

**HIDALGO COUNTY COMMUTER RAIL DISTRICT
BOARD MEETING**

**Tuesday, May 13, 2014
3:00 PM**

**HCMPO Conference Room
510 S. Pleasantview Drive
Weslaco, Texas, 78596**

HIDALGO COUNTY COMMUTER RAIL DISTRICT BOARD MEETING

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510 S. Pleasantview Drive
Weslaco, Texas, 78596**

AGENDA

- | | |
|---|-----------|
| 1) Roll Call | Chairman |
| 2) Public Comments | Chairman |
| 3) Approval of Minutes: April 8, 2014 | MPO Staff |
| 4) Recognition of outgoing and incoming board members to the HCCRD. | Chairman |
| 5) Letter of appreciation to Mr. Agapito Vargas for his years of service. | Chairman |
| 6) Discussion and possible action regarding the election of officers. | Chairman |
| 7) Update on presentation of Annual Report to Hidalgo County Commissioner's Court. | Chairman |
| 8) Update on HCCRD website and email. | MPO Staff |
| 9) Discussion on the 2014 TxDOT Transportation Planning Conference held on June 2014, Corpus Christi, TX. | MPO Staff |
| 10) Other items for discussion | Chairman |
| 11) Identification of future agenda items | Chairman |
| 12) Discussion and consideration of next meeting date | Chairman |
| 13) Adjourn | |

ITEM #1

ROLL CALL

Hidalgo County Commuter Rail District Board

Mr. James Edge, Chairman

Mr. Roy Tijerina, Jr., Secretary/Treasurer

Mr. Jim Barnes, Board Member

Mr. Benjamin Worsham, Board Member

Mr. Andrew A. Canon, Board Member

ITEM #2

PUBLIC COMMENTS

ITEM #3

APPROVAL OF MINUTES:
APRIL 8, 2014

**HIDALGO COUNTY COMMUTER RAIL DISTRICT
BOARD MEETING**

**April 8, 2014
3:00 PM**

**HCMPO Conference Room
510 S. Pleasantview Drive, Weslaco, Texas**

MINUTES

1) Roll Call

Meeting called to order at 3:08 p.m.

Board Members Present:

Mr. James Edge, Chairman

Mr. Benjamin Worsham, Board Member

Mr. Jim Barnes, Board Member

Board Members Not Present:

Mr. Roy Tijerina, Jr., Secretary/Treasurer

Mr. Agapito Vargas, Secretary/Treasurer

Other Staff Present:

Mr. Bobby Villarreal, Director of Economic Development

Mr. Michael Leo, Economic Development Planner

Mr. Paco Sanchez, State Rep. Armando Martinez

Mr. Robert Escobar, Jr., Hidalgo County MPO

Mr. Michael McNew, Hidalgo County MPO

2) Public Comments

None.

3) Approval of Minutes: March 25, 2014.

Mr. Benjamin Worsham, Board Member made a motion to approve Hidalgo County Commuter Rail Board meeting minutes from Tuesday, March 25, 2014. The motion was seconded by Mr. Jim Barnes, Board Member. The Board made a unanimous vote of approval.

4) Discussion and possible action regarding terms of current board members.

Mr. James Edge, Chairman stated that he a Mr. Agapito Vargas, Secretary/Treasurer are the only original board members currently serving on HCCRD.

No action.

- 5) Discussion and possible action regarding the election of officers.

Mr. Jim Barnes, Board Member made a motion to table the item for the next meeting. The motion was seconded by Mr. Benjamin Worsham, Board Member. The Board made a unanimous vote of approval.

- 6) Discussion and possible action regarding the Hidalgo County Commuter Rail annual report.

Mr. Benjamin Worsham, Board Member made a motion to approve the Hidalgo County Commuter Rail annual report with all requested changes for presentation to the Hidalgo County Commissioner's Court on April 15, 2014. The motion was seconded by Mr. Jim Barnes, Board Member. The Board made a unanimous vote of approval.

- 7) Update on the Memorandum of Understanding (MOU) between the Hidalgo County Commuter Rail District and the Hidalgo County Metropolitan Planning Organization and transition.

Mr. Michael Leo, ED Planner stated that the Memorandum of Understanding (MOU) has been signed and executed by both parties.

Mr. Michael Leo, ED Planner mentioned that an interlocal agreement is still in place between the Hidalgo County Commuter Rail District and Hidalgo County.

- 8) Discussion regarding next steps for a commuter rail system, including but not limited to: Resolutions in support, funding opportunities, FTSA New Starts Program.

Mr. James Edge, Chairman stated the opportunity to work with State Representative Armando Martinez on the next legislative session and requested that the HCCRD board review HB2423 relating to the creation of a Regional Transit Authority.

- 9) Other items for discussion.

Mr. James Edge, Chairman discussed the next legislative session and reaching out the county and state level representatives for support on legislative bills.

- 10) Identification of future agenda items.

Mr. James Edge, Chairman discussed after reviewing HB2423 relating to the creation of a Regional Transit Authority, the board can have a workshop to discuss future legislation and have a meeting with State Representative Armando Martinez.

11) Discussion and consideration of next meeting date.

Mr. James Edge, Chairman discussed that the HCCRD is scheduled for the second Tuesday of every month at the Hidalgo County MPO Conference Room in Weslaco at 3:00 p.m. The next meeting is scheduled for Tuesday, May 13, 2014.

12) Adjourn.

Mr. Benjamin Worsham, Board Member made a motion to adjourn meeting at 3:41 p.m. The motion was seconded by Mr. Jim Barnes, Board Member. The Board made a unanimous vote of approval.

ITEM #4

RECOGNITION OF
OUTGOING AND
INCOMING BOARD
MEMBERS TO THE HCCRD.

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SPECIAL MEETING - April 15, 2014

BE IT REMEMBERED, that on this 15th day of April A.D., 2014, there was begun and held a SPECIAL MEETING of the Honorable Commissioners' Court of Hidalgo County, Texas, wherein the following members thereof were present, to-wit:

HONORABLE RAMON GARCIA	HIDALGO COUNTY JUDGE
HONORABLE A.C. CUELLAR, JR.	COMMISSIONER, PRECINCT NO. 1
HONORABLE HECTOR "TITO" PALACIOS	COMMISSIONER, PRECINCT NO. 2
HONORABLE JOE M. FLORES	COMMISSIONER, PRECINCT NO. 3
HONORABLE JOSEPH PALACIOS	COMMISSIONER, PRECINCT NO. 4

and ARTURO GUAJARDO, JR., COUNTY CLERK & EX-OFFICIO CLERK OF THE COMMISSIONERS' COURT of Hidalgo County, Texas, wherein the following proceedings were had, to-wit:



**AGENDA
CC REGULAR
HIDALGO COUNTY
COMMISSIONERS COURT MEETING
April 15, 2014
9:30 A.M.**

NOTICE is hereby given in accordance with Chapter 551, Texas Government Code, that a SPECIAL MEETING of the Commissioners' Court will be held at the Edinburg Council Chambers 415 W. University Drive, Edinburg, Hidalgo County, Texas. Discussion and possible action relating to the following business will be transacted:

1. **Roll Call**

All members of the Court were counted present.

2. **Pledge of Allegiance**

Judge Garcia led the Court and Audience in reciting the Pledge of Allegiance.

3. **Prayer**

Virginia Townsend led the Court and Audience in Prayer.

- 4.

Approval of Consent Agenda

The Court moved to approve the Consent Agenda.

5. Open Forum

Virginia Townsend expressed that she would like to see a Code of Ethics throughout the county from the top to the bottom.

Fern McClaugherty commented on Item 10.A and thought the county wasn't giving raises. She also commented on the workshop regarding the new courthouse and on where the money was going to come from. She also had a concern over Item 7.C for the Budget Office Lobby.

Opal Billman stated she was sued for divorce in 1996. The community property was never paid to nor divided due to the court stating the land was excess land with no value. After her husband's death, the court never dismissed the case; they only decided to keep their community property and keep her confined to her home.

Ramiro Trevino stated he was disappointed with the recent accounts in the county. He stated he would like to see things done differently in the county.

6. County Judge's Office:

A. **AI-44077** [Approval of Proclamation declaring the month of April as Organ Donation Awareness month.](#)

On motion by COMMISSIONER PCT. 2, HECTOR PALACIOS, seconded by COMMISSIONER PCT. 3, JOE M. FLORES, the Court made a UNANIMOUS vote of approval.

Vote: 4 - 0

B. **AI-44009** [Presentation by the Hidalgo County Commuter Rail District \(HCCRD\) on their annual report.](#)

[James Edge, Chairman HCCRD, presented a slideshow with a brief annual report of progress and introduction of new members. He stated they would like to work with HCMPO to identify funding opportunities along with preparation for 2015.](#)

[Commissioner Joseph Palacios joined the meeting.](#)

C. **AI-44075** [1. Approval of the AICR Form as required by the Texas Homeland Security State Administrative Agency \(THSSAA\).](#)

[2. Authorization for County Judge to sign the AICR Form.](#)

- A. **AI-43989** Appointment of member to the Hidalgo County Commuter Rail District (HCCRD).

NO ACTION taken on this Item.

18. Precinct #3 - Comm. Flores:

- A. **AI-44080** Appointment of member to the Hidalgo County Commuter Rail District (HCCRD).

On motion by COMMISSIONER PCT. 3, JOE M. FLORES, seconded by COMMISSIONER PCT. 1, A.C. CUELLAR, JR., the Court made a UNANIMOUS vote of approval to appoint Jim Barnes.

Vote: 5 - 0 - Unanimously

At this time, Commissioner Hector "Tito" Palacios stepped away from the meeting.

19. Precinct #4 - Comm. J. Palacios:

- A. **AI-44057** Requesting approval for payment for inv. no: 3006-14 in the amount of \$2,025.60 submitted by Mata-Garcia Architects, LLC in connection to the Hidalgo County Urban County Program- Sunflower Park project.

On motion by COMMISSIONER PCT. 1, A.C. CUELLAR, JR., seconded by COMMISSIONER PCT. 3, JOE M. FLORES, the Court made a UNANIMOUS vote of approval.

Vote: 4 - 0

Attachments:

Inv 3006-14

Urban County- Mata Garcia

PO 707281

20. HIDTA - Task Force - Dora Munoz:

- A. **AI-43840** 1. Requesting to remove the following assets from the Fixed Asset Inventory:

<u>Asset No.</u>	<u>Description</u>	<u>Serial No.</u>
<u>53597</u>	<u>Mobile Radio 5300</u>	<u>5318J1011C10597</u>
<u>53598</u>	<u>Mobile Radio 5300</u>	<u>5318J0911T10447</u>
<u>53599</u>	<u>Portable Radio 5100</u>	<u>5110G2908C63089</u>
<u>53600</u>	<u>Portable Radio 5100</u>	<u>5110G2808C62454</u>

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SPECIAL MEETING - April 22, 2014

BE IT REMEMBERED, that on this 22nd day of April A.D., 2014, there was begun and held a **SPECIAL MEETING** of the **Honorable Commissioners' Court of Hidalgo County, Texas**, wherein the following members thereof were present, to-wit:

HONORABLE RAMON GARCIA	HIDALGO COUNTY JUDGE
HONORABLE A.C. CUELLAR, JR.	COMMISSIONER, PRECINCT NO. 1
HONORABLE HECTOR "TITO" PALACIOS	COMMISSIONER, PRECINCT NO. 2
HONORABLE JOE M. FLORES	COMMISSIONER, PRECINCT NO. 3
HONORABLE JOSEPH PALACIOS	COMMISSIONER, PRECINCT NO. 4

and **ARTURO GUAJARDO, JR., COUNTY CLERK & EX-OFFICIO CLERK OF THE COMMISSIONERS' COURT** of Hidalgo County, Texas, wherein the following proceedings were had, to-wit:



**AGENDA
CC REGULAR
HIDALGO COUNTY
COMMISSIONERS COURT MEETING
April 22, 2014
9:30 A.M.**

NOTICE is hereby given in accordance with Chapter 551, Texas Government Code, that a **SPECIAL MEETING** of the **Commissioners' Court** will be held at the **Edinburg Council Chambers 415 W. University Drive, Edinburg, Hidalgo County, Texas**. Discussion and possible action relating to the following business will be transacted:

1. Roll Call

All members of the Court were counted present for the exception of Commissioner Joe Flores.

2. Pledge of Allegiance

Judge Garcia led the Court and Audience in reciting the Pledge of Allegiance.

3. Prayer

Virginia Townsend led the Court and Audience in Prayer.

County Auditor.

On motion by COMMISSIONER PCT. 2, HECTOR "TITO" PALACIOS, seconded by COMMISSIONER PCT. 4, JOSEPH PALACIOS, the Court made a UNANIMOUS vote of approval.

Vote: 4 - 0 - Unanimously

Attachments:

Agreed Order# 2014-0248-MWD-E

14. Precinct #2 - Comm. H. Palacios:

A. AI-44182 Appointment of Mr. Andrew A. Canon to the Hidalgo County Commuter Rail District (HCCRD).



On motion by COMMISSIONER PCT. 1, A.C. CUELLAR, JR., seconded by COMMISSIONER PCT. 4, JOSEPH PALACIOS, the Court made a UNANIMOUS vote of approval.

Vote: 4 - 0

Attachments:

RESUME

B. AI-44164 Discussion, consideration and approval to purchase a certain tract of land also known as Parcel 4 & 5, Minnesota Drainage Project.

On motion by COMMISSIONER PCT. 4, JOSEPH PALACIOS, seconded by COMMISSIONER PCT. 1, A.C. CUELLAR, JR., the Court made a UNANIMOUS vote of approval.

Vote: 4 - 0

Attachments:

Parcel 4

parcel 5

15. Budget & Management - Sergio Cruz:

A. AI-44118 Precinct No.3 (1200):

1. Approval of 2014 interdepartmental transfer from COUNTYWIDE program (030) to Precinct No.3 program (106) in the total amount of \$390,000.00

On motion by COMMISSIONER PCT. 4, JOSEPH PALACIOS, seconded by COMMISSIONER PCT. 1, A.C. CUELLAR, JR., the Court made a UNANIMOUS vote of approval.

ITEM #5

LETTER OF
APPRECIATION TO MR.
AGAPITO VARGAS FOR HIS
YEAR OF SERVICE.

ITEM #6

DISCUSSION AND
POSSIBLE ACTION
REGARDING THE
ELECTION OF OFFICERS.

**BYLAWS OF THE
HIDALGO COUNTY COMMUTER RAIL DISTRICT**

§ 1. The District

These bylaws are made and adopted for the regulation of the affairs and the performance of the functions of the Hidalgo County Commuter Rail District (the “District”). The Hidalgo County Commuter Rail District is created under the authority of Texas Revised Statute 6550 c-3. The authority for the Hidalgo County Commuter Rail District Board issuing rules to govern the Commuter Rail District is provided under 6550 c-3 section 4 (g) and (k).

§ 2. Principal Office

The domicile and principal office of the District shall be in Hidalgo County.

§ 3. General Powers

The activities, property, and affairs of the District will be managed by its Board of Directors (the “Board”), which may exercise all powers and do all lawful acts permitted by the Constitution and statutes of the State of Texas, the Hidalgo County Commuter Rail District rules, and these bylaws.

§ 4. Board

(a) The Board of the District shall be composed of five (5) members, appointed as follows:

The Commissioners Court of Hidalgo County shall appoint five (5) board members. The county judge appoints one member and each county commissioner appoints one member. Each member serves a term of four years. The board may provide for the staggering of terms of its members.

(b) Board members may be reappointed at the discretion of the Hidalgo County Commissioners’ Court.

(c) Each board member shall serve until his or her successor has been duly appointed and qualified or until his or her death, resignation, or removal from office in accordance with these bylaws.

(d) When the term of a board member expires, the vacancy occurring on the Board shall be filled by the appropriate governmental entity making the original appointment.

(e) Except as otherwise provided by applicable law, there is no limitation on the number of terms a board member may serve.

§ 6. Qualifications of Board Members

(a) All board members will have and maintain the qualifications set forth in this § 6 and any other Hidalgo County Commuter Rail District Rules.

(b) All appointments to the Board shall be made without regard to disability, sex, religion, age, or national origin.

(c) Each board member appointed by the Commissioners Court of Hidalgo County must be a resident of the County at the time of their appointment.

(d) An elected official is not eligible to serve as a board member.

(e) A person is not eligible to serve as a board member or as the District's Executive Director if the person or the person's spouse:

(1) owns, is employed by or participates in the management of a business entity or other organization, other than a political subdivision, regulated by or that receives money from a local, state, or federal transportation entity.

§ 7. Vacancies

A vacancy on the Board shall be filled promptly by the county commissioner that made the appointment that falls vacant. Each board member appointed to a vacant position shall be appointed for the unexpired term of the board member's predecessor in that position.

§ 8. Resignation and Removal

A board member may resign at any time upon giving written notice to the District and the county commissioner that appointed that board member. A board member may be removed from the Board if the board member does not possess at the time the board member is appointed, or does not maintain, the qualifications required by the Hidalgo County Commuter Rail District Rules, or these bylaws, or if the board member violates any of the foregoing. In addition, a board member who cannot discharge the board member's duties for a substantial portion of the term for which he or she is appointed because of illness or disability, or a board member who is absent from more than one third of the regularly scheduled Board meetings during a given calendar year, may be removed. If the Executive Director of the District knows that a potential ground for removal of a board member exists, the Executive Director shall notify the Chairman of the potential ground for removal. The Chairman then shall notify the entity that appointed such board member of potential ground for removal. Additionally, the Commissioner's Court of the county may remove a board member appointed by that entity for cause. A board member shall be considered removed from the Board only after the District receives notice of removal from the entity that appointed such board member.

§ 9. Compensation of Board Members

Board members shall serve without compensation, but can be reimbursed for reasonable expenses incurred while serving as a member.

§ 10. Conflict of Interest

A board member shall not: (a) accept or solicit any gift, favor, or service that might reasonably tend to influence that board member in the discharge of official duties on behalf of the District or that the board member knows or should know is being offered with the intent to influence the board member's official conduct; or (b) accept other compensation that could reasonably be expected to impair the board member's independence of judgment in the performance of the board member's official duties. Board members shall familiarize themselves and comply with all applicable laws regarding conflicts of interest, including Chapter 171 of the Texas Local Government Code and any conflict of interested policy adopted by the Board.

§ 11. Meetings

All regular meetings of the Board shall be held in a county of the District, at a specific site, date, and time to be determined by the Chairman. The Chairman may postpone any regular meeting if it is determined that such meeting is unnecessary or that a quorum will not be achieved, but no fewer than one regular meeting shall be held during each calendar year. Special meetings and emergency meetings of the Board may be called, upon proper notice, at any time by the Chairman or at the request of any three board members. Special meetings and emergency meetings shall be held at such time and place as is specified by the Chairman, if the Chairman calls the meeting, or by the three board members, if they call the meeting. The Chairman shall set the agendas for meetings of the Board, except that the agendas of meetings called by three board members shall be set by those board members.

§ 12. Voting; Quorum

A majority of the board members constitutes a quorum, and the vote of a majority of the board members present at a meeting at which a quorum is present will be necessary for any action taken by the Board. Each member of the Board shall be entitled to one (1) vote. No vacancy in the membership of the Board will impair the right of a quorum to exercise all of the rights and to perform all of the duties of the Board. Therefore, if a vacancy occurs, a majority of the board members then serving in office will constitute a quorum.

§ 13. Procedure

All meetings of the Board and its committees shall be conducted in accordance with Robert's Rules of Order pursuant to statutorily proper notice of meeting posted as provided by law. The Chairman at any time may change the order of items to be

considered from that set forth in the notice of meeting, provided that all agenda items that require a vote by the Board shall be considered at the meeting for which they have been posted. To the extent procedures prescribed by applicable statutes, the HIDALGO COUNTY COMMUTER RAIL DISTRICT Rules, or these bylaws conflict with Robert's Rules of Order, the statutes, the HIDALGO COUNTY COMMUTER RAIL DISTRICT Rules, or these bylaws shall govern.

§ 14. Committees

The Chairman at any time may designate from among the board members one or more ad hoc or standing committees, each of which shall be comprised of two or more board members, and may designate one or more board members as alternate members of such committees, who may, subject to any limitations imposed by the Chairman, replace absent or disqualified members at any meeting of that committee. The Chairman serves as an ex-officio member of each committee. If approved by resolution passed by a majority vote of the Board, a committee shall have and may exercise all of the District of the Board, to the extent provided in such resolution and subject to the limitations imposed by applicable law; provided that no Committee shall be authorized to enter into or approve any contract, nor authorize the expenditure of funds on behalf of the District. All contracts and expenditures of the District shall be made by the Board of Directors. The Chairman shall appoint the chairman of each committee, as well as board members to fill any vacancies in the membership of the committees. At the next regular meeting of the Board following the Chairman's formation of a committee, the Chairman shall deliver to the board members and the Secretary a written description of the committee, including (a) the name of the committee, (b) whether it is an ad hoc or standing committee, (c) its assigned function(s) and/or task(s), (d) whether it is intended to have a continuing existence or to dissolve upon the completion of a specified task and/or the occurrence of certain events, (e) the board members designated as members and alternate members to the committee, and its chairman, and (f) such other information as requested by any board member. The Secretary shall enter such written description into the official records of the District. The Chairman shall provide a written description of any subsequent changes to the name, function, task, term, or composition of any committee in accordance with the procedure described in the preceding two sentences. A committee also may be formed by a majority vote of the Board, which vote (and not the Chairman) also shall specify the committee's chairman and provide the descriptive information otherwise furnished by the Chairman in accordance with the preceding three sentences. A meeting of any committee formed pursuant to this § 14 may be called by the Chairman, the chairman of the applicable committee, or by any two members of the committee. All committees comprised of a quorum of the Board shall keep regular minutes of their proceedings and report to the Board as required. The designation of a committee of the Board and the delegation thereto of District shall not operate to relieve the Board, or any board member, of any responsibility imposed upon the Board or the individual board member by law. To the extent applicable, the provisions of these bylaws relating to meetings, quorums, and procedure shall govern the meetings of the Board's committees.

§ 15. Notice of Meetings

Notice of each meeting of the Board shall be sent by mail, electronic mail, or facsimile to all board members entitled to vote at such meeting. If sent by mail, such notice will be deemed delivered when it is deposited in the United States mail with sufficient postage prepaid. If sent by electronic mail or facsimile, the notice will be deemed delivered when transmitted properly to the correct email address or number. Such notice of meetings also may be given by telephone, provided that any of the Chairman, Executive Director, Secretary, or their designee speaks personally to the applicable board member to give such notice.

§ 16. Waiver of Notice

Whenever any notice is required to be given to any board member by statute or by these bylaws, a written waiver of such notice signed by the person or persons entitled to such notice, whether before or after the time required for such notice, shall be deemed equivalent to the giving of such notice.

§ 17. Attendance as Waiver

Attendance of a board member at a meeting of the Board or a committee thereof will constitute a waiver of notice of such meeting, except that a Director will not be considered in attendance when the Director appears at such a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

§ 18. Officers

The officers of the District shall consist of a Chairman, a Vice Chairman, and a Secretary and Treasurer. The offices of Secretary and Treasurer may be held simultaneously by the same person. The individuals elected as officers shall not be compensated for their service as officers. However, officers shall be reimbursed for all expenses incurred in conducting proper District business and for travel expenses incurred in the performance of their duties. If desired, the Board may also designate an Assistant Secretary and Assistant Treasurer, who shall also be considered officers of the District.

§ 19. Election and Term of Office

Officers will be elected by the Board for a term of one (1) year, subject to § 20 of these bylaws. The election of officers to succeed officers whose terms have expired shall be by a vote of the board members of the District at the first meeting of the District held after February 1 of each year or at such other meeting as the Board determines.

§ 20. Removal and Vacancies

Each officer shall hold office until a successor is chosen and qualified, or until the officer's death, resignation, or removal, or, in the case of a board member serving as an officer, until such officer ceases to serve as a board member. Any officer may resign at any time upon giving written notice to the Board. Any officer may be removed from service as an officer at any time, with or without cause, by the affirmative vote of a majority of the board members of the District. The board members of the District may at any meeting vote to fill any officer position vacated due to an event described in this § 20 for the remainder of the unexpired term.

§ 21. Chairman

The Chairman shall appoint all committees of the Board as specified in these bylaws (except as otherwise provided in § 14 of these bylaws), call all regular meetings of the Board, and preside at and set the agendas for all meetings of the Board (except as provided in the concluding sentence of § 11 of these bylaws). The Chairman shall further review and approve all requests for reimbursement of expenses sought by the Executive Director.

§ 22. Vice Chairman

The Vice Chairman must be a board member of the District. During the absence or disability of the Chairman, upon the Chairman's death, or upon the Chairman's request, the Vice Chairman shall perform the duties and exercise the District and powers of the Chairman.

§ 23. Secretary

The Secretary need not be a board member of the District, The Secretary shall keep true and complete records of all proceedings of the Directors in books provided for that purpose and shall assemble, index, maintain, and keep up-to-date a book of all of the policies adopted by the District; attend to the giving and serving of all notices of meetings of the Board and its committees and such other notices as are required by the office of Secretary and as may be directed by the HIDALGO COUNTY COMMUTER RAIL DISTRICT BOARD, any trust indenture binding on the District, Directors of the District, or the Executive Director; seal with the official seal of the District (if any) and attest all documents, including trust agreements, bonds, and other obligations of the District that require the official seal of the District to be impressed thereon; execute, attest, and verify signatures on all contracts in which the total consideration equals or exceeds an amount established in resolutions of the Board, contracts conveying property of the District, and other agreements binding on the District which by law of Board resolution require attestation; certify resolutions of the Board and any committee thereof; maintain custody of the corporate seal, minute books, accounts, and all other official documents and records, files and contracts that are not specifically entrusted to some

other officer or depository; and hold such administrative offices and perform such other duties as the Directors or the Executive Director shall require.

§ 24. Treasurer

The Treasurer need not be a board member of the District. The Treasurer shall execute all requisitions to the applicable bond trustee for withdrawals from the construction fund, unless the Board designates a different officer, board member, or employee of the District to execute any or all of such requisitions. In addition, the Treasurer shall execute, and if necessary attest, any other documents or certificates required to be executed and attested by the Treasurer under the terms of any trust agreement or supplemental trust agreement entered into by the District; maintain custody of the District's funds and securities and keep a full and accurate account of all receipts and disbursements, and endorse, or cause to be endorsed, in the name of the District and deposit, or cause to be deposited, all funds in such bank or banks as may be designated by the District as depositories; render to the Directors at such times as may be required an account of all financial transactions coming under the scope of the Treasurer's District give a good and sufficient bond, to be approved by the District, in such an amount as may be fixed by the District; invest such of the District's funds as directed by resolution of the Board, subject to the restrictions of any trust agreement entered into by the District; and hold such administrative offices and perform such other duties as the board members of the District or the Executive Director shall require. If, and to the extent that, the duties or responsibilities of the Treasurer and those of any administrator conflict and are vested in different persons, the conflicting duties and responsibilities shall be deemed vested in the Treasurer.

§ 25. Administrators

The chief administrator of the District shall be the Executive Director. Other administrators may be appointed by the Executive Director with the consent of the Board. All such administrators, except for the Executive Director, shall perform such duties and have such powers as may be assigned to them by the Executive Director or as set forth in Board Resolutions. All administrators will be reimbursed for expenses incurred in performance of their duties as approved by the Executive Director.

§ 26. Executive Director

(a) The Executive Director will be selected by the Board and shall serve at the pleasure of the Board, performing all duties assigned by the Board and implementing all resolutions adopted by the Board.

(b) In addition, the Executive Director:

(1) shall be responsible for general management, hiring and termination of employees, and day-to-day operations of the District;

(2) shall be responsible for preparing a draft of the Strategic Plan for the

District's operations as described in §35 of these bylaws;

(3) shall be responsible for preparing a draft of the District's written Annual Report, as described in §35 of these bylaws;

(4) at the invitation of the Commissioners Court or of the City Council of a municipality located within the County, shall appear, with representatives of the Board, before the inviting body to present the District's Annual Report and respond to questions and receive comments regarding the Report or the District's operations;

(5) may execute inter-agency and interlocal contracts and service contracts approved by the Board;

(6) may execute contracts, contract supplements, contract change orders, and purchase orders not exceeding amounts established in Resolutions of the Board; and

(7) shall have such obligations and authority as may be described in one or more Resolutions enacted from time to time by the Board.

(c) The Executive Director may delegate the foregoing duties and responsibilities as the Executive Director deems appropriate, provided such delegation does not conflict with applicable law or any express direction of the Board.

§ 27. Interim Executive Director

The Board may designate an Interim Executive Director to perform the duties of the Executive Director during such times as the position of Executive Director is vacant. The Interim Executive Director need not be an employee of the District.

§ 28. Indemnification by the District

Any person made a party to or involved in any litigation, including any civil, criminal or administrative action, suit or proceeding, by reason of the fact that such person is or was a board member, officer, or administrator of the District or by reason of such person's alleged negligence or misconduct in the performance of his or her duties as such board member, officer, or administrator shall be indemnified by the District, to the extent funds are lawfully available and subject to any other limitations that exist by law, against liability and the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him or her in connection with any action therein, except in relation to matters as to which it is adjudged that such board member, officer, or administrator is liable for gross negligence or willful misconduct in the performance of his or her duties. A conviction or judgment entered in connection with a compromise or settlement of any such litigation shall not by itself be deemed to constitute an adjudication of liability for such gross negligence or willful misconduct. In the event of a conviction for an offense

involving the conduct for which the board member, officer, or administrator was indemnified, the officer, board member, or administrator shall be liable to the District for the amount of indemnification paid, with interest at the legal rate for interest on a judgment from the date the indemnification was paid. The right to indemnification will include the right to be paid by the District for expenses incurred in defending a proceeding in advance of its final disposition in the manner and to the extent permitted by the Board in its sole discretion. In addition to the indemnification described above that the District shall provide a board member, officer or administrator, the District may, upon approval of the Board in its sole discretion, indemnify a board member, officer, or administrator under such other circumstances, or may indemnify an employee, against liability and reasonable expenses, including attorneys' fees, incurred in connection with any claim asserted against him or her in said party's capacity as a board member, officer, administrator, or employee of the District, subject to any limitations that exist by law. Any indemnification by the District pursuant to this § 28 shall be evidenced by a resolution of the Board.

§ 29. Expenses Subject to Indemnification

As used herein, the term "expenses" includes fines or penalties imposed and amounts paid in compromise or settlement of any such litigation only if:

- (a) independent legal counsel designated by a majority of the Board, excluding those board members who have incurred expenses in connection with such litigation for which indemnification has been or is to be sought, shall have advised the Board that, in the opinion of such counsel, such board member, officer, administrator, or other employee is not liable to the District for gross negligence or willful misconduct in the performance of his or her duties with respect to the subject of such litigation; and
- (b) a majority of the board members shall have made a determination that such compromise or settlement was or will be in the best interest of the District.

§ 30. Procedure for Indemnification

Any amount payable by way of indemnity under these bylaws may be determined and paid pursuant to an order of or allowance by a court under the applicable provisions of the laws of the State of Texas in effect at the time and pursuant to a resolution of a majority of the board members, other than those who have incurred expenses in connection with such litigation for which indemnification has been or is to be sought. In the event that all the board members are made parties to such litigation, a majority of the Board shall be authorized to pass a resolution to provide for legal expenses for the entire Board.

§ 31. Additional Indemnification

The right of indemnification provided by these bylaws shall not be deemed exclusive of any right to which any board member, officer, administrator, or other employee may be entitled, as a matter of law, and shall extend and apply to the estates of deceased board members, officers, administrators, and other employees.

§ 32. Contracts and Purchases

All contracts and purchases on behalf of the District shall be entered into and made in accordance with rules of procedure prescribed by the Board and applicable laws and rules of the State of Texas and its agencies.

§ 33. Sovereign Immunity

Unless otherwise required by law, the District will not by agreement or otherwise waive or impinge upon its sovereign immunity.

§ 34. Termination of Employees

Employees of the District shall be employees at will unless they are party to an employment agreement with the District executed by the Chairman upon approval by the Board. Employees may be terminated at any time, with or without cause, by the Executive Director subject to applicable law and the policies in place at the time of termination.

§ 35. Strategic Plan, Annual Report, and Presentation to Governmental Bodies

(a) Each odd-numbered year, the District shall issue a Strategic Plan of its operations covering the next five fiscal years, beginning with the next odd-numbered fiscal year. A draft of each Strategic Plan shall be submitted to the Board for review, approval, and, subject to revisions required by the Board, adoption.

(b) Under the direction of the Executive Director, or in the absence of an Executive Director, the Chairman shall direct that the staff of the District shall prepare a draft of an Annual Report on the District's activities during the preceding year and describing all revenue bond issuances anticipated for the coming year, the financial condition of the District, all project schedules, and the status of the District's performance under the most recent Strategic Plan. The draft shall be submitted to the Board not later than January 30th for review, approval, and, subject to revisions required by the Board, adoption. Not later than March 31st following the conclusion of the preceding fiscal year, the District shall file with the Commissioners Court of Hidalgo County the District's Annual Report, as adopted by the Board.

(c) At the invitation of a Commissioners Court or of the City Council of a municipality located within Hidalgo County, representatives of the Board and the Executive Director

shall appear before the inviting body to present the Annual Report and respond to questions and receive comments.

§ 36. Rates and Regulations; Compliance with Law

The Board may, in accordance with all applicable trust agreements, statutes, the HIDALGO COUNTY COMMUTER RAIL DISTRICT Rules, or other law, impose any kind of tax except an ad valorem property tax.

§ 37. Fiscal Year and Annual Budget

The fiscal year for the District shall end on December 30 of each year. Before beginning the operation of commuter rail facilities, the Board shall adopt an annual operating budget specifying the anticipated revenues and expenses of the District for the remainder of the year. Each year the board shall adopt an operating budget for the district.

The Board shall hold a public hearing before adopting a budget other than the initial budget. Notice of each hearing must be published at least seven days before the date of the hearing in a newspaper of general circulation in the District.

§ 39. Public Access Policy

The District shall maintain an access policy to be adopted by the Board that provides the public with a reasonable opportunity to appear before the Board to speak on any issue under the jurisdiction of the District.

§ 40. Appeals Procedure

The District shall maintain an appeals procedure to be adopted by the Board and amended from time to time that sets forth the process by which parties may bring to the attention of the District their questions, grievances, or concerns and may appeal any action taken by the District.

§ 41. Amendments by Bylaws

Except as may be otherwise provided by law, these bylaws may be amended, modified, altered, or repealed in whole or in part, at any regular meeting of the Board after ten (10) days advance notice has been given by the Chairman to each board member of the proposed change. These Bylaws may not be amended at any special or emergency meeting of the Board.

ITEM #7

UPDATE ON
PRESENTATION OF
ANNUAL REPORT TO
HIDALGO COUNTY
COMMISSIONER'S COURT.

HIDALGO COUNTY COMMUTER RAIL DISTRICT PRESENTS ANNUAL REPORT



Commuter Rail Chairman James "Jim" Edge and Board Member Jim Barnes

On [Tuesday, April 15, 2014](#) Commuter Rail Chairman James "Jim" Edge presented the Hidalgo County Commuter Rail District (HCCRD) Annual Report to Commissioners Court. Created by Hidalgo County Commissioners Court on [February 6, 2008](#), the purpose of the district is to provide an alternative transportation mode for Hidalgo County residents. Mr. Edge stated the mission of the district is to create and maintain a modern self supporting commuter transportation system that connects the important economic, educational, medical and entertainment venues of Hidalgo County, including metro and rural areas, at a low cost to the resident and visitor of the greater region of the Rio grande Valley.

Mr. Edge updated Commissioners Court on a new Board Member appointment made in [January 2013](#) by Precinct 4 Commissioner Joseph Palacios. Commissioner Palacios appointed Benjamin Worsham, who has a Bachelor of Science degree in Mechanical Engineering and a Master of Science degree in Engineering Management. Mr. Edge expressed that Mr. Worsham's extensive experience in transportation, construction and engineering will be a great benefit to the district.

The Chairman, presented HCCRD future goals where the district plans to work with the Hidalgo County Metropolitan Planning Organization to identify funding opportunities, continue to follow discussions regarding the Texas-Oklahoma Passenger Rail Study, and work with Hidalgo County and neighboring counties regarding partnership efforts. The HCCRD is also preparing for the 2015 Legislative Session and continued efforts towards a Regional Transit Authority.

ITEM #8

UPDATE ON HCCRD
WEBSITE AND EMAIL.

> From: "Sergio P. Cesar" <sergio@winc.net>
> Date:04/21/2014 7:33 PM (GMT-06:00)
> To: Andrew Canon <acanon@hcmpto.org>
> Subject: ***SPAM*** Commuter Rail
>
> Do I have the OK to go and buy the domain hccrail.org?
> Once the domain is cleared we can setup the website using the same system
> you already used to with MPO for the same price we charged before.
>
>
> YES, email addresses will be xxx@hccrail.org
>
> can I go ahead?
>
> Sergio
>
>> I like the second option of a brand new domain and rebuilding a simple
>> page for them. So they would have email like xxx@hccrail.org?
>>
>> Working together to create a sustainable transportation future,
>>
>> Andrew A. Canon
>> Transportation Director
>> Hidalgo County MPO
>> 956.969.5778 office
>> 956.330.3380 android

ITEM #9

DISCUSSION ON THE
2014 TXDOT
TRANSPORTATION
PLANNING CONFERENCE
HELD ON JUNE 2014,
CORPUS CHRISTI, TX.

Texas A&M Transportation Institute - Event Management & Planning

2014 TxDOT Transportation Planning Conference

On this page:

- Registration Fees and Payment Information
- Speaker Information
- Hotel Reservations
- Parking
- For More Information

June 3-5, 2014

*Omni Corpus Christi Hotel - Bayfront Tower
900 North Shoreline Blvd
Corpus Christi, Texas 78401*

We are pleased to invite you to attend and participate in the 2014 Texas Department of Transportation Planning Conference in Corpus Christi, Texas, hosted by the Transportation Planning and Programming Division of the Texas Department of Transportation. The conference program is being developed to meet your professional needs through the dissemination of the latest information by noted professionals in the transportation field. We look forward to seeing you in Corpus Christi!

Special thanks to the following organizations for assisting in the planning of the 2014 conference:

- Association of Texas Metropolitan Planning Organizations
- Federal Highway Administration
- Federal Transit Administration
- Corpus Christi MPO
- Corpus Christi Regional Transportation Authority (CCRTA)
- TxDOT, Environmental Affairs Division Staff
- TxDOT, Corpus Christi District
- TxDOT, Public Transportation Division Staff
- TxDOT, Transportation Planning and Programming Division Staff

Michelle Conkle
Conference Co-Chair
TxDOT-TPP(S)
michelle.conkle@txdot.gov

Casey Dusza
 Conference Co-chair
 TxDOT-TPP(S)
 casey.dusza@txdot.gov

Registration Fees and Payment Information

Pre-registration is recommended and will help us in planning and preparing a better conference. If you pre-register, your name tag and program packet will be ready when you arrive at the hotel.

Texas Department of Transportation (TxDOT), Federal Highway Administration (FHWA), and Federal Transit Administration (FTA) employees are not required to pay a registration fee for this conference. However, please register so that a nametag will be available for you upon check-in at the conference.

Participant Type	Early	Regular	Late/On-site
	By March 3, 2014 at 5:00 p.m. (CST)	By May 2, 2014 at 5:00 p.m. (CST)	May 3 - June 5, 2014
Others	\$395	\$445	\$495

Payment must be received by 5:00 p.m. (CST), May 2, 2014 in order to avoid the late fee. TTI Event Management & Planning (EM&P) **cannot invoice**; therefore, payment of the conference registration fee must be received prior to admission to the conference.

For payment processing purposes, the vendor identification number for TTI EM&P is 37277277275000. The federal identification number is 74-2270624.

Please make checks or money orders payable to TTI-TPP14. EM&P also accepts Visa, MasterCard, Discover and American Express credit cards.

Online Registration

To register for this conference, use our online registration form.

Deadline

Monday, May 19, 2014 at 5:00 p.m. (CST).

Registration/Information Desk

The registration/information desk will be open during the following times:

Tuesday, June 3, 2014
 11:00 a.m. - 6:00 p.m.

Wednesday, June 4, 2014
 7:30 a.m. - 5:00 p.m.

Thursday, June 5, 2014
 7:30 a.m. - 11:00 a.m.

Cancellations/Refunds

Only cancellations received in writing by EM&P by 5:00 pm (CST) Friday, May 2, 2014 will be refunded, less a \$50 handling fee. No refunds will be made after May 2, 2014.

Speaker Information

We extend our appreciation for your acceptance to speak at the 2014 Transportation Planning Conference. If for some reason you cannot attend we would hope that you could send another person in your place. The moderator assigned to your session will mail you a letter in the next few weeks detailing the specific date and time of your presentation. Also included in the letter will be a request for your biographical information, which will assist the moderator in introducing you at the beginning of the session.

Speakers will be responsible for producing their own PowerPoint presentations. The moderator for your session will be contacting you regarding your presentations prior to the beginning of the conference and will be responsible for loading them onto a laptop. A laptop computer and LCD projector will be provided for presentations. If you have other needs, please let us know in advance.

Speakers are required to register according to the registration rate guidelines.

If you have need of further information, please contact Michelle Conkle at (512) 486-5132 or Casey Dusza at (512) 486-5149.

Hotel Reservations

The Omni Corpus Christi Hotel is holding a block of rooms for our use at the prevailing state rate. We encourage everyone needing a room to call immediately since we anticipate the rooms will be booked quickly. Reservations should be made by Monday, May 12, 2014 at 5:00 p.m. (CST). After this date, rooms are subject to availability and may be at a higher rate. You may reserve your room online (Group Code 14500812599). Individuals will also be able to make reservations by calling (800) 843-6664, referring to the meeting name: TxDOT Transportation Planning Conference.

For more details about the Omni Corpus Christi Hotel, visit their website.

Please note:

- Any attendee not identifying his/her affiliation with the group and not requesting the conference rate prior to check-in cannot be extended the conference rate at a later date or during or after the meeting.

Parking

The Omni Corpus Christi Hotel has complimentary self-parking available.

For More Information

Program Contents

*Michelle Conkle
Transportation Planning and Programming Division
Texas Department of Transportation*

*P.O. Box 149217
Austin, TX 78714-9217
ph. (512) 486-5132
michelle.conkle@txdot.gov
Casey Dusza
Transportation Planning and Programming Division
Texas Department of Transportation
P.O. Box 149217
Austin, TX 78714-9217
ph. (512) 486- 5149
casey.dusza@txdot.gov*

Registration

*Event Management & Planning
Texas A&M Transportation Institute
Texas A&M University System
3135 TAMU
College Station, TX 77843-3135
ph. (979) 862-1219 · toll-free (888) 550-5577
events@tamu.edu*

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Comments, suggestions, or queries? Contact us!
Texas A&M Transportation Institute · Texas A&M University System · 3135 TAMU · College Station, Texas 77843-3135
(979) 845-1713 · (979) 845-9356 (FAX)

ITEM #10

OTHER ITEMS FOR
DISCUSSION.

ITEM #11

IDENTIFICATION OF FUTURE AGENDA ITEMS.

ITEM #12

DISCUSSION AND
CONSIDERATION OF NEXT
MEETING DATE.

ITEM #13

ADJOURN.