

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE NORTH EAST TEXAS
REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 11-19

WHEREAS, the North East Texas Regional Mobility Authority (“NET RMA”) was created pursuant to the request of Gregg and Smith Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.1, *et seq.* (the “RMA Rules”); and

WHEREAS, the Board of Directors of the NET RMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, subsequent to the initial formation of the NET RMA the Counties of Cherokee, Rusk, Harrison, Upshur, Bowie, Cass, Panola, Titus, Van Zandt, and Wood joined the Authority and are represented on the Board of Directors; and

WHEREAS, in Resolution No. 09-20, dated August 17, 2009, the NET RMA Board of Directors authorized procuring the delivery of Segment 3B of Toll 49 (the “Toll 49 Segment 3B Project”) through a design/build comprehensive development agreement (“CDA”); and

WHEREAS, in Resolution No. 10-06, dated June 23, 2010, following the CDA procurement process, the NET RMA Board of Directors approved the selection of CH2M HILL Constructors, Inc. (“CH2M HILL”) as the team presenting the best value proposal and directed the Project Director and consulting team to negotiate a design/build CDA for the development of the Toll 49 Segment 3B Project with CH2M HILL; and

WHEREAS, in Resolution No. 10-12, dated October 20, 2010, the Board of Directors approved entry into the design/build CDA for the development of the Toll 49 Segment 3B Project with CH2M HILL, and the design/build CDA was subsequently executed on March 31, 2011; and

WHEREAS, the design/build CDA may be amended from time to time through change orders agreed upon by the NET RMA and CH2M HILL; and

WHEREAS, the design/build CDA provides that the NET RMA will pay the costs of fencing property along the right-of-way of the Toll 49 Segment 3B Project in the event that the property owners do not perform their obligations to install such fencing; and

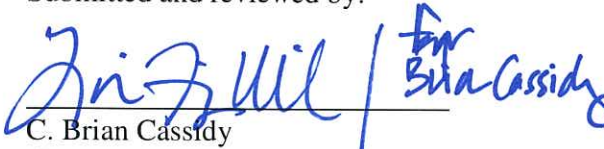
WHEREAS, the NET RMA Project Director has recommended the approval of Change Order No. 1 to the design/build CDA with CH2M HILL for an amount not to exceed \$100,000 to pay for the costs of installing fencing along the project right-of-way in the event that installation of fencing becomes necessary.

NOW THEREFORE, BE IT RESOLVED, that the NET RMA Board of Directors hereby approves Change Order No. 1 to the design/build CDA with CH2M HILL; and

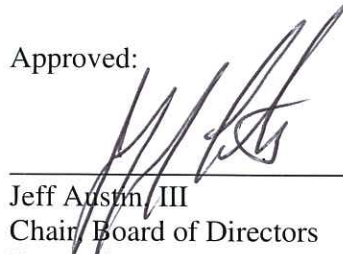
BE IT FURTHER RESOLVED, that Change Order No. 1 may be finalized and executed by the Project Director.

Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 17th day of August, 2011.

Submitted and reviewed by:


C. Brian Cassidy
General Counsel for the North East
Texas Regional Mobility Authority

Approved:


Jeff Austin, III
Chair, Board of Directors
Resolution Number 11-19
Date Passed: 8/17/11