

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

RESOLUTION NO. 07-66

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, the CTRMA is charged with funding and developing transportation improvements throughout the region to help solve the current mobility crisis and to improve the quality of life for residents of Central Texas; and

WHEREAS, CTRMA staff, working in partnership with the Austin District of the Texas Department of Transportation, developed a proposed "CTRMA/TxDOT Regional Implementation Program" (the "Program") which provides for the funding and development of various transportation system improvements through tolling of new roadway capacity; and

WHEREAS, in Resolution 04-62, dated December 8, 2004, the CTRMA Board of Directors adopted formal toll policies for the CTRMA (the "Toll Policies") that were consistent with the Program and reflected input received through public comment and a public hearing held by the CTRMA for such purpose; and

WHEREAS, the Board of Directors anticipated in Resolution 04-62 that the Toll Policies would be subject to revision and amendment from time to time to insure that the Toll Policies best implement the mission and goals of the CTRMA in its efforts to serve the public regarding mobility matters; and

WHEREAS, certain provisions of the Toll Policies are no longer consistent with the desired operation of various transportation improvements developed under the Program; and

WHEREAS, CTRMA staff has undertaken development of various proposed amendments and revisions to the Toll Policies for the CTRMA and such proposed revisions to the Toll Policies are attached hereto as Attachment "A" ("Revisions to Toll Policies"); and

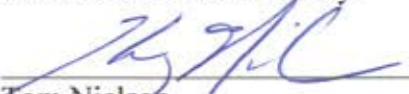
WHEREAS, CTRMA staff has undertaken with Stantec Consulting Services, Inc., the CTRMA's Traffic Consultant, the necessary review and analysis of the fiscal results of such revisions as required under the bond covenants the CTRMA is subject to in order to fully consider the impact of the proposed Revisions to Toll Policies; and

WHEREAS, the initial review and analysis has been completed and the Board of Directors has determined that the Revisions to Toll Policies are acceptable and in the best interest of furthering CTRMA's efforts to serve the public regarding mobility matters.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby adopts the Revisions to the Toll Policies attached hereto as Attachment "A" and hereby amends the CTRMA Toll Policies accordingly, effective as of the date all necessary fiscal review and analysis has been delivered to the CTRMA in final form acceptable to the CTRMA and other relevant parties under applicable bond covenants; and

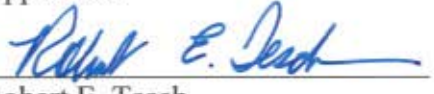
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 7th day of November, 2007.

Submitted and reviewed by:



Tom Nielson
Legal Counsel for the Central
Texas Regional Mobility Authority

Approved:



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 07-66
Date Passed 11/7/07

ATTACHMENT "A"
TO
RESOLUTION 07-66
REVISIONS TO TOLL POLICIES

Brushy Creek Ramps Flat Rate
and
3-4 Axle Rates

The CTRMA Board of Directors has, by passage of its Resolution 07-66 dated November 7, 2007, adopted certain revisions to the Toll Policies of the Authority.

Revisions to the Toll Policies are reflected either in the Policies and Procedures for Toll Collection Operations on the CTRMA Turnpike System ("Policies and Procedures Document") originally adopted December 8, 2004, or as included in the Toll Rates Structure (the "Official Statement Toll Rate Structure") included in the Official Statement dated February 16, 2005 in connection with the CTRMA issuance of various debt obligations (the "Official Statement");

To the extent authorized revisions have been made to the Policies and Procedures Document, such revisions are reflected therein, and the authorized revisions to the Official Statement Toll Rate Structure are as stated below:

The following revisions to the Official Statement Toll Rate Structure are authorized and adopted as follows:

1. Flat Rate at Brushy Creek Ramps, 183-A Toll Project. The Official Statement Toll Rate Structure, as previously amended, provided that the toll rates at the Brushy Creek Ramps on the 183-A Toll Project between the hours of 6 am and 10 pm would vary based upon the number of axles of each vehicle. Further, the toll booths at the Brushy Creek Ramps were to be manned between the hours of 6 am and 10 pm to allow for collection of cash toll payments as well as determination of the number of axles on a vehicle paying a cash toll. However, it has been determined that significant efficiencies will be realized if this provision is revised.

This revision provides that all vehicles traveling through any of the Brushy Creek Ramps' lanes will be charged the toll rate established for passenger cars, regardless of the number of axles on a vehicle. In addition, it will no longer be necessary for the Brushy Creek Ramps toll collections booths to be manned at any time, if desired by the CTRMA.

2. Four Axle Rate to be the Same as Three Axle Rate. The Official Statement Toll Rate Structure provides that toll rates increase based upon the number of axles a vehicle has over two axles. Therefore, a vehicle with four axles pays a higher toll rate than a vehicle with three axles. However, it has been determined that a majority of four axle vehicles utilizing CTRMA facilities consist of a motorized vehicle towing a small trailer with two additional axles. These type vehicles generally do not cause wear or damage to CTRMA facilities in significant excess over the wear and damage caused by a vehicle with three axles. Therefore, the toll rates for all four-

axle vehicles shall be the same toll rate as those charged for three-axle vehicles. This is consistent with the CTRMA's efforts to provide equitable toll rates for its customers.

This revision only applies to four-axle vehicles. All other rates based on axle count shall remain as established from time to time by the CTRMA.

The above revisions shall be deemed part of the Official Statement Toll Rate Structure as provided in Resolution No. 07-66, unless and until further revised by the CTRMA Board of Directors by appropriate resolution and in accordance with the provisions of the Official Statement.