

MINUTES
FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY

June 19, 2019

The Board of Directors (“Board”) of the Fort Bend Grand Parkway Toll Road Authority (“Authority”) met in regular session, open to the public, on June 19, 2019, 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, except Director Hrbacek, thus constituting a quorum.

Also present for all or part of the meeting were: CJ McDaniel, an individual; Don Durgin of RPS Group, PLC; Brant Gary and Sharon Valiante of City of Fulshear; David Gornet of Gornet Consulting, LLC; Bill Rickert of Fort Bend County (“County”); Francine Stefan of Post Oak Municipal Advisors, LLC (“POMA”); Colin Parrish of Statehouse Consultants, LLC; James Thompson of Lucrum Investments, LLP; Gary Gehbauer of Brown & Gay Engineers, Inc. (“BGE”); Mike Stone and Phillip Smith of Mike Stone Associates, Inc. (“MSA”); 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.

MINUTES

The Board considered approving the minutes of the May 15, 2019, regular meeting, a copy of which is included in the attached Board Book. Following review and discussion, Director Tallas moved to approve the minutes, as submitted. Director Kee seconded the motion, which passed unanimously.

INSURANCE MATTERS

Mr. Stone reported that, after reviewing Authority assets, the deductible, and the cost of replacing assets, there is the potential for substantial savings if the Authority insures only the toll gantries and toll system equipment. Mr. Stone stated that the revised list of assets was forwarded to HARCO Insurance Services, Inc. (“HARCO”), for a new estimate, which is expected in time for next month’s Board meeting. No Board action was taken.

FINANCIAL AND BOOKKEEPING MATTERS

Mr. Stone presented the bookkeeper's report, a copy of which is included in the attached Board Book, including the budget, flow of funds, and a list of checks presented for Board approval. Following review and discussion, Director Kee moved to approve the bookkeeper's report, including authorization of payment of the presented checks. Director Rencher seconded the motion, which passed unanimously.

Discussion ensued, and the Board concurred to hold a special meeting to review the draft budget for fiscal year ending September 30, 2020, on July 24, 2019, beginning at 5:30 p.m.

OPERATING MATTERS

Mr. Stone presented and reviewed the Operations Report, a copy of which is included in the attached Board Book. No Board action was taken.

CAPITAL IMPROVEMENTS PLAN

INSTALLATION OF DEDICATED FIBER FROM WESTPARK TOLLWAY TO US-59

Mr. Stone provided an update from a meeting between the Authority, BGE, TransCore, LP, and the Texas Department of Transportation ("TxDOT") on June 14, 2019. He reported that TxDOT is agreeable to allowing the County to connect to the TxDOT fiber at SH-99 and US-59. Mr. Stone added that an interlocal agreement between TxDOT and the Authority will need to be executed.

Mr. Stone reported that the Authority is currently working with the Harris County Toll Road Authority ("HCTRA") to negotiate the terms of a contract for the Authority to connect to the County's fiber along the Westpark Corridor at the County line and along the Fort Bend Parkway at Beltway 8. Mr. Stone stated that this approach would be lowest in cost and have the shortest schedule.

Mr. Stone then recommended approval of plans and specifications and requested authorization to advertise for bids for the installation of dedicated fiber from Westpark Tollway to US-59. Following discussion, Director Tallas moved to approve the plans and specifications and authorize the Authority to advertise for bids for the installation of dedicated fiber from Westpark Tollway to US-59. Director Rencher seconded the motion, which passed unanimously.

PEEK ROAD OVERPASS AND SIGNALIZED INTERSECTION

Mr. Stone provided an update on the status of the design of the Peek Road overpass and signalized intersection. He reported that the design for a four-lane facility is nearly complete and requires minimal clean-up, updating, and preparation of a bid package, if no other changes are desired. Discussion ensued, regarding: i) current safety concerns regarding the Peek Road intersection; ii) uncertainty of the amount and timing of potential funding from the Houston-Galveston Area Council; and iii)

the effects of tolling versus not tolling the Peek Road overpass. Following discussion, Director Kee moved to: i) authorize the Authority to update and finalize the design of the Peek Road overpass as a 4-lane overpass; and ii) authorize the Authority to toll the Peek Road overpass, subject to Commissioner's Court approval. Director Rencher seconded the motion, which passed unanimously.

AUXILIARY LANES BETWEEN HARLEM ROAD AND MASON ROAD, ENTRANCE AND EXIT RAMP AND U-TURNS AT WEST AIRPORT BOULEVARD

Mr. Stone recommended combining the construction of auxiliary lanes between Harlem Road and Mason Road, as well as the construction of entrance and exit ramps, U-turns, and frontage road rehabilitation at West Airport Boulevard, for increased efficiency, lowest construction costs, and coordinated traffic control during construction. Following discussion, Director Tallas moved to combine the construction of auxiliary lanes between Harlem Road and Mason Road, as well as the construction of entrance and exit ramps, U-turns, and frontage road rehabilitation at West Airport Boulevard into a single Project No. 126.1002, subject to Commissioner's Court approval. Director Rencher seconded the motion, which passed unanimously.

ADDITION OF THIRD LANE BETWEEN US-59 AND RIVERPARK DRIVE

Mr. Stone recommended authorization for BGE to design the addition of a northbound third lane between US-59 and the Riverpark Drive entrance ramp to match the existing design for the southbound third lane between US-59 and the Riverpark Drive exit ramp, noting this would be the fastest way to complete the design of the entire Riverpark Drive overpass project. Following discussion, Director Kee moved to authorize BGE to design the addition of a northbound third lane between US-59 and the Riverpark Drive entrance ramp to match the existing design for the southbound third lane between US-59 and the Riverpark Drive exit ramp, subject to Commissioner's Court approval. Director Rencher seconded the motion, which passed unanimously.

INSTALLATION OF FOUR CHANGEABLE MESSAGE SIGNS

Mr. Stone stated that work had not yet begun on the installation of the four changeable message signs. No Board action was taken.

INSTALLATION OF TRAFFIC CAMERAS AND SPEED MONITORS ON SEGMENT D

Mr. Stone provided an update on the installation of traffic cameras and speed monitors on Segment D, noting TransCore, LP, has begun ordering the various electrical components and provided a preliminary installation schedule. No Board action was taken.

MILL AND OVERLAY OF MAIN LANES ON SEGMENT D

Mr. Stone reported that the Authority is working with the Authority's Engineer to determine the areas of Segment D in the greatest need of repair due to the limited budget for the project. No Board action was taken.

TOLL COLLECTION AND VIOLATION PROCESSING AGREEMENTS

Mr. Stone gave an update on the Authority's continued negotiations with HCTRA regarding HCTRA's unsolicited proposal to perform the Authority's toll collection and violation processing services. He advised that the authority is currently waiting on a proposal from HCTRA. Mr. Stone stated that TransCore, LP, and SWC Group, LP, have been informed of the possible implications of the Authority's negotiations with HCTRA. No Board action was taken.

INTER-GOVERNMENTAL DISCUSSIONS AND STRATEGIC PLANNING

Mr. Muller provided an update on the Canyon Gate sound wall project.

Mr. Stone presented to the Authority a 2019 Project of the Year award for the Judge Jodie Stavinoha Bridge, received from the American Society of Highway Engineers.

LEGISLATIVE UPDATE

Mr. Parrish reported on legislative matters impacting toll roads.

Mr. Muller reported that the Authority's Non-Revenue and Discount Usage Policy regarding discounts for qualified veterans could be amended pursuant to Senate Bill 1091. Discussion ensued, but no Board action was taken.

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



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.