

MINUTES
FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY

April 19, 2017

The Board of Directors (the “Board”) of the Fort Bend Grand Parkway Toll Road Authority (the “Authority”) met in regular session, open to the public, on April 19, 2017, 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 except Director Rencher, thus constituting a quorum.

Also present for all or part of the meeting were: Cassie Stinson of Boyar Miller; Colin Parrish of Statehouse Consultants LLC; Pamela Logsdon of AVANTA Services; Cliff Kavanaugh of FirstSouthwest, a Division of Hilltop Securities, Inc.; Richard Stolleis of Fort Bend County (the “County”); Gary Gehbauer of Brown & Gay Engineers, Inc.; Michael Stone, Phil Martin, and Megan Browne of Mike Stone Associates, Inc. (“MSA”); Richard L. Muller, Jr. 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 further public comments, Director Condrey closed the meeting to public comments.

CONSENT AGENDA

Director Kee moved to approve all items on the consent agenda, which includes: (1) the meeting minutes from March 15, 2017; (2) the bookkeeper’s report, including payment of bills; and (3) the operating report. Director Tallas seconded the motion, which was approved by unanimous vote. Copies of documents related to consent agenda items are included in the attached Board Book.

UPDATE ON SOUND MITIGATION ALTERNATIVES ALONG SEGMENT C FROM DRAINAGE CHANNEL TO SANSBURY BOULEVARD

Mr. Muller reported on a meeting held with Texas Department of Transportation (“TxDOT”) on April 10, 2017, to discuss a sound wall. He stated that he is waiting on additional information from TxDOT regarding legal matters. Mr. Muller added that the design engineers has been asked to provide the Authority with a letter confirming that the road meets all safety requirements and guidelines. The Board requested the letter from the design engineer be forwarded to all Board members and the Canyon Gate Homeowners Association once received.

AMEND TOLL RATE SCHEDULE

Mr. Stone and Mr. Muller reviewed and discussed changes that were made to the Amended and Restated Order Establishing a Toll Rate Schedule for the Fort Bend Grand Parkway Toll Road (“Order”) and Business Requirements. Following review and discussion, Director Kee moved to: (1) adopt the Order, subject to approval by Commissioners Court; and (2) approve the revised Business Requirements, subject to approval by Commissioners Court. Director Tallas seconded the motion. Director Condrey called the question, and Directors Tallas, Condrey, and Kee voted aye. Director Hrbacek voted no. The motion thus passed.

ADDITIONAL OPERATING MATTERS

Mr. Stone discussed additional operating matters with the Board and reported on permits applications and construction along the Grand Parkway.

Mr. Stone reported on the transition of violation processing services from Conduent (formerly Xerox) to SWC Group, LLC (“SWC”). He noted that the first phase of the transition occurred and SWC’s call center is open and processing violations. Mr. Stone added that the second phase, mailing of toll violation notices, is scheduled to start in May 2017.

Ms. Browne reviewed a chart detailing the number of calls received and customer hold times with SWC. She noted that customer service has improved significantly.

Mr. Stone reported that MSA is working on revising the Authority’s website. He stated that a draft of the revised website is scheduled to be available for review by the Board at the next regular Board meeting. Mr. Stone then recommended the Board consider adopting a new logo for the Authority that is more visible at night. No Board action was taken.

Mr. Stone reported on the flood monitoring system and gave an update on the services that will be provided by Remote Monitoring Systems and services that will be provided by the Authority. No Board action was taken.

CAPITAL IMPROVEMENTS

SEGMENT “C” PHASE I (U.S. 59 TO RABBS BAYOU)

Mr. Stone reported on the status of the project and recommended approval of Change Order Nos. 11, 12, 13, and 14 in the amounts of \$3,008.75, \$16,000, \$3,765.04, and \$2,469.45, respectively, to James Construction Group for the construction of Segment “C,” Phase 1. He added that final acceptance of this project is scheduled to be presented at the next regular Board meeting. Following review and discussion, Director Tallas moved to approve the Change Orders. Director Kee seconded the motion, which was approved by unanimous vote.

DESIGN OF DIRECT CONNECTORS AT FM 1093/WESTPARK

Mr. Gehbauer reported on the progress of design of the direct connectors at FM 1093.

JOINT PROJECT AGREEMENT WITH FORT BEND COUNTY FOR U-TURNS AT HARLEM ROAD

Mr. Stolleis reviewed a Joint Project Agreement Regarding Harlem Road Intersection Improvements and Related Construction (the "Agreement") between the Authority and the County. Following review and discussion, Director Hrbacek moved to approve the Agreement, subject to approval by Commissioners Court. Director Kee seconded the motion, which was approved by unanimous vote.

SPECIAL PROJECTS

Mr. Stone reviewed the Authority's special projects list.

Mr. Muller distributed and reviewed an Interlocal Agreement for the Design and Construction of Erosion Control Facilities between the Authority and Fort Bend County Levee Improvement District No. 7 ("LID No. 7") ("Interlocal Agreement") for repair work related to the Brazos River Erosion. Discussion ensued regarding revisions to the Interlocal Agreement and the Board requested a portion of Section 3.3 be revised to require LID No. 7 to repay the Authority the funding balance one year from the effective date and for interest to accrue on any funding balance that remains unpaid after the deadline established in Section 3.3 at a rate equal to the interest rate on 2-year U.S. treasury on the day the fund balance is due. Following review and further discussion, Director Hrbacek moved to approve and authorize execution of the Interlocal Agreement subject to (1) final approval by Director Condrey and Tallas and (2) approval by Commissioners Court. Director Kee seconded the motion, which was approved by unanimous vote.

Mr. Stone recommended the Board approve Supplemental Agreement No. 2 in the amount of \$398,066.46 to the contract with Freese and Nichols, Inc. ("F&N") to provide for geotechnical services, design and construction documents for the protection of the north bridge abutment. Following review and discussion, Director Tallas moved to approve Supplemental Agreement No. 2 with F&N, subject to approval by Commissioners Court. Director Kee seconded the motion, which was approved by unanimous vote.

Mr. Stone reported on the status of the turn lane and signal modification at FM 1093/SH 99. He stated that a notice to proceed will be issued on April 24, 2017. No Board action was needed.

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

Secretary, Board of Directors

(SEAL)

LIST OF ATTACHMENTS

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