

THE STATE OF TEXAS §

COUNTY OF CAMERON §

BE IT REMEMBERED on the 13th day of November 2017, there was conducted a Special Meeting of the Cameron County Regional Mobility Authority, at the CCRMA Administrative Office, 3470 Carmen Avenue, Suite 5 thereof, in Rancho Viejo, Texas, for the purpose of transacting any and all business that may lawfully be brought before the same.

THE BOARD MET AT:

12:00 Noon

PRESENT:

FRANK PARKER, JR.
CHAIRPERSON

RUBEN GALLEGOS, JR.
DIRECTOR

HORACIO BARRERA
DIRECTOR

MICHAEL F. SCAIEF
DIRECTOR

MARK ESPARZA
DIRECTOR

NAT LOPEZ
DIRECTOR

DR. MARIA VILLEGAS, M.D.
DIRECTOR

ABSENT

ABSENT

ABSENT

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The Meeting was called to order by Chairman Frank Parker, Jr., at 12:00 Noon. At this time, the Board considered the following matters as per CCRMA Agenda posted and filed for Record in the Office of the County Clerk on this 8th day of November, 2017 at 4:30 P.M.



AGENDA

Special Meeting of the Board of Directors
of the
Cameron County Regional Mobility Authority

3470 Carmen Avenue, Suite 5
Rancho Viejo, Texas 78575

November 13, 2017

12:00 Noon

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS
On: Nov 08:2017 at 04:30P

Document Number: 00001122

Sylvia Garza-Perez
County Clerk
By
David Jacinto, Deputy
Cameron County

PUBLIC COMMENTS:

1. Public Comments.

ITEMS FOR DISCUSSION AND ACTION:

2. Action Items.

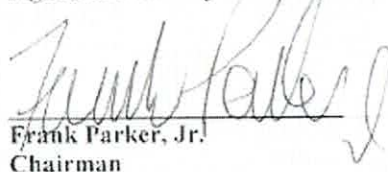
A. Approval of Claims.

B. Election of a Board Secretary.

C. Consideration and Approval of a Resolution authorizing the issuance of Cameron County Regional Mobility Authority Vehicle Registration Fee Revenue Refunding Bonds; approval and designation of a Pricing Committee to determine the interest rates, maturity dates, form of bond, and other matters pertaining to such series of bonds; approving the execution and delivery of transaction documents; ratifying the designation of Bond Counsel and approving other Agreements related thereto; making other findings and provisions relating to the subject and matters incident thereto.

ADJOURNMENT:

Signed this 8th day of November 2017.


Frank Parker, Jr.
Chairman

NOTE:

Participation by Telephone Conference Call – One or more members of the CCRMA Board of Directors may participate in this meeting through a telephone conference call, as authorized by Sec. 370.262, Texas Transportation Code. Each part of the telephone conference call meeting that by law must be open to the public shall be audible to the public at the meeting location and will be recorded. On conclusion of the meeting, the recording will be made available to the public.

PUBLIC COMMENTS

1 PUBLIC COMMENTS

None were presented.

ACTION ITEMS

2-A Approval of Claims

None were presented.

2-B Election of a Board Secretary

Mr. Pete Sepulveda, RMA Executive Director went over the item with the Board.

Vice Chair Gallegos moved to appoint Director Horacio Barrera, as Board Secretary. The motion was seconded by Director Esparza and carried unanimously.

2-C Consideration and Approval of a Resolution authorizing the issuance of Cameron County Regional Mobility Authority Vehicle Registration Fee Revenue Refunding Bonds; approval and designation of a Pricing Committee to determine the interest rates, maturity dates, form of bond, and other matters pertaining to such series of bonds; approving the execution and delivery of transaction documents; ratifying the designation of Bond Counsel and approving other Agreements related thereto; making other findings and provisions relating to the subject and matters incident thereto.

Mr. Pete Sepulveda, Jr., RMA Executive Director went over the item with the Board.

Mr. Dave Gordon, representing Estrada Hinojosa, went over a detailed Presentation regarding the Vehicle Registration Fee Revenue Refunding Bond Series 2017 Plan of Finance. Mr. Gordon mentioned that Cameron County had an agenda item on their November 16th meeting to give their concurrence. A discussion ensued between Mr. Gordon and Board Members on the risks and potential savings to the Cameron County Regional Mobility Authority.

Vice Chair Gallegos moved to approve the Resolution authorizing the issuance of Cameron County Regional Mobility Authority Vehicle Registration Fee Revenue Refunding Bonds; approval and designation of a Pricing Committee to determine the interest rates, maturity dates, form of bond, and other matters pertaining to such series of bonds; approving the execution and delivery of transaction documents; ratifying the designation of Bond Counsel and approving other Agreements related thereto; making other findings and provisions relating to the subject and matters incident thereto. The motion was seconded by Director Lopez and carried unanimously.

The Resolution is as follows:

ADJOURNMENT

There being no further business to come before the Board and upon motion by Vice Chair Gallegos and seconded by Director Lopez and carried unanimously the meeting was **ADJOURNED** at 12:33 P.M.

APPROVED this 15th day of Dec. 2017.


CHAIRMAN FRANK PARKER, JR.

ATTESTED: 
HORACIO BARRERA, SECRETARY

2-A APPROVAL OF CLAIMS.
(no claims were presented)

- 2-C CONSIDERATION AND APPROVAL OF A RESOLUTION AUTHORIZING THE ISSUANCE OF CAMERON COUNTY REGIONAL MOBILITY AUTHORITY VEHICLE REGISTRATION FEE REVENUE REFUNDING BONDS; APPROVAL AND DESIGNATION OF A PRICING COMMITTEE TO DETERMINE THE INTEREST RATES, MATURITY DATES, FORM OF BOND, AND OTHER MATTERS PERTAINING TO SUCH SERIES OF BONDS; APPROVING THE EXECUTION AND DELIVERY OF TRANSACTION DOCUMENTS; RATIFYING THE DESIGNATION OF BOND COUNSEL AND APPROVING OTHER AGREEMENTS RELATED THERETO; MAKING OTHER FINDINGS AND PROVISIONS RELATING TO THE SUBJECT AND MATTERS INCIDENT THERETO.**

**GENERAL CERTIFICATE OF
CAMERON COUNTY REGIONAL MOBILITY AUTHORITY**

THE STATE OF TEXAS §
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COUNTY OF CAMERON §

We, the undersigned Chairman and Secretary of the Cameron County Regional Mobility Authority (the "Authority"), do hereby execute and deliver this certificate for the benefit of the Attorney General of the State of Texas (the "Attorney General") and all other persons interested in the Authority's VEHICLE REGISTRATION FEE REVENUE REFUNDING BONDS, SERIES 2017 (the "Bonds") now in the process of issuance. We certify as follows:

I. General

1. This Certificate relates to the issuance, sale and delivery of the Bonds. The Bonds are being issued pursuant to and in conjunction with the Bond Resolution (defined below), together with the Pricing Certificate dated December 5, 2017 (collectively, the "Bond Resolution"), an Indenture of Trust between the Authority and The Bank of New York Mellon Trust Company, N.A. (the "Trustee"), dated as of April 1, 2010 as amended and supplemented by the First Supplemental Trust Indenture, dated as of September 1, 2014 (the "Official Statement"). Capitalized terms used herein and not otherwise defined shall have the respective meanings given to such terms in the Indenture and the Bond Resolution.

2. The Authority was created and organized pursuant to and in accordance with the provisions of Chapters 370 and 502, Texas Transportation Code, and the corresponding Texas Transportation Commission (the "Commission") regulations, policies, and procedures, as amended from time to time. A petition was submitted by Cameron County, Texas (the "County") to the Commission requesting the creation of the Authority on June 27, 2004. The Commission authorized creation of the Authority on September 30, 2004, in a Minute Order of the Commission. The County created the Authority by authorizing a petition to the State of Texas on June 15, 2004, which is attached hereto as **Exhibit B**. Attached hereto as **Exhibit C** is a true and correct copy of the Bylaws of the Authority.

3. On November 13, 2017, the Board convened in special session at the regular meeting place thereof within the boundaries of the Authority, and all of the duly constituted officers and members of said Board were present, to wit:

Frank Parker, Jr.	Chairman
Ruben Gallegos, Jr.	Vice Chairman
Horacio Barrera	Secretary
Michael Scaief	Treasurer
Mark Esparza	Board Member
Nat Lopez	Board Member
Maria Villegas, M.D.	Board Member

The resolution authorizing the issuance of the Bonds, a true and complete copy of which is attached hereto as **Exhibit A** (the "Bond Resolution"), was introduced at such meeting and was adopted unanimously. The Bond Resolution has been duly recorded in the Board's minutes of the meeting, each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid meeting, and that the Bond Resolution would be introduced and considered for adoption at the meeting, and each of the officers and members consented, in advance, to the holding of the meeting for such purpose, the meeting was open to the public as required by law, and public notice of the time, place and subject of the meeting was given as required by Vernon's Texas Codes Annotated, Chapter 551, Government Code.

4. Governor Greg Abbott appointed Frank Parker, Jr. as Chairman of the Authority, and the Cameron County Commissioners Court appointed the other members of the Authority, and Pete Sepulveda, Jr. is the Executive Director of the Authority.

5. The Authority estimates that the Pledged Revenues for fiscal year 2018 from Vehicle Registration Fees (as defined in the Bond Resolution) will be approximately \$3,100,000.

6. The history of Vehicle Registration Fees set forth in **Exhibit D** attached hereto is true and correct.

7. The debt service schedule relating to the Bonds set forth in **Exhibit E** attached hereto, entitled "Pro Forma Debt Service Requirements" is true and correct.

8. The proceeds of the Bonds will be used only to provide the funds for the defeasance and redemption of the entire principal amount outstanding of the Authority's Vehicle Registration Fee Revenue Bonds, Series 2010A (the "Refunded Bonds") for the purpose of reducing the Maximum Annual Debt Service on the Parity Bonds, as evidenced by the table attached hereto as **Exhibit F**, pursuant to Section 3.02(d) of the Indenture.

9. Except for Refunded Bonds, the Authority's Vehicle Registration Fee Revenue Bonds, Taxable Series 2010B (Build America Bonds – Direct Payment), its Vehicle Registration Fee Revenue Bonds, Series 2014 and the Bonds in the process of being issued, the Authority has no outstanding debt obligations.

10. None of the Refunded Bonds were ever purchased by or held in the sinking fund created for their payment and redemption; none of the Refunded Bonds are now held in or owned by the sinking fund created for the purpose of paying off or redeeming any of the Refunded Bonds; none of the Refunded Bonds will be taken up and paid for with money in said sinking fund; and there is no money in said sinking fund with which to pay the principal of any of the Refunded Bonds.

11. Neither the corporate existence of the Authority nor the title of its present officers to their respective offices is being contested, and no authority or proceedings for the issuance of the Bonds have been reworked, repealed or rescinded.

12. The Authority and the Bonds are in compliance with all rules and regulations of the Commission relating to the creation, organization and operation of regional mobility authorities.

13. A true and correct copy of the Resolution Adopting the Transportation Project and Pledge Agreement between the County and the Authority authorizing remittance of the Vehicle Registration Fees (the "Pledge Agreement") is attached hereto as **Exhibit G**. There have been no amendments to the Pledge Agreement since the last issuance of bonds approved by the Attorney General and there is no litigation pending or threatened against the Pledge Agreement as of the date hereof.

14. The Attorney General's Office is authorized to date this Certificate, as of the date of approval of the Bonds, in reliance upon the commitment of the undersigned to notify him immediately if any of the information contained herein ceases to be correct in all material respects.

II. No-Litigation and Signature Identification

15. No litigation or proceeding against the Authority is pending or, to our knowledge, threatened in any court or administrative body nor, to our knowledge, is there a basis for litigation which would (a) contest the right of the members or officials of the Authority to hold and exercise their respective positions, (b) contest the due organization and valid existence of the Authority, (c) contest the validity, due authorization and execution of the Bonds or the Authority documents, or (d) attempt to limit, enjoin, or otherwise restrict or prevent the Authority from functioning and collecting revenues, including payments on the Bonds, pursuant to the Bond Resolution, Indenture, and Project Agreement, or the levy, assessment, or collection of the Fees by the County for the payment of and principal of and interest on the Bonds.

16. There has never been and there is not now pending any litigation in any way affecting the validity of the bonds being refunded with the proceeds of the Bonds (the "Refunded Bonds"), nor has there been nor is there now pending any litigation affecting the Authority's right to collect the Pledged Revenues to pay the principal of and interest on the Refunded Bonds.

17. We officially executed and signed the Bonds, by manual signature or by causing facsimiles of our manual signatures to be imprinted, lithographed or otherwise reproduced on each of the Bonds, and we hereby adopt said facsimile signatures as our own, respectively, and declare that said facsimile signatures constitute our signatures the same as if we had manually signed each of the Bonds; at the time we so executed and signed the Bonds we were, and at the time of executing this certificate we are, the duly chosen, qualified, and acting officers indicated therein and authorized to execute the same; and we have caused the official seal of the Authority to be impressed, printed, lithographed or otherwise reproduced on each of the Bonds, and said seal on the Bonds has been duly adopted as, and is hereby declared to be, the official seal of the Authority.

18. The Bonds and the Indenture have been duly executed and signed in the manner prescribed and were approved in substantially final form pursuant to the Bond Resolution.

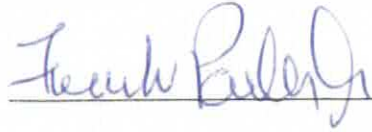
19. On February 19, 2010, the date the Pledge Agreement was adopted, the following individuals held the positions with the Authority shown opposite their names, with the exception that Pete Sepulveda, Jr. was the RMA Coordinator for the Authority prior to that date, and the signature appearing beside each name set forth below is such person's genuine signature.

David E. Allex	Chairman
Ruben Gallegos, Jr.	Secretary
Pete Sepulveda, Jr.	Executive Director

20. On the date hereof, the following individuals hold the positions with the Authority shown opposite their names, and the signature appearing beside each name set forth below is such person's genuine signature.

Frank Parker, Jr.

Chairman

A handwritten signature in blue ink, appearing to read "Frank Parker, Jr.", written over a horizontal line.

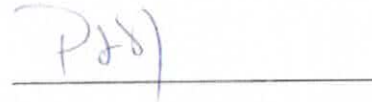
Horacio Barrera

Secretary

A handwritten signature in blue ink, appearing to read "Horacio Barrera", written over a horizontal line.

Pete Sepulveda, Jr.

Executive Director

A handwritten signature in blue ink, appearing to read "Pete Sepulveda, Jr.", written over a horizontal line.

[Execution Page Follows]

EXECUTED AS OF DECEMBER 27, 2017.

CAMERON COUNTY REGIONAL
MOBILITY AUTHORITY

Frank Parker Jr.
Chairman, Board of Directors

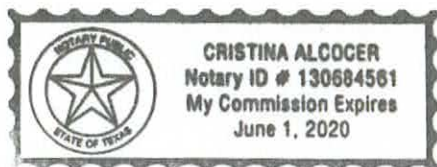
STATE OF TEXAS §
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COUNTY OF CAMERON §

Before me, the undersigned authority, on this day personally appeared Frank Parker, Jr., Chairman of the Board of Directors of the Cameron County Regional Mobility Authority, known to me to be such person who signed the above in my presence, and acknowledged to me that such person executed the above and foregoing Certificate for the purposes stated therein.

Given under my hand and seal of office this December 4, 2017

Cristina Alcocer
Notary Public, State of Texas

[NOTARY SEAL]



EXECUTED AS OF DECEMBER 27, 2017

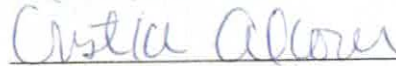
CAMERON COUNTY REGIONAL
MOBILITY AUTHORITY


Secretary, Board of Directors

STATE OF TEXAS §
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COUNTY OF CAMERON §

Before me, the undersigned authority, on this day personally appeared Horacio Barrera, Secretary of the Board of Directors of the Cameron County Regional Mobility Authority, known to me to be such person who signed the above in my presence, and each acknowledged to me that such person executed the above and foregoing Certificate for the purposes stated therein.

Given under my hand and seal of office this December 4, 2017


Notary Public, State of Texas

[NOTARY SEAL]

