

MINUTES  
FORT BEND COUNTY TOLL ROAD AUTHORITY

December 19, 2018

The Board of Directors (“Board”) of the Fort Bend County Toll Road Authority (“Authority”) met in regular session, open to the public, on December 19, 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: Larry Janak of IDCUS, Inc.; David Gornet of Gornet Consulting, LLC; James Thompson of Lucrum Investments, LLP; Gary Gehbauer of Brown & Gay Engineers, Inc.; Mike Stone and Megan Browne of Mike Stone Associates, Inc.; and Richard L. Muller, Jr., Shima Jalalipour, and Keely Campbell of The Muller Law Group, PLLC.

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 Kee moved to approve the following items on the consent agenda: (1) the meeting minutes from the regular Board meeting held on November 28, 2018; (2) the bookkeeper’s report, including payment of bills, account reconciliation, budget, flow of funds, and summary of construction pay estimates; (3) the operator’s report; and (4) the legislative update. Director Hrbacek 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.

AUTHORIZE PREPARATION OF ANNUAL REPORT

Ms. Jalalipour stated that the Authority is required to file certain updated financial and operating data with the Municipal Securities Rulemaking Board through the Electronic Municipal Market Access System (“EMMA”), in accordance with the continuing disclosure provisions contained in the Authority’s bond resolutions. Following review and discussion, Director Hrbacek moved to authorize (i) preparation of the annual report and (ii) MLG to submit the annual report through EMMA, in compliance with the continuing disclosure provisions contained in the bond

resolutions. Director Tallas seconded the motion, which was approved by unanimous vote.

#### ADDITIONAL OPERATING MATTERS

Ms. Browne reported that, on January 1, 2019, toll rates are set to increase under the Toll Rate Order adopted by Commissioner's Court in 2017. No Board action was necessary.

#### MASON ROAD ENTRANCE RAMP

Mr. Stone reported that Halff Associates, Inc. should have preliminary ramp design plans prepared for the Authority's review by the end of January 2019.

#### FORT BEND PARKWAY, SEGMENT B-2

Ms. Jalalipour presented and reviewed an Access Modification Agreement, formalizing the agreed-upon access points for adjacent parcels, in exchange for conveyance of the right-of-way needed for the extension. She explained that the Access Modification Agreement, as well as a Special Warranty Deed for the transfer of right-of-way required for the extension, is currently under review by the landowner, Johnson Development ("Johnson"). Ms. Jalalipour added that MLG has requested title reports for the right-of-way to be conveyed to the Authority. Following review and discussion, Director Tallas moved to authorize counter-execution of the Special Warranty Deed, subject to MLG's finalizing the same with Johnson. Director Kee seconded the motion, which was approved by unanimous vote.

Mr. Stone reported that he is scheduled to meet with Sienna Plantation's Homeowners' Association regarding public outreach for this project. Director Condrey noted that Commissioner Prestage will need to review the Authority's plans to educate the public regarding this project. Mr. Stone advised that he will create an outline for Mr. Thompson to present to Commissioner Prestage.

#### WESTPARK EXTENSION PROJECT B

Mr. Stone reported on the status of Phase 2 of Westpark Extension Project B. He noted that the contractor has three remaining concrete pours to complete this project.

Mr. Stone then reported on the status of Phase 1 of Westpark Extension Project B. He noted that the contractor is currently resolving issues from the most recent of three Texas Department of Transportation inspections of the project. Mr. Stone added that the contractor is on schedule to open all four lanes of traffic by January 14, 2019.

#### WESTPARK CORRIDOR MANAGEMENT

##### TERMINATION OF FORMER METRO LICENSE AGREEMENTS AND EXECUTION OF PERMITS FOR USE OF AUTHORITY RIGHT-OF-WAY

Ms. Campbell reported on the status of the termination and replacement of license agreements formerly held by the Metropolitan Transit Authority, for all license holders with permits on right-of-way west of Mile Post 34.

## RAILS-TO-TRAILS PROJECT

Ms. Jalalipour reported on participation in the rails-to-trails conference call held on December 5, 2018, during which the Houston Galveston Area Council (“HGAC”) and the cities of Wallis, Eagle Lake, Weston Lakes, Simonton, and Fulshear discussed the proposed creation of a local government corporation (“LGC”) and non-profit organization (“NPO”), to manage and fund, respectively, the proposed regional trail system. She advised that, at this time, the cities of Wallis, Eagle Lake, and Weston Lakes have committed to participation in funding the formation of the LGC and NPO. Ms. Campbell added that Austin County has also committed to participation in such funding. Ms. Jalalipour advised that the HGAC has coordinated a fourth follow-up meeting to form the LGC on March 27, 2019.

## JAMES THOMPSON’S CONSULTING REPORT

Mr. Thompson reported that he met with the newly elected County Judge, K.P. George, to discuss the current structure of the Authority. He stated that Judge George is not interested in making any significant changes to the structure of the Authority at this time.

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



A handwritten signature in blue ink, appearing to read "Chris", is written above a horizontal line.

Secretary, Board of Directors

LIST OF ATTACHMENTS

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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.