

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

**RESOLUTION NO. 05-46**

WHEREAS, the Central Texas Regional Mobility Authority (“CTRMA”) was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et. seq.* (the “RMA Rules”); and

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

WHEREAS, HB 3588, passed by the 78<sup>th</sup> Texas Legislature, authorizes regional mobility authorities to develop projects through the use of comprehensive development agreements (“CDAs”); and

WHEREAS, pursuant to its policies and procedures, the CTRMA has conducted a procurement process for the development of 183-A through a CDA; and

WHEREAS, in Resolution No. 04-51, dated October 27, 2004, the Board of Directors approved entry into a CDA with Hill Country Constructors for the development of 183-A; and

WHEREAS, the CDA may be amended from time to time through change orders agreed upon by the Authority and Hill Country Constructors; and

WHEREAS, Section 27 of the Authority’s Bylaws authorizes the Executive Director to execute change orders in amounts up to limits established by the Board through resolution; and

WHEREAS, the Board of Directors desires to grant the Executive Director of the Authority the discretion to approve CDA change orders in amounts up to and including \$50,000; and

WHEREAS, the Board of Directors desires that all change orders in excess of \$50,000 shall be presented to the Board for approval.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors authorizes the Executive Director to approve CDA change orders in amounts up to and including \$50,000; and

BE IT FURTHER RESOLVED, that change orders in excess of \$50,000 will be presented to the Board for approval; and

BE IT FURTHER RESOLVED, that the Executive Director may in his discretion present change orders of \$50,000 or less to the Board for approval.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29<sup>th</sup> day of June 2005.

Submitted and reviewed by:



\_\_\_\_\_  
C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



\_\_\_\_\_  
Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-46  
Date Passed 06/29/05

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

**RESOLUTION NO. 05-47**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, HB 3588, passed by the 78<sup>th</sup> Texas Legislature, authorizes regional mobility authorities to develop projects through the use of comprehensive development agreements ("CDAs"); and

WHEREAS, the CTRMA solicited proposals for the development of US 183-A and conducted a thorough evaluation process, designed to assure fairness and objectivity and to determine which proposal provided the best value to the CTRMA; and

WHEREAS, in Resolution No. 04-43, dated September 8, 2004, the Board of Directors approved of the selection of Hill Country Constructors as the proposer that provided the best value to CTRMA and directed the Executive Director and staff to finalize a CDA for the development of US 183-A with Hill Country Constructors; and

WHEREAS, the work performed under the CDA will require oversight by the general engineering consultant retained by the CTRMA (the "GEC"); and

WHEREAS, the GEC previously developed a scope of work and proposed budget (the "CDA Work Authorization") for the work necessary to oversee the design and construction activities performed under the CDA; and

WHEREAS, in Resolution No. 04-52, dated October 27, 2004, the Board of Directors approved the scope of work contained in the CDA Work Authorization subject to: (i) the GEC presenting, on a quarterly basis, a report on work performed to date under the CDA Work Authorization; and (ii) receiving Board approval of work to be performed during the next quarter; and

WHEREAS, the GEC has presented for Board approval a scope of work and proposed budget for work to be performed under the CDA Work Authorization during the third quarter of 2005, attached hereto as Attachment "A";

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the scope of work and proposed budget for work to be performed under the CDA Work Authorization for the third quarter of 2005, and reflected in Attachment "A"; and

BE IT FURTHER RESOLVED, that all work performed as reflected in Attachment "A" shall be subject to the Agreement for General Consulting Civil Engineering Services between the CTRMA and the GEC; that all work performed under Attachment "A" shall be funded solely from the existing toll equity grant money for US 183-A and the proceeds of the project financing for 183-A; and that no additional work may be undertaken without the specific approval of the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29th day of June 2005.

Submitted and reviewed by:



C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-47  
Date Passed 06/29/05



**Approval of Work Efforts Report  
183-A Turnpike Comprehensive Development Agreement (CDA)  
Design & Construction Oversight  
3<sup>rd</sup> Quarter 2005**

**Introduction:**

As detailed in the Central Texas Regional Mobility Authority (CTRMA) Resolution No. 04-52 and the General Engineering Consultant (GEC) Work Authorization No. 4, the GEC is required to provide quarterly reports to the CTRMA and its Board of Directors detailing the CDA oversight work and expenditures. This report will detail the CDA oversight tasks performed over the past quarter, the CDA oversight tasks to be performed over the next quarter, and the anticipated expenditures and adjustments of the not-to-exceed amount for the next quarter.

**CDA Oversight Tasks Performed over the Past Quarter (from April 1, 2005 to June 30, 2005):**

During the 2<sup>nd</sup> Quarter of 2005, the GEC continued to complete several key tasks on the oversight efforts, including:

1. Finalized development of project oversight manual.
2. Managed and continued development of subconsultants and their agreements providing oversight activities.
3. Reviewed and approved the following plans:
  - a. Safety & Health Plan.
  - b. Hazardous Materials Mitigation Plan
  - c. Environmental Construction Monitoring Plan
  - d. Design Quality Management Plan
  - e. Subcontracting Plan
  - f. Construction Quality Management Plan
  - g. Public Information Plan
  - h. Project Management Plan
  - i. Design Criteria
4. Conducted numerous Design Reviews, including:
  - a. Early Release for Construction Packages:
    - i. Clearing & Grubbing
    - ii. Embankment between Avery Ranch and Lakeline
    - iii. Retaining Walls at Avery Ranch
    - iv. Embankment North of Avery Ranch
    - v. Lakeline Blvd Substructure
    - vi. Temporary Signal at Brushy Creek Rd
  - b. Traffic Report
  - c. Schematic Design
  - d. 30%, 65%, & 90% plans for Lakeline Blvd Bridge
  - e. Workshops on 30% and 65% Bridge layouts for Lakeline Blvd, Spanish Oak Creek, and Brushy Creek Road.
  - f. Pavement Design
  - g. 65% grading and drainage – Work Area 2
  - h. Utility Design and Agreements

5. Attended weekly Task Force meetings (Environmental, Geotechnical, Traffic, Structures, Roadway, Drainage, Aesthetics, Tolling, and Utilities)
6. Participated in "over-the-shoulder" review sessions with HCC.
7. Participated in various workshops with HCC design personnel.
8. Coordinated with TxDOT regarding Segment 9 traffic control, signage, utilities, and scheduling issues
9. Coordinated with TxDOT and FHWA to insure compliance with all agreements and regulations
10. Coordinated with TxDOT regarding on archeological concerns
11. Processed draw requests including:
  - a. Reviewing and approval of schedule updates
  - b. Evaluating & certifying status of completion
  - c. Submitting recommendation of payment to CTRMA
12. Processed DBE reports
13. Continued development and management of Electronic Data Management System (EDMS)
14. Continued aesthetics coordination & public meetings, including:
  - a. Coordinated and prepared Aesthetic presentations to City of Leander & Cedar Park
  - b. Continued to coordinate and attend Aesthetics committee meetings
  - c. Continued review of 183-A web site and Public Involvement activities
15. Attended meetings with HCC and various utility companies in development of Agreements and relocation plans.
16. Reviewed Temporary Signal at RR crossing
17. Reviewed Noise wall analysis, continued coordination on Noise Wall issues.
18. Continued Field reviews to assure compliance with permits
19. Conducted Independent Assurance reviews of materials testing procedures and personnel
20. Conducted Independent Assurance (IA) lab and personnel oversight by testing HCC's QA lab and CTRMA's OVT lab and personnel.
21. Began OVT testing and analysis on fill being placed for roadway embankment.
22. Attend weekly construction meetings with HCC on traffic control and planned work.
23. Conducted materials verification testing – statistical analysis & reports
24. Continued daily oversight reviews of project site & completed daily construction logs.
25. Continued to prepare for and participate in daily meetings and workshops with HCC staff on various topics.
26. Attended general management meetings, public involvement meetings & partnering meetings.
27. Attended meetings with TxDOT, FHWA, City, County and other stakeholders.
28. Continued development of monthly status reports on progress and quality of HCC work.

**CDA Oversight Tasks to be Performed Over Next Quarter (from July 1, 2005 to September 30, 2005):**

The GEC will continue to implement the CDA oversight program over the next quarter. Specific tasks to be completed include:

1. Finalize development of project oversight manual.
2. Complete reviews and provide approvals for all required plans.
3. Attend task force meetings, over the shoulder reviews, & workshops with HCC design personnel
4. Review design submittals including:
  - a. Early release for construction plans
  - b. Ultimate and Interim Schematic plans
  - c. 30%, 60%, & 100% plan sets
5. Coordinate with TxDOT and FHWA to insure compliance with all agreements and regulations

6. Process draw requests including:
  - a. Reviewing and approval of schedule updates
  - b. Evaluating & certifying status of completion
  - c. Submitting recommendation of payment to CTRMA
7. Process DBE reports
8. Conduct Independent Assurance reviews of materials testing procedures and personnel
9. Conduct materials verification testing – statistical analysis & reports
10. Continue daily oversight reviews of project site & completed daily construction logs.
11. Continue to prepare for and participate in daily meetings and workshops with HCC staff on various topics.
12. Attend general management meetings, public involvement meetings & partnering meetings.
13. Attend meetings with TxDOT, FHWA, City, County and other stakeholders.
14. Continue development of monthly status reports on progress and quality of HCC work.

**Anticipated Expenditures and Adjustments of the Not to Exceed Amount for Next Quarter (from July 1, 2005 to September 30, 2005):**

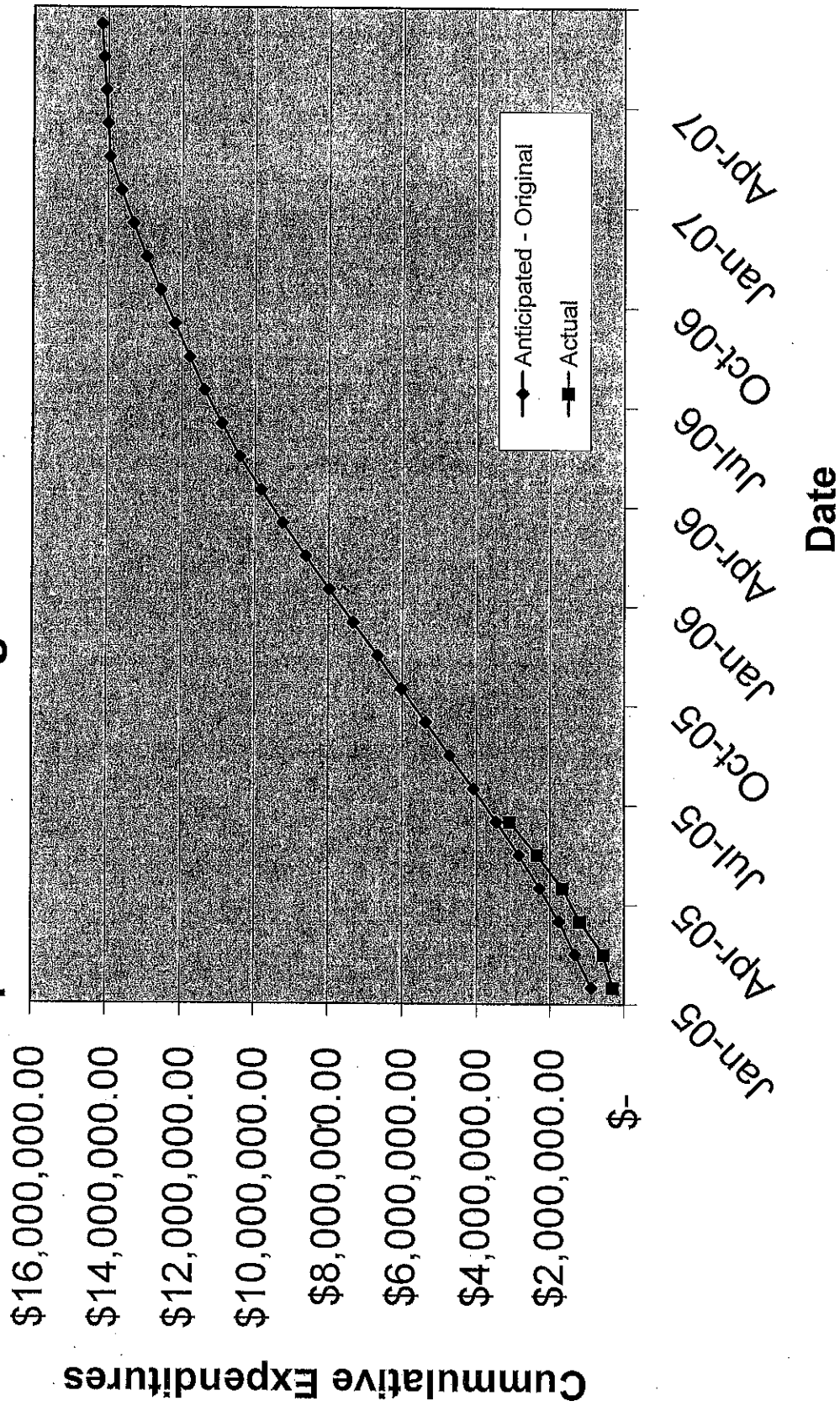
The GEC currently anticipates to expend approximately \$1,912,000.00 from July 1, 2005 to September 30, 2005 on the CDA oversight efforts, resulting in an anticipated cumulative expenditure total of approximately \$5,383,000.00 thru September 30, 2005. The GEC has also identified a \$100,000 savings in the procurement of the EDMS system. This savings can be removed from the contracted amount of \$14,178,080.95, reducing the oversight not-to-exceed budget to \$14,078.08.95.

“S-curve” charts have been developed to graphically illustrate the anticipated expenditures over the duration of the associated activities; these charts are attached hereto as Exhibits 1 and 2. The first Exhibit, titled “Exhibit 1: Anticipated CDA Oversight Expenditures Original S-curve”, contains a S-curve representing the anticipated expenditures (per the staffing plan established during the development of Work Authorization #4 in October 2004) of the total CDA oversight budget of \$14,078,080.95 thru June 1, 2007. The second Exhibit, entitled “Exhibit 2: Anticipated CDA Oversight Expenditures thru 3<sup>rd</sup> Quarter S-curve”, presents the anticipated expenditures thru September 30, 2005. The actual expenditure figures to date are also presented on these S-curves.

Should you have any questions or require additional information in regard to the foregoing information, please feel free to contact Richard Ridings at 512.996.9778.

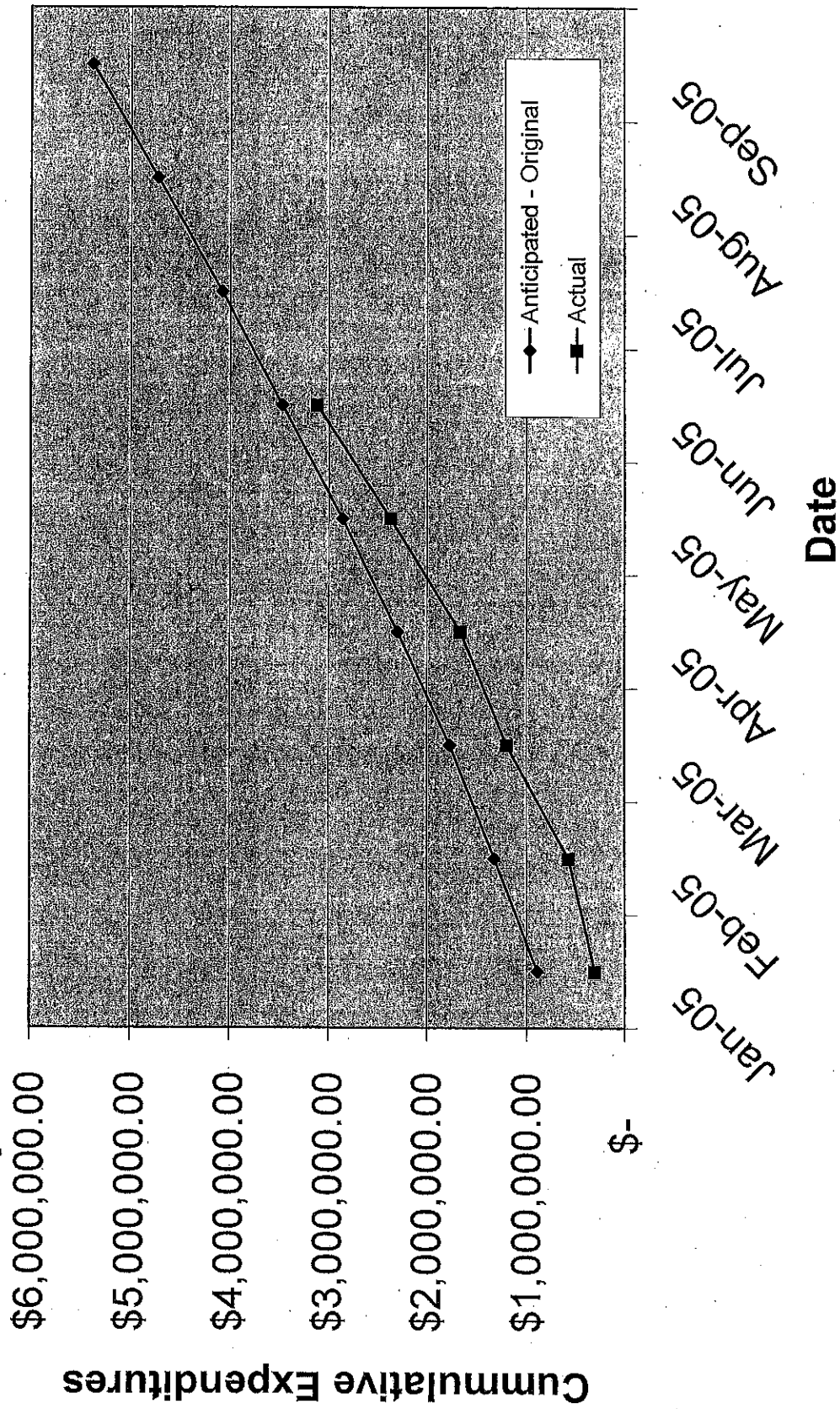
Attachments (2)

# Exhibit 1: Anticipated CDA Oversight Expenditures Original S-curve





## Exhibit 2: Anticipated CDA Oversight Expenditures thru 3rd Quarter 2005 S-curve



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

**RESOLUTION NO. 05-48**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et seq.* (the "RMA Rules"); and

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

WHEREAS, in Resolution No. 05-36, dated April 27, 2004, the CTRMA Board of Directors approved entry into a Toll Systems Implementation and Maintenance Agreement with Caseta Technologies under which Caseta Technologies shall develop an electronic toll collection system for use on CTRMA turnpike projects; and

WHEREAS, staff has recommended that the CTRMA issue a request for qualifications ("RFQ") to secure the services of a firm or firms to provide independent oversight and guidance regarding the development of the electronic toll collection system; and

WHEREAS, the Board of Directors agrees that such services should be procured;

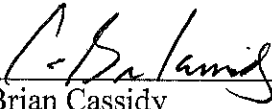
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby authorizes the Executive Director and staff to develop and issue an RFQ for General Systems Consulting services relating to independent oversight and guidance regarding the development and operations of the electronic toll collection system; and

BE IT FURTHER RESOLVED, that the Executive Director shall implement a process to review the RFQ responses, rank the proposers, and be prepared to recommend to the Board of Directors the best qualified firm or firms to provide these services; and

BE IT FURTHER RESOLVED, that no contract for services shall be executed without the prior approval of the Board of Directors.

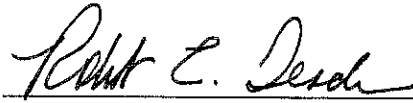
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29th day of June, 2005.

Submitted and reviewed by:



C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-48  
Date Passed 06/29/05

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

**RESOLUTION NO. 05-49**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et seq.* (the "RMA Rules"); and

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

WHEREAS, in Resolution No. 05-31, dated March 30, 2005, the Board of Directors expressed its desire to retain one or more outside entities to provide traffic and revenue engineering services for CTRMA projects and potential projects; and

WHEREAS, the Board of Directors directed its staff to issue a Request for Qualifications (RFQ) to solicit responses from firms interested in providing such services to the CTRMA; and

WHEREAS, the staff caused an RFQ to be issued on May 12, 2005; and

WHEREAS, CTRMA staff and advisors have received and evaluated the RFQ responses; and

WHEREAS, based on their review of the responses to the RFQ and the interviews conducted, CTRMA staff and advisors recommend the selection of Vollmer Associates to serve as the lead firm for the provision traffic and revenue engineering services; and

WHEREAS, CTRMA staff and advisors also recommend that the CTRMA retain the services of Cal Y Mayor, Cambridge Systematics, and URS to provide peer review of the lead firm.

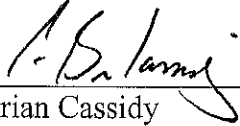
NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors authorizes and approves the retention of Vollmer Associates to serve as the lead firm for the provision traffic and revenue engineering services; and

BE IT FURTHER RESOLVED, that the CTRMA Board of Directors authorizes and approves the retention of Cal Y Mayor, Cambridge Systematics, and URS to provide peer review and other services related to traffic and revenue engineering services; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to negotiate an agreements with Vollmer Associates, Cal Y Mayor, Cambridge Systematics, and URS for the provision of traffic and revenue engineering services and that such agreements may be executed upon the approval of the full CTRMA Board.

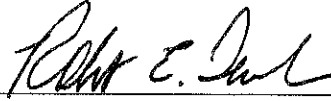
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29<sup>th</sup> day of June, 2005.

Submitted and reviewed by:



C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-49  
Date Passed 06/29/05

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

**RESOLUTION NO. 05-50**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et seq.* (the "RMA Rules"); and

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

WHEREAS, the CTRMA entered into a Professional Consulting Services Agreement with Everett Owen, P.E., effective July 8, 2004, for the provision of independent, third-party engineering advice concerning project design and engineering development activities, review and oversight of the activities and billings of the CTRMA's general engineering consultant, and assistance in the review of qualifications and proposals from firms or teams seeking to perform work for the CTRMA; and

WHEREAS, the initial term of the Professional Consulting Services Agreement with Everett Owen expires on July 8, 2005; and

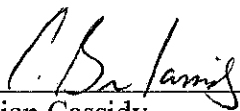
WHEREAS, CTRMA staff recommends that the Professional Consulting Services Agreement with Everett Owen be renewed for an additional one (1) year term, subject to a revision in the hourly billing rate under the agreement.

NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors authorizes and approves the renewal of the Professional Consulting Services Agreement with Everett Owen, P.E., attached hereto as Attachment "A", for the provision of independent, third-party engineering advice concerning project design and engineering development activities, review and oversight of the activities and billings of the CTRMA's general engineering consultant, and assistance in the review of qualifications and proposals from firms or teams seeking to perform work for the CTRMA; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to execute such Agreement on behalf of the CTRMA.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29<sup>th</sup> day of June, 2005.

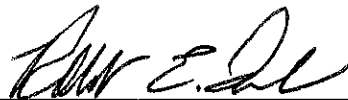
Submitted and reviewed by:



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C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



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Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-50  
Date Passed 06/29/05

**First Amendment To  
Professional Consulting Services Agreement  
Between  
Central Texas Regional Mobility Authority  
And  
Everett Owen, P.E.**

This First Amendment to the Professional Consulting Services Agreement Between Central Texas Regional Mobility Authority ("CTRMA") and Everett Owen, P.E. ("Consultant") is made effective as of the 9<sup>th</sup> day of July, 2005, and is for the purpose of amending Paragraphs 1.1, 3.1, and 4.1 of the Professional Consulting Services Agreement Between CTRMA and Consultant effective July 8, 2004.

Pursuant to action of the CTRMA Board of Directors, reflected in Resolution No. 05-50, Paragraphs 1.1, 3.1, and 4.1 of the Agreement are amended as described below.

Paragraph 1.1 is amended to add the following definition:

First Renewal Term means the period beginning at the expiration of the Initial Term (July 9, 2005) and ending one year later (July 9, 2006).

Paragraph 3.1 is amended to read as follows:

3.1 Term. Notwithstanding the date on which it is executed by CTRMA and Owen, this Agreement is effective on and as of the Effective Date. It shall remain in effect for the Initial Term, the First Renewal Term, and any further renewals or extensions thereof, unless earlier terminated in accordance with Section 3.2.

Paragraph 4.1 is amended to read as follows:

4.1 Compensation. CTRMA shall compensate Owen for providing the Services at the rate of \$100 per hour actually worked by Owen on matters for which services are specifically requested.

By their signatures below, the parties to the Agreement evidence their agreement to these amendments set forth above.

CENTRAL TEXAS REGIONAL  
MOBILITY AUTHORITY

CONSULTANT

\_\_\_\_\_  
Mike Heiligenstein,  
Executive Director

\_\_\_\_\_  
Everett Owen, P.E.



**DEFERRED**

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

**RESOLUTION NO. 05-51**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties (the "Counties") and in accordance with provisions of the Transportation Code and the petition and approval process established in 463Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, the CTRMA is charged with funding and developing transportation improvements throughout the region to help solve the current mobility crisis and improve the quality of life for residents of Central Texas; and

WHEREAS, on June 6, 2005, the Capital Area Metropolitan Planning Organization ("CAMPO") Transportation Policy Board voted to approve the *Mobility 2030 Plan*; and

WHEREAS, the *Mobility 2030 Plan* includes five projects commonly known as the "Phase 2" toll roads, which the CTRMA will develop and implement in conjunction with the Texas Department of Transportation ("TxDOT"); and

WHEREAS, the CAMPO Transportation Policy Board passed an amendment to the *Mobility 2030 Plan* referencing a twelve-month re-review of the Phase 2 plan through a study initiated by the City of Austin and input offered by other groups; and

WHEREAS, the CTRMA has been asked to participate in the cost and work associated with the City of Austin study; and

WHEREAS, the CTRMA has considered combining certain work under the study with the traffic and revenue engineering studies the CTRMA plans to undertake regarding Phase 2 toll projects; and

WHEREAS, the CTRMA Board of Directors has considered financial participation in the City of Austin study; and

NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors authorizes financial participation in the City of Austin study in an amount not to exceed \$\_\_\_\_\_, subject to certain terms and conditions deemed adequate to ensure the objectivity and fairness of the study.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29th day of June, 2005.

Submitted and reviewed by:

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C. Brian Cassidy  
Legal Counsel for the Central  
Texas Regional Mobility Authority

Approved:

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Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-51  
Date Passed 06/29/05

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

**RESOLUTION NO. 05-52**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") 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

WHEREAS, close scrutiny of CTRMA expenditures for goods and services, including those related to project development, is the responsibility of the Board of Directors and its designees through procedures the board may implement from time to time; and

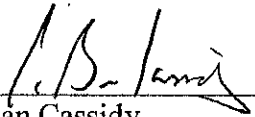
WHEREAS, the Board of Directors has adopted policies and procedures intended to provide strong fiscal oversight and which authorize the Executive Director, working with the CTRMA's accountant, to review invoices and approve disbursements; and

WHEREAS, the Executive Director, working with the CTRMA's accountant, has reviewed and authorized the disbursements listed on the disbursements report titled "Summary of Expenditures" from May 20, 2005 to June 22, 2005, included herewith as Attachment "A;"

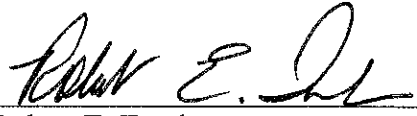
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Disbursements Report included as Attachment "A."

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29<sup>th</sup> day of June, 2005.

Submitted and reviewed by:

  
\_\_\_\_\_  
C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:

  
\_\_\_\_\_  
Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-52  
Date Passed 06/29/05

Central Texas Regional Mobility Authority

Attachment "A" to CTRMA Board Resolution No. 05-52  
 Summary of Expenditures 5/20/05 - 6/22/05

<u>Vendor</u>	<u>Date</u>	<u>Check #</u>	<u>Description</u>	<u>Amount</u>
Hill Country Constructors	05/16/2005	Transfer	Draw Request #1	\$ 13,728,747.88
Williamson County	05/23/2005	ACH	Employee Compensation	22,403.51
Forkner, Cynthia L	05/27/2005	11348	Administrative Asst Compensation	632.13
Chase Bank	05/27/2005	11349	Payroll Taxes for Admin Asst	284.24
Chase Business Credit Card	05/27/2005	11350	Credit Card; Travel, etc.	3,022.33
Job Gusher	05/27/2005	11351	Recruiting	170.00
Kennedy Reporting Service, Inc.	05/27/2005	11352	Board Meeting Minutes	407.50
Locke Liddell & Sapp LLP	05/27/2005	11353	Legal Fees	1,209.65
Mike Heiligenstein	05/27/2005	11354	Expense Reimbursement; auto allowance	828.61
Naman, Howell, Smith & Lee	05/27/2005	11355	Legal Fees	15,356.79
Round Rock Minuteman Press	05/27/2005	11356	Printing	21.65
Steve Pustelnyk	05/27/2005	11357	Reimburse Expenses	190.09
TateAustin	05/27/2005	11358	Public Relations	28,220.09
Team Texas	05/27/2005	11359	Meeting Registration	25.00
William Chapman	05/27/2005	11360	Reimburse Expenses	20.56
Locke Liddell & Sapp LLP	05/27/2005	11361	Legal Fees	59,988.92
Williamson County	06/10/2005	ACH	Employee Compensation	22,617.69
AGA	06/10/2005	11362	Dues & Memberships	120.00
American Printing & Mailing	06/10/2005	11363	Printing	1,000.00
Austin American Statesman	06/10/2005	11364	Advertising	827.44
Cingular Wireless	06/10/2005	11365	Cell phone plan termination	150.00
FormaDoc Inc.	06/10/2005	11366	Open meeting postings	171.00
HNTB Corporation	06/10/2005	11367	General Engineering Consultant	191.63
Locke Liddell & Sapp LLP	06/10/2005	11368	Legal Fees	91,252.51
OfficeMax	06/10/2005	11369	Office Supplies	43.32
Pena Swayze & Co, LLP	06/10/2005	11370	Accounting Fees	5,347.50
Round Rock Minuteman Press	06/10/2005	11371	Printing	20.00
Steve Pustelnyk	06/10/2005	11372	Reimburse Expenses	279.70
William Chapman	06/10/2005	11373	Reimburse Expenses	255.01
Forkner, Cynthia L	06/10/2005	11374	Administrative Asst Compensation	121.64
Chase Bank	06/10/2005	11375	Payroll Taxes for Admin Asst	136.72
Hill Country Constructors	06/10/2005	Transfer	Draw Request #2	2,946,412.74
Williamson County	06/20/2005	ACH	Employee Compensation	22,847.79
Chase Business Credit Card	06/21/2005	11376	Credit Card; Travel, etc.	1,724.25
Kennedy Reporting Service, Inc.	06/21/2005	11377	Board Meeting Minutes	529.90
Mike Heiligenstein	06/21/2005	11378	Auto Allowance	650.00
OfficeMax	06/21/2005	11379	Office Supplies	718.26
Round Rock Minuteman Press	06/21/2005	11380	Printing	20.00
TateAustin	06/21/2005	11381	Public Relations	14,547.56
Texas Good Roads	06/21/2005	11382	Meeting Registration	225.00
Owen Consulting	06/21/2005	11383	Review of engineering bills	7,350.00
				<u>\$ 16,979,088.61</u>

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

**RESOLUTION NO. 05-53**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et seq.* (the "RMA Rules"); and

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

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

WHEREAS, in Resolution No. 05-17, dated January 26, 2005, the Board of Directors adopted a budget for the remainder of fiscal year 2004-2005 ("FY 2004-2005"); and

WHEREAS, FY 2004-2005 comes to a close on June 30, 2005; and

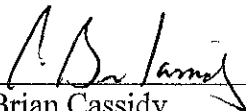
WHEREAS, the CTRMA staff has developed a budget for fiscal year 2005-2006 ("FY 2005-2006"), attached hereto as Attachment "A."

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the budget for FY 2005-2006, attached hereto as Attachment "A," and recommends its approval by the CTRMA Board of Directors; and

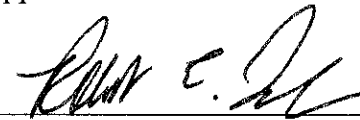
BE IT FURTHER RESOLVED, that this budget may be amended from time-to-time with the approval of the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29th day of June, 2005.

Submitted and reviewed by:

  
\_\_\_\_\_  
C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:

  
\_\_\_\_\_  
Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-53  
Date Passed 06/29/05

# FY 2005 (June 30,2005) Estimated Fund Balances

## Rating Fund balance

Inflow from bond proceeds	8,500,000
Transfer from construction fund	4,000,000
Interest earnings	103,000
Disbursements	-300,000
Estimated Balance 6/30/05	<u><b>12,303,000</b></u>

Original CDA agreement	178,312,913
CDA agreement	165,690,913
Toll Equity amount	12,622,000

## 183 A Fund Balance

Inflow from bond proceeds	212,000,000
Transfer to operating fund	-4,000,000
Disbursement to:	
Unsuccessful Proposers	-356,626
Hill Country	-13,728,748
Hill Country	-2,946,413
Hill Country estimated	-8,000,000
Interest Earnings	
Repo	2,032,890
TexStar	102,018
Estimated Balance 6/30/05	<u><b>185,103,121</b></u>

## Feasibility Fund

Inflow from bond proceeds	15,000,000
Interest Earnings	141,054
Estimated Balance 6/30/05	<u><b>15,141,054</b></u>

## Renewal & Replacement Fund

Inflow from bond proceeds	550,000
Interest Earnings	5,172
Estimated Balance 6/30/05	<u><b>555,172</b></u>

## Debt Service Fund Balance

Inflow from bond proceeds	28,682,473
Interest Income FY 05	322,065
Transfer from reserve fund	105,966
Estimated Balance 6/30/05	<u><b>29,110,504</b></u>

## Debt Service Reserve Fund

Inflow from bond proceeds	12,612,990
Interest Income FY 05	105,966
Transfer to debt service	-105,966
Estimated Balance 6/30/05	<u><b>12,612,990</b></u>

# Estimated Revenues and Resources

FY 06

	Operating	183A	Feasibility	Debt Service	Renewal & Replacement	Debt Service Reserve Fund
<b>Net Income</b>	None		None			
Kepe		3,772,009		732,694		
Texstar Trustee		2,858	452,098		16,577	
Texstar	373,317					
TexStar DSRF						305,620
TexStar TxDot Grant		346,543				
Transfers DSRF				305,620		
	373,317	4,121,410	452,098	1,038,314	16,577	305,620

## FY 06

	Operating	183A	Feasibility	Debt Service	Renewal & Replacement	Debt Service Reserve Fund
Beginning Fund balance	12,303,000	185,103,121	15,141,054	29,110,504	555,172	12,612,990
Estimated Revenues	373,317	4,121,410	452,098	1,038,314	16,577	305,620
Available resources	12,676,317	189,224,532	15,593,152	30,148,818	571,749	12,918,610
Salaries and Wages	1,332,146	0	0			
Contractual	1,306,604	861,500	3,052,500			
Materials and Supplies	101,500	24,000	0			
Operating	395,683	5,000	0			
Capital Expenditures	130,000	124,915,819	0			
Interest Expense				9,844,542		
Transfers						305,620
<b>totals</b>	<b>3,265,932</b>	<b>125,806,319</b>	<b>3,052,500</b>	<b>9,844,542</b>	<b>0</b>	<b>305,620</b>
<b>Projected Ending Fund Balance</b>	<b>9,410,385</b>	<b>63,418,212</b>	<b>12,540,652</b>	<b>20,304,276</b>	<b>571,749</b>	<b>12,612,990</b>



**Administration**

**FY 06**

**Operating**

**183A**

**Feasibility**

page 4

<b>Salaries and Benefits</b>	<b>753,087</b>	<b>0</b>	<b>0</b>
<b>Contractual Services</b>	<b>872,644</b>	<b>0</b>	<b>752,500</b>
<b>Material and Supplies</b>	<b>51,000</b>	<b>0</b>	<b>0</b>
<b>Operating</b>	<b>361,683</b>	<b>0</b>	<b>0</b>
<b>Total Administration</b>	<b>2,038,414</b>	<b>0</b>	<b>752,500</b>

**Administrative**

**Salaries and Benefits**

**Salaries**

<b>Executive Director</b>	<b>156,250</b>
<b>Deputy Director</b>	<b>67,500</b>
<b>Executive Administrative Assistant</b>	<b>45,000</b>
<b>Administrative Assistant</b>	<b>22,500</b>
<b>Clerical</b>	<b>18,750</b>
<b>Marketing Research Analyst (.67)</b>	<b>56,695</b>
<b>Chief Counsel</b>	<b>112,500</b>
<b>Economic Development Director</b>	<b>67,500</b>
<b>Intern</b>	<b>13,500</b>

**Total Salaries**      **560,195**      **0**      **0**

**Benefits**

<b>FICA/FICA Med</b>	<b>30,687</b>
<b>Other Benefits</b>	<b>154,405</b>
<b>Auto Allowance</b>	<b>7,800</b>

**Total benefits**      **192,892**      **0**      **0**

**Total Salaries and Benefits**      **753,087**      **0**      **0**

**Administration**

FY 06

Operating

183A

Feasibility

**Contractual Services**

page # 5

**Professional Services**

Legal Fees	360,000		
GEC	200,000		750,000
Engineering Director	129,000		
IT Consultant	60,000		
<b>Total Professional Services</b>	<b>749,000</b>	<b>0</b>	<b>750,000</b>

**Communications**

Cell Phone	3,000		
Telephone	10,344		
<b>Total Communications</b>	<b>13,344</b>	<b>0</b>	<b>0</b>

**Maintenance**

Computer	6,000		
Other	4,000		
Copy Machine	24,000		
<b>Total Maintenance</b>	<b>34,000</b>	<b>0</b>	<b>0</b>

**Other Contractual Expenses**

Memberships	5,000		
Dues and Subscriptions	1,000		
Meeting Expense	4,800		
Other	10,000		
Seminars and Conferences	5,000		
Continuing Education	10,000		
Travel- Executive Director	7,500		2,500
Travel- Staff	8,000		
Travel- Board	20,000		
Travel- Board Chair	5,000		
<b>Total other contractual services</b>	<b>76,300</b>	<b>0</b>	<b>2,500</b>

**Total Contractual Expenses**

<b>372,644</b>	<b>0</b>	<b>752,500</b>
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**Administration**

FY 06

Operating

183A

Feasibility

page # 6

**Material and Supplies**

Office Supplies	20,000
Copy Supplies	6,000
Computer Supplies	20,000
Misc	5,000
<b>Total Material and Supplies</b>	<b>51,000</b>

51,000	0	0
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**Operating Expenses**

Insurance	25,000
Rent	112,583
Mileage/Parking	1,500
Reimbursements	12,000
Postage	600
Courier/overnight	5,000
Community Initiative	200,000
Recruitment	5,000
<b>Total Operating Expenses</b>	<b>361,683</b>

361,683	0	0
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**Financial Services**

<b>Salaries and Benefits</b>	<b>258,827</b>	<b>0</b>	<b>0</b>
<b>Contractual Services</b>	<b>104,460</b>	<b>0</b>	<b>0</b>
<b>Material and Supplies</b>	<b>12,000</b>	<b>0</b>	<b>0</b>
<b>Operating</b>	<b>10,500</b>	<b>0</b>	<b>0</b>
<b>Total Financial Services</b>	<b>385,787</b>	<b>0</b>	<b>0</b>

**Administrative**

**Salaries and Benefits**

**Salaries**

CFO	133,547		
Fiscal Analyst/Contract Manager	55,000		
Intern	13,500		
<b>Total Salaries</b>	<b>202,047</b>	<b>0</b>	<b>0</b>

**Benefits**

FICA/FICA Med	12,757		
Other Benefits	44,023		
<b>Total Benefits</b>	<b>56,780</b>	<b>0</b>	<b>0</b>
<b>Total Salaries and Benefits</b>	<b>258,827</b>	<b>0</b>	<b>0</b>

# Financial Services

## Contractual Services

### Professional Services

External Audit	11,000		
HR	12,000		
Legal Fees	15,000		
Accounting	36,000		

Total      74,000      0      0

### Communications

Cell Phone	960		
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Total      960      0      0

### Maintenance

Other	4,000		
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Total      4,000      0      0

### Other Contractual Expenses

Memberships	500		
Dues and Subscriptions	500		
Contingency	15,000		
Seminars and Conferences	2,500		
Continuing Education	2,000		
Travel	5,000		

Total      25,500      0      0

Total Contractual Expenses      104,460      0      0

## Material and Supplies

Office Supplies	3,000		
Copy Supplies	1,000		
Computer Supplies	3,000		
Misc	5,000		

Total Material and Supplies      12,000      0      0

## Operating Expenses

Mileage/Parking	1,000		
Reimbursements	500		
Postage	1,500		
Courier/overnight	7,500		

Total Operating Expenses      10,500      0      0

Salaries and Benefits	163,321	0	0
Contractual Services	44,000	350,000	2,200,000
Material and Supplies	4,500	0	0
Operating	2,000	0	0
<b>Total Operating</b>	<b>213,821</b>	<b>350,000</b>	<b>2,200,000</b>

**Administrative**

**Salaries and Benefits**

**Salaries**

Director of Operations	115,000
Intern	13,500
System analyst	0
Data Base Analyst	0

<b>Total Salaries</b>	<b>128,500</b>	<b>0</b>	<b>0</b>
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**Benefits**

FICA/FICA Med	8,358
Other Benefits	26,464

<b>Total Benefits</b>	<b>34,821</b>	<b>0</b>	<b>0</b>
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<b>Total Salaries and Benefits</b>	<b>163,321</b>	<b>0</b>	<b>0</b>
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**Contractual Services****Professional Services**

GSC

200,000

Traffic and Revenue

2,000,000

Legal Fees

25,000

150,000

200,000

**Total****25,000****350,000****2,200,000****Communications**

Cell Phone

1,000

**Total****1,000**

0

0

**Maintenance**

Other

1,000

**Total****1,000**

0

0

**Other Contractual Expenses**

Dues and Subscriptions

500

Contingency

10,000

Seminars and Conferences

1,500

Travel

5,000

**Total****17,000**

0

0

**Total Contractual Expenses****44,000****350,000****2,200,000****Material and Supplies**

Office Supplies

500

Copy Supplies

1,000

Computer Supplies

2,000

Misc

1,000

**Total Material and Supplies****4,500**

0

0

**Operating Expenses**

Mileage/Parking

1,000

Maintenance

500

Postage

500

**Total Operating Expenses****2,000**

0

0

**Communications**

FY 06

Operating

183A

Feasibility

page 11

<b>Salaries and Benefits</b>	<b>156,910</b>	<b>0</b>	<b>0</b>
<b>Contractual Services</b>	<b>285,500</b>	<b>511,500</b>	<b>100,000</b>
<b>Material and Supplies</b>	<b>34,000</b>	<b>24,000</b>	<b>0</b>
<b>Operating</b>	<b>21,500</b>	<b>5,000</b>	<b>0</b>
<b>total</b>	<b>497,910</b>	<b>540,500</b>	<b>100,000</b>

**Administrative****Salaries and Benefits****Salaries**

Director of Communications 90,000

Communication Specialist 28,305

Intern

<b>Total Salaries</b>	<b>118,305</b>	<b>0</b>	<b>0</b>
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**Benefits**

FICA/FICA Med 9,050

Other Benefits 29,555

<b>Total Benefits</b>	<b>38,605</b>	<b>0</b>	<b>0</b>
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<b>Total Salaries and Benefits</b>	<b>156,910</b>	<b>0</b>	<b>0</b>
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**Communications**

FY 06

Operating

183A

Feasibility

page # 12

**Contractual Services****Professional Services**

Contract Personnel	10,000		
Legal Fees	10,000		
Advertising		50,000	
Annual Report	15,000		
Consultant-Tate Austin	20,000	140,000	
Creative Services	7,500	107,500	
Photography	2,000	6,000	
Research	65,000	25,000	
Website	20,000		
Consultant-Public Involvement		100,000	
Consultant-public outreach			100,000
Consultant-Business Opportunity	80,000		
<b>Total</b>	<b>229,500</b>	<b>428,500</b>	<b>100,000</b>

**Communications****Cell Phone**

	1,000		
<b>Total</b>	<b>1,000</b>	<b>0</b>	<b>0</b>

**Other Contractual Expenses**

Dues and Subscriptions	500		
Seminars and Conferences	2,500		
Printing	45,000	75,000	
Newsletter	2,000	8,000	
Travel	5,000		
<b>Total</b>	<b>55,000</b>	<b>83,000</b>	<b>0</b>

**Total Contractual Expenses**

<b>285,500</b>	<b>511,500</b>	<b>100,000</b>
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**Material and Supplies**

Office Supplies	1,000		
Misc	20,000	5,000	
Photography	2,000		
Displays	5,000		
Promotional Items	5,000	15,000	
Displays	1,000	4,000	
<b>Total Material and Supplies</b>	<b>34,000</b>	<b>24,000</b>	<b>0</b>

page # 6

**Operating Expenses**

Mileage/Parking	1,500		
Postage/overnight	10,000		
Special Events	10,000		
Public Meetings		5,000	
<b>Total Operating Expenses</b>	<b>21,500</b>	<b>5,000</b>	<b>0</b>

# Capital expenditures

FY 06

page 13

Administrative

183A

Feasibility

CDA Agreement	109,442,518
Toll Integrator	3,490,778
Project Manager	7,982,524
Contingency	4,000,000

Software	25,000
Phone system	20,000
Computer systems	75,000
Furniture	10,000

<b>totals</b>	<b>130,000</b>	<b>124,915,819</b>	<b>0</b>
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**Debt Service**

**FY 06**

page 14

	<b>Debt Service</b>	<b>Debt Service Reserve Fund</b>
<b>Interest Expense</b>		
Senior Lien	6,819,542	
BANS	3,025,000	
<b>Transfer to Debt Service</b>		305,620
<b>Totals</b>	<u><u>9,844,542</u></u>	<u><u>305,620</u></u>

CTRMA Holiday Schedule for 2005-2006

July 4 – Independence Day

Sep 5 – Labor Day

Nov 11 – Veteran's Day

Nov 24, 25 – Thanksgiving

Dec 26 – Christmas

Jan 2 – New Year's Day

Jan 17 – Martin Luther King Day

Feb 21 – President's Day

May 30 – Memorial Day

Plus, choice of either July 5 –OR– March 5 (Good Friday)

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

**RESOLUTION NO. 05-54**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, in Resolution No. 05-04, dated January 5, 2005, the Board of Directors approved an Investment Policy to ensure that CTRMA funds are invested effectively and wisely; and

WHEREAS, the Investment Policy specifies that the Chief Financial Officer of the CTRMA shall maintain a list of approved brokers/dealers authorized to provide investment services to the CTRMA; and

WHEREAS, in Resolution No. 05-16, dated January 26, 2005, the Board of Directors approved a list of authorized brokers/dealers for the CTRMA; and

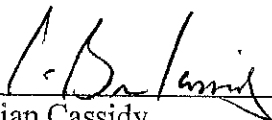
WHEREAS, the Chief Investment Officer desires to add an additional authorized broker/dealer firm to the list previously approved;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the addition of Sterne, Agee & Leach, Inc. to the list of authorized brokers/dealers for the CTRMA; and

BE IT FURTHER RESOLVED, that this list may be further amended from time-to-time in accordance with the CTRMA Investment Policy and appropriate action of the Board of Directors.

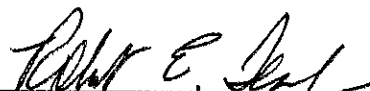
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29<sup>th</sup> day of June 2005.

Submitted and reviewed by:



C. Brian Cassidy  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:



Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-54  
Date Passed 06/29/05