

EXHIBIT 17

LIQUIDATED DAMAGES FOR LANE CLOSURES

1. Lane Closures On Connecting Highways

Any Lane Closure on the connecting highways identified in Table 17-1 not prohibited under Section 18.3.2 of the Technical Provisions will be subject to the following Liquidated Damages:

Table 17-1: Liquidated Damages for Lane Closures on Connecting Facilities

Hardy Toll Road	Liquidated Damages Per Hour	
	Peak Period	Off-Peak Period
One Lane Closed	\$ 1,200	\$ 0
Two Lanes Closed	\$ 4,400	\$ 1,200

IH-45	Liquidated Damages Per Hour Per Lane Closed	
	Peak Period	Off-Peak Period
Mainlane Closure	\$ 1,200	\$ 400
Frontage Road Closure	\$ 0	\$ 0

US 290, SH 249, US 59	Liquidated Damages Per Hour Per Lane Closed	
	Peak Period	Off-Peak Period
Mainlane Closure	\$ 1,200	\$ 0
Frontage Road Closure	\$ 0	\$ 0

Peak Period means 6:00 a.m. to 8:00 p.m. Monday through Friday. Off-Peak Period means weeknights from 8:01 p.m. to 5:59 a.m. and weekends from 8:01 p.m. on Friday to 5:59 a.m. on Monday.

2. Lane Closures On The Project

(a) Liquidated damages (“Liquidated Damages for Lane Closures”) shall be assessed in accordance with this Section 2 of Exhibit 17 for certain Lane Closures on the Project during the Term and more particularly during the Warranty Term, as described in Section 11.1.2 of the Development Agreement. The assessment of Liquidated Damages shall be for Lane Closures in the mainlanes, on ramps and on direct connectors during which one or more lanes (including main lanes, ramps and direct connectors) are closed or do not meet the minimum requirements for permitted Lane Closures set forth in Table 18-1 of the Technical Provisions.

(b) Liquidated Damages for Lane Closures shall be assessed for any Lane Closures (on mainlanes, ramps and direct connectors only) that occur in

connection with the performance of the Work and shall be assessed every hour or part thereof for each lane closed. Developer shall report to TxDOT on a daily basis any Lane Closures or reduced widths which give rise to Liquidated Damages for Lane Closures.

(c) Developer shall not be assessed Liquidated Damages for Lane Closures for rolling lane closures for the purpose of construction and/or maintenance activities above closed lane(s) if the rolling lane closure is less than 15 minutes in duration during the Off-Peak Period and provided that the queued traffic can be dispersed within 10 minutes and returned to the same Level of Service (LOS) as existed prior to the commencement of the Work. If the traffic queue resulting from the Work cannot be dispersed within 10 minutes, then liquidated damages shall be assessed in accordance with Table 17-2. Liquidated damages for rolling lane closures shall also be assessed in accordance with Table 17-2 if any rolling lane closure, including moving lane closures, is greater than 15 minutes in duration, is for any purposes other than overhead work, or if the traffic queue resulting from a lane closure cannot be disbursed within 10 minutes.

(d) Except as provided in Section 2(e) hereof, Liquidated Damages for Lane Closures, as defined in this Exhibit 17, shall be calculated for any period during the Term in accordance with Table 17-2. The directional average hourly volume available from electronic toll transactions for the corresponding time and day(s) of the week (excluding holidays) from the previous full month will be used to determine the amount of Liquidated Damage for Lane Closures. Each of the amounts of liquidated damages set forth in Table 17-2 shall be increased annually on January 1 of each year after the Effective Date by a percentage equal to the percentage increase in the CPI between the CPI for October of the second immediately preceding year and the CPI for October of the immediately preceding year. In no event shall the amount be less than the amount in effect during the immediately preceding year. If there is a decrease or no increase in the CPI index then there shall be no increase in the amounts of liquidated damages.

(e) The amount of the Liquidated Damages for Lane Closures during any period after opening of the relevant portion of the Project to traffic in which all lanes in one direction (including main lanes, ramps and direct connectors) are closed shall be based on loss of gross toll revenues using the directional average hourly volume available from electronic toll transactions for the corresponding time and day(s) of the week (excluding holidays) from the previous full month and applying the current toll rate for the location.

Table 17-2: Liquidated Damages by volume per hour

Directional Traffic Volume (Hourly)	Liquidated Damage per hour for a partial lane closure (2012\$)
< 1,800	\$ 0
1,800 to 1,899	\$ 100
1,900 to 1,999	\$ 200
2,000 to 2,099	\$ 300
2,100 to 2,199	\$ 400
2,200 to 2,299	\$ 500
2,300 to 2,399	\$ 600
2,400 to 2,499	\$ 700
2,500 to 2,599	\$ 800
2,600 to 2,699	\$ 1,000
2,700 to 2,799	\$ 1,100
2,800 to 2,899	\$ 1,200
2,900 to 2,999	\$ 1,300
3,000 to 3,099	\$ 1,500
3,100 to 3,199	\$ 1,600
3,200 to 3,299	\$ 1,700
3,300 to 3,399	\$ 1,900
3,400 to 3,499	\$ 2,000
3,500 to 3,599	\$ 2,200
3,600 to 3,699	\$ 2,300
3,700 to 3,799	\$ 2,500
3,800 to 3,899	\$ 2,700
3,900 or more	\$ 2,800