

THE STATE OF TEXAS §

COUNTY OF CAMERON §

BE IT REMEMBERED on the 17th day of November 2005, there was conducted a SPECIAL Meeting of the Cameron County Regional Mobility Authority, Texas, at the Levi Building thereof, in the City of San Benito, Texas, for the purpose of transacting any and all business that may lawfully be brought before the same.

THE BOARD MET AT:

8:30 A.M.

PRESENT:

DAVID ALLEX
CHAIRPERSON

LAURA BETANCOURT
DIRECTOR

SCOTT CAMPBELL
DIRECTOR

RAY RAMON
DIRECTOR

VICTOR ALVAREZ
DIRECTOR

MICHAEL SCAIEF
DIRECTOR

DAVID N. GARZA
COUNTY CLERK

Mary Robles Deputy Clerk

ABSENT:

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The meeting was called to order by Chairman David Allex at 8:38 A.M.

The Board considered the following matters as posted and filed for Record in the Office of the County Clerk on November 10, 2005, at 2:33 P.M.:

Accepted for Filing in:
Cameron County

AGENDA

On: Nov 10, 2005 at 02:33P

By,
Hernandez

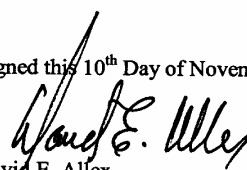
**Special Meeting of the Board of Directors
Of the
Cameron County Regional Mobility Authority**

Old Levis Building
1390 Scott Brown Blvd.
San Benito, Texas 78586

Thursday November 17, 2005
8:30 A.M.

- I. Public Comments
- II. Approval of Minutes for September 15, 2005 Special Meeting.
- III. Consideration and approval of contract for financial services between the Cameron County Regional Mobility Authority and Estrada & Hinojosa.
- IV. Update of ongoing CCRMA projects by Interim Executive Director.
- V. Discussion and Approval to link CCRMA website to Cameron County Department of Transportation website.
- VI. Discussion and selection of CCRMA training dates.
- VII. Receive presentations and conduct interviews for the General Engineering Consultant (GEC) to provide engineering services to the Cameron County RMA.

Signed this 10th Day of November 2005.


David E. Allex
Chairman

The meeting is accessible to disabled persons. Reserved parking spaces are located in the large parking lot where immediate access is provided to the front door of the building.

(I) PUBLIC COMMENTS

Mr. Scot Baker, County resident, expressed concern with provision of utilities on the north section of South Padre Island ending at the Franke Property. He stated that years ago he purchased property in that area from Franke Properties believing that someday he would make a profit. Mr. Baker commented that a gentleman from Texas A&M wants to do a home project on his isolated property to prove that one can have a good life without utilities nor a causeway.

Mr. Baker stated that according to many professionals there is no economic reason or need for a second causeway at the north end of South Padre Island, not even for evacuation purposes. He suggested that the RMA consider building the causeway to be a utility company that can produce power and generate revenue.

NOTE: DIRECTOR LAURA BETANCOURT ARRIVED AT THIS TIME.

Chairman Alex clarified that a decision has not been made as to the location of the proposed construction of a second causeway.

Mr. Baker requested to be kept informed of any request for bids for outdoor advertising services.

PRESENTATION

**(II) APPROVAL OF MINUTES FOR SEPTEMBER 15, 2005
SPECIAL MEETING**

Upon motion by Director Alvarez, seconded by Director Betancourt and carried unanimously, the Minutes of the Special Meeting held September 15, 2005 were approved.

**(III) IN THE MATTER REGARDING CONSIDERATION
AND APPROVAL OF CONTRACT FOR FINANCIAL
SERVICES BETWEEN THE CAMERON COUNTY
REGIONAL MOBILITY AUTHORITY AND ESTRADA
& HINOJOSA (TABLED)**

Mr. Pete Sepulveda, Interim Executive Director, requested that this Item be tabled in order to review, renegotiate and determine compensation of services.

Upon motion by Director Campbell, seconded by Director Alvarez and carried unanimously, this Item was **TABLED.**

**(IV) UPDATE OF ONGOING CCRMA PROJECTS BY
INTERIM EXECUTIVE DIRECTOR**

WEST LOOP PROJECT

Mr. Pete Sepulveda, Interim Executive Director, reported that Cal y Mayor, Consulting Firm, completed the first draft of the level two toll feasibility study for the West Loop Project and that TXDOT and he reviewed the study. He added that he submitted his comments to TXDOT and that a final draft might be presented next month, noting that they were about four months ahead of schedule since the study was scheduled to be complete in March 2006.

SECOND CAUSEWAY PROJECT

Mr. Sepulveda reported that the packets include the three resolution passed by Port Isabel, South Padre Island and Cameron County and that adoption of these resolutions clears the way for the RMA to move forward on the project. He stated that Chairman Alex would present a letter today to TXDOT District Engineer advising that the RMA has received the three resolutions and was ready to proceed with the project. Mr. Sepulveda explained that according to the District Engineer, the possibility to get the toll equity grant of about \$7 million to proceed with technical studies must go before the Texas Highway Commission and that getting on the agenda might take about 180 days. He reported that the project was expected to remain within schedule although the needed time for the grant request was not considered in the schedule.

PASS THROUGH TOLL PROJECTS

Mr. Sepulveda reported that he was working with the District Engineer on Pass Through Toll Projects (PTT) and that more concrete information might be available in the next sixty days. He added that two or four other items were needed before PTT Projects could be approved and that he began negotiations with the District Engineer on the nine projects. Mr. Sepulveda informed that he will continue to place this item on the agenda to update the Board and offered to provide more detailed information to the Board on a one to one basis. He suggested that a workshop be held in the latter part of December to discuss two projects that the District Engineer would like for the RMA to undertake, one project having good potential to generate revenue.

(V) **DISCUSSION AND APPROVAL TO LINK CCRMA
WEBSITE TO CAMERON COUNTY DEPARTMENT
OF TRANSPORTATION WEBSITE**

Mr. David Garcia, Cameron County Department of Transportation Assistant Director, presented and highlighted the CCRMA Website that has been developed. He stated that staff was currently working on biographies of the Directors to be included on the website, and requested authority to link the CCRMA website to the Cameron County Department of Transportation website.

Mr. Sepulveda stated that RMA's projects will update on the Team Texas Organization website, making the information available statewide.

Director Campbell moved that the linking of the CCRMA Website to the Cameron County Department of Transportation Website be approved.

The motion was seconded by Director Garza and carried unanimously.

The Report is as follows:

(VI) **DISCUSSION AND SELECTION OF CCRMA
TRAINING DATES**

Mr. Sepulveda noted the need to schedule one day for Association Strategies to travel to Cameron County to provide training for the Board.

Mr. Bryan Gench, Association Strategies, informed that they provide training and educational opportunities and presented brochures that outline training offered for board membership. He explained that the primary reason they were selected for the outreach services contract of TXDOT was that they offer educational activities that other companies don't offer, such as social styles, an enhanced communication tool, noting that the service was available to the RMA at no cost through TXDOT.

Chairman Alex suggested that a training date be set in January 2006, and called for a five minute break.

Mr. Sepulveda suggested that the third week of January 2006 be considered.

The Brochure is as follows:

A

About Association Strategies...

Association Strategies provides effective advocacy, professional development and leadership training for businesses, associations and professional groups that strengthen organizations by cultivating the public policy, business, and social skills of your leadership.

The legislative consultants, advocates and trainers on the Association Strategies team are ready to advise and assist you and your organization to maximize your leverage and influence with public policy-makers and business associates.

Association Strategies has a fully developed training curriculum designed to hone your group's political, business and leadership skills structured to enhance your effectiveness and professionalism. Courses include: Motivated Board Membership, Strategic Planning to Succeed, Social Styles-Persuasive Counseling, Business Writing for Results, Effective Business Presentations, Negotiating to Consensus, Successful Media Relations, Lobbying Skills, and Under the Dome.

In addition, Association Strategies develops, organizes, deploys and manages grassroots campaigns to optimize your organization's efforts to influence public policy.

Utilizing your organization's staff, officers, directors or general membership, Association Strategies can organize and direct targeted, issue-specific, campaigns or train your membership to manage more general plans for future actions. Association Strategies can guide your organization through any complimentary media and public relations campaigns common to grassroots efforts.

Whether your message is best delivered verbally in face-to-face meetings or communicated through a variety of sophisticated mediums, Association Strategies will help you craft your message and insure you deliver it most effectively. An internationally award-winning design group is on the Association Strategies team and can package your communications to perfection providing both a professional appearance and maximum comprehension.

ASSOCIATION STRATEGIES



Let us help you deliver your message.

Association Strategies
P.O. Box 685064
Austin, Texas 78768-5064
Phone (512) 458-8991
Fax (512) 458-1338
bryan@associationstrategies.net

Association Strategies
P.O. Box 685064
Austin, Texas 78768-5064
Phone (512) 458-8991
Fax (512) 458-1338

Education and Training Programs

Leadership & Professional Development Training Concentrating on business and interpersonal skill development designed to enhance self-confidence, demonstrate leadership and effectively consolidate support; Association Strategies facilitates several types of leadership training. Professional development training enhances sophisticated social interaction talents; provides speaking and writing skills to get your point across quickly and clearly; modern media relations giving you control of your message; and methods for successfully influencing public policy-makers.

Media Relations Designed to keep you on your message clearly and succinctly-no matter what your interviewer asks. This class will prepare you to formulate a brief message clearly communicating the position of you and your organization for a variety of contingencies. Tips and techniques for handling friendly, neutral and adversarial print and broadcast reporters are covered along with reasons why reporters do the things they do and how to establish respectful professional relationships.

Negotiation Negotiation is one of the most important of all business skills. Some situations call for "win/win" negotiations and some don't. This course covers how to know the difference and proceed accordingly. It's all about procuring what you or your organization need and the strategy, work and skills it takes to succeed. Covered topics include anticipating a fellow negotiator's methods and goals and assembling persuasive counter strategies, how to pre-select throwaways, how and when to give up pre-selected items and when to hold your ground and how to quit when you're ahead. Knowledge of Social Styles is a real plus as background for this class.

Business Planning As a strategic plan focuses on "where" the organization will go, the business plan concentrates on "how" the organization will get there. Association Strategies facilitates business plans from relatively specific single use plans to more complex standing plans.

Social Styles Probing how we interact with others in business and interpersonal relationships this course provides an in-depth look at the participant's own personal social style and an analysis of other styles. When we understand why we behave the way we do in a variety of situations the participant's style serves as a reference to identify the styles of others. The goal is to successfully adapt our behavior to more closely match the style of someone with whom we desire influence. A real eye-opener.

Successful Board Membership What do organizations expect and need from their board members? This customized training session outlines the board member's responsibility to the organization and how to accomplish that responsibility recognizing that board members have lives outside their board membership. This course identifies and enhances the skills necessary to maintain a cohesive and responsive board of directors that fulfills the needs of the organization while avoiding some of the more common problems that can develop.

Lobby Skills How effective is your organization at lobbying state and federal government? This session demonstrates how to craft a message that's easy to understand and shows you how to communicate that message to public policy-makers in a concise and consistent manner. Complementary to, but differing from grassroots training, this course is designed for establishing ongoing and long-term legislative relationships. This course includes appropriate skills training customized to your group's needs.

Under the Dome A fast-paced simulation of the first session of a United States Representative. Under the Dome gives the participant a perspective like no other activity for such a small investment in time. The course is based on a sophisticated interactive computer simulation which varies with the participant's input on policy decisions and votes yielding different poll results, press coverage, contributions and support, from back home, and party leadership. Under the Dome is an entertaining and fun way to gain real appreciation for what it takes to succeed inside the beltway or in the statehouse.

Strategic Planning Association Strategies organizes and conducts strategic planning for state, regional and national organizations, associations and businesses. Strategic planning sessions include comprehensive services from pre-meeting canvassing to post-meeting follow-through of the plan. Processes used are designed to engage participants, encourage broad thinking and probe real issues resulting in a strategic plan that the organization can utilize as a blueprint to achieve their goals in today's dynamic business environment.

Effective Business Presentations Public speaking skills tailored to making effective and persuasive presentations to individuals or large and small groups. This session prepares participants to make thoughtful business presentations taking the three P's: purpose, process and payoff, into consideration. Topics covered include crafting the message, logical packaging of the message and how to get your point across in a clear and concise manner. Tips to make your presentations smoother are covered in detail. Association Strategies provides effective, affordable professional development and leadership training for businesses, associations and professional groups that will strengthen your organization by cultivating the government relations, business, social and leadership skills of your membership.

Grassroots Campaigns Association Strategies develops, organizes, deploys and manages grassroots campaigns to influence public policy utilizing your organization's staff, officers, board or general membership. This training can be urgent and issue specific or general and reserved as a contingency plan for future actions.

Business Writing How to say what you mean and mean what you say; this course covers formal business letters, follow-ups, memos, e-mails, position statements, press releases and thank-you notes. Tips on how to construct your message logically and communicate your ideas and position are covered in depth. Special emphasis on how to make a request that will get a response with lots of helpful hints and easy to remember processes covered.

(VII) RECEIVE PRESENTATIONS AND CONDUCT INTERVIEWS FOR THE GENERAL ENGINEERING CONSULTANT (GEC) TO PROVIDE ENGINEERING SERVICES TO THE CAMERON COUNTY RMA

At this time Chairman Alex informed that two presentations would be done today and emphasized that TXDOT considers the CCRMA "the model RMA in the State of Texas" because it has done everything right. He stated that the CCRMA was the only RMA with international confrontations, which is important because Mexico is the engine that fuels the economy of the Rio Grande Valley, and that the population within a forty-five mile radius was expected to increase drastically by 2025. Chairman Alex explained that two very qualified companies would do presentations to the Board; however, the Board must not decide at this time. He suggested that the Directors ask the hard questions in order to attain the best General Engineering Consultant (GEC) working for the CCRMA.

Director Scaief asked if pricing would be disclosed.

Mr. Sepulveda responded negatively and clarified that the notice was an RFQ, strictly based on qualifications.

Director Betancourt questioned the timeline in place to make a decision.

Chairman Alex stated that he would consult with each Director individually, and added that he would like to have a decision before the Christmas Holidays.

Director Campbell asked if there was a way to contact people for whom the firms have completed work in the past.

Mr. Sepulveda explained that the Board had the option to contact these people or to direct staff to do so.

Chairman Alex stated that in looking at what the RMA has done in the past ten months and what it will do in the next five years, the selection of the GEC was probably the most important decision it must do.

Director Scaief asked if the duties of the GEC and the Financial Advisor would overlap.

Mr. Sepulveda responded in the affirmative, and explained that the duties of the GEC and the Financial Advisor go hand in hand so they must work together. He added that the Financial Advisor relies on the GEC to provide cost estimates when going out for bond sale and thus noted the importance of having the proper professionals working together.

Director Scaief asked if the GEC assists in securing operating funds.

Mr. Sepulveda responded in the affirmative.

HDR Engineering, Inc.

Mr. Craig Stong, HDR, introduced the local HDR Team: Danny Rios, S&B Engineers, William Raba, Raba Kistner, Jesus Salinas, TEDSI Infrastructure, amongst others. He highlighted their objectives in assuring the CCRMA's complete success and the team's ability to work together. Mr. Stong explained that the team has an extensive, overlapping experience and briefed as to the numerous projects that they have worked on, focusing mainly on Valley Projects. He briefed as to his 26 years of experience in the business and as to the numerous projects he has participated in the US and in Mexico, including his participation as Project Manager in the design of the \$200 million project U.S. 281-Loop 1604 Project for the Alamo RMA completed within budget and ahead of schedule. Mr. Stong proceeded to highlight the overlapping experience of other team members and their ability to work together, as has been done in the U.S. 281-Loop 1604 Project. He noted the need to promote economic development that allows growth and opportunities for local residents, to assist the RMA in establishing revenue streams that minimize the burden on local residents and to establish a voice in Austin and Washington D.C. Mr. Stong emphasized the important need to communicate with the public, governmental entities, and local/state representatives in adequate forms.

NOTE: DIRECTOR RAY RAMON ARRIVED AT THIS TIME.

Mr. Stong stated that HDR has the necessary leadership, vision, communications, the thought and vision to look at alternate ways to finance the RMA's projects, and that now they want to earn the right to be the CCRMA's GEC since they have the needed ability.

Chairman Alex requested that Mr. Stong elaborate with regards to how the team would work on collaboration, communication, and coordination.

Mr. Stong stated that if selected HDR will serve the needs of the RMA and its staff. He explained that the need for communications would be addressed by establishing routine meetings for which minutes will be prepared and posted on the e-room to be available in an easily accessible and customized form. Mr. Stong added that the e-room will serve as central communication board where calendar and appointments can be posted.

Chairman Alex asked if the calendar could be coordinated with those in Washington D.C. and Austin.

Mr. Stong stated that HDR has resources needed to obtain information relating to critical issues in Washington D.C.

Director Alvarez asked who was ultimately responsible.

Mr. Stong responded that he was ultimately responsible.

Director Scaief asked if Mr. Stong would be project engineer and who would be the point of contact.

Mr. Stong responded that he would be the project manager and the point of contact with a structure of engineers beneath him. He stated that HDR has identified staff capable of handling the work once the RMA's workload increases, yet that staff would be utilized in a manner that makes economic sense.

Director Betancourt asked if all staff resides locally.

Mr. Stong responded in the affirmative with exception of him residing in San Antonio.

Director Betancourt asked what other projects HDR was working on.

Mr. Stong responded that they were currently working on the Cameron County North Railroad Relocation and FM 803 with TXDOT.

Mr. Rios added that HDR was working on projects that may become Pass Through Toll (PTT) Projects, such as US 83 from McAllen to Brownsville.

Mr. Jessie Salinas, TEDSI Infrastructure, stated that they provide traffic engineering services to TXDOT and have been working with them since 1980.

Mr. William Raba, Raba Kistner Consultants, stated that his firm has been in business in the Valley for about seventeen years, that they have approximately fifty employees and two offices in Brownsville and McAllen.

Mr. Brian Godinez, Godinez Communications, stated that he has just completed a communications program for the City of Pharr and a communications program for the McAllen Independent School District.

Mr. Gume Ybarra, Dos Logistics, informed that they have worked on several infrastructure projects and several international projects.

Director Garza requested that the process to monitor team players and add staff be explained.

Mr. Stong explained that dialogue and minutes will be used to track items scheduled for completion by individuals. He added that he as Project Manager must ask the hard question when a team player falls behind schedule and must make the hard decision because managing the team was his responsibility.

Director Scaief asked how HDR plans to get the RMA to afford its services.

Mr. Stong explained that HDR was able to partner with the RMA to finance a portion of their work pending action and actual reimbursement if appropriate language was placed in the contract. He added that they can get caught up in their investments upon equity grants being received from TXDOT. Mr. Stong explained that operation and maintenance costs could be included in bond sales to allow the RMA to continue to operate over a long period of time. He reiterated that HDR was willing to invest and partner with the RMA once a contract was in place.

Mr. Rios stated that HDR has team players to assist in obtaining federal and state funding, and that HDR has also done delayed billing to accommodate clients in the past.

Mr. Pete Sepulveda, Interim Executive Director, asked what HDR sees as biggest challenge for the GEC.

Mr. Stong responded that identifying viable projects was the biggest challenge, followed by identifying the finance and then building the public consensus amongst state holders with regards to toll projects.

Mr. Sepulveda asked what HDR's first steps would be to start as the GEC if selected.

Mr. Stong stated that they would pull a team to develop a strategic plan on how to move forward and what projects will move forward. He added that once a project is identified then they will build a schedule and determine the areas they want to be involved in, followed by implementation of the plan and bringing in the necessary staff.

Mr. Rios stated that they would get clear guidance and direction from the Board and would get a listing of projects, prioritize them and then get staff as needed.

Mr. Sepulveda requested that they describe their experience in transportation planning, toll planning and in intergrading transportation and toll planning.

Mr. Stong explained that Project 130 was integrated into a toll project, that Mr. Rios has experience in toll roads and international bridges, that RABA Kistner was currently looking at advance projects and that TEDSI was working on the outer loop in Hidalgo County to inter-grade toll projects with advance planning. He stated that tolls were a reality in today's world; therefore, they are being looked at in all advance planning elements. Mr. Stong stated that they bring the local knowledge to be able to work with local state holders, to be able to move projects forward and to unify transportation programs and make them a reality.

Director Alvarez asked how HDR would help with public involvement.

Mr. David Garcia, Department of Transportation Assistant Director, requested an example as to what HDR would do to change negative views of the RMA.

Mr. Stong stated that part of have an effective public outreach was to understand the target audience. He stated that communication and use of media was very important, as was the use of multiple methods to inform the public.

Mr. Rios explained that identifying the stakeholders and opposition and making them part of the team was a way to infuse them to become part of the solution rather than the problem.

Director Campbell asked how HDR would handle conflicts if it becomes the GEC for Hidalgo County RMA.

Mr. Stong stated that if HDR was selected he would not be here and there, rather he would represent CCRMA and this was where the division occurs. He stated that HDR has not targeted the Hidalgo County RMA

and that if this were to occur, there would be a separate project manager. Mr. Stong reiterated that he must respect all individuals, work and communicate with them, but he represents the best interest of his client.

Director Campbell asked if HDR would pursue the opportunity to be the GEC for the Hidalgo County RMA.

Mr. Stong responded negatively. He explained that they have not been actively pursuing the Hidalgo County RMA as has been done with the CCRMA.

Mr. Sepulveda requested that HDR explain how a project exceeding its budget would be brought back within budget.

Mr. Stong responded that options to build projects in phases in order to reach financial abilities would be looked at; in addition to offering incentives to get savings and to having public partners invest.

Mr. Garcia stated that contract negotiations would be extremely critical. He asked who would be involved and how soon a team member could be replaced upon trouble arising with said individual.

Mr. Stong stated that he would not dismiss a team member if trouble arises during negotiations, unless the problem persists. He stated that the CCRMA should be able to tell him of a problem and he must be able to address it without further action from the Board. Mr. Stong stated that HDR's negotiations were open and straight forward, and added that he wants his team members present because he values them as business partners.

Mr. Rios stated that negotiations of a prime contract involve the setting of unit rates for areas of expertise needed by the CCRMA and that additional duties could be discussed once these were established.

Mr. Jesus Salinas, TEDSI Infrastructure, indicated that the HDR Team has always been able to work together.

Chairman Alex explained that the communication factor was important and that problems would arise if two way communication is lacking. He emphasized that Mexico is the engine that fuels our economy and that the 4.1 million population existing within a forty-five mile radius was expected to increase to 10 million by 2025 based on current growth. Chairman Alex challenged HDR to look at the Mexican influence on our transportation.

Mr. Stong stated that he stands ready to accept the challenge if offered. He stated that for this reason he indicated that the CCRMA's vision must extend beyond the border and that for this reason he must have someone in the HDR Team who understands and knows how to work in Mexico. Mr. Stong stated that the HDR Team was excited to have the opportunity to come before the CCRMA after working on this for two years and that they believe that they can give the CCRMA the leadership it needs because they have the experience, communication capability

and the vision on the financial aspect. He stated that they want to try to work with the CCRMA and that they look forward to doing so.

At this time, Chairman Alex called a ten minute break.

HNTB CORPORATION

Mr. Keith Rosbury, HNTB Corporation, reported that he has been in toll road business for over thirty years and on behalf of the HNTB Team, and stated that it was their desire to be the CCRMA's entrusted advisor delivering fiscally sound toll facilities, environmental quality and economic development from borders to beaches. He added that economic development was economic growth. Mr. Rosbury stated that this was a big day because the CCRMA was able to bring in the biggest projects since the causeway and the expressways in the early 60s. He stated that the question for the Board was who could assist them to maximize this opportunity and commented that a well run, properly executed RMA can build several infrastructure projects in Cameron County. Mr. Rosbury stated that the GEC entails a job that the RMA does not want to entrust to someone without experience. He explained and highlighted the twenty-one steps that must be followed to start, build projects and get them up and running. Mr. Rosbury stated that HNTB was presently the GEC for twenty-two toll agencies throughout the country and has been the GEC for the NTPA in the Dallas area for fifty-one years. He stated that they were present when HB 3588 was passed, that they competed and won the GEC Position for CTRMA, for which they have completed a Strategic Plan and identified a project. Mr. Rosbury stated that they competed and won the GEC Position for the Alamo RMA and won, and now here comes the CCRMA. He stated that based upon the two RMAs they have learned a lot about the business and highlighted the Key Issues of the same.

Mr. Lamberto "Bobby" Balli, HNTB Corporation, stated that the team and he would like to play a role in building the projects to be undertaken by the CCRMA, and that his role would be Project Director. He informed that he has worked on the following projects: Cameron County West Rail Relocation Project, B & M International Bridge, and Avenida de Las Americas, plus various projects throughout Cameron County. Mr. Balli stated that these projects give HNTB the needed experience, and highlighted and introduced the individuals who would assist in executing steps seven through ten.

Mr. Jacinto Garza, L&G Engineering, indicated that they have a good understanding of the transportation needs of Cameron County. He stated that has been the Harlingen City Engineer, has worked with TXDOT for the past twenty years, has done numerous works with Cameron County and has an open/ended-as needed basis contract with State. Mr. Garza stated that he was proud to be part of the HNTB Team and that their role would be to complete about 15% of the contract if assigned GEC.

Mr. Marc Haws, Ambiotec Civil Engineering Group, Inc., stated that he has worked with the county for over fifteen years and that they would be committed to 15% of the GEC contract.

Mr. Ralph O'Quinn, President of Cobblestone Engineering, Inc., informed that he has been in this line of business for over twenty-six years. He stated that he has served in Cameron County for twenty-one years, is very proud of his contributions to Cameron County and looks forward to continuing to provide services to Cameron County through the CCRMA. Mr. O'Quinn stated that they would provide 10% of the GEC services and that they were very proud to be part of the most experienced, qualified GEC Team, HNTB Corporation.

Mr. Balli stated that the CCRMA was in a unique position to take advantage of HB 3588 because of the ability to enter into private and public partnerships in both the U.S. and Mexico. He introduced Mr. Arturo De Las Fuentes Hernandez presently a team member working on the West Railroad Relocation Project.

Mr. Arturo De Las Fuentes Hernandez, Economist, explained his responsibility as a member of the HNTB Team was to have a good relation with the three existing levels of government in Mexico: mainly with the Secretaria de Comunicaciones y Transportes at federal level since it is responsible for approving ingress infrastructure projects; the Secretaria de Obras Publicas y Ecología and the Secretaria de Desarrollo Económico Ejecutivo at state level; and with the Secretaria de Obras Publicas y Desarrollo Urbano in the City of Matamoros. He added that his duty would be to reach accords with the three different levels of government in order for infrastructure projects going beyond the border to be successful.

Mr. Balli introduced Mr. Joe Lilekis as a team member working on railroad projects and Mr. Michael Snare as a team member with experience in coastal projects, thus would assist in developing a plan for the Second Causeway Project. He explained that local involvement and local participation may result in local economic growth, which is very important. At this time Mr. Balli introduced Mr. Dave Clark, Senior Project Manager.

Mr. Dave Clarke, Senior Project Manager, stated that he has twenty-four years in transportation and toll road projects. He highlighted and explained steps four through eighteen and the associated timelines. He explained that the importance to focus on the Strategic Plan, and that their experience in working with the CTRMA and the Alamo RMA would be very beneficial. Mr. Clarke stated that they feel they had a lot to do with the CTRMA being recognized as the bond deal of the year for the U.S. Highway 183A Project in the Austin Business Journal, and briefed as to their involvement in the NTTA, Lewisville Lake Toll Bridge Project and the Bolivar Bridge Project (four mile second causeway to Galveston, Texas).

Chairman Alex questioned the cost of the Bolivar Bridge Project.

Mr. Clarke responded that the cost could range around \$70 million and noted that this bridge and the second causeway to South Padre Island had many similarities.

Director Garza questioned if any major environmental differences exist between the two causeway projects.

Mr. Clarke responded negatively, and added that HNTB Corporation brings was a great team.

At this time, Mr. Balli presented a video of possible infrastructure that HNTB Corporation can help the CCRMA construct, and stated that HNTB Corporation and he want to be a part of the projects to be undertaken by the CCRMA.

Director Campbell asked how HNTB Corporation would address conflict that might arise if they pursue being the GEC for Hidalgo County RMA.

Mr. Balli responded that HNTB Corporation has made no effort to pursue the Hidalgo County RMA projects at this point, but rather has concentrated sole efforts in working only in Cameron County. He stated that there would be no conflicts because they will not pursue the GEC contract with the Hidalgo County RMA.

Director Betancourt asked how many bridges projects HNTB Corporation has worked on as a team.

Mr. Clarke responded that they have extended national experience in designing bridges, such as the signature bridge in Boston, MA.

Director Garza asked what HNTB Corporation would recommend that the CCRMA do to keep from running into the problem dealing with bad perception in public involvement encountered by Hidalgo County.

Mr. Balli stated that the CCRMA should start quick and strong in developing a public involvement program, assure the public that free roads would not be changed to toll roads and that free alternates will be provided.

Mr. Clarke noted the need to expedite public involvement.

Director Alvarez asked who would be the ultimate responsible person.

Mr. Balli responded that as Project Director he would deal regularly with team members and daily with the Project Manager. He explained that any issues with a team player would be address for remediation and that removal of a team member from the contract must be approved by the RMA, noting that he has been able to develop great working relations with the team members.

Director Scaief asked how lack of funding would be handled by HNTB Corporation.

Mr. Rosbury stated that the equity grant application should not take six months rather about ninety days. He added that although they will not work for free they can hold the bill and work with TXDOT as to reimbursements.

Mr. David Garcia, Department of Transportation Assistant Director, asked what type of resources would be brought to CCRMA with regards to public involvement.

Mr. Balli stated that an office of thirteen full-time staff was available to deal with public involvement issues, and added that HNTB Corporation stands ready and committed to being the CCRMA GEC.

Mr. Sepulveda asked what Mr. Balli considers to be the biggest challenge for the RMA, considering the twenty-one steps.

Mr. Balli responded that the sale of bonds would be the biggest challenge, and added that HNTB Corporation has the experience and respect needed in Wall Street because as a result of their background.

Director Ramon requested that HNTB Corporation elaborate as to the importance of selling bonds.

Director Campbell asked if HNTB Corporation has ever gotten to a point where the selling of bonds cannot take place.

Mr. Rosbury stated that any and all issues should be addressed prior to the sale of bonds.

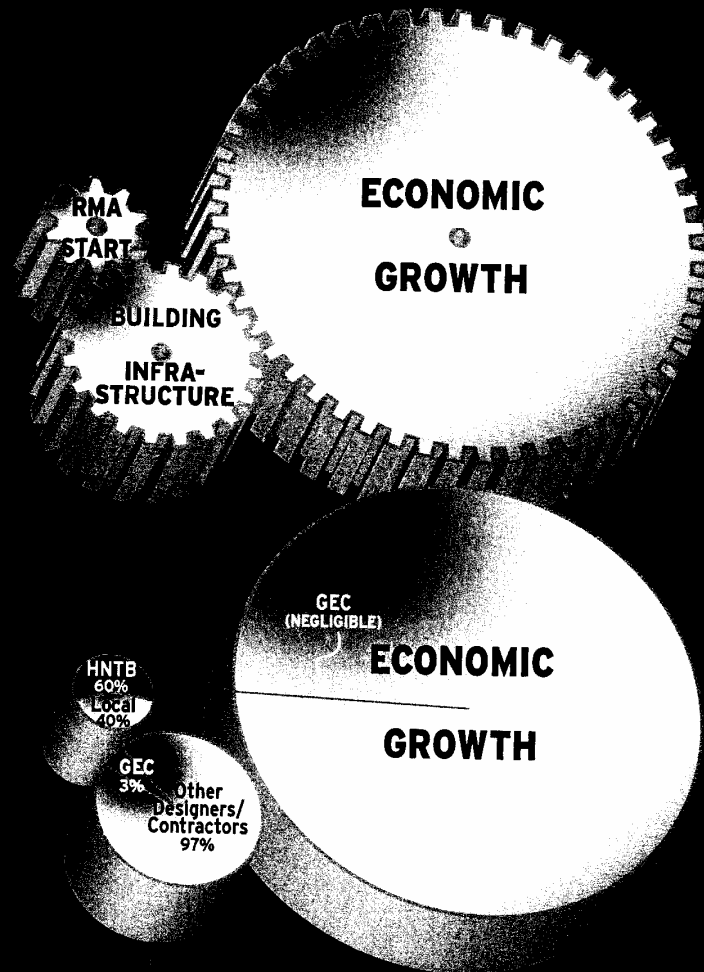
Director Alvarez asked what would be the responsibility of the RMA and/or the GEC if a snag was encountered at step eighteen.

Mr. Rosbury indicated that HNTB's job was to never get to step eighteen and have something unacceptable.

Chairman Alex stated that the existing 4.1 million population within a forty-five mile radius was expected to double by 2025 based on current growth and that Mexico is the engine that fuels our economy. He stated that he was very keen on the importance of the three c's of effective management; them being: communications, coordination, and cooperation; noting that these would be demanded of the GEC they hire. Chairman Alex stated that the CCRMA was dedicated to bettering our community by creating good paying jobs.

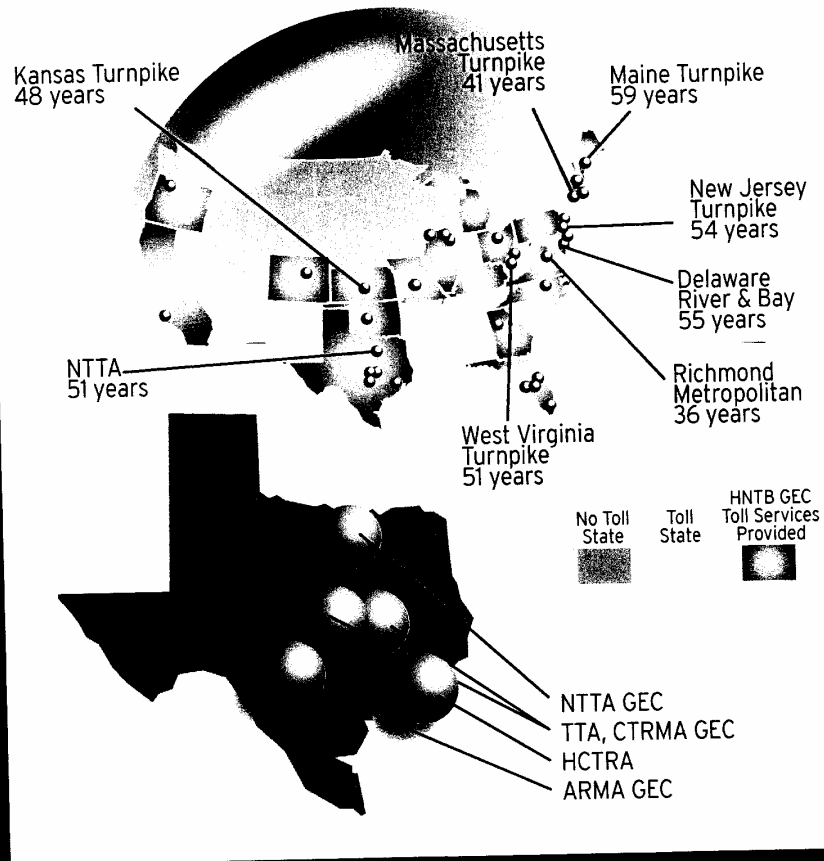
Mr. Balli thanked the CCRMA for giving them the opportunity to do this presentation.

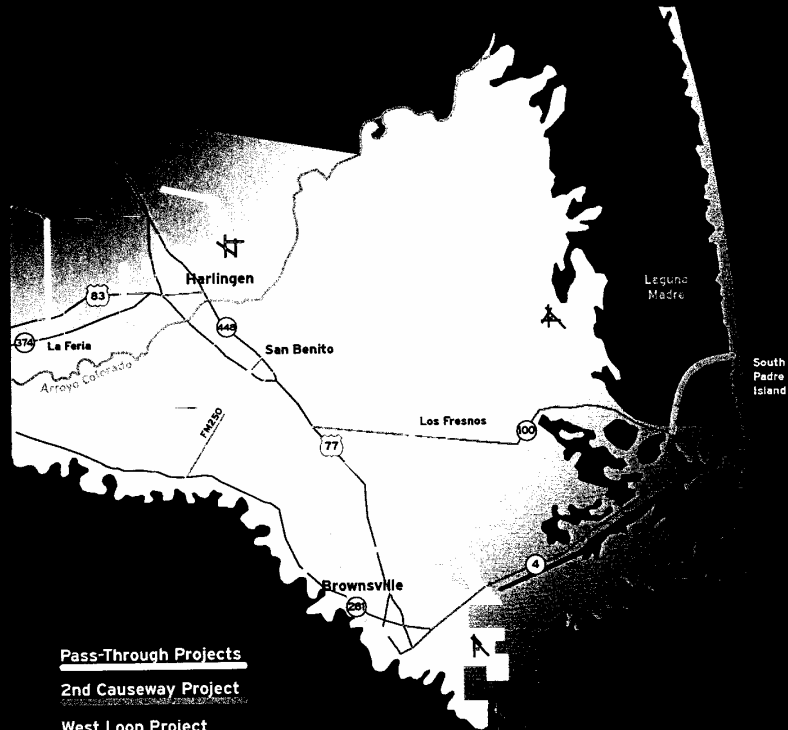
The Report is as follows:





- HNTB Corporation
- AGUIRRE Corporation
- Ambiotec Civil Engineering Group, Inc.
- Cobblestone Engineering, Inc.
- L&G Consulting Engineers, Inc.





Interview for
General Consulting Civil Engineering Services

Presented to



Presented by
HNTB Corporation

In association with
AGUIRREcorporation
Ambiotec Civil Engineering Group, Inc.
Cobblestone Engineering, Inc.
Cruces y Puentes Internacionales, S.A. de C.V.
L&G Consulting Engineers, Inc.
L&G Engineering Laboratory, LLC
Professional Printing, Inc.

November 17, 2005

1	Toll Legislation
2	Candidate Toll Projects
3	Form RMA
4	Hire GEC
5	Strategic Plan
6	Identify Projects
7	Public Involvement Plan
8	Submit Toll Equity Grant Application
9	Develop Projects: Environmental, Engineering
10	Preliminary Traffic & Revenue
11	Project Delivery Plan
12	Project O&M Plan
13	Project Finance Plan
19	Construct/Open Initial Project
20	Operate Facility
21	Bond Payments/Excess Revenue

START-UP FINANCING

BUILD-OUT
PROFITABLE
OPERATIONS

The HNTB Team:
Your trusted advisor
delivering fiscally
sound toll facilities,
environmental
quality and economic
development from
borders to beaches.

KEY ISSUES:

- 1. Public Perception**
 - Tolls
 - Integrity
- 2. TxDOT Participation**
- 3. Innovative Funding Sources**
- 4. Projects**
 - West Loop
 - 2nd Causeway
 - International Connections
- 5. Local Participation**
- 6. Economic Development**

There being no further business to come before the **BOARD**, the meeting was **ADJOURNED** by
Chairman Allex at 12:05 P.M.
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APPROVED this 12th day of **January 2006**.

CHAIRMAN DAVID E. ALEX

ATTESTED:

SECRETARY LAURA BETANCOURT