



MEETING NOTICE

TO: North East Texas Regional Mobility Authority Members
FROM: Jeff Austin III, Chairman
DATE: May 18, 2011
SUBJECT: **NET RMA REGULAR BOARD MEETING**

The next meeting of the NET RMA is scheduled as follows:

DATE: Wednesday, May 18, 2011
TIME: 1:30 pm
PLACE: Maude Cobb Activity Center – Eitelman Room
100 Grand Blvd.
Longview, TX 75604

Enclosed are the agenda and other pertinent information for your review prior to the meeting. Should you have any questions, please call me at 903.561.6547.

**NORTH EAST TEXAS REGIONAL MOBILITY AUTHORITY (NET RMA)
BOARD OF DIRECTORS REGULAR MEETING
1:30 P.M., May 18, 2011
PRESIDING: JEFF AUSTIN, III CHAIRMAN**

1. CALL TO ORDER AND DECLARATION OF QUORUM

Chairman Austin called the meeting to order at 1:32 PM. Notice of this meeting was posted with the Secretary of State's Office, with the County Clerks in Smith and Gregg Counties, on the NET RMA website, and in the offices of ATKINS on May 13, 2011.

2. INVOCATION

Chairman Austin asked Board Member Barham Fulmer to give the invocation.

3. SWEARING-IN AND OATH OF OFFICE OF REAPPOINTED BOARD MEMBERS BY GREGG COUNTY JUDGE BILL STOUTD

Chairman Austin stated we have a swearing-in of two of our board members. The Chairman thanked Mr. Bob Murray for his service and asked Mr. Jeff Sandford, new Bowie County Board Member if he would tell the board about himself. Mr. Sandford introduced himself stating that he was the President & CEO of the Texarkana Chamber of Commerce in two states. He went on to say that he was actually very excited to be here for "our Chamber, our region and surrounding communities". Next, Judge Stoudt, Gregg County Judge, swore in:
Jeff Sandford (new member) – Bowie County
Robert Murray (reappointment) – Bowie County

4. WELCOME and INTRODUCTION OF BOARD MEMBERS

The Board Members introduced themselves. Dave Spurrier stated that he was from Gregg County and "welcomed all to Longview." Linda Thomas also welcomed everyone to Gregg County.

5. REMARKS BY PUBLIC OFFICIALS

Gregg County Judge Bill Stoudt said he was glad the RMA was meeting in Longview!

Chairman Austin thanked Judge Stoudt and stated that the RMA appreciated all that Judge Stoudt has done to support the RMA. The Chairman stated "there's a lot we still need to do in the region" and asked Judge Stoudt to stay and ask questions as the project updates were presented.
No other public officials were present.

6. OPEN PUBLIC FORUM / COMMENT PERIOD

No public remarks were made.

7. APPROVAL OF MINUTES

Chairman Austin stated, "You'll see three sets of minutes: one from a February 28th regular board meeting and two call in meetings that were also posted one of March 4th and one on April 13th." The Chairman entertained a motion to approve all three together.

Board Member Barham Fulmer moved approval; Board Member Linda Thomas seconded the motion. The motion carried and the minutes for the meetings of February 28th, March 4th, and April 13th were approved.

8. CHAIRMAN'S REPORT

Chairman Austin

A. Meetings of Interest:

- Update from the Team Texas meeting held in Austin, Texas on March 24-25, 2011.
Chairman Austin asked Mr. Mike Battles to update the board on comments at the Team Texas Meeting. Mr. Battles explained that Team Tx is a meeting where transportation industry officials from across the state get together and discuss transportation in and around their areas. Mr. Battles stated that Mr. James Bass, Chief Financial Officer - TxDOT Finance Division, made comments about what upcoming financing looked like in the legislative session and what was TxDOT's push. Mr. Bass used NET RMA as an example for the future of financing of facilities and commented specifically on the financing of Segment 3B of Toll 49. Mr. Bass was very complementary of the NET RMA and excited about the financing package that was developed.
- Meeting of the DETCOG in Nacogdoches, Texas on June 23, 2011.
Chairman Austin stated that he had been requested to have some representatives of the NET RMA go to Nacogdoches on June 23rd to meet some of the counties that are part of the Deep East Texas Council of Governments (DETCOG). With the lack of funding for transportation, the DETCOG wants to discuss possibilities of potentially partnering with the NET RMA to look at ideas for funding to help on the I-69 project. This would mean that the NET RMA's I-69 Committee could get busy real quick. This meeting was to open the discussion with counties from that region, including Angelina, Nacogdoches, Trinity, Polk, and perhaps other counties further south, of what can be done to continue the I-69 corridor project all the way back up to Texarkana. As the Legislature is talking about continuing primacy, this partnering with the DETCOG counties would place this partnership in a position to evoke primacy and potentially start the I-69 project ourselves with the right financial partners at some point in the future.
- NET RMA Treasurer's Position.
Chairman Austin stated that Mr. Andy Vinson has been serving as Interim Treasurer since his appointment on March 4th and Mr. Vinson has agreed to stay as Treasurer. The RMA will be setting up revised policies and procedures for processing of payments with all that is going on with Segment 3B and these procedures will be presented for approval for our next meeting. The RMA will be using an outside accounting firm to help prepare checks.
- Formation of a Bicycle Committee.
As a follow up item, the Chairman stated that members of the NET RMA have talked with the County Commissioners and some of the bicycle groups in relation to bicycle usage on Toll 49. The Chairman also stated that he had a couple of meetings with these groups as well. The Biking Community will be putting together a draft charter for a Bicycle Committee to work to find a

solution to help blend and work with the two roadway stakeholders: the high speed cars on the toll road and the bicyclists.

In some of these meetings, the Bicycle Community was told that in the future there may be a point that bicyclist may not be allowed on Toll 49 as they are not allowed on all the rest of the toll roads. One thing that was even discussed is that when the NET RMA opens Toll 49 all the way up to the interstate, that there is a potential of doing a bike ride and partnering with the Bicycle Community.

The NET RMA has looked at the cost to construct bike paths. Obviously, the NET RMA does not have excess funding or capacity for bicycle paths as the CTRMA did on Toll 183A in Austin.

The framework of the Bicycle Committee would be such that the entire NET RMA and other folks can look at bike usage. There are places in our communities where there are some bike paths or bike lanes that are allocated but the NET RMA wants to begin working with our communities to find other opportunities.

Board member Gary Halbrooks stated that he talked to Mr. Mike Butler, President of the Tyler Bike Club this year, and was setting a meeting to continue the discussions. The Chairman stated that the Bike Club has some legitimate concerns and some good ideas too.

- Update on Smith County Multimodal Facility.

Chairman Austin noted that a little over a year ago the NET RMA entered into an Interlocal Agreement (ILA) with Smith County to work towards a multimodal facility downtown. The facility would consist of a parking garage with other potential taxi, bus, rural transit and rental car facilities. The NET RMA has received notification that the RMA will receive a \$120,000 grant from TxDOT, to be matched by \$10,000 from Smith County, to study the feasibility of this type of facility. Chairman Austin stated "This is a great way to bring funding to the NET RMA because it's not all about roads; we're looking at ways to develop multimodal facilities also."

- Update on the East Texas Hourglass (ETHG).

The Chairman stated that he has talked to Board Member Dave Spurrier and Mr. Battles to start looking at the East Texas Hour Glass (ETHG) study. In the Segment 3B financing package, there was funding to begin looking at studies for the entire corridor of the remaining portions of the ETHG. This study should identify what's going to be the next most feasible project for Toll 49.

Mr. Spurrier stated that he and Mr. Everett Owen had some communication. Mr. Spurrier asked Mr. Owen to update the board on the next steps. Mr. Owen stated that the NET RMA had allocated \$1.5 million dollars to the East Texas Hour Glass study. The next step would be to utilize our existing contract with Atkins as the contracting vehicle to get new eyes and new thoughts by hiring a transportation planning firm to look at the ETHG project. The first item would be to see what can be done in way of planning and environmental work, hopefully by developing the "Purpose and Need" for the project. That is to say, "what Need the project is filling and the Purpose the project is achieving".

Mr. Owen also stated that an Hour Glass Committee, being a subcommittee of the NET RMA Board, might be a good idea to work with the planning team. As the project touches four counties, Upshur, Gregg, Harrison and Smith, it would great if we could have representatives from each of the four counties. Mr. Owen asked if Mr. Spurrier could help with forming that committee.

Mr. Spurrier stated that in looking at completing any or all of those segments; the first part is to get the Purpose and the Need and to do an early environmental impact study (EIS). Mr. Spurrier asked Mr. Owen to walk the board through the steps starting with the Quantum study.

Mr. Owen said that the Quantum study looked at possible routes and environmental constraints to help place the corridor. That study was really a way to find routes through the environmental constraints. Another step in the process will be to determine the toll revenue a segment or segments might possibly generate.

Mr. Spurrier asked about the Traffic and Revenue Feasibility Studies that had already been completed to date and would they have to be updated or does the NET RMA have to completely start from scratch all over again?

Mr. Owen answered that no, the Traffic and Revenue Studies would just have to be updated.

Chairman Austin asked if the RMA does start a preliminary study in October, as it would take that long to get someone under contract, would the updated study be complete within six months or a year.?

Mr. Owen stated that yes the study could be done but if the RMA could identify one section, the RMA could take that one section through the environmental clearance process.

Chairman Austin added that the environmental clearance is only good for three years.

Mr. Spurrier questioned Mr. Owen that he was suggesting that with this study the RMA could identify the highest priority for the ETHG project?

Mr. Owen responded that would be what he would suggest. The RMA would want to look certainly at toll viability, more for route selection and magnitude of the routes. That would provide a better idea of what the route of the entire Hour Glass would be.

Board member Hudson Old asked if a Toll study would be needed every year?

Mr. Owen answered "No" we don't need one every year.

Mr. Spurrier stated that the Board had taken a lot of effort to identify which of the three segments the RMA could focus on next. He asked, "Are you're suggesting we replot that old ground?"

The Chairman replied that the study would update toll viability and decide which segment the RMA needed to go back and tackle first. The Chairman used the example of Segment 7 from I-20 to US 259 as it was the most viable section based on the previous studies. If that project needed to be broken down into pieces, that could be done. An update to the traffic numbers would validate that.

Chairman Austin also stated that other elements can influence which segments are being worked on. There may be more than one segment that may have some viability. All the current information points toward the NET RMA constructing the Gregg/Upshur County piece first as it has the better toll viability. Things that benefit a project will be contributions from local areas, private or governmental entities. The Counties may even consider a TRIZ (transportation

reinvestment zone). Right now, a TRIZ has to be associated with a TxDOT Pass through project. The current House/Senate bill would decouple the use of the TRIZ's from just a TxDOT project to be used for other purposes. A TRIZ could then be set up for transportation corridors which is all inclusive: airport, roadway and waterway.

Mr. Spurrier asked if there was some action needed from the RMA's subcommittee before the GEC can take any action?

Mr. Owen replied that he and the GEC have already started the scoping process.

Mr. Spurrier stated the NET RMA did not need to spend new money recovering old issues. He stated that there has been a lot of work, a lot of time, money and effort spent to get this far, the NET RMA just needs to keep moving forward. The biggest item that would impact the project is if there is absolutely zero traffic counts added to the original T&R study updates for any I-69 activity. If that remains zero, than there is no mobility change other than just the number of cars going down the existing roads.

Chairman Austin stated that he would like to keep the Hour Glass on the agenda as a standing item going forward now that we have some funding to pick it back up. Chairman Austin asked if the RMA could find local "segment champions" to help identify and clarify sources/needs, to be eyes and ears of the communities, and give good valuable input, it would benefit the project.

Vice Chairman Linda Thomas asked the Chairman to refresh her on the reason for the duplicate parallel routes on "Segment 8" because the numbers used on the map don't mean anything to her. Using a map of the Toll 49 project, the Chairman showed Mrs. Thomas the reasoning behind the two different routes and explained that when they were originally designed there was a lot of differing opinions on where it should go so two possible conceptual routes were drawn.

9. DISCUSSION, CONSIDERATION AND POSSIBLE ACTION ON THE TREASURER'S REPORT Action Item

Andy Vinson, Treasurer, presented the financials for the NET RMA. The Chairman asked to go back over the liabilities. Then Everett Owen went over his Draw #1 request and how it worked the first time it was used. \$6.55 million was the first amount that was requested for Draw #1. Mr. Owen said it takes about three (3) weeks to process a request and to actually receive the money requested.

The Chairman asked if there was a motion for anyone that opposed the report. There was not so the motion passed. A technical vote was not taken.

10. DISCUSSION, CONSIDERATION AND POSSIBLE ACTION ON SELECTION OF A PROJECT DIRECTOR (RESOLUTION 11-16) Action Item

The Chairman read the Resolution to the board that would rehire Mr. Everett Owen as the Project Director. On March 21, 2011 the NET RMA put out an RFP for a Project Director and there was one (1) applicant turned in, Mr. Everett Owen, P.E. It was determined that he was the best qualified individual to provide project director services to the NET RMA. The executed agreement will be drawn up and brought back to the next meeting to be officially approved.

Board Member Dave Spurrier made a motion to pass Resolution 11-16. Board Member Hudson Old seconded the motion. The motion passed.

11. DISCUSSION, CONSIDERATION AND POSSIBLE ACTION ON APPROVAL OF AN INTERLOCAL AGREEMENT WITH TxDOT FOR MATERIAL INSPECTION AND TESTING SERVICES (RESOLUTION 11-17) **Action Item**

Chairman Austin introduced this item and then asked Mr. Everett Owen to explain what the item covered. Mr. Owen explained that the NET RMA's engineering and legal consultants had drafted an Interlocal Agreement between TxDOT and the NET RMA for the provision of material testing and inspection services at component manufacturing plants in connection with the Toll 49 Segment 3B Project. Mr. Owen explained that there are certain manufactured items, such as concrete and steel bridge beams, that are built under very controlled conditions in factories in certain locations throughout the state and then shipped to various construction sites. Mr. Owen stated that TxDOT already has inspectors in these various manufacturing plants to ensure that all manufactured components being used on TxDOT construction projects meet TxDOT's requirements. Since Toll 49 is being constructed to TxDOT standards, but is not a TxDOT project, Mr. Owen explained that it would be very costly for the GEC consultant to send inspectors to all of the various manufacturing plants in the state to ensure that items for Toll 49 Segment 3B were built to meet all standards. It was a lot easier to simply contract with TxDOT for this inspection, since TxDOT inspectors are already located at all of the manufacturing plants. Mr. Owen stated that this resolution would enable the NET RMA to use the TxDOT inspectors at very low cost and would result in a quality construction project for Segment 3B.

Board member Walta Cooke made a motion to pass Resolution 11-17. Board member Gary Halbrooks seconded the motion. The motion passed.

12. UPDATE ON THE 82ND LEGISLATIVE SESSION Lori Winland

Lori Winland presented a summary recap of events that occurred regarding legislation filed in support of legislative priorities that several RMAs had adopted. Some of the key items included:

- Primacy – This would allow local RMAs to have the first option on developing toll projects in their regions. This was passed by the Senate, but not the House.
- Design/Build/Finance CDA Authority – This would add a new subchapter to the RMA Act that would give RMAs design/build/finance authority independent of the CDA process. There was a lot of interest in this item, and it was included in both Senate and House bills as well as in the TxDOT Sunset Bill.
- RMA Clean Up – this item was the same as filed last year. It would clean up language related to project financing, added parking structures and TRZ projects to the list of authorized RMA projects and give RMAs the same toll collection and enforcement tools as TxDOT, NTTA and HCTRA.
- Transportation Reinvestment Zones (TRZs) – this item would clean up the TRZ language and remove the current requirement that a TRZ be tied to a pass-through project. Similar bills were introduced that would allow counties / municipalities to designate a portion of the sales tax generated in a TRZ to fund a pass-through project and clarify the authority of a county to pledge tax revenue from a TRZ.
- Environmental Review Process – this item would allow both TxDOT and toll authorities to enter into an agreement to provide funds to a State or Federal agency to expedite the agency's performance of its duties related to the environmental review process. This item would also require TxDOT to establish standards

for environmental review documents and allow local government sponsors to prepare the environmental documents after paying a fee to TxDOT.

Please see the attached supplemental information sheets regarding the summary of the 82nd Legislative Session that was provided by Lori Winland at the meeting. These sheets provide full information regarding each item and the status of each in the Legislative process.

13. UPDATE REGARDING REQUIREMENT FOR NET RMA BOARD MEMBERS TO FILE FINANCIAL DISCLOSURE STATEMENTS WITH THE TEXAS ETHICS COMMISSION Lori Winland

Lori Winland just recapped what was said back in the April conference call because there really wasn't anything new to update. Chairman Austin said there was some "robust" discussion in that last "call-in" meeting. The board asked a few more questions that she answered regarding the filing. Celia Boswell gave the advice that Board Members need to keep very good records on what they have or don't have in regards to their financial portfolios for these filings.

14. PROJECT DIRECTOR'S REPORT Everett Owen

Mr. Everett Owen presented the Project Director's Report and discussed three major items:

A. Update on Acquisition of Toll 49 Segment 3B ROW –

Mr. Owen explained that there are six (6) parcels of land that have to be purchased in order to have all of the ROW needed for Toll 49. These included Parcels 109, 116, 121, 143, 163 and 164. Parcel 163 located north of I-20 has already been purchased from James Meredith. Parcel 164, also located north of I-20, is expected to be donated to the NET RMA by the Fair Corporation. An offer has been made to Mr. William Frazier Carter for Parcel 155, and he is expected to take this offer. The remaining three parcels (109, 116 and 121) are all represented by the legal firm of Dawson & Sodd in Corsicana. The NET RMA and Dawson & Sodd have gone through two series of offers and counteroffers on the remaining 3 tracts. Either agreements will be reached soon and the ROW purchased, or the NET RMA will enter into Eminent Domain proceedings through the Smith County Courts at Law to obtain the remaining parcels.

B. Draw#1 –

Everett Owen went over his spreadsheet for Draw #1, which was for approximately \$6.55 million. The largest single expense was for a payment to the CDA Design/Build Developer, CH2M Hill, for approximately \$4.89 million. Mr. Owen explained that expenses on the Toll 49 Segment 3B project are being tracked over 14 different cost categories, as shown on his Draw #1 spreadsheet. Mr. Owen also noted that the budget for FY 2011 of approximately \$35.46 million in construction draws is also shown on his spreadsheet, so that the monthly progress of the project and the remaining funds for FY 2011 are readily shown. Mr. Owen explained that the construction draws are issued by the Trustee, Amegy Bank, in accordance with his periodic Draw Requests. The money issued by Amegy Bank comes from the two loans that the NET RMA received from TxDOT, the SIB Loan and the Toll Equity Loan. Chairman Austin asked if the amount taken from each loan could be displayed and tracked. Mr. Owen said "yes" and that he would set up this tracking system for reporting by loan type.

C. CDA List of Documents –

Mr. Owen mentioned that there was a list of the Comprehensive Development Agreement documents that were also included in the SIB and Toll Equity Loan Agreements under Tab #14 in the Board Binder. Mr. Owen said he simply wanted the Board to know that there were many parts to these agreements and

that they were quite lengthy, but were available for Board review at any time. Chairman Austin asked if these were available in electronic version, and Mr. Owen replied "yes" they are. In addition, Mr. Owen mentioned that there were some construction photographs under Tab #14 that illustrate some of the early construction occurring on Segment 3B.

15. GEC REPORT

Mike Battles

Mike Battles, ATKINS Project Director, reminded the Board that Work Authorization #15 for GEC support services included a provision for the GEC to issue an RFP for a new web site provider for the NET RMA website. Mr. Battles stated that the RFP had been developed and would be posted on the NET RMA Web Site. Mr. Battles anticipated receiving several proposals and stated that the selected firm would be announced at the next Board Meeting. Mr. Battles said that the current web site provider, Business Direct Marketing in Tyler, had done a great job with hosting the NET RMA's web site, but that he expects the new provider to be able to host a specific Toll 49 Segment 3B site as well as an enhanced "dynamic" NET RMA web site for the same or less amount of money per year.

Chairman Austin on a side note also mentioned that the TxDOT Executive Director, Mr. Amadeo Saenz, was leaving TxDOT along with two other key TxDOT staff. Chairman Austin said that the NET RMA had a lot to thank Mr. Saenz for and he looked forward to having a chance to express his thanks in the near future.

16. FINANCE COMMITTEE REPORT

Gary Halbrooks

Gary Halbrooks said that there was no need for a report at this meeting.

17. COMPLIANCE AND OVERSIGHT COMMITTEE REPORT

Keith Honey

Board Member and Compliance Oversight Committee Chair Mr. Keith Honey presented the status of five items tracked by his committee. Chairman Austin asked if the Conflict of Interest statements could be updated annually from now on. He asked Lori Fixland to follow up on this issue, now that the Board is handling almost \$90 million in loans. Keith Honey had nothing else to report as far as the compliance spreadsheets were concerned. Mike Battles commented that the TEC filing status was being kept up with and if anyone wanted to notify the GEC that they were filing to just contact Erin Lavender. The current status of the five items was:

- A. Open Records spreadsheet – all Board Members have completed their open records training.
- B. Surety Bond spreadsheet – all Board Member surety bonds are current, except that new Board Member Jeff Sandford needs a surety bond. It appears that 14 surety bonds will be needed in FY 2012.
- C. Conflict of Interest spreadsheet – all Board Members have submitted conflict of interest statements, except for new Board Member Jeff Sandford.
- D. Term Expiration spreadsheet – Board Member Ed Smith III from Harrison County will have his term expire in November 2011. All other members' terms are valid through 2012 or 2013.
- E. TEC Filing spreadsheet – three Board Members have submitted their Texas Ethics Commission filing.

18. NEW BUSINESS FOR FUTURE MEETING AGENDA

It was discussed that in the near future, a budget workshop or special session is possibly needed. Chairman Austin noted that he would also like to get an update on Toll 49 Segment 4, the Lindale Relief Route, in the near future. It was decided that the next NET RMA board meeting would be scheduled for Wednesday August 17, 2011.

19. ADJOURNMENT

Chairman Austin adjourned the meeting at 3:20 pm.



Jeff Austin, Chairman



Dave Spurrier, Secretary



Erin Lavender

EXECUTIVE SESSION PURSUANT TO GOVERNMENT CODE, CHAPTER 551, IF ANY

- A. **Section 551.071. Consultation with Attorney—Consultation with, and advice from legal counsel concerning pending/contemplated litigation, settlement offers and negotiations, and other legal issues.**
- B. **Section 551.074. Personnel Matters—Deliberation concerning the designation, reassignment, evaluation, compensation, and duties of personnel.**
- C. **Section 551.072. Deliberation Regarding Real Property—Discussion of real property purchase, exchange, lease, donation, including property to be acquired for Toll 49 Segment 3B right-of-way.**

Non-Scheduled Meetings / Functions Where a Quorum Could be Present, but No RMA Business Will be Conducted

Texas Transportation Commission Meetings May 26, 2011 and June 30, 2011 to be held in Austin, Texas

COURTESY RULES

Thank you for your presence. The NET RMA appreciates your interest. If you wish to address the RMA on any agenda item, Public Participation Forms will be available before the meeting. These forms must be filled out and turned in to the RMA Chairman or secretary *prior* to the time the agenda item in question is addressed by the RMA.

You must be recognized by the Chair. (NOTE: Items will not necessarily be presented in the order they are posted.)

OPEN COMMENT PERIOD

At the conclusion of all other agenda items, the Board 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 Board. Public comment that does not relate to a specific agenda item must be made during the open comment period.

Each speaker will be allowed a **maximum of three (3) minutes**. Speakers must be signed up prior to the beginning of the open comment period. For subjects that are not otherwise part of the agenda for the meeting, Board members may neither comment nor question speakers during the open comment period, but may direct the Chairman, or a recognized committee to investigate the subject further. No action will be taken on matters that are not part of **the agenda for the meeting**.

NOTE

Enumerated agenda items are assigned for ease of reference only, and will not necessarily be considered by the Board in that particular order. The Chairman may rearrange the order in which agenda items are considered.

Presenters with audiovisual needs are requested to contact Erin Lavender at (903) 509-1552 ext. 448-1229, at least two working days prior to the meeting.

ACCESSIBILITY STATEMENT FOR DISABLED PERSONS

This meeting site is accessible to disabled persons as follows: wheelchair ramp at the main entrance. If any special assistance or accommodations are needed in order to attend this RMA meeting, please contact Erin Lavender at (903) 509-1552 ext. 448-1229 in advance so accommodations can be made.

Persons with disabilities who plan to attend this meeting and who may need auxiliary aids or services, such as interpreters for person who are deaf or hearing impaired, and readers of large print or Braille, are requested to contact Erin Lavender at (903) 509-1552 ext. 448-1229 at least two working days prior to the meeting so that appropriate arrangements can be made.