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Ms. Karen Knightstep
Williamson County Auditor's Office
Historic County Courthouse
710 Main Street, Ste. 301
Georgetown, TX 78626



August 11, 2025

Re: 22IFB139 FM 3349 at US 79 Intersection – CSJ #3486-01-008, 0204-02-034
P332 East Wilco Highway Segment 3 Road Bond Budget Allocation

Dear Ms. Knightstep,

To fully fund the FM 3349 at US 79 Intersection project expenditures through the completion of construction, and in anticipation of reimbursement by project partners, please increase the P332 project budget to \$107,000,000.00. The additional \$22,000,000.00 commitment is being covered by the Texas Department of Transportation (TxDOT) unspent balance of funds from the Pass-Through Toll Agreement between Williamson County and TxDOT. Pursuant to a Resolution dated September 20, 2022, and the associated Pass-Through Toll Agreement Amendment Number 3, TxDOT's unspent balance of funds will be reallocated "in the 2024 UTP for utilization on the US 79 Interchange at FM 3349/CR 101 consisting of CSJs 3486-01-008 and 0204-02-034 construction cost overruns" both of which were approved by Williamson County Commissioners Court on September 20, 2022 Items #55 and 56. Total project costs remaining that are the responsibility of Williamson County and will not be reimbursed by project partners is estimated at \$2.4M.

If you have any questions, please let me know.

Thank you.

A handwritten signature in blue ink that reads "Christen Eschberger".

Christen Eschberger, P.E.

ATTACHMENTS: Pass-Through Toll Agreement Amendment No. 3
Resolution

Cc: Pam Navarrette, Williamson County Auditor's Office
Julie Kiley, Williamson County Auditor's Office
Robert B. Daigh, P.E., Williamson County Senior Director of Infrastructure

Kate Wilder, P.E., HNTB
Marie Walters, HNTB

STATE OF TEXAS §

COUNTY OF TRAVIS §

**Amendment
TO
PASS-THROUGH TOLL AGREEMENT FOR PAYMENT
OF PASS-THROUGH TOLLS BY THE DEPARTMENT**

AMENDMENT NUMBER 3

THIS AMENDMENT to the Pass-Through Agreement for Payment of Pass-Through Tolls by and between the State of Texas, acting through the Texas Department of Transportation (the “Department”), and Williamson County (the “Developer”), becomes effective when fully executed by both parties.

BACKGROUND

The Department and the Developer executed a Pass-Through Toll Agreement on February 22, 2006, Contract No. PTT 2005-001-01, as amended on October 23, 2007 and on April 15, 2010 (all together “the Agreement”), under which the Department is obligated to make certain pass-through payments to the Developer as reimbursement for the costs to construct improvements to US 79 (Hutto to CR 402); FM 1660 (CR 134 to CR 101); SH 29/IH 35 interchange; US 79 (East of Taylor to County Line); US 183 (San Gabriel River to SH 29); and FM 2338 (FM 3405 to Ronald Reagan Blvd) (all together “the Project”).

Pursuant to Section 11(b) of the Agreement, the Department shall reimburse the Developer no more than **\$150,462,000.00** after the Project as a whole is substantially complete and all highway improvements are open to the public.

In accordance with Section 11(a) of the Agreement, the Department has reimbursed the Developer a total of \$127,009,374.78 for the following projects that are substantially complete and open to the public: US 79 (Hutto to CR 402); SH 29/IH 35 interchange; US 79 (East of Taylor to County Line); US 183 (San Gabriel River to SH 29); and FM 2338 (FM 3405 to Ronald Reagan Blvd).

As of the date of this Amendment, the Developer has not commenced construction of FM 1660 (CR 134 to CR 101) consisting of CSJ numbers 1566-01-009 and 1566-02-020.

Under Section 15 of the Agreement, the Department and the Developer may terminate the Agreement in writing by mutual consent.

Contract No: PTT 2005-005-01
CSJ No.0015-08-122,0204-02-027,0204-04-
040,0204-04-042,1566-01-009, 2211-01-023,0151-
04-063
Federal Highway Administration
CFDA Title: Highway Planning and Construction
CFDA No.: 20.205
Not Research and Development

The Department and the Developer have determined that it is in the best interest of the parties to terminate the Agreement.

Pursuant to a Resolution dated 9/20/2022, the Developer authorized the execution of this Amendment and the termination of the Agreement, which is attached to and made a part of this Amendment as Attachment E-3, Resolution (Attachment E-3).

AMENDMENT NUMBER 3

The Department and the Developer hereby agree as follows:

1. Termination

Upon execution by both parties, all the Department's payment obligations under the Agreement shall be satisfied in full and the Agreement shall be terminated. Any unspent balance of the funds previously allocated to the FM 1660 project under the Agreement will be presented to the Texas Transportation Commission for consideration of approval for reallocation in the 2024 UTP for utilization on the US 79 Interchange at FM 3349/CR 101 currently consisting of CSJs 3486-01-008 and 0204-02-034 construction cost overruns, with any remaining funds to be transferred to the Austin District's District Discretionary allocation to be made available for on-state system projects selected in cooperation with the Developer.

2. Survival of Terms and Conditions

The termination of the Agreement, as set forth in this Amendment shall not release either party from any liabilities or obligations set forth in the Agreement that the parties have expressly agreed shall survive any such termination, if any, or by their nature, would be intended to be applicable following any such termination. The parties expressly agree that the following terms and conditions survive the termination of the Agreement:

1. Section 19. Ownership of Property;
3. Section 25. Hold Harmless;
4. Section 33. Inspection of Books and Records; and
5. Section 34. Office of Management and Budget (OMB) Audit Requirements.

Contract No: PTT 2005-005-01
CSJ No.0015-08-122,0204-02-027,0204-04-
040,0204-04-042,1566-01-009, 2211-01-023,0151-
04-063
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3. Signatory Warranty

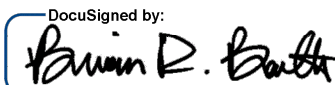
Each signatory warrants that the signatory has necessary authority to execute this Amendment on behalf of the entity represented.

*****SIGNATURE PAGE FOLLOWS*****

Contract No: PTT 2005-005-01
CSJ No.0015-08-122,0204-02-027,0204-04-
040,0204-04-042,1566-01-009, 2211-01-023,0151-
04-063
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THIS AMENDMENT IS EXECUTED by the Department and the Developer in duplicate.

THE DEPARTMENT

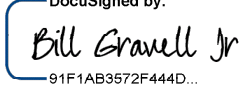
DocuSigned by:

Signature

Brian Barth
Deputy Executive Director
Typed or Printed Name and Title

10/19/2022

Date

The Developer

DocuSigned by:

Signature

Bill Gravell, Jr.
Williamson County Judge
Typed or Printed Name and Title

10/3/2022

Date

Contract No: PTT 2005-005-01
CSJ No.0015-08-122,0204-02-027,0204-04-
040,0204-04-042,1566-01-009, 2211-01-023,0151-
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Attachment E-3 Resolution