

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

**RESOLUTION NO. 05-59**

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 183-A turnpike project was designated in the petition filed with TxDOT as the initial project to be developed by the CTRMA; and

WHEREAS, the Block House Creek Subdivision in Williamson County is located along the route of the 183-A turnpike project; and

WHEREAS, the CTRMA has solicited and received input from the residents of Block House Creek concerning alternatives to mitigate the potential impact of 183-A on the homeowners located in close proximity to the roadway; and

WHEREAS, CTRMA staff and consultants have evaluated the possibility of constructing a subdivision wall along an approximate one mile stretch of 183-A behind the Blockhouse Creek Subdivision; and

WHEREAS, the CTRMA has preliminarily determined that construction of a subdivision wall is feasible from an engineering perspective; and

WHEREAS, it is estimated that construction of a subdivision wall would cost approximately \$600,000; and


WHEREAS, based on the feasibility and cost of this alternative, CTRMA staff and consultants recommend constructing a subdivision wall in the location generally depicted on Exhibit "A"; and

WHEREAS, on August 17, 2005, the CTRMA Planning Committee voted in support of staff's recommendation regarding the construction of a subdivision wall.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby authorizes CTRMA staff and consultants to take such actions as are necessary to construct a subdivision wall at the location generally depicted on Exhibit "A" and at a cost of approximately \$600,000, including such actions as are necessary to procure services related to the construction, provided that any contract for such services shall be presented to the Board for final approval.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31<sup>st</sup> day of August, 2005.

Submitted and reviewed by:

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

Approved:

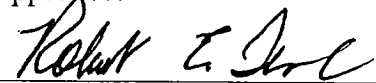
  
\_\_\_\_\_  
Robert E. Tesch  
Chairman, Board of Directors  
Resolution Number 05-59  
Date Passed 08/31/05

Exhibit A



2250 Feet

3670 Feet

Ridgewood South Subdivision

Block House Creek Subdivision

CR 272 - E CRYSTAL FALLS PKWY

Block House Creek

Unit 5

CR 271

Legend:  
Subdivision Wall  
Neighborhood Funded  
Subdivision Wall  
Note: All Lengths are Approximate

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

**RESOLUTION NO. 05-60**

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 183-A turnpike project was designated in the petition filed with TxDOT as the initial project to be developed by the CTRMA; and

WHEREAS, the CTRMA is considering developing a hike and bike trail in conjunction with the 183-A turnpike project; and


WHEREAS, the Texas Department of Transportation's Statewide Transportation Enhancement Program (STEP) is a statewide competitive program that provides federal funds on a cost reimbursement basis for certain projects demonstrating a relationship to the surface transportation system, including the provision of facilities for pedestrians and bicycles; and

WHEREAS, CTRMA staff and consultants recommend pursuing STEP funding and other grant funding opportunities for the proposed hike and bike trail project.

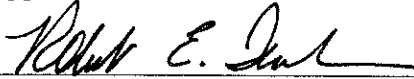
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby authorizes the Executive Director to submit an application for participation in STEP and other available grant programs to secure funding for the proposed hike and bike trail project.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31<sup>st</sup> day of August, 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 05-60  
Date Passed 08/31/05

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

**RESOLUTION NO. 05-61**

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

WHEREAS, the CTRMA and the Austin District of TxDOT developed a "CTRMA/TxDOT Regional Implementation Program" (the "Program") that provides for the funding and development of various transportation system improvements within the jurisdictional limits of the CTRMA; and

WHEREAS, in Resolution No. 04-12, dated April 12, 2004, the CTRMA Board of Directors approved the Program and authorized its staff to work with TxDOT to submit the Program to the Capitol Area Metropolitan Organization ("CAMPO") and to request amendments to CAMPO's 2025 Transportation Plan ("2025 Plan") and its FY 2004-FY2008 Transportation Improvement Program ("2004-2008 TIP") necessary to implement the Program; and

WHEREAS, on July 12, 2004, the CAMPO Transportation Policy Board voted to approve the requested amendments to the 2025 Plan and the 2004-2008 TIP, along with and eight clarifying resolutions, thus authorizing the development of projects in the Program as toll roads subject, in certain instances, to conditions imposed by the resolutions; and

WHEREAS, the Program (as subsequently amended) includes two projects that were previously included in the 2025 Plan and 2004-2008 TIP and five projects (the "Phase 2 Projects") that were added to the 2025 Plan and the 2004-2008 TIP; and

WHEREAS, US 290 East from US 183 to east of SH 130 is one of the Phase 2 Projects that was added to the 2025 Plan and the 2004-2008 TIP; and

WHEREAS, in the minute order attached hereto as Attachment "A", the Texas Transportation Commission authorized its executive director to negotiate and develop an agreement with the CTRMA for the planning, financing, design, construction, operation, and maintenance of the US 290 East Turnpike Project by the CTRMA; and


WHEREAS, the CTRMA desires to execute agreements with the TxDOT regarding right-of-way use and project development as are necessary to facilitate the development of the 290 East Turnpike Project.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby authorizes the Executive Director to negotiate agreements with TxDOT regarding right-of-way use and project development for the 290 East turnpike project; and

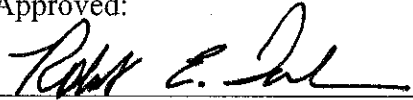
BE IT FURTHER RESOLVED, that all such agreements be presented to the Board of Directors for final approval.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31<sup>st</sup> day of August, 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 05-61  
Date Passed 08/31/05

TEXAS TRANSPORTATION COMMISSION

TRAVIS County

MINUTE ORDER

Page 1 of 2

AUSTIN District

The Texas Department of Transportation (department) and the Central Texas Regional Mobility Authority (CTRMA) developed a "CTRMA/TxDOT Regional Implementation Program" (program) that provides for the funding and development of certain transportation system improvements within the jurisdictional limits of the CTRMA.

On July 12, 2004, the Capital Area Metropolitan Planning Organization (CAMPO) Transportation Policy Board approved amendments to CAMPO's 2025 Transportation Plan and the FY 2004-FY 2008 Transportation Improvement Program (TIP), authorizing the development of projects in the program as toll roads subject, in certain instances, to conditions imposed by certain clarifying resolutions.

Projects added to the 2025 Transportation Plan and the FY 2004-FY 2008 TIP as part of the program include: (1) US 290 West/SH 71 interchange (the "Y" in Oak Hill), (2) US 183 East from I-35 to SH 71, (3) SH 45 Southwest from Loop 1 to FM 1626, (4) US 290 East from US 183 to east of SH 130, and (5) SH 71 East from I-35 to the Austin-Bergstrom International Airport (Phase 2 projects).

In Minute Order 110053, dated April 28, 2005, the Texas Transportation Commission (commission) requested that the CTRMA take such actions or conduct such studies and evaluations as may be necessary to determine the viability of jointly developing and financing with the department the Phase 2 projects, and to present proposals identifying the relative rights and obligations of the department and the CTRMA in the planning, design, financing, construction, operation, and ownership of the Phase 2 projects.

CTRMA has proposed an innovative plan for the financing and development of the US 290 East project that contemplates the planning, financing, design, construction, operation, and maintenance of the US 290 East project by the CTRMA. CTRMA would be provided a license to use State owned right of way to construct and operate a CTRMA owned turnpike project in the median of US 290 East, with the highway reconstructed and expanded to provide, on the highway and adjacent facilities, an equivalent or greater number of nontolled lanes than currently exist. The nontolled portion of the project would remain under the jurisdiction of the department. The CTRMA proposal would provide leveraged funding for the expeditious financing and construction of the project, including the proceeds of turnpike revenue bonds issued by the CTRMA or other funding provided by the private sector.

The reconstruction and expansion of US 290 East from US 183 to east of SH 130 is a project of significant importance to mobility in the Austin metropolitan area and in the jurisdictional limits of the CTRMA. The commission recognizes that innovative financing methods, including tolls, are an effective means of maximizing the use of limited available resources, without compromising the quality of Texas' transportation system. The commission encourages the development of partnerships (particularly with regional mobility authorities) and the employment of innovative methods to finance and construct needed transportation improvements.

IT IS THEREFORE ORDERED by the commission that the executive director is authorized to negotiate and develop an agreement with the Central Texas Regional Mobility Authority for the planning, financing, design, construction, operation, and maintenance of the US 290 East project by

TEXAS TRANSPORTATION COMMISSION

TRAVIS County

MINUTE ORDER

Page 2 of 2

AUSTIN District

the CTRMA, including a license of State owned right of way to the CTRMA for the purpose of developing a CTRMA turnpike project in the median of US 290.

IT IS FURTHER ORDERED that the executive director is directed to present the agreement to the commission for its future consideration.

Submitted and reviewed by:

Recommended by:

\_\_\_\_\_  
irector, Texas Turnpike Authority Division

\_\_\_\_\_  
Executive Director

\_\_\_\_\_  
Minute      Date  
Number      Passed



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

**RESOLUTION NO. 05-62**

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 a minute order approved on August 25, 2005, the Texas Transportation Commission authorized the CTRMA to pursue the development of the 290 East Turnpike Project; and

WHEREAS, the general engineering consultant retained by the CTRMA (the "GEC") has developed a scope of work and a proposed budget to conduct a preliminary feasibility analysis and perform procurement management services for the 290 East Turnpike Project; and

WHEREAS, a copy of that proposed scope of work and budget is contained in the work authorization attached hereto as Attachment "A" ("Work Authorization No. 5.1"); and

WHEREAS, the CTRMA Board of Directors must approve Work Authorization No. 5.1 before the GEC may proceed to work thereunder; and


WHEREAS, the GEC has represented to the Board of Directors that the work reflected in Work Authorization No. 5.1 is necessary and appropriate to pursue the development of the 290 East Turnpike Project.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves Work Authorization No. 5.1 in the form attached hereto as Attachment "A"; and

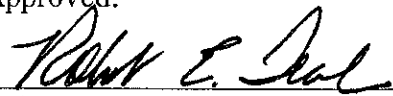
BE IT FURTHER RESOLVED, that all work performed under Work Authorization No. 5.1 shall be subject to the Agreement for General Consulting Civil Engineering Services between the CTRMA and the GEC and that no additional work may be undertaken without the specific approval of the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31st day of August, 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 05-62  
Date Passed 08/31/05

**CENTRAL TEXAS RMA****ATTACHMENT A – SCOPE OF WORK****WORK AUTHORIZATION NO. 5.1****SERVICES TO BE PROVIDED BY THE GENERAL ENGINEERING CONSULTANT (GEC)****Part A: Toll Feasibility Study for US 290 East**

This scope of services includes the provision of professional services and deliverables required to determine toll feasibility of the US 290 East reconstruction from US 183 to east of SH 130 (hereinafter referred to as the Project).

US 290 East is an existing 4-lane depressed median roadway with at-grade signalized intersections approximately every mile. The Texas Department of Transportation (TxDOT) has developed a schematic plan for a 6-lane depressed median freeway with 3-lane frontage roads in both directions. The draft Environmental Assessment (EA) for non-tolled option was completed in 1991. A revised EA for tolled mainlane alternatives is currently being developed by TxDOT and should be completed in the next few months. Three alternatives are currently being evaluated: 1) expansion requiring right-of-way acquisition on the north side of the corridor; 2) expansion requiring right-of-way acquisition on the south side of the corridor; 3) expansion requiring right-of-way acquisition on both the north and south sides of the corridor.

The work to be performed by the General Engineering Consultant (GEC) will include coordination with TxDOT and the Traffic and Revenue firm in the development of a toll feasibility study.

**1.0 Data Collection/ TxDOT coordination**

The GEC will acquire and review relevant Project data from TxDOT and other sources. This will include the following information:

- 1.1 Environmental Assessment (assuming a FONSI) which identifies and defines the preferred alternative.
- 1.2 Existing Survey data (to be provided by TxDOT and SAM INC).
- 1.3 Schematic Plans prepared for the alternatives included in the current EA, including electronic design files in MicroStation and Geopak format (to be provided by TxDOT).
- 1.4 Traffic volume projections (to be provided by TxDOT and CAMPO).
- 1.5 Intermediate (Level 2) toll feasibility analyses (to be provided by TxDOT).
- 1.6 Other data and documents relevant to the Project.

**2.0 Preliminary Feasibility Study**

The GEC will develop a Preliminary Feasibility Study. Specific tasks will include the following:

- 2.1 Evaluate the schematic plans developed by TxDOT as part of the EA process to identify potential Project phasing or design changes.
- 2.2 For the various design changes and phasing scenarios (assume 3 to 5), the following components will be identified for each:
  - 2.2.1 Typical sections;
  - 2.2.2 Pavement construction limits;
  - 2.2.3 Toll system elements and locations; and
  - 2.2.4 Stick diagrams.
- 2.3 The GEC will review the preliminary phasing scenarios developed in Task 2.2 with the CTRMA to ensure that said scenarios are appropriate for further evaluation. Refinements to the preliminary phasing scenarios will be incorporated based on the input from the CTRMA.
- 2.4 The GEC will conduct and present an evaluation of the preliminary phasing scenarios developed in Task 2.2. Specific tasks to be completed by the GEC will include the following:
  - 2.4.1 Develop preliminary tolling plans for each of the scenarios. This will include the identification of toll collection locations, toll collection types, and lane requirements.
  - 2.4.2 Develop preliminary traffic & revenue (T&R) numbers for each of the scenarios. These preliminary T&R numbers will be developed by manually adjusting the T&R numbers contained in the preliminary toll feasibility analyses (to be provided by TxDOT under Task 1.5) and existing traffic models (to be provided by CAMPO and TxDOT under Task 1.4). These adjustments will be subjective / qualitative in nature and will not include traffic modeling efforts.
  - 2.4.3 Develop preliminary cost estimates for the preliminary phasing scenarios.
    - 2.4.3.1 Preliminary construction cost estimates utilizing estimated quantities and recent construction unit cost information.
    - 2.4.3.2 Preliminary right-of-way cost estimates utilizing estimated takings and recent land acquisition unit cost information.
    - 2.4.3.3 Preliminary utility relocation cost estimates utilizing a conceptual utility conflict resolution plan (based on existing utility records) and recent utility relocation unit cost information.

- 2.4.4 Develop preliminary overall milestone schedules for each of the preliminary phasing scenarios detailing the implementation of each. These preliminary schedules will include the efforts necessary for the complete execution of the Project (i.e., design, financing, procurement, construction, etc.).
- 2.4.5 Develop preliminary annualized cost and revenue figures for each of the preliminary phasing scenarios based on the preliminary T&R numbers developed in Task 2.4.2, the preliminary costs developed in Task 2.4.3, and the preliminary schedules developed in Task 2.5.4. These preliminary annualized cost and revenue figures will include toll revenues, reserve maintenance, operations and maintenance, fare collection, and construction. Net Revenue and Net Present Value figures will also be developed on an annualized basis.
- 2.4.6 Develop a Preliminary Feasibility Study documenting the findings of the evaluation. The Preliminary Feasibility Study will include the following items:
  - 2.4.6.1 Executive Summary briefly describing the evaluation, methodology, and findings
  - 2.4.6.2 Purpose of Study
  - 2.4.6.3 Project Description
  - 2.4.6.4 Description of Implementation Scenarios
  - 2.4.6.5 Design Standards and Criteria
  - 2.4.6.6 Toll Systems Description
  - 2.4.6.7 Toll Collection System Description
  - 2.4.6.8 Traffic & Revenue Information (including base toll schedules, estimated annual revenues at collection sites, and associated assumptions)
  - 2.4.6.9 Cost Analysis Methodology (including capital cost estimates, reserve maintenance estimates, operation and maintenance estimates, and fare collection estimates)
  - 2.4.6.10 Financial Assessment and Screening (including summary of cumulative net revenues and summary of cumulative net present value)
  - 2.4.6.11 Evaluation Summary
- 2.4.7 Present the Preliminary Feasibility Study to the CTRMA to determine which preliminary phasing scenarios are to be considered for further analysis by the CTRMA Traffic & Revenue Consultant.

### **3.0 Coordination with T&R consultant**

Based on the feedback obtained from the CTRMA in response to Task 2.4.7, the GEC will coordinate directly with the CTRMA's Traffic & Revenue consultant to determine the traffic & revenue figures of the preferred scenarios (three scenarios assumed).

Specific tasks will include:

- 3.1 Conduct an initial workshop with representatives of the CTRMA's T&R Consultant to provide background on the Preliminary Feasibility Study work completed by the GEC.
- 3.2 Provide all relevant data and documents to the CTRMA's T&R Consultant required for their work efforts.
- 3.3 Participate in meetings and/or telecons with the CTRMA's T&R Consultant. It is assumed that there will be six (6) meetings / telecons.
- 3.4 Review and comment on preliminary T&R figures developed by the CTRMA's T&R Consultant.

#### **4.0 Final Feasibility Study**

Based on the T&R figures developed by the CTRMA's T&R Consultant, the GEC will incorporate same into the overall cost analysis to assess the overall feasibility of the Project. Specific tasks will include:

- 4.1 Revisit the phasing scenarios (three scenarios assumed) to ensure that the typical section, pavement construction limits, and toll system elements and locations are valid.
- 4.2 Refine the preliminary construction cost estimates for the preliminary phasing scenarios (three scenarios assumed).
- 4.3 Refine the preliminary annualized cost and revenue figures for each of the preliminary phasing scenarios (three scenarios assumed), including toll revenues, reserve maintenance, operations and maintenance, fare collection, construction costs, Net Revenue and Net Present Value figures.
- 4.4 Prepare a Pre-final Feasibility Study. This will be accomplished by incorporating the reevaluations / refinements detailed in Tasks 4.1 thru 4.3 above.
- 4.5 Present the Pre-final Feasibility Study to the CTRMA for their review and comment.
- 4.6 Prepare the Final Feasibility Study. This will be accomplished by incorporating any CTRMA comments obtained in Task 4.5.

**Part B : US290E Development Procurement Management Services**

This scope of work includes professional services and deliverables required to initiate the procurement of a development team to enter into a comprehensive development agreement (CDA) with the Central Texas Regional Mobility Authority (CTRMA) to develop the US290E toll facility.

This scope will entail those services required to assist the CTRMA in: the preparation of a Draft Request of Detailed Proposals (RFDP).

**1.0 Pre RFDP Phase**

- 1.1 Develop a management plan for the procurement of developers of the US290E toll facility. This will entail working closely with the CTRMA in the preparation of a procurement process / protocol and reasonable time schedule to define progress achievement milestones between the issuance of the RFDP and the issuance of Notice(s) to Proceed to the selected Proposer for the US 290E toll facility. This schedule will allow sufficient time for all elements of the procurement process, including: development of the RFDP by the CTRMA and GEC; preparation of Detailed Proposals by the short listed Proposers; assessment of the Detailed Proposals by the CTRMA / GEC; selection of the "Best Value" proposal; and negotiation of the terms and execution of CDA.
- 1.2 Develop draft versions of the main sections of the RFDP for the US 290E toll facility. These main sections will include:
  - 1.2.1 Draft Instructions to Proposers – This document will contain relevant information to the short listed Proposers regarding the project and their associated submittals, including: an introduction and summary of the project; a procurement schedule defining the major milestone dates to be adhered to during the CDA procurement process; detailed description of the procurement process which the CTRMA will utilize during the review and evaluation of the responses to the RFDP; detailed information pertaining to the Proposal delivery, content and format; Proposal evaluation criteria and weighting; CDA award and approval process; and stipend information and amounts (if applicable).
  - 1.2.2 Draft Comprehensive Development Agreement – This document will contain the actual Agreement to be executed between the CTRMA and successful Proposer. It is anticipated that this section of the RFDP will be prepared by the CTRMA legal counsel and that the GEC will serve in a coordination / review role in the development of same.
  - 1.2.3 Draft Scope of Work – This document will contain detailed information, specifications, and associated guidance intended to apply specifically to the development and implementation of the US 290E toll facility.

- 1.2.4 Draft Technical Provisions – This document will contain detailed information, specifications, and associated guidance intended to apply to the development and implementation of all toll facility projects procured by the CTRMA.
- 1.3 Conduct a series of Risk Allocation Workshops with CTRMA staff, legal counsel, financial advisors, and others to develop a policy and methodology to divide and assign the risks associated with the design, construction, operation, maintenance and financing elements of the US 290E toll facility. A Risk Allocation matrix will be developed which will divide and assign all potential risks associated with the development and implementation of the project, including:
- 1.3.1 Design Process: design defect (damages, third party injury); design defect (Nonconforming Work); system integrator (SI) delays; other cost increases and delays; accuracy of schematics and reference documents; alignment change creating need for additional right-of-way.
  - 1.3.2 Right of Way: right-of-way acquisition costs; right-of-way acquisition delays.
  - 1.3.3 Utility Relocation: delay due to Utility Adjustments, including unidentified utilities; cost of unidentified utilities; failure of Utility Owners to comply with Adjustment Agreements.
  - 1.3.4 Governmental Approvals: governmental approvals; new environmental approvals and changes to CTRMA-Provided Approvals due to changes in Final Design; governmental approvals required due to Force Majeure or CTRMA-Directed Change After NTP
  - 1.3.5 Force Majeure Events: actions of the elements; acts of war; strikes and labor disputes; archaeological, paleontological or cultural resource; threatened or endangered species; changes in law; injunctions against the Project; temporary no-work restrictions resulting from the discovery within the Site of any karst features; hazardous materials (third party spills after proposal date); hazardous materials (existing).
  - 1.3.6 Construction, Supply and Installation: cost increase due to CTRMA-Directed Change or CTRMA-Caused Delay; differing site conditions; delay in completion (other than CTRMA-Caused Delay, Force Majeure and certain uncooperative utility delays); delay in completion due to CTRMA-Caused Delay, Force Majeure and certain uncooperative utility delays; construction defect (damages, third party injury); construction defect (Nonconforming Work); delays in opening Project for revenue service due to System Integrator work.
- 1.4 Prepare a Revised Draft RFDP by incorporating the Risk Allocation assignments agreed to by the CTRMA under Task 1.3 into the Draft RFDP prepared under Task 1.2. An extensive internal review of this Revised Draft RFDP will be completed by senior level GEC staff having experience in CDA processes to ensure completeness. Comments developed / identified during this internal



review process will be discussed with the CTRMA staff, legal counsel, and financial advisers to obtain their approval prior to modifying the Draft RFDP.

- 1.5 Organize Reference Documents for inclusion into the Draft RFDP as attachments. Status assessments will be prepared for inclusion in the RFDP for those documents which have not been fully completed at the time of RFDP issuance to the short listed Proposers.
- 1.6 Coordinate with Texas Department of Transportation (TxDOT) and Federal Highway Administration (FHWA). The GEC will attend meetings with the CTRMA to present the Draft RFDP to TxDOT and FHWA; written comments will be formally requested from both agencies. Comments received from TxDOT and FHWA will be discussed with the CTRMA staff, legal counsel, and financial advisers to obtain their approval prior to modifying the RFDP.

#### **DELIVERABLES FOR THE DRAFT RFDP FOR THE DEVELOPMENT OF US 290E**

- Draft policy dividing and assigning physical and fiscal risks.
- Management plan and schedule for the procurement of developers of the US 290E.
- Draft CDA document for the purposes of Industry Review
- Workshop documentation

#### **Part C: Public Involvement**

This scope of services includes public involvement efforts to support the CTRMA in communicating information concerning the US 290 East reconstruction from US 183 to east of SH 130.

- 1.1 Organize, attend, and document public meetings and other communication as requested by CTRMA
- 1.2 Provide project graphics, maps, presentation material, flyers as requested by CTRMA.

Attachment B - Fee Estimate

US 290E

HNTB Corporation - MANHOUR BREAKDOWN

August 23, 2005

DRAFT

CTRMA

Work Authorization 5.1

Summary

Part A --Feasibility Study	\$	325,132
Part B -- Procurement	\$	227,283
Part C -- Public Involvement	\$	43,129
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	\$	595,544

Attachment B - Fee Estimate

CTRMA General Engineering Consultant  
 HNTB Corporation - Man-hour Breakdown & Fee Estimate  
 Toll Feasibility Study for US 290 East

CTRMA  
 Work Authorization 5.1  
 August 23 2005

**DRAFT**

TASK / WORK DESCRIPTION	MAN-HOURS							TOTAL HRS
	A	B	C	D	E	F		
<b>PART A - Feasibility Study</b>								
<b>(Labor Rates)</b>								
1.0 Data Collection / TxDOT Coordination								
1.1 Acquire & review & coordinate completion of Environmental Assessment (EA)	8	40			40			88
1.2 Acquire & review & determine need to supplement survey data (survey not incl)					24			24
1.3 Acquire & review Schematic Plans (including electronic files)	16	40			40			96
1.4 Acquire & review preliminary traffic volumes	8	40			40			88
1.5 Acquire & review intermediate level toll feasibility studies	8	40			40			88
1.6 Acquire & review other relevant data / documents	8	40			40			88
2.0 Preliminary Feasibility Study								
2.1 Identify potential Project phasing & design scenarios	8	80			80			168
2.2 Document preliminary phasing scenarios (3 total)								
2.2.1 Document typical sections	4	40			80			124
2.2.2 Document pavement construction limits	4	80			80			164
2.2.3 Document toll system elements / locations	4	40			80			124
2.2.4 Develop Stick Diagrams	4	40			80			124
2.3 Review preliminary phasing scenarios w/ CTRMA	4	8						12
2.4 Preliminary Feasibility Study Preparation								
2.4.1 Develop preliminary tolling plan for scenarios	4	8			40			52
2.4.2 Develop preliminary T&R numbers for scenarios	4	80			120			204
2.4.3 Develop preliminary cost estimates for scenarios	4	40			160			204
2.4.4 Develop preliminary overall milestone schedules	4	40			24			68
2.4.5 Develop Annualized cost and revenue figures	4	80			40			124
2.4.6 Develop Preliminary Feasibility Study								
2.4.6.1 Executive Summary	4	4						8
2.4.6.2 Purpose of Study	4	4						4
2.4.6.3 Project Description	4	4						4
2.4.6.4 Description of Implementation Scenarios	4	4						4
2.4.6.5 Design Standards & Criteria	4	4			16			20
2.4.6.6 Toll Systems Description	4	4						4
2.4.6.7 Toll Collection System Description	4	4						4
2.4.6.8 T&R Information	4	4						4
2.4.6.9 Cost Analysis Methodology	2	16			40			58
2.4.6.10 Financial Assessment & Screening	2	16			40			58
2.4.6.11 Evaluation Summary	2	8			40			50
2.4.7 Presentation of Preliminary Feasibility Study to CTRMA	4	8						12
3.0 Coordination w/ CTRMA T&R Consultant								
3.1 Conduct initial workshop w/ CTRMA T&R Consultant	4	8			4			16
3.2 Provide information to CTRMA T&R Consultant					40			40
3.3 Participate in meetings / telecons (6 total)	12	24						36
3.4 Review & comment on preliminary T&R figures	4	8						12

Attachment B - Fee Estimate

4.0	Final Feasibility Study								
4.1	Reevaluate comparability of toll collection elements	4	16	8	28				
4.2	Refine preliminary construction cost estimates	4	16	80	100				
4.3	Refine preliminary cost & revenue figures	4	40	40	84				
4.4	Prepare Pre-final Feasibility Study	4	40	40	84				
4.5	Present Pre-final Feasibility Study to CTRMA	4	8		12				
4.6	Prepare Final Feasibility Study	4	16	24	44				

TOTAL DIRECT LABOR	156	1012	0	1380	0	2548
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Attachment B - Fee Estimate

CTRMA General Engineering Consultant  
 HNTB Corporation - Man-hour Breakdown & Fee Estimate  
 Preliminary Procurement US 290 East

**DRAFT**

CTRMA  
 Work Authorization 5.1  
 August 23 2005

TASK / WORK DESCRIPTION	MAN-HOURS						TOTAL HRS
	A	B	C	D	E	F	
<b>PART B - DRAFT RFDP</b>							
1.0 Pre RFDP Phase							
1.1 Develop Procurement Management Plan	8	40	40	40			128
1.2 Develop Draft RFDP							
1.2.1 Draft Instructions to Proposers	40	80	80	80			280
1.2.2 Draft Comprehensive Development Agreement Assist CTRMA Legal Counsel (as required)	40	24	80	80			64
1.2.3 Draft Scope of Work	20	100	80	80			280
1.2.4 Draft Technical Provisions	40	80	110	80			310
1.3 Risk Allocation Workshops (incl. preparations)							
1.3.1 Design Process Risks	8	8	8	8			24
1.3.2 Right of Way Risks	8	8	8	8			24
1.3.3 Utility Relocation Risks	8	8	8	8			24
1.3.4 Governmental Approval Risks	8	8	8	8			24
1.3.5 Force Majeure Event Risks	8	8	8	8			24
1.3.6 Construction, Supply & Installation Risks	8	8	8	8			24
1.4 Internal Review Draft RFDP							
Update Draft RFDP (per Risk Allocation Workshops)		20					20
Conduct Internal Review of Revised Draft RFDP	8	20					28
Incorporate Comments from Internal Review			20				20
Organize Reference Documents			8	16			24
1.5 TxDOT & FHWA Approval Process							
Agency Review Meetings (1 per Agency, 2 total)							
Meeting Preparations	24						24
Meeting Participation	16						16
Meeting Documentation	16						16
Incorporate Comments from Agency Review	8		16				24
<b>TOTAL DIRECT LABOR</b>	<b>268</b>	<b>412</b>	<b>402</b>	<b>296</b>	<b>0</b>	<b>0</b>	<b>1378</b>

Attachment B - Fee Estimate

CTRMA General Engineering Consultant  
 HNTB Corporation - Man-hour Breakdown & Fee Estimate  
 Public Involvement US 290 East

CTRMA  
 Work Authorization 5.1  
 August 23 2005

**DRAFT**

**PART C -- PUBLIC INVOLVEMENT**

TASK / WORK DESCRIPTION	MANHOURS						TOTAL HRS
	A	B	C	D	E	F	
1.0 Public Meetings and Communications	8	20	80	70			178
2.0 Project Graphic Design							
2.1 Graphics design / marketing		8	20				28
2.2 Compile maps (from TxDot, TTA, CAMPO, CTRMA) as needed		8	20				28
2.3 Coordinate w/ TxDOT on presentation materials		8	20				28
2.4 Assist in development of print advertisements / flyers		8	20				28

<b>TOTAL DIRECT LABOR</b>	8	52	160	70	0	0	290
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**GENERAL MEETING OF THE BOARD OF DIRECTORS  
OF THE  
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

**RESOLUTION NO. 05-63**

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

WHEREAS, in Resolution No. 05-49, dated June 29, 2005, the CTRMA Board of Directors approved the retention of Vollmer Associates to serve as the lead firm for the provision of traffic and revenue engineering services and authorized the Executive Director to negotiate an agreement with Vollmer Associates; and

WHEREAS, after negotiating in good faith with Vollmer Associates the parties were unable to reach an agreement on mutually acceptable terms and conditions for the provision traffic and revenue engineering services; and

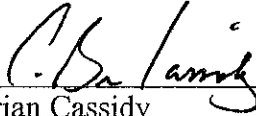
WHEREAS, due to the impasse between the parties CTRMA staff and legal counsel recommend that negotiations with Vollmer Associates be terminated and that staff initiate negotiations with the second-ranked proposer, URS Corporation, for a contract to provide traffic and revenue engineering services.

NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors directs staff to formally terminate negotiations with Vollmer Associates and to begin negotiations with URS Corporation for terms of an agreement to provide traffic and revenue engineering services; and

BE IT FURTHER RESOLVED, that upon the completion of such negotiations, the Executive Director present such agreement to the CTRMA Board for approval.

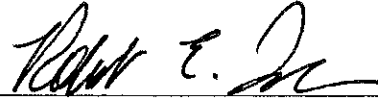
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31<sup>st</sup> day of August, 2005.

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 05-63  
Date Passed 08/31/05



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

**RESOLUTION NO. 05-64**

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, at the direction of the Board of Directors, the CTRMA issued a Request for Qualifications (RFQ) for firms interested in providing investment banking services to the CTRMA on July 18, 2003; and

WHEREAS, sixteen firms submitted responses to the RFQ; and

WHEREAS, the CTRMA's financial advisors and staff reviewed the responses and determined that all of the sixteen responding firms were qualified to be placed in a pool of firms available to provide investment banking services in connection with CTRMA projects; and

WHEREAS, in Resolution No. 03-45, dated September 25, 2003, the Board of Directors concurred with the recommendation of CTRMA staff and financial advisors and designated each of the sixteen firms to be part of the pool of investment banking firms qualified and available to provide investment banking services to the CTRMA; and

WHEREAS, CTRMA staff has recommended that the CTRMA issue an RFQ to consider additional firms to be added to the pool of investment banking firms qualified and available to provide investment banking services to the CTRMA; and

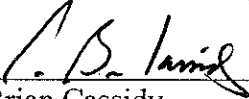
WHEREAS, the Board of Directors agrees that additional qualified firms should be given an opportunity to be added to the existing pool of investment banking firms available to serve the CTRMA.

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 additional firms interested in providing investment banking services to the CTRMA; and

BE IT FURTHER RESOLVED, that the Executive Director shall implement a process to review the RFQ responses and develop recommendations for the Board of Directors as to additional firms that should be part of the pool of investment banking firms qualified and available to provide investment banking services to the CTRMA.

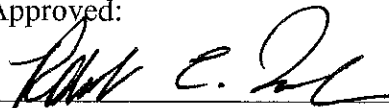
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31<sup>st</sup> day of August, 2005.

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 05-64  
Date Passed 08/31/05

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

**RESOLUTION NO. 05-65**

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 43 Tex. 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 to be funded by the City of Austin and other entities (the "Mobility Plan Study"); and

WHEREAS, the CTRMA has been asked to participate in the cost and work associated with the Mobility Plan Study; and

WHEREAS, the CTRMA Board of Directors has considered financial participation in the Mobility Plan Study and has directed its staff and advisors to further evaluate and prepare a recommendation regarding the CTRMA's financial participation in the Mobility Plan Study; and


WHEREAS, CTRMA staff and advisors have recommended that CTRMA contribute to funding of the Mobility Plan Study in an amount not to exceed \$125,000.

NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors authorizes financial participation in the Mobility Plan Study in an amount not to exceed \$125,000, subject to certain terms and conditions deemed adequate by the Executive Director to ensure the objectivity and fairness of the study; and

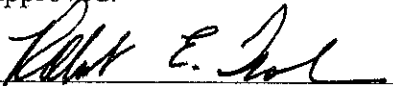
BE IT FURTHER RESOLVED, that the Executive Director is authorized to execute an interlocal agreement with other entities participating in the funding of the Mobility Plan Study setting forth acceptable terms and conditions for the conduct of the study.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31st day of August, 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 05-65  
Date Passed 08/31/05

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

**RESOLUTION NO. 05-66**

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 43 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, federal law requires that the Capital Area Metropolitan Planning Organization ("CAMPO") receive a non-federal match of at least twenty percent to fund its fiscal year 2006 work programs, including the congestion and monitoring analysis program, implementation of the Air Quality Early Action Compact, improvements to CAMPO's travel demand model, and a study of the region's arterial roadways; and

WHEREAS, CAMPO is seeking financial assistance from local governmental entities in order to fulfill its non-federal matching requirement; and


WHEREAS, CAMPO has requested \$10,000 in financial support from the CTRMA; and

WHEREAS, the CTRMA Board of Directors believes that this financial support will help CAMPO in its efforts to analyze the transportation needs of the region.

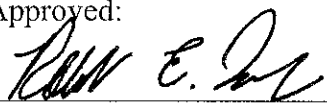
NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors authorizes and approves financial support in the amount of \$10,000 for CAMPO work programs for the 2006 fiscal year.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31st day of August, 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 05-66  
Date Passed 08/31/05

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

**RESOLUTION NO. 05-67**

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

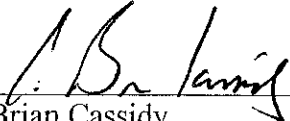
WHEREAS, the Board of Directors has adopted policies and procedures intended to provide strong fiscal oversight and which authorize the Executive Director, working with the CTRMA's accountant, to review invoices and approve disbursements; and

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 July 16, 2005 to August 25, 2005, included herewith as Attachment "A,"

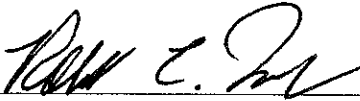
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Disbursements Report included as Attachment "A."

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31st day of August, 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 05-67  
Date Passed 08/31/05

# Central Texas Regional Mobility Authority

## Attachment "A" to CTRMA Board Resolution No. 05-67 Summary of Expenditures 7/16/05 - 8/25/05

<u>Vendor</u>	<u>Date</u>	<u>Check #</u>	<u>Description</u>	<u>Amount</u>
HNTB Corporation	07/16/05	Wire	GEC	700,083.17
HNTB Corporation	07/16/05	Wire	GEC	246,011.44
HNTB Corporation	07/16/05	Wire	GEC	109,213.37
Owen Consulting	07/16/05	Wire	Engineering Consulting	6,412.50
HNTB Corporation	07/18/05	Wire	GEC	719,124.85
Williamson County	07/19/05	ACH	Payroll	27,081.76
Dell Marketing, L.P.	07/26/05	11406	Computer Equipment	25.81
Holden Custom Products	07/26/05	11407	Supplies	245.63
Kennedy Reporting Service, Inc.	07/26/05	11408	Board Meeting Minutes	855.90
Mike Helligenstein	07/26/05	11409	Auto Allowance	650.00
OfficeMax	07/26/05	11410	Office Supplies	4,051.64
Texas County & District Retirement System	07/26/05	11411	Seminar	300.00
HNTB Corporation	07/29/05	11412	GEC	890,532.18
Bond Interest	07/31/05	Wire	Subordinate Lien Revenue Bond Anticipation Notes	1,375,000.00
Bond Interest	07/31/05	Wire	Senior Lien Revenue Bonds	3,099,791.66
Williamson County	08/01/05	ACH	Payroll	27,081.76
Hill Country Constructors	08/02/05	Wire	Draw Request	5,329,672.14
Haseley, Angelique S.	08/04/05	11413	Administrative Asst Compensation	158.73
Greater Austin Chamber of Commerce	08/04/05	11414	2005 Intercity Leadership Visit	1,750.00
Locke Liddell & Sapp LLP	08/04/05	11415	Legal Fees	96,956.30
Naman, Howell, Smith & Lee	08/04/05	11416	Legal Fees	450.00
OfficeMax	08/04/05	11417	Office Supplies	76.26
Owen Consulting	08/04/05	11418	Engineering Consulting	11,086.91
Pena Swayze & Co., LLP	08/04/05	11419	Accounting Fees	2,115.00
Ronald A. Fagan	08/04/05	11420	Reimbursed Expenses	144.88
Steve Pustelnyk	08/04/05	11421	Reimbursed Expenses	1,060.67
TateAustin	08/04/05	11422	Public Relations	28,799.24
William Chapman	08/04/05	11423	Reimbursed Expenses	327.67
Owen Consulting	08/05/05	11424	Engineering Consulting	7,650.00
Williamson County	08/16/05	ACH	Payroll	27,348.10
Dell Marketing, L.P.	08/19/05	11425	Computer Equipment	2,817.65
OfficeMax	08/19/05	11426	Office Supplies	168.38
Dell Marketing, L.P.	08/24/05	11427	Computer Equipment	2,754.94
Greater Austin Chamber of Commerce	08/24/05	11428	2005 Intercity Leadership Visit	1,750.00
K Jansing	08/24/05	11429	Executive Portrait Session with CD	195.00
Kennedy Reporting Service, Inc.	08/24/05	11430	Board Meeting Minutes	483.60
Mike Helligenstein	08/24/05	11431	Auto Allowance	650.00
OfficeMax	08/24/05	11432	Office Supplies	645.14
TateAustin	08/24/05	11433	Public Relations	18,804.02
HNTB Corporation	08/24/05	11434	GEC	129,799.80
				<u>\$ 12,872,125.90</u>