

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

NOTICE OF AND AGENDA FOR A REGULAR MEETING

TO BE HELD BY THE BOARD OF DIRECTORS

DATE: TUESDAY, SEPTEMBER 22, 2020
TIME: 5:30 PM
PLACE: HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY
TELECONFERENCE MEETING

PRESIDING: S. DAVID DEANDA, JR, CHAIRMAN

THIS MEETING WILL BE CONDUCTED IN ACCORDANCE WITH SECTION 418.016 OF THE TEXAS GOVERNMENT CODE. SECTION 418.016 TEMPORARILY SUSPENDS VARIOUS PROVISIONS THAT REQUIRE GOVERNMENT OFFICIALS AND MEMBERS OF THE PUBLIC TO BE PHYSICALLY PRESENT AT A SPECIFIED MEETING LOCATION AND ALLOWS FOR TELEPHONIC OR VIDEOCONFERENCE MEETINGS.

MEMBERS OF THE PUBLIC ARE WELCOME TO PARTICIPATE REMOTELY BY TELEPHONE
DIAL-IN NUMBER : +1 956-413-7950
CONFERENCE ID: #480 570 466
WEBLINK: [Join Microsoft Teams Meeting](#)

An electronic copy of the agenda packet can be obtained at www.hcrma.net

PLEDGE OF ALLEGIANCE

INVOCATION

CALL TO ORDER AND ESTABLISHMENT OF A QUORUM FOR A REGULAR MEETING

PUBLIC COMMENT

1. REPORTS
 - A. Report on Program Manager Activity for 365 Tollway Project and IBTC Environmental Clearance Document – Eric Davila, HCRMA.
 - B. Report on 365 Tollway Project Financing Activities – Richard Ramirez, Hilltop Securities.
2. CONSENT AGENDA (*All matters listed under Consent Agenda are considered to be routine by the Governing Body and will be enacted by one motion. There will be no separate discussion of these items; however, if discussion is desired, that item(s) will be removed from the Consent Agenda and will be considered separately. The Governing Body may also elect to go into Executive Session on any item on this agenda, whether or not such item(s) are posted as an Executive Session Item, at any time during the meeting when authorized by provisions of the Open Public Meeting Act.*)
 - A. Approval of Minutes for the Regular Meeting held August 25, 2020.
 - B. Approval of Project & General Expense Report for the period from August 8, 2020 to September 4, 2020.
 - C. Approval of Financial Reports for August 2020.

3. REGULAR AGENDA

- A. Resolution 2020-25 – Approving the Second and Final Reading of the Hidalgo County Regional Mobility Authority's Amended and Restated Bylaws.
- B. Resolution 2020-26 – Approval of One Year Extension to the Professional Service Agreement with Shepard Walton King to provide Insurance Broker Services to the Hidalgo County Regional Mobility Authority.
- C. Resolution 2020-27 – Order Approving, Confirming, and Ratifying the Sale and Issuance of the "Hidalgo County Regional Mobility Authority Vehicle Registration Fee Revenue Bonds, Series 2020A"; Providing for Others Matters Related thereto.

4. CHAIRMAN'S REPORT

- A. None.

5. TABLED ITEMS

- A. None.

6. EXECUTIVE SESSION, CHAPTER 551, TEXAS GOVERNMENT CODE, SECTION 551.071 (CONSULTATION WITH ATTORNEY), SECTION 551.072 (DELIBERATION OF REAL PROPERTY), AND SECTION 551.074 (PERSONNEL MATTERS)

- A. Consultation with Attorney on legal issues pertaining to an Interlocal Cooperative Agreement with the City of Mission to provide Right of Way Acquisition Services (Section 551.071 T.G.C.)
- B. Consultation with Attorney on legal issues pertaining to the Texas Department of Transportation State Infrastructure Bank Loan for the 365 Tollway Project (Section 551.071 T.G.C.)
- C. Consultation with Attorney on legal issues pertaining to Professional Service Agreements for Engineering, Surveying and Environmental Services (Section 551.071 T.G.C.).
- D. Consultation with Attorney on legal issues pertaining to the voluntary acquisition of real property for various parcels for the 365 Tollway Project and International Bridge Trade Corridor Project (Sections 551.071 and 551.072 T.G.C.).
- E. Consultation with Attorney on legal issues pertaining to the acquisition, including the use of Eminent Domain, for property required to complete the project alignments of the 365 Tollway Project (Sections 551.071 and 551.072 T.G.C.).
- F. Consultation with Attorney on legal issues pertaining to the Environmental Clearance Document for the International Bridge Trade Corridor Project (Section 551.071 T.G.C.).
- G. Consultation with Attorney on legal issues pertaining to the issuance of one or more Series of Hidalgo County Regional Mobility Authority bonds and related agreements and provisions relating to the subject (Section 551.071 T.G.C.).
- H. Consultation with Attorney on personnel matters related to the COVID-19 pandemic (Section 551.074 T.G.C.).
- I. Consultation with Attorney regarding the terms and conditions of the Senior Lien Vehicle Registration Fee Revenue and Refunding Bonds, Series 2020 (Section 551.071 T.G.C.).

ADJOURNMENT OF REGULAR MEETING

CERTIFICATION

I, the Undersigned Authority, do hereby certify that the attached agenda of the Hidalgo County Regional Mobility Authority Board of Directors is a true and correct copy and that I posted a true and correct copy of said notice on the Hidalgo County Regional Mobility Authority Web Page (www.hcrma.net) and the bulletin board in the Hidalgo County Court House (100 North Closner, Edinburg, Texas 78539), a place convenient and readily accessible to the general public at all times, and said Notice was posted on the 19th day of August 2020 at 5:00 pm and will remain so posted continuously for at least 72 hours preceding the scheduled time of said meeting in accordance with Chapter 551 of the Texas Government Code.

Maria E. Alaniz
Administrative Assistant

Note: If you require special accommodations under the Americans with Disabilities Act, please contact Maria E. Alaniz at 956-402-4762 at least 96 hours before the meeting.

PUBLIC COMMENT POLICY

Public Comment Policy: "At the beginning of each HCRMA meeting, the HCRMA will allow for an open public forum/comment period. This comment period shall not exceed one-half (1/2) hour in length and each speaker will be allowed a maximum of three (3) minutes to speak. Speakers addressing the Board through a translator will be allowed a maximum of six (6) minutes.

All individuals desiring to address the HCRMA must be signed up to do so, prior to the open comment period. For meetings being held by telephonic or videoconference, individuals may contact Maria. E. Alaniz at (956) 402-4762 before 5:00 pm day of the meeting.

The purpose of this comment period is to provide the public an opportunity to address issues or topics that are under the jurisdiction of the HCRMA. For issues or topics which are not otherwise part of the posted agenda for the meeting, HCRMA members may direct staff to investigate the issue or topic further. No action or discussion shall be taken on issues or topics which are not part of the posted agenda for the meeting. Members of the public may be recognized on posted agenda items deemed appropriate by the Chairman as these items are considered, and the same time limitations applies."

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Item 1A

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS
PLANNING COMMITTEE
FINANCE COMMITTEE
TECHNICAL COMMITTEE

X

AGENDA ITEM
DATE SUBMITTED
MEETING DATE

1A
09/04/2020
09/22/2020

1. Agenda Item: **REPORT ON PROGRAM MANAGER ACTIVITY FOR 365 TOLLWAY PROJECT AND IBTC ENVIRONMENTAL CLEARANCE DOCUMENT**
2. Nature of Request: (Brief Overview) Attachments: X Yes No
Report on 365 Tollway and IBTC Projects
3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy
4. Budgeted: Yes No X N/A
5. Staff Recommendation: Report only.
6. Program Manager's Recommendation: Approved Disapproved X None
7. Planning Committee's Recommendation: Approved Disapproved X None
8. Board Attorney's Recommendation: Approved Disapproved X None
9. Chief Auditor's Recommendation: Approved Disapproved X None
10. Chief Financial Officer's Recommendation: Approved Disapproved X None
11. Chief Development Engineer's Recommendation: X Approved Disapproved None
12. Chief Construction Engineer's Recommendation: Approved Disapproved X None
13. Executive Director's Recommendation: X Approved Disapproved None



HCRMA
HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

BOARD OF DIRECTORS MEETING FOR SEPTEMBER 2020

HCRMA Board of Directors

S. David Deanda, Jr., Chairman
Forrest Runnels, Vice-Chairman
Ricardo Perez, Secretary/Treasurer
Francisco “Frank” Pardo, Director
Paul S. Moxley, Director
Alonzo Cantu, Director
Ezequiel Reyna, Jr., Director

HCRMA Administrative Staff

Pilar Rodriguez, PE, Executive Director
Eric Davila, PE, PMP, CCM, Chief Dev. Eng.
Ramon Navarro IV, PE, CFM, Chief Constr. Eng.
Celia Gaona, CIA, Chief Auditor/Compliance Ofcr.
Jose Castillo, Chief Financial Ofcr.

General Engineering Consultant

HDR ENGINEERING, INC.

Report on HCRMA Program Management Activity
Chief Development Engineer – Eric Davila, PE, PMP, CCM

► OVERVIEW

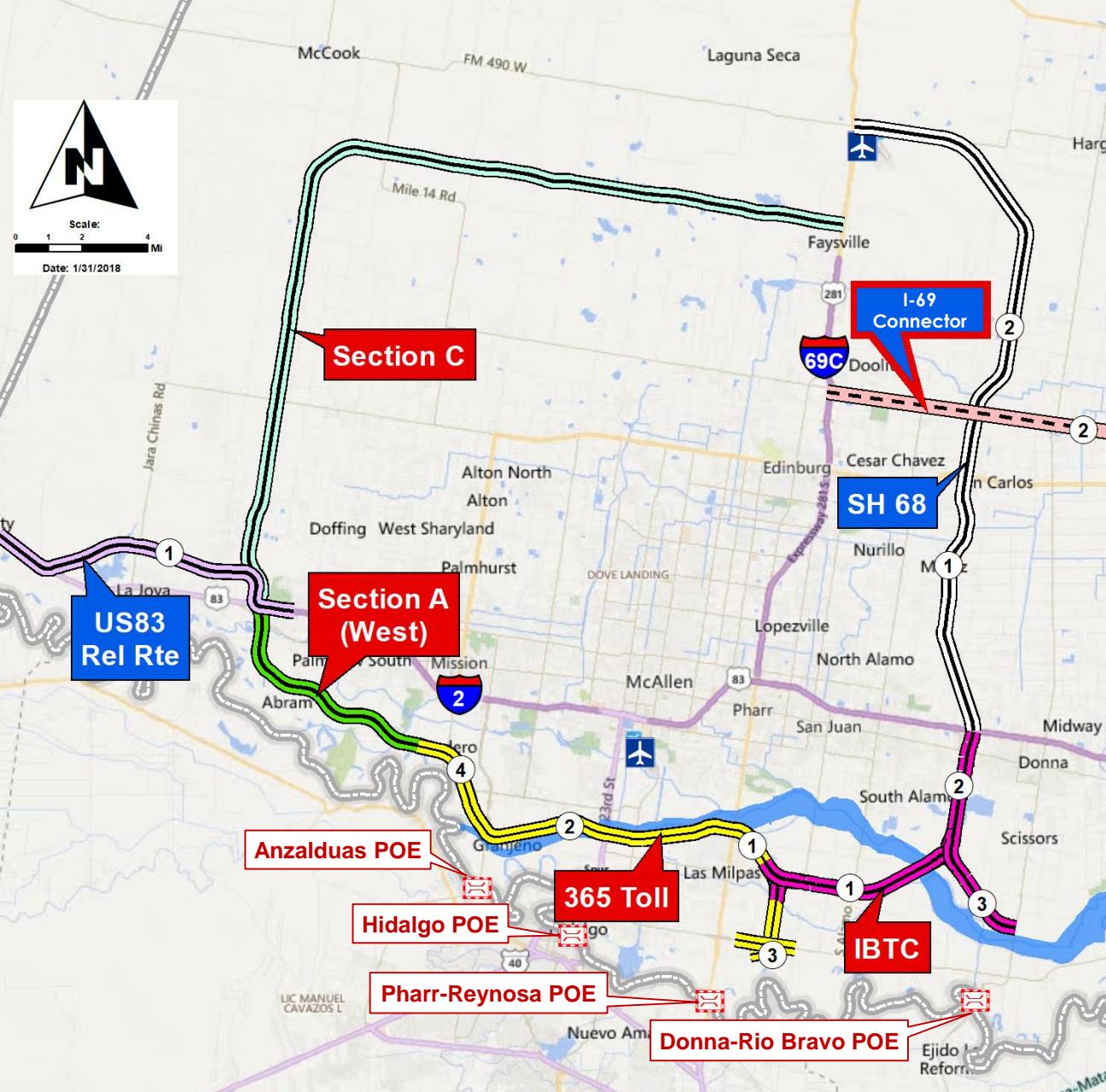
- 365 TOLL Project Overview
- IBTC Project Overview
- Overweight Permit Summary
- Construction Economics Update

MISSION STATEMENT:

“To provide our customers with a rapid and reliable alternative for the safe and efficient movement of people, goods and services”

HCRMA STRATEGIC PLAN

DEVELOP THE
INFRASTRUCTURE TO
SERVE A POPULATION
OF APPROXIMATELY
800,000 RESIDENTS
AND
5 INTERNATIONAL
PORTS OF ENTRY



► POST 2021 UTP APPROVAL

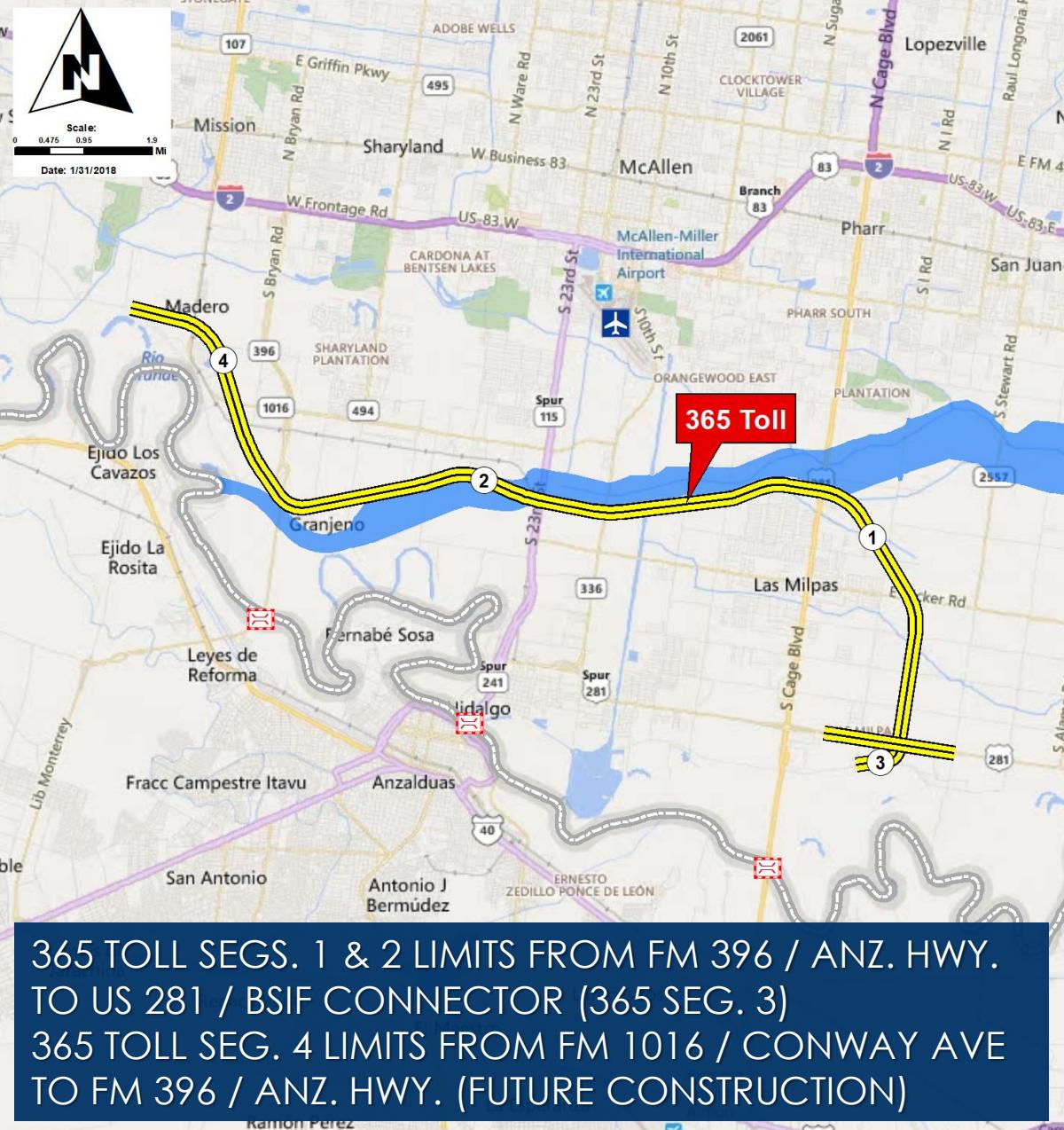
□ Approval of 2021 UTP (Aug 2020)

- 365 Toll: gap-funded construction – project needs 2nd FAA to move forward with letting after the TIP is approved by FHWA (earliest is end of Dec 2020).
- IBTC: the \$15.5M listed under Cat 12 / TBD needs revised PDA and direction from TxDOT as to whether approved funding can be used for advanced planning (e.g. design, ROW, and/or utility) work.

□ What's in the RGVMPO (Local Plan)

- 365 Toll Project (TIP / MTP) thru construction
- IBTC Project (TIP / MTP) thru design (pending funding commitments for construction)

PDA – Project Development Agreement
FAA – Financial Assistance Agreement
TIP – Transportation Improvement Program (Short range)
MTP – Metropolitan Transportation Plan (Long Range)



MAJOR MILESTONES:

NEPA CLEARANCE
07/03/2015

98% ROW AS OF
09/30/2018

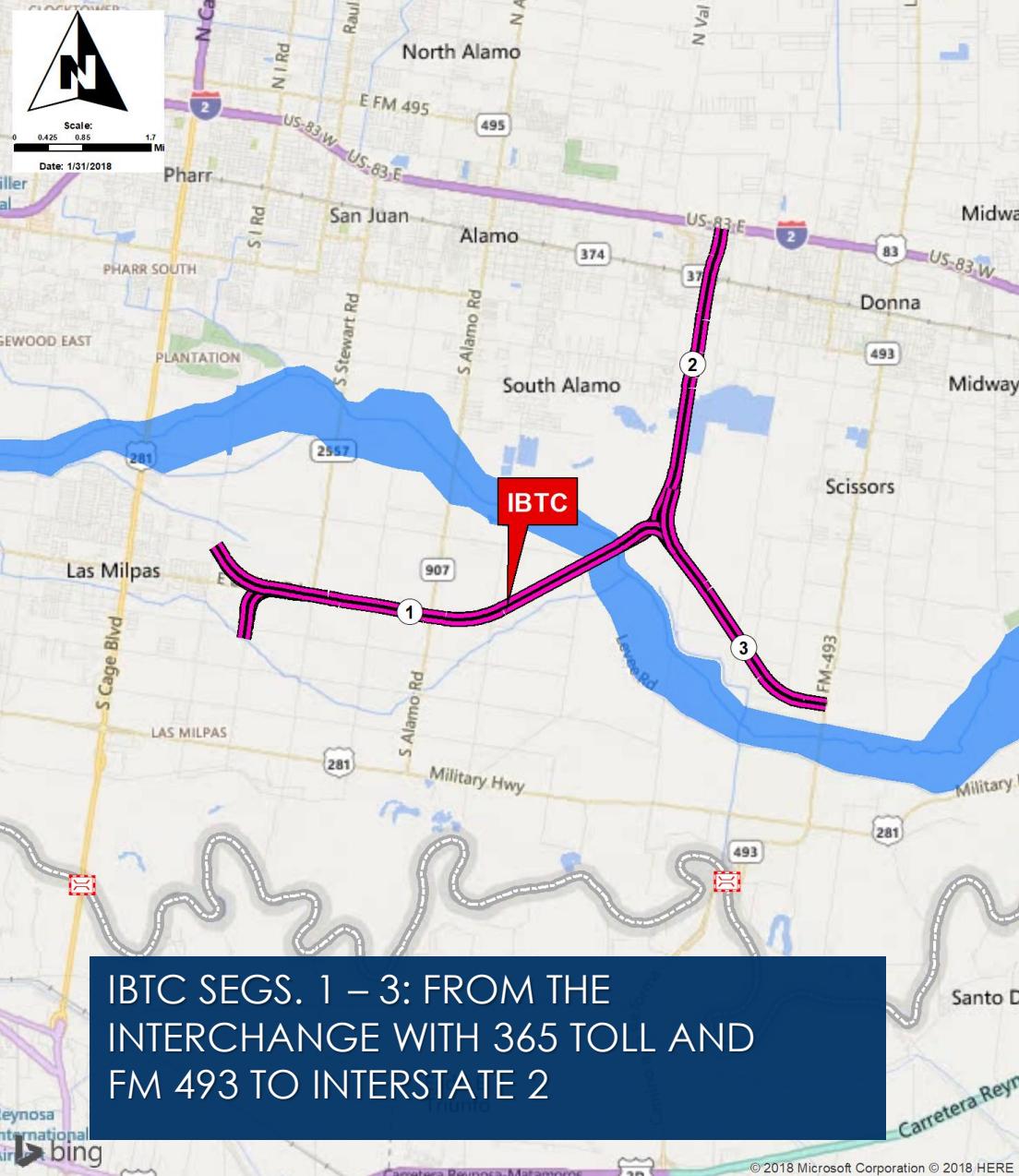
PH 1: 365 SEG. 3 –
LET: 08/2015
STARTED: 02/2016

**PH 2: 365 TOLL
SEGS. 1 & 2 –**
RE-LET: TBD
START: TBD



► SCHEDULE:

- ❑ **04/2020-05/2020**, Submit RGVMPO TIP Revisions based on draft 2021 UTP Funding Tables that are up for potential adoption by the Texas Transportation Commission (TTC) in 08/2020,
- ❑ **08/2020**, Obtain addl. funding commitments via adoption of 2021 UTP,
- ❑ **08/2020**, HCRMA to provide NTP on Investment Grade T&R Study with a 5 month completion period ending 04/2021,
- ❑ **09/2020 - 10/2020**, TTC to read then adopt a new Minute Order (M.O.) for a new FAA to incorporate the gap funding into the project,
- ❑ **11/2020**, Revise RGVMPO TIP listing for 365 Toll showing the approved funding source(s) for approval by FHWA 01/2021,
- ❑ **12/2020**, HCRMA to submit Utility Mitigation Plan for approval by TxDOT ahead of Federal Project Authorization and Agreement (FPAA) Modification request,
- ❑ **01/2021-02/2021**, TxDOT to process the FPAA Modification for the gap funding on 365 Tollway,
- ❑ **03/2021**, TxDOT to provide “release to advertise” notice to HCRMA,
- ❑ **03/2021 - 04/2021**, HCRMA to advertise the 365 Toll (60 days) & hold prebid last week in that period,
- ❑ **05/2021**, Open Bids by 1st week & by 2nd week conditionally award contract,
- ❑ **07/2021**, Receive TxDOT / FHWA concurrence with award of contract,
- ❑ **07/2021-08/2021**, HCRMA meets with rating agencies, prices bonds, and conducts toll revenue bond sale,
- ❑ **08/2021**, Purchase remaining 5% of ROW and finalize remaining utility relocation agreements,
- ❑ **09/2021**, Commence 42-month construction, and
- ❑ **03/2025**, Open to traffic.



IBTC

MAJOR MILESTONES:

OBTAINED EA ENV
CLASSIF.: 11/2017

EST. NEPA CLEARANCE:
LATE 2020

EST. LETTING: 06/2021

EST. OPEN: 03/2025

► IBTC SCHEDULE

International Bridge Trade Corridor (IBTC) (CSJ: 0921-02-142)

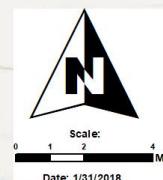
(From the Interchange with 365 Toll and FM 493 to Interstate 2)

► ADVANCE PLANNING

- Env.: Classification Letter and Scoping Toolkit Submitted Aug 2017
- Held IBTC Environmental Kick off with TxDOT PHR / ENV April 6, 2018.
- VRF UTP Matching Funds request processed at the HCMPO—pending adoption by TxDOT at State Level.
- All env. fieldwork complete: Waters of the US and Archeological trenching—Internal ROE efforts were instrumental to accelerating this work.
- Meeting held with EPA/TCEQ/TxDOT to discuss Donna Reservoir site for the Hazmat portion of the NEPA Document Oct 2018.
- Public Meeting took place at Donna High School March 29, 2019.
- All major milestone reports submitted and undergoing reviews: Project Description, Hazmat, Historic Resources, Public Meeting Summary Report, Waters of the US, and Archaeological Resources.
- Pending review / approval from TxDOT on: Noise Report, Archaeological Mitigation Plan, and CIC Report – so that final document can be submitted.

► OTHER:

- Surveys (65% complete) – anticipate new survey pool procurement once TxDOT approves new federalized procurement procedures by end of Fall 2019.
- ROW Acquisition (5% complete)
- Utility Relo. (SUE 100%, coordination initiated, Overall 20%)
- Design (PS&E, 50% complete): On Hold



Hidalgo County

I-69 Connector

* Collaboration between HCRMA, CCRMA, and TxDOT.

Date: 1/31/2018

Date: 1/31/2011

bing

10

I-69 Connector

(COLLABORATION W/ TXDOT, CCRMA, AND HCRMA)

DESCRIPTION:

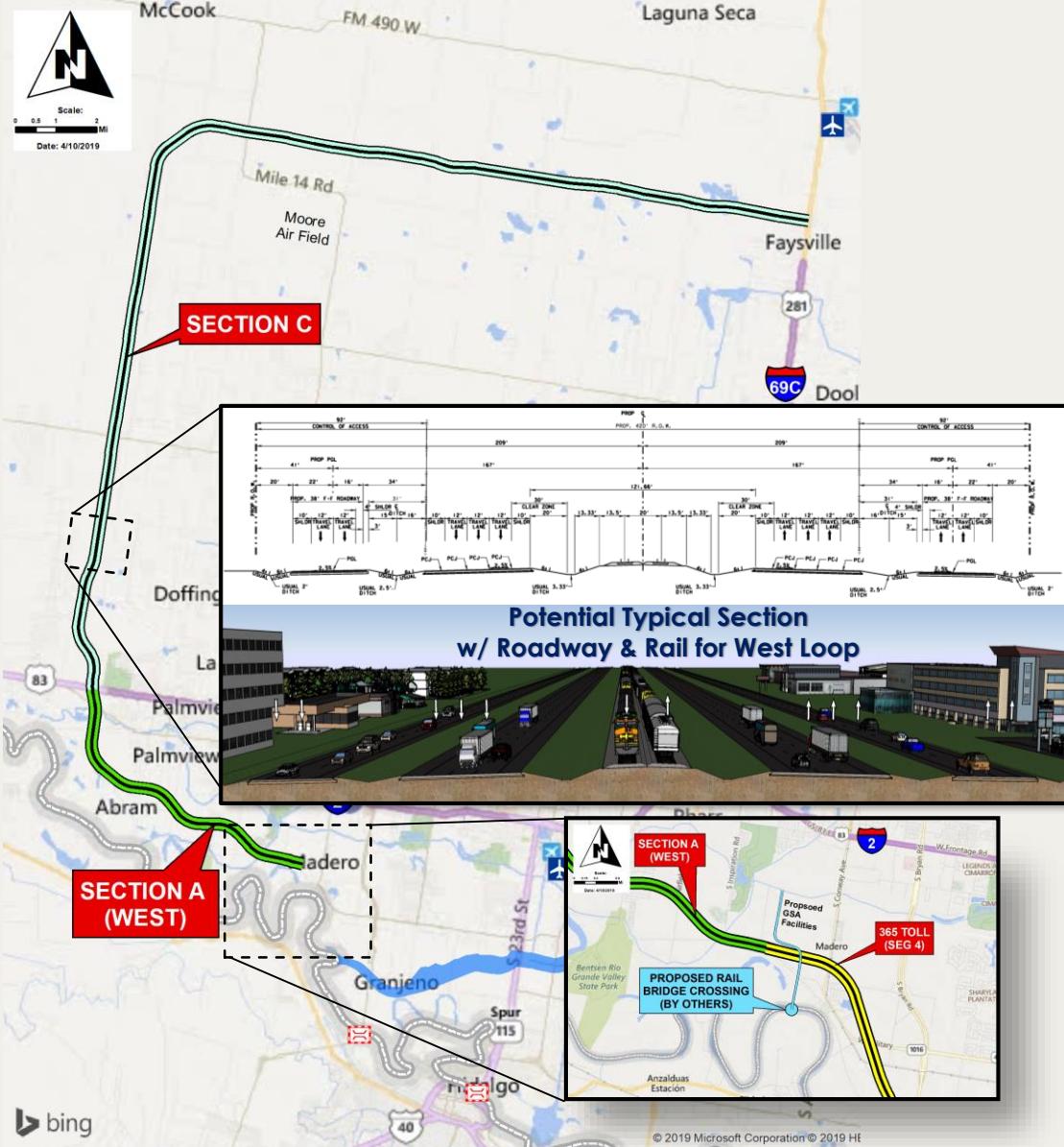
- ▶ PROJECT LENGTH ~27 MILES
 - ▶ FROM I-69C IN HIDALGO COUNTY TO I69-E IN CAMERON COUNTY
 - ▶ KEY PARALLEL CORRIDOR TO I-2 WITH IMPORTANCE TO MOBILITY PROJECTS BY TXDOT, CCRMA AND HCRMA
 - ▶ TXDOT COMMITTED SUPPLEMENTAL DEVELOPMENT AUTHORITY FUNDS FOR THE ENTIRE 27 MILE CORRIDOR AS AN EXPRESSWAY FACILITY.
 - ▶ TXDOT HAS COMMITTED TO FUNDING THE DEVELOPMENT OF THE SCHEMATIC DESIGN AND ENVIRONMENTAL DOCUMENTS.
 - ▶ FEASIBILITY STUDIES KICKED OFF WITH A STAKEHOLDER MEETING OCT 2019.
 - ▶ PUBLIC MEETING ON FEASIBILITY STUDIES HELD DECEMBER 2019.



HCRMA

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY



WEST LOOP

SECTION A(WEST) / SECTION C

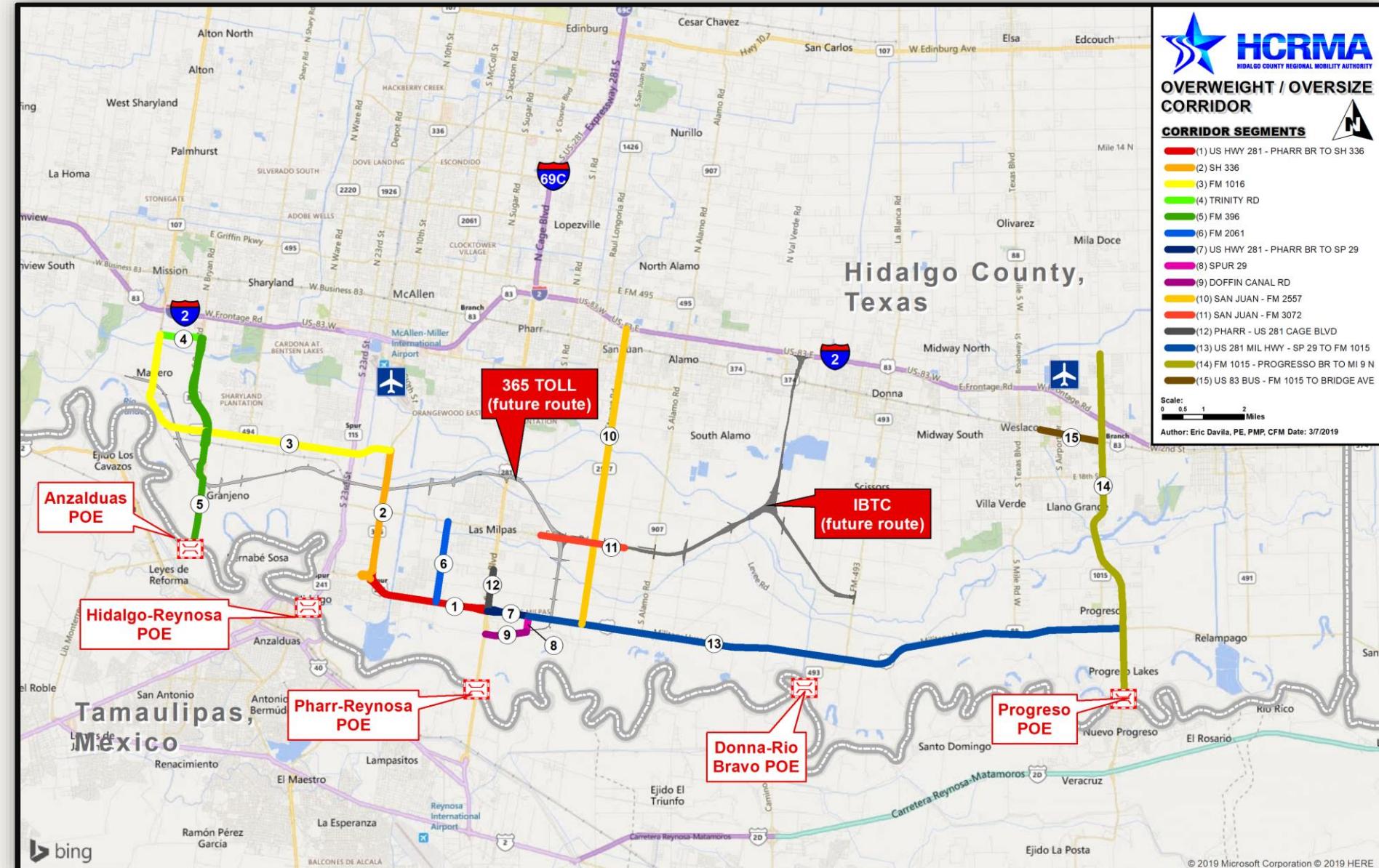
*COMPLIMENTS PROPOSED MISSION/MADERO-REYNOSA INTERNATIONAL BORDER CROSSING (BY OTHERS)

DESCRIPTION:

- ▶ COMBINED PROJECT LENGTH: 38 MILES FROM FM 1016 / CONWAY AVE (MISSION/MADERO) TO I-69C (NORTH EDINBURG)
- ▶ LIKELY TO BE CLASSIFIED AS AN ENVIRONMENTAL IMPACT STATEMENT (EIS) NEPA DOCUMENT (36 TO 48 MONTHS)—TO BE ENGAGED AFTER IBTC ENV.
- ▶ POTENTIAL FOR CLASS I RAIL WITHIN THE ROW PENDING DEVELOPMENTS FOR RAIL CROSSING IN MISSION AREA.
- ▶ INTERLOCAL AGREEMENT IN PLACE WITH CITY OF MISSION FOR HCRMA'S ASSISTANCE WITH ENVIRONMENTAL CLEARANCE EFFORTS.
- ▶ MARCH 2020 - HELD AN ILA KICK OFF MEETING WITH THE CITY OF MISSION TO BEGIN ALIGNING ENV. CLEARANCE EFFORTS WITH THE CITY'S INTENDED OVERALL PROJECT PLAN.
- ▶ MAY 2020 – HCRMA PROVIDED CITY OF MISSION W DRAFT SCOPES FOR ENV / TRAFFIC ENG. FOR THEIR PROPOSED ENV. CLEARANCE EFFORTS AT THE PROPOSED RAIL BRIDGE CROSSING.
- ▶ SEPTEMBER 2020 – TXDOT APPROVED CITY OF MISSION PROCUREMENT RULES TO ALIGN WITH THE "FEDERAL PROCESS"



HCRMA
HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY



► **OVERWEIGHT REPORT FOR 2014 – PRESENT**
PERIOD: JAN 1, 2014 – AUG 31, 2020

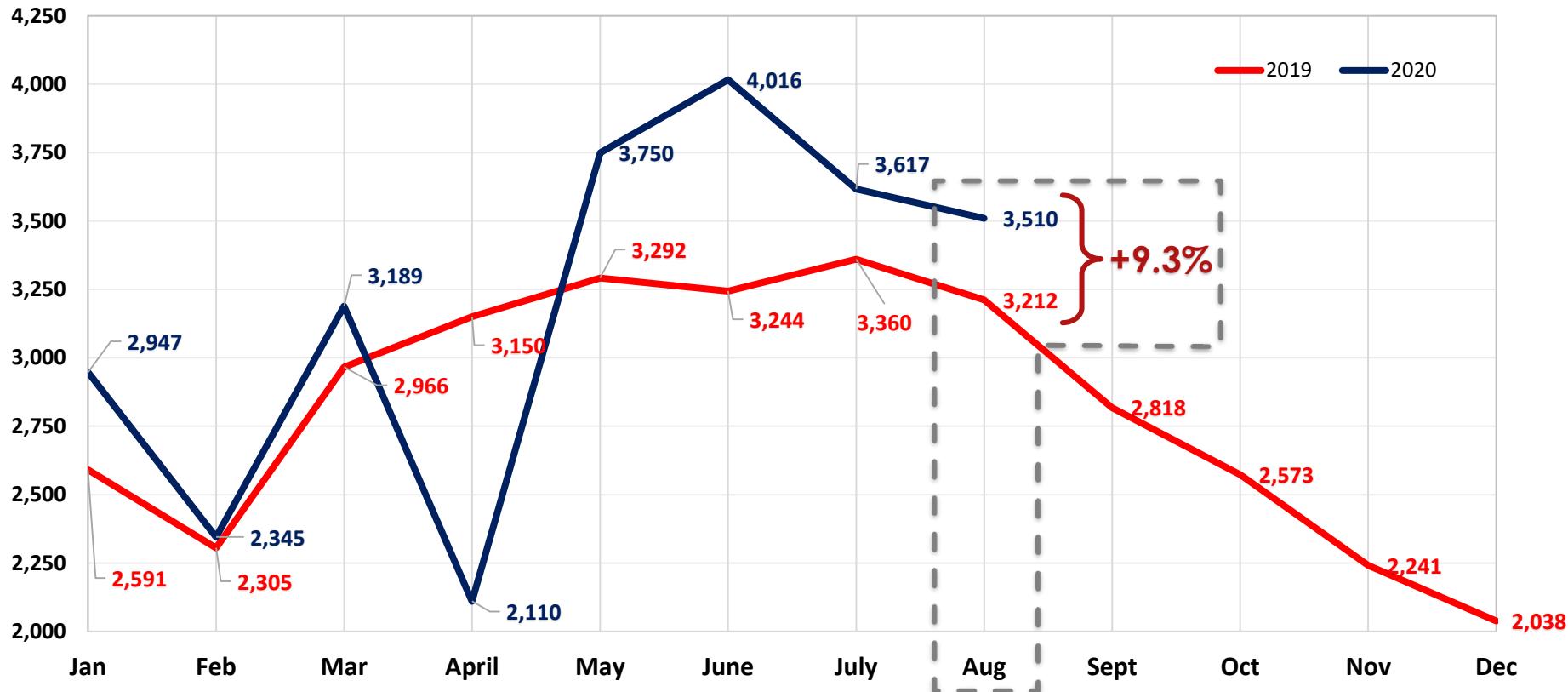
Total Permits Issued:	174,123
Total Amount Collected:	\$ 26,266,980
■ Convenience Fees:	\$ 606,180
■ Total Permit Fees:	\$ 25,660,800
– Pro Miles:	\$ 522,369
– TxDOT:	\$ 21,811,680
– HCRMA:	\$ 3,326,751

► **OVERWEIGHT REPORT FOR YEAR 2020**
PERIOD: JAN 1, 2020 – AUG 31, 2020

OW

Total Permits Issued:	174,123
Total Amount Collected:	\$ 26,266,980
■ Convenience Fees:	\$ 606,180
■ Total Permit Fees:	\$ 25,660,800
– Pro Miles:	\$ 522,369
– TxDOT:	\$ 21,811,680
– HCRMA:	\$ 3,326,751

Overweight/Oversized Permit Count 2019 - 2020 Monthly Comparison



Notes:

1. Unprecedented stay at home orders in response to COVID-19 containment in April 2020 on both sides of the US/ Mexico Border attributed toward a 33% drop in overweight permit purchases within Hidalgo County – April 2019 (3,150 permits) vs. April 2020 (2,110 permits).
2. By the end of May 2020, the total permit count of 3,750 was a 14% increase compared to May 2019 permit count of 3,292 – showing a resurgence in the utilization of overweight permits to allow for greater efficiencies in the transport of perishable agricultural goods.

► CONSTR. ECONOMICS SEPTEMBER 2020

CE

Construction Cost Index (CCI) Change (%) Year-to-Year for the month of September



Costs
Increased
+1.7 since
Sept 2019



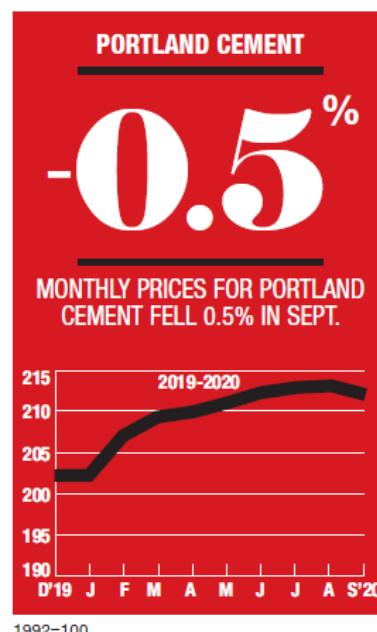
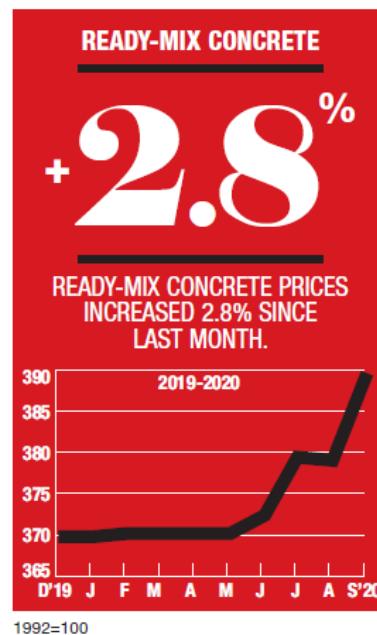
+1.7%
CCI



+2.5%
BCI

► CONSTR. ECONOMICS SEPTEMBER 2020

CE



20-CITY AVERAGE

ITEM	UNIT	\$PRICE	%MONTH	%YEAR
ASPHALT PAVING				
PG 58	TON	391.69	-0.1	-7.7
Cutback, MC800	TON	369.44	-1.4	-5.9
Emulsion, RAPID SET	TON	355.21	-0.3	-1.4
Emulsion, SLOW SET	TON	366.12	-0.4	-1.2
PORTLAND CEMENT				
Type one	TON	147.82	-0.5	+5.2
MASONRY CEMENT				
70-lb bag	TON	10.75	-0.1	+1.3
CRUSHED STONE				
Base course	TON	12.60	+0.1	+3.1
Concrete course	TON	11.79	0.0	+8.6
Asphalt course	TON	13.90	+0.9	+3.0
SAND				
Concrete	TON	10.45	0.0	+12.6
Masonry	TON	12.45	+0.2	+3.3
READY-MIX CONCRETE				
3,000 psi	CY	125.01	+2.8	+5.6
4,000 psi	CY	142.81	+1.5	+6.6
5,000 psi	CY	193.40	+1.5	+5.5
CONCRETE BLOCK				
Normal weight: 8" x 8" x 16"	C	151.40	+3.0	+3.3
Lightweight: 8" x 8" x 16"	C	172.76	+0.5	+1.5
12" x 8" x 16"	C	183.07	+0.2	+0.4

SOURCE: ENR

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Item 1B

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS	<u>X</u>	AGENDA ITEM	1B
PLANNING COMMITTEE	____	DATE SUBMITTED	09/14/20
FINANCE COMMITTEE	____	MEETING DATE	09/22/20
TECHNICAL COMMITTEE	____		

1. Agenda Item: REPORT ON 365 TOLLWAY PROJECT FINANCING ACTIVITIES.
2. Nature of Request: (Brief Overview) Attachments: Yes No
Report on 365 Tollway Project Financing Activities – Richard Ramirez, Hilltop Securities.
3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy
4. Budgeted: Yes No N/A
5. Staff Recommendation: Report only.
6. Program Manager's Recommendation: Approved Disapproved None
7. Planning Committee's Recommendation: Approved Disapproved None
8. Board Attorney's Recommendation: Approved Disapproved None
9. Chief Auditor's Recommendation: Approved Disapproved None
10. Chief Financial Officer's Recommendation: Approved Disapproved None
11. Chief Development Engineer's Recommendation: Approved Disapproved None
12. Chief Construction Engineer's Recommendation: Approved Disapproved None
13. Executive Director's Recommendation: Approved Disapproved None

Item 2A

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS	<u>X</u>	AGENDA ITEM	<u>2A</u>
PLANNING COMMITTEE	<u> </u>	DATE SUBMITTED	<u>09/14/20</u>
FINANCE COMMITTEE	<u> </u>	MEETING DATE	<u>09/22/20</u>
TECHNICAL COMMITTEE	<u> </u>		

1. Agenda Item: **APPROVAL OF MINUTES FOR REGULAR MEETING HELD AUGUST 25, 2020.**
2. Nature of Request: (Brief Overview) Attachments: Yes No
Consideration and Approval of Minutes for the Hidalgo County Regional Mobility Authority Board of Directors Regular Meeting held August 25, 2020.
3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy
4. Budgeted: Yes No N/A
5. Staff Recommendation: **Motion to approve the minutes for the Board of Director's Regular Meeting held August 25, 2020, as presented.**
6. Planning Committee's Recommendation: Approved Disapproved None
7. Finance Committee's Recommendation: Approved Disapproved None
8. Board Attorney's Recommendation: Approved Disapproved None
9. Chief Auditor's Recommendation: Approved Disapproved None
10. Chief Financial Officer's Recommendation: Approved Disapproved None
11. Chief Development Engineer's Recommendation: Approved Disapproved None
12. Chief Construction Engineer's Recommendation: Approved Disapproved None
13. Executive Director's Recommendation: Approved Disapproved None

**STATE OF TEXAS
COUNTY OF HIDALGO
HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY**

The Hidalgo County Regional Mobility Authority Board of Directors convened for a Regular Meeting on **Tuesday, August 25, 2020**, at 5:30 pm by video/ teleconference, with the following participating:

Board Members:	S. David Deanda, Jr., Chairman Forrest Runnels, Vice-Chairman Ricardo Perez, Secretary/Treasurer Alonzo Cantu, Director Paul S. Moxley Director Francisco "Frank" Pardo, Director Ezequiel Reyna, Jr., Director
Absent:	None
Staff:	Pilar Rodriguez, Executive Director Ramon Navarro, Chief Construction Engineer Eric Davila, Chief Development Engineer Celia Gaona, Chief Auditor/Compliance Officer Jose Castillo, Chief Financial Officer Blakely Fernandez, Bracewell Law, Legal Counsel Richard Ramirez, Hilltop Securities, Financial Advisor Colby Eckols, Hilltop Securities, Financial Advisor

PLEDGE OF ALLEGIANCE

Chairman Deanda led the Pledge of Allegiance.

INVOCATION

Ms. Gaona led the Invocation.

CALL TO ORDER FOR REGULAR MEETING AND ESTABLISH A QUORUM

Chairman Deanda called the Regular Meeting to order at 5:30 pm.

PUBLIC COMMENT

No Comments.

1. REPORTS

- A. Report on Program Manager Activity for 365 Tollway Project and IBTC Environmental Clearance Document – Eric Davila, HCRMA.
Mr. Eric Davila reported on Program Manager Activity for 365 Tollway Project and IBTC Environmental Clearance Document. No action taken.
- B. Report on 365 Tollway Project Financing Activities – Richard Ramirez, Hilltop Securities.
Mr. Colby Eckols, Hilltop Securities, reported on the 365 Tollway Project Financing Activities. No action taken.

2. CONSENT AGENDA.

Motion by Frank Pardo, with a second by Rick Perez, to approve the Consent Agenda. Motion carried unanimously.

- A. Approval of Minutes for the Regular Meeting held July 28, 2020.
Approved the Minutes for the Regular Meeting held July 28, 2020.
- B. Approval of Project & General Expense Report for the period from July 7, 2020 to August 7, 2020.
Approved the Project & General Expense Report for the period from July 7, 2020 to August 7, 2020.
- C. Approval of Financial Reports for July 2020.
Approved the Financial Reports for July 2020.

3. REGULAR AGENDA

- A. Resolution 2020-20 – Approving the First Reading of the Hidalgo County Regional Mobility Authority's Amended and Restated bylaws.
Motion by Ezequiel Reyna, with a second by Alonzo Cantu, to approve Resolution 2020-20 – Approving the First Reading of the Hidalgo County Regional Mobility Authority's Amended and Restated bylaws. Motion carried unanimously.
- B. Resolution 2020-21 – Re-Asserting Local Tollway Project Entity Primacy Rights Over the 365 Tollway, Segments 1 and 2.
Motion by Paul Moxley, with a second by Forrest Runnels, to approve Resolution 2020-21 – Re-Asserting Local Tollway Project Entity Primacy Rights Over the 365 Tollway, Segments 1 and 2. Motion carried unanimously.
- C. Resolution 2020-22 – Approving Authority policies for post issuance compliance and continuing disclosure.
Motion by Alonzo Cantu, with a second by Ezequiel Reyna, to approve Resolution 2020-22 – Approving Authority policies for post issuance compliance and continuing disclosure. Motion carried unanimously.
- D. Resolution 2020-23 – Approval of Access Management Policy for the Hidalgo County Regional Mobility Authority.
Motion by Ezequiel Reyna, with a second by Rick Perez, to approve Resolution 2020-23 – Approval of Access Management Policy for the Hidalgo County Regional Mobility Authority. Motion carried unanimously.
- E. Resolution 2020-24 – Amended and Restated Resolution authorizing the issuance of one or more series of Hidalgo County Regional Mobility Authority Senior Lien Vehicle Registration Fee Revenue and Refunding Bonds, Series 2020 either as tax-exempt or taxable bonds; Approval and Designation of a Pricing Committee to determine the interest rates, maturity dates, form of bonds, redemption provisions, bond insurance provisions, and other matters pertaining to such bonds; Approving the projects; Prescribing the form, terms, conditions, and Resolving other matters incident and related to the issuance, sale, and delivery of the bonds, including the designation and appointment of a syndicate of underwriters and approval and distribution of an official statement pertaining thereto; Authorizing the execution of a paying agent/registrar agreement, a purchase agreement, and an escrow agreement; Approving a Supplement to the Indenture of Trust; Ratifying the pledge agreement; 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.

Motion by Rick Perez, with a second by Alonzo Cantu, to approve Resolution 2020-24 – Approving Resolution 2020-24 – Amended and Restated Resolution authorizing the issuance of one or more series of Hidalgo County Regional Mobility Authority Senior Lien Vehicle Registration Fee Revenue and Refunding Bonds, Series 2020 either as tax-exempt or taxable bonds; Approval and Designation of a Pricing Committee to determine the interest rates, maturity dates, form of bonds, redemption provisions, bond insurance provisions, and other matters pertaining to such bonds; Approving the projects; Prescribing the form, terms,

conditions, and Resolving other matters incident and related to the issuance, sale, and delivery of the bonds, including the designation and appointment of a syndicate of underwriters and approval and distribution of an official statement pertaining thereto; Authorizing the execution of a paying agent/registrar agreement, a purchase agreement, and an escrow agreement; Approving a Supplement to the Indenture of Trust; Ratifying the pledge agreement; 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. Motion carried unanimously

4. CHAIRMAN'S REPORT

- A. None.

5. TABLED ITEMS

- A. None.

6. EXECUTIVE SESSION, CHAPTER 551, TEXAS GOVERNMENT CODE, SECTION 551.071 (CONSULTATION WITH ATTORNEY), SECTION 551.072 (DELIBERATION OF REAL PROPERTY) AND SECTION 551.074 (PERSONNEL MATTERS)

The Board of Directors did not enter into Executive Session on any item(s).

- A. Consultation with Attorney on legal issues pertaining to the Texas Department of Transportation State Infrastructure Bank Loan for the 365 Tollway Project (Section 551.071 T.G.C.).

No action taken.

- B. Consultation with Attorney on legal issues pertaining to Professional Service Agreements for Engineering, Surveying and Environmental Services (Section 551.071 T.G.C.).

No action taken.

- C. Consultation with Attorney on legal issues pertaining to the acquisition of real property for various parcels for the 365 Tollway Project and International Bridge Trade Corridor Project (Sections 551.071 and 551.072 T.G.C.).

No action taken.

- D. Consultation with Attorney on legal issues pertaining to the acquisition, including the use of Eminent Domain, for property required to complete the project alignments of the 365 Tollway Project (Sections 551.071 and 551.072 T.G.C.).

No action taken.

- E. Consultation with Attorney on legal issues pertaining to the Environmental Clearance Document for the International Bridge Trade Corridor Project (Section 551.071 T.G.C.).

No action taken.

- F. Consultation with Attorney on legal issues pertaining to the issuance of one or more Series of Hidalgo County Regional Mobility Authority bonds and related agreements and provisions relating to the subject (Section 551.071 T.G.C.).

No action taken.

G. Consultation with Attorney on personnel matters related to the COVID-19 pandemic (Section 551.074 T.G.C.).

No action taken.

H. Consultation with Attorney regarding the terms and conditions of the Senior Lien Vehicle Registration Fee Revenue and Refunding Bonds, Series 2020 (Section 551.071 T.G.C.).

No action taken.

ADJOURNMENT

There being no other business to come before the Board of Directors, motion by Ezequiel Reyna, with a second by Alonzo Cantu, to adjourn the meeting at 5:51 pm.

S. David Deanda, Jr, Chairman

Attest:

Ricardo Perez, Secretary/Treasurer

Item 2B

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS
PLANNING COMMITTEE
FINANCE COMMITTEE
TECHNICAL COMMITTEE

X

AGENDA ITEM
DATE SUBMITTED
MEETING DATE

2B
09/14/20
09/22/20

1. Agenda Item: **APPROVAL OF PROJECT AND GENERAL EXPENSE REPORT FROM AUGUST 8, 2020 THROUGH SEPTEMBER 4, 2020**

2. Nature of Request: (Brief Overview) Attachments: X Yes No

Consideration and approval of project and general expense report for the period from August 8, 2020 through September 4, 2020.

3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy

4. Budgeted: X Yes No N/A Funding Source: VRF Bond

General Account	\$ 108,871.93
Disbursement Account	\$ 77,092.48
R.O.W Services	\$ 22,803.63
Total Project Expenses for Reporting Period	\$ 208,768.04

Fund Balance after Expenses	\$ 2,534,942.07
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5. Staff Recommendation: **Motion to approve the project and general expense report for the August 8, 2020 through September 4, as presented.**

6. Planning Committee's Recommendation: Approved Disapproved X None

7. Finance Committee's Recommendation: Approved Disapproved X None

8. Board Attorney's Recommendation: Approved Disapproved X None

9. Chief Auditor's Recommendation: Approved Disapproved X None

10. Chief Financial Officer's Recommendation: X Approved Disapproved None

11. Chief Development Engineer's Recommendation: X Approved Disapproved None

12. Chief Construction Engineer's Recommendation: X Approved Disapproved None

13. Executive Director's Recommendation: X Approved Disapproved None



Memorandum

To: S. David Deanda Jr., Chairman
From: Pilar Rodriguez, PE, Executive Director
Date: September 14, 2020
Re: **Expense Report for the Period from August 8, 2020 through September 4, 2020**

Attached is the expense report for the period commencing on August 8, 2020 through September 4, 2020.

Expenses for the General Account total \$108,871.93, the Disbursement Account total \$77,092.48, and ROW Services total \$22,803.63. The aggregate expense for the reporting period is \$208,768.04.

Based on review by this office, **approval of expenses for the reporting period is recommended in the aggregate amount of \$208,768.04.**

This leaves a fund balance (all funds) after expenses of \$2,534,942.07.

If you should have any questions or require additional information, please advise.



Aug 8- Sept 4

September

	Make Check Payable to	Date Work Performed	Amount
Plains Capital 41			
Wages & Benefits	City of Pharr	Aug. 2020 \$	71,422.55
	Office Depot	Aug. 2020 \$	89.53
	A-Fast Delivery, LLC	Aug. 2020 \$	117.75
	Copy Zone	Aug. 2020 \$	494.86
	Pathfinder Public Affairs	Aug. 2020 \$	10,000.00
	Bracewell, LLP	Thru 8/31/2020 \$	3,080.00
Accounting Fees	City of Pharr	Aug. 2020 \$	205.00
Rent	City of Pharr	September 2020 \$	4,480.00
	City of Pharr	Aug. 2020 \$	3,493.42
	City of Pharr	9/1/20-09/30/20 \$	455.00
	Xerox-Dahill	9/8/20-10/07/20 \$	683.21
	Xerox-Dahill	9/04/19-08/31/20 \$	130.33
	Xerox	9/1/20-09/30/20 \$	194.05
Professional Services	Pena Designs	Aug. 2020 \$	200.00
	Credit Card Services	8/04/20-9/03/20 \$	813.27
	Credit Card Services	8/04/20-9/03/20 \$	622.61
	Credit Card Services	8/04/20-9/03/20 \$	16.40
	Ivonne Rodriguez	Thru 9/14/2020 \$	10.24
	Maria Alaniz	Thru 9/14/2020 \$	29.21
	Shepard Walton King	1/3/19-8/28/20 \$	12,282.50
	A Better Water Solution - Get Filtered	Aug. 2020 \$	52.00
		\$	108,871.93

Wilmington Trust 45/Capital Projects

Engineering Services	Bracewell, LLP	Thru 8/31/2020 \$	2,040.00
	Bracewell, LLP	Thru 8/31/2020 \$	1,500.00
	Blanton & Associates, Inc.	08/01/20-08/31/20 \$	4,927.43
	Blanton & Associates, Inc.	08/01/20-08/31/20 \$	1,599.00
	C&M Associates, Inc.	8/31/2020 \$	67,026.05
		\$	77,092.48

R.O.W. Services

Requisitions			
	Barron, Adler, Clough & Oddo, LLP	9/30/2020 \$	22,037.68
	Donna Irrigation District Hidalgo County No. 1	Thru 2021 \$	490.95
		\$	22,528.63

SIB Construction Account 45

Legal Fees	Escobedo & Cardenas, LLP	August 2020 \$	275.00
		\$	275.00

Sub Total - General \$	108,871.93
Sub Total - Projects \$	77,092.48
Sub Total - SIB Acq \$	275.00
Sub Total - SIB R.O. \$	22,528.63
Total \$	208,768.04

Approved: _____ **Recommend Approval:** _____
S. David Deanda, Jr., Chairman Pilar Rodriguez, Executive Director

Approved: _____ **Date:** _____ **9/22/2020**
Ricardo Perez, Secretary/Treasurer

Item 2C

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS
PLANNING COMMITTEE
FINANCE COMMITTEE
TECHNICAL COMMITTEE

AGENDA ITEM
DATE SUBMITTED
MEETING DATE

2C
09/14/20
09/22/20

1. Agenda Item: **APPROVAL OF THE FINANCIAL REPORT FOR THE MONTHS OF AUGUST 2020.**
2. Nature of Request: (Brief Overview) Attachments: Yes No
Consideration and approval of financial report for the months of August 2020.
3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy
4. Budgeted: Yes No N/A
Funding Source:
5. Staff Recommendation: **Motion to approve the Financial Report for the month of August 2020, as presented.**
6. Planning Committee's Recommendation: Approved Disapproved None
7. Finance Committee's Recommendation: Approved Disapproved None
8. Board Attorney's Recommendation: Approved Disapproved None
9. Chief Auditor's Recommendation: Approved Disapproved None
10. Chief Financial Officer's Recommendation: Approved Disapproved None
11. Chief Development Engineer's Recommendation: Approved Disapproved None
12. Chief Construction Engineer's Recommendation: Approved Disapproved None
13. Executive Director's Recommendation: Approved Disapproved None

HIDALGO CO. REGIONAL MOBILITY AUTHORITY
STATEMENT OF NET POSITION AUGUST 31, 2020

ASSETS		
CURRENT ASSETS		
Cash	\$	60,682
Investment-Cap. Projects nonrestricted		33,446
Pool Investments		2,421,133
Promises-Prepaid/Escrow Overweight Permit Fees		55,190
Accounts Receivable - VR Fees		520,490
Prepaid expense		<u>35,516</u>
Total Current Assets		<u>3,126,457</u>
RESTRICTED ASSETS		
Investment-debt service		1,637,929
Investment-debt service jr. lien		<u>5,530,928</u>
Total Restricted Assets		<u>7,168,857</u>
CAPITAL ASSETS		
Land-environmental		441,105
Leasehold improvements		237,660
Office equipment/other		26,732
Construction in progress		126,709,799
Accumulated depreciation		<u>(24,589)</u>
Total Capital Assets		<u>127,390,707</u>
TOTAL ASSETS	\$	<u>137,686,021</u>

LIABILITIES AND NET POSITION		
CURRENT LIABILITIES		
Accounts payable-City of Pharr	\$	74,916
Unearned Revenue - Overweight Permit Escrow		55,190
Current Portion of Bond Premium		<u>76,452</u>
Total Current Liabilities		<u>206,558</u>
RESTRICTED LIABILITIES		
Current Portion of Long-Term Debt		<u>1,255,000</u>
Total Restricted Liabilities		<u>1,255,000</u>
LONG-TERM LIABILITIES		
2013 VRF Bonds Payable		53,485,000
Jr. Lien Bonds		22,191,926
Bond premium		1,758,386
Other Payables		<u>5,377,193</u>
Total Long-Term Liabilities		<u>82,812,505</u>
Total Liabilities		<u>84,274,063</u>
NET POSITION		
Investment in Capital Assets, Net of Related Debt		43,246,750
Restricted for:		
Debt Service		7,168,857
Unrestricted		<u>2,996,351</u>
Total Net Position		<u>53,411,958</u>
TOTAL LIABILITIES AND NET POSITION	\$	<u>137,686,021</u>



Pharr, TX

Balance Sheet
Account Summary
As Of 08/31/2020

Account	Name	Balance
Fund: 41 - HCRMA-GENERAL		
Assets		
<u>41-1-1100-000</u>	GENERAL OPERATING	60,681.63
<u>41-1-1102-000</u>	POOL INVESTMENTS	2,421,132.58
<u>41-1-1113-000</u>	ACCOUNTS RECEIVABLES-VR FEES	520,490.00
<u>41-1-1113-100</u>	PROMILES-PREPAID/ESCROW OVERWE	55,190.00
<u>41-1-1117-000</u>	LEASEHOLD IMPROVEMENTS	237,659.63
<u>41-1-1118-000</u>	CONSTRUCTION IN PROGRESS	126,709,798.57
<u>41-1-1119-001</u>	LAND-ENVIRONMENTAL	441,105.00
<u>41-1-1121-000</u>	FURNITURE & FIXTURES	18,125.00
<u>41-1-1122-000</u>	COMPUTER EQUIP/SOFTWARE	8,606.51
<u>41-1-1123-000</u>	ACCUMULATED DEPRECIATION	-24,588.79
<u>41-1-1601-000</u>	PREPAID EXPENSE	35,516.44
	Total Assets:	130,483,716.57
Liability		
<u>41-2-1212-001</u>	A/P CITY OF PHARR	74,915.97
<u>41-2-1212-009</u>	OTHER PAYABLES	5,377,193.33
<u>41-2-1213-009</u>	CURRENT-UNAMORTIZED PREMIUM	76,451.51
<u>41-2-1213-100</u>	UNEARNED REV.-OVERWEIGHT	55,190.00
<u>41-2-1214-001</u>	BONDS PAYABLE-CURRENT	1,255,000.00
<u>41-2-1214-002</u>	BONDS PAYABLE-LONG TERM PORTIO	53,485,000.00
<u>41-2-1214-003</u>	UNAMORTIZED PREMIUM ON BOND	1,758,385.67
<u>41-2-1214-010</u>	LONG TERM BONDS- JR LIEN	22,191,926.44
	Total Liability:	84,274,062.92
Equity		
<u>41-3-3400-000</u>	FUND BALANCE	46,308,843.03
	Total Beginning Equity:	46,308,843.03
Total Revenue		5,047,735.64
Total Expense		5,146,925.02
Revenues Over/Under Expenses		-99,189.38
	Total Equity and Current Surplus (Deficit):	46,209,653.65
	Total Liabilities, Equity and Current Surplus (Deficit):	<u>130,483,716.57</u>



Pharr, TX

Budget Report

Account Summary

For Fiscal: 2020 Period Ending: 08/31/2020

Fund: 41 - HCRMA-GENERAL		Original	Current	Period Activity	Fiscal Activity	Variance	Percent Used	
		Total Budget	Total Budget			Favorable (Unfavorable)		
Revenue								
<u>41-4-1504-000</u> VEHICLE REGISTRATION FEES		6,900,000.00	6,900,000.00	520,490.00	4,369,810.00	-2,530,190.00	63.33 %	
<u>41-4-1504-001</u> VFR DIVIDENDS/INTEREST		1,000,000.00	0.00	0.00	0.00	0.00	0.00 %	
<u>41-4-1505-005</u> PROMILES-OW/OS PERMIT FEES		40,000.00	1,000,000.00	89,343.00	666,090.00	-333,910.00	66.61 %	
<u>41-4-1506-000</u> INTEREST REVENUE		0.00	40,000.00	622.00	11,685.64	-28,314.36	29.21 %	
<u>41-4-4664-000</u> MISCELLANEOUS		0.00	0.00	150.00	150.00	150.00	0.00 %	
Revenue Total:		7,940,000.00	7,940,000.00	610,605.00	5,047,735.64	-2,892,264.36	63.57 %	
Expense								
<u>41-52900-1100-000</u> SALARIES		593,000.00	593,000.00	33,989.62	308,325.77	284,674.23	51.99 %	
<u>41-52900-1104-000</u> OVERTIME		500.00	500.00	0.00	33.35	466.65	6.67 %	
<u>41-52900-1105-000</u> FICA		51,500.00	51,500.00	1,636.98	20,564.26	30,935.74	39.93 %	
<u>41-52900-1106-000</u> HEALTH INSURANCE		29,300.00	29,300.00	1,580.16	15,602.41	13,697.59	53.25 %	
<u>41-52900-1115-000</u> EMPLOYEES RETIREMENT		53,900.00	53,900.00	2,647.28	23,261.14	30,638.86	43.16 %	
<u>41-52900-1116-000</u> PHONE ALLOWANCE		7,500.00	7,500.00	1,046.14	3,353.84	4,146.16	44.72 %	
<u>41-52900-1117-000</u> CAR ALLOWANCE		30,000.00	30,000.00	1,292.30	10,338.46	19,661.54	34.46 %	
<u>41-52900-1122-000</u> EAP- ASSISTANCE PROGRAM		0.00	0.00	5.36	41.54	-41.54	0.00 %	
<u>41-52900-1178-000</u> ADMIN FEE		11,700.00	11,700.00	750.00	6,525.00	5,175.00	55.77 %	
<u>41-52900-1179-000</u> CONTINGENCY		42,000.00	42,000.00	0.00	0.00	42,000.00	0.00 %	
<u>41-52900-1200-000</u> OFFICE SUPPLIES		15,000.00	15,000.00	182.52	5,302.64	9,697.36	35.35 %	
<u>41-52900-1603-000</u> BUILDING REMODEL		30,000.00	30,000.00	2,767.97	27,753.48	2,246.52	92.51 %	
<u>41-52900-1604-000</u> MAINTENANCE & REPAIR		5,000.00	5,000.00	1,500.00	2,098.69	2,901.31	41.97 %	
<u>41-52900-1605-000</u> JANITORIAL		500.00	500.00	320.81	1,159.78	-659.78	231.96 %	
<u>41-52900-1606-000</u> UTILITIES		2,700.00	2,700.00	243.84	1,701.52	998.48	63.02 %	
<u>41-52900-1607-000</u> CONTRACTUAL ADM/IT SERVICES		8,500.00	8,500.00	455.00	4,455.77	4,044.23	52.42 %	
<u>41-52900-1610-000</u> DUES & SUBSCRIPTIONS		20,000.00	20,000.00	225.00	11,531.00	8,469.00	57.66 %	
<u>41-52900-1610-001</u> SUBSCRIPTIONS-SOFTWARE		3,500.00	3,500.00	599.00	1,221.96	2,278.04	34.91 %	
<u>41-52900-1611-000</u> POSTAGE/FEDEX/COURTIER		2,500.00	2,500.00	140.50	1,430.75	1,069.25	57.23 %	
<u>41-52900-1620-000</u> GENERAL LIABILITY		5,000.00	5,000.00	0.00	2,902.00	2,098.00	58.04 %	
<u>41-52900-1621-000</u> INSURANCE-E&O		1,500.00	1,500.00	0.00	1,404.00	96.00	93.60 %	
<u>41-52900-1622-000</u> INSURANCE-SURETY		800.00	800.00	0.00	0.00	800.00	0.00 %	
<u>41-52900-1623-000</u> INSURANCE-LETTER OF CREDIT		550.00	550.00	0.00	0.00	550.00	0.00 %	
<u>41-52900-1623-001</u> INSURANCE-OTHER		4,500.00	4,500.00	0.00	5,079.05	-579.05	112.87 %	
<u>41-52900-1630-000</u> BUSINESS MEALS		1,000.00	1,000.00	0.00	0.00	1,000.00	0.00 %	
<u>41-52900-1640-000</u> ADVERTISING		4,000.00	4,000.00	0.00	0.00	4,000.00	0.00 %	
<u>41-52900-1650-000</u> TRAINING		8,000.00	8,000.00	-1,240.00	3,198.00	4,802.00	39.98 %	
<u>41-52900-1660-000</u> TRAVEL		10,000.00	10,000.00	0.00	4,445.90	5,554.10	44.46 %	
<u>41-52900-1662-000</u> PRINTING & PUBLICATIONS		10,000.00	10,000.00	512.76	4,066.24	5,933.76	40.66 %	
<u>41-52900-1703-000</u> BANK SERVICE CHARGES		100.00	100.00	0.00	0.00	100.00	0.00 %	
<u>41-52900-1705-000</u> ACCOUNTING FEES		30,000.00	30,000.00	205.00	28,185.00	1,815.00	93.95 %	
<u>41-52900-1710-000</u> LEGAL FEES		50,000.00	50,000.00	4,560.00	11,014.50	38,985.50	22.03 %	
<u>41-52900-1710-001</u> LEGAL FEES-GOV.AFFAIRS		120,000.00	120,000.00	8,640.00	70,000.00	50,000.00	58.33 %	
<u>41-52900-1712-000</u> FINANCIAL CONSULTING FEES		2,000.00	2,000.00	0.00	1,270.00	730.00	63.50 %	
<u>41-52900-1712-001</u> INSURANCE CONSULTANT		7,000.00	7,000.00	0.00	0.00	7,000.00	0.00 %	
<u>41-52900-1715-000</u> RENT-OFFICE		54,000.00	54,000.00	4,480.00	35,840.00	18,160.00	66.37 %	
<u>41-52900-1715-001</u> RENT-OFFICE EQUIPMENT		8,500.00	8,500.00	683.21	5,465.68	3,034.32	64.30 %	
<u>41-52900-1715-002</u> RENT-OTHER		500.00	500.00	0.00	0.00	500.00	0.00 %	
<u>41-52900-1716-000</u> CONTRACTUAL WEBSITE SERVICES		3,600.00	3,600.00	200.00	1,400.00	2,200.00	38.89 %	
<u>41-52900-1731-000</u> MISCELLANEOUS		500.00	500.00	0.00	0.00	500.00	0.00 %	
<u>41-52900-1732-000</u> PENALTIES & INTEREST		100.00	100.00	0.00	0.00	100.00	0.00 %	
<u>41-52900-1850-000</u> CAPITAL OUTLAY		7,500.00	7,500.00	0.00	0.00	7,500.00	0.00 %	
<u>41-52900-1899-000</u> NON-CAPITAL		15,000.00	15,000.00	1,278.81	2,708.41	12,291.59	18.06 %	

		Original Total Budget	Current Total Budget	Period Activity	Fiscal Activity	Variance (Favorable (Unfavorable)	Percent Used
<u>41-52900-1999-003</u>	TRANSFER OUT TO DEBT	3,975,312.00	3,975,312.00	331,109.38	2,650,875.04	1,324,436.96	66.68 %
<u>41-52900-1999-005</u>	TRANS OUT DEB-JR LIEN	1,104,081.00	1,104,081.00	0.00	1,104,081.00	0.00	100.00 %
<u>41-52900-1999-009</u>	TRANSFER OUT-CAPITAL PROJ	850,000.00	850,000.00	107,000.00	446,000.00	404,000.00	52.47 %
<u>41-53000-1100-000</u>	SALARIES	490,000.00	490,000.00	13,887.48	124,720.18	365,279.82	25.45 %
<u>41-53000-1104-000</u>	OVERTIME	500.00	500.00	0.00	0.00	500.00	0.00 %
<u>41-53000-1105-000</u>	FICA	43,600.00	43,600.00	1,052.54	9,518.77	34,081.23	21.83 %
<u>41-53000-1106-000</u>	HEALTH INSURANCE	24,900.00	24,900.00	1,128.79	11,805.75	13,094.25	47.41 %
<u>41-53000-1115-000</u>	EMPLOYEES RETIREMENT	45,700.00	45,700.00	1,170.07	10,509.33	35,190.67	23.00 %
<u>41-53000-1116-000</u>	PHONE ALLOWANCE	9,600.00	9,600.00	184.60	1,661.40	7,938.60	17.31 %
<u>41-53000-1117-000</u>	CAR ALLOWANCE	43,200.00	43,200.00	553.84	4,984.56	38,215.44	11.54 %
<u>41-53000-1122-000</u>	EAP- ASSISTANCE PROGRAM	0.00	0.00	2.68	21.44	-21.44	0.00 %
<u>41-53000-1178-000</u>	ADMN FEE	15,600.00	15,600.00	300.00	2,700.00	12,900.00	17.31 %
<u>41-53000-1179-000</u>	CONTINGENCY	27,200.00	27,200.00	0.00	0.00	27,200.00	0.00 %
<u>41-53000-1200-000</u>	OFFICE SUPPLIES	1,500.00	1,500.00	11.69	298.48	1,201.52	19.90 %
<u>41-53000-1201-000</u>	SMALL TOOLS	10,000.00	10,000.00	0.00	0.00	10,000.00	0.00 %
<u>41-53000-1608-000</u>	UNIFORMS	6,000.00	6,000.00	0.00	0.00	6,000.00	0.00 %
<u>41-53000-1610-000</u>	DUES & SUBSCRIPTIONS	2,000.00	2,000.00	190.00	934.23	1,065.77	46.71 %
<u>41-53000-1610-001</u>	SUBSCRIPTIONS - SOFTWARE	7,000.00	7,000.00	0.00	4,390.00	2,610.00	62.71 %
<u>41-53000-1640-000</u>	ADVERTISING	2,500.00	2,500.00	1,130.34	1,130.34	1,369.66	45.21 %
<u>41-53000-1650-000</u>	TRAINING	5,000.00	5,000.00	49.00	424.00	4,576.00	8.48 %
<u>41-53000-1660-000</u>	TRAVEL	8,000.00	8,000.00	0.00	610.06	7,389.94	7.63 %
<u>41-53000-1715-001</u>	RENTAL - OFFICE EQUIPMENT	2,400.00	2,400.00	194.05	1,552.40	847.60	64.68 %
<u>41-53000-1715-002</u>	RENT-OTHER	750.00	750.00	0.00	0.00	750.00	0.00 %
<u>41-53000-1850-000</u>	CAPITAL OUTLAY	54,000.00	54,000.00	0.00	0.00	54,000.00	0.00 %
<u>41-53000-1899-000</u>	NON-CAPITALIZED	22,000.00	22,000.00	0.00	3,576.10	18,423.90	16.26 %
<u>41-54000-1100-000</u>	SALARIES	350,000.00	350,000.00	10,382.38	93,179.38	256,820.62	26.62 %
<u>41-54000-1104-000</u>	OVERTIME	500.00	500.00	0.00	0.00	500.00	0.00 %
<u>41-54000-1105-000</u>	FICA	29,600.00	29,600.00	805.76	7,269.72	22,330.28	24.56 %
<u>41-54000-1106-000</u>	HEALTH INSURANCE	16,800.00	16,800.00	807.27	8,607.85	8,192.15	51.24 %
<u>41-54000-1115-000</u>	EMPLOYEES RETIREMENT	31,000.00	31,000.00	882.28	7,919.56	23,080.44	25.55 %
<u>41-54000-1116-000</u>	PHONE ALLOWANCE	3,600.00	3,600.00	92.30	830.70	2,769.30	23.08 %
<u>41-54000-1117-000</u>	CAR ALLOWANCE	14,400.00	14,400.00	553.84	4,984.56	9,415.44	34.62 %
<u>41-54000-1122-000</u>	EAP- ASSISTANCE PROGRAM	0.00	0.00	1.34	10.72	-10.72	0.00 %
<u>41-54000-1178-000</u>	ADMN FEE	5,850.00	5,850.00	150.00	1,350.00	4,500.00	23.08 %
<u>41-54000-1179-000</u>	CONTINGENCY	18,400.00	18,400.00	0.00	0.00	18,400.00	0.00 %
<u>41-54000-1200-000</u>	OFFICE SUPPLIES	1,000.00	1,000.00	0.00	59.99	940.01	6.00 %
<u>41-54000-1610-000</u>	DUES & SUBSCRIPTIONS	2,500.00	2,500.00	0.00	846.17	1,653.83	33.85 %
<u>41-54000-1610-001</u>	SUBSCRIPTIONS-SOFTWARE	71,350.00	71,350.00	0.00	11,120.80	60,229.20	15.59 %
<u>41-54000-1650-000</u>	TRAINING	3,000.00	3,000.00	0.00	0.00	3,000.00	0.00 %
<u>41-54000-1660-000</u>	TRAVEL	5,000.00	5,000.00	0.00	951.75	4,048.25	19.04 %
<u>41-54000-1850-000</u>	CAPITAL OUTLAY	25,000.00	25,000.00	0.00	0.00	25,000.00	0.00 %
<u>41-54000-1899-000</u>	NON-CAPITALIZED	16,100.00	16,100.00	0.00	6,456.00	9,644.00	40.10 %
<u>41-58000-1604-001</u>	MAINTENANCE AND REPAIR -BSIF	6,000.00	6,000.00	465.00	1,395.00	4,605.00	23.25 %
<u>41-58000-1606-002</u>	UTILITIES - BSIF	1,200.00	1,200.00	66.38	469.60	730.40	39.13 %
Expense Total:		8,603,393.00	8,603,393.00	540,873.27	5,146,925.02	3,456,467.98	59.82 %
Fund: 41 - HCRMA-GENERAL Surplus (Deficit):		-663,393.00	-663,393.00	69,731.73	-99,189.38	564,203.62	14.95 %
Report Surplus (Deficit):		-663,393.00	-663,393.00	69,731.73	-99,189.38	564,203.62	14.95 %



Pharr, TX

Bank Statement Register

GENERAL OPERATING

Period 8/1/2020 - 8/31/2020

10/16/20

Bank Statement

Beginning Balance	188,651.12
Plus Debits	287,553.62
Less Credits	413,632.79
Adjustments	0.00
Ending Balance	62,571.95

General Ledger

Account Balance	60,681.63
Less Outstanding Debits	0.00
Plus Outstanding Credits	1,890.32
Adjustments	0.00
Adjusted Account Balance	62,571.95

Statement Ending Balance	62,571.95
Bank Difference	0.00
General Ledger Difference	0.00

CASH BALANCE CONSISTS OF THE FOLLOWING GENERAL LEDGER ACCOUNTS

41-1-1100-000

GENERAL OPERATING

Cleared Deposits

Item Date	Reference	Item Type	Description	Amount
08/31/2020	<u>DEP 083120</u>	Deposit	FUND 41- PROMILES	22,383.00
08/31/2020	<u>DEP 083120</u>	Deposit	FUND 41- PROMILES	21,195.00
08/31/2020	<u>DEP 083120</u>	Deposit	FUND 41- PROMILES	23,544.00
08/31/2020	<u>DEP 083120</u>	Deposit	FUND 41- PROMILES	22,221.00
08/31/2020	<u>DEP 083120</u>	Deposit	FUND 41- TO REC DEPOSIT	150.00
Total Cleared Deposits (5)				89,493.00

Cleared Checks

Item Date	Reference	Item Type	Description	Amount
07/31/2020	<u>2431</u>	Check	A BETTER WATER SOLUTION	-52.00
07/31/2020	<u>2432</u>	Check	A FAST DELIVERY	-298.20
07/31/2020	<u>2433</u>	Check	CARSON MAP COMPANY, INC.	-590.00
07/31/2020	<u>2434</u>	Check	COPYZONE	-487.74
07/31/2020	<u>2435</u>	Check	DAHILL	-683.21
07/31/2020	<u>2436</u>	Check	LIFTOFF, LLC	-7,236.00
07/31/2020	<u>2437</u>	Check	OFFICE DEPOT	-389.88
07/31/2020	<u>2438</u>	Check	SHI GOVERNMENT SOLUTIONS	-2,763.73
07/31/2020	<u>2439</u>	Check	SOUTHERN COMPUTER WAREHOUSE	-6,148.52
07/31/2020	<u>2440</u>	Check	THE SLIDING DOOR COMPANY	-1,626.44
07/31/2020	<u>2441</u>	Check	XEROX CORPORATION	-194.05
08/26/2020	<u>2447</u>	Check	FELIMON GAUNA, JR	-2,700.00
Total Cleared Checks (12)				-23,169.77

Cleared Other

Item Date	Reference	Item Type	Description	Amount
08/31/2020	<u>DEP 083120</u>	Bank Draft	FUND 41- LOGIC TXFR	-150,000.00
08/31/2020	<u>DFT0001844</u>	Bank Draft	CITY OF PHARR	-107,463.73
08/31/2020	<u>DFT0001845</u>	Bank Draft	PATHFINDER PUBLIC AFFAIRS	-10,000.00
08/31/2020	<u>DFT0001846</u>	Bank Draft	BRACEWELL LLP ATTORNEYS AT LAW	-3,200.00
08/31/2020	<u>DFT0001847</u>	Bank Draft	CITY OF PHARR	-205.00
08/31/2020	<u>DFT0001848</u>	Bank Draft	CITY OF PHARR	-4,480.00
08/31/2020	<u>DFT0001849</u>	Bank Draft	CITY OF PHARR	-2,728.73
08/31/2020	<u>DFT0001850</u>	Bank Draft	CITY OF PHARR	-455.00
08/31/2020	<u>DFT0001853</u>	Bank Draft	PENA DESIGNS	-200.00
08/31/2020	<u>DFT0001854</u>	Bank Draft	PLAINS CAPITAL-CREDIT CARD SERVICES	-1,051.97
08/31/2020	<u>DFT0001855</u>	Bank Draft	PLAINS CAPITAL-CREDIT CARD SERVICES	-3,213.59
08/31/2020	<u>DFT0001856</u>	Bank Draft	SAN MIGUEL LAWN CARE SERVICES	-465.00
08/31/2020	<u>MISC 083120</u>	Miscellaneous	FUND 41- WILMINGTON TRUST	198,060.62
08/31/2020	<u>BNK DFT 083120</u>	Bank Draft	FUND 41- TO REC WIRE TXFRS	-107,000.00
			Total Cleared Other (14)	-192,402.40

Outstanding Checks

Item Date	Reference	Item Type	Description	Amount
08/26/2020	<u>2442</u>	Check	A BETTER WATER SOLUTION	-52.00
08/26/2020	<u>2443</u>	Check	A FAST DELIVERY	-132.75
08/26/2020	<u>2444</u>	Check	ADVANCE PUBLISHING LLC	-204.75
08/26/2020	<u>2445</u>	Check	COPYZONE	-512.76
08/26/2020	<u>2446</u>	Check	DAHILL	-683.21
08/26/2020	<u>2448</u>	Check	OFFICE DEPOT	-110.80
08/26/2020	<u>2449</u>	Check	XEROX CORPORATION	-194.05
			Total Outstanding Checks (7)	-1,890.32



Pharr, TX

Bank Statement Register

Transaction Summary

Transaction Type	Count	Outstanding	Cleared	Total
Bank Draft	13	0.00	-390,463.02	-390,463.02
Check	19	-1,890.32	-23,169.77	-25,060.09
Deposit	5	0.00	89,493.00	89,493.00
Miscellaneous	1	0.00	198,060.62	198,060.62
		-1,890.32	-126,079.17	-127,969.49



Pharr, TX

Bank Statement Register

POOL INVESTMENTS

Period 8/1/2020 - 8/31/2020

Bank Statement

Beginning Balance	2,270,510.58
Plus Debits	150,622.00
Less Credits	0.00
Adjustments	0.00
Ending Balance	2,421,132.58

General Ledger

Account Balance	2,421,132.58
Less Outstanding Debits	0.00
Plus Outstanding Credits	0.00
Adjustments	0.00
Adjusted Account Balance	2,421,132.58

(19/10/20)

Statement Ending Balance	2,421,132.58
Bank Difference	0.00
General Ledger Difference	0.00

CASH BALANCE CONSISTS OF THE FOLLOWING GENERAL LEDGER ACCOUNTS

41-1-1102-000 POOL INVESTMENTS

Cleared Deposits

Item Date	Reference	Item Type	Description	Amount
08/31/2020	DEP 083120	Deposit	FUND 41- LOGIC TXFR	150,000.00
Total Cleared Deposits (1)				150,000.00

Cleared Other

Item Date	Reference	Item Type	Description	Amount
08/31/2020	INTEREST 083120	Interest	FUND 41- LOGIC	622.00
Total Cleared Other (1)				622.00



Pharr, TX

Balance Sheet
Account Summary
As Of 08/31/2020

Account	Name	Balance
Fund: 42 - HCRMA-DEBT SERVICE		
Assets		
<u>42-1-4105-000</u>	WILMINGTON-DEBT SERVICE	1,637,629.34
<u>42-1-4105-001</u>	DEBT SVC - JR LIEN	5,530,928.09
	Total Assets:	7,168,557.43
Liability		
	Total Liability:	0.00
Equity		
<u>42-3-4400-000</u>	FUND BALANCE	4,508,767.72
	Total Beginning Equity:	4,508,767.72
Total Revenue		3,794,419.92
Total Expense		1,134,630.21
Revenues Over/Under Expenses		2,659,789.71
	Total Equity and Current Surplus (Deficit):	7,168,557.43
	Total Liabilities, Equity and Current Surplus (Deficit):	<u>7,168,557.43</u>



Pharr, TX

Budget Report
Account Summary
For Fiscal: 2020 Period Ending: 08/31/2020

		Original Total Budget	Current Total Budget	Period Activity	Fiscal Activity	Variance Favorable (Unfavorable)	Percent Used
Fund: 42 - HCRMA-DEBT SERVICE							
Revenue							
42-4-1506-000	INTEREST INCOME	0.00	0.00	10.53	2,577.89	2,577.89	0.00 %
42-4-1506-001	INTEREST INCOME-JR LIEN	0.00	0.00	1,481.13	36,885.99	36,885.99	0.00 %
42-4-1999-000	TRANSFERS IN-FROM GENERAL FU	0.00	0.00	331,109.38	3,754,956.04	3,754,956.04	0.00 %
	Revenue Total:	0.00	0.00	332,601.04	3,794,419.92	3,794,419.92	0.00 %
Expense							
42-52900-4703-001	INTEREST EXPENSE-VRF 13 BOND	0.00	0.00	0.00	1,132,630.21	-1,132,630.21	0.00 %
42-52900-4727-000	FEES	0.00	0.00	0.00	2,000.00	-2,000.00	0.00 %
	Expense Total:	0.00	0.00	0.00	1,134,630.21	-1,134,630.21	0.00 %
Fund: 42 - HCRMA-DEBT SERVICE Surplus (Deficit):							
	Report Surplus (Deficit):	0.00	0.00	332,601.04	2,659,789.71	2,659,789.71	0.00 %



Pharr, TX

Bank Statement Register

WILMINGTON-DEBT SERVICE

Period 8/1/2020 - 8/31/2020

09/16/2020

Bank Statement

Beginning Balance	1,306,509.43
Plus Debits	331,119.91
Less Credits	0.00
Adjustments	0.00
Ending Balance	1,637,629.34

General Ledger

Account Balance	1,637,629.34
Less Outstanding Debits	0.00
Plus Outstanding Credits	0.00
Adjustments	0.00
Adjusted Account Balance	1,637,629.34

Statement Ending Balance	1,637,629.34
Bank Difference	0.00
General Ledger Difference	0.00

CASH BALANCE CONSISTS OF THE FOLLOWING GENERAL LEDGER ACCOUNTS

42-1-4105-000

WILMINGTON-DEBT SERVICE

Cleared Other

Item Date	Reference	Item Type	Description	Amount
08/31/2020	<u>MISC 083120</u>	Miscellaneous	FUND 42- WILMINGTON TRUST	331,119.91
Total Cleared Other (1)				331,119.91



Pharr, TX

Bank Statement Register

DEBT SVC - JR LIEN

Period 8/1/2020 - 8/31/2020

Pa 16/7/20

Bank Statement

Beginning Balance	5,529,446.96
Plus Debits	1,481.13
Less Credits	0.00
Adjustments	0.00
Ending Balance	5,530,928.09

General Ledger

Account Balance	5,530,928.09
Less Outstanding Debits	0.00
Plus Outstanding Credits	0.00
Adjustments	0.00
Adjusted Account Balance	5,530,928.09

Statement Ending Balance	5,530,928.09
Bank Difference	0.00
General Ledger Difference	0.00

CASH BALANCE CONSISTS OF THE FOLLOWING GENERAL LEDGER ACCOUNTS

42-1-4105-001 DEBT SVC - JR LIEN

Cleared Other

Item Date	Reference	Item Type	Description	Amount
08/31/2020	<u>INT 083120</u>	Interest	FUND 42- LOGIC INTEREST	1,481.13
Total Cleared Other (1)				1,481.13



Pharr, TX

Balance Sheet
Account Summary
As Of 08/31/2020

Account	Name	Balance
Fund: 45 - HCRMA - CAP.PROJECTS FUND		
Assets		
<u>45-1-1102-000</u>	Pool Investment	33,446.28
	Total Assets:	<u>33,446.28</u>
		<u>33,446.28</u>
Liability		
	Total Liability:	0.00
Equity		
<u>45-3-1400-000</u>	Fund Balance	-90,940.34
	Total Beginning Equity:	<u>-90,940.34</u>
Total Revenue		526,166.10
Total Expense		401,779.48
Revenues Over/Under Expenses		<u>124,386.62</u>
	Total Equity and Current Surplus (Deficit):	33,446.28
	Total Liabilities, Equity and Current Surplus (Deficit):	<u>33,446.28</u>



Pharr, TX

Budget Report
Account Summary
For Fiscal: 2020 Period Ending: 08/31/2020

		Original Total Budget	Current Total Budget	Period Activity	Fiscal Activity	Variance Favorable (Unfavorable)	Percent Used
Fund: 45 - HCRMA - CAP.PROJECTS FUND							
Revenue							
45-4-1506-000	Interest Revenue	0.00	0.00	0.80	166.10	166.10	0.00 %
45-4-1999-000	TRANSFER IN - GENERAL FUND	0.00	0.00	107,000.00	446,000.00	446,000.00	0.00 %
45-4-4710-000	CITY CONTRIBUTIONS	0.00	0.00	0.00	80,000.00	80,000.00	0.00 %
	Revenue Total:	0.00	0.00	107,000.80	526,166.10	526,166.10	0.00 %
Expense							
45-52900-8810-003	365 RIGHT OF WAY	0.00	0.00	23,876.22	182,218.74	-182,218.74	0.00 %
45-52900-8820-000	IBTC - Enviornmental	0.00	0.00	75,450.42	192,848.74	-192,848.74	0.00 %
45-52900-8820-003	IBTC - ROW	0.00	0.00	1,443.00	5,772.00	-5,772.00	0.00 %
45-52900-8841-000	LEGAL FEES	0.00	0.00	6,600.00	20,940.00	-20,940.00	0.00 %
	Expense Total:	0.00	0.00	107,369.64	401,779.48	-401,779.48	0.00 %
Fund: 45 - HCRMA - CAP.PROJECTS FUND Surplus (Deficit):							
	Report Surplus (Deficit):	0.00	0.00	-368.84	124,386.62	124,386.62	0.00 %
		0.00	0.00	-368.84	124,386.62	124,386.62	0.00 %



Pharr, TX

Bank Statement Register

Pool Investment

Period 8/1/2020 - 8/31/2020

① 9/16/2020

Bank Statement

General Ledger			
Beginning Balance	33,815.12	Account Balance	33,446.28
Plus Debits	107,000.80	Less Outstanding Debits	0.00
Less Credits	107,369.64	Plus Outstanding Credits	0.00
Adjustments	0.00	Adjustments	0.00
Ending Balance	33,446.28	Adjusted Account Balance	33,446.28

Statement Ending Balance	33,446.28
Bank Difference	0.00
General Ledger Difference	0.00

CASH BALANCE CONSISTS OF THE FOLLOWING GENERAL LEDGER ACCOUNTS

45-1-1102-000 Pool Investment

Cleared Other

Item Date	Reference	Item Type	Description	Amount
08/31/2020	DFT0001857	Bank Draft	BRACEWELL LLP ATTORNEYS AT LAW	-4,800.00
08/31/2020	DFT0001858	Bank Draft	BRACEWELL LLP ATTORNEYS AT LAW	-800.00
08/31/2020	DFT0001859	Bank Draft	BLANTON & ASSOCIATES, INC.	-2,174.56
08/31/2020	DFT0001860	Bank Draft	BLANTON & ASSOCIATES, INC.	-9,197.86
08/31/2020	DFT0001861	Bank Draft	C&M ASSOCIATES, INV.	-64,078.00
08/31/2020	DFT0001862	Bank Draft	TOP CUT LAWN CARE, INC.	-648.00
08/31/2020	DFT0001863	Bank Draft	SAN MIGUEL LAWN CARE SERVICES	-795.00
08/31/2020	DFT0001864	Bank Draft	SAN MIGUEL LAWN CARE SERVICES	-625.00
08/31/2020	DFT0001865	Bank Draft	BARRON, ADLER, CLOUGH & ODDO, LLP	-22,772.27
08/31/2020	DFT0001866	Bank Draft	ESCOBEDO & CARDENAS, LLP	-1,000.00
08/31/2020	MISC 083120	Miscellaneous	FUND 45- WILMINGTON TRUST	107,000.80
08/31/2020	MISC 083120	Miscellaneous	FUND 45- CHECK PYMT	-478.95
			Total Cleared Other (12)	-368.84

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Item 3A

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS	<u>X</u>	AGENDA ITEM	<u>3A</u>
PLANNING COMMITTEE	<u> </u>	DATE SUBMITTED	<u>09/14/20</u>
FINANCE COMMITTEE	<u> </u>	MEETING DATE	<u>09/22/20</u>
TECHNICAL COMMITTEE	<u> </u>		

1. Agenda Item: **RESOLUTION 2020-25 APPROVAL OF SECOND AND FINAL READING OF THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY'S AMENDED AND RESTATED BYLAWS.**
2. Nature of Request: (Brief Overview) Attachments: Yes No
Consideration and Approval Second and Final Reading of the Hidalgo County Regional Mobility Authority's Amended and Restated Bylaws.
3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy
4. Budgeted: Yes No N/A
5. Staff Recommendation: **Motion to approve Resolution 2020-25 – Approval of Second and Final Reading of the Hidalgo County Regional Mobility Authority's Amended and Restated Bylaws, as presented.**
6. Program Manager's Recommendation: Approved Disapproved None
7. Planning Committee's Recommendation: Approved Disapproved None
8. Board Attorney's Recommendation: Approved Disapproved None
9. Chief Auditor's Recommendation: Approved Disapproved None
10. Chief Financial Officer's Recommendation: Approved Disapproved None
11. Construction Engineer's Recommendation: Approved Disapproved None
12. Executive Director's Recommendation: Approved Disapproved None

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

BOARD RESOLUTION No. 2020 -25

APPROVING THE FIRST READING OF THE HIDALGO COUNTY
REGIONAL MOBILITY AUTHORITY'S AMENDED AND RESTATED
BYLAWS

THIS RESOLUTION is adopted this 22nd day of September, 2020, by the Board of Directors of the Hidalgo County Regional Mobility Authority at a regular meeting.

WHEREAS, the Hidalgo County Regional Mobility Authority (the "Authority"), acting through its Board of Directors (the "Board"), is a regional mobility authority created pursuant to Chapter 370, Texas Transportation Code, as amended (the "Act"); and

WHEREAS, the Authority was created by Order of the Hidalgo County (the "County") dated October 26, 2004; Petition of the County dated April 21, 2005; and a Minute Order of the Texas Transportation Commission (the "Commission") dated November 17, 2005, pursuant to provisions under the Act; and

WHEREAS, the bylaws of the Authority were originally adopted on October 2, 2006, with a First Amendment to such bylaws adopted by Resolution 2008-11 on May 20, 2008; and

WHEREAS, on August 27, 2014, the Board considered and approved the First Reading of the Amended and Restated Bylaws of the Hidalgo County Regional Mobility Authority by Resolution 2014-80; and the Second and Final Reading on September 24, 2014 by Resolution 2014-80.1; and

WHEREAS, on March 26, 2015, the Board considered and approved the First Reading of the Amended and Restated Bylaws of the Hidalgo County Regional Mobility Authority by Resolution 2015-08; and the Second and Final Reading March 22, 2016 by Resolution 2016-39; and

WHEREAS, on August 25, 2020, the Board considered and approved, upon First Reading of the Amended and Restated Bylaws of the Hidalgo County Regional Mobility Authority by Resolution 2020-20; and

WHEREAS, the Board finds it to be in the best interest of the Authority to amend and restate the bylaws to capture additional statutory and regulatory requirements; and, in order to provide adequate review of the proposed changes, agrees to adopt such provisions to the bylaws in two readings;

NOW THEREFORE, BE IT RESOLVED, BY THE BOARD OF DIRECTORS
OF THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY THAT:

Section 1. The recital clauses are incorporated in the text of this Resolution as if fully

restated.

- Section 2. The Board hereby approves the Second and Final Reading of the Amended and Restated Bylaws of the Hidalgo County Regional Mobility Authority, as previously approved in the First Reading on August 25, 200, attached hereto as Exhibit A (including a redline highlighting the changes to the bylaws).

PASSED AND APPROVED AS TO BE EFFECTIVE IMMEDIATELY BY THE BOARD OF DIRECTORS OF THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY AT A REGULAR MEETING, duly posted and noticed, on the 22nd day of September, 2020, at which meeting a quorum was present, and that the same now appears of record in its official minutes.

S. David Deanda Jr., Chairman

Ricardo Perez, Secretary/Treasurer

EXHIBIT A
AMENDED AND RESTATED BYLAWS OF THE HIDALGO COUNTY REGIONAL
MOBILITY AUTHORITY

AMENDED AND RESTATED BYLAWS OF THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

The bylaws of the Hidalgo County Regional Mobility Authority (the “Authority”), initially adopted by the Authority on October 12, 2006, and amended by that First Amendment to the Bylaws on May 20, 2008, and Amended and Restated on March 26, 2015 is hereby amended and restated as provided below by the Board of Directors of the Authority on August 25, 2020.

§ 1. The Authority

These bylaws are made and adopted for the regulation of the affairs and the performance of the functions of the Hidalgo County Regional Mobility Authority (the “Authority”), a regional mobility authority authorized and existing pursuant to Chapter 370 of the Texas Transportation Code, as the same may be amended from time to time (the “RMA Act”), as well as rules adopted by the Texas Department of Transportation (“TxDOT”), as may be amended from time to time, concerning the operation of regional mobility authorities, located at Title 43 Texas Administrative Code, Rule 26.01, *et seq.* (the “RMA Rules”).

- a. The Authority was created pursuant to Texas Transportation Commission (the “Commission”) Minute Order Number 110315 adopted by the Commission on November 17, 2005.
- b. The Authority is a political subdivision of the State of Texas.

§ 2. Principal Office

The domicile and principal office of the Authority shall be in Hidalgo County.

§ 3. General Powers

The activities, property, and affairs of the Authority will be managed by its Board of Directors (the “Board”), which may exercise all powers and do all lawful acts permitted by the Constitution and statutes of the State of Texas (the “State”), the RMA Act, the RMA Rules, and these bylaws.

§ 4. Initial Board

- a. The initial Board of the Authority shall be composed of seven (7) Directors, appointed as follows:
 - (1) The Governor shall appoint one (1) Director, who shall serve as the presiding officer of the Board. The Governor’s Appointee must be a resident of Hidalgo County.
 - (2) The Commissioners Court of Hidalgo County shall appoint five (5) Directors, two (2) with terms of two (2) years and three (3) with terms of (1) year. Each Director must be a resident of Hidalgo County.

- (3) The City of McAllen shall recommend one (1) Director with a term of two (2) years to the Commissioners Court of Hidalgo County for appointment to the Authority. Such Director may be a resident of the City of McAllen and must be a resident of Hidalgo County.
- b. The terms of the initial Directors of the Authority shall begin on the date of their appointment by the office or entity which appointed them through February 1 of the year in which the term of each initial Director expires.
 - c. Directors may be reappointed at the discretion of the entity which appointed them.
 - d. Each initial Director shall serve until his or her successor has been duly appointed and qualified or until his or her death, resignation, or removal from office in accordance with these bylaws.

§ 5. Subsequent Directors

- a. When the term of an initial Director of the Authority expires, and thereafter, when the term of each Director subsequently appointed Director expires, the entity that appointed or recommended the Director whose term is expiring shall appoint or recommend a successor to that Director.
- b. Subject to Section 7 of these bylaws, each successor to an initial Director, and each Director thereafter appointed, shall be appointed for a two (2)-year term commencing on February 2 of the year of appointment and expiring on February 1 two (2) years later. Each Director shall serve until his or her successor has been duly appointed and qualified or until his or her death, resignation, or removal from office in accordance with these bylaws or provisions of state law.
- c. Upon the admission of a new entity into the Authority, the number of Directors may be increased in accordance with any then-applicable laws and regulations.
- d. In the event that the addition or withdrawal of a county from the Authority results in ~~an~~ even number of Directors on the Board, the governor shall appoint an additional Director.
- e. Directors qualified to serve under applicable law and these bylaws may be reappointed following the expiration of their terms. Except as otherwise provided by applicable law, there is no limitation on the number of terms a Director may serve.

§ 6. Qualifications of Directors

- a. All Directors will have and maintain the qualifications set forth in this Section 6 and in the RMA Act or RMA Rules.
- b. All appointments to the Board shall be made without regard to disability, sex, religion, age, or national origin.

- c. Each Director appointed by the Commissioners Court of Hidalgo County or recommended by a municipality located within Hidalgo County must be a resident of the County at the time of their appointment. All gubernatorial appointees must also be residents of Hidalgo County at the time of his or her respective appointments.
- d. An elected official is not eligible to serve as a Director.
- e. An employee of a city, county, or other governmental entity located wholly or partly within the boundaries of the Authority is not eligible to serve as a Director. An employee of TxDOT is not eligible to serve as a Director.
- f. A person who is an officer, employee, or paid consultant of a Texas trade association in the field of road construction or maintenance, public transportation or aviation, or whose spouse is an officer, manager, or paid consultant of a Texas trade association in the aforementioned fields, is not eligible to serve as a Director or as the Authority's Executive Director.
- g. A person who owns an interest in real property that will be acquired for an Authority project is not eligible to serve as a Director, if it is known at the time of the person's proposed appointment that the property will be so acquired.
- h. A person is not eligible to serve as a Director or as the Authority's Executive Director if the person or the person's spouse:
 - (1) is employed by or participates in the management of a business entity or other organization, other than a governmental entity, that is regulated by or receives money from TxDOT, the Authority, or Hidalgo County, unless the Commission approves an exception;
 - (2) owns or controls, directly or indirectly, more than a ten ~~(10)~~ percent (10%) interest in a business entity or other organization that is regulated by or receives money from TxDOT, the Authority, or Hidalgo County, other than compensation for acquisition of highway right-of-way;
 - (3) uses or receives a substantial amount of tangible goods, services, or money from TxDOT, or the Authority, or Hidalgo County;
 - (4) is an officer, employee, or paid consultant of a Texas trade association in the field of road construction or maintenance, public transportation, or aviation; or
 - (5) is required to register as a lobbyist under Chapter 305, Government Code, because of the person's activities for compensation on behalf of a profession related to the operation of TxDOT, the Authority, or Hidalgo County.
- i. A person is not ineligible to serve as a Director or Executive Director of the

Authority if the person has received funds from TxDOT for acquisition of highway right-of-way, unless the acquisition was for a project of the Authority.

- j. All Directors shall annually certify ~~to the Secretary of the Board~~ that he or she is qualified to serve as a Director of the Authority, pursuant to and in accordance with these bylaws, the RMA Act, and the RMA Rules, as may be amended. Such certification shall be made in a form as provided by the Authority; provided, however, that the submission ~~to the Secretary~~ of those similar certifications required by the State of Texas shall satisfy this requirement.

§ 7. Vacancies

A vacancy on the Board shall be filled promptly by the entity that made the appointment that falls vacant. Each Director appointed to a vacant position shall be appointed for the unexpired term of the Director's predecessor in that position. Reappointment to a full term is permitted thereafter.

§ 8. Resignation and Removal

- a. **Resignation.** A Director may resign at any time upon giving written notice to the Authority and the entity that appointed that Director.
- b. **Removal.** A Director may be removed from the Board if the Director does not possess at the time the Director is appointed, or does not maintain, the qualifications required by the RMA Act, the RMA Rules, or these bylaws; or, if the Director violates any of the foregoing. In addition, a Director who cannot discharge the Director's duties for a substantial portion of the term for which he or she is appointed because of illness or disability, or a Director who is absent from more than half of the regularly scheduled Board meetings during a given calendar year, may be removed. If the Executive Director of the Authority knows that a potential ground for removal of a Director exists, the Executive Director shall notify the Chairman of the potential ground for removal. The Chairman then shall notify the entity that appointed such Director of potential ground for removal. Additionally, the Hidalgo County Commissioners Court or the City Council may respectively remove a Director appointed by that entity for cause. A Director shall be considered removed from the Board only after the Authority receives notice of removal from the entity that appointed such Director.

§ 9. Compensation of Directors

Directors shall serve without compensation, but will be reimbursed for their actual expenses of attending each meeting of the Board and for such other expenses as may be reasonably incurred in their carrying out the duties and functions as set forth herein.

§ 10. Conflicts of Interest; Ethics and Compliance

- a. A Director or employee of the Authority shall not:

- (1) accept or solicit any gift, favor, or service that might reasonably tend to influence that Director or employee in the discharge of official duties on behalf of the Authority or that the Director or employee knows or should know is being offered with the intent to influence the Director or employee's official conduct;
 - (2) accept other employment or engage in a business or professional activity that the Director or employee might reasonably expect would require or induce the Director or employee to disclose confidential information acquired by reason of the official position;
 - (3) accept other employment or compensation that could reasonably be expected to impair the Director's or employee's independence of judgment in the performance of the Director's or employee's official duties;
 - (4) make personal investments, including investments of a spouse, that could reasonably be expected to create a substantial conflict between the Director's or employee's private interest and the interest of the Authority or that could impair the ability of the Director or employee to make independent decisions;
 - (5) intentionally or knowingly solicit, accept, or agree to accept any benefit for having exercised the Director's or employee's official powers or performed the Director's or employee's official duties in favor of another;
 - (6) have a personal interest in an agreement executed by the Authority; or
 - (7) contract with the Authority or be directly or indirectly interested in a contract with the Authority or the sale of property to the Authority.
- b. Directors shall familiarize themselves and comply with all applicable laws regarding conflicts of interest, including Chapters 171 or 176 of the Texas Local Government Code and any conflict of interest policy adopted by the Board.
- c. The Authority shall adopt a written internal compliance and ethics program within the first anniversary of its creation. The ethics and compliance program shall satisfy the requirements of Rule 10.51 of Title 43, Texas Administrative Code, and shall:
- (1) be designed to detect and prevent violations of the law, including regulations, and ethical standards applicable to the entity or its officers or employees; and
 - (2) provide that:
 - (A) High-level personnel are responsible for oversight of compliance

with the program's standards and procedures;

- (B) Appropriate care is being take to avoid the delegation of substantial discretionary authority to individuals whom the Authority knows, or should know have a propensity to engage in illegal activities;
- (C) Compliance standards and procedures are effectively communicated to all of the Authority's employees and Board by requiring them to participate in periodic training in ethics and the requirements of the compliance program;
- (D) Compliance standards and procedure are effectively communicated to all of the Authority's agents;
- (E) Reasonable steps are being taken to achieve compliance by using monitoring and auditing systems reasonably designed to detect non-compliance and providing and publicizing a system for reporting noncompliance without fear of retaliation;
- (F) Consistent enforcement of compliance standards and procedures is administered through appropriate disciplinary mechanisms;
- (G) Reasonable steps are taken to respond appropriately to detected offenses and to prevent future offenses; and
- (H) A written code of conduct ~~for employees~~ is adopted to address record retention, fraud, equal opportunity employment, bullying, sexual harassment and misconduct, conflicts of interest, personal use of Authority property, and gifts and honoraria.

§ 11. Additional Obligations of Directors

Directors shall comply with additional requirements provided by the RMA Act and RMA Rules, including:

- a. The requirement to file an annual personal financial statement with the Texas Ethics Commission as provided by §370.2521 of the RMA Act;
- b. The requirement to complete training on the RMA's responsibilities under the Open Meetings Act and the Public Information Act as provided by §§551.005 and 552.012 of the Texas Government Code;
- c. The nepotism laws under Chapter 573, Texas Government Code; and
- d. The HCRMA Ethics and Compliance Program as adopted by the Board under

Title 43 of the Texas Administrative Code, Rule 10.51.

§ 12. Meetings

- a. Regular Meetings. All regular meetings of the Board shall be held in Hidalgo County, at a specific site, date, and time to be determined by the Chairman. The Chairman may postpone any regular meeting if it is determined that such meeting is unnecessary or that a quorum will not be achieved, but no fewer than four (4) regular meetings shall be held during each calendar year.
- b. Special Meetings. Special meetings and emergency meetings of the Board may be called, upon proper notice, at any time by the Chairman or at the request of any three (3) Directors. Special meetings and emergency meetings shall be held at such time and place as is specified by the Chairman, if the Chairman calls the meeting, or by the three (3) Directors, if they call the meeting.
- c. Agendas. The Chairman shall set the agendas for meetings of the Board, except that the agendas of meetings called by three (3) Directors shall be set by those Directors.
- d. Chairman-Pro Tem. In the event that neither the Chairman or Vice Chairman is available to preside over the called meeting of the Board at which a quorum is present, the Directors present at the meeting may elect a Chairman-Pro Tem to preside over the meeting.

§ 13. Voting; Quorum

- a. Voting. Each Director, including the Chairman, has equal voting status and may vote on Authority matters.
- b. Quorum. A majority of the Directors constitutes a quorum, and the vote of a majority of the Directors present at a meeting at which a quorum is present will be necessary for any action to be taken by the Board. No vacancy in the membership of the Board will impair the right of a quorum to exercise all of the rights and to perform all of the duties of the Board. Therefore, if a vacancy occurs, a majority of the Directors then serving in office will constitute a quorum.

§ 14. Meetings by Telephone

As authorized by §370.262 of the RMA Act, the Board, committees of the Board, staff, or any combination thereof, may participate in and hold open or closed meetings by means of teleconference or other electronic communications equipment by which all persons participating in the meeting can communicate with each other and at which public participation is permitted by a speaker telephone or other electronic communications equipment at a conference room of the Authority or other facility in a

county of the Authority that is accessible to the public. Such meetings are subject to the notice requirements set forth in §§551.125(c) – (f) of the Texas Open Meetings Act, however they are not subject to the additional requirements of §§551.125(b) of the Act. The notice must state the location where members of the public can attend to hear those portions of the meeting open to the public. Participation in a meeting pursuant to this Section 14 constitutes being present in person at such meeting, except that a Director will not be considered in attendance when the Director appears at such a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened as generally provided under Section 17 of these bylaws. Each part of a meeting conducted by telephone conference call or other electronic means that by law must be open to the public shall be accessible to the public at the location specified in the notice and shall be tape-recorded and documented by written minutes. On conclusion of the meeting, the tape recording and the written minutes of the meeting shall be made available to the public within a reasonable period of time.

§ 15. Procedure

All meetings of the Board and its committees shall be conducted generally in accordance with Robert's Rules of Order pursuant to statutorily proper notice of meeting posted as provided by law. The Chairman at any time may change the order of items to be considered from that set forth in the notice of meeting, provided that all agenda items that require a vote by the Board shall be considered at the meeting for which they have been posted. To the extent procedures prescribed by applicable statutes, the RMA Rules or these bylaws conflict with Robert's Rules of Order, the statutes, the RMA Rules, or these bylaws shall govern.

§ 16. Committees

- a. Executive Committee. The Authority shall establish an Executive Committee, consisting of the officers of the Authority as identified in Section 21, and such other members as the Chairman may direct. Meetings of the Executive Committee shall be conducted on no less than three (3) days' notice to the Executive Committee members, unless such members agree to waive this notice requirement. A majority of the members of the Executive Committee constitutes a quorum of the Committee, and the vote of a majority of the members present at a meeting at which a quorum is present will be necessary for any action taken by the Executive Committee. Minutes shall be kept of all meetings of the Executive Committee. Consistent with this Section 16, the Executive Committee shall have and may exercise all of the authority of the Board, subject to the limitations imposed by applicable law; provided, however, that the Executive Committee shall not enter into or approve any contract, nor authorize the expenditure of funds on behalf of the Authority, except to the extent explicitly authorized in a resolution of the Board. Actions requiring Board approval shall be submitted to the Board as recommendations of the Executive Committee.

- b. Ad Hoc and Standing Committees. The Chairman at any time may designate from among the Directors one or more ad hoc or standing committees, each of which shall be comprised of three (3) or more Directors, and may designate one (1) or more Directors as alternate members of such committees, who may, subject to any limitations imposed by the Chairman, replace absent or disqualified members at any meeting of that committee. The Chairman serves as an ex-officio member of each committee.
- c. Authority of Committees. If approved by resolution and passed by a majority vote of the Board, a committee shall have and may exercise all of the authority of the Board, to the extent provided in such resolution and subject to the limitations imposed by applicable law; provided that no Committee shall be authorized to enter into or approve any contract, nor authorize the expenditure of funds on behalf of the Authority. All contracts and expenditures of the Authority shall be made by the Board of Directors.
- d. Committee Members. The Chairman shall appoint the chairman of each committee, as well as Directors to fill any vacancies in the membership of the committees. At the next regular meeting of the Board following the Chairman's formation of a committee, the Chairman shall deliver to the Directors and the Secretary a ~~written~~ description of the committee, including (a) the name of the committee, (b) whether it is an ad hoc or standing committee, (c) its assigned function(s) and/or task(s), (d) whether it is intended to have a continuing existence or to dissolve upon the completion of a specified task and/or the occurrence of certain events, (e) the Directors designated as members and alternate members to the committee, and its chairman, and (f) such other information as requested by any Director. The Secretary shall enter such written description into the official records of the Authority. The Chairman shall provide a written description of any subsequent changes to the name, function, task, term, or composition of any committee in accordance with the procedure described in the preceding two sentences. A committee also may be formed by a majority vote of the Board, which vote (and not independently the Chairman) also shall specify the committee's chairman and provide the descriptive information otherwise furnished by the Chairman in accordance with the preceding three sentences.
- e. Committee Meetings. A meeting of any committee formed pursuant to this Section 16 may be called by the Chairman, the chairman of the applicable committee, or by any two members of the committee. All committees comprised of a quorum of the Board shall keep regular minutes of their proceedings and report to the Board as required. The designation of a committee of the Board and the delegation thereto of authority shall not operate to relieve the Board, or any Director, of any responsibility imposed upon the Board or the individual Director by law. To the extent applicable, the provisions of these bylaws relating to meetings, quorums, meetings by telephone, and procedure shall govern the meetings of the Board's committees.

§ 17. Notice of Meetings

Notice of each meeting of the Board shall be sent by mail, electronic mail, or facsimile to all Directors entitled to vote at such meeting. If sent by mail, such notice will be deemed delivered when it is deposited in the United States mail with sufficient postage prepaid. If sent by electronic mail or facsimile, the notice will be deemed delivered when transmitted properly to the correct email address or number, provided that an additional copy of such notice shall be sent by overnight delivery as confirmation of the notice sent by electronic mail or facsimile. Such notice of meetings also may be given by telephone, provided that any of the Chairman, Executive Director, Secretary, or their designee speaks personally to the applicable Director to give such notice.

§ 18. Waiver of Notice

Whenever any notice is required to be given to any Director by statute or by these bylaws, a written waiver of such notice signed by the person or persons entitled to such notice, whether before or after the time required for such notice, shall be deemed equivalent to the giving of such notice.

§ 19. Attendance as Waiver

Attendance of a Director at a meeting of the Board or a committee thereof will constitute a waiver of notice of such meeting, except that a Director will not be considered in attendance when the Director appears at such a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

§ 20. Officers

The officers of the Authority shall consist of a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. The offices of Secretary and Treasurer may be held simultaneously by the same person. The individuals elected as officers shall not be compensated for their service as officers. However, officers shall be reimbursed for all expenses incurred in conducting proper Authority business and for travel expenses incurred in the performance of their duties. If desired, the Board may also designate an Assistant Secretary and Assistant Treasurer, who shall also be considered officers of the Authority.

§ 21. Election and Term of Office

Except for the office of Chairman, which is filled by the Governor's appointment, officers will be elected by the Board for a term of one (1) year, subject to Section 22 of these bylaws. The election of officers to succeed officers whose terms have expired shall be by a vote of the Directors of the Authority at the first meeting of the Authority held after February 1 of each year or at such other meeting as the Board determines.

§ 22. Removal and Vacancies of Officers

Each officer shall hold office until a successor is chosen and qualified, or until the officer's death, resignation, or removal, or, in the case of a Director serving as an officer, until such officer ceases to serve as a Director. Any officer, except the Chairman, may resign at any time upon giving written notice to the Board. The Chairman may resign at any time upon giving written notice to the Board and the Governor. Any officer except the Chairman may be removed from service as an officer at any time, with or without cause, by the affirmative vote of a majority of the Directors of the Authority. The Directors of the Authority may at any meeting vote to fill any vacated officer position except the Chairman position due to an event described in this Section 22 for the remainder of the unexpired term.

§ 23. Chairman

The Chairman is appointed by the Governor and is a Director of the Authority. The Chairman shall appoint all committees of the Board as specified in these bylaws (except as otherwise provided in Section 16 of these bylaws), call all regular meetings of the Board, and preside at and set the agendas for all meetings of the Board (except as provided in the concluding sentence of Section 12 of these bylaws). The Chairman shall ~~further~~ review and approve all requests for reimbursement of expenses sought by the Executive Director.

§ 24. Vice Chairman

The Vice Chairman must be a Director of the Authority. During the absence or disability of the Chairman, upon the Chairman's death (and pending the Governor's appointment of a successor new Chairman), or upon the Chairman's request, the Vice Chairman shall perform the duties and exercise the authority and powers of the Chairman.

§ 25. Secretary

The Secretary need not be a Director of the Authority. The Secretary shall:

- a. keep true and complete records of all proceedings of the Directors in books provided for that purpose and shall assemble, index, maintain, and keep up-to-date a book of all of the policies adopted by the Authority;
- b. attend to the giving and serving of all notices of meetings of the Board and its committees and such other notices as are required by the office of Secretary and as may be directed by the RMA Act, any trust indenture binding on the Authority, Directors of the Authority, or the Executive Director;
- c. seal with the official seal of the Authority (if any) and attest all documents, including trust agreements, bonds, and other obligations of the Authority that require the official seal of the Authority to be impressed thereon;

- d. execute, attest, and verify signatures on all contracts in which the total consideration equals or exceeds an amount established in resolutions of the Board, contracts conveying property of the Authority, and other agreements binding on the Authority which by law or Board resolution require attestation;
- e. certify resolutions of the Board and any committee thereof;
- f. maintain custody of the corporate seal, minute books, accounts, and all other official documents and records, files and contracts that are not specifically entrusted to some other officer or depository; and
- g. hold such administrative offices and perform such other duties as the Directors or the Executive Director shall require.

§ 26. Treasurer

The Treasurer need not be a Director of the Authority. The Treasurer shall:

- a. execute all requisitions to the applicable bond trustee for withdrawals from the construction fund, unless the Board designates a different officer, Director, or employee of the Authority to execute any or all of such requisitions;
- b. execute, and if necessary attest, any other documents or certificates required to be executed and attested by the Treasurer under the terms of any trust agreement or supplemental trust agreement entered into by the Authority;
- c. maintain custody of the Authority's funds and securities and keep a full and accurate account of all receipts and disbursements, and endorse, or cause to be endorsed, in the name of the Authority and deposit, or cause to be deposited, all funds in such bank or banks as may be designated by the Authority as depositories;
- d. render to the Directors at such times as may be required an account of all financial transactions coming under the scope of the Treasurer's authority;
- e. give a good and sufficient bond, to be approved by the Authority, in such an amount as may be fixed by the Authority;
- f. invest such of the Authority's funds as directed by resolution of the Board, subject to the restrictions of any trust agreement entered into by the Authority; and
- g. hold such administrative offices and perform such other duties as the Directors of the Authority or the Executive Director shall require. If, and to the extent that, the duties or responsibilities of the Treasurer and those of any administrator conflict and are vested in different persons, the conflicting duties and responsibilities shall be deemed vested in the Treasurer.

§ 27. Administrators

The chief administrator of the Authority shall be the Executive Director. Other administrators may be appointed by the Executive Director with the consent of the Board. All such administrators, except for the Executive Director, shall perform such duties and have such powers as may be assigned to them by the Executive Director or as set forth in Board Resolutions. Any administrator may be removed, with or without cause, at any time by the Executive Director. All administrators will be reimbursed for expenses incurred in performance of their duties as approved by the Executive Director and the Executive Director's expense reimbursements shall be approved by the Executive Committee.

§ 28. Executive Director

- a. The Executive Director will be selected by the Board and shall serve at the pleasure of the Board, performing all duties assigned by the Board and implementing all resolutions adopted by the Board.
- b. In addition, the Executive Director:
 - (1) shall be responsible for general management, hiring and termination of employees, and day-to-day operations of the Authority;
 - (2) shall be responsible for preparing a draft of the Strategic Plan for the Authority's operations as described in Section 37 of these bylaws;
 - (3) shall be responsible for preparing a draft of the Authority's written Annual Report, as described in Section 37 of these bylaws;
 - (4) at the invitation of the Hidalgo County Commissioners Court or of the city council of a municipality located within the County, shall appear, with representatives of the Board, before the inviting body to present the Authority's Annual Report and respond to questions and receive comments regarding the Report or the Authority's operations;
 - (5) may execute inter-agency and interlocal contracts and service contracts approved by the Board;
 - (6) may execute contracts, contract supplements, contract change orders, and purchase orders not exceeding amounts established in Resolutions of the Board; and
 - (7) shall have such obligations and authority as may be described in one or more Resolutions enacted from time to time by the Board.
- c. The Executive Director may delegate the foregoing duties and responsibilities as

the Executive Director deems appropriate; provided such delegation does not conflict with applicable law or any express direction of the Board.

§ 29. Interim or Outsourced Executive Director

The Board may designate an Interim Executive Director to perform the duties of the Executive Director during such times as the position of Executive Director is vacant. The Interim Executive Director need not be an employee of the Authority. Alternatively, the Board may contract with any municipality in Hidalgo County through an interlocal agreement to provide administrative and other professional services in lieu of or in addition to hiring an Executive Director.

§ 30. Indemnification by the Authority

- a. **Indemnification.** Any person made a party to or involved in any litigation, including any civil, criminal or administrative action, suit or proceeding, by reason of the fact that such person is or was a Director, officer, ~~or~~ administrator, or employee of the Authority or by reason of such person's alleged negligence or misconduct in the performance of his or her duties as such Director, officer, ~~or~~ administrator, or employee shall be indemnified by the Authority, to the extent funds are lawfully available and subject to any other limitations that exist by law against liability and the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him or her in connection with any action therein, except in relation to matters as to which it is adjudged that such Director, officer, or administrator is liable for gross negligence or willful misconduct in the performance of his or her duties.
- b. **Exception.** In the event of a conviction for an offense involving the conduct for which the Director, officer, ~~or~~ administrator, or employee was indemnified, the officer, Director, ~~or~~ administrator, or employee shall be liable to the Authority for the amount of indemnification paid, with interest at the legal rate for interest on a judgment from the date the indemnification was paid, as provided by §370.258 of the RMA Act. A conviction or judgment entered in connection with a compromise or settlement of any such litigation shall not by itself be deemed to constitute an adjudication of liability for such gross negligence or willful misconduct.
- c. **Right to be Paid.** The right to indemnification will include the right to be paid by the Authority for expenses incurred in defending a proceeding in advance of its final disposition in the manner and to the extent permitted by the Board in its sole discretion. In addition to the indemnification described above that the Authority shall provide a Director, officer or administrator, the Authority may, upon approval of the Board in its sole discretion, indemnify a Director, officer, or administrator under such other circumstances, or may indemnify an employee, against liability and reasonable expenses, including attorneys' fees, incurred in connection with any claim asserted against him or her in said party's capacity as a Director, officer, administrator, or employee of the Authority, subject to any

limitations that exist by law. Any indemnification by the Authority pursuant to this Section 30 shall be evidenced by a resolution of the Board.

§ 31. Expenses Subject to Indemnification

As used herein, the term “expenses” includes fines or penalties imposed and amounts paid in compromise or settlement of any such litigation only if:

- a. independent legal counsel designated by a majority of the Board, excluding those Directors who have incurred expenses in connection with such litigation for which indemnification has been or is to be sought, shall have advised the Board that, in the opinion of such counsel, such Director, officer, administrator, or other employee is not liable to the Authority for gross negligence or willful misconduct in the performance of his or her duties with respect to the subject of such litigation; and
- b. a majority of the Directors shall have made a determination that such compromise or settlement was or will be in the best interest of the Authority.

§ 32. Procedure for Indemnification

Any amount payable by way of indemnity under these bylaws may be determined and paid pursuant to an order of or allowance by a court under the applicable provisions of the laws of the State of Texas in effect at the time and pursuant to a resolution of a majority of the Directors, other than those who have incurred expenses in connection with such litigation for which indemnification has been or is to be sought. In the event that all the Directors are made parties to such litigation, a majority of the Board shall be authorized to pass a resolution to provide for legal expenses for the entire Board.

§ 33. Additional Indemnification

The right of indemnification provided by these bylaws shall not be deemed exclusive of any right to which any Director, officer, administrator, or other employee may be entitled, as a matter of law, and shall extend and apply to the estates of deceased Directors, officers, administrators, and other employees.

§ 34. Contracts and Purchases

All contracts and purchases on behalf of the Authority shall be entered into and made in accordance with rules of procedure prescribed by the Board and applicable laws and rules of the State of Texas and its agencies.

§ 35. Sovereign Immunity

Unless otherwise required by law, the Authority will not by agreement or otherwise waive or impinge upon its sovereign immunity.

§ 36. Termination of Employees

Employees of the Authority shall be employees at will unless they are a party to an employment agreement with the Authority executed by the Chairman upon approval by the Board. Employees may be terminated at any time, with or without cause, by the Executive Director subject to applicable law and the policies in place at the time of termination.

§ 37. Reports

The Executive Director shall direct that all reports required under State law, the RMA Act, the RMA Rules or requested by TxDOT shall be prepared and delivered. At the time of the adoption of these bylaws, the required reports include:

- a. Strategic Plan. Each even-numbered year, the Authority shall issue a Strategic Plan of its operations covering the next five (5) fiscal years, beginning with the next odd-numbered fiscal year. A draft of each Strategic Plan shall be submitted to the Board for review, approval, and, subject to revisions required by the Board, adoption. ([Section 370.261\(a\), Texas Transportation Code](#))
- b. Annual Report. Under the direction of the Executive Director (or in the absence of an Executive Director, the Chairman), the staff of the Authority shall prepare a draft of an Annual Report on the Authority's activities during the preceding year and describing all revenue bond issuances anticipated for the coming year, the financial condition of the Authority, all project schedules, and the status of the Authority's performance under the most recent Strategic Plan. The draft shall be submitted to the Board not later than January 30th for review, approval, and, subject to revisions required by the Board, adoption. Not later than March 31¹⁴ following the conclusion of the preceding fiscal year, the Authority shall file with the Hidalgo County Commissioners Court the Authority's Annual Report, as adopted by the Board. ([Section 370.261\(b\), Texas Transportation Code](#))
- c. Financial Reports. The Authority shall submit to Hidalgo County and the City of McAllen (i) its annual operating and capital budgets for each fiscal year, along with any amended or supplemental operating or capital budget, within ninety (90) days of the beginning of the fiscal year; (ii) its annual financial information and notice of material events required to be disclosed under Rule 15c2-12 of the United States Securities and Exchange Commission, within thirty (30) days after disclosure; and (iii) a statement of any surplus revenue held by the Authority and a summary of how the Authority intends to use such surplus, within ninety (90) days of the beginning of the fiscal year. Such financial reports must be approved by the Board and certified as correct by the ~~chief administrative officer~~ Executive Director of the Authority. ([Rule 26.61, Title 43, Texas Administrative Code](#))
- d. Annual Audit. The Authority shall submit annual audit, conducted by an

independent certified public accountant in accordance with generally accepted auditing standards (as modified by the governor's Uniform Grant Management Standards, or the standards of the Office of Management and Budget A-133, Audits of States, Local Governments, and Non-profit Organizations, as applicable) to Hidalgo County and the City of McAllen within one hundred twenty (120) days after the end of the fiscal year. (Section 370.182, Texas Transportation Code; Rule 26.62, Title 43, Texas Administrative Code)

- e. Investment Reports. Within thirty (30) days' of acceptance of an independent auditor's report, the Authority shall submit to Hidalgo County and the City of McAllen an independent auditor's review of the annual reports of investment transactions prepared by the Authority's investment officers. Such investment reports must be approved by the Board and certified as correct by the ~~chief administrative officer~~ Executive Director of the Authority. (Rule 26.61, Title 43, Texas Administrative Code)
- f. Project Report. Not later than December 31 of year, the Authority shall submit to the Commission a written report that describes the progress made during that year on each transportation project or system of projects of the Authority, including the initial project for which the Authority was created. (Rule 26.65(b), Title 43, Texas Administrative Code)
- g. Presentation of Reports. At the invitation of the Hidalgo County Commissioners Court or of the city council of a municipality located within Hidalgo County, representatives of the Board and the Executive Director shall appear before the inviting body to present the Annual Report, provide any other information requested, and respond to questions and receive comments. (Rule 26.63, Title 43, Texas Administrative Code)
- h. Notice of Debt. The Authority shall give ninety (90) days' notice to the Hidalgo County Commissioners Court of the date of issuance of revenue bonds. (Section 3701.261(c), Texas Transportation Code)
- i. Compliance Report. Within one hundred fifty (150) days after the end of the fiscal year, in the form required by TxDOT, the Authority shall submit to TxDOT's Executive Director a report that lists each duty the Authority is required to perform under Title 43 Texas Administrative Code Chapter 26(G) that indicates the Authority has performed the requirements for the fiscal year. The Compliance Report must be approved by the Board and certified as correct by the ~~chief administrative officer~~ Executive Director of the Authority. (Rule 26.65(a), Title 43, Texas Administrative Code)
- j. Overweight Permits. The Authority shall provide monthly and annual reports, in a format approved by TxDOT, to TxDOT's Finance Division regarding all permits issued and all fees collected during the period covered by the report. (Rule 28.102(j), Title 43, Texas Administrative Code)

§ 38. Rates and Regulations; Compliance with Law

The Board shall, in accordance with all applicable trust agreements, the RMA Act, the RMA Rules, or other law, establish toll rates and fees, weight restrictions, designate speed limits, establish fines for toll violators, and adopt rules and regulations for the use and occupancy of said project.

§ 39. Seal

The official seal of the Authority shall consist of the embossed impression of a circular disk with the words "Hidalgo County Regional Mobility Authority, 2006" on the outer rim, with a star in the center of the disk.

§ 40. Fiscal Year

The fiscal year for the Authority shall be from January 1 to December 31.

§ 41. Public Access Policy

The Authority shall maintain an access policy to be adopted by the Board that provides the public with a reasonable opportunity to appear before the Board to speak on any issue under the jurisdiction of the Authority.

§ 42. Appeals Procedure

The Authority shall maintain an appeals procedure to be adopted by the Board and amended from time to time that sets forth the process by which parties may bring to the attention of the Authority their questions, grievances, or concerns and may appeal any action taken by the Authority.

§ 43. Amendments to Bylaws

Except as may be otherwise provided by law, these bylaws may be amended, modified, altered, or repealed in whole or in part, at any regular meeting of the Board after ten (10) days' advance notice has been given by the Chairman to each Director of the proposed change. These bylaws may not be amended at any special or emergency meeting of the Board.

§ 44. Dissolution of the Authority

a. Voluntary Dissolution

- (1) The Authority may not be dissolved unless the dissolution is approved by the Commission. The Board may submit a request to the Commission for approval to dissolve.

- (2) The Commission may approve a request to dissolve only if:
- (A) all debts, obligations, and liabilities of the Authority have been paid and discharged or adequate provision has been made for the payment of all debts, obligations and liabilities;
 - (B) there are no suits pending against the Authority, or adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in any pending suit; and
 - (C) the Authority has commitments from other governmental entities to assume jurisdiction of all Authority transportation facilities.

b. Involuntary Dissolution

- (1) The Commission by order may require the Authority to dissolve if the Commission determines that the Authority has not substantially complied with the requirements of a Commission Rule or an agreement between the department and the Authority and the Commission has given the Board thirty (30) days' written notice of its intention to adopt such an order.
- (2) The Commission may not require dissolution unless:
 - (A) The Conditions described in Section 44(a)(2)(A) and (B) have been met; and
 - (B) The holders of any indebtedness have evidenced their agreement to the dissolution.

* * * * *

Adopted October 2, 200

First Amendment approved May 20, 2008

Amended and Restated Bylaws approved September 24, 2014

Amended and Restated Bylaws approved March 26, 2015

[Amended and Restated Bylaws approved August 25, 2020]

Item 3B

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS	<u>X</u>	AGENDA ITEM	<u>3B</u>
PLANNING COMMITTEE	_____	DATE SUBMITTED	<u>09/14/20</u>
FINANCE COMMITTEE	_____	MEETING DATE	<u>09/22/20</u>
TECHNICAL COMMITTEE	_____		

1. Agenda Item: RESOLUTION 2020-26 – APPROVAL OF ONE YEAR EXTENSION TO THE PROFESSIONAL SERVICE AGREEMENT WITH SHEPARD WALTON KING TO PROVIDE INSURANCE BROKER SERVICES TO THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY.
2. Nature of Request: (Brief Overview) Attachments: Yes No
Consideration and approval of one year extension to the PSA with SWK to provide insurance broker services to the Hidalgo County Regional Mobility Authority.
3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy
4. Budgeted: Yes No N/A
5. Staff Recommendation: Motion to approve Resolution 2020-26 – Approval of One Year Extension to the Professional Service Agreement with Shepard Walton King to provide Insurance Broker Services to the Hidalgo County Regional Mobility Authority as presented.
6. Program Manager's Recommendation: Approved Disapproved None
7. Planning Committee's Recommendation: Approved Disapproved None
8. Board Attorney's Recommendation: Approved Disapproved None
9. Chief Auditor's Recommendation: Approved Disapproved None
10. Chief Financial Officer's Recommendation: Approved Disapproved None
11. Chief Development Engineer's Recommendation: Approved Disapproved None
12. Chief Construction Engineer's Recommendation: Approved Disapproved None
13. Executive Director's Recommendation: Approved Disapproved None



Memorandum

To: S. David Deanda, Chairman

From: Pilar Rodriguez, PE, Executive Director

Date: September 14, 2020

Re: **Resolution 2020-26 - Approval of One Year Extension to the Professional Service Agreement with Shepard Walton King to provide Insurance Broker Services to the Hidalgo County Regional Mobility Authority**

Background

On September 21, 2016, the Authority solicited Requests for Proposals (RFP) to provide Insurance Broker Services to the authority. On October 31, 2016, the Authority received two responses to the Request for Proposals for licensed insurance broker services from the Klement Group and Cameron Investment Company, Inc. dba Shepard Walton King Insurance Group (SWK). On November 15, 2020, the Board ranked SWK the top firm and authorized the Executive Director to execute an agreement. The agreement was for an initial three-year period with provisions to exercise two (2) one-year extensions after the three-year period.

Goal

To comply with State Infrastructure Bank loan agreement terms, which requires the Authority to keep Authority System and its use and operation insured at all times in such amounts, subject to such exceptions and deductibles and against such risks, as are customary for similar organizations, including business interruption.

Options

The Board of Directors may opt to not award the contract and solicit proposals for insurance broker services.

Recommendation

Based on review by this office, **approval of Resolution 2020-26 – Approval of One Year Extension to the Professional Service Agreement with Shepard Walton King to provide Insurance Broker Services to the Hidalgo County Regional Mobility Authority is recommended.**

If you should have any questions or require additional information, please advise.

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

BOARD RESOLUTION No. 2020-26

APPROVAL OF AWARD OF CONTRACT FOR INSURANCE BROKER SERVICES
FOR THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

THIS RESOLUTION is adopted this 22nd day of September, 2020 by the Board of Directors of the Hidalgo County Regional Mobility Authority.

WHEREAS, on April 21, 2005, Hidalgo County (the “County”) petitioned the Texas Transportation Commission (the “Commission”) for authorization to create the Hidalgo County Regional Mobility Authority (the “Authority”) pursuant to the provisions of the Texas Transportation Code; and

WHEREAS, the Commission authorized the creation of the Authority on November 17, 2005; and

WHEREAS, the Authority now operates pursuant to, among other statutory provisions, Chapters 370 and 502, Texas Transportation Code, and the corresponding Commission regulations, policies and procedures, as amended from time to time (collectively, the “Authorizing Law”); and

WHEREAS, the Authority is required in the State Infrastructure Bank loan agreement to keep Authority System and its use and operation insured at all times in such amounts, subject to such exceptions and deductibles and against such risks, as are customary for similar organizations, including business interruption insurance; and

WHEREAS, the Authority has determined to seek the services of a licensed Insurance Broker to advise on insurance coverage for the Authority; and

WHEREAS, on August 19, 2016 and September 21, 2016, the Authority solicited Requests for Proposals to provide Insurance Broker Services to the Authority; and

WHEREAS, on November 15, 2016, the Board of Directors ranked Cameron Investment Company, Inc. dba Shepard Walton King Insurance Group (SWK) the top firm and authorized the Executive Director to execute an agreement;

WHEREAS, the agreement with SWK was entered into for an initial three-year period with provisions to exercise two (2) one-year extensions after the three-year period; and

WHEREAS, the Authority has determined it is necessary to exercise a one-year extension to the Insurance Broker Service Agreement with SWK;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY THAT:

Section 1. The recital clauses are incorporate in the text of this Resolution as if fully restated.

Section 2. The Board hereby approves a one (1) year extension to the Insurance Broker Services Agreement with Cameron Investment Company, Inc. dba Shepard Walton King Insurance Group hereto attached as Exhibit A.

Section 3. The Board authorizes the Executive Director to execute the one (1) year extension to the Professional Service Agreement with Cameron Investment Company, Inc. dba Shepard Walton King Insurance Group to provide Insurance Broker Services to the Hidalgo County Regional Mobility Authority, as approved.

* * *

PASSED AND APPROVED AS TO BE EFFETIVE IMMEDIATELY BY THE BOARD OF DIRECTORS OF THE HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY AT A REGULAR MEETING on the 22nd day of September 2020, at which meeting a quorum was present.

S. David Deanda Jr, Chairman

Ricardo Perez, Secretary / Treasurer

EXHIBIT A

ONE (1) YEAR EXTESNION TO THE INSURANCE BROKER SERVICE AGREEMENT WITH
CAMERON INVESTMENT COMPANY, INC.
DBASHEPARD WALTON KING INSURANCE GROUP
DATED
SEPTEMBER 22, 2020

EXHIBIT B

INSURANCE BROKER SERVICE AGREEMENT WITH
CAMERON INVESTMENT COMPANY, INC.
DBASHEPARD WALTON KING INSURANCE GROUP
DATED
JANUARY 1 2017

AMENDMENT NO. 1 TO THE INSURANCE BROKER SERVICE AGREEMENT WITH
CAMERON INVESTMENT COMPANY, INC.
DBASHEPARD WALTON KING INSURANCE GROUP
DATED JUNE 5, 2018

ONE YEAR EXTENSION TO INSURANCE BROKER SERVICE AGREEMENT
BETWEEN HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY AND
CAMERON INVESTMENT COMPANY, INC
DBA SHEPARD WALTON KING INSURANCE GROUP

DATED JANUARY 1, 2017

INTIAL AGREEMENT PERIOD FOR THREE YEARS

ONE YEAR EXTENSION EFFECTIVE OCTOBER 1, 2020

**CAMERON INVESTMENT COMPANCY, INC.
SHEPARD WALTON KING INSURACE GROUP**

**HIDALGO COUNTY REGIONAL
MOBILITY AUTHORITY**

By: _____

Raul Cabaza III, President

By: _____

Pilar Rodriguez, Executive Director

Date: _____

Date: _____

STATE OF TEXAS §
 COUNTY OF HIDALGO §
 HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY §

INSURANCE BROKER SERVICE AGREEMENT

This Insurance Broker Services Agreement (“AGREEMENT”) is entered into by and between the HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY, a political subdivision of the State of Texas (“RMA”) and CAMERON INVESTMENT COMPANY, INC. dba Shepard Walton King Insurance Group, a Texas corporation (“SWK”), pursuant to the RMA’s authority under the Texas Transportation Code, Chapter 370 (“Regional Mobility Authority Act”).

RECITALS

WHEREAS, RMA has obtained proposals for professional insurance brokerage services relating to the evaluation and placement of the RMAs insurance coverage; and

WHEREAS, SWK presented a proposal and was selected by the Board of Directors of the RMA to provide such services;

NOW THEREFORE, for and in consideration of the provisions and conditions set forth in this AGREEMENT, the RMA and SWK agree as follows:

Section 1. PURPOSE

The purpose of this AGREEMENT is to engage SWK to provide insurance broker services to the RMA, specifically to provide advice and expertise to assist the RMA in identifying insurance needs and requirements, selecting appropriate insurance coverage, limits, and carriers, and handling of insurance claims. SWK and RMA acknowledge that RMA is relying on SWK’s advice and expertise in governmental liability, risk analysis, and insurance coverage.

Section 2. DESCRIPTION OF SERVICES

2.01 SWK will provide the services shown below:

Service Hours	Description of Service
10	<p>I.</p> <ul style="list-style-type: none"> • Meet with RMA personnel to discuss operations, assets, and projects, and determine exposures of risk. • Review existing insurance policy terms and conditions, including third party coverage, recommend coverage required and design desired insurance program. • Provide analysis of cybersecurity risks to the RMA, as a governmental entity and toll collection authority, and recommend coverage.
40	<p>II.</p> <ul style="list-style-type: none"> • Obtain needed underwriting data from the RMA in order to prepare submissions to underwriters. • Review carrier provided loss runs and prepare recap of losses and details on large

	losses.
20	<ul style="list-style-type: none"> Develop submission and approach markets for quotes on behalf of the RMA.
20	<p>III.</p> <ul style="list-style-type: none"> Prepare and present report on proposals, including alternative program comparison, where applicable and negotiate with selected carriers. Make recommendations regarding placement of coverage and present comparison of carrier coverage.
20	<p>IV.</p> <ul style="list-style-type: none"> Answer questions regarding use of insurance clauses in contracts. Attend meetings with board members or employees to discuss insurance program and needs. Establish the claims reporting process for the RMA, determine the type of claims history reports that are necessary and coordinate claims reporting data accordingly, provide claims history information to RMA on an agreed upon basis, and monitor claims activity and provide periodic reviews with carriers. When requested review third party insurance certificates for compliance with RMA contract requirements.
10	<p>V.</p> <ul style="list-style-type: none"> Coordinate communications process among RMA, SWK, and the carriers. Assist the RMA with insurance budget figures. Meet with the RMA prior to each renewal to develop renewal strategy, discuss markets, desired changes in coverage, best practices, etc.

2.02 SWK agrees to immediately notify the RMA if any conflict or potential conflict of interest with regard to its representation of the RMA that may arise after the execution of this AGREEMENT. SWK agrees to operate at all times under and in conformance with the laws and regulations of the State of Texas and federal government.

Section 3. CONSIDERATION

3.01 In consideration of the broker services rendered by SWK as described above, the RMA agrees to pay SWK an annual fee of thirty-two thousand dollars (\$32,000.00) for one hundred (100) service hours. Should the service hours exceed one hundred (100) for any given calendar year, the RMA agrees to pay SWK an hourly rate of three hundred twenty dollars (\$320.00) until end of that annual term. Services described in Section 2.01 will be billed monthly on a percentage complete basis.

3.02 SWK shall be entitled to reimbursement for out-of-pocket expenses which are reasonable and necessary and incurred incident to the performance of insurance services requested hereunder, including delivery charges, travel expenses (outside of County), and long distance telephone calls. SWK agrees that they will bill for such out-of-pocket expense at direct cost with no added profit. Any individual out-of-pocket expense exceeding five hundred (\$500.00) must have prior approval of the Executive Director of the RMA in order to be eligible for reimbursement.

3.03 Billing statements shall be submitted to the RMA for review and approval. Monthly invoices will be billed as a percentage complete for services described in Section 2.01. Requests for reimbursements of allowable expenses should be accompanied by receipts. The approved invoices shall be forwarded for payment within thirty (30) days. Reimbursable mileage (mileage for travel outside of the County) will be paid at the IRS standard rate.

3.04 SWK understands and agrees that it will not accept any compensation from any third party for any services provided by SWK pursuant to this AGREEMENT, including, but not limited to any commissions that might otherwise be earned for the sale of insurance coverage to RMA, it being the intent of the parties that Broker's sole compensation shall be the fees paid by RMA as provided herein.

Section 4. INSURANCE

At all times during the term of this AGREEMENT, SWK is required to maintain professional liability insurance coverage in an amount not less than one million dollars (\$1,000,000.00) per occurrence. The coverage must extend a minimum of three years beyond the completion of the services. SWK will provide the RMA proof of current insurance coverage annually prior to the expiration date of previous year's insurance certificate on file. SWK's insurance coverage must provide that it shall not be terminated or decreased below the minimum required coverage amounts with less than thirty (30) days' notice to the RMA.

Section 5. TERM

The term of this AGREEMENT is three years, beginning January 1, 2017 with an option to extend for two (2) one (1) year terms; provided that SWK may give thirty (30) days' written notice to the other party of termination of the AGREEMENT prior to end of the term. RMA may terminate this AGREEMENT with seven (7) days' written notice to SWK.

Section 6. INSPECTION OF BOOKS AND RECORDS

The RMA, or any duly authorized representative of the RMA, may at all reasonable times inspect and examine the books and records of SWK for the purpose of (a) checking the costs and other expenses described and/or contemplated in the AGREEMENT; (b) gathering records of carrier proposals, contracts, and claim histories; or (c) otherwise confirming SWK's compliance with the terms of the AGREEMENT. SWK shall maintain said books and records and other evidence pertaining to costs and shall make such materials available at their respective offices, during the term of the AGREEMENT and for a period of three (3) years after the date of final payment for insurance brokerage services.

Section 7. ENTIRE AGREEMENT

This AGREEMENT supersedes any and all other agreements, either oral or in writing, between the parties hereto, and no other agreement, statement, or promise, which is not contained herein, shall be valid or binding.

Section 8. SUCCESSORS & ASSIGNMENT

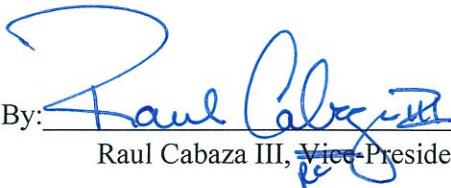
This AGREEMENT and all covenants, rights, benefits and privileges hereunder shall be binding upon and shall inure to the benefit of the parties hereto and their successors and assigns. SWK shall not assign this AGREEMENT or duties or obligations hereunder without the prior written consent of the RMA.

Section 9. AMENDMENTS

This AGREEMENT may be amended by the mutual agreement of the parties in writing to be attached to and incorporated into this AGREEMENT.

Section 10. LEGAL CONSTRUCTION

CAMERON INVESTMENT COMPANY, INC.
dba SHEPARD WALTON KING INSURANCE
GROUP

By: 
Raul Cabaza III, Vice-President

HIDALGO COUNTY REGIONAL MOBILITY
AUTHORITY

By: 
Pilar Rodriguez, Executive Director

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.

Cameron Investment Company, Inc. dba Shepard Walton King Insurance Group
McAllen, TX United States

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.

5363548.1

Provide insurance broker services.

**OFFICE USE ONLY
CERTIFICATION OF FILING**

Certificate Number:
2016-145443

Date Filed:
12/12/2016

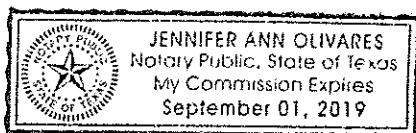
Date Acknowledged:

5 Check only if there is NO Interested Party.

X

6 AFFIDAVIT

I swear, or affirm, under penalty of perjury, that the above disclosure is true and correct.



Raul Cabral III
Signature of authorized agent of con

Signature of authorized agent of contracting business entity

AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said Raul Cabaza III, this the 3rd day of January,
2017, to certify which, witness my hand and seal of office.


Signature of officer administering oath

Jennifer Olivares
Printed name of officer administering oath

Marketing Exec.
Title of officer administering oath

AMENDMENT NO. 1
DATED JUNE 5, 2018

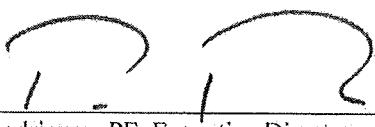
PROFESSIONAL SERVICE AGREEMENT ENTERED INTO BY AND BETWEEN THE
HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY (RMA) AND
CAMERON INVESTMENT COMPANY, INC dba SHEPARD WALTON KING
INSURANCE GROUP (SWK)

SECTION 3. CONSIDERATION

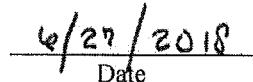
Section 3.01

In consideration of the broker services rendered by SWK, as described above, the RMA agrees to pay SWK an annual retainer of five thousand dollars (\$5,000.00) and an hourly rate of three hundred twenty dollars (\$320.00).

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

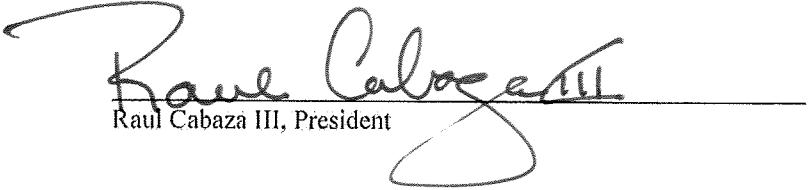


Pilar Rodriguez, PE, Executive Director

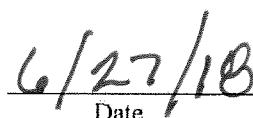


6/27/2018
Date

CAMERON INVESTMENT COMPANY, INC
dba SHEPARD WALTON KING INSURANCE GROUP



Raul Cabaza III, President



6/27/18
Date

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Item 3C

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY

AGENDA RECOMMENDATION FORM

BOARD OF DIRECTORS	<u>X</u>	AGENDA ITEM	<u>3C</u>
PLANNING COMMITTEE	_____	DATE SUBMITTED	<u>09/14/20</u>
FINANCE COMMITTEE	_____	MEETING DATE	<u>09/22/20</u>
TECHNICAL COMMITTEE	_____		

1. Agenda Item: RESOLUTION 2020-27 – ORDER APPROVING, CONFIRMING, AND RATIFYING THE SALE AND ISSUANCE OF THE “HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY VEHICLE REGISTRATION FEE REVENUE BONDS, SERIES 2020A”; PROVIDING FOR OTHERS MATTERS RELATED THERETO.
2. Nature of Request: (Brief Overview) Attachments: Yes No
Consideration and approval of Resolution 2020-27 - Order Approving, Confirming, and Ratifying the Sale and Issuance of the “Hidalgo County Regional Mobility Authority Vehicle Registration Fee Revenue Bonds, Series 2020A”; Providing for Others Matters Related thereto
3. Policy Implication: Board Policy, Local Government Code, Texas Government Code, Texas Transportation Code, TxDOT Policy
4. Budgeted: Yes No N/A
5. Staff Recommendation: Motion to approve Resolution 2020-27 – Order Approving, Confirming, and Ratifying the Sale and Issuance of the “Hidalgo County Regional Mobility Authority Vehicle Registration Fee Revenue Bonds, Series 2020A”; Providing for Others Matters Related thereto, as presented.
6. Program Manager's Recommendation: Approved Disapproved None
7. Planning Committee's Recommendation: Approved Disapproved None
8. Board Attorney's Recommendation: Approved Disapproved None
9. Chief Auditor's Recommendation: Approved Disapproved None
10. Chief Financial Officer's Recommendation: Approved Disapproved None
11. Chief Development Engineer's Recommendation: Approved Disapproved None
12. Chief Construction Engineer's Recommendation: Approved Disapproved None
13. Executive Director's Recommendation: Approved Disapproved None

HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY
BOARD RESOLUTION No. 2020 – 27

**ORDER APPROVING, CONFIRMING, AND RATIFYING THE SALE
AND ISSUANCE OF THE “HIDALGO COUNTY REGIONAL MOBILITY
AUTHORITY VEHICLE REGISTRATION FEE REVENUE BONDS,
SERIES 2020A”; PROVIDING FOR OTHER MATTERS RELATED
THERETO**

WHEREAS, the Board of Directors (the “Board”) of the Hidalgo County Regional Mobility Authority (the “Authority”) has previously adopted a resolution (the “Resolution”) authorizing the issuance of Hidalgo County Regional Mobility Authority Senior Lien Vehicle Registration Fee Revenue and Refunding Bonds, Series 2020 (the “Bonds”) in one or more Series, either as tax-exempt or taxable bonds, in the aggregate principal amount not to exceed \$75,000,000, with a maximum repayment term of no more than 40 years and secured by Pledged Revenues (inclusive of the Pledged Vehicle Fee Revenues), for the purpose of financing and refinancing the Projects and to refund, defease and redeem the Refunded Bonds, all pursuant to the authority provided in Chapters 370 and 502, Texas Transportation Code, and Chapters 1201, 1202, 1207 and 1371, Texas Government Code, and upon the terms and conditions and for the purposes herein provided; and

WHEREAS, a pricing committee appointed by the Authority in the Resolution (the “Pricing Committee”) pursuant to Chapter 1207, Texas Government Code, as amended, and Chapter 1371, Texas Government Code, as amended, has previously approved and executed a pricing certificate (the “Pricing Certificate”) authorizing sale of the Hidalgo County Regional Mobility Authority Senior Lien Vehicle Registration Fee Revenue Bonds, Series 2020A (the “2020A Bonds”) and the Hidalgo County Regional Mobility Authority Senior Lien Vehicle Registration Fee Revenue Refunding Bonds, Taxable Series 2020B (the “2020B Bonds”); and

WHEREAS, to facilitate the issuance of the Bonds, the Board approved a supplement to the Indenture to permit the Authority to procure the Insurance Policy and the Reserve Policy with the Insurer; and

WHEREAS, the Board hereby approves, confirms, and ratifies all prior actions of the Authority and the Pricing Committee and all terms and provisions of the Resolution, the Pricing Certificate, and the Supplemental Indenture of Trust and that issuance of the 2020A Bonds and 2020B Bonds is in the best interests of the residents of the Authority; now, therefore,

BE IT ORDERED BY THE BOARD OF DIRECTORS OF HIDALGO COUNTY REGIONAL MOBILITY AUTHORITY THAT:

Section 1.01 Definitions. Unless otherwise specified herein, capitalized terms used herein and not otherwise identified shall have the meaning assigned thereto in the Resolution.

Section 1.02 Findings. The declarations, determinations and findings declared, made and found in the preamble to this Order are hereby adopted, restated and made a part of the operative provisions hereof.

Section 1.03 Approval, Ratification and Confirmation. The enactment, approval, and execution of the Resolution, the Pricing Certificate, the Purchase Agreement, and the Supplemental Indenture of Trust and the terms of sale of the 2020A Bonds and 2020B Bonds set forth in the Pricing Certificate and Purchase Agreement are hereby further approved, ratified and confirmed, and the terms and provisions of the Resolution, the Pricing Certificate, the Purchase Agreement, Supplemental Indenture of Trust and the 2020A Bonds and the 2020B Bonds, are hereby further approved, ratified and confirmed.

Section 1.04 Revisions and Changes. Any member of the Pricing Committee, in consultation with Bond Counsel, is hereby authorized to make changes to the terms of this Order, the Resolution, the Pricing Certificate, the Purchase Agreement, and the Supplemental Indenture of Trust, if necessary or desirable, to carry out the purposes hereof or in connection with the approval of the issuance of the 2020A Bonds and the 2020B Bonds by the Attorney General of Texas.

Section 1.05 Partial Invalidity. If any section, paragraph, clause or provision of this Order shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provisions shall not affect any of the remaining provisions of this Order.

Section 1.06 Effective Dates.

(a) The Resolution, Pricing Certificate, and Purchase Agreement shall remain effective as of their original effective date.

(b) The Supplemental Indenture of Trust shall become effective upon the issuance of the 2020A Bonds and the 2020B Bonds and the defeasance of the Refunded Bonds.

(c) This Resolution shall become effective immediately upon passage by this Authority and signature of the Chairman of the Authority.

[Remainder of Page Intentionally Left Blank]

PASSED AND ADOPTED on the 22nd day of September, 2020.

**HIDALGO COUNTY REGIONAL
MOBILITY AUTHORITY**

By: _____
S. David Deanda, Chairman, Board of Directors

ATTEST:

By: _____
Ricardo Perez, Secretary/Treasurer, Board of Directors