

**SUPPLEMENTAL AGREEMENT NO. 3  
TO  
AGREEMENT OF MARCH 18, 2015  
FOR  
ENGINEERING SERVICES AGREEMENT for  
Fort Bend Grand Parkway Toll Road, Segment D**

This Supplemental Agreement is made and entered into this 19<sup>th</sup> day of October, 2016, and modifies the ENGINEERING SERVICES AGREEMENT made with Aguirre & Fields, LP, dated March 18, 2015 for the design of two direct connector structures at the Fort Bend Grand Parkway Toll Road (Segment D) and the Fort Bend Westpark Tollway, as amended.

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 \$2,704,464.32.”

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, and Exhibit A-1 thru Exhibit A-3 shall be in accordance with the billing rates shown in Attachment B. Services described in Exhibit A-3 will reduce the agreement amount by \$281,836.10 as shown in Exhibit B-3. The maximum amount payable under this agreement shall not exceed \$2,704,464.32. Progress payments for work detailed in Attachment A, and Exhibit A-1 thru Exhibit A-3 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 as shown in Exhibit A-3, attached hereto.
4. The Compensation for Scope of Services shown in Attachment B shall be reduced to include Exhibit B-3, attached hereto.
5. Section 3 is replaced with the following paragraph:

“It is understood and agreed that the time for performance of the Engineer’s services under this Agreement shall begin with receipt of the Notice to Proceed and end September 30, 2017.”

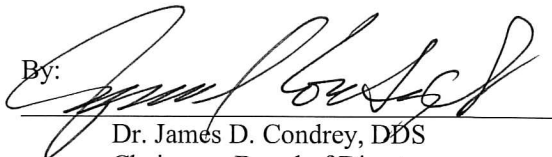
This Supplemental Agreement does not alter, modify, or otherwise change any part of the Agreement, except as specifically stated in this Supplemental Agreement.

**[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, a local government Texas  
Corporation

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

  
Dr. James D. Condrey, DDS  
Chairman, Board of Directors

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

By \_\_\_\_\_

  
Secretary, Board of Directors

Aguirre & Fields, LP

By: Aguirre, LLC – General Partner.

ENGINEER

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



Name: Christine R. Crosby

Title: Vice-President

**EFFECTIVE DATE**

THIS AGREEMENT IS EFFECTIVE ON THE DATE IT IS APPROVED BY THE FORT BEND COUNTY COMMISSIONERS COURT, AND IF NOT SO APPROVED SHALL BE NULL AND VOID.

DATE OF COMMISSIONERS COURT APPROVAL: \_\_\_\_\_

AGENDA ITEM NO.: \_\_\_\_\_

**ATTACHMENT A  
EXHIBIT A-3  
SUPPLEMENTAL AGREEMENT #3 SCOPE OF SERVICES**

**FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)  
EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS**

**DESIGN SERVICES**

**GENERAL DESCRIPTION**

The work to be performed by the Engineer under this Supplemental Agreement consists of reverting back to the original scope of services as part of the original Agreement executed on March 18, 2015.

The following is a detailed list of tasks which will be performed by the Engineer in addition to and in accordance with the scope of services in the Prime Agreement and revisions to approved Supplemental Agreement No. 2.

**1) SURVEY**

- a) No revisions to this task under this Supplemental Agreement. The Survey services shall remain as approved under Supplemental No. 2.

**2) ROW**

- a) No revisions to this task under this Supplemental Agreement. The ROW services shall remain as approved under Supplemental No. 2.

**3) GEOTECHNICAL STUDY**

- a) The Geotechnical Study services approved under Supplemental No. 2 are deleted.

**4) SCHEMATIC**

- a) No revisions to this task under this Supplemental Agreement. The Schematic services shall remain as approved under Supplemental No. 2.

**5) ROADWAY**

- a) The Roadway services approved under Supplemental No. 2 are deleted.
- b) Include Grand Parkway northbound widening for approximately 2,500 feet to accommodate the lane shift. The widening is between FM 1093 and Fry Road.

**6) DRAINAGE**

- a) The Drainage services approved under Supplemental No. 2 are deleted.

**7) TRAFFIC**

- a) The Traffic services approved under Supplemental No. 2 are deleted.
- b) Include Grand Parkway northbound striping for approximately 5,000 feet. The lane shift is proposed between FM 1093 and Fry Road.

**8) CONSTRUCTION SEQUENCING AND TRAFFIC CONTROL**

- a) The Construction Sequencing and Traffic Control services approved under Supplemental No. 2 are deleted.
- b) Include Grand Parkway northbound widening for approximately 5,000 feet to accommodate the lane shift. The widening is between FM 1093 and Fry Road.

**9) BRIDGES**

- a) The Bridges services approved under Supplemental No. 2 are deleted.

**10) MISCELLANEOUS DRAWINGS**

- a) The Miscellaneous Drawings services approved under Supplemental No. 2 are deleted.

**11) PROJECT MANAGEMENT**

- a) The Project Management services approved under Supplemental No. 2 are deleted.

**12) DIRECT EXPENSES**

- a) The Direct Expenses approved under Supplemental No. 2 are deleted.

**13) CONTINGENCY**

- a) This item has been added to cover unforeseen services not covered under the original scope of services or supplemental agreements.

**14) SCHEDULE**

The schedule below is based on three week agency reviews. Schedule may be adjusted if review times are exceeded.

- |                       |                   |
|-----------------------|-------------------|
| a) 30% PS&E Submittal | November 18, 2016 |
| b) 60% PS&E Submittal | March 24, 2017    |
| c) 90% PS&E Submittal | June 30, 2017     |
| d) 95% PS&E Submittal | July 28, 2017     |
| e) Final Submittal    | September 1, 2017 |

**ATTACHMENT B**  
**EXHIBIT B-3**  
**SUPPLEMENTAL AGREEMENT #3 FEE ESTIMATE**

**FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)**  
**EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS**

**CONTRACT SUMMARY**

**PRIME:** Aguirre & Fields  
**SUB:** H&H Resources  
**SUB:** Progressive Traffic & Transportation  
**SUB:** AECOM  
**SUB:** Geotech Engineering and Testing  
**SUB:** Weisser Engineering & Surveying

WORK TASK	DESCRIPTION	Original Contract	SA#1	SA#2	SA#3	TOTAL
1	SURVEY	\$ 22,132.00	\$ 4,042.50	\$ 50,334.00		\$ 76,508.50
2	UTILITY COORDINATION	\$ 26,031.25				\$ 26,031.25
3	GEOTECHNICAL STUDY	\$ 305,521.00		\$ 109,784.00	\$ (109,784.00)	\$ 305,521.00
4	SCHEMATIC			\$ 36,774.75		\$ 36,774.75
5	ROADWAY	\$ 204,828.00		\$ 38,226.50	\$ 1,483.50	\$ 244,538.00
6	TRAFFIC	\$ 125,861.00		\$ 46,468.00	\$ (32,418.00)	\$ 139,911.00
7	DRAINAGE	\$ 193,790.28		\$ 58,783.20	\$ (58,783.20)	\$ 193,790.28
8	CONSTRUCTION SEQUENCING AND TRAFFIC CONTROL	\$ 101,987.50		\$ 19,360.75	\$ (2,430.75)	\$ 118,917.50
9	RETAINING WALLS	\$ 44,785.00				\$ 44,785.00
10	BRIDGES	\$ 978,078.75		\$ 250,043.25	\$ (250,043.25)	\$ 978,078.75
11	GENERAL NOTES AND SPECIFICATIONS	\$ 6,804.50				\$ 6,804.50
12	CONSTRUCTION TIME DETERMINATION	\$ 5,235.00				\$ 5,235.00
13	STANDARD DRAWINGS	\$ 8,322.06				\$ 8,322.06
14	QUANTITY TAKE-OFFS AND QUANTITY SUMMARIES	\$ 87,271.48				\$ 87,271.48
15	CONSTRUCTION COST ESTIMATE	\$ 51,026.80				\$ 51,026.80
16	MISCELLANEOUS DRAWINGS	\$ 25,956.00		\$ 1,881.50	\$ (1,881.50)	\$ 25,956.00
17	PREPARATION AND SUBMITTAL OF PS&E	\$ 62,154.65				\$ 62,154.65
18	PROJECT MANAGEMENT	\$ 87,755.80		\$ 25,711.90	\$ (25,711.90)	\$ 87,755.80
19	DIRECT EXPENSES	\$ 5,081.50		\$ 2,267.50	\$ (2,267.00)	\$ 5,082.00
20	CONTINGENCY				\$ 200,000.00	\$ 200,000.00
<b>TOTAL</b>		<b>\$ 2,342,622.57</b>	<b>\$ 4,042.50</b>	<b>\$ 639,635.35</b>	<b>\$ (281,836.10)</b>	<b>\$ 2,704,464.32</b>



ATTACHMENT B  
EXHIBIT B-3  
SUPPLEMENTAL AGREEMENT #3 FEE ESTIMATE

FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)  
EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS

SUMMARY

PRIME: Aguirre & Fields  
SUB: H&H Resources  
SUB: Progressive Traffic & Transportation  
SUB: AECOM  
SUB: Geotech Engineering and Testing  
SUB: Weisser Engineering & Surveying

WORK TASK	DESCRIPTION	Aguirre & Fields	H&H Resources	Progressive Traffic & Transportation	Geotech Engineering and Testing	Weisser Engineering & Surveying	TOTAL
1	GEOTECHNICAL STUDY	\$ (1,259.00)			\$ (108,525.00)		\$ (109,784.00)
2	ROADWAY	\$ 1,483.50					\$ 1,483.50
3	TRAFFIC	\$ (1,760.00)		\$ (30,658.00)			\$ (32,418.00)
4	DRAINAGE	\$ (5,053.25)	\$ (53,729.95)				\$ (58,783.20)
5	CONSTRUCTION SEQUENCING AND TRAFFIC CONTROL	\$ (2,430.75)					\$ (2,430.75)
6	BRIDGES	\$ (250,043.25)					\$ (250,043.25)
7	MISCELLANEOUS DRAWINGS	\$ (1,881.50)					\$ (1,881.50)
8	PROJECT MANAGEMENT	\$ (18,010.00)	\$ (2,751.90)	\$ (4,950.00)			\$ (25,711.90)
9	DIRECT EXPENSES	\$ (1,167.00)	\$ (100.00)	\$ (1,000.00)			\$ (2,267.00)
10	CONTINGENCY	\$ 200,000.00					\$ 200,000.00
	TOTAL	\$ (80,121.25)	\$ (56,581.85)	\$ (36,608.00)	\$ (108,525.00)		\$ (281,836.10)

**ATTACHMENT B**  
**EXHIBIT B-3**  
**SUPPLEMENTAL AGREEMENT #3 FEE ESTIMATE**

**FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)  
EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS**

**Aguirre & Fields**

TASK DESCRIPTION	NUMBER OF SHEETS	Senior Structural Engineer	Project Manager	Project Engineer	Design Engineer	EIT	Engineering Technician	Admin Clerical	TOTAL LABOR HRS & COSTS
<b>GEOTECHNICAL STUDY</b>									
SA#2 SERVICES DELETED			-5	-2					-7
SHEETS & HOURS SUBTOTAL	0	0	-5	-2	0	0	0	0	-7
<b>SUBTOTAL LABOR COSTS</b>		\$0.00	-\$975.00	-\$284.00	\$0.00	\$0.00	\$0.00	\$0.00	-\$1,259.00
<b>ROADWAY</b>									
SA#2 SERVICES DELETED	-15	-2	-20	-77		-142	-115		-356
FIELD RECONNAISSANCE									0
DESIGN SUMMARY REPORT									0
GEOMETRY VERIFICATION									0
TYPICAL SECTIONS									0
HORIZONTAL ALIGNMENT DATA									0
REMOVAL LAYOUTS	3		2	10		18	30		60
ROADWAY PLAN & PROFILE	5		2	30		60	60		152
MISCELLANEOUS DETAILS									0
SUPERELEVATION DETAIL SHEETS									0
CROSS SECTIONS & EARTHWORK	16		2	70		50	40		162
SHEETS & HOURS SUBTOTAL	9	-2	-14	33	0	-14	15	0	18
<b>SUBTOTAL LABOR COSTS</b>		-\$420.00	-\$2,730.00	\$4,686.00	\$0.00	-\$1,312.50	\$1,260.00	\$0.00	\$1,483.50
<b>TRAFFIC</b>									
SA#2 SERVICES DELETED			-5	-5				-1	-11
SHEETS & HOURS SUBTOTAL	0	0	-5	-5	0	0	0	-1	-11
<b>SUBTOTAL LABOR COSTS</b>		\$0.00	-\$975.00	-\$710.00	\$0.00	\$0.00	\$0.00	-\$75.00	-\$1,760.00
<b>DRAINAGE</b>									
SA#2 SERVICES DELETED	-2	0	-6	-11		-15	-10	-1	-43
SHEETS & HOURS SUBTOTAL	-2	0	-6	-11	0	-15	-10	-1	-43
<b>SUBTOTAL LABOR COSTS</b>		\$0.00	-\$1,170.00	-\$1,562.00	\$0.00	-\$1,406.25	-\$840.00	-\$75.00	-\$5,053.25

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**FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)  
EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS**

**Aguirre & Fields**

TASK DESCRIPTION	NUMBER OF SHEETS	Senior Structural Engineer	Project Manager	Project Engineer	Design Engineer	EIT	Engineering Technician	Admin Clerical	TOTAL LABOR HRS & COSTS
LABOR RATE PER HOUR		\$210.00	\$195.00	\$142.00	\$116.00	\$93.75	\$84.00	\$75.00	
<b>CONSTRUCTION SEQUENCING AND TRAFFIC CONTROL</b>									
SA#2 SERVICES DELETED	-6		-5	-40		-97	-43		-185
TRAFFIC CONTROL PLAN LAYOUT & NARRATIVE									0
TRAFFIC CONTROL PLAN ADVANCE WARNING SIGNS LAYOUT									0
TRAFFIC CONTROL DETOUR LAYOUTS									0
TRAFFIC CONTROL PLAN PHASE LAYOUTS	5		2	40		80	40		162
SHEETS & HOURS SUBTOTAL	-1	0	-3	0	0	-17	-3	0	-23
<b>SUBTOTAL LABOR COSTS</b>		\$0.00	-\$585.00	\$0.00	\$0.00	-\$1,593.75	-\$252.00	\$0.00	-\$2,430.75
<b>BRIDGES</b>									
SA#2 SERVICES DELETED	-63	-80	-68	-636		-971	-460		-2215
SHEETS & HOURS SUBTOTAL	-63	-80	-68	-636	0	-971	-460	0	-2215
<b>SUBTOTAL LABOR COSTS</b>		-\$16,800.00	-\$13,260.00	-\$90,312.00	\$0.00	-\$91,031.25	-\$38,640.00	\$0.00	-\$250,043.25
<b>MISCELLANEOUS DRAWINGS</b>									
SA#2 SERVICES DELETED	-1		-1	-2		-2	-10	-5	-20
SHEETS & HOURS SUBTOTAL	-1	0	-1	-2	0	-2	-10	-5	-20
<b>SUBTOTAL LABOR COSTS</b>		\$0.00	-\$195.00	-\$284.00	\$0.00	-\$187.50	-\$840.00	-\$375.00	-\$1,881.50
<b>PROJECT MANAGEMENT</b>									
SA#2 SERVICES DELETED			-82	-10				-8	-100
SHEETS & HOURS SUBTOTAL	0	0	-82	-10	0	0	0	-8	-100
<b>SUBTOTAL LABOR COSTS</b>		\$0.00	-\$15,990.00	-\$1,420.00	\$0.00	\$0.00	\$0.00	-\$600.00	-\$18,010.00
<b>DIRECT EXPENSES</b>									-\$1,167.00
<b>CONTINGENCY</b>									\$200,000.00
<b>TOTAL COSTS</b>									-\$80,121.25



**ATTACHMENT B**  
**EXHIBIT B-3**  
**SUPPLEMENTAL AGREEMENT #3 FEE ESTIMATE**

**FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)  
EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS**

**H&H Resources**

TASK DESCRIPTION	NUMBER OF SHEETS	Senior Project Manager	Project Manager	Senior Project Engineer	Project Engineer	EIT	Senior Design Tech	Engineer Tech	Admin/Clerical	TOTAL LABOR HRS & COSTS
LABOR RATE PER HOUR		\$204.17	\$192.34	\$177.54	\$144.99	\$91.73	\$109.49	\$85.81	\$62.14	
<b>DRAINAGE</b>										
SA#2 SERVICES DELETED	-11		-35		-141	-108	-58	-120		-462
SHEETS & HOURS SUBTOTAL	-11	0	-35	0	-141	-108	-58	-120	0	-462
<b>SUBTOTAL LABOR COSTS</b>		\$0.00	-\$6,731.90	\$0.00	-\$20,443.59	-\$9,906.84	-\$6,350.42	-\$10,297.20	\$0.00	-\$53,729.95
<b>PROJECT MANAGEMENT</b>										
SA#2 SERVICES DELETED		-6	-6						-6	-18
SHEETS & HOURS SUBTOTAL	0	-6	-6	0	0	0	0	0	-6	-18
<b>SUBTOTAL LABOR COSTS</b>		-\$1,225.02	-\$1,154.04	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	-\$372.84	-\$2,751.90
<b>TOTAL LABOR COSTS</b>		-\$1,225.02	-\$7,885.94	\$0.00	-\$20,443.59	-\$9,906.84	-\$6,350.42	-\$10,297.20	-\$372.84	-\$56,481.85
<b>DIRECT EXPENSES</b>										-\$100.00
<b>TOTAL COSTS</b>										-\$56,581.85

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**FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)**  
**EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS**

**Progressive Traffic & Transportation**

TASK DESCRIPTION	NUMBER OF SHEETS	Principal	Project Manager	Project Engineer	Engineering Technician	TOTAL LABOR HRS & COSTS
LABOR RATE PER HOUR		\$180.00	\$165.00	\$142.00	\$80.00	
<b>TRAFFIC</b>						
SA#2 SERVICES DELETED	-16	-16	-44	-124	-212	-142
SIGNING & PAVEMENT MARKINGS LAYOUT	5	2	20	45	50	117
SHEETS & HOURS SUBTOTAL	-11	-14	-24	-79	-162	-279
<b>SUBTOTAL LABOR COSTS</b>		<b>-\$2,520.00</b>	<b>-\$3,960.00</b>	<b>-\$11,218.00</b>	<b>-\$12,960.00</b>	<b>-\$30,658.00</b>
<b>PROJECT MANAGEMENT</b>						
SA#2 SERVICES DELETED	0	0	-30	0	0	-142
SHEETS & HOURS SUBTOTAL	0	0	-30	0	0	-30
<b>SUBTOTAL LABOR COSTS</b>		<b>\$0.00</b>	<b>-\$4,950.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>-\$4,950.00</b>
<b>DIRECT EXPENSES</b>						<b>-\$1,000.00</b>
<b>TOTAL COSTS</b>						<b>-\$36,608.00</b>

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**FORT BEND GRAND PARKWAY TOLL ROAD (SH 99) / WESTPARK TOLLWAY (FM 1093)  
EASTBOUND/NORTHBOUND & WESTBOUND/NORTHBOUND DIRECT CONNECTORS**

**Geotech Engineering and Testing**

TASK DESCRIPTION	NUMBER OF SHEETS	Principal Engineer	Senior Engineer	Graduate Engineer	Field Technician	Typing/ Drafting	Unit of Measure	Estimated Qty	Rate	TOTAL LABOR HRS & COSTS
LABOR RATE PER HOUR		\$200.00	\$125.00	\$98.00	\$50.00	\$46.00				
<b>GEOTECHNICAL STUDY</b>										
SA#2 SERVICES DELETED		-27	-59	-246	-140	-30	Lab Tests/Expenses/Drilling		\$ (63,362.00)	-502
SHEETS & HOURS SUBTOTAL	0	-27	-59	-246	-140	-30				-502
SUBTOTAL LABOR COSTS		-\$5,300.00	-\$7,375.00	-\$24,108.00	-\$7,000.00	-\$1,380.00				-\$45,163.00
TOTAL COSTS										-\$108,525.00

# CERTIFICATE OF INTERESTED PARTIES

**FORM 1295**

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.  
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

**OFFICE USE ONLY  
CERTIFICATION OF FILING**

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.

Aguirre & Fields, LP  
Sugar Land, TX United States

Certificate Number:  
2016-134762

Date Filed:  
11/09/2016

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.

Fort Bend Grand Parkway Toll Road Authority

Date Acknowledged:

11/13/16

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.

SA #3 - Agreement of 3/18/2015

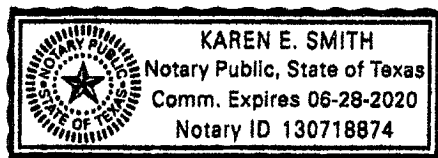
Supplemental Agreement No. 3 (Segment D) SH99 Direct Connectors (FM 1093)

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	Aguirre, LLC - General Partner	Sugar Land, TX United States	X	
	Aguirre, Oscar R.	Sugar Land, TX United States	X	
	Gribble, Mark D.	Sugar Land, TX United States	X	
	Lubitz, David J.	Austin, TX United States	X	
	Billich, Christopher T.	Austin, TX United States	X	
	Crosby, Christine R.	Sugar Land, TX United States	X	

5 Check only if there is NO Interested Party.

**6 AFFIDAVIT**

I swear, or affirm, under penalty of perjury, that the above disclosure is true and correct.



Signature of authorized agent of contracting business entity

AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said Oscar R. Aguirre, this the 9th day of November, 20 16, to certify which, witness my hand and seal of office.

Signature of officer administering oath

Karen E. Smith  
Printed name of officer administering oath

Contracts Coordinator  
Title of officer administering oath