was temporarily absent from the dais and did not participate in this vote.

115263
TPP

The Texas Transportation Commission (commission) finds it necessary to adopt amendments to §§16.2, 16.4, 16.51, 16.53, 16.54, 16.101 - 16.103, 16.105, 16.151, 16.160, and 16.202, repeal of §16.55, and new §16.57, relating to Planning and Development of Transportation Projects to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the adopted amendments, repeal, and new section attached to this minute order as Exhibits A, B, C, D, E, and F are incorporated by reference as though set forth verbatim in this minute order, except that they are subject to technical

corrections and revisions, approved by the general counsel, necessary for compliance with state or federal law or for acceptance by the Secretary of State for filing and publication in the *Texas Register*.

IT IS THEREFORE ORDERED by the commission that the amendments to §§16.2, 16.4, 16.51, 16.53, 16.54, 16.101 - 16.103, 16.105, 16.151, 16.160, and 16.202, repeal of §16.55, and new §16.57 are adopted and are authorized for filing with the Office of Secretary of State.

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

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

ITEM 8. State Infrastructure Bank

Harris County - City of Seabrook - Consider final approval of a request from the City of Seabrook for a State Infrastructure Bank loan in the amount of up to \$3,700,000 to pay the costs of utility relocation and right-of-way acquisition necessary for a highway improvement project on SH 146 (MO)

This item was presented by Project Finance, Debt & Strategic Contracts Division Director Ben Asher. Commissioner Ryan made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 3 - 0. Commission Austin was temporarily absent from the dais and did not participate in this vote.

115264
PFD

The City of Seabrook (city) has submitted an application for financial assistance in the form of a loan of up to \$3,700,000 from the State Infrastructure Bank (SIB) under Transportation Code, Chapter 222, Subchapter D, and Title 43 Texas Administrative Code (TAC), Chapter 6 (SIB Rules). The application satisfies all requirements of the rules, including passage by the city of a resolution authorizing submission of the application to the Texas Department of Transportation (department).

The intended use of the financial assistance conforms to the purposes of the SIB. The city intends to use the financial assistance to pay the costs associated with right-of-way acquisition and utility relocation necessary for a state highway improvement project on SH 146 (project).

The present and projected financial condition of the SIB is sufficient to cover the requested financial assistance for the project.

The city has proposed a pledge of ad valorem taxes as security for repayment of the loan.

In accordance with the SIB Rules, the executive director has negotiated all the terms of an agreement as necessary to protect the public's safety and to prudently provide for the protection of public funds while furthering the purposes of the SIB.

The SIB Rules allow for final approval by the commission of any SIB loan in the principal amount of \$10 million or less without first going through the preliminary approval process described in the SIB Rules if the financial assistance is to be used for a project for which the department has primary responsibility.

The executive director or his designee implemented actions authorized and required by the SIB Rules for final approval. The executive director affirms that the necessary social, economic, and environmental impact studies have been completed and approved by the department. The executive director recommends that the commission grant final approval of the city's application for financial assistance from the SIB.

In accordance with the SIB Rules, the commission finds that:

1. the project is consistent with the Statewide Long-Range Transportation Plan and the metropolitan transportation plan developed by the applicable metropolitan planning organization;
2. the project is not in a Clean Air Act non-attainment area;
3. the project will improve the efficiency of the state's transportation systems;
4. the project will expand the availability of funding for transportation projects or reduce direct state costs;
5. the application shows that the city is likely to have sufficient revenues to assure repayment of the financial assistance;
6. providing financial assistance will protect the public's safety and prudently provide for the protection of public funds, while furthering the purposes of the SIB; and
7. that the project will provide for all reasonable and feasible measures to avoid, minimize, or mitigate for adverse environmental impacts.

IT IS THEREFORE DETERMINED AND ORDERED by the commission that the application submitted by the city for financial assistance in the form of a loan from the SIB meets the applicable requirements of the SIB Rules and, in accordance with those provisions, the commission grants final approval of the city's application for a SIB loan in an amount not to exceed \$3,700,000 to pay the costs associated with right-of-way acquisition and utility relocation necessary for the project.

IT IS FURTHER ORDERED by the commission that the executive director or his designee is directed and authorized to enter into a financial assistance agreement with the city which complies with the SIB Rules and which contains the following terms:

1. The loan will be repaid over a period of no more than 20 years at 3.15 percent interest per annum.
2. The city will pledge ad valorem taxes as security for repayment of the loan.
3. The loan must be fully disbursed within three years of the date of this minute order.
4. As a requirement for closing the loan and for disbursement of SIB funds, the city shall provide a certificate warranting that the proposed security is eligible to be used to repay the loan and that the financial assistance will not violate any of the borrowing or bond commitments the city has in place.
5. No deferral of repayment is authorized.

ITEM 9. Termination of Pass-through Toll Agreements for Non-tolled Projects
Consider: (1) authorizing the executive director or designee to negotiate and execute

agreements providing for the payoff and termination of pass-through toll agreements with Brazoria County, Central Texas Regional Mobility Authority, Comal County, Parker County, the City of Harker Heights, the City of Midlothian (two agreements), and the City of Victoria; (2) rescinding part of Minute Order 112016 to cancel the authority to enter into a \$7,954,000 pass-through agreement with the City of Hudson Oaks, located in Parker County, for the construction of a new frontage road between Center Point Road and Lakeshore Drive, and the construction of improvements at US 180/I-20 and Lakeshore Drive, and removing \$7,954,000 from the allocation of funds in the pass-through program call approved in Minute Order 111977; and (3) rescinding part of Minute Order 112755 to cancel the authority to enter into a \$4,623,630 pass-through agreement with Travis County for the widening and reconstruction of FM 1626 from 1,100 feet west of Brodie Lane to FM 2304, as a non-tolled road, and removing \$4,623,630 from the allocation of funds in the pass-through program call approved in Minute Order 112685 contingent upon the executing of an advance funding agreement for constructing the project (MO)

This item was presented by Project Finance, Debt & Strategic Contracts Division Director Ben Asher. Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115265
PFD

The Texas Transportation Commission (commission), by Minute Order 110848 dated September 29, 2005, Minute Order 111977 dated September 24, 2009, and Minute Order 112685 dated May 26, 2011, selected pass-through proposals from Brazoria County, Central Texas Regional Mobility Authority, Comal County, Parker County, the City of Harker Heights, the City of Midlothian (two agreements), the City of Victoria, the City of Hudson Oaks, and Travis County.

The commission, by minute order, authorized the executive director to negotiate terms and execute pass-through agreements with the following entities: Comal County (Minute Order 110236 dated September 29, 2005); Brazoria County and the City of Hudson Oaks (Minute Order 112016 dated October 29, 2009); the City of Midlothian (two agreements), and the City of Victoria (Minute Order 112074 dated December 17, 2009); and the Central Texas Regional Mobility Authority, Travis County, Parker County, and the City of Harker Heights (Minute Order 112755 dated July 28, 2011), under each of which the Texas Department of Transportation (department) is obligated to make pass-through payments to the entity as reimbursement of the costs of constructing improvements to the state highway system.

The department executed pass-through agreements with each entity listed above except the City of Hudson Oaks.

The executed pass-through agreements may be terminated in accordance with the terms of each of the pass-through agreements between the department and the entity.

The department has determined that it is in the best interest of the parties to negotiate and execute agreements providing for the payoff and termination of each of the pass-through agreements by providing a lump sum payment at a discounted rate of 6

percent per annum net present value to Brazoria County, the Central Texas Regional Mobility Authority, Comal County, Parker County, the City of Harker Heights, the City of Midlothian (two agreements), and the City of Victoria in satisfaction of the department's obligations under each of the pass-through agreements.

The City of Hudson Oaks has not executed a pass-through agreement or began development or construction of the improvements to the state highway system. The department determined that other funding sources are available for the project and the commission's pass-through authorization is no longer needed. Accordingly, the department recommends that the commission rescind that part of MO 112016 that authorizes the pass-through agreement with the City of Hudson Oaks and remove \$7,954,000 from the allocation of funds in the pass-through program call approved in Minute Order 111977 so that it may be used for other projects.

The department further recommends terminating the pass-through agreement with Travis County because the department anticipates constructing the project under an advance funding agreement (AFA) with a local contribution from Travis County. Accordingly, the department recommends that, contingent on the execution of an AFA, the commission rescind that part of MO 112755 that authorizes the pass-through agreement with Travis County and remove \$4,623,630 from the allocation of funds in the pass-through program call approved in Minute Order 112685 so that it may be used for other projects.

IT IS THEREFORE DETERMINED AND ORDERED by the commission that the executive director or his designee is authorized to negotiate and execute agreements providing for the payoff and termination of each of the pass-through agreements by providing a lump sum payment at a discounted rate of 6 percent per annum net present value to Brazoria County, Central Texas Regional Mobility Authority, Comal County, Parker County, the City of Harker Heights, the City of Midlothian (two agreements), and the City of Victoria, in satisfaction of the department's obligations under each of the pass-through agreements.

IT IS FURTHER DETERMINED AND ORDERED that the commission's authority to enter into a \$7,954,000 pass-through agreement with the City of Hudson Oaks in Minute Order 112016 and the \$7,954,000 allocated to the City of Hudson Oaks in the pass-through program call approved in Minute Order 111977 are no longer needed and that: (1) the commission hereby rescinds part of Minute Order 112016 to cancel the authority to enter into a \$7,954,000 pass-through agreement with the City of Hudson Oaks for the construction of the project; and (2) the commission hereby removes \$7,954,000 from the allocation of funds in the pass-through program call approved in Minute Order 111977.

IT IS FURTHER DETERMINED AND ORDERED that, contingent on the execution of an AFA that provides for the construction of the improvements to the state highway system, the pass-through agreement with Travis County should be terminated pursuant to the terms of the pass-through agreement and that: (1) the commission hereby rescinds part of Minute Order 112755 to cancel the authority to enter into a \$4,623,630 pass-through agreement with Travis County for the construction of the project; and (2) the commission hereby removes \$4,623,630 from the allocation of funds in the pass-through program call approved in Minute Order 112685.

ITEM 10. Financial Management of Projects

a. State Highway Fund Bonds

Consider approving the Ninth Supplemental Resolution authorizing the issuance of State Highway Fund revenue refunding bonds in one or more series, the documents relating to the issuance of such bonds, the refinancing of certain outstanding State Highway Fund revenue bonds without incurring additional debt and without extending the final maturity, and the designation of department officials to take all actions necessary to deliver the bonds (MO)

This item was presented by Project Finance, Debt & Strategic Contracts Division Director Ben Asher. Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115266
PFD

Pursuant to Minute Order 110472, dated March 30, 2006, the Texas Transportation Commission (commission) approved a “Master Resolution Establishing a Financing Program for Bonds, Other Public Securities and Credit Agreements Secured by and Payable from Revenue Deposited to the Credit of the State Highway Fund,” as subsequently amended and restated (master resolution), to establish a revenue financing program (state highway fund revenue financing program) pursuant to which the commission may issue bonds, notes and other public securities and execute credit agreements secured by and payable from a pledge of and lien on revenues deposited to the credit of the State Highway Fund (highway fund). Any terms not otherwise defined herein have the meaning given in the ninth supplement, as hereinafter defined.

Section 49-n, Article III, of the Texas Constitution (constitutional provision), Transportation Code Section 222.003 (enabling act), and other applicable law, including Government Code Chapters 1207 and 1371, authorize the commission to issue bonds and other public securities and enter into bond enhancement agreements that are payable from revenue deposited to the credit of the highway fund to fund state highway improvement projects. The constitutional provision further provides for the appropriation of amounts from highway fund revenues that are sufficient to pay the principal of and interest on such bonds or other public securities and any cost related to the bonds and other public securities, including payments under bond enhancement agreements.

The enabling act authorizes the commission to issue bonds and other public securities (bonds) secured by a pledge of and payable from revenue deposited to the credit of the highway fund. The enabling act further provides that the Texas Comptroller of Public Accounts shall withdraw from the highway fund amounts determined by the commission to permit timely payment of the principal of and interest on the bonds and other public securities and any cost related to the bonds and other public securities, including payments under credit agreements.

The commission has determined it to be in the best interest of the state and the highway fund to issue additional bonds, on parity with previously issued obligations (parity debt), secured by and payable from a pledge of and lien on revenues deposited to the credit of the highway fund under the constitutional provision to refund all or part of

the outstanding parity debt to provide: (i) savings to the state, (ii) long-term fixed rates for refunded variable rate bonds, (iii) alternative variable rate financing for refunded variable rate bonds, or (iv) any combination thereof.

The master resolution, together with the “Ninth Supplemental Resolution to the Master Resolution Establishing a Financing Program for Bonds, Other Public Securities and Credit Agreements Secured by and Payable from Revenue Deposited to the Credit of the State Highway Fund” (ninth supplement) prescribes the terms, provisions and covenants related to the issuance of refunding bonds in one or more series with such title and series designation as set forth in the ninth supplement so long as the issuance of such refunding bonds provides any of the following: (i) net present value debt service savings of not less than 3% of the principal amount of the refunded parity debt, (ii) long-term fixed rates for refunded variable rate bonds, (iii) alternative variable rate financing for refunded variable rate bonds, or (iv) any combination thereof.

Under the ninth supplement, the department representative, as defined in the ninth supplement, includes the chief financial officer of the Texas Department of Transportation (department) and the director, project finance, debt and strategic contracts division of the department, and is authorized to determine the method of sale of the bonds and shall further determine the price, interest rate or rates, and such terms of the bonds as prescribed in each award certificate in accordance with the ninth supplement.

Under the ninth supplement, each department representative is authorized to price all or a portion of the bonds with various interest rate and other structures including variable rate bonds, put bonds, index bonds and others, which may require the use of liquidity providers, tender agents, remarketing agents, calculation agents and other entities performing various functions in connection with any such interest rate structures.

The commission has determined that it is in the best interest of the state to authorize the department representative to enter into any memoranda and agreements (collectively, management agreements) as are deemed necessary or appropriate by the department representative to permit timely payment of obligations issued or incurred pursuant to the master resolution and the ninth supplement and to provide for the management and administration of the highway fund and any other funds and accounts established and maintained in connection with or related to such obligations.

The commission understands that official statements, remarketing memoranda or other offering documents (collectively, official statements) will be distributed in connection with the public offering of the bonds or remarketed variable rate bonds, which official statement will include a description of the revenues deposited to the credit of the highway fund and other security and payment provisions related to the bonds or remarketed variable rate bonds.

IT IS THEREFORE ORDERED by the commission that the chairman of the commission and the executive director of the department are authorized and directed to execute and deliver each series of the bonds and such other documents and certificates as are necessary or appropriate to carry out the intent of this order and each department representative, on behalf of the commission, is authorized and directed to execute and deliver the ninth supplement, any bond purchase contract, award certificate, paying

agent/registrant agreement, escrow agreement and similar or other agreements necessary or appropriate for any series of the bonds (collectively, program documents), in the form approved by the department representative or in substantially the form previously approved by the commission in connection with the parity debt, as applicable, with such changes as the department representative, on behalf of the commission, executing the same may approve, such approval to be conclusively evidenced by execution of the program documents.

IT IS FURTHER ORDERED by the commission that each department representative, on behalf of the commission, is authorized and directed to execute and deliver any remarketing agreements, liquidity agreements, continuing covenant agreements, purchase agreements, tender agent agreements, calculation agent agreements, and similar or other agreements necessary or appropriate for any variable rate bonds (collectively, variable rate documents), and the variable rate documents in the form approved by the department representative or in substantially the form previously approved by the commission in connection with the parity debt are approved, with such changes as the department representative executing the same may approve, such approval to be conclusively evidenced by execution of the variable rate documents.

IT IS FURTHER ORDERED by the commission that the chief financial officer of the department and the director, project finance, debt and strategic contracts division are hereby designated as authorized representatives for purposes of the master resolution.

IT IS FURTHER ORDERED by the commission that the department representative is authorized to execute and deliver such management agreements as are deemed necessary or appropriate to permit timely payment of obligations issued or incurred pursuant to the ninth supplement or the cash defeasance or redemption of a portion of the outstanding parity debt and to provide for the management and administration of the highway fund and any other funds and accounts established and maintained in connection with or related to such obligations.

IT IS FURTHER ORDERED by the commission that official statements are approved for distribution in connection with the public offering and sale of each series of bonds or remarketed variable rate bonds in such form as a department representative, on behalf of the commission, executing the same may approve, such approval to be conclusively evidenced by execution of such official statements. Each department representative, on behalf of the commission, is authorized to execute the official statement for each series of bonds or remarketed variable rate bonds and to deem final the preliminary form of each official statement for purposes of Rule 15c2-12 of the Securities and Exchange Commission (rule) with such omissions as permitted by the rule.

IT IS FURTHER ORDERED by the commission that any other agreements, instruments or ancillary documents necessary or appropriate in connection with the issuance of each series of the bonds, the conversion or remarketing of outstanding parity debt issued as variable rate bonds, and the performance of the terms and conditions of any program document or variable rate document are hereby approved, and each member of the commission, each department representative, the executive

director of the department and general counsel of the department, on behalf of the commission, are authorized and directed to perform all such acts and execute such documents, certificates, notices and applications, including any applications and submissions to the Bond Review Board, if necessary, and execution of certifications to the underwriters, the Attorney General, the Texas Comptroller of Public Accounts, the Bond Review Board and other parties, as may be necessary or appropriate to carry out the intent of this order and other orders of the commission relating to the state highway fund revenue financing program established by the master resolution, the program documents and the variable rate documents, if any.

b. Texas Mobility Fund Bonds

Consider approving the Thirteenth Supplemental Resolution authorizing the issuance of Texas Mobility Fund refunding bonds in one or more series, the documents relating to the issuance of such bonds, the refinancing or remarketing of certain outstanding Texas Mobility Fund bonds without incurring additional debt and without extending the final maturity, and the designation of department officials to take all actions necessary to deliver the bonds (MO)

This item was presented by Project Finance, Debt & Strategic Contracts Division Director Ben Asher. Commissioner Austin made a motion, which was seconded by Commissioner Ryan, and the commission approved the following minute order by a vote of 4 - 0.

115267
PFD

Pursuant to Minute Order 110081, dated May 4, 2005, the Texas Transportation Commission (commission) approved a "Master Resolution Establishing the Texas Transportation Commission Mobility Fund Revenue Financing Program," as subsequently amended by the first amendment, second amendment and third amendment (master resolution), to establish a revenue financing program (mobility fund revenue financing program) pursuant to which the commission may issue bonds, notes and other public securities and execute credit agreements secured by and payable from a pledge of and lien on all or part of the moneys in the Texas Mobility Fund (fund). Any terms not otherwise defined herein have the meaning given in the thirteenth supplement, as hereinafter defined.

Section 49-k, Article III of the Texas Constitution (constitutional provision), Transportation Code, Subchapter M of Chapter 201 and other applicable law, including Government Code Chapters 1207 and 1371, authorize the commission to issue bonds, notes and other public securities (bonds or obligations) secured by all or part of the money in the fund to: 1) pay all or part of the costs of constructing, reconstructing, acquiring, and expanding state highways; 2) provide participation by the state in the payment of part of the costs of constructing and providing publicly owned toll roads and other public transportation projects that are determined by the commission to be in the best interests of the state; 3) create debt service accounts; 4) pay interest on obligations for a period of no longer than two years; 5) refund or cancel outstanding obligations; and 6) pay the costs or expense of the issuance of the bonds.

Transportation Code, Chapter 201, Subchapter M, provides that the commission may guarantee on behalf of the state the payment of any obligations and credit agreements secured by the fund by pledging the full faith and credit of the state to the payment of the obligations and credit agreements in the event the revenue and money dedicated to the fund and on deposit in the fund under the constitutional provision, are insufficient for that purpose.

The commission has determined it to be in the best interest of the state and the fund to issue additional obligations, on parity with the previously issued outstanding parity debt, secured by revenues and money dedicated to the fund and on deposit in the fund under the constitutional provision and by a pledge of the full faith and credit of the state to refund all or part of the outstanding parity debt: (i) for savings to the state, (ii) to refund outstanding variable rate obligations, and/or (iii) to renew or replace credit agreements relating to variable rate obligations.

The master resolution, together with the "Thirteenth Supplemental Resolution to the Master Resolution Establishing the Texas Transportation Commission Mobility Fund Revenue Financing Program" (thirteenth supplement), prescribes the terms, provisions and covenants related to the issuance of additional bonds in one or more series with such title and series designation as set forth in the thirteenth supplement so long as the issuance of such refunding bonds results in any of the following: (i) provides a net present value debt service savings of not less than 3% of the outstanding parity debt refunded, (ii) provides long-term fixed rates for refunded variable rate bonds, (iii) other variable rate financing for refunded variable rate bonds or (iv) any combination thereof.

Under the thirteenth supplement, the department representative, as defined in the thirteenth supplement, includes the chief financial officer of the Texas Department of Transportation (department) and the director, project finance, debt and strategic contracts division of the department, is authorized to determine the method of sale of each series of the obligations and shall further determine the price, interest rate or rates and such terms of the obligations as prescribed in each award certificate in accordance with the thirteenth supplement.

Under the thirteenth supplement, each department representative is authorized to price all or a portion of the bonds with various interest rate and other structures including variable rate bonds, put bonds, index bonds and others, which may require the use of liquidity providers, tender agents, remarking agents, calculation agents and other entities performing various functions in connection with any such interest rate structures.

The commission has also determined it to be in the best interest of the state to remarket or refund the commission's General Obligation Mobility Fund Bonds, Series 2014-B (SIFMA Index Floating Rate Bonds) (the "Series 2014-B Bonds") that are subject to mandatory tender on October 1, 2018.

The commission understands that preliminary official statements and final official statements will be distributed in connection with the public offering of the bonds, which preliminary official statements and official statements will include a description of the general obligation pledge of the state's full faith and credit in the

event the revenue and money dedicated to and on deposit in the fund are insufficient for payments due on the bonds and any related credit agreements.

IT IS THEREFORE ORDERED by the commission that the chairman of the commission and the executive director of the department are authorized and directed to execute and deliver each series of the bonds and such other documents and certificates necessary to carry out the intent of this order and each department representative, on behalf of the commission, is authorized and directed to execute and deliver the thirteenth supplement, any bond purchase contract, award certificate, paying agent/registrars agreement and escrow agreement and similar agreements necessary for any series of the bonds (collectively, program documents), in the form approved by the department representative or in substantially the form previously approved by the commission in connection with the outstanding parity debt, as applicable, with such changes as the department representative, on behalf of the commission, executing the same may approve, such approval to be conclusively evidenced by execution of the program documents.

IT IS FURTHER ORDERED by the commission that each department representative, on behalf of the commission, is authorized and directed to execute and deliver any remarketing agreements, liquidity agreements, tender agent agreements and similar agreements necessary for any variable rate bonds (collectively, variable rate documents), and the variable rate documents and similar agreements in connection with any variable rate bonds are approved in substantially the form previously approved by the commission in connection with the outstanding parity debt, as defined in the thirteenth supplement, with such changes as the department representative executing the same may approve, such approval to be conclusively evidenced by execution of the variable rate documents.

IT IS FURTHER ORDERED by the commission that the chief financial officer of the department and the director, project finance, debt and strategic contracts division are hereby designated as authorized representatives for purposes of the master resolution.

IT IS FURTHER ORDERED by the commission that a pledge of the full faith and credit of the state be utilized in connection with the bonds and the payment obligations of the commission under any credit agreements.

IT IS FURTHER ORDERED by the commission that preliminary official statements and official statements are approved for distribution in connection with the public offering and sale of each series of refunding obligations in such form as a department representative, on behalf of the commission, executing the same may approve, such approval to be conclusively evidenced by execution of such official statements. Each department representative, on behalf of the commission, is authorized to deem each preliminary official statement and official statement final for purposes of rule 15c2-12 of the Securities and Exchange Commission (rule) with such omissions as permitted by the rule.

IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the issuance of each series of the bonds, the program documents and the variable rate documents, if any, are hereby approved, and each member of the commission, each department representative, the executive director of

the department and general counsel of the department, on behalf of the commission, are authorized and directed to perform all such acts and execute such documents, certificates, notices and applications, including any applications and submissions to the Bond Review Board, if necessary, and execution of certifications to the underwriters, the Attorney General, the Texas Comptroller of Public Accounts, the Bond Review Board and other parties, as may be necessary to carry out the intent of this order and other orders of the commission relating to the general obligation financing program established by the master resolution, the thirteenth supplement, the program documents and the variable rate documents, if any.

IT IS FURTHER ORDERED by the commission that each department representative is authorized and directed to provide any required notices and execute all necessary documents in connection with any remarketing of the Series 2014-B Bonds including any amendment to the remarketing agreement. Any remarketing memorandum is approved for distribution and each department representative, on behalf of the commission, is authorized to approve the form of any remarketing memorandum.

c. Highway Improvement General Obligation Bonds

Consider approving the Fifth Supplemental Resolution authorizing the issuance of Highway Improvement General Obligation (HIGO) refunding bonds in one or more series, the documents relating to the issuance of such bonds, the refinancing of certain outstanding HIGO bonds without incurring additional debt and without extending the final maturity, and the designation of department officials to take all actions necessary to deliver the bonds (MO)

This item was presented by Project Finance, Debt & Strategic Contracts Division Director Ben Asher. Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115268
PFD

Pursuant to Minute Order 112100, dated January 28, 2010, the Texas Transportation Commission (commission) approved a "Master Resolution Establishing the Texas Transportation Commission Highway Improvement General Obligation Financing Program" (master resolution) to establish a general obligation financing program in an aggregate principal amount not to exceed \$5 billion pursuant to which the commission may issue bonds and execute credit agreements secured by and payable from the general revenues of the state pursuant to the constitutional provision and Transportation Code Section 222.004. Any terms not otherwise defined herein have the meaning given in the fifth supplement, as hereinafter defined.

Section 49-p, Article III of the Texas Constitution (constitutional provision), Section 222.004, Transportation Code and other applicable law, including Government Code Chapters 1207 and 1371, authorize the commission to issue general obligation bonds, notes and other public securities (bonds) and to enter into credit agreements. The commission may issue general obligation bonds for one or more of the following purposes: 1) to pay, or reimburse the State Highway Fund for payment of, all or part of

the costs of highway improvement projects including loans for highway improvement projects; 2) to pay (a) the costs of administering projects authorized under Section 222.004, Transportation Code, (b) the costs or expense of the issuance of the bonds or (c) all or part of a payment owed or to be owed under a credit agreement; and 3) refunding outstanding bonds.

All new money general obligation bonds authorized pursuant to the constitutional provision have been issued; however, employees of the Texas Department of Transportation (department) continue to review all outstanding general obligation bonds for refunding opportunities.

The master resolution, together with the "Fifth Supplemental Resolution to the Master Resolution Establishing the Texas Transportation Commission Highway Improvement General Obligation Financing Program" (fifth supplement), prescribes the terms, provision and covenants related to the issuance of general obligation refunding bonds in one or more series with such title and series designation as set forth in the fifth supplement so long as the issuance of such refunding bonds results in a net present value debt service savings of not less than 3% of the outstanding bonds refunded.

Under the fifth supplement, the department representative, as defined in the fifth supplement, includes the chief financial officer of the department and the director of the project finance, debt and strategic contracts division of the department, is authorized to determine the method of sale for the bonds, and shall further determine such price, interest rate or rates and such terms of the bonds, as prescribed in each award certificate in accordance with the fifth supplement.

Under the fifth supplement, each department representative is authorized to price all or a portion of the bonds with various interest rate and other structures including variable rate bonds, put bonds, index bonds and others, which may require the use of liquidity providers, tender agents, remarking agents, calculation agents and other entities performing various functions in connection with any such interest rate structures.

The commission understands that preliminary official statements and final official statements will be distributed in connection with the public offering of one or more series of the bonds, which preliminary official statements and official statements will include a description of the general obligation pledge of the state's full faith and credit.

IT IS THEREFORE ORDERED by the commission that the chairman of the commission and the executive director of the department are authorized and directed to execute and deliver each series of bonds and such other documents and certificates necessary to carry out the intent of this order and each department representative, on behalf of the commission, is authorized and directed to execute and deliver the fifth supplement, any bond purchase contract, award certificate, paying agent/registrars agreement and escrow agreement, and similar agreements necessary for any series of the bonds (collectively, program documents), in the form approved by the department representative or in substantially the form previously approved by the commission in connection with the outstanding parity debt, as applicable, with such changes as the department representative, on behalf of the commission, executing the same may

approve, such approval to be conclusively evidenced by execution of the program documents.

IT IS FURTHER ORDERED by the commission that the department representative, on behalf of the commission, is authorized and directed to execute and deliver any remarketing agreements, liquidity agreements, tender agent agreements and similar agreements necessary for any variable rate bonds (collectively, variable rate documents), and the variable rate documents and similar agreements in connection with any variable rate bonds are approved in substantially the form previously approved by the commission in connection with the outstanding Texas Mobility Fund debt with such changes as the department representative executing the same may approve, such approval to be conclusively evidenced by execution of the variable rate documents, if any.

IT IS FURTHER ORDERED by the commission that preliminary official statements and official statements are approved for distribution in connection with the public offering and sale of each series of refunding bonds in such form as a department representative, on behalf of the commission, executing the same may approve, such approval to be conclusively evidenced by execution of such official statements. Each department representative, on behalf of the commission, is authorized to deem each preliminary official statement and official statement final for purposes of rule 15c2-12 of the Securities and Exchange Commission (rule) with such omissions as permitted by the rule.

IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the issuance of each series of the bonds, the program documents, and the variable rate documents, if any, are hereby approved, and each member of the commission, each department representative, the executive director of the department, and general counsel of the department, on behalf of the commission, are authorized and directed to perform all such acts and execute such documents, certificates, notices and applications, including any applications and submissions to the Bond Review Board, if necessary, and execution of certifications to the underwriters, the Attorney General, the Texas Comptroller of Public Accounts, the Bond Review Board and other parties, as may be necessary to carry out the intent of this order and other orders of the commission relating to the general obligation financing program established by the master resolution, the fifth supplement, the program documents, and the variable rate documents, if any.

d. Central Texas Turnpike System Bonds

Consider approving the Eighth Supplemental Indenture authorizing the issuance of one or more series of Central Texas Turnpike System (CTTS) Revenue refunding bonds to refund all or any portion of the outstanding CTTS bonds, the documents relating to such bonds, the refinancing of certain outstanding CTTS bonds without incurring additional debt and without extending the final maturity, and the designation of department officials to take all actions necessary to deliver the bonds (MO)

This item was presented by Project Finance, Debt & Strategic Contracts Division Director Ben Asher. Commissioner Ryan made a motion, which was

seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115269
PFD

Transportation Code Section 228.051 provides that the Texas Transportation Commission (commission) by order may designate one or more lanes of a segment of the state highway system as a toll project or system.

By Minute Order 108873, dated April 25, 2002, SH 130 was designated as a toll project and a controlled access state highway from I-35 north of Georgetown to the intersection of US 183 and SH 130 at SH 45 Southeast (SH 130) as part of the Central Texas Turnpike System (system).

By Minute Order 108896, dated May 30, 2002, SH 45 North was designated as a toll project and a controlled access state highway from west of US 183 to the SH 130/SH 45 North interchange (SH 45 N) as part of the system.

By Minute Order 108896, dated May 30, 2002, Loop 1 was designated as a toll project and a controlled access state highway from the existing Loop 1 and FM 734 (Parmer Lane) to the Loop 1/SH 45 N interchange (Loop 1) as part of the system.

By Minute Order 109729, dated July 29, 2004, SH 45 Southeast was designated as a toll project and a controlled access state highway from I-35 at FM 1327 south of Austin to the SH 130/US 183 interchange (SH 45 SE) and by Minute Order 113243 dated August 30, 2012, SH 45 SE was designated as part of the system.

The commission has issued system bonds to finance and refinance a portion of the costs of the system, composed of the SH 130, SH 45 N, Loop 1, and SH 45 SE project elements, described above, pursuant to a master indenture and seven supplemental indentures. Any terms not otherwise defined in this order have the meaning given in the master indenture as supplemented by the eighth supplement, defined below.

The commission is authorized pursuant to Chapters 1207 and 1371, Texas Government Code, and Chapter 228, Texas Transportation Code, to refund, refinance and restructure outstanding toll revenue obligations such as the system bonds and the Texas Department of Transportation (department) is reviewing all outstanding system bonds for refunding opportunities.

The commission has determined it to be in the best interest of the state and the system to issue additional bonds pursuant to the indenture to refund all or any portion of the outstanding system bonds and the indenture authorizes the issuance of additional bonds to refund all or any portion of the outstanding system bonds upon compliance with certain conditions as set forth in the master indenture, as supplemented by the eighth supplement.

The master indenture, together with the "Eighth Supplemental Indenture of Trust" (eighth supplement), prescribes the terms, provisions and covenants related to the proposed issuance of refunding obligations in one or more series with such name, series designation and other terms and provisions as provided in the eighth supplement and each related award certificate so long as the issuance of such refunding obligations results in any of the following: (i) a net present value debt service savings of not less than 3% of the system bonds refunded, (ii) provides long-term fixed rates for refunded

variable rate obligations, (iii) other variable rate financing for refunded variable rate obligations or (iv) any combination thereof.

Under the eighth supplement, a chief financial officer, as defined in the eighth supplement, includes the chief financial officer of the department and the director of the project finance, debt and strategic contracts division of the department who is authorized to determine the method of sale for each series of refunding bonds as well as the price, lien status and other terms of each series of the refunding bonds as prescribed in each award certificate.

The commission understands that preliminary official statements and final official statements will be distributed in connection with the public offering of one or more series of the refunding bonds.

Under the eighth supplement, a chief financial officer, on behalf of the commission, is authorized to price all or a portion of the refunding bonds with various interest rate and other structures including variable rate bonds, put bonds, index bonds and others, which may require the use of liquidity providers, tender agents, remarketing agents and other entities performing various functions in connection with any such interest rate structures.

IT IS THEREFORE ORDERED by the commission that the chairman of the commission and executive director of the department are authorized and directed to execute and deliver each series of the refunding bonds and such other documents and certificates to carry out the intent of this order and a chief financial officer, on behalf of the commission, is authorized and directed to execute and deliver the eighth supplement, each bond purchase agreement, as applicable, escrow agreements, if necessary, paying agent agreements, award certificates and similar agreements necessary for each series of the refunding bonds (collectively, program documents), in the form approved by a chief financial officer or in substantially the form previously approved by the commission in connection with the outstanding system bonds, as applicable, with such changes as a chief financial officer, on behalf of the commission, executing the same may approve, such approval to be conclusively evidenced by execution of the program documents.

IT IS FURTHER ORDERED by the commission that a chief financial officer, on behalf of the commission, is authorized and directed to execute and deliver any remarketing agreements, liquidity agreements, tender agent agreements and other agreements necessary for any variable rate refunding obligations (collectively, variable rate documents), and the variable rate documents and similar agreements in connection with any variable rate refunding bonds are authorized in such form approved by a chief financial officer executing the same may approve, such approval to be conclusively evidenced by execution of the variable rate documents.

IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the issuance of each series of the refunding bonds, the program documents, the variable rate documents, if any, are hereby approved, and a 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 preliminary official statements and official statements are approved for distribution in connection with the

public offering and sale of each series of refunding bonds in such form as a chief financial officer, on behalf of the commission, executing the same may approve, such approval to be conclusively evidenced by execution of such official statements. The chief financial officer, on behalf of the commission, is authorized to deem each preliminary official statement and official statement final for purposes of rule 15c2-12 of the Securities and Exchange Commission (rule) with such omissions as permitted by the rule.

IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the issuance of each series of the system bonds, the program documents and the variable rate documents, if any, are hereby approved, and each member of the commission, each chief financial officer, the executive director of the department and general counsel of the department, on behalf of the commission, are authorized and directed to perform all such acts and execute such documents, certificates, notices and applications, including any applications and submissions to the Bond Review Board, if necessary, and execution of certifications to any underwriters, the Attorney General, the Texas Comptroller of Public Accounts, the Bond Review Board and other parties, as may be necessary to carry out the intent of this order and other orders of the commission relating to the system, the eighth supplement, the program documents and the variable rate documents, if any.

ITEM 11. Toll Projects

Various Counties - Consider amending the policies concerning free passage on department toll projects to (1) grant free passage to transit vehicles using tolled express lanes, HOV lanes and managed lanes located within the boundaries of the North Central Texas Council of Governments (NCTCOG), (2) authorize the executive director of the department or designee to grant temporary free passage to vehicles using a department toll project during the reconstruction, maintenance, or repair of the toll project, and (3) provide that the policies and all amendments thereto apply to commission-designated toll projects (MO)

This item was presented by Toll Projects Section Manager Tim Anderson. Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115270
TOD

Free passage on toll projects of the Texas Department of Transportation (department) on the state highway system is governed by the Transportation Code, the administrative rules of the department, and applicable trust agreements and bond indentures.

Transportation Code §228.054(a) provides that the operator of a vehicle, other than an authorized emergency vehicle, that is driven or towed through a toll collection facility shall pay the proper toll. Section 228.054(e) further provides that the department may waive the requirement of the payment of a toll or may authorize the payment of a reduced toll for any vehicle or class of vehicles.

In Minute Order 110911, dated April 26, 2007, the Texas Transportation Commission (commission) adopted a policy defining the circumstances under which

free passage on department toll projects will be provided (free passage policy), and amended that policy in Minute Order 113247, dated August 30, 2012, Minute Order 113682, dated August 29, 2013, and Minute Order 114962, dated June 29, 2017.

The commission sets toll rates for the department's tolled express lane, HOV lane and managed lane projects within the boundaries of the North Central Texas Council of Governments (NCTCOG), the metropolitan planning organization (MPO) for the Dallas/Fort Worth metropolitan area, in accordance with the Express Lane/HOV Lane and Tolled Managed Lane Policies adopted by the Regional Transportation Council (RTC), the transportation policy body of the NCTCOG. The RTC's Express Lane/HOV Lane and Tolled Managed Lane Policies provide that transit vehicles will not be charged a toll for the use of tolled express lanes, HOV lanes and managed lanes.

In Minute Order 114813, dated January 26, 2017, the commission authorized the department to proceed with a project to expand a portion of the SH 130 element of the Central Texas Turnpike System (CTTS) by adding an additional toll lane to both the northbound and southbound segments from SH 45N to US 290 (approximately 9 miles of Segment 2 of SH 130) and from US 290 to SH 71 (approximately 11.4 miles of Segment 3 of SH 130) (SH 130 Expansion Project), and to expend funds from the capital contribution account of the construction fund created under the CTTS indenture for that purpose. As part of the SH 130 Expansion Project, the department plans to reconstruct the abutment wall for the SH 130 bridge over Cameron Road. During the reconstruction of the abutment wall, it will be necessary to narrow the lane widths and temporarily close an entrance ramp north of Cameron Road in order to maintain safe and efficient traffic operations along the narrowed section of SH 130. The closure of this ramp will force traffic to pass through two toll gantries in order to enter southbound SH 130 using the entrance ramp south of Cameron Road. In order to avoid double charging and confusion on the part of the toll road patrons, the department wishes to suspend toll collections for one of the pay points. The CTTS traffic and revenue consultant has provided a certification that the closure and waiver of tolls during the reconstruction period will not adversely affect the ability of the commission to comply with its covenants in the CTTS indenture. Minute Order 110911, dated April 26, 2007, provides that the free passage policy established in that minute order does not apply to temporary free passage, not exceeding 24 hours, that is provided for operational, safety, or emergency reasons, as determined by the executive director of the department or his designee, except that, in the case of the CTTS, temporary free passage may only be granted as allowed under the trust indenture. The commission has determined that temporary free passage may be required for periods longer than 24 hours during the reconstruction, maintenance, or repair of a department toll facility to maintain safe and efficient traffic operations during the period of reconstruction, maintenance, or repair, in circumstances similar to that described above, provided that free passage may only be provided as allowed under the provisions of any applicable trust agreement or indenture.

IT IS THEREFORE ORDERED by the commission that the free passage policy is amended to provide, in accordance with the RTC Express Lane/HOV Lane and Tolled Managed Lane Policies, that free passage may be granted to transit vehicles using tolled express lanes, HOV lanes and managed lanes on department toll projects

located within NCTCOG boundaries; provided that, in the case of the IH 35E Managed Lanes Project and Midtown Express Managed Lanes Project, free passage may only be granted as allowed under any applicable trust agreement or indenture relating to bonds or other obligations issued for that toll project.

IT IS FURTHER ORDERED that the free passage policy is amended to provide that the executive director of the department or designee may grant temporary free passage to any vehicle using department toll projects for a period not to exceed the duration of the reconstruction, maintenance, or repair of the toll project; provided that, for a department toll project for which bonds or other obligations have been issued and are outstanding, temporary free passage may only be granted as allowed under the applicable trust agreement or indenture.

IT IS FURTHER ORDERED that the free passage policy and all amendments thereto, whether previously adopted or adopted herein, applies to commission-designated toll projects, including department toll projects and any portion of the Grand Parkway project that is the responsibility of the Grand Parkway Transportation Corporation (GPTC), provided that free passage on any such toll project may only be granted as allowed under any applicable trust agreement or indenture, including free passage allowed under the toll rate agreement between GPTC and the commission relating to bonds or other obligations issued by GPTC for any portion of the Grand Parkway project.

IT IS FURTHER ORDERED that the commission's free passage policy and all amendments thereto, whether previously adopted or adopted herein, is compiled and restated in Exhibit A.

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

ITEM 12. Anti-litter Campaign and Outreach

Consider defining and updating program information for the department's anti-litter programs (MO)

This item was presented by Travel Information Division Director Joan Henderson. Commissioner Austin made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

115271
TRV

Since its creation in 1986, the Don't mess with Texas anti-litter campaign has proven to be successful in reducing the amount of litter on Texas highways. The campaign continues to educate the people of Texas on the detrimental effects of littering and calls on every citizen to not litter and to become active participants in litter reduction.

With the increasing population growth of Texas, the cost of picking up litter along the state's highways continues to burden Texas taxpayers. The Texas Department of Transportation (department) relies on the Don't mess with Texas campaign to educate the public to substantially reduce the annual cost of picking up litter.

The Keep America Beautiful Program is a national program that provides the expertise and resources to help people end littering, improve recycling, and beautify

America's communities at the local level. The department's anti-litter campaign has become globally-recognized and has been implemented through a partnership with state and local affiliates in Texas.

Minute Order 82606, adopted January 28, 1985 authorized a comprehensive litter prevention program to include promotion, support, and development of grassroots programs for anti-litter efforts, cleanup and enforcement and directed the department to select an advertising agency to develop an anti-litter campaign for the 1985-1986 fiscal years. One of the grassroots programs is the Governor's Community Achievement Awards that provide, in the form of landscape funds, incentives for and recognition of communities' efforts in litter removal and other beautification efforts on state rights of way. The Texas Department of Transportation contracts annually with an entity to provide the various grassroots programs and administer the annual Governor's Community Achievement Awards program.

IT IS THEREFORE ORDERED by the Texas Transportation Commission that the department use available resources and technology to continue to fund and provide a statewide anti-litter campaign and continue to participate in the Keep America Beautiful Program and that the department continue to provide incentive to cities and communities in Texas to develop anti-litter, clean-up, and beautification campaigns, including through the selection of an entity to administer the Governor's Community Achievement Awards.

IT IS FURTHER ORDERED that this minute order supersedes Minute Order 82606.

ITEM 13. Advanced Acquisition by Purchase of Right of Way

Rockwall County - Consider authorizing the negotiation and advance acquisition by purchase of right of way for possible use in, or in connection with, a transportation facility before a final decision has been made as to whether the transportation facility will be located on that property or environmental clearance has been issued for the transportation facility by the appropriate federal or state authority (see attached itemized list) (MO)

This item was presented by Right of Way Division Director Gus Cannon. Commissioner Austin made a motion, which was seconded by Commissioner Ryan, and the commission approved the following minute order by a vote of 4 - 0.

115272
ROW

Transportation Code, §201.103 requires the commission to plan and make policies for the location, construction, and maintenance of a comprehensive system of state highways and public roads. Transportation Code, §§203.051 and 203.052 authorize the commission to acquire an interest in real property that the commission determines is necessary or convenient to a state highway project, including property necessary or convenient to protect a state highway project or to accomplish any other purpose related to the project location, construction, improvement, maintenance, beautification, preservation, or operation.

Transportation Code, §202.112 authorizes the commission to acquire real property or an interest in real property for possible use in, or in connection with, a

transportation facility before a final decision has been made as to whether the transportation facility will be located on that property or environmental clearance has been issued for the transportation facility by the appropriate federal or state authority.

The Texas Transportation Commission (commission) finds and determines that the acquisition of each of the parcels of land listed below, and more particularly described in the attached Exhibits (parcels) is necessary or convenient for possible use in, or in connection with, a transportation facility to be constructed, reconstructed, maintained, widened, straightened, or extended (constructed or improved).

The commission is prohibited from using the authority provided by §202.112 to acquire property by condemnation.

IT IS THEREFORE ORDERED by the commission that the department is authorized to negotiate the purchase of fee simple title in the parcels or such lesser property interests as set forth in the attached Exhibits, and to expend funds for surveys, title examinations, appraisals, purchase, and other expenses reasonably necessary for the acquisition of those properties.

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>
Rockwall	SH 205	1
Rockwall	SH 205	2
Rockwall	FM 549	3

Note: Exhibits 1-3 are on file with the commission chief clerk.

ITEM 14. Eminent Domain Proceedings

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

This item was presented by Right of Way Division Director Gus Cannon. Commissioner New 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 Ryan and the following minute order was approved by Chairman Bugg, Commissioner Austin, Commissioner Ryan, and Commissioner New (a vote of 4 - 0).

115273
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 - CC. 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 - 52, 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:

CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Angelina	US 59	AA	0176-03-116	3A
Angelina	US 59	V	0176-03-116	3B
Angelina	US 59	BB	0176-03-116	35
Dallas	IH 635	Y	2374-02-115	8
Dallas	IH 635	W	2374-02-115	13
Dallas	IH 635	A	2374-02-115	52
Dallas	IH 635	B	2374-02-115	53

CONTROLLED ACCESS (continued)

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Dallas	IH 635	J	2374-02-115	67
Dallas	IH 635	G	2374-02-115	68
Dallas	IH 635	H	2374-02-115	71,71TE
Dallas	IH 635	C	2374-02-115	76
Dallas	IH 635	U	2374-02-115	80
Dallas	IH 635	Z	2374-02-115	84E
Dallas	IH 635	I	2374-02-115	88
Dallas	IH 635	X	2374-02-115	100E,100TE
Dallas	IH 635	D	2374-02-115	113
Dallas	IH 635	K	2374-02-115	118
Dallas	IH 635	E	2374-02-115	119
Dallas	IH 635	O	2374-02-115	120
Grimes	SH 249	P	3635-02-003	300
Grimes	SH 249	CC	3635-02-003	336
Grimes	SH 249	S	3635-02-003	331
Grimes	SH 249	L	3635-02-003	334B
Grimes	SH 249	M	3635-02-003	337
Grimes	SH 249	Q	3635-02-003	338
Grimes	SH 249	R	3635-02-003	340
Grimes	SH 249	T	3635-02-003	342
Grimes	SH 249	N	3635-02-003	343
Travis	SH 71	F	0265-02-039	2

NON-CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Anderson	US 175	11	0198-03-031	23
Anderson	US 175	12	0198-03-031	24
Brazoria	SH 36	13	0188-03-020	111
Brazoria	SH 36	27	0188-03-020	222
Brazoria	SH 36	14	0188-03-020	305
Brazoria	SH 36	21	0188-03-020	311
Brazoria	SH 36	36	0188-03-020	433
Collin	SH 121	3	0549-03-030	31
Crane	US 385	42	0229-03-038	13,13E
Dallas	SL 9	43	2964-10-010	134
Dallas	SL 9	52	2964-10-011	202
Dallas	SL 9	44	2964-10-011	203
Dallas	SL 9	45	2964-10-011	204
Dallas	SL 9	51	2964-10-011	205
Fort Bend	SH 36	48	0188-02-039	72
Fort Bend	SH 36	31	0188-02-039	74
Fort Bend	SH 36	32	0188-02-039	84B
Fort Bend	SH 36	33	0188-02-039	84D

NON-CONTROLLED ACCESS (continued)

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Fort Bend	SH 36	35	0188-02-039	84F
Fort Bend	SH 36	4	0188-02-039	92
Fort Bend	FM 2218	6	2093-01-028	19
Fort Bend	FM 2218	37	2093-01-028	21
Grimes	SH 249	49	3635-02-003	335
Harris	FM 2100	5	1062-04-059	308
Harris	FM 1960	41	1685-01-105	2
Harris	FM 1960	46	1685-01-105	5
Harris	FM 1960	30	1685-01-105	6
Harris	FM 1960	7	1685-01-105	8
Hidalgo	FM 494	25	0864-01-073	2
Hidalgo	FM 494	26	0864-01-073	27
Hidalgo	FM 494	24	0864-01-073	29
Hidalgo	FM 494	22	0864-01-073	30
Hidalgo	FM 494	23	0864-01-073	32
Kleberg	US 77	1	0102-04-101	1
Liberty	US 59	28	0177-03-100	15
Lubbock	FM 179	2	0880-04-034	23
Lubbock	FM 179	50	0880-04-034	47,47E
Lubbock	FM 1585	10	1502-01-035	239A
Lubbock	FM 1585	17	1502-01-035	240
Lubbock	FM 1585	9	1502-01-035	241A
Lubbock	FM 1585	19	1502-01-035	247
Lubbock	FM 1585	38	1502-01-035	248
Lubbock	FM 1585	20	1502-01-035	249
Lubbock	FM 1585	16	1502-01-035	253
Lubbock	FM 1585	18	1502-01-035	259
Lubbock	FM 1585	15	1502-01-035	260
Montgomery	FM 1488	47	0523-08-010	22
Montgomery	FM 1488	40	0523-08-010	44
Montgomery	FM 1488	39	0523-08-010	45
Montgomery	FM 1488	34	0523-08-010	49
Tarrant	SH 360	29	2266-02-129	56
Wharton	US 59	8	0089-08-102	5

Note: Exhibits A - CC and 1 - 52 are on file with the commission chief clerk.

ITEM 15. Routine Minute Orders and Reports

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

a. Donations to the Department

Various Districts - Consider the acknowledgment of donations with a value of \$500 or more, including donations of money, materials, services, or real property, that are made to the department for the purpose of assisting the department in carrying out its functions and duties or for improving access to or from a highway on the state highway system (see attached itemized list) (MO)

115274
CSD

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.

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.

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. Exhibit A lists donations resulting from a contract executed by the department under Transportation Code, §223.049 and other donations accepted under Transportation Code, §201.206.

The commission established the Sponsorship Acknowledgement Program under 43 TAC Chapter 12, Subchapter K. The program, which is authorized by the Federal Highway Administration in FHWA Order 5610.1A, allows the department to place signs acknowledging donations made to the department to fund transportation related services. Exhibit B lists donations made to the department under the Sponsorship Acknowledgement Program.

The executive director has determined that the donations identified in the attached Exhibits comply with the applicable provisions of 43 TAC §§1.500-1.506, 43 TAC §12.353, Government Code, Chapter 575 and Transportation Code, §201.206, §223.049 and §224.001, and has approved acceptance of those donations. All required

donation agreements have been executed under 43 TAC §1.504 and §1.506, as applicable.

IT IS THEREFORE ORDERED by the commission that it acknowledges the acceptance of the donations identified in the attached Exhibits A and B.

Donor	Description and Purpose; Exh. A
BATIC Institute	The donor is donating the costs for registration and one night of lodging for Brian Ragland, Chief Financial Officer, to attend AASHTO’s 2018 Joint Policy Conference: Connecting the DOTs on July 18, 2018 in Spokane, Washington. The estimated value of the donation is \$620.
Brenwood South Interests, Ltd.	The donor is donating the design and construction of a deceleration lane from northbound FM 2004 into the donor's development in La Marque, Galveston County, Texas. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$150,000.
Cedar Park Plaza, LP	The donor is donating the design and construction of a right turn lane on West Whitestone Boulevard (FM 1431) from Doris Lane to Bagdad Road in Cedar Park, Williamson County, Texas. All design and construction will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$64,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
Hamilton Austin Investment LLC	The donor is donating the design and construction of a right turn deceleration lane on US 183 at Little Elm Trail in Cedar Park, Williamson County, Texas. All design and construction will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$16,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
Hanging Vine LLC	The donor is donating the design and construction of a right turn deceleration lane from eastbound Hwy 290 into Hanging Vine LLC development in Fredericksburg, Gillespie County, Texas. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$170,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
IDEA Public Schools	The donor is donating the design and construction of a right turn deceleration lane along southbound E. Parmer Lane at E. Yager Lane, Austin, Travis County, Texas for the proposed IDEA public school driveway. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$89,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
Imperial Promenade, Inc.	The donor is donating an amount sufficient to cover the State's cost to construct and install flasher signals at the intersection of Imperial Promenade/Townsen Boulevard and SH 99 in Montgomery County, Texas. All design and construction will be provided by the State. The State will include the construction work as part of a current project CSJ 0912-00-511. The estimated value of the donation is \$220,000.

Donor	Description and Purpose; Exh. A
McCombs Family Partners, Ltd.	The donor is donating the redesign and construction of a traffic signal at the intersection of Potranco Road (FM 1957) at American Lotus in San Antonio, Bexar County, Texas. The plans include work to install a new pole and mast arm on SW corner, pedestrian poles on NW and NE corners, pedestrian ADA ramps, audible pedestrian signals, and radar detection. All design and construction will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$80,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
NAP Cedar Park, L.P.	The donor is donating the design and construction of a right turn deceleration lane on eastbound RM 1431 from .43 mi west of Quest Blvd in Cedar Park, Williamson County, Texas. All design and construction will be provided by the Donor, its consultant or its contractor. The estimated value of the donation is \$76,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
NTP35, LP	The donor is donating the design and construction of a right turn deceleration lanes from I-35W and US 287 frontage roads into five (5) commercial/retail driveways in Fort Worth, Tarrant County, Texas. All design and construction work will be provided by the donor, its consultant, or its contractor. The estimated value of the donation is \$400,000.
Old Castle Materials Texas, Inc.	The donor is donating the design and construction of right turn deceleration lane on US 290 at private road 2904 in Lee County, Texas. All design and construction will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$240,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
Pulte Homes of Texas, L.P.	The donor is donating the design and construction of a right turn lane from Columbia Blue Dr. on to FM 3345 and a left turn lane from westbound FM 3345 into the proposed Mustang Trails development in Missouri City, Fort Bend County, Texas. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$500,000.
RK Harpers Preserve LLC	The donor is donating the design and construction of a right turn deceleration lane from eastbound Highway 242 and a hooded left turn lane from westbound Highway 242 into the donor's development in Conroe, Montgomery County, Texas. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$120,000.
SH71-130 Holdings, L.P.	The donor is donating the design and construction of an acceleration and deceleration lanes along SH 71 and FM 973 including widening payment in Travis County, Texas. All design and construction work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$640,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
SouthStar at Vintage Oaks, LLC	The donor is donating the design and construction of right and left turn lanes and flashing beacon for a new subdivision entrance on FM 2722 in New Braunfels, Comal County, Texas. All design and construction work will be provided by the donor, its consultant, or its contractor. The estimated value of the donation is \$590,000.

Donor	Description and Purpose; Exh. A
SWS Whitestone MF, L.L.C.	The donor is donating the design and construction of a deceleration right turn lane into the commercial multifamily site on RM 1431, between Bagdad Rd. and Lakeline Blvd. in Cedar Park, Williamson County, Texas. All design and construction will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$88,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
Texas DPS Troopers Foundation, Inc.	The donor is donating a fixed amount of funds towards the State’s cost to design, fabricate, and two memorial highway designation signs on the portion of US 59 between mile marker 618 and mile marker 620, designated as the State Trooper Bill Davidson Memorial Highway within Jackson County, Texas. The design, fabrication, and installation of the signs will be performed by the State. The estimated value of the donation is \$3,657.
The Millis Group, Inc.	The donor is donating the design, construction and installation of a yellow flashing traffic signal from southbound FM 723 into the Kingdom Heights development in Richmond, Fort Bend County, Texas. All design, construction and installation work will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$65,000.
Toll Houston TX LLC	The donor is donating the design and construction of a traffic signal on FM 2978 at Northgrove Parkway from northbound and southbound FM 2978 into the donor's development in Magnolia, Montgomery County, Texas. All design and construction work will be provided by the donor, its consultant, or its contractor. The estimated value of the donation is \$190,000.
WBW Development Group, LLC - Series 033	The donor is donating the design and construction of a left turn lane at 0.56 mi. south of US 79 on FM 973 in Taylor, Williamson County, Texas. All design and construction will be provided by the donor, its consultant or its contractor. The estimated value of the donation is \$130,000, which includes payment for all state direct costs associated with the review, oversight, and inspection of the work that is on the state right of way.
Westpark Real Estate LLC	The donor is donating the design and construction of a right turn lane from eastbound on FM 1093 into the Grand Mission Commercial development Houston, Fort Bend County, Texas. All design and construction work will be provided by the donor, its consultant, or its contractor. The estimated value of the donation is \$85,000.

Donor	Description and Purpose; Exh. B
Smurfit Kappa North America LLC	The donor is donating 4 miles of litter pick up per year for 2 years in exchange for Sponsor A Highway signage on the State's right of way.
Taylor Made Heat and Air, LLC	The donor is donating 8 miles of litter pick up per year for 2 years in exchange for Sponsor A Highway signage on the State's right of way.
Gallery Furniture	The donor is donating 4 miles of litter pick up per year for 2 years in exchange for Sponsor A Highway signage on the State's right of way.
Sports Clips, Inc.	The donor is donating 16 miles of litter pick up per year for 2 years in exchange for Sponsor A Highway signage on the State's right of way.
Sports Clips, Inc.	The donor is donating 4 miles of litter pick up per year for 2 years in exchange for Sponsor A Highway signage on the State's right of way.

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

b. Real Estate Dispositions**(1) Bexar County - SL 1604 at Pond Hill Road - Consider the sale of a drainage easement (MO)**115275
ROW

In San Antonio, BEXAR COUNTY, on STATE LOOP 1604, the state of Texas acquired an easement interest in certain land for highway purposes by instrument recorded in Volume 4335, Page 72, Deed Records of Bexar County, Texas.

A portion of the easement (Tract 1), RCSJ 2452-02-124, shown on 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.

Rogers Shavano Park Unit 18/19, Ltd., is the owner of the fee in the property and has requested to purchase Tract 1 for \$190,925.

The commission finds \$190,925 to be a fair and reasonable value for the state's right and interest in Tract 1.

IT IS THEREFORE ORDERED by the commission that Tract 1 is no longer needed for a state highway purpose. The commission recommends, subject to approval of the attorney general, that the governor of Texas execute a proper instrument releasing the state's right and interest in Tract 1 to Rogers Shavano Park Unit 18/19, Ltd., for \$190,925.

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

(2) Castro County - SH 194 at US 385 southeast of Dimmitt - Consider the quitclaim of right of way to honor a reversionary clause (MO)115276
ROW

In CASTRO COUNTY, on STATE HIGHWAY 194, the state of Texas acquired an easement interest in certain land for highway purposes by instrument recorded in Volume 45, Page 636, Deed Records of Castro County, Texas.

A portion of the land (Tract 1), RCSJ 0439-01-023, described in Exhibit A, is no longer needed for a state highway purpose.

The instrument granting Tract 1 to the state contained a clause to the effect that if the land ceases to be used for a public highway, it is to revert to the grantor, his successors, and assigns.

In accordance with V.T.C.A., Transportation Code, Chapter 202, Subchapter B, the Texas Transportation Commission (commission) may recommend the quitclaim of the state's interest to comply with a reversionary clause contained in the instrument that originally conveyed the interest to the state.

Purported successors of Solon Clements, the grantor, have requested that Tract 1 be quitclaimed to honor the reversionary clause.

The commission finds that it is proper and correct that the state quitclaim its right and interest in Tract 1 to comply with the reversionary clause contained in the instrument of conveyance to the state.

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 quitclaiming the state’s right and interest in Tract 1 to the successors and assigns of Solon Clements.

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

(3) Dallas County - I-30 at Edgefield in Dallas - Consider an exchange of right of way (MO)

115277
ROW

In Dallas, DALLAS COUNTY, on INTERSTATE 30, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 4531, Page 432, Deed Records of Dallas County, Texas.

A portion of the land (Tract 1), RCSJ 1068-04-172, 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 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.

Land needed for a state highway purpose (Parcel 1), described in Exhibit B, has been conveyed to the state by Eve Capital, LLC (Eve). Eve has requested that Tract 1 be conveyed to the company and will pay to the state the \$20,297 difference in value to the state, in accordance with an executed exchange agreement.

It is the opinion of the commission that it is proper and correct that the state convey Tract 1 to Eve in exchange and as consideration for Parcel 1 and the cash payment of \$20,297 to the state.

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 Eve Capital, LLC, in exchange and as consideration for Parcel 1 and the cash payment of \$20,297 to the state; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state’s rights, titles and interest, 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: Exhibits A and B are on file with the commission chief clerk.

(4) Johnson County - BU 67-M at McAnear Street in Cleburne - Consider the sale of right of way to the abutting landowner (MO)

115278
ROW

In Cleburne, JOHNSON COUNTY, on BUSINESS US 67-M, the state of Texas acquired certain land for highway purposes by instrument recorded in Volume 311, Page 222, Deed Records of Johnson County, Texas.

A portion of the land (Tract 16-06), RCSJ 0422-03-081, 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 to abutting landowners of any interest in real property acquired and no longer needed for a state highway purpose.

Hilda M. Veatch is the abutting landowner and has requested to purchase Tract 1 for \$115,500.

The commission finds \$115,500 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 Hilda M. Veatch for \$115,500; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state's right, title, and interest, 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) Palo Pinto County - PR 36 at Possum Kingdom Lake - Consider the exchange of right of way easements (MO)

115279
ROW

In PALO PINTO COUNTY, on PARK ROAD 36, the state of Texas acquired an easement interest in certain land for highway purposes by instrument recorded in Volume 320, Page 581, Deed Records of Palo Pinto County, Texas.

A portion of the land, Tract 13-29, Part 1 (Part 1), RCSJ 0362-06-013, 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 exchange of an interest in real property as consideration for another interest in real property needed for a state highway purpose.

Brazos River Authority (BRA) has conveyed to the state land needed for a state highway purpose (Parcel 1), described in Exhibit B. BRA and the state have executed an agreement to provide for the state's release of Part 1 to BRA in exchange for BRA's conveyance of Parcel 1 to the state.

It is the opinion of the commission that it is proper and correct that the state release Part 1 to BRA in exchange and as consideration for BRA's conveyance of Parcel 1 to the state.

IT IS THEREFORE ORDERED by the commission that Tract 13-29, Part 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 releasing the state's right and interest in Part 1 to Brazos River Authority in exchange and as consideration for the conveyance of Parcel 1 to the state.

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

c. Reports**(1) Compliance Division report**

Note: Confidential report to commission.

(2) Letting allocation status report

Quarterly status report on the FY 2018 letting allocation, the actual allocation utilized through the current month, proposed remaining highway maintenance and construction contract letting for the fiscal year (Report)

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

(3) Quarterly report on FY 2018 State Highway Fund 6 cash status (Report)

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

d. Finance**(1) Quarterly Investment Report (MO)**

115280
PFD

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 that are in compliance 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.

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 relating to the Central Texas Turnpike System held by Bank One, N.A., (in such capacity with its successors, currently Bank of New York Mellon), as Trustee under the Indenture of Trust dated July 15, 2002, between the commission and the trustee. 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. In Minute Order 114360, dated August 27, 2015, the commission approved and adopted a written investment policy that added an investment strategy applicable to funds in the prepaid TxTag custodial account under the Master Lockbox and Custodial Account Agreement by and between the Bank of New York Mellon Trust Company, N.A., as custodian, and the department. In Minute Order 114706, dated August 25, 2016, the commission approved and adopted a written investment policy that added an investment strategy applicable to funds related to obligations issued for the IH 35E Project under a Trust

Agreement by and between Amegy Bank, a Division of ZB, National Association, as trustee, and the department.

The commission has designated the department's chief financial officer and the director, Project Finance, Debt & Strategic Contracts Division as investment officers. The chief financial officer is primarily responsible for the execution of investment strategy and activities on a daily basis. However, in his/her absence, the director, Project Finance, Debt & Strategic Contracts Division, or a designee of any of the investment officers (as evidenced in a delegation memorandum) shall perform these duties and responsibilities.

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 May 31, 2018, 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.

(2) Travis and Williamson Counties - Consider the acceptance of the report of Actual Traffic and Revenue for the Central Texas Turnpike System (MO)

115281
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.

In 2002 the commission issued \$2,199,993,782 in obligations to finance a portion of the costs of the Central Texas Turnpike System (system), a toll project composed initially of the SH 130, SH 45, and Loop 1 project elements (2002 Project), pursuant to an Indenture of Trust, dated July 15, 2002 (indenture), and four supplemental indentures. The indenture prescribes the terms, provisions and covenants related to the issuance of toll revenue bonds and obligations to finance a portion of the costs of the 2002 Project. Subsequent refunding bonds were issued in 2009, 2012 and 2015, pursuant to the indenture and three additional supplemental indentures. Pursuant to Section 702 of the indenture, the commission has covenanted that on or before

August 31 in each fiscal year, it will adopt annual operating, maintenance and capital budgets for the system for the ensuing fiscal year and provide copies of such budgets to the Trustee and the U.S. Department of Transportation.

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.

Section 501(c) of the indenture covenants that at the conclusion of the five year period, the commission may discontinue such reports if the revenues for the previous two years have been sufficient to meet the rate covenant. The revenues for the previous two years have been sufficient to meet the rate covenant; however, the commission has not exercised its option to discontinue the reports.

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.

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.

e. Designation of Access Control

(1) Midland County - SH 349, northwest of the City of Midland - Consider the redesignation of one location on SH 349 at which access will be permitted to the abutting property (MO)

115282
DES

In MIDLAND COUNTY, on SH 349, a designated controlled-access highway, the State of Texas acquired certain land for highway purposes by instrument recorded in Volume 2987, Pages 270 to 275 of the Deed Records of Midland County, Texas, with denial of access to the abutting remainder property as described in the instrument.

Cumberland & Western Resources, LLC, the current owner of the abutting property, has requested a redesignation of control of access along its property line. The current designated access to and from SH 349 will become controlled whereby access is denied and be redesignated immediately south and adjacent to its current designated access for a new permitted access point at one location along the property line, as described in Exhibit A.

Transportation Code, §201.103, empowers the Texas Transportation Commission (commission) to plan and make policies for the location, construction, and maintenance of a comprehensive system of state highways and public roads.

Transportation Code, §203.002 authorizes the commission to layout, construct, maintain, and operate a modern state highway system, with an emphasis on the construction of controlled-access highways.

Transportation Code, §203.031 authorizes the commission to designate locations on a controlled-access highway at which access to or from the highway is permitted and determine the type and extent of access permitted at each location.

NOW, THEREFORE, the commission finds that the new access point will not compromise the mobility, safety or operation of the existing state highway facility, and

authorizes redesignation of permitted access from its original permitted access point to the new access point described in Exhibit A as a location where ingress and egress are permitted to and from SH 349.

IT IS FURTHER ORDERED by the commission that the executive director or his designee is hereby authorized to execute any necessary documents containing terms consistent with the provisions of this order.

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

(2) Parker County - I-20 between Old Dennis Road and Bethel Road - Consider the designation of two locations on the frontage road at which access will be permitted to the abutting property (MO)

115283
DES

In PARKER COUNTY, on INTERSTATE 20, a designated controlled-access highway, the State of Texas acquired certain land for highway purposes by instrument recorded in Volume 384, Page 641, of the Deed Records of Parker County, Texas, with denial of access to the abutting remainder property as described in the instrument.

Curtis C. Gunn, LTD, the current property owner of the abutting property, has requested access to and from the eastbound frontage road of I-20 be permitted at two new access points, as described in Exhibit A.

Transportation Code, §201.103, empowers the Texas Transportation Commission (commission) to plan and make policies for the location, construction, and maintenance of a comprehensive system of state highways and public roads.

Transportation Code, §203.002 authorizes the commission to layout, construct, maintain, and operate a modern state highway system, with an emphasis on the construction of controlled-access highways.

Transportation Code, §203.031 authorizes the commission to designate locations on a controlled-access highway at which access to or from the highway is permitted and determine the type and extent of access permitted at each location.

NOW, THEREFORE, the commission finds that the new access points will not compromise the mobility, safety or operation of the existing state highway facility, and designates the new access points described in Exhibit A as locations where ingress and egress are permitted to and from the eastbound frontage road of I 20.

IT IS FURTHER ORDERED by the commission that the executive director or his designee is hereby authorized to execute any necessary documents containing terms consistent with the provisions of this order.

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

(3) Parker County - I-20 between Old Dennis Road and Bethel Road - Consider the designation of one location on the frontage road at which access will be permitted to the abutting property (MO)

115284
DES

In PARKER COUNTY, on INTERSTATE 20, a designated controlled-access highway, the State of Texas acquired certain land for highway purposes by instrument recorded in Volume 384, Page 641, of the Deed Records of Parker County, Texas, with denial of access to the abutting remainder property as described in the instrument.

Savoy Weatherford Properties, LLC, the current property owner of the abutting property, has requested that access to and from the eastbound frontage road of I-20 be permitted at one new access point, as described in Exhibit A.

Transportation Code, §201.103, empowers the Texas Transportation Commission (commission) to plan and make policies for the location, construction, and maintenance of a comprehensive system of state highways and public roads.

Transportation Code, §203.002 authorizes the commission to layout, construct, maintain, and operate a modern state highway system, with an emphasis on the construction of controlled-access highways.

Transportation Code, §203.031 authorizes the commission to designate locations on a controlled-access highway at which access to or from the highway is permitted and determine the type and extent of access permitted at each location.

NOW, THEREFORE, the commission finds that the new access point will not compromise the mobility, safety or operation of the existing state highway facility, and designates the new access point described in Exhibit A as a location where ingress and egress are permitted to and from the eastbound frontage road of I 20.

IT IS FURTHER ORDERED by the commission that the executive director or his designee is hereby authorized to execute any necessary documents containing terms consistent with the provisions of this order.

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

f. Consultation and Review - Department of Motor Vehicles, Chapter 219

Consultation on Department of Motor Vehicles rules regarding overweight/oversize vehicles (MO)

115285
BRG

Pursuant to Transportation Code, §623.145 and §623.195, the Department of Motor Vehicles Board (board) must consult with the Texas Transportation Commission (commission) prior to the adoption of rules regarding oversize and overweight permits for the operation of oil well servicing and drilling machinery and unladen lift equipment motor vehicles.

The board proposed changes to 43 TAC Chapter 219, Oversize and Overweight Vehicles and Loads, on April 12, 2018. The proposed rule amendments were published in the *Texas Register* on May 4, 2018.

To comply with the statutory requirements, the board consulted with the commission on the amendments to 43 TAC §219.60 - §219.63. Texas Department of Transportation (department) staff reviewed the amendments to those provisions and had no comments on the proposed changes.

IT IS THEREFORE ORDERED by the commission that the executive director or the director's designee is directed to provide a copy of this minute order to the board as documentation of the board's consultation with the commission, in accordance with those sections.

g. Rail Clearance Deviations

Consider the approval of rail clearance deviations (MO)

115286
RRD

Transportation Code, §191.001 and §191.002 establish height requirements for structures over railroad tracks and distance requirements of structures and materials near railroad tracks. Texas Transportation Code §191.005 establishes that the Texas Transportation Commission (commission), for good cause shown, may, by order, permit a railroad company or other corporation, firm, partnership, or individual or county or municipality to deviate from a provision of the statute.

The Texas Department of Transportation (department) received an application from Miller Milling Company requesting a clearance deviation within their facility located in Saginaw, Texas. The department has conducted investigations for each location to determine whether good cause could be shown and whether the deviations could be operated in a reasonable and safe manner.

In determining whether the facility has demonstrated good cause for the requested clearance deviations, the department considered:

- (1) the safety of railroad and non-railroad workers near railroad tracks;
- (2) limitations impacting loading and unloading commodities transported by rail; and
- (3) limitations of existing equipment and structures near railroad tracks.

In determining whether the requested clearance deviations are reasonable and safe, the department conducted investigations as to whether the facility plans include:

- (1) sufficient warning signs, pavement markings, lighting and/or other control devices to inform employees of the limited clearance locations; and
- (2) sufficient safety rules and training regarding the limited clearance locations to address employee safety.

Based on the investigations, the department has determined that the clearance deviations as listed in Exhibit A meet the requirements of Transportation Code §191.005. The Attorney General of Texas has been notified as required by §191.005(a).

IT IS THEREFORE ORDERED by the commission that the railroad clearance deviation application from Miller Milling Company for their facility located in Saginaw, Texas as described in Exhibit A is approved.

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

h. Speed Zones

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

115287
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 limits on the segment of highway established by Minute Order 109064, dated October 31, 2002 and listed in Exhibit D, are no longer necessary.

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

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

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

ITEM 16. Executive Session Pursuant to Government Code, Chapter 551
Section 551.071 - Consultation with and advice from legal counsel regarding any item on this agenda, pending or contemplated litigation, or other legal matters.

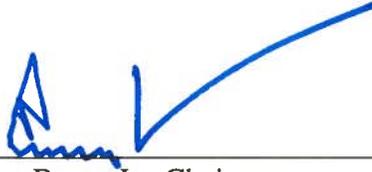
The commission did not meet in executive session.

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 comments from private citizen Allen Wagers concerning New Braunfels Loop 337 safety, environmental, and health concerns.

Commissioner Ryan motioned adjournment and Commissioner New seconded the motion. The commission voted 4 - 0 to adjourn. The regular meeting of the Texas Transportation Commission was adjourned at 12:25 p.m.

APPROVED by the Texas Transportation Commission on August 30, 2018:



J. Bruce Bugg, Jr., 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 26, 2018, in Austin, Texas.



Robin Carter, Commission Chief Clerk
Texas Department of Transportation