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October 21, 2002

VIA

EMAIL

Mr. Charles A. Sippial, Sr.
Vice President, Administration
Texas A&M University
1247 TAMU
College Station, Texas 77843-1247

The Honorable Jay Don Watson
Mayor
City of Bryan
P.O. Box 1000
Bryan, Texas 77805-1000

The Honorable Al Jones
County Judge
Brazos County
300 East 26th Street, Ste. 114
Bryan, Texas 77803

The Honorable Ron Silvia
Mayor
City of College Station
P.O. Box 9960
College Station, Texas 77842-9960

RE: Services Agreement to Develop the "Brazos Express" High Speed Rail Corridor and Establish a Joint Effort By and Between Texas A&M University, Brazos County, the City of Bryan and the City of College Station to Accomplish Said Corridor Alignment

Gentlemen:

My colleagues and I have enjoyed the opportunity to work with you to proactively create and develop a high speed rail and transportation corridor that establishes a prominent place for Texas A&M University, Brazos County, the City of Bryan and the City of College Station on the main corridor to and from Houston and Harris County and the rest of the State's major population centers principally located along the IH-35 corridor.

Pursuant to your request and the joint services agreement dated June 1, 2002, Dean International Inc. and representatives from your Coalition have participated in numerous meetings, presentations and discussions with many public officials both elected and appointed at the local, regional, state and national levels in furtherance of this objective. Much work, time and effort has been expended on data assembly and presentation preparation to advance the development of the corridor. There has been a tremendous amount of work completed in a very short period of time to establish your position and begin the process of influencing the numerous objectives that you have identified in a manner consistent with your goals.

In accordance with the Services Agreement, we proposed that our efforts be divided into phases. Phase One to be initiated immediately was to include: 1) significant additional data

assemblage; 2) the development and recruitment of additional public and private sector partners from Killeen and Temple on the west to Houston, Harris County and the Beaumont-Port Author area on the east to be involved and become members of the "Brazos Express High Speed Rail and Transportation Corridor Coalition"; 3) the presentation of the effort and the case for the Brazos Express High Speed Rail Corridor to numerous governmental entities in the initial attempts to modify the plans and acts under development; and 4) to assure that the Brazos Valley is recognized on those various high speed rail corridor alignments. Phase Two which was not included in the original services agreement was to follow and involve the continued development of the corridor coalition and the expansion of the high-speed rail interests generally along IH-35 from San Antonio to the Dallas-Fort Worth Metroplex creating a very strong and focused group advocating high speed rail along the alignment that was depicted in the materials circulated at the June 3rd meeting and generally referred to as the "Texas T-Bone" Corridor.

This "Summary Executive Report" is submitted for your review, in accordance with the Services Agreement and includes the following:

Summary Executive Report:

- Brazos Express Corridor Coalition Background
- Services Agreement Accomplishments
- Summary of Meetings and Presentations
- Work Plan and Scope of Services

The Work Plan and Scope of Services is intended to provide you with the basis for the creation of a Texas not for profit corporation identified as the Texas High Speed Rail and Transportation Corporation (THSRTC). The THSRTC is intended to join together specific regions of the State in a collective effort to improve multi-modal transportation, high-speed rail, commuter rail and cargo rail in these areas of the State. The effort will include strategies to obtain a designation for a transportation and high speed rail corridor, increase investment in multi-modal transportation infrastructure, improve the planning and management of our transportation facilities, and increase the awareness of the importance of multi-modal and inter-modal transportation in Texas.

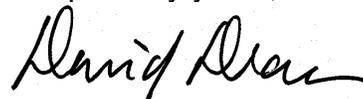
As you are aware there has been a tremendous amount of work completed in a short period of time to establish your position and begin the process of influencing these numerous objectives in a manner consistent with your goals. Assuming the work that has been accomplished in accordance with the previous Services Agreement meets with your approval and that the proposed work plan and scope of services captures the essence of your collective goals and objectives, the next step is to finalize and receive your approval of THSRTC Articles of Incorporation, Bylaws and a Services Agreement that can be presented for consideration and approval by the other interested cities, counties, governmental agencies, and private interests that have expressed an interest in this high-speed rail and transportation corridor.

Harris County Judge Robert Eckels has taken a serious interest in the concept of a high-speed rail and transportation corridor. He has indicated that it is his desire to seek each of your continued active participation in the creation of an organization to further the goals and objectives of the development of a high-speed rail and transportation corridor generally along the alignment of the proposed "Brazos Express" Corridor. He agrees that the Brazos Valley's transportation connection to Houston and Harris County and on to Beaumont / Port Arthur is essential to the success of not only the high-speed rail initiative, but also increased mobility in the region. He is willing to host a meeting of each of you, and perhaps other affected parties, in the very near future that will further give the participants an opportunity to dialogue and reach a consensus as to an appropriate "go forward" plan.

It has indeed been an honor and a pleasure to have been considered for this very important and historic assignment. We appreciate the time and effort expended by many of you and your colleagues in attending meetings, making constructive suggestions, and making yourselves available to review the status of the project and our weekly periodic updates.

Again, while you are familiar with my firm and me, should you desire any additional information about our qualifications and project experience, please do not hesitate to give Stanford Lynch or me a call. Additionally, should you desire us to be present when you and your colleagues consider the proposed Texas High Speed Rail and Transportation Corporation further, we would be pleased to accommodate.

Respectfully yours,



David A. Dean

Attachment

CC: Mary Kay Moore, City Manager, City of Bryan
Tom Brymer, City Manager, City of College Station

Brazos Express High-Speed Rail and Transportation Corridor

Summary Executive Report

“Brazos Express” Transportation Corridor Coalition Background

In a historic show of support for transportation improvements within the Brazos Valley Region, the cities of College Station and Bryan, Brazos County and Texas A&M University (the Coalition) formed a transportation coalition to actively support and develop the concept of a high-speed rail and multi-modal transportation corridor identified as the “Brazos Express” Transportation Corridor. Dean International, Inc. and members of the Coalition have been actively working with key policy leaders from the Houston Metropolitan area, Harris County, Grimes County, the Killeen / Temple area, and the Beaumont / Port Arthur area to secure the support of many other cities, counties, transportation authorities, and related entities along the corridor route, defined generally along a line from the Killeen / Temple/ IH 35 corridor at the northwest through the Brazos Valley Region including Bryan/ College Station to Houston / Harris County and on to Beaumont/ Port Arthur to the southeast.

The “Brazos Express” Transportation Corridor is proposed to tie together the South Central Corridor along IH 35 and the Gulf Coast Corridor along IH 10 east of Houston, as identified in the National Defense Rail Act (Senate Bill 1991). This proposed corridor would effectively provide fast, efficient multi-modal transportation alternatives from the major metropolitan areas of the State of Texas along the IH-35 corridor to the Gulf Coast and further to the east up the eastern seaboard.

The Brazos Express Corridor should not be confused with the Trans Texas Corridor. Although we appreciate the vision of the Governor to develop a transportation system for the future, the Coalition feels that the Brazos Express Transportation Corridor must be planned and designed to meet the needs and demands of the people that it will ultimately serve, and that one size (1200 foot corridor) does not necessarily fit all. In addition to the high-speed rail aspect of the project, the Brazos Express Transportation Corridor Coalition also contemplates the development of a closely related parallel surface highway facility of at least a four lane divided configuration to better serve the mobility needs of this fast growing part of the state.

The Coalition has been in contact with the Governor's Office, the Texas Department of Transportation (TxDOT), the Texas Transportation Commission (TTC), the State Legislature, the Federal Railroad Administration (FRA), the Federal Highway Administration (FHWA), the U.S. Senate and House of Representatives to cause legislation and executive branch action that will identify and recognize the Brazos Express Transportation Corridor on a State and National level.

The TEA-21 Reauthorization is scheduled for early 2003 action, and S. 1991 and its companion legislation in the United States Congress are all pending. In addition, the TTC is actively developing the Trans Texas Corridor, and numerous areas of the United States are currently planning High Speed Rail Corridor applications and proposals, as outlined in previous presentations and reports. In order to take advantage of these transportation developments, Dean International, Inc. and members of the Coalition have been attending meetings and making presentations to numerous municipal governments and transportation related agencies along the Brazos Express Transportation Corridor, including Bryan, College Station, Killeen, Temple, Beaumont, Port Arthur, the Port of Beaumont, the Port of Port Arthur, the Port of Houston, San Antonio, Dallas County, Bell County, Grimes County, Harris County, and Jefferson County in far southeast Texas as well as others. The meetings and presentations have all stressed the importance of banding together to act in unison to protect and advance our collective transportation and economic development interests.

The "Brazos Express" Transportation Corridor Coalition has attained considerable success in its efforts. The enthusiasm and optimism encountered through various meetings and presentations with municipal governments and agencies along the corridor reaffirms of the strength and potency of our proposals and the cause of multi-modal transportation to others in the State.

Services Agreement Accomplishments

The Services Agreement dated June 1, 2002 enumerated the services to be provided by Dean International, Inc. to the "Brazos Express" Transportation Corridor Coalition. The following is a summary of the actions and accomplishments in furtherance of the common transportation goals and objectives:

Creation of the "Brazos Express" Corridor Coalition

- 1) On Thursday August 15, 2002, in conjunction with the 5th Annual Texas Transportation Summit held in Irving, Texas, Coalition members collectively met with and provided a PowerPoint presentation to representatives from the City of Killeen, City of College Station, City of Houston, Dallas County, Harris County, Grimes County, the Port of Houston, Houston Airport Systems, Houston Metro, the Greater Houston Partnership, the Texas Rail Advocates and the AMTRAK Reform Council. The meeting and presentation was held to garner support for

and to create a collective proactive public policy strategy designed to establish a route and alignment generally known as the “Brazos Express” Transportation Corridor for high-speed rail in Texas, Subsequent to this meeting, numerous other meetings and presentations were held with representatives of cities, counties, transportation related agencies, and chambers of commerce to gain support for the establishment and creation of a larger high-speed rail and transportation corridor.(See Summary of Meetings and Presentations)

Influencing the “Trans Texas Corridor Program”

- 2) In order to develop and implement an appropriately aggressive coordinated strategy to influence the “Trans Texas Corridor Program” (TTCP) in a manner that recognizes and establishes the above referenced “Brazos Express” Transportation Corridor alignment for high-speed rail, on August 20, 2002, Dean International, Inc. representatives presented a PowerPoint overview to the Brazos Valley Council of Governments (BVCOG) and TxDOT, Bryan District, Director of Transportation Planning and Development Robert Appleton on our efforts regarding the Brazos Express Transportation and High Speed Rail Coalition. This meeting was followed by a round table discussion concerning regional partnerships to work in coordination with TxDOT, the BVCOG and the Coalition to promote the corridor.

Influencing TxDOT

- 3) To develop and implement an appropriately aggressive coordinated strategy to influence the Texas Department of Transportation’s (TxDOT) application for a demonstration project and planning grant for a high-speed rail corridor in Texas, Coalition members and partners from College Station, Houston, Harris County, Killeen, and Temple met with TxDOT officials. A presentation was made to TxDOT Executive Director Michael Behrens and members of his Executive Staff on August 12, 2002. Mr. Behrens and senior members of the department showed support for specific points of the Brazos Express and the Texas T-Bone Corridors. TxDOT Staff received the formal letter requesting that the “Brazos Express” Transportation Corridor be considered as a part of the Trans Texas Corridor Plan and to study the proposal further. It was agreed that the Coalition would continue to communicate with TxDOT as the Coalition continued to develop support.

National Defense Rail Act (S.1991)

- 4) Dean International, Inc. met with Congressman Nick Lampson on September 10, 2002, to give him a full briefing of the project and develop and implement an appropriately aggressive coordinated strategy to influence the United States Senate and the House of Representatives to cause S.1991, known as the National Defense Rail Act of 2002, and its companion House Bill 2950 to be amended to accept and identify the “Brazos Express” Corridor alignment for high-

speed rail as an essential and strategic part of the National Defense Rail Act of 2002. Coalition members also met with Senator Kay Bailey Hutchison to brief her on the high-speed rail corridor proposal and to seek her support for the plan. Meetings were also held with the Federal Rail Administration, Federal Transit Administration and the Federal Highway Administration to brief them on the proposal and to seek their advice and support. Numerous additional meetings have been held with members of congress and likely winners of open and new congressional districts to secure their support for the goals and objectives of the "Brazos Express" Transportation Corridor Coalition.

TEA-21

- 5) On September 12, 2002 Dean International representatives had the opportunity to fully brief the Republican nominee for the newly created 31st Congressional District, Judge John Carter. This is part of the effort to cause the "Brazos Express" high-speed rail corridor in Texas to be identified and included in the reauthorization of the Transportation Equity Act for the 21st Century (TEA-21) scheduled to be reauthorized by the congress in 2003.

Data Assembly

- 6) We have also continued the data assemblage and development of presentation materials necessary to make the case for the "Brazos Express" Transportation Corridor alignment, for the creation of the Brazos Express Corridor Coalition and for the expansion of said Coalition to include those public and private sector interests along IH-35 as identified above.

Working with Executive and Legislative Branches of Government

- 7) Dean International, Inc. and members of the Coalition have been assisting in the development and strengthening of positive working relationships with officials and decision makers at all levels of Government such as the Texas House and Senate, Texas Governors Office, Texas Transportation Commission (TTC), U.S. Congress and Senate, Federal Highway Administration (FHWA), Federal Railroad Administration (FRA), Environmental Protection Agency (EPA), Metropolitan Planning Organizations (MPOs), Council of Governments (COGs) and related transportation agencies and entities that affect the Client's high-speed rail transportation agenda.

Summary of Meetings and Presentations

The following is a summary of the numerous meetings and presentations to the various representatives of cities, counties, transportation related governmental agencies, MPOs, Councils of Government and chambers of commerce within the “ Brazos Express” Transportation Corridor:

AUGUST 15, 2002 MEETING AT THE 5TH ANNUAL TEXAS TRANSPORTATION SUMMIT

ATTENDED: David A. Dean, Dean International, Inc., Representative attendees from: the City of College Station, the City of Killeen, the City of Houston, Dallas County, Harris County, Grimes County, the Port of Houston, Houston Airport Systems, Houston Metro, the Greater Houston Partnership, the Texas Rail Advocates and the AMTRAK Reform Council

COMMENTS: David Dean of Dean International, Inc. made a power point presentation to the attendees, after which the attendees asked questions and carried on in depth discussions of the views, interests and concerns of each of the entities represented.

RESULTS: There was a consensus that the attendees were interested in pursuing the designation for the “Brazos Express” Transportation Corridor in SB 1991, in causing the Governor’s Trans Texas Corridor Plan to be likewise amended, that the element of a surface highway feature generally paralleling the route for HSR be considered and for formalizing the formation of a coalition of cities, counties, and other interested agencies to support the effort.

The participants also requested that College Station Mayor Ron Silvia transmit a formal letter, to the entities represented, to formally request that they join the “Brazos Express” Transportation Coalition and assist in the pursuit of the Coalition objectives including convincing others to join the Coalition.

AUGUST 20, 2002 PRESENTATION TO THE BRAZOS VALLEY COUNCIL OF GOVERNMENTS (BVCOG)

ATTENDED: Stanford Lynch and John Blain, Dean International, Inc., Robert Appleton, Texas Department of Transportation (TxDOT), Bryan District, Director of Transportation Planning and Development, Members of the Brazos Valley Council of Governments (BVCOG) and guests.

COMMENTS: Stanford Lynch presented a brief power point overview on the current efforts regarding the Brazos Express Transportation and High Speed Rail Corridor Coalition. He identified the differences between the Trans Texas Corridor Plan and the “Brazos Express” Corridor.

RESULTS: After the presentations, a round table discussion was held on regional priorities, including the use of regional partnerships to work in coordination with TxDOT and the “Brazos Express” Coalition in realizing those priorities. The

consensus of the attendees was that the Executive Director Tom Wilkinson is to coordinate with the members of the BVCOG to continue the dialog and support the development of regional partnerships.

AUGUST 21, 2002 PRESENTATION TO THE TRANSIT PLANNING COMMITTEE OF THE GREATER HOUSTON PARTNERSHIP (GHP)

ATTENDED: The Honorable Robert Eckels, Harris County Judge, Rose Hernandez, Harris County Director of Infrastructure Initiatives, David A. Dean, Dean International, Inc., Representatives of the Transit Planning Committee of the Greater Houston Partnership.

COMMENTS: Judge Robert Eckels, Rose Hernandez, and David Dean made a presentation to Transit Planning Committee of the Greater Houston Partnership to introduce the concept of HSR and a potential connection from the Houston Metro light-rail transit system to a HSR alignment through Houston and Harris County.

RESULTS: The committee received the report with interest and indicated that it would take the project under advisement and encouraged the advocates to make a presentation to the Rail committee of the GHP.

SEPTEMBER 3, 2002 PRESENTATION TO THE RAIL COMMITTEE AT THE GREATER HOUSTON PARTNERSHIP (GHP)

ATTENDED: David A. Dean, Dean International, Inc., John Happ, College Station City Council Member, Winnie Garner, College Station City Council Member, Carroll Robinson, Houston City Councilman and TEX-21 Vice Chairman, Octavia Evangelista, Executive Assistant to Carroll Robinson, Representatives of the Rail Committee of the Greater Houston Partnership.

COMMENTS: On Tuesday September 3, 2002 at 3:30 P.M., David Dean was joined by College Station city council members John Happ and Winnie Garner in making a power point presentation to the Rail Committee of the Greater Houston Partnership regarding High Speed Rail and the "Brazos Express" HSR Corridor.

The committee of approximately 25 people was chaired by Dick Schiefelbien, a rail consultant with operations in Houston and Fort Worth, and consisted of numerous industry and area representatives who have an interest in both freight and passenger rail issues.

RESULTS: Much discussion followed resulting in the committee's unanimous adoption of a resolution of support. The Transportation Policy Council (TPC) of the GHP with anticipated adoption, circulation and distribution to follow is finalizing the Greater Houston Partnership resolution for action next week. At that time a copy will be circulated for discussion and action. It is anticipated that

both councilman Carroll Robinson and Harris County Judge Robert Eckels will be in attendance and voice their strong support for the adoption of the resolution

SEPTEMBER 10, 2002 - PRESENTATION TO THE TRANSPORTATION AND INFRASTRUCTURE ADVISORY COMMITTEE OR "TIAC" OF THE GREATER HOUSTON PARTNERSHIP

ATTENDED: David A. Dean, Dean International Inc., Mr. Tom Bellows, 30 members of the Transportation and Infrastructure Advisory Committee (TAIC), Representatives of the City of Houston, Harris County, TxDOT, Carroll Robinson, Houston City Councilman.

COMMENTS: David Dean traveled to Houston for an 8:30 AM presentation to the 30 members of the Transportation and Infrastructure Advisory Committee (TAIC). The meeting was chaired by Mr. Tom Bellows and was well attended by various other committee chairs. Representatives of the City of Houston, Harris County, TxDOT and numerous other public and private sector area transportation interests were in attendance, including Houston City Councilman at large Mr. Carroll G. Robinson.

Mr. Dean was recognized to make a presentation on the Brazos Express Transportation and High Speed Rail [HSR] Corridor Coalition information which included a recently revised version of the PowerPoint presentation that has been created to advance the objectives of the group.

RESULTS: After the presentation, Mr. Dean responded to numerous questions regarding HSR and the project. Following the question and answer session, the chair recognized Mr. Dick Schiefelbein, President of Woodharbor Associates and Chair of the Rail Subcommittee of the TIAC, for a report and a motion. Dick reported that his committee had met last week and, after a thorough and complete review of the project, had unanimously passed a resolution in support of the project and its continued development. Dick made a motion that the previous resolution adopted by the Rail Subcommittee be adopted by the TIAC. The motion was seconded, the question was called and the motion was adopted unanimously.

The Executive Committee of the Greater Houston Partnership will take up the motion for final passage and adoption on Wednesday, September the 18th at which time the position of the GHP will be finalized and available for widespread distribution. We will monitor the upcoming meeting and make selected calls to discuss the project with the executive committee members. Passage of the

resolution on that date appears to be most likely, given the support of Harris County Judge Robert Eckels, Houston City Councilman Carroll G. Robinson and the unanimous support of the TIAC and of the Rail Subcommittee.

SEPTEMBER 10, 2002 - PRESENTATION TO CONGRESSMAN NICK LAMPSON'S OFFICE IN BEAUMONT, TEXAS

Attended: David A. Dean, Dean International, Inc., Representatives of Congressman Nick Lampson.

Comments: Mr. Dean traveled to Beaumont and met with representatives of Congressman Nick Lampson's district office to give them a full briefing on the project, the benefits to the Ports of Beaumont and Port Arthur, and related matters.

Results: The presentation materials were to be sent over-night to Washington, D.C. for review by Tom Combs, Chief of Staff and Dan Easley, Transportation Director for Congressman Lampson.

SEPTEMBER 10, 2002 - PRESENTATION TO MR. RAYMOND C. JOHNSON, PRESIDENT, BOARD OF COMMISSIONERS, PORT OF PORT ARTHUR, PORT ARTHUR, TEXAS

ATTENDED: David A. Dean, Dean International, Inc., Mr. Raymond C. Johnson, President, Board of Commissioners, Port of Port Arthur.

COMMENTS: Mr. Dean traveled to Port Arthur to meet with Raymond Johnson and one of his senior outside consulting engineer's who was in town from Seattle, Washington. During the lengthy meeting, Mr. Dean had the opportunity to fully present the project. Mr. Johnson was keenly interested, not only in the Port of Port Arthur becoming involved with the project as a funding member of the Corridor Coalition, but also in taking a leadership role in the activities of the Corridor Coalition.

RESULTS: Mr. Johnson arranged for the matter to be placed on the September 18th agenda of the Board of Directors of the Port of Port Arthur. Stan Lynch will make the presentation on that date and, given Mr. Johnson's interest and commitments, it is likely that the Port of Port Arthur will vote to become directly involved in the activities of the Corridor Coalition.

SEPTEMBER 10, 2002 - PRESENTATION TO MR. STEVE FITZGIBBONS, CITY MANAGER AND MR. OSCAR ORTIZ, MAYOR, CITY OF PORT ARTHUR, TEXAS

ATTENDED: David A. Dean, Dean International, Inc., Mr. Steve Fitzgibbons, City Manager of City of Port Arthur, Oscar Ortiz, Mayor of the City of Port Arthur.

COMMENTS: After meeting with Mr. Johnson at the Port of Port Arthur, Mr. Dean then met with Steve Fitzgibbons, City Manager and Oscar Ortiz, Mayor, City of Port Arthur to discuss the project at length.

RESULTS: Both gentlemen expressed keen interest in the project and indicated that they would immediately take the matter to their council and would like to arrange for a presentation to their council perhaps as early as next week. A tentative briefing for the council has been arranged for the afternoon of Tuesday, September 17.

SEPTEMBER 10, 2002 - PRESENTATION TO GUY N. GOODSON, MAYOR PRO TEM, CITY OF BEAUMONT AND PRESIDENT OF TEXAS MUNICIPAL LEAGUE, BEAUMONT, TEXAS

ATTENDED: David A. Dean, Dean International, Inc., Guy Goodson, Mayor Pro Tem of the City of Beaumont.

COMMENTS: Mr. Dean also had the opportunity to fully brief Guy Goodson, Mayor Pro Tem, City of Beaumont on the subject.

RESULTS: In spite of initial skepticism expressed on the viability of HSR in Texas and given the failed attempt of the German and French interests a decade ago, Mr. Goodson maintained an open mind and suggested that we visit at our earliest convenience with Mr. Carl Griffith, Jefferson County Judge, Mr. Chris Fisher, Executive Director Port of Beaumont and Mr. Kyle Hayes, City Manager, City of Beaumont.

SEPTEMBER 12, 2002 - TELEPHONE CONVERSATION WITH THE HONORABLE CARL GRIFFITH, COUNTY JUDGE, JEFFERSON COUNTY, BEAUMONT, TEXAS

ATTENDED: David A. Dean, Dean International, Inc., The Honorable Carl Griffith, Jefferson County Judge, Beaumont.

COMMENTS: Mr. Dean had a lengthy telephone conversation with Judge Griffith on Thursday September 12.

RESULTS: An appointment has already been arranged for Mr. Stan Lynch to brief the Judge more fully in person on Wednesday September 18 while Mr. Lynch is in the area.

SEPTEMBER 12, 2002 - PRESENTATION TO THE HONORABLE JUDGE JOHN CARTER, REPUBLICAN NOMINEE FOR THE 31ST CONGRESSIONAL DISTRICT

ATTENDED: David A. Dean, Dean International, Inc., Richard Mueller, Dean International, Inc., The Honorable Judge John Carter, Republican Nominee for the 31st Congressional District.

COMMENTS: At the request of several interested parties, Mr. David Dean and Mr. Richard Mueller had the opportunity to fully brief the Republican nominee for the newly created 31st Congressional District while Judge Carter was in Dallas for other events.

RESULTS: While initially a skeptic of HSR as a viable alternative to more traditional modes of travel, Judge Carter quickly saw the benefit of HSR for Texas, especially as it relates to Texas as opposed to other states securing the federal funding for a HSR demonstration project during the TEA-21 reauthorization process in 2003. The District encompasses almost the entire alignment of the HSR project from College Station and Bryan on the east to IH-35 on the west.

SEPTEMBER 12, 2002 - PRESENTATION TO CITY OF PORT ARTHUR CITY COUNCIL

ATTENDED: Stanford Lynch, Dean International, Inc., Mayor Oscar Ortiz, Council Members Felix Barker, Bob Bowers, Rose Chaisson, Tom Gillam, Craig Hannah, Mayor Pro Tem Tom Henderson, Rev. Ronnie Linden, Michael "Shane" Sinegal and City Manager Stephen Fitzgibbons.

COMMENTS: Stan Lynch made a brief presentation to the Port Arthur City Council on the "Brazos Express" Transportation & High Speed Rail Corridor. After introducing Stan Lynch, Mayor Oscar Ortiz gave a very brief but positive commentary on how important he felt it was for the City of Port Arthur to be involved in the process of determining where the Brazos Express Transportation and High Speed Rail Corridor should be located. Stan also talked with Ike Mills, Executive Director, Port Arthur Economic Development Corporation. Mr. Mills was also very supportive of the concept of the Brazos Express Transportation and High Speed Rail Corridor. In addition, Erin Koenig, a reporter for "The Examiner", a local newspaper in Beaumont, mentioned that she was interested and requested a copy of the presentation.

RESULTS: After the presentation, several of the council members indicated how excited and supportive they were of the High Speed Rail Corridor concept. Mayor Oscar Ortiz and City Manager Stephen Fitzgibbons indicated that they would take up the proposal for action at one of their upcoming city council meetings.

SEPTEMBER 12, 2002 - PRESENTATION TO THE PORT OF BEAUMONT

ATTENDED: Stanford Lynch, Dean International, Inc., Chris Fisher, Executive Director Port of Beaumont and Bill Carpenter, Deputy Port Director

COMMENTS: Stan Lynch went over the power point representation with Mr. Chris Fisher and Mr. Bill Carpenter, of the Port of Beaumont. Also reviewed was the Governor's Trans Texas Corridor since they were only somewhat familiar with the Trans Texas Corridor. He also had the opportunity to review Senate Bill 1991, The National Defense Rail Act. It was explained how the Brazos Express Transportation and High Speed Rail Corridor could benefit the Port of Beaumont. Fort Hood, the City of Killeen and the City of Temple's interest in a route for the movement of troops & equipment from Fort Hood to the Port of Beaumont was discussed at the end. Mr. Fisher and Mr. Carpenter were both very interested in the military aspect of the corridor system and the potential benefits to the Port of Beaumont.

RESULTS: Executive Director Chris Fisher requested that Dean International, Inc. return on Monday, October 28, 2002 at 10:00 AM to make a full presentation to his Board of Directors. Mr. Fisher requested that Stan talk with John Roby, Director of Logistics and Public Affairs at the Port of Beaumont, to explain the Brazos Express Transportation and High Speed Rail Corridor and answer any questions that he might have.

Mr. Fisher offered to talk to Kyle Hayes, City Manager of Beaumont, to advise Mr. Hayes of this meeting and his interest in Brazos Express Transportation and High Speed Rail Corridor. Mr. Fisher requested that when we meet with Colonel Parry at Fort Hood, that we express the Port of Beaumont's interest in working with Fort Hood, the Army and the Department of Defense on this corridor coalition.

SEPTEMBER 12, 2002 – PRESENTATION TO THE BOARD OF DIRECTORS, PORT OF PORT ARTHUR

ATTENDED: Stanford Lynch, Dean International, Inc., Raymond Johnson, President of the Five Members of the Board of Commissioners: Shirley Adams, Raymond Johnson, WC Jones, Mark Underhill, Pat Woods; Legal Counsel Scott Sheldon, and guests.

COMMENTS: Stan Lynch gave the Brazos Express Transportation and High Speed Rail Corridor presentation to the Port of Port Arthur Board of Directors. All five board members attended. There was lively dialog with Mr. Raymond Johnson, President of the Board of Commissioners and the commissioners. The Board was very enthusiastic about the concept of the Brazos Express Transportation and High Speed Rail Corridor. Mr. Johnson indicated that when we finalize the formation of the Coalition documentation, that the Commission would want to consider membership.

RESULTS: The Board said they would take it under consideration with the hope of being participants and taking formal action at an upcoming meeting.

SEPTEMBER 12, 2002 – MEETING WITH JEFFERSON COUNTY JUDGE CARL GRIFFITH

ATTENDED: Stanford Lynch, Judge Carl Griffith, and Jefferson County Commissioner Waymon Hallmark

COMMENTS: Stan had a good meeting with Judge Griffith. Judge Griffith brought one of his county commissioners, Commissioner Waymon Hallmark who was very interested, excited and supportive of the Brazos Express Transportation and High Speed Rail Corridor. Mr. Griffith expressed Jefferson County's financial constraints, but did say that they want to be involved and would do what they can, including passing resolutions to support the Corridor. Mr. Griffith said that the County could participate next year if they are unable to this year.

RESULTS: Judge Griffith and Commissioner Hallmark suggested contacting Jefferson County Navigation & Waterways District to solicit their support for the Brazos Express Transportation and High Speed Rail Corridor. Judge Griffith said that this concept could be helpful to the District because of the District's ties to the two Ports.

SEPTEMBER 12, 2002 – PRESENTATION TO TEXAS DEPARTMENT OF TRANSPORTATION EXECUTIVE DIRECTOR MICHAEL BEHRENS AND HIS SENIOR STAFF

ATTENDED: TxDOT Executive Staff Attendees: Michael W. Behrens, Executive Director, James L. Randall, Director, Transportation Planning and Program, and Bob Daigh, Texas Turnpike Authority.

Brazos Express Coalition Attendees: David Blackburn, City of Killeen, Scott Cospers, City of Killeen, John Happ, City of College Station, Rose Hernandez, Harris County, Dennis Maloney, City of College Station, Mark Watson, City of Temple, David Dean, and Stanford Lynch, Dean International, Inc.

COMMENTS: David Dean made a power point presentation to Mr. Behrens and his staff representatives regarding the "Brazos Express" Transportation and High Speed Corridor. Members of the Corridor Coalition presented specific points in support of the "Brazos Express" and the Texas T-Bone Corridors relative to each of their respective locations along the Corridors. Mr. Behrens and his staff listened to the presentation and the comments from the respective Corridor Coalition member representatives. Mr. Behrens indicated that TxDOT had received a proposal from a group proposing HSR between the Dallas/FTW Metroplex to San Antonio. He also indicated that it was important to develop a strong coalition and to continue to develop the proposed plan even though the proposed Brazos Express Corridor does not follow the Trans Texas Corridor plan proposed by TxDOT.

RESULTS: Mr. Behrens accepted the formal letter submission from the Corridor Coalition and requested that his staff review the information provided in the power point presentation and provide review comments to the Coalition. He encouraged the Corridor Coalition to continue to develop support for the corridor and to work with TxDOT.

Work Plan and Scope of Services

- I. Assist the “Brazos Express” Transportation Corridor Coalition to expand the “Brazos Express” Corridor to include the Texas T-Bone Corridor and to establish and create a not for profit corporation to be identified as the Texas High Speed Rail and Transportation Corporation (THSRTC) or such other name as the Coalition shall determine to properly identify itself. Assist THSRTC members to analyze, prepare and implement strategies to achieve THSRTC goals with regard to multi-modal transportation, high speed rail, inter-modal rail, economic development, and coordination objectives;
- II. Staff meetings of THSRTC and of its standing and special task force committees;
- III. Negotiate agreements pertaining to multi-jurisdictional and agency multi-modal transportation, high speed rail, inter-modal rail, economic development, and coordination projects;
- IV. Provide each THSRTC member in good standing with the opportunity for an annual presentation on the activities of the THSRTC and projects affecting that member;
- V. Advocate projects before, interface with, and represent THSRTC interests before the following non-exclusive list of government, quasi-government and private entities:
 - A. Various Members of the United States Congress and Congressional Committees as appropriate, based on the positions of the THSRTC;
 - B. Various agencies of the Executive Branch of the federal government including the U.S. Department of Defense; U.S. Department of Transportation; the Federal Highway Administration; the Federal Railroad Administration; the Federal Transit Administration; the Federal Aviation Administration; the Department of the Treasury; the Department of Commerce; U.S. Customs;

- Immigration and Naturalization Service Transportation Security Administration;
- C. The Governor, Lieutenant Governor, Speaker of the House, and various committees of the Texas Legislature as appropriate, based on the positions of the THSRTC;
 - D. Various agencies of the executive branch of state government including the Texas Transportation Commission; Texas Department of Transportation; various regional toll road authorities; and regional mobility authorities;
 - E. Various local agencies such as county, city, regional municipal planning organizations, councils of government, economic development agencies, and chambers of commerce;
- VI. Monitor and participate in the reauthorization of TEA-21 according to THSRTC goals and objectives including the pursuit of demonstration funding within TEA-21 reauthorization for high speed rail and transportation corridor development in Texas and the amendment of S.1991 and related legislation to generally reflect the route known as the Texas T-Bone / Brazos Express High Speed Rail and Transportation Corridor;
 - VII. Identify and encourage the development of major multi-jurisdictional transportation and high speed rail projects within the THSRTC regions of the State of Texas and pursue whatever action is appropriate to expedite such projects;
 - VIII. Work to collectively promote goodwill and collaborative relationships among the United States, Mexico and Canada and the various trade corridor coalitions, airports, seaports and related transportation interests within the THSRTC regions of the State of Texas involved in expanding international trade and commerce;
 - IX. Examine State and Federal Laws that serve either to enhance or impede high speed rail mobility within the THSRTC regions of the State of Texas;
 - X. Develop strategies to involve homeland defense and national security interests in the development and implementation of high speed rail and related surface highway developments;
 - XI. Examine State and Federal Laws that affect tax incentives for development of high speed rail in the THSRTC regions of the State of Texas;
 - XII. Encourage various Colleges, Universities, MPOs, and COGs in Texas to undertake transportation/traffic/commerce/economic development and related studies to assist the goals and objectives of the THSRTC and

assist in the identification of public and private funding sources to facilitate said studies;

- XIII. Encourage collective action among the public entities located along the major transportation routes within the THSRTC to identify the areas and to promote a recognition factor which will assist with economic development activity;
- XIV. Assemble maps, graphic and political data for THSRTC member uses;
- XV. Publish a periodic electronic newsletter regarding projects, activities and developments affecting the THSRTC;
- XVI. Generate written and electronic correspondence and updates, as necessary, to the various THSRTC members regarding projects, activities and developments affecting the THSRTC;
- XVII. Work with area economic development agencies to facilitate a shared vision toward transportation improvements and economic development activities within the THSRTC;
- XVIII. Work with district TXDOT offices and related support groups to encourage the development of programs and practices that better ensure safeguarding of the lives and property of the THSRTC's citizens and residents;
- XIX. Facilitate the creation of Legislative and Congressional Caucuses to promote the interests of the THSRTC; and
- XX. Work with THSRTC to accomplish other objectives that may, from time to time, be necessary to expedite high speed rail, inter-modal rail and transportation mobility improvements, encourage economic activity and promote safety within the THSRTC regions of the State of Texas, including the admission of additional Participants to THSRTC.

SCOPE OF EXTERNAL DUTIES AND ACTIVITIES

A. Levels of Government

- International
 NAFTA implementation, Mexican activities, Canadian activities
- Federal
 U.S. Congress, Executive Branch
- State
 Texas Legislature, Executive Branch, surrounding states
- Regional
 Metropolitan Planning Organizations, Councils of Government, Mass Transit Authorities, Regional and International Airports, Port Authorities, Toll Road Authorities, Economic Development Agencies

B. Subject Matters

Rail (Freight and Passenger), Highway, Mass Transit, Sea Ports, Airports, High Speed Rail, Homeland Defense, National Security, Inter-modal Facilities, Border Facilities and International Ports of Entry, Safety, International Trade, Law Enforcement, Trade Corridors, Economic Development, Funding, Planning

C. Monitoring and Advocacy

- Strategy to monitor external activities as relevant to THSRTC's initiatives and goals
 - International, Federal, State levels of government
 - Regional implementation of initiatives
 - Multi-regional Corridors including the Trans Texas Corridor
- Proactive strategy to implement THSRTC's initiatives and goals
 - Funding and Planning
 - Federal (U.S. Congress and Executive Branch)
 - State (Texas Legislature and Executive Branch)
 - Other identified subject matters

D. Communications

- Internal communications - Adequately inform members of THSRTC
 - Federal activities (Congressional and Executive Branches)
 - State activities (Legislative and Executive Branches)
 - Regional activities (regional initiatives, corridor coalitions, etc.)
 - Newsletters and other transmitted communications
 - General session and committee meetings
 - Conferences and workshops
 - Quick notification for legislative action
- External communications – Build external support for THSRTC's initiatives and goals
 - Media and news organizations

- Regional, statewide, national conferences and workshops
- Advocacy of THSRTC positions
 - Passage of legislation (federal and state)
 - Implementation by the executive branch (federal and state)
- Membership activities