

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

**RESOLUTION NO. 11-28**

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

WHEREAS, the Board of Directors has determined that auditing services are important to the operations of the NET RMA; and

WHEREAS, in Resolution No. 06-04, dated August 1, 2006, the NET RMA Board of Directors approved the retention of Prothro, Wilhelmi & Company, PLLC to provide auditing services for the NET RMA; and

WHEREAS, the NET RMA is now required pursuant to its loan agreements with the Texas Department of Transportation to procure the services of a nationally recognized audit firm; and

WHEREAS, the Board of Directors desires that NET RMA consultants initiate the process of procuring the services of a nationally recognized audit firm by soliciting responses from firms interested in providing such services to the NET RMA.

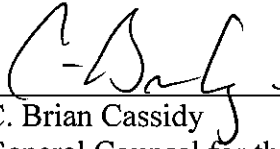
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the NET RMA hereby authorizes NET RMA consultants to solicit responses from firms interested in providing the NET RMA with auditing services; and

BE IT FURTHER RESOLVED, that NET RMA consultants shall implement a process to review the responses and develop a recommendation for the Board of Directors as to the best qualified firm to provide auditing services to the Authority; and

BE IT FURTHER RESOLVED, that no contract for auditing services shall be executed without the prior approval of the NET RMA Board of Directors.

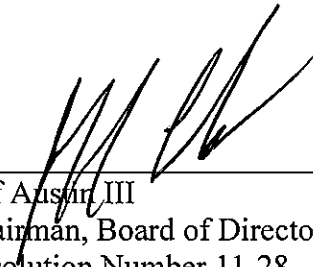
Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 19th day of October 2011.

Submitted and reviewed by:



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

Approved:



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Jeff Austin III  
Chairman, Board of Directors  
Resolution Number 11-28  
Date Passed: 10/19/11