



**CENTRAL TEXAS  
Regional Mobility Authority**

## Regular Meeting of the Board of Directors

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**10:00 a.m**

Wednesday, December 16, 2015

Lowell H. Lebermann, Jr., Board Room  
3300 N. IH-35, Suite 300  
Austin, Texas 78705

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*A live video stream of this meeting may be viewed on the internet at  
[www.mobilityauthority.com](http://www.mobilityauthority.com)*

## AGENDA

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### ***No action on the following:***

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1. Welcome and opening remarks by the Chairman and members of the Board of Directors.
2. Opportunity for public comment – See **Notes** at the end of this agenda

### ***Consent Agenda***

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*See **Notes** at the end of this agenda.*

3. Approve a supplement to the work authorization with HNTB Corporation for oversight of the MoPac Improvement Project.
4. Approve a supplement to the work authorization with Atkins North America, Inc., for the oversight of the Manor Expressway (290E) Project.

### ***Regular Items***

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*Items to discuss, consider, and take appropriate action.*

5. Approve the minutes for the November 24, 2015, Regular Board Meeting.
6. Accept the financial statements for November 2015.

7. Authorize procurement for construction engineering and inspection services for the 45 Southwest Project.
8. Authorize execution of a contract with Edelman to provide communications and marketing consultant services.
9. Approve Change Order No. 20 with Central Texas Mobility Constructors, LLC on the Manor Expressway (290E) Project.

### ***Briefings and Reports***

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*Items for briefing and discussion. No action will be taken by the Board.*

10. Executive Director's Report:
  - A. Project updates.
    1. Direct Connectors at 45/35
  - B. Update on the Environmental Comment Process.
  - C. Update on the GEC Procurement.
  - D. Update on the TTI Advisory Council annual meeting.
  - E. 183 South parcel acquisition information

### ***Executive Session***

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*Under Chapter 551 of the Texas Government Code, the Board may recess into a closed meeting (an executive session) to deliberate any item on this agenda if the Chairman announces the item will be deliberated in executive session and identifies the section or sections of Chapter 551 that authorize meeting in executive session. A final action, decision, or vote on a matter deliberated in executive session will be made only after the Board reconvenes in an open meeting.*

*The Board may deliberate the following items in executive session if announced by the Chairman:*

11. Discuss acquisition of one or more parcels or interests in real property needed for the Bergstrom Expressway (183 South) Project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.072 (Deliberation Regarding Real Property; Closed Meeting) and §551.071 (Consultation With Attorney; Closed Meeting).
12. Discuss legal issues related to claims by or against the Mobility Authority; pending or contemplated litigation and any related settlement offers; or other matters as authorized by §551.071 (Consultation With Attorney).

13. Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).
14. Discuss personnel matters as authorized by §551.074 (Personnel Matters), including evaluation of the performance of the Executive Director.

### ***Reconvene in Open Session.***

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### ***Regular Items***

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*Items to discuss, consider, and take appropriate action.*

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

### ***Notes***

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***Opportunity for Public Comment.*** At the beginning and at the end of the meeting, the Board provides a period of up to one hour for public comment on any matter subject to the Mobility Authority's jurisdiction. Each speaker is allowed a maximum of three minutes. A person who wishes to address the Board should sign the speaker registration sheet before the beginning of the public comment period. If a speaker's topic is not listed on this agenda, the Board may not deliberate the speaker's topic or question the speaker during the open comment period, but may direct staff to investigate the matter or propose that an item be placed on a subsequent agenda for deliberation and possible action by the Board. The Board may not deliberate or act on an item that is not listed on this agenda.

***Consent Agenda.*** The Consent Agenda includes routine or recurring items for Board action with a single vote. The Chairman or any Board Member may defer action on a Consent Agenda item for discussion and consideration by the Board with the other Regular Items.

***Public Comment on Agenda Items.*** A member of the public may offer comments on a specific agenda item in open session if he or she signs the speaker registration sheet for that item before the Board takes up consideration of the item. The Chairman may limit the amount of time allowed for each speaker. Public comment unrelated to a specific agenda item must be offered during the open comment period.

***Meeting Procedures.*** The order and numbering of agenda items is for ease of reference only. After the meeting is convened, the Chairman may rearrange the order in which agenda items are considered, and the Board may consider items on the agenda in any order or at any time during the meeting.

***Persons with disabilities.*** If you plan to attend this meeting and may need auxiliary aids or services, such as an interpreter for those who are deaf or hearing impaired, or if you are a reader of large print or Braille, please contact Laura Bohl at (512) 996-9778 at least two days before the meeting so that appropriate arrangements can be made.

***Español.*** Si desea recibir asistencia gratuita para traducir esta información, llame al (512) 996-9778.



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 1

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Welcome, Opening Remarks and Board  
Member Comments.

Welcome, Opening Remarks and Board Member Comments

Board Action Required: No



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 2

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Open Comment Period for Public Comment.  
Public Comment on Agenda Items.

**Open Comment Period for Public Comment** - At the beginning of the meeting, the Board provides a period of up to one hour for public comment on any matter subject to CTRMA's jurisdiction. Each speaker is allowed a maximum of three minutes. A person who wishes to address the Board should sign the speaker registration sheet before the beginning of the open comment period. If the speaker's topic is not listed on this agenda, the Board may not deliberate the topic or question the speaker during the open comment period, but may direct staff to investigate the subject further or propose that an item be placed on a subsequent agenda for deliberation and possible action by the Board. The Board may not act on an item that is not listed on this agenda.

**Public Comment on Agenda Items** - A member of the public may offer comments on a specific agenda item in open session if he or she signs the speaker registration sheet for that item before the Board's consideration of the item. The Chairman may limit the amount of time allowed for each speaker. Public comment unrelated to a specific agenda item must be offered during the open comment period.

Board Action:                      None.



**CENTRAL TEXAS  
Regional Mobility Authority**

Meeting Date: December 16, 2015  
AGENDA ITEM # 3

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Approve Supplement No. 2 to HNTB's Work  
Authorization No. 16 for the MoPac Improvement  
Project.

Strategic Plan Relevance: Regional Mobility  
Department: Engineering  
Contact: Wesley M. Burford, P.E., Director of Engineering  
Associated Costs: \$11,884,332  
Funding Source: Reimbursed with Project Funds  
Action Requested: Consider and act on draft resolution.

Summary:

The Board approved HNTB Corporation Work Authorization No. 16 to provide general engineering consultant services related to the MoPac Improvement Project at their June 26, 2013 meeting. That work authorization was sufficient for the completion of the project associated with the original schedule proposed by the contractor. In light of the significant project delays, this Supplement provides for continuation of support of current activities which include: construction oversight, project management, construction engineering, inspection services, material acceptance testing, environmental compliance, public involvement and administrative tasks. Savings from the original WA will be used toward work on this supplement as well. The estimate of cost for this work authorization is based on an assumption of a project completion date of March 2017. Our internal estimates of completion are as soon as July 2016 to as late as November 2017 and we should gain more clarity on that completion date as we move through the contract enforcement process with the contractor.

Backup provided: Draft Supplement No. 2 to Work Authorization No. 16  
Draft Resolution for Board Consideration

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

**RESOLUTION NO. 15-\_\_\_\_**

**APPROVING SUPPLEMENT NO. 2 TO HNTB'S WORK AUTHORIZATION NO. 16  
FOR THE MOPAC IMPROVEMENT PROJECT.**

WHEREAS, by Resolution No. 13-040 dated June 26, 2014, the Board of Directors authorized the Executive Director to finalize and execute on behalf of the Mobility Authority a proposed work authorization with HNTB Corporation ("HNTB") for the MoPac Improvement Project (the "Project"); and

WHEREAS, by Resolution No. 14-004 dated January 28, 2015, the Board of Directors authorized the Executive Director to finalize and execute Supplement No. 1, providing an extension to Work Authorization No. 16 with HNTB for the Project; and

WHEREAS, a proposed Supplement No. 2 to Work Authorization No. 16 is attached hereto as Exhibit A and sets forth a Scope of Services and other terms for additional project management services necessary to oversee the design and construction of the Project; and

WHEREAS, the Executive Director recommends approval of proposed Supplement No. 2 to Work Authorization No. 16.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby adopts and approves Supplement No. 2 to Work Authorization No. 16 in substantially the form attached hereto as Exhibit A; and

BE IT FURTHER RESOLVED that the Executive Director is authorized to finalize and execute Supplement No. 2 to Work Authorization No. 16 on behalf of the Mobility Authority.

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

Submitted and reviewed by:

Approved:

\_\_\_\_\_  
Geoffrey Petrov, General Counsel

\_\_\_\_\_  
Ray A. Wilkerson  
Chairman, Board of Directors

## APPENDIX D

### WORK AUTHORIZATION SUPPLEMENT

#### WORK AUTHORIZATION NO. 16

#### SUPPLEMENT NO. 2

This Supplement No. 2 to Work Authorization No. 16, dated April 27, 2013, is made as of this \_\_\_\_ day of \_\_\_\_\_, 2015, under the terms and conditions established in the AGREEMENT FOR GENERAL CONSULTING ENGINEERING SERVICES (the "Agreement"), between the Central Texas Regional Mobility Authority ("Mobility Authority") and HNTB Corporation ("GEC"). This Supplement is made for the following purpose, consistent with the services defined in the Agreement:

#### *MoPac Improvement Project – Design / Build Oversight*

The Project schedule requires extension in order for the D/B contractor to complete the project; necessitating amendment to Work Authorization 16 schedule and compensation to complete the defined services. The following terms and conditions of Work Authorization No. 16 are hereby amended as follows:

#### **Section A. – Scope of Services**

Additional services may be needed if the Project completion requires processes, tasks and deliverables not currently anticipated; including D/B Contractor default with no cure, D/B Contractor termination, and D/B Contractor voluntary termination. If required, those services and associated fees will be negotiated under an additional supplement.

#### **Section B. - Schedule**

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

Services defined herein reflect a single-phased opening of the Project and are anticipated to be substantially complete on September 30, 2017. This Work Authorization will not expire until all tasks associated with the Scope of Services are complete as defined by the Mobility Authority.

#### **Section C. – Compensation**

C.1. In return for the performance of the foregoing obligations, the Authority authorizes to the GEC an additional \$11,884,332 based on a Cost Plus fee list in Attachment B – SWA02 Fee Estimate. This will increase the not-to-exceed amount for Work Authorization No. 16 from \$18,430,663 to \$30,314,995. Compensation shall be in accordance with the Agreement.

The Authority and the GEC agree that the budget amounts contained in Attachment B-SWA02 Fee Estimate for the GEC 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. The GEC shall not exceed the maximum amount payable with prior written permission by the Authority.



**Section E. – Other Provisions**

Schedule for the services of this supplement are based upon the Project Schedule provided by the D/B Contractor. Revisions to the Project Schedule that extend the date of project completion as listed in Section B above may require an additional supplement.

Schedule anticipates the following milestones:

- Substantial Completion – March 9, 2017
- Final Acceptance – July 7, 2017
- Project Closeout – September 5, 2017

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

**Mobility Authority:**

**CENTRAL TEXAS REGIONAL  
MOBILITY AUTHORITY**

By: \_\_\_\_\_  
Name: Mike Heiligenstein  
Title: Executive Director  
Date: \_\_\_\_\_

**GEC:**

**HNTB Corporation**

By: \_\_\_\_\_  
Name: Richard L. Ridings, P.E.  
Title: Vice President  
Date: \_\_\_\_\_

Attachment B  
SWA02 Fee Estimate

	HNTB	DBE SUB	NON-DBE SUB	TOTAL	Percentage of Oversight Fee
<b>Total Labor &amp; Overhead &amp; Profit</b>					
Project Management Oversight	\$2,492,825	\$0	\$0	<b>\$2,492,825</b>	17.70%
Claims Review and DRB Support	\$1,016,637	\$34,848	\$51,120	<b>\$1,102,605</b>	7.83%
Toll Facilities	\$1,249,866	\$0	\$0	<b>\$1,249,866</b>	8.88%
Project Controls	\$430,711	\$298,618	\$11,076	<b>\$740,405</b>	5.26%
Public Involvement	\$162,320	\$65,271	\$0	<b>\$227,591</b>	1.62%
Construction Oversight	\$3,501,441	\$4,120,883	\$40,213	<b>\$7,662,537</b>	54.42%
<b>Sub-Total Burdened Labor</b>	<b>\$8,853,801</b>	<b>\$4,519,620</b>	<b>\$102,409</b>	<b>\$13,475,830</b>	95.70%
<b>Expenses</b>	<b>\$393,000</b>	<b>\$101,500</b>	<b>\$110,500</b>	<b>\$605,000</b>	4.30%
<b>Total Fee (Design/Build Oversight)</b>	<b>\$9,246,801</b>	<b>\$4,621,120</b>	<b>\$212,909</b>	<b>\$14,080,830</b>	100.00%
				<b>Less Remaining Fee (as of 11/20/2015) \$ 2,196,498</b>	
				<b>Total WA #16 - SWA02 Fee \$ 11,884,332</b>	

Attachment B  
SWA 02 Fee - Expense Summary

DB Expenses	
	Monthly Amount
Expenses - includes mileage, travel, leased vehicles, vehicle supplies, field / safety equipment, cell phones, cameras, network/technology, internet service, phone service, desk phones, wiring, computers, e-builder licenses, earth cam, miscellaneous supplies, vendors, and other expenses for field office	\$28,810





**CENTRAL TEXAS  
Regional Mobility Authority**

Meeting Date: December 16, 2015  
AGENDA ITEM # 4

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Approve a supplement to the work authorization with Atkins North America, Inc., for oversight of the Manor Expressway (290E) Project.

Strategic Plan Relevance: Regional Mobility  
Department: Engineering  
Contact: Justin Word, P.E., Director of Project Management  
Associated Costs: \$ 1,827,000  
Funding Source: Project Funds  
Action Requested: Consider and act on draft resolution

Summary:

This Supplemental Work Authorization No. 6 to Work Authorization No. 1 will allow continuation of GEC support services related to oversight of the activities under the Design Build contract to bring the project to final acceptance. Proposed services will include the following:

- 1.0 290E/SH 130 Interim Solution - Consists of bid phase support, construction oversight services, and public involvement services associated with the interim solution at 290E/SH 130. Substantial construction is scheduled to begin in March 2016, and open to traffic date is anticipated for May 2016.
- 2.0 290E/SH 130 Direct Connectors - Design Oversight Services - Final design of the direct connectors is anticipated to begin in early 2016 and is expected to take 1 year to complete. Services shall consist of project management and oversight of the Mobility Authority's selected design consultant.
- 3.0 290E CDA Project/Change Management Beyond 12/31/2015 - Extension of project management and construction oversight services will be required to oversee closeout of the construction of 290E Phase 2 to June 2016.
- 4.0 Maintenance Support - This scope consists of GEC maintenance support services to augment the Mobility Authority's Maintenance personnel in the administration of the maintenance program. This scope includes but is not limited to maintenance program development support, work program development, strategic planning, capital programming, alternative identification, budget tracking, asset management software implementation support, inspection of contracted maintenance and permit activities, contract administration, plans reviews, data collection, reporting, and record keeping. Services shall cover maintenance support for 1 year (to December 2016.)

- 5.0 Traffic Management Center (TMC) Implementation - The current scope for TMC implementation planning runs through December 31, 2015. The TMC will serve numerous functions, including detection, verification, and management of incidents, distribution of information to travelers, and optimization of roadway capacity through active strategies such as toll rate management. The purpose of this scope item is to extend TMC planning activities and coordination to December 2016 to coincide with planning efforts associated with the opening of the MoPac Express Lane project.

Backup provided:                      Draft Resolution  
   Supplemental Work Authorization No. 6

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

**RESOLUTION NO. 15-\_\_\_\_**

**APPROVING SUPPLEMENT TO THE WORK AUTHORIZATION WITH ATKINS  
NORTH AMERICA, INC. FOR OVERSIGHT OF THE MANOR EXPRESSWAY (290)  
PROJECT.**

WHEREAS, Atkins North America, Inc., (“Atkins”) 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, Atkins currently provides general engineering consultant support services to the Mobility Authority under Work Authorization No. 1 for the Manor Expressway (290E) project (the “Project”) authorized by the Board of Directors in Resolution No. 09-77 dated November 18, 2009; and

WHEREAS, pursuant to Resolution Nos. 09-84, 10-70, 11-036 ,14-066, and 15-042 the Board of Directors has approved Supplement Nos. 1, 2, 3, 4 and 5 to Work Authorization No. 1, respectively.

WHEREAS, a proposed Supplement No. 6 to Work Authorization No. 1 is attached hereto as Exhibit A and sets forth a Scope of Services and other terms for additional GEC and project management services necessary to oversee the design and construction of the Project; and

WHEREAS, the Executive Director recommends approval of proposed Supplement No. 6 to Work Authorization No. 1.

NOW THEREFORE, BE IT RESOLVED that the Board of Directors hereby adopts and approves Supplement No. 6 to Work Authorization No. 1 in substantially the form attached hereto as Exhibit A; and

BE IT FURTHER RESOLVED that the Executive Director is authorized to finalize and execute Supplement No. 6 to Work Authorization No. 1 on behalf of the Mobility Authority.

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

Submitted and reviewed by:

Approved:

\_\_\_\_\_  
Geoffrey Petrov, General Counsel

\_\_\_\_\_  
Ray A. Wilkerson  
Chairman, Board of Directors

**EXHIBIT D**  
**WORK AUTHORIZATION**

**Supplement No. 6 to Work Authorization No.1**

This Work Authorization is made as of this 1<sup>st</sup> day of December, 2015, under the terms and conditions established in the AGREEMENT FOR GENERAL CONSULTING ENGINEERING SERVICES, dated as of January 4<sup>th</sup>, 2010 (the Agreement), between the **Central Texas Regional Mobility Authority** (Authority) and **Atkins North America, Inc.** (GEC). This Work Authorization is made for the following purpose, consistent with the services defined in the Agreement:

*Manor Expressway  
Oversight Services*

**Section A. - Scope of Services**

A.1. GEC shall perform the following Services:

Please reference Attachment A – Services to be Provided by the GEC

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

Not applicable.

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

Please reference Attachment A – Services to be Provided by the GEC

**Section B. - Schedule**

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

Services defined herein are expected to be substantially complete within sixteen (16) months from the date this Supplement becomes effective. This Supplement will not expire until all tasks associated with the Scope of Services are complete.

**Section C. - Compensation**

C.1. In return for the performance of the foregoing obligations, the Authority shall pay to the GEC the amount not to exceed \$1,827,000, based on Attachment B -Fee Estimate. This will increase the not to exceed amount for Work Authorization No. 1 from \$39,573,265.34 to \$41,400,265.34. Compensation for Direct Expenses under this Supplement which are incurred as part of normal business operations (i.e., internal document reproduction, internal plotting, travel and parking associated with



local meetings, etc.) will be reimbursed on a Lump-Sum basis in the amount of: \$19,000.00 (with \$1,187.50 to be invoiced monthly). Profit will be 12% for all services. Compensation shall be in accordance with the Agreement.

C.2. Compensation for Additional Services (if any) shall be paid by the Authority to the GEC according to the terms of a future Work Authorization.

**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 Work Authorization, the Authority shall bear all costs incident to compliance with the following:

Please reference Attachment A – Services to be Provided by the GEC

**Section E. - Other Provisions**

The parties agree to the following provisions with respect to this specific Work Authorization:

Not applicable.

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

GEC: Atkins North America, Inc.

By: Mike Heiligenstein

By: \_\_\_\_\_

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Title: Executive Director

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

**CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

**SUPPLEMENT NO. 6 TO  
WORK AUTHORIZATION NO. 1  
ATKINS**

**ATTACHMENT A  
SERVICES TO BE PROVIDED BY GEC**

**290E (MANOR EXPRESSWAY PROJECT)**

**1.0 290E/SH 130 Interim Solution - Bid Phase Support and Construction Oversight Services**

**1.1 Bid Phase Support**

Finalize letting documents and support bidding and award of construction contractor.

**1.2 Construction Oversight Services**

The GEC will be the single point of contact between the Mobility Authority and the respective Contractor(s), acting as an extension of the Mobility Authority staff by providing qualified technical and professional personnel to perform the duties and responsibilities assigned under the terms of this Agreement. The GEC shall not control or direct the construction under the construction contract. Field inspections, testing and oversight reviews by the GEC will not relieve the Contractor of sole responsibility for the means and methods of construction, or for health or safety precautions in connection with the work under the construction contract.

**a. Project Administration**

- Review and report on the contractor's submittals of records and reports including, weekly payroll, statement of wage compliance, requests for payment materials on hand, DBE compliance and/or other reports and records required by TxDOT and/or FHWA.
- Report project progress and issues in a timely manner.
- Review, monitor, and report on contractor's project schedule (if submitted).
- Review and submit a report on the contractor's as-built plans.
- Maintain accurate records of the costs involved in potential change order work. These records will include labor and equipment times and materials installed (temporary or permanent) in the portion of the work in dispute.
- Assist in reviewing, monitoring, and evaluating of the contractor's compliance with contract requirements and maintaining the appropriate files thereof.
- Provide compliance oversight of third party agreements and development permits.
- Tracking database - Maintain the tracking database for correspondence, transmittals, requests for information, meeting minutes, action items, submittals, Inspector daily reports, project diary, project schedule, change orders, pay estimates, lien waivers, shop drawings, working drawings,

erection drawings, catalog cut sheets, mix designs, non-conformance reports, payment certifications, Insurance and Bonds, issues, material test data, schedules, audits, related technical data, and issues associated with the Project.

b. Construction Inspection and Engineering

The GEC will provide quality control and assurance oversight for the construction of the project through construction inspection and engineering services. Included with this task will be the following efforts:

- Review the Contractor's plan for construction Quality Control to be used in the field.
- Inspect Contractor's construction operations.
- Maintain diary and associated required documentation.
- Schedule and hold Pre-Construction conference for the project.
- Document pre-project conditions via still photography and video.
- Review concrete, asphalt and lime mix designs as submitted by the Contractor for concurrence with contract documents as required by the project design and specifications.
- Coordinate, prepare, and attend weekly Project Construction Progress Meetings with the Contractor. Prepare meeting minutes and required action items for distribution and archive.

c. Materials Testing

GEC shall provide the following construction materials testing services on an as-needed basis. The testing frequency will be based on the TxDOT Guide Schedule of Sampling and Testing or as directed by the Client or Client's representative.

- Soils (Laboratory):
  - Perform moisture/density relationship tests, proctors (method as required by project specification), for each type of material or as requested by the Client.
  - Perform Atterberg limits (Tex-104, 105, & 106-E) determination for each type of material or as requested by the Client.
  - Perform sieve analysis (Tex-110-E) for each type of material or as requested by the Client
  - Perform material verification testing as required or requested including sieve analysis, Atterberg limits, Texas triaxial, wet ball mill, bar linear shrinkage, soil-lime compression, resistivity of soils, soil pH, sulfate content of soils, etc.
- Soils (Field):
  - Perform in-place nuclear density tests (Tex-115-E) as specified by construction documents or per 3, 000 CY per lift of flexible base or as requested by the Client
- Hot Mix Asphaltic Concrete:
  - Test each type of HMA on a lot basis. A production lot consists of 4 sublots and on lot will be 1,000 tons or fraction placed per type of

material or as requested by the Client. Each lot will be tested for extraction/gradation, asphalt content, VMA and laboratory density.

- Test two (2) asphalt cores for each subplot of asphaltic concrete placement. Cores shall be used to verify thickness and in-place density for asphalt.
- HMAC Aggregates:
  - Perform HMAC aggregate verification testing as required or requested by the Client including sieve analysis, decantation, L.A. abrasion, magnesium sulfate soundness, sand equivalent, organic impurities, deleterious materials, acid insoluble residues, micro deval, flat & elongated particles, coarse aggregate angularity, plasticity index, bar linear shrinkage, etc.
- Concrete:
  - Sample, mold, cure, and test one (1) set of four (4) concrete compressive strength cylinders for every 60 cubic yards of structural concrete placed, or as required by the project specifications. Two (2) cylinders will be tested at 7 days and two (2) cylinders will be tested at 28 days or as requested by the Client.
  - Perform one (1) slump test per 60 cubic yards of structural concrete placed.
  - Report air content of concrete as specified by construction documents per sample.
  - Review mix design of concrete as requested by the Client.
  - Sample, mold, cure and test one (1) set of two (2) flowable backfill compressive strength cylinders for every 100 cubic yards placed, or as required by the specifications. The two (2) cylinders will be tested at 28 days.
- Concrete Aggregates:
  - Perform concrete aggregate verification testing as required or requested by the Client including sieve analysis, decantation, L.A. abrasion, magnesium sulfate soundness, sand equivalent, organic impurities, fineness modulus, deleterious materials, acid insoluble residues, etc.

d. Utility Adjustment Coordination

- Utility Adjustment Coordination
  - Participate in meetings as necessary to effectively manage the utility coordination process.
  - Schedule periodic meetings with utility owner's representatives for coordination purposes.
  - Attend meetings with Mobility Authority and other interested parties as directed.
  - Meet with the Contractor and/or designer as necessary to resolve matters relating to schedules, utility identification, design changes, conflict resolution, and negotiation with utility owners.
  - Assist Mobility Authority with negotiating the details of utility agreements with the utility companies. Details will include any necessary betterment percentages, indirect costs, plans, estimates and

schedules for the utility companies' activities. The GEC will also prepare draft agreements for Mobility Authority's use including the necessary exhibits and information concerning the project (such as reports, plans and surveys).

- Monitor and report utility adjustment status.

- Utility Engineering

- Review existing utility information for conflicts with the proposed Project and provide a utility conflict analysis.
- Provide a conceptual utility relocation plan.
- Review utility plans for compliance with the appropriate policies, compatibility with the Project features, betterment inclusion and constructability.
- Provide oversight review of location, materials, and backfilling of trenches associated with utility adjustments; not responsible for actual location of utilities.

## **2.0 290E/SH 130 Direct Connectors Design Oversight Services -**

### **2.1 Project Management and Administration**

The GEC shall support the Mobility Authority in the management of a final design consultant including but not limited to:

- a. Track and report on project progress and issues in a timely manner.
- b. Prepare a detailed project schedule that consists of tasks, subtasks, critical dates, milestones, deliverables, and design reviews.
- c. Maintain records and files related to the project throughout the duration of the services. Transfer project files to the Mobility Authority upon completion of work or as directed by the Mobility Authority.
- d. Respond to project related questions
- e. Review progress reports and invoices
- f. Document processes and procedures.
- g. Coordinate and review communications and submittals
- h. Facilitate project meetings to assess progress, schedule, and quality of services being provided, as well as identify issues. The GEC will also participate in regular staff meetings, client meetings, and executive management meetings as needed. Prepare meeting minutes.

### **2.2 Review Design Reports, Layouts, and Preliminary Plans**

The GEC will review plans and reports submitted by the Mobility Authority's design consultant at the direction of the Mobility Authority. Including, but not limited to:

- a. Geotechnical reports
- b. Bridge and retaining wall layouts
- c. Pavement design
- d. Design summary report
- e. Preliminary plan and profile sheets, typical sections, and cross sections
- f. Hydraulic reports, drainage designs, water quality designs, detention design

- g. Utility layouts/SUE
- h. Traffic control phasing
- i. ITS, Tolling, and Signing layouts

### 2.3 Review PS&E Plans

The GEC will review Plans, Specifications, and Estimates (PS&E) submitted by the Mobility Authority's design consultant at the direction of the Mobility Authority. Including by not limited to:

- a. 30% Plan Set
- b. 60% Plan Set
- c. 100% Plan Set
- d. Specification list
- e. Quantity Estimate

### 2.4 Bidding Support

Finalize letting documents and support bidding and award of construction contractor. Upon completion of PS&E documents, the GEC will support the Mobility Authority in its efforts to issue bidding documents, review bids, and award and enter into a contract for the construction of the Project.

### 2.5 Environmental Services

The GEC will provide support for environmental services, including but not limited to the following:

- a. Agency coordination
- b. Document reviews, such as Water Pollution Abatement Plans (WPAP) prior to Mobility Authority submission to the TCEQ
- c. Environmental and stakeholder commitment tracking
- d. Public involvement support, including elected official outreach, stakeholder outreach, website support, e-newsletters, open houses, environmental related PI support, and development of renderings as requested by the Mobility Authority

### 2.6 Toll Systems/Facilities Design

The GEC will coordinate design activities between the Mobility Authority's toll system integrator and final design consultant as necessary

### 2.7 Financial Planning Support

The GEC will support the Mobility Authority in financial planning related activities, including but not limited to:

- a. Operation, Maintenance, and Renewal and Replacement Estimate updates
- b. Project Cost Estimate Updates
- c. Toll Feasibility Analysis Updates
- d. Financial Advisor Support/Financial Plan Development

2.8 Project Development Support. The GEC will support the Mobility Authority in project development related activities, including but not limited to:

- a. Loan and/or grant applications
- b. Engineering and technical support
- c. Traffic modeling
- d. TxDOT and FHWA coordination
- e. T & R consultant coordination
- f. Project Development Agreement (PDA)
- g. CAMPO coordination
- h. Litigation support
- i. Utility and ROW support

2.9 Public Involvement

GEC will provide public involvement outreach support on behalf of the Mobility Authority to include but not limited to neighborhood outreach, agency and elected official outreach services as requested by the Mobility Authority.

### **3.0 290E CDA Project Close Out**

3.1 Project / Change Management Beyond 12/31/2015. This task, originally authorized through Supplement No. 5 to Work Authorization No. 1, was contemplated to be complete by December 31, 2015. Due to project closeout extending beyond this date, Supplemental No. 6 to Work Authorization No. 1 extends the anticipated work effort through June 30, 2016. The work to be performed by the General Engineering Consultant (GEC) will include project management and construction oversight services necessary to oversee closeout of the construction of the Manor Expressway (290 East) Phase II Project through the use of a Design/Build Comprehensive Development Agreement (D/B CDA). This will entail those professional services and associated deliverables required to complete the oversight activities associated with the management of the D/B CDA Developer (hereinafter referred to as the Developer). Activities included in this task:

a. Project Coordination

Work with Mobility Authority, TxDOT, Developer, third party consultants, utility companies, public agencies, contractors and the general public as required until Project Final Acceptance.

b. Program Reporting

Prepare and issue weekly reports on the Project's status which will document status of Project close-out activities.

c. Change Order Processing and Management

- Provide review of potential change orders on the Project and process in accordance with the CDA and coordinate with external agencies as required

- Review change order cost estimates prepared by the Developer, evaluate Developer claims for extension of time, and provide comments to Mobility Authority
- Maintain log and retain all documents associated with potential change orders
- Prepare status reports and presentation for the Dispute Resolution Board if required

d. Dispute/Claims Support

- Assemble supporting documentation, review, analyze and provide recommendations to Mobility Authority on the Developer's submittal of a dispute
- Review, analyze and make recommendations to Mobility Authority on the Developer's claim package submittal
- Participate as needed in preparation and presentation to Dispute Resolution Board

e. Project Meetings & Documentation

The GEC will facilitate the project meetings to assess progress, schedule, and quality of services being provided as well as identify issues. The GEC will also participate in regular staff meetings, client meetings, and executive management meetings as needed.

f. Document Distribution

- Assign identification coding to incoming and outgoing Project related documentation and perform entry into the EDMS
- Prepare, manage, record, distribute and archive documentation of Project activities, progress, and related communications
- Log and track submittals and deliverables

g. Developer Draw Requests

- Review completeness of Developer's submittals
- Evaluate that the request accurately reflects monies due for acceptable work completed
- Notify the Mobility Authority of amount approved for payment

#### **4.0 Maintenance Support**

The GEC shall provide maintenance support services to augment the Mobility Authority's Maintenance personnel in the administration of the maintenance program. This scope includes but is not limited to maintenance program development support, work program development, strategic planning, capital programming, alternative identification, budget tracking, asset management software implementation support, inspection of contracted maintenance and permit activities, contract administration, plans reviews, data collection, reporting, and record keeping. All work shall be performed such that it is consistent with Mobility Authority maintenance practices and meets Mobility Authority standards and specifications.

##### 4.1 Maintenance Program Development Support



- a. Support the Mobility Authority in program scope development/assessment, including resource planning, capital programming, and alternative identification
- b. Support the Mobility Authority in the development of the maintenance work program, including but not limited to the following:
  - Strategic and Annual Planning
    - 5-Year Work Plan
    - 1-Year Operations and Maintenance Budget
    - Long Term Forecasts
  - Asset life cycle management
  - Budget tracking
  - Asset management software implementation support
  - Operational evaluation, including the development of speed studies, safety studies, and traffic studies
  - Support Mobility Authority in agency wide programs, such as the health and safety program, wet weather accident reduction plan, emergency management and business continuity, loss prevention, risk management, and quality management plan

#### 4.2 Contract Administration

- a. Assist in the development of scopes of work and specifications for maintenance contracts, attend pre-bid meetings, and monitor contract requirements on behalf of the Mobility Authority
- b. Assist in processing contract documents, negotiations, award, and approval of management plans
- c. Review plans
- d. Prepare change orders and contract time extensions for Mobility Authority approval
- e. Assist in the management of the performance based maintenance contract through the Mobility Authority Maintenance Contract Administrator
- f. Conduct quality inspections and evaluations of contracted maintenance activities to improve contract effectiveness and inspection/administration practices

#### 4.3 Contract Management

- a. Coordinate, plan, and schedule contract maintenance activities
- b. Assist in the preparation of maintenance contract packages by providing field measurements, estimating quantities and other necessary data. Prepare and review contract maintenance work orders.
- c. Prepare contract progress reports
- d. Periodically review the roadway and roadside for short-term and long-term maintenance needs
- e. Perform final punch list inspection of construction projects
- f. Conduct and/or participate in the pre-bid conferences and pre-work conferences of maintenance contracts
- g. Assist in snow and ice dry run, preparation, implementation, and lessons learned activities when needed
- h. Assist in incident management activities, including but not limited to:
  - Emergency preparedness and recovery management
  - Emergency services coordination

- Hazardous Materials activities
- Public involvement coordination
- i. Maintain contract files in accordance with current Mobility Authority requirements
- j. Support the Mobility Authority in coordination with TxDOT, City of Austin, City of Cedar Park, City of Leander, and other agencies when needed
- k. Inventory management
- l. Assist the Mobility Authority in coordination of Third-party damage claims submitted by maintenance contractor
- m. Support the Mobility Authority in the development and maintenance of a maintenance management system

#### 4.4 Permit Operations

- a. Assist the Mobility Authority in processing permits
- b. Review permit application requests and associated engineering drawings to ensure that applicable forms are properly completed and that proposed construction within the Mobility Authority's right-of-way is in accordance with the Mobility Authority's specifications and standards
- c. Coordinate and/or perform field inspections of permitted construction that is in progress to ensure compliance with the Mobility Authority's specifications and standards

#### 4.5 Field Inspections

- a. Verify the acceptability of the Contractor's work methods and work product
- b. Provide periodic field reviews of traffic control plans
- c. Interact with the Contractor's superintendent to correct deficiencies
- d. Perform independent assignments as directed by the Mobility Authority
- e. Assist the Mobility Authority in the annual maintenance inspections
- f. Document field inspections
- g. Coordinate with TxDOT in obtaining BRINSAP documents and repair plan

#### 4.6 Plans Review

- a. Review and comment on all phases of design plans with careful attention to access management, traffic control, signing/pavement markings, safety issues, and maintainability as assigned
- b. Attend all meetings related to plans review
- c. Perform independent assignments as directed by the Mobility Authority
- d. Conduct site visits when needed

### **5.0 Traffic Management Center Implementation**

Work closely with the Mobility Authority in the implementation of the new Traffic Management Center (TMC). The TMC will be responsible for the monitoring and control of traffic on the Mobility Authority system. The TMC will serve numerous functions: (1) Detection, verification, and active management of incidents which reduce roadway capacity; (2) Distribution of information to travelers; and (3) Optimization of roadway capacity through active strategies such as managing toll rates. Additional functions, such as motorist assistance patrols, may be managed

from within the TMC. GEC responsibilities for implementation of the TMC will entail the following:

5.1 Daily Operations

Develop daily operations procedures to include management center functions, personnel list/organization charts, hours of operations, staffing, after-hours/on-call roster, remote operations procedures, security procedures, maintenance checklist, startup/shutdown procedures, failure recovery, agency/jurisdictional contact list, notification procedures, and policies for contact with media

5.2 Control System Operation Procedures

Develop control system operation procedures that detail day-to-day staff interaction with electronic hardware and software system operation. Documentation will include operator interface information, operational procedures, and incident management procedures

5.3 Maintenance Procedures

Develop hardware and software system maintenance operations to assist staff when systems require routine maintenance or incident/failure response. This document will address routine maintenance (typical daily checks, adjustments, and minor component replacement), preventative maintenance, spare/backup equipment deployment/use, emergencies, interaction with contractors who provide support services, and contract maintenance.

5.4 System Operations Logs

Develop procedures and manual and automated logs associated with documenting system operations. Logs will include operations, maintenance, events, system reports, traffic data, and risk management

5.5 Concept of Operations/Implementation Plan

Develop and update plan which will describe the functions of the TMC and how they will be performed (at a high level). This document will include traffic control concept strategies, traffic monitoring, data analysis, interagency coordination, and emergency procedures

5.6 Facility Security/Access Control

Create business processes, forms, logs, and operating procedures for the issuance of access control badges to Mobility Authority staff/consultants/contractors and oversee issuance of badges by center staff. Monitor access control system performance and maintenance; report outages; coordinate system repairs.

## 5.7 Budgeting

Develop detailed annualized cost estimate for funding of necessary operations, maintenance, and renewal and replacement elements for the traffic management system, safety, security, enforcement, and incident management

## 5.8 Interlocal Agreements and Contracts

Review all service interlocal agreements and contracts associated with the Mobility Authority traffic operations, including law enforcement, courtesy patrols, wrecker services, maintenance contractors, TxDOT, and the system integrator. Review any Mobility Authority commitments made to the Board, stakeholders, or the community. Prepare the Mobility Authority for negotiations for services and interaction with local/regional authorities and partners. Develop new Interlocal Agreements and Contracts to support efficient traffic operations and incident clearance.

## 5.9 Incident Management

Oversee staff who monitor and respond to incidents utilizing available resources. Analyze data sources to determine and project incident volumes on the Mobility Authority system. Develop emergency and incident reporting and notification procedures.

## 5.10 Mobility Authority traffic management business plan

Working with the Mobility Authority, determine the service level that will be provided for items such as courtesy patrols, dedicated wreckers, and HazMat services for each facility. This task will include assessing and possibly expanding wrecker services. This task may also include the development of Memorandum of Understandings and/or interlocal agreements to enhance response beyond standard service levels for the system as traffic volume increases.

## 5.11 Public Safety Services

Help the Mobility Authority interact effectively with local public safety resources and partners.

## 5.12 Interagency Exchange

Investigate traffic management centers at other agencies as directed by the Mobility Authority. This task will entail interagency exchange of information through phone and email correspondences, as well travel to the various TMCs operations.

## 5.13 Traffic and Incident Management Dashboard

Develop reports for Mobility Authority executive administration and staff. Oversee implementation of the advanced traffic management system and help develop reports, internal and external data touchpoints, and a smooth integration with existing/legacy systems.

## Attachment B - Fee Estimate Summary

CTRMA General Engineering Consultant  
Atkins - Man-hour Breakdown & Fee Estimate  
290E Corridor GEC Services

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### ATKINS - Supplemental Work Authorization #6 to Work Authorization #1

#### 290E Corridor GEC Services

TASK	<u>SUBTOTAL</u> Labor + Overhead +	<u>SUBTOTAL</u> Direct Expenses	<u>TOTAL</u>
1.0 290E/SH 130 Interim Solution - Bid Phase Support and Construction Oversight	\$ 314,071	\$ 5,000	\$ 319,071
2.0 290E/SH 130 Direct Connectors Design Oversight Services	\$ 493,154	\$ 4,500	\$ 497,654
3.0 290E CDA Project Close Out	\$ 137,331	\$ 2,250	\$ 139,581
4.0 Maintenance Support	\$ 774,946	\$ 5,000	\$ 779,946
5.0 Traffic Management Center Implementation	\$ 88,144	\$ 2,250	\$ 90,394
Subtotals	\$ 1,807,646	\$ 19,000	\$ <b>1,826,646</b>
		<b>TOTAL (rounded)</b>	<b>\$ 1,827,000</b>

**Attachment B - Fee Estimate**

**290E Corridor GEC Services**

TASK / WORK DESCRIPTION	(Estimated Average Labor Rates)						TOTAL HRS
	A \$ 80.00	B \$ 70.00	C \$ 60.00	D \$ 45.00	E \$ 35.00	F \$ 25.00	
1.0 290E/SH 130 Interim Solution - Bid Phase Support and Construction Oversight Services							
1.1 Bid Phase Support	34	140	54	0	0	0	228
1.2 Construction Oversight Services							
a Project Administration	16	110	54	36	32	24	272
b Construction Inspection and Engineering	0	0	115	600	325	96	1136
c Materials Testing	0	0	120	60	24	16	220
d Concrete	0	0	24	18	10	8	60
e Concrete Aggregates	0	0	24	12	10	0	46
f Utility Adjustment Coordination	0	0	120	96	40	16	272

<b>TOTAL DIRECT LABOR</b>		50	250	511	822	441	160	2234
<i>% Total by Classification</i>		2.24%	11.19%	22.87%	36.79%	19.74%	7.16%	
Labor Costs	\$	4,000	\$ 17,500	\$ 30,660	\$ 36,990	\$ 15,435	\$ 4,000	\$ 108,585
Overhead Costs	1.5825 \$	6,330	\$ 27,694	\$ 48,519	\$ 58,537	\$ 24,426	\$ 6,330	\$ 171,836
Profit	12.0% \$	1,240	\$ 5,423	\$ 9,502	\$ 11,463	\$ 4,783	\$ 1,240	\$ 33,650
<b>Total Loaded Labor</b>	\$	11,570	\$ 50,617	\$ 88,681	\$ 106,990	\$ 44,644	\$ 11,570	<b>\$314,071</b>

<b>Direct Expenses</b>	
Plotting and Reproduction	\$ -
Mail and Deliveries	\$ -
Misc Expenses	\$ -
Travel and Field Expenses	\$ 5,000
<b>Total Direct Expenses</b>	<b>\$ 5,000</b>

**Total \$ 319,071**

**Attachment B - Fee Estimate**

**290E Corridor GEC Services**

TASK / WORK DESCRIPTION	(Estimated Average Labor Rates)							TOTAL HRS
	A \$ 80.00	B \$ 70.00	C \$ 60.00	D \$ 45.00	E \$ 35.00	F \$ 25.00		
2.0 290E/SH 130 Direct Connectors Design Oversight Services								
2.1 Project Management and Administration	215	110	0	0	0	40	365	
2.2 Review Design Reports, Layouts, and Preliminary Plans	40	74	175	125	60	24	498	
2.3 Review PS&E Plans	24	60	220	133	170	16	623	
2.4 Bidding Support	150	109	0	0	0	0	259	
2.5 Environmental Services	0	0	125	0	0	0	125	
2.6 Toll Systems/Facilities Design	50	75	0	0	0	0	125	
2.7 Financial Planning Support	74	75	0	100	0	0	249	
2.8 Project Development Support	74	75	0	100	0	0	249	
2.9 Public Involvement	12	24	18	180	120	80	434	
<b>TOTAL DIRECT LABOR</b>	639	602	538	638	350	160	2927	
	<i>% Total by Classification</i>	<i>21.83%</i>	<i>20.57%</i>	<i>18.38%</i>	<i>21.80%</i>	<i>11.96%</i>	<i>5.47%</i>	
Labor Costs	\$ 51,120	\$ 42,140	\$ 32,280	\$ 28,710	\$ 12,250	\$ 4,000	\$ 170,500	
Overhead Costs	1.5825 \$ 80,897	\$ 66,687	\$ 51,083	\$ 45,434	\$ 19,386	\$ 6,330	\$ 269,816	
Profit	12.0% \$ 15,842	\$ 13,059	\$ 10,004	\$ 8,897	\$ 3,796	\$ 1,240	\$ 52,838	
<b>Total Loaded Labor</b>	\$ 147,859	\$ 121,886	\$ 93,367	\$ 83,041	\$ 35,432	\$ 11,570	<b>\$493,154</b>	
<b>Direct Expenses</b>								
Plotting and Reproduction	\$ -							
Mail and Deliveries	\$ -							
Misc Expenses	\$ -							
Travel and Field Expenses	\$ 4,500							
<b>Total Direct Expenses</b>	<b>\$ 4,500</b>							
<b>Total</b>	<b>\$ 497,654</b>							



## Attachment B - Fee Estimate

### 290E Corridor GEC Services

TASK / WORK DESCRIPTION	(Estimated Average Labor Rates)							TOTAL HRS
	A	B	C	D	E	F		
	\$ 80.00	\$ 70.00	\$ 60.00	\$ 45.00	\$ 35.00	\$ 25.00		
3.0 290E CDA Project Close Out								
3.1 Project/Change Management Beyond 12/31/2015								
a Project Coordination	8	60	54	16	10	0	148	
b Program Reporting	4	8	16	12	0	0	40	
c Change Order Processing and Management	0	64	60	0	0	0	124	
d Dispute/Claims Support	60	160	64	30	0	16	330	
e Project Meetings and Documentation	0	0	0	0	20	20	40	
f Document Distribution	0	0	0	0	10	30	40	
g Developer Draw Requests	0	24	20	0	20	16	80	
<b>TOTAL DIRECT LABOR</b>	72	316	214	58	60	82	802	
<i>% Total by Classification</i>	8.98%	39.40%	26.68%	7.23%	7.48%	10.22%		
Labor Costs	\$ 5,760	\$ 22,120	\$ 12,840	\$ 2,610	\$ 2,100	\$ 2,050	\$ 47,480	
Overhead Costs	1.5825 \$ 9,115	\$ 35,005	\$ 20,319	\$ 4,130	\$ 3,323	\$ 3,244	\$ 75,137	
Profit	12.0% \$ 1,785	\$ 6,855	\$ 3,979	\$ 809	\$ 651	\$ 635	\$ 14,714	
<b>Total Loaded Labor</b>	\$ 16,660	\$ 63,980	\$ 37,138	\$ 7,549	\$ 6,074	\$ 5,930	<b>\$137,331</b>	
<b>Direct Expenses</b>								
Plotting and Reproduction								
Mail and Deliveries	\$	-						
Misc Expenses								
Travel and Field Expenses	\$ 2,250							
<b>Total Direct Expenses</b>	<u>\$ 2,250</u>							
<b>Total</b>	<b>\$ 139,581</b>							

**Attachment B - Fee Estimate**

**290E Corridor GEC Services**

TASK / WORK DESCRIPTION	(Estimated Average Labor Rates)							TOTAL HRS
	A	B	C	D	E	F		
	\$ 80.00	\$ 70.00	\$ 60.00	\$ 45.00	\$ 35.00	\$ 25.00		
4.0 Maintenance Support								
4.1 Maintenance Program Development Support	24	595	164	164	580	24	1551	
4.2 Contract Administration	24	375	120	110	380	24	1033	
4.3 Contract Management	24	375	110	96	400	24	1029	
4.4 Permit Operations	12	96	24	24	96	0	252	
4.5 Field Inspections	12	280	80	72	325	0	769	
4.6 Plans Review	8	180	50	50	180	0	468	

TOTAL DIRECT LABOR	104	1901	548	516	1961	72	5102
<i>% Total by Classification</i>	<i>2.04%</i>	<i>37.26%</i>	<i>10.74%</i>	<i>10.11%</i>	<i>38.44%</i>	<i>1.41%</i>	
Labor Costs	\$ 8,320	\$ 133,070	\$ 32,880	\$ 23,220	\$ 68,635	\$ 1,800	\$ 267,925
Overhead Costs	1.5825 \$ 13,166	\$ 210,583	\$ 52,033	\$ 36,746	\$ 108,615	\$ 2,849	\$ 423,991
Profit	12.0% \$ 2,578	\$ 41,238	\$ 10,190	\$ 7,196	\$ 21,270	\$ 558	\$ 83,030
<b>Total Loaded Labor</b>	<b>\$ 24,065</b>	<b>\$ 384,892</b>	<b>\$ 95,102</b>	<b>\$ 67,162</b>	<b>\$ 198,520</b>	<b>\$ 5,206</b>	<b>\$774,946</b>

Direct Expenses	
Plotting and Reproduction	\$ -
Mail and Deliveries	\$ -
Misc Expenses	
Travel and Field Expenses	\$ 5,000
<b>Total Direct Expenses</b>	<b>\$ 5,000</b>

**Total \$ 779,946**

**Attachment B - Fee Estimate**

**290E Corridor GEC Services**

TASK / WORK DESCRIPTION	(Estimated Average Labor Rates)							TOTAL HRS
	A	B	C	D	E	F		
	\$ 80.00	\$ 70.00	\$ 60.00	\$ 45.00	\$ 35.00	\$ 25.00		
5.0 Traffic Management Center Implementation								
5.1 Daily Operations	8	24	0	0	0	0	32	
5.2 Control System Operation Procedures	0	8	0	0	0	0	8	
5.3 Maintenance Procedures	8	32	4	0	0	0	44	
5.4 System Operations Logs	0	8	0	0	0	0	8	
5.5 Concept of Operations/Implementation Plan	8	64	0	0	0	0	72	
5.6 Facility Security/Access Control	0	14	0	0	0	0	14	
5.7 Budgeting	0	24	0	0	0	0	24	
5.8 Interlocal Agreements and Contracts	8	24	16	0	0	0	48	
5.9 Incident Management	8	48	0	0	15	0	71	
5.10 Mobility Authority traffic management business plan	8	52	0	0	8	0	68	
5.11 Public Safety Services	0	8	0	0	0	0	8	
5.12 Interagency Exchange	0	32	0	0	16	0	48	
5.13 Traffic and Incident Management Dashboard	0	5	0	0	0	0	5	
<b>TOTAL DIRECT LABOR</b>	48	343	20	0	39	0	450	
<i>% Total by Classification</i>	10.67%	76.22%	4.53%	0.09%	8.74%	0.05%		
Labor Costs	\$ 3,840	\$ 24,010	\$ 1,224	\$ 18	\$ 1,376	\$ 6	\$ 30,474	
Overhead Costs	1.5825 \$ 6,077	\$ 37,996	\$ 1,937	\$ 28	\$ 2,178	\$ 9	\$ 48,225	
Profit	12.0% \$ 1,190	\$ 7,441	\$ 379	\$ 6	\$ 426	\$ 2	\$ 9,444	
<b>Total Loaded Labor</b>	\$ 11,107	\$ 69,447	\$ 3,540	\$ 52	\$ 3,981	\$ 17	<b>\$88,144</b>	
<b>Direct Expenses</b>								
Plotting and Reproduction	\$ -							
Mail and Deliveries	\$ -							
Misc Expenses	\$ -							
Travel and Field Expenses	\$ 2,250							
<b>Total Direct Expenses</b>	\$ 2,250							
<b>Total</b>	<b>\$ 90,394</b>							



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 5

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Approve the minutes for the November 24,  
2015, Regular Board Meeting

Strategic Plan Relevance: Regional Mobility  
Department: Law  
Contact: Geoffrey Petrov, General Counsel  
Associated Costs: Not Applicable  
Funding Source: Not Applicable  
Action Requested: Consider and act on motion to approve minutes

Summary:

Approve the attached draft minutes for the November 24, 2015, Regular Board Meeting.

Backup provided: Draft Minutes, November 24, 2015, Regular Board Meeting

## MINUTES

### Regular Meeting of the Board of Directors

of the

### CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

Wednesday, November 24, 2015

9:00 A.M.

The meeting was held in the Mobility Authority's Lowell H. Lebermann, Jr. Board Room at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849. Notice of the meeting was posted November 19, 2015 at the respective County Courthouses of Williamson and Travis Counties; online on the website of the Secretary of State; online on the website of the Mobility Authority; and in the Mobility Authority's office lobby at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849.

**An archived copy of the live-streamed video of this meeting is available at: <http://www.mobilityauthority.com/about/vod.php>**

#### **1. Welcome and Opening Remarks by Chairman Ray Wilkerson.**

After noting that a quorum of the Board was present, Chairman Ray Wilkerson called the meeting to order at 9:02 a.m. with the following Board members present: Ray Wilkerson, James H. Mills, Nikelle Meade, David B. Armbrust, David Singleton, and Charles Heimsath. Robert L. Bennett was not present at the meeting.

#### **2. Opportunity for Public Comment.**

The Board heard comments from Representative Celia Israel.

#### **3. Public Hearing**

The Mobility Authority conducted a public hearing to consider a resolution approving the Mobility Authority's permanent use of a 0.688 acre strip of land (approximately 15 feet by 2,082 feet) on the west side of the City of Austin's Bolm Road District Park abutting the east right-of-way line of U.S. Highway 183, for the 183 South transportation project facilities, in accordance with Chapter 26 of the Texas Parks and Wildlife Code.

Presenter: Justin Word, P.E., Director of Project Management

Opportunity for Public Comment: No members of the public presented comments to the Board.

**MOTION:** Approving the Mobility Authority's proposed use of a 0.688 acre portion of parkland from the Bolm Road District Park owned and supervised by the City of Austin for the 183 South Transportation Project.

**RESULT:** Approved (Unanimous); 6-0

**MOTION BY:** James Mills

**SECOND BY:** David Armbrust

**AYE:** Wilkerson, Mills, Meade, Armbrust, Singleton and Heimsath

**NAY:** None

**ADOPTED AS:** Resolution No. 15-086

### Regular Board Items

4. Approve the minutes for the October 28, 2015, Regular Board Meeting, and approve revised minutes for the August 24, 2015, Special Called Board Meeting.

Presenter: Andy Martin, Legal Counsel

**MOTION:** Approval of the October 28, 2015 Board Meeting minutes and revised August 24, 2015 Board Meeting minutes.

**RESULT:** Approved (Unanimous); 6-0

**MOTION BY:** Charles Heimsath

**SECOND BY:** Nikelle Meade

**AYE:** Wilkerson, Mills, Meade, Armbrust, Singleton and Heimsath

**NAY:** None

**ADOPTED AS:** N/A

5. Accept the financial statements for October 2015.

Presenters: Mary Temple, Controller  
Bill Chapman, Chief Financial Officer

**MOTION:** Accept the financial statements for September 2015.

**RESULT:** Approved (Unanimous); 6-0

**MOTION BY:** Nikelle Meade

**SECOND BY:** Charles Heimsath

**AYE:** Wilkerson, Mills, Meade, Armbrust, Singleton and Heimsath

**NAY:** None

**ADOPTED AS:** RESOLUTION NO. 15-087

6. Award a contract for communications and marketing consultant services.

Presenter: Dee Anne Health, Director of External Affairs  
Dan Suzong, Edelman  
Gennieve Joost, Edelman

**MOTION:** Award communications and marketing consultant services contract to Edelman.

**RESULT:** Approved (Unanimous); 6-0

**MOTION BY:** David Singleton

**SECOND BY:** David Armbrust

**AYE:** Wilkerson, Mills, Meade, Armbrust, Singleton and Heimsath

**NAY:** None

**ADOPTED AS: RESOLUTION NO. 15-088**

7. Approve a contract to acquire Parcel 132 of the 183 South Project, a .673 acre parcel of real estate located at 6705 Regiene Road, Austin, Travis County, Texas, from Brian Evans and Yoon Sin Kim.

Presenter: Andy Martin, Legal Counsel

**MOTION:** Approve a contract to acquire from Brian Evans and Yoon Sin Kim that certain parcel 132 of the 183 South Project.

**RESULT:** Approved (Unanimous); 6-0

**MOTION BY:** Charles Heimsath

**SECOND BY:** Nikelle Meade

**AYE:** Wilkerson, Mills, Meade, Armbrust, Singleton and Heimsath

**NAY:** None

**ADOPTED AS: RESOLUTION NO. 15-089**

**Briefing and Reports**

8. Briefing on the bond sale for 183 South Project.

Presenter: Bill Chapman, Chief Financial Officer

9. Briefing on development and adoption of connected and automated vehicle technologies.

Presenter: Ginger Goodin, Texas A&M Transportation Institute

**10. Executive Director's Report.**

- A. Overview of the Capital Area Metropolitan Organization (CAMPO) process for approval of the long range Regional Transportation Plan and the Transportation Improvement Program.

Presenter: Ashby Johnson, Executive Director, CAMPO

- B. Overview of the environmental process.

Presenters: Jeff Dailey, Deputy Executive Director  
Sean Beal, Engineering Manager  
Geoff Petrov, General Counsel

- C. Update on the ongoing environmental reviews for the following projects:  
i. MoPac South;  
ii. 183 North; and  
iii. Oakhill Parkway.

Presenter: Dee Anne Health, Director of External Affairs

- D. Update on the information campaign for the MoPac Improvement Project.

Presenter: Steve Pustelnyk, Director of Community Relations

- E. Project Schedules – No presentation or back-up materials were provided on this item.

**Executive Session Pursuant to Government Code, Chapter 551**

Chairman Wilkerson announced in open session at 11:05 a.m. that the Board would recess the open meeting and reconvene in Executive Session to deliberate the following items:

- 11.** Discuss acquisition of one or more parcels or interests in real property needed for the 183 South project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.071 (Consultation with Attorney; Closed Meeting).
- 12.** Discuss legal issues related to claims by or against the Mobility Authority; pending or contemplated litigation and any related settlement offers; or other matters as authorized by §551.071 (Consultation with Attorney).
- 13.** Discuss legal issues relation to the procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation with Attorney).



**14. Discuss personnel matters as authorized by §551.074 (Personnel Matters)**

The Board then recessed into an executive session in the Lebermann Board Room.

After completing the executive session, Chairman Wilkerson reconvened the Board in open meeting in Lebermann Board Room at 1:50 p.m.

After confirming that no member of the public wished to address the Board, Chairman Wilkerson declared the meeting adjourned at 1:50 p.m.



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 6

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Accept the financial statements for  
November 2015.

Department: Finance  
Contact: Bill Chapman, Chief Financial Officer  
Action Requested: Consider and act on draft resolution

Summary:

Presentation and acceptance of the monthly financial statements for November 2015.

Backup provided: Draft Financial Statements for November 2015  
Draft Resolution

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2016	Actual Year to Date 11/30/2015	Percent of Budget	Actual PY to Date 11/30/2014
<b>Revenue</b>				
<b>Operating Revenue</b>				
Toll Revenue-TxTag-183A	32,107,731	11,371,329	35.42%	10,654,172
Toll Revenue-HCTRA-183A	1,678,072	1,000,482	59.62%	821,565
Toll Revenue-NTTA-183A	1,425,660	1,604,565	112.55%	320,401
Toll Revenue-TxTag-Manor	8,014,417	3,808,534	47.52%	3,215,380
Toll Revenue-HCTRA Manor	1,561,572	777,004	49.76%	608,188
Toll Revenue-NTTA-Manor	392,459	243,683	62.09%	129,953
Video Tolls 183A	9,541,998	3,614,797	37.88%	2,528,518
Video Tolls Manor Expressway	4,334,167	1,427,641	32.94%	817,878
Fee revenue 183A	2,471,500	1,288,854	52.15%	750,935
Fee revenue Manor Expressway	885,000	640,413	72.36%	319,083
<b>Total Operating Revenue</b>	<b>62,412,575</b>	<b>25,777,302</b>	<b>41.30%</b>	<b>20,166,072</b>
Other Revenue				
Interest Income	250,000	140,984	56.39%	145,958
Grant Revenue	3,130,258	33,100,431	1057.43%	57,638,585
Reimbursed Expenditures	-	2,849		-
Misc Revenue	-	48,322		2,116
<b>Total Other Revenue</b>	<b>3,380,258</b>	<b>33,292,586</b>	<b>984.91%</b>	<b>57,786,659</b>
<b>Total Revenue</b>	<b>\$ 65,792,833</b>	<b>\$ 59,069,888</b>	<b>89.78%</b>	<b>77,952,731</b>

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2016	Actual Year to Date 11/30/2015	Percent of Budget	Actual PY to Date 11/30/2014
<b>Expenses</b>				
<b>Salaries and Wages</b>				
Salary Expense-Regular	2,710,710	1,085,193	40.03%	942,356
Part Time Salary Expense	36,000	-	0.00%	-
Overtime Salary Expense	3,000	-	0.00%	-
Salary Reserve	40,000	-	0.00%	-
TCDRS	349,552	151,697	43.40%	129,507
FICA	109,682	40,700	37.11%	31,122
FICA MED	34,956	15,797	45.19%	13,667
Health Insurance Expense	232,154	102,292	44.06%	77,966
Life Insurance Expense	6,468	1,486	22.98%	1,831
Auto Allowance Expense	10,200	4,250	41.67%	-
Other Benefits	203,942	47,723	23.40%	45,749
Unemployment Taxes	14,400	70	0.49%	30
<b>Total Salaries and Wages</b>	<b>3,751,064</b>	<b>1,449,208</b>	<b>38.63%</b>	<b>1,242,230</b>

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2016	Actual Year to Date 11/30/2015	Percent of Budget	Actual PY to Date 11/30/2014
<b>Administrative</b>				
<b>Administrative and Office Expenses</b>				
Accounting	7,500	6,227	83.03%	2,602
Auditing	75,000	36,247	48.33%	51,888
Human Resources	50,000	2,630	5.26%	81,101
IT Services	64,000	14,006	21.88%	24,248
Internet	1,700	3,210	188.83%	549
Software Licenses	76,100	11,817	15.53%	9,087
Cell Phones	13,600	4,310	31.69%	3,662
Local Telephone Service	13,000	3,882	29.86%	4,845
Overnight Delivery Services	850	71	8.36%	15
Local Delivery Services	900	217	24.14%	-
Copy Machine	12,000	6,539	54.49%	4,496
Repair & Maintenance-General	1,000	1,385	138.45%	842
Meeting Facilities	250	-	0.00%	-
Community Meeting/ Events	2,000	-	0.00%	-
Meeting Expense	15,000	2,271	15.14%	3,409
Public Notices	2,000	-	0.00%	-
Toll Tag Expense	1,700	208	12.22%	665
Parking	3,475	1,518	43.69%	1,342
Mileage Reimbursement	9,600	2,332	24.29%	2,152
Insurance Expense	180,000	48,018	26.68%	38,416
Rent Expense	525,000	175,260	33.38%	158,232
Legal Services	220,000	36,465	16.58%	12,484
<b>Total Administrative and Office Expenses</b>	<b>1,274,675</b>	<b>356,615</b>	<b>27.98%</b>	<b>400,032</b>
<b>Office Supplies</b>				
Books & Publications	5,950	297	5.00%	708
Office Supplies	12,000	4,075	33.96%	3,179
Computer Supplies	20,200	9,918	49.10%	5,685
Copy Supplies	2,200	851	38.69%	391
Other Reports-Printing	13,000	4,641	35.70%	414
Office Supplies-Printed	2,700	2,282	84.52%	760
Misc Materials & Supplies	3,000	387	12.91%	538
Postage Expense	5,850	228	3.90%	219
<b>Total Office Supplies</b>	<b>64,900</b>	<b>22,680</b>	<b>34.95%</b>	<b>11,893</b>

**Communications and Public Relations**

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2016	Actual Year to Date 11/30/2015	Percent of Budget	Actual PY to Date 11/30/2014
Graphic Design Services	50,000	8,523	17.05%	1,858
Website Maintenance	100,000	9,573	9.57%	1,195
Research Services	50,050	-	0.00%	3,547
Communications and Marketing	250,000	53,852	21.54%	41,130
Advertising Expense	225,200	74,261	32.98%	45,783
Direct Mail	10,000	380	3.80%	190
Video Production	20,000	29,779	148.89%	-
Photography	10,000	7,520	75.20%	-
Radio	10,000	-	0.00%	-
Other Public Relations	27,500	3,500	12.73%	-
Promotional Items	17,500	8,322	47.55%	1,795
Displays	5,000	-	0.00%	-
Annual Report printing	14,000	-	0.00%	-
Direct Mail Printing	11,300	-	0.00%	-
Other Communication Expenses	1,500	493	32.85%	5,232
<b>Total Communications and Public Relations</b>	<b>802,050</b>	<b>196,201</b>	<b>24.46%</b>	<b>100,729</b>
<b>Employee Development</b>				
Subscriptions	1,500	432	28.80%	809
Memberships	37,100	5,346	14.41%	1,967
Continuing Education	4,550	-	0.00%	3,520
Professional Development	12,200	123	1.00%	-
Other Licenses	950	430	45.26%	457
Seminars and Conferences	41,000	4,831	11.78%	20,165
Travel	88,000	37,493	42.61%	8,618
<b>Total Employee Development</b>	<b>185,300</b>	<b>48,655</b>	<b>26.26%</b>	<b>35,535</b>

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2016	Actual Year to Date 11/30/2015	Percent of Budget	Actual PY to Date 11/30/2014
<b>Financing and Banking Fees</b>				
Trustee Fees	16,000	3,225	20.16%	-
Bank Fee Expense	8,000	2,442	30.52%	2,308
Continuing Disclosure	10,000	-	0.00%	9,706
Arbitrage Rebate Calculation	8,000	3,685	46.06%	7,970
Loan Fee Expense	5,000	-	0.00%	-
Rating Agency Expense	50,000	14,000	28.00%	13,500
<b>Total Financing and Banking Fees</b>	<b>97,000</b>	<b>23,352</b>	<b>24.07%</b>	<b>33,483</b>
<b>Total Administrative</b>	<b>2,423,925</b>	<b>647,503</b>	<b>26.71%</b>	<b>581,673</b>
<b>Operations and Maintenance</b>				
<b>Operations and Maintenance Consulting</b>				
General Engineering Consultant	250,000	-	0.00%	(5,718)
GEC-Trust Indenture Support	142,000	-	0.00%	-
GEC-Financial Planning Support	10,000	-	0.00%	5,436
GEC-Toll Ops Support	20,000	-	0.00%	1,889
GEC-Roadway Ops Support	261,000	96,286	36.89%	69,207
GEC-Technology Support	15,000	33,092	220.61%	-
GEC-Public Information Support	-	-	0.00%	-
GEC-General Support	318,000	27,076	8.51%	58,156
General System Consultant	175,000	71,360	40.78%	42,207
Traffic and Revenue Consultant	60,000	47,818	79.70%	20,533
<b>Total Ops and Mtce Consulting</b>	<b>1,251,000</b>	<b>275,632</b>	<b>22.03%</b>	<b>191,710</b>
<b>Road Operations and Maintenance</b>				
Roadway Maintenance	1,800,000	264,913	14.72%	183,610
Landscape Maintenance	110,000	86,344	78.49%	82,424
Signal & Illumination Maint	20,000	35,807	179.03%	43,211
Maintenance Supplies-Roadway	30,000	68,433	228.11%	143
Tools & Equipment Expense	250	185	73.80%	-
Gasoline	6,000	577	9.62%	897
Repair & Maintenance-Vehicles	1,500	3,934	262.25%	1,724
Roadway Operations	-	521	#DIV/0!	-
Electricity - Roadways	160,000	59,265	37.04%	30,342
<b>Total Road Operations and Maintenance</b>	<b>2,127,750</b>	<b>519,978</b>	<b>24.44%</b>	<b>342,349</b>

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2016	Actual Year to Date 11/30/2015	Percent of Budget	Actual PY to Date 11/30/2014
<b>Toll Processing and Collection Expense</b>				
Image Processing	4,527,740	813,072	17.96%	896,854
Tag Collection Fees	2,823,744	1,149,868	40.72%	801,258
Court Enforcement Costs	30,000	6,100	20.33%	13,951
DMV Lookup Fees	4,000	1,068	26.69%	1,605
<b>Total Toll Processing and Collections</b>	<b>7,385,484</b>	<b>1,970,108</b>	<b>26.68%</b>	<b>1,713,668</b>
<b>Toll Operations Expense</b>				
Facility maintenance	-	466		-
Generator Maintenance	10,000	1,850	18.50%	4,450
Generator Fuel	6,000	1,291	21.51%	-
Fire and Burglar Alarm	500	123	24.67%	123
Elevator Maintenance	2,800	-	0.00%	-
Refuse	800	326	40.77%	265
Pest Control	1,600	1,349	84.31%	384
Custodial	2,000	1,000	50.00%	1,331
Telecommunications	80,000	28,468	35.58%	26,478
Water	8,000	2,061	25.76%	1,394
Electricity	-	-	0.00%	10,166
Repair & Maintenance Toll Equip	500,000	93	0.02%	-
Law Enforcement	265,225	42,632	16.07%	103,624
ETC Maintenance Contract	1,368,000	455,100	33.27%	341,483
ETC Testing	70,000	-	0.00%	-
<b>Total Toll Operations</b>	<b>2,314,925</b>	<b>534,759</b>	<b>23.10%</b>	<b>489,697</b>
<b>Total Operations and Maintenance</b>	<b>13,079,159</b>	<b>3,300,477</b>	<b>25.23%</b>	<b>2,737,426</b>
<b>Other Expenses</b>				
<b>Special Projects and Contingencies</b>				
HERO	1,400,000	448,708	32.05%	486,388
Special Projects	200,000	335,733	167.87%	200,488
Other Contractual Svcs	130,000	16,078	12.37%	21,104
Contingency	165,000	6,042	3.66%	-
<b>Total Special Projects and Contingencies</b>	<b>1,895,000</b>	<b>806,562</b>	<b>42.56%</b>	<b>707,980</b>



**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2016	Actual Year to Date 11/30/2015	Percent of Budget	Actual PY to Date 11/30/2014
<b>Non Cash Expenses</b>				
Amortization Expense	275,000	159,679	58.07%	111,105
Amort Expense - Refund Savings	1,030,000	428,275	41.58%	428,275
Dep Exp- Furniture & Fixtures	5,000	-	0.00%	-
Dep Expense - Equipment	15,000	2,911	19.41%	3,634
Dep Expense - Autos & Trucks	10,000	1,643	16.43%	2,874
Dep Expense-Buildng & Toll Fac	200,000	73,798	36.90%	73,798
Dep Expense-Highways & Bridges	20,000,000	7,021,611	35.11%	6,922,118
Dep Expense-Communic Equip	250,000	81,715	32.69%	81,715
Dep Expense-Toll Equipment	3,000,000	1,146,995	38.23%	1,142,849
Dep Expense - Signs	350,000	135,789	38.80%	134,321
Dep Expense-Land Improvemts	900,000	368,723	40.97%	364,577
Depreciation Expense-Computers	28,000	6,859	24.50%	11,394
<b>Total Non Cash Expenses</b>	<b>26,063,000</b>	<b>9,427,997</b>	<b>36.17%</b>	<b>9,276,661</b>
<b>Total Other Expenses</b>	<b>27,958,000</b>	<b>10,234,558</b>	<b>36.61%</b>	<b>9,984,641</b>
<b>Non Operating Expenses</b>				
<b>Non Operating Expense</b>				
Bond issuance expense	200,000	88,962	44.48%	88,962
Interest Expense	44,660,046	17,518,608	39.23%	17,138,554
Community Initiatives	65,000	25,000	38.46%	15,000
<b>Total Non Operating Expense</b>	<b>44,925,046</b>	<b>17,632,570</b>	<b>39.25%</b>	<b>17,242,516</b>
<b>Total Expenses</b>	<b>\$ 92,137,194</b>	<b>\$ 33,264,316</b>	<b>36.10%</b>	<b>\$ 31,788,485</b>
<b>Net Income</b>	<b>\$ (26,344,361)</b>	<b>\$ 25,805,572</b>		<b>\$ 46,164,246</b>

## Central Texas Regional Mobility Authority

### Balance Sheet

	as of 11/30/2015	as of 11/30/2014
<b>Assets</b>		
<b>Current Assets</b>		
<b>Cash</b>		
Regions Operating Account	\$ 832,214	\$ 486,577
Cash In TexSTAR	681,463	580,932
Regions Payroll Account	40,023	15,906
<b>Restricted Cash</b>		
Fidelity Govt MMA	620,079,888	225,889,870
Restricted Cash-TexStar	7,121,745	11,733,210
Overpayments account	112,607	64,062
<b>Total Cash and Cash Equivalents</b>	628,867,940	238,770,558
<b>Accounts Receivable</b>		
Accounts Receivable	17,717	614,892
Due From TTA	793,378	350,980
Due From NTTA	369,636	259,217
Due From HCTRA	754,954	514,060
Due From TxDOT	2,081,314	28,287,340
Interest Receivable	41,083	130,370
<b>Total Receivables</b>	4,058,082	30,156,859
<b>Short Term Investments</b>		
Certificates of Deposit	-	5,000,000
Agencies	17,492,494	32,827,915
<b>Total Short Term Investments</b>	17,492,494	37,827,915
<b>Total Current Assets</b>	650,418,516	306,755,332
<b>Total Construction In Progress</b>	183,197,265	93,524,467
<b>Fixed Assets (Net of Depreciation)</b>		
Computers	49,723	70,131
Computer Software	1,357,923	1,072,157
Equipment	460	7,237
Autos and Trucks	24,557	4,599
Buildings and Toll Facilities	5,581,863	5,758,978
Highways and Bridges	607,912,157	615,019,112
Communication Equipment	332,822	490,288
Toll Equipment	18,829,425	21,476,916
Signs	11,446,460	11,629,426
Land Improvements	12,025,085	12,705,230
Right of Way	86,838,919	85,152,004
Leasehold Improvements	172,350	182,326
<b>Total Fixed Assets</b>	744,588,300	753,568,404
<b>Other Assets</b>		
Intangible Assets-Net	12,472,148	13,500,008
2005 Bond Insurance Costs	4,839,520	5,053,028
Prepaid Insurance	118,632	75,557
<b>Total Other Assets</b>	17,430,300	18,628,594
<b>Total Assets</b>	<b>\$ 1,595,634,381</b>	<b>\$ 1,172,476,797</b>

## Central Texas Regional Mobility Authority

### Balance Sheet

	as of 11/30/2015	as of 11/30/2014
<b>Liabilities</b>		
<b>Current Liabilities</b>		
Accounts Payable	\$ (5,241,605)	\$ 2,005,762
Construction Payable-Maha Loop	3,299,545	8,737,630
Overpayments	114,695	65,791
Interest Payable	16,835,740	16,653,422
TCDRS Payable	47,562	32,296
Medical Reimbursement Payable	2,160	-
Due to Other Entities	651,208	905,599
Other	650,000	-
<b>Total Current Liabilities</b>	16,359,303	28,400,500
<b>Long Term Liabilities</b>		
Accrued Vac & Sick Leave Payable	189,089	189,089
<b>Total Long Term Payables</b>	189,089	189,089
<b>Bonds Payable</b>		
Senior Lien Revenue Bonds:		
Senior Lien Revenue Bonds 2010	113,366,338	109,654,164
Senior Lien Revenue Bonds 2011	309,021,591	308,233,040
Senior Refunding Bonds 2013	152,555,000	184,710,000
Senior Lien Revenue Bonds 2015	298,790,000	-
Senior Lien Put Bnd 2015	68,785,000	-
Sn Lien Rev Bnd Prem/Disc 2010	36,250	76,297
Sn Lien Rev Bnd Prem/Disc 2011	(3,342,964)	(3,518,340)
Sn Lien Rev Bnd Prem/Disc 2013	13,265,349	15,732,271
Sn Lien Revenue Bnd Prem 2015	23,868,320	-
Sn Lien Put Bnd Prem 2015	8,540,142	-
<b>Total Senior Lien Revenue Bonds</b>	984,885,026	614,887,432
Sub Lien Revenue Bonds:		
Subordinated Lien Bond 2011	70,000,000	70,000,000
Sub Refunding Bnds 2013	102,530,000	103,710,000
Sub Lien Bond 2011 Prem/Disc	(1,748,215)	(1,846,196)
Sub Refunding 2013 Prem/Disc	3,097,332	3,584,642
<b>Tot Sub Lien Revenue Bonds</b>	173,879,117	175,448,445
<b>Other Obligations</b>		
TIFIA Note 2015	50,236	-
SIB Loan 2015	25,034	-
State Highway Fund Loan 2015	25,034	-
2011 Regions Draw Down Note	0	2,747,233
2013 American Bank Loan	5,300,000	5,300,000
<b>Total Other Obligations</b>	5,400,304	8,047,233
<b>Total Long Term Liabilities</b>	1,164,353,535	798,572,200
<b>Total Liabilities</b>	1,180,712,838	826,972,700
<b>Net Assets</b>		
Contributed Capital	35,847,060	35,847,060
Net Assets Beginning	353,268,910	263,492,792
Current Year Operations	25,805,572	46,164,246
<b>Total Net Assets</b>	414,921,542	345,504,098
<b>Total Liabilities and Net Assets</b>	\$ 1,595,634,381	\$ 1,172,476,797

**Central Texas Regional Mobility Authority**  
**Statement of Cash Flows - FY 2016**  
**as of November 30, 2015**

**Cash flows from operating activities:**

Receipts from toll fees	\$ 25,528,275
Receipts from Department of Transportation	
Receipts from other fees	51,171
Receipts from interest income	
Payments to vendors	(5,495,225)
Payments to employees	(1,454,124)
Net cash flows used in operating activities	<u>18,630,097</u>

**Cash flows from capital and related financing activities:**

Proceeds from Line of Credit	-
Payments on bonds	(1,730,258)
Receipts from Department of Transportation	43,170,556
Payments on interest	350,561,815
Acquisitions of construction in progress	(59,503,820)
Net cash flows used in capital and related financing activities	<u>332,498,294</u>

**Cash flows from investing activities:**

Interest income	163,603
Purchase of investments	(14,506,872)
Proceeds from sale or maturity of investments	25,222,732
Net cash flows provided by investing activities	<u>10,879,463</u>

Net increase in cash and cash equivalents 362,007,854

Cash and cash equivalents at beginning of period	<u>259,056,878</u>
Cash and cash equivalents at end of October	<u>\$ 621,064,732</u>

**Reconciliation of change in net assets to net cash provided by operating activities:**

Operating income	<u>\$ 10,031,811</u>
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation and amortization	8,840,042
Changes in assets and liabilities:	
Decrease in accounts receivable	(197,856)
(Increase) decrease in prepaid expenses and other assets	(95,502)
(Increase) in non-cash revenue (due from other agencies)	
(Decrease) increase in accounts payable	(1,259,944)
Increase (decrease) in accrued expenses	723,591
(Decrease) increase in Deferred Revenue	
(Increase) in deferred inflow of resources	587,954
Total adjustments	<u>8,598,286</u>
Net cash flows provided by operating activities	<u>\$ 18,630,097</u>

**Reconciliation of cash and cash equivalents:**

Unrestricted cash and cash equivalents	\$ 984,844
Restricted cash and cash equivalents	<u>620,079,888</u>
Total	<u>\$ 621,064,732</u>

### INVESTMENTS by FUND

		Balance November 30, 2015		
<b>Renewal &amp; Replacement Fund</b>				
<b>TexSTAR</b>	3,109.37		<b>TexSTAR</b>	7,803,138.59
<b>Regions Sweep</b>	687,886.65		<b>CD's</b>	-
<b>Agencies</b>		690,996.02	<b>Regions Sweep</b>	617,029,497.25
<b>Agencies</b>			<b>Agencies</b>	17,492,494.02
<b>TxDOT Grant Fund</b>				
<b>TexSTAR</b>	82,263.97			\$ 642,325,129.86
<b>Regions Sweep</b>	9,452,308.12			
<b>CD's</b>				
<b>Agencies</b>		9,534,572.09		
<b>Senior Debt Service Reserve Fund</b>				
<b>TexSTAR</b>	590,529.79			
<b>Regions Sweep</b>	30,423,067.59			
<b>Agencies</b>	17,492,494.02	48,506,091.40		
<b>Senior Debt Service Reserve 2015</b>				
<b>Regions Sweep</b>	33,236,901.43	33,236,901.43		
<b>2010 Senior Lien DSF</b>				
<b>Regions Sweep</b>	1,431,538.73			
<b>TexSTAR</b>	-	1,431,538.73		
<b>2011 Debt Service Acct</b>				
<b>Regions Sweep</b>	8,434,961.96	8,434,961.96		
<b>2013 Sr Debt Service Acct</b>				
<b>Regions Sweep</b>	7,840,435.46	7,840,435.46		
<b>2013 Sub Debt Service Account</b>				
<b>Regions Sweep</b>	2,594,895.44	2,594,895.44		
<b>2015 Sr Capitalized Interest</b>				
<b>Regions Sweep</b>	77,189,523.27	77,189,523.27		
<b>2011 Sub Debt DSRF</b>				
<b>Regions Sweep</b>	7,067,467.18			
<b>CD's</b>		7,067,467.18		
<b>2011 Sub DSF</b>				
<b>Regions Sweep</b>	1,969,116.05	1,969,116.05		
<b>Operating Fund</b>				
<b>TexSTAR</b>	681,393.91			
<b>TexSTAR-Trustee</b>	2,271,350.25			
<b>Regions Sweep</b>	-	2,952,744.16		
<b>Revenue Fund</b>				
<b>Regions Sweep</b>	1,504,423.82	1,504,423.82		
<b>General Fund</b>				
<b>TexSTAR</b>	53.78			
<b>Regions Sweep</b>	29,293,590.89			
<b>Agencies</b>		29,293,644.67		
<b>2013 Sub Debt Service Reserve Fund</b>				
<b>Regions Sweep</b>	8,461,034.67			
<b>Agencies</b>		8,461,034.67		
<b>MoPac Construction Fund</b>				
<b>Regions Sweep</b>	86,575,891.42	86,575,891.42		
<b>2010 Senior Lien Construction Fund</b>				
<b>Regions Sweep</b>	0.00	0.00		
<b>2011 Sub Debt Project fund</b>				
<b>TexSTAR</b>	4,174,437.52			
<b>Agencies</b>				
<b>Regions Sweep</b>	18,846,998.77	23,021,436.29		
<b>2015B Project Account</b>				
<b>Regions Sweep</b>	40,000,000.00	40,000,000.00		
<b>2015A Project Account</b>				
<b>Regions Sweep</b>	206,835,618.19	206,835,618.19		
<b>2015 TIFIA Project Account</b>				
<b>Regions Sweep</b>	50,180.81	50,180.81		
<b>2015 State Highway Fund Project Account</b>				
<b>Regions Sweep</b>	25,000.00	25,000.00		
<b>2015 SIB Project Account</b>				
<b>Regions Sweep</b>	25,000.00	25,000.00		
<b>2011 Sr Financial Assistance Fund</b>				
<b>Regions Sweep</b>	33,454,287.20	33,454,287.20		
<b>2011 Senior Lien Project Fund</b>				
<b>Regions Sweep</b>	299,110.56			
<b>Agencies</b>		299,110.56		
<b>2015 Regions Bank Loan</b>				
<b>Regions Sweep</b>	361.59	361.59		
<b>45SW Trust Account Hays County</b>				
<b>Regions Sweep</b>	90,277.21	90,277.21		
<b>45SW Trust Account Travis County</b>				
<b>Regions Sweep</b>	11,239,620.24	11,239,620.24		
		<u>\$ 642,325,129.86</u>		

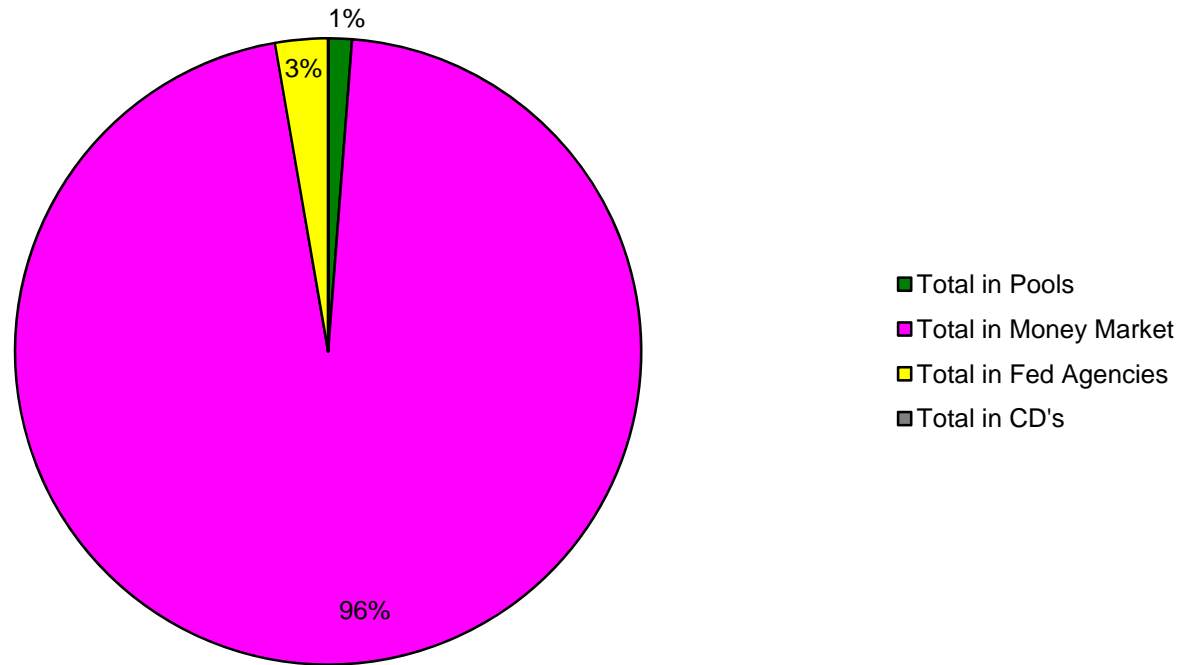
**CTRMA INVESTMENT REPORT**

	Month Ending 11/30/15					Rate Oct 15	
	Balance 11/1/2015	Additions	Discount Amortization	Accrued Interest	Withdrawals		Balance 11/30/2015
<b>Amount in Trustee TexStar</b>							
2011 Sub Lien Construction Fund	4,174,041.12			396.40		4,174,437.52	0.133%
General Fund	53.78					53.78	0.133%
Trustee Operating Fund	2,471,141.58	1,300,000.00		208.67	1,500,000.00	2,271,350.25	0.133%
Renewal and Replacement	3,109.07			0.30		3,109.37	0.133%
TxDOT Grant Fund	82,256.10			7.87		82,263.97	0.133%
Senior Lien Debt Service Reserve Fund	590,473.71			56.08		590,529.79	0.133%
	<b>7,321,075.36</b>	<b>1,300,000.00</b>		<b>669.32</b>	<b>1,500,000.00</b>	<b>7,121,744.68</b>	
<b>Amount in TexStar Operating Fund</b>							
	<b>681,328.88</b>	<b>1,000,000.00</b>		<b>65.03</b>	<b>1,000,000.00</b>	<b>681,393.91</b>	0.133%
<b>Regions Sweep Money Market Fund</b>							
Operating Fund	0.00	1,300,000.00			1,300,000.00	0.00	0.100%
45SW Trust Account Travis County	11,346,503.08			971.09	107,853.93	11,239,620.24	0.100%
45SW Trust Account Hays County	90,269.54			7.67		90,277.21	0.100%
2015A Project account	0.00	212,860,202.69		0.00	6,024,584.50	206,835,618.19	0.100%
2015B Project Account	0.00	40,000,000.00		0.00		40,000,000.00	0.100%
2015 State highway Fund Project Acct	0.00	25,000.00		0.00		25,000.00	0.100%
2015 TIFIA Project Account	0.00	50,180.81		0.00		50,180.81	0.100%
2015 SIB Project Account	0.00	25,000.00		0.00		25,000.00	0.100%
2011 Sub Lien Project Acct	19,052,302.55			1,626.48	206,930.26	18,846,998.77	0.100%
2011 Senior Lien Project Acct	299,085.16			25.40		299,110.56	0.100%
2011 Sr Financial Assistance Fund	30,451,700.89	3,000,000.00		2,586.31		33,454,287.20	0.100%
2010 Senior DSF	1,145,269.01	286,183.43		86.29		1,431,538.73	0.100%
2011 Senior Lien Debt Service Acct	7,920,370.16	513,938.82		652.98		8,434,961.96	0.100%
2011 Sub Debt Service Fund	1,575,344.64	393,652.71		118.70		1,969,116.05	0.100%
2013 Senior Lien Debt Service Acct	6,739,951.85	1,099,953.37		530.24		7,840,435.46	0.100%
2013 Subordinate Debt Service Acct	2,125,973.99	468,758.87		162.58		2,594,895.44	0.100%
2015 Sr Capitalized Interest	0.00	77,189,523.27		0.00		77,189,523.27	0.100%
2015 Regions Bank Loan	154.28			207.31		361.59	0.100%
TxDOT Grant Fund	9,451,735.61			572.51		9,452,308.12	0.100%
Renewal and Replacement	687,828.23			58.42		687,886.65	0.100%
Revenue Fund	2,162,601.78	4,977,490.48		182.39	5,635,850.83	1,504,423.82	0.100%
General Fund	29,107,038.13	26,311,110.17		2,484.26	26,127,041.67	29,293,590.89	0.100%
2011 Sub Debt Service Reserve Fund	7,066,866.98			600.20		7,067,467.18	0.100%
Senior Lien Debt Service Reserve Fund	30,420,484.00			2,583.59		30,423,067.59	0.100%
Senior Lien Debt Service Reserve 2015	0.00	33,236,901.43		0.00		33,236,901.43	0.100%
2013 Sub Debt Service Reserve Fund	8,460,316.12			718.55		8,461,034.67	0.100%
MoPac Managed Lane Construction Fund	87,461,446.14			7,617.53	893,172.25	86,575,891.42	0.100%
	<b>255,565,242.14</b>	<b>401,737,896.05</b>	<b>0.00</b>	<b>21,792.50</b>	<b>40,295,433.44</b>	<b>617,029,497.25</b>	
<b>Amount in Fed Agencies and Treasuries</b>							
Amortized Principal	17,494,396.69		(1,902.67)			17,492,494.02	
	<b>17,494,396.69</b>	<b>0.00</b>				<b>17,492,494.02</b>	
<b>Certificates of Deposit</b>							
Total in Pools	8,002,404.24	2,300,000.00		734.35	2,500,000.00	7,803,138.59	
Total in Money Market	255,565,242.14	401,737,896.05		21,792.50	40,295,433.44	617,029,497.25	
Total in Fed Agencies	17,494,396.69	0.00	(1,902.67)		0.00	17,492,494.02	
<b>Total Invested</b>	<b>281,062,043.07</b>	<b>404,037,896.05</b>	<b>(1,902.67)</b>	<b>22,526.85</b>	<b>42,795,433.44</b>	<b>642,325,129.86</b>	

All Investments in the portfolio are in compliance with the CTRMA's Investment policy.

William Chapman, CFO

## Allocation of Funds



Amount of investments As of November 30, 2015

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND
Fannie Mae	3135G0VA8	5,003,500.00	5,000,538.46	5,002,950.00	0.0468%	1/23/2014	3/1/3016 Senior DSRF	
Federal Home loan Bank	3130A4MN9	2,499,600.00	2,499,833.33	2,500,525.00	0.3650%	3/11/2015	4/6/2016 Senior DSRF	
Farmer Mac	31315PV55	2,501,200.00	2,500,750.00	2,498,000.00	0.7751%	3/11/2015	2/23/2017 Senior DSRF	
Federal Farm Credit	3133ECA79	4,959,250.00	4,968,305.56	4,968,150.00	1.2155%	3/11/2015	3/19/2018 Senior DSRF	
Northeast Texas ISD	659155HX6	2,534,600.00	2,523,066.67	2,523,550.00	0.6010%	8/3/2015	8/1/2016 Senior DSRF	
		<u>17,498,150.00</u>	<u>17,492,494.02</u>	<u>17,493,175.00</u>				

Agency	CUSIP #	COST	Cummulative Amortization	11/30/2015 Book Value	Maturity Value	Interest Income November 30, 2015		
						Accrued Interest	Amortization	Interest Earned
Fannie Mae	3135G0VA8	5,003,500.00	2,961.54	5,000,538.46	5,000,000.00	2,083.33	(134.62)	1,948.71
Federal Home loan Bank	3130A4MN9	2,499,600.00	(233.33)	2,499,833.33	2,500,000.00	729.17	33.33	762.50
Farmer Mac	31315PV55	2,501,200.00	450.00	2,500,750.00	2,500,000.00	1,666.67	(50.00)	1,616.67
Federal Farm Credit	3133ECA79	4,959,250.00	(9,055.56)	4,968,305.56	5,000,000.00	3,916.67	1,131.94	5,048.61
Northeast Texas ISD	659155HX6	2,534,600.00	11,533.33	2,523,066.67	2,500,000.00	4,166.67	(2,883.33)	1,283.34
		<u>17,498,150.00</u>	<u>5,655.98</u>	<u>17,492,494.02</u>	<u>17,500,000.00</u>	<u>12,562.51</u>	<u>(1,902.68)</u>	<u>10,659.83</u>



November 30, 2015

Certificates of Deposit Outstanding

Bank	CUSIP #	COST	Yield to Maturity	Purchased	Matures	November 30, 2015 Interest	FUND
		-				\$ -	

**Travis County Escrow account**

Balance		Accrued		Balance
11/1/2015	Additions	Interest	Withdrawals	11/30/2015
\$ 3,385,523.00		\$ 287.91	\$ 227,566.34	\$ 3,158,244.57



## Monthly Newsletter - November 2015

### Performance

#### As of November 30, 2015

Current Invested Balance	\$4,985,405,721.88
Weighted Average Maturity (1)	45 Days
Weighted Average Maturity (2)	76 Days
Net Asset Value	0.999946
Total Number of Participants	797
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$680,485.64
Management Fee Collected	\$205,661.34
% of Portfolio Invested Beyond 1 Year	4.01%
Standard & Poor's Current Rating	AAAm

Rates reflect historical information and are not an indication of future performance.

#### November Averages

Average Invested Balance	\$5,004,290,988.17
Average Monthly Yield, on a simple basis	0.1155%
Average Weighted Average Maturity (1)*	48 Days
Average Weighted Average Maturity (2)*	80 Days

#### Definition of Weighted Average Maturity (1) & (2)

(1) This weighted average maturity calculation uses the SEC Rule 2a-7 definition for stated maturity for any floating rate instrument held in the portfolio to determine the weighted average maturity for the pool. This Rule specifies that a variable rate instrument to be paid in 397 calendar days or less shall be deemed to have a maturity equal to the period remaining until the next readjustment of the interest rate.

(2) This weighted average maturity calculation uses the final maturity of any floating rate instruments held in the portfolio to calculate the weighted average maturity for the pool.

\* The maximum management fee authorized for the TexSTAR Cash Reserve Fund is 12 basis points. This fee may be waived in full or in part in the discretion of the TexSTAR co-administrators at any time as provided for in the TexSTAR Information Statement.

### New Participants

We would like to welcome the following entity who joined the TexSTAR program in November:

★ Wheeler County

### Holiday Reminder

In observance of the Christmas holiday, **TexSTAR will be closed Friday, December 25, 2015**. All ACH transactions initiated on Thursday, December 24th will settle on Monday, December 28th.

In observance of the New Year's Day holiday, **TexSTAR will be closed Friday, January 1, 2016**. All ACH transactions initiated on Thursday December 31st will settle on Monday, January 4th.

Notification of any early transaction deadlines on the business day preceding the holiday will be sent by email to the primary contact on file for all TexSTAR participants. Please plan accordingly for your liquidity needs.

### Economic Commentary

Conditions appear to be in place for the Fed to begin lifting rates from the zero lower bound. Partly as a response to stronger economic data, including a robust jobs report for October, markets moved from a 50% probability of a December rate hike to close to 75% at the end of November. In addition, inflation measures were stable. The lack of acceleration in domestic economic data during the month somewhat reduces confidence in upside surprises in 2016. The domestic service economy is expected to remain solid and be a source of stability for overall growth. Strong job gains, healthy savings, elevated confidence and savings from gasoline prices create a very consumer-friendly backdrop heading into the holiday shopping season. However, manufacturing remains under pressure as the strong dollar and further decline in energy prices will weigh on industrial production. Looser credit conditions are expected to aid the consumer and improve the housing market heading into 2016. Net exports are expected to remain a detractor from growth as the dollar continues to strengthen and policy diverges.

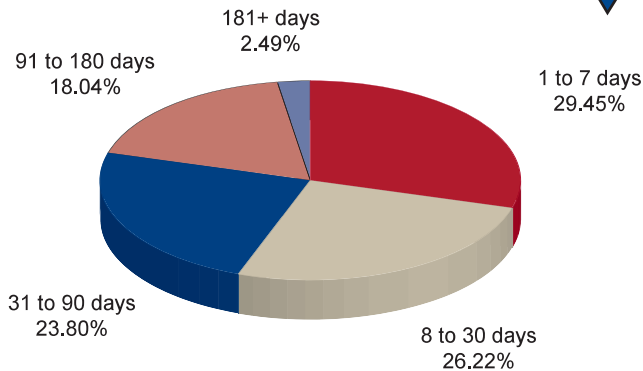
Global growth remains a large uncertainty and risks to the global outlook still appear skewed toward the downside. The lower overall nominal growth rates in both the US and the world makes the moderate pace of real growth in the US susceptible to endogenous and exogenous shocks. There remains a high level of uncertainty over the durability of the current cycle. The US consumer will need to do a fair share of the heavy lifting in 2016 to support global growth. The upcoming holiday shopping season may be the litmus test for the US consumers' potential contribution to global growth. At the December FOMC meeting, the Fed will tighten interest rates for the first time in 9 years and begin the gradual normalization process. The Fed will communicate a gradual pace of tightening in 2016, which will be conditional on the US dollar strength and the behavior of international markets and risk assets.

This information is an excerpt from an economic report dated November 2015 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

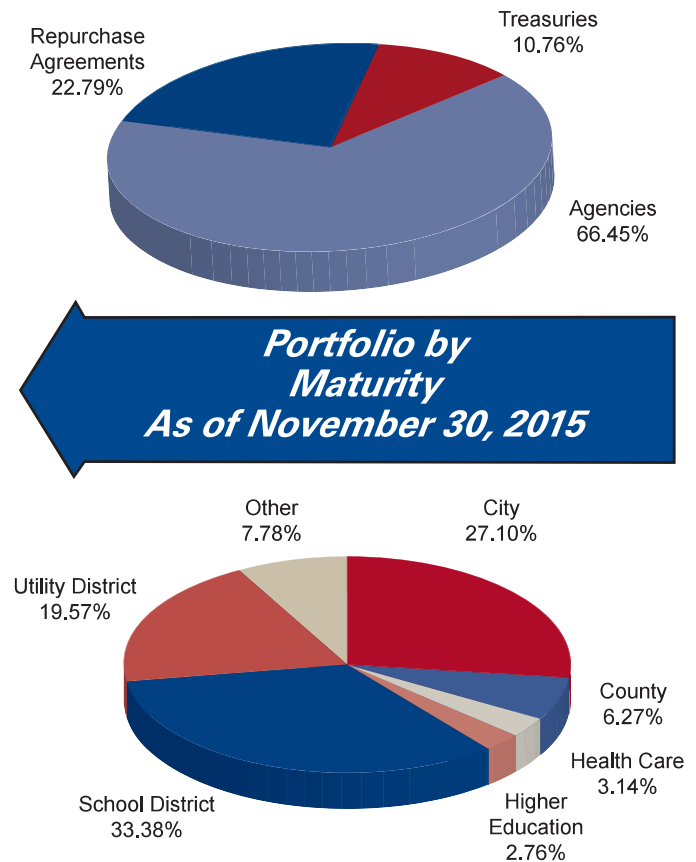
**For more information about TexSTAR, please visit our web site at [www.texstar.org](http://www.texstar.org).**

# Information at a Glance

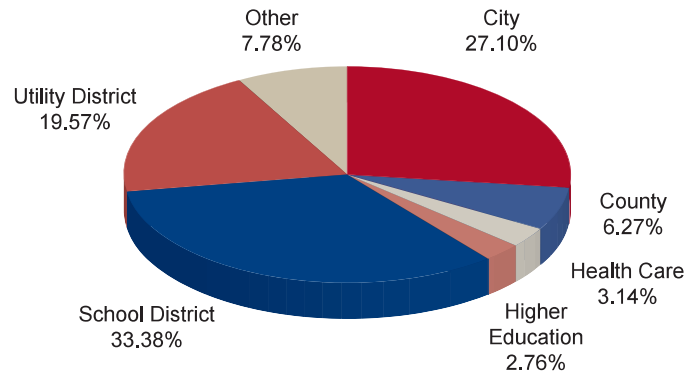
## Portfolio by Type of Investment As of November 30, 2015



## Distribution of Participants by Type As of November 30, 2015



## Portfolio by Maturity As of November 30, 2015



## Historical Program Information

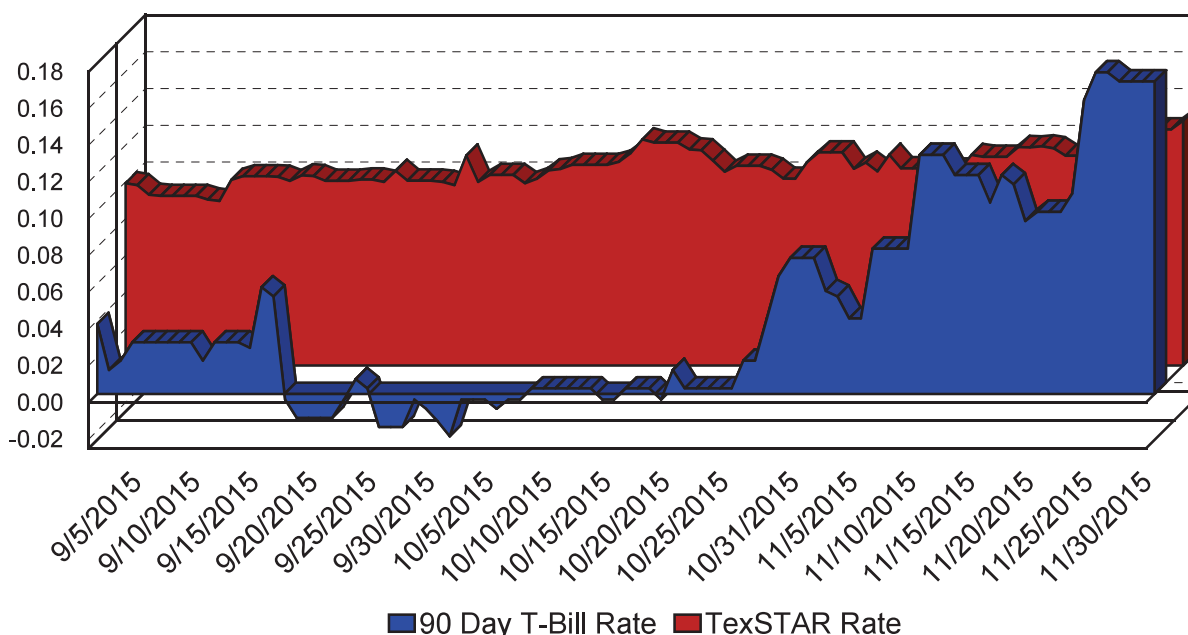
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
Nov 15	0.1155%	\$4,985,405,721.88	\$4,985,138,368.79	0.999946	48	80	797
Oct 15	0.1099%	5,137,746,592.55	5,138,104,083.30	1.000066	45	72	796
Sep 15	0.0994%	5,171,964,839.33	5,172,390,234.79	1.000082	46	62	796
Aug 15	0.0823%	5,444,712,315.25	5,444,863,919.29	1.000027	47	60	796
Jul 15	0.0722%	5,191,663,669.11	5,192,008,905.67	1.000063	50	63	795
Jun 15	0.0719%	5,113,377,874.72	5,113,798,319.64	1.000082	52	68	794
May 15	0.0643%	5,481,487,398.04	5,481,958,268.19	1.000085	52	70	794
Apr 15	0.0701%	5,578,041,120.52	5,578,486,668.16	1.000079	52	74	793
Mar 15	0.0604%	5,532,363,738.20	5,532,642,521.32	1.000050	52	76	792
Feb 15	0.0548%	6,025,452,923.84	6,025,900,171.82	1.000073	49	74	792
Jan 15	0.0542%	5,795,866,262.14	5,796,287,813.37	1.000076	50	77	791
Dec 14	0.0501%	5,158,234,676.14	5,158,405,384.45	1.000037	51	80	790

## Portfolio Asset Summary as of November 30, 2015

	Book Value	Market Value
Uninvested Balance	\$ 27,844.43	\$ 27,844.43
Accrual of Interest Income	1,224,574.94	1,224,574.94
Interest and Management Fees Payable	(735,226.67)	(735,226.67)
Payable for Investment Purchased	0.00	0.00
Repurchase Agreement	1,135,855,999.81	1,135,855,999.81
Government Securities	3,849,032,529.37	3,848,765,176.28
<b>Total</b>	<b>\$ 4,985,405,721.88</b>	<b>\$ 4,985,138,368.79</b>

Market value of collateral supporting the Repurchase Agreements is at least 102% of the Book Value. The portfolio is managed by J.P. Morgan Chase & Co. and the assets are safekept in a separate custodial account at the Federal Reserve Bank in the name of TexSTAR. The only source of payment to the Participants are the assets of TexSTAR. There is no secondary source of payment for the pool such as insurance or guarantee. Should you require a copy of the portfolio, please contact TexSTAR Participant Services.

# TexSTAR versus 90-Day Treasury Bill



This material is for information purposes only. This information does not represent an offer to buy or sell a security. The above rate information is obtained from sources that are believed to be reliable; however, its accuracy or completeness may be subject to change. The TexSTAR management fee may be waived in full or in part at the discretion of the TexSTAR co-administrators and the TexSTAR rate for the period shown reflects waiver of fees. This table represents historical investment performance/return to the customer, net of fees, and is not an indication of future performance. An investment in the security is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the issuer seeks to preserve the value of an investment at \$1.00 per share, it is possible to lose money by investing in the security. Information about these and other program details are in the fund's Information Statement which should be read carefully before investing. The yield on the 90-Day Treasury Bill ("T-Bill Yield") is shown for comparative purposes only. When comparing the investment returns of the TexSTAR pool to the T-Bill Yield, you should know that the TexSTAR pool consist of allocations of specific diversified securities as detailed in the respective Information Statements. The T-Bill Yield is taken from Bloomberg Finance L.P. and represents the daily closing yield on the then current 90-day T-Bill.

## Daily Summary for November 2015

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
11/1/2015	0.1160%	0.000003177	\$5,137,746,592.55	1.000066	48	81
11/2/2015	0.1070%	0.000002931	\$5,142,608,369.47	1.000097	48	80
11/3/2015	0.1104%	0.000003024	\$5,090,149,326.35	1.000072	49	82
11/4/2015	0.1056%	0.000002893	\$5,059,785,206.82	1.000070	49	82
11/5/2015	0.1147%	0.000003142	\$5,062,689,499.46	1.000066	48	81
11/6/2015	0.1073%	0.000002939	\$5,145,897,201.38	1.000053	46	78
11/7/2015	0.1073%	0.000002939	\$5,145,897,201.38	1.000053	46	78
11/8/2015	0.1073%	0.000002939	\$5,145,897,201.38	1.000053	46	78
11/9/2015	0.1070%	0.000002931	\$5,157,578,808.10	1.000045	47	79
11/10/2015	0.1066%	0.000002920	\$5,149,844,406.07	0.999980	48	80
11/11/2015	0.1066%	0.000002920	\$5,149,844,406.07	0.999980	48	80
11/12/2015	0.1146%	0.000003141	\$5,161,772,776.22	0.999974	48	80
11/13/2015	0.1136%	0.000003111	\$5,025,340,808.06	0.999974	47	80
11/14/2015	0.1136%	0.000003111	\$5,025,340,808.06	0.999974	47	80
11/15/2015	0.1136%	0.000003111	\$5,025,340,808.06	0.999974	47	80
11/16/2015	0.1189%	0.000003258	\$4,933,305,403.82	0.999975	47	81
11/17/2015	0.1187%	0.000003253	\$4,936,291,776.82	0.999975	50	82
11/18/2015	0.1193%	0.000003269	\$4,953,102,064.30	0.999973	51	83
11/19/2015	0.1182%	0.000003239	\$4,928,236,048.86	0.999977	50	83
11/20/2015	0.1142%	0.000003130	\$4,829,973,186.54	0.999982	50	83
11/21/2015	0.1142%	0.000003130	\$4,829,973,186.54	0.999982	50	83
11/22/2015	0.1142%	0.000003130	\$4,829,973,186.54	0.999982	50	83
11/23/2015	0.1156%	0.000003166	\$4,792,320,232.95	0.999985	49	82
11/24/2015	0.1177%	0.000003225	\$4,925,210,864.30	0.999984	47	77
11/25/2015	0.1228%	0.000003365	\$4,898,819,832.92	0.999949	46	77
11/26/2015	0.1228%	0.000003365	\$4,898,819,832.92	0.999949	46	77
11/27/2015	0.1285%	0.000003520	\$4,920,521,629.11	0.999945	46	78
11/28/2015	0.1285%	0.000003520	\$4,920,521,629.11	0.999945	46	78
11/29/2015	0.1285%	0.000003520	\$4,920,521,629.11	0.999945	46	78
11/30/2015	0.1332%	0.000003650	\$4,985,405,721.88	0.999946	45	76
Average	0.1155%	0.000003166	\$5,004,290,988.17		48	80

TexSTAR Participant Services  
First Southwest Asset Company, LLC  
325 North St. Paul Street, Suite 800  
Dallas, Texas 75201



### **TexSTAR Board Members**

<i>William Chapman</i>	<i>Central Texas Regional Mobility Authority</i>	<i>Governing Board President</i>
<i>Nell Lange</i>	<i>City of Frisco</i>	<i>Governing Board Vice President</i>
<i>Kenneth Huewitt</i>	<i>Houston ISD</i>	<i>Governing Board Treasurer</i>
<i>David Medanich</i>	<i>First Southwest Company</i>	<i>Governing Board Secretary</i>
<i>Joni Freeman</i>	<i>JP Morgan Chase</i>	<i>Governing Board Asst. Sec./Treas.</i>
<i>Eric Cannon</i>	<i>City of Allen</i>	<i>Advisory Board</i>
<i>Nicole Conley</i>	<i>Austin ISD</i>	<i>Advisory Board</i>
<i>Monte Mercer</i>	<i>North Central TX Council of Government</i>	<i>Advisory Board</i>
<i>Stephen Fortenberry</i>	<i>Plano ISD</i>	<i>Advisory Board</i>
<i>Becky Brooks</i>	<i>Government Resource Associates, LLC</i>	<i>Advisory Board</i>

For more information contact TexSTAR Participant Services ★ 1-800-TEX-STAR ★ [www.texstar.org](http://www.texstar.org)



**J.P.Morgan**  
Asset Management

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

**RESOLUTION NO. 15-\_\_\_\_**

**ACCEPT THE FINANCIAL STATEMENTS FOR NOVEMBER 2015.**

WHEREAS, the Central Texas Regional Mobility Authority (“Mobility Authority”) is empowered to procure such goods and services as it deems necessary to assist with its operations and to study and develop potential transportation projects, and is responsible to insure accurate financial records are maintained using sound and acceptable financial practices; and

WHEREAS, close scrutiny of the Mobility Authority’s expenditures for goods and services, including those related to project development, as well as close scrutiny of the Mobility Authority’s financial condition and records is the responsibility of the Board and its designees through procedures the Board may implement from time to time; and

WHEREAS, the Board has adopted policies and procedures intended to provide strong fiscal oversight and which authorize the Executive Director, working with the Mobility Authority’s Chief Financial Officer, to review invoices, approve disbursements, and prepare and maintain accurate financial records and reports; and

WHEREAS, the Executive Director, working with the Chief Financial Officer, has reviewed and authorized the disbursements necessary for the month of November 2015, and has caused Financial Statements to be prepared and attached to this resolution as Exhibit 1.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Financial Statements for November 2015, attached as Exhibit 1.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16<sup>TH</sup> day of December, 2015.

Submitted and reviewed by:

Approved:

\_\_\_\_\_  
Geoffrey Petrov, General Counsel

\_\_\_\_\_  
Ray A. Wilkerson  
Chairman, Board of Directors

**Exhibit 1**

**Financial Statements for November 2015**



**CENTRAL TEXAS  
Regional Mobility Authority**

Meeting Date: December 16, 2015  
AGENDA ITEM # 7

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Approve procurement for construction engineering  
and inspection services for the 45 Southwest  
Project.

Strategic Plan Relevance: Regional Mobility  
Department: Engineering  
Contact: Justin Word, P.E., Director of Project Management  
Associated Costs: TBD  
Funding Source: Bond Sale Funds/ Capital Project Funds  
Action Requested: Consider and act on draft resolution

Summary:

The Mobility Authority is requesting the Board to authorize procurement of construction engineering and inspection services for the 45 Southwest Project.

Backup provided: Draft Resolution for Board Consideration



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

**RESOLUTION NO. 15-\_\_\_**

**AUTHORIZE PROCUREMENT OF CONSTRUCTION ENGINEERING AND  
INSPECTION SERVICES FOR THE SH 45 SW PROJECT.**

WHEREAS, the Mobility Authority is developing a new four-lane state highway consisting of four tolled main lanes of controlled access roadway, with a possible shared-use path on one side, extending approximately 3.6 miles from MoPac to FM 1626 (the “SH 45 SW Project”); and

WHEREAS, the Executive Director recommends procuring construction engineering and inspection services to oversee the construction activities for the SH 45 SW Project.

NOW THEREFORE, BE IT RESOLVED that the Executive Director is hereby authorized and directed to procure the construction engineering and inspection services for the SH 45 SW Project, in accordance with the procurement policies established by Chapter 4 of the Mobility Authority Policy Code.

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

Submitted and reviewed by:

Approved:

\_\_\_\_\_  
Geoffrey Petrov, General Counsel

\_\_\_\_\_  
Ray A. Wilkerson  
Chairman, Board of Directors



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 8

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Authorize a contract for Edelman to provide communications and marketing consultant services.

Strategic Plan Relevance: Regional Mobility  
Department: Community Relations  
Contact: Dee Anne Health, Director of External Affairs  
Associated Costs: Not to exceed \$1,500,000  
Funding Source: General Fund/Bond Sale Funds  
Action Requested: Consider and act on draft resolution

Summary:

On November 24, 2015, the Mobility Authority Board of Directors awarded a contract to Edelman to provide communications and marketing consultant services. The Board further authorized the Executive Director to negotiate a contract with Edelman.

The draft resolution authorizes the Executive Director to finalize and execute on behalf of the Mobility Authority a contract with Edelman to provide communications and marketing consultant services for an amount not to exceed \$1,500,000.00.

Backup provided: Draft Contract  
Draft Resolution for Board Consideration

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

**RESOLUTION NO. 15-\_\_\_**

**APPROVING A CONTRACT WITH EDELMAN FOR COMMUNICATIONS AND  
MARKETING CONSULTANT SERVICES.**

WHEREAS, by Resolution No. 15-088, enacted November 24, 2015, the Central Texas Regional Mobility Authority (“Mobility Authority”) Board of Directors awarded a contract to provide communications and marketing services to Daniel J. Edelman, Inc. (“Edelman”); and

WHEREAS, the Board authorized the Executive Director to negotiate on behalf of the Mobility Authority a contract with Edelman for communications and marketing consultant services (the “Contract”); and

NOW THEREFORE, BE IT RESOLVED that the Board authorizes the Executive Director, on behalf of the Mobility Authority, to finalize and execute a contract with Edelman in an amount not to exceed \$1,500,000, and as the Executive Director further determines is in the best interest of the Mobility Authority.

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

Submitted and reviewed by:

Approved:

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Geoffrey Petrov, General Counsel

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Ray A. Wilkerson  
Chairman, Board of Directors



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 9

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Approve Change Order No. 20 with Central Texas  
Mobility Constructors, LLC on the Manor  
Expressway Project.

Strategic Plan Relevance: Regional Mobility  
Department: Engineering  
Contact: Wesley M. Burford, P.E., Director of Engineering  
Associated Costs: \$559,703.03  
Funding Source: Construction Fund  
Action Requested: Consider and act on draft resolution

Summary:

This Change Order compensates CTMC for design and construction revisions to the Shared Use Path to comply with the American Disabilities Act (ADA).

The CDA requires CTMC to design the Shared Use Path in accordance with the AASHTO Bicycle Guide, which does not require ADA compliance. After NTP was issued, FHWA required the Shared Use Path to be ADA compliant. This change required CTMC to redesign the grades of the Shared Use Path (SUP) to be compliant with ADA requirements. This change in SUP elevation impacted several retaining walls (S1-11, S1-16, and S1-20) and certain drainage structures. Certain elements were on the critical path of the Interim Milestone. As a result, these changes impacted CTMC's ability to complete the Interim Development Work. The result is an impact of 55 Days to the Interim Development Work.

The Substantial Completion and Final Acceptance milestones were not affected.

Backup provided: Draft Change Order No. 20  
Draft Resolution for Board Consideration

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

**RESOLUTION NO. 15-\_\_\_**

**APPROVE CHANGE ORDER NO. 20 WITH CENTRAL TEXAS MOBILITY  
CONSTRUCTORS, LLC, ON THE MAONR EXPRESSWAY PHASE II  
PROJECT.**

WHEREAS, by Resolution No. 11-019, dated March 30, 2011, the Board of Directors approved and authorized the Executive Director to execute a design-build comprehensive development agreement with Central Texas Mobility Constructors LLC (“CTMC”) to develop the Manor Expressway Phase II Project (the “Project”), and the design/build comprehensive development agreement contract for construction of the Project was executed and became effective on June 15, 2011; and

WHEREAS, after Notice to Proceed was issued, FHWA required the Shared Use Path to comply with the American Disabilities Act (“ADA”); and

WHEREAS, this change will require CTMC to perform additional work related to the Shared Use Path to be compliant with ADA requirements; and

WHEREAS, the Executive Director has negotiated and recommends approval of the proposed Change Order No. 20 for the necessary adjustments to the Shared Use Path, a copy of which is attached hereto as Exhibit 1.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the proposed change order with CTMC in the additional amount not to exceed \$559,703.03; and

BE IT FURTHER RESOLVED, that the change order with CTMC may be finalized and executed by the Executive Director on behalf of the Mobility Authority in the form or substantially the same form attached as Exhibit 1.

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

Submitted and reviewed by:

Approved:

\_\_\_\_\_  
Geoffrey Petrov, General Counsel

\_\_\_\_\_  
Ray A. Wilkerson  
Chairman, Board of Directors



Central Texas Regional  
Mobility Authority

### CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

CHANGE ORDER NUMBER: 20

Project Name: Manor Expressway  
Phase II Project

Contract No: CDA

CCSJ: 0114-02-053

Highway: 290E

County: Travis

District: Austin

FAP Number: NH1101 (012)

1. CONTRACTOR: Central Texas Mobility Constructors, LLC

2. Change Order Work Limits: Sta. 480+00 to Sta. 530+00  
290E 290E

3. Type of Change (on federal-aid non-exempt projects): Major (Major/Minor)

4. Reasons: 2C (In order of importance - Primary first)

5. Describe the work being revised:

The scope of this change order includes adjustments to the shared use path so that it is compliant with the Americans with Disabilities Act (ADA). This includes plan and profile revisions to the SUP, and revisions to Retaining Walls S1-11, S1-16, and S1-20. This change results in a schedule impact to the Interim Milestone of 55 Days.

6. Work to be performed in accordance with Items: 132, 247, 356, 416, 420, 423, 432, 464, 465, 466

7. New or revised plan sheet(s) are attached and numbered:  1RD-40 through 1RD-48; 1RW-026; 1RW-031; 1RW-032;  
1RW-035A

8. New general notes to the contract are attached: Yes  No

9. New Special Provisions to Item No.      and Special Specification Item are attached. N.A.

Each signatory hereby warrants that each has the authority to execute this Change Order (CO).

<p><i>The contractor must sign the Change Order and, by doing so, agrees to waive any and all claims for additional compensation due to any and all other expenses; additional changes for time, overhead and profit, or loss of compensation as a result of this change.</i></p> <p>THE CONTRACTOR Date <u>11/25/15</u></p> <p>By <u>[Signature]</u></p> <p>Typed/Printed Name <u>Tim Muller</u></p> <p>Typed/Printed Title <u>Proj. Mgr</u></p>	<p><b>The following information must be provided</b></p> <p>Time Ext. #: <u>2</u> Days added on this CO: <u>55</u> (Interim Milestone Only)</p> <p>Amount added by this change order: \$ <u>559,703.03</u></p> <p><b>For TxDOT/CTRMA/FHWA use only:</b></p> <p>Current Contract Amount \$ <u>216,855,658.30</u></p> <p>Revised Contract Amount To Date \$ <u>217,965,361.33</u></p> <p>Days FHWA non-participating <u>55</u></p> <p>CO Portion FHWA non-participating \$ <u>559,703.03</u></p>
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RECOMMENDED FOR EXECUTION

Engineers Seal:

(1) [Signature] 12/3/2015  
GEC Project Controller/Construction Manager Date

(2) [Signature] 12/3/2015  
GEC Project Manager Date

(7) \_\_\_\_\_  
 APPROVED  REQUEST APPROVAL  
TxDOT Project Engineer Date

(3) \_\_\_\_\_  
 APPROVED  REQUEST APPROVAL  
CTRMA, Director of Engineering Date

(4) \_\_\_\_\_  
 APPROVED  REQUEST APPROVAL  
CTRMA, General Counsel Date

(5) \_\_\_\_\_  
 APPROVED  REQUEST APPROVAL  
CTRMA, Executive Director Date

(6) \_\_\_\_\_  
 APPROVED  REQUEST APPROVAL  
FHWA Area Engineer (Verbal Approval) Date

(8) \_\_\_\_\_  
 APPROVED  REQUEST APPROVAL  
FHWA Area Engineer Date

# Manor Express Phase II Project

CHANGE ORDER NUMBER: 20

TABLE A: Force Account Work and Materials Placed into Stock

Estimated Cost: \$0.00

LABOR	QTY	HOURLY RATE	TOTAL	EQUIPMENT	DAYS	HOURLY RATE	TOTAL

TABLE B: Contract Items

CHANGE ITEM	REASON CODE	DESCRIPTION	UNIT	ORIGINAL + PREVIOUSLY REVISED			NEW			OVERRUN/ UNDERRUN
				QUANTITY	UNIT PRICE	ITEM COST	QUANTITY	UNIT PRICE	ITEM COST	
EXTRA WORK ITEM		DESCRIPTION	UNIT							
Multiple	2C	ADA COMPLIANT SHARED USE PATH					1.00	LS	\$ 559,703.03	\$ 559,703.03
<b>TOTALS</b>						\$ -			\$ 559,703.03	\$ 559,703.03

## CHANGE ORDER REASON(S) CODE CHART

1. Design Error or Omission	1A. Incorrect PS&E 1B. Other
2. Differing Site Conditions (unforeseeable)	2A. Dispute resolution (expense caused by conditions and/or resulting delay) 2B. Unavailable material 2C. New development (conditions changing after PS&E completed) 2D. 2E 2E. Miscellaneous difference in site conditions (unforeseeable)(Item 9) 2F. Site conditions altered by an act of nature 2G. Unadjusted utility (unforeseeable) 2H. Unacquired Right-of-Way (unforeseeable) 2I. Additional safety needs (unforeseeable) 2J. Other
3. CTRMA Convenience	3A. Dispute resolution (not resulting from error in plans or differing site conditions) 3B. Public relations improvement 3C. Implementation of a Value Engineering finding 3D. Achievement of an early project completion 3E. Reduction of future maintenance 3F. Additional work desired by the CTRMA 3G. Compliance requirements of new laws and/or policies 3H. Cost savings opportunity discovered during design/construction 3I. Implementation of improved technology or better process 3J. Price adjustment on finished work (price reduced in exchange for acceptance) 3K. Addition of stock account or material supplied by state provision 3L. Revising safety work/measures desired by the CTRMA 3M. Other
4. Third Party Accommodation	4A. Failure of a third party to meet commitment 4B. Third party requested work 4C. Compliance requirements of new laws and/or policies (impacting third party) 4D. Other
5. Contractor Convenience	5A. Contractor exercises option to change the traffic control plan 5B. Contractor requested change in the sequence and/or method of work 5C. Payment for Partnering workshop 5D. Additional safety work/measures desired by the contractor 5E. Other
6. Untimely ROW/Utilities	6A. Right-of-Way not clear (third party responsibility for ROW) 6B. Right-of-Way not clear (County responsibility for ROW) 6C. Utilities not clear 6D. Other



## Change Order No. 20 -- Revised Contract Amount to Date Summary

Original Contract: \$ 207,297,859.00

	Amount	Description	Revised Contract Amt to Date:
DRB	\$ 24,346.91	Contractually Allowed DRB Expenditures	\$ 207,322,205.91
LDs	-	Liquidated Damages Associated with Interim Development Work	\$ 207,322,205.91
LRs	\$ (108,520.00)	Lane Rental Fees Assessed	\$ 207,213,685.91
Incentive	\$ 540,000.00	Early Completion Incentive - Substantial Completion	\$ 207,753,685.91
C.O. #1	\$ 1,480,445.71	Revised Mainlane and Frontage Road Pavement Sections	\$ 209,234,131.62
C.O. #2	\$ 9,010.88	Force Majeure Event - Discovery of Cistern	\$ 209,243,142.50
C.O. #3	\$ 41,339.71	Broadcast Seeding and Watering at US 183 interchange	\$ 209,284,482.21
C.O. #4	\$ 187,404.28	Mainlane Column Protection in SH 130 median	\$ 209,471,886.49
C.O. #5	\$ 108,388.96	Incorporation of Revised MBGF Standards	\$ 209,580,275.45
C.O. #6	\$ 2,222,778.82	Revision to Aesthetic Paint Scheme	\$ 211,803,054.27
C.O.#7	\$ 194,167.48	LED Illumination Fixtures; Deletion of OSB	\$ 211,997,221.75
C.O. #8	\$ 296,754.77	Ramp #1 Rail & MBGF Revisions	\$ 212,293,976.52
C.O.#9	\$ 700,317.37	Stone & Concrete Riprap at US 183 Interchange	\$ 212,994,293.89
C.O.#10	\$ 186,593.97	Eastbound Frontage Road Pavement Widening Section Revision	\$ 213,180,887.86
C.O.#11	\$ 129,147.91	US 183 Southbound Ramp Revisions	\$ 213,310,035.77
C.O.#12	\$ 278,377.28	Marcasite and Deck Drain Repair	\$ 213,588,413.05
C.O.#13	\$ 80,721.51	Presidential Visit to Project Site	\$ 213,669,134.56
C.O.#14	\$ 1,807,432.32	Additional Asphalt Surface Course	\$ 215,476,566.88
C.O.#15	\$ 89,910.55	SH 130 Hardscaping	\$ 215,566,477.43
C.O.#16	\$ 347,534.66	Wetland Impact Minimization	\$ 215,914,012.09
C.O.#17	\$ 1,180,548.78	Eastern Terminus Geometric Revisions	\$ 217,094,560.87
C.O.#18	\$ 129,030.41	US 183 Right Turn Revision and Sidewalk Deletion	\$ 217,223,591.28
C.O.#19	\$ 182,067.02	Interim Development Work Operational Improvements	\$ 217,405,658.30
C.O.#20	\$ 559,703.03	ADA Compliant Shared Use Path	\$ 217,965,361.33

Summary Prepared by:

  
 Daniel W. Freeman, PE

Date

12/3/2015



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 10

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Executive Director's Report

Strategic Plan Relevance: Regional Mobility  
Department: Executive  
Contact: Mike Heiligenstein, Executive Director  
Associated Costs: Not Applicable  
Funding Source: Not Applicable  
Action Requested: Briefing and Board Discussion Only

Summary:

Executive Director's Monthly Report

A. Project Updates.

1. Direct Connectors at 45/35

B. Update on the Environmental Comment Process.

C. Update on the GEC Procurement.

D. Update on the TTI Advisory Council annual meeting.

E. 183 South parcel acquisition information.

Backup provided: Executive Director's Report



# PROJECT UPDATES

## MoPac Improvement Project

### ◀◀ MOPAC IMPROVEMENT PROJECT ▶▶

- Drilled shaft foundations for retaining walls and soundwalls continues and is approximately 51% complete.
- Construction activities related to the 42" City waterline relocation at the Camp Mabry and Camp Hubbard (TxDOT facility) locations is nearing completion.
- Paving operations continue on the northern half of the project and specific locations on the south end to facilitate impending traffic shifts associated with the northbound undercrossing.



*New energy efficient LED highway lights are being installed on MoPac*

- Initial work for the excavation of the northbound undercrossing is underway. A major traffic shift for the northbound undercrossing (dropping one main lane for northbound MoPac across Enfield) is scheduled to take place in January.
- Surveys to determine the existence of threatened and endangered species in three karst features are complete. No listed species were found, and the features have been closed. The southbound undercrossing slab construction has resumed now that Karst surveys are complete.
- CH2M has submitted two claims. The first claim is for 42" water line design delays, and the second claim is for unexpected rock hardness. Both claims have been reviewed for merit and have been formally denied by the Mobility Authority for both time extension and additional compensation.
- A partnering meeting was held on December 9, 2015, and a Disputes Resolution Board (DRB) status meeting was held on December 15. A formal DRB hearing for the 42" water line claim is scheduled for February 11, 2016.
- FHWA approval has been received for a time extension of 41 days of the 101 days anticipated. The additional 60 day time extension is in process, and approval is expected.

## 183 North Mobility Project



- The Mobility Authority held a Public Hearing and virtual Public Hearing for the project in November 2015 to present the preferred build alternative. After the public comment period closed on November 22, 2015, the project team

began development of the Public Hearing summary and comment/response report.

- The 100% schematic design is pending resolution of design exception comments and signage updates; review and approval of design exceptions is being coordinated with TxDOT.
- CAMPO has proposed a draft 2040 Regional Transportation Plan Amendment to update the project cost and include the additional (fourth) general purpose lane. The CAMPO Technical Advisory Committee conditionally approved the proposed amendment on November 18, 2015 and requesting that the Mobility Authority continue to investigate transit, bike, and pedestrian accommodations.



*183 North Public Hearing  
November 12, 2015, Westwood High School*

- The Mobility Authority met with City of Austin, Travis County and bicycle advocacy representatives in late November to discuss bicycle and pedestrian accommodations.
- The Mobility Authority, TxDOT, and the project team continue to meet regularly with City of Austin and other stakeholders to provide status updates. Opportunities for transit expansion are currently being evaluated and coordinated with Capital Metro.
- The Mobility Authority, TxDOT, and the project team continue to meet regularly with City of Austin and other stakeholders to provide status updates. Opportunities for transit expansion

are currently being evaluated and coordinated with Capital Metro.

- A technical work group was held on October 28, 2015 to present the findings of the environmental study and receive feedback from mobility partners.

### **MoPac South Environmental Study**



- A fourth Open House and concurrent Virtual Open House was held in November. Six operational configurations were presented, including travel time estimates for each configuration. All materials shown are archived and available through the project website.
- After the close of the official comment period, the project team began the development of the Open House summary and comment/response report.
- Next steps for the environmental study include identifying a preferred alternative from the six operational configurations shown at the November 10, 2015 Open House, and holding the public hearing to share the preferred alternative in 2016.



*MoPac South Open House  
Nov. 10, Palmer Events Center*

### **MoPac Intersections Environmental Study**

- An environmental decision is expected at any time from TxDOT. Once the project is environmentally cleared, TxDOT will assume responsibility for final design and construction.

### SH 45SW Environmental Study



- The designer is currently addressing comments to the 90% design plans from the Mobility Authority and TxDOT.
- The design team included refinements which would reduce environmental impacts and improve safety. These design refinements required a reevaluation of the environmental impacts in the area of the changes. The areas of reevaluation were presented to the public in a virtual open house and at two community meetings. Official comments were received from August 14<sup>th</sup> – 21<sup>st</sup>, 2015. The reevaluation documents are currently at TxDOT ENV for review and determination.
- The Mobility Authority, TxDOT, and the design team continue to meet regularly with BSEACD, City of Austin, and Travis County to provide a status update and receive input on the design approach. There have been fourteen coordination or working meetings to date.
- The development of construction plans is anticipated to be complete in January 2016. Letting for construction is anticipated in April 2016, pending final TTC funding approval.

### 183 South



- Colorado River Constructors (Flour / Balfour Beatty), our design/build contractor for the 183 South Project, received NTP 1 on September 10 which allows design to commence. Design activities

have begun and preliminary design submittals started to arrive in late October. Colorado River Constructors (CRC), Flour / Balfour Beatty, our design/build contractor for the 183 South Project, received NTP 1 on September 10 which allows design to commence. Design activities have begun and preliminary design submittals started to arrive in late October.

- NTP2 was issued to CRC on November 30, 2015.
- We anticipate construction launch late spring 2016.
- Public Information Services have been contracted for the project from Group Solutions.
- Staff is completing scoping and negotiation efforts to contract firms for Construction Inspection, Survey, and Materials Acceptance Testing. We anticipate these contracts to be executed in December 2015.
- Project Funding activities were completed on November 18, 2015.
- The team updated the Initial Finance Plan based on TIFIA participation and received concurrence and approval by TxDOT and FHWA.
- Federal Project Authorization and Agreements (FPAA) were issued on November 30, 2015.
- ROW Acquisition continues in efforts to meet the commitments outlined in the D/B Contract.

### Kellam Rd. Phase I Project

- Replacement of plantings in the ponds after flooding and dead trees is ongoing.
- Signal construction on SH 71 was completed; signal was activated early November.
- Signal construction on Pearce is ongoing pending electrical service and a signal pole being provided by the City of Austin.
- Repairing the damaged slopes around the south bridge after flooding is underway.

### 290 East Toll (Manor Expressway) Phase II Project



- CTMC is finalizing the non-conflict utility relocations required by the project to obtain Final Acceptance.

- CTMC is submitting final documentation to achieve Final Acceptance.
- Dispute Resolution Board proceedings have been scheduled for January and February to resolve outstanding issues raised by CTMC.

### **290 Toll (Manor Expressway) Interim Intersection Project**

- The 290 East Toll/SH 130 Operational Interim Improvements was posted for letting on November 3. The bid opening will be on December 11. Construction should begin in March. We anticipate that the interim improvements could be open to traffic as early as summer 2016.
- Ultimately, when funding is identified, the Mobility Authority anticipates constructing up to three direct connector bridges between the SH 130 and 290 Toll facilities. These bridges will give drivers a free-flowing direct connection and free up mobility on the frontage road intersection underneath the toll facilities. We advertised for a Design Firm November 13, held a pre-proposal meeting December 7, and anticipate awarding a contract at the February 2016 Board Meeting.

### **Oak Hill Parkway Project**



- Efforts with TxDOT and the City of Austin continue for potential off-site water detention facilities.
- The design level schematics for both Alternatives A and C are being refined as the engineering aspects are reviewed and as a result of public comment from the sixth open house.
- The environmental study team has begun the robust analysis of Alternatives A, C, and the No Build Alternative against the phase three evaluation criteria. The results of this analysis will

indicate the preferred alternative. We anticipate the evaluation results as well as the full Draft Environmental Impact Statement being made available for public review and comment in 2016.

### **SH 71 Toll Lanes**



- Coordination meetings between McCarthy and the Toll Integrator continue.
- Atkins and Schneider Electric continue to review design submittals and attend comment resolution meetings as necessary.
- McCarthy continues to progress design activities from 90% to Final Design.
- Earthwork activities at the SH 130 interchange continue; re-work of rain damaged areas is necessary.
- SH 71 bridge work over SH 130 has begun; approximately 3/4 of the decks have been poured; rains hampered progress.
- Work on walls near Presidential and Spirit of Texas is ongoing.
- McCarthy plans to complete deck on the Onion Creek Bridge in mid-Dec.
- Utility adjustments are progressing on all utilities currently with the exception of Texas Gas and are expected to be complete the end of December.
- Traffic switch to the new eastbound frontage road near FM 973 planned in the next month.

### **System-wide Performance Based Maintenance Contract**

- The interlocal agreement (ILA) between the Mobility Authority and TxDOT for the maintenance of Manor Expressway, MoPac Improvement Project, and 71 Express has been signed by both parties. The contract will be awarded to Roy Jorgensen, Inc, with maintenance services to begin January 1, 2016.

183 South ROW Parcel Owners

Parcel	Owner	Lienholder	Tenant	Future Board Action required?
131	Guadalupe Pena Hall Anna Rodriguez Barnabe Fuentes, Jr. David Fuentes Robert Fuentes Daniel C. Castro Esther Nanez Ledesma Edward Ledesma Abel Ledesma Tina Villareal Alfred Ledesma			Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value
157	William E. Selman Claire E. Selman			Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value
158	422 Bastrop Hwy LTD Chase Equities, Inc. Jimmy Nassour Prosperity Bank			Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value
114 E	Dr. Masoud Arami Majid Kamalipour Mohammed Arami		Robert Aleman	Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value
127 E	Church of Christ at East Side	Comerica Bank		Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value
129 E	MOS8 Partners, LTD MOS8 GP, LLC Richard Weldon Christopher Milam	Service Lloyds Insurance Company (and assignee)		Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value
147 AC	KAF Development Company Ford Smith, Jr. Ford Smith, Sr. Kathryn T. Smith Allen W. Smith Frances Netheron			Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value
153 AC	Austex	Haskell F. Griffin, Jr.		Yes, if the owner's counteroffer or settlement amount exceeds CTRMA's appraisal of fair market value

183 South ROW Parcel Owners

128 E	Travis County		City of Austin (tenant) Salvation Army (subtenant)	Perhaps, absent agreement with County on statutory easement under Sec. 370.169 (c)
118	City of Austin			Perhaps, absent agreement with City on statutory easement under Sec. 370.169 (c)
32	Southwestern Bell Telephone			No
125	Capital Metropolitan Transportation Authority			No
126	YMCA- Thom Parker (VP of Facilities)			No
130	City of Austin			No
132	Brian Evans Yoon Sin Kim			No
154	Knollwood on the Colorado Homeowners Association, Inc.			No
155	Sunbelt Cleveland Properties, LP			No
111 AC	Capital Metropolitan Transportation Authority			No
113 AC & 113 E	YMCA- Thom Parker (VP of Facilities)			No
115 AC	Tracor Aerospace, Inc.			No
117 & 117E	Randall Ferneau Roberta A. Ferneau Robin M. Ferneau			No
120 E	Hewlett Packard Company			No
122 AC	Jimmy Nassour			No
123 AC	3S & D Interests			No
124 AC	YMCA- Thom Parker (VP of Facilities)	American Bank of Commerce	Greater Austin First Tee	No



183 South ROW Parcel Owners

126 AC	YMCA- Thom Parker (VP of Facilities)			No
136 AC	Frederic Clarke Morse, III & Scott Motley Morse, Independent Executors of the Estate of Frederic Clarke Morse, Sr. JP Morgan Chase Bank, Trustee of the Frederic Clarke Morse, Jr. Family Trust			No
137 AC	First Pentecostal Church of Austin	The Frost National Bank		No
138 AC	Medanjo Partners LTD Daurice White			No
139 AC	Southwest Key Programs, Inc. Juan J. Sanchez, President	JP Morgan Chase Bank, NA		No
140 AC	Juan Puertas a/k/a Juan Azamy Puertas Mendoza a/k/a Juan A. Puertas-Mendoza	First National Bank of Bastrop		No
142 AC	City of Austin			No
144 AC	WCH Properties LTD Jay Hendrix	Chase Bank of Texas		No
145 AC	Skinner Transportation Steve Skinner, President American Bank, NA DSCH Capital Partners, LP d/b/a Far West Capital Hallmark Business Services, Inc.			No
146 AC	Apac Texas Inc.			No
150 AC	Tina D. Sapp			No
151 AC	Icon IPC TX Property Owner Pool 6 Austin, LLC IndCor Properties, Inc. (general partner)	Goldman Sachs Mortgage Company Bank of America NA Morgan Stanley Bank NA		No
152 AC	Wastewater Residuals Management LLC		Reagan National Advertising of Austin, Inc. Southwaste Services, Inc. Southwaste Disposal LLC	No



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 11

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*EXECUTIVE SESSION*

*Executive Session:*

Discuss acquisition of one or more parcels or interests in real property needed for the 183 South Project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.072 (Deliberation Regarding Real Property) and §551.071 (Consultation with Attorney).



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 12

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*EXECUTIVE SESSION*

*Executive Session:*

Discuss legal issues related to claims by or against the Mobility Authority; pending or contemplated litigation and any related settlement offers; or other matters as authorized by §551.071 (Consultation with Attorney).



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM # 13

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*EXECUTIVE SESSION*

*Executive Session:*

Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation with Attorney).



**CENTRAL TEXAS  
Regional Mobility Authority**

December 16, 2015  
AGENDA ITEM #14

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*EXECUTIVE SESSION*

*Executive Session:*

Discuss personnel matters as authorized by §551.074 (Personnel Matters), including evaluation of the performance of the Executive Director.



**CENTRAL TEXAS  
Regional Mobility Authority**

Meeting Date: December 16, 2015  
AGENDA ITEM # 15

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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 16<sup>th</sup> day of December, 2015.

Submitted and reviewed by:

Approved:

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Geoffrey Petrov, General Counsel

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Ray A. Wilkerson  
Chairman, Board of Directors