

MINUTES
FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY

November 28, 2018

The Board of Directors (“Board”) of the Fort Bend Grand Parkway Toll Road Authority (“Authority”) met in regular session, open to the public, on November 28, 2018, at the offices of The Muller Law Group, PLLC, 202 Century Square Boulevard, Sugar Land, Texas 77478, 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: Colin Parrish of Statehouse Consultants, LLC; Josh Hargrave and Corrie Aday of Harco Insurance Services; Chief Deputy John Hermann of Fort Bend County Precinct 4 Constable’s Office (“Precinct 4”); Richard Stolleis of Fort Bend County (“County”); David Gornet of Gornet Consulting, LLC; William “Trey” Cash, III of Masterson Advisors, LLC; James Thompson of Lucrum Investments, LLP; Gary Gehbauer of Brown & Gay Engineers, Inc. (“BGE”); Mike Stone and Megan Browne of Mike Stone Associates, Inc. (“MSA”); and Richard L. Muller, Jr. and Keely Campbell of The Muller Law Group, PLLC (“MLG”).

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 items on the consent agenda: (1) the meeting minutes from the regular Board meeting held on October 17, 2018; (2) the bookkeeper’s report, including payment of bills, account reconciliation, budget, flow of funds, and summary of construction pay estimates, subject to an update to the flow of funds, a copy of which is attached; and (3) the operating report. Director Kee seconded the motion, which was approved by unanimous vote.

Copies of documents related to the consent agenda items are included in the attached Board Book.

LEGISLATIVE UPDATE

Mr. Parrish reported on legislative matters impacting toll roads.

PROPOSED REVISION TO TML INSURANCE POLICY

Mr. Hargrave presented and reviewed a proposal for revisions to the Authority's TML insurance policy for property, equipment, general liability, cyber liability, pollution liability, law enforcement liability, automobile liability, and worker's compensation coverage. As previously requested by the Board, he discussed an increase in law enforcement liability insurance, flood provision terms, and the effects of a potential increase in deductible. Following review and discussion, the Board appointed a sub-committee, comprised of Director Tallas, to work with Harco regarding the proposed insurance revisions and provide a recommendation to the Board.

PEEK ROAD OVERPASS

Mr. Gornet presented and reviewed a summary of the County's submittal to the Houston-Galveston Area Council ("HGAC") for potential funding of the SH-99 Overpass at Peek Road. He noted a high score in benefit-to-cost ratio for this project. Mr. Stolleis added that HGAC is scheduled to release the results of their review in January 2019, with final recommendations to be released in March 2019.

Mr. Gehbauer recommended that the Board authorize BGE to negotiate with TEDSI Infrastructure Group for the scope and fee for the design of one traffic signal located at the intersection of Peek Road and SH-99. Following review and discussion, Director Kee moved to authorize such negotiation. Director Tallas seconded the motion, which was approved by unanimous vote.

NORTHBOUND MAIN LANES FROM FM 1464 TO WEST AIRPORT BOULEVARD

Mr. Gornet presented and reviewed a summary of the County's submittal to HGAC for potential funding of the SH-99 northbound main lanes from FM-1464 to West Airport Boulevard. No Board action was necessary.

ADDITIONAL OPERATING MATTERS

UPDATE ON APPLICATIONS FOR FLOOD RELIEF FUNDS

Ms. Browne reported that all documentation required to apply for Emergency Relief Funding on eligible roadways, for local government agencies that received rejection letters from the Federal Emergency Management Agency ("FEMA") because of their classification, was submitted to the Texas Department of Transportation ("TXDoT"). She noted that she had not yet received a response from TXDoT.

UPDATE ON DITCH M UNDERPASS LIGHTING

Mr. Stone reported that BGE completed the design of underpass lighting at Ditch M. Mr. Stone recommended soliciting three proposals for the installation of the underpass lighting. Following review and discussion, Director Tallas moved to authorize MSA to solicit proposals for the underpass lighting. Director Rencher seconded the motion, which was approved by unanimous vote.

TRANSCORE SUPPLEMENTAL AGREEMENT NO. 4

Ms. Browne reported that during TransCore, LP's installation of cameras, additional electrical work was required with CenterPoint Energy. She recommended approval of Supplemental Agreement No. 4 to Agreement of November 15, 2017 for Toll Systems Operation and Maintenance Master Service Agreement with TransCore, LP ("Supplemental Agreement"), for this additional work, in the amount of \$57,500. Following review and discussion, Director Kee moved to approve the Supplemental Agreement. Director Tallas seconded the motion, which was approved by unanimous vote.

VIOLATION PROCESSING CENTER FINAL ACCEPTANCE

Ms. Browne reported that all documents and procedures required for the completion of the Violation Processing Center's project, pursuant to the Violation Processing Services Agreement with SWC Group, LP ("SWC"), for the transition of toll violations from Xerox, are in place and have been properly tested. Mr. Stone recommended final acceptance of the project. Following review and discussion, Director Hrbacek moved to accept the completed project, as recommended. Director Rencher seconded the motion, which was approved by unanimous vote.

PRECINCT 4 CONSTABLE TRAINING

Chief Deputy Hermann reported that Sergeant Garret, as the Patrol Sergeant for the Toll Road System, has recommended that he attend the Supervisor Leadership Institute for training focused on credibility, discipline, liability, overcoming team dysfunction and leadership. He noted that the cost of the class, as well as travel and lodging, would be approximately \$2,769. Chief Deputy Hermann added that Sergeant Garret also recommended that three Precinct 4 officers attend the upcoming Automobile-Pedestrian Accident Reconstruction class in 2019, at a cost of \$1,000 per officer. Mr. Stone reported that MSA concurred with the above-referenced recommendations.

Mr. Stone advised that officers from the Fort Bend County Precinct 3 Constable's office ("Precinct 3") have already completed the Automobile-Pedestrian Accident Reconstruction class. He recommended that the Authority reimburse Precinct 3's officers for the costs incurred for this training, in the total amount of \$4,500, that the Authority would have otherwise paid in advance.

Following review and discussion, and based on the recommendations of Sergeant Garret and MSA, Director Rencher moved to: (1) approve and pay for Sergeant Garret's training at the Supervisor Leadership Institute, including travel and lodging, at the cost of approximately \$2,769; (2) approve and pay for three Precinct 4 officers' attendance at the Automobile-Pedestrian Reconstruction class at the cost of \$1,000 per officer; and (3) reimburse Precinct 3's officers' for previously attending the Automobile-Pedestrian Reconstruction class, in the total amount of \$4,500, that would have otherwise been paid for in advance by the Authority. Director Hrbacek seconded

the motion, which was approved by unanimous vote.

FIBER INSTALLATION PROJECT UPDATE

Mr. Gehbauer presented, reviewed, and recommended approval of an Engineering Services Agreement with Iteris, Inc. for the design of a fiber optic communication network along SH-99. Following review and discussion, and based on the recommendation of BGE, Director Tallas moved to approve the Engineering Services Agreement with Iteris, Inc. Director Kee seconded the motion, which was approved by unanimous vote.

STORM SEWER PROJECT UPDATE

Mr. Gehbauer presented, reviewed, and recommended payment of Change Order No. 1, an increase to the contract, in the amount of \$16,930, submitted by TNT Miller Construction Services, LLC, for the installation of additional reinforced concrete pipe and collars to replace the existing damaged reinforced concrete pipes. Following review and discussion and based on BGE's recommendation, Director Hrbacek moved to approve Change Order No. 1. Director Tallas seconded the motion, which was approved by unanimous vote.

SPECIAL PROJECTS

WEST AIRPORT BOULEVARD EXIT RAMP (SOUTHBOUND - HARVEST GREEN)

Mr. Muller reported that Johnson Development will not be closing on their land sale until mid-December, and the Authority will not receive the funds or right-of-way required to award the project until after the closing. Mr. Gehbauer advised that ISI Contracting, Inc. ("ISI"), the low bidder for the project, will continue to hold their price until the end of December. He recommended executing the contract with ISI so that a Notice to Proceed may be sent as soon as possible, pending the receipt of funds and required right-of-way from Johnson Development. Following review and discussion, and based on the recommendation of BGE, Director Rencher moved to award and execute the contract with ISI. Director Kee seconded the motion, which was approved by unanimous vote.

Mr. Muller presented and reviewed an Amendment to Joint Project Agreement Regarding Road Right-of-Way and Related Construction with Fort Bend County Municipal Management District No. 1 ("Amendment"), updating the parties' construction and maintenance obligations in relation to this project. Following review and discussion, Director Kee moved to approve the Amendment. Director Hrbacek seconded the motion, which was approved by unanimous vote.

WEST AIRPORT BOULEVARD ENTRY AND EXIT RAMP (NORTHBOUND - ALIANA)

Mr. Gehbauer reported that BGE is currently working on moving the northbound exit ramp south to accommodate Fort Bend County Independent School District. He recommended authorization for BGE to negotiate scope and fee for the

design of the northbound entrance and exit ramps at West Airport Boulevard with the qualified firms submitted by Fort Bend County. Following review and discussion and based on the recommendation of BGE, Director Tallas moved to authorize BGE to negotiate scope and fee for the design of the northbound entrance and exit ramps at West Airport Boulevard with the qualified firms submitted by the County. Director Rencher seconded the motion, which was approved by unanimous vote.

CANYON GATE SOUND WALL

Mr. Muller presented, reviewed, and recommended approval of the Tri-Party Agreement between Canyon Gate Homeowners' Association ("HOA"), Fort Bend County, and the Authority, regarding the Canyon Gate sound wall ("Tri-Party Agreement"). Following review and discussion, and based on the recommendation of MLG, Director Kee moved to approve the Tri-Party Agreement. Director Rencher seconded the motion, which was approved by unanimous vote.

Mr. Stolleis reported that he sent a draft of the Tri-Party Agreement to the HOA last week. He stated that the HOA is attempting to re-negotiate the terms of the agreement, and the County should have a final answer by the end of their next meeting with the HOA on December 6, 2018.

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



A handwritten signature in blue ink, appearing to be "Chris Muller", written over a horizontal line.

Secretary, Board of Directors

LIST OF ATTACHMENTS

	Minutes
	<u>Page</u>
Board Book	1
Updated Flow of Funds	1

Any documents referenced in these minutes and not attached herein are retained in the Authority's official records, in accordance with the Authority's Record Management Program, and are available upon request.