

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE NORTH EAST TEXAS
REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 18-62

WHEREAS, the North East Texas Regional Mobility Authority ("NET RMA") was created pursuant to the request of Gregg and Smith Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.1, *et seq.* (the "RMA Rules"); and

WHEREAS, the Board of Directors of the NET RMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, subsequent to the initial formation of the NET RMA the Counties of Cherokee, Rusk, Harrison, Upshur, Bowie, Panola, Titus, Van Zandt, Wood, and Kaufman joined the Authority and are represented on the Board of Directors; and

WHEREAS, the NET RMA is currently pursuing the development of Segment 4 of Toll 49 (the "Project"); and

WHEREAS, on March 1, 2016, in Resolution No. 16-21, the Board of Directors authorized the Interim Executive Director to enter into a contract (the "Agreement") for the construction of the Project with Webber, LLC ("Webber") in the amount of \$68,760,000.00; and

WHEREAS, on June 14, 2016, in Resolution No. 16-63, the NET RMA Board of Directors approved Change Order No. 1.0 to the Agreement with no financial impact; and

WHEREAS, on October 11, 2016, in Resolution No. 16-91, the NET RMA Board of Directors approved Change Order No. 2.0 to the Agreement for an amount not to exceed \$26,247.38; and

WHEREAS, on October 11, 2016, in Resolution No. 16-92, the NET RMA Board of Directors approved Change Order No. 3.0 to the Agreement for an amount not to exceed \$17,257.93; and

WHEREAS, on October 11, 2016, in Resolution No. 16-93, the NET RMA Board of Directors approved Change Order No. 4.0 to the Agreement for an amount not to exceed \$156,926.00; and

WHEREAS, on February 14, 2017, in Resolution No. 17-12, the NET RMA Board of Directors approved Change Order No. 5.0 to the Agreement for an amount not to exceed \$100,000.00; and

WHEREAS, on June 13, 2017, in Resolution No. 17-31, the NET RMA Board of Directors ratified Change Order Nos. 6.0 through 8.0 to the Agreement for a total aggregate amount not to exceed \$42,229.88; and

WHEREAS, on August 8, 2017, in Resolution No. 17-38, the NET RMA Board of Directors approved Change Order No. 9.0 to the Agreement for an amount not to exceed \$304,851.40; and

WHEREAS, on August 8, 2017, in Resolution 17-39, the NET RMA Board of Directors approved Change Order No. 10.0 to the Agreement for an amount not to exceed \$200,000.00; and

WHEREAS, on August 8, 2017, in Resolution 17-40, the NET RMA Board of Directors approved Change Order No. 11.0 to the Agreement for an amount not to exceed \$4,389,160.65; and

WHEREAS, on September 13, 2017, in Resolution 17-50, the NET RMA Board of Directors approved Change Order No. 12.0 to the Agreement for an amount not to exceed \$1,078,075.83; and

WHEREAS, on September 13, 2017, in Resolution 17-51, the NET RMA Board of Directors approved Change Order No. 13.0 to the Agreement for an amount not to exceed \$493,609.77; and

WHEREAS, on January 9, 2018, in Resolution, 18-02, the NET RMA Board of Directors approved Change Order No. 14.0 to the Agreement for an amount not to exceed \$2,660,075.00; and

WHEREAS, on March 20, 2018, in Resolution 18-18, the NET RMA Board of Directors approved Change Order No. 19.0 to the Agreement for an amount not to exceed \$100,000.00; and

WHEREAS, on March 20, 2018, in Resolution 18-19, the NET RMA Board of Directors approved Change Order No. 20.0 to the Agreement for an amount not to exceed \$67,382.19; and

WHEREAS, on May 8, 2018, in Resolution 18-27, the NET RMA Board of Directors approved Change Order No. 23.0 to the Agreement for an amount not to exceed \$71,420.24; and

WHEREAS, on June 12, 2018, in Resolution 18-35, the NET RMA Board of Directors approved Change Order No. 25.0 to the Agreement for an amount not to exceed \$496,675.32; and

WHEREAS, on July 10, 2018, in Resolution 18-40, the NET RMA Board of Directors approved Change Order No. 27.0 to the Agreement for an amount not to exceed \$603,398.31; and

WHEREAS, on July 10, 2018, in Resolution 18-41, the NET RMA Board of Directors approved Change Order No. 28.0 to the Agreement for an amount not to exceed \$342,936.16; and

WHEREAS, on August 14, 2018, in Resolution 18-45, the NET RMA Board of Directors approved Change Order No. 30.0 to the Agreement for an amount not to exceed \$96,906.47; and

WHEREAS, on August 14, 2018, in Resolution 18-46, the NET RMA Board of Directors approved Change Order No. 31.0 to the Agreement for an amount not to exceed \$200,000.00; and

WHEREAS, on August 14, 2018, in Resolution 18-47, the NET RMA Board of Directors approved Change Order No. 32.0 to the Agreement for an amount not to exceed \$378,106.99 and

WHEREAS, on November 13, 2018, in Resolution 18-57, the NET RMA Board of Directors approved Change Order No. 36.0 to the Agreement for an amount not to exceed \$50,000.00 and

WHEREAS, Section 28 of the Bylaws of the North East Texas Regional Mobility Authority and Resolution No. 17-32, dated June 13, 2017, authorize the NET RMA Executive Director to approve change orders under \$50,000.00, and pursuant to that authority the Executive Director approved and executed Change Order Nos. 15.0, 16.0, 17.0, 18.0, 21.0, 24.0, 26.0, 29.0, 33.0, 34.0, 35.0, and 37.0 for an aggregate amount not to exceed \$313,028.51; and

WHEREAS, the NET RMA Executive Director approved and executed Change Order No. 38.0 in order to effectuate the credit for early completion for Project Milestone 1 in the amount of \$600,000.00 as provided under the Agreement; and

WHEREAS, the NET RMA general engineering consultant, RS&H, has recommended the approval of Change Order No. 39.0 to the Agreement, attached hereto as Attachment "A", to provide for additional block sodding, for an amount not to exceed \$200,000.00; and

WHEREAS, considering the Agreement, previously approved Change Orders Nos. 1.0 through 21.0, Change Order Nos. 23.0 through 38.0, and proposed Change Order No. 39.0, the maximum amount to be paid for services under the Agreement is \$81,748,288.03; and

WHEREAS, the NET RMA Board of Directors must approve Change Order No. 39.0 before Webber may proceed to work thereunder; and

WHEREAS, the NET RMA general engineering consultant, RS&H, and NET RMA staff, have represented to the Board of Directors that the work reflected in Change Order No. 39.0 is necessary and appropriate.

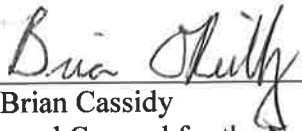
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves Change Order No. 39.0 in the form or substantially the same form attached hereto as Attachment "A", for an amount not to exceed \$200,000.00; and

BE IT FURTHER RESOLVED, that all work performed under Change Order No. 39.0 shall be subject to the Agreement between the NET RMA and Webber and that no additional work may be undertaken without the specific approval of the Board of Directors.

Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 11th day of December, 2018.

Submitted and reviewed by:

Approved:



C. Brian Cassidy
General Counsel for the North East
Texas Regional Mobility Authority



Linda Ryan Thomas
Chair, Board of Directors
Date Passed 12/11/18
Resolution No. 18-62