

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

RESOLUTION NO. 06-57

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. 04-18, dated May 5, 2004, the Board of Directors found the services of a trustee for the administration of trust indenture requirements to be important to the operations of the CTRMA and a requirement of purchasers of CTRMA-issued revenue bonds; and

WHEREAS, the CTRMA solicited proposals for the provision of trustee services, and in Resolution No. 04-34, dated July 28, 2004, the Board of Directors selected JP Morgan to provide trustee services under the bond trust indenture for the 183-A Turnpike Project, and the CTRMA subsequently entered into an agreement with JP Morgan for the provision of such services; and

WHEREAS, due to a change in ownership of JP Morgan’s corporate trust business, staff has recommended that the CTRMA initiate a new procurement process to retain one or more qualified financial institutions to perform trustee services for the CTRMA; and

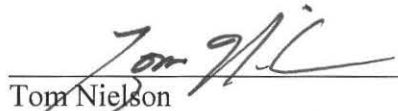
WHEREAS, the Board of Directors agrees that such services should be procured and desires that staff initiate the process for procuring trustee services by drafting and issuing a request for proposals (“RFP”) to solicit responses from those institutions interested in providing such services to the CTRMA.

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 RFP to solicit institutions interested in providing trustee services to the CTRMA; and

BE IT FURTHER RESOLVED, that the Executive Director shall implement a process to review the RFP responses and develop recommendations for the Board of Directors as to the best qualified firm or firms to provide trustee services to the CTRMA.

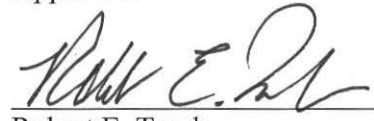
Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 27th day of September, 2006.

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 06-57
Date Passed 09/27/06