

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

**RESOLUTION NO. 08-05**

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

WHEREAS, in Resolution No. 03-26, dated April 30, 2003, the CTRMA Board of Directors authorized the issuance of a Request for Qualifications ("RFQ") for the selection of a general engineering consultant ("GEC"); and

WHEREAS, in Resolution No. 03-36, dated July 15, 2003, the CTRMA Board of Directors approved the selection of HNTB as the GEC to the CTRMA, and the CTRMA and HNTB entered into an Agreement for General Consulting Civil Engineering Services effective as of September 1, 2003 (the "Agreement"); and

WHEREAS, the original term of the Agreement terminates as of August 31, 2008; and

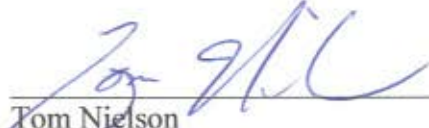
WHEREAS, the Board of Directors believes that it is imperative that the CTRMA experience a continuity of services from its GEC for the foreseeable future in order to adequately address the numerous anticipated mobility challenges of the region; and

WHEREAS, the Board of Directors desires that the Agreement be amended and extended in order to facilitate the continuity of GEC services.


NOW THEREFORE, BE IT RESOLVED, that the Board of Directors of the CTRMA hereby authorizes the Executive Director to finalize and execute a First Amendment to the Agreement substantially in the form attached hereto as Attachment "A" and extend the term of the Agreement until December 31, 2009, as well as revise any other terms of the Agreement as reflected on Attachment "A".

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 30th day of January, 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 08-05  
Date Passed 1/30/08

**ATTACHMENT "A"**

**First Amendment to GEC Agreement**

**FIRST AMENDMENT TO  
AGREEMENT FOR GENERAL CONSULTING CIVIL ENGINEERING SERVICES  
BETWEEN  
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY  
AND  
HNTB CORPORATION**

This First Amendment to the Agreement for General Consulting and Civil Engineering Services dated September 1, 2003 (the "Agreement") by and between Central Texas Regional Mobility Authority ("CTRMA") and HNTB Corporation (the "GEC") is made for the purpose of amending Sections 4 and 5 of the Agreement.

Pursuant to action of the CTRMA Board of Directors, reflected in Resolution No. xx dated January 2008, Sections 4 and 5 of the Agreement are amended as follows, with such amendments to be effective as of the date set forth below:

**Section 4.c., COMPUTATION AND ADJUSTMENT OF THE MULTIPLIER** the last sentence of the second paragraph shall be replaced in its entirety with the following:

The fifteen percent (15%) profit factor shall be adjusted to twelve percent (12%) starting February 2, 2008

**Section 4.m., COMPENSATION OF SUBCONSULTANTS** the first sentence in the first paragraph shall be replaced in its entirety with the following:

For the remainder of the Agreement term, the GEC will employ PBS&J, as the primary subconsultant. Additional subconsultants providing services under this Agreement may be added based upon approval by CTRMA.

**Section 5, TIME OF PERFORMANCE** is deleted in its entirety and replaced with the following:

It is understood and agreed that the Time of Performance under this Agreement is extended by sixteen (16) months. The original expiration date of August 31, 2008 is extended through December 31, 2009, subject to the earlier expiration of the Agreement pursuant to Sections 6 or 7 below or further extension upon agreement of both parties.

**Effective Date of Amendments:** These amendments shall be effective as of February \_\_\_\_\_, 2008.

Except to the extent modified herein, all terms and conditions of the Agreement shall continue in full force and effect.

Central Texas Regional Mobility Authority

HNTB Corporation

By: \_\_\_\_\_

By: \_\_\_\_\_