

MINUTES
FORT BEND COUNTY TOLL ROAD AUTHORITY

April 19, 2017

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 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 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 March 15, 2017; (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.

ADDITIONAL OPERATING MATTERS

Mr. Stone reported there are no additional operating matters to discuss at this time.

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 County Toll Road System ("Order") and Business Requirements. Following review and discussion, Director Kee moved to: (1) approve changes to the Order; (2) approve changes to the Business Requirements; and (3) approve a recommendation to Fort Bend County Commissioners Court to adopt the Order. 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.

FORT BEND PARKWAY STATE HIGHWAY 6 CROSSING

Mr. Stone reported on the Fort Bend Parkway State Highway 6 Overpass. He stated that the contractor is continuing to work on installing permanent traffic signals at the intersection, grading of the detention ponds, pavement markings, and painting of the bridge columns. He then reviewed and recommended the Board approve Supplemental Agreement No. 2 to the Agreement of January 21, 2015, for Engineering Services with Geotest Engineering, Inc. in the amount of \$5,400. Following review and discussion, Director Kee moved to approve Supplemental Agreement No. 2 with Geotest Engineering, Inc., subject to approval by Commissioners Court. Director Hrbacek seconded the motion, which was approved by unanimous vote. Ms. Love reported that the Form 1295 for the proposed work has been submitted.

WESTPARK EXTENSION, PROJECT B

Mr. Stone reported on the Westpark Extension, Project B. Mr. Stolleis reported on the design status of Phase II to the Westpark Extension. A copy of the progress report is included in the Board Book. Mr. Stone then recommended the Board approve Supplemental Agreement No. 3 with TransCore in the amount of \$829,981 to install an electronic toll collection site on the Westpark Tollway, including operation and maintenance. Following review and discussion, Director Tallas move to approve Supplemental Agreement No. 3 with TransCore in the amount of \$829,981, subject to approval by Commissioners Court. Director Hrbacek seconded the motion, which was approved by unanimous vote. Ms. Love reported that the Form 1295 for the proposed work has been submitted.

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

The Board reviewed Bio-West's report on completing work for the environmental permit application for the Fort Bend Parkway Extension, Segments B-2 and C-1. No Board action was taken.

SPECIAL PROJECTS

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

Mr. Muller stated that the City of Wallis and the City of Eagle Lake have indicated a willingness to accept responsibility for maintaining the old METRO right-of-way outside of Fort Bend County ("Westpark Rail Corridor"). He added that it necessary to prepare a series of agreements between the Authority and the cities that establish what activities and facilities are permitted, to assign liability associated with any activity or facilities. Mr. Muller noted that the agreements must ensure the preservation of the Westpark Rail Corridor as required by the Rail to Trails Agreement and Federal Law. He recommended the Board engage Cassie Stinson of Boyer and Miller to negotiate and draft any agreements with the aforementioned cities on the Authority's behalf regarding these matters. Discussion ensued regarding the services that Ms. Stinson will provide to the Authority and the Board requested Ms. Stinson submit a budget prior to commencing work.

Following review and discussion, Director Hrbacek moved to authorize execution of an engagement letter with Boyer and Miller to negotiate and draft agreements with the City of Wallis and the City of Eagle Lake for use of the Westpark Rail Corridor, subject to receipt of a Form 1295, and approval by Commissioners Court. Director Kee seconded the motion, which was approved by unanimous vote.

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



(SEAL)

A handwritten signature in black ink, consisting of several fluid, connected letters, positioned above a horizontal line.

Secretary, Board of Directors

LIST OF ATTACHMENTS

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