

COUNTY OF CAMERON §

THE BOARD MET AT:

PRESENT:

RUBEN GALLEGOS, JR.
DIRECTOR

DIRECTOR

YOLANDA VILLALOBOS
DIRECTOR

MICHAEL SCAIEF
DIRECTOR

DAVID N. GARZA
DIRECTOR

VICTOR ALVAREZ
DIRECTOR

Mary Robles
Secretary

FRANK PARKER
ABSENT

The meeting was called to order by Chairman David A. Allex at 1:30 P.M. He asked Director Alvarez for the invocation.

At this time, the Board considered the following matters as posted and filed for Record in the Office of the County Clerk on June 9, 2008, at 10:09 A.M.:

ACCEPTED FOR FILING
CAMERON COUNTY

2008 JUN -9 A 10: 09

JOE G. RIVERA
COUNTY CLERK


AGENDA
Regular Meeting of the Board of Directors
of the
Cameron County Regional Mobility Authority

Levis Building
1390 W. Expressway 77
San Benito, TX 78586

Thursday, June 12, 2008
1:30 PM

- I. Public Comments
- II. Presentation of Plaque to Former RMA Director Ray Ramon
- III. Approval of Meeting Minutes for April 17, 2008 and May 15, 2008
- IV. Discussion and Possible Action regarding the Election of Officers
- V. Approval of GEC report for May 2008
- VI. Approval of expenditure report for May 2008 and review of cash flow statement
- VII. Consideration and Approval of Contract between the CCRMA and Martha Galarza
- VIII. Consideration and Approval of Supplemental Work Authorization No. 2 to Work Authorization No. 8
- IX. Discussion regarding the issuance of the Request For Statements of Interest (RFI) for CCRMA projects
- X. Consideration and Approval of Travel for RMA Directors and Staff to attend the Team TX Meeting in Houston, Texas on June 26-27, 2008
- XI. Adjourn

Signed this 9th day of June 2008.


David E. Alex
Chairman

I. PUBLIC COMMENTS

Chairman Alex acknowledged the presence of Cameron County Commissioner Garza.

Commissioner Garza informed that he was appointed to the I-69 Committee, which he described as a "diverse group." He asked that the Board let him know if there was anything he could assist them with.

Chairman Alex expressed his appreciation for Commissioner Garza's diligence in assisting the RMA.

Chairman Alex welcomed Mrs. Yolanda Villalobos as the new Director to the RMA.

III. APPROVAL OF MEETING MINUTES FOR APRIL 17, 2008 AND MAY 15, 2008

Upon motion by Director Gallegos, seconded by Director Garza and carried unanimously, the Minutes of the April 17, 2008 and May 15, 2008 meetings were approved, inclusive of corrections to the April 17, 2008 minutes.

IV. DISCUSSION AND POSSIBLE ACTION REGARDING THE ELECTION OF OFFICERS

Director Alvarez moved that Director Scaief be appointed Vice Chair and that Director Gallegos be appointed Secretary.

The motion was seconded by Director Garza and carried unanimously.

V. APPROVAL OF GEC REPORT FOR MAY 2008

Mr. Eddie Garcia, HNTB, presented and highlighted the May 2008 GEC Report.

Mr. Pete Sepulveda informed that a meeting with UP and the City of Harlingen would take place to review the alternatives to relocate the switch yard from the Harlingen.

Mr. Garcia reported that over 150 public comments were received for the West Loop Project and that all would be addressed.

Director Gallegos questioned how many comments were for or against the project, and commended staff for having a public meeting with a good turnout.

Mr. Sepulveda informed that an agreement had been approved, that funding was in place and that funding for construction remains pending. He elaborated that Mexico was ready to proceed and that there may be some schedule conflicts as a result, thus the need to travel in short notice, and to obtain an MOU with Union Pacific.

Mr. Garcia reported that the public meeting held at South Padre Island had a good turnout where over one hundred comments were presented, noting that said comments were presently being addressed.

At this time, Mr. Dewey P. Cashwell Jr., South Padre Island City Manager, expressed concern with the manner in which the public meeting was held because elected officials were not allowed to speak, and with the island not being properly represented by the RMA.

Chairman Alex clarified that the Directors of the RMA were duly appointed by the Cameron County Commissioners' Court.

Director Scaief noted that the location of the second causeway would be set by commutative efforts.

Mr. Garcia reported that two technical meetings would be held at the Port Isabel City Hall, on June 18, 2008 and another on August 1, 2008.

Chairman Alex requested that the way the meeting is held be changed.

Mr. Garcia added that an Open House would take place this evening at the Juliet Garcia Middle School at 6 p.m.

Upon motion by Director Gallegos, seconded by Director Garza and carried unanimously, the May 2008 GEC Report was approved.

The Report is as follows:

Pete Sepulveda Jr.
CCRMA Coordinator
Cameron County Regional Mobility Authority
1100 East Monroe Street
Brownsville, TX 78520

HNTB

June 6, 2008

Dear Mr. Sepulveda,

The following is a summary of our progress on the subject projects for the month of May, 2008.

Project Management:

General GEC

- Prepared contract correspondence and monthly GEC progress report.
- Prepared & submitted CCRMA GEC Invoice No. 23 for work performed on Work Authorization Nos. 4, 5, 7, 8, 11, 12, 14 and 15.
- Updated and submitted May 2008 GEC work authorization status report.

North Rail Relocation Project (Work Authorization No. 4)

North Rail Relocation Project relocates the exiting and operating freight rail lines away from incorporated and unincorporated areas of Cameron County, Texas, in particular in and around Harlingen, Texas. An effective relocation of the existing freight rail facility will not only improve freight rail operations to and from the US/Mexico border, but may aid in the enhancement of air quality for the area, improve the safety of the traveling public with regard to the freight rail/passenger interface, improve the response time of emergency vehicles, minimize if not eliminate the transport of hazardous material via freight rail through towns, improve traffic congestion, and ultimately enhance the economic development of the region.

- HNTB Staff continued discussions with Union Pacific representatives.
- A draft MOU was submitted to CCRMA staff for review and comment.
- At the request of the CCRMA Coordinator, HNTB completed the development of conceptual layouts and associated estimates on a Northern Cameron County Rail Switchyard. These layouts and estimates were submitted to CCRMA staff for review and comment.

FM 509 Project (Work Authorization No. 5)

The FM 509 project is a relief route around the north and east areas of the City of Harlingen that would construct FM 509, in Cameron County, from US 77 to the Intersection with FM 508. The proposed facility would consist of a four-lane roadway with directions of travel separated by a center median. Dependent upon traffic projections, an interim facility with fewer lanes may initially be constructed. Interchanges or grade separations would be constructed at major thoroughfares. As proposed, the right-of-way would be 300-feet (usual) wide and sufficient to accommodate future transportation needs; however, any future improvements would be subject to environmental review. This could include bicycle and pedestrian facilities, general purpose lanes, truck lanes, or some combination of these modes.

- Project coordination.
- TxDOT ENV determination regarding historic structures is needed to finalize the identification of the preferred alternative prior to engaging special studies for archeology.
- HNTB addressing TxDOT Pharr District comments, dated March 25, 2008, on the resubmitted FM 509 preliminary draft EA. TxDOT Pharr District submittal of revised draft EA, reflective of March 25, 2008 comments, anticipated 1st week of June.

West Loop Project (Work Authorization No. 7):

The proposed West Loop Road is a new location facility and will provide a four-lane controlled access expressway with interchanges and connections at strategic locations and grade separation structures for several crossing streets in Brownsville. The majority of the project alignment falls within or in the vicinity of the existing Union Pacific Railroad right-of-way. Negotiations are underway to relocate the railroad and donate the right-of-way to the county for the project.

- HNTB to revise project schedule.
- HNTB placed 10 day ads with area publications to publicize the May 29, 2008 meeting.
- HNTB finalized correspondence, resource materials and visuals for the West Loop public meeting.
- HNTB hosted and staffed a public meeting on May 29, 2008 from 6:00 PM until 8:00 PM.
- HNTB finalized resource materials and visuals for the West Loop agency coordination meeting.
- HNTB hosted and staffed an agency coordination meeting on May 29, 2008 from 10:00 AM until 12 noon.
- HNTB coordinated approvals on all correspondence and resource material with TxDOT and CCRMA staff.
- HNTB generated a draft contact list and draft timeline for small group briefings.
- HNTB booked and coordinated logistics for three small group briefings on the West Loop project during the month of May.
- HNTB hosted a small group briefing with members of St. Joseph's Church and with Father Jerry Frank about the West Loop project on Tuesday, May 20, 2008 at 6:00 PM.
- HNTB has prepared draft meeting notes based on the comments received at the May 20, 2008 briefing.
- HNTB hosted a small group briefing with key area representatives about the West Loop project on Friday, May 23, 2008 at the IBC Bank building.
- HNTB has prepared draft meeting notes of the comments received at the May 23, 2008 briefing.
- HNTB hosted a small group briefing with City of Brownsville and City of Matamoros staff about the West Loop project on Wednesday, May 28, 2008 at Brownsville City Hall.
- HNTB has prepared draft meeting notes of the comments received at the May 28, 2008 briefing.
- HNTB continued development of travel demand model and toll diverted traffic numbers.
- HNTB continued efforts on microsimulation model.
- HNTB held internal traffic meeting on Wednesday, May 14, 2008 to discuss alternatives and toll feasibility.

West Rail Relocation Project (Work Authorization No. 8):

This Work Authorization provides appropriate subconsultant(s) for staff coordination with the Mexican agencies to monitor and determine project schedules, permit

requirements, funding technical agreements and design for the West Rail Relocation around Brownsville, Texas. The project plans will require approval by Secretaría de Comunicaciones y Transportes (SCT), Comisión Internacional de Límites Y Aguas (CILA) and Kansas City Southern Mexico (KCSM).

- Arturo coordinated the West Matamoros land use plan revisions required of Option "A". Architect Jose Arnaldo Carrillo de la Garza, Planning and Projects Director from Matamoros Municipality, is continuing with the authorization process.
- A meeting with the Infrastructure National Fund (FONADIN) took place on May 12, 2008 to approve the funding necessary to complete the financial studies.
- In regards to the railway alignment, Dr. David W. Eaton, Kansas City Southern Mexico Institutional Relations Director and Architect Vladimir Josue Robles Garza, Kansas City Southern Mexico Institutional Relations Manager accepted option "A". The agreement of the railway alignment is to be signed at the Employment and Economical Development Secretariat of the State Government of Tamaulipas. Once signed, it will be forwarded to the representative from the Communication and Transports Secretariat from Tamaulipas State located in Tampico and then to Lic. Jose Guillermo Zozaya Delano, President and Executive Representative from Kansas City Southern Mexico and finally to Carlos Cascos, Cameron County Judge.
- In regards to the railway right-of-way, a meeting took place with community leaders and the Economical Development Secretariat from Matamoros Municipality on Wednesday, April 30, 2008. Lic. Ulysses Flores Rodriguez, Juridical Director from the Employment and Economical Development Secretariat from the State of Tamaulipas coordinated with owners of the 35 pieces of land.

East Loop Pass Through Financing (Work Authorization No. 11):

The project, termed as the East Loop, is currently identified as three sections. Section I begins at the intersection of US 77 (North of Brownsville) and FM 511 in Olmito and continues east along FM 511 to SH 48 (near the Port of Brownsville). This section is currently under design through a TxDOT consultant as a four (4) lane divided section that will ultimately be frontage roads to a six (6) lane divided section for truck and passenger traffic. Section II continues from SH 48 at FM 511 east and then south to SH 4 (Boca Chica Boulevard). This section is currently a TxDOT project and is in the Environmental and Preliminary Schematic stage. Section III continues southbound from SH 4 near the southeast corner of Brownsville and ends at the entrance of the Veterans International Bridge on US 77. This section is currently in the Environmental and Preliminary Schematic stage. Sections II and III are currently identified as a four (4) lane divided section.

- HNTB met internally and with TxDOT and CCRMA staff to investigate options for developing this project into a comprehensive development agreement and subsequent toll concession.

South Padre Island Second Access (Work Authorization No. 12):

This work authorization provides engineering and environmental services associated with the development and advancement of the National Environmental Policy Act (NEPA) process for the proposed South Padre Island (SPI) 2nd Access Project. The tasks associated with the project will include the development of the necessary environmental documentation, corridor alternatives assessments and related public involvement activities.

- HNTB conducted spring field surveys to identify environmental constraints within the study area.

- HNTB submitted agency coordination letters and an invitation to the agency scoping meeting to participating agencies, cooperating agencies and TxDOT.
- HNTB updated project schedule.
- HNTB received and addressed comments regarding the draft need and purpose and draft coordination plan from TxDOT ENV and FHWA.
- HNTB developed the final draft of the preliminary constraints map.
- HNTB conducted the agency scoping meeting and the public meeting on May 22, 2008.
- HNTB continued data collection and writing for the draft existing environment section of the DEIS.
- HNTB updated the environmental schedule.
- HNTB placed ads at the 10 day mark to publicize the May 22, 2008 public meeting.
- HNTB prepared and dispersed PSA notifications for the May 22, 2008 public meeting to local radio, TV and internet-based media.
- HNTB prepared and dispersed a request for advance coverage and interview notification for the May 22, 2008 public meeting to local newspaper, website, radio and TV media.
- HNTB prepared and dispersed request for day of coverage notifications for the May 22, 2008 public meeting to local media.
- HNTB dispersed the official release to the media after the May, 22, 2008 public meeting.
- HNTB coordinated with a court reporter, security and interpreter for the May 22, 2008 public meeting.
- HNTB conducted internal QA/QC of materials for upcoming meetings and work groups.
- Finalized study area and constraints maps for PITWG and future public meetings.
- HNTB finalized a powerpoint presentation for the agency coordination meeting on May 22, 2008.
- HNTB prepared draft notes following the SPI agency coordination meeting.

Request for Statements of Interest (Work Authorization No. 14):

This work authorization provides professional technical services associated with the development of request for statements of interest (RFI) and qualifications from firms to provide strategic partnership/investor opportunities for the proposed CCRMA projects located in Cameron County, Texas; as well as, provide recommendations for the selection of projects that the CCRMA could pursue through a separate CDA procurement process.

- HNTB coordinated and submitted legal notice to local and national newspapers for publication.
- HNTB coordinated with local and national contractors interested in project.
- HNTB has been facilitating and participating in discussions with TxDOT officials in an effort to coordinate activities of this project and the activities of TxDOT and their associated concession projects.
- A Workshop has been scheduled for June 16, 2008, 1:30 PM at the Dancy Building, Commissioner's Courtroom.

SH 550 Re-Evaluation (Work Authorization No. 15):

This work authorization provides professional services and deliverables in support of the CCRMA's development of the SH 550 (Port Spur) toll project from FM 511 at Old Port Isabel Road to State Highway 48 and the proposed entrance to the Port of Brownsville. The focus of the re-evaluation will be on the effects of tolling the project.

- HNTB has begun public meeting work planning, handout planning, exhibit list, talking points.

- HNTB began planning and preparation of materials and visuals for the public meeting to be held on June 12, 2008
- HNTB prepared ad in both English and Spanish for publicizing public meeting to be held on June 12, 2008.
- HNTB dispersed ad to area publications to run on both May 13, 2008 and June 2, 2008 timeframe.

Consultant Management:

- Continued ongoing coordination with all subconsultants.
- Provided project information to subconsultants in an effort to educate the firms on the projects to be developed within the next few months (RFI, Re-evaluation, CDA, etc)
- Developed spreadsheet that demonstrates percentage of fees authorized to HNTB and to HNTB GEC partners.

Agency Coordination:

- Conducted ongoing discussions with CCRMA staff, TxDOT staff, TTA staff and subconsultants for preparation of 2nd Access, West Loop Project and West Rail Project.
- Conducted ongoing discussions with TxDOT staff and Officials for the preparation of the SH 550 CDA program.

For Discussion:

- Upcoming work authorizations:
 - FM 511 (Spur 550) CDA program (on -hold).
 - Work Authorization No. 7 Supplement for Informed Consent effort and other items.

Best regards,

Lamberto "Bobby" Balli, P.E.
Associate Vice President

cc: David Garcia
Robert Slimp, P.E.
Richard Ridings, P.E.

**II. PRESENTATION OF PLAQUE FOR FORMER RMA
DIRECTOR RAY RAMON**

At this time, Chairman Alex presented Cameron County Commissioner Benavides with a plaque for Former Director Ray Ramon for his service to the RMA.

Commissioner Benavides accepted the plaque to be delivered to Director Ramon. She informed that his health was improving; however, due to his limited speech he would be unable to return to the board.

Director Gallegos moved that Commissioner Benavides be authorized to receive and deliver the plaque to Director Ray Ramon.

The motion was seconded by Director Garza and carried unanimously.

Commissioner Benavides stated that she had full confidence that Director Gallegos would properly represent the county and the Town of South Padre Island.

Director Gallegos noted that he was from the island and thus the island had representation on the RMA.

**VI. APPROVAL OF EXPENDITURE REPORT FOR MAY
2008 AND REVIEW OF CASH FLOW STATEMENT**

Mr. Sepulveda presented and highlighted the May 2008 Expenditure Report and the Cash Flow Statement.

Upon motion by Director Villalobos, seconded by Director Scaief and carried unanimously, the May 2008 Expenditure Report and the Cash Flow Statement were approved.

The Reports are as follow:

RMA NON TOLL EQUITY CASH FLOW

	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPT.	TOTAL
VEH. REG. FEES	\$ 52,552.00	\$ 97,192.13	\$ 151,405.00	\$ 104,380.00	\$ 106,910.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 872,439.13
CASH	\$ 75,000.00	\$ 25,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 100,000.00
TOTAL	\$ 127,551.61	\$ 122,192.13	\$ 151,405.00	\$ 118,335.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 969,483.74

	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPT.	
WEST RAIL	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 66,000.00
OPER EXPS	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 90,000.00
SH 550	\$ -	\$ -	\$ -	\$ -	\$ 31,233.00	\$ 130,000.00	\$ 140,000.00	\$ 140,000.00	\$ 40,000.00	\$ 481,233.00
TOTAL	\$ 21,000.00	\$ 21,000.00	\$ 21,000.00	\$ 21,000.00	\$ 52,233.00	\$ 151,000.00	\$ 150,000.00	\$ 150,000.00	\$ 50,000.00	\$ 637,233.00

DIFFERENCE	\$ 106,551.61	\$ 207,743.74	\$ 338,148.74	\$ 435,483.74	\$ 473,250.74	\$ 412,250.74	\$ 352,250.74	\$ 292,250.74	\$ 332,250.74	\$ 332,250.74
------------	---------------	---------------	---------------	---------------	---------------	---------------	---------------	---------------	---------------	---------------

RMA TOLL EQUITY CASH FLOW

	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPT.	TOTAL
TxDOT	\$ 550,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 550,000.00
TOTAL	\$ 550,000.00									\$ 550,000.00
	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPT.	
WEST LOOP	\$ 61,019.00	\$ 42,460.00	\$ -		\$ 30,310.00		\$ 20,000.00			\$ 153,789.00
2ND CAUSE WAY	\$ 64,086.00	\$ 127,307.00	\$ -		\$ 56,234.00	\$ 57,347.00	\$ 71,000.00			\$ 375,974.00
TOTAL	\$ 125,105.00	\$ 169,767.00	\$ -	\$ -	\$ 86,544.00	\$ 57,347.00	\$ 91,000.00	\$ -	\$ -	\$ 529,763.00
DIFFERENCE	\$ 424,895.00	\$ 255,128.00	\$ 255,128.00	\$ 255,128.00	\$ 168,584.00	\$ 111,237.00				\$ 20,237.00

RMA CASH FLOW

	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPT.	TOTAL
VEH. REG. FEES										
TxDOT	\$52,552	\$ 97,192.13	\$ 151,405.00	\$ 104,380.00	\$ 106,910.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$872,439
CASH	\$ 550,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 550,000.00
TOTAL	\$ 75,000.00	\$ 25,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 100,000.00
	\$ 677,552.00	\$ 122,192.13	\$ 151,405.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 90,000.00	\$ 30,000.00	\$ 1,431,149.13
WEST RAIL										
WEST LOOP	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00	\$ 11,000.00				\$ 66,000.00
2ND CAUSE WAY	\$ 61,019.00	\$ 42,460.00			\$ 30,310.00					\$ 133,789.00
OPER EXPS	\$ 64,086.00	\$ 127,307.00			\$ 56,234.00	\$ 57,347.00				\$ 304,974.00
SH 550	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 90,000.00
TOTAL	\$ -	\$ 190,767.00	\$ 21,000.00	\$ 21,000.00	\$ 110,000.00	\$ 130,000.00	\$ 140,000.00	\$ 140,000.00	\$ 40,000.00	\$ 560,000.00
	\$ 146,105.00	\$ 190,767.00	\$ 21,000.00	\$ 21,000.00	\$ 217,544.00	\$ 208,347.00	\$ 150,000.00	\$ 150,000.00	\$ 50,000.00	\$ 1,154,763.00
DIFFERENCE	\$ 531,447.00	\$ 462,872.13	\$ 593,277.13	\$ 662,277.13	\$ 534,733.13	\$ 416,386.13	\$ 356,386.13	\$ 296,386.13	\$ 276,386.13	\$ 276,386.13

Cash Disbursement Journal By GL
From 05/01/2008 To 05/31/2008

<u>Fund Dept</u>	<u>LnItem</u>	<u>PEID</u>	<u>Vendor Name</u>	<u>Check #</u>	<u>Check Date</u>	<u>Post Date</u>	<u>PO #</u>	<u>Invoice #</u>	<u>Fund Total</u>	<u>Amount</u>
REGIONAL MOBILITY AU										
110 110	6082	0000154776	BETANCOURT,BLANCA	00201272	05/22/2008	05/21/2008		JUNE CONTRACT	200.00	200.00
								Check Total	200.00	200.00
110 110	6082	0000163539	ROBLES,MARICRUZ	00201464	05/22/2008	05/21/2008		JUNE CONTRACT	416.67	416.67
								Check Total	416.67	416.67
110 110	6082	0000166843	SAENZ,PERLA J	00201472	05/22/2008	05/21/2008		JUNE CONTRACT	200.00	200.00
								Check Total	200.00	200.00
								Line Item Total	816.67	816.67
								Dept. Total	816.67	816.67

**VII. CONSIDERATION AND APPROVAL OF CONTRACT
BETWEEN THE CCRMA AND MARTHA GALARZA**

At this time Chairman Alex introduced Mrs. Martha Galarza, the new County Auditor.

Mrs. Galarza briefed as to her background experience. She noted that she would review the audit recently completed for the RMA.

Director Scaief moved that the contract between the CCRMA and Martha Galarza be approved.

The motion was seconded by Director Garza and carried unanimously.

The contract is as follows:

STATE OF TEXAS §
 §
COUNTY OF CAMERON §

CONTRACT FOR SERVICES

This is an agreement by and between the CAMERON COUNTY REGIONAL MOBILITY AUTHORITY (hereinafter called CCRMA) and MARTHA GALARZA (hereinafter called GALARZA).

In consideration of the mutual promises herein contained, the parties agree as follows:

PURPOSE OF REPRESENTATION

The CCRMA hereby employs GALARZA to act as Budget Coordinator. As Budget Coordinator, GALARZA agrees to do the following: (1) prepare a monthly revenue and expenditure report for the Board, (2) maintain oversight of the CCRMA fund, (3) prepare any and all reports required by State auditing agencies, (4) prepare the monthly and yearly financial statements and/or reports and (5) assist the RMA Coordinator in preparing the monthly cash flow statements.

COMPENSATION

In consideration of services to be rendered by GALARZA, the CCRMA hereby agrees to pay GALARZA an annual sum of \$6,000 to be paid in monthly installments of \$500.00 payable on the last day of each month. It is specifically understood and agreed that the CCRMA will not withhold any monies for purposes of taxes. All taxes due shall be paid by GALARZA as a self-employed person.

TERM

This agreement shall begin on June 1, 2008 and end on September 30, 2008 or until it is terminated by either party, upon thirty (30) days written notice. In the event that GALARZA is not employed by Cameron County as County Auditor, this agreement is immediately null and

void.

NOTICE

All notices to CCRMA shall be sent by certified or registered mail, addressed to: Cameron County Regional Mobility Authority, 1390 W Expressway 77, San Benito, Texas 78586, or at such other address as the CCRMA may otherwise designate. All notices to MARTHA GALARZA shall be sent certified or registered mail, addressed to: MARTHA GALARZA, 1100 E. Monroe Street, Brownsville, Texas 78520.

LAW AND VENUE

This agreement shall be construed under and in accordance with the laws of the State of Texas, and all obligations of the parties created hereunder are performable in Cameron County, Texas.

PRIOR AGREEMENTS SUPERSEDED

This agreement constitutes the sole and only agreement of the parties hereto and supersedes any prior understandings or written or oral agreements between the parties respecting the within subject matter. This agreement may be modified at any time by mutual consent of the parties.

EXECUTED on this ____ day of June, 2008, at Brownsville, Cameron County, Texas.

David E. Allex, Chairman

Martha Galarza

**VIII. CONSIDERATION AND APPROVAL OF
SUPPLEMENTAL WORK AUTHORIZATION NO. 2 TO
WORK AUTHORIZATION NO. 8**

Upon motion by Director Garza, seconded by Director Alvarez and carried unanimously, the Work Authorization No. 2 to Work Authorization No. 8 was approved, as recommended by Mr. Sepulveda.

The WA is as follows:

CAMERON COUNTY REGIONAL MOBILITY AUTHORITY
General Engineering Consultant Services

SUPPLEMENTAL WORK AUTHORIZATION NO. 2
WORK AUTHORIZATION NO. 8
West Rail
International Advisor Services

This Supplemental Work Authorization No. 2 to Work Authorization No. 8 is made pursuant to the terms and conditions of the Base Contract, effective February 16, 2006, hereinafter identified as the "Agreement", entered into by and between Cameron County Regional Mobility Authority (the "AUTHORITY") and HNTB Corporation (the "CONSULTANT").

Part 1. The CONSULTANT will provide the following consulting services:

Services to Work Authorization No. 8 are unchanged and remain in full force and effect.

Part 2. Without modification, the maximum amount payable under this Lump Sum Supplemental Work Authorization No. 2 to Work Authorization No. 8 is hereby increased by **\$67,163** or from **\$ 253,843** to **\$321,006** Exhibit D, providing details supporting the increased amount, is attached and hereby made part of Work Authorization No. 8.

Part 3. Payment to the CONSULTANT for the services established under this Supplemental Work Authorization No. 2 to Work Authorization No. 8 shall be made in accordance with the Agreement.

Part 4. This Supplemental Work Authorization No. 2 to Work Authorization No. 8 is effective as of July 1, 2008, and shall terminate December 31, 2008, unless extended by a Supplemental Work Authorization.

Part 5. This Supplemental Work Authorization No. 2 to Work Authorization No. 8 does not waive the parties' responsibilities and obligations provided under the Agreement.

Supplemental Work Authorization No. 2
Work Authorization No. 8

Part 6. This Supplemental Work Authorization No. 2 to Work Authorization No. 8 is hereby accepted and acknowledged below.

CONSULTANT:
HNTB Corporation

AUTHORITY:
Cameron County Regional Mobility Authority

By: _____
Signature

By: _____
Signature

Robert J. Slimp, P.E.

Printed Name

Printed Name

Vice President

Title

Title

Date

Date

LIST OF EXHIBITS

Exhibit C - Work Schedule

Exhibit D - Fee Schedule

WORK SCHEDULE

This Supplemental Work Authorization shall become effective July 1, 2008 and shall terminate on December 31, 2008, unless extended by a Supplemental Work Authorization.

**Cameron County Regional Mobility Authority
Supplement Work Authorization No. 2 to Work Authorization No. 8
International Advisory Services for West Rail
Summary**

HNTB Corporation

[illegible]

**SCOPE OF SERVICES FOR
DR. ARTURO DE LAS FUENTES HERNANDEZ
ON THE WEST BROWNSVILLE/MATAMOROS
INTERNATIONAL RAILBRIDGE AND RAILROAD
RELOCATION PROJECT**

The activities being performed by Dr. Arturo de las Fuentes Hernández on the Brownsville West Railroad Relocation project during the months of July 1st until December, 2008, are as follows:

- ☐ Assist in obtaining Financing for the construction of the project on the Mexican side.
- ☐ Assist in obtaining City of Matamoros authorization of the Master Plan for the Project area.
- ☐ Coordination assistance in the Acquisition of required Right-of-way on the Mexican side.
- ☐ Facilitate technical meetings for the purpose of evaluating project progress.

TASKS TO BE ACCOMPLISHED:

FINANCING:

- To complete the contractual agreement with the National Financing Division to perform the Financial Plan for the project.
- To facilitate meetings with the General Direction of Multimodal Transport of the SCT, the Credit unit of the Secretary of Treasury and Public Credit, National Financier, the Government of the State of Tamaulipas and Kansas City Southern of Mexico, with the intention of obtaining federal resources for the financing of the project on the Mexican side.
- Meetings with the B&M Bridge Company, the State of Tamaulipas and National Treasury to obtain data and requirements of the Financial Plan for the project.

ACCEPTANCE OF THE CITY OF MATAMOROS WEST MASTER PLAN:

Meetings with the new Municipal President of Matamoros Ing. Erick Silva Santos and his staff and colleagues to demonstrate the advances of the project, requesting his support in the process of approving the Master Plan for the west zone, the support of the Rail project, as well as his support to the Government of the State of Tamaulipas in the acquisition of the right of way.

ACQUISITION OF RIGHT OF WAY:

- Technical Meetings with Kansas City Southern of Mexico to define the details of the rail route and to proceed with the ROW acquisition process preformed by the State of Tamaulipas
- To support the Government of the State of Tamaulipas and the City of Matamoros in the acquisition of the right of way.

TECHNICAL REVIEW MEETINGS:

- To organize two technical meetings in the City of Brownsville with the Agencies involved in the project in order to check advances.
- To organize a meeting with the Secretary of Exterior Relations to update to the federal Mexican Agencies on the advances of the project and to request his support for the negotiations both in the financial plan and with ROW acquisition

BINATIONAL INTERNATIONAL BRIDGE AND CROSSING CONFERENCE:

- To prepare the presentation for the first meeting in 2009 that will demonstrate the advances of the project and to present it before the federal authorities both of the United States and of Mexico

**IX. DISCUSSION REGARDING THE ISSUANCE OF THE
REQUEST FOR STATEMENTS OF INTEREST (RFI)
FOR CCRMA PROJECTS**

Mr. Paul..., reported that the first step of the procurement process was complete and that the formal process would be followed by an RFQ and RFP. He presented a summary of businesses who have been contacted and those who responded. Mr. Paul noted that a contract could be completed in July 2009.

The list is as follows:

Affiliation	Organization	FirstName	LastName	MiddleInitial	Title	Suffix	Address1
Consultant	Ambiotec Group, Inc.	Annemarie	Whitko-Benavides	N		MS	5420 Paredes Line Road
Consultant	Carter-Burgess	Alfred	Murillo		Associate	PE	911 Central Parkway North
Consultant	CH2MHill	Philip	Yerby	S.	Vice President	PE	12377 Merit Drive
Consultant	Civil Engineering Consultants	Kenneth	Thomas	W	Vice President of Strategic Marketing	PE	11550 I.H. West
Consultant	Delcan	David	Brown		Principal	PE	4643 South Ulster Street
Consultant	HDR Engineering, Inc.	Robert	Leahey	E.	Vice President	PE	1020 N.E. Loop 410
Consultant	Hillco Partners	Clint	Smith	R.			623 Congress Avenue
Consultant	Iteris, Inc.	Allison	Nelson	C.	Senior Transportation Engineer		555 Round Rock West Av
Consultant	Jacobs Carter-Burgess	Gregory	Creamer	M.	Transportation Programs Manager	PE	911 Central Parkway North
Consultant	Lockwood, Andrews & Newman, Inc.	Dawn	Allen		Marketing Manager - Transportation		2925 Briarpark Drive
Consultant	Michael Baker Jr., Inc.	Leslie	Wilkinson				785 Greens Parkway
Consultant	Morgan Keegan & Company, Inc.	Thomas	Oppenheim	K.	Managing Director		5856 Sherry Lane
Consultant	Pape Dawson	Steve	Bonnette		Senior Vice President	PE	555 East Ramsey
Consultant	Pate Engineers, Inc.	Michael	Ebeling	W	Vice President	PE	7801 North Capital of Tex
Consultant	Raba-Kistner Consultants, Inc.	Kirby	Braun				12821 West Golden Lane
Consultant	S&B Infrastructure, Ltd	Daniel	Rios	O	Senior Vice President	PE	5408 North 10th Street
Consultant	TEDSI Infrastructure Group	Craig	Stong	F.			10999 West I.H. 10
Consultant	The Albaugh Company	Joe	Albaugh	M	President & CEO		400 North Capitol Street
Consultant	Vickrey & Associates, Inc.	Brenda	Vickrey Johnson		President		12940 Country Parkway
Contractor	American Bridge	Lenny	Frisco		Senior Vice President of Estimating		1000 American Bridge W.
Contractor	Belfour Beatty	Jim	Webster		Vice President		1701 Directors Boulevard
Contractor	Belfour Beatty Capital	Terence	Black				999 Peachtree Street
Contractor	Boh Brothers Construction Company, LLC	Robert	Boh	S.	President		730 South Tonti
Contractor	Brisa North America	Victor	Saltao	P.	CEO		1420 Peachtree Street N.
Contractor	Cintra Developments, LLC	Alfonso	Orol		Manager		7700 Chevy Chase Drive
Contractor	Cintra Developments, LLC	Cesar	Souza		Business Development - North America		7700 Chevy Chase Drive
Contractor	Clarkson Construction Company	Tom	Kellerman		Chief Engineer		4133 Gardner Avenue
Contractor	Edward Kraemer & Sons, Inc.	Tim	Maloney		Regional Manager		900 West Castleton Road
Contractor	Flatiron Constructors	Henry	Nabe		Operations Manager		10090 East I-25 Frontage
Contractor	Fluor Corporation	Gary	Groat		Director of Project Development		1101 Wilson Boulevard
Contractor	Fluor Enterprises, Inc.	Dan	Stoppenhagen		Infrastructure		1114 Lost Creek Boulevard
Contractor	Fred Weber Inc.	Thomas	Dunne	P.	Chief Executive Officer		2320 Creve Coeur Mill Road
Contractor	Granite Construction - Dallas Division	Jeff	Myhre		Chief Estimator		701 East Main Street
Contractor	Granite Construction - New York Division	Robert	Leonetti		Business Development Manager		120 White Plains Road
Contractor	Herzog - Main Office	Scott	Norman		Chief Estimator		600 South Riverside Road
Contractor	Hubbard Construction Company	Liz	Malo		Contracting Department		1936 Lee Road
Contractor	J. D. Abrams, LP	Jon	Abrams		President		111 Congress Avenue
Contractor	Jensen Construction Corporation, Inc.	Robert	Whitmer		Owner/President		325 West 4th Street
Contractor	Kiewit Corporation	Sung	Lee		Estimating Manager		3555 Farnam Street
Contractor	Massman Construction, Kansas City Headquarters	William	Praderio	G.	Chief Engineer		8901 State Line
Contractor	PCL Constructors, US Head Office	Jim	Fedon		Business Development Manager		2000 South Colorado Boulevard
Contractor	Serna Construction	Brett	Ames		Vice President		7353 South Eagle Street
Contractor	Skanska Infrastructure Development	David	Nachman				1250 Capital of Texas Highway
Contractor	Sunmount Corporation	Jason	McLear		General Manager		11801 Harmonson Road, 76247
Contractor	Texas Sterling Construction Co.	Brian	Manning		Executive Vice President	PE	2819 Woodcliffe
Contractor	Taylor Brothers	Kenneth	Blair		Marketing Director		835 North Congress Avenue
Contractor	Walsh / Archer Western	Joe	Lee		Business Group Manager		2121 Avenue J
Contractor	Williams Brothers Construction Company, Inc.	Randy	Rogers		Vice President		3800 Milam Street
Contractor	Zachry Construction Corporation	Fred	Lueck		Vice President		527 Logwood
Finance	Belfour Beatty Capital	Kay	McKinley		Vice President		701 Brazos Street
Finance	Cintra-Zachry, LP	Carlos	Ugarte		Director		7700 Chevy Chase Drive
Finance	Citigroup Global Markets Inc.	Ron	Marino	J.	Co-Head of Transportation Group		390 Greenwich Street
Finance	Depfa Bank	Vittorio	Lacagnina		Managing Director		623 Fifth Avenue
Finance	Global Capital Finance Americas, LLC	Juergen	Moessner		President		4 Manhattanville Road
Finance	Goldman, Sachs & Company	Greg	Carey		Managing Director & Co-Head of National Infrastructure Group		1000 Louisiana Street
Finance	J. P. Morgan	Don	Henderson		Executive Director		221 West Sixth Street
Finance	Lehman Brothers	John	Daniel		Managing Director		399 Park Avenue
Finance	Merril Lynch	Curt	Shelmire		Director		300 Crescent Court
Finance	Morgan Stanley	Timothy	Wilschetz		Transportation Finance		1221 Avenue of the Americas
Finance	UBS Securities, LLC	Mitchell	Gold		Executive Director		1285 Avenue of the Americas

	Address2	City	State	Zip	AddressType	Phone	PhoneType	EmailAddress	Fax
		Brownsville	TX	78526	Office	(956) 548-9333	Office	awhitko@ambiotec.com	(956) 548-9399
	Suite 425	San Antonio	TX	78232-5052	Office	(210) 494-0088	Office	alfred.munlio@c-b.com	(210) 494-4525
	Suite 1000	Dallas	TX	75251	Office	(972) 980-2170	Office	phil.yerby@ch2m.com	(972) 663-2216
	Suite 395	San Antonio	TX	78230-1037	Office	(210) 641-9999	Office	kthomas@ectexas.com	(210) 641-6440
	8th Floor	Denver	CO	80237	Office	(720) 228-4051	Office	d.brown@delcan.com	(720) 228-4052
	Suite 400	San Antonio	TX	78209-1223	Office		Office		
	Suite 900	Austin	TX	78701	Office	(512) 320-0002	Office	rcsmith@hulicopartners.com	(512) 480-8964
	Suite E-202	Round Rock	TX	78681	Office	(512) 695-7205	Office	acn@itens.com	(512) 716-0889
	Suite 425	San Antonio	TX	78232-5052	Office	(210) 494-0088	Office	greg.creamer@jacobs.com	(210) 494-4525
		Houston	TX	77042	Office	(713) 821-0445	Office	fpallen@lan-inc.com	(713) 266-3438
		Houston	TX	77067	Office	(281) 539-7302	Office	iwilkinsph@mbakercorp.com	(281) 579-4646
	Suite 1900	Dallas	TX	75225	Office	(214) 365-5505	Office	tom.oppenheim@morgankleeqan.com	(214) 365-5563
		San Antonio	TX	78216	Office		Office		
vay	Suite 350	Austin	TX	78731	Office	(512) 340-0600	Office	mebeling@pateenq.com	(512) 340-0604
		San Antonio	TX	78249	Office	(210) 699-9090	Office	kbraun@rki.com	(210) 699-6426
		McAllen	TX	78504	Office	(956) 926-5000	Office	gonos@sbinfra.com	(956) 994-0427
	Suite 320	San Antonio	TX	78230	Office	(210) 858-0610	Office	cstong@tedsi.com	(210) 641-5245
	Suite 465	Washington	DC	20001	Office	(202) 589-1200	Office	ima@allbaugh.us	(202) 589-0622
		San Antonio	TX	78216	Office	(210) 349-3271	Office	brenda.johnson@vickrey.net	(210) 349-2561
		Coraopolis	PA	15108	Office	(412) 631-1000	Office		(412) 631-2000
	Suite 1010	Austin	TX	78744	Office		Office		
	Suite 900	Atlanta	GA	30309	Office	(404) 875-0356	Office		(404) 607-0317
	P.O. Drawer 53266 (70153)	New Orleans	LA	70119	Office	(800) 284-3377	Office		
	Suite 220	Atlanta	GA	30309	Office	(404) 835-8400	Office	victor.saltao@brisanorthamerica.com	(404) 835-8401
	Building One, Suite 500C	Austin	TX	78752-1562	Office	(512) 637-8545	Office	aorol@cintra.us.com	(512) 637-1431
	Building One, Suite 500C	Austin	TX	78752-1562	Office	(512) 637-8545	Office	csouza@cintra.us.com	(512) 637-1498
		Kansas City	MO	64120	Office	(816) 483-8800	Office		(816) 241-6823
	Suite 220	Castle Rock	CO	80109	Office	(303) 688-7500	Office	trmaloney@edkraemer.com	(303) 688-8811
		Longmont	CO	80504	Office	(303) 485-4050	Office		(303) 485-7684
	#1900	Arlington	VA	22209	Office		Office		
	Suite130	Austin	TX	78746	Office		Office		
	P.O. Box 2501	Maryland Heights	MO	63043-8501	Office	(314) 344-0970	Office		(314) 344-0970
		Louisville	TX	75057	Office	(972) 874-8724	Office	jeff.myhre@gcnc.com	(972) 353-6277
	Suite 310	Tarrytown	NY	10591	Office	(914) 606-3612	Office		(914) 631-1201
	P.O. Box 1089 (64502-1089)	St. Joseph	MO	64507	Office	(816) 233-9001	Office	scottnu@herzogcompanies.com	(816) 233-9881
		Winter Park	FL	32789	Office	(407) 845-5500	Office		(407) 623-3865
	Suite 2400	Austin	TX	78701-4083	Office	(512) 322-4000	Office		(512) 322-4018
	P.O. Box 305	Kewanee	IL	61443	Office	(309) 852-2739	Office	robert@jensenconstructioncorp.com	(309) 852-0751
		Omaha	NE	68131	Office	(402) 342-2052	Office		(402) 271-2939
	P.O. Box 8458	Kansas City	MO	64114	Office	(816) 523-1000	Office	wpradero@massman.net	(816) 333-2109
ower	Suite 2-500	Denver	CO	80222	Office	(303) 365-6500	Office		(303) 365-6590
		Centennial	CO	80112	Office	(303) 627-2600	Office		(303) 627-2626
uth	Building 3, Suite 400	Austin	TX	78746	Office	(512) 329-2044	Office	david.nachman@skanska.com	
X		Roanoke	TX	76262	Office	(940) 648-2741	Office		(940) 648-2203
	Suite 207	San Antonio	TX	78230	Office		Office		
		Evansville	IN	47715	Office	(812) 477-1542	Office	kblair@traylor.com	(812) 474-3223
	Suite 103	Arlington	TX	76006	Office	(817) 640-3898	Office	ilee@walshgroup.com	(817) 640-8734
	P.O. Box 66428 (77266-6428)	Houston	TX	77006	Office	(713) 522-9821	Office		(713) 520-5247
		San Antonio	TX	78221					
	Suite 500	Austin	TX	78701	Office	(404) 644-5423	Office	kmckinley@bbcapus.com	
	Building One, Suite 500C	Austin	TX	78752	Office	(512)637-8534	Office	cugarte@cintra.us.com	
	2nd Floor	New York	NY	10013	Office	(212) 723-5643	Office	ronald.j.marino@city.com	
	22nd Floor	New York	NY	10022	Office	(212) 796-9141	Office	vittorio.lacagnina@depta.com	
	Suite 104	Purchase	NY	10577	Office	(212) 660.7609	Office	impessner@globalcapitalfinance.com	
	11th Floor	Houston	TX	77002	Office	(212) 902-4316	Office	gregory.carey@qs.com	
		Austin	TX	78701	Office	(512) 479-2718	Office	don.henderson@jpmorgan.com	
	16th Floor	New York	NY	10022	Office	(212) 526-3508	Office	jodaniel@lehman.com	
	Suite 1300	Dallas	TX	75201	Office	(214) 303-5249	Office	curt.shelmire@ml.com	
	30th Floor	New York	NY	10020	Office	(212) 762-8227	Office	tim.witschex@morganstanely.com	
		New York	NY	10019	Office	(212) 713-4590	Office	mitchel.gold@ubs.com	

X. **CONSIDERATION AND APPROVAL OF TRAVEL FOR
RMA DIRECTORS AND STAFF TO ATTEND THE
TEAM TX MEETING IN HOUSTON, TEXAS ON JUNE
26-27, 2008**

Chairman Alex noted that Director Villalobos would attend the TEAM TX Meeting, and that Director Parker was presently in Alabama. He requested that a quarterly workshop be held.

Mr. Mario Jorge, TXDOT, reported that the public involvement process was done for I-69 Project and that there were no major changes for the Rio Grande Valley. He stated that the RMA would be a big player in this project.

Mr. Jorge noted that there was not good news on funding

The Report is as follows:

Just a note about...

THE NEXT TeamTX MEETING

When: June 26-27, 2008

Where: Houston, Texas

Location: Wyndham Greenspoint Hotel
12400 Greenspoint Drive
Houston, TX 77060
Phone: (281) 875-2222

Registration Fee: **Class A Members \$75**
 Class B Members \$100
 Class C Members \$100

TeamTX is currently **not** set up to take credit card payments. Please make your payment by **CHECK ONLY** made out to **TeamTX**. Online registration is now available at www.team-tx.org or you may register by calling Megan Price at 214-461-2078 or Stephanie Holt at 214-461-2086. Registration is also available by sending an email to teamtx@ntta.org.

Send payment to: TeamTX
C/O Megan Price
5900 W. Plano Parkway
Suite 100
Plano, TX 75093

All hotel reservations must be made by **Friday, June 13** to receive the negotiated rate of \$119.

-
- XI. There being no further business to come before the Board and upon motion by Director Scaief, seconded by Director Gallegos the meeting was **ADJOURNED** at 3:03 P.M.
-

APPROVED 10th day of **July 2008**.

CHAIRMAN DAVID E. ALLEX

ATTESTED:

SECRETARY MICHAEL SCAIEF