

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

**RESOLUTION NO. 13-020**

**ACCEPT THE FINANCIAL REPORTS FOR JANUARY 2013.**

WHEREAS, the Central Texas Regional Mobility Authority ("Mobility Authority") 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 the Mobility Authority's expenditures for goods and services, including those related to project development, as well as close scrutiny of the Mobility Authority's financial condition and records is the responsibility of the Board and its designees through procedures the Board may implement from time to time; and


WHEREAS, the Board has adopted policies and procedures intended to provide strong fiscal oversight and which authorize the Executive Director, working with the Mobility Authority'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 January 2013, and has caused Financial Reports to be prepared and attached to this resolution as Attachment A.

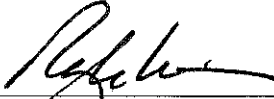
**NOW THEREFORE, BE IT RESOLVED**, that the Board of Directors accepts the Financial Reports for January 2013, attached as Attachment A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27<sup>th</sup> day of February, 2013.

Submitted and reviewed by:

  
Andrew Martin  
General Counsel for the Central  
Texas Regional Mobility Authority

Approved:

  
Ray A. Wilkerson  
Chairman, Board of Directors  
Resolution Number: 13-020  
Date Passed: 2/27/2013

**Attachment A**

**Financial Reports for January 2013**

**Central Texas Regional Mobility Authority  
Balance Sheet**

As of	January 31, 2013	January 31, 2012
<b>Assets</b>		
<b>Current Assets</b>		
Cash in Regions Operating Account	218,143	30,137
Cash In TexSTAR	145,779	155,824
Regions Payroll Account	25,090	79,920
<b>Restricted cash/cash equivalents</b>		
Fidelity Government MMA	86,435,435	13,008,817
Restricted Cash-TexStar	52,409,784	57,884,643
Overpayment accounts	37,075	25,159
<b>Total Cash and Cash Equivalents</b>	139,271,306	71,184,499
Accounts Receivable	15,269	22,953
Due From Employees	33	0
Due From TTA	0	378,942
Due From NTTA	58,030	71,503
Due From HCTRA	95,446	130,162
Due From TxDOT	1,377,710	3,813,762
Due From Federal Government	154,489	154,488
Interest Receivable	551,194	158,180
<b>Total Receivables</b>	2,252,170	4,729,990
<b>Short Term Investments</b>		
Treasuries	0	4,549,017
Short Term Investments	122,423,363	40,700,035
<b>Other Current Assets</b>		
Prepaid Insurance	40,955	41,325
<b>Total Current Assets</b>	264,012,637	116,657,504
<b>Construction Work In Process</b>		
	308,782,108	285,412,458
<b>Fixed Assets</b>		
Computers(net)	25,089	26,385
Computer Software(net)	(25,672)	574,115
Furniture and Fixtures(net)	10,973	14,731
Equipment(net)	29,116	48,199
Autos and Trucks(net)	17,246	24,144
Buildings and Toll Facilities(net)	6,075,473	6,241,139
Highways and Bridges(net)	276,113,500	174,821,984
Communication Equipment(net)	840,130	1,030,951
Toll Equipment(net)	9,118,481	2,275,982
Signs(net)	5,989,234	5,011,353
Land Improvements(net)	3,315,990	1,139,969
Right of Way	24,800,630	24,683,553
Leasehold Improvements	50,815	62,434
<b>Total Fixed Assets</b>	326,361,005	215,954,939
<b>Long Term Investments</b>		
GIC (Restricted )	0	208,105,739
<b>Other Assets</b>		
Security Deposits	8,644	8,644
Intangible Assets	650	650
Total Bond Issuance Costs	14,717,522	15,428,918
<b>Total Assets</b>	913,882,567	859,714,764

**Liabilities****Current Liabilities**

Accounts Payable	176,019	385,777
Overpayments	38,143	25,936
Interest Payable	3,608,999	4,095,206
Due to other Funds	171,248	0
TCDRS Payable	32,946	31,764
Medical Reimbursement Payable	(39)	63
Due to other Entities	7,509	19,669
Other	0	17,178
Due to State of Texas	0	2,098
<b>Total Current Liabilities</b>	<b><u>4,034,825</u></b>	<b><u>4,577,689</u></b>

**Long Term Liabilities**

Accrued Vac & Sick Leave Paybl	189,089	413,815
Retainage Payable	0	1,655
Senior Lien Revenue Bonds 2005	170,404,728	171,678,662
Senior Lien Revenue Bonds 2010	103,293,630	98,764,238
Senior Lien Revenue Bonds 2011	306,971,392	306,300,450
Sn Lien Rev Bnd Prem/Disc 2005	4,562,861	4,692,939
Sn Lien Rev Bnd Prem/Disc 2010	147,562	183,498
Tot Sr Lien Rev Bond Pay Pre/D	<u>922,895</u>	<u>873,534</u>
Subordinated Lien Bond 2010	45,000,000	45,000,000
Subordinated Lien Bond 2011	70,000,000	70,000,000
Sub Lien Bond 2011 Prem/Disc	(2,025,828)	(2,115,644)
TIFIA note 2008	77,506,077	77,526,562
2010 Regions BAB's Payable	0	0
2011 Regions Draw Down Note	1,200,000	200,000
Total Long Term Liabilities	<b><u>773,461,982</u></b>	<b><u>768,643,272</u></b>
<b>Total Liabilities</b>	<b><u>777,496,807</u></b>	<b><u>773,220,961</u></b>

**Net Assets Section**

Contributed Capital	18,334,846	18,334,846
Net Assets beginning	85,847,898	61,913,602
Current Year Operations	<u>32,203,016</u>	<u>6,245,355</u>
<b>Total Net Assets</b>	<b><u>118,050,914</u></b>	<b><u>68,158,957</u></b>
<b>Total Liabilities and Net Assets</b>	<b><u>913,882,567</u></b>	<b><u>859,714,764</u></b>

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 1/31/2013	Percent of Budget	Actual Prior Year to Date 1/31/2012
<b>Revenue</b>				
<b>Operating Revenue</b>				
Toll Revenue-TxTAG-290E	574,358	124,175	21.62%	-
Toll Revenue-TxTag-183A	23,317,359	12,274,299	52.64%	9,180,099
Toll Revenue-HCTRA-183A	741,110	569,628	76.86%	407,689
Toll Revenue-HCTRA-290E	14,957	15,939	106.56%	-
Toll Revenue-NTTA-183A	444,666	370,493	83.32%	263,285
Toll Revenue-NTTA-290E	8,974	3,582	39.91%	-
Video Tolls	3,629,122	2,635,221	72.61%	2,010,247
Fee revenue	1,512,134	1,042,432	68.94%	745,913
<b>Total Operating Revenue</b>	<b>30,242,680</b>	<b>17,035,767</b>	<b>56.33%</b>	<b>12,607,233</b>
<b>Other Revenue</b>				
Interest Income	180,000	138,876	77.15%	123,741
Grant Revenue	1,236,000	37,875,420	3064%	9,332,923
Reimbursed Expenditures	-	34,774		-
Misc Revenue	2,500	217,776	8711%	918,366
Gain/Loss on Sale of Asset	-	-	0.00%	12,342
Unrealized Loss	-	42,708		-
<b>Total Other Revenue</b>	<b>1,418,500</b>	<b>38,309,555</b>	<b>2701%</b>	<b>10,387,372</b>
<b>Total Revenue</b>	<b>\$ 31,661,180</b>	<b>\$ 55,345,322</b>	<b>174.80%</b>	<b>\$ 22,994,606</b>
<b>Expenses</b>				
<b>Salaries and Wages</b>				
Salary Expense-Regular	2,115,939	1,074,438	50.78%	1,082,642
Part Time Salry Expense	12,000	480	4.00%	7,927
Overtime Salary Expense	3,000	-	0.00%	-
Contractual Employees Expense	5,000	1,202	24.03%	7,623
TCDRS	307,536	143,564	46.68%	152,218
FICA	96,433	33,742	34.99%	37,771
FICA MED	30,899	15,632	50.59%	15,571
Health Insurance Expense	186,370	106,719	57.26%	98,477
Life Insurance Expense	5,684	3,151	55.44%	2,737
Auto Allowance Expense	10,200	-	0.00%	4,462

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 1/31/2013	Percent of Budget	Actual Prior Year to Date 1/31/2012
Other Benefits	185,610	50,020	26.95%	93,303
Unemployment Taxes	12,960	3,354	25.88%	1,397
Salary Reserve	50,000	-	0.00%	-
<b>Total Salaries and Wages</b>	<b>3,021,631</b>	<b>1,432,302</b>	<b>47.40%</b>	<b>1,504,129</b>
<b>Contractual Services</b>				
<u>Professional Services</u>				
Accounting	12,000	3,703	30.86%	15,172
Auditing	65,000	44,990	69.22%	44,771
General Engineering Consultant	1,250,000	121,315	9.71%	505,574
GEC-Financial Planning Support	-	31,640		-
GEC-Roadway Ops Support	-	62,749		-
GEC-Technology Support	-	12,517		-
GEC-Public Information Support	-	6,619		-
GEC-General Support	-	110,816		-
General System Consultant	175,000	6,028	3.44%	27,886
Image Processing	780,000	566,892	72.68%	483,002
Facility maintenance	41,954	4,621	11.01%	7,247
HERO	1,629,000	591,184	36.29%	386,209
Human Resources	25,000	9,429	37.71%	63,323
Legal	270,000	152,175	56.36%	76,676
Photography	15,000	-	0.00%	11,850
<b>Total Professional Services</b>	<b>4,262,954</b>	<b>1,724,678</b>	<b>40.46%</b>	<b>1,621,709</b>
<u>Other Contractual Services</u>				
IT Services	65,000	20,162	31.02%	26,986
Graphic Design Services	10,000	-	0.00%	400
Website Maintenance	35,000	2,929	8.37%	5,783
Research Services	50,000	3,149	6.30%	3,100
Copy Machine	10,000	2,824	28.24%	3,342
Software Licenses	17,200	7,387	42.95%	805
ETC Maintenance Contract	1,029,900	343,567	33.36%	345,585
ETC Development	125,000	-	0.00%	-
ETC Testing	30,000	-	0.00%	16,620
Communications and Marketing	140,000	92,767	66.26%	46,899
Advertising Expense	60,000	56,368	93.95%	31,281
Direct Mail	5,000	-	0.00%	-

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 1/31/2013	Percent of Budget	Actual Prior Year to Date 1/31/2012
Video Production	5,000	20,920	418.40%	1,946
Radio	10,000	-	0.00%	-
Other Public Relations	2,500	-	0.00%	-
Law Enforcement	250,000	95,981	38.39%	117,219
Special assignments	5,000	-	0.00%	-
Traffic Management	-	14,417		41,509
Emergency Maintenance	10,000	-	0.00%	-
Security Contracts	600	114	18.94%	-
Roadway Maintenance Contract	640,000	103,918	16.24%	53,182
Landscape Maintenance	280,000	89,000	31.79%	74,222
Signal & Illumination Maint	-	44,898		46,069
Mowing and litter control	-	40,806		40,603
Striping	-	-	0.00%	19,600
Graffiti removal	-	225		-
Cell Phones	9,700	4,525	46.65%	4,071
Local Telephone Service	18,000	8,254	45.85%	7,630
Internet	4,500	-	0.00%	435
Fiber Optic System	63,000	16,780	26.64%	29,500
Other Communication Expenses	11,500	102	0.88%	273
Subscriptions	1,850	107	5.78%	120
Memberships	33,959	24,955	73.49%	23,960
Continuing Education	7,300	2,845	38.97%	1,997
Professional Development	14,000	-	0.00%	3,020
Seminars and Conferences	33,000	14,574	44.16%	9,090
Staff-Travel	76,000	45,450	59.80%	24,638
Other Contractual Svcs	200	-	0.00%	177
TxTag Collection Fees	1,434,788	697,842	48.64%	712,533
Contractual Contingencies	250,500	649	0.26%	34,115
<b>Total Other Contractual Services</b>	<b>4,738,497</b>	<b>1,755,513</b>	<b>37.05%</b>	<b>1,726,710</b>
<b>Total Contractual Services</b>	<b>9,001,451</b>	<b>3,480,191</b>	<b>38.66%</b>	<b>3,348,419</b>
<b>Materials and Supplies</b>				
Books & Publications	12,500	4,283	34.27%	4,056
Office Supplies	11,000	1,235	11.22%	2,922
Computer Supplies	12,500	3,998	31.98%	6,891

**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 1/31/2013	Percent of Budget	Actual Prior Year to Date 1/31/2012
Copy Supplies	2,200	745	33.89%	18
Annual Report printing	7,000	-	0.00%	6,005
Other Reports-Printing	10,000	2,901	29.01%	-
Direct Mail Printing	5,000	-	0.00%	-
Office Supplies-Printed	2,500	-	0.00%	688
Maintenance Supplies-Roadway	9,175	-	0.00%	9,175
Promotional Items	10,000	4,827	48.27%	-
Displays	5,000	-	0.00%	-
ETC spare parts expense	30,000	-	0.00%	-
Tools & Equipment Expense	1,000	-	0.00%	89
Misc Materials & Supplies	3,000	-	0.00%	683
<b>Total Materials and Supplies</b>	<b>120,875</b>	<b>17,989</b>	<b>14.88%</b>	<b>30,526</b>
<b>Operating Expenses</b>				
Gasoline Expense	5,000	2,107	42.14%	2,609
Mileage Reimbursement	5,950	2,774	46.62%	2,015
Toll Tag Expense	3,120	1,390	44.55%	1,730
Parking	41,175	19,653	47.73%	23,064
Meeting Facilities	250	-	0.00%	-
Community Meeting/ Events	5,000	-	0.00%	-
Meeting Expense	9,800	8,147	83.13%	2,680
Public Notices	2,200	-	0.00%	-
Postage Expense	5,650	221	3.91%	118
Overnight Delivery Services	1,600	140	8.78%	226
Local Delivery Services	1,250	12	0.96%	6
Insurance Expense	90,000	36,106	40.12%	43,560
Repair & Maintenance-General	500	403	80.65%	263
Repair & Maintenance-Vehicles	500	109	21.77%	392
Repair & Maintenance Toll Equip	5,000	400	8.01%	-
Rent Expense	250,000	127,725	51.09%	119,927
Water	7,500	4,274	56.99%	4,585
Electricity	178,500	37,731	21.14%	36,139
Other Licenses	640	494	77.19%	275
Community Initiative Grants	65,000	30,000	46.15%	35,000



**Central Texas Regional Mobility Authority**  
**Income Statement**  
**All Operating Departments**

Account Name	Budget Amount FY 2013	Actual Year to Date 1/31/2013	Percent of Budget	Actual Prior Year to Date 1/31/2012
<b>Non Cash Operating Expenses</b>				
Amortization Expense	76,000	199,636	262.68%	716,912
Dep Exp- Furniture & Fixtures	9,000	936	10.40%	5,114
Dep Expense - Equipment	26,400	9,852	37.32%	8,387
Dep Expense - Autos & Trucks	7,000	4,024	57.49%	3,449
Dep Expense-Buildng & Toll Fac	177,000	102,992	58.19%	102,992
Dep Expense-Highways & Bridges	8,000,000	3,790,468	47.38%	2,897,537
Dep Expense-Communic Equip	195,000	111,312	57.08%	111,324
Dep Expense-Toll Equipment	965,000	521,244	54.01%	269,372
Dep Expense - Signs	135,000	87,262	64.64%	77,740
Dep Expense-Land Improvemts	67,000	76,383	114.00%	38,386
Depreciation Expense-Computers	10,000	6,560	65.60%	5,706
<b>Total Operating Expenses</b>	<b>10,346,035</b>	<b>5,182,358</b>	<b>50.09%</b>	<b>4,509,507</b>
<b>Financing Expenses</b>				
Arbitrage Rebate Calculation	6,000	5,605	93.42%	5,455
Loan Fee Expense	12,500	-	0.00%	12,000
Rating Agency Expense	35,000	11,000	31.43%	5,300
Trustee Fees	6,000	2,000	33.33%	-
Bank Fee Expense	8,000	3,425	42.82%	14,826
Continuing Disclosure	4,000	-	0.00%	-
Interest Expense	20,318,015	12,752,930	62.77%	7,024,447
Contingency	15,000	-	0.00%	-
<b>Non Cash Financing Expenses</b>				
Bond issuance expense	300,000	254,506	84.84%	294,640
<b>Total Financing Expenses</b>	<b>20,704,515</b>	<b>13,029,467</b>	<b>62.93%</b>	<b>7,356,669</b>
<b>Other Gains or Losses</b>				
Total Other Gains or Losses	-	-	0.00%	-
<b>Total Expenses</b>	<b>\$ 43,194,507</b>	<b>\$ 23,142,306</b>	<b>53.58%</b>	<b>\$ 16,749,250</b>
<b>Net Income</b>	<b>\$ (11,533,327)</b>	<b>\$ 32,203,016</b>		<b>\$ 6,245,355</b>

**Central Texas Regional Mobility Authority**  
**Statement of Cash Flows - FY 2013**  
**as of January 31, 2013**

**Cash flows from operating activities:**

Receipts from Department of Transportation	\$ 38,543,921
Receipts from toll fees	17,517,588
Receipts from other fees	-
Receipts from interest income	1,160,276
Receipts from other sources	419,905
Payments to vendors	(5,151,644)
Payments to employees and benefits	(1,343,161)
Net cash flows used in operating activities	<u>51,146,886</u>

**Cash flows from capital and related financing activities:**

Payments on interest	(41,255,133)
Payment on Bonds/Notes	(3,170,000)
Acquisitions of property and equipment	(3,875)
Acquisitions of construction in progress	(69,239,996)
Proceeds from Draw Down Note	1,100,000
Net cash flows used in capital and related financing activities	<u>(112,569,004)</u>

**Cash flows from investing activities:**

Purchase of investments	(5,071,807)
Proceeds from sale or maturity of investments	104,877,157
Net cash flows provided by investing activities	<u>99,805,350</u>

Net increase in cash and cash equivalents	38,383,232
Cash and cash equivalents at beginning of July 2012	100,680,911
Cash and cash equivalents at end of January 2013	<u>\$ 139,271,306</u>

**Reconciliation of change in net assets to net cash provided by operating activities:**

Change in net assets	\$ 32,203,016
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation and amortization	4,910,670
Nonoperating interest	12,751,287
Bond Issuance Expense	254,506
Changes in assets and liabilities:	
(Increase)/Decrease in accounts receivable	1,237,341
(Increase)/Decrease in prepaid expenses and other assets	(49,877)
(Increase)/Decrease in interest receivable	1,089,716
Increase/(Decrease) in deferred revenue (audit adjustments)	(77,482)
Increase/(Decrease) in other payable	(142,645)
Increase/(Decrease) in accounts payable	(1,029,647)
Total adjustments	<u>18,943,870</u>
Net cash flows provided by operating activities	<u>\$ 51,146,886</u>

INVESTMENTS by FUND

		Balance	
		January 31, 2013	
<b>Renewal &amp; Replacement Fund</b>			<b>TexSTAR 52,555,559.90</b>
TexSTAR	660,928.24		CD's 3,000,000.00
Regions Sweep	0.66		Regions Sweep 86,435,434.93
Agencies		660,928.90	Agencies 119,422,292.16
<b>TxDOT Grant Fund</b>			
TexSTAR	5,423,462.74		
Regions Sweep	37,640.07		
CD's	3,000,000.00		
Agencies	1,000,000.00	9,461,002.81	\$ 261,413,286.98
<b>Subordinate Lien DS Fund 05</b>			
Regions Sweep	317,096.50	317,096.50	
<b>Debt Service Reserve Fund 05</b>			
TexSTAR	30,776,769.19		
Regions Sweep	7,144,062.53		
Agencies	5,183,246.89	43,104,078.61	
<b>Debt Service Fund 05</b>			
Regions Sweep	860,729.17	860,729.17	
<b>2010 Senior Lien DSF</b>			
Regions Sweep	286,925.10		
TexSTAR	0.16	286,925.25	
<b>2010-1 Debt Service Fund</b>			
Regions Sweep	220,712.55	220,712.55	
<b>2010-2 Debt Service Fund</b>			
Regions Sweep	216,662.10	216,662.10	
<b>2011 Debt Service Acct</b>			
Regions Sweep	0.33	0.33	
<b>2011 Sub Debt DSRF</b>			
Regions Sweep	7,020,714.91		
Agencies		7,020,714.91	
<b>Operating Fund</b>			
TexSTAR	145,778.77		
TexSTAR-Trustee	2,301,477.78		
Regions Sweep	2.18	2,447,258.73	
<b>Revenue Fund</b>			
TexSTAR	1.00		
Regions Sweep	1,624,399.11	1,624,400.11	
<b>General Fund</b>			
TexSTAR	53.78		
Regions Sweep	4,218,272.76	4,218,326.54	
<b>2010 Senior Lien Capitalized Interest</b>			
Regions Sweep	0.07		
TexSTAR	487.85	487.92	
<b>2010-1 Sub Lien Capitalized Interest</b>			
Regions Sweep	0.00		
TexSTAR	0.00		
<b>2010-2 Sub Lien Capitalized Interest</b>			
TexSTAR	33.69		
Regions Sweep	0.01	33.70	
<b>2011 Sr Capitalized Interest Fund</b>			
Regions Sweep	37,530.52		
Agencies	17,816,648.44	17,854,178.96	
<b>2011 Sub Capitalized Interest Fund</b>			
Regions Sweep	564.39		
Agencies	4,705,926.13	4,706,490.52	
<b>2010-1 Sub BABs subsidy</b>			
Regions Sweep	17.57	17.57	
<b>2010-2 Sub BABs subsidy</b>			
Regions Sweep	0.00		
<b>2010 Senior Lien Debt Service Reserve Fund</b>			
TexSTAR	6,559,512.55		
Regions Sweep	43,909.82		
Agencies	3,918,057.00	9,521,479.37	
<b>2010-2 Sub Lien Debt Service Reserve Fund</b>			
TexSTAR	779,391.07		
Regions Sweep	203,890.37		
Agencies	190,000.00	1,173,281.44	
<b>2010-1 Sub Lien Debt Service Reserve Fund</b>			
TexSTAR	1,911,239.73		
Regions Sweep	0.01		
Agencies	2,054,551.47	3,966,791.21	
<b>MoPac Construction Fund</b>			
Regions Sweep	16,500,004.52	16,500,004.52	
<b>2010-1 Sub Lien Projects Fund</b>			
TexSTAR	828,747.69		
Regions Sweep	0.10	828,747.69	
<b>2010 Senior Lien Construction Fund</b>			
TexSTAR	1.19		
Regions Sweep	3,023,211.03	3,023,212.22	
<b>2011 Sub Debt Project fund</b>			
TexSTAR	4,167,554.92		
Agencies	43,132,573.89		
Regions Sweep	493,764.24	47,793,893.05	
<b>2011 Sr Financial Assistance Fund</b>			
Regions Sweep	4.60	4.60	
<b>2011 Senior Lien Project Fund</b>			
TexSTAR	119.66		
Regions Sweep	44,185,419.71		
Agencies	41,421,288.33	85,606,827.70	
		<u>85,606,827.70</u>	
		<u>\$ 261,413,286.98</u>	





**CTRMA INVESTMENT REPORT**

Month Ending 1/31/13					
Balance 12/31/2012	Additions	Discount Amortization	Accrued Interest	Withdrawals	Balance 1/31/2013
119,560,157.20	0.00	(137,865.05)		0.00	119,422,292.15
Certificates of Deposit	0.00	3,000,000.00		0.00	3,000,000.00
Total in Pools	53,832,293.88	1,771,248.19	4,902.25	3,052,884.42	52,555,559.90
Total in Money Market	108,670,976.28	22,700,660.69	7,118.14	44,943,320.18	86,435,434.93
Total in Fed Agencies	119,560,157.20	0.00	(137,865.05)	0.00	119,422,292.15
<b>Total Invested</b>	<b>282,063,427.36</b>	<b>27,471,908.88</b>	<b>(137,865.05)</b>	<b>12,020.39</b>	<b>47,996,204.60</b>
					<b>261,413,286.98</b>

Rate  
Jan 13

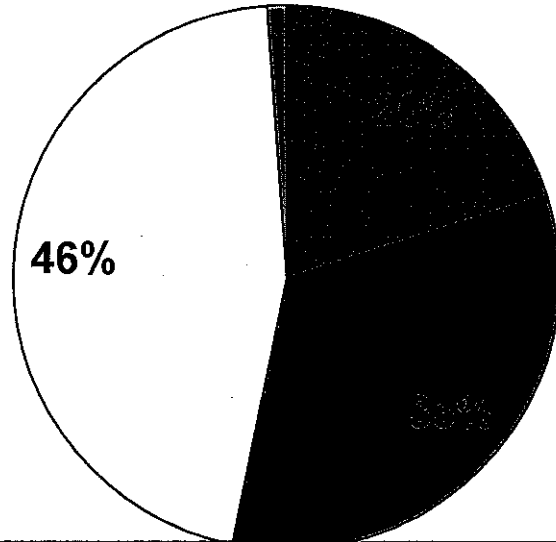
Certificates of Deposit  
Total in Pools  
Total in Money Market  
Total in Fed Agencies

Total Invested

All Investments in the portfolio are in compliance with the CTRMA's Investment policy.

William Chapman, CFO

## Allocation of Funds



■ Total in Pools

■ Total in Money Market

□ Total in Fed Agencies

■ Total in CD's

Amount of investments As of January 31, 2013

Agency	CUSIP #	COST	Book Value	Market Value	Yield to Maturity	Purchased	Matures	FUND
San Antonio Water Utilities	79642BLN1	190,000.00	190,000.00	190,530.10	1.4570%	11/23/2010	5/15/2013	2010-2 DSRF
Freddie Mac	3134G2U42	1,000,000.00	1,000,000.00	1,001,370.00	0.3750%	3/15/2012	10/15/2013	TxDOT Grant Fund
Federal Home loan Bank	3137EABM0	2,473,720.78	2,351,233.57	2,353,924.14	0.3930%	6/29/2011	6/28/2013	2011 Sub Debt CAP I
Federal Home loan Bank	3134A4UL6	2,326,924.30	2,354,692.56	2,347,733.52	0.6300%	6/29/2011	11/15/2013	2011 Sub Debt CAP I
Federal Home loan Bank	3134A4UL6	8,794,454.76	8,916,011.41	8,891,966.16	0.7190%	6/29/2011	11/15/2013	2011 Sr Debt CAP I
Federal Home loan Bank	3137EABM0	9,351,457.81	8,900,637.03	8,914,256.92	0.4830%	6/29/2011	6/28/2013	2011 Sr Debt CAP I
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	1,335,514.00	1,335,408.80	0.2300%	2/9/2012	6/1/2013	2011 SR DSRF
Fannie Mae	31398A3L4	3,883,198.70	3,847,732.89	3,852,711.90	0.2605%	2/7/2012	9/17/2013	2005 Sr DSRF
Fannie Mae	31398A3L4	3,954,171.00	3,918,057.00	3,923,127.00	0.2605%	2/7/2012	9/17/2013	2010 Sr DSRF
Federal Home Loan Bank	3133XR88	7,370,650.00	7,164,733.33	7,159,950.00	0.2990%	3/30/2012	9/6/2013	2011 Sr Project
Federal Home Loan Bank	313378U41	12,009,480.00	12,004,740.00	12,013,560.00	0.2970%	3/30/2012	9/30/2013	2011 Sr Project
Freddie Mac	3134G3BF6	12,054,960.00	12,025,190.00	12,044,520.00	0.3592%	3/30/2012	12/23/2013	2011 Sr Project
Federal Home Loan Bank	313376KS3	25,047,750.00	25,013,263.89	25,020,500.00	0.2440%	3/30/2012	6/21/2013	2011 Sub Project
Fannie Mae	31359MRG0	18,715,860.00	18,119,310.00	18,093,060.00	0.1950%	3/30/2012	3/15/2013	2011 Sub Project
Federal Home Loan Bank	3133XWKV0	10,388,500.00	10,226,625.00	10,243,300.00	0.3791%	3/30/2012	3/14/2014	2011 Sr Project
Freddie Mac	3137EADD8	1,004,940.00	1,004,544.80	1,003,990.00	0.2290%	12/3/2012	4/17/2015	2010-1 DSRF
Northside ISD	66702RAG7	1,057,700.00	1,050,006.67	1,054,280.00	0.3580%	12/5/2012	2/15/2015	2010-1 DSRF
		<u>119,963,123.35</u>	<u>119,422,292.15</u>	<u>119,444,188.54</u>				

Agency	CUSIP #	COST	Cummulative			Interest Income		
			Amortization	1/31/2013 Book Value	Maturity Value	Accrued Interest	Amortizatuion	January 31, 2013 Interest Earned
San Antonio Water Utilities	79642BLN1	190,000.00	0.00	190,000.00	190,000.00	230.69		230.69
Freddie Mac	3134G2U42	1,000,000.00	-	1,000,000.00	1,000,000.00	312.50		312.50
Federal Home loan Bank	3137EABM0	2,473,720.78	122,487.21	2,351,233.57	2,319,000.00	7,246.88	(6,446.70)	800.18
Federal Home loan Bank	3134A4UL6	2,326,924.30	27,768.26	2,354,692.56	2,362,000.00		1,461.49	1,461.49
Federal Home loan Bank	3134A4UL6	8,794,454.76	121,556.65	8,916,011.41	8,946,000.00		6,397.72	6,397.72
Federal Home loan Bank	3137EABM0	9,351,457.81	450,820.78	8,900,637.03	8,782,000.00	27,443.75	(23,727.41)	3,716.34
Davis Cnty Utah Sch Dist	239019UK6	1,397,056.00	61,542.00	1,335,514.00	1,315,000.00	5,479.17	(5,128.50)	350.67
Fannie Mae	31398A3L4	3,883,198.70	35,465.81	3,847,732.89	3,830,000.00	3,590.63	(2,216.61)	1,374.02
Fannie Mae	31398A3L4	3,954,171.00	36,114.00	3,918,057.00	3,900,000.00	3,656.25	(2,257.13)	1,399.12
Federal Home Loan Bank	3133XR88	7,370,650.00	205,916.67	7,164,733.33	7,000,000.00	23,333.33	(20,591.70)	2,741.63
Federal Home Loan Bank	313378U41	12,009,480.00	4,740.00	12,004,740.00	12,000,000.00	3,500.00	(526.67)	2,973.33
Freddie Mac	3134G3BF6	12,054,960.00	29,770.00	12,025,190.00	12,000,000.00	6,250.00	(2,290.00)	3,960.00
Federal Home Loan Bank	313376KS3	25,047,750.00	34,486.11	25,013,263.89	25,000,000.00	8,333.33	(2,652.78)	5,680.55
Fannie Mae	31359MRG0	18,715,860.00	596,550.00	18,119,310.00	18,000,000.00	65,625.00	(59,655.00)	5,970.00
Federal Home Loan Bank	3133XWKV0	10,388,500.00	161,875.00	10,226,625.00	10,000,000.00	19,791.67	(16,187.50)	3,604.17
Freddie Mac	3137EADD8	1,004,940.00	395.20	1,004,544.80	1,000,000.00	500.00	(197.60)	302.40
Northside ISD	66702RAG7	1,057,700.00	7,693.33	1,050,006.67	1,000,000.00	5,000.00	(3,846.67)	1,153.33
		<u>121,020,823.35</u>	<u>1,897,181.02</u>	<u>119,422,292.15</u>	<u>118,644,000.00</u>	<u>180,293.20</u>	<u>(137,865.06)</u>	<u>42,428.14</u>



January 31, 2013

Certificates of Deposit Outstanding

Bank	CUSIP #	COST	Yield to Maturity	Purchased	Matures	January 31, 2013 Interest	FUND
Compass Bank	CD9932129	3,000,000	0.35%	8/27/2012	2/27/2014	\$ 115.07	TxDOT Grant Fund
		<u>3,000,000</u>				<u>\$ 115.07</u>	



## Monthly Newsletter - January 2013

### Performance

#### As of January 31, 2013

Current Invested Balance	\$6,030,821,287.69
Weighted Average Maturity (1)	47 Days
Weighted Average Maturity (2)	55 Days
Net Asset Value	1.000129
Total Number of Participants	767
Management Fee on Invested Balance	0.05%*
Interest Distributed	\$785,880.20
Management Fee Collected	\$245,865.75
% of Portfolio Invested Beyond 1 Year	0.00%
Standard & Poor's Current Rating	AAAm

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

#### January Averages

Average Invested Balance	\$5,789,824,712.15
Average Monthly Yield, on a simple basis	0.1103%
Average Weighted Average Maturity (1)*	48 Days
Average Weighted Average Maturity (2)*	57 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.

### Program Information

The system conversion in July 2012 allows TexSTAR to provide additional functionality for participants. One such item we are pleased to highlight is that you are now able to retrieve PDFs of the mailed monthly statements by the end of the second business day of the month. To obtain your statements, log in to [www.texstar.org](http://www.texstar.org) and select "Transactions" at the top of the screen. Select "Statements" from the menu bar and choose the month you would like to access.

### Holiday Reminder

In observance of Presidents' Day, TexSTAR will be closed Monday, February 18, 2013. All ACH transactions initiated on Friday, February 15th will settle on Tuesday, February 19th.

### Economic Commentary

Risk assets experienced a strong start to the year as global stock markets reached multi-year highs. The S&P 500 Index rose above 1500 for first time since 2007. Markets were lifted by the ability of the U.S. Congress to avert the full brunt of the "fiscal cliff", continued accommodative central bank policy globally, a stronger than expected earnings season in the U.S., some positive news in Europe and a reacceleration of growth in China. The 'risk-on' sentiment continued in January after U.S. lawmakers struggled to pass a compromise that prevented the full brunt of tax hikes and spending cuts scheduled to take place at the beginning of 2013. While they also averted a debt ceiling crisis, the stage is set for a contentious debate as Congress put off the more important decisions regarding spending cuts via sequestration and the debt ceiling until March and May respectively. Toward the end of the month, U.S. equity markets benefited from a strong earnings season. With approximately 60% of the S&P 500 having reported, 69% beat analysts' earnings estimates. While the European sovereign debt crisis is far from over, the ECB's announcement, that €137 billion of its long term refinancing operations (LTRO) will be repaid by banks, lifted markets. This was viewed as good news as 278 banks repaid approximately 30% lent under the first round of the LTRO, significantly higher than expected.

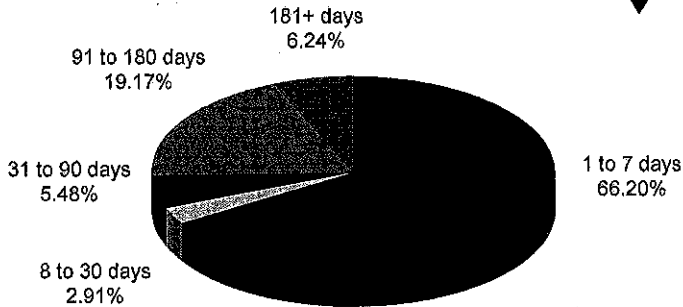
Economic data released in January were mixed. Labor market measurements reflected a steady but slow recovery and housing data slowed in December after three strong months. While the advance report of U.S. fourth quarter 2012 GDP shrunk by -0.1%, this was primarily due to a large contraction in government spending, specifically federal national defense spending, which fell by -22.2% in anticipation of the Budget Control Act of 2011 taking effect in 2013. The forecast for U.S. growth remains lackluster in the first half of 2013. Cuts in government spending should continue to detract directly from growth and fiscal uncertainty may also dampen corporations' willingness to make capital expenditures. The Federal Reserve should continue to purchase \$85 billion per month in Treasury and mortgage-backed securities well through 2013 as inflation remains below their target. Labor markets are likely to experience tepid growth as businesses worry about the potentially messy negotiations in Washington over deficit reduction.

This information is an excerpt from an economic report dated January 2013 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](http://www.texstar.org).**

## Information at a Glance

### Portfolio by Type of Investment As of January 31, 2013

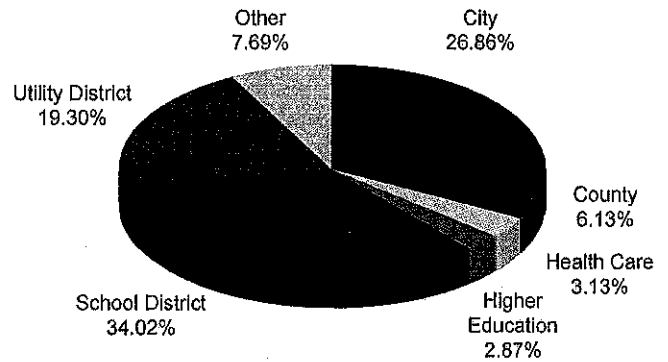


Repurchase  
Agreements  
60.82%

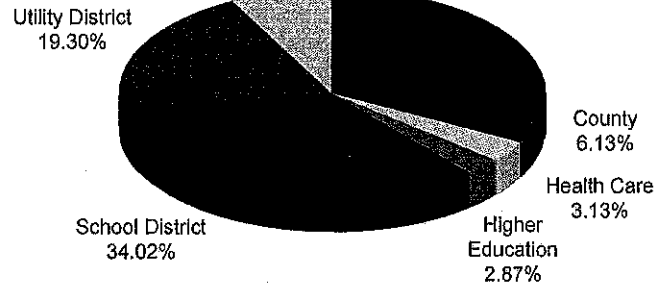
Treasuries  
6.99%

Agencies  
32.19%

### Portfolio by Maturity As of January 31, 2013



### Distribution of Participants by Type As of January 31, 2013



## Historical Program Information

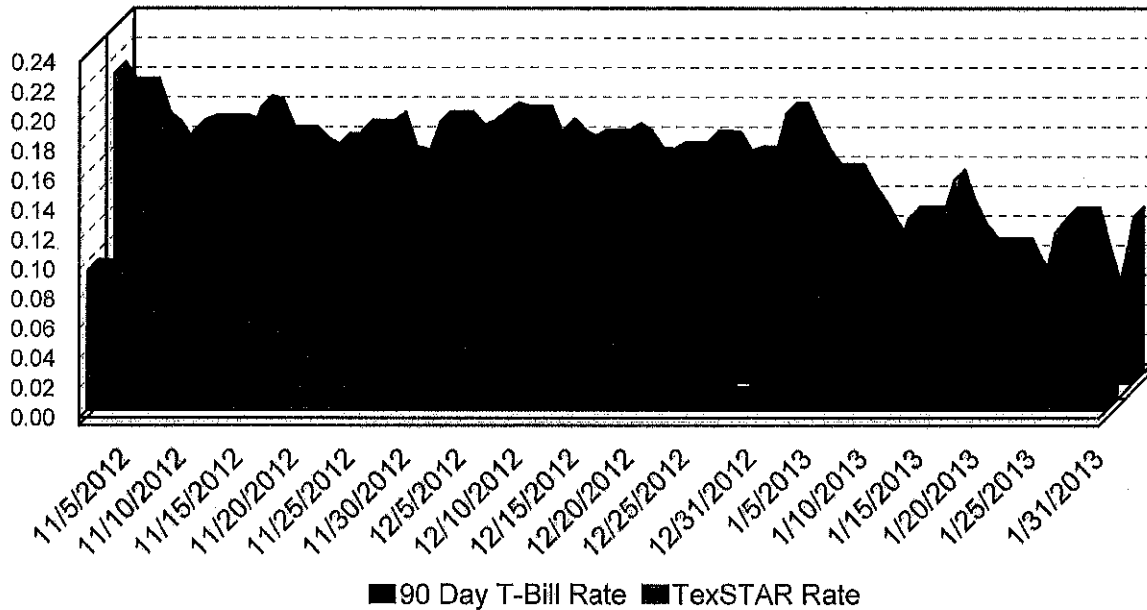
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
Jan 13	0.1103%	\$6,030,821,287.69	\$6,031,600,682.90	1.000129	48	57	767
Dec 12	0.1647%	5,411,874,896.68	5,412,541,199.28	1.000123	49	60	767
Nov 12	0.1720%	4,745,368,285.66	4,745,870,906.22	1.000105	51	63	765
Oct 12	0.1746%	4,755,942,789.56	4,756,394,096.44	1.000094	45	60	763
Sep 12	0.1574%	4,659,065,730.90	4,659,684,743.38	1.000132	46	63	759
Aug 12	0.1326%	4,724,281,980.85	4,724,862,450.42	1.000122	49	67	759
Jul 12	0.1359%	5,189,684,471.14	5,190,308,464.19	1.000120	46	66	757
Jun 12	0.1379%	4,983,255,681.46	4,983,767,166.12	1.000102	48	70	756
May 12	0.1273%	5,178,606,480.90	5,179,224,581.51	1.000119	47	70	754
Apr 12	0.1098%	5,255,005,296.99	5,255,613,981.07	1.000115	46	69	752
Mar 12	0.1148%	5,668,145,582.64	5,668,844,552.57	1.000123	48	71	751
Feb 12	0.0986%	6,014,562,468.35	6,015,309,681.45	1.000124	48	70	751

## Portfolio Asset Summary as of January 31, 2013

	Book Value	Market Value
Uninvested Balance	\$ 794.67	\$ 794.67
Accrual of Interest Income	1,677,909.92	1,677,909.92
Interest and Management Fees Payable	(843,521.49)	(843,521.49)
Payable for Investment Purchased	(24,985,625.00)	(24,985,625.00)
Repurchase Agreement	3,682,949,000.00	3,682,949,000.00
Government Securities	2,372,022,729.59	2,372,802,124.80
<b>Total</b>	<b>\$ 6,030,821,287.69</b>	<b>\$ 6,031,600,682.90</b>

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 may 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 January 2013

Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*
1/1/13	0.1820%	0.000004985	\$5,411,874,896.68	1.000125	44	53
1/2/13	0.1652%	0.000004525	\$5,551,272,787.52	1.000117	43	53
1/3/13	0.1500%	0.000004109	\$5,623,866,050.39	1.000117	46	55
1/4/13	0.1406%	0.000003851	\$5,754,970,056.07	1.000122	48	57
1/5/13	0.1406%	0.000003851	\$5,754,970,056.07	1.000122	48	57
1/6/13	0.1406%	0.000003851	\$5,754,970,056.07	1.000122	48	57
1/7/13	0.1263%	0.000003460	\$5,781,167,636.87	1.000121	50	61
1/8/13	0.1160%	0.000003179	\$5,867,402,200.37	1.000123	50	60
1/9/13	0.1026%	0.000002810	\$5,804,111,759.72	1.000129	51	61
1/10/13	0.0908%	0.000002487	\$5,789,652,996.12	1.000137	51	61
1/11/13	0.1114%	0.000003051	\$5,673,585,505.59	1.000132	51	61
1/12/13	0.1114%	0.000003051	\$5,673,585,505.59	1.000132	51	61
1/13/13	0.1114%	0.000003051	\$5,673,585,505.59	1.000132	51	61
1/14/13	0.1125%	0.000003081	\$5,715,980,971.80	1.000125	50	60
1/15/13	0.1367%	0.000003744	\$5,746,753,328.07	1.000117	50	59
1/16/13	0.1150%	0.000003152	\$5,737,748,258.32	1.000122	50	60
1/17/13	0.0997%	0.000002731	\$5,747,366,786.13	1.000114	49	59
1/18/13	0.0904%	0.000002476	\$5,799,407,946.22	1.000113	47	56
1/19/13	0.0904%	0.000002476	\$5,799,407,946.22	1.000113	47	56
1/20/13	0.0904%	0.000002476	\$5,799,407,946.22	1.000113	47	56
1/21/13	0.0904%	0.000002476	\$5,799,407,946.22	1.000113	47	56
1/22/13	0.0750%	0.000002054	\$5,818,694,124.40	1.000118	49	57
1/23/13	0.0675%	0.000001849	\$5,905,641,124.09	1.000115	48	57
1/24/13	0.1014%	0.000002778	\$5,892,470,822.72	1.000117	47	56
1/25/13	0.1113%	0.000003049	\$5,885,052,959.39	1.000116	47	56
1/26/13	0.1113%	0.000003049	\$5,885,052,959.39	1.000116	47	56
1/27/13	0.1113%	0.000003049	\$5,885,052,959.39	1.000116	47	56
1/28/13	0.0833%	0.000002281	\$5,953,942,224.23	1.000124	47	55
1/29/13	0.0571%	0.000001565	\$5,996,748,967.17	1.000127	46	55
1/30/13	0.0744%	0.000002039	\$5,970,592,506.28	1.000129	47	56
1/31/13	0.1118%	0.000003063	\$6,030,821,287.69	1.000129	47	55
Average	0.1103%	0.000003021	\$5,789,824,712.15		48	57

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>Kenneth Huewitt</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>Joni Freeman</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>Stephen Fortenberry</i>	<i>Plano ISD</i>	<i>Advisory Board</i>
<i>Monte Mercer</i>	<i>North Central TX Council of Government</i>	<i>Advisory Board</i>
<i>Becky Brooks</i>	<i>Government Resource Associates, LLC</i>	<i>Advisory Board</i>
<i>Len Santow</i>	<i>Griggs &amp; Santow</i>	<i>Advisory Board</i>

For more information contact TexSTAR Participant Services ★ 1-800-TEX-STAR ★ [www.texstar.org](http://www.texstar.org)

**FirstSouthwest** 

**J.P.Morgan**  
Asset Management