

**SUPPLEMENTAL AGREEMENT NO. 12
TO
AGREEMENT OF FEBRUARY 20, 2008
FOR
ENGINEERING SERVICES for
Fort Bend Parkway Toll Road Segment B (Phase 1)**

This Supplemental Agreement is made and entered into this 16th day of May, 2012, and modifies the ENGINEERING SERVICES AGREEMENT made with Brown & Gay Engineers, Inc., dated February 20, 2008 for engineering design, environmental assessment, geotechnical and survey services for the extension of the Fort Bend Parkway Toll Road, Segment B (Phase 1).

The agreement is hereby modified as follows:

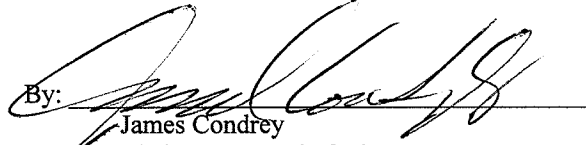
1. The Scope of Services are amended to include the additional service as described in Attachment A-1, which are made part of this Supplemental Agreement.
2. The first sentence of Paragraph 2.a is replaced with the following:


“Compensation for performance of the Services defined in Attachment A-1 will be as follows: The Additional Services compensation shall be increased by \$48,147.00, for the additional work shown in Attachment A-1 which provides for additional design engineering work for the water line easement and other engineering tasks. The maximum amount payable under this agreement shall not exceed \$1,458,037.23 for all work except by separate agreement in accordance with the provisions of this agreement.”

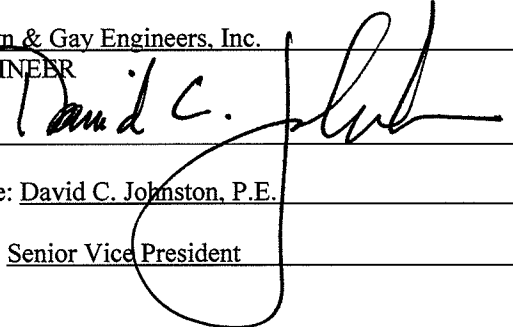
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IN WITNESS WHEREOF, this Supplemental Agreement is hereby executed as of the date first set forth above.

FORT BEND COUNTY TOLL ROAD
AUTHORITY, a local government
Texas Corporation

By: 
James Condrey
Chairman, Board of Directors

ATTEST: 
By _____

Brown & Gay Engineers, Inc.
ENGINEER
By: 
Name: David C. Johnston, P.E.
Title: Senior Vice President

SUPPLEMENTAL AGREEMENT NO. 12
ATTACHMENT A-1
SCOPE OF SERVICES

Fort Bend Parkway Toll Road, Segment B-1

General:

The additional work covered by this supplemental agreement covers:

1. Prepare water line easement documents

Prepare description and map for a 30 foot wide, City of Missouri City water line easement along the toll road from SH 6 to Sienna Parkway. The work includes the following:

- Field preparation and research
- Survey crew field work
- Prepare/draft of easement map
- Analysis and review
- Prepare easement description (metes & bounds)
- Right of entry documents to adjacent properties

2. Bid Phase Services

Provide bid phase services which includes the following:

- Prepare advertisement and publish in Houston Chronicle
- Prepare for and attend Pre-bid meeting
- Reply to contractors questions through phone calls, emails, and electronic plan holder provider (Civcast USA).
- Prepare plans and submit for electronic bidding through Civcast
- Attend bid opening
- Prepare bid tabulations

3. Review SH 6 Crossing

Provide addition reviews of impacts to drainage detention and Knight Road if an overpass bridge structure.

4. 45' wide temporary construction easement for water line

Provide a sketch of a 45' wide construction easement for the future construction of the City of Missouri City's water line. This easement is not permanent. Therefore, a survey is not required.

5. Coordination of drainage outfall

Assist with coordination of drainage outfall with adjacent property owners (including attendance at meetings, answer questions via phone calls and emails, coordinate with property owners engineer), and provide assistance to Land Planner (Kerry Gilbert Assoc).

6. Newquest Reimbursement

Review all roadway and traffic signal construction plans, pay estimates, and contracts to determine the permanent construction work and associated costs, and make a recommendation of the amount to be reimbursed to Newquest.

SUPPLEMENTAL AGREEMENT NO. 12
ATTACHMENT A-1
Compensation / Fee Schedule

Survey and Engineering Tasks	Total Hours
30' Water Line Easement (City of Missouri City)	\$ 12,675.00
Bid Phase Services (including advertisement, pre-bid meeting, contractor questions, bid opening, and bid tabulations)	\$ 8,020.00
Check profile of overpass and Knight Road clearance	\$ 2,010.00
Calculate available detention within ROW for overpass (bridge and ret walls)	\$ 7,602.40
30' permanent water line easement.	\$ 2,250.00
Prepare 45' temporary water line construction easement	\$ 5,000.00
Additional coordination for drainage outfall with adjacent property owners (Werner Newquest)	\$ 7,500.00
Newquest reimbursement determination	\$ 2,510.00
Subtotal	\$ 47,567.40

Direct Expenses	
Houston Chronicle Advertisement	\$ 460.69
Civcast (Initial Upload, Elect Bidding)	\$ 119.08
	\$ 579.77

\$48,147

SUPPLEMENTAL AGREEMENT NO. 13
ATTACHMENT B-1
COMPENSATION / FEE SCHEDULE

Fort Bend Parkway Toll Road, Segment B-1

The compensation for the construction engineering and management services shall be paid as actual hourly billing rates and direct expenses. The not-to-exceed amount is based on the following hours and rates.

Brown & Gay	Rate	Hours/Month	Months	Total
Admin/ Bookkeeper	\$78.00	16	16	\$19,968.00
Sr. Inspector	\$110.00	40	16	\$70,400.00
Eng or EIT	\$104.68	10	16	\$16,748.80
Office Engineer	\$148.43	20	16	\$47,497.60
Manager	\$203.12	40	16	\$129,996.80
				\$284,611.20