

These are the minutes of the regular meeting of the Texas Transportation Commission held on August 30, 2022, in Austin, Texas. The meeting was called to order at 10:08 a.m. by Chairman Bugg with the following commissioners present:

Texas Transportation Commission:

J. Bruce Bugg, Jr.	Chairman
Alvin New	Commissioner
Robert C. Vaughn	Commissioner

Commissioner Laura Ryan did not attend the meeting.

Administrative Staff:

Marc Williams, Executive Director
Jeff Graham, General Counsel
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 2:28 p.m. and 2:31 p.m on August 22 2022, 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.

ITEM 2. Opening Comments from Commissioners and Executive Director

The commissioners made opening remarks.

Following open comments, Chairman Bugg recognized Senator Larry Taylor Senate District 11, Representative Lina Ortega for District 77, Representative Brooks Landgraf District 81, and Representative Ed Thompson District 29 each speaking in favor of projects in their districts.

ITEM 3. Consider the approval of the Minutes of the July 12, 2022, regular meeting of the Texas Transportation Commission

Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the minutes of the July 12, 2022, regular meeting by a vote of 3 - 0.

ITEM 4. Acknowledgment of Service

a. Recognize by resolution Atlanta District Engineer Jere A. “Buddy” Williams, P.E. for 32 years of service to the department

This resolution was presented by Deputy Executive Director for Program Delivery, Brian Barth.

b. Recognize by resolution Director of District Operations Quincy D. Allen, P.E. for 37 years of service to the department

This resolution was presented by Deputy Executive Director for Program Delivery, Brian Barth.

ITEM 5. Unified Transportation Program (UTP)

Consider the approval of the 2023 Unified Transportation Program (MO) (Presentation)

This item was presented by Transportation Planning and Programming Division Director Jessica Butler. The commission heard public comments from Former Secretary of Commerce Don Evans. The commission heard public from Judge Bill Magers from Garyson County, and from Private citizens DeDe Alexander, and Dewon Clayborn; as well as Carl A. Joiner, Mayor of Kemah, Kevin Cole, Mayor of Pearland, Pat Hallisey, Mayor of League City, Paul Horn, Mayor City of Alvin, Larry Millican, League City Councilman, Amy Skicki, Executive Director, BayTran, Jim Johnson, Pearland Chamber CEO, John Baumgartner, City Manager, League City, Unru Roland, City Manager, City of Alvin, and John Bowen, League City Councilman.in regards to the Grand Parkway. The commission heard comments concerning the I-45 project in the Houston District from private citizens Jasmine Gaston, Latricia St Jules, Kendra London, Adam Greenfield, Hillary Haines, Isabel Martinez, Dougie Steinbach, Austin Lewellen, Deanna De La Garza, Alexander Spike, Lisa Seger, Theresa G, Molly Cook, Chloe Hope Cook, Leslie Vasquez, Termaria Zernike Bartley, Stephany Anahi Valdez, Paris Thomas, Fred Lindner, Zack Hamburg, Liz Nguyen, Michael Moritz, Natalia Moreno, Parys Burks, Charlotte Davis, Marian Wright, Lisa Ellis, Stacey Seals, Deaglan Hendershot, Harrison Humphreys, Katy Murdza, Nick Panzarella, Joseph Panzarella, Pervez Agwan, Hexel Colorado, and Walter Mallet; the commission also heard remarks on this subject from: Kris Larson, President and CEO, Central Houston Inc., Lonnie Hoogeboom, Director of Planning and Design, Houston Downtown Management District, John Allen Douglas, Executive Director, Downtown Redevelopment Authority, Algenita Scott Davis, Housing Program Manager for the Center for Civic and Public Policy Improvement, Melissa Beeler, Air Alliance Houston, Alondra Torres, Air Alliance Houston, Sandra Edwards, Impact 5th Ward, Duncan Byers, Chief of Staff for State Representative Penny Morales Shaw, Bobby Lieb, Houston Northwest Chamber of Commerce, Amalia Paola Torres Audifred Gallegos, Greater Houston Coalition for Justice, Jonathan Paul Brooks, LINK Houston, Ashley Johnson, LINK Houston, Julia Orduna, Texas Housers, Taylor Landin, Greater Houston Partnership, LaTonya Whittington, Cannabis Reforming Houston, Bruce Hillegeist, Greater Tomball Area Chamber of Commerce, Stephanie Wiggins, The Partnership Lake Houston, John Dean, North Houston Association, Marlisa Briggs, North Houston Association, and Susan Graham, Stop TxDOT I-45, representing Houston District H Council Member Karla Cisneros. The commission heard public comments about the I-35 project in the Austin district from Eric Guenther, Anna Maciel, Kelsey Huse, Aleksandra Sirolob, Adam Greenfield, Chelsea Burns, and City of Austin Housing Commissioner Bertha Rendon Delgado. The commission heard comments about El Paso District projects from Eduardo Calvo, Executive Director, El Paso MPO, David Stout, County Commissioner El Paso County Precinct 2, Sito Negron, Sunset Heights Neighborhood Association, and private citizens Scott White and Robert Storch. The commission received public comment for Dallas District projects from Ann Zadeh, Executive Director, Community Design Fort Worth; and citizen Adam Lamont. Finally, the commission heard public comment request for ADA sidewalks from Jay Blazek Crossley, Executive Director Farm and City Daniel Kavelman, Farm and City.

The commission took a short recess at 12:19 p.m. and reconvened at 12:28 p.m.

Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

The commission took a short recess at 1:28 p.m. and reconvened at 2:03 p.m.

116292
TPP

Transportation Code, §201.991 provides that the Texas Department of Transportation (department) shall develop a Unified Transportation Program (UTP) covering a period of 10 years to guide the development of and authorize construction of transportation projects. Transportation Code, §201.602 requires the Texas Transportation Commission (commission) to annually conduct a public hearing on its highway project selection process and the relative importance of the various criteria on which the commission bases its project selection decisions. The commission has adopted rules located in Title 43, Texas Administrative Code, Chapter 16, governing the planning and development of transportation projects, which include guidance regarding public involvement related to the project selection process and the development of the UTP. These rules also require the commission to review both the transportation allocation funding formulas and criteria for allocation of funds at least as frequently as every four years and adopt the UTP not later than August 31 of each year.

The commission has reviewed the formulas and criteria set out in the rules and determined that both continue to be appropriate.

The department conducted a statewide virtual public meeting on July 7, 2022, and a statewide virtual public hearing on July 26, 2022, to receive comments and testimony concerning the development of the 2023 UTP and the project selection process.

The 2023 UTP, which is attached as Exhibit A, authorizes funding for each of the twelve funding categories established by the rules and outlines the various project selection methods. The 2023 UTP lists the connectivity and new capacity roadway projects that the department intends to develop and potentially let during the 10-year period and references for each listed project the funding category to which it is assigned. The funds and projects listed for aviation, public transportation, rail, and state waterways and coastal waters are authorized by separate minute orders and this UTP does not supersede those prior actions.

IT IS THEREFORE ORDERED by the commission that the 2023 UTP, including the project selection process, as shown in Exhibit A, is hereby approved and supersedes the previously-approved 2022 UTP for fiscal years 2023-2032.

IT IS FURTHER ORDERED that the executive director is hereby authorized to develop the projects funded in the UTP to the appropriate level of authority, to include any necessary agreements, right of way acquisitions, utility adjustments, and relocation assistance, subject to the policies of the department and all applicable federal and state laws governing the acquisition of real property.

IT IS FURTHER ORDERED that pursuant to Transportation Code, §222.052, the commission may accept financial contributions from political subdivisions of the state for development of projects in the 2023 UTP.

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

ITEM 6. 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. Commissioner Vaughn made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 3 - 0.

116293
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 August 3 and 4, 2022, as well as DALLAS DISTRICT, COLLIN COUNTY, Job Number 3426, Project Number STP 2022(764)HES, which was publicly read on June 29, 2022, as well as DALLAS DISTRICT, DALLAS COUNTY, Job Number 3432, Project Number STP 2022(765)HES, which was publicly read on June 29, 2022, as well as LUBBOCK DISTRICT, LUBBOCK COUNTY, Job Number 3613, Project Number STP 2021(423)MM, which was publicly read on June 30, 2022 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.

On August 30, 2022, the Texas Transportation Commission (commission) approved the 2023 Unified Transportation Program (UTP), which included language that provides that the Commission may approve additional funding to projects up to 25% in Categories 2, 4, and 12. The additional funding is subject to the availability of funds for that category and commission approval at the time of award of the contract for the highway construction project. Increases to funding may not impact the total formula allocation to the district or Metropolitan Planning Organization.

The 2023 UTP includes projects that are funded with categories 2, 4 and 12, and those projects that received bids in excess of the 2023 UTP funding are shown on Exhibit B.

The department recommends that the 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.

The department also recommends that the commission respectively consider to increase funding, reject or defer, as indicated, for those highway construction contracts identified on attached Exhibit B 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.

IT IS FURTHER ORDERED by the commission that the category funding to projects described in Exhibit B, be and are hereby respectively approved for increase or rejected or deferred as indicated therein.

Note: Exhibits A and B are 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 Vaughn, and the commission approved the following minute order by a vote of 4--0.--- **Vote is 3-0 correction made in accordance with vote take December 3, 2022 - NL**

116294
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 August 3 and 4, 2022, 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 New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

116295
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 August 2, 2022, 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 7. Aviation

a. Various Counties - Consider the award of federal non-primary entitlement grant funding, federal apportionment grant funding and state grant funding for airport improvement projects at various locations (MO)

This item was presented by Aviation Division Director Dan Harmon. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

116296
AVN

The Texas Department of Transportation (department) is authorized under Title 49, United States Code, Chapter 471, and Texas Transportation Code, Chapter 21, to award federal and state funding for capital improvement projects and to assist in the development and establishment of airports in the state of Texas.

Further, Texas Constitution, Article 3, §49-k(c) authorizes money in the Texas Mobility Fund (TMF) to be used to provide participation by the state in the payment of a portion of the costs of constructing and providing public transportation projects in accordance with the procedures, standards, and limitations established by law. Texas Transportation Code §201.943 provides that money in the TMF may be used in the payment of a portion of the costs for providing public transportation projects that are determined by the Texas Transportation Commission (commission) to be in the best interests of the state in its major goal of improving the mobility of the residents of the state.

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

On July 29, 2022, a public hearing was held. No comments were received.

Pursuant to Transportation Code §§201.943 and 201.946, the commission finds that the public transportation projects in Exhibit A to be in the best interests of the state in its major goal of improving the mobility of the residents of the state and are eligible for TMF funds.

IT IS THEREFORE ORDERED by the commission that the executive director, or the director's designee, subject to applicable federal and state requirements, is authorized to enter into any necessary agreements to fund, through the Aviation Facilities Grant Program, the projects described in Exhibit A.

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

b. Various Counties - Consider the approval of the Routine Airport Maintenance Program (MO)

This item was presented by Aviation Division Director Dan Harmon. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

116297
AVN

The Texas Department of Transportation (department) is authorized under Texas Transportation Code, Chapter 21 and Chapter 22, to assist in the development and maintenance of airports in the state.

The Routine Airport Maintenance Program (RAMP) provides financial assistance for publicly owned or operated general aviation, reliever and non-hub commercial service airports included in the Texas Airport System Plan.

Due to the success of this program, the department requests continuation of the program by providing funds for airport maintenance and small capital improvements on a 50-50 basis up to a maximum of \$50,000 in state funds for Fiscal Year 2023.

A public hearing regarding the funding of RAMP was held on July 29, 2022, and no comments were received.

IT IS THEREFORE ORDERED by the Texas Transportation Commission that the airports listed in Exhibit A be awarded grants in accordance with RAMP and that the executive director, or the director's designee, is authorized to enter into any necessary grant agreements with the appropriate local government agencies necessary to carry out the directives of this minute order.

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

c. Aviation Capital Improvement Program - Consider the approval of the Aviation Capital Improvement Program (MO)

This item was presented by Aviation Division Director Dan Harmon. The commission heard comments from Dr. Shelly deZevallos Chairman of the Aviation Advisory Committee. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

116298
AVN

Pursuant to Transportation Code, §§21.108 and 21.109, and Title 43, Texas Administrative Code, §30.209, the Texas Department of Transportation prepares and updates a multiyear Aviation Capital Improvement Program (CIP). The CIP is a plan for general aviation airport development in Texas. It is a detailed listing of potential projects based on the anticipated funding levels of the Federal Aviation Administration Airport Improvement Program and the Texas Aviation Facilities Development Program.

In July 2022, the draft Fiscal Year 2023-Fiscal Year 2025 Aviation CIP was submitted to the sponsors of airports included in the Texas airport system for review. Comments received have been evaluated and, when appropriate, have been addressed in the CIP. The Texas Aviation Advisory Committee recommended approval of the Fiscal Year 2023-Fiscal Year 2025 CIP at its July 2022 meeting.

IT IS THEREFORE ORDERED by the commission that the Fiscal Year 2023-Fiscal Year 2025 Aviation Capital Improvement Program, as shown in Exhibit A, is hereby adopted and the executive director is authorized to proceed with the development of the airport facilities included in the program.

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

ITEM 8. Advisory Committee Appointments

a. Aviation Advisory Committee - Consider the appointment of members to the Aviation Advisory Committee (MO)

This item was presented by Director of Planning and Modal Programs Caroline Mays. Commissioner Vaughn made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 3 - 0.

116299
AVN

Transportation Code §21.003(a) provides that the Aviation Advisory Committee (committee) consists of members appointed by the Texas Transportation Commission (commission) to advise the commission and the Texas Department of Transportation on aviation matters. The commission by rule shall determine the number of members of the committee. Transportation Code §21.003(b) provides that a majority of the members of the committee must have five years of successful experience as an aircraft pilot, an aircraft facilities manager, or a fixed-base operator. Transportation Code §21.003(c) provides that a committee member serves at the pleasure of the commission.

Title 43, Texas Administrative Code, §1.84(a)(2) provides that the commission will appoint nine members to staggered terms of three years with three members' terms expiring August 31 of each year. Title 43, Texas Administrative Code, §1.82(c)(4) provides that a committee member may be removed at any time without cause by the person or entity that appointed the member.

The commission charges the committee with the following priorities: 1) provide input for assessment of general aviation airports statewide to help identify benefits of the system,

along with deficiencies, and long term needs for funding to maintain the system; and 2) provide advice on the development of the aviation capital improvement program and aviation facilities program.

All three are being reappointed to the committee with terms to expire on August 31, 2025.

The commission has determined that the individuals listed below fulfill the statutory requirements to serve as members of the committee and shall serve on the committee for the term specified, subject to regular meeting attendance, active participation, and ongoing contributions to the committee’s efforts. In the event a committee member does not comply with these requirements, the commission may remove and replace the member at any time during the term of service.

Re-appointments with Term Expiring on August 31, 2025:

- Bob McCreery, McAllen, Texas
- Justine Ruff, Midland, Texas
- Robert D. Tips, San Antonio, Texas

IT IS THEREFORE ORDERED by the commission that the individuals identified above are appointed to serve as members of the Aviation Advisory Committee for the term specified.

b. Bicycle and Pedestrian Advisory Committee - Consider the appointment of members to the Bicycle and Pedestrian Advisory Committee (MO)

This item was presented by Director of Planning and Modal Programs Caroline Mays. The commission heard public comment from private citizens Clay Jordan and Stacey Seals, and Marianne Wright who represented Alliance for Reasonable Traffic Solutions in Houston. Commissioner Vaughn made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 3 - 0.

116300
PTN

The Bicycle and Pedestrian Advisory Committee (committee) advises the Texas Transportation Commission (commission) on bicycle and pedestrian issues. Members of the committee are selected by the commission to serve voluntary, three-year terms. The committee works with the Texas Department of Transportation (department) staff on important initiatives that include recommendations on selection criteria for project applications for the department’s Transportation Alternatives Set-Aside funding; consideration of personal mobility, or micromobility, devices in relation to multimodal roadway users; the development of bicycle tourism trails in this state; and other items of mutual concern between the department and the bicycling and pedestrian communities. The committee functions under Title 43, Texas Administrative Code, §1.85 concerning department advisory committees.

One (1) individual is being re-appointed to the committee with a one-year term to expire on August 31, 2023, one (1) individual is being re-appointed to the committee with a term to expire on August 31, 2025, and three (3) individuals are new appointments to the committee with terms to expire on August 31, 2025.

The commission has determined that the individuals listed below shall serve for the term specified, subject to regular meeting attendance, active participation, and ongoing contributions to the committee’s efforts. In the event a committee member does not comply with these requirements, the commission may remove and replace the member at any time during the term of service.

The commission desires to make the following five committee appointments:

Re-appointment with Term Expiring on August 31, 2023:

Eva Lizette Garcia, Brownsville, TX

Re-appointment with Term Expiring on August 31, 2025:

Clint McManus, Houston, TX

New Appointments with Terms Expiring on August 31, 2025:

Kim Hooker, Amarillo, TX

Philip Hiatt Haigh, Dallas, TX

Norman Kieke, Austin, TX

IT IS THEREFORE ORDERED by the commission that the five individuals identified above are appointed as members of the department’s Bicycle and Pedestrian Advisory Committee for the terms specified.

c. Border Trade Advisory Committee - Consider the appointment of members to the Border Trade Advisory Committee (MO)

This item was presented by Director of Planning and Modal Programs Caroline Mays. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

116301
TPP

Transportation Code, §201.114, requires the Texas Transportation Commission (commission) to appoint members to the Border Trade Advisory Committee (committee) to assist the commission in defining and developing a strategy and making recommendations for addressing the highest priority border trade transportation challenges.

Transportation Code, §201.114, also provides that the committee must include, to the extent practicable: (1) the presiding officers, or persons designated by the presiding officers, of the policy boards of metropolitan planning organizations wholly or partly in the Texas Department of Transportation's Pharr, Laredo, Odessa, or El Paso transportation districts; (2) the person serving, or a person designated by the person serving, in the capacity of executive director of each entity governing a port of entry in this state; (3) a representative each from at least two institutes or centers operated by a university in this state that conduct continuing research on transportation or trade issues; and (4) the port director of the Port of Brownsville or the port director's designee.

Title 43, Texas Administrative Code, §1.84(d), provides that committee members serve staggered three-year terms expiring on August 31 of each year, except that the commission may establish terms of less than three years for some members in order to stagger terms.

Eight (8) individuals are being re-appointed to the committee with terms to expire on August 31, 2025, one (1) individual is a new appointment to the committee with a term to expire on August 31, 2024, and one (1) individual is a new appointment to the committee with a term to expire on August 31, 2025.

The commission has determined that the individuals or positions listed below fulfill the statutory requirements to serve as members of the committee and shall serve for the term specified, subject to regular meeting attendance, active participation, and ongoing contributions to the committee’s efforts.

Re-appointments with Terms Expiring on August 31, 2025:

- Raquel Espinoza, Union Pacific Railroad
- Jake Giesbrecht, Presidio Bridge
- Cynthia Garza-Reyes, Pharr Economic Development Corporation
- Dante Galeazzi, Texas International Produce Association
- Jon Barela, Borderplex Alliance
- David Coronado, El Paso International Bridge System
- Marga Lopez, Progreso International Bridge
- Juan Olaguibel, McAllen/Hidalgo/Anzalduas Bridge

New Appointment with a Term Expiring on August 31, 2024:

- Pete Sepulveda Jr., Cameron County Bridge System

New Appointment with a Term Expiring on August 31, 2025:

- Maria Elena Giner, International Boundary and Water Commission

IT IS THEREFORE ORDERED by the commission that the individuals or positions named above are appointed to the Border Trade Advisory Committee for the terms specified.

d. Port Authority Advisory Committee - Consider the appointment of members to the Port Authority Advisory Committee (MO)

This item was presented by Director of Planning and Modal Programs Caroline Mays. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

116302
MRD

Transportation Code, §55.006(a), requires the Texas Transportation Commission (commission) to appoint seven members to the Port Authority Advisory Committee (committee). The purpose of the committee is to advise the commission and the Texas Department of Transportation (department) on maritime port issues and to provide a forum for the exchange of information between the commission, the department, and committee members representing the maritime port industry in Texas and others who have an interest in maritime ports. Transportation Code, §55.006(b) provides that a committee member serves at the pleasure of the commission.

Pursuant to Title 43, Texas Administrative Code, §1.84(c), committee members appointed by the commission serve staggered three-year terms unless removed sooner at the discretion of the commission.

Three individuals are being re-appointed to the committee and one individual is a new appointment. All terms will expire on August 31, 2025.

The commission has determined that the individuals listed below fulfill the statutory requirements to serve as members of the committee and shall serve for the term specified, subject to regular meeting attendance, active participation, and ongoing contributions to the committee’s efforts. In the event a committee member does not comply with these requirements, the commission may remove and replace the member at any time during the term of service.

Reappointments with Terms Expiring on August 31, 2025

- Roger Guenther, Executive Director, Port Houston – Port Houston
- Chris Fisher, Port Director & CEO, Port of Beaumont – Upper Coast

Sean Strawbridge, CEO, Port of Corpus Christi – Lower Coast

New Appointment with a Term Expiring on August 31, 2025

Sean Stibich, Executive Director, Port of Victoria – Lower Coast

IT IS THEREFORE ORDERED by the commission that these individuals be appointed as members of the Port Authority Advisory Committee for the term specified.

9. Financial Management

Consider the adoption of the Fiscal Year 2023 Texas Department of Transportation Budget (MO)

116303
FIN

This item was presented by Financial Management Division Director Amanda Landry. Commissioner Vaughn made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 3 - 0.

The General Appropriations Act of the 87th Legislature, Regular Session, has appropriated funds for the operations of the Texas Department of Transportation (department) for Fiscal Year 2023.

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 \$14,959,400,782 be authorized for the operations of the department for Fiscal Year 2023; 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 87th 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 10. Legislative Appropriations Request

Consider the adoption of the Texas Department of Transportation's Fiscal Year 2024-2025 Legislative Appropriations Request (MO) (Presentation)

This item was presented by Financial Management Division Director Amanda Landry. The commissioners heard comments from Peter J. LeCody, President, Texas Rail Advocates. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

116304
FIN

The Legislative Budget Board and the Governor’s Office of Budget and Policy provide instructions for each agency to submit a biennial request for legislative appropriations. The funds shown in Exhibit A are necessary to effectively accomplish the mission, goals, objectives, and strategies of the Texas Department of Transportation’s (department) strategic planning and budget structure previously approved by the Office of the Governor, Division of Budget and Policy, and the Legislative Budget Board. The Texas Transportation Commission (commission) supports the mission, goals, objectives, strategies and funding requirements contained in Exhibit A.

IT IS THEREFORE ORDERED by the commission that the executive director is authorized to submit a Legislative Appropriations Request to the Office of the Governor,

Budget Division, and the Legislative Budget Board in accordance with all prescribed guidelines in the amounts outlined in Exhibit A for Fiscal Year 2024 and Fiscal Year 2025.

IT IS FURTHER ORDERED that the executive director is hereby authorized to make adjustments to the requested levels as may be necessary in operations of the department.

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

ITEM 11. Design Build Contract

Consider authorizing the department to issue a request for proposals to design, construct and maintain the I-35 NEX South Project, consisting of non-tolled improvements along I-35 from approximately I-410 South to I-410 North, including transitions along I-35 from Petroleum Drive to I-410 South, and along the portion of I-410 South from the I-35/I-410 South Interchange to 0.3 miles north of Seguin Road/FM 78, in San Antonio and Bexar County; and consider approving stipulated amounts as payment for the work product of unsuccessful proposers (MO) (Presentation)

This item was presented by Deputy Executive Director for Program Delivery Brian Barth P.E. Commissioner Vaughn made a motion, which was seconded by Commissioner New, and the commission approved the following minute order by a vote of 3 - 0.

116305
ALD

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

On March 31, 2022, by Minute Order 116217, the Texas Transportation Commission (commission) authorized the department to issue a request for qualifications (RFQ) to design, construct, and potentially maintain the I-35 Northeast Expansion (NEX) South Project. The project will include non-tolled improvements along I-35 from approximately I-410 South to I-410 North, including transitions along I-35 from Petroleum Drive to I-410 South, and along the portion of I-410 South from the I-35/I-410 South Interchange to 0.3 miles north of Seguin Road/FM 78, which improvements include the construction of: additional elevated mainlanes comprised of two General Purpose lanes and one High Occupancy Vehicle lane in each direction; two additional direct connectors at the I-35/I-410 South interchange to connect I-410 to the I-35 elevated lanes; and connection to the elevated lanes and direct connectors at the I-35/I-410 North interchange being constructed as part of the I-35 Northeast Expansion Central Project in Bexar County, Texas.

The department issued the RFQ on April 15, 2022. Four proposer teams responded to the RFQ. Following the department's evaluation of the qualifications statements, the best qualified teams will be short-listed and requested to submit detailed proposals to design, construct, and potentially maintain the project.

Transportation Code § 223.246 and 43 TAC § 9.153(d) provide that, if authorized by the commission, the department will issue a request for proposals (RFP) from all private entities qualified for the short list. The department intends to issue an RFP for the I-35 NEX South Project and to request detailed proposals from the short-listed teams to design, construct, and maintain the I-35 NEX South Project.

Transportation Code § 223.249(a) and 43 TAC § 9.153(f) requires the department to pay an unsuccessful private entity that submits a detailed proposal that is responsive to the requirements of the RFP a stipulated amount in exchange for the work product contained in the proposal. The stipend must be a minimum of twenty-five hundredths of one percent of the contract amount, the stipulated amount must be stated in the RFP, and it may not exceed the value of any work product contained in the proposal that can, as determined by the department, be used by the department in the performance of its functions. Payment for this work product would allow the department to use the work product for the benefit of the I-35 NEX South Project or other department projects without further payment to the unsuccessful proposer. Transportation Code § 223.249(b) and 43 TAC § 9.153(f) require the department to pay a partial stipend in the event that a procurement is terminated before the execution of a design-build contract.

IT IS THEREFORE ORDERED by the commission that the department is authorized to issue an RFP to design, construct, and maintain the I-35 NEX South Project in Bexar County.

IT IS FURTHER ORDERED that, after consideration of the criteria in 43 TAC § 9.153(f), the department is authorized to pay each proposer that submits a responsive, but unsuccessful, proposal for the I-35 NEX South Project an amount based upon the value of the work product provided in the proposal that can, as determined by the department, be used by the department in the performance of its functions, up to a maximum amount per proposer of 0.25% of the successful proposer's price for all work under the design-build contract.

IT IS FURTHER ORDERED that in the event the procurement is terminated prior to the execution of the design-build contract, and after consideration of the criteria in 43 TAC § 9.153(f), the department is authorized to pay each proposer a partial stipend based upon the value of the work product that can, as determined by the department, be used by the department in the performance of its functions, up to a maximum amount per proposer of \$1,575,000.

IT IS FURTHER ORDERED that payment for work product may only be paid to the extent that the work product submitted meets the minimum criteria and the proposer satisfies the conditions for payment identified by the department in the I-35 NEX South Project procurement documents.

ITEM 12. Minute Order Reconsideration

Bexar County - FM 1560 - Consider rescinding Minute Order 114167, dated December 18, 2014 (MO)

This item was presented by Right of Way Division Director Kyle Madsen. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute order by a vote of 3 - 0.

By Minute Order 114167, dated December 18, 2014, the Texas Transportation Commission (commission) ordered that, on issuance of the Project Acceptance Letter for project CSJ 2230-01-013, FM 1560 from Helotes city limit east to Loop 1604, a distance of 1.4 miles and described in that order as Tract 1, would no longer be needed for a state highway purpose and was to be removed from the state highway system. The minute order also recommended, subject to approval by the attorney general, that on the issuance of the Project Acceptance Letter, the governor of Texas execute a proper instrument transferring all of the state's right, title, and interest in Tract 1 to the City of San Antonio.

The Project Acceptance Letter for project CSJ 2230-01-013 has not been issued and no recommendation of transfer of the real property has been made to the governor of Texas. Therefore, the portion of FM 1560 described as Tract 1 in Minute Order 114167 remains a part of the state highway system.

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On further consideration, the commission has determined that Tract 1 continues to be needed for state highway purposes.

IT IS THEREFORE ORDERED by the commission that Minute Order 114167, dated December 18, 2014, is hereby rescinded.

FURTHER, IT IS ORDERED by the commission that FM 1560 from Helotes city limit east to Loop 1604, a distance of 1.4 miles, remain a part of the state highway system.

ITEM 13. Eminent Domain Proceedings

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

This item was presented by Right of Way Division Director Kyle Madsen. 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 New and the following minute order was approved by Chairman Bugg, Commissioner New, and Commissioner Vaughn (a vote of 3 - 0).

116307
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-GGGG. 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 1-105 in accordance with Transportation Code, Sections 203.002 and 203.003.

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

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

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

NON-CONTROLLED ACCESS

<u>COUNTY</u>	<u>HIGHWAY</u>	<u>EXHIBIT</u>	<u>ROW CSJ NO.</u>	<u>PARCEL</u>
Bexar	FM 1560	69	2230-01-023	7
Bexar	FM 1560	24	2230-01-023	20
Bexar	FM 1560	74	2230-01-024	59
Bexar	FM 1560	75	2230-01-024	67
Bowie	US 82	90	0046-03-043	P00054824
Bowie	US 82	91	0046-03-043	P00054826
Bowie	US 82	92	0046-03-043	P00054827
Bowie	US 82	93	0046-03-043	P00054834
Bowie	US 82	95	0046-04-069	P00054843
Bowie	US 82	98	0046-04-069	P00054844
Brazoria	SH 36	79	0188-04-041	4
Comal	FM 3351	6	3212-05-017	P00060805
Denton	SH 121 B	100	0364-03-103	1
Denton	SH 121 B	101	0364-03-103	2
Denton	SH 121 B	102	0364-03-103	3
Fayette	US 77	29	0211-06-066	2
Fayette	US 77	30	0211-06-066	4
Fayette	US 77	1	0211-06-066	7
Fayette	US 77	15	0211-06-066	8
Fayette	US 77	31	0211-06-066	9
Fayette	US 77	23	0211-06-066	12
Fayette	US 77	27	0211-06-066	14
Fayette	US 77	60	0211-06-066	15
Fayette	US 77	70	0211-06-066	22
Fayette	US 77	17	0211-06-066	26
Fayette	US 77	16	0211-06-066	30
Fayette	US 77	61	0211-06-066	31
Fayette	US 77	25	0211-06-066	35
Fayette	US 77	7	0211-06-066	41
Fayette	US 77	18	0211-06-066	46
Fayette	US 77	19	0211-06-066	49
Fayette	US 77	72	0211-06-066	50
Fayette	US 77	71	0211-06-066	56
Fayette	US 77	22	0211-06-066	58

NON-CONTROLLED ACCESS (continued)

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Fayette	US 77	28	0211-06-066	59
Fayette	US 77	10	0211-06-066	60
Fayette	US 77	26	0211-06-066	67
Fayette	US 77	2	0211-06-066	71
Fayette	US 77	20	0211-06-066	73
Fayette	US 77	32	0211-06-066	79
Fayette	US 77	33	0211-06-066	80
Fayette	US 77	59	0211-06-066	81
Fayette	US 77	104	0211-06-066	82
Fayette	US 77	34	0211-06-066	83
Fayette	US 77	105	0211-06-066	85
Fayette	US 77	21	0211-06-066	87
Fort Bend	FM 723	77	0188-09-052	101
Fort Bend	FM 723	94	0188-09-052	109
Fort Bend	FM 723	97	0188-09-052	114
Fort Bend	FM 723	4	0188-09-052	115
Fort Bend	FM 723	76	0188-09-052	117
Galveston	SH 146	42	0389-06-092	329
Galveston	SH 146	43	0389-06-092	330
Galveston	SH 146	58	0389-06-092	333
Galveston	SH 146	45	0389-06-092	345
Galveston	SH 146	78	0389-06-092	400-9 OAS
Galveston	SH 146	5	0389-07-036	2B
Gregg	FM 2275	73	2158-01-024	74
Grimes	SH 30	68	0212-04-044	3
Grimes	SH 30	65	0212-04-044	4
Grimes	SH 30	67	0212-04-044	5
Grimes	SH 30	66	0212-04-044	6
Grimes	SH 30	63	0212-04-044	P00010176
Grimes	SH 30	64	0212-04-044	P00010177
Jack	US 281	57	0249-07-076	10
Lampasas	US 281	13	0251-06-040	P00060605
Lubbock	FM 1585	14	1502-01-037	326D
Lubbock	FM 1585	103	1502-01-037	327
Lubbock	FM 1585	12	1502-01-037	330
Lubbock	FM 1585	96	1502-01-037	333
Mills	US 183	99	0274-01-042	1
Montgomery	SH 105	11	0338-04-074	415
Montgomery	SH 105	9	0338-04-074	451
Starr	SL 195	62	3632-01-004	129
Starr	SL 195	3	3632-01-006	109
Travis	RM 620	8	0683-02-083	58
Tyler	US 69	80	0200-08-058	24
Tyler	US 69	81	0200-08-058	26
Tyler	US 69	82	0200-08-058	31
Tyler	US 69	84	0200-08-058	34

NON-CONTROLLED ACCESS (continued)

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Tyler	US 69	85	0200-08-058	35
Tyler	US 69	86	0200-08-058	36
Tyler	US 69	87	0200-08-058	38
Tyler	US 69	88	0200-08-058	46
Tyler	US 59	89	0200-08-058	47
Tyler	US 69	83	0200-08-058	33
Victoria	US 59	56	0088-05-107	P00059764
Victoria	US 59	55	0088-05-107	P00059765
Victoria	US 59	54	0088-05-107	P00059766
Victoria	US 59	53	0088-05-107	P00059767
Victoria	US 59	52	0088-05-107	P00059768
Victoria	US 59	51	0088-05-107	P00059769
Victoria	US 59	50	0088-05-107	P00059770
Victoria	US 59	49	0088-05-107	P00059772
Victoria	US 59	48	0088-05-107	P00059773
Victoria	US 59	39	0088-05-107	P00059774
Victoria	US 59	47	0088-05-107	P00059775
Victoria	US 59	38	0088-05-107	P00059776
Victoria	US 59	46	0088-05-107	P00059777
Victoria	US 59	40	0088-05-107	P00059778
Victoria	US 59	44	0088-05-107	P00059779
Victoria	US 59	41	0088-05-107	P00059780
Victoria	US 59	37	0088-05-107	P00059781
Victoria	US 59	36	0088-05-107	P00059782
Victoria	US 59	35	0088-05-107	P00059783

CONTROLLED ACCESS

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Colorado	IH 10	VV	0271-01-084	23
Colorado	IH 10	M	0271-01-084	26
Colorado	IH 10	X	0271-01-084	27
Colorado	IH 10	S	0535-08-090	1
Colorado	IH 10	SS	0535-08-090	2
Colorado	IH 10	R	0535-08-090	3
Colorado	IH 10	Q	0535-08-090	4
Colorado	IH 10	P	0535-08-090	6
Colorado	IH 10	L	0535-08-090	7
Colorado	IH 10	O	0535-08-090	8
Colorado	IH 10	Z	0535-08-090	9
Colorado	IH 10	Y	0535-08-090	10
Colorado	IH 10	WW	0535-08-090	11
Colorado	IH 10	PP	0535-08-090	12
Colorado	IH 10	N	0535-08-090	13
Colorado	IH 10	QQ	0535-08-090	14
Colorado	IH 10	RR	0535-08-090	15

CONTROLLED ACCESS (continued)

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Colorado	IH 10	TT	0535-08-090	16,16OAS
Colorado	IH 10	ZZ	0535-08-090	18
Colorado	IH 10	AAA	0535-08-090	20
Colorado	IH 10	UU	0535-08-090	74
Colorado	IH 10	BBB	0535-08-090	86
Denton	IH 35E	W	0195-03-072	48
Denton	IH 35E	J	0195-03-072	50
Hunt	IH 30	EEEE	0009-13-190	P00063138
Hunt	IH 30	FFFF	0009-13-190	P00063139
Hunt	IH 30	GGGG	0009-13-190	P00063140
Jack	US 281	OO	0249-07-076	1
Jack	US 281	XX	0249-07-076	8
Jefferson	IH 10	KKK	0028-13-138	13
Tarrant	IH 820	UUU	0008-13-242	425,425E
Tarrant	IH 820	A	0008-13-242	565
Tarrant	IH 820	VVV	0008-13-242	605,605E
Tarrant	IH 820	XXX	0008-13-242	781A
Travis	IH 35	MM	0015-13-406	P00001052
Travis	IH 35	II	0015-13-406	P00001053
Travis	IH 35	EE	0015-13-406	P00001054
Travis	IH 35	JJ	0015-13-406	P00001055
Travis	IH 35	TTT	0015-13-406	P00001056
Travis	IH 35	GGG	0015-13-406	P00001057
Travis	IH 35	LL	0015-13-406	P00001058
Travis	IH 35	PPP	0015-13-406	P00001059
Travis	IH 35	FF	0015-13-406	P00001064
Travis	IH 35	KK	0015-13-406	P00001065
Travis	IH 35	C	0015-13-406	P00001068
Travis	IH 35	D	0015-13-406	P00001069
Travis	IH 35	DDD	0015-13-406	P00001071
Travis	IH 35	E	0015-13-406	P00001072
Travis	IH 35	B	0015-13-406	P00001073
Travis	IH 35	H	0015-13-406	P00001076
Travis	IH 35	I	0015-13-406	P00001077
Travis	IH 35	K	0015-13-406	P00001078
Travis	IH 35	V	0015-13-406	P00001079
Travis	IH 35	F	0015-13-406	P00001080
Travis	IH 35	DD	0015-13-406	P00001081
Travis	IH 35	AA	0015-13-406	P00001082
Travis	IH 35	HH	0015-13-406	P00001085
Travis	IH 35	CCC	0015-13-406	P00001086
Travis	IH 35	FFF	0015-13-406	P00001087
Travis	IH 35	OOO	0015-13-406	P00001088
Travis	IH 35	MMM	0015-13-406	P00001089
Travis	IH 35	G	0015-13-406	P00001099
Travis	IH 35	HHH	0015-13-406	P00001106

CONTROLLED ACCESS (continued)

COUNTY	HIGHWAY	EXHIBIT	ROW CSJ NO.	PARCEL
Travis	IH 35	QQQ	0015-13-406	P00001111
Travis	IH 35	DDDD	0015-13-406	P00001112
Travis	IH 35	YYY	0015-13-406	P00001113
Travis	IH 35	EEE	0015-13-406	P00001114
Travis	IH 35	III	0015-13-406	P00001123
Travis	IH 35	SSS	0015-13-406	P00056272
Travis	IH 35	RRR	0015-13-406	P00056275
Travis	IH 35	LLL	0015-13-406	P00056280
Travis	IH 35	ZZZ	0015-13-406	P00056281
Travis	IH 35	BBBB	0015-13-406	P00056282
Travis	IH 35	WWW	0015-13-406	P00056286
Travis	IH 35	NN	0015-13-406	P00056287
Travis	IH 35	GG	0015-13-406	P00056290
Travis	IH 35	NNN	0015-13-406	P00056292
Travis	IH 35	JJJ	0015-13-406	P00056293
Travis	IH 35	AAAA	0015-13-406	P00056295
Travis	IH 35	CC	0015-13-406	P00056302
Travis	IH 35	U	0015-13-406	P00056304
Travis	IH 35	BB	0015-13-406	P00056305
Travis	IH 35	CCCC	0015-13-406	P00056308
Travis	IH 35	T	0016-01-122	P00001356
Travis	IH 35	YY	0016-01-122	P00001357

Note: Exhibits A-GGGG and 1 - 105 are on file with the commission chief clerk.

ITEM 14. Routine Minute Orders and Reports

This item was presented by Executive Director Marc Williams. Commissioner New made a motion, which was seconded by Commissioner Vaughn, and the commission approved the following minute orders by a vote of 3 - 0.

a. Donations to the Department

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

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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

<u>Donor</u>	<u>Dist</u>	<u>County</u>	<u>Donation Description</u>
AALIQ & S Investment, LLC	BRY	Brazos	Design and construction of an R-CUT configuration on SH 21 into the donor's property located in Brazos County.
Arch Ray, LLC	AUS	Gillespie	Design and funds sufficient to cover the state's cost to construct a deceleration and acceleration lane onto westbound US 290 from the entrance to the new Arch Ray Winery development in Gillespie County.
Bella Montagna Estates HOA	AUS	Travis	Funds to cover the state’s cost to construct a new traffic signal at the intersection of RM 620 and Palazza Alto Drive in Austin.

Donations to the Department (continued)

<u>Donor</u>	<u>Dist</u>	<u>County</u>	<u>Donation Description</u>
Burnet Venture Partners, LLC	AUS	Burnet	Design and construction for pavement widening, addition of a left turn lane and right turn lane and traffic signal installation at the intersection of SH 29 and proposed Creekfall Road in Burnet County.
Canyon Ranch 400 LP	SAT	Comal	Design and construction of overhead flashing beacons and left and right turn lanes at the new subdivision intersections of Neumanns Way and Canyon Loop in Comal County.
Circuit of the Americas LLC	AUS	Travis	Design and construction of a new traffic signal on FM 812 at the intersection of Circuit of the Americas Boulevard in Austin.
CW – Bigbee, LLC	SAT	Comal	Design and construction of right and left turn lanes for a new subdivision entrance on SH 46 approximately one mile west of FM 3009, as well as advance intersection roadside flashing beacons on each SH 46 approach to the subdivision entrance in Comal County.
Fluor Corporation	TRF	Travis Dallas	Four billboard advertisements containing safety awareness messages on project corridors on SH 71/US 290 and I-35 in Austin and I-35 E and I-635 E in Dallas.
Flyway Business, LLC	BRY	Grimes	Funds to cover the state's cost to extend a left turn lane on SH 105 to provide access into the donor's property located in Grimes County.
Forestar (USA) Real Estate Group Inc.	HOU	Montgomery	Design and construction of a street tie-in and traffic signal modification from a 3-way signal to a 4-way signal on the south side of FM 2090 to serve the Splendor Crossing development in Montgomery County.
Greenmoor Retail Associates, LLC	HOU	Montgomery	Design and construction of signal improvements at FM 2798 and Greenmoor Drive, Montgomery County.

Donations to the Department (continued)

<u>Donor</u>	<u>Dist</u>	<u>County</u>	<u>Donation Description</u>
Gulf Coast Commercial Group, Inc.	HOU	Montgomery	Design and construction of a traffic signal installations on FM 1488 at Heritage Lane and at Community Road to provide safe access by the traveling public into the proposed Magnolia Village Retail Center development in Magnolia.
Lakeside Meadows LLC	AUS	Travis	Funds to cover the state's cost to conduct a Traffic and Revenue Analysis Study for the proposed improvements on SH 130 northbound frontage road north of East Pecan Street in Austin.
Lennar Homes of Texas Land and Construction, Ltd.	SAT	Comal	Design and construction of right turn lane and acceleration lane for a new street serving the Kyndwood Subdivision approximately 3.0 miles north of FM 306 on the IH 35 southbound frontage road in Comal County.
McM Texas Development, LLC	SAT	Medina	Design and construction of a left turn lane on FM 1957 to include striping, pavements, and drainage improvements in Medina County.
M/I Homes of Austin, LLC	AUS	Hays	Design and construction of a traffic signal installation at FM 967 and Cole Springs realignment in Buda.
M/I Homes of Houston, LLC	HOU	Fort Bend	Design and construction of a left turn lane from northbound FM 359 and right turn lane from southbound FM 359 into the Summerview development in Fulshear.
M/I Homes of Houston, LLC and JDS FM 2920 LLC	HOU	Harris	Design and construction of a left turn lane, right turn lane, and traffic signal from westbound and eastbound FM 2920 into the Sorella development Houston.
New Caney 242 Investments, L.P.	HOU	Montgomery	Design and construction of a traffic signal at SH 242 and Speed Street in New Caney.

Donations to the Department (continued)

<u>Donor</u>	<u>Dist</u>	<u>County</u>	<u>Donation Description</u>
Pulte Homes of Texas. L.P.	HOU	Montgomery	Design and construction of a left turn lane from northbound SH 75 into the Pines at Seven Coves development in Conroe.
QT South, LLC	SAT	Bexar	Design and construction for installation of median on FM 2252 (Nacogdoches Road) located to north of Higgins Road in San Antonio.
QT South, LLC	AUS	Travis	Design and construction of a hooded left turn lane along East Parmer Lane north of US 290 in Austin.
Spencer Ranch Partners LLC	SAT	Kendall	Design and construction of a left turn lane on SH 46 near the intersection of SH 46 and Coughran Road in Boerne.
Sunlake Limited	HOU	Fort Bend	Design and construction of a right turn deceleration lane from northbound FM 1092 into the Lexington Village development in Missouri City.
The Methodist Hospital	HOU	Montgomery	Design and funds sufficient to cover the state's cost to construct a right turn lane on IH 45 northbound Frontage Road near SH 242 (CSJ 0110-04-202) in Conroe.
Vulcan Construction Materials, LLC	AUS	Burnet	Design and construction for pavement widening and addition of a deceleration and acceleration lane for the Vulcan Materials driveway in the 5500 block of E. SH 71 from 2.90 miles east of CR 401 to 3.7 miles east of CR 401 in Spicewood.
WBW Single Development Group, LLC - Series 103	AUS	Williamson	Design and construction of the widening of East SH 29 to accommodate new left and right turn lanes, restriping, two box culverts crossing East SH 29 to convey stormwater from Rancho San Gabriel to the San Gabriel River, and relocation of three existing effected driveway culverts in Georgetown.

Donations to the Department (continued)

<u>Donor</u>	<u>Dist</u>	<u>County</u>	<u>Donation Description</u>
Kerbey Lane Café, Inc.	AUS	Hays	Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location.
Pool Lux, LLC	AUS	Hays	Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location.
Kerbey Lane Café, Inc.	AUS	Travis	Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location
Skyline Technology Solutions, LLC	AUS	Travis	Revenue generation through the Sponsor a Highway Program. This is a new contract on an existing sign location

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

b. Real Estate Dispositions

(1) Cameron County - I-69E - Consider the sale of right of way to an abutting landowner (MO)

116309
ROW

In the City of Brownsville, Cameron County, on I-69E, the State of Texas acquired certain land for highway purposes by instruments recorded in Volume 615, at Page 58, and Volume 435, at Page 86, of the Official Records of Cameron County, Texas.

Portions of the land, which portions are described in Exhibits A, B, and C (tracts), are 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.

Cardenas Realty, Co., Inc., a Texas corporation, is an abutting landowner and has requested to purchase the tracts for \$274,400.

The commission finds \$274,400 to be a fair and reasonable value of the state’s right, title, and interest in the tracts.

IT IS THEREFORE ORDERED by the commission that the tracts are 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 tracts to Cardenas Realty, Co., Inc., a Texas corporation, for \$274,400; 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: Exhibits A, B, and C are on file with the commission chief clerk.

(2) Denton County - SH 114 - Consider the sale of right of way to an abutting landowner (MO)

116310
ROW

In the City of Justin, Denton County, on SH 114, the State of Texas acquired certain land for highway purposes by an instrument recorded in Document No. 2006-152650 of the Official Records of Denton County, Texas.

A portion of the land, which portion is described in Exhibit A (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.

Roanoke 35/114 Partners LP, a Texas limited partnership, and Roanoke 35/114 Oil and Gas Partners LP, a Texas limited partnership, is an abutting landowner and has requested to purchase the tract for \$578,622.40.

The commission finds \$578,622.40 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 Roanoke 35/114 Partners LP, a Texas limited partnership, and Roanoke 35/114 Oil and Gas Partners LP, a Texas limited partnership, for \$578,622.40; 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.

(3) Ector County - I-20 - Consider the sale of right of way to an abutting landowner (MO)

116311
ROW

In the City of Odessa, Ector County, on I-20, the State of Texas acquired certain land for highway purposes by instruments recorded in Volume 495, at Page 63, and in Volume 569, at Page 492, of the Deed Records of Ector County, Texas.

All of the land, described in Exhibit A (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.

14461 ODESSA, LLC is an abutting landowner and has requested to purchase the tract for \$48,330.

The commission finds \$48,330 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 14461 ODESSA, LLC for \$48,330; 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) Harris County - I-610 - Consider the exchange of right of way as part of a transaction to acquire real property needed for a state highway purpose (MO)

116312
ROW

In the City of Houston, Harris County, on I-610, the state of Texas acquired certain land for highway purposes by an instrument recorded under Harris County Clerk’s File No. B212079 and in Volume 4101, at Page 76, of the Deed Records of Harris 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 interest in real property acquired but not needed for a highway purpose as whole or partial consideration for another interest in real property needed for a state highway purpose.

A portion of the acquired land, described in Exhibit A, (tract) is no longer needed for a state highway purpose. The value of the tract is \$185,062.

Land needed for a state highway purpose, described in Exhibits B, C, and D, (parcels) will be conveyed to the state by Uptown Park (Edens), LLC, a Texas limited liability company (Uptown Park). The value of the parcels is \$380,850.

Uptown Park has requested that the tract be conveyed to Uptown Park in exchange for the parcels, and Uptown Park will donate the \$195,788 difference in value between the tract and the parcels to the state, in accordance with an executed exchange agreement.

It is the opinion of the commission that it is proper and correct that the state convey the tract to Uptown Park as consideration for the parcels and accept the donation of \$195,788 value difference from Uptown Park.

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 Uptown Park (Edens), LLC, a Texas limited liability company, in exchange and as consideration for the parcels and also accept the donation of \$195,788 in value difference to the state; SAVE AND EXCEPT, however, there is excepted and reserved herefrom all of the state’s right, title and interest, if any, in and to all of the oil, gas, sulphur, and other minerals, of every kind and character, in, on, under, and that may be produced from the land.

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

(5) Liberty County - SH 146 - Consider the sale of right of way to an abutting landowner (MO)

116313
ROW

In the City of Dayton, Liberty County, on SH 146, the State of Texas acquired certain land for highway purposes by an instrument recorded in Volume 3492, at Page 542, of the Deed Records of Liberty County, Texas.

All of the land, which is described in Exhibit A (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.

Legendary Jimmy Valentine, LLC - Sterling Ranch Series is an abutting landowner and has requested to purchase the tract for \$9,064.

The commission finds \$9,064 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 Texas Department of Transportation to execute a proper instrument conveying all of the state’s right, title, and interest in the tract to Legendary Jimmy Valentine, LLC - Sterling Ranch Series for \$9,064; 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.

(6) Rockwall County - SH 276 - Consider the sale of right of way to the City of Rockwall, Texas (MO)

116314
ROW

In the City of Rockwall, Rockwall County, near SH 276, the State of Texas acquired certain land for highway purposes by an instrument recorded in Volume 45, at Page 210, of the Deed Records of Rockwall County, Texas.

A portion of the land, which portion is described in Exhibit A (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 real property no longer needed for a state highway purpose to a governmental entity with the authority to condemn the property.

The City of Rockwall, Texas is a governmental entity with the authority to condemn the property and has requested to purchase the tract for \$63,000.

The commission finds \$63,000 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 the City of Rockwall, Texas for \$63,000; 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.

(7) Wharton County - US 59 - Consider conveyances to the City of Wharton for the construction, operation, and maintenance of a flood control project in cooperation with the United States (MO)

116315
ROW

In the City of Wharton (Wharton), Wharton County, on US 59, the State of Texas (state) acquired a fee simple interest in certain land for highway purposes by instruments recorded in Volume 357, at Page 565, in Volume 358, at Page 643, and in Volume 397, at Page 148, of the Deed Records of Wharton County, Texas.

Wharton and the U.S. Army Corps of Engineers are engaged in a flood control project known as the Lower Colorado River Basin Phase I, Texas, Wharton Flood Risk Management

Project (project), which includes building a system of levees, sumps, drainage features, and control structures to protect Wharton and its citizens.

Wharton has requested that the state convey temporary easements, in the properties described in Exhibits A-D, that are necessary for the construction of the project.

Wharton has further requested that the state convey fee title, subject to a highway easement retained by the state, in the property described in Exhibit E, that is necessary for the construction, operation, and maintenance of the project and further subject to an additional reservation whereby, if Wharton's proposed use of the property prevents the state from exercising any of its rights in the highway easement, including a delay of approval of any permit needed from the United States under 33 USC §408 of 90 days or more after the submittal of a complete application, for which all public notices have been completed and all comments have been addressed, for such a review and approval, the property described in Exhibit E shall immediately and automatically revert to the state.

Texas Government Code, §2204.203 and §2204.204, authorize the governor, on the recommendation of the Texas Transportation Commission (commission), to convey, with or without monetary consideration, to any governmental subdivision or agency of this state that is cooperating with the United States in a flood control project, an easement or other interest in land that may be necessary for the construction, operation, and maintenance of the flood control project.

It is the opinion of the commission that it is proper and correct that the state convey the above-described interests in land to Wharton for the project.

IT IS THEREFORE ORDERED, in accordance with Texas Government Code, §2204.203, that the commission recommends that the governor of Texas execute proper instruments conveying to the City of Wharton, Texas, 5-year easement interests in the properties described in Exhibits A-D.

IT IS FURTHER ORDERED, in accordance with Texas Government Code, §2204.203, that the commission recommends that the governor of Texas execute a proper instrument conveying to the City of Wharton, Texas, fee title, subject to a highway easement retained by the state, in the property described in Exhibit E, and further subject to an additional reservation whereby, if the City of Wharton's proposed use of the property prevents the state from exercising any of its rights in the highway easement, including a delay of approval of any permit needed from the United States under 33 USC §408 of 90 days or more after the submittal of a complete application, for which all public notices have been completed and all comments have been addressed, for such a review and approval, the property described in Exhibit E shall immediately and automatically revert to the state; 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: Exhibits A-E are on file with the commission chief clerk.

c. Reports

(1) Compliance Division report

Note: Confidential report to commission.

(2) Quarterly Investment Report for all of the funds invested at the direction of the commission (Report)

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

(3) Grimes and Montgomery Counties - Fiscal Year 2022 State Highway 249 System Annual Inspection Report (Report)

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

(4) Grimes and Montgomery Counties - Quarterly Traffic and Operating Report for the State Highway 249 System (Report)

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

d. Finance

(1) Grimes and Montgomery Counties - Consider the adoption of the State Highway 249 System annual budget of revenues, operating and maintenance expenses, major maintenance expenditures, and capital expenditures (MO)

116316
PFD

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

The commission issued revenue bonds and other obligations to finance a portion of the costs of the SH 249 System (System), comprised of Segment 1 of the SH 249 extension, which is approximately 15 miles of four new toll lanes from FM 1774 in Pinehurst in Montgomery County to FM 1774 in Grimes County near Todd Mission, as an all-electronic, open road toll facility.

Pursuant to Minute Order 115393, dated December 13, 2018, the commission issued toll revenue obligations (obligations) to finance a portion of the costs of the System, pursuant to a master trust agreement and first supplemental agreement (indenture) which prescribe the terms, provisions and covenants related to the issuance of the obligations.

Pursuant to Section 505 of the indenture, the commission has covenanted that on or before the end of each fiscal year (or such other date as is consistent with the commission’s policies then in effect), it will adopt an annual budget for the System. The annual budget includes revenues, operating and maintenance expenses, major maintenance expenditures, and capital expenditures for the System. The annual budget has been completed and is attached as Exhibit A. In accordance with the indenture the annual budget was provided to the general engineering consultant for review and comment prior to adoption by the commission.

IT IS THEREFORE ORDERED by the commission that the annual budget for the SH 249 System for fiscal year 2023 attached hereto as Exhibit A is adopted.

IT IS FURTHER ORDERED that the executive director is hereby authorized to make necessary adjustments to spending levels in accordance with the indenture as may be necessary in the operation of the System

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

(2) Debt Management Policy and Derivative Management Policy - Consider the approval of the Debt Management Policy and Derivative Management Policy for financing programs of the commission (MO)

116317
PFD

Pursuant to various provisions of Texas law, the Texas Transportation Commission (commission) is authorized to issue and incur obligations for transportation and other projects.

To ensure that all financings undertaken by the commission and/or the Texas Department of Transportation (department) are effected in accordance with the highest standards of industry, law, and government practice, and to confirm the intent of the commission and the department to adhere to sound financial management practices, the commission initially adopted a Debt Management Policy in Minute Order 110656 on August 24, 2006. The Debt Management Policy establishes parameters within which to administer the commission's financing programs, and such parameters focus on acceptable levels of risk, minimizing interest costs, optimizing future flexibility, and achieving and maintaining the best possible credit ratings. The Debt Management Policy requires an annual review and, if necessary, amendment. The most recent Debt Management Policy was adopted in Minute Order 116087 dated August 31, 2021. The Debt Management Policy attached hereto has been reviewed and presented to the commission for consideration.

Pursuant to Chapter 1371 of the Texas Government Code and other applicable Texas law, the commission is authorized to execute credit agreements including interest rate swap and other similar agreements. To establish responsibilities, objectives, and guidelines for the use of interest rate swap and other similar products in order to efficiently and prudently manage the commission's asset/liability profile for each financing program the commission initially adopted a Derivative Management Policy as a subsidiary component of the Debt Management Policy, also in Minute Order 110656 on August 24, 2006. The most recent Derivative Management Policy was adopted as a subsidiary component of the Debt Management Policy in Minute Order 116087 dated August 31, 2021. The Commission does not currently have any outstanding interest rate swap or other similar product and has determined that the Derivative Management Policy is not needed and should be rescinded.

IT IS THEREFORE ORDERED by the commission that the Debt Management Policy attached hereto is hereby approved.

IT IS FURTHER ORDERED by the commission that the Derivative Management Policy adopted as a subsidiary component of the Debt Management Policy in Minute Order 116087 dated August 31, 2021, is hereby rescinded.

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

(3) Investment Policy and Investment Strategies - Consider the annual review and approval of the investment policy and investment strategies applicable to all funds of the commission not otherwise required to be invested by the comptroller (MO)

116318
PFD

Government Code, Chapter 2256 (Public Funds Investment Act) authorizes the Texas Transportation Commission (commission) to purchase, sell, and invest its funds and funds under its control in investments that are in compliance with investment policies approved by the commission.

Government Code §2256.005 requires the commission to adopt a written investment policy regarding the investment of its funds and funds under its control, including a separate written investment strategy for each of the funds or group of funds.

Government Code §2256.005(e) and Section 20.0 of the investment policy require the commission to review the investment policy and investment strategies on an annual basis, and to approve by order any modifications to the investment policy and investment strategies. The

investment policy and investment strategies are attached and include revisions to the broker/dealer list and other minor revisions.

IT IS THEREFORE ORDERED by the commission that the investment policy and investment strategies applicable to all funds of the commission and funds under the commission's control not otherwise required to be invested by the comptroller, attached, have been reviewed and are hereby approved in accordance with Government Code §2256.005(e) and Section 20.0 of the investment policy.

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

(4) Dallas and Denton Counties - Consider the approval of the I-35E Managed Lanes Project annual budget of revenues, operating and maintenance expenses, and capital expenditures (MO)

116319
PFD

Transportation Code, Chapter 228 and other applicable law, including Government Code, Chapter 1371, authorizes the Texas Transportation Commission (commission) to issue toll revenue bonds, notes, and other obligations to finance toll projects or systems on the state highway system, and to enter into trust agreements governing matters relating to the issuance of such obligations.

In Minute Order 113350 dated November 15, 2012, the commission designated the I-35E Managed Lanes Project (Project), from I-635 to US 380 in Dallas and Denton counties, including all managed lane connections, as a toll project on the state highway system.

Pursuant to Minute Order 114424 dated November 19, 2015 and the Transportation Infrastructure Finance and Innovation Act of 1998 (TIFIA), the commission entered into a TIFIA Loan Agreement, dated November 3, 2016, with the United States Department of Transportation, for a loan in the amount of \$285,000,000 to pay a portion of the eligible project costs of the Project (Loan Agreement), and executed a Trust Agreement dated November 1, 2016 securing the I-35E Managed Lanes Project Toll Revenue Obligations (Trust Agreement) and a First Supplemental Agreement dated November 1, 2016 securing the Loan Agreement and the Texas Transportation Commission Toll Revenue Converting Tier Note (I-35E Managed Lanes Project), Series 2016.

Pursuant to Section 505 of the Trust Agreement, the commission has covenanted that on or before the business day preceding the first day of each fiscal year, it will adopt an annual budget of revenues, operating and maintenance expenses, and capital expenditures for the Project and deliver copies of the budget to the trustee and the general engineering consultant.

The department has completed the annual budget which is attached as Exhibit A. In accordance with Section 505 of the Trust Agreement, the annual budget was provided to the general engineering consultant for review and comment prior to adoption by the commission.

IT IS THEREFORE ORDERED by the commission that the commission adopts the annual budget for the I-35E Managed Lanes Project for fiscal year 2023 attached hereto as Exhibit A.

IT IS FURTHER ORDERED that the executive director is hereby authorized to make necessary adjustments to spending levels in accordance with the Trust Agreement as may be necessary in the operation of the Project.

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

(5) Travis and Williamson Counties - Consider the approval of the Central Texas Turnpike System annual operating, maintenance and capital budgets (MO)

116320
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 N was designated as a toll project and a controlled access state highway from west of US 183 to 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 North 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 182 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 outstanding system toll revenue bonds issued to finance or refinance a portion of the costs of the system, pursuant to an Indenture of Trust dated as of July 15, 2002 (master indenture) and supplemental indentures (together, the “indenture”). Any terms not otherwise defined in this order have the meaning given in the indenture.

Pursuant to Section 702 of the master indenture, the commission has covenanted that on or before August 31 in each year, it will adopt annual operating, maintenance and capital budgets for the system for the ensuing fiscal year. The annual budgets have been completed and are attached as Exhibit A. In accordance with the indenture the annual budgets were provided to the general engineering consultant for review and comment prior to adoption by the commission.

IT IS THEREFORE ORDERED by the commission that the annual budgets for the Central Texas Turnpike System for fiscal year 2023 attached hereto as Exhibit A are adopted.

IT IS FURTHER ORDERED that the executive director is hereby authorized to make necessary adjustments to spending levels in accordance with the indenture as may be necessary in the operation of the system.

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

e. Land Acquisitions for Facilities

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

116321
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 87th Legislature, Supplemental Appropriations Act for the 2022-23 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 FUTHER 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)

116322
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.

ITEM 15. Executive Session Pursuant to Government Code, Chapter 551

Section 551.071 - Consultation with and advice from legal counsel regarding any item on this agenda, pending or contemplated litigation, or other legal matters.

The commission did not meet in executive session.

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

The commission received comments from Schuyler Wight and Wayne Tinkler in regards to the sink hole on FM 1053 outside of Imperial, Texas. The commission did not receive any additional open comments.

Commissioner Vaughn motioned adjournment and Commissioner New seconded the motion. The commission voted 3 - 0 to adjourn. The regular meeting of the Texas Transportation Commission was adjourned at 3:06 p.m.

APPROVED by the Texas Transportation Commission on September 22, 2022:



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

I hereby certify that the above and foregoing pages constitute the full, true, and correct record of all proceedings and official records of the Texas Transportation Commission at its regular meeting on August 30, 2022, in Austin, Texas.



Nicole Lawson, Commission Chief Clerk
Texas Department of Transportation