

**SUPPLEMENTAL AGREEMENT NO. 2  
TO  
AGREEMENT OF April 18, 2012  
FOR  
ENGINEERING SERVICES for  
Fort Bend Grand Parkway Toll Road, Segment D**

This Supplemental Agreement is made and entered into this 14 day of August, 2012, and modifies the ENGINEERING SERVICES AGREEMENT between Fort Bend Grand Parkway Toll Road Authority and Reynolds, Smith and Hills, Inc., dated April 18, 2012 for engineering services for the Fort Bend Grand Parkway Toll Road, Segment D.

The agreement is hereby modified as follows:

1. The first sentence of Section 2.a is replaced with the following sentence:

“The Maximum Compensation under this contract is \$204, 586.17.”

2. The second paragraph of Section 2.a is replaced with the following paragraph:

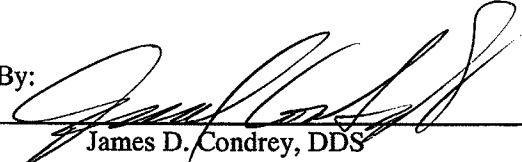
“Compensation for performance of services within the Scope of Services described in Attachment A will be as follows: The lump sum compensation shall be increased by \$94,053.23. for the additional work shown in Attachment A. The maximum amount payable under this agreement shall not exceed \$204,586.17, as shown in Attachment B. Progress payments for work detailed in Attachment A will be made when the Engineer has attained a level of completion equal to or greater than the agreed upon milestones of completion in the reasonable opinion of FBGPTRA.”

3. The Scope of Services shown in Attachment A shall be expanded to include Exhibit A-2, attached hereto.
4. The Compensation for Scope of Services shown in Attachment B shall be expanded to include Exhibit B-2, attached hereto.


**[Remainder of page intentionally left blank.]**

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

FORT BEND GRAND PARKWAY TOLL  
ROAD AUTHORITY

By:   
James D. Condrey, DDS  
Chairman, Board of Directors

ATTEST:   
By \_\_\_\_\_

REYNOLDS, SMITH & HILLS, INC  
By:   
Name: Richard Hurst  
Title: Vice President

**EXHIBIT A-2  
ATTACHMENT A  
SUPPLEMENTAL AGREEMENT NO. 2  
ADDITIONAL SCOPE OF SERVICES**

**FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY**

**VIOLATION PROCESSING & CUSTOMER SERVICE PROCUREMENT**

**GENERAL DESCRIPTION**

The Fort Bend Grand Parkway Toll Road Authority (FBGPTRA) is developing Segment D of the Grand Parkway. This project consists of mainlane overpasses from U.S. 59 to FM 1093/Westpark Tollway and is being constructed as a toll facility. The general mainlane typical section consists of four 12-foot lanes with depressed median, tolled overpasses, six-foot inside and 10-foot outside shoulders. The opening of this new toll facility necessitates that FBGPTRA take action to collect tolls. This scope of services is for the development of a performance based Request For Proposal (RFP) for Violation Processing Services for Segment "D" of the Grand Parkway.

- Phase I – develop a performance based RFP for Violation Processing Services on Segment "D".
- Phase II – Proposal Evaluation and Selection

This scope is for the services included in Phase I and 2 and includes:

**Phase I**

1. Developing a needs analysis identifying the business and technical components of the system to be advertised.
2. Identifying potential proposers with the ability to provide violation processing services meeting the needs of the FBGPTRA.
3. Developing performance criteria and associated penalties for non-performance.
4. Developing the instructions to proposers defining the requirements of the agreement including bond requirements and technical requirements.
5. Developing the proposal submission requirements including the statement of qualifications and reference requirements.
6. Developing the price proposal requirements.

**Phase II**

1. Assist in developing the methodology and criteria for evaluation of the proposals received in response to the RFP regarding the provision and operation a violation processing capability.
2. Develop the pass/fail and evaluation criteria requirements for the proposal review process.
3. Participate in proposer pre-bid meetings or interviews if requested to do so by the FBGPTRA.
4. Develop financial evaluation template.
5. Check references provided by the proposers.
6. Assist in evaluating the proposals received and ranking them for the presentation to the Board.
7. Provide vendor negotiation support.

**EXHIBIT B-2  
 ATTACHMENT B  
 SUPPLEMENTAL AGREEMENT NO. 2  
 ADDITIONAL SCOPE OF SERVICES**

**FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY**

**VIOLATION PROCESSING & CUSTOMER SERVICE PROCUREMENT**

<b>Task Description</b>	<b>Principal</b>	<b>Project Manager</b>	<b>Tolls Specialist</b>	<b>Contract Specialist</b>	<b>TOTAL</b>
Labor Rate Per Hour	\$238.73	\$249.03	\$107.69	\$84.64	
Phase 1	32.00	36.00	80.00	16.00	164.00
Phase 2	84.00	112.00	102.00	0.00	298.00
HOURS SUB-TOTAL	116.00	148.00	182.00	16.00	462.00
<b>LABOR COSTS SUB-TOTAL</b>	<b>\$27,692.68</b>	<b>\$36,856.44</b>	<b>\$19,599.58</b>	<b>\$1,354.24</b>	<b>\$85,502.94</b>
				10%	\$8,550.29
			<b>TOTAL</b>		<b>\$94,053.23</b>