

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

**RESOLUTION NO. 13-039**

**ADOPTION OF FY 2014 BUDGET**

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 § 26.01, *et. seq.* (the “RMA Rules”); and

WHEREAS, prudent management and fiscal oversight are overriding objectives of the Mobility Authority Board of Directors; and

WHEREAS, it is necessary and desirable to develop and adopt a budget for Mobility Authority operations at the commencement of each fiscal year; and


WHEREAS, the Executive Director and staff have developed and recommend that the Board of Directors approve the budget for fiscal year 2013-2014 (“FY 2014”) attached as Exhibit 1.

NOW THEREFORE, BE IT RESOLVED that the Board of Directors approves the FY 2014 budget attached as Exhibit 1; and


BE IT FURTHER RESOLVED that this budget may be amended from time-to-time by approval of the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 26<sup>th</sup> day of June, 2013.

Submitted and reviewed by:

  
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Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

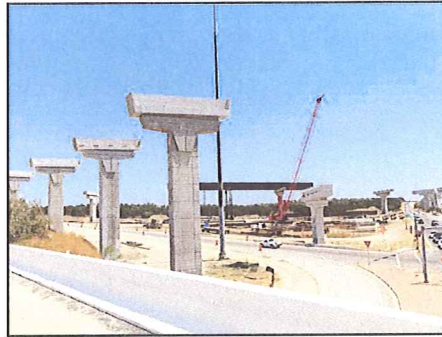
Approved:

  
\_\_\_\_\_  
Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number: 13-039  
Date Passed: 6/26/13

**EXHIBIT 1 TO RESOLUTION 13-039**

**PROPOSED FY 2014 BUDGET**

**[on the following 52 pages]**



MAY 22, 2013



CENTRAL TEXAS  
Regional Mobility Authority

**PROPOSED**  
**OPERATING BUDGET**  
**FY 2014**

The Central Texas Regional Mobility Authority is authorized by the Texas Legislature under Chapter 370 of the Transportation Code. Formed in 2002 as the State's first regional mobility authority, the Central Texas Regional Mobility Authority represents the Legislature's vision to give local communities greater flexibility to develop and implement innovative transportation programs. With the support and guidance of Travis and Williamson counties, the Mobility Authority has evolved into a vibrant, agile, highly effective organization. Celebrating its 10 year anniversary, the Authority opened the 183A extension in April 2012, 7 years ahead of original plans and the Manor Expressway Phase I opened for tolling in January of 2013. The Manor Expressway Phase II is under construction scheduled to open in 2014 and the MoPac Improvement Project will begin construction in the Fall of 2013.

**Board of Directors**

Ray A. Wilkerson, Chairman

James H. Mills, Vice-Chairman

Robert L. Bennett, Jr., Treasurer

Nikelle S. Mead, Secretary

David B. Armbrust

David Singleton

Charles Heimsath

**Executive Director**

Mike Heiligenstein

# Central Texas Regional Mobility Authority

## Core Ideology

The Mobility Authority's core ideology describes our consistent identity that transcends all changes related to our relevant environment. Our core ideology consists of two notions: core purpose (our reason for being) and core values (the essential and enduring principles that guide our organization).

### Core Purpose

*Be the provider of high quality regional mobility services in Central Texas.*

### Core Values

**Integrity:** Demonstrated by honest communication, transparent transactions, ethical decisions and forthright behavior.

**Accountability:** Demonstrated in fiscal responsibility, commitment to our customers and constituents and collaboration with local and regional partners.

**Credibility:** Demonstrated in an earned reputation for fairness, dependability and dedication to public service.

**Innovation:** Demonstrated in visionary leadership, entrepreneurial spirit and tolerance for honest mistakes.



# FY 2014 Proposed Operating Budget

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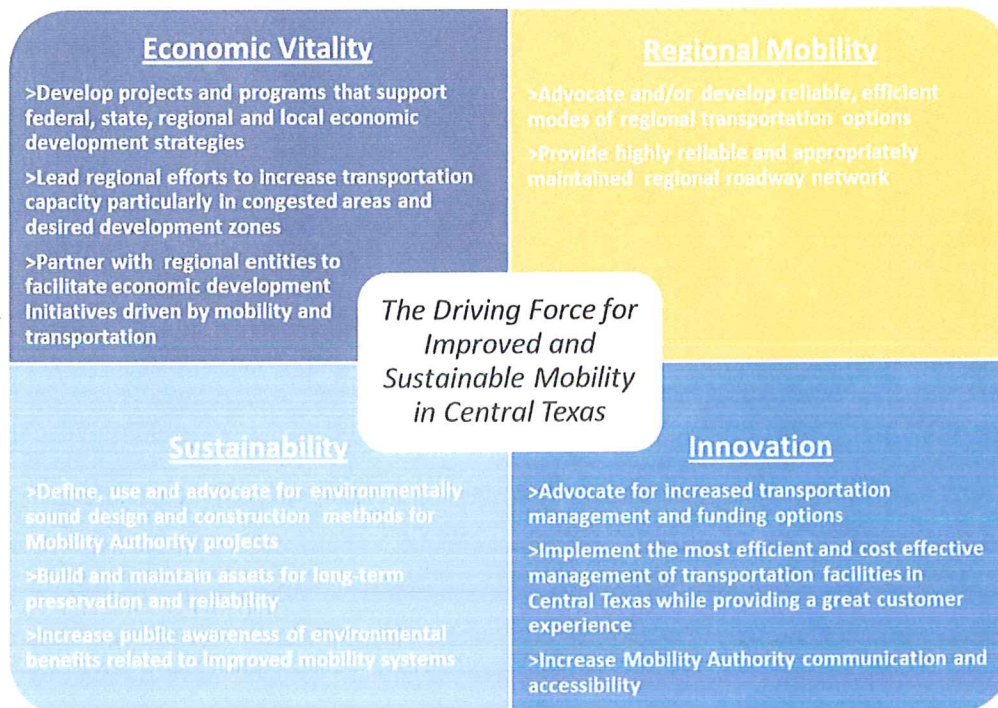
## FY 2014 Proposed Operating Budget Overview

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Presented are the Mobility Authority's proposed FY 2014 Operating and Capital Budgets. This document contains revenue estimates and departmental spending plans for the fiscal year beginning July 1, 2013 and ending June 30, 2014. The total proposed operating revenues are \$40,458,785. Total proposed operating expenses are \$46,317,887 inclusive of \$14,535,755 in non-cash items such as amortization, depreciation, bond issuance expense and accreted interest.

As discussed below, this budget is influenced by several factors including the Mobility Authority Strategic Plan, the opening of Phase I of the Manor Expressway in January of this year, the continued ramp up of the 183A extension which opened in April of 2012 and maintaining and improving current service levels.

### Strategic Plan



The Strategic Plan serves as a guiding document in the operations of the Mobility Authority and in the development of the proposed FY 2014 budget. The Plan summarized in the graphic states the Mobility Authority's vision for 2025 and establishes goals in context of four strategic initiative areas – Economic Vitality, Regional Mobility, Sustainability and Innovation. While all are interconnected, each initiative contains the

## FY 2014 Proposed Operating Budget Overview

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stated goals for that area. For this budget, located in the departmental narrative sections, each department has articulated a Strategic Plan connection between their FY 2013 accomplishments and their goals for the upcoming fiscal year.

### **Revenues**

Revenue estimates for FY 2014 are proposed at \$40.4 million which is an approximate 25.5% increase over FY 2013 budget. Toll revenue estimates were derived from the recently updated traffic and revenue (T&R) study completed for the 2013 revenue bond refunding transaction. This study reports projections on a calendar year basis, the Authority uses a combination of calendar year 2013 and calendar year 2014 of the study to develop the proposed revenue estimate. Based on current actual results, the Authority believes these projections are achievable. The revenue budget also includes \$1.2 million in grant funds for funding 80% of the expanded HERO program.

### **Expenses**

Expense estimates for FY 2014 are proposed at \$46.3 million which represents a 7.2% increase over the FY 2013 budget. The Authority reports on an accrual basis therefore, included in the expense estimates is \$14.5 million in non-cash expense items such as amortization, depreciation, bond issuance expense accruals and accreted interest expense. The expense budget is driven mainly by increased operating costs due to an anticipated rise in transactions associated with the 183A extension and full year impact of the opening of Manor Expressway Phase I. While interest expense on outstanding bonds comprises a large component of the expense budget (45%), the amount remained relatively steady to the FY 2013 budget.

The expense budget assumes a full year of operating costs for the 183A extension and Manor Expressway Phase I including increased costs for toll collection and video enforcement. While the Authority continues to reduce toll collection costs, the anticipated increase in transactions is driving the increased expense budget. The budget also assumes full year depreciation expenses for the 183A extension as well as Manor Expressway Phase I.

The proposed budget provides funding for a new position in the Toll Operations department for an Administrative Assistant to assist with processing the enhanced collection and court enforcement efforts. This program has already successfully reduced third party collection costs, increased revenue collection and revamped the pre-court process. In addition, a project funded position was created to address community relations for the Authority's construction projects. The Director of



## FY 2014 Proposed Operating Budget Overview

Community relations will focus full-time on the MoPac Improvement Project and will be 100% funded by the project through its entirety.

Additional highlights include continued funding for expanding the coverage area on IH 35 and 183A for the highly successful HERO program. As discussed above, 80% of the expenses will be covered by grant funding. The budget also includes funding for a performance based maintenance contract in partnership with TxDOT. The contract provides comprehensive maintenance coverage and replaced individual contracts for the various maintenance components required to maintain 183A and the Manor Expressway in excellent condition.

The Mobility Authority entered into a new 10 year office lease and moved to new offices at the end of April 2013. Faced with rent more than doubling at the previous location, the new space cost is less per square foot and provides for a larger office space including a community room for on-site public meetings. The budget provides for increased funding associated with the new lease.

The remaining expense line items were developed in line with current operating goals and objectives as established by the Board of Directors through the Strategic Plan and Executive Director.

### **Operating Capital Budget and Capital Projects Budgets**

The proposed operating capital budget includes items for replacing some of the Authority's computer servers and equipment that are past their useful life, costs for additional furniture at the new offices, a vehicle for general staff use and an upgrade for the Authority's financial software to maintain office efficiency.

The Capital Projects budget reflects current and future construction projects the Mobility Authority is developing. Each of these projects is in various stages of development and may have various sources of funding which are identified in the schedule included in this document.

### **Future Projections, Cash Flow and Debt Service Coverage**

Cash flow will be monitored closely as the Authority completes construction on the full build of the Manor Expressway and revenues continue to ramp up from the opening of the 183A extension and Manor Expressway Phase I. While the projected expenses in the proposed budget exceed estimated revenues, when non-cash expenses are removed the current projections result in a net cash inflow of \$7.2 million at the end of

## FY 2014 Proposed Operating Budget Overview

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FY 2014. As discussed below, this inflow will be used to build the Authority's operating reserves.

The cash flow projections are utilized to anticipate cash flow requirements as well as ensure the Authority remains in compliance with trust indentures, debt service coverage requirements and cash reserve policies. The FY 2014 proposed budget provides for debt service coverage levels well above the requirements of the trust indentures.

### **Unrestricted Cash Reserves**

The Authority has a Board policy of maintaining unrestricted cash reserves to cover twelve months of cash expenses. It further allows the Executive Director to lower the requirement to nine months should he deem it in the best interest of the Authority and will not adversely affect the financial stability of the organization. As discussed in the previous FY 2013 budget, with the increased expenditures associated with the opening of a new project that can occur within one year, when new projects come on line it may take the Authority a few years to build up the reserves to cover a full year of cash expenses. Due to the increased expenses associated with the full year impact of the opening of the 183A extension in FY 2013, the Executive Director notified the Board that the Authority would maintain the nine months requirement and work toward building the cash reserves to a full year. The Authority remained in compliance with the nine month cash reserve requirement in FY 2013.

For the proposed FY 2014 budget, with the anticipated net cash flow of \$7.2 million by the end of June 2014, the authority would have an estimated \$31.4 million in cash. The budgeted cash expenses for FY 2014 are \$31.7 million, therefore not quite meeting the full year reserve policy but meeting the objective of working toward building the reserve back to a full year. We will continue to address this issue during the budget discussions.

## Consolidated Summary of Revenues and Expenses

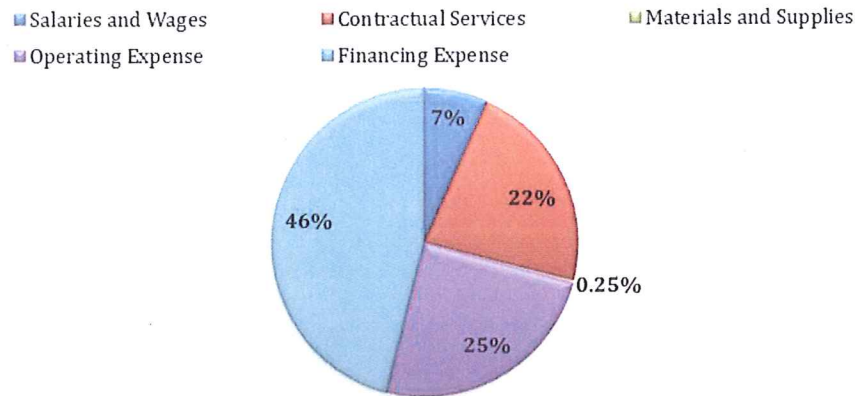
	FY 2012 Adopted Budget	FY 2013 Adopted Budget	FY 2014 Proposed Budget
<b>Revenues</b>			
<i>Operating Revenue:</i>			
Toll Revenue	\$ 22,463,200	25,675,782	32,412,071
Video Tolls	3,004,800	3,629,122	4,696,644
Fee Revenue	1,252,000	1,512,134	1,841,570
Total Operating Revenue	<u>\$ 26,720,000</u>	<u>\$ 30,817,038</u>	<u>\$ 38,950,285</u>
<i>Other Revenue:</i>			
Interest Income	180,000	180,000	180,000
Grant Revenue	800,000	1,236,000	1,236,000
Misc Revenue	2,200	2,500	92,500
Total Other Revenue	<u>\$ 982,200</u>	<u>\$ 1,418,500</u>	<u>\$ 1,508,500</u>
Total Revenue	<u>\$ 27,702,200</u>	<u>\$ 32,235,538</u>	<u>\$ 40,458,785</u>
<b>Expenses</b>			
<i>Administrative, Operating and Financing</i>			
Salaries and Wages	3,059,243	3,021,631	3,119,051
Contractual Services	7,744,841	9,001,451	10,321,831
Materials and Supplies	252,200	120,875	113,875
Operating Expense	7,817,645	10,346,035	11,470,375
Financing Expense	12,500,303	20,704,515	21,292,755
Total Expenses	<u>\$ 31,374,232</u>	<u>\$ 43,194,507</u>	<u>\$ 46,317,887</u>
<i>Less: Non Cash Expenses</i>			
Amortization Expense		(76,000)	(25,000)
Depreciation Expense		(9,591,400)	(10,645,000)
Bond Issuance Expense		(300,000)	(400,000)
Accreted Interest - CABS		(4,219,349)	(3,465,755)
Total Non Cash Expenses		<u>\$ (14,186,749)</u>	<u>\$ (14,535,755)</u>
<i>Plus: Cash Outlays</i>			
Operating Capital Budget			110,000
Debt Service - Principal Due			1,350,000
Net Cash Flow			<u>\$ 7,216,653</u>
Estimated Unrestricted Cash - July 1, 2013			24,200,000
Estimated Unrestricted Cash - June 30, 2014			<u>\$ 31,416,653</u>

## Consolidated Summary of Revenues and Expenses

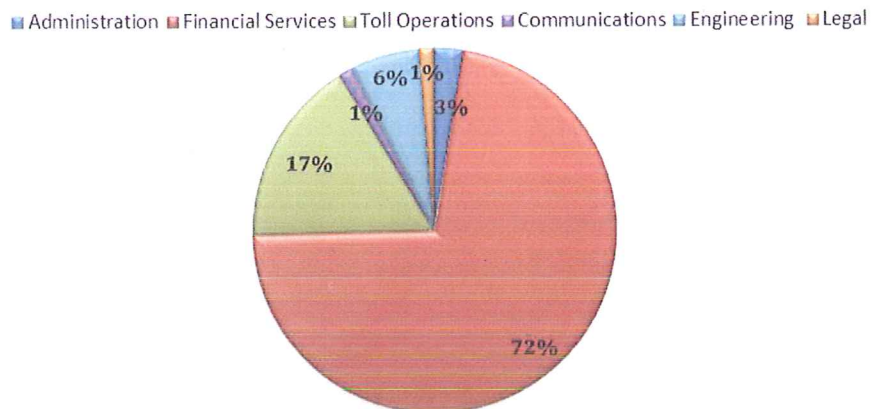
### Summary of Expenses:

	FY 2012 Adopted Budget	FY 2013 Adopted Budget	FY 2014 Proposed Budget	Increase (Decrease)
Salaries and Wages	\$ 3,059,243	\$ 3,021,631	\$ 3,119,051	3.22%
Contractual Services	7,744,841	9,001,451	10,321,831	14.67%
Materials and Supplies	252,200	120,875	113,875	-5.79%
Operating Expense	7,817,645	10,346,035	11,470,375	10.87%
Financing Expense	12,500,303	20,704,515	21,292,755	2.84%
<b>Total Expenses</b>	<b>\$ 31,374,232</b>	<b>\$ 43,194,507</b>	<b>\$ 46,317,887</b>	<b>7.23%</b>

FY 2014 - All Departments Expenses by Category



FY 2014 Expenses by Department



## Consolidated Summary of Revenues and Expenses

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### Non Cash Expenditures

**Total FY 2014 Proposed Expenditures** \$ 46,317,887

#### Non Cash Expenditures:

**Amortization Expense** (25,000)

Dep Exp- Furniture & Fixtures (14,000)

Dep Expense - Equipment (17,000)

Dep Expense - Autos & Trucks (7,000)

Dep Expense-Buildng & Toll Fac (100,000)

Dep Expense-Highways & Bridges (9,000,000)

Dep Expense-Communic Equip (175,000)

Dep Expense-Toll Equipment (986,000)

Dep Expense - Signs (175,000)

Dep Expense-Land Improvemts (160,000)

Depreciation Expense-Computers (11,000)

**Total Depreciation Expense** (10,645,000)

**Bond Issuance Expense Operating** (400,000)

**Accreted Interest CABS** (3,465,755)

**Total Non Cash Expenditures** \$ (14,535,755)

**Total Cash Expenditures** \$ 31,782,132

**Revenue and Expense by Line Item  
All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 4/30/2013	Percent of Budget	Proposed Budget FY 2014	Percent Change Prior Year
<b>Revenue</b>					
<b>Operating Revenue</b>					
Toll Revenue-TxTag-183A	23,891,717	17,769,873	74.38%	29,507,860	23.51%
Toll Revenue-TxTag-Manor	\$ 574,358	\$ 626,242	109.03%	\$ 1,188,228	106.88%
Toll Revenue-HCTRA-183A	741,110	810,523	109.37%	884,163	19.30%
Toll Revenue-HCTRA-Manor	14,957	89,146	596.01%	173,689	1061.26%
Toll Revenue-NTTA-183A	444,666	545,077	122.58%	580,498	30.55%
Toll Revenue-NTTA-Manor	8,974	22,997	256.27%	77,633	765.09%
Video Tolls 183A	3,599,122	4,011,756	111.46%	4,243,980	17.92%
Video Tolls Manor Expressway	30,000	113,032	376.77%	452,664	1408.88%
Fee revenue 183A	1,502,134	1,463,891	97.45%	1,661,750	10.63%
Fee revenue Manor Expressway	10,000	59,469	594.69%	179,820	1698.20%
<b>Total Operating Revenue</b>	<b>30,817,038</b>	<b>25,512,006</b>	<b>82.79%</b>	<b>38,950,285</b>	<b>26.39%</b>
<b>Other Revenue</b>					
Interest Income	180,000	198,646	110.36%	180,000	0.00%
Grant Revenue	1,236,000	65,190,354	5274%	1,236,000	0.00%
Reimbursed Expenditures	-	34,774	-	-	-
Misc Revenue	2,500	223,260	8930%	92,500	3600.00%
Unrealized Loss	-	42,708	-	-	-
<b>Total Other Revenue</b>	<b>1,418,500</b>	<b>65,689,741</b>	<b>4631%</b>	<b>1,508,500</b>	<b>6.34%</b>
<b>Total Revenue</b>	<b>\$ 32,235,538</b>	<b>\$ 91,201,747</b>	<b>283%</b>	<b>\$ 40,458,785</b>	<b>25.51%</b>
<b>Expenses</b>					
<b>Salaries and Wages</b>					
Salary Expense-Regular	\$ 2,115,939	\$ 1,542,270	72.89%	\$ 2,185,005	3.26%
Part Time Salary Expense	12,000	480	4.00%	12,000	0.00%
Overtime Salary Expense	3,000	-	0.00%	3,000	0.00%
TCDRS	307,536	209,531	68.13%	317,550	3.26%
FICA	96,433	62,591	64.91%	102,241	6.02%
FICA MED	30,899	22,379	72.43%	31,900	3.24%
Health Insurance Expense	186,370	155,317	83.34%	193,060	3.59%
Life Insurance Expense	5,684	3,571	62.82%	5,874	3.34%
Auto Allowance Expense	10,200	-	0.00%	10,200	0.00%
Other Benefits	185,610	69,862	37.64%	190,261	2.51%
Unemployment Taxes	12,960	(15)	0.00%	12,960	0.00%
Salary Reserve	50,000	-	0.00%	50,000	0.00%
<b>Total Salaries and Wages</b>	<b>3,021,631</b>	<b>2,067,187</b>	<b>68%</b>	<b>3,119,051</b>	<b>3.22%</b>
<b>Contractual Services</b>					
<b>Professional Services</b>					
Accounting	12,000	6,950	57.92%	12,000	0.00%
Auditing	65,000	44,990	69.22%	65,000	0.00%
General Engineering Consultant	1,250,000	123,715	9.90%	1,250,000	0.00%
GEC-Financial Planning Support	-	35,554	-	-	-
GEC-Toll Ops Support	-	1,748	-	-	-
GEC-Roadway Ops Support	-	154,460	-	-	-
GEC-Technology Support	-	26,231	-	-	-
GEC-Public Information Support	-	7,673	-	-	-
GEC-General Support	-	182,690	-	-	-
General System Consultant	175,000	6,439	3.68%	175,000	0.00%
Image Processing - 183A	780,000	865,536	110.97%	1,140,000	46.15%
NEW - Image Processing - Manor	-	-	-	120,000	-

**Revenue and Expense by Line Item  
All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 4/30/2013	Percent of Budget	Proposed Budget FY 2014	Percent Change Prior Year
Facility maintenance	41,954	12,620	30.08%	-	-100.00%
HERO	1,629,000	933,380	57.30%	1,629,000	0.00%
Human Resources	25,000	11,196	44.78%	50,000	100.00%
Legal	270,000	198,229	73.42%	250,000	-7.41%
Photography	15,000	-	0.00%	10,000	-33.33%
Traffic & Revenue Consultants	-	2,999	-	5,000	-
<b>Total Professional Services</b>	<b>4,262,954</b>	<b>2,666,714</b>	<b>63%</b>	<b>4,706,000</b>	<b>10.39%</b>
<b>Other Contractual Services</b>					
IT Services	65,000	31,615	48.64%	63,000	-3.08%
Graphic Design Services	10,000	11,070	110.70%	40,000	300.00%
Website Maintenance	35,000	2,929	8.37%	35,000	0.00%
Research Services	50,000	3,154	6.31%	50,000	0.00%
Copy Machine	10,000	5,331	53.31%	10,000	0.00%
Software Licenses	17,200	19,968	116.09%	17,200	0.00%
ETC Maintenance Contract	1,029,900	427,951	41.55%	1,291,625	25.41%
ETC Development	125,000	-	0.00%	125,000	0.00%
ETC Testing	30,000	-	0.00%	30,000	0.00%
Communications and Marketing	140,000	162,655	116.18%	140,000	0.00%
Advertising Expense	60,000	69,205	115.34%	60,000	0.00%
Direct Mail	5,000	757	15.15%	5,000	0.00%
Video Production	5,000	20,920	418.40%	20,000	300.00%
Radio	10,000	-	0.00%	10,000	0.00%
Other Public Relations	2,500	-	0.00%	2,500	0.00%
Law Enforcement	250,000	134,581	53.83%	250,000	0.00%
Special assignments	5,000	-	0.00%	5,000	0.00%
Traffic Management	-	42,823	-	-	-
Emergency Maintenance	10,000	-	0.00%	10,000	0.00%
Security Contracts	600	114	18.94%	3,660	510.00%
NEW - Generator Maintenance	-	-	-	20,000	-
NEW - Generator Fuel	-	-	-	9,000	-
NEW - Elevator Maintenance	-	-	-	2,640	-
NEW - Refuse	-	-	-	780	-
NEW - Pest control	-	-	-	1,536	-
NEW - Custodial	-	-	-	4,440	-
Roadway Maintenance Contract	640,000	98,118	15.33%	750,000	17.19%
Landscape Maintenance	280,000	103,950	37.13%	250,000	-10.71%
Signal & Illumination Maint	-	46,743	-	-	-
Mowing and litter control	-	40,806	-	-	-
Hazardous Material Cleanup	-	-	-	-	-
Striping	-	-	-	-	-
Graffiti removal	-	225	-	-	-
Cell Phones	9,700	7,483	77.14%	10,000	3.09%
Local Telephone Service	18,000	12,276	68.20%	25,000	38.89%
Internet	4,500	-	0.00%	6,000	33.33%
Fiber Optic System	63,000	32,465	51.53%	30,000	-52.38%
Other Communication Expenses	11,500	127	1.11%	1,000	-91.30%
Subscriptions	1,850	500	27.04%	1,850	0.00%
Memberships	33,959	27,679	81.51%	34,600	1.89%
Continuing Education	7,300	2,845	38.97%	7,300	0.00%
Professional Development	14,000	-	0.00%	14,000	0.00%
Seminars and Conferences	33,000	17,346	52.57%	32,000	-3.03%
Staff-Travel	76,000	55,953	73.62%	89,000	17.11%
Other Contractual Svcs	200	-	0.00%	200	0.00%
TxTag Collection Fees	1,434,788	1,096,865	76.45%	2,013,000	40.30%
NEW - Court Enforcement Costs	-	-	-	15,000	-
Contractual Contingencies	250,500	649	0.26%	130,500	-47.90%

**Revenue and Expense by Line Item  
All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 4/30/2013	Percent of Budget	Proposed Budget FY 2014	Percent Change Prior Year
Total Other Contractual Services	4,738,497	2,477,104	52.28%	5,615,831	18.52%
<b>Total Contractual Services</b>	<b>9,001,451</b>	<b>5,143,818</b>	<b>57.14%</b>	<b>10,321,831</b>	<b>14.67%</b>
<b>Materials and Supplies</b>					
Books & Publications	12,500	4,504	36.03%	6,500	-48.00%
Office Supplies	11,000	2,505	22.77%	10,000	-9.09%
Computer Supplies	12,500	6,023	48.18%	12,500	0.00%
Copy Supplies	2,200	742	33.71%	2,200	0.00%
Annual Report printing	7,000	5,534	79.06%	7,000	0.00%
Other Reports-Printing	10,000	3,408	34.08%	10,000	0.00%
Direct Mail Printing	5,000	-	0.00%	5,000	0.00%
Office Supplies-Printed	2,500	2,100	83.99%	2,500	0.00%
Maintenance Supplies-Roadway	9,175	-	0.00%	9,175	0.00%
Promotional Items	10,000	4,827	48.27%	10,000	0.00%
Displays	5,000	-	0.00%	5,000	0.00%
ETC spare parts expense	30,000	-	0.00%	30,000	0.00%
Tools & Equipment Expense	1,000	-	0.00%	1,000	0.00%
Misc Materials & Supplies	3,000	14	0.45%	3,000	0.00%
<b>Total Materials and Supplies</b>	<b>120,875</b>	<b>29,656</b>	<b>24.53%</b>	<b>113,875</b>	<b>-5.79%</b>
<b>Operating Expenses</b>					
Gasoline Expense	5,000	2,924	58.48%	5,500	10.00%
Mileage Reimbursement	5,950	4,520	75.96%	6,750	13.45%
Toll Tag Expense	3,120	1,716	54.99%	2,700	-13.46%
Parking	41,175	30,992	75.27%	3,175	-92.29%
Meeting Facilities	250	-	0.00%	250	0.00%
Community Meeting/Events	5,000	-	0.00%	5,000	0.00%
Meeting Expense	9,800	8,222	83.90%	17,300	76.53%
Public Notices	2,200	-	0.00%	2,000	-9.09%
Postage Expense	5,650	380	6.72%	5,650	0.00%
Overnight Delivery Services	1,600	264	16.49%	1,700	6.25%
Local Delivery Services	1,250	12	0.96%	1,150	-8.00%
Insurance Expense	90,000	54,389	60.43%	90,000	0.00%
Repair & Maintenance-General	500	926	185.27%	500	0.00%
Repair & Maintenance-Vehicles	500	203	40.54%	500	0.00%
Repair & Maintenance Toll Equip	5,000	400	8.01%	5,000	0.00%
Rent Expense	250,000	172,036	68.81%	400,000	60.00%
Water	7,500	5,293	70.57%	7,500	0.00%
Electricity	178,500	58,144	32.57%	180,000	0.84%
Other Licenses	640	729	113.91%	700	9.38%
Community Initiative Grants	65,000	30,000	46.15%	65,000	0.00%
<b>Non Cash Operating Expenses</b>					
Amortization Expense	76,000	264,757	348.36%	25,000	-67.11%
Dep Exp- Furniture & Fixtures	9,000	11,458	127.31%	14,000	55.56%
Dep Expense - Equipment	26,400	14,335	54.30%	17,000	-35.61%
Dep Expense - Autos & Trucks	7,000	5,749	82.12%	7,000	0.00%
Dep Expense-Buildng & Toll Fac	177,000	139,055	78.56%	100,000	-43.50%
Dep Expense-Highways & Bridges	8,000,000	5,475,681	68.45%	9,000,000	12.50%
Dep Expense-Communic Equip	195,000	150,639	77.25%	175,000	-10.26%
Dep Expense-Toll Equipment	965,000	799,384	82.84%	986,000	2.18%
Dep Expense - Signs	135,000	122,510	90.75%	175,000	29.63%
Dep Expense-Land Improvemts	67,000	119,942	179.02%	160,000	138.81%
Depreciation Expense-Computers	10,000	9,219	92.19%	11,000	10.00%



**Revenue and Expense by Line Item  
All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 4/30/2013	Percent of Budget	Proposed Budget FY 2014	Percent Change Prior Year
Total Operating Expenses	<b>10,346,035</b>	<b>7,483,878</b>	72.34%	<b>11,470,375</b>	10.87%
<b>Financing Expenses</b>					
Arbitrage Rebate Calculation	6,000	5,605	93.42%	6,000	0.00%
Loan Fee Expense	12,500	-	0.00%	5,000	-60.00%
Rating Agency Expense	35,000	40,300	115.14%	50,000	42.86%
Trustee Fees	6,000	6,500	108.33%	8,000	33.33%
Bank Fee Expense	8,000	4,815	60.19%	8,000	0.00%
Continuing Disclosure	4,000	-	0.00%	4,000	0.00%
Interest Expense	20,318,015	18,265,439	89.90%	20,796,755	2.36%
Contingency	15,000	-	0.00%	15,000	0.00%
<u>Non Cash Financing Expenses</u>					
Bond issuance expense	300,000	384,969	128.32%	400,000	33.33%
Total Financing Expenses	<b>20,704,515</b>	<b>18,707,627</b>	90.36%	<b>21,292,755</b>	2.84%
<b>Total Expenses</b>	<b>\$ 43,194,507</b>	<b>\$ 33,432,166</b>	77.40%	<b>\$ 46,317,887</b>	7.23%
Net Income	\$ (10,958,969)	\$ 57,769,581		\$ (5,859,102)	

## Administration

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The primary role of the Administration Department is oversight and daily management of the Mobility Authority's projects and activities. In addition to the Executive Director, this department includes the Deputy Executive Director, Executive Assistant and Receptionist. For FY 2014, the budget will reflect the newly filled Public Outreach Manager position previously budgeted in this division.

Under the direction of the Executive Director, this department is responsible for advancing the Mobility Authority's strategic mission and objectives. Serving as a direct liaison with governmental agencies and entities addressing transportation issues throughout the Central Texas region, the Executive Director serves as the primary communicator and provides information and available resources to assist in the development and implementation of the region's mobility plans and projects.

The Administration Department also provides community outreach and development and front-line customer service to the general public and all customers and elected officials who contact the Mobility Authority.

### ***Major Business Functions:***

Board of Directors: Provide administrative support for the Mobility Authority's Board of Directors.

Office of the Executive Director: Oversight and daily management of the Mobility Authority's projects and activities.

Public Outreach: Provide public outreach direction on all Mobility Authority projects under development and maintain working relationships with all transportation entities, neighborhoods, community organizations and the general public.

## Administration

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### ***FY 2013 Highlights and Accomplishments:***

- Successfully opened the first phase of the Manor Expressway in December 2012. *Strategic Initiatives: Regional Mobility, Economic Vitality*
- Very successful refunding of 183A outstanding debt in spring of 2013. *Strategic Initiatives: Economic Vitality, Innovation*
- Maintained a high level of involvement and strong, positive public opinion of the Mobility Authority's projects and efforts. *Strategic Initiatives: Regional Mobility, Innovation*

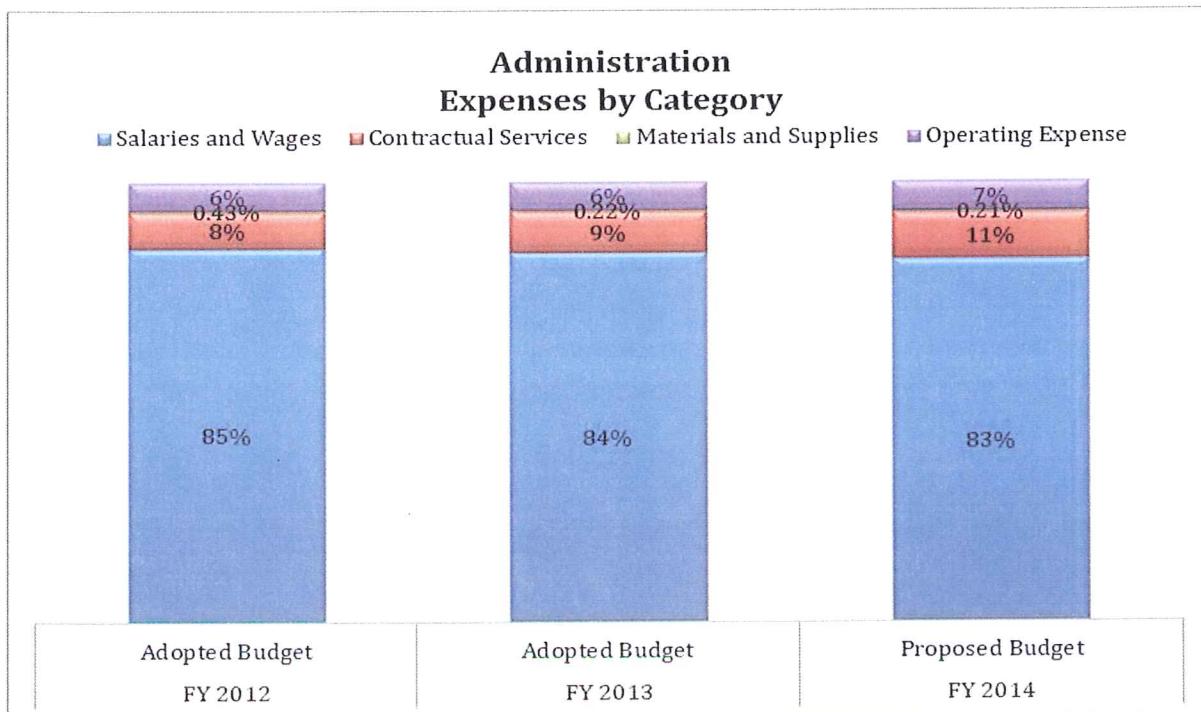
### ***FY 2014 Overview and Goals:***

- Successful opening of the entire Manor Expressway in 2014. *Strategic Initiative: Regional Mobility*
- Commence construction of the MoPac Improvement Project in late 2013. *Strategic Initiative: Regional Mobility*
- Remain a resource on regional mobility issues and a steadfast advocate for short- and long-term transportation solutions. *Strategic Initiatives: Regional Mobility, Innovation*

## Administration

### Summary of Expenses:

	FY 2012 Budget	FY 2013 Budget	FY 2014 Proposed Budget	Increase (Decrease)
Salaries and Wages	\$ 980,055	\$ 966,151	\$ 977,764	1.20%
Contractual Services	94,500	109,000	124,600	14.31%
Materials and Supplies	5,000	2,500	2,500	0.00%
Operating Expense	72,400	72,500	80,000	10.34%
Financing Expense	0	0	0	
<b>Total Expenses</b>	<b>1,151,955</b>	<b>1,150,151</b>	<b>1,184,864</b>	<b>3.02%</b>



### Authorized Personnel:

	Positions		
	FY 2012 Adopted	FY 2013 Adopted	FY 2014 Proposed
Executive Director	1	1	1
Deputy Director	1	1	1
Assistant to Executive Director	1	1	1
Receptionist	1	1	1
Community Relations Director**	0	0	1
Community Development Specialist	1	0	0
Public Outreach Manager	0	1	1
Intern*	1	1	1
<b>Total Positions - Administration</b>	<b>6</b>	<b>6</b>	<b>7</b>

\*Not currently Filled

\*\*For FY 2014 and FY 2015 this position is funded through the MoPac Improvement Project

**FY 2014 Proposed Operating Budget  
Administrative Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
<b>Expenses</b>				
<b>Salaries and Wages</b>				
Salary Expense-Regular	578,100	502,482	626,451	635,555
Part Time Salary Expense	12,000	480	12,000	12,000
Overtime Salary Expense	3,000	-	3,000	3,000
Contractual Employees Expense	-	1,202	-	-
TCDRS	97,871	63,152	91,560	92,880
FICA	31,395	15,574	26,063	26,720
FICA MED	9,932	7,370	9,301	9,433
Health Insurance Expense	65,524	36,530	45,964	45,964
Life Insurance Expense	1,534	3,468	1,664	1,689
Auto Allowance Expense	9,000	-	10,200	10,200
Other Benefits	76,228	21,734	86,348	86,723
Unemployment Taxes	3,600	-	3,600	3,600
Salary Reserve	91,871	-	50,000	50,000
<b>Total Salaries and Wages</b>	<b>980,055</b>	<b>651,992</b>	<b>966,151</b>	<b>977,764</b>
<b>Contractual Services</b>				
Professional Services				
Human Resources	-	8,250	-	-
<b>Total Professional Services</b>	<b>-</b>	<b>8,250</b>	<b>-</b>	<b>-</b>
Other Contractual Services				
Cell Phones	3,500	-	3,000	3,600
Subscriptions	1,000	-	1,000	1,000
Memberships	25,000	500	27,500	27,500
Professional Development	5,000	32,827	7,500	7,500
Seminars and Conferences	15,000	-	15,000	15,000
Staff-Travel	45,000	-	45,000	60,000
Other Contractual Svcs	-	-	-	-
Contractual Contingencies	-	-	10,000	10,000
<b>Total Other Contractual Services</b>	<b>94,500</b>	<b>65,975</b>	<b>109,000</b>	<b>124,600</b>
<b>Total Contractual Services</b>	<b>94,500</b>	<b>74,225</b>	<b>109,000</b>	<b>124,600</b>
<b>Materials and Supplies</b>				
Books & Publications	1,000	-	500	500
Computer Supplies	1,000	-	500	500
Office Supplies-Printed	1,000	118	500	500
Tools & Equipment Expense	1,000	-	500	500

**FY 2014 Proposed Operating Budget  
Administrative Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
Misc Materials & Supplies	1,000	-	500	500
<b>Total Materials and Supplies</b>	<b>5,000</b>	<b>118</b>	<b>2,500</b>	<b>2,500</b>
<i><b>Operating Expenses</b></i>				
Mileage Reimbursement	2,000	887	1,500	1,500
Toll Tag Expense	500	7	250	250
Parking	1,000	53	1,000	1,000
Meeting Facilities	250	-	250	250
Meeting Expense	500	7,074	2,500	10,000
Postage Expense	750	273	500	500
Overnight Delivery Services	500	92	500	500
Local Delivery Services	1,200	12	500	500
Repair & Maintenance-General	500	523	500	500
Electricity	-	-	-	-
Other Licenses	-	97	-	-
Community Initiative Grants	65,000	30,000	65,000	65,000
<b>Total Operating Expenses</b>	<b>72,400</b>	<b>39,017</b>	<b>72,500</b>	<b>80,000</b>
<b>Total Expenses</b>	<b>\$ 1,151,955</b>	<b>\$ 765,352</b>	<b>\$ 1,150,151</b>	<b>\$ 1,184,864</b>

## Financial Services

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The primary role of the Financial Services Department is to provide financial leadership and oversight of the Mobility Authority. Under the direction of the Chief Financial Officer (CFO), the department is responsible for recommending and communicating strategic financial planning to the Executive Director and Board of Directors. The financial services department provides all accounting, financial, budgeting and debt management activities for the Authority.

### ***Major Business Functions:***

Financing: Provide direction and leadership on all Mobility Authority project financing.

Budget: Develop, propose and manage the Authority's annual budget.

Accounting: Responsible for maintaining all accounting records including processing payroll, accounts payable, reconciling records and monthly and annual financial reporting. Provide all operating and capital project accounting. Assist external auditors with annual financial audit.

Treasury: Responsible for cash management and investment of all Authority funds. Work closely with Trustee to manage cash flow and invest funds in accordance with the Texas Public Funds Investment Act and the Authority's Investment Policy. Maintain close working relationship with bank providers.

Human Resources: Provide human resources support for Mobility Authority staff.

### ***FY 2013 Highlights and Accomplishments:***

- Successfully refinanced a portion of the Mobility Authority's higher interest outstanding debt to provide for significant interest costs savings, improved debt service coverage as well as providing greater flexibility for future financial management of the Authority. The Authority received a bond rating upgrade from Moody's Investor Service. *Strategic Initiatives: Economic Vitality, Innovation*
- Secured short-term financing for future projects. *Strategic Initiatives: Economic Vitality, Regional Mobility*

## Financial Services

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### ***FY 2013 Highlights and Accomplishments (continued):***

- Continued refinement of the employee performance management system to provide a mechanism to more closely tie employee performance to organizational success. *Strategic Initiative: Innovation*
- Enhanced financial reporting and disclosure by developing a monthly cash flow statement. *Strategic Initiative: Innovation*

### ***FY 2014 Overview and Goals:***

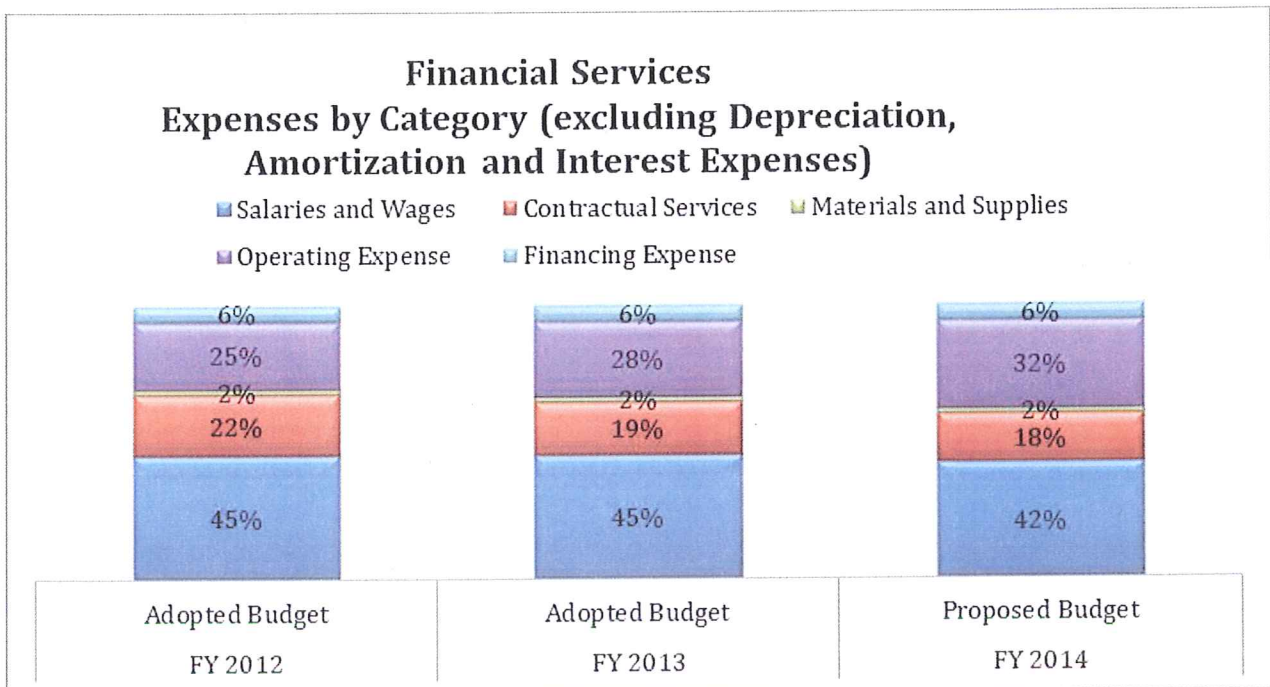
- Continue development of new funding mechanisms for the Authority's projects including the 183S (Bergstrom Expressway) project. *Strategic Initiative: Innovation*
- Enhance the investor relations section of the Authority's web site to provide more financial transparency and accountability. *Strategic Initiative: Innovation*
- Upgrade the Authority's financial accounting systems to take advantage of newer technology and improve financial reporting for operations and capital projects. *Strategic Initiative: Innovation*



## Financial Services

### Summary of Expenses:

	FY 2012 Budget	FY 2013 Budget	FY 2014 Proposed Budget	Increase (Decrease)
Salaries and Wages	\$ 588,431	\$ 629,713	\$ 647,268	2.79%
Contractual Services	290,850	270,250	273,550	1.22%
Materials and Supplies	26,200	26,200	26,200	0.00%
Operating Expense	7,620,600	10,054,040	11,170,300	11.10%
Financing Expense	12,500,303	20,704,515	21,292,755	2.84%
<b>Total Expenses</b>	<b>21,026,384</b>	<b>31,684,718</b>	<b>33,410,073</b>	<b>5.45%</b>



### Authorized Personnel:

	Positions		
	FY 2012 Adopted	FY 2013 Adopted	FY 2014 Proposed
CFO	1	1	1
Controller	1	1	1
Fiscal Analyst	1	1	1
<b>Total Positions - Financial Services</b>	<b>3</b>	<b>3</b>	<b>3</b>

**FY 2014 Proposed Operating Budget  
Financial Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
<b>Expenses</b>				
<b>Salaries and Wages</b>				
Salary Expense-Regular	440,000	331,619	471,196	485,055
TCDRS	63,800	46,606	68,323	70,333
FICA	18,569	12,815	19,438	20,054
FICA MED	6,380	4,808	6,832	7,033
Health Insurance Expense	27,153	25,573	29,305	29,305
Life Insurance Expense	1,188	(81)	1,272	1,310
Other Benefits	29,181	8,044	31,187	32,018
Unemployment Taxes	2,160	(10)	2,160	2,160
<b>Total Salaries and Wages</b>	<b>588,431</b>	<b>429,373</b>	<b>629,713</b>	<b>647,268</b>
<b>Contractual Services</b>				
<b>Professional Services</b>				
Accounting	9,500	1,375	12,000	12,000
Auditing	55,000	44,990	65,000	65,000
Human Resources	80,000	2,946	25,000	50,000
Traffic & Revenue Consultants	-	2,999	-	5,000
<b>Total Professional Services</b>	<b>144,500</b>	<b>52,310</b>	<b>102,000</b>	<b>132,000</b>
<b>Other Contractual Services</b>				
IT Services	45,000	33,024	65,000	55,000
Copy Machine	9,000	5,331	10,000	10,000
Software Licenses	26,000	19,968	17,000	17,000
Security Contracts	600	-	600	600
Cell Phones	1,200	9,779	1,200	1,500
Local Telephone Service	6,000	-	8,000	10,000
Internet	4,500	127	3,000	1,000
Other Communication Expenses	1,500	345	1,500	1,000
Subscriptions	350	2,395	350	350
Memberships	600	-	600	600
Continuing Education	-	3,095	5,000	5,000
Professional Development	-	7,944	5,000	5,000
Seminars and Conferences	3,500	-	3,500	4,500
Staff-Travel	7,500	-	7,500	10,000
Contractual Contingencies	40,000	649	40,000	20,000
<b>Total Other Contractual Services</b>	<b>146,350</b>	<b>84,388</b>	<b>168,250</b>	<b>141,550</b>
<b>Total Contractual Services</b>	<b>290,850</b>	<b>136,698</b>	<b>270,250</b>	<b>273,550</b>
<b>Materials and Supplies</b>				
Office Supplies	10,000	2,462	10,000	10,000
Computer Supplies	12,000	6,023	12,000	12,000
Copy Supplies	2,200	742	2,200	2,200

**FY 2014 Proposed Operating Budget  
Financial Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
Office Supplies-Printed	2,000	423	2,000	2,000
<b>Total Materials and Supplies</b>	<b>26,200</b>	<b>9,649</b>	<b>26,200</b>	<b>26,200</b>
<b><i>Operating Expenses</i></b>				
Mileage Reimbursement	500	74	500	500
Toll Tag Expense	50	-	50	50
Parking	37,500	30,863	40,000	2,000
Meeting Expense	1,500	575	1,500	1,500
Overnight Delivery Services	1,000	153	1,000	1,000
Local Delivery Services	50	-	50	50
Insurance Expense	90,000	54,389	90,000	90,000
Rent Expense	190,000	172,036	250,000	400,000
Electricity	3,500	4,112	3,500	5,000
Other Licenses	-	163	40	200
<b><i>Non Cash Operating Expenses</i></b>				
Amortization Expense	1,230,000	264,757	76,000	25,000
Dep Exp- Furniture & Fixtures	16,500	11,458	9,000	14,000
Dep Expense - Equipment	14,500	14,335	26,400	17,000
Dep Expense - Autos & Trucks	5,000	5,749	7,000	7,000
Dep Expense-Buildng & Toll Fac	177,000	139,055	177,000	100,000
Dep Expense-Highways & Bridges	5,000,000	5,475,681	8,000,000	9,000,000
Dep Expense-Communic Equip	195,000	150,639	195,000	175,000
Dep Expense-Toll Equipment	465,000	799,384	965,000	986,000
Dep Expense - Signs	135,000	122,510	135,000	175,000
Dep Expense-Land Improvemts	52,000	119,942	67,000	160,000
Depreciation Expense-Computers	6,500	9,219	10,000	11,000
<b>Total Operating Expenses</b>	<b>7,620,600</b>	<b>7,375,094</b>	<b>10,054,040</b>	<b>11,170,300</b>

**FY 2014 Proposed Operating Budget  
Financial Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
<b><i>Financing Expenses</i></b>				
Arbitrage Rebate Calculation	2,500	5,605	6,000	6,000
Loan Fee Expense	12,500	-	12,500	5,000
Rating Agency Expense	33,000	40,300	35,000	50,000
Trustee Fees	2,000	6,500	6,000	8,000
Bank Fee Expense	7,500	-	8,000	8,000
Continuing Disclosure	4,000	4,815	4,000	4,000
Interest Expense	12,038,096	18,265,439	20,318,015	20,796,755
Contingency	15,000	-	15,000	15,000
 <i>Non Cash Financing Expenses</i>				
Bond issuance expense	385,707	384,969	300,000	400,000
<b>Total Financing Expenses</b>	<b>12,500,303</b>	<b>18,707,627</b>	<b>20,704,515</b>	<b>21,292,755</b>
 <b>Total Expenses</b>	 <b>\$ 21,026,384</b>	 <b>\$ 26,658,442</b>	 <b>\$ 31,684,718</b>	 <b>\$ 33,410,073</b>

## Toll Operations

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The Operations Department is responsible for all aspects of toll collection operations and toll systems maintenance. The department is responsible for toll systems integrity and the operations of the agency's video toll and violation enforcement processes to ensure the equitable and efficient collection of the toll revenues.

### ***Major Business Functions:***

Toll Collection Systems Management: Manage new toll collection systems installations, oversee daily operation of the electronic toll collection systems operations. Monitor system performance and transaction reconciliation. Oversee system maintenance to ensure accuracy and dependability.

Toll Facility Maintenance: responsible for campus and building maintenance for the Mobility Authority Field Office Building.

Traffic Management: Manage the third party Agreements that provide law enforcement services, courtesy patrol, traffic management and incident response for Mobility Authority facilities.

Customer Service and Violation Enforcement: Manage the contract that provides Pay-by-Mail processing, customer support and violation processing.

### ***FY 2013 Highlights and Accomplishments:***

Fiscal year 2013 saw the installation and integration of four new tolling points with the successful completion of the 290E Phase I toll road. Other notable accomplishments in this fiscal year included:

- Expansion of the HERO program for an additional 22 miles of coverage on I-35 and 12 miles of US 183. *Strategic Initiatives: Regional Mobility, Economic Vitality, Innovation*
- Reduction to image review costs from an average of \$.13 per transaction to \$.095 per transaction. *Strategic Initiatives: Economic Vitality, Innovation*
- Reduced third party collection costs and increased revenue collection through the revamping of the pre-court process and implementation of innovative targeted collection campaigns. *Strategic Initiatives: Economic Vitality, Innovation*
- Complete final testing of 183A to reconcile transactions from the lane to the back office to ensure accurate posting and reconciliation. *Strategic Initiatives: Economic Vitality, Sustainability*

## Toll Operations

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### ***FY 2013 Highlights and Accomplishments (continued):***

- Implemented improvements to reporting capabilities resulting in better operational oversight. *Strategic Initiatives: Economic Vitality, Sustainability*
- Initiated improvements to the interactive voice recognition system and the Pay by Mail website resulting in enhanced customer communications. *Strategic Initiatives: Economic Vitality, Innovation*

### ***FY 2014 Overview and Goals:***

The Operations department's primary goals for fiscal year 2014 include the successful installation and integration of the remainder of 290-E toll system and to continue efforts to decrease costs through continued improvements to revenue collection techniques.

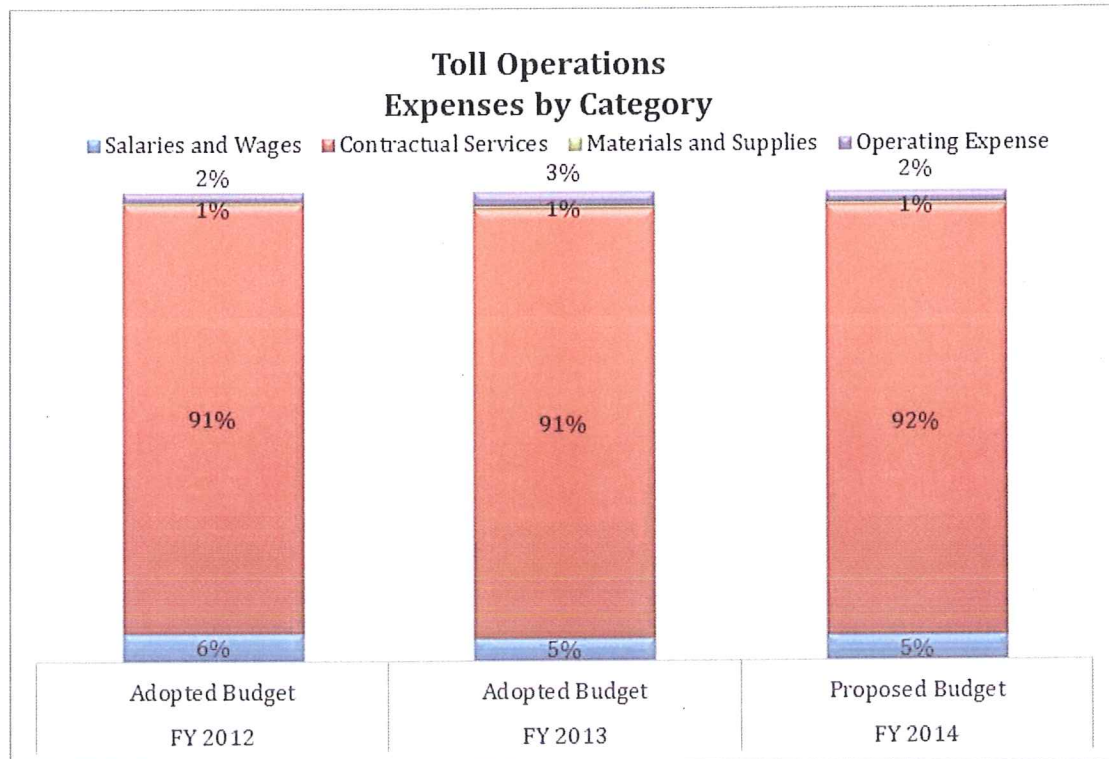
To that end, the team has developed plans to:

- Complete the toll operations and traffic management center to coincide with the completion of 290E *Strategic Initiatives: Regional Mobility, Economic Vitality, Innovation, sustainability*
- Complete work on the development of the dynamic toll system for the MoPac improvement project. *Strategic Initiatives: Regional Mobility, Innovation*
- Increase revenue collection efforts through a heightened focus on Business and commercial accounts. *Strategic Initiatives: Economic Vitality, Sustainability*
- Continue efforts towards regional and national toll interoperability. *Strategic Initiatives: Regional Mobility, Economic Vitality, Innovation*
- Continue partnerships with other Texas Regional Mobility Authorities. *Strategic Initiatives: Regional Mobility, Sustainability*
- Complete planning and begin implementation of the two Value Pricing Pilot Programs for 183A: Variable pricing and Real-time Rideshare. *Strategic Initiatives: Regional Mobility, Innovation*

## Toll Operations

### Summary of Expenses:

	FY 2012 Budget	FY 2013 Budget	FY 2014 Proposed Budget	Increase (Decrease)
Salaries and Wages	\$ 308,443	\$ 307,863	\$ 405,471	31.71%
Contractual Services	4,633,991	5,743,201	7,053,781	22.82%
Materials and Supplies	31,000	41,175	41,175	0.00%
Operating Expense	95,725	189,075	189,575	0.26%
Financing Expense	0	0	0	
<b>Total Expenses</b>	<b>5,069,159</b>	<b>6,281,314</b>	<b>7,690,002</b>	<b>22.43%</b>



### Authorized Personnel:

	Positions		
	FY 2012 Adopted	FY 2013 Adopted	FY 2014 Proposed
Operations Director	1	1	1
Customer Service and Toll Operations Manager	1	1	1
Administrative Assistant	0	0	1
<b>Total Positions - Toll Operations</b>	<b>2</b>	<b>2</b>	<b>3</b>

**FY 2014 Proposed Operating Budget  
Toll Operations**

Account Name	Budget Prior Year FY 2012	Actual Year to Date 4/30/13	Budget Amount FY 2013	Budget Request FY 2014
<b>Expenses</b>				
<b>Salaries and Wages</b>				
Salary Expense-Regular	221,000	186,696	233,320	283,232
TCDRS	32,045	26,296	33,831	41,069
FICA	10,602	7,773	10,870	13,881
FICA MED	3,205	2,679	3,383	4,107
Health Insurance Expense	24,796	12,678	8,892	40,680
Life Insurance Expense	597	211	630	765
Other Benefits	14,758	11,143	15,497	19,577
Unemployment Taxes	1,440	(78)	1,440	2,160
<b>Total Salaries and Wages</b>	<b>308,443</b>	<b>247,397</b>	<b>307,863</b>	<b>405,471</b>
<b>Contractual Services</b>				
<b>Professional Services</b>				
General Engineering Consultant	50,000	-	50,000	50,000
General System Consultant	175,000	6,439	175,000	175,000
Image Processing 183A	600,000	865,536	780,000	1,140,000
NEW - Image Processing Manor				120,000
Facility maintenance	20,000	12,620	41,954	-
HERO	820,000	933,380	1,629,000	1,629,000
Human Resources	-	-	-	-
Legal	-	648	-	-
<b>Total Professional Services</b>	<b>1,665,000</b>	<b>1,818,624</b>	<b>2,675,954</b>	<b>3,114,000</b>
<b>Other Contractual Services</b>				
ETC Maintenance Contract	840,000	427,951	1,029,900	1,291,625
ETC Development	125,000	-	125,000	125,000
ETC Testing	30,000	-	30,000	30,000
Law Enforcement	250,000	134,581	250,000	250,000
Special assignments	5,000	-	5,000	5,000
Traffic Management	84,000	42,823	-	-
Fire & Burglar Alarm	-	114	-	3,060
NEW - Generator Maintenance				20,000
NEW - Generator Fuel				9,000
NEW - Elevator Maintenance				2,640
NEW - Refuse				780
NEW - Pest control				1,536
NEW - Custodial				4,440
Cell Phones	1,200	988	1,200	1,200
Local Telephone Service	10,000	2,498	10,000	15,000
Internet	1,500	-	1,500	5,000
Fiber Optic System	63,000	32,465	63,000	30,000
Memberships	1,000	2,500	2,859	3,500



**FY 2014 Proposed Operating Budget  
Toll Operations**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
Continuing Education	-	-	1,500	1,500
Professional Development	-	-	1,500	1,500
Seminars and Conferences	3,500	800	4,000	4,000
Staff-Travel	7,000	3,955	7,000	7,000
Other Contractual Svcs	100,000	-	-	-
TxTag Collection Fees	1,347,791	1,096,865	1,434,788	2,013,000
NEW - Court Enforcement Costs				15,000
Contractual Contingencies	100,000	-	100,000	100,000
<b>Total Other Contractual Services</b>	<b>2,968,991</b>	<b>1,745,539</b>	<b>3,067,247</b>	<b>3,939,781</b>
<b>Total Contractual Services</b>	<b>4,633,991</b>	<b>3,564,163</b>	<b>5,743,201</b>	<b>7,053,781</b>
<b>Materials and Supplies</b>				
Maintenance Supplies-Roadway	-	-	9,175	9,175
ETC spare parts expense	30,000	-	30,000	30,000
Misc Materials & Supplies	1,000	-	2,000	2,000
<b>Total Materials and Supplies</b>	<b>31,000</b>	<b>-</b>	<b>41,175</b>	<b>41,175</b>
<b>Operating Expenses</b>				
Mileage Reimbursement	2,000	451	1,000	1,500
Toll Expense	1,000	15	300	300
Parking	25	-	25	25
Meeting Expense	-	76	200	200
Postage Expense	-	-	50	50
Repair & Maintenance-General	-	403	-	-
Repair & Maintenance Toll Equip	5,000	400	5,000	5,000
Water	7,500	5,293	7,500	7,500
Electricity	80,000	54,032	175,000	175,000
<b>Total Operating Expenses</b>	<b>95,725</b>	<b>60,671</b>	<b>189,075</b>	<b>189,575</b>
<b>Total Expenses</b>	<b>\$ 5,069,159</b>	<b>\$ 3,872,231</b>	<b>\$ 6,281,314</b>	<b>\$ 7,690,002</b>

## Communications

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The primary role of the Communications and Marketing Department is the development and facilitation of programs that advance the mission of the agency through strategic interaction with customers and the media. These efforts are generally classified into four general areas of specialization that include communications, marketing, media relations, and customer service.

### ***Major Business Functions:***

Communications: This business function involves the development of communication tools such as publications, collateral material, videos, websites, displays, presentations and social media to inform customers and stakeholders about the work of the Mobility Authority. The communication function also handles customer and stakeholder inquiries and assists with dispute resolution related to agency operations. Another major communication function is the coordination and promotion of events such as groundbreakings, ribbon cuttings, and stakeholder presentations.

Marketing: Activities in the marketing area revolve primarily around the strategic promotion of the Mobility Authority, TxTag and Pay by Mail in the form of paid advertising. This can include direct mail, television, radio, print ads and sponsorships.

Media Relations: Work in the media relations area involves developing media outreach strategies, writing and distributing media alerts and news releases, building relationships with members of the media, soliciting coverage from the media, responding to media inquiries, coordinating interviews, managing the flow of information, monitoring media coverage and documenting results.

Customer Service: The Communication Department is the main point of contact for customers and members of the public seeking information or assistance. The Communication Department responds to phone calls and email inquiries from the public and assists the agency with the development of responses to written correspondence.

### ***FY 2013 Highlights and Accomplishments:***

- Maintained strong community relations on the Manor Expressway project, hosting a number of neighborhood events and successfully opening Phase 1 of the project. *Strategic Initiatives: Economic Vitality, Regional Mobility, Innovation*
- Successfully completed the MoPac Environmental Study and began implementation of the public outreach program for construction using Bleiker strategy. *Strategic Initiative: Economic Vitality, Regional Mobility, Innovation*

## Communications

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### ***FY 2013 Highlights and Accomplishments (continued):***

- Implemented the public outreach program for the Bergstrom Expressway. Established a logo and web site, held numerous open houses and small group meetings, and began developing context sensitive design for corridor. *Strategic Initiatives: Economic Vitality, Regional Mobility, Innovation*
- Implemented public outreach program for the Oak Hill Parkway project utilizing Bleiker strategy. Held community contest to develop project brand, created project web site, held first open house, conducted small working group meeting to address community issues with project and generated positive press and positive community feedback regarding the process. *Strategic Initiatives: Economic Vitality, Regional Mobility, Innovation, sustainability*
- Continued support for various mobility related events including project graduation and Liberty Hill's Rip Roar'in Ride. *Strategic Initiatives: Regional Mobility*
- Extended partnerships with the Texas Stars and the Round Rock Express to promote toll traffic while supporting these two regional attractions. *Strategic Initiatives: Economic Vitality*
- Produced agency video highlighting projects and accomplishments. *Strategic Initiative: Economic Vitality, Regional Mobility, Innovation, sustainability*

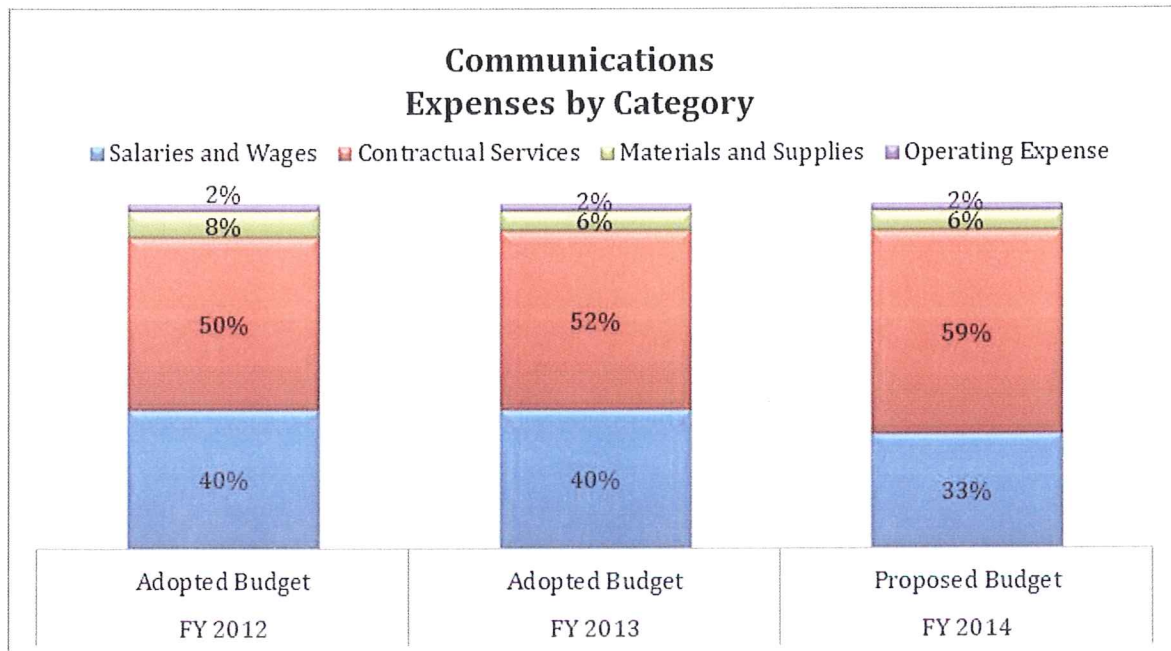
### ***FY 2014 Overview and Goals:***

- The main focus of the communications team in FY 2014 will be media relations activities for the five environmental studies that will be underway including the MoPac South, Oak Hill, Manchaca, Bergstrom and US 183 North projects. *Strategic Initiative: Regional Mobility*
- The communications team plans to continue our partnerships with the Texas Stars and Round Rock Express. We will also continue to support local chambers of commerce through membership and the participation in various advertising opportunities. We will also pursue opportunities to partner with various businesses to promote economic development and increase toll road traffic. *Strategic Initiative: Economic Vitality*
- The team will develop an opening strategy for the Manor Expressway project that includes advertising to promote use of the roadway and TxTag. A Grand Opening event will also be planned. *Strategic Initiative: Regional Mobility, Economic Vitality*
- The team will work with the MoPac Project team to implement an advertising campaign to promote the start of construction on the project. *Strategic Initiative: Regional Mobility, Innovation*

## Communications

### Summary of Expenses:

	FY 2012 Budget	FY 2013 Budget	FY 2014 Proposed Budget	Increase (Decrease)
Salaries and Wages	\$ 265,509	\$ 270,944	\$ 216,043	-20.26%
Contractual Services	327,600	348,200	380,600	9.30%
Materials and Supplies	50,000	37,000	37,000	0.00%
Operating Expense	14,700	14,700	14,100	-4.08%
Financing Expense	0	0	0	
<b>Total Expenses</b>	<b>657,809</b>	<b>670,844</b>	<b>647,743</b>	<b>-3.44%</b>



### Authorized Personnel:

	Positions		
	FY 2012 Adopted	FY 2013 Adopted	FY 2014 Proposed
Communications and Marketing Director	1	1	0
Communications and Marketing Manager	0	0	1
Communications and Marketing Specialist	1	1	1
Intern*	1	1	1
<b>Total Positions - Communications</b>	<b>3</b>	<b>3</b>	<b>3</b>

\*Not currently filled

**FY 2014 Proposed Operating Budget  
Communications and Marketing**

Account Name	Budget Prior Year FY 2012	Actual Year to Date 4/30/13	Budget Amount FY 2013	Budget Request FY 2014
<b>Expenses</b>				
<i><b>Salaries and Wages</b></i>				
Salary Expense-Regular	190,600	151,256	189,073	155,400
TCDRS	26,187	21,322	27,416	22,533
FICA	10,825	8,142	10,377	10,174
FICA MED	2,764	2,191	2,742	2,253
Health Insurance Expense	20,308	23,482	26,701	14,284
Life Insurance Expense	488	216	510	420
Other Benefits	12,177	9,402	12,685	10,259
Unemployment Taxes	2,160	18	1,440	720
<b>Total Salaries and Wages</b>	<b>265,509</b>	<b>216,030</b>	<b>270,944</b>	<b>216,043</b>
<i><b>Contractual Services</b></i>				
Professional Services				
Photography	15,000	-	15,000	10,000
<b>Total Professional Services</b>	<b>15,000</b>	<b>-</b>	<b>15,000</b>	<b>10,000</b>
Other Contractual Services				
Graphic Design Services	10,000	11,070	10,000	40,000
Website Maintenance	25,000	2,929	35,000	35,000
Research Services	25,000	3,154	50,000	50,000
Communications and Marketing	170,000	162,655	140,000	140,000
Advertising Expense	40,000	69,205	60,000	60,000
Direct Mail	5,000	757	5,000	5,000
Video Production	5,000	20,920	5,000	20,000
Radio	15,000	-	10,000	10,000
Other Public Relations	2,500	-	2,500	2,500
Cell Phones	600	1,170	1,200	600
Subscriptions	500	-	500	500
Memberships	1,000	900	1,000	1,000
Seminars and Conferences	5,000	2,894	5,000	3,000
Staff-Travel	8,000	5,471	8,000	3,000
<b>Total Other Contractual Services</b>	<b>312,600</b>	<b>281,125</b>	<b>333,200</b>	<b>370,600</b>
<b>Total Contractual Services</b>	<b>327,600</b>	<b>281,125</b>	<b>348,200</b>	<b>380,600</b>
<i><b>Materials and Supplies</b></i>				
Annual Report printing	10,000	5,534	7,000	7,000
Other Reports-Printing	20,000	3,408	10,000	10,000
Direct Mail Printing	5,000	-	5,000	5,000
Office Supplies-Printed	-	1,560	-	-

**FY 2014 Proposed Operating Budget  
Communications and Marketing**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
Promotional Items	10,000	4,827	10,000	10,000
Displays	5,000	-	5,000	5,000
<b>Total Materials and Supplies</b>	<b>50,000</b>	<b>15,329</b>	<b>37,000</b>	<b>37,000</b>
<b><i>Operating Expenses</i></b>				
Mileage Reimbursement	1,500	1,240	1,500	1,000
Toll Tag Expense	200	48	200	100
Community Meeting/Events	5,000	-	5,000	5,000
Meeting Expense	500	300	500	500
Public Notices	2,000	-	2,000	2,000
Postage Expense	5,000	-	5,000	5,000
Local Delivery Services	500	-	500	500
<b>Total Operating Expenses</b>	<b>14,700</b>	<b>1,587</b>	<b>14,700</b>	<b>14,100</b>
<b>Total Expenses</b>	<b>\$ 657,809</b>	<b>\$ 514,070</b>	<b>\$ 670,844</b>	<b>\$ 647,743</b>

## Law Department

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The Law Department exists to provide trusted legal advice and counsel to support and advance the mission of the Mobility Authority. The General Counsel and Legal Assistant work with the Board of Directors, the Executive Director, staff, and consultants to anticipate, identify, consider, and respond to legal issues. The Law Department provides information, advice, and guidance on compliance with applicable laws and represents the Authority's interests in its relationships with customers, other agencies, consultants, vendors, and the public. The Law Department coordinates and collaborates with outside counsel to provide resources and expertise to support the Mobility Authority's projects, programs, and operations.

### ***Major Business Functions:***

- Identify, research, and advise the Board, Executive Director, and staff on legal issues that arise in connection with Mobility Authority operations and functions.
- Ensure that the Board and management receive timely, sound legal advice concerning compliance with laws and regulations.
- Coordinate, review, and prepare the agenda and backup materials for Board meetings.
- Draft, review, and advise on documents that implement Mobility Authority programs and operations, including:
  - Resolutions and policy code provisions enacted by the Board;
  - Procurement documents such as bid solicitations, requests for information, requests for qualifications, requests for proposals, and other related documents;
  - Contracts with vendors and interlocal agreements other government agencies;
  - Documents required by open government and ethics laws, including responses to requests for public information and disclosures of conflicts of interest and personal financial information.
- Advise on the implementation, construction, and application of existing agreements and legal issues that may arise under those agreements.
- Collaborate with Mobility Authority staff and court officials in Williamson and Travis Counties to continuously improve toll collection and enforcement practices and strategies.
- Assist in managing Mobility Authority records and document retention systems to ensure compliance with legal requirements and best practices.
- Manage the appropriate, efficient use of resources and expertise for legal services provided by outside counsel.

## Law Department

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### ***FY 2013 Highlights and Accomplishments:***

- Worked with outside counsel and Mobility Authority staff to respond to proposals in the 83rd Legislature that could affect the operations of the Mobility Authority.

### ***FY 2014 Overview and Goals:***

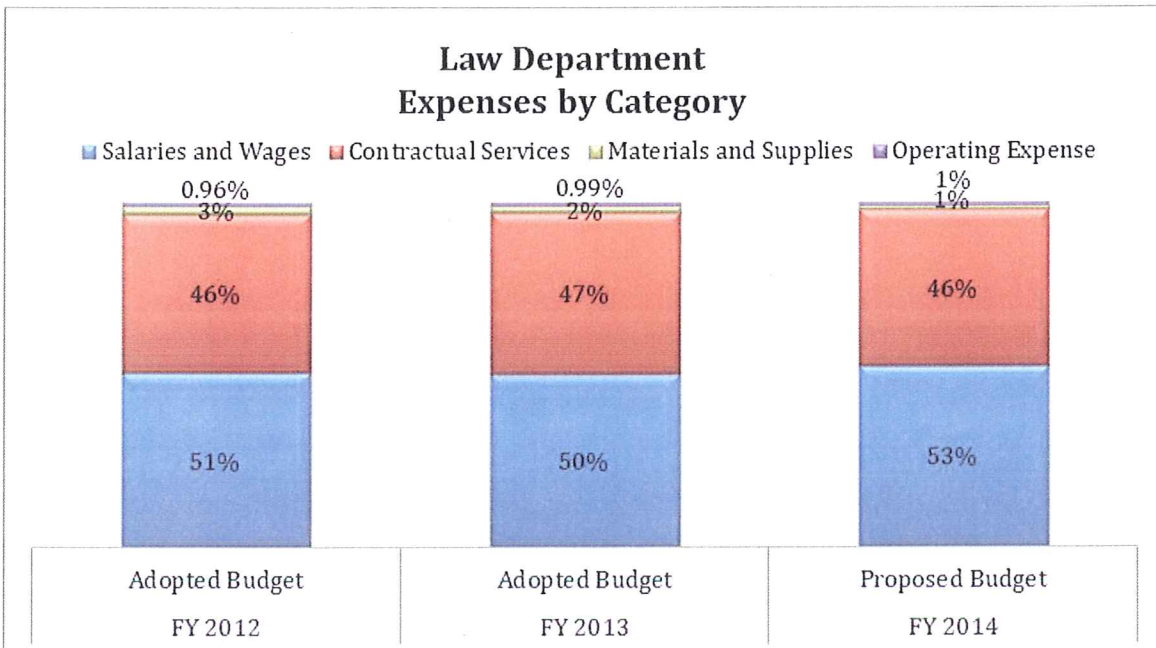
- Continue to manage and provide legal support for Mobility Authority governance, projects, and operations.
- Create, review, and update document templates and systems to increase efficiency and best practices in Mobility Authority contracting and agenda preparation processes.
- Provide support and focus on strategies and procedures to improve toll collections by implementing creative enforcement strategies and methods authorized by state law.
- Continue to review, analyze, and recommend Policy Code revisions to comply with evolving legal requirements and best practices, and to provide necessary or desirable improvements.



## Law Department

### Summary of Expenses:

	FY 2012 Budget	FY 2013 Budget	FY 2014 Proposed Budget	Increase (Decrease)
Salaries and Wages	\$ 288,480	\$ 300,839	\$ 308,979	2.71%
Contractual Services	260,800	279,800	267,800	-4.29%
Materials and Supplies	15,000	12,000	6,000	-50.00%
Operating Expense	5,450	5,920	5,700	-3.72%
Financing Expense	0	0	0	
<b>Total Expenses</b>	<b>569,730</b>	<b>598,559</b>	<b>588,479</b>	<b>-1.68%</b>



### Authorized Personnel:

	Positions		
	FY 2012 Adopted	FY 2013 Adopted	FY 2014 Proposed
Legal Counsel	1	1	1
Administrative Assistant	1	1	1
<b>Total Positions - Legal</b>	<b>2</b>	<b>2</b>	<b>2</b>

**FY 2014 Proposed Operating Budget  
Legal Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
<b>Expenses</b>				
<b>    <i>Salaries and Wages</i></b>				
Salary Expense-Regular	212,000	174,016	217,509	223,906
TCDRS	30,885	24,518	31,539	32,466
FICA	10,075	7,527	10,168	10,490
FICA MED	3,089	2,517	3,154	3,247
Health Insurance Expense	15,153	19,466	21,905	21,905
Life Insurance Expense	572	206	587	605
Other Benefits	14,266	10,868	14,537	14,920
Unemployment Taxes	1,440	(71)	1,440	1,440
<b>Total Salaries and Wages</b>	<b>288,480</b>	<b>239,046</b>	<b>300,839</b>	<b>308,979</b>
<b>    <i>Contractual Services</i></b>				
Professional Services				
Legal	250,000	197,581	270,000	250,000
<b>Total Professional Services</b>	<b>250,000</b>	<b>197,581</b>	<b>270,000</b>	<b>250,000</b>
Other Contractual Services				
IT Services	-	4,165	-	8,000
Software Licenses	-	-	200	200
Cell Phones	600	350	600	600
Memberships	1,500	166	2,000	2,000
Continuing Education	2,000		800	800
Seminars and Conferences	2,500	540	2,500	2,500
Staff-Travel	3,500	1,572	3,000	3,000
Other Contractual Svcs	200		200	200
Contractual Contingencies	500		500	500
<b>Total Other Contractual Services</b>	<b>10,800</b>	<b>6,793</b>	<b>9,800</b>	<b>17,800</b>
<b>Total Contractual Services</b>	<b>260,800</b>	<b>204,374</b>	<b>279,800</b>	<b>267,800</b>

**FY 2014 Proposed Operating Budget  
Legal Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
<b><i>Materials and Supplies</i></b>				
Books & Publications	15,000	4,504	12,000	6,000
Office Supplies	-	43	-	
<b>Total Materials and Supplies</b>	<b>15,000</b>	<b>4,547</b>	<b>12,000</b>	<b>6,000</b>
<b><i>Operating Expenses</i></b>				
Mileage Reimbursement	500	92	250	250
Toll Tag Expense	50	1	20	
Parking	50	7	50	50
Meeting Expense	4,150	-	5,000	5,000
Public Notices	200	-	200	
Postage Expense	200	94	100	100
Overnight Delivery Services	100	11	100	200
Local Delivery Services	200	-	200	100
<b>Total Operating Expenses</b>	<b>5,450</b>	<b>204</b>	<b>5,920</b>	<b>5,700</b>
<b>Total Expenses</b>	<b>\$ 569,730</b>	<b>\$ 448,172</b>	<b>\$ 598,559</b>	<b>\$ 588,479</b>

## Engineering

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The primary role of the Engineering Department is to provide leadership and direction for all engineering functions within the Mobility Authority.

### ***Major Business Functions:***

Project Inception and Feasibility: Coordinate with other transportation providers in the region (TxDOT, City of Austin, Travis County, and Williamson County) to assure that mobility needs for the region are defined and included in the Long Range Transportation Plan. Provide feasibility analysis for selected projects to evaluate implementation priority.

Project Development: Accurately program and develop priority projects to the appropriate level for implementation based on coordination with stakeholders. Stakeholders would include external – federal and state agencies, local governments and the general public. Internal stakeholders would include the Board of Directors, the Executive Director, Legal Department, Financial Team, Toll Operations Department, General Engineering Consultants and Public Relations Department. The deliverable may include schematic level design, or more complete design as well as the appropriate level of environmental documentation and clearance.

Project Implementation: Determine the appropriate project delivery method and oversight to provide the Authority with a project of the highest quality that meets the financial and timing constraints.

Roadway Maintenance: Quantifiable definition of appropriate levels of roadway maintenance that will drive the estimated maintenance costs for any given project over the life of any debt and beyond. Programmatic annual assessment of roadway conditions and estimated maintenance costs (needs) for the next fiscal year. Oversight of all maintenance activities performed on Authority roadways or other assets.

### ***FY 2013 Highlights and Accomplishments:***

- Final Acceptance of the 183A Phase II toll project. *Strategic Initiatives: Regional Mobility, Economic Vitality*
- Open to traffic and Final Acceptance of the direct connectors on the 290E toll project to and from US 183 using “economic stimulus” funding. *Strategic Initiatives: Regional Mobility, Economic Vitality*
- Significant progress on the design-build Comprehensive Development Agreement (CDA) for the 290E toll project from US 183 east to SH 130. *Strategic Initiatives: Regional Mobility, Economic Vitality*
- Assisted the North East Texas Regional Mobility Authority (NET RMA) with procurement of General Engineering Consultant services.

## Engineering

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### ***FY 2013 Highlights and Accomplishments (continued):***

- Negotiation and award of a Best Value – Design/Build contract to CH2M Hill for the design and construction of the MoPac Improvement Project. *Strategic Initiative: Regional Mobility, Economic Vitality*
- Procurement of CP&Y as Project Consultant to produce environmental documentation for the 183(N) Express Lanes from Loop 1 north to 183A. *Strategic Initiative: Regional Mobility, Economic Vitality*
- Procurement of Jacobs Engineering as Project Consultant to produce environmental documentation for the Loop 1 (S) Express Lanes from Ladybird Lake south to Slaughter Lane. *Strategic Initiative: Regional Mobility, Economic Vitality*
- Deployment of the project development teams performing the environmental documentation for the 183(S) project and the US 290(W)/ SH 71(W) interchange project. *Strategic Initiatives: Regional Mobility, Economic Vitality*
- Hired a new Construction and Maintenance Manager for the engineering department to provide oversight for all construction and maintenance activities. *Strategic Initiatives: Regional Mobility, Innovation*
- Entered into a new Interlocal Agreement with TxDOT for Performance Based Maintenance Contracting affecting all open Mobility Authority roadways. *Strategic Initiative: Innovation*

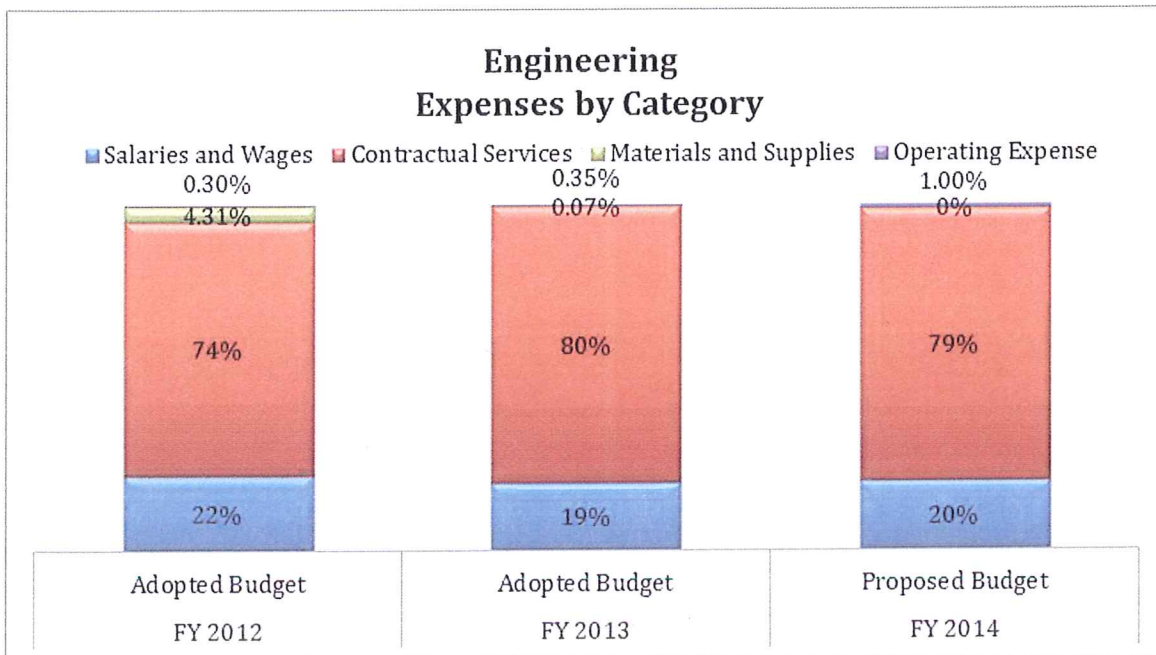
### ***FY 2014 Overview and Goals:***

- Continue program support from our two General Engineering Consultant's (GEC's) for all annual Operations Budget activities. *Strategic Initiative: Innovation*
- Completion of modifications to the Project Dashboard website making project and program data more user friendly. *Strategic Initiatives: Innovation*
- Completion of the 183S (Bergstrom Expressway) environmental process. *Strategic Initiatives: Regional Mobility, Economic Vitality*
- Significant environmental documentation progress for 183(N) Exp. and Loop 1 (S) Exp. projects. *Strategic Initiatives: Regional Mobility, Sustainability*
- Conduct in depth research and begin formulating an asset management strategy for the Authority. *Strategic Initiative: Sustainability*
- Research appropriate performance measures for the Engineering Department as well as the Authority with respect to transportation project implementation. *Strategic Initiative: Innovation*

## Engineering

### Summary of Expenses:

	FY 2012 Budget	FY 2013 Budget	FY 2014 Proposed Budget	Increase (Decrease)
Salaries and Wages	\$ 628,325	\$ 546,121	\$ 563,526	3.19%
Contractual Services	2,137,100	2,251,000	2,221,500	-1.31%
Materials and Supplies	125,000	2,000	1,000	-50.00%
Operating Expense	8,770	9,800	10,700	9.18%
Financing Expense	0	0	0	
<b>Total Expenses</b>	<b>2,899,195</b>	<b>2,808,921</b>	<b>2,796,726</b>	<b>-0.43%</b>



### Authorized Personnel:

	Positions		
	FY 2012 Adopted	FY 2013 Adopted	FY 2014 Proposed
Engineering Director	1	1	1
Engineering Manager	1	1	1
Maintenance Manager	1	1	0
Construction and Maintenance Manager	0	0	1
Administrative Assistant	0	1	1
<b>Total Positions - Engineering</b>	<b>3</b>	<b>4</b>	<b>4</b>

**FY 2014 Proposed Operating Budget  
Engineering Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
<b>Expenses</b>				
<b>Salaries and Wages</b>				
Salary Expense-Regular	368,601	196,201	378,390	401,857
Contractual Employees Expense	105,000	-	5,000	5,000
TCDRS	53,447	27,637	54,867	58,269
FICA	16,390	10,760	19,517	20,922
FICA MED	5,345	2,814	5,487	5,827
Health Insurance Expense	51,593	37,589	53,603	40,922
Life Insurance Expense	995	(450)	1,021	1,085
Other Benefits	24,695	8,670	25,356	26,764
Unemployment Taxes	2,259	126	2,880	2,880
<b>Total Salaries and Wages</b>	<b>628,325</b>	<b>283,348</b>	<b>546,121</b>	<b>563,526</b>
<b>Contractual Services</b>				
<b>Professional Services</b>				
General Engineering Consultant	1,200,000	123,715	1,200,000	1,200,000
GEC-Trust Indenture Support	-	52,303	-	-
GEC-Financial Planning Support	-	35,554	-	-
GEC-Toll Ops Support	-	1,748	-	-
GEC-Roadway Ops Support	-	154,460	-	-
GEC-Technology Support	-	26,231	-	-
GEC-Public Information Support	-	7,673	-	-
GEC-General Support	-	182,690	-	-
<b>Total Professional Services</b>	<b>1,200,000</b>	<b>584,374</b>	<b>1,200,000</b>	<b>1,200,000</b>
<b>Other Contractual Services</b>				
Emergency Maintenance	10,000	-	10,000	10,000
Roadway Maintenance Contract	300,000	98,118	640,000	750,000
Landscape Maintenance	280,000	103,950	280,000	250,000
Signal & Illumination Maint	175,000	46,743	-	-
Mowing and litter control	40,000	40,806	-	-
Hazardous Material Cleanup	10,000	-	-	-
Striping	75,000	-	-	-
Graffiti removal	10,000	225	-	-
Cell Phones	3,600	2,198	2,500	2,500
Other Communication Expenses	-	-	10,000	-
Continuing Education	-	450	-	-
Seminars and Conferences	3,000	2,185	3,000	3,000
Staff-Travel	5,500	4,183	5,500	6,000
Contractual Contingencies	-	-	100,000	-

**FY 2014 Proposed Operating Budget  
Engineering Services**

<b>Account Name</b>	<b>Budget Prior Year FY 2012</b>	<b>Actual Year to Date 4/30/13</b>	<b>Budget Amount FY 2013</b>	<b>Budget Request FY 2014</b>
Total Other Contractual Services	937,100	298,858	1,051,000	1,021,500
<b>Total Contractual Services</b>	<b>2,137,100</b>	<b>883,232</b>	<b>2,251,000</b>	<b>2,221,500</b>
<i><b>Materials and Supplies</b></i>				
Office Supplies	-	-	1,000	
Ice Control Materials	25,000	-	-	
Maintenance Supplies-Roadway	100,000	-	-	
Tools & Equipment Expense	-	-	500	500
Misc Materials & Supplies	-	14	500	500
<b>Total Materials and Supplies</b>	<b>125,000</b>	<b>14</b>	<b>2,000</b>	<b>1,000</b>
<i><b>Operating Expenses</b></i>				
Gasoline Expense	5,000	2,924	5,000	5,500
Mileage Reimbursement	1,000	1,776	1,200	2,000
Toll Tag Expense	2,300	1,645	2,300	2,000
Parking	20	69	100	100
Meeting Expense	100	197	100	100
Postage Expense	-	13	-	-
Overnight Delivery Services	-	8	-	
Repair & Maintenance-Vehicles	100	203	500	500
Other Licenses	250	470	600	500
<b>Total Operating Expenses</b>	<b>8,770</b>	<b>7,305</b>	<b>9,800</b>	<b>10,700</b>
<b>Total Expenses</b>	<b>\$ 2,899,195</b>	<b>\$ 1,173,899</b>	<b>\$ 2,808,921</b>	<b>\$ 2,796,726</b>



## Consolidated Staffing Schedule

### Authorized Personnel:

	Positions		
	FY 2012 Adopted	FY 2013 Adopted	FY 2014 Proposed
<b><u>Administration</u></b>			
Executive Director	1	1	1
Deputy Director	1	1	1
Assistant to Executive Director	1	1	1
Receptionist	1	1	1
Community Relations Director**	0	0	1
Community Development Specialist	1	0	0
Public Outreach Manager	0	1	1
Intern*	1	1	1
<b><u>Financial Services</u></b>			
CFO	1	1	1
Controller	1	1	1
Fiscal Analyst	1	1	1
<b><u>Toll Operations</u></b>			
Operations Director	1	1	1
Customer Service and Toll Operations Manager	1	1	1
Administrative Assistant (new for FY 2014)	0	0	1
<b><u>Communications and Marketing</u></b>			
Communications and Marketing Director	1	1	0
Communications and Marketing Manager	0	0	1
Communications and Marketing Specialist	1	1	1
Intern*	1	1	1
<b><u>Legal</u></b>			
Legal Counsel	1	1	1
Administrative Assistant	1	1	1
<b><u>Engineering</u></b>			
Engineering Director	1	1	1
Engineering Manager	1	1	1
Maintenance Manager	1	1	0
Construction and Maintenance Manager	0	0	1
Administrative Assistant	1	1	1
<b>Total Positions</b>	<b>20</b>	<b>20</b>	<b>22</b>

\*Positions currently not filled

\*\*For FY 2014 and 2015 this position is funded through the MoPac Improvement Project

Operating Capital Budget

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**FY 2014 Operating Capital Budget**

Server and other hardware replacements	\$	25,000
Furniture		15,000
Vehicle		30,000
Financial Software Upgrade		40,000
<b>Total Operating Capital Budget</b>	<b>\$</b>	<b>110,000</b>

## System Operating Budget

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### System Operating Costs

Toll Operations	Operating Expenses	\$	7,690,002
Finance Department	Insurance Expense		90,000
Finance Department	Trustee Expense		8,000
Finance Department	Salaries		323,634
Finance Department	Rent		400,000
Finance Department	Contractual		165,100
Finance Department	Materials and Supplies		19,650
Legal	Salaries		123,592
Legal	Contractual		125,000
Communications	Salaries		108,022
Communications	Contractual		130,000
Communications	Materials and Supplies		8,100
Engineering	Salaries		169,058
Engineering	Contractual		361,250
Administration	Salaries		391,106

<b>Total System Operating Costs</b>			<b>\$ 10,112,513</b>
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## Debt Service Schedules

Central Texas Regional Mobility Authority  
Schedule of Outstanding Debt  
Fiscal Year 2014

Debt Issue	Date of Issue	Date of Maturity	Average Interest Rates	Amount Issued	Amount Outstanding 7/1/2013
2013 Senior Lien Revenue Refunding Bonds	5/1/2013	1-Jan-2043	3.00% - 5.00%	\$ 155,810,000	\$ 155,810,000
2013 Senior Lien Revenue Put Bonds	5/1/2013	4-Jan-2016	3.00%	30,000,000	30,000,000
2013 Subordinate Lien Revenue Refunding Bonds	5/1/2013	1-Jan-2042	3.00% - 5.00%	103,960,000	103,960,000
2011 Regions Loan (Revolving Line of Credit)	1-Nov-2011	1-Nov-2014	30 bps over LIBOR	5,000,000	1,600,000
2011 Senior Lien Revenue Bonds	29-Jun-2011	1-Jan-2046	5.75% - 6.25%	295,930,000	295,930,000
2011 Senior Lien Capital Appreciation Bonds	29-Jun-2011	1-Jan-2026	5.90% - 6.50%	9,999,944	9,999,944
2011 Subordinated Lien Revenue Bonds	29-Jun-2011	1-Jan-2041	6.75%	70,000,000	70,000,000
2010 Senior Lien Revenue Bonds	1-Mar-2010	1-Jan-2040	5.75%	59,880,000	59,880,000
2010 Senior Lien Capital Appreciation Bonds	1-Mar-2010	1-Jan-2040	7.20% - 7.85%	34,999,710	34,999,710
<b>Total Debt Service</b>				<b>\$ 475,809,654</b>	<b>\$ 472,409,654</b>

## Debt Service Schedules

### Debt Service Schedule Fiscal Year 2014

	Principal	Regular Interest	Accreted Interest	Capitalized Interest
<b>2013 Senior Lien Refunding Bonds</b>				
1/1/2014	1,100,000	3,873,475		
7/1/2014		3,856,975		
<b>2013 Put Bonds</b>				
1/1/2014		450,000		
7/1/2014		450,000		
<b>2013 Subordinate Lien Refunding Bonds</b>				
1/1/2014	250,000	2,590,600		
7/1/2014		2,586,850		
<b>2010 Senior Lien CABs</b>				
1/1/2014			1,700,563	
7/1/2014			1,765,192	
<b>2010 Senior Lien Current Interest Bonds</b>				
1/1/2014		1,721,550		
7/1/2014		1,721,550		
<b>2011 Senior Lien</b>				
1/1/2014				8,946,606
7/1/2014				8,946,606
<b>2011 Senior Lien CABs</b>				
1/1/2014			355,434	
7/1/2014			366,809	
<b>2011 Subordinated Lien</b>				
1/1/2014				2,362,500
7/1/2014				2,362,500
<b>2011 Regions Loan</b>		80,000		
<b>Total Debt Service</b>	<b>\$ 1,350,000</b>	<b>\$ 17,331,000</b>	<b>\$ 4,187,998</b>	<b>\$ 22,618,212</b>

#### Reconciliation

Interest Expense (non capital)	20,796,755
Capitalized Interest (projects)	22,618,212
Accreted Interest (projects)	722,243
Total Interest FY 2014	44,137,210
Principal	1,350,000
Total Debt Service	<u>\$ 45,487,210</u>

## Capital Improvement Program

### Capital Improvement Projects as of July 1, 2013

Project Name	Estimated Total Project Cost	State/Federal Funding	Funding Source
Manor Expressway Phase II (to completion)	\$ 353,100,000	\$ 128,900,000	Bond Financing, Category 2 Funding
Mopac Express Lanes Project - North (to completion)	208,345,100	199,500,000	Category 2, Category 7, Category 12 Funding and Short-Term Financing for gap
US 183 South (to environmental clearance)	726,000,000	126,000,000	Category 2 and Category 12 Funding
Value Pricing Project	1,525,530	1,220,424	80% Federal Grant; 20% General Fund match
Ride Share Project	150,000	120,000	80% Federal Grant; 20% General Fund match
US 183/183A Intersection Improvements (to completion)	3,200,000	-	TxDOT Pass-Through Agreement, Private Developer; General Fund
Mopac Express Lanes Project - South (to construction)	16,500,000	16,500,000	Proposition 12 Funding
SH 45 SW (to environmental clearance)	2,000,000	2,000,000	Category 2 and Category 12 Funding
US 290 West - The "Y" (to environmental clearance)	3,100,000	3,100,000	Category 2 and Category 12 Funding
US 183 N Express Lanes (to environmental clearance)	7,200,000	7,200,000	Category 7 Funding
	<u>\$ 1,321,120,630</u>	<u>\$ 484,540,424</u>	

#### **Funding Sources Descriptions:**

Category 2 - Metropolitan Area Corridor Projects (Federal)  
 Category 7 - Statewide Transportation Program - Metropolitan Mobility/Rehabilitation (Federal)  
 Category 12 - Commission Strategic Priority (State/Federal)  
 Proposition 12 - General Obligation Bond Projects (State)

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

**RESOLUTION NO. 13-040**

**APPROVING A NEW WORK AUTHORIZATION WITH  
HNTB CORPORATION FOR GENERAL ENGINEERING CONSULTANT SERVICES  
RELATED TO THE MOPAC IMPROVEMENT PROJECT.**

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

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

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

WHEREAS, the Executive Director recommends approval of the proposed work authorization attached and incorporated into this resolution as Exhibit 1.

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

BE IT FURTHER RESOLVED that the Executive Director may finalize and execute on behalf of the Mobility Authority the proposed work authorization in the form or substantially the same form attached as Exhibit 1.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 26<sup>th</sup> day of June, 2013.

Submitted and reviewed by:



Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number: 13-040  
Date Passed: 06/26/2013

**EXHIBIT 1 TO RESOLUTION 13-040**

**WORK AUTHORIZATION WITH HNTB CORPORATION**

[on the following 20 pages]



## APPENDIX D

### WORK AUTHORIZATION

#### WORK AUTHORIZATION NO. 16

This Work Authorization is made as of this \_\_\_ day of \_\_\_\_\_, 2013, under the terms and conditions established in the AGREEMENT FOR GENERAL CONSULTING ENGINEERING SERVICES, dated as of December 23<sup>rd</sup>, 2009 (the "Agreement"), between the Central Texas Regional Mobility Authority ("Authority") and **HNTB Corporation** ("GEC"). This Work Authorization is made for the following purpose, consistent with the services defined in the Agreement:

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

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

A.1. GEC shall perform the following Services:

*Please reference Attachment A – Scope of Work*

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.

*Please reference Attachment A – Scope of Work*

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

*Please reference Attachment A – Scope of Work*

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

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

Unless amended otherwise by mutual agreement between Authority and GEC, the Services defined herein shall expire on December 31, 2014. If the Services defined herein are not complete by December 31, 2014, the Work Authorization will need to be amended to extend the schedule; otherwise, all services will cease.

The fee for this contract is associated with the Design/Build Contract Schedule for the MoPac Improvement Project which includes up to 910 calendar days of D/B oversight for substantial completion plus 120 calendar days for final acceptance plus 60 calendar days for project closeout. It is anticipated that this Work Authorization will need to be extended to complete the Services defined herein.

**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 **\$18,430,663** based on a Cost Plus fee listed in Attachment B – Fee Estimate. Compensation shall be in accordance with the Agreement.

The Authority and the GEC agree that the budget amounts contained in Attachment B-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 without prior written permission by the Authority.

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 or a Supplement to this 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:

*N/A*

**Section E. - Other Provisions**

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

*N/A*

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

**Authority:**

**CENTRAL TEXAS REGIONAL  
MOBILITY AUTHORITY**

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

Name: Mike Heiligenstein

Title: Executive Director

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

**GEC:**

**HNTB Corporation**

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

Name: Richard L. Ridings, P.E.

Title: Vice President

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

**CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY****ATTACHMENT A – SCOPE OF WORK****WORK AUTHORIZATION NO. 16****SERVICES TO BE PROVIDED BY THE  
GENERAL ENGINEERING CONSULTANT (GEC)****General**

The services to be performed by the GEC will include, but not be limited to, project management services necessary to oversee the design and construction of the MoPac Improvement Project (hereinafter referred to as the Project) through the use of a Design/Build Contract (hereinafter referred to as the D/B Contract). This will entail those professional services and associated deliverables required to complete the oversight activities associated with the management of the Design/Build Contractor(s) (hereinafter referred to as the D/B Contractor).

The GEC will be the single point of contact between the Mobility Authority and D/B Contractor, acting as an extension of Mobility Authority staff by providing 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 design and construction under the D/B Contract. Oversight reviews by the GEC will not relieve the D/B Contractor of sole responsibility for the means and methods of design and construction, or for health or safety precautions in connection with the work under the D/B Contract. With comments and recommendations provided by the GEC, Final Acceptance decisions for design and construction shall be made by Mobility Authority staff and coordinated with TxDOT and City of Austin as applicable.

The GEC will maintain core D/B Oversight staff at the D/B Contractor-provided Project / field office(s) to manage and administer the planning, execution, and construction; including invoicing and administrative support, for activities required to complete the overall oversight efforts. This staff will represent the Mobility Authority's interests as defined in the D/B Contract.

**1. PROJECT MANAGEMENT (Code 13730)**

The GEC will provide staff to administer, manage, review and coordinate development of the Project. The GEC will develop and maintain a staffing plan for consistency and appropriate level of Project staffing. Activities included in this task:

**1.1. Project Management Plan (PMP)**

This will include an update to the Project Management Plan to include the selected D/B Contractor's information. The component parts of the Project Management Plan (PMP) include:

- Project Administration
- Design Quality Management Plan

- Construction Quality Management Plan
- Maintenance Management Plan
- Comprehensive Environmental Protection Program
- Public Information and Communications
- Safety
- Communications Management
- Cost Management
- Schedule Management

### 1.2. Project Administration

- Review and report on the D/B Contractor's submittals of records and reports including:
  - Weekly payroll
  - Statement of wage compliance
  - Requests for payment of materials on hand
  - DBE compliance
  - Reports and records as required for the Project by TxDOT and/or FHWA and/or City of Austin and/or UPRR and/or Capital Metro
- Report Project progress and issues in a timely manner
- Review, monitor, and report on D/B Contractor's Project Schedule
- Maintain accurate records of the cost involved in potential change order work. These records will include labor and equipment times and materials installed (temporary or permanent)
- Assist in the surveillance of the D/B Contractor's compliance with contract requirements. The GEC is responsible for reviewing, monitoring, evaluating, and acting upon documentation required for D/B Contract compliance and maintaining the appropriate files thereof. Typical areas of compliance responsibility include LGPP requirements, EEO Affirmative Action, DBE, OJT positions and number of hours, and payroll and subcontracts.
- Provide compliance oversight of third party agreements and development permits that are to be completed and executed by the D/B Contractor, including:
  - Dewatering permits
  - NPDES permits
  - Demolition permits
  - Noise permits
  - Corps of Engineer permits
  - Utility agreements
  - UPRR / Capital Metro agreements

### 1.3. Project Coordination

- Work with the Mobility Authority, TxDOT, D/B Contractor, third party consultants, utility companies, public agencies, contractors and the general public to coordinate Project development and implementation.
- Coordinate the details of and participate in Project Partnering Meetings to be held shortly after notice to proceed has been given to the D/B Contractor.

**1.4. Sub-Consultants**

- Coordinate, contract and provide oversight for any required sub-consultants to the GEC.

**1.5. Program Reporting**

- Prepare and issue monthly status reports on the Project's status which will document any issues, delays encountered, and corrective actions as necessary.
- Provide a monthly update to the Mobility Authority on key milestones accomplished during the preceding month, meetings and key activities for the upcoming month, and identify outstanding issues requiring resolution.
- Track, monitor, and report on contracts and budgets for the GEC and sub-consultants, and the D/B Contractor.
- Track, monitor, and prepare reports on DBE utilization for the D/B Contractor's program and GEC team.
- Provide Quarterly Project Reports and status update presentations to the Mobility Authority Board, and other agencies as requested.

**1.6. Project Schedule**

The GEC will provide staff to coordinate the Project scheduling efforts. Specific activities include:

- Evaluate, monitor, and verify according to contractual requirements, the D/B Contractor's Project Schedule; Baseline and Updates, and Recovery Schedules.
- Report and verify the D/B Contractor's progress and upcoming milestones on a monthly basis to the Mobility Authority.
- Identify, catalog, and archive Baseline Schedule and schedule revisions and Updates, and Recovery Schedules. Evaluate time impacts and report recommendations to the Mobility Authority.

**1.7. Change Order Processing & Management**

- Provide review of potential Change Orders on the Project and process in accordance with the D/B Contract and coordinate with external agencies as required.
- Review Change Order cost estimates prepared by the D/B Contractor, evaluate D/B Contractor claims for extension of time, and provide comments and recommendations to the Mobility Authority.
- Maintain log and retain all documents associated with potential Change Orders.
- Provide constructability reviews of Work Sequence Plans submitted by the D/B Contractor. The D/B Contractor will be responsible for final approval.
- Assist in review of D/B Contractor initiated alternative design or substitution proposals. The Engineer(s) of Record will be responsible for the design and approval of any design alternative, alteration or revision.

- Prepare status reports and presentation for the Dispute Resolution Board.

### 1.8. Dispute / Claims Support

The GEC will provide consultation and assistance to the Mobility Authority and their General Counsel related to aspects of the design, construction, duties, and services required during the development and implementation of the Project.

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

### 1.9. Project Meetings & Documentation

The GEC will facilitate the following internal GEC Project meetings to assess progress, schedule, and quality of services being provided as well as identify issues:

- Project Progress Meetings – Weekly
- Project Review Meetings – Monthly
- Issue Resolution Meetings – As Needed
- Mobility Authority Construction Status Update Meetings – Monthly
- Mobility Authority Dashboard Meetings – Monthly
- Mobility Authority Board Meetings - Quarterly

The GEC will prepare agendas, meeting minutes, action plans, and follow-up action item status for each of the GEC Project meetings and distribute to attendees and appropriate personnel.

In addition, the GEC will participate in the D/B Contractor's Project meetings, including but not limited to:

#### Partnering

- One-day facilitated Management Partnering Workshop; including TxDOT (After award)
- One-day Full Team Partnering Workshop
- Monthly Strategy Meetings
- Quarterly Partnering Workshop

#### Design Phase

- Roadway, Structures, Drainage, Utilities, Rail, Environmental Compliance – Weekly
- Maintenance of Traffic – Weekly
- Signals, ITS, Illumination, Geotechnical – Bi-weekly
- Toll System Integrator Coordination – Monthly
- Design Leads – Weekly

- Quality Assurance – Monthly
- Design Submittal Review Meetings – Prior to Submittals
- Comment Resolution Meetings

#### Construction Phase

- Utilities – Weekly
- Rail - Weekly
- Quality Assurance – Bi-weekly
- Maintenance of Traffic – Weekly
- Public Information – Weekly
- Environmental Compliance – Weekly

#### Oversight, Scheduling, and Coordination

- 4-Week Rolling Schedule Review – Weekly
- Comprehensive Schedule – Monthly
- Staffing Meeting – Monthly
- Steering Committee – Bi-weekly
- Executive Management - Quarterly

The GEC will review for completeness and accuracy the agendas, meeting minutes, action plans, and follow-up action item status prepared by the D/B Contractor for each of the D/B Contractor Project meetings.

#### **1.10. Document Controls**

- Develop and implement a document control plan; including training of Project personnel in the use of document management system application and protocol.
- Maintain Project database and files for the duration of the Project.
- Transfer program files to the Mobility Authority upon completion of the work or as directed by the Mobility Authority.
- Import documents into the Mobility Authority Electronic Document Management System (EDMS) as necessary.
- Provide security monitoring of network access.
- Provide maintenance of GEC servers, workstations, and network equipment as required.

#### **1.11. 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, material test data, schedules, audits, related technical data, and issues associated with the Project.

#### **1.12. Data Backups**

Perform backup of Project database on a daily basis.

### **1.13. Document Distribution**

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

### **1.14. Trust Indenture Obligations**

- If required, perform all duties and services, render opinions, and issue certificates specified for the GEC in the Trust Agreement(s) necessary for securing the revenue bonds issued by the CTRMA to finance the Project.
- Prepare Quarterly Reports with an Executive Summary that provides a comprehensive summary of the monthly reports and the overall Project progress.

### **1.15. Response to Open Records Requests**

Perform retrieval of documents as a result of Open Records Requests.

### **1.16. Mail Services**

Provide mail services for the Project (US Priority, Courier, Internal, External)

## **2. DESIGN OVERSIGHT (Code 13730)**

The GEC will provide professional services associated with design oversight that are required to oversee compliance of the design of the Project with the Project Development Agreement (PDA), the D/B Contract and the System Integrator (SI) Contract. The GEC will provide qualified technical and professional personnel to perform this task. In performance of this task, the GEC shall not direct, manage, or control the D/B Contractor's or SI's design work activities. Design oversight by the GEC will not relieve the D/B Contractor and SI of sole responsibility for design related services.

Design oversight efforts will focus on coordination with the D/B Contractor's and SI's design process to provide monitoring and oversight of reasonable compliance with D/B Contract obligations, D/B contractor's Design Quality Management Plan (DQMP), SI Contractor obligations, and sound engineering practices. The following activities are included:

### **2.1. Design Criteria**

The GEC will provide clarifications on the design criteria, as necessary.

### **2.2. Schematic Development**

The GEC will oversee that the schematic plan development proceeds in accordance with the basic configuration provided in the D/B Contract as part of the 30% plan review. Variances from the basic configuration will be tracked and resolved through the review and partnering process. The Mobility Authority may identify opportunities for changes to the schematic to accommodate Project goals.



These opportunities will be coordinated with the GEC, the D/B Contractor, the Mobility Authority, TxDOT, and FHWA.

### **2.3. Toll Collection System Development**

The GEC will oversee the SI's development of the toll collection system layout, including the location of the toll collection gantries, toll collection system design, and toll collection system infrastructure requirements and the integration with the D/B Contractor's schematic plan development. The GEC will monitor adherence to the Toll System Collection Responsibility Matrix by both the D/B Contractor and SI.

The GEC will also assist in the oversight associated with the SI's development of the dynamic pricing algorithm and compliance with requirements and specifications.

### **2.4. Production Schedule**

The GEC will coordinate with the D/B Contractor to provide GEC staffing levels to accommodate the D/B Contractor's proposed design production schedule. The D/B Contractor's production schedule will be coordinated with the Mobility Authority, TxDOT, and FHWA to keep Project stakeholders informed of key milestone dates and design review schedules.

### **2.5. Work Group Meetings**

This task includes participation in the D/B Contractor's design work group meetings. In these meetings, the GEC will stay informed of design development issues and provide guidance to the D/B Contractor when required.

### **2.6. Design Reviews**

After a design submittal has been through the Design Quality Control and Design Quality Assurance reviews, the GEC will perform a Design Quality Oversight review. This review will:

- Audit records for general compliance with the approved DQMP.
- Check and review compliance with the D/B Contract.
- Audit design to confirm all previous review comments have been incorporated.

The mandatory design reviews include:

- 30% Plans
- 100% Plans

Other design review may include:

- Early Release for Construction Plans
- Over the shoulder reviews
- Request for Information (RFI) submittals
- Shop and working drawing reviews

The GEC will coordinate with TxDOT and others as required to conduct Design Reviews. The GEC will consolidate review comments from the various entities and submit one set of review comments to the D/B Contractor.

### **2.7. Design Acceptance**

Once the D/B Contractor has incorporated all comments from the Final (100%) Design submittal and resolved all concerns and comments, the D/B Contractor will submit the Final Design Package for acceptance. The GEC will review the acceptance package for the following components and make recommendations to the Mobility Authority regarding approval:

- Design Plans
- Design Calculations
- Design Reports
- Construction Specifications
- Electronic Files
- Government and Utility Owner Approvals
- Design Quality Assurance Firm Certification of Compliance with the DQMP and the D/B Contract

## **3. CONSTRUCTION OVERSIGHT (Code 13620)**

The GEC will provide professional services associated with construction oversight including the construction engineering and inspection in accordance with the PDA, D/B Contract, and SI Contract. The GEC will provide qualified technical and professional personnel to perform this task. In performance of this task, the GEC shall not direct, manage, or control the D/B Contractor's or SI's construction work activities. Construction Oversight by the GEC, including field inspections, testing, and oversight reviews, will not relieve the D/B Contractor or SI of sole responsibility for the means and methods of the construction, or for health or safety precautions in connection with the work. The Engineer(s) of Record will remain responsible for design related services.

The GEC will establish and maintain the Project Field Office operation within the D/B Contractor-provided facility, including the purchase/lease, installation and maintenance of IT equipment; leasing and maintenance of project vehicles; and any additional expenses required by the Project and not provided by the D/B Contractor.

Construction oversight efforts will focus on coordination with the D/B Contractor's and SI's construction processes to provide monitoring and oversight of reasonable compliance obligations, sound engineering practices, and regulatory requirements. The GEC will develop the construction Quality Assurance Plan (QAP) which will be incorporated by reference into the D/B Contractor's Construction Quality Management Plan (CQMP). The following activities are included:

### **3.1. Construction Oversight Inspections**

- Perform and report construction inspections.
- Review and report final documentation of schedule of values in support of D/B Contractor's draw requests.
- Maintain diaries and logs for a comprehensive record of the D/B Contractor's progress.

- Provide a digital photo and/or video log of the Project area during construction, with heavy emphasis on areas with potential claim items/issues and on areas of real/potential public controversy.

### **3.2. Traffic Control**

- Review, monitor, and recommend modification to the D/B Contractor's maintenance of traffic/traffic control operations according to applicable specifications and standards.
- Document and issue deficiency reports to the D/B Contractor on any non-compliance of traffic control devices or layouts.
- Coordinate with the D/B Contractor, affected third parties, interested agencies, emergency responders, and the Mobility Authority regarding major traffic disruptions.
- Attend meetings pertaining to the traffic control and maintenance of traffic that are held by the D/B Contractor, designers or interested parties.
- Track lane / shoulder / ramp / cross-street rental and/or Liquidated Damages fees

### **3.3. Requests for Information (RFI) and Non-Conformance Report Processing and Management**

- Review and facilitate responses on Project RFIs.
- Prepare and manage Non-Compliance Reports (NCRs) for non-compliant work.
- Maintain, log, and retain all documents associated with RFIs and NCRs.

### **3.4. Shop Drawing / Submittals Processing and Management**

- Review shop drawings, erection drawings, working drawings, samples, material and product certifications, and catalog cuts and brochure submittal for general conformance with the design plans and specifications submitted by the D/B Contractor. Check that the Engineer(s) of Record have provided required approvals. The Engineer(s) of Record will be responsible for final approval.
- Maintain, log, and retain all documents associated with shop drawings.
- Coordinate with the D/B Contractor on processing, submittal documentation, follow-up activities, and clarifications.

### **3.5. D/B Contractor Draw Requests**

- Review completeness of the D/B Contractor's submittal in accordance with the requirements of the D/B Contract, including:
  - Cover Sheet
  - Monthly Progress Report
  - Certification by Design Quality Assurance Manager and Construction Quality Control Manager
  - Report of personnel hours
  - Progressed schedule of values
  - DBE utilization report

- Cash flow and payment curves
- Updated Project schedule
- Waiver of liens from previous draw requests
- Material on hand invoices
- Lane / shoulder / ramp / cross street rental and/or Liquidated Damages fee report
- Evaluate that the request accurately reflects monies due for acceptable work completed.
- Review and provide required certifications to the Mobility Authority for processing of the D/B Contractor's partial and final pay requests.
- Track Project contingency funds. Maintain log, and retain all documents associated with expenditure of Project contingency.

### 3.6. Toll Collection System

The GEC will provide oversight, coordination, support, and assistance in the integration, testing, deployment and approval of the toll collection system.

### 3.7. Utility and Rail Oversight

The GEC will provide oversight, coordination, support, and assistance for utility related activities. GEC support activities do not relieve the D/B Contractor of sole responsibility for performance of all utility-related activities. Specific activities include:

- Review utility plans for compliance with the TxDOT Utility Accommodation Policy, compatibility with the Project features, betterment inclusion, and constructability.
- Provide oversight/review of location, materials, and backfilling of trenches associated with utility adjustments; the GEC is not responsible for actual location of utilities.
- Participate in meetings as necessary to support effective management of the utility and rail coordination process.
- If necessary, provide support to D/B Contractor in scheduling periodic meetings with utility and rail owner's representatives for coordination purposes.
- Meet with the D/B Contractor as necessary to resolve matters related to schedules, utility identification, design changes, conflict resolution, and negotiation with utility and rail owners.
- Support D/B Contractor with negotiating the details of utility agreements with the utility companies, as requested. Details will include any necessary betterment percentages, indirect costs, plans, estimates, and schedules for the utility companies' activities.
- Review of utility adjustment agreements including plans, estimates, and property interest.
- Review of Rail agreements including plans and estimates.
- Review claims of unidentified utilities submitted by the D/B Contractor.

- Monitor payments from the D/B Contractor to utility owners for utility adjustments and rail owners for flagging operations.
- Provide utility construction monitoring and verification.
- Monitor and report utility adjustment status.

### **3.8. Survey Support**

- Perform miscellaneous spot checks as needed during the duration of the Project.

### **3.9. General Technical Support**

The GEC will provide technical support and management assistance as required by the Mobility Authority toward the successful completion of the Project; including:

- Advise the Mobility Authority on matters of engineering related to interpretation of design details, construction techniques and procedures, specification, standard construction details, and construction plans prepared by the Engineer(s) of Record.
- Seek clarifications from the Engineer(s) of Record when necessary on the intent reflected in the design plans and specifications. The Engineer(s) of Record will remain responsible for design related services.

### **3.10. Mobility Authority Construction Coordination Support**

The GEC will support the Mobility Authority in coordination and any interlocal agency agreements including exhibit preparation and supporting documentation preparation and assembly with the following agencies:

- TxDOT Department of Transportation (TxDOT)
- Federal Highway Administration (FHWA)
- Capital Area Metropolitan Planning Organization (CAMPO)
- City of Austin
- Union Pacific Railroad (UPRR)
- Capital Metropolitan Transportation Authority (CapMetro)
- Travis County
- Local Municipalities and Municipal Utility Districts
- Other Agencies as identified and as directed by the Mobility Authority

### **3.11. Final Punch List / Final Inspection / Notice of Completion**

The GEC will:

- Coordinate with the D/B Contractor and TxDOT in the generation of a final punch list.
- Monitor the resolution of outstanding construction items.
- Inspection of punch list completion.
- Verify there are no outstanding claims related to the D/B Contractor's work.
- Provide Notification of Completion to the Mobility Authority.

### **3.12. Record Drawings**

If necessary, the GEC will support the effort of the D/B Contractor to compile and provide the Mobility Authority with Record Plans. The GEC will develop and implement a process for periodic review of Record Drawing development status by the D/B Contractor throughout the project duration. The GEC is not responsible for any errors or omission in the information provided by the D/B Contractor.

#### 4. MATERIAL ACCEPTANCE TESTING (Code 13620)

The GEC will provide Quality Acceptance testing of materials incorporated into the project, coordinate materials testing operations, and review Material Test Reports. Material Testing procedures will include:

##### 4.1. Quality Acceptance

- Provide a Qualification Program for materials utilized by the project for the construction of the Project in accordance with the Quality Acceptance Program (QAP).
- Approve the D/B Contractor's procedures and requirements for handling, storage, shipping, and preservation of materials incorporated into the work; including Corrective Action procedures for test or inspection failures, malfunctions or deficiencies.
- Submit construction Quality Acceptance Material Certification letter monthly to the Mobility Authority.
- All material test results will be reviewed by the Construction Manager or Resident Engineer.

##### 4.2. Verification

- Develop and implement a testing plan in compliance with TxDOT's Guide Schedule of Sampling and Testing for the Project.
- Perform the testing of construction materials utilized on the Project.
- Prepare and manage Non-Compliance Reports (NCRs) for failing tests as appropriate.
- Prepare control charts for applicable test values.
- Provide materials advice as deemed necessary.
- Maintain a material testing database.
- Review mill and shop inspection and laboratory tests and field test of construction materials performed by the testing engineer and the off-site materials testing agency.

##### 4.3. Independent Assurance Program

- Implement the Independent Assurance (IA) Program which evaluates all sampling and testing procedures, personnel, and equipment used as part of an acceptance decision.
- Maintain documentation of all qualified individuals who perform required tests for acceptance of materials.
- Verify that laboratories are qualified to perform testing.
- Compose an annual report that will be submitted to TxDOT summarizing the results of the systems approach IA Program.

## 5. ENVIRONMENTAL COMPLIANCE (Code 13620)

The GEC will provide staff to review and report on the D/B Contractor's environmental compliance efforts. Specific activities include:

- Oversight review and audits of the D/B Contractor's Comprehensive Environmental Protection Program (CEPP).
- Review of environmental site assessments (ESAs) submitted by the D/B Contractor for right of way (ROW) parcels for the Project, as required.
- Review and approve the D/B Contractor's HAZMAT Plan.
- Monitor the D/B Contractor's compliance with the SWPPP plans and permit requirements.
- Review letter to Affected Property Owners and meet with concerned citizens to discuss environmental issues, as required.
- Review Archeological and Historic Property survey reports, Test / Data Recovery Plans and reports, and SHPO-FRHP nomination packages, as required.
- Review design plans and design changes for conformance with environmental commitments.
- Issue Non-Compliance Reports (NCRs) for instances which fall below permit requirements.
- Develop and maintain database to track and verify environmental commitments documented in the Environmental Documents and for permit compliance.
- Monitor the D/B Contractor's activities to determine if environmental encounters are being promptly reported and managed in accordance with the CEPP, and applicable laws and regulations.

## 6. PUBLIC INVOLVEMENT (Code 13750)

The GEC will provide staff as needed to support the Mobility Authority with the administration, management, and coordination of the overall Project public involvement efforts.

### 6.1 Public Information and Project Updates

The GEC will support public outreach concerning Project information and construction updates, including:

- Work with the Mobility Authority and the D/B Contractor to develop and implement the Community Relations Program.
- Respond to public inquiries regarding the Project, specifically with the use of an e-mail hotline address.

### 6.2 Public Outreach Support

Coordinate various public outreach meetings and events, as requested by the Mobility Authority, including:

- Assist with strategy development
- Mediation/facilitation
- Small meetings and one-on-ones with stakeholders.

- Environmental Assessment Re-Evaluation Meetings and Coordination – including identification of issues and key stakeholders; providing strategy; facilitating meetings (5); and developing follow up documentation.
- Assist with planning and outreach for Community Leaders
- Project tours for visitors and other delegations.

### 6.3. Media Outreach Support

Assist the Mobility Authority, as requested, with the following public and media outreach tasks:

- Provide native mobile app services for iPhone and Android devices.
- Provide mobile website project services.
- Provide ongoing Mobility Authority's Project website maintenance and website marketing.
- Provide content for updates on the Mobility Authority's Project website.
- Provide updates to 3D video simulations previously developed during the MoPac Improvement Project development phase to incorporate revisions to the project schematic based on the D/B Contractor's design.
- Issuance of the D/B Contractor's public notices of traffic phase changes and local road detours and closures through the TxDOT District Office.
- Respond to media inquiries.
- Respond to Open Records requests.

## 7. ADDITIONAL SERVICES

### 7.1. General

The services listed above are anticipated to cover the range of activities for the oversight of the design and construction of the Project. However, change can occur at any time during the project term and may involve changed scope, schedule or staffing. Changes to the scope and/or schedule of the work, whether at the request of the Mobility Authority or resulting from changes to the project initiated by the D/B Contractor, may require additional services outside of this scope, or the provision of identified services for an additional period of time.

### 7.2. Change Management Plan

Changes to the Project subsequent to the execution of the Work Authorization may have an impact on the Project's scope, schedule, fee/budget, and/or risk exposure. To more efficiently handle these changes the GEC will implement a Change Management Plan. The purpose of this plan is to standardize the process used for the handling and documentation of all project changes which impact scope, schedule, fee/budget and/or risk exposure. The goal of the plan is to respond proactively to the Project requirements while reducing impacts to the Project schedule and risks to all parties.

The GEC will develop a Change Management Plan for the specific requirements of the Project. A draft of the plan will be submitted to the Mobility Authority subsequent to the execution of this Work Authorization. In general, the plan will cover contractual obligations of parties, schedule management, change tracking and reporting, and documentation.



**8. LIST OF ASSUMPTIONS**

**8.1. Project Scope**

The services provided by the GEC as described in this Work Authorization are based upon the Project scope as defined in the D/B Contract scope of work and technical provisions.

**8.2. Project Schedule**

The services provided by the GEC as described in this Work Authorization are based upon the Project schedule as provided by the D/B Contractor in its proposal. Any change to the project schedule dates as noted below may require a supplement to this Work Authorization.

- Substantial Completion 29 months (882 calendar days) after NTP
- Final Acceptance 120 calendar days after Substantial Completion
- Project Closeout completed 60 calendar days after Final Acceptance

DRAFT

## Attachment B Fee Estimate

	HNTB	DBE SUB	NON-DBE SUB	Percentage of Oversight Fee
<b>Total Labor &amp; Overhead &amp; Profit</b>				
Project Management Oversight	\$2,679,270	\$0	\$0	14.54%
Design Oversight	\$1,311,450	\$205,766	\$0	8.23%
Toll Facilities	\$361,149	\$0	\$32,169	2.13%
Project Controls	\$1,468,682	\$843,484	\$673,340	16.20%
Public Involvement	\$370,159	\$0	\$0	2.01%
Construction Oversight	\$4,971,295	\$4,140,418	\$373,481	51.46%
<b>Sub-Total Burdened Labor</b>	<b>\$11,162,006</b>	<b>\$5,189,668</b>	<b>\$1,078,989</b>	<b>94.57%</b>
<b>Expenses (Design + Construction)</b>	<b>\$652,600</b>	<b>\$207,400</b>	<b>\$140,000</b>	<b>6.86%</b>
<b>Sub-Total Burdened Labor</b>	<b>\$11,162,006</b>	<b>\$5,189,668</b>	<b>\$1,078,989</b>	<b>\$17,430,663</b>
<b>Sub-Total Expenses</b>	<b>\$652,600</b>	<b>\$207,400</b>	<b>\$140,000</b>	<b>\$1,000,000</b>
<b>Total Fee (Design/Build Oversight)</b>	<b>\$11,814,606</b>	<b>\$5,397,068</b>	<b>\$1,218,989</b>	<b>\$18,430,663</b>

**Total WA#16 Fee \$ 18,430,663**

## Attachment B Fee - Expense Summary

DB Expenses	
Expenses - includes mileage, travel, leased vehicles, vehicle supplies, field / safety equipment, training, cell phones, cameras, network/technology, internet service, phone service, desk phones, wiring, computers, e-builder licenses, earth cam, miscellaneous supplies, ADA consulting and other expenses for field office as well as office supplies, print charges, deliveries, etc. for design office	Monthly Amount
	\$28,571



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

**RESOLUTION NO. 13-041**

**APPROVING AN AGREEMENT WITH THE CITY OF CEDAR PARK  
RELATING TO ITS CONSTRUCTION OF BMC DRIVE TO ACCESS THE  
NORTHBOUND LANES OF BRUSHY CREEK LOOP.**

WHEREAS, the City of Cedar Park is intending to build BMC Drive to provide direct access onto the northbound lanes of Brushy Creek Loop, east of the 183A Expressway; and

WHEREAS, the proposed BMC Drive includes a segment of the 183A shared use path as well as land encumbered by a drainage easement conveyed to the Mobility Authority; and

WHEREAS, staff at the City of Cedar Park and the Mobility Authority have discussed and agreed upon a proposed interlocal agreement relating to the construction of BMC Drive and its impact on the Mobility Authority; and

WHEREAS, the Executive Director recommends approval of the proposed interlocal agreement attached as Exhibit 1.

NOW THEREFORE, BE IT RESOLVED that the Executive Director may finalize and execute on behalf of the Mobility Authority the proposed interlocal agreement with the City of Cedar Park 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 26<sup>th</sup> day of June, 2013.

Submitted and reviewed by:



Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number: 13-041  
Date Passed: 06/26/2013

**EXHIBIT 1 TO RESOLUTION 13-041**

**INTERLOCAL AGREEMENT WITH THE CITY OF CEDAR PARK**

**[on the following 3 pages]**

STATE OF TEXAS §  
  §  
COUNTY OF WILLIAMSON §

**INTERLOCAL COOPERATION AGREEMENT  
SHARED USE PATH AND DRAINAGE EASEMENT**

This Agreement is entered into between the parties shown below as Contracting Parties pursuant to the authority granted and in compliance with the provisions of the “Interlocal Cooperation Act,” Chapter 791, Texas Government Code.

**I.  
CONTRACTING PARTIES**

The Receiving Agency: Central Texas Regional Mobility Authority (“CTRMA” or the “Authority”), a regional mobility authority, governed by and authorized under Chapter 370 of the Texas Transportation Code (TTC).

The Performing Agency: The City of Cedar Park, Texas, (“City”) a home-rule municipal corporation and political subdivision of the State of Texas.

**II.  
STATEMENT OF SERVICES TO BE PERFORMED**

In consideration of the following conditions, CTRMA and the City agree that:

1. Service Area. The Authority has constructed, owns and operates the 183A Turnpike Project located in Williamson County, Texas. The project consists of access tolled main lanes, frontage road, drainage systems and a shared use path.

2. CTRMA’s Authority. In accordance with Chapter 370 of the TTC, among other things, the Authority may:

- a. Provide for adequate storm water drainage for the Toll Road System.
- b. Provide connectivity for trails and paths for use as pedestrian walkways as well as other uses.

3. Services to be Provided.

a. The existing drainage easement, as shown and described in Exhibit A, is used for the conveyance of surface drainage from the 183A frontage road to the CTRMA’s water quality and detention pond. The portion of the drainage easement to be released, shown in Exhibit B, lies within the BMC Drive right-of-way. The City shall take the storm water runoff that is currently conveyed in this easement and it shall be continued to be conveyed through the

City's right-of-way via storm sewer infrastructure installed with the City's BMC Drive project, all at City's expense.

b. The existing shared use path and trail, as shown and described in Exhibit C, is used for the purpose of a pedestrian walkway and other similar uses and that portion to be relocated, shown and described in Exhibit C, lies within the BMC Drive right-of-way. The City shall reconstruct the shared use path and trail in the same manner and to the same quality as currently exists, and relocate the same to the City's right-of-way within the BMC Drive project, all at City's expense and the existing path shall be restored to its original condition.

4. City agrees to the following:

a. Access to the shared-use path is to remain unrestricted at all times unless approved by the Authority.

b. The City shall promptly reimburse or relocate any improvements made within the area that affect the functionality of the shared-use path or cause it to not be in compliance with AASHTO shared use path criteria.

c. Unless otherwise stated, the City's right to the shared-use path shall be the same as that of the general public.

d. The Authority shall have the right to review and consent to any proposed improvements within 2' of the shared-use path.

e. The Authority shall have the right to trim and remove trees, brush, or other vegetation growing alongside or above the shared-use path.

f. Existing path must remain open, or the realigned path must be constructed, or a temporary path must be constructed and remain open during the construction duration of BMC Drive or any future construction within the area defined by the ILA.

g. Access to the shared-use path by the general public must remain unrestricted at all times. Any temporary restriction in access to the path must first be approved by the Authority, subject to their conditions.

h. Any damage or deficiency caused to the shared-use path, or improvements directly related to it, by the City or the City's contractors must be corrected in a timely manner as agreed upon by the Authority.

i. The Authority must review and approve the redesign of the shared-use path and associated improvements related to the shared-use path.

5. Services Oversight. The Authority and the City shall continually coordinate to ensure the services provided are delivered in a manner mutually acceptable to both parties.



6. Construction Criteria. The City shall perform all construction in accordance with applicable City codes.

7. Progress Reports. The City shall provide the Authority with regular progress reports and completion estimates as requested.

8. Term of the Agreement. This Agreement shall terminate upon the satisfactory completion of the services to be provided or upon \_\_\_\_\_ years from the date of signing, whichever occurs first.

THE UNDERSIGNED CONTRACTING PARTIES do hereby certify that, (1) the services specified above are necessary and essential for activities that are properly within the statutory functions and programs of the affected Parties; (2) the proposed arrangements serve the interest of efficient and economical administration of government; and (3) the services, supplies or materials contracted for are not required by Section 21 of Article 16 of the Constitution of Texas to be supplied under contract given to the lowest responsible bidder.

The Authority further certifies that is has the authority to contract for the above services by authority granted in Section 370.181(c) of the TTC.

The City further certifies that it has the authority to perform the services contracted for under the terms of this Agreement.

“CTRMA”

“CITY”

CENTRAL TEXAS REGIONAL  
MOBILITY AUTHORITY

CITY OF CEDAR PARK, TEXAS

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

By: \_\_\_\_\_  
Name: Brenda Eivens  
Title: City Manager  
Date: \_\_\_\_\_

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

**RESOLUTION NO. 13-042**

**AUTHORIZE RELEASE OF A 0.1484 ACRE PORTION OF A MOBILITY  
AUTHORITY DRAINAGE EASEMENT LOCATED WITHIN CITY OF CEDAR PARK  
RIGHT-OF-WAY FOR ITS BMC DRIVE PROJECT.**

WHEREAS, in connection with the development of the 183A Expressway, Fox-Galbraith Lumber Company conveyed a drainage easement for Highway 183A, recorded in the Official Public Records for Williamson County, Texas, as Document Number 2007090677 (the "Drainage Easement"); and

WHEREAS, in connection with construction its proposed BMC Drive Project, the City of Cedar Park has requested release by the Mobility Authority of 0.1484 acres of the Drainage Easement, as the area is more fully described in Exhibit 1 (the "Release Area"); and

WHEREAS, the Mobility Authority staff has determined the Mobility Authority has no current or anticipated need to retain the Release Area for use as a drainage easement when the City of Cedar Park will convey storm water drainage through its improvements to BMC Drive; and

WHEREAS, the Board has determined it is in the interests of the Mobility Authority to release the Release Area from the Drainage Easement.

NOW, THEREFORE, BE IT RESOLVED that the Executive Director is authorized to negotiate and execute for the Mobility Authority all documents needed to release the Release Area from the Drainage Easement for the nominal consideration of \$10.00.


Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 26th day of June, 2013.

Submitted and reviewed by:



Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number 13-042  
Date Passed 6/26/13

**EXHIBIT 1 TO RESOLUTION 13-042**  
**DESCRIPTION OF RELEASED AREA**

**[on the following 5 pages]**



*Land Surveyors, Inc.*

8333 Cross Park Drive  
Austin, Texas 78754  
Office: 512.374.9722  
Fax: 512.873-9743

METES AND BOUNDS DESCRIPTION

BEING 0.1484 OF ONE ACRE (6,464 SQUARE FEET) OF LAND OUT OF THE SAMUEL DAMON SURVEY, ABSTRACT NO. 170, IN WILLIAMSON COUNTY, TEXAS AND BEING A PORTION OF A 4.7237 ACRE DRAINAGE EASEMENT GRANTED TO THE CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY BY INSTRUMENT OF RECORD IN DOCUMENT NUMBER 2007090677 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID DRAINAGE EASEMENT BEING A PORTION OF LOT 1, F-G SUBDIVISION NUMBER ONE, A SUBDIVISION OF RECORD IN CABINET S, SLIDES 55-57 OF THE PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS AND DOCUMENT NUMBER 2000002954 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a 1/2" rebar found with plastic cap which reads "BASELINE INC." for the southwest corner of the remainder of Lot 2, Block A, BMC Lumber Subdivision Number One, a subdivision of record in Cabinet CC, Slides 42-46 of the Plat Records of Williamson County, Texas and Document Number 2006056600 of the Official Public Records of Williamson County, Texas, the northwest corner Lot 1, Block A, BMC Lumber Subdivision Number Three; a subdivision of record in Document Number 2011012473 of the Official Public Records of Williamson County, Texas, and being in the east line of a 3.0925 acre tract of land conveyed to The State of Texas by instrument of record in Document Number 2007022516 of the Official Public Records of Williamson County, Texas, from which a 1/2" rebar found with plastic cap which reads "BASELINE INC." in the west line of said 3.0925 acre tract, the east line of said Lot 1, F-G Subdivision Number One and also being the former southwest corner of said Lot 2, Block A, BMC Lumber Subdivision Number One, bears South 68°34'20" West (record - South 68°34'20" West) a distance of 99.58 feet;

THENCE, along the west line of the remainder of Lot 2, Block A, BMC Lumber Subdivision Number One and the east line of the 3.0925 acre tract, along a non-tangential curve to the left having a radius of 3416.66 feet (record - 3416.66 feet), an arc length of 336.19 feet, a delta angle of 05°38'16", and having a chord which bears North 36°16'11" West a distance of 336.05 feet to a 1/2" rebar found with plastic cap which reads "BASELINE INC." for the northeast corner of the 3.0925 acre tract, same being an angle point in the west line of the remainder of Lot 2, Block A, BMC Lumber Subdivision Number One;

THENCE South 70°53'02" West (record - South 69°47'19" West), along the west line of the remainder of Lot 2, Block A, BMC Lumber Subdivision Number One and the north line of the 3.0925 acre tract, a distance of 14.95 feet (record - 15.02 feet) to a 1/2" rebar found with plastic cap which reads "BASELINE INC." for the northwest corner of the 3.0925 acre tract, same being an angle point in the west line of the remainder of Lot 2, Block A, BMC Lumber Subdivision Number One and the east line of said Lot 1, F-G Subdivision Number One, and also being the northeast corner of said 4.7237 acre drainage easement for the POINT OF BEGINNING; from which a 1/2" rebar found with plastic cap which reads "BASELINE, INC.", for the northwest corner of the remainder of Lot 2, Block A, BMC Lumber Subdivision Number One, the southwest corner of Lot 1, Block A, BMC Lumber Subdivision Number One, and being in the east line of Lot 1, F-G

Subdivision Number One, bears North  $21^{\circ}33'38''$  West (record - North  $21^{\circ}38'34''$  West) a distance of 147.46 feet;

THENCE crossing through Lot 1, F-G Subdivision Number One and said 4.7237 acre Drainage Easement the following two (2) courses:

1. South  $62^{\circ}50'24''$  West a distance of 230.80 feet to a calculated point for a point of curvature;
2. Along a tangential curve to the left, having a radius of 25.00 feet, a length of 42.75 feet, a delta angle of  $97^{\circ}57'55''$  and a chord which bears South  $13^{\circ}51'27''$  West a distance of 37.73 feet to a calculated point for a point of cusp in the west line of Lot 1, F-G Subdivision Number One, the west line of the 4.7237 acre Drainage Easement and being in the east right-of-way line of Brushy Creek Loop (R.O.W. varies);

THENCE along the west line of Lot 1, F-G Subdivision Number One, the west line of the 4.7237 acre Drainage Easement and said east right-of-way line of Brushy Creek Loop, being a non-tangential curve to the left, having a radius of 3146.66 feet (record - 3146.66 feet), a length of 167.47 feet, a delta angle of  $3^{\circ}02'58''$  and having a chord, which bears North  $41^{\circ}07'48''$  West a distance of 167.45 feet to a calculated point for a point of cusp;

THENCE crossing through Lot 1, F-G Subdivision Number One and the 4.7237 acre Drainage Easement along a non-tangential curve to the left, having a radius of 60.00 feet, a length of 54.49 feet, a delta angle of  $52^{\circ}02'18''$  and having a chord, which bears South  $70^{\circ}35'56''$  East a distance of 52.64 feet to a calculated point in the northerly line of the 4.7237 acre Drainage Easement;

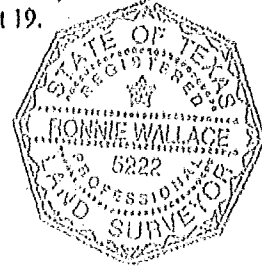
THENCE continue through Lot 1, F-G Subdivision Number One along the northerly line of the 4.7237 acre Drainage Easement, being a non-tangential curve to the right, lying 25.00 feet east of (as measured perpendicularly) and parallel with the west line of Lot 1, F-G Subdivision Number One, the west line of the 4.7237 Acre Drainage Easement and the east right-of-way line of Brushy Creek Loop, having a radius of 3171.66 feet (record: 3171.66 feet), a length of 68.22 feet, a delta angle of  $68.22$  feet and having a chord, which bears South  $41^{\circ}11'53''$  East a distance of 68.22 feet to a calculated point;

THENCE North  $69^{\circ}47'09''$  East (record - North  $69^{\circ}47'19''$  East) continuing through Lot 1, F-G Subdivision Number One, along the northerly line of the 4.7237 acre Drainage Easement a distance of 245.04 feet to the POINT OF BEGINNING.

This parcel contains 0.1484 of one acre (6,464 square feet) of land, more or less, out of the Samuel Damon Survey, Abstract No. 170, in Williamson County, Texas.

Bearing Basis: Texas State Plane Coordinates, Texas Central Zone, NAD 83/93 HARN; converted from Latitude and Longitude cited for the City of Cedar Park Benchmark Monument 19.

*Ronnie Wallace* *16 April 2013*  
Ronnie Wallace                      Date  
Registered Professional Land Surveyor  
State of Texas No. 5222



File: S:\Projects\BMC Lumber\Docs\Field Notes\Drainage Esmt Vacate VERS 2\_fn.doc  
Drawing: S:\Projects\BMC Lumber\Dwg\Drainage Esmt Vacate VERS 2.dwg

MATCHLINE SHEET 5  
SHEET 4



*Ron Wallace*  
4.16.13

LOT 1  
F-G SUBDIVISION  
NUMBER ONE  
CAB. S, SL. 55-57  
P.R.W.C.T.  
DOC. NO. 2000002954  
O.P.R.W.C.T.

4.7237 AC.  
DRAINAGE EASEMENT  
CENTRAL TEXAS REGIONAL  
MOBILITY AUTHORITY  
DOC. NO. 2007090677  
O.P.R.W.C.T.

STATE OF TEXAS  
3.0925 AC.  
DOC. NO. 2007022516  
O.P.R.W.C.T.

POINT OF  
COMMENCING

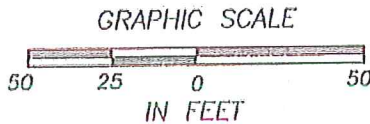
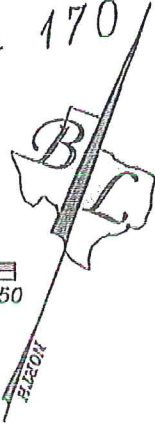
(S68°34'20"W)  
S68°34'20"W  
99.58'

STATE OF TEXAS  
3.0925 AC.  
DOC. NO. 2007022516  
O.P.R.W.C.T.

BLOCK A  
REMAINDER OF LOT 2  
BMC LUMBER SUBDIVISION NUMBER ONE  
CAB. CC, SL. 42-46  
P.R.W.C.T.  
DOC. NO. 2006056600  
O.P.R.W.C.T.

LOT 1  
BLOCK A  
BMC LUMBER SUBDIVISION  
NUMBER THREE  
DOC. NO. 2011012473  
O.P.R.W.C.T.

*Samuel Damon Survey*  
*Abstract Number 170*



CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	BEARING	CHORD
C1	3416.66'	336.19'	5'38'16"	N36°16'11"W	336.05'
{C1}	3416.66'				
C2	25.00'	42.75'	97°57'55"	S13°51'27"W	37.73'
C3	3146.66'	167.47'	3'02'58"	N41°07'48"W	167.45'
{C3}	3146.66'				
C4	60.00'	54.49'	52°02'18"	S70°35'56"E	52.64'
C5	3171.66'	68.22'	1°13'57"	S41°11'53"E	68.22'
{C5}	3171.66'				

BEARING BASIS: TEXAS STATE PLANE COORDINATES, TEXAS CENTRAL ZONE, NAD 83/93 HARN; CONVERTED FROM LATITUDE AND LONGITUDE CITED FOR THE CITY OF CEDAR PARK BENCHMARK MONUMENT 19.

SKETCH TO ACCOMPANY FIELD NOTES OF 0.1404 OF ONE ACRE (0.464 SQUARE FEET) OF LAND OUT OF THE SAMUEL DAMON SURVEY, ABSTRACT NO. 170 IN WILLIAMSON COUNTY, TEXAS, AND BEING A PORTION OF A 4.7237 ACRE DRAINAGE EASEMENT GRANTED TO THE CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY BY INSTRUMENT OF RECORD IN DOCUMENT NUMBER 2007090677 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID DRAINAGE EASEMENT BEING A PORTION OF LOT 1, F-G SUBDIVISION NUMBER ONE, A SUBDIVISION OF RECORD IN CABINET S, SLIDES 55-57 OF THE PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS, AND DOC. NO. 2000002954 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS.

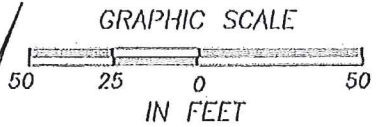
**BASELINE LAND SURVEYORS, INC.**  
PROFESSIONAL LAND SURVEYING SERVICES  
8333 CROSS PARK DRIVE  
AUSTIN, TEXAS 78754  
OFFICE: 512.374.9722 FAX: 512.873.9743  
ron-baseline@austlnr.com

File: Projects\BMC Lumber\Draw\Drainage Esmt Vacate VERS 2.dwg	Snapshot:
Job No.	Scale (Vert.):
Scale (Hor.): 1"=50'	Scale (Vert.):
Date: 01/16/13	Checked By: JSL
	Drawn By: RLW

SHEET  
04 of 05

# LEGEND

- 1/2" REBAR FOUND WITH PLASTIC CAP WHICH READS "BASELINE INC"
- 1/2" REBAR SET WITH PLASTIC CAP WHICH READS "BASELINE INC"
- ▲ CALCULATED POINT
- P.U.E. PUBLIC UTILITY EASEMENT
- R.O.W. RIGHT OF WAY
- ( ) RECORD INFORMATION-DOC. NO. 2006056600, O.P.R.W.C.T.
- { } RECORD INFORMATION-DOC. NO. 2007090677, O.P.R.W.C.T.
- [ ] RECORD INFORMATION-DOC. NO. 2007022516, O.P.R.W.C.T.
- O.P.R.W.C.T. OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS
- O.R.W.C.T. OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS
- P.R.W.C.T. PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS



*Samuel Damon Survey  
Abstract Number 170*

LOT 1  
BLOCK A  
18.00 AC.  
BMC LUMBER SUBDIVISION  
NUMBER ONE  
CAB. CC, SL. 42-46  
P.R.W.C.T.  
DOC. NO. 2006056600  
O.P.R.W.C.T.

BLOCK A  
REMAINDER OF LOT 2  
BMC LUMBER SUBDIVISION  
NUMBER ONE  
CAB. CC, SL. 42-46  
P.R.W.C.T.  
DOC. NO. 2006056600  
O.P.R.W.C.T.

LOT 1  
F-G SUBDIVISION NUMBER ONE  
CAB. S, SL. 55-57 P.R.W.C.T.  
DOC. NO. 200002954 O.P.R.W.C.T.

4.7237 AC.  
DRAINAGE EASEMENT  
CENTRAL TEXAS REGIONAL  
MOBILITY AUTHORITY  
DOC. NO. 2007090677  
O.P.R.W.C.T.

0.1484 ACRE

{N69°47'19"E}  
N69°47'09"E 245.04'

S62°50'24"W 230.80'

4.7237 AC.  
DRAINAGE EASEMENT  
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY  
DOC. NO. 2007090677  
O.P.R.W.C.T.

S70°53'02"W  
14.95'  
{S69°47'19"W}  
[15.02']

LOT 1  
F-G SUBDIVISION NUMBER ONE  
CAB. S, SL. 55-57 P.R.W.C.T.  
DOC. NO. 200002954 O.P.R.W.C.T.

MATCHLINE SHEET 5  
SHEET 4

POINT OF BEGINNING

BRUSHY CREEK LOOP  
(R.O.W. VARIES)  
RIGHT-OF-WAY

STATE OF TEXAS  
3.0925 AC.  
DOC. NO. 2007022516  
O.P.R.W.C.T.

CURVE TABLE					
CURVE	RADIUS	LENGTH	DELTA	BEARING	CHORD
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SKETCH TO ACCOMPANY FIELD NOTES OF 0.1404 OF ONE ACRE (6,464 SQUARE FEET) OF LAND OUT OF THE SAMUEL DAMON SURVEY, ABSTRACT NO. 170 IN WILLIAMSON COUNTY, TEXAS, AND BEING A PORTION OF A 4.7237 ACRE DRAINAGE EASEMENT GRANTED TO THE CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY BY INSTRUMENT OF RECORD IN DOCUMENT NUMBER 2007090677 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS; SAID DRAINAGE EASEMENT BEING A PORTION OF LOT 1, F-G SUBDIVISION NUMBER ONE, A SUBDIVISION OF RECORD IN CABINET S, SLIDES 55-57 OF THE PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS, AND DOC. NO. 200002954 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS.

**BASELINE LAND SURVEYORS, INC.**  
PROFESSIONAL LAND SURVEYING SERVICES

8333 CROSS PARK DRIVE  
AUSTIN, TEXAS 78754  
OFFICE: 512.374.9722 FAX: 512.873.9743  
ron-baseline@austin.txrr.com

File: [Projects][BMC Lumber][Day][Drainage Esmt Vocate VERS 2.dwg]	Snapshot:
Job No.:	Scale (Vert.):
Scale (Hor.): 1"=50'	Scale (Vert.):
Date: 01/16/13	Checked By: JSL
	Drawn By: RLW

SHEET  
05 of 05



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

**RESOLUTION NO. 13-043**

**APPROVING AN AGREEMENT WITH THE TEXAS DEPARTMENT OF  
TRANSPORTATION TO AUTHORIZE MOBILITY AUTHORITY CONNECTION TO  
AND USE OF THE TXDOT TELECOMMUNICATIONS NETWORK.**

WHEREAS, the Mobility Authority is currently developing the Manor Expressway Project on US Highway 290 East (the "Project"); and

WHEREAS, the telecommunication and toll system infrastructure at the Project must communicate with telecommunication and toll system equipment located at the Mobility Authority's 183A Field Office Building; and

WHEREAS, the Project is located on existing right-of-way owned by the Texas Department of Transportation ("TxDOT"), and adjoins the existing TxDOT telecommunication network along SH 130 and SH 45; and

WHEREAS, the Mobility Authority and TxDOT have negotiated a proposed agreement, attached as Exhibit 1, under which TxDOT authorizes connection to and use of its existing telecommunication and toll system infrastructure along SH 130 and SH 45 to connect equipment at the Project with the 183A Field Office Building; and

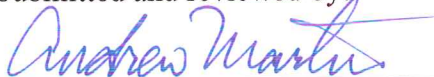
WHEREAS, the Executive Director recommends approval of the proposed agreement attached as Exhibit 1.

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

BE IT FURTHER RESOLVED that the Executive Director may finalize and execute the proposed agreement 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 26<sup>th</sup> day of June, 2013.

Submitted and reviewed by:



Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Ray A. Willerson  
Chairman, Board of Directors  
Resolution Number: 13-043  
Date Passed: 06/26/2013

**EXHIBIT 1 TO RESOLUTION 13-043**  
**MULTIPLE USE AGREEMENT FOR**  
**SHARING FIBER OPTIC CABLE and/or RELATED INFRASTRUCTURE**

**[on the following 10 pages]**

STATE OF TEXAS §  
COUNTY OF TRAVIS §

**MULTIPLE USE AGREEMENT**  
for  
**SHARING FIBER OPTIC CABLE and/or RELATED INFRASTRUCTURE**

---

**THIS CONTRACT** is entered into by the Contracting Parties under Government Code, Chapter 791.

**CONTRACTING PARTIES:**

Texas Department of Transportation	<b>TxDOT</b>
Central Texas Regional Mobility Authority	<b>Local Government</b>

The parties desire to connect to and/or use existing Fiber Optic Cable and/or Related Infrastructure for the purpose of transmitting transportation-related data only. Related Infrastructure includes but is not limited to fiber optic facilities such as conduit, ducts, control cabinets, poles, structures, etc. along TxDOT roadways and right-of-way, as well as offices, operations and control centers, substations, etc. within the TxDOT operations network. The desired connection and use must not cause damage to or adversely effect data, interconnections, systems, facilities, infrastructure or operations as determined by TxDOT.

The governing body, by resolution or ordinance, dated \_\_\_\_\_, has authorized the Local Government to enter into this agreement.

This contract incorporates the provisions of **Attachment A**, Local Government’s Resolution or Ordinance; **Attachment B**, Descriptions and Specifications of Rights Granted in Article 2; **Attachment C**, Request for Authorization of Fiber Optic Cable Connection; **Attachment D**, Request for Authorization of Fiber Optic Cable-Related Infrastructure Connection; **Exhibits A-C**, Maps of Mutually Agreed-Upon Fiber Optic Cable and/or Related Infrastructure.

In consideration of the mutual promises contained in this agreement, the TxDOT and the Local Government now agree as follows:

**A G R E E M E N T**

**ARTICLE 1. CONTRACT PERIOD**

This agreement becomes effective when signed by the last party whose signing makes the agreement fully executed, and shall terminate concurrently with the termination of the 290 East Toll Project “Manor Expressway” - Project Development, Operation, and Maintenance Agreement, executed on 02/09/11, and the 183-A Turnpike Project Development, Operation, and Maintenance Agreement, executed on 03/14/05, between TxDOT and CTRMA or when otherwise modified or terminated, as hereinafter provided.

**ARTICLE 2. RIGHTS GRANTED**

- A. The parties agree to allow the connection to their respective Fiber Optic Cable and/or Related Infrastructure by the other party.
- B. The Local Government shall be allowed to use only the mutually agreed upon TxDOT Fiber Optic Cable and/or Related Infrastructure as listed in Attachments B, C, D, and further illustrated in Exhibits A-C.
- C. The unit of capacity exchange by either shared method shall be mutually agreed upon on a case-by-case basis. Capacity exchanges need not be on an equal basis.
- D. Each party permits the other party to enter upon its right-of-way and to attach, install, operate, maintain, remove, reattach, reinstall, relocate, and replace such connections of the entering party’s Fiber Optic Cable and/or Related Infrastructure to the owning party’s Fiber Optic Cable and/or Related Infrastructure.
- E. Any and all rights expressly granted to either party to use the Fiber Optic Cable and/or Related Infrastructure of the other party shall be subject to the prior and continuing right of the party to whom the Fiber Optic Cable and/or Related Infrastructure belongs to use its Fiber Optic Cable and/or Related Infrastructure for its own purposes under applicable laws. The rights granted shall be further subject to all deeds, easements, dedications, conditions, covenants, restrictions, encumbrances, and claims of title of record which may affect the rights to use the Fiber Optic Cable and/or Related Infrastructure.
- F. Nothing in this agreement shall be deemed to grant, convey, create, or vest in either party a real property interest in land, including any fee, leasehold interest, or easement.

**ARTICLE 3. OPERATION AND MAINTENANCE RESPONSIBILITIES**

- A. Each party will be responsible for the design, engineering, installation, operation and maintenance of their respective Fiber Optic Cable and/or Related Infrastructure system and components, to include the connections, within their respective right-of-ways.
- B. Each party is responsible for providing and maintaining any hardware, software, and additional infrastructure that are necessary to obtain the rights in Article 2. TxDOT may provide unused Intelligent Transportation Systems infrastructure and TxDOT facilities to support the additional infrastructure when possible and when deemed to be in the best interest of TxDOT.
- C. Because of unforeseen circumstances that may arise from the operation of TxDOT hardware or software, or other difficulties in telecommunications transmission over which TxDOT has no control, no guarantee is made that use of facilities will be available to the Local Government at all times during the term of this agreement. TxDOT is not responsible for any loss of revenue to the Local Government due to any interruption in the facilities. TxDOT does not guarantee a minimum response time to re-establish the facilities due to TxDOT network or system failures or any other circumstance.

**ARTICLE 4. INSTALLATION STANDARDS**

- A. Any installation, repairs, or removal of equipment shall be performed in accordance with industry standards.
- B. At the Local Government's sole cost and expense, all such work shall be done in compliance with all applicable building codes, ordinances, and other laws, rules, or regulations of governmental authorities having jurisdiction over such work, including, but not limited to, the Americans with Disabilities Act and the Texas Architectural Barriers Act.
- C. The Local Government must obtain all required governmental agreements, permits, and authorizations prior to beginning any such work and shall provide copies of the same to TxDOT upon request.
- D. After commencement of the installation of the equipment, the Local Government shall perform such work with due diligence to its completion.
- E. The Local Government is solely responsible for meeting and adhering to the above listed standards notwithstanding TxDOT's approval of plans and specifications.

**ARTICLE 5. INSTALLATION OF EQUIPMENT**

- A. The Local Government shall install any necessary hardware, software, or other infrastructure at its sole cost and risk.
- B. Any equipment installation, engineering design, or operations and maintenance plan provided by the Local Government shall be subject to TxDOT's review and approval to ensure compatibility with existing equipment and software.
- C. All equipment shall be clearly labeled to identify it as equipment installed by the Local Government.
- D. The Local Government shall provide all interface items required to maintain the equipment.
- E. Access by the Local Government's employees or contractors to the equipment located at TxDOT's facility will be by appointment only and must have designated TxDOT personnel present.

**ARTICLE 6. NOTICE TO PROCEED**

A properly completed Request for Authorization of Fiber Optic Cable and/or Related Infrastructure Connection form, attached to this agreement as Attachments C and D, shall be submitted to TxDOT for approval prior to any work being done. TxDOT shall review and approve or disapprove the connection, in writing, within sixty (60) days. During the course of the work, any substantial changes or alterations must also be submitted to TxDOT for prior written approval. All work shall be done in conformity with the approved Attachment C and/or D. Upon completion of the work, the Local Government shall promptly furnish suitable documentation showing the exact nature of the connection.

**ARTICLE 7. FEES**

TxDOT may require consideration for the agreement in the form of a payment; shared use of a telecommunication facility; or equipment, facilities, or services. TxDOT requires a tape of any stories related to TxDOT or those that involve any input from TxDOT employees that are aired by the Local Government.

**ARTICLE 8. INSPECTION**

Ingress and egress shall be allowed at all times to the Local Government's facility for Federal Highway Administration and TxDOT personnel and equipment when highway maintenance operations are necessary, and for inspection purposes; and upon request, all Local Government activities shall be prohibited until further notice from TxDOT.

**ARTICLE 9. INSURANCE**

To the extent that this agreement authorizes the Local Government or its contractor to perform any work on State right-of-way, before beginning work the entity performing the work shall provide TxDOT with a fully executed copy of TxDOT's Form 1560 Certificate of Insurance verifying the existence of coverage in the amounts and types specified on the Certificate of Insurance for all persons and entities working on State right-of-way. This coverage shall be maintained until all work on the State right-of-way is complete. If coverage is not maintained, all work on State right-of-way shall cease immediately, and TxDOT may recover damages and all costs of completing the work.

**ARTICLE 10. AMENDMENTS**

Amendments to this agreement must be in writing and executed by both parties. Any amendments must be executed during the contract period established in Article 1, Contract Period.

**ARTICLE 11. TERMINATION**

- A. Including the provisions established herein, this agreement may be terminated by either of the following conditions:
1. By mutual written agreement, or thirty (30) days after either party gives notice to the other party, whichever occurs first; or
  2. By TxDOT at any time if it is found that traffic conditions have so changed that the existence or use of the respective Fiber Optic Cable and/or Related Infrastructure is impeding maintenance, damaging the highway facility, impairing safety or that the facility is not being properly operated or maintained or that it is not in the public interest; or
  3. By TxDOT, upon written notice to the Local Government as consequence of the Local Government's failure to comply with the requirements of this agreement, unless the Local Government's failure to comply with the agreement is due to no fault of its own.
- B. If the termination is due to the failure of the Local Government to fulfill its contractual obligations, TxDOT will notify the Local Government that a possible breach of contract has occurred. The Local Government must remedy the breach as outlined by TxDOT to TxDOT's satisfaction within thirty (30) days from receipt of TxDOT's notification. TxDOT will declare this agreement terminated upon the Local Government's failure to remedy the breach within the thirty (30) day period.
- C. Termination of the agreement shall extinguish all rights, duties, obligations and liabilities of TxDOT and the Local Government under this agreement.
- D. Termination or expiration of this agreement shall not extinguish any of the Local Government's or TxDOT's obligations under this agreement that by their terms continue after the date of termination or expiration.

**ARTICLE 12. REMEDIES**

Violation or breach of contract by the Local Government shall be grounds for termination of the agreement and any increased costs arising from the Local Government's default, breach of contract or violation of agreement terms shall be paid by the Local Government. This agreement shall not be considered as specifying the exclusive remedy for any default, but either party may avail itself of any remedy existing at law or in equity, and all remedies shall be cumulative.

**ARTICLE 13. RELATIONSHIP BETWEEN THE PARTIES**

Each party acknowledges that it is not an agent, servant, or employee of the other party. Each party is responsible for its own acts and deeds and for those of its agents, servants, or employees.

**ARTICLE 14. ASSIGNMENT PROHIBITION**

The Local Government is prohibited from assigning any of the rights conferred by this agreement, to any third party without the advance written approval of TxDOT. Any attempted transfer of the rights or obligations of this agreement without TxDOT's consent shall be void and shall be grounds for termination of this agreement.

**ARTICLE 15. HOLD HARMLESS**

The Local Government shall indemnify and save harmless TxDOT and its officers and employees from all claims and liability due to its materials or activities of itself, its agents, or employees, performed under this agreement and that are caused by or result from error, omission, or negligent act of the Local Government or of any person employed by the Local Government. The Local Government shall also indemnify and save harmless TxDOT from any and all expense, including but not limited to attorney fees that may be incurred by TxDOT in litigation or otherwise resisting the claim or liabilities that may be imposed on TxDOT as a result of such activities by the Local Government, its agents, or employees. The Local Government agrees to indemnify and save harmless TxDOT and its officers, agents, and employees from any and all claims, damages, and attorneys' fees arising from the use of outdated data or information. The Local Government's indemnification of TxDOT shall extend for a period of three (3) years beyond the date of termination of this agreement.

**ARTICLE 16. GRATUITIES**

Any person who is doing business with or who reasonably speaking may do business with TxDOT under this agreement may not make any offer of benefits, gifts, or favors to employees of TxDOT. The only exceptions allowed are ordinary business lunches and items that have received the advanced written approval of TxDOT's executive director.

**ARTICLE 17. CONFLICT OF INTEREST**

The Local Government shall not assign an employee to activities relating to this agreement if the employee:

- a. owns an interest in or is an officer or employee of a business entity that has or may have a contract with TxDOT relating to this agreement;
- b. has a direct or indirect financial interest in the outcome of this agreement;
- c. has performed services regarding the subject matter of the agreement for an entity that has a direct or indirect financial interest in the outcome of this agreement or that has or may have a contract with TxDOT; or
- d. is a current part-time or full-time employee of TxDOT.

**ARTICLE 18. COMPLIANCE WITH LAWS**

The Local Government shall comply with all applicable federal, state, and local laws, statutes, ordinances, rules and regulations, and with the orders and decrees of any court or administrative bodies or tribunals in any manner affecting the performance of this agreement. When requested, the Local Government shall furnish TxDOT with satisfactory proof of this compliance. The Local Government shall provide or obtain all applicable permits, plans, or other documentation required by a federal or state entity.

**ARTICLE 19. INFORMATION EXCHANGE**

- A. Each party agrees to meet on, at a minimum, an annual basis for the purpose of reviewing future plans and current status of their respective Fiber Optic Cable and/or Related Infrastructure.
- B. The Local Government shall provide quarterly evaluation reports during the first calendar year of the agreement and annually thereafter detailing how and when the rights and infrastructure granted have been used.
- C. The Local Government shall not disclose information obtained from TxDOT under this agreement without the express written consent of TxDOT.

**ARTICLE 20. STATE AUDITOR'S PROVISION**

The State Auditor may conduct an audit or investigation of any entity receiving funds from TxDOT directly under the contract or indirectly through a subcontract under the contract. Acceptance of funds directly under the contract or indirectly through a subcontract under this contract acts as acceptance of the authority of the State Auditor, under the direction of the legislative audit committee, to conduct an audit or investigation in connection with those funds. An entity that is the subject of an audit or investigation must provide the State Auditor with access to any information the State Auditor considers relevant to the investigation or audit.

**ARTICLE 21. NOTICES**

All notices to either party by the other party required under this agreement shall be delivered personally or sent by U.S. Mail, postage prepaid, addressed to such party at the following respective addresses:

<b>State of Texas:</b>	Texas Department of Transportation ATTN: Director, Maintenance Division 125 East 11 <sup>th</sup> Street Austin, Texas 78701
<b>Local Government:</b>	Central Texas Regional Mobility Authority ATTN: Director of Operations 3300 N. IH 35, Suite 200 Austin, Texas 78705

All notices shall be deemed to be received by the addressee on the date so delivered or so deposited in the mail, unless otherwise provided herein. Either party hereto may change the above address by sending written notice of such change to the other in the manner provided herein.

**ARTICLE 22. SIGNATORY AUTHORITY**

Each signatory warrants that the signatory has the necessary authority to execute this agreement on behalf of the entity represented.

**IN TESTIMONY WHEREOF**, TxDOT and the Local Government have executed duplicate counterparts of this agreement.

**LOCAL GOVERNMENT**

By \_\_\_\_\_ Date \_\_\_\_\_  
Mike Heiligenstein  
Executive Director

**THE STATE OF TEXAS**

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

By \_\_\_\_\_ Date \_\_\_\_\_  
John A. Barton, P.E.  
Deputy Executive Director

**ATTACHMENT A**  
**LOCAL GOVERNMENT'S RESOLUTION OR ORDINANCE**

---



**ATTACHMENT B**

**DESCRIPTIONS AND SPECIFICATIONS OF RIGHTS GRANTED IN ARTICLE 2**

<b>PROVISION OF INFRASTRUCTURE</b>	
By TxDOT	By Local Government
<ol style="list-style-type: none"> <li>1. TxDOT will allow the Local Government use of TxDOT duct bank and the connection to the Department's Fiber Optic Cable Related Infrastructure as shown on Attachments C, D &amp; Exhibits A-C.</li> <li>2. TxDOT will allow access to the Toll Plaza and network equipment rack as shown on Attachments C, D &amp; Exhibits A-C.</li> <li>3. TxDOT will provide reasonable accommodation of space for all equipment required to complete installation.</li> </ol>	<ol style="list-style-type: none"> <li>1. The duct bank and Fiber Optic Cable Related Infrastructure will be used solely for traffic safety and transportation related purposes.</li> <li>2. Local Government will clearly, consistently, and permanently label Local Government installed cables and conductors with at least owner and function at each access point. Metallic or plastic tie wraps are not permitted.</li> <li>3. Local Government will follow TxDOT's Austin District standard detail for assigning cable or conductor to duct and/conduit by function.</li> <li>4. Unused conduit will be plugged as per TxDOT Austin District Duct/Conduit Terminations (DCTD) sheet.</li> <li>5. Local Government will make every reasonable effort to comply with NEC guidelines.</li> <li>6. Local Government is completely responsible for all costs of Local Government materials, operation, and maintenance.</li> <li>7. Maintenance of infrastructure will be in accordance with the Project Development Agreement between TxDOT and Local Government. Any work over \$5,000 in value and 4 hours in duration require TxDOT Form 1082, Notice of Proposed Installation, unless otherwise addressed in the Project Development Agreement.</li> <li>8. Local Government will follow normal TxDOT procedures for work in TxDOT ROW.</li> </ol>

<b>NON-MONETARY COMPENSATION</b>	
By TxDOT	By Local Government
<ol style="list-style-type: none"> <li>1.</li> </ol>	<ol style="list-style-type: none"> <li>1. Local Government will provide TxDOT access to near real time data (i.e., detector, video, device status, etc.). Data will be provided as more fully described in the Data Sharing Agreement between TxDOT and Local Government.</li> <li>2. Local Government will provide as-built drawings of all Local Government installed conduits and cables at ingress and egress as identified in Attachments C&amp;D.</li> </ol>

**ATTACHMENT C (Location #1 - SH 130 from US 290 to Mainlane Plaza 6)  
REQUEST FOR AUTHORIZATION of FIBER OPTIC CABLE CONNECTION**

Requested by: Central Texas Regional Mobility Authority (CTRMA)

**Section A – Ingress Fiber Access Location Information**

Ingress Location Identification	Mainlane Plaza 6 (ML6) on SH 130 as shown on Exhibit A and A-2.
Ingress Location Address	SH 130 about 0.62 miles north of Cameron Road as shown on Exhibit A and A-2.
Fiber Interface Method	<input type="checkbox"/> Dark Fiber Splice <input type="checkbox"/> Wave Division Multiplexer Connection <input checked="" type="checkbox"/> 4 Small Form Factor Pluggable (SFP) transceiver ports to be allocated at ML6. No interface to TxDOT fiber is being proposed.
Interface Quantity	4 Small Form Factor Pluggable (SFP) transceiver ports is to be allocated at ML6. Local government system integrator is to provide 12 dark fibers from US 290 to ML6. No interface to TxDOT fiber is being proposed.
Interface Optical Wavelength	<input type="checkbox"/> 850 nm <input type="checkbox"/> 1310 nm <input type="checkbox"/> 1550 nm <input checked="" type="checkbox"/> Other: Local government system integrator is not interfacing onto TxDOT network optically, but rather converting optically (1310 nm optical wavelength) to broadband to access the TxDOT network nodes at ML6. Thus, the optical wavelength that is being transmitted on the fiber does not contribute to the TxDOT network.
Maximum Interface Bandwidth	<input type="checkbox"/> T-1 <input type="checkbox"/> NTSC <input type="checkbox"/> 10Mbps <input type="checkbox"/> 100 Mbps <input type="checkbox"/> 1Gbps <input type="checkbox"/> DS-3 <input type="checkbox"/> OC-3 <input type="checkbox"/> OC-12 <input type="checkbox"/> OC-48 <input checked="" type="checkbox"/> Other: Local government system integrator will provide a Layer II tunnel that provides 2 GBps bandwidth, one GBps (for upstream traffic), and one GBps (for downstream traffic).
Special Ingress Requirements and Comments	Local government system integrator will pull new 48 single mode (SM) fiber onto the existing TxDOT network equipment rack, but shall only terminate 12 SM fibers onto the existing TxDOT rack mount patch panel.

**Section B – Egress Fiber Access Location Information**

Egress Location Identification	Existing TxDOT Ground Box (labeled "Egress" on Exhibit A-1)
Egress Location Address	US 290 / SH 130 as shown on Exhibit A-1
Special Egress Requirements and Comments	This location serves as the demarcation between TxDOT duct bank and CTRMA duct bank. CTRMA will be installing 4 - 2" PVC conduits to connect the CTRMA duct bank on US 290 to the TxDOT duct bank on SH 130.

Technical Contact Person:	Cheryl Doherty	Phone Number:	512-342-3316
Activation Date Requested:	June 2013		
Requested By:	Tim Reilly	Date:	1/15/2013

**Section C – Provider Agency (-- enter agency name --) Review and Response**

Engineering Comments:		
Engineering Recommendation:	<input type="checkbox"/> Approve <input type="checkbox"/> Do Not Approve	
Engineering Reviewed By:		
Approved by:	---	Date
	---print name here; signature above	

**ATTACHMENT D (Location #1 - SH 130 from US 290 to Mainlane Plaza 6)**

**REQUEST FOR AUTHORIZATION of INFRASTRUCTURE CONNECTION**

Requested by: Central Texas Regional Mobility Authority (CTRMA)

**Section A – Ingress Infrastructure Access Location Information**

Ingress Point	Mainlane Plaza 6 (ML6) on SH 130 as shown on Exhibit A and A-2.
Ingress Location Address	SH 130 about 0.62 miles north of Cameron Road as shown on Exhibit A and A-2..
Ingress Location Identification	Mainlane Plaza 6 (ML6) on SH 130 as shown on Exhibit A and A-2.
Type Infrastructure	<input type="checkbox"/> 3" conduit <input checked="" type="checkbox"/> TxDOT Existing Conduit <input type="checkbox"/> 4" multiduct conduit
Cable Type	<input type="checkbox"/> multi mode fiber optic cable -- <u>quantity</u> <input checked="" type="checkbox"/> single mode fiber optic cable -- <u>1</u> <input type="checkbox"/> -- Other: please specify -- # strands - 48
Special Ingress Requirements and Comments	Local government system integrator will pull new 48 single mode (SM) fiber onto the existing TxDOT network equipment rack, but shall only terminate 12 SM fibers onto the existing TxDOT rack mount patch panel.

**Section B – Egress Infrastructure Access Location Information**

Egress Point	Existing TxDOT Ground Box (labeled "Egress" on Exhibit A-1)
Egress Location Address	US 290 / SH 130 as shown on Exhibit A-1
Egress Location Identification	Existing TxDOT Ground Box (labeled "Egress" on Exhibit A-1)
Special Egress Requirements and Comments	This location serves as the demarcation between TxDOT duct bank and CTRMA duct bank. CTRMA will be installing 4 - 2" PVC conduits to connect the CTRMA duct bank on US 290 to the TxDOT duct bank on SH 130.

Technical Contact Person:	Cheryl Doherty	Phone Number:	512-342-3316
Activation Date Requested:	June 2013		
Requested By:	Tim Reilly	Date:	1/15/2013

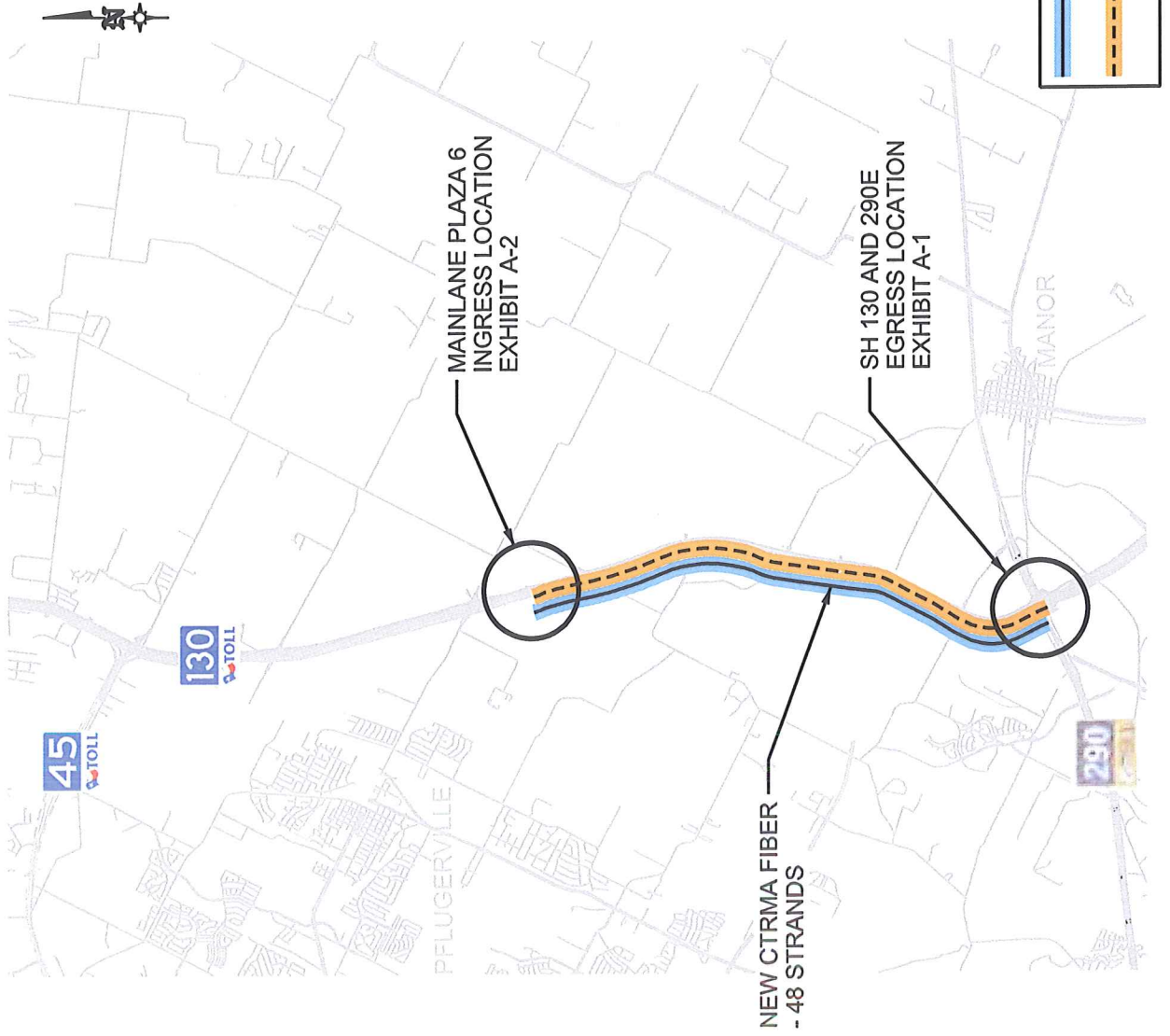
**Section C – Provider Agency (-- enter agency name --) Review and Response**

Engineering Comments:			
Engineering Recommendation:	<input type="checkbox"/> Approve <input type="checkbox"/> Do Not Approve		
Engineering Reviewed By:			
Approved by:			
	---print name here; signature above		Date

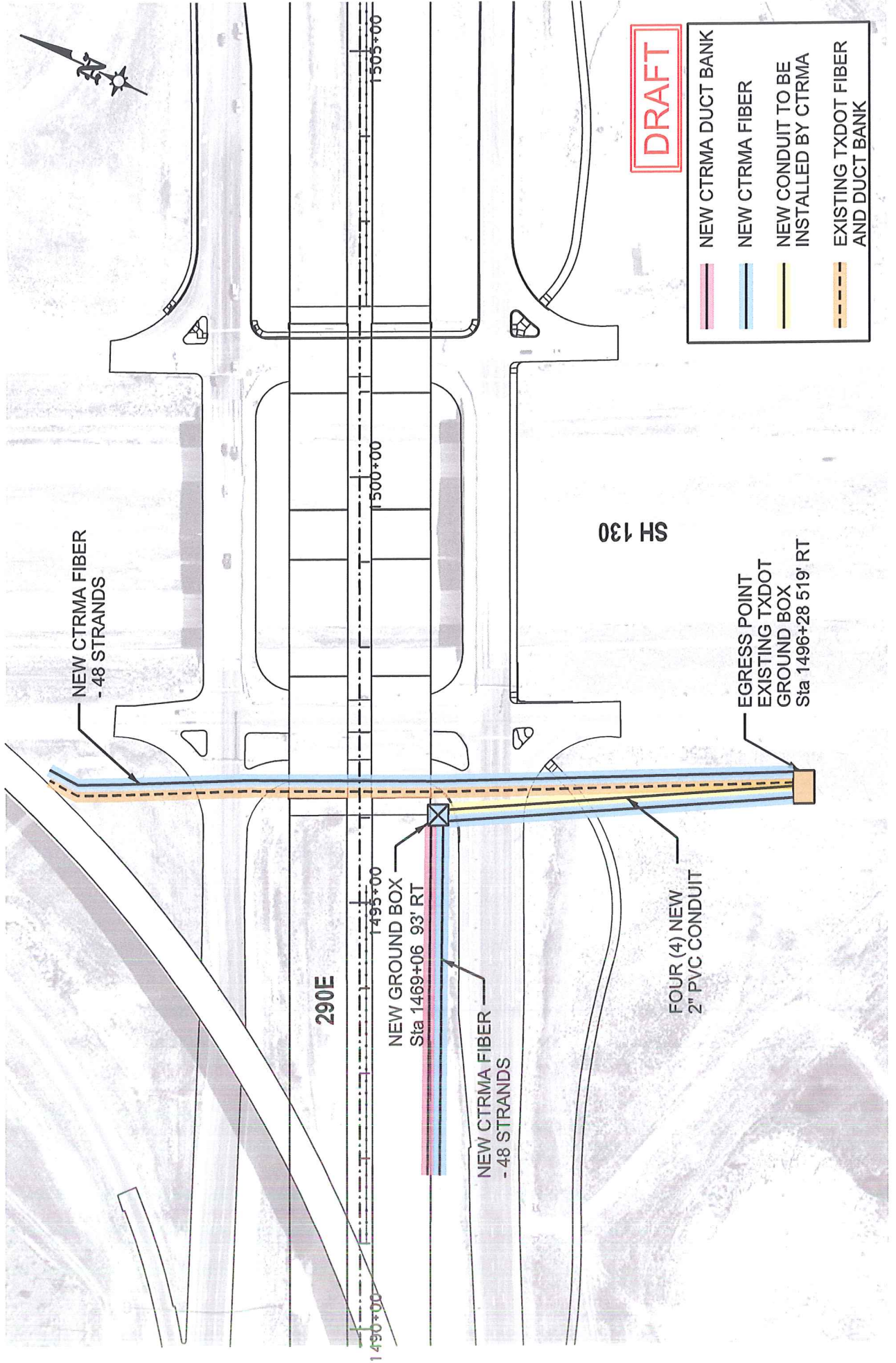
# Exhibit A

## SH 130

### INGRESS AND EGRESS CONNECTION



# Exhibit A-1 290E / SH 130 EGRESS CONNECTION



NEW CTRMA FIBER  
- 48 STRANDS

290E

NEW GROUND BOX  
Sta 1469+06 93' RT

NEW CTRMA FIBER  
- 48 STRANDS

FOUR (4) NEW  
2" PVC CONDUIT

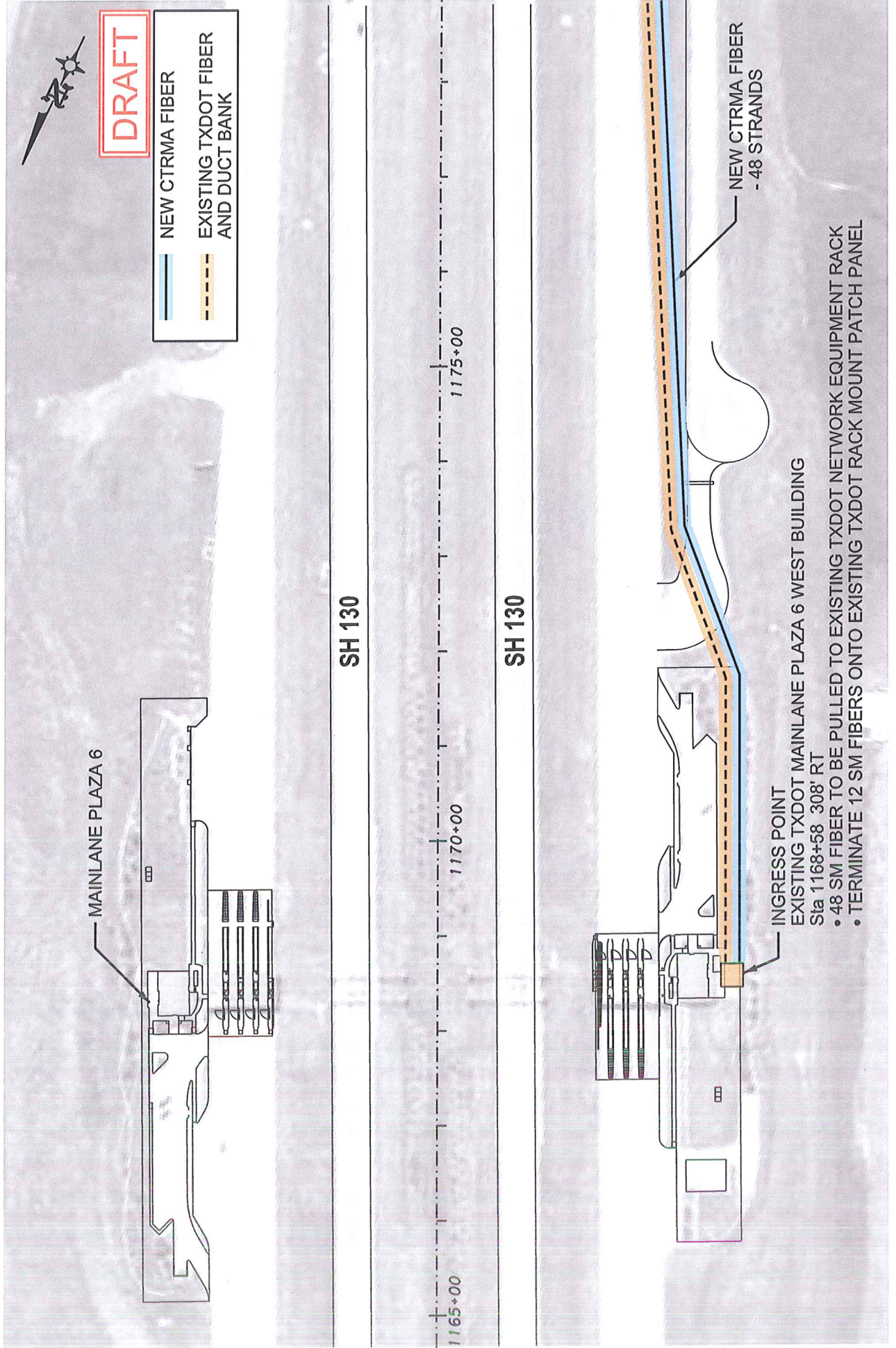
SH 130

EGRESS POINT  
EXISTING TXDOT  
GROUND BOX  
Sta 1496+28 519' RT

**DRAFT**

	NEW CTRMA DUCT BANK
	NEW CTRMA FIBER
	NEW CONDUIT TO BE INSTALLED BY CTRMA
	EXISTING TXDOT FIBER AND DUCT BANK

# Exhibit A-2 SH 130 INGRESS CONNECTION



**ATTACHMENT C (Location #2 - Mainlane Plaza 3 on SH 45 N)**

**REQUEST FOR AUTHORIZATION of FIBER OPTIC CABLE CONNECTION**

Requested by: Central Texas Regional Mobility Authority (CTRMA)

**Section A – Ingress Fiber Access Location Information**

Ingress Location Identification	Existing TxDOT Ground Box (labeled "Ingress Location" on Exhibits B and B-2)
Ingress Location Address	US 183 / SH 45 as shown on Exhibits B and B-2
Fiber Interface Method	<input type="checkbox"/> Dark Fiber Splice <input type="checkbox"/> Wave Division Multiplexer Connection <input checked="" type="checkbox"/> N/A. No work is being proposed at the ingress location. The fiber already exists.
Interface Quantity	N/A. No work is being proposed at the ingress location. The fiber already exists.
Interface Optical Wavelength	<input type="checkbox"/> 850 nm <input type="checkbox"/> 1310 nm <input type="checkbox"/> 1550 nm <input checked="" type="checkbox"/> Other: N/A. No work is being proposed at the ingress location. The fiber already exists.
Maximum Interface Bandwidth	<input type="checkbox"/> T-1 <input type="checkbox"/> NTSC <input type="checkbox"/> 10Mbps <input type="checkbox"/> 100 Mbps <input type="checkbox"/> 1Gbps <input type="checkbox"/> DS-3 <input type="checkbox"/> OC-3 <input type="checkbox"/> OC-12 <input type="checkbox"/> OC-48 <input checked="" type="checkbox"/> Other: N/A. No work is being proposed at the ingress location. The fiber already exists.
Special Ingress Requirements and Comments	

**Section B – Egress Fiber Access Location Information**

Egress Location Identification	Mainlane Plaza 3 (ML3) on SH 45 as shown on Exhibit B and B-1.
Egress Location Address	SH 45 about 1.5 miles east of US 183 as shown on Exhibit B and B-1.
Special Egress Requirements and Comments	4 Small Form Factor Pluggable (SFP) transceiver ports is to be allocated at ML3. Local government system integrator is not interfacing onto TxDOT network optically, but rather converting optically (1310 nm optical wavelength) to broadband to access the TxDOT network nodes at ML3. Thus, the optical wavelength that is being transmitted on the fiber does not contribute to the TxDOT network. Local government system integrator will provide a Layer II tunnel that provides 2 GBps bandwidth, one GBps (for upstream traffic), and one GBps (for downstream traffic).

Technical Contact Person:	Cheryl Doherty	Phone Number:	512-342-3316
Activation Date Requested:	June 2013		
Requested By:	Tim Reilly	Date:	1/15/2013

**Section C – Provider Agency (-- enter agency name --) Review and Response**

Engineering Comments:		
Engineering Recommendation:	<input type="checkbox"/> Approve <input type="checkbox"/> Do Not Approve	
Engineering Reviewed By:		
Approved by:	---	Date
	---print name here; signature above	

**ATTACHMENT D (Location #2 - Mainlane Plaza 3 on SH 45 N)**

**REQUEST FOR AUTHORIZATION of INFRASTRUCTURE CONNECTION**

Requested by: Central Texas Regional Mobility Authority (CTRMA)

**Section A – Ingress Infrastructure Access Location Information**

Ingress Point	Existing TxDOT Ground Box (labeled "Ingress Location" on Exhibits B and B-2)
Ingress Location Address	US 183 / SH 45 as shown on Exhibits B and B-2
Ingress Location Identification	Existing TxDOT Ground Box (labeled "Ingress Location" on Exhibits B and B-2)
Type Infrastructure	<input type="checkbox"/> 3" conduit <input type="checkbox"/> TxDOT Existing Conduit <input type="checkbox"/> 4" multiduct conduit <input checked="" type="checkbox"/> N/A. No work is being proposed at the ingress location. The infrastructure already exists.
Cable Type	<input type="checkbox"/> multi mode fiber optic cable --quantity <input type="checkbox"/> single mode fiber optic cable <input checked="" type="checkbox"/> -- Other: please specify -- N/A. No work is being proposed at the ingress location. The infrastructure already exists.
Special Ingress Requirements and Comments	

**Section B – Egress Infrastructure Access Location Information**

Egress Point	Mainlane Plaza 3 (ML3) on SH 45 as shown on Exhibit B and B-1.
Egress Location Address	SH 45 about 1.5 miles east of US 183 as shown on Exhibit B and B-1.
Egress Location Identification	Mainlane Plaza 3 (ML3) on SH 45 as shown on Exhibit B and B-1.
Special Egress Requirements and Comments	INFRASTRUCTURE TYPE: Local government system integrator will install innerduct from the existing wall mount cabinet to the existing rack (Electrical/Telephone room to the Computer Room). Installation to occur within the ML 3 building. CABLE TYPE: Local government system integrator will install new 24 single mode (SM) fiber from the existing fiber cabinet onto the existing TxDOT network equipment rack, but shall only terminate 12 SM fibers onto the existing TxDOT rack mount patch panel.

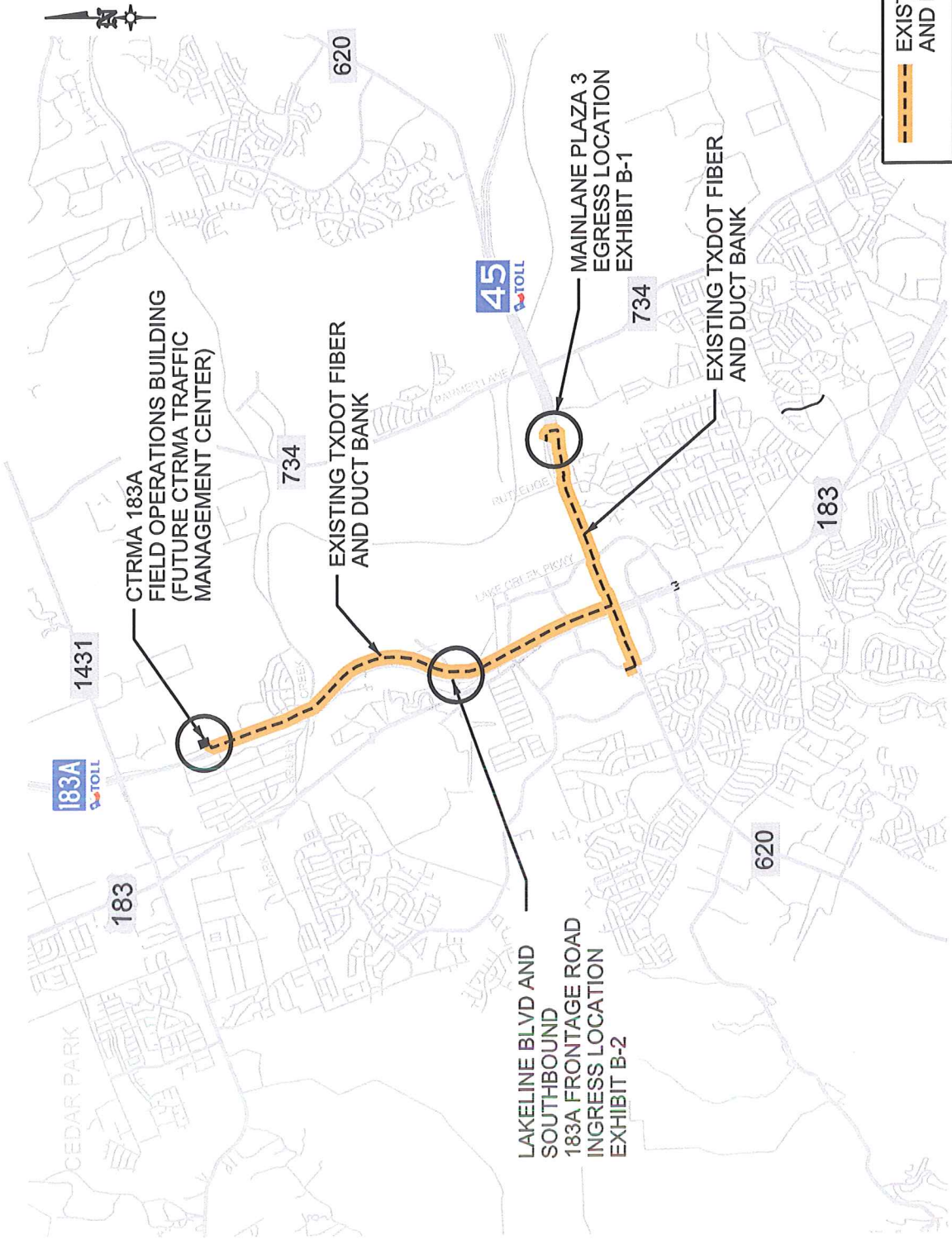
Technical Contact Person:	Cheryl Doherty	Phone Number:	512-342-3316
Activation Date Requested:	June 2013		
Requested By:	Tim Reilly	Date:	1/15/2013

**Section C – Provider Agency (-- enter agency name --) Review and Response**

Engineering Comments:			
Engineering Recommendation:	<input type="checkbox"/> Approve <input type="checkbox"/> Do Not Approve		
Engineering Reviewed By:			
Approved by:			
	---print name here; signature above		Date



# Exhibit B SH 45 N INGRESS AND EGRESS CONNECTION



**DRAFT**

EXISTING TXDOT FIBER AND DUCT BANK

# Exhibit B-1 SH 45N MAINLANE PLAZA 3 EGRESS CONNECTION

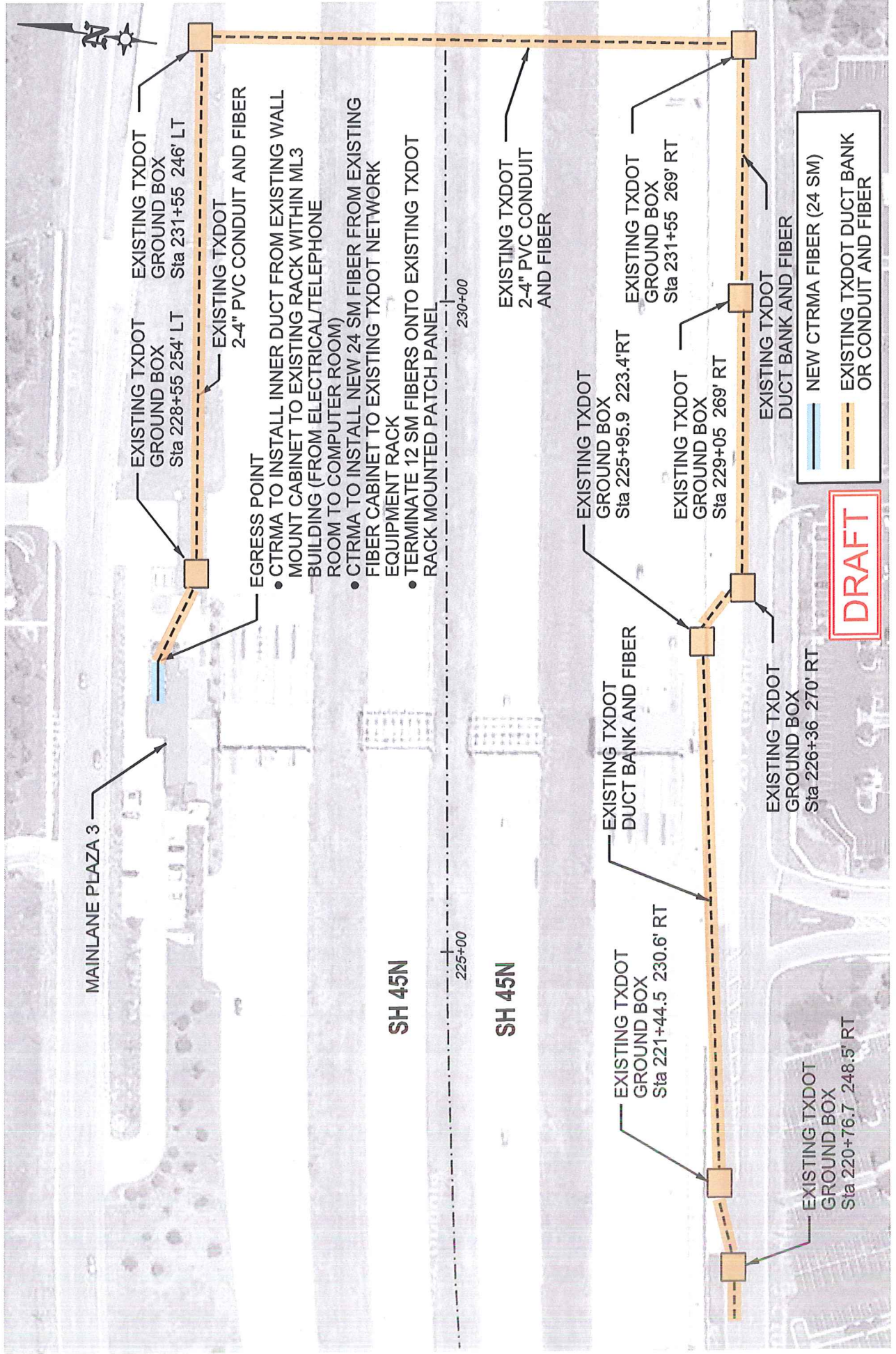
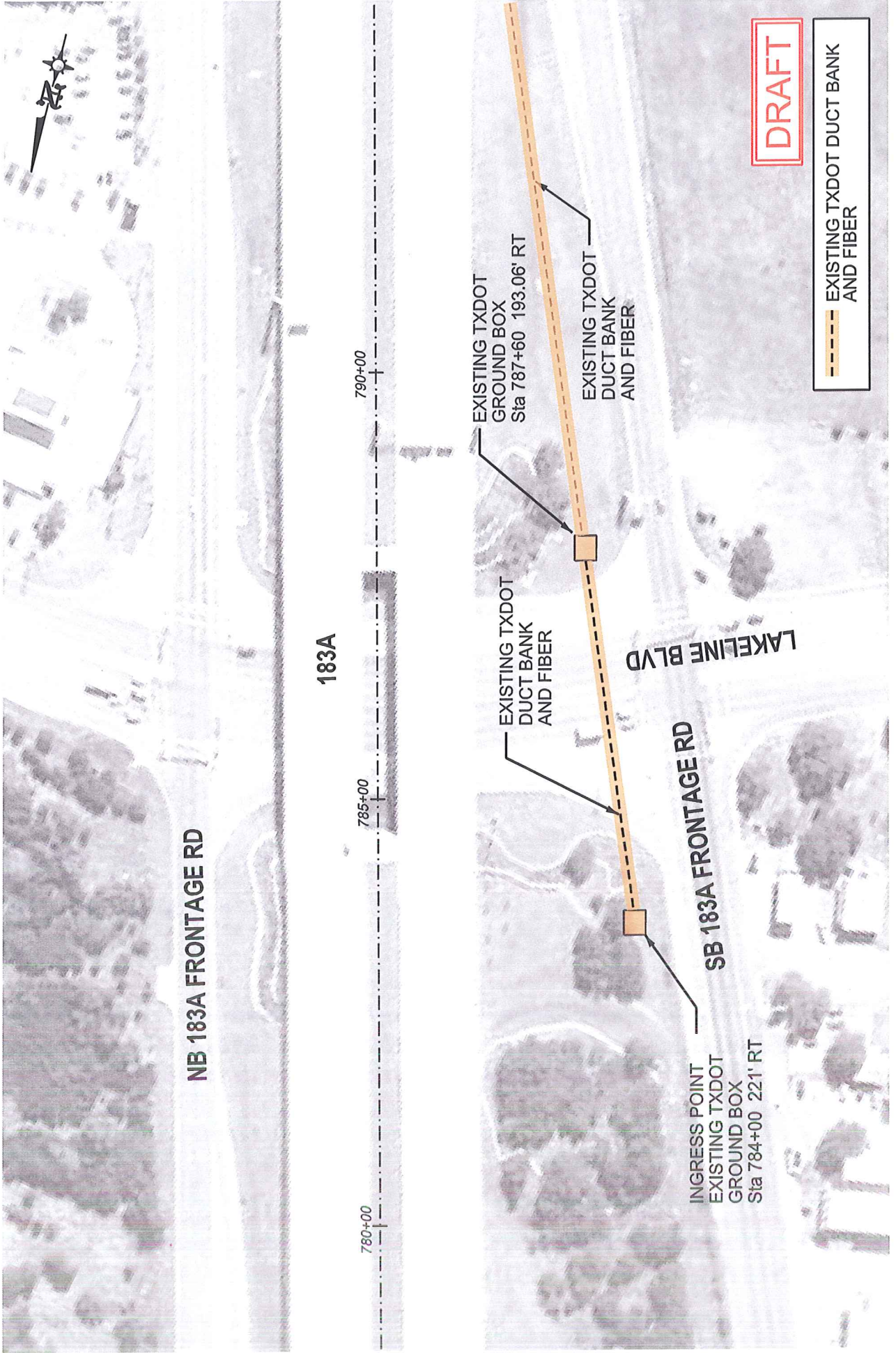


Exhibit B-2  
LAKELINE BLVD AND SOUTHBOUND 183A FRONTAGE ROAD  
INGRESS CONNECTION



**ATTACHMENT C (Location #3 - 183 HUB Building)**

**REQUEST FOR AUTHORIZATION of FIBER OPTIC CABLE CONNECTION**

Requested by: Central Texas Regional Mobility Authority (CTRMA)

**Section A – Ingress Fiber Access Location Information**

Ingress Location Identification	Existing TxDOT Hub building located along southbound US 183 frontage road under the US 290 bridge as shown on Exhibit C.
Ingress Location Address	US 183/US 290 as shown on Exhibit C.
Fiber Interface Method	<input type="checkbox"/> Dark Fiber Splice <input type="checkbox"/> Wave Division Multiplexer Connection <input checked="" type="checkbox"/> Not applicable. No interface to TxDOT fiber is being proposed.
Interface Quantity	Local government system integrator is to provide 12 dark fibers. No interface to TxDOT fiber is being proposed.
Interface Optical Wavelength	<input type="checkbox"/> 850 nm <input type="checkbox"/> 1310 nm <input type="checkbox"/> 1550 nm <input checked="" type="checkbox"/> Other: Local government system integrator is providing an interface point in the Hub building for TxDOT access to the 48 strand fiber along 290E. This fiber will have one buffer tube that is dark, which will be available to TxDOT to use and determine the preferred interface optical wavelength.
Maximum Interface Bandwidth	<input type="checkbox"/> T-1 <input type="checkbox"/> NTSC <input type="checkbox"/> 10Mbps <input type="checkbox"/> 100 Mbps <input type="checkbox"/> 1Gbps <input type="checkbox"/> DS-3 <input type="checkbox"/> OC-3 <input type="checkbox"/> OC-12 <input type="checkbox"/> OC-48 <input checked="" type="checkbox"/> Other: No interface to TxDOT fiber or the TxDOT network is being proposed. The 290E fiber will be terminated onto a new fiber optic patch panel in the Hub building.
Special Ingress Requirements and Comments	

**Section B – Egress Fiber Access Location Information**

Egress Location Identification	Existing TxDOT ground box (labeled "Egress" on Exhibit C)
Egress Location Address	Approximately 1300 feet east of the US 183 / US 290 Hub building as shown on Exhibit C.
Special Egress Requirements and Comments	This location serves as the demarcation between TxDOT duct bank and CTRMA duct bank.

Technical Contact Person:	Cheryl Doherty	Phone Number:	512-342-3316
Activation Date Requested:	June 2013		
Requested By:	Tim Reilly	Date:	1/15/2013

**Section C – Provider Agency (-- enter agency name --) Review and Response**

Engineering Comments:			
Engineering Recommendation:	<input type="checkbox"/> Approve <input type="checkbox"/> Do Not Approve		
Engineering Reviewed By:			
Approved by:			
	---print name here; signature above		Date

**ATTACHMENT D (Location #3 - 183 Hub Building)**

**REQUEST FOR AUTHORIZATION of INFRASTRUCTURE CONNECTION**

Requested by: Central Texas Regional Mobility Authority (CTRMA)

**Section A – Ingress Infrastructure Access Location Information**

Ingress Point	Existing TxDOT Hub building located along southbound US 183 frontage road under the US 290 bridge as shown on Exhibit C.
Ingress Location Address	US 183/US 290 as shown on Exhibit C.
Ingress Location Identification	Existing TxDOT Hub building located along southbound US 183 frontage road under the US 290 bridge as shown on Exhibit C.
Type Infrastructure	<input type="checkbox"/> 3" conduit <input checked="" type="checkbox"/> TxDOT Existing Conduit <input type="checkbox"/> 4" multiduct conduit
Cable Type	<input type="checkbox"/> multi mode fiber optic cable --quantity <input checked="" type="checkbox"/> single mode fiber optic cable -- <u>1</u> <input type="checkbox"/> -- Other: please specify -- # strands - 48
Special Ingress Requirements and Comments	

**Section B – Egress Infrastructure Access Location Information**

Egress Point	Existing TxDOT ground box (labeled "Egress" on Exhibit C)
Egress Location Address	Approximately 1300 feet east of the US 183 / US 290 Hub building as shown on Exhibit C.
Egress Location Identification	Existing TxDOT ground box (labeled "Egress" on Exhibit C)
Special Egress Requirements and Comments	This location serves as the demarcation between TxDOT duct bank and CTRMA duct bank.

Technical Contact Person:	Cheryl Doherty	Phone Number:	512-342-3316
Activation Date Requested:	June 2013		
Requested By:	Tim Reilly	Date:	1/15/2013

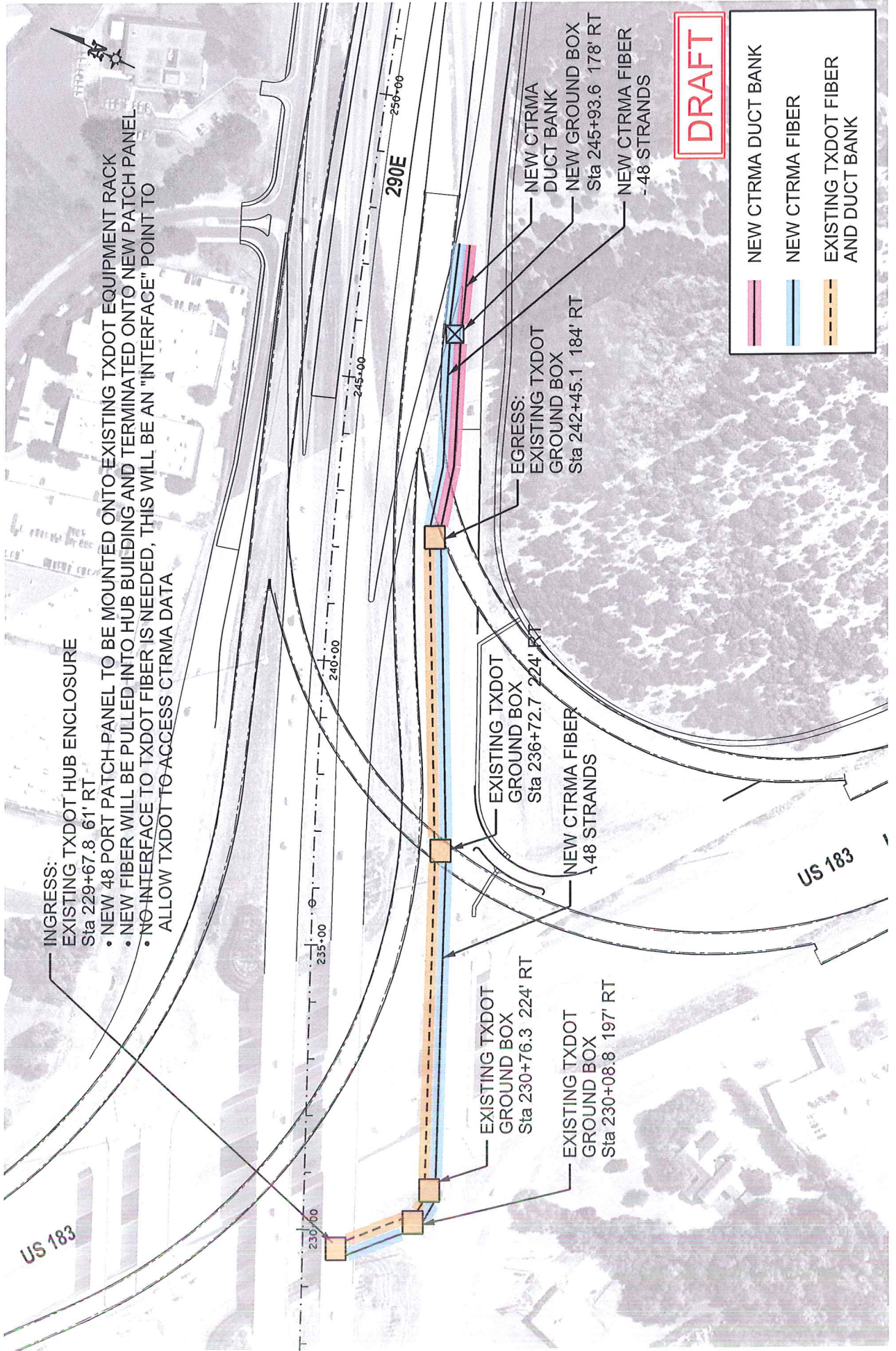
**Section C – Provider Agency (-- enter agency name --) Review and Response**

Engineering Comments:			
Engineering Recommendation:	<input type="checkbox"/> Approve <input type="checkbox"/> Do Not Approve		
Engineering Reviewed By:			
Approved by:			
	---print name here; signature above		Date

# Exhibit C

## 290E / US 183

### INGRESS AND EGRESS CONNECTION



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

**RESOLUTION NO. 13-044**

**DECLARING CERTAIN PERSONAL PROPERTY OF THE MOBILITY AUTHORITY  
AS SALVAGE OR SURPLUS PROPERTY SUBJECT TO DISPOSAL.**

WHEREAS, certain personal property owned by the Mobility Authority has, through use, time, or accident, become so damaged, used, consumed, or outmoded that it has little or no value, or is not currently needed and is not required for the foreseeable needs of the Mobility Authority; and

WHEREAS, this salvage and surplus property owned by the Mobility Authority may be disposed of under policies adopted by the Board in the Mobility Authority Policy Code; and

WHEREAS, the Executive Director recommends that the personal property identified in the attached Exhibit 1 be designated as salvage and surplus property for disposition under the Mobility Authority Policy Code.

NOW THEREFORE BE IT RESOLVED that the Mobility Authority personal property identified by Exhibit 1 is hereby designated as salvage and surplus property; and

BE IT FURTHER RESOLVED that the Executive Director is authorized and directed to dispose of that salvage and surplus property in a manner consistent with the Mobility Authority Policy Code.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 26<sup>th</sup> day of June, 2013.

Submitted and reviewed by:



Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number: 13-044  
Date Passed: 06/26/2013

**Exhibit 1 to Resolution 13-044**

**MOBILITY AUTHORITY SALVAGE AND SURPLUS PROPERTY**

**[on the following 3 pages]**



# SURPLUS INVENTORY LIST

A	B	C	D	E
# of items	Manufacturer	Item	Model#	Inventory #
1	7	FURNITURE-ARMLESS OFFICE CHAIR		1907
2	1	APC NET SHELTER RACK FOR COMPUTER STACK		
3	1	DESK W/2 DRAWERS		1625
4	1	"L" SHAPE DESK WOOD (RED)		
5	2	HUTCH W/LIGHT (4 DOORS)		
6	2	2 DRAWER HORIZONTAL FILE CABINET (BLACK)		
7	1	DESK WOOD (RED)		1516
8	1	DRY ERASE WALL MOUNT CABINET		1666
9	1	DRY ERASE WALL MOUNT CABINET		
10	1	RECEPTION DESK W/LIGHT ("L" SHAPE)		1674
11	1	WOODEN ARMOIR/ENTERTAINMENT CABINET		
12	3	MISC CUBICLE PARTS (MAY BELONG TO 2 OR 3 CUBICLES)		
13	2	SMALL 2 SHELF BOOKCASE (GREY)		1811 & 1771
14	3	"L" SHAPED DESKS W/HUTCH (BLOND)		1624,1765, 1156
15	1	TV W/REMOTE		
16	1	3 DRAWER METAL FILE CABINET ON WHEELS (GREY)		1682
17	1	2 DRAWER METAL FILE CABINET (BLACK)		1599
18	1	SHORT LAMINATE 6 SHELF/SUPPLY SHELF (GREY)		

# SURPLUS INVENTORY LIST

	# of items	Manufacturer	Item	Model#	Inventory #
19	19		OFFICE CHAIRS W/ARMS		
20	2		CLUB CHAIRS - CARGO STYLE (RED & CREAM)		
21	1		ROUNDWOOD TABLE (DARK WOOD)		1584
22	2		STACKABLE CHAIRS WITHOUT ARMS (GRAY)		14,061,404
23	4		STACKABLE CAFÉ HEIGHT CHAIRS WITHOUT ARMS (GRAY)		1414,15,16,17
24	1		FABRIC DESK CHAIR WITH WHEELS (GRAY)		1497
25	6		LARGE METAL TV STANDS		
	4		Tall/Large Book Shelves (at CTRMA Office)		
26	246		Law Books (Vernons - All Outdated Versions)		
27	18		In-lane cameras inoperable		
28	12		grey metal folding chairs		
29	8		2' x 7' shelving units		
30	4		LED signal lights used for cash toll collection		
31	35		various legacy camera housings - no longer used		
32	6		violation lights used for cash toll collection		
33	4		black metal folding chairs		
34	7		pedestrian signal heads - no longer current compliance		
35	12		Bus Bars - no longer used		

# SURPLUS INVENTORY LIST

	# of items	Manufacturer	Item	Model#	Inventory #
36	5		electronic lane announcement signs used for cash collection		
37	various		multiple metal plates, brackets for equipment used in cash toll collection		
38					
39					
40					
41					
42					
43					
44					
45					
46					
47					
48					
49					
50					
51					
52					
53					
54					

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

**RESOLUTION NO. 13-046**

**ACCEPT THE FINANCIAL REPORTS FOR MAY 2013.**

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 May 2013, and has caused Financial Reports to be prepared and attached to this resolution as Attachment A.

**NOW THEREFORE, BE IT RESOLVED**, that the Board of Directors accepts the Financial Reports for May 2013, attached as Attachment A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 26<sup>th</sup> day of June, 2013.

Submitted and reviewed by:



Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number: 13-046  
Date Passed: 6/26/2013

**Attachment A**

**Financial Reports for May 2013**

**Central Texas Regional Mobility Authority  
Balance Sheet**

As of	May 31, 2013	May 31, 2012
<b>Assets</b>		
<b>Current Assets</b>		
Cash in Regions Operating Account	220,272	97,154
Cash In TexSTAR	145,834	14,034
Regions Payroll Account	19,667	156,798
<b>Restricted cash/cash equivalents</b>		
Fidelity Government MMA	96,702,981	42,495,852
Restricted Cash-TexStar	23,606,632	56,977,016
Overpayment accounts	33,020	30,458
<b>Total Cash and Cash Equivalents</b>	120,728,407	99,771,312
Accounts Receivable	59,894	15,053
Due From Employees	33	18
Due From TTA	217,439	477,325
Due From NTTA	130,664	49,930
Due From HCTRA	254,605	78,293
Due From TxDOT	8,663,197	6,410,634
Due From Federal Government	143,267	752,618
Interest Receivable	489,245	725,798
<b>Total Receivables</b>	9,958,343	8,509,669
<b>Short Term Investments</b>		
Treasuries	0	4,549,017
Short Term Investments	134,046,699	204,955,273
<b>Other Current Assets</b>		
Prepaid Insurance	32,385	21,003
<b>Total Current Assets</b>	264,790,679	313,257,257
<b>Construction Work In Process</b>		
	352,554,526	331,518,348
<b>Fixed Assets</b>		
Computers(net)	21,385	28,761
Computer Software(net)	0	170,487
Furniture and Fixtures(net)	226	12,116
Equipment(net)	22,884	40,408
Autos and Trucks(net)	14,946	21,844
Buildings and Toll Facilities(net)	6,024,650	6,182,286
Highways and Bridges(net)	273,792,585	173,166,249
Communication Equipment(net)	784,461	967,344
Toll Equipment(net)	8,702,307	2,122,055
Signs(net)	5,939,804	4,944,941
Land Improvements(net)	3,257,068	1,118,034
Right of Way	24,800,630	24,683,553
Leasehold Improvements	58,266	58,910
<b>Total Fixed Assets</b>	323,419,212	213,516,989
<b>Long Term Investments</b>		
<b>Other Assets</b>		
Security Deposits	8,644	8,644
Intangible Assets	20,191,172	650
Total Bond Issuance Costs	9,564,327	15,217,854
<b>Total Assets</b>	970,528,559	891,665,654

## Liabilities

### Current Liabilities

Accounts Payable	525,726	298,609
Overpayments	34,260	31,328
Interest Payable	10,861,680	18,456,201
Due to other Funds	171,248	0
TCDRS Payable	51,738	33,125
Due to other Entities	295,479.78	9,430
Other	0	17,178
<b>Total Current Liabilities</b>	<b>11,940,132</b>	<b>18,845,871</b>

### Long Term Liabilities

Accrued Vac & Sick Leave Paybl	189,089	413,815
Senior Lien Revenue Bonds 2005	0	171,678,662
Senior Lien Revenue Bonds 2010	104,388,355	99,778,003
Senior Lien Revenue Bonds 2011	307,201,238	306,517,546
Senior Refunding Bonds 2013	185,810,000	0
Sn Lien Rev Bnd Prem/Disc 2010	135,135	171,740
Sn Lien Rev Bnd Prem/Disc 2011	(3,732,403)	(3,955,778)
Sn Lien Rev Bnd Prem/Disc 2013	15,240,445	0
Subordinated Lien Bond 2010	0	45,000,000
Subordinated Lien Bond 2011	70,000,000	70,000,000
Subordinated Refunding Bonds 2013	103,960,000	
Sub Lien Bond 2011 Prem/Disc	(1,993,168)	(2,082,984)
Sub Lien Bond 2013 Prem/Disc	4,347,161	
TIFIA note 2008	0	77,526,562
2011 Regions Draw Down Note	1,066,640	400,000
Total Long Term Liabilities	<b>786,612,493</b>	<b>770,090,447</b>
<b>Total Liabilities</b>	<b>798,552,624</b>	<b>788,936,317</b>

### Net Assets Section

Contributed Capital	18,334,846	18,334,846
Net Assets beginning	93,764,531	61,913,602
Current Year Operations	59,876,558	22,480,889
<b>Total Net Assets</b>	<b>153,641,089</b>	<b>84,394,491</b>
<b>Total Liabilities and Net Assets</b>	<b>970,528,559</b>	<b>891,665,654</b>

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

Account Name	Budget Amount FY 2013	Actual Year to Date 5/31/2013	Percent of Budget	Actual Prior Year to Date 5/30/2012
<b>Revenue</b>				
<b>Operating Revenue</b>				
Toll Revenue-TxTag-Manor	574,358	833,095	145.05%	-
Toll Revenue-TxTag-183A	23,317,359	19,977,798	85.68%	13,518,382
Toll Revenue-HCTRA-183A	741,110	908,006	122.52%	593,824
Toll Revenue-HCTRA Manor	14,957	118,079	789.45%	-
Toll Revenue-NTTA-183A	444,666	610,854	137.37%	379,653
Toll Revenue-NTTA-Manor	8,974	30,552	340.45%	-
Video Tolls 183A	3,599,122	4,468,236	124.15%	2,996,802
Video Tolls Manor Expressway	30,000	191,000	636.67%	-
Fee revenue 183A	1,502,134	1,633,080	108.72%	1,228,809
Fee revenue Manor Expressway	10,000	113,400	1134%	-
<b>Total Operating Revenue</b>	<b>30,242,680</b>	<b>28,884,100</b>	<b>95.51%</b>	<b>18,717,470</b>
<b>Other Revenue</b>				
Interest Income	180,000	214,558	119.20%	167,699
Grant Revenue	1,236,000	66,569,340	5386%	26,533,600
Reimbursed Expenditures	-	34,774		150,000
Misc Revenue	2,500	223,260	8930%	918,366
Gain/Loss on Sale of Asset	-	-	0.00%	12,342
Unrealized Loss	-	42,708		-
<b>Total Other Revenue</b>	<b>1,418,500</b>	<b>67,084,641</b>	<b>4729%</b>	<b>27,782,007</b>
<b>Total Revenue</b>	<b>\$ 31,661,180</b>	<b>\$ 95,968,740</b>	<b>303.11%</b>	<b>\$ 46,499,477</b>
<b>Expenses</b>				
<b>Salaries and Wages</b>				
Salary Expense-Regular	2,115,939	1,782,324	84.23%	1,696,378
Part Time Salary Expense	12,000	480	4.00%	7,927
Overtime Salary Expense	3,000	-	0.00%	-
Contractual Employees Expense	5,000	1,202	24.03%	7,933
TCDRS	307,536	243,303	79.11%	237,825
FICA	96,433	76,922	79.77%	75,241
FICA MED	30,899	25,852	83.67%	24,338
Health Insurance Expense	186,370	159,614	85.64%	159,054
Life Insurance Expense	5,684	3,784	66.58%	3,399



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

Account Name	Budget Amount FY 2013	Actual Year to Date 5/31/2013	Percent of Budget	Actual Prior Year to Date 5/30/2012
Auto Allowance Expense	10,200	-	0.00%	4,462
Other Benefits	185,610	79,550	42.86%	150,449
Unemployment Taxes	12,960	(15)	0.00%	2,519
Salary Reserve	50,000	-	0.00%	-
<b>Total Salaries and Wages</b>	<b>3,021,631</b>	<b>2,373,016</b>	<b>78.53%</b>	<b>2,369,525</b>
 <b>Contractual Services</b>				
<u>Professional Services</u>				
Accounting	12,000	8,166	68.05%	27,379
Auditing	65,000	44,990	69.22%	44,771
General Engineering Consultant	1,250,000	124,515	9.96%	825,063
GEC-Trust Indenture Support	-	68,513		-
GEC-Financial Planning Support	-	38,858		-
GEC-Toll Ops Support	-	2,021		-
GEC-Roadway Ops Support	-	203,842		-
GEC-Technology Support	-	34,036		-
GEC-Public Information Support	-	7,673		-
GEC-General Support	-	213,840		-
General System Consultant	175,000	8,631	4.93%	41,339
Image Processing	780,000	988,207	126.69%	658,631
Facility maintenance	41,954	15,147	36.10%	17,155
HERO	1,629,000	1,045,584	64.19%	636,731
Human Resources	25,000	13,659	54.64%	70,490
Legal	270,000	274,215	101.56%	104,214
Photography	15,000	-	0.00%	12,549
Traffic & Revenue Consultants	-	4,498		-
<b>Total Professional Services</b>	<b>4,262,954</b>	<b>3,096,396</b>	<b>72.63%</b>	<b>2,438,321</b>
 <u>Other Contractual Services</u>				
IT Services	65,000	31,615	48.64%	37,478
Graphic Design Services	10,000	11,070	110.70%	400
Website Maintenance	35,000	2,929	8.37%	17,627
Research Services	50,000	3,154	6.31%	3,100
Copy Machine	10,000	5,731	57.31%	5,181
Software Licenses	17,200	19,968	116.09%	805
ETC Maintenance Contract	1,029,900	634,738	61.63%	621,641
ETC Development	125,000	-	0.00%	15,356

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

Account Name	Budget Amount FY 2013	Actual Year to Date 5/31/2013	Percent of Budget	Actual Prior Year to Date 5/30/2012
ETC Testing	30,000	-	0.00%	1,620
Communications and Marketing	140,000	162,655	116.18%	105,135
Advertising Expense	60,000	69,830	116.38%	35,300
Direct Mail	5,000	757	15.15%	-
Video Production	5,000	20,920	418.40%	1,946
Radio	10,000	-	0.00%	-
Other Public Relations	2,500	-	0.00%	-
Law Enforcement	250,000	173,181	69.27%	193,727
Special assignments	5,000	-	0.00%	-
Traffic Management	-	42,823		69,991
Emergency Maintenance	10,000	-	0.00%	-
Security Contracts	600	114	18.94%	-
Roadway Maintenance Contract	640,000	88,388	13.81%	92,084
Landscape Maintenance	280,000	141,632	50.58%	173,222
Signal & Illumination Maint	-	46,743		64,950
Mowing and litter control	-	40,806		52,095
Striping	-	-	0.00%	26,459
Graffiti removal	-	225		-
Cell Phones	9,700	8,800	90.72%	7,810
Local Telephone Service	18,000	13,452	74.73%	12,084
Internet	4,500	-	0.00%	435
Fiber Optic System	63,000	37,518	59.55%	54,010
Other Communication Expenses	11,500	127	1.11%	374
Subscriptions	1,850	713	38.54%	333
Memberships	33,959	27,824	81.93%	29,115
Continuing Education	7,300	3,205	43.90%	4,492
Professional Development	14,000	130	0.93%	3,490
Seminars and Conferences	33,000	17,016	51.57%	13,354
Staff-Travel	76,000	60,555	79.68%	38,158
Other Contractual Svcs	200	-	0.00%	177
Roadway maintenance contract	-	-	0.00%	(210)
TxTag Collection Fees	1,434,788	1,233,001	85.94%	1,110,021
Contractual Contingencies	250,500	649	0.26%	34,115
Total Other Contractual Services	4,738,497	2,900,270	61.21%	2,825,875
Total Contractual Services	<u>9,001,451</u>	<u>5,996,666</u>	<u>66.62%</u>	<u>5,264,197</u>

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

Account Name	Budget Amount FY 2013	Actual Year to Date 5/31/2013	Percent of Budget	Actual Prior Year to Date 5/30/2012
<b>Materials and Supplies</b>				
Books & Publications	12,500	4,551	36.41%	7,783
Office Supplies	11,000	4,574	41.59%	4,995
Computer Supplies	12,500	7,690	61.52%	10,155
Copy Supplies	2,200	870	39.52%	1,207
Annual Report printing	7,000	5,534	79.06%	7,673
Other Reports-Printing	10,000	3,408	34.08%	2,000
Direct Mail Printing	5,000	-	0.00%	-
Office Supplies-Printed	2,500	3,681	147.23%	1,328
Maintenance Supplies-Roadway	9,175	-	0.00%	9,175
Promotional Items	10,000	4,827	48.27%	-
Displays	5,000	-	0.00%	-
ETC spare parts expense	30,000	-	0.00%	3,178
Tools & Equipment Expense	1,000	-	0.00%	184
Misc Materials & Supplies	3,000	14	0.45%	683
<b>Total Materials and Supplies</b>	<b>120,875</b>	<b>35,149</b>	<b>29.08%</b>	<b>48,362</b>
<b>Operating Expenses</b>				
Gasoline Expense	5,000	3,166	63.32%	4,530
Mileage Reimbursement	5,950	5,052	84.91%	4,544
Toll Tag Expense	3,120	1,750	56.10%	3,358
Parking	41,175	31,304	76.03%	36,822
Meeting Facilities	250	-	0.00%	-
Community Meeting/ Events	5,000	-	0.00%	-
Meeting Expense	9,800	8,765	89.43%	4,599
Public Notices	2,200	-	0.00%	100
Postage Expense	5,650	460	8.14%	659
Overnight Delivery Services	1,600	281	17.58%	551
Local Delivery Services	1,250	12	0.96%	6
Insurance Expense	90,000	60,747	67.50%	58,342
Repair & Maintenance-General	500	956	191.21%	480
Repair & Maintenance-Vehicles	500	231	46.29%	726
Repair & Maintenance Toll Equip	5,000	400	8.01%	2,047
Rent Expense	250,000	172,036	68.81%	176,280
Water	7,500	5,926	79.01%	5,450
Electricity	178,500	64,773	36.29%	58,908

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

Account Name	Budget Amount FY 2013	Actual Year to Date 5/31/2013	Percent of Budget	Actual Prior Year to Date 5/30/2012
Other Licenses	640	729	113.91%	510
Community Initiative Grants	65,000	50,000	76.92%	47,500
<b><u>Non Cash Operating Expenses</u></b>				
Amortization Expense	76,000	264,757	348.36%	1,024,355
Dep Exp- Furniture & Fixtures	9,000	11,684	129.82%	7,076
Dep Expense - Equipment	26,400	16,085	60.93%	13,980
Dep Expense - Autos & Trucks	7,000	6,323	90.33%	5,174
Dep Expense-Buildng & Toll Fac	177,000	153,815	86.90%	147,132
Dep Expense-Highways & Bridges	8,000,000	6,111,383	76.39%	4,139,339
Dep Expense-Communic Equip	195,000	166,982	85.63%	159,029
Dep Expense-Toll Equipment	965,000	897,440	93.00%	384,818
Dep Expense - Signs	135,000	136,692	101.25%	111,057
Dep Expense-Land Improvemts	67,000	135,305	201.95%	54,837
Depreciation Expense-Computers	10,000	10,264	102.64%	8,295
<b>Total Operating Expenses</b>	<b>10,346,035</b>	<b>8,317,320</b>	<b>80.39%</b>	<b>6,460,504</b>
<b><u>Financing Expenses</u></b>				
Arbitrage Rebate Calculation	6,000	5,605	93.42%	5,455
Loan Fee Expense	12,500	-	0.00%	12,000
Rating Agency Expense	35,000	40,300	115.14%	5,300
Trustee Fees	6,000	6,500	108.33%	-
Bank Fee Expense	8,000	5,307	66.34%	16,895
Continuing Disclosure	4,000	-	0.00%	-
Interest Expense	20,318,015	18,915,733	93.10%	10,014,756
Contingency	15,000	-	0.00%	-
<b><u>Non Cash Financing Expenses</u></b>				
Bond issuance expense	300,000	396,587	132.20%	415,038
<b>Total Financing Expenses</b>	<b>20,704,515</b>	<b>19,370,032</b>	<b>93.55%</b>	<b>10,469,445</b>
<b>Total Expenses</b>	<b>\$ 43,194,507</b>	<b>\$ 36,092,182</b>	<b>83.56%</b>	<b>\$ 24,612,032</b>
<b>Net Income</b>	<b>\$ (11,533,327)</b>	<b>\$ 59,876,558</b>		<b>\$ 21,887,445</b>

Central Texas Regional Mobility Authority  
Statement of Cash Flows - FY 2013  
as of May 31, 2013

<b>Cash flows from operating activities:</b>	
Receipts from Department of Transportation	\$ 67,389,371
Receipts from toll fees	29,313,694
Receipts from other fees	-
Receipts from interest income	1,588,289
Receipts from other sources	424,483
Payments to vendors	(8,039,339)
Payments to employees and benefits	(2,243,163)
Net cash flows used in operating activities	<u>88,433,335</u>
<b>Cash flows from capital and related financing activities:</b>	
Payments on interest	(41,265,925)
Payment on Bonds/Notes	(3,597,622)
2013 Bond Refunding	(8,310,761)
Acquisitions of property and equipment	(55,025)
Acquisitions of construction in progress	(104,900,641)
Proceeds from Draw Down Note	1,500,000
Net cash flows used in capital and related financing activities	<u>(156,629,973)</u>
<b>Cash flows from investing activities:</b>	
Purchase of investments	(35,425,320)
Proceeds from sale or maturity of investments	123,462,291
Net cash flows provided by investing activities	<u>88,036,971</u>
Net increase in cash and cash equivalents	19,840,334
Cash and cash equivalents at beginning of July 2012	100,680,911
Cash and cash equivalents at end of May 2013	<u>\$ 120,728,407</u>
<b>Reconciliation of change in net assets to net cash provided by operating activities:</b>	
Change in net assets	\$ 59,876,558
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation and amortization	7,903,613
Nonoperating interest	18,911,474
Bond Issuance Expense	432,714
Changes in assets and liabilities:	
(Increase)/Decrease in accounts receivable	1,207,985
(Increase)/Decrease in prepaid expenses and other assets	(33,102)
(Increase)/Decrease in interest receivable	1,464,700
Increase/(Decrease) in deferred revenue (audit adjustments)	(77,482)
Increase/(Decrease) in other payable	(223,272)
Increase/(Decrease) in accounts payable	(1,029,853)
Total adjustments	<u>28,556,777</u>
Net cash flows provided by operating activities	<u>\$ 88,433,335</u>

**INVESTMENTS by FUND**

		<b>Balance</b>	
		<b>May 31, 2013</b>	
<b>Renewal &amp; Replacement Fund</b>			<b>TexSTAR 23,752,465.86</b>
TexSTAR	661,141.92		CD's 8,000,000.00
Regions Sweep	0.66		Regions Sweep 96,702,981.30
Agencies		661,142.58	Agencies 126,045,628.95
<b>TxDOT Grant Fund</b>			
TexSTAR	3,181,336.59		
Regions Sweep	230,817.85		
CD's	3,000,000.00		
Agencies	3,044,177.33	9,456,331.77	
<b>Subordinate Lien DS Fund 05</b>			<b>\$ 254,501,076.11</b>
Regions Sweep	0.00	-	
<b>Debt Service Reserve Fund 05</b>			
TexSTAR	8,032,017.47		
Regions Sweep	56,762.93		
Agencies	30,393,550.34	38,482,330.74	
<b>Debt Service Fund 05</b>			
Regions Sweep	302,087.68		
Agencies		302,087.68	
<b>2010 Senior Lien DSF</b>			
Regions Sweep	1,435,400.98		
TexSTAR	0.00	1,435,400.98	
<b>2010-1 Debt Service Fund</b>			
Regions Sweep	259,184.27	259,184.27	
<b>2010-2 Debt Service Fund</b>			
Regions Sweep	74,229.40	74,229.40	
Agencies			
<b>2011 Debt Service Acct</b>			
Regions Sweep	0.33	0.33	
<b>2013 Sr Debt Service Acct</b>			
Regions Sweep	66,008.06	66,008.06	
<b>2013 Sub Debt Service Account</b>			
Regions Sweep	39,538.47	39,538.47	
<b>2011 Sub Debt DSRF</b>			
Regions Sweep	2,022,472.15		
CD's	5,000,000.00	7,022,472.15	
<b>Operating Fund</b>			
TexSTAR	145,834.07		
TexSTAR-Trustee	1,201,979.49		
Regions Sweep	2.18	1,347,815.74	
<b>Revenue Fund</b>			
TexSTAR	1.00		
Regions Sweep	1,588,264.06	1,588,265.06	
<b>General Fund</b>			
TexSTAR	53.78		
Regions Sweep	7,645,919.16	7,645,972.94	
<b>2011 Sr Capitalized Interest Fund</b>			
Regions Sweep	37,585.81		
Agencies	17,747,329.68	17,784,915.49	
<b>2011 Sub Capitalized Interest Fund</b>			
Regions Sweep	574.38		
Agencies	4,685,985.32	4,686,559.70	
<b>2010 Senior Lien Debt Service Reserve Fund</b>			
TexSTAR	5,561,284.73		
Regions Sweep	65,872.94		
Agencies	3,909,028.50	9,536,186.17	
<b>2010-2 Sub Lien Debt Service Reserve Fund</b>			
TexSTAR	0.00		
Regions Sweep	1,499.76		
Agencies		1,499.76	
<b>2010-1 Sub Lien Debt Service Reserve Fund</b>			
TexSTAR	0.00		
Regions Sweep	4,918.08	4,918.08	
<b>2013 Sub Debt Service Reserve Fund</b>			
Regions Sweep	8,415,250.00	8,415,250.00	
<b>MoPac Construction Fund</b>			
Regions Sweep	31,350,260.01	31,350,260.01	
<b>2010-1 Sub Lien Projects Fund</b>			
TexSTAR	799,812.58		
Regions Sweep	0.00	799,812.58	
<b>2010 Senior Lien Construction Fund</b>			
TexSTAR	1.19		
Regions Sweep	191,430.50	191,431.69	
<b>2011 Sub Debt Project fund</b>			
TexSTAR	4,168,883.38		
Agencies	25,002,652.78		
Regions Sweep	18,891,299.34	48,062,835.50	
<b>2011 Sr Financial Assistance Fund</b>			
Regions Sweep	31.73	31.73	
<b>2011 Senior Lien Project Fund</b>			
TexSTAR	119.66		
Regions Sweep	24,023,570.57		
Agencies	41,262,905.00	65,286,595.23	
		<u>\$ 254,501,076.11</u>	\$

**CTRMA INVESTMENT REPORT**

	Month Ending 5/31/13						Rate May 13
	Balance 5/1/2013	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 5/31/2013	
<b>Amount in Trustee TexStar</b>							
2011 Sub Lien Construction Fund	4,168,627.24			256.14		4,168,883.38	0.0655%
2011 Senior Lien Construction Fund	119.66					119.66	0.0655%
2010 Senior Lien Construction Fund	1.19					1.19	0.0655%
2010-1 Sub Lien Projects General Fund	822,936.06 53.78			50.57	23,174.05	799,812.58 53.78	0.0655%
Trustee Operating Fund	1,601,885.46	500,000.00		94.03	900,000.00	1,201,979.49	0.0655%
Renewal and Replacement	661,101.29			40.63		661,141.92	0.0655%
TxDOT Grant Fund	5,424,858.18			244.41	2,243,766.00	3,181,336.59	0.0655%
Revenue Fund	1.00					1.00	0.0655%
Senior Lien Debt Service Reserve Fund	12,571,753.39			650.33	4,540,386.25	8,032,017.47	0.0655%
2010 Senior Lien DSF	0.00					0.00	0.0655%
2010 Senior Lien Debt Service Reserve Fund	5,560,943.04			341.69		5,561,284.73	0.0655%
2010-2 Sub Lien Debt Service Reserve Fund	779,591.61			26.93	779,618.54	0.00	0.0655%
2010-1 Sub Lien Debt Service Reserve Fund	1,911,731.47			66.03	1,911,797.50	0.00	0.0655%
2010-2 Sub Lien Capitalized Interest	0.00					0.00	0.0655%
	<b>33,503,603.37</b>	<b>500,000.00</b>	<b>0.00</b>	<b>1,770.76</b>	<b>10,398,742.34</b>	<b>23,606,631.79</b>	
<b>Amount in TexStar Operating Fund</b>							
	145,825.09	900,000.00		8.98	900,000.00	145,834.07	0.0655%

CTRMA INVESTMENT REPORT

	Month Ending 5/31/13					Rate May 13
	Balance 5/1/2013	Additions	Discount Amortization	Accrued Interest	Withdrawals	
<b>Regions Sweep Money Market Fund</b>						
Operating Fund	2.18	500,000.00			500,000.00	0.150%
2010-1 Sub Lien Project Acct	0.00	23,174.05			23,174.05	0.150%
2010 Senior Lien Project Acct	2,706,984.43			342.43	2,515,896.36	0.150%
2011 Sub Lien Project Acct	18,888,970.56			2,328.78	18,891,299.34	0.150%
2011 Senior Lien Project Acct	25,572,254.96			4,123.14	24,023,570.57	0.150%
2011 Sr Financial Assistance Fund	31.73				31.73	0.150%
2005 Debt Service Fund	3,443,431.42	860,729.17		375.01	4,002,447.92	0.150%
2010 Senior DSF	1,148,350.93	286,925.00		125.05	1,435,400.98	0.150%
2011 Senior Lien Debt Service Acct	0.33				0.33	0.150%
2013 Senior Lien Debt Service Acct	0.00	66,008.06			66,008.06	0.150%
2013 Subordinate Debt Service Acct	0.00	39,538.47			39,538.47	0.150%
2010-1 Debt Service Fund	882,076.47	220,390.63		96.07	843,378.90	0.150%
Subordinate Lien TIFIA DS Fund	1,268,574.08	317,096.50		138.16	1,585,808.74	0.150%
2010-2 Debt Service Fund	388,246.39	57,154.26		44.58	74,229.40	0.150%
2010-2 Cap I Fund	0.00				0.00	0.150%
2010 CAP Interest Senior lien	0.00				0.00	0.150%
2011 Sr Cap I Fund	37,581.18			4.63	37,585.81	0.150%
2011 Sub Debt CAP I	574.31			0.07	574.38	0.150%
2010-1 Sub lien BABs supplemental Security	0.00				0.00	0.150%
TxDOT Grant Fund	39,428.95	2,433,766.00		1,388.90	2,243,766.00	0.150%
Renewal and Replacement	0.66				0.66	0.150%
Revenue Fund	1,888,249.85	3,520,017.06		181.27	3,820,184.12	0.150%
General Fund	6,454,577.75	2,133,407.53		804.04	7,645,919.16	0.150%
2010 Senior Debt Service Reserve Fund	65,864.82			8.12	65,872.94	0.150%
2010-1 Debt Service Reserve Fund	17,502.78	3,965,487.50		1.99	3,978,074.19	0.150%
2010-2 Debt Service Reserve Fund	203,961.10	969,694.54		25.15	1,172,181.03	0.150%
2011 Sub Debt Debt Service Reserve Fund	2,022,222.83			249.32	2,022,472.15	0.150%
2005 Senior Lien Debt Service Reserve Fund	56,755.93	4,540,386.25		7.00	56,762.93	0.150%
2013 Sub Debt Service Reserve Fund	0.00	8,415,250.00			8,415,250.00	0.150%
2013 Senior Cost of Issuance	0.00	1,302,959.04			1,302,959.04	0.150%
2013 Senior Bond Proceeds Fund	0.00	200,016,131.83			200,016,131.83	0.150%
2013 Subordinate Bond Proceeds Fund	0.00	107,434,497.02			107,434,497.02	0.150%
MoPac Managed Lane Construction Fund	32,197,251.44			2,577.28	31,350,260.01	0.150%
	97,282,895.08	337,102,612.91	0.00	12,820.99	337,695,347.68	

Regions Sweep Money Market Fund  
 Operating Fund  
 2010-1 Sub Lien Project Acct  
 2010 Senior Lien Project Acct  
 2011 Sub Lien Project Acct  
 2011 Senior Lien Project Acct  
 2011 Sr Financial Assistance Fund  
 2005 Debt Service Fund  
 2010 Senior DSF  
 2011 Senior Lien Debt Service Acct  
 2013 Senior Lien Debt Service Acct  
 2013 Subordinate Debt Service Acct  
 2010-1 Debt Service Fund  
 Subordinate Lien TIFIA DS Fund  
 2010-2 Debt Service Fund  
 2010-2 Cap I Fund  
 2010 CAP Interest Senior lien  
 2011 Sr Cap I Fund  
 2011 Sub Debt CAP I  
 2010-1 Sub lien BABs supplemental Security  
 TxDOT Grant Fund  
 Renewal and Replacement  
 Revenue Fund  
 General Fund  
 2010 Senior Debt Service Reserve Fund  
 2010-1 Debt Service Reserve Fund  
 2010-2 Debt Service Reserve Fund  
 2011 Sub Debt Debt Service Reserve Fund  
 2005 Senior Lien Debt Service Reserve Fund  
 2013 Sub Debt Service Reserve Fund  
 2013 Senior Cost of Issuance  
 2013 Senior Bond Proceeds Fund  
 2013 Subordinate Bond Proceeds Fund  
 MoPac Managed Lane Construction Fund



**CTRMA INVESTMENT REPORT**

	Month Ending 5/31/13					Balance 5/31/2013
	Balance 5/1/2013	Additions	Discount Amortization	Accrued Interest	Withdrawals	
Amount in Fed Agencies and Treasuries						
Amortized Principal	126,327,155.23		(91,526.28)	112,084.87	190,000.00	126,045,628.95
Accrued Interest	126,327,155.23	0.00	(91,526.28)		190,000.00	126,045,628.95
Certificates of Deposit	3,000,000.00	5,000,000.00			0.00	8,000,000.00
Total in Pools	33,649,428.46	1,400,000.00		1,779.74	11,298,742.34	23,752,465.86
Total in Money Market	97,282,895.08	337,102,612.91		12,820.99	337,695,347.68	96,702,981.30
Total in Fed Agencies	126,327,155.23	0.00	(91,526.28)		190,000.00	126,045,628.95
<b>Total Invested</b>	<b>260,259,478.77</b>	<b>343,502,612.91</b>	<b>(91,526.28)</b>	<b>14,600.73</b>	<b>349,184,090.02</b>	<b>254,501,076.11</b>

Rate  
May 13

Amount in Fed Agencies and Treasuries

Amortized Principal

Accrued Interest

Certificates of Deposit

Total in Pools

Total in Money Market

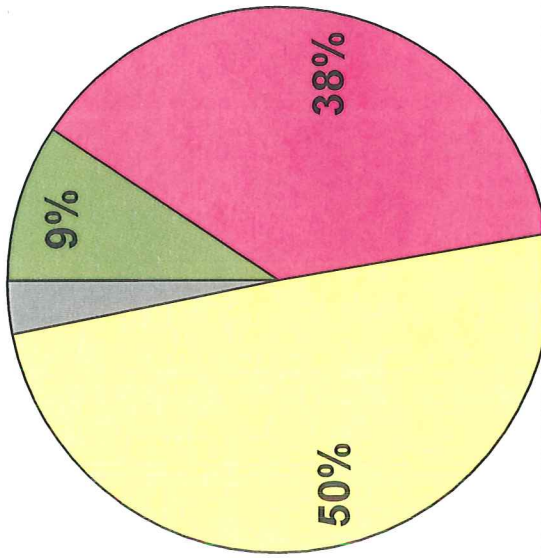
Total in Fed Agencies

Total Invested

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

William Chapman, CFO

# Allocation of Funds



- Total in Pools
- Total in Fed Agencies
- Total in Money Market
- Total in CD's

Amount of investments As of May 31, 2013

May 31, 2013

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND	
San Antonio Water Utilities	79642BLN1	<b>MATURED</b>	<b>MATURED</b>	<b>MATURED</b>	1.4570%	11/23/2010	5/15/2013	2010-2 DSRF	
Freddie Mac	3134G2U42	1,000,000.00	1,000,000.00	1,001,010.00	0.3750%	3/15/2012	10/15/2013	TxDOT Grant Fund	
Federal Home loan Bank	3137EABM0	2,473,720.78	2,325,446.81	2,325,006.21	0.3930%	6/29/2011	6/28/2013	2011 Sub Debt CAP I	
Federal Home loan Bank	3134A4UL6	2,326,924.30	2,360,538.51	2,354,063.68	0.6300%	6/29/2011	11/15/2013	2011 Sub Debt CAP I	
Federal Home loan Bank	3134A4UL6	8,794,454.76	8,941,602.28	8,915,941.44	0.7190%	6/29/2011	11/15/2013	2011 Sr Debt CAP I	
Federal Home loan Bank	3137EABM0	9,351,457.81	8,805,727.40	8,804,745.38	0.4830%	6/29/2011	6/28/2013	2011 Sr Debt CAP I	
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	1,315,000.00	1,315,000.00	0.2300%	2/9/2012	6/1/2013	2011 SR DSRF	
Fannie Mae	31398A3L4	3,883,198.70	3,888,866.44	3,841,336.80	0.2605%	2/7/2012	9/17/2013	2005 Sr DSRF	
Fannie Mae	31398A3L4	3,954,171.00	3,909,028.50	3,911,544.00	0.2605%	2/7/2012	9/17/2013	2010 Sr DSRF	
Federal Home Loan Bank	3133XR88	7,370,650.00	7,082,366.67	7,070,280.00	0.2990%	3/30/2012	9/6/2013	2011 Sr Project	
Federal Home Loan Bank	313378U41	12,009,480.00	12,002,633.33	12,009,000.00	0.2970%	3/30/2012	9/30/2013	2011 Sr Project	
Freddie Mac	3134G3BF6	12,054,960.00	12,016,030.00	12,029,280.00	0.3592%	3/30/2012	12/23/2013	2011 Sr Project	
Federal Home Loan Bank	313376KS3	25,047,750.00	25,002,652.78	25,002,750.00	0.2440%	3/30/2012	6/21/2013	2011 Sub Project	
Federal Home Loan Bank	3133XWKV0	10,388,500.00	10,161,875.00	10,171,100.00	0.3791%	3/30/2012	3/14/2014	2011 Sr Project	
Freddie Mac	3137EADD8	1,004,940.00	1,003,787.33	1,003,110.00	0.2290%	12/3/2012	4/17/2015	TxDOT Grant Fund	
Northside ISD	66702RAG7	1,057,700.00	1,040,390.00	1,046,470.00	0.3580%	12/5/2012	2/15/2015	TxDOT Grant Fund	
Fannie Mae	3135G0BY8	8,081,952.00	8,066,396.30	8,061,840.00	0.2150%	2/8/2013	8/28/2014	2005 DSRF	
Fannie Mae	313560TW3	4,999,250.00	4,999,350.00	4,992,700.00	0.4060%	2/8/2013	7/30/2015	2005 DSRF	
Federal Home Loan Bank	313371W51	12,217,422.00	12,173,937.60	12,152,280.00	0.2646%	2/8/2013	12/12/2014	2005 DSRF	
		<u>101,057,263.35</u>	<u>126,045,628.95</u>	<u>126,007,457.51</u>					

Agency	CUSIP #	COST	Cummulative Amortization	Book Value	Maturity Value	Accrued Interest	Amortization	Interest Earned
San Antonio Water Utilities	79642BLN1	<b>MATURED</b>	<b>MATURED</b>	<b>MATURED</b>	190,000.00	230.69		230.69
Freddie Mac	3134G2U42	1,000,000.00	-	1,000,000.00	1,000,000.00	312.50		312.50
Federal Home loan Bank	3137EABM0	2,473,720.78	148,273.97	2,325,446.81	2,319,000.00	7,246.88	(6,446.70)	800.18
Federal Home loan Bank	3134A4UL6	2,326,924.30	33,614.21	2,360,538.51	2,362,000.00		1,461.49	1,461.49
Federal Home loan Bank	3134A4UL6	8,794,454.76	147,147.52	8,941,602.28	8,946,000.00		6,397.72	6,397.72
Federal Home loan Bank	3137EABM0	9,351,457.81	545,730.41	8,805,727.40	8,782,000.00	27,443.75	(23,727.41)	3,716.34
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	82,056.00	1,315,000.00	1,315,000.00	5,479.17	(5,128.50)	350.67
Fannie Mae	31398A3L4	3,883,198.70	44,332.25	3,838,866.45	3,830,000.00	3,590.63	(2,216.61)	1,374.02
Fannie Mae	31398A3L4	3,954,171.00	45,142.50	3,909,028.50	3,900,000.00	3,656.25	(2,257.13)	1,399.12
Federal Home Loan Bank	3133XR88	7,370,650.00	288,283.33	7,082,366.67	7,000,000.00	23,333.33	(20,591.70)	2,741.63
Federal Home Loan Bank	313378U41	12,009,480.00	6,846.67	12,002,633.33	12,000,000.00	3,500.00	(526.67)	2,973.33
Freddie Mac	3134G3BF6	12,054,960.00	38,930.00	12,016,030.00	12,000,000.00	6,250.00	(2,290.00)	3,960.00
Federal Home Loan Bank	313376KS3	25,047,750.00	45,097.23	25,002,652.77	25,000,000.00	8,333.33	(2,652.78)	5,680.55
Federal Home Loan Bank	3133XWKV0	10,388,500.00	226,625.00	10,161,875.00	10,000,000.00	19,791.67	(16,187.50)	3,604.17
Freddie Mac	3137EADD8	1,004,940.00	1,152.67	1,003,787.33	1,000,000.00	416.67	(164.67)	252.00
Northside ISD	66702RAG7	1,057,700.00	17,310.00	1,040,390.00	1,000,000.00	2,500.00	(1,923.33)	576.67
Fannie Mae	3135G0BY8	8,081,952.00	15,555.70	8,066,396.30	8,000,000.00	5,833.33	(4,426.42)	1,406.91
Fannie Mae	313560TW3	4,999,250.00	(100.00)	4,999,350.00	500,000.00	1,666.67	25.00	1,691.67
Federal Home Loan Bank	313371W51	12,217,422.00	43,484.40	12,173,937.60	12,000,000.00	15,000.00	(10,871.10)	4,128.90
		<u>127,413,587.35</u>	<u>1,729,481.86</u>	<u>126,045,628.95</u>	<u>121,144,000.00</u>	<u>112,084.87</u>	<u>(91,526.31)</u>	<u>35,831.08</u>

May 31, 2013      Certificates of Deposit Outstanding

Bank	CUSIP #	COST	Yield to		Matures	May 31, 2013		FUND
			Maturity			Interest		
Compass Bank	CD9932129	3,000,000	0.35%	8/27/2012	2/27/2014	\$	863.01	TXDOT Grant Fund
Compass Bank	CD 02636	5,000,000	0.35%	2/5/2013		\$	1,458.33	2011 Sub DSRF
		<u>8,000,000</u>				\$	<u>2,321.34</u>	



## Monthly Newsletter - May 2013

### Performance

#### As of May 31, 2013

Current Invested Balance	\$5,474,920,318.32
Weighted Average Maturity (1)	55 Days
Weighted Average Maturity (2)	60 Days
Net Asset Value	1.000100
Total Number of Participants	773
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$579,598.64
Management Fee Collected	\$237,551.14
% of Portfolio Invested Beyond 1 Year	0.00%
Standard & Poor's Current Rating	AAAm

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

#### May Averages

Average Invested Balance	\$5,593,795,128.14
Average Monthly Yield, on a simple basis	0.0723%
Average Weighted Average Maturity (1)*	54 Days
Average Weighted Average Maturity (2)*	59 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.

### Program Update

Please be aware that TexSTAR has updated many of our forms since the system conversion last summer. These forms are available on the TexSTAR website under the Program Information area of the site. If you have any questions about the forms or how to update your account, please contact TexSTAR Participant Services and we will be happy to assist you. We encourage you to review your list of authorized representatives and ensure that the individuals who have access to your accounts are current.

### Holiday Reminder

In observance of **Independence Day**, TexSTAR will be closed on **Thursday, July 4, 2013**. All ACH transactions initiated on Wednesday, July 3rd will settle on Friday, July 5th. Notification of any early transaction deadlines on the business day preceding this 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

Global risk markets were volatile in May amid renewed worries regarding the curtailment of the Fed's bond buying program, jitters over rising bond yields, and weaker economic data in China. Minutes released from the Fed's April 30th-May 1st policy meeting caught markets by surprise, revealing a suggested tapering of the \$85 billion of monthly asset purchases that could begin as soon as the next few meetings. While there has been a growing chorus of Fed committee members arguing for a reduction in the level of purchases in recent months, this was the first indication of a potential timeframe. While Fed tapering will be heavily reliant on continued improvement in the US economy, particularly in the labor market, the uncertainty caused Treasury yields to rise significantly as investors sold government bonds in anticipation of weaker future demand.

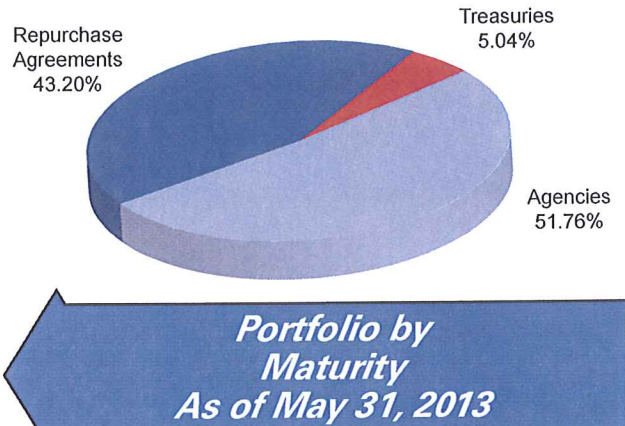
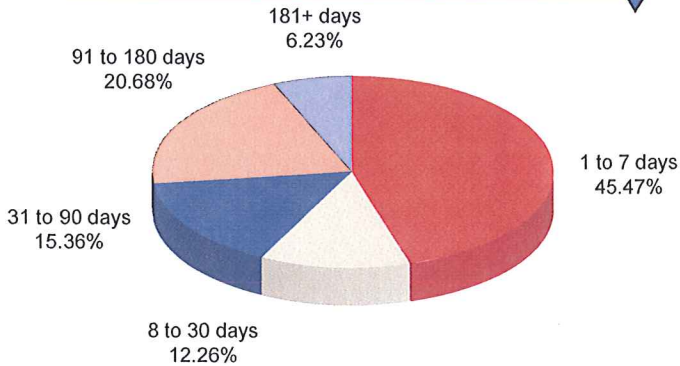
U.S. growth is expected to be below 2% for the second quarter and that the second half of the year will once again disappoint expectations. It is believed that the weakness observed earlier in the year was not transitory, but rather the beginning of an annual spring slowdown enhanced by the delayed impact of fiscal cuts. The full contractionary impact of sequestered fiscal spending cuts are still to be felt. While labor market indicators did improve in the first quarter of 2013 relative to the second half of 2012, the improvement has decelerated, following the pattern of the last few years. Low labor demand is anticipated over the next few months due to weak consumer demand. Revisions to retail sales figures confirm the hypothesis that consumers have pulled back spending due to increased taxes, and this trend is expected to continue due to an already low savings rate. Sluggish wage growth will also limit future consumption growth. In addition, sluggish growth from our major trade partners will dampen the need for expansion in domestic manufacturing. While the housing sector has been an area of strength, the secondary effects of the housing sector on growth have been limited and are likely to be dominated by weakness in the broader economy. Consequently, with economic fundamentals weak and expected to deteriorate further, these factors seem to suggest that the Fed would not taper its asset purchases this summer, as many market participants expect.

This information is an excerpt from an economic report dated May 2013 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

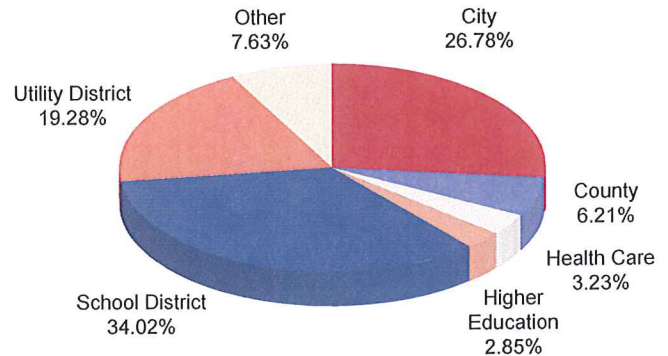
*For more information about TexSTAR, please visit our web site at [www.texstar.org](http://www.texstar.org).*

## Information at a Glance

### Portfolio by Type of Investment As of May 31, 2013



### Distribution of Participants by Type As of May 31, 2013



## Historical Program Information

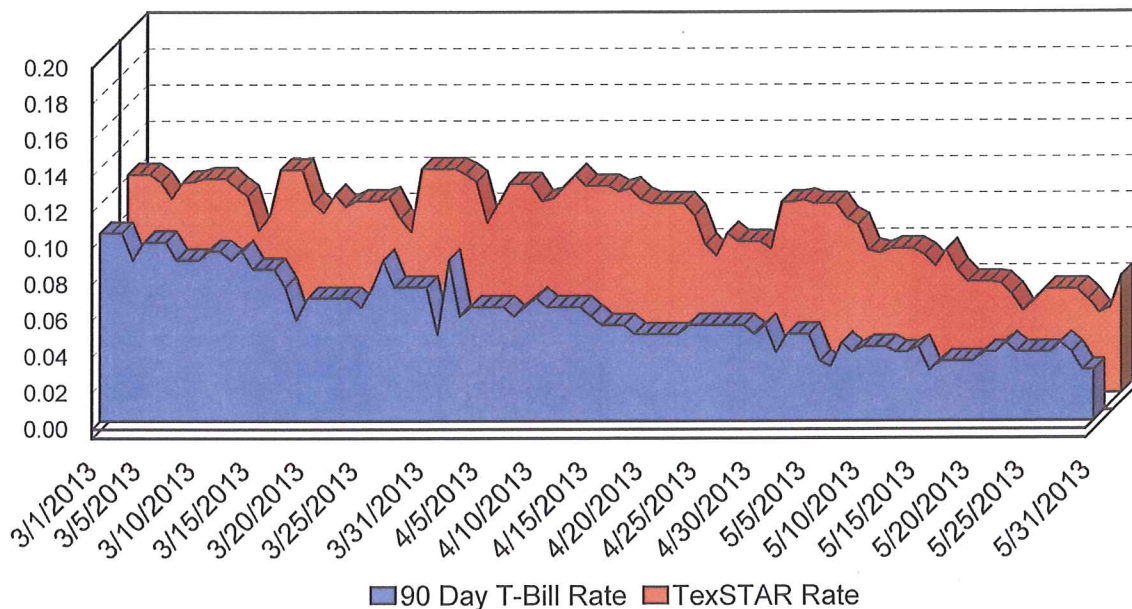
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
May 13	0.0723%	\$5,474,920,318.32	\$5,475,469,836.81	1.000100	54	59	773
Apr 13	0.1038%	5,496,240,712.35	5,496,953,468.88	1.000129	51	57	773
Mar 13	0.1125%	5,635,357,483.25	5,636,069,051.83	1.000126	52	60	770
Feb 13	0.0996%	6,248,843,373.19	6,249,277,988.81	1.000069	51	58	768
Jan 13	0.1103%	6,030,821,287.69	6,031,600,682.90	1.000129	48	57	767
Dec 12	0.1647%	5,411,874,896.68	5,412,541,199.28	1.000123	49	60	767
Nov 12	0.1720%	4,745,368,285.66	4,745,870,906.22	1.000105	51	63	765
Oct 12	0.1746%	4,755,942,789.56	4,756,394,096.44	1.000094	45	60	763
Sep 12	0.1574%	4,659,065,730.90	4,659,684,743.38	1.000132	46	63	759
Aug 12	0.1326%	4,724,281,980.85	4,724,862,450.42	1.000122	49	67	759
Jul 12	0.1359%	5,189,684,471.14	5,190,308,464.19	1.000120	46	66	757
Jun 12	0.1379%	4,983,255,681.46	4,983,767,166.12	1.000102	48	70	756

## Portfolio Asset Summary as of May 31, 2013

	Book Value	Market Value
Uninvested Balance	\$ 568.68	\$ 568.68
Accrual of Interest Income	1,529,664.02	1,529,664.02
Interest and Management Fees Payable	(716,433.71)	(716,433.71)
Payable for Investment Purchased	0.00	0.00
Repurchase Agreement	2,364,563,000.00	2,364,563,000.00
Government Securities	3,109,543,519.33	3,110,093,037.82
<b>Total</b>	<b>\$ 5,474,920,318.32</b>	<b>\$ 5,475,469,836.81</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 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 May 2013

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
5/1/2013	0.1058%	0.000002899	\$5,517,017,049.69	1.000121	55	61
5/2/2013	0.1069%	0.000002929	\$5,492,525,072.65	1.000123	55	60
5/3/2013	0.1049%	0.000002873	\$5,427,348,357.92	1.000117	54	59
5/4/2013	0.1049%	0.000002873	\$5,427,348,357.92	1.000117	54	59
5/5/2013	0.1049%	0.000002873	\$5,427,348,357.92	1.000117	54	59
5/6/2013	0.0965%	0.000002644	\$5,426,391,826.79	1.000121	54	58
5/7/2013	0.0933%	0.000002555	\$5,451,498,679.45	1.000124	56	60
5/8/2013	0.0790%	0.000002165	\$5,429,603,042.62	1.000121	57	62
5/9/2013	0.0775%	0.000002123	\$5,442,405,702.38	1.000120	56	61
5/10/2013	0.0800%	0.000002193	\$5,575,215,900.14	1.000114	53	58
5/11/2013	0.0800%	0.000002193	\$5,575,215,900.14	1.000114	53	58
5/12/2013	0.0800%	0.000002193	\$5,575,215,900.14	1.000114	53	58
5/13/2013	0.0765%	0.000002097	\$5,579,997,136.33	1.000112	53	58
5/14/2013	0.0705%	0.000001932	\$5,534,738,462.05	1.000110	53	59
5/15/2013	0.0791%	0.000002168	\$5,454,116,265.87	1.000109	54	60
5/16/2013	0.0680%	0.000001863	\$5,691,966,598.70	1.000105	53	58
5/17/2013	0.0616%	0.000001689	\$5,625,120,782.77	1.000106	53	59
5/18/2013	0.0616%	0.000001689	\$5,625,120,782.77	1.000106	53	59
5/19/2013	0.0616%	0.000001689	\$5,625,120,782.77	1.000106	53	59
5/20/2013	0.0607%	0.000001664	\$5,630,848,762.85	1.000105	53	58
5/21/2013	0.0549%	0.000001505	\$5,705,649,256.55	1.000107	54	59
5/22/2013	0.0456%	0.000001250	\$5,751,418,724.62	1.000110	55	60
5/23/2013	0.0507%	0.000001389	\$5,732,690,575.78	1.000113	55	60
5/24/2013	0.0575%	0.000001576	\$5,786,163,038.73	1.000106	51	56
5/25/2013	0.0575%	0.000001576	\$5,786,163,038.73	1.000106	51	56
5/26/2013	0.0575%	0.000001576	\$5,786,163,038.73	1.000106	51	56
5/27/2013	0.0575%	0.000001576	\$5,786,163,038.73	1.000106	51	56
5/28/2013	0.0518%	0.000001419	\$5,772,578,818.38	1.000100	52	57
5/29/2013	0.0444%	0.000001216	\$5,746,025,049.75	1.000100	53	58
5/30/2013	0.0470%	0.000001288	\$5,545,550,352.14	1.000102	56	61
5/31/2013	0.0646%	0.000001769	\$5,474,920,318.32	1.000100	55	60
Average	0.0723%	0.000001982	\$5,593,795,128.14		54	59

TexSTAR Participant Services  
First Southwest Asset Management, Inc.  
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>Michael Bartolotta</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>Town of Addison</i>	<i>Advisory Board</i>
<i>Nicole Conley</i>	<i>Austin ISD</i>	<i>Advisory Board</i>
<i>Pamela Moon</i>	<i>City of Lubbock</i>	<i>Advisory Board</i>
<i>Monte Mercer</i>	<i>North Central TX Council of Government</i>	<i>Advisory Board</i>
<i>Oscar Cardenas</i>	<i>Northside ISD</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>
<i>Len Santow</i>	<i>Griggs &amp; Santow</i>	<i>Advisory Board</i>

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

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