

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

RESOLUTION NO. 06-22

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 43 Tex. Admin. Code § 26.01, *et. seq.* (the "RMA Rules"); and

WHEREAS, Chapter 370 of the Texas Transportation Code authorizes regional mobility authorities to develop projects through the use of comprehensive development agreements ("CDAs"); and

WHEREAS, the CTRMA solicited proposals for the development of 183-A and in Resolution No. 04-43, dated September 8, 2004, the Board of Directors approved the selection of Hill Country Constructors as the Developer for 183-A, and the CTRMA and Hill Country Constructors entered into a CDA effective November 29, 2004 for the 183-A Turnpike Project; and

WHEREAS, the work performed under the CDA requires oversight by the General Engineering Consultant retained by the CTRMA (the "GEC"); and

WHEREAS, the CDA includes a process for the consideration and development of potential change orders for aspects or portions of the work performed under the CDA which might warrant adjustment to the Development Price or the contractual deadlines for performance by the Developer; and

WHEREAS, the change order process includes consideration of potential changes or revisions caused by several sources or events, including certain requests for changes by the CTRMA, certain otherwise undiscovered matters affecting the 183-A Project, as well as other items more fully set forth in the CDA; and

WHEREAS, the CDA provides that all change orders be formally agreed to by the CTRMA and the Developer, and that except those involving an amount up to and including \$50,000.00 as set forth in Resolution No. 05-46 dated June 29, 2005, the Board must approve any change order; and


WHEREAS, the CTRMA, the GEC and the Developer, pursuant to the change order process set forth in the CDA, have determined that the construction of additional supports for cameras on the toll ramp plazas which was determined to be necessary after the issuance of the notice to proceed under the CDA require the issuance of Change Order No. 7, as set forth and in accordance with the terms thereof and attached hereto as Attachment "A".

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves the execution and issuance of Change Order No. 7 as set forth and in accordance with the terms of thereof and attached hereto as Attachment "A"; and

BE IT FURTHER RESOLVED, that Change Order No 7 is made an amendment to the Contract Documents, as defined in the CDA, as of the date that Change Order No. 7 is fully executed by the CTRMA and the Developer.

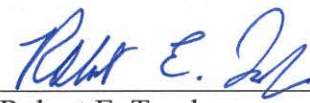
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 29th day of March, 2006.

Submitted and reviewed by:



Tom Nielson
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 06-22
Date Passed 03/29/06

EXHIBIT M

FILE COPY

FORM OF CHANGE ORDER

CHANGE ORDER PROPOSAL NO. 007

CONTRACT NO. 183A Turnpike

SECTION 1

Originator: Rich Ginder

Date: February 17, 2006

Title: Toll / Aesthetics Manager

Contract No. 183A Turnpike

Company Name: Hill Country Constructors

DESCRIPTION:

Additional Camera Support Structure for the Front VES of the Ramp Plazas

Scope:

Design and construction of a separate camera support structure to support the front VES cameras approximately 12 feet upstream of the canopy structure of the ramp plaza.

CAUSE OF CHANGE ORDER REQUEST:

Caseta Technologies identified a problem with the position of the front VES camera location with respect to the pay point which has to be at the window of the toll booth as shown in the 30% design submittal of the ramp plaza. In order to mount the front VES camera the required 27 feet from the toll booth, four options were proposed by HCC to solve this problem during a task force meeting on October 5, 2005. Ron Fagan with the CTRMA expressed concern with maintaining stringent accuracy at the ramp plazas and elected to proceed with option 2 which includes constructing a separate camera support structure approximately 12 feet upstream of the footprint of the canopy. A letter was sent to the CTRMA by HCC on October 5, 2005 (see attachment) seeking verification of the direction received verbally in the task force meeting. The CTRMA sent a letter in response on October 18, 2005 (see attachment) verifying that HCC needs to proceed with the design of a separate camera support structure at the ramp plazas.


Developer Project Manager

2-21-06
Date

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 007

CONTRACT NO. 183A Turnpike

SECTION II

The total amount of this Change Order is \$68,746. Documentation supporting the Change Order is attached as Exhibits 7.A through 7.E.

Payment Schedule Items Added/Deducted:

<u>Activity No.</u>	<u>Description</u>	<u>Amount</u>
502 & 546 (existing activities)	Extra Camera Support Trusses	\$68,746

Summary of Change Order Proposal by Categories: [Additives/(Credits)]

A.	Developer Labor (construction)	
1.	Wages ¹	\$ 2,224
2.	Labor benefits ² (55% of A.1)	\$ 1,223
B.	Developer and Subcontractor Labor (professional services)	
1.	Wages ¹ (Raw)	\$ 7,346
2.	Labor benefits ² (145% of B.1, which includes overhead and profit)	\$ 10,652
3.	Off-duty peace officers and patrol cruisers ¹	\$
C.	Materials ¹ (with taxes, freight and discounts)	\$ 100
D.	Equipment	\$ 80

¹ Estimated for Negotiated Change Orders or Actual for Force Account Change Orders.

² Premiums on public-liability and workers-compensation insurance, social-Security and unemployment-insurance taxes.

E.	Subcontracts ¹ (Time and Materials costs)	\$	44,038
F.	Utility Direct Costs ¹	\$	
G.	Overhead and Profit		
1.	Labor (25% of A.1)	\$	862
2.	Traffic Control (5% of B.3)	\$	
3.	Materials (15% of C)	\$	15
4.	Subcontracts (5% of E)	\$	2,202
5.	Utility Direct Costs (5% of F)	\$	
H.	Grand Total	\$	68,746

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 007

CONTRACT NO. 183A Turnpike

SECTION III

The status of Substantial Completion is as follows:

- Unaffected by this Change Order Proposal

The status of Final Acceptance is as follows:

- Unaffected by this Change Order Proposal

Accordingly, the summary of the dates of Substantial Completion and Final Acceptance and Float are as follows:

1. Substantial Completion: Unchanged
(+ or - _____ days from base of _____ calendar days after NTP2)
2. Final Acceptance: Unchanged
(+ or - _____ days from base of _____ calendar days after NTP2)
3. Number of days of Project Float Unchanged _____

Justification for Change Order with reference to CDA:

CDA Section 14.12 Developer is entitled to receive a change order for CTRMA changes which increase the utility adjustment work to be furnished, performed, or paid for by the developer.

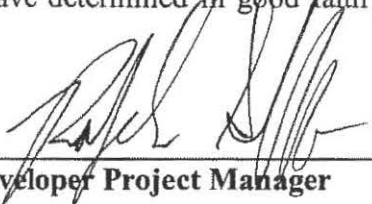
The above three sections represent a true and complete summary of all aspects of this change.

This Change Order Proposal includes all known and anticipated impacts or amounts, direct, indirect and consequential, which may be incurred as a result of the event, occurrence or matter giving rise to the proposed change.

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 007 CONTRACT NO. 183A Turnpike

If the foregoing Change Order Proposal includes claims of Subcontractors or Suppliers, the undersigned have reviewed such claims and have determined in good faith that the claims are justified as to both entitlement and amount.



Developer Project Manager **2-21-06**
Date

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 007

CONTRACT NO. 183A Turnpike

SECTION IV (Reviewed by GEC Manager)

Michael Shane 3/28/06
GEC Team Construction Manager (CDA) Date

Comments:

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 007

CONTRACT NO. 183A Turnpike

SECTION V (Reviewed by GEC Project General Engineer)

Richard R. Rude 3/28/06
Project General Engineer (CDA) Date

Comments:

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 007

CONTRACT NO. 183A Turnpike

SECTION Vi (Reviewed by CTRMA's Director of Finance)

ACTION TAKEN:

- Finance Approval** **Attached** **No** **N/A**



Director of Finance

5/23/06

Date

Comments:

**CHANGE ORDER
REQUEST**

CHANGE ORDER PROPOSAL NO. 007

CONTRACT NO. 183A Turnpike

SECTION VII (Approval by CTRMA)

CHANGE ORDER ISSUED: Yes No


CTRMA Executive Director 5-22-06
Date

Comments:

Exhibit 7.A
Change Order Cost Breakdown

Extra Toll Camera Support at Ramp Plazas Change Order Estimates

Owner: CTRMA
Location: Brushy Creek Ramp Plazas

Cost Impacts of Change	A.1 Constr Dev Labor (HCC)	B.1* Prof Serv Raw Wages	B.3 Police	C Materials Add. (HCC)	D Equip	E** Subs	F Util Dir Costs	SubTotal
CONSTRUCTION COSTS:								
Concrete - Drill Shafts & Column	\$0	\$0		\$0	\$0	\$12,760		\$12,760
Steel - Columns, Trusses	\$0	\$0		\$0	\$0	\$25,200		\$25,200
Painting - Tenemic Painting	\$0	\$0		\$0	\$0	\$4,125		\$4,125
Karst Geologist					\$0	\$400		\$400
Field QA (Rodriguez)					\$80	\$1,553		\$1,633
Field QC (HCC)	\$1,800			\$0	\$0			\$1,800
Safety Personnel	\$64			\$0	\$0			\$64
Survey	\$360	\$0		\$100	\$0	\$0		\$460
DESIGN & APPROVAL COSTS:								
Design						\$0		\$0
Independent QA/QC Review		\$0						\$0
URS Design Costs		\$714						\$714
Aguirre Design Costs		\$6,632						\$6,632
SubTotal:	\$2,224	\$7,346	\$0	\$100	\$80	\$44,038	\$0	\$53,788
MARK-UPS:								
Labor Benefits/Overhead/Profit	\$1,223	\$10,652						\$11,875
OH & Profit	\$862		\$0	\$15	\$4	\$2,202	\$0	\$3,083
SubTotal:	\$4,309	\$17,998	\$0	\$115	\$84	\$46,240	\$0	

*Based on hourly work

**Based on unit cost and/or lump sum

Total:	\$68,746
Bid:	\$0
Total Change:	\$68,746

Exhibit 7.B
Cost Estimate

ITEM	DESCRIPTION	QUANTITY	UNIT COST	LABOR	MATERIAL	EQUIPMENT	SUBCONTRACT	TOTAL
A229B	CHANGE ORDER 7 - JOURNEYMAN	1.000 LS	46,441.500	2,224	100		44,117	46,442
				PERM MATL.				
				JOB MATL.	100			
001	EXTRA CAMERA SUPPORT	1.000 LS	42,085.000				42,085	42,085
				PERM MATL.				
				JOB MATL.				
01	CONCRETE - JOURNEYMAN	s/ 1.000 LS	12,760.000				12,760	
02	STEEL - JOURNEYMAN	s/ 1.000 LS	25,200.000				25,200	
03	PAINTING - JOURNEYMAN	s/ 1.000 LS	4,125.000				4,125	
002	FIELD QA	10.000 DAY	203.250				2,033	2,033
	5/10.0/1--- D - DAYS: 15.00		PROD. RATE: 0.07 DAY/HR					
				PERM MATL.				
				JOB MATL.				
	01 FIGURE ADDITIONAL CAMERA SUPPORTS WILL ADD 10 EXTRA DAYS OF INSPECTION.							
	02 KARST GEOLOGIST	s/ 4.000 HR	100.000				400	
	03 QA TECH	s/ 25.000 HR	62.100				1,553	
	04 QA TECH VEH	s/ 4.000 DAY	20.000				80	
003	FIELD OPERATIONS & WAGES	10.000 DAY	232.400	2,224	100			2,324
	*****			PERM MATL.				
				JOB MATL.	100			
003A	SAFETY PERSONNEL	10.000 DAY	6.400	64				64
				PERM MATL.				
				JOB MATL.				
	01 SAFETY SUPER (2% OF MHR)	g/ 2.000 HR	32.000	64				
003B	QUALITY CONTROL	10.000 DAY	180.000	1,800				1,800
				PERM MATL.				
				JOB MATL.				
	01 QC TECH (5% OF TOTAL MHR)	g/ 50.000 HR	31.000	1,550				
	02 QC LAB MANAGER (2% OF MHR)	g/ 5.000 HR	50.000	250				

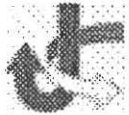
BID BODY BID INTERACTIVE DEVELOPMENT SYSTEM 2 (V 4.73) VER. #1.000
 BID DATE: 09/30/04 JOB 183ACONF : US 183A **** CONFORMED **** DESIGN- BUI ADD. #

RUN DATE: 02/15/06
 RUN TIME: 14:40

ITEM	DESCRIPTION	QUANTITY	UNIT COST	LABOR	MATERIAL	EQUIPMENT	SUBCONTRACT	TOTAL
A229B	CHANGE ORDER 7 - JOURNEYMAN	- CONTINUED...						
003C	SURVEY PERSONNEL	10.000 DAY	46.000	360	100			460
	5/10.0/1--- D - DAYS: 618.00					PERM MATL.		
						JOB MATL.	100	
	01 SURVEY CHIEF (5% MHR)	g/ 5.000 HR	34.000	170				
	02 INSTRUMENT MAN (5% MHR)	1/ 5.000 HR	27.000	135				
	03 CHAINMAN (5% MHR)	1/ 5.000 HR	11.000	55				
	04 SURVEY SUPPLIES	j/ 1.000 LS	100.000				100	

Exhibit 7.C

Journeyman's Construction Quote



January 31, 2006

Mr. Rich Ginder
Hill Country Constructors
US 183-A Toll Road Project
Austin, TX

Re: Change Order Proposal - Ramp Plaza Camera Trusses
US 183-A Toll Road

Mr. Ginder,

Per your request, we are issuing the following add to the contract to supply and install two steel camera trusses with concrete piers and columns. This work is to be performed at each of the two Ramp Plazas for the US 183-A Toll Road project.

Product Items:

Concrete - Drilled Piers & Concrete Columns:	\$12,760.00
Steel - Columns, Trusses & Camera Supports Erected:	\$25,200.00
Painting - Tenemic Painting of Trusses:	<u>\$4,125.00</u>

Total - Change Order:

\$42,085.00

Please let us know if additional information is required.

JOURNEYMAN CONSTRUCTION, LP

Brad Waters
Senior Estimator
Journeyman Construction



March 27, 2006

Mr. Rich Ginder
Hill Country Constructors
US 183-A Toll Road Project
Austin, TX

Re: Change Order Proposal - Ramp Plaza Camera Trusses
US 183-A Toll Road

Mr. Ginder,

Per your request, we are issuing the following add to the contract to supply and install two steel camera trusses with concrete piers and columns. This work is to be performed at each of the two Ramp Plazas for the US 183-A Toll Road project.

Product Items:

Concrete drilled piers & concrete columns

Material	\$4,756
Labor	\$4,124
O/H & Profit	\$2,720

Steel - Columns, Trusses & Camera Supports

Material	\$12,841
Labor	\$6,844
O/H & Profit	\$2,800

Painting - Painting of Trusses

Material	\$1,250
Labor	\$2,000
O/H & Profit	\$500

General Contractor Profit & O/H

\$4,250

TOTAL

\$42,085

Please let us know if additional information is required.

JOURNEYMAN CONSTRUCTION, LP

Hal Brown
Project Manager
Journeyman Construction

Exhibit 7.D
Designer Hours and Rates

**Attachment A
Potential Design Change Order 11
Ramp Plaza Option 2**

URS	Rate	Mult	Hours	Raw \$	Total
Sylvia Lamb	\$54.46	2.92	1	\$54.46	\$159.02
Mindy Steckmest	\$44.24	2.92	4	\$176.96	\$516.72
Bob Murphy	\$27.40	2.92	10	\$274.00	\$800.08
Doc Control	\$20.82	2.92	10	\$607.94 208 ²⁰	\$607.94
Subtotal - Labor:					\$2,083.77
<hr/>					
Aguirre					
Ronnie Fender - PM/Lead Electrical	\$29.84	2.9	14.25	\$1,233.14 425 ²²	\$1,233.14
Britten Barr - Lead Architect	\$29.33	2.9	21.5	\$1,828.73 630 ⁶⁰	\$1,828.73
Paul Mason - Architect	\$26.44	2.9	55.5	\$4,255.52 1467 ⁴²	\$4,255.52
Mark Evans - Architect	\$20.67	2.9	76	\$4,555.67 1570 ⁹²	\$4,555.67
Hasim Isufaj - Structural	\$27.32	2.9	60	\$4,753.68 634 ²⁰	\$4,753.68
Kurt Koger - Lead Structural	\$39.96	2.9	22.5	\$2,607.39 894 ⁰	\$2,607.39
Subtotal - TCB:					\$19,234.12
Subconsultant Mark-up (5%):					\$961.71
ODC (12%):					\$3,038.13
RAW COST w/out MULTIPLIER					\$7,346⁰⁸
Total:					\$25,317.72

Rodriguez
Engineering
Laboratories

March 10, 2006

RE: Change Order for Two Extra Toll Camera Gantries

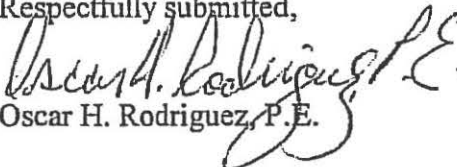
Dear Mr. Ginder,

Following is the cost estimate you requested.

Cost Estimate

25 hours QA Inspection	@ \$62.10	1,552.50
4 days vehicle fee	@ \$20.00	<u>80.00</u>
		\$ 1,632.50

Respectfully submitted,


Oscar H. Rodriguez, P.E.

1504 WEST 5TH STREET AUSTIN, TEXAS 78703 TEL: 512 / 478.0858 FAX: 512 / 474.1849

March 27, 2006

Mr. Rich Ginder
Toll/Aesthetics Manager
Hill Country Constructors
12357-A Riate Trace Parkway, Suite 300
Austin, Texas 78727

HICKS
COMPANY

ENVIRONMENTAL
ARCHEOLOGICAL
AND PLANNING
CONSULTANTS

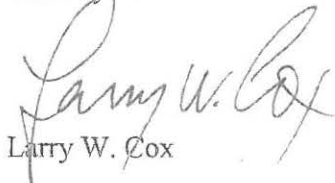
RE: US 183 A Change Order Request

Dear Mr. Ginder:

Per your recent coordination with Bob Huch of my office, please accept this correspondence as Hicks & Company's request for additional funds for the referenced project. Based on your guidance, we anticipate 4 hours of Karst Geologist observation for addition of 4 drill shafts for additional camera support structures at the Brushy Creek Ramp Plazas (for your Change Order 7).

We also anticipate (based on your guidance) an additional 29 hours of Karst Geologist observation for the additional 24 drill shafts for the additional 450 LF of noise wall (which will be for your Change Order 6). The 33 additional hours would total approximately \$3,300 (33 hours Karst Geology Specialist @ \$100/hour). Please process this request at your earliest convenience.

Thank you-



Larry W. Cox

Ecology Program Manager

Exhibit 7.E

PCO 13

PCO NOTICE

PCO Number: 13

PCO Subject: Additional Camera Support Structure for the Front VES of the Ramp Plazas

Date of Occurrence: October 4, 2005

Change Type

Sect. 14.3.1.1 ___

Sect. 14.3.1.2_x__

A) Facts Underlying Change Order Request & Reasons Additional Compensation or Time is Required

Caseta Technologies has a requirement for the placement of the front VES camera to be approximately 27 feet upstream of the payment point. Because of masking issues identified by Caseta, the payment point needs to be the same as the toll booth window. The toll booth needs to be centered within the framework of the canopy in order to maximize sheltering the elements. HCC presented Option 2 as one of the possible solutions to this problem, which includes design and construction of a separate camera support structure to support the front VES cameras approximately 12 feet upstream of the canopy structure of the ramp plazas. HCC has estimated the design and construction cost for a separate sign support structure.

B) CTRMA Representative Knowledgeable of Facts Underlying Change Order Request

Ron Fagan with the CTRMA and Gus Morgan with HNTB have been involved with meetings and discussions identifying this problem and Ron Fagan made the decision in the October 4th task force to proceed with Option 2 for the ramp plazas.

C) Documentation and Substance of Oral Communication Involved in Requested Change

Caseta Technologies identified a problem with the position of the front VES camera location with respect to the pay point which has to be at the window of the toll booth as shown in the 30% design submittal of the ramp plaza. In order to mount the front VES camera the required 27 feet from the toll booth, four options were proposed by HCC to solve this problem during a task force meeting on October 5, 2005. Ron Fagan with the CTRMA expressed concern with maintaining stringent accuracy at the ramp plazas and elected to proceed with option 2 which includes constructing a separate camera support structure approximately 12 feet upstream of the footprint of the canopy. A letter was sent to the CTRMA by HCC on October 5, 2005 (see attachment) seeking verification of the direction received verbally in the task force meeting. The CTRMA sent a letter in response on October 18, 2005 (see attachment) verifying that HCC needs to proceed with the design of a separate camera support structure at the ramp plazas.

D) Basis for Claim and Necessity to Accelerate Schedule Performance

Caseta Technologies has a camera placement system which has 2 each front capture and 2 each rear capture "VES" cameras mounted over the center of each toll lane. Caseta Technologies has specific height and distance requirements in order to guarantee the accuracy requirements in the

contract between the CTRMA and Caseta Technologies. The front capture VES cameras are required to be 27 feet upstream of the pay point which extends beyond the proposed framework of the canopy. HCC proposed 4 options as possible solutions to this dilemma. The CTRMA desired to proceed with option 2 which includes the design and construction of a separate camera support structure upstream of the canopy as originally designed by HCC.

E) Basis that Requested Change is not Required by Contract Documents

The Toll Plaza Design Directives in Exhibit D-11B of the CDA show a ramp plaza with canopy that is 34 feet wide with the baseline of the toll plaza located 15 feet from the upstream edge of the canopy. It appears on the Two Lane Ramp Plaza drawing the baseline is also the payment point line because it is centered at the window of toll booth. The Ramp Plaza Typical 2 Lane Power Plan references the placement of two "DVAS" traffic monitoring camera per plaza positioned on the perimeter frame of the canopy pointing upstream and downstream of traffic. This drawing also references a fixed "DVAS" pay point camera mounted in each toll island pointing at 45 degrees to the front side of the vehicles. It is clearly evident, the reference drawings HCC used to price the proposal of the ramp toll plazas were intended for a different systems integrator.

The design and construction based on the fact presented above clearly justifies a separate camera support structure as a change of conditions from the CDA and warrants a payment in the cost associated with this change.

F) Particular Elements of Performance for which Additional Compensation is Sought Under Section 14

The additional work involved with this change of designing and construction a separate camera structure includes the following:

- 4 Each 36" Drill Shafts – The geotechnical design has not yet specified drill shaft elevations, so 20 LF per shaft was assumed.
- 4 Each 2' X 2' Concrete Columns – The quantities figured for the concrete work did not factor any aesthetic enhancement such as the flared out caps. The cost for the flared caps will be paid by the aesthetics budget and will not be reflected in this change order.
- 2 Each Structural Steel Trusses – Each steel truss will have similar dimensions and sizing that matches the upstream lateral truss of the canopy to provide a similar look as the canopy support structure. No coloring was figured for this change order and will be paid under the aesthetics budget.
- Design Costs – Includes the cost of preparation in the presentation of the sketches of the options to solve the front VES camera dilemma and the design cost of the items listed above.

G) Potential Critical Path Impacts

This item is not directly tied to the critical path of the project. However, it is the best interest of the project schedule that HCC proceed with the design of the ramp plaza with option 2 as directed by the CTRMA in order to keep the schedule on track. It is HCC's intention to design and construct the toll facilities as quick as possible to allow more time for the systems integrator to install and test their system. Any delays resulting in a change departing from the decision



stated on the October 18th letter will shorten the window the systems integrator has to install and test their system. HCC has already incorporated option 2 into the 65% design package.

H) Estimate of Time that Response by CTRMA would Minimize Cost, Delay, or Disruption of Performance

In the spirit of partnering, HCC began to incorporate the design of the separate camera support structure shortly after receiving verbal direction from Ron Fagan during the October 4th task force meeting. HCC would like to expect a response per CDA section 14.3.2.3.3 within 15 business days in order to start the procurement process of the steel materials which require some significant lead time.

I) Price Elements and Rough Order Budget of this Request for Change

HCC sent a letter on October 5th seeking written confirmation of the comments received with a preliminary order of magnitude cost of this option being \$70,000 / location for ramp or mainline plaza. A more detailed cost estimate attached to this document falls within the \$70,000 / location we initially estimated. Upon receiving the constructability review of the 65% ramp plaza design submittal, HCC estimates the cost for the design and construction to cost approximately \$60,000 per camera support structure at the ramp plazas which totals approximately \$120,000. Structural steel is a large component of this change order. The steel prices have been fluctuating significantly during the last 18 months, which may severely impact the pricing of this change order. Until we get further in our design and start securing firm pricing from our subcontractors and suppliers, the actual steel pricing may change from what was assumed in the price breakdown attached to this document.



Hill Country Constructors

12357-A Riata Trace Pkwy. Bldg. 5, Ste. 300 Austin, TX 78727

Remittance Address PO Box 202770 Austin, TX 78720-2770

Main Phone # (512) 233-0101

Main Fax # (512) 697-2649

October 5, 2005

CTRMA
13640 Briarwick Drive, Suite 200
Austin, Texas 78729

Attn: Mr. Richard Ridings, Project Manager

REF: 183A Turnpike

Subject: VES Cameras
Serial Letter #318815.076

Dear Mr. Ridings:

During the Toll Design task force meeting on September 6th, Caseta Technologies expressed a concern with the position of the toll booth as it relates to the front VES cameras. Their concern was that these positions were to close together to accurately capture front license plates. HCC is designing a canopy system for the mainline and ramp plazas to provide shelter to the toll booth. This canopy also supports the toll cameras and antennas on concrete columns that are centered thirty (30) feet, in the longitudinal roadway direction. The problem, as expressed by Caseta, exists with the proposed payment point not being in the center of the camera support. Members of the HCC, CTRMA, and Caseta met on September 9th to discuss viable solutions to this dilemma. This resulted in an option of mounting the front VES camera on a pole in the toll island in order to avoid building a separate support structure for these cameras or extending the canopy. Caseta researched the possibility this option and responded in a meeting on September 16th. That response concluded that by mounting a front VES camera in any other position than centering it directly over the traffic lane, at 27 feet from the payment point, will result in lower accuracy than the limits stated in the contract between the CTRMA and Caseta.

Then from that discussion, HCC verbally proposed four solutions during a toll task force on September 20th that included the following:

- 1) Mount Front VES camera on a pole located in the island. This potentially compromises the required accuracy, but makes the least impact to cost, aesthetics, and the schedule.
- 2) Design and construct a separate camera support structure that will span across the cash lanes, at 12.75 feet *downstream* of the center of the canopy support. This option will satisfy the accuracy concerns although will have additional construction and design cost and schedule impacts. There is also a need to review the aesthetics to accommodate a separate camera support structure.
- 3) Design and construct a camera support structure that is extended longitudinally *downstream* from the canopy over the center of each cash lane. This option will satisfy the accuracy concerns but will have additional construction and design cost and schedule impacts. There is also a major change in aesthetics to accommodate a separate camera support structure.
- 4) Redesign the ML and ramp canopies to add another 12.75 feet of canopy so that both the toll booth and the VES camera have adequate shelter. The front VES camera is placed 27.75' from the toll booth. This option is the most costly and will have a major impact the schedule of this project. This option also has some negative impacts to the aesthetics by adding more size to the canopies.

During the toll task force meeting on October 4, 2005, it was expressed by Ron Fagan that the accuracy of the front VES cameras could be reduced. Caseta Technologies is researching the reductions of accuracy with the implementation of option 1. HCC will proceed with the design of option 1 for the ML plaza with the understanding that option 1 will be implemented unless otherwise directed by the CTRMA. If an agreement between Caseta and CTRMA cannot be resolved for option 1, and any of the other three options are directed by the CTRMA, there will be delays to the design and construction schedule.

Also discussed during the October 4, 2005 task force was the ramp plaza VES Camera configuration. Ron Fagan was not comfortable with a reduction in the accuracy of the front VES cameras. Mr. Fagan reviewed option 3 and dismissed this option because of aesthetic concerns. He was in favor of option 2 which includes adding a separate camera support truss on concrete columns versus option 4 which extends the canopy by 12.75' feet. Order of magnitude cost for designing and constructing option 2 at the two Brushy Creek Ramp plazas is approximately \$155,000 for the additional concrete support columns and for the extra camera support trusses. The actual cost impact of option 2 will be determined as design progresses. Please provide HCC in direction confirming the decisions resulting from the October 4, 2005 task force meeting by October 10, 2005.

Thank you for your attention on this matter, this will help our project move forward in a proactive approach to issue resolution. Should you have any questions please give me a call.

Sincerely,



Ralph Gleffe
Developer Project Manager

CC: Jeff Badke
File 318815.03.01



2357-A Riata Trace Parkway
Building 5, Suite 300
Austin, Texas 78727
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Lowell Lebermann
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James H. Mills

David Singleton

Johanna Zmud, Ph.D.

October 18, 2005

Mr. Ralph Gleffe, P.E.
Hill Country Constructors
12357-A Riata Trace Parkway Suite 300
Austin, TX 78727

RE: 183A Turnpike, VES Cameras

Dear Mr. Gleffe:

We are in receipt of your letter of October 5, 2005, regarding the VES Cameras. Subsequent to the September 6th meeting this matter has been examined in great detail. The main lane plaza canopy width dimension of 30', plus an additional 2', totaling 32', as presented by HCC to Mr. Ron Fagan during the October 4, 2005 meeting is acceptable.

The 32' width dimension accommodates the concerns for all lanes, including the manual lane. This dimension is within the HCC design limits and cost projection stated in the meeting. Therefore, no additional design work, construction cost or time is expected for the use of the 32' canopy width.

The ramp plaza option two (2), adding a separate camera support truss, provides the best overall solution for CTRMA.

Thank you for your attention to this matter. Please contact me at your convenience if you require further information regarding this matter.

Sincerely,

Richard Ridings
Project Manager

cc: 318815.15.03.03.03
Jeff Babke



Central Texas Regional
Mobility Authority

Transmittal

183A Turnpike Project

c/o Turnpike Project Office
12357-A Riata Trace Parkway
Building 5, Suite 300
Austin, Texas 78727-1706

Phone: 512-233-0101
Fax: 512-697-2647

Attention _____ **Date** May 24, 2006 **Contract No.** _____

To Hill Country Constructors

Ralph Gleffe

12357-A Riata Trace Parkway Building 5, Suite 300

Austin, TX 78727-1706

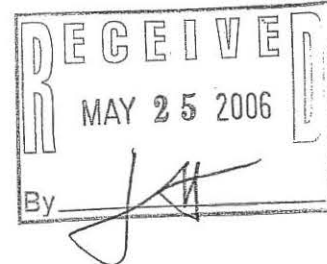
Regarding Change Order Proposal No. 005 – TWC and Grande Communication Conduit

We are sending you: Attached Under separate cover via _____ the following items

Copies	Date	No.	Description
1	05/24/06		Executed - Change Order Proposal No. 005 – TWC and Grande Communication Conduit

These are transmitted as checked below:

<input type="checkbox"/> For approval	<input type="checkbox"/> No Exceptions Noted	<input type="checkbox"/> Revise & Resubmit	<input type="checkbox"/>
<input checked="" type="checkbox"/> For your Use	<input type="checkbox"/> Exceptions as Noted	<input type="checkbox"/> Proceed	<input type="checkbox"/>
<input type="checkbox"/> As requested	<input checked="" type="checkbox"/> Executed	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> For review/comment	<input type="checkbox"/> Other _____		



Remarks

cc: CDA. 14. 1-005

Copy to Rich Ginder
If enclosures are not as noted, please notify us at once.

Signed James W. Blyden
for Richard Ridings