

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

**RESOLUTION NO. 12-15**

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 design/build 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, Section 13.2.2 of the design/build CDA provides that if a Notice to Proceed is not issued within 210 days of the proposal date, due to no fault of CH2M HILL, then CH2M HILL shall be entitled to an adjustment in the development price based on a formula set forth in section 13.2.2; and

WHEREAS, due to delays beyond the control of CH2M HILL, including delays in finalizing project financing, Notice to Proceed was not issued within the time period set forth in section 13.2.2 of the design/build CDA, and CH2M HILL is therefore entitled to an escalation of the development price in the amount of \$461,800; and

WHEREAS, the NET RMA Project Director has recommended the approval of Change Order No. 5 to the design/build CDA with CH2M HILL for an amount not to exceed \$461,800 to pay for the escalation of the development price resulting from the delay in issuance of the Notice to Proceed.

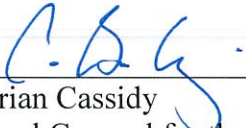
NOW THEREFORE, BE IT RESOLVED, that the NET RMA Board of Directors hereby approves Change Order No. 5 to the design/build CDA with CH2M HILL; and


BE IT FURTHER RESOLVED, that Change Order No. 5 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 13th day of March, 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 12-15  
Date Passed: 03/13/12