



North Central Texas Council of Governments

TO: NCTCOG Executive Board **DATE:** December 7, 2016
FROM: Mike Eastland
 Executive Director
SUBJECT: Executive Board Meeting

The next regular meeting of the **NCTCOG Executive Board** will be:

DATE: December 15, 2016

Please RSVP to the Executive Director's office as soon as possible by return email or call (817) 695-9100.

TIME: 12:00 noon - Lunch

12:45 p.m. – Regular Session/Possible Executive Session

Please note: We have listed an option on the Agenda to convene in Executive Session, if necessary to discuss Item 2 of the Agenda.

PLACE: NCTCOG Offices
 Centerpoint II Conference Center
 616 Six Flags Drive
 Arlington, TX 76011
 Transportation Council Room

President Smith encourages you to attend this important meeting. We look forward to seeing you there!

ME:sc

**616 Six Flags Drive, Centerpoint Two
P.O. Box 5888, Arlington, Texas 76005-5888
(817) 640-3300 FAX: 817-608-2372
www.nctcog.org**

North Central Texas Council of Governments

616 Six Flags Drive, Arlington, TX, 76011

EXECUTIVE BOARD AGENDA

December 15, 2016

12:45 P.M.

Executive Board

_____ Lissa Smith	_____ Kelly Allen Gray	_____ Keith Self
_____ Tom Lombard	_____ Clay Jenkins	_____ Ray Smith
_____ Kevin Strength	_____ Lee Kleinman	_____ Chris Watts
_____ John Horn	_____ Jeff Leach	_____ Glen Whitley
_____ Bruce Archer	_____ Dan McClendon	_____ Kathryn Wilemon
_____ J. D. Clark	_____ Bobbie Mitchell	_____ Bruce Wood

Staff

_____ Mike Eastland	_____ Edith Marvin	_____ Christy Williams
_____ Monte Mercer	_____ Michael Morris	_____ Lucille Johnson
_____ Tim Barbee	_____ David Setzer	_____ Stephanie Cecil
_____ Doni Green	_____ Molly McFadden	

REGULAR SESSION

Call to order time: _____

Pledge to the United States and Texas Flags

ACTION:

Motion/ Second	Item #	Name of Item
_____/____	1	Approval of Minutes
_____/____	2	Resolution Authorizing the Extension of the NCTCOG Office Space Lease - Monte Mercer
_____/____	3	Resolution Authorizing a Contract with Gradient Solutions Corporation for Professional Monitoring and Audit Advisory Services - Monte Mercer

- ___/___ 4 **Resolution Authorizing RFP Award for Network Services for 9-1-1 Voice and Data - Christy Williams**

- ___/___ 5 **Resolution Authorizing a Lease Extension for the Granbury Workforce Center - David Setzer**

- ___/___ 6 **Resolution Approving FASTLANE Grant Applications to the United States Department of Transportation - Michael Morris**

- ___/___ 7 **Resolution Authorizing an Application to the Statewide Texas Department of Transportation Traffic Safety Grant Program - Michael Morris**

- ___/___ 8 **Resolution Authorizing the Receipt of Funds for Planning and Implementation Programs from the Texas Department of Transportation - Michael Morris**

- ___/___ 9 **Resolutions Authorizing Consultant Contracts for High-Speed Rail Station Area Planning in Dallas, Arlington and Fort Worth - Michael Morris**

- ___/___ 10 **Resolution Authorizing Vendor Contract with CARMA, Inc. to Implement Technology to Automatically Detect and Verify Vehicle Occupancy for Users of Tolled Managed Lane Facilities in the Dallas-Fort Worth Region - Michael Morris**

STATUS REPORTS:

- ___/___ 11 **Status Report on NCTCOG's 50th Anniversary Celebration - Lucille Johnson**

MISCELLANEOUS:

- ___/___ 12 **New & Old Business**

- ___/___ 13 **Attendance & Calendar**

Adjournment: _____

The Executive Board may discuss any agenda item in executive session whenever legally permitted under the Texas Open Meetings Act.

**NORTH CENTRAL TEXAS COUNCIL OF GOVERNMENTS
EXECUTIVE BOARD MEETING**

Minutes — October 27, 2016

Transportation Council Room

616 Six Flags Drive
Arlington, Texas

President Smith called the regular meeting of the North Central Texas Council of Governments Executive Board to order at 12:47 pm on October 27, 2016.

Members of the Board Present:

Lissa Smith – President Mayor Pro Tem, City of Plano
Tom Lombard – Vice President, Councilmember, City of North Richland Hills
Bruce Archer, Deputy Mayor Pro Tem, City of Mesquite
J.D. Clark, County Judge, Wise County
Kelly Allen Gray, Councilmember, City of Fort Worth
Clay Jenkins, County Judge, Dallas County
Lee Kleinman, Councilmember, City of Dallas
Jeff Leach, State Representative
Dan McClendon, Mayor Pro Tem, City of Burleson
Bobbie Mitchell, Commissioner, Denton County
Keith Self, County Judge, Collin County
Ray Smith, Mayor, City of Prosper
B. Glen Whitley, County Judge, Tarrant County
Kathryn Wilemon, Councilmember, City of Arlington
Bruce Wood, County Judge, Kaufman County

Members of the Board Absent:

Kevin Strength – Secretary/Treasurer, Mayor, City of Waxahachie
John Horn – Past President, County Judge, Hunt County
Chris Watts, Mayor, City of Denton

Members of the Staff Present:

Mike Eastland, Executive Director
Monte Mercer, Deputy Executive Director
Tim Barbee, Chief Information Officer, Research and Information Services
Doni Green, Director of Aging
Michael Morris, Director of Transportation
Edith Marvin, Director of Environment and Development
Molly Thoerner, Director of Emergency Preparedness
Christy Williams, Director of 9-1-1
Lucille Johnson, Assistant to the Executive Director
Stephanie Cecil, Administrative Assistant, EDO
Dan Kessler, Assistant Director of Transportation
Ken Kirkpatrick, Transportation Counsel
Karen Richard, Chief Human Resources Officer
Heather Mazac, Compliance Legal Advisor, Administration
E.J. Harbin, Purchasing, Administration
Donato Perez, Planner, Transportation
Jenny Narvaez, Planner, Transportation
Berrien Barks, Planner, Transportation
Dana Buckholt, Operations Manager, Workforce
Chris Klaus, Senior Program Manager, Transportation

Debra Kosarek, Quality Assurance Manager, Workforce
James Powell, Assistant Counsel, Transportation
Molly Rendon, Assistant Director of Finance, Administration
Randy Richardson, Fiscal Analyst, Workforce
Shannon Stevenson, Program Manager, Transportation
Jamie Patel, Planner, Transportation

EXECUTIVE SESSION

After opening the regular session, President Smith immediately convened the Executive Session, pursuant to Sections 551.071 and 551.072 of the Texas Open Meetings Act to obtain legal advice and deliberate the purchase, exchange, lease, or value of real property. Representative Leach excused himself from the discussion because of a conflict of interest and left the meeting during the discussion.

REGULAR SESSION

President Smith closed the Executive Session and reconvened the Regular Session of the Board at 1:30 pm.

ACTION:

Item 1 Resolution on Matters Arising Out of Executive Session

President Smith entertained a motion for a possible action on matters arising out of the Executive Session. A motion was made to authorize a resolution giving the Executive Director authority to exercise certain actions associated with NCTCOG's office space lease. NCTCOG has a current lease with Uccello Immobilien GMBH for the Centerpoint I, II, and III buildings, for the existing office space, through March 31, 2023. An early termination option in the lease may be exercised on or before December 31, 2016, with an effective date of December 31, 2017. In order to consider this option and to provide direction in the event there is no December Board meeting, the Board gave the Executive Director the authority to take the following actions: continue the existing lease with no changes; extend the existing lease for 10 years with more favorable terms; or exercise the early termination provision and negotiate a lease for new office space (provided there was no December Board meeting and that any action be brought back to the Board for final approval).

Upon a Motion by Councilmember Lombard (seconded by Judge Whitley), and unanimous vote of all members present, except Representative Leach, the Board approved the resolution as presented.

See Exhibit E16-10-01

Item 2 Approval of Minutes

Upon a Motion by Judge Whitley (seconded by Councilmember Lombard), and unanimous vote of all members present, the Board approved the minutes of the September Executive Board meeting.

Representative Leach returned to the meeting. Dan McClendon & Katheryn Wilemon left the meeting.

Item 3 Resolution Authorizing a Request to the Economic Development Administration to Designate an Economic Development District for the North Central Texas Region

Lucille Johnson, Assistant to the Executive Director, asked the Board for authorization to submit a request and supporting materials (including proposed Bylaws) to the U. S. Economic Development Administration (EDA), for the formation of an Economic Development District (EDD) for the North Central Texas Region. She explained that in addition to authorization to submit the request for designation, the approval of this item also includes: designation of the name of the Economic Development District as the "North Central Texas Economic Development District (NCTEDD)"; approval of the Bylaws for the NCTEDD; and authorization to receive funds from the Economic Development Administration to organize and support the work of the NCTEDD.

Upon a Motion by Judge Clark (seconded by Councilmember Archer), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-03

Item 4 Resolution to Review and Approve NCTCOG's Investment Policy

Monte Mercer, Deputy Executive Director, presented NCTCOG's Investment Policy for Board approval as required annually by the Public Funds Investment Act (PFIA) and explained changes in the authorized brokers/dealers list, which is updated each year based on the City of Arlington and City of Carrollton respective lists.

Upon a Motion by Councilmember Lombard (seconded by Judge Whitley), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-04

Item 5 Resolution to Accept and Approve the Quarterly Investment Report

Monte Mercer, Deputy Executive Director, presented the Quarterly Investment Report for the quarter ending September 30, 2016. He also provided a supplementary schedule for the State's investment activity for Regional Toll Revenue funds and NTTA Hwy 161 funds.

Upon a Motion by Judge Whitley (seconded by Councilmember Archer), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-05

Item 6 Resolution Authorizing the Lease of Copiers and Related Services from Xerox

Monte Mercer, Deputy Executive Director, explained that the requested action would combine the agencies two active Xerox copier contracts, and provide the following benefits: increase administration and oversight efficiencies; result in significant savings (approximately \$65,160); and upgrade equipment and capabilities. The total sixty (60) month cost is \$1,129,020.

Upon a Motion by Councilmember Archer (seconded by Judge Whitley), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-06

Item 7 Resolution Authorizing a Contract with Woolpert, Inc. for High-Resolution Orthophotography and LiDAR Data

Tim Barbee, Director of Research & Information Services, requested authorization of a contract with Woolpert, Inc. for high resolution orthophotography, LiDAR and related services, in an amount not to exceed \$3,000,000. The project may include, upon request of the entities, portions of the Texoma Council of Governments, the Heart of Texas Council of Governments and the Texas Department of Transportation (TxDOT) Paris District. The project is funded 100% with local funds provided by the participants.

Upon a Motion by Judge Whitley (seconded by Commissioner Mitchell), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-07

Item 8 Resolution Authorizing FY2017 Purchase of Computer Hardware, Software and Information Technology Contract Services for the Agency

Tim Barbee, Director of Research & Information Services, asked the Board to approve the purchase of computer hardware, software and related services in the FY2017 Information Technology Infrastructure and Services Purchase Plan. The plan covers NCTCOG needs over the next 12 months and the purchase is in the amount of \$2,612,000. He explained that the NCTCOG Enterprise Information Technology environment includes support for 23 locations around the region, over 1,600 devices, over 300 applications and over 165 terabytes of electronic data.

Upon a Motion by Commissioner Mitchell (seconded by Councilmember Archer), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-08

Item 9 Resolution Authorizing Submittal of Grant Application to the State Farm Good Neighbor Citizenship Company Grant Program

Michael Morris, Director of Transportation, explained that the 2017 Good Neighbor Citizenship Grant funded by the State Farm Companies Foundation and State Farm Insurance Company emphasizes auto and roadway safety. A request for approximately \$200,000 will be submitted to promote the implementation of a Driver Safety Social Marketing Campaign aimed at modifying negative driver behaviors. The grant is funded at 100 percent, therefore no local match is required.

Upon a Motion by Judge Whitley (seconded by Councilmember Lombard), and unanimous vote of all members present, the Board approved the Resolution as presented.

See Exhibit E16-10-09

Representative Leach left the meeting.

Item 10 Resolution Authorizing an Agreement with the Texas Transportation Institute for Technical Assistance to Texas Department of Transportation - Dallas District

Michael Morris, Director of Transportation, told the Board that the FY2017 Unified Planning Work Program provides for corridor studies and environmental studies to support planning for various corridors. In 2012 and 2015, NCTCOG provided requested technical assistance to The Texas Department of Transportation, Dallas District, under subcontract with the Texas Transportation Institute. This action would continue these activities through an agreement in the amount of \$200,000 for FY 2017-18.

Upon a Motion by Councilmember Lombard (seconded by Commissioner Mitchell), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-10

Item 11 Resolution Approving Modifications to the FY2016 and FY2017 Unified Planning Work Program for Regional Transportation Planning

Dan Kessler, Assistant Director of Transportation, presented an overview of the proposed changes to the FY2016 and FY2017 Unified Planning Work Program for Regional Transportation Planning (UPWP), which were approved by the Regional Transportation Council in October. He explained that the UPWP is required by federal and State transportation planning regulations and provides a summary of the transportation and related air quality planning tasks to be conducted by Metropolitan Planning Organization (MPO) staff. New initiatives, project modifications, and funding adjustments have resulted in the need to amend the UPWP. He provided a detailed description of the changes to the Board as an attachment in the Agenda.

Upon a Motion by Councilmember Lombard (seconded by Judge Whitley), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-11

Item 12 Resolution Authorizing a Continued Funding Partnership with Collin County

Michael Morris, Director of Transportation, recommended a continuation of the funding partnership with Collin County to exchange Low-Income Repair and Replacement Assistance Program/Local Initiative Projects (LIRAP/LIP) funds for approximately \$3.5 million in Congestion Mitigation and Air Quality Improvement Program (CMAQ) funds (which includes \$515,294 in carryover from Fiscal Year 2016) with Transportation Development Credits as the local match. He explained that when program funding was severely restricted, Collin County took measures to opt out of LIRAP/LIP. In September of 2015, after full funding was restored, the Board authorized a

partnership with Collin County to exchange LIRAP funds for CMAQ funds in order to fully utilize all available nonattainment area revenue in the region. In exchange, Collin County LIRAP/LIP funding will be available for use in the other participating eight counties.

Upon a Motion by Judge Self (seconded by Councilmember Lombard), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-12

Item 13 Resolution Authorizing Execution of a Contract for the 2016 Cooperative Transit Vehicle Security Camera Systems Procurement

Michael Morris, Director of Transportation, recommended Board approval of a contract to deliver and install camera systems to support onboard transit vehicle security, for a maximum two year term, in an amount not to exceed \$650,000. This project uses Federal Transit Administration funds, Transportation Development Credits, and local funds. He explained that following evaluation, a vendor selection committee recommended an award to Safety Vision, LLC. to purchase camera systems in the first year of the contract for up to 145 transit vehicles. The optional second year purchase would be for up to 50 transit vehicles.

Upon a Motion by Councilmember Archer (seconded by Commissioner Mitchell), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-13

Item 14 Resolution Authorizing Consultant Contract with National Research Center, Inc., for a Regional Survey of Residents Regarding Bicycle Use

Michael Morris, Director of Transportation, explained that NCTCOG initiated procurement of a consultant to produce statistically valid survey results on bicycling and bicycle infrastructure in North Texas. The results of the survey would help guide future plans and projects that affect bicyclists. After review and evaluation of proposals, a consultant selection committee recommended the National Research Council, Inc. to perform the work, in a contract amount not to exceed \$125,000. In addition to regional and county-level surveys for the five core counties, city specific results for each of the partnering cities of Denton, Frisco, Garland, and Plano will also be gathered. This project is funded from a combination of Surface Transportation Program – Metropolitan Mobility (STP-MM) funds and local contributions provided by the Cities of Denton, Frisco, Garland, and Plano (\$70,000 STP-MM funds and approximately \$55,000 from the four participating cities listed).

Upon a Motion by Judge Whitley (seconded by Councilmember Archer), and unanimous vote of all members present, the Board approved the resolution as presented.

See Exhibit E16-10-14

STATUS REPORTS:

Item 15 Status Report on Transportation Conformity Findings

Michael Morris, Director of Transportation, told the Board that in September, the Federal Highway Administration determined the 2016 Transportation Conformity for Mobility 2040: The Metropolitan Transportation Plan for North Central Texas (Mobility 2040) and the 2015-2018 Transportation Improvement Program for North Central Texas (TIP) meet all requirements for approval under the Clean Air Act Amendments of 1990. He explained that due to the ozone nonattainment status for the Dallas-Fort Worth region, both Mobility 2040 and the TIP must comply with federal air quality regulations and that, with this determination, projects in both programs may proceed.

Item 16 Status Report on The Big X Multi-Disciplinary, Multi-Jurisdiction Full Scale and Functional Exercise

Molly McFadden, Director of Emergency Preparedness, briefed the Board on preparations for the North Central Texas Regional Full-Scale (Big X) Exercise for November 11-13, 2016. She explained that the primary goal of the exercise is to increase proficiency levels in identified target capabilities and enhance the regional response to large-scale incidents. The exercise is designed to assess the ability to successfully respond to and manage

multiple terrorist events and other emergencies occurring simultaneously throughout the region. Dynamic and realistic exercise scenarios will provide training and a unique opportunity to evaluate a variety of regional emergency response capabilities, including: Explosive Ordnance Disposal (EOD), Hazardous Materials (HazMat), Special Weapons and Tactics (SWAT), Urban Search and Rescue (USAR), Community Emergency Response Teams (CERT), Wildland Fire, Emergency Management, Communications, and ESF-8 (Public Health and Medical) participants.

Item 17 Status Report on NCTCOG's 50th Anniversary Celebration

This item was postponed.

MISCELLANEOUS:

Item 18 New & Old Business

There was no new or old business.

Item 19 Attendance & Calendar

The Board was provided with a Calendar of meetings and a record of attendance.

President Smith adjourned the meeting at 2:15 pm.

Approved by:

Checked by:

Lissa Smith
President, North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

Mike Eastland, Executive Director
North Central Texas Council of Governments



North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

Date: December 7, 2016

FROM: Monte Mercer
Deputy Executive Director

SUBJECT: Resolution Authorizing the Extension of the NCTCOG Office Space Lease

In October, the Executive Board was briefed on the status of the North Central Texas Council of Governments' (NCTCOG) office space lease, including a detailed briefing with the Finance Committee. NCTCOG's existing office space lease with Uccello Immobilien GMBH (Uccello) for the Centerpoint I, II, and III buildings, comprises approximately 142,000 square feet. The term of the lease is through March 31, 2023, with an early termination option that may be exercised on or before December 31, 2016.

In October, the Executive Board authorized the Executive Director to 1) continue the existing lease, 2) extend the existing lease under more favorable terms for an additional ten year period, or 3) exercise the early termination option. This authorization was only effective in the event the Executive Board did not meet during the month of December. After reviewing available options, staff is recommending that the Executive Board authorize the extension of NCTCOG's office space lease consistent with the terms and conditions in the Letter of Intent (LOI), which is included as Attachment 1 to the draft resolution.

These terms, if approved by both parties, would extend NCTCOG's existing lease for approximately 142,000 square feet of office space in Centerpoint I, II, and III through March 31, 2033. The proposed year one base rent is \$2,491,545 (including taxes, insurance, maintenance, janitorial, and utilities) beginning January 1, 2017 with an escalation rate of two (2) percent annually for the remainder of the lease term. This equates to a price per square foot of \$17.50 in the base year. In addition, the NCTCOG would also be responsible for up to 5% of increases above the base year of their pro-rata share of controllable operating expenses (e.g., janitorial, maintenance, etc.). The NCTCOG would be responsible for their pro-rata share of any increases above the base year for uncontrollable operating expenses (e.g., taxes, insurance, and utilities).

The proposed terms also include a tenant improvement allowance that provides approximately \$4.3 million for various building improvements, modifications, and furniture and equipment purchases. The allowance will be available to NCTCOG for a four (4) year duration beginning January 1, 2017.

A draft resolution authorizing an extension of the lease agreement with Uccello Immobilien GMHG is attached for Executive Board consideration. I will provide a brief presentation of this item and will be available to answer any questions prior to requesting board approval.

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RESOLUTION AUTHORIZING THE EXTENSION OF THE NCTCOG OFFICE SPACE LEASE

WHEREAS, the North Central Texas Council of Governments (NCTCOG) is a voluntary association of, by, and for local governments, and was established to assist local governments in planning for common needs, cooperating for mutual benefit, and coordinating for sound regional development; and,

WHEREAS, NCTCOG currently has a lease agreement with Uccello Immobilien GMHB that includes approximately 142,000 square feet of office space within Centerpoint I, II, and III which expires March 31, 2023; and,

WHEREAS, after reviewing the options available to NCTCOG regarding the current location, staff is recommending extending the existing lease for a period of ten (10) years through March 31, 2033; and,

WHEREAS, the proposed base year rent is \$2,491,545 beginning January 1, 2017 with an escalation rate of two (2) percent annually for the remainder of the lease term. This equates to \$17.50 per square foot for the base year; and,

WHEREAS, a proposed tenant improvement allowance is included that provides approximately \$4.3 million for various building improvements, modifications, and furniture and equipment purchases. The allowance will be available to the NCTCOG for a four (4) year duration beginning January 1, 2017.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

- Section 1.** A lease agreement extension between NCTCOG and Uccello Immobilien GMHB for office space located at Centerpoint I, II, and III consistent with the terms of the attached Letter of Intent Dated November 29, 2016, including extending the lease term through March 31, 2033, for a base year rent of \$2,491,545 (including taxes, insurance, maintenance, janitorial, and utilities), beginning January 1, 2017, including a two (2) percent annual escalation rate, be and is hereby approved.
- Section 2.** The Executive Director is authorized to agree to non-material changes to the terms and conditions outlined in the November 29, 2016 Letter of Intent to the extent necessary to execute the lease extension with Uccello Immobilien.
- Section 3.** The Executive Director or designee is authorized to execute a lease extension with Uccello Immobilien GMHB consistent with the terms herein in the name of the North Central Texas Council of Governments.
- Section 4.** This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro-Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie



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November 29, 2016
Via Electronic Mail



Mr. John Patrick Leyba
Vice President
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**RE: North Central Texas Council of Governments
Letter of Intent**

Gentlemen:

As agent for and on behalf of North Central Texas Council of Governments, Avison Young-Dallas, LLC is authorized to present this outline of terms and conditions. The purpose of this letter is to outline the terms and conditions under which North Central Texas Council of Governments (as "Tenant") will enter into negotiations with Uccello Immobilien GMBH (as "Landlord") for office space in Centerpoint I, II & III (the "Building"). This letter will address the business issues under which North Central Texas Council of Governments would attempt to finalize a leasehold interest in the Building. In the event there is an inability by both parties to reach agreement on either business or legal issues this outline of terms and conditions will be null and void and not binding on either party.

Tenant	North Central Texas Council of Governments
Building(s)	Centerpoint I, II, III
Initial Premises	Tenant initially requires approximately 142,374 RSF (including Suite 230, CP III) , subject to final space planning and Measurement as outlined below.
Swing Space	The 4 th floor of the Centerpoint III office building containing up to 13,864 SF for 24 months commencing August 1, 2017 through July 31, 2019.
Measurement	The buildings will be measured going forward per the BOMA methods stated below; Pro Rata Shares will be adjusted accordingly.

CP I and CP III – As per Office Buildings: Standard Methods of Measurements(ANSI/BOMA Z65.1-2010) Method A Rentable Area
CP II – As per Gross Area of a Building: Standard Methods of Measurement (ANSI/BOMA Z65.3—2009) - EGA

Lease Term and Base Rental

Ten (10) year lease term extension added to the current lease expiration date of March 31, 2023. The new rent schedule shall begin January 1, 2017 at \$2,491,545 annual rent which is \$17.50 PSF Full Service annual rental rate times 142,374 RSF with 2% annual increases.

Operating Expenses

Tenant to receive a new base year of 2017 .
Expense cap on controllable expenses will be 5% annually calculated on a cumulative and compounding basis. Paragraph 2.3 Definition of Operating Expenses, Sub Paragraph xi. to be deleted.

Base Building Improvements

Landlord shall renovate CPII to modern standards utilizing energy efficient designs with the goal to reduce maintenance, energy and water consumption. These improvements shall include but not be limited to:

- i. Repair elevator systems per Exhibit A and update cab interior to a mutually acceptable standard (not to exceed \$15,000 per cab). Landlord, shall perform the work as described in Exhibit A. Landlord shall properly maintain the elevators so that they operate within industry standards. On an annual basis, the Property Manager shall review the elevator service logs with Tenant to ensure the elevators are performing accordingly. All repairs and capital expenses will be handled per GAAP standard accounting principals.
- ii. Watertight building curtain wall
- iii. Replace fogged and/or damaged exterior curtain wall glass which can not be chemically cleaned.
- iv. HVAC has been evaluated and Landlord will agree to perform the repairs as outlined in Exhibit B before Summer Q2 2017.
- v. Restrooms to be modernized with new low flow water and energy efficient light fixtures and with finishes mutually acceptable to Landlord and Tenant. Landlord has budgeted \$30,000 per restroom per gender in CPII.
- vi. Landlord and Tenant will continue efforts to achieve an Energy Star rating within two years of the Lease Commencement Date but Landlord has no obligation or commitment to achieve such rating.
- vii. Landscaping to be renovated to a mutually agreed design to a drought/heat resistant planting scheme to be implemented on the front side of CPII within one year of the Lease Commencement Date but with a price not to exceed Exhibit C.
- viii. Landlord confirms it's responsibility to maintain the parking lot and sidewalk and all repairs and capital expenses will be handled per GAAP standard accounting principals.

- ix. Landlord to install parking lot security cameras per Exhibit D-1 and D-2 within one year of the Lease Commencement Date at Landlord's sole expense.
- x. Landlord to supply electric as provided in Exhibit E in CP II.

Tenant Improvement Allowance

All tenant improvements by tenant shall be subject to Landlord's approval which approval shall not be unreasonably withheld. \$30.00 PSF Tenant Improvement Allowance ("TIA") for renovations to the current conditions and other related costs as defined below. Landlord to make the \$30.00 PSF TIA available to Tenant over a period of four years beginning in 2017 with the disbursement and approval schedule to be mutually agreed in the Lease Amendment. Tenant to have the ability to cross-utilize the TIA in the three Centerpoint buildings it occupies.

Should the actual cost of construction be in excess of the TIA, then Tenant requests the right to have such additional costs amortized into the rental rate at a 6% rate over the term of the lease not to exceed \$5.00 PSF. Tenant further requests that any unused Tenant Improvement Allowance up to \$7.00 per SF may be utilized for the following items :

- i. Purchase and installation of telephone and data cabling and equipment;
- ii. Purchase and installation of signage, furniture, fixtures and equipment;
- iii. Relocation expenses related to consolidation of other locations and move coordination related to swing space associated with renovation of space;
- iv. Space planning, engineering, design, and move coordination cost;
- v. Permit fees and power upgrades.

Test-Fit Allowance

Tenant may engage Tenant's architect at Landlord's expense to perform a test-fit(s) of the Premises, the cost for which shall not count towards a deduction of the Tenant Improvement Allowance. Landlord shall pay for the test-fit not to exceed \$0.12 PSF.

Project Management

Tenant shall utilize Avison Young – Dallas project management to oversee all aspects of the construction. Landlord shall not charge Tenant for any fees related to project management and/or Property Manager coordination/supervision of the construction of Tenant's Premises. Landlord to pay AY project management out of the TI Allowance, not to exceed 2.5%, paid pari passu as requested by Tenant.

Renewal Option	Tenant will require options to extend its Initial Lease Term for one (1) additional period of equal term, with no less than twelve (12) months prior written notice to Landlord. The renewal rate shall be at of the then prevailing market rate, based upon transactions being completed in similar class buildings in the surrounding area and same or comparable submarket, including market concessions. Tenant shall also receive a new Base Year or equivalent expense stop for Operating Expenses and Real Estate Taxes. If Tenant and Landlord cannot mutually agree upon the prevailing market, then both parties will use a "Baseball" arbitration process with mutually acceptable experienced Real Estate Brokers.
Expansion Rights	Right of First Refusal: Tenant expansion rights as contained in the existing Lease Agreement.
Contraction Option	During the Lease Term, provided the Tenant is not in default under any terms of the Lease, Tenant shall have the option to cancel a portion of this Lease on, but not before of after October 31 of each year, provided that the total cumulative amount of the lease space cancelled in the buildings all together shall not exceed 35,000 rentable square feet at any time during the term of the lease. Tenant shall give Landlord at least one hundred and twenty (120) days written notice specifying the space to be cancelled and simultaneously pay a cancelation penalty equal to the unamortized Tenant improvement costs and real estate commissions as calculated on a pro rata basis. Tenant may contract all space in Centerpoint I and III with no additional conditions. If space is contracted in CP II only it shall be limited to a full floor and , in addition to payment of unamortized Tenant Improvement costs and commissions there shall be a rent penalty of ½ month based on the number of years left on the lease term (ex. 10 years left on the lease equals 5 months rent). The rent shall be computed on the square footage given back in CP II, at the rental rate currently in effect.
Security Deposit	No security deposit shall be required by Tenant.
Parking	Parking language as is contained in the current Lease.
Assignment & Subletting	As in current lease.
Corporate Identity	Landlord shall provide existing Building Signage, existing Building Monument Signage, existing Suite Entry Signage and existing Building Directory listing for Tenant at no cost. Full building and full floor signage to be controlled by Tenant.

Relocation Landlord will not have the right to relocate Tenant's Premises during the Lease Term and any extensions thereafter. Relocation language is contained in the current Lease

Lease Form The outlined terms above and existing lease amendments will be incorporated into the existing Lease form.

Tenant's Agent Tenant's exclusive agent in this transaction is Avison Young ("AY" or "Tenant's Broker"). The Landlord, or Landlord's agent, will pay AY a standard commission based on a separate agreement.

This outline of Terms and Conditions is subject to review of the lease document by Tenant's legal counsel. No provision of this agreement will be binding on either party unless and until a lease document is signed by Landlord and Tenant.

Sincerely,
North Central Texas Council of Governments



Mike Eastland
Executive Director

Cc:
Curt Linn
Jim Louis
Avison Young

AGREED AND ACCEPTED this ____ day of December, 2016.

LANDLORD:
UCCELLO IMMOBILIEN GmbH

By: _____

Title: _____



North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

Date: December 7, 2016

FROM: Monte Mercer
Deputy Executive Director

SUBJECT: Resolution Authorizing a Contract with Gradient Solutions Corporation for Professional Monitoring and Audit Advisory Services

The Administration Department provides support to NCTCOG's departments and programs including, but not limited to, financial management and reporting, auditing, compliance, project management, and training. To that end, NCTCOG has an ongoing need for consultant expertise in these fields and is reaching the end of its current five-year agreement for these services. The Executive Board will be asked to approve the consultant contract to provide monitoring and audit advisory services which were procured to aid in the completion of projects both in Administration and throughout the Agency.

In October 2016, NCTCOG issued a Request for Statement of Qualifications to secure a consultant to provide services relating to the monitoring and analysis of, and recommendations for, agency activities and programs at the NCTCOG. In addition, this consultant would provide assistance and guidance for monitoring staff on Agency risk assessments and best practices, as well as advise on audit procedures and testing. Based on a competitive procurement process, Gradient Solutions is the recommended firm to provide these deliverables. Staff is proposing a three-year agreement in an amount not to exceed \$300,000 with three optional one-year renewals to be exercised upon satisfactory performance. A statement of work outlining objectives and deliverables for each fiscal year will be agreed-upon prior to exercising a renewal option.

A draft resolution approving a contract with Gradient Solutions, in an initial three-year amount not to exceed \$300,000, is attached for Executive Board consideration. I will provide a brief presentation on this item and be available to answer any questions prior to requesting Board approval.

MM: /js

**RESOLUTION AUTHORIZING A CONTRACT WITH
GRADIENT SOLUTIONS CORPORATION FOR
PROFESSIONAL MONITORING AND AUDIT ADVISORY SERVICES**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) is a voluntary association of, by, and for local governments, and was established to assist local governments in planning for common needs, cooperating for mutual benefit, and coordinating for sound regional development; and,

WHEREAS, NCTCOG is utilizing consultants to aid in the completion of Administration and Agency-wide projects; and,

WHEREAS, NCTCOG issued a Request for Statement of Qualifications and, following evaluation, is recommending Gradient Solutions to provide monitoring and audit advisory services.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. A contract between NCTCOG and Gradient Solutions Corporation for monitoring and audit advisory services, in an amount not to exceed \$300,000 for the initial three (3) year term, with three optional one (1) year renewals, be and is hereby approved.

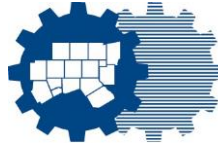
Section 2. The Executive Director or designee is authorized to execute contractual agreements with Gradient Solutions, in the name of the North Central Texas Council of Governments.

Section 3. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro-Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie



**North Central Texas Council of Governments
Executive Board**

Item 4

Exhibit: 2016-12-04-911

Meeting Date: December 15, 2016

Department: 9-1-1

Presenter: Christy Williams, Director of 9-1-1

Subject: RESOLUTION AUTHORIZING RFP AWARD FOR NETWORK SERVICES
FOR 9-1-1 VOICE AND DATA

NCTCOG staff is requesting authorization to award a contract to vendor(s) for network services for 9-1-1 voice and data. In order to acquire much-needed capacity and increase 9-1-1 network reliability, NCTCOG contracted for hardware and services to build an alternate network. The solution, which consists of multiple interconnected microwave rings and terrestrial backhaul network circuits, will provide a resilient and robust network to carry critical 9-1-1 traffic. As part of this effort, NCTCOG recently issued a Request for Proposals (RFP) for Network Services for 9-1-1 Voice and Data to complement the networks by providing backhaul to the microwave rings. The RFP also allows for the contracting of a new MPLS network to replace the existing Level 3 contract which is set to expire in 2017. Proposals are due December 8, 2016. Following evaluation, contract(s) will be awarded to the vendor(s) that best meet the solution requirements. Due to the nature of the funds being utilized, proceeding with this award is time-critical and necessitates Board authorization prior to selection of the vendor(s).

A draft resolution authorizing the Executive Director to award and execute a contract(s) with the selected vendor(s) is attached for Executive Board consideration. This network project is included in the Commission on State Emergency Communications (CSEC) approved strategic plan and NCTCOG Annual Fiscal Program.

Staff will provide the Board a status update in January detailing the selected vendor(s) and cost.

I will be available during both the December 15th Board meeting to respond to questions.

**RESOLUTION AUTHORIZING RFP AWARD FOR NETWORK SERVICES FOR
9-1-1 VOICE AND DATA**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) is engaged in the planning, implementation, and maintenance of a Next Generation 9-1-1 (E9-1-1) system for 43 Public Safety Answering Points within a 14 county 9-1-1 service area; and,

WHEREAS, NCTCOG wishes to procure an alternate network to be utilized for the delivery of 9-1-1 data and voice to support NCTCOG PSAP's; and,

WHEREAS, NCTCOG 9-1-1 requires an upgraded network design and configuration to meet current and future requirements; and,

WHEREAS, NCTCOG staff is requesting Executive Board authorization for the Executive Director to award and execute the contract(s) subject to approved budget amounts; and,

WHEREAS, this network project is included in the CSEC approved strategic plan and NCTCOG Annual Fiscal Program.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. The NCTCOG Executive Board authorizes the Executive Director or designee to award and execute a contract(s) between NCTCOG and the selected vendor(s) for Network Services for 9-1-1 Voice and Data, not to exceed the amount budgeted in NCTCOG's Annual Fiscal Program, in the name of the North Central Texas Council of Governments.

Section 2. Staff shall update the Executive Board with the selected vendor(s) and costs at its January 2017 meeting or as soon as practicable thereafter.

Section 3. This Resolution shall take effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

I hereby certify that this Resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie



North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

FROM: David K. Setzer
Director of Workforce Development

DATE: December 7, 2016

SUBJECT: Resolution Authorizing a Lease Extension for the Granbury Workforce Center

The North Central Texas Council of Governments (NCTCOG), in its capacity as Administrative Entity and designated Grant Recipient/Fiscal Agent of the North Central Texas Workforce Development Board (Workforce Board), operates a number of workforce centers throughout the region including a location at 915 East Highway 377, Suite 8, in Granbury, Texas. This location contains 2,783 square feet at a price of \$16.41 per square foot (excluding utilities and janitorial) and the current lease term ends December 31, 2016.

The landlord, Stone Water Church, has agreed to extend the lease for an eighteen (18) month time frame for a price per square foot equaling the current rate of \$16.41 (excluding utilities and a janitorial).

NCTCOG's real estate broker, Avison Young, has performed a current market survey of other comparable properties (Attachment A) and discovered that the proposed rate for this facility is within the market price for that surrounding area.

NCTCOG staff believes that this remains an optimum location for a workforce center due to the following:

- Pricing-Within market range of the Granbury area.
- Close proximity to major roads and thoroughfares-Highway 377 is one of the major highways within the Granbury area.
- Adequate parking-the building is a former Wal-Mart facility containing a large volume of general parking spaces.
- Square Footage-2,783 square feet is currently determined as sufficient space for this center.

A draft resolution authorizing an eighteen (18) month lease extension with Stone Water Church is attached for Executive Board consideration. I will provide a brief presentation of this item and will be available to answer any questions prior to requesting board approval.

**RESOLUTION AUTHORIZING A LEASE EXTENSION FOR
THE GRANBURY WORKFORCE CENTER**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) serves as the Administrative Entity and designated Grant Recipient/Fiscal Agent of the North Central Texas Workforce Development Board (Workforce Board); and,

WHEREAS, NCTCOG currently has a lease agreement, expiring December 31, 2016, for 2,783 square feet of office space for operation of a Workforce Center located at 915 East Highway 377, Suite 8 in Granbury, Texas; and,

WHEREAS, the landlord has agreed to extend the lease for an eighteen (18) month term at the current rate of \$16.41 per square foot (excluding janitorial and utilities); and,

WHEREAS, NCTCOG staff recommends renewing this lease location due to the favorable price, location, parking, and square footage.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. A lease extension between NCTCOG and Stone Water Church for the property located at 915 East Highway 377, Suite 8 in Granbury, Texas, for eighteen (18) months beginning January 1, 2017, at a price of \$16.41 per square foot (excluding janitorial and utilities), be and is hereby approved.

Section 2. The Executive Director or designee is authorized to execute a lease agreement with Stone Water Church, in the name of the North Central Texas Council of Governments

Section 3. This resolution shall be in effect immediately upon its adoption.






Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro-Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie

Comparison Chart -Granbury Retail & Office Properties

Attachment A

Building Name / Address	SF Complex	Proposed SF	Proposed Rental Rate / Type (\$/SF)	Gross Rate	Annual Rent /Monthly Rent	TI Offered	Comments
 Avalon Medical Park 1200 Crawford Avenue, Suite D	14,000	3,000	\$20.00 / NNN	\$24.00	\$72,000./Yr \$6,000./Mon	Negotiable	Finished out for medical, but never occupied
 Avalon Town Center 1030 E Hwy 377	42,800	3,000	\$12.00 / NNN	\$18.00	\$54,000./Yr \$4,500./Mon	\$5.00 / SF	2nd Gen - Break, Conf, Exec Ofc Property changing hands
 205 Kings Plaza	3,250	3,250	\$12.00 / MG	\$12.00	\$39,000./Yr \$3,250./Mon	\$4.00 / SF	Metal bldg, shell, no HVAC, Insufficient TI Allowance
 4425 E Hwy 377	10,000	4,000	\$15.00 / NNN	\$18.75	\$75,000./Yr \$6,250./Mon	Negotiable	CAM=\$3.75 2nd Generation 2 different spaces @ 2K each.
 915 E Hwy 377 (Current Location)	75,937	2,783	\$16.41/Gross	\$16.41	\$45,677/\$3,806.45	\$0.00	Current Location



December 15, 2016 – Item 6

North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

DATE: December 8, 2016

FROM: Michael Morris, P.E.
Director of Transportation

SUBJECT: Resolution Approving FASTLANE Grant Applications to the United States
Department of Transportation

In October 2016, the United States Department of Transportation (US DOT) announced the Fiscal Year (FY) 2017 Fostering Advancements in Shipping and Transportation for the Long-Term Achievement of National Efficiencies (FASTLANE) Program for freight projects with national or regional significance. Applications are due by December 15, 2016. The following projects will be submitted: IH 35E/IH 35W Merge Interchange (Denton) and the DFW Connector North Airport Interchange (IH 635/SH 121/SH 114/International Parkway).

The Regional Transportation Council approved the submission of the projects to the US DOT under the FASTLANE Program on December 8, 2016. The projects are the same ones the Executive Board approved in April 2016 for the FY 2016 FASTLANE Program, and they are proposed with no changes. Staff is requesting endorsement and approval of the FASTLANE grant applications. If awarded, staff will work with the US DOT on the most efficient method to transfer these funds to the region.

Attached is a draft resolution for the Executive Board's consideration. I will provide a brief presentation of this item and will be available to answer any questions prior to requesting Board approval.

AB:jh
Attachments

**RESOLUTION APPROVING FASTLANE GRANT APPLICATIONS TO THE UNITED STATES
DEPARTMENT OF TRANSPORTATION**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) has been designated as the Metropolitan Planning Organization (MPO) for the Dallas-Fort Worth Metropolitan Area by the Governor of the State of Texas in accordance with federal law; and,

WHEREAS, the Regional Transportation Council (RTC), comprised primarily of local elected officials, is the regional transportation policy body associated with NCTCOG and has been and continues to be a forum for cooperative decisions on transportation; and,

WHEREAS, the Fiscal Year (FY) 2016 and FY 2017 Unified Planning Work Program includes project development, technical support for transportation corridors, and surface access to aviation planning; and,

WHEREAS, in October 2016, the United States Department of Transportation (US DOT) announced the second Fostering Advancements in Shipping and Transportation for the Long-term Achievement of National Efficiencies Grant Program (FASTLANE); and,

WHEREAS, on December 8, 2016, the RTC approved the submittal of two grant applications for a total of approximately \$190 million in funding under the FASTLANE Grant Program.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. NCTCOG is authorized to submit two grant applications to the US DOT for projects under the FASTLANE Grant Program for approximately \$190 million, as detailed in Attachment 1.

Section 2. The Executive Board instructs staff to work with the US DOT and partner agencies and to determine the most efficient method to bring these funds to the region and implement these projects.

Section 3. NCTCOG is authorized to receive approximately \$190 million in FASTLANE Grant Program funds, if awarded, and subject to Section 2.

Section 4. These funds shall be incorporated into the FY2017 budget as appropriate.

Section 5. The Executive Director or designee is authorized to execute agreements necessary to carry out this program, including agreements for receipt of local match funds.

Section 6. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie

FY 2017 FASTLANE PROPOSED RTC PROJECT SUBMITTALS

Project	In \$ Millions		
	Amount to be Requested	Proposed Match & Source	Total Funding
IH 35E/IH 35W Merge Interchange (Denton)	\$126	\$84 (State and Future RTC Funds)	\$210
DFW Connector North Airport Interchange (IH 635 / SH 121 / SH 114 / International Pkwy)	\$64	\$43 (State and Future RTC Funds)	\$107



December 15, 2016 – Item 7

North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

DATE: December 8, 2016

FROM: Michael Morris, P.E.
Director of Transportation

SUBJECT: Resolution Authorizing an Application to the Statewide Texas Department of Transportation Traffic Safety Grant Program

The Texas Department of Transportation (TxDOT) has announced a funding opportunity through the TxDOT Traffic Safety Grant Program. An emphasis area for the Traffic Safety Grant Program is to address improving pedestrian safety, including education efforts to address pedestrian fatalities and injuries.

The North Central Texas Council of Governments (NCTCOG) requests approval to submit a proposal for \$60,000 in federal funds to promote pedestrian night-time safety and education in the region, including public outreach materials and education. NCTCOG will reallocate a local match of \$40,000 in Regional Transportation Council local funds for a total project cost of approximately \$100,000. These funds are already committed to this overall program.

KK:bw
Attachment

**RESOLUTION AUTHORIZING AN APPLICATION TO THE STATEWIDE
TEXAS DEPARTMENT OF TRANSPORTATION TRAFFIC SAFETY GRANT PROGRAM**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) has been designated as the Metropolitan Planning Organization (MPO) for the Dallas-Fort Worth Metropolitan Area by the Governor of the State of Texas in accordance with federal law; and,

WHEREAS, the Regional Transportation Council (RTC), comprised primarily of local elected officials, is the regional transportation policy body associated with NCTCOG, and has been and continues to be a forum for cooperative decisions on transportation; and,

WHEREAS, the Fiscal Year (FY) 2017 and FY2018 Unified Planning Work Program Element 5.03 provides for bicycle and pedestrian planning activities; and,

WHEREAS, the FY2017 and FY2018 Unified Planning Work Program Element 5.06 provides for implementation of congestion management operations; and,

WHEREAS, the Texas Department of Transportation (TxDOT) Traffic Safety Grant Program includes an emphasis area to address improving pedestrian safety.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. NCTCOG is authorized to submit a proposal to the TxDOT Traffic Safety Grant Program in an amount of approximately \$100,000, to promote pedestrian safety efforts through outreach materials and events to address pedestrian fatalities and injuries. RTC local funds in the amount of \$40,000 will be used for the local match.

Section 2. NCTCOG is authorized to receive these funds if awarded.

Section 3. These funds shall be incorporated into the appropriate fiscal year budget.

Section 4. The Executive Director or designee is authorized to execute agreements necessary to carry out this program, in the name of the North Central Texas Council of Governments.

Section 5. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro-Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie



December 15, 2016 – Item 8

North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

DATE: December 8, 2016

FROM: Michael Morris, P.E.
Director of Transportation

SUBJECT: Resolution Authorizing the Receipt of Funds for Planning and Implementation Programs from the Texas Department of Transportation

In April 2016, the Executive Board approved funding for continuation and enhancement of existing transportation and air quality initiatives for Fiscal Year (FY) 2016 through 2018. The Regional Transportation Council approved the programming of additional Congestion Mitigation and Air Quality Improvement Program funds, Regional Toll Revenue funds associated Local match, for a total of approximately \$550,000 for two new projects.

The two new projects are completion of Preliminary Engineering Study to design a Shared Use Path for Midlothian to Waxahachie for \$250,000 (\$200,000 CMAQ + \$50,000 local match from the Cities of Midlothian and Waxahachie). The second project is implementation of a Dallas-Fort Worth Connector Pilot Program for \$300,000 funded with Regional Toll Revenue funds.

NCTCOG will coordinate with the Texas Department of Transportation (TxDOT) to enter into agreements to receive these funds. A draft resolution authorizing the receipt of funds for planning and implementation programs is attached for Executive Board consideration. I will provide a brief presentation of this item and will be available to answer any questions.

EB:
Attachment

**RESOLUTION AUTHORIZING THE RECEIPT OF FUNDS FOR PLANNING AND
IMPLEMENTATION PROGRAMS FROM THE TEXAS DEPARTMENT OF
TRANSPORTATION**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) is authorized by law to conduct such coordinating and technical studies as required to guide the unified development of the area, eliminate duplication, and promote economy and efficiency through area-wide planning; and,

WHEREAS, the Dallas-Fort Worth region is in nonattainment of the federal air quality standards and NCTCOG is actively involved in the development and implementation of the State Implementation Plan for air quality; and,

WHEREAS, the Regional Transportation Council (RTC), comprised primarily of local elected officials, is the regional transportation policy body associated with NCTCOG, and has been and continues to be a forum for cooperative decisions on transportation; and,

WHEREAS, on October 13, 2016, the RTC authorized the programming of Congestion Mitigation and Air Quality Improvement Program (CMAQ), Regional Toll Revenue (RTR) and associated local match funds of approximately \$550,000 for planning and implementation programs to be administered and managed by NCTCOG.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

- Section 1.** NCTCOG is authorized to receive Congestion Mitigation and Air Quality funds, Regional Toll Revenue funds, and associated local match funds in the amount of approximately \$550,000 as reflected in Attachment 1.
- Section 2.** These funds are programmed for multiple fiscal years and shall be incorporated into the appropriate fiscal year budgets and Unified Planning Work Program.
- Section 3.** The Executive Board accepts the fiduciary responsibility to administer the planning and implementation programs carried out with these funds.
- Section 4.** The Executive Director or designee is authorized to enter into agreements with the Texas Department of Transportation (TxDOT) for each project specified in Attachment 1.
- Section 5.** NCTCOG is authorized to expend funds for the projects and in the amounts specified in Attachment 1.

Section 6. The Executive Director or designee is authorized to enter into agreements with other partners to carry out these programs, including agreements for the receipt of local match.

Section 7. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie

ATTACHMENT 1

Program Title	Funding Source	Match Source	Total Funding Amount	Fiscal Year	Program Status
New Approval for FY2017-2018 Funds					
Dallas - Fort Worth Connector Pilot Program	RTR	N/A	\$300,000	2017	New
Preliminary Engineering Study to design a Shared Use Path from Midlothian to Waxahachie	STP-MM	Local	\$250,000	2017	New

TOTAL **\$550,000**



December 15, 2016 – Item 9

North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

DATE: December 8, 2016

FROM: Michael Morris, P.E.
Director of Transportation

SUBJECT: Resolutions Authorizing Consultant Contracts for High-Speed Rail Station Area Planning in Dallas, Arlington, and Fort Worth

On September 30, 2016, the North Central Texas Council of Governments (NCTCOG) issued three Requests for Proposals (RFPs) to solicit consultant assistance for conduct High-Speed Rail Station Area Planning Studies for Dallas, Arlington, and Fort Worth. Twenty-five proposals were received in response to the RFPs. The Consultant Selection Committee for each project met on the following dates to review and evaluate the proposals:

- Dallas – November 8, 2016
- Arlington – November 9, 2016
- Fort Worth – November 11, 2016

The Consultant Selection Committees recommended interviews with two firms for the Arlington study and three firms for the Fort Worth study. Interviews for the Arlington Study were conducted on November 16, 2016 with interviews for the Fort Worth study conducted on November 17, 2016. The Dallas Study Consultant Selection Committee did not recommend or need interviews for those proposers. The Consultant Selection Committees recommended the following firms conduct the respective High-Speed Rail Station Area Planning Studies:

- Dallas – Lockwood, Andres and Newnam, Inc.
- Arlington – WSP | Parsons Brinckerhoff, Inc.
- Fort Worth – Gateway Planning Group

The region will benefit from a detailed analysis identifying recommended high-speed rail station locations in Dallas, Arlington, and Fort Worth. The Dallas station is being located as part of the Dallas to Houston section. The Regional Transportation Council has adopted a policy indicating the region's preference for three high-speed rail stations. The proposed studies are consistent with the Regional Transportation Council policy. The purpose of each project is to identify a recommended station location and insure high-speed rail connectivity between the Dallas-Fort Worth region and other regions through the development of a high-speed rail system aided by High-Speed Rail Station Area Planning Studies.

Draft resolutions authorizing consultant contracts with Lockwood, Andrews and Newnam, Inc.; WSP | Parsons Brinckerhoff, Inc.; and Gateway Planning Group have been prepared for the consultants to conduct respective High-Speed Rail Station Area Planning Studies in amounts not to exceed as follows:

- Dallas – \$400,000
- Arlington – \$600,000
- Fort Worth – \$700,000

NCTCOG will work with the consultants to maximize Disadvantaged Business Enterprise (DBE) participation. Individual resolutions are attached for Executive Board consideration. The funding for this program is Regional Toll Revenue funds. I will provide a brief presentation of this item and will be available to answer any questions prior to requesting Board approval.

KF:cg
Attachments

**RESOLUTION AUTHORIZING CONSULTANT CONTRACT WITH
WSP | PARSONS BRINCKERHOFF, INC. TO CONDUCT THE
ARLINGTON HIGH-SPEED RAIL STATION AREA PLANNING STUDY**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) has been designated as the Metropolitan Planning Organization (MPO) for the Dallas-Fort Worth Metropolitan Area by the Governor of the State of Texas in accordance with federal law; and,

WHEREAS, the Regional Transportation Council (RTC), comprised primarily of local elected officials, is the regional transportation policy body associated with NCTCOG and has been and continues to be a forum for cooperative decisions on transportation; and,

WHEREAS, the Regional Transportation Council is committed to the development and implementation of policies, projects, and programs to improve air quality and reduce emissions; and,

WHEREAS, Subtask 5.01 of the Fiscal Year (FY) 2016 and FY2017 Unified Planning Work Program for Regional Transportation Planning provides for conducting high-speed rail planning studies; and,

WHEREAS, on September 30, 2016, NCTCOG initiated a Request for Proposals to secure consultant assistance to conduct the Arlington High-Speed Rail Station Area Planning Study; and,

WHEREAS, WSP | Parsons Brinckerhoff, Inc. has been recommended by the Consultant Selection Committee to conduct the Arlington High-Speed Rail Station Area Planning Study; and,

WHEREAS, NCTCOG has complied with federal and State regulations regarding contract and procurement proceedings.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. A contract between NCTCOG and WSP | Parsons Brinckerhoff, Inc. for the Arlington High-Speed Rail Station Area Planning Study in an amount not to exceed \$600,000 be and is hereby approved.

Section 2. The FY2017 is amended to include \$600,000 for consultant activities for this project.

Section 3. The Executive Director or designee is authorized to execute a contract with WSP | Parsons Brinckerhoff, Inc. in the name of the North Central Texas Council of Governments.

Section 4. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie

**RESOLUTION AUTHORIZING CONSULTANT CONTRACT WITH
GATEWAY PLANNING GROUP TO CONDUCT THE
FORT WORTH HIGH-SPEED RAIL STATION AREA PLANNING STUDY**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) has been designated as the Metropolitan Planning Organization (MPO) for the Dallas-Fort Worth Metropolitan Area by the Governor of the State of Texas in accordance with federal law; and,

WHEREAS, the Regional Transportation Council (RTC), comprised primarily of local elected officials, is the regional transportation policy body associated with NCTCOG and has been and continues to be a forum for cooperative decisions on transportation; and,

WHEREAS, the Regional Transportation Council is committed to the development and implementation of policies, projects, and programs to improve air quality and reduce emissions; and,

WHEREAS, Subtask 5.01 of the Fiscal Year (FY) 2016 and FY2017 Unified Planning Work Program for Regional Transportation Planning provides for conducting high-speed rail planning studies; and,

WHEREAS, on September 30, 2016, NCTCOG initiated a Request for Proposals to secure consultant assistance to conduct the Fort Worth High-Speed Rail Station Area Planning Study; and,

WHEREAS, Gateway Planning Group has been recommended by the Consultant Selection Committee to conduct the Fort Worth High-Speed Rail Station Area Planning Study; and,

WHEREAS, NCTCOG has complied with federal and State regulations regarding contract and procurement proceedings.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. A contract between Gateway Planning Group for the Fort Worth High-Speed Rail Station Area Planning Study in an amount not to exceed \$700,000 be and is hereby approved.

Section 2. The FY2017 budget is amended to include \$700,000 for consultant activities for this project.

Section 3. The Executive Director or designee is authorized to execute a contract with Gateway Planning Group in the name of the North Central Texas Council of Governments.

Section 4. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie

**RESOLUTION AUTHORIZING CONSULTANT CONTRACT WITH
LOCKWOOD, ANDREWS AND NEWNAM, INC. TO CONDUCT THE
DALLAS HIGH-SPEED RAIL STATION AREA PLANNING STUDY**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) has been designated as the Metropolitan Planning Organization (MPO) for the Dallas-Fort Worth Metropolitan Area by the Governor of the State of Texas in accordance with federal law; and,

WHEREAS, the Regional Transportation Council (RTC), comprised primarily of local elected officials, is the regional transportation policy body associated with NCTCOG and has been and continues to be a forum for cooperative decisions on transportation; and,

WHEREAS, the Regional Transportation Council is committed to the development and implementation of policies, projects, and programs to improve air quality and reduce emissions; and,

WHEREAS, Subtask 5.01 of the Fiscal Year (FY) 2016 and FY2017 Unified Planning Work Program for Regional Transportation Planning provides for conducting high-speed rail planning studies; and,

WHEREAS, on September 30, 2016, NCTCOG initiated a Request for Proposals to secure consultant assistance to conduct the Dallas High-Speed Rail Station Area Planning Study; and,

WHEREAS, Lockwood, Andrews and Newnam, Inc. has been recommended by the Consultant Selection Committee to conduct the Dallas High-Speed Rail Station Area Planning Study; and,

WHEREAS, NCTCOG has complied with federal and State regulations regarding contract and procurement proceedings.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. A contract between NCTCOG and Lockwood, Andrews and Newnam, Inc. for the Dallas High-Speed Rail Station Area Planning Study in an amount not to exceed \$400,000 be and is hereby approved.

Section 2. The FY2017 budget is amended to include \$400,000 for consultant activities for this project.

Section 3. The Executive Director or designee is authorized to execute a contract with Lockwood, Andrews and Newnam, Inc. in the name of the North Central Texas Council of Governments.

Section 4. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie



December 15, 2016 – Item 10

North Central Texas Council of Governments

TO: Mike Eastland
Executive Director

DATE: December 8, 2016

FROM: Michael Morris, P.E.
Director of Transportation

SUBJECT: Resolution Authorizing Vendor Contract with CARMA, Inc. to Implement Technology to Automatically Detect and Verify Vehicle Occupancy for Users of Tolled Managed Lane Facilities in the Dallas-Fort Worth Region

On April 8, 2016, the North Central Texas Council of Governments (NCTCOG) issued a Request for Proposals (RFP) for Auto Occupancy Detection and Verification Technology for a pilot on the DFW Connector, with the option to expand on other tolled managed lanes in the DFW region and State, if the pilot is successful and as funding becomes available through the execution of subsequent funding agreements between NCTCOG and Texas Department of Transportation (TxDOT). Two firms submitted proposals in response to the RFP. Because this technology is new and innovative, a very small number of responses were anticipated. The Consultant Selection Committee (CSC) met on May 31, 2016, to review and evaluate the proposals. The CSC recommended interviews with two firms which were held on June 7, 2016. The CSC recommended CARMA, Inc. for this project. CARMA, Inc. was not able to meet the Disadvantaged Business Enterprise participation goal of 25 percent, due to the nature of the scope of work and its proprietary content.

The Regional Transportation Council (RTC) has established policies that provide for a toll discount for high-occupancy vehicles. The occupancy requirement for the 50 percent discount is two or more occupants (2+) and may go to three or more (3+) on or before June 1, 2018. The project will provide occupancy verification to apply a toll discount for qualifying high occupancy vehicles, consistent with the RTC's Tolled Managed Lane Policies.

A draft resolution authorizing a vendor contract with CARMA, Inc. to implement technology to automatically detect and verify vehicle occupancy for users of tolled managed lane facilities in the Dallas-Fort Worth region, in an amount not to exceed \$2,000,000 for the pilot, with an option to extend the agreement for a 10-year period not to exceed \$18,000,000 contingent on: 1) successful completion of the pilot and 2) sufficient funding awarded by the RTC. The draft resolution is attached for Executive Board consideration. The pilot is funded with Congestion Mitigation and Air Quality Improvement Program funding and a state match will be used to satisfy the local match requirements. I will provide a brief presentation of this item and will be available to answer any questions prior to requesting Board approval.

NB:lk
Attachment

**RESOLUTION AUTHORIZING VENDOR CONTRACT WITH
CARMA, INC. TO IMPLEMENT TECHNOLOGY TO AUTOMATICALLY DETECT AND
VERIFY VEHICLE OCCUPANCY FOR USERS OF TOLLED MANAGED LANE FACILITIES IN
THE DALLAS-FORT WORTH REGION**

WHEREAS, the North Central Texas Council of Governments (NCTCOG) has been designated as the Metropolitan Planning Organization (MPO) for the Dallas-Fort Worth Metropolitan Area by the Governor of the State of Texas in accordance with federal law; and,

WHEREAS, the Regional Transportation Council (RTC), comprised primarily of local elected officials, is the regional transportation policy body associated with NCTCOG and has been and continues to be a forum for cooperative decisions on transportation; and,

WHEREAS, the Regional Transportation Council is committed to the development and implementation of policies, projects, and programs to improve air quality and reduce emissions; and,

WHEREAS, in 2006 the RTC adopted the Tolloed Managed Lane Policy, which provides for discounts for eligible high occupancy vehicles (HOV) during the peak periods and recommends that vehicle occupancy verification technology be implemented; and,

WHEREAS, Subtask 5.05 of the Fiscal Year (FY) 2016 and FY2017 Unified Planning Work Program for Managed Lane Technology Assessment provides for implementation and testing of technology to verify occupancy; and,

WHEREAS, on April 8, 2016, NCTCOG initiated a Request for Proposals to secure vendor for Auto Occupancy Detection and Verification Technology; and,

WHEREAS, on April 28, 2016, the NCTCOG Executive Board adopted a resolution authorizing the receipt of Surface Transportation Program – Metropolitan Mobility (STP-MM), Congestion Mitigation and Air Quality Improvement Program (CMAQ), and associated local match funds for planning and implementation programs to be administered and managed by NCTCOG; and,

WHEREAS, CARMA, Inc. has been recommended by the Consultant Selection Committee to Implement Technology to Automatically Detect and Verify Vehicle Occupancy for Users of Tolloed Managed Lane Facilities in the Dallas-Fort Worth Region for NCTCOG; and,

WHEREAS, NCTCOG has complied with federal and State regulations regarding contract and procurement proceedings.

NOW, THEREFORE, BE IT HEREBY RESOLVED THAT:

Section 1. A contract between NCTCOG and CARMA, Inc. to Implement Technology to Automatically Detect and Verify Vehicle Occupancy for Users of the Tolloed Managed Lane Facilities in an amount not to exceed \$2,000,000 for the pilot, with an option to extend the agreement for a 10-year period not to exceed \$18,000,000 contingent on: 1) successful completion of pilot; and 2) sufficient funding awarded by the RTC, be and is hereby approved.

Section 2. The Executive Director or designee is authorized to execute a contract with CARMA, Inc. in the name of the North Central Texas Council of Governments, and any necessary agreements with local project partners to implement this initiative.

Section 3. This resolution shall be in effect immediately upon its adoption.

Lissa Smith, President
North Central Texas Council of Governments
Mayor Pro Tem, City of Plano

I hereby certify that this resolution was adopted by the Executive Board of the North Central Texas Council of Governments on December 15, 2016.

Kevin Strength, Secretary-Treasurer
North Central Texas Council of Governments
Mayor, City of Waxahachie

EXECUTIVE BOARD ATTENDANCE

June 2016 - May 2017

Name	June	July	August	September	October	November	December	January	February	March	April	May	TOTAL
Lissa Smith President	P	P	P	P	P								5
Tom Lombard Vice-President	P	P	P	P	P								5
Kevin Strength Secretary/Treasurer	P	P	A	P	A								3
John Horn Past President	P	P	P	A	A								3
Bruce Archer	A	P	P	A	P								3
J. D. Clark	P	A	A	P	P								3
Kelly Gray	A	A	P	P	P								3
Clay Jenkins	P	A	P	P	P								4
Lee Kleinman	A	P	A	P	P								3
Dan McClendon	P	A	P	A	P								3
Bobbie Mitchell	P	P	A	P	P								4
Keith Self	A	A	P	P	P								3
Ray Smith	P	P	P	P	P								5
Chris Watts	A	A	A	A	A								0
Kathryn Wilemon	P	P	P	P	P								5
Glen Whitley	P	P	A	P	P								4
Bruce Wood	P	P	A	P	P								4
Jeff Leach - Ex Officio, Non-Voting Member	P	A	P	A	P								3
TOTAL PRESENT	13	11	11	12	15								
Attendance Code:	P=Present A=Absence NM=No meeting												



North Central Texas Council of Governments

2017 NCTCOG Executive Board Calendar

January 26, 2017	Executive Board Meeting – NCTCOG Offices
February 23, 2017	Executive Board Meeting – NCTCOG Offices
March 23, 2017	Executive Board Meeting – NCTCOG Offices
April 27, 2017	Executive Board Meeting – NCTCOG Offices
May 25, 2017	Executive Board Meeting – NCTCOG Offices
June 22, 2017	Executive Board Meeting – NCTCOG Offices
July 27, 2017	Executive Board Meeting – NCTCOG Offices
August 24, 2017	Executive Board Meeting – NCTCOG Offices
September 28, 2017	Executive Board Meeting – NCTCOG Offices
October 26, 2017	Executive Board Meeting – NCTCOG Offices
November 16, 2017	Executive Board Meeting – NCTCOG Offices
December 21, 2017	Executive Board Meeting – NCTCOG Offices