

**GRAYSON COUNTY REGIONAL MOBILITY AUTHORITY
BOARD OF DIRECTORS MEETING
MAY 20, 2009**

MEMBER'S PRESENT:

Jerdy Gary, Chairman
Kent Black
Bill Hubbard
Kay Yandell

MEMBER'S ABSENT:

Ellis Olmstead

OTHER'S PRESENT:

Mike Shahan, Director
Rod Tatchio, Tatchio & Associates
Matt Robinson, Land Resources
Robert Wood, Sherman/Denison MPO
Susan Thomas, TCOG
Jerry D. Holder, HNTB
David Dryden, Teague, Nall & Perkins
Eddie Shafie, AECOM
Noel Paramanatham, TxDOT
Dave Gordon, Estrada Hinojosa
Paul Jack, Estrada Hinojosa
Dan Almon, Southwest Securities
Wm. B. (Ben) Munson, Esquire

Walter Ragsdale, Ragsdale Consulting
Van Price, Asst. District Attorney
Terry Vogel, Lake Texoma Jet Center
Craig Phipps, KSA Engineers
James W. Griffin, NTTA
Frank Babb, AVEX
Jon Engecke, AECOM
Aaron Fuannt, AECOM
Jay Jones, American Equity
Jorge Garza, Estrada Hinojosa
Grant Johnson, Estrada Hinojosa
John Martin, Southwest Securities

I.

Call to Order.

Jerdy Gary, Chairman, called the meeting to order at 10:00a.m. and welcomed everyone to the meeting. Mr. Gary asked that everyone sign the sign-in sheet and noted that on this agenda there is a public comment at the end of the meeting. He stated that those who wished to address the Board would have the opportunity to do so prior to the interviews of the finalist for financial advisors.

II.

Approval of Minutes of April 9, 2009, Board Meeting.

Mr. Gary asked the Board if there were any changes or revisions to be made to the minutes. Mr. Hubbard made the motion to approve the minutes. Mr. Black seconded the motion. All members voted aye.

III.

Consideration of approval of a Resolution supporting "County Line" alignment of Dallas North Tollway in Collin and Denton counties.

Mr. Gary advised that there had been several meetings with NTTA and that it was apparent that the RMA should go ahead and approve this. Mr. Gary advised the Board that the Resolution was approved by Commissioners Court and that this was the original alignment for the tollway. Mr. Hubbard made the motion to approve the Resolution. Mr. Black seconded the motion. All members voted aye.

IV.

Consideration of approval of appointing a Budget Committee to prepare the Airport Budget to be presented to Commissioners Court.

Mr. Gary advised the Board that Mr. Black would be the chairman of this Committee. He stated that other members would be himself, Mr. Shahan, and Mrs. Morrow. He stated that the final budget would be brought back to the Board prior to submission to Commissioners Court. Mr. Black asked what the timeline was for having the budget completed and Mr. Shahan advised that it needed to be done by July with Commissioners Court beginning budget hearings late July, early August. Mr. Black made the motion to approve the appointment of the Budget Committee and Mr. Hubbard seconded the motion. All members voted aye.

V.

Consideration of approval of a License Agreement between North Texas Regional Airport and Chapter 24, International Aerobatic Club, Inc., a Texas non-profit Corporation., for the Lone Star Aerobatic Championships in June.

Mr. Shahan advised the Board that this agreement was for the Lone Star Aerobatics Competition to be held June 12-13. He stated that J.J. Humphrey is the contest director and that Mike Gallaway will sign the agreement as the President of the IAC. Mr. Black asked if there was anything different from past years and Mr. Shahan advised that there was not. Mr. Black made the motion to approve the license agreement. Mr. Hubbard seconded the motion. All members voted aye.

VI.

Consideration of a recommendation to Grayson County Commissioners Court to enter into a grant agreement with TxDOT Aviation to update the Airport Master Plan.

Mr. Gary advised the Board that TxDOT Aviation and the FAA are recommending that the Master Plan be updated every five year. He stated that it was suggested to him and Mr. Shahan at the TxDOT Conference to prepare for this in 2010. He stated that along with that the Board also needs to appoint a selection committee. Mr. Gary advised the Board that Mr. Olmstead would chair the Selection Committee for this project and would be joined by Mrs. Yandell and Mr. Shahan. He stated that Mr. Olmstead had lost a long-time friend and not was present due to his attendance at the funeral. Mr. Shahan advised the Board on the process of proceeding with the Master Plan and explained that this is the controlling document for the Airport and that the funding for the airport is determined by this document. Mr. Hubbard made the motion to approve this item. Mr. Black seconded the motion. All members voted aye.

VII.

Director's Update to include discussion of the Airport Zoning Commission, the Airport CIP, Fuel Flowage Report, Airport Budget, Fire Department Monthly Report, Air Traffic Control Tower Operations Report and the Texoma 100 Air Race.

Mr. Shahan advised that Zoning Commission had interviewed firms and had selected Coffman Associates. He stated that their proposal had been received and that he would be discussing funding with TxDOT Aviation later on. He stated that they hoped to rap up negotiations and take the item to Commissioners court soon.

Mr. Shahan advised that they were currently out to bid on the Capital Improvement Project. He stated that this was to do the runway, taxiway, and install taxiway signage. He stated that the bid opening is May 28 and that the contact would have to be approved within 15 days. He stated that the contract

would be taken to Commissioners Court when it was received. Mr. Gary then introduced Mr. Phipps who updated the Board on the placement of incentives in the contract in order to get the work done more quickly. He stated that standard construction is 120 days but they would like to price a shorter time frame. He stated that they were currently working on an Addendum to price anywhere from 120 days down to 70 days. Mr. Gary advised that Dave Fulton, Executive Director, TxDOT Aviation, had advised him that bids had been coming in 20% to 25% under estimates. Mr. Shahan advised that Mr. Phipps was present due to the pre-construction meeting for the water/sewer project that should begin by June 1. Mr. Black asked where the lines were going. Mr. Shahan stated that the water was a 16" line on the south end of the Airport behind the Air-1 hangar and the sewer will be by Red River Aviation on the north end and will tie into the sewer line at that point. Mr. Shahan advised that it was an 8" force main.

Mr. Black asked about the scope of the CIP. Mr. Shahan stated that 1900' of runway will be rebuilt down to the sub-base and then rebuilding it. He stated that the remainder of the runway would be overlaid with asphalt and concrete repairs done. He stated that the taxiways would be overlaid. Mr. Shahan also stated that new taxiway signs would be installed. He stated that there was a possibility that the distance to go markers would be replaced.

Mr. Shahan advised that the Board had their fuel flowage report, the April Revenue & Expense Reports, the April fire run report, and the Air Traffic Control Tower report.

Mr. Shahan updated the Board on the Air Race (Texoma 100 Air Race) which would be held on May 30, 2009. He advised the Board that the Bonanza Clinic was currently being held.

Mr. Gary advised the Board that TxDOT had nothing to do with the priority of the projects awarded stimulus money. He stated that the funds were FAA driven and it came down to airports needing runway work done. He stated that there were 4 airports in the State of Texas that were shovel ready and because the Airport was ready, it received the largest portion of the stimulus funds. He attributed this to the staff of the Airport and previous board members getting work done in the past.

VIII.

Consideration of approval of interim agreement with Locke Lord Bissell & Liddell LLP to provide legal services in connection with the Grayson County Tollroad and other matters affecting the authority.

Mr. Gary advised the Board that it was time to continue putting the team together in preparing for the toll road project. He stated that the Board had an interim agreement with Locke Lord Bissell & Liddell to provide legal services in relation to the Grayson County Tollroad and other matters of the RMA board. He said the lead attorney is Brian Cassidy. Mr. Board stated that Mr. Cassidy had requested that the Board would consider putting legal services out for proposals in twelve months and that this was included in this agreement. Mr. Gary stated that this would be at the discretion of the Board. Mr. Gary stated that Mr. Cassidy would be attending the Board meeting in June and would provide a Legislative update. Mr. Black asked if Mr. Gary would decide when Mr. Cassidy was needed and Mr. Gary stated that he would and that it would be discussed with the Board. He stated that there would be no charge for attending one Board meeting other than the charge for his time. Mr. Black made the motion to approve the interim agreement. Ms. Yandell seconded the motion. All members voted aye.

Mr. Gary then introduced Dr. Susan Thomas, Executive Director of TCOG. Dr. Thomas stated that they were tracking the stimulus money and have been concentrating on that.

Mr. Gary introduced Mr. Wood and asked if there was an update on the MPO. Mr. Wood stated that he had talked with Representative Phillips a few days before concerning all the different tax

proposals for refunding the transportation fund. He said the Executive Director of TxDOT had sent letters to all MPO's explaining that because the Legislature passed Section 14 Bond Issues a couple of years ago and this year's Legislature had decided to review this again, therefore funding for Section 14 is not available at this time. He said that some projects may have to be put on hold until funding becomes available. He updated on the county wide fuel tax and stated that this was still under discussion. He stated that this could be used to fund one project and that the county would have to voted on by the county. He stated that the rural areas may not have the option to use the fuel tax. He stated the stimulus fund were still on go.

IX.
Public Comments.

Mr. Gary asked if there was anyone that wished to address the Board. Dr. Thomas advised the Board that TCOG had hired Mr. Ryan Gleeson to handle economic issues.

Mr. Tatchio addressed the Board in reference to the work recently done on the exterior of the control tower.

There being no other comments, the Board then recessed at 10:27a.m.

X.
Conduct Interviews with Southwest Securities and Estrada Hinojosa & Company to discuss each firm's qualifications and experience in providing financial advisory services for the RMA.

The Board reconvened at 11:12a.m. and heard a presentation from Estrada Hinojosa & Company on providing financial advisory services to the RMA.

Upon completion of the presentation, the Board recessed at 12:05p.m.

The Board reconvened at 1:00pm. They then heard a presentation from Southwest Securities on providing financial advisory services to the RMA.

XI.
Discuss and consider the selection of a firm for providing financial advisory services for the GCRMA.

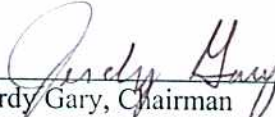
There was some discussion about the consultant rating sheets. Mr. Price explained that the criterion was listed in the RFQ and if you would like to put a point value on each you could. He stated that points were the easiest way to choose the firm. Each Board member then stated which firm they thought was best qualified. Mr. Black voted for Southwest Securities, Ms. Yandell voted for Estrada Hinojosa & Company, Mr. Hubbard voted for Estrada Hinojosa & Company, and Mr. Gary voted for Estrada Hinojosa & Company. Each member then completed the rating sheets and returned them to Mr. Shahan. Mr. Price then advised the Board that if they negotiated with the firm wanted and somehow that negotiation does not come through because of high cost, the Board could then enter negotiations with the second firm. Mr. Shahan asked about payment to the chosen firm. Mr. Gary stated that prices would be negotiated once the terms are set. Mr. Gary said that prices would be included in the contract.

XII.
Adjourn.

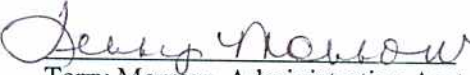
There being no other business, Mrs. Yandell made the motion to adjourn. Mr. Black seconded the motion. All members voted aye. The meeting adjourned at 1:46p.m.

XIII.
Next Meeting.

The next meeting will not be held at the regularly scheduled time. It will be set at a later time.



Jerdy Gary, Chairman



Terry Morrow, Administrative Asst.