

TEXAS TRANSPORTATION COMMISSION

TRAVIS AND WILLIAMSON Counties

MINUTE ORDER

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AUSTIN District

Transportation Code, Chapter 228 and other applicable law authorizes the Texas Transportation Commission (commission) to issue turnpike revenue bonds, bond anticipation notes, and other obligations to finance turnpike projects on the state highway system, and to enter into trust agreements and indentures of trust governing matters relating to the issuance of such obligations.

In TRAVIS AND WILLIAMSON COUNTIES, pursuant to Minute Order 108873, dated April 25, 2002, STATE HIGHWAY 130 has been designated as a toll project and a controlled access state highway from IH 35 at SH 195 to a southern terminus at US 183.

In TRAVIS AND WILLIAMSON COUNTIES, pursuant to Minute Order 108896, dated May 30, 2002, STATE HIGHWAY 45, has been designated as a toll project and a controlled access state highway from west of US 183 to SH 130.

In TRAVIS AND WILLIAMSON COUNTIES, pursuant to Minute Order 108896, dated May 30, 2002, LOOP 1 has been designated as a toll project and a controlled access state highway from the intersection of existing Loop 1 and FM 734 (Parmer Lane) in Austin to the intersection of Loop 1 and SH 45.

The commission has previously issued \$2,199,993,781.80 in obligations to finance a portion of the costs of the Central Texas Turnpike System (system), a toll project composed initially of the SH 130, SH 45, and Loop 1 project elements (2002 Project), pursuant to an Indenture of Trust and four supplemental indentures. The Indenture of Trust dated July 15, 2002 (indenture), prescribes the terms, provisions and covenants related to the issuance of toll revenue bonds and obligations to finance a portion of the costs of the 2002 Project.

Pursuant to Section 702 of the indenture, the commission has covenanted that on or before August 31 in each fiscal year, it will adopt an annual operating, maintenance and capital budget for the system for the ensuing fiscal year and provide copies of such budgets to the Trustee and the US DOT.

As it is currently projected that the 2002 Project will be completed in FY 2008, the commission has directed the department to prepare the annual operating, maintenance and capital budgets for the system for FY 2008. The department has completed these budgets and they are attached as Exhibit A. In accordance with Section 702 of the indenture, the budgets were provided to the General Engineering Consultant for review and comment prior to adoption by the commission.

IT IS THEREFORE ORDERED by the commission that the annual operating, maintenance and capital budgets for the system are adopted for FY 2008.

Submitted and reviewed by:

Recommended by:

Chief Financial Officer

Executive Director

Minute Number Date Passed



EXHIBIT A

TEXAS DEPARTMENT OF TRANSPORTATION
 Central Texas Turnpike 2002 Project
 Budget Summary
 Fiscal Year 2008

Updated 8/06/07

Operations Budget	FY08 Total
Management / Administration	\$ 2,788,248
Toll Operations	\$ 6,725,267
CSC Management / Administration	\$ 2,674,142
CSC Operations	\$ 7,157,869
Facility Maintenance	\$ 1,912,531
Traffic Management	\$ 775,407
Performance Payment Plan	\$ 282,958
Contingency	\$ 297,090
Other Operations Costs	\$ 5,481,360
Toll System Maint.	\$ 15,840,000
Operations Total	\$ 43,934,872

Maintenance Budget	FY08 Total
Management / Administration	\$ 490,000
Travel Way	\$ 258,200
Shoulder & Side Approaches	\$ 82,400
Roadside	\$ 4,134,700
Traffic Operations	\$ 555,600
Drainage	\$ 766,200
Structures	\$ 287,600
Misc. Maintenance	\$ 842,200
Periodic/Major	\$ -
Maintenance Total	\$ 7,416,900

5 Year Capital Plan	
Unusual and extraordinary maintenance	
Fiscal Year -2008	\$ 1,020,000
Fiscal Year -2009	\$ 1,071,000
Fiscal Year -2010	\$ 1,124,550
Fiscal Year -2011	\$ 1,180,778
Fiscal Year -2012	\$ 1,239,816
5 Year Capital Plan Total	\$ 5,637,000



EXHIBIT A

**TEXAS DEPARTMENT OF TRANSPORTATION
Central Texas Turnpike 2002 Project
Budget Summary
FY 08 - Operations**

<u>Toll Operations and Administration</u>	
Management / Administration Subtotal	\$2,788,248
Toll Operations Subtotal	\$6,725,267
CSC Management / Administration Subtotal	\$2,674,142
CSC Operations Subtotal	\$7,157,869
Operations and Administration Subtotal	\$19,345,527

<u>Maintenance and Performance</u>	
Facility Maintenance Subtotal	\$1,912,531
Traffic Management Subtotal	\$775,407
Performance Payment Plan Subtotal	\$282,958
Contingency (10%)	\$297,090
Maintenance and Performance Subtotal	\$3,267,985
Operation & Maintenance Total	\$22,613,512

<u>Other Operations Costs</u>	
CSC Parallel Production System Environment	\$0
Additional Senior Admin	\$0
Collections Contract	\$446,246
Dept. of Public Safety Enforcement Contract	\$1,137,348
Utilities for Facilities ML1-ML6 and CSC	\$500,000
Mail House Services	\$3,397,766
Other Operations Costs Subtotal	\$5,481,360
Total Toll Operations Budget 2007/2008	\$28,094,872

<u>Toll System Maintenance Total</u>	
Toll Management System	\$5,840,000
IBM software support	\$64,000
CSC System (VTX) Implementation, Modification	
CSC System Maintenance	\$4,553,080
Storage Area Network (SAN) Support	\$525,600
Interoperability Servers & Software	\$412,800
Cisco IVR Hardware Support	\$41,600
Cisco IVR Application Support	\$7,680
Website Services	\$7,840
OCR	\$500,000
OCR Maintenance	\$25,000
Cisco Data Network	\$64,000
Cisco Voice Network	\$32,000
New hardware (2nd Generation)	\$3,718,400
New Software - Centralized Reporting	\$48,000
Toll System Maintenance Subtotal	\$15,840,000
Total Toll Operations & Maintenance Budget 2007/2008	\$43,934,872



**TEXAS DEPARTMENT OF TRANSPORTATION
Central Texas Turnpike 2002 Project
Budget Summary
FY 08**

Maintenance Budget	SH 45 N / Loop 1								
	Sections 1&2	Section 3	Section 4	Section 5	Section 6	Section 7	Section 8	Section 9	Total
Management / Administration	\$ 48,600	\$ 38,900	\$ 29,200	\$ 19,400	\$ 20,800	\$ 36,100	\$ 38,900	\$ 6,900	\$ 238,800
Travel Way	\$ 25,800	\$ 10,000	\$ 16,800	\$ 9,300	\$ 10,400	\$ 15,100	\$ 17,900	\$ 9,300	\$ 114,600
Shoulder & Side Approaches	\$ 4,500	\$ 3,600	\$ 2,700	\$ 1,800	\$ 1,900	\$ 3,400	\$ 3,600	\$ 600	\$ 22,100
Roadside	\$ 304,900	\$ 197,200	\$ 209,100	\$ 119,700	\$ 129,600	\$ 179,400	\$ 221,600	\$ 81,600	\$ 1,443,100
Traffic Operations	\$ 40,000	\$ 28,200	\$ 46,700	\$ 11,100	\$ 12,700	\$ 20,200	\$ 41,300	\$ 28,600	\$ 228,800
Drainage	\$ 71,700	\$ 48,500	\$ 62,900	\$ 31,300	\$ 38,200	\$ 44,800	\$ 31,500	\$ 30,000	\$ 358,900
Structures	\$ 15,500	\$ 24,900	\$ 21,000	\$ 5,800	\$ 1,400	\$ 10,000	\$ 19,800	\$ 7,600	\$ 106,000
Minor Misc. Maintenance	\$ 82,900	\$ 51,400	\$ 67,400	\$ 31,400	\$ 33,600	\$ 49,900	\$ 93,900	\$ 32,700	\$ 443,200
Periodic/Major	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Maintenance Total	\$ 593,900	\$ 402,700	\$ 455,800	\$ 229,800	\$ 248,600	\$ 358,900	\$ 468,500	\$ 197,300	\$ 2,955,500

Maintenance Budget	SH 130				
	Segment 1	Segment 2	Segment 3	Segment 4*	Total
Management / Administration	\$ 74,000	\$ 80,500	\$ 61,700	\$ 35,000	\$ 251,200
Travel Way	\$ 42,300	\$ 46,000	\$ 35,300	\$ 20,000	\$ 143,600
Shoulder & Side Approaches	\$ 17,800	\$ 19,300	\$ 14,800	\$ 8,400	\$ 60,300
Roadside	\$ 691,000	\$ 891,200	\$ 716,400	\$ 393,000	\$ 2,691,600
Traffic Operations	\$ 95,000	\$ 109,300	\$ 76,900	\$ 45,600	\$ 326,800
Drainage	\$ 111,500	\$ 130,300	\$ 114,400	\$ 51,100	\$ 407,300
Structures	\$ 52,000	\$ 54,300	\$ 59,800	\$ 15,500	\$ 181,600
Minor Misc. Maintenance	\$ 99,900	\$ 151,600	\$ 96,100	\$ 51,400	\$ 399,000
Periodic/Major	\$ -	\$ -	\$ -	\$ -	\$ -
Maintenance Total	\$ 1,183,500	\$ 1,482,500	\$ 1,175,400	\$ 620,000	\$ 4,461,400

Maintenance Budget	Overall 2002 Project		
	SH 45/Loop 1	SH 130	Total
Management / Administration	\$ 238,800	\$ 251,200	\$ 490,000
Travel Way	\$ 114,600	\$ 143,600	\$ 258,200
Shoulder & Side Approaches	\$ 22,100	\$ 60,300	\$ 82,400
Roadside	\$ 1,443,100	\$ 2,691,600	\$ 4,134,700
Traffic Operations	\$ 228,800	\$ 326,800	\$ 555,600
Drainage	\$ 358,900	\$ 407,300	\$ 766,200
Structures	\$ 106,000	\$ 181,600	\$ 287,600
Minor Misc. Maintenance	\$ 443,200	\$ 399,000	\$ 842,200
Periodic/Major	\$ -	\$ -	\$ -
Maintenance Total	\$ 2,955,500	\$ 4,461,400	\$ 7,416,900

* Segment 4 is scheduled for completion December 2007, therefore only 9 months is included FY08.

DRAFT: SUBJECT TO CHANGE PRIOR TO COMMISSION ACTION



EXHIBIT A

TEXAS DEPARTMENT OF TRANSPORTATION
Central Texas Turnpike 2002 Project
5yr Capital Plan
for Fiscal Years 2008-12

Updated 4/10/07

Activity	FY08	FY09	FY10	FY11	FY12	Totals
Unusual and extraordinary maintenance	\$ 1,020,000	\$ 1,071,000	\$ 1,124,550	\$ 1,180,778	\$ 1,239,816	\$ 5,637,000
Totals	\$ 1,020,000	\$ 1,071,000	\$ 1,124,550	\$ 1,180,778	\$ 1,239,816	\$ 5,637,000



EXHIBIT A

Central Texas Turnpike 2002 Project FY08 Operations, Maintenance and 5 Year Capital Plan Budgets

Assumptions

General:

- SH 45 North / Loop 1, Sections 1-6 were opened to traffic on October 31, 2006 as described below:
 - Section 1 Loop 1- From Parmer Lane to Merriltown Dr. (1.7 miles)
 - Section 2 Loop 1- From Merriltown Dr to SH 45 North / Loop 1 interchange (1.8 miles)
 - Section 3 SH 45 North – SH 45 North / Loop 1 Interchange (1.4 miles)
 - Section 4 SH 45 North - From SH 45 North / Loop 1 interchange to CR 170 (2.1 miles)
 - Section 5 SH 45 North - From CR 170 to High Country Boulevard (1.4 miles)
 - Section 6 SH 45 North - From High Country Boulevard to SH 130 (1.5 miles)

- SH 45 North / Loop 1, Sections 7-8 were opened to traffic in November 2006 and April 2007 as described below:
 - Section 7 SH 45 North – From SH 45 North / Loop 1 interchange to Parmer Lane (2.6 miles)
 - Section 8 SH 45 North - From Parmer Lane to Ridgeline Boulevard (2.8 miles)

- SH 130, Segments 1 and 2 were opened to traffic in December 2006 and October 2006 as described below:
 - Segment 1 SH 130 – From SH 195 to US 79 (13.8 miles)
 - Segment 2 SH 130 – From US 79 to US 290 (15.0 miles)

- SH 130, Segment 3 and 4 will be opened to traffic in September 2007 and December 2007, as described below:
 - Segment 3 SH 130 – From US 290 to SH 171 (11.5 miles)
 - Segment 4 SH 130 – From SH 171 to US 183 (8.7 miles)

- Mainlane toll barrier plaza # 1, 2, 3, 5 and 6 and associated ramps plazas were and will be opened with their associated project.
- Professional Services (GEC Program management, financial advisor, bond counsel, trustee, general counsel, traffic & revenue, and accounting/auditing services) were assumed to still be covered under the 2002 Project construction fund until 2008. Operations & Maintenance Management costs are included.

Toll Operations:

- All toll lanes are opened in SH 45N / Loop 1, Sections 1-8 and SH 130, Segments 1 & 2.
- All toll lanes will be opened in SH 130, Segments 3 & 4.
- Customer Service Center is opened and operating.
- Toll operations costs based on 64% of CSC transactions being allocated to the CTTS.
- Toll tag costs were excluded.
- Costs were based on the Washington Group International (WGI) contract.
- Marketing costs are not included.

Maintenance:

- Contracted labor forces will be used.
- Level of Service of "Desirable" will be maintained.
- Toll Plaza Facilities & CSC building maintenance is included in Operations Budget.
- Quantities were based on the contract plans and factored for annualized frequency.

5 Year Capital Plan:

- A contingency for major unusual or extraordinary maintenance events is included. No improvements or upgrades to the system were included.
- Inflation rate of 4% per year was assumed for the years 2-5.