

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

RESOLUTION NO. 09-51

June 2009 Financial Report

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") is empowered to procure such goods and services as it deems necessary to assist with its operations and to study and develop potential transportation projects, and is responsible to insure accurate financial records are maintained using sound and acceptable financial practices; and

WHEREAS, close scrutiny of CTRMA expenditures for goods and services, including those related to project development, as well as close scrutiny of CTRMA's financial condition and records is the responsibility of the Board of Directors and its designees through procedures the Board may implement from time to time; and

WHEREAS, the Board of Directors has adopted policies and procedures intended to provide strong fiscal oversight and which authorize the Executive Director, working with the CTRMA's Chief Financial Officer, to review invoices, approve disbursements, and prepare and maintain accurate financial records and reports; and

WHEREAS, the Executive Director, working with the Chief Financial Officer, has reviewed and authorized the disbursements necessary for the month of June 2009 and has caused a Financial Report to be prepared which is attached hereto as Attachment "A."

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Financial Report for June 2009, attached hereto as Attachment "A."


Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31st day of July, 2009.

Submitted and reviewed by:



Tom Nielson
General Counsel for the Central
Texas Regional Mobility Authority

Approved:



Ray A. Wilkerson
Chairman, Board of Directors
Resolution Number 09-51
Date Passed 7/31/09

CTRMA INVESTMENT REPORT

		Month Ending 6/30/2009					Current
		Balance		Discount	Accrued Interest	Balance	Rate as of
		5/31/2009	Additions	Amortization	Withdrawals	6/30/2009	6/30/2009
Amount in Trustee TexStar							
Additional Projects Fund		414,987.70			14,611.18	400,502.36	0.317%
Construction Fund		2,958,425.78			1,292,158.73	1,666,827.28	0.317%
General Fund		8,270,637.44	574,425.34			8,847,646.69	0.317%
Trustee Operating Fund		2,082,474.04	400,160.47		1,200,000.00	1,283,121.12	0.317%
Renewal & Replacement Fund		102,749.06				102,780.25	0.317%
TxDOT Grant Fund		6,179,822.35	3,045,154.10			9,227,241.43	0.317%
Revenue Fund		618.60				618.79	0.317%
Debt Service Reserve Fund		13,872,672.03			4,210.98	13,876,883.01	0.317%
		33,882,387.00	4,019,739.91	0.00	10,263.93	2,506,769.91	
Amount in TexStar Operating Fund		87,204.44	1,200,000.00		62.29	1,015,000.00	0.317%
Fidelity Money Market Fund							
Operating Fund		400,000.00	400,000.00		400,160.47	400,000.00	0.010%
Additional Projects Fund		0.00	14,611.18		14,619.25	0.00	0.010%
Construction Fund 05		0.00	1,292,158.73		1,292,164.60	0.00	0.010%
Construction Fund 09		14,641,084.08			3,236,717.16	11,404,850.19	0.010%
Other Obligations Fund		0.00	56,814.87		17,160.70	39,654.17	0.010%
Debt Service Fund		3,119,589.63	619,958.33			3,739,840.36	0.010%
Subordinate Lien DS Fund		7,877.96				7,878.83	0.010%
TxDOT Grant Fund		2,118,674.86	3,900,000.00		6,045,154.10	7,433.42	0.010%
Renewal and Replacement		550,418.60				550,445.06	0.010%
Revenue Fund		617,497.98	1,789,401.02		1,661,426.43	745,583.92	0.010%
General Fund		574,378.28	535,351.18		574,425.34	535,351.18	0.010%
Debt Service Reserve Fund		0.00			0.00	242.66	0.010%
		22,029,521.39	8,608,295.31		35,291.14	13,241,828.05	
Amount in Fed Agencies							
Amortized Principal		1,000,000.00		0.00		1,000,000.00	
Accrued Interest					875.00		
		1,000,000.00	0.00	0.00	875.00	0.00	
Certificates of Deposit							
Total in Pools		4,000,000.00	3,000,000.00		3,900,000.00	3,100,000.00	
Total in Money Market		33,969,591.44	5,219,739.91	0.00	10,326.22	3,521,769.91	35,677,887.66
Total in Fed Agencies		22,029,521.39	8,608,295.31		35,291.14	13,241,828.05	17,431,279.79
Total in Money Market		1,000,000.00	0.00	0.00	875.00	0.00	1,000,000.00
Total Invested		60,999,112.83	16,828,035.22	0.00	46,492.36	20,663,597.96	57,209,167.45

Amount of Investments As of June 30, 2009

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND
Federal Home Loan Bank	3133XTB88	1,000,000.00	1,000,000.00	1,004,060.00	1.05%	3/6/2009	3/5/2010	TxDOT Grant Fund
		<u>1,000,000.00</u>	<u>1,000,000.00</u>	<u>1,004,060.00</u>				

Agency	CUSIP #	COST	Cumulative Amortization	5/31/2008		Interest Income May 2009		
				Book Value	Maturity Value	Accrued Interest	Amortization	Interest Earned
Federal Home Loan Bank	3133XTB88	1,000,000.00		1,000,000.00	1,000,000.00	\$ 875.00		\$ 875.00
		<u>1,000,000.00</u>	<u>0.00</u>	<u>1,000,000.00</u>	<u>1,000,000.00</u>	<u>875.00</u>	<u>0.00</u>	<u>875.00</u>

June 09 Certificates of Deposit Outstanding

Bank	CUSIP #	COST	Yield to Maturity	Purchased	Matures	June 09 Interest	Cummulative Interest Earned	Cummulative Interest Received	FUND
Cathay Bank	149159DV4	Matured	3.40%	6/13/2008	6/12/2009	\$ 54.11	\$ 3,390.68		TxDOT Grant Fund
Wright Exp Fin Serv	98233PNY9	Matured	3.35%	6/13/2008	6/12/2009	\$ 54.05	\$ 3,340.82		TxDOT Grant Fund
First National Bank	32115CAW8	Matured	3.35%	6/18/2008	6/18/2009	\$ 120.80	\$ 3,350.00		TxDOT Grant Fund
SCB Bank	78391TCX5	Matured	3.35%	6/13/2008	6/13/2009	\$ 107.84	\$ 3,340.81		TxDOT Grant Fund
Horicon Bank	440392ED6	Matured	3.35%	6/17/2008	6/17/2009	\$ 111.20	\$ 3,350.00		TxDOT Grant Fund
New South Savings Bank	64880T5A1	Matured	3.35%	6/12/2008	6/12/2009	\$ 54.05	\$ 3,340.82		TxDOT Grant Fund
Oregon Community Bank	68583TCD8	Matured	3.35%	6/18/2008	6/18/2009	\$ 172.85	\$ 3,349.99		TxDOT Grant Fund
Capital Bank	14056MCC7	Matured	3.35%	6/18/2008	6/18/2009	\$ 172.85	\$ 3,349.99		TxDOT Grant Fund
New Century Bank	64353PDU4	Matured	3.40%	6/18/2008	6/18/2009	\$ 175.44	\$ 3,400.01		TxDOT Grant Fund
Regions Bank	CDRB12290	Matured	3.23%	10/1/2008	6/30/2009	\$ 7,433.42	\$ 63,715.07		TxDOT Grant Fund
Regions Bank	CDRB12290	3,000,000	0.85%	6/30/2009	3/30/2010	\$ -	\$ -		TxDOT Grant Fund
Regions Bank	CDRB21804	100,000	1.98%	2/11/2009	10/11/2009	\$ 162.74	\$ 661.81	\$ 499.07	TxDOT Grant Fund
		<u>3,100,000.00</u>				<u>8,619.35</u>	<u>94,590.00</u>	<u>499.07</u>	

INVESTMENTS by FUND

		Balance June 30, 2009
Additional Projects Fund		
TexSTAR	400,502.36	
Fidelity	0.00	
		400,502.36
05 Construction Fund		
TexSTAR	1,666,827.28	
Fidelity	0.00	
		1,666,827.28
Renewal & Replacement Fund		
TexSTAR	102,780.25	
Fidelity	550,445.06	
CD's		
		653,225.31
TxDOT Grant Fund		
TexSTAR	9,227,241.43	
Fidelity	7,433.42	
CD's	3,100,000.00	
Agencies	1,000,000.00	
		13,334,674.85
Subordinate Lien DS Fund		
TexSTAR	0.00	
Fidelity	7,878.83	
		7,878.83
Debt Service Reserve Fund		
TexSTAR	13,876,883.01	
Fidelity	242.66	
CD's		
		13,877,125.67
Debt Service Fund		
TexSTAR	0.00	
Fidelity	3,739,840.36	
		3,739,840.36
Other Obligations Fund		
TexSTAR		
Fidelity	39,654.17	
		39,654.17
Operating Fund		
TexSTAR	272,266.73	
TexSTAR-Trustee	1,283,121.12	
Fidelity	400,000.00	
		1,955,387.85
Revenue Fund		
TexSTAR	618.79	
Fidelity	745,583.92	
		746,202.71
General Fund		
TexSTAR	8,847,646.69	
Fidelity	535,351.18	
		9,382,997.87
09 Construction Fund		
Fidelity	11,404,850.19	
TexSTAR		
		11,404,850.19
		57,209,167.45



Monthly Newsletter - June 2009

Performance

As of June 30, 2009

Current Invested Balance	\$5,656,879,809.73
Weighted Average Maturity (1)	44 Days
Weighted Average Maturity (2)	71 Days
Net Asset Value	1.000525
Total Number of Participants	684
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$1,969,627.69
Management Fee Collected	\$236,454.89
% of Portfolio Invested Beyond 1 Year	2.88%
Standard & Poor's Current Rating	AAAm

Rates reflect historical information and are not an indication of future performance.

June Averages

Average Invested Balance	\$5,707,874,627.40
Average Monthly Yield, on a simple basis	0.3693%
Average Weighted Average Maturity (1)*	47 Days
Average Weighted Average Maturity (2)*	76 Days

Definition of Weighted Average Maturity (1) & (2)

(1) This weighted average maturity calculation uses the SEC Rule 2a-7 definition for stated maturity for any floating rate instrument held in the portfolio to determine the weighted average maturity for the pool. This Rule specifies that a variable rate instrument to be paid in 397 calendar days or less shall be deemed to have a maturity equal to the period remaining until the next readjustment of the interest rate.

(2) This weighted average maturity calculation uses the final maturity of any floating rate instruments held in the portfolio to calculate the weighted average maturity for the pool.

* The maximum management fee authorized for the TexSTAR Cash Reserve Fund is 12 basis points. This fee may be waived in full or in part in the discretion of the TexSTAR co-administrators at any time as provided for in the TexSTAR Information Statement.

New Participants

We would like to welcome the following entities who joined the TexSTAR program in June:

- ★ City of McGregor
- ★ Coastal Water Authority
- ★ City of Garland
- ★ Montgomery County Hospital District
- ★ Brushy Creek Regional Utility Authority

Enhanced Internet Transaction System

COMING SOON - Enhanced internet transaction system featuring online vendor payments, emailed transaction confirmations and other additional functionality requested by our participants. Watch your mail for more details.

Economic Commentary

Incoming data continues to suggest a significant abatement in contraction of economic activity, but nothing more: expansion still remains elusive and indeed data over the past month have turned a bit more mixed. On the positive side, overall financial conditions have eased a lot but not yet household credit conditions. Consumer spending has disappointed with second quarter spending probably posting a modest decline despite considerable amount of stimulus boosting disposable income and labor markets remain very weak. The unemployment rate stood at 9.5% in June and is set to move higher. Home sales and housing starts may have possibly bottomed. Rising affordability, driven largely by lower prices, has apparently helped stabilize sales but housing inventory remains a problem and prices are expected to decline into next year, if at a more subdued pace. Treasury prices declined dramatically during the second quarter and yields rose as the unwinding of the flight to quality trade that took place in the first quarter continued. In addition, inflation fears and new Treasury supply contributed to the rise in yields.

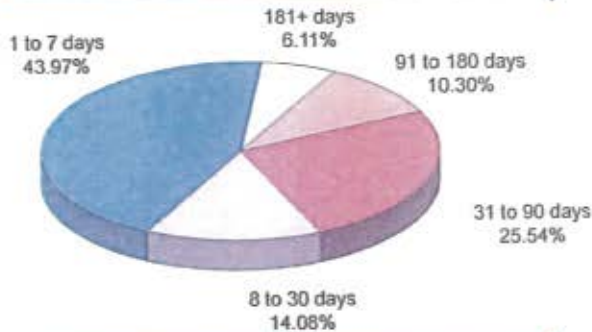
The outline for the path leading up to the end of the recession has long been one where consumer metrics start to improve, supported by temporary stimulus and gradually improving financial conditions. Better consumer spending and final demand leads to reduced business caution and ultimately to improved labor markets. Better wage income then provides more permanent support for consumer spending, thereby setting into motion a virtuous cycle. Also important to this story is some recovery in exports and housing. Data over the past few months has been consistent with all but one element of this central theme: a measurable labor market recovery is yet to materialize. However, it is hopeful that labor markets will respond gradually to continued improvement in final demand. For final demand to improve, both monetary and fiscal stimulus is critical. The combination of fiscal stimulus, reduced inventory cutbacks, reduced drag from housing, easier financial conditions, and the advanced stage of household balance sheet repair should gradually restore growth into positive territory in the second half of 2009. Growth is anticipated to be low enough that the unemployment rate should keep rising into mid-2010, and disinflation will remain a key feature of the economic backdrop.

This information is an excerpt from an economic report dated June 2009 provided to TexSTAR by JP Morgan Asset Management, Inc., the investment manager of the TexSTAR pool.

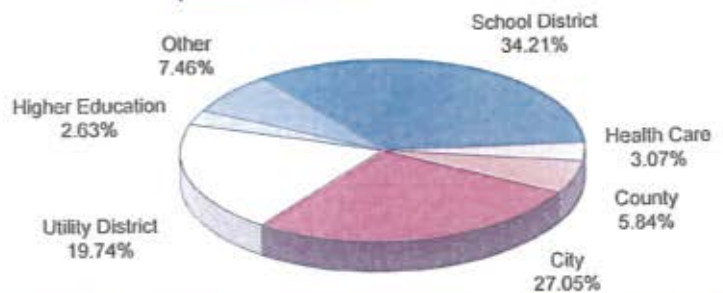
For more information about TexSTAR, please visit our web site at www.texstar.org.

Information at a Glance

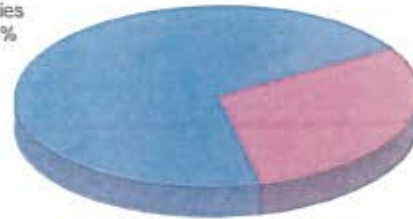
Portfolio by Type of Investment As of June 30, 2009



Distribution of Participants by Type As of June 30, 2009



Agencies
69.98%



Repurchase
Agreements
30.02%

Portfolio by Maturity As of June 30, 2009

Performance

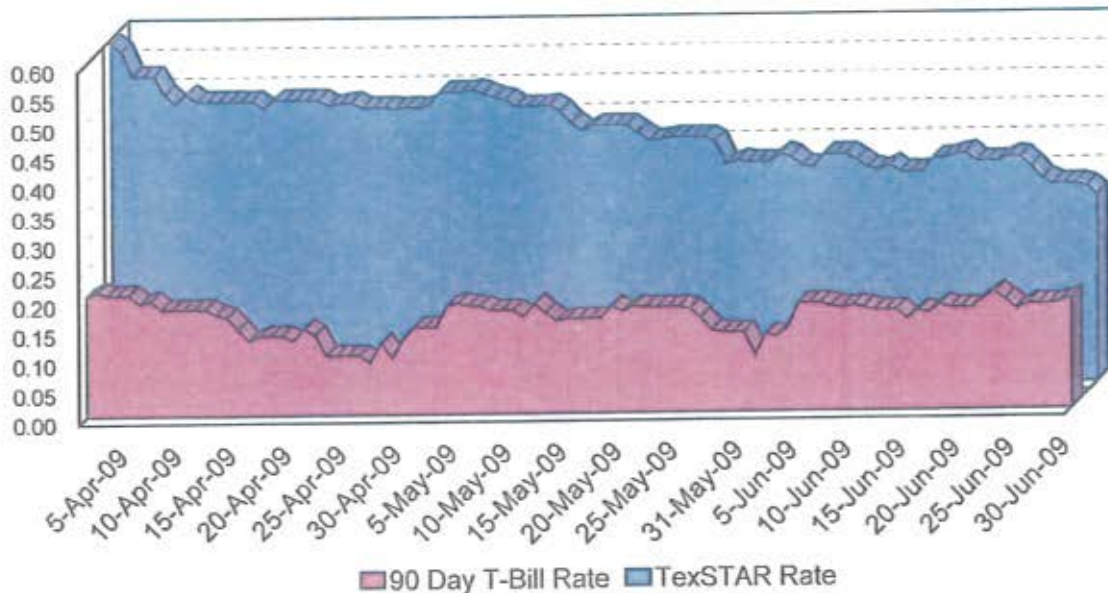
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
June 09	0.3693%	\$ 5,656,879,809.73	\$ 5,659,853,015.76	1.000525	47	76	684
May 09	0.4462%	5,532,083,366.30	5,535,302,549.55	1.000581	46	75	679
Apr 09	0.4984%	5,647,217,828.45	5,650,940,345.36	1.000659	50	79	677
Mar 09	0.5945%	5,660,835,069.45	5,663,620,225.62	1.000492	50	77	673
Feb 09	0.7053%	6,132,498,993.34	6,134,995,172.40	1.000402	48	72	670
Jan 09	0.9005%	5,676,377,612.45	5,680,297,695.81	1.000683	50	78	667
Dec 08	1.3793%	4,993,884,782.18	4,999,322,863.96	1.001075	48	81	664
Nov 08	1.5651%	4,516,705,034.64	4,520,414,835.22	1.000821	37	76	663
Oct 08	1.7825%	4,653,785,653.26	4,652,712,677.18	0.999727	39	82	659
Sep 08	2.2986%	5,252,346,054.07	5,248,471,023.31	0.999262	34	81	650
Aug 08	2.2120%	4,936,314,476.42	4,933,265,676.60	0.999370	36	87	647
Jul 08	2.1874%	5,328,247,286.85	5,325,742,811.75	0.999529	30	84	643
Jun 08	2.2467%	5,450,912,795.58	5,448,966,529.06	0.999642	31	86	637

Portfolio Asset Summary as of June 30, 2009

	Book Value	Market Value
Uninvested Balance	\$ 43.57	\$ 43.57
Accrual of Interest Income	2,706,937.93	2,706,937.93
Interest and Management Fees Payable	(2,094,979.80)	(2,094,979.80)
Payable for Investment Purchased	(99,986,000.00)	(99,986,000.00)
Repurchase Agreements	1,728,179,000.00	1,728,179,000.00
Government Securities	4,028,074,808.03	4,031,048,014.06
Total	\$ 5,656,879,809.73	\$ 5,659,853,015.76

Market value of collateral supporting the Repurchase Agreements is at least 102% of the Book Value. The portfolio is managed by J.P. Morgan Chase & Co. and the assets are safekept in a separate custodial account at the Federal Reserve Bank in the name of TexSTAR. The only source of payment to the Participants are the assets of TexSTAR. There is no secondary source of payment for the pool such as insurance or guarantee. Should you require a copy of the portfolio, please contact TexSTAR Participant Services.

TexSTAR versus 90-Day Treasury Bill



This material is for information purposes only. This information does not represent an offer to buy or sell a security. The above rate information is obtained from sources that are believed to be reliable; however, its accuracy or completeness June be subject to change. The TexSTAR management fee may be waived in full or in part at the discretion of the TexSTAR co-administrators and the TexSTAR rate for the period shown reflects waiver of fees. This table represents investment performance return to the customer, net of fees, and is not an indication of future performance. An investment in the security is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the issuer seeks to preserve the value of an investment at \$1.00 per share, it is possible to lose money by investing in the security. Information about these and other program details are in the fund's Information Statement which should be read carefully before investing. The yield on the 90-Day Treasury Bill ("T-Bill Yield") is shown for comparative purposes only. When comparing the investment returns of the TexSTAR pool to the T-Bill Yield, you should know that the TexSTAR pool consist of allocations of specific diversified securities as detailed in the respective Information Statements. The T-Bill Yield is taken from Bloomberg Finance L.P. and represents the daily closing yield on the then current 90-day T-Bill.

Daily Summary for June 2009

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
6/1/2009	0.3935%	0.000010782	\$5,499,001,458.38	1.000614	46	74
6/2/2009	0.3875%	0.000010617	\$5,687,565,501.26	1.000594	47	73
6/3/2009	0.3719%	0.000010189	\$5,679,774,804.69	1.000619	45	71
6/4/2009	0.3701%	0.000010139	\$5,761,279,175.77	1.000587	45	76
6/5/2009	0.3914%	0.000010724	\$5,667,201,798.57	1.000531	44	78
6/6/2009	0.3914%	0.000010724	\$5,667,201,798.57	1.000531	44	78
6/7/2009	0.3914%	0.000010724	\$5,667,201,798.57	1.000531	44	78
6/8/2009	0.3804%	0.000010422	\$5,641,344,194.96	1.000525	45	76
6/9/2009	0.3677%	0.000010075	\$5,624,221,768.99	1.000544	45	75
6/10/2009	0.3637%	0.000009964	\$5,594,441,255.34	1.000519	49	80
6/11/2009	0.3719%	0.000010190	\$5,819,072,688.39	1.000561	51	80
6/12/2009	0.3597%	0.000009854	\$5,935,979,533.92	1.000580	49	77
6/13/2009	0.3597%	0.000009854	\$5,935,979,533.92	1.000580	49	77
6/14/2009	0.3597%	0.000009854	\$5,935,979,533.92	1.000580	49	77
6/15/2009	0.3827%	0.000010485	\$5,959,127,759.34	1.000558	48	76
6/16/2009	0.3835%	0.000010506	\$5,916,932,429.93	1.000576	48	76
6/17/2009	0.3889%	0.000010656	\$5,864,476,393.85	1.000603	47	76
6/18/2009	0.3916%	0.000010728	\$5,861,745,426.33	1.000586	48	76
6/19/2009	0.3769%	0.000010325	\$5,761,374,834.35	1.000504	49	77
6/20/2009	0.3769%	0.000010325	\$5,761,374,834.35	1.000504	49	77
6/21/2009	0.3769%	0.000010325	\$5,761,374,834.35	1.000504	49	77
6/22/2009	0.3850%	0.000010547	\$5,609,106,564.78	1.000518	49	78
6/23/2009	0.3831%	0.000010497	\$5,571,806,664.96	1.000509	49	78
6/24/2009	0.3662%	0.000010034	\$5,572,519,515.81	1.000504	48	77
6/25/2009	0.3457%	0.000009472	\$5,565,341,182.24	1.000541	48	77
6/26/2009	0.3376%	0.000009250	\$5,558,663,430.07	1.000528	46	75
6/27/2009	0.3376%	0.000009250	\$5,558,663,430.07	1.000528	46	75
6/28/2009	0.3376%	0.000009250	\$5,558,663,430.07	1.000528	46	75
6/29/2009	0.3320%	0.000009096	\$5,581,943,436.41	1.000520	45	74
6/30/2009	0.3171%	0.000008689	\$5,656,879,809.73	1.000525	44	71
Average	0.3693%	0.000010118	\$5,707,874,627.40		47	76

TexSTAR Participant Services
First Southwest Asset Management, Inc.
325 North St. Paul Street, Suite 800
Dallas, Texas 75201



TexSTAR Board Members

<i>William Chapman</i>	<i>Central Texas Regional Mobility Authority</i>	<i>Governing Board President</i>
<i>Nell Lange</i>	<i>City of Frisco</i>	<i>Governing Board Vice President</i>
<i>Melinda Garrett</i>	<i>Houston ISD</i>	<i>Governing Board Treasurer</i>
<i>Michael Bartolotta</i>	<i>First Southwest Company</i>	<i>Governing Board Secretary</i>
<i>Will Williams</i>	<i>JP Morgan Chase</i>	<i>Governing Board Asst. Sec./Treas.</i>
<i>Hardy Browder</i>	<i>City of Cedar Hill</i>	<i>Advisory Board</i>
<i>Oscar Cardenas</i>	<i>Northside ISD</i>	<i>Advisory Board</i>
<i>Scott Christensen</i>	<i>Reid Road MUD No. 1</i>	<i>Advisory Board</i>
<i>Stephen Fortenberry</i>	<i>McKinney ISD</i>	<i>Advisory Board</i>
<i>Monte Mercer</i>	<i>North Central TX Council of Government</i>	<i>Advisory Board</i>
<i>Len Santow</i>	<i>Griggs & Santow</i>	<i>Advisory Board</i>
<i>S. Renee Tidwell</i>	<i>Tarrant County</i>	<i>Advisory Board</i>

For more information contact TexSTAR Participant Services ★ 1-800-TEX-STAR ★ www.texstar.org

 **First Southwest Asset Management**

 **JPMorganChase**