

THE STATE OF TEXAS §

COUNTY OF CAMERON §

BE IT REMEMBERED on the 7th day of JULY 2009, there was conducted a SPECIAL Meeting of the Cameron County Regional Mobility Authority, at the Levis Building, thereof, in the City of San Benito, Texas, for the purpose of transacting any and all business that may lawfully be brought before the same.

THE BOARD MET AT:

12:00 P.M.

PRESENT:

DAVID E. ALLEX
CHAIRPERSON

FRANK PARKER, JR.
DIRECTOR

DIRECTOR

DIRECTOR

DIRECTOR

DAVID N. GARZA
DIRECTOR

MICHAEL SCAIEF
DIRECTOR

Mary Robles
Secretary

RUBEN GALLEGOS, JR.
VICTOR ALVAREZ
YOLANDA VILLALOBOS
ABSENT

=====
The meeting was called to order by Chairman David E. Allex at 12:06 P.M.

At this time, the Board considered the following matters as posted and filed for Record in the Office of the County Clerk on this July 2, 2009, at 11:19 A.M.:

AGENDA

**Special Meeting of the Board of Directors
of the
Cameron County Regional Mobility Authority**

**Levis Building
1390 West Expressway 77
San Benito, TX 78586**

Tuesday, July 7, 2009

12:00 Noon

- I. Public Comments**
- II. Consideration and Approval of the Minutes for June 11, 2009 Regular Meeting and June 18, 2009 Special Meeting**
- III. Consideration and approval of the GEC Report for June 2009**
- IV. Consideration and approval of Revenue and Expense Report for June 2009**
- V. Consideration and approval of Market Valuation Agreement between the Cameron County Regional Mobility Authority and the Texas Department of Transportation for the SH 550 Toll Project**
- VI. Discussion regarding Legislative Bills introduced during the Special Session**
- VII. Executive Session Items**
 - a. Consultation with, and advice from Legal Counsel concerning negotiations and related contract issues with the Texas Department of Transportation regarding the Cameron County Regional Mobility Authority's projects, specifically SH 550 and West Loop and other legal issues affecting the authority, Pursuant to V.T.C.A. Government Code, Section 551.071 (2)**
- VIII. Action relative to Executive Session**
 - a. Possible Action**
- IX. Adjournment**

Signed this 2nd day of July 2009



David E. Allen
Chairman

2009 JUL -2 A 11:19
ACCEPTED FOR FILING
CAMERON COUNTY

I. PUBLIC COMMENTS

A moment of silence was held for July 4th.

II. CONSIDERATION AND APPROVAL OF THE MINUTES FOR JUNE 11, 2009 REGULAR MEETING AND JUNE 18, 2009 SPECIAL MEETING

Upon motion by Director Scaief, seconded by Director Garza and carried unanimously, the Minutes for the June 11, 2009 Regular Meeting were approved.

Director Garza moved that the Minutes for the June 18, 2009 Special Meeting be approved.

The motion was seconded by Director Parker and carried unanimously.

III. CONSIDERATION AND APPROVAL OF GEC REPORT FOR JUNE 2009

Mr. Richard Ridings, HNTB, presented and highlighted the GEC June 2009 Report.

Director Parker moved that the June 2009 GEC Report be accepted.

The motion was seconded by Director Garza and carried unanimously.

The Report is as follows:

**IV. CONSIDERATION AND APPROVAL OF
REVENUE AND EXPENSE REPORT FOR
JUNE 2009**

Director Scaief moved that the Revenue and Expense Report for June 2009 be approved.

The motion was seconded by Director Garza and carried unanimously.

The Report is as follows:

**V. CONSIDERATION AND APPROVAL OF
MARKET VALUATION AGREEMENT
BETWEEN THE CAMERON COUNTY
REGIONAL MOBILITY AUTHORITY AND
THE TEXAS DEPARTMENT OF
TRANSPORTATION FOR THE SH 550 TOLL
PROJECT**

Upon motion by Director Scaief, seconded by Director Parker and carried unanimously, the Market Valuation Agreement between the Cameron County Regional Mobility Authority and the Texas Department of Transportation for the SH 550 Toll Project was approved at the 15-20 cent range at market value.

The Agreement is as follows:

**VI. IN THE MATTER REGARDING DISCUSSION
REGARDING LEGISLATIVE BILLS
INTRODUCED DURING THE SPECIAL
SESSION (NO ACTION TAKEN)**

Mr. Richard Ridings reported that SB 3 and HB 4 did not pass, yet this would not negatively impact the RMA projects.

Mr. David Garcia, Assistant RMA Coordinator, noted that delegations were open and receptive to RMA requests and needs.

EXECUTIVE SESSION

VII. EXECUTIVE SESSION

Upon motion by Director Scaief, seconded by Director Garza and carried unanimously, the Board met in Executive Session at 12:26 P.M. to discuss the following matters:

A. Consultation with Attorney-Consultation with, and advice from Legal Counsel concerning negotiations and related contract issues with the Texas Department of Transportation regarding the Cameron County Regional Mobility Authority's projects, specifically SH 550 and West Loop and other legal issues affecting the authority; Pursuant to Vernon Texas Code Annotated (V.T.C.A.), Government Code, Section 551.071(2).

Upon motion by Director Parker seconded by Director Scaief and carried unanimously, the Board reconvened into Regular Session at 12:41 P. M.

VIII. ACTION RELATIVE TO EXECUTIVE SESSION:

A. Consultation with Attorney-Consultation with, and advice from Legal Counsel concerning negotiations and related contract issues with the Texas Department of Transportation regarding the Cameron County Regional Mobility Authority's projects, specifically SH 550 and West Loop and other legal issues affecting the authority.

Upon motion by Director Scaief, seconded by Director Garza and carried unanimously, the Report was acknowledged.

IX. There being no further business to come before the Board and upon motion by Director Scaief, seconded by Director Garza the meeting was **ADJOURNED** at 1:02 P.M.

APPROVED this 5th day of August 2009.



CHAIRMAN DAVID E. ALLEX

ATTESTED:



SECRETARY RUBEN GALLEGOS, JR.

**III. CONSIDERATION AND APPROVAL OF THE GEC
REPORT FOR JUNE 2009**

Pete Sepulveda Jr.
CCRMA Coordinator
Cameron County Regional Mobility Authority
1100 East Monroe Street
Brownsville, TX 78520



July 10, 2009

Dear Mr. Sepulveda,

The following is a summary of our progress on the subject projects for the month of June, 2009.

Project Management:

General GEC

- Prepared contract correspondence and monthly GEC progress report.
- Prepared & submitted CCRMA GEC Invoice for work performed on Work Authorization Nos. 7, 13, 14, 16, 17, 18, 19, and 20.
- Updated and submitted May 2009 GEC work authorization status report.
- On June 11 Eddie Garcia attended the Board Meeting where he presented the status of all the CCRMA system projects. Also presented at this meeting was a Supplement for WA 8, a discussion on West Loop, and work authorization 21 for design of tolling gantries on SH 550.
- On June 17, Richard Ridings and Bobby Balli attended a board workshop to discuss tolling on SH 550.
- On June 18, Richard Ridings and Bobby Balli attended a special called board meeting to discuss tolling on SH 550.
- Richard Ridings and Stacey Benningfield develop the agenda and attend weekly conference calls with TxDOT
- HNTB continues to attend numerous meetings and correspond with RMA staff and others to support the RMA's efforts.

North Rail Relocation Project (Work Authorization No. 4)

North Rail Relocation Project relocates the existing and operating freight rail lines away from incorporated and unincorporated areas of Cameron County, Texas, in particular in and around Harlingen, Texas. An effective relocation of the existing freight rail facility will not only improve freight rail operations to and from the US/Mexico border, but may aid in the enhancement of air quality for the area, improve the safety of the traveling public with regard to the freight rail/passenger interface, improve the response time of emergency vehicles, minimize if not eliminate the transport of hazardous material via freight rail through towns, improve traffic congestion, and ultimately enhance the economic development of the region.

- Work Complete. County and UPRR representatives finalizing agreement discussions.

FM 509 Project (Work Authorization No. 5)

The FM 509 project is a relief route around the north and east areas of the City of Harlingen that would construct FM 509, in Cameron County, from US 77 to the Intersection with FM

508. The proposed facility would consist of a four-lane roadway with directions of travel separated by a center median. Dependent upon traffic projections, an interim facility with fewer lanes may initially be constructed. Interchanges or grade separations would be constructed at major thoroughfares. As proposed, the right-of-way would be 300-foot wide (usual) and sufficient to accommodate future transportation needs; however, any future improvements would be subject to environmental review. This could include bicycle and pedestrian facilities, general purpose lanes, truck lanes, or some combination of these modes.

- HNTB received comments on the EA from TxDOT ENV in June
- HNTB prepared responses to the comments and revisions to the document.

West Parkway Project (formerly known as West Loop Project)(Work Authorization No. 7):

The proposed West Parkway is a new location facility and will provide a four-lane controlled access expressway with interchanges and connections at strategic locations and grade separation structures for several crossing streets in Brownsville. The majority of the project alignment falls within or in the vicinity of the existing Union Pacific Railroad right-of-way. Negotiations are underway to relocate the railroad and donate the right-of-way to the county for the project.

- June 11, 2009 action by the Board formally initiated the name change from West Loop to West Parkway
- The Draft EA will be updated as information from the additional public involvement effort (WA 18) produces results.
- Some cleanup efforts on the preliminary drawings and typical sections occurred this month in preparation for the neighborhood meetings.
- Detailed schematic work is on hold (with the exception of preparing exhibits for public meetings) until a preferred alternative is selected.

West Rail Relocation Project (Work Authorization No. 8):

This Work Authorization provides appropriate subconsultant(s) for staff coordination with the Mexican agencies to monitor and determine project schedules, permit requirements, funding technical agreements and design for the West Rail Relocation around Brownsville, Texas. The project plans will require approval by Secretaría de Comunicaciones y Transportes (SCT), Comisión Internacional de Límites Y Aguas (CILA) and Kansas City Southern Mexico (KCSM).

- Dr de las Fuentes continues to facilitate discussions between the CNA (Comision Nacional de Aguas) and CILA as well as the SCT and the project's engineering staff on both sides of the border. All documents, plans and information have been submitted and Dr. de las Fuentes will continue to expedite CILA approval through constant contact.
- Several meetings were attended by Dr. de las Fuentes including:
 - The monthly meeting with SCT concerning the Northeast Concessionary package
 - A meeting on May 29th with Ingr. Guillermo Rico, Economic Development Secretary for the City of Matamoros and Ulysses Flores Rodriguez, Judicial Director for the State of Tamaulipas concerning the Matamoros Right-of-way Acquisition
 - Dr. de las Fuentes facilitated the 26th Meeting of the Technical Group of the International Railway Project Brownsville Matamoros Western Alternative, which took place on May 29th, 2009 in the City of Brownsville Texas.

TxDOT Project Development Agreement for I69 CDA (Work Authorization No. 13):

This Work Authorization provides support to the Authority and its Legal and Financial Advisors in the development of a Project Development Agreement (PDA) between the Authority and TxDOT concerning the development of the Port Spur, West Loop, and US 77 Improvements projects

- Richard Ridings has been following efforts by TxDOT
- HNTB is reviewing the CDA and developing a strategy and schedule of tasks for negotiations with TxDOT, based upon the State requirements for approval of the CDA for I-69/TTC.

SH 550 Re-Evaluation (Work Authorization No. 15):

This Work Authorization provides professional services and deliverables in support of the CCRMA's development of the SH 550 toll project from US 77/83 to State Highway 48 and the proposed entrance to the Port of Brownsville. Work includes the preparation of an Environmental Assessment Re-evaluation focusing on the effects of tolling the project, preparation of a wetlands report, and development of a mitigation plan/Section 404 permit application.

- Comments on the re-evaluation were received from TxDOT ENV on June 25. Response to the Corps' June 1st letter on the permit application was prepared and revised documents submitted on June 29.
- Richard Ridings and Stacey Benningfield attended meetings with the Corps (Headquarters) on June 8th to discuss the status and expediting of the Section 404 Permitting process.
- Stacey Benningfield and Richard Ridings participate in weekly conference calls with TxDOT to discuss the status of obtaining permits.

West Rail (Work Authorization No. 16):

This Work Authorization provides additional professional services and deliverables for the West Rail Relocation project. Work includes utility coordination and evaluation, siphon extension design, DHS building site items, and surveying.

- Comments on 90% plans were received from UPRR in June. Comments are being addressed.
- HNTB has provided phone updates and minutes regarding utility coordination.
- HNTB has coordinated with utility owners in conflict as below:
 - TransMontaigne
 - HNTB discussed the potential design with Harrison Farrar of TransMontaigne. Harrison stated that they would provide an updated design with the pipeline to stay south of the railroad along the World Birding Center within the next couple of weeks.
 - Texas Gas Service
 - Texas Gas Service is providing SUE of its gas line at the railroad for verification of depth and would design and provide an estimate for the concrete slab.
- HNTB has continued siphon extension design at the north wye.

South Padre Island Second Access Phase 3A (Work Authorization No. 17):

This Work Authorization provides engineering and environmental services associated with the development and advancement of the NEPA process for the proposed South Padre Island (SPI) 2nd Access Project in Cameron County, Texas. The proposed Project will provide important congestion

relief for the Queen Isabella Memorial Causeway. The proposed SPI 2nd Access Project will also serve as a critical alternative evacuation route from the island in times of disaster, hurricanes, and other emergencies. The tasks associated with the Project will include the development of the necessary environmental documentation, corridor alternatives assessments, and related public involvement activities.

This Work Authorization continues the environmental and corridor alternatives assessment tasks necessary to advance the project to a selection of a Recommended Preferred Alternative and ultimately to a Record of Decision (ROD). After the selection of a Preferred Alternative a supplement for schematic design will be required.

Accomplished this month:

- Significant work has been done on typical section and alignment development for the reasonable alternatives.
- Engineering and environmental field reviews have been conducted.
- Meeting dates set and invitations sent for Design Concept Conference, Executive Committee, NEPA TWG, Engineering TWG, and PI TWG.
- Modal Alternatives Analysis on Ferry, Rail, and Tunnel options are on going
- Structural Crossing Report development is ongoing.
- Updated constraints map.
- Met with several resource agencies to start specific conversations on alignment issues.
- Mailed Right of Entry letters

West Loop Project (Work Authorization No. 18):

This Work Authorization provides community involvement services through a series of neighborhood meetings, focus group meetings, and one on one meetings to develop a two-way dialogue with the public to inform them of the need and purpose of the project and to gather their ideas on how the West Loop can become a valuable community asset.

- HNTB and Rifeline have continued planning and logistics for the Neighborhood Meetings, including securing meeting locations and development of invitation mailout cards. The Neighborhood meetings are tentatively scheduled for early/mid August
- HNTB and Rifeline have developed a powerpoint presentation for use at the Neighborhood Meetings
- HNTB has completed meeting handouts including a summary of the project purpose and need, a summary of the area socioeconomic conditions, a list of frequently asked questions, and a residents survey to be distributed at the Neighborhood Meetings
- A meeting was held with TxDOT to discuss process and methodology on June 22.
- On June 23 a meeting was held with community business leaders to discuss the project and request their assistance in conveying information and answering questions.

Pass Through Financing (Work Authorization No. 19):

It is the desire of the AUTHORITY to develop and construct roadway improvements utilizing the Pass Through Financing provisions of the State of Texas House Bill 3588 and the new guidelines indicated in the March 13, 2009 Program Call. This Work Authorization provides the review of new requirements and revision of the previous East Loop application to be submitted to TxDOT no later than the May 12, 2009.

- All work complete
- Awaiting TxDOT review and selection.

North Rail Letter of Continuance (Work Authorization No. 20):

This Work Authorization provides for development of a Statement of Continuous Activity for the Olmito Switchyard which has received ARRA funds.

- GEC continues to gather information relating to continued design and construction under the current environmental document
- Eddie Garcia met with Arnold Cortez (TxDOT) to discuss history of highway/chronology of highway improvement element of North Rail Relocation Project.
- Final submittal of letter is anticipated in July.

Consultant Management:

- Continued ongoing coordination with all subconsultants.
- Updated Progress Report Sheet that is utilized to provide project status to the CCRMA Board of Directors.

Agency Coordination:

- Conducted ongoing discussions with CCRMA staff, TxDOT staff, TTA staff and subconsultants for preparation of SPI 2nd Access Project, West Parkway Project and West Rail Project

Best regards,

Lamberto "Bobby" Balli, P.E.
Associate Vice President

cc: David Garcia
Robert Slimp, P.E.
Richard Ridings, P.E.

June Status Report



Project	North Rail Relocation		WA Cost: \$	522,045.00
Work Authorization	<input type="checkbox"/> 4	Route Studies and Environmental	SA Cost: \$	23,883.00
Supplemental	<input type="checkbox"/> 1	UPRR MOU Support	SA Cost:	
Supplemental	<input type="checkbox"/>		Total Cost: \$	545,928.00

Description: The North Rail Relocation project relocates the existing and operating freight rail lines away from incorporated and unincorporated areas of Cameron County, Texas, in particular in and around Harlingen, Texas. An effective relocation of the existing freight rail facility will not only improve freight rail operations to and from the US/Mexico border, but may aid in the enhancement of air quality for the area, improve the safety of the traveling public with regard to the freight rail/passenger interface, improve the response time of emergency vehicles, minimize in not eliminate the transport of hazardous material via freight rail through towns, improve traffic congestion and ultimately enhance the economic development of the region.

Scope: Develop Route and Environmental Studies for the Cameron County Regional Mobility Authority

Deliverables: A report that summarizes the assumptions, evaluation criteria and methodology, alternative analysis, and order of magnitude capital and construction costs. Conceptual Layout alternatives

Project Activity

Environmental Status: Complete

Design Status: Complete

Other: MOU Support

Status:	Complete
Recent Activity:	assistance as requested
Upcoming Activity:	-
Outstanding Issues:	-

Task	Status	Date of Antipated Completion	% Complete
North Rail Data Assembly and Review	Complete	Complete	100%
Switch Relocation Analysis	Complete	Complete	100%
Conceptual Route Geometrics	Complete	Complete	100%
Funding Analysis	Complete	Complete	100%
Notice to Proceed	Complete	Complete	100%
Data Collection	Complete	Complete	100%
Alternative Analysis	Complete	Complete	100%
Field Investigations	Complete	Complete	100%
Constraints Map	Complete	Complete	100%
Social/Economic Investigations	Complete	Complete	100%
Natural Environment Investigation	Complete	Complete	100%
Cultural Resources	Complete	Complete	100%
Public Involvement	Complete	Complete	100%
Supp: Relocation of Rail Switching Operations	Complete	Complete	100%

WA Amount:	\$	545,928.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	545,928.00	22-40619-PL-004	448	\$ 12,964.44
Paid To Date:	\$	522,045.00	23-40619-PL-004	420	\$ 6,448.47
Unpaid Balance:	\$	23,883.00	28-40619-PL-004	301	\$ 4,470.09
Funding Source:	City of Harlingen				
Total: \$					23,883.00

June Status Report



Project		FM 509
Work Authorization	5	Route Studies and Environmental
Supplemental	1	ICI Analysis
Supplemental	2	Development of Reasonable Alternatives

WA Cost:	\$	656,210.00
SA Cost:	\$	40,358.00
SA Cost:	\$	10,826.00
Total Cost:	\$	707,394.00

Description: The FM 509 project is a relief route around the north and east areas of the City of Harlingen that would construct FM 509, in Cameron County, from US 77 to the intersection with FM 508. The proposed facility would consist of a four-lane roadway with directions of travel separated by a center median. Dependent upon traffic projections, an interim facility with fewer lanes may initially be constructed. Interchanges or grade separations would be constructed at major thoroughfares. As proposed, the right-of-way would be 300-feet wide (usual) and sufficient to accommodate future transportation needs; however, any future improvements would be subject to environmental review. This could include bicycle and pedestrian facilities, general purpose lanes, truck lanes or some combination of these modes.

Scope: Develop Route and Environmental Studies for the Cameron County Regional Mobility Authority.

Deliverables: Drawing of the Conceptual Corridor Alternatives. Line Diagrammatic Schematic Drawings. Environmental Assessment Document required for obtaining a Finding of No Significant Impact (FONSI)

Project Activity

Environmental	
Status:	Environmental Assessment –TxDOT ENV comments received
Recent Activity:	responding to TxDOT ENV comments
Upcoming Activity:	Schedule Public Hearing
Outstanding Issues:	Will need scope and fee for Schematic development

Design Status: Complete

Task	Status	Date of Antipated Completion	% Complete
FM 509 Data Assembly and Review	Complete	Complete	100%
FM 509 Route Alternative Studies	Complete	Complete	100%
FM 509 Development of Reasonable Alter.	Complete	Complete	100%
FM 509 Evaluation and Viable Alter.	Complete	Complete	100%
Notice to Proceed	Complete	Complete	100%
Data Collection	Complete	Complete	100%
Need and Purpose	Complete	Complete	100%
Alternatives Analysis	Complete	Complete	100%
Field Investigations	Complete	Complete	100%
Resource Agency Mtgs.	Ongoing	Complete	50%
Constraints map	Complete	Complete	100%
Social/Economic Investigations	Complete	Complete	100%
Natural Environment Investigations	Complete	Complete	100%
Cultural Resources	Addressing Agency comments	TBD	80%
Report Preparation	Addressed ENV comments	TBD	90%
Public Involvement	Public hearing forthcoming	TBD	60%
Supp 1: Envir. Assessment Doc. Prepar.	Complete	Complete	100%
Supp 1: Indirect Impacts	Complete	Complete	100%
Supp 1: Cumulative Impacts	Complete	Complete	100%
Supp 1: Surveying/Mapping	Complete	Complete	100%
Supp 1: Light Detection and Ranging	Complete	Complete	100%
Supp 2: Deve. Reasonable Alternatives	Complete	Complete	100%

WA Amount:	\$	707,394.00	Outstanding Invoice Number		Days Old		Invoice Amount
Billed To Date:	\$	664,424.59					
Paid To Date:	\$	664,424.59					
Unpaid Balance:	\$	-					
Funding Source:		Cameron County					

Total: \$ -

June Status Report



Project West Parkway
 Work Authorization 7 Route Studies and Environmental
 Supplemental 1 Public Involvement and ENV
 Supplemental _____

WA Cost: \$ 1,471,763.00
 SA Cost: \$ 98,862.00
 SA Cost: _____
 Total Cost: \$ 1,570,625.00

Description: The West Parkway project is a proposed new location, four-lane controlled access expressway with interchanges and connections at strategic locations and grade separation structures for several crossing streets in Brownsville. The majority of the project alignment falls within or in the vicinity of the existing Union Pacific Railroad right-of-way. Negotiations are underway to relocate the railroad and donate the right-of-way to the county for the project.

Scope: Develop Route and Environmental Studies for the Cameron County Regional Mobility Authority

Deliverable: Develop Route and Environmental Studies for the Cameron County Regional Mobility Authority. Conceptual typical sections Summary of preliminary conceptual design criteria. Overlay of identified major utilities onto conceptual layouts. Overlay of conceptual ROW requirements onto conceptual layouts. Final Traffic Technical Memorandum. Draft and Final Intermediate Level (Level 2) Toll Feasibility Report (Level 2 funding matrix . Environmental Assessment Document required for obtaining a Finding of No Significant Impact (FONSI)

Project Activity

Environmental	
Status:	EA on hold - pending results of additional public outreach/informed consent process
Recent Activity:	EA – draft prepared. On hold pending additional public involvement. Public Meeting Report – prepared/in QC process
Upcoming Activity:	EA submission – TBD, contingent upon possible additional public involvement Public Meeting Report submission
Outstanding Issues:	

Design	
Status:	Continued refinement efforts on the preliminary alternatives to support Public meeting process
Recent Activity:	Development of exhibits for presentation at public meetings
Upcoming Activity:	Refine the Preferred alternative to schematic level
Outstanding Issues:	-

Other: Traffic	
Status:	On Hold
Recent Activity:	Development of the travel demand model and toll diversion traffic numbers are complete
Upcoming Activity:	Complete Microsimulation on preferred alternative
Outstanding Issues:	-

Task	Status	Date of Anticipated Completion	% Complete
Conceptual Design	Complete	Complete	100%
Intermediate-level (level 2) Toll Feasibility	Draft Level 2 TFS complete		80%
Innovative Financing Support	Ongoing	TBD	20%
Traffic Analysis and Microsimulation	On hold	TBD	80%
Geometric Schematic	On hold	TBD	60%
Environmental Assessment Report	On hold	TBD	80%
West Loop Public Involvement Activities	On hold	TBD	70%
Surveying and Aerial Mapping	Complete	Complete	100%
Surveying	Complete	Complete	100%
Aerial Mapping	Complete	Complete	100%
Right of Entry	Complete	Complete	100%
Supp 1: Inter.Level Toll Feasibility Study	Complete	Complete	100%
Supp 1: Environmental Assessment	On hold	TBD	80%
Supp 1: Public Involvement	Pending additional meetings	TBD	80%

WA Amount:	\$	1,570,625.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	1,413,662.03	29-40619-PL-007	266	\$ 45,158.80
Paid To Date:	\$	1,295,229.49	31-40619-PL-007	210	\$ 4,068.52
Unpaid Balance:	\$	118,432.54	32-40619-PL-007	175	\$ 40,795.68
			33-40619-PL-007	147	\$ 9,991.91
			36-40619-PL-007	84	\$ 9,212.11
Funding Source:	TxDOT Toll Equity Funding		38-40619-PI-007	45	\$ 9,205.52
Total:					\$ 118,432.54

June Status Report



Project	West Rail Relocation	
Work Authorization	8	International Advisor Services
Supplemental	1	International Advisor Services
Supplemental	2	International Advisor Services

WA Cost:	\$	186,579.00
SA Cost:	\$	67,264.00
SA Cost:	\$	67,163.00
SA Cost:	\$	67,163.00
SA Cost:	\$	67,939.00
Total Cost:	\$	456,108.00

Description: The West Rail Relocation project provides appropriate subconsultant (s) for staff coordination with the Mexican agencies to monitor and determine project schedules, permit requirements, funding technical agreements and design for the West Rail Relocation around Brownsville, Texas. This subconsultant is Arturo de las Fuentes of Caminos Y Puentes Internacionales. The project plans will require approval by Secretaria de Comunicaciones y Transportes (SCT), Comision Internacional de Limits Y Aguas (CILA) and Kansas City Southern Mexico (KCSM).

Scope: Provide professional services and deliverables required for project administration and coordination for the Cameron County Regional Mobility Authority

Deliverable: Monthly Project Progress Reports and meeting minutes that details activities performed by task (Spanish and English versions will be provided). Monthly invoice/billings with list of tasks performed and products delivered per invoice billing cycle (English version will be provided). Project schedule and timeline for agency approval (Spanish and English version will be provided).

Project Activity

International Advisory Services	
Status:	Ongoing
Recent Activity:	detailed report available
Upcoming Activity:	-
Outstanding Issues:	
Design	
Status:	-
Recent Activity:	-
Upcoming Activity:	-
Outstanding Issues:	-
Other: Project Administration	
Status:	Continued efforts on project administration and coordination
Recent Activity:	Coordination of Mexican Agencies and presentation of Project Report to the Binational Committee -
Upcoming Activity:	Continued efforts on project administration and coordination
Outstanding Issues:	-

Task	Status	Date Anticipated Completion	% Complete
International Services	Continuing	Continuing	90%
WA Amount:	\$ 456,108.00	Outstanding Invoice Number	
Billed To Date:	\$ 388,169.00	39-40619-PL-008	Days Old 28
Paid To Date:	\$ 364,878.86		Invoice Amount \$ 23,290.14
Unpaid Balance:	\$ 23,290.14		
Funding Source:	Cameron County		
Total:			\$ 23,290.14

June Status Report



Project South Padre Island Second Access
 Work Authorization 12 Route Studies and Environmental
 Supplemental 1 Economic Study
 Supplemental _____

WA Cost: \$ 1,211,320.00
 SA Cost: \$ 339,518.00
 SA Cost: _____
 Total Cost: \$ 1,550,838.00

Description: The South Padre Island Second Access project provides engineering and environmental services associated with the development and advancement of the National Environmental Policy Act (NEPA) process. The tasks associated with the project will include the development of an environmental impact statement, alternatives development and evaluation, and related public involvement activities.

Scope: Develop Route and Design, Environmental, Public Involvement, Field Surveying and Photogrammetry studies.

Deliverable: Effort involved in conducting three Public Meetings and associated TWG meetings listed in Project Development Plan and as approved in Phase 2. Preliminary Study Methodology Memorandum. Draft and final preliminary alternative layouts. Draft and final conceptual typical sections and layouts of the reasonable corridor alternatives. Draft technical memorandum. Existing Conditions Assessment summary document. Data Collection Summary Document. Writing of initial Chapters of the NEPA Document.

Project Activity

Environmental

Status:	This phase complete
Recent Activity:	This phase complete
Upcoming Activity:	Work Authorization is complete
Outstanding Issues:	Outstanding invoices

Design

Status:	This phase complete
Recent Activity:	This phase complete
Upcoming Activity:	Work Authorization is Complete
Outstanding Issues:	Outstanding invoices

Economic Study

Status:	This phase complete
Recent Activity:	This phase complete
Upcoming Activity:	Work Authorization is complete
Outstanding Issues:	Outstanding invoices

Task	Status	Date of Anticipated Completion	% Complete
Data Collection/Existing Condition Assessment	Complete	complete	100%
Corridor Alter. Assessment & Documentation	Complete	complete	100%
Intermediate-Level Toll Feasibility Study	Methodology complete	complete	100%
Economic Study Phase 2	Complete	complete	100%
Environmental Impact Statement (EIS) Phase 2	Chapters 1,2,3 complete	complete	100%
Affected Environmental	Draft complete	complete	100%
Environmental Consequences	Not in Phase 2	complete	100%
Public Involvement and CSS	Complete	complete	100%
Field Surveying and Photogrammetry	Complete	Complete	100%

WA Amount:	\$	1,550,838.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	1,550,838.00	29-40619-PL-012	266	\$ 49,164.63
Paid To Date:	\$	921,334.44	30-40619-PL-012	238	\$ 59,582.99
Unpaid Balance:	\$	629,503.56	31-40619-PL-012	210	\$ 94,690.42
			32-40619-PL-012	175	\$ 63,387.14
			33-40619-PL-012	147	\$ 15,053.31
Funding Source:	TxDOT Toll Equity Funding		35-40619-PL-012	119	\$ 220,388.19
			36-40619-PL-012	84	\$ 127,236.88
Total:					\$ 629,503.56

June Status Report



Project PDA Coordination and Negotiation Support
 Work Authorization 13 _____
 Supplemental _____
 Supplemental _____

WA Cost: \$ 790,903.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ 790,903.00

Description: This Work Authorization provides support to the Authority and its Legal and Financial Advisors in the development of a Project Development Agreement (PDA) between the Authority and TxDOT concerning the development of the Port Spur, West Loop, and US 77 Improvements projects

Scope: Support the CCRMA in negotiations with TxDOT and ZAI/ACS, and assist in the development of a Project Development Agreement (PDA) for SH 550, West Parkway, and US 77 Improvements

Deliverable: Executed PDA

Project Activity

CDA and Proposal Review

Status: CDA Review underway

Recent Activity: Review legal requirements for approval of I-69 CDA and develop strategy and timeline for negotiation based upon those requirements.

Upcoming Activity: ZAI-ACS Proposal and CDA Review, PDA Development

Outstanding Issues:

Project Development Agreement

Status:

Recent Activity:

Upcoming Activity:

Outstanding Issues:

Task	Status	Date of Anticipated Completion	% Complete
Design Review	Not Started	6/10/2009	0%
Specification Review	Not Started	6/11/2009	0%
CDA Requirements/Terms/Risk Assessment	Started	6/12/2009	15%
			%
Draft Technical Requirements/Obligations	Not Started	6/26/2009	0%
Draft Operations/Tolling Obligations	Not Started	6/27/2009	0%
Draft Reporting/Maintenance Obligations	Not Started	6/28/2009	0%
Final Reviews, Recommendations, and Presentations	Not Started	8/21/2009	0%
			%

WA Amount:	\$	790,903.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	8,827.58	38-40619-PL-013	45	\$ 2,436.20
Paid To Date:	\$	-	39-40619-PL-013	28	\$ 6,391.38
Unpaid Balance:	\$	8,827.58			
Funding Source:					
Total: \$					8,827.58

June Status Report



Project SH 550 Re-Evaluation
 Work Authorization 15 Environmental Studies
 Supplemental _____
 Supplemental _____

WA Cost: \$ 402,102.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ 402,102.00

Description: The SH 550 Re-Evaluation project provides professional services and deliverables in support of the CCRMA's development of the SH 550 toll project from US 77/83 to SH 48 and the proposed entrance to the Port of Brownsville. The focus of the re-evaluation will be on the effects of tolling the project.

Scope: Project Management and Social, Economic and Environmental studies for the AUTHORITY. Environmental Activity necessary for obtaining Re-evaluation clearance for a tolled roadway

Deliverable: Environmental Activity necessary for obtaining Re-evaluation clearance for a tolled roadway

Project Activity

Environmental

Status:	EA Re-evaluation – under review by TxDOT (ENV) ; Wetlands Report/Section 404 Permit – under review by US Army Corps of Engineers
Recent Activity:	The re-evaluation has been reviewed by TxDOT ENV. Comments were received on June 25 and are now being addressed. A wetlands report was submitted to the U.S. Army Corps of Engineers in March 2009 and a Section 404 Permit Application was submitted on May 20. By letters dated May 28th and June 1st, respectively, the Corps responded to those submittals. HNTB has prepared the necessary responses.
Upcoming Activity:	A site visit by the Corps is anticipated in July. Publication of Public Notice for Section 404 permit is also anticipated in July.
Outstanding Issues:	Tolling design and implementation must begin ASAP to address overpass at FM 1847.

Design

Status:	TxDOT is 50% complete with design plans
Recent Activity:	GEC submitted WA for Toll gantry design and system implementation
Upcoming Activity:	-
Outstanding Issues:	-

Other

Status:	-
Recent Activity:	-
Upcoming Activity:	-
Outstanding Issues:	-

Task	Status	Date of Anticipated Completion	% Complete
Environmental Assessment Doc. Preparation	under ENV review	TBD	90%
Wetland Delineation, Permitting and Mitigation	ongoing coordination with Corps	TBD	70%
Public Involvement	Open house report under review	4/1/2009	95%

WA Amount:	\$	402,102.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	355,036.80	39-40619-PL-015	28	\$ 13,250.10
Paid To Date:	\$	341,786.70			
Unpaid Balance:	\$	13,250.10			
Funding Source:	County License Plate Fees				
Total:					\$ 13,250.10

June Status Report



Project West Rail Design
 Work Authorization 16 _____
 Supplemental _____
 Supplemental _____

WA Cost: \$ 179,683.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ 179,683.00

Description: This work authorization includes additional items to the scope of the West Rail Relocation project. The West Rail Relocation is a six-mile new rail section that moves the existing rail through Brownsville and Matamoros west of the cities. As part of this project, a new bridge across the border crosses the Rio Grande River. Coordination involves the County, TxDOT, UPRR, DHS, and utility owners.

Scope: Utility coordination and evaluation, siphon extension design and PS&E, DHS building site items, survey.

Deliverable: Utility estimates, design, and resolution; siphon extension plans, specifications, and estimates; utility hookups for DHS building; and stakes and survey data items.

Project Activity

Utility Coordination and Evaluation

Status: Ongoing
Recent Activity: Coordination with TransMontaigne on location and completion of pipeline design; coordination with Texas Gas Service on verification of pipeline depths.
Upcoming Activity: Review of TransMontaigne pipeline adjustment design; review of Texas Gas Service concrete slab design.
Outstanding Issues: Clay pipe adjustment to be coordinated by County.

Siphon Extension Design

Status: Ongoing
Recent Activity: Continuation and review of preliminary design and PS&E.
Upcoming Activity: QA/QC for design of siphon extension; preliminary review by Irrigation District; include in TxDOT plan submission.
Outstanding Issues: None.

DHS Building Items

Status: Ongoing
Recent Activity: Resolution and approval of conceptual plan by UPRR/DHS/Border Patrol/County.
Upcoming Activity: Preliminary site utility design.
Outstanding Issues: None.

Survey

Status: Complete pending coordination with Mexican engineers.
Recent Activity: None.
Upcoming Activity: Coordination with Mexican engineers for survey control (on-call activity).
Outstanding Issues: None.

Task	Status	Date of Anticipated Completion	% Complete
Project Management	Ongoing	TBD	80%
Utility Coordination and Evaluation	Ongoing	7/16/2009	85%
Siphon Extension Design	Ongoing	7/16/2009	60%
DHS Building Items	Ongoing	7/30/2009	15%
Survey	Complete pending coordination	TBD	80%

WA Amount:	\$	179,683.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	107,809.80	38-40619-PL-016	45	\$ 62,889.05
Paid To Date:	\$	-	39-40619-PL-016	28	\$ 44,920.75
Unpaid Balance:	\$	107,809.80			
Funding Source:					
Total: \$					107,809.80

June Status Report



Project South Padre Island Phase 3A
 Work Authorization 17 _____
 Supplemental _____
 Supplemental _____

WA Cost: \$ 3,294,242.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ 3,294,242.00

Description: This Work Authorization provides engineering and environmental services associated with the development and advancement of the NEPA process for the proposed South Padre Island (SPI) 2nd Access Project in Cameron County, Texas. The proposed Project will provide important congestion relief for the Queen Isabella Memorial Causeway. The proposed SPI 2nd Access Project will also serve as a critical alternative evacuation route from the island in times of disaster, hurricanes, and other emergencies. The tasks associated with the Project will include the development of the necessary environmental documentation, corridor alternatives assessments, and related public involvement activities.

Scope: Prepare preliminary engineering, DEIS, Public Hearing, and FEIS

Deliverable: This Work Authorization continues remaining environmental and corridor alternatives assessment tasks necessary to advance the project to a selection of a Recommended Preferred Alternative and ultimately to a Record of Decision (ROD). After the selection of a Preferred Alternative a supplement for schematic design will be required.

Project Activity

Environmental

Status: ongoing development of DEIS

Recent Activity: Accomplished this month:
 Requested Right of Entry, initiated field reviews, updated constraints map, met with agencies, initiate historic survey permit,

Upcoming Activity: NEPA TWG, Field Reviews with GPS, Continued EIS development efforts

Outstanding Issues:

Design

Status: Ongoing development of reasonable alternative horizontal and vertical alignments and modal analysis

Recent Activity: prepared base maps, developed preliminary alignments based on current constraints map, initiated modal analysis, initiated crossing type study, prepared DSR,

Upcoming Activity: Conduct Design Concept Conference July 2, hold a Engineering TWG July 16, complete draft crossing type study, complete modal analysis, refine horizontal and vertical alignments

Outstanding Issues:

Economic Study

Status: Preliminary study initiated, coordination with traffic modelers

Recent Activity: Research of growth patterns, meeting with C&M to provide growth information,

Upcoming Activity: Complete draft study by end of August

Outstanding Issues:

Task	Status	Date of Anticipated Completion	% Complete
Data Collection/Existing Conditional Analysis	on-going		10%
Preliminary Engineering Services	on-going		10%
GeoMetric Layout (Schematic Plan) Development (SWA)	NA	NA	NA
Value Engineering Participation	NA	NA	NA
Traffic Volumn Development	NA	NA	NA
Innovative Financing Support	NA	NA	NA
Traffic Operational Analysis	NA	NA	NA
Economic Study	on-going		10%
Environmental Impact Statement	on-going		5%
Affected Environment and Environmental Consequences	on-going		5%
Public Involvement	Public hearing in 2010		0%
Field Surveying	NA	NA	NA

WA Amount:	\$	3,294,242.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	97,827.26	38-40619-PL-017	45	\$ 32,942.42
Paid To Date:	\$	-	39-40619-PL-017	28	\$ 64,884.84
Unpaid Balance:	\$	97,827.26			
Funding Source:					
Total:					\$ 97,827.26

June Status Report



Project West Parkway Study - Public Involvement
 Work Authorization 18 _____
 Supplemental _____
 Supplemental _____

WA Cost: \$ 309,103.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ 309,103.00

Description: The West Parkway project is a proposed new location, four-lane controlled access expressway with interchanges and connections at strategic locations and grade separation structures for several crossing streets in Brownsville. The majority of the project alignment falls within or in the vicinity of the existing Union Pacific Railroad right-of-way. Negotiations are underway to relocate the railroad and donate the right-of-way to the county for the project.

Scope: The purpose of this task is to determine corridor issues and implement an informed consent process with community residents and business leaders impacted by the West Parkway project. This will be accomplished through the development of informational materials to be presented in newsletters and through the media as well as conducting neighborhood meetings, small focus group meetings, and most importantly, individual stakeholder meetings. Efforts will culminate in a second public meeting and a corridor outreach report to accompany and support the West Parkway EA findings and recommendation

Deliverable: Updated project database; display ads; opinion editorial pieces; editorial board meeting; project newsletters; neighborhood meeting materials; neighborhood meetings summary memo; small group focus meeting materials; small group focus meetings memo; individual stakeholder meeting notes; public meeting materials; corridor issues outreach report

Project Activity

Public and Media Relations

Status:	Will initiate in July
Recent Activity:	None to date
Upcoming Activity:	Develop newsletter for the project; set-up and hold editorial board meeting
Outstanding Issues:	None to date

Corridor Issues Determination

Status:	Planning neighborhood meetings for early/mid August.
Recent Activity:	<ul style="list-style-type: none"> • HNTB and Rifeline have continued planning and logistics for the Neighborhood Meetings, including securing meeting locations and development of invitation mailout cards. • HNTB and Rifeline have revised a powerpoint presentation, incorporating CCRMA comments, for use at the Neighborhood Meetings and Stakeholder Meetings. • HNTB has developed a meeting handouts including a summary of the project purpose and need, a summary of the area socioeconomic conditions, a list of frequently asked questions, and a residents survey to be distributed at the Neighborhood Meetings
Upcoming Activity:	Continue meeting preparation and hold four Neighborhood Meetings. From those meetings, information will be gathered to lead into the small focus group and one on one meetings
Outstanding Issues:	None to date

Public Meeting

Status:	Tentatively scheduled for Fall 2009
Recent Activity:	None to date
Upcoming Activity:	Activity will commence mid-Summer 2009
Outstanding Issues:	None to date

Task	Status	Date of Anticipated Completion	% Complete
Public and Media Relations	Not initiated	10/15/2009	0%
Corridor Issues Determination	Ongoing	9/30/2009	30%
Public Meeting	Not initiated	10/1/2009	0%
			%

WA Amount:	\$	309,103.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	15,455.15	38-40619-PL-018	45	\$ 6,182.06
Paid To Date:	\$	-	39-40619-PL-018	28	\$ 9,273.09
Unpaid Balance:	\$	15,455.15			
Funding Source:					
Total:					\$ 15,455.15

June Status Report



Project Pass Through Financing
 Work Authorization 19 _____
 Supplemental _____
 Supplemental _____

WA Cost: \$ _____ 34,460.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ _____ 34,460.00

Description: It is the desire of the AUTHORITY to develop and construct roadway improvements utilizing the Pass Through Financing provisions of the State of Texas House Bill 3588 and the new guidelines indicated in the March 13, 2009 Program Call.

Scope: This Work Authorization provides for the review of new requirements and revision of the previous East Loop application to be submitted to TxDOT no later than the May 12, 2009.

Deliverable: Submittal of a Pass Through Financing Application for the East Loop Project

Project Activity

GEC Program Management

Status: Complete

Recent Activity: All Work Complete

Upcoming Activity: All Work Complete

Outstanding Issues:

Design

Status:

Recent Activity:

Upcoming Activity:

Outstanding Issues:

Status:

Recent Activity:

Upcoming Activity:

Outstanding Issues:

Task	Status	Date of Anticipated Completion	% Complete
Coordination Meetings			100%
Meetings with TxDOT			100%
Revision of current East Loop application			100%
Review of possible funding for other projects			100%

WA Amount:	Outstanding Invoice Number	Days Old	Invoice Amount
\$ 34,460.00	39-40619-PL-019	28	\$ 25,845.00
Billed To Date: \$ 34,460.00			
Paid To Date: \$ 8,615.00			
Unpaid Balance: \$ 25,845.00			
Funding Source:			
Total:			\$ 25,845.00

June Status Report



Project North Rail Letter of Continuance
 Work Authorization 20 _____
 Supplemental _____
 Supplemental _____

WA Cost: \$ _____ 25,115.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ _____ 25,115.00

Description: This Work Authorization provides for development of a Statement of Continuous Activity for the Olmito Switchyard which has received ARRA funds.

Scope: Research and document ongoing activities under the current environmental document. Develop a statement of continuous activity and coordinate with TxDOT and FHWA accordingly.

Deliverable: Statement of Continuous Activity for FHWA review and approval

Project Activity

GEC Program Management

Status: On going

Recent Activity: GEC obtained copies of the original EIS
 GEC obtained copies of subsequent re-evaluations
 GEC has been gathering information relating to continued design and construction under the current environmental document
 Draft and submittal of letter is anticipated in July.

Upcoming Activity: Discussion with FHWA and TxDOT representatives (to be scheduled by TxDOT)

Outstanding Issues:

Design

Status: NA

Recent Activity:

Upcoming Activity:

Outstanding Issues:

Other

Status: NA

Recent Activity:

Upcoming Activity:

Outstanding Issues:

Task	Status	Date of Anticipated Completion	% Complete
Olmito Switchyard Statement of Continuous Activity			50%

WA Amount:	\$	25,115.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	3,027.73	39-40619-PL-020	28	\$ 1,782.82
Paid To Date:	\$	1,244.91			
Unpaid Balance:	\$	1,782.82			
Funding Source:					
Total:					\$ 1,782.82

June Status Report



Project SH 550 Toll Implementation
 Work Authorization 21 _____
 Supplemental _____
 Supplemental _____

WA Cost: \$ _____ 63,369.00
 SA Cost: _____
 SA Cost: _____
 Total Cost: \$ _____ 63,369.00

Description: SH 550 is being design and constructed by TxDOT. Currently the plans do not have Toll facilities included.

Scope: Develop gantry, signage, and conduit plans, specs, and estimates to insert into TxDOT PS&E set in time for letting

Deliverable: PS&E for gantry, signage and conduits

Project Activity

GEC Program Management

Status: Initiated coordinaton with TxDOT

Recent Activity: Develeoped work plan

Upcoming Activity: Meetings and reporting

Outstanding Issues:

Design

Status: On-going

Recent Activity: set up sheets and researched design requirements.

Upcoming Activity: Meet with TxDOT and complete 60% plans for review.

Outstanding Issues:

Other

Status:

Recent Activity:

Upcoming Activity:

Outstanding Issues:

Task	Status	Date of Anticipated Completion	% Complete
Gantry and Conduit design			5%
Signing Design			5%
Estimates			%

WA Amount:	\$	63,369.00	Outstanding Invoice Number	Days Old	Invoice Amount
Billed To Date:	\$	-			
Paid To Date:	\$	-			
Unpaid Balance:	\$	-			
Funding Source:					
Total:					\$ -

**IV. CONSIDERATION AND APPROVAL OF REVENUE
AND EXPENSE REPORT FOR JUNE 2009**

CAMERON COUNTY REGIONAL MOBILITY AUTHORITY

Statement of Net Assets

June 30, 2009

Assets:	<u>2009</u>
Current assets:	
Cash and cash equivalents	\$ 976,070
Accounts Receivable	-
Due from other agencies	<u>19,976</u>
Total current assets	996,046
 Capital Assets: CWIP	
Prep Public Inv. Plan	-
SPI 2nd. Causeway	1,107,802
West Loop	1,295,229
West Rail Relocation	-
East Loop	8,615
Port Spur	342,591
Construction work in progress	<u>2,754,238</u>
 Total assets	 \$ 3,750,284
 Liabilities:	
Current liabilities:	
Accounts payable	\$ 2,069
Due to other Entities	314,360
Due to TxDot	<u>2,403,032</u>
Total current liabilities	2,719,461
 Total liabilities	 2,719,461
 Net assets:	
Contributed Capital	-
Aid from Other Govt./TxDot	-
Net Assets	<u>1,030,823</u>
Total net assets	1,030,823
 Total liabilities and net assets	 \$ 3,750,284

CAMERON COUNTY REGIONAL MOBILE AUTHORITY
AS OF 06/30/2009
Statements of Revenues & Expenditures

	2009	
<u>OPERATING REVENUES</u>		
RMA Fees	\$ 1,163,870	
Interlocal Revenue	25,000	
Interest Income	2,192	
TOTAL OPERATING REVENUES		\$ 1,191,062
<u>OPERATING EXPENSES</u>		
Small Tools and Equipment	10,126	
Audit and Accounting	7,000	
Professional Services	202,004	
Travel	29,565	
Bonds	162	
Education & Training	-	
Aid to other Governments	-	
Contractual	23,550	
TOTAL OPERATING EXPENSES		272,408
DEVELOPMENT PROGRAMS		
Strategic Plan Development	-	
Public Involvement & Outreach	-	
West Rail Relocation	111,960	
East Loop Project	-	
RFI-Comp Dev Agree	72,283	
TOTAL NON CWIP EXPENDITURES		184,243
CHANGE IN NET ASSETS		734,412
TOTAL NET ASSETS - Beginning of Year		296,412
TOTAL NET ASSETS - End of Year		\$ 1,030,823

**V. CONSIDERATION AND APPROVAL OF MARKET
VALUATION AGREEMENT BETWEEN THE
CAMERON COUNTY REGIONAL MOBILITY
AUTHORITY AND THE TEXAS DEPARTMENT OF
TRANSPORTATION FOR THE SH 550 TOLL PROJECT**

MARKET VALUATION AGREEMENT FOR THE SH 550 TOLL PROJECT

This Market Valuation Agreement (this "Agreement") is made by and between the Texas Department of Transportation, an agency of the State of Texas ("TxDOT"), and the Cameron County Regional Mobility Authority, a political subdivision of the State ("CCRMA"), for the purpose of setting forth their mutual agreement concerning the development of a market valuation for the SH 550 toll project (the "SH 550 Project").

RECITALS

The parties acknowledge the following:

- A. The CCRMA was created pursuant to the request of Cameron County 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.*
- B. The CCRMA is charged with funding and developing transportation projects throughout the region to provide innovative transportation solutions, promote economic development, and improve the quality of life for residents of the region.
- C. The CCRMA is governed by Chapter 370 of the Texas Transportation Code, which authorizes regional mobility authorities to study, evaluate, design, finance, acquire, construct, maintain, repair, and operate transportation projects, individually or as one or more systems, provided that the projects are included in a plan approved by the applicable metropolitan planning organization and that the projects are consistent with the statewide transportation plan and the statewide transportation improvement program.
- D. Senate Bill 792 ("SB 792") enacted by the 80th Texas Legislature requires that a market valuation be determined for proposed toll projects, and that the valuation be determined based on terms and conditions agreed to by TxDOT and the "local toll project entity" within whose jurisdiction the project is located—in this case the CCRMA. The market valuation provisions of SB 792 were codified as Transportation Code, §228.0111.
- E. On June 14, 2007, the Texas Transportation Commission (the "Commission") approved Minute Order Number 110964 (as amended by Minute Order Number 110974, dated June 28, 2007) in which it (i) approved a list of candidate projects for development, construction, and operation as toll projects; and (ii) authorized the initiation of the process for establishing terms and conditions for the development of market valuations for those projects.
- F. TxDOT's Pharr District (the "District") and the CCRMA agreed to begin discussions to develop a market valuation for the SH 550 Project. Mario R. Jorge, P.E., TxDOT-Pharr District Engineer, was designated as the principal negotiator of market value terms for TxDOT, and Pete

Sepulveda, RMA Coordinator of the CCRMA, was designated as the principal negotiator of terms for the CCRMA.

G. The District and the CCRMA held an initial session in Pharr for the market valuation discussions for the SH 550 Project on April 16, 2008. A subsequent negotiating session was held in Pharr on June 25, 2008. All negotiating sessions concerning terms and conditions were videotaped.

H. On June 26, 2008, the Commission approved Minute Order 111410 in which it adopted certain policies regarding the market valuation process, including policies related to the agreement on the terms and conditions for the development, construction, and operation of a toll project, agreement on the valuation of a toll project, and the waiver of the development of a market valuation as authorized in Section 228.0111(f-1).

I. The project scope was set forth by TxDOT and CCRMA in the initial session on April 16, 2008. By letter dated June 23, 2008, the CCRMA set forth the business terms and conditions of the SH 550 Project ("Terms and Conditions") that would be agreeable to the CCRMA. The CCRMA further noted that if such Terms and Conditions were acceptable to TxDOT, that the waiver provisions of Section 228.0111(f-1) should be utilized to waive the formal development of a market valuation for the SH 550 Project. The proposed "Terms and Conditions" are attached hereto as Attachment "A".

J. TxDOT has evaluated the Terms and Conditions and determined that the development of a market valuation for the SH 550 Project should be waived. This determination was made in accordance with the provisions of Section 228.0111 and the policies adopted in Minute Order 111410, including consideration by TxDOT of whether the department's preliminary financial analysis evidences that the SH 550 Project is revenue negative and whether a greater value may be achieved through an agreement on negotiated value instead of market valuation.

K. Upon the formal waiver of development of a market valuation of the SH 550 Project by execution of this Agreement, the CCRMA will present the Terms and Conditions to the Brownsville Metropolitan Planning Organization ("the MPO") for its consideration pursuant to Section 228.0111(g).

AGREEMENT

In light of the foregoing recitals the parties agree as follows:

1. The Terms and Conditions attached hereto as Attachment "A" reflect the terms and conditions agreed to by the parties for the market valuation for the SH 550 Project.
2. The parties hereby acknowledge that the preliminary valuation analysis of the SH 550 project resulted in a negative number, and that a greater value may be achieved through an agreement on a negotiated value. The parties hereby agree to waive the development of a market valuation for the SH 550 Project pursuant to Section 228.0111(f-1).

3. In the event the Terms and Conditions are approved by the MPO, the CCRMA will formally consider its option to develop the SH 550 Project as provided by Section 228.0111(g) and the CCRMA Board of Directors will take appropriate action as required by Section 228.0111.

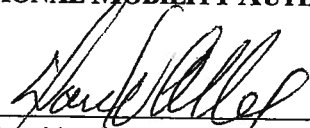
4. The parties acknowledge that the recitals set forth above are true and correct. The parties further agree that they have fully complied with the market valuation requirements of SB 792.

This Agreement shall be effective as of the _____ day of _____, 2009.

TEXAS DEPARTMENT OF TRANSPORTATION

By: _____
Amadeo Saenz, P.E., Executive Director

**THE CAMERON COUNTY
REGIONAL MOBILITY AUTHORITY**

By:  _____
David Alex, Chairman

ATTACHMENT "A"

TERMS AND CONDITIONS FOR THE SH 550 TOLL PROJECT

1. Project Scope	<p>New limited access toll facility covering the following locations:</p> <ul style="list-style-type: none">• From approximately 1.1 miles West of FM 1847 to approximately 0.7 miles East of FM 1847; approximately 1.9 miles• From 0.7 miles North of FM 3248 to SH 48 at the new Port of Brownsville entrance; approximately 3.9 miles
2. Tolling	<p><u>Toll Rates – Per Mile</u></p> <ul style="list-style-type: none">• Base toll rate for Cameron County Regional Mobility Authority system of a range from 15 cents to 20 cents per mile in 2008 dollars• Toll for cars and motorcycles = Base Rate• Toll for trucks = Base Rate * (N-1) where (N = # of Axles) <p><u>Toll Rate Escalation Methodology</u></p> <ul style="list-style-type: none">• An adjustment to be determined annually and within a range so that no annual increase may exceed the greater of the Texas State Gross Domestic Product per capita for the year immediately preceding the year of adjustment (SGDP) or the Consumer Price Index for the year immediately preceding the year of adjustment (CPI); but in no case less than 0.