RESOLUTION NO. 20-088

APPROVING AN INTERLOCAL AGREEMENT TO PROVIDE TRANSPONDER TRANSACTION PROCESSING SERVICES TO THE CAMERON COUNTY REGIONAL MOBILITY AUTHORITY

WHEREAS, by Resolution No. 11-137, dated on December 7, 2011, the Board approved an interlocal agreement with the Cameron County Regional Mobility Authority ("CCRMA") under Chapter 791 of the Texas Government Code and Section 370.033 of the Transportation Code by which the Mobility Authority provided toll processing and collection services to CCRMA; and

WHEREAS, the current interlocal agreement with CCRMA expired on June 30, 2020; and

WHEREAS, CCRMA has requested that the Mobility Authority continue providing them transponder transaction processing services; and

WHEREAS, the Executive Director and CCRMA have negotiated a new interlocal agreement whereby the Mobility Authority would continue providing transponder transaction processing services to CCRMA with all costs associated with the services to be borne by CCRMA, including a proportionate share of the annual interoperability hub software and hardware maintenance costs; and

WHEREAS, the Executive Director recommends that the Board approve the proposed interlocal agreement with CCRMA in the form or substantially the same form attached hereto as <u>Exhibit A</u>.

NOW THEREFORE, BE IT RESOLVED that the Board hereby approves the proposed interlocal agreement with CCRMA to continue providing transponder transaction processing services and authorizes the Executive Director to finalize and execute the interlocal agreement on behalf of the Mobility Authority in the form or substantially the same form as Exhibit A hereto.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by:

Geoffrey Petrov, General Counsel

Robert W Jenkins Jr (Dec 16, 2020 11:41 CST)

Approved:

Robert W. Jenkins, Jr. Chairman, Board of Directors

Exhibit A

INTERLOCAL AGREEMENT

THIS INTERLOCAL AGREEMENT (the "Agreement") is made and entered into effective as of the 1st day of July 2020, by and between the CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY ("CTRMA") and the CAMERON COUNTY REGIONAL MOBILITY AUTHORITY ("CCRMA"), political subdivisions of the State of Texas (collectively, the "Parties").

WITNESSETH:

- WHEREAS, the CTRMA is a regional mobility authority created pursuant to the request of Travis and Williamson Counties and operating pursuant to Chapter 370 of the Texas Transportation Code (the "RMA Act") and 43 Tex. Admin. Code §§ 26.1 *et seq.* (the "RMA Rules"); and
- **WHEREAS**, the CCRMA is a regional mobility authority created pursuant to the request of Cameron County and operating pursuant to the RMA Act 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**, Section 370.033 of the RMA Act provides that a regional mobility authority may enter into contracts or agreements with another governmental entity; and
- **WHEREAS**, the CCRMA currently operates the SH 550 Toll Project in Cameron County, Texas; and
- **WHEREAS**, the CCRMA is in need of transponder-based toll transaction processing services related to the SH 550 Toll Project and other future transportation projects that may need transponder-based toll transaction processing services; and
- **WHEREAS**, the CTRMA is a party to the Central United States Interoperability Agreement (the "Interoperability Agreement"), through which toll transactions on various tolled facilities throughout the state are processed and credited to the operator of the facility on which the transaction occurred; and
- WHEREAS, CTRMA entered into an "Agreement for Transponder-Based Transaction Processing" with Kapsch TrafficCom USA, Inc. ("Kapsch") dated April 27, 2005 to perform transponder-based transaction processing (the "Kapsch Agreement") which was subsequently amended to allow for the provision of services to other regional mobility authorities; and
- WHEREAS, CCRMA has requested that the transponder-based transaction processing performed for CTRMA under the Kapsch Agreement also be performed for CCRMA; and
- WHEREAS, in addition to securing performance of transponder-based transaction processing for its benefit under the Kapsch Agreement the CCRMA desires that electronic toll

collection transactions related to use of CCRMA facilities be processed through the Interoperability Agreement through CTRMA; and

WHEREAS, the Parties have agreed that it would be to their mutual benefit for the CTRMA to seek performance under the Kapsch Agreement for the benefit of the CCRMA and to provide for processing of CCRMA's transactions through the Interoperability Agreement;

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the undersigned Parties agree as follows:

I. FINDINGS

Recitals. The recitals set forth above are incorporated herein for all purposes and are found by the Parties to be true and correct. It is further found and determined that the Parties have authorized and approved the Agreement by resolution or order adopted by their respective governing bodies, and that this Agreement will be in full force and effect when approved by each party.

II. ACTIONS

- 1. Provision of Services. Subject to the terms of this Agreement, the CTRMA and/or its consultants shall facilitate the CCRMA's utilization of the resources and services provided under (i) the Kapsch Agreement; (ii) the Central United States Interoperability Agreement; and (iii) any amendments or successor agreements, in connection with the provision of transponder-based transaction processing for the SH 550 Toll Project and any other CCRMA transportation projects.
- **Enforcement of Kapsch Agreement and Transponder-Based Transaction Processing.** The CTRMA has the right to seek performance under the Kapsch Agreement as it relates to transponder-based transaction processing services and enforce the terms of the agreement as it relates to CCRMA transactions. If at any time during the term of this Agreement CCRMA finds that Kapsch is not complying with the terms of the Kapsch Agreement as it relates to CCRMA transponder-based transaction processing, the CCRMA may provide written notification to CTRMA of the nature of the non-compliance and the necessary corrective action. Upon receipt of such notification, CTRMA shall, on CCRMA's behalf and in a timely manner, use the remedies available in the Kapsch Agreement to enforce the agreement and to demand that Kapsch take corrective action. In the event CCRMA believes it has been damaged and is owed compensation or other relief by Kapsch, CTRMA shall cooperate with CCRMA to assert such claims on CCRMA's behalf. To the extent there are any third-party expenses associated with the pursuit of claims or remedial action for the benefit of CCRMA, CCRMA shall pay such expenses provided that such expenses and/or the retention of third parties in connection with such efforts is approved by CCRMA, in writing. It is CCRMA's obligation to monitor Kapsch's performance under the Kapsch Agreement as it relates to CCRMA transponder-based transaction processing, and CTRMA shall have no liability for lost revenue or other losses due to Kapsch's failure to perform.

3. Transponder-based Transactions. CTRMA shall submit transponder-based transactions on CCRMA facilities to the Central United States Interoperable Hub (or any subsequent hub established for transaction processing). The Scope of Services associated with transponder-based transaction processing provided for hereunder is set forth on <u>Attachment "A"</u>; and the fees for such services are set forth on <u>Attachment "B"</u>.

Payments due to CCRMA under this Agreement shall be made to the CCRMA via wiring instructions provided by the CCRMA to CTRMA Finance department.

4. Associated Expenses. CTRMA is periodically assessed certain maintenance, hardware, and software costs, third party audit costs, required testing costs and host server processing enhancements costs as a party to the Interoperability Agreement. Such costs are borne by all of the parties to that agreement based on the relative volume of transactions processed for each party in relation to the total volume of transactions processed by the Central United States Interoperable Hub. Because costs are charged to CTRMA as a result of CCRMA's transactions, CCRMA shall reimburse CTRMA for the portion of CTRMA's costs that are attributable to the proportional volume of CCRMA's transactions. The calculation will be based on CCRMA transactions for the previous calendar year.

In the event CCRMA becomes a direct party to the Interoperability Agreement or the Central United States Interoperable Hub, the parties agree to amend this Agreement as necessary to accommodate the change.

III.

GENERAL AND MISCELLANEOUS

- 1. Term and Termination. Subject to the following, this Agreement shall be effective as of the date first written above and shall continue in force and effect until August 31, 2023. The term of the Agreement may be extended by written agreement of the Parties. Notwithstanding the foregoing:
 - a. if the Kapsch Agreement is terminated, this Agreement shall terminate on the same day that the Kapsch Agreement terminates. CTRMA shall give the CCRMA written notice of the termination within five (5) business days of the termination;
 - i. Notwithstanding Article III, Section 1(a), in the event that CTRMA enters into a substantially similar agreement with another vendor, CTRMA agrees in principle with entering into a new agreement to continue providing services to the CCRMA, if possible.
 - b. either party may terminate this Agreement in the event of a material breach of its terms, which may include, but is not limited to, failure to make timely payments of amounts owed and failure of the Services to be provided in accordance with this Agreement, provided that the party seeking to terminate the Agreement has provided written notice to the other of the alleged default and the default has not been cured within thirty (30) days of receipt of such notice; or

- c. either party may terminate this Agreement upon ninety (90) days written notice to the other.
- 2. Prior Written Agreements. This Agreement is without regard to any and all prior written contracts or agreements between the Parties regarding any other subject matter and does not modify, amend, ratify, confirm, or renew any such other prior contract or agreement between the Parties.
- **3. Other Services**. Nothing in this Agreement shall be deemed to create, by implication or otherwise, any duty or responsibility of either of the Parties to undertake or not to undertake any other service, or to provide or not to provide any service, except as specifically set forth in this Agreement or in a separate written instrument executed by both Parties.
- **4. Governmental Immunity**. Nothing in this Agreement shall be deemed to waive, modify, or amend any legal defense available at law or in equity to either of the Parties nor to create any legal rights or claims on behalf of any third party. Neither of the Parties waives, modifies, or alters to any extent whatsoever the availability of the defense of governmental immunity under the laws of the State of Texas and of the United States.
- **5. Amendments and Modifications**. This Agreement may not be amended or modified except in writing and executed by both Parties to this Agreement and authorized by their respective governing bodies.
- 6. Severability. If any provision of this Agreement shall be held invalid or unenforceable by any court of competent jurisdiction, such holding shall not invalidate or render unenforceable any other provision hereof, but rather this entire Agreement will be construed as if not containing the particular invalid or unenforceable provision(s), and the rights and obligations of the Parties shall be construed and enforced in accordance therewith. The Parties acknowledge that if any provision of this Agreement is determined to be invalid or unenforceable, it is their desire and intention that such provision be reformed and construed in such a manner that it will, to the maximum extent practicable, give effect to the intent of this Agreement and be deemed to be validated and enforceable.
- 7. **Execution in Counterparts**. This Agreement 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 first written above, when both 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 Agreement by their officers thereunto duly authorized.

	TRAL TEXAS REGIONAL BILITY AUTHORITY
Ву:	Mike Heiligenstein Executive Director
_	IERON COUNTY HONAL MOBILITY AUTHORITY
By:	Pete Sepulveda, Jr. Executive Director

ATTACHMENT "A"

SCOPE OF SERVICES-TRANSPONDER TRANSACTIONS

The Scope of Services may include, but not be limited to, the following tasks on behalf of the CCRMA:

- 1. The CTRMA shall submit transponder-based transactions to the Central United States Interoperable Hub, in accordance with the approved interoperable business rules and interface control documents.
- 2. The CTRMA shall process all transactions subject to this Agreement and from specified in-lane toll collection systems in Cameron County, Texas, and such transactions shall be processed in accordance with the agreed to business rules, policies, and procedures.
- 3. The CTRMA shall collect and distribute to the CCRMA toll funds collected on behalf of the CCRMA within two weeks after the CTRMA has received funds due from the last of the other toll agencies remitting funds for CTRMA and/or CCRMA transactions for the preceding month.
- 4. The CTRMA shall provide timely assistance to the CCRMA in properly reconciling the payments from CTRMA to CCRMA.
- 5. The CTRMA shall make a good faith effort to include the CCRMA in the review of toll transaction processing agreements that affect the processing of CCRMA transactions or may result in a change to the toll transaction fee structure or performance measures.
- 6. Either directly or through access to consultant-provided systems and reports, the CTRMA shall make all reasonable efforts to provide to the CCRMA the same access to information and reports that the CTRMA requires to audit, reconcile, or resolve customer service or financial related matters related to electronic toll transactions.
- 7. CTRMA shall make all reasonable efforts to provide to the CCRMA the same ownership of toll transaction related information that the CTRMA is afforded through their consultant agreements.
- 8. Per Article II.3 (Transponder-Based Transactions) and II.4 (Associated Expenses) of the Agreement, CCRMA will reimburse CTRMA for a proportional share of certain actual costs incurred as a party to the Interoperability Agreement.

ATTACHMENT "B"

TRANSPONDER-BASED TRANSACTION FEE SCHEDULE

Transactions submitted to the Central United States Interoperable Hub through CTRMA shall be processed at a cost of \$0.05 + 3% of the toll for each transaction or a minimum of \$0.08 as prescribed in the Central United States Interoperability Agreement. These fees will be deducted from the amounts due to CCRMA.

RESOLUTION NO. 20-089

APPROVING SUPPLEMENT NO. 1 TO WORK AUTHORIZATION NO. 17 WITH KAPSCH TRAFFICCOM USA, INC. FOR THE INSTALLATION OF ADDITIONAL HARDWARE FOR THE 183A INTELLIGENT TRANSPORTATION SYSTEM RETROFIT PROJECT

WHEREAS, by Resolution No. 19-012, dated March 27, 2019, the Board approved Work Authorization No. 17 with Kapsch TrafficCom USA Inc. (Kapsch) to retrofit the intelligent transportation system (ITS) on 183A Phases I & II consistent with technology on the 290 East, MoPac North, SH 71 and SH 45SW corridors in order to provide better traffic management, incident response and communication with area stakeholders; and

WHEREAS, the Mobility Authority requires the installation of additional hardware including additional cameras and microwave vehicle detectors for the 183A ITS Retrofit Project; and

WHEREAS, the Executive Director has developed proposed Supplement No. 1 to Work Authorization No. 17 with Kapsch in an amount not to exceed \$548,195.78 for the installation of additional ITS hardware, including two (2) dynamic message signs and an advanced incident detection system on the 183A corridor; and

WHEREAS, the Executive Director recommends that the Board approve Supplement No. 1 to Work Authorization No. 17 with Kapsch TrafficCom USA Inc. in the form or substantially the same form attached hereto as Exhibit A.

NOW THEREFORE, BE IT RESOLVED, that the Board approves Supplement No. 1 to Work Authorization No. 17 in an amount not to exceed \$548,195.78 for the installation of additional ITS hardware on the 183A corridor; and

BE IT FURTHER RESOLVED that the Board authorizes the Executive Director to finalize and execute Supplement No. 1 to Work Authorization No. 17 with Kapsch TrafficCom USA Inc. on behalf of the Mobility Authority and in the form or in substantially the same form attached hereto as <u>Exhibit A</u>.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by: Approved:

F Petrov Dec 16, 2020 11:48 CST)

Robert W Jenkins Jr (Dec 16, 2020 11:4:

Geoffrey Petrov, General Counsel

Robert W. Jenkins, Jr.

Chairman, Board of Directors

Exhibit A

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

SUPPLEMENTAL WORK AUTHORIZATION NO. 1 to WORK AUTHORIZATION NO.17

INTELLIGENT TRANSPORTATION SYSTEM (ITS) RETROFIT IMPLEMENTATION

183A ITS RETROFIT PROJECT

THIS SUPPLEMENTAL WORK AUTHORIZATION NO. 1 ("SWA No. 1") TO WORK AUTHORIZATION NO. 17 ("WA No. 17") is made pursuant to the terms and conditions of Article 1 of the GENERAL PROVISIONS, Attachment A, to the original Contract for Toll System Implementation, dated April 27, 2005 (the Contract) entered into by and between the Central Texas Regional Mobility Authority (the "Authority" or "CTRMA"), and Kapsch TrafficCom USA, Inc. (the "Contractor," also referred to in attachments to this SWA No. 1 and WA No. 17 as the "System Integrator" or "SI").

Pursuant to this SWA No. 1, PARTS I and II of WA No. 17 are modified as follows:

PART I. The Scope of Work attached to WA No. 17 as <u>Attachment A</u> is amended to include the following additional services:

- All work required to coordinate with the Authority, General Engineering Consultant, third-party manufactures and subcontractors, and the Roadway Contractor to design, procure (e.g. system hardware and software), install, configure, and test two (2) dynamic message signs (DMS); procure, install, configure test and integrate an advanced incident detection (AID) system, inclusive of thirty-nine (39) Video Detection Fixed Cameras (VDFC) cameras and TrafficVision Software, on Phases 1 and 2 of the 183A corridor.
- All work required to coordinate with the Authority, General Engineering Consultant, thirdparty manufactures and subcontractors, and the Roadway Contractor to construct and
 install any necessary civil infrastructure (e.g. installation of poles for the system, structures
 for DMS, new conduit for power and/or fiber optic communications and installation of
 fiber optic cable and/or power cables) needed to implement the additional ITS
 technologies.

PART II. This SWA No. 1 increases the maximum amount payable under this WA No. 17 by FIVE HUNDRED FORTY-EIGHT THOUSAND ONE HUNDRED NINETY FIVE AND 78/100 DOLLARS (\$548,195.78). The revised maximum amount payable is NINE HUNDRED TWENTY-SIX THOUSAND EIGHT HUNDRED SEVEN AND 92/100 DOLLARS (\$926,807.92).

Intelligent Transportation System (ITS) Retrofit Supplemental Work Authorization No. 1 to Work Authorization No. 17

IN WITNESS WHEREOF, this Supplemental Work Authorization No. 1 to Work Authorization No. 17 is executed in duplicate counterparts and hereby accepted and acknowledged below.

THE CONTRACTOR: Kaps	sch TrafficCom USA, Inc.	
Lel Rely	December 9,	2020
Signature	Date	
Peter Aczel, Vice President	: & General Manager, Centi	ral Region
Typed/Printed Name and Title		
CENTRAL TEXAS REGIO	NAL MOBILITY AUTHOR	ITY
**	ring out the orders, established	lobility Authority for the purpose and policies or work programs heretoforenission.
Signature	Date	_
Mike Heiligenstein, Executive	Director	_
Typed/Printed Name and Title		

LIST OF ATTACHMENTS

Attachment A WA-17 183A ITS Retrofit – Revision 1 (Scope of Work)

Attachment A WA-17 183A ITS Retrofit – Revision 2 (Scope of Work)

Kapsch TrafficCom



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Central Texas Regional Mobility Authority Tracie Brown, Director of Operations 3300 North IH-35, Suite 300 Austin, TX 78705 USA Sender Lisa GaugerPhone 512-435-9697Email Lisa.Gauger@kapsch.netDate 04-December-2020

Re: WA-17 183A ITS Retrofit – Revision 1

Dear Tracie Brown,

Kapsch TrafficCom USA, Inc. ("Kapsch") is pleased to offer this proposal to furnish the Central Texas Regional Mobility Authority ("CTRMA") and ("Customer") for the above referenced project as detailed below in the "Work Included" section, and including referenced attachments.

This proposal and all related materials attached or appended hereto are proprietary and confidential to Kapsch, and submitted solely for the recipient's internal evaluation purposes. Disclosure to any third parties is prohibited without the express written consent of Kapsch, as described further herein.

1. PRICING AND PAYMENT TERMS

The Kapsch price to provide the materials and services described in the 'Work Included' section of this proposal is as follows:

\$548,195.78 (not to exceed)

- A. The price quoted is valid for ninety (90) days and subject to Kapsch's terms and conditions as expressed herein. No other terms and conditions apply unless expressly agreed to in writing by Kapsch.
- B. The above quoted price does not include any bonds, taxes, permits or duties that may be applicable to the proposed scope of work. Delivery is to the Met Center/TMC/work site.
- C. All pricing is in US Dollars.
- D. Net 30 days upon receipt of invoice from Kapsch

Payment Terms will be mutually agreed upon prior to contract execution and documented in writing. It is projected that payment terms will follow the project phasing as described in the Scope of Work below, in addition to mutually agreeable contract terms. Kapsch proposes the following payment milestones for the project:

10% Notice to Proceed (NTP)

25% Equipment Ordered and Received, excluding Corridor DMS

25% Equipment Ordered and Received, Corridor DMS

10% Start of Installation Activities

30% Final System Acceptance



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2. WORK INCLUDED

Kapsch will design, furnish, install, configure, test, and integrate thirty nine (39) Video Detection Fixed Cameras (VDFC) cameras, TrafficVision Software, and two (2) DMS units on the 183A facility. Work includes provision of ITS hardware and software, fiber splice boxes, installing equipment on existing structures, and where applicable new structures.

A. General

The proposed scope of work is applicable to the following project sites:

183A Toll Facility for CTRMA in Austin, TX

B. Scope Description

- 1. Kapsch will design, furnish, install, configure, test, and integrate the stated quantities of ITS devices and infrastructure as stated on 183A.
- 2. See description below in Section C, Statement of Work.

C. Statement of Work

- 1. Procure and install 39 new VDFC cameras. The VDFC cameras will be configured, tested, and integrated into the CTRMA Traffic Management Center.
- 2. Procure, install, configure, and test 2 new DMS units. The DMS units will be integrated into the CTRMA Traffic Management Center.
- 3. Add Automatic Incident Detection (AID) hardware and software to corridor (includes cameras and Traffic Vision software/server & licensing) and integrate into the Traffic Management System.
- 4. Provide installation drawings for the new ITS components outlined above to be installed on this corridor.



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D. Pricing Breakdown

Price Sheet WA-17 183A ITS Retrofit - Revision 1 ITS System Installation/Integration

The below pricing is based on estimates and will be updated once the Purchase Orders are completed.

	Materials / Equipment	Unit Price	Quantity	Cost	10% Markup	Extended Price
1	DVAS/VDFC - CAMERA-HOUSING	\$1,160.00	39	\$45,240.00	\$4,524.00	\$49,764.00
2	VDFC: POE Injector/IR/Brackets/Pole/VI	\$11,356.00	1	\$11,356.00	\$1,135.60	\$12,491.60
3	PowerEdge R730 Server	\$13,793.00	1	\$13,793.00	\$1,379.30	\$15,172.30
4	AID Traffic Vision Software	\$28,400.00	1	\$28,400.00	\$2,840.00	\$31,240.00
5	DMS	\$53,850.00	2	\$107,700.00	\$10,770.00	\$118,470.00
6	CORRIDOR FIELD NETWORK	\$3,238.02	1	\$3,238.02	\$323.80	\$3,561.82
7	CORRIDOR POWER SUPPILES	\$97.50	1	\$97.50	\$9.75	\$107.25
8	ROADSIDE CABINET(S)	\$726.32	2	\$1,452.64	\$145.26	\$1,597.90
9	EQUIPMENT PANEL ASSESORIES	\$1,028.26	1	\$1,028.26	\$102.83	\$1,131.09
10	0	\$0.00	0	\$0.00	\$0.00	\$0.00

Total Hardware \$233,535.96

	Labor		Hr. Contract Rate	Total
1	Software Engineer	160.00	\$157.59	\$25,214.40
2	System/Hardware Engineer	364.00	\$172.52	\$62,797.28
3	Technician	180.00	\$120.90	\$21,762.00
4	Business Analyst	0.00	\$157.59	\$0.00
5	Database Administrator	0.00	\$224.14	\$0.00
6	Documentation Clerk	40.00	\$161.66	\$6,466.40
7	Testing Engineer	8.00	\$171.17	\$1,369.36
8	Network Engineer/Administrator	40.00	\$156.22	\$6,248.80
9	Project Manager	40.00	\$224.14	\$8,965.60

Total Hours: 832.00 Total Labor: \$132,823.84

Subcontractor	Quantity	Cost	10% Markup	Extended Price
Fiber + Fiber install	1	\$20,000.00	\$2,000.00	\$22,000.00
COORIDOR DEVICE INSTALLATIONS	1	\$80,000.00	\$8,000.00	\$88,000.00
Traffic Control	1	\$20,000.00	\$2,000.00	\$22,000.00
0	0	\$0.00	\$0.00	\$0.00
0	0	\$0.00	\$0.00	\$0.00
0	0	\$0.00	\$0.00	\$0.00
0	0	\$0.00	\$0.00	\$0.00
0	0	\$0.00	\$0.00	\$0.00

\$132,000.00 Total Subcontractor

	ODCs / Travel	Quantity	Cost	10% Markup	Extended Price
1	Air Fare	0	\$0.00	\$0.00	\$0.00
2	Mileage		\$0.00	\$0.00	\$0.00
3	Lodging	0	\$0.00	\$0.00	\$0.00
4	Per Diem	0	\$0.00	\$0.00	\$0.00
5	Car Rental	0	\$0.00	\$0.00	\$0.00
6	PM - Other/Misc.	0	\$0.00	\$0.00	\$0.00
7	Warr/Maint - Other/Misc.	0	\$0.00	\$0.00	\$0.00
		_	Total OD	Cs / Travel	\$0.00

PRICE SUMMARY: \$498,359.80 10% PRICING BUFFER: \$49,835.98 NOT TO EXCEED PRICING: \$548,195.78



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E. Preliminary Schedule

- 1. At Notice to Proceed (NTP), or upon approval and authorization by the Authority, Kapsch will initiate the procurement process for the required materials and sensors.
- 2. It is estimated the amended work included in the project revision will be completed in 4-6 weeks after Civil work is completed as noted in the assumptions above, not accounting for weather delays, extended review cycles, or procurement lead time delays.
- 3. An install schedule will be provided for CTRMA's review and approval once a comprehensive civil turnover schedule and NTP are provided to Kapsch.

F. Assumptions for the design revisions:

Original assumptions:

- Assumes the CTRMA Contractor will be responsible for all activities associated with utility relocates and service turn-ons.
- 2. Assumes the CTRMA Contractor will be responsible for all power drops.
- 3. Civil design work to be prepared by others but reviewed by Kapsch. Civil infrastructure included in the Civil Bid Set include:
 - a. All underground Conduit (Trench and Bore)
 - b. All RMC on Existing COSS and OSB that do not have an existing Toll System
 - c. All Ground Boxes
 - d. All Junction Boxes
 - e. Placement of an Existing 40' CCTV Pole onto a new drill shaft
 - f. All Drill Shafts
 - g. All Service Poles with Load Panels and Branch Breakers (as specified by SI)
 - h. All Branch Circuits off the Load Panels to locations that do not have access to existing Toll Power
 - i. Lightning Protection for the 40' CCTV Pole and DMS will be part or the Civil PS&E
- 4. SI will provide the 6' CCTV Poles. SI will provide lightening protection for all CCTV cameras mounted to 6' CCTV Pole

Change Order assumptions:

- 1. CTRMA Consultant added two (2) 3-Line DMS signs to project. Change Order to procure/install/configure/integrate/test. Kapsch will document testing/validation plan in agreement with CTRMA.
- 2. Change Order to add automatic incident detection to corridor (includes VDFC cameras and TrafficVision software/server & licensing).
- 3. Upon completion of testing and TMC integration, maintenance service, repair, and troubleshooting for these new devices will be added to the maintenance contract at an additional cost using the per-device pricing in the outlined in the maintenance contract.
- 4. CTRMA will pay for future recurring data/communication costs and fees associated with this device and software procurement.

Yours Truly,



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3. WORK NOT INCLUDED

The following listing of "Work Not Included" is intended as further clarification regarding Kapsch's proposed offering.

- A. Excludes sealing the TXDOT Standards plan sets.
- B. Performing any configuration, programming and startup of any devices that are not specifically noted in WA #17 or above in the "Work Included" section, unless the additional scope and related fee has been agreed to by CTRMA and Kapsch.
- C. Furnishing any hardware or any additional software unless stated otherwise in the "Work Included" section, unless additional scope and related fee has been agreed to by CTRMA and Kapsch.
- D. Performing any services in the capacity of a licensed Professional Engineer unless specifically stated otherwise in the "Work Included" section.
- E. Providing any submittal data, drawings, manuals, reports, test data or record documentation other than the deliverables listed above in the Work Included section. Installation of any equipment unless stated otherwise in WA #17 or the Work Included section.
- F. Testing of any devices, subsystems, or systems not listed above in the Work Included section.
- G. Any other system not expressly stated in Work Included Section.

Kapsch appreciates this opportunity to submit this proposal. Should you have any questions regarding our proposal, please contact the undersigned at 202-341-2292 or by email at Peter.Aczel@kapsch.net.

Lel Yel	
Peter Aczel	
Vice President & General Manager, Central Region	
Kapsch TrafficCom USA, Inc.	
cc: Lisa Gauger, PM; Tim Duke, MM; Don Hicks, VP	Sales
Acceptance of Scope of Work:	
Kapsch TrafficCom USA, Inc.	Central Texas Regional Mobility Authority
By:	Ву:
Name: Peter Aczel	Name: Mike Heiligenstein
Title: Vice President Delivery & Operation, Central Region	Title: Executive Director
Date: December 10, 2020	Date:

RESOLUTION NO. 20-090

APPROVING AN AGREEMENT WITH MOTOROLA SOLUTIONS, INC. FOR THE INSTALLATION OF AUTOMATIC LICENSE PLATE READER TECHNOLOGY FOR THE MOBILITY AUTHORITY'S HABITUAL VIOLATOR ENFORCEMENT PROGRAM

WHEREAS, by Resolution No. 18-049 dated September 26, 2018, the Central Texas Regional Mobility Authority (Mobility Authority) Board of Directors (Board) amended the Mobility Authority Policy Code to include the additional level of habitual violator enforcement as prescribed by Chapter 372, Texas Transportation Code; and

WHEREAS, by Resolution No. 19-032 dated June 26, 2019, the Board authorized the Executive director to enter into an agreement with GTS Technology Solutions, Inc. for the installation of automated license plate reader technology on the 183A and 290E corridors to support the Mobility Authority's habitual violator enforcement goals; and

WHEREAS, the Mobility Authority now seeks to install additional automated license plate reader technology on the 183 South, 290E and MoPac corridors; and

WHEREAS, the Executive Director has negotiated a scope of work for the installation of automated license plate reader technology on Mobility Authority facilities based on the quote received from Motorola Solutions, Inc. which are attached hereto as Exhibit A and Exhibit B, respectively; and

WHEREAS, Motorola Solutions, Inc. currently provides services to the State of Texas through Texas Department of Information Resources (DIR) Contract No. DIR-TSO-4104; and

WHEREAS, pursuant to Texas Government Code Section 2054.0565, the Mobility Authority may use the DIR contract with Motorola Solutions, Inc. for the installation of automated license plate reader technology without the need to seek competitive bids; and

WHEREAS, the Executive Director recommends entering into an agreement with Motorola Solutions, Inc. for the installation of automatic license plate reader technology in an amount not to exceed \$285,373.05 through their DIR contract.

NOW THEREFORE BE IT RESOLVED that the Board of Directors hereby approves the scope of work and quote from Motorola Solutions, Inc. for the installation of automated license plate reader technology which are attached hereto as <u>Exhibit A</u> and <u>Exhibit B</u>, respectively; and

BE IT FURTHER RESOLVED, that the Executive Director is authorized to enter into an agreement with Motorola Solutions, Inc. in an amount not to exceed \$285,373.05 through their

contract with the Department of Information Resources for the installation of automatic license plate reader technology in support of the Mobility Authority's habitual violator enforcement program.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by:

Geoffrey Petrov, General Counsel

Approved:

Robert W Jenkins Jr (Dec 16, 2020 11:41 CST)

Robert W. Jenkins, Jr. Chairman, Board of Directors

Exhibit A



2385 Oak Grove Parkway

SOW#	TIS-VS-CTRMA-11252020			
PROJECT	PROJECT CTRMA Fixed LPR Project – Phase 2			
CLIENT	NT Vigilant Solutions			
CONTACT	CONTACT Jason Cheshier			
EMAIL jason.cheshier@vigilantsolutions.com				
PHONE				

STATEMENT OF WORK

I. INTRODUCTION

This Statement of Work (SOW) covers the equipment and services to be provided by Trinity Innovative Solutions, LLC. (TIS) for the CTRMA Fixed LPR Project.

All parties mutually agree that TIS has the experience, expertise, and capacity to deliver all equipment and services detailed in this SOW.

II. PURPOSE

TIS understands that the purpose of this project is to deploy multiple Vigilant Reaper fixed LPR cameras for the purpose of capturing license plates and alerting law enforcement to the passage of vehicles that are listed as having excessive toll violations or other criminal wants and/or warrants.

This document will identify the following:

- A. The equipment and services to be supplied by TIS as defined in this SOW.
- B. The proposed timeframe for equipment and services to be delivered.
- C. Specific items the client will be required provide or address to complete the project.

III. OVERVIEW OF WORK TO BE PERFORMED

TIS will be responsible for performing the following work:

- A. All work to be completed within 5 working days.
- B. Provide a project book.
- C. Install and configure 14 Vigilant Reaper fixed LPR cameras. Includes all mounting hardware.
- D. Install and configure 1 edge-of-network LPR processors. Includes installation of 2U NUC shelving units.
- E. Connect LPR cameras and edge server to client network infrastructure.
- F. Perform complete system testing. This includes:
 - 1. Power up.
 - 2. Network connection verification.
 - 3. Cameras are properly aimed.

- 4. Cameras are reading plates in a consistent manner.
- 5. Use test plates to verify system is sending alerts when a positive hit is detected.
- 6. Other testing as required.

IV. EQUIPMENT AND SERVICES LIST

See attached quote.

V. OTHER RESPONSIBILITIES

- 1. Client is responsible for pulling any required cable runs.
- 2. Client is responsible for providing a network infrastructure capable of consistent and reliable transmission of LPR data.
- 3. Client is responsible for providing a bucket truck and operator to support TIS personnel perform installation work.
- 4. Any required Traffic Control Plans or Maintenance of Traffic Plans.
- 5. TIS is responsible for delivery and installation of all equipment purchased by by the client for this project.

VI. OTHER PROVISIONS

If TIS, through no fault of their own, is required to perform services in excess of the allocated 10 working day schedule, the client will be billed at the rate of \$1,000.00 per day.

Exhibit B



Account Manager: Ben Zotyka

2120 W Breaker Lane Suite P

Austin Texas 78758

Date: 11/25/20

Quote#: JAS-1270-01

Contract Number: TX DIR TSO-4101

Prepared For: Greg Mack Ship to Address: Bill to Address:

Phone Number: TBD TBD TBD

Agency: Central Texas Reg Mobility Authority
Customer #:

Item	Qty	Description	Model		List Price	С	ontract Price	Extended
	14	ReaperXD Fixed LPR Camera System VSF-100-RXD	DDN2841A	\$	6,240.00	\$	5,200.00	\$ 72,800.00
		Vigilant Solutions REAPER XD Fixed LPR Camera						
		Varifocal lens for capture up to 120'						
	1	Vigilant LPR Standard Service Package for Hosted/Managed LPR Deployments VSBSCSVC-03	DDN2844A	\$	30,800.00	\$	28,000.00	\$ 28,000.00
	1	Target Alert Svc- LPR Alert Del Software TAS-UL	DDN2844A	\$	-	\$	-	\$ -
	14	Vigilant Start Up and Commissioning "In Field System"	DDN2842A	\$	880.00	\$	800.00	\$ 11,200.00
	14	Extended Warranty years 2-5	DDN2843A	\$	23,100.00	\$	21,000.00	\$ 21,000.00
	1	Installation At Toll Zones	DDN2842A	\$	110,000.00	\$	100,000.00	\$ 100,000.00
	1	All Additional Hardware - Server, Ethernet Switches(qty 5), power supplies (Qty 5), Server Racks (Qty 5), Cabling, Clamps, block Assemblies	DDN2841A	\$	22,456.63	\$	18,713.86	\$ 18,713.86
	1	Additional Services including Engineering, Fixed Cameras(qty 14) and Edge Server Installation	DDN2842A	\$	22,077.00	\$	20,070.00	\$ 20,070.00
				EQ	UIPMENT TOTA	۱L		\$ 271,783.86

Quote Notes:

- 1. All prices are quoted in USD and will remain firm and in effect for 60 days.
- 2. Orders requiring immediate shipment may be subject to a 15% QuickShip fee.



Quote for:

CTRMA (Central TX Regional Mobile Authority)

Attn:

Greg Mack

Reference:

Phase 2 (Qty 14 Cameras)

Quote By:

Jason Cheshier

Date:

11-25-20





Vigilant Solutions, LLC 1152 Stealth Street Livermore, California 94551 (P) 925-398-2079 (F) 925-398-2113



Issued To: CTRMA (Central TX Regional Mobile Authority) Attention: Greg Mack		(Date:	11-25-20	
Project Name:	Phase 2 (Qty 14 C	Cameras)		Quote ID:	JAS-1270-02

PROJECT QUOTATION

We at Vigilant Solutions, LLC are pleased to quote the following systems for the above referenced project:

Qty	Item #	Description		
(14)	VSF-100-RXD	ReaperXD Fixed LPR Camera System		
		Vigilant Solutions High Definition Fixed LPR camera (standard wavelength)		
		Varifocal lens for capture up to 120'		
		Requires Vigilant Intel Box, sold separately		
		Includes Vigilant Solutions Pole Mount		
	Subtotal Price (Excluding sales tax)		TBD	

Qty	Item #	Description		
(5)	VSBSCSVC-03	Vigilant LPR Basic Service Package for Hosted/Managed LPR Deployments		
		Managed/hosted server account services by Vigilant		
		o Includes access to all LEARN or Client Portal and CarDetector software updates		
		Priced per camera per year for 31-60 total camera units		
		Requires new/existing Enterprise Service Agreement (ESA)		
	Subtotal Price (Excluding sales tax)		TBD	

Qty	Item #	Description	
(1)	TAS-UL	Target Alert Service - LPR Alert Delivery Software - Unlimited User	
		 Real Time LPR notification and mapping software sends LPR alerts to any in-network PC Send Alerts over any communication protocol including LAN, WAN, internet wireless, etc. 	
		Server Client software compatible w	ith all Vigilant CDFS applications
Subtotal Price (Excluding sales tax)		ice (Excluding sales tax)	TBD

Qty	Item #	Description	
(14)	SSUPSYS-COM	Vigilant System Start Up & Commissioning of 'In Field' LPR system	
		Vigilant technician to visit customer:	site
		Includes system start up, configuration and commissioning of LPR system	
		 Applies to mobile (1 System) and fixed (1 Camera) LPR systems 	
	Subtotal Price (Excluding sales tax)		TBD

Qty	Item #	Description	
(14)	VS-SHP-02	Vigilant Shipping Charges	
		Applies to each fixed camera LPR System	
		Shipping Method is FOB Shipping	
	Subtotal Pr	ice (Excluding sales tax)	TBD

Qty	Item #	Description	
(1)	KAP_SCVS	Installation of License Plate Recognition (LPR) Cameras at Toll Zones, on the 290E, MOPAC and 183S Roadways for Central Texas Regional Mobility Authority (CTRMA)	
		 Procure and install no more than 9,000 feet of Belden Cat-6 cable, from the ALPR cameras that will be located in the toll zone to each roadside cabinet, and install in existing conduit(s). 	
		 Provision of a separate VLan for the cameras Assist and support the installation of the new server into existing rack space at the TMC Provide for the Maintenance of Traffic (MOT) or lane closures, for the camera installation at the toll zone locations listed below: 	
	Subtotal Price (Excluding sales tax)		TBD

Qty	Item #	Description	
(1)	SERVER-2U RACKMOUNT AMD EPYC	2U AMD EPYC Server. 32-cor AMD proc., 64GB RAM, 2 X M.2 1TB NVM SSD, 4-port GbE Intel I350 LAN adapter, 700W power supply, Windows 10 IoT Ent. 2019 High End, 2 yr Warranty	
Subtotal Price (Excluding sales tax)		ice (Excluding sales tax)	TBD

Qty	Item #	Description	
(5)	SWITCH-5PORT-POE	5-Port Industrial Unmanaged PoE Ethernet Switch.	
	Subtotal Price (Excluding sales tax) TBD		

Qty	Item #	Description	
(5)	CONS-PS-120-12	DIN Rail Mounted 10A 12VDC Power Supply	
Subtotal Price (Excluding sales tax) TBD		TBD	

Qty	Item #	Description	
(5)	TIS-2U-RACK-SHELF	TIS 2U Server Rack Shelf 22.83 x 19.8 x 4.72 inches	
	Subtotal Price (Excluding sales tax)		TBD

	ī	T	
Qty	Item #	Description	
(6)	COM-CBL-ETH-STP- BLU-14FT	SlimRun Cat6A Ethernet Patch Cable - Snagless RJ45, Stranded, S/STP, Pure Bare Copper Wire, 36AW	
Subtotal Price (Excluding sales tax) TBD			TBD
	ī		
Qty	Item #	Description	
(14)	TIS-CLC-KIT	TIS Camera Locking Clamp Assy. Incl and Cap Screw	udes Camera Locking Clamp, Thumb Screw
	Subtotal Pr	ice (Excluding sales tax)	TBD
Qty	Item #	Description	
(14)	ASM-CMB	TIS Camera Mounting Block Assembly	y
•	Subtotal Pr	ice (Excluding sales tax)	TBD
Qty	Item #	Description	
(14)	SVC-LPR-INSTALL	Fixed LPR camera installation. Per ca	mera.
Subtotal Price (Excluding sales tax) TBD			TBD
Qty	Item #	Description	
(1)	SCV-FIELD-LVL2	Installation and testing of edge server.	
	Subtotal Pr	ice (Excluding sales tax)	TBD
Qty	Item #	Description	
(1)	SVC-ENGINEERING	Solution Engineering Services.	
	l Subtotal Pr	ice (Excluding sales tax)	TBD
Qty	Item #	Description	
(1)	TRVL	Travel and Expenses - 5 days on-site	for 2 field technicians.
Subtotal Price (Excluding sales tax) TBD			TBD
	T	T	
Qty	Item #	Description	
(14)	CDFS-4HWW	Fixed Camera LPR System - Extended	l Hardware Warranty - Year 2 through 5
		Fixed LPR System LPR hardware or	omponent replacement warranty
		Applies to 1-Channel hardware system kit	
		 Valid for 4 years from standard warr 	anty expiration

TBD

Subtotal Price (Excluding sales tax)

Quote Notes:

- 1. All prices are quoted in USD and will remain firm and in effect for 60 days.
- 2. Returns or exchanges will incur a 15% restocking fee.
- 3. Orders requiring immediate shipment may be subject to a 15% QuickShip fee.
- 4. 5 year warranty on cameras is an additional \$21,000
- 5. 5 year CLK's on all 14 cameras is an additional \$22,400

Quoted by: Jason Cheshier - 214-505-1138 - jason.cheshier@vigilantsolutions.com

RESOLUTION NO. 20-091

AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE AND EXECUTE AN INTERLOCAL AGREEMENT WITH WILLIAMSON COUNTY FOR HABITUAL VIOLATOR ROAD ENFORCEMENT SERVICES

WHEREAS, by Resolution No. 18-059 dated October 31, 2018, the Central Texas Regional Mobility Authority (Mobility Authority) Board of Directors (Board) amended the Mobility Authority Policy Code to include the additional level of habitual violator enforcement as prescribed by Chapter 372 of the Texas Transportation Code; and

WHEREAS, Chapter 791 of the Texas Government Code and Chapter 370 of the Texas Transportation Code authorize a regional mobility authority to enter into an agreement with a governmental entity for the performance of governmental functions and services, including administrative functions; and

WHEREAS, by Resolution No. 19-035, dated June 26, 2019, the Board of Directors authorized the Executive Director to negotiate and execute an interlocal agreement with Williamson County to retain the services of law enforcement officers for habitual violator road enforcement on Mobility Authority facilities; and

WHEREAS, the election of a new Constable in Williamson County Precinct #1 necessitates the execution of a new interlocal agreement with Williamson County to continue these services; and

WHEREAS, the Executive Director requests authorization to negotiate and execute an interlocal agreement with Williamson County for a term of up to three (3) years and in an amount not to exceed \$300,000 to retain the services of law enforcement officers for habitual violator road enforcement on Mobility Authority facilities.

NOW THEREFORE, BE IT RESOLVED that the Board hereby authorizes the Executive Director to negotiate and execute an interlocal agreement with Williamson County for a term of up to three (3) years and in an amount not to exceed \$300,000 on behalf of the Mobility Authority in order to retain the services of law enforcement officers for habitual violator road enforcement on Mobility Authority facilities; and

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by:

Approved:

Robert W Jenkins Jr (Dec 16, 2020 11:41 CST)

Geoffrey Petrov, General Counsel

Robert W. Jenkins, Jr.

Chairman, Board of Directors

RESOLUTION NO. 20-092

AUTHORIZING MISCHLER FINANCIAL GROUP, INC. TO PROVIDE INVESTMENT SERVICES AND ENGAGE IN INVESTMENT TRANSACTIONS WITH THE MOBILITY AUTHORITY

WHEREAS, on or about November 18, 2020, Mischler Financial Group, Inc. submitted an application to the Chief Financial Officer to be added to the list of firms authorized to provide investment services and engage in investment transactions with the Central Texas Mobility Authority (Mobility Authority); and

WHEREAS, Section 201.011(a) of the Mobility Authority Policy Code (Policy Code) provides that financial institutions and qualified brokers authorized to provide investment services and engage in investment transactions with the Mobility Authority shall be approved by a separate resolution adopted by the Board; and

WHEREAS, Section 201.011(b) - (d) of the Policy Code sets forth the requirements to become authorized to provide investment services and engage in investment transactions with the Mobility Authority; and

WHEREAS, the Executive Director and Chief Financial Officer have reviewed Mischler Financial Group, Inc.'s application, and have concluded that the firm meets the requirements of Policy Code 201.011 and is qualified to provide such services; and

WHEREAS, the Executive Director and Chief Financial Officer recommend that Mischler Financial Group, Inc. be authorized to provide investment services and engage in investment transactions with the Mobility Authority.

NOW, THEREFORE, BE IT RESOLVED that the Board hereby authorizes Mischler Financial Group, Inc. to provide investment services and engage in investment transactions with the Mobility Authority.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by:

Approved:

Robert W Jenkins Jr (Dec 16, 2020 11:41 CST)

Robert W. Jenkins, Jr.

Chair, Board of Directors

Exhibit A

Authorized Investment Broker Dealers and Financial Institutions

Alamo Capital (Wes Hall) 201 N. Civic Dr, Suite 145 Walnut Creek, CA 94596

FHN Financial Capital Markets (John Saragusa) 206 Wild Basin Road, Suite 109 Austin, Texas 78746

Great Pacific Securities (Garrett NG) 151 Kalmus Drive, Suite H-8 Costa Mesa, CA 92626

Ladenburg Thalmann & Co. 2020 Main Street, Suite 650 Irvine, California 92614

Oppenheimer & Co. Inc. (Paul Sullivan/Chris Sullivan) 85 Broad Street, 22nd Floor New York, NY 10004

Rice Financial Products company (Jared Fragin) 55 Broad Street, 27th Floor New York, NY 10004

Vining Sparks IBG, L.P. (Josh Gorham) 775 Ridge Lake Boulevard Memphis, TN 38120

Mischler Financial Group, Inc. (Steve Neri) 1111 Bayside Drive, Suite 100 Corona del Mar, CA 92625

RESOLUTION NO. 20-093

AUTHORIZING THE EXECUTIVE DIRECTOR TO CONTRACT WITH DATA TRANSFER SOLUTIONS, LLC FOR DATA COLLECTION SERVICES ON THE 183 SOUTH CORRIDOR

WHEREAS, the Mobility Authority has established a Transportation Asset Management Program to collect and record asset and pavement condition data on Mobility Authority facilities to be utilized in evaluating routine maintenance and restoration and replacement needs;

WHEREAS, it is necessary to collect asset and pavement condition data for the newly constructed portions of the 183 South corridor which will become fully operational in the near future; and

WHEREAS, the asset and pavement condition data is maintained in VUEWorks, a web-enabled Integrated Graphic Information System, Enterprise Asset Management software program; and

WHEREAS, Data Transfer Solutions, LLC, the company that manages and updates VUEWorks, participates in the Houston-Galveston Area Council Cooperative Purchasing Program (HGACbuy); and

WHEREAS, in accordance of with Article 15 of the Mobility Authority Policy Code, purchases made through a cooperative program such as HGACbuy are deemed to have satisfied Mobility Authority procurement requirements; and

WHEREAS, the Executive Director requests authorization to contract with Data Transfer Solutions, LLC through HGACbuy in the amount of \$37,650 and with a contingency amount of \$13,200 for a total amount not to exceed \$50,850, for the collection of asset and pavement condition data on the 183 South corridor; and

WHEREAS, the Executive Director also requests the authority to issue any needed change orders so long as the total expenditure remains \$50,850 or less.

NOW THEREFORE BE IT RESOLVED that the Board of Directors hereby authorizes the Executive Director to contract with Data Transfer Solutions, LLC through HGACbuy in an amount not to exceed \$50,850 to collect asset and pavement condition data for the 183 South corridor; and

BE IT FURTHER RESOLVED that the Board hereby authorizes the Executive Director to issue any needed change orders so long as the total expenditure remains \$50,850 or less

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by:

Approved:

Robert W. Jenkins, Jr (Dec 16, 2020 11:41 CST)

Robert W. Jenkins, Jr.

Chairman, Board of Directors

Geoff Petrov (Pec 16, 2020 11:48 CST)

Geoffrey Petrov, General Counsel

RESOLUTION NO. 20-094

ACCEPTING THE FINANCIAL STATEMENTS THROUGH OCTOBER 2020

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

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

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

WHEREAS, the Executive Director, working with the Chief Financial Officer, has reviewed and authorized the disbursements necessary for the month of October 2020, and has caused financial statements to be prepared and attached to this resolution as Exhibit A; and

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the financial statements through October 2020, attached hereto as Exhibit A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by: Approved:

Geoffrey Petrov, General Counsel

Robert W. Jenkins, Jr.

bert W Jenkins Jr (Dec 16, 2020 11:41 CST)

RUN Man

Chairman, Board of Directors

Exhibit A

	Budget			
	Amount FY	Actual Year	Percent of	Actual Prior
	2021	to Date	Budget	Year to Date
REVENUE				
Operating Revenue				
Toll Revenue - Tags	87,282,802	23,745,140	27.20%	31,337,827
Video Tolls	23,301,118	7,193,603	30.87%	7,612,540
Fee Revenue	8,342,080	3,468,260	41.58%	2,973,779
Total Operating Revenue	118,926,000	34,407,003	28.93%	41,924,146
Other Revenue				
Interest Income	2,500,000	250,984	10.04%	1,968,001
Grant Revenue	3,000,000	687,648	22.92%	19,218
Misc Revenue	3,000	16,168	538.93%	-
Gain/Loss on Sale of Asset	-		-	11,117
Total Other Revenue	5,503,000	954,800	17.35%	1,998,336
TOTAL REVENUE	\$124,429,000	\$35,361,803	28.42%	43,922,483
EXPENSES Salaries and Benefits				
Salary Expense-Regular	4,773,694	1,346,484	28.21%	1,255,783
Salary Reserve	80,000	-	-	-
TCDRS	675,000	189,452	28.07%	174,271
FICA	221,877	52,865	23.83%	44,353
FICA MED	72,321	20,056	27.73%	18,272
Health Insurance Expense	513,812	153,882	29.95%	132,764
Life Insurance Expense	8,138	1,515	18.62%	4,307
Auto Allowance Expense	10,200	2,975	29.17%	2,975
Other Benefits	213,038	34,239	16.07%	35,728
Unemployment Taxes	4,608	229	4.98%	-
Total Salaries and Benefits	6,572,687	1,801,697	27.41%	1,668,454

	Budget			
	Amount FY	Actual Year	Percent of	Actual Prior
	2021	to Date	Budget	Year to Date
Administrative				
Administrative and Office Expenses				
Accounting	8,000	3,124	39.05%	2,416
Auditing	115,000	91,475	79.54%	73,861
Human Resources	52,000	1,037	1.99%	551
IT Services	242,000	85,510	35.33%	14,171
Internet	450	-	-	49
Software Licenses	347,000	34,089	9.82%	17,320
Cell Phones	24,185	3,151	13.03%	5,132
Local Telephone Service	95,000	29,631	31.19%	1,081
Overnight Delivery Services	350	6	1.75%	47
Local Delivery Services	50	12	24.56%	12
Copy Machine	15,264	5,088	33.33%	3,816
Repair & Maintenance-General	12,000	175	1.46%	4,064
Meeting Facilities	5,000	-	-	-
Meeting Expense	14,750	828	5.61%	4,672
Toll Tag Expense	3,050	750	24.59%	850
Parking / Local Ride Share	2,900	15	0.53%	552
Mileage Reimbursement	6,800	62	0.91%	925
Insurance Expense	450,998	149,279	33.10%	75,712
Rent Expense	570,000	173,159	30.38%	106,053
Building Parking	11,000	74	0.67%	6,149
Legal Services	591,000	37,627	6.37%	25,671
Total Administrative and Office Expenses _	2,566,797	615,092	23.96%	343,103
<u>-</u>				
Office Supplies				
Books & Publications	4,750	839	17.66%	-
Office Supplies	9,500	2,406	25.33%	2,730
Misc Office Equipment	6,750	101	1.50%	2,783
Computer Supplies	36,350	30,270	83.27%	1,397
Copy Supplies	1,500	55	3.65%	565
Other Reports-Printing	8,000	-	-	-
Office Supplies-Printed	3,100	-	-	1,399
Postage Expense	1,150	127	11.02%	112
Total Office Supplies _	71,100	33,797	47.53%	8,986

	Budget			
	Amount FY	Actual Year	Percent of	Actual Prior
	2021	to Date	Budget	Year to Date
Communications and Public Relations	20.000			
Graphic Design Services	20,000	-	-	- 2.00
Website Maintenance	50,000	6,460	12.92%	2,389
Research Services	115,000	40,210	34.96%	12,660
Communications and Marketing	125,000	42,206	33.77%	58,925
Advertising Expense	150,000	104,773	69.85%	77,111
Direct Mail	5,000	-	-	-
Video Production	10,000	11,520	115.20%	-
Photography	5,000	-	-	(19)
Radio	-	-	-	3,480
Other Public Relations	55,000	-	-	-
Promotional Items	-	1,260	-	5,749
Annual Report printing	6,500	553	8.51%	-
Direct Mail Printing	30,000	285	0.95%	-
Other Communication Expenses	33,000	976	2.96%	11,346
Total Communications and Public Relations	604,500	208,243	34.45%	171,640
Employee Development				
Subscriptions	2,873	1,026	35.71%	414
Agency Memberships	60,980	35,286	57.87%	3,696
Continuing Education	9,200	275	2.99%	1,169
Professional Development	7,000	-	-	155
Other Licenses	1,250	196	15.64%	80
Seminars and Conferences	38,500	(8,194)		5,604
Travel	-	-	_	48,624
Total Employee Development	119,803	28,588	23.86%	59,742
Financing and Banking Fees				
Trustee Fees	48,000	22,575	47.03%	33,600
	2,000	135	47.03% 6.77%	551
Bank Fee Expense	•	135	0.77%	
Continuing Disclosure	4,000	-	-	134
Arbitrage Rebate Calculation	10,000	-	-	9,250
Rating Agency Expense	24,000	- 22.740	- 25.040/	16,500
Total Financing and Banking Fees _	88,000	22,710	25.81%	60,035
Total Administrative	3,450,200	908,430	26.33%	643,506

	Budget			
	Amount FY	Actual Year	Percent of	Actual Prior
	2021	to Date	Budget	Year to Date
Operations and Maintenance				
Operations and Maintenance Consulting	250.420	200 704	02.740/	46 500
GEC-Trust Indenture Support	350,129	289,701	82.74%	16,599
GEC-Financial Planning Support	209,410	62,470	29.83%	6,457
GEC-Toll Ops Support	800,000	78,626	9.83%	29,797
GEC-Roadway Ops Support	682,969	236,444	34.62%	40,432
GEC-Technology Support	741,461	487,733	65.78%	294,747
GEC-Public Information Support	100,000	4,845	4.85%	21,719
GEC-General Support	1,158,085	204,903	17.69%	191,069
General System Consultant	1,082,515	96,679	8.93%	80,013
Traffic Modeling	50,000	33,074	66.15%	-
Traffic and Revenue Consultant	150,000	44,889	29.93%	86,538
Total Operations and Maintenance Consulting	5,324,569	1,539,365	28.91%	767,371
Roadway Operations and Maintenance				
Roadway Maintenance	3,963,810	1,576,855	39.78%	791,069
Landscape Maintenance	2,665,410	199,715	7.49%	-
Signal & Illumination Maint	50,000	-	-	-
Maintenance Supplies-Roadway	250,000	-	-	-
Tools & Equipment Expense	1,500	2,312	154.11%	459
Gasoline	30,500	3,293	10.80%	4,800
Repair & Maintenance - Vehicles	11,000	2,393	21.76%	2,661
Natural Gas	-	617	_	-
Electricity - Roadways	250,000	45,610	18.24%	56,648
Total Roadway Operations and Maintenance	7,222,220	1,830,795	25.35%	855,637
-				
Toll Processing and Collection Expense				
Image Processing	1,200,000	383,382	31.95%	298,372
Tag Collection Fees	5,000,000	1,890,698	37.81%	1,965,121
Court Enforcement Costs	90,000	-	-	-
DMV Lookup Fees	1,000	_	-	268
Total Processing and Collection Expense	6,291,000	2,274,080	36.15%	2,263,760

	Budget			
	Amount FY	Actual Year	Percent of	Actual Prior
	2021	to Date	Budget	Year to Date
- " - " -				
Toll Operations Expense				
Generator Fuel	3,000	-	-	108
Fire and Burglar Alarm	500	123	24.67%	123
Refuse	2,400	470	19.56%	572
Telecommunications	-	-	-	23,816
Water - Irrigation	7,500	1,271	16.95%	1,930
Electricity	500	170	34.07%	59
ETC spare parts expense	50,000	-	-	-
Law Enforcement	300,000	52,768	17.59%	-
ETC Maintenance Contract	4,191,000	1,395,181	33.29%	341,614
ETC Toll Management Center System Operation	534,000	181,374	33.97%	-
ETC Development	1,250,000	625,518	50.04%	183,050
ETC Testing	200,000	1,427	0.71%	-
Total Toll Operations Expense	6,538,900	2,258,301	34.54%	551,273
Total Operations and Maintenance	25,376,689	7,902,540	31.14%	4,438,041
Other Expenses				
Special Projects and Contingencies				
HERO	148,000	12,319	8.32%	36,957
Special Projects	_	28,662	-	11,123
71 Express Net Revenue Payment	2,300,000	751,833	32.69%	1,145,572
Technology Initiatives	125,000	71,904	57.52%	24,987
Other Contractual Svcs	220,000	69,000	31.36%	31,000
Contingency	750,000	-	_	, -
Total Special Projects and Contingencies	3,543,000	933,717	26.35%	1,249,640

	Budget			
	Amount FY	Actual Year	Percent of	Actual Prior
	2021	to Date	Budget	Year to Date
Non Cash Expenses				
Amortization Expense	1,000,000	301,667	30.17%	288,257
Amort Expense - Refund Savings	1,050,000	467,228	44.50%	349,989
Dep Exp - Furniture & Fixtures	2,620	871	33.25%	871
Dep Expense - Equipment	59,000	833	1.41%	43,232
Dep Expense - Autos & Trucks	30,000	14,391	47.97%	9,914
Dep Expense - Buildng & Toll Fac	176,800	58,916	33.32%	58,916
Dep Expense - Highways & Bridges	40,000,000	11,594,779	28.99%	10,249,507
Dep Expense - Toll Equipment	4,000,000	1,219,277	30.48%	1,150,709
Dep Expense - Signs	800,000	338,857	42.36%	169,670
Dep Expense - Land Improvements	985,000	294,978	29.95%	368,722
Depreciation Expense - Computers	75,000	65,002	86.67%	3,770
Undevelopable Projects	-	973,161	-	-
Total Non Cash Expenses	48,178,420	15,329,960	31.82%	12,693,558
Total Other Expenses	51,721,420	16,263,678	31.44%	13,943,198
Non Operating Expenses				
Bond Issuance Expense	2,000,000	209,158	10.46%	75,584
Loan Fee Expense	50,000	28,000	56.00%	-
Interest Expense	42,091,626	12,640,854	30.03%	12,825,814
CAMPO RIF Payment	-	-	-	3,000,000
Community Initiatives	65,000	27,050	41.62%	7,000
community initiatives	03,000	27,030	12.02/0	7,000
Total Non Operating Expenses	44,206,626	12,905,062	29.19%	15,908,399
· · · · · · · · · · · · · · · · · · ·				
TOTAL EXPENSES	\$131,327,621	\$39,781,407	30.29%	\$36,601,598
Net Income	(\$6,898,621)	(\$4,419,604)		7,320,884

Central Texas Regional Mobility Authority Balance Sheet as of October 31, 2020

	as of 10	/31/2020	as of 10	/31/2019
	ASSETS			
current Assets Cash				
Regions Operating Account	\$ 359,096		\$ 933,740	
Cash in TexStar	240,124		437,560	
Regions Payroll Account	183,227		285,571	
Restricted Cash	103,227		203,371	
Goldman Sachs FSGF 465	150,251,284		215,482,983	
Restricted Cash - TexSTAR	267,833,972		273,920,123	
Overpayments account Total Cash and Cash Equivalents	719,475	419,587,178	450,371	- 491,510,348
ccounts Receivable		419,307,170		491,310,346
	2 770 000		2 776 451	
Accounts Receivable	2,770,089		2,776,451	
Due From Other Agencies	57,727		59,638	
Due From TTA	788,392		1,202,812	
Due From NTTA	835,515		996,330	
Due From HCTRA	1,059,443		1,215,919	
Due From TxDOT	1,659,977		1,807,029	
Interest Receivable	97,930		378,763	
Total Receivables		7,269,073		8,436,942
nort Term Investments				
Treasuries	-		59,758,572	
Agencies			30,076,852	
Total Short Term Investments				89,835,423
otal Current Assets		426,856,251		589,782,713
otal Construction in Progress		656,855,238		501,167,825
ixed Assets (Net of Depreciation and Amortization)				
Computers	413,950		578,556	
Computer Software	3,086,565		4,023,141	
Furniture and Fixtures	6,534		9,148	
Equipment	3,791		6,290	
Autos and Trucks	59,028		57,240	
Buildings and Toll Facilities	4,711,598		4,888,346	
Highways and Bridges	1,181,891,685		1,191,168,641	
Toll Equipment	21,653,971		25,342,992	
Signs	13,279,976		13,653,739	
Land Improvements	7,674,159		8,559,093	
Right of way	88,149,606		88,149,606	
Leasehold Improvements	121,616		167,759	
Total Fixed Assets		1,321,052,479	107,733	1,336,604,550
ther Assets		1,321,032,479		1,330,004,330
Intangible Assets-Net	129,225,396		102,066,744	
2005 Bond Insurance Costs	3,789,772		4,003,280	
Prepaid Insurance	117,475		473,058	
Deferred Outflows (pension related)	198,767		866,997	
Pension Asset Total Other Assets	896,834	134,228,244	177,226	107,587,304
Total Other Assets		134,220,244		107,387,304
Total Assets		\$ 2,538,992,211		\$ 2,535,142,393

Central Texas Regional Mobility Authority Balance Sheet as of October 31, 2020

Current Liabilities Accounts Payable Construction Payable Overpayments	as of 10/		as of 10/3	
Accounts Payable Construction Payable				
Accounts Payable Construction Payable				
Construction Payable	\$ 8,088,255		\$ 85,809	
,	19,890,604		24,408,939	
Overbayments	722,663		453,499	
Interest Payable	17,976,296		18,455,634	
Due to other Funds	1,687,633		-	
TCDRS Payable	66,014		64,989	
Due to other Agencies	3,301		3,404	
Due to TTA	466,697		977,382	
Due to NTTA	61,245		186,516	
Due to HCTRA	78,218		89,826	
Due to Other Entities	965,743		998,072	
71E TxDOT Obligation - ST	2,020,433		2,868,712	
Total Current Liabilities	2,020,433	52,027,101 -	2,000,712	48,592,781
		32,027,101		40,332,701
Long Term Liabilities	F 42 220		E41 42E	
Compensated Absences	543,329		541,425	
Deferred Inflows (pension related)	164,402	707 724	206,675	740 400
Long Term Payables		707,731		748,100
Bonds Payable				
Senior Lien Revenue Bonds:	77 274 740		70.054.466	
Senior Lien Revenue Bonds 2010	77,374,718		79,054,466	
Senior Lien Revenue Bonds 2011	17,817,667		16,748,603	
Senior Refunding Bonds 2013	10,840,000		136,405,000	
Senior Lien Revenue Bonds 2015	298,790,000		298,790,000	
Senior Lien Put Bnd 2015	-		68,785,000	
Senior Lien Refunding Revenue Bonds 2016	356,785,000		358,030,000	
Senior Lien Revenue Bonds 2018	44,345,000		44,345,000	
Senior Lien Revenue Bonds 2020A	50,265,000		-	
Senior Lien Refunding Bonds 2020B	57,120,000		-	
Senior Lien Refunding Bonds 2020C	138,435,000		-	
Sn Lien Rev Bnd Prem/Disc 2013	3,876,421		5,679,974	
Sn Lien Revenue Bnd Prem 2015	17,985,504		19,182,009	
Sn Lien Put Bnd Prem 2015	-		1,241,752	
Senior lien premium 2016 revenue bonds	41,656,291		45,937,302	
Sn Lien Revenue Bond Premium 2018	3,594,079		3,860,653	
Senior Lien Revenue Bond Premium 2020A	11,643,129		-	
Senior Lien Refunding Bond Premium 2020B	12,663,448	-		
Total Senior Lien Revenue Bonds		1,143,191,257		1,078,059,759
Sub Lien Revenue Bonds:				
Sub Lien Refunding Bonds 2013	7,790,000		98,295,000	
Sub Lien Refunding Bonds 2016	73,490,000		73,905,000	
Subordinated Lien BANs 2018	46,020,000		46,020,000	
Sub Lien Refunding Bonds 2020D	99,705,000		-	
Sub Refunding 2013 Prem/Disc	827,120		1,240,643	
Sub Refunding 2016 Prem/Disc	7,173,252		8,014,561	
Sub Lien BANS 2018 Premium	617,322		1,146,455	
Total Sub Lien Revenue Bonds		235,622,693		228,621,659

Central Texas Regional Mobility Authority Balance Sheet as of October 31, 2020

	as of 10/31/202	0 as of	10/31/2019
Other Obligations			
TIFIA Note 2015	300,100,096	291,049,61	0
TIFIA Note 2019	51,917	50,41	4
SIB Loan 2015	33,695,520	33,475,28	9
State Highway Fund Loan 2015	33,695,550	33,475,31	9
State 45SW Loan	-	63,252,64	2
71E TxDOT Obligation - LT	60,728,211	60,728,21	1
Regions 2017 MoPAC Note	24,990,900	24,990,90	0
Total Other Obligations	45:	3,262,194	507,022,384
Total Long Term Liabilities	1,833	2,783,875	1,814,451,902
Total Liabilities	1,884	4,810,975	1,863,044,684
	NET ASSETS		
Contributed Capital	12:	1,462,104	121,202,391
Net Assets Beginning	543	2,160,209	543,574,433
Current Year Operations	(!	9,441,077)	7,320,884
Total Net Assets	654	4,181,236	672,097,709
Total Liabilities and Net Assets	\$ 2,538	8,992,211	\$ 2,535,142,393

Central Texas Regional Mobility Authority Statement of Cash Flow as of October 31, 2020

Cash	flows	from	onerating	activities:
Casii	110 113	11 0111	operanna	activities.

Receipts from interest income 120,984 Payments to vendors (19,983,114) Payments to employees (19,34,745) Net cash flows provided by (used in) operating activities 21,742,454 Cash flows from capital and related financing activities Interest payments (29,928,790) Acquisitions of construction in progress (31,909,458) Net cash flows provided by (used in) capital and related financing activities (36,957,860) Purchase of investments (36,957,860) Proceeds from sale or maturity of investments 81,961,479 Net eash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities Operating income \$ 7,674,449 Changes in assets and liabilities 14,862,732 Changes in assets and liabilities 273,248 (Increase) decrease in prepaid expenses and other assets 273,248 <t< th=""><th>Receipts from toll revenues</th><th>\$</th><th>34,519,329</th></t<>	Receipts from toll revenues	\$	34,519,329
Payments to employees (1,934,745) Nct cash flows provided by (used in) operating activities 21,742,454 Cash flows from capital and related financing activities: (29,928,790) Interest payments (29,928,790) Acquisitions of construction in progress (31,909,458) Net cash flows provided by (used in) capital and related financing activities (61,838,248) Cash flows from investing activities Proceeds from sale or maturity of investments 81,961,479 Net cash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Qperating income \$ 7,674,449 Adjustments to reconcile change in net assets to 14,862,732 Depreciation and amortization 14,862,732 Changes in assets and liabilities: 112,326 (Increase) decrease in accounts receivable 112,326 (Increase) decrease in accounts payable 3,105,8	Receipts from interest income		120,984
Net eash flows provided by (used in) operating activities: 21,742,454 Cash flows from capital and related financing activities: (29,928,790) Interest payments (31,909,458) Acquisitions of construction in progress (31,909,458) Net eash flows provided by (used in) capital and related financing activities (61,838,248) Purchase of investments (36,957,860) Purchase of investments 81,961,479 Net eash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period 146,942,487 Cash and cash equivalents at end of period 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: 14,862,732 Depreciation and amortization 14,862,732 Changes in assets and liabilities: 21,262 (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets 273,24	Payments to vendors		(10,963,114)
Interest payments	Payments to employees		(1,934,745)
Interest payments	Net cash flows provided by (used in) operating activities		21,742,454
Acquisitions of construction in progress (31,909,458) Net cash flows provided by (used in) capital and related financing activities (61,838,248) Cash flows from investing activities Purchase of investments (36,957,860) Proceeds from sale or maturity of investments 81,961,479 Net cash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization 14,862,732 Changes in assets and liabilities: 112,226 (Increase) decrease in accounts receivable 112,226 (Increase) decrease in prepaid expenses and other assets 273,248 (Decrease) increase in prepaid expenses and other assets 273,248 (Decrease) increase in Pension Asset (719,608) (Increase) in de	Cash flows from capital and related financing activities:		
Ret cash flows provided by (used in) capital and related financing activities (61,838,248) Cash flows from investing activities Purchase of investments (36,957,860) Proceeds from sale or maturity of investments 81,961,479 Nct cash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to 14,862,732 Depreciation and amortization 14,862,732 Changes in assets and liabilities: 112,326 (Increase) decrease in accounts receivable 112,326 (Increase) decrease in prepaid expenses and other assets 273,248 (Decrease) increase in accounts payable (3,105,648) Increase (decrease) in accrued expenses 2,018,998 (Decrease) increase in Presion Asset (719,608) (Increase) in deferred outflows of resources 682,230			(29,928,790)
related financing activities: Cash flows from investing activities: Purchase of investments (36,957,860) Proceeds from sale or maturity of investments 81,961,479 Net cash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 7,674,449 Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: 14,862,732 Depreciation and amortization 14,862,732 Changes in assets and liabilities: 112,326 (Increase) decrease in accounts receivable 112,326 (Increase) decrease in prepaid expenses and other assets 273,248 (Decrease) increase in accounts payable (3,105,648) Increase (decrease) in accrued expenses 2,018,998 (Decrease) increase in Pension Asset (719,608) (Increase) in deferred inflows of resources 668,230	Acquisitions of construction in progress		(31,909,458)
Purchase of investments (36,957,860) Proceeds from sale or maturity of investments 81,961,479 Net cash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: 14,862,732 Depreciation and amortization 14,862,732 Changes in assets and liabilities: 112,326 (Increase) decrease in accounts receivable 112,326 (Increase) decrease in accounts payable (3,105,648) Increase (decrease) in creued expenses 2,018,998 (Decrease) increase in Pension Asset (719,608) (Increase) in deferred outflows of resources 668,230 (Increase) in deferred inflows of resources 4(2,273) Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities \$ 21,742	• • • • • • • • • • • • • • • • • • • •		(61,838,248)
Proceeds from sale or maturity of investments 81,961,479 Net cash flows provided by (used in) investing activities 44,666,390 Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: 14,862,732 Depreciation and amortization 14,862,732 Changes in assets and liabilities: 112,326 (Increase) decrease in accounts receivable 112,326 (Increase) decrease in prepaid expenses and other assets 273,248 (Decrease) increase in accounts payable (3,105,648) Increase (decrease) in accrued expenses 2,018,998 (Decrease) increase in Pension Asset (719,608) (Increase) in deferred outflows of resources 668,230 (Increase) in deferred inflows of resources 42,273 Total adjustments 14,068,004 Net cash flows provided by (used in) operating activitie	Cash flows from investing activities:		
Net cash flows provided by (used in) investing activities Net increase (decrease) in cash and cash equivalents Cash and cash equivalents at beginning of period Cash and cash equivalents at end of period Cash and cash equivalents at end of period Cash and cash equivalents at end of period Reconciliation of change in net assets to net cash provided by operating activities: Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization 14,862,732 Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Decrease) increase in accounts payable (Decrease) increase in Pension Asset (Decrease) in deferred outflows of resources (Increase)			(36,957,860)
Net increase (decrease) in cash and cash equivalents 4,570,596 Cash and cash equivalents at beginning of period 146,942,487 Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization 14,862,732 Changes in assets and liabilities: (Increase) decrease in accounts receivable 112,326 (Increase) decrease in prepaid expenses and other assets 273,248 (Decrease) increase in accounts payable (3,105,648) Increase (decrease) in accrued expenses 2,018,998 (Decrease) increase in Pension Asset (719,608) (Increase) in deferred outflows of resources 668,230 (Increase) in deferred outflows of resources 42,273 Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities 21,742,454 Reconciliation of cash and cash equivalents \$ 1,261,798 Unrestricted cash and cash equivalent	Proceeds from sale or maturity of investments		81,961,479
Cash and cash equivalents at beginning of period Cash and cash equivalents at end of period \$ 151,513,082 Reconciliation of change in net assets to net cash provided by operating activities: Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization 14,862,732 Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Increase) decrease in accounts payable (Decrease) increase in accounts payable (Decrease) increase in accounts payable (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred outflows of resources (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (A2,273) Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents Unrestricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents \$ 1,261,798	Net cash flows provided by (used in) investing activities		44,666,390
Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$ 7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization 14,862,732 Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets 273,248 (Decrease) increase in accounts payable (3,105,648) Increase (decrease) in accrued expenses (Decrease) in crease in Pension Asset (719,608) (Increase) in deferred outflows of resources 668,230 (Increase) in deferred outflows of resources (Increase) in deferred outflows of resources (2,273) Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities \$ 21,742,454 Reconciliation of cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents \$ 1,261,798	Net increase (decrease) in cash and cash equivalents		4,570,596
Reconciliation of change in net assets to net cash provided by operating activities: Operating income \$7,674,449 Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization 14,862,732 Changes in assets and liabilities: (Increase) decrease in accounts receivable 112,326 (Increase) decrease in accounts receivable 112,326 (Increase) decrease in accounts payable 31,015,648) Increase (decrease) in accrued expenses and other assets 273,248 (Decrease) increase in accounts payable 32,018,998 (Decrease) increase in Pension Asset 719,608) (Increase) in deferred outflows of resources 668,230 (Increase) in deferred inflows of resources 668,230 (Increase) in deferred inflows of resources 14,068,004 Net cash flows provided by (used in) operating activities 21,742,454 Reconciliation of cash and cash equivalents \$1,261,798 Restricted cash and cash equivalents \$1,261,798 Restricted cash and cash equivalents 150,251,284	Cash and cash equivalents at beginning of period		146,942,487
Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources	Cash and cash equivalents at end of period	\$	151,513,082
net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Decrease) increase in accounts payable (Decrease) in accrued expenses (Decrease) in accrued expenses (Decrease) in accrued expenses (Decrease) in deferred outflows of resources (Increase) in deferred outflows of resources (Increase) in deferred inflows of	Reconciliation of change in net assets to net cash provided by operating activities:		
net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Decrease) in accrued expenses (Decrease) in accrued expenses (Decrease) in accrued expenses (Decrease) in deferred outflows of resources (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (May 273) Total adjustments Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents Unrestricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents \$ 150,251,284		Φ.	7.074.440
Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Decrease) increase in Pension Asset (T19,608) (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred outflows of resources (Increase) in deferred out	Operating income	\$	7,674,449
Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (T19,608) (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (A2,273) Total adjustments Total adjustments Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents Restricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents \$ 1,50,251,284	Operating income Adjustments to reconcile change in net assets to	\$	7,674,449
(Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Decrease) increase in accounts payable (Decrease) in accrued expenses (Decrease) in accrued expenses (Decrease) increase in Pension Asset (T19,608) (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (42,273) Total adjustments Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents Restricted cash and cash equivalents 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities:	_\$	
(Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable (Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred outflows of	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization	\$	
(Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (T19,608) (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (42,273) Total adjustments Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents \$ 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities:	\$	14,862,732
Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (42,273) Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable	<u>\$</u>	14,862,732 112,326
(Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (42,273) Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets	\$	14,862,732 112,326 273,248
(Increase) in deferred outflows of resources (Increase) in deferred inflows of resources (Increase) in deferred inflows of resources (42,273) Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities **Example 14,068,004 Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents **Restricted cash and cash equivalents 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable	<u>\$</u>	14,862,732 112,326 273,248 (3,105,648)
Total adjustments 14,068,004 Net cash flows provided by (used in) operating activities \$ 21,742,454 Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses	\$	14,862,732 112,326 273,248 (3,105,648) 2,018,998
Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents Restricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset	\$	14,862,732 112,326 273,248 (3,105,648) 2,018,998 (719,608)
Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents Restricted cash and cash equivalents \$ 1,261,798 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources	<u>\$</u>	14,862,732 112,326 273,248 (3,105,648) 2,018,998 (719,608) 668,230
Unrestricted cash and cash equivalents \$ 1,261,798 Restricted cash and cash equivalents \$ 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources	\$	14,862,732 112,326 273,248 (3,105,648) 2,018,998 (719,608) 668,230 (42,273)
Restricted cash and cash equivalents 150,251,284	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources Total adjustments		14,862,732 112,326 273,248 (3,105,648) 2,018,998 (719,608) 668,230 (42,273) 14,068,004
<u> </u>	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources Total adjustments Net cash flows provided by (used in) operating activities		14,862,732 112,326 273,248 (3,105,648) 2,018,998 (719,608) 668,230 (42,273) 14,068,004
Total \$ 151,513,082	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources Total adjustments Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents:	\$	14,862,732 112,326 273,248 (3,105,648) 2,018,998 (719,608) 668,230 (42,273) 14,068,004 21,742,454
	Operating income Adjustments to reconcile change in net assets to net cash provided by operating activities: Depreciation and amortization Changes in assets and liabilities: (Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses and other assets (Decrease) increase in accounts payable Increase (decrease) in accrued expenses (Decrease) increase in Pension Asset (Increase) in deferred outflows of resources (Increase) in deferred inflows of resources Total adjustments Net cash flows provided by (used in) operating activities Reconciliation of cash and cash equivalents: Unrestricted cash and cash equivalents	\$	14,862,732 112,326 273,248 (3,105,648) 2,018,998 (719,608) 668,230 (42,273) 14,068,004 21,742,454 1,261,798

INVESTMENTS by FUND

TexSTAR

Goldman Sachs
Agencies & Treasury Notes

268,074,095.89

129,935,837.02

\$ 398,009,932.91

INVESTMENT	S by FUND	
		Balance October 31, 2020
Renewal & Replacement Fund		October 31, 2020
TexSTAR Goldman Sachs	403,200.77 14,109.04	
Agencies/ Treasuries	14,103.04	417,309.81
Grant Fund TexSTAR	4,453,357.64	
Goldman Sachs	5,625,932.65	
Agencies/ Treasuries Senior Debt Service Reserve Fund	-	10,079,290.29
TexSTAR	78,568,398.55	
Goldman Sachs Agencies/ Treasuries	5,657,592.16	84,225,990.71
2010 Senior Lien DSF Goldman Sachs	60,630.15	60,630.15
2011 Debt Service Acct	60,030.13	00,030.13
Goldman Sachs 2013 Sr Debt Service Acct	789,159.82	789,159.82
Goldman Sachs	4,488,426.67	4,488,426.67
2013 Sub Debt Service Account Goldman Sachs	3,051,143.82	3,051,143.82
2013 Sub Debt Service Reserve Fund Goldman Sachs	59.70	780,581.91
TexSTAR	780,522.21	700,001.01
2015 Sr Capitalized Interest Goldman Sachs	-	10,324,729.14
TexSTAR 2015B Debt Service Account	10,324,729.14	
Goldman Sachs	20.95	20.95
2015 State Highway Fund DSA Goldman Sachs	458,271.67	458,271.67
2015 SIB DSA Goldman Sachs	458,271.67	
2015 SHF DSRF	450,27 1.07	458,271.67
Goldman Sachs 2015 SIB DSRF	252,663.65	252,663.65
Goldman Sachs	252,663.50	252,663.50
2016 Sr Lien Rev Refunding Debt Service Account Goldman Sachs	13,358,530.30	13,358,530.30
2016 Sub Lien Rev Refunding Debt Service Account	t 1,472,026.64	1,472,026.64
2016 Sub Lien Rev Refunding DSR		1,472,020.04
Goldman Sachs Agencies/ Treasuries	6,992,085.77	6,992,085.77
Operating Fund TexSTAR	240,124.26	
TexSTAR-Trustee Goldman Sachs	2,401,650.09 168,095.08	2 000 000 42
Revenue Fund	,	2,809,869.43
Goldman Sachs General Fund	4,991,541.51	4,991,541.51
TexSTAR Goldman Sachs	51,863,066.09 19,785,930.94	71,648,997.03
Agencies/ Treasuries	19,760,930.94	11,040,331.03
71E Revenue Fund Goldman Sachs	14,393,756.71	14,393,756.71
MoPac Revenue Fund Goldman Sachs		
MoPac General Fund	20,177.75	20,177.75
Goldman Sachs MoPac Operating Fund	10,465,400.73	10,465,400.73
Goldman Sachs	1,695,393.17	1,695,393.17
MoPac Loan Repayment Fund Goldman Sachs	_	0.00
2015B Project Account Goldman Sachs	15,973,026.78	
TexSTAR	26,342,532.45	42,315,559.23
2015 TIFIA Project Account Goldman Sachs	32,683.43	
TexSTAR Agencies/ Treasuries	65,134,553.58	65,167,237.01
2015 TIFIA Debt Service Reserve Fund		
Goldman Sachs 2011 Sr Financial Assistance Fund	2,368,440.59	2,368,440.59
Goldman Sachs TexSTAR	10,833,976.22	10,833,976.22
2018 Sr Lien Project Cap I		
Goldman Sachs 2018 Sr Lien Project Account	4,631,202.22	4,631,202.22
Goldman Sachs	31,208.60	46 750 402 40
TexSTAR 2018 Sub Debt Service Account	16,727,984.89	16,759,193.49
Goldman Sachs 2019 TIFIA Sub Lien Project Account	614,001.44	614,001.44
Goldman Sachs 2020A Senior Lien Debt Service Acct	50,965.16	50,965.16
Goldman Sachs	837,914.97	837,914.97
2020 SH 45SW Project Account Goldman Sachs	1,082,230.26	1,082,230.26
2020B Senior Lien Debt Service Account Goldman Sachs		
2020C Senior Lien Debt Service Account	1,132,291.74	1,132,291.74
Goldman Sachs 2020D Senior Lien Debt Service Account	342,921.61	342,921.61
Goldman Sachs	270,668.48	270,668.48
Goldman Sachs	8,116,397.69	8,116,397.69
	=	\$ 398,009,932.91

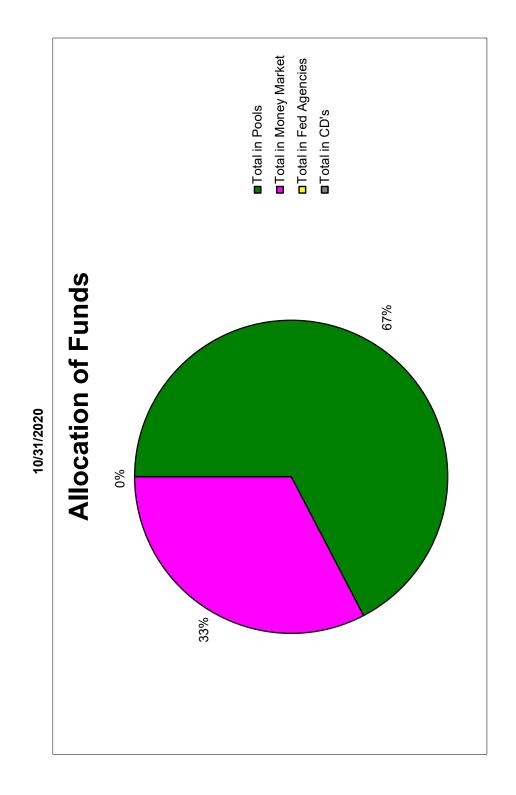
CTRMA INVESTMENT REPORT

			Manth Food	: 40/24/2022			
	Balance		Month End Discount	ing 10/31/2020		Balance	Rate
	10/1/2020	Additions	Amortization	Accrued Interest	Withdrawals	10/31/2020	October
Annual Control Transport							
Amount in Trustee TexStar 2011 Sr Lien Financial Assist Fund	10,832,917.97			1,058.25		10,833,976.22	0.1150%
2013 Sub Lien Debt Service Reserve	780,445.96			76.25		780.522.21	0.1150%
General Fund	51,858,000.19			5,065.90		51,863,066.09	0.1150%
Trustee Operating Fund	3,001,424.26	3,000,000.00		225.83	3,600,000.00	2,401,650.09	0.1150%
Renewal and Replacement	403,161.39			39.38		403,200.77	0.1150%
Grant Fund	4,452,922.62			435.02		4,453,357.64	0.1150%
Senior Lien Debt Service Reserve Fund	78,560,724.11			7,674.44		78,568,398.55	0.1150%
2015A Sr Ln Project Cap Interest 2015B Sr Ln Project	10,323,720.64 26,339,959.36			1,008.50 2,573.09		10,324,729.14 26,342,532.45	0.1150% 0.1150%
2015C TIFIA Project	65,884,148.22			6,405.36	756,000.00	65,134,553.58	0.1150%
2018 Sr Lien Project Account	18,626,299.94			1,684.95	1,900,000.00	16,727,984.89	0.1150%
,	271,063,724.66	3,000,000.00		26,246.97	6,256,000.00	267,833,971.63	
Annual Transport Control	040 400 04		I	00.45	0.000.000.00	040 404 00	0.44500/
Amount in TexStar Operating Fund	240,100.81	3,600,000.00		23.45	3,600,000.00	240,124.26	0.1150%
Goldman Sachs							
Operating Fund	73,177.82	3,125,196.11		1.64	3,030,280.49	168,095.08	0.0257%
2020 SH 45SW Project Account	1,088,027.79			25.26	5,822.79	1,082,230.26	0.0257%
2020A Senior Lien Debt Service Acct	628,525.10	209,377.43		12.44		837,914.97	0.0257%
2020B Senior Lien Debt Service Account	864,203.77	268,082.45		5.52		1,132,291.74	0.0257%
2020B Sr Lien Bond Proceeds Clearance Fund 2020B Sr Lien Cost of Issuance Fund	0.00 0.00			0.00 0.00		0.00 0.00	0.0257% 0.0257%
2020C Sr Lien Bond Proceeds Clearance Fund	0.00			0.00		0.00	0.0257%
2020C Sr Lien Cost of Issuance Fund	0.00			0.00		0.00	0.0257%
2020C Senior Lien Debt Service Account	0.00	342,921.61		0.00		342,921.61	0.0257%
2020D Sub Lien Bond Proceeds Clearance Fund	0.00			0.00		0.00	0.0257%
2020D Sub Lien Cost of Issuance Fund	0.00			0.00		0.00	0.0257%
2020D Sub Lien Debt Service Account	0.00	270,668.48		0.00		270,668.48	0.0257%
2020D Sub Debt Service Reserve Fund 2015B Project Account	8,116,345.86 15,972,663.45			51.83 363.33		8,116,397.69 15,973,026.78	0.0257% 0.0257%
2015C TIFIA Project Account	178,663.92	962,454.35		7.23	1,108,442.07	32,683.43	0.0257%
2015C TIFIA Debt Service Reserve Fund	1,776,307.44	592,098.00		35.15	1,100,442.07	2,368,440.59	0.0257%
2011 Sr Financial Assistance Fund	0.00	, , , , , , , , , , , , , , , , , , , ,		0.00		0.00	0.0257%
2010 Senior DSF	60,628.77			1.38		60,630.15	0.0257%
2011 Senior Lien Debt Service Acct	789,141.87			17.95		789,159.82	0.0257%
2013 Senior Lien Debt Service Acct	4,488,332.27			94.40		4,488,426.67	0.0257%
2013 Sub Debt Service Reserve Fund 2013 Subordinate Debt Service Acct	0.00 3,051,079.79			59.70 64.03		59.70 3,051,143.82	0.0257% 0.0257%
2015A Sr Ln Project Cap Interest	0.00			0.00		0.00	0.0257%
2015E Sub Lien SIB DSA	343,704.03	114,560.84		6.80		458,271.67	0.0257%
2015 Sub Lien SHF DSA	343,704.03	114,560.84		6.80		458,271.67	0.0257%
2015E Sub Lien SIB DSRF	189,495.17	63,164.58		3.75		252,663.50	0.0257%
2015D Sub Lien SHF DSRF	189,495.32	63,164.58		3.75		252,663.65	0.0257%
2015B Debt Service Acct	0.00	4 040 040 05		20.95		20.95	0.0257%
2016 Sr Lien Rev Refunding Debt Service Account 2016 Sub Lien Rev Refunding Debt Service Account	11,446,038.05 1,158,918.72	1,912,248.85 313,084.33		243.40 23.59		13,358,530.30 1,472,026.64	0.0257% 0.0257%
2016 Sub Lien Rev Refunding DSR	6,991,926.72	313,004.33		159.05		6,992,085.77	0.0257%
2018 Sr Lien Project Cap I	4,631,096.88			105.34		4,631,202.22	0.0257%
2018 Sr Lien Project Account	12,776.14	1,900,000.00		15.55	1,881,583.09	31,208.60	0.0257%
2018 Sub Debt Service Account	460,776.55	153,215.77		9.12		614,001.44	0.0257%
2019 TIFIA Sub Lien Project Account	50,964.00			1.16		50,965.16	0.0257%
Grant Fund	5,625,804.68			127.97	740.04	5,625,932.65	0.0257%
Renewal and Replacement Revenue Fund	14,849.61	40 444 409 30		0.34		14,109.04	0.0257%
General Fund	4,445,016.05 20,743,686.31	10,111,408.39 513,263.13		80.38 110.70	9,564,963.31 1,471,129.20	4,991,541.51 19,785,930.94	0.0257% 0.0257%
Senior Lien Debt Service Reserve Fund	5,657,463.47	010,200.10		128.69	1,471,123.20	5,657,592.16	0.0257%
71E Revenue Fund	14,020,556.06	709,271.27		310.04	336,380.66	14,393,756.71	0.0257%
MoPac Revenue Fund	94,937.08	220,080.02		1.43	294,840.78	20,177.75	0.0257%
MoPac General Fund	10,468,969.21	105,483.31		239.10	109,290.89	10,465,400.73	0.0257%
MoPac Operating Fund	1,744,521.26	498,626.40		39.25	547,793.74	1,695,393.17	0.0257%
MoPac Loan Repayment Fund	34,650.39	35,153.18		0.17	69,803.74	0.00	0.0257%
	125,756,447.58	22,598,083.92		2,377.19	18,421,071.67	129,935,837.02	
Amount in Fed Agencies and Treasuries							
Amortized Principal	0.00					0.00	
· · · · · · · · · · · · · · · · · · ·	0.00					0.00	
	2.50					2.30	
Certificates of Deposit							
Total in Pools	271,303,825.47	6,600,000.00		26,270.42	9,856,000.00	268,074,095.89	
Total in GS FSGF	125,756,447.58	22,598,083.92		2,377.19		129,935,837.02	
Total in Fed Agencies and Treasuries	0.00					0.00	
Total Invested	207 000 272 05	20 400 002 00		20 647 64	20 277 074 07	200 000 022 04	
Total Invested	397,060,273.05	29,198,083.92	<u> </u>	28,647.61	, ,		
All Investments in the partfallia are in compliance with the CTDMA				ublic Funda Invastr		050 000	

All Investments in the portfollio are in compliance with the CTRMA's Investment policy and the relevent provisions of the Public Funds Investment Act Chapter 2256.023

William Chapman, CFO

Mary Temple, Controller



ESCROW FUNDS

Travis County Escrow Fund - Elroy Road

	Balance		Accrued		Balance
	10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs	18,294,291.94		417.96	789,068.74	17,505,641.16
	Travis County Escrow Fund	d - Ross Road			
	Balance		Accrued		Balance
	10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs	393,101.60		0.43	92,514.97	300,587.06
	Berstrom Expressway 183S	Escrow Accoun	ıt		
	Balance		Accrued		Balance
	10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs	206,449.65		4.70	206,454.35	-
	Travis County Escrow Fund	d - Old San Antor	nio Road		
	Balance		Accrued		Balance
	10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs	345,730.03		9.08	3,387.91	342,351.20
	Travis County Escrow Fund	i - Old Lockhart l	Road		
	Balance		Accrued		Balance
	10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs	460,596.83		10.54	3,159.13	457,448.24
	Travis County Escrow Fund	d - County Line R	load		
	Balance		Accrued		Balance
	10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs	705,678.21		16.11	3,796.24	701,898.08
	Travis County Escrow Fund	d - South Pleasar	nt Valley Road		
	Balance		Accrued		Balance
	10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs	402,086.71		9.17		402,095.88
	Travis County Escrow Fund	d - Thaxton Road			
			Accrued		Balance
	Balance		Accided		
	Balance 10/1/2020	Additions	Interest	Withdrawals	10/31/2020
Goldman Sachs		Additions		Withdrawals 10,177.90	
Goldman Sachs	10/1/2020		Interest 4.93		10/31/2020
Goldman Sachs	10/1/2020 208,341.63 Travis County Escrow Fund		Interest 4.93 Road		10/31/2020 198,168.66
Goldman Sachs	10/1/2020 208,341.63		Interest 4.93		10/31/2020



183 South Design-Build Project

Contingency Status October 31, 2020



Original Construction Contract Value: \$581,545,700

Tot	al Proj	ect Contingency	\$47,860,000			
	CO#1	City of Austin ILA Adjustment	(\$2,779,934)			
	CO#2	Addition of Coping to Soil Nail Walls	\$742,385			
	CO#4	Greenroads Implementation	\$362,280			
	CO#6	51st Street Parking Trailhead	\$477,583			
	CO#9	Patton Interchange Revisions	\$3,488,230			
	CO#10	City of Austin Utility (\$1,010,000 - no cost to RMA)	\$0			
	CO#17	Boggy Creek Turnaround	\$2,365,876			
Suc	CO#21	Wall 125 Differing Site Condition - Part A	\$1,263,577			
Obligations	CO#26	Roadway Paving Additions	\$1,302,696			
<u></u>		Others Less than \$300,000 (18)	\$2,355,313			
	Executed Change Orders \$9,578,006					
	CI		64.500.000			
	Change Orders Under Negotiation \$4,690,000					
	Potenti	\$21,470,000				
(-) 7	Γ <mark>otal Ob</mark>	ligations	\$35,738,006			
			*** *** ***			
Rei	maining	g Project Contingency	\$12,121,994			



290E Ph. III

Contingency Status October 31, 2020



Original Construction Contract Value: \$71,236,424

Tot	al Mobility Authority Contingency	\$10,633,758
Tot	al TxDOT Project Contingency	\$15,292,524
ns	Others Less than \$300,000 (8)	\$152,949
Obligations	Executed Change Orders	\$152,949
Obli	Change Orders Under Negotiation	\$274,000
	Potential Contractual Obligations	\$1,860,000
(-) Total Obligations \$2,286,9		
_		4
	maining Mobility Authority Contingency	\$8,402,569
Rei	maining TxDOT Contingency	\$15,236,961





PERFORMANCE

As of October 31, 2020		1	October Averages
d Ralance	\$0.083.022.054.06	Average Invested Balance	

Current Invested Balance	\$9,083,922,054.96
Weighted Average Maturity (1)	39 Days
Weighted Average Maturity(2)	97 Days
Net Asset Value	1.000203
Total Number of Participants	933
Management Fee on Invested Balance	0.06%*
Interest Distributed	\$1,378,348.47
Management Fee Collected	\$471,691.86
% of Portfolio Invested Beyond 1 Year	7.22%
Standard & Poor's Current Rating	AAAm

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

Average Invested Balance \$9,281,363,172.03

Average Monthly Yield, on a simple basis 0.1150%

Average Weighted Maturity (1)* 42 Days

Average Weighted Life (2)* 100 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 instruction 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 waved 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 October:

* Oak Point Water Control and Improvement District No. 2

HOLIDAY REMINDER

In observance of the **Veterans Day holiday, TexSTAR will be closed Wednesday, November 11, 2020.** All ACH transactions initiated on Tuesday, November 10th will settle on Thursday, November 12th.

In observance of the **Thanksgiving Day holiday, TexSTAR will be closed Thursday, November 26, 2020.** All ACH transactions initiated on Wednesday, November 25th will settle Friday, November 27th. Notification of any early transaction deadlines on the day preceding or following this holiday will be sent out by email to the primary contact on file for all TexSTAR participants.

ECONOMIC COMMENTARY

Market review

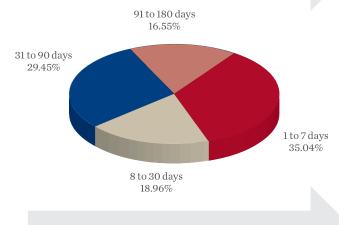
A resurgence of COVID-19 cases, ongoing fiscal stimulus negotiations, and the U.S. presidential election dominated headlines during the month of October. While this uncertainty caused some volatility out the curve, Treasury bill yields were relatively unchanged, with the three-month T-bill yield ending the month at 0.09% and the one-year T-bill yield ending at 0.12%.

The U.S. economy posted a sharp recovery in the third quarter with GDP surging 33.1% quarter over quarter (q/q) at a seasonally adjusted annual rate, driven by a resilient consumer and an unprecedented monetary-fiscal policy response. While it was the best quarterly GDP print on record, it followed the worst quarterly GDP print on record of -31.4% in the second quarter. Despite a solid bounce back, economic output is still about 3.5% below its 4Q2019 level. Looking ahead, the economic recovery should slow considerably, averaging 2-3% growth per quarter annualized in 4Q2020 and into 2021, and the stability of the recovery relies on additional fiscal stimulus from the government. Last week, durable goods orders had a solid increase of 1.9% month over month (m/m), personal income grew 0.9% in September and consumer spending rose 1.4%, driven by goods consumption.

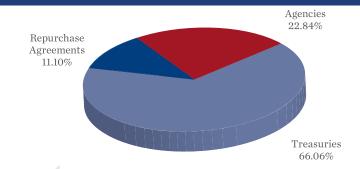
Nonfarm payrolls increased by 661,000 in September, and the unemployment rate fell to 7.9%. Leisure and hospitality accounted for nearly half of the job gains, but government jobs declined by 216,000, including 34,000 perporary Census 2020 workers. (continued page 4)

INFORMATION AT A GLANCE

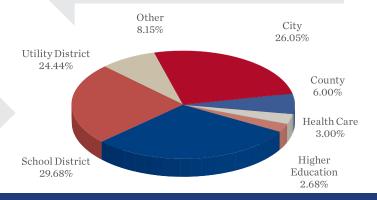
PORTFOLIO BY TYPE OF INVESTMENT AS OF OCTOBER 31, 2020



DISTRIBUTION OF PARTICIPANTS BY TYPE AS OF OCTOBER 31, 2020







HISTORICAL PROGRAM INFORMATION

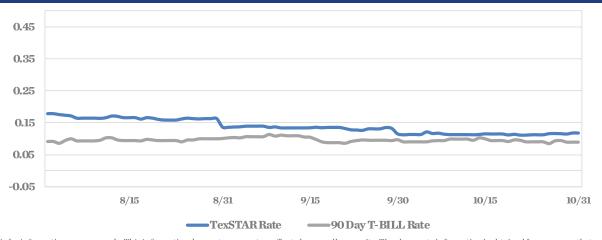
MONTH	AVERAGE RATE	BOOK VALUE	MARKET VALUE	NET ASSET VALUE	WAM (1)*	WAM (2)*	NUMBER OF PARTICIPANTS
Oct 20	0.1150%	\$9,083,922,054.96	\$9,085,783,748.92	1.000203	42	100	933
Sep 20	0.1339%	9,297,135,540.13	9,299,528,645.66	1.000257	39	101	932
Aug 20	0.1645%	9,465,008,033.71	9,466,814,693.25	1.000190	29	95	931
Jul 20	0.2003%	10,009,983,894.25	10,012,082,381.15	1.000209	27	101	930
Jun 20	0.1974%	9,671,601,669.74	9,674,049,521.47	1.000253	33	108	927
May 20	0.2444%	9,711,678,322.09	9,714,791,961.71	1.000320	29	103	924
Apr 20	0.4447%	9,402,508,666.82	9,406,011,209.34	1.000372	27	111	923
Mar 20	0.9570%	8,656,111,186.51	8,662,045,828.91	1.000685	27	108	922
Feb 20	1.5641%	9,669,676,298.74	9,671,875,580.06	1.000213	32	84	921
Jan 20	1.5514%	9,728,196,391.64	9,728,681,551.87	1.000027	33	96	920
Dec 19	1.5643%	8,550,355,101.35	8,550,086,726.49	0.999959	36	110	918
Nov 19	1.6177%	8,004,510,359.61	8,003,923,189.55	0.999918	30	109	917

PORTFOLIO ASSET SUMMARY AS OF OCTOBER 31, 2020

	BOOK VALUE	MARKET VALUE
Uninvested Balance	\$ 257,542.56	\$ 257,542.56
Accrual of Interest Income	3,666,799.63	3,666,799.63
Interest and Management Fees Payable	(1,375,306.81)	(1,375,306.81)
Payable for Investment Purchased	(279,887,708.35)	(279,887,708.35)
Repurchase Agreement	1,038,849,999.95	1,038,849,999.95
Government Securities	8,322,410,727.98	8,324,272,421.94
TOTAL	\$ 9,083,922,054.96	\$ 9,085,783,748.92

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 Restard. The only source of payment to the Participants are the assets of TexSTAR. There is no secondary source of payment for the pool such as insurance or guarantee. Should you require a copy of the portfolio, please contact TexSTAR Participant Services.

TEXSTAR VERSUS 90-DAY TREASURY BILL



This material is for information purposes only. This information does not represent an offer to buy or sell a security. The above rate information is obtained from sources that are believed to be reliable; however, its accuracy or completeness may be subject to change. The TexSTAR management fee may be waived in full or in part at the discretion of the TexSTAR co-administrators and the TexSTAR rate for the period shown reflects waiver of fees. This table represents historical investment performance/return to the customer, net of fees, and is not an indication of future performance. An investment in the security is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the issuer seeks to preserve the value of an investment of \$1.00 per share, it is possible to lose money by investing in the security. Information about these and other program details are in the fund's Information Statement which should be read carefully before investing. The yield on the 90-Day Treaslil [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 consists 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. The TexSTAR yield is calculated in accordance with regulations governing the registration of open-end management investment companies under the Investment Company Act of 1940 as promulgated from time to time by the federal Securities and Exchange Commission.

DAILY SUMMARY FOR OCTOBER 2020

DATE	MNY MKT FUND EQUIV. [SEC Std.]	DAILY ALLOCATION FACTOR	INVESTED BALANCE	MARKET VALUE PER SHARE	WAM DAYS (1)*	WAL DAYS (2)*
10/1/2020	0.1131%	0.000003099	\$9,392,238,658.62	1.000254	44	105
10/2/2020	0.1139%	0.000003120	\$9,432,740,053.71	1.000244	42	102
10/3/2020	0.1139%	0.000003120	\$9,432,740,053.71	1.000244	42	102
10/4/2020	0.1139%	0.000003120	\$9,432,740,053.71	1.000244	42	102
10/5/2020	0.1221%	0.000003346	\$9,379,396,782.89	1.000244	41	102
10/6/2020	0.1170%	0.000003206	\$9,450,899,459.13	1.000241	40	101
10/7/2020	0.1179%	0.000003229	\$9,450,050,133.57	1.000238	40	100
10/8/2020	0.1149%	0.000003147	\$9,328,116,150.55	1.000238	46	107
10/9/2020	0.1137%	0.000003116	\$9,319,292,524.95	1.000225	43	103
10/10/2020	0.1137%	0.000003116	\$9,319,292,524.95	1.000225	43	103
10/11/2020	0.1137%	0.000003116	\$9,319,292,524.95	1.000225	43	103
10/12/2020	0.1137%	0.000003116	\$9,319,292,524.95	1.000225	43	103
10/13/2020	0.1130%	0.000003097	\$9,279,678,475.21	1.000223	43	103
10/14/2020	0.1141%	0.000003125	\$9,306,637,478.92	1.000219	44	102
10/15/2020	0.1159%	0.000003175	\$9,303,667,956.92	1.000218	43	101
10/16/2020	0.1157%	0.000003170	\$9,262,411,869.37	1.000218	41	99
10/17/2020	0.1157%	0.000003170	\$9,262,411,869.37	1.000218	41	99
10/18/2020	0.1157%	0.000003170	\$9,262,411,869.37	1.000218	41	99
10/19/2020	0.1126%	0.000003086	\$9,281,061,769.76	1.000216	42	98
10/20/2020	0.1146%	0.000003141	\$9,278,064,210.07	1.000216	42	99
10/21/2020	0.1122%	0.000003073	\$9,258,658,579.10	1.000219	42	98
10/22/2020	0.1121%	0.000003070	\$9,203,148,686.31	1.000214	42	101
10/23/2020	0.1132%	0.000003102	\$9,224,691,997.14	1.000210	40	98
10/24/2020	0.1132%	0.000003102	\$9,224,691,997.14	1.000210	40	98
10/25/2020	0.1132%	0.000003102	\$9,224,691,997.14	1.000210	40	98
10/26/2020	0.1166%	0.000003194	\$9,172,412,986.67	1.000207	40	98
10/27/2020	0.1170%	0.000003205	\$9,150,285,949.51	1.000208	39	97
10/28/2020	0.1165%	0.000003191	\$9,146,135,188.61	1.000207	42	99
10/29/2020	0.1154%	0.000003161	\$9,137,259,896.62	1.000201	41	98
10/30/2020	0.1187%	0.000003251	\$9,083,922,054.96	1.000203	39	97
10/31/2020	0.1187%	0.000003251	\$9,083,922,054.96	1.000203	39	97
			19			
Average	0.1150%	0.000003151	\$9,281,363,172.03		42	100



(continued from page 1)

Wages grew 0.1% m/m for all workers and were flat for production and non-supervisory workers. The economy has now regained 52% of the 22 million jobs lost between February and April. Although this jobs report demonstrated solid progress in a gradual recovery, the pace of progress has slowed considerably. There continue to be wide swaths of the U.S. economy, which simply cannot go back to normal in a worsening pandemic, including travel, leisure, entertainment, restaurants and bricks-and-mortar retailing. Inflation is gradually increasing but remains below the Fed's 2% target with September headline and Core PCE at 1.4% and 1.5% year over year respectively. While low energy prices and slack in the economy continue to put downward pressure on inflation, price pressures appear stronger than what would have been expected in the wake of a downturn as severe as the 2020 recession.

The Federal Open Market Committee (FOMC) maintained the federal funds target rate at a range of 0.00%-0.25%. The Committee will also maintain its current pace of asset purchases of \$80 billion per month. It also further clarified conditions for adjusting policy rates relating to its new average inflation targeting framework: 1) inflation would need to run moderately above 2% for a period of time to compensate for periods of low inflation, and 2) longer-term inflation expectations would need to remain anchored at 2%. This means allowing inflation to run above 2% to make up for past short-falls, leaving rates close to zero for even longer than expected.

Outlook

All eyes are on the November U.S. election given the significant market and policy implications, as U.S. fiscal stimulus, taxation, regulation, and foreign affairs policies could shift. A "blue wave" or a Democratic sweep would bring higher corporate and individual taxes, but with fiscal stimulus frontloaded, it can positively boost the near-term growth outlook. A "red wave" or a Republican sweep suggests less fiscal stimulus in 2021 and less fiscal drag in 2022 with no new taxes and more market volatility due to less policy predictability. Finally, a divided government suggests less fiscal stimulus in 2021, stable inflation, elevated deficit and slower growth.

At this time, the election is too close to call as the results in a number of battleground states will take some time to be decided. However, the probability of a Democratic "blue wave" now appears to have declined as the probability for a divided government has increased.

This information is an excerpt from an economic report dated October 2020 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

TEXSTAR BOARD MEMBERS

William Chapman	Central Texas Regional Mobility Authority	Governing Board President
Nell Lange	City of Frisco	Governing Board Vice President
Eric Cannon	City of Allen	Governing Board Treasurer
David Medanich	Hilltop Securities	Governing Board Secretary
Jennifer Novak	J.P. Morgan Asset Management	Governing Board Asst. Sec./Treas
Monte Mercer	North Central TX Council of Government	Advisory Board
Becky Brooks	City of Grand Prairie	Advisory Board
David Pate	Richardson ISD	Advisory Board
James Mauldin	DFW Airport/Non-Participant	Advisory Board
Sandra Newby	Tarrant Regional Water Dist/Non-Participant	Advisory Board
Ron Whitehead	Qualified Non-Participant	Advisory Board

The material provided to TexSTAR from J.P. Morgan Asset Management, Inc., the investment manager of the TexSTAR pool, is for informational and educational purposes only, as of the date of writing and may change at any time based on market or other conditions and may not come to pass. While we believe the information presented is reliable, we cannot guarantee its accuracy. HilltopSecurities is a wholly owned subsidiary of Hilltop Holdings, Inc. (NYSE: HTH) located at 1201 Elm Street, Suite 3500, Dallas, Texas 75270, (214) 859-1800. Member NYSE/FINRA/SIPC. Past performance is no guarantee of future results. Investment Management Services are offered through J.P. Morgan Asset Management Inc. and/or its affiliates. Marketing and Enrollment duties are offered through HilltopSecurities and/or its affiliates. HilltopSecurities and J.P. Morgan Asset Management Inc. are separate entities.





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

RESOLUTION NO. 20-095

RESOLUTION AUTHORIZING ACQUISITION OF PROPERTY RIGHTS BY PURCHASE AGREEMENT FOR CERTAIN PROPERTY IN WILLIAMSON COUNTY FOR THE 183A PHASE III PROJECT (PARCEL 2E)

WHEREAS, pursuant to and under the authority of Subchapter E, Chapter 370, Texas Transportation Code and other applicable law, the Central Texas Regional Mobility Authority ("Mobility Authority") hereby finds and determines that to promote the public safety, to facilitate the safety and movement of traffic, and to preserve the financial investment of the public in its roadways and the roadways of the State of Texas, public convenience and necessity requires acquisition of a waterline easement interest in and to three parcels of land totaling approximately 0.0406 acres, further described by metes and bounds in Exhibit A to this Resolution (collectively, the "Property"), owned by **C. CRAIG CARLTON and CURTIS GRIFFIN** (the "Owner"), located at North US Hwy 183 in Leander, Williamson County, Texas for the construction, reconstruction, maintaining, widening, straightening, lengthening, and operating of the US 183A Phase III Project (the "Project"), as a part of the improvements to the Project; and

WHEREAS, an independent, professional appraisal report of the Property has been submitted to the Mobility Authority, and an amount has been established to be just compensation for the property rights to be acquired; and

WHEREAS, the Owner has agreed to sell the Property to the Mobility Authority for the negotiated amount of \$9,000.00; and

WHEREAS, the Owner has executed a Real Estate Contract ("Contract") setting out the terms of Purchase for the Property in the approved Mobility Authority appraisal amount, which Contract is attached hereto as <u>Exhibit A</u> to this Resolution;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors that the Executive Director is specifically authorized to execute the Contract, and any other documents reasonably necessary to complete the closing of the transaction to acquire the Property as set out herein.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 16th day of December 2020.

Submitted and reviewed by: Approved:

Geoffrey Petrov, General Counsel

Robert W Jenkins Jr (Dec 16, 2020 11:41 CST)

Robert W. Jenkins, Jr. Chairman, Board of Directors

Exhibit A

Sheets & Crossfield, PLLC

ATTORNEYS AT LAW

309 East Main Street • Round Rock, TX 78664-5246
Phone 512-738-8725 (D) • fax 512-255-8986
don@scrrlaw.com

September 21, 2020

Curtis Griffin 6207 Bee Cave Road, Suite 265 Austin, Texas 78746

Re:

CTRMA/City of Georgetown 183A Toll construction project

Parcel No.: 2E

Dear Mr. Griffin:

Please allow this letter to set out my understanding regarding our Agreement for the acquisition of a permanent waterline easement in and across portions of the property owned by C. Craig Carlton and Curtis Griffin ("Owner") as part of the Central Texas Regional Mobility Authority's ("CTRMA") proposed improvements to 183A and related utility adjustments ("Project").

By execution of this letter the parties agree as follows:

- 1. In return for Owner's delivery to CTRMA of a fully executed and acknowledged waterline easement ("Easement") in and to three parcels of land totaling approximately 0.0406 acre, and in the form as set out in Exhibit "A" attached hereto and incorporated herein, CTRMA shall pay Owner the sum of \$9,000.00 in cash.
- 2. If requested by CTRMA, the Closing and completion of this transaction shall take place at Independence Title ("Title Company") within thirty (30) days after full execution of this Agreement, or at other date and time agreed to between the parties.

Upon request Owner shall provide reasonable assistance, at no cost to Owner, to cause the Title Company to issue a policy of title insurance, with standard printed exceptions, to CTRMA or the City of Georgetown in completion of this transaction. CTRMA shall be responsible for all fees and costs associated with this transaction, except that each party shall be responsible for any attorney's fees they incur. Owner shall assist Authority and Title Company with any curative measures or mortgage lien consent or subordination required as a condition of the Closing.

3. This Agreement is being made, and the Easement is being delivered, in lieu of condemnation.

If this meets with your understanding please execute this letter where indicated and return it to me, and we will have this approved and signed by the CTRMA and process this for payment and Closing as quickly as possible.

Please feel free to contact me at any time if you have any questions or concerns about these issues.

Very truly yours,

Don Childs Sheets & Crossfield, PLLC

AGREED:

C. Craig Carton

Date: 11/10/2020

Curtis Griffin

Date: 11-10 - Zeco

ACCEPTED AND AGREED:

Date:_____

CENTRAL TEXAS REGIONAL MOBILITY	AUTHORITY
By:	
Printed Name:	
Its:	

EXHIBIT "A" FORM OF EASEMENT FOLLOWS

WATER LINE EASEMENT

STATE OF TEXAS	§ 8	KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF WILLIAMSON	§	

This Agreement (this "Agreement") is made on the _____ day of ______, 2020, between C. CRAIG CARLTON and CRUTIS GRIFFIN, whose address is 505 Brandon Way, Austin, Texas 78733 (hereinafter referred to as "Grantor"), and the CITY OF GEORGETOWN, a Texas home-rule municipal corporation, whose address is P.O. Box 409 Georgetown, Texas 78627, <u>ATTN</u>: Georgetown City Secretary (herein referred to as "Grantee").

1. For the good and valuable consideration described in Paragraph 2 below, Grantor hereby GRANTS, SELLS and CONVEYS to Grantee, its successors and assigns, an EXCLUSIVE easement and right-of-way (the "Easement") for the placement, construction, operation, repair, maintenance, replacement, upgrade, rebuilding, relocation and/or removal of subsurface water lines and related at grade or subsurface facilities (collectively, the "Facilities") on, over, under, and across the following described property of the Grantor, to wit:

Being all that certain tract, piece or parcel of land lying and being situated in the County of Williamson, State of Texas, being more particularly described by metes and bounds in **Exhibits A-C** attached hereto and made a part hereof for all purposes (herein sometimes referred to as the "Easement Area" or the "Property").

- 2. The Easement and the rights and privileges herein conveyed, are granted for and in consideration of the sum of One and No/100 Dollars (\$1.00) and other good and valuable consideration to Grantor in hand paid by Grantee, the receipt and sufficiency of which is hereby acknowledged and confessed.
- 3. The Easement, with its rights and privileges, shall be used only for the purpose of placing, constructing, operating, repairing, maintaining, rebuilding, replacing, upgrading, relocating, and/or removing the Facilities. The Easement additionally includes the following rights: (1) the right to change the size of the Facilities; (2) the right to relocate the Facilities within the Easement; and (3) the right to remove from the Easement all trees and parts thereof, or other obstructions, which endanger or may interfere with the efficiency and maintenance of the Facilities.
- 4. The duration of the Easement is perpetual.
- 5. Grantor and Grantor's heirs, personal representatives, successors, and assigns are and shall be bound to WARRANT and FOREVER DEFEND the Easement and the rights conveyed in this Agreement to Grantee and Grantee's successors and assigns, against every person lawfully claiming or to claim all or any part thereof.

- 6. The Easement, and the rights and privileges granted by this Agreement, are EXCLUSIVE to Grantee, and Grantee's successors and assigns, and Grantor covenants that Grantor shall not convey any other easement, license, or conflicting right to use in any manner, the area (or any portion thereof) covered by this grant.
- 7. Grantor reserves the right to construct streets, roads, driveways, landscaping, curbing, and utilities, including water, gas, telecommunication, and electrical lines, (collectively, the "Grantor Improvements") across the Easement Area at a generally perpendicular angle to the Facilities, subject to the following requirements: (1) the construction, placement, maintenance, inspection, operation, repair, alteration, replacement and/or removal of the Grantor Improvements shall not materially interfere with Grantee's rights herein, and (2) Grantor shall first obtain from Grantee a license, not to be unreasonably withheld or delayed, for the encroachment of the GRANTOR Improvements into the Easement Area. Grantor hereby RELEASES AND HOLDS GRANTEE HARMLESS from any responsibility and liability to repair, replace, maintain, or compensate Grantor for damages to surface improvements within the Easement Area incidental to Grantor's exercise of its rights and privileges granted herein.
- 8. This Agreement contains the entire agreement between the parties relating to its subject matter. Any oral representations or modifications concerning this Agreement shall be of no force and effect. Any subsequent amendment or modification must be in writing and agreed to by all parties.
- 9. The terms of this Agreement shall be binding upon Grantor, and Grantor's heirs, personal representatives, successors, and assigns; shall bind and inure to the benefit of the Grantee and any successors or assigns of Grantee; and shall be deemed to be a covenant running with the land.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed on this <u>lo</u> day of <u>November</u> 2020.

[signature pages follow]

GRANTOR:

C. Craig Carlton

Acknowledgement

STATE OF TEXAS

§

COUNTY OF TVAVIS

§ 8

This instrument was acknowledged before me on this the <u>May</u> of <u>November</u>, 2020, by C. Craig Carlton, in the capacity and for the purposes and consideration recited herein.



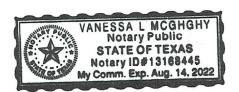
Notary Public, State of Texas

183A—Parcel 2E (Parts 1-3)
GRANTOR:

Acknowledgement

STATE OF TEXAS §
COUNTY OF TYAVIS §

This instrument was acknowledged before me on this the 10 day of November 2020, by Curtis Griffin, in the capacity and for the purposes and consideration recited herein.



V.M Collegius

Notary Public, State(pf Texas

Consent and Subordination by Lienholder

FIRST UNITED BANK AND TRUST COMPANY ("Lienholder"), as the holder of [a] lien[s] on the Property subject to the Waterline Easement above by Deed of Trust recorded in Document No. 2019091159, consents to the above grant of an Easement, including the terms and conditions of the grant, and Lienholder subordinates its lien[s] to the rights and interests of Grantee, so that a foreclosure of the lien[s] will not extinguish the rights and interests of Grantee.

Fi	rst United Bank and Trust Company
By	me: Pika Castillo
	tle:
STATE OF TEXAS	§
COUNTY OF WILLIAMSON	§
This instrument was acknowledged before me on this the lot day of Northern, 2020, by filar Castillo, the Senior Vice resident of First United Bank and Trust Company, in the capacity and for the purposes and consideration recited herein	
DIANE AMAYA Notary ID #131654 My Commission Exp July 25, 2022	

EXHIBIT " "

County: Williamson Page 1 of 5 Highway: U.S. Highway 183 February 7, 2020

Project Limits: From County Road 258/213 to Hero Way Revised October 8,2020

ROW CSJ: 0914-05-192

DESCRIPTION OF A 0.0082 OF ONE ACRE EASEMENT

Description of a 0.0082 of one acre (357 square foot) easement out of the John B. Robinson Survey, Abstract No. 521, in Williamson County, Texas, same being a portion that tract described as 54.49 acres conveyed to C. Craig Carlton and Curtis Griffin by deed, as recorded in Document No. 2019091158, Official Public Records, Williamson County, Texas; said 0.0082 of one acre easement being more particularly described by metes and bounds as follows:

BEGINNING at a point at the southeast corner of this easement, being in the east line of said 54.49 acre Carlton tract, the west line of that tract described as 0.935 of one acre conveyed to the State of Texas by deed, as recorded in Volume 453, Page 648, Deed Records, Williamson County, Texas and in the existing west right-of-way line of U.S. Highway 183 (varying width), said POINT OF BEGINNING having coordinates of N=10,205,103.47 E=3,071,961.70, from which a TxDOT Type I monument found bears S21°00′10″E 575.28 feet, S22°35′34″E 683.55 feet and S20°59′36″E 1,175.49 feet, and also from which a 1/2″ iron rod with "Haynie Consulting" cap found bears S21°00′10″E 575.28 feet, S22°35′34″E 683.55 feet, S20°59′36″E 1,263.75 feet to a point at the southeast corner of said 54.49 acre Carlton tract and the northeast corner of Lot 3A, Block 1, Whitewing Subdivision, a Resubdivision of San Gabriel Ridge, Section 2, Lot 1, a subdivision of record in Document No. 2019011474, Official Public Records, Williamson County, Texas, said Lot 3A conveyed to Grads, LLC by deed as recorded in Document No. 2017035960, Official Public Records, Williamson County, Texas, and S69°00′24″W 0.44 feet;

- 1) THENCE, with the south line of this easement, crossing said 54.49 acre Carlton tract, S69°15'05"W 17.83 feet to a point at the southwest corner of this easement;
- 2) THENCE, with the west line of this easement, crossing 54.49 acre Carlton tract, N21°02'33"W 20.00 feet to a point at the northwest corner of this easement;
- 3) THENCE, with the north line of this easement, crossing said 54.49 acre Carlton tract, N69°15'05"E 17.84 feet to a point at the northeast corner of this easement, being in the east line of said 54.49 acre Carlton tract, the west line of said 0.935 of one acre State of Texas tract and the existing west right-of-way line of U.S. Highway 183;

EXHIBIT "__"

County: Williamson Page 2 of 5 Highway: U.S. Highway 183 February 7, 2020

Project Limits: From County Road 258/213 to Hero Way Revised October 8,2020

ROW CSJ: 0914-05-192

DESCRIPTION OF A 0.0082 OF ONE ACRE EASEMENT

4) THENCE, with the east line of this easement and said 54.49 acre Carlton tract, the west line of said 0.935 acre State of Texas tract and the existing west right-of-way line of U.S. Highway 183, S21°00'10"E 20.00 feet to the POINT OF BEGINNING and containing 0.0082 of one acre, or 357 square feet within these metes and bounds, more or less.

All bearings are based on the Texas Coordinate System, Central Zone, North American Datum of 1983 (1983) HARN. All distances and coordinates were adjusted to surface using a combined scale factor of 1.00012.

A parcel plat of even date was prepared in conjunction with this property description.

STATE OF TEXAS §

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TRAVIS §

That I, Chris Conrad, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground under my direction and supervision.

WITNESS MY HAND AND SEAL at Austin, Travis County, Texas, this the 8th day of October 8, 2020 A.D.

SURVEYED BY:

McGRAY & McGRAY LAND SURVEYORS, INC.

§

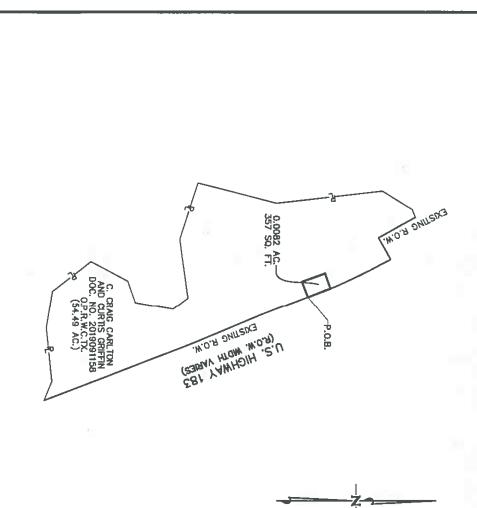
3301 Hancock Dr., Ste. 6 Austin, TX 78731 (512) 451-8591

TBPELS Survey Firm# 10095500

Chris Conrad, Reg. Professional Land Surveyor No. 5623

RTG-19-041-US 183A/Description/0.0082 Ac Esmt_REV02

Issued 09/10/2020, Revised 10/08/2020





- ALL BEARINGS AND COORDINATES ARE BASED ON THE TEXAS COORDINATE SYSTEM, CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983, (1993) HARN. ALL DISTANCES AND COORDINATES SHOWN ARE SURFACE AND MAY BE CONVERTED TO GRID BY DIVIDING BY A COMBINED ADJUSTMENT FACTOR OF 1.00012.
- PROPOSED ENGINEER'S BASELINE PROVIDED BY RTG AS OF JUNE 16, 2019 MAY NOT MATCH PROPOSED CONSTRUCTION BASELINE OR AS-BUILT BASELINE DUE TO DESIGN CHANGES.
- ABSTRACTING WAS PERFORMED FROM JUNE 2019 THROUGH JULY 2019.
- FIELD SURVEYING WAS PERFORMED FROM JUNE 2019, JULY 2019 AND JANUARY
- A PROPERTY DESCRIPTION OF EVEN DATE WAS PREPARED IN CONJUNCTION WITH THIS PARCEL PLAT.

Ņ

I HEREBY CERTIFY THAT THIS PLAT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND THAT THE PROPERTY SHOWN HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION.



10/08/2020

DATE

CHRIS CONRAD, REG. PROF. LAND SURVEYOR NO. 5623

PAGE 3 OF

REVISIONS:

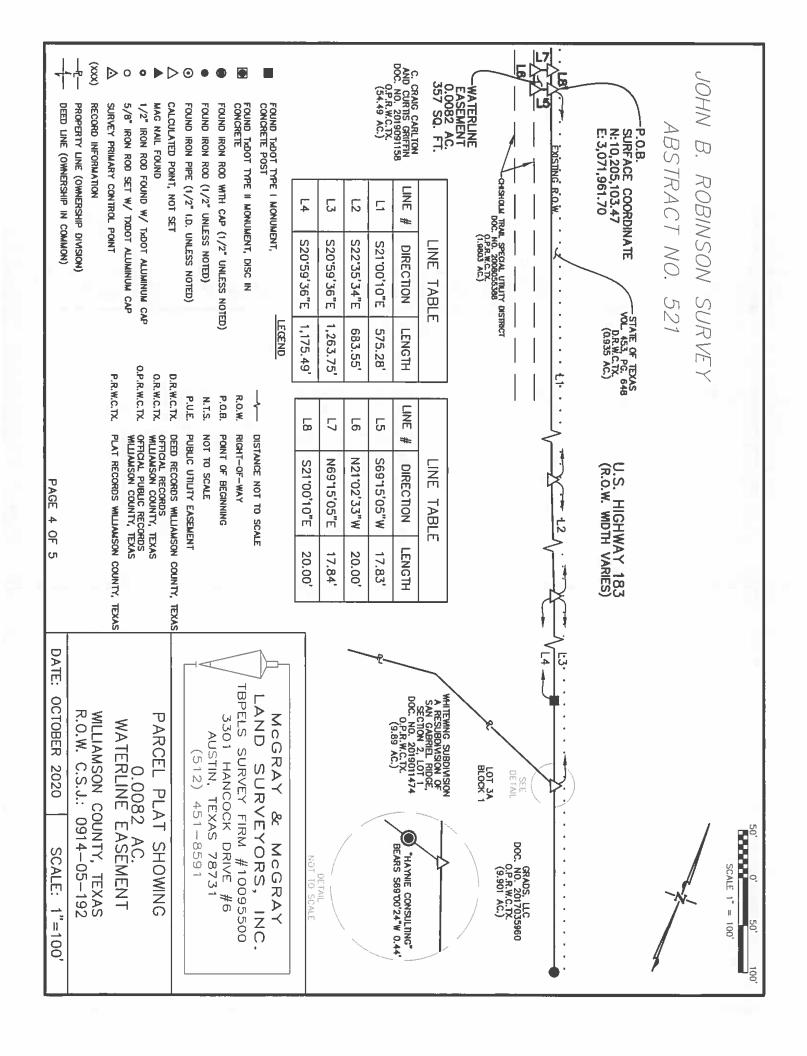
09/10/2020- ADDRESSED TITLE COMMITMENT. 10/08/2020- REVISED TITLE COMMITMENT NOTES.

TBPELS SURVEY FIRM #10095500 LAND SURVEYORS, INC McGRAY 3301 HANCOCK DRIVE #6 AUSTIN, TEXAS 78731 (512) 451-8591 æ McGRAY

WILLIAMSON COUNTY, TEXAS R.O.W. C.S.J.: 0914-05-192 PARCEL PLAT SHOWING 0.0082 AC. WATERLINE EASEMENT

DATE: OCTOBER 2020

SCALE: N.T.S.



THE SURVEY SHOWN HEREON WAS PREPARED IN CONJUNCTION WITH THAT COMMITMENT, FOR TITLE INSURANCE, GF. NO. 2011247—KFO, ISSUED BY, TITLE RESOURCES GUARANTY COMPANY EFFECTIVE DATE MARCH 11, 2020, ISSUED DATE MARCH, 19, 2020.

RESTRICTIVE COVENANTS: DOCUMENT NO. 2002087768, DOCUMENT NO. 2004071573, OFFICIAL PUBLIC RECORDS, WILLIAMSON COUNTY, TEXAS.

OAL EASEMENT:

RECORDS, WILLIAMSON COUNTY, TEXAS. RECORDED: VOLUME 407, PAGE 544 AND VOLUME 408, PAGE 233, DEED

PURPOSE: CHANNEL DOES NOT AFFECT.

10B. EASEMENT:
RECORDED: VOLUME 594, PAGE 789, DEED RECORDS,
WILLIAMSON COUNTY,

NOT AFFECT. TO: SOUTHWESTERN BELL TELEPHONE COMPANY PURPOSE: TELECOMMUNICATION LINES AND SYSTEMS, DOES

10C. EASEMENT:
RECORDED: VOLUME 964, PAGE 449, FURTHER AFFECTED BY
VOLUME 2168,
PAGE 44, OFFICIAL RECORDS, WILLIAMSON COUNTY, TEXAS.
TO: CHISHOLM TAIL WATER SUPPLY CORP., AS CONVEYED TO

TRAIL SPECIAL UTILITY DISTRICT PURPOSE: POTABLE WATER PIPELINE, DOES NOT AFFECT.

10D. EASEMENT: RECORDED: DOCUMENT NO. 2007055695, OFFICIAL PUBLIC WILLIAMSON COUNTY, TEXAS.

PURPOSE: ACCESS EASEMENT, DOES NOT AFFECT.

RECORDED: DOCUMENT NO. 2007055701, OFFICIAL PUBLIC RECORDS, OE. EASEMENT:

WILLIAMSON COUNTY, TEXAS.

TO: WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13

PURPOSE: WASTEWATER LINE AND APPURTENANCES

FURTHER AFFECTED BY ASSIGNMENT OF EASEMENT TO LOWER
COLORADO RIVER
AUTHORITY IN DOCUMENT NO. 2007055703, OFFICIAL PUBLIC
RECORDS, WILLIAMSON

COUNTY, TEXAS. DOES NOT AFFECT.

RECORDS. RECORDED: DOCUMENT NO. 2007055702, OFFICIAL PUBLIC IOF. EASEMENT:

WILLAMSÓN COUNTY, TEXAS.
TO: WILLAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13
PURPOSE: WASTEWATER LINE AND APPURTENANCES
FURTHER AFFECTED BY ASSIGNMENT OF EASEMENT TO LOWER COUNTY, TEXAS. DOES NOT AFFECT. COLDRADO RIVER
AUTHORITY IN DOCUMENT NO. 2007055703, OFFICIAL PUBLIC

10G. EASEMENT:
RECORDED: DOCUMENT NO. 2008055388, OFFICIAL PUBLIC RECORDS,
WILLMASON COUNTY, TEXAS.
TO: CHISHOLM TRAIL SPECIAL UTILITY DISTRICT PURPOSE: WATER LINE AND APPURTENANCES ABUTTS, DOES NOT AFFECT.

RECORDED: DOCUMENT NO. 2008091995, OFFICIAL PUBLIC RECORDS, WILLIAMSON COUNTY, TEXAS. TO: WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13 PURPOSE: DRAINAGE EASEMENT AND RIGHT-OF-WAY DOES NOT AFFECT. 100. EASEMENT:

10P. EASEMENT:
RECORDED; DOCUMENT NO. 2009085215, OFFICIAL PUBLIC RECORDS; WILLIAMSON
COUNTY, TEXAS.
10: WILLIAMSON COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. 13
PURPOSE: DRAINAGE EASEMENT. DOES NOT AFFECT.

10Q. EASEMENT:
RECORDED: DOCUMENT NO. 2016009424, OFFICIAL I
RECORDS, WILLIAMSON
COUNTY, TEXAS.
TO: WILLIAMSON COUNTY, TEXAS
PURPOSE: DRAINAGE EASEMENT, BOES NOT AFFECT. NO. 2016009424, OFFICIAL PUBLIC

10R. EASEMENT:
RECORDED: DOCUMENT N
RECORDS, WILLIAMSON
COUNTY, TEXAS. NO. 2014011118, OFFICIAL PUBLIC

PURPOSE: UTILITY, DOES NOT AFFECT

10S. EASEMENT:
RECORDED: DOCCUMENT NO. 2014011119, OFFICIAL PUBLIC RECORDS. WILLIAMSON
COUNTY, TEXAS. PURPOSE: UTILITY, DOES NOT AFFECT

McGRAY

TBPELS SURVEY FIRM #10095500 LAND SURVEYORS, INC 3301 HANCOCK DRIVE #6 AUSTIN, 512) TEXAS 78731 451 - 8591ሎ McGRAY

R.O.W. C.S.J.: WILLIAMSON COUNTY, TEXAS PARCEL 0.0082 AC. WATERLINE EASEMENT PLAT SHOWING 0914-05-192

DATE: **OCTOBER** 2020

PAGE G 유

SCALE: N.T.S.

EXHIBIT " "

County: Williamson Page 1 of 5 Highway: U.S. Highway 183 February 7, 2020 Revised October 8,2020

Project Limits: From County Road 258/213 to Hero Way

ROW CSJ: 0914-05-192

DESCRIPTION OF A 0.0077 OF ONE ACRE EASEMENT

Description of a 0.0077 of one acre (336 square foot) easement out of the John B. Robinson Survey, Abstract No. 521, in Williamson County, Texas, same being a portion that tract described as 54.49 acres conveyed to C. Craig Carlton and Curtis Griffin by deed, as recorded in Document No. 2019091158, Official Public Records, Williamson County, Texas; said 0.0077 of one acre easement being more particularly described by metes and bounds as follows:

BEGINNING at a point at the southeast corner of this easement, being in the east line of said 54.49 acre Carlton tract, the west line of that tract described as 0.935 of one acre conveyed to the State of Texas by deed, as recorded in Volume 453, Page 648, Deed Records, Williamson County, Texas and in the existing west right-of-way line of U.S. Highway 183 (varying width), said POINT OF BEGINNING having coordinates of N=10,204,040.54 E=3,072,386.71, from which a TxDOT Type I monument found bears S22°35'34"E 113.96 feet and S20°59'36"E 1,175.49 feet, and also from which a 1/2" iron rod with "Haynie Consulting" cap found bears \$22°35'34"E 113.96 feet, S20°59'36"E 1,263.75 feet to a point at the southeast corner of said 54.49 acre Carlton tract and the northeast corner of Lot 3A, Block 1, Whitewing Subdivision, a Resubdivision of San Gabriel Ridge, Section 2, Lot 1, a subdivision of record in Document No. 2019011474, Official Public Records, Williamson County, Texas, said Lot 3A conveyed to Grads, LLC by deed as recorded in Document No. 2017035960, Official Public Records, Williamson County, Texas, and S69°00'24"W 0.44 feet;

- 1) THENCE, with the south line of this easement, crossing said 54.49 acre Carlton tract, S67°26'12"W 16.81 feet to a point at the southwest corner of this easement;
- 2) THENCE, with the west line of this easement, crossing 54.49 acre Carlton tract, N22°39'16"W 20.00 feet to a point at the northwest corner of this easement;
- 3) THENCE, with the north line of this easement, crossing said 54.49 acre Carlton tract, N67°26'12"E 16.83 feet to a point at the northeast corner of this easement, being in the east line of said 54.49 acre Carlton tract, the west line of said 0.935 of one acre State of Texas tract and the existing west right-of-way line of U.S. Highway 183;

EXHIBIT "__"

County: Williamson Page 2 of 5 Highway: U.S. Highway 183 February 7, 2020

Project Limits: From County Road 258/213 to Hero Way Revised October 8,2020

ROW CSJ: 0914-05-192

DESCRIPTION OF A 0.0077 OF ONE ACRE EASEMENT

4) THENCE, with the east line of this easement and said 54.49 acre Carlton tract, the west line of said 0.935 acre State of Texas tract and the existing west right-of-way line of U.S. Highway 183, S22°35'34"E 20.00 feet to the POINT OF BEGINNING and containing 0.0077 of one acre, or 336 square feet within these metes and bounds, more or less.

All bearings are based on the Texas Coordinate System, Central Zone, North American Datum of 1983 (1983) HARN. All distances and coordinates were adjusted to surface using a combined scale factor of 1.00012.

A parcel plat of even date was prepared in conjunction with this property description.

STATE OF TEXAS §

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TRAVIS §

That I, Chris Conrad, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground under my direction and supervision.

WITNESS MY HAND AND SEAL at Austin, Travis County, Texas, this the 8th day of October, 2020 A.D.

SURVEYED BY:

McGRAY & McGRAY LAND SURVEYORS, INC.

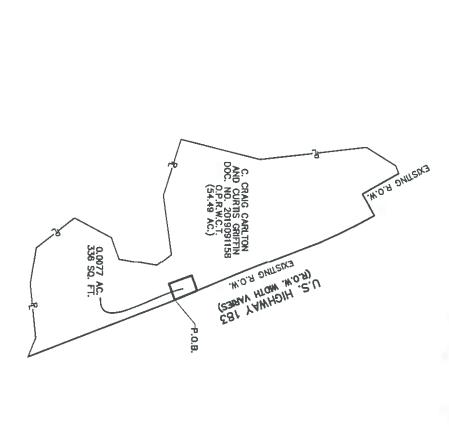
3301 Hancock Dr., Ste. 6 Austin, TX 78731 (512) 451-8591

TBPELS Survey Firm# 10095500

Chris Conrad, Reg. Professional Land Surveyor No. 5623

RTG-19-041-US 183A/Description/0.0077 Ac Esmt_REV01

Issued 02/07/2020, Revised 10/08/2020



NOTE:

- ALL BEARINGS AND COORDINATES ARE BASED ON THE TEXAS COORDINATE SYSTEM, CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983, (1993) HARN. ALL DISTANCES AND COORDINATES SHOWN ARE SURFACE AND MAY BE CONVERTED TO GRID BY DIVIDING BY A COMBINED ADJUSTMENT FACTOR OF 1.00012.
- 2. PROPOSED ENGINEER'S BASELINE PROVIDED BY RTG AS OF JUNE 16, 2019 MAY NOT MATCH PROPOSED CONSTRUCTION BASELINE OR AS-BUILT BASELINE DUE TO DESIGN CHANGES
- ABSTRACTING WAS PERFORMED FROM JUNE 2019 THROUGH JULY 2019.
- FIELD SURVEYING WAS PERFORMED FROM JUNE 2019, JULY 2019 AND JANUARY
- A PROPERTY DESCRIPTION OF EVEN DATE WAS PREPARED IN CONJUNCTION WITH THIS PARCEL PLAT.

'n

I HEREBY CERTIFY THAT THIS PLAT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND THAT THE PROPERTY SHOWN HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION.



10/08/2020

DATE

CHRIS CONRAD, REG. PROF. LAND SURVEYOR NO. 5623

PAGE 3 OF

REVISIONS:

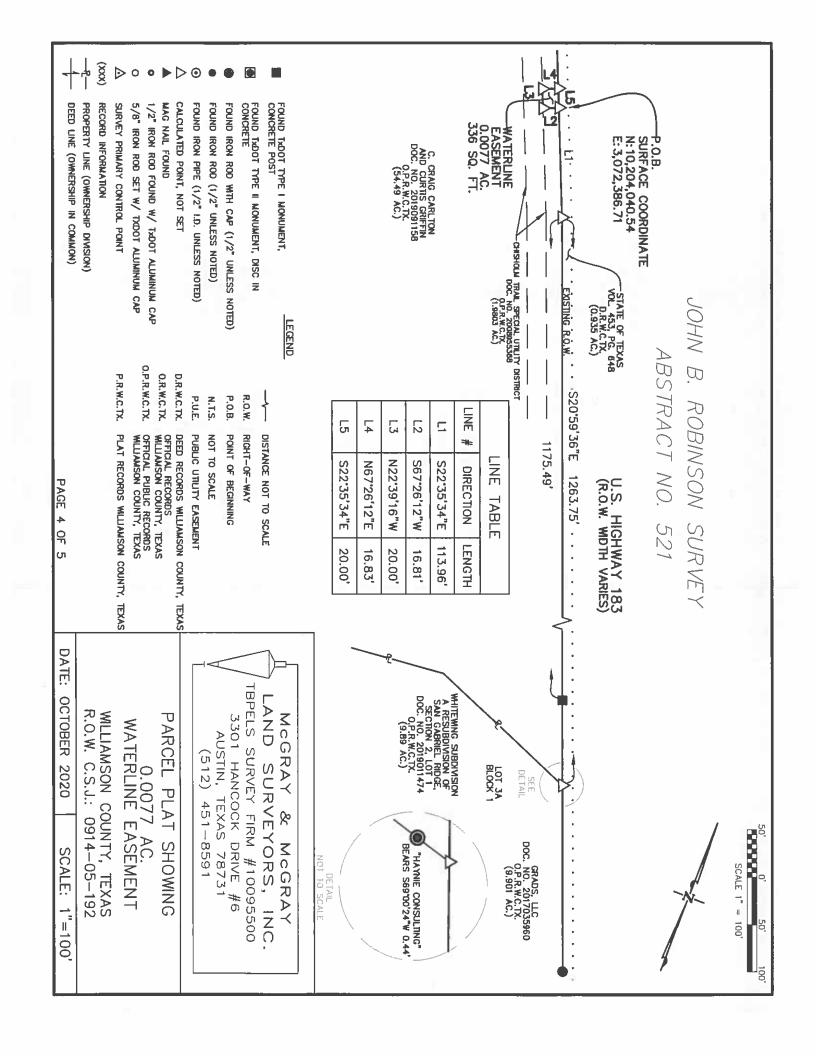
10/08/2020- ADDRESSED TITLE COMMITMENT NOTES.

TBPELS SURVEY FIRM #10095500 _AND SURVEYORS, INC. McGRAY 3301 HANCOCK DRIVE #6 AUSTIN, TEXAS 78731 (512) 451-8591 œ McGRAY

WILLIAMSON COUNTY, TEXAS R.O.W. C.S.J.: 0914-05-192 PARCEL PLAT SHOWING 0.0077 AC. WATERLINE EASEMENT

DATE: OCTOBER 2020

SCALE: N.T.S.



THE SURVEY SHOWN HEREON WAS PREPARED IN CONJUNCTION WITH THAT COMMITMENT, FOR TITLE INSURANCE, GF. NO. 2011247-KFO, ISSUED BY, TITLE RESOURCES GUARANTY COMPANY EFFECTIVE DATE MARCH 11, 2020, ISSUED DATE MARCH, 19, 2020.

1. RESTRICTIVE COVENANTS: DOCUMENT NO. 2002087768, DOCUMENT NO. 2004071573, OFFICIAL PUBLIC RECORDS, WILLIAMSON COUNTY, TEXAS. SUBJECT TO.

10A. EASEMENT:
RECORDED: VOLUME 407, PAGE 544 AND VOLUME 408,
PAGE 233, DEED
RECORDS, WILLIAMSON COUNTY, TEXAS.
TO: STATE OF TEXAS
PURPOSE: CHANNEL, DOES NOT AFFECT.

10B. EASEMENT: RECORDED: VOLUME 594, PAGE 789, DEED RECORDS, WILLIAMSON COUNTY, TEXAS.

TO: SOUTHWESTERN BELL TELEPHONE COMPANY PURPOSE: TELECOMMUNICATION LINES AND SYSTEMS, DOES NOT AFFECT.

10C. EASEMENT:
RECORDED: VOLUME 964, PAGE 449, FURTHER AFFECTED BY
VOLUME 2168,
PAGE 44, OFFICIAL RECORDS, WILLIAMSON COUNTY, TEXAS.
TO: CHISHOLM TAIL WATER SUPPLY CORP., AS CONVEYED TO
CHISHOLM
TRAIL SPECIAL UTILITY DISTRICT
PURPOSE: POTABLE WATER PIPELINE, DOES NOT AFFECT.

10D. EASEMENT: RECORDED: DOCUMENT NO. 2007055695, OFFICIAL PUBLIC RECORDS, WILLIAMSON COLINTY TEXAS

RECORDS,
WILLIAMSON COUNTY, TEXAS.
PURPOSE: ACCESS EASEMENT, DOES NOT AFFECT.

10E. EASEMENT:
RECORDOED: DOCUMENT NO. 2007055701, OFFICIAL PUBLIC
RECORDS,
WILLIAMSON COUNTY, TEXAS.
TO: WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 12

WILLIAMSÓN COUNTY, TEXAS.
TO: WILLIAMSON COUNTY MUNKCIPAL UTILITY DISTRICT NO. 13
PURPOSE: WASTEWATER LINE AND APPURTIENANCES
FURTHER AFFECTED BY ASSIGNMENT OF EASEMENT TO LOWER
COLORADO RIVER
AUTHORITY IN DOCUMENT NO. 2007055703, OFFICIAL PUBLIC
RECORDS, MYLLIAMSON
COUNTY, TEXAS. DOES NOT AFFECT.

10F. EASEMENT:
RECORDS: DOCUMENT NO. 2007055702, OFFICIAL PUBLIC RECORDS.
WILLIAMSON COUNTY, TEXAS.
TO: WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13 PURPOSE: WASTEWATER LINE AND APPURIENANCES FURTHER AFFECTED BY ASSIGNMENT OF EASEMENT TO LOWER COLORADO RIVER AUTHORITY IN DOCUMENT NO. 2007055703, OFFICIAL PUBLIC RECORDS, WILLIAMSON
COUNTY, TEXAS. DOES NOT AFFECT.

10G. EASEMENT:
RECORDED: DOCUMENT NO. 2008055388, OFFICIAL PUBLIC RECORDS,
WILLIAMSON COUNTY, TEXAS.
TO: CHISHOLM TRAIL SPECIAL UTILITY DISTRICT
PURPOSE: WATER LINE AND APPURTENANCES ABUTTS, DOES NOT AFFECT.

100. EASEMENT:
100. EASEMENT:
100. EASEMENT NO. 2008091995, OFFICIAL PUBLIC RECORDS, WILLIAMSON
COUNTY, TEXAS.
10: WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13
PURPOSE: DRAINAGE EASEMENT AND RIGHT-OF-WAY DOES
NOT AFFECTS.

10P. EASEMENT:
RECORDED: DOCUMENT NO. 2009085215, OFFICIAL PUBLIC RECORDS, WILLIAMSON
COUNTY, TEXAS.
TO: WILLIAMSON COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. 13
PURPOSE: DRAINAGE EASEMENT. DOES NOT AFFECT.

100. EASEMENT:
RECORDED: DOCUMENT NO. 2016009424, OFFICIAL PUBLIC RECORDS; WILLIAMSON
COUNTY, TEXAS;
TO: WILLIAMSON COUNTY, TEXAS
PURPOSE: DRAINAGE EASEMENT, DOES NOT AFFECT.

10R. EASEMENT:
RECORDED: DOCUMENT NO. 2014011118, OFFICIAL PUBLIC

RECORDED: DOCUMENT NO. 2014011118, OFFICIAL PUBLIC RECORDS, WILLIAMSON COUNTY, TEXAS.
PURPOSE: UTILITY, DOES NOT AFFECT.

10S. EASEMENT:
RECORDED: DOCUMENT NO. 2014011119, OFFICIAL PUBLIC RECORDED: DOCUMENT NO. 2014011119, OFFICIAL PUBLIC

RECORDED: DOCUMENT NO. 20140111119, OFFICIAL PUBLIRECORDS, WILLIAMSON
COUNTY, TEXAS.
PURPOSE: UTILITY, DOES NOT AFFECT.

LAND TBPE

McGRAY & McGRAY
LAND SURVEYORS, INC.
TBPELS FIRM #10095500
3301 HANCOCK DRIVE #6
AUSTIN, TEXAS 78731
(512) 451-8591

PARCEL PLAT SHOWING 0.0077 AC. WATERLINE EASEMENT WILLIAMSON COUNTY, TEXAS R.O.W. C.S.J.: 0914-05-192

DATE: OCTOBER 2020

SCALE: N.T.S.

PAGE 5 OF

EXHIBIT " "

County: Williamson Page 1 of 5 Highway: U.S. Highway 183 February 7, 2020

Project Limits: From County Road 258/213 to Hero Way

Revised October 8, 2020

ROW CSJ: 0914-05-192

DESCRIPTION OF A 0.0247 OF ONE ACRE EASEMENT

Description of a 0.0247 of one acre (1,078 square foot) easement out of the John B. Robinson Survey, Abstract No. 521, in Williamson County, Texas, same being a portion that tract described as 54.49 acres conveyed to C. Craig Carlton and Curtis Griffin by deed, as recorded in Document No. 2019091158, Official Public Records, Williamson County, Texas; said 0.0247 of one acre easement being more particularly described by metes and bounds as follows:

BEGINNING at a point at the southeast corner of this easement, being in the east line of said 54.49 acre Carlton tract, the west line of that tract described as 0.935 of one acre conveyed to the State of Texas by deed, as recorded in Volume 453, Page 648, Deed Records, Williamson County, Texas and in the existing west right-of-way line of U.S. Highway 183 (varying width), said POINT OF BEGINNING having coordinates of N=10,202,983.10 E=3,072,795.88, from which a TxDOT Type I monument found bears S20°59'36"E 155.56 feet, and also from which a 1/2" iron rod with "Haynie Consulting" cap found bears S20°59'36"E 243.82 feet to a point at the southeast corner of said 54.49 acre Carlton tract and the northeast corner of Lot 3A, Block 1, Whitewing Subdivision, a Resubdivision of San Gabriel Ridge, Section 2, Lot 1, a subdivision of record in Document No. 2019011474, Official Public Records, Williamson County, Texas, said Lot 3A conveyed to Grads, LLC by deed as recorded in Document No. 2017035960, Official Public Records, Williamson County, Texas, and S69°00'24"W 0.44 feet;

- 1) THENCE, with the south line of this easement, crossing said 54.49 acre Carlton tract, S69°24'22"W 53.88 feet to a point at the southwest corner of this easement;
- 2) THENCE, with the west line of this easement, crossing 54.49 acre Carlton tract, N21°02'19"W 20.00 feet to a point at the northwest corner of this easement;
- 3) THENCE, with the north line of this easement, crossing said 54.49 acre Carlton tract, N69°24'08"E 53.89 feet to a point at the northeast corner of this easement, being in the east line of said 54.49 acre Carlton tract, the west line of said 0.935 of one acre State of Texas tract and the existing west right-of-way line of U.S. Highway 183, from which a 1/2" iron rod found bears N20°59'36"W 62.60 feet;

EXHIBIT "_"

County: Williamson Page 2 of 5

Highway: U.S. Highway 183 February 7, 2020

Project Limits: From County Road 258/213 to Hero Way Revised October 8, 2020

ROW CSJ: 0914-05-192

DESCRIPTION OF A 0.0247 OF ONE ACRE EASEMENT

4) THENCE, with the east line of this easement and said 54.49 acre Carlton tract, the west line of said 0.935 acre State of Texas tract and the existing west right-of-way line of U.S. Highway 183, S20°59'36"E 20.00 feet to the POINT OF BEGINNING and containing 0.0247 of one acre, or 1,078 square feet within these metes and bounds, more or less.

All bearings are based on the Texas Coordinate System, Central Zone, North American Datum of 1983 (1983) HARN. All distances and coordinates were adjusted to surface using a combined scale factor of 1.00012.

A parcel plat of even date was prepared in conjunction with this property description.

STATE OF TEXAS §

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TRAVIS §

That I, Chris Conrad, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground under my direction and supervision.

WITNESS MY HAND AND SEAL at Austin, Travis County, Texas, this the 8th day of October, 2020 A.D.

SURVEYED BY:

McGRAY & McGRAY LAND SURVEYORS, INC.

§

3301 Hancock Dr., Ste. 6 Austin, TX 78731 (512) 451-8591

TBPELS Survey Firm# 10095500

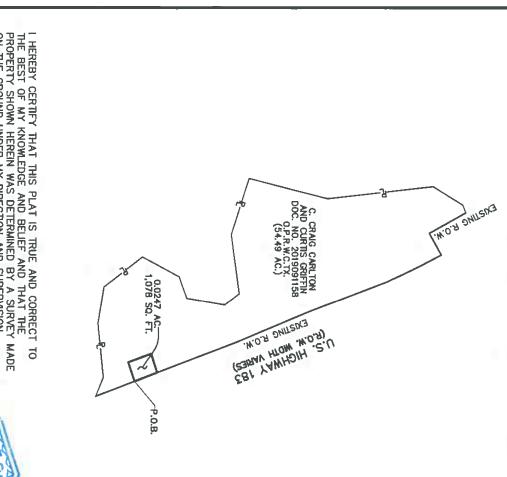
78731 (512) 451-

CHRIS CONRAD

Chris Conrad, Reg. Professional Land Surveyor No. 5623

RTG-19-041-US 183A/Description/0.0247 Ac Esmt_REV01

Issued 02/07/2020, Revised 10/08/2020



NOTES:

- ALL BEARINGS AND COORDINATES ARE BASED ON THE TEXAS COORDINATE SYSTEM, CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983, (1993) HARN. ALL DISTANCES AND COORDINATES SHOWN ARE SURFACE AND MAY BE CONVERTED TO GRID BY DIVIDING BY A COMBINED ADJUSTMENT FACTOR OF 1.00012.
- PROPOSED ENGINEER'S BASELINE PROVIDED BY RTG AS OF JUNE 16, 2019 MAY NOT MATCH PROPOSED CONSTRUCTION BASELINE OR AS-BUILT BASELINE DUE TO DESIGN CHANGES.
- ABSTRACTING WAS PERFORMED FROM JUNE 2019 THROUGH JULY 2019.
- FIELD SURVEYING WAS PERFORMED FROM JUNE 2019, JULY 2019 AND JANUARY
- A PROPERTY DESCRIPTION OF EVEN DATE WAS PREPARED IN CONJUNCTION WITH THIS PARCEL PLAT.

I HEREBY CERTIFY THAT THIS PLAT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND THAT THE PROPERTY SHOWN HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION.



10/08/2020

DATE

CHRIS CONRAD, REG. PROF. LAND SURVEYOR NO. 5623

PAGE 3 OF

REVISIONS:

10/08/2020, ADDRESSED TITLE COMMITMENT

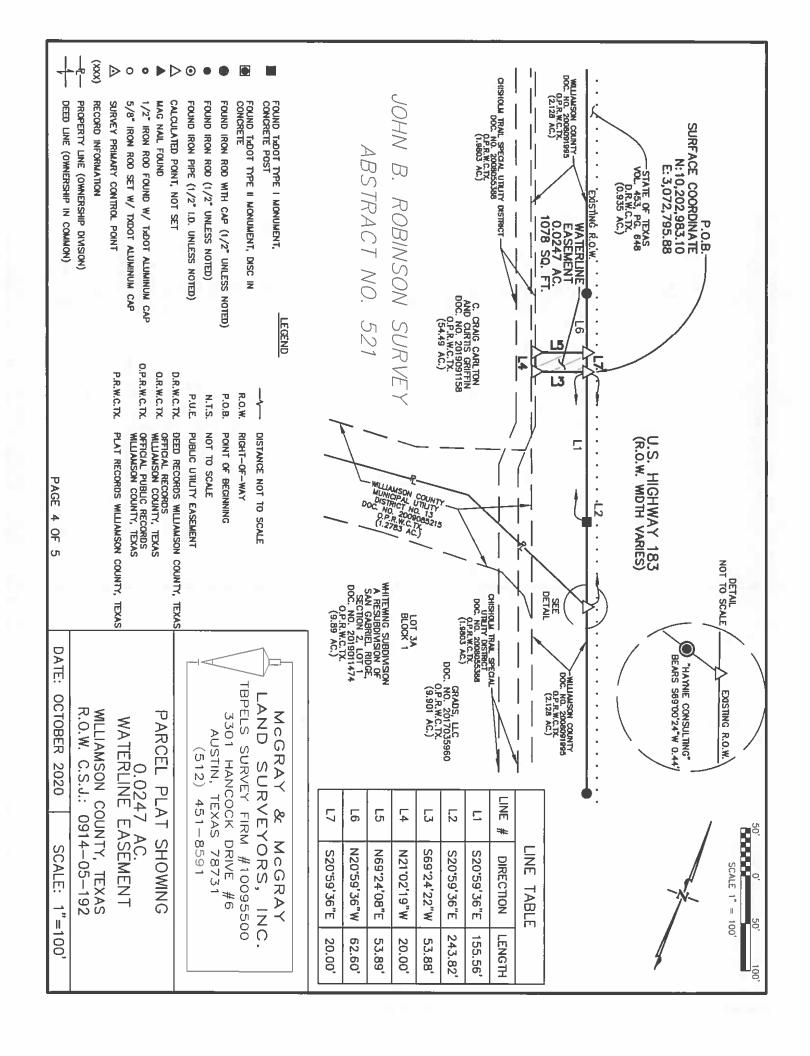
AND SURVEYORS, INC. McGRAY & McGRAY

3301 HANCOCK DRIVE #6 TBPELS FIRM #10095500 AUSTIN, TEXAS 78731 (512) 451-8591

R.O.W. C.S.J.: 0914-05-192 WILLIAMSON COUNTY, TEXAS PARCEL PLAT SHOWING 0.0247 AC. WATERLINE EASEMENT

DATE: OCTOBER 2020 SCALE:

N.T.S.



THE SURVEY SHOWN HEREON WAS PREPARED IN CONJUNCTION WITH THAT COMMITMENT, FOR TITLE INSURANCE, GF. NO. 2011247—KFO, ISSUED BY, TITLE RESOURCES GUARANTY COMPANY EFFECTIVE DATE MARCH 11, 2020, ISSUED DATE MARCH, 19, 2020.

RESTRICTIVE COVENANTS: DOCUMENT NO. 2002087768, DOCUMENT NO. 2004071573, OFFICIAL PUBLIC RECORDS, WILLIAMSON COUNTY, TEXAS. SUBJECT TO.

RECORDED: VOLUME 407, PAGE 544 AND VOLUME 408, PAGE 233, DEED RECORDS, WILLIAMSON COUNTY, TEXAS.

TO: STATE OF TEXAS PURPOSE: CHANNEL, DOES NOT AFFECT. OA EASEMENT:

108. EASEMENT: RECORDED: VOLLIME 594, PAGE 789, DEED RECORDS, WILLIAMSON COUNTY,

TO: SOUTHWESTERN BELL TELEPHONE COMPANY PURPOSE: TELECOMMUNICATION LINES AND SYSTEMS, DOES NOT AFFECT.

10C. EASEMENT:
RECORDED: VOLUME 964, PAGE 449, FURTHER AFFECTED BY
VOLUME 2168,
PAGE 44, OFFICIAL RECORDS, WILLIAMSON COUNTY, TEXAS.
TO: CHISHOLM TAIL WATER SUPPLY CORP., AS CONVEYED TO

CHISHOLM
TRAIL SPECIAL UTILITY DISTRICT
PURPOSE: POTABLE WATER PIPELINE, DOES NOT AFFECT.

100. EASEMENT:
RECORDSD: DOCUMENT NO. 2007055685, OFFICIAL PUBLIC RECORDS,
WILLIAMSON COUNTY, TEXAS.
PURPOSE: ACCESS EASEMENT, DOES NOT AFFECT.

10E. EASEMENT:
RECORDED: DOCUMENT NO. 2007055701, OFFICIAL PUBLIC

COLORADO RIVER
AUTHORITY IIL DOCUMENT NO. 2007055703, OFFICIAL PUBLIC
RECORDS, WILLIAMSON
COUNTY, TEXAS. DOES NOT AFFECT. WILLIAMSÓN COUNTY, TEXAS.
TO: WILLIAMSON COUNTY MUNCIPAL UTILITY DISTRICT NO. 13
PURPOSE: WASTEWATER LINE AND APPURTENANCES
FURTHER AFFECTED BY ASSIGNMENT OF EASEMENT TO LOWER

10F. EASEMENT: RECORDED: DOCUMENT NO. 2007055702, OFFICIAL PUBLIC RECORDS,

WILLIAMSON COUNTY, TEXAS.
TO: WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13
PURPOSE: WASTEWATER LINE AND APPURTEMANCES
FURTHER AFFECTED BY ASSIGNMENT OF EASEMENT TO LOWER
COLDRADO RIVER
AUTHORITY IN DOCUMENT NO. 2007055703, OFFICIAL PUBLIC RECORDS, WILLIAMSON COUNTY, TEXAS. DOES NOT AFFECT.

> 10G. EASEMENT:
> RECORDED: DOCUMENT NO. 2008055388, OFFICIAL PUBLIC RECORDS,
> WILLIAMSON COUNTY, TEXAS.
> TO: CHISHOLM TRAIL SPECIAL UTILITY DISTRICT
> PURPOSE: WATER LINE AND APPURTENANCES ABUTTS, DOES NOT AFFECT. ABUTTS, DOES

100. EASEMENT:
RECORDED: DOCUMENT N
RECORDS, WILLIAMSON
COUNTY, TEXAS. TO: WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13 PURPOSE: DRAINAGE EASEMENT AND RIGHT-OF-WAY AFFECTS AS SHOWN. NO. 2008091995, OFFICIAL PUBLIC

10P. EASEMENT:
RECORDED: DOCUMENT NO. 2009085215, OFFICIAL PUBLIC RECORDS, WILLIAMSON
COUNTY, TEXAS.
TO: WILLIAMSON COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. 13
PURPOSE: DRAINAGE EASEMENT. DOES NOT AFFECT.

10Q. EASEMENT:
RECORDED: DOCUMENT NO. 2016008424, OFFICIAL
RECORDS, WILLIAMSON
COUNTY, TEXAS.
TO: WILLIAMSON COUNTY, TEXAS
PURPOSE: DRAINAGE EASEMENT, DOES NOT AFFECT. NO. 2016009424, OFFICIAL PUBLIC

10R. EASEMENT: NO. 2014011118, OFFICIAL PUBLIC RECORDS. WILLIAMSON COUNTY, TEXAS. PURPOSE: UTILITY, DOES NOT AFFECT

RECORDED: DOCUMENT NO. 2014011119, OFFICIAL PUBLIC RECORDS, WILLIAMSON COUNTY, TEXAS. PURPOSE: UTILITY, DOES NOT AFFECT OS. EASEMENT:

AND SURVEYORS, McGRAY 3301 HANCOCK DRIVE #6 TBPELS FIRM #10095500 ጵ McGRAY _ Z O

AUSTIN, TEXAS 78731

512)

451 - 8591

R.O.W. C.S.J.: 0914-05-192 WILLIAMSON COUNTY, TEXAS PARCEL PLAT SHOWING 0.0247 AC. WATERLINE EASEMENT

Ch

OCTOBER 2020

DATE:

SCALE: N.T.S.

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