

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

**RESOLUTION NO. 05-39**

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 46 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, the Board of Directors of the CTRMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, Section 370.182 of the Transportation Code requires that all RMAs have a certified public accountant audit the authority's books and accounts at least annually; and

WHEREAS, in CTRMA Resolution No. 04-17, dated May 5, 2004, the Board of Directors directed its staff to issue a Request for Qualifications (RFQ) for firms interested in providing auditing services to the CTRMA; and

WHEREAS, the staff caused an RFQ to be issued on May 19, 2004, soliciting statements of qualifications and interest from firms interested in providing auditing services to the CTRMA for a period of up to five years; and

WHEREAS, based on their review of the responses to the RFQ, CTRMA staff and financial consultants recommended and the Board of Directors authorized and approved the retention of Helin, Donovan, Trubee, & Wilkinson LLP to provide auditing services for the CTRMA; and

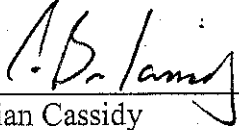
WHEREAS, the Executive Director executed a letter of engagement with Helin, Donovan, Trubee, & Wilkinson LLP, dated August 4, 2004, under which Helin, Donovan, Trubee, & Wilkinson LLP agreed to provide the CTRMA with auditing services for the year ended December 31, 2003; and

WHEREAS, the CTRMA Board of Directors now desires to engage the auditing services of Helin, Donovan, Trubee, & Wilkinson LLP for the year ended December 31, 2004, as contemplated by the RFQ issued on May 19, 2004.

NOW THEREFORE, BE IT RESOLVED, that the Executive Director is authorized to negotiate and execute an agreement with Helin, Donovan, Trubee, & Wilkinson LLP for the provision of auditing services for the year ended December 31, 2004.

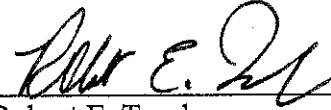
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27th day of April 2005.

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 05-39  
Date Passed 04/27/05