

Meeting Minutes

To: IH 35E Stakeholders

From: Matt Craig, P.E., Halff Associates

Subject: IH 35E Stakeholder Meeting No. 4

Meeting Date: May 6, 2009– 2:00 PM to 4:00 PM

Location: Lewisville City Hall

Minutes Date: June 18, 2009

Project: IH 35E Preliminary Engineering & Environ. Assess.
 TxDOT CSJ: 0196-03-137, etc.; Halff AVO 26211

1. INTRODUCTION

Bob Brown, P.E., Deputy District Engineer for the Dallas District of the Texas Department of Transportation (TxDOT) called the meeting to order. Minutes of the February 4, 2009 meeting of the IH 35E Stakeholder Work Group were distributed. No corrections were noted.

2. SCHEMATIC DESIGN

Matt Craig, P.E., Halff Associates Inc., Consultant Project Manager for the IH 35E Corridor stated that copies of the 90% draft schematic plan were posted to the TxDOT web site www.keepitmovingdallas.com. These schematics were submitted on March 12 to TxDOT Design Division for review.

3. ENVIRONMENTAL DOCUMENTATION

Matt Craig provided a status report on the environmental assessment (EA) preparation. The Middle EA was submitted for review to TxDOT's Environmental Division (ENV) on April 30. The North EA will be submitted for review to TxDOT Dallas District later in May. The South EA will be submitted for review to TxDOT Dallas District in

Attendees: 34 (Absentees are shaded)

Askari	Nasser	Texas Department of Transportation
Bacchus	Steven	City of Lewisville
Baker	Lindsey	City of Denton
Bailey	Gary	Texas Department of Transportation
Bama	Hamid	Dallas County
Barks	Berrien	North Central Texas Council of Govts
Barrero	Jorge	Wilbur Smith Associates
Berner	Earl	City of Lake Dallas
Bold	Richard	Wilbur Smith Associates
Booth	Scott	Innovative Transportation Solutions
Brown	Bob	Texas Department of Transportation
Burgess, Michael C. (Attn: Janice Zimmerman)		U.S. House of Rep
Cabral	John	City of Denton
Campbell	George	City of Denton
Coleman	Hugh	Denton Co. Commissioner
Cornyn, the Honorable John (Attn: Diana Palacios)		U. S. Senate
Craig	Matt	Halff Associates, Inc.
Crouser	Del	City of Dallas
Davis	David	City of Farmers Branch
Diviney	Patrick	Denton Co. Transportation Authority
Escalante	Richard	The University of North Texas
Evans	Jim	The University of North Texas
Ferris	Eric	City of Lewisville
Gardiner	Chad	Halff Associates, Inc.
Gibbs	Fred	City of Corinth
Hall	Robert	Texas Department of Transportation
Hall	Stan	Texas Department of Transportation
Halstead	Jennifer	HNTB
Hammons	Tom	City of Carrollton
Hensley	David	Texas Department of Transportation
Holzwarth	Donald	Dallas County
Horn	The Honorable Mary	Denton County
Howell	Milton "Pat"	The University of North Texas
Hudspeth	John	Texas Department of Transportation
Jennings	Darin	Dannenbaum Engineering Co.
Kearbey	Raynard	University of North Texas
Kennah	Robert	URS (for DCTA)
King	Claude	City of Lewisville
Kumar	T. S.	City of Lewisville
Leavitt	Michael	City of Highland Village
Lewis	Gene	City of Lewisville
Locke	Don	City of Corinth
MacAllister	Tim	USACE
MacGregor	Matt	Texas Department of Transportation
Majzoub	Dean	FHWA
Mangum	Roger	Town of Hickory Creek
Martin	Mike	City of Farmers Branch
McKeown	Chad	North Central Texas Council of Govts
Molina	Cesar	City of Carrollton
Murawski	Jerry	City of Farmers Branch
Neal	Jeff	North Central Texas Council of Govts
Neeley	Scott	Denton Co Transportation Authority
Nelson	Mark	City of Denton
Nguyen	John	TxDOT
Olyai	Koorosh	Dallas Area Rapid Transit
Payne	Frank	City of Denton
Perge	Dan	TxDOT
Phelps	Brian	USACE
Pittman	Maurice	Texas Department of Transportation
Polster	John R.	Innovative Transportation Solutions
Reasoner	Kimberly	The University of North Texas
Rollins	Steve	Denton Co.
Saldana	Cecil	Texas Department of Transportation
Schwartz	Larry	North Texas Rail Group
St. Jacques	Kevin	Wilbur Smith Associates
Steele	Barry	Town of Hickory Creek
Thomas	Rick	Halff Associates, Inc.
Tolar	Chris	TxDOT
Trosper	Elizabeth	City of Lewisville
Ullman	Phil	HDR
Vokoun	Bernard	City of Denton
Walters	Shane	HDR
Wilson	Anita	FHWA

June. He concluded by stating that coordination is also on-going with the US Army Corps of Engineers for the Copperas Branch Park at Lewisville Lake. Jennifer Halstead with HNTB, lead environmental scientist for the South and Middle EA's, added that they met with the USACE on May 5 as part of their on-going coordination of the park impact mitigation plan.

4. STAKEHOLDER OUTREACH

Mr. Craig provided a status report on the public outreach for the project. Four city group meetings were scheduled for May 20 and 21. The meetings would be similar in format to the series held during the alternatives analysis last year. Focus of the meetings will be to develop a plan for construction phasing, financing and project delivery with Stakeholder consensus. Mr. Craig concluded by stating that the next Stakeholder Work Group meeting was tentatively scheduled for June 3 at Lewisville City Hall.

5. LEGISLATIVE UPDATE

Mr. Brown provided a short recap of the current legislative session that concluded later this month:

- Options look dim for a new funding stream.
- The hope to reduce diversions from the gas tax to non-transportation items has showed only a small chance for minor reductions.
- The Proposition 12 program passed by voters last year could be capitalized and help TxDOT. It was originally hoped for \$5 billion, but now may be just a revolving fund.
- SB 17 provides changes to Public Private Partnerships (PPP) and primacy.
- Results won't be known until the session closes June 2.

Question: Any chance that Stimulus money could help finance IH 35E?

Answer: Project must be ready to build, and this project is not that far along. If future Stimulus money becomes available, TxDOT would like to have this project environmentally cleared and ready to go. Current RTR funds could also be used to leverage more funding.

6. NORTH TARRANT EXPRESS AND IH 635 PROJECT PROCUREMENT EXAMPLES

Mr. Brown provided an overview of the latest developer procurement for North Tarrant Express (NTE) in Fort Worth, IH 635 LBJ Freeway in Dallas, and the DFW Connector north of the DFW Airport.

For the \$2B NTE project, the Developer will finance, design, construct, operate and maintain the project. TxDOT will fund \$600M of the project, and will work with the Developer to formulate a business plan to complete the entire project.

For the \$2B LBJ project, the Developer will finance, design, construct, operate and maintain the project. TxDOT will fund \$445M of the project, but had budgeted \$700M.

For the \$1.5B DFW Connector project, the Developer will develop, design, and construct the project. TxDOT will fund \$250M of the project with Stimulus funds and \$667M from gas tax funds. The remaining \$600M construction will need to be done through value engineering or deferred construction of segments. Options are still being studied.

7. CONSTRUCTION FINANCING & PHASING PLAN

Mr. Brown stated:

- TxDOT plans to develop a financing and phasing plan for the IH 35E Corridor and position the IH 35E corridor to take advantage of possible new revenue sources. The timeframe for completing development of this plan is this summer.
- As part of this project definition process, TxDOT plans to work with the corridor Stakeholders to:
 - Review innovative finance and project delivery options.
 - Determine stakeholder support for use of innovative finance and project delivery options.
 - Through an iterative process, define project packages to be delivered traditionally and/or through innovative project delivery options.
- The project definition process will use the schematics, construction cost estimates, O&M and Lifecycle cost estimates, and the Level 2 Traffic and Revenue (T&R) Study, all being completed this month.
- TxDOT will move forward with drafting a financial plan and use the small group meetings with the stakeholders later this month to get feedback on the plan.
- TxDOT is moving forward with designing two breakout projects for early implementation. Portions of the north segment located between LP 288 (S) and Bonnie Brae may be constructed through traditional design-bid-build methods because of the potential for a lower managed lane revenue stream through this segment. Other portions of the north may be analyzed to have temporary improvements in an interim condition until the ultimate improvements can be constructed. The Beltline Road interchange in Carrollton may also be constructed as an early project outside of a CDA due to its complexity and the need for multiple railroad coordination. This project had \$57M in funding but needs much more to complete it. The current goal for both projects is to get the construction plans prepared.
- Phasing plans for the overall project are being considered in six basic scenarios. Each of the six scenarios was described in the slide presentation (to be distributed to the stakeholders). Results of the plans will be used to determine costs, revenues, and shortfalls in funding. It assumes that \$57M in funds for Beltline and \$500+ million for the Middle segment construction.

Question: Is there a way to reduce O&M costs or split them with the developer?

Answer: Yes, there is an alternative for all or none of the O&M cost to be by the Developer.

Question: Is TxDOT still committed to build the middle segment first?

Answer: Yes, but would need to convert the south section HOV lanes to HOV toll (HOT) lanes. This would need FHWA approval.

8. OTHER ISSUES / NEXT STEPS

Mr. Jerry Ji with Wilbur Smith Associates presented the initial results of the traffic modeling. He demonstrated maps showing the future speeds during peak hours. He also had a simulation video showing the future traffic flow, with and without improvements.

Mr. Brown closed the meeting by stating the next steps:

- Continue the Project Development Process
- Earn Stakeholder consensus on the priorities and financing
- Complete planning tasks on the schematic, environmental document approval, public hearing, and the FONSI.

Materials Distributed at the Meeting:

- IH 35E Stakeholder Meeting No. 6 Agenda & Meeting No. 5 Minutes.

This concludes the Meeting Minutes. Our goal is to provide a complete and accurate summary of the proceedings of the subject meeting in these minutes. If you feel that any of the items listed above are not correct, or that any information is missing or incomplete, please contact Half Associates so that the matter can be resolved, and a correction issued if necessary. These minutes will be assumed to be correct and accepted if we do not hear from you within ten (10) calendar days from your receipt.