

New MOTRAN Board Members

This year saw the addition of two new faces on the MOTRAN Board, although both are familiar community leaders in the Midland or Odessa area.

Former Midland Mayor and Certified Public Accountant, J.D. Faircloth becomes the newest member from Midland. He received a BBA from Hardin-Simmons University and an MBA from the University of Texas at Austin.

J.D. has lived in Midland since 1972, and has worked as an auditor in an accounting firm, as well as, public and private practice accounting. In May 2004, he joined the audit department of Johnson Miller, and in 2008 became a partner and shareholder in the firm.

He served as Mayor of Midland from 2002-2004, when he also served as the City's representative to the MOTRAN Board. He previously served on the Midland City Council from 1989-2002.

Tom McMinn serves as the newest member from Odessa, as well as, the new MOTRAN Chairman. McMinn grew up in the Abilene and San Angelo areas and graduated with a BBA from Texas Tech University.

In 1974, he arrived in Odessa, to partner with his father at McMinn Furniture. From 1980 to the present he has served as the President of his family business.

He has also been active in the community, having served on the Odessa Development Corporation from 2005 to 2011 and having served as Chair of ODC from 2006-2008. He has also served on and chaired the Odessa Industrial Development Corporation. He has been a member of the Development Board of SouthWest Bank, the Advisory Board of Compass Bank, and a director of Permian Bank.



J.D. Faircloth



Tom McMinn

Senator Seliger's Legislative Wrap-Up



Senator Seliger

It is my distinct honor to represent the citizens of West Texas, the South Plains, and the Permian Basin in the Texas Senate. While the 82nd Legislature was not without its challenges, I am proud of all that was accomplished for the citizens of District 31.

Perhaps the greatest of these challenges was addressing the largest budget deficit that our state has faced in recent history. While every area of the budget did experience some funding reductions, I am pleased to have helped craft a balanced budget that funds essential transportation and public safety services without raising taxes on hard-working Texans. In an effort to address the growing transportation needs, the 82nd Legislature approved the issuance of the remaining \$3 billion in Proposition 12 bonds, which were approved by Texas voters in November 2007 and are backed by state general revenue.

Arguably, one of the most significant transportation measures considered during the last session was Senate Bill 1420, the TXDOT Sunset Bill. One of the provisions in the bill changes the composition of the Texas Transportation Commission. Significant to rural Texas, the bill calls for one commission member to be a registered voter in a county with a population of less than 150,000, in an effort to ensure a stronger voice for rural Texans in the transportation process.

TXDOT is now required to establish an information reporting system in which projects, reports and documentation are accessible through the agency website, and provide an electronic public complaint form. The agency's next Sunset date was extended to September 2015. Finally, the agency must undergo an internal audit performed by an independent certified public accountant which will be presented to the Sunset Advisory Commission prior to the next review.

My highest priority remains to maintain open communications with you. As always, I encourage you to contact any of my offices if I can ever be of assistance. I look forward to continuing my service to both you and the great State of Texas.

MOTRAN ALLIANCE, INC. BOARD OF DIRECTORS

FOUNDING DIRECTORS

Drew Crutcher
Odessa Chamber

Richard Morton
City of Odessa

Courtney Sharp
City of Midland

Freddie Gardner
Ector County

Robert R. Donnelly
Midland County

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City of Odessa

Mayor Wes Perry
City of Midland

Mike George
Odessa Chamber of Commerce

Judge Susan Redford
Ector County

Judge Mike Bradford
Midland County

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PAST CHAIRPERSONS

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Robert R. Donnelly • Drew Crutcher • Leldon Hensley • Susie Hitchcock-Hall

MOTRAN ALLIANCE, INC. 2011 BUSINESS CONTRIBUTORS

A Special Thank You to Our 2011 MOTRAN Business Members!

Platinum:

DEW Investments

Lone Star Abstract & Title Co., Inc.

MacLondon Companies

Gold:

Parkhill, Smith & Cooper, Inc.

Medical Center Hospital

PEMCO Equipment, Inc.

ONCOR Electric Delivery Co., LLC

Silver:

AT&T

Ref-Chem L.P.

SBC, LP

Atmos Energy

SouthWest Bank

Bob Barnes Companies

Texas Pacifico, Ltd.

Fasken Oil and Ranch, Ltd.

Eastland Oil Company

Holt Cattle Corp. (Holt Oil & Gas)

Wagner & Brown

McMinn Furniture, Inc.

Western National Bank

Union Pacific Railroad

Standard:

Warren Equipment Co.

Chisos Operating, Inc.

City of McCamey

Supporting:

Atkins, Hollmann, Jones, Peacock, Lewis & Lyon

Community National Bank

Betenbough Homes

James B. Goates, DDS, Inc.

Champion Truck & Trailer, Inc.

Mims & Smith

City of Lamesa

Permian Machinery, Inc.

Cowboys Resources Corp

Perry Management, Inc.

First Basin Credit Union

Weaver

J. D. Faircloth, CPA

West Texas Peterbilt (Odessa)

LCA



Annual Report 2011



Major Turning Point Reached in SH 349 Expansion

The year 2011 marked a major turning point in the development and expansion of SH 349 between Midland-Odessa and Lamesa. After many years of hard work an agreement was reached with the Texas Department of Transportation to expand the roadway to a four-lane undivided highway from Midland to the Dawson County line, and to provide substantial improvements to the remaining portion into Lamesa.

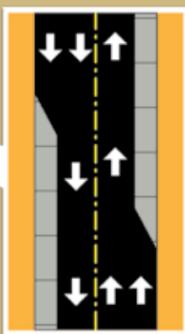
While not everything we had hoped or worked for over the years, given the current economic and budget constraints in our state and nation and the long overdue need for improved public safety, we truly believe this is a major accomplishment for all of us in the Permian Basin.

In the late 1990's Dr. Ray Perryman indicated an economic impact of well over \$4 billion from creation of a 4-lane connection between the Amarillo, Lubbock, and Odessa-Midland metropolitan statistical areas.

While those in the business community can easily understand the economic benefit of this vital transportation infrastructure, what is even more understood by residents of the Permian Basin is the impact doing nothing has had on family and friends.

When we created the FIX349.com website, we partnered with Jami Owen of Midland. Jami is an incredible person in her own right, full of energy and enthusiasm. However, she is also a wife and a mother, who knows first-hand, how dangerous this roadway has become. On December 21, 2009, her husband, Mark, was killed and her daughter, Aurora, was injured in a car accident on SH 349, coming home from a doctor's appointment, just days before Christmas.

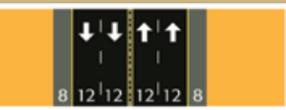
The safety related statistics on SH 349 make a clear case as to why this project was important, but Jami, through her own story of heartache and grief, turned these numerical statistics into the names and faces of our friends and neighbors.



Her story also helped to inspire so many others to share their own experiences on SH 349 through comments and letters. Their stories have inspired thousands of people to sign up and be vocal in their support of making these long overdue and much needed improvements.

For many years, MOTRAN has worked to make a case for these improvements. We talked about the economic benefits of SH 349 and we demonstrated the dire consequences of not making improvements, all to no avail.

Then something changed. The communities Midland and Odessa came together and through active and vocal support from citizens across the Permian Basin and beyond, our elected leaders and government agencies finally understood that this project was important.



While we make note of some particular Thank You's for the specific efforts of certain individuals, please understand that what ultimately made this project a reality was the support of you and the thousands of citizens from around the Permian Basin. Thank you!



Chairman's Remarks



Robin Donnelly

During the last year, I have been honored to serve another term as Chairman of the Midland-Odessa Transportation (MOTRAN) Alliance, Inc.

While I have truly enjoyed my service as the Chair and as a Board Member, I have found myself a bit perplexed at times, trying to explain what all MOTRAN does. Of course, working to improve transportation infrastructure in our area is a big part of what we do. Whether it is by air, rail, or highway, we realize that having an adequate, well-maintained transportation system is paramount to our economic future.

Promoting our area and our transportation network to businesses throughout the United States and throughout the world is also a big part of what we do. We realized a long time ago, when oil and gas prices were not good, how important it was to diversify our economy and our tax base. Our location is within 24 hours of drive time from Mexico City to the Canadian Border, or from the East Coast to

the West Coast. MOTRAN has worked to capitalize on our location and our transportation infrastructure to let folks know what an asset our area can be for purposes of trade and logistics.

Finally, MOTRAN serves another important function, although rarely mentions it. MOTRAN is an entity created by the business communities of both cities, both chambers, and both counties in Midland-Odessa. This joint entity brought leaders from both communities to the table to sit down, work out differences, and make our vision for the Permian Basin, a reality.

Those opportunities have led to countless discussions by both sides, on a whole host of other issues. This year, those discussions also paid off on a project that has been long overdue, improvements to SH 349 between Midland-Odessa and Lamesa. Without the support of both communities and the responses and comments from over 2,000 people here in the Permian Basin, this project would still be just a dream. However, because of the support of residents throughout the Permian Basin and Panhandle, this project is moving forward, despite all of the roadblocks and obstacles we have encountered over the years.

Whether it is the drought, the recent state legislature, or new federal rules regarding the protection of a lizard, we know that it takes a lot of hard work to keep West Texas from being "run over". It takes even more energy and dedication for us to accomplish great things for our part of the state. This was a good year for MOTRAN, with completion of a new overpass at SH 349/SH 158 and an agreement to make the much needed improvements to SH 349 between Midland-Odessa and Lamesa and we hope we can continue to count on your support going forward.

Thanks Go To The Following Entities For Their Financial Support Of The Expansion Of State Highway 349 Between Midland And Lamesa

Motor MPO
(Includes Cities of Midland and Odessa, Ector and Midland Counties)

Midland Development Corporation
Midland County
Lamesa Development Corporation

City Of Lamesa
Dawson County
Midland-Odessa Transportation Alliance

Special thanks goes to
Jami Owen and her family for their support of this project.

Developments Begin along Craddick Highway



This year has seen two major developments on the new SH 349 Reliever Route, named in honor of Nadine and Tom Craddick.

Construction was completed late this year on the Craddick Highway Overpass at SH 158. "This has been a major achievement for development of the new roadway," said MOTRAN Chairman Robin Donnelly. "It is a long overdue improvement for public safety and it creates a new gateway for Midland-Odessa."

The project, which had been pulled from the original plans by TXDOT due to financial concerns, was later added back after the construction of the SH 349 Reliever Route came in significantly under budget. As an at-grade intersection, the site had been the scene of numerous accidents and fatalities.

MOTRAN President James Beauchamp said Past Chairman Drew Crutcher of Odessa deserved credit for resolving the situation. "MOTRAN fought long and hard to get this project added back. Certainly, looking at the fatalities that happened here, from a safety standpoint, this project makes sense. However, if it had not been for Drew Crutcher's insistence that the Department provide us a letter saying if the project came in under budget this overpass would be constructed, this structure would not have been built and many more would ultimately die needlessly at this intersection."

Chairman Robin Donnelly echoed the same sentiment. "Due to the escalating costs we were seeing, at that time, I don't think any of us really felt the project would come in under budget," said Donnelly. "Drew's experience as an engineer has been a great asset to MOTRAN and this project is yet another example of his valuable service to the community."

In July of 2011, Fasken Oil and Ranch, Ltd. held the groundbreaking on its new 60,000 square-foot corporate headquarters to be built at their C Ranch property located at Holiday Hill Road and Sherwood Drive adjacent to the Craddick Highway.

The construction marks the first major office project since the 1980s and will also include development of the Vineyards, a master planned community consisting of residential, multi-family, office space, and retail development.

The Vineyards will also include parks, trails, and space for a future elementary school. The landmark project incorporates development of oil and gas properties with the area's growing residential housing needs.

