

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

RESOLUTION NO. 14-05

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

WHEREAS, in Resolution No. 11-05, dated February 28, 2011, following a thorough and fair procurement process, the NET RMA Board of Directors approved the selection of Telvent USA Corporation (“Telvent”) as the best qualified firm to serve as toll systems integrator to the NET RMA and authorized the Chairman or his designee to negotiate and execute an agreement with Telvent for the provision of such services (the “Agreement”); and

WHEREAS, the Agreement with Telvent was subsequently executed effective September 2, 2011; and

WHEREAS, the Agreement may be amended from time to time through change orders agreed upon by the NET RMA and Telvent; and

WHEREAS, the NET RMA and Telvent have agreed to a change order to provide for the replacement of certain tolling equipment originally installed on behalf of the Texas Department of Transportation (“TxDOT”) and which has been determined to be technically incompatible with the toll collection system installed by the NET RMA; and

WHEREAS, in Resolution No. 14-04, dated February 11, 2014, the NET RMA Board of Directors approved the submission to TxDOT of an application for a State Infrastructure Bank (“SIB”) loan for funding for the replacement of certain tolling equipment on Toll 49;

WHEREAS, the NET RMA Interim Executive Director has recommended the approval of Change Order No. 2 to the Agreement with Telvent to provide for the replacement of the tolling equipment, subject to TxDOT’s approval of the SIB loan; and

WHEREAS, Change Order No. 2 will result in an additional cost under the Agreement, not to exceed \$6,000,000, to be funded with the proceeds of the SIB loan.

NOW THEREFORE, BE IT RESOLVED, that the NET RMA Board of Directors, subject to the conditions hereof, hereby approves Change Order No. 2 to the Agreement with Telvent; and

BE IT FURTHER RESOLVED, that Change Order No. 2 may only be finalized and executed by the Interim Executive Director upon the approval of, and receipt of funds from, the SIB loan, and in no event shall such change order be for an amount in excess of \$6,000,000.

Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 11th day of February, 2014.

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
Resolution Number 14-05
Date Passed: 02/11/14