

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

**RESOLUTION NO. 10-85.2**

**Executive Director Compensation**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") 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 § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, the Board of Directors of the CTRMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, after a thorough process the CTRMA Board of Directors selected Mike Heiligenstein to serve as the CTRMA's Executive Director; and

WHEREAS, pursuant to Resolution No. 06-02, dated January 10, 2006, the Board of Directors approved entry into an employment contract with Mike Heiligenstein (the "ED Contract") related to his employment as the CTRMA Executive Director; 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, 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 thereto; and

WHEREAS, the Board of Directors has reviewed the Executive Director's performance and has concluded that he has served the CTRMA well; and

WHEREAS, the Board of Directors has also received and considered the recommendation of Human Performance Strategies, a consulting firm retained to conduct a survey of compensation and benefits paid and made available to persons in similar positions as the Executive Director; and

WHEREAS, based on their own evaluation of the Executive Director's performance and the recommendation of Human Performance Strategies, the Board of Directors has determined that the Executive Director's performance merits an increase in compensation and that the Amended and Restated ED Contract should be amended accordingly.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA, based on their own performance evaluation and the recommendation of Human Performance Strategies, hereby approves the following changes to the Executive Director's compensation:

Eight-percent (8%) increase in base compensation; bonus consistent with prior year's amount; and expansion of permissible uses of annual \$5000 allowance to include non-dependent college tuition and room and board expenses; and

BE IT FURTHER RESOLVED, that the Board of Directors authorizes the Chairman to execute an amendment to the Amended and Restated ED Contract incorporating the changes described above.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of August, 2010.

Submitted and reviewed by:



Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number 10-85.2  
Date Passed 08/25/10