

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

RESOLUTION NO. 09-03

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, from time to time by various previous Resolutions the Board of Directors has authorized the establishment and maintenance of financial banking and investment accounts to efficiently and economically manage CTRMA funds; and

WHEREAS, establishment of one or more banking and investment accounts with Bank of America has been determined to be beneficial to the CTRMA; and

WHEREAS, the Banking Resolution and Certificate of Incumbency attached hereto as Attachment "A" has been properly reviewed by the CTRMA and/or its advisors.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes the completion of the attached Banking Resolution and Certificate of Incumbency consistent with all existing policies of the CTRMA and its execution and delivery to Bank of America; and

BE IT FURTHER RESOLVED, William Chapman, CTRMA Chief Financial Officer, is hereby authorized to execute and deliver the attached Banking Resolution and Certificate of Incumbency, as well as all other related documentation necessary to establish accounts now and in the future with Bank of America; and


BE IT FURTHER RESOLVED, that the authorization provided herein shall continue in full effect, unless and until the Board of Directors otherwise determines by subsequent Resolution, notice of which will be delivered to Bank of America.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 28th day of January, 2009.

Submitted and reviewed by:


Tom Nielson
General Counsel for the Central
Texas Regional Mobility Authority

Approved:


Lowell H. Lebermann, Jr.
Vice Chairman, Board of Directors
Resolution Number 09-03
Date Passed 1/28/09

ATTACHMENT "A"
TO RESOLUTION NO. 09-03
BANK OF AMERICA
BANKING RESOLUTION AND CERTIFICATE OF INCUMBENCY



Deposit Account Documentation Banking Resolution and Certificate of Incumbency

Title: _____

Select One: New Resolution/Incumbency Supersede Banking Resolution Update Incumbency

This Banking Resolution and Certificate of Incumbency will apply to all accounts you maintain with us.

Organization Legal Name

The Organization adopts the following Banking Resolution and Certificate of Incumbency (with specimen signatures)*

The undersigned certifies that:

1) any individual (each an "Authorized Signer") holding any of the following positions:

_____	_____
(Title)	(Title)
_____	_____
(Title)	(Title)

is authorized, acting alone, (a) to establish accounts from time to time for the Organization at Bank of America, N.A. (the "Bank"), as well as to operate and close such accounts, and (b) to designate persons to operate each such account including closing the account, and

2) the person whose signature, name, and title appear in the "AGREEMENT, TAX INFORMATION CERTIFICATION and AUTHORIZATION" section of the Deposit Account Documentation Signature Card ("Signature Card") and those persons listed below on the Incumbency Certificate, are Authorized Signers who are authorized to establish accounts and to designate persons to operate each such account and to execute contracts and agreements with the Bank and that their signatures are genuine.

3) the persons who signed in the Designated Account Signers section of the Signature Card are authorized to operate any accounts opened with the deposit account documentation unless otherwise noted on the Signature Card, and that their signatures are genuine.

4) the foregoing is a complete, true and correct copy of the banking resolutions adopted by the Board of Directors, the Members or the General Partners, Commission, Council or Governing Board as applicable, of the Organization, government entity or authority and that the resolutions are still in full force and effect and have not been amended or revoked and do not exceed the objects or powers of the Organization, government entity, authority or the powers of its management or Governing Board, Commission or Council.

Incumbency Certificate: Use when Authorized Signer's signature does not appear on the accompanying Signature Card, or to update authorized signers.

Name	Title	Signature
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

* If you choose to provide your own Banking Resolution and Certificate of Incumbency (with specimen signatures), it must be attached to the signature card.

This Banking Resolution and Certificate of Incumbency must be signed as follows:

Corporations: Secretary or assistant secretary of the company must sign.

Any Partnership type: One of the general partners must sign. If the general partner is an organization, show the name of the general partner and include capacity of signer.

Limited Liability Company: Member Managed LLC: One of the members or an officer of the company must sign. If the member or manager is an organization, show the name of the member or manager and include capacity of signer.

Manager Managed LLC: The manager or managers or an officer authorized of the company must sign. If the member or manager is an organization, show the name of the member or manager and include capacity of signer.

Other unincorporated organizations: An officer of the organization who is authorized by the by-laws or operating agreement of the company must sign.

Government entities, authorities or agencies: An authorized signer of the government entity/authority who is authorized by the statutes must sign.

IN WITNESS WHEREOF, I have hereunto set my hand as _____ (title) of the Organization listed above this
_____ day of _____, 200_____.

By: _____ Signature
Type or Print Name of Certifying Individual

(Name of Company who is General Partner or Member)

THIS DOCUMENT MUST BE PROCESSED BY THE BANK OF AMERICA UNIT LISTED BELOW

or Bank Use: Forward to: DST
Date Received: _____ Received by: Marci Enriquez Phone: 512-397-2885
Date Reviewed: _____ Reviewed by: _____