

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

RESOLUTION NO. 03-55

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was formed at the request of Travis and Williamson Counties in January, 2003; and

WHEREAS, since the initial formation of the CTRMA Michael J. Weaver of Prime Strategies, Inc. has served as the authority's Interim Executive Director; and

WHEREAS, Mike Weaver has regrettably tendered his resignation as Interim Executive Director; and

WHEREAS, the Board appreciates the service Mike Weaver has provided and his invaluable contribution to the formation, existence, and initial operations of the CTRMA; and

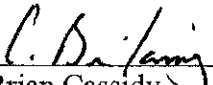
WHEREAS, the Board will reluctantly accept the resignation tendered by Mike Weaver and desires to appoint a successor Interim Executive Director to serve until a permanent Executive Director is hired or a replacement Interim Executive Director is appointed;

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the resignation of Michael J. Weaver as Interim Executive Director; and

BE IT FURTHER RESOLVED, that the Board of Directors appoints C. Brian Cassidy to serve as Interim Executive Director until such time as permanent Executive Director is hired or a replacement Interim Executive Director is appointed.

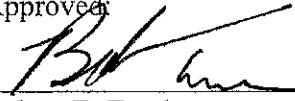
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 5th day of November, 2003.

Submitted and reviewed by:



C. Brian Cassidy
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 03-55
Date Passed 11/05/03