

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

RESOLUTION NO. 12-024

**AUTHORIZE THE EXECUTIVE DIRECTOR TO FILE ONE OR MORE REQUESTS
FOR FINANCIAL ASSISTANCE WITH THE TEXAS DEPARTMENT OF
TRANSPORTATION FOR FUNDING RELATED TO DEVELOPMENT OF THE
MOPAC IMPROVEMENT PROJECT, AND TO NEGOTIATE ANY AGREEMENTS
REQUIRED TO RECEIVE FINANCIAL ASSISTANCE FROM THE TEXAS
DEPARTMENT OF TRANSPORTATION**

WHEREAS, after finding the Central Texas Regional Mobility Authority (the "Mobility Authority") satisfied all the requirements of Section 228.0111, Transportation Code, the Board of Directors on September 29, 2010, enacted Resolution No. 10-86 to exercise the Mobility Authority's option to develop the MoPac Improvement Project (the "Project"); and

WHEREAS, financial assistance for development of the Project may be available from the Texas Department of Transportation; and

WHEREAS, the Board of Directors has approved the Project and believes that obtaining financial assistance to develop the Project may reduce the cost and time required for the Mobility Authority to complete the Project.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors authorizes the Executive Director to file one or more requests for financial assistance with the Texas Department of Transportation for funding related to development of the MoPac Improvement Project, and to negotiate the terms and conditions of any agreements with the Texas Department of Transportation that may be required to receive financial assistance for the Project; and

BE IT FURTHER RESOLVED that any proposed financial assistance agreements with the Texas Department of Transportation must be approved by the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 11th day of April, 2012.

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: 12-024
Date Passed: 4/11/2012

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

RESOLUTION NO. 12-025

**AUTHORIZE THE ISSUANCE OF A REQUEST FOR QUALIFICATIONS FOR A
DESIGN-BUILD CONTRACT TO DEVELOP THE MOPAC IMPROVEMENT
PROJECT, AND DESIGNATE WES BURFORD, P.E., DIRECTOR OF ENGINEERING,
AS THE AUTHORITY'S REPRESENTATIVE FOR THAT PROCUREMENT PROCESS
AND FOR THE DURATION OF THE WORK ON THE PROJECT.**

WHEREAS, after finding the Central Texas Regional Mobility Authority (the "Mobility Authority") satisfied all the requirements of Section 228.0111, Transportation Code, the Board of Directors on September 29, 2010, enacted Resolution No. 10-86 to exercise the Mobility Authority's option to develop the MoPac Improvement Project (the "Project"); and

WHEREAS, Subchapter K, Chapter 370, Transportation Code, authorizes the Mobility Authority to use a design-build method to develop the Project; and

WHEREAS, Subchapter A, Article 7, Chapter 4 of the Mobility Authority Policy Code implements applicable state law and establishes the process the Mobility Authority will use to solicit proposals for a design-build contract to develop the Project; and

WHEREAS, the Board of Directors desires to initiate that process by authorizing issuance of a request for qualifications (an "RFQ") to develop the Project using the design-build method.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes and directs the Executive Director to issue an RFQ to develop the Project using the design-build method authorized by state law; and

BE IT FURTHER RESOLVED, that pursuant to Section 370.403, Transportation Code, the Board of Directors hereby designates Wes Burford, P.E., the Director of Engineering for the Mobility Authority, to act as the Mobility Authority's representative for the procurement process and for the duration of the work on the Project; and

BE IT FURTHER RESOLVED, that the Board of Directors hereby authorizes and directs the Executive Director to take such other actions as may be necessary to implement the design-build method procurement process to develop the Project, consistent with applicable state law and the Mobility Authority Policy Code, and to review the RFQ responses received, assess such responses based on the criteria identified in the RFQ, and prepare a recommendation to the Board of Directors regarding a short-list of firms to further participate in the design-build method procurement process and to receive and respond to a request for detailed proposals issued by the Mobility Authority in accordance with state law and the Policy Code.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 11th day of April, 2012.

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: 12-025
Date Passed: 4/11/2012

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

RESOLUTION NO. 12-026

**AUTHORIZING AN AGREEMENT WITH THE FEDERAL HIGHWAY
ADMINISTRATION AND THE TEXAS DEPARTMENT OF TRANSPORTATION
ADDRESSING USE OF MOPAC IMPROVEMENT PROJECT TOLL REVENUES.**

WHEREAS, Section 129(a) of Title 23 of the United States Code places certain restrictions on the use of federal funds for the construction of tolled highways, requiring that the toll authority enter into an agreement concerning the use of toll revenues; and

WHEREAS, the Mobility Authority has agreed to comply with Section 129(a) and has negotiated terms and provisions of a proposed Section 129 agreement with the Federal Highway Administration and the Texas Department of Transportation, a copy of which is attached and incorporated into this resolution as Attachment A;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves the proposed Section 129 Agreement; and

BE IT FURTHER RESOLVED, that the Executive Director is hereby authorized to execute the proposed Section 129 Agreement in the form or substantially the same form attached as Attachment A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of April, 2012.

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: 12-026
Date Passed: 4/25/2012

Attachment A

Section 129(a) Amendment (on the following 3 pages)

**AGREEMENT AMONG THE CENTRAL TEXAS REGIONAL MOBILITY
AUTHORITY, THE TEXAS DEPARTMENT OF TRANSPORTATION, AND THE
FEDERAL HIGHWAY ADMINISTRATION FOR FUNDING FOR THE
DEVELOPMENT, DESIGN, AND CONSTRUCTION OF THE MOPAC
IMPROVEMENT PROJECT.**

THIS AGREEMENT, made and entered into as of this ___ day of _____ 2012, by and among the CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY, a political subdivision of the State of Texas, hereinafter referred to as the "Authority," the TEXAS DEPARTMENT OF TRANSPORTATION, an agency of the State of Texas, hereinafter referred to as "TxDOT", and the FEDERAL HIGHWAY ADMINISTRATION, UNITED STATES DEPARTMENT OF TRANSPORTATION, hereinafter referred to as "FHWA."

WITNESSETH:

WHEREAS, the Authority desires to construct an 11.2 mile express lane project within the Loop 1 right of way (ROW), extending from Parmer Lane (FM 734) to Cesar Chavez Street in Travis County, Texas (hereinafter referred to as the "Toll Facility"); and

WHEREAS, pursuant to Chapter 370 of the Texas Transportation Code (the "RMA Act"), the Authority is authorized and empowered to design, finance, acquire, construct, maintain, repair and operate transportation projects, including turnpike projects; and

WHEREAS, pursuant to the RMA Act, the Authority has requested that TxDOT participate in the funding of the project; and

WHEREAS, Article III, Section 52-b of the Texas Constitution and Section 222.103 of the Texas Transportation Code authorize the State to grant funds to assist in the development of turnpike projects; and

WHEREAS, Section 129(a)(1)(A) of Title 23, United States Code, as amended, permits Federal participation in the initial construction of a toll highway, bridge, or tunnel (other than a highway, bridge, or tunnel on the Interstate System) or approach thereto; and

WHEREAS, the Authority, TxDOT, and FHWA have agreed to be bound by and to comply with provisions of Section 129(a) of Title 23, United States Code, as amended, for the toll facility; and

WHEREAS, paragraph 3 of Section 129(a) of Title 23, United States Code, as amended, restricts the use of revenues:

"(3) Limitations on use of revenues - ...all toll revenues received from operation of the toll facility will be used first for debt service, for reasonable return on investment of any private person financing the project, and for the costs necessary for the proper operation and maintenance of the toll facility, including reconstruction, resurfacing, restoration, and rehabilitation. If the State certifies

annually that the tolled facility is being adequately maintained, the State may use any toll revenues in excess of amounts required under the preceding sentence for any purpose for which Federal funds may be obligated by a State under this title."

WHEREAS, the FHWA has determined that the execution of this agreement by the FHWA complies with Section 123, Division C, of the Consolidated and Further Continuing Appropriations Act, 2012, Pub. L. No. 112-55 (the "Act"), since the Toll Facility is not in actual operation as of the November 14, 2011, which is the date of enactment of the Act;

NOW THEREFORE, TxDOT, the Authority, and FHWA hereto agree as follows:

1. TxDOT and the Authority agree that the toll revenues from the operation of the Toll Facility will be used first for debt service (including the funding of reasonable reserves), for reasonable return on investment of any private person financing a project on the Toll Facility (if any), and for the costs necessary for the proper operation and maintenance of the Toll Facility, including reconstruction, resurfacing, restoration, and rehabilitation, as provided in paragraph 3 of Section 129(a) of Title 23, United States Code, as amended.

2. In accordance with Section 129(a) of Title 23, United States Code, as amended, TxDOT and the Authority hereby certify that they can and will comply with the following requirements provided in paragraph 3 of Section 129(a), Title 23, United States Code, as amended:

The Authority and TxDOT agree to certify annually that the Toll Facility is being adequately maintained. If it provides such certification, the Authority may use any toll revenues in excess of amounts required under paragraph 3 of Section 129(a), Title 23, United States Code, as amended, for any purpose for which Federal funds may be obligated by a State or a public authority operating within a State under Title 23, United States Code. One certification submitted by either party to the FHWA shall be sufficient to satisfy the requirements of this paragraph so long as both parties are bound by such certification.

3. The Authority and TxDOT each agree, upon reasonable notice, to make all of its records pertaining to the Toll Facility subject to audit by FHWA. The Authority and TxDOT agree to annually audit the records of the Toll Facility for compliance with the provisions of this Agreement and report the results thereof to FHWA. In lieu of the Authority and TxDOT performing said audit, a report of an independent auditor furnished to the Authority, TxDOT, and FHWA will satisfy the requirements of this section.

4. This Agreement shall (a) bind and benefit the parties' successors and assigns, including any party that succeeds to the interests or obligations of a party and (b) be prepared in triplicate originals so that each signatory will have an original Agreement.

IN WITNESS WHEREOF, the Authority, TxDOT and FHWA hereunto have caused this Agreement to be duly executed as of the day and year first written above.

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

MIKE HEILIGENSTEIN
Executive Director

TEXAS DEPARTMENT OF TRANSPORTATION

Name: _____
Title: _____

FEDERAL HIGHWAY ADMINISTRATION

Name: _____
Title: _____

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

RESOLUTION NO. 12-027

**APPROVING AN AMENDED WORK AUTHORIZATION WITH
HNTB CORPORATION RELATING TO DEVELOPMENT OF
THE MOPAC IMPROVEMENT PROJECT.**

WHEREAS, HNTB Corporation (“HNTB”) serves as a general engineering consultant to the Mobility Authority under the Agreement for General Consulting Civil Engineering Services effective January 1, 2010 (the “GEC Agreement”); and

WHEREAS, by Resolution No. 10-40 enacted on April 28, 2010, the Board of Directors approved a work authorization for HNTB to provide GEC Project Development Services for the MoPac Improvement Project (the “Project”); and

WHEREAS, the Executive Director and HNTB have discussed and agreed to a proposed amended work authorization to continue HNTB’s support of current GEC Project Development Services for the Project; and

WHEREAS, the Executive Director recommends approval of the proposed amendment to the work authorization attached and incorporated into this resolution as Attachment A.

NOW THEREFORE, BE IT RESOLVED that the proposed amended work authorization is approved; and

BE IT FURTHER RESOLVED that the Executive Director may finalize and execute on behalf of the Mobility Authority the proposed work authorization in the form or substantially the same form attached as Attachment A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of April, 2012.

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: 12-027
Date Passed: 04/25/2012

ATTACHMENT "A" TO RESOLUTION 12-027

AMENDED WORK AUTHORIZATION WITH HNTB CORPORATION

[on the following 8 pages]

APPENDIX D

WORK AUTHORIZATION SUPPLEMENT

WORK AUTHORIZATION NO. 5.0

SUPPLEMENT NO. 1

This Supplement No. 1 to Work Authorization No. 5.0 dated May 06, 2010, is made as of this x st day of March, 2012, under the terms and conditions established in the AGREEMENT FOR GENERAL CONSULTING ENGINEERING SERVICES, dated as of December 23, 2009 (the "Agreement"), between the Central Texas Regional Mobility Authority ("Authority") and **HNTB Corporation** ("GEC"). This Supplement is made for the following purpose, consistent with the services defined in the Agreement:

MoPac Improvement Project Development

The following terms and conditions of Work Authorization No. 5.0 are hereby amended, as follows:

Section A. - Scope of Services

A.1. GEC shall perform the following Additional Services:

See Attachment A: Scope of Work

A.2. The following Services are not included in this Supplement Agreement, but shall be provided as Additional Services if authorized or confirmed in writing by the Authority.

See Attachment A: Scope of Work

A.3. In conjunction with the performance of the foregoing Services, GEC shall provide the following submittals/deliverables (Documents) to the Authority:

See Attachment A: Scope of Work

Section B. - Schedule

GEC shall perform the Services and deliver the related Documents (if any) according to the following schedule:

N/A

Section C. - Compensation

C.1. In return for the performance of the foregoing obligations, the Authority authorizes to the GEC an additional \$1,266,375 based on a Cost Plus fee. This will increase the not to exceed amount for Work Authorization No. 5.0 from \$3,839,597 to \$5,105,972. Compensation shall be in accordance with the Agreement.

The Authority and the GEC agree that the budget amounts for requested services are estimates and that these individual figures may be redistributed and/or adjusted as necessary

over the duration of this Work Authorization. The GEC may alter the compensation distribution between tasks or work assignments to be consistent with the Services actually rendered within the total Work Authorization amount. Upon written approval by the Authority, GEC may alter the compensation distribution between Work Authorizations. The GEC shall not exceed the maximum amount payable without prior written permission by the Authority.

Section D. - Authority's Responsibilities

The Authority shall perform and/or provide the following in a timely manner so as not to delay the Services of the GEC. Unless otherwise provided in this Supplemental Agreement, the Authority shall bear all costs incident to compliance with the following:

N/A

Section E. - Other Provisions

The parties agree to the following provisions with respect to this specific Supplemental Agreement:

N/A

Except to the extent expressly modified herein, all terms and conditions of the Agreement shall continue in full force and effect.

Authority:

**CENTRAL TEXAS REGIONAL
MOBILITY AUTHORITY**

By: _____

Name: Mike Heiligenstein

Title: Executive Director

Date: _____

GEC:

HNTB Corporation

By: _____

Name: _____

Title: _____

Date: _____

CENTRAL TEXAS RMA**ATTACHMENT A – SCOPE OF SERVICES****Supplement No.1 to**
WORK AUTHORIZATION NO. 5**SERVICES TO BE PROVIDED BY the GENERAL ENGINEERING CONSULTANT**
(GEC)**General**

The additional services to be performed by the GEC will include, but not be limited to, professional services and deliverables for various tasks related to the study and development of the Mopac Improvement Project. The limits of the services are from FM 734 (Parmer Lane) through the Cesar Chavez Street interchange, with some incidental work south of the Cesar Chavez Street interchange.

Because GEC has no control over the cost of labor, materials, or equipment furnished by others, or over the resources provided by others to meet project schedules, GEC's opinion of probable costs shall be made on the basis of experience and qualifications as a practitioner of its profession. GEC does not guarantee that proposals, bids, or actual project costs will not vary from GEC's cost estimates will not vary from GEC's projected schedules.

1.0 PROJECT MANAGEMENT & ADMINISTRATION

The effort for the following tasks will be extended approximately 6 months to account for additional project development time due to project delivery evaluation analysis activities. The GEC will perform project management, administrative and coordination duties, including contract administration, project management, reporting, meeting minutes of required meetings and telephone conversations, and other related administrative tasks (e.g., direct costs) associated with the Project, including:

1.1. Coordinate, Procure, and Administer Work Authorizations

Prepare contracts as required between the GEC and the Authority and GEC and subconsultants. The GEC will also assist in the preparation of and/or review of contracts between the Authority and subconsultants. Monitor and supervise GEC and Authority subconsultant activities, review all work products prepared by subconsultant, review and approve subconsultant progress reports and invoices.

1.2. Progress Reports and Invoices

Prepare monthly invoices and progress reports for the work tasks, together with evidence of services accomplished during the time period since the previous report. Prepare a detailed schedule (provide in the Authority approved format) of anticipated monthly invoice billing linking to the project work authorization tasks. A monthly progress report will be submitted

and will include: activities completed, initiated or ongoing, during the reporting period; challenges encountered and actions to remedy them; overall status, including a tabulation of percentage complete by task; updated project schedule; and DBE utilization status.

1.3. Record Keeping and File Management

Maintain records and files related to the Project throughout the duration of the Services. Uploading of project files to a shared website will be coordinated with the Authority. Maintain and update via approved software the deliverables tracking log provided by the Authority.

1.4. Correspondence

Prepare written materials, letters, survey forms, etc. used to solicit information or collect data for the project and submit them to the Authority for review and approval prior to its use or distribution. Copies of relevant outgoing correspondence and incoming correspondence will be provided to the Authority on a continuing basis.

1.5. Work Authorization Schedule

Prepare a detailed, graphic schedule linking work authorization tasks, subtasks, critical dates, milestones, deliverables, and the Authority/Texas Department of Transportation (TxDOT)/ Federal Highway Administration (FHWA) scheduled review requirements. The project schedule will be in a format that depicts the order and inter-dependence of the various tasks, subtasks, milestones and deliverables for each of the tasks identified therein. Progress will be reviewed periodically, and should these reviews indicate a substantial change in progress, a schedule recovery strategy will be developed and implemented and the schedule will be revised accordingly.

1.6. Dashboard Update

Prepare and submit updated project information, including schedule and budget, for the Authority's dashboard on a monthly basis; provide QC review of revised information on website.

2.0 ENHANCED SERVICES

Throughout the project development to date, the GEC provided enhanced services related to the project activities and current contract scope. These services were identified and tracked utilizing the Table below:

	ENHANCED SERVICE REQUESTED	REQUESTED BY
1	License Plate Survey at Downtown	Mike Heiligenstein
2	Additional Railroad Coordination: Refuge Areas, Double Track feasibility Report, mtgs	Wes Burford
3	NEPA Process PI Efforts: support preparation for and attendance at Open Houses 1 & 2 (2011), graphic renderings development, simulation of Downtown Connection	Ron Fagan, Steve Pustelnyk
4	Non-NEPA Open House Summer 2011 (primarily CSD exhibit board production)	Steve Pustelnyk
5	Context Sensitive Design Committee (CSDC) support activities	Wes Burford, Steve Pustelnyk
6	HHM subconsultant contract: NEPA Process Historic Research continuation	TxDOT/CTRMA - Wes Burford
7	Schematic Design Exceptions: initial submittal preparation support; enhanced historical justification support	TxDOT/CTRMA - Wes Burford
8	Traffic Sign design and exhibit preparation for Focus Groups and Schematic	Wes Burford, Tim Reilly
9	Bike and Pedestrian Facilities enhancements: investigation, development, coordination activities with stakeholders and agencies, exhibit preparation	TxDOT/CTRMA - Mike Heiligenstein
10	Express Lane Dynamic Pricing Algorithms development	Tim Reilly
11	Vissim coordination and updates for algorithm	Tim Reilly
12	TIFIA -LOI - 2011 application preparation and submittal	Bill Chapman
13	Aesthetics Design Package for CDA; Development of exhibits for newsletters and meetings	Wes Burford, Steve Pustelnyk
14	P3 Evaluation Support	Mike Heiligenstein
15	Community Workshops, Stakeholder Meeting support	Wes Burford, Steve Pustelnyk
16	Agency Visit to Mo- I 64 toll	Mike Heiligenstein
17	Utility Coordination: investigations, mtgs with utilities, COA, TxDOT	Wes Burford
18	Additional Contract Oversight & Coordination: TTI, WSA (CDM Smith)	Bill Chapman, Mike Heiligenstein
19	Parmer Road Model coordination with CDM Smith	Sean Beal, Wes Burford

20	Additional Railroad Coordination: engineering, construction, and maintenance agreements development	Wes Burford
21	Public Outreach Informational Workshops and other additional PI support	Steve Pustelnyk
22	Design of Parmer Road entrance; for use in operational analysis and schematic	Wes Burford
23	City of Austin Agreements development and coordination support	Mario Espinoza, Andy Martin
24	Peer Agency Site Visits preparation support and participation - Georgia/Florida	Mike Heiligenstein
25	SUP and sidewalk due diligence and Design Waivers preparation	Wes Burford
26	Toll System Integration Design, Specifications, Plans development (formerly Telvent tasks)	Tim Reilly
27	System Integrator Procurement support	Tim Reilly
28	Express Lanes Policies development support	Tim Reilly
29	CTR Downtown Analysis Peer Review and Coordination	Mike Heiligenstein
30	Potential Second Round of Open Houses	Wes Burford/ Mario Espinoza
31	Potential Lidar Survey, Utility Survey, and Geotechnical Investigation support services by Subconsultants as requested for CDA development and risk management - management	
32	Additional Project Development Support as requested during the course of Procurement and Financing.	Wes Burford

3.0 Subcontract Enhanced Services

3.1. HHM Historic Research: Continuation of historic research for Section 106 documentation.

3.2. DBE Coordination: Subconsultant support for DBE Coordination and Workshops

3.3. Survey and Geotechnical: Potential Lidar Survey, Utility Survey, and Geotechnical Investigation support services by Subconsultants as requested for RFDP development and risk management.

[END OF SECTION]

MoPac Improvement Project

ATTACHMENT B
FEE ESTIMATE

CONTRACT NO. 46837
WORK AUTHORIZATION #6
Supplement 1

TASK DESCRIPTION	Hours	Group Director/Manager	Michael Mathews Department Manager	Sally Evans Sr. Project Director	Ms. Paul Project Manager II	Todd Project Manager	Jan, Dennis Project Engineer	David Williams Engineer III	Rodrigo Sr. Eng. & Lab. Leader	Steve Daback Sr. Eng. & Lab. Analyst	Brent, Jim Sr. Planner	Summer, (Lulu) JDBS/IV	Elisabeth Sr. Public Involvement Rep.	Jim Martinez Sr. Graphic Designer	Bob Office Business Manager	Cathie Project Analyst	Regan Admin. Assistant	TOTAL HOURS	LOAVER FEE	GSEEN	
																					12
1.0 PROJECT MANAGEMENT AND ADMINISTRATION (6 month extension)																					
1.1 Coordination, Process, and Administer Work Authorizations	12		6	24	24										24	6					
1.2 Progress Reports and Invoices	12		6	6	6										12	48	48				
1.3 Record Keeping and File Management	48		24	24	24											48	48				
1.4 Correspondence	6		3	3	3											20	20				
1.5 Work Allocation Schedule										32											
1.6 Dashboard Update																					
SUBTOTAL	90	6	63	60	0	0	0	0	0	32	0	0	0	0	36	122	116		525	\$ 73,564	
2.0 Enhanced Services																					
1 License Plate Survey at Downtown	7		16	10	10		80	90			200								405	\$ 57,392	\$ (67,352)
2 Additional Railroad Coordination, Refuge Areas, Double Track Feasibility Report, IHS	9		10	40	40	120													279	\$ 52,667	\$ (52,667)
3 Open Houses 1 & 2 (2011), graphic renderings development, simulation of Downtown Corridor	20		35	40	40						20	60	125	100					440	\$ 59,317	\$ (59,317)
4 Non-NEPA Open House Summer 2011 (primarily CSD exhibit board)	8		16	10	16						20	80	8						160	\$ 22,200	\$ (22,200)
5 Context Sensitive Design Committee (CSDC) support activities	15		80	24	35	10	10	10			70	840	50						922	\$ 106,931	\$ (106,931)
6 FHIM subcontract contract, NEPA Process Historic Research contribution	1		8																9	\$ 2,000	\$ (2,000)
7 Scenario Design Exceptions: initial submittal preparation support, finalized historical justification support	9		35	40	40	5	8	8											97	\$ 16,141	\$ (16,141)
8 Traffic Sign design and exhibit preparation for Focus Groups and Stakeholder Meetings	8		50	40	40	100	280	20				60							478	\$ 67,707	
9 Bike and Pedestrian Facilities enhancements, investigation, coordination activities with stakeholders and agencies, submittal preparation	10		40	70	335						50								455	\$ 67,140	
10 Express Lane Dynamic Pricing Algorithms development	8		8	8	8														142	\$ 16,527	
11 Message coordination and updates for algorithm	8		45	16	16						200	1,095	20	8					1340	\$ 147,628	
12 TEPA-LOI-2011 application preparation and submittal	8		4	4	4														40	\$ 10,179	
13 Review and meetings for CDM development of exhibits for	32		25	60	95	10	10	10			20	110	230						613	\$ 84,857	
14 PS Evaluation Support	33		25	60	95	10	10	10			20	110	230						613	\$ 84,857	
15 Community Workshops, Stakeholder meeting support	40																		40	\$ 10,615	
16 Agency Visit to Mo-184 bill	7		70	75	100	100													352	\$ 53,873	
17 Utility Coordination, Investigations, migs with utilities, CDA, TxDOT	30		145	165	165														340	\$ 72,281	
18 Additional Contract Oversight & Coordination TTI, WSA (CDM Smith)	2		10	10	10														22	\$ 4,750	
19 Premier Road Model coordination with CDM Smith	35		120	16	16	100													271	\$ 58,482	
20 Additional Railroad Coordination, engineering, construction, and maintenance agreements development	45		25	80	90							60	200						500	\$ 74,824	
21 Public Outreach Informational Workshops and other additional PI support	3		8	10	17														48	\$ 7,283	
22 Design of Prairie Road entrance, for use in operational analysis	30		10	10	17														30	\$ 6,108	
23 City of Austin Agreements development and coordination support	4		10	20	20	30	40												80	\$ 21,230	
24 Peer Agency Site Visits preparation support and participation - Georgia/Texas	4		230	40	40	80	120	100											104	\$ 14,244	
25 SUP and sidewalk clear design and Design/Weavers preparation	4		280	20	20	80													574	\$ 109,281	
26 Total System Integration Design, Specifications, Plans development (formal) (relevant tasks)	4		48	20	20	48													80	\$ 90,841	
27 System Integrator Procurement support	4		12	24	24						68								80	\$ 17,840	
28 Express Lanes Policies development support	4																		2	\$ 2,753	
29 CTR Downtown Analysis Peer Review and Coordination	4																		130	\$ 21,753	

TASK DESCRIPTION	Group Director/Manager	Department Manager	Sr. Advisor/Director	Project Manager I	Project Manager II	Engineer/Engineer II	Sr. Technician	Sr. Proj. Eng. / Sr. Eng. / Sr. Designer	Sr. Civil / Sr. Estimator	Sr. Planner / Sr. Estimator	JULY - NOV	Sr. Public Improvement Rep.	Sr. Engineer / Sr. Designer	Office Business Manager	Project Analyst	Admin. Assistant	TOTAL HOURS	LOADED FEE	CREDIT
30) Potential Second Round of Open Houses	10	8	16	16							40	110					200	\$ 24,007	
Potential Liter Survey, Utility Survey, and Geotechnical Investigation support services by Subconsultants as requested for CDA																	44	\$ 8,376	
31) Development and risk management (continuation only see 3.0 below)	4		16	16													300	\$ 51,360	
32) Additional Project Development Support as requested during the course of Procurement and Financing.	25		70	80	80	65	748	688	140	190	0	680	2065	853	108	0	8315	\$ 1,405,727	\$ (380,755)
SUBTOTAL	466	224	1570	1210	355	748	688	140	190	0	680	2065	853	108	0	0	8315	\$ 1,405,727	\$ (380,755)
TOTAL HOURS	596	230	1633	1270	355	748	688	140	190	32	2,085	853	108	36	134	124	8,640	1,484,291	0
CREDITED HOURS	86	248	248	248	0	225	988	20	0	310	760	163	100	0	2	6	2,688	0	\$ (380,755)
BASE RATE	\$ 66.81	\$ 76.98	\$ 95.62	\$ 55.95	\$ 46.74	\$ 48.67	\$ 32.50	\$ 43.07	\$ 55.93	\$ 43.83	\$ 34.07	\$ 30.44	\$ 38.75	\$ 45.33	\$ 25.73	\$ 23.22			
TOTAL LABOR	\$ 77,658	\$ 18,260	\$ 157,443	\$ 35,246	\$ 15,563	\$ 10,075	\$ 5,216	\$ 7,403	\$ 10,627	\$ 7,403	\$ 20,703	\$ 20,398	\$ 3,101	\$ 1,932	\$ 3,396	\$ 2,893			
LABOR BURDEN	\$ 14,444	\$ 15,922	\$ 13,438	\$ 11,306	\$ 27,662	\$ 17,551	\$ 9,822	\$ 16,903	\$ 2,462	\$ 2,462	\$ 7,746	\$ 55,514	\$ 540	\$ 2,841	\$ 5,913	\$ 4,689			
Overhead	\$ 14,444	\$ 15,922	\$ 13,438	\$ 11,306	\$ 27,662	\$ 17,551	\$ 9,822	\$ 16,903	\$ 2,462	\$ 2,462	\$ 7,746	\$ 55,514	\$ 540	\$ 2,841	\$ 5,913	\$ 4,689			
Profit	\$ 12,000	\$ 2,464	\$ 33,328	\$ 17,105	\$ 22,662	\$ 7,103	\$ 2,850	\$ 1,532	\$ 3,121	\$ 4,021	\$ 13,952	\$ 28,384	\$ 493	\$ 2,362	\$ 4,915	\$ 3,854			
TOTAL	\$ 119,115	\$ 22,968	\$ 307,637	\$ 155,639	\$ 42,823	\$ 67,184	\$ 27,616	\$ 14,298	\$ 20,131	\$ 3,845	\$ 55,319	\$ 121,887	\$ 55,912	\$ 650	\$ 4,472	\$ 7,382			

SUBTOTALS BY TASK	TOTAL HOURS	TOTAL LABOR
1.0 PROJECT MANAGEMENT AND ADMINISTRATION (6 month extension)	525	\$ 75,564
2.0 Enhanced Services	9,315	\$ 1,405,727
CREDIT	-2,688	\$ (380,755)
TOTAL TASK 1 & 2	7,142	\$ 1,120,536
3.1 Subconsultant - HMM historic research		\$ 32,839
3.2 Subconsultant - PINK - DBE coordination		\$ 20,000
3.3 Subconsultant - Uday Survey/Geotech		\$ 80,000
EXPENSES		\$ 15,000
SUPPLEMENT TOTALS	7,142	\$ 1,266,375

(Shift in funds to cover portion of enhanced services) (credit)

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

RESOLUTION NO. 12-028

**AUTHORIZING A NEW WORK AUTHORIZATION WITH
TELVENT USA CORPORATION TO PROVIDE ASSISTANCE
WITH A NEW TOLL SYSTEM UNDER THE INTERLOCAL AGREEMENT
WITH CAMERON COUNTY REGIONAL MOBILITY AUTHORITY.**

WHEREAS, by Resolution No. 10-06, adopted by the Board of Directors on January 27, 2010, the Board authorized an interlocal agreement between the Mobility Authority and the Cameron County Regional Mobility Authority ("CCRMA") by which the Mobility Authority would provide toll system implementation services to CCRMA (the "Toll System Implementation ILA"); and

WHEREAS, the Mobility Authority provides services to CCRMA under the Toll System Implementation ILA through its Contract for Toll System Implementation effective April 27, 2005, with Telvent USA Corporation, formerly known as Caseta Technologies (the "Telvent Contract"); and

WHEREAS, CCRMA has notified the Mobility Authority that it desires assistance from the Mobility Authority under the Toll System Implementation ILA to implement and integrate a new toll system for the its Phase 2 of SH 550 "Port Spur"; and

WHEREAS, the Executive Director recommends approval of the proposed work authorization under the Telvent Contract attached and incorporated into this resolution as Attachment A.

NOW THEREFORE, BE IT RESOLVED that the proposed work authorization is approved; and

BE IT FURTHER RESOLVED that the Executive Director may finalize and execute on behalf of the Mobility Authority the proposed work authorization in the form or substantially the same form attached as Attachment A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of April, 2012.

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: 12-028
Date Passed: 04/25/2012

ATTACHMENT "A" TO RESOLUTION 12-028

NEW WORK AUTHORIZATION

[on the following 20 pages]

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

WORK AUTHORIZATION

WORK AUTHORIZATION NO. 7

**TOLL COLLECTION SYSTEMS IMPLEMENTATION-
CAMERON COUNTY RMA SH 550-PORT SPUR TOLL PROJECT**

THIS WORK AUTHORIZATION is made pursuant to the terms and conditions of Article 1 of the GENERAL PROVISIONS, Attachment A to that certain Contract for Toll System Implementation, dated April 27, 2005 (the Contract) entered into by and between the Central Texas Regional Mobility Authority (the "Authority" or "CTRMA"), and Telvent USA Corporation (the Contractor), as amended February 26, 2010.

PART I. The Contractor will perform toll system implementation and maintenance services described in **Attachment A** attached hereto. The Contractor's duties and responsibilities to coordinate with the CCRMA's contracted designers and construction contractors is detailed in the Responsibility Matrix attached thereto as **Attachment C**. The INTERLOCAL AGREEMENT, together with Attachments are attached hereto and made a part of this Work Authorization.

PART II. The maximum amount payable under this Work Authorization No. 7 is \$1,386,880. This amount is based generally upon the estimated fees set forth in **Attachment B**, which is incorporated herein and made a part of this Work Authorization. In accordance with Paragraph B, Article 1 (Work Authorizations), Attachment A of the Contract, CTRMA and the Contractor agree that the Price Schedule of the Contract is revised to increase the "TOTAL PROPOSED PRICE – All Segments and Common Items" shown on page "Schedule 1-21" of the Contract by an amount not to exceed the \$1,386,880 payable under this Work Authorization No. 7.

PART III. Payment to the Contractor for the services established under this Work Authorization shall be made in accordance with Article 12 of the Contract, and Attachment A, Article 1 of the GENERAL PROVISIONS.

PART IV. This Work Authorization is effective April 30, 2012 and shall terminate one year following System Acceptance unless extended by a supplemental Work Authorization as provided in Attachment A, Article 1 of the GENERAL PROVISIONS. The work shall be performed in accordance with the Project Schedule and Milestones as set forth in Attachment G of the INTERLOCAL AGREEMENT, as may be amended.

PART V. This Work Authorization No. 7 does not waive any of the parties' responsibilities and obligations provided under the Contract, and except as specifically modified by this Work Authorization, all such responsibilities and obligations remain in full force and effect.

IN WITNESS WHEREOF, this Work Authorization No. 7 is executed in duplicate counterparts and hereby accepted and acknowledged below.

THE CONTRACTOR: Telvent USA Corporation

Signature	Date
Typed/Printed Name and Title	

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

Executed for and approved by the Central Texas Regional Mobility Authority for the purpose and effect of activating and/or carrying out the orders, established policies or work programs heretofore approved and authorized by the Texas Transportation Commission.

Signature	Date
Typed/Printed Name and Title	

LIST OF ATTACHMENTS

- | | |
|--------------|-----------------------|
| ATTACHMENT A | SCOPE OF WORK |
| ATTACHMENT B | FEE PROPOSAL |
| ATTACHMENT C | RESPONSIBILITY MATRIX |
| ATTACHMENT D | INTERLOCAL AGREEMENT |

CAMERON COUNTY REGIONAL MOBILITY AUTHORITY

TOLL COLLECTION SYSTEMS IMPLEMENTATION

CCRMA SH 550 – Port Spur Toll Project

SCOPE OF WORK for Systems Integrator

A1.0 General

A1.01. Background

The Cameron County Regional Mobility Authority (CCRMA) approved the implementation of the proposed Toll Implementation Plan to construct additional capacity on various segments of highway network in the CCRMA Long-Range Plan as toll road facilities in conjunction with lanes for development of the SH550 tolling route. The toll road segments are in various stages of project development, design or construction by the Cameron County Regional Mobility Authority (CCRMA). It is intended that the proposed segment will be implemented by the CTRMA as part of the CCRMA Toll Road System. A tabulation of *Detailed Lane Configuration* for the Toll Collection System (TCS) as currently anticipated for the SH550 – Port Spur Project (“the Project”) is included as part of this Exhibit A. The TCS for the SH550 – Port Spur Project will be all Electronic Toll Collection (ETC). The Project is currently open to traffic and will be subject to tolls in 2012.

A1.02. Summary Scope of Work

The Scope of Work for this Work Authorization provides details for the procurement, installation, testing, and implementation of a complete and fully operational TCS for the Project, including all of the required communications and systems interfaces, and one (1) year of toll systems maintenance services. The Work also includes design, coordination, and project interface activities to facilitate the design and construction of the toll system infrastructure facilities by others on the SH550 – Port Spur Project. This Work Authorization also authorizes the Systems Integrator (SI) to establish and maintain relationships with a wide variety of third parties and to coordinate the designs for the proposed TCS with the SH550 – Port Spur Project to ensure that the construction of the toll system infrastructure facilities will be fully compatible and will meet the requirements for CCRMA’s TCS. In this role, the SI will work closely with CCRMA, CTRMA, TxDOT, and various designers and roadway contractors in developing the required TCS and network infrastructure.

Attachment A

A2.0 General Description – Toll Road Infrastructure and Site

A2.01. SH550 – Port Spur

Proposed Facility: The improved corridor will include a two-lane Toll Road (Two and One Shoulder Lane in each direction). The Toll Lanes will be separated from the frontage roads by a grassed elevated median and physical barrier.

A3.0 General Description - Toll Collection System Elements

A3.01. General Requirements

The TCS for the CCRMA FM550 – Port Spur, which is being designed and implemented through a series of separate work authorizations for the various segments of the proposed Toll Road System, generally will be fully compatible with the TCS designed and implemented for the original SH550 Toll Road Project, using automatic vehicle identification and classification technology, a Violation Enforcement System (VES) with an integrated camera and triggering system to capture referenced digital images of license plates, and a Remote Online Management System (ROMS). It is required that the System be interoperable with the other Texas ETC systems. The CCRMA contracts with the CTRMA for access to members of the Texas Statewide Interoperability Task force for CSC services for its customers.

Expansion of CCRMA's TCS to serve that SH550 – Port Spur Project includes coordination of appropriate interfaces with the CSC. Appropriate communications links between the existing toll facility on the CCRMA Toll Road System and the VPC are part of the requirements of the design/implementation work. The Violation Processing Center (VPC) is located in a separate facility, and it is being administrated by the Municipal Services Bureau, Inc. under contract to the CCRMA. Development of CCRMA's TCS also will include coordination and design of appropriate interfaces with the VPC. Appropriate communications links between the various toll facilities on the CCRMA Toll Road System and the CSC are part of the requirements of the design/implementation work but monthly recurring fees for services are not.

A revised detailed tabulation of the elements of the TCS, indicating locations and basic components is attached as "*Detailed Lane Configurations*". The general locations and layouts for the toll facilities of the SH550 – Port Spur Project as currently proposed are indicated on the attached schematic diagram. This diagram is based on the latest information currently available and is intended for informational purposes only. The locations are subject to change, and it should be anticipated that refinements and adjustment to the locations and layouts indicated will be required as designs for the TCS are developed further.

A4.0 General Description - Gantries and Roadside Equipment for ETC Systems

For all TCS field installations on the FM550 – Port Spur Project, the SI will be required to provide and install the toll equipment systems and hardware for a complete, tested, and operating

Attachment A

TCS under this Work Authorization. The principle items of work and primary components of the TCS at the Remote Express Toll Location will include, but are not limited to:

- Furnish & Install In-Lane Processor (ILP) enclosure, with HVAC for appropriate environmental protection and climate controls for electronic equipment;
- Master Ground Bus Bar provided by others;
- Furnish & Install Lightning Surge Suppression System & Components for AVI, network, VES, UPS power and service/feeder power;
- Communication System Outside, Inside, and Network Components (i.e.: Fiber Optic Cable, Terminations, Switches, routers and other network devices). Does not include monthly service fees;
- Furnish & Install Express ETC Lane components, including AVDS, AVC, VES, TSI and AVI systems and hardware;
- Furnish & Install all ETC Lane Equipment wiring & cable, hardware, brackets, and fasteners required to attach the ETC equipment to the gantries provided by the Contractor;
- Furnish & Install Uninterruptible Power Supply, including wiring & cable, hardware, and ROMs interface;
- Furnish & Install ROMs monitoring for all ETC site equipment (i.e.: ETC Equipment, AVDS, AVC, AVI, VES, HVAC, power and communications equipment, etc); and
- Provide complete testing and acceptance of all systems for the complete, fully operational TCS, furnished and installed.

The procurement, fabrication and installation of gantries for the TCS to be located on the Project will be by others. It is the responsibility of the designer to establish the precise locations for each of the gantry structures and to provide the Roadway Contractor(s) with detailed information for the installation of the TCS equipment at all locations.

A5.0 Coordination and Project Interface

The work related to this Work Authorization generally will include, but not be limited to:

- Design input and providing detailed information including TCS component details, dimensions and layout configurations, and specific technical requirements for elements of the proposed TCS;
- Preparation of construction/installation guidelines for various components of CCRMA's TCS;
- Review of construction documents prepared by others; and
- Attendance and participation at coordination meetings as determined by project schedule and/or as requested by CCRMA

Attachment A

The SI is to participate in the process for coordination which will enable the contractors and designers on the FM550 – Port Spur Project to obtain specific, detailed information regarding the proposed TCS components in order to complete the design/construction of the appropriate toll facilities infrastructure. The SI will be responsible for maintaining relationships with a wide variety of third parties, including designers, roadway contractors, and various suppliers. In this role, the SI will work closely with CCRMA in developing the required network.

All TCS infrastructure facilities at the remote Express Toll Location on the Project will be provided by others as indicated in **Section A6.0 and Section A7.0** hereof. The SI shall fully coordinate the designs for the TCS with others and provide the required details and technical requirements to ensure that the construction of the toll system infrastructure facilities will be fully compatible and meet the requirements for CCRMA's TCS. The SI is responsible for coordinating with others and for providing all necessary details, system requirements, and reviews of construction documents to ensure that the gantries are located and configured properly to accommodate the SI's own particular system components as required to meet CCRMA TCS performance and accuracy requirements.

A6.0 Work by Others

A6.01. Civil/Roadway Construction

CCRMA, through its roadway construction contract will provide for a minimum of 60 linear feet of jointed concrete pavement at the area designated for the toll collection facilities. The pavement will be reinforced with Glass Fiber Reinforced Polymer (GFRP) bars. Transverse joints and longitudinal joints will be placed at positions equal to lane widths and as shown on the CCRMA details. Power will be provided by others and terminated at an enclosure in an area within 500 feet of ILP. The SI is responsible for the communication links between the Host, the CSC, the VPC, and all Remote Express Toll Location facilities.

Except as may be expressly indicated elsewhere, all toll system infrastructure required for the TCS at the designated remote Express Toll Locations will be provided and installed by others. The principle items of work and primary components of the TCS infrastructure at each remote Express Toll Location shall include, but are not limited to:

- GFRP Bar Reinforced Pavement Section;
- Retaining Walls and Coping Details;
- Drainage Features;
- Civil Site Work, including Grading, Access Driveways, Fencing and Drainage;
- All toll gantry procurement and installations, including foundations and gantry structures;
- Toll Pad concrete foundation slab to include cabinets specified by SI;
- Conduit and ground boxes providing connections between the Pad's and the ETC Lane equipment installations. NOTE: It is the responsibility of the SI to coordinate with the Roadway Contractor(s) for the placement and installation of these elements to ensure that the construction is acceptable for the TCS as designed;

Attachment A

- Gantry and ILP enclosure lightning protection air, terminal, Down Conductors, Pad;
- Master Ground Bus Bar, and Ground Electrodes. Equipment connection to the Ground Electrode for the ILP enclosure Master Ground Bus Bar will be provided by Others;
- Backup Electrical Power including Emergency Generators, Fuel Tanks, and Automatic Transfer Switches;
- Power and WAN communication services up to the location of the proposed Pad enclosures; and
- All signing, pavement markings, traffic barriers and other roadway appurtenances required at each remote Express Toll Location.

A7.0 Work Authorization Toll Facilities Responsibility Matrix

The SI is responsible for design and coordination of the various aspects of the TCS as identified in the *ATTACHMENT C - Toll Facilities Responsibility Matrix*, and shall work with CCRMA, TxDOT, roadway designers and contractors, and others as described herein.

A8.0 Project Schedule

The Project Schedule shall be developed to incorporate the Milestone Dates established for this Work Authorization.

**TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE
Responsibility Matrix
SH550 – Port Spur Toll Project**

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1	2	3
	Design	Procure	Install and/or Construct

Element/Task/Component/ Sub-system	CCRMA (EXDOP) Civil Designer (Contractor)			CTRMA (FELVENT USA) System Integrator (SI)			Comments Other Responsibility Information
	1	2	3	1	2	3	
TOLL COLLECTION FACILITIES	TBD	TBD	TBD	TBD	TBD	TBD	
TOLL GANTRIES, RAMPS & ENCLOSURES	TBD	TBD	TBD	TBD	TBD	TBD	
Schedule							
Gantries, Main Lane and Enclosure Layouts, AVI Brackets	A	A	A	B	B	C	SI to provide locations and elevations for AVI brackets, and locations for loop layouts and enclosures. Designer to incorporate into Physical Layout Design Packages. Roadway Contractor to furnish and install foundations with conduit and other systems rough-in's
Gantry & Enclosure Physical Layout	A	A	A	B	D	B	Concept Drawings provided by Designer
Grading	A	A	A	D	D	D	Designer to provide grading requirements. Roadway Contractor to complete all required grading.
Drainage	A	A	A	D	D	C	Designer to provide grading requirements. Roadway Contractor to complete all required drainage work.
Utilities	A	A	A	B	D	B	Roadway Contractor to furnish and install electrical service to meet specific electrical power requirements for the HVAC & Toll Collection System.

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 – Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1		2		3	
	Design	Procure	Design	Procure	Install and/or Construct	Install and/or Construct

Element/Task/Component/ Sub-system	CCRMA (TXDOT) Civil Designer (Contractor)	CCRMA (TELEVENT USA) System Integrator (SI)	Other Responsibility Information	Comments	
HVAC	A	A	B	B	Roadway Contractor to provide necessary "clear zone" at or near ROW for installation of electrical service, including misc grading and drainage as required by service design and /or Utility.
Striping	A	A	B	D	Roadway Contractor to provide HVAC as part of the 332D Roadside Enclosure Designer to incorporate into Striping Plan.
Gantries	B	A	A	C	Roadway Contractor to furnish and install SI to provide requirements for specific equipment mounts, conduits, J Boxes, power and data cables. SI will install all power and communication wiring from the 332D roadside enclosures to the gantries. Designer to incorporate into design. Roadway Contractor will furnish and install all equipment mounts, conduits, and J Boxes.

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 – Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1			2		3	
	Design		Procure		Install and/or Construct		

Roadside Cabinets & ILP Enclosure Foundations; Electrical Power & Data: Conduits, Primary Electrical Power Conductors & Electrical Service and Utility power	B	A	A	A	A	B	SI to provide requirements for specific equipment enclosures, equipment mounts, conduits, J boxes, power and data wiring for Toll Collection System. SI will install all power and communications wires from the main power distribution panel to the 332D roadside enclosures. Designer to incorporate into design.
Roadside 332D Cabinets with Air Conditioning	A	A	A	A	B	B	Roadway Contractor will provide and install all 332D roadside enclosures with HVAC, Provide main disconnect, and main power distribution panel. Install all wiring from meter pole to main disconnect. SI to provide requirements for specific equipment enclosures, equipment mounts, conduits, J boxes, power and data wiring for Toll Collection System. Designer to incorporate into design. Roadway Contractor will furnish and install foundations, Conduits, Electrical Power Conductors & Electrical Service and Utility power pole. Roadway Contractor to furnish and install all

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 – Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1			2		3	
	Design			Procure		Install and/or Construct	

Systems Servers	C	C	C	A	A	A	332D roadside enclosures with HVAC. SI to provide toll system servers.
Security Camera	C	C	C	A	A	A	SI to install Security Cameras to Monitor Equipment Enclosures, and Gantry
Fencing/Guardrail/Bollards (ILP: If Required)	A	C	C	A	A	A	SI to provide requirements for specific equipment clearances for Toll Collection System. Designer to provide design details.
Communications System and Facility Security Design: Physical Security	A	C	C	A	A	A	SI to furnish and Install Generator pad fencing. SI to provide communications and security design requirements at each tolling location/ITS location for Toll Collection System Designer to provide physical security requirements and incorporate into plans. SI to furnish and install required system, facility, and physical security components and systems. Roadway Contractor will provide and install all communication poles/masts/enclosures based on SI recommendations.

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 – Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1	2	3
	Design	Procure	Install and/or Construct

<ul style="list-style-type: none"> VES Cameras VES Camera, Light Sensor & Strobe Flash Mounting Supports 	A	A	A	B	D	C	SI to provide VES Camera, Light Sensor & Strobe Flash Mounting design requirements at each tolling location for Toll Collection System. Designer to incorporate VES Camera & Strobe Flash Mounting requirements into the designs. Roadway Contractor to furnish and install VES Camera & Strobe Flash Mounting (AVI Brackets)
<ul style="list-style-type: none"> Cameras, Light Sensors & Strobe Flash mounting and enclosures 	B	A	A	A	A	A	SI to provide VES Camera & Light Sensor Mounting design requirements at each tolling location for Toll Collection System. Designer to incorporate VES Camera & Strobe Flash Mounting requirements into the designs. Roadway Contractor to furnish and install structural mounting supports, conduit, j-boxes, for power and data. For VES Camera & Strobe Flash Mounting

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 – Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1	2	3
	Design	Procure	Install and/or Construct

VES Illumination mounts and enclosures	B	B	B	A	Light Sensor Equipment, including equipment mounting brackets, power and data cable / wiring SI to provide VES Illumination Mounting design requirements at each tolling location for Toll Collection System. Designer to incorporate VES Illumination Mounting requirements into the designs. SI to furnish and Install VES Illumination, including equipment mounting brackets, power and data cable & wiring
Overhead Lane Mode Signals & LED's	N/A	N/A	N/A	N/A	
Canopy Over-ride Switch	N/A	N/A	N/A	N/A	
CO Sensors	N/A	N/A	N/A	N/A	

Responsibility Matrix

SH550 – Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1 2 3		
	Design	Procure	Install and/or Construct

<ul style="list-style-type: none"> Lanes/Islands 	Vehicle Detection/Classification Sensors	A	A	A	B	C	SI to provide the sensor design requirements Designer to incorporate requirements into the designs. Roadway Contractor to furnish and install pavement and appurtenances for Vehicle Detection/Classification Systems
	Pavement Structure	A	A	A	B	D	
	Vehicle Detection/Classification Sensors Installation of AVDS and AVC	B	B	A	A	A	A
Island Traffic Signal Head Conduit, J Box Wiring	N/A	N/A	N/A	N/A	N/A	N/A	
Flashing Warning Lights Conduit/Boxes/Wiring	N/A	N/A	N/A	N/A	N/A	N/A	
PROJECT OPERATING SUB-SYSTEMS							
Design	D	D	D	A	A	A	
Ducts & Conduits	B	A	A	A	D	B	SI to provide detailed drawings and specific requirements on ducts and conduits. Designer to incorporate requirements into

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 -- Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1			2		3	
	Design	Procure	Install and/or Construct	Procure	Install and/or Construct		

Utility Vaults & Junction/Pull Boxes	B	A	A	A	D	B	the design. Roadway Contractor to install all ducts and conduits .
Communication Conductors, Fiber and Wireless Corridor Communication:	A	C	C	B	A	A	SI to provide detailed drawings and specific requirements on utility vaults and junction/pull boxes. Designer to incorporate requirements and drawings into the design. Roadway Contractor to install all utility vaults and junction/pull boxes.
All Conduit, wire way, J-boxes, bushings, and pull springs	B	A	A	A	D	C	SI- External to SH550 Corridor All communication up to Edge of ROW near the ILP shall be provided by others. Within the SH550 Corridor: Corridor intersystem/site communication to be WIMAX Wireless (IEEE 802.XXX) Roadway Contractor to provide and install all conduit, wire ways, J-boxes and pull strings on Gantry

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 -- Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1	2	3
	Design	Procure	Install and/or Construct

PROJECT POWER DISTRIBUTION SUB-SYSTEM			
Work Description	1	2	3
	Design	Procure	Install and/or Construct
Conduits/Ducts & Junction/Pull Boxes/Outlets up to the Automatic Transfer Switch	A	D	B
Uninterruptible Power Supplies	C	A	A
Lightning Protection & Grounding	A	A	A
Lightning Protection & Grounding	C	A	A

SI to provide pad drawings and conduit layouts.
 Designer to incorporate requirements and drawings into the design.
 Roadway Contractor to provide necessary conductors, ducts & junction/pull boxes and install.
 SI to provide Toll Collection System UPS power as part of the 332D Roadside Cabinets, with graceful shut-down.
 Designer to provide Lighting Protection System for ETC Gantry.
 Roadway Contractor to furnish and install Lighting Protection System for Gantry. Including Master Ground Bus Bar for ILP.
 SI to furnish and install Lighting Protection System for 332D roadside enclosures.
 SI to furnish and install ETC System lighting surge suppression system, for feeder circuits, video, detector, communication, data and control circuits.

**TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE
Responsibility Matrix
SH550 – Port Spur Toll Project**

LEGEND	
Primary Responsibility	A
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No Responsibility	D

Work Description	1	2	3
	Design	Procure	Install and/or Construct

INTELLIGENT TRANSPORTATION SYSTEMS (ITS)

Design	D	D	D	D	D	D
Conduits/Ducts & Junction/Pull Boxes	D	D	D	D	D	D

COMMUNICATIONS SUB-SYSTEMS

Design	D	D	D	B	D	D	D	D	D	OSP- SI to provide Plaza specific communications design requirements.
Outside Physical Plant(OSP)	C	C	C	A	A	A	A	A	A	Network Equipment: E SI to furnish, install, and make operational all outside and inside communication plant and equipment
Design										
Outside Cable Plant and Inside Network Equipment										
Fibers (including future)	D	D	D	D	D	D	D	D	D	
Computer Rack System	D	D	D	A	A	A	A	A	A	
Routers	D	D	D	A	A	A	A	A	A	
Hubs	D	D	D	A	A	A	A	A	A	
Switches	D	D	D	A	A	A	A	A	A	
Firewalls	D	D	D	A	A	A	A	A	A	
Virtual Private Network (VPN)	D	D	D	A	A	A	A	A	A	
Modems	D	D	D	A	A	A	A	A	A	
Patch/Distribution Panels	D	D	D	A	A	A	A	A	A	

**TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE
Responsibility Matrix
SH550 – Port Spur Toll Project**

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1			2		3
	Design	Procure	Install and/or Construct	Procure	Install and/or Construct	

TOLL COLLECTION SYSTEMS						
Toll Lane In-Lane Processors	C	D	B	A	A	SI to provide Designer with requirements. SI to incorporate into design. Contractor to provide conduit and structure to mount equipment.
MOMS (Maintenance Online Management System)	D	D	D	A	A	SI to furnish and install in ILP HUB SI to provide connection/interface with MOMS server. At least one workstation will be provided at the CCRMA Administrative Offices.
VES Computer	B	B	B	A	A	SI to provide Designer with requirements. SI to incorporate into design. CCRMA to provide location, conduit and structure to mount equipment.
FCC Licenses/Regulations as applies to AVI	A	D	A	A	B	SI to furnish and install VES Computer SI to provide required documentation to permit the CCRMA to obtain the required licenses to use and or operate AVI equipment and components. CCRMA to provide exhibit documents for Application and FCC Schedule D & H

TOLL COLLECTION SYSTEMS IMPLEMENTATION AND MAINTENANCE

Responsibility Matrix

SH550 – Port Spur Toll Project

LEGEND	
Primary Responsibility	A
Support Responsibility	B
Coordination Responsibility Only	C
No Responsibility	D

Work Description	1			2			3		
	Design			Procure			Install and/or Construct		

Express AVI lanes AVI Antenna Mounting, Conduits and J-Boxes	A	A	A	B	D	A	A	A	Roadway Contractor to provide NAD83 Lat & Long, and Elevation Data SI to provide Designer with AVI requirements. Designer to incorporate into design. Roadway Contractor to provide structure, mounting support, and conduit to install AVI Antenna and cable
Express AVI lanes AVI System	B	D	B	A	A	A	B	A	SI to furnish and install AVI System SI to provide Designer with AVI requirements. Designer to incorporate into design. Roadway Contractor to provide structure, mounting support, and conduit to install AVI Antenna and cable SI to furnish and install AVI System SI to be responsible for storage & control of all materials and equipment until installed on site, and storage.
Material On Hand Storage, Insurance, and Transfer of Ownership	D	D	D	A	A	A	A	A	

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

RESOLUTION NO. 12-029

**AMENDING THE POLICY CODE RELATING TO TOLL RATES AND TOLL
COLLECTION POLICIES**

WHEREAS, by Resolution No. 12-016 adopted February 29, 2012, the Board of Directors adopted the Mobility Authority Policy Code ("Policy Code"); and


WHEREAS, the Policy Code adopted February 29, 2012, was a non-substantive codification of all policy resolutions adopted by the Board of Directors since 2003, and includes certain provisions relating to toll rates and toll collection policies that are obsolete or inapplicable to current practices and policies; and

WHEREAS, the Executive Director recommends that the Board of Directors amend the Policy Code relating to toll rates and toll collection policies to remove obsolete or inapplicable provisions, as shown in the proposed revision to Article 1 (Toll Policies), Chapter 3 of the Policy Code attached and incorporated into this resolution as Attachment A; and

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby adopts the amendments to Article 1 (Toll Policies), Chapter 3 of the Policy Code set forth in Attachment A to this resolution.


Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of April, 2012.

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: 12-029
Date Passed: 4/25/2012

Attachment A to Resolution 12-___

Policy Code Amendments

1 3, Article 1 of the Policy Code is amended to read in its entirety as follows:

2 **Chapter 3: OPERATIONS**

3 **Article 1. TOLL POLICIES**

4 Subchapter A. TOLL RATES

5 **301.001 Priority of Bond Documents**

6 Notwithstanding any conflicting provision in this subchapter or in a prior resolution adopting the
7 Toll Policies, the toll rates and schedules set forth in this subchapter shall always be sufficient to
8 meet or exceed all covenants and requirements set forth in all applicable bond documents and
9 obligations of the authority. If any conflict arises between the bond documents and this subchapter
10 or a prior resolution adopting the Toll Policies, the covenants and requirements of the bond
11 documents shall control to the extent of such conflict.

12 **301.002 Toll Rates for 183A**

13 (a) Effective April 6, 2012, the toll for a passenger car (2 axles) charged at each toll gantry is as
14 follows:

Toll Gantry	Transponder Customer Toll (e.g., TxTAG)	Pay By Mail (Video Tolling) Customer Toll
Crystal Falls Ramps	\$0.36	\$0.48
Crystal Falls Mainline	\$0.95	\$1.27
Scottsdale Drive Ramps	\$0.54	\$0.72
Park Street Mainline Plaza	\$1.35	\$1.80
Brushy Creek Ramps	\$0.54	\$0.72
Lakeline Mainline Plaza	\$0.50	\$0.67

Attachment A to Resolution 12-____

Policy Code Amendments

1 (b) A vehicle with more than two axles will pay the applicable toll rate for a passenger car (2 axles)
2 times (n-1), with “n” being the number of axles on the vehicle.

3 **301.003 Annual Toll Rate Escalation**

4 (a) The following provisions are fully adopted and made a part of this subchapter and may be
5 incorporated in any Trust Indenture or Supplemental Trust Indenture issued in conjunction with
6 bond financing to be utilized for the financing of the construction and development of projects by
7 the authority (defined terms in these provisions shall be in accordance with the terms and definitions
8 set forth in the Master Trust Indenture and any applicable Supplemental Trust Indenture):

9 Subject in all instances to the provisions, requirements and restrictions of the Master
10 Indenture, as amended and supplemented from time to time, beginning on October 1, 2012
11 and on each October 1 thereafter (the “Toll Escalation Determination Date”), a percentage
12 increase in the Toll rates charged on all toll facilities in the Turnpike System will be
13 determined in an amount equal to the Toll Rate Escalation Percentage. The Toll Rate
14 Escalation Percentage, as calculated on each Toll Escalation Determination Date, shall be
15 reported to the board each year at its October board meeting. The percentage increase in the
16 Toll rates shall be effective on the January 1 of the next calendar year, unless at such board
17 meeting the board affirmatively votes to modify the Toll Rate Escalation Percentage. If the
18 board votes to modify the Toll Rate Escalation Percentage, the Toll rate increase to be
19 effective on January 1 of the next calendar year shall be based on the modified Toll Rate
20 Escalation Percentage.

21 (b) For purposes of determining the Toll Rate Escalation Percentage, the following capitalized
22 terms shall have the meanings given below:

23 (1) “Toll Rate Escalation Percentage” = shall mean a percentage amount equal to $[(CPI^t - CPI^{t-12})/CPI^{t-12}]$. In the event the Toll Rate Escalation Percentage is calculated to equal less than
24 0%, then the Toll Rate Escalation Percentage shall be deemed to equal 0%.
25

26 (2) “CPI^t” = the most recently published non-revised index of Consumer Prices for All Urban
27 Consumers (CPI-U) before seasonal adjustment (“CPI”), as published by the Bureau of Labor
28 Statistics of the U.S. Department of Labor (“BLS”) prior to the Toll Escalation Determination
29 Date for which such calculation is being made. The CPI is published monthly and the CPI for
30 a particular month is generally released and published during the following month. The CPI is
31 a measure of the average change in consumer prices over time for a fixed market basket of
32 goods and services, including food, clothing, shelter, fuels, transportation, charges for doctors’
33 and dentists’ services, and drugs. In calculating the index, price changes for the various items
34 are averaged together with weights that represent their importance in the spending of urban
35 households in the United States. The contents of the market basket of goods and services and
36 the weights assigned to the various items are updated periodically by the BLS to take into

Attachment A to Resolution 12-____

Policy Code Amendments

1 account changes in consumer expenditure patterns. The CPI is expressed in relative terms in
2 relation to a time base reference period for which the level is set at 100.0. The base reference
3 period for the CPI is the 1982-1984 average.

4 (3) "CPI^{t-12}" = the CPI published by the BLS in the month that is 12 months prior to the month
5 used to established CPI^t.

6 (4) If the CPI is discontinued or substantially altered, as determined in the sole discretion of the
7 authority, the authority will determine an appropriate substitute index or, if no such substitute
8 index is able to be determined, the authority reserves the right to modify its obligations under
9 this section.

10 **301.004 Exemption from Toll**

11 (a) Users of toll facilities are required to pay the toll established by this subsection unless
12 exempted by state law, or as authorized by the board under state law and the bond documents.

13 (b) Pursuant to Sections 370.177, 362.901, and 541.201, Transportation Code, the authority will
14 create technical procedures to ensure that authorized emergency vehicles, as well as state and federal
15 military vehicles, are exempt from paying tolls on the authority's toll facilities.

16 (c) Pursuant to Section 370.177, Transportation Code, and to facilitate a multi-modal
17 transportation system that ensures safe and efficient travel for all individuals in Central Texas, public
18 transportation vehicles with a carrying capacity of 16 or more individuals that are owned or operated
19 on behalf of the Capital Metropolitan Transportation Authority or the Capital Area Rural
20 Transportation System are exempt from paying tolls on the authority's toll facilities.

21 **301.005 Discounts and Incentives**

22 (a) A primary objective of the authority's marketing and public information program is to
23 encourage enrollment of as many customers as possible in interoperable transponder programs.
24 Transponder programs that are interoperable with the authority's facilities currently include the
25 Texas Department of Transportation's TxTag; the North Texas Tollway Authority's TollTag; and
26 the Harris County Toll Road Authority's EZ TAG. The board will determine appropriate
27 introductory and marketing activities on a project-by-project basis by separate resolution, which may
28 include, but not be limited to, those described in subsection (b).

29 (b) During the initial start-up phase of tolling on a particular project, incentives to customers may
30 be offered depending on the level of toll tag enrollment, such as the following discounts and
31 incentives:

32 (1) The authority may offer incentives with each new toll project that is opened to encourage
33 ridership.

Attachment A to Resolution 12-____

Policy Code Amendments

- 1 (2) The authority may offer discounts for transponder users from the toll amount paid by Pay By
2 Mail toll customers.

3 Subchapter B. TOLL COLLECTIONS

4 **301.020 Purpose**

5 This subchapter establishes practices and operations for toll collection systems on designated
6 controlled-access toll roads operating within the turnpike system, and incorporates provisions of
7 Section 370.177, Transportation Code, regarding failure or refusal to pay turnpike project tolls and
8 related penalties and offenses.

9 **301.021 Transponder Account**

10 A customer may establish a transponder account by contacting any interoperable Customer Service
11 Center (“CSC”). A transponder is an electronic device that records the presence of a vehicle on a toll
12 road and is usually attached to the windshield of the vehicle. Each CSC that is interoperable with the
13 authority’s toll facilities has its own user agreement concerning requirements to open and maintain a
14 transponder account.

15 **301.022 Unauthorized Transfer of Transponder**

16 A transponder that is interoperable with the authority’s toll facilities is for use with one vehicle per
17 transponder, and should not be transferred to another vehicle once the transponder is attached to
18 the original vehicle’s windshield. Transfer of a transponder to a vehicle other than the original
19 vehicle is against authority policy. If a transponder is transferred to another vehicle in violation of
20 this section, the authority may refuse to recognize an electronic toll transaction incurred with respect
21 to an unauthorized vehicle.

22 **301.023 Video Billing**

23 (a) The authority offers video billing as payment option for customers that use the authority’s toll
24 facilities without a transponder account. The authority, through its Violations Process and Toll
25 Collection Provider (the “Collections Contractor”), will use the license plate information of a vehicle
26 that does not have a valid toll transponder but travels on the authority’s toll facilities to determine
27 the registered owner of such a vehicle via an interface with Vehicle Title Registration or similar
28 institution.

29 (b) The Collections Contractor will send an invoice to the registered owner of the vehicle and
30 accept payment on behalf of the authority. The Collections Contractor will add a \$1.00 handling fee
31 for each invoice. The Collections Contractor will retain the additional toll surcharge and handling
32 fee to cover their cost and forward the toll payments to the authority. All toll bills/invoices require
33 payment within 30 days of the date thereof.

Attachment A to Resolution 12-____

Policy Code Amendments

1 **301.024 Establishment of Administrative Fee for Unpaid Tolls**

2 (a) Section 370.177, Transportation Code, authorizes the assessment and collection of an
3 administrative fee to recover the authority's cost of collecting unpaid tolls. An administrative fee
4 may not exceed \$100.00 per unpaid toll. The authority has determined that such fees may vary
5 depending on how far in the collection process a delinquent account proceeds.

6 (b) The current administrative fee shall be applied at each phase of the collection process. This
7 means that upon issuance of a notice of non-payment, a \$15.00 administrative fee shall be collected
8 in addition to the unpaid toll and any other fees that are due.

9 (c) If payment is not received in connection with the first notice of non-payment, and a second
10 notice of non-payment is sent, an additional \$15.00 administrative fee shall become due. Therefore,
11 full payment of a second notice of non-payment will require payment of \$30.00 in administrative
12 fees, in addition to all other amounts due.

13 (d) If payment is not received in connection with either the first or second notice of non-
14 payment, the unpaid account shall be considered for collection, an additional \$30.00 administrative
15 fee shall become due, and the cumulative administrative fee due shall be \$60.00.

16 (e) The board recognizes that the amount of the administrative fee should be subject to periodic
17 change when collection costs and associated matters are considered. Therefore, the board delegates
18 the authority to revise the administrative fee, or any aspect thereof, to the executive director, in
19 consultation with the director of operations, and the executive director may revise an administrative
20 fee by written amendment. The executive director shall give notice to the board of any such revision
21 at the next regularly scheduled board meeting after the revision is put into effect.

22 **301.025 Customer Service and Violation Policies**

23 (a) A tolerant and customer-friendly approach will be employed towards customers who use the
24 road without paying the required toll. While it is understood that the objective of the authority is to
25 collect revenue and minimize toll violation abuse, the authority believes that a moderate approach
26 towards customers who did not pay the toll ultimately will allow for a period of adjustment as
27 customers begin using the toll roads, and will create new toll customers for the authority.

28 (b) The authority will establish a "Violation Processing Center (VPC)" where vehicle images
29 captured at the toll collection point and for which no toll was paid will be reviewed and processed
30 according to authority policies in accordance with the toll enforcement process established by state
31 law. Repeat offenders will be issued notices of nonpayment and will be given the opportunity to
32 make outstanding toll and administrative payments. Failure to respond to the established customer
33 contact process and to satisfy outstanding, unpaid toll amounts will result in the issuance of citation
34 and prosecution in accordance with state law.

Attachment A to Resolution 12-____

Policy Code Amendments

1 **301.026 Procedures for Disputing Toll Violations**

2 (a) A customer may dispute an alleged failure to pay a toll on the authority's web site or by
3 contacting the CSC where a valid transponder account has been established.

4 (b) A customer who has contacted a CSC or the authority's collection contractor and has been
5 unable to satisfactorily resolve a dispute regarding a toll violation may submit a written appeal to the
6 authority. Such appeal shall be for the purposes of the customer providing the authority with the
7 information upon which they base their appeal. The authority may or may not determine that there
8 is any merit to such appeal and is not required to undertake any formal proceedings to make such
9 determination.

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

RESOLUTION NO. 12-030

**AMEND THE POLICY CODE RELATING TO FINANCIAL INSTITUTIONS
AND SECURITY BROKER/DEALERS AUTHORIZED TO
PROVIDE SERVICES TO THE MOBILITY AUTHORITY.**

WHEREAS, by Resolution No. 12-016 adopted February 29, 2012, the Board of Directors adopted the Mobility Authority Policy Code ("Policy Code"); and

WHEREAS, the Executive Director recommends that the Board of Directors amend the Policy Code provision to approve financial institutions and security broker/dealers authorized to provide services to the Mobility Authority, as shown in the proposed revision to Section 201.011 of the Policy Code attached and incorporated into this resolution as Attachment A; and

WHEREAS, the Executive Director recommends that the Board of Directors approve an updated list of approved financial institutions and security broker/dealers authorized to provide investment services and engage in investment transactions with the Mobility Authority, as attached and incorporated into this resolution as Attachment B.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby adopts the amendments to Section 201.011 of the Policy Code set forth in Attachment A to this resolution; and

BE IT FURTHER RESOLVED that the Board of Directors hereby approves list of financial institutions and security broker/dealers authorized to provide investment services and engage in investment transactions with the Mobility Authority as set forth in Attachment B to this resolution.

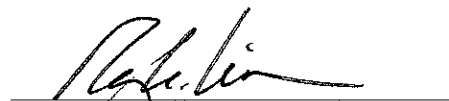
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of April, 2012.

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: 12-030
Date Passed: 4/25/2012

1 **Exhibit A to Resolution No. 12-030**

2
3 **Policy Code Amendments**

4
5 **Section 201.011 of the Policy Code is amended to read in its entirety:**

6 **Chapter 2: FINANCES**

7 **Article 1. Investment Policy**

8 **201.011 Authorized Financial Institutions and Qualified Brokers**

9 (a) The board shall approve by separate resolution the financial institutions and qualified brokers
10 authorized to provide investment services and engage in investment transactions with the authority.
11 These may include “primary” brokers or regional brokers that qualify under Securities & Exchange
12 Commission Rule 15C3-1 (uniform net capital rule).

13 (b) Each security broker who desires to become qualified and authorized under this section to
14 engage in investment transactions with the authority must supply the chief financial officer with the
15 following:

16 (1) Audited financial statements;

17 (2) Proof of National Association of Securities Dealers (NASD) certification;

18 (3) Proof of state registration;

19 (4) The completed security broker/dealer questionnaire in the form approved by the board in a
20 separate resolution; and,

21 (5) A written certification relating to this Investment Policy signed by a qualified representative of
22 the firm in the form approved by the board in a separate resolution. The authority will not
23 enter into an investment transaction with a security broker/dealer prior to receiving this
24 written certification and acknowledgement.

25 (c) A current audited financial statement is required to be on file for each financial institution and
26 broker in which the authority invests. An annual review of the financial condition and registrations
27 of qualified brokers will be conducted by the executive director.

28 (d) In accordance with state law, the authority requires all funds held by financial institutions
29 above the Federal Deposit Insurance Corporation (FDIC) insurance limit to be collateralized with
30 securities whose market value is pledged at 102% of principal and accrued interest by that institution
31 with the authority’s custodial bank. Private insurance coverage is not an acceptable collateralization
32 form. Securities which are acceptable for collateralization purposes are as follows:

Exhibit B to Resolution No. 12-030

Authorized Investment Broker Dealers and Financial Institutions

Broker Dealers:

Coastal Securities
206 Wild Basin Road, Suite 109
Austin, Texas 78746

JPMorgan Chase Securities, Inc.
1717 Main Street, Lower Level 1
Dallas, TX 75201

Sterne, Agee & Leach Institutional Group
6408 Bannington Drive
Charlotte, NC 28226

Gilford Securities Incorporated
777 Third Avenue
New York, NY 10017

First Allied Securities, Inc.
655 West Broadway, 12th Floor
San Diego, CA 92101

First Empire Securities
100 Motor Parkway, 2nd Floor
Hauppauge, NY 11788

First Southwest Company
325 North Saint Paul, 8th Floor
Dallas, TX 75201

BB&T Capital Markets
2 South 9th Street
Richmond, VA 23219

Bank of America Securities
One Bryant Park, 4th Floor
New York, NY 10036

Morgan Asset Management (Regions Bank)
500 North Akard Street, Ste. 100
Dallas, TX 75201

Financial Institutions:

Regions Bank
100 Congress Avenue
Austin, TX 78701