

Alamo Regional Mobility Authority

*Meeting July 22, 2008, 12:00p.m.,
in the 1st Floor Conference Room of TransGuide, at 3500 N.W. Loop 410.*

Minutes

1. **Call meeting to order.** Chairman Thornton called the meeting to order at 12:11 p.m. All Board members were present.

Chairman Thornton requested that J. Reed, on a non agenda specific item, update the Board on the new Transportation Taskforce that the Mayor and County Judge appointed. The Taskforce is comprised of 12 members who represent 14 organizations including, but not limited to, the Hispanic Chamber of Commerce, the North Chamber of Commerce, the Greater Chamber of Commerce, the Alamo Area Council of Governments, the Alamo RMA, VIA etc. There are two challenges that the Mayor and County Judge would like for the Taskforce to focus on; first to develop a legislative recommendation to the Mayor and County Judge by September and the second is to have a recommendation by the end of the year for approaching multimodal transportation issues in Bexar County.

J. Reed stated that the first meeting was last week on July 16, 2008 and that he is very optimistic that the Taskforce will be able to find something that will work. He also stated that one of the things they have done in Dallas, where they have a similar type of operation, is not only does a person come from the organization that they represent, but it's their responsibility to communicate that status and keep the leadership in their organization up to date on what's happening and if necessary get votes of support for different ideas that come forward.

Chairman Thornton stated that this is not only an opportunity not only for a specific work product, but also an opportunity for setting a tone for working together so that it doesn't get viewed as my agency, your agency, but that it's viewed as a community. Chairman Thornton stated that he believes that the Taskforce is comprised of members who are ready to set that attitude of partnering and cooperation as the Taskforce looks to solving mobility needs.

Chairman Thornton further stated that the Taskforce has the weight of the Mayor and the County Judge behind it which means that all of the important organizations will respond with their staff and then as the work document is presented it will have the weight of the Mayor and the County Judge to go back for all of those organizations to include in their long range plans and immediate plans. The full board for the Taskforce will meet twice a month and the committees will meet as needed.

2. **Approval of the Minutes of the June 11, 2008 Board of Directors meeting.**

B. Thompson made the motion to approve the minutes as presented. J. Jenkins seconded. Motion approved by a 7-0 vote.

3. **Discussion and appropriate action authorizing the Executive Director to enter into professional services agreements and expenses related to the 281 North project in an amount not to exceed \$17.8 million.** T. Brechtel presented the item to the Board. She stated that at the June 2008 Board meeting, the Board authorized the Executive Director to enter into and execute an agreement with the Texas Department of Transportation (TxDOT) for a toll equity grant in the

amount of \$19.8 million. Since June, the Alamo RMA and TxDOT have formally entered into the agreement and have established the process and procedures for making draws from this funding amount. In order to begin the necessary activities for the development and construction of the 281 North project, staff is seeking Board authorization to enter into professional service agreements through the GEC, HNTB.

T. Brechtel asked P. Irwin, Alamo RMA Director of Engineering and Operations to provide additional information as to specific uses of the equity funds for the 281 North project.

P. Irwin stated that the majority of this approval will be utilized for right of way acquisition, including the professional services of Crossland Acquisition, and the services of a special counsel to handle any legal matters which result from the right of way process. The remaining amount of funding under this authorization will be utilized for efforts relating to the evaluation of potential system integrators, and other tasks related to the preparation for the 281 North project oversight. P. Irwin stated that there are currently 38 parcels that may need to be acquired and that actual expenditures, for the right of way acquisition services, not including legal services and the purchase price of property, may be between \$400,000 and \$600,000. P. Irwin further stated to the Board that he believes that being able to enter into professional service agreements now will give the Alamo RMA a head start on land acquisition, as this is a time sensitive item under the design build contract.

J. Reed made the motion to adopt resolution 08-21 as presented to the Board. R. Thompson seconded. Motion carried by a 7-0 vote.

4. **Presentation on public comments received from the 281 North Public Hearing, and responses provided by the Alamo RMA.** T. Brechtel introduced L. Alloway, Alamo RMA Director of Community Relations. L. Alloway went over the comments and responses regarding the public hearing that was held on June 11, 2008. L. Alloway stated that a number of the negative comments received were mainly stated one of three things; build the original free option, do not take away the light at Encino Park and 281, and no to Private/Public Partnership and foreign ownership. There were approximately 15 people who spoke at the public hearing, and 195 who sent in comments by email. L. Alloway highlighted the responses to the comments prepared by the Alamo RMA.
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5. **Discussion and appropriate action authorizing the submission of an application for toll equity assistance in the form of a loan or revenue sharing with the Texas Department of Transportation for expenses related to the 281 North Project.** T. Brechtel stated that as part of the financing for the 281 North project, Alamo RMA staff have been in discussions with the Texas Department of Transportation regarding additional funding to assist with the construction of the project. At the June Board meeting, the Board authorized the submission of an application for pass through financing as part of the 281 North project financing.

On July 8, the RMA received notice from TxDOT that the pass-through financing program has been suspended due to lack of funding. Further, the RMA was informed that in the interim, TxDOT will keep the application on file and will notify the RMA if, in the future, the program becomes available. Alternatively, TxDOT has encouraged the Alamo RMA to submit an application for toll equity financial assistance, to take the shape of either a loan with interest or an equity position on the overall project development.

M. Nitschke, Chief Financial Officer for the Alamo RMA, explained the two options currently under discussion, including the potential cost impacts to the Alamo RMA and the financial impacts each option could have on the overall project.

Discussion between Board members concerning the value of the equity versus loan option ensued.

R. Thompson stated that he was not comfortable with the overall cost of the loan financing.

B. Cassidy stated that the resolution before the Board is authorizing the submission of the application and that any agreements or terms that are agreed to after the fact will also have to go before the Board for approval.

H. Muñoz stated that the term sheets are working documents and that the Board is not approving them, just reviewing them. The term sheets will be the basis with which the RMA will continue to negotiate with TxDOT staff and the Transportation Commission.

R. Thompson stated that he commits to support the resolution, with the knowledge that he can reject the loan option.

T. Brechtel committed to bringing back the recommended option and detailed term sheet for the Board to consider at the August 2008 meeting and asked for the authorization to move forward in discussions with TxDOT, while conveying the Board's preference for an equity position in place of an interest accreting loan.

H. Muñoz made the motion to adopt resolution 08-22 as presented to the Board. M.C. Rodriguez and J. Jenkins seconded. Motion carried by a 7-0 vote.

6. **Discussion and appropriate action on the financial statements for the period ending June 30, 2008.** C. Conner presented the financial statements for period ending June 30, 2008. She reviewed the balance sheet, described the assets, liabilities, and fund equity; the statement of revenue, expenses, and changes in fund deficit, explained the monies allocated for each column, and the statement of cash flow.

H. Muñoz made the motion to accept the financial statements as presented. R. Thompson seconded. Motion carried by a 7-0 vote.

Citizens to be heard. Citizen Elvis Ruiz, Encino Park Homeowners Association president, thanked T. Brechtel, P. Irwin and L. Alloway for coming to the Encino Park Homeowners association Special Board meeting on the Toll Road and the planned intersection at 281 & Encino Rio. He stated for the record that he also wanted to thank Senator Wentworth and Councilman Rowe for also attending their meeting. Mr. Ruiz highlighted the ongoing safety concern over the intersection of Encino Rio and 281 North and requested the Board's assistance in ensuring the traffic signal would remain to allow for increased safety for residents in his subdivision.

7. **Presentation/briefing - Executive Director Report.** T. Brechtel went over the GEC report.
8. **Executive Session.** Chairman Thornton adjourned the meeting at 1:55 p.m. for an Executive Session. Chairman Thornton stated that Pursuant to Chapter 551, Subchapter D, Subsection 551.071(1) and Section 551.074 of the Texas Government Code, the Board would be meeting in Executive Session to Consult with Attorney concerning pending/contemplated litigation on the 281 North Toll project and discuss personnel matters, including the annual evaluation of the Executive

Director.

Chairman Thornton reconvened the meeting at 3:23 p.m. Chairman Thornton stated that no action was taken by the Board.

There being no further business to come before the board, Chairman Thornton adjourned the meeting at 3:23 p.m.

APPROVED:

DR. WILLIAM E. THORNTON, CHAIRMAN

DATE ADOPTED: 8/13/2008

I hereby certify that the above foregoing pages constitute the full, true, and correct minutes of all the proceedings and official records of the Alamo Regional Mobility Authority at its meeting on July 22, 2008.

ATTEST: _____
REYNALDO L. DIAZ, JR
SECRETARY/TREASURER