

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

RESOLUTION NO. 12-03

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

WHEREAS, in Resolution No. 09-20, dated August 17, 2009, the NET RMA Board of Directors authorized procuring the delivery of Segment 3B of Toll 49 (the “Toll 49 Segment 3B Project”) through a design/build comprehensive development agreement (“CDA”); and

WHEREAS, in Resolution No. 10-06, dated June 23, 2010, following the CDA procurement process, the NET RMA Board of Directors approved the selection of CH2M HILL Constructors, Inc. (“CH2M HILL”) as the team presenting the best value proposal and directed the Project Director and consulting team to negotiate a design/build CDA for the development of the Toll 49 Segment 3B Project with CH2M HILL; and

WHEREAS, in Resolution No. 10-12, dated October 20, 2010, the Board of Directors approved entry into the design/build CDA for the development of the Toll 49 Segment 3B Project with CH2M HILL, and the design/build CDA was subsequently executed on March 31, 2011; and

WHEREAS, the design/build CDA may be amended from time to time through change orders agreed upon by the NET RMA and CH2M HILL; and

WHEREAS, the design/build CDA provides that, subject to certain limitation, the NET RMA will issue change orders to compensate CH2M HILL for additional costs incurred arising directly from certain anticipated or Force Majeure events; and

WHEREAS, the discovery of previously unknown archeological or cultural resource sites in the Schematic Right-of-Way of the Toll 49 Segment 3B Project has resulted in additional costs by requiring the use of unconventional equipment to perform geotechnical drilling activities; and

WHEREAS, the NET RMA Project Director has recommended the approval of Change Order No. 2 to the design/build CDA with CH2M HILL for an amount not to exceed \$49,462.88 to pay for the additional costs incurred as a result of the need to utilize unconventional equipment in the performance of geotechnical drilling activities.

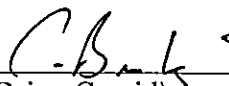
NOW THEREFORE, BE IT RESOLVED, that the NET RMA Board of Directors hereby approves Change Order No. 2 to the design/build CDA with CH2M HILL; and

BE IT FURTHER RESOLVED, that Change Order No. 2 may be finalized and executed by the Project Director.


Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 18th day of January, 2012.

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 12-03
Date Passed: 01/18/12