

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

RESOLUTION NO. 12-032

**APPROVING THE LIST OF QUALIFIED RESPONDENTS WHO MAY RESPOND TO
A REQUEST FOR DETAILED PROPOSALS TO DEVELOP THE MOPAC
IMPROVEMENT PROJECT AS A DESIGN/BUILD CONTRACTOR.**

WHEREAS, after finding the Central Texas Regional Mobility Authority (the "Mobility Authority") satisfied all the requirements of Section 228.0111, Transportation Code, the Board on September 29, 2010, enacted Resolution No. 10-86 to exercise the Mobility Authority's option to develop the MoPac Improvement Project (the "Project"); and

WHEREAS, Subchapter K, Chapter 370, Transportation Code, authorizes the Mobility Authority to use a design-build method to develop the Project; and

WHEREAS, Subchapter A, Article 7, Chapter 4 of the Mobility Authority Policy Code implements applicable state law and establishes the process the Mobility Authority will use to solicit proposals for a design-build contract to develop the Project; and

WHEREAS, in accordance with those procurement policies and state law, on April 11, 2012, the Board, by Resolution No. 12-025, authorized and directed the Executive Director to issue a Request for Qualifications to solicit qualifications submittals from teams interested in pursuing the development of the Project through a design-build contract; and

WHEREAS, on April 13, 2012, the Executive Director issued a "Request for Qualifications for Development of the MoPac Improvement Project Through a Design-Build Contract" (the "RFQ"), with a response deadline of 4:00 p.m. on May 14, 2012; and

WHEREAS, the Mobility Authority received seven responses to the RFQ, each of which complied with and was responsive to the RFQ; and

WHEREAS, the Executive Director appointed an RFQ Evaluation Committee to evaluate the responses and to recommend a short-list of teams to participate in the detailed proposal phase of the design-build contract procurement process; and

WHEREAS, pursuant to the RFQ and Mobility Authority procurement policies, the Evaluation Committee analyzed and scored each proposal using the criteria and procedure set forth in the RFQ; and

WHEREAS, the RFQ Evaluation Committee has recommended to the Executive Director those teams best qualified to submit a detailed proposal for the Project in response to a request for detailed proposals ("RFDP") to be issued after a final RFDP is approved and issued; and

WHEREAS, the Executive Director recommends to the Board that it approve the short-list of teams identified and recommended by the RFQ Evaluation Committee as listed on Exhibit A to this Resolution.

NOW THEREFORE, BE IT RESOLVED, that the Board hereby approves the short-list of teams recommended by the Executive Director, as identified and listed on Exhibit A to this Resolution; and

BE IT FURTHER RESOLVED, that the Board expresses its appreciation to all of the teams and members of the teams that submitted a response to the RFQ.

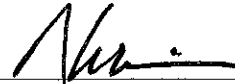
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of May, 2012.

Submitted and reviewed by:



Andrew Martin
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson
Chairman, Board of Directors
Resolution Number: 12-032
Date Passed: 5/30/2012

Exhibit A to Resolution No. 12-032

Short-List of Teams Qualified to Respond to the RFDP

To Develop the MoPac Improvement Project

ABRAMS- LANE JOINT VENTURE

JD Abrams LP (Equity Partner)
The Lane Construction Corporation (Equity Partner)
Kellogg Brown & Root Service, Inc. (Lead Design Firm)
HDR Engineering, Inc. (Lead Design Firm)
Brown & Gay
Blanton & Associates
Kleinfelder
Group Solutions
Trans Systems Corporation
RTG
Arrendondo, Zepeda & Brunz

CH2M HILL

CH2M Hill (Equity Partner and Lead Design Firm)
AIA Engineers
Crossnore Group
Hicks & Company
HVJ Associates
LJA Engineering
N-Line Traffic Maintenance
PaveTex Engineering and Testing
Royal Vista, Inc.
SAM, Inc.

DWCO - SUNDT

Dan Williams Co. (Equity Partners)
Sundt Construction, Inc. (Equity Partner)
Parsons Transportation Group, Inc. (Lead Design Firm)
H.W. Lochner, Inc.
Concept Development & Planning
KGB Texas
Maldonado-Burkett ITS
Hicks & Company
Lamb-Star Engineering
Altura Solutions, LP
MWM Design Group
Terracon
McGray & McGray Land Surveyors, Inc
Cardino TBE

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

RESOLUTION NO. 12-033

**AUTHORIZING SENDING A DRAFT REQUEST FOR DETAILED PROPOSALS
(RFDP) TO DEVELOP THE MOPAC IMPROVEMENT PROJECT TO
QUALIFIED RESPONDENTS TO RECEIVE THEIR INPUT, AND AUTHORIZE
THE EXECUTIVE DIRECTOR TO ISSUE THE FINAL RFDP UPON ITS
APPROVAL BY THE FEDERAL HIGHWAY ADMINISTRATION.**

WHEREAS, after finding the Central Texas Regional Mobility Authority (the "Mobility Authority") satisfied all the requirements of Section 228.0111, Transportation Code, the Board on September 29, 2010, enacted Resolution No. 10-86 to exercise the Mobility Authority's option to develop the MoPac Improvement Project (the "Project"); and

WHEREAS, Subchapter K, Chapter 370, Transportation Code, authorizes the Mobility Authority to use a design-build method to develop the Project; and

WHEREAS, Subchapter A, Article 7, Chapter 4 of the Mobility Authority Policy Code implements applicable state law and establishes the process the Mobility Authority will use to solicit proposals for a design-build contract to develop the Project; and

WHEREAS, these procurement policies provide that the Mobility Authority will issue a request for detailed proposals ("RFDP") to a short-list of respondents to the "Request for Qualifications for Development of the MoPac Improvement Project Through a Design-Build Contract" issued on April 13, 2012, as identified by the Mobility Authority (the "Short-List Teams"); and

WHEREAS, by a separate resolution enacted on May 30, 2012, the Board has selected the Short-List Teams qualified to receive an RFDP for a design-build contract to develop the Project; and

WHEREAS, Section 370.409 of the Transportation Code and Section 401.314 of the Policy Code provide for the payment by the Mobility Authority of a stipend to each unsuccessful proposer that submits a responsive proposal to the RFDP.

NOW THEREFORE, BE IT RESOLVED, that the Board authorizes the Executive Director to release a draft RFDP for development of the Project through a design-build contract to each of the Short-List Teams for industry review and comment; and

BE IT FURTHER RESOLVED, following receipt and consideration comments on the draft RFDP, and after the Federal Highway Administration approves a final RFDP, the Executive Director is authorized to issue the final RFDP and any necessary Addenda to each of the Short-List Teams.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of May, 2012.

Submitted and reviewed by:



Andrew Martin
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson
Chairman, Board of Directors
Resolution Number: 12-033
Date Passed: 5/30/2012

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

RESOLUTION NO. 12-034

**AUTHORIZE NEGOTIATION AND EXECUTION BY THE EXECUTIVE
DIRECTOR OF A CONTRACT TO PROVIDE INFORMATION TECHNOLOGY
CONSULTING SERVICES TO THE MOBILITY AUTHORITY.**

WHEREAS, the Mobility Authority issued a request for proposals for information technology consulting services on April 13, 2012, (the "RFP"), and received two responsive proposals to the RFP by the May 4, 2012 response submittal deadline; and

WHEREAS, those proposals were reviewed and evaluated in accordance with the Mobility Authority's procurement policies; and

WHEREAS, after a review and analysis of the proposals by a review team and the Executive Director, the Executive Director recommends awarding the contract to Sigma Information Group.

NOW, THEREFORE, BE IT RESOLVED that the Board authorizes the Executive Director to negotiate and execute a contract with Sigma Information Group for information technology consulting services on terms and conditions acceptable to the Executive Director consistent with the RFP, Mobility Authority procurement policies, and the response of Sigma Information Group to the RFP.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of May, 2012.

Submitted and reviewed by:



Andrew Martin
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson
Chairman, Board of Directors
Resolution Number: 12-034
Date Passed: 5/30/2012

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

RESOLUTION NO. 12-035

ACCEPT THE FINANCIAL REPORTS FOR MARCH AND APRIL, 2012.

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

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


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

WHEREAS, the Executive Director, working with the Chief Financial Officer, has reviewed and authorized the disbursements necessary for the months of March and April, 2012, and has caused Financial Reports to be prepared and attached to this resolution as Attachments A and B, respectively.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Financial Report for March, 2012, attached as Attachment A, and the Financial Report for April, 2012, attached as Attachment B.


Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of May, 2012.

Submitted and reviewed by:



Andrew Martin
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson
Chairman, Board of Directors
Resolution Number: 12-035
Date Passed: 5/30/2012

Attachment A

Financial Report for March, 2012

Central Texas Regional Mobility Authority

Balance Sheet

As of

March 31, 2012

March 31, 2011

Assets

Current Assets

Cash in Regions Operating Account	84,277	87,347
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Cash In TexSTAR	27,027	41,780
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Regions Payroll Account	4,171	4,751
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Restricted cash/cash equivalents

Fidelity Government MMA	24,451,918	13,417,744
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Restricted Cash-TexStar	117,377,311	86,400,576
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Regions SIB account	0	12,997,083
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Overpayment accounts	28,009	16,844
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Total Cash and Cash Equivalents	141,888,436	112,966,125
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Accounts Receivable	14,020	99,453
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Due From TTA	389,737	405,495
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Due From NTTA	45,174	30,378
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Due From HCTRA	64,586	92,911
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Due From TxDOT	1,455,788	105,656
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Due From Federal Government	463,465	677,228
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Interest Receivable	220,025	74,613
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Total Receivables	2,652,794	1,485,735
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Short Term Investments

Short Term Investments	161,707,343	11,053,366
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Other Current Assets

Prepaid Insurance	31,164	47,530
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Total Current Assets	306,364,013	125,552,756
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Construction Work In Process

	309,745,422	143,381,155
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Fixed Assets

Computers(net)	30,735	35,660
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Computer Software(net)	373,887	1,575,305
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Furniture and Fixtures(net)	13,423	19,747
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Equipment(net)	44,803	49,180
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Autos and Trucks(net)	22,994	983
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Buildings and Toll Facilities(net)	6,211,712	6,388,271
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Highways and Bridges(net)	173,994,117	178,961,324
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Communication Equipment(net)	999,148	1,177,949
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Toll Equipment(net)	2,199,018	2,660,799
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Signs(net)	4,989,142	5,122,410
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Land Improvements(net)	1,129,001	908,033
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Right of Way	24,683,553	23,683,553
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Leasehold Improvements	60,934	61,019
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Total Fixed Assets	214,752,467	220,644,234
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Long Term Investments

GIC (Restricted)	14,653,423	66,788,267
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Agencies-LT	18,145,913	0
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Other Assets

Security Deposits	8,644	9,483
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Intangible Assets	650	650
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Total Bond Issuance Costs	15,616,942	10,494,708
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Total Assets	879,287,473	566,871,253
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Liabilities

Current Liabilities

Accounts Payable	441,926	691,096
Overpayments	28,833	17,377
Interest Payable	10,837,840	4,368,731
Deferred Compensation Payable	0	3,290
TCDRS Payable	33,023	27,753
Medical Reimbursement Payable	63	0
Due to other Entities	7,066	0
Other	0	1,458
Due to State of Texas	2,098	3,289
Total Current Liabilities	11,350,849	5,112,994

Long Term Liabilities

Accrued Vac & Sick Leave Paybl	413,815	365,641
Retainage Payable	0	(284,102)
Senior Lien Revenue Bonds 2005	172,143,281	172,698,781
Senior Lien Revenue Bonds 2010	100,682,080	97,751,483
Senior Lien Revenue Bonds 2011	306,409,536	0
Sn Lien Rev Bnd Prem/Disc 2005	4,667,910	4,833,243
Sn Lien Rev Bnd Prem/Disc 2010	177,619	211,931
Tot Sr Lien Rev Bond Pay Pre/D	1,226,189	5,045,174
Subordinated Lien Bond 2010	45,000,000	45,000,000
Subordinated Lien Bond 2011	70,000,000	0
Sub Lien Bond 2011 Prem/Disc	(2,099,314)	
TIFIA note 2008	77,526,562	76,737,245
2010 Regions BAB's Payable	0	60,000,000
2011 Regions Draw Down Note	200,000	
2009 State Infrastructure loan	0	32,903,635
Total Long Term Liabilities	771,502,149	490,217,857
Total Liabilities	782,852,997	495,330,851

Net Assets Section

Contributed Capital	18,334,846	18,334,846
Net Assets beginning	61,990,955	37,178,225
Current Year Operations	16,108,676	16,027,332
Total Net Assets	78,099,631	53,205,556

Total Liabilities and Net Assets

879,287,473

566,871,253

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 3/31/2012	Percent of Budget	Actual Prior Year to Date 3/31/2011
Revenue				
Operating Revenue				
Toll Revenue-TxTag-183A	21,395,350	11,961,454	55.91%	11,753,630
Toll Revenue-HCTRA-183A	656,250	523,658	79.80%	471,270
Toll Revenue-NTTA-183A	411,600	338,079	82.14%	291,859
Video Tolls	3,004,800	2,703,205	89.96%	2,447,435
Fee revenue	1,252,000	1,101,749	88.00%	1,005,427
Total Operating Revenue	26,720,000	16,628,145	62.23%	15,969,621
Other Revenue				
Interest Income	180,000	148,019	82.23%	185,989
Grant Revenue	800,000	19,868,821	2484%	20,916,103
Reimbursed Expenditures	-	150,000		-
Misc Revenue	2,200	918,366	41744%	1,650
Gain/Loss on Redemption Bonds	-	-	0.00%	1,000
Gain/Loss on Sale of Asset	-	12,342		-
Total Other Revenue	982,200	21,097,548	2148%	21,104,742
Total Revenue	\$ 27,702,200	\$ 37,725,693	136.18%	\$ 37,074,363
Expenses				
Salaries and Wages				
Salary Expense-Regular	2,010,301	1,390,676	69.18%	1,209,753
Part Time Salry Expense	12,000	7,927	66.06%	6,146
Overtime Salary Expense	4,000	-	0.00%	-
Contractual Employees Expense	105,000	7,623	7.26%	29,550
TCDRS	304,235	195,118	64.13%	173,387
FICA	97,856	56,508	57.75%	50,375
FICA MED	30,715	19,957	64.97%	17,089
Health Insurance Expense	204,527	140,927	68.90%	109,858
Life Insurance Expense	5,374	3,056	56.87%	4,125
Auto Allowance Expense	9,000	4,462	49.58%	7,098
Other Benefits	171,305	136,647	79.77%	40,263
Unemployment Taxes	13,059	1,711	13.10%	2,874
Salary Reserve	91,871	-	0.00%	-
Total Salaries and Wages	3,059,243	1,964,611	64.22%	1,650,517

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 3/31/2012	Percent of Budget	Actual Prior Year to Date 3/31/2011
Contractual Services				
<u>Professional Services</u>				
Accounting	9,500	24,029	252.94%	5,703
Auditing	55,000	44,771	81.40%	42,650
General Engineering Consultant	1,250,000	661,104	52.89%	670,018
General System Consultant	175,000	37,484	21.42%	5,894
Image Processing	600,000	583,662	97.28%	497,614
Facility maintenance	20,000	10,740	53.70%	66,536
HERO	820,000	510,641	62.27%	581,267
Human Resources	80,000	67,281	84.10%	14,869
Legal	250,000	76,991	30.80%	77,778
Photography	15,000	12,500	83.33%	13,545
Total Professional Services	3,274,500	2,029,203	61.97%	1,975,875
<u>Other Contractual Services</u>				
IT Services	45,000	31,784	70.63%	28,299
Graphic Design Services	10,000	400	4.00%	1,858
Website Maintenance	25,000	10,875	43.50%	44,671
Research Services	25,000	3,100	12.40%	26,089
Copy Machine	9,000	4,457	49.53%	5,740
Software Licenses	26,000	805	3.09%	7,387
ETC Maintenance Contract	840,000	552,257	65.74%	491,314
ETC Development	125,000	15,356	12.28%	19,903
ETC Testing	30,000	1,620	5.40%	-
Communications and Marketing	170,000	77,777	45.75%	114,120
Advertising Expense	40,000	31,906	79.77%	39,364
Direct Mail	5,000	-	0.00%	-
Video Production	5,000	1,946	38.91%	-
Radio	15,000	-	0.00%	-
Other Public Relations	2,500	-	0.00%	-
Law Enforcement	250,000	174,600	69.84%	134,792
Special assignments	5,000	-	0.00%	-
Traffic Management	84,000	55,890	66.54%	42,306
Emergency Maintenance	10,000	-	0.00%	-
Security Contracts	600	-	0.00%	-
Roadway Maintenance Contract	300,000	74,559	24.85%	63,457

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 3/31/2012	Percent of Budget	Actual Prior Year to Date 3/31/2011
Landscape Maintenance	280,000	102,253	36.52%	81,544
Signal & Illumination Maint	175,000	60,950	34.83%	98,870
Mowing and litter control	40,000	52,095	130.24%	49,051
Hazardous Material Cleanup	10,000	-	0.00%	-
Striping	75,000	19,600	26.13%	-
Graffiti removal	10,000	-	0.00%	1,900
Cell Phones	10,700	6,283	58.72%	6,540
Local Telephone Service	16,000	9,732	60.83%	7,169
Long Distance	600	-	0.00%	217
Internet	6,000	435	7.25%	2,386
Fiber Optic System	63,000	31,999	50.79%	34,492
Other Communication Expenses	1,500	273	18.22%	1,325
Subscriptions	1,850	120	6.48%	52
Memberships	29,100	27,180	93.40%	23,000
Continuing Education	2,000	4,432	221.61%	3,100
Professional Development	5,000	3,470	69.40%	-
Seminars and Conferences	32,500	10,479	32.24%	12,565
Staff-Travel	76,500	30,482	39.85%	26,523
Other Contractual Svcs	125,200	177	0.14%	153
Roadway maintenance contract	-	-	0.00%	13,875
TxTag Collection Fees	1,347,791	909,125	67.45%	1,062,695
Contractual Contingencies	140,500	34,115	24.28%	11,748
Total Other Contractual Services	4,470,341	2,340,532	52.36%	2,456,504
Total Contractual Services	7,744,841	4,369,736	56.42%	4,432,380
Materials and Supplies				
Books & Publications	16,000	6,817	42.61%	9,529
Office Supplies	10,000	4,023	40.23%	4,576
Computer Supplies	13,000	8,107	62.36%	10,167
Copy Supplies	2,200	585	26.59%	649
Annual Report printing	10,000	7,673	76.73%	5,354
Other Reports-Printing	20,000	1,298	6.49%	640
Direct Mail Printing	5,000	-	0.00%	-
Office Supplies-Printed	3,000	1,328	44.27%	1,693
Ice Control Materials	25,000	-	0.00%	-
Maintenance Supplies-Roadway	100,000	9,175	9.17%	-

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 3/31/2012	Percent of Budget	Actual Prior Year to Date 3/31/2011
Promotional Items	10,000	-	0.00%	3,235
Displays	5,000	-	0.00%	-
ETC spare parts expense	30,000	3,178	10.59%	-
Tools & Equipment Expense	1,000	89	8.86%	14
Misc Materials & Supplies	2,000	683	34.15%	82
Total Materials and Supplies	252,200	42,956	17.03%	35,939
Operating Expenses				
Gasoline Expense	5,000	3,500	70.00%	2,848
Mileage Reimbursement	7,500	3,421	45.61%	2,535
Toll Tag Expense	4,100	2,336	56.97%	2,167
Parking	38,595	32,676	84.66%	24,064
Meeting Facilities	450	-	0.00%	100
Community Meeting/ Events	5,000	-	0.00%	500
Meeting Expense	6,750	3,388	50.19%	3,202
Public Notices	2,400	-	0.00%	-
Postage Expense	5,950	471	7.91%	536
Overnight Delivery Services	1,600	535	33.45%	89
Local Delivery Services	1,950	6	0.29%	706
Insurance Expense	90,000	53,087	58.99%	34,062
Repair & Maintenance-General	500	263	52.50%	158
Repair & Maintenance-Vehicles	100	460	459.92%	854
Repair & Maintenance Toll Equip	5,000	2,047	40.94%	-
Rent Expense	190,000	155,313	81.74%	140,349
Water	7,500	4,984	66.45%	3,469
Electricity	83,500	47,126	56.44%	46,568
Other Licenses	250	510	204.00%	235
Community Initiative Grants	65,000	47,500	73.08%	50,750
Non Cash Operating Expenses				
Amortization Expense	1,230,000	921,644	74.93%	922,212
Dep Exp- Furniture & Fixtures	16,500	6,422	38.92%	12,106
Dep Expense - Equipment	14,500	11,783	81.26%	10,783
Dep Expense - Autos & Trucks	5,000	4,599	91.98%	2,950
Dep Expense-Buildng & Toll Fac	177,000	132,419	74.81%	132,419
Dep Expense-Highways & Bridges	5,000,000	3,725,405	74.51%	3,725,405
Dep Expense-Communic Equip	195,000	143,128	73.40%	145,964

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 3/31/2012	Percent of Budget	Actual Prior Year to Date 3/31/2011
Dep Expense-Toll Equipment	465,000	346,336	74.48%	346,336
Dep Expense - Signs	135,000	99,951	74.04%	99,951
Dep Expense-Land Improvemts	52,000	49,353	94.91%	38,688
Depreciation Expense-Computers	6,500	7,309	112.44%	7,814
Total Operating Expenses	7,817,645	5,805,967	74.27%	5,757,821
Financing Expenses				
Arbitrage Rebate Calculation	2,500	5,455	218.20%	5,750
Loan Fee Expense	12,500	12,000	96.00%	11,500
Rating Agency Expense	33,000	5,300	16.06%	31,300
Trustee Fees	2,000	-	0.00%	-
Bank Fee Expense	7,500	15,890	211.87%	5,004
Continuing Disclosure	4,000	-	0.00%	-
Interest Expense	12,038,096	9,017,391	74.91%	8,893,715
Contingency	15,000	-	0.00%	-
<u>Non Cash Financing Expenses</u>				
Bond issuance expense	385,707	377,710	97.93%	223,106
Total Financing Expenses	12,500,303	9,433,747	75.47%	9,170,375
Other Gains or Losses				
Total Other Gains or Losses	-	-	0.00%	-
Total Expenses	\$ 31,374,232	\$ 21,617,017	68.90%	\$ 21,047,032
Net Income	\$ (3,672,032)	\$ 16,108,676		\$ 16,027,332

INVESTMENTS by FUND

		Balance March 31, 2012		
Renewal & Replacement Fund				
TexSTAR	660,143.78		TexSTAR	94,488,754.77
Fidelity	0.66		CD's	-
Agencies		660,144.44	Fidelity	24,451,917.74
TxDOT Grant Fund			Agencies	198,560,480.50
TexSTAR	5,417,001.17		Bayerische GIC	14,626,944.00
Fidelity	3,031,875.00			
Agencies	1,000,000.00	9,448,876.17		
Subordinate Lien DS Fund 05				
Fidelity	937,234.71	937,234.71		
Debt Service Reserve Fund 05				
TexSTAR	30,740,101.34			
Fidelity	21,544.13			
CD's	0.00			
Agencies	12,258,474.27	43,020,119.74		
Debt Service Fund 05				
Fidelity	2,521,246.23	2,521,246.23		
2010-1 Debt Service Fund				
Fidelity	734,073.14	734,073.14		
2011 Debt Service Acct				
Fidelity	2,631.04	2,631.04		
2010 Senior Lien DSF				
TexSTAR	0.15			
Fidelity	0.00	0.15		
2011 Sub Debt DSRF				
Fidelity	3,499,109.53			
Agencies	3,500,888.12	6,999,997.65		
Operating Fund				
TexSTAR	27,027.16			
TexSTAR-Trustee	147,325.79			
Fidelity	0.00			
Region's SIB Loan MMA	0.00	174,352.95		
Revenue Fund				
TexSTAR	1.00			
Fidelity	1,061,416.48	1,061,417.48		
General Fund				
TexSTAR	3,319,083.66			
Fidelity	4,183,880.86	7,502,964.52		
2010 Senior Lien Capitalized Interest				
Fidelity	531.34			
TexSTAR	3,424,671.03			
Bayerische GIC	0.00	3,425,202.37		
2010-1 Sub Lien Capitalized Interest				
Fidelity	0.00			
TexSTAR	0.09	0.09		
2010-2 Sub Lien Capitalized Interest				
TexSTAR	250,532.04			
Fidelity	0.00	250,532.04		
2011 Sr Capitalized Interest Fund				
Fidelity	34,416.03			
Agencies	35,506,241.92	35,540,657.95		
2011 Sub Capitalized Interest Fund				
Fidelity	817.38			
Agencies	9,359,307.94	9,360,125.32		
2010-1 Sub BABs subsidy				
Fidelity	0.39	0.39		
2010-2 Sub BABs subsidy				
Fidelity	2.25	2.25		
2010 Senior Lien Debt Service Reserve Fund				
TexSTAR	5,552,888.85			
Fidelity	21,937.50			
Agencies	3,940,628.25	9,515,454.60		
2010-2Sub Lien Debt Service Reserve Fund				
TexSTAR	778,462.46			
Fidelity	0.00			
Agencies	390,000.00	1,168,462.46		
2010-1Sub Lien Debt Service Reserve Fund				
TexSTAR	1,963,382.18			
Fidelity	0.00			
Agencies	2,010,640.00	3,974,022.18		
2010-1 Sub Lien Projects Fund				
TexSTAR	1,172,359.12			
Fidelity	0.00	1,172,359.12		
2010 Senior Lien Construction Fund				
TexSTAR	1.19			
Fidelity	485.30			
Bayerische GIC	14,626,944.00	14,627,430.49		
2011 Sub Debt Project fund				
Agencies	43,763,610.00			
Fidelity	0.00	43,763,610.00		
2011 Senior Lien Project Fund				
TexSTAR	41,035,773.76			
Fidelity	8,400,715.77			
Agencies	86,830,690.00	136,267,179.53		
		<u>\$ 332,128,097.01</u>		

CTRMA INVESTMENT REPORT

Month Ending 3/31/12							Rate
Balance 2/29/2012	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 3/31/2012		Mar 12
Amount in Trustee TexStar							
2011 Senior Lien Construction Fund	10.46	132,725,443.60		6,589.39	91,696,269.69	41,035,773.76	0.106%
2010 Senior Lien Construction Fund	1.19					1.19	0.106%
2010-1 Sub Lien Projects	1,004,544.78	167,708.02		106.32		1,172,359.12	0.106%
General Fund	4,172,417.54			335.81	853,669.69	3,319,083.66	0.106%
Trustee Operating Fund	147,304.24	650,000.48		21.07	650,000.00	147,325.79	0.106%
Renewal and Replacement	660,079.44			64.34		660,143.78	0.106%
TxDOT Grant Fund	4,414,362.21	1,002,158.49		480.47		5,417,001.17	0.106%
Revenue Fund	1.00					1.00	0.106%
Senior Lien Debt Service Reserve Fund	30,737,105.46			2,995.88		30,740,101.34	0.106%
2010 Senior Lien DSF	0.15					0.15	0.106%
2010 Senior Lien Debt Service Reserve Fund	5,523,577.81	28,771.22		539.82		5,552,888.85	0.106%
2010-2Sub Lien Debt Service Reserve Fund	711,131.58	67,258.20		72.68		778,462.46	0.106%
2010-1Sub Lien Debt Service Reserve Fund	1,910,954.54	52,238.77		188.87		1,963,382.18	0.106%
2010 Senior Lien Capitalized Interest	842.56	3,423,643.99		184.48		3,424,671.03	0.106%
2010-1 Sub Lien Capitalized Interest	0.09					0.09	0.106%
2010-2 Sub Lien Capitalized Interest	126.81	250,392.67		12.56		250,532.04	0.106%
	49,282,459.86	138,367,615.44	0.00	11,591.69	93,199,939.38	94,461,727.61	
Amount in TexStar Operating Fund	5,823.95	650,000.00		3.21	628,800.00	27,027.16	0.106%

CTRMA INVESTMENT REPORT

Month Ending 3/31/12							Rate
Balance 2/29/2012	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 3/31/2012		Mar 12
Fidelity Money Market Fund							
Operating Fund	0.30	650,000.00		0.18	650,000.48	0.00	0.001%
2010-1 Sub Lien Project Acct	17,707.88	150,000.00		0.14	167,708.02	0.00	0.001%
2010 Senior Lien Project Acct	425.54	1,922,353.22		0.01	1,922,293.47	485.30	0.001%
2011 Senior Lien Project Acct	362.20	235,793,389.28		4.04	227,393,039.75	8,400,715.77	0.001%
2005 Debt Service Fund	1,680,840.27	840,395.83		10.13		2,521,246.23	0.001%
2011 Senior Lien Debt Service Acct	2,631.02			0.02		2,631.04	0.001%
2010-1 Debt Service Fund	0.00	734,073.14				734,073.14	0.001%
Subordinate Lien TIFIA DS Fund	1,019,836.01	312,403.83		5.51	395,010.64	937,234.71	0.001%
2010-2 BABs Supplemental Security	2.25					2.25	0.001%
2010-2 Cap I Fund	250,390.68			1.99	250,392.67	0.00	0.001%
2010 CAP Interest Senior lien	531.34					531.34	0.001%
2011 Sr Cap I Fund	34,415.76			0.27		34,416.03	0.001%
2011 Sub Debt CAP I	817.37			0.01		817.38	0.001%
2010-1 Sub lien BABs supplemental Security	0.39					0.39	0.001%
2011 Subordinate Lien Project	0.10	73,063,643.27			73,063,643.37	0.00	0.001%
TxDOT Grant Fund	2,003,705.07	3,031,875.00		15.92	2,003,720.99	3,031,875.00	0.001%
Renewal and Replacement	0.66					0.66	0.001%
Revenue Fund	917,789.92	2,369,331.98		7.83	2,225,713.25	1,061,416.48	0.001%
General Fund	311,454.33	5,097,725.55		0.74	1,225,299.76	4,183,880.86	0.001%
2010 Senior Debt Service Reserve Fund	28,766.50			21,942.22	28,771.22	21,937.50	0.001%
2010-1 Debt Service Reserve Fund	33,696.35	18,539.95		2.47	52,238.77	0.00	0.001%
2010-2 Debt Service Reserve Fund	60,352.13	6,905.62		0.45	67,258.20	0.00	0.001%
2011 Sub Debt Debt Service Reserve Fund	3,499,081.73			27.80		3,499,109.53	0.001%
2005 Senior Lien Debt Service Reserve Fund	0.00			21,544.13		21,544.13	0.001%
24,451,917.74	9,862,807.80	323,990,636.67	0.00	43,563.86	309,445,090.59	24,451,917.74	

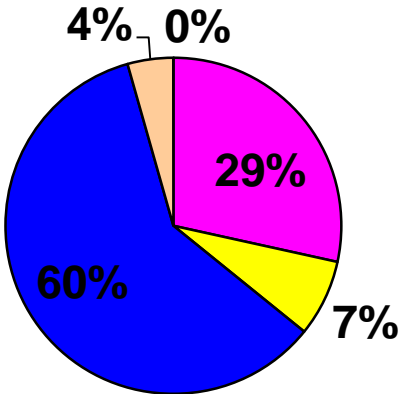
CTRMA INVESTMENT REPORT

Month Ending 3/31/12							Rate Mar 12
Balance 2/29/2012	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 3/31/2012		
Amount in Bayerische Landesbank GIC							
Senior Lien Cap-I 2010	3,419,964.75			3,679.23	3,423,643.98	0.00	0.880%
Senior Lien Project Fund 2010	16,536,629.23			12,667.99	1,922,353.22	14,626,944.00	0.850%
Senior & Sub Lien Project Fund 2011	183,615,509.82			66,550.57	183,682,060.39	0.00	0.295%
203,572,103.80	0.00	0.00	82,897.79	189,028,057.59	14,626,944.00		
Amount in Fed Agencies and Treasuries							
Amortized Principal	70,024,659.68	131,594,300.00	(58,479.17)		3,000,000.00	198,560,480.51	
Accrued Interest				84,934.70			
	70,024,659.68	131,594,300.00	(58,479.17)		3,000,000.00	198,560,480.51	
Certificates of Deposit							
Total in Pools	49,288,283.81	139,017,615.44		11,594.90	93,828,739.38	94,488,754.77	
Total in Money Market	9,862,807.80	323,990,636.67		43,563.86	309,445,090.59	24,451,917.74	
Total in Fed Agencies	70,024,659.68	131,594,300.00	(58,479.17)		3,000,000.00	198,560,480.51	
Bayerische Landesbank GIC	203,572,103.80	0.00		82,897.79	189,028,057.59	14,626,944.00	
Total Invested	335,747,855.09	594,602,552.11	(58,479.17)	138,056.55	598,301,887.56	332,128,097.02	

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

William Chapman, CFO

Allocation of Funds



- Certificates of Deposit
- Total in Pools
- Total in Money Market
- Total in Fed Agencies
- Bayerische Landesbank GIC

Amount of investments As of March, 2012

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND
San Antonio Water Utilities	79642BLM3	200,000.00	200,000.00	200,040.00	1.1090%	11/23/2010	5/15/2012	2010-2 DSRF
San Antonio Water Utilities	79642BLN1	190,000.00	190,000.00	190,959.50	1.4570%	11/23/2010	5/15/2013	2010-2 DSRF
Federal Home loan Bank	3137EABY4	MATURED	MATURED	MATURED	0.4005%	12/23/2010	3/23/2012	TxDOT Grant Fund
Freddie Mac	3134G2U42	1,000,000.00	1,000,000.00	1,000,440.00	0.3750%	3/15/2012	10/15/2013	TxDOT Grant Fund
Fannie Mae	31398A6F4	2,319,702.34	2,317,351.16	2,319,028.10	0.2391%	6/29/2011	12/28/2012	2011 Sub Debt CAP I
Federal Home loan Bank	3137EABM0	2,473,720.78	2,415,700.49	2,420,525.82	0.3930%	6/29/2011	6/28/2013	2011 Sub Debt CAP I
Federal Home loan Bank	3134A4UL6	2,326,924.30	2,340,077.69	2,328,247.02	0.6300%	6/29/2011	11/15/2013	2011 Sub Debt CAP I
Treasury	912828GW4	2,367,714.38	2,286,178.60	2,285,294.76	0.0730%	6/29/2011	6/30/2012	2011 Sub Debt CAP I
Federal Home loan Bank	3134A4UL6	8,794,454.76	8,852,034.23	8,818,161.66	0.7190%	6/29/2011	11/15/2013	2011 Sr Debt CAP I
Federal Home loan Bank	3137EABM0	9,351,457.81	9,137,911.13	9,166,475.96	0.4830%	6/29/2011	6/28/2013	2011 Sr Debt CAP I
Treasury	912828NS5	8,776,228.75	8,747,557.19	8,748,922.50	0.1880%	6/29/2011	6/30/2012	2011 Sr Debt CAP I
Fannie Mae	31398A6F4	8,771,478.75	8,768,739.37	8,781,252.84	0.3331%	6/29/2011	12/28/2012	2011 Sr Debt CAP I
Fannie Mae	3135G0GU1	7,002,030.00	7,001,776.25	7,003,920.00	0.4704%	1/3/2012	12/27/2013	2011 Sr DSRF
Fannie Mae	3135G0GU1	3,501,015.00	3,500,888.12	3,499,109.53	0.4704%	1/3/2012	12/27/2013	2011 Sub DSRF
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	1,386,799.00	1,387,035.70	0.2300%	2/9/2012	6/1/2013	2011 SR DSRF
Fannie Mae	31398A3L4	3,883,198.70	3,869,899.02	3,869,563.90	0.2605%	2/7/2012	9/17/2013	2005 Sr DSRF
Fannie Mae	31398A3L4	3,954,171.00	3,940,628.25	3,940,287.00	0.2605%	2/7/2012	9/17/2013	2010 Sr DSRF
Fannie Mae	3135G0GH0	2,011,400.00	2,010,640.00	2,007,320.00	0.2104%	2/6/2012	12/5/2014	2010-1 DSRF
Federal Home Loan Bank	3133XR88	7,370,650.00	7,370,650.00	7,366,940.00	0.2990%	3/30/2012	9/6/2013	2011 Sr Project
Federal Home Loan Bank	313376M85	24,999,500.00	24,999,500.00	24,999,500.00	0.1830%	3/30/2012	12/28/2012	2011 Sr Project
Federal Home Loan Bank	313378U41	12,009,480.00	12,009,480.00	12,001,200.00	0.2970%	3/30/2012	9/30/2013	2011 Sr Project
Freddie Mac	3134G3BF6	12,054,960.00	12,054,960.00	12,045,840.00	0.3592%	3/30/2012	12/23/2013	2011 Sr Project
Federal Home Loan Bank	313376SP6	20,007,600.00	20,007,600.00	20,003,800.00	0.1535%	3/30/2012	10/26/2012	2011 Sr Project
Federal Home Loan Bank	313376KS3	25,047,750.00	25,047,750.00	25,020,000.00	0.2440%	3/30/2012	6/21/2013	2011 Sub Project
Fannie Mae	31359MRG0	18,715,860.00	18,715,860.00	18,708,840.00	0.1950%	3/30/2012	3/15/2013	2011 Sub Project
Federal Home Loan Bank	3133XWKV0	10,388,500.00	10,388,500.00	10,382,500.00	0.3791%	3/30/2012	3/14/2014	2011 Sr Project
		<u>198,914,852.57</u>	<u>198,560,480.50</u>	<u>198,495,204.29</u>				

Agency	CUSIP #	COST	Cumulative Amortization	3/31/2012		Interest Income March 2012		
				Book Value	Maturity Value	Accrued Interest	Amortization	Interest Earned
San Antonio Water Utilities	79642BLM3	200,000.00	0.00	200,000.00	200,000.00	184.83		184.83
San Antonio Water Utilities	79642BLN1	190,000.00	0.00	190,000.00	190,000.00	230.69		230.69
Federal Home loan Bank	3137EABY4	MATURED	MATURED	MATURED	3,000,000.00	5,312.50	(4,296.80)	1,015.70
Freddie Mac	3134G2U42	1,000,000.00	-	1,000,000.00	1,000,000.00	(1,562.50)		(1,562.50)
Fannie Mae	31398A6F4	2,319,702.34	2,351.18	2,317,351.16	2,315,000.00	723.44	(261.24)	462.20
Federal Home loan Bank	3137EABM0	2,473,720.78	58,020.29	2,415,700.49	2,319,000.00		(6,446.70)	(6,446.70)
Federal Home loan Bank	3134A4UL6	2,326,924.30	13,153.39	2,340,077.69	2,362,000.00		1,461.49	1,461.49
Treasury	912828GW4	2,367,714.38	81,535.78	2,286,178.60	2,259,000.00	9,177.19	(9,059.53)	117.66
Federal Home loan Bank	3134A4UL6	8,794,454.76	57,579.47	8,852,034.23	8,946,000.00		6,397.72	6,397.72
Federal Home loan Bank	3137EABM0	9,351,457.81	213,546.68	9,137,911.13	8,782,000.00	27,443.75	(23,727.41)	3,716.34
Treasury	912828NS5	8,776,228.75	28,671.56	8,747,557.19	8,738,000.00	4,551.04	(3,185.73)	1,365.31
Fannie Mae	31398A6F4	8,771,478.75	2,739.38	8,768,739.37	8,766,000.00	2,739.38	(304.38)	2,435.00

Fannie Mae	3135G0GU1	7,002,030.00	253.75	7,001,776.25	7,000,000.00		2,916.67	(84.58)	2,832.09
Fannie Mae	3135G0GU2	3,501,015.00	126.88	3,500,888.12	3,500,000.00		1,458.33	(42.29)	1,416.04
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	10,257.00	1,386,799.00	1,315,000.00		8,218.75	(5,128.50)	3,090.25
Fannie Mae	31398A3L4	3,883,198.70	13,299.68	3,869,899.02	3,830,000.00		10,771.88	(6,649.84)	4,122.04
Fannie Mae	31398A3L4	3,954,171.00	13,542.75	3,940,628.25	3,900,000.00		10,968.75	(6,771.38)	4,197.37
Fannie Mae	3135G0GH0	2,011,400.00	760.00	2,010,640.00	2,000,000.00		1,800.00	(380.00)	1,420.00
Federal Home Loan Bank	3133XR88	7,370,650.00	-	7,370,650.00	7,000,000.00				0.00
Federal Home Loan Bank	313376M85	24,999,500.00	-	24,999,500.00	25,000,000.00				0.00
Federal Home Loan Bank	313378U41	12,009,480.00	-	12,009,480.00	12,000,000.00				0.00
Freddie Mac	3134G3BF6	12,054,960.00	-	12,054,960.00	12,000,000.00				0.00
Federal Home Loan Bank	3133765P6	20,007,600.00	-	20,007,600.00	20,000,000.00				0.00
Federal Home Loan Bank	313376KS3	25,047,750.00	-	25,047,750.00	25,000,000.00				0.00
Fannie Mae	31359MRG0	18,715,860.00	-	18,715,860.00	18,000,000.00				0.00
Federal Home Loan Bank	3133XWKV0	10,388,500.00		10,388,500.00	10,000,000.00				0.00
		198,914,852.57	495,837.79	198,560,480.50	199,422,000.00		84,934.70	(58,479.17)	26,455.53



Monthly Newsletter - March 2012

Performance

As of March 31, 2012

Current Invested Balance	\$5,668,145,582.64
Weighted Average Maturity (1)	50 Days
Weighted Average Maturity (2)	72 Days
Net Asset Value	1.000123
Total Number of Participants	751
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$817,984.80
Management Fee Collected	\$247,715.10
% of Portfolio Invested Beyond 1 Year	2.65%
Standard & Poor's Current Rating	AAAm

March Averages

Average Invested Balance	\$5,846,632,868.88
Average Monthly Yield, on a simple basis	0.1148%
Average Weighted Average Maturity (1)*	48 Days
Average Weighted Average Maturity (2)*	71 Days

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

- (1) This weighted average maturity calculation uses the SEC Rule 2a-7 definition for stated maturity for any floating rate instrument held in the portfolio to determine the weighted average maturity for the pool. This Rule specifies that a variable rate instrument to be paid in 397 calendar days or less shall be deemed to have a maturity equal to the period remaining until the next readjustment of the interest rate.
- (2) This weighted average maturity calculation uses the final maturity of any floating rate instruments held in the portfolio to calculate the weighted average maturity for the pool.

* The maximum management fee authorized for the TexSTAR Cash Reserve Fund is 12 basis points. This fee may be waived in full or in part in the discretion of the TexSTAR co-administrators at any time as provided for in the TexSTAR Information Statement.

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

Forms to Update your Account Information

As a reminder, please be aware that the most current forms to update your TexSTAR account are available on the TexSTAR website under "Participant Services" and "Account Forms". Using these documents ensures you have the most current version and limits any possible revisions or delays. The forms can be filled out online and printed to obtain the needed signatures. Please note the form to change Authorized Representatives **requires an Entity Seal for verification** and original signatures for processing. TexSTAR Participant Services is happy to provide whatever assistance you may need in updating your account information and can be contacted either by phone at 1-800-839-7827 or by email at texstar@firstsw.com.

Economic Commentary

The steady recovery in the U.S. and determination of European officials to avoid market disruption, alongside the commitment of central banks across the developed world to remain accommodative, caused credit spreads to compress significantly. The liquidity provided by the European Central Bank provided the European financial system with time to address its solvency issues, including allowing Greece to restructure its debt. However, market participants continue to be mindful of additional risks in the form of financial concerns elsewhere in Europe, particularly in Portugal and Spain, as well as potential growth concerns in China and rising oil and gas prices. Even with the remarkable market performance of the first quarter, investors remained relatively cautious as evidenced by continued strong inflows into bond funds.

Markets focused on positive U.S. economic developments during the quarter as data reflected growth stronger than expectations at the beginning of the year. Specifically, the labor market continued to improve and national manufacturing and consumer confidence surveys were generally indicative of expansion, but activity measures were more subdued, with new risks coming from rising oil and gas prices. Ultimately, concerns remain that sub-trend growth will not result in a sustainable recovery. Inflation continued to be above the Federal Reserve's long term target of 2%, but declined from almost 3.0% in the third quarter of 2011. The data coincides with the Federal Reserve's statements that inflation remains "subdued," although higher gasoline prices are likely to result in a temporary increase in headline inflation data over the near term.

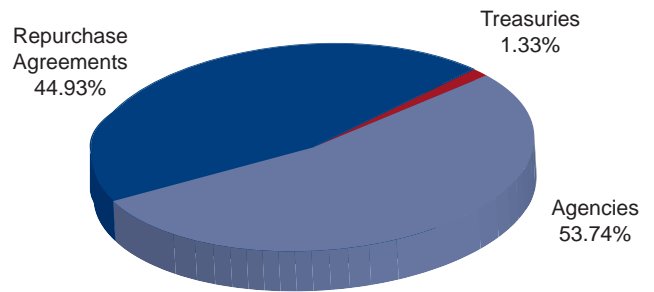
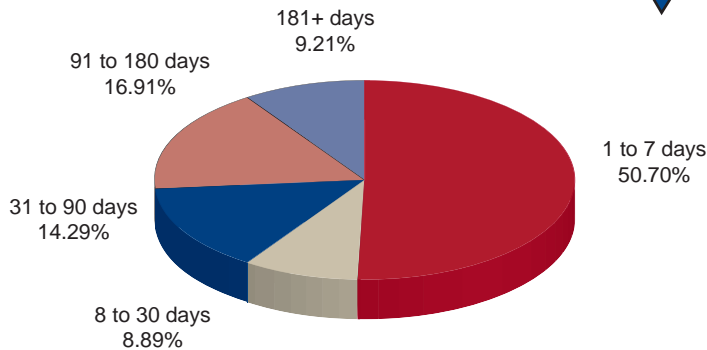
Chairman Bernanke has noted that the FOMC is likely to maintain its accommodative stance and, as a result, may not need much of a catalyst to ease monetary policy further. A significant increase in growth to above trend would likely be necessary before the FOMC would change its easy posture on monetary policy. It is also likely the committee is keenly aware of upcoming fiscal headwinds to growth starting in 2013 in the form of expiring payroll tax cuts, unemployment benefits, and Bush-era tax cuts, as well as automatic spending cuts agreed to as part of the debt ceiling debate last summer. Given the upcoming elections in the U.S., as well as the lagged nature of monetary policy actions, the Federal Reserve is likely to react to any decline in measures of growth. As a result, there is a possibility of further policy easing via either an extension of Operation Twist or a new asset purchase program altogether. However, continued improvements in the labor market could make further policy easing less likely.

This information is an excerpt from an economic report dated March 2012 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

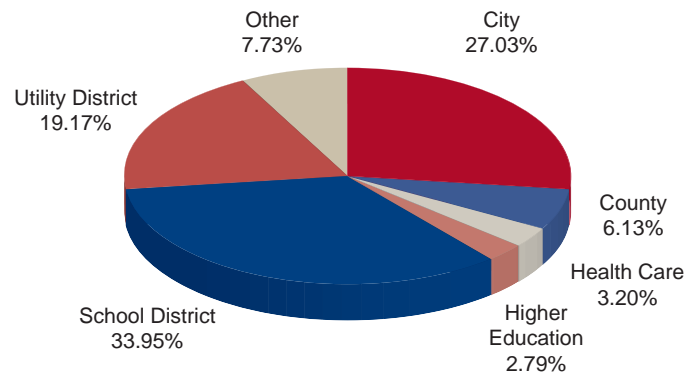
For more information about TexSTAR, please visit our web site at www.texstar.org.

Information at a Glance

Portfolio by Type of Investment As of March 31, 2012



Portfolio by Maturity As of March 31, 2012



Distribution of Participants by Type As of March 31, 2012

Historical Program Information

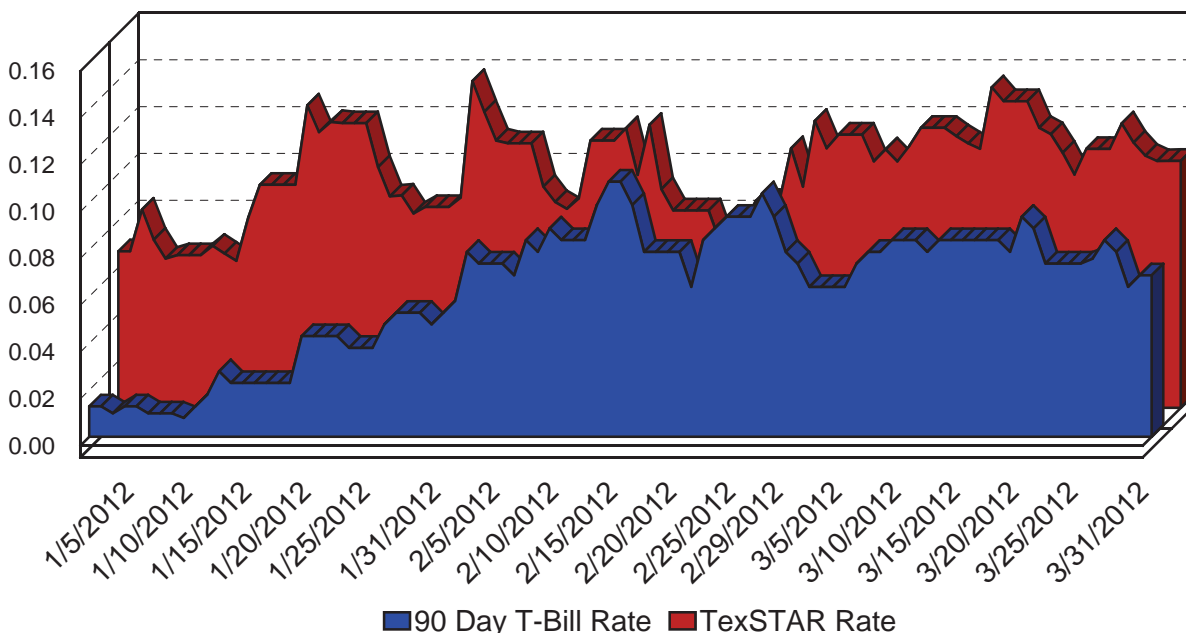
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
Mar 12	0.1148%	\$5,668,145,582.64	\$5,668,844,552.57	1.000123	48	71	751
Feb 12	0.0986%	6,014,562,468.35	6,015,309,681.45	1.000124	48	70	751
Jan 12	0.0902%	6,122,141,791.23	6,122,989,120.67	1.000138	46	73	750
Dec 11	0.0815%	5,164,291,074.36	5,164,844,831.26	1.000107	48	79	749
Nov 11	0.0973%	4,964,174,535.92	4,964,899,185.74	1.000145	48	80	747
Oct 11	0.0807%	5,191,742,744.46	5,192,081,793.52	1.000065	47	74	745
Sep 11	0.0906%	5,218,150,511.94	5,218,680,416.17	1.000100	46	76	741
Aug 11	0.0940%	4,773,149,074.88	4,773,628,030.81	1.000100	45	69	735
Jul 11	0.0746%	4,990,872,181.48	4,991,025,373.13	1.000030	38	55	735
Jun 11	0.0889%	5,280,726,280.87	5,281,501,501.41	1.000146	50	69	733
May 11	0.0863%	5,566,580,016.75	5,567,478,247.07	1.000161	46	66	732
Apr 11	0.1108%	5,661,130,480.00	5,662,108,871.87	1.000172	50	72	731

Portfolio Asset Summary as of March 31, 2012

	Book Value	Market Value
Uninvested Balance	\$ 47,156.48	\$ 47,156.48
Accrual of Interest Income	369,137.71	369,137.71
Interest and Management Fees Payable	(933,769.62)	(933,769.62)
Payable for Investment Purchased	0.00	0.00
Repurchase Agreement	2,547,151,000.00	2,547,151,000.00
Government Securities	3,121,512,058.07	3,122,211,028.00
Total	\$ 5,668,145,582.64	\$ 5,668,844,552.57

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

TexSTAR versus 90-Day Treasury Bill



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

Daily Summary for March 2012

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
3/1/2012	0.1108%	0.000003036	\$5,803,993,001.33	1.000131	49	72
3/2/2012	0.1167%	0.000003196	\$5,775,696,878.10	1.000127	48	71
3/3/2012	0.1167%	0.000003196	\$5,775,696,878.10	1.000127	48	71
3/4/2012	0.1167%	0.000003196	\$5,775,696,878.10	1.000127	48	71
3/5/2012	0.1053%	0.000002884	\$5,777,140,027.21	1.000108	47	71
3/6/2012	0.1104%	0.000003026	\$5,770,792,827.05	1.000095	48	71
3/7/2012	0.1052%	0.000002881	\$5,758,282,258.50	1.000097	48	71
3/8/2012	0.1118%	0.000003064	\$5,730,318,446.55	1.000094	47	71
3/9/2012	0.1196%	0.000003277	\$5,768,135,234.99	1.000094	47	71
3/10/2012	0.1196%	0.000003277	\$5,768,135,234.99	1.000094	47	71
3/11/2012	0.1196%	0.000003277	\$5,768,135,234.99	1.000094	47	71
3/12/2012	0.1160%	0.000003178	\$5,755,186,233.06	1.000105	49	73
3/13/2012	0.1129%	0.000003092	\$5,734,948,481.23	1.000103	50	74
3/14/2012	0.1106%	0.000003029	\$5,708,943,715.84	1.000090	50	73
3/15/2012	0.1369%	0.000003751	\$6,025,000,188.52	1.000084	49	71
3/16/2012	0.1310%	0.000003589	\$6,007,681,468.00	1.000090	48	70
3/17/2012	0.1310%	0.000003589	\$6,007,681,468.00	1.000090	48	70
3/18/2012	0.1310%	0.000003589	\$6,007,681,468.00	1.000090	48	70
3/19/2012	0.1196%	0.000003278	\$5,997,914,006.91	1.000099	48	70
3/20/2012	0.1169%	0.000003204	\$5,977,381,817.35	1.000094	48	71
3/21/2012	0.1090%	0.000002986	\$6,014,773,501.30	1.000087	48	70
3/22/2012	0.0996%	0.000002729	\$5,957,409,997.56	1.000093	48	70
3/23/2012	0.1106%	0.000003030	\$5,917,331,086.12	1.000093	47	69
3/24/2012	0.1106%	0.000003030	\$5,917,331,086.12	1.000093	47	69
3/25/2012	0.1106%	0.000003030	\$5,917,331,086.12	1.000093	47	69
3/26/2012	0.1215%	0.000003330	\$5,919,269,084.77	1.000091	46	68
3/27/2012	0.1133%	0.000003105	\$5,928,235,768.96	1.000100	49	70
3/28/2012	0.1077%	0.000002950	\$5,853,126,352.14	1.000111	51	73
3/29/2012	0.1054%	0.000002887	\$5,790,078,060.10	1.000117	50	73
3/30/2012	0.1055%	0.000002891	\$5,668,145,582.64	1.000123	50	72
3/31/2012	0.1055%	0.000002891	\$5,668,145,582.64	1.000123	50	72
Average	0.1148%	0.000003144	\$5,846,632,868.88		48	71

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



TexSTAR Board Members

<i>William Chapman</i>	<i>Central Texas Regional Mobility Authority</i>	<i>Governing Board President</i>
<i>Nell Lange</i>	<i>City of Frisco</i>	<i>Governing Board Vice President</i>
<i>Melinda Garrett</i>	<i>Houston ISD</i>	<i>Governing Board Treasurer</i>
<i>Michael Bartolotta</i>	<i>First Southwest Company</i>	<i>Governing Board Secretary</i>
<i>Will Williams</i>	<i>JP Morgan Chase</i>	<i>Governing Board Asst. Sec./Treas.</i>
<i>Hardy Browder</i>	<i>City of Cedar Hill</i>	<i>Advisory Board</i>
<i>Oscar Cardenas</i>	<i>Northside ISD</i>	<i>Advisory Board</i>
<i>Stephen Fortenberry</i>	<i>McKinney ISD</i>	<i>Advisory Board</i>
<i>Monte Mercer</i>	<i>North Central TX Council of Government</i>	<i>Advisory Board</i>
<i>Becky Brooks</i>	<i>Government Resource Associates, LLC</i>	<i>Advisory Board</i>
<i>Len Santow</i>	<i>Griggs & Santow</i>	<i>Advisory Board</i>

For more information contact TexSTAR Participant Services ★ 1-800-TEX-STAR ★ www.texstar.org



J.P.Morgan
Asset Management

Attachment B

Financial Report for April, 2012

Central Texas Regional Mobility Authority

Balance Sheet

As of

April 30, 2012

April 30, 2011

Assets

Current Assets

Cash in Regions Operating Account	283,767	101,731
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Cash In TexSTAR	14,031	41,783
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Regions Payroll Account	1,213	2,838
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Restricted cash/cash equivalents

Fidelity Government MMA	46,887,485	15,033,584
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Restricted Cash-TexStar	57,384,357	81,864,164
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Regions SIB account	0	12,236,239
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Overpayment accounts	28,361	17,909
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Total Cash and Cash Equivalents	104,315,447	109,298,248
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Accounts Receivable	15,053	127,374
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Due From Employees	18	0
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Due From TTA	615,850	357,978
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Due From NTTA	41,574	43,589
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Due From HCTRA	70,166	64,946
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Due From TxDOT	2,432,526	45,482
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Due From Federal Government	608,041	760,054
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Interest Receivable	478,035	83,211
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Total Receivables	4,261,263	1,482,634
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Short Term Investments

Short Term Investments	205,328,155	11,048,830
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Other Current Assets

Prepaid Insurance	26,083	39,609
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Total Current Assets	314,214,715	121,869,321
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Construction Work In Process

	324,864,450	153,095,730
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Fixed Assets

Computers(net)	29,748	33,793
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Computer Software(net)	272,187	1,473,325
------------------------	---------	-----------

Furniture and Fixtures(net)	12,769	18,880
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Equipment(net)	42,606	47,982
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Autos and Trucks(net)	22,419	656
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Buildings and Toll Facilities(net)	6,196,999	6,373,557
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Highways and Bridges(net)	173,580,183	178,547,390
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Communication Equipment(net)	983,246	1,174,102
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Toll Equipment(net)	2,160,536	2,622,318
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Signs(net)	4,978,036	5,111,304
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Land Improvements(net)	1,123,518	903,734
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Right of Way	24,683,553	23,683,553
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Leasehold Improvements	59,922	60,531
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Total Fixed Assets	214,145,723	220,051,125
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Long Term Investments

GIC (Restricted)	0	66,473,824
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Agencies-LT	18,145,913	0
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Other Assets

Security Deposits	8,644	9,483
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Intangible Assets	650	650
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Total Bond Issuance Costs	15,567,329	10,457,623
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Total Assets	886,947,423	571,957,757
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Liabilities

Current Liabilities

Accounts Payable	2,477,520	3,928,777
Overpayments	29,208	18,466
Interest Payable	14,419,165	5,758,863
Deferred Compensation Payable	0	3,290
TCDRS Payable	32,056	26,822
Medical Reimbursement Payable	63	0
Due to other Entities	3,571	0
Other	0	1,928
Due to State of Texas	0	2,130
Total Current Liabilities	16,961,583	9,740,276

Long Term Liabilities

Accrued Vac & Sick Leave Paybl	413,815	365,641
Retainage Payable	0	(284,102)
Senior Lien Revenue Bonds 2005	172,143,281	172,698,781
Senior Lien Revenue Bonds 2010	100,935,522	97,986,643
Senior Lien Revenue Bonds 2011	306,463,541	0
Sn Lien Rev Bnd Prem/Disc 2005	4,655,396	4,819,264
Sn Lien Rev Bnd Prem/Disc 2010	174,680	209,151
Tot Sr Lien Rev Bond Pay Pre/D	1,222,516	5,028,415
Subordinated Lien Bond 2010	45,000,000	45,000,000
Subordinated Lien Bond 2011	70,000,000	0
Sub Lien Bond 2011 Prem/Disc	(2,091,149)	
TIFIA note 2008	77,526,562	77,033,684
2010 Regions BAB's Payable	0	60,000,000
2011 Regions Draw Down Note	400,000	
2009 State Infrastructure loan	0	33,002,083
Total Long Term Liabilities	772,014,087	490,831,145
Total Liabilities	788,975,670	500,571,421

Net Assets Section

Contributed Capital	18,334,846	18,334,846
Net Assets beginning	61,990,955	37,178,225
Current Year Operations	17,645,953	15,873,266
Total Net Assets	79,636,908	53,051,490

Total Liabilities and Net Assets

886,947,423	571,957,757
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Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 4/30/2012	Percent of Budget	Actual Prior Year to Date 4/30/2011
Revenue				
Operating Revenue				
Toll Revenue-TxTag-183A	21,395,350	13,518,382	63.18%	13,083,781
Toll Revenue-HCTRA-183A	656,250	593,824	90.49%	536,213
Toll Revenue-NTTA-183A	411,600	379,653	92.24%	335,448
Video Tolls	3,004,800	2,996,802	99.73%	2,653,294
Fee revenue	1,252,000	1,228,809	98.15%	1,122,489
Total Operating Revenue	26,720,000	18,717,470	70.05%	17,731,225
Other Revenue				
Interest Income	180,000	167,699	93.17%	203,986
Grant Revenue	800,000	21,665,059	2708%	21,247,449
Reimbursed Expenditures	-	150,000		-
Misc Revenue	2,200	918,366	41744%	2,017
Gain/Loss on Redemption Bonds	-	-	0.00%	1,000
Gain/Loss on Sale of Asset	-	12,342		-
Total Other Revenue	982,200	22,913,466	2333%	21,454,452
Total Revenue	\$ 27,702,200	\$ 41,630,936	150.28%	\$ 39,185,677
Expenses				
Salaries and Wages				
Salary Expense-Regular	2,010,301	1,540,853	76.65%	1,337,654
Part Time Salry Expense	12,000	7,927	66.06%	6,146
Overtime Salary Expense	4,000	-	0.00%	-
Contractual Employees Expense	105,000	7,623	7.26%	29,550
TCDRS	304,235	216,062	71.02%	191,628
FICA	97,856	65,701	67.14%	58,163
FICA MED	30,715	22,107	71.97%	18,910
Health Insurance Expense	204,527	143,672	70.25%	126,526
Life Insurance Expense	5,374	3,219	59.91%	4,469
Auto Allowance Expense	9,000	4,462	49.58%	7,948
Other Benefits	171,305	143,304	83.65%	46,249
Unemployment Taxes	13,059	2,519	19.29%	2,906
Salary Reserve	91,871	-	0.00%	-
Total Salaries and Wages	3,059,243	2,157,450	70.52%	1,830,150

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 4/30/2012	Percent of Budget	Actual Prior Year to Date 4/30/2011
Contractual Services				
<u>Professional Services</u>				
Accounting	9,500	26,024	273.93%	5,749
Auditing	55,000	44,771	81.40%	42,650
General Engineering Consultant	1,250,000	780,443	62.44%	758,034
General System Consultant	175,000	40,805	23.32%	5,894
Image Processing	600,000	658,631	109.77%	560,275
Facility maintenance	20,000	16,676	83.38%	76,539
HERO	820,000	576,556	70.31%	660,366
Human Resources	80,000	70,421	88.03%	14,869
Legal	250,000	100,714	40.29%	77,778
Photography	15,000	12,549	83.66%	13,545
Total Professional Services	3,274,500	2,327,589	71.08%	2,215,699
<u>Other Contractual Services</u>				
IT Services	45,000	34,385	76.41%	31,029
Graphic Design Services	10,000	400	4.00%	1,858
Website Maintenance	25,000	16,977	67.91%	44,671
Research Services	25,000	3,100	12.40%	26,089
Copy Machine	9,000	4,819	53.55%	6,068
Software Licenses	26,000	805	3.09%	8,300
ETC Maintenance Contract	840,000	552,257	65.74%	491,314
ETC Development	125,000	15,356	12.28%	19,903
ETC Testing	30,000	1,620	5.40%	-
Communications and Marketing	170,000	93,326	54.90%	123,830
Advertising Expense	40,000	31,906	79.77%	40,439
Direct Mail	5,000	-	0.00%	-
Video Production	5,000	1,946	38.91%	-
Radio	15,000	-	0.00%	-
Other Public Relations	2,500	-	0.00%	-
Law Enforcement	250,000	193,727	77.49%	134,792
Special assignments	5,000	-	0.00%	-
Traffic Management	84,000	55,890	66.54%	47,149
Emergency Maintenance	10,000	-	0.00%	-
Security Contracts	600	-	0.00%	-

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 4/30/2012	Percent of Budget	Actual Prior Year to Date 4/30/2011
Roadway Maintenance Contract	300,000	74,559	24.85%	68,484
Landscape Maintenance	280,000	119,361	42.63%	81,544
Signal & Illumination Maint	175,000	64,950	37.11%	103,625
Mowing and litter control	40,000	52,095	130.24%	54,067
Hazardous Material Cleanup	10,000	-	0.00%	-
Striping	75,000	26,459	35.28%	-
Graffiti removal	10,000	-	0.00%	1,900
Cell Phones	10,700	6,910	64.58%	7,564
Local Telephone Service	16,000	10,908	68.17%	8,133
Long Distance	600	-	0.00%	232
Internet	6,000	435	7.25%	2,694
Fiber Optic System	63,000	51,720	82.09%	39,223
Other Communication Expenses	1,500	337	22.46%	1,677
Subscriptions	1,850	120	6.48%	847
Memberships	29,100	29,115	100.05%	25,727
Continuing Education	2,000	4,492	224.61%	3,100
Professional Development	5,000	3,490	69.80%	-
Seminars and Conferences	32,500	11,559	35.57%	13,970
Staff-Travel	76,500	36,989	48.35%	30,932
Other Contractual Svcs	125,200	177	0.14%	267
Roadway maintenance contract	-	(210)	0.00%	13,875
TxTag Collection Fees	1,347,791	1,004,920	74.56%	1,159,692
Contractual Contingencies	140,500	34,115	24.28%	27,382
Total Other Contractual Services	4,470,341	2,539,016	56.80%	2,620,379
Total Contractual Services	7,744,841	4,866,605	62.84%	4,836,078
Materials and Supplies				
Books & Publications	16,000	7,738	48.36%	11,669
Office Supplies	10,000	4,897	48.97%	5,488
Computer Supplies	13,000	9,812	75.48%	11,291
Copy Supplies	2,200	1,207	54.85%	916
Annual Report printing	10,000	7,673	76.73%	5,354
Other Reports-Printing	20,000	2,000	10.00%	2,451
Direct Mail Printing	5,000	-	0.00%	-
Office Supplies-Printed	3,000	1,328	44.27%	2,099

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 4/30/2012	Percent of Budget	Actual Prior Year to Date 4/30/2011
Ice Control Materials	25,000	-	0.00%	-
Maintenance Supplies-Roadway	100,000	9,175	9.17%	-
Promotional Items	10,000	-	0.00%	3,235
Displays	5,000	-	0.00%	-
ETC spare parts expense	30,000	3,178	10.59%	-
Tools & Equipment Expense	1,000	142	14.23%	14
Misc Materials & Supplies	2,000	683	34.15%	89
Total Materials and Supplies	252,200	47,833	18.97%	42,606
Operating Expenses				
Gasoline Expense	5,000	4,098	81.96%	3,341
Mileage Reimbursement	7,500	3,893	51.91%	2,943
Toll Tag Expense	4,100	2,773	67.63%	2,434
Parking	38,595	33,178	85.96%	27,737
Meeting Facilities	450	-	0.00%	100
Community Meeting/ Events	5,000	-	0.00%	500
Meeting Expense	6,750	4,304	63.76%	4,930
Public Notices	2,400	100	4.17%	-
Postage Expense	5,950	538	9.04%	752
Overnight Delivery Services	1,600	551	34.47%	97
Local Delivery Services	1,950	6	0.29%	1,477
Insurance Expense	90,000	58,167	64.63%	41,984
Repair & Maintenance-General	500	480	96.09%	158
Repair & Maintenance-Vehicles	100	460	459.92%	3,263
Repair & Maintenance Toll Equip	5,000	2,047	40.94%	-
Rent Expense	190,000	173,006	91.06%	157,257
Water	7,500	5,183	69.11%	3,855
Electricity	83,500	53,152	63.65%	52,694
Other Licenses	250	510	204.00%	235
Community Initiative Grants	65,000	47,500	73.08%	60,250
Non Cash Operating Expenses				
Amortization Expense	1,230,000	1,024,355	83.28%	1,024,680
Dep Exp- Furniture & Fixtures	16,500	7,076	42.88%	12,972
Dep Expense - Equipment	14,500	13,980	96.41%	11,981
Dep Expense - Autos & Trucks	5,000	5,174	103.47%	3,278

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2012	Actual Year to Date 4/30/2012	Percent of Budget	Actual Prior Year to Date 4/30/2011
Dep Expense-Buildng & Toll Fac	177,000	147,132	83.13%	147,132
Dep Expense-Highways & Bridges	5,000,000	4,139,339	82.79%	4,139,339
Dep Expense-Communic Equip	195,000	159,029	81.55%	161,878
Dep Expense-Toll Equipment	465,000	384,818	82.76%	384,818
Dep Expense - Signs	135,000	111,057	82.26%	111,057
Dep Expense-Land Improvemts	52,000	54,837	105.46%	42,987
Depreciation Expense-Computers	6,500	8,295	127.62%	9,681
Total Operating Expenses	7,817,645	6,445,038	82.44%	6,413,808
Financing Expenses				
Arbitrage Rebate Calculation	2,500	5,455	218.20%	5,750
Loan Fee Expense	12,500	12,000	96.00%	11,500
Rating Agency Expense	33,000	5,300	16.06%	31,300
Trustee Fees	2,000	-	0.00%	-
Bank Fee Expense	7,500	16,400	218.67%	5,497
Continuing Disclosure	4,000	-	0.00%	-
Interest Expense	12,038,096	10,013,863	83.18%	9,887,549
Contingency	15,000	-	0.00%	-
Non Cash Financing Expenses				
Bond issuance expense	385,707	415,038	107.60%	248,173
Total Financing Expenses	12,500,303	10,468,057	83.74%	10,189,769
Other Gains or Losses				
Total Other Gains or Losses	-	-	0.00%	-
Total Expenses	\$ 31,374,232	\$ 23,984,983	76.45%	\$ 23,312,411
Net Income	\$ (3,672,032)	\$ 17,645,953		\$ 15,873,266

INVESTMENTS by FUND

		Balance April 30, 2012		
Renewal & Replacement Fund			TexSTAR	57,398,387.99
	TexSTAR	660,203.35	CD's	-
	Regions Sweep	0.66	Regions Sweep	46,887,485.43
	Agencies		Agencies	223,465,432.54
		660,204.01		
TxDOT Grant Fund				
	TexSTAR	5,417,489.98		
	Regions Sweep	3,033,800.33		
	Agencies	1,000,000.00		
		9,451,290.31		\$ 327,751,305.96
Subordinate Lien DS Fund 05				
	Regions Sweep	1,249,657.71		
		1,249,657.71		
Debt Service Reserve Fund 05				
	TexSTAR	30,742,875.20		
	Regions Sweep	21,544.46		
	CD's	0.00		
	Agencies	12,251,044.58		
		43,015,464.24		
Debt Service Fund 05				
	Regions Sweep	3,361,689.26		
		3,361,689.26		
2010-1 Debt Service Fund				
	Regions Sweep	1,073,147.40		
		1,073,147.40		
2011 Debt Service Acct				
	Regions Sweep	2,631.09		
		2,631.09		
2010 Senior Lien DSF				
	TexSTAR	0.15		
	Regions Sweep	0.00		
		0.15		
2011 Sub Debt DSRF				
	Regions Sweep	3,499,179.52		
	Agencies	3,500,845.83		
		7,000,025.35		
Operating Fund				
	TexSTAR	14,031.16		
	TexSTAR-Trustee	200,344.15		
	Regions Sweep	0.00		
		214,375.31		
Revenue Fund				
	TexSTAR	1.00		
	Regions Sweep	944,655.45		
		944,656.45		
General Fund				
	TexSTAR	3,058,348.12		
	Regions Sweep	3,608,519.59		
		6,666,867.71		
2010 Senior Lien Capitalized Interest				
	Regions Sweep	531.35		
	TexSTAR	3,424,980.06		
		3,425,511.41		
2010-1 Sub Lien Capitalized Interest				
	Regions Sweep	0.00		
	TexSTAR	0.09		
		0.09		
2010-2 Sub Lien Capitalized Interest				
	TexSTAR	250,554.65		
	Regions Sweep	1.03		
		250,555.68		
2011 Sr Capitalized Interest Fund				
	Regions Sweep	34,416.71		
	Agencies	35,485,422.12		
		35,519,838.83		
2011 Sub Capitalized Interest Fund				
	Regions Sweep	817.40		
	Agencies	9,345,001.95		
		9,345,819.35		
2010-1 Sub BABs subsidy				
	Regions Sweep	0.39		
		0.39		
2010-2 Sub BABs subsidy				
	Regions Sweep	2.25		
		2.25		
2010 Senior Lien Debt Service Reserve Fund				
	TexSTAR	5,553,389.92		
	Regions Sweep	21,937.95		
	Agencies	3,938,371.13		
		9,513,699.00		
2010-2Sub Lien Debt Service Reserve Fund				
	TexSTAR	778,532.71		
	Regions Sweep	0.25		
	Agencies	390,000.00		
		1,168,532.96		
2010-1Sub Lien Debt Service Reserve Fund				
	TexSTAR	1,963,559.35		
	Regions Sweep	0.14		
	Agencies	2,010,260.00		
		3,973,819.49		
2010-1 Sub Lien Projects Fund				
	TexSTAR	1,170,991.96		
	Regions Sweep	0.44		
		1,170,992.40		
2010 Senior Lien Construction Fund				
	TexSTAR	1.19		
	Regions Sweep	11,461,928.73		
	Bayerische GIC	0.00		
		11,461,929.92		
2011 Sub Debt Project fund				
	TexSTAR	4,162,965.32		
	Agencies	43,698,649.44		
	Regions Sweep	0.00		
		47,861,614.76		
2011 Senior Lien Project Fund				
	TexSTAR	119.63		
	Regions Sweep	18,573,023.32		
	Agencies	111,845,837.49		
		130,418,980.44		
		<u>\$ 327,751,305.96</u>		

CTRMA INVESTMENT REPORT

Month Ending 4/30/12						
Balance 3/31/2012	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 4/30/2012	Rate Apr 12
Amount in Trustee TexStar						
2011 Sub Lien Construction Fund			429.83	18,753,047.50	4,162,965.32	0.091%
2011 Senior Lien Construction Fund			118.63	41,035,772.76	119.63	0.106%
2010 Senior Lien Construction Fund					1.19	0.106%
2010-1 Sub Lien Projects			105.67	1,472.83	1,170,991.96	0.106%
General Fund			296.01	261,031.55	3,058,348.12	0.106%
Trustee Operating Fund	650,000.18		18.18	597,000.00	200,344.15	0.106%
Renewal and Replacement			59.57		660,203.35	0.106%
TxDOT Grant Fund			488.81		5,417,489.98	0.106%
Revenue Fund					1.00	0.106%
Senior Lien Debt Service Reserve Fund			2,773.86		30,742,875.20	0.106%
2010 Senior Lien DSF					0.15	0.106%
2010 Senior Lien Debt Service Reserve Fund			501.07		5,553,389.92	0.106%
2010-2Sub Lien Debt Service Reserve Fund			70.25		778,532.71	0.106%
2010-1Sub Lien Debt Service Reserve Fund			177.17		1,963,559.35	0.106%
2010 Senior Lien Capitalized Interest			309.03		3,424,980.06	0.106%
2010-1 Sub Lien Capitalized Interest					0.09	0.106%
2010-2 Sub Lien Capitalized Interest			22.61		250,554.65	0.106%
117,377,310.60	650,000.18	0.00	5,370.69	60,648,324.64	57,384,356.83	
Amount in TexStar Operating Fund						
27,027.16	597,000.00		4.00	610,000.00	14,031.16	0.106%

CTRMA INVESTMENT REPORT

Month Ending 4/30/12						
Balance 3/31/2012	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 4/30/2012	Rate Apr 12
Regions Sweep Money Market Fund						
Operating Fund	650,000.00		0.18	650,000.18	0.00	0.150%
2010-1 Sub Lien Project Acct	1,472.83		0.44	1,472.83	0.44	0.150%
2010 Senior Lien Project Acct	14,637,532.26		0.01	3,176,088.84	11,461,928.73	0.150%
2011 Sub Lien Project Acct	18,753,047.50			18,753,047.50	0.00	0.150%
2011 Senior Lien Project Acct	41,035,772.76		21,758.68	30,885,223.89	18,573,023.32	0.150%
2005 Debt Service Fund	840,395.83		47.20		3,361,689.26	0.150%
2011 Senior Lien Debt Service Acct	2,631.04		0.05		2,631.09	0.150%
2010-1 Debt Service Fund	339,062.50		11.76		1,073,147.40	0.150%
Subordinate Lien TIFIA DS Fund	312,403.83		19.17		1,249,657.71	0.150%
2010-2 BABs Supplemental Security	2.25				2.25	0.150%
2010-2 Cap I Fund	0.00		1.03	0.00	1.03	0.150%
2010 CAP Interest Senior lien	531.34		0.01		531.35	0.150%
2011 Sr Cap I Fund	34,416.03		0.68		34,416.71	0.150%
2011 Sub Debt CAP I	817.38		0.02		817.40	0.150%
2010-1 Sub lien BABs supplemental Security	0.39				0.39	0.150%
2011 Subordinate Lien Project	0.00				0.00	0.150%
TxDOT Grant Fund	3,031,875.00		1,925.33		3,033,800.33	0.150%
Renewal and Replacement	0.66				0.66	0.150%
Revenue Fund	2,103,545.50		19.65	2,220,326.18	944,655.45	0.150%
General Fund	1,080,532.10		139.06	1,656,032.43	3,608,519.59	0.150%
2010 Senior Debt Service Reserve Fund	21,937.50		0.45		21,937.95	0.150%
2010-1 Debt Service Reserve Fund	0.00		0.14		0.14	0.150%
2010-2 Debt Service Reserve Fund	0.00	0.00	0.25		0.25	0.150%
2011 Sub Debt Debt Service Reserve Fund	3,499,109.53		69.99		3,499,179.52	0.150%
2005 Senior Lien Debt Service Reserve Fund	21,544.13		0.33		21,544.46	0.150%
24,451,917.74	79,753,765.11	0.00	23,994.43	57,342,191.85	46,887,485.43	

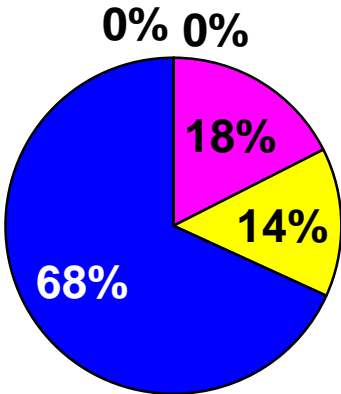
CTRMA INVESTMENT REPORT

Month Ending 4/30/12							Rate
Balance 3/31/2012	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 4/30/2012		Apr 12
Amount in Bayerische Landesbank GIC Senior Lien Project Fund 2010	14,626,944.00				14,626,944.00	0.00	0.850%
	14,626,944.00	0.00	0.00	0.00	14,626,944.00	0.00	
Amount in Fed Agencies and Treasuries							
Amortized Principal	198,560,480.51	25,081,000.00	(176,047.96)			223,465,432.55	
Accrued Interest				281,641.31			
	198,560,480.51	25,081,000.00	(176,047.96)		0.00	223,465,432.55	
Certificates of Deposit	3,000,000.00				3,000,000.00	0.00	
Total in Pools	117,404,337.76	1,247,000.18		5,374.69	61,258,324.64	57,398,387.99	
Total in Money Market	24,451,917.74	79,753,765.11		23,994.43	57,342,191.85	46,887,485.43	
Total in Fed Agencies	198,560,480.51	25,081,000.00	(176,047.96)		0.00	223,465,432.55	
Bayerische Landesbank GIC	14,626,944.00	0.00		0.00	14,626,944.00	0.00	
Total Invested	358,043,680.01	106,081,765.29	(176,047.96)	29,369.12	136,227,460.49	327,751,305.97	

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

William Chapman, CFO

Allocation of Funds



- Certificates of Deposit
- Total in Pools
- Total in Money Market
- Total in Fed Agencies
- Bayerische Landesbank GIC

Amount of investments As of April, 2012

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND
San Antonio Water Utilities	79642BLM3	200,000.00	200,000.00	200,012.00	1.1090%	11/23/2010	5/15/2012	2010-2 DSRF
San Antonio Water Utilities	79642BLN1	190,000.00	190,000.00	190,988.00	1.4570%	11/23/2010	5/15/2013	2010-2 DSRF
Freddie Mac	3134G2U42	1,000,000.00	1,000,000.00	1,001,150.00	0.3750%	3/15/2012	10/15/2013	TxDOT Grant Fund
Fannie Mae	31398A6F4	2,319,702.34	2,317,089.92	2,318,287.30	0.2391%	6/29/2011	12/28/2012	2011 Sub Debt CAP I
Federal Home loan Bank	3137EABM0	2,473,720.78	2,409,253.79	2,414,589.18	0.3930%	6/29/2011	6/28/2013	2011 Sub Debt CAP I
Federal Home loan Bank	3134A4UL6	2,326,924.30	2,341,539.18	2,332,002.60	0.6300%	6/29/2011	11/15/2013	2011 Sub Debt CAP I
Treasury	912828GW4	2,367,714.38	2,277,119.06	2,276,733.15	0.0730%	6/29/2011	6/30/2012	2011 Sub Debt CAP I
Federal Home loan Bank	3134A4UL6	8,794,454.76	8,858,431.94	8,832,385.80	0.7190%	6/29/2011	11/15/2013	2011 Sr Debt CAP I
Federal Home loan Bank	3137EABM0	9,351,457.81	9,114,183.72	9,143,994.04	0.4830%	6/29/2011	6/28/2013	2011 Sr Debt CAP I
Treasury	912828NS5	8,776,228.75	8,744,371.46	8,745,165.16	0.1880%	6/29/2011	6/30/2012	2011 Sr Debt CAP I
Fannie Mae	31398A6F4	8,771,478.75	8,768,435.00	8,778,447.72	0.3331%	6/29/2011	12/28/2012	2011 Sr Debt CAP I
Fannie Mae	3135G0GU1	7,002,030.00	7,001,691.67	7,006,440.00	0.4704%	1/3/2012	12/27/2013	2011 Sr DSRF
Fannie Mae	3135G0GU1	3,501,015.00	3,500,845.83	3,499,179.52	0.4704%	1/3/2012	12/27/2013	2011 Sub DSRF
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	1,381,670.50	1,382,183.35	0.2300%	2/9/2012	6/1/2013	2011 SR DSRF
Fannie Mae	31398A3L4	3,883,198.70	3,867,682.41	3,869,793.70	0.2605%	2/7/2012	9/17/2013	2005 Sr DSRF
Fannie Mae	31398A3L4	3,954,171.00	3,938,371.13	3,940,521.00	0.2605%	2/7/2012	9/17/2013	2010 Sr DSRF
Fannie Mae	3135G0GH0	2,011,400.00	2,010,260.00	2,007,180.00	0.2104%	2/6/2012	12/5/2014	2010-1 DSRF
Federal Home Loan Bank	3133XR88	7,370,650.00	7,350,058.33	7,350,070.00	0.2990%	3/30/2012	9/6/2013	2011 Sr Project
Federal Home Loan Bank	313376M85	24,999,500.00	24,999,583.33	24,990,250.00	0.1830%	3/30/2012	12/28/2012	2011 Sr Project
Federal Home Loan Bank	313378U41	12,009,480.00	12,008,953.33	12,009,600.00	0.2970%	3/30/2012	9/30/2013	2011 Sr Project
Freddie Mac	3134G3BF6	12,054,960.00	12,050,380.00	12,055,080.00	0.3592%	3/30/2012	12/23/2013	2011 Sr Project
Federal Home Loan Bank	3133765P6	20,007,600.00	20,003,800.00	20,002,600.00	0.1535%	3/30/2012	10/26/2012	2011 Sr Project
Federal Home Loan Bank	3137EACK3	25,081,000.00	25,060,750.00	25,056,250.00	0.1102%	4/2/2012	7/27/2012	2011 Sr Project
Federal Home Loan Bank	313376KS3	25,047,750.00	25,042,444.44	25,022,250.00	0.2440%	3/30/2012	6/21/2013	2011 Sub Project
Fannie Mae	31359MRG0	18,715,860.00	18,656,205.00	18,648,000.00	0.1950%	3/30/2012	3/15/2013	2011 Sub Project
Federal Home Loan Bank	3133XWKV0	10,388,500.00	10,372,312.50	10,379,500.00	0.3791%	3/30/2012	3/14/2014	2011 Sr Project
		<u>223,995,852.57</u>	<u>223,465,432.54</u>	<u>223,452,652.52</u>				

Agency	CUSIP #	COST	Cumulative			Interest Income April 2012		
			Amortization	4/30/2012 Book Value	Maturity Value	Accrued Interest	Amortization	Interest Earned
San Antonio Water Utilities	79642BLM3	200,000.00	0.00	200,000.00	200,000.00	184.83		184.83
San Antonio Water Utilities	79642BLN1	190,000.00	0.00	190,000.00	190,000.00	230.69		230.69
Freddie Mac	3134G2U42	1,000,000.00	-	1,000,000.00	1,000,000.00	1,875.00		1,875.00
Fannie Mae	31398A6F4	2,319,702.34	2,612.42	2,317,089.92	2,315,000.00	723.44	(261.24)	462.20
Federal Home loan Bank	3137EABM0	2,473,720.78	64,466.99	2,409,253.79	2,319,000.00	7,246.88	(6,446.70)	800.18
Federal Home loan Bank	3134A4UL6	2,326,924.30	14,614.88	2,341,539.18	2,362,000.00		1,461.49	1,461.49
Treasury	912828GW4	2,367,714.38	90,595.32	2,277,119.06	2,259,000.00	9,177.19	(9,059.53)	117.66
Federal Home loan Bank	3134A4UL6	8,794,454.76	63,977.18	8,858,431.94	8,946,000.00		6,397.72	6,397.72
Federal Home loan Bank	3137EABM0	9,351,457.81	237,274.09	9,114,183.72	8,782,000.00	27,443.75	(23,727.41)	3,716.34
Treasury	912828NS5	8,776,228.75	31,857.29	8,744,371.46	8,738,000.00	4,551.04	(3,185.73)	1,365.31
Fannie Mae	31398A6F4	8,771,478.75	3,043.75	8,768,435.00	8,766,000.00	2,739.38	(304.38)	2,435.00
Fannie Mae	3135G0GU1	7,002,030.00	338.33	7,001,691.67	7,000,000.00	2,916.67	(84.58)	2,832.09

Fannie Mae	3135G0GU2	3,501,015.00	169.17	3,500,845.83	3,500,000.00	1,458.33	(42.29)	1,416.04
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	15,385.50	1,381,670.50	1,315,000.00	8,218.75	(5,128.50)	3,090.25
Fannie Mae	31398A3L4	3,883,198.70	15,516.29	3,867,682.41	3,830,000.00	3,590.63	(2,216.61)	1,374.02
Fannie Mae	31398A3L4	3,954,171.00	15,799.87	3,938,371.13	3,900,000.00	3,656.25	(2,257.13)	1,399.12
Fannie Mae	3135G0GH0	2,011,400.00	1,140.00	2,010,260.00	2,000,000.00	1,800.00	(380.00)	1,420.00
Federal Home Loan Bank	3133XR88	7,370,650.00	20,591.67	7,350,058.33	7,000,000.00	23,333.33	(20,591.67)	2,741.66
Federal Home Loan Bank	313376M85	24,999,500.00	(83.33)	24,999,583.33	25,000,000.00	7,500.00	83.33	7,583.33
Federal Home Loan Bank	313378U41	12,009,480.00	526.67	12,008,953.33	12,000,000.00	3,500.00	(526.67)	2,973.33
Freddie Mac	3134G3BF6	12,054,960.00	4,580.00	12,050,380.00	12,000,000.00	12,500.00	(4,580.00)	7,920.00
Federal Home Loan Bank	3133765P6	20,007,600.00	3,800.00	20,003,800.00	20,000,000.00	21,755.56	(3,800.00)	17,955.56
Federal Home Loan Bank	3137EACK3	25,081,000.00	20,250.00	25,060,750.00	25,000,000.00	35,156.25	(20,250.00)	14,906.25
Federal Home Loan Bank	313376KS3	25,047,750.00	5,305.56	25,042,444.44	25,000,000.00	16,666.67	(5,305.56)	11,361.11
Fannie Mae	31359MRG0	18,715,860.00	59,655.00	18,656,205.00	18,000,000.00	65,625.00	(59,655.00)	5,970.00
Federal Home Loan Bank	3133XWKV0	10,388,500.00	16,187.50	10,372,312.50	10,000,000.00	19,791.67	(16,187.50)	3,604.17
		223,995,852.57	687,604.15	223,465,432.54	221,422,000.00	281,641.31	(176,047.96)	105,593.35



Monthly Newsletter - April 2012

Performance

As of April 30, 2012

Current Invested Balance	\$5,255,005,296.99
Weighted Average Maturity (1)	43 Days
Weighted Average Maturity (2)	68 Days
Net Asset Value	1.000115
Total Number of Participants	752
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$711,454.28
Management Fee Collected	\$222,134.33
% of Portfolio Invested Beyond 1 Year	3.36%
Standard & Poor's Current Rating	AAAm

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

April Averages

Average Invested Balance	\$5,419,761,167.11
Average Monthly Yield, on a simple basis	0.1098%
Average Weighted Average Maturity (1)*	46 Days
Average Weighted Average Maturity (2)*	69 Days

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

- (1) This weighted average maturity calculation uses the SEC Rule 2a-7 definition for stated maturity for any floating rate instrument held in the portfolio to determine the weighted average maturity for the pool. This Rule specifies that a variable rate instrument to be paid in 397 calendar days or less shall be deemed to have a maturity equal to the period remaining until the next readjustment of the interest rate.
- (2) This weighted average maturity calculation uses the final maturity of any floating rate instruments held in the portfolio to calculate the weighted average maturity for the pool.

* The maximum management fee authorized for the TexSTAR Cash Reserve Fund is 12 basis points. This fee may be waived in full or in part in the discretion of the TexSTAR co-administrators at any time as provided for in the TexSTAR Information Statement.

New Participants

We would like to welcome the following entity who joined the TexSTAR program in April:

★ City of Castroville

Holiday Reminder

In observance of **Memorial Day**, **TexSTAR will be closed on Monday, May 28, 2012**. All ACH transactions initiated on Friday, May 25th will settle on Tuesday, May 29th. Notification of any early transaction deadlines on the business day preceeding this holiday will be sent by email to the primary contact on file for all TexSTAR participants. Please plan accordingly for your liquidity needs.

Economic Commentary

At the beginning of April, markets pulled back from their strong first quarter performance, given renewed fears in Europe and weak U.S. employment data. However, markets generally stabilized over the remainder of the month as they continued to be supported by a significant amount of accommodative policy from global central banks. Economic data released during April indicated a relative slowdown in the pace of growth from the year's solid start. In particular, employment data and manufacturing demonstrated some loss of momentum. Despite high gasoline prices, consumer consumption has remained strong. First quarter real GDP rose a less-than-expected 2.2%, due to weaker government and fixed investment spending. In the U.S., the questions around future growth center around "how fast" and "how sustainable" (the latter question given likely fiscal tightening to come in 2013).

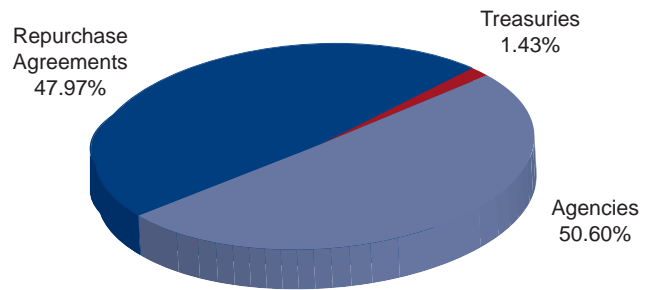
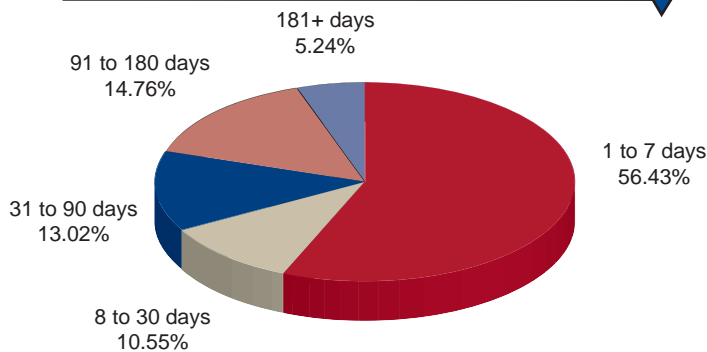
Looking out further, the potential fiscal drag in 2013 presents a significant risk to growth. Currently, the temporary extension of the 2% payroll tax cut and emergency unemployment benefits, as well as Bush-era tax cuts, are scheduled to expire at the end of 2012, and automatic fiscal spending cuts via sequestration are scheduled to begin in 2013. Congress is unlikely to address these before the November election. Without any change, we estimate that these factors combined could detract as much as 2.5% to 3.5% from GDP. The Fed noted these risks in its March FOMC meeting minutes, including the potential impact on future growth. In the near term, unless there is further deterioration in economic data, there is limited potential for any additional policy action by the Fed during their next meeting in June. However, longer term, given the lagged nature of monetary policy and the Fed's desire to proactively support the economic recovery, there is anticipated an approximately 50% probability of another round of Fed asset purchases, though this is highly contingent on the evolving fiscal environment. Expectations are that the year ahead will likely see "okay," albeit not stellar global growth, with the U.S. and a number of emerging-market economies leading the way, and Europe muddling through, all helped by accommodative central banks. That is not to say there will not be bouts of uncertainty. Indeed, May does not only have to endure the French and Greek elections, but will also face a May 31 Irish referendum on the Fiscal Compact as well as critical talks with Iran over its nuclear program.

This information is an excerpt from an economic report dated April 2012 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

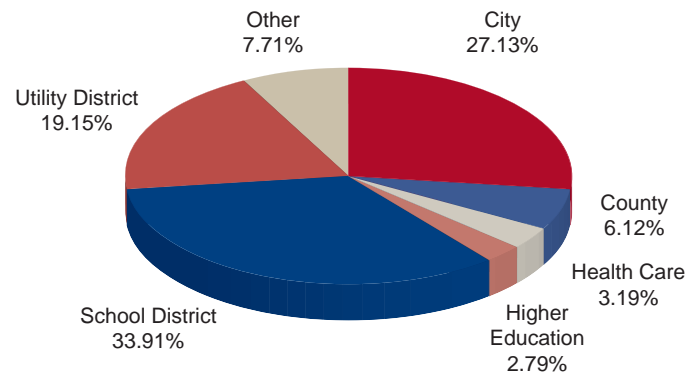
For more information about TexSTAR, please visit our web site at www.texstar.org.

Information at a Glance

Portfolio by Type of Investment As of April 30, 2012



Portfolio by Maturity As of April 30, 2012



Distribution of Participants by Type As of April 30, 2012

Historical Program Information

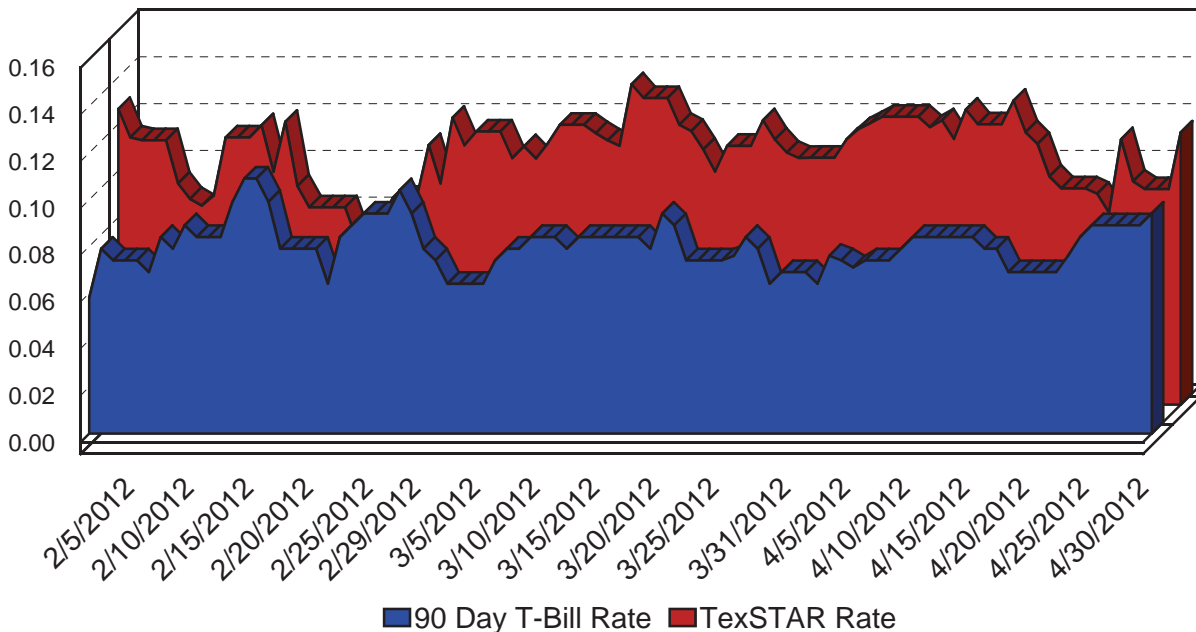
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
Apr 12	0.1098%	\$5,255,005,296.99	\$5,255,613,981.07	1.000115	46	69	752
Mar 12	0.1148%	5,668,145,582.64	5,668,844,552.57	1.000123	48	71	751
Feb 12	0.0986%	6,014,562,468.35	6,015,309,681.45	1.000124	48	70	751
Jan 12	0.0902%	6,122,141,791.23	6,122,989,120.67	1.000138	46	73	750
Dec 11	0.0815%	5,164,291,074.36	5,164,844,831.26	1.000107	48	79	749
Nov 11	0.0973%	4,964,174,535.92	4,964,899,185.74	1.000145	48	80	747
Oct 11	0.0807%	5,191,742,744.46	5,192,081,793.52	1.000065	47	74	745
Sep 11	0.0906%	5,218,150,511.94	5,218,680,416.17	1.000100	46	76	741
Aug 11	0.0940%	4,773,149,074.88	4,773,628,030.81	1.000100	45	69	735
Jul 11	0.0746%	4,990,872,181.48	4,991,025,373.13	1.000030	38	55	735
Jun 11	0.0889%	5,280,726,280.87	5,281,501,501.41	1.000146	50	69	733
May 11	0.0863%	5,566,580,016.75	5,567,478,247.07	1.000161	46	66	732

Portfolio Asset Summary as of April 30, 2012

	Book Value	Market Value
Uninvested Balance	\$ 110.52	\$ 110.52
Accrual of Interest Income	480,778.53	480,778.53
Interest and Management Fees Payable	(839,411.98)	(839,411.98)
Payable for Investment Purchased	(24,990,500.00)	(24,990,500.00)
Repurchase Agreement	2,533,009,000.00	2,533,009,000.00
Government Securities	2,747,345,319.92	2,747,954,004.00
Total	\$ 5,255,005,296.99	\$ 5,255,613,981.07

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

TexSTAR versus 90-Day Treasury Bill



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

Daily Summary for April 2012

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
4/1/2012	0.1055%	0.000002891	\$5,668,145,582.64	1.000122	50	72
4/2/2012	0.1133%	0.000003105	\$5,556,644,450.19	1.000117	50	73
4/3/2012	0.1177%	0.000003224	\$5,546,708,394.83	1.000116	50	74
4/4/2012	0.1203%	0.000003295	\$5,536,521,445.47	1.000111	50	73
4/5/2012	0.1230%	0.000003370	\$5,434,846,947.60	1.000110	48	71
4/6/2012	0.1230%	0.000003370	\$5,434,846,947.60	1.000110	48	71
4/7/2012	0.1230%	0.000003370	\$5,434,846,947.60	1.000110	48	71
4/8/2012	0.1230%	0.000003370	\$5,434,846,947.60	1.000110	48	71
4/9/2012	0.1186%	0.000003248	\$5,416,376,860.15	1.000117	47	71
4/10/2012	0.1215%	0.000003328	\$5,417,563,535.12	1.000113	48	71
4/11/2012	0.1135%	0.000003110	\$5,398,377,229.58	1.000111	48	72
4/12/2012	0.1261%	0.000003454	\$5,380,178,334.23	1.000104	48	71
4/13/2012	0.1198%	0.000003282	\$5,402,214,869.67	1.000102	46	69
4/14/2012	0.1198%	0.000003282	\$5,402,214,869.67	1.000102	46	69
4/15/2012	0.1198%	0.000003282	\$5,402,214,869.67	1.000102	46	69
4/16/2012	0.1299%	0.000003559	\$5,444,756,675.22	1.000110	45	68
4/17/2012	0.1164%	0.000003188	\$5,448,025,060.86	1.000097	46	67
4/18/2012	0.1114%	0.000003052	\$5,434,162,953.28	1.000100	45	68
4/19/2012	0.0975%	0.000002672	\$5,415,880,107.42	1.000102	45	67
4/20/2012	0.0924%	0.000002532	\$5,367,846,172.77	1.000118	43	66
4/21/2012	0.0924%	0.000002532	\$5,367,846,172.77	1.000118	43	66
4/22/2012	0.0924%	0.000002532	\$5,367,846,172.77	1.000118	43	66
4/23/2012	0.0901%	0.000002468	\$5,380,423,825.77	1.000116	43	66
4/24/2012	0.0819%	0.000002244	\$5,385,223,402.82	1.000110	44	66
4/25/2012	0.1134%	0.000003107	\$5,412,794,600.89	1.000093	43	65
4/26/2012	0.0954%	0.000002615	\$5,403,491,181.69	1.000107	44	66
4/27/2012	0.0921%	0.000002523	\$5,347,661,719.46	1.000107	43	65
4/28/2012	0.0921%	0.000002523	\$5,347,661,719.46	1.000107	43	65
4/29/2012	0.0921%	0.000002523	\$5,347,661,719.46	1.000107	43	65
4/30/2012	0.1163%	0.000003185	\$5,255,005,296.99	1.000115	43	68
Average	0.1098%	0.000003008	\$5,419,761,167.11		46	69

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



TexSTAR Board Members

<i>William Chapman</i>	<i>Central Texas Regional Mobility Authority</i>	<i>Governing Board President</i>
<i>Nell Lange</i>	<i>City of Frisco</i>	<i>Governing Board Vice President</i>
<i>Melinda Garrett</i>	<i>Houston ISD</i>	<i>Governing Board Treasurer</i>
<i>Michael Bartolotta</i>	<i>First Southwest Company</i>	<i>Governing Board Secretary</i>
<i>Joni Freeman</i>	<i>JP Morgan Chase</i>	<i>Governing Board Asst. Sec./Treas.</i>
<i>Hardy Browder</i>	<i>City of Cedar Hill</i>	<i>Advisory Board</i>
<i>Oscar Cardenas</i>	<i>Northside ISD</i>	<i>Advisory Board</i>
<i>Stephen Fortenberry</i>	<i>McKinney ISD</i>	<i>Advisory Board</i>
<i>Monte Mercer</i>	<i>North Central TX Council of Government</i>	<i>Advisory Board</i>
<i>Becky Brooks</i>	<i>Government Resource Associates, LLC</i>	<i>Advisory Board</i>
<i>Len Santow</i>	<i>Griggs & Santow</i>	<i>Advisory Board</i>

For more information contact TexSTAR Participant Services ★ 1-800-TEX-STAR ★ www.texstar.org



J.P.Morgan
Asset Management

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

RESOLUTION NO. 12-036

AUTHORIZE THE EXECUTIVE DIRECTOR TO FILE WITH THE TEXAS DEPARTMENT OF TRANSPORTATION ONE OR MORE REQUESTS FOR FINANCIAL ASSISTANCE TO DEVELOP A MOPAC SOUTH EXPRESS LANES PROJECT AND A 183 NORTH EXPRESS LANES PROJECT, AND TO NEGOTIATE AND EXECUTE ANY AGREEMENTS REQUIRED TO RECEIVE FINANCIAL ASSISTANCE REQUESTED FROM THE TEXAS DEPARTMENT OF TRANSPORTATION.

WHEREAS, the Central Texas Regional Mobility Authority ("Mobility Authority") is empowered to study and develop potential transportation projects; and

WHEREAS, the Mobility Authority has proposed development of two projects commonly referred to, respectively, as the MoPac South Express Lanes Project and the 183 North Express Lanes Project (the "Projects"); and

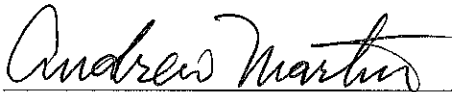
WHEREAS, financial assistance from the Texas Department of Transportation, specifically an advance funding agreement, may be available to cover project development activities; and

WHEREAS, the Board has approved the Projects and believes that obtaining financial assistance to develop the Projects may reduce the cost and time required for the Mobility Authority to complete the Projects.

NOW, THEREFORE, BE IT RESOLVED that the Board authorizes the Executive Director to negotiate and execute agreements for financial assistance, including an Advance Funding Agreement, with the Texas Department of Transportation for funding related to development of the MoPac South Express Lanes Project and the 183 North Express Lanes Project.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of May, 2012.

Submitted and reviewed by:



Andrew Martin
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson
Chairman, Board of Directors
Resolution Number: 12-036
Date Passed: 5/30/2012

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

RESOLUTION NO. 12-037

**APPROVE AN AMENDMENT TO THE AGREEMENT FOR VIOLATION
PROCESSING AND DEBT COLLECTION SERVICES WITH GILA CORPORATION,
D/B/A/ MUNICIPAL SERVICE BUREAU (MSB) TO REDUCE FEES PAID TO MSB
AND EXTEND THAT CONTRACT'S EXPIRATION DATE TO JANUARY 14, 2016.**

WHEREAS, the Agreement For Violation Processing and Debt Collection Services Between Central Texas Regional Mobility Authority ("CTRMA") and Gila Corporation, d/b/a Municipal Services Bureau (the "Consultant" or "MSB"), dated to be effective January 15, 2008 (the "Agreement"), as that agreement has been subsequently amended, provides that it will expire on January 14, 2013, unless extended by mutual agreement of the parties; and

WHEREAS, Schedule of Rates attached as Exhibit B to the Agreement provides that it may be adjusted periodically as the parties may mutually agree; and


WHEREAS, the Executive Director recommends that the Agreement be amended to increase total revenues received by the Mobility Authority from MSB's services and to extend the amended contract for an additional three years, and the Board has determined that this amendment is in the interests of the Mobility Authority.

NOW THEREFORE, BE IT RESOLVED, that the Board hereby authorizes and approves the proposed amendment to the Agreement with MSB in the form or substantially the same form attached as Attachment A; and

BE IT FURTHER RESOLVED, that the Executive Director may finalize and execute on behalf of the Mobility Authority the amendment to the Agreement in the form or substantially the same form attached as Attachment A.


Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of May, 2012.

Submitted and reviewed by:



Andrew Martin
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Ray A. Willkerson
Chairman, Board of Directors
Resolution Number: 12-037
Date Passed: 5/30/2012