

MINUTES
FORT BEND COUNTY TOLL ROAD AUTHORITY

April 20, 2016

The Board of Directors (the “Board”) of the Fort Bend County Toll Road Authority (the “Authority”) met in regular session, open to the public, on April 20, 2016, at the offices of the Greater Fort Bend Economic Development Council, One Fluor Daniel Drive, Sugar Land, Texas, and the roll was called of the members of the Board:

James D. Condrey, DDS	Chairman
Bobbie A. Tallas	Vice Chairman
Charles Rencher	Secretary
Dean Hrbacek	Assistant Secretary
William D. Kee, III	Treasurer/Assistant Vice Chairman

and all of the above were present, thus constituting a quorum.

Also present for all or part of the meeting were: Gary Gehbauer of Brown & Gay Engineers, Inc.; Pamela Logsdon of AVANTA Services; Richard Stolleis and Charles Dean of Fort Bend County (the “County”); Michael Stone, Phil Martin, and Megan Browne of Mike Stone Associates, Inc. (“MSA”); Nancy Carter and Amy N. Love of The Muller Law Group (“MLG”). A list of others in attendance is attached.

Director Condrey called the meeting to order.

RECEIVE PUBLIC COMMENTS

Director Condrey opened the meeting to receive public comments. There being no public comments, Director Condrey closed the meeting to public comments.

CONSENT AGENDA

Director Tallas moved to approve the following Consent Agenda items: (1) the meeting minutes from March 23, 2016; (2) the bookkeeper’s report, including payment of bills; and (3) the operating report. Director Rencher seconded the motion, which was approved by unanimous vote. Copies of documents related to Consent Agenda items are included in the attached Board Book.

ADDITIONAL OPERATING MATTERS

Mr. Stone reported on repairs to the Authority’s illumination system. He stated that the contractor was scheduled to start repairs this week but has been delayed due to weather conditions. Mr. Stone then reviewed various costs incurred by the Authority in replacing current high intensity discharge bulbs when they go out and recommended replacing them with LED bulbs, which are comparable in price and have a longer lifetime. Discussion ensued regarding a comprehensive bulb replacement program, and Mr. Stone stated that he will provide the Board with a replacement schedule recommendation and cost estimate at the next regular Board meeting.

PETITION TO THE CITY OF MISSOURI CITY FOR ANNEXATION OF 0.242 ACRE OF LAND INTO THE CITY'S CORPORATE LIMITS (FOR BEND PARKWAY AT SIENNA PARKWAY)

Ms. Carter reported that the City of Missouri City (the "City") has inadvertently disannexed a 0.242 acre tract, which is owned by the Authority and serves Sienna Parkway. Ms. Carter stated that the City will not maintain property located outside its corporate limits, and has requested that the Board approve a Petition for Addition of Certain Land to annex the property back into the City's corporate limits. Following review and discussion, Director Hrbacek moved to approve execution of a Petition for Addition of Certain Land. Director Rencher seconded the motion, which passed unanimously.

AMENDED AND RESTATED RESOLUTION ESTABLISHING INDEMNIFICATION OF AND ADVANCEMENT OF EXPENSES TO MICHAEL E. STONE D/B/A PROFESSIONAL PROJECT MANAGEMENT SERVICES

Mr. Stone gave an update on a lawsuit that was filed with the 334th Judicial District Court of Harris County, Texas, No. 2008-19417; *Zuleima Olivares, Individually and as the Representative of the Estate of Pedro Olivares, Jr., and Pedro Olivares, Individually v. Harris County, Fort Bend County, Texas Department of Transportation, Harris County Toll Road Authority and Fort Bend County Toll Road Authority* (the "Olivares Case"). He stated that the Olivares Case has been settled. Ms. Carter then reviewed an Amended and Restated Resolution Establishing Indemnification of and Advancement of Expenses to Michael E. Stone d/b/a Professional Project Management Services, which would allow the Authority to pay for Mr. Stone's settlement expenses related to the Olivares Case. Ms. Logsdon presented a summary of costs paid by the Authority on behalf of Mr. Stone's expenses related to defense of the Olivares Case. Mr. Stone reported that the total amount previously authorized in the Resolution is not proposed for amendment. Following review and discussion, Director Kee moved to adopt the Amended and Restated Resolution Establishing Indemnification of and Advancement of Expenses to Michael E. Stone d/b/a Professional Project Management Services, subject to approval by Commissioners Court. Director Tallas seconded the motion, which was approved by unanimous vote.

FORT BEND PARKWAY STATE HIGHWAY 6 CROSSING

Mr. Stone and Mr. Gehbauer gave an update on the status of construction of the State Highway 6 Crossing project. Mr. Gehbauer recommended the Board approve Change Order No. 11 to Williams Brothers Construction, Inc., as a net reduction of \$6,996.61. Following review and discussion, Director Tallas moved to approve Change Order No. 11 to Williams Brothers Construction, Inc., in the amount of (\$6,996.61). Director Rencher seconded the motion, which was approved by unanimous vote.

Mr. Stone reviewed and recommended the Board approve Supplemental Agreement No. 1 to the Agreement of January 21, 2015, for Engineering Services with Geotest Engineering, Inc. Ms. Love reported that the Form 1295 for the proposed work has been submitted. Following review and discussion, Director Hrbacek moved to approve Supplemental Agreement No. 1 with Geotest Engineering, Inc., subject to approval by Commissioners Court. Director Kee seconded the motion, which was approved by unanimous vote.

Mr. Stone then reviewed and recommended the Board approve Supplemental Agreement No. 1 to Construction Inspection Services Agreement dated January 21, 2015 with Taylor Construction Management, LLC. Following review and discussion, Director Hrbacek moved to authorize the Authority's Chairman to execute Supplemental Agreement No. 1 with Taylor Construction Management, LLC, subject to receipt of Form 1295 and approval by Commissioners Court. Director Kee seconded the motion, which was approved by unanimous vote.

WESTPARK EXTENSION, PROJECT B

Mr. Stolleis and Mr. Stone reported on the Westpark Extension, Project B. No Board action was needed.

Discussion ensued regarding maintenance of the METRO corridor. Mr. Stone stated that MSA inspected the corridor and will meet with Authority's consultants to discuss a maintenance plan for the corridor. No Board action was needed.

FORT BEND PARKWAY, PROJECT B-2 AND C-1

Mr. Stolleis gave an update on the Fort Bend Parkway, Project B-2 and C-1 project. He stated that CDM Smith, Inc. is scheduled to have a draft traffic and revenue study for the June 2016 Board meeting. No Board action was needed.

CONVENE IN EXECUTIVE SESSION PURSUANT TO SECTION 551.072, TEXAS GOVERNMENT CODE, TO DELIBERATE THE PURCHASE, EXCHANGE, LEASE, OR VALUE OF REAL PROPERTY

The Board did not convene in Executive Session.

There being no further business to come before the Board, the meeting was adjourned.





Secretary, Board of Directors

LIST OF ATTACHMENTS

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