



**CENTRAL TEXAS
Regional Mobility Authority**

Regular Meeting of the Board of Directors

9:00 a.m

Wednesday, October 28, 2015

Lowell H. Lebermann, Jr., Board Room
3300 N. IH-35, Suite 300
Austin, Texas 78705

*A live video stream of this meeting may be viewed on the internet at
www.mobilityauthority.com*

AGENDA

No action on the following:

1. Welcome and opening remarks by the Chairman and members of the Board of Directors.
2. Opportunity for public comment – See **Notes** at the end of this agenda

Consent Agenda

*See **Notes** at the end of this agenda.*

3. Approve an amendment to extend the agreement with the Cameron County Regional Mobility Authority to provide toll processing and collection services.
4. Approve an amendment to extend the agreement with the Cameron County Regional Mobility Authority to provide toll system maintenance services.
5. Authorize installation of traffic signals at the intersection of San Gabriel Parkway with northbound and southbound 183A frontage roads.
6. Authorize a procurement for safety patrol and related services provided under the HERO Program.

Executive Session

Under Chapter 551 of the Texas Government Code, the Board may recess into a closed meeting (an executive session) to deliberate any item on this agenda if the Chairman announces the item will be deliberated in executive session and identifies the section or sections of Chapter 551 that authorize meeting in executive session. A final action, decision, or vote on a matter deliberated in executive session will be made only after the Board reconvenes in an open meeting.

The Board may deliberate the following items in executive session if announced by the Chairman:

7. Discuss acquisition of one or more parcels or interests in real property needed for the 183 South Project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.072 (Deliberation Regarding Real Property) and §551.071 (Consultation With Attorney).
8. Discuss legal issues related to claims by or against the Mobility Authority; pending or contemplated litigation and any related settlement offers; or other matters as authorized by §551.071 (Consultation With Attorney).
9. Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).
10. Discuss personnel matters as authorized by §551.074 (Personnel Matters).

Reconvene in Open Session.

Regular Items

Items to discuss, consider, and take appropriate action.

11. Approve the minutes for the September 30, 2015, Regular Board Meeting.
12. Authorize procurement of an environmental compliance manager for the SH 45 SW Project.
13. Authorize procurement of general engineering consulting services.
14. Authorize negotiation and execution of an advanced funding agreement with the Texas Department of Transportation for the 290E/SH 130 Interim Improvements Project.
15. Authorize negotiation and execution of the Project Development, Operation and Maintenance Agreement with the Texas Department of Transportation for the 183 South Project.

16. Report the automatic toll rate escalation percentage to become effective January 1, 2016, and, if desired, approve a modified toll rate escalation percentage effective January 1, 2016.
17. Authorize the issuance, sale, and delivery of Central Texas Regional Mobility Authority (i) Senior Lien Revenue Bonds, Series 2015A, (ii) Senior Lien Revenue and Refunding Put Bonds, Series 2015B, (iii) Subordinate Lien Revenue Bond, Taxable Series 2015C, (iv) Subordinate Lien Revenue Bond, Taxable Series 2015D, and (v) Subordinate Lien Revenue Bond, Taxable Series 2015E, in accordance with specified parameters; and authorize the execution and delivery of any and all documents, certificates, agreements, and instruments necessary or desirable to be executed and delivered in connection with the foregoing; and enacting other provisions relating to the subject.
18. Accept the financial statements for September 2015.
19. Approve a settlement agreement in *State of Texas v. Southwestern Bell Telephone Company A/K/A Southwestern Bell Telephone, L.P. A/K/A Southwestern Bell Texas, Inc.*, Cause No. C-1-CV-05-002617 in the Probate Court of Travis County, Texas, to acquire from Southwestern Bell Telephone Company that certain Parcel 32 of the 183 South Project, a 0.140 acre parcel of real estate located at 650 US Highway 183 South, Austin, Travis County, Texas.
20. Approve a contract to acquire from Capital Metropolitan Transportation Authority that certain Parcel 125 of the 183 South Project, a 0.853 acre parcel of real estate located at 5316 Ed Bluestein Boulevard, Austin, Travis County, Texas, at the southwest corner of the intersection of Ed Bluestein Blvd. and East 51st Street.
21. Approve a contract to acquire from Knollwood on the Colorado Homeowners Association Inc., that certain Parcel 154 of the 183 South Project, a 0.001 acre parcel of real estate located in the 2000 block on the east side of Ed Bluestein Boulevard south of Shelton Road (north of Smith Road) in Austin, Travis County, Texas.
22. Approve a contract to acquire from Brian Evans and Yoon Sin Kim that certain Parcel 132 of the 183 South Project, a 0.673 acre parcel of real estate located at 6705 Regiene Road, Austin, Travis County, Texas.
23. **Consideration of the use of eminent domain to condemn property:** Declare a public necessity to acquire the following described parcel of land, or interest therein, for the 183 South Project; and with respect to the parcel or interest therein authorize any of the following actions: (i) execution of a contract to purchase, (ii) execution of a possession and use agreement, or (iii) acquisition through negotiation or by the use of eminent domain to condemn the parcel or interest therein:

- A. Parcel 147AC of the 183 South Project, a 379.38' denial of access line, owned by K.A.F. Development Company and located at 609 S. Highway 183, at the corner of Thompson Lane in Austin, Texas 78741.

Briefings and Reports

Items for briefing and discussion. No action will be taken by the Board.

- 24. Quarterly briefing on the MoPac Improvement Project.
- 25. Quarterly briefing on the 183 South Project.
- 26. Quarterly briefing on transportation projects under development.
- 27. Executive Director's Report.
 - A. Project updates.

Regular Items

Items to discuss, consider, and take appropriate action.

- 28. Adjourn Meeting.

Notes

Opportunity for Public Comment. At the beginning and at the end of the meeting, the Board provides a period of up to one hour for public comment on any matter subject to the Mobility Authority's jurisdiction. Each speaker is allowed a maximum of three minutes. A person who wishes to address the Board should sign the speaker registration sheet before the beginning of the public comment period. If a speaker's topic is not listed on this agenda, the Board may not deliberate the speaker's topic or question the speaker during the open comment period, but may direct staff to investigate the matter or propose that an item be placed on a subsequent agenda for deliberation and possible action by the Board. The Board may not deliberate or act on an item that is not listed on this agenda.

Consent Agenda. The Consent Agenda includes routine or recurring items for Board action with a single vote. The Chairman or any Board Member may defer action on a Consent Agenda item for discussion and consideration by the Board with the other Regular Items.

Public Comment on Agenda Items. A member of the public may offer comments on a specific agenda item in open session if he or she signs the speaker registration sheet for that item before the Board takes up consideration of the item. The Chairman may limit the amount of time allowed for each speaker. Public comment unrelated to a specific agenda item must be offered during the open comment period.

Meeting Procedures. The order and numbering of agenda items is for ease of reference only. After the meeting is convened, the Chairman may rearrange the order in which agenda items are considered, and the Board may consider items on the agenda in any order or at any time during the meeting.

Persons with disabilities. If you plan to attend this meeting and may need auxiliary aids or services, such as an interpreter for those who are deaf or hearing impaired, or if you are a reader of large print or Braille, please contact Laura Bohl at (512) 996-9778 at least two days before the meeting so that appropriate arrangements can be made.

Español. Si desea recibir asistencia gratuita para traducir esta información, llame al (512) 996-9778.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 1

Welcome, Opening Remarks and Board
Member Comments.

Welcome, Opening Remarks and Board Member Comments

Board Action Required: No



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 2

Open Comment Period for Public Comment.
Public Comment on Agenda Items.

Open Comment Period for Public Comment - At the beginning of the meeting, the Board provides a period of up to one hour for public comment on any matter subject to CTRMA's jurisdiction. Each speaker is allowed a maximum of three minutes. A person who wishes to address the Board should sign the speaker registration sheet before the beginning of the open comment period. If the speaker's topic is not listed on this agenda, the Board may not deliberate the topic or question the speaker during the open comment period, but may direct staff to investigate the subject further or propose that an item be placed on a subsequent agenda for deliberation and possible action by the Board. The Board may not act on an item that is not listed on this agenda.

Public Comment on Agenda Items - A member of the public may offer comments on a specific agenda item in open session if he or she signs the speaker registration sheet for that item before the Board's consideration of the item. The Chairman may limit the amount of time allowed for each speaker. Public comment unrelated to a specific agenda item must be offered during the open comment period.

Board Action: No



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 3

Approve an amendment
to extend the agreement with the Cameron
County Regional Mobility Authority to provide
toll processing and collection services.

Strategic Plan Relevance: Regional Mobility
Department: Operations
Contact: Tim Reilly, Director of Operations
Associated Costs: Pass Thru, No Cost to the Mobility Authority
Funding Source: Not Applicable
Action Requested: Consider and act on draft resolution

Summary:

On December 7, 2011, the Board approved in interlocal agreement (“ILA”) with the Cameron County Regional Mobility Authority (CCRMA) under which the Mobility Authority provides toll processing and collection services to CCRMA through Municipal Services Bureau, the vendor that provides these services to the Mobility Authority.

CCRMA has requested an extension and continuation of the ILA to a new termination date of June 30, 2020.

All other provisions of the ILA will continue as they exist today.

Backup provided: Proposed Amendment to ILA with the CCRMA
Draft Resolution

**FIRST AMENDMENT TO THE INTERLOCAL AGREEMENT FOR
TOLL COLLECTION PROCESSING SERVICES**

THIS FIRST AMENDMENT is made effective as of the ___ day of _____, 2015, by and between the **CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY** (“CTRMA”) and the **CAMERON COUNTY REGIONAL MOBILITY AUTHORITY** (“CCRMA”), political subdivisions of the State of Texas.

WITNESSETH:

WHEREAS, the CTRMA and the CCRMA entered into an Agreement for Toll Collection Processing Services dated December 7, 2011, hereinafter referred to as the “Agreement,” whereby the CTRMA agreed to provide toll collection processing services to the CCRMA; and

WHEREAS, the term of the Agreement concluded on June 30, 2015; and

WHEREAS, the CTRMA and the CCRMA have each determined that it is in their best interest to continue performing their obligations under the Agreement; and

WHEREAS, the CCRMA and the CTRMA therefore desire to extend the term of the Agreement to June 30, 2020.

NOW, THEREFORE, and in consideration of the mutual covenants and agreement between the parties, the CTRMA and the CCRMA hereby agree to the following:

I. EXTENSION OF TERM.

Article III, Section 1. Term and Termination. of the Agreement for Toll Collection Processing Services by and between the CTRMA and the CCRMA dated December 7, 2011 shall be and hereby is amended to read as follows:

Subject to the following, this Agreement shall be effective as of the date first written above and shall continue in force and effect until June 30, 2020 [~~June 30, 2015~~]. The term of the Agreement may be extended by written agreement of the Parties. Notwithstanding the foregoing,

- a. if the MSB Contract is terminated pursuant to Article 3 of that agreement, this Agreement shall terminate on the same day that the MSB Contract terminates, provided that the CTRMA shall give the CCRMA written notice of the termination within ten (10) days of providing notice to or receiving notice from MSB in accordance with Article 3 of the MSB Contract; and
- b. either party may terminate this Agreement in the event of a material breach of its terms, which may include, but is not limited to, failure to make timely payments

of amounts owed and failure of the toll collection processing services to be provided in accordance with this Agreement, provided that the party seeking to terminate the Agreement has provided written notice to the other of the alleged default and the default has not been cured within thirty (30) days of receipt of such notice; and

- c. the CCRMA may terminate this Agreement without cause at any time, provided that the CCRMA shall provide the CTRMA with thirty (30) days written notice of the termination.

II. REMAINING TERMS AND CONDITIONS.

Except to the extent expressly modified herein, all remaining terms and conditions of the Agreement for Toll Collection Processing Services by and between the CTRMA and the CCRMA dated December 7, 2011 shall continue in full force and effect.

IN WITNESS WHEREOF, the parties hereto have signed or have caused their respective names to be signed to multiple counterparts hereof as of the effective date first above written.

Authority:	Central Texas Regional Mobility Authority	Company:	Cameron County Regional Mobility Authority
Signature:		Signature:	
By:	<u>Mike Heiligenstein</u>	By:	<u>Pete Sepulveda, Jr.</u>
Title:	<u>Executive Director</u>	Title:	<u>Executive Director</u>
Date:	<u></u>	Date:	<u></u>

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

RESOLUTION NO. 15-_____

**APPROVING AN AMENDMENT TO EXTEND THE AGREEMENT WITH
THE CAMERON COUNTY REGIONAL MOBILITY AUTHORITY TO
PROVIDE TOLL PROCESSING AND COLLECTION SERVICES.**

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

WHEREAS, CCRMA has requested an extension of the ILA to a new termination date of June 30, 2020, as set forth in the proposed amendment to the ILA provided to the Board in the agenda backup information; and

WHEREAS, the Executive Director recommends approval of the proposed amendment.

NOW THEREFORE BE IT RESOLVED that the proposed amendment to the ILA with the Cameron County Regional Mobility Authority is hereby approved; and

BE IT FURTHER RESOLVED that the Executive Director is authorized to finalize and execute the proposed amendment to the ILA on behalf of the Mobility Authority, in the form or substantially the same form provided in the agenda backup information.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 4

Approve an amendment
to extend the agreement with the Cameron
County Regional Mobility Authority to provide
toll system maintenance services.

Strategic Plan Relevance: Regional Mobility
Department: Operations
Contact: Tim Reilly, Director of Operations
Associated Costs: Pass Thru, No Cost to the Mobility Authority
Funding Source: Not Applicable
Action Requested: Consider and act on draft resolution

Summary:

On January 25, 2012, the Board approved in interlocal agreement (“ILA”) with the Cameron County Regional Mobility Authority (CCRMA) under which the Mobility Authority provides ongoing toll system maintenance services to CCRMA through Schneider Electric Mobility NA Inc. (successor in interest to Caseta and Telvent), the vendor that provides these services to the Mobility Authority. That agreement terminated on June 15, 2015.

CCRMA has requested an extension and continuation of the ILA to a new termination date of June 30, 2016.

All other provisions of the ILA will continue as they exist today.

Backup provided: Initial ILA with CCRMA for toll system maintenance services
Proposed Amendment to ILA with the CCRMA
Draft Resolution

**FIRST AMENDMENT TO THE INTERLOCAL AGREEMENT FOR
TOLL SYSTEMS MAINTENANCE SERVICES**

THIS FIRST AMENDMENT is made effective as of the ___ day of _____, 2015, by and between the **CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY** (“CTRMA”) and the **CAMERON COUNTY REGIONAL MOBILITY AUTHORITY** (“CCRMA”), political subdivisions of the State of Texas.

WITNESSETH:

WHEREAS, the CTRMA and the CCRMA entered into an Agreement for Toll Systems Maintenance Services dated February 22, 2012, hereinafter referred to as the “Agreement,” whereby the CTRMA agreed to provide toll systems maintenance services to the CCRMA; and

WHEREAS, the term of the Agreement concluded on June 30, 2015; and

WHEREAS, the CTRMA and the CCRMA have each determined that it is in their best interest to continue performing their obligations under the Agreement; and

WHEREAS, the CCRMA and the CTRMA therefore desire to extend the term of the Agreement to June 30, 2016.

NOW, THEREFORE, and in consideration of the mutual covenants and agreement between the parties, the CTRMA and the CCRMA hereby agree to the following:

I. EXTENSION OF TERM.

Article III, Section 1. Term and Termination. of the Agreement for Toll Systems Maintenance Services by and between the CTRMA and the CCRMA dated February 22, 2012 shall be and hereby is amended to read as follows:

Subject to the following, this Agreement shall be effective as of the date first written above and shall continue in force and effect until June 30, 2016. The term of the Agreement may be extended by written agreement of the Parties. Notwithstanding the foregoing,

a) if the Telvent Maintenance Contract is terminated pursuant to Section 12 of that agreement, this Agreement shall terminate on the same day that the Telvent Maintenance Contract terminates, provided that the CTRMA shall give the CCRMA written notice of the termination within ten (10) days of providing notice to or receiving notice from Telvent in accordance with Section 12 of the Telvent Maintenance Contract; and

b) either party may terminate this Agreement in the event of a material breach of its terms, which may include, but is not limited to, failure to make timely payments of

amounts owed and failure to provide services and satisfy performance measures in accordance with this Agreement, provided that the party seeking to terminate the Agreement has provided written notice to the other of the alleged default and the default has not been cured within thirty (30) days of receipt of such notice; and

c) CCRMA may terminate this Agreement without cause at any time, provided that CCRMA shall provide CTRMA with notice sufficient to allow CTRMA to satisfy its obligations under the Telvent Maintenance Contract.

Notwithstanding the foregoing, CTRMA shall not issue to Telvent any task orders or work authorizations extending beyond the term of the Telvent Maintenance Contract.

II. REMAINING TERMS AND CONDITIONS.

Except to the extent expressly modified herein, all remaining terms and conditions of the Agreement for Toll Systems Maintenance Services by and between the CTRMA and the CCRMA dated February 22, 2012 shall continue in full force and effect.

IN WITNESS WHEREOF, the parties hereto have signed or have caused their respective names to be signed to multiple counterparts hereof as of the effective date first above written.

Authority:	Central Texas Regional Mobility Authority	Company:	Cameron County Regional Mobility Authority
Signature:	_____	Signature:	_____
By:	<u>Mike Heiligenstein</u>	By:	<u>Pete Sepulveda, Jr.</u>
Title:	<u>Executive Director</u>	Title:	<u>Executive Director</u>
Date:	_____	Date:	_____

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

RESOLUTION NO. 15-_____

**APPROVING AN AMENDMENT TO EXTEND THE AGREEMENT WITH
THE CAMERON COUNTY REGIONAL MOBILITY AUTHORITY TO
PROVIDE TOLL SYSTEM MAINTENANCE SERVICES.**

WHEREAS, by Resolution No. 12-003, enacted on January 25, 2012, the Board approved an interlocal agreement with the Cameron County Regional Mobility Authority (“CCRMA”) under Chapter 791 of the Texas Government Code and Section 370.033 of the Transportation Code by which the Mobility Authority provides toll system maintenance services to CCRMA (the “ILA”); and

WHEREAS, CCRMA has requested an extension of the ILA to a new termination date of June 30, 2020, as set forth in the proposed amendment to the ILA provided to the Board in the agenda backup information; and

WHEREAS, the Executive Director recommends approval of the proposed amendment.

NOW THEREFORE BE IT RESOLVED that the proposed amendment to the ILA with the Cameron County Regional Mobility Authority is hereby approved; and

BE IT FURTHER RESOLVED that the Executive Director is authorized to finalize and execute the proposed amendment to the ILA on behalf of the Mobility Authority, in the form or substantially the same form provided in the agenda backup information.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 5

Authorize installation of traffic signals at the intersection of San Gabriel Parkway with northbound and southbound 183A frontage roads.

Strategic Plan Relevance: Regional Mobility
Department: Engineering
Contact: Wesley M. Burford, P.E., Director of Engineering
Associated Costs: approximately \$150,000
Funding Source: Operating Fund
Action Requested: Consider and act on draft resolution

Summary:

The intersection of 183A and San Gabriel Parkway is currently stop-controlled. A Traffic Signal Warrant Analysis was performed on June 16, 2015. Traffic counts were performed on September 16, 2015, and the results indicate that a signal is warranted.

The results of the warrant are based on the data collected in accordance with the TxDOT standard process for signals. The peak hour criteria (Warrant 3 - Peak Hour) was met. The Executive Director recommends installation of a traffic signal at this intersection.

Backup provided: Traffic Signal Warrant
Support Letters
Draft Resolution for Board Consideration

Traffic Signal Warrant
183A Frontage Road
And San Gabriel Parkway



CENTRAL TEXAS
Regional Mobility Authority



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October 2015

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I. PROJECT DESCRIPTION

This report presents a summary of findings for a Traffic Signal Warrant Analysis performed by HNTB Corporation, Inc. for the intersection of 183A Frontage Road and San Gabriel Parkway in Leander, Williamson County, Texas. A Site Location Map has been included in the Appendix of this report as *Exhibit 1*.

To conduct the signal warrant analysis, 24-hour traffic counts were collected for each of the approaches to intersection of 183A and San Gabriel Parkway on September 15, 2015. Analysis was conducted for both the 183A Northbound Frontage Road intersection and the 183A Southbound Frontage Road intersection. The intersection of 183A Southbound Frontage Road and San Gabriel Parkway was found to have both the highest traffic volumes and number of crashes. Traffic volume data and most recent available crash data can be found in the Appendix of this report as *Exhibit 2*. A site visit was also conducted to observe the geometric configuration of the intersection as well as any unique characteristics about the approaches.

The speed limit on the northbound and southbound frontage roads is 60 mph and San Gabriel Parkway Approach is 45 mph. San Gabriel Parkway Approach is currently stop-controlled, both eastbound and westbound, at both intersections.

II. ANALYSIS

The 2011 Texas Manual on Uniform Traffic Control Devices (TMUTCD) requires that certain warrants be met prior to the installation of a traffic signal. These warrants are summarized as follows:

- | | |
|--------------------------------|---------------------------------------|
| 1. Eight-Hour Vehicular Volume | 5. School Crossing |
| 2. Four-Hour Vehicular Volume | 6. Coordinated Signal System |
| 3. Peak Hour | 7. Crash Experience |
| 4. Pedestrian Volume | 8. Roadway Network |
| | 9. Intersection Near a Grade Crossing |

Below are the TMUTCD descriptions of the Traffic Signal Warrants. In addition to the descriptions, TMUTCD also considers sound engineering judgment and recommendations as enough evidence to warrant the necessity of a traffic signal.

A. Warrant 1 – Eight-Hour Vehicular Volume

This warrant involves three (3) conditions (A, B, or a combination of A and B) which can individually satisfy the conditions of Warrant 1. Condition A is the Minimum Vehicular Volume which is intended for application at locations where a large volume of intersecting traffic is the principal reason to consider installing a traffic control signal. Condition B is the Interruption of Continuous Traffic which

is intended for application where the traffic volume on a major street is so heavy that traffic on a minor street suffers excessively.

B. Warrant 2 – Four-Hour Vehicular Volume

This warrant is intended to be applied where the volumes of intersecting traffic is the principal reason to consider installing a traffic control signal.

C. Warrant 3 – Peak Hour

This warrant is intended for use at a location where traffic conditions are such that for a minimum of one (1) hour of an average day, the minor-street traffic suffers undue delay when entering or crossing the major street.

D. Warrant 4 – Pedestrian Volume

This warrant is intended for application where the traffic volume on a major street is so heavy that pedestrians experience excessive delay in crossing the major street.

E. Warrant 5 – School Crossing

This warrant is intended for application where the fact that school children cross the major street is the principal reason to consider installing a traffic control signal.

F. Warrant 6 – Coordinated Signal System

This warrant is when progressive movement in a coordinated signal system sometimes necessitates installing traffic control signals at intersections where they would not otherwise be needed in order to maintain proper platooning of vehicles.

G. Warrant 7 – Crash Experience

This warrant is intended for application where the severity and frequency of crashes are the principal reasons to consider installing a traffic control signal. Requests for crash data have been submitted to TxDOT and we have yet to receive them.

H. Warrant 8 – Roadway Network

This warrant is analyzed when installing a traffic control signal at some intersections might be justified to encourage concentration and organization of traffic flow on a roadway.

I. Warrant 9 – Intersection Near a Grade Crossing

This warrant is analyzed when installing a traffic control signal at some intersections might be justified to encourage concentration and organization of traffic flow on a roadway.

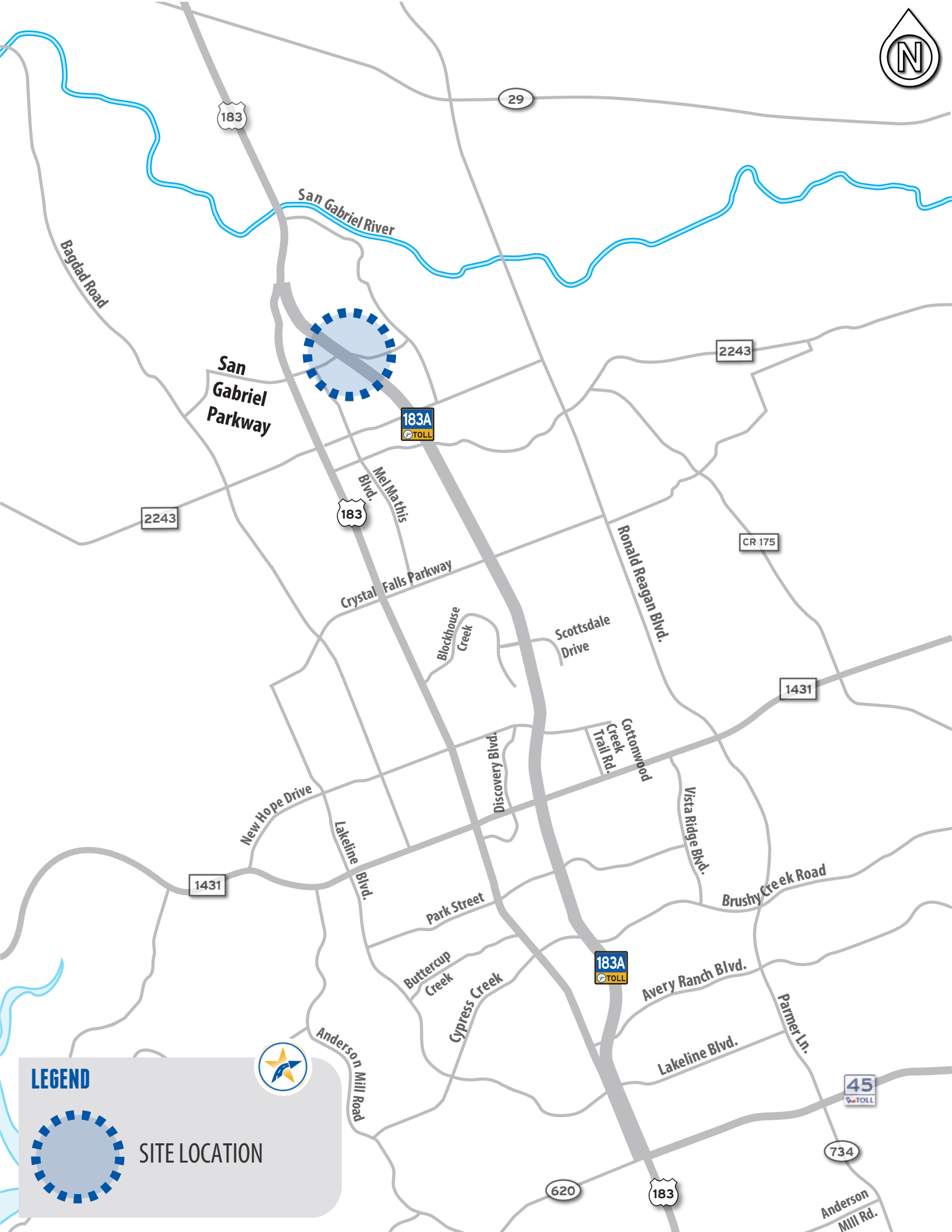
III. RESULTS AND RECOMMENDATIONS

The following results and recommendations are based on data that has been collected and standards set by the TMUTCD. Traffic Signal Warrant Analysis was completed for both the 183A Northbound Frontage Road and 183A Southbound Frontage Road, but only the 183A Southbound Frontage Road intersection was found to satisfy any of the TMUTCD Warrants. The peak hour volume criteria for Warrant 3 were satisfied. Due to the crash history at the site, the Crash Experience Warrant, Warrant 7, was also analyzed. It was determined that the intersection with the southbound frontage road also met the volume criteria outlined by Condition B of Warrant 7 and therefore Warrant 7 was also satisfied. Since Warrants 3 and 7 are each met, installation of a traffic signal is recommended. Please refer to *Exhibit 3* within the Appendix of this report for the detailed Signal Warrant Worksheets.

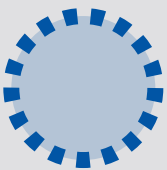
APPENDIX

EXHIBIT 1

SITE LOCATION MAP



LEGEND



SITE LOCATION

EXHIBIT 2

24-HOUR TRAFFIC COUNTS/ACCIDENT DATA

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
1	Gram Traffic, Inc.													Page 2		
2	3751 FM 1105 Bldg A															
3	Georgetown, TX. 78626															
4	512-832-8650															
5														Site Code: Loc 36		
6														Station ID:		
7														San Gabriel Pkwy		
8														Just East of US 183A		
9														Latitude: 0' 0.0000 Unc		
10		16-Sep	Westbound	Hour Totals		Eastbound		Hour Totals		Combined Totals						
11		Wed	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afternoon				
12	12:00		1	4			0	4								
13	12:15		0	1			3	6								
14	12:30		1	12			0	8								
15	12:45		1	5	3	22	1	5	4	23	7	45				
16	01:00		1	5			1	10								
17	01:15		0	4			1	7								
18	01:30		1	8			1	9								
19	01:45		0	6	2	23	0	7	3	33	5	56				
20	02:00		0	7			0	12								
21	02:15		0	5			0	8								
22	02:30		0	5			0	7								
23	02:45		0	12	0	29	0	9	0	36	0	65				
24	03:00		0	7			0	4								
25	03:15		0	6			0	6								
26	03:30		0	5			0	5								
27	03:45		0	4	0	22	0	7	0	22	0	44				
28	04:00		0	3			0	4								
29	04:15		0	1			0	8								
30	04:30		2	5			0	1								
31	04:45		1	11	3	20	0	8	0	21	3	41				
32	05:00		0	13			0	7								
33	05:15		2	3			0	8								
34	05:30		1	4			1	9								
35	05:45		9	8	12	28	1	7	2	31	14	59				
36	06:00		5	3			3	6								
37	06:15		5	7			1	10								
38	06:30		8	7			4	10								
39	06:45		5	6	23	23	4	10	12	36	35	59				
40	07:00		4	5			3	7								
41	07:15		11	5			3	6								
42	07:30		12	3			8	2								
43	07:45		8	5	35	18	7	9	21	24	56	42				
44	08:00		5	7			5	8								
45	08:15		11	4			3	5								
46	08:30		4	3			5	6								
47	08:45		9	3	29	17	1	2	14	21	43	38				
48	09:00		3	1			9	0								
49	09:15		6	0			2	4								
50	09:30		2	0			4	3								
51	09:45		2	2	13	3	2	6	17	13	30	16				
52	10:00		1	6			5	5								
53	10:15		3	5			2	1								
54	10:30		6	0			5	2								
55	10:45		4	1	14	12	5	1	17	9	31	21				
56	11:00		6	0			6	2								
57	11:15		6	1			2	1								
58	11:30		13	2			2	0								
59	11:45		3	0	28	3	5	2	15	5	43	8				
60	Total		162	220			105	274			267	494				
61	Percent		42.4%	57.6%			27.7%	72.3%			35.1%	64.9%				
62		0	162	220	162	220	105	274	105	274	267	494				
63	Grand Total		328	430			213	546			541	976				
64	Percent		43.3%	56.7%			28.1%	71.9%			35.7%	64.3%				

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
1				Gram Traffic, Inc.										Page 1		
2				3751 FM 1105 Bldg A												
3				Georgetown, TX. 786												
4														Site Code: Loc 68		
5														Station ID:		
6														San Gabriel Pkwy		
7														Just West of US183A		
8														Latitude: 0' 0.0000 Undefined		
9																
10		15-Sep	Eastbound	Hour Totals		Westbound		Hour Totals		Combined Totals						
11		Tue	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afternoon				
12	12:00		1	17			0	14								
13	12:15		2	11			1	9								
14	12:30		1	11			1	17								
15	12:45		0	22	4	61	1	20	3	60	7	121				
16	01:00		0	13			2	14								
17	01:15		0	24			2	19								
18	01:30		1	16			0	15								
19	01:45		1	23	2	76	1	12	5	60	7	136				
20	02:00		0	17			0	16								
21	02:15		0	21			1	21								
22	02:30		3	24			0	29								
23	02:45		0	23	3	85	0	17	1	83	4	168				
24	03:00		0	13			0	16								
25	03:15		0	25			0	19								
26	03:30		0	19			0	30								
27	03:45		1	22	1	79	0	32	0	97	1	176				
28	04:00		2	19			0	32								
29	04:15		2	17			1	31								
30	04:30		3	23			1	53								
31	04:45		7	24	14	83	0	41	2	157	16	240				
32	05:00		2	30			5	30								
33	05:15		11	20			3	40								
34	05:30		14	29			2	47								
35	05:45		19	43	46	122	4	46	14	163	60	285				
36	06:00		34	26			2	40								
37	06:15		33	27			13	28								
38	06:30		47	29			21	21								
39	06:45		43	15	157	97	23	32	59	121	216	218				
40	07:00		42	21			22	22								
41	07:15		56	20			10	28								
42	07:30		53	16			21	26								
43	07:45		62	17	213	74	21	14	74	90	287	164				
44	08:00		52	8			8	23								
45	08:15		40	12			19	22								
46	08:30		33	10			32	12								
47	08:45		24	6	149	36	20	20	79	77	228	113				
48	09:00		19	7			16	16								
49	09:15		26	4			14	9								
50	09:30		29	2			15	7								
51	09:45		14	4	88	17	12	10	57	42	145	59				
52	10:00		24	3			14	6								
53	10:15		19	3			13	12								
54	10:30		15	3			15	7								
55	10:45		28	2	86	11	15	5	57	30	143	41				
56	11:00		20	1			18	4								
57	11:15		12	3			18	3								
58	11:30		22	4			18	3								
59	11:45		26	2	80	10	22	4	76	14	156	24				
60	Total		843	751			427	994			1270	1745				
61	Percent		52.9%	47.1%			30.0%	70.0%			42.1%	57.9%				
62		0	843	751	843	751	427	994	427	994	1270	1745				

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
1				Gram Traffic, Inc.										Page 1		
2				3751 FM 1105 Bldg A												
3				Georgetown, TX. 786												
4														Site Code: Loc 69		
5														Station ID:		
6														San Gabriel Pkwy		
7														Between Frontage Roads		
8														Latitude: 0' 0.0000 Undefined		
9																
10		15-Sep	Westbound	Hour Totals		Eastbound		Hour Totals		Combined Totals						
11		Tue	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afternoon				
12	12:00		0	15			0	6								
13	12:15		1	12			4	4								
14	12:30		1	21			0	9								
15	12:45		1	21	3	69	0	14	4	33	7	102				
16	01:00		2	14			0	6								
17	01:15		2	21			0	4								
18	01:30		0	13			1	4								
19	01:45		1	16	5	64	1	11	2	25	7	89				
20	02:00		0	15			0	6								
21	02:15		0	23			0	5								
22	02:30		0	30			0	9								
23	02:45		0	18	0	86	0	8	0	28	0	114				
24	03:00		0	18			0	5								
25	03:15		0	20			0	9								
26	03:30		0	28			0	6								
27	03:45		0	31	0	97	1	5	1	25	1	122				
28	04:00		0	35			0	7								
29	04:15		1	34			0	6								
30	04:30		2	56			0	11								
31	04:45		1	38	4	163	0	6	0	30	4	193				
32	05:00		5	34			0	6								
33	05:15		3	42			1	5								
34	05:30		3	47			2	10								
35	05:45		9	48	20	171	3	9	6	30	26	201				
36	06:00		8	39			6	10								
37	06:15		15	35			2	10								
38	06:30		28	22			5	11								
39	06:45		22	30	73	126	10	6	23	37	96	163				
40	07:00		21	21			7	11								
41	07:15		15	26			8	7								
42	07:30		27	25			11	10								
43	07:45		29	15	92	87	11	13	37	41	129	128				
44	08:00		9	24			7	4								
45	08:15		22	25			6	6								
46	08:30		29	16			1	5								
47	08:45		22	18	82	83	4	4	18	19	100	102				
48	09:00		20	18			0	4								
49	09:15		18	9			3	3								
50	09:30		19	8			3	2								
51	09:45		12	12	69	47	5	1	11	10	80	57				
52	10:00		13	5			8	1								
53	10:15		13	14			4	2								
54	10:30		12	6			6	3								
55	10:45		16	5	54	30	13	1	31	7	85	37				
56	11:00		18	3			7	2								
57	11:15		17	4			7	2								
58	11:30		22	2			11	2								
59	11:45		22	2	79	11	11	1	36	7	115	18				
60	Total		481	1034			169	292			650	1326				
61	Percent		31.7%	68.3%			36.7%	63.3%			32.9%	67.1%				
62	0	481	1034	481	1034	169	292	169	292	650	1326					

Gram Traffic, Inc.
 3751 FM 1105 Bldg A
 Georgetown, TX. 78626
 512-832-8650

Page 2
 Site Code: Loc 69
 Station ID:
 San Gabriel Pkwy
 Between Frontage Roads
 Latitude: 0' 0.0000 Undefined

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
1				Gram Traffic, Inc.											Page 2	
2				3751 FM 1105 Bldg A												
3				Georgetown, TX. 78626												
4				512-832-8650												
5																
6																
7																
8																
9																
10		16-Sep	Westbound	Hour Totals		Eastbound		Hour Totals		Combined Totals						
11		Wed	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afterno	Morning	Afternoon				
12	12:00		1	17			0	9								
13	12:15		3	13			5	4								
14	12:30		1	23			0	6								
15	12:45		1	17	6	70	1	7	6	26	12	96				
16	01:00		3	21			1	12								
17	01:15		1	18			1	7								
18	01:30		3	20			2	10								
19	01:45		6	26	13	85	0	9	4	38	17	123				
20	02:00		0	21			0	10								
21	02:15		0	17			0	14								
22	02:30		1	17			0	7								
23	02:45		0	24	1	79	0	7	0	38	1	117				
24	03:00		0	24			0	6								
25	03:15		0	28			0	9								
26	03:30		0	26			1	11								
27	03:45		0	36	0	114	1	4	2	30	2	144				
28	04:00		1	32			0	3								
29	04:15		0	24			0	7								
30	04:30		1	40			0	6								
31	04:45		1	39	3	135	0	7	0	23	3	158				
32	05:00		1	53			0	6								
33	05:15		4	50			0	18								
34	05:30		1	38			1	10								
35	05:45		8	47	14	188	4	9	5	43	19	231				
36	06:00		13	33			3	12								
37	06:15		16	32			6	11								
38	06:30		15	21			2	4								
39	06:45		34	23	78	109	8	11	19	38	97	147				
40	07:00		24	25			6	7								
41	07:15		18	23			5	5								
42	07:30		21	18			15	3								
43	07:45		19	28	82	94	10	6	36	21	118	115				
44	08:00		13	25			5	5								
45	08:15		29	26			4	2								
46	08:30		14	25			5	5								
47	08:45		20	17	76	93	2	3	16	15	92	108				
48	09:00		11	12			4	1								
49	09:15		16	6			1	4								
50	09:30		12	4			3	1								
51	09:45		12	7	51	29	3	5	11	11	62	40				
52	10:00		12	10			7	5								
53	10:15		12	12			6	0								
54	10:30		13	6			5	2								
55	10:45		14	3	51	31	3	2	21	9	72	40				
56	11:00		9	4			7	2								
57	11:15		21	3			11	0								
58	11:30		26	5			9	2								
59	11:45		19	4	75	16	2	0	29	4	104	20				
60	Total		450	1043			149	296			599	1339				
61	Percent		30.1%	69.9%			33.5%	66.5%			30.9%	69.1%				
62	0		450	1043	450	1043	149	296	149	296	599	1339				
63	Grand Total		931	2077			318	588			1249	2665				
64	Percent		31.0%	69.0%			35.1%	64.9%			31.9%	68.1%				

EXHIBIT 3

SIGNAL WARRANT WORKSHEETS



Form Revised 2/27/2012

Traffic Survey — Count Analysis

2011 TMUTCD Warrants

County: Williamson District: Waco
 City: Leander Population: N/A Survey Date: 9/15/15

	Name	Control	Section	85% Speed
Major	183A SBFR			60 MPH
Minor	San Gabriel			

Eight Highest Hours: Include the same 8 hours for the Major and Minor St. volumes.

Time Ends	Major St. - Both App.		Minor St. - Hi. Vol. App.		Comments:
	Veh. Total	Ped. Total	Veh. Total	Ped. Total	
8:00 AM	1,071		213		
6:00 PM	558		171		
5:00 PM	545		163		
7:00 AM	875		157		
9:00 AM	771		149		
7:00 PM	492		126		
4:00 PM	527		97		
10:00 AM	588		88		

Warrant 1. Eight Hour Vehicular Volume

Yes No Meets 70%^c (and major-street speed exceeds 40 mph or population less than 10,000) *or* 100%^a (regardless of speed) of Condition A.
 – *or* –
 Yes No Meets 70%^c (and major-street speed exceeds 40 mph or population less than 10,000) *or* 100%^a (regardless of speed) of Condition B.
 – *or* –
 Yes No Meets 80%^b of Conditions A and B.
 – *or* –
 Yes No Meets 56%^d of Conditions A and B (and major-street speed exceeds 40 mph or population less than 10,000).

Condition A - Minimum Vehicle Volume

Number of Lanes		Vehicles per hour on Major St (Total of Both Approaches)				Vehicles per hour on higher-volume Minor St approach (One Direction Only)					
Major Street	Minor Street	Required				Existing	Required				Existing
		100% ^a	80% ^b	70% ^c	56% ^d		100% ^a	80% ^b	70% ^c	56% ^d	
1	1	500	400	350	280		150	120	105	84	
2 or more	1	600	480	420	336		150	120	105	84	
2 or more	2 or more	600	480	420	336	588	200	160	140	112	88
1	2 or more	500	400	350	280		200	160	140	112	

Condition B - Interruption of Continuous Traffic

Number of Lanes		Vehicles per hour on Major St (Total of Both Approaches)				Vehicles per hour on higher-volume Minor St approach (One Direction Only)					
Major Street	Minor Street	Required				Existing	Required				Existing
		100% ^a	80% ^b	70% ^c	56% ^d		100% ^a	80% ^b	70% ^c	56% ^d	
1	1	750	600	525	420		75	60	53	42	
2 or more	1	900	720	630	504		75	60	53	42	
2 or more	2 or more	900	720	630	504	588	100	80	70	56	88
1	2 or more	750	600	525	420		100	80	70	56	

^aBasic minimum hourly volume.

^bUsed for combination of Conditions A and B after adequate trial of other remedial measures.

^cMay be used when the major-street speed exceeds 40 mph or in a community with a population of less than 10,000.

^dMay be used for combination of Conditions A and B after adequate trial of other remedial measures when major street exceeds 40 mph or in an isolated community with a population of less than 10,000.

Warrant 5. School Crossing

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	N/A	Is the number of adequate gaps in traffic stream during the period when the children are using the crossing less than the number of minutes in the same period? – <i>and</i> –
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		Is there a minimum of 20 students during the highest crossing hour? – <i>and</i> –
<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No		Is the nearest signal located more than 300 feet away? (This warrant may be applied, if the proposed signal is less than 300 feet and does not restrict the progressive movement of traffic.)

Warrant 6. Coordinated Signal System

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	N/A	On a one-way street or a street with traffic predominantly in one direction, are the adjacent signals far enough apart that the necessary degree of vehicle platooning does not occur? – <i>or</i> –
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		On a two-way street, are the adjacent signals far enough apart that the necessary degree of vehicle platooning does not occur and would the proposed and adjacent traffic control signal provide a progressive operation?

Warrant 7. Crash Experience

<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Is one of the following conditions met?: <ul style="list-style-type: none"> ◆ 80% of Condition A or Condition B in Warrant 1 ◆ 56% of Condition A or B in Warrant 1 (major-street speed exceeding 40 mph or population less than 10,000) ◆ 80 % or more of Warrant 4 met? – <i>and</i> –
<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Have there been 5 or more reportable crashes susceptible to correction by a traffic signal within a 12 month period?

Warrant 8. Roadway Network

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Is the total existing, or immediately projected, entering volume on all approaches greater than 1000 vehicles for each of any 5 hours of a Saturday and/or Sunday. – <i>or</i> –
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Is the total existing, or immediately projected, entering volume greater than 1000 vehicles for the peak hour of a typical weekday, and do the 5 year projected traffic volumes meet one or more of Warrants 1, 2, and 3 during an average weekday?

Check applicable characteristics of each route:

Major Street	Minor Street	
<input type="checkbox"/>	<input type="checkbox"/>	It is part of street or highway system that serves as the principal roadway network for through traffic flow.
<input type="checkbox"/>	<input type="checkbox"/>	It includes rural or suburban highways outside, entering, or traversing a city.
<input type="checkbox"/>	<input type="checkbox"/>	It appears as a major route on an official plan such as a major street plan in an urban area traffic and transportation study.

Remarks:

Warrant 2. Four Hour Volumes (70% Factor)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets each of 4 Highest Hours (Warrant 2 — see Figure 1).
------------------------------	--	---

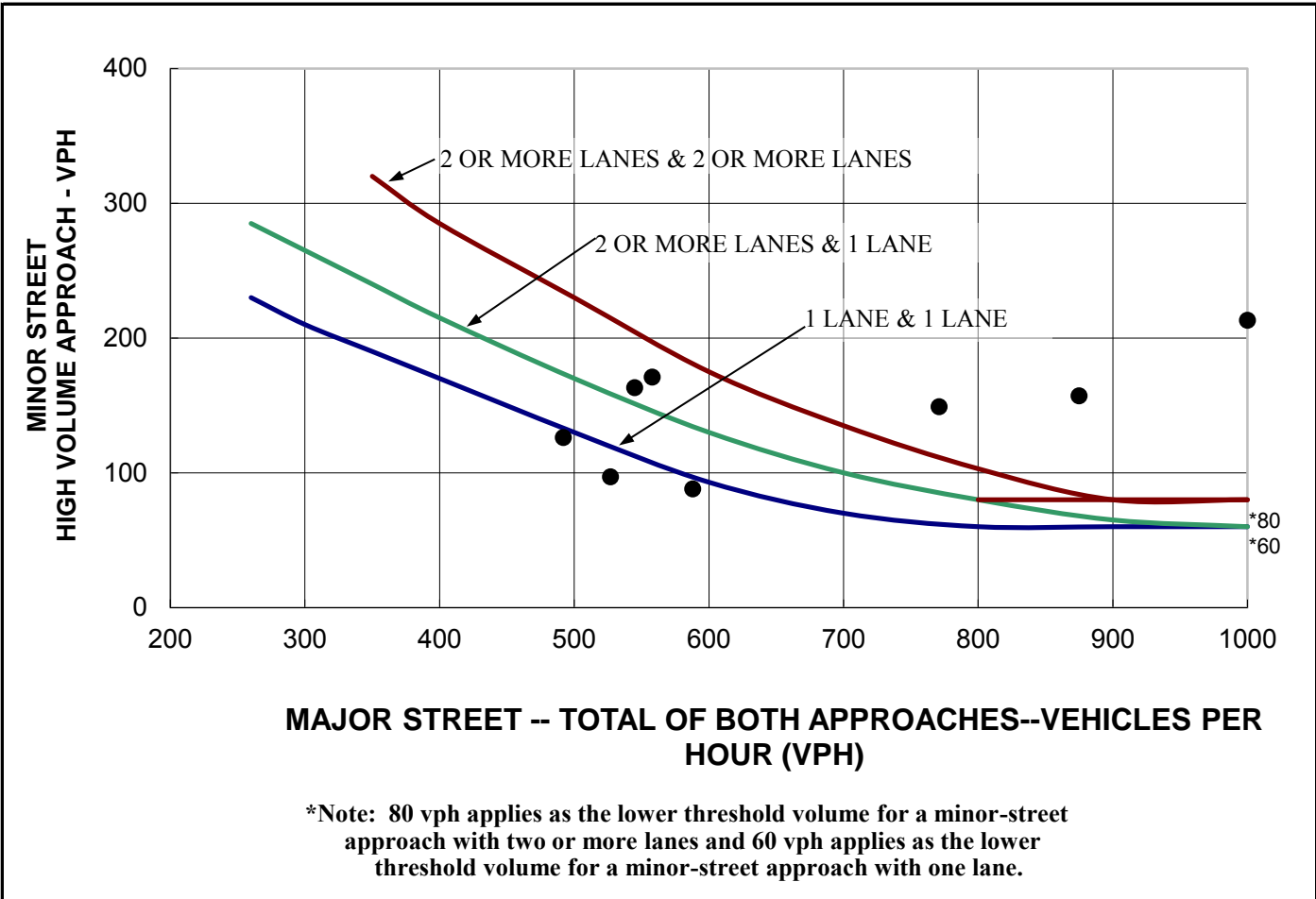


Figure 1. Four-hour volume warrant (community less than 10,000 population or above 40 MPH on major street). (Warrant 2.)

Warrant 3. Peak Hour (70% Factor)

<input type="checkbox"/> Yes <input type="checkbox"/> No	Are all of the following conditions true for any four consecutive 15 minute periods? 1. The total stopped time delay experienced by the traffic on one minor street approach (one direction only) controlled by a stop sign equals or exceeds 4 vehicle-hours for a one-lane approach and 5 vehicle-hours for a two-lane approach, <i>and</i> 2. The volume of the same minor street approach (one direction only) equals or exceeds 100 vph for one moving lane of traffic or 150 vph for two moving lanes, <i>and</i> 3. The total entering volume serviced during the hour equals or exceeds 650 vph for intersections with three approaches or 800 vph for intersections with four (or more) approaches.
- <i>or</i> -	
<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Meets one High Hour (Warrant 3 — see Figure 2).

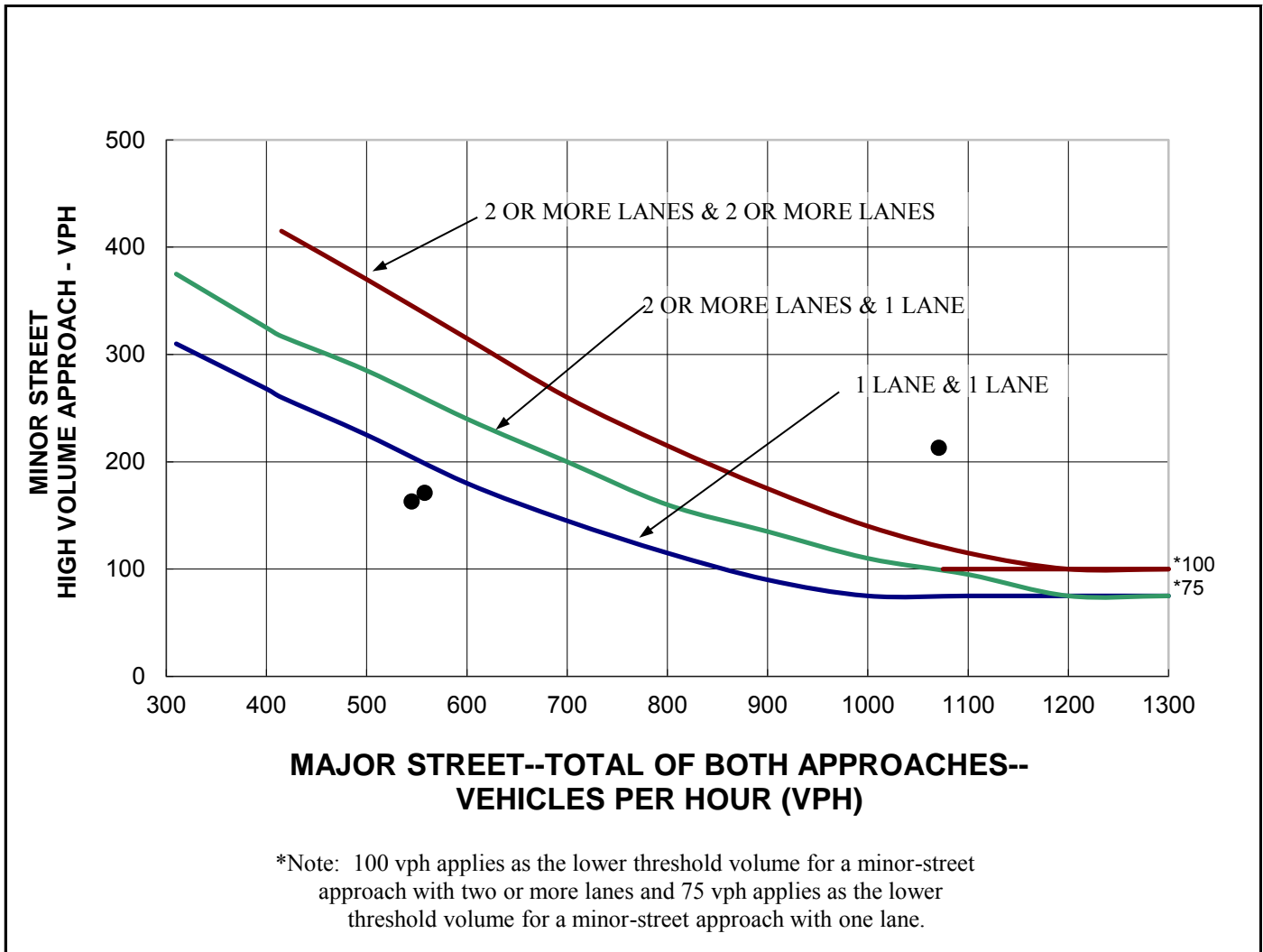


Figure 2. Peak hour volume warrant (community less than 10,000 population or above 40 MPH on major street). (Warrant 3.)

Warrant 4. Four Hour Pedestrian Volumes (70% Factor)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets each of 4 Highest Hours (Warrant4 — see Figure 3).
------------------------------	--	--

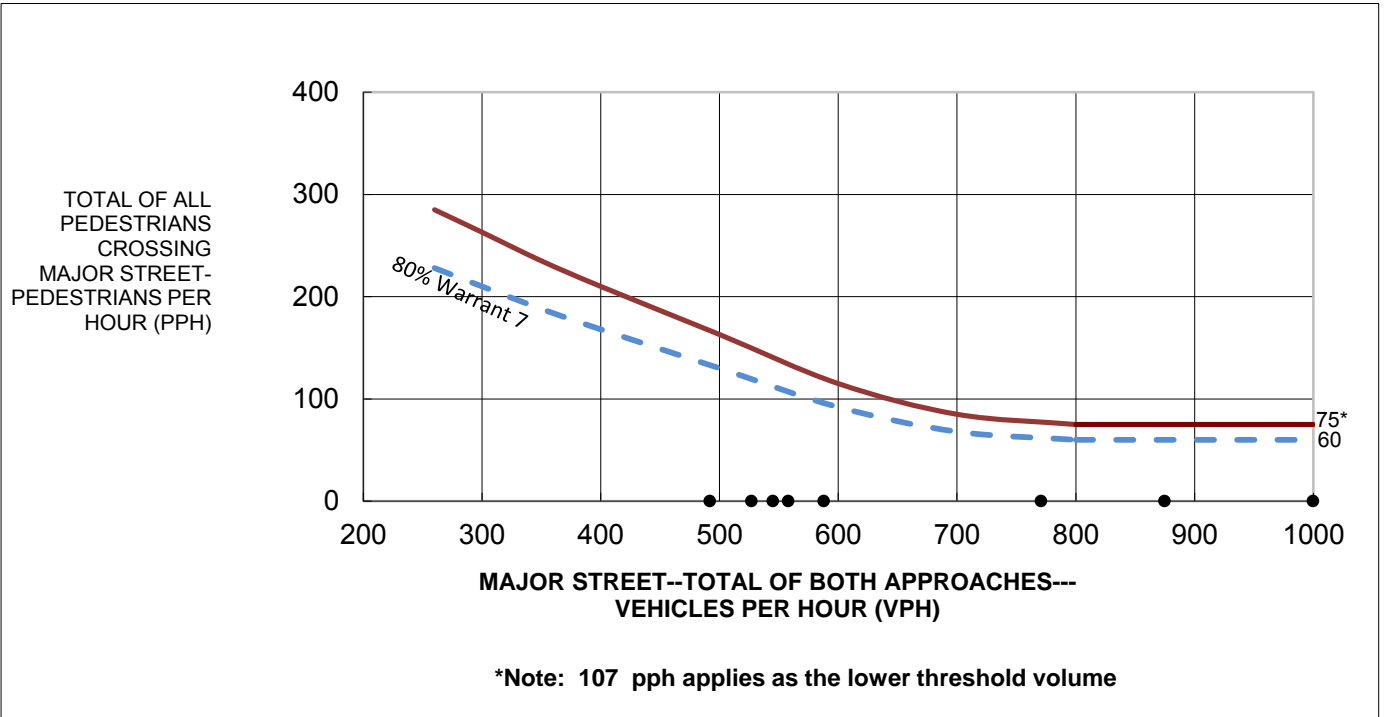


Figure 3. Four-hour pedestrian warrant (community less than 10,000 population or above 35 MPH on major street). (Warrant 4.)

Warrant 4. Peak Hour Pedestrian Volumes (70% Factor)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets Peak Hour Pedestrian (Warrant4 — see Figure 4).
------------------------------	--	---

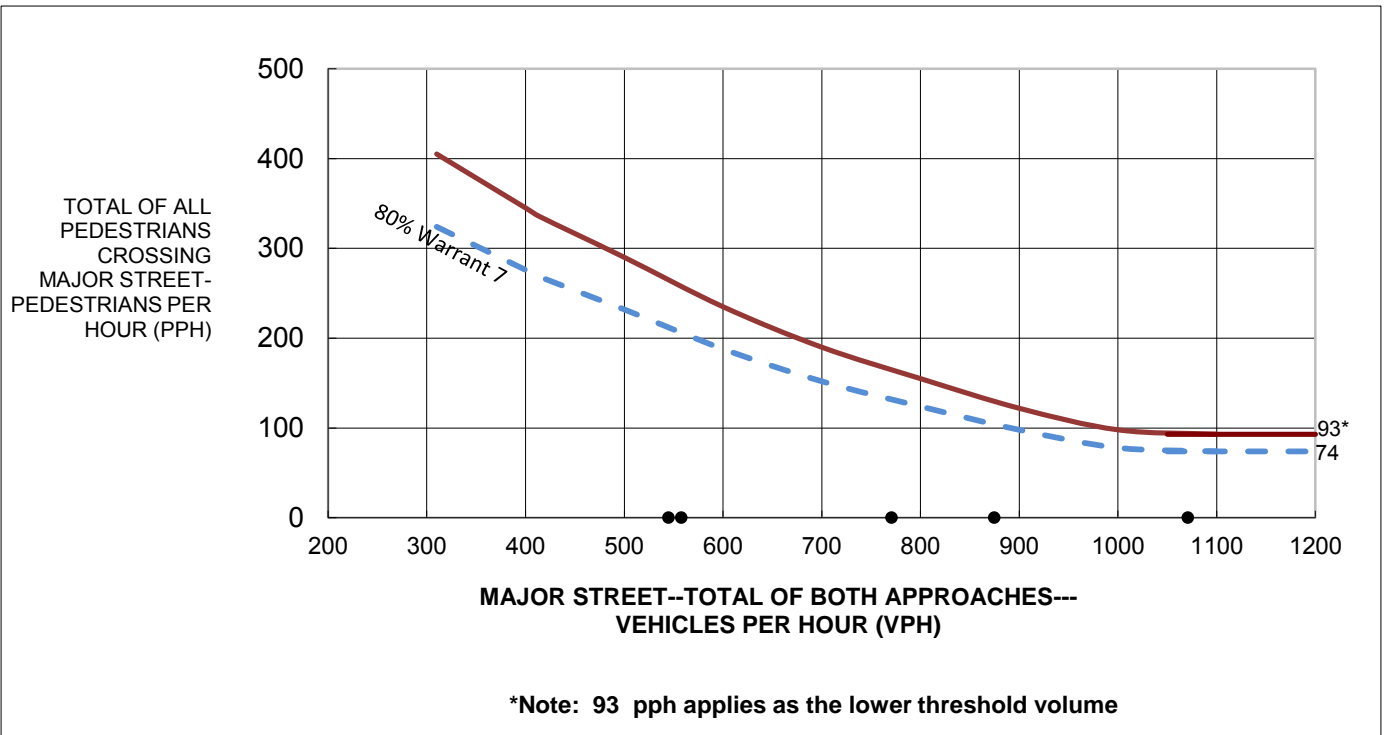


Figure 4. Peak hour pedestrian warrant (community less than 10,000 population or above 35 MPH on major street). (Warrant 4.)

Warrant 9. Intersection Near a Grade Crossing (One Approach Lane at the Track Crossing)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets one High Hour (Warrant 9 — see Figure 5).
------------------------------	--	---

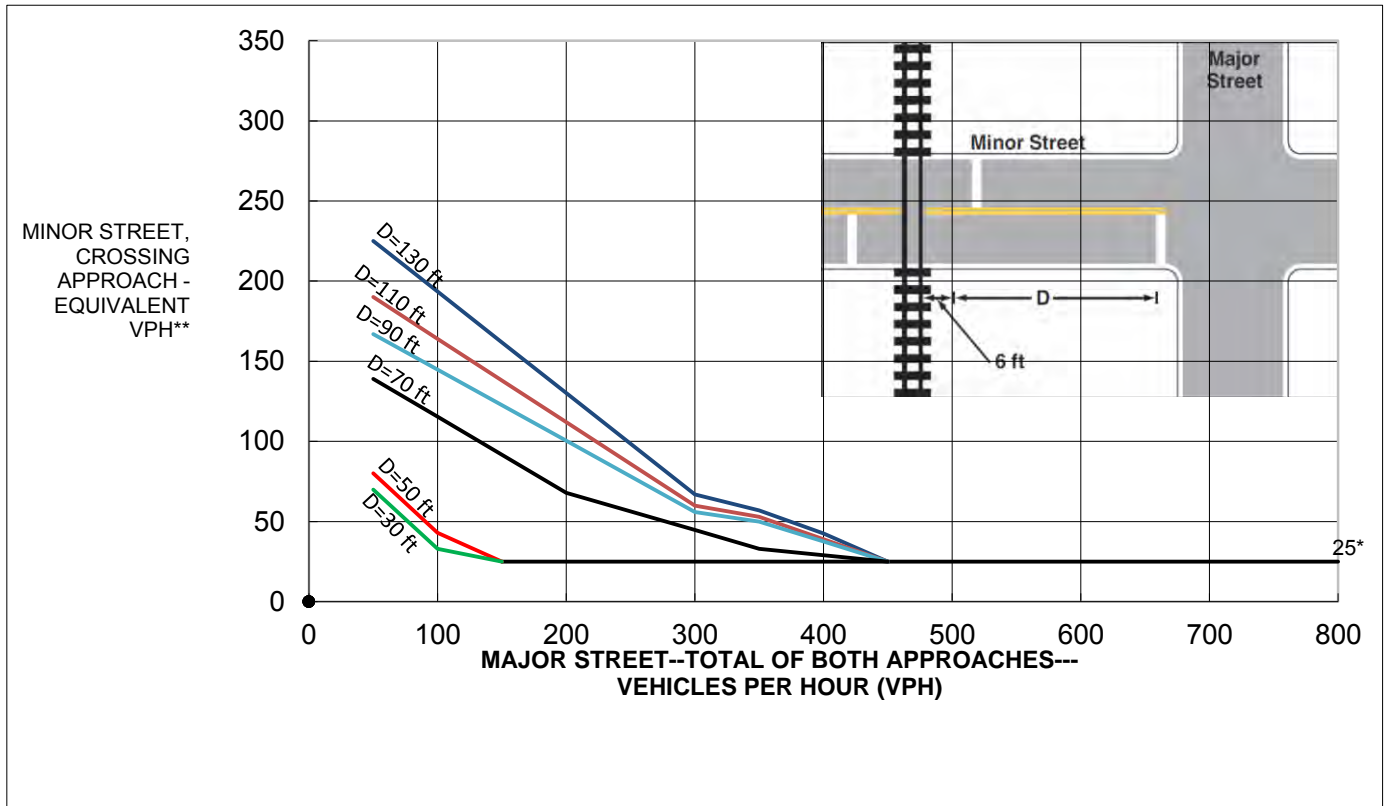


Figure 5. Railroad Grade Crossing (One Approach Lane at the Track Crossing).
 (Warrant 9.)

*25 vph applies as the lower threshold volume
 ** VPH after applying the adjustment factors in Tables 4C-2, 4C-3, and/or 4C-4, if appropriate



Form Revised 2/27/2012

Traffic Survey — Count Analysis

2011 TMUTCD Warrants

County: Williamson District: Austin
 City: Leander Population: N/A Survey Date: 9/15/15

	Name	Control	Section	85% Speed
Major	183A NBF			60 MPH
Minor	San Gabriel			

Eight Highest Hours: Include the same 8 hours for the Major and Minor St. volumes.

Time Ends	Major St. - Both App.		Minor St. - Hi. Vol. App.		Comments:
	Veh. Total	Ped. Total	Veh. Total	Ped. Total	
8:00 PM	398		41		The signal warrant is for the intersection of 183A Northbound Frontage Road and San Gabriel Parkway.
8:00 AM	230		41		
7:00 PM	576		37		
12 NOON	284		36		
1:00 PM	292		33		
11:00 AM	254		31		
6:00 PM	736		30		
5:00 PM	630		30		

Warrant 1. Eight Hour Vehicular Volume

Yes No Meets 70%^c (and major-street speed exceeds 40 mph or population less than 10,000) *or* 100%^a (regardless of speed) of Condition A.
 – *or* –
 Yes No Meets 70%^c (and major-street speed exceeds 40 mph or population less than 10,000) *or* 100%^a (regardless of speed) of Condition B.
 – *or* –
 Yes No Meets 80%^b of Conditions A and B.
 – *or* –
 Yes No Meets 56%^d of Conditions A and B (and major-street speed exceeds 40 mph or population less than 10,000).

Condition A - Minimum Vehicle Volume

Number of Lanes		Vehicles per hour on Major St (Total of Both Approaches)				Vehicles per hour on higher-volume Minor St approach (One Direction Only)					
Major Street	Minor Street	Required				Existing	Required				Existing
		100% ^a	80% ^b	70% ^c	56% ^d		100% ^a	80% ^b	70% ^c	56% ^d	
1	1	500	400	350	280		150	120	105	84	
2 or more	1	600	480	420	336		150	120	105	84	
2 or more	2 or more	600	480	420	336	230	200	160	140	112	30
1	2 or more	500	400	350	280		200	160	140	112	

Condition B - Interruption of Continuous Traffic

Number of Lanes		Vehicles per hour on Major St (Total of Both Approaches)				Vehicles per hour on higher-volume Minor St approach (One Direction Only)					
Major Street	Minor Street	Required				Existing	Required				Existing
		100% ^a	80% ^b	70% ^c	56% ^d		100% ^a	80% ^b	70% ^c	56% ^d	
1	1	750	600	525	420		75	60	53	42	
2 or more	1	900	720	630	504		75	60	53	42	
2 or more	2 or more	900	720	630	504	230	100	80	70	56	30
1	2 or more	750	600	525	420		100	80	70	56	

^aBasic minimum hourly volume.

^bUsed for combination of Conditions A and B after adequate trial of other remedial measures.

^cMay be used when the major-street speed exceeds 40 mph or in a community with a population of less than 10,000.

^dMay be used for combination of Conditions A and B after adequate trial of other remedial measures when major street exceeds 40 mph or in an isolated community with a population of less than 10,000.

Warrant 2. Four Hour Volumes (70% Factor)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets each of 4 Highest Hours (Warrant 2 — see Figure 1).
------------------------------	--	---

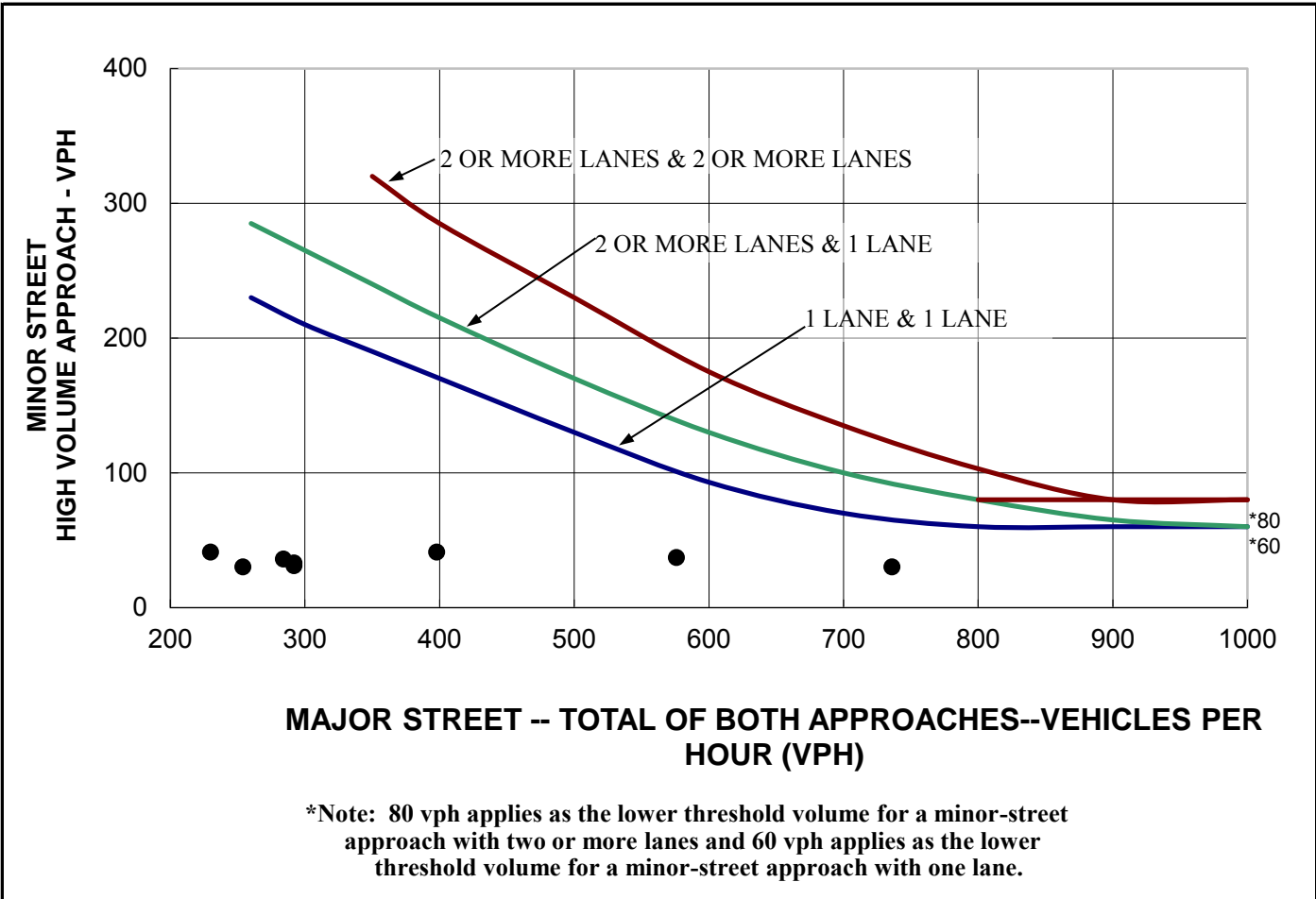


Figure 1. Four-hour volume warrant (community less than 10,000 population or above 40 MPH on major street). (Warrant 2.)

Warrant 3. Peak Hour (70% Factor)

<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Are all of the following conditions true for any four consecutive 15 minute periods? 1. The total stopped time delay experienced by the traffic on one minor street approach (one direction only) controlled by a stop sign equals or exceeds 4 vehicle-hours for a one-lane approach and 5 vehicle-hours for a two-lane approach, <i>and</i> 2. The volume of the same minor street approach (one direction only) equals or exceeds 100 vph for one moving lane of traffic or 150 vph for two moving lanes, <i>and</i> 3. The total entering volume serviced during the hour equals or exceeds 650 vph for intersections with three approaches or 800 vph for intersections with four (or more) approaches.
- <i>or</i> -	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Meets one High Hour (Warrant 3 — see Figure 2).

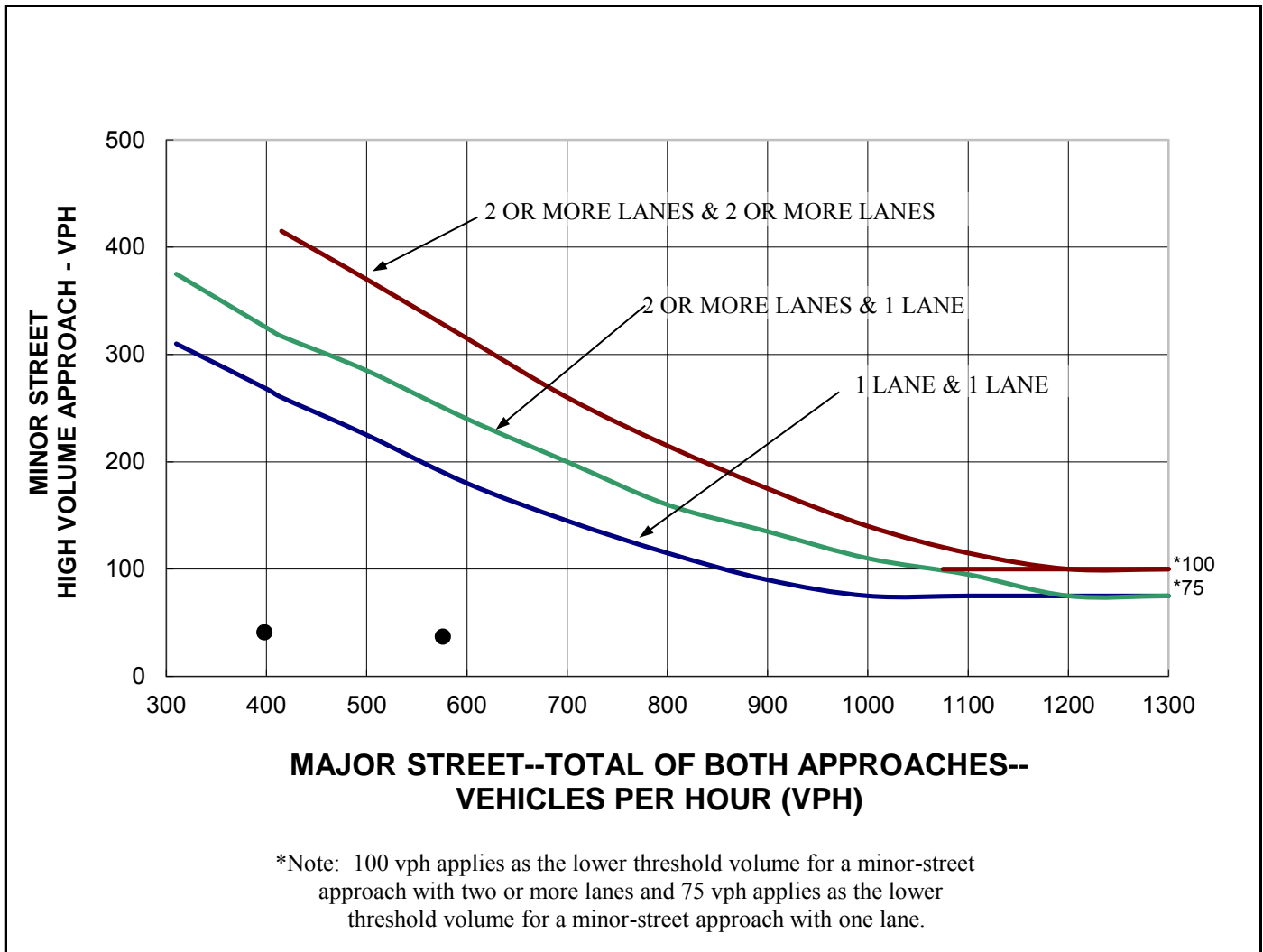


Figure 2. Peak hour volume warrant (community less than 10,000 population or above 40 MPH on major street). (Warrant 3.)

Warrant 4. Four Hour Pedestrian Volumes (70% Factor)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets each of 4 Highest Hours (Warrant4 — see Figure 3).
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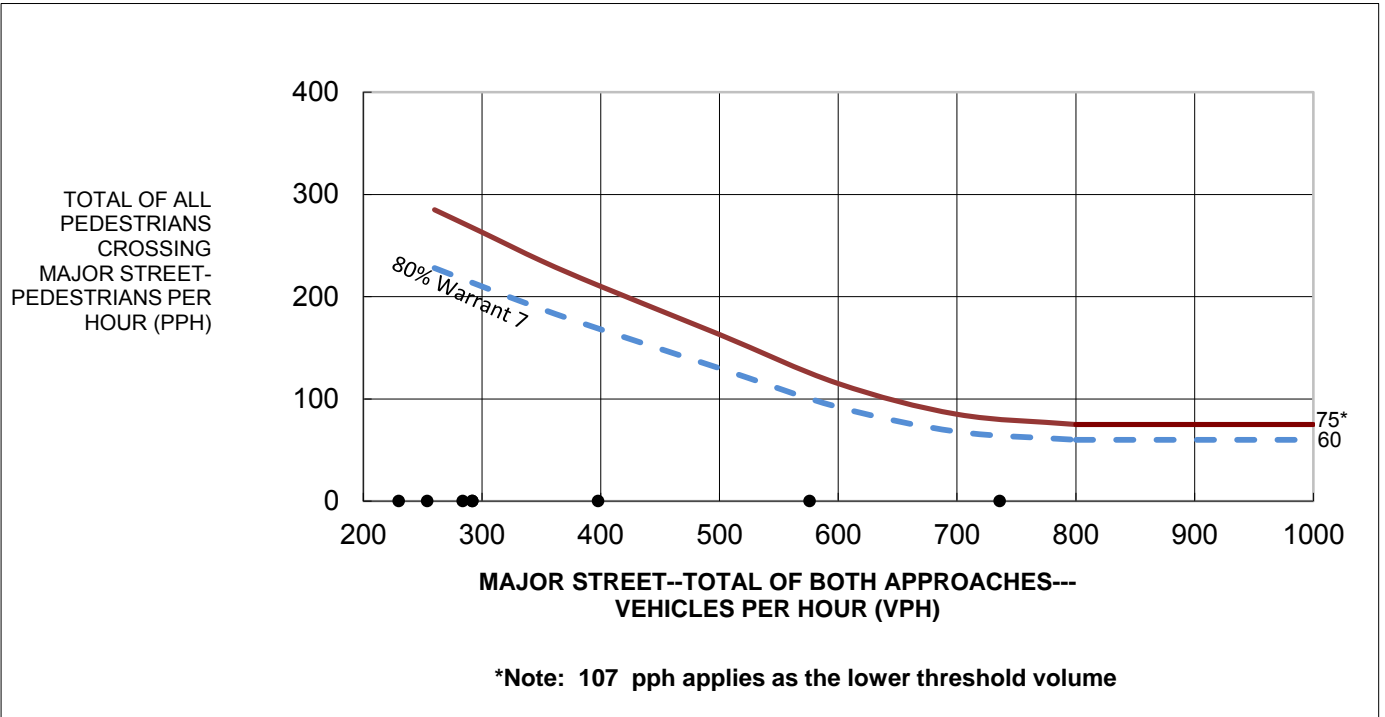


Figure 3. Four-hour pedestrian warrant (community less than 10,000 population or above 35 MPH on major street). (Warrant 4.)

Warrant 4. Peak Hour Pedestrian Volumes (70% Factor)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets Peak Hour Pedestrian (Warrant4 — see Figure 4).
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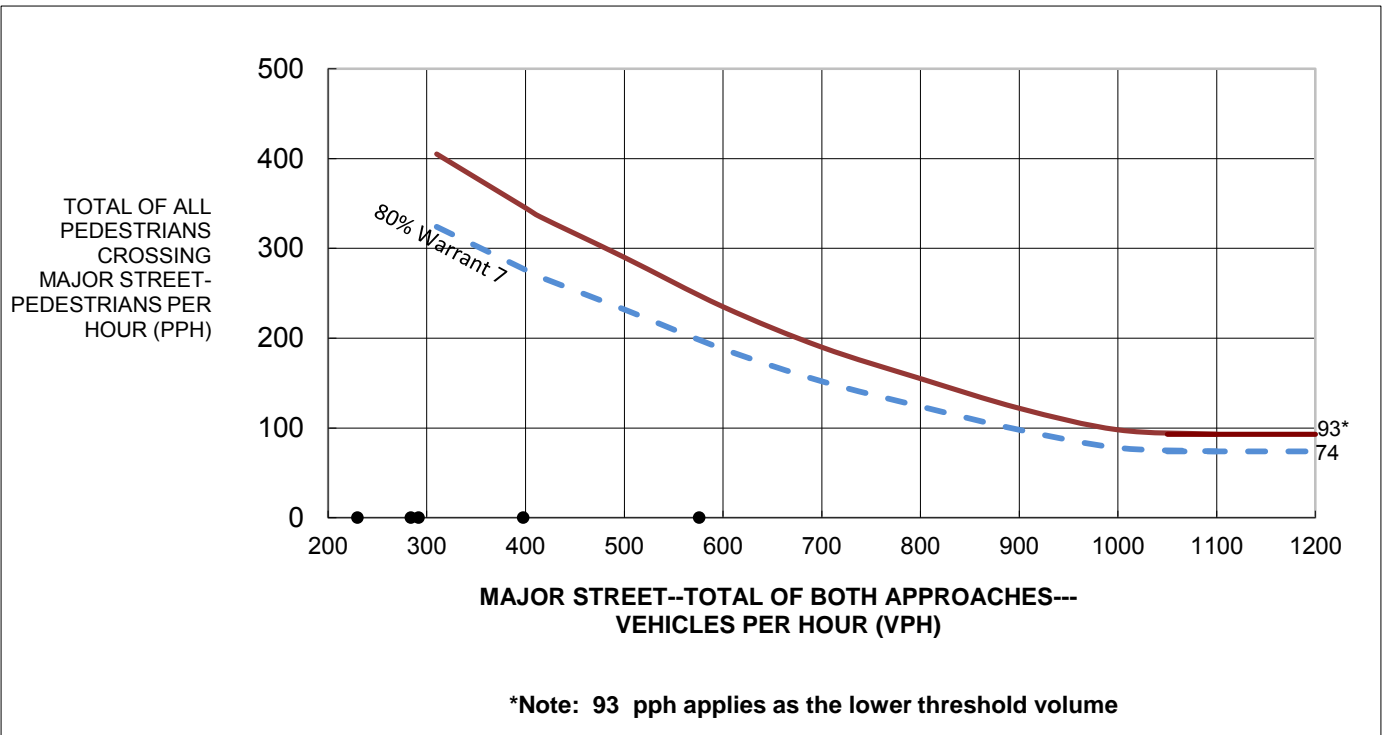


Figure 4. Peak hour pedestrian warrant (community less than 10,000 population or above 35 MPH on major street). (Warrant 4.)

Warrant 5. School Crossing

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	N/A	Is the number of adequate gaps in traffic stream during the period when the children are using the crossing less than the number of minutes in the same period? – <i>and</i> –
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		Is there a minimum of 20 students during the highest crossing hour? – <i>and</i> –
<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No		Is the nearest signal located more than 300 feet away? (This warrant may be applied, if the proposed signal is less than 300 feet and does not restrict the progressive movement of traffic.)

Warrant 6. Coordinated Signal System

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	N/A	On a one-way street or a street with traffic predominantly in one direction, are the adjacent signals far enough apart that the necessary degree of vehicle platooning does not occur? – <i>or</i> –
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		On a two-way street, are the adjacent signals far enough apart that the necessary degree of vehicle platooning does not occur and would the proposed and adjacent traffic control signal provide a progressive operation?

Warrant 7. Crash Experience

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Is one of the following conditions met?: <ul style="list-style-type: none"> ◆ 80% of Condition A or Condition B in Warrant 1 ◆ 56% of Condition A or B in Warrant 1 (major-street speed exceeding 40 mph or population less than 10,000) ◆ 80 % or more of Warrant 4 met? – <i>and</i> –
<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	Have there been 5 or more reportable crashes susceptible to correction by a traffic signal within a 12 month period?

Warrant 8. Roadway Network

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Is the total existing, or immediately projected, entering volume on all approaches greater than 1000 vehicles for each of any 5 hours of a Saturday and/or Sunday. – <i>or</i> –
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Is the total existing, or immediately projected, entering volume greater than 1000 vehicles for the peak hour of a typical weekday, and do the 5 year projected traffic volumes meet one or more of Warrants 1, 2, and 3 during an average weekday?

Check applicable characteristics of each route:

Major Street	Minor Street	
<input type="checkbox"/>	<input type="checkbox"/>	It is part of street or highway system that serves as the principal roadway network for through traffic flow.
<input type="checkbox"/>	<input type="checkbox"/>	It includes rural or suburban highways outside, entering, or traversing a city.
<input type="checkbox"/>	<input type="checkbox"/>	It appears as a major route on an official plan such as a major street plan in an urban area traffic and transportation study.

Remarks:

Warrant 9. Intersection Near a Grade Crossing (One Approach Lane at the Track Crossing)

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Meets one High Hour (Warrant 9 — see Figure 5).
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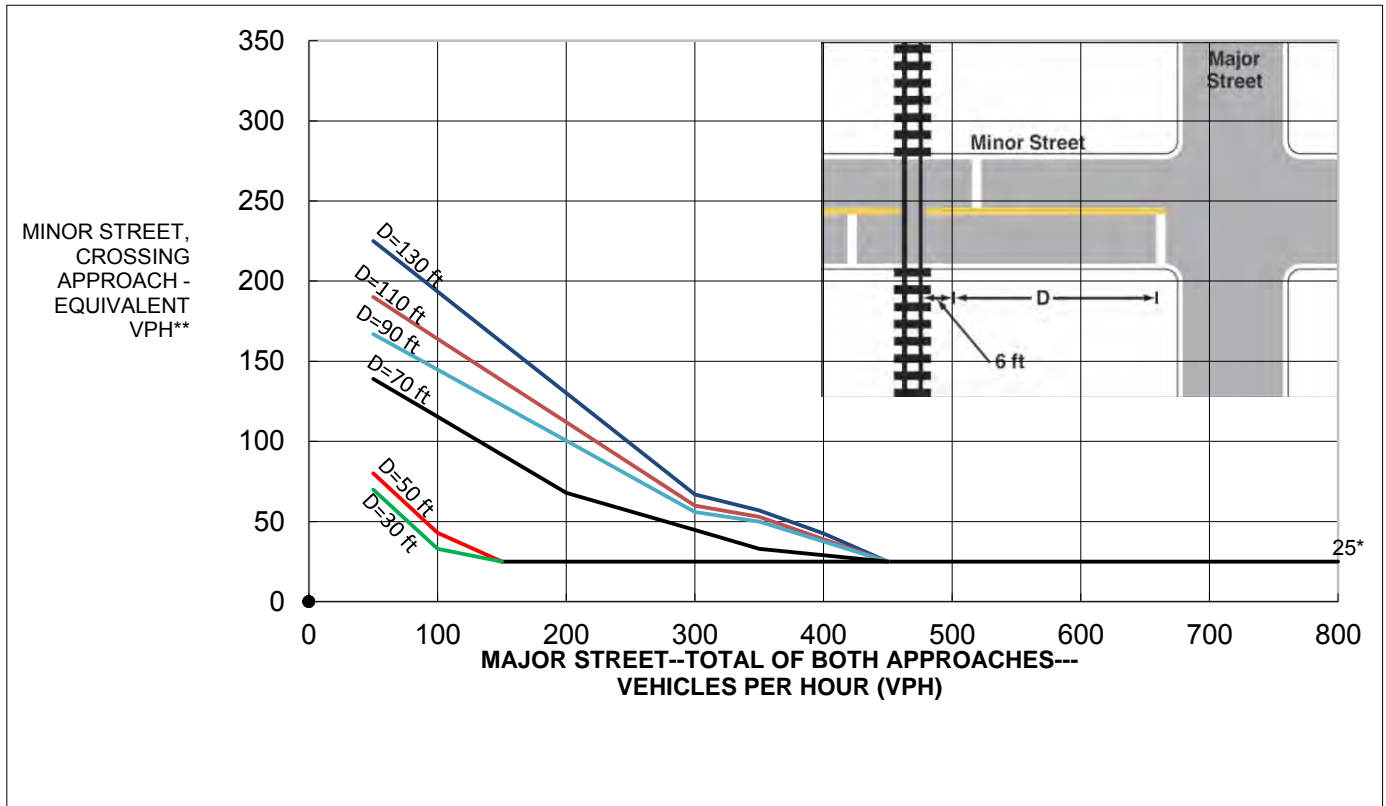
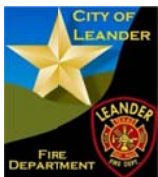


Figure 5. Railroad Grade Crossing (One Approach Lane at the Track Crossing).
 (Warrant 9.)

*25 vph applies as the lower threshold volume

** VPH after applying the adjustment factors in Tables 4C-2, 4C-3, and/or 4C-4, if appropriate



Leander Fire Department

October 13, 2015

Mr. Wesley Burford
Director of Engineering
Central Texas Regional Mobility Authority
3300 N. I-35, Suite 300
Austin, Texas 78705

Dear Mr. Burford,

On behalf of the Leander Fire Department, we would like to express our support for the installation of a traffic signal at the intersection of 183A and San Gabriel Parkway.

The installation of a signal will help provide additional safety measures at this increasingly utilized intersection.

Thank you for your time and consideration.

Sincerely,

A handwritten signature in black ink that reads "Bill Gardner".

Bill Gardner
Fire Chief/Emergency Mgmt Coord.
Leander Fire Department



City of Leander, Texas

Police Department

705 Leander Drive - Leander, TX 78641 (512) 528-2800



October 12, 2015

Mr. Wesley Burford
Director of Engineering
Central Texas Regional Mobility Authority
3300 N. I-35, Suite 300
Austin, Texas 78705

Dear Mr. Burford,

On behalf of the Leander Police Department, we would like to express our support for the installation of a traffic signal at the intersection of 183A and San Gabriel Parkway.

The installation of a signal will help provide additional safety measures at this increasingly utilized intersection.

Thank you for your time and consideration.

Sincerely,

A handwritten signature in blue ink, appearing to read "G Minton".

Greg Minton
Chief of Police



October 7, 2015



Mr. Wesley Burford
Director of Engineering
Central Texas Regional Mobility Authority
3300 N. I-35, Suite 300
Austin, Texas 78705

Cynthia Long
COMMISSIONER, PRECINCT 2

Dear Mr. Burford,

On behalf of Williamson County, Precinct 2, I would like to express my support for the installation of a traffic signal at the intersection of 183A and San Gabriel Parkway. As I am sure you are aware, there have been several accidents at this intersection, including the most recent fatality. Constituents that I represent are concerned about the safety of their families when traveling and commuting to work, school and other activities.

It is my understanding that a traffic signal warrant was performed at this intersection and that a signal is now warranted. Traffic signals do not always prevent accidents, but they often lessen their severity. I believe that installation of a signal at this increasingly busy intersection will provide additional safety measures and will hopefully reduce future loss of life.

Thank you for your time and consideration in this important matter.

Sincerely,

A handwritten signature in cursive script that reads 'Cynthia P. Long'.

Cynthia P. Long
County Commissioner – Precinct 2

WILLIAMSON COUNTY

512.260-4280 Fax 512.260-4284
clong@wilco.org www.wilco.org
350 Discovery Blvd., Suite 201
Cedar Park, TX 78613

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

RESOLUTION NO. 15-___

**AUTHORIZE INSTALLATION OF TRAFFIC SIGNALS AT THE INTERSECTION
OF SAN GABRIEL PARKWAY WITH THE NORTHBOUND AND SOUTHBOUND
183A FRONTAGE ROADS.**

WHEREAS, the Mobility Authority has recently completed an engineering and traffic study to determine if traffic signals at the intersections are now warranted at the intersection of the 183A frontage roads with San Gabriel Parkway in accordance with applicable standards adopted by the Texas Department of Transportation; and

WHEREAS, based on the results of the engineering and traffic study and the resources now available to the Mobility Authority, the Executive Director recommends the installation of traffic signals at the intersections of the 183A frontage roads and San Gabriel Parkway.

NOW THEREFORE BE IT RESOLVED that the Board hereby approves the installation of traffic signals at the intersection of 183A frontage roads and San Gabriel Parkway, and authorizes and directs the Executive Director to complete the installation of those traffic signals within a reasonable time.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 6

Authorize a procurement for safety patrol
and related services provided under
the HERO Program.

Strategic Plan Relevance: Regional Mobility
Department: Operations
Contact: Tim Reilly, Director of Operations
Associated Costs: \$5,865,000
Funding Source: Project Funds
Action Requested: Consider and act on draft resolution

Summary:

CAMPO issued a Call for Projects for FY 2015-2019 under the Surface Transportation Program Metropolitan Mobility (STP-MM). In response, the Mobility Authority, prepared and submitted an application for a 3-year extension of the existing HERO Program, with expanded coverage to a section of MoPac (Loop 1) once the express lanes are open. The Mobility Authority's application was reviewed and evaluated by CAMPO, and the Project was selected as one of the projects to be funded.

The contract with the vendor that provides services under the HERO program terminates on February 28, 2016. This resolution will provide sufficient time to procure new contract to continue HERO services after that date.

Backup provided: Draft Resolution for Board Consideration

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

RESOLUTION NO. 15-____

**AUTHORIZE A PROCUREMENT FOR SAFETY PATROL AND RELATED
SERVICES PROVIDED UNDER THE HERO PROGRAM.**

WHEREAS, the Capital Area Metropolitan Planning Organization (CAMPO) issued a Call for Projects for FY 2015-2019 under the Surface Transportation Program Metropolitan Mobility (STP-MM), and in response the Mobility Authority prepared and submitted an application for a 3-year extension of the existing HERO Program with expanded coverage to a section of MoPac (Loop 1) after the MoPac Improvement Project express lanes are open.; and

WHEREAS, the Mobility Authority's application was reviewed and evaluated by CAMPO, and the application was selected for funding; and

WHEREAS, the contract with the vendor currently providing safety patrol and related services under the HERO Program will terminate on February 28, 2016, and it is necessary to procure a contract to continue those services after that date.

NOW THEREFORE, BE IT RESOLVED that the Executive Director is hereby authorized and directed to procure a contract for safety patrol and related services under the HERO Program in accordance with the procurement policies established by Chapter 4 of the Mobility Authority Policy Code.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 7

EXECUTIVE SESSION

Executive Session:

Discuss acquisition of one or more parcels or interests in real property needed for the 183 South Project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.072 (Deliberation Regarding Real Property) and §551.071 (Consultation With Attorney).



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 8

EXECUTIVE SESSION

Executive Session:

Discuss legal issues related to claims by or against the Mobility Authority; pending or contemplated litigation and any related settlement offers; or other matters as authorized by §551.071 (Consultation With Attorney).



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 9

EXECUTIVE SESSION

Executive Session:

Discuss legal issues relating to procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 10

EXECUTIVE SESSION

Executive Session:

Discuss personnel matters as authorized by §551.074 (Personnel Matters).



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM #11

Approve the minutes for the
September 30, 2015, Regular Board Meeting

Strategic Plan Relevance: Regional Mobility
Department: Law
Contact: Andrew Martin, General Counsel
Associated Costs: Not Applicable
Funding Source: Not Applicable
Action Requested: Consider and act on motion to approve minutes

Summary:

Approve the Minutes for the September 30, 2015, Regular Board Meeting.

Backup provided: Draft Minutes, September 30, 2015, Regular Board Meeting

MINUTES
Regular Meeting of the Board of Directors
of the
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY
Wednesday, September 30, 2015
9:00 A.M.

The meeting was held in the Mobility Authority's Lowell H. Lebermann, Jr. Board Room at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849. Notice of the meeting was posted September 24, 2015 at the respective County Courthouses of Williamson and Travis Counties; online on the website of the Secretary of State; online on the website of the Mobility Authority; and in the Mobility Authority's office lobby at 3300 N. Interstate 35, #300, Austin, Texas 78705-1849.

**An archived copy of the live-streamed video of this meeting
is available at: <http://www.mobilityauthority.com/about/vod.php>**

1. Welcome and Opening Remarks by Chairman Ray Wilkerson.

After noting that a quorum of the Board was present, Chairman Ray Wilkerson called the meeting to order at 9:03 a.m., with the following Board members present: Ray Wilkerson, James H. Mills, Nikelle Meade, David B. Armbrust, and David Singleton.

Robert Bennett joined the meeting at 9:10 a.m., during discussion of Agenda Item 9.

Charles Heimsath did not attend the meeting.

2. Opportunity for Public Comment.

The Board heard public comment from Bill Bunch.

Consent Board Items

Chairman Ray Wilkerson presented Items 3 through 8 for Board consideration as the consent agenda:

MOTION: Approval of consent agenda items 3-8.
RESULT: APPROVED (Unanimous); 5-0
MOTION BY: David Singleton
SECOND BY: Nikelle Meade

AYE: Wilkerson, Mills, Meade, Armbrust, and Singleton
NAY: None

3. Approve a contract with Nortex Concrete Lift & Stabilization, Inc., under state purchasing program of the Texas Comptroller to provide pavement maintenance services as needed.

ADOPTED AS: RESOLUTION NO. 15-051

4. Approve a work authorization for Group Solutions RJW to provide public involvement services for the 183 South (Bergstrom Expressway) Project.

ADOPTED AS: RESOLUTION NO. 15-052

5. Approve additional funding for the contract with Maldonado Nursery and Landscaping, Inc., for landscape maintenance on Mobility authority roadways.

ADOPTED AS: RESOLUTION NO. 15-053

6. Approve a time extension and additional funding for the contract with Austin Traffic Signal Construction Co., Inc., for routine maintenance and repair for traffic signals and roadway illumination on Mobility Authority roadways.

ADOPTED AS: RESOLUTION NO. 15-054

7. Approve an amendment to extend the agreement with the North East Texas Regional Mobility Authority to provide toll collection processing services.

ADOPTED AS: RESOLUTION NO. 15-055

8. Approve the annual compliance report to the Texas Department of Transportation required by 43 Texas Administrative Code §26.65.

ADOPTED AS: RESOLUTION NO. 15-056

Regular Board Items

9. Award contract for system-wide performance based maintenance services for current and future Mobility Authority corridors.

Presenter: Wesley M. Burford, P.E.

MOTION: Award the system-wide performance based maintenance services contract to Roy Jorgenson Associates, Inc. for a maximum amount of \$20,876,495.

RESULT: APPROVED (Unanimous); 6-0

MOTION BY: David Armbrust

SECOND BY: Nikelle Meade

AYE: Wilkerson, Mills, Bennett, Meade, Armbrust, and Singleton

NAY: None

ADOPTED AS: RESOLUTION NO. 15-057

- 10.** Award a professional services contract to provide survey quality assurance services for the 183 South (Bergstrom Expressway) Project.

Presenter: Justin Word, P.E.

MOTION: Award professional services contract for survey quality assurance services contract to McGray & McGray for a maximum amount of \$1,200,000.

RESULT: APPROVED (Unanimous); 6-0

MOTION BY: Nikelle Meade

SECOND BY: David Singleton

AYE: Wilkerson, Mills, Bennett, Meade, Armbrust, and Singleton

NAY: None

ADOPTED AS: RESOLUTION NO. 15-058

- 11.** Award a professional services contract to provide materials acceptance testing services for the 183 South (Bergstrom Expressway) Project.

Presenter: Justin Word, P.E.

MOTION: Award a professional services contract for materials acceptance testing service contract to Rodriguez Engineering Laboratories for a maximum amount of \$5,000,000.

RESULT: APPROVED (Unanimous); 5-0

MOTION BY: Nikelle Meade

SECOND BY: David Armbrust

AYE: Wilkerson, Mills, Bennett, Meade, and Armbrust

NAY: None

NOT VOTING: Singleton (off the dais)

ADOPTED AS: RESOLUTION NO. 15-059

- 12.** Award a professional services contract to provide construction inspection services for the 183 South (Bergstrom Express) Project.

Presenter: Justin Word, P.E.

MOTION: Award a professional services contract for construction inspection services contract to RS&H for a maximum amount of \$18,000,000.

RESULT: APPROVED (Unanimous); 5-0

MOTION BY: James Mills

SECOND BY: Nikelle Meade

AYE: Wilkerson, Mills, Bennett, Meade, and Armbrust
NAY: None
NOT VOTING: Singleton (off the dais)

ADOPTED AS: RESOLUTION NO. 15-060

- 13.** Authorize solicitation of bids for a construction contract for interim improvements at the SH 130 – Manor Expressway intersection.

Presenter: Justin Word, P.E.

MOTION: Authorize interim improvement construction bid for SH 130 – Manor Expressway intersection.

RESULT: APPROVED (Unanimous); 6-0

MOTION BY: James Mills

SECOND BY: David Singleton

AYE: Wilkerson, Mills, Bennett, Meade, Armbrust, and Singleton

NAY: None

ADOPTED AS: RESOLUTION NO. 15-061

- 14.** Authorize procurement of professional engineering design services for direct connectors at the SH 130 – Manor Expressway intersection.

Presenter: Justin Word, P.E.

MOTION: Authorize procurement of professional engineering design services for direct connectors for SH 130 – Manor Expressway intersection.

RESULT: APPROVED (Unanimous); 6-0

MOTION BY: David Singleton

SECOND BY: David Armbrust

AYE: Wilkerson, Mills, Bennett, Meade, Armbrust, and Singleton

NAY: None

ADOPTED AS: RESOLUTION NO. 15-062

- 15.** Accept the financial statements from July and August 2015.

Presenter: Bill Chapman

MOTION: Accept financial statements from July and August 2015

RESULT: APPROVED (Unanimous); 6-0

MOTION BY: Robert Bennett

SECOND BY: David Armbrust

AYE: Wilkerson, Mills, Bennett, Meade, Armbrust, and Singleton

NAY: None

ADOPTED AS: RESOLUTION NO. 15-063

16. Approve the minutes for the July 21, 2015, Special Meeting, the minutes for the July 29, 2015, Regular Board Meeting, and the minutes for the August 24, 2015 Special Meeting.

Presenter: Andrew Martin

MOTION: Approval of July 21, 2015, July 29, 2015, and August 24, 2015 meeting minutes

RESULT: Approved (Unanimous); 4-0

MOTION BY: Nikelle Meade

SECOND BY: Robert Bennett

AYE: Wilkerson, Mills, Bennett, and Meade

NAY: None

ADOPTED AS: Motion Passed

17. Audit Committee Meeting:

- A. Audit committee meeting called to order by Committee Chairman Bennett.
- B. Introduction of external auditors from Padgett, Stratemann & Co., L.L.P.
 - a. Presentation by Bill Chapman
- C. Discuss, consider, and take appropriate action to accept the Fiscal Year 2015 Audit Reports.
 - a. Presentation by Mike O'Brian

MOTION: Approval of the FY 2015 external audit.

RESULT: Approved (Unanimous); 6-0

MOTION BY: James Mills

SECOND BY: Nikelle Meade

AYE: Wilkerson, Mills, Bennett, Meade, Armbrust, and Singleton

NAY: None

ADOPTED AS: RESOLUTION NO. 15-064

- D. Audit Committee Meeting Adjourned.

Briefing and Discussion on the Following:

18. Executive Director's Report –

- Mike Heiligenstein spoke on:
 - Project Updates
 - Discussion of Mobility Authority market and brand research
 - Introduction of new Mobility Authority employees

- Heather Reavey and Steve Pustelynk spoke on MoPac Improvement Project

Executive Session Pursuant to Government Code, Chapter 551

Chairman Wilkerson announced in open session at 11:07 a.m. that the Board would recess the open meeting and reconvene in Executive Session to deliberate the following items:

- 19.** Discuss acquisition of one or more parcels or interests in real property needed for the 183 South project and related legal issues, including consideration of the use of eminent domain to condemn property, pursuant to §551.071 (Consultation With Attorney; Closed Meeting).
- 20.** Discuss legal issues related to claims by or against the Mobility Authority; pending or contemplated litigation and any related settlement offers; or other matters as authorized by §551.071 (Consultation With Attorney).
- 21.** Discuss legal issues relation to the procurement and financing of Mobility Authority transportation projects, as authorized by §551.071 (Consultation With Attorney).
- 22.** Discuss personnel matters as authorized by §551.074 (Personnel Matters)

The Board then recessed into an executive session in the Travis Conference Room.

After completing the executive session, the Board reconvened in open meeting in Lebermann Board Room.

Regular Board Items

- 23.** Consideration of the use of eminent domain to condemn property: Declare a public necessity to acquire the following described parcels of land, or interest therein, for the 83 South (Bergstrom Expressway) Project; and with respect to each such parcel or interest therein, authorize any of the following actions: (i) acquisition through negotiation or by the use of eminent domain to condemn the parcel or interest therein; (ii) execution of a contract to purchase, and (ii) execution of a possession and use agreement:

Presenter: Andrew Martin

- A. Parcel 125 of the 183 South (Bergstrom Expressway) Project, a 0.853 acre parcel of real estate, owned by Capital Metropolitan Transportation Authority and located at 5316 Ed Bluestein Blvd. and East 51st Street.

MOTION: Authorize the use of the power of eminent domain to acquire a fee simple interest in Parcel 125, a 0.853 acre parcel, located at 5316 Ed Bluestein Blvd., Austin, TX 78723, at the southwest corner of Ed Bluestein Blvd. and East 51st Street, for public use to expand, construct, operate, and maintain the 183 South transportation project, by adopting the resolution provided as backup for Agenda Item 23-A.

RESULT: Approved (Unanimous); 5-0

MOTION BY: Nikelle Meade

SECOND BY: Robert Bennett

AYE: Wilkerson, Mills, Bennett, Meade, and Singleton

NAY: None

NOT VOTING: Armbrust (departed from the meeting at 10:20 a.m.)

ADOPTED AS: RESOLUTION NO. 15-065

- B. Parcel 114E of the 183 South (Bergstrom Expressway) Project, a 0.055 acre parcel of real estate, owned by Dr. Masoud Arami, Majid Kamalipour and Mohammed Arami and located at 6111 FM 969, Austin, TX 78725, in the 4000 block of Ed Bluestein.

MOTION: Authorize the use of the power of eminent domain to acquire a drainage easement in Parcel 114E, a 0.055 acre parcel, located at 6111 FM 969, Austin, TX 78725, in the 4000 Block of Ed Bluestein, for public use to expand, construct, operate, and maintain the 183 South transportation project, by adopting the resolution provided as backup for Agenda Item 23-B.

RESULT: Approved (Unanimous); 5-0

MOTION BY: Nikelle Meade

SECOND BY: Robert Bennett

AYE: Wilkerson, Mills, Bennett, Meade, and Singleton

NAY: None

NOT VOTING: Armbrust (departed from the meeting at 10:20 a.m.)

ADOPTED AS: RESOLUTION NO. 15-066

- C. Parcel 120E of the 183 South (Bergstrom Expressway) Project, a 0.041 acre parcel of real estate, owned by Hewlett-Packard Company and located at 3301 Hibbetts Road, Austin, TX 78725, in the 3000 block of Ed Bluestein.

MOTION: Authorize the use of the power of eminent domain to acquire a drainage easement in Parcel 120E, a 0.041 acre parcel, located at 3301 Hibbetts Road, Austin, TX 78725, in the 3000 Block of Ed Bluestein, for public use to expand, construct, operate, and maintain the 183 South transportation project, by adopting the resolution provided as backup for Agenda Item 23-C.

RESULT: Approved (Unanimous); 5-0

MOTION BY: Nikelle Meade

SECOND BY: Robert Bennett

AYE: Wilkerson, Mills, Bennett, Meade, and Singleton

NAY: None

NOT VOTING: Armbrust (departed from the meeting at 10:20 a.m.)

ADOPTED AS: RESOLUTION NO. 15-067

D. Parcel 127E of the 183 South (Bergstrom Expressway) Project, a 3.052 acre parcel of real estate, owned by Church of Christ at East Side, and located at 5701 E. Martin Luther King Blvd., Austin, TX, 78721.

MOTION: Authorize the use of the power of eminent domain to acquire a drainage easement in Parcel 127E, a 3.052 acre parcel, located at 5701 E. Martin Luther King Jr. Blvd., Austin, TX 78721, for public use to expand, construct, operate, and maintain the 183 South transportation project, by adopting the resolution provided as backup for Agenda Item 23-D.

RESULT: Approved (Unanimous); 5-0

MOTION BY: Nikelle Meade

SECOND BY: Robert Bennett

AYE: Wilkerson, Mills, Bennett, Meade, and Singleton

NAY: None

NOT VOTING: Armbrust (departed from the meeting at 10:20 a.m.)

ADOPTED AS: RESOLUTION NO. 15-068

E. Parcel 129E of the 183 South (Bergstrom Expressway) Project, a 3.874 acre parcel of real estate, owned by MFPB Ed Bluestein, LLC, and located at the 3443 Ed Bluestein Blvd., Austin, TX 78721.

MOTION: Authorize the use of the power of eminent domain to acquire a drainage easement in Parcel 129E a 3.874 acre parcel, located at 3443 Ed Bluestein Blvd., Austin, TX 78721, for public use to expand, construct, operate, and maintain the 183 South transportation project, by adopting the resolution provided as backup for Agenda Item 23-E.

RESULT: Approved (Unanimous); 4-0
MOTION BY: Nikelle Meade
SECOND BY: Robert Bennett
AYE: Wilkerson, Mills, Bennett, and Meade
NAY: None
NOT VOTING: Singleton (abstained from voting)
Armbrust (departed from the meeting at 10:20 a.m.)

ADOPTED AS: RESOLUTION NO. 15-069

24. Authorize negotiation and executed of a contract to purchase each of the following described parcels or property interest for the 183 South (Bergstrom Expressway) Project:
- A. Parcel 126 of the 183 South (Bergstrom Expressway) Project, a 0.197acre of real estate, Parcel 113E of the 183 South (Bergstrom Expressway) Project, a 0.034 acre parcel of real estate, and Parcel 113AC of the 183 south (Bergstrom Expressway) Project, a 205.62 linear feet denial of access line, owned by the Young Men’s Christian Association of Austin, Inc., and located at 5201 Ed Bluestein Blvd., Austin, TX.

MOTION: Authorize the negotiation and execution of a contract to purchase Parcel 126 of the 183 South (Bergstrom Expressway) Project for a maximum amount of \$50,573.

RESULT: Approved (Unanimous); 5-0
MOTION BY: Nikelle Meade
SECOND BY: Robert Bennett
AYE: Wilkerson, Mills, Bennett, Meade and Singleton
NAY: None
NOT VOTING: Armbrust (departed from the meeting at 10:20 a.m.)

ADOPTED AS: RESOLUTION NO. 15-070

Chairman Ray Wilkerson declared the meeting adjourned at 12:11 p.m. with unanimous consent.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 12

Authorize Procurement of an environmental compliance manager for the SH 45 SW Project.

Strategic Plan Relevance: Regional Mobility
Department: Engineering
Contact: Justin Word P.E., Director of Project Management
Associated Costs: TBD
Funding Source: Project Funds
Action Requested: Consider and act on draft resolution.

Summary:

The Executive Director requests that the Board authorize a procurement for an environmental compliance manager (ECM) for the SH 45 Southwest project. The ECM would be on-site full-time during construction to oversee construction activities and coordinate responses to environmental incidents.

Backup provided: Draft Resolution for Board Consideration

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

RESOLUTION NO. 15-__

**AUTHORIZE PROCUREMENT OF AN ENVIRONMENTAL COMPLIANCE
MANAGER FOR THE SH 45 SW PROJECT.**

WHEREAS, the Mobility Authority is developing a new four-lane state highway consisting of four tolled main lanes of controlled access roadway, with a possible shared-use path on one side, extending approximately 3.6 miles from MoPac to FM 1626 (the “SH 45 SW Project”); and

WHEREAS, the Final Environmental Impact Statement for the SH 45 SW Project require the services of an environmental compliance manager during the construction of the SH 45 SW Project; and

WHEREAS, the Executive Director recommends procuring the services of an environmental compliance manager to oversee construction activities and coordinate responses to environmental incidents for the SH 45 SW Project.

NOW THEREFORE, BE IT RESOLVED that the Executive Director is hereby authorized and directed to procure the services of an environmental compliance manager for the SH 45 SW Project, in accordance with the procurement policies established by Chapter 4 of the Mobility Authority Policy Code.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 13

Authorize procurement of
general engineering consulting services.

Strategic Plan Relevance: Regional Mobility/Innovation/Economic Vitality/ Sustainability
Department: Engineering
Contact: Wesley M. Burford, P.E., Director of Engineering
Associated Costs: TBD
Funding Source: General Fund/Bond Sale Funds/Operating Fund/Capital Project Funds
Action Requested: Consider and act on draft resolution

Summary:

The Mobility Authority procured the services of HNTB as its General Engineering Consultant (GEC) on August 26, 2009, and entered into a GEC Agreement with HNTB as of December 23, 2009. The termination date of the GEC Agreement was extended until June 30, 2016 by Board action in December 2014.

It is recommended that a new procurement for such services be undertaken prior to the termination of the GEC Agreement to insure that GEC services are available to the Mobility Authority without interruption. This item authorizes the Executive Director and Mobility Authority staff to undertake a procurement process consistent with the Procurement Policies of the Mobility Authority for GEC services.

Backup provided: Draft Resolution for Board Consideration

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

RESOLUTION NO. 15-____

**AUTHORIZING PROCUREMENT OF
GENERAL ENGINEERING CONSULTING SERVICES**

WHEREAS, by Resolution No. 09-53, enacted August 26, 2009, the Board of Directors approved the selection of HNTB as a general engineering consultant to the Mobility Authority, and the Mobility Authority and HNTB entered into an Agreement for General Consulting Civil Engineering Services effective as of December 23, 2009 (the "Agreement"); and

WHEREAS, the original term of the Agreement was extended by mutual agreement of the Mobility Authority and HNTB until June 30, 2016, pursuant to Resolution 14-095, enacted December 17, 2014; and

WHEREAS, the Executive Director recommends that the Board authorize a procurement for general engineering consultant services, consistent with the Mobility Authority's Procurement Policies, to request qualifications from firms interested in providing general engineering consulting services to the Mobility Authority.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes and directs the Executive Director to develop and issue a request for qualifications ("RFQ") consistent with the Procurement Policies to solicit responses from firms interested in providing general engineering consulting services; and.

BE IT FURTHER RESOLVED, that the Executive Director shall implement a process to review the responses to the RFQ consistent with the Procurement Policies and recommend to the Board, for the Board's consideration and final approval, the most highly qualified provider of those services on the basis of demonstrated competence and qualifications to provide the general engineering consulting services described in the RFQ.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 14

Authorize execution of an advanced funding agreement with the Texas Department of Transportation for the 290E/SH 130 Interim Improvements Project.

Strategic Plan Relevance: Regional Mobility
Department: Engineering
Contact: Justin Word, P.E.
Associated Costs: N/A
Funding Source: N/A
Action Requested: Consider and act on resolution

Summary:

This advanced funding agreement will authorize the Mobility Authority to work within TxDOT right of way to construct the necessary modifications to the frontage roads on US 290E and on SH 130 for the Interim Improvements Project approved for construction at the September 2015 Board meeting.

Backup provided: Draft Advanced Funding Agreement
Draft Resolution for Board Consideration

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STATE OF TEXAS §
COUNTY OF TRAVIS §

**ADVANCE FUNDING AGREEMENT
For A
Voluntary Transportation Project**

THIS AGREEMENT is made by and between the State of Texas, acting by and through the Texas Department of Transportation called the “State”, and the Central Texas Regional Mobility Authority, acting by and through its duly authorized officials, called the “Local Government.”

WITNESSETH

WHEREAS, federal law establishes federally funded programs for transportation improvements to implement its public purposes; and

WHEREAS, the Texas Transportation Code, Sections 201.103 and 222.052 establish that the State shall design, construct and operate a system of highways in cooperation with local governments; and

WHEREAS, federal and state laws require local governments to meet certain contract standards relating to the management and administration of State and federal funds; and

WHEREAS, the Texas Transportation Commission passed Minute Order Number _____, authorizing the State to undertake and complete a highway improvement generally described as operational improvements to the intersection of US 290 and SH 130 called the “Project”; and,

WHEREAS, the Governing Body of the Local Government has approved entering into this agreement by resolution or ordinance dated _____, 20__, which is attached to and made a part of this agreement as Attachment “A” for the improvement covered by this agreement. A map showing the Project location appears in Attachment “B,” which is attached to and made a part of this agreement.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements of the parties, to be by them respectively kept and performed as set forth in this agreement, it is agreed as follows:

AGREEMENT

1. Period of the Agreement

This agreement becomes effective when signed by the last party whose signing makes the agreement fully executed. This agreement shall remain in effect until the Project is completed or unless terminated as provided below.

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2. Scope of Work

Construction of operational improvements to the intersection of US 290 and SH 130 including the addition of a turn lane on the southbound frontage road of SH 130, the widening of a ramp on westbound US 290, and the installation of a traffic signal as shown on Attachment "B".

3. Local Project Sources and Uses of Funds

- A. The total estimated cost of the Project is shown in the Project Budget – Attachment “C”, which is attached to and made a part of this agreement. The expected cash contributions from the Federal or State government, the Local Government, or other parties are shown in Attachment “C”. The State will pay for only those project costs that have been approved by the Texas Transportation Commission. The State and the Federal Government will not reimburse the Local Government for any work performed before the federal spending authority is formally obligated to the Project by the Federal Highway Administration. After federal funds have been obligated, the State will send to the Local Government a copy of the formal documentation showing the obligation of funds including federal award information. The Local Government is responsible for 100% of the cost of any work performed under its direction or control before the federal spending authority is formally obligated.
- B. If the Local Government will perform any work under this contract for which reimbursement will be provided by or through the State, the Local Government must complete training before federal spending authority is obligated. Training is complete when at least one individual who is working actively and directly on the Project successfully completes and receives a certificate for the course entitled *Local Government Project Procedures Qualification for the Texas Department of Transportation*. The Local Government shall provide the certificate of qualification to the State. The individual who receives the training certificate may be an employee of the Local Government or an employee of a firm that has been contracted by the Local Government to perform oversight of the Project. The State in its discretion may deny reimbursement if the Local Government has not designated a qualified individual to oversee the Project.
- C. The Project cost estimate shows how necessary resources for completing the Project will be provided by major cost categories. These categories may include but are not limited to: (1) costs of real property; (2) costs of utility work; (3) costs of environmental assessment and remediation; (4) cost of preliminary engineering and design; (5) cost of construction and construction management; and (6) any other local project costs.
- D. The State will be responsible for securing the Federal and State share of the funding required for the development and construction of the local Project. If the Local Government is due funds for expenses incurred, these funds will be reimbursed to the Local Government on a cost basis.
- E. The Local Government will be responsible for all non-federal or non-state participation costs associated with the Project, otherwise provided for in this agreement or approved otherwise in an amendment to this agreement. Where a Special Approval has been signed by the State, the Local Government shall only in that instance be responsible for overruns in excess of the amount to be paid by the Local Government.
- F. Prior to the performance of any engineering review work by the State, the Local Government will pay to the State the amount specified in Attachment C. At a minimum, this amount shall equal the Local Government’s funding share for the estimated cost of

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preliminary engineering for the Project. At least sixty (60) days prior to the date set for receipt of the construction bids, the Local Government shall remit its remaining financial share for the State's estimated construction oversight and construction cost.

- G. Whenever funds are paid by the Local Government to the State under this agreement, the Local Government shall remit a check or warrant made payable to the "Texas Department of Transportation." The check or warrant shall be deposited by the State and managed by the State. The funds may only be applied by the State to the Project.
- H. Upon completion of the Project, the State will perform an audit of the Project costs. Any funds due by the Local Government, the State, or the Federal government will be promptly paid by the owing party. If after final Project accounting any excess funds remain, those funds may be applied by the State to the Local Government's contractual obligations to the State under another advance funding agreement with approval by appropriate personnel of the Local Government.
- I. The State will not pay interest on any funds provided by the Local Government.
- J. If a waiver has been granted, the State will not charge the Local Government for the indirect costs the State incurs on the local Project, unless this agreement is terminated at the request of the Local Government prior to completion of the Project.
- K. If the Project has been approved for a specified percentage or a "periodic payment" non-standard funding or payment arrangement under 43 TAC §15.52, the budget in Attachment C will clearly state the specified percentage or the periodic payment schedule.
- L. If the Local government is an Economically Disadvantaged County (EDC) and if the State has approved adjustments to the standard financing arrangement, this agreement reflects those adjustments.
- M. When a Special Approval has been signed by the State so that the Local Government bears the responsibility for paying cost overruns, the Local Government shall make payment to the State within thirty (30) days from the receipt of the State's written notification of those amounts. **Not Applicable**
- N. The state auditor may conduct an audit or investigation of any entity receiving funds from the State directly under this contract or indirectly through a subcontract under this contract. Acceptance of funds directly under this contract or indirectly through a subcontract under this contract acts as acceptance of the authority of the state auditor, under the direction of the legislative audit committee, to conduct an audit or investigation in connection with those funds. An entity that is the subject of an audit or investigation must provide the state auditor with access to any information the state auditor considers relevant to the investigation or audit.
- O. Payment under this contract beyond the end of the current fiscal biennium is subject to availability of appropriated funds. If funds are not appropriated, this contract shall be terminated immediately with no liability to either party.
- P. The Local Government is authorized to submit requests for reimbursement by submitting the original of an itemized invoice in a form and containing all items required by the State no more frequently than monthly, and no later than ninety (90) days after costs are incurred. If the Local Government submits invoices more than ninety (90) days after the costs are incurred, and if federal funding is reduced as a result, the State shall have no responsibility to reimburse the Local Government for those costs. **Not Applicable**

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- Q.** The State will not execute the contract for the construction of the Project until the required funding has been made available by the Local Government in accordance with this agreement.

4. Termination of this Agreement

This agreement shall remain in effect until the project is completed and accepted by all parties, unless:

- A.** The agreement is terminated in writing with the mutual consent of the parties;
- B.** The agreement is terminated by one party because of a breach, in which case any cost incurred because of the breach shall be paid by the breaching party;
- C.** The Local Government elects not to provide funding after the completion of preliminary engineering, specifications, and estimates (PS&E) and the Project does not proceed because of insufficient funds, in which case the Local Government agrees to reimburse the State for its reasonable actual costs incurred during the Project; or
- D.** The Project is inactive for thirty-six (36) months or longer and no expenditures have been charged against federal funds, in which case the State may in its discretion terminate this agreement.

5. Amendments

Amendments to this agreement due to changes in the character of the work, terms of the agreement, or responsibilities of the parties relating to the Project may be enacted through a mutually agreed upon, written amendment.

6. Remedies

This agreement shall not be considered as specifying the exclusive remedy for any agreement default, but all remedies existing at law and in equity may be availed of by either party to this agreement and shall be cumulative.

7. Utilities

The Local Government shall be responsible for the adjustment, removal, or relocation of utility facilities in accordance with applicable State laws, regulations, rules, policies, and procedures, including any cost to the State of a delay resulting from the Local Government's failure to ensure that utility facilities are adjusted, removed, or relocated before the scheduled beginning of construction. The Local Government will not be reimbursed with federal or state funds for the cost of required utility work. The Local Government must obtain advance approval for any variance from established procedures. Before a construction contract is let, the Local Government shall provide, at the State's request, a certification stating that the Local Government has completed the adjustment of all utilities that must be adjusted before construction is completed.

8. Environmental Assessment and Mitigation

Development of a transportation project must comply with the National Environmental Policy Act and the National Historic Preservation Act of 1966, which require environmental clearance of federal-aid projects.

- A.** The Local Government is responsible for the identification and assessment of any environmental problems associated with the development of a local project governed by this agreement.

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- B. The Local Government is responsible for the cost of any environmental problem's mitigation and remediation.
- C. The Local Government is responsible for providing any public meetings or public hearings required for development of the environmental assessment. Public hearings will not be held prior to the approval of project schematic.
- D. The Local Government is responsible for the preparation of the NEPA documents required for the environmental clearance of this Project.
- E. Before the advertisement for bids, the Local Government shall provide to the State written documentation from the appropriate regulatory agency or agencies that all environmental clearances have been obtained.

9. Compliance with Texas Accessibility Standards and ADA

All parties to this agreement shall ensure that the plans for and the construction of all projects subject to this agreement are in compliance with the Texas Accessibility Standards (TAS) issued by the Texas Department of Licensing and Regulation, under the Architectural Barriers Act, Article 9102, Texas Civil Statutes. The TAS establishes minimum accessibility requirements to be consistent with minimum accessibility requirements of the Americans with Disabilities Act (P.L. 101-336) (ADA).

10. Architectural and Engineering Services

The State has responsibility for the performance of architectural and engineering services. The engineering plans shall be developed in accordance with the applicable *State's Standard Specifications for Construction and Maintenance of Highways, Streets and Bridges* and the special specifications and special provisions related to it. For projects on the state highway system, the design shall, at a minimum conform to applicable State manuals. For projects not on the state highway system, the design shall, at a minimum, conform to applicable *American Association of State Highway and Transportation Officials* design standards. In procuring professional services, the parties to this agreement must comply with federal requirements cited in 23 CFR Part 172 if the project is federally funded and with Texas Government Code 2254, Subchapter A, in all cases. Professional contracts for federally funded projects must conform to federal requirements, specifically including the provision for participation by Disadvantaged Business Enterprises (DBEs), ADA, and environmental matters.

11. Construction Responsibilities

- A. The State shall advertise for construction bids, issue bid proposals, receive and tabulate the bids, and award and administer the contract for construction of the Project. Administration of the contract includes the responsibility for construction engineering and for issuance of any change orders, supplemental agreements, amendments, or additional work orders that may become necessary subsequent to the award of the construction contract. In order to ensure federal funding eligibility, projects must be authorized by the State prior to advertising for construction.
- B. The State will use its approved contract letting and award procedures to let and award the construction contract. **Not Applicable**
- C. Upon completion of the Project, the party constructing the Project will issue and sign a "Notification of Completion" acknowledging the Project's construction completion.

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D. For federally funded contracts, the parties to this agreement will comply with federal construction requirements cited in 23 CFR Part 635 and with requirements cited in 23 CFR Part 633, and shall include the latest version of Form "FHWA-1273" in the contract bidding documents. If force account work will be performed, a finding of cost effectiveness shall be made in compliance with 23 CFR 635, Subpart B.

12. Project Maintenance

The Local Government shall be responsible for maintenance of locally owned roads after completion of the work and the State shall be responsible for maintenance of state highway system after completion of the work if the work was on the state highway system, unless otherwise provided for in existing maintenance agreements with the Local Government.

13. Right of Way and Real Property

The State is responsible for the provision and acquisition of any needed right of way or real property.

14. Notices

All notices to either party shall be delivered personally or sent by certified or U.S. mail, postage prepaid, addressed to that party at the following address:

Local Government:	State:
_____	Director of Contract Services Office
_____	Texas Department of Transportation
_____	125 E. 11 th Street
_____	Austin, Texas 78701

All notices shall be deemed given on the date delivered in person or deposited in the mail, unless otherwise provided by this agreement. Either party may change the above address by sending written notice of the change to the other party. Either party may request in writing that notices shall be delivered personally or by certified U.S. mail, and that request shall be carried out by the other party.

15. Legal Construction

If one or more of the provisions contained in this agreement shall for any reason be held invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not affect any other provisions and this agreement shall be construed as if it did not contain the invalid, illegal, or unenforceable provision.

16. Responsibilities of the Parties

The State and the Local Government agree that neither party is an agent, servant, or employee of the other party and each party agrees it is responsible for its individual acts and deeds as well as the acts and deeds of its contractors, employees, representatives, and agents.

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17. Ownership of Documents

Upon completion or termination of this agreement, all documents prepared by the State shall remain the property of the State. All data prepared under this agreement shall be made available to the State without restriction or limitation on their further use. All documents produced or approved or otherwise created by the Local Government shall be transmitted to the State in the form of photocopy reproduction on a monthly basis as required by the State. The originals shall remain the property of the Local Government. At the request of the State, the Local Government shall submit any information required by the State in the format directed by the State.

18. Compliance with Laws

The parties shall comply with all federal, state, and local laws, statutes, ordinances, rules and regulations, and the orders and decrees of any courts or administrative bodies or tribunals in any manner affecting the performance of this agreement. When required, the Local Government shall furnish the State with satisfactory proof of this compliance.

19. Sole Agreement

This agreement constitutes the sole and only agreement between the parties and supersedes any prior understandings or written or oral agreements respecting the agreement's subject matter.

20. Cost Principles

In order to be reimbursed with federal funds, the parties shall comply with the Cost Principles established in 2 CFR 200 that specify that all reimbursed costs are allowable, reasonable, and allocable to the Project.

21. Procurement and Property Management Standards

The parties shall adhere to the procurement standards established in Title 49 CFR §18.36 and with the property management standard established in Title 49 CFR §18.32.

22. Inspection of Books and Records

The parties to this agreement shall maintain all books, documents, papers, accounting records, and other documentation relating to costs incurred under this agreement and shall make such materials available to the State, the Local Government, and, if federally funded, the Federal Highway Administration (FHWA), and the U.S. Office of the Inspector General, or their duly authorized representatives for review and inspection at its office during the contract period and for four (4) years from the date of completion of work defined under this contract or until any impending litigation, or claims are resolved. Additionally, the State, the Local Government, and the FHWA and their duly authorized representatives shall have access to all the governmental records that are directly applicable to this agreement for the purpose of making audits, examinations, excerpts, and transcriptions.

23. Civil Rights Compliance

The Local Government shall comply with the regulations of the United States Department of Transportation as they relate to non-discrimination (49 CFR Part 21 and 23 CFR Part 200),

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and Executive Order 11246 titled "Equal Employment Opportunity," as amended by Executive Order 11375 and supplemented in the Department of Labor Regulations (41 CFR Part 60).

24. Disadvantaged Business Enterprise (DBE) Program Requirements

- A. The parties shall comply with the Disadvantaged Business Enterprise Program requirements established in 49 CFR Part 26.
- B. The Local Government shall adopt, in its totality, the State's federally approved DBE program.
- C. The Local Government shall set an appropriate DBE goal consistent with the State's DBE guidelines and in consideration of the local market, project size, and nature of the goods or services to be acquired. The Local Government shall have final decision-making authority regarding the DBE goal and shall be responsible for documenting its actions.
- D. The Local Government shall follow all other parts of the State's DBE program referenced in TxDOT Form 2395, Memorandum of Understanding Regarding the Adoption of the Texas Department of Transportation's Federally-Approved Disadvantaged Business Enterprise by Entity, and attachments found at web address http://ftp.dot.state.tx.us/pub/txdot-info/bop/dbe/mou/mou_attachments.pdf.
- E. The Local Government shall not discriminate on the basis of race, color, national origin, or sex in the award and performance of any U.S. Department of Transportation (DOT)-assisted contract or in the administration of its DBE program or the requirements of 49 CFR Part 26. The Local Government shall take all necessary and reasonable steps under 49 CFR Part 26 to ensure non-discrimination in award and administration of DOT-assisted contracts. The State's DBE program, as required by 49 CFR Part 26 and as approved by DOT, is incorporated by reference in this agreement. Implementation of this program is a legal obligation and failure to carry out its terms shall be treated as a violation of this agreement. Upon notification to the Local Government of its failure to carry out its approved program, the State may impose sanctions as provided for under 49 CFR Part 26 and may, in appropriate cases, refer the matter for enforcement under 18 U.S.C. 1001 and the Program Fraud Civil Remedies Act of 1986 (31 U.S.C. 3801 et seq.).
- F. Each contract the Local Government signs with a contractor (and each subcontract the prime contractor signs with a sub-contractor) must include the following assurance: *The contractor, sub-recipient, or sub-contractor shall not discriminate on the basis of race, color, national origin, or sex in the performance of this contract. The contractor shall carry out applicable requirements of 49 CFR Part 26 in the award and administration of DOT-assisted contracts. Failure by the contractor to carry out these requirements is a material breach of this agreement, which may result in the termination of this agreement or such other remedy as the recipient deems appropriate.*

25. Debarment Certifications (Not Applicable)

The parties are prohibited from making any award at any tier to any party that is debarred or suspended or otherwise excluded from or ineligible for participation in Federal Assistance Programs under Executive Order 12549, "Debarment and Suspension." By executing this agreement, the Local Government certifies that it and its principals are not currently debarred, suspended, or otherwise excluded from or ineligible for participation in Federal Assistance Programs under Executive Order 12549 and further certifies that it will not do business with

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any party, to include principals, that is currently debarred, suspended, or otherwise excluded from or ineligible for participation in Federal Assistance Programs under Executive Order 12549. The parties to this contract shall require any party to a subcontract or purchase order awarded under this contract to certify its eligibility to receive federal funds and, when requested by the State, to furnish a copy of the certification.

26. Lobbying Certification (Not Applicable)

In executing this agreement, each signatory certifies to the best of that signatory's knowledge and belief, that:

- A.** No federal appropriated funds have been paid or will be paid by or on behalf of the parties to any person for influencing or attempting to influence an officer or employee of any federal agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any federal contract, the making of any federal grant, the making of any federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any federal contract, grant, loan, or cooperative agreement.
- B.** If any funds other than federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with federal contracts, grants, loans, or cooperative agreements, the signatory for the Local Government shall complete and submit the Federal Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions.
- C.** The parties shall require that the language of this certification shall be included in the award documents for all sub-awards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and all sub-recipients shall certify and disclose accordingly. Submission of this certification is a prerequisite for making or entering into this transaction imposed by Title 31 U.S.C. §1352. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

27. Insurance

If this agreement authorizes the Local Government or its contractor to perform any work on State right of way, before beginning work the entity performing the work shall provide the State with a fully executed copy of the State's Form 1560 Certificate of Insurance verifying the existence of coverage in the amounts and types specified on the Certificate of Insurance for all persons and entities working on State right of way. This coverage shall be maintained until all work on the State right of way is complete. If coverage is not maintained, all work on State right of way shall cease immediately, and the State may recover damages and all costs of completing the work.

28. Federal Funding Accountability and Transparency Act Requirements (Not Applicable)

- A.** Any recipient of funds under this agreement agrees to comply with the Federal Funding Accountability and Transparency Act (FFATA) and implementing regulations at 2 CFR Part 170, including Appendix A. This agreement is subject to the following award terms: <http://www.gpo.gov/fdsys/pkg/FR-2010-09-14/pdf/2010-22705.pdf> and

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<http://www.gpo.gov/fdsys/pkg/FR-2010-09-14/pdf/2010-22706.pdf>.

B. The Local Government agrees that it shall:

1. Obtain and provide to the State a System for Award Management (SAM) number (Federal Acquisition Regulation, Part 4, Sub-part 4.11) if this award provides more than \$25,000 in Federal funding. The SAM number may be obtained by visiting the SAM website whose address is: <https://www.sam.gov/portal/public/SAM/>
2. Obtain and provide to the State a Data Universal Numbering System (DUNS) number, a unique nine-character number that allows Federal government to track the distribution of federal money. The DUNS may be requested free of charge for all businesses and entities required to do so by visiting the Dun & Bradstreet (D&B) on-line registration website <http://fedgov.dnb.com/webform>; and
3. Report the total compensation and names of its top five (5) executives to the State if:
 - i. More than 80% of annual gross revenues are from the Federal government, and those revenues are greater than \$25,000,000; and
 - ii. The compensation information is not already available through reporting to the U.S. Securities and Exchange Commission.

29. Single Audit Report (Not Applicable)

- A.** The parties shall comply with the requirements of the Single Audit Act of 1984, P.L. 98-502, ensuring that the single audit report includes the coverage stipulated in 2 CFR 200.
- B.** If threshold expenditures are met during the Local Government's fiscal year, the Local Government must submit a Single Audit Report and Management Letter (if applicable) to TxDOT's Audit Office, 125 E. 11th Street, Austin, TX 78701 or contact TxDOT's Audit Office at <http://www.txdot.gov/inside-txdot/office/audit/contact.html>. The expenditure threshold for fiscal years beginning prior to December 31, 2014 is \$500,000; the expenditure threshold for fiscal years beginning on or after December 31, 2014 is \$750,000.
- C.** If expenditures are less than the threshold during the Local Government's fiscal year, the Local Government must submit a statement to TxDOT's Audit Office as follows: "We did not meet the \$_____ expenditure threshold and therefore, are not required to have a single audit performed for FY _____."
- D.** For each year the project remains open for federal funding expenditures, the Local Government will be responsible for filing a report or statement as described above. The required annual filing shall extend throughout the life of the agreement, unless otherwise amended or the project has been formally closed out and no charges have been incurred within the current fiscal year.

30. Signatory Warranty

Each signatory warrants that the signatory has necessary authority to execute this agreement on behalf of the entity represented.

CSJ # _____
District # _____
Code Chart 64 # _____
Project: _____
Federal Highway Administration
CFDA # _____
Not Research and Development

THIS AGREEMENT IS EXECUTED by the State and the Local Government in duplicate.

THE LOCAL GOVERNMENT

Signature

Typed or Printed Name

Title

Date

THE STATE OF TEXAS

Kenneth Stewart
Director of Contract Services
Texas Department of Transportation

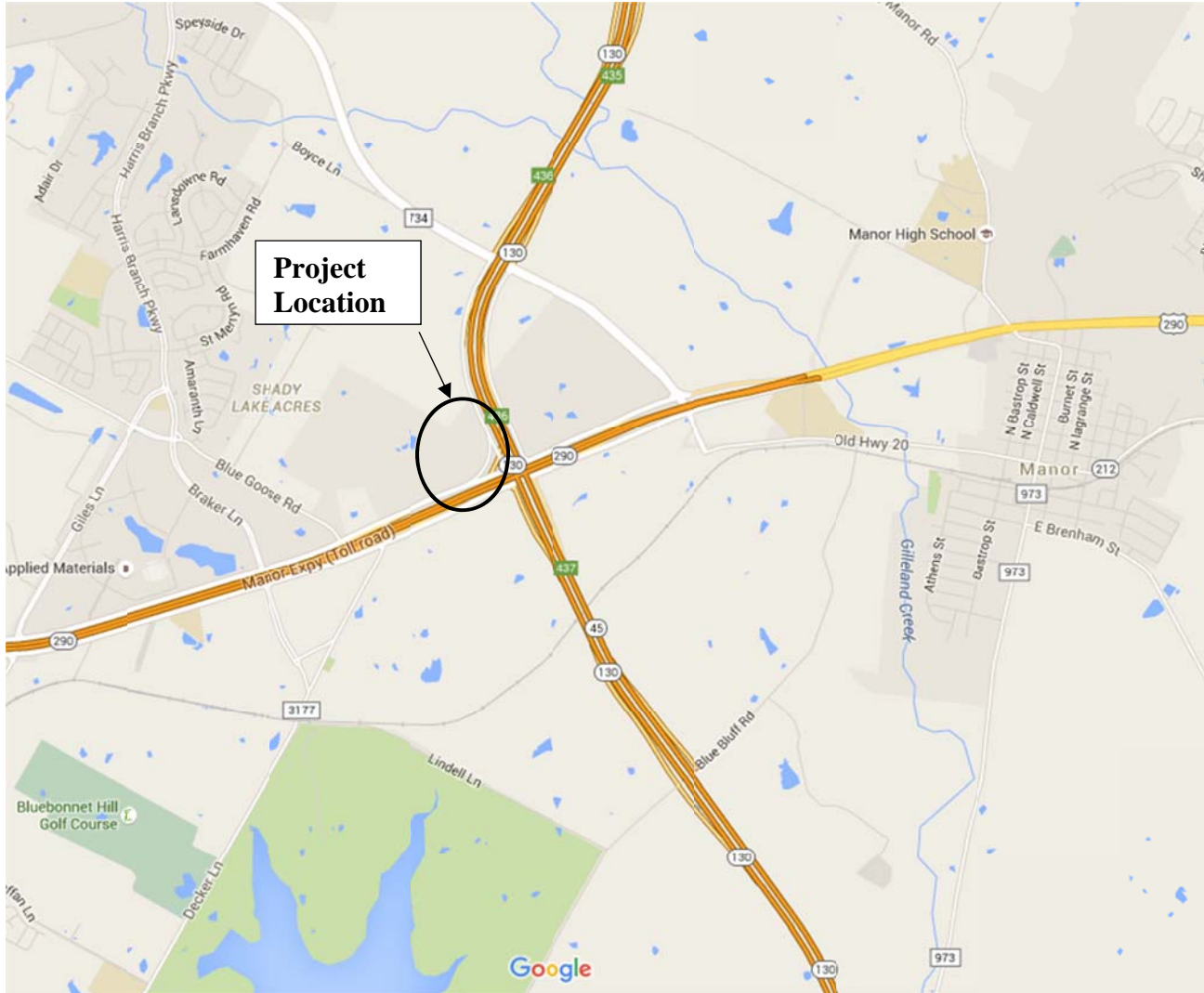
Date

CSJ # _____
District # _____
Code Chart 64 # _____
Project: _____
Federal Highway Administration
CFDA # _____
Not Research and Development

**ATTACHMENT A
RESOLUTION OR ORDINANCE**

CSJ # _____
District # _____
Code Chart 64 # _____
Project: _____
Federal Highway Administration
CFDA # _____
Not Research and Development

ATTACHMENT B LOCATION MAP SHOWING PROJECT



CSJ # _____
District # _____
Code Chart 64 # _____
Project: _____
Federal Highway Administration
CFDA # _____
Not Research and Development

**ATTACHMENT C
PROJECT BUDGET**

[INSERT A PROJECT BUDGET AND DESCRIPTION]

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

RESOLUTION NO. 15-_____

**AUTHORIZE NEGOTIATION AND EXECUTION OF AN ADVANCED FUNDING
AGREEMENT WITH THE TEXAS DEPARTMENT OF TRANSPORTATION FOR
THE 290E/SH130 INTERIM IMPROVEMENTS PROJECT.**

WHEREAS, the Mobility Authority intends to develop improvements to the frontage roads at the intersection of US 290E and SH 130 (the “Project”); and

WHEREAS, the Advance Funding Agreement with the Texas Department of Transportation (“TxDOT”) is required to allow access by the Mobility Authority’s contractor for work that must be performed on TxDOT right of way; and

WHEREAS, the Executive Director and TxDOT have discussed a proposed advanced funding agreement for the Project in the form or substantially in the form provided in the agenda backup information.

NOW THEREFORE, BE IT RESOLVED, that the Board authorizes the Executive Director to negotiate and execute an advanced funding agreement in the form or substantially in the form provided in the agenda backup information.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 15

Authorize negotiation and execution of the Project Development, Operation and Maintenance Agreement with the Texas Department of Transportation for the 183 South Project.

Strategic Plan Relevance: Regional Mobility
Department: Engineering
Contact: Justin Word, P.E., Director of Project Management
Associated Costs: N/A
Funding Source: N/A
Action Requested: Consider and act on draft resolution

Summary:

Execution of a project development agreement (PDA) with the Texas Department of Transportation (TxDOT) is a requirement for implementation of the 183 South Project. This agreement establishes the respective obligations of the Mobility Authority and TxDOT for the construction, operation, and maintenance of the Project.

A draft agreement will be provided in the latest form and content offered by TxDOT, but additional negotiation may be necessary to reach a final agreement.

Backup provided: Draft Project Development Operation and Maintenance Agreement
(to be provided)
Draft Resolution

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

RESOLUTION NO. 15-____

**AUTHORIZE NEGOTIATION AND EXECUTION OF THE PROJECT
DEVELOPMENT, OPERATION AND MAINTENANCE AGREEMENT WITH THE
TEXAS DEPARTMENT OF TRANSPORTATION FOR THE 183 SOUTH PROJECT.**

WHEREAS, the Mobility Authority is developing the 183 South Project and is currently discussing an agreement with the Texas Department of Transportation (“TxDOT”) to establish the respective obligations of the Mobility Authority and TxDOT for the construction, operation, and maintenance of the 183 South Project; and

WHEREAS, the Executive Director recommends that the Board authorize him to complete negotiations and execute a project development, operation and maintenance agreement with TxDOT in the form or substantially in the form provided in the agenda backup information.

NOW THEREFORE, BE IT RESOLVED, that the Board authorizes the Executive Director to negotiate and execute a project development, operation and maintenance agreement with TxDOT for the 183 South Project in the form or substantially in the form provided in the agenda backup information.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 16

Report the automatic toll rate escalation percentage to become effective January 1, 2016, and, if desired, approve a modified toll rate escalation percentage effective January 1, 2016.

Strategic Plan Relevance: Economic Vitality/ Sustainability
Department: Finance
Contact: Bill Chapman, Chief Financial Officer
Associated Costs: N/A
Funding Source: Toll Revenues
Action Requested: Consider and act on motion to approve

Summary:

Section 301.003 of the Policy Code provides that, each October, Mobility Authority staff must calculate a percentage increase in toll rates charged on Mobility Authority toll facilities using the formula established by that section. The formula is based on changes to the most recently published non-revised index of Consumer Prices for All Urban Consumers (CPI-U) before seasonal adjustment, as published by the Bureau of Labor Statistics of the U.S. Department of Labor.

At this meeting, the Toll Rate Escalation Percentage is reported to the board. The reported percentage increase in toll rates is automatically effective on January 1 of the following year unless the board affirmatively votes to modify the percentage. The Toll Rate Escalation Percentage calculated on October 1, 2015, is -0.03613%. With no action by the Board to modify this percentage, the toll rates on all Mobility Authority toll facilities will NOT increase on January 1, 2016.

The Executive Director and Chief Financial Officer recommend that the Board adopt a modified toll rate escalation percentage of 2% effective January 1, 2016. This increase results in an additional \$0.01 to \$0.03 toll charged at each gantry for a customer in a two-axle vehicle who uses a TxTAG or other transponder account, as shown on the attached resolution. The same customer using Pay-By-Mail will have a \$0.01 to \$0.04 increase.

Backup provided: January 2016 Toll Rate Calculation 183A, with CPI Calculation and a recommended modified toll rate escalation of 2%
Draft Resolution adopting modified toll rates

January 2016 Toll rate Calculation 183A

183A

Crystal Falls ramps ETC
 Crystal Falls Main Lane ETC
 Scottsdale Ramp ETC
 Park Street mainlane ETC
 Brushy Creek Ramps ETC
 Lakeline Main Lane ETC

Current Rate	CPI ^{t-12} CPI base Rate Sep 2013	CPI ^t CPI current Rate Sep 2014	(CPI ^t -CPI ^{t-12})/CPI ^{t-12} CPI Adjustment 1/1/2015	Floor
0.39	238.031	237.945	-0.03613%	0.0000
1.01	238.031	237.945	-0.03613%	0.0000
0.57	238.031	237.945	-0.03613%	0.0000
1.43	238.031	237.945	-0.03613%	0.0000
0.57	238.031	237.945	-0.03613%	0.0000
0.53	238.031	237.945	-0.03613%	0.0000

Percentage
Per
2015 T&R
Report Increase

New Toll
rates
1/1/2015

2.00% \$ 0.01 \$ 0.40
 2.00% \$ 0.02 \$ 1.03
 2.00% \$ 0.01 \$ 0.58
 2.00% \$ 0.03 \$ 1.46
 2.00% \$ 0.01 \$ 0.58
 2.00% \$ 0.01 \$ 0.54

Manor

183 Direct Connectors ETC
 Springdale ramps ETC
 Giles ramps ETC
 Giles Main Lanes ETC
 Harris Branch Parkway ramps ETC
 Palmer Main Lanes ETC

0.54	238.031	237.945	-0.03613%	0.0000
0.54	238.031	237.945	-0.03613%	0.0000
0.54	238.031	237.945	-0.03613%	0.0000
1.08	238.031	237.945	-0.03613%	0.0000
0.54	238.031	237.945	-0.03613%	0.0000
0.54	238.031	237.945	-0.03613%	0.0000

2.00% \$ 0.01 \$ 0.55
 2.00% \$ 0.01 \$ 0.55
 2.00% \$ 0.01 \$ 0.55
 2.00% \$ 0.02 \$ 1.10
 2.00% \$ 0.01 \$ 0.55
 2.00% \$ 0.01 \$ 0.55

Table 24. Historical Consumer Price Index for All Urban Consumers (CPI-U): U. S. city average, all items-Continued
(1982-84=100, unless otherwise noted)

Year	Jan.	Feb.	Mar.	Apr.	May	June	July	Aug.	Sep.	Oct.	Nov.	Dec.
1970	37.8	38.0	38.2	38.5	38.6	38.8	39.0	39.0	39.2	39.4	39.6	39.8
1971	39.8	39.9	40.0	40.1	40.3	40.6	40.7	40.8	40.8	40.9	40.9	41.1
1972	41.1	41.3	41.4	41.5	41.6	41.7	41.9	42.0	42.1	42.3	42.4	42.5
1973	42.6	42.9	43.3	43.6	43.9	44.2	44.3	45.1	45.2	45.6	45.9	46.2
1974	46.6	47.2	47.8	48.0	48.6	49.0	49.4	50.0	50.6	51.1	51.5	51.9
1975	52.1	52.5	52.7	52.9	53.2	53.6	54.2	54.3	54.6	54.9	55.3	55.5
1976	55.6	55.8	55.9	56.1	56.5	56.8	57.1	57.4	57.6	57.9	58.0	58.2
1977	58.5	59.1	59.5	60.0	60.3	60.7	61.0	61.2	61.4	61.6	61.9	62.1
1978	62.5	62.9	63.4	63.9	64.5	65.2	65.7	66.0	66.5	67.1	67.4	67.7
1979	68.3	69.1	69.8	70.6	71.5	72.3	73.1	73.8	74.6	75.2	75.9	76.7
1980	77.8	78.9	80.1	81.0	81.8	82.7	82.7	83.3	84.0	84.8	85.5	86.3
1981	87.0	87.9	88.5	89.1	89.8	90.6	91.6	92.3	93.2	93.4	93.7	94.0
1982	94.3	94.6	94.5	94.9	95.8	97.0	97.5	97.7	97.9	98.2	98.0	97.6
1983	97.8	97.9	97.9	98.6	99.2	99.5	99.9	100.2	100.7	101.0	101.2	101.3
1984	101.9	102.4	102.6	103.1	103.4	103.7	104.1	104.5	105.0	105.3	105.3	105.3
1985	105.5	106.0	106.4	106.9	107.3	107.6	107.8	108.0	108.3	108.7	109.0	109.3
1986	109.6	109.3	108.8	108.6	108.9	109.5	109.5	109.7	110.2	110.3	110.4	110.5
1987	111.2	111.6	112.1	112.7	113.1	113.5	113.8	114.4	115.0	115.3	115.4	115.4
1988	115.7	116.0	116.5	117.1	117.5	118.0	118.5	119.0	119.8	120.2	120.3	120.5
1989	121.1	121.6	122.3	123.1	123.8	124.1	124.4	124.6	125.0	125.6	125.9	126.1
1990	127.4	128.0	128.7	128.9	129.2	129.9	130.4	131.6	132.7	133.5	133.8	133.8
1991	134.6	134.8	135.0	135.2	135.6	136.0	136.2	136.6	137.2	137.4	137.8	137.9
1992	138.1	138.6	139.3	139.5	139.7	140.2	140.5	140.9	141.3	141.8	142.0	141.9
1993	142.6	143.1	143.6	144.0	144.2	144.4	144.4	144.8	145.1	145.7	145.8	145.8
1994	146.2	146.7	147.2	147.4	147.5	148.0	148.4	149.0	149.4	149.5	149.7	149.7
1995	150.3	150.9	151.4	151.9	152.2	152.5	152.5	152.9	153.2	153.7	153.6	153.5
1996	154.4	154.9	155.7	156.3	156.6	156.7	157.0	157.3	157.8	158.3	158.6	158.6
1997	159.1	159.6	160.0	160.2	160.1	160.3	160.5	160.8	161.2	161.6	161.5	161.3
1998	161.6	161.9	162.2	162.5	162.8	163.0	163.2	163.4	163.6	164.0	164.0	163.9
1999	164.3	164.5	165.0	166.2	166.2	166.2	166.7	167.1	167.9	168.2	168.3	168.3
2000	168.8	169.8	171.2	171.3	171.5	172.4	172.8	172.8	173.7	174.0	174.1	174.0
2001	175.1	175.8	176.2	176.9	177.7	178.0	177.5	177.5	178.3	177.7	177.4	176.7
2002	177.1	177.8	178.8	179.8	179.8	179.9	180.1	180.7	181.0	181.3	181.3	180.9
2003	181.7	183.1	184.2	183.8	183.5	183.7	183.9	184.6	185.2	185.0	184.5	184.3
2004	185.2	186.2	187.4	188.0	189.1	189.7	189.4	189.5	189.9	190.9	191.0	190.3
2005	190.7	191.8	193.3	194.6	194.4	194.5	195.4	196.4	198.8	199.2	197.6	196.8
2006	198.3	198.7	199.8	201.5	202.5	202.9	203.5	203.9	202.9	201.8	201.5	201.8
2007	202.416	203.499	205.352	206.686	207.949	208.352	208.299	207.917	208.490	208.936	210.177	210.036
2008	211.080	211.693	213.528	214.823	216.632	218.815	219.964	219.086	218.783	216.573	212.425	210.228
2009	211.143	212.193	212.709	213.240	213.856	215.693	215.351	215.834	215.969	216.177	216.330	215.949
2010	216.687	216.741	217.631	218.009	218.178	217.965	218.011	218.312	218.439	218.711	218.803	219.179
2011	220.223	221.309	223.467	224.906	225.964	225.722	225.922	226.545	226.889	226.421	226.230	225.672
2012	226.665	227.663	229.392	230.085	229.815	229.478	229.104	230.379	231.407	231.317	230.221	229.601
2013	230.280	232.166	232.773	232.531	232.945	233.504	233.596	233.877	234.149	233.546	233.069	233.049
2014	233.916	234.781	236.293	237.072	237.900	238.343	238.250	237.852	238.031	237.433	236.151	234.812
2015	233.707	234.722	236.119	236.599	237.805	238.638	238.654	238.316	237.945	-	-	-

TRAFFIC CONSULTANT CERTIFICATION
(October 2015 Toll Modification)

The undersigned is a duly authorized officer of Stantec Consulting Services Inc. serving as traffic consultant (the "Traffic Consultant") to the Central Texas Regional Mobility Authority ("Authority") pursuant to that certain Master Trust Indenture, dated as of February 1, 2005, between the Authority and Regions Bank, as successor in trust to JPMorgan Chase Bank, National Association, as Trustee (the "Master Trust Indenture"), relating to the issuance of Obligations thereunder. Any capitalized terms not otherwise defined herein have the respective meaning given to such terms in the Master Trust Indenture.

1. In accordance with Section 502 of the Master Trust Indenture, the Authority has provided us the proposed change to the Toll Rate Schedule set forth in Exhibit "A" attached hereto. In our opinion, the adoption of such proposed Toll Rate Schedule set forth in Exhibit "A" will not adversely affect the ability of the Authority to comply with its covenants in this Section 502.

2. Our certification herein is based upon our opinion as to Revenues to be derived by the Authority from the ownership and operation of the System (which Revenues include investment and other income not related to Tolls that constitute the Revenues of the System as estimated by an Authorized Representative), and a certificate of the Authorized Representative filed with the Trustee, stating the opinion of the Authority as to the amount of Operating Expenses paid or accrued during any pertinent Annual Period, assuming the proposed Toll rate schedule had been in effect during such pertinent Annual Period.

EXECUTED THIS 21st day of October, 2015.

STANTEC CONSULTING SERVICES INC.

By: William Ihlo
Name: William Ihlo
Title: Principal

EXHIBIT A

Agenda Item # 14 and any pertinent Resolutions from October 28, 2015 CTRMA Board of Directors Meeting.

See Attached 2016 Toll Schedule and supporting documents.

Proposed 2016 CTRMA Toll Schedule -- 2015 tolls + 2.0%

	2-axle Vehicles		3-axle Vehicles		4-axle Vehicles		5-axle Vehicles		6-axle Vehicles	
	TxTag	Pay By Mail	TxTag	Pay By Mail	TxTag	Pay By Mail	TxTag	Pay By Mail	TxTag	Pay By Mail
183A										
Lakeline Mainline	\$ 0.54	\$ 0.72	\$ 1.08	\$ 1.44	\$ 1.62	\$ 2.16	\$ 2.16	\$ 2.88	\$ 2.70	\$ 3.60
Brushy Creek Ramps	\$ 0.58	\$ 0.77	\$ 1.16	\$ 1.54	\$ 1.74	\$ 2.31	\$ 2.33	\$ 3.08	\$ 2.91	\$ 3.85
Park Street Mainline	\$ 1.46	\$ 1.94	\$ 2.92	\$ 3.88	\$ 4.38	\$ 5.82	\$ 5.84	\$ 7.76	\$ 7.30	\$ 9.70
Scottsdale Drive Ramps	\$ 0.58	\$ 0.77	\$ 1.16	\$ 1.54	\$ 1.74	\$ 2.31	\$ 2.33	\$ 3.08	\$ 2.91	\$ 3.85
Crystal Falls Mainline	\$ 1.03	\$ 1.37	\$ 2.06	\$ 2.74	\$ 3.08	\$ 4.11	\$ 4.11	\$ 5.48	\$ 5.14	\$ 6.85
Crystal Falls Ramps	\$ 0.40	\$ 0.53	\$ 0.80	\$ 1.06	\$ 1.20	\$ 1.59	\$ 1.60	\$ 2.12	\$ 2.00	\$ 2.65
290E/Manor Expressway										
US 183 Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Springdale Road Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Giles Lane Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Giles Lane Mainline	\$ 1.10	\$ 1.46	\$ 2.20	\$ 2.92	\$ 3.30	\$ 4.38	\$ 4.40	\$ 5.84	\$ 5.50	\$ 7.30
Harris Branch Parkway Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Parmer Lane Mainline	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65

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

RESOLUTION NO. 15-____

**APPROVING A MODIFIED TOLL RATE ESCALATION PERCENTAGE
EFFECTIVE JANUARY 1, 2016.**

WHEREAS, Section 301.003 of the Mobility Authority Policy Code provides that toll rates charged on Mobility Authority toll roads may automatically increase effective January 1 of each year by a Toll Rate Escalation Percentage calculated based on annual changes to the index of Consumer Prices for All Urban Consumers, or by a modified Toll Rate Escalation Percentage adopted by the Board; and

WHEREAS, the automatic Toll Rate Escalation Percentage determined under Section 301.003 for this year is 0%; and

WHEREAS, the Executive Director, Chief Financial Officer, and financial advisors for the Mobility Authority recommend that the Board vote to adopt a modified Toll Rate Escalation Percentage of 2% effective January 1, 2016, resulting in the increased toll charges shown on the “Proposed 2016 CTRMA Toll Schedule – 2015 Tolls + 2%” attached as Exhibit 1 to this resolution.

NOW THEREFORE, BE IT RESOLVED, that the Board hereby adopts a modified Toll Rate Escalation Percentage of 2% effective January 1, 2016, to establish the new toll charges shown in Exhibit 1 to this resolution; and

BE IT FURTHER RESOLVED that pursuant to Section 301.002(a) of the Policy Code, the Executive Director is directed to edit the tables in subsections (b) and (c) of Section 301.002 (Toll Rates) to update and certify the toll rate changes adopted by this resolution.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors

Proposed 2016 CTRMA Toll Schedule -- 2015 tolls + 2.0%

	2-axle Vehicles		3-axle Vehicles		4-axle Vehicles		5-axle Vehicles		6-axle Vehicles	
	TxTag	Pay By Mail	TxTag	Pay By Mail	TxTag	Pay By Mail	TxTag	Pay By Mail	TxTag	Pay By Mail
183A										
Lakeline Mainline	\$ 0.54	\$ 0.72	\$ 1.08	\$ 1.44	\$ 1.62	\$ 2.16	\$ 2.16	\$ 2.88	\$ 2.70	\$ 3.60
Brushy Creek Ramps	\$ 0.58	\$ 0.77	\$ 1.16	\$ 1.54	\$ 1.74	\$ 2.31	\$ 2.33	\$ 3.08	\$ 2.91	\$ 3.85
Park Street Mainline	\$ 1.46	\$ 1.94	\$ 2.92	\$ 3.88	\$ 4.38	\$ 5.82	\$ 5.84	\$ 7.76	\$ 7.30	\$ 9.70
Scottsdale Drive Ramps	\$ 0.58	\$ 0.77	\$ 1.16	\$ 1.54	\$ 1.74	\$ 2.31	\$ 2.33	\$ 3.08	\$ 2.91	\$ 3.85
Crystal Falls Mainline	\$ 1.03	\$ 1.37	\$ 2.06	\$ 2.74	\$ 3.08	\$ 4.11	\$ 4.11	\$ 5.48	\$ 5.14	\$ 6.85
Crystal Falls Ramps	\$ 0.40	\$ 0.53	\$ 0.80	\$ 1.06	\$ 1.20	\$ 1.59	\$ 1.60	\$ 2.12	\$ 2.00	\$ 2.65
290E/Manor Expressway										
US 183 Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Springdale Road Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Giles Lane Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Giles Lane Mainline	\$ 1.10	\$ 1.46	\$ 2.20	\$ 2.92	\$ 3.30	\$ 4.38	\$ 4.40	\$ 5.84	\$ 5.50	\$ 7.30
Harris Branch Parkway Ramps	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65
Parmer Lane Mainline	\$ 0.55	\$ 0.73	\$ 1.10	\$ 1.46	\$ 1.65	\$ 2.19	\$ 2.20	\$ 2.92	\$ 2.75	\$ 3.65



**CENTRAL TEXAS
Regional Mobility Authority**

**Meeting Date: October 28, 2015
AGENDA ITEM # 17**

Authorize the issuance, sale, and delivery of Central Texas Regional Mobility Authority (i) Senior Lien Revenue Bonds, Series 2015A, (ii) Senior Lien Revenue and Refunding Put Bonds, Series 2015B, (iii) Subordinate Lien Revenue Bond, Taxable Series 2015C, (iv) Subordinate Lien Revenue Bond, Taxable Series 2015D, and (v) Subordinate Lien Revenue Bond, Taxable Series 2015E, in accordance with specified parameters; and authorize the execution and delivery of any and all documents, certificates, agreements, and instruments necessary or desirable to be executed and delivered in connection with the foregoing; and enacting other provisions relating to the subject.

Strategic Plan Relevance: Regional Mobility
Department: Finance
Contact: Bill Chapman, Chief Financial Officer
Associated Costs: TBD
Funding Source: Bond Sale Funds
Action Requested: Consider and act on draft resolution

Summary:

This resolution authorizes all necessary actions for the upcoming bond sale.

Backup provided: Draft Resolution for Board Consideration

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

RESOLUTION NO. 15-___

RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY (I) SENIOR LIEN REVENUE BONDS, SERIES 2015A, (II) SENIOR LIEN REVENUE AND REFUNDING PUT BONDS, SERIES 2015B, (III) SUBORDINATE LIEN REVENUE BOND, TAXABLE SERIES 2015C, (IV) SUBORDINATE LIEN REVENUE BOND, TAXABLE SERIES 2015D, AND (V) SUBORDINATE LIEN REVENUE BOND, TAXABLE SERIES 2015E (COLLECTIVELY, THE “2015 BONDS”), IN ACCORDANCE WITH SPECIFIED PARAMETERS; APPROVING THE FORM OF, AND AUTHORIZING THE EXECUTION AND DELIVERY OF, THE TWELFTH SUPPLEMENTAL TRUST INDENTURE, THE THIRTEENTH SUPPLEMENTAL TRUST INDENTURE, THE FOURTEENTH SUPPLEMENTAL TRUST INDENTURE AND THE FIFTEENTH SUPPLEMENTAL TRUST INDENTURE; APPOINTING AN AUTHORIZED OFFICER TO AUTHORIZE, APPROVE AND DETERMINE CERTAIN TERMS AND PROVISIONS OF THE 2015 BONDS AND THE FORM OF EACH OF THE 2015 BONDS; APPROVE AND AUTHORIZE THE TERMS AND CONDITIONS OF ONE OR MORE BOND PURCHASE AGREEMENTS OR LOAN AGREEMENTS, AS APPLICABLE, PERTAINING TO THE 2015 BONDS AND TO EXECUTE AND DELIVER SUCH PURCHASE AGREEMENTS AND LOAN AGREEMENTS APPROVING THE PREPARATION OF A PRELIMINARY OFFICIAL STATEMENT AND AN OFFICIAL STATEMENT IN CONNECTION WITH THE OFFERING AND SALE OF THE 2015 SENIOR LIEN BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS AND INSTRUMENTS IN CONNECTION WITH THE FOREGOING; APPROVING THE TERMS AND PROVISIONS OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE ESCROW AGREEMENTS RELATING TO THE OBLIGATIONS TO BE REFUNDED WITH A PORTION OF THE PROCEEDS OF THE 2015 SENIOR LIEN BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF ANY AND ALL DOCUMENTS, CERTIFICATES, AGREEMENTS, CLOSING INSTRUCTIONS, AND INSTRUMENTS NECESSARY OR DESIRABLE TO BE EXECUTED AND DELIVERED IN CONNECTION WITH THE FOREGOING AND ENACTING OTHER PROVISIONS RELATING TO THE SUBJECT;

WHEREAS, the Central Texas Regional Mobility Authority (the “Authority”) has been created and organized pursuant to and in accordance with the provisions of Chapter 361, Texas Transportation Code, and operates pursuant to the Constitution and laws of the State, including, particularly, Chapter 370, Texas Transportation Code (the “Act”), for the purposes of constructing, maintaining and operating transportation projects, including turnpike projects, in Travis and Williamson Counties, Texas; and

WHEREAS, pursuant to the Act, the Authority is authorized to: (i) study, evaluate, design, finance, acquire, construct, maintain, repair and operate transportation projects (as defined in the Act), individually or as a system (as defined in the Act); (ii) issue bonds, certificates, notes or other obligations payable from the revenues of a transportation project or

system, including tolls, fees, fares or other charges, to pay all or part of the cost of a transportation project and to refund any bonds previously issued for a transportation project; and (iii) impose tolls, fees, fares or other charges for the use of each of its transportation projects and the different parts or sections of each of its transportation projects; and

WHEREAS, pursuant to the Act and other applicable laws, the Authority is authorized to issue revenue bonds, notes, certificates or other obligations for the purposes of (i) financing all or a portion of the cost of the acquisition, construction, improvement, extension or expansion of one or more turnpike projects (as defined in the Act), (ii) refunding, defeasing and redeeming any such obligations previously issued by the Authority and (iii) paying the expenses of issuing such revenue bonds, notes, certificates or other obligations; and

WHEREAS, the Authority has previously executed and delivered that certain Master Trust Indenture (the “Master Indenture”), between the Authority and Regions Bank, as successor in trust to JPMorgan Chase Bank, National Association, as trustee (the “Trustee”), providing for the issuance from time to time by the Authority of one or more series of its revenue obligations (collectively, the “Obligations”), as supplemented by that certain (i) First Supplemental Trust Indenture (the “First Supplement”), Second Supplemental Trust Indenture (the “Second Supplement”), and Third Supplemental Trust Indenture (the “Third Supplement”), each between the Authority and the Trustee and dated as of February 1, 2005; (ii) Fourth Supplemental Trust Indenture (the “Fourth Supplement”), between the Authority and the Trustee and dated as of May 1, 2009, (iii) Fifth Supplemental Trust Indenture (the “Fifth Supplement”) and Sixth Supplemental Trust Indenture (the “Sixth Supplement”), each between the Authority and the Trustee and dated as of March 1, 2010, (iv) Seventh Supplemental Trust Indenture (the “Seventh Supplement”), between the Authority and the Trustee and dated as of August 1, 2010, (v) Eighth Supplemental Trust Indenture (the “Eighth Supplement”) and the Ninth Supplemental Trust Indenture (the “Ninth Supplement”), each between the Authority and the Trustee and dated as of June 1, 2011, and (vi) Tenth Supplemental Trust Indenture (the “Tenth Supplement”) and Eleventh Supplemental Trust Indenture (the “Eleventh Supplement”), each between the Authority and the Trustee and dated as of May 1, 2013 (the Master Indenture, as supplemented by the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement, the Fifth Supplement, the Sixth Supplement, the Seventh Supplement, the Eighth Supplement, the Ninth Supplement, the Tenth Supplement and the Eleventh Supplement, is referred to herein as the “Indenture”); and

WHEREAS, Sections 301, 302, 706, 708 and 1002 of the Master Indenture authorize the Authority and the Trustee to execute and deliver supplemental indentures authorizing the issuance of Obligations, including Additional Senior Lien Obligations and Additional Subordinate Lien Obligations, and to include in such supplemental indentures the terms of such Additional Senior Lien Obligations and Additional Subordinate Lien Obligations, respectively, and any other matters and things relative to the issuance of such Obligations which are not inconsistent with or in conflict with the Indenture, to add to the covenants of the Authority, and to pledge other moneys, securities or funds as part of the Trust Estate; and

WHEREAS, pursuant to the Act and, with respect to the 2015B Bonds, Chapter 1207, Texas Government Code, as amended, the Board of Directors (the “Board”) of the Authority has determined to issue its Additional Senior Lien Obligations designated as its (i) Senior Lien

Revenue Bonds, Series 2015A (the “2015A Bonds”), and (ii) Senior Lien Revenue and Refunding Put Bonds, Series 2015B (the “2015B Bonds,” and, together with the 2015A Bonds, the “2015 Senior Lien Bonds”), pursuant to the Master Indenture and a twelfth supplemental trust indenture (the “Twelfth Supplement”) for the purposes specified herein, all under and in accordance with the Constitution and the laws of the State; and

WHEREAS, the Board has determined to refund and redeem, with a portion of the proceeds of the 2015B Bonds, all of the Authority’s Outstanding Senior Lien Revenue Refunding Put Bonds, Series 2013B (the “2013B Refunded Bonds”); and

WHEREAS, the Board has determined to issue its Additional Subordinate Lien Obligations designated as the Authority’s (i) Subordinate Lien Revenue Bond, Taxable Series 2015C (the “2015C TIFIA Bond”) pursuant to the Master Indenture and a thirteenth supplemental trust indenture (including the exhibits thereto and incorporated therein) (the “Thirteenth Supplement”); (ii) Subordinate Lien Revenue Bond, Taxable Series 2015D (the “2015D SHF Bond”) pursuant to the Master Indenture and a fourteenth supplemental trust indenture (including the exhibits thereto and incorporated therein) (the “Fourteenth Supplement”); and (iii) Subordinate Lien Revenue Bond, Taxable Series 2015E (the “2015E SIB Bond,” and together with the 2015C TIFIA Bond and the 2015D SHF Bond, the “2015 Subordinate Lien Bonds”) pursuant to the Master Indenture and the fifteenth supplemental trust indenture (including the exhibits thereto and incorporated therein) (the “Fifteenth Supplement,” and together with the Twelfth Supplement, the Thirteenth Supplement and the Fourteenth Supplement, the “2015 Supplements” and each a “2015 Supplement”), each dated as of the date specified in one or more Award Certificates (as hereinafter defined), and each 2015 Supplement being between the Trustee and the Authority, for the purposes specified herein, all under and in accordance with the Constitution and the laws of the State; and

WHEREAS, in connection with the issuance and delivery of the 2015C TIFIA Bond, the Board further desires to authorize the execution and delivery of a TIFIA Loan Agreement (the “TIFIA Loan Agreement”), between the Authority and the United States Department of Transportation (“USDOT”), in substantially the form attached as Exhibit A to the Thirteenth Supplemental Indenture; and

WHEREAS, in connection with the issuance and delivery of the 2015D SHF Bond, the Board further desires to authorize the execution and delivery of a State Highway Fund Loan Agreement (the “State Highway Fund Loan Agreement”), between the Authority and the Texas Department of Transportation (“TxDOT”), in substantially the form attached as Exhibit A to the Fourteenth Supplemental Indenture; and

WHEREAS, in connection with the issuance and delivery of the 2015E SIB Bond, the Board further desires to authorize the execution and delivery of a State Infrastructure Bank Loan Agreement (the “State Infrastructure Bank Loan Agreement”), between the Authority and TxDOT, in substantially the form attached as Exhibit A to the Fifteenth Supplemental Indenture; and

WHEREAS, the Board has been presented with and examined proposed forms of the 2015 Supplements and an escrow agreement and the Board finds that the form and substance of

such documents are satisfactory and the recitals and findings contained therein are true, correct and complete, and hereby adopts and incorporates by reference such recitals and findings as if set forth in full in this Resolution, and finds that it is in the best interest of the public and the Authority to issue the 2015 Senior Lien Bonds and the 2015 Subordinate Lien Bonds (collectively, the “2015 Bonds”) and to authorize the execution and delivery of such documents; and

WHEREAS, the Board now desires to appoint one or more officers of the Authority to act on behalf of the Authority to determine the final terms and conditions of the 2015 Bonds, as provided herein, and to make such determinations and findings as may be required by the 2015 Supplements and to carry out the purposes of this Resolution and execute one or more Award Certificates setting forth such determinations and authorizing and approving all other matters relating to the issuance, sale and delivery of the 2015 Bonds; and

WHEREAS, the Board desires to authorize the execution and delivery of the Twelfth Supplement providing for the issuance of and setting forth the terms and provisions relating to the 2015 Senior Lien Bonds to be issued as Additional Senior Lien Obligations, and the pledge and security therefor, in the substantially final form of the Twelfth Supplement; and

WHEREAS, the 2015 Senior Lien Bonds shall be issued as Additional Senior Obligations and Long-Term Obligations pursuant to and in accordance with the provisions of the Master Indenture and the Twelfth Supplement; and

WHEREAS, the Board desires to authorize the execution and delivery of the Thirteenth Supplement, the Fourteenth Supplement and the Fifteenth Supplement (collectively, the “2015 Subordinate Lien Supplements”) providing for the issuance of and setting forth the terms and provisions relating to the 2015C TIFIA Bond, the 2015D SHF Bond and the 2015E SIB Bond, respectively, in each case to be issued as Additional Subordinate Lien Obligations, and the pledge and security therefor, in the substantially final forms of the 2015 Subordinate Lien Supplements; and

WHEREAS, the 2015 Subordinate Lien Bonds shall be issued as Additional Subordinate Lien Obligations and Long-Term Obligations pursuant to and in accordance with the provisions of the Master Indenture and the respective 2015 Subordinate Lien Supplements; and

WHEREAS, the Board now desires to approve, ratify and confirm the preparation and distribution of a preliminary official statement and an official statement relating to the offering and sale of the 2015 Senior Lien Bonds; and

WHEREAS, the Board desires to provide for the issuance of the 2015 Senior Lien Bonds in accordance with the requirements of the Master Indenture and the Twelfth Supplement, and to provide for the issuance of the 2015 Subordinate Lien Bonds in accordance with the Master Indenture and the respective 2015 Subordinate Lien Supplements, and to authorize the execution and delivery of the 2015 Supplements and such certificates, agreements, instruction letters and other instruments as may be necessary or desirable in connection therewith; and

WHEREAS, the Board desires to authorize the execution and delivery of a Bond Purchase Contract (the “Purchase Contract”), between the Authority and J.P. Morgan Securities

LLC (the “Underwriters’ Representative”), acting for and on behalf of itself and the syndicate of underwriters named therein (collectively, the “Underwriters”) relating to the 2015 Senior Lien Bonds;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY THAT:

ARTICLE I

FINDINGS AND DETERMINATIONS

Section 1.1. Findings and Determinations. (a) The findings and determinations set forth in the preamble hereof are hereby incorporated herein for all purposes as though such findings and determinations were set forth in full herein. Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned thereto in the Master Indenture and the 2015 Supplements.

(b) The Board has found and determined that the 2015 Bonds may be issued in part as one or more series of Additional Senior Lien Obligations and in part as one or more series of Additional Subordinate Lien Obligations, respectively, as designated by the Authorized Officer in one or more award certificates (the “Award Certificates” or “Award Certificate,” as applicable), and as Long-Term Obligations and, with respect to the 2015B Bonds, Refunding Obligations in accordance with the Master Indenture. A portion of the 2015 Bonds may also be designated as Variable Rate Obligations in the Award Certificates.

(c) It is officially found, determined and declared that the meeting at which this Resolution has been adopted was open to the public and public notice of the time, place and subject matter of the public business to be considered and acted upon at said meeting, including this Resolution was given, all as required by the applicable provisions of Chapter 551, Texas Government Code, as amended.

(d) The Board hereby finds and determines that the issuance of the 2015 Bonds is in the best interest of the Authority. The Board further hereby finds and determines that the manner in which the refunding of the 2013B Refunded Bonds (being variable rate bonds) is being executed with a portion of the proceeds of the 2015B Bonds (being variable rate bonds) does not make it practical to make the findings and determinations required by Section 1207.008, Texas Government Code, as amended.

ARTICLE II

ISSUANCE OF 2015 SENIOR LIEN BONDS; APPROVAL OF DOCUMENTS

Section 2.1. Issuance, Execution and Delivery of 2015 Senior Lien Bonds; Approval of Twelfth Supplement. The Authority hereby authorizes, approves and directs the issuance of the 2015 Senior Lien Bonds in accordance with the terms of this Resolution, the Master Indenture and the Twelfth Supplement, a draft of which was presented to the Authority and its counsel, the form, terms and provisions of such Twelfth Supplement being hereby authorized and approved with such changes as may be approved by the Authorized Officer (as defined herein), such

approval to be evidenced by the execution thereof. The Authorized Officer is hereby authorized to execute the Twelfth Supplement.

Section 2.2. The Issuance of the 2015 Senior Lien Bonds. The issuance, execution and delivery of the 2015 Senior Lien Bonds, which shall be issued in the aggregate principal amounts, in one or more series and bearing interest in accordance with the terms of the Twelfth Supplement, all as determined by the Authorized Officer and set forth in an Award Certificate, to provide funds to (i) refund all of the 2013B Refunded Bonds, (ii) make deposits to a reserve fund, (iii) pay the Costs of the 183 South Project, (iv) pay capitalized interest with respect to the 2015 Senior Lien Bonds, and (v) pay the costs of issuance for the 2015 Senior Lien Bonds, all pursuant to and in accordance with the Master Indenture and the Twelfth Supplement, are hereby authorized and approved.

ARTICLE III

ISSUANCE OF 2015 SUBORDINATE LIEN BONDS; APPROVAL OF DOCUMENTS

Section 3.1. Issuance, Execution and Delivery of 2015 Subordinate Lien Bonds; Approval of the 2015 Subordinate Lien Supplements. The Authority hereby authorizes, approves and directs the issuance of the 2015 Subordinate Lien Bonds in accordance with the terms of this Resolution, the Master Indenture and the respective 2015 Subordinate Lien Supplements, drafts of which were presented to the Authority and its counsel, the form, terms and provisions of such 2015 Subordinate Lien Supplements being hereby authorized and approved with such changes as may be approved by the Authorized Officer, such approval to be evidenced by the execution thereof. The Authorized Officer is hereby authorized to execute the 2015 Subordinate Lien Supplements.

Section 3.2. The Issuance of the 2015 Subordinate Lien Bonds. The issuance, execution and delivery of the 2015 Subordinate Lien Bonds, which shall be issued in the aggregate principal amounts, in one or more series and bearing interest in accordance with the terms of the respective 2015 Subordinate Lien Supplements, all as determined by the Authorized Officer and set forth in one or more Award Certificates, to (i) pay the Costs of the 183 South Project, and (ii) pay the costs of issuance for the 2015 Subordinate Lien Bonds, all pursuant to and in accordance with the Master Indenture and each of the 2015 Subordinate Lien Supplements, are hereby authorized and approved. The Award Certificate relating to any series of 2015 Subordinate Lien Bonds may make reference to the respective loan agreement described in Section 3.3 relating to such series of 2015 Subordinate Lien Bonds for any of the terms and provisions of such series of 2015 Subordinate Lien Bonds.

Section 3.3. Approval and Execution of Loan Agreements. (a) The terms and provisions of the TIFIA Loan Agreement, in substantially the form presented at this meeting, are hereby authorized and approved with such changes as may be approved by the Authorized Officer, such approval to be evidenced by the execution thereof. The Authorized Officer is hereby authorized to execute and deliver the TIFIA Loan Agreement.

(b) The terms and provisions of the State Highway Fund Loan Agreement, in substantially the form presented at this meeting, are hereby authorized and approved with such changes as may be approved by the Authorized Officer, such approval to be evidenced by the execution thereof. The Authorized Officer is hereby authorized to execute and deliver the State Highway Fund Loan Agreement.

(c) The terms and provisions of the State Infrastructure Bank Loan Agreement, in substantially the form presented at this meeting, are hereby authorized and approved with such changes as may be approved by the Authorized Officer, such approval to be evidenced by the execution thereof. The Authorized Officer is hereby authorized to execute and deliver the State Infrastructure Bank Loan Agreement.

ARTICLE IV

APPOINTMENT OF AUTHORIZED OFFICER; DELEGATION OF AUTHORITY

Section 4.1. Appointment of Authorized Officer. The Board hereby appoints the Chairman of the Board, the Executive Director and the Chief Financial Officer, severally and each of them, to act as an authorized officer (the "Authorized Officer") on behalf of the Board and to perform all acts authorized and required of an Authorized Officer set forth in this Resolution and the 2015 Supplements. The Authorized Officer is hereby authorized and directed to execute one or more Award Certificates setting forth the information authorized to be stated therein pursuant to this Resolution and required to be stated therein pursuant to the 2015 Supplements.

Section 4.2. Delegation of Authority. (a) The Board hereby authorizes and directs that the Authorized Officer act on behalf of the Authority to determine the final terms and conditions of the 2015 Bonds, the dated date for the 2015 Supplements, the dated dates for the 2015 Bonds, the prices at which the 2015 Bonds will be sold, any different or additional designation or title of each series of the 2015 Bonds, the principal amounts and maturity dates therefor, the per annum interest rates for the 2015 Bonds, the aggregate principal amount of 2015 Bonds to be issued as Senior Lien Obligations, the aggregate principal amount of the 2015 Bonds to be issued as Subordinate Lien Obligations, the respective aggregate principal amounts of the 2015A Bonds, the 2015B Bonds, the 2015C TIFIA Bond, the 2015D SHF Bond and the 2015E SIB Bond; and, further, the principal amount of the 2015 Senior Lien Bonds to be issued as fixed rate bonds and the principal amount to be issued as variable rate bonds (if any), the interest rate modes and tender provisions for any variable rate bonds, the redemption provisions, dates and prices for the 2015 Bonds, the final forms of the 2015 Bonds, the final terms and provisions of the TIFIA Loan Agreement, the State Highway Fund Loan Agreement and the State Infrastructure Bank Loan Agreement, and such other terms and provisions that shall be applicable to the 2015 Bonds, to approve the form and substance of one or more contracts of purchase providing for the sale of the 2015 Bonds, to authorize and approve the forms of a preliminary official statement and a final official statement and to make such findings and determinations as are otherwise authorized herein or as may be required by the 2015 Supplements to carry out the purposes of this Resolution and to execute one or more Award Certificates setting forth such determinations, such other matters as authorized herein, and authorizing and approving all other matters relating to the

issuance, sale and delivery of the 2015 Bonds; provided, that the following conditions can be satisfied:

- (i) the aggregate principal amount of the 2015 Senior Lien Bonds to be issued shall not exceed \$375,000,000; and
- (ii) the 2015 Senior Lien Bonds shall not bear interest at an initial true interest rate greater than 5.5%; and
- (iii) the aggregate principal amount of the 2015 Senior Lien Bonds to be issued as variable rate bonds shall not exceed \$75,000,000; and
- (iv) the aggregate principal amount of the 2015C Bonds to be issued shall not exceed \$300,000,000; and
- (v) the 2015C Bonds shall not bear interest at an initial rate greater than 3.5%; and
- (vi) the aggregate principal amount of the 2015D Bonds to be issued shall not exceed \$30,000,000; and
- (vii) the 2015D Bonds shall not bear interest at an initial rate greater than 4.00%; and
- (viii) the aggregate principal amount of the 2015E Bonds to be issued shall not exceed \$30,000,000; and
- (ix) the 2015E Bonds shall not bear interest at an initial rate greater than 4.00%;

all based on bond market conditions and available rates for the 2015 Senior Lien Bonds on the date of sale of the 2015 Senior Lien Bonds and on the terms, conditions and provisions negotiated by the Authority for the 2015 Subordinate Lien Obligations.

(b) The 2015 Bonds may be issued all as one or more series of 2015 Senior Lien Bonds, all as one or more series of 2015 Subordinate Lien Bonds, or as a combination of one or more series of 2015 Senior Lien Bonds and one or more series of 2015 Subordinate Lien Bonds, all as specified in the Award Certificates.

Section 4.3. Limitation on Delegation of Authority. The authority granted to the Authorized Officer under Article IV of this Resolution shall expire at 5:00 p.m. Central Time on April 15, 2016, unless otherwise extended by the Board by separate Resolution. Any 2015 Bonds, with respect to which an Award Certificate is executed prior to 5:00 p.m. Central Time on April 15, 2016, may be delivered to the initial purchaser thereof after such date.

ARTICLE V

APPROVAL OF SALE OF 2015 SENIOR LIEN BONDS AND EXECUTION AND DELIVERY OF 2015 SUBORDINATE LIEN BONDS

Section 5.1. Approval of Sale of 2015 Senior Lien Bonds. The sale of the 2015 Senior Lien Bonds to J.P. Morgan Securities LLC, as Underwriters Representative, acting on behalf of itself and the Underwriters, in the aggregate principal amounts, bearing interest at the rates and at the prices set forth in the Purchase Contract, as determined by the Authorized Officer on the date of sale of the 2015 Senior Lien Bonds, is hereby authorized and approved. The Authorized Officer is hereby authorized and directed to execute and deliver the Purchase Contract on behalf of the Authority providing for the sale of the Senior Lien Bonds to the Underwriters in such form as determined by the Authorized Officer, to be dated as of the date of its execution and delivery, by and among the Authority and the Underwriters. The Authorized Officer is hereby authorized and directed to approve the final terms and provisions of the Purchase Contract and to approve and to execute and deliver such Purchase Contract on behalf of the Authority, such approval to be conclusively evidenced by the execution thereof. The Authorized Officer is specifically authorized to determine the principal amount, if any, of the 2015 Bonds to be issued and sold as fixed rate bonds and/or variable rate bonds.

Section 5.2. Approval of Execution and Delivery of 2015 Subordinate Lien Bonds. (a) The execution and delivery of the 2015C Bonds to USDOT in the aggregate principal amount, bearing interest at the rates, and with the terms and provisions set forth in the Thirteenth Supplement and the TIFIA Loan Agreement, as determined by the Authorized Officer, is hereby authorized and approved. The Authorized Officer is hereby authorized to approve the final terms and provisions of the Thirteenth Supplement and the TIFIA Loan Agreement and to execute and deliver the Thirteenth Supplement and the TIFIA Loan Agreement on behalf of the Authority, such approval to be conclusively evidenced by the execution thereof.

(b) The execution and delivery of the 2015D Bonds to TxDOT in the aggregate principal amount, bearing interest at the rates, and with the terms and provisions set forth in the Fourteenth Supplement and the State Highway Fund Loan Agreement, as determined by the Authorized Officer, is hereby authorized and approved. The Authorized Officer is hereby authorized to approve the final terms and provisions of the Fourteenth Supplement and the State Highway Fund Loan Agreement and to execute and deliver the Fourteenth Supplement and the State Highway Fund Loan Agreement on behalf of the Authority, such approval to be conclusively evidenced by the execution thereof.

(c) The execution and delivery of the 2015E Bonds to TxDOT in the aggregate principal amount, bearing interest at the rates, and with the terms and provisions set forth in the Fifteenth Supplement and the State Infrastructure Bank Loan Agreement, as determined by the Authorized Officer, is hereby authorized and approved. The Authorized Officer is hereby authorized to approve the final terms and provisions of the Fifteenth Supplement and the State Infrastructure Bank Loan Agreement and to execute and deliver the Fifteenth Supplement and the State Infrastructure Bank Loan Agreement on behalf of the Authority, such approval to be conclusively evidenced by the execution thereof.

Section 5.3. Sale on Best Terms Available. The 2015 Senior Lien Bonds shall be sold to the Underwriters at the prices, bearing interest at the rates and having such other terms and provisions, that, based on then current market conditions, result in the best terms reasonably available and advantageous to the Authority, as is determined by the Authorized Officer on the date of sale of each series of the 2015 Senior Lien Bonds. The Authorized Officer is hereby authorized and directed to make such findings in the Award Certificates regarding the terms of the sale of the 2015 Senior Lien Bonds. The Authorized Officer is further hereby authorized to make findings in the Award Certificates relating to each series of the 2015 Subordinate Lien Bonds to the effect that the prices, interest rates and other terms and provisions of such series of 2015 Subordinate Lien Bonds, as negotiated by the Authority, are the best terms reasonably available and advantageous to the Authority, as determined by the Authorized Officer.

ARTICLE VI

APPROVAL OF ESCROW AGREEMENT; NOTICES OF REDEMPTION

Section 6.1. Approval of Escrow Agreement. To provide for the security and investment of a portion of the proceeds of the 2015 Bonds until such time as such proceeds are to be paid to the registered owners of the 2013 Refunded Bonds, the Authority hereby approves the form and substance of an escrow deposit agreement, substantially in the form of the Escrow Deposit Agreement and Receipt for Deposit (the “Escrow Agreement”), between the Authority and Regions Bank, as escrow agent (the “Escrow Agent”), dated as of the date set forth in an Award Certificate, a draft of which was presented to the Board and its counsel, the form, terms and provisions of such Escrow Agreement being hereby authorized and approved. The Authorized Officer is hereby authorized and directed to execute and deliver the Escrow Agreement in the name and on behalf of the Authority, with such changes therein as the Authorized Officer may approve, such approval to be conclusively evidenced by such Authorized Officer’s execution thereof.

Section 6.2. Notice of Redemption to Owners of Refunded Bonds. The Board hereby authorizes and calls for the redemption of the 2013B Refunded Bonds on the dates and at the prices determined by the Authorized Officer and set forth in the Award Certificates. The Authorized Officer shall cause notice of redemption to be given to the registered owners of such 2013B Refunded Bonds in accordance with the Master Indenture and the supplemental trust indenture to which such 2013B Refunded Bonds were issued.

ARTICLE VII

APPROVAL OF OFFICIAL STATEMENT

Section 7.1. Approval of Official Statement. The Authorized Officer is hereby authorized and directed to authorize and approve the form and substance of the Preliminary Official Statement prepared in connection with the public offering of the 2015 Senior Lien Bonds, together with any addenda, supplement or amendment thereto (the “Preliminary Official Statement”), and the preparation, use and distribution of the Preliminary Official Statement in the marketing of the 2015 Senior Lien Bonds. The Authorized Officer is authorized to “deem final” the Preliminary Official Statement as of its date (except for the omission of pricing and

related information) within the meaning and for the purposes of paragraph (b)(1) of Rule 15c2-12 under the Securities Exchange Act of 1934, as amended. The Authorized Officer is hereby further authorized and directed to use and distribute or authorize the use and distribution of, a final official statement and any addenda, supplement or amendment thereto (the “Official Statement”). The use thereof by the Underwriters in the public offering and sale of the 2015 Senior Lien Bonds is hereby authorized and approved. The Chairman of the Board is hereby authorized and directed to execute and the Authorized Officer to deliver the Official Statement to the Underwriters in number and in accordance with the terms of the Purchase Contract. The Secretary of the Board is hereby authorized and directed to include and maintain copies of the Preliminary Official Statement and the Official Statement in the permanent records of the Authority.

ARTICLE VIII

USE AND APPLICATION OF PROCEEDS; LETTERS OF INSTRUCTION; POWER TO REVISE DOCUMENTS

Section 8.1. Use and Application of Proceeds; Letters of Instruction. The proceeds from the sale of the 2015 Bonds shall be used for the respective purposes set forth in and in accordance with the terms and provisions of all respective 2015 Supplement and the related Award Certificate. The deposit and application of the proceeds from the sale of the 2015 Bonds shall be set forth in Letters of Instruction of the Authority executed by the Authorized Officer.

Section 8.2. Execution and Delivery of Other Documents. The Authorized Officer is hereby authorized and directed to execute and deliver from time to time and on an ongoing basis such other documents, including agreements, assignments, certificates, instruments, releases, financing statements, written requests, filings with the Internal Revenue Service and letters of instruction, whether or not mentioned herein, as may be necessary or convenient to carry out or assist in carrying out the purposes of this Resolution and to comply with the requirements of the Master Indenture, the 2015 Supplements, the TIFIA Loan Agreement, the State Highway Fund Loan Agreement, the State Infrastructure Bank Loan Agreement, the Award Certificates, the Escrow Agreements and the Purchase Contract.

Section 8.3. Power to Revise Form of Documents. Notwithstanding any other provision of this Resolution, the Authorized Officer is hereby authorized to make or approve such revisions in the form of the documents presented at this meeting and any other document, certificate or agreement pertaining to the issuance and delivery of the 2015 Bonds in accordance with the terms of the Master Indenture and the 2015 Supplements as, in the judgment of such person, may be necessary or convenient to carry out or assist in carrying out the purposes of this Resolution, such approval to be evidenced by the execution thereof.

ARTICLE IX

APPROVAL AND RATIFICATION OF CERTAIN ACTIONS

Section 9.1. Approval of Submission to the Attorney General of Texas. The Authority’s Bond Counsel is hereby authorized and directed to submit to the Attorney General,

for his approval, transcripts of the legal proceedings relating to the issuance, sale and delivery of the 2015 Bonds as required by law, and to the Comptroller of Public Accounts of the State of Texas (the "Comptroller") for registration. In connection with the submission of the record of proceedings for the 2015 Bonds to the Attorney General of the State of Texas for examination and approval of such 2015 Bonds, the Authorized Officer is hereby authorized and directed to issue one or more checks of the Authority payable to the Attorney General of the State of Texas as a nonrefundable examination fee in the amount required by Chapter 1202, Texas Government Code. The Initial 2015 Senior Lien Bonds shall be delivered to the Trustee for delivery to the Underwriters Representative against payment therefor and upon satisfaction of the requirements of the Indenture, the Twelfth Supplement and the Purchase Contract. The Initial 2015 Subordinate Lien Bonds shall be delivered to the Trustee for delivery to USDOT, with respect to the 2015C Bonds, and TxDOT with respect to the 2015D Bonds and the 2015E Bonds. Upon satisfaction of the requirements for closing in the respective 2015 Subordinate Lien Supplements, the Authorized Officer shall deliver to the Trustee a letter of instructions relating to the delivery of such Subordinate Lien Bonds and the Trustee shall deliver the 2015 Subordinate Lien Bonds as instructed therein.

Section 9.2. Certification of the Minutes and Records. The Secretary and any Assistant Secretary of the Board are each hereby severally authorized to certify and authenticate minutes and other records on behalf of the Authority for the issuance of the 2015 Bonds and for all other Authority activities.

Section 9.3. Ratifying Other Actions. All other actions taken or to be taken by the Executive Director, the Chief Financial Officer, the Authorized Officer and the Authority's staff in connection with the issuance of the 2015 Bonds are hereby approved, ratified and confirmed.

Section 9.4. Authority to Invest Funds. The Executive Director and the Chief Financial Officer are each hereby severally authorized to undertake all appropriate actions and to execute such documents, agreements or instruments as they deem necessary or desirable under the Master Indenture, the 2015 Supplements and the Escrow Agreements with respect to the investment of proceeds of the 2015 Bonds and other funds of the Authority.

Section 9.5. Federal Tax Considerations. In addition to any other authority provided under this Resolution, each Authorized Officer is hereby further expressly authorized, acting for and on behalf of the Authority, to determine and designate in the Award Certificate for each series of 2015 Bonds whether such bonds will be issued as taxable bonds or tax-exempt bonds for federal income tax purposes and to make all appropriate elections under the Internal Revenue Code of 1986, as amended. Each Authorized Officer is hereby further expressly authorized and empowered from time to time and at any time to perform all such acts and things deemed necessary or desirable and to execute and deliver any agreements, certificates, documents or other instruments, whether or not herein mentioned, to carry out the terms and provisions of this section, including but not limited to, the preparation and making of any filings with the Internal Revenue Service.

ARTICLE X

GENERAL PROVISIONS

Section 10.1. Changes to Resolution. The Executive Director, the Chief Financial Officer and the Authorized Officer, and either of them, singly and individually, are hereby authorized to make such changes to the text of this Resolution as may be necessary or desirable to carry out the purposes hereof or to comply with the requirements of the Attorney General of Texas in connection with the issuance of the 2015 Bonds herein authorized.

Section 10.2. Effective Date. This Resolution shall be in full force and effect from and upon its adoption.

Adopted, passed and approved by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 18

Accept the financial statements for
September 2015.

Department: Finance
Contact: Bill Chapman, Chief Financial Officer
Action Requested: Consider and act on draft resolution

Summary:

Presentation and acceptance of the monthly financial statements for September 2015.

Backup provided: Draft Financial Statements for September 2015
Draft Resolution

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

RESOLUTION NO. 15-____

ACCEPT THE FINANCIAL STATEMENTS FOR SEPTEMBER 2015.

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 month of September 2015, and has caused Financial Statements to be prepared and attached to this resolution as Exhibit 1.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Financial Statements for September 2015, attached as Exhibit 1.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of October, 2015.

Submitted and reviewed by:

Approved:

Andrew Martin, General Counsel

Ray A. Wilkerson
Chairman, Board of Directors

Exhibit 1

Financial Statements for September 2015

Central Texas Regional Mobility Authority

Balance Sheet

	as of 09/30/2015	as of 09/30/2014
	Assets	
Current Assets		
Cash		
Regions Operating Account	537,309	\$ 968,950
Cash In TexSTAR	681,329	580,894
Regions Payroll Account	137,160	107,428
Restricted Cash		
Fidelity Govt MMA	280,398,097	214,484,178
Restricted Cash-TexStar	7,020,409	11,032,496
Overpayments account	104,833	57,516
Total Cash and Cash Equivalents	288,879,136	227,231,461
Accounts Receivable		
Accounts Receivable	18,317	413,958
Due From TTA	287,883	2,159,324
Due From NTTA	358,609	254,785
Due From HCTRA	655,187	275,693
Due From TxDOT	80,434	1,056,879
Interest Receivable	32,820	99,650
Total Receivables	1,433,251	4,260,290
Short Term Investments		
Certificates of Deposit	-	5,000,000
Agencies	21,197,416	40,865,410
Total Short Term Investments	21,197,416	45,865,410
Total Current Assets	311,509,803	277,357,160
Total Construction In Progress	145,699,955	81,164,925
Fixed Assets (Net of Depreciation)		
Computers	52,423	74,689
Computer Software	1,418,778	1,100,662
Equipment	2,108	8,691
Autos and Trucks	25,625	5,749
Buildings and Toll Facilities	5,611,382	5,788,497
Highways and Bridges	610,720,801	617,746,005
Communication Equipment	346,095	522,974
Toll Equipment	19,288,223	21,934,056
Signs	11,500,775	11,683,154
Land Improvements	12,172,574	12,851,061
Right of Way	86,838,919	85,152,004
Leasehold Improvements	175,367	185,343
Total Fixed Assets	748,153,071	757,052,884
Other Assets		
Intangible Assets-Net	12,643,459	13,671,318
2005 Bond Insurance Costs	4,875,105	5,088,613
Prepaid Insurance	6,402.71	0
Total Other Assets	17,524,966	18,759,932
Total Assets	\$ 1,222,887,795	\$ 1,134,334,901

Central Texas Regional Mobility Authority

Balance Sheet

	as of 09/30/2015	as of 09/30/2014
Liabilities		
Current Liabilities		
Accounts Payable	1,206,856	707,004
Construction Payable-Maha Loop	3,505,519	13,760,452
Overpayments	106,870	59,195
Interest Payable	9,958,869	9,992,053
TCDRS Payable	39,390	37,779
Due to Other Entities	624,118	779,109
Total Current Liabilities	15,441,621	25,335,593
Long Term Liabilities		
Accrued Vac & Sick Leave Payable	189,089	189,089
Total Long Term Payables	189,089	189,089
Bonds Payable		
Senior Lien Revenue Bonds		
Senior Lien Revenue Bonds 2010	112,708,326	109,043,344
Senior Lien Revenue Bonds 2011	308,887,424	308,106,991
Senior Refunding Bonds 2013	182,555,000	184,710,000
Sn Lien Rev Bnd Prem/Disc 2010	43,019	83,045
Sn Lien Rev Bnd Prem/Disc 2011	-3,370,527	(3,541,902)
Sn Lien Rev Bnd Prem/Disc 2013	13,633,678	16,179,353
Total Senior Lien Revenue Bonds	614,456,921	614,580,831
Sub Lien Revenue Bonds		
Subordinated Lien Bond 2011	70,000,000	70,000,000
Sub Refunding Bnds 2013	102,530,000	103,710,000
Sub Lien Bond 2011 Prem/Disc	-1,764,546	(1,862,527)
Sub Refunding 2013 Prem/Disc	3,179,112	3,668,435
Tot Sub Lien Revenue Bonds	173,944,567	175,515,908
Other Obligations		
2011 Regions Draw Down Note	952,516	2,747,233
2013 American Bank Loan	5,300,000	5,300,000
2015 Regions Bank Loan	21,018,500	
Total Other Obligations	27,271,016	8,047,233
Total Long Term Liabilities	815,861,592	798,333,062
Total Liabilities	831,303,214	823,668,655
Net Assets		
Contributed Capital	35,847,060	23,347,060
Net Assets Beginning	353,268,911	263,492,792
Current Year Operations	\$ 2,468,611	23,826,395
Total Net Assets	391,584,581	310,666,246
Total Liabilities and Net Assets	\$ 1,222,887,795	\$ 1,134,334,901

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 9/30/2015	Percent of Budget	Actual PY to Date 9/30/2014
Revenue				
Operating Revenue				
Toll Revenue-TxTag-183A	32,107,731	6,864,188	21.38%	6,720,676
Toll Revenue-HCTRA-183A	1,678,072	575,075	34.27%	580,795
Toll Revenue-NTTA-183A	1,425,660	957,133	67.14%	99,004
Toll Revenue-TxTag-Manor	8,014,417	2,243,727	28.00%	1,919,371
Toll Revenue-HCTRA Manor	1,561,572	447,450	28.65%	385,678
Toll Revenue-NTTA-Manor	392,459	139,908	35.65%	58,907
Video Tolls 183A	9,541,998	2,007,988	21.04%	1,465,073
Video Tolls Manor Expressway	4,334,167	779,807	17.99%	468,591
Fee revenue 183A	2,471,500	705,112	28.53%	472,882
Fee revenue Manor Expressway	885,000	344,682	38.95%	201,557
Total Operating Revenue	62,412,575	15,065,069	24.14%	12,372,533
Other Revenue				
Interest Income	250,000	92,706	37.08%	86,264
Grant Revenue	3,130,258	6,805,211	217.40%	29,708,321
Reimbursed Expenditures	-	2,849		-
Misc Revenue	-	-	0.00%	2,116
Total Other Revenue	3,380,258	6,900,767	204.15%	29,796,701
Total Revenue	\$ 65,792,833	\$ 21,965,836	33.39%	42,169,233

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 9/30/2015	Percent of Budget	Actual PY to Date 9/30/2014
Expenses				
Salaries and Wages				
Salary Expense-Regular	2,710,710	564,571	20.83%	503,232
Part Time Salary Expense	36,000	-	0.00%	-
Overtime Salary Expense	3,000	-	0.00%	-
Salary Reserve	40,000	-	0.00%	-
TCDRS	349,552	79,952	22.87%	70,813
FICA	109,682	24,430	22.27%	20,944
FICA MED	34,956	8,216	23.50%	7,298
Health Insurance Expense	232,154	61,683	26.57%	45,921
Life Insurance Expense	6,468	934	14.43%	1,041
Auto Allowance Expense	10,200	2,550	25.00%	-
Other Benefits	203,942	27,656	13.56%	23,852
Unemployment Taxes	14,400	19	0.13%	30
Total Salaries and Wages	3,751,064	770,011	20.53%	673,132

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 9/30/2015	Percent of Budget	Actual PY to Date 9/30/2014
Administrative				
Administrative and Office Expenses				
Accounting	7,500	2,492	33.23%	1,713
Auditing	75,000	21,500	28.67%	34,293
Human Resources	50,000	2,179	4.36%	80,925
IT Services	64,000	4,586	7.17%	21,808
Internet	1,700	312	18.34%	412
Software Licenses	76,100	11,007	14.46%	6,752
Cell Phones	13,600	1,825	13.42%	1,883
Local Telephone Service	13,000	3,390	26.08%	3,649
Overnight Delivery Services	850	71	8.36%	15
Local Delivery Services	900	-	0.00%	-
Copy Machine	12,000	3,936	32.80%	2,688
Repair & Maintenance-General	1,000	-	0.00%	582
Meeting Facilities	250	-	0.00%	-
Community Meeting/ Events	2,000	-	0.00%	-
Meeting Expense	15,000	843	5.62%	886
Public Notices	2,000	-	0.00%	-
Toll Tag Expense	1,700	75	4.44%	619
Parking	3,475	742	21.35%	723
Mileage Reimbursement	9,600	936	9.75%	593
Insurance Expense	180,000	24,175	13.43%	23,304
Rent Expense	525,000	99,513	18.95%	83,096
Legal Services	220,000	36,465	16.58%	-
Total Administrative and Office Expenses	1,274,675	214,048	16.79%	263,941
Office Supplies				
Books & Publications	5,950	297	5.00%	708
Office Supplies	12,000	1,889	15.74%	1,382
Computer Supplies	20,200	8,129	40.24%	5,443
Copy Supplies	2,200	423	19.25%	391
Other Reports-Printing	13,000	-	0.00%	414
Office Supplies-Printed	2,700	601	22.27%	562
Misc Materials & Supplies	3,000	190	6.33%	52
Postage Expense	5,850	82	1.41%	153
Total Office Supplies	64,900	11,612	17.89%	9,105

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 9/30/2015	Percent of Budget	Actual PY to Date 9/30/2014
Communications and Public Relations				
Graphic Design Services	50,000	2,573	5.15%	-
Website Maintenance	100,000	6,298	6.30%	625
Research Services	50,050	-	0.00%	3,546
Communications and Marketing	250,000	10,285	4.11%	21,306
Advertising Expense	225,200	33,682	14.96%	5,949
Direct Mail	10,000	150	1.50%	95
Video Production	20,000	4,400	22.00%	-
Photography	10,000	-	0.00%	-
Radio	10,000	-	0.00%	-
Other Public Relations	27,500	3,500	12.73%	-
Promotional Items	17,500	287	1.64%	-
Displays	5,000	-	0.00%	-
Annual Report printing	14,000	-	0.00%	-
Direct Mail Printing	11,300	-	0.00%	-
Other Communication Expenses	1,500	392	26.14%	5,227
Total Communications and Public Relations	802,050	61,567	7.68%	36,748
Employee Development				
Subscriptions	1,500	109	7.27%	129
Memberships	37,100	3,592	9.68%	1,539
Continuing Education	4,550	-	0.00%	3,250
Professional Development	12,200	123	1.00%	-
Other Licenses	950	430	45.26%	217
Seminars and Conferences	41,000	1,525	3.72%	16,945
Travel	88,000	17,326	19.69%	7,243
Total Employee Development	185,300	23,104	12.47%	29,323

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 9/30/2015	Percent of Budget	Actual PY to Date 9/30/2014
Financing and Banking Fees				
Trustee Fees	16,000	3,225	20.16%	-
Bank Fee Expense	8,000	1,505	18.81%	1,483
Continuing Disclosure	10,000	-	0.00%	9,706
Arbitrage Rebate Calculation	8,000	3,685	46.06%	-
Loan Fee Expense	5,000	-	0.00%	-
Rating Agency Expense	50,000	14,000	28.00%	13,500
Total Financing and Banking Fees	97,000	22,415	23.11%	24,689
Total Administrative	2,423,925	332,745	13.73%	363,806
Operations and Maintenance				
Operations and Maintenance Consulting				
General Engineering Consultant	250,000	-	0.00%	(5,718)
GEC-Trust Indenture Support	142,000	-	0.00%	-
GEC-Financial Planning Support	10,000	-	0.00%	5,436
GEC-Toll Ops Support	20,000	-	0.00%	-
GEC-Roadway Ops Support	261,000	27,155	10.40%	28,774
GEC-Technology Support	15,000	12,094	80.63%	-
GEC-Public Information Support	-	-	0.00%	-
GEC-General Support	318,000	2,543	0.80%	6,267
General System Consultant	175,000	39,144	22.37%	19,149
Traffic and Revenue Consultant	60,000	22,452	37.42%	10,989
Total Ops and Mtce Consulting	1,251,000	103,388	8.26%	64,897
Road Operations and Maintenance				
Roadway Maintenance	1,800,000	221,487	12.30%	(146,743)
Landscape Maintenance	110,000	20,537	18.67%	47,640
Signal & Illumination Maint	20,000	2,810	14.05%	43,211
Maintenance Supplies-Roadway	30,000	31,570	105.23%	143
Tools & Equipment Expense	250	46	18.28%	-
Gasoline	6,000	297	4.95%	591
Repair & Maintenance-Vehicles	1,500	98	6.52%	1,704
Roadway Operations	-	67	-	-
Electricity - Roadways	160,000	24,819	15.51%	18,705

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 9/30/2015	Percent of Budget	Actual PY to Date 9/30/2014
Total Road Operations and Maintenance	2,127,750	301,730	14.18%	(34,750)
Toll Processing and Collection Expense				
Image Processing	4,527,740	457,498	10.10%	485,091
Tag Collection Fees	2,823,744	587,662	20.81%	321,944
Court Enforcement Costs	30,000	3,875	12.92%	10,625
DMV Lookup Fees	4,000	454	11.35%	627
Total Toll Processing and Collections	7,385,484	1,049,489	14.21%	818,286
Toll Operations Expense				
Facility maintenance	-	446		-
Generator Maintenance	10,000	1,850	18.50%	750
Generator Fuel	6,000	-	0.00%	-
Fire and Burglar Alarm	500	123	24.67%	123
Elevator Maintenance	2,800	-	0.00%	-
Refuse	800	186	23.20%	198
Pest Control	1,600	148	9.25%	256
Custodial	2,000	500	25.00%	831
Telecommunications	80,000	14,577	18.22%	20,309
Water	8,000	709	8.87%	1,051
Electricity	-	-	0.00%	10,166
Repair & Maintenance Toll Equip	500,000	93	0.02%	-
Law Enforcement	265,225	42,632	16.07%	-
ETC Maintenance Contract	1,368,000	227,550	16.63%	113,933
ETC Testing	70,000	-	0.00%	-
Total Toll Operations	2,314,925	288,814	12.48%	147,617
Total Operations and Maintenance	13,079,159	1,743,420	13.33%	996,050
Other Expenses				
Special Projects and Contingencies				
HERO	1,400,000	231,256	16.52%	249,485
Special Projects	200,000	219,254	109.63%	155,562
Other Contractual Svcs	130,000	4,000	3.08%	12,508
Contingency	165,000	2,059	1.25%	-

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 9/30/2015	Percent of Budget	Actual PY to Date 9/30/2014
Total Special Projects and Contingencies	1,895,000	456,569	24.09%	417,555
Non Cash Expenses				
Amortization Expense	275,000	95,808	34.84%	66,663
Amort Expense - Refund Savings	1,030,000	256,965	24.95%	256,965
Dep Exp- Furniture & Fixtures	5,000	-	0.00%	-
Dep Expense - Equipment	15,000	1,264	8.42%	2,180
Dep Expense - Autos & Trucks	10,000	575	5.75%	1,725
Dep Expense-Buildng & Toll Fac	200,000	44,279	22.14%	44,279
Dep Expense-Highways & Bridges	20,000,000	4,212,966	21.06%	4,153,271
Dep Expense-Communic Equip	250,000	49,029	19.61%	49,029
Dep Expense-Toll Equipment	3,000,000	688,197	22.94%	685,710
Dep Expense - Signs	350,000	81,473	23.28%	80,593
Dep Expense-Land Improvemts	900,000	221,234	24.58%	218,746
Depreciation Expense-Computers	28,000	4,158	14.85%	6,836
Total Non Cash Expenses	26,063,000	5,655,947	21.70%	5,565,997
Total Other Expenses	27,958,000	6,112,516	21.86%	5,983,551
Non Operating Expenses				
Non Operating Expense				
Bond issuance expense	200,000	53,377	26.69%	53,377
Interest Expense	44,660,046	10,485,155	23.48%	10,257,923
Community Initiatives	65,000	-	0.00%	15,000
Total Non Operating Expense	44,925,046	10,538,532	23.46%	10,326,300
Total Expenses	\$ 92,137,194	\$ 19,497,225	21.16%	\$ 18,342,839
Net Income	\$(26,344,361)	\$ 2,468,611		\$ 23,826,395

INVESTMENTS by FUND

		Balance		
			September 30, 2015	
Renewal & Replacement Fund				TexSTAR 7,701,737.86
TexSTAR	3,108.76			CD's -
Regions Sweep	687,771.70			Regions Sweep 276,989,285.90
Agencies		690,880.46		Agencies 21,197,415.55
TxDOT Grant Fund				
TexSTAR	82,248.42			
Regions Sweep	5,737,264.05			
CD's				
Agencies	3,701,107.86	9,520,620.33		\$ 305,888,439.31
Senior Debt Service Reserve Fund				
TexSTAR	590,418.65			
Regions Sweep	30,413,350.77			
Agencies	17,496,307.69	48,500,077.11		
2010 Senior Lien DSF				
Regions Sweep	859,024.16			
TexSTAR	-	859,024.16		
2011 Debt Service Acct				
Regions Sweep	7,405,842.35	7,405,842.35		
2013 Sr Debt Service Acct				
Regions Sweep	5,639,577.14	5,639,577.14		
2013 Sub Debt Service Account				
Regions Sweep	1,657,096.90	1,657,096.90		
2011 Sub Debt DSRF				
Regions Sweep	7,066,286.19			
CD's		7,066,286.19		
2011 Sub DSF				
Regions Sweep	1,181,609.91	1,181,609.91		
Operating Fund				
TexSTAR	681,328.88			
TexSTAR-Trustee	2,170,926.62			
Regions Sweep	-	2,852,255.50		
Revenue Fund				
TexSTAR	1.00			
Regions Sweep	2,088,312.81	2,088,313.81		
General Fund				
TexSTAR	53.78			
Regions Sweep	29,637,495.32			
Agencies		29,637,549.10		
2013 Sub Debt Service Reserve Fund				
Regions Sweep	8,459,898.94			
Agencies		8,459,898.94		
MoPac Construction Fund				
Regions Sweep	92,516,863.51	92,516,863.51		
2010 Senior Lien Construction Fund				
Regions Sweep	1.79	1.79		
2011 Sub Debt Project fund				
TexSTAR	4,173,651.75			
Agencies				
Regions Sweep	19,759,254.93	23,932,906.68		
2011 Sr Financial Assistance Fund				
Regions Sweep	30,449,346.15	30,449,346.15		
2011 Senior Lien Project Fund				
Regions Sweep	299,060.58			
Agencies		299,060.58		
2015 Regions Bank Loan				
Regions Sweep	21,018,500.00	21,018,500.00		
45SW Trust Account Hays County				
Regions Sweep	90,261.72	90,261.72		
45SW Trust Account Travis County				
Regions Sweep	12,022,466.98	12,022,466.98		
			\$ 305,888,439.31	

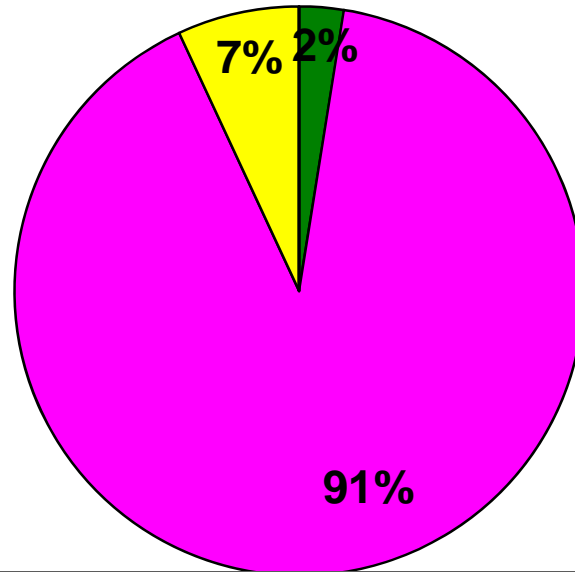
CTRMA INVESTMENT REPORT

Month Ending 9/30/2015						
Balance 9/1/2015	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 9/30/2015	Rate Sep 15
Amount in Trustee TexStar						
2011 Sub Lien Construction Fund	4,173,310.75		341.00		4,173,651.75	0.114%
General Fund	53.78				53.78	0.114%
Trustee Operating Fund	1,870,760.12	1,300,000.00	166.50	1,000,000.00	2,170,926.62	0.114%
Renewal and Replacement	3,108.47		0.29		3,108.76	0.114%
TxDOT Grant Fund	82,241.69		6.73		82,248.42	0.114%
Revenue Fund	1.00				1.00	0.114%
Senior Lien Debt Service Reserve Fund	590,370.40		48.25		590,418.65	0.114%
	6,719,846.21	1,300,000.00	562.77	1,000,000.00	7,020,408.98	
Amount in TexStar Operating Fund						
	681,269.36	1,000,000.00		59.52	1,000,000.00	0.114%
Regions Sweep Money Market Fund						
Operating Fund	0.00	1,300,000.00		1,300,000.00	0.00	0.100%
45SW Trust Account Travis County	12,021,414.59		1,052.39		12,022,466.98	0.100%
45SW Trust Account Hays County	96,867.58		8.23	6,614.09	90,261.72	0.100%
2010 Senior Lien Project Acct	0.00		1.79		1.79	0.100%
2011 Sub Lien Project Acct	19,876,727.02		1,694.39	119,166.48	19,759,254.93	0.100%
2011 Senior Lien Project Acct	299,035.18		25.40		299,060.58	0.100%
2011 Sr Financial Assistance Fund	18,447,779.36	12,000,000.00	1,566.79		30,449,346.15	0.100%
2010 Senior DSF	572,804.63	286,183.43	36.10		859,024.16	0.100%
2011 Senior Lien Debt Service Acct	6,891,340.77	513,938.82	562.76		7,405,842.35	0.100%
2011 Sub Debt Service Fund	787,907.54	393,652.71	49.66		1,181,609.91	0.100%
2013 Senior Lien Debt Service Acct	4,539,286.46	1,099,953.37	337.31		5,639,577.14	0.100%
2013 Subordinate Debt Service Acct	1,188,257.66	468,758.87	80.37		1,657,096.90	0.100%
2015 Regions Bank Loan	0.00	21,018,500.00	0.00		21,018,500.00	
TxDOT Grant Fund	5,736,776.82		487.23		5,737,264.05	0.100%
Renewal and Replacement	687,713.29		58.41		687,771.70	0.100%
Revenue Fund	1,958,399.21	5,760,606.66	254.68	5,630,947.74	2,088,312.81	0.100%
General Fund	28,575,764.21	3,135,761.87	2,243.76	2,076,274.52	29,637,495.32	0.100%
2011 Sub Debt Service Reserve Fund	7,065,686.09		600.10		7,066,286.19	0.100%
Senior Lien Debt Service Reserve Fund	25,357,683.86	5,000,000.00	55,666.91		30,413,350.77	0.100%
2013 Sub Debt Service Reserve Fund	3,383,351.59	5,026,000.00	50,547.35		8,459,898.94	0.100%
MoPac Managed Lane Construction Fund	95,212,529.54		8,162.63	2,703,828.66	92,516,863.51	0.100%
	232,699,325.40	56,003,355.73	0.00	123,436.26	11,836,831.49	276,989,285.90
Amount in Fed Agencies and Treasuries						
Amortized Principal	31,229,784.07		(9,637.74)		10,022,730.78	21,197,415.55
	31,229,784.07	0.00				21,197,415.55
Certificates of Deposit						
						0.00
Total in Pools	7,401,115.57	2,300,000.00		622.29	2,000,000.00	7,701,737.86
Total in Money Market	232,699,325.40	56,003,355.73		123,436.26	11,836,831.49	276,989,285.90
Total in Fed Agencies	31,229,784.07	0.00	(9,637.74)		10,022,730.78	21,197,415.55
Total Invested	271,330,225.04	58,303,355.73	(9,637.74)	124,058.55	23,859,562.27	305,888,439.31

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

William Chapman, CFO

Allocation of Funds



■ Total in Pools ■ Total in Money Market ■ Total in Fed Agencies ■ Total in CD's

Amount of investments As of September 30, 2015

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND
Federal Home Loan Bank	313371KG0	1,019,000.00	1,000,863.64	1,001,000.00	0.3912%	1/9/2014	10/28/2015	TxDOT Grant Fund
Fannie Mae	3135G0QB2	1,001,990.00	1,000,090.45	2,700,648.00	0.0381%	1/9/2014	10/22/2015	TxDOT Grant Fund
Fannie Mae	3135G0QB2	1,703,383.00	1,700,153.77		0.0381%	1/9/2014	10/22/2015	TxDOT Grant Fund
Fannie Mae	3135G0VA8	5,003,500.00	5,000,807.69	5,006,450.00	0.0468%	1/23/2014	3/1/3016	Senior DSRF
Federal Home loan Bank	3130A4MN9	2,499,600.00	2,499,775.00	2,501,725.00	0.3650%	3/11/2015	4/6/2016	Senior DSRF
Farmer Mac	31315PV55	2,501,200.00	2,500,850.00	2,504,925.00	0.7751%	3/11/2015	2/23/2017	Senior DSRF
Federal Farm Credit	3133ECA79	4,959,250.00	4,966,041.67	4,980,850.00	1.2155%	3/11/2015	3/19/2018	Senior DSRF
Freddie Mac	3134G6JF1	Called	Called	Called	1.4239%	3/26/2015	6/26/2018	Senior DSRF
Federal Home Loan Bank	31398A3T7	Matured	Matured	Matured	0.3660%	1/9/2014	9/21/2015	2013 Sub DSRF
Northeast Texas ISD	659155HX6	2,534,600.00	2,528,833.33	2,529,700.00	0.6010%	8/3/2015	8/1/2016	Senior DSRF
			21,197,415.55	21,225,298.00				

Agency	CUSIP #	COST	Cummulative Amortization	9/30/2015		Interest Income		
				Book Value	Maturity Value	Accrued Interest	Amortization	September 30, 2015 Interest Earned
Federal Home Loan Bank	313371KG0	1,019,000.00	18,136.36	1,000,863.64	1,000,000.00	1,208.33	(863.64)	344.69
Fannie Mae	3135G0QB2	1,001,990.00	1,899.55	1,000,090.45	1,000,000.00	416.67	(90.45)	326.22
Fannie Mae	3135G0QB2	1,703,383.00	3,229.23	1,700,153.77	1,700,000.00	708.33	(153.77)	554.56
Fannie Mae	3135G0VA8	5,003,500.00	2,692.31	5,000,807.69	5,000,000.00	2,083.33	(134.62)	1,948.71
Federal Home loan Bank	3130A4MN9	2,499,600.00	(175.00)	2,499,775.00	2,500,000.00	638.02	25.00	663.02
Farmer Mac	31315PV55	2,501,200.00	350.00	2,500,850.00	2,500,000.00	1,666.67	(50.00)	1,616.67
Federal Farm Credit	3133ECA79	4,959,250.00	(6,791.67)	4,966,041.67	5,000,000.00	3,916.67	1,131.94	5,048.61
Freddie Mac	3134G6JF1	Called	Called	Called	5,000,000.00	9,102.56		9,102.56
Federal Home Loan Bank	31398A3T7	Matured	Matured	Matured	5,026,000.00	8,376.67	(6,618.87)	1,757.80
Northeast Texas ISD	659155HX6	2,534,600.00	5,766.67	2,528,833.33	2,500,000.00	4,166.67	(2,883.33)	1,283.34
		21,222,523.00	25,107.45	21,197,415.55	31,226,000.00	32,283.92	(9,637.74)	22,646.18

September 30, 2015

Certificates of Deposit Outstanding

Bank	CUSIP #	COST	Yield to Maturity	Purchased	Matures	September 30, 2015 Interest	FUND
		-				\$ -	

Travis County Escrow account

Balance		Accrued		Balance
9/1/2015	Additions	Interest	Withdrawals	9/30/2015
\$ 3,647,848.76		\$ 309.85	\$ 239,348.43	\$ 3,408,810.18



Monthly Newsletter - September 2015

Performance

As of September 30, 2015

Current Invested Balance	\$5,171,964,839.33
Weighted Average Maturity (1)	39 Days
Weighted Average Maturity (2)	61 Days
Net Asset Value	1.000082
Total Number of Participants	796
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$635,406.87
Management Fee Collected	\$212,710.80
% of Portfolio Invested Beyond 1 Year	2.90%
Standard & Poor's Current Rating	AAAm

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

September Averages

Average Invested Balance	\$5,175,823,388.73
Average Monthly Yield, on a simple basis	0.0994%
Average Weighted Average Maturity (1)*	46 Days
Average Weighted Average Maturity (2)*	62 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.

Holiday Reminder

In observance of **Columbus Day**, **TexSTAR will be closed on Monday, October 12, 2015**. All ACH transactions initiated on Friday, October 9th, will settle on Tuesday October 13th. Please plan accordingly for your liquidity needs.

Economic Commentary

The third quarter was a tumultuous period as concerns over the global impact of China's economic slowdown dominated global financial markets, with global equities slumping, oil prices falling, credit spreads spiking and commodity prices taking another leg down. The reaction from fixed income markets was more muted than what might have been expected given the scale of moves across other assets: U.S. 10-year Treasury yields fell by roughly 30 basis points but did not break below the 2.0% level, remaining well above their first quarter lows. In September, the Federal Open Market Committee (FOMC) decided not to raise interest rates, despite unemployment falling from 5.6% at the start of the year to 5.1% in August. The tone of the message coming from the Fed's policy statement, economic projections and press conference was generally perceived as very dovish, reflecting the central bank's concerns for global growth. This seemed to validate markets' pre-existing growth worries. With markets already in risk-off mode, the Fed decision promptly led to another leg lower in risk assets, while market pricing for the first Fed rate hike was pushed into 2016.

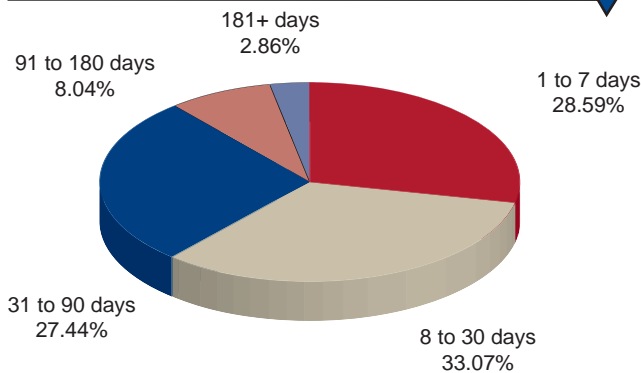
We continue to await the first Fed rate hike in almost ten years, but now question the Committee's ability to initiate liftoff this year. While the Fed seemingly no longer needs to deploy extraordinary tools, limited inflation in the U.S. (in fact, there is almost no inflation around the world), expectations for fairly modest growth going forward, and still no obvious upward pressure on wages reinforce a growing list of reasons why they may not hike in the near term. Furthermore, real policy rates have fallen around the world, and a stronger dollar and increased market volatility may make it hard for the Fed to decouple too much from its global counterparts. While extensive quantitative easing from central banks around the world seems to have finally taken hold in many developed markets, the outlook for emerging market growth continues to decline. No longer does it seem likely that developed market growth will be enough to pull along the emerging markets; rather, our concern is that slowing emerging markets may have a negative impact on the developed markets. Never before have the global markets been so integrated, nor as dependent on emerging markets, which now comprise over 40% of global GDP. This was meant to be a good fourth quarter: the Fed had prepped the markets for most of the year on a September 'lift-off', the U.S. recovery was on solid footing with little need for unconventional tools, and the People's Bank of China had been responding to its domestic slowdown with an array of policy tools. Although the Fed tried to walk back its decision in the days following the FOMC meeting, some loss of credibility was damaging and continues to reverberate through the markets. Events appear to indicate that the Fed (and other major central banks) will be overly cautious in normalizing policy, meaning low rates and excessive monetary accommodation could be with us for a while.

This information is an excerpt from an economic report dated September 2015 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

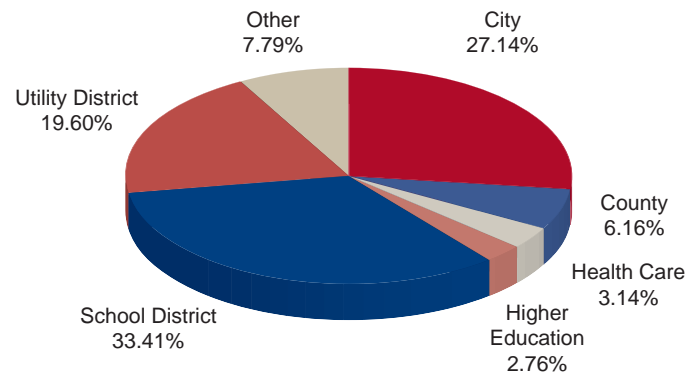
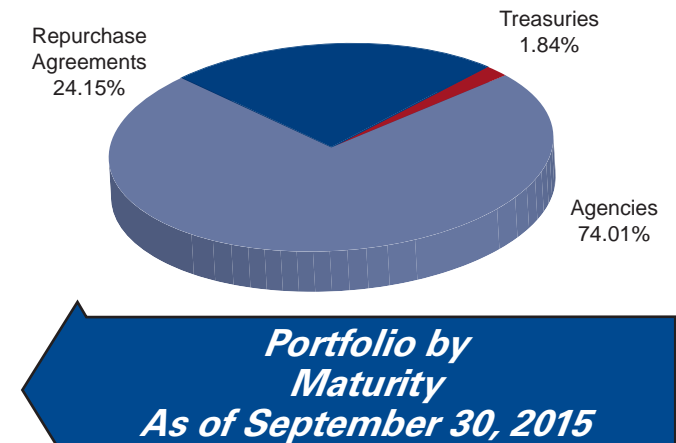
For more information about TexSTAR, please visit our web site at www.texstar.org.

Information at a Glance

Portfolio by Type of Investment As of September 30, 2015



Distribution of Participants by Type As of September 30, 2015



Historical Program Information

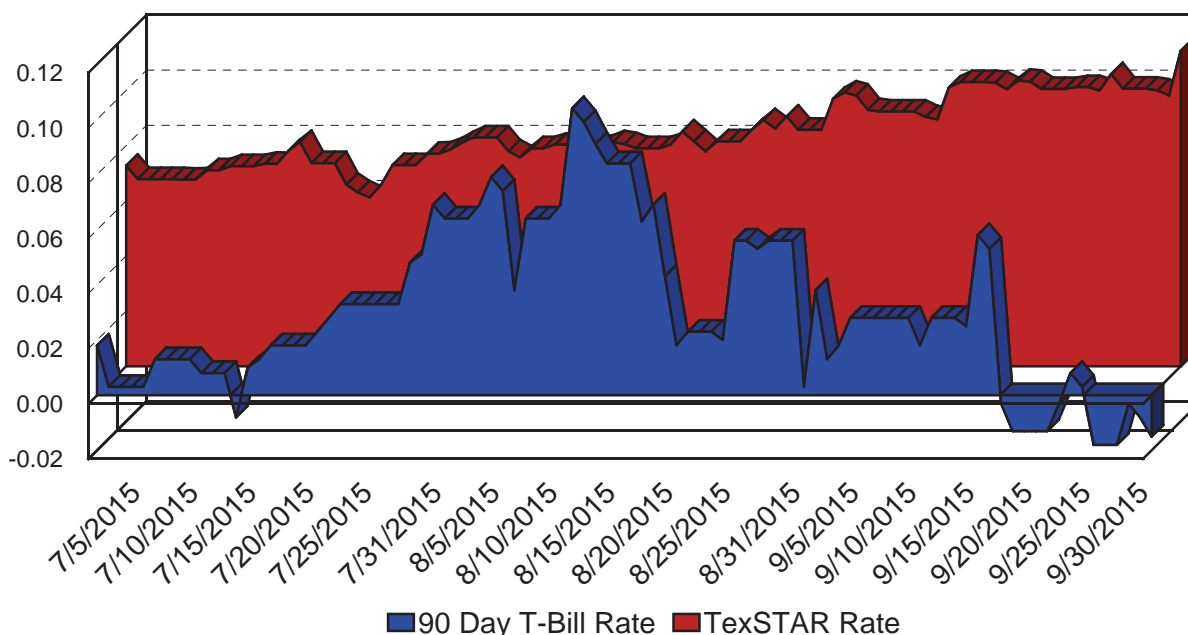
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
Sep 15	0.0994%	\$5,171,964,839.33	\$5,172,390,234.79	1.000082	46	62	796
Aug 15	0.0823%	5,444,712,315.25	5,444,863,919.29	1.000027	47	60	796
Jul 15	0.0722%	5,191,663,669.11	5,192,008,905.67	1.000063	50	63	795
Jun 15	0.0719%	5,113,377,874.72	5,113,798,319.64	1.000082	52	68	794
May 15	0.0643%	5,481,487,398.04	5,481,958,268.19	1.000085	52	70	794
Apr 15	0.0701%	5,578,041,120.52	5,578,486,668.16	1.000079	52	74	793
Mar 15	0.0604%	5,532,363,738.20	5,532,642,521.32	1.000050	52	76	792
Feb 15	0.0548%	6,025,452,923.84	6,025,900,171.82	1.000073	49	74	792
Jan 15	0.0542%	5,795,866,262.14	5,796,287,813.37	1.000076	50	77	791
Dec 14	0.0501%	5,158,234,676.14	5,158,405,384.45	1.000037	51	80	790
Nov 14	0.0387%	4,453,961,626.26	4,454,149,924.27	1.000042	52	84	790
Oct 14	0.0385%	4,433,918,584.81	4,434,061,738.75	1.000043	50	82	788

Portfolio Asset Summary as of September 30, 2015

	Book Value	Market Value
Uninvested Balance	\$ 8,059.89	\$ 8,059.89
Accrual of Interest Income	372,883.54	372,883.54
Interest and Management Fees Payable	(683,219.24)	(683,219.24)
Payable for Investment Purchased	0.00	0.00
Repurchase Agreement	1,248,988,999.90	1,248,988,999.90
Government Securities	3,923,278,115.24	3,923,703,510.70
Total	\$ 5,171,964,839.33	\$ 5,172,390,234.79

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

TexSTAR versus 90-Day Treasury Bill



This material is for information purposes only. This information does not represent an offer to buy or sell a security. The above rate information is obtained from sources that are believed to be reliable; however, its accuracy or completeness may be subject to change. The TexSTAR management fee may be waived in full or in part at the discretion of the TexSTAR co-administrators and the TexSTAR rate for the period shown reflects waiver of fees. This table represents historical investment performance/return to the customer, net of fees, and is not an indication of future performance. An investment in the security is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the issuer seeks to preserve the value of an investment 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 September 2015

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
9/1/2015	0.0992%	0.000002718	\$5,446,767,665.58	1.000015	49	62
9/2/2015	0.0981%	0.000002687	\$5,417,388,064.13	1.000009	49	66
9/3/2015	0.0929%	0.000002544	\$5,389,177,233.49	1.000004	49	65
9/4/2015	0.0923%	0.000002528	\$5,278,978,609.79	1.000010	48	65
9/5/2015	0.0923%	0.000002528	\$5,278,978,609.79	1.000010	48	65
9/6/2015	0.0923%	0.000002528	\$5,278,978,609.79	1.000010	48	65
9/7/2015	0.0923%	0.000002528	\$5,278,978,609.79	1.000010	48	65
9/8/2015	0.0903%	0.000002474	\$5,204,915,672.96	1.000007	48	65
9/9/2015	0.0895%	0.000002452	\$5,195,558,131.99	1.000001	48	65
9/10/2015	0.1010%	0.000002767	\$5,131,161,044.53	1.000008	48	65
9/11/2015	0.1030%	0.000002822	\$5,111,794,615.69	1.000008	47	64
9/12/2015	0.1030%	0.000002822	\$5,111,794,615.69	1.000008	47	64
9/13/2015	0.1030%	0.000002822	\$5,111,794,615.69	1.000008	47	64
9/14/2015	0.1027%	0.000002813	\$5,154,253,575.83	0.999998	46	63
9/15/2015	0.1004%	0.000002752	\$5,170,711,785.95	0.999987	47	63
9/16/2015	0.1035%	0.000002836	\$5,142,811,107.98	0.999976	48	65
9/17/2015	0.1031%	0.000002824	\$5,117,848,119.34	0.999997	48	65
9/18/2015	0.1005%	0.000002754	\$5,081,786,487.85	1.000026	46	63
9/19/2015	0.1005%	0.000002754	\$5,081,786,487.85	1.000026	46	63
9/20/2015	0.1005%	0.000002754	\$5,081,786,487.85	1.000026	46	63
9/21/2015	0.1012%	0.000002772	\$5,077,117,623.69	1.000045	46	62
9/22/2015	0.1012%	0.000002773	\$5,064,443,389.90	1.000059	45	61
9/23/2015	0.0999%	0.000002738	\$5,060,264,934.72	1.000078	45	61
9/24/2015	0.1059%	0.000002900	\$5,050,537,806.46	1.000088	44	60
9/25/2015	0.1006%	0.000002755	\$5,177,689,816.41	1.000066	41	56
9/26/2015	0.1006%	0.000002755	\$5,177,689,816.41	1.000066	41	56
9/27/2015	0.1006%	0.000002755	\$5,177,689,816.41	1.000066	41	56
9/28/2015	0.0999%	0.000002736	\$5,135,364,908.24	1.000076	41	56
9/29/2015	0.0981%	0.000002689	\$5,114,688,558.68	1.000084	40	56
9/30/2015	0.1143%	0.000003132	\$5,171,964,839.33	1.000082	39	61
Average	0.0994%	0.000002724	\$5,175,823,388.73		46	62

TexSTAR Participant Services
First Southwest Asset Company, LLC
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>Kenneth Huewitt</i>	<i>Houston ISD</i>	<i>Governing Board Treasurer</i>
<i>David Medanich</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>Eric Cannon</i>	<i>City of Allen</i>	<i>Advisory Board</i>
<i>Nicole Conley</i>	<i>Austin ISD</i>	<i>Advisory Board</i>
<i>Monte Mercer</i>	<i>North Central TX Council of Government</i>	<i>Advisory Board</i>
<i>Stephen Fortenberry</i>	<i>Plano ISD</i>	<i>Advisory Board</i>
<i>Becky Brooks</i>	<i>Government Resource Associates, LLC</i>	<i>Advisory Board</i>

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



J.P.Morgan
Asset Management



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 19

Approve a settlement agreement in *State of Texas v. Southwestern Bell Telephone Company A/K/A Southwestern Bell Telephone, L.P. A/K/A Southwestern Bell Texas, Inc.*, Cause No. C-1-CV-05-002617, in the Probate Court of Travis County, Texas, to acquire from Southwestern Bell Telephone Company Parcel 32 of the 183 South (Bergstrom Expressway) Project, a 0.140 acre parcel of real estate located at 650 US Highway 183 South, Austin, TX 78723.

Strategic Plan Relevance: Regional Mobility / Innovation
Department: Engineering / Law
Contact: Andrew Martin, General Counsel
Associated Costs: Not Applicable
Funding Source: Not Applicable
Action Requested: Consider and act on draft resolution

Summary:

This agenda item will be discussed with the Board in executive session.

The Board may consider and take appropriate action in open session based on the discussion in executive session.

Backup provided: To be provided at the meeting.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 20

Authorize negotiation and execution of a contract to purchase Parcel 125 of the 183 South (Bergstrom Expressway) Project.

Strategic Plan Relevance: Regional Mobility / Innovation
Department: Engineering / Law
Contact: Andrew Martin, General Counsel
Associated Costs: Not Applicable
Funding Source: Not Applicable
Action Requested: Consider and act on draft resolution

Summary:

This agenda item will be discussed with the Board in executive session.

The Board may consider and take appropriate action in open session based on the discussion in executive session.

Backup provided: To be provided at the meeting.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 21

Authorize negotiation and execution of a contract
to purchase Parcel 154 of the 183 South Project.

Strategic Plan Relevance: Regional Mobility / Innovation
Department: Engineering / Law
Contact: Andrew Martin, General Counsel
Associated Costs: Not Applicable
Funding Source: Not Applicable
Action Requested: Consider and act on draft resolution

Summary:

This agenda item will be discussed with the Board in executive session.

The Board may consider and take appropriate action in open session based on the discussion in executive session.

Backup provided: To be provided at the meeting.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 22

Authorize negotiation and execution of a contract
to purchase Parcel 132 of the 183 South Project.

Strategic Plan Relevance: Regional Mobility / Innovation
Department: Engineering / Law
Contact: Andrew Martin, General Counsel
Associated Costs: Not Applicable
Funding Source: Not Applicable
Action Requested: Consider and act on draft resolution

Summary:

This agenda item will be discussed with the Board in executive session.

The Board may consider and take appropriate action in open session based on the discussion in executive session.

Backup provided: To be provided at the meeting.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 23

Consideration of the use of eminent domain to condemn Parcel 147AC of the 183 South Project, a 379.38' denial of access line.

Strategic Plan Relevance: Regional Mobility / Innovation
Department: Engineering / Law
Contact: Andrew Martin, General Counsel
Associated Costs: Not Applicable
Funding Source: Not Applicable
Action Requested: Consider and act on draft resolution

Summary:

This agenda item will be discussed with the Board in executive session.

The Board may consider and take appropriate action in open session based on the discussion in executive session.

Backup provided: To be provided at the meeting.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 24

Quarterly briefing on the
MoPac Improvement Project.

Strategic Plan Relevance: Regional Mobility
Department: Engineering
Contact: Wesley M. Burford, P.E., Director of Engineering
Associated Costs: N/A
Funding Source: N/A
Action Requested: Briefing and Board Discussion Only

Summary:

The report is an account of the activities on the MoPac Improvement Project from July through September, 2015.

Backup provided: GEC Quarterly Activities Report and Board Presentation



◀◀ MOPAC
IMPROVEMENT
PROJECT ▶▶

QUARTERLY
PROGRESS
REPORT

No. 20 | October 2015





**CENTRAL TEXAS
Regional Mobility Authority**

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**DESIGN/BUILD
CONTRACTOR**



PROJECT PARTNERS





QUARTERLY PROGRESS REPORT No. 20

INTRODUCTION

The MoPac Improvement Project is a \$204 million project which will add one Express Lane in each direction along an approximately 11-mile stretch of MoPac from Cesar Chavez Street in downtown Austin to Parmer Lane north of Austin within existing right of way. The Project is an effort to address the mobility problem in this corridor and takes into account the needs of drivers, transit riders, pedestrians, bicyclists, and the concerns of surrounding neighbors.

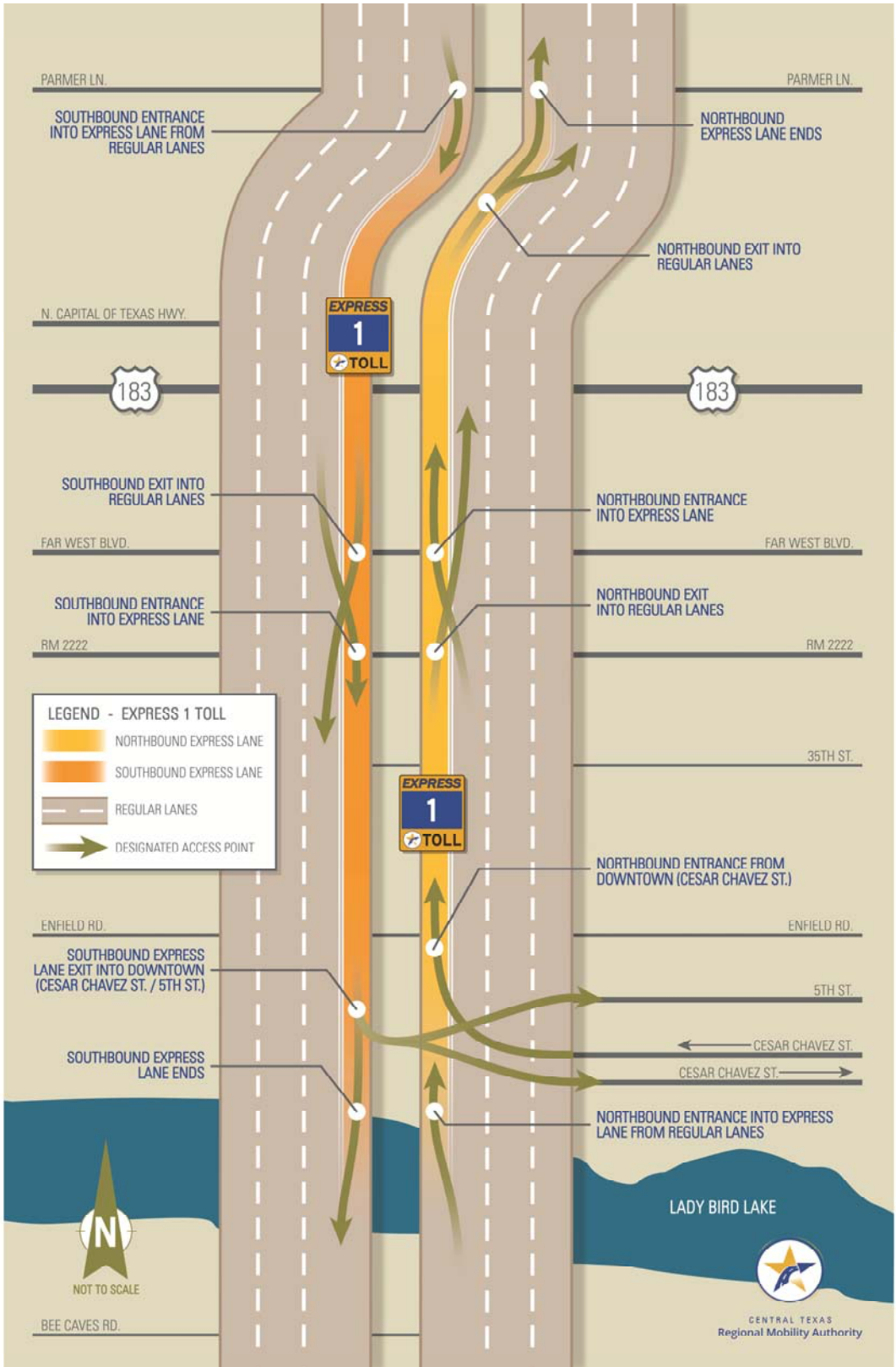
Environmentally cleared in August 2012, the Project is being built in cooperation with the Texas Department of Transportation (TxDOT), the Capital Area Metropolitan Planning Organization (CAMPO), the City of Austin, Capital Metro (CapMetro), and the Federal Highway Administration (FHWA).

The Express Lanes will be located in the middle of the MoPac corridor separated from the existing general purpose lanes by a four foot wide striped buffer zone with flexible pylons. Drivers will be able to access the MoPac Express Lanes at Cesar Chavez Street, near Far West Boulevard, or near Parmer Lane. While this addition of lanes will require widening of the pavement, the Express Lanes project requires no property acquisition and all existing non-toll general purpose lanes and the UPRR corridor will remain.

In addition to the Express Lanes, the MoPac Improvement Project will include: sound walls; a collector-distributor road under Steck Avenue; aesthetic enhancements and significant landscaping; bicycle and pedestrian improvements including two shared-use paths; full mainlane overlay with porous friction course (PFC) pavement which serves as a wet weather safety improvement measure; enhanced incident management (cameras and traffic data collection); and a significant community relations effort.

The Mobility Authority entered into a contract with CH2M to design and build the MoPac Improvement Project. The agreement currently requires the project to be substantially complete by September 27, 2015; however, there is a Change Order in process that would add days once fully executed. The Contractor developed an acceptable Baseline CPM (Critical Path Method) Schedule for the Project. The Mobility Authority issued Notice to Proceed (NTP) on April 18, 2013.

This report describes the status of the MoPac Improvement Project and documents the activities accomplished from July through September 2015.



SUMMARY OF ACTIVITIES

The following activities have been accomplished by the Mobility Authority, its consultants, and the D/B Contractor during the reporting period.

DESIGN ACTIVITIES

- Task force meetings continue on an as-needed basis and over the shoulder informal reviews have been completed. The Mobility Authority's GEC is performing oversight of the Contractor activities.
- Reviewed and accepted Notice of Design Changes (NDC) for specific design changes.
- Review of Owner-Directed Change Order Work design plans.

CONSTRUCTION ACTIVITIES

- **Segments 1 & 2A (Parmer Lane to US 183)**
 - Shared Use Path (SUP)
 - Flatwork
 - Retaining Walls
 - Toll Gantry Structure Installation
 - Retaining Wall Construction
 - Cap Metro and UPRR Bridge Deck Concrete Pours
 - Cast-in-Place Concrete Barrier on Media Side
 - Curb Placement
 - Permanent Lighting
 - Topsoil in Median
 - Utility Work
 - Preparation for Overhead Sign at Parmer Lane
 - Construction of Toll System Site at Parmer Lane
- **Segment 2B (US 183 to RM 2222)**
 - Median Widening from Far West to RM 2222
 - Toll Gantry Erection at RM 2222 and Far West Boulevard
 - Permanent Lighting
 - Retaining Wall Construction
 - RM 2222 Bridge Demolition and Deck Panels
 - Installation of Drainage Structures
 - Utility Work
 - Paving in advance of Concrete Traffic Barrier Installation
- **Segment 3 (RM 2222 to Enfield Road)**
 - Drilled Shafts and Foundation Work
 - Retaining Wall Construction
 - Sound Wall Construction
 - Installation of Drainage Structures
 - Utility Work Including ITS Fiber Optic Backbone and Watermain Installation
 - 42" Waterline Boring Under MoPac - 75' of Approximately 300' Completed

- **Segment 4 (Enfield Road to Cesar Chavez)**
 - Southbound Undercrossing Excavation – Reached Final Excavation Level at Approximately 25-30’ Below Grade
 - Asbestos Remediation Continuing
 - Retaining Wall Construction
 - Utility Work Including ITS Fiber Optic Backbone
 - Northbound Undercrossing Structures Redesign Issued for Construction
- Roadway maintenance is being performed as required

PROJECT PROGRESS

The Contractor has exceeded the original Completion date of September 17, 2015. It is anticipated the Substantial Completion date will be modified to allow additional time for the design and construction of a number of Owner-Directed changes with the full execution of Change Order 15. This Change Order would add 101 days once fully-executed and extend Substantial Completion to December 27, 2015 with final acceptance scheduled for April 26, 2016. The GEC oversight team is assessing and monitoring progress and believes that even with the anticipated time extension the Contractor will not meet the projected schedule.

Previously, the D/B Contractor brought on additional resources (self-performing and subcontractors) to help with productivity. As a significant portion of the contracted work is approaching completion for two of those mobilized subcontractors, the resources from those subcontractors have been substantially scaled back. The third subcontractor is currently working on the excavation for the undercrossings near downtown, and has made considerable progress. Contractor and Oversight Team members continue to explore options regarding traffic detours and alternative methods of construction relating to the undercrossing work. The D/B Contractor continues to assess future opportunities to expedite the delivery of the Project. The Oversight Team will continue to work with the Contractor to identify opportunities to expedite activities.

Progress continues on the construction activities associated with the City of Austin 42” waterline relocation. Trenching work for, and the installation of, the related 12” water line on the TxDOT property at Camp Hubbard has been completed. Trenching for the 42” line across the Camp Mabry property has concluded, and the installation of the pipe has begun.

All three sections of the Pedestrian and Bicycle Bridge, which will span over the UPRR, have been set in place. Work on the approaches to the bridge will commence in the next quarter.

Sound wall construction, a subject of considerable public interest, continues to progress, moving up to the Enfield Road bridge from 10th Street. Column and panel installation will continue to move northward in the upcoming months.

Primary issues currently reported by the D/B Contractor impacting the project schedule include weather and the lack of scheduled production in the shoring for the excavation associated with the construction of the undercrossings for the direct connections to downtown.

Construction Progress through September 2015

Based on the assessment of the GEC, the summary of the project progress achieved on major work tasks through the end of September 2015 is as follows:

MoPac Improvement Project Progress For the Period Ending September 2015

Design + Construction Tasks	% Complete
Development Design	96%
Traffic Control/Detours/Temp Barrier	47%
Earthwork/Demolition/Removals/Drainage	39%
Structures/Bridges/Retaining Walls	54%
Sound/Neighborhood Walls	45%
Geotech/Survey	100%
Utilities	79%
Pavement/Subbase/Base Course	27%
Environmental Monitoring	65%
Lighting/Signing/Striping	56%
Toll Facilities	62%
Landscaping/Shared use Path/Sidewalks	14%

SCHEDULE OF CONTRACTUAL PROJECT MILESTONES

- **February 27, 2013:** Selection of Best Value Proposer
- **April 18, 2013:** NTP Issued
- **September 17, 2015:** Substantial Completion
- **January 15, 2016:** Final Acceptance

Contractual Completion Dates upon full execution of Change Order 15 for additional 101 Days

- **December 27, 2015:** Substantial Completion
- **April 26, 2016:** Final Acceptance

NEXT QUARTER ACTIVITIES

- **Segments 1 & 2A (Parmer Lane to US 183)**
 - Shared Use Path
 - Grading Approaches for Pedestrian Bridge
 - Retaining Walls
 - Continuing Construction of Segment from Walnut Creek to Capital of Texas Highway

- Median Widening and Asphalt Paving at Cap Metro and UPRR Approaches
- Grading Topsoil in Median
- Construction of Median Concrete Rip Rap
- Median Lighting
- Bridge Rail at Cap Metro Crossing
- Bridge Deck Widening at UPRR Crossing
- Construction of Toll System Site at Parmer Lane
- Construction of Electrical Services and Median Lighting

- **Segment 2B (US 183 to RM 2222)**
 - Median Widening at Steck
 - Construction of Collector-Distributor Road at Steck
 - Retaining Wall Construction
 - Bridge Deck Widening at RM 2222
 - Construction of Median Rail and Concrete Safety Barrier
 - Northbound RM 2222 Bridge Girder Set
 - Median Widening and Asphalt Paving at RM 2222 Approaches
 - Construction of Concrete Sidewalk along Frontage Road
 - Construction of Electrical Services and Median Lighting

- **Segment 3 (RM 2222 to Enfield Road)**
 - Enfield Bridge Rail and Retaining Wall Construction
 - Windsor Bridge Superstructures and Deck Widening
 - Westover Bridge Superstructures and Deck Widening
 - ITS/Lighting from 45th to Enfield
 - Retaining Wall Construction
 - 42" Waterline Construction
 - Noise Barrier Construction
 - Construction of Sign Structures
 - Roadway Widening NB from 45th St. to Hancock

- **Segment 4 (Enfield Road to Ladybird Lake)**
 - Construction of NB and SB Undercrossings
 - Noise Barrier Construction
 - NB Ramp Construction South of Enfield
 - Construction of Temporary NB 6th St. Entrance Ramp
 - Construction of NB Enfield Entrance Ramp
 - Construction of Concrete Rail
 - Construction of NB Main Lanes Detour
 - Construction of Sign Structures
 - Construction of Retaining Walls
 - Placement of Rock Rip Rap at Johnson Creek Outfall

PROGRESS PHOTOS



Bridge Bent Construction at Union Pacific Rail Crossing



Bridge Bent Construction at Union Pacific Rail Crossing



Sound Wall Construction near Enfield Road and Johnson Creek Trail



Expansion of Northbound Bridge over Windsor Road



Sound Wall Foundation Work at 45th Street



Paving of Southbound Express Lane between Far West and RM 2222



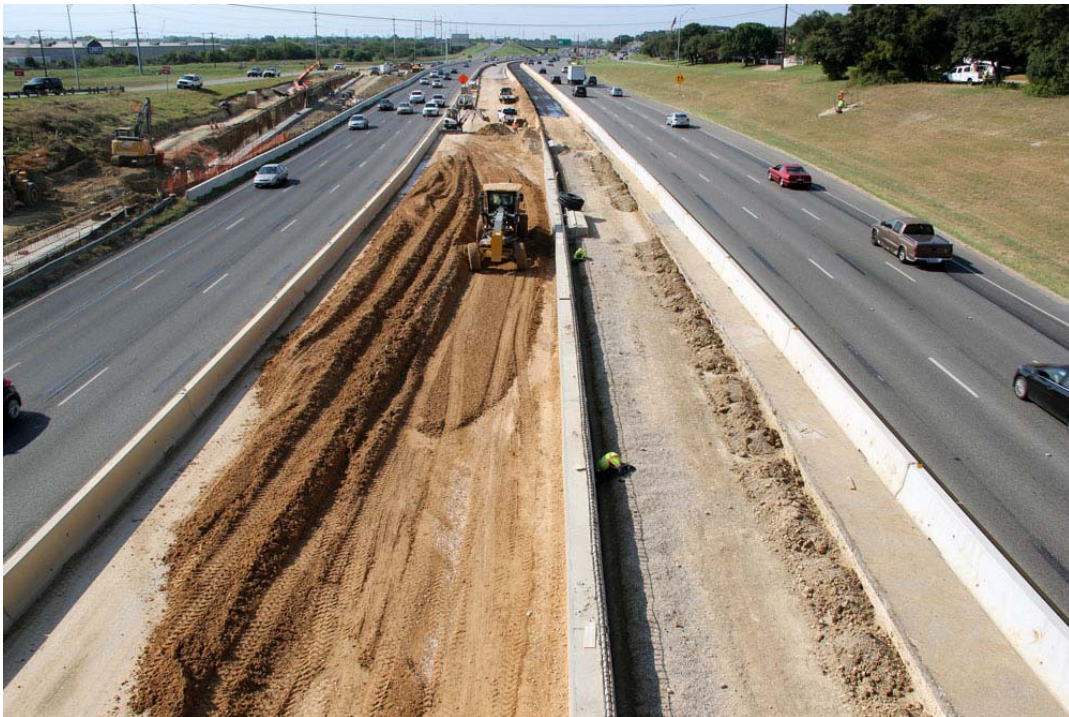
Drilling Foundations for Sound Walls north of Enfield Road



Southbound Underpass Excavation



Bridge Widening at Park Bend Drive/Waters Park Drive



Preparing to Pave Median near Steck Avenue



Sidewalk Construction along Northbound MoPac Frontage Road



Shared Use Path Construction along southbound MoPac Frontage Road near Loop 360

PROJECT FINANCIAL STATUS

Progress billings are received each period from CH2M for review and approval. Currently draw requests are accompanied by an accepted progress schedule. The D/B Contractor’s September 2015 Draw Request has not been received.

Summary of Project financial status through August 2015

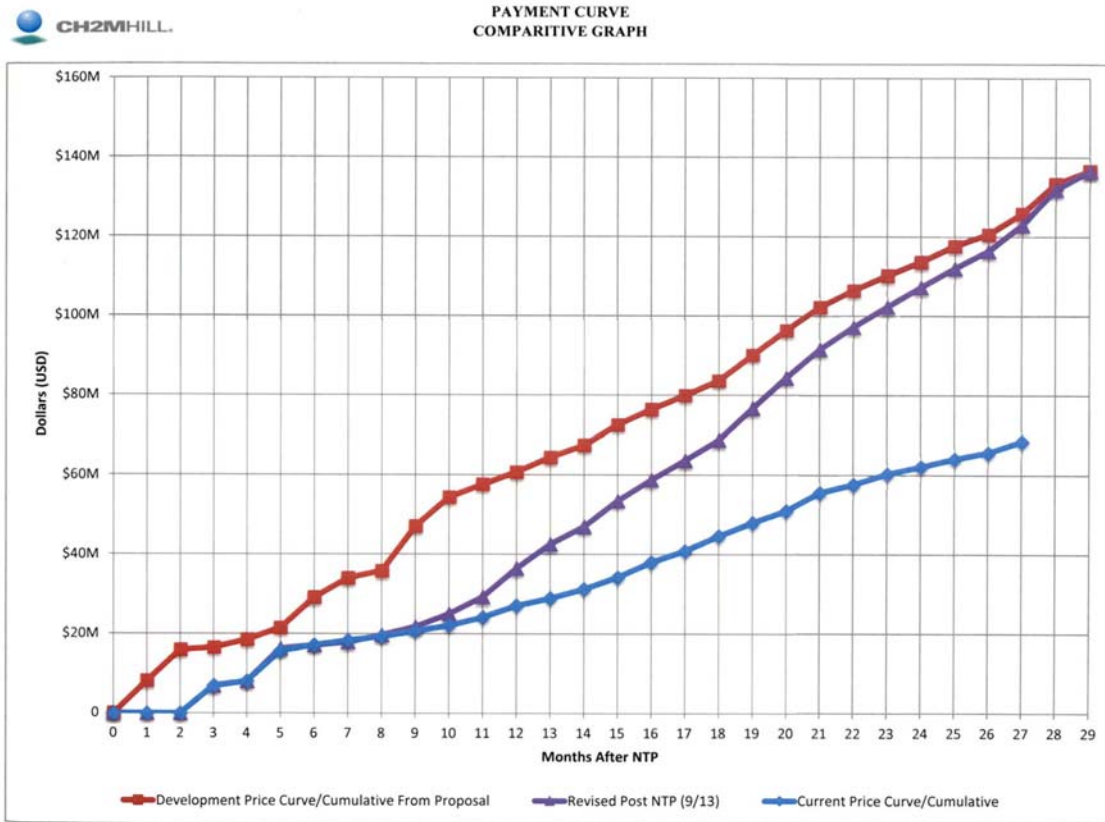
Original CH2M Contract Amount:	\$136,632,100
<i>Authorized Changes (Change Order and/or Amendments):</i>	
Previous Period Change Orders	\$3,729,078.50
Reporting Period Executed Change Orders:	\$0
Current Authorized Contract Amount:	\$140,361,179
CH2M Payments:	
Amount of Draw Nos. 01-24 (July 2013 – June 2015)	\$ 65,690,378
Amount of Draw No. 25 (July 2015)	\$2,438,150
Amount of Draw No. 26 (August 2015)	\$3,989,913
Total Requested Amount To-Date through Draw No. 26:	\$72,118,441
Retainage withheld*:	\$0
Liquidated Damages**:	(\$787,700)
Approved Amount for Work Completed through Draw No. 26	\$71,330,471
Total Project Budget Expended Through September 2015:	51.4%
Amount remaining for work to be completed:	\$ 68,242,738

*Retainage to be withheld only after 95% of the Authorized contract price has been paid.

**Liquidated damages assessed for unauthorized lane closures

Project Cash Flow Curve – September 2015

Cash Flow Curves are provided by CH2M at the time of draw request submittal.



EMPLOYMENT REPORTING STATUS

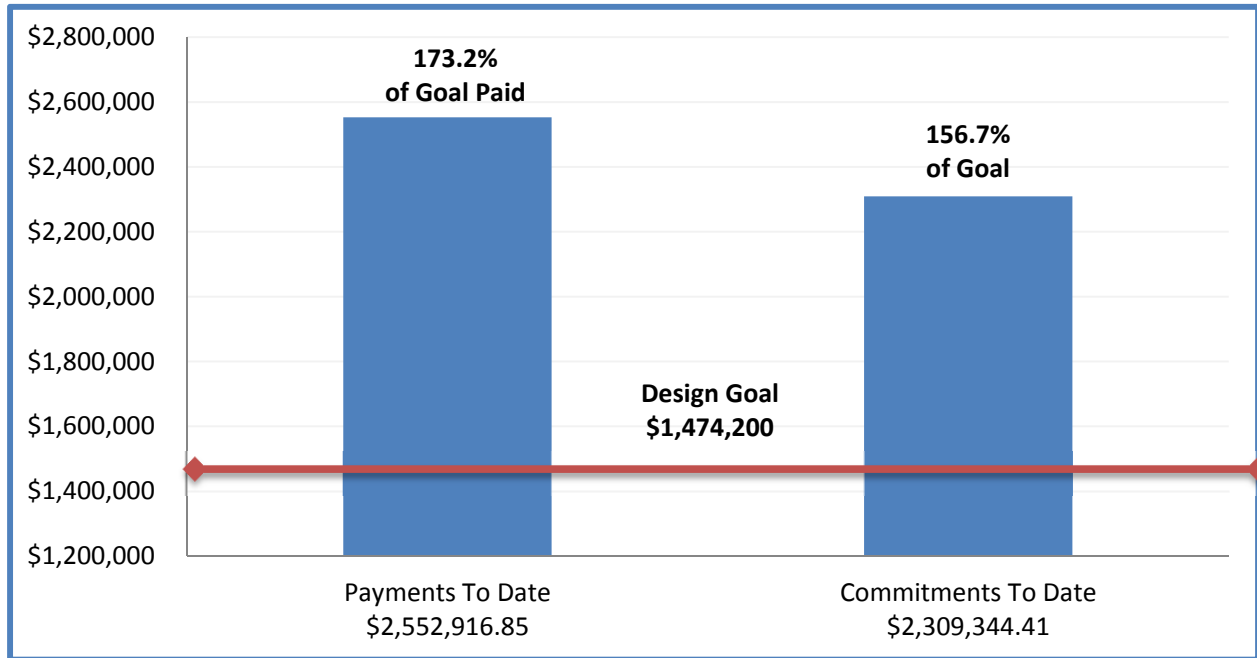
Design and construction of the MoPac Improvement Project is estimated to have supported approximately 429 jobs during the reporting month of September 2015. This estimated number of jobs supported by the project includes: the design personnel and management staff; the construction personnel and their subcontractors; construction management staff, including inspectors and subconsultants; and the general engineering consultant staff and their subconsultants.

DBE STATUS

CH2M plans to meet the Disadvantaged Business Enterprise (DBE) goal of 11.7% for both the design services and the construction work. The overall total DBE requirement for the project, based on the original contract value, is \$15,985,955. The current committed total for all DBE subcontracts is \$17,012,278. The charts below reference the current DBE Commitments vs. Payments to date.

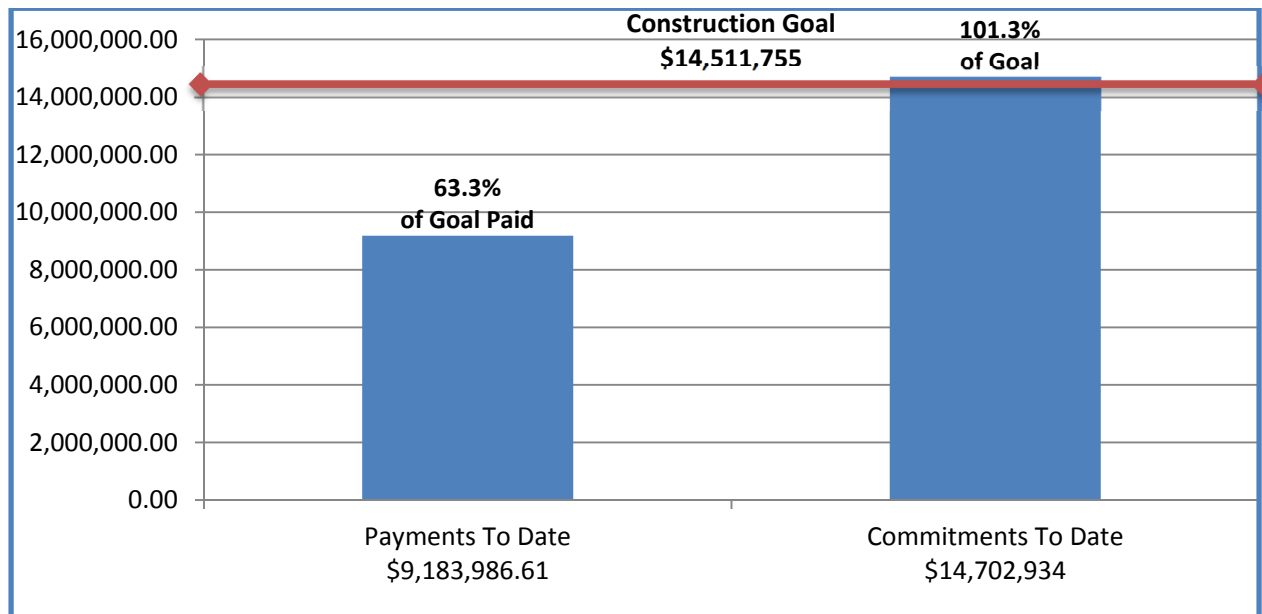
Design

DBE Design Commitment vs. Payment For Period Ending September 2015



Construction

DBE Construction Commitment vs. Payment For Period Ending September 2015



COMMUNITY RELATIONS

The Community Outreach Team utilizes a robust set of communication tools to supply timely information to numerous audiences. The team also provides several avenues for the public to ask questions and provide comments.

Within the reporting period, the team received and responded to approximately 75 inquiries via the 24/7 Hotline, Web Comment Form, and Email. The most recurring comment involved lane closure inquiries.

- Construction updates continue. The team provides daily and weekly updates for the project Website (www.MoPacExpress.com), Social Media (Twitter and Facebook), Smartphone Application (available for Android and iPhone), Email and Text Alerts, and the Highway Advisory Radio (800 AM).
- Social Media continues to be an effective tool for disseminating information and receiving feedback on the project. At the end of the reporting period, the Twitter account @improvementpac had approximately 2,800 followers and the Facebook page had approximately 400 “likes”.
- E-Newsletters and the MoPac Man blog are distributed periodically to the mailing list and posted to the website with a project update. Within the reporting period, a Newsletter was posted in July and a Blog in August.
- Express Lanes Education was initiated. Over 6,000 people visited the Express Lanes informational page and more than 4,500 participated in the “What MoPac Lane Are You?” quiz. The social media campaign aims to educate the public on how the new express lanes will work and highlight opportunities when they might be most useful.
- The project continues to receive steady news coverage. KXAN, KVUE, FOX7, Austin American Statesman, Community Impact are some of the news outlets that ran stories about the project. Topics included; project delays; worker shortage; sound walls; temporary traffic shifts, and the social media campaign.
- Community outreach continues. The team attended the Tarrytown Movie in the Park in September providing neighborhood residents the opportunity to ask questions regarding the project.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 25

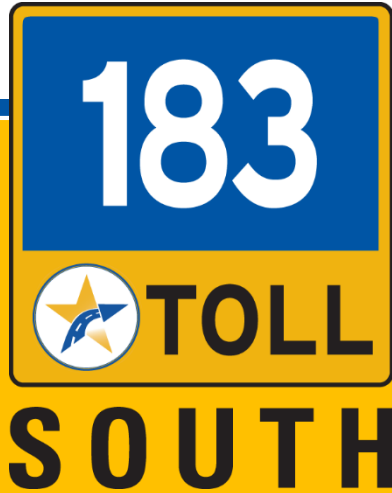
Quarterly briefing on the 183 South Project.

Strategic Plan Relevance: Regional Mobility
Department: Engineering
Contact: Wesley M. Burford, P.E., Director of Engineering
Associated Costs: N/A
Funding Source: N/A
Action Requested: Briefing and Board Discussion Only

Summary:

The report is an account of the activities on the 183 South Project from July through September, 2015.

Backup provided: GEC Quarterly Activities Report and Board Presentation



**QUARTERLY
BRIEFING REPORT**
FOR THE 183 SOUTH PROJECT
October 2015



CENTRAL TEXAS
Regional Mobility Authority



CENTRAL TEXAS
Regional Mobility Authority

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David Singleton
Charles Heimsath

Executive Director

Mike Heiligenstein



PROJECT PARTICIPANTS

Texas Department of Transportation



Central Texas Regional Mobility Authority



Design-Build Developer



Mobility Authority's
General Engineering Consultant



183 SOUTH PROJECT
October 2015 Progress Report

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INTRODUCTION

This report documents and describes the 183 South Project during the period from Project inception to September 25, 2015. This Project is being developed and constructed by the Central Texas Regional Mobility Authority (“Mobility Authority”). Tolloed express lanes will be operated and maintained by the Mobility Authority upon substantial completion of the Project. The total project cost of the 183 South Project is \$742,792,000, which includes the D/B Contract Price of \$581,545,700.

PROJECT DESCRIPTION

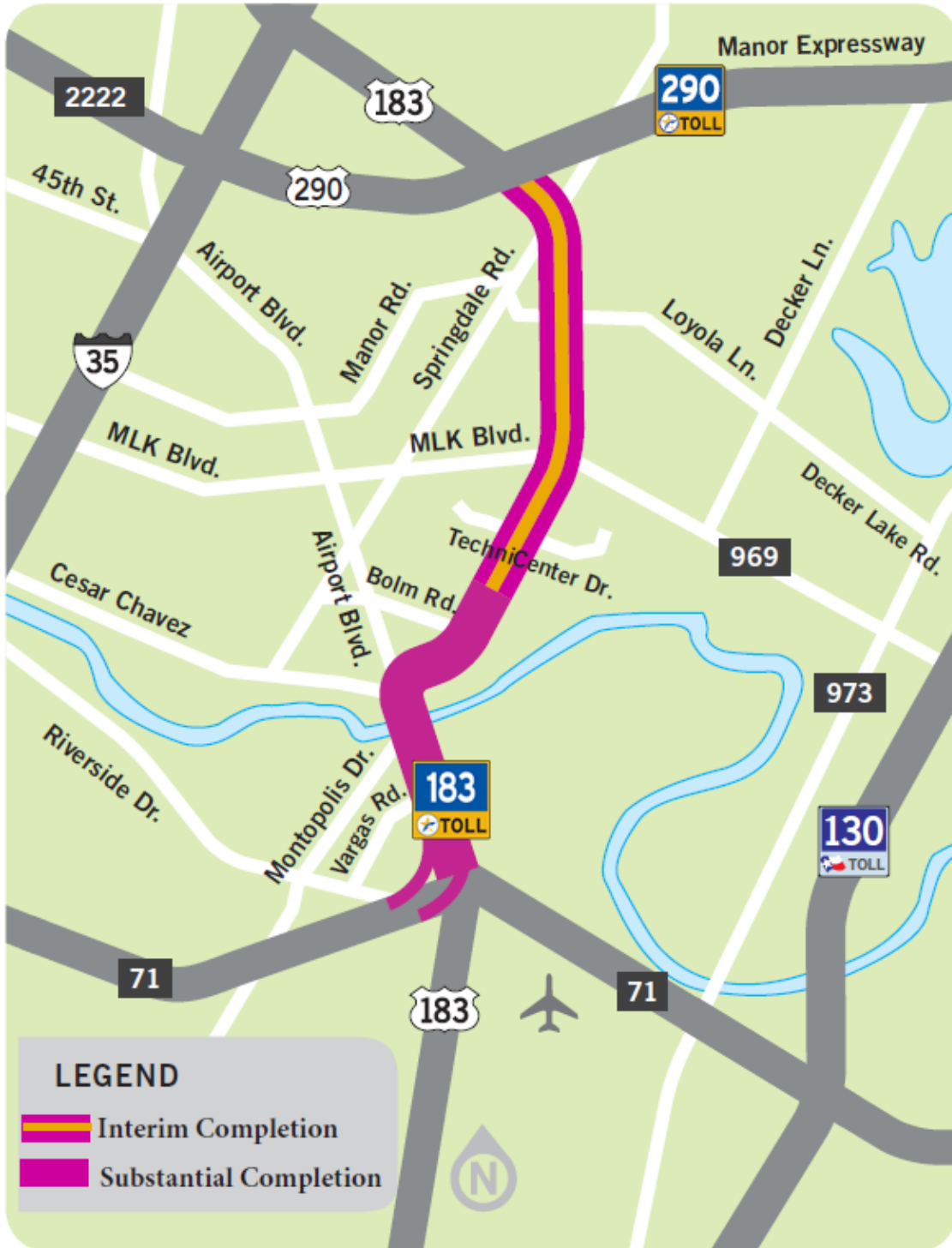
The 183 South Project is an approximately 8-mile toll project along the existing US 183 corridor between US 290 and SH 71. Within the Project limits, the existing US 183 facility is considered a four-lane major arterial (although there are six lanes in some areas) with numerous at-grade signalized intersections.

The 183 South Project will reconstruct and expand the facility to consist generally of six tolled mainlanes (three in each direction) and four to six non-tolled general purpose lanes (two to three in each direction). The tolling limits of the mainlanes will extend from just south of Springdale Road to just south of Thompson Lane. Local traffic will continue to access adjacent properties by use of non-tolled general purpose lanes and signalized intersections. Through traffic will be able to use the 183 South Project with grade-separated interchanges thereby bypassing the existing signalized intersections. The Project also includes two tolled direct connect flyovers that will link eastbound SH 71 to northbound 183 South and southbound 183 South to westbound SH 71. A new 5-foot bike lane will be added to the general purpose lanes on each side of the Project to provide improved access for cyclists. In addition, a 10-foot wide shared use path and a 6- to 10-foot wide sidewalk will be constructed as part of the Project.

The 183 South Project includes interim design/build work, which consists of construction of the ultimate project configuration described above between south of the existing interchange with US 290 to south of Boggy Creek Bridge, a distance of approximately 4.3 miles. It is the intent to open this interim completion work to traffic in advance of the completion of the full project to the South

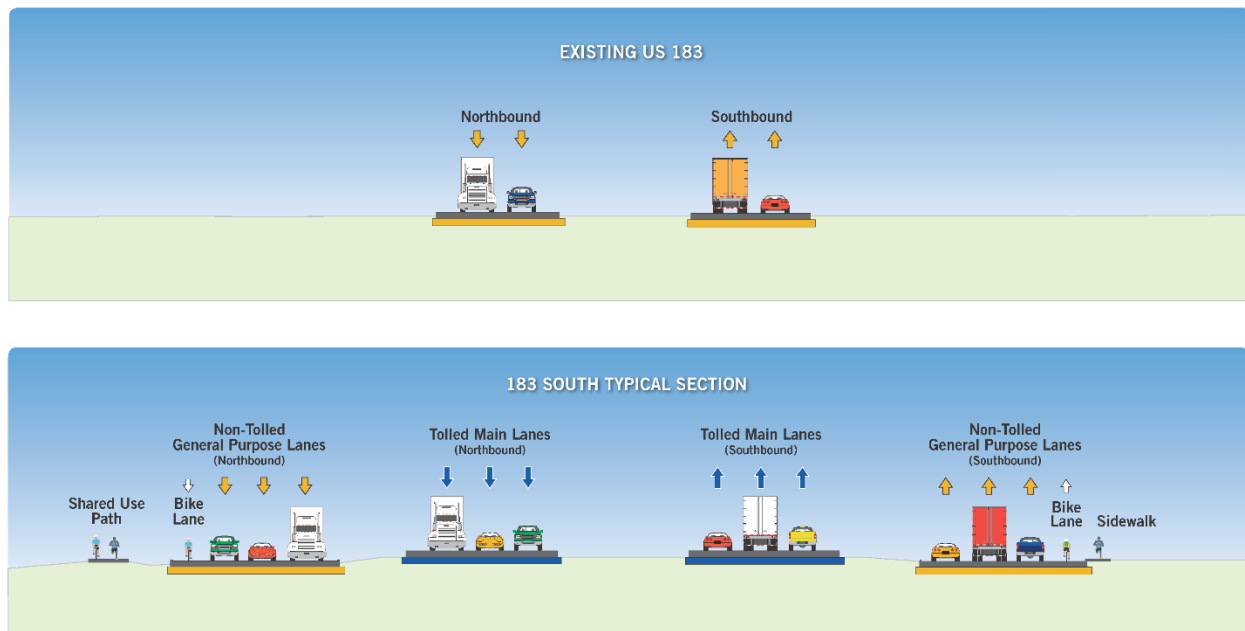
The location of the Project is illustrated in Figure 1.

Figure 1 - Project Location Map



Existing and proposed typical sections are illustrated in Figure 2.

Figure 2 - Typical Sections



PROJECT DEVELOPMENT ACTIVITIES

On May 27, 2015, the Mobility Authority selected Colorado River Constructors (“CRC”) as the highest ranking proposer, and authorized the Executive Director of the Mobility Authority to negotiate a contract with CRC. On July 29, 2015, the Mobility Authority and CRC executed a design-build agreement for the development of the 183 South Project. The Mobility Authority issued the first notice to proceed (“NTP1”) on September 10, 2015 that allowed CRC to begin submittal of components of the Project Management Plan. These submittals are currently under review by the Mobility Authority and TxDOT. Following completion of Financing (Bond Sale and TIFIA Closing) the second notice to proceed (“NTP2”) will be issued to allow CRC to begin construction of the Project. This is currently anticipated to occur late November or early December.

CRC has commenced design activities and is currently focusing on permitting utility construction activities with the City of Austin. CRC plans to submit the 30% design packages to the Authority in late October. The oversight team has been integrated into the design development process through participation in in the Technical Work Group (“TWG”) meetings. Subsequent to the review and resolution of comments, CRC will advance toward development of Early Release for Construction Plans.

CRC is currently scheduled to commence construction on May 18, 2016, although utility relocations and SWPPP work will begin earlier. CRC's initial activities include:

- Clear/Grub/Removals
- Barricades/Signs/Traffic Handling
- Detour Construction/Removal
- Manor/Springdale Bridge Area Work
- Install Temporary Water Quality BMPs

CRC has recently opened the project office accommodating the co-location requirements for the project team.

183 South (Bergstrom Expressway) Project – ROW Status

In accordance with the terms of the Design/Build Agreement between the Mobility Authority and CRC, the Mobility Authority is obligated to obtain possession or acquire the right-of-way needed for the Interim Development Work of the 183 South (Bergstrom Expressway) Project within 180 days of issuance of NTP1 to CRC. With NTP1 issuance on September 10, 2015 this 180-day window expires on March 8, 2016.

The right-of-way needed for the construction of the Project, includes acquisition of twelve parcels and six easements. Of the twelve fee parcels, one parcel has closed, two have accepted offers, and one has a Possession and Use agreement already in place. Of the remaining eight fee parcels, all of them have received the final offer and authority to file for eminent domain has been received on six parcels. Of the six drainage easement parcels, four of the six have received the final offer, and one parcel has changed ownership.

DEVELOPMENT PROGRESS

CRC has submitted its Project Baseline Schedule for the period ending September 25, 2015.

The 183 South Project milestones are provided in Table 1.

Table 1 - Schedule of Project Milestones

Project Milestone	Actual/Projected Dates
Selection of Best Value Proposer	May 27, 2015 ¹
Contract Executed	July 29, 2015 ¹
NTP1 Issuance	September 10, 2015 ¹
NTP2 Issuance Anticipated	December 10, 2015
Commencement of Construction Anticipated	May 18, 2016
Interim Completion	December 13, 2018
Toll Collection Date for Interim Design/Build	August 1, 2019
Substantial Completion	November 3, 2019
Final Acceptance	March 2, 2020
Toll Collection Date for Full Project	August 1, 2020

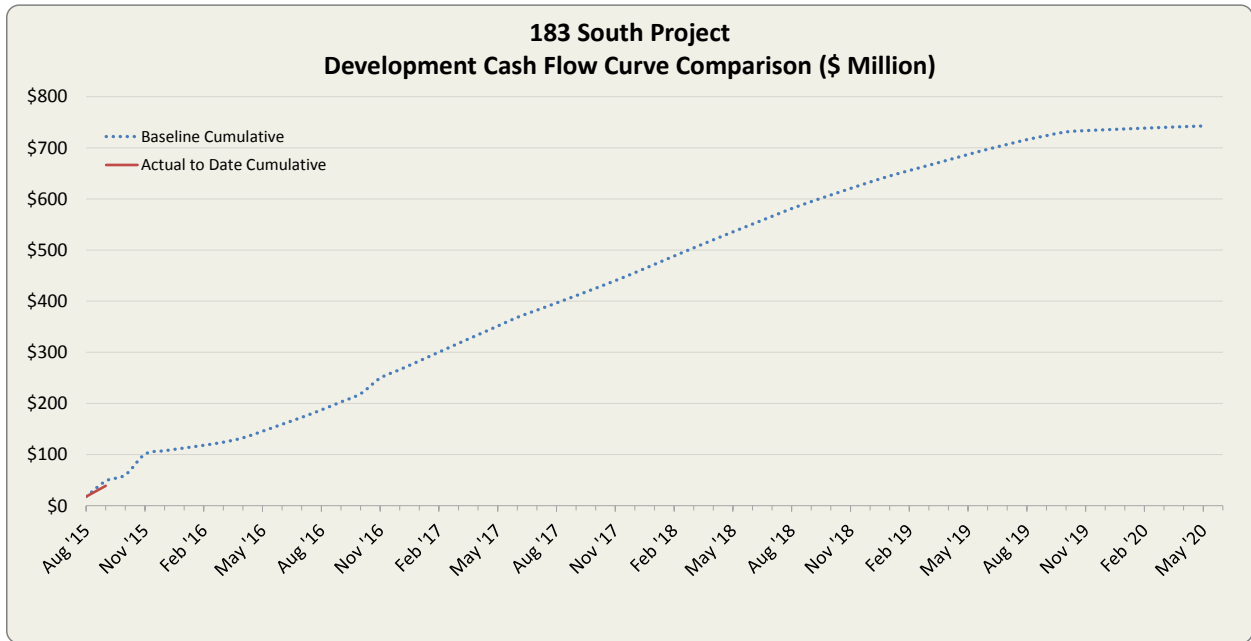
¹Actual dates

LOOK AHEAD

CRC is actively negotiating master utility agreements with all utility companies and design has progressed for utilities, aesthetics, early roadway and drainage, bridges and other disciplines. The first major design submittal for CTRMA review is anticipated in November 2015. In anticipation of NTP 2, CRC is also working with suppliers and vendors to discuss production demands, finalizing the equipment plan and mobilizing members of the construction team.

PROJECT FINANCIAL SUMMARY

The following graph shows the anticipated cumulative expenditures related to the development of the Project. Through the Project development, actual cumulative expenditures and updated cumulative expenditure curves will be included in the graph.



CONSTRUCTION FINANCIAL STATUS

The following summary provides the financial status of design-build contract for 183 South Project.

Original CRC Contract Amount:	\$ 581,545,700
<i>Authorized Changes (Change Order and/or Amendments):</i>	
No authorized changes have been executed to date	\$ 0
Current Authorized Contract Amount:	\$ 581,545,700
Previous Total of CRC Payments:	
	\$ 0
Draw Request #1 for September 2015 efforts	\$ 18,692,232
Total Amount Earned To-Date:	\$ 18,692,232
Retainage withheld: ⁽¹⁾	\$ 0
Approved Amount for work completed (through Draw #1):	\$ 18,692,232
Amount remaining for work to be completed:	\$ 562,853,468
Total Percent of Budget Expended through September 2015:	3.2%

1. Retainage to be held after 95% of the Development Work is completed.

Summary of Change Orders This Reporting Period

No change orders have been executed to date.



**CENTRAL TEXAS
Regional Mobility Authority**

Meeting Date: October 28, 2015
AGENDA ITEM # 26

Quarterly update on
transportation projects under development

Strategic Plan Relevance: Regional Mobility
Department: Engineering
Contact: Justin Word, P.E., Director of Project Management
Associated Costs: N/A
Funding Source: N/A
Action Requested: Briefing and Board Discussion Only

Summary:

The Director of Project Management will provide a summary of project activities from July through September, 2015 for the following projects:

- MoPac South Environmental Study
- 183 North Environmental Study
- Oak Hill Parkway
- SH 71 Express

Backup provided: Quarterly Activities Reports



**CENTRAL TEXAS
Regional Mobility Authority**

ENVIRONMENTAL STUDIES

**Quarterly
Progress
Report**

OCTOBER 2015

OAK HILL PARKWAY

MOPAC SOUTH ENVIRONMENTAL STUDY

MOPAC INTERSECTIONS ENVIRONMENTAL STUDY

183 NORTH MOBILITY PROJECT



Oak Hill Parkway

INTRODUCTION

This report documents and describes the Oak Hill Parkway Project for the period through September 30, 2015. This Project is currently in the environmental clearance phase of development which requires the completion of an Environmental Impact Statement (EIS), consistent with the regulations contained in the National Environmental Policy Act of 1969 (NEPA). The Project is currently being developed jointly by the Central Texas Regional Mobility Authority and the Texas Department of Transportation (TxDOT) Austin District.

PROJECT DESCRIPTION

The Project encompasses the area surrounding the existing “Y at Oak Hill” intersection of US 290 and SH 71. It includes the study of US 290 West from FM 1826 to Loop 1 and SH 71 West from Silvermine Drive to US 290 West. A transition may be necessary through Circle Drive to ensure adequate and safe operations of the facility.

In 2012, TxDOT and the Mobility Authority initiated a new environmental study of US 290 and SH 71, called the Oak Hill Parkway. Together, TxDOT, the Mobility Authority, their consultants, partner agencies, and the public developed mobility improvement concepts and a methodology for screening the concepts. The concepts represented the range of reasonable alternatives required by the National Environmental Policy Act (NEPA). The preliminary concepts were presented to the public during numerous public involvement activities.



The iterative process involved initial scoping discussions, collaboration regarding concepts to be evaluated and the project’s purpose and need, evaluation of the concepts through a screening process, and carrying forward for further study the concepts that best meet the project purpose and need.

As of January 2015, the remaining build concepts are being further developed as Alternative A and Alternative C. The No Build, or “Do Nothing,” Alternative is also being carried forward and will serve as a baseline for analysis. These alternatives will be evaluated in detail during the Draft EIS process, resulting in the identification of a preferred alternative.

The EIS document is currently being prepared by a consultant team led by Rodriguez Transportation Group, Inc. (RTG) under a professional services agreement with the TxDOT Austin District. The Mobility

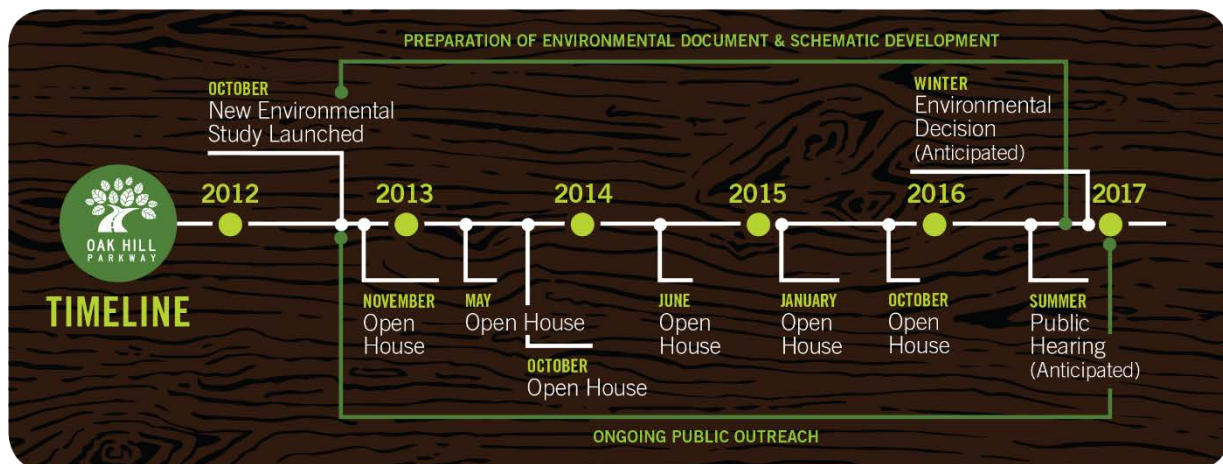
Authority, supported by Atkins under their General Engineering Consultant contract, is coordinating closely with both TxDOT and RTG as the document is being developed.

RECENT ACTIVITIES

- Efforts with TxDOT and the City of Austin continue for potential off-site water detention facilities.
- The design level schematics for Alternative A and C moving forward into the alternatives analysis phase are continuing to be refined as the engineering aspects are reviewed.
- Significant outreach to stakeholders has been ongoing this summer and early fall. The team continues to contact and meet with stakeholders with concerns regarding regional water detention, right-of-way acquisition and other project-related issues. Multiple meetings have been held with OHAN leadership.
- A Water Quality Workshop was held on August 25 for the whole community. It featured ideas for how the project will revitalize Williamson Creek and information on flooding and water quality measures. 40 members of the public attended.
- Over 80 persons attended a stakeholder meeting on the proposed redesign of the west end of the project on September 9 and the team is working to refine the design per public input.
- A Project Update was sent via e-newsletter on September 8 and the website was updated with new information about the proposed elevated structures, renderings, alternatives evaluation, and toll financing.
- The team is planning for the sixth open house to occur October 29 at Covington Middle School from 4:30 p.m. to 7 p.m. The open house will include: an updated look at the design of Alternatives A and C, including artistic renderings of key intersections; the draft matrix for this third phase of evaluation; an update on designs and ideas for Context Sensitive Solutions including bicycle / pedestrian improvements and intersection aesthetics; and information provided at the recent Water Quality Workshop including off-site water detention.
- A media workshop was held in advance of the event on October 7.

PROGRESS STATUS

The Environmental Impact Statement process is into its third year of development and is anticipated to take approximately four years to complete. To date, the project team has performed consistent with the project schedule.

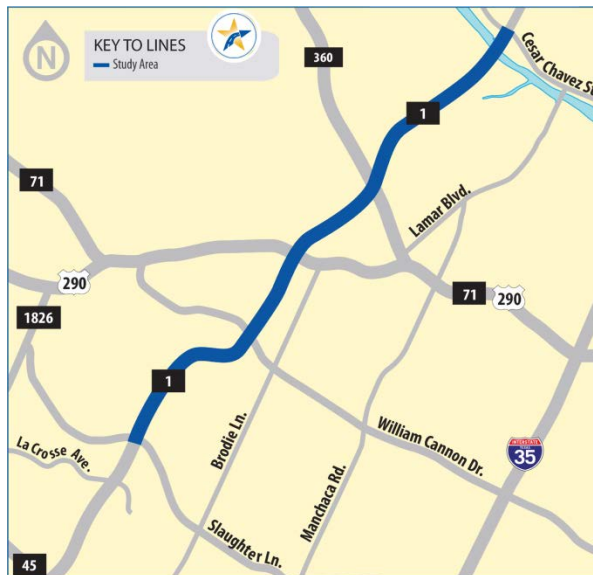




MoPac South Environmental Study

PROJECT DESCRIPTION

MoPac Expressway south of Cesar Chavez Street is a vital transportation artery for Austin. Initial construction started in 1973 and various sections have been under construction for the past 40 years. Currently, this eight-mile section is a four- to six-lane freeway which attracts as many as 130,000 cars and trucks per day on the north end. Over time, growth in the corridor – residential, retail and commercial – led to increased congestion and reduced mobility. Funding for an environmental study along with preliminary and final design was allocated to the project under Rider 42 of the General Appropriations Act (2011, HB 1, 82nd Legislature, Regular to the Session). Rider 42 funds are state funds from Proposition 12 set aside to study the most congested roadways in Texas.



The Mobility Authority, supported by HNTB under their General Engineering Consultant contract, is leading the environmental study and community outreach program which launched in April 2014 in partnership with the Texas Department of Transportation (TxDOT).

The environmental study will thoroughly analyze the corridor from Cesar Chavez Street to Slaughter Lane and determine the best alternative for improving mobility. The result will be documented in an Environmental Assessment that will consider “build” and “no build” options. Over the course of the study, a full range of alternatives will be developed that will take into account the needs of drivers,

transit riders, bicyclists and pedestrians as well as surrounding businesses, neighborhoods and the environment. Through extensive analysis of the engineering feasibility, social, economic and environmental impacts of each alternative, as well as consideration of public input, the study team will recommend a solution.

In response to community feedback following the February 2015 Open House, the Mobility Authority extended the environmental study process to allow for additional community input and engineering analysis on the project. The Mobility Authority intend to hold an Open House November 10th to share information and gather feedback on several potential Express Lanes operational configurations as well as several enhancements that were incorporated into all Express Lanes configurations under consideration by the project team.

Following the November Open House, the project team will analyze the data and community feedback to determine which Express Lanes operational configuration will move forward for further analysis.

This report describes the status of the MoPac South Environmental Study and documents the activities accomplished through the third quarter of 2015.

RECENT ACTIVITIES

The following activities have been accomplished by the Mobility Authority and its consultants during the reporting period.

PROJECT DEVELOPMENT

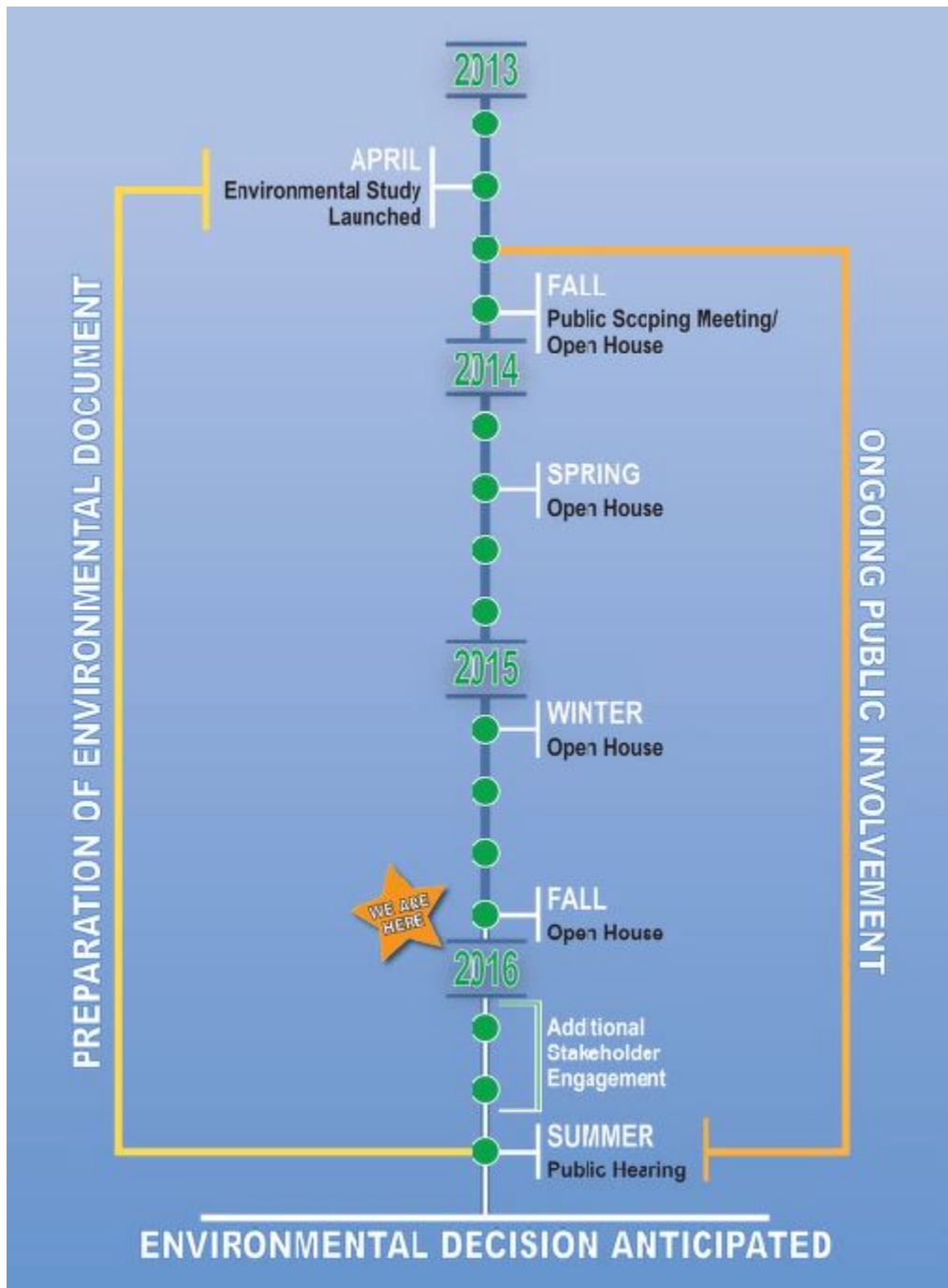
- The project team studied five Express Lane operational configuration concepts developed by the Mobility Authority and an additional operational configuration put forth for further study by the city of Austin. These options were evaluated for geometric, environmental, and operational impacts. These configurations, and the results of the additional evaluation, will be shared through a Virtual Open House (October 21 – November 20, 2015) and an Open House (November 10, 2015) for community review and feedback.
- The results of the evaluations will also be presented at an Agency Technical Working Group Meeting and several targeted stakeholder workshops during October and November, 2015.
- UT's Center for Traffic Research (CTR) substantially completed their study of the downtown street system for 2020 (opening year). CTR evaluated how the downtown street system would operate if Express Lanes on MoPac South were not constructed in order to draw comparisons to how the downtown network would operate if one-lane and two-lane Express Lanes operational configurations (with and without direct connections to downtown) were constructed on MoPac South. The results will be presented to stakeholders in October and at the November open house.
- CDM Smith substantially completed their study of how various operational configurations would affect travel times on MoPac South Express and general purpose lanes. Results will be shared with the public in October and November, 2015.
- The development of technical memoranda on the social, economic, and environmental impacts of the project will continue after an Express Lane configuration is selected for further analysis.
- The initial draft Environmental Assessment and Public Hearing were shifted forward approximately five months to accommodate the added analysis and fourth open house. The draft environmental document is anticipated to be available for review and public comment in spring 2016.

COMMUNITY OUTREACH

- The Mobility Authority will hold a fourth Open House on November 10th to present the results of the extended operational evaluation. A Virtual Open House that presents the same information as the in-person Open House will be available on the project website beginning October 21, 2015 and will continue through November 20, 2015.
- A series of fact sheets, presentations, and memos have been developed to highlight key operational features and provide a summary of the data analysis conducted on each of the various concepts.
- Meetings with interested stakeholder groups and responses to questions and comments continue as schematic refinements are made.
- The information received during the spring has been reviewed and analyzed. The information is being used to influence project design and develop options for a preferred corridor look and feel. Results of the Context Sensitive Solutions analysis will be included in the fourth Open House.

SCHEDULE

The high-level schedule below has been updated to reflect the extension of the environmental process launched in early 2013.



MoPac Intersections Environmental Study

PROJECT DESCRIPTION



The Mobility Authority, supported by HNTB under their General Engineering Consultant contract, and in coordination with the Texas Department of Transportation (TxDOT), prepared an environmental study document for proposed operational and safety improvements including grade separation of the MoPac mainlanes under Slaughter Lane and La Crosse Avenue. The environmental study launched in May of 2013. If the proposed improvements are environmentally cleared, the project will be turned over to TxDOT to design, construct, and maintain.

This report describes the status of the MoPac Intersections Environmental Study and documents the activities accomplished through the third quarter of 2015.

RECENT ACTIVITIES

The following activities have been accomplished by the Mobility Authority and its consultants during the reporting period.

PROJECT DEVELOPMENT

- TxDOT's Environmental Division approved the draft Environmental Assessment (EA) as satisfactory for further processing. The document is available for public review on the project website.
- A Public Hearing was held on July 30, 2015 at Bowie High School. More than 120 people attended and more than 300 official comments were received during the official comment period.
- Responses to official comments were developed and the EA resubmitted to TxDOT. An Environmental Decision is expected later this year. Once the project is environmentally cleared, TxDOT will assume responsibility for final design and construction.

COMMUNITY OUTREACH

- Stakeholder outreach and public communication will continue as the environmental study approaches completion.

- A sound wall workshop was held on September 3, 2015 for homeowners that would be adjacent to proposed sound walls. These adjacent homeowners were provided ballots which allowed them to vote on whether or not a wall should be built near their home. The Wildflower Center and City of Austin Parks Department were also given opportunity to vote on walls adjacent to their property.

SCHEDULE

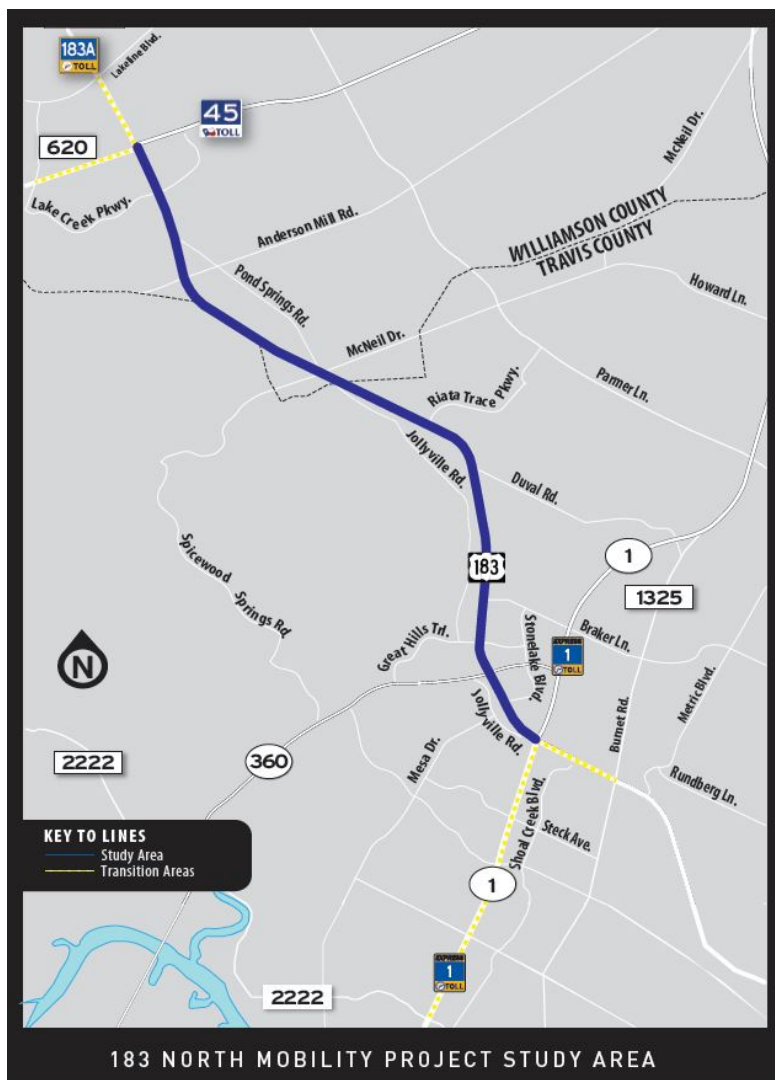
An environmental decision is anticipated in early November 2015.

183 NORTH MOBILITY PROJECT

183 North Mobility Project

PROJECT DESCRIPTION

In August 2013, the Central Texas Regional Mobility Authority (Mobility Authority), supported by HNTB under their General Engineering Consultant contract, and the Texas Department of Transportation (TxDOT) launched the 183 North Mobility Project. This environmental study, nearing completion, thoroughly analyzed an eight-mile segment of US 183 between SH 45 North and MoPac to determine the best options for managing congestion, as well as improving transit reliability and emergency response times. The study will also look at ways to connect mobility improvements on 183 North to the MoPac corridor.



The 183 North Mobility Project was selected as one of the recipients of the CAMPO Surface Transportation Program – Metropolitan Mobility (STP-MM) funding program. Proposed improvements include the addition of two lanes in each direction in the median of the existing US 183 North (from SH 45 North to MoPac), as well as direct connectors at the US 183/ SH 45 interchange and at the US 183/MoPac interchange. In addition, inclusion of a fourth general purpose lane is proposed in both directions to provide four continuous general purpose lanes south of McNeil Drive. In summer 2014, the team announced that the alternatives being carried forward for further study are Express Lanes and the No Build alternative. A decision on which solution will be implemented is expected in early 2016.

This report describes the status of the 183 North Mobility Project and

documents the activities accomplished through the third quarter of 2015.

RECENT ACTIVITIES

The following activities have been accomplished by the Mobility Authority and its consultants during the reporting period.

PROJECT DEVELOPMENT

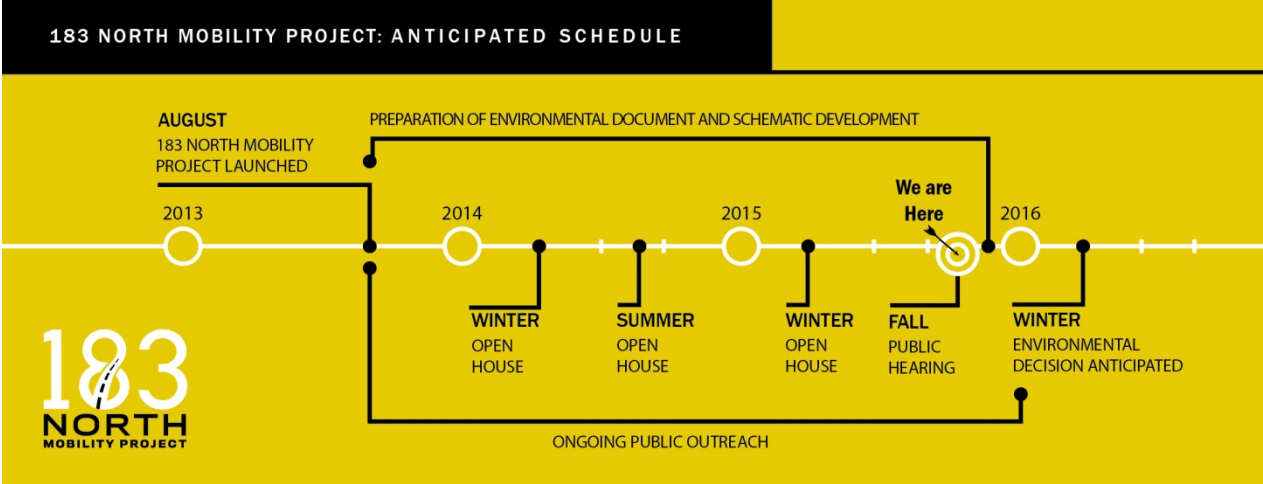
- The draft environmental document, including all technical memoranda and social, economic, and environmental impact evaluations, was made publicly available on October 12, 2015.
- The 100% schematic design is pending resolution of design exception comments and signage updates; review and approval of the design exception is being coordinated with TxDOT.
- CAMPO submitted the 2035 Regional Toll Analysis (RTA) to FHWA on July 9, 2015 which reflects a project description update of two Express Lanes in each direction.
- Opportunities for transit expansion are currently being evaluated and coordinated with Capital Metro.
- The Public Hearing is scheduled for November 12, 2015.

COMMUNITY OUTREACH

- The opportunity to review and receive public comment on the draft environmental document began on October 12, 2015 and will extend through the November 12, 2015 Public Hearing, concluding on November 22, 2015.
- Meetings with interested stakeholder groups will continue as requested prior to the Public Hearing.
- Technical Working Group #4 is scheduled for October 28, 2015.
- Context Sensitive Solutions design concepts, developed with input from the community and agency partners, will be presented at the Public Hearing.
- Preparation for the Public Hearing is continuing and public information materials are being coordinated with TxDOT.
- Notification of the Public Hearing and availability of the draft environmental document for review will begin on November 12, 2015 and will continue through the Public Hearing.
- The 3D Visualization of the potential facility improvements is being finalized and will be ready in late October 2015. The 3D visualization will be used at community meetings and the Public Hearing to help inform stakeholders on how they could use the facility, if constructed.

SCHEDULE

The Environmental Assessment process for the 183 North Mobility Project launched in late 2013 and is anticipated to take two to three years. A Public Hearing is scheduled for November 12, 2015, and completion of the environmental study through an environmental finding from TxDOT's environmental division is expected in early 2016.





SH 71 EXPRESS PROJECT

Quarterly Progress Report



ATKINS

Independent Engineering Report



CENTRAL TEXAS
Regional Mobility Authority

Board of Directors

Ray A. Wilkerson, Chairman
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Nikelle S. Meade
David Singleton
Charles Heimsath

Executive Director

Mike Heiligenstein

PROJECT PARTICIPANTS

Texas Department of Transportation



TxDOT General Engineering Consultant



Central Texas Regional Mobility Authority



CENTRAL TEXAS
Regional Mobility Authority

Mobility Authority General Engineering

ATKINS

Design-Build Developer

MCCARTHY



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INTRODUCTION

This report documents and describes the State Highway 71 Express Project during the period from June 28, 2015 through October 28, 2015. This Project is being developed and constructed by the Texas Department of Transportation (“TxDOT”). The Central Texas Regional Mobility Authority (“Mobility Authority”) will operate and maintain the tolled express lanes upon substantial completion of the Project. The Project development, design, and construction is being funded by TxDOT with partial reimbursement by the Mobility Authority. The estimated total project cost is \$140M with reimbursement by the Mobility Authority in an amount up to \$60M for TxDOT’s project costs.

PROJECT DESCRIPTION

The State Highway 71 Express Project is an approximately 3.9-mile limited-access toll road located in Travis County along the existing SH 71 corridor. The tolled express lanes begin at Presidential Boulevard at the Austin Bergstrom International Airport (ABIA) and extend east, ending at SH 130 near Onion Creek. The tolled express lanes will include grade separated intersections at FM 973 and SH 130 through the construction of two new toll lane overpasses as well as bicycle and pedestrian facilities. The SH 71 Express Project will provide a more expeditious route to ABIA from the SH 130 corridor, and is expected to enhance safety as well as reduce congestion and travel time along the SH 71 corridor. The SH 71 Express Project is being developed in partnership with the Texas Department of Transportation (TxDOT), and in conjunction with the City of Austin. The design-build project is being designed and constructed by McCarthy Building Companies (McCarthy).

The location of the Project is illustrated in Figure 1.

Figure 1 - Project Location Map



The typical sections are shown in Figure 2, and a rendering of the proposed interchange at FM 973 is illustrated in Figure 3.

Figure 2 - Typical Sections near Presidential Boulevard and at SH 130

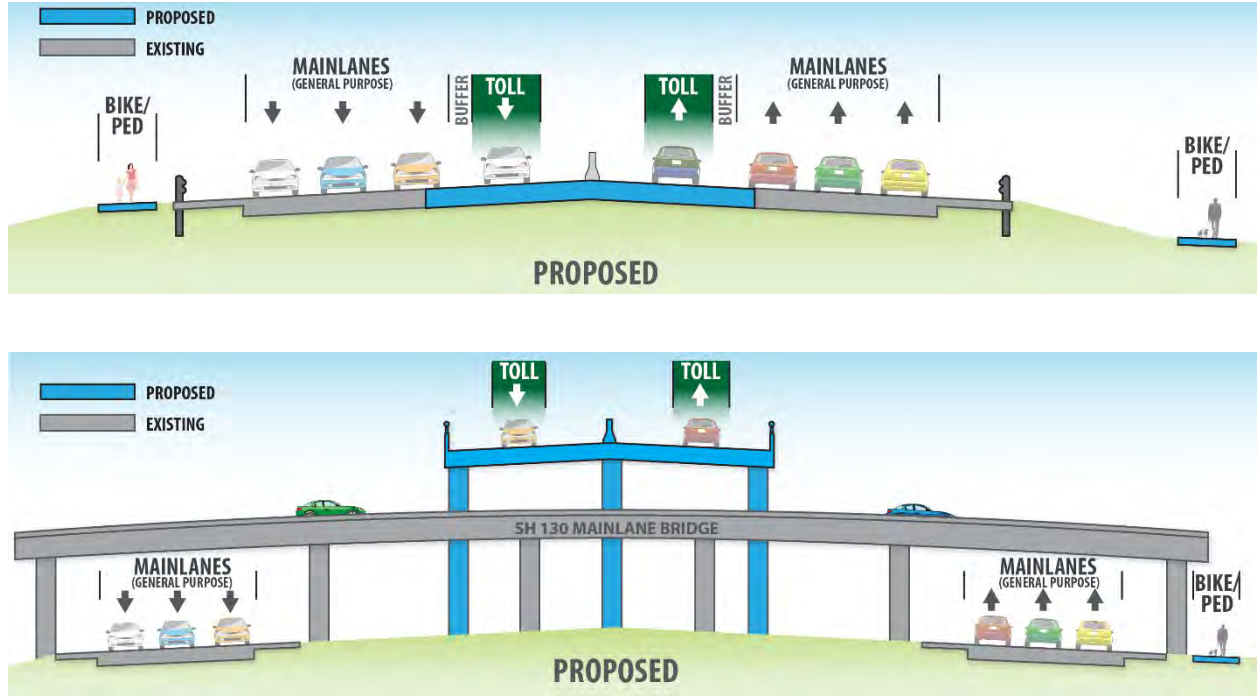


Figure 3 - Rendering of Proposed FM 973 Interchange



PROJECT DEVELOPMENT ACTIVITIES

On August 29, 2014, TxDOT and McCarthy executed a design-build agreement for the development of the SH 71 Express Project. On December 22, 2014, TxDOT issued a notice to proceed (NTP2) that allowed McCarthy to begin design and construction of the Project. Following NTP2, McCarthy began submitting design plans to TxDOT for review, and on February 2, 2015, McCarthy commenced construction activities.

During the reporting period, McCarthy has focused on finalizing the design activities. McCarthy has gained concurrence by TxDOT for almost all of the plan sets on the Project. The only remaining design submittals include a Drainage Report and the Signing and Markings Plans. The Mobility Authority's oversight team and System Integrator, have been integrated into the TxDOT review process. The team has reviewed the tolling plans and are working through minor comments with TxDOT.

While finalizing the design effort, McCarthy has continued to advance construction activities throughout the Project corridor. Earthwork, utility adjustment, road base, retaining wall, bridge and shared use path elements have all progressed throughout the reporting period. The earthwork activities have included completing the SH 130 bridge headers and frontage road grading.

McCarthy completed the substructure work on the bridges at SH 130 and Onion Creek during the reporting period and began pouring the bridge decks over SH 130. The Onion Creek bridge decks are scheduled to be poured in mid-October. The SH 130 bridge work will continue into the next quarter. McCarthy continued their work on retaining walls at the Spirit of Texas intersection and also began work on the retaining walls at Presidential Boulevard; this work will be ongoing throughout the next quarter.

Utility relocations are progressing well; work for every utility owner is active with the exception of Texas Gas. All ongoing utility relocations are scheduled to be complete by the end of November.

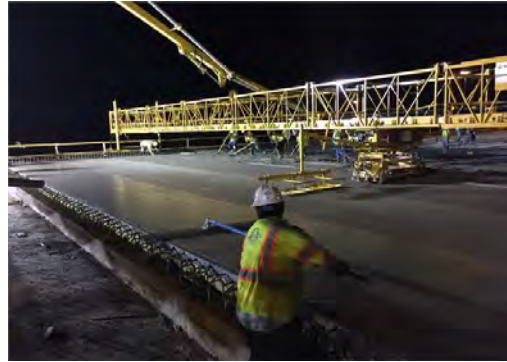
Work continues on the cross drainage culverts and has commenced on the pavement widening on the west end of the project.

McCarthy has also begun work on the shared use path throughout the project limits where no further disturbance is necessary.

The Mobility Authority's oversight team is assisting with community outreach for the project. The project team held an Open House on September 22, 2015, to update stakeholders on the construction progress and upcoming traffic switches. Attendance included 15 members of the public and two individuals from the media. An e-newsletter was also published in September 2015 outlining the progress and upcoming traffic switches as well.

PROJECT PROGRESS PHOTOS

McCarthy continues to focus on earthwork operations, utility relocations, the SH 130 and Onion Creek bridges, retaining walls, and the shared use path. Work on widening SH 71 on the west end has also commenced.



First bridge deck pour over SH 130 (Sept 23)



Bridge deck forming completed over SH 130



Shared use path being installed



Crews working on cross drainage culverts



Crews installing retaining walls

PROJECT PROGRESS

McCarthy has submitted its progress schedule for the period ending July 31, 2015. McCarthy's latest schedule indicates Substantial Completion in the October/November 2016 timeframe; although, the managed lanes may be open a few months prior to that, and Final Acceptance of all remaining Development Work in late 2016.

The SH 71 Express Project milestones are provided in Table 1.

Table 1 - Schedule of Project Milestones

Task	Date
Selection of Design-Build Contractor	June 26, 2014
NTP1 Issued	September 5, 2014
NTP2 Issued	December 22, 2014
Commencement of Construction	February 2, 2015
Substantial Completion (Open to Traffic)	Summer/Fall 2016
Final Acceptance	Late 2016

TWO MONTH LOOK AHEAD

McCarthy plans to work on the mainlanes of SH 71 forming the new overpass at FM 973 as well as the approaches on FM 973 which are on new location. They will continue working on the retaining walls around Presidential and Spirit of Texas as well as the bridge decks over SH 130. They will go back to working on the Onion Creek Bridge and start pouring the bridge decking. Work will continue on the shared use paths as well as the relocation of utilities.



**Project timeline is subject to change*

CONSTRUCTION FINANCIAL STATUS

The following summary provides the financial status of the design-build contract for the SH 71 Express Project.

Original McCarthy Contract Amount:	\$ 95,490,271
<i>Authorized Changes (Change Order and/or Amendments):</i>	
	\$ 4,887,854
Current Authorized Contract Amount:	\$ 100,152,529
Previous Total of McCarthy Payments:	\$ 22,232,703
Draw Request #9 for May 2015 efforts	\$ 8,348,061
Draw Request #10 for June 2015 efforts	3,552,829
Draw Request #11 for July 2015 efforts	5,168,584
Total Amount Earned To-Date:	\$ 39,699,168
Retainage withheld:	\$ 396,992
Approved Amount for work completed (through Draw #11):	\$ 39,302,177
Amount remaining for work to be completed:	\$ 60,850,352
Total Percent of Budget Expended through May 2015:	39.6%

Summary of Change Orders This Reporting Period

CO# 1	Modification to Golf Course Rd	\$ 154,345
CO# 2	Removal of oil/wastewater infrastructure	\$ 18,418
CO# 3	WB Onion Creek Bridge Rehab	\$ 4,489,494
CO# 4	Add ITS hub at 973	\$ 189,719
CO# 5	VECP #1/#2	\$ -39,121
CO# 6	Unidentified utility	\$ 75,000



Meeting Date: October 28, 2015
AGENDA ITEM # 27

Executive Director's Report

CENTRAL TEXAS
Regional Mobility Authority

Strategic Plan Relevance: Regional Mobility
Department: Executive
Contact: Mike Heiligenstein, Executive Director
Associated Costs: Not Applicable
Funding Source: Not Applicable
Action Requested: Briefing and Board Discussion Only

Summary:

Executive Director's Monthly Report

A. Project Updates

Backup provided: Executive Director's Report



PROJECT UPDATES

MoPac Improvement Project

◀◀ MOPAC IMPROVEMENT PROJECT ▶▶

- Drilled shaft foundations for retaining walls and soundwalls continues and is approximately 50% complete.
- Construction activities related to the 42" City waterline relocation are underway at the Camp Mabry and Camp Hubbard (TxDOT facility) locations. Boring for the 60' casing under MoPac is approximately 25% complete as of 10/6.
- Paving operations continue, mostly on the northern half of the project.
- The first phase of the excavation for the southbound undercrossing location is complete, having reached the depth required to begin construction of the structure.
- Preparatory work for shifting of traffic lanes for the northbound undercrossing have begun.



New Express Lanes signage posted at Southbound MoPac just north of Parmer Lane (Oct.8)

183 North Mobility Project



- The draft environmental document, including all technical memoranda and social, economic, and environmental impact evaluations, was made publicly available on October 12, 2015 for review and comment.
- The 100% schematic design is pending resolution of design exception comments and signage updates; review and approval of design exception is being coordinated with TxDOT.
- CAMPO submitted the 2035 Regional Toll Analysis (RTA) to FHWA on July 9, 2015, marked by the completion of traffic analysis and providing refinements.
- Opportunities for transit expansion are currently being evaluated and coordinated with Capital Metro.
- The Public Hearing is scheduled for November 12, 2015 at Westwood High School.
- Meetings with stakeholder groups will continue as requested prior to the Public Hearing.
- A technical work group will be held on October 28, 2015 to present the findings of the environmental study and receive feedback from mobility partners.

MoPac South Environmental Study



MoPac South
ENVIRONMENTAL STUDY

- The project team studied five Express Lane

operational configuration concepts developed by the Mobility Authority and an additional operational configuration put forth for further study by the city of Austin. These options were evaluated for geometric, environmental, and operational impacts.

- These concepts and the results of the additional evaluation were presented at an Agency Technical Working Group Meeting and several stakeholder meetings during the month of October. A virtual Open House was launched on October 21 and a public Open House is planned for November 10 at the Palmer Auditorium.
- UT's Center for Traffic Research (CTR) substantially completed their study of the downtown street system for 2020 (opening year). The Center evaluated how the downtown street system would operate if Express Lanes on MoPac South were not constructed in order to draw comparisons to how the downtown network would operate if one-lane and two-lane Express Lanes operational configurations (with and without direct connections to downtown) were constructed on MoPac South.
- A video was created to showcase the results of the CTR, which will be used along with an executive summary to inform stakeholders in October and at the November Open House and virtual Open House.

MoPac Intersections Environmental Study

- A Public Hearing was held on July 30, 2015 at Bowie High School. More than 120 people attended and more than 300 official comments were received during the official comment period.
- A Sound Wall workshop was held on September 3 for homeowners that would be adjacent to proposed sound walls. These adjacent homeowners were provided ballots, which allowed them to vote on whether or not a wall should be built near their home. The Wildflower Center and City of Austin Parks Department were also given opportunity to vote on walls adjacent to their property.
- Responses to official comments were developed and the EA resubmitted to TxDOT. An environmental decision is expected later this year. Once the project is environmentally cleared, TxDOT will assume responsibility for final design and construction.

SH 45SW Environmental Study



- The Mobility Authority's design team submitted 90% design plans in October. The Mobility Authority and TxDOT are concurrently reviewing the documents.
- The design team included refinements which would reduce environmental impacts and improve safety. These design refinements required a reevaluation of the environmental impacts in the area of the changes. The areas of reevaluation were presented to the public in a virtual Open House and at two community meetings. Official comments were received from August 14 - August 21. The reevaluation documents are currently at TxDOT ENV for review and determination.
- The Mobility Authority, TxDOT, and the design team continue to regularly meet with BSEACD, City of Austin, and Travis County to provide status update and receive input on the design approach. There have been fourteen coordination or working meetings to date.
- The development of construction plans is anticipated to be complete by the end of the year. Letting for construction is expected early next year.

183 South



- Colorado River Constructors (Fluor / Balfour Beatty), our design/build contractor for the 183 South Project, received NTP 1 on September 10

which allows design to commence. Construction is anticipated to launch in early 2016.

- Design activities have begun and preliminary design submittals are expected in November.
- Staff is working to contract the successful firms who won the construction inspection, survey, and materials testing procurements in late September.
- Project programming activities continue as the team works to finalize project-funding agreements with TxDOT and FHWA in anticipation of finalizing these agreements in time for the issuance of NTP2.
- The team recently submitted the Project Management Plan and the Initial Finance Plan for approval by FHWA (TxDOT has already approved).
- Financing activities continue as we develop updates for the TIFIA Program, finalize the Engineers Report and the Preliminary Official Statement and continue coordination with TxDOT regarding the Toll Equity and SIB loans.
- ROW Acquisition continues in efforts to meet the commitments outlined in the D/B Contract.

Kellam Rd. Phase I Project

- Replacement of plantings in the ponds and dead trees is ongoing.
- Signal construction began in September and should be complete early November.

290 Toll East (Manor Expressway) Phase II Project



- CTMC is finalizing the non-conflict utility relocations required by the project to obtain Final Acceptance.
- CTMC is submitting final documentation to achieve Final Acceptance.
- Dispute Resolution Board proceedings have been scheduled for January and February to resolve outstanding issues raised by CTMC.

290 Toll (Manor Expressway) Interim Intersection Project

- The 290 East Toll/SH 130 Operational Interim Improvements will be let in late fall and open to traffic in late spring 2015. Construction Plans are nearing completion and we anticipate letting the job in mid-November.
- Ultimately, when funding is identified, the Mobility Authority anticipates constructing a direct connector that facilitates a free flowing connection from SH 130 southbound to US 290E westbound. We anticipate procuring a final designer in late 2015.

Oak Hill Parkway Project



- Efforts with TxDOT and the City of Austin continue for potential off-site water detention facilities.
- The design level schematics for both concepts moving forward into the alternatives analysis phase are continuing to be refined as the engineering aspects are reviewed; the west end transition was re-designed based upon public comment at the workshop held September 9.
- Significant outreach to stakeholders has been ongoing this fall. The team continues to contact and meet with stakeholders with concerns regarding right-of-way acquisition and other project-related issues. Multiple meetings have been held with OHAN leadership, including recently on October 19.
- The team is planning for the sixth Open House to occur Oct. 29 at Covington Middle School from 4:30 p.m. to 7 p.m. The Open House will include: An updated look at the design of Alternatives A and C, including artistic renderings of key intersections; the draft matrix for this third phase of evaluation; an update on designs and ideas for Context Sensitive Solutions including bicycle / pedestrian improvements and intersection aesthetics; and information provided at the recent Water Quality Workshop including off-site water detention.

SH 71 Toll Lanes



- Coordination meetings between McCarthy and the Toll Integrator continue.
- Atkins and Schneider Electric continue to review design submittals and attend comment resolution meetings as necessary.
- McCarthy continues to progress design activities from 60% to Final Design.
- Earthwork activities at the SH 130 interchange continue.
- SH 71 bridge work over SH 130 has begun; substructure complete and anticipating deck pours to begin in mid-September
- Work on walls near Presidential has begun
- McCarthy continues substructure work on the Onion Creek and SH 130 bridges.
- Utility adjustments are progressing on all utilities currently with the exception of Texas Gas

System-wide Performance Based Maintenance Contract

- The Mobility Authority announced the results of this procurement at the September 30 Board Meeting. The Mobility Authority recommended award to Roy Jorgensen Associates, Inc. This recommendation was approved.