



BOARD MEETING MINUTES
Wednesday September 18, 2019 2:00 p.m.
Bexar County Public Works
1948 Probandt Street
San Antonio, Texas 78214

1. Call meeting to order.

M. Lynd called the meeting to order at 2:04 P.M. Members present: M. Lynd, W. Raba, B. Perez, J. Agather, L. Miller and W. Serna.

2. Approval of Board of Director Meeting Minutes.

A. Minutes from June 19, 2019

A motion was presented by B. Perez for approval of the Meeting Minutes, seconded by W. Raba which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Serna, L. Miller and W. Raba voting "Aye". The motion was approved.

3. Monthly Status Report on the Vehicle Registration Fee Program & Schedule

VRF Program and Schedule update:

- **Fischer Road Phase II (BC01) Construction**
 1. Items of work include: Traffic signal installation, metal beam guard fence, concrete riprap, concrete and asphalt driveways, ditch grading, placing topsoil and SAWS items
 2. 92.1% invoiced through August 25, 2019
 3. Current date for Substantial Complete - October 2019
- **Old FM 471/Talley Road (BC02) Bidding**
 1. Bids were opened on Friday, August 30, 2019. Six bids were submitted with Harper Brothers Construction the apparent low bidder.
 2. Anticipated September award
- **Talley Road Phase I (BC03) Bidding**
 1. Bids were opened on Wednesday August 21, 2019. Five bids were submitted with Texas Sterling Construction the apparent low bidder.
 2. Anticipated September award
- **West Military Drive (BC05) Design**

K Friese + Associates performed the following work:

 1. Revising Scope of Services due to change in project scope based on community feedback
- **Blanco Road Phase II (BC06) (MPO Funded) Preparing to Bid**

CP&Y performed the following work:

 1. Continued coordinating with TxDOT regarding the federal requirements to begin the bidding process

2. Anticipated September 20, 2019 Advertisement for Construction
- **Evans Road Phase I (BC07) Construction**
 1. Items of work include: Utility trenching, excavation, storm sewer, water quality structures, box culverts, temporary signal installation, SAWS and CPS items
 2. 35.9% invoiced through August 25, 2019
 3. Current date for Substantial Completion - May 2020
- **Evans Road Phase II (BC08) Bidding**
 1. Bids were opened on Friday, July 10, 2019. Seven bids were submitted with Jordan Foster Construction the apparent low bidder.
 2. Anticipated September award
- **Candlemeadow (BC09) Design**
LNV performed the following work:
 1. 60 percent plans submitted May 24, 2019
 2. Utility conflict meeting held August 13, 2019
 3. Notice-to-Proceed to 90 percent plans issued August 13, 2019
- **Foster Road Phase III (BC10) Bidding**
 1. Bids were opened on Friday, June 21, 2019. Eight bids were submitted with Texas Sterling Construction Company the apparent low bidder
 2. Anticipated September award

B. Monthly Financials

- Monthly financial statements are attached for June, July and August 2019 including the following:
 1. Balance Sheet
 2. Statement of Revenues, Expenses, and Changes in Net Assets
 3. Schedule of Budgetary Compliance
 4. Fund Balance Sheet

The Report was accepted by the Board of Directors as presented.

4. Approval of the 3rd Quarterly Investment Report for FY 2018-19 in accordance with Section 2256.023(a) of the Texas Public Funds Investment Act. J. Bownds presented.

Section 2256.023(a) of the Texas Public Funds Investment Act (PFIA) requires that investment reports be filed with the governing body on a quarterly basis each fiscal year.

Attached is the quarterly investment report for the 3rd quarter of FY 2018-19. The weighted average yield (WAY) at the end of the quarter was 258 bps. The weighted average maturity (WAM) at the end of the quarter was 148 days. Total investment income earned over the quarter was \$754,497.

A motion was presented by B. Perez for approval of the 3rd Quarterly Investment Report for FY 2018-19 in accordance with Section 2256.023(a) of the Texas Public Funds Investment Act seconded by W. Raba which motion was voted as follows: M. Lynd, J. Agather, W. Raba, L. Miller, B. Perez and W. Serna voting "Aye". The motion was approved.

5. Discussion and appropriate action regarding an update on the status of Vehicle Registration Fee projects and approval of the Fiscal Year 2019-20 Capital Budget. R. Green presented.

The purpose of this item is for staff to present an update on the status of the Vehicle Registration Fee projects. Directly related to this, staff will also be proposing a Fiscal Year 2019-20 Capital Budget for approval.

A motion was presented by B. Perez with the following for approval of the Fiscal Year 2020 Capital Budgets seconded by W. Raba which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved as follows:

- A. Remove Watson Road Ph II from the Budget.
- B. TxDOT reimbursement allocated to correct TxDOT jobs.
- C. Use cash to find jobs with any shortfalls.
- D. No Notice to Proceed until further discussion on project savings at the October Board meeting.

6. Discussion and appropriate action regarding approval of the Fiscal Year 2019-20 Operating Budget. J. Bownds presented.

Staff presented the proposed Fiscal Year 2019-20 Operating Budget.

A motion was presented by L. Miller for approval of the Fiscal Year 2019-2020 Operating Budget seconded by B. Perez which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved.

7. Discussion and appropriate action regarding the Foster Road Phase III Project.

R. Green presented.

A. Awarding a contract to the lowest and best qualified bid submitted by Texas Sterling Construction Company to provide for the purchase of construction services for the Foster Road Phase III Project in the amount of \$14,235,875.92 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority

B. Approval of an Interlocal Agreement between the Alamo RMA and the San Antonio Water System for the Foster Road Phase III joint-bid utility relocations.

This contract provides for the purchase of all labor, materials and equipment to reconstruct Foster Road from an existing two-lane roadway to a four-lane roadway consisting of two 12-foot travel lanes with six-foot shoulders in each direction. Additional work includes bridge construction, drainage improvements, traffic signal installation and other operational improvements.

The Bexar County Purchasing Department issued Invitation for Bid (IFB) 2019-005 on May 10, 2019. The project was advertised on CivCast and sent to 233 vendors. Eight responses were received by the closing date of June 21, 2019, Texas Sterling Construction Company was considered the lowest and best bid for this project.

Based on competition received the Bexar County Purchasing Department recommends the award of IFB 2019-005 to Texas Sterling Construction Company, in the amount of \$14,235,875.92 for the construction of the Foster Road Phase III Project.

The total amount bid for the Foster Road Phase III Project includes \$1,668,780 for construction of San Antonio Water System (SAWS) joint-bid water and sewer utility relocations. A portion of the SAWS joint-bid sewer work is reimbursable by the Alamo RMA to SAWS because the affected SAWS facilities are in a dedicated sewer easement.

On August 6, 2019 the SAWS Board of Trustees approved an Interlocal Agreement between the Alamo RMA and SAWS governing the terms and providing the funding for the joint-bid items of work. SAWS will provide the Alamo RMA with the bid amount of \$1,668,780 plus a two percent contingency amount of \$33,375.60 minus an Alamo RMA reimbursement amount of \$65,890.82 for a total SAWS contribution of \$1,636,264.78. In addition, the Alamo RMA will reimburse SAWS \$16,004.27 for engineering design fees associated with the reimbursable sewer items of work.

A motion was presented by L. Miller to award a contract to the lowest and best qualified bid submitted by Texas Sterling Construction Company to provide for the purchase of construction services for the Foster Road Phase III Project in the amount of \$14,235,875.92 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority seconded by

J. Agather which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved.

A motion was presented by L. Miller for approval of an Interlocal Agreement between the Alamo RMA and the San Antonio Water System for the Foster Road Phase III joint-bid utility relocations seconded by J. Agather which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved.

8. Discussion and appropriate action regarding the Talley Road Phase I Project:

R. Green presented.

A. Awarding a contract to the lowest and best qualified bid submitted by Texas Sterling Construction Company to provide for the purchase of construction services for the Talley Road Phase I Project in the amount of \$22,305,572.62 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority.

B. Award of an Inspection Services Agreement between the Alamo Regional Mobility Authority and BGE, Inc. for Professional Construction Inspection Services related to the Talley Road Phase I for a not-to-exceed amount of \$1,084,536.00

This contract provides for the purchase of all labor, materials and equipment to reconstruct Talley Road from an existing two-lane roadway to a four-lane urban roadway consisting of an 11-foot lane and a 14-foot lane in each direction with curb and sidewalk. Additional work includes bridge construction, drainage improvements, traffic signal installation and other operational improvements. The project also includes SAWS water and CPS gas joint-bid items of work.

The Bexar County Purchasing Department issued Invitation for Bid (IFB) 2019-011 on June 28, 2019. The project was advertised on CivCast and sent to 193 vendors. Five responses were received by the closing date of August 21, 2019, Texas Sterling Construction Company was considered the lowest and best bid for this project.

Based on competition received the Bexar County Purchasing Department recommends the award of IFB 2019-011 to Texas Sterling Construction Company, in the amount of \$22,305,572.62 for the construction of the Talley Road Phase I Project.

On December 20, 2018 the Alamo Regional Mobility Authority issued a Request for Qualifications for Construction Inspection Services for the Talley Road Phase I Project. Statements of Qualifications were due January 25, 2019.

On March 20, 2019 the Board of Directors directed staff to negotiate with BGE, Inc. to provide the requested services. The scope of work includes the performance of Professional Construction Inspection Services for the Talley Road Phase I Project.

A motion was presented by L. Miller to award a contract to the lowest and best qualified bid submitted by Texas Sterling Construction Company to provide for the purchase of construction services for the Talley Road Phase I Project in the amount of \$22,305,572.62 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority with the Notice-to-Proceed to Texas Sterling Construction be approved by the Board at the October 16, 2019 Board Meeting seconded by W. Serna which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved.

A motion was presented by L. Miller for approval of Inspection Services Agreement between the Alamo RMA and BGE, Inc. for Professional Services for the Talley Road Phase I Project for a not-to-exceed amount of \$1,084,536.00 seconded by W. Serna which motion was voted

on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye".
The motion was approved.

9. Discussion and appropriate action regarding the Evans Road Phase II Project:

R. Green presented.

A. Awarding a contract to the lowest and best qualified bid submitted by Jordan Foster Construction to provide for the purchase of construction services for the Evans Road Phase II Project in the amount of \$9,557,884.50 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority

B. Award of an Inspection Services Agreement between the Alamo Regional Mobility Authority and LJA, Inc. for Professional Construction Inspection Services related to the Evans Road Phase II for a not-to-exceed amount of \$863,825.50.

Background:

This contract provides for the purchase of all labor, materials and equipment to reconstruct Evans Road from an existing two-lane roadway to a four-lane roadway consisting of two 12-foot travel lanes with four foot shoulders in each direction with curb and sidewalk. Additional improvements include a continuous left turn lane for a portion of the Project, traffic signal installation at the Evans Road/Wortham Oaks intersection, bridge construction, drainage improvements, traffic signal installation and other operational improvements. The project also includes SAWS water, SAWS sewer, and CPS gas joint-bid items of work.

The Bexar County Purchasing Department issued Invitation for Bid (IFB) 2019-006 on May 31, 2019. The project was advertised on CivCast and sent to 266 vendors. Six responses were received by the closing date of July 17, 2019, Jordan Foster Construction was considered the lowest and best bid for this project.

Based on competition received the Bexar County Purchasing Department recommends the award of IFB 2019-006 to Jordan Foster Construction, in the amount of \$9,557,884.50 for the construction of the Evans Road Phase II Project.

On March 23, 2018 the Alamo Regional Mobility Authority issued a Request for Qualifications for Construction Inspection Services for the Evans Road Phase II Project. Statements of Qualifications were due May 4, 2018.

On August 15, 2018 the Board of Directors directed staff to negotiate with LJA, Inc. to provide the requested services. The scope of work includes the performance of Professional Construction Inspection Services for the Evans Road Phase II Project.

A motion was presented by W. Serna to award a contract to the lowest and best qualified bid submitted by Jordan Foster Construction Company to provide for the purchase of construction services for the Evans Road Phase II Project in the amount of \$9,557,884.50 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority seconded by J. Agather which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved.

A motion was presented by W. Serna to Award of an Inspection Services Agreement between the Alamo Regional Mobility Authority and LJA, Inc. for Professional Construction Inspection Services related to the Evans Road Phase II for a not-to-exceed amount of \$863,825.5000 seconded by J. Agather which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved.

10. Discussion and appropriate action regarding the Old FM 471 and Talley Road II Project:

R. Green presented.

A. Awarding a contract to the lowest and best qualified bid submitted by Harper Brothers Construction to provide for the purchase of construction services for the Old FM 471 & Talley Road Project in the amount of \$16,599,664.50 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority

B. Award of an Inspection Services Agreement between the Alamo Regional Mobility Authority and Don Durden Inc. dba, Civil Engineering Consultants for Professional Construction Inspection Services related to the Old FM 471 & Talley Road Project for a not-to-exceed amount of \$1,118,513.60.

Background:

This contract provides for the purchase of all labor, materials and equipment to reconstruct portions of both Old FM 471 and Talley Road. The Old FM 471 portion begins at FM 471 (Culebra Road) and extends east approximately 1.75 miles to FM 471 (Culebra Road). The Talley Road portion begins at FM 471 (Culebra Road) and extends south approximately 0.94 miles to Old Talley Road. The Project will reconstruct both roadways including drainage improvements, traffic signal installation and operational improvements. The Project includes SAWS Water joint-bid items of work.

The Purchasing Department issued IFB 2019-010 on July 19, 2019. The project was advertised on CivCast and sent to 132 vendors and 6 responses were received by the closing date of August 30, 2019, Harper Brothers Construction was considered the lowest and best bid for this project.

Based on competition received the Purchasing Department recommends the award of IFB 2019-010 to Harper Brothers Construction, in the amount of \$16,599,664.50 for the construction of the Old FM 471 and Talley Road Project.

On May 19, 2017 the Alamo Regional Mobility Authority issued a Request for Qualifications for Construction Inspection Services for the Old FM 471 & Talley Road Project. Statements of Qualifications were due June 23, 2017.

On August 24, 2017 the Board of Directors directed staff to negotiate with CEC, Inc. to provide the requested services. The scope of work includes the performance of Professional Construction Inspection Services for the Old FM 471 & Talley Road Project.

A was presented by B. Perez to award a contract to the lowest and best qualified bid submitted by Harper Brothers Construction to provide for the purchase of construction services for the Old FM 471 & Talley Road Project in the amount of \$16,599,664.50 and authorizing the Bexar County Purchasing Agent to execute and file the appropriate award documents for record on behalf of the Alamo Regional Mobility Authority with the Notice-to-Proceed to Harper Brothers Construction be approved by the Board at the October 16, 2019 seconded by J. Agather which motion was voted as follows M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye". The motion was approved. W. Raba abstained.

A Award of an Inspection Services Agreement between the Alamo Regional Mobility Authority and Don Durden Inc. dba, Civil Engineering Consultants for Professional Construction Inspection Services related to the Old FM 471 & Talley Road Project for a not-to-exceed amount of \$1,118,513.60 seconded by J. Agather which motion was approved as follows: J. Agather, B. Perez, W. Serna and L. Miller all voting "Aye". The motion was approved. W. Raba Abstained.

11. Discussion and appropriate action regarding Financial Advisory services.

S. McCabe presented

In 2014, Alamo RMA staff released a Request for Proposals (RFP) for Financial Advisory Services and Estrada Hinojosa was recommended. Subsequently, in August 2014 the Alamo RMA entered into an agreement with Estrada Hinojosa. The agreement provided for an initial term of two (2) years

with one (1) one-year extension option. In August 2016, the Board approved the one-year extension option ending August 2017. In June 2017, the Board directed Alamo RMA staff to move forward with amending the agreement to provide for an additional period of two (2) years with one (1) one-year extension option. During this time, Estrada Hinojosa was performing financial analysis on the Loop 1604 Managed Lanes project. In August 2017, the Board approved the amendment to the agreement that provided for an additional two (2) years ending August 20, 2019, with one (1) one-year extension option.

The original two-year term on the amended agreement ended August 20, 2019. The Alamo RMA does have the option to exercise a one-year extension option at its disposal. The purpose of this item is to seek Board direction regarding the Financial Advisory services agreement.

A motion was presented by J. Agather for approval of a one year extension of the Financial Advisory Services agreement with Estrada Hinojosa seconded by B. Perez which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye" The motion was approved.

12. Discussion and appropriate action regarding RSM's Engagement Letter for the FY 2018-19 Audit. S. McCabe presented.

In September 2017, Alamo RMA staff released a Request for Proposals (RFP) for outside auditing services. The RFP closed in October 2017 with five respondents. That same month Alamo RMA staff presented the results of the RFP to the Board and received direction to select RSM for outside auditing services. Staff was directed to engage RSM for a 2-year term with one 1-year renewal option. The audit of the FY 2017-18 financial statements, which was completed earlier this year, represented the second year of the engagement.

RSM has presented Alamo RMA staff with an Engagement Letter to conduct the audit of the FY 2018-19 financial statements. This Engagement Letter for the FY 2018-19 Audit would represent the 1-year renewal option with RSM. The purpose of this item is to receive Board direction regarding RSM's Engagement Letter for the upcoming FY 2018-19 Audit.

A motion was presented by W. Raba for approval of a one year extension of the outside auditing Services agreement with RSM seconded by L. Miller which motion was voted on as follows: M. Lynd, J. Agather, B. Perez, W. Raba, W. Serna and L. Miller all voting "Aye" The motion was approved.

13. Discussion regarding a Request for Information for Public Private Partnership opportunities. S. McCabe presented.

At the June 2019 Board meeting, the Board directed Alamo RMA staff to develop a draft of a Request for Information (RFI) regarding potentially partnering with another entity to a) develop new delivery methods for transportation projects and/or b) develop new revenues or engage in a revenue sharing arrangement that would provide the Alamo RMA with increased capacity to complete additional transportation projects.

The purpose of this item is for Alamo RMA staff to discuss with the Board the draft of the RFI that staff developed and seek Board direction regarding next steps.

There was no action required of the Board on this item.

14. Citizens' Communications. (Citizens must sign the register to speak).

There were no citizens who signed up to speak.

15. Executive Session - Pursuant to Chapter 551, Subchapter D, Texas Government Code.

The Alamo RMA Board of Directors met in Executive Session at 3:55 P.M. pursuant to Chapter 551 of the Texas Government Code.

- A. Section 551.071. Consultation with Attorney - Consultation with, and advice from legal counsel concerning pending/ contemplated litigation, settlement offers and negotiations, ongoing disputes and potential disputes, legal issues associated with any item on this agenda, and other

legal matters.

- B. Section 551.072. Deliberation Regarding Real Property - Discussion of real property purchase, exchange, lease, license, gift, donation, and/or negotiated settlement, including property to be acquired for right-of-way.
- C. Section 551.074. Personnel Matters - Deliberation concerning the appointment, employment, reassignment, evaluation, duties, discipline, and/or dismissal of personnel.

The Board of Directors reconvened to Open Session at 4:11 P.M. and no action was taken.

16. Adjournment.

There being no further action for the Board, Michael Lynd, Jr. adjourned the meeting at 4:12 p.m.

APPROVED:



MICHAEL LYND, JR. CHAIRMAN DATE ADOPTED: October 16, 2019

I hereby certify that the above foregoing pages constitute the full, true, and correct minutes of all the proceedings and official records of the Alamo Regional Mobility Authority at its meeting on September 18, 2019.



ATTEST: _____
DAVID STARR, TREASURER/SECRETARY