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

RESOLUTION NO. 08-07

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

WHEREAS, the CTRMA has adopted procurement policies (the "Procurement Policies") that provide for various methods for procurement of goods and services; and

WHEREAS, in Resolution No. 03-06, dated January 29, 2003, the CTRMA Board of Directors authorized the issuance of a Request for Qualifications ("RFQ") for the selection of a financial advisor to provide the CTRMA financial advisory services ("Financial Advisor"); and

WHEREAS, in Resolution No. 03-25, dated April 30, 2003, the CTRMA Board of Directors approved the selection of the team of First Southwest Company and D. Ladd Pattillo & Associates, Inc. (collectively "First Southwest/Pattillo") to serve as the financial advisor to the CTRMA: and

WHEREAS, in Resolution No. 03-44, dated August 27, 2003, the CTRMA Board of Directors authorized the execution of a Financial Advisory Services Agreement with First Southwest/Pattillo effective as of August 27, 2003 (the "Agreement"); and

WHEREAS, the original term of the Agreement terminates as of August 26, 2008; and

WHEREAS, the Board of Directors believes that it is imperative that the CTRMA experience a continuity of services from its Financial Advisor for the foreseeable future in order to adequately address the numerous anticipated mobility challenges of the region; and

WHEREAS, the Board of Directors desires that the Agreement be amended and extended in order to facilitate the continuity of financial advisory services.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby authorizes the Executive Director to finalize and execute a First Amendment to the Agreement and extend the term of the Agreement until December 31, 2009.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of January, 2008.

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 <u>08-07</u> Date Passed <u>1-30-08</u>