

AGENDA

GENERAL MEETING OF THE BOARD OF DIRECTORS OF THE ALAMO REGIONAL MOBILITY AUTHORITY

**Greater Kelly Development Authority
Main Conference Room
143 Billy Mitchell Blvd. Suite No. 6
San Antonio, Texas**

**Wednesday, April 13, 2005
12:00 PM**

- 1) Call meeting to order.
- 2) Approval of AlamoRMA Board of Directors March 16, 2005 Meeting Minutes.
- 3) Citizens' Communications (citizens must sign the register to speak).
- 4) Briefing and discussion on the status of development of the Starter System (TxDOT).
- 5) Discussion and appropriate action on Resolution Supporting the Pass Through Financing Proposal to be submitted to the Texas Transportation Commission. (Tom Griebel)
- 6) Discussion and appropriate action authorizing the Executive Director to execute a lease for office space and to sublease a portion of the office space to TxDOT. (Tom Griebel)
- 7) Discussion and appropriate action to authorize the Executive Director to implement the Phase I Public Information initiative. (Tom Griebel)
- 8) Discussion and appropriate action on the financial statements for the period ending March 31, 2005. (Jama Lopez)
- 9) Discussion and appropriate action concerning approval of the revisions to the FY 2005 Operating Budget. (Tom Griebel/Jama Lopez)
- 10) Discussion and appropriate action authorizing the executive director to submit a \$500,000 FY 2006 Budget Request to Bexar County. (Tom Griebel)
- 11) Discussion and appropriate action authorizing the executive director to submit a \$500,000 FY 2006 Budget Request to the City of San Antonio. (Tom Griebel)

12) Presentation/briefing on AlamoRMA organization start-up progress. (Tom Griebel)

13) Executive Session - Pursuant to Chapter 551, Subchapter D, Texas Government Code:

- A. Subsection 551.071(1). Consultation with Attorney – Consultation with, and advice from legal counsel concerning pending/contemplated litigation, settlement offers and negotiations, and other legal issues.
- B. Section 551.074. Personnel Matters – Deliberation concerning the appointment, employment, reassignment, evaluation, duties, discipline, and/or dismissal of personnel.
- C. Section 551.072. Deliberation Regarding Real Property - Discussion of real property purchase, exchange, lease, gift, donation, and/or negotiated settlement, including property to be acquired for right-of-way.

Adjournment

NOTES

Agenda item numbers are assigned for ease of reference only, and do not necessarily reflect the order of their consideration by the AlamoRMA Board of Directors.

ALAMO REGIONAL MOBILITY AUTHORITY ACCESSIBILITY STATEMENT FOR DISABLED PERSONS

This meeting site is accessible to disabled persons as follows: Entrance to the Greater Kelly Development Authority is accessible through the main entrance at 143 Billy Mitchell Blvd. Suite 6. Parking spaces reserved for the disabled are located at the main entrance. Persons with disabilities who plan to attend this meeting and who may need auxiliary aids or services, such as interpreters for persons who are deaf or hearing impaired, and readers of large print or Braille, are requested to contact Kimberly Miller at (210) 362-7830 at least two working days prior to the meeting so that appropriate arrangements can be made.

Presenters with audiovisual needs are requested to contact Kimberly Miller at (210) 362-7830, at least two working days prior to the meeting. Public comment on agenda items – interested persons may speak on any of the agenda items provided they have signed the register available at the entrance of the meeting prior to consideration of that item by the board. The Chairman may limit the amount of time allowed for each speaker. Public comment that does not relate to a specific agenda item must be made during the Citizens' Communications period provided that speakers have signed the register available at the entrance of the meeting prior to speaking.

Posted: April 7, 2005 3:00 p.m.

ALAMO REGIONAL MOBILITY AUTHORITY

Meeting, March 16, 2005, Noon, in the Greater Kelly Development Authority Main Conference Room, 143 Billy Mitchell Blvd., Suite 6, San Antonio, Texas

MEETING

1. **Call meeting to order.** Chairman B. Thornton called the meeting to order at the scheduled time. All members were in attendance with the exception of H. Munoz who requested to be excused.
2. **Approval of Alamo Regional Mobility Authority Minutes for February 9, 2005.** Chairman Thornton called for a motion to approve the board minutes of February 9, 2005. *W. McBride made the motion to accept the minutes as presented. J. Reed seconded. Motion passed.* Chairman Thornton also asked for a motion to accept the minutes of the Special Board Meeting of February 22, 2005. *W. McBride made the motion to accept the minutes of the Special Board Meeting of February 22, 2005, as presented. R. Diaz seconded. Motion passed with R. Thompson abstaining.*
3. **Communication, including citizens who signed the register to speak.** None.
4. **Briefing and discussion on the development of the Starter System.** J. Moczygamba, representing TxDOT, presented this item to the board. A 2-page handout which included "Toll Starter System Project Development Update" and "Toll Starter System Mileage and Extension Mileage" was provided. She informed the board of the public hearings regarding the environmental aspects of the Starter System. These hearing are scheduled for April 2005 and will pertain to the north section of US 281 and the US 281 and the Loop 1604 corridor. Public hearings scheduled for July 2005 will involve Loop 1604 east to IH 35 and Loop 1604 west to IH10. Primary discussion for these meetings will include informing the public of the results of the environmental studies. She mentioned the Value Engineering study completed in mid-February. This study sought ways of improving the project, looked at the traffic control plan, cost savings, and toll revenues. While the report is being finalized, J. Moczygamba said the report highlights a concept where some Loop 1604 projects will be completed before the more complex interchanges. These improvements, which would lead through the interchanges, could be completed earlier; thus providing for Loop 1604 to be completed within the 3-year period and allowing toll lanes to be operational. Other projects regarding the Starter System are on schedule. She also informed the board of the public hearing held concerning US 281 from Evan Rd. north to the Bexar County line and through Comal County. Meetings were held in the respective counties. J. Brown, Deputy TxDOT District Engineer, spoke about the audience's receptiveness of toll lanes and issues raised at the meetings. In further discussion, board members emphasized the need for

community participation, getting out as much information about the toll lanes, construction dates, road closures, and detours. Board members also requested additional information to be included in future handouts.

5. Discussion and appropriate action on Resolution Supporting the Pass through Financing Proposal that will be submitted to the Texas Transportation Commission.

T. Griebel, Executive Director, presented background information on this item to the board in the absence of S. Mitchell, Chief of Staff for the County Judge. He asked the board to postpone a decision on this item until the next meeting when S. Mitchell will make the formal presentation on the county's position.

6. Discussion and appropriate action on authorizing the Executive Director to execute an agreement with Locke Liddell & Sapp LLP to provide legal services to the AlamoRMA. Mr. E. Schweningen, Assistant DA Chief – Civil Section, explained the process followed in the selection of the legal services provider. He attended meetings where the primary law firm has met with the local law firm from San Antonio. He said from all indications expressed, he is comfortable with the relationship between the two firms and their proposed working arrangement. T. Griebel added that he, too, had met individually with the two firms to discuss the intent of the board and to work through the details of the implementation plan. Committee members commented on the meetings and said recommendations have been incorporated in the agreement being presented to the full board. *Chairman Thornton asked for a motion to authorize the Executive Director to execute an agreement with Locke Liddell & Sapp LLP to provide legal service to the AlamoRMA. The motion was made by W. McBride. R. Thompson seconded. Motion passed.*

T. Griebel introduced legal counsel to the board and audience. Lead attorney for General Counsel, Brian Cassidy, and Lead Attorney for Local Counsel, Tim Tuggey, spoke briefly about their vision and proposed work for the AlamoRMA and the relationship being developed between the two law firms.

7. Discussion and appropriate action on the financial statements for the period ending February 28, 2005. J. Lopez, Comptroller, reviewed the Balance Sheet, Statement of Expenses and Changes in Fund Deficit, and Statement of Cash Flow for the period of February 28, 2005. *R. Thompson made the motion to accept the financial reports for the period ending February 28, 2005. R. Diaz seconded. Motion passed.*

8. Presentation/briefing on AlamoRMA organization start-up progress.

T. Griebel presented numerous items regarding start-up progress for the AlamoRMA. He began with the letter to County Judge Nelson Wolff regarding a briefing on March 29, 2005 to Commissioners Court on the Strategic Plan and an update of RMA activities; articles from the San Antonio Express News and the Austin American-Statesman regarding the Texas Comptroller of Public Accounts (TCPA) Report on the Central Texas Regional Mobility Authority. T. Griebel stated that he would provide a response to the Board of Directors on the TCPA Report recommendations that may impact the AlamoRMA; Letter to D. Casteel regarding office space; Letter from TxDOT (Casteel) to T. Griebel regarding office space; Toll Equity Grant proposal will be on the March 31,

2005 agenda at TxDOT; transportation related proposed legislation to be considered in the 79th legislative session; the pending requisitions for Financial Adviser and the General Engineering Consultant; and the "VIVA San Antonio" reception sponsored by The Greater San Antonio Chamber of Commerce and the San Antonio Hispanic Chamber and hosted by the Bexar County delegation on March 29, 2005 in Austin.

R. Thompson addressed issues gleaned from the TCPA report and stated that board members should be concerned with how these issues are perceived by the public and eventually dealt with by the AlamoRMA. These issues include: 1) "Double taxation." Individuals who pay a gasoline tax will also have to pay for the use of toll lanes. 2) "6-year appointments" to the RMA board. 3) "Amount expected to be received from the Toll Equity Grant." 4) "Non-compete" covenant in bond package. This would prohibit the AlamoRMA from participating in other non-toll projects. 5) Approval of all toll projects by Commissioners Court. 6) Establish procedures and process to monitor contract performance and expenditures. 7) Clarification on RMA partnering with private entities and lobbying. 8) Having a Public Information Officer to coordinate and disseminate information to the public. 9) Consider using in house attorneys to perform general counsel services that would not require the assistance of an outside law firm.

J. Reed provided a handout on "*Toll Roads or No Roads.*"

* * * *

The AlamoRMA board did not meet in Executive Session

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There being no further business to come before the board, Chairman Thornton adjourned the meeting at 1:41 p.m.

APPROVED:

**BILL THORNTON, CHAIRMAN
ALAMO REGIONAL MOBILITY AUTHORITY**

DATE ADOPTED: _____

I hereby certify that the above forgoing pages constitute the full, true and correct minutes of all the proceedings and official records of the Alamo Regional Mobility Authority at its regular meeting on March 16, 2005.

ATTEST: _____
M. CRISTINA RODRIGUEZ
SECRETARY/TREASURER



Alamo Regional Mobility Authority

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DRAFT-4/13/05

A RESOLUTION SUPPORTING A PASS THROUGH FINANCING PROPOSAL TO THE TEXAS TRANSPORTATION COMMISSION

WHEREAS, the Alamo Regional Mobility Authority (AlamoRMA) was created by a Petition submitted by the Bexar County Commissioners Court, filed on September 3, 2003, and approved by the Texas Transportation Commission, minute order 1095523 dated December 18, 2003; and

WHEREAS, the San Antonio-Bexar County Metropolitan Planning Organization has identified a \$8.4 billion funding shortfall for needed transportation mobility projects out to the year 2030; and

WHEREAS, federal and state traditional sources of revenues are not expected to increase in the foreseeable future to provide the necessary funding for all the needed transportation projects; and

WHEREAS, mobility and safety are critical to the metropolitan area's economic vitality and quality of life; and

WHEREAS, the State of Texas has made available an avenue through which the local communities can help financially to accelerate improvements to significant state mobility routes; and

WHEREAS, HB 3588, 78th Legislature Regular Session, 2003, enacted Transportation Code §222.104(b) which authorizes the Texas Department of Transportation (TxDOT) to enter in to an agreement with a public or private entity that provides for the payment of pass-through revenues; and

WHEREAS, Texas Administrative Code §5.51-5.59 prescribes the policies and procedures governing TxDOT implementation of Transportation Code §222.104(b); and

WHEREAS, pass-through financing allows a public or private entity to receive reimbursement for the construction, maintenance, or operation of a toll or non-toll facility on a state highway system; and

WHEREAS, Bexar County has identified \$120 Million of critical mobility projects to include in a pass-through financing proposal, as identified as the Group Two (2) projects; and

WHEREAS, WHEREAS, the San Antonio Mobility Coalition (SAMCo), working in conjunction with the Advanced Transportation District (ATD), Alamo Regional Mobility Authority, Bexar County, City of San Antonio and the Metropolitan Planning Organization (MPO), has developed a proposal for presentation to the Texas Transportation Commission which uses new funding tools made available by the Texas Legislature to accelerate the construction of a portion of previously identified local community transportation projects; and

WHEREAS, the projects within the pass-through proposal are a part of the San Antonio Priority Mobility Corridor Routes that have been identified by the transportation partners and local officials in the MPO Study Area and are part of the Plan; and

WHEREAS, Bexar County is submitting projects on FM 3487 (Culebra Road) from IH 410 to FM 471, FM 2696 (Blanco Road) from Glade Crossing to W. Oak Estates, and SP 421 (Bandera/Culebra Roads) from Ligustrum to I-10 which are a part of this mobility corridor for consideration.

NOW, THEREFORE, BE IT RESOLVED BY THE ALAMO REGIONAL MOBILITY AUTHORITY:

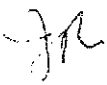
1. That the Alamo Regional Mobility Authority Board of Directors supports the Pass Through Financing Proposal (Group 2 Projects) developed by the San Antonio Mobility Coalition, Inc. and its partners; and
2. Recognizes that the Group 3 projects identified in the Pass Through Financing Proposal are potential AlamoRMA toll projects and that toll equity funding requests that may be needed to complete the projects. Further, additional traffic and revenue estimates and engineering studies will be required to establish the specific amount of any future toll equity funding before the AlamoRMA officially submits a funding request.

PASSED AND APPROVED this 16th day of March, 2005

Bill Thornton, Chairman
Alamo Regional Mobility Authority

April 1, 2005

DRAFT-3/29/05

To: AlamoRMA Directors
From: Jim Reed 
Re: Proposal for Bexar County Plan

This is not going to “make your day”, but Bill McBride raise a question regarding TxDOT and other funding being proposed to the Texas Transportation Commission (TTC) for accelerating projects. Please remember the Bexar County Plan matrix (Attachment 1) is to demonstrate “we are putting up our local money and credit into funding transportation”. As Tom Griebel said, this is a complicated issue that merges several avenues of funding, i.e. TxDOT, MPO, toll revenue bonds and ATD sales tax to accelerate projects. I promised a “one pager” and here it is!

This is further complicate by the “lingo” used by transportation entities both inside and outside TxDOT, which I am sorry to advise you, we are going to have to become accustomed to if we are to understand funding streams. If you will allow me a little technical “elbow room” I will attempt to outline the logic and background for the Bexar County Plan which will be forwarded to the TTC.

In order to follow the money, there are three basic background pieces that you must have available. First is the Commission Strategic Priority Request, which is the Bexar County Plan (Attachment 1). Second is the Money Matters down load from the TxDOT web page (Attachment 2), which names the 12 Categories of TxDOT funds and the third is another download from the TxDOT web page which lists the 12 categories and explains each (Attachment 3).

With that as background, now to the Bexar County Plan (Attachment 1):

GROUP 1 accelerates by issuing state bonds to permit a 2008 letting that will use \$197M of TxDOT Category 2 funds (Metropolitan Area Corridor Projects) currently programmed for letting in 2016 and \$27.5M of new Category 12 (Strategic Priority) state discretionary funds from the Texas Transportation Commission..

GROUP 1 B are projects that were promised in the ATD sales tax election. This, on an 80%-20% match, would have \$24.1M coming from the ATD and \$122.3M in new Category 12 (Strategic Priority) state discretionary funds. In addition, use \$4 M from the MPO for an 80%-20% match for the Loop 345 project (Medical Drive) from Policy 6 funds, which is the 25% set aside the MPO does from it's annual allocation (Category 7 Metropolitan Mobility Fund) for TxDOT project matches. (Told you it was complicated)

GROUP 2 are the projects that enhance the TxDOT match from ATD funds. The pass through financing allows local entities to fund projects and receive reimbursement later from TxDOT on a per vehicle use, with a negotiated floor and ceiling of an agreed on amount. The projects listed will have a \$120M reimbursement in future years from TxDOT Category 12 (Strategic Priority) state discretionary funds, along with \$56.5M in ATD sales tax and \$59.7M from the MPO Category 7 (Policy 6 set aside funds) annual allocations for covering potential cost overruns.

GROUP 3 are AlamoRMA projects that would be funded by toll revenue bonds and TxDOT pass through financing reimbursements out of Category 12 (Strategic Priority) state discretionary funds.

Again the purpose of the Bexar County Plan is to demonstrate to the TTC that we are putting our local resource into transportation projects while asking the TTC to provide a total of \$416.3 million in new State match.

2005 San Antonio/Bexar County Metropolitan Area

Commission Strategic Priority Request BEXAR COUNTY PLAN

GROUP	COST (M)*	HWY	LIMITS	DESCRIPTION OF WORK	LOCAL LEVERAGE (M)			PASS-THRU FUNDS NEEDED (M)	CAT 12 FUNDS NEEDED (M)	COST OVERRUNS (M)*	NOTES
					MPO CAT 2 LEVERAGE	MPO LEVERAGE	ATD FUNDS				
1	\$197.0	I-35	I-410 North to I-410 South	Reconstruction and widening.	\$197.0				\$27.5		\$ 197.0 (Cat 2) construction cost. \$ 27.5 M (Cat 12) to accelerate (2016 to 2008). Let FY 2008.
1B	\$69.8	I-410	Necogdoches to LP 348 (Austin Hwy.)	Upgrade to 10-lane freeway and traffic management system		\$8.7			\$61.2	\$13.8	Let 2008
	\$3.8	I-410 **	US 80 West to IH 37	Install continuous freeways illumination		\$1.8			\$2.0	\$0.4	Let 2007
	\$16.4	I-10	I-410 South to Foster Rd.	Reconfiguring ramp & Intersection (east & westbound)		\$8.8			\$9.8	\$10.0	Let 2007
	\$16.4	I-35	US 80 to Zarramora Bl.	Reconfigure entrance & exit ramps; expand frontage road		\$8.8			\$9.8	\$11.0	Let 2007
	\$16.4	LP 345	Fredericksberg (LP 345) @ Medical	Grade Separation	\$4.0				\$12.4		Let 2011
Total 1B	\$122.9				\$0.0	\$24.1			\$94.8		
Total 1 + 1B	\$319.9				\$197.0	\$24.1			\$122.3	\$35.2	CAT 12 Commission Request - Use Existing MPO Cat 7 program funds of "\$35.2 Million" (11% +/- of Group 1B) for project overruns. Use MPO leverage funds for \$4 Million toward funded as local contribution.
2	\$5.0	FM 3487 Oxleys	I-410 to FM 1957 (Potranco Rd.)	Reconstruct & expand 4 to 8 lanes with continuous left turn lane				\$5.0		\$2.0	Use ATD to accelerate thru Commission Pass-Through (Cat 12) Let FY 2007.
	\$6.7	FM 3487 Oxleys	FM 1957 (Potranco Rd.) to Micron Dr./Pipers Ln	Reconstruct & expand 4 to 8 lanes with continuous left turn lane				\$6.7		\$3.0	\$56.5 M ATD to be used for bonding costs (interest and issuance) and coverage (1.2 coverage ratio).
	\$6.7	FM 3487 Oxleys	Micron Dr./Pipers Ln. to Timber Path (Old Grissom)	Reconstruct & expand 4 to 8 lanes with continuous left turn lane				\$6.7		\$3.0	
	\$20.0	FM 3487 Oxleys	Timber Path (Old Grissom) to FM 471	Widen roadway to 8 lanes with continuous left turn lane				\$20.0		\$8.0	
	\$11.7	FM 2696 Bancro	Glade Crossing to Wildemess Oaks	Reconstruct & expand 2 to 4 lanes with turn lane				\$11.7		\$5.0	
	\$20.0	FM 2696 Bancro	Wildemess Oaks to W. Oak Estates	Widen roadway to 4 lanes with continuous left turn lane				\$20.0		\$9.0	
	\$17.8	SP 421 Bancro/Oxleys	Liquistum to Cincinnati	Widen to 6 lane divided urban with continuous left turn lane				\$17.8		\$4.0	
	\$32.1	SP 421 Bancro/Oxleys	Cincinnati to I-10	Widen to 8 lane divided urban with continuous left turn lane				\$32.1		\$8.0	
Total 2	\$120.0				\$16.7	\$58.5		\$120.0		\$43.0	
3A	\$187.0	LP 1604 NE***	FM 78 to I-10 East	Upgrade to expressway (toll lanes)				\$88.0	\$137.0		
3B	\$63.0	LP 1604 NW	SH 16 to SH 151	Upgrade to expressway (toll lanes)				\$45.0	\$35.0		
Total 3	\$250.0							\$133.0	\$172.0		Commission Pass-Through (Cat 12) with Toll equity Let FY 2009
GRAND TOTAL	\$699.9				\$197.0	\$60.8		\$330.0	\$292.0	\$78.2	

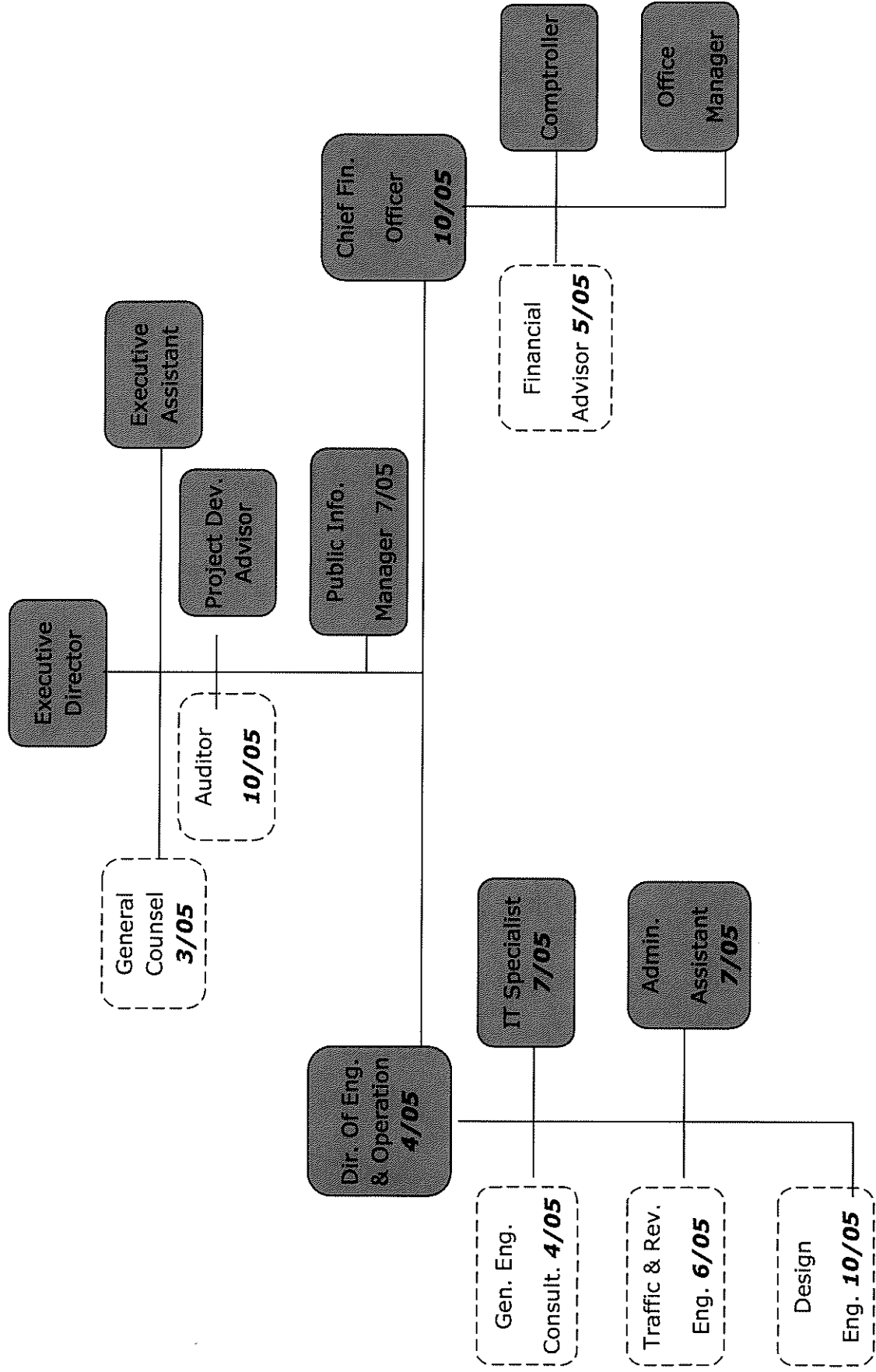
*Updated construction costs
** Lanes extended to IH 37
***Updated to include LP 1604NE to Bancro

TOLL STARTER SYSTEM PROJECT DEVELOPMENT UPDATE

TASK	IH 10/LOOP 1604	LOOP 1604	US 281/LOOP 1604	LOOP 1604	LOOP 1604	US 281
Environmental						
Expected completion:	New document Public Hearing July 05	Re-evaluation Public Hearing July 05	New Document Document approved 12-04 Public Hearing May 4, 2005	Re-evaluation Public Hearing July 05	Re-evaluation Public Hearing July 05	Re-evaluation Public Hearing May 4, 2005
	May-05	April-05	May-05	August-05	August-05	May-05
Right of Way Acquisition						
Expected completion:	None expected	None	16 parcels Mar-06	None	None	15 of 18 parcels acquired September-05
Consultant:	RTG/Hurt Zolgers (Evergreens)	LAN (Evergreen)	HDR (Project Specific)	CP&Y (Evergreen)	TGB (Evergreen)	TGB (Project Specific)
Design Status	Schematic submitted for review 60% - July-05	60% - May 05	60% - May 05	60% - May 05	60% - June 05	Finalizing Plans February-05
Expected completion:	April-05	November-05	November-05	November-05	November-05	February-05
Letting Date:	May-06	January-06	March-06	January-06	January-06	July-05
Construction Start Date:	July-06	March-06	May-06	March-06	March-06	September-05
Completion Date:	October-09	June-09	August-10	June-09	June-09	September-09
Begin Toll Collection	June-09	June-09	June-09	June-09	June-09	September-09
	Connectors	Connectors	Connectors	Connectors	Connectors	Connectors
Estimated Cost	\$116 million	\$45 million	\$150 million	\$46 million	\$42 million	\$50 million

2005 ALAMO RMA ORGANIZATION CHART

April 13, 2005



Bexar County Pass Through Financing Proposal

Date: 3-7-2005

		2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	TOTAL
		FY 07	FY 08	FY 09	FY 10	FY 11	FY 12	FY 13	FY 14	FY 15	FY 16	FY 17	FY 18	FY 19	
GROUP 1 PROJECT															
TxDOT Cat 2		\$197.0													\$197.0
TxDOT Cat 12		\$27.5													\$27.5
GROUP 1B PROJECTS															
MPO Leverage					\$4.0										\$4.0
ATD	\$15.4		\$8.7												\$24.1
TxDOT Cat 12	\$21.2		\$61.2		\$12.4										\$94.8
GROUP 2 PROJECTS															
ATD	\$5.6	\$4.2	\$4.2	\$8.5	\$8.5	\$8.5	\$8.5*	\$8.5*	\$8.5*						\$56.5
TxDOT Cat 12				\$30.0	\$30.0	\$30.0	\$30.0	\$30.0	\$30.0						\$120.0
GROUP 3 PROJECTS															
Alamo RMA				\$30.5	\$30.5	\$30.5	\$5.9	\$5.9	\$5.9	\$5.9	\$5.9	\$5.9	\$5.9	\$6.1	\$133.0
TxDOT Cat 12							\$24.6	\$24.6	\$24.6	\$24.6	\$24.6	\$24.6	\$24.6	\$24.4	\$172.0
TOTALS															
ATD	\$21.0	\$4.2	\$12.9	\$8.5	\$8.5	\$8.5	\$8.5*	\$8.5*	\$8.5*						\$80.6
Alamo RMA				\$30.5	\$30.5	\$30.5	\$5.9	\$5.9	\$5.9	\$5.9	\$5.9	\$5.9	\$5.9	\$6.1	\$133.0
MPO Leverage					\$4.0										\$4.0
TxDOT Cat 2		\$197.0													\$197.0
TxDOT Cat 12		\$27.5													\$414.3
ANNUAL TOTALS - ATD LEVERAGED PROGRAM															
		\$42.2	\$228.7	\$74.1	\$69.0	\$85.4	\$69.0	\$69.0	\$39.0	\$30.5	\$30.5	\$30.5	\$30.5	\$30.5	\$828.9

*Actual number of ATD payments could decrease or increase based on final debt retirement date.

CONSTRUCTION PROJECT FUNDING CRITERIA BY CATEGORY

<u>Number</u>	<u>Funding Category Name</u>
1	Preventive Maintenance and Rehabilitation
*2	<i>Metropolitan Area (TMA) Corridor Projects</i>
3	Urban Area (non-TMA) Corridor Projects
4	Statewide Connectivity Corridor Projects
5	Congestion Mitigation and Air Quality Improvement
6	Structures Replacement and Rehabilitation
*7	<i>Metropolitan Mobility/Rehabilitation (MPO Policy 6 Set Aside)</i>
8	Safety - Federal Hazard Elimination Program
8	Safety - Federal Railroad Signal Safety Program
9	Transportation Enhancements
10	Supplemental Transportation Projects - State Park Roads
10	Supplemental Transportation Projects - Railroad Grade Crossing Replanking Program
10	Supplemental Transportation Projects - Railroad Signal Maintenance Program
10	Supplemental Transportation Projects - Construction Landscape Programs
10	Supplemental Transportation Projects (Federal)
*11	<i>District Discretionary</i>
*12	<i>Strategic Priority</i>

****Notates the only construction projects AlamoRMA will focus on***



SUMMARY OF CATEGORIES

STATEWIDE MOBILITY PROGRAM (SMP)



BUILD IT

CATEGORIES NUMBER AND NAME	PROGRAMMING AUTHORITY	USUAL FUNDING	ALLOCATION PROGRAM RESPONSIBLE ENTITY	RANKING INDEX OR ALLOCATION FORMULA	BRIEF SUMMARY, RESTRICTIONS, ETC.
2 Metropolitan Area (TMA) Corridor Projects	Commission approval. Project-specific Corridors selected statewide based on criteria to be determined. Projects scheduled by consensus of districts.	Federal 80% State 20% or 100% State	No, <u>Commission</u>	Funding Target Formula 32.63 % Total vehicle miles traveled (on and off the state highway system) 22.35 % Population 17.04 % Lane miles (on system) 14.22 % Vehicle miles traveled (trucks only) 7.04 % Percentage of population under the federal poverty level 6.72 % Fatal and incapacitating ¹ crashes	Mobility and added capacity projects on major state highway system corridors which serve the mobility needs of the Metropolitan Areas (TMA) Metropolitan Planning Organizations (MPOs).
7 Metropolitan Mobility/ Rehabilitation	Commission allocation. Allocation based on population. Allocation program to districts. Projects selected by MPO in consultation with TxDOT.	Federal 80% State 20% or Federal 80% Local 20% or 100% State	Yes, Districts	Population (2000 Census)	Transportation needs within metropolitan area boundaries with populations of 200,000 or greater. Projects selected by Metropolitan Planning Organizations (MPOs).
11 District Discretionary	Commission allocation by formula. Allocation program to districts. Projects selected by districts. Minimum \$2.5 million allocation to each district in compliance with 78(R), HB1, VII, Rider 29.	Federal 80% State 20% or Federal 80% Local 20% or State 100%	Yes, <u>Districts</u>	Allocation Formula 70% On-system vehicle miles traveled 20% On-system lane miles 10% Annual truck vehicle miles traveled	Projects selected at the district's discretion.
12 Strategic Priority	Commission selection. Project-specific	Federal 80% State 20% or State 100%	No, Commission	Selected by Texas Transportation Commission.	Commission selected projects which promote economic development, provide system continuity with adjoining states and Mexico, increase efficiency on military deployment routes, or address other strategic needs as determined by the commission.



Alamo Regional Mobility Authority
April 13, 2005

Subject:

Office Space Lease Contract

Background:

The AlamoRMA currently has a licensing agreement for temporary office space (two offices) and associated logistical support at Greater Kelly Development Authority. The license agreement originally expired on April 30, 2005, but has been extended on a month to month basis.

Criteria:

The following parameters will be utilized in identifying the future office space requirements for the AlamoRMA:

- Projected staffing through the end of calendar year 2006 is projected to be 10 full or part time employees.
- Meeting/conference room space to accommodate a minimum of 10 individuals and also serve as a document assembly area and plan review work area.
- Space would be pre-built out to accommodate needs and reduce lease cost and length of lease term.
- Office location to be in the proximity of the US 281 and Loop 1604 interchange, the center of the toll network.
- Space for central files, copier, fax, network server and telephone system controller.
- AlamoRMA will co-locate with the TxDOT Starter Toll System project office.
- Office space will be located within the city limits of the City of San Antonio
- Office space available July 1, 2005 or sooner.
- Availability of additional office space either in the same building or in the immediate vicinity to accommodate the general engineering consultant's project office.

Board Action:

Authorize the Executive Director to negotiate and execute a lease contract for office space in the US 281/ Loop 1604 area, for a term not to exceed 36 months, at lease rate at or below market rates and for the office space to meet the projected needs through the term of the lease. In addition, authorize the AlamoRMA to sublease office space to TxDOT.

Alamo Regional Mobility Authority

April 13, 2005

Subject:

Public Education and Information Initiative– Phase I

Phase I Issue:

The Alamo Regional Mobility Authority (AlamoRMA) is seeking a Public Relations team to develop the first phase of the *Public Education and Information Initiative*. The goal is to hire a firm that will help develop the framework in educating the public of the coming Toll System project.

Phase I:

- *Component A:* Action Plan and Message Development
- *Component B:* Public Information Survey

Phase II:

- *Implementation of the Public Education and Information Initiative Action Plan to include the Marketing of Toll Tags*

Phase I Purpose:

- Develop Action Plan
- Develop Message
- Develop Talking-Point Paper
- Conduct Community Workshops
- Conduct Focus Group Studies
- Coordinate Public Outreach Studies w/ TxDOT
- Conduct Public Information Survey (Random Sample of 400-500 people)
- Develop RFQ for Phase II

Phase I Criteria:

The following parameters will be utilized in identifying two firms that will help develop the two components of Phase I:

- Transportation – Public Information Marketing Experience
- Research and Development Experience
- Marketing, Research Strategy and Business Development Experience
- Strong Media Services
- Community Mediation Experience
- Knowledge of Community Culture
- Bilingual

Action:

Authorize the Executive Director to negotiate and execute contract(s) for a Public Relations team, not to exceed \$25,000.00 for each component to initiate Phase I of the initiative.

ALAMO REGIONAL MOBILITY AUTHORITY

Statement of Expenses and Changes in Fund Deficit

For the period ending March 31, 2005

YEAR-TO-DATE	ACTUAL	BUDGET	VARIANCE
Ordinary Income:			
Interest Income	\$2,187	--	(\$2,187)
Total Ordinary Income	<u>2,187</u>	<u>--</u>	<u>(2,187)</u>
Operating Expenses:			
Salary and Retirement Expense	\$88,907	\$144,420	\$55,513
Payroll Tax Expense	7,997	9,369	1,372
Business & Travel	3,332	15,348	12,016
Insurance Expense	2,309	1,751	(558)
Website Development	150	1,200	1,050
Telephone	622	2,400	1,778
Supplies, Postage, Copier	9,389	1,200	(8,189)
Meeting Expense	1,133	1,200	67
Memberships	1,600	1,000	(600)
Professional Services	29,433	64,332	34,899
Office Space	--	--	--
Miscellaneous Expense	416	900	484
Total Operating Expenses	<u>145,287</u>	<u>243,120</u>	<u>97,833</u>
Loss From Operations	(143,100)	(243,120)	(100,020)
Nonoperating Expenses:			
Interest Expense	7,315	--	(7,315)
Total Nonoperating Expenses	<u>7,315</u>	<u>--</u>	<u>(7,315)</u>
Net Loss	<u>(150,416)</u>	(243,120)	(92,704)
Retained deficit at October 1, 2004	(53,632)		
Retained deficit at March 31, 2005	(\$204,048)		
Equipment Purchases & Reimbursement Contingency	4,704	42,000	37,296

These financial statements are unaudited and for management's use only.

ALAMO REGIONAL MOBILITY AUTHORITY

Balance Sheet
March 31, 2005

ASSETS

Current Assets:	
Cash and cash investments	\$556,316
Prepaid insurance	2,129
Prepaid rent	<u>300</u>
Total Current Assets	558,745
Fixed Assets:	
Equipment	4,704
Total Assets	<u><u>\$563,449</u></u>

LIABILITIES AND FUND EQUITY

Current Liabilities:	
Accounts Payable	8,303
Retirement Fund Payable	--
Accrued Interest	<u>9,193</u>
Total Current Liabilities	17,496
Other Liabilities:	
Bexar County Loan #1 Payable	250,000
Bexar County Loan #2 Payable	<u>500,000</u>
Total Other Liabilities	750,000
Total Liabilities	<u>767,496</u>
Fund Deficit:	
Retained Deficit	(53,632)
Unreserved - Net loss	<u>(150,416)</u>
	(204,048)
Total Liabilities and Fund Deficit	<u><u>\$563,449</u></u>

These financial statements are unaudited and for management's use only.

ALAMO REGIONAL MOBILITY AUTHORITY

Statement of Cash Flow
For the period ending March 31, 2005

OPERATING ACTIVITIES:

Loss from operations	(150,416)
Adjustments to reconcile loss from operations to net cash used by operating activities:	
Increase in prepaid insurance	(2,129)
Increase in prepaid rent	(300)
Increase in accounts payable	1,280
Decrease in salaries and taxes payable	(3,306)
Increase in interest payable	7,315
Net cash provided by Operating Activities	<u>(\$147,556)</u>

INVESTING ACTIVITIES:

Furniture, fixtures & equipment	<u>(4,704)</u>
Net cash provided by Investing Activities	(4,704)

FINANCING ACTIVITIES:

Bexar County Loan #2 Payable	<u>500,000</u>
Net cash provided by Capital and Related Financing Activities	500,000

Net cash increase for period \$347,740

Net increase in cash and cash investments	
Cash and Cash Investments, October 1, 2004	208,576
Cash and Cash Investments, March 31, 2005	<u>556,316</u>
	<u>\$347,740</u>

ALAMO
REGIONAL MOBILITY AUTHORITY
(AlamoRMA)

Revised Operating Budget

Fiscal Year 2005 (October 1, 2004 - September 30, 2005)

INCOME:

Interest Income		<u>\$6,600</u>
-----------------	--	----------------

EXPENSES:

Salary & Benefits		294,555
Executive Director, Engineering & Operations Director, Technical Specialist, Executive Assistant, Public Relations and Administrative Assistant. Includes Retirement, Matching FICA, Medical and Life Insurance		

Travel & Business Expenses:

Mileage Expense	\$6,000	
Business Expense	2,000	
Washington DC Trips - TIFIA Loan	5,000	
New York Rating/Underwriting Trip	--	
IBTTA Annual Meeting	4,500	
Team Texas Meetings	2,500	
Misc. Conferences	<u>800</u>	
		20,800

Operating Expenses:

Insurance - Liab., D&O, Surety	\$3,672	
Web Site Maintenance/Enhancement	2,100	
Telephone Expense - Cellular	2,053	
Telephone Expense - Land Line	9,847	
Supplies, Postage, Copies, GKDA	10,300	
Meeting Expense	2,400	
Memberships - IBTTA, TRB, Team TX	2,502	
Misc. Expense	1,800	
Office Space	9,000	
Capital Equipment: Furniture, Telephone System, Computer Systems, Copier, and Signage	<u>60,500</u>	
		104,174

Non-Operating Expenses:

Interest Expense	<u>17,900</u>	
		17,900

Consulting Services:

Staff Consultants (Accounting, Engineering & Financial Projection)	\$55,000	
Other Consulting Services (Public Relations, Legal & General Engineering)	<u>140,000</u>	
		<u>195,000</u>

TOTAL BUDGET

(\$625,829)

BEXAR COUNTY
REGIONAL MOBILITY AUTHORITY
(BCRMA)

Operating Budget

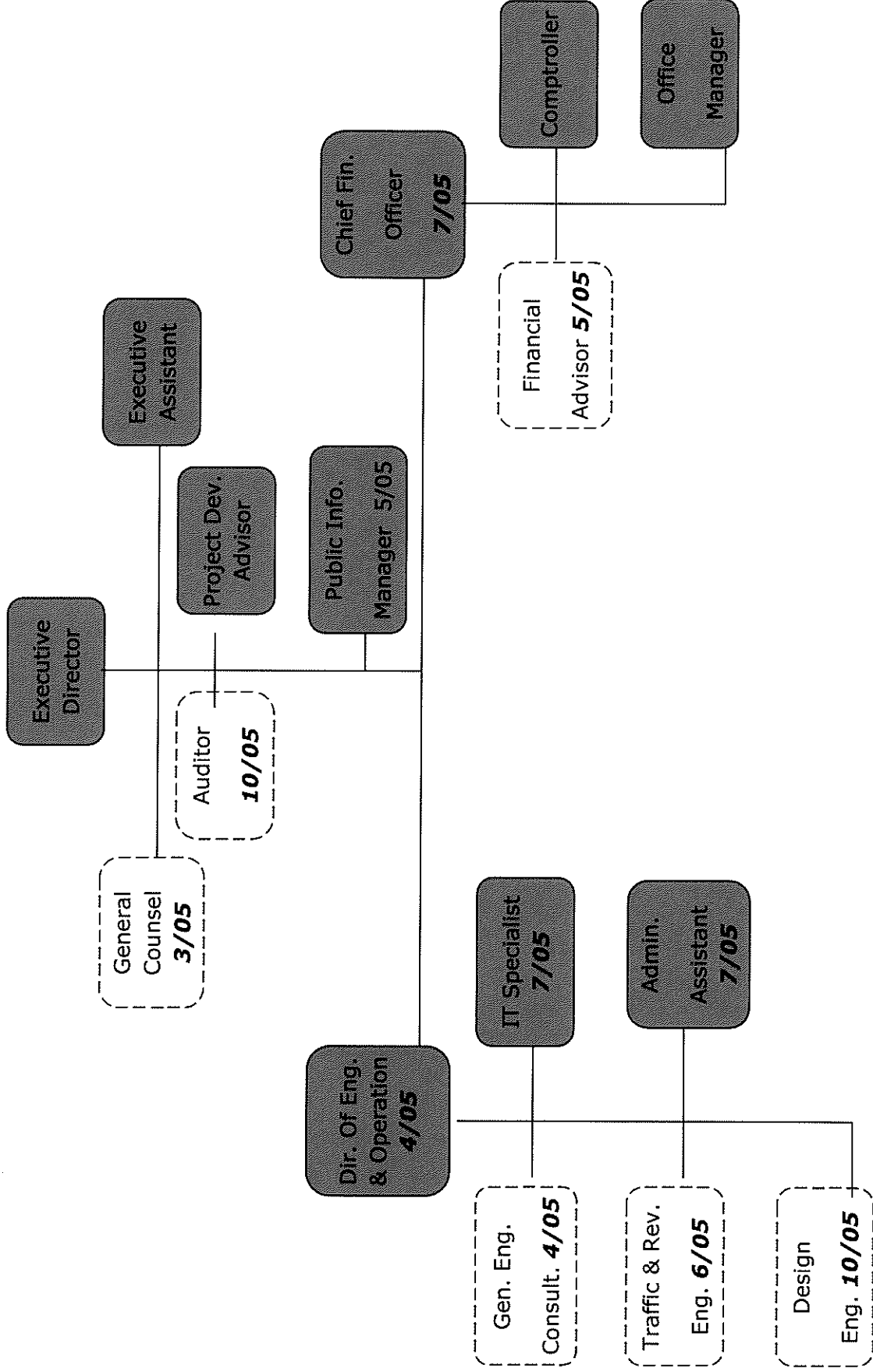
Fiscal Year 2005 (October 1, 2004 - September 30, 2005)

EXPENSES:

Salary & Benefits		\$360,000
Executive Director, Operations Director, Technical Specialist, Executive Assistant and Administrative Assistant, Includes Retirement, Matching FICA, Medical and Life Insurance		
Travel & Business Expenses:		
Mileage Expense	\$7,800	
Business Expense	2,400	
Washington DC Trips - TIFIA Loan	6,000	
New York Rating/Underwriting Trip	4,000	
IBTTA Annual Meeting	6,000	
Team Texas Meetings	3,000	
Misc. Conferences	<u>1,500</u>	
		30,700
Operating Expenses:		
Insurance - Liab., D&O, Surety	\$3,500	
Web Site Maintenance/Enhancement	2,400	
Telephone Expense - Cellular	4,800	
Telephone Expense - Land Line	6,000	
Supplies, Postage, Copies	2,400	
Meeting Expense	2,400	
Memberships - IBTTA, TRB, Team TX	2,000	
Misc. Expense	1,800	
Office Space	15,000	
Capital Equipment: Furniture, Telephone System, Computer Systems, Copier, and Signage	<u>50,000</u>	
		90,300
Consulting Services:		
Financial Services (Accounting, Auditing, & Bond Financial Advisor)	\$75,000	
Other Consulting Services (Public Relations, Legal & General Engineering)	<u>100,000</u>	
		<u>175,000</u>
TOTAL BUDGET		<u><u>(\$656,000)</u></u>

2005 ALAMO RMA ORGANIZATION CHART

April 13, 2005



TEXAS TRANSPORTATION COMMISSION

BEXAR County

MINUTE ORDER

Page 1 of 3

SAN ANTONIO District

In Minute Order 109523, dated December 18, 2003, the Texas Transportation Commission (commission) authorized the creation of the Alamo Regional Mobility Authority (authority), formerly known as the Bexar County Regional Mobility Authority, with the boundaries of the authority to be the entire geographic area of Bexar County, Texas.

Minute Order 109523 further provided that the initial project to be developed, maintained, and operated by the authority will be a proposed approximate 50-mile toll-road network. The Texas Department of Transportation (department) is constructing the Starter Toll System, that includes new capacity on Loop 1604 from west of I-10 to I-35 north, and new capacity on US 281 from Loop 1604 north to the Comal County line, which will be transferred to the authority for operation and maintenance.

Transportation Code, §370.301 authorizes the department to provide for or contribute to the payment of costs of the design, financing, construction, operation, or maintenance of a turnpike project by a regional mobility authority (RMA) on terms agreed to by the department and the RMA. Transportation Code, §222.103 authorizes the department to participate, by spending money from any available source, in the acquisition, construction, maintenance, or operation of a toll facility of a public or private entity on terms and conditions established by the commission.

Pursuant to Transportation Code, §222.103, the commission adopted Title 43, Texas Administrative Code, §27.50-27.58 (toll equity rules) to prescribe conditions for the commission's financing of a toll facility of a public or private entity.

In accordance with Section 27.53 of the toll equity rules, the authority has submitted a request for \$13 million for preliminary development and design, \$2 million for traffic and revenue studies, and \$5 million for right of way, for a total of \$20 million in financing for the purpose of funding the preliminary development and design of a proposed 10-mile turnpike project in Bexar County that would extend Loop 1604 from the Starter Toll System southwest to SH 151 (Loop 1604 Western Extension) and for certain studies of elements of the Starter Toll System. The financing would be used for traffic and revenue studies for the Starter Toll System and the Loop 1604 Western Extension, preliminary engineering, public outreach, and design for the Loop 1604 Western Extension, and the acquisition of right of way for the Loop 1604 Western Extension. The financial assistance would be in the form of a grant.

The requested financial assistance would consist of \$20 million from Category 2 of the Statewide Mobility Program that has been allocated by the San Antonio-Bexar County Metropolitan Planning Organization for the proposed project. Category 2 funding is appropriated to the state highway fund and must be expended by the department, although the metropolitan planning organizations allocate those funds for specific projects. Accordingly, Category 2 money to be expended on the proposed project must be approved by the commission under the toll equity rules.

TEXAS TRANSPORTATION COMMISSION

BEXAR County

MINUTE ORDER

Page 2 of 3

SAN ANTONIO District

The department is currently having its traffic and revenue consultants prepare traffic and revenue studies for various projects across the state, and intends to provide to the authority the traffic and revenue studies for the Loop 1604 Western Extension and elements of the Starter Toll System that are included in the requested financial assistance.

Information and data required by Section 27.53(b) is either contained in the request for financing or in the petition for authorization to form the authority filed with the department on September 3, 2003. Supplemental information and data required by Section 27.53(c) is contained in the request for financing or has already been provided to the department.

Section 27.53(d) authorizes the executive director of the department to waive submission of individual items of information or data required by Section 27.53(c) if: (1) the information or data required by this section is not relevant to the project or the financial assistance requested; or (2) the department already possesses information or data in a format that may be substituted for the required information or data.

The department previously conducted environmental studies and analyses of the proposed Loop 1604 Western Extension project, and is re-evaluating the schematic and the environmental documents. Information and data relating to any known environmental, social, economic, or cultural resource issue is contained in the environmental documents prepared by the department.

As provided in Minute Order 109523, the authority will benefit the state and the traveling public and improve the efficiency of the state's transportation system through the construction and operation of the Starter Toll System, which will enhance mobility and safety within these segments of the state highway system and through the development and financing of the Loop 1604 Western Extension and additional projects in the future.

The cost estimate for the proposed project, including the Loop 1604 Western Extension and traffic and revenue studies for elements of the Starter Toll System is approximately \$193 million. Of that total, the requested financial assistance would represent approximately 10 percent of those costs. The remainder would be financed by bond proceeds, authority contributions, and future department participation, with approximately 80 percent funded with bond proceeds and authority contributions.

The proposed Loop 1604 Western Extension project is consistent with the approved Texas Transportation Plan, included in the Statewide Transportation Improvement Program, and included in the approved plan of the San Antonio-Bexar County Metropolitan Planning Organization.

TEXAS TRANSPORTATION COMMISSION

BEXAR County

MINUTE ORDER

Page 3 of 3

SAN ANTONIO District

As the authority has indicated that it plans on funding the majority of the costs of developing the proposed Loop 1604 Western Extension with bond proceeds and other funding provided by the authority, along with the requested financial assistance, the project will expand the availability of funding for transportation projects or will reduce direct state costs.

NOW, THEREFORE, IT IS DETERMINED that the request for financial assistance submitted by the Alamo Regional Mobility Authority meets the requirements of 43 TAC §27.53 and §27.54(a) and, in accordance with those provisions, the commission grants preliminary approval of the request for financing in the amount of \$13 million, and directs the executive director to implement the actions authorized and required by those provisions. Funding for traffic and revenue studies and right of way is not approved at this time.

Submitted and reviewed by:

Recommended by:

Director, Texas Turnpike Authority Division

Executive Director

110001 MAR 31 05
Minute Date
Number Passed



Alamo Regional Mobility Authority

143 Billy Mitchell Blvd, Ste 6 ♦ San Antonio, TX 78226

(210) 362-7831 ♦ (210) 362-7807 Fax

www.AlamoRMA.org

March 14, 2005

Mr. Bill Greehey
Chairman of the Board and CEO
Valero Energy Corporation
P.O. Box 696000
San Antonio, Texas 78269-6000

Dear Mr. Greehey,

I would like to express my thanks to you for allowing several members of your staff to contribute their time to review, edit and offer suggestions for improving the layout and content of the draft Five-Year Strategic Plan developed by the Alamo Regional Mobility Authority (AlamoRMA). This project was coordinated by Mr. Sammy Nieto with the support of Ms. Mary Rose Brown.

The effort and contributions made by Ms. Tammy Floyd and Mr. John McGuire have assisted the AlamoRMA in preparing the strategic plan for final publication. It will soon be made available to the general public, elected officials, area transportation partners such as the Texas Department of Transportation, the San Antonio – Bexar County Metropolitan Planning Organization, VIA Metropolitan Transit, and Alamo Area Council of Government. The Strategic Plan will also be shared with the Texas Transportation Commission and will be very useful when AlamoRMA issues toll revenue bonds.

The revisions and suggestions made by Ms. Floyd and Mr. McGuire over a 2 – 3 week period added continuity and clarity to our message. Their willingness to work on this project speaks highly of their expertise, the confidence expressed by their superiors, and the strong volunteer attitude for which Valero Energy Corporation is well-known.

Please convey our sincere thanks and appreciation to Ms. Tammy Floyd and Mr. John McGuire for their outstanding contribution to the Alamo Regional Mobility Authority.

Sincerely,

Thomas A. Griebel
Executive Director

Cc: AlamoRMA Board of Directors



Toll road meeting has receptive audience

Web Posted: 04/09/2005 12:00 AM CDT

Patrick Driscoll
Express-News Staff Writer

Texas Department of Transportation officials laid out their latest plans for toll lanes, those on Loop 1604 on the Northeast Side, and got what they considered a warm reception.

Residents at Thursday's meeting at Judson High School had plenty of comments and questions about widening Loop 1604 but didn't rip plans to charge tolls for some of the new lanes.

"This was kind," said Julie Brown, the department's deputy engineer in San Antonio.

The chief complaint from among more than 130 people at the meeting was that traffic on the loop is already horrendous.

"You're 10 years behind the times," Tom England said. "This is a nightmare."

Within 10 years, state officials intend to start construction to add two non-toll lanes on Loop 1604 from Interstate 10 to FM 78 near Randolph AFB.

Within 25 years, plans call for four toll lanes on the loop from I-10 up to Interstate 35.

The new non-toll lanes will intersect with cross streets, while the toll lanes will sail over or under other streets and have on- and off-ramps for access.

Motorists will be able to pay about 15 cents a mile to zoom past traffic congestion or pay nothing and creep along on crowded roads, officials said.

That's just fine, England and others said at the meeting.

"You don't get anything for nothing," said Jesus Rodriguez.

Robert Rodriguez, who plans to move his home-health business to Toepperwein and Kitty Hawk roads in the next year or two, said he worries toll roads will drive up operating costs.

But on the other hand, he said, a better highway will enhance the value of his property.

Toll revenues will quicken the pace of road projects, officials say. Bonds can be sold to get money upfront and then toll collections would pay off the debt.

Gas taxes simply can't keep up with needs, Brown said. Traffic on Loop 1604 has nearly quadrupled since 1985 and is expected to double in 20 years.

"We just wouldn't be responsible to the traveling public if we didn't consider expanding" Loop 1604, she told the audience.

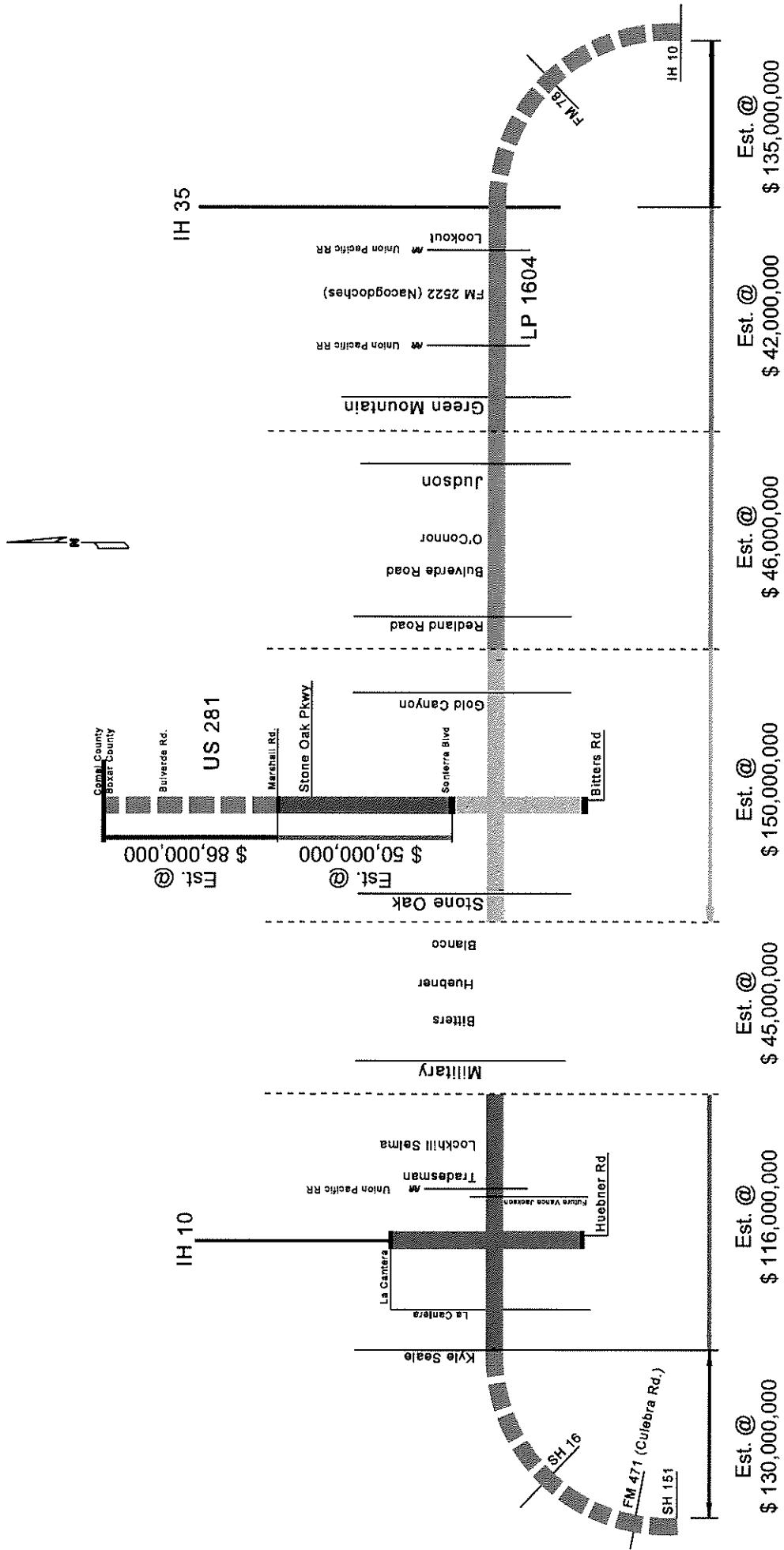
Plans are in the works for other toll lanes on Loop 1604, as well as on U.S. 281.

Construction that's to start early next year on a 22-mile toll-road system on Loop 1604 spanning the North Side between I-35 and I-10, and on U.S. 281 north of the loop could be completed in four to six years.

Toll lanes could be extended west on Loop 1604 to Texas 151 in the same time frame. Also, work could start in three to seven years to add toll lanes to U.S. 281 from Stone Oak Parkway to Borgfeld Road.

pdriscoll@express-news.net

Online at: http://www.mysanantonio.com/news/metro/stories/MYSA040905.5B.toll_road.1bc0fa347.html



TOLL "STARTER SYSTEM" Mileage: LP 1604 (18.79) + US 281 (3.92) = 22.71 Miles ~ Total \$ 449 Million
Extensions Mileage: LP 1604 (18.81) + US 281 (5.40) = 24.21 Miles ~ Total \$ 351 Million

