



GRAYSON COUNTY REGIONAL MOBILITY AUTHORITY

4700 Airport Drive - Denison, Texas 75020
Tel. 903.786.3566 - Fax 903.786.9185 - www.gcrma.com

AGENDA

The Agenda for the Grayson County Regional Mobility Authority Board Meeting scheduled for 10:00 a.m., Thursday, May 11, 2017, in the Commissioners Courtroom, at the Grayson County Courthouse, 100 W. Houston Street, Sherman, TX 75090 is as follows:

- I. Call to Order
- II. Approval of Minutes
Approve April 13, 2017 minutes
- III. Committee Reports
 - a. Rail Committee
 - b. Road Committee
 - c. Special Committee
- IV. Action Items
 - a. Consider and take possible action to amend the GCRMA Ethics and Compliance Policy.
- V. Public Comments
- VI. Adjourn

PUBLIC COMMENT PERIOD – At the conclusion of all other agenda items, the Grayson County Regional Mobility Authority Board (GCRMA) will allow for a public comment, not to exceed fifteen minutes, to receive public comment on any other matter that is under the jurisdiction of the RMA. No action will be taken. Each speaker will be allowed a maximum of three minutes. Speakers must be signed up prior to the beginning of the public comment period.

If you plan to attend this Meeting, and you have a disability that requires special arrangements, please contact the Administration Office at 903-813-4228 within 24 hours of the Meeting and reasonable accommodations will be made to assist you.

- * Members of Commissioners Court may be attending this meeting.
- ** The Board may vote and/or act upon each of the items listed in this Agenda.
- *** The Board reserves the right to retire into Executive Session concerning any of the items listed on this Agenda whenever it is considered necessary and legally justified under the Open Meetings Act.



NORTH TEXAS REGIONAL AIRPORT

www.northtexasregionalairport.com

RMA BOARD AGENDA

ITEM NUMBER: Two
MEETING DATE 05/11/17

ITEM TITLE: Consideration of approval of Minutes of April 13, 2017 Board Meeting.

SUBMITTED BY: Clyde Siebman, Chairman

DATE SUBMITTED: May 4, 2017

SUMMARY:

Minutes of the April 13, 2017 RMA Board of Directors Meeting as transcribed from recorded tape.

ATTACHMENTS (LIST)

Minutes

ALTERNATIVES/RECOMMENDATIONS:

Approve minutes with changes, if any

**GRAYSON COUNTY REGIONAL MOBILITY AUTHORITY
BOARD OF DIRECTORS MEETING
APRIL 13, 2017**

MEMBER'S PRESENT

Chairman Clyde Siebman
Vice Chairman Bill Benton
Robert Brady
Randy Hensarling.

MEMBER'S ABSENT

Bill Rasor

OTHER'S PRESENT

Bill Magers, Grayson County Judge
Bart Lawrence, Co. Commissioner Pct. #4
Phyllis James, Co. Commissioner Pct. #3
Craig Price, Asst. Co. District Attorney
Michael Hutchins, Herald Democrat
Jeff Whitmore, Co. Commissioner Pct. #1

Stephen Alexander, Texas Aviation Partners
Ken Mabe, Texas Aviation Partners
Sarah Hinton, NTRA
Wm. B. (Ben) Munson, Esquire
Terry Vogel, Lake Texoma Jet Center

I.

Call to order.

Clyde Siebman called the meeting to order at 10:02 a.m.

II.

Approval of Minutes of February 9, 2017, Board Meeting.

On motion by R. Brady, seconded by B. Benton the board unanimously approved the minutes from the February 9, 2017 board meeting.

III.

Committee Reports

- a. R. Brady no reports to give on rail committee.
 - b. B. Benton reported their first public meeting in regards to the spur went well. Within the next 60 to 90 days TxDot will be compiling the public comments used in the decision making process. They will also me meeting with all of the land owners on each route of the proposed roadways.
 - c. R. Hensarling would like to refer the airport committee report to Sarah Hinton.
- ii. S. Hinton gave the board updates on airport activity. Ms. Hinton gave an update on the repainting of the water tower with the city having a deadline of July 9th. Other updates include with the help of Pct. 4 getting bids on repairing Grayson Drive and the completed update of the Airport website. Upcoming events on the airport will include the annual Texoma 100 Air Race, Bonanza Clinic, and the Lonestar Aerobatics.

IV.
Action Items

- a. Discuss possible action on ground lease rates.
Ken Mabe presented the formulation of the composed lease rates. Mr. Mabe stated they compiled a review of comparable market rates in the surrounding airports, positioned to grow from DFW Metroplex and want to position the price their selves as the airport grows.
Mr. Siebman opened to the board for discussion on whether or not to approve set lease rates or give TAP power to negotiate leases.

Board agreed there will be no action taken.

- b. Discuss and take possible action to demolish building 202.
Mr. Mabe presented photos of the current building as it stands, with the possibility of making the space available for a parking lot for the hangar directly behind it. Pct. #4 as agreed through Bart Lawrence to tear the building down.

R. Brady moved to approve this item. R. Hensarling seconded. All members voted Aye.

V.
Act on request to adjourn into Executive Session pursuant to Texas Government Code Section 551.072 of Texas Open Meeting Act for deliberation of discussion of American Rail Services Updates. 2. Section 551.087 for deliberation of economic development negotiations related to incentives to be considered for prospective tenants.

Chairman Siebman requested a motion to adjourn into executive session. On motion by R. Brady, seconded by B. Hensarling the board unanimously approved adjourning into executive session at 10:28 a.m. Chairman Siebman requested the Commissioners, Judge, TAP and Sarah Hinton to attend executive session with the board.

VI.
Reconvene Regular Session: Action on Executive Session Items:

On motion by B. Benton, seconded by R. Hensarling the board unanimously approved to reconvene into the regular meeting at 10:38 a.m.

- a. No action taken.
- b. No action taken.

VII.
Public Comments.

At this time C. Siebman opened the meeting for public comments.

Judge Magers made the comment to congratulate TAP on their one year anniversary with the county on the assistant of promoting the airport.

VIII.
Adjourn.

On motion by R. Brady, seconded by B. Benton the board adjourned at 10:40 a.m.

Clyde Siebman, Chairman

RMA BOARD AGENDA

ITEM NUMBER: Four (a)
MEETING DATE 05/11/17

ITEM TITLE: Consider and take possible action to amend the GCRMA Ethics and Compliance Policy.

SUBMITTED BY: Clyde Siebman, Chairman

DATE SUBMITTED: May 4, 2017

SUMMARY:

ATTACHMENTS (LIST)

ALTERNATIVES/RECOMMENDATIONS:

GRAYSON COUNTY REGIONAL MOBILITY AUTHORITY
ETHICS & COMPLIANCE POLICY

I. General Statement of Policy

The Grayson County Regional Mobility Authority (“GCRMA”) is committed to conducting its business in an ethical, honest, and open manner and to maintaining high ethical standards among its officers and employees. In furtherance of that commitment, the GCRMA adopts the Ethics & Compliance Policy set forth herein.

In addition to complying with the requirements of this Policy, GCRMA officers and employees must at all times abide by applicable federal and state laws and regulations, the GCRMA bylaws, and GCRMA policies.

II. Employee Code of Conduct

Employees of the GCRMA and/or employees of Grayson County working on behalf of the GCRMA (collectively, “Employees”) are expected to conduct the business of the authority in an open, honest, and ethical manner. Employees must adhere to the highest standards of ethical conduct in the performance of their responsibilities and must refrain from engaging in any activity that could raise questions as to the honesty or integrity of the GCRMA or damage the GCRMA’s reputation or credibility. Employees must at all times comply with the Grayson County Employee Handbook, a copy of which is attached as Attachment “A”, including, without limitation, the policies on Equal Employment Opportunity, Harassment, Use of County Equipment, and Fraud, Misconduct and Dishonesty. Additionally, Employees must comply with the standards of conduct set forth below.

Conflicts of Interest

Employees are prohibited from engaging in any activity that could create a conflict of interest or even the appearance of a conflict of interest with the Employee’s duties and responsibilities to the GCRMA. Activities that could create a conflict of interest include, but are not limited to:

1. Transaction of GCRMA business with any entity in which the Employee is an officer, agent, member, or owner of a controlling interest;
2. Participation in a GCRMA project in which the Employee has a direct or indirect monetary interest;
3. Outside business or professional activities that could interfere with the Employee’s performance of duties on behalf of the GCRMA or impair the Employee’s independence of judgment with respect to the Employee’s performance of GCRMA duties;

4. Personal investments that are likely to create a substantial conflict between the Employee's private interest and the interest of the GCRMA; and
5. Any activity that could result in the disclosure of confidential or sensitive information that the Employee has access to as a result of the Employee's position with the GCRMA.

If an Employee is uncertain as to whether a particular activity could create a conflict of interest, the Employee should consult the GCRMA's General Counsel prior to engaging in the activity.

Gifts and Honoraria

Employees are prohibited from accepting gifts, favors, benefits, or other compensation, whether in the form of money or other thing of value, which could influence them or even have the appearance of influencing them in the performance of their official duties. Employees may accept meals offered in the course of normal business relationships. Additionally, Employees may accept promotional items that do not exceed an estimated \$25 in value and are distributed as a normal means of advertising.

Employees may not accept an honorarium for appearing at a conference, workshop seminar, or symposium as an official representative of the GCRMA other than reimbursement for food, transportation, or lodging.

If an Employee is uncertain as to whether he or she may accept a gift, favor, or benefit, the Employee should consult the GCRMA's General Counsel prior to acceptance.

Criminal Activity

The GCRMA will perform criminal background checks on all final applicants for any position involving the disbursement of GCRMA funds or the handling of cash, checks or credit cards; negotiable documents and materials; or highly confidential or sensitive information. All applicants admitting a felony conviction on their application materials will also be subject to a criminal background check. Additionally, the GCRMA may at its discretion perform criminal background checks on applicants for any other position.

If an Employee is charged with a felony or a misdemeanor other than a traffic violation, the Employee is required to immediately inform the Director or Chairman of the GCRMA. The GCRMA may take steps to respond to criminal violations consistent with Section V below, up to and including termination of employment.

Records Retention and Open Records

Employees must maintain all GCRMA records for at least the minimum amount of time prescribed by the records retention schedules applicable to local governmental entities adopted by the Texas State Library and Archives Commission. In the event that litigation is filed against the GCRMA or is reasonably anticipated to be filed, the GCRMA's General Counsel may determine that it is necessary to implement a litigation hold in order to ensure the preservation of all records related to the lawsuit. Employees must refrain from destroying any records that are

the subject of a litigation hold. Additionally, Employees must comply with all records retention policies adopted by the GCRMA.

Members of the public may make written requests for records maintained by the GCRMA. In the event that an Employee receives a written request for information, the Employee must notify the Director immediately so that the GCRMA can respond to the request within the time frame prescribed by the Texas Public Information Act. Employees must refrain from destroying any records that are the subject of a pending public information request.

Acknowledgement

All Employees must sign an acknowledgment, in the form attached as Attachment “B”, acknowledging that they have received, read, and understand this Code of Conduct and that they will comply with the requirements herein.

III. Training Regarding Ethics & Compliance Standards

Upon beginning service or employment with the GCRMA, all officers and Employees shall be provided with an a copy of this Ethics & Compliance Policy and shall receive orientation on ethics laws and policies. Additionally, officers and Employees of the GCRMA shall receive periodic training on the requirements of this Ethics & Compliance Policy and on ethics issues generally.

IV. Oversight & Reporting of Suspected Violations

The Director and the Chairman of the GCRMA are responsible for monitoring and enforcing compliance with this Ethics & Compliance Policy and have full authority over all Employee functions and activities concerning the GCRMA.

If an officer or Employee becomes aware of a suspected violation of this Ethics & Compliance Policy, a violation of law, or a breach of fiduciary duty by any officer, Employee, or agent of the GCRMA, he or she must immediately report the suspected violation to the Director or Chairman of the GCRMA. Retaliation against those who come forward to raise concerns or report suspected violations will not be tolerated by the GCRMA.

V. Internal Audits & Monitoring

The GCRMA will conduct annual internal audits and other risk evaluations to monitor compliance and assist in the reduction of identified problem areas.

VI. Enforcement & Response to Offenses

Conduct that violates state or federal law or this Ethics & Compliance Policy or that discredits or interferes with operations of the GCRMA will not be tolerated and may result in an Employee’s immediate dismissal. Additionally, Employees are subject to discipline and dismissal under the terms of the Grayson County Employee Handbook.

Examples of behavior that may result in an Employee’s immediate dismissal include, but are not limited to:

- gross negligence of job duties
- theft or misuse of GCRMA or Grayson County property
- fraud, dishonesty, or falsification of GCRMA records
- unlawful use, sale, manufacture, distribution, dispensation, or possession of narcotics, drugs, or controlled substances while on GCRMA or Grayson County premises
- prohibited sexual harassment or offensive or degrading remarks about another person’s race, ethnicity, color, creed, religion, ancestry, national origin, sex, gender, sexual orientation, age, disability, or any other characteristic protected by law
- assault of or verbal threat to a fellow Employee, officer, agent, or customer
- criminal conduct
- failure to address a recurring problem for which the Employee has already been disciplined
- unprofessional conduct or behavior that negatively impacts the GCRMA’s public image, credibility, or integrity.

The GCRMA may, but is not required, to take corrective action to make an Employee aware of a problem related to the Employee’s conduct and to provide an opportunity for the Employee to remedy the problem. Such corrective action may include an oral conference, a written warning, and/or suspension. However, nothing herein shall limit the GCRMA’s right to terminate an at will employee at any time, for any reason, with or without cause or notice.

Attachment “A”

Grayson County Employee Handbook

Attachment “B”

Employee Acknowledgement

EMPLOYEE CODE OF CONDUCT

Acknowledgement

**I, _____, DO HEREBY ACKNOWLEDGE THAT I
HAVE RECEIVED, READ, AND UNDERSTAND THE GCRMA EMPLOYEE CODE OF
CONDUCT.**

Employee

Date

ATTEST



RESOLUTION No. 17-__

WHEREAS, the Grayson County Regional Mobility Authority (“GCRMA”) was created pursuant to the request of Grayson County 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 GCRMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, pursuant to 43 Tex. Admin. Code § 26.56, a regional mobility authority must adopt and enforce an ethics and compliance program that meets certain requirements set forth in 43 Tex. Admin. Code § 10.51; and

WHEREAS, on December 10, 2009, the Board of Directors adopted the GCRMA Ethics and Compliance Policy to guide the operations of the Board of Directors and the GCRMA; and

WHEREAS, GCRMA consultants have prepared a proposed revision to the Ethics and Compliance Policy, attached hereto as Attachment “A”, setting forth a requirement to perform internal audits and monitoring of the compliance program; and

WHEREAS, the GCRMA is committed to ensuring that the Authority’s compliance standards and procedures are effectively implemented.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the GCRMA hereby approves and adopts the amendment to the GCRMA Ethics and Compliance Policy, attached hereto as Attachment “A”; and

BE IT FURTHER RESOLVED, that the Ethics and Compliance Policy may be further amended from time to time in accordance with procedures set forth therein.

Adopted by the Board of Directors of the Grayson County Regional Mobility Authority on the 11th day of May, 2017.

Approved:

Clyde Siebman
Chairman, Board of Directors
Resolution Number 17-
Date Passed 05/11/17