

These are the minutes of the regular meeting of the Texas Transportation Commission held on July 29, 2021, in Austin, Texas. The meeting was called to order at 10:00 a.m. by Chairman Bugg with the following commissioners present:

**Texas Transportation Commission:**

|                    |              |
|--------------------|--------------|
| J. Bruce Bugg, Jr. | Chairman     |
| Laura Ryan         | Commissioner |
| Alvin New          | Commissioner |
| Robert C. Vaughn   | Commissioner |

**Administrative Staff:**

Marc Williams, Executive Director  
 Jeff Graham, General Counsel  
 Robin Carter, Commission Chief Clerk  
 Nicole Lawson, 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 12:14 p.m. on July 21, 2021, as required by Government Code, Chapter 551, referred to as "The Open Meetings Act."

**ITEM 1. Safety Briefing**

Executive Director Marc Williams directed that the Greer building safety video be shown on the screens in the Ric Williamson hearing room.

Chairman Bugg recognized R. Jack Cagle, Harris County Commissioner, Precinct 4.

The commissioners provided opening remarks.

**ITEM 2. Consider the approval of the Minutes of the June 30, 2021, special meeting and the June 30, 2021, regular meeting of the Texas Transportation Commission**

Commissioner Vaughn made a motion, which was seconded by Commissioner New, and the commission approved the minutes of the June 30, 2021, special meeting and the June 30, 2021, regular meeting by a vote of 4 - 0.

**ITEM 3. Acknowledgement of Service**

**a. Recognize by resolution Director of Engineering and Safety Operations Michael Lee, for nearly 24 years of service to the department**

This item was presented by Chief Engineer Bill Hale. Chief Engineer Hale read the resolution and thanked Director Lee for his service. The commission members spoke and thanked Director Lee. Director Lee thanked the commission, Executive Director Williams, Chief Engineer Hale and department staff.

b. Recognize by resolution Environmental Affairs Division Director Carlos Swonke for nearly 21 years of service to the department

This item was presented by Chief Engineer Bill Hale. Chief Engineer Hale read the resolution and thanked Director Swonke for his service. The commission members spoke and thanked Director Swonke. Director Swonke thanked the commission, Executive Director Williams, Chief Engineer Hale, and department staff.

**ITEM 4. Contracts**

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

a. Highway Improvement and Other Transportation Facilities (MO)

This item was presented by Construction Division Director Duane Milligan. Chairman Bugg called Executive Director Marc Williams, Chief Engineer Bill Hale, and Project Planning and Development Director Brian Barth to the podium to answer questions. The commission also heard remarks from private citizen Don Dixon. Commissioner Ryan made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 4 - 0.

116049  
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 1 and 2, 2021, 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. Routine Maintenance (MO)

This item was presented by Construction Division Director Duane Milligan. 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.

116050  
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 1 and 2, 2021, 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.

c. Construction and Rehabilitation of Buildings (MO)

This item was presented by Facilities Planning and Management Section Director Warren Rose. Commissioner Ryan made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 4 - 0.

116051  
SSD

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 6, 2021, as shown on Exhibit A.

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

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

The department recommends that the Texas Transportation Commission (commission) respectively award to the lowest bidder, reject or defer, as indicated, those highway improvement 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 awarded to the lowest bidder or rejected as indicated therein.

If a contractual requirement of award is not satisfied within the prescribed time limit, including any extension of time allowed by the executive director or the director's designee, by reason of the action or inaction of the successful low bidder on any contract, including, but not limited to, disadvantaged business/historically underutilized business participation, the contract is automatically in default and the executive director is authorized and directed to retain and deposit the related contract proposal guaranty to the credit of the State Highway Fund and to re-advertise 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. Ysleta Bridge and Bridge of the Americas (BOTA) International Ports of Entry El Paso County - City of El Paso - Consider approval of participation by the state in the form of a grant to the City of El Paso in the amount of up to \$18,000,000 for the payment of a portion of the costs of a project generally described as the Intelligent Transportation Systems Infrastructure project at the Ysleta and Bridge of the Americas (BOTA) International Ports of Entry (MO)**

This item was presented by Transportation Planning and Programing Division Director Jessica Butler. 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.

116052  
TPP

In 2019, under the General Appropriations Act (HB 1, 86<sup>th</sup> Texas Legislature 2019), Rider 44, page VII-30, the Texas Legislature required that, from any available source of revenue, an amount not to exceed \$32,000,000 shall be allocated to provide funding for the design, construction, acquisition, and installation of an intelligent transportation system, and the design and construction of infrastructure projects at the international ports of entry at the Bridge of the Americas (BOTA) and at the Ysleta Bridge, also known as the Zaragoza Bridge, in El Paso, on right of way or other property that is part of or outside the state highway system, to increase security measures and expedite border crossings and trade (generally described as the Intelligent Transportation Systems Infrastructure project).

The City of El Paso (City) submitted a request to the Texas Department of Transportation (department) for state participation in the form of a grant of funds in the amount of up to \$18,000,000 to pay a portion of the costs of the Intelligent Transportation Systems Infrastructure project.

Article III, Section 49-k of the Texas constitution (constitutional provision) created the Texas Mobility Fund (fund) in the state treasury and provides that the fund shall be administered by the Texas Transportation Commission (commission) as a revolving fund to provide a method of financing the construction, reconstruction, acquisition, and expansion of state highways and to provide participation by the state in the payment of a portion of the costs of constructing and providing publicly-owned toll roads and other public transportation projects, in accordance with the procedures, standards and limitations established by law.

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

IT IS THEREFORE ORDERED by the commission that the Intelligent Transportation Systems Infrastructure project meets the eligibility requirements for state participation under the constitutional provision, and the commission approves the state participation in the form of a grant in the amount of up to \$18,000,000 to the City from any available source of revenue, including money in the fund other than the proceeds of obligations issued under the enabling act, to be used for the Intelligent Transportation Systems Infrastructure project, and authorizes and directs the executive director of the department to take all actions necessary to effect the purposes of this minute order.

**ITEM 6. Financial Management**

**Consider the adoption of the Fiscal Year 2022 Texas Department of Transportation Budget (MO)**

This item was presented by Financial Management Division Director Amanda Landry. The commission also heard remarks from Farm & City Executive Director Jay Blazek Crossley. Commissioner Vaughn made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 4 - 0.

116053  
FIN

The General Appropriations Act of the 87<sup>th</sup> Legislature, Regular Session, has appropriated funds for the operations of the Texas Department of Transportation (department) for Fiscal Year 2022.

The funds appropriated are necessary to effectively operate the activities of the department in accordance with the guidelines set forth in the General Appropriations Act.

IT IS THEREFORE ORDERED by the Texas Transportation Commission that a cash operating budget of \$15,283,084,390 be authorized for the operations of the department for Fiscal Year 2022; and the executive director or designee is hereby ordered to administer this cash operating budget in the most feasible and economical manner within the guidelines prescribed by the 87<sup>th</sup> Legislature, Regular Session.

IT IS FURTHER ORDERED that the executive director or designee is hereby authorized to make necessary adjustments to spending levels in accordance with the General Appropriations Act or other legislation as may be necessary in the operations of the department.

**ITEM 7. Design-Build Contract**

Dallas County - I-35E Phase 2 Project - Consider approving the selection of the proposer who submitted the best value proposal and the conditional award of a design-build contract and a corresponding capital maintenance contract to the selected proposer, for the design, construction, and maintenance of the I-35E Phase 2 Project, consisting of the full reconstruction and widening of the I-35E corridor from I-635 to the Denton County line in Dallas County; and consider authorizing the executive director of the department to negotiate and execute a design-build contract and associated capital maintenance contract with the selected proposer. The project includes the addition of one general purpose lane and one frontage road lane in each direction, and will “grandfather” and permit the reconstruction of the two existing reversible toll managed lanes, with no new toll lanes. The project will not include funding from either Proposition 1 or Proposition 7 (MO) (Presentation)

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

116054  
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 (DBC) with a private entity that provides for the design, construction, expansion, extension, related capital maintenance, rehabilitation, alteration, or repair of a highway project.

On April 30, 2020, by Minute Order 115724, the Texas Transportation Commission (commission) authorized the department to issue a request for qualifications (RFQ) to design, construct, and maintain a project to reconstruct and widen Interstate Highway 35E from I-635 to the Denton County line in the cities of Dallas, Farmers Branch, and Carrollton in Dallas County (I-35E Phase 2 Project). The I-35E Phase 2 Project consists of the full reconstruction and widening of this segment of the I-35E corridor and includes the addition of one general purpose lane in each direction and full reconstruction and “grandfathering” of the existing two reversible tolled managed lanes, for a total of 10 general purpose and tolled managed lanes, along with the reconstruction of continuous frontage roads and numerous intersection improvements.

The department issued the RFQ on May 20, 2020 and subsequently determined that three of the four teams submitting qualification statements in response to the RFQ were qualified to be on the short list of teams that would be requested to submit detailed proposals to design, construct, and maintain the project.

Texas Transportation Code § 223.246 and Title 43 Texas Administrative Code (TAC) § 9.153(d) provide that, if authorized by the commission, the department will issue a request for proposals (RFP) from all private entities qualified for the short list. On July 30, 2020, by Minute Order 115793, the commission authorized and directed the department to issue an RFP requesting detailed proposals from the short-listed teams for the design, construction, and maintenance of the I-35E Phase 2 Project, and authorized a payment for work product for each proposer that submitted a responsive, but unsuccessful, proposal of up to a maximum amount per proposer of 0.25% of the successful proposer’s price for all work under the DBC. On October 20, 2020, the department issued the RFP.

On April 5, 2021, technical proposals were received from Archer Western/Sundt JV, Lone Star Constructors, and North Tarrant Infrastructure 35E. On April 16, 2021, financial and price proposals were received from Archer Western/Sundt JV, Lone Star Constructors, and North Tarrant Infrastructure 35E. From April 5, 2021, until May 10, 2021 the department evaluated technical, financial, and price proposals from the proposers.

The proposals were evaluated in the following categories: (1) pass/fail and responsiveness; (2) technical score; and (3) price score. The proposals were first evaluated on the basis of certain pass/fail criteria set forth in the RFP and reviewed for responsiveness to the submittal requirements in the RFP. The technical proposals were then evaluated and scored in accordance with the requirements of the RFP, which included performance evaluations prepared by the department in accordance with 43 TAC §9.152 and §27.3, and other performance evaluations as deemed relevant by the department. The price proposals were then evaluated and scored, also in accordance with the requirements of the RFP. The technical score points assigned to the technical proposals were then added to the price score points to determine the total number of points received by each proposal. The responsive proposal with the highest score was determined to provide the apparent best value.

The evaluation and scoring of each proposal under the technical score and price score categories resulted in the proposals being ranked as follows: Lone Star Constructors; Archer Western/Sundt JV; North Tarrant Infrastructure 35E. The proposal submitted by Lone Star Constructors was accordingly determined to provide the apparent best value.

IT IS THEREFORE ORDERED by the commission that the determination that the proposal submitted by Lone Star Constructors provides the apparent best value to the department is approved, and the department is authorized and directed to commence and complete negotiations with Lone Star Constructors necessary to finalize the DBC and the associated capital maintenance contract (CMC) to design, construct, and maintain the I-35E Phase 2 Project in Dallas County, and to modify the DBC and CMC as necessary as a result of such negotiations.

IT IS FURTHER ORDERED that the DBC and the associated CMC are awarded to Lone Star Constructors subject to, and effective upon the occurrence of, all of the following: (1) the successful conclusion of negotiations, including satisfaction of conditions to final award specifically identified by the department in its letter notice of conditional award to the proposer; (2) the issuance of a Notice of Intent to Award by the department; (3) applicable Federal Highway Administration approvals as identified by the department; and (4) the mutual execution and delivery of the DBC and CMC by the executive director of the department and the design-build contractor.

IT IS FURTHER ORDERED that if the executive director determines that the negotiations with Lone Star Constructors cannot be successfully completed, and that therefore the proposal submitted by Lone Star Constructors will not provide the apparent best value, the department is authorized to commence and complete discussions and negotiations with Archer Western/Stundt JV, the next highest ranked proposer, with award to the next highest ranked proposer subject to the terms and conditions in the immediately preceding paragraph of this order.

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

**Rule Proposals**

**(a) Chapter 9 - Contract and Grant Management**

**Amendment to §9.8 relating to Enhanced Contract and Performance Monitoring (MO)**

This item was presented by Contract Services Division Director Kenneth Stewart. 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.

116055  
CSD

The Texas Transportation Commission (commission) finds it necessary to propose amendments to §9.8 relating to Enhanced Contract and Performance Monitoring to be codified under Title 43, Texas Administrative Code, Part 1.

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

IT IS THEREFORE ORDERED by the commission that the amendments to §9.8 are proposed for adoption and are authorized for publication in the *Texas Register* for the purpose of receiving public comments.

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

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

**(b) Chapter 9 - Contract and Grant Management**

**Amendments to §§9.31-9.35 and §§9.38-9.41 and the repeal of §§9.36 and 9.37, relating to Contracting for Architectural, Engineering, and Surveying Services (MO)**

This item was presented by Professional Engineering Procurement Services Division Director Martin Rodin. Commissioner Ryan made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 4 - 0.

116056  
PEPS

The Texas Transportation Commission (commission) finds it necessary to propose amendments to §§9.31-9.35 and §§9.38-9.41 and the repeal of §§9.36 and 9.37, relating to Contracting for Architectural, Engineering, and Surveying Services to be codified under Title 43, Texas Administrative Code, Part 1.

The preamble and the proposed amendments, attached to this minute order as Exhibits A, 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 amendments to §§9.31-9.35 and §§9.38-9.41 and the repeal of §§9.36 and 9.37 are proposed for adoption and are authorized for publication in the *Texas Register* for the purpose of receiving public comments.



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

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

**ITEM 9. 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 Real Estate Services Section Director Steve Dodge. Commissioner Vaughn 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 Ryan, Commissioner New, and Commissioner Vaughn (a vote of 4 - 0).

116057  
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-H. 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 1-19 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> |
|---------------|----------------|----------------|--------------------|---------------|
| Denton        | IH 35E         | H              | 0196-01-099        | 11            |
| Tarrant       | IH 20          | B              | 0008-13-241        | 23            |
| Tarrant       | IH 20          | A              | 0008-13-241        | 25            |
| Tarrant       | IH 820         | D              | 0008-13-242        | 429           |
| Tarrant       | IH 820         | G              | 0008-13-242        | 431           |
| Tarrant       | IH 820         | E              | 0008-13-242        | 432           |
| Tarrant       | IH 820         | F              | 0008-13-242        | 458           |
| Tarrant       | IH 820         | C              | 0008-13-242        | 785           |

**Non-Controlled Access**

| <u>County</u> | <u>Highway</u> | <u>Exhibit</u> | <u>ROW CSJ No.</u> | <u>Parcel</u> |
|---------------|----------------|----------------|--------------------|---------------|
| Dallas        | US 80          | 8              | 0095-02-122        | 11            |
| Dallas        | US 80          | 10             | 0095-02-122        | 12            |
| Dallas        | US 80          | 9              | 0095-02-122        | 13            |
| Dallas        | SL 9           | 7              | 2964-10-010        | 212           |
| Dallas        | SL 9           | 6              | 2964-10-010        | 213           |
| Ellis         | SL 9           | 3              | 2964-12-003        | 208           |
| Ellis         | SL 9           | 4              | 2964-12-003        | 209           |
| Ellis         | SL 9           | 5              | 2964-12-003        | 210           |
| Fort Bend     | FM 723         | 2              | 0188-09-047        | 233           |
| Fort Bend     | FM 723         | 1              | 0188-09-047        | 242           |
| Fort Bend     | FM 1463        | 13             | 0188-10-038        | 239A          |
| Fort Bend     | FM 1463        | 14             | 0188-10-038        | 239B          |
| Fort Bend     | FM 1463        | 15             | 0188-10-038        | 239C          |
| Fort Bend     | FM 1463        | 16             | 0188-10-038        | 239D          |
| Fort Bend     | FM 1463        | 17             | 0188-10-038        | 239F          |
| Fort Bend     | FM 1463        | 18             | 0188-10-038        | 266A          |
| Fort Bend     | FM 1463        | 12             | 0188-10-038        | 266B          |
| Fort Bend     | FM 1463        | 19             | 0188-10-038        | 278           |
| Harris        | SH 146         | 11             | 0389-05-095        | 109X          |

Note: Exhibits A - H and 1 - 19 are on file with the commission chief clerk.

### **ITEM 10. Routine Minute Orders and Reports**

This item was presented by Executive Director Marc Williams. Commissioner Ryan asked a question regarding the voting process for the routine minute orders and reports. Chairman Bugg called General Counsel Jeff Graham to the podium. General Counsel Graham clarified that because the routine items are presented as a block all together for vote, Commissioner Ryan would need to vote accordingly even if she only objected to one item. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute orders by a vote of 3 - 1. Commissioner Ryan voted opposed.

#### **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)**

116058  
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.

**DONATIONS TO THE DEPARTMENT**

| <b><u>DONOR</u></b>               | <b><u>DDO</u></b> | <b><u>COUNTY</u></b> | <b><u>DONATION DESCRIPTION</u></b>  |
|-----------------------------------|-------------------|----------------------|---|
| Amazon Data Services, Inc.        | SAT               | Bexar                | Design and construction for installation of approximately 800 linear feet of new frontage road at north access point and approximately 370 linear feet of new driveway with restriping of existing lanes to accommodate southbound left turn lane at south access point on SH 211 located at Lambda Drive in San Antonio. |
| Bay Colony Expansion 369, Ltd.    | HOU               | Galveston            | Design and construction of a right turn lane from westbound FM 517 into the donor's development in League City.   |
| Bellavista Homes LLC              | SAT               | Guadalupe            | Design and construction provides for left turn and right turn lanes on FM 1044 for a new public street serving the Highland Gardens Subdivision 1.6 miles south of IH 35 in New Braunfels.  |
| CF Squirrel SAT LLC               | SAT               | Bexar                | Design and construction of a traffic signal on S. IH 35 frontage road approximately 0.15 Miles south of Fisher Road in San Antonio.   |
| CHTEX of Texas, Inc.              | SAT               | Guadalupe            | Design and construction of a left turn and right turn lanes for Chianti Pass a new public street serving the Winding Creek Unit 1 subdivision on FM 1044 approximately 0.78 mile south of County Road 374 (Weil Road) in New Braunfels.   |
| Colonial Crossing Company II, Ltd | WAC               | Bell                 | Design and construction of a left turn lane from FM 93 to enable the traveling public safe entrance into the Colonial Crossing Apartments Phase II in Belton.   |

**DONATIONS TO THE DEPARTMENT (continued)**

| <b><u>DONOR</u></b>              | <b><u>DDO</u></b> | <b><u>COUNTY</u></b>  | <b><u>DONATION DESCRIPTION</u></b>   |
|----------------------------------|-------------------|---|--|
| Daly Lane, LLC                   | AUS               | Caldwell  | Design and construction of a left turn lane and deceleration lane at the driveway to the Poco Loco Travel Center on SH 21 at Yarrington Road in Kyle.  |
| Dunham Pointe Development LLC    | HOU               | Harris  | Design and construction of traffic signal modifications at Mueschke Road on eastbound US 290 frontage road in Cypress.   |
| EDF Renewables Development, Inc. | ABL               | Nolan<br>Jones<br>Callahan<br>Haskell<br>Stonewall<br>Shackelford | Services to remove permanent signs and replace with temporary signs on skids in various counties in Texas.   |
| H-E-B, LP                        | SAT               | Guadalupe   | Design and construction of a new traffic signal and median installation on FM 1103 at a new HEB driveway located approximately 0.1 miles east of the intersection of FM 1103 and Main Street, and the addition of a westbound right turn bay at the intersection of Main Street and FM 1103 in Cibolo. |
| HK Potranco Oaks, LLC            | SAT               | Medina  | Design and construction of right turn deceleration lane, traffic control signage, striping and modification of drainage structures on FM 1957 appropriately 4.4 miles north of US 90 in Castroville.   |
| HM Parkside Development, Inc.    | AUS               | Georgetown  | Design and construction of a left turn and right turn deceleration lanes on RM 2243 at the Greenview Drive intersection in Georgetown.   |
| HW 589 Holdings LLC              | HOU               | Fort Bend   | Design and construction of a right turn lane from northbound FM 762 into the donor's development in Fort Bend County.  |

**DONATIONS TO THE DEPARTMENT (continued)**

| <b><u>DONOR</u></b>                               | <b><u>DDO</u></b> | <b><u>COUNTY</u></b> | <b><u>DONATION DESCRIPTION</u></b>   |
|---|-------------------|----------------------|--|
| Joe E. LaBay, Trust                               | WAC               | Bell                 | Design and construction of a right turn deceleration lane from the US 190 frontage road (SW H.K. Dodgen Loop) to enable the safe entrance into the private property between South 13th Street and Scott & White Boulevard in Temple. |
| Lennar Homes of Texas Land and Construction, Ltd. | SAT               | Guadalupe            | Design and construction of left turn and right turn lanes for a new public street serving the Hilltop Meadows subdivision on FM 1044 approximately 0.33 mile north of West Klein Road in New Braunfels.                              |
| Mines Road Community Developer, Inc.              | LRD               | Webb                 | Design and construction of one traffic signal at FM 1472 and Blue Ridge Pkwy/Verde Blvd in Webb County in Laredo.  |
| Park 8Ninety Phase V, LP                          | HOU               | Fort Bend            | Design and construction of a right turn turn deceleration lane from eastbound US Highway 90 ALT into the donor's development in Missouri City.   |
| Pulte Homes of Texas, L.P.                        | SAT               | Comal                | Design and construction for the installation of left turn and right turn lanes on FM 1101 located approximately 0.95 miles north of FM 306 to 0.23 miles South of Kroesche Lane in New Braunfels.                                    |
| Pulte Homes of Texas, L.P.                        | HOU               | Montgomery           | Design and construction of a left and right lane along SH 242 into the donor's development in Montgomery County.   |
| QT South, LLC                                     | WAC               | Bell                 | Design and construction of a 12-foot right turn deceleration lane, approximately 70 feet long, into the proposed QT South LLC development in Killeen.  |
| Republic Grand Ranch, LLC                         | BRY               | Walker               | Design and construction of pavement widening to accommodate a left turn lane on FM 1097 into the donor's property located in Walker County.  |

**DONATIONS TO THE DEPARTMENT (continued)**

| <b><u>DONOR</u></b>   | <b><u>DDO</u></b> | <b><u>COUNTY</u></b> | <b><u>DONATION DESCRIPTION</u></b>   |
|---|-------------------|----------------------|--|
| Starlight Homes<br>Texas L.L.C.                               | SAT               | Bexar                | Design and construction of traffic signal improvements at US 90 frontage road and WT Montgomery in Bexar County. |
| Changing Lanes CDL<br>School, LLC                             | AUS               | Travis               | Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location.   |
| Denver Dunlap<br>Real Estate                                  | AUS               | Travis               | Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location.   |
| Spanish Oaks Realty   | AUS               | Travis               | Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location.   |
| The Really Useful<br>Information Company<br>LLC DBA TRUiC.com | AUS               | Travis               | Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location.   |
| Adventure Forest LLC<br>dba Go Ape                            | DAL               | Collin               | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program.          |
| The Really Useful<br>Information Company<br>LLC DBA TRUiC.com | DAL               | Collin               | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program.          |
| The Really Useful<br>Information Company<br>LLC DBA TRUiC.com | DAL               | Dallas               | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program.          |
| The Really Useful<br>Information Company<br>LLC DBA TRUiC.com | DAL               | Rockwall             | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program.          |
| The Really Useful<br>Information Company<br>LLC DBA TRUiC.com | FTW               | Tarrant              | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program.          |

**DONATIONS TO THE DEPARTMENT (continued)**

| <b><u>DONOR</u></b>                                     | <b><u>DDO</u></b> | <b><u>COUNTY</u></b> | <b><u>DONATION DESCRIPTION</u></b>  |
|---|-------------------|----------------------|---|
| The Really Useful Information Company LLC DBA TRUiC.com | HOU               | Harris               | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program. |
| Thomas OilField Services, LLC                           | ODA               | Midland              | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program. |
| The Really Useful Information Company LLC DBA TRUiC.com | SAT               | Bexar                | Litter pick-up throughout a corridor on the state's right of way through the Sponsor a Highway Program. |

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

**b. Real Estate Dispositions**

**(1) Bexar County - PA 1502 - Consider the sale of right of way to an abutting landowner (MO)**

116059  
ROW

In the City of San Antonio, Bexar County, on PA 1502, the State of Texas acquired certain land for highway purposes by an instrument recorded in Volume 11329, at Page 995, of the Official Public Records of Bexar County, Texas.

A portion of the land, which portion is described in Exhibit A (the tract), 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 right of way no longer needed for a state highway purpose to abutting and adjoining landowners.

The Girl Scouts of Southwest Texas, a non-profit 501(c)(3) corporation, is an abutting landowner and has requested to purchase the tract for \$46,000.01.

The commission finds \$46,000.01 to be a fair and reasonable value of the state's right, title, and interest in the tract.

IT IS THEREFORE ORDERED by the commission that the tract 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 the tract to the Girl Scouts of Southwest Texas, a non-profit 501(c)(3) corporation, for \$46,000.01; SAVE AND EXCEPT, however, there is to be excepted and reserved therefrom 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.

**(2) Bexar County - FM 1560 - Consider an exchange of easements encumbering real property (MO)**

116060  
ROW

In the City of Helotes, Bexar County, on FM 1560, the State of Texas acquired an easement interest in certain land by an instrument recorded in Volume 4082, at Page 631, of the Official Public Records of Bexar County, Texas.



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

The right of way easement, encumbering the real property described in Exhibit A (the tract), is no longer needed for a state highway purpose. The value of the easement encumbering the tract is \$90,000. The commission finds \$90,000 to be a fair and reasonable value of the state's right, title, and interest in the easement.

The easement interest, encumbering the real property described in Exhibit B (the parcel), is needed for a state highway purpose and will be conveyed to the state by PSAA Properties LLC, a Texas limited liability company (PSAA). The value of the easement encumbering the parcel is \$3,570.

PSAA has requested that the right of way easement encumbering the tract be released to PSAA in exchange for the right of way easement encumbering the parcel. PSAA will be required to pay the state the \$86,430 difference in value in cash at closing.

It is the opinion of the commission that it is proper and correct that the state release the right of way easement encumbering the tract to PSAA as consideration for the right of way easement encumbering the parcel and receipt of the \$86,430 value difference from PSAA.

IT IS THEREFORE ORDERED by the commission that the right of way easement encumbering the tract 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 all of the state's right, title, and interest in the right of way easement encumbering the tract to PSAA Properties LLC, a Texas limited liability company, in exchange and as consideration for the right of way easement encumbering the parcel and receipt of the \$86,430 in value difference to the state.

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

**(3) Haskell County - US 277 - Consider the sale of right of way to an abutting landowner (MO)**

116061  
ROW

In the City of Weinert, Haskell County, on US 277, the State of Texas acquired certain land for highway purposes by an instrument recorded in Volume 519, at Page 912, of the Official Public Records of Haskell County, Texas.

A portion of the land, which portion is described in Exhibit A (the tract), 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 right of way no longer needed for a state highway purpose to abutting and adjoining landowners.

Van Josselet, Catherine Bartley, and Sandra Sanford are an abutting landowner group that has requested to purchase the tract for \$4,500.

The commission finds \$4,500 to be a fair and reasonable value of the state's right, title, and interest in the tract.

IT IS THEREFORE ORDERED by the commission that the tract, described in Exhibit A, is no longer needed for a state highway purpose. The commission authorizes the executive director of the department to execute a proper instrument conveying all of the state's right, title, and interest in the tract to Van Josselet, Catherine Bartley, and Sandra Sanford for \$4,500; SAVE AND EXCEPT, however, there is to be excepted and reserved therefrom 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.

(4) Starr County - US 83 - Authorize the department to enter into a lease agreement with the Rio Grande City Grulla ISD to lease land on US 83 (MO)

116062  
ROW

In the City of Rio Grande City, Starr County, on US 83, the State of Texas acquired certain land for highway purposes by an instrument recorded in Volume 187, at Page 213, Deed Records of Starr County, Texas, including that certain real property described in the attached Exhibit A (the property).

The Texas Department of Transportation (department) now desires to lease the property to the Rio Grande City Grulla ISD for the purpose of raising funds to refurbish and promote Fort Ringgold for an educational, historical, and cultural benefit in Rio Grande City.

Transportation Code, Chapter 202, Subchapter C, authorizes the department to lease highway assets.

The Texas Transportation Commission (commission) finds that the property to be leased will not be needed for highway purposes during the period of the lease, and that the use of the property by the Rio Grande City Grulla ISD for the purpose of raising funds to refurbish and promote Fort Ringgold for an educational, historical, and cultural benefit in Rio Grande City will be consistent with the safety, maintenance, operation, and beautification of the state highway system. The commission also finds that the lease is in the public interest for social mitigation purposes, and, as such, will be economically beneficial to the department. In accordance with Transportation Code, §202.052 and Title 43, Texas Administrative Code, §21.603, the commission finds that the requirement to charge fair market value for the lease may be waived.

IT IS THEREFORE ORDERED by the commission that the staff of the department is authorized and directed to enter into negotiations and execute a lease agreement for all or a portion of the property with the Rio Grande City Grulla ISD for the purpose of raising funds to refurbish and promote Fort Ringgold for an educational, historical, and cultural benefit in Rio Grande City.

IT IS ALSO ORDERED by the commission that the fair market value requirement is waived for the lease of all or a portion of the property for social mitigation purposes to the Rio Grande City Grulla ISD for the purpose of raising funds to refurbish and promote Fort Ringgold for an educational, historical, and cultural benefit in Rio Grande City.

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

(5) Wise County - US 81 - Consider the sale of right of way to an abutting landowner (MO)

116063  
ROW

Near the City of Rhome, Wise County, on US 81, the State of Texas acquired certain land for highway purposes by an instrument recorded in Volume 288, at Page 423, of the Deed Records of Wise County, Texas.

A portion of the land, which portion is described in Exhibit A (the tract), 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 right of way no longer needed for a state highway purpose to abutting and adjoining landowners.

A-Gas US Inc. is an abutting landowner and has requested to purchase the tract for \$80,000.

The commission finds \$80,000 to be a fair and reasonable value of the state's right, title, and interest in the tract.

IT IS THEREFORE ORDERED by the commission that the tract 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 the tract to A-Gas US Inc. for \$80,000; SAVE AND EXCEPT, however, there is to be excepted and reserved therefrom 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.

#### c. Reports

##### (1) Compliance Division report

Note: Confidential report to commission.

##### (2) Letting Allocation Status Report

Quarterly status report on the FY 2021 letting allocation, the actual allocation utilized through the current month, and proposed remaining highway maintenance and construction contract letting for the fiscal year (Report)

Note: The Report will remain on file with the commission chief clerk for two years.

##### (3) Quarterly Cash Report

Quarterly report on FY 2021 State Highway Fund 6 cash status (Report)

Note: The Report will remain on file with the commission chief clerk for two years.

#### d. Finance

##### (1) State Highway Fund Bonds

Consider approving the Tenth 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, and the refinancing or remarketing of certain outstanding State Highway Fund revenue bonds without incurring additional debt and without extending the final maturity if financial market conditions are favorable for refinancing; and designating department officials to take all actions necessary to deliver the bonds (MO)

116064  
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 tenth 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 secured by a pledge of and payable from revenue deposited to the credit of the highway fund (bonds). 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 “Tenth 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” (tenth supplement) prescribes the terms, provisions and covenants related to the issuance of refunding bonds in one or more series, from time to time, with such title and series designation as set forth in the tenth 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 tenth supplement, the department representative, as defined in the tenth supplement, includes the chief financial officer of the Texas Department of Transportation (department) and the director of the project finance, debt and strategic contracts division of the department. The department representative 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 tenth supplement.

Under the tenth 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 tenth 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 has also determined that it is in the best interest of the state to authorize the department representative to take such actions as are determined to be necessary or appropriate in connection with the remarketing of previously issued variable rate bonds (remarketed variable rate bonds), from time to time, as contemplated by the supplement that authorized the issuance of such bonds, and price all or a portion of such remarketed variable rate bonds with various interest rate and other structures, including fixed or 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 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, including 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, including 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 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 tenth supplement, any bond purchase contract (including any forward or delayed delivery bond purchase contract), award certificate, paying agent/registrars 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 of the, 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 bonds issued or incurred pursuant to the tenth 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 bonds.

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, including 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, including 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 it delegates authority to each department representative to act on behalf of the commission to make all disclosure filings and submit reports relating to the bonds, including continuing disclosure reports, without further action by the commission.

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.

(2) Texas Mobility Fund Bonds

Consider approving the Fourteenth 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, and the refinancing or remarketing of certain outstanding Texas Mobility Fund bonds without incurring additional debt and without extending the final maturity if financial market conditions are favorable for refinancing; and designating department officials to take all actions necessary to deliver the bonds (MO)

116065  
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 fourteenth 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 secured by all or part of the money in the fund (bonds or obligations) 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 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 "Fourteenth Supplemental Resolution to the Master Resolution Establishing the Texas Transportation Commission Mobility Fund Revenue Financing Program" (fourteenth 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 fourteenth 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 fourteenth supplement, the department representative, as defined in the fourteenth supplement, includes the chief financial officer of the Texas Department of Transportation (department) and the director of the project finance, debt and strategic contracts division of the department. The department representative is authorized to conduct a tender offer for outstanding and defeased bonds as well as 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 refunding obligations and any tender offer of outstanding and defeased bonds, as prescribed in each award certificate in accordance with the fourteenth supplement.

Under the fourteenth supplement, each department representative is authorized to conduct a tender offer for outstanding and defeased bonds as well as 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 or tender offers.

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. The commission further understands that additional disclosure and tender documents may be distributed in connection with any tender offer related to outstanding and defeased bonds.

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, 2021.

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 fourteenth supplement, any bond purchase contract (including any forward or delayed delivery purchase contract), award certificates, paying agent/registrars agreements, tender offer agreements and escrow agreements and similar agreements necessary for any series of the refunding 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, including any extensions of any existing agreements, as 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 fourteenth 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, if any.

IT IS FURTHER ORDERED by the commission that the chief financial officer of the department and the director of the 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, may approve. such approval to be conclusively evidenced by delivery of such official statement. 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. Disclosure documents are approved for distribution in connection with any tender offer program for outstanding and defeased bonds in such form as a department representative, on behalf of the commission, may approve, such approval to be conclusively evidenced by delivery thereof.



IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the issuance of each series of the bonds and any tender offer, 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 fourteenth 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 in the same or different interest rate modes or different subseries as authorized by the tenth supplement authorizing the Series 2014-B Bonds including any remarketing agreements, or amendments thereto, and any liquidity agreements including any agreement with the Texas Comptroller of Public Accounts. Any remarketing memorandum in connection with the Series 2014-B Bonds is approved for distribution and each department representative, on behalf of the commission, is authorized to approve the form of any remarketing memorandum and to take all other actions necessary in connection with any remarketing of the Series 2014-B Bonds.

(3) Highway Improvement General Obligation Bonds

Consider approving the Sixth 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, and the refinancing of certain outstanding HIGO bonds without incurring additional debt and without extending the final maturity if financial market conditions are favorable for refinancing; and designating department officials to take all actions necessary to deliver the bonds (MO)

116066  
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 sixth 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 Highway Improvement General Obligation bonds, notes and other public securities (general obligation 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) to refund 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 "Sixth Supplemental Resolution to the Master Resolution Establishing the Texas Transportation Commission Highway Improvement General Obligation Financing Program" (sixth 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 sixth 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 sixth supplement, the "department representative," as defined in the sixth supplement, includes the chief financial officer of the department and the director of the project finance, debt and strategic contracts division of the department. The department representative is authorized to determine the method of sale for the bonds, and shall further determine such price, interest rate or rates, such terms of the bonds and any tender offer of outstanding and defeased bonds, as prescribed in each award certificate in accordance with the sixth supplement.

Under the sixth supplement, each department representative is authorized to conduct a tender offer for outstanding and defeased bonds as well as 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 or tender offers.

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. The commission further understands that additional disclosure and tender documents may be distributed in connection with any tender offer related to outstanding and defeased 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 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 sixth supplement, any bond purchase contracts (including any forward or delayed delivery purchase contracts), award certificates, tender offer agreements, paying agent/registrar agreements and escrow agreements, 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 chief financial officer of the department and the director of the 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, 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 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, may approve, such approval to be conclusively evidenced by delivery 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. Disclosure documents are approved for distribution in connection with any tender offer program for outstanding and defeased bonds in such form as a department representative, on behalf of the commission, may approve, such approval to be conclusively evidenced by delivery thereof.

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 sixth supplement, the program documents, and the variable rate documents, if any.

(4) Central Texas Turnpike System Bonds

Consider approving the Ninth 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 including any additional supplemental indentures necessary to comply with the CTTS master trust indenture, and the refinancing or remarketing of certain outstanding CTTS bonds without incurring additional debt and without extending the final maturity if financial market conditions are favorable for refinancing; and designating department officials to take all actions necessary to deliver the bonds (MO)

116067  
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 toll revenue obligations to finance and refinance a portion of the costs of the system (system bonds), composed of the SH 130, SH 45 N, Loop 1, and SH 45 SE project elements, described above, pursuant to an "Indenture of Trust" dated July 15, 2002 (master indenture) and eight supplemental indentures. Any terms not otherwise defined in this order have the meaning given in the master indenture as supplemented by the ninth 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 obligations pursuant to the master indenture to refund all or any portion of the outstanding system bonds (refunding bonds), and the master indenture authorizes the issuance of such refunding 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 ninth supplement.

The master indenture, together with the "Ninth Supplemental Indenture of Trust" (ninth supplement), prescribes the terms, provisions and covenants related to the proposed issuance of refunding bonds in one or more series with such name, series designation and other terms and provisions as provided in the ninth supplement and each related award certificate so long as the issuance of such refunding bonds 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, (iv) variable rate refinancing of fixed rate obligations or (iv) any combination thereof.

Under the ninth supplement, a chief financial officer, as defined in the ninth 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 conduct a tender offer for outstanding and defeased bonds as well as determine the method of sale for each series of refunding bonds as well as the price, lien status, other terms of each series of the refunding bonds and any tender offer of outstanding and defeased bonds, as prescribed in each award certificate in accordance with the ninth supplement.

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. The commission further understands that additional disclosure and tender documents may be distributed in connection with any tender offer related to outstanding and defeased bonds.

Under the ninth supplement, a chief financial officer, on behalf of the commission, is authorized to conduct a tender offer for outstanding and defeased bonds as well as 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 or tender offers. Under the ninth supplement, a chief financial officer, on behalf of the commission, is authorized to execute any additional supplemental indentures necessary to comply with the master indenture including designating certain system funds as current revenues.

In accordance with the master indenture and each supplemental indenture, a chief financial officer, on behalf of the commission, is authorized to designate the trustee for each series of bonds and the ninth supplement further authorizes a chief financial officer to remove and replace the trustee in compliance with the requirements of the master indenture if such change is determined by such chief financial officer to be in the best interest of the system.

The commission has also determined it to be in the best interest of the state to remarket or refund the commission's Central Texas Turnpike System First Tier Revenue Refunding Put Bonds, Taxable Series 2020-B (the "Series 2020-B Bonds") that are subject to mandatory tender on August 15, 2022.

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 ninth supplement, any additional supplemental indentures, each bond purchase agreement (including any forward delivery purchase contract), as applicable, escrow agreements, if necessary, tender offer agreements, 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 bonds (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 notices and ancillary documents in connection with the issuance of each series of the refunding bonds, any tender offer, any remarketing, any additional supplemental indentures, any change in trustee, 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, may approve such approval to be conclusively evidenced by delivery 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. Disclosure documents are approved for distribution in connection with any tender offer

program for outstanding and defeased bonds in such form as a chief financial officer, on behalf of the commission, may approve.

IT IS FURTHER ORDERED by the commission that any necessary ancillary documents in connection with the issuance of each series of the system bonds, any tender offer, any supplemental indentures, change in trustee, 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 agreements, 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 ninth supplement, the program documents and the variable rate documents, if any.

IT IS FURTHER ORDERED by the commission that each chief financial officer is authorized and directed to provide any required notices and execute all necessary documents in connection with any remarketing of the Series 2020-B Bonds in the same or different interest rate modes or different subseries as authorized by the eighth supplement authorizing the Series 2020-B Bonds including any remarketing agreements or amendments thereto and any liquidity agreements. Any remarketing memorandum in connection with the Series 2020-B Bonds is approved for distribution and each chief financial officer, on behalf of the commission, is authorized to approve the form of any remarketing memorandum and to take all other actions necessary in connection with any remarketing of the 2020-B Bonds.

e. Land Acquisitions for Facilities

Various Counties - Consider the grant of authority to the department to acquire real property for facilities (MO)

116068  
SSD

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 Chapter 203 authorizes the commission to acquire an interest in real property that the commission determines is necessary or convenient to construct or operate a facility used in connection with the construction, maintenance or operation of a state highway or toll project, or to accomplish any other purpose related to the location, construction, improvement, maintenance, beautification, preservation or operation of a state highway.

The Texas Department of Transportation (department) proposes to acquire the properties listed on the attached Exhibit A for the construction of new facilities and expansion of existing facility sites. Funds for the purchase of these properties were appropriated by the 86th Legislature, General Appropriations Act for the 2020-21 Biennium.

The commission finds that the acquisition of the properties listed in Exhibit A is necessary for the overall efficiency of the construction, maintenance and operation of the state highway system.

IT IS THEREFORE ORDERED by the commission that the purchase prices for the individual properties listed on Exhibit A may be expended to pay for such properties, together with such additional funds as may be required to pay any necessary and customary incidental expenses of performing due diligence and acquiring fee simple title to the properties.

IT IS FURTHER ORDERED by the commission that the executive director, or his designee, is authorized to negotiate and execute earnest money contracts or purchase

agreements containing such terms as determined necessary to purchase the properties. The executive director, or his designee, may terminate such contracts or agreements in the event that the department determines that one or more of the properties is unsuitable for its intended purpose.

IT IS FURTHER ORDERED by the commission that the executive director, or his designee, is authorized to close the acquisition of the properties and execute any related closing documents, to expend funds for the applicable purchase prices, surveys, due diligence, title insurance, and any other necessary ancillary expenses, and to take other actions necessary to acquire fee simple title to the properties, consistent with the provisions of this minute order.

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

f. Speed Zones

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

116069  
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.

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

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

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

The commission recessed for break at 11:41 a.m. and reconvened the meeting at 11:54 a.m.

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 Don Dixon praising the rest stop on Interstate 35; and from Farm & City Executive Director Jay Blazek Crossley concerning the 2022 Unified Transportation Program. Speaking on the North Houston Highway Improvement Project (NHHIP) Chairman Bugg recognized State Representative Dennis Paul, R. Jack Cagle, Harris County Commissioner, Precinct 4, Transportation Advocacy Group (TAG) Houston Executive Director Andrea French, North Houston Association President Marlisa Briggs, Black Women of Greater Houston representative Dr. Janice Beal, Black Women of Greater Houston representative Melanie Miles, NAACP representative Belinda Everette, Central Houston, Inc. representative Marie Hoke Fish, and private citizens Nate Beverly, Jasmine Gaston, Molly Cook, Craig Raborn, and Dr. Abdul Haleem Muhammad.

ITEM 11. 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 recessed to executive session at 12:57 p.m. and returned from executive session at 2:00 p.m.

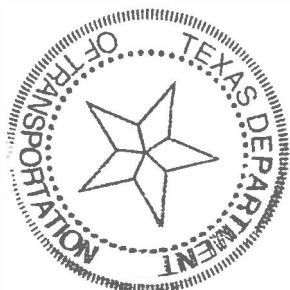
Commissioner Ryan motioned adjournment and Commissioner Vaughn seconded the motion. The commission voted 4 - 0 to adjourn. The regular meeting of the Texas Transportation Commission was adjourned at 2:00 p.m.

APPROVED by the Texas Transportation Commission on August 31, 2021:

J. Bruce Bugg, Jr., Chairman  
Texas Transportation Commission

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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 29, 2021, in Austin, Texas.

  
Robin Carter, Commission Chief Clerk  
Texas Department of Transportation