

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

**RESOLUTION NO. 16-72**

WHEREAS, the North East 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, Wood, Van Zandt, Titus, and Kaufman joined the Authority and are represented on the Board of Directors; and

WHEREAS, on March 26, 2013, the NET RMA Board of Directors approved the selection of Atkins North America ("Atkins") to serve as one of the general engineering consultants ("GEC") to the NET RMA and authorized the Chairman to execute an agreement with Atkins for the provision of general consulting civil engineering services; and

WHEREAS, Atkins has developed a proposed scope of work and budget for GEC services for the 2017 fiscal year, including work related to program management, technical studies, public relations support, administrative activities, and support of the Board of Directors; and

WHEREAS, a copy of that proposed scope of work and budget not to exceed \$410,250 is contained in Work Authorization No. 14.0, attached hereto as Attachment "A"; and

WHEREAS, the NET RMA Board of Directors must approve Work Authorization No. 14.0 before Atkins may proceed to work thereunder; and


WHEREAS, Atkins has represented to the Board of Directors that the work reflected in Work Authorization No. 14.0 is necessary and appropriate.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves Work Authorization No. 14.0 for GEC services for the 2017 fiscal year in the form attached hereto as Attachment "A", for an amount not to exceed \$410,250; and


BE IT FURTHER RESOLVED, that all work performed under Work Authorization No. 14.0 shall be subject to the Agreement for General Consulting Civil Engineering Services between the NET RMA and Atkins 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 9th day of August, 2016.

Submitted and reviewed by:

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

Approved:

  
Linda Ryan Thomas  
Chair, Board of Directors  
Date Passed: 08/09/16

## **WORK AUTHORIZATION**

WORK AUTHORIZATION NO. 14

This Work Authorization is made as of this 9th day of August, 2016, under the terms and conditions established in the AGREEMENT FOR GENERAL CONSULTING ENGINEERING SERVICES, dated as of June 01, 2013 (the "Agreement"), between the North East Texas Regional Mobility Authority ("Authority") and **ATKINS NORTH AMERICA, INC.**, ("GEC"). This Work Authorization is made for the following purpose, consistent with the services defined in the Agreement:

*General Engineering Consultant (GEC) Services – FY 2017*

### **Section A. - Scope of Services**

A.1. GEC shall perform the following Services:

*The GEC will provide Program Management, Technical Studies, Master Trust Indenture and Board Meeting and Public Relations Support activities related to Toll 49 and other General Engineering support related to NET RMA priority projects and other activities as requested.*

*See Attachment A – Scope of Services.*

A.2. The following Services are not included in this Work Authorization, but shall be provided as Additional Services if authorized or confirmed in writing by the Authority.

*(none anticipated).*

A.3. In conjunction with the performance of the foregoing Services, GEC shall provide the following submittals/deliverables (Documents) to the Authority:

*GEC shall submit technical reports, studies, designs, schedules, cost estimates, meeting support documents and other deliverables in printed and/or electronic format, as requested by the NET RMA.*

### **Section B. - Schedule**

GEC shall perform the Services and deliver the related Documents (if any) according to the following schedule:

*This Work Authorization shall be effective from October 1, 2016 to September 30, 2017, a period of 12 months.*

### Section C. - Compensation

C.1. In return for the performance of the foregoing obligations, the Authority shall pay to the GEC the amount not to exceed \$ 410,250, based on the attached fee estimate.

*See Attachment B – Fee Estimate.*

C.2. Compensation for Additional Services (if any) shall be paid by the Authority to the GEC according to the terms of a future Work Authorization.

### Section D. - Authority's Responsibilities

The Authority shall perform and/or provide the following in a timely manner so as not to delay the Services of the GEC. Unless otherwise provided in this Work Authorization, the Authority shall bear all costs incident to compliance with the following:

*Provision of support documents and prompt response to inquiries as requested by the GEC.*


### Section E. - Other Provisions

The parties agree to the following provisions with respect to this specific Work Authorization:


*(none anticipated)*

Except to the extent expressly modified herein, all terms and conditions of the Agreement shall continue in full force and effect.

Authority: North East Texas Regional  
Mobility Authority

By: Chris Miller  
Signature:   
Title: Executive Director  
Date: \_\_\_\_\_

GEC:

By: R. Keith Jackson  
Signature:   
Title: VP / Project Director  
Date: 8/9/16

## **WORK AUTHORIZATION #14**

**ATKINS NORTH AMERICA, INC.**

### **ATTACHMENT A – SCOPE OF WORK**

#### **GENERAL ENGINEERING CONSULTANT (GEC) SERVICES – FY 2017**

##### **GENERAL PROJECT OVERVIEW**

The GEC will provide Program Management, Technical Studies, Master Trust Indenture and Board Meeting Support activities related to Toll 49 and other General Engineering support related to NET RMA priority projects and other activities as requested. Effective date of this authorization is from October 1, 2016 to September 31, 2017.

The Scope of Services for this work authorization shall include engineering and administrative services for a period of approximately 12.0 months (365 days). This Scope is based on the assumption the NET RMA will relocate to their own office space by January, 2017 and will hire additional staff to perform some of the items of work described herein. If that does not occur an amendment to this WA may be required. These tasks are in support of the NET RMA's Strategic Plan and include tasks for (1) assisting internally with the NET RMA's Board and committees; (2) assisting with the continued advancement of Toll 49; (3) assisting with the support of priority projects and other transportation projects in the region; (4) assisting in maintaining operational parameters of Toll 49; and (5) helping to leverage support from other RMA's and industry experts. Work tasks shall include program planning and management activities, conduct of technical and financial studies, adherence with Master Trust Indenture requirements, preparation of Board Meeting support materials and assistance with marketing and public information programs in support of NET RMA activities. These tasks will be conducted for the successful project advancement of Toll 49, for the satisfactory daily operation and maintenance of Toll 49, for advancement of other Priority Projects as requested by the NET RMA and for other necessary administrative and general engineering support functions.

##### **1) PROGRAM MANAGEMENT**

This task will involve consulting and program management services for project advancement and general daily operations of the NET RMA. The GEC management staff will provide engineering support as follows:

- Provide engineering input and assist NET RMA staff as needed with the preparation of the NET RMA Annual Report, other NET RMA publications and web page content.
- Assist NET RMA staff with Customer Care support, Public Relations support and handling of public requests and inquiries on an as-needed basis.

- Assist NET RMA staff in preparing various contracts and subcontracts with vendors for providing services to NET RMA and in coding and transmitting vendor invoices for payment by NET RMA.
- Provide support in preparing grant applications, materials, payment reimbursement requests and other grant-related documents for TxDOT, FTA, FHWA and other state and Federal grant programs. Meet with and provide financial and technical documents to the auditors and the Authority's CPA consultant on an as-needed basis to support the annual audit and other financial activities.
- Attend transportation-related meetings and conferences when requested by the NET RMA to promote and support the NET RMA program.
- Attend internal and external meetings as required to support the above activities.

## **2) TECHNICAL STUDIES AND CIP PLANNING SUPPORT**

This task will involve conduct of various engineering, financial and technical studies as required to assist and support the NET RMA in its project planning, design, construction, maintenance, and operations activities. These technical studies will be used to support the activities of the NET RMA in its advancement of Toll 49 and in the planning and development of other projects that may arise and be of interest to NET RMA, and in support of the NET RMA's various committees, including but not limited to the Project Development and Implementation Committee, Long Range Planning Committee, East Texas Hourglass Committee and any other committees established by the NET RMA. The GEC will provide engineering support as follows:

- Prepare short-term and/or minor concept studies, conceptual cost estimates, technical designs and evaluations, and coordinate these activities with the NET RMA staff, TxDOT and other shareholders / agencies as requested by the NET RMA. Major studies and technical designs shall be accomplished through separate Work Authorizations.
- Assist when requested with the planning, scheduling, conceptual design and preliminary cost estimating of various CIP projects to support the NET RMA.
- Participate when requested in project design conferences, evaluate project progress and remaining design needs, develop additional design guidelines and standards, and review and further develop toll concepts, program schedules, and program cost estimates as requested.
- Provide when requested technical and administrative support to the NET RMA's technical committees and groups.
- Provide when requested conceptual, preliminary and/or final designs for small construction projects or potential change orders to ongoing construction projects to help in advancement of Toll 49 and/or other programs.
- Assist if required with issuing project designs, bid documents, change orders, responses to bidders questions, holding bid openings, tabulating bids and making Board recommendations on construction projects not covered by a separate work authorization.

- Assist the Director of Operations and/or the NET RMA staff with researching, identifying and tabulating electric bills, data line bills and other invoices received for utility services on the Toll 49 System.
- If required review, edit and/or comment on technical documents prepared by other NET RMA consultants.
- Assist the NET RMA staff with responses to public complaints, including but not limited to: noise and traffic complaints; damage claims related to soil erosion or drainage issues; complaints regarding traffic signals, signs, message boards and other similar issues; and other public notifications and complaints. Also maintain a tracking sheet listing dates and times of complaints and the responses / solutions provided.
- Attend internal and external meetings as required to support the above activities.

### **3) MASTER INDENTURE AGREEMENT SERVICES**

In addition to the general services listed above, the GEC will assist the NET RMA with performance of all tasks and requirements listed in the Master Trust Indenture document for Toll 49 between NET RMA and Amegy Bank. These services will include but not be limited to the following:

- If requested provide engineering descriptions, data and cost estimates for unusual or extraordinary maintenance or repairs, non-annual maintenance or repairs, and other major items of equipment for Toll 49.
- If requested provide engineering descriptions, data and cost estimates for repairs or replacements resulting from an emergency caused by some extraordinary occurrence on Toll 49.
- If requested maintain and update a programmatic list of anticipated renewal and replacement items that are anticipated for Toll 49.
- Maintain and update a programmatic list of anticipated routine and major maintenance and operating expenses that are anticipated for Toll 49.
- Prepare an Annual Toll 49 System Inspection, to be completed by the 90<sup>th</sup> day prior to the end of each Fiscal Year, providing findings as to whether the System has been maintained in good repair, requirements for proper maintenance, repair and operation of the System during the ensuing Fiscal Year, estimated cost for the upcoming Annual Operating Budget, Annual Maintenance Budget and Annual Capital Budget, and recommendations for deposits to the Replacement and Renewal Fund for the ensuing Fiscal Year.
- Provide asset descriptions and replacement cost information to a responsible insurance company for insurance protection for Toll 49.
- Prepare descriptions and cost estimates for any damage or destruction to Toll 49 or for any other action or activity that adversely affects the revenues from the System.
- Provide information and records required for an Annual Audit.
- Attend internal and external meetings as required to support the above activities.

#### **4) BOARD MEETINGS / PUBLIC RELATIONS**

This task will involve various activities required to hold successful NET RMA Board Meetings and promote the NET RMA to the public. Support tasks shall include but not be limited to:

- Prepare and edit documents, maps and graphic displays as needed to support Board Meetings and NET RMA publications.
- Assist the NET RMA staff with preparation, posting and distribution of Board Meeting Notices, Board Agenda, Board Meeting Information Packets, Monthly Project Status Reports, Operations Reports, and other status reports.
- Assist the NET RMA staff with the preparation, production, distribution and coordination of public information brochures and pamphlets, radio spots, newspaper articles, press releases, and other similar items to further introduce and promote good will between NET RMA and the general public.
- Provide coordination and support for the NET RMA staff in the development and distribution of maps, brochures and other public education materials.
- If requested prepare NET RMA Program-related materials and exhibits for use in Public Meetings and Public Hearings.
- If requested attend internal and external meetings as required to support the above activities.