TEXAS TRANSPORTATION COMMISSION

VARIOUS Counties

MINUTE ORDER

DALLAS & FORT WORTH Districts

Transportation Code, §228.012 requires the Texas Department of Transportation (department) to create a separate account in the state highway fund to hold payments received by the department under a comprehensive development agreement (CDA) and the surplus revenue of a toll project or system.

The department is required to create subaccounts in the account for each project, system, or region, and to hold money in a subaccount in trust for the benefit of the region in which the project or system is located. Interest earned on money in a subaccount shall be deposited to the credit of that subaccount. The department may assign the responsibility for allocating money in a subaccount to the metropolitan planning organization (MPO) in which the region is located.

The department has created subaccounts in the state highway fund to hold the payments received from the North Texas Tollway Authority (NTTA) for the right to develop, finance, design, construct, operate, and maintain the SH 161 toll project from I-20 to SH 183 in Dallas County (SH 161 payments).

Pursuant to Transportation Code, §228.012, the SH 161 payments may be used to pay the costs of a transportation project, highway project, or air-quality project within a region in which any part of the SH 161 toll project is located. Money must be allocated to projects authorized by Transportation Code, §228.0055 or §228.006, as applicable. An air-quality project is a project or program of the department or another governmental entity that the commission determines will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads.

In Minute Order 110727, dated October 26, 2006, the Texas Transportation Commission (commission) approved, and authorized the department's executive director to enter into a memorandum of understanding (MOU) with the Regional Transportation Council (RTC), the transportation policy council of the North Central Texas Council of Governments (NCTCOG), a federally designated MPO, concerning the administration, sharing, and use of surplus toll revenue and CDA concession payments in the region served by the NCTCOG. The SH 161 toll project is located in the region served by the NCTCOG.

Responsibility for allocating the SH 161 payments has been assigned to the RTC under the MOU. The MOU provides that the selection of projects to be financed using those funds shall be made by the RTC, subject to commission concurrence. The projects are to be selected through a process which considers the desires of the cities and counties in which the project is located. The RTC has developed a plan for regional sharing of surplus toll revenue and CDA concession payments, based on the location of the toll project from which these revenues are derived and the residential location of toll users in the region served by the NCTCOG.

In Minute Order 112015, dated October 29, 2009 the commission clarified that commission concurrence in projects selected by the RTC to be financed with surplus toll revenue and CDA concession payments is limited to ensuring the funds are allocated to projects authorized by Transportation Code, §228.0055 or §228.006. The minute order requires the department to disburse such funds in accordance with directions from the RTC to pay the costs of qualified projects.

The department has established a work program to account for and track projects and project costs in the NCTCOG Metropolitan Planning Area (MPA) boundary funded with the SH 161 payments. In Minute Order 112759, dated July 28, 2011, and Minute Order 112845, dated September 29, 2011, the commission concurred with certain projects identified by the RTC to be funded with those payments, and approved the placement of those projects in the work program. The RTC, through an extensive public involvement process, has identified additional project costs in the NCTCOG MPA boundary to be funded with the SH 161 payments.

IT IS THEREFORE ORDERED by the commission that, pursuant to the MOU and Minute Order 112015, it concurs with the projects as shown in Exhibit A that have been selected by the RTC to be funded with the SH 161 payments, and approves the placement of the projects in the work program with CONSTRUCT authority, to be developed consistent with applicable state and federal laws, regulations, and procedures. Pursuant to the finding of the RTC, the commission determines that the projects shown in Exhibit A are transportation or highway projects, or air-quality projects that will mitigate or prevent air pollution caused by the construction, maintenance, or use of public roads, and are therefore eligible to be funded with the SH 161 payments.

IT IS FURTHER ORDERED that, unless otherwise approved by the commission, all direct costs associated with the projects for which federal and state funds have not been allocated shall be charged to this work program, including the costs of right-of-way acquisition, preliminary engineering, and construction engineering, and the costs of department staff incurred in the development, procurement, and construction of the projects.

Submitted and reviewed by:

Director, Finance Division

Recommended by:

Executive Director

112977 JAN 26 12

Minute Number Date Passed

Exhibit A

SH 161 RTC Work Program of New Projects

Dallas County

CSJ	ROW CSJ	PROJECT LOCATION	PROJECT DESCRIPTION	SH 161 RTR ACCOUNT 1, NEAR NEIGHBOR, NEAR TIMEFRAME FUNDS	SH 161 RTR ACCOUNT 2 EXCESS REVENUE	TOTAL SH 161 RTR AUTHORIZED TO THE WORK PROGRAM
0918-47-922	N/A	Dallas County Sherriff FY 2012 Highway Traffic/Management Operations Program	Highway Traffic/Management Operations Program	$2,500,000	$0	$2,500,000
Dallas County Total SH 161 RTC Work Program of New Projects				**$2,500,000**	**$0**	**$2,500,000**

Summary of Funds per County

	SH 161 ACCOUNT 1, NEAR NEIGHBOR, NEAR TIMEFRAME FUNDS	SH 161 ACCOUNT 2 EXCESS REVENUE FUNDS
Collin County	$0	$0
Dallas County	$2,500,000	$0
Denton County	$0	$0
Ellis County	$0	$0
Kaufman County	$0	$0
Rockwall County	$0	$0
Total Approved	***$2,500,000***	***$0***
Grand Total of New Projects	**$2,500,000**	

Exhibit B

SH 161 RTC Work Program of Previously Approved Projects

Dallas County

CSJ	ROW CSJ	PROJECT LOCATION	PROJECT DESCRIPTION	SH 161 ACCOUNT 1, NEAR NEIGHBOR NEAR TIMEFRAME FUNDS	SH 161 ACCOUNT 2 EXCESS REVENUE	TOTAL SH 161 RTR AUTHORIZED TO THE WORK PROGRAM
0196-03-180	0196-03-247	IH 35E from Sandy Lake Rd/Whitlock Ln to PGBT (SH 190)	Construct Overpass	$11,460,000	$0	$11,460,000
0581-02-121	N/A	LP 12 at SH 114 freeway - Phase 1 (for contractor incentives)	Construct Interchange and Widen Roadway	$10,000,000	$0	$10,000,000
0918-00-191	N/A	DART HOV Operations	DART - HOV Operations outside DART service area	$2,660,000	$3,000,000	$5,660,000
0918-00-193 ~~***0918-00-993***~~	N/A	Sustainability for Transit	Transit Operations Regional Coordination	$0	$1,448,000	$1,448,000
0918-45-887	N/A	Dallas CBD Streetcar Circulator Expansion from Bus lane reconstruction Elm & Commerce (Houston to Central Expressway) to Streetcar Phase 1B (Main/Elm & Commerce Loop)	Construct Rail Facilities	$0	$5,800,000	$5,800,000
0918-47-053	N/A	McKinney Avenue Trolley Extension on Woodall Rogers Service Rd to St Paul St. and Federal St.	Extension of Trolley Line – Phase 3 Complete Downtown Loop	$0	$5,000,000	$5,000,000
0918-47-055 ~~***0918-47-910***~~	N/A	Kessler Theater Pedestrian Amenities in City of Dallas	Construct Landscape and Pedestrian Improvements	$179,200	$0	$179,200
0918-47-056 ~~***0918-47-915***~~	N/A	Central Trail Along Arapaho from DART LRT Station Platform to Buckingham Rd	Construct Bicycle/Pedestrian Path Improvements and Intersection Improvements	$600,000	$0	$600,000
1068-04-147	N/A	IH 30 from Tarrant County Line to Sylvan Ave.	Construct HOV/Managed Lanes and Wishbone Ramps	$62,700,000	$0	$62,700,000
1068-04-153	N/A	IH 30 from Westmoreland to Cockrell Hill	Construct EB Frontage Roads	$2,700,000	$0	$2,700,000
1068-04-154	Not Assigned	IH 30 from Westmoreland to Cockrell Hill	Construct WB Frontage Roads	$8,300,000	$0	$8,300,000
1068-04-156 ~~***1068-04-904***~~	Not Assigned	IH 30 from Cockrell Hill Rd to East of Westmoreland Rd	Construct Frontage Roads	$5,200,000	$0	$5,200,000

Italics indicate changes from previous versions

Exhibit B

SH 161 RTC Work Program of Previously Approved Projects

Dallas County

CSJ	ROW CSJ	PROJECT LOCATION	PROJECT DESCRIPTION	SH 161 ACCOUNT 1, NEAR NEIGHBOR NEAR TIMEFRAME FUNDS	SH 161 ACCOUNT 2 EXCESS REVENUE	TOTAL SH 161 RTR AUTHORIZED TO THE WORK PROGRAM
2964-01-040	N/A	SH 161 from at Union Pacific Railroad (UP RR) and to Jefferson and Main Streets in Grand Prairie	Construct Frontage Roads and Overpass	$9,600,000	$2,400,000	$12,000,000
Dallas County Total SH 161 RTC Work Program of Previously Approved Projects				**$113,399,200**	**$17,648,000**	**$131,047,200**

Italics indicate changes from previous versions

Exhibit B

SH 161 RTC Work Program of Previously Approved Projects

Summary of Funds by County

	SH 161 ACCOUNT 1, NEAR NEIGHBOR, NEAR TIMEFRAME FUNDS	SH 161 ACCOUNT 2 EXCESS REVENUE
Collin County	$0	$0
Dallas County	$113,399,200	$17,648,000
Denton County	$0	$0
Ellis County	$0	$0
Kaufman County	$0	$0
Rockwall County	$0	$0
Total Approved	***$113,399,200***	***$17,648,000***
Grand Total Previously Approved Projects	**$131,047,200**	

Italics indicate changes from previous versions

Exhibit C

SH 161 RTC Work Program Summary of Funds

	SH 161 Account 1, Near Neighbor, Near Timeframe Projects	SH 161 Account 2 Excess Revenue Projects
Initial Deposits (Less Transfers to SH 121 Account)	**$150,189,889**	**$50,073,900**
Interest Deposited as of October 31, 2011	**$435,253**	**$134,479**
Total Deposits	**$200,833,521**	
New Projects		
Collin County	$0	$0
Dallas County	$2,500,000	$0
Denton County	$0	$0
Ellis County	$0	$0
Kaufman County	$0	$0
Rockwall County	$0	$0
Total New Projects	***$2,500,000***	***$0***
Previously Approved Projects		
Collin County	$0	$0
Dallas County	$113,399,200	$17,648,000
Denton County	$0	$0
Ellis County	$0	$0
Kaufman County	$0	$0
Rockwall County	$0	$0
Total Previously Approved Projects	***$113,399,200***	***$17,648,000***
Grand Total SH 161 RTC projects	**$133,547,200**	
Balance of SH 161 RTC Work Program (total deposits less projects)	**$67,286,321**	

December 5, 2011