



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: December 16, 2015
AGENDA ITEM # 15

Approve an amended employment agreement
with the Executive Director, including
compensation and other contract terms.

Department: Board of Directors
Contact: Geoff Petrov, General Counsel
Associated Costs: TBD by Board Action
Funding Source: General Fund
Action Requested: Consider and act on draft resolution

Summary:

The annual performance review for the Executive Director is scheduled for an executive session under Agenda Item 14. This agenda item is posted for the Board to take appropriate action following the evaluation.

Backup provided: Draft Resolution (without attachment) for Board Consideration

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 15-__

EXECUTIVE DIRECTOR CONTRACT.

WHEREAS, THE Central Texas Regional Mobility Authority (“Mobility Authority”) was created pursuant to the request of Travis and Williamson Counties 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 Mobility Authority has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, after a thorough process the Mobility Authority Board of Directors selected Mike Heiligenstein to serve as the Mobility Authority’s Executive Director and approved entry into an employment contract with Mike Heiligenstein (the “ED Contract”); and

WHEREAS, pursuant to Resolution No. 09-60, dated August 26, 2009, the Board of Directors approved certain changes to the ED contract and authorized execution of an Amended and Restated ED Contract reflecting those changes; and

WHEREAS, pursuant to Resolutions Nos. 10-86, 11-1146, 12-090, 13-082 and 14-096 dated August 25, 2010, December 7, 2011, December 21, 2012, December 18, 2013 and December 14, 2014, respectively, the Board of Directors approved various amendments to the Amended and Restated ED Contract; and

WHEREAS the Amended and Restated ED Contract provides for review of the Executive Director’s performance and compensation on or about every anniversary of the Amended and Restated ED Contract and at such other times as agreed upon by the parties; and

WHEREAS, the Board of Directors has reviewed the Executive Director’s performance and has concluded that he served the Mobility Authority well; and

WHEREAS, the Board of Directors has determined that the Amended and Restated Contract should be further amended as reflected in the revised contract terms set forth in the Sixth Amendment to the Amended and Restated ED Contract, attached hereto as Attachment “A”.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the Mobility Authority hereby approve the Sixth Amendment to the Amended and Restated ED Contract, in the form or substantially the same form attached hereto as Attachment “A”; and

BE IT FURTHER RESOLVED, that for purposes of administrative efficiency, the terms of Amended and Restated ED Contract and each of the amendments thereto may be revised and incorporated into a single document; and

BE IT FURTHER RESOLVED, that the BOARD of Directors authorizes the Chairman to execute the Sixth Amendment to the Amended and Restated ED Contract and to execute a revised form of agreement incorporating the terms of the Amended and Restated ED Contract and all amendments thereto.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December, 2015.

Submitted and reviewed by:

Approved:

Geoffrey Petrov, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors