

**MEETING OF THE AUDIT COMMITTEE
OF THE
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 16-022

**APPROVING A LETTER OF ENGAGEMENT FOR
INDEPENDENT AUDITING SERVICES**

WHEREAS, as authorized by the Board of Directors in Resolution No. 15-017, dated March 25, 2015, the Executive Director negotiated and executed a contract with Padgett, Stratemann & Co., L.L.P. to provide independent auditing services to the Mobility Authority; and

WHEREAS, the Mobility Authority is required to have an annual financial and compliance audit of its books and records in accordance with 43 *Texas Administrative Code* §26.61; and

WHEREAS, the Chief Financial Officer has accepted a letter of engagement from Padgett, Stratemann & Co., L.L.P. to provide an independent audit of the finances of the Mobility Authority for the fiscal year ending on June 30, 2016.

NOW THEREFORE, BE IT RESOLVED, that the Audit Committee approves the letter of engagement with Padgett, Stratemann & Co., L.L.P. which is attached hereto as Exhibit 1.

Adopted by the Audit Committee of the Board of Directors of the Central Texas Regional Mobility Authority on the 3rd day of May 2016.

Submitted and reviewed by:



Geoffrey S. Petrov, General Counsel

Approved:



Robert Bennett
Chairman, Audit Committee

EXHIBIT 1
ENGAGEMENT LETTER

April 21, 2016

Bill Chapman, CFO
Central Texas Regional Mobility Authority
3300 North IH-35, Suite 300
Austin, Texas 78704

Dear Mr. Chapman:

The Objective and Scope of the Audit of the Financial Statements

You have requested that Padgett, Stratemann & Co., L.L.P. ("PS&Co.") audit the financial statements of Central Texas Regional Mobility Authority (the "Mobility Authority") which comprise the business-type activities as of and for the years ended June 30, 2016 and 2015 and the related notes to the financial statements, which collectively comprise the basic financial statements. We are pleased to confirm our understanding of this audit engagement by means of this letter.

Our audit will be conducted with the objective of our expressing an opinion on the financial statements.

We will also perform the audit of the Mobility Authority as of June 30, 2016 so as to satisfy the audit requirements imposed by the Single Audit Act and the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* ("Uniform Guidance").

The Responsibilities of the Auditor

We will conduct our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"); *Government Auditing Standards* issued by the Comptroller General of the United States; the provisions of the Single Audit Act, Uniform Guidance, and the OMB Compliance Supplement. Those standards, supplements, or guidance require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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Central Texas Regional Mobility Authority
Austin, Texas

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Because of the inherent limitations of an audit, together with the inherent limitations of internal control, an unavoidable risk that some material misstatements may not be detected exists, even though the audit is properly planned and performed in accordance with GAAS. Also, an audit is not designed to detect fraud or errors that are immaterial to the financial statements. The determination of abuse is subjective; therefore, *Government Auditing Standards* do not expect us to provide reasonable assurance of detecting abuse, as defined in *Government Auditing Standards*.

In making our risk assessments, we consider internal control relevant to the Mobility Authority's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. However, we will communicate to you in writing any significant deficiencies or material weaknesses in internal control relevant to the audit of the financial statements that we have identified during the audit.

We will also communicate to the Board of Directors (a) any fraud involving senior management and fraud (whether caused by senior management or other employees) that causes a material misstatement of the financial statements that becomes known to us during the audit, (b) any instances of noncompliance with laws and regulations that we become aware of during the audit (unless they are clearly inconsequential), (c) disagreements with management and other serious difficulties encountered in performing the audit, and (d) various matters related to the Mobility Authority's accounting policies and financial statements.

The funds that you have told us are maintained by the Mobility Authority are comparable to those reported in the prior year's financial statements.

The federal financial assistance programs and awards that you have told us that the Mobility Authority participates in and that are to be included as part of the single audit are comparable to those reported in the prior year's financial statements (the Highway Planning and Construction Cluster).

Our report on internal control will include any significant deficiencies and material weaknesses in controls of which we become aware as a result of obtaining an understanding of internal control and performing tests of internal control consistent with requirements of the standards and circulars identified above. Our report on compliance matters will address material errors, fraud, abuse, violations of compliance obligations, and other responsibilities imposed by state and federal statutes and regulations or assumed by contracts, and any state or federal grant, entitlement, or loan program questioned costs of which we become aware, consistent with requirements of the standards and guidance identified above.

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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The Responsibilities of Management and Identification of the Applicable Financial Reporting Framework

Our audit will be conducted on the basis that management, and when appropriate, those charged with governance, acknowledges and understands that it has a responsibility:

- For the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America.
- For the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
- For establishing and maintaining effective internal control over financial reporting and for informing us of all significant deficiencies and material weaknesses in the design or operation of such controls of which it has knowledge.
- For identifying and ensuring that the Mobility Authority complies with the laws and regulations applicable to its activities and for informing us about all known material violations of such laws or regulations. In addition, management is responsible for the design and implementation of programs and controls to prevent and detect fraud and for informing us about all known or suspected fraud affecting the entity involving management, employees who have significant roles in internal control, and others where the fraud could have a material effect on the financial statements. Management is also responsible for informing us of its knowledge of any allegations of fraud or suspected fraud affecting the entity received in communications from employees, former employees, analysts, regulators, or others.
- For (a) making us aware of significant vendor relationships where the vendor is responsible for program compliance; (b) following up and taking corrective action on audit findings, including the preparation of a summary schedule of prior audit findings and a corrective action plan; and (c) report distribution, including submitting the reporting package.
- To provide us with:
 - Access to all information of which management is aware that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters
 - Additional information that we may request from management for the purpose of the audit

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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- Unrestricted access to persons within the Mobility Authority from whom we determine it necessary to obtain audit evidence
- When applicable, a summary schedule of prior audit findings for inclusion in the single audit reporting package
- If applicable, responses to any findings reported on the schedule of findings and questioned costs

As part of our audit process, we will request from management, and when appropriate, those charged with governance, written confirmation concerning representations made to us in connection with the audit, including among other items:

- That management has fulfilled its responsibilities as set out in the terms of this letter.
- That management believes the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole.

Management is responsible for identifying and ensuring that the Mobility Authority complies with the laws and regulations applicable to its activities and for informing us about all known material violations of such laws or regulations. In addition, management is responsible for the design and implementation of programs and controls to prevent and detect fraud or abuse and for informing us about all known or suspected fraud or abuse affecting the entity involving management, employees who have significant roles in internal control, and others where the fraud or abuse could have a material effect on the financial statements or compliance. Management is also responsible for informing us of its knowledge of any allegations of fraud or abuse or suspected fraud or abuse affecting the entity received in communications from employees, former employees, analysts, regulators, or others.

Management is responsible for the preparation of the required supplementary information ("RSI") and the supplementary information presented in relation to the financial statements as a whole in accordance with accounting principles generally accepted in the United States of America. Management agrees to include the auditor's report on RSI and the supplementary information in any document that contains the supplementary information and that indicates that the auditor has reported on such RSI and supplementary information. Management also agrees to present the supplementary information with the audited financial statements or, if the supplementary information will not be presented with the audited financial statements, to make the audited financial statements readily available to the intended users of the supplementary information no later than the date of issuance of the supplementary information and the auditor's report thereon.

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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The Board of Directors is responsible for informing us of its views about the risks of fraud or abuse within the entity and its knowledge of any fraud or abuse or suspected fraud or abuse affecting the entity.

You have informed us that you may issue debt securities in the future and that you may include (or incorporate by reference) our report on your financial statements in the offering statement or similar document used in the public or private sale of such securities. You have further informed us that you do not intend that we be associated with the proposed offering.

We agree that our association with any proposed offering is not necessary, providing the Mobility Authority agrees to clearly indicate that we are not associated with the contents of any such official statement or similar document. The Mobility Authority agrees the following disclosure will be prominently displayed in any such official statement or similar document:

Padgett Stratemann & Co., our independent auditor, has not been engaged to perform, and has not performed, since the date of its report included herein, any procedures on the financial statements addressed in that report. Padgett Stratemann & Co. also has not performed any procedures relating to this official statement.

The Mobility Authority may post our reports to its website after we have issued our reports, provided that the Mobility Authority's financial statements (the complete financial statements and related notes thereto for all periods to which our report relates) and our report thereon are reproduced in their entirety and that the Mobility Authority understands and agrees that PS&Co. will not be associated with any other information contained on such website.

In addition, Mobility Authority may submit, in electronic form, its financial statements and our report thereon to the Municipal Securities Rulemaking Board ("MSRB") and the Municipal Advisory Council of Texas in compliance with the continuing disclosure agreements entered into by the Mobility Authority pursuant to U.S. Securities and Exchange Commission Rule 15c2-12 (the "Rule"), including any other information repository as may hereafter be required by the Rule. PS&Co. agrees to provide the Mobility Authority with an electronic copy of the financial statements of Mobility Authority and our reports thereon prepared pursuant to this letter in an electronic format that satisfies the requirements of the Rule. Such document must be in .pdf format and word-searchable (without regard to diagrams, images and other non-textual elements), or in such other form or format as may hereafter be required by the Rule or the MSRB.

PS&Co. recognizes that Mobility Authority must comply with the requirements of the Texas Public Information Act with respect to requests received in accordance with such Act.

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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Because PS&Co. will rely on the Mobility Authority and its management and Board of Directors to discharge the foregoing responsibilities, the Mobility Authority, to the extent permitted by law, holds harmless and releases PS&Co., its partners, and employees from all claims, liabilities, losses, and costs arising in circumstances where there has been a knowing misrepresentation by a member of the Mobility Authority's management which has caused, in any respect, PS&Co.'s breach of contract or negligence. This provision shall survive the termination of this arrangement for services.

The Mobility Authority's Records and Assistance

If circumstances arise relating to the condition of the Mobility Authority's records, the availability of appropriate audit evidence, or indications of a significant risk of material misstatement of the financial statements because of error, fraudulent financial reporting, or misappropriation of assets which, in our professional judgment, prevent us from completing the audit or forming an opinion, we retain the unilateral right to take any course of action permitted by professional standards, including declining to express an opinion, declining to issue a report, or withdrawing from the engagement. Time and effort incurred through this stage of the audit will be billed accordingly.

During the course of our engagement, we may accumulate records containing data that should be reflected in the Mobility Authority's books and records. The Mobility Authority will determine that all such data, if necessary, will be so reflected. Accordingly, the Mobility Authority will not expect us to maintain copies of such records in our possession.

The assistance to be supplied by Mobility Authority personnel will be described in a client participation list, which will outline the specific schedules and analyses that should be completed by Mobility Authority personnel, including the dates when the information should be available to us. The participation list will be provided and agreed to by Mary Temple. The timely and accurate completion of this work is an essential condition to our completion of the audit and issuance of our audit report.

In connection with our audit, you have requested us to perform certain non-audit services necessary for the preparation of the financial statements, including drafting the financial statements, footnotes, RSI and supplementary information. The independence standards of the *Government Auditing Standards*, issued by the Comptroller General of the United States, require that the auditor maintain independence so that opinions, findings, conclusions, judgments, and recommendations will be impartial and viewed as impartial by reasonable and informed third parties. Before we agree to provide a non-audit service to the Mobility Authority, we determine whether providing such a service would create a significant threat to our independence for *Government Auditing Standards* audit purposes, either by itself or in aggregate with other non-audit services provided. A critical component of our determination is consideration of management's ability to effectively oversee the non-audit

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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service to be performed. The Mobility Authority has agreed that Mary Temple, Controller, possesses suitable skill, knowledge, and experience and that she will be responsible for the Mobility Authority's technical review of the financial statements, footnotes, RSI and supplementary information and will coordinate any other requests for non-audit services to be performed.

Fees, Costs, and Access to Workpapers

Our fees for the audit described above are based upon the value of the services performed and the time required by the individuals assigned to the engagement, plus direct expenses. Our fee estimate and the completion of our work are based upon the following criteria:

- Anticipated cooperation from Mobility Authority personnel.
- Timely responses to our inquiries.
- Timely completion and delivery of client assistance requests.
- Timely communication of all significant accounting and financial reporting matters.
- The assumption that unexpected circumstances will not be encountered during the engagement.

If any of the aforementioned criteria is not met, then fees may increase. Interim billings will be submitted as work progresses and as expenses are incurred. Bills for services are due when provided, payable in Austin, Texas. Our fee for the services and expenses incurred, including printing 40 copies of the financial statements, described in this letter will not exceed \$65,500, exclusive of the fees and for any out of town travel requested by the Mobility Authority, any required State of Texas Single Audit report (as further described below) and time incurred for the initial implementation of new accounting standards (as further described below), unless the scope of the engagement is changed, the assistance in which the Mobility Authority has agreed to furnish is not provided, or unexpected conditions are encountered, in which case, we will discuss the situation with you before proceeding and issue a change order for any change in the scope of services.

The fee above is for a standard routine audit services engagement based on current facts and circumstances and the assumption the books and records of the Mobility Authority will be balanced and reconciled to appropriate supporting documentation. The above fee estimates assume the absence of significant changes in the Mobility Authority's organization (e.g., turnover of key personnel) or its accounting systems and reporting requirements. In addition, our fee estimates assume there will not be a large number of journal entries posted as a result of audit procedures

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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performed and at least 90% of the client participation list will be available at the beginning of our fieldwork, along with the working trial balance. We also assume the same number of major federal financial assistance programs (as described in the prior year audit report) will be required to be audited in accordance with the Single Audit Act. If we determine the existence of any of these matters, we will discuss the situation with management and issue a change order. In addition, should a State Single Audit report be required for the 2016 fiscal year, the additional cost for our work associated with this deliverable will be \$6,500.

During the term of our audit, new audit/accounting pronouncements may be issued and/or nonroutine transactions could occur which are not contemplated at this time. These sorts of events will affect the Mobility Authority for the year ended June 30, 2016. The Mobility Authority will be required to adopt the provisions of GASB Statement No. 72, *Fair Value Measurement and Application*, in fiscal year 2016. The adoption of this change in accounting standards should not require a restatement of prior year's financial statements; however, additional time will be spent by us and the Mobility Authority staff in preparing, reviewing, and assessing the additional disclosure required. The additional 2016 cost for the work associated with the initial adoption of GASB Statement No. 72 will be \$1,500-\$2,000. We will separately track the time we spend on this effort and bill you separately for this from the aforementioned audit fee. We will also discuss with the Mobility Authority any other new audit/accounting pronouncements and/or nonroutine transactions that may apply to the Mobility Authority and determine applicability and effect on the Mobility Authority. Time and effort and any additional fees for the implementation of any other new audit/accounting pronouncements and/or efforts to account for nonroutine transactions will be discussed and billed separately.

Our professional standards require us to perform certain additional procedures on current and previous years' engagements whenever a partner or professional employee leaves the firm and is subsequently employed by or associated with a client. Accordingly, the Mobility Authority agrees it will compensate PS&Co. for any additional costs incurred as a result of Mobility Authority's employment of a partner or professional employee of PS&Co during the term of the audit engagement.

In the event we are requested or authorized by the Mobility Authority or are required by government regulation, subpoena, or other legal process to produce our documents or our personnel as witnesses with respect to our engagements for the Mobility Authority, the Mobility Authority will, so long as we are not a party to the proceeding in which the information is sought, reimburse us for our professional time and expenses, as well as the fees and expenses of our counsel, incurred in responding to such requests.

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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The documentation for this engagement is the property of PS&Co. However, you acknowledge and grant your assent that representatives of the cognizant or oversight agency or their designee, other government audit staffs, and the United States Government Accountability Office shall have access to the audit documentation upon their request and that we shall maintain the audit documentation for a period of at least three years after the date of the report, or for a longer period if we are requested to do so by the cognizant or oversight agency. Access to requested documentation will be provided under the supervision of PS&Co. audit personnel and at a location designated by our firm. The time spent in providing such access and for review will be billed to you separately.

You have informed us that you may want to prepare a comprehensive annual financial report (“CAFR”) and submit it for evaluation by the Government Finance Officers Association’s Certificate of Achievement for Excellence in Financial Reporting program. If the Mobility Authority decides to produce a CAFR, we will discuss with you our association with the CAFR and related fees and issue a written change order for the additional scope of work.

Reporting

We will issue a written report upon completion of our audit of the Mobility Authority’s financial statements. Our report will be addressed to the Board of Directors of the Mobility Authority. We cannot provide assurance that an unmodified opinion will be expressed. Circumstances may arise in which it is necessary for us to modify our opinion, add an emphasis-of-matter or other-matter paragraph(s), or withdraw from the engagement.

In addition to our report on the Mobility Authority’s financial statements, we will also issue the following types of reports:

- A report on the fairness of the presentation of the Mobility Authority’s schedule of expenditures of federal awards for the year ended June 30, 2016.
- Reports on internal control related to the financial statements and major programs. These reports will describe the scope of testing of internal control and the results of our tests of internal controls.
- Reports on compliance with laws, regulations, and the provisions of contracts or grant agreements. We will report on any noncompliance which could have a material effect on the financial statements and any noncompliance which could have a material effect on each major program.
- A schedule of findings and questioned costs.

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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Consulting Services

At the request of the Mobility Authority, PS&Co., as the Mobility Authority's independent auditors, may provide assistance during the year with consulting services or projects. Consulting services include, but are not limited to:

- Assistance and consultation on interpretation of accounting standards applicable to the Mobility Authority
- Assistance and consultation regarding accounting, operational, and/or financial matters
- Tax planning and transaction structuring

To maintain our independence required for the Mobility Authority's attest services, it is important we define both our roles as to consulting services.

Our role as a consultant is to provide assistance and professional expertise in defining the questions, identifying options, and analyzing the effects of specific courses of action and decisions. Our role cannot include any functions or actions that would put us in a management role for the Mobility Authority. Your role as management is to make the final decision as to all transactions and other actions for which we have provided the Mobility Authority with consulting assistance.

Our professional standards require the Mobility Authority to designate a qualified person in the Mobility Authority to make these final management decisions for general consulting services/projects. You designate Bill Chapman, CFO, as this person.

Other Matters

In the unlikely event differences concerning our services or fees should arise that are not resolved by mutual agreement, to facilitate judicial resolution and save time and expense of both parties, the Mobility Authority agrees to participate in mediation, under the Commercial Mediation Rules of the American Arbitration Association, before any claim is asserted.

This letter shall serve as the Mobility Authority's authorization for the use of e-mail and other electronic methods to transmit and receive information, including confidential information, between PS&Co. and the Mobility Authority and between PS&Co. and outside specialists or other entities engaged by either PS&Co. or the Mobility Authority. The Mobility Authority acknowledges that e-mail travels over the public Internet, which is not a secure means of communication and, thus,

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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confidentiality of the transmitted information could be compromised through no fault of PS&Co. PS&Co. will employ commercially reasonable efforts and take appropriate precautions to protect the privacy and confidentiality of transmitted information.

In accordance with *Government Auditing Standards*, a copy of our most recent peer review report is enclosed for your information.

This letter constitutes the complete and exclusive statement of agreement between Padgett, Stratemann & Co., L.L.P. and Central Texas Regional Mobility Authority, superseding all proposals oral or written and all other communications, with respect to the terms of the engagement between the parties.

If this letter defines the arrangements as you understand them, please sign and date the enclosed copy and return it to us.

We look forward to establishing a long-term and excellent relationship with Central Texas Regional Mobility Authority.

Sincerely,



Mike O'Brien, CPA
Partner

MWO:ckp

Enclosure

Bill Chapman, CFO
Central Texas Regional Mobility Authority
Austin, Texas

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The foregoing letter fully describes the Mobility Authority's understanding and is accepted.

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY



Bill Chapman, CFO



Date

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

RESOLUTION NO. 16-023

**AMENDMENT NO. 3 TO MAINTENANCE SERVICES CONTRACT
WITH SCHNEIDER ELECTRIC MOBILITY NA, INC.**

WHEREAS, in 2007 the Central Texas Regional Mobility Authority (Mobility Authority) entered into a Contract for Maintenance Services for Toll Collection System maintenance (the "Contract") with Schneider Electric Mobility NA, Inc. (formerly Telvent USA Corporation); and

WHEREAS, the Mobility Authority requires additional services for the MoPac Improvement Project and SH 71 Express;

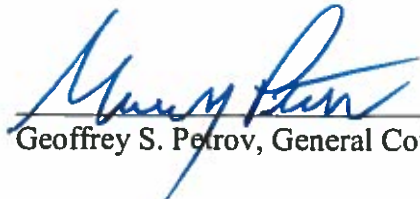
WHEREAS, the Executive Director has negotiated an amendment to the scope of the Contract with Schneider Electric Mobility NA, Inc. to include monthly maintenance services for the MoPac Improvement Project and SH 71 Express for the roadside lane equipment, project host system, intelligent transportation systems (ITS) and communication infrastructure installed by Schneider Electric Mobility NA, Inc.; and

WHEREAS, the Executive Director recommends that the Board of Directors approve Amendment No. 3 to the Contract with Schneider Electric Mobility NA, Inc. in the form attached as Exhibit 1 hereto.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes and approves Amendment No. 3 to the maintenance services contract with Schneider Electric Mobility NA, Inc.; and

BE IT FURTHER RESOLVED that the Executive Director may finalize and execute on behalf of the Mobility Authority the proposed Amendment No. 3 to the maintenance services contract with Schneider Electric in the form or substantially the same form attached as Exhibit 1.

Submitted and reviewed by:



Geoffrey S. Petrov, General Counsel

Approved:



Ray A. Wilkerson
Chairman, Board of Directors

EXHIBIT 1

**THIRD AMENDMENT TO
MAINTENANCE SERVICES CONTRACT
FOR TOLL COLLECTION SYSTEM BETWEEN CENTRAL TEXAS REGIONAL
MOBILITY AUTHORITY
AND SCHNEIDER ELECTRIC MOBILITY NA, INC.**

This Amendment to the Maintenance Services Contract for Toll Collection System between Central Texas Regional Mobility Authority (“CTRMA”) and Schneider Electric Mobility NA, Inc. (the “Contractor”) is made effective as of the ___day of May, 2016, and is for the purpose of amending SCHEDULE 1.1 of the Maintenance Services Contract for Toll Collection System between CTRMA and Contractor, effective March 3, 2007 (the “Contract”).

Pursuant to action of the CTRMA Board of Directors, reflected in Resolution No. ____, dated May 3, 2016, Schedule 1.1 of the Contract is amended as described below.

SCHEDULE 1.1: PRICE SCHEDULE is amended by revising the monthly fee to reflect the current status of the 183A turnpike project, 290 toll project and the anticipated schedule for the implementation of new MoPac Express lane and SH71 toll as follows:

SCHEDULE 1.1 is deleted in its entirety and replaced with the attached SCHEDULE 1.2.

By their signatures below, the parties of the Contract evidence their agreement to the amendment set forth above.

CENTRAL TEXAS REGIONAL
MOBILITY AUTHORITY

SCHNEIDER ELECTRIC
MOBILITY NA, INC.

Mike Heiligenstein
Executive Director

SCHEDULE 1.2

MAINTENANCE SERVICES CONTRACT FOR TOLL COLLECTION SYSTEM

PRICE SCHEDULE

This section provides descriptions of the Method of Measurement and the Basis of Payment for the bid items necessary to complete the work for maintenance services on the toll collection systems on the CTRMA's Toll Road System.

Segment Payments

1. Monthly Maintenance Services

Monthly Fee for maintaining the 183A and 290 Toll Projects, including Plaza System, Host System, Communications Equipment, all ETC Toll Lanes, System Administration, and the complete Intelligent Transportation System as furnished and installed shall be measured on a per month basis. Each per month unit shall include furnishing all labor, materials, and support services to perform Maintenance Services for that month in conformance with the requirements of the Specifications, the specified requirements of the ITS equipment, and as accepted by the CTRMA.

Basis of Payment

Payment will be made at the monthly price of \$105,775.00 for the Maintenance Services provided, for 183A and 290.

2. Monthly Maintenance Services

Monthly Fee for maintaining the SH71 Toll Project, including all ETC Toll Lanes, Communications Equipment, Security Access System, and System Administration as furnished and installed by Schneider Electric shall be measured on a per month basis. Each per month unit shall include furnishing all labor, materials, and support services to perform Maintenance Services for that month in conformance with the requirements of the Specifications, and as accepted by the CTRMA

Basis of Payment

Payment will be made at the monthly price of \$8,000.00 for the Maintenance Services provided, for SH 71 Toll.

3. Monthly Maintenance Services

Monthly Fee for maintaining the MoPac Express Lanes Project, including Project Systems, Host Systems, Communications Equipment, all ETC Toll Lanes, System Administration,

and the complete Intelligent Transportation System as furnished and installed shall be measured on a per month basis. Each per month unit shall include furnishing all labor, materials, and support services to perform Maintenance Services for that month in conformance with the requirements of the Specifications, the specified requirements of the ITS equipment, and as accepted by the CTRMA.

Basis of Payment

Payment will be made at the monthly price of \$32,483.00 for the Maintenance Services provided, for MoPac Express Lane.

Maintenance Cost Elements						
Item No.	Description	Unit	Rate / Hr	Unit Price per Month	MoPac Express	
					QTY.	Per Month
110	Base Monthly Fee	1		\$12,500.00	0	0
111	Software Engineer	160	\$143.11		0.5	\$11,448.80
112	System Engineer	160	\$156.68		0	0
113	Technician	173	\$109.80		1	\$18,995.40
114	Technician ODC's	1		\$2,039.00	1	\$2,039.00
					Total \$ /Mo.	\$32,483.20

The Hourly Rates in the “Maintenance Cost Elements” table above in Section-3 are CY2015 Fully Loaded Rates

Out of Scope Services

Hourly rates for out of scope services pursuant to Section 11 of the Toll Collection System Maintenance Services Contract:

Software Engineer	\$148.12
System/Hardware Engineer	162.16
Technician	113.64
Database Administrator	210.68
Documentation Clerk	151.95
Testing Engineer	160.89
Project Manager	210.68
Network Administrator	146.84

The Hourly Rates in Section-4 above are CY2016 Fully Loaded Rates

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

RESOLUTION NO. 16-024

**APPROVE WORK AUTHORIZATION NO. 3
WITH SCHNEIDER ELECTRIC**

WHEREAS, in 2007 the Central Texas Regional Mobility Authority (Mobility Authority) entered into a Contract for Maintenance Services for Toll Collection System maintenance (the "Contract") with Schneider Electric Mobility NA, Inc. (formerly Telvent USA Corporation); and

WHEREAS, the Mobility Authority anticipates the commencement of tolling operations on the MoPac Improvement Project in 2016; and


WHEREAS, Work Authorization No. 3 with Schneider Electric Mobility NA, Inc. provides for operation of the MoPac Improvement Project Toll and the Traffic Management Systems for a period of twelve (12) months; and

WHEREAS, the Executive Director recommends approval of Work Authorization No. 3 under the Contract with Schneider Electric Mobility NA, Inc. which is attached and incorporated into this resolution as Exhibit 1.

NOW THEREFORE, BE IT RESOLVED, that the proposed Work Authorization No. 3 is approved; and,

BE IT FURTHER RESOLVED that the Executive Director may finalize and execute on behalf of the Mobility Authority proposed Work Authorization No. 3 to the maintenance services contract with Schneider Electric Mobility NA, Inc. in the form or substantially the same form attached as Exhibit 1.

Submitted and reviewed by:


Geoffrey S. Petrov, General Counsel

Approved:


Ray A. Wilkerson
Chairman, Board of Directors

EXHIBIT 1

WORK AUTHORIZATION NO. 3

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

WORK AUTHORIZATION

WORK AUTHORIZATION NO. 3

OPERATIONS OF THE MOPAC EXPRESS LANES PROJECT

THIS WORK AUTHORIZATION made pursuant to the terms and conditions of Article 11 of the Contract for Maintenance Services Contract for Toll Collection System, dated March 3, 2007 and as amended (the Contract) entered into by and between the Central Texas Regional Mobility Authority (the “Authority” or “CTRMA”), and Schneider Electric Mobility NA, Inc. (the Contractor).

PART I. The Contractor will perform traffic management center services generally described in the Scope of Work attached hereto as Exhibit A which is incorporated herein and made a part of this Work Authorization.

PART III. The maximum amount payable under this Work Authorization No. 3 is \$ \$294,588 in any 12 consecutive month periods. This amount is based upon the pricing obtained, and is documented by the fee schedule set forth in Exhibit B hereto which is incorporated herein and made a part of this Work Authorization. Exhibits A and B are attached hereto and made a part of this Work Authorization.

PART IV. Payment to the Contractor for the services established under this Work Authorization shall be made in accordance with Article 6 of the Contract.

PART V. This Work Authorization shall commence on the Effective Date of Day One of Toll Revenue Collection and shall be for an initial period of 12 months (the “Initial Term”), The Initial Term may be extended for successive periods of one (1) year each unless and until terminated otherwise. This Work Authorization may be terminated by either party upon the expiration of the Initial Term or any subsequent one year extension of this Work Authorization, provided that at least ninety (90) days’ written notice of termination is given to the other party. .

PART V. This Work Authorization No. 3 does not waive any of the parties' responsibilities and obligations provided under the Contract, and except as specifically modified by this Work Authorization, all such responsibilities and obligations remain in full force and effect.

IN WITNESS WHEREOF, this Work Authorization No. 3 is executed in duplicate counterparts and hereby accepted and acknowledged below.

THE CONTRACTOR:

Signature

Date

Typed/Printed Name and Title

CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

Executed for and approved by the Central Texas Regional Mobility Authority for the purpose and effect of activating and/or carrying out the orders, established policies or work programs heretofore approved and authorized by the Texas Transportation Commission.

Signature

Date

Typed/Printed Name and Title

LIST OF ATTACHMENTS

Exhibit A	Scope of Work
Exhibit B	Fee Schedule/Budget

Exhibit A

Statement of Work

Maintenance & Operations of the MoPac Express Lanes Project

April 2016

Submitted by:



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A1.0 Project Overview

The following overview outlines the basic concept of the MoPac Operations, Image Review and Maintenance and Support of the MoPac Express Lanes Project (Express Lanes). Once the project is in revenue collection The Express Lanes are intended to serve as a reliable north-south travel option along MoPac from Parmer Lane to Lady Bird Lake.

This Scope of Work includes the services, provided by Schneider Electric as the Tolls Systems Integrator (TSI), associated with maintenance and operation of the MoPac Managed Lanes project which includes the Express Lanes Command Center (ELCC), Image Review, Trip Building and monitoring and maintenance of the Express Lanes. The TSI is responsible for the operation and maintenance of the variable tolling system (Toll System) and related Intelligent Transportation Systems in support of the Toll Management System (TMS) described in Toll System and Toll-related ITS Design, Installation, and Testing, Work Authorization 10 (WA#10). The TMS components include, but not limited to closed circuit television (CCTV) cameras, traffic detection system (TDS), variable toll message signs (VTMS), VTMS cameras and VTMS Automatic Vehicle Identification (AVI) equipment. The TSI shall meet the Service Level Agreements and Key Performance Indicators provided in Exhibit 5-1: Service level Agreements and Key Performance Indicators within WA#10. For Maintenance, the TSI's duties, Responsibilities and Liabilities in regards to Performance Measurements are contained within the Maintenance Contract, executed March 3, 2007; Sections 7 Contractor Representations and Warranties and 10.0 Performance Measurement.

The Express Lanes will be in operation and collecting tolls 24 hours a day, 7 days a week, 365 days a year based on current approved business rules, with the exception of limited periodic maintenance intervals.

The Mobility Authority will be responsible for operations of the EXPRESS LANES.

A2.0 Scope of Work Summary

This Authorization is effective for a period of twelve (12) months from Day One of Toll Revenue Collection. This Scope of Work covers two tasks outlined below:

Task 1 – Operations: Manage and operate the Express Lanes Command Center (ELCC) located at 104 North Lynnwood Trail, Cedar Park, Texas 78613, for the purposes of monitoring, supporting Austin Public Safety staff in returning the Express Lanes to normal operational flow, image review and trip building. The term of the Operations Contract shall be for an initial period of one (1) year (the "Initial Term"), commencing on the Effective Date of Day One of Toll Revenue Collection. The Initial Term shall be extended automatically for successive periods of one (1) year each unless and until terminated otherwise. The Operations Contract may be terminated by either party upon the expiration of the Initial Term or any subsequent one year extension of this Operations Contract, provided that at least ninety (90) days' written notice is given to the other party prior to the expiration of the Initial Term and any additional subsequent terms.

Task 2 – Maintenance: Provide monitoring, operations and maintenance support for roadside and Intelligent Transportation (ITS) Equipment identified in WA #10, Exhibit A; Section A3.04, to monitor and validate the accurate operations of the Express Lanes, the Project Host and the Toll System MoPac Express lanes and SH 71 Express Lanes Project. The term of the Maintenance Contract shall be for an initial period of one (1) year (the “Initial Term”), commencing on the Effective Date of Day One of Toll Revenue Collection. The Initial Term shall be extended automatically for successive periods of one (1) year each unless and until terminated otherwise. The Maintenance Contract may be terminated by either party upon the expiration of the Initial Term or any subsequent one year extension of this Maintenance Contract, provided that at least ninety (90) days’ written notice is given to the other party prior to the expiration of the Initial Term and any additional subsequent terms.

A3.0 Task 1 - Operations

- The TSI shall staff the ELCC during peak hours and in operations from 5:30am – 8pm, 5 days a week excluding holidays in accordance with the Work Breakdown Structure and Staffing Plan (Exhibit B). In no event shall the TSI operator leave the ELCC unstaffed during an emergency, active event or incident, even at the end of a shift.
- This task consists of work necessary to provide on-site monitoring of the ELCC and the systems, variable pricing engine, toll rates, performance of manual tasks necessary for the system's effective operation, and the operations of the ELCC.
- TSI shall provide on-site monitoring and traffic control device operation. TSI shall provide the required level of personnel necessary to cover shifts. Shifts can be split or modified, as long as the appropriate staffing levels are maintained
- TSI shall provide continuous monitoring of the variable pricing engine results, participate and lead toll rate discussions, provide tuning and configuration updates to the parameters required to meet the CTRMA goals.
- TSI shall provide on-site monitoring of closed circuit television, police radio channels, public safety computer-aided dispatch terminals, Internet-based information sources and software programs
- The EXPRESS LANES will be operated with variable pricing. Operators will strive to maintain reliable travel conditions through the use of variable tolls, established to proactively monitor demand on the facility. Reliable travel conditions are defined as Level of Service (LoS) C or better, with average speeds of 53 mph or higher.
- EXPRESS LANES operations will be monitored and pricing may be adjusted manually if necessary, to achieve the desired effect on traffic. However, it is the intent the system will operate in an automated manner, to the extent possible, under normal traffic conditions. Traffic sensors will be used to monitor continuously the operating conditions of the EXPRESS LANES and a variable toll rate will be calculated to manage demand, in order to maintain an acceptable LoS.

A3.1 Operations Staffing

TSI shall provide the services including, but not limited to, management, administrative and technical aspects of the Operations Contract. All activities are required to be tracked, meeting minutes produced and coordination activities documented.

TSI shall provide CTRMA with Project Manager for the life of the Contract, as well as an Operations Supervisor for the Operations staff. Any changes to the TSI Project Manager

or any of the other indicated personnel in this Contract shall be subject to review and approval by CTRMA in writing. The hiring and training timeline of these personnel is referenced in the Work Breakdown Structure and Staffing Plan (Attachment A)

A3.2 ELCC Supervisor and Operators

TSI shall provide the names and resumes for all management positions. TSI shall provide the names for all non-management positions.

Operations staff classifications will include the following TSI positions, as a minimum:

1. ELCC Shift Supervisor
2. ELCC Operators (2)

In addition to a ELCC Shift Supervisor, initially it is anticipated that there will be 2 full-time equivalent ELCC Operators covering the following shifts, 13 hours per day and five (5) days per week:

1. Morning shift: 5:30 AM to 1:30 PM
2. Afternoon shift: 12:00 Noon to 8:00 PM

A3.3 Purpose

The primary purpose of the Operations Staffing is to provide a weekday AM and PM peak staff to operate the EXPRESS LANES, which includes:

1. Monitor, direct, and administer the personnel designated to operate and support the Tolling, ATMS, and Managed Lanes system.
2. Perform traffic incident detection and verification using the ATMS and available tools.
3. Provide reporting and announcement of roadwork, incidents and events.
4. Support the CTECC by reporting incidents when detected, as well as support First Responders in incident management and recovery.
5. Coordinate operations & roadwork information with various partner agencies.
6. Provide training of staff and updates of procedures to facilitate the improvement of operations and day-to-day interaction.
7. Provide support during emergencies, storms, and other significant events.
8. Support the development of continuous improvement processes through performance measures and self-assessments.
9. Furnish materials, supplies, tools, equipment, labor, and other incidentals necessary for the work in accordance with project documents.

A3.4 Duties

- The duties for Task 1 consists of all work necessary to manage all of the Personnel included, but not limited to, general oversight of ELCC operators, Quality Assurance and Quality Control, operational assistance during emergencies; weather-related storms, and other significant events as well as general contract administration. It also includes participation in meetings by the TSI.
- TSI personnel shall be scheduled to work Monday through Friday from 5:30am – 8pm. In no event shall the TSI operator leave the ELCC unstaffed during an emergency, active event or incident, even at the end of a shift.

A3.5 Sub-Task Descriptions for Task 1 - Operations:

- a. TSI shall employ, train, supervise, and schedule ELCC operators. The hiring and training timeline of these personnel is referenced in Exhibit B, MoPac Staffing Plan. This shall include accommodating vacations, sick leave, and other absences of CTRMA Operations personnel by providing adequate training and supervision of relief operators, and on-call personnel.
- b. TSI Operations personnel shall be responsible for issuing a work order for equipment repair and helping to establish priorities for repair of failed equipment shall also be considered part of this task.
- c. TSI shall attend regular meetings with CTRMA to cooperatively identify and prioritize work to be performed.
- d. TSI shall maintain records and documentation as directed to support the overall operations of the ELCC, and provide data for documenting performance measures and progress.
- e. TSI shall participate in post-incident debriefings with all appropriate Agencies involved in managing such major traffic incident, to determine whether existing operating procedures should be changed.
- f. TSI personnel assigned to this task shall be available to respond to electronic notifications within one hour during off-duty hours to provide assistance as appropriate. In the event of a significant incident or situation outside of the scope of the Standard Operating Procedures.
- g. TSI shall provide adequate staff and resources for all tasks and activities throughout the duration of the contract, including planned and unplanned staff absences, emergencies, storms, and other significant events.
- h. TSI shall prepare and submit monthly invoices and progress reports in accordance with applicable CTRMA requirements. Clerical/Administrative support staff will prepare consultant invoices, reports, forms, letters, and any other official project related correspondences, as well as hiring of staff and or other personnel related duties. The Clerical/ Administrative support staff are not expected to have ELCC-related activities as a full-time task nor are they to be based at the ELCC.
- i. During peak periods, on holiday weekends, special events, and/or emergency conditions, greater levels of staffing may be required by CTRMA. If CTRMA deems additional TSI personnel are necessary to operate the expanded functions of the MoPac project, the TSI shall provide extra staff (provided a minimum of four-hour notice is provided) for the short-term. . In no event shall the TSI operator leave the ELCC unstaffed during an emergency, active event or incident, even at the end of a shift. If CTRMA determines the additional ELCC staff will be a permanent position requirement, the staffing level shall be adjusted via supplemental agreement. Additional pricing estimates shall be provided upon request.
- j. TSI shall participate in the monitoring of traffic incidents by issuing appropriate notifications to the CTECC and activating motorist information resources from the ELCC during the previously given hours of operation. All other times the CTECC will be

monitoring for incidents. Problems encountered with any of the systems must be reported immediately to the appropriate systems support personnel as described in the Standard Operating Procedures.

- k. TSI shall provide coordinated monitoring of incidents with CTRMA and outside agency personnel. Incident monitoring shall be performed in accordance with the Standard Operating Procedures.
- l. TSI shall answer phone inquiries and coordinate incident-related activities with operational partners and provide them with the necessary information about traffic conditions. Telephone calls from the media shall be referred to appropriate CTRMA Personnel.
- m. TSI shall perform Trip verification activities, inspection of queued images within 48 hours to verify posting of toll rates and charges for trips.
- n. TSI shall perform Trip verification activities, including visual inspection and verification of toll charges for Trips within 72 hours as described in the Image Review Operational Procedures.
- o. TSI will provide Image Reviewed plates for trip building purpose and image based tolling that will be sent directly to Image Billing vendor as described in the Image Review Operational Procedures.

A4.0 Task 2 - Maintenance

- TSI shall provide monitoring, support and maintenance for all items installed and integrated as part of the MIP. These items include, but not limited to items identified in WA #10, Exhibit A, Appendix F and Exhibit H: four (4) gantry locations for toll system installation, Variable toll message signs(VTMS) and VTMS cameras, traffic detection systems, CCTV cameras, Project Host, servers, generators, uninterruptable power supplies, toll collection equipment, cameras, switches, cabling, Violation Enforcement System, software and configuration items for Automatic Vehicle Identification, Automatic Vehicle Detection System, Image Capture and Processing System, Digital Video Audit System.
- TSI shall ensure the MoPac Express Lanes system meets the Service Level Agreements and Key Performance Indicators identified and agreed to in Work Authorization #10, Section 5 Performance Requirements.

A4.1 Sub-Task Descriptions for Task 2 – Maintenance:

- Four toll collection points are defined on the MoPac Expressway. TSI will be responsible for maintaining the entirety of the Express Lanes, including all components provided directly by the system integration contract with Schnieder Electric.
- On-site monitoring of traffic control device operation, managed lanes, and variable message sign system of the systems includes monitoring of and dialog with, but not limited to:
 - i. The relevant software program and the associated/related field equipment;
and

- ii. The software computer programs that allow operators to create/activate/deactivate messages on variable message signs. Each of these sets of computer programs provides for operator dialogue using computer terminals.

A5.0 Contract Support

This task covers work by TSI to update Standard Operating Procedure manuals for use in day-to-day operations and to provide necessary training. CTRMA shall review and approve proposed training procedures. TSI shall provide materials to CTRMA documenting the training of personnel. This task also includes proactively assisting CTRMA in minimizing the impact of construction, maintenance, and other activities on the motoring public.

5.1 Sub-Task Descriptions for Support Task:

- a. TSI shall work with CTRMA to develop and update the Standard Operating Procedures (SOP) Manuals for use. Due to the nature of operations, this shall be an ongoing task that will take place at any time an SOP needs to be updated. TSI shall, at a minimum, review all SOPs on a semi-annual basis and provide CTRMA with recommendations for changes to address current operational conditions.
- b. TSI shall provide training to new operations personnel and in-service training to existing staff. The training shall be based on the current CTRMA SOP manuals. Training shall be provided on an as-needed basis as TSI staff is transitioned into the project; when new or significant changes are applied to SOPs or software programs; or when individual operator performance indicates the need for remedial training. Training shall include formal classroom style exercises and hands-on training. The training shall provide for knowledge checks to ensure they are competent prior to their being assigned to the operations tasks. Training shall also include side-by-side mentoring in the form of assignment to the operations tasks for at least one week under the supervision of a Supervisor. This applies to both new operators and operators for whom remedial training is required.
- c. In order to keep the staff current with their abilities, TSI shall conduct “in-service” training to all staff. This shall be in the form of written exercises, or other CTRMA approved methods, and shall take place at least once per month.
- d. Maintenance Personnel and other entities with approved, planned lane closures on State Highways will send information to the TMC describing the details of the activities and lane closures in advance of the closure. TSI personnel will enter this information into the EcoTrafix ATMS software, prepare DMS plans for the work, and forward non-maintenance work and DMS plan information to appropriate CTRMA personnel, in accordance with Standard Operating Procedures.
- e. On a daily basis, TSI personnel shall review systematically the roadwork information received at the ELCC and identify those locations competing needs for lane closures exist. TSI personnel shall notify the appropriate parties when a conflict is identified. It will be the responsibility of the competing parties to resolve the conflict.

- f. On a daily basis, and in accordance with Standard Operating Procedures, TSI personnel shall prepare and distribute a summary report of the scheduled roadwork and send roadwork notifications to CTRMA personnel.

A5.3 PERFORMANCE MANAGEMENT

TSI shall carry out all Work in accordance with the Project Schedule and in a prompt, skillful and careful manner, using qualified personnel and in accordance with the "Standard of Care" defined as that level of care and skill ordinarily exercised by other Employees currently practicing in the same locality under similar conditions. Employees shall perform the Work in a manner that is coordinated with contractor activities on the Project, and in accordance with the terms and conditions of this Work Authorization and the Agreement.

TSI will ensure that operators are compliant with established corporate policy regarding performance evaluation, training, and mentoring. Performance reviews and improvement will also be in accordance with established corporate guidelines.

A5.4 Staffing MANAGEMENT

TSI shall ensure employees meet the following minimum requirements:

- 1) Current driver license or Texas Identification (ID) card in accordance with the Texas Statutes.
- 2) Minimum age of eighteen (18) years old.
- 3) Proof of education, certifications, diploma(s), degree(s), professional affiliation(s).
- 4) Document the minimum of the last five (5) employment positions unless having worked less after graduating high school or college.

TSI shall conduct reference checks on all TSI personnel proposed to be used on/during this Contract and will keep all reference records on file and available to CTRMA for the Contract period.

TSI, during the Contract period, shall, prior to hiring, have resumes of all proposed staff and all new hires along with copies of Driver's Licenses or State of Texas issued ID on file for CTRMA review.

**ATTACHMENT B
FEE SCHEDULE**

Operation Cost Elements						
Item No.	Description	Unit	Rate / Hr	Unit Price per Month	MoPac Express	
					QTY.	Per Month
110	Base Monthly Fee	1		\$12,500.00	0	0
111	Software Engineer	160	\$143.11		0	0
112	System Engineer	160	\$156.68		0	0
113	Technician	173	\$109.80		0	0
114	Technician ODC's	1		\$2,039.00	0	0
115	Operation Support	173	\$47.30		3	24,548.70
					Total \$ /Mo.	\$24,549

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

RESOLUTION NO. 16-025

ACCEPT THE FINANCIAL STATEMENTS FOR MARCH 2016

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

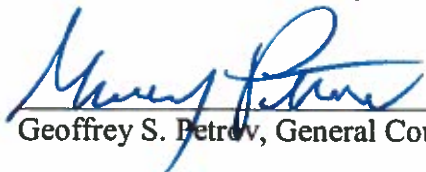
WHEREAS, the Board has adopted policies and procedures intended to provide strong fiscal oversight and which authorize the Executive Director, working with the Mobility Authority’s Chief Financial Officer, to review invoices, approve disbursements, and prepare and maintain accurate financial records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

WHEREAS, the Executive Director, working with the Chief Financial Officer, has reviewed and authorized the disbursements necessary for the month of March 2016, 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 March 2016, attached as Exhibit 1.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 3RD day of May 2016.

Submitted and reviewed by:



Geoffrey S. Petrov, General Counsel

Approved:



Ray A. Wilkerson
Chairman, Board of Directors

Exhibit 1

Financial Statements for March 2016

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 3/31/2016	Percent of Budget	Actual PY to Date 3/31/2015
Revenue				
Operating Revenue				
Toll Revenue-TxTag-183A	32,107,731	20,751,872	64.63%	19,660,860
Toll Revenue-HCTRA-183A	1,678,072	1,829,357	109.02%	1,181,725
Toll Revenue-NTTA-183A	1,425,660	2,983,575	209.28%	743,677
Toll Revenue-TxTag-Manor	8,014,417	6,986,107	87.17%	5,808,403
Toll Revenue-HCTRA Manor	1,561,572	1,374,874	88.04%	1,243,620
Toll Revenue-NTTA-Manor	392,459	449,944	114.65%	272,685
Video Tolls 183A	9,541,998	6,343,062	66.48%	4,911,964
Video Tolls Manor Expressway	4,334,167	2,529,209	58.36%	1,693,352
Fee revenue 183A	2,471,500	2,374,568	96.08%	1,549,966
Fee revenue Manor Expressway	885,000	1,191,432	134.63%	697,417
Total Operating Revenue	62,412,575	46,814,000	75.01%	37,763,669
Other Revenue				
Interest Income	250,000	1,324,659	529.86%	232,066
Grant Revenue	3,130,258	65,950,161	2106.86%	86,916,108
Reimbursed Expenditures	-	2,849	-	-
Misc Revenue	-	48,322	-	15,959
Total Other Revenue	3,380,258	67,325,991	1991.74%	87,164,132
Total Revenue	\$ 65,792,833	\$ 114,139,992	173.48%	124,927,801

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 3/31/2016	Percent of Budget	Actual PY to Date 3/31/2015
Expenses				
Salaries and Wages				
Salary Expense-Regular	2,710,710	2,069,019	76.33%	1,743,159
Part Time Salary Expense	36,000	-	-	-
Overtime Salary Expense	3,000	-	-	-
Salary Reserve	40,000	-	-	-
TCDRS	349,552	284,389	81.36%	235,412
FICA	109,682	91,008	82.97%	70,401
FICA MED	34,956	30,130	86.20%	25,406
Health Insurance Expense	232,154	194,158	83.63%	160,980
Life Insurance Expense	6,468	3,179	49.14%	3,069
Auto Allowance Expense	10,200	7,650	75.00%	1,275
Other Benefits	203,942	147,052	72.10%	119,827
Unemployment Taxes	14,400	407	2.82%	4,158
Total Salaries and Wages	3,751,064	2,826,992	75.37%	2,363,688

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 3/31/2016	Percent of Budget	Actual PY to Date 3/31/2015
Administrative				
Administrative and Office Expenses				
Accounting	7,500	14,708	196.11%	5,575
Auditing	75,000	36,247	48.33%	51,888
Human Resources	50,000	19,746	39.49%	81,753
IT Services	64,000	41,029	64.11%	40,405
Internet	1,700	4,587	269.84%	1,098
Software Licenses	76,100	22,157	29.12%	18,880
Cell Phones	13,600	8,910	65.51%	8,473
Local Telephone Service	13,000	9,683	74.49%	10,882
Overnight Delivery Services	850	119	13.99%	128
Local Delivery Services	900	276	30.64%	-
Copy Machine	12,000	10,577	88.14%	8,288
Repair & Maintenance-General	1,000	2,034	203.40%	965
Meeting Facilities	250	-	-	-
Community Meeting/ Events	2,000	616	30.80%	-
Meeting Expense	15,000	5,973	39.82%	6,214
Public Notices	2,000	-	-	-
Toll Tag Expense	1,700	714	42.01%	895
Parking	3,475	2,291	65.94%	2,375
Mileage Reimbursement	9,600	3,411	35.53%	3,811
Insurance Expense	180,000	96,487	53.60%	68,968
Rent Expense	525,000	357,978	68.19%	321,201
Legal Services	220,000	96,481	43.85%	89,614
Total Administrative and Office Expenses	1,274,675	734,024	57.59%	721,411
Office Supplies				
Books & Publications	5,950	1,082	18.19%	2,122
Office Supplies	12,000	17,090	142.41%	6,823
Computer Supplies	20,200	11,808	58.46%	8,714
Copy Supplies	2,200	1,333	60.58%	939
Other Reports-Printing	13,000	5,088	39.14%	553
Office Supplies-Printed	2,700	3,060	113.35%	1,073
Misc Materials & Supplies	3,000	2,238	74.61%	538
Postage Expense	5,850	462	7.90%	507
Total Office Supplies	64,900	42,161	64.96%	21,268

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 3/31/2016	Percent of Budget	Actual PY to Date 3/31/2015
Communications and Public Relations				
Graphic Design Services	50,000	20,335	40.67%	5,546
Website Maintenance	100,000	14,222	14.22%	4,385
Research Services	50,050	-	-	3,598
Communications and Marketing	250,000	140,643	56.26%	122,838
Advertising Expense	225,200	110,240	48.95%	53,813
Direct Mail	10,000	380	3.80%	420
Video Production	20,000	34,229	171.14%	-
Photography	10,000	9,232	92.32%	-
Radio	10,000	-	-	-
Other Public Relations	27,500	71,430	259.75%	-
Promotional Items	17,500	8,322	47.55%	6,979
Displays	5,000	-	-	159
Annual Report printing	14,000	1,706	12.19%	-
Direct Mail Printing	11,300	-	-	-
Other Communication Expenses	1,500	769	51.30%	5,472
Total Communications and Public Relations	802,050	411,509	51.31%	203,208
Employee Development				
Subscriptions	1,500	8,430	562.02%	1,147
Memberships	37,100	36,451	98.25%	31,148
Continuing Education	4,550	3,000	65.93%	3,520
Professional Development	12,200	-	-	4,743
Other Licenses	950	430	45.26%	457
Seminars and Conferences	41,000	9,945	24.26%	24,176
Travel	88,000	49,439	56.18%	24,032
Total Employee Development	185,300	107,695	58.12%	89,224

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 3/31/2016	Percent of Budget	Actual PY to Date 3/31/2015
Financing and Banking Fees				
Trustee Fees	16,000	3,225	20.16%	-
Bank Fee Expense	8,000	4,362	54.53%	3,930
Continuing Disclosure	10,000	-	-	19,147
Arbitrage Rebate Calculation	8,000	3,685	46.06%	7,970
Loan Fee Expense	5,000	-	-	-
Rating Agency Expense	50,000	14,000	28.00%	13,500
Total Financing and Banking Fees	97,000	25,272	26.05%	44,547
Total Administrative	2,423,925	1,320,661	54.48%	1,079,658
Operations and Maintenance				
Operations and Maintenance Consulting				
General Engineering Consultant	250,000	-	-	(5,718)
GEC-Trust Indenture Support	142,000	95,309	67.12%	109,195
GEC-Financial Planning Support	10,000	440	-	5,436
GEC-Toll Ops Support	20,000	3,180	15.90%	7,522
GEC-Roadway Ops Support	261,000	292,114	111.92%	226,369
GEC-Technology Support	15,000	37,787	251.91%	-
GEC-Public Information Support	-	27,561	-	738
GEC-General Support	318,000	324,380	102.01%	246,104
General System Consultant	175,000	125,960	71.98%	85,719
Traffic and Revenue Consultant	60,000	66,553	110.92%	32,515
Total Ops and Mtce Consulting	1,251,000	973,283	77.80%	707,880
Road Operations and Maintenance				
Roadway Maintenance	1,800,000	993,327	55.18%	409,308
Landscape Maintenance	110,000	108,103	98.28%	137,838
Signal & Illumination Maint	20,000	125,140	625.70%	60,821
Maintenance Supplies-Roadway	30,000	68,460	228.20%	251
Tools & Equipment Expense	250	475	190.16%	227
Gasoline	6,000	1,845	30.76%	1,801
Repair & Maintenance-Vehicles	1,500	7,318	487.87%	2,422
Roadway Operations	-	521	-	-
Electricity - Roadways	160,000	109,261	68.29%	84,671

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 3/31/2016	Percent of Budget	Actual PY to Date 3/31/2015
Total Road Operations and Maintenance	2,127,750	1,414,451	66.48%	697,339
Toll Processing and Collection Expense				
Image Processing	4,527,740	1,354,477	29.92%	1,645,618
Tag Collection Fees	2,823,744	2,277,894	80.67%	1,580,950
Court Enforcement Costs	30,000	10,525	35.08%	20,955
DMV Lookup Fees	4,000	1,944	48.60%	2,689
Total Toll Processing and Collections	7,385,484	3,644,839	49.35%	3,250,211
Toll Operations Expense				
Facility maintenance	-	787	-	67
Generator Maintenance	10,000	5,512	55.12%	6,300
Generator Fuel	6,000	1,291	21.51%	749
Fire and Burglar Alarm	500	370	74.02%	370
Elevator Maintenance	2,800	-	-	-
Refuse	800	606	75.69%	532
Pest Control	1,600	3,074	192.14%	1,732
Custodial	2,000	1,313	65.63%	2,331
Telecommunications	80,000	56,568	70.71%	59,482
Water	8,000	8,367	104.58%	3,490
Electricity	-	-	-	10,166
Repair & Maintenance Toll Equip	500,000	365,029	73.01%	-
Law Enforcement	265,225	155,376	58.58%	188,888
ETC Maintenance Contract	1,368,000	910,200	66.54%	910,358
ETC Testing	70,000	-	-	-
Total Toll Operations	2,314,925	1,508,493	65.16%	1,184,465
Total Operations and Maintenance	13,079,159	7,541,066	57.66%	5,839,895
Other Expenses				
Special Projects and Contingencies				
HERO	1,400,000	910,017	65.00%	950,744
Special Projects	200,000	589,976	294.99%	363,585
Other Contractual Svcs	130,000	32,369	24.90%	41,109
Contingency	165,000	16,104	9.76%	-

Central Texas Regional Mobility Authority
Income Statement
All Operating Departments

Account Name	Budget Amount FY 2016	Actual Year to Date 3/31/2016	Percent of Budget	Actual PY to Date 3/31/2015
Total Special Projects and Contingencies	1,895,000	1,548,467	81.71%	1,355,438
Non Cash Expenses				
Amortization Expense	275,000	287,423	104.52%	199,989
Amort Expense - Refund Savings	1,030,000	770,895	74.84%	770,895
Dep Exp- Furniture & Fixtures	5,000	920	18.39%	-
Dep Expense - Equipment	15,000	6,980	46.53%	6,235
Dep Expense - Autos & Trucks	10,000	3,778	37.78%	5,174
Dep Expense-Buildng & Toll Fac	200,000	132,836	66.42%	132,836
Dep Expense-Highways & Bridges	20,000,000	12,681,229	63.41%	12,459,813
Dep Expense-Communic Equip	250,000	147,086	58.83%	147,086
Dep Expense-Toll Equipment	3,000,000	2,065,166	68.84%	2,057,129
Dep Expense - Signs	350,000	244,420	69.83%	241,778
Dep Expense-Land Improvemts	900,000	663,701	73.74%	656,239
Depreciation Expense-Computers	28,000	12,260	43.79%	20,509
Total Non Cash Expenses	26,063,000	17,016,692	65.29%	16,697,684
Total Other Expenses	27,958,000	18,565,159	66.40%	18,053,122
Non Operating Expenses				
Non Operating Expense				
Bond issuance expense	200,000	160,131	80.07%	160,131
Interest Expense	44,660,046	31,230,126	69.93%	30,921,886
Community Initiatives	65,000	35,000	53.85%	46,000
Total Non Operating Expense	44,925,046	31,425,257	69.95%	31,128,017
Total Expenses	\$ 92,137,194	\$ 61,679,135	66.94%	\$ 58,464,381
Net Income	\$ (26,344,361)	\$ 52,460,857		\$ 66,463,420

Central Texas Regional Mobility Authority

Balance Sheet

as of 3/31/2016

as of 3/31/2015

Assets

Current Assets

Cash

Regions Operating Account	\$1,050,648	\$576,588
Cash In TexSTAR	582,054	681,056
Regions Payroll Account	170,760	136,374

Restricted Cash

Fidelity Govt MMA	342,687,118	225,194,903
Restricted Cash-TexStar	6,828,284	8,552,206
Overpayments account	133,822	73,309

Total Cash and Cash Equivalents

	351,452,685	235,214,437
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Accounts Receivable

Accounts Receivable	14,485	14,892
Due From TTA	389,654	599,458
Due From NTTA	435,272	317,070
Due From HCTRA	737,878	572,053
Due From TxDOT	32,064,693	2,057,769
Interest Receivable	244,326	29,101

Total Receivables

	33,886,307	3,590,342
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Short Term Investments

Agencies	188,823,219	54,730,861
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Total Short Term Investments

	188,823,219	54,730,861
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Total Current Assets

	574,162,211	293,535,640
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Total Construction In Progress

	281,592,921	120,204,169
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Fixed Assets (Net of Depreciation)

Computers	44,322	61,016
Computer Software	1,236,213	989,306
Furniture and Fixtures	32,190	-
Equipment	(3,608)	4,635
Autos and Trucks	22,422	2,299
Buildings and Toll Facilities	5,511,932	5,699,940
Highways and Bridges	612,510,757	609,535,764
Communication Equipment	267,450	424,916
Toll Equipment	17,945,754	20,562,637
Signs	11,337,829	11,521,969
Land Improvements	11,730,106	12,413,568
Right of Way	86,849,829	85,152,004
Leasehold Improvements	166,317	184,418

Total Fixed Assets

	747,651,515	746,552,473
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Other Assets

Intangible Assets-Net	12,129,528	13,157,388
2005 Bond Insurance Costs	4,768,351	4,981,859
Prepaid Insurance	70,946	46,260

Total Other Assets

	16,968,826	18,185,508
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Total Assets

	\$1,620,375,473	\$1,178,477,790
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Central Texas Regional Mobility Authority

Balance Sheet

as of 3/31/2016

as of 3/31/2015

Liabilities

Current Liabilities

Accounts Payable	\$1,746,644	\$874,863
Construction Payable-Maha Loop	3,114,298	5,978,720
Overpayments	136,012	75,134
Interest Payable	14,264,366	9,958,869
Due to Other Funds	28,672	-
TCDRS Payable	41,529	40,793
Medical Reimbursement Payable	(1,042)	-
Due to Other Entities	778,377	1,079,593
Other	650,000	-

Total Current Liabilities	20,758,856	18,007,973
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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	114,720,132	110,770,441
Senior Lien Revenue Bonds 2011	309,296,173	308,491,120
Senior Refunding Bonds 2013	147,880,000	182,555,000
Senior Lien Revenue Bonds 2015	298,790,000	-
Senior Lien Put Bnd 2015	68,785,000	-
Sn Lien Rev Bnd Prem/Disc 2010	22,428	63,047
Sn Lien Rev Bnd Prem/Disc 2011	(3,287,839)	(3,471,214)
Sn Lien Rev Bnd Prem/Disc 2013	12,566,469	14,847,451
Sn Lien Revenue Bnd Prem 2015	23,469,485	-
Sn Lien Put Bnd Prem 2015	7,919,041	-

Total Senior Lien Revenue Bonds	980,160,889	613,255,844
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Sub Lien Revenue Bonds:

Subordinated Lien Bond 2011	70,000,000	70,000,000
Sub Refunding Bnds 2013	102,030,000	102,530,000
Sub Lien Bond 2011 Prem/Disc	(1,715,555)	(1,813,536)
Sub Refunding 2013 Prem/Disc	2,935,581	3,422,264

Tot Sub Lien Revenue Bonds	173,250,026	174,138,728
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Other Obligations

TIFIA Note 2015	50,746	-
SIB Loan 2015	34,799	-
State Highway Fund Loan 2015	34,799	-
2011 Regions Draw Down Note	-	1,730,258
2013 American Bank Loan	5,300,000	5,300,000

Total Other Obligations	5,420,344	7,030,258
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Total Long Term Liabilities	1,159,020,348	794,613,919
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Total Liabilities	1,179,779,204	812,621,892
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Net Assets

Contributed Capital	35,847,060	35,847,060
Net Assets Beginning	352,288,352	263,492,791
Current Year Operations	52,460,857	66,516,047
Total Net Assets	440,596,268.89	365,855,898

Total Liabilities and Net Assets	\$1,620,375,473	\$1,178,477,790
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Central Texas Regional Mobility Authority
Statement of Cash Flows - FY 2016
as of March 31, 2016

Cash flows from operating activities:

Receipts from toll fees	\$46,923,369
Receipts from Department of Transportation	
Receipts from other fees	51,171
Receipts from interest income	
Payments to vendors	(10,301,348)
Payments to employees	(2,841,142)
Net cash flows provided by (used in) operating activities	<u>33,832,051</u>

Cash flows from capital and related financing activities:

Proceeds from bonds	397,639,040
Receipts from Department of Transportation	46,106,505
Payments on principal	(36,905,258.10)
Payments on interest	(34,507,705)
Acquisitions of construction in progress	(162,101,202)
Net cash flows provided by (used in) capital and related financing activities	<u>210,231,381</u>

Cash flows from investing activities:

Interest income	1,144,036
Purchase of investments	(201,544,730)
Proceeds from sale or maturity of investments	41,322,732
Net cash flows provided by (used in) investing activities	<u>(159,077,962)</u>

Net increase (decrease) in cash and cash equivalents 84,985,469

Cash and cash equivalents at beginning of period	<u>259,056,878</u>
Cash and cash equivalents at end of March	<u><u>\$344,042,348</u></u>

Reconciliation of change in net assets to net cash provided by operating activities:

Operating income	<u>\$16,369,063</u>
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation and amortization	15,958,374
Changes in assets and liabilities:	
Decrease in accounts receivable	160,540
(Increase) decrease in prepaid expenses and other assets	(47,816)
(Increase) in non-cash revenue (due from other agencies)	
(Decrease) increase in accounts payable	(557,943)
Increase (decrease) in accrued expenses	891,514
(Decrease) increase in Deferred Revenue	
(Increase) in deferred inflow of resources	1,058,318
Total adjustments	<u>17,462,988</u>
Net cash flows provided by (used in) operating activities	<u><u>\$33,832,051</u></u>

Reconciliation of cash and cash equivalents:

Unrestricted cash and cash equivalents	\$1,355,229
Restricted cash and cash equivalents	<u>342,687,118</u>
Total	<u><u>\$344,042,348</u></u>

INVESTMENTS by FUND

		Balance March 31, 2016		
Renewal & Replacement Fund				
TexSTAR	3,112.31			7,410,337.74
Regions Sweep	688,114.72			-
Agencies		691,227.03		339,668,823.92
TxDOT Grant Fund				188,823,024.72
TexSTAR	82,340.61			\$ 535,902,186.38
Regions Sweep	9,455,442.00			
CD's				
Agencies		9,537,782.61		
Senior Debt Service Reserve Fund				
TexSTAR	591,080.42			
Regions Sweep	43,822,812.19			
Agencies	37,423,245.48	81,837,138.09		
Senior Debt Service Reserve 2015				
Regions Sweep	-	-		
2010 Senior Lien DSF				
Regions Sweep	1,264,064.92			
TexSTAR	-	1,264,064.92		
2011 Debt Service Acct				
Regions Sweep	6,717,300.03	6,717,300.03		
2013 Sr Debt Service Acct				
Regions Sweep	2,899,021.49	2,899,021.49		
2013 Sub Debt Service Account				
Regions Sweep	1,400,897.30	1,400,897.30		
2015 Sr Capitalized Interest				
Regions Sweep	75,468,093.84	75,468,093.84		
2015A Debt Service Account				
Regions Sweep	3.30	3.30		
2015B Debt Service Account				
Regions Sweep	859,868.96	859,868.96		
2011 Sub Debt DSRF				
Regions Sweep	7,069,810.39			
CD's		7,069,810.39		
2011 Sub DSF				
Regions Sweep	1,636,338.48	1,636,338.48		
Operating Fund				
TexSTAR	582,053.94			
TexSTAR-Trustee	1,973,366.87			
Regions Sweep	-	2,555,420.81		
Revenue Fund				
Regions Sweep	3,540,558.39	3,540,558.39		
General Fund				
TexSTAR	53.78			
Regions Sweep	28,752,744.21			
Agencies		28,752,797.99		
2013 Sub Debt Service Reserve Fund				
Regions Sweep	8,463,839.91			
Agencies		8,463,839.91		
MoPac Construction Fund				
Regions Sweep	71,607,858.92	71,607,858.92		
2011 Sub Debt Project fund				
TexSTAR	4,178,329.81			
Agencies				
Regions Sweep	9,901,295.12	14,079,624.93		
2015B Project Account				
Regions Sweep	19,725,292.54			
Agencies	20,301,719.21	40,027,011.75		
2015A Project Account				
Regions Sweep	9,512,039.72			
Agencies	131,098,060.03	140,610,099.75		
2015 TIFIA Project Account				
Regions Sweep	183.32	183.32		
2015 State Highway Fund Project Account				
Regions Sweep	1.37	1.37		
2015 SIB Project Account				
Regions Sweep	1.37	1.37		
2011 Sr Financial Assistance Fund				
Regions Sweep	29,281,487.20	29,281,487.20		
2011 Senior Lien Project Fund				
Regions Sweep	99,209.73			
Agencies		99,209.73		
Developer Deposits				
Regions Sweep	100,013.16	100,013.16		
45SW Trust Account Hays County				
Regions Sweep	84,558.61	84,558.61		
45SW Trust Account Travis County				
Regions Sweep	7,317,972.72	7,317,972.72		
		<u>\$ 535,902,186.38</u>		

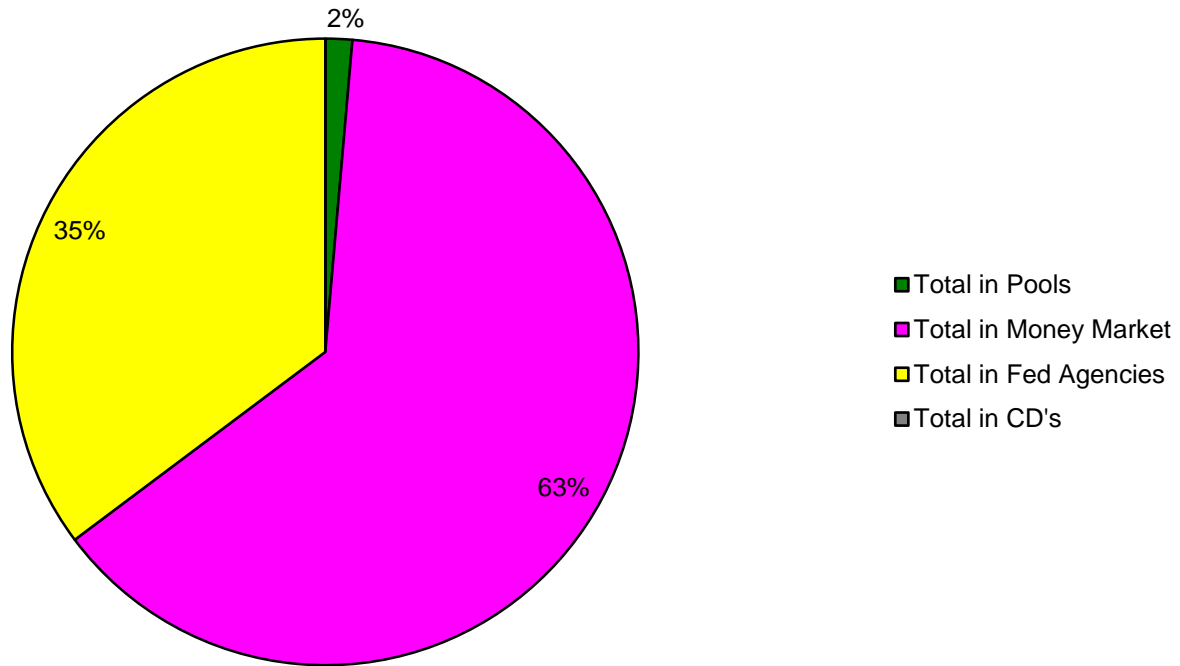
CTRMA INVESTMENT REPORT

	Month Ending 3/31/16					Rate Mar 16	
	Balance 3/1/2016	Additions	Discount Amortization	Accrued Interest	Withdrawals		Balance 3/31/2016
Amount in Trustee TexStar							
2011 Sub Lien Construction Fund	4,177,105.79			1,224.02		4,178,329.81	0.356%
General Fund	53.78					53.78	0.356%
Trustee Operating Fund	2,172,714.58	1,300,000.00		652.29	1,500,000.00	1,973,366.87	0.356%
Renewal and Replacement	3,111.38			0.93		3,112.31	0.356%
TxDOT Grant Fund	82,316.50			24.11		82,340.61	0.356%
Senior Lien Debt Service Reserve Fund	590,907.26			173.16		591,080.42	0.356%
	7,026,209.29	1,300,000.00		2,074.51	1,500,000.00	6,828,283.80	
Amount in TexStar Operating Fund	581,878.70	1,500,000.00		175.24	1,500,000.00	582,053.94	0.356%
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	7,787,496.52			675.15	470,198.95	7,317,972.72	0.100%
45SW Trust Account Hays County	84,552.33			6.28		84,558.61	0.100%
2015A Project Account	96,290,377.34			198,724.32	86,977,061.94	9,512,039.72	0.100%
2015B Project Account	19,602,093.77			123,198.77		19,725,292.54	0.100%
2015 State Highway Fund Project Acct	1.37					1.37	0.100%
2015 TIFIA Project Account	183.31			0.01		183.32	0.100%
2015 SIB Project Account	1.37					1.37	0.100%
2011 Sub Lien Project Acct	10,900,394.70			900.42	1,000,000.00	9,901,295.12	0.100%
2011 Senior Lien Project Acct	299,185.96			23.77	200,000.00	99,209.73	0.100%
Developer Deposits		100,000.00		13.16		100,013.16	0.100%
2011 Sr Financial Assistance Fund	29,279,160.91			2,326.29		29,281,487.20	0.100%
2010 Senior DSF	842,834.09	421,181.17		49.66		1,264,064.92	0.100%
2011 Senior Lien Debt Service Acct	5,773,771.82	943,102.07		426.14		6,717,300.03	0.100%
2011 Sub Debt Service Fund	394,269.49	1,242,053.84		15.15		1,636,338.48	0.100%
2013 Senior Lien Debt Service Acct	1,933,671.70	965,235.82		113.97		2,899,021.49	0.100%
2013 Subordinate Debt Service Acct	934,190.68	466,651.57		55.05		1,400,897.30	0.100%
2015 Sr Capitalized Interest	75,462,098.22			5,995.62		75,468,093.84	0.100%
2015 Capitalized Interest Subaccount	0.00	0.00			0.00	0.00	0.100%
2015 Regions Bank Loan	0.00			0.01		0.01	0.100%
2015A Debt Service Acct	0.00			3.30		3.30	0.100%
2015B Debt Service Acct	573,234.14	286,601.05		33.77		859,868.96	0.100%
TxDOT Grant Fund	9,454,690.81			751.19		9,455,442.00	0.100%
Renewal and Replacement	688,060.05			54.67		688,114.72	0.100%
Revenue Fund	2,859,837.71	6,514,178.32		242.03	5,833,699.67	3,540,558.39	0.100%
General Fund	27,849,050.14	1,300,822.88		2,244.36	399,373.17	28,752,744.21	0.100%
2011 Sub Debt Service Reserve Fund	7,069,248.72			561.67		7,069,810.39	0.100%
Senior Lien Debt Service Reserve Fund	38,782,456.37	5,001,275.08		39,080.74		43,822,812.19	0.100%
Senior Lien Debt Proceeds	1,274.98			0.10	1,275.08	0.00	0.100%
2013 Sub Debt Service Reserve Fund	8,463,167.49			672.42		8,463,839.91	0.100%
MoPac Managed Lane Construction Fund	75,998,365.35			6,094.74	4,396,601.17	71,607,858.92	0.100%
	421,323,669.34	18,541,101.80	0.00	382,262.76	100,578,209.98	339,668,823.92	
Amount in Fed Agencies and Treasuries							
Amortized Principal	114,958,509.78	78,903,405.19	(38,890.25)		5,000,000.00	188,823,024.72	
	114,958,509.78	78,903,405.19				188,823,024.72	
Certificates of Deposit						0.00	
Total in Pools	7,608,087.99	2,800,000.00		2,249.75	3,000,000.00	7,410,337.74	
Total in Money Market	421,323,669.34	18,541,101.80		382,262.76	100,578,209.98	339,668,823.92	
Total in Fed Agencies	114,958,509.78	78,903,405.19	(38,890.25)		5,000,000.00	188,823,024.72	
Total Invested	543,890,267.11	100,244,506.99	(38,890.25)	384,512.51	108,578,209.98	535,902,186.38	

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

William Chapman, CFO

Allocation of Funds



Amount of investments As of March 31, 2016

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND
Fannie Mae	3135G0VA8	Matured	Matured	Matured	0.0468%	1/23/2014	3/30/2016	Senior DSRF
Federal Home loan Bank	3130A4MN9	2,499,600.00	2,499,966.67	2,500,050.00	0.3650%	3/11/2015	4/6/2016	Senior DSRF
Farmer Mac	31315PV55	2,501,200.00	2,500,550.00	2,501,425.00	0.7751%	3/11/2015	2/23/2017	Senior DSRF
Federal Farm Credit	3133ECA79	4,959,250.00	4,972,833.33	4,989,650.00	1.2155%	3/11/2015	3/19/2018	Senior DSRF
Northeast Texas ISD	659155HF6	2,534,600.00	2,511,533.33	2,510,925.00	0.6010%	8/3/2015	8/1/2016	Senior DSRF
Federal Farm Credit	3133EE4K3	24,928,346.00	24,938,362.15	24,997,250.00	0.7200%	1/13/2016	7/21/2017	Senior DSRF
Federal Home loan Bank	3130A5K57	1,254,574.50	1,254,734.79	1,255,037.65	0.3300%	2/5/2016	6/30/2016	2015A Sr Project
Federal Farm Credit	3133EFSG3	10,057,749.23	10,054,709.80	10,046,700.00	0.8421%	2/8/2016	3/14/2018	2015B Sr Project
Federal Home loan Bank	313378QK0	10,253,642.07	10,247,009.41	10,256,100.00	1.0369%	2/8/2016	3/8/2019	2015B Sr Project
Federal Home loan Bank	3030A3J70	5,001,836.28	5,001,506.53	17,007,990.00	0.5781%	2/9/2016	11/23/2016	2015A Sr Project
Federal Home loan Bank	3030A3J70	12,005,994.72	12,004,762.47		0.5580%	2/23/2016	11/23/2016	2015A Sr Project
Freddie Mac	3137EADF3	16,124,658.17	16,107,843.22	16,098,400.00	0.6259%	2/9/2016	11/23/2016	2015A Sr Project
Freddie Mac	3134G4Z84	9,850,343.91	9,845,919.27	9,847,138.00	0.8097%	2/18/2016	10/10/2017	2015A Sr Project
Federal Farm Credit	3133ECKC7	8,000,866.72	8,000,787.93	7,998,640.00	0.6400%	2/23/2016	3/28/2017	2015A Sr Project
Federal Home loan Bank	3130A2T97	8,270,315.03	8,270,315.03	8,269,586.50	0.4922%	3/30/2016	9/28/2016	2015A Sr Project
Federal Home loan Bank	3030A62S5	6,984,310.89	6,985,129.28	7,003,080.00	0.9053%	3/14/2016	8/28/2017	2015A Sr Project
Fannie MAE	3035G0GY3	8,037,563.20	8,034,329.91	8,037,520.00	0.7122%	3/14/2016	1/30/2017	2015A Sr Project
Fannie MAE	3135G0JA2	8,031,624.00	8,029,936.86	8,037,520.00	0.9023%	3/14/2016	4/27/2017	2015A Sr Project
Federal Home loan Bank	3030A7JU0	9,001,789.65	9,001,789.65	9,005,040.00	0.7103%	3/30/2016	3/30/2017	2015A Sr Project
Federal Home loan Bank	303370S22	14,536,023.18	14,520,133.00	14,552,100.00	0.9023%	3/7/2016	9/8/2017	2015A Sr Project
Federal Home loan Bank	3030A5QL6	8,000,900.56	8,000,844.28	8,008,320.00	0.7913%	3/4/2016	6/30/2017	2015A Sr Project
Freddie Mac	3137EADT3	8,013,462.84	8,012,611.97	8,015,600.00	0.6999%	3/4/2016	2/22/2017	2015A Sr Project
Federal Home loan Bank	313379FW4	8,027,415.84	8,027,415.84	8,030,000.00	0.7098%	3/30/2016	6/9/2017	2015A Sr Project
		188,876,066.79	188,823,024.72	188,968,072.15				

Agency	CUSIP #	COST	Cumulative 3/31/2016			Interest Income March 31, 2016		
			Amortization	Book Value	Maturity Value	Accrued Interest	Amortization	Interest Earned
Fannie Mae	3135G0VA8	Matured	Matured	Matured	Matured	2,083.33	(134.62)	1,948.71
Federal Home loan Bank	3130A4MN9	2,499,600.00	(366.67)	2,499,966.67	2,500,000.00	729.17	33.33	762.50
Farmer Mac	31315PV55	2,501,200.00	650.00	2,500,550.00	2,500,000.00	1,666.67	(50.00)	1,616.67
Federal Farm Credit	3133ECA79	4,959,250.00	(13,583.33)	4,972,833.33	5,000,000.00	3,916.67	1,131.94	5,048.61
Northeast Texas ISD	659155HF6	2,534,600.00	23,066.67	2,511,533.33	2,500,000.00	4,166.67	(2,883.33)	1,283.34
Federal Farm Credit	3133EE4K3	24,928,346.00	(10,016.15)	24,938,362.15	25,000,000.00	15,000.00	3,852.37	18,852.37
Federal Home loan Bank	3130A5K57	1,254,574.50	(160.29)	1,254,734.79	1,255,000.00	439.68	90.35	530.03
Federal Farm Credit	3133EFSG3	10,057,749.23	3,039.43	10,054,709.80	10,000,000.00	13,750.00	(1,519.72)	12,230.28
Federal Home loan Bank	313378QK0	10,253,642.07	6,632.66	10,247,009.41	10,000,000.00	15,625.00	(6,632.66)	8,992.34
Federal Home loan Bank	3030A3J70	5,001,836.28	329.75	5,001,506.53	5,000,000.00	3,906.25	(193.97)	3,712.28
Federal Home loan Bank	3030A3J70	12,005,994.72	1,232.25	12,004,762.47	12,000,000.00	9,375.00	(999.12)	8,375.88
Freddie Mac	3137EADF3	16,124,658.17	16,814.95	16,107,843.22	16,000,000.00	25,000.00	(8,407.47)	16,592.53
Freddie Mac	3134G4Z84	9,850,343.91	4,424.64	9,845,919.27	9,800,000.00	18,375.00	(2,212.32)	16,162.68
Federal Farm Credit	3133ECKC7	8,000,866.72	78.79	8,000,787.93	8,000,000.00	13,000.00	(65.66)	12,934.34
Federal Home loan Bank	3130A2T97	8,270,315.03	-	8,270,315.03	8,270,000.00	0.00		0.00
Federal Home loan Bank	3030A62S5	6,984,310.89	(818.39)	6,985,129.28	7,000,000.00	4,375.00	818.39	5,193.39
Fannie MAE	3035G0GY3	8,037,563.20	3,233.29	8,034,329.91	8,000,000.00	10,000.00	(3,233.29)	6,766.71
Fannie MAE	3135G0JA2	8,031,624.00	1,687.14	8,029,936.86	8,000,000.00	22,500.00	(1,687.14)	20,812.86
Federal Home loan Bank	3030A7JU0	9,001,789.65	-	9,001,789.65	9,000,000.00	0.00		0.00
Federal Home loan Bank	303370S22	14,536,023.18	15,890.18	14,520,133.00	14,250,000.00	26,718.75	(15,890.18)	10,828.57
Federal Home loan Bank	3030A5QL6	8,000,900.56	56.28	8,000,844.28	8,000,000.00	10,666.67	(56.28)	10,610.39
Freddie Mac	3137EADT3	8,013,462.84	850.87	8,012,611.97	8,000,000.00	5,833.33	(850.87)	4,982.46
Federal Home loan Bank	313379FW4	8,027,415.84	-	8,027,415.84	8,000,000.00	0.00		0.00
		188,876,066.79	53,042.07	188,823,024.72	188,075,000.00	207,127.19	(38,890.25)	168,236.94

March 31, 2016

Certificates of Deposit Outstanding

Bank	CUSIP #	COST	Yield to Maturity	Purchased	Matures	March 31, 2016 Interest	FUND
		- =====				\$ - =====	

Travis County Escrow account

Balance 3/1/2016	Additions	Accrued Interest	Withdrawals	Balance 3/31/2016
\$ 3,021,776.31		\$ 240.78	\$ 3,722.60	\$ 3,018,294.49



Monthly Newsletter - March 2016

Performance

As of March 31, 2016

Current Invested Balance	\$5,594,793,523.15
Weighted Average Maturity (1)	45 Days
Weighted Average Maturity (2)	85 Days
Net Asset Value	1.000088
Total Number of Participants	803
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$1,970,214.21
Management Fee Collected	\$248,863.79
% of Portfolio Invested Beyond 1 Year	4.97%
Standard & Poor's Current Rating	AAAm

March Averages

Average Invested Balance	\$5,876,483,904.61
Average Monthly Yield, on a simple basis	0.3450%
Average Weighted Average Maturity (1)*	45 Days
Average Weighted Average Maturity (2)*	86 Days

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

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

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

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

New Participants

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

- ★ Fort Bend County MUD 137
- ★ Fort Bend County MUD 156
- ★ Texarkana College
- ★ Fort Bend County MUD 139
- ★ Port of Beaumont
- ★ The Woodlands MUD 1

Conferences

TexSTAR will be attending the following conferences in April. We look forward to visiting with those of you attending these events:

- ★ Government Finance Officers Association of Texas, Spring Institute – April 17-19, Austin
- ★ County Treasurers' Education Seminar - April 18-21, Austin

Economic Commentary

It was a volatile start to the year for global markets as equity prices plunged before rebounding to end the quarter in positive territory, oil prices plummeted to 12-year lows only to reverse course to end slightly above where it began, and global growth concerns continued to dampen investors' outlook. The Federal Open Market Committee (FOMC) decided, as expected, not to raise rates during its March meeting. The tone of the meeting was dovish as the committee revised down its expectations for the fed funds rate with the median projection moving from four to two rate hikes this year, stating that "global economic and financial developments continue to pose risks." At one point during the quarter, the markets were projecting no tightening's this year. However, as U.S. economic data improved and recession fears subsided, at the end of the quarter markets placed a 55% probability of a tightening in December.

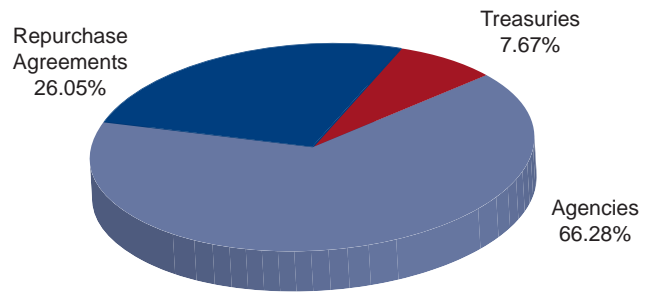
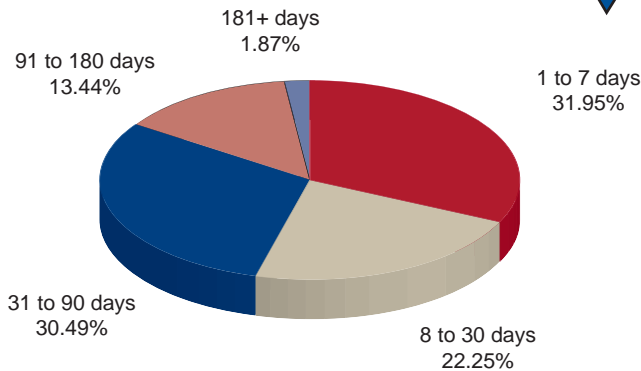
Since the end of the 2015, downside risks to U.S. growth have increased due to a lack of stabilization within the manufacturing sector, a downdraft in global growth prospects, U.S. dollar strength and market volatility resulting in tighter financial conditions. Consumer spending in the service sector and housing market should remain the primary source of growth in 2016, as labor markets continue to be strong and wages finally accelerate. However, consumer spending will need to be coupled with business investment as the year progresses in order for the cyclical upswing to be more balanced and robust. The energy sector will likely remain weak; but its sequential impact on growth should diminish; and other industries should rebound once the inventory overhang finishes running its course. In the near term, however, central banks across the globe continue to provide liquidity, and that liquidity will serve as tailwind for the bond markets. Central banks, in particular the Fed, have shown us that they are increasingly concerned about the negative feedback from financial markets and consumer confidence. The Fed has essentially changed its stance from proactive to reactive, indicating that it is willing to be behind the curve and accept the risk of higher inflation. As a result, the expected outlook for interest rate policy has been revised down to most likely one rate hike this year.

This information is an excerpt from an economic report dated March 2016 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

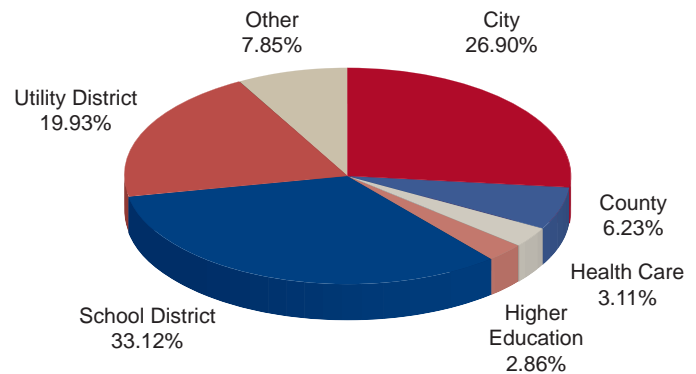
For more information about TexSTAR, please visit our web site at www.texstar.org.

Information at a Glance

Portfolio by Type of Investment As of March 31, 2016



Portfolio by Maturity As of March 31, 2016



Distribution of Participants by Type As of March 31, 2016

Historical Program Information

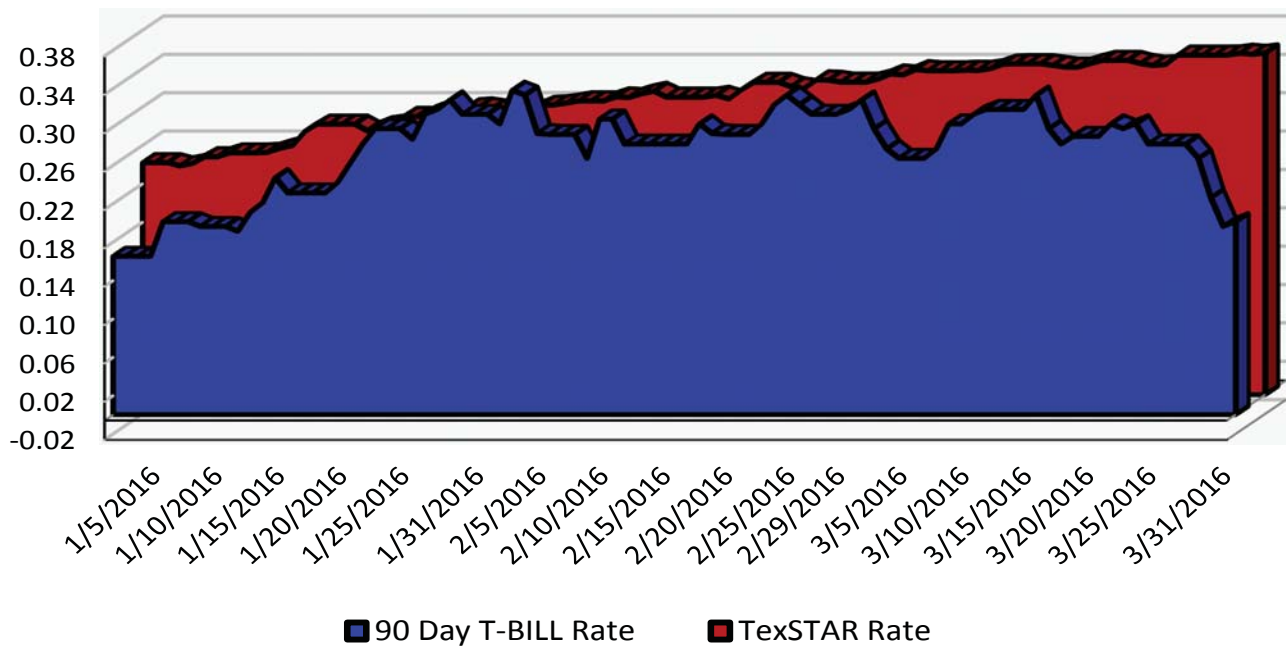
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
Mar 16	0.3450%	\$5,594,793,523.15	\$5,595,290,113.49	1.000088	45	86	803
Feb 16	0.3147%	6,329,887,983.78	6,330,019,653.99	1.000020	46	85	797
Jan 16	0.2713%	5,856,455,946.61	5,856,245,669.97	0.999964	41	79	797
Dec 15	0.1868%	5,077,006,074.74	5,076,619,261.50	0.999915	45	75	797
Nov 15	0.1155%	4,985,405,721.88	4,985,138,368.79	0.999946	48	80	797
Oct 15	0.1099%	5,137,746,592.55	5,138,104,083.30	1.000066	45	72	796
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

Portfolio Asset Summary as of March 31, 2016

	Book Value	Market Value
Uninvested Balance	\$ (3,078.77)	\$ (3,078.77)
Accrual of Interest Income	1,644,089.23	1,644,089.23
Interest and Management Fees Payable	(2,083,435.49)	(2,083,435.49)
Payable for Investment Purchased	0.00	0.00
Repurchase Agreement	1,457,455,999.73	1,457,455,999.73
Government Securities	4,137,779,948.45	4,138,276,538.79
Total	\$ 5,594,793,523.15	\$ 5,595,290,113.49

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 March 2016

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
3/1/2016	0.3342%	0.000009155	\$6,137,820,306.99	1.000042	46	89
3/2/2016	0.3332%	0.000009129	\$6,123,130,629.83	1.000014	45	88
3/3/2016	0.3387%	0.000009279	\$6,024,309,320.54	1.000015	45	89
3/4/2016	0.3375%	0.000009246	\$5,956,519,656.21	1.000013	44	88
3/5/2016	0.3375%	0.000009246	\$5,956,519,656.21	1.000013	44	88
3/6/2016	0.3375%	0.000009246	\$5,956,519,656.21	1.000013	44	88
3/7/2016	0.3381%	0.000009262	\$5,941,575,596.12	1.000010	43	87
3/8/2016	0.3378%	0.000009256	\$5,961,123,758.17	1.000014	43	86
3/9/2016	0.3397%	0.000009308	\$5,957,843,717.30	1.000014	43	86
3/10/2016	0.3443%	0.000009434	\$5,907,825,332.66	1.000021	44	87
3/11/2016	0.3448%	0.000009446	\$5,953,140,376.74	1.000025	45	85
3/12/2016	0.3448%	0.000009446	\$5,953,140,376.74	1.000025	45	85
3/13/2016	0.3448%	0.000009446	\$5,953,140,376.74	1.000025	45	85
3/14/2016	0.3431%	0.000009401	\$5,945,764,165.09	1.000021	44	84
3/15/2016	0.3412%	0.000009348	\$5,922,493,125.47	1.000021	45	84
3/16/2016	0.3412%	0.000009348	\$5,904,435,996.22	1.000024	45	85
3/17/2016	0.3450%	0.000009453	\$5,911,392,536.77	1.000026	47	87
3/18/2016	0.3484%	0.000009544	\$5,834,301,286.80	1.000028	46	86
3/19/2016	0.3484%	0.000009544	\$5,834,301,286.80	1.000028	46	86
3/20/2016	0.3484%	0.000009544	\$5,834,301,286.80	1.000028	46	86
3/21/2016	0.3450%	0.000009452	\$5,864,327,266.14	1.000027	45	85
3/22/2016	0.3431%	0.000009399	\$5,865,696,137.47	1.000025	46	84
3/23/2016	0.3439%	0.000009421	\$5,830,300,174.05	1.000024	45	84
3/24/2016	0.3538%	0.000009692	\$5,758,102,586.79	1.000018	44	84
3/25/2016	0.3538%	0.000009692	\$5,758,102,586.79	1.000018	44	84
3/26/2016	0.3538%	0.000009692	\$5,758,102,586.79	1.000018	44	84
3/27/2016	0.3538%	0.000009692	\$5,758,102,586.79	1.000018	44	84
3/28/2016	0.3539%	0.000009696	\$5,726,933,474.94	1.000022	43	83
3/29/2016	0.3558%	0.000009747	\$5,704,674,273.72	1.000031	44	83
3/30/2016	0.3545%	0.000009711	\$5,582,267,402.00	1.000054	45	86
3/31/2016	0.3561%	0.000009757	\$5,594,793,523.15	1.000088	45	85
Average	0.3450%	0.000009453	\$5,876,483,904.61		45	86

TexSTAR Participant Services
FirstSouthwest, A Division of Hilltop Securities
1201 Elm Street, Suite 3500
Dallas, Texas 75270



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>FirstSouthwest / Hilltop Securities</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

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

RESOLUTION NO. 16-026

RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF ONE OR MORE SERIES OF CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY SENIOR LIEN REVENUE REFUNDING BONDS, SERIES 2016 (THE "SERIES 2016 BONDS"), IN ACCORDANCE WITH SPECIFIED PARAMETERS; APPROVING THE FORM OF, AND AUTHORIZING THE EXECUTION AND DELIVERY OF, THE SIXTEENTH SUPPLEMENTAL TRUST INDENTURE; APPOINTING AUTHORIZED OFFICERS TO AUTHORIZE, APPROVE AND DETERMINE CERTAIN TERMS AND PROVISIONS OF THE SERIES 2016 BONDS AND THE FORM OF THE SERIES 2016 BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A CONTRACT OF PURCHASE FOR THE SERIES 2016 BONDS; APPROVING THE PREPARATION OF AN OFFICIAL STATEMENT IN CONNECTION WITH THE OFFERING AND SALE OF SUCH BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF AN ESCROW AGREEMENT RELATING TO THE OBLIGATIONS TO BE REFUNDED WITH THE PROCEEDS OF THE SERIES 2016 BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS AND INSTRUMENTS 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 of Texas, 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 of such outstanding 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, (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 and (vii) Twelfth Supplemental Trust Indenture (the "Twelfth Supplement"), Thirteenth Supplemental Trust Indenture (the "Thirteenth Supplement"), Fourteenth Supplemental Trust Indenture (the "Fourteenth Supplement") and Fifteenth Supplemental Trust Indenture (the "Fifteenth Supplement"), each dated as of November 1, 2015, and each between the Authority and the Trustee (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, the Eleventh Supplement, the Twelfth Supplement, the Thirteenth Supplement, the Fourteenth Supplement and the Fifteenth Supplement, is referred to herein as the "Indenture"); and

WHEREAS, Sections 301, 302, 706 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 to include in such supplemental indentures the terms of such Additional Senior Lien Obligations 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, the Board of Directors (the "Board") of the Authority has determined to refund and redeem all or a portion of its Senior Lien Revenue Bonds, Series 2010 (the "Series 2010 Senior Lien Bonds") and all or a portion of its Senior Lien Revenue Bonds, Series 2011 (the "Series 2011 Senior Lien Bonds" and, together with the Series 2010 Senior Lien Bonds, the "Refunded Bond Candidates"), from the proceeds of all or a portion of Additional Senior Lien Obligations; and

WHEREAS, pursuant to Chapter 1207, Texas Government Code, as amended, and Chapter 1371, Texas Government Code, as amended, the Board desires to authorize the issuance of one or more series of its Senior Lien Revenue Refunding Bonds, Series 2016 (the "Series 2016 Bonds"), pursuant to the Master Indenture and a sixteenth supplemental trust indenture for the purpose of refunding all or a portion of the Refunded Bond Candidates, making deposits to reserve funds, and paying the costs of issuing the Series 2016 Bonds, all under and in accordance with the Constitution and the laws of the State; and

WHEREAS, the Board has been presented with and examined a proposed form of a sixteenth supplemental trust indenture and the Board finds that the form and substance thereof is 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 authorize the execution and delivery thereof; 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 Series 2016 Bonds, as provided herein, and to make such determinations as may be required by the sixteenth supplemental trust indenture to carry out the purposes of this Resolution and to execute an Award Certificate (as defined herein) setting forth such determinations and authorizing and approving all other matters relating to the issuance, sale and delivery of the Series 2016 Bonds; and

WHEREAS, the Board desires to provide for the issuance of the Series 2016 Bonds in accordance with the requirements of the Master Indenture and the sixteenth supplemental trust indenture and to authorize the execution and delivery of such supplemental trust indentures, escrow agreements, contracts of purchase, certificates, agreements, instruction letters and other instruments as may be necessary or desirable in connection therewith;

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

1. FINDINGS AND DETERMINATIONS

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 sixteenth supplemental trust indenture.

(b) The Board has found and determined that the Series 2016 Bonds may be issued as one or more series of Additional Senior Lien Obligations and as Current Interest Bonds, Long-Term Obligations and Refunding Obligations in accordance with the Master Indenture.

(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 Series 2016 Bonds is in the best interest of the Authority. The Authorized Officer is hereby authorized to make any findings and determinations required by Section 1207.008, Texas Government Code, as amended in the Award Certificate.

2. ISSUANCE OF SERIES 2016 BONDS; APPROVAL OF DOCUMENTS

2.1 Authorization of Issuance of Series 2016 Bonds; Approval of Sixteenth Supplemental Trust Indenture. The Authority hereby authorizes, approves and directs the issuance of the Series 2016 Bonds in accordance with the terms of this Resolution, the Master Indenture and a sixteenth supplemental trust indenture substantially in the form of the Sixteenth Supplemental Trust Indenture relating to the issuance of the Series 2016 Bonds (the "Sixteenth Supplement"), dated as of the date to be specified in an Award Certificate, between the Authority and the Trustee, a draft of which was presented to the Authority and its counsel, the form, terms and provisions of the Sixteenth Supplement 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 Chairman of the Board is hereby authorized to execute the Sixteenth Supplement and the Secretary is hereby authorized to attest the signature of the Chairman.

2.2 The Issuance of Series 2016 Bonds. The issuance, execution and delivery of the Series 2016 Bonds, which shall be issued in the aggregate principal amount, in one or more series and bearing interest in accordance with the terms of the Sixteenth Supplement, all as determined by the Authorized Officer and set forth in an Award Certificate, to provide funds to (i) refund all or a portion of the Refunded Bond Candidates, (ii) make deposits, if any, to a reserve fund and (iii) pay costs of issuance for the Series 2016 Bonds, all pursuant to and in accordance with the Master Indenture and the Sixteenth Supplement, are hereby authorized and approved.

2.3 Execution and Delivery of Series 2016 Bonds. The Chairman of the Board is hereby authorized and directed to execute and the Secretary of the Board is hereby authorized and directed to attest the signature of the Chairman of the Board and to affix the Authority's seal to the Series 2016 Bonds and to cause the Trustee to authenticate and deliver the Series 2016 Bonds to the Representative (as defined herein) or its designee against payment therefor in accordance with and subject to the terms and provisions of the Master Indenture and the Sixteenth Supplement.

3. APPOINTMENT OF AUTHORIZED OFFICER; DELEGATION OF AUTHORITY

3.1 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 Sixteenth Supplement, respectively. The Authorized Officer is hereby authorized and directed to execute an Award Certificate setting forth the information authorized to be stated therein pursuant to this Resolution and required to be stated therein pursuant to the Sixteenth Supplement.

3.2 Delegation of Authority. The Board hereby authorizes and directs that the Authorized Officer act on behalf of the Authority to determine all final terms and conditions of the Series 2016 Bonds, the aggregate principal amount of Series 2016 Bonds to be issued, the prices at which the Series 2016 Bonds will be sold, any different or additional designation or title of each series of the Series 2016 Bonds, the principal amounts and maturity dates therefor, the per annum interest rates for the Series 2016 Bonds, the redemption provisions and dates for the Series 2016 Bonds, the final forms of the Series 2016 Bonds, the selection of the Refunded Bond Candidates to be refunded (the "Refunded Bonds"), and such other terms and provisions that shall be applicable to the Series 2016 Bonds, to designate an escrow agent in connection with the Refunded Bonds, to approve the form and substance of an escrow agreement in connection with the Refunded Bonds, to approve the form and substance of one or more contracts of purchase providing for the sale of the Series 2016 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 Sixteenth Supplement to carry out the purposes of this Resolution and to execute an award certificate (an "Award Certificate") 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 Series 2016 Bonds and the refunding of the Refunded Bonds; provided, that the following conditions can be satisfied:

- (i) the aggregate principal amount of the Series 2016 Bonds to be issued shall not exceed \$380,000,000;
- (ii) the Series 2016 Bonds shall not bear interest at a rate greater than the maximum rate allowed by Chapter 1204, Texas Government Code, as amended; and
- (iii) the refunding of the Refunded Bonds shall result in a net present value savings of not less than 6.5% of the principal amount of the Refunded Bonds;

all based on bond market conditions and available rates for the Series 2016 Bonds on the date of sale of the Series 2016 Bonds.

The Series 2016 Bonds may be issued as one or more series as specified in the Award Certificate.

3.3 Limitation on Delegation of Authority. The authority granted to the Authorized Officer under this Resolution shall expire at 5:00 p.m. Central Time on April 30, 2017, unless otherwise extended by the Board by separate official action of the Board. Any Series 2016

Bonds, with respect to which an Award Certificate is executed prior to 5:00 p.m. Central Time on April 30, 2017, may be delivered to the initial purchaser(s) thereof after such date.

4. APPROVAL OF SALE OF SERIES 2016 BONDS

4.1 Approval of Sale of Series 2016 Bonds. The sale of one or more series of Series 2016 Bonds to J.P. Morgan Securities LLC (the “Representative”), acting on behalf of itself and such other entities as may be named in the contract of purchase described herein (collectively, the “Underwriters”), in the aggregate principal amounts and at the prices set forth in such contract of purchase, as determined by the Authorized Officer on the date of sale of the Series 2016 Bonds, is hereby authorized and approved. The Authorized Officer is hereby authorized and directed to execute and deliver on behalf of the Authority a contract of purchase providing for the sale of the Series 2016 Bonds to the Underwriters in such form as determined by the Authorized Officer (the “Contract of Purchase”), 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 Contract of Purchase and to approve and to execute and deliver the Contract of Purchase on behalf of the Authority, such approval to be conclusively evidenced by the execution thereof.

4.2 Sale on Best Terms Available. The Series 2016 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 the Series 2016 Bonds. The Authorized Officer is hereby authorized and directed to make such findings in the Award Certificate regarding the terms of the sale of the Series 2016 Bonds and the benefit of such sale of the Series 2016 Bonds to the Authority.

5. APPROVAL OF ESCROW AGREEMENT; NOTICES OF REDEMPTION

5.1 Approval of Escrow Agreement. To provide for the security and investment of a portion of the proceeds of the Series 2016 Bonds until such time as such proceeds are to be paid to the registered owners of the Refunded Bonds, the Authorized Officer is hereby authorized and directed to execute and deliver an Escrow Agreement in the name and on behalf of the Authority, in such form and substance as the Authorized Officer may approve, such approval to be conclusively evidenced by such Authorized Officer’s execution thereof (the “Escrow Agreement”), between the Authority and the escrow agent designated by the Authorized Officer and named therein (the “Escrow Agent”), and dated as of the date set forth in an Award Certificate.

5.2 Purchase of Defeasance Securities. The Authorized Officer is hereby authorized to subscribe for, agree to purchase, and purchase defeasance securities, in such amounts and maturities and bearing interest at such rates as may be provided for in the Escrow Agreement, and to execute any and all subscriptions, purchase agreements, commitments, letters of authorization and other documents necessary to effectuate the foregoing, and any actions heretofore taken for such purpose are hereby ratified and approved.

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

6. APPROVAL OF OFFICIAL STATEMENT

6.1 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 Series 2016 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 Series 2016 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 Series 2016 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 Contract of Purchase. 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.

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

7.1 Use and Application of Proceeds; Letters of Instruction. The proceeds from the sale of the Series 2016 Bonds shall be used for the purposes set forth in and in accordance with the terms and provisions of the Sixteenth Supplement and the Award Certificate. The deposit and application of the proceeds from the sale of the Series 2016 Bonds shall be set forth in Letters of Instruction of the Authority executed by the Authorized Officer.

7.2 Execution and Delivery of Other Documents. The Authorized Officer is hereby authorized and directed to execute and deliver 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 Sixteenth Supplement, the Award Certificate, the Escrow Agreement and the Contract of Purchase.

7.3 Power to Revise Form of Documents. Notwithstanding any other provision of this Resolution, the Authorized Officer is hereby authorized to make or approve such nonsubstantive 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 Series 2016 Bonds in accordance with the terms of the Master Indenture, the Sixteenth Supplement, 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.

8. APPROVAL AND RATIFICATION OF CERTAIN ACTIONS

8.1 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 of the State of Texas, for his approval, transcripts of the legal proceedings relating to the issuance, sale and delivery of the Series 2016 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 Series 2016 Bonds to the Attorney General of the State of Texas for examination and approval of such Series 2016 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 Series 2016 Bonds shall be delivered to the Trustee for delivery to the Representative or its designee against payment therefor and upon satisfaction of the requirements of the Master Indenture, the Sixteenth Supplement and the Contract of Purchase. Upon satisfaction of such requirements, the Trustee shall cancel the Initial Series of 2016 Bonds and authenticate and deliver for the account of the Underwriters definitive Series 2016 Bonds, registered in the name of Cede & Co., as nominee of The Depository Trust Company.

8.2 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 Series 2016 Bonds and for all other Authority activities.

8.3 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 Series 2016 Bonds are hereby approved, ratified and confirmed.

8.4 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 Sixteenth Supplement and the Escrow Agreement with respect to the investment of proceeds of the Series 2016 Bonds and other funds of the Authority.

8.5 Federal Tax Considerations. In addition to any other authority provided under this Resolution, the Authorized Officer is hereby further expressly authorized, acting for and on behalf of the Authority, to determine and designate in the Award Certificate for the Series 2016 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. The 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.

9. GENERAL PROVISIONS


9.1 Changes to Resolution. The Executive Director, the Chief Financial Officer and the Authorized Officer, and any 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 the State of Texas in connection with the issuance of the Series 2016 Bonds herein authorized.

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

9.3 Repealer. Resolution No. 16-014 adopted on February 24, 2016 is hereby repealed. Notwithstanding such repeal, all actions taken by the Executive Director, the Chief Financial Officer, the Authorized Officer and the Authority's staff in furtherance of or in connection with such resolution are hereby ratified and confirmed.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 3rd day of May, 2016.

Submitted and reviewed by:



Geoff S. Petrov, General Counsel

Approved:



Ray A. Wilkerson
Chairman, Board of Directors

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

RESOLUTION NO. 16-027

**AUTHORIZE PROCUREMENT OF SERVICES TO REPAIR DISCOLORATIONS
ON CONCRETE STRUCTURES ON THE 290 EAST CORRIDOR**

WHEREAS, discolorations from ferrous sulfides (marcasite) in the aggregate of cast-in-place concrete have caused staining on concrete bridges, sign structures and toll gantry columns on the 290 East corridor which are operated and maintained by the Central Texas Regional Mobility Authority (Mobility Authority); and

WHEREAS, the Executive Director recommends procuring services to repair the discolorations on the structures including necessary traffic control, removal of marcasite containing aggregate, filling the void with cementitious grout and re-painting the concrete surface.

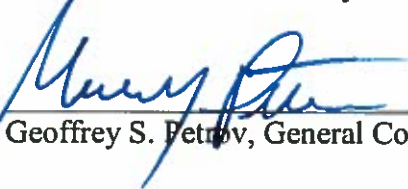
WHEREAS, the Executive Director has agreed to execute a change order in a credit amount of \$140,935 as compensation for the Mobility Authority to correct current and future aesthetic issues resulting from aggregate containing ferrous sulfides; and

NOW THEREFORE, BE IT RESOLVED that the Board of Directors hereby authorizes and directs the Executive Director to procure services to repair discolorations on concrete structures on the 290 East corridor 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 3rd day of May 2016.

Submitted and reviewed by:

Approved:



Geoffrey S. Petrov, General Counsel



Ray A. Wilkerson
Chairman, Board of Directors

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

RESOLUTION NO. 16-028

**AMENDING THE POLICY CODE TO ALLOW FOR VARIABLE PRICING ON THE
MOPAC EXPRESS LANES PROJECT**

WHEREAS, the MoPac Improvement Project includes two express lane tolling zones in each direction for a total of four tolling zones that will use variable tolls to maintain free flowing conditions even when the adjacent general purpose lanes are congested; and

WHEREAS, variable tolls will be used for the purpose of managing the number of vehicles entering the express lane in order to increase tolls when necessary to reduce the number of vehicles entering the express lane to prevent congestion in the express lane; and

WHEREAS, variable tolls will ensure express buses, registered van pools, emergency vehicles and individual drivers a reliable route during congestion in the general purpose lanes; and

WHEREAS, for the proper management of traffic in the express lane, no maximum toll rate will be set; and

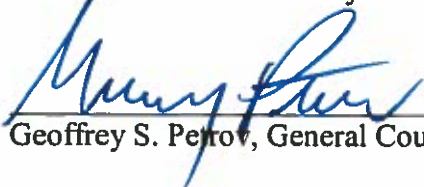
WHEREAS, the variable toll will have a minimum price of \$.25 per tolling zone to cover the expense of operations during periods of light traffic; and

WHEREAS, the Executive Director recommends amending the Mobility Authority Toll Policy to establish a variable toll policy for the Mopac Express Lanes.

NOW, THEREFORE, BE IT RESOLVED that the Board hereby amends Section 301.002 of the Mobility Authority Policy Code to add a new subsection "e", to read in its entirety as set forth in Exhibit 1.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 3rd day of May 2016.

Submitted and reviewed by:



Geoffrey S. Petrov, General Counsel

Approved:



Ray A. Wilkerson
Chairman, Board of Directors

EXHIBIT 1

The Mobility Authority Policy Code is amended by adding a new subsection "e" to Section 301.002, to read in its entirety as follows:

(e) The toll charged for use of the MoPac Express Lanes shall be variable in nature. The minimum toll rate will be \$0.25 per Express Lane segment, in 2016 dollars. The minimum toll rate per segment will be adjusted annually in accordance with the methodology for toll rate escalation provided in Section 301.003. There shall be no maximum toll rate.

To maximize throughput and maintain free flowing conditions, the toll rate for each MoPac Express Lane segment shall change on a real-time basis based on traffic volumes.

When traffic volumes increase, the minimum toll rate shall be increased as much as necessary to prevent the MoPac Express Lane(s) from becoming congested. When traffic volumes decrease, the toll rate shall be reduced to encourage use of the MoPac Express Lane(s). The primary goal of the variable toll rate is to minimize congestion on the MoPac Express Lanes and to encourage more people to ride public transit or join a registered vanpool.

Changeable message signs shall be located prior to the entrance of each MoPac Express Lane segment to notify customers of the current toll rate. A customer shall never pay more than the toll rate information shown on the sign located near the vehicle's entry point, but may be charged less. The Mobility Authority may reduce tolls if it determines that operational issues warrant such an adjustment.