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

RESOLUTION NO. 08-10

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, Chapter 370 of the Texas Transportation Code authorizes regional mobility authorities to develop projects through the use of comprehensive development agreements ("CDAs"); and

WHEREAS, the CTRMA undertook the development of the 183-A Turnpike Project (the "Project") pursuant to a CDA effective November 29, 2004 for the design and construction of the Project; and

WHEREAS, the construction of the Project has been completed; and

WHEREAS, the Block House Creek subdivision abuts a portion of the right of way of the completed Project; and

WHEREAS, a street named Scottsdale Drive within the Block House Creek subdivision terminates at the right of way line of the Project and vehicles currently cannot access the Project from Scottsdale Drive; and

WHEREAS, various governmental entities including Williamson County, Williamson County EMS and others have indicated that the formal connection of Scottsdale Drive to the Project is desirable and would improve the availability of emergency services to the Block House Creek subdivision and other adjoining developments as well as enhance traffic flows for the entire area; and

WHEREAS, the connection of Scottsdale Drive to the Project will require extension of Scottsdale Drive over and across the Project's right of way and the construction of other necessary improvements to create a safe and usable intersection; and

WHEREAS, the CTRMA Board of Directors and staff have sought input regarding this matter at a prior CTRMA Board Meeting and have coordinated and worked with interested parties, including representatives of the Block House Creek Homeowner's Association; to determine the most effective approach to be utilized in planning and constructing this connection and intersection; and

WHEREAS, the CTRMA Board of Directors has determined that, in coordination with other appropriate and interested parties, the connection of Scottsdale Drive to the Project and the improvement of the intersection of both roads is appropriate and beneficial; and

WHEREAS, the final design of the connection of Scottsdale Drive to 183-A and the improvement of the intersection is not in final form as of the date of this Resolution; however, it has been determined that the construction of the connection and the improvement of the intersection should be undertaken at the appropriate time in the future and it is the desire of the Board that the necessary design and construction work move forward on a schedule deemed appropriate by the CTRMA staff and Executive Director.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves of the connection of Scottsdale Drive to the Project and hereby authorizes staff to finalize the design of the connection of Scottsdale Drive to 183-A and the improvement of the intersection and authorizes the Executive Director to procure the professional and construction services necessary to complete the improvements described herein consistent with the CTRMA Policies and Procedures Governing Procurements of Goods and Services; and

BE IT FURTHER RESOLVED, that such efforts and procurements be undertaken on a schedule deemed appropriate by the CTRMA staff and Executive Director and

BE IT FURTHER RESOLVED, that the Executive Director shall regularly update the Board of Directors regarding the progress and status of these undertakings.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27th day of February, 2008.

Submitted and reviewed by:

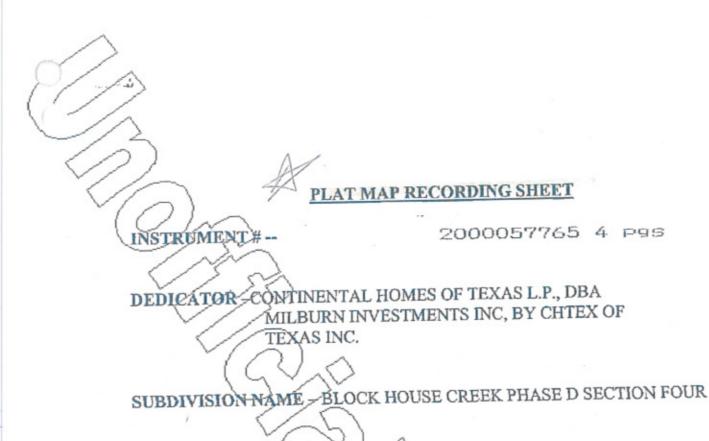
Tom Nielson

General Counsel for the Central Texas Regional Mobility Authority Approved:

Robert E. Tesch

Chairman, Board of Directors Resolution Number <u>08-10</u>

Date Passed 2-27-08



MAP RECORDED IN CABINET TSLIDE 34,35,36&37

PROPERTY FORMERLY KNOWN AS - 28,733 AC DOVER S. J. SVY ABST 168

HAND TO - CITY OF CEDAR PARK, STACY SNELL, 258-4121X6465

INSTRUMENT DATE - MAY 23, 2000 (

FILE DATE - AUGUST 29, 2000

FILED AND RECORDED COFFICIAL PUBLIC RECORDS

Wang E. Rider

08-30-2000 08:07 AM 2000057765

NANCY E. RISTER COUNTY CLERK WILLIAMSON COUNTY, TEXAS



BLOCK HOUSE CREEK PHASE D SECTION FOUR

INVISION SHALL BE SEVELDED AND MAINTAINED IN ACCOMMANCE WITH SHALL CONCERNING CREATION AND OPERATION OF THE BLOCK HOUSE LONG LITTLE DISTRICT.

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WILLIAMSON COUNTY AND CITIES HEALTH DISTRICT APPROVAL

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O PINTO CTOR OF ENVIRONMENTAL SERVICES

C/2/00



Williamson County Emergency Medical Services

To Respect, Care and Serve

cc:mario Getchen

Main: (512) 943-1264

Fax: (512) 943-1269

www.wilco.org

5-18-07

Mike Heiligenstein Executive Director Central Texas Regional Mobility Authority 301 Congress Avenue, Suite 650 Austin, TX 78701

Re: Scottsdale and 183-A

Dear Mike:

We support the opening of Scottsdale to 183-A. Any project that allows us quicker access and egress to a neighborhood in a medical emergency gets our vote.

The County can not afford to put an ambulance in every neighborhood. Therefore we support all projects that will allow us to better serve the citizens of Williamson County in their time of need.

New roads help keep our response times down. Faster response times help saye lives.

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make the control of the find the pulses exposure we meter the globality of the makes and support as the first will be find the base between the children of Williamsch Constitute.

Sincerely,

Pirector

Joe M. England, P.E. County Engineer



3151 SE Inner Loop, Suite B Georgetown, Texas 78626 Telephone (512) 930-3330 Fax (512) 930-3335

Williamson County Unified Road System

May 21, 2007

Mr. Mike Heiligenstein
Executive Director
Central Texas Regional Mobility Authority
310 Congress, Suite 650
Austin, Texas 78701

RE: Scottsdale Drive

Dear Mr. Heiligenstein,

Scottsdale was constructed as a neighborhood collector with a pavement width of 44 feet face of curb to face of curb within 64 feet of right of way. The design speed for this road is 35 MPH with a daily volume range from 2000 to 6000 vehicles. Scottsdale was constructed to the approximate edge of right of way of 183A.

The purpose of collector streets is to distribute traffic from arterial roads such as 183A to local streets such as McDowell Bend.

Should you have any questions, please let me know.

Sincerely,

Joe M. England

Xc: Cynthia Long, Commissioner, Pct. 2



July 18, 2007

Mike Heiligenstein, Executive Director Central Texas Regional Mobility Authority 301 Congress Avenue, Suite 650 Austin, TX 78701

Dear Mr. Heingenstein:

Capital Metro was recently contacted by a resident of the Blockhouse Creek Subdivision regarding the entrance and exit route for the many residents of this neighborhood, and an interest in connecting Scottsdale Road through this area to provide a second entrance and exit option.

As the transportation authority for Central Texas, we at Capital Metro support the creation and expansion of transportation options. We support the efforts of the CTRMA to connect Scottsdale Road and to enhance mobility for the residents of this area with this project.

We look forward to our continued work together to provide safe, reliable transportation options for Central Texas.

Sincerely,

Fred Gilliam President/CEO



CENTRAL TEXAS Regional Mobility Authority

Date: February 21, 2008

Regarding: Emails received on the proposed opening of Scottsdale Drive

During the Spring and Summer of 2007, 44 emails were received stating a position for the proposed opening of Scottsdale Drive to 183A.

Of the 44 emails, 40 were in support of the opening and 4 were in opposition to the opening.

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

RESOLUTION NO. 08-11

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, during its Regular Session the 80th Texas Legislature passed Senate Bill 792 relating to the development of certain types of transportation projects, including toll projects within the boundaries of local toll project entities; and

WHEREAS, a portion of Senate Bill 792 codified as Section 228.0111 of the Texas Transportation Code ("Section 228.0111") sets forth the requirements for the development of market valuations (a "Market Valuation") for such proposed toll projects; and

WHEREAS, the Market Valuation process includes the negotiation and agreement between a local toll project entity and the Texas Department of Transportation ("TxDOT") of the business terms and conditions to be associated with the development, construction and operation of a proposed toll project; and

WHEREAS, such business terms and conditions include initial toll rates, toll rate escalation methodology, a traffic and revenue study using agreed upon assumptions, an agreed upon project scope, market research, estimated costs to finance, construct, maintain and operate the project, and other information determined appropriate by the local toll project entity and TxDOT ("Business Terms"); and

WHEREAS, the CTRMA is a local toll project entity under the definition of Section 228.0111 and there exists several proposed toll projects within the CTMRA's boundaries (the "Proposed Toll Projects"); and

WHEREAS, the CTRMA indicated to TxDOT by a letter dated December 17, 2007 that it stood ready to move forward with the development of Market Valuations for each of the Proposed Toll Projects and the CTRMA and TxDOT are prepared to undertake the Market Valuation process for each of the Proposed Toll Projects; and

WHEREAS, a Market Valuation is to be developed by a third party (the "Market Valuation Developer") based upon Business Terms that have been agreed upon by a local toll project entity and TxDOT; and

WHEREAS, the Market Valuation Developer may be a third party under contract with either the local toll project entity or TxDOT and it has been determined that the CTRMA should contract with a third party to serve as the Market Valuation Developer in relation to the Proposed Toll Projects; and

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

WHEREAS, it is necessary and desirable that the CTRMA develop and issue a Request for Qualifications ("RFQ") in accordance with the Procurement Policies soliciting an entity to serve as the Market Valuation Developer for the Market Valuation process related to each of the Proposed Toll Projects.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby authorizes the Executive Director and staff to develop and issue an RFQ to solicit statements of qualifications from entities qualified and interested in serving as the Market Valuation Developer for the Market Valuation process related to each of the Proposed Toll Projects; and

BE IT FURTHER RESOLVED, that the Executive Director shall implement a process to review the responses to the RFQ and develop recommendations for the Board of Directors as to the best qualified entity to serve as the Market Valuation Developer; and

BE IT FURTHER RESOLVED, the authorization granted herein by the Board of Directors shall only extend to the preparation and issuance of the RFQ, and recommendations based on the review of the responses to the RFQ shall be presented by staff or the Executive Director to the Board of Directors for final approval.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27th day of February, 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>08-11</u>

Date Passed 02/27/08

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

RESOLUTION NO. 08-12

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 January 2008 and has caused a Financial Report to be prepared which is attached hereto as <u>Attachment "A."</u>

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors accepts the Financial Report for January 2008, attached hereto as Attachment "A."

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27th day of February, 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 08-12

Date Passed 2/27/08

Central Texas Regional Mobility Authority Income Statement All Operating Departments

All Ope	erating Department	S		1000 1242
		Actual Year		Actual Year
	Budget	To Date	Percent	To Date
Revenue	FY 2008	1/31/2008	Of Budget	1/31/2007
Toll Revenue-Cash-183A	1,800,000.00	1,047,885.26	58.22%	0.00
Toll Revenue-TxTag-183A	6,500,000.00	7,771,427.63	119.56%	0.00
Interest Income	1,369,790.00	2,972,343.86	216.99%	284,557.04
Reimbursed Expenditures	20,060.00	36,858.91	183.74%	30,287.79
Gain/Loss on Sale of Asset	0.00	4,182.44		0.00
Total Revenue	9,689,850.00	11,832,698.10	122.11%	314,844.83
Total Revenue	0,000,000			
		Actual Year	-	Actual Year
	Budget	To Date	Percent	To Date
Expenditures	FY 2008	1/31/2008	Of Budget	1/31/2007
Regular	1,431,950.00	675,946.06	47.20%	531,406.70
Part Time	20,000.00	2,524.51	12.62%	2,268.76
Overtime	7,000.00	157.41	2.25%	764.58
Contractual Employees	30,000.00	60,809.84	202.70%	93,915.47
TCDRS	181,533.00	86,101.79	47.43%	70,826.70
FICA	74,339.00	26,809.71	36.06%	21,638.36
FICA MED	21,591.00	9,784.37	45.32%	7,556.80
Health Insurance	134,542.00	66,715.22	49.59%	49,097.79
Life Insurance	1,697.00	1,697.62	100.04%	703.75
Auto Allowance	16,000.00	4,550.00	28.44%	3,900.00
Other Benefits	117,697.00	25,938.16	22.04%	17,987.23
Unemployment Taxes	855.00	635.94	74.38%	2,320.15
Total Salaries & Wages	2,037,204.00	961,670.63	47.21%	802,386.29
		A - A I Wasa		Actual Year
		Actual Year	Percent	To Date
	Budget	To Date 1/31/2008	Of Budget	1/31/2007
Contractual Services	FY 2008	1/31/2008	Of Budget	110112001
Professional Services Accounting	9,000.00	4,914.13	54.60%	3,012.71
Auditing	50,000.00	22,560.00	45.12%	11,747.50
General Engineering Consultant	445,000.00	0.00		0.00
General System Consultant	425,000.00	0.00		0.00
Toll Collection contract	1,879,111.00	666,816.00	35.49%	0.00
Toll collection mgt admi	131,460.00	0.00		0.00
	84,074.00	0.00		0.00
CSC mgt admin	176,017.00	27,174.19	15.44%	0.00
Facility management	63,017.00	25,331.02	40.20%	0.00
Facility management	35,106.00	0.00		0.00
Toll perform plan	30,000.00	8,167.70	27.23%	2,891.20
Human Resources	150,000.00	57,223.69	38.15%	38,320.50
Legal	15,000.00	13,985.00	93.23%	11,274.89
Photography Traffice & Revenue Consultants	50,000.00	45,000.00	90.00%	0.00
	150,000.00	23,476.73	15.65%	83,042.03
Communications and Marketing Transcripts	1,000.00	0.00		0.00
Total Professional Services	3,693,785.00	894,648.46	24.22%	150,288.83

	Budget FY 2008	Actual Year To Date 1/31/2008	Percent Of Budget	Actual Year To Date 1/31/2007
Other Contractual Services				
IT Services	683,240.00	16,981.77	2.49%	2,193.00
Graphic Design Services	20,000.00	0.00		750.00
Website Maintenance	20,000.00	2,910.25	14.55%	8,690.41
Research Services	45,000.00	5,565.00	12.37%	0.00
Copy Machine	13,000.00	5,245.75	40.35%	4,816.72
Software licenses	24,000.00	7,258.80	30.25%	7,259.80
ETC system Maintenance	1,177,800.00	0.00		0.00
Advertising	56,000.00	7,021.96	12.54%	8,265.89
Direct Mail	20,000.00	0.00		0.00
Video Production	10,000.00	0.00		77,744.48
Television	20,000.00	0.00	10/2/2012/201	133,560.68
Radio	50,000.00	4,685.00	9.37%	7,500.00
Other Public Relations	0.00	1,032.73	9000000000	13,933.75
Security Contracts	350,000.00	104,661.53	29.90%	134.40
Cell Phones	6,800.00	3,917.92	57.62%	2,724.66
Local	55,252.00	7,950.27	14.39%	3,689.15
Long Distance	2,000.00	313.78	15.69%	550.06
Internet	8,472.00	2,858.37	33.74%	2,142.00
Other Communiocation Expense	1,000.00	393.15	39.32%	60.26
Dues & Subscriptions	1,850.00	26.00	1.41%	1,501.90
Memberships	14,295.00	4,712.50	32.97%	3,484.85
Continuing Education	6,000.00	575.00	9.58%	2,083.95
Professional Development	22,000.00	238.00	1.08%	950.00
Seminars and Conferences	26,450.00	10,847.00	41.01%	15,495.00
Total Travel	70,500.00	27,653.53	39.22%	13,351.83
Other Contractual Svcs	0.00	1,277.90		3,240.50
Roadway maintenance contract	1,157,000.00	133,921.08	11.57%	0.00
Contractual Contingencies	141,000.00	2,898.43	2.06%	18601.00%
Total Other Contractual Services	4,001,659.00	352,945.72	8.82%	314,309.30
Total Contractual Expenses	7,695,444.00	1,247,594.18	16.21%	464,598.13
		Actual Year		Actual Year
	Budget	To Date	Percent	To Date
Materials and Supplies	FY 2008	1/31/2008	Of Budget	1/31/2007
Danka & Dahlingting	10,400.00	3,911.06	37.61%	1,613.24
Books & Publications	15,500.00	3,201.44		6,573.22
Office Supplies	15,500.00	1,251.31	8.07%	2,276.79
Computer Supplies	3,000.00	0.00		0.00
Copy Supplies	20,000.00	0.00		4,250.00
Annual Report	50,500.00	25,528.63		1,006.00
Other Reports Direct Mail	0.00	431.02		0.00
	3,500.00	1,607.29		2,777.71
Office Supplies Maintenance Supplies	100.00	0.00		0.00
Promotional Items	10,000.00	199.34	1.99%	7,926.37
Displays	5,000.00	468.93		12,703.42
Tools & Equipment	2,700.00	864.95	32.04%	1,188.67
Misc Materials & Supplies	3,500.00	6,331.00		387.37
Total Materials & Supplies Exp	139,700.00	43,794.97	31.35%	40,702.79

	Budget FY 2008	Actual Year To Date 1/31/2008	Percent Of Budget	Actual Year To Date 1/31/2007
Operating Expenses				
Oilina	10,000.00	1,534.92	15.35%	0.00
Gasoline	7,850.00	3,290.64	41.92%	2,587.04
Mileage Reimbursement	26,950.00	13,765.18	51.08%	10,881.59
Parking Facilities	2,600.00	50.00	1.92%	0.00
Meeting Facilities	20,000.00	0.00		250.00
Community Events	6,325.00	2,817.48	44.55%	1,604.24
Meeting Expense Public Notices	2,300.00	2,915.21	126.75%	9.00
	8,900.00	870.99	9.79%	687.51
Postage	1,250.00	712.86	57.03%	81.49
Overnight Services	2,400.00	733.08	30.55%	1,017.20
Delivery Services	175,000.00	57,164.47	32.67%	18,140.73
Insurance	2,000.00	65.88	3.29%	0.00
Repair & Maintenance-Vehicles	181,973.00	106,919.24	58.76%	97,409.38
Rent	7,400.00	0.00		0.00
Water	56,000.00	39,556.86	70.64%	2,010.36
Electricity	34,808.00	559,306.85	1606.83%	20,374.12
Amortization Expense	4,000.00	10,053.61	251.34%	5,921.01
Dep Exp- Furniture & Fixtures	1,200.00	11,004.42	917.04%	5,474.42
Dep Expense - Equipment	8,000.00	2,376.36	29.70%	0.00
Dep Expense - Autos & Trucks	147,898.00	100,590.28		0.00
Dep Expense-Building & Toll Fac	5,429,806.00	2,812,694.15		0.00
Dep Expense-Highways & Bridges	5,995.00	114,805.08		3,494.30
Dep Expense-Communic Equip		264,529.10		0.00
Dep Expense-Toll Equipment	918,771.00	76,698.77		0.00
Dep Expense - Signs	120,436.00	23,900.17		0.00
Dep Expense-Land Improvemts	733,880.00	207,875.65		21,492.19
Depreciation Expense-Computers	33,000.00	0.00		0.00
Recruitment	1,000.00	15,000.00		63,929.20
Community Initiative Grants	102,500.00	15,000.00	14.0070	
Total Operating Expense	8,052,242.00	4,429,231.25	55.01%	255,363.78
Financing Expeses				
Ashitrago Bohata	3,500.00	0.00		0.00
Arbitrage Rebate Bond Issuance Expense	0.00	746,501.73		0.00
Loan Fees	12,000.00	11,000.00		11,000.00
	25,000.00	0.00		0.00
Bond Issuance Cost	2,000.00	0.00)	2,216.69
Trustee Fees	2,500.00	14,668.67	586.75%	359.82
Bank Fees	11,443,524.00	6,714,336.38	58.67%	0.00
Interest Expense Contingency	20,000.00	0.00		0.00
	11,508,524.00	7,486,506.78	65.05%	13,576.51
Total Financing Expense Total Expenses	29,433,114.00	14,168,797.81		1,576,627.50
Net Income	-19,743,264.00	-2,336,099.71		-1,261,782.67

Central Texas Regional Mobility Authority Balance Sheet

	Balance		131	2007
As of	January 31,	2008	January 31	, 2007
Assets				
Current Assets				6,923.93
Cash in Operating Fund		27,900.75		0.00
Chase-Regions Trustee Account		5,068.00		0.00
Regions Trustee cash account		3,684.33		0.00
Cash In TexSTAR	4,400,378.31		8,714,109.14	
Money Market Payroll Account	52,176.39		39,401.67	
Money Market Payroll Account	6,561,916.75		77,056.65	
Fidelity Government MMA	54,149,459.14		28,985,085.53	
Restricted Cash-TexStar	04,140,100.	65,163,930.59		37,815,652.99
Total Cash Equivalents			0.00	
Due From TTA	541,049.20		0.00	
Due From NTTA	34,994.70		0.00	
Due From HCTRA	59,027.85		126,556.39	
Interest Receivable	8,559.03		120,000.39	126,556.39
Total Receivables	14.44	643,630.78		
Agencies		998,169.40		9,427,234.43
Prepaid Insurance	105,345.08		33,546.93	
Prepaid Expenses	0.00		633.30	04.400.00
Total Prepaid Expenses		105,345.08	_	34,180.23
Total Current Assets		66,947,728.93		47,410,547.97
Construction Work In Process			61,411.19	
Utility Relocation Expense	7,296.44		680,522.33	
Consulting-Admin Services	28,559.43		503.31	
Consulting-Reimbursed Expenses	5,137.68			
Environmental Fees	0.00		398,750.00	
Funding Costs	39,204.26		30,000.00	
Legal Fees-Construction	652,921.54		2,174,971.27	
Traffic & Revenue Analysis	1,656,309.09		2,449,353.50	
Unsuccessful Proposers	0.00		356,625.82	
Engineering	2,291,049.21		2,795,228.50	
Right of Way	68,947.30		146,473.83	
Total Preliminary Costs		4,749,424.95		9,093,839.75
Public Involvement	142,610.38		225,166.21	
	0.00		6,133,263.98	
CDA Oversight	0.00		14,082,913.49	
Engineering .		142,610.38	0.505.0	20,441,343.68
Total Construction Engineering	0.00		29,909,245.49	
Design	0.00		122,891,747.87	
Consruction-CDA	0.00		286,063.45	
Other Construction Costs	0.00	0.00		153,087,056.81
Total Construction		27,220.00		6,687,854.24
Toll Collection System	0.00	21,220.00	(12,809,822.73)	
Accrued Interest Income	0.00		22,724,789.29	
Accrued Interest Expense			(3,035,512.09)	
Amortization of Bond Premium	0.00		(298,538.04)	
Amortization Bond Disc Invest	0.00	0.00	(200,000.01)	6,580,916.43
Total Accrued Interest		0.00		2,757,685.47
Amortization Bond Issue Costs		4,919,255.33		198,648,696.38
Total Construction WIP		4,818,233.33		

Fixed Assets	4 400 452 52		115,571.52	
Computers Accum Deprec-Computers	1,196,453.52 (334,527.12)	861,926.40	(84,096.41)	31,475.11
Computer Software Accumulated Amortization-Software	5,332,004.88 (666,636.66)	4,665,368.22	95,156.88 (28,588.47)	66,568.41
Furniture and Fixtures Accum Deprec-Furn & Fixtures	91,134.66 (25,236.51)	65,898.15	69,172.16 (10,107.63)	59,064.53
Equipment Accum Depec-Equipment	76,177.93 (25,308.48)	50,869.45	28,777.93 (9,636.16)	19,141.77
Autos and Trucks	16,295.00	5.76	0.00	
Accum Deprec-Autos and Trucks	(2,376.36)	13,918.64	0.00	0.00
Buildings and Toll Facilities Accum Deprec-Buildings & Toll	7,062,332.11 (114,960.32)	6,947,371.79	0.00	0.00
Highways and Bridges Accum Deprec-Highways & Bridge	195,521,355.24 (3,209,173.75)	192,312,181.49	30,256.02	0.00
Communication Equipment Accum Deprec-Comm Equip	1,938,955.13 (139,640.52)	1,799,314.61	(6,429.38)	23,826.64
Toll Equipment	4,587,114.80	0.0000000000000000000000000000000000000	0.00	0.00
Accum Deprec-Toll Equip	(302,195.70)	4,284,919.10	0.00	0.00
Signs	5,260,262.00	5,172,607.69	0.00	0.00
Accum Deprec-Signs	(87,654.31) 820,385.00	5,172,007.05	0.00	
Land Improvements	(27,314.48)	793,070.52	0.00	0.00
Accum Deprec-Land Improv Right of Way	(27,014.40)	22,795,124.38		
Leasehold Improvements		43,104.49		48,956.05
Total Fixed Assets		239,805,674.93		249,032.51
Other Assets Security Deposits		8,643.30		8,643.30
Long Term Investments GIC		0.00		54,819,268.82
Other Assets				650.00
Intangible Assets		650.00		10,172,683.69
2005 Bond Issuance Costs		8,823,023.51		311,309,522.67
Total Assets		320,504,976.00	9	311,000,022.01
Liabilities				
Current Liabilities		264,116.88		(1,085,709.08)
Accounts Payable Interest Payable		687,887.44		924,568.84
TCDRS Payable		20,981.30		14,962.28
Due to State of Texas		446.80		2,047.77
Total Due to other Entities		446.80		(144,130.19)
Total Current Liabilities		973,432.42		(144,130.13)
Long Term Liabilities		150,835.00		0.00
Accrued Vac & Sick Leave Paybl		1,928,833.03		7,959,732.95
Retainage Payable BANS 2005		0.00		66,000,000.00
Senior Lien Revenue Bonds 2005		170,114,368.18		169,325,456.18
Sn Lien Rev Bnd Prem/Disc 2005		5,345,466.20		6,822,694.46
TIFIA note 2008		66,257,950.00		0.00
Total Long Term Liabilities		243,797,452.41		250,107,883.59
Total Liabilities		244,770,884.83		249,963,753.40

Net Assets Section Contributed Capital Net Assets beginning

Current Year Operations

Total Liabilities and Net Assets

18,430,634.57 59,639,556.31

(2,336,099.71)

320,504,976.00

62,604,167.57

(1,258,398.30)

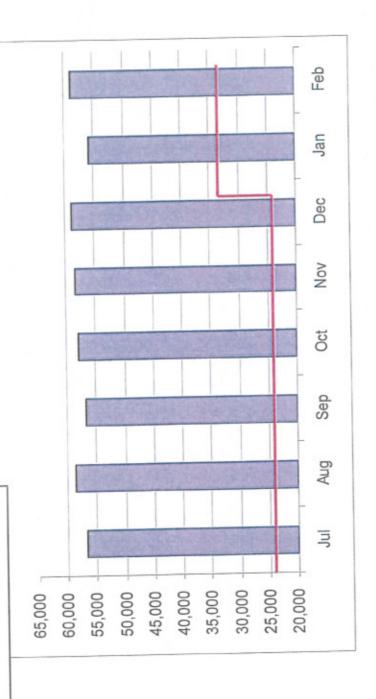
311,309,522.67

Average Weekday Transactions

Red Line is Traffic & Revenue Projection from Investment Grade Study

Full tolling started 7/1/07 Data is through Feb 19, 2008

Avg Weekday Transactions Excluding Holidays



Actual Revenue FY 2008

		Cash	Toll Tags
July	\$	183,581.23	\$1,063,354.35
August	₩	171,031.80	\$1,166,888.45
September	₩.	138,018.82	\$1,076,981.07
October	₩	155,456.38	\$1,181,582.74
November	49	140,272.68	\$1,099,217.90
December	₩	133,306.11	\$1,080,607.67
January	₩	126,218.14	\$1,102,795.45

Traffic & Revenue Study

				FY 08 Projection — \$15,500,000	Includes	increase
Annual	Revenue	\$3,060,000	\$10,336,000	\$13,937,000	\$19,595,000	\$23,446,000
Average	Weekday	24,660	33,696	45,879	58,435	70,414
Calendar	Year	2007	2008	2009	2010	2011

Traffic & Revenue Study

Average Weekday Transactions	24,660	33,696	45,879	58,435	70,414
Calendar Year	2007	2008	2009	2010	2011

Dots represent
Monthly Avg.
Transactions July 07
through February 19,

Summary 02/21/08 H:\Investments\Investment Reports\FY 08\(January 2008.xls\)Jan

Discount Amortization Accrued Interest	Additions	Salance
Month Ending 1/31/2008		
CTRMA INVESTMENT REPORT		

	L*	66,727,974,04	148,742,882.80	257,648.07	3,102.10	78,167,946.25	136,442,160.92	Total Invester
	-1 0000		73,	0.00 218,175.64 39,472.43 0.00	0.00 0.00 0.00 3,102.10	0.00 0.00 78,167,946.25 0.00	5,180,482.87 125,221,314.74 2,054,477.95 3,985,885.36	Total in Repo's Total in Pools Total in Money Market Total in Fed Agencies
		998,189.93	2,990,797.53		3,102.10	0.00	3.985.885.36	Accided Illerest
		998,189.93	2,990,797.53	7,733.33	3,102.10		3,985,885.36	Amortized Principal
								Amount in find Agencies
8	3.100%	18,030.41	133,259.52	21.38		150,000.00	1,268.55	Money Market Fund-payroll
		0,001,0101	/3,540,500.00	39,451.05	0.00	78,017,946.25	2,053,209.40	
		6 561 916 75	73 540 680 05	20 454 05			9,281.84	-Debt Service Reserve Fund
6	4.260%	9,315.33		33.49		678,474.64	0.00	-General Fund
0 0	4.260%	678 474 64	2,161,636.70	1,123.21		1,300,022.59	1,144,866.76	- Revenue Fund
9. 6	4 260%	200,275.86	2	5,936.02		495,000.00	29,379.74	-Renewal and Replayement
0	4 260%	1,073,003.72		4,336.37			1,068,727.35	-TxDOT Grant Fund
,- 0	4.200%	7,701.36	67,650,000.00	7,573.21		67,648,471.83	1,656.32	-Subordinate Lien DS Fund
- 6	4.200%	732,775.75	3,719,750.00	186.87		4,399,952.96	51,785.92	-Debt Service Fund
. 0	4.260%	0.00	17,303.25	521.58		274,919.55	-258,137.88	-Construction Fund
9	4.260%	2,519,719.91		19,719.91		2,500,000.00	0.00	-Additional Projects Fund
	4.260%	726,774.42		20.39		721 104 68	25.072.2	Fidelity Money Market Fund
		4,400,010.0.	499,000,00	10,700,00			4,883,169.33	Amount in TexStar Operating Fund
	3.433%	4 400 378 31	400 500 00	40 700 00				, J.
		54,149,459.14	66,390,152.93	201,466.66	0.00	0.00	120.338.145.41	Capt Calvica Sanda varia
	3.433%	13,529,274.92		48,127.08			13 481 147 84	Outpoid and Do Ford
	3,433%	0.00	66,106,225.59	8,512.00			66.097.713.59	Down and The Down and
	3,433%	5,990,868.37		21,311.05			5.969.557.32	Devenie Find
	3,433%	10,999,504.58		39,128.04			10.960.376.54	TypoT Grant Find
	3.433%	100,396.41		357.14			100 039 27	Trustee Operating runo
	3.433%	837,578.93		2,979,48			834 599 45	Total action raise
	3.433%	13,266,040.60	274,919.55	47,504.53			13 493 455 62	Additional Projects Fund
	3,433%	9,425,795.33	9.007.79	33 547 34			200	Amount in Trustee TexStar
		0.00	5,180,482.87	0.00	0.00	0.00	5,180,482.87	totals
Jan 1, 00	0,0070	0.00	5,180,482.87				5,180,482.87	Debt Service Fund
	3 3 70%	9	200					Amount in repo
Maturity	1/31/2008		Withdrawals		Amortization Accrued Interest	Additions	Balance 12/31/2007	
	Rate as of	Ralance		g 1/31/2008	Month Ending 1/31/2008			
	Current							1

Amount in Fed Agencies As of January 31, 2008

	Federal Home Loan Bank Federal Home Loan Bank	Agency Federal Home Loan Bank	
	3133X5DV7 3133X1GR2	CUSIP # 3133X6DE3	
	2,466,550.00 487,831.06 2,954,381.06	COST 997,142.00 997,142.00	The residence of the last of t
	33,450.00 2,966.47 36,416.47	Cummulative Amortization 1,047.93 1,047.93	The second name of the second na
	Matured 2,500,000.00 490,797.53 2,990,797.53	1/31/08 Book Value 998,189.93 998,189.93	
	2,500,000.00 495,000.00 2,995,000.00	Maturity Value 1,000,000.00 1,000,000.00	
		□ I»	
7,733.33	3,062.50 1,650.00 4,712.50	3,020.83 3,020.83	intere
3,102.10	Matured 2,036.09 494.41 2,530.50	Amortizatuion 571.60 571.60	Interest Income January 2008
10,835.43	5,098.59 2,144.41 7,243.00	Interest Earned 3,592.43 3,592.43	TV 2008



Monthly Newsletter - January 2008

Performance

As of January 31, 2008

Current Invested Balance	\$5,919,661,192.90
Weighted Average Maturity (1)	20 Days
Weighted Average Maturity (2)	84 Days
Net Asset Value	1.000714
Total Number of Participants	603
Management Fee on Invested Balance	0.12%*
Interest Distributed	\$20,439,913.95
Management Fee Collected	\$241,194.93

Standard & Poor's Current Rating Rates reflect historical information and are not an indication of future performance

January Averages

Average Invested Balance	\$5,667,039,740.61
Average Monthly Yield, on a simple basis	4.2033%
Average Weighted Average Maturity (1)*	22 Days
Average Weighted Average Maturity (2)*	80 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 January 2008:

- ★ City of Palmer
- ★ Kleinwood MUD
- ★ Collingsworth County Hospital District

% of Portfolio Invested Beyond 1 Year

★ Highland ISD

11.78%

AAAm

- ★ Brazoria County MUD 26
- ★ Jarrell Schwertner Water Supply Corp ★ Brazoria County MUD 16
- ★ Carlisle ISD
- ★ City of Shavano Park

Holiday Reminder

Please note that in observance of the Presidents Day holiday, TexSTAR will be closed on Monday, February 18, 2008. Notification of any early transaction deadlines on the day preceding this holiday will be sent by email to the primary contact on file for all TexSTAR participants.

Economic Commentary

As the first quarter began, it was apparent the economy had lost some momentum. Concerns of an imminent recession grew as the equity markets suffered, residential investment and home sales continued to deteriorate and manufacturing activity moderated. Nonetheless, the labor market showed only limited signs of weakening as the trend in initial jobless claims declined and the unemployment rate edged down to 4.9% from 5.0% in January. The four-week average of initial jobless claims remains at a healthy 325,750. Meanwhile, housing starts plunged 14.2% in December, following a 7.9% drop during the previous month. On a positive note, while still elevated, inventories for both new and existing homes continued to decline in January.

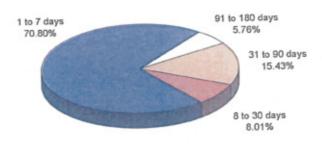
In the markets' continued flight to quality, Treasury yields plummeted further and the curve steepened by 28 bps as the spread between two- and five-year Treasury notes ended January at 67 bps. Two-year yields ended the month down 96 bps at 2.09% and five-year yields ended down 68 bps at 2.76%. Meanwhile LIBOR rates also declined significantly as the Fed eased, with one-month and twelve-month rates sharply lower by 210 bps and 161 bps at 3.14% and 2.85%, respectively.

The Fed is expected to cut rates again at the March 18 FOMC meeting. GDP growth should be around 2.0% in the first quarter, with solid support from trade and government spending offsetting weakness elsewhere. Looking forward, the drag on growth from residential construction should dissipate by the second half of the year. This, combined with monetary and fiscal stimulus in the pipeline, is expected to boost growth significantly in the second half of 2008.

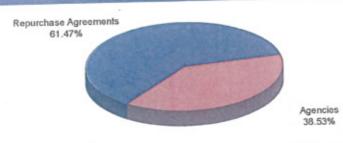
For more information about TexSTAR, please visit our web site at www.texstar.org.

Information at a Glance

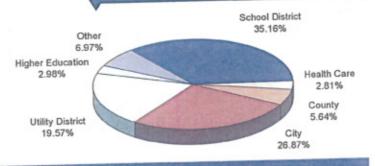
Portfolio by Type of Investment As of January 31, 2008



Distribution of Participants by Type As of January 31, 2008



Portfolio by Maturity As of January 31, 2008



Performance

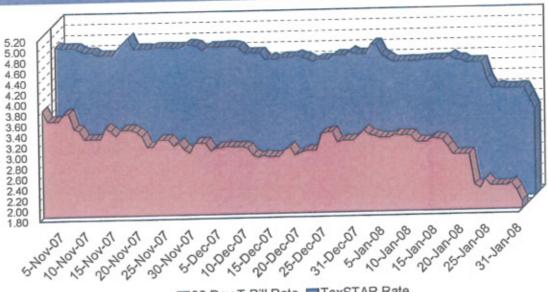
Month	Average Rate	Book Value	Market Value	Net Asset Value	WAM (1)*	WAM (2)*	Number of Participants
	4.00000/	\$ 5,919,661,192.90	\$ 5,923,891,294.00	1.000714	22	80	603
Jan 08	4.2033%	5,180,414,831.71	5,181,584,153.60	1.000202	21	79	594
Dec 07	4.5430%		5,000,767,637.47	1.000190	18	79	591
Nov 07	4.6975%	4,999,671,312.52	4,794,712,410.18	1.000272	19	84	584
Oct 07	4.9007%	4,793,406,663.48	5,102,374,857.54	1.000240	20	78	573
Sep 07	5.1175%	5,101,146,389.66		1.000118	16	42	567
Aug 07	5.2540%	5,117,776,256.51	5,118,532,127.32	1.000017	18	22	554
Jul 07	5.2829%	5,037,425,646.08	5,037,616,062.72	1.000037	18	25	543
Jun 07	5.2883%	4,850,271,396.79	4,850,377,392.01		11	20	531
May 07	5.2613%	4,809,313,042.18	4,809,314,578.92	1.000000	13	23	523
Apr 07	5.2803%	5,032,146,136.61	5,031,747,141.26	0.999920	11	26	513
Mar 07	5.2999%	5,200,629,725.85	5,200,442,100.26	0.999957		31	505
Feb 07	5.2903%	5,608,621,555.72	5,608,663,678.19	1.000007	12	40	501
Jan 07	5.2920%	4,939,413,083.56	4,939,578,732.47	1.000033	17	40	301

Portfolio Asset Summary as of January 31, 2008

ALTERNATION OF STREET	Book Value		Market Value	
Uninvested Balance Accrual of Interest Income Interest and Management Fees Payable Payable for Investment Purchased Repurchase Agreements Government Securities	28,782.85 7,316,998.20 (20,469,428.67) (49,996,000.00) 3,681,270,000.00 2,301,510,840.52	\$	28,782.85 7,316,998.20 (20,469,428.67) (49,996,000.00) 3,681,270,000.00 2,305,740,941.62	
	\$ 5 919 661 192 90	\$	5,923,891,294.00	

\$ 5,923,891,294.00 \$ 5,919,661,192.90 Total

TexSTAR versus 90-Day Treasury Bill



■90 Day T-Bill Rate ■TexSTAR Rate

Daily Summary for January 2008

	Dan,			STATE OF THE PERSON	CALLS OF LAND	ARBITICES	
Date	Mny Mkt Fund Equiv. [SEC Std.]	Daily Allocation Factor	TexSTAR Invested Balance	Market Value Per Share	WAM Days (1)*	WAM Days (2)*	
	4.70049/	0.000128779	5,180,414,831.71	1.000202	20	75	
1-Jan-08	4.7004%	0.000123773	5,221,201,152.48	1.000196	20	74	
2-Jan-08	4.5042% 4.4357%	0.000125400	5,326,558,467.49	1.000205	19	72	
3-Jan-08		0.000121323	5,469,799,305.28	1.000238	24	76	
4-Jan-08	4.3710%	0.000119754	5,469,799,305.28	1.000238	24	76	
5-Jan-08	4.3710% 4.3710%	0.000119754	5,469,799,305.28	1.000238	24	76	
6-Jan-08		0.000119881	5,526,664,157.96	1.000234	23	74	
7-Jan-08	4.3757% 4.3697%	0.000119719	5,541,725,007.52	1.000238	23	74	
8-Jan-08		0.000119943	5,506,790,568.60	1.000271	23	74	
9-Jan-08	4.3779% 4.3903%	0.000113343	5,561,175,825.59	1.000272	24	80	
10-Jan-08	4.3953%	0.000120201	5,665,187,842.23	1.000374	25	81	
11-Jan-08	4.3953%	0.000120420	5,665,187,842.23	1.000374	25	81	
12-Jan-08	4.3953%	0.000120420	5,665,187,842.23	1.000374	25	81	
13-Jan-08	4.3965%	0.000120420	5,687,193,381.12	1.000393	24	81	
14-Jan-08	4.3963%	0.000122089	5,757,511,234.85	1.000415	24	79	
15-Jan-08	4.4562%	0.000122005	5,769,011,016.63	1.000415	23	83	
16-Jan-08	4.3855%	0.000120152	5,834,247,633.25	1.000422	23	81	
17-Jan-08	4.3315%	0.000120102	5,792,847,997.70	1.000441	22	80	
18-Jan-08	4.3315%	0.000118671	5,792,847,997.70	1.000441	22	80	
19-Jan-08	4.3315%	0.000118671	5,792,847,997.70	1.000441	22	80	
20-Jan-08	4.3315%	0.000118671	5,792,847,997.70	1.000441	22	80	
21-Jan-08	4.0019%	0.0001109642	5,787,315,351.01	1.000685	22	83	
22-Jan-08	3.8262%	0.000104827	5,779,133,031.75	1.000744	22	85	
23-Jan-08	3.8509%	0.000105503	5,775,012,923.59	1.000744	22	84	
24-Jan-08	3.8257%	0.000104815	5,799,573,665.42	1.000706	21	83	
25-Jan-08	3.8257%	0.000104815	5,799,573,665.42	1.000706	21	83	
26-Jan-08	3.8257%	0.000104815	5,799,573,665.42	1.000706	21	83	
27-Jan-08	3.8379%	0.000105148	5,845,037,622.87	1.000673	21	82	
28-Jan-08	3.8296%	0.000104920	5,870,596,901.40	1.000671	20	81	
29-Jan-08	3.6401%	0.000099728	5,813,907,228.70	1.000686	20	82	
30-Jan-08	3.4327%	0.000094047	5,919,661,192.90	1.000714	20	84	
31-Jan-08 Average	4.2033%	0.00034047	5,667,039,740.61		22	80	0

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



TexSTAR Board Members

Central Texas Regional Mobility Authority

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

RESOLUTION NO. 08-13

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, after a thorough process the CTRMA Board of Directors selected Mike Heiligenstein to serve as the CTRMA's Executive Director; and

WHEREAS, under Resolution No. 06-02, dated January 10, 2006, the Board of Directors approved entry into the current employment contract with Mike Heiligenstein (the "ED Contract") related to his employment as the CTRMA Executive Director; and

WHEREAS, the ED Contract provides for review of the Executive Director's performance and compensation by the Board of Directors on or about every anniversary of the ED Contract and at such other times as agreed upon by the parties thereto; and

WHEREAS, the Board of Directors has reviewed the Executive Director's performance and compensation and has concluded that he has served the Agency well and that his performance merits an increase in his compensation and that the ED Contract should be amended to reflect such increase in his compensation.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby approves of the increase in the Executive Director's compensation as follows: a merit increase of his base salary equal to seven percent (7%) and deferred compensation payable in accordance with the terms of the ED Contract equal to fifteen percent (15%) of his base salary after adjustment as provided herein; and

BE IT FURTHER RESOLVED, that the ED Contract be amended to reflect the increase in compensation described herein and the Chairman of the Board is hereby authorized to execute the amendment to the ED Contract consistent with the terms of the Resolution.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27th day of February, 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>08-13</u> Date Passed <u>02/27/08</u>