

**SUPPLEMENTAL AGREEMENT NO. 6
TO
AGREEMENT OF APRIL 17, 2013
FOR VIOLATIONS PROCESSING SERVICES AGREEMENT**

THIS SUPPLEMENTAL AGREEMENT is made and entered into this 20th day of May 2015, and modifies the VIOLATION PROCESSING SERVICES AGREEMENT effective April 17, 2013 (the "Agreement") by and between the Fort Bend Grand Parkway Toll Road Authority, a Texas Local Government Corporation (the "Authority"), and Xerox State & Local Solutions, Inc., a corporation organized under the laws of the State of New York (herein called "Xerox").

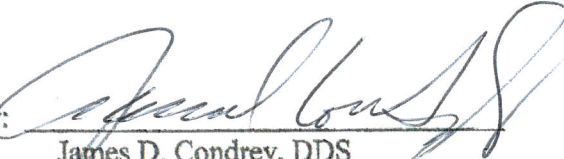
The Agreement is hereby modified as follows:

1. In accordance with Section 1.02 of the Agreement, the Authority and Xerox approve the change order attached hereto, which shall be included in the Agreement as **Exhibit J**.

This Supplemental Agreement does not alter, modify, or otherwise change any part of the Agreement, except as specifically stated in this Supplemental Agreement.

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

FORT BEND GRAND PARKWAY TOLL ROAD
AUTHORITY, a local government Texas
corporation

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

ATTEST:

By: 
Secretary, Board of Directors

XEROX STATE & LOCAL SOLUTIONS, INC.


By: 
Name: Thomas F. DRAZIC
Title: SVP

EXHIBIT J CHANGE ORDER

The following changes are incorporated into the Agreement:

- **Exhibit A, Scope of Work, Operations, is revised to add the following:**

A. VPS 2nd FTVN

Fort Bend County Toll Road Authority (FBCTRA) has requested Xerox to implement a 2nd level notice called Final Toll Violation Notice (FTVN) for the Fort Bend County customers utilizing the Fort Bend Grand Parkway, Westpark Tollway & Fort Bend Parkway. The 2nd level notice will allow the Fort Bend customer additional time in which to pay their violation notices.

This change will allow Violators to receive a second notice to pay their outstanding balance after a five (5) day buffer from when the 1st notice has gone unpaid for thirty (30) days. An escalation fee, called Final Notice Fee, will apply to the 2nd notice. The escalation fee is a changeable amount of \$5.00 via a parameter in VECTOR. Attachment A provides the escalation process flow.

As with the First notice, the VPS Notice escalation process will maintain the levels of notices that are used to identify the escalation level. In accordance with FBCTRA processing business rules, Xerox will configure the appropriate fields to escalate from Level 1 to Level 2. If a notice remains unpaid after Level 2, it will then escalate to a collection agency for further processing.

To incorporate this change the following sections of the Detail Design Document (DDD) will be modified.

- Violation 2nd Level FTVN Process
- Violation Notice Mailing
- Mail House Return Process
- Collection, IVR, Web and MoneyGram and Lockbox

These interfaces require changes to handle the inclusion of the new second level notice Final Toll Violation Notice (FTVN).

B. Xerox Responsibilities and Scope of Work

- Modify the following VPS modules to support the escalation of the 2nd level notice, FTVN.

Software Module	Description
CAMS	Customer Account Management System
FPMS	Financial Processing Management System
TPMS	Quick Automation Toll Processing
WEB	WEB Online
IVR	Interactive Voice Response

- Modify the web site, static pages to show the 2nd level notice process.
 - Modify TVN payment logic on the website to allow processing of 2nd level notice payments, appeals.

Web site static page mock-ups are referenced in Attachment B.

- Modify the VPS to allow processing of 2nd level notice payments IVR.
- Modify the following existing reports to support the escalation process.

Report	Name
V3	Monthly Toll Evasion
213	Violation Reconciliation
V1NP	Violation Status Report Details
55B	Violation Account Receivable
VIOL1005	Transactions Reconciliation

- Testing will be done on the TVN escalation jobs, Web, IVR, interfaces in a QA environment. Upon completion of internal testing Xerox will provide Fort Bend a Test Summary Report which will publish the results.
- Xerox will monitor Operations CSC for a period of 45 days to ensure proper operations.
- Update the appropriate sections of the "As Built" DDD/RDD for Fort Bend approval.
- Review and approve the Fort Bend Business Rules to include the 2nd level notice change.
- Modify vendor ICDs to incorporate the 2nd level TVN.

Vendor ICD
AST (aka DataPalette) –Mail House
Perdue Brandon - Collections
CYS - Lockbox

- Xerox will deliver the FTVN Change Order 60-90 days after NTP.
- Coordinate the FTVN template changes with FBCTRA to the mail house. See Attachment C.

C. Fort Bend / RS&H Responsibilities

1. Review and approve the updated sections of the “As Built” DDD/RDD.
2. Submit updated Fort Bend Business Rules noting 2nd level FTVN time line changes and escalation fees.
3. Review and approve the Xerox 2nd level notice.
4. Review and approve the Internal Test Summary Report.
5. Submit updated Fort Bend CSR scripts noting 2nd level FTVN time line changes and escalation fees.
6. Submit updated Fort Bend SOP noting 2nd level FTVN time line changes and escalation fees.

D. Assumptions

1. Mail house will modify the TVN template to handle the escalation fee and final notice date change.
2. Fort Bend & Xerox will update the Business Rules document before NTP.
3. The 2nd level TVN change applies to any new transaction after Software Deployment Go-Live.
4. Escalation fee of five dollars (\$5.00) will be charged to the second notice upon escalation of the unpaid first notice.
5. Changes to the IVR will be on the back end. Updates to the Call Tree and Voice Talent are not required based upon the current script utilized in the call tree. The same notice number is utilized for the first & second level notice(s). The IVR does not need to differentiate between them to accommodate the request being processed.
6. Update the Website in accordance with the Mock-ups provided in Attachment B.

E. Success Criteria

1. Operations CSC will validate on the 36th day a 2nd level TVN in the Production environment.
2. Evidence (Attachment C) of the 2nd level TVN will be supplied to FBCTRA within 5 business days.

F. Exhibit B, Compensation, is revised to add the following:

- Pricing and Payment Schedule

IMPLEMENTATION MILESTONE PAYMENTS

Criteria	Percentage	Milestone Amount	Expected Completion Date
New 2 nd Escalation Notice			
Notice to Proceed	50%	\$ 37,513	7/1/2015
Development Complete	30%	\$ 22,508	9/17/2015
Deployment into Production	10%	\$ 7,502	10/1/2015
Operation Confirmation of FTVN	10%	\$ 7,502	11/6/2016
<hr/> Total	100%	\$ 75,025	

Operational Payments:

FIXED FEES

Incremental Increase to Monthly Fixed Fee for Violations Processing (O&M)

Effective 10/1/2016

-O&M Added Effort to Manage Expanded Scope \$ 3,026 per month

VARIABLE FEES

The second level notice volumes & the impact to the contract need to be evaluated. Xerox requests to reserve the right to complete an analysis of the second notice level and the impact it may have on the base contract expected revenue to Xerox for collection activities. The addition of a second notice could materially affect the total expected contract value. The findings of this analysis, along with potential modifications to the price to mail violation notices, will be discussed with FBCTRA at a later date. The findings may require a modification to the current base contract unit prices.

ATTACHMENT A: Notice Process Flow

Fort Bend VPS 2nd Notice Process Flow 5/5/2015

VPS process the 2nd Notice – 181 day life cycle - up to collections/Administrative Hearing



Assumptions:

1. Flow process is 80 days due to include buffer and grace periods
2. 2nd notice mailed with the escalation fee
3. Escalation fee will be charged at each violation level
4. 81-181 days up to Collection and Admin Hearing/Court

ATTACHMENT B: WEB Page Mockups

Web Modifications: "What Happens If I Don't Pay"

Current

In accordance with Transportation Code 373.177, unpaid toll notices are subject to legal action. The following table shows how five (5) violations can add up to more than \$250 in tolls + fee.

Day 1 - Day 30	Day 31 - Day 120	Day 121 +
Toll Violation Notice Charge - \$86.75	Collections Charge - \$86.75	Administrative Hearing Charge - \$286.25
Toll (\$1.70) + Notice Penalty (\$85)	Toll (\$1.70) + Notice Penalty (\$85) + Violation Penalty (\$70)	Toll (\$1.70) + Notice Penalty (\$85) + Violation Penalty (\$70) + Administrative Hearing Fee (\$100)

Web Modifications: "What Happens If I Don't Pay"

Updated

In accordance with Transportation Code 373.177, unpaid toll notices are subject to legal action. The following table shows how five (5) violations can add up to more than \$250 in tolls + fee.

Day 0	Day 1 - 30	Day 31 - 60	Day 61 - 180	Day 181
Violation Event	Toll Violation Notice	Final Toll Violation Notice	Collections Process	Administrative Hearing / Court
Toll (\$1.70) + Notice Penalty (\$85)	Toll (\$1.70) + Notice Penalty (\$85)	Toll (\$1.70) + Notice Penalty (\$85) + Violation Penalty (\$70)	Toll (\$1.70) + Notice Penalty (\$85) + Violation Penalty (\$70) + Collection Fee (\$100)	Toll (\$1.70) + Notice Penalty (\$85) + Violation Penalty (\$70) + Collection Fee (\$100) + Legal Fees (\$100) + Administrative Hearing Fee (\$100)

Web Modifications: "Toll Violation Notice(s) List"

Current

The screenshot shows the current web interface. On the left is a 'General Information' sidebar with links like 'Why Did I Receive a Toll Violation Notice?' and 'How Can I Pay?'. The main content area is titled 'Toll Violation Notice(s) List' and contains a table of violations. The table has columns for 'Toll Violation Notice No.', 'Escalated to', 'Date', 'Status', 'Fine', 'Amount', 'Fee', 'Total Amount', and 'View PDF'. There are three rows of data, each with a checkbox in the first column.

Toll Violation Notice No.	Escalated to	Date	Status	Fine	Amount	Fee	Total Amount	View PDF	
<input checked="" type="checkbox"/> TR0150021100	Notice Escalated to Collection	1E2B435	02/18/2015	OPEN	\$1.50	\$95.00	\$0.00	\$100.50	View PDF
<input type="checkbox"/> TR0150021100	Notice Escalated to Collection	1E2B435	03/03/2015	OPEN	\$1.50	\$15.00	\$0.00	\$18.00	View PDF
<input type="checkbox"/> TR0150021100	Notice Escalated to Collection	1E2B435	11/28/2014	OPEN	\$1.25	\$98.00	\$0.00	\$100.25	View PDF

Web Modifications: "Toll Violation Notice(s) List"

Updated

The screenshot shows the updated web interface. Two callout boxes are present: 'Change to Administrative Fee' pointing to the 'Amount' column in the table, and 'Add new column for Final Notice Fee' pointing to a new column in the table. The table structure is similar to the current version but includes an additional 'Final Notice Fee' column.

Toll Violation Notice No.	Escalated to	Date	Status	Fine	Amount	Fee	Final Notice Fee	Total Amount
<input checked="" type="checkbox"/> TR0150021100	Notice Escalated to Collection	1E2B435	02/18/2015	OPEN	\$1.50	\$95.00	\$0.00	\$100.00
<input type="checkbox"/> TR0150021100	Notice Escalated to Collection	1E2B435	03/03/2015	OPEN	\$1.50	\$15.00	\$0.00	\$18.00
<input type="checkbox"/> TR0150021100	Notice Escalated to Collection	1E2B435	11/28/2014	OPEN	\$1.25	\$98.00	\$0.00	\$100.25

ATTACHMENT C: Final Toll Violation Notice



Fort Bend County Toll Road Authority
PO Box 9970
Trenton, NJ 08650-2970
(609) 999-2024

FINAL Toll Violation Notice

Notice Date	02/18/15	Due Date	03/20/15
		Total Due	\$35.50

NOTICE NUMBER:	T901406561155	
LICENSE PLATE:	1E28835	
LICENSE PLATE STATE:	TX	

XXXXXXXX XXXXXX CORP
X XXXXXXX XXXX XXXXXX
XXXXXXXX, XX XXXXX-XXXX



Toll Violations

Violation Number	License Plate / License Plate State / Class	Place	Lane	Date	Time	Toll Due	Administrative Fee	Final Notice Fee	Total Due
T901406561155-00001	1E28835 / TX / 5	GP1 Riverpark Ramp	10	11/24/14	13:22:41	\$1.10	\$5.00	\$5.00	\$11.10
T901406561155-00002	1E28835 / TX / 5	GP1 New Territory	31	11/24/14	13:24:28	\$1.10	\$5.00		\$6.10
T901406561155-00003	1E28835 / TX / 5	ML GP1 USGDA ML	41	11/24/14	13:25:28	\$1.10	\$5.00		\$6.10
T901406561155-00004	1E28835 / TX / 5	GP1 New Territory	31	12/15/14	12:57:42	\$1.10	\$5.00		\$6.10
T901406561155-00005	1E28835 / TX / 5	ML GP1 Riverpark Ramp	10	02/07/15	9:57:30	\$1.10	\$5.00		\$6.10
Total Amount Due									\$35.50

How Can I Pay?

ONLINE: WWW.FBTRCSC.COM
MAIL: Using payment coupon found below
PHONE (TOLL-FREE): 855-999-2024

IN PERSON:
MoneyGram (Include: Toll Violation Notice Number, Your last name as it appears on this violation and code 1262. For locations, please visit www.fbtrcsc.com/MoneyGram)

Please respond accordingly, no later than 03/20/15, otherwise you will be referred to collections.

NOTE: For payment by check or money order, please make the payment out to Fort Bend County Toll Road Authority. Please write the notice number on your check for reference.

Si desea ver un ejemplo de este anuncio en español, por favor visite nuestro sitio web de www.fbtrcsc.com. Para obtener más información, por favor sientase libre de llamarnos al 855-999-2024, su llamado será gratis.

For payments by mail, please return below portion to: Fort Bend County Toll Road Authority, PO Box 9970, Trenton, NJ 08650-2970

FOR EASY PAYMENT ON THE WEB, VISIT US AT WWW.FBTRCSC.COM

We Accept:		Payment By Mail			
		Credit Card Number	\$5.50	\$30.00	\$35.50
		Expiration Date	Toll Due	Fee Due	Total Due
Notice #: T901406561155 License Plate: 1E28835 License Plate State: TX		Billing Address			
Due Date: 03/20/15		City	State	Zip	Phone Number
		Print Cardholder Name	Cardholder Signature	Date	

T901406561155

Why Did I Receive This?

The Fort Bend County Toll Road Authority electronic toll collection system operates toll lanes exclusively for authorized TxTAG (Texas Tollways), EZ Tag (Harris County Toll Road Authority), or TollTag (North Texas Tollway Authority) account holders. Non account holders that use the dedicated toll lanes incur violations and have images of their license plates recorded by a video system. In the event you have an account with one of the before mentioned agencies, you may have received the toll violation notice if your account was not in good standing at the time of the transaction. Please refer to Helpful Information, below, for additional information.

What is A Toll Violation?

Pursuant to the Texas Transportation Code, Chapter 234, the registered owner or renter of record of a vehicle (not necessarily the driver of the vehicle) that passes through a toll facility is responsible for payment of tolls associated with said toll facility. Failure to pay toll charges is against the law and results in a Toll Violation Notice.

Helpful Information

I No Longer Own This Vehicle. What Do I Do?

Under Texas law, you may be able to dispute these charges if you meet one of the following criteria:

- You were no longer the legal registered owner of the vehicle at the time it was on the toll road, or
- The vehicle was leased or rented to another entity at the time it was on the toll road, or
- The vehicle was stolen prior to its use of the toll road

Should any of the above situations apply, please fill out Dispute Section: CERTIFICATION OF NON-LIABILITY.

Please respond with your dispute no later than 03/20/15 otherwise you will be referred to collections.

I Have a Toll Tag. Why Did I Get a Notice?

TxTAG (Texas Tollways), EZ Tag (Harris County Toll Road Authority), or TollTag (North Texas Tollway Authority) account holders may also receive Toll Violation Notices. The most frequent occurrences are when:

- The toll tag is not properly mounted
- The credit card data on file for the toll tag account has expired
- You have a new car/new license plate
- There are insufficient funds on the account
- The toll tag is defective

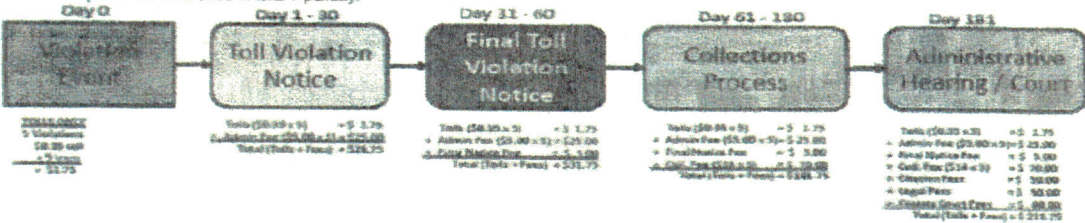
In order to avoid future penalty, before using the Fort Bend County toll roads again, please contact your toll tag's customer service center to rectify your account:

TxTAG: 1-888-468-9824
EZ Tag: 1-291-875-3279
Toll Tag: 1-972-818-8882

You must contact the Fort Bend Toll Road Customer Support Center in order to address this violation notice. Please contact the Fort Bend Toll Road Customer Support Center by 03/20/15 otherwise you will be referred to collections.

Violation Timeline

In accordance with Transportation Code 37B.177, unpaid toll notices are subject to legal action. The following table shows how five (5) violations can add up to more than \$208 in tolls + penalty.



For payments by mail, please return below portion to: Fort Bend County Toll Road Authority, PO Box 9670, Trenton, NJ 08850-2970

Dispute Section: CERTIFICATION OF NON-LIABILITY

The undersigned certifies that on the date of the violation(s) the vehicle bearing the license plate number on the Toll Violation Notice was (check one only). Certification to be completed for all Dispute Form Sections.

<input type="checkbox"/> SOLD & LEASED/RENTED (Please attach copy of proof of sale, copy of lease, or rental agreement)	<input type="checkbox"/> STOLEN (Please attach copy of police report or copy of insurance claim)
New Owner Information: Name: _____ Address: _____ City: _____ State: _____ Zip Code: _____	Date of theft: _____ <input type="checkbox"/> ALREADY HAVE AN ACCOUNT WITH ANOTHER AGENCY I am currently a toll agency customer in good standing and have a valid tag/transponder properly mounted in my vehicle. I have enclosed payment for the Fort Bend County toll(s) due and will provide proof that I have a toll account in good standing.

Certification

I certify the above statement(s) to be correct. I am aware that if any of the statements made by me are knowingly false, I am liable to pay the full amount due as presented in this Toll Violation Notice.

Print Name: _____ Signature: _____ Date: _____
Address: _____ City: _____ State: _____ Phone #: (____) _____ - _____



Fort Bend County Toll Road Authority
PO Box 9970
Trenton, NJ 08650-2970
(609) 999-2024

FINAL Toll Violation Notice

Notice Date	02/18/15	Due Date	03/20/15
		Total Due	\$63.85

NOTICE NUMBER:	T901506623477
LICENSE PLATE:	FCS7337
LICENSE PLATE STATE:	TX



XXXXXXXXXXXXXXXXXXXX CORP
XXXXXXXXXXXXXXXXXXXX
XXXXXXXX, XXXXXXXX-XXXX

Toll Violations

Violation Number	License Plate / License Plate State / Class	Place	Lane	Date	Time	Toll Due	Administrative Fee	Final Notice Fee	Total Due
See Attached Page for Violation Details									
								Total Amount Due	\$63.85

How Can I Pay?

ONLINE: WWW.FBTRCSC.COM
MAIL: Using payment coupon found below
PHONE (TOLL-FREE): 855-999-2024

IN PERSON:
MoneyGram (Include: Toll Violation Notice Number, Your last name as it appears on this violation and code 1262. For locations, please visit www.fbtrcsc.com/MoneyGram)

Please respond accordingly, no later than 03/20/15, otherwise you will be referred to collections.

NOTE: For payment by check or money order, please make the payment out to Fort Bend County Toll Road Authority. Please write the notice number on your check for reference.

Si desea ver un ejemplo de este anuncio en español, por favor visite nuestro sitio web de www.fbtrcsc.com. Para obtener más información, por favor siéntase libre de llamarnos al 855-999-2024, su llamada será gratis.

For payments by mail, please return below portion to: Fort Bend County Toll Road Authority, PO Box 9970, Trenton, NJ 08650-2970

FOR EASY PAYMENT ON THE WEB, VISIT US AT WWW.FBTRCSC.COM

We Accept: 	Payment By Mail			
	Credit Card Number			
	\$3.85	\$60.00	\$63.85	
Expiration Date	Toll Due	Fee Due	Total Due	Total Paid
Billing Address				
City		State	Zip	Phone Number
Due Date: 03/20/15		Print Cardholder Name		Cardholder Signature
				Date

T901506623477

Why Did I Receive This?

The Fort Bend County Toll Road Authority electronic toll collection system operates toll lanes exclusively for authorized TxTAG (Texas Tollways), EZ Tag (Harris County Toll Road Authority), or TollTag (North Texas Tollway Authority) account holders. Non account holders that use the dedicated toll lanes incur violations and have images of their license plates recorded by a video system. In the event you have an account with one of the before mentioned agencies, you may have received the toll violation notice if your account was not in good standing at the time of the transaction. Please refer to Helpful Information, below, for additional information.

What is A Toll Violation?

Pursuant to the Texas Transportation Code, Chapter 284, the registered owner or renter of record of a vehicle (not necessarily the driver of the vehicle) that passes through a toll facility is responsible for payment of tolls associated with said toll facility. Failure to pay toll charges is against the law and results in a Toll Violation Notice.

Helpful Information

I No Longer Own This Vehicle. What Do I Do?

Under Texas law, you may be able to dispute these charges if you meet one of the following criteria:

- You were no longer the legal registered owner of the vehicle at the time it was on the toll road, or
- The vehicle was leased or rented to another entity at the time it was on the toll road, or
- The vehicle was stolen prior to its use of the toll road

Should any of the above situations apply, please fill out Dispute Section: CERTIFICATION OF NON-LIABILITY.

Please respond with your dispute no later than 03/20/15 otherwise you will be referred to collections.

I Have a Toll Tag. Why Did I Get a Notice?

TxTAG (Texas Tollways), EZ Tag (Harris County Toll Road Authority), or TollTag (North Texas Tollway Authority) account holders may also receive Toll Violation Notices. The most frequent occurrences are when:

- The toll tag is not properly mounted
- The credit card data on file for the toll tag account has expired
- You have a new car/new license plate
- There are insufficient funds on the account
- The toll tag is defective

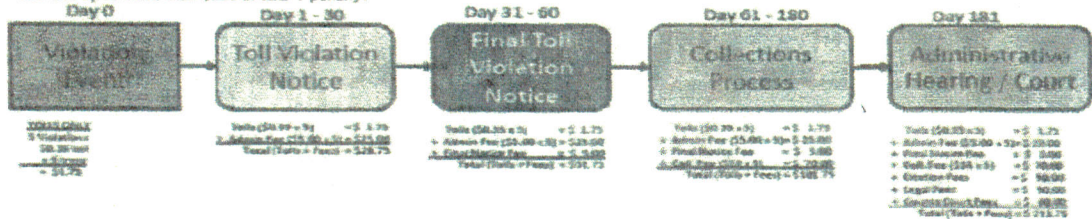
In order to avoid future penalty, before using the Fort Bend County toll roads again, please contact your toll tag's customer service center to rectify your account:

TxTAG: 1-888-468-8824
EZ Tag: 1-281-875-3270
Toll Tag: 1-972-818-8882

You must contact the Fort Bend Toll Road Customer Support Center in order to address this violation notice. Please contact the Fort Bend Toll Road Customer Support Center by 03/20/15 otherwise you will be referred to collections.

Violation Timeline

In accordance with Transportation Code 370.177, unpaid toll notices are subject to legal action. The following table shows how five (5) violations can add up to more than \$250 in tolls + penalty.



For payments by mail, please return below portion to: Fort Bend County Toll Road Authority, PO Box 9970, Trenton, NJ 08650-2070

Dispute Section: CERTIFICATION OF NON-LIABILITY

The undersigned certifies that on the date of the violation(s) the vehicle bearing the license plate number on the Toll Violation Notice was (check one only). Certification to be completed for all Dispute Form Sections.

<input type="checkbox"/> SOLD & LEASED/RENTED (Please attach copy of proof of sale, copy of lease, or rental agreement)	<input type="checkbox"/> STOLEN (Please attach copy of police report or copy of insurance claim)
Date of theft: _____	
<input type="checkbox"/> ALREADY HAVE AN ACCOUNT WITH ANOTHER AGENCY	
I am currently a toll agency customer in good standing and have a valid tag/transponder properly mounted in my vehicle. I have enclosed payment for the Fort Bend County toll(s) due and will provide proof that I have a toll account in good standing.	

Certification

I certify the above statement(s) to be correct. I am aware that if any of the statements made by me are knowingly false, I am liable to pay the full amount due as presented in this Toll Violation Notice.

Print Name: _____ Signature: _____ Date: _____
Address: _____ City: _____ State: _____ Phone #: (____) _____ - _____