

MINUTES
FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY

February 21, 2018

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 February 21, 2018, 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: Colin Parrish of Statehouse Consultants, Cliff Kavanaugh of Hilltop Securities, Inc.; Richard Stolleis of Fort Bend County; Gary Gehbauer of Brown & Gay Engineers, Inc.; Mike Stone and Megan Browne of Mike Stone Associates, Inc. ("MSA"); Richard L. Muller, Jr., Shima Jalalipour, Jenny Salgado, and Keely Campbell of The Muller Law Group, PLLC. 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 all items on the consent agenda, which includes: (1) the meeting minutes from January 17, 2018, subject to revisions; (2) the bookkeeper's report, including payment of bills; and (3) the operating report. Director Hrbacek seconded the motion, which was approved by unanimous vote. Copies of documents related to consent agenda items are included in the attached Board Book.

JODIE STAVINOHA BRIDGE EROSION PROJECT

Mr. Stone reported on the status of the Jodie Stavinoha Bridge Erosion Project (the "Project").

Mr. Stone presented and reviewed Change Order No. 3 for a deduction to the contract in the amount of \$323,079.96 to NBG for the construction of the Jodie Stavinoha Bridge. Mr. Gehbauer stated that the deduction in the contract amount is associated with a new design of the Project necessitated by Hurricane Harvey. Mr. Stone recommended approval of Change Order No. 3. Following review and discussion, Director Kee moved to approve Change Order No. 3. Director Tallas seconded the motion, which passed unanimously.

Ms. Browne reported Wendorf Beward & Partners is working on the application for reimbursement related to the 2016 flood event to submit to the Community Development Block Grant Disaster Recovery Program. Ms. Browne noted MSA is working with the Federal Emergency Management Agency to finalize reimbursement for Hurricane Harvey emergency response and repairs.

AMENDED AND RESTATED ORDER ESTABLISHING A TOLL RATE SCHEDULE FOR THE FORT BEND GRAND PARKWAY TOLL ROAD; PROHIBITING THE OPERATION OF A MOTOR VEHICLE ON THE ROAD SYSTEM AFTER FAILURE TO PAY REQUIRED TOLL OR CHARGE; ESTABLISHING AN ADMINISTRATIVE ADJUDICATION HEARING PROCEDURE FOR VIOLATION OF THE ORDER CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

The Board tabled action on this agenda item at this time.

LEGISLATIVE UPDATE

Mr. Parrish reported on legislative matters impacting toll roads.

CRITICAL LOAD SPREADSHEET

Mr. Muller reviewed a Critical Load Spreadsheet of the Authority's facilities. He stated that the Critical Load Spreadsheet was updated to reflect changes to the West Airport traffic signal meter. Following review and discussion, Director Kee moved to approve the Critical Load Spreadsheet and authorize filing of the spreadsheet with the appropriate agencies and in the District's official records. Director Hrbacek seconded the motion, which passed unanimously.

ADDITIONAL OPERATING MATTERS

Ms. Browne and Mr. Stone discussed additional operating matters.

Mr. Stone discussed and reviewed toll violation notifications, copies of which are attached in the Board Book. Mr. Stone stated Linebarger Goggan Blair & Sampson, LLP ("Linebarger") executed an Agreement with Fort Bend County for administrative hearing services. Mr. Stone reported the Authority is working on circulating violation notices to vehicles with temporary license plates.

Mr. Stone reported on the Central United States Interoperability HUB meeting that took place in January. Discussion ensued regarding alternative methods of lowering costs to the Authority. Mr. Stone stated that 88-90% of drivers that use the Authority toll roads have a toll tag registered with Harris County. Following review and discussion, Director Hrbacek moved to authorize MSA to begin discussions with SWC Group, LP ("SWC") to create accounts and issue Fort Bend Toll Tags. Director Kee seconded the motion, which passed unanimously.

SPECIAL PROJECTS

Mr. Gehbauer stated that bids were received for the West Airport Exit Ramp on February 13, 2018. There were four bidders, with ISI Contracting, Inc. ("ISI"), submitting the lowest bid in the amount of \$573,668.69. Mr. Muller reported that Fort Bend County Municipal Management District

No. 1 ("FB MMD No. 1") has been notified of the construction cost. Mr. Muller recommended postponing acceptance of the bid with ISI until the Authority is in receipt of the funds from FB MMD No. 1. No Board action was taken.

Ms. Browne reported on trip building. She discussed and reviewed how transactions within each trip will be defined. Mr. Stone noted that MSA is still working to implement trip building with the Harris County Toll Road Authority.

Mr. Gehbauer presented and reviewed a report on the direct connectors. Mr. Muller noted the report is under review.

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




Secretary, Board of Directors