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

RESOLUTION NO. 09-06

TIFIA Application for 183A Northern Extension Toll Project

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 first phase of the CTRMA's 183A Project was opened for use on March 3, 2007 with usage significantly above projections; and

WHEREAS, the design and construction of the 183A main lanes north from FM 1431 was anticipated to begin sometime after 2012; however, due to the success of the first phase of the 183A Project, it was determined that such efforts should be undertaken immediately regarding the extension of the main lanes from north of FM 1431 to north of RM 2243 (the "Project"); and

WHEREAS, a financial plan for funding the development of the Project has been prepared by the CTRMA and its consultants; and

WHEREAS, the Transportation Infrastructure Finance and Innovation Act of 1998 (TIFIA) established a federal credit program under which the U.S. Department of Transportation's (US DOT) Federal Highway Administration (FHWA) may provide federal credit assistance, including loans and lines of credit, to major transportation investments of critical or national significance; and

WHEREAS, the TIFIA loan program is a potential source of funding for the Project; and

WHEREAS, CTRMA and its financial and engineering consultants have been gathering necessary materials and information to complete a TIFIA loan application for the Project, and have had discussions with the FHWA officials who administer the TIFIA loan program; and

WHEREAS, the FHWA officials have encouraged the CTRMA to submit a TIFIA letter of interest for the Project, to be followed at the appropriate time a formal TIFIA loan application; and

WHEREAS, pursuant to §370.033(j) of the Texas Transportation Code, consent from the Texas Department of Transportation is required prior to submitting a TIFIA loan application.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes the Executive Director and CTRMA staff to (i) seek TxDOT consent to submission by the CTRMA of a TIFIA loan application for the Project; (ii) upon receipt of such consent and at the appropriate time as indicated by FHWA officials, submit the TIFIA loan application to the FHWA; and (iii) in connection with such submission to tender the required non-refundable \$30,000.00 application fee; and

BE IT FURTHER RESOLVED, that any final loan agreements or documents related to closing of a loan under the TIFIA program for the Project must 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 25th day of February, 2009.

Submitted and reviewed by:

Tøm Nielson

General Counsel for the Central

Texas Regional Mobility Authority

Approved:

Robert E. Tesch.

Chairman, Board of Directors

Resolution Number <u>09-06</u>

Date Passed 2/25/09

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

RESOLUTION NO. 09-07

183A Northern Extension RTG Work Authorization No. 1

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 first phase of the CTRMA's 183A Project was opened for use on March 3, 2007 with usage significantly above projections; and

WHEREAS, the design and construction of the 183A main lanes north from FM 1431 was anticipated to begin sometime after 2012; however, due to the success of the first phase of the 183A Project, it was determined that such efforts should be undertaken immediately regarding the extension of the main lanes from north of FM 1431 to north of RM 2243 (the "183A Main Lane Extension"); and

WHEREAS, in Resolution No. 08-50, dated August 27, 2008, the Board of Directors authorized the Executive Director and CTRMA staff to negotiate and enter into a Contract for Engineering Services with Rodriguez Transportation Group for design and engineering services for the 183A Main Lane Extension (the "RTG Contract") and the RTG Contract was finalized and executed; and

WHEREAS, it has been determined that the scope of work under the RTG Contract should be expanded to include extending the northern terminus of the planned 183A Main Lane Extension to include a bridge structure over planned CR 269, as well as address other improvements within the northern portion of 183A that would be beneficial to the 183A Project as a whole, all as described in Work Authorization No. 1 for the RTG Contract, substantially in the form set forth in Attachment "A" attached hereto and incorporated herein; and

WHEREAS, HNTB, as the CTRMA's General Engineering Consultant and the Project Manager for the 183A Main Lane Extension, has represented to the Board of Directors and CTRMA staff that the work reflected in Work Authorization No. 1 and the cost thereof are necessary and appropriate for the continued efficient and timely design of the 183A Main Lane Extension.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves Work Authorization No. 1 under the RTG Contract in substantially the form attached hereto as

Attachment "A" as it relates to the expansion of the scope of services to be provided thereunder, provided that any work commenced under Work Authorization No. 1 be subject to the terms and conditions of the RTG Contract.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central

Texas Regional Mobility Authority

Approved:

Robert E. Tesch

Chairman, Board of Directors

Resolution Number 09-07

Date Passed 2/25/09

ATTACHMENT "A" TO RESOLUTION NO. 09-07 WORK AUTHORIZATION NO. 1 TO RTG CONTRACT



Memorandum

TO:

Wes Burford, P.E.

Director of Engineering

CTRMA

FROM:

Richard L. Ridings, PE, RPLS

DATE:

February 05, 2009

SUBJECT:

183A North Extension PS&E - RTG Supplemental Scope and Fee Review

Rodriquez Transportation Group has submitted a Supplemental Scope and Fee for additional work added to the original Work Authorization No. 01 for CTRMA Contract No. 09183A24601E. This additional work is described as follows:

- Design and prepare construction plans for a new northbound exit ramp that will require a
 braided ramp configuration just north of New Hope Drive. The plans for this ramp will be
 incorporated into the plan set developed under the original Work Authorization.
- Extend project terminus north from +/-Station 385+00 to +/-Station 335+00. This extension
 will include the design and plan preparation for 183A Mainlanes, a bridge over existing RM
 2243, a bridge over proposed Reveille Blvd. (CR 269), Reveille Blvd. Intersection within
 183A R/W Limits, and temporary ramps from Mainlanes to existing Frontage Roads. The
 plans for this additional work will be incorporated into the plans developed under the
 original Work Authorization.
- Design and prepare construction plans for a new intersection at San Gabriel Parkway (CR 274) to include approximately 800-lf of San Gabriel Parkway extending west from 183A and will tie into existing San Gabriel Parkway. The plans for this intersection and short segment of roadway will be incorporated into the plans developed under the original Work Authorization.

The proposed supplemental fee is for the amount of \$1,160,776.

Based on our review of the scope and fee, I would like to recommend approval of the supplemental scope and fee.

Please let me know if you have any questions or concerns.

Ce: Larry Shumway, P.E. HNTB

File

SUPPLEMENTAL WORK AUTHORIZATION NO. 01 TO WORK AUTHORIZATION NO. 01 CONTRACT FOR ENGINEERING SERVICES

THIS SUPPLEMENTAL Y	WORK AUTHORIZA	TION is made pursu	ant to the terms
and conditions of Article 4 of the Co	ontract for Engineering S	Services (the Contract) entered into by
and between the Central Texas R	egional Mobility Author	ority (the Authority)	and Rodriguez
Transportation Group, Inc. (the Engir	neer) dated		

The following terms and conditions of Work Authorization No. 01 are hereby amended as follows:

PART 1. The Engineer will perform engineering services generally described as transportation engineering and design services for additional work to the 183A North Extension Project. The design services shall include associated Roadway Design, Drainage Design, Structural Design and Landscape/Hardscape Design. The Description of additional work is as follows:

- Design and prepare construction plans for a new northbound exit ramp that will require a
 braided ramp configuration just north of New Hope Drive. The plans for this ramp will be
 incorporated into the plan set developed under the original Work Authorization.
- Extend project terminus north from +/-Station 385+00 to +/-Station 335+00. This extension
 will include the design and plan preparation for 183A Mainlanes, a bridge over existing RM
 2243, a bridge over proposed Reveille Blvd. (CR 269), Reveille Blvd. Intersection within
 183A R/W Limits, and temporary ramps from Mainlanes to existing Frontage Roads. The
 plans for this additional work will be incorporated into the plans developed under the
 original Work Authorization.
- Design and prepare construction plans for a new intersection at San Gabriel Parkway (CR 274) to include approximately 800-lf of San Gabriel Parkway extending west from 183A and will tie into existing San Gabriel Parkway. The plans for this intersection and short segment of roadway will be incorporated into the plans developed under the original Work Authorization.

The additional responsibilities of the State and Engineer are further detailed in Exhibits A and B, which are attached hereto and made a part of the Supplemental Work Authorization.

PART II. The maximum amount payable under this Lump Sum Work Authorization is increased by \$1,160,776.00 from \$3,772,580.00 to \$4,933,356.00. The additional costs are shown in Exhibit D, Fee Schedule, attached hereto.

This Supplemental Work Authorization shall become effective on the date of final execution of the parties hereto. All other terms and conditions of Work Authorization No. 01 not hereby amended are to remain in full force and effect.

IN WITNESS WHEREOF, this Supplemental Work Authorization No. 1 is executed in duplicate counterparts and hereby accepted and acknowledged below.

THE ENGINEER	MOBILITY AUTHORITY
(Signature)	(Signature)
(Printed Name)	Mike Heiligenstein
(Title)	Executive Director
(Date)	(Date)

FXHIBIT A

SERVICES TO BE PROVIDED BY THE AUTHORITY

The Authority shall perform and provide the following in a timely manner so as not to delay the Services to be provided by the Engineer:

- 1. Authorize the Engineer in writing to proceed.
- Render reviews, decisions and approvals as promptly as necessary to allow for the expeditious performance of the Services to be provided by the Engineer.
- Place at Engineer's disposal all reasonably available information pertinent to the Project, including previous reports, drawings, specifications, or any other data relative to the design and construction of the Project.
- Coordinate with the Engineer, local agencies, and utility companies in developing the design.
- Review and approve the Engineer's progress schedule with milestone activities and/or deliverables identified.
- Provide timely review and decisions in response to the Engineer's request for information and/or required submittals and deliverables, in order for the Engineer to maintain the agreed-upon work schedule.
- 7. Provide Project Design Guidelines.
- Attend and participate in progress and coordination meetings, as required.

EXHIBIT B

SERVICES TO BE PROVIDED BY THE ENGINEER

The Design Consultant Engineer, herein referred to as the "Engineer", shall be responsible for the work described in this Scope of Services.

The additional Scope of Work to be performed by the Engineer under this Supplemental Work Authorization is described as follows:

- Design and prepare construction plans for a new northbound exit ramp that will require a
 braided ramp configuration just north of New Hope Drive. The plans for this ramp will be
 incorporated into the plan set developed under the original Work Authorization.
- Extend project terminus north from +/-Station 385+00 to +/-Station 335+00; referred to herein as the "extended project limits". This extension will include the design and plan preparation for 183A Mainlanes, a bridge over existing RM 2243, a bridge over proposed Reveille Blvd. (CR 269), Reveille Blvd. Intersection within 183A R/W Limits, and temporary ramps from Mainlanes to existing Frontage Roads. The plans for this additional work will be incorporated into the plans developed under the original Work Authorization.
- Design and prepare construction plans for a new intersection at San Gabriel Parkway (CR 274) to include approximately 800-lf of San Gabriel Parkway extending west from 183A and will tie into existing San Gabriel Parkway. The plans for this intersection and short segment of roadway will be incorporated into the plans developed under the original Work Authorization.

1.01 Design Features

A. The design progression for the elements associated with Work Authorization No. 1 and this Supplemental Work Authorization shall be as follows:

Initial Design – Review and refine horizontal and vertical geometry and proposed typical cross section for the design section. In preparation for the Design Concept Conference, the Engineer shall incorporate the supplemental design sections into the draft drainage impact study prepared for the original 183A Extension section, and also include supplemental sections on the Schematic design that illustrates any proposed changes. The supplemental sections shall also be included in the preliminary construction cost estimate.

60% Design - Prepare 60% plans for the roadway, striping, large guide signs, proposed structures, illumination, signals, ITS, Shared-Use Path, drainage design and erosion control.

<u>Final Submittal</u> – The final submittal shall be signed and sealed by a Professional Engineer registered in the State of Texas and provided in hard copy, electronic, and *.pdf formats with all comments resolved. The added scope items as defined by this scope shall be incorporated into the original set of construction documents developed under the original contract to form a single set of construction documents.

1.03 Data Collection

A. The Engineer shall collect, review and evaluate data associated with the design prepared by others for the Reveille Blvd (CR 269) and the San Gabriel Parkway (CR 274) cross street.

1.04 Geotechnical Investigation

A. The Engineer will present recommendations for the design of the additional bridge foundations, additional retaining wall foundations and additional sign structures as more fully described in Sections 1.11, 1.12 and 1.13 of this document. Recommendations will be based on the requirements set forth in Work Authorization No. 1 (Section 1.04, B thru F).

1.05 Supplemental Surveying

A. Topographic Survey

The Engineer shall:

- Supplement existing topographic survey within the extended project limits as follows:
 - Evaluate critical ROW points, at San Gabriel Parkway (CR 274), Reveille Blvd.(CR 269), and for the Shared-Use Path.
 - Tie down existing drainage features including drop inlets, cross culvert and driveway culverts within the extended project limits.
 - c. Tie down existing ramp abutment for the NB exit ramp just north of FM 1431.
 - d. Tie down existing edge of pavement at the following proposed Frontage Road ramp gores: At the new NB Braided Ramp just north of New Hope Drive; at the two temporary ramp tie-ins just south of San Gabriel Parkway.
 - e. Tie down the existing driveways within the extended project limits, tie down existing pavement at proposed San Gabriel Parkway (CR274) and Reveille Blvd. (CR269) intersections, provide topographic survey of a 200-ft wide swath of San Gabriel Parkway from the 183A R/W west for 1,000-ft.
 - f. Visible utilities shall be located at the proposed intersections of Reveille Blvd. (CR 269) and San Gabriel Pkwy. (CR 274), and where the temporary ramps will tie into the Frontage Roads.

1.07 Utility Coordination and Design

- A. The Engineer shall illustrate existing and proposed utility locations on the additional plan sheets that are a result of the extended project limits.
- B. The Engineer shall review all available utility designs prepared or being proposed by others, within the extended project limits, for conflicts with the construction plans.

1.08 Initial Design and Design Concept Conference

- A. The Engineer shall proceed with refinements to the final Schematic, associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.08, D, 1 thru 8).
- B. The Engineer shall include the extended project limits in the development of the proposed cross sections.

1.09 Roadway Design

A. Basic Plan Sheets

The Engineer will proceed with the development of the basic plan sheets associated with the extended project limits as further detailed below:

- Prepare Project Layout Sheets at a scale of 1"=200' that clearly indicates the limits of the entire project.
- Prepare Benchmark Layout Sheets at a scale of 1"=200' that clearly indicate the benchmark locations and associated control information. These sheets will later be sealed by a RPLS for submittal.

B. Roadway Plans & Geometry

The Engineer shall proceed with the development of the plan sheets associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.09, B, 1 thru 11).

The Cross Street Plan and Profile and Intersection details will be included for both turnarounds at the Reveille Blvd. and the San Gabriel Parkway (CR 274) intersections, and the S-N turnaround at the RM 2243 intersection.

The extended limits of the Shared-Use Path are from Reveille Blvd. to RM 2243.

C. Grading and Details

The Engineer shall proceed with the development of grading and details associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.09, C, 1 thru 4).

The limits associated with development of the landscape planting and hardscape plans are from San Gabriel Parkway (CR 274) and RM 2243.

1.10 Drainage Design

The Engineer shall proceed with the development of drainage design associated with the extended project limits, as further define in Work Authorization No. 1 (Section 1.10, B thru H).

G. Water Quality

It is anticipated that two (2) additional water quality ponds will be required. One of these ponds was identified in the preliminary water quality calculations at the following approximate location:

a. Sta. 308+50 (north and adjacent to San Gabriel Parkway (CR 274))

The Engineer will develop structural design and details required for one (1) of the two (2) additional water quality ponds.

1.11 Structural Design

The Engineer shall proceed with the development of the structural design associated with the two additional bridge crossings within the extended project limits and the two (2) added north bound bridges at FM 1431 and north of New Hope Drive, as further defined in Work Authorization No. 1 (Section 1.11)

Estimated Bridge Limits Table for the Extended Project Limits.

Description	Approx. Length	Approx. Width	Estimated # of spans	Anticipated Beam Type
NBML @ CR 269 - Reveille Blvd.	308'	58'	3	Type IV
SBML @ CR 269 - Reveille Blvd.	308'	58'	3	Type IV
NBML @ RM 2243	490'	58'	5	Type IV
SBML @ RM 2243	490'	58'	5	Type IV
New NB Ramp @ New Hope	895'	26'	8	Type IV

1.12 Retaining Wall Design

The Engineer shall proceed with the development of the retaining wall design associated with the extended project limits and the added northbound bridge north of New Hope Drive, as further defined in Work Authorization No. 1 (Section 1.12)

Proposed Retaining Wall Table

Description	Approximate Location	Approximate Length	Туре
NBML	Sta. 345+00 to Sta. 363+00	1800'	MSE
SBML	Sta. 345+00 to Sta. 363+00	1800'	MSE
NBML	Sta. 366+50 to Sta. 381+00	1450'	MSE
SBML	Sta. 366+50 to Sta. 381+00	1000'	MSE
NBML	Sta. 388+48 to Sta. 397+00	852'	MSE
SBML	Sta. 388+48 to Sta. 394+00	552'	MSE
NBML	NB Ramp at New Hope Braided Ramp	1900'	MSE
ML Abut	Sta. 363+20	152'	MSE
ML Abut	Sta. 366+30	152'	MSE
ML Abut	Sta. 381+00	152'	MSE

ML Abut	Sta. 388+49	152'	MSE
ML Abut	Sta. 601+00	70'	MSE

1.13 Signing, Markings and Signalization

The Engineer shall proceed with the development of the signing, marking and signalization design associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.13)

Traffic Signal Plans shall be provided at the following additional intersections:

- 183A Frontage Roads at Reveille Boulevard (CR269).
- 183A Frontage Roads at San Gabriel Parkway (CR274) Signal heads may be covered in the interim condition.

1.14 Traffic Control Plan (TCP)

The Engineer shall proceed with the development of the TCP design associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.14)

1.15 Intelligent Transportation Systems (ITS)

The Engineer shall proceed with the development of the ITS design associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.15)

1.16 Illumination

The Engineer shall proceed with the development of the Illumination design associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.16)

Underpass lighting shall be provided at the following additional locations: new NB braided ramp, RM 2243, and Reveille Blvd. (CR 269)

1.18 Miscellaneous

The Engineer shall proceed with the development of Miscellaneous tasks associated with the extended project limits, as further defined in Work Authorization No. 1 (Section 1.18).

C. Deliverables

The Engineer will submit twelve (12) 11" X 17" paper copies at the 60% Submittal. Final PS&E submittal shall include twelve (12) 11" X 17" paper copies in addition to the signed, sealed and dated 11" x 17" Final Hard Copy including all supporting documentation and paperwork.

1.19 Coordination, Meetings & Invoicing

The Engineer shall thoroughly review design plans, calculations and cost estimates associated with the extended project limits before submittal to the GEC or CTRMA.

EXHIBIT D COMPENSATION SUMMARY

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A Development of featible consequences - Continuer modeculant with the CEC			2		0				1	\$		18	
5. Arethrics Ambendady Analysis		,	1		2							4	
F. Develop Proposed Cross Services													
			,	-		Ī		10				72	
								Ī				-	

EXHBIT D. Compensation RTG

RODRIGUEZ TRANSPORTATION GROUP, INC.

TASK Houry Rate	SHEETS	PROJECT MANAGER 5 64.00 5	T	SENICR ENGNEER 6: 00 s	SENICR PROJECT DESIGN INGWEER ENGINEER ENGINEER 61:01 \$ 43:30 \$ 40:00 \$	ENGINEER S 40.00	ENGINEER S 37 DO	S EIT	SPECIALIST SPECIALIST 5 ALCO	SR. ENGR. TRCH. 37.20	ENGR. TECH.	ADMIN, 21.30	51/8 TOTALS	2.002946 31.52-ect
SUB-TOTAL NUMBER OF SHERTS!		1		24	1.	24			90	25	15		Court Total = 136 Row Total = 136	
SUB-TOTAL LABOR COST:		*	\$ 952	1.464 5	602	\$ 960			1,320	\$ 925	\$ 495		\$ 6,022 \$	16,156.11
A Blackhar Steels T Brackharts T Brackhart About	200			Ħ	40					30 9	D-7		57	0.01
B. Ryadwig Pana & Geometry													2	n.
First of the Section				4	7				9	16	01		45	20.0
State of the	0 0	p ep	\parallel	o n	16	20	30		40	45	999		29	24.6
5. Cross Streets San Galerie Physy and Royala Brid).	-	0		0		6			18	- 15	31		1 2	
 Character and State San Gallier Process and Canada prof 1 at RM 22431 Francisco del alta Salvera 	6 0	12		44.6		12.	13		13	200	E E			0.75
Hamp has and history Ling Ramps of Nathern Project and Duader Ramps Hamp blee Linguis Lines Ramps of Nathern Project and Buaded Ramp) Linescotts Amount Dual Ramps of Nathern Project and Buaded Ramp)	0 7	94		0.4		20	0			22	R R		251	25.5
9. Michelmen, Larve Date Species 10. Superson 10. Superson David Sheets.			+	- 200		æ				454			4.5	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
11. Shared Use Path Pen and Probe (Coordination)	en en	-	H										10	100
G. Grating and Distrib. Figure Distrib. Crists Nucleons. Propose Dissolve Constitution of Constitutions.		ĝt.		10					97				- 07	
Develop Mechanism Parism Seeks Develop Mechanism A Hardway Datah Develop Mechanism A Hardway Datah	- 17	0,		10		-8				20	20		3 2 2	2 8
A CONTRACTOR OF THE PROPERTY O			\parallel	Ħ					8	- 3			19	
SUB-TOTAL NUMBER OF SHEETS.	88		1	H					-	-	-		The state of the s	
SUB-TOTAL HOURS:		101		102	34	141	25		16	320	263		Column Total - 1, 104 Rose Total a 1 104	
SUB-TOTAL LABOR COST;		5 6.4	6,464 \$	6,222 \$	1,462	\$ 5,640	5 1,924		\$ 4,004	\$ 11,840	\$ 8.679	5	\$ 46.235 \$	124 DAT AB
A. Review Draklaga Analyzana Reports				2									н	
B. Dannagu Ingast Souty (Coordination)		2												
C. Bridge and Culvert Plan Sheet (Coordination)		2											3	
D. Stein Dean Plan Sheets (Crass Section Construinen)		2											,	
E. Storr Analytis (Community)		-							0				77	
1. Stern Wher Polition Proventon Plans (SWJP) (Coardnaten)													-	
G. Water Quality (Dress Section Countrial on)		ŀ		H						9				
H. TGFO Contetueng Zone Plan (Continuation)				H					R				23	
			H	H									3	
SUB-TOTAL NUMBER OF SHEETS;			ļ	H					-					
SUB-TOTAL HOURS:		2	1		-	-			40	9			Column Total + 67 Row Total = 67	
NO. STON		-	632 8	468 5					\$ 1,760	\$ 222			3,302 \$	8.858.76
A Condation		2												
THE RESIDENCE OF COMPANY OF THE PROPERTY OF THE PROPERTY AND THE PROPERTY OF T			-	-	-			-	-	-			20	

Exhibit D.-Carquesion RTG

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TASK Hour, Rang	SHEETS	MANAGER 5 64 50	SENIOR ENGINEER 5 ct 00	PROJECT ENGINEER 5 43.05	DESIGN ENGINEER 5 42.30	ENGINEER \$	5 GT 35 35	SPECIALIST SPECIALIST 5 44.00	SR. ENGR. TECH.	ENGR. TECH. 5 32.00	ADMIN.	SUBTOTALS	2,582848
SUB-TOTAL NUMBER OF SHEETS: SUB-TOTAL HOURS:												Cebro faul v. 9	
SUB-TOTAL LABOR COST		320	\$ 305					220	5	1	1	HOW TOTAL # 15	
A Retaining Water													
Petanney Wall Determination		2	re								1	1	
J. Helphys Wall Lyon Shows	27	24	25	65	96	80		900	8			0	10.0
4. Shutitud ordaris for non-proprietary half designs 5. Temporary, Shonny Rajests								300	200	-044		We.	26.2
U. Perusung Wari Egocal Septions Pictures Wall Horsporte Asternent Data Shears	2	-	7		9			18	15			34	23.0
						4			91			15	20
6 Sol turn Lass Combration			9										
G. Cartest Servine Cougn (Coprocuent)		-										00	
												10	
SUB-TOTAL NUMBER OF SHEETS:	22	-			-							Colores Tends alte	
SUB-TOTAL HOURS:	1	32	1	8	à	٦		135	193	164		Row Total = 801	
13 SIGNING, MARKINGS AND SIGNALIZATION	T	2,048	2,806	\$ 2,580	3,440	3,145		\$ 5,940	5 7,141	\$ 5,412	1.	\$ 32.512 \$	87,324.75
Laboration of the Control of the Con	1											3	
Figure and Pavenest Meeing Layou, (Conditation)		a							9			1	
D. Large Sign Grads	-	2											
E. Overhead Sigh Structure Previous										-	1	94	0.94
Large Sign Elevations I Authoric and Foundation Chemisteries	-	9						R	30	14		4.0	000
Truthe Sanai Plans (Condination)												7	
												7	
L. Temporary Traffic Signal Plan (Chardration)													
SUB-TOTAL NUMBER OF SHEETS:	-	1	-	-		1			-	-		-	
SUB-TOTAL HOURS:		14	*					30	25			Column Total = 91	
1.14 TRAFFIC CONTROL PLAN		969 \$	5 244					\$ 1,320 \$	1	\$ 594	8	3 070 6	
A. Detaker Fralls, Control Plan Streets	\$	12	12					05	1				
B. Trafic Control Typical Society	-		-	1				707		200		3	10.04
C TCF Durante Plans	1							0	0			8	9
D. San Land Communication of the Communication of t				9				0	0			53	210
D. SHANANCE OF GOVERNMENT COMPANIES OF THE SHANANCE OF THE SHA	-	7	4		40				1		1	38	5
frafti Cerresi Optaris	-		7										0.00
H. Constituted Schedule		8							,			16	16.0
Road Course Deleted Institut												10	
		r.	9						-			34	
A STATE OF THE PARTY OF THE PAR										1			
SUB-TOTAL NUMBER OF SHEETS:	10								STREET, SQUARE, SQUARE	-	-	Colonia Lond - 164	
SUB-TOTAL HOURS:		77	28	9	21			36	7.0	90		COOLUMN COR - COS	

Central Texas Regional - Authority Coor - Authority Coor - Authority Coor - Authority Coor - Authority - Authority

		RODRIGUE	Z TRANSP	ORTATION	RODRIGUEZ TRANSPORTATION GROUP, INC.	Ċ.		ALCO PRODUCE						
TASK Hous, Rate	SHEETS	MANAGER 5 64 20	S 61.00	FROJECT CNGNEER \$ 43.00	ENGINEER 5 43 00	ENGINEER 3 27 00	\$ 29.00	SPECIA	SR. EA	. 3	ENGR. 1ECH. 5 23.00	ADMIN,	SUI TOTALS	2 682848 In Smart
SUB-TOTAL LABOR COST		\$ 1,536	\$ 1,708	\$ 258	\$ 840	5			1,584 \$	2.590 \$	999	1	\$ 9.176 \$	24.517.81
A 115 Denger (Second of Second of Se		£4							*	H			-	
SUB-TOTAL NUMBER OF SHEETS.										+			Course Telas + T	
SUB-TOTAL LABOR COST:		5 123		-	-	-	-	-	5	186			1	
1.16.s. UMWATKIN A. Gordhason		2									1			17.609
SUB-TOTAL NUMBER OF SHEETS: SUB-TOTAL MOUNDS									-	-		Ī	Coheren Telay + 7	
SUB-TOTAL LABOR COST		\$ 128				-	-		-	185 \$	1	1	Row Total # 7	14 545
A Unitrated											Ħ			
SUB-TOTAL NUMBER OF SHEETS						-					I			
SUB-TOTAL HOURS:		ı				- Commence of the last of the		-	-	-				
														ST.
A. Quanties & Summaines (BC%, Pre-Final and Final)	2	7	7		10	10			30				45	47.0
8 Sandavin, Sptuhoners and Estmules										H			37	0 47
3 Program Street Factors and Provinces			-	,					20	t	Ī	Ī	36	
5. Complychan Cosm Extralle									90				5	
													8	
SUB-TOTAL NUMBER OF SHIRTS. SUB-TOTAL HOURS	7	6	18	7	0.	5		L	ľ	ŀ	Ī		Catum Total - 131	
SUB-TOTAL LABOR COST.		\$ 576	1,098		\$ 400	\$ 370	-		70	2 400 6	-	-	_	
THE CONTRACT INC. WILLIAMS & INVOICING								-			-		\$ 979'C	15,120,52
E. OA OC. 1. UA/UC Pan Devilogment		10	01					Щ						
									5	H			99	
SUB-TOTAL MUNITION OF BHEETS.		9	5						1	- Comment	- The state of the	Name and Park	Column Totas - GD	
5.ub-T		\$ 640	5 610	5	-	-			9	-	- Contractor action	-	Row Total = 0	
5.20 GONS TRUCTION PHASE BERVICES A Constraint										1,480 5	1		2,730 s	7,324.10
SUB-TOTAL NUMBER OF SHEETS.									-	1	I			
SUB-TOTAL HOURS		-	1											
ISOT MORE TAKE LODGE			-								Ī			
TOTAL NUMBERI OF SHEETS: TOTAL HOURS:	104	226	253	136	294	147		,		-			П	
TOTAL LABOR COST:		5 14,464	\$ 15,433	5	\$ 11,760	\$ 5.439	5	3 .	01 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	30 636	400		Row Total a	305.498.58
DIRECT SALARY PLUS OVERHEAD	139.54%									-	19.104		113,871 \$	305,498,58
PROPIT TOTAL LANCH COST	12.06%						-						272.767	
													\$ 305,499	

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Central Texas Regional W Authority
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EXHIBIT D - Cumpengation RTG

HDR ENGINEERING, INC.

TASK		SENIOR PROJECT ENGINEER \$54.00	2 5 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6	20 00 00 00 00 00 00 00 00 00 00 00 00 0	2 2 2 2 72 160 242 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	\$24.00 \$20.00 \$24.00 \$20.00	Sub Torals 10 10 10 10 10 10 10 10 10 10 10 10 10	10 Sheet 3 2 3 4 2 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4
SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL HOURS SUB-TOTAL LABOR COST SUB-TOTAL LABOR CO			s s s		2 2 2 72 160 160 160 22 22 242 242 242 242 242 242 242 242		F H H H H H H H H H H H H H H H H H H H	16.3 10.9 12.7 4015:00
SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL HOURS SUB-TOTAL HOURS	(2) (2) (3) (4) (4) (4) (4) (4) (4) (4) (4) (4) (4		s s s		2 2 2 72 160 160 160 22 22 242 242 242 242 242 242 242 242		H H H H H H H H H H	18.3 10.9 12.7 4015:00
SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL HOURS			S		2 2 2 72 160 160 222 242 242 142,312	(A)	# H H H H H H H H H H H H H H H H H H H	26 3 2 7 9 4 2 7 9 4 0 1 4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
### SUB-TOTAL DIRECT SALARY COST \$ - \$ - \$ - \$ ### SUB-TOTAL DIRECT SALARY COST \$ - \$ - \$ ### SUB-TOTAL MUMBER OF SHEETS \$ - \$ ### SUB-TOTAL DIRECT SALARY COST \$ - \$ ### SUB-TOTAL D			S 900		2 2 72 160 160 160 22 22 242 242 12.312		Row Total a Row Total a S 228 238 248 748 178 188 Cohum Total a Row Total a	28.2 2.2 5.0 40.450
SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL DIRECT SALARY COST SUB-TOTAL DIRECT SALARY COST SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL HOURS SUB-TOTAL LABOR COST SUB-TOTAL HOURS SUB-TOTAL LABOR COST SUB-TOTAL HOURS SUB-TOTAL LABOR COST SUB-TOTAL LABOR			S 907.		2 2 72 160 160 160 22 242 242 242 242 242 245 245 245 245		1 1 1 1 1 1 1 1 1 1	36.3 32.7 40.420
SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL NUMBER OF SHEETS	0 0		\$ 999		2 72 72 160 160 22 22 22 242 342 12.312	9	Cohem Total Rever Total 2 2 26 2 29 2 29 2 29 2 29 2 29 2 29 2	8 8 9 9 2 7 7 7 7 7 9 8 9 9 9 9 9 9 9 9 9 9 9 9 9
SUB-TOTAL HOURS: SUB-TOTAL LABOR COST: SUB-TOT	100 un		\$ 909		160 160 172 22 342 12,312	24 20	Column Total a Row Total a Row Total a 13 Column Total a Row Total a 8	76.9 76.9 72.7 70.12.7
SUB-TOTAL DRIEST SUB-TOTAL HOURS: SUB-TOTAL HOURS: SUB-TOTAL DRIEST SALARY COST			s s	· ·	2 72 160 160 222 22 22 242 12,332	0 S	Row Total a	38.3 76.9 72.7 40.50
14 24 24 24 24 24 24 24			\$ 907		72 160 22 22 342 342		226 226 36 12 12 Cotum Tute a Row Total e	38.3 36.9 12.7 42.7 42.7
14 8 14 14 15 15 15 15 15 15			\$ 900	The second secon	160 160 22 22 342 12,312		226 2 256 35 12 12 Column Total Row Total =	16.3 16.9 12.7 10.40
SUB-TOTAL HOURER OF SHEETS 34			\$ 919		342		Sow Total *	12.7 40.50 10.50
SUB-TOTAL NUMBER OF SHEETS 34		5	\$ 909	Tame of the second	342		Column Total Row Total	5
Stephonary Ste			\$ 909,		12,312		Row Total *	
Sub-Total, LABOR COST. Sub-Total, LABOR COST. 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2					12,312		\$ Kow 10131	
18 a sever CR 259 18 a sever CR 259 18 a sever CR 259 19 cold Sections, Fourcellen Layout 2 good Sections, Fourcellen Layout 2 good Sections, Fourcellen Layout 2 good Sections, Fourcellen Layout 1 family as ever FM 2243 1 family as ever FM 2243 1 family as ever FM 2243 1 family as ever CR 209 1 family as ever CR 209 1 family for Experiment 2 family for Experiment 2 family for Experiment 3 family for Experiment 4 family for Experiment 5 family for Experiment 6 family for Experiment 7 family for Experiment 8 family for Experiment 9 family famil								
1 Invitation Layour 2 1 Invitation Layour 3 1 Invitation Layour 3 2 Invitation Layour 3 3 Invitation Layour 3 4 Invitation Layour 3 5 Invitation Layour 3					+-			
Survivien Layout 2 Survivien Layout 5 Survivien Layout 5 Survivien Layout 4 Survivien Layout 4 Survivien Layout 5 Survivien Lay								
Introduction Layour 2 Survivation Layour 3 Survivation Layour 3 Survivation Layour 3 Survivation Layour 4 Addition Layour 4 Italian Layour 7 Survivation design) 2 Survivation design) 2 Italian design) 2 Italian design) 3			88	-	30	8	130	65.0
Survivior Layout 5 Survivior Layout 5 Survivior Layout 4 Survivior Layout 4 Italian Italian (1972) 7 Survivior 11 Survivio		9	09		30	30	130	66.0
Survivition Layout 5 Survivition Layout 4 Authorition Layout 4 Its 12 Items 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		75	100					
American Layoud 4 American Layoud 4 Its Increase Secure decage) 5 1 1 1 1 1 1 1 1 1 1 1 1 1			*6		21	77	330	090
Aradition Layout Italia Increase Securi decage) 2 2 2 2 2 2 2 2 2 2 2 1 1		Z	154		72	72	350	099
figures (agent) (agent		120	0.		629	100		
Incress teerim descript) 2 2 2 2 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3						-	500	650
tressed bearin design)	H H			24		att a	104	
tissed beam delign) 2 2 2 3 3 3 4 4 4 4 4 4 4 4 4 4 4 4 4 4				9		99	06	
this and bendin drough) 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	4	H			1	9	0	12.0
S (spend beam design)		20	9		16	91	2	32.0
H.1. State Plant, User 1. Control of the Control of	8			1	16	16	0.0	32.0
H 2 Stab Plan - Unit 2 H 2 Stab Plan - Unit 2 B Maintaines over CR 269 C Mmaint Charless Gear Elevatore	4	15			10	100	96	0 0
Bridge 2 - 58 Maintaines over CR 269 D. Estmain Outmobile Boards Sout Elevations	*		2		10	-	36	0.00
C. Complete Boarro Seal Elevations	-	-			10		36	209
E. I. Baren Buston Australia	+	9		1	-			
2 Sales	*	2			16	100	227	0 1
7	*	2			16	200	64	200
ducks presilvated boam design)		36			7	22	96	200
H 1 State Bran - Unit 1 H 2 State Bran - Unit 1	7	12			16	15	44	240
Gridge 3. NB Maritimes over FM 2243	*	12			200		* 3	292
D. Eyumae Quarties Dearing Seat Evolutions	4						100	250
E Linglis Braja Abumoni Details 5 4	0			10	9.0		12	22.0

EXHIBIT D - Compensation HOR

HDR ENGINEERING, INC.

TASK	Hourly Rate:	SHEETS	PROJECT MANAGER 568.00	SPECIALIST	STRUCTURAL ENGINEER 561.00	PROJECT ENGINEER \$54.00	SR. LAND ARCH \$17.00	ENGINEER \$39.00	EIT \$28.00	TECH or LAND ARCH \$36.00	ENGR. TECH. \$24.00	CLERICAL \$20.00	SUB TOTALS
E. 2. End Bridge Abutment Delans		~	-		,	-			72	01	91	STREET, SQUARE, SANSAN, SANSAN	
F. 1. Three Intence Bent Details		-	14		z				96	48	45		224
G. F. Framing Plan - 3 DMB includes prestressed beam design.	tressed beam designi	7	9		2.			122		24	10		13
H. J. State Plan . Line 2		1	-					0,0		8	80	-	Q.
H 3 Stab Plan - Und 3		-	20.00							000			30
Bridge 4 - 5B Mainlanes over FM 2243													
D. Erâmute Quanties: Bearing Seat Elevatoris	lons	-	24		4				10	9	9		32
E. J. Berger Bodge Abulment Details F. 2. Fret Bodge Abulment Dotals		7	4		9				22	91	10		3
F. 1 Three intuner Bent Details		-	44		0 00				22	90	91		3
G.1. Framerg Plan - 3 Units (ercludes presimssed beam design)	Imssed beam designi	3	9		12			13	96	200	42		224
1.1 Stab Plan - Lind 1		-	2		8			10		8	-		36
H 2 Sub Plan - Unit 2		-	2		9			9		10	8		30
Bridge 5 - MB Braided Ramo		-	-		0			0		10	9		36
1 Estimate Quamber: Boaring Seal Eleva	tions	-	3			04		1					
E. 1. Brigan Bridge Abulment Details		2	7		9	2		24		30	9 19		2 2
E. 2. End Bridge Abulment Delisits		2	-		4			Z		100	100		5 3
1 Four Interior Ben Details	The state of the s	12	24			152		88		96	26		456
H 1 State Plan - Chief Indiana presents sed beam diregnip	driftstad deam desegn)	7	-		4				12	16	12		-18
H 2 Slab Plyn - Unit 2		-	,			25		-		10	0		36
H 6 Miscellaneous Stats Details		-	2			100		-	-	01	8		96
J. Miscellaneous Details		-	174			12		4		10			36
	SUB-TOTAL NUMBER OF SHEETS:	101	-				-				-		Column Total = 4 062
State of the Park of the Property of the Control of	SUB-TOTAL HOURS:		224	-	260	274	380	099	344	938	918	64	Row Total # 4.062
	SUB-TOTAL DIRECT SALARY COST:		\$ 15,232		\$ 15,860	\$ 14,796	\$ 17,860	\$ 25,740	\$ 9.632	\$ 33.768	\$ 22 012	1 280	366 300
12 RETAINING WALL DESIGN								П		П			
	SUB-TOTAL NUMBER OF SHEETS:	T							-	- Annual Communication of the	-		COLOR DISSUED IN SUCH CONTRACTOR
	SUB-TOTAL HOURS:												
	SUB-TOTAL DIR				-		1	1	ı	-	The same of the same of	-	Part Section of the Part S
13 SIGNING, MARKINGS AND SIGNALIZATION													
	Contraction of the same of the		-										
	SUB-TOTAL NUMBER OF SHEETS:										Number of Persons and Persons	Manager of the same	The broken better against the same better
And in case of the last of the	SUB-TOTAL HOURS:			-			SHEET STATE						
A TOTAL BACK DAY DESIGN	SUB-TOTAL DIRECT SALARY COST;										-		5
Control District		Ī											
	SUB-TOTAL NUMBER OF SHEETS:	Ī		-					-	-	Contractor of the last	SATURDA ATTENDED	
	SUB-TOTAL HOURS:												
	SUB-TOTAL DIRECT SALARY COST:							1		-	-	-	-
1.15 MISCELLANEOUS													
5 Construction Costs Estimate		1	64					9	0				14
	SUB-TOTAL NUMBER OF SHEETS-	T	THE REAL PROPERTY.						-	-	The same of the same of	Annual contract of	
The second secon	SUB-TOTAL HOURS:		2					e	ď				Column Total = 14
	SUB-TOTAL DIRECT SALARY COST:		\$ 136			5		1776 5	16.8	-		-	MOW 10131 = 16
19 COORDINATION, MEETINGS & INVOICING	90												979
200000		1											
A September CA. CO. Revision					-								

HDR ENGINEERING, INC.

													1
TASK Houft Rate:	SHEETS	PROJECT MANAGER \$68.00	SPECIALIST	SENIOR STRUCTURAL ENGINEER \$61.00	SENIOR PROJECT ENGINEER 554.00	PROJECT ENGINEER or SR. LAND ARCH S47.00	ENGINEER \$38.00	EIT \$28.00	SR. ENGR. TECH. or LAND ARCH \$36.00	ENGR, TECH. \$24.90	CLERICAL \$20.00	SUB TOTALS	
SUB-TOTAL NUMBER OF SHEETS: SUB-TOTAL HOURS:	2 2			09							91	Cohem Total = 76 Row Total = 76	
SUB-TOTAL DIRECT SALARY COST	Ti			3,660			5			-	\$ 320	S NO.	110
													1.5
TOTAL NUMBER OF SHEETS: TOTAL HOURS	101	266		328	274	518	999	350	1282	920	90	Column Total = 4 USA Row Total = 4 684	100
DIRECT SALARY COST	T.	\$ 18,058		\$ 20,008	\$ 14.796 \$	\$ 24.346 \$	\$ 25.974	l.	\$ 46.152	ŀ	000	C AND DAY	

EXHIBIT D - Compunsation HDR

Central Texas Regional Mr uthority
Contr.
US 200E Segment 2 , Decker)

			¥	K FRIESE AND ASSOCIATES, INC.	D ASSOCIA	TES, INC.							
TASK Houry Rate	SHEETS	PROJECT MANAGER	SPECIALIST 5	SENOR BRIDGE ENGNEER	SENIOR PROJECT ENGINEER \$ 34.50	SENIOR ENGINEER S ALI SO	ENGINEER 5 36.00	EIT 28.50	SAL ENGR. TECH.	ENGR. TECH. 5 76 20	CLERICAL 19 50	SUB TOTALS	2.910432 16.55-011
1.03 GOVERNMENTAL AGENCY COORDINATION A CONTRACTOR													BUDGET
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1.03 DATA COLLECTION A Catest Revewant Contain Data								~		Ш			
B. Fard hantigulans													
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1.04 GEOTECHNICAL INVESTIGATION					25 \$			\$ 57	\$ 57		\$ 20	\$ 190	\$ 552.98
A Countration													
SUB-TOTAL NUMBER OF SHEETS. SUB-TOTAL HOURS:													
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SUB-TOTAL NUMBER OF SHEETS:							-			-		Cotumn Total = 6	
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SUB-TOTAL LABOR COST: A. Containing Meetings		-		-	-	-							
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 Mustatic genoring and proposed unity locations on Druninge plans. 					-			6	-				
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C. Revenuth resolution titler to detrangue and confects.					-		,	,				9.5	
H. Placiny CEC of any study conflicts remains and in respected.													
SUB-TOTAL PUNDER OF SHEETS SUB-TOTAL HOURS-	0				,		,		-	-		Cohum Yetal - 24	
SUB-1					\$ 226		\$ 144	\$ 228	\$ 228		1	5 626	3 2,404.02
A Resease And Court												_	
B. Associated development of ground DSR													
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EXHIBIT D - Compensation x FRESE

Central Teass Regional Mobil horth Contract US 230E Segment 2 (1) her) K FRIESE AND ASSOCIATES, INC.

NAT.	SHEETS	PROJECT	SENIOR	BRIDGE	PROJECT	SENIOR	ENGINEER	III	SH. ENGH.	ENGR TECH.	CLERICAL		2,910437
Mount Rate					a	8 4450 8	39.00	\$ 28.50	5 2030	20.00	5 1950	SUB TOTALS	1000年
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T. Haugonal and Victor Refreements													
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1.878					12		144	\$ 86	\$ 114			513	\$ 1.493.05
1.09 ROADWAY DESIGN													
A creek that secess (capacities)						T							
D. Gardway Plans & Copmetry													
7 Hamp Gare Layeuts 150 Hamps Only)													
B. Hanzoniul Agrament Data Sheets (Coordination)													
1) Publishman and Daysle Facility Sheets (Condition)													
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SUB-TOTAL LABOR COST:			. 5										
A Reverse Conceptual Cranage & Water Quality Artifices													
D. Changan beared flact.													
a Common mach shape					-		7	12				16	
S. Exalusive Programs Systems and Quiffelts					45		0.0	100				91	
4. Campute Proposed Flows					~			10				18	
6 Contrate Results and Prepare Propost Avolysis					. 4	Ī	02	0 0				30	
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9 Printed Permanen Coordination	-				2		-		,			18	
10. Dranage Report preparation							-	9			9	- 16	
C. Birdge and Cylneri Plan Shiness						Ī							
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D. Stern Chan Hans													
1 Propule Storm Drain Computation Sheres.	7				2		1	-	9			14	0 4
3. Phonone Dispose Plan Sheet, 17-627	200						-	1	7	45		37	7.7
2. Presure Diamoge Purkie Sheets (T-50)	-				,			36	10	20		62	200
d Prepare Calerial Prefer Shyats	-						-	1	7				0.0
5 Proporte Origin Langual Schedulte 6 Prepare Mytaulandous Disarrage Dellari Sheets	1				3			9		ų.		14	0 *4
7 Temporary Drawing Flacities					-				,	4		0	
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Exhilist D. Congensatus R FRES

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				NI NIESE NIS									
TASK Houry Park:	SHEETS	PROJECT MANAGER S	SENIOR SPECIALIST 5	SENIOR BRIDGE ENGINEER	SENIOR PROJECT ENGINEER S 56 50	SENIOR ENGINEER S 44.55	ENGINEER 36.30	S 28.50 S	SR. ENGR. TECH. 25 50	ENGR. TECH.	CLERICAL 1950	SUB TOTALS	2.910432 Hr Shqei
F. Starm Water Polition Prevention Plan (SMJP), Coordinator)			Des. Distribution or constitution of	-	ACRES PER					-	-	Anatomican and anatomical and a second	
G. Water Ousing & Detention 1. Water Ousing & Detention Proofs 2. Water Ousing & Detention Proofs 2. Further Ousing & Breezing Proofs 3. Further Ousing & Breezing (1°-58)	21.04				42 ED			7.2	50	40 40		0,0	20
E. Water Quality standard detains. H. T.G.E.O. Cerus manag. Zone 19th . J. Propare Cerus raining Zone 19th . Z. Systematia revenuit and the G.E. and T.G.E.O J. Researd to "CLIC community and research as foreign and research as the second to "CLIC community and research as foreign."					14		-9	01		01		£	
National Floot Insurance Program (NPB) Conspictory (Provided by GEG)													
BUB-TOTAL NUMBER OF SHEETS:	92			П	29	П	1 2	167	1 7	17	6	Column Total = 528 Row Total = 528	
1.11 STRUCTURAL DESIGN A GOOGNAKE					3,786		5 3,672	\$ 4,760	3,192	3 1,846	\$ 176	17,431	\$ 54,720.28
SUB-TOTAL NUMBER OF SHEETS. SUB-TOTAL HOURS.					"		-		9	of the second second second	Characters and fame	Column Total = 12 Raw Total = 12	
1.12 RETAINING WALL DESIGN A. financia Wall Conductor					113		144		171			\$ 420	1,245.66
					,		,		10			22	
SUB-TOTAL NUMBER OF SHEETSI SUB-TOTAL HOURS					2		1		16	- Anna Carlo		Celum Total † 22 Ram Total = 22	
A Destrict Surmore of Destrict Surmore of Destrict Surmore Constant							8		430				2,075,14
Prepare Summary of Engine Control Countries													
B. Sinvitants Specifications and Estimates Coperine Stretchers September Stretchers September Stretchers Pergine Specifications and Previous Pergine Specifications and Previous A Prepire Specifications September Specifications September Specifications													
entermentiferinis anda in Paskatata esta talemente enterministe de calenda de Processa de Constante de Processa de									0.00	-			
SUB-TOTAL NUMBER OF SHEETS: SUB-TOTAL HOURS:	2 2												
1.19 COCREDINATION, MEETINGS & INVOICING A Project Version assure a searching.	=											The part of the pa	
Cededination Meetings Sevingshy Design Codel Meetings in GECASIDC (assume 8 meriongs) Heartyl Codel Meetings (assume 8 meetings)													
D. Review Metings and Comment Ringonnas (assume 4 menings)													
f OAOC 2 OAOC Bance Westerneri 2 OAOC Bance Westerneri	Ш												
Production and the second seco									_				

COMBIT D - Compression R PRIESE

Uncher	
US 290E Segment 2 (1)	

			¥	FRIESE AN	K FRIESE AND ASSOCIATES, INC.	TES, INC.							
Hauty Rate.	SHEETS	PROJECT	SPECIALIST S	BRIDGE INGNEER	3	SENIOR ENGINEER S A150	ENGINEER 36.00	\$ 28.50	SR. ENGR. TECH. \$ 26.95	ENGR. TECH. 5 26.00	CLEMICAL 5 19.50	SMLT01 NUS	2.919432
	H									-	-		
SUB-TOTAL NUMBER OF SHEETS:	T					-	-	-	P The mary distributions		-	AND DESCRIPTION OF STREET STATES OF STREET, ST	
SUB-TOTAL HOURS:				NIE CONTRACTOR				No. of the last of			501		
OTAL LABOR COST:											. 5		
TOTAL NUMBER OF SHEETS: TOTAL HOURS-	23				-		-	740	,				
TOTAL LABOR COST:	f		5		-	-				1 1 0 4 0	0.	Row Tolal # 612	59,249,12
DIRECT SALARY PLUS OVERHEAD				4	1							32,543	59,449,12
TOTAL LABOR COST	12.30%							and the same of the same of	-			-	
												59,249	
DRIEGT EXPENSES: Travel: Malage Pur den Lodging	Travel: Maleage Per dem Lodging						200	200 metes days regins		\$25.00	\$0.49 por mile \$25.00 por for \$100.00 por might	197 00	
022	Capies: Reproduction Media (mylar)						300	200 depes 20 sheets		\$0.20	\$0.20 per copy. \$1.00 per sheet	00 01% 02.00 01%	
201	Mine Expenses: Express delivery Research Maierials	rey erials					7	es de		0.0 5 625	225 00 per each	875.00	
TOTAL DIRECT EXPENSES:								-	-	-	The state of the s	\$ 23.9	333.00
K FRIESE ENGINEERING TOTAL COST													1
											1	23,701	33,481,12

EXHBIT D - Compension R FRICSU

GRAY JANSING & ASSOCIATES, INC.

TASK Houry Rate	SHEETS	PROJECT MANAGER	SPECIALIST 5	BRIDGE ENGINEER	PROJECT PROJECT ENGINEER S 200 00	SENIOR ENGINEER	ENGINEER 5 150 02	EIT 8 100 00	SR ENGR. TECH.	ENGR. TECH.	CLERICAL 5 5 50 00	SUBTOTALS
121												
A Capatronian												
4. Victurian County - Limetings												
SUB-TOTAL NUMBER OF SHEETS:							-		-	-		
SUB-TOTAL HOURS:		-				-			-		-	-
SUB-TOTAL LABOR COST:									*			
A Colvet Revolved Data					3		2					,
B Fact Previous					i.v		2					7
SUB-TOTAL NUMBER OF SHEETS								-	-	-	-	Colomo Tomo a A
SUB-TOTAL HOURS:					,		*					Row Total + B
SUB-TOTAL LABOR COST:					\$ 800		2	. \$ 009				1,400
LOS ROW MAPPING												
				-								
SUB-TOTAL NUMBER OF SMEETS:	1											
SUB-TOTAL LABOR COST:			-		-		ļ	-	-	-	NAME AND ADDRESS OF THE OWNER, WHEN	Organisation and designation of the last o
AND DESIGN												
A. Coordination Meetings												
D. Brahate execute and proposed using locators on shreed use path plans												
F. Buckelle existing additional enchance on abused one costs analysis												
									-			-
G. Rouse utaly relocation plans for dearance of confects												
H. Noth GRC of any ubby certicis, (easting and/or proported).												
SUB-TOTAL NUMBER OF SHEETS:						-	-	-	-	-	-	The second secon
SUB-TOTAL HOURS:	. 22								~			Column Total # 2
SUB-TOTAL LABOR COST.									\$ 220			220
1.06 INSTITUTE SIGN AND OCC										-		
A righter right brainver Project Manual												
D. Schemat Reinements												
Hendonial and serbori informers for shared use path Finding to open of the speed use opin									,	4		-
4. Countile modication with the GCC										-		*
7 houly CRES of any adolestive Ensement needs												
E. Pretmoury Cost Esterale								-				
Cl. Ameni Polici												
A CONTRACTOR OF THE STATE OF TH						-		-	-			
SUB-101AL NUMBER OF SUB-101AL NOURS:	- 13								,			Column Total = 12 Row Total = 52
SUB-TOTAL LABOR COST.			5						\$ 440		-	(

GRAY JANSING & ASSOCIATES, INC.

2 3 10 1 10 1 10 1 10 1 10 1 10 1 10 1 1	TASK Hours Ruse	SHEETS	PROJECT	SPECIALIST SPECIALIST	BRIDGE BRIDGE ENGINEER	PROJECT ENGANEER \$ 200 00	SENIOR ENGINEER	ENGINEER 5 150.00 5	100.00	SR. ENGR. TECH.	ENGR. TECH. \$ 75.00	CLERICAL	SUR TOTALS	16 5-01
Sub-total water of serter Sub-total water Su	1 BY ROADWAY DESIGN													
Sub-TOTAL Name for sheeting 2 2 2 2 2 2 2 2 2	Court index of directs (Codeffeether) (Represent primer & Gorden Merchan) (Represent primer & Gorden Merchan)													#2M DE
Sub-IOTAL Market of sweet 12 Sub-IOTAL Market 12 S	2. Nor corner Agreement Open Streets (Goodfrat on)													
Sub-TOTAL HOMES OF SHEETS 2	11 Shared Use Plan & Proble	**				0.4		0.5	10.0	0.0	10.0		11	9.00
Sub-DTALA NOTICE COST State	G. Grading and Debases 4. December Macetaneous Departs													PVALUE
Sub-total in the late of selective Sub-total	SUB-TOTAL NUMBER OF SHEETS.					2		9	91		16		Caumn foldin 41 Row Total = 41	
SUB-TOTAL NA WEBER OF SHEETS S								750					\$ 4,230	
SUB-TOTAL WINDLE OF SHEETS SU														
SUB-TOTAL NUMBER OF BHEETS: SUB-TOTAL NUMBER	D. Sterm Chan Bheets (Coordinates)							2.0					2	
SUB-TOTAL NUMBER OF SHEETS SUB-TOTAL HOURS SUB-TOTAL HO	Discerning Culvert Plun Sheeth (Counterprin)								2.0	2.0	2.3		9	
SUB-TOTAL NO WORKER OF SHEETTS: SUB-TOTAL HOUSES SUB-TOTAL HOUSE	(3. Water Bussly (Coordinate))													
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Sub-TOTAL HOURS: S	SUB-107AL N. WEER OF SHELTS	Ш									Proposition of the last	and an address of the last of	Course Total a 19	
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S 2 2 Now before	SUB-TOTAL M MBER OF SHEETS	ii											Calymor Total + 6	
	SUBSTITUTE FOR THE PROPERTY OF			-			1	1		- 8	,		Row Total a 6	

EXHIBIT D. Censersaton CRA+ JANSING

Continue Texas Regional Mcc Continue Continue US 1834 Toli Rc (PM 284) South (433)

GRAY JANSING & ASSOCIATES, INC.

Houry Rase,					֡	֡						
	SHEETS	PROJECT	SPECIALIST	SENIOR BRIDGE ENGINEER	SENICH PROJECT ENGINEER	SENIOR	ENGINEER	EIT.	SR. EWGR. TECH.	ENGR. TECH.	CLERE	
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	İ											
H. Good Shallon Meetings. 1. Princip Count Count Meetings in GEGASTC (spekume Emerorgs). 7. Hermon Gazar Meetings in summe 8 meetings.	Ш											
Revery Meetings and Common Responses (assume 4 meetings)	T											
F. GA OC. 1. DAOS, Plan Designment 2. On OS Review Manatages.	III											
 Provide Assemble to the GGC during the building process. 												
G. Proporty (assume 12 mapes opeles)	T											
7. Phy. Bot Monting	T											
J. Pre-Centrichen Meeting	T											
THE TOTAL PROPERTY.	1		-									
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	-							II	II			
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TOTAL LABOR COST:	-				1,400		\$ 2,250	un	\$ 2.420		-	00 00 00
DRECT SALARY PLUS GVERNEAD DPRECT SALARY PLUS GVERNEAD PROFIT												
TOTAL LABOR COST								-	ACCRECATE SECTION ASSESSMENT	The same of the same of	-	And the second second second
DRECT EXPENSES Travel: Melogy Melogy Confered Confered Confered	Travet: Misage Par dem Lodging							mies days puchts		SI 49 per más S2S D2 ner day		10.3/0
Cops Representation	Copies: Reproduction Mode (mylat)						5	Cognes 10 sheets		28	10 M per copy	
Market September	Wite Expenses: Express definery Research Materials	ec y ruds						ench		N25 00	per each	
TOTAL DIRECT EXPENSES:									STREET, SQUARE, STREET, SQUARE, SQUARE	-	-	APAINTER IN COMMENT
The state of the s												10
TOTAL COST												\$ 10,350

Central Texas Regional Mr. illucity Central US 290E Segment 2 (1 to Decker)

AGUIRRE & FIELDS, LP (SWA#1)

67.69			1,104 \$	\$ 900'1		1.857 \$	1,260 \$		732 \$	1 1		·		DIRECT SALARY COST
Column Total = 184 How Total = 184	Column Row T		46	51		47				12				s
6,789			1,104	1,636 \$		1,657 \$	1,260 \$		732 \$	**				
Column Tatist = 194 Raw Total = 184	Column Rew T		46	51		47	28 4		Н	12		1		9
58			15	90		19	6			-		-		2
126			31	R		35	0 61			s				3
SUB TOTALS	BVS	CLERICAL	ENGR. TECH. \$24.00	SR ENGR. TECH. EN	EIT ST	ENGINEER S2	PROJECT ENGIR	PROJECT PRO		BRIDGE ENGINEER 561 00	SPECIALIST	-	PROJECT	1000

1431)

	HUGG	HUGGINS/SEILER &		ASSOCIATES, LP	SUPPLEN	IENTAL WO	ORK AUTH	SUPPLEMENTAL WORK AUTHORIZATION NO. 1	1 NO. 1				
TASK Fair	SHEETS	PROJECT	SENIOR SPECIALIST 5 26 70	SENIOR BRIDGE ENGINEER	PROJECT PROJECT ENGINEER 5 46 00	SENIOR ENGINEER 5 42 00	ENGINEER 3 39 05	s Serv	SR. ENGR. TECH. 5 34.00	ENGR. TECH. \$ 28.00	CLERKCAL 3 15-03	SUBTOTALS	2.6 H: 51:661
1.02 GOVERNMENTAL AGIINCY COORDINATION A COSTSTANCE													Tabous
Tagot - Trestogs		I											
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5.00-7										-		*	•
1.03 DATA COLLICTION B Fed In-Elizations													
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1.60 INTITAL DESIGN AND DGG A. Renew 183A Eviension Propect Manage													
CHILTOTAL MINISTER OF CASETO		-						-					
SUB-TOTAL HOURS:													
SUB-TOTAL LABOR COST:									-				
F. Stormware Designs Physical Physics (SVGP) F. Stormware Physical Physics (SVGP)													
2 SW3P gun shorts.			64		40			72				144	24.0
3 Effision and Sedement Contine Details													101104
	Ц				-								
SUB-TOTAL NUMBER OF SHEETS: SUB-TOTAL HOURS:			24		48			22				Catum Tatal + 1.44	
- ene			1,104		\$ 2,208			\$ 2,592		5	-	\$ 5,904	3 16,531.20
A. Operates & Summers (80%, Perfect and Fruit)													Colonia.
D. Standards, Specifications and Estimates													
Organize Standards						-							
J. Prepare Secretaria Details J. Prepare Secretarian and Previous	I												
4 Prepare General Nates 5 Construction Costs Exemple													
SUB-TOTAL NUMBER OF SHEETS.										-		-	
Sue.T		-		-				-		-	-	-	8
5.19 COORDINATION, MEETINGS & INVOICING A. Provet Weinships Lateure 2 metabolisis													
1 Cesqui Coord Neetings at GEC&SQC (sesume 1 meetings)							-						
2 Mienal Coprd. Meetings (assume 4 meetings)													
D. Recew Meening Comment Responses													
E DA.DC													

Page 18

EXHIBIT D - Compensation HSA

2:12:3309

	11431)	
Contrar	183A Extension (RM 22	

\$ 10,001	\$25.00 per each	228 00		5.6								Mine Espenoes: Expess debeny Rosearch Lannas TOTAL DRECT EXPENSES: HEA ENGINEERING TOTAL COST
	10 20 per cupy \$1 00 per wheel \$25 00 per each	\$0.00 \$1.00 \$1.00 \$1.00		sheets sheets	0.0							Coptes: Response to the Australia Marie (Lapervon: What (Lapervon: Caperson de levry Research Marenais
	50 45 per mAr \$25.00 per day \$100.00 per ngra	50 00 50 50 50 50 50 50 50 50 50 50 50 5		mies days regits								DIRECT EXPENSES: Travel: Missape Pet nern Ledging
\$ 16,531	*											TOTAL LABOR COST
8,856 14,760 1,71												OWERT SALARY PLUS OVERHEAD 150.40%, PROST 72.00%,
5.904				\$ 2,592			\$ 2,208 \$		s	1,104 5		8 . 8
Row Total = 144				72			48			24	24	6 24
									_		5 . 5 .	SUB-TOTAL LABOR COST: 5 - 5
												UMBER OF SHEETS: SUB-TOTAL HOURS:
								T				
								Ħ				
SUB TOTALS	CLERICAL 1 15.00	ENGH. TECH.	SR. ENGR. TECH. 5 34.92	EIT MAG	ENGINEER 38 00	SENIOR ENGINEER 42.00 S	PROJECT ENGINEER 5 45 00 5		BRIDGE	SENIOR BRIDGI SPECIALIST ENGINEE	PROJECT SENIOR MANAGER SPECIALIST 5 16.02	SENIOR SPECIALIST S 46.00

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EXHIBIT D - Compensation FUGRO

Page 27

Central Texas Regional Mobility ontry Centry Center (RM Z. Is. 1431)

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

RESOLUTION NO. 09-08

183A Northern Extension RTG Work Authorization No. 2

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 first phase of the CTRMA's 183A Project was opened for use on March 3, 2007 with usage significantly above projections; and

WHEREAS, the design and construction of the 183A main lanes north from FM 1431 was anticipated to begin sometime after 2012; however, due to the success of the first phase of the 183A Project, it was determined that such efforts should be undertaken immediately regarding the extension of the main lanes from north of FM 1431 to north of RM 2243 (the "183A Main Lane Extension"); and

WHEREAS, in Resolution No. 08-50, dated August 27, 2008, the Board of Directors authorized the Executive Director and CTRMA staff to negotiate and enter into a Contract for Engineering Services with Rodriguez Transportation Group for design and engineering services related to the 183A Main Lane Extension (the "RTG Contract") and the RTG Contract was finalized and executed; and

WHEREAS, the CTRMA, in coordination with its engineering and financial advisors, has determined that acceleration of the design and engineering services under the RTG Contract may be beneficial in connection with obtaining more favorable permanent financing of the 183A Main Lane Extension, and the scope of such accelerated efforts are set forth in Work Authorization No. 2 for the RTG Contract, substantially in the form set forth in <a href="Attachment "A" attachment "A" attachment and incorporated herein; and

WHEREAS, HNTB, as the CTRMA's General Engineering Consultant and the Project Manager for the 183A Main Lane Extension, has represented to the Board of Directors and CTRMA staff that the acceleration of the scope of services reflected in Work Authorization No. 2 and the cost thereof are necessary and appropriate for the continued efficient and timely design and completion of the 183A Main Lane Extension.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves Work Authorization No. 2 under the RTG Contract in substantially the form attached hereto as Attachment "A" as it relates to the acceleration of the scope of services to be provided thereunder, provided that any work commenced under Work Authorization No. 2 be subject to the terms and conditions of the RTG Contract.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch

Chairman, Board of Directors Resolution Number <u>09-08</u> Date Passed 2/25/09

ATTACHMENT "A" TO RESOLUTION NO. 09-08 WORK AUTHORIZATION NO. 2 TO RTG CONTRACT

301 Congress Avenue, Suite 600 Austin, Texas, 78701 Telephone (512) 447-5590 Facsimile (512) 447-5329 www.hntb.com



Memorandum

TO:

Wes Burford, P.E.

Director of Engineering

CTRMA

FROM:

Richard L. Ridings, PE, RPLS

DATE:

February 12, 2009

SUBJECT:

183A North Extension PS&E - RTG Supplemental Scope and Fee Review

Rodriquez Transportation Group has submitted a Supplemental Scope and Fee to compensate for an accelerated schedule that has been revised from the schedule defined in the original Work Authorization No. 01 for CTRMA Contract No. 09183A24601E.

The additional fee being requested is a result of the following:

HDR, Inc.(Structural):

- Need to secure additional staff
- 2. Compensate for overtime pay
- 3. Compensate for costs associated with travel and lodging for out of town staff
- 4. Compensate for additional internal coordination time.

Inland Geodetics (Survey):

- 1. Need to secure additional staff
- 2. Compensate for overtime pay
- 3. Compensate for equipment rental fees

Fugro (Geotechnical):

- 1. Need to secure additional staff
- 2. Compensate for additional equipment

The proposed supplemental fee is for the amount of \$259,847.00.

Based on our review of the scope and fee, I would like to recommend approval of the additional fee to compensate for the accelerated schedule.

Please let me know if you have any questions or concerns.

Ce: Larry Shumway, P.E. HNTB

File

SUPPLEMENTAL WORK AUTHORIZATION NO. 02 TO WORK AUTHORIZATION NO. 01 CONTRACT FOR ENGINEERING SERVICES

THIS SUPPLEMENTAL WORK AUTHORIZATION is made pursuant to the term and conditions of Article 4 of the Contract for Engineering Services (the Contract) entered into be and between the Central Texas Regional Mobility Authority (the Authority) and Rodrigue Transportation Group, Inc. (the Engineer) dated The following terms and conditions of Work Authorization No. 01 are hereby amended a follows: PART 1. The Engineer will perform engineering services generally described as transportation engineering and design services for the 183A North Extension Project. The originally propose schedule to complete the design services was 260 days from the Notice to Proceed date. The revised design scheduled is estimated at 145 day from the Notice to Proceed date as more ful described in below. The accelerated design schedule has resulted in increased cost associated wis securing additional resources and equipment and cost associated with overtime pay. PART 11. The maximum amount payable under this Lump Sum Work Authorization increased by \$ 259.847.00 from \$ 4.933.356.00 to \$ 5.193.203.00. The additional costs a shown in Exhibit D, Fee Schedule, attached hereto. Part 1V. Consultant shall perform the Services and deliver the related Documents (if any
PART 1. The Engineer will perform engineering services generally described as transportation engineering and design services for the 183A North Extension Project. The originally propose schedule to complete the design services was 260 days from the Notice to Proceed date. The revised design scheduled is estimated at 145 day from the Notice to Proceed date as more full described in below. The accelerated design schedule has resulted in increased cost associated with securing additional resources and equipment and cost associated with overtime pay. PART 11. The maximum amount payable under this Lump Sum Work Authorization increased by \$\frac{5}{259,847.00}\$ from \$\frac{5}{4,933,356.00}\$ to \$\frac{5}{5,193,203.00}\$. The additional costs a shown in Exhibit D, Fee Schedule, attached hereto. Part 1V. Consultant shall perform the Services and deliver the related Documents (if any
engineering and design services for the 183A North Extension Project. The originally propose schedule to complete the design services was 260 days from the Notice to Proceed date. The revised design scheduled is estimated at 145 day from the Notice to Proceed date as more ful described in below. The accelerated design schedule has resulted in increased cost associated with securing additional resources and equipment and cost associated with overtime pay. PART II. The maximum amount payable under this Lump Sum Work Authorization increased by \$ 259,847.00 from \$ 4,933,356.00 to \$ 5,193,203.00. The additional costs a shown in Exhibit D, Fee Schedule, attached hereto. Part IV. Consultant shall perform the Services and deliver the related Documents (if any
shown in Exhibit D, Fee Schedule, attached hereto. Part IV. Consultant shall perform the Services and deliver the related Documents (if any
Part IV. Consultant shall perform the Services and deliver the related Documents (if any
according to the following schedule:
Services under Work Authorization No. 1 and Supplemental Work Authorization No. 1 shall be substantially completed on or before June 1, 2009, in accordance with the Schedule Milestone as shown in EXHIBIT C.
This Supplemental Work Authorization shall become effective on the date of final execution of the parties hereto. All other terms and conditions of Work Authorization No. 02 not herebamended are to remain in full force and effect.
IN WITNESS WHEREOF, this Supplemental Work Authorization No. 2 is executed duplicate counterparts and hereby accepted and acknowledged below.
THE ENGINEER CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY
(Signature) (Signature)
(Printed Name) Mike Heiligenstein
(Title) Executive Director

(Date)

(Date)

EXHIBIT A

SERVICES TO BE PROVIDED BY THE AUTHORITY

The Authority shall perform and provide the following in a timely manner so as not to delay the Services to be provided by the Engineer:

- 1. Authorize the Engineer in writing to proceed.
- Render reviews, decisions and approvals as promptly as necessary to allow for the expeditious performance of the Services to be provided by the Engineer.
- Review and approve the Engineer's progress schedule with milestone activities and/or deliverables identified.
- Provide timely review and decisions in response to the Engineer's request for information and/or required submittals and deliverables, in order for the Engineer to maintain the agreed-upon work schedule.

EXHIBIT B

SERVICES TO BE PROVIDED BY THE ENGINEER

The Design Consultant Engineer, herein referred to as the "Engineer", shall be responsible for the work described in this Scope of Services.

The additional Scope of Work to be performed by the Engineer under this Supplemental Work Authorization is described as follows:

- Additional staff shall be acquired to assure that the accelerated project schedule will be met.
 Travel and lodging expenses will be required for some of the added resources.
- Additional project management and coordination effort will be required to properly manage the
 required additional staff.
- Additional compensation will be required for hours over 40 per week to meeting the accelerated project schedule.

1.04 Geotechnical Investigation

- A. The Engineer shall secure a third party drill rig to assure that the accelerated project schedule is met.
- B. The Engineer shall secure additional staff (EIT Logger) to log behind the drill rig.
- C. The Engineer shall provide additional compensation for qualified personnel for hours over 40 hours per week.

1.05 Supplemental Surveying

- A. The Engineer shall secure additional staff to assure that the accelerated project schedule will be met.
- B. The Engineer shall provide additional compensation for qualified personnel for hours over 40 hours per week.

1.11 Structural Design

- A. The Engineer shall secure additional staff to assure that the accelerated project schedule will be met. Travel and lodging expenses have been added for additional staff.
- B. The Engineer shall provide additional compensation for qualified personnel for hours over 40 hours per week.

1.19 Coordination, Meetings & Invoicing

- A. The Engineer will conduct additional internal design management and coordination to ensure that all design details are progressing in a similar manner to allow for consistent plan documents.
- B. The Engineer will add additional QA/QC staff to assure thorough and quick reviews.
- C. The Prime provider and sub-providers not seeking additional compensation, associated with the accelerated schedule, is based on the following assumptions:
 - There will be a reduced number of project workshops
 - There will be a reduced number of project Bi-weekly design coordination meeting and internal project team meetings.
 - There will be a reduced number of project review meetings.
 - · There will be reduced invoicing effort due to the accelerated schedule.

If unexpected circumstances delay the final deliverable date where the assumptions above are no longer applicable, then the Prime provider and the sub-providers who have not requested additional compensation shall be allow to re-evaluate their effort and request additional compensation under a separate supplemental work authorization.

EXHIBIT C

WORK SCHEDULE

The Engineer will perform engineering services described in Work Authorization No. 1 and Supplemental Work Authorization No. 1 and will submit deliverables to the Authority based on the following Work Schedule milestones:

Transmittal of completed Initial Design(4	47 calendar days) February 23, 2009
Transmittal of completed 60% Design	(103 calendar days) April 20, 2009
Transmittal of completed Final Submittal	(145 calendar days) June 1, 2009

Central Texas Regions (25. Conti Conti 183A Extension (RM 22.. Louth to FM 1431)

EXHIBIT D COMPENSATION SUMMARY

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EXHIBIT D - Compensation SUMMARY Central Texas Regional Mobil Contra IEDA Extension (RM 22

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EXHIBIT D - Centremation RTD

Page 2

Central Texas Regional Mobility (IRIA Extension (RM 22 A 1431)

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EXHIBIT D - Compensation RTG

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Texas Regional Mobility	Contrar	tension (RM 22-
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RODRIGUEZ TRANSPORTATION GROUP, INC.

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2. Overall Heaning Wall Layous Sheets 3. Retaining Wall Layous Sheets													*DIVIO
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6. Returning Wall Typical Sections													MONAGE
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8 Sal Berng Lags (Coord-naters)													
C. Cordon Sensons Despo (Conditions)													
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EXHIBIT D - Compensation RTG

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EXHIBIT D - Gungensaron RTG

Page 5

Central Texas Regional Mobil* orty Contra 183A Externsion (RM 22 1431)

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HDR ENGINEERING, INC.

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EXHIBIT D - Campensalon HDR

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2/12/2009

HDR ENGINEERING, INC.

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EXHIBIT D - Compensators R FRESE

Page 9

Central Taxas Regional Bribs: onty Contr. US 254E Segment 2 (...har) K FRIESE AND ASSOCIATES, INC.

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CAUBIT D - Congeniation K PRIESE

Page 10

Central Texas Regional Model | North US 290E Segment 2 | Aset

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			¥	K FRIESE AND ASSOCIATES, INC.	D ASSOCIA	TES, INC.							
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EXHIBIT D - Campensale

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			¥	FRIESE AN	D ASSOCI	K FRIESE AND ASSOCIATES, INC.						
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Central Texas Regional Minby Young Contr US 290E Segment 2 Lhar)

GRAY JANSING & ASSOCIATES, INC.

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Central Tease Regional Mobili Hority
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EXHIBIT D - Compensation GRAY ANISHG

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GRAY JANSING & ASSOCIATES, INC.

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EXHIBIT D - Compensation GRAY JANSING

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SUB TOTALS

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EXHBIT D - Compensation AGUIRRE & FIELDS

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Contr. 183A Extension (RM 2. 1431)

10.3A Lateration (FIM Z. 14.21)

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EXHBIT D - Compension NSA

Page 16

Central Texas Regional Mobility (cut)
Contract / Contract / 1634 Extension (RM 2 143

URS CORPORATION, INC.

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SWA #1 EXHIBIT D - Consensation URS

Page 19

URS CORPORATION, INC

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EXHIBIT D - Compensation PL RIVERA

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2/12/2009

Central Taxaa Regional Mobili 'ority Contr 183A Externion (RM 2 1431)

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RJ RIVERA ASSOCIATES, INC.

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EXHIBIT D - Compensation RJ RIVERA

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2/12/2009

RJ RIVERA ASSOCIATES, INC.

Central Texas Regional Mot hostly Con Con Mark Extension (RM 41431)

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Central Taxas Regional ** ** Authority Cor*** 163A Extension (RM 1431)

FUGRO CONSULTANTS, INC.

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EXHBIT D - Compensation FUGRO Central Texas Regional ** "1y Authority
Corr
18JA Extension (RM to FM 1421)

2/12/2009

RESOLUTION NO. 09-09

Financial Assistance (Toll Equity Grant) Application for 290 East Toll Project

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 Toll Project (the "Project"); and

WHEREAS, on December 1, 2008, CAMPO approved the business terms incorporated in the Market Valuation Agreement regarding the Project as required by Section 228.0111(g) of the Texas Transportation Code; and

WHEREAS, in Resolution No. 08-62, dated December 17, 2008, the Board of Directors exercised the option of the CTRMA to develop the Project as provided for under the process and procedures of Section 228.0111 of the Texas Transportation Code; and

WHEREAS, CAMPO has included the Project in its 2007-2011 Transportation Improvement Program ("TIP") and the Project is part of the Texas Department of Transportation ("TxDOT") 2007 Unified Transportation Program ("UTP"); and

WHEREAS, the CTRMA desires to obtain and utilize funds allocated to the Project under the TIP and the UTP through submission of an application for financial assistance in the form of a toll equity grant (the "Toll Equity Application") for construction costs pursuant to 43 Tex. Admin. Code § 27.50, et seq. (the "Toll Equity Rules"); and

WHEREAS, the Toll Equity Rules provide for consideration of the Toll Equity Application by the Texas Transportation Commission ("TTC") and upon the TTC's final approval of the Toll Equity Application, a financial assistance agreement ("Agreement") will be negotiated by the TxDOT Executive Director and the CTRMA; and

WHEREAS, the CTRMA desires to submit the Toll Equity Application as soon as practical and be in a position to complete negotiations and execute an Agreement as soon as possible after final approval is given by the TTC (if such approval is given). NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby approves the submission to TxDOT of the Toll Equity Application pursuant to the Toll Equity Rules, and in the form and with the provisions reasonably determined by the Executive Director and CTRMA staff to be acceptable; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to execute such documents as are necessary to submit the Toll Equity Application to TxDOT on behalf of the CTRMA; and

BE IT FURTHER RESOLVED, that the CTRMA staff and consultants are authorized to take such actions as are necessary to prosecute the Toll Equity Application, and the Executive Director and CTRMA staff may negotiate the terms of an Agreement which shall be subject to the approval of the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central

Texas Regional Mobility Authority

Approved:

Robert E. Tesch.

Chairman, Board of Directors

Resolution Number 09-09

RESOLUTION NO. 09-10

Financial Assistance (Toll Equity Grant) Application for the 290 West-71 West ("Y" at Oak Hill), 71 East and 183 South Toll Projects (Preliminary Development Costs)

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, working in partnership with the Austin District of the Texas Department of Transportation ("TxDOT"), developed a proposed "CTRMA/TxDOT Regional Implementation Program" (the "Program") which provides for the funding and development of various transportation system improvements through tolling of new roadway capacity, such Program having been amended and revised from time to time by the actions of TxDOT, CAMPO and/or the CTRMA; and

WHEREAS, various regional transportation projects included in the CAMPO 2030 Plan, the 2007-2011 Transportation Improvement Program ("TIP") and/or the Program have been assigned to the CTRMA for design, development, construction and/or operation, including the 290 West-71 West ("Y" at Oak Hill), 71 East and 183 South Toll Projects (collectively, the "Projects"); and

WHEREAS, the Projects are part of the TIP as well as the TxDOT 2007 Unified Transportation Program ("UTP"); and

WHEREAS, the CTRMA desires to obtain and utilize funds allocated to the Projects under the TIP and the UTP through submission of an application for financial assistance in the form of a toll equity grant (the "Toll Equity Application") for preliminary development costs pursuant to 43 Tex. Admin. Code § 27.50, et seq. (the "Toll Equity Rules"); and

WHEREAS, the Toll Equity Rules provide for consideration of the Toll Equity Application by the Texas Transportation Commission ("TTC") and upon the TTC's final approval of the Toll Equity Application, a financial assistance agreement ("Agreement") will be negotiated by the TxDOT Executive Director and the CTRMA; and

WHEREAS, the CTRMA desires to submit the Toll Equity Application as soon as practical and be in a position to complete negotiations and execute an Agreement as soon as possible after final approval is given by the TTC (if such approval is given). NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby approves the submission to TxDOT of the Toll Equity Application pursuant to the Toll Equity Rules, and in the form and with the provisions reasonably determined by the Executive Director and CTRMA staff to be acceptable; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to execute such documents as are necessary to submit the Toll Equity Application to TxDOT on behalf of the CTRMA; and

BE IT FURTHER RESOLVED, that the CTRMA staff and consultants are authorized to take such actions as are necessary to prosecute the Toll Equity Application, and the Executive Director and CTRMA staff may negotiate the terms of an Agreement which shall be subject to the approval of the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch.

Chairman, Board of Directors Resolution Number <u>09-10</u>

RESOLUTION NO. 09-11

Financial Assistance (Toll Equity Grant) Application for 183 South Toll Project (Construction Costs)

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, working in partnership with the Austin District of the Texas Department of Transportation ("TxDOT"), developed a proposed "CTRMA/TxDOT Regional Implementation Program" (the "Program") which provides for the funding and development of various transportation system improvements through tolling of new roadway capacity, such Program having been amended and revised from time to time by the actions of TxDOT, CAMPO and/or the CTRMA; and

WHEREAS, various regional transportation projects included in the CAMPO 2030 Plan, the 2007-2011 Transportation Improvement Program ("TIP") and/or the Program have been assigned to the CTRMA for design, development, construction and/or operation, including the 183 South Toll Project (the "Project"); and

WHEREAS, the Project is part of the TIP as well as the TxDOT 2007 Unified Transportation Program ("UTP"); and

WHEREAS, the CTRMA desires to obtain and utilize funds allocated to the Project under the TIP and the UTP through submission of an application for financial assistance in the form of a toll equity grant (the "Toll Equity Application") for construction costs pursuant to 43 Tex. Admin. Code § 27.50, et seq. (the "Toll Equity Rules"); and

WHEREAS, the Toll Equity Rules provide for consideration of the Toll Equity Application by the Texas Transportation Commission ("TTC") and upon the TTC's final approval of the Toll Equity Application, a financial assistance agreement ("Agreement") will be negotiated by the TxDOT Executive Director and the CTRMA; and

WHEREAS, the CTRMA desires to submit the Toll Equity Application as soon as practical and be in a position to complete negotiations and execute an Agreement as soon as possible after final approval is given by the TTC (if such approval is given). NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby approves the submission to TxDOT of the Toll Equity Application pursuant to the Toll Equity Rules, and in the form and with the provisions reasonably determined by the Executive Director and CTRMA staff to be acceptable; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to execute such documents as are necessary to submit the Toll Equity Application to TxDOT on behalf of the CTRMA; and

BE IT FURTHER RESOLVED, that the CTRMA staff and consultants are authorized to take such actions as are necessary to prosecute the Toll Equity Application, and the Executive Director and CTRMA staff may negotiate the terms of an Agreement which shall be subject to the approval of the Board of Directors.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch.

Chairman, Board of Directors

Resolution Number <u>09-11</u>

RESOLUTION NO. 09-12

Round Rock Rail Link ILA-Project Analysis

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 City of Round Rock, Texas has been actively pursuing the implementation of public transit services for its community and is a Federal Transit Administration grantee and sub-recipient of federal funding to support public transit; and

WHEREAS, Round Rock has been preliminarily studying the feasibility of the development of a commuter rail line between Georgetown, Round Rock, and Austin; and

WHEREAS, Round Rock has developed conceptual engineering and other documentation for a commuter rail line which would utilize the abandoned MKT railroad right-of-way between Georgetown and Round Rock, and the median of SH 45 to provide a connection from Round Rock to the Capital Metro "MetroRail Red Line" between the Lakeline Station to the north and the Howard Station to the south; and

WHEREAS, the CTRMA has been exploring the potential implementation and support of nontoll transportation projects which can meet congestion mitigation and regional transportation objectives utilizing revenue sources both from within and outside the CTRMA and the CTRMA has the statutory authority to participate and provide transit services within Travis and Williamson Counties; and

WHEREAS, Round Rock and the CTRMA have periodically met to discuss a partnership to further study the feasibility of the proposed commuter rail link, and the project's potential to meet regional mobility objectives and to secure future federal funding, through a detailed "fatal flaw" analysis; and

WHEREAS, the proposed "fatal flaw" analysis would assist Round Rock and the CTRMA in determining the following: (i) the feasibility of the proposed rail link to meet regional and federal transit and congestion mitigation objectives, (ii) the respective roles and responsibilities of Round Rock, CTRMA, Capital Metro, and other stakeholders in the future planning, design, development and operation of the proposed rail link, and (iii) possible finance and management plans for capital development and future operation of the proposed commuter rail link; and

WHEREAS, Round Rock and the CTRMA have developed an Interlocal Agreement substantially in the form attached hereto as <u>Attachment "A"</u> (the "Interlocal Agreement") and the Round Rock City Council approved the Interlocal Agreement at its February 12, 2009 City Council meeting; and

WHEREAS, the CTRMA Board of Directors desires to enter into the Interlocal Agreement with Round Rock for the purposes of undertaking the "fatal flaw" analysis as provided in the Interlocal Agreement.

NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors adopts the Interlocal Agreement in substantially the form approved by Round Rock and authorizes the Chairman or the Executive Director to execute and deliver the Interlocal Agreement to Round Rock; and

BE IT FURTHER RESOLVED, that the "fatal flaw" analysis be undertaken in accordance with the terms of the Interlocal Agreement; and

BE IT FURTHER RESOLVED, that the Interlocal Agreement does not create any further obligations on either Round Rock or the CTRMA beyond the express terms thereof, and the execution of the Interlocal Agreement by the CTRMA is only for the purposes stated therein.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tøm Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch

Chairman, Board of Directors

Resolution Number 09-12

ATTACHMENT "A" TO RESOLUTION NO. 09-12 ROUND ROCK RAIL LINK INTERLOCAL AGREEMENT

INTERLOCAL AGREEMENT City of Round Rock And

Central Texas Regional Mobility Authority

This Interlocal Agreement (this "Agreement"), is entered into this 2 day of Round Rock (CITY), a municipally formed corporation, and the Central Texas Regional Mobility Authority (CTRMA), a subdivision of the State of Texas, for the purpose of studying the feasibility of a jointly developed commuter rail link, to serve the cities of Round Rock, Georgetown, and other municipalities in the region, as a congestion mitigation strategy.

RECITALS

WHEREAS, the CITY has been actively pursuing the implementation of public transit services for its community, as an alternative commute option, through partnerships with the Capital Metro Transit Authority (CMTA) and the Capital Area Rural Transit System (CARTS);

WHEREAS, the CITY is a Federal Transit Administration (FTA) grantee and subrecipient of federal funding to support public transit;

WHEREAS, the CITY has been preliminarily studying the feasibility of the development of a commuter rail line between Georgetown, the CITY, and Austin;

WHEREAS, the CITY has developed conceptual engineering and other documentation for a commuter rail line which would utilize the abandoned MKT railroad right-of-way between Georgetown and Round Rock, and the median of SH 45 to provide a connection from Round Rock to the CMTA "MetroRail Red Line" between the Lakeline Station to the north and the Howard Station to the south;

WHEREAS, the CTRMA has been exploring the potential implementation and support of non-toll transportation projects which can meet congestion mitigation and regional transportation objectives utilizing revenue sources both from within and outside the CTRMA;

WHEREAS, the CITY has met with the CTRMA to discuss a partnership to further study the feasibility of the proposed commuter rail link, and the project's potential to meet regional mobility objectives and to secure future federal funding, through a detailed "fatal flaw" analysis;

WHEREAS, the proposed "fatal flaw" analysis would assist the CITY and CTRMA in determining the following: (i) the feasibility of the proposed rail link to meet regional and federal transit and congestion mitigation objectives, (ii) the respective roles and responsibilities of the CITY, CTRMA, CMTA, and other stakeholders in the future planning, design, development and operation of the proposed rail link, and (iii) possible finance and management plans for capital development and future operation of the proposed commuter rail link.

NOW, THEREFORE, in consideration of the mutual covenants and agreement herein contained, the CITY and CTRMA agree as follows:

CTRMA-Round Rock Interlocal Agreement 00153004/jkg

- The CITY will initiate and complete in an expeditious manner the proposed "fatal flaw" analysis to determine the future feasibility of the proposed link between Georgetown, Round Rock, and the CMTA MetroRail Red Line.
- The CTRMA will provide the CITY financial assistance in an amount not to exceed \$150,000 to support the analysis. The CITY will provide \$25,000 or more in the form of conceptual engineering services and other services for the analysis.
- The CTRMA will provide for coordination of the feasibility study with other regional mobility activities and stakeholders.
- The City will submit monthly invoices to the CTRMA for work completed along with a progress report of work completed. The CTRMA will pay for invoices submitted within thirty (30) days of receipt, thereof.
- 5. At the completion of the study, or at any time that a "fatal flaw" is determined to exist, the CTRMA and CITY will determine whether there is sufficient justification to move to the next phase of project development. Neither the CTRMA nor CITY will have any further obligations without further action or authorization from their respective governing bodies.

Both the CTRMA and the CITY agree and acknowledge that all matters related to this Agreement shall be in accordance with all applicable laws, rules and regulations.

This Agreement shall become effective on the 12 day of 12 day, 2009, and shall terminate twenty-four (24) months after the effective date. However, this Agreement may be extended through future amendments to this Interlocal Agreement as the parties may require.

CITY OF ROUND ROCK

By: Om Mayor

Printed Name: Alan Mayor

Date Signed: 2.12.09

ATTEST:

By: Sara L. White, City Secretary

FOR CITY, APPROVED AS TO FORM:

Stephan L. Sheets, City Attorney

CTRMA-Round Rock Interfecult Agreement 00153004/fkg

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

By:	
Printed Name:	
Title:	
Date Signed:	

RESOLUTION NO. 09-13

Memorandum of Understanding with the City of Leander-183A Corridor

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 completed and opened the first phase of its 183A Toll Project on March 3, 2007; and

WHEREAS, a significant portion of the 183A Project is within the city limits and extra territorial jurisdiction of Leander, Texas, including a portion that currently is in an interim phase consisting of two (2) two lane frontage roads running north and south, respectively, with plans to ultimately construct tolled main lanes with limited access between the existing frontage roads in phases over the next few years; and

WHEREAS, coordination of the efforts of Leander and CTRMA to achieve their respective goals, and collaboration between Leander and CTRMA in undertaking these efforts are critical to both entities' ultimate success in realizing their goals and serving the citizens of the region; and

WHEREAS, both Leander and CTRMA have determined that it is beneficial to enter into a Memorandum of Understanding ("MOU") to set forth various specific matters that will require both entities' continuing cooperation and collaboration, as well as to express the spirit of coordination and working together that will be vital to ensure the best interests of Leander's and Central Texas' citizens are realized; and

WHEREAS, the CTRMA Board of Directors desires to enter into an MOU with Leander in substantially the form set forth in <u>Attachment "A"</u> attached hereto and incorporated herein for the purposes set forth therein.

NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors adopts the Memorandum of Understanding in substantially the form set forth in <a href="Attachment "A" and authorizes the Chairman or the Executive Director to finalize and deliver the MOU to Leander for their adoption and execution; and

BE IT FURTHER RESOLVED, upon approval and adoption of the MOU by the Leander City Council, that the Chairman and/or the Executive Director is authorized to execute the MOU on behalf of the CTRMA for all purposes.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch

Chairman, Board of Directors Resolution Number <u>09-13</u>

ATTACHMENT "A" TO RESOLUTION NO. 09-13 PROPOSED LEANDER-CTRMA MEMORANDUM OF UNDERSTANDING

MEMORANDUM OF UNDERSTANDING BY AND BETWEEN THE CITY OF LEANDER, TEXAS AND THE CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

February _____, 2009

WHEREAS, the City of Leander, Texas ("Leander"), a Texas home rule municipality, is a rapidly growing city in western Williamson County, Texas seeking to ensure a vibrant economy and positive quality of life are afforded to all of its citizens; and

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA"), a political subdivision of the State of Texas, was created to address the region's mobility challenges through the development of various transportation projects, including the 183A Toll Project ("183A"); and

WHEREAS, a significant portion of the 183A Project is within the city limits and extra territorial jurisdiction of Leander, including a portion that currently is in an interim phase consisting of two (2) two lane frontage roads running north and south, respectively, with plans to ultimately construct tolled main lanes with limited access between the existing frontage roads in phases over the next few years; and

WHEREAS, coordination of the efforts of Leander and CTRMA to achieve their respective goals, and collaboration between Leander and CTRMA in undertaking these efforts are critical to both entities' ultimate success in realizing their goals and serving the citizens of the region; and

WHEREAS, both Leander and CTRMA have determined that it is beneficial to enter into this Memorandum of Understanding (this "MOU") to set forth various specific matters that will require both entities' continuing cooperation and collaboration, as well as to express the spirit of coordination and working together that will be vital to ensure the best interests of Leander's and Central Texas' citizens are realized.

NOW, THEREFORE, Leander and CTRMA enter into this MOU for the purposes stated above and in accordance with the following:

- Coordination of land use planning and platting efforts between Leander and CTRMA.
 These efforts will include:
 - Leander and CTRMA will establish an ongoing dialogue regarding the land use planning, development and platting efforts within Leander's jurisdiction. This will include quarterly meetings involving representatives from Leander and the CTRMA (as well as representatives from Williamson County and the Texas Department of Transportation, as appropriate) to ensure input and information is received and shared between the various entities in a timely manner.

- Conceptual and planned commercial, retail and residential developments will be addressed and analyzed.
- Leander planning officials and CTRMA representatives will work to develop processes to provide coordination of each entity's interests regarding developments that impact both entities.
- The effects of limited access to 183A and access permitting will be addressed, as well as
 the impact of 183A on future developments. This will include formal efforts to provide
 public notice to potential area developers of 183A and its planned expansion, as well as
 establishing development requirements necessary to address the interface between
 planned developments and the 183A project.

Coordination and consultation regarding 183A and regional project design considerations between Leander and CTRMA. These efforts will include:

- The CTRMA will coordinate and consult with Leander officials to establish entrance and
 exit ramp locations associated with the future development of 183A, as well as regarding
 locations for grade separated crossings of City, County and State roadway projects
 intersecting with 183A. These would include planned CR 274 (San Gabriel Parkway),
 extension of CR269, FM 2243, the 183-183A intersection, as well as other road projects
 that may be planned in the future.
- The CTRMA and Leander will coordinate and cooperate with each other, as well as other respective governmental entities, to ensure optimized connectivity of pedestrian and bike ways and trails.
- The CTRMA will coordinate its Context Sensitive Design efforts associated with future development of 183A with Leander officials and citizens.
- The CTRMA and Leander will continue to cooperate in accordance with the Interlocal Cooperation Agreement for Development of Master Drainage and Water Quality Guidelines for the Transportation Oriented Development District by and between the CTRMA and Leander dated September 7, 2006, including the provisions relating to the development and utilization of regional detention and drainage facilities involving the 183A corridor.

3. Future development within Leander's Transit Oriented Development District ("TODD"). These efforts will include:

- Coordination of future expansions of 183A (as well as any other transportation projects the CTRMA may undertake in the area) and the development of Leander's TODD will be undertaken.
- Leander and the CTRMA will coordinate the design and development considerations associated with possibly constructing the future 183A main lanes below grade through

the TODD. Such coordination would include determination of possible methods to finance the costs associated with such construction below surface grade.

- Leander and the CTRMA will coordinate the design and development considerations of any aerial or subterranean crossings other than those currently planned. Such crossings may include roadways, utilities and pedestrian connections, etc. Coordination efforts would include determination of possible methods to finance the costs associated with such construction.
- The maintenance, operation and ultimate development of the J.C. Bryson six acre tract
 located within the TODD will be undertaken in accordance with the Memorandum of
 Agreement Regarding the J.C. Bryson Farmstead Historic Site dated effective November
 18, 2008 by and among the FHWA, the Advisory Council on Historic Preservation, the
 Texas State Historic Preservation Officer, Leander and the CTRMA, as well as other
 parties.

4. Maintenance obligations and access management. These efforts will include:

It is the intention of both Leander and the CTRMA to develop a plan for the eventual
establishment of a Maintenance and Access Agreement between the two parties. The
purpose will be to provide for the ultimate maintenance of the various portions of the 183A
corridor as well as ensure that an effective access policy is in place addressing safety, design
and economic development issues.

Cooperation of the Parties. The specific provisions set forth above in this MOU shall not in anyway limit the efforts of Leander and the CTRMA, respectively, to continually seek to cooperate, coordinate and collaborate in connection with all matters in which both entities share an interest. This MOU does not create for either party any specific obligation enforceable by the other party; however, it is intended to establish a basis for continuing dialogue and coordination.

Effective Date. This MOU shall be in full force and effect from and after its execution by the parties as hereinafter provided.

Amendments and Modifications. This MOU may not be amended or modified except in writing executed by both parties and authorized by their respective governing bodies.

Severability. In the event any provision of this MOU shall be held invalid by any court of competent jurisdiction, such holding shall not invalidate any other provision hereof, but rather this entire MOU will be construed as if not containing the particular invalid provision or provisions, and this MOU shall be construed in accordance therewith. The Parties acknowledge that if any provision of this MOU is determined to be invalid, it is their desire and intention that such provision be reformed and construed on such a manner that it will, to the maximum extent practicable, be deemed to be validated.

Gender, Number and Headings. Words of any gender used in this MOU shall be held and construed to include any other gender, and words in the singular number shall be held to include the plural, unless the context otherwise requires. The headings are for convenience only and shall not be considered in interpreting or construing this MOU.

Execution in Counterparts. This MOU may be simultaneously executed in several counterparts, each of which shall be an original and all of which shall be considered fully executed as of the date when all parties have executed an identical counterpart, notwithstanding that all signatures may not appear on the same counterpart.

IN WITNESS WHEREOF, the parties have executed and attested this MOU by their officers thereunto duly authorized.

Dated:	Dated:
CITY OF LEANDER, TEXAS	CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY
By:	By:
John Cowman, Mayor	Robert E. Tesch, Chairman Board of Directors
Attest:	
By:City Secretary	
UIIV Secretary	

RESOLUTION NO. 09-14

Adoption of Recommended Traffic and Revenue Engineering Providers

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. 08-34, dated June 25, 2008, the Board of Directors instructed the Executive Director and CTRMA staff to undertake the procurement of traffic and engineering services ("T&R") from one or more providers in accordance with the CTMRA's Policies for Procurement of Goods and Services (the "Procurement Policies"); and

WHEREAS, a Notice of Issuance of a Request for Proposals ("RFP") was advertised on December 18, 2008 and proposals were received from numerous T&R providers; and

WHEREAS, the proposals were evaluated by an evaluation committee, resulting in the recommendation of the eight proposing firms listed on <u>Attachment "A"</u> (the "Recommended Proposers"); and

WHEREAS, the Executive Director and the evaluation committee recommend the Recommended Proposers be retained by the CTRMA to provide various T&R services and that contracts be negotiated and executed with each of the Recommended Proposers for such purposes.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the recommendation of the Executive Director and the evaluation committee and authorizes the negotiation of contracts with each of the respective Recommended Proposers on terms and conditions consistent with the provisions of the Procurement Policies, the RFP and the respective proposals of each of the Recommended Proposers; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to execute each of the contracts with the respective Recommended Proposers on behalf of the CTRMA.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch

Chairman, Board of Directors Resolution Number <u>09-14</u>

ATTACHMENT "A" TO RESOLUTION NO. 09-14 RECOMMENDED T&R ENGINEERING PROVIDERS

URS Corporation
Stantec Consulting
Wilbur Smith Associates
C&M Associates, Inc.
Jacobs
Halcrow
Steer Davies Gleave
Cambridge Systematics

RESOLUTION NO. 09-15

Second Amendment To NET RMA-CTRMA Interlocal Agreement

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, Chapter 791 of the Texas Government Code provides that any one or more public agencies may contract with each other for the performance of governmental functions or services in which the contracting parties are mutually interested; and

WHEREAS, § 370.033 of the Transportation Code provides that regional mobility authorities may enter into interlocal agreements with other governmental entities for project development related services; and

WHEREAS, in Resolution No. 06-56, dated September 27, 2006, the CTRMA Board of Directors approved the entry into an interlocal agreement (the "Interlocal Agreement") with the North East Texas Regional Mobility Authority ("NET RMA") providing that CTRMA employees and consultants shall provide project development and related services to the NET RMA under the terms and provisions for compensation reflected therein; and

WHEREAS, the Interlocal Agreement was previously amended extending the term of the agreement and amending the rate of project manager compensation as reflected therein; and

WHEREAS, the NET RMA Board of Directors believes that the NET RMA continues to benefit from the provision of project development and related services by the CTRMA and adopted a Resolution expressing their desire to amend the Interlocal Agreement to reflect the hourly rate charged for the project manager's services under the Interlocal Agreement be the full rate of compensation paid by the CTRMA.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the entry into the Second Amendment to the Interlocal Agreement Between NET RMA and CTRMA, attached hereto as <a href="Attachment "A", amending the rate of project manager compensation as reflected therein; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to execute the Second Amendment to the Interlocal Agreement Between NET RMA and CTRMA on behalf of the CTRMA.

Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 25th day of February, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch

Chairman, Board of Directors Resolution Number <u>09-15</u>

ATTACHMENT "A" TO RESOLUTION NO. 09-15

Second Amendment To Interlocal Agreement Between North East Texas Regional Mobility Authority And Central Texas Regional Mobility Authority

This Second Amendment to the Interlocal Agreement Between North East Texas Regional Mobility Authority ("NET RMA") and Central Texas Regional Mobility Authority ("CTRMA") is for the purpose of amending the Interlocal Agreement Between NET RMA and CTRMA effective as of June 1, 2006.

Pursuant to action of the NET RMA Board of Directors reflected in their Resolution No. 09-06, and the action of the CTRMA Board of Directors reflected in their Resolution No. 09-15, the Agreement is amended as described below.

Effective as of January 1, 2008, paragraph 3 of <u>Article II</u> of the Agreement is amended to read as follows:

Subject to paragraph 4 below, the CTRMA shall invoice the NET RMA on a monthly basis for services rendered by Project Manager or other CTRMA employees or consultants. The rate charged for Project Manager's services under this Agreement shall be \$150 per hour or as otherwise agreed to in writing by the Parties, and in no event shall the aggregate amount paid by the NET RMA for Project Manager's services exceed \$60,000 annually. The rate charged for services provided by any other CTRMA employees or consultants shall be as set forth in Appendix "A" or as otherwise agreed to by the Parties. Actual expenses for travel and lodging incurred in the performance of work under this Agreement shall be reimbursable by NET RMA to CTRMA, subject to paragraph 4 below.

By their signatures, the parties to the Agreement evidence their agreement to this amendment set forth above.

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

By:	
	Mike Heiligenstein, Executive Director
NOR	TH EAST TEXAS REGIONAL MOBILITY AUTHORITY
Ву:	
	Jeff Austin, III, Chairman

RESOLUTION NO. 09-16

January 2009 Financial Report

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 is responsible to insure accurate financial records are maintained using sound and acceptable financial practices; and

WHEREAS, close scrutiny of CTRMA expenditures for goods and services, including those related to project development, as well as close scrutiny of CTRMA's financial condition and records 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 Chief Financial Officer, to review invoices, approve disbursements, and prepare and maintain accurate financial records and reports; and

WHEREAS, the Executive Director, working with the Chief Financial Officer, has reviewed and authorized the disbursements necessary for the month of January 2009 and has caused a Financial Report to be prepared which is attached hereto as Attachment "A."

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Financial Report for January 2009, attached hereto as Attachment "A."

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 25th day of January, 2009.

Submitted and reviewed by:

Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch

Chairman, Board of Directors

Resolution Number <u>09-16</u>

Central Texas Regional Mobility Authority Income Statement All Operating Departments

	g Departir	Control of the contro		
/	Budget	Actual Year		Actual Year
Revenue	Budget	To Date	Percent	To Date
Toll Revenue-Cash-183A	FY 2009	1/31/2009	Of Budget	1/31/2008
I oll Revenue-TxTag-1834	530,000.00	594,684.80	112.20%	
I oll Revenue-HCTRA-1834	13,040,000.00	8 090 219 15	62.04%	1-111000.20
Toll Revenue-NTTA-183A	350,000.00	260 064 00	74.30%	7,771,427.63
Video Tolls	180,000.00	140 838 75	78.24%	0.00
Fee Revenue	430,000.00	516,369.00		0.00
Operating Revenue	0.00	337,211.79	120.09%	0.00
Interest Income	14,530,000.00	9,939,387.49	68.41%	0.00
Reimbursed Expenditures	1,133,500.00	761,539.40	67.18%	8,819,312.89
Experiditures	0.00	2,936.33	07.10%	2,972,343.86
Total Revenue	2000	-1000.00		36,858.91
Toriuc	15,663,500.00	10,703,863.22	68.34%	11,832,698.10
		Actual Year		729109
Expenditures	Budget	To Date	D	Actual Year
	FY 2009	1/31/2009	Percent	To Date
Regular	1,729,245.00		Of Budget	1/31/2008
Part Time	12,000.00	843,496.55	48.78%	675,946.06
Overtime	4,000.00	0.00		2,524.51
Contractual Employees	105,000.00	71.43	1.79%	157.41
TCDRS	244,264.00	26,837.12	25.56%	60,809.84
FICA	85,441.00	110,630.64	45.29%	86,101.79
FICA MED	26,031.00	34,304.13	40.15%	26,809.71
Health Insurance	184,994.00	12,665.54	48.66%	9,784.37
Life Insurance	5 707 00	85,020.09	45.96%	66,715.22
Auto Allowance	5,707.00	2,845.86	49.87%	1,697.62
Other Benefits	9,000.00	5,250.00	58.33%	
Unemployment Taxes	152,156.00	25,252.60	16.60%	4,550.00
Salary Reserve	2,079.00	1,391.66	66.94%	25,938.16
	65,000.00	0.00		635.94
Total Salaries & Wages	2,624,917.00	1,147,765.62	42 700	0.00
Contractual Services		1, 11,100.02	43.73%	961,670.63
Professional Services				
Accounting				
Auditing	9,000.00	4,585.25	E0.050/	
General Engineering Consultant	40,000.00	37,626.00	50.95%	4,914.13
General System Consultant	360,000.00	276,500.73	94.07%	22,560.00
Toll Collection contract	250,000.00	98,014.68	76.81%	0.00
Toll collection mgt admi	1,440,000.00	659,420.66	39.21%	0.00
CSC mgt admin	75,000.00	54,897.53	45.79%	666,816.00
Facility maintain	45,000.00		73.20%	0.00
Facility maintenance	100,000.00	9,045.17	20.10%	0.00
Facility management	0.00	38,609.68	38.61%	27,174.19
Toll perform plan	25,000.00	15,602.05		25,331.02
Human Resources	25,000.00	0.00		0.00
Legal	200,000.00	496.20	1.98%	8,167.70
Photography	20,000.00	26,987.49	13.49%	57,223.69
Traffice & Revenue Consultants	40,000.00	3,946.92	19.73%	13,985.00
Transcripts	1,000.00	0.00		45,000.00
F		0.00		.0,000.00
Total Professional Services	0.000.00	0.00		0.00

Expenditures	Budget FY 2009	Actual Year To Date	Percent	Actual Year To Date
Experiultures	F 1 2009	1/31/2009	Of Budget	1/31/2008
Other Contractual Services				
IT Services	170,000.00	19,726.83	11.60%	16,981.77
Graphic Design Services	20,000.00	3,575.00	17.88%	0.00
Website Maintenance	20,000.00	13,572.43	67.86%	2,910.25
Research Services	30,000.00	5,049.90	16.83%	5,565.00
Copy Machine	11,800.00	4,998.97	42.36%	5,245.75
Software licenses	23,000.00	8,848.70	38.47%	7,258.80
ETC system Maintenance	1,188,000.00	425,367.13	35.81%	0.00
ETC Development	399,000.00	0.00		0.00
ETC Testing	100,000.00	945.00	0.95%	0.00
Communications and Marketing	125,000.00	58,866.72	47.09%	0.00
Advertising	100,000.00	58,798.60	58.80%	7,021.96
Direct Mail	15,000.00	0.00		0.00
Video Production	10,000.00	3,400.00	34.00%	0.00
Television	5,000.00	0.00		0.00
Radio	25,000.00	21,066.00	84.26%	4,685.00
Other Public Relations	2,500.00	0.00		1,032.73
Law Enforcement	260,000.00	103,836.00	39.94%	104,661.53
Special Assignments	30,000.00	0.00		0.00
Traffic Management	50,000.00	5,459.48	10.92%	0.00
Emergency Maintenance	40,000.00	0.00	1.910.00	0.00
Railroad Crossing Maintenance	10,000.00	0.00		0.00
Contingency Projects	100,000.00	0.00		0.00
Roadway Maintence Contract	300,000.00	130,102.01	43.37%	0.00
Landscape Maintenance	100,000.00	28,605.00	28.61%	0.00
Signal & Illumination Maintenance	250,000.00	155,528.00	62.21%	0.00
Mowing and Litter Control	352,500.00	162,673.50	46.15%	0.00
Hazardous Material Cleanup	15,000.00	0.00	40,1070	0.00
Striping	50,000.00	0.00		0.00
Graffitti Removal	5,000.00	936.00	18.72%	0.00
Cell Phones	9,760.00	3,592.00	36.80%	3,917.92
ocal	18,500.00	9,869.68	53.35%	7,950.27
ong Distance	1,500.00	198.58	13.24%	313.78
nternet	6,060.00	3,154.56	52.06%	2,858.37
iber Optic System	62,900.00	18,946.57	30.12%	0.00
Other Communication Expense	2,000.00	1,108.56	55.43%	393.15
Subscriptions	2,000.00	0.00	55.4576	26.00
Memberships	16,000.00	16,930.00	105.81%	4,712.50
Continuing Education	2,150.00	0.00	100.0170	575.00
Professional Development	15,250.00	0.00		
Seminars and Conferences	32,250.00	15,499.76	48.06%	238.00 10,847.00
Total Travel	0.00	29,735.44	40.0076	
Other Contractual Svcs	1,500.00	0.00		27,653.53
xTag Collection Fees	1,077,600.00	380,160.41	35.28%	1,277.90
Contractual Contingencies	191,000.00	475.00	0.25%	0.00 2,898.43
Total Other Contractual Services	5,339,770.00	1,691,025.83	31.67%	352,945.72
Total Contractual Expenses	7,969,770.00	2,916,758.19	36.60%	1,247,594.18

Expenditures	Budget FY 2009	Actual Year To Date 1/31/2009	Percent Of Budget	Actual Year To Date 1/31/2008
Philodox * Correct Control Con				
Books & Publications	10,200.00	6,811.48	66.78%	3,911.06
Office Supplies Expense	19,600.00	1,728.81	8.82%	3,761.35
Computer Supplies Expense	5.250.00	2,582.75	49.20%	1,866.99
	2,000.00	277.35	13.87%	0.00
Copy Supplies Expense	10,000.00	0.00		0.00
Annual Report Printing	20,500.00	9,626.54	46.96%	25,528.63
Other Printed Reports	20,000.00	0.00		431.02
Direct Mail-printing Expense	1,000.00	67.06	6.71%	1,607.29
Office Supplies-printed	100.00	0.00		0.00
Maintenance Supplies Expense	10,000.00	0.00		199.34
Promotional Items expense	5,000.00	0.00		468.93
Displays	11,500.00	329.01	2.86%	864.95
Tools & Equipment Expense		1,038.17	32.44%	6,331.00
Misc Materials & Supplies	3,200.00	1,000.17	OE.1170	
Total Materials & Supplies Exp	153,350.00	22,461.17	14.65%	44,970.56

	Budget FY 2009	Actual Year To Date 1/31/2009	Percent Of Budget	Actual Year To Date 1/31/2008
Expenditures _				
Operating Expenses				4 524 02
Gasoline Expense	6,000.00	2,171.81	36.20%	1,534.92 3,290.64
Mileage Reimbursement	17,550.00	3,021.72	17.22%	0.00
Toll Tag Expense	1,650.00	1,318.69	79.92%	13,765.18
Parking	41,790.00	20,455.23	48.95%	50.00
Meeting Facilities	3,400.00	0.00		0.00
Community Events	20,000.00	0.00	00.070/	2,817.48
Meeting Expense	7,250.00	1,614.37	22.27%	2,915.21
Public Notices	9,800.00	0.00	0.700/	870.99
Postage	8,750.00	238.80	2.73%	712.86
Overnight Delivery Services	2,850.00	126.22	4.43%	733.08
Local Delivery Services	3,100.00	1,065.96	34.39%	57,164.47
Insurance	156,000.00	79,173.15	50.75%	0.00
Repair and Maintenance	500.00	241.46	48.29%	65.88
Repair & Maintenance-Vehicles	1,000.00	1,037.40	103.74%	0.00
Repair and Maintenance Toll Equip	15,000.00	0.00	40.040/	106,919.24
Rent	192,191.00	94,186.94	49.01%	0.00
Water	8,500.00	2,731.31	32.13%	47,826.98
Electricity	122,000.00	56,847.42		559,306.85
Amortization Expense	1,140,000.00	732,387.50		10,053.61
Dep Exp- Furniture & Fixtures	18,000.00	11,035.43		11,004.42
Dep Expense - Equipment	4,200.00	10,485.22		2,376.36
Dep Expense - Autos & Trucks	4,080.00	2,715.84		100,590.28
Dep Expense-Building & Toll Fac	177,600.00	102,992.33		2,812,694.15
Dep Expense-Highways & Bridges	5,040,000.00	3,302,148.59		114,805.08
Dep Expense-Communic Equip	196,800.00	114,725.00		264,529.10
Dep Expense-Toll Equipment	480,000.00	269,372.46		76,698.77
Dep Expense - Signs	144,000.00	77,036.37		23,900.17
Dep Expense-Land Improvemts	54,000.00	28,240.55	100/	207,875.65
Depreciation Expense-Computers	384,000.00	212,863.60		0.00
Other Licenses	1,250.00	235.00		15,000.00
Community Initiative Grants	67,000.00	25,000.00	37.31%	
Total Operating Expense	8,328,261.00	5,153,468.37	61.88%	4,437,501.37
Financing Expeses				
Fillalicing Expenses	~~~~~	2 500 0	71.43%	0.00
Arbitrage Rebate	3,500.00	2,500.00		746,501.73
Bond Issuance Expense	276,000.00	161,945.9		11,000.00
Loan Fees	11,000.00	11,500.0		0.00
Bond Issuance Cost	25,000.00			0.00
Trustee Fees	2,000.00		그런 기상하다 하다 하나 하는데	14,668.67
Bank Fees	25,000.00			6,714,336.38
Interest Expense	11,144,632.00		Title	0.00
Contingency	20,000.00	0.0		
Total Financing Expense	11,507,132.00	6,872,265.3	6 59.72%	7,486,506.78
Total Expenses	30,583,430.00	16,112,718.7	1 52.68%	14,178,243.52
Net Income	-14,919,930.00	-5,408,855.4	9	-2,345,545.42

Central Texas Regional Mobility Authority Balance Sheet

8	Balance	Sheet		
As of	January 31,		January 3	1, 2008
Assets				
Current Assets Cash in Operating Fund Chase-Regions Trustee Account Regions Trustee cash account		27,858.53 0.00 0.00	4,400,378.31	27,918.75 5,068.00 3,684.33
Cash In TexSTAR Money Market Payroll Account Fidelity Government MMA Restricted Cash-TexStar Total Cash Equivalents	555,144.69 1,487.83 7,921,449.45 39,598,177.14	48,076,259.11	52,176.39 6,561,916.75 54,149,459.14	65,163,930.59
Accounts Receivable Due From TTA Due From NTTA Due From HCTRA Interest Receivable	2,126.46 419,649.00 20,938.95 33,446.70 35,995.46	512,156.57	541,049.20 34,994.70 59,027.85 8,559.03	643,630.78
Total Receivables Certificates of Deposit	-	4,599,000.00		
Agencies		0.00		998,169.40
Prepaid Insurance Total Prepaid Expenses Total Current Assets	80,927.43	80,927.43 53,296,201.64	105,345.08	105,345.08 66,947,746.93
Construction Work In Process				
Utility Relocation Expense Consulting-Admin Services Consulting-Reimbursed Expenses Environmental Fees Funding Costs Legal Fees-Construction Traffic & Revenue Analysis Engineering Right of Way Project Management	15,664.44 50,456.38 5,137.68 32,151.99 133,785.52 969,421.00 3,302,684.77 5,053,826.33 2,086,115.21 52,307.84	11,701,551.16	7,296.44 28,559.43 5,137.68 0.00 39,204.26 652,921.54 1,656,309.09 2,291,049.21 68,947.30 0.00	4,749,424.95
Total Preliminary Costs Public Involvement CDA Oversight Total Construction Engineering Design	202,822.38 18,566.98 3,016,797.42	221,389.36	142,610.38 0.00 0.00	142,610.38
Other Construction Costs Total Construction Costs Toll Collection System Total Accrued Interest Amortization Bond Issue Costs Total Construction WIP	8,736.00	3,025,533.42 27,220.00 0.00 0.00 14,975,693.94	0.00	0.00 27,220.00 0.00 0.00 4,919,255.33

Fixed Assets	1,205,203.69		1,196,453.52	
Computers	(699,637.37)	505,566.32	(334,527.12)	861,926.40
Accum Deprec-Computers		\$3450 FV016 ENGLES 50	5,332,004.88	
Computer Software	6,132,394.48 (1,861,210.72)	4,271,183.76	(666,636.66)	4,665,368.22
Accumulated Amortization-Software _		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	93,167.66	
Furniture and Fixtures	102,134.95	58,413.88	(25,236.51)	67,931.15
Accum Deprec-Furn & Fixtures _	(43,721.07)	00,110.00	76,177.93	
Equipment	100,517.93	56,863.93	(25,308.48)	50,869.45
Accum Depec-Equipment _	(43,654.00)	50,000.00	16,295.00	
Autos and Trucks	16,295.00	9,505.40	(2,376.36)	13,918.64
Accum Deprec-Autos and Trucks	(6,789.60)	9,505.40	7,062,332.11	
Buildings and Toll Facilities	7,062,332.11	6,770,813.51	(114,960.32)	6,947,371.79
Accum Deprec-Buildings & Toll	(291,518.60) 197,804,082.03	0,170,010.01	195,521,355.24	
Highways and Bridges	(8,562,968.40)	189,241,113.63	(3,209,173.75)	192,312,181.49
Accum Deprec-Highways & Bridge	1,938,955.13	100,211,1	1,938,955.13	
Communication Equipment	(336,311.98)	1,602,643.15	(139,640.52)	1,799,314.61
Accum Deprec-Comm Equip	1		4,587,114.80	
Toll Equipment	4,587,114.80 (763,977.06)	3,823,137.74	(302,195.70)	4,284,919.10
Accum Deprec-Toll Equip	5,612,601.26	0,020,10777	5,260,262.00	
Signs	(219,485.03)	5,393,116.23	(87,654.31)	5,172,607.69
Accum Deprec-Signs	1,031,686.00	0,000,	946,495.00	
Land Improvements	(74,748.06)	956,937.94	(27,314.48)	919,180.52
Accum Deprec-Land Improv	(11,110,000)	22,760,024.88	A STATE OF THE STA	22,795,124.38
Right of Way Leasehold Improvements		73,697.27		43,104.49
Total Fixed Assets		235,523,017.64		239,933,817.93
Long Term Investments		0.00		0.00
GIC				
Other Assets				8,643.30
Security Deposits		9,483.30		650.00
Intangible Assets		650.00		8,823,023.51
2005 Bond Issuance Costs		8,531,903.41		320,633,137.00
Total Assets		312,336,949.93		320,030,107.00
Liabilities				
Current Liabilities		424 660 00		401,723.59
Accounts Payable		431,668.80 690,916.12		687,887.44
Interest Payable		33,323.77		20,981.30
TCDRS Payable		1,214.11		446.80
Due to State of Texas		1,157,122.80		1,111,039.13
Total Current Liabilities		1,101,122.00		
Long Term Liabilities				450 935 00
Accrued Vac & Sick Leave Paybl		205,137.00		150,835.00 1,928,833.03
Retainage Payable		144,776.71		170,114,368.18
Senior Lien Revenue Bonds 2005		170,938,506.96		5,345,466.20
Sn Lien Rev Bnd Prem/Disc 2005		5,160,753.24		66,257,950.00
TIFIA note 2008		69,401,883.67		243,797,452.41
Total Long Term Liabilities		245,851,057.58		
Total Liabilities		247,008,180.38		244,908,491.54
Lotal Liabilities				

Total Liabilities and Net Assets	312,336,949.93	320,633,137.00
Total Net Assets	46,993,923.98	57,294,010.89
Current Year Operations	(5,408,855.49)	(2,345,545.42)
Net Assets Section Contributed Capital Net Assets beginning	18,334,845.57 52,402,779.47	18,430,634.57 59,639,556.31

INVESTMENTS by FUND

Bala	ance	9
January	31,	2009

		January Ji, 2000
Additional Projects Fund		
TexSTAR	3,952,702.48	
1.701701000		
Fidelity	1,544.08	3,954,246.56
Construction Fund		3,304,240.00
TexSTAR	5,859,944.80	
Fidelity	0.00	
		5,859,944.80
Renewal & Replacement Fund	i	
TexSTAR	102,560.78	
Fidelity	42,375.14	
CD's	499,000.00	
CDS	455,000.00	643,935.92
TxDOT Grant Fund		010,000
TexSTAR	8,067,284.20	
	[10.10] [10.00] [10.00] [10.00] [10.00] [10.00]	
Fidelity	1,070,626.60	
CD's	4,100,000.00	
Agencies	0.00	
		13,237,910.80
Subordinate Lien DS Fund		
TexSTAR	0.00	
Fidelity	7,868.18	
1 identy	1,000.10	7,868.18
Debt Service Reserve Fund		1,0-5-11
TexSTAR	10,725,734.57	
Fidelity	3,123,839.54	
CD's		
		13,849,574.11
Debt Service Fund		
TexSTAR	0.00	
Fidelity	638,496.42	
1 identy	000,100112	638,496.42
Operating Fund		
	EEE 444 CD	
TexSTAR	555,144.69	
TexSTAR-Trustee	2,496,124.37	
MMA Payroll	1,487.83	
Fidelity	981,907.15	
		4,034,664.04
Revenue Fund		
TexSTAR	617.48	
Fidelity	994,643.75	
ridenty	001,010110	995,261.23
General Fund		
	0 202 200 40	
TexSTAR	8,393,208.46	
Fidelity	1,060,148.59	
		9,453,357.05
		## APP APP 11
		52,675,259.11

Summary 02/20/09
H:\Investments\Investment Reports\FY 09\[January 2009.xis]By Fund

CTRMA INVESTMENT REPORT

			Month End	Month Ending 1/31/2009			Current
	Balance		Discount			Balance	Rate as of
al .	12/31/2008	Additions	Amortization	Accrued Interest	Withdrawals	1/31/2009	1/31/2009
Amount in Trustee TexStar							
Additional Projects Fund	4,845,687.76			3,152.39	896,137.67	3,952,702.48	0.772%
Construction Fund	7,225,498.50			5,194.82	1,370,748.52	5,859,944.80	0.772%
General Fund	8,386,794.16			6,414.30		8,393,208.46	0.772%
Trustee Operating Fund	2,494,216.77			1,907.60		2,496,124.37	0.772%
Renewal & Replacement Fund	102,482.40			78.38		102,560.78	0.772%
TxDOT Grant Fund	8,061,118.98			6,165.22		8,067,284.20	0.772%
Revenue Fund	617.01			0.47		617.48	0.772%
Debt Service Reserve Fund	10,717,537.69	0.00	0.00	8,196,88	2.266.886.19	39.598.177.14	0.772%
-							
Amount in TexStar Operating Fund	1,155,605.75			754.78	601,215.84	555,144.69	0.772%
Fidelity Money Market Fund							
-Operating Fund	581,534.21	400,000.00		372.94		981,907.15	0.420%
-Additional Projects Fund	0.00	896,137.67		15.88	894,609.47	1,544.08	0.420%
-Construction Fund	49,356.84	1,370,748.52		60.83	1,420,166.19	0.00	0.420%
-Debt Service Fund	3,735,550.19	619,958.33		2,737.90	3,719,750.00	638,496.42	0.420%
-Subordinate Lien DS Fund	7,861.89			6.29		7,868.18	0.420%
-TxDOT Grant Fund	1,068,989.51			1,637.09		1,070,626.60	0.420%
-Renewal and Replacement	41,512.72			862.42		42,375.14	0.420%
- Revenue Fund	769,981.34	1,321,221.76	103.2	496.43	1,097,055.78	994,643.75	0.420%
-General Fund	1,039,658.36	19,835.81		654.42		1,060,148.59	0.420%
-Debt Service Reserve Fund	225,351.99	2,876,000.00		22,487.55		3,123,839.54	0.420%
11.	7,519,797.05	7,503,902.09	0.00	29,331.75	7,131,581.44	7,921,449.45	
Money Market Fund-payroll	55,391.57	106,000.00		0.84	159,904.58	1,487.83	0.100%
Certificates of Deposit Total in Pools	7,475,000.00	0.00	0.00	31.864.84	2,876,000.00	4,599,000.00	
Total in Money Market	7,575,188.62	7,609,902.09		29,332.59	7,291,486.02	7,922,937.28	
Total in Fed Agencies	0.00	0.00	0.00	0.00	0.00	0.00	
Total Invested	58.039.747.64	7.609,902.09	00'0	61.197.43	13.035,588.05	52.675.259.11	

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

William Chapman, CFO

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			Yield to			Jan 09	O	Cummulative	Cum	Cummulative	
Barre	CUSIP #	COST	Maturity	Purchased	Matures	Interest	Ξ	nterest Earned		Interest Received	FUND
First Trust Bank	33732NAP0	100,000	3.25%	5/21/2008	5/21/2009	\$ 276.03	3 8	2,257.78	49	2,202.90	Renewal and Replacement
Merrick Bank	59012YRW9	100,000	3.30%	5/21/2008	5/21/2009	\$ 280.57	2 5	2,305.62			Renewal and Replacement
Canmark Bank	140653UQ7	100,000	3.30%	5/21/2009	5/21/2009	\$ 280.57	7 5	2,305.62			Renewal and Replacement
Farmers & Merchants Bank	308680AJ6	100,000	3.30%	5/23/2008	5/23/2009	\$ 280.27	5 4	2,545.34	44	2,209.95	Renewal and Replacement
Centennial Bank	30943UBX5	99,000	3.25%	9/4/2008	5/4/2008	\$ 273.27	\$ 1	1,307.82	s	1,075.44	Renewal and Replacement
Cathay Bank	149159DV4	100,000	3.40%	6/13/2008	6/12/2009	\$ 288.67	5 7	2,173.88			TxDOT Grant Fund
Wright Exp Ein Serv	98233PNY9	100,000	3.35%	6/13/2008	6/12/2009	\$ 284.35	55	2,141.40			TxDOT Grant Fund
First National Bank	32115CAW8	100,000	3.35%	6/18/2008	6/18/2009	\$ 284.19	9	2,084.48			TxDOT Grant Fund
Firstrity Bank	33765PCS7	100,000	3.35%	6/12/2008	6/12/2009	\$ 284.52	32 \$	2,131.60	69	1,964.10	TxDOT Grant Fund
CO Dank	78391TCXF	100,000	3.35%	6/13/2008	6/13/2009	\$ 284.52	52 \$	2,131.60	45	1,964.10	TxDOT Grant Fund
100000000000000000000000000000000000000	AAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAA	000,001	3.35%	6/17/2008	6/17/2009	\$ 284 22	20	2.093.97	Ē		TxDOT Grant Fund
Horicon Bank	440004C	000,000	2 25.00	874272008	6/12/2009	284 35	4	2 141 40			TxDOT Grant Fund
New South Savings Bank	6488015A1	000,001	0.0070	0/12/2000	012/2003	4000	9 6	2,141,40		1 064 10	Typo T Grant Find
Oregon Community Bank	68583TCD8	100,000	3.35%	6/18/2008	6/18/2009	\$ 284.52	7 5	2,075.77	A (1,304.10	TXDOI Grant Fund
Capital Bank	14056MCC7	100,000	3.35%	6/18/2008	6/18/2009	\$ 284.52	22	2,075.77	n (1,964.10	IXDOI Grant Fund
New Century Bank	64353PDU4	100,000	3.40%	6/18/2008	6/18/2009	\$ 288.77	2	2,102.65	vs	1,989.32	IXDOI Grant Fund
United FSB Bank	06651NAW8	100,000	3.20%	7/11/2008	1/12/2009	\$ 110.30	30	MA	MATURED		Senior Lien Debt Service Reserve
Viking Community Bank	92676MBR1	100.000	3.10%	7/16/2008	1/16/2009	\$ 142.73	23	MA	MATURED		Senior Lien Debt Service Reserve
Midfiret Bank	59740I V84	100,000		7/16/2008	1/16/2009	\$ 142.26	92	MA	MATURED		Senior Lien Debt Service Reserve
Dandolph Bank and Truet	75237NAH9	100,000		7/16/2008	1/16/2009	\$ 142.73	73	MA	MATURED		Senior Lien Debt Service Reserve
Commission Mark Book	2044EOCN7	100,000	3 10%	7/16/2008	1/16/2009	\$ 142.73	23	MA	MATURED		Senior Lien Debt Service Reserve
Community West Bally	200000000000000000000000000000000000000	0000	2 4 50/	714612008	4/46/2009	CAAAA	12	DIM	MATHRED		Senior Lien Debt Service Reserve
Montgomery Bank SA	513116AV0	100,000	0,10%	714612000	4/46/2009	44503	1 6	D.M.	MATHED		Debt Service
Quad City Bank	74/313AU3	000,001	5.10%	7110/2000	1/10/2003	9 4	2 0	0.00	CHOILE AND LAND LESS OF THE PERSON NAMED IN COLUMN TWO IN		Lion Dobt Sorvice
Cascade Bank	147352DJ4	100,000	3.15%	7/16/2008	1/16/2009	145.03	2 6	MA	TIDED		Lien Debt Service
Washington Trust bank	940615FB8	100,000	3.15%	7/16/2008	1/16/2009	\$ 145.03	23	MA	MATURED		Senior Lieu Debt Service Reserve
FirstBank	337629VW6	100,000	3.20%	7/16/2008	1/16/2009	\$ 147.34	34	MA	MATURED		Senior Lien Debt Service Reserve
GE Capital Financial	36160WBK4	100,000	3.20%	7/16/2008	1/16/2009		23	MA	MATURED		Senior Lien Debt Service Reserve
NY Community Bank	649447NPO	100,000	3.20%	7/16/2008	1/16/2009	\$ 146.58	28	MA	MATURED		Senior Lien Debt Service Reserve
State Bank	856283HW9	100,000	3.20%	7/16/2008	1/16/2009	\$ 146.58	28	MA	MATURED		Senior Lien Debt Service Reserve
Paragon Bank and Trust	69911NCQ3	100,000	3.15%	7/17/2008	1/20/2009	\$ 179.67	29	MA	MATURED		Senior Lien Debt Service Reserve
Washington Mutual Bank	939371NZ9	100,000	3.25%	7/17/2008	1/16/2009	\$ 148.97	26	MA	MATURED		Senior Lien Debt Service Reserve
Central Bank	152526CY3	98,000	3.10%	7/18/2008	1/20/2009	\$ 173.16	16	MA	MATURED		Lien Debt Service
Madison County Bank	55677LAU3	98,000	3.10%	7/18/2008	1/20/2009	\$ 173.40	40	M	MATURED		Lien Debt Service
Ranier Pacific Bank	75087WCS4	98,000	3.15%	7/18/2008	1/16/2009	\$ 142.37	37	/W	MATURED		Senior Lien Debt Service Reserve
Heritage Community Bank	42723UBA8	98,000	3.15%	7/18/2008	1/20/2009	\$ 176.20	20	M/	MATURED		Senior Lien Debt Service Reserve
Syringa Bank	87182PBJ9	100,000	3.20%		1/20/2009	\$ 182.12	12	M/	MATURED		Senior Lien Debt Service Reserve
Security Bank and Trust	813788BL9	98,000	3.15%	7/21/2008	1/21/2009	\$ 187.97	26	M/	MATURED		Senior Lien Debt Service Reserve
Patriot State Bank	703375AE5	98,000	3.10%	7/23/2008	1/23/2009	43	98	M/	MATURED		
Williamsburg FNB	969555CA7	98,000	3.10%	7/23/2008	1/23/2009	\$ 198.95	98	M	MATURED		Senior Lien Debt Service Reserve
First South Bank	33644DAC8	98,000	3.10%	-	_	us	98	M	MATURED		Senior Lien Debt Service Reserve
Signature Bank	82669LCC5	98,000	3.15%	7/23/2008	1/23/2009	\$ 202.16	16	M	MATURED		Senior Lien Debt Service Reserve
Bank of Florida SW	06425CBX4	98,000	3.15%	7/23/2008	1/23/2009	\$ 202.16	16	M	MATURED		Senior Lien Debt Service Reserve
Florida Ft Lauderdale Bank	062131CJ4	98,000	3.15%	7/23/2008	1/23/2009	\$ 202.16	16	M	MATURED		Senior Lien Debt Service Reserve
National Bank of Commerce	63336PBC0	98,000	3.15%	7/23/2008	1/23/2009	\$ 202.16	16	M	MATURED		Senior Lien Debt Service Reserve
Corefirst Bank	21871AAK5	100,000	3.15%	7/25/2008	1/26/2009	\$ 232.84	84	M	MATURED		
Regions Bank	CDRB12282	100,000	3.70%	10/1/2008	2/4/2009	\$ 314.24			\$	932.59	
Regions Bank	CDRB12290	3,000,000	3.23%	10/1/2008	6/30/2009	\$ 8,229.86		\$ 24,424.11	\$	24,424.11	TxDOT Grant Fund
							1			00000	l•
		7,475,000.00	Profession and Profes			17,636.97	18.	57,231.39	68	40,690.71	-1



Monthly Newsletter - January 2009

Performance

As of January 31, 2009

Current Invested Balance \$5,676,377,612.45 Weighted Average Maturity (1) 47 Days Weighted Average Maturity (2) 73 Days 1.000683 Net Asset Value 667 Total Number of Participants Management Fee on Invested Balance 0.05%* Interest Distributed \$4,251,214,48 \$226,020.59 Management Fee Collected 1.25% % of Portfolio Invested Beyond 1 Year Standard & Poor's Current Rating AAAm

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

January Averages

Average Invested Balance	\$5,283,039,246.79
Average Monthly Yield, on a simple basis	0.9005%
Average Weighted Average Maturity (1)*	50 Days
Average Weighted Average Maturity (2)*	78 Days

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

- (1) This weighted average maturity calculation uses the SEC Rule 2a-7 definition for stated maturity for any floating rate instrument held in the portfolio to determine the weighted average maturity for the pool. This Rule specifies that a variable rate instrument to be paid in 397 calendar days or less shall be deemed to have a maturity equal to the period remaining until the next readjustment of the interest rate.
- (2) This weighted average maturity calculation uses the final maturity of any floating rate instruments held in the portfolio to calculate the weighted average maturity for the pool.
 - * The maximum management fee authorized for the TexSTAR Cash Reserve Fund is 12 basis points. This fee may be waived in full or in part in the discretion of the TexSTAR co-administrators at any time as provided for in the TexSTAR Information Statement.

New Participants

We would like to welcome the following entities who joined the TexSTAR program in January 2009:

★ City of Sweetwater

★ Ingram ISD

★ Harris County MUD 365

Holiday Reminder

In observance of the *President's Day holiday*, *TexSTAR will be closed on Monday, February 16, 2009.* All ACH transactions initiated on Friday, February 13th, will settle on Tuesday, February 17th.

Economic Commentary

The effects of the financial crisis extended rapidly through the broader economy in January, with large numbers of layoffs announced and economists revising down growth estimates across many sectors of the economy. Forecasts are projecting longer and more painful paths toward economic recovery as data have shown precipitous drops in consumer confidence, employment, housing and business investment.

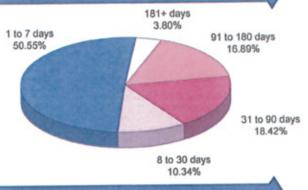
The consumer continues to be battered by the onslaught of broad-based job uncertainty, as well as falling equity prices, declining house prices and reduced credit availability. A record number of people have filed for continuing unemployment claims insurance in January, exceeding 4.75 million, which has had a dampening effect on consumer spending. Personal savings rates rose to 3.6% in December from 0.8% in August. There has been an acceleration in house price declines as foreclosure-induced sales now make up approximately 45% of existing home sales. Businesses appear no more confident than consumers and are scaling back equipment investment wherever possible, resulting in some of the lowest spending levels since 1958. Treasuries lost ground in January as concerns about rising supply and the Fed's ambiguity surrounding its potential purchases of long-term Treasuries contributed to the sell-off. Treasury yields rebounded from year-end, with the yield of the three-month Tbill up 15 bps ending at 0.23%.

Unemployment is expected to continue to rise through Q2 2010 and exceed 8.4%. However, given the spectrum of government interventions and their possible outcomes, the risks towards experiencing persistent deflation are low. As the Fed has acknowledged in its statements, the fed funds target rate is anticipated to remain on hold at its low level for the foreseeable future. Particularly important to the trajectory of the economy over the next quarters will be the form taken by the tremendous government actions. The manner in which the government can efficiently restore consumer and businesses confidence and shore up bank and household balance sheets will control the speed at which the economy recovers.

This information is an excerpt from an economic report dated January 2009 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

Information at a Glance

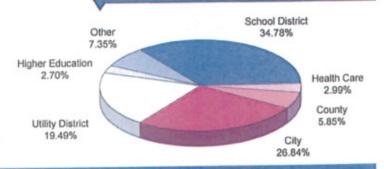
Portfolio by Type of Investment As of January 31, 2009



Distribution of Participants by Type As of January 31, 2009



Portfolio by Maturity As of January 31, 2009



Performance

Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
Jan 09	0.9005%	\$ 5,676,377,612.45	\$ 5,680,297,695.81	1.000683	50	78	667
Dec 08	1.3793%	4,993,884,782.18	4,999,322,863.96	1.001075	48	81	664
Nov 08	1.5651%	4,516,705,034.64	4,520,414,835,22	1.000821	37	76	663
Oct 08	1.7825%	4,653,785,653.26	4,652,712,677.18	0.999727	39	82	659
	2.2986%	5,252,346,054.07	5.248.471.023.31	0.999262	34	81	650
Sep 08	2.2120%	4,936,314,476.42	4,933,265,676.60	0.999370	36	87	647
Aug 08 Jul 08	2.1874%	5,328,247,286.85	5,325,742,811.75	0.999529	30	84	643
Jul 08 Jun 08	2.2467%	5,450,912,795.58	5,448,966,529.06	0.999642	31	86	637
	2.2194%	5,893,819,751.64	5,893,907,633.72	1.000013	28	87	627
May 08	2.4396%	6,349,528,618.20	6,349,341,491.76	0.999970	21	82	623
Apr 08	2.4390%	6,635,062,776.30	6,636,736,509.65	1.000252	17	82	616
Mar 08		6,294,186,095.49	6,296,863,425.91	1.000401	17	82	609
Feb 08 Jan 08	3.4224% 4.2033%	5,919,661,192.90	5,923,891,294.00	1.000714	22	80	603

Portfolio Asset Summary as of January 31, 2009

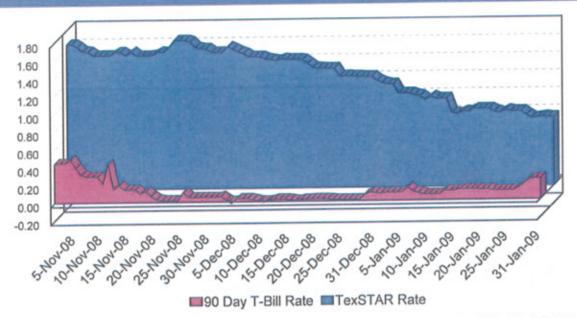
	Book Value	Market Value
Uninvested Balance	\$ 125.12	\$ 125.12
Accrual of Interest Income	7,062,533.22	7,062,533.22
Interest and Management Fees Payable	(4,276,600.97)	(4,276,600.97)
Payable for Investment Purchased	0.00	0.00
Repurchase Agreements	1,927,992,000.00	1,927,992,000.00
Government Securities	3,745,599,555.08	3,749,519,638.44

Total \$ 5,676,377,612.45

\$ 5,680,297,695.81

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

TexSTAR versus 90-Day Treasury Bill



This material is for information purposes only. This information does not represent an offer to buy or sell a security. The above rate information is obtained from sources that are believed to be reliable; however, its accuracy or completeness may be subject to change. The TexSTAR management fee may be waived in full or in part at the discretion of the TexSTAR co-administrators and the TexSTAR rate for the period shown reflects waiver of fees. This table represents investment performance/return to the customer, net of fees, and is not an indication of future performance. An investment in the security is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the issuer seeks to preserve the value of an investment at \$1.00 per share, it is possible to lose money by investing in the security information about these and other program details are in the fund's information Statement which should be read carefully before investment at \$1.00 per share, it is possible to lose money by investing in the security information statement and other program details are in the fund's information statement which should be read carefully before investment and the 50-Day Treasury Bill ("T-Bill Yield") is shown for comparative purposes only. When comparing the investment returns of the TexSTAR pool to the T-Bill Yield, you should know that the TexSTAR pool consist of allocations of specific diversified securities as detailed in the respective information Statements. The T-Bill Yield is taken from Bloomberg Finance L.P. and represents the daily closing yield on the then current 90-day T-Bill.

Daily Summary for January 2009

	NAME AND ADDRESS OF THE OWNER, WHEN	All the second s		Control of the Contro	10,000,000	
Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
1/1/2009	1.1607%	.000031800	\$4,993,884,782.18	1.001075	47	73
1/2/2009	1.0567%	.000028950	\$4,987,727,283.95	1.001068	46	72
1/3/2009	1.0567%	.000028950	\$4,987,727,283.95	1.001068	46	72
1/4/2009	1.0567%	.000028950	\$4,987,727,283.95	1.001068	46	72
1/5/2009	1.0348%	.000028351	\$5,099,773,025.31	1.000934	45	70
1/6/2009	1.0220%	.000028001	\$5,096,907,597.00	1.000988	45	70
1/7/2009	0.9794%	.000026832	\$5,161,874,852.09	1.000979	45	73
1/8/2009	1.0190%	.000027917	\$5,072,706,160.79	1.001085	52	83
1/9/2009	0.9943%	.000027240	\$5,205,354,930.62	1.001089	49	81
1/10/2009	0.9943%	.000027240	\$5,205,354,930.62	1.001089	49	81
1/11/2009	0.9943%	.000027240	\$5,205,354,930.62	1.001089	49	81
1/12/2009	0.8310%	.0000272768	\$5,292,980,477.44	1.001086	54	82
1/13/2009	0.8188%	.000022433	\$5,299,536,416.74	1.001089	55	83
1/14/2009	0.8449%	.000022149	\$5,254,195,340.77	1.001094	55	83
1/15/2009	0.8417%	.000023061	\$5,318,587,745.20	1.001085	53	82
1/16/2009	0.8747%	.000023964	\$5,272,299,419.80	1.000980	52	80
1/17/2009	0.8747%	.000023964	\$5,272,299,419.80	1.000980	52	80
1/18/2009	0.8747%	.000023964	\$5,272,299,419.80	1.000980	52	80
1/19/2009	0.8747%	.000023964	\$5,272,299,419.80	1.000980	52	80
1/20/2009	0.8393%	.000022994	\$5,209,157,603.65	1.000975	52	80
1/21/2009	0.8259%	.000022627	\$5,332,165,536.14	1.000911	50	80
1/22/2009	0.8566%	.0000223469	\$5,333,504,375.88	1.000869	51	80
1/23/2009	0.8434%	.000023106	\$5,393,402,555.84	1.000787	50	78
1/24/2009	0.8434%	.000023106	\$5,393,402,555.84	1.000787	50	78
1/25/2009	0.8434%	.000023106	\$5,393,402,555.84	1.000787	50	78
1/26/2009	0.7978%	.000023166	\$5,489,994,181.26	1.000775	50	78
1/27/2009	0.7656%	.000020974	\$5,517,751,244.33	1.000771	51	78
1/28/2009	0.7714%	.000020374	\$5,566,041,449.29	1.000744	50	77
1/29/2009	0.7802%	.000021104	\$5,533,748,647.05	1.000729	50	76
1/30/2009	0.7724%	.000021374	\$5,676,377,612.45	1.000683	47	73
1/31/2009	0.7724%	.000021162	\$5,676,377,612.45	1.000683	47	73
Average	0.9005%	.000024671	\$5,283,039,246.79		50	78

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



TexSTAR Board Members

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