

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

RESOLUTION NO. 06-07

WHEREAS, the Central Texas Regional Mobility Authority ("CTRMA") was created pursuant to the request of Travis and Williamson Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.01, *et seq.* (the "RMA Rules"); and

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

WHEREAS, in Resolution No. 05-48, dated June 29, 2005, the Board of Directors expressed its desire to retain one or more outside entities to provide independent oversight and guidance regarding the development of the electronic toll collection system; and

WHEREAS, the Board of Directors directed its staff to issue a Request for Qualifications ("RFQ") for General Systems Consultant services relating to independent oversight and guidance regarding the development and operations of the electronic toll collection system and to solicit responses from firms interested in providing such services to the CTRMA; and

WHEREAS, the staff caused an RFQ to be issued on August 15, 2005; and

WHEREAS, based on their review of the responses to the RFQ, CTRMA staff and advisors recommended the selection of Traffic Technologies, Inc. to provide General Systems Consultant services relating to independent oversight and guidance regarding the development and operations of the electronic toll collection system; and

WHEREAS, in Resolution No. 05-71, dated September 28, 2005, the CTRMA Board of Directors approved the retention of Traffic Technologies, Inc. to provide General Systems Consultant services relating to independent oversight and guidance regarding the development and operations of the electronic toll collection system and authorized the Executive Director to negotiate an agreement with Traffic Technologies, Inc.; and

WHEREAS, after negotiating in good faith with Traffic Technologies, Inc. the parties were unable to reach an agreement on mutually acceptable terms and conditions for the provision of General Systems Consultant services; and

WHEREAS, due to the impasse between the parties CTRMA staff and legal counsel recommend that negotiations with Traffic Technologies, Inc. be terminated and that staff initiate negotiations with the second-ranked proposer, MSX International, Inc., for a contract to provide General Systems Consultant services.

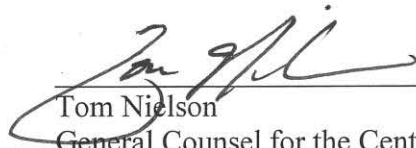
NOW THEREFORE, BE IT RESOLVED, that the CTRMA Board of Directors directs staff to formally terminate negotiations with Traffic Technologies, Inc. and to begin negotiations with MSX International, Inc. for terms of an agreement to provide General Systems Consultant services relating to independent oversight and guidance regarding the development and operations of the electronic toll collection system; and

BE IT FURTHER RESOLVED, that upon the completion of such negotiations, the Executive Director present such agreement to the CTRMA Board for approval.

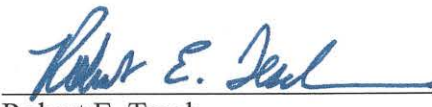
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 31st day of January, 2006.

Submitted and reviewed by:

Approved:



Tom Nielson
General Counsel for the Central
Texas Regional Mobility Authority



Robert E. Tesch
Chairman, Board of Directors
Resolution Number 06-07
Date Passed 01/31/06